

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

SECURITIES AND EXCHANGE COMMISSION,)	
)	
Plaintiff,)	
)	
v.)	Case No. 4:12-CV-00080-CEJ
)	
BURTON DOUGLAS MORRISS, <i>et al.</i> ,)	
)	
Defendants, and)	
)	
MORRISS HOLDINGS, LLC,)	
)	
Relief Defendant.)	
)	

**RECEIVER'S FOURTH INTERIM APPLICATION FOR ALLOWANCE
AND PAYMENT OF FEES AND EXPENSES INCURRED BY THE
RECEIVER, RETAINED COUNSEL AND OTHER PROFESSIONALS**

Receiver Claire M. Schenk, in her capacity as receiver (“Receiver”) for Acartha Group, LLC (“Acartha”), MIC VII, LLC (“MIC”), Acartha Technology Partners, LP (“ATP”) and Gryphon Investments III, LLC (“Gryphon”) (collectively, the “Receivership Entities”), files her *Fourth Interim Application for Allowance and Payment of Expenses Incurred by the Receiver, Counsel and Other Professionals* (the “Application”), and requests that this Court (1) find the total professional fees and costs incurred during the period of October 1, 2012 through December 31, 2012 (the “Application Period”) are reasonable and appropriate, and (2) enter an Order¹ authorizing the Receiver to make payments for certain professional services and expenses incurred during the Application Period. The Receiver submitted the Application to the United States Securities and Exchange Commission (the “SEC” or “Commission”) for review and approval prior to submission to the Court. The Commission has no objection to the Fourth

¹ A proposed order is attached hereto as Exhibit E.

Quarter Fee Application. A Standardized Fund Accounting Report (“SFAR”), which summarizes receipts and disbursements for this quarter, is attached hereto as Exhibit A.²

The Receiver respectfully requests that the Court authorize the Receiver to pay reasonable fees and costs incurred by the following retained professionals: (a) Thompson Coburn LLP, the Receiver's primary counsel; (b) Segue Equity Group, LLC, the Receiver's investment fund manager; (c) FTL Capital LLC, the Receiver's business advisor; and (d) CliftonLarsonAllen LLP (“CLA”), the Receiver’s accountant and tax preparer. While the Receiver requests a finding that the total professional fees and costs incurred by these professionals during the Application Period are reasonable and appropriate, for purposes of this Application, the Receiver has agreed, at the request of the SEC and pursuant to discussions with the SEC, to request payment of only eighty percent (80%) of the legal and professional fees accrued during the Application Period at this time, as opposed to the full amount of the invoiced fees.³

I. RETENTION OF RECEIVER, DISCLOSURE OF COMPENSATION AND ACTIVITIES OF RECEIVER DURING APPLICATION PERIOD

On January 17, 2012, the SEC filed its Complaint and Ex Parte Emergency Motion for Appointment of Receiver. On that same day, the Court granted the SEC’s motion and entered the Order Appointing Receiver (“Receivership Order”). (Dkt. No. 16). The Receiver’s authority, duties, and obligations are set forth in the Receivership Order. The SEC’s motion and the Court’s appointment were based upon the Receiver’s proposal to the SEC (the “Proposal”). The Proposal set out the qualifications of the Receiver and the support to be received from Thompson Coburn LLP as primary counsel to the Receiver. Additionally, the Proposal fully

² A SFAR will be submitted in Final at the conclusion of the Receivership, following a reconciliation of receipts and disbursements occurring over the course of the Receivership.

³ The remaining twenty percent (20%) of the legal and professional fees accrued during the Application Period which are not authorized for payment at this time, would be payable upon further application to this Court.

disclosed the proposed compensation schedule and course of action contemplated by the Receiver. (Dkt. No. 4, Exhibit 1).

The overall function of the Receiver as set out in the Receivership Order is to administer and manage the business affairs and assets of the Receivership Entities, act as the managing member or partner of the Receivership Entities, marshal and safeguard all of the assets of the Receivership Entities and take such actions as are necessary to protect investors. In furtherance of these objectives, paragraph 4 of the Receivership Order empowers the Receiver to “employ legal counsel, actuaries, accountants, clerks, consultants and assistants as the Receiver deems necessary and to fix and pay their reasonable compensation and reasonable expenses.” Moreover, in addition to the authority granted in paragraph 4 of the Receivership Order, paragraph 5 provides that the Receiver may “[e]ngage persons in the Receiver’s discretion to assist the Receiver in carrying out the Receiver’s duties and responsibilities.” *See* Receivership Order, Dkt. No. 16, at p. 3.

Pursuant to these authorities, and in keeping with paragraph 26 of the Receivership Order, the Receiver now files her Fee Application for the fourth quarter of 2012, along with the requisite supporting documentation. Submission of this Fee Application is also supported by the information stated in the Receiver’s Second, Third and Fourth Interim Status Reports (filed April 20, 2012, August 14, 2012 and March 1, 2013, respectively), which includes proposals, fee arrangements and retainer agreements for the service professionals providing support to the Receiver for the benefit of the Receivership estate. (*See* Dkt. Nos. 134, 189 and 232).

The activities of the Receiver are guided by the Receivership Order which requires the Receiver to, among other things: take immediate possession of and administer the assets of the Receivership Entities; investigate the manner in which the affairs of the Receivership Entities

were conducted; institute such actions and legal proceedings, for the benefit and on behalf of the Receivership Entities and their investors and other creditors as the Receiver deems necessary; defend, compromise or settle legal actions in which the Receivership Entities or the Receiver is a party; assume control of all of the Receivership Entities' financial accounts, as necessary; and make payments and disbursements from the funds and assets taken into control as necessary in discharging the Receiver's duties.

Thus, as described in the Fourth Receiver's Report and with the assistance of the retained professionals, the Receiver has:

- (i) Worked closely with CLA to resolve a series of tax notices involving various claims.
- (ii) Shared information with Segue to close out the books for 2012 and begun work with CLA in anticipation of filing returns for the Receivership Entities and entities managed by the Receiver for 2012.
- (iii) Worked to resolve long outstanding corporate compliance issues so that the Receivership Entities and those managed by the Receiver obtained active registered agent status, as appropriate. This effort is ongoing.
- (iv) Updated creditor and other lists in anticipation of effectuating the claims bar date process entry of the claims bar date order.
- (v) Obtained and analyzed information in order to submit a motion to the Court seeking a distribution of the funds held in the accounts of Integrien Acquisition, LLC and Integrien Acquisition II, LLC.
- (vi) Continued to pursue claims involving two separate insurance policies, one involving a D & O policy and the other involving the comprehensive and general life policy. On November 13, 2012, Federal Insurance Company filed an interpleader action in the Eastern

District of Missouri (Cause 4:12-cv-02117-HEA) against the Receiver and a number of individuals and law firms making claims against the D & O liability policy purchased by the Receivership Entities. The Receiver sought a lifting of the stay so that it might pursue claims under the policy.

(vii) Continued to actively participate in discovery in the Receivership proceeding, pursue its claims in the bankruptcy matter involving Mr. Morriss, and seek judgment against Morriss Holdings.

(viii) Continued to review and analyze other potential receivership claims, and investigated the claims made in the matter captioned, *Ron Nixon, et al., v. B. Douglass Morriss, et al.*, 11SL-CC04718, filed in St. Louis County Circuit Court, November 29, 2011.

(ix) Continued to oversee the business affairs of the Receivership entities, including needs for follow on financing.

(x) Acquired more than 640,000 e-files from the SEC and defense counsel. The files were integrated and sorted and analyzed for content. At this point, the Receiver has taken custody of more than 1.3 million e-files and 82 boxes of paper records.

(xi) Continued to handle the day-to-day tasks pertaining to the four Receivership Entities and those entities managed by the Receiver. This entails a wide variety of tasks ranging from simple to complex, *e.g.*, a review of daily mail, oversight of bank accounts, and participation in investor calls, board meetings, and capital calls.

II. REQUEST FOR FEES AND EXPENSES

The Receiver, her counsel, accountants, fund manager and advisors have worked diligently to marshal and preserve all assets of the Receivership Entities, investigate their business operations, and compile information that the Receivership Entities may use to prosecute

the Receiver's claims in litigation and defend claims asserted against the Receivership Entities.

The Receiver respectfully requests an award for legal and professional fees and the reimbursement of certain expenses incurred on behalf of the Receiver for services rendered during the Application Period and a finding that these legal and professional fees and costs are reasonable and appropriate. These amounts total \$161,187.08 in the aggregate (the "Total Award"). The Total Award is comprised of: (a) \$154,097.82 in legal fees and costs for Thompson Coburn LLP, the Receiver's primary counsel; (b) \$4,480.76 in professional fees for Segue Equity Group, LLC, the Receiver's investment fund manager; (c) \$700 in professional fees for FTL Capital, LLC, the Receiver's business advisors; and (d) \$1,908.50 in professional fees and costs for CLA, the Receiver's tax preparer.

Significantly, the Receiver and many of the professionals working with her performed services at deeply discounted rates. Moreover, the Receiver further reduced the costs to the Receivership estate by writing off various fees incurred for work performed. Significantly, the Receiver did not include charges for designing and maintaining internal document management systems and related time for searches and managing the systems. Additionally, the Receiver's firm created an informational website available to the public regarding Receivership matters and filings and continues to host that website for the benefit of interested parties without charge. Investor websites, available only to an investor who has signed a nondisclosure agreement and who has demonstrated an equity interest in the entity which is the subject of the particular website, are also hosted by the Receiver's firm without charge to the investors.

As noted above, while the Receiver seeks a finding that the Total Award is reasonable and appropriate, the Receiver seeks Court permission to pay less than the Total Award at this time. Specifically, the Receiver seeks permission to pay eighty percent (80%) of the legal and

professional fees and one hundred percent (100%) of the costs incurred during the Application Period as follows: (a) \$122,580.20 in legal fees and \$872.57 in costs for Thompson Coburn LLP; (b) \$3,584.61 in professional fees for Segue Equity Group, LLC; (c) \$560.00 in professional fees for FTL Capital, LLC; and (d) \$1,526.80 in professional fees to CLA. Therefore, although the Total Award sought is \$161,187.08, the total requested payment at this time is \$129,124.18. The Receiver is asking for payment of the reduced amount at this time, at the request of and pursuant to discussions with the SEC.

This request is the Receiver's fourth application to the Court for compensation and reimbursement of expenses for services rendered on behalf of the Receiver.⁴ No understanding exists between the Receiver and any other person for the sharing of compensation sought by this Receiver, except among the partners and associates of the employees of the firms retained by the Receiver.

In support of the efforts performed on behalf of the Receiver, the Receiver has attached Exhibits to its Application consisting of:

⁴ The Receiver's *First Interim Application for Allowance and Payment of Expenses Incurred by the Receiver, Counsel and Other Professionals* ("First Application"), covering the period January 17, 2012 through March 30, 2012, was approved by the Court on September 20, 2012 (Dkt. No. 199) and payments were made as follows: \$301,266.96 in legal fees and \$21,158.67 in costs to Thompson Coburn LLP; \$12,724.61 in professional fees to Segue Equity Group, LLC; \$4,531.46 in legal fees and costs for Pepper Hamilton, LLP; and \$12,676.00 in professional fees for FTL Capital, LLC.

The Receiver's *Second Interim Application for Allowance and Payment of Expenses Incurred by the Receiver, Counsel and Other Professionals* ("Second Application"), covering the period April 1, 2012 through June 30, 2012, was approved by the Court on November 28, 2012 (Dkt. No. 213) and payments were made as follows: \$196,305.12 in legal fees and \$1,526.68 in costs to Thompson Coburn LLP; \$25,433.08 in professional fees to Segue Equity Group, LLC; and \$10,076.00 in professional fees for FTL Capital, LLC.

The Receiver's *Third Interim Application for Allowance and Payment of Expenses Incurred by the Receiver, Counsel and Other Professionals* ("Third Application"), covering the period July 1, 2012 through September 30, 2012, was approved by the Court on February 11, 2013 (Dkt. No. 227) and payments were made as follows: \$120,819 in legal fees and \$1,125.63 in costs to Thompson Coburn LLP; \$8,133.30 in professional fees to Segue Equity Group, LLC; \$560 in professional fees for FTL Capital, LLC and \$34,055.59 in professional fees and \$105.45 in expenses to CLA.

Exhibit A: Fourth Quarter SFAR

Exhibit B: Certification

Exhibit C: Summaries of professional and paraprofessional time and fees

Exhibit D: Individualized and detailed invoices of all services rendered, expenses, and disbursements for Thompson Coburn LLP, Segue Equity Group, LLC, FTL Capital, LLC, and CliftonLarsonAllen LLP

Exhibit C contains an aggregate summary of all hours and fees of all professionals and paraprofessionals that provided services to the Receiver during the Application Period. The total amount represents the amount of time expended by each attorney, paralegal, and professional multiplied by the applicable hourly rate. Exhibit D contains individualized and detailed descriptions of the daily services rendered and the hours expended by the various attorneys, paralegals, and professionals employed on behalf of the Receiver in this case during the Application Period. Exhibit D also contains a detailed schedule listing the expenses and disbursements for which the Receiver seeks reimbursement. Exhibit D is based on, among other information, the contemporaneous daily time records maintained by the Receiver's attorneys, paralegals, and professionals who rendered services in this case. The Receiver has reviewed and approved these time records, and based on the complexity of the case, the Receiver respectfully submits that the requested compensation is reasonable.⁵

III. MEMORANDUM OF LAW IN SUPPORT OF REQUEST

Under governing law, following a determination that services were rendered and costs expended in furtherance of the Receivership, the Court may award compensation for the presented fees and costs. When determining an award of attorneys' fees, the Court should use the lodestar method of multiplying the number of hours reasonably expended by the reasonable

⁵ Certain redactions to these records have been made because of work product and privilege concerns and to protect the confidentiality of investors and investment concerns.

hourly rate. *S.E.C. v. Petters*, No. 09-1750 ADM/JSM, 2009 WL 3379954, at *3 (D. Minn. Oct. 20, 2009) (citing *Fish v. St. Cloud State University*, 295 F.3d 849, 851 (8th Cir. 2002)). A reasonable hourly rate is the ordinary fee for similar work in the community. *Petters*, 2009 WL 3379954, at *3 (quoting *Avalon Cinema Corp. v. Thompson*, 689 F.2d 137, 140 (8th Cir. 1982)); *see also Fish*, 295 F.3d at 851 (“A reasonable hourly rate is usually the ordinary rate for similar work in the community where the case has been litigated.”). The Receiver respectfully suggests that for the reasons stated herein and based upon the background information regarding rates and qualifications set forth in the Proposals and the Interim Status Reports, this request for fees for payment of the Receiver’s attorneys and other professionals meets the criteria for this interim compensation.

In this case, the Court’s Receivership Order requires the Receiver to “administer such assets as is required in order to comply with the directions contained in this Order, and to hold all other assets pending further order of this Court.” (Receivership Order, Dkt. No. 16, at p. 2). The Receivership Order allows the Receiver to: (i) appoint “one or more special agents, employ legal counsel, actuaries, accountants, clerks, consultants and assistants as the Receiver deems necessary and to fix and pay their reasonable compensation and reasonable expenses, as well as all reasonable expenses of taking possession of the assets and business...,” (Receivership Order, Dkt. No. 16, at p. 3); and (ii) “engage persons in the Receiver’s discretion to assist the Receiver in carrying out the Receiver’s duties and responsibilities” (*id.*). The Court further authorized payment of the Receiver’s counsel from the funds held by the Receivership, (*see* Receivership Order, Dkt. No. 16, at p. 6), and empowered the Receiver to “make or authorize such payments and disbursements from the funds taken into control, or thereafter received by the Receiver ... as may be reasonable, necessary, and advisable in discharging the Receiver’s duties” (*id.* at p. 4).

The Receiver's attorneys, paralegals, accountants and experts have incurred reasonable fees and costs consistent with the Court's orders, and payment is appropriate and warranted in consideration under applicable Eighth Circuit case law.

WHEREFORE, the Receiver respectfully requests that this Court enter an Order (i) finding that the Total Award is reasonable and appropriate; (ii) authorizing an award of fees and costs in the amount of \$129,124.18; (iii) directing the Receiver to make payments as follows based upon the authority submitted by the Receiver in support of this Application and allowing payment to be made from any one or more of any of the accounts listed in Exhibit 1 to Exhibit A: (a) \$122,580.20 in legal fees (representing eighty percent (80%) of invoiced fees) and \$872.57 in costs for Thompson Coburn LLP; (b) \$3,584.61 in professional fees (representing eighty percent (80%) of invoiced fees) for Segue Equity Group, LLC; (c) \$560.00 in professional fees (representing eighty percent (80%) of invoiced fees) for FTL Capital, LLC; and (d) \$1,526.80 in professional fees (representing eighty percent (80%) of invoiced fees) for CliftonLarsonAllen LLP; and (iv) providing for such other relief as is appropriate under the circumstances.

Respectfully Submitted,

THOMPSON COBURN LLP

April 22, 2013

By /s / Kathleen E. Kraft
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CERTIFICATE OF SERVICE

I hereby certify that on April 22, 2013, I electronically filed the foregoing with the Clerk of the Court through the Court's CM/ECF system which will send a notice of electronic filing to the following:

Catherine L. Hanaway, Esq.
Ashcroft Hanaway LLC
222 South Central Ave., Suite 110
St. Louis, Missouri 63105
Counsel for Defendant Burton Douglas Morriss

Adam L. Schwartz
Robert K. Levenson
Brian T. James
Securities and Exchange Commission
801 Bricknell Avenue, Suite 1800
Miami, Florida 33131
Attorneys for Plaintiff

I further certify that I served the foregoing document on the following via U.S. mail, postage prepaid:

Morriss Holdings, LLC
P.O. Box 50416
St. Louis, MO 63105

/s/ Kathleen E. Kraft

EXHIBIT A
STANDARDIZED FUND ACCOUNTING REPORT for Acartha Group LLC, MIC VII LLC,
Acartha Technology Partners LP, Gryphon Investments III
Claire M. Schenk Receivership; Civil Court Docket No. 16
Reporting Period 10/1/2012 - 12/31/2012

FUND ACCOUNTING (See Instructions):		US Bank Acartha Technology Partners	US Bank MIC VII	US Bank Integration Acquisition	Parkside Acartha Group	Parkside Acartha Technology Partners	Parkside Gryphon III (Account closed)	Parkside Integration Acquisition	Parkside Integration Acquisition II	Parkside Terevela Acquisition III	Parkside Acartha Group Money Market	Parkside Technology Partners Money Market	Parkside MIC VII Money Market	Parkside Integration Money Market	Parkside Integration II Money Market	Reliance Acartha Special Situation Fund (Account Closed)	Reliance Terevela Acquisition III (Account Closed)	PNC Bank Acartha Group	PNC Bank MIC VII LLC	Pulaski Bank Acartha Technology Partners (Account Closed)	Pulaski Bank Gryphon Investments III	Subtotal	Grand Total	
Line 1	Beginning Balance (As of 10/01/2012):				\$1,667.71	\$481,638.81	\$109,355.24	\$0.00	\$131,055.08	\$2,500.00	\$3,739.00	\$29,874.36	\$250,348.14	\$250,348.14	\$250,348.14	\$113,835.86	\$0.00	\$0.00	\$0.00	\$2,031.74	\$0.00	\$0.00	\$16,267,739.22	\$16,267,739.22
Line 2	<i>Increase in Fund Balance:</i>																							
Line 3	Business Income				10,000.00																		10,000.00	10,000.00
Line 4	Cash and Securities																						0.00	0.00
Line 5	Interest/Dividend Income										11.29	150.93	150.93	150.93	71.75								538.83	538.83
Line 6	Business Asset Liquidation																					0.00	0.00	
Line 7	Personal Asset Liquidation																					0.00	0.00	
Line 8	Third-Party Litigation Income																					0.00	0.00	
Line 8	Miscellaneous - Other	250,000.00	250,000.00	250,000.00	11,667.71	481,638.81	109,355.24	0.00	131,055.08	2,500.00	3,739.00	29,884.65	250,499.07	250,499.07	250,499.07	113,907.61	0.00	0.00	0.00	2,031.74	0.00	0.00	1,637,275.05	1,637,275.05
Line 9	<i>Decreases in Fund Balance:</i>																							
Line 10	Disbursements to Investors																						0.00	0.00
Line 10	Disbursements for Receivership Operations																						0.00	0.00
Line 10	<i>Disbursements to Receiver or Other Professionals:</i>					246,016.88																	246,016.88	246,016.88
Line 10	<i>Business Asset Expenses:</i>																						0.00	0.00
Line 10	<i>Personal Asset Expenses:</i>																						0.00	0.00
Line 10	<i>Investment Expenses:</i>																						0.00	0.00
Line 10	<i>Third-Party Litigation Expenses:</i>																						750,075.00	750,075.00
Line 10	<i>1. Attorney Fees:</i>																						0.00	0.00
Line 10	<i>2. Litigation Expenses:</i>																						0.00	0.00
Line 10	<i>Total Third-Party Litigation Expenses:</i>																						0.00	0.00
Line 10	<i>Tax Administrator Fees and Bonds:</i>																						0.00	0.00
Line 10	<i>Federal and State Tax Payments:</i>																						0.00	0.00
Line 10	<i>Total Disbursements for Receivership Operations:</i>																						0.00	0.00
Line 11	Disbursements for Distribution Expenses Paid by the Fund:																						0.00	0.00
Line 11	<i>Distribution Plan Development Expenses:</i>																						0.00	0.00
Line 11	<i>1. Fees:</i>																						0.00	0.00
Line 11	<i>Fund Administrator.....</i>																						0.00	0.00
Line 11	<i>Independent Distribution Consultant (IDC).....</i>																						0.00	0.00
Line 11	<i>Distribution Agent.....</i>																						0.00	0.00
Line 11	<i>Consultants.....</i>																						0.00	0.00
Line 11	<i>Legal Advisers.....</i>																						0.00	0.00
Line 11	<i>Tax Advisers.....</i>																						0.00	0.00
Line 11	<i>2. Administrative Expenses:</i>																						0.00	0.00
Line 11	<i>3. Miscellaneous:</i>																						0.00	0.00
Line 11	<i>Total Plan Development Expenses:</i>																						0.00	0.00
Line 11	<i>Distribution Plan Implementation Expenses:</i>																						0.00	0.00
Line 11	<i>1. Fees:</i>																						0.00	0.00
Line 11	<i>Fund Administrator.....</i>																						0.00	0.00
Line 11	<i>IDC.....</i>																						0.00	0.00
Line 11	<i>Distribution Agent.....</i>																						0.00	0.00
Line 11	<i>Consultants.....</i>																						0.00	0.00
Line 11	<i>Legal Advisers.....</i>																						0.00	0.00
Line 11	<i>Tax Advisers.....</i>																						0.00	0.00
Line 11	<i>2. Administrative Expenses:</i>																						0.00	0.00
Line 11	<i>3. Investor Identification:</i>																						0.00	0.00
Line 11	<i>Notice/Publishing Approved Plan.....</i>																						0.00	0.00
Line 11	<i>Claimant Identification.....</i>																						0.00	0.00
Line 11	<i>Claims Processing.....</i>																						0.00	0.00
Line 11	<i>Web Site Maintenance/Call Center.....</i>																						0.00	0.00
Line 11	<i>4. Fund Administrator Bond</i>																						0.00	0.00
Line 11	<i>5. Miscellaneous:</i>																						0.00	0.00
Line 11	<i>6. Federal Account for Investor Restitution (FAIR) Resorting Expenses</i>																						0.00	0.00
Line 11	<i>Total Plan Implementation Expenses:</i>																						0.00	0.00
Line 11	<i>Total Disbursements for Distribution Expenses Paid by the Fund:</i>																						0.00	0.00
Line 12	Disbursements to Court/Other:																						0.00	0.00
Line 12	<i>Investment Expenses/Court Registry Investment System (CRIS) Fees</i>																						0.00	0.00
Line 12	<i>Federal Tax Payments</i>																						0.00	0.00
Line 12	<i>Total Disbursements to Court/Other:</i>																						0.00	0.00
Line 13	Total Funds Disbursed (Lines 9 - 11):	0.00	0.00	0.00	0.00	246,016.88	0.00	0.00	0.00	0.00	0.00	0.00	250,025.00	250,025.00	250,025.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	996,091.88	996,091.88
Line 13	Ending Balance (As of 12/31/2012):	250,000.00	250,000.00	250,000.00	11,667.71	235,621.93	109,355.24	0.00	131,055.08	2,500.00	3,739.00	29,884.65	474.07	474.07	474.07	113,907.61	0.00	0.00	0.00	2,031.74	0.00	0.00	1,391,183.17	1,391,183.17
Line 14	Ending Balance of Fund - Net Assets:																						0.00	0.00
Line 14	<i>Cash & Cash Equivalents</i>																						0.00	0.00
Line 14	<i>Investments</i>																						0.00	0.00
Line 14	<i>Other Assets or Unlevered Funds</i>																						0.00	0.00
Line 14	Total Ending Balance of Fund - Net Assets																						0.00	0.00

OTHER SUPPLEMENTAL INFORMATION:																						Subtotal	Grand Total
Line 15	<i>Report of Items NOT To Be Paid by the Fund:</i>																						
Line 15	Disbursements for Plan Administration Expenses Not Paid by the Fund:																						
Line 15	<i>Plan Development Expenses Not Paid by the Fund:</i>																						
Line 15	<i>1. Fees:</i>																						
Line 15	<i>Fund Administrator.....</i>																						
Line 15	<i>IDC.....</i>																						
Line 15	<i>Distribution Agent.....</i>																						
Line 15	<i>Consultants.....</i>																						
Line 15	<i>Legal Advisers.....</i>																						
Line 15	<i>Tax Advisers.....</i>																						
Line 15	<i>2. Administrative Expenses:</i>																						
Line 15	<i>3. Miscellaneous:</i>																						
Line 15	<i>Total Plan Development Expenses Not Paid by the Fund:</i>																						
Line 15	<i>Plan Implementation Expenses Not Paid by the Fund:</i>																						
Line 15	<i>1. Fees:</i>																						

EXHIBIT A
 STANDARDIZED FUND ACCOUNTING REPORT for Acartha Group LLC, MIC VII LLC,
 Acartha Technology Partners LP, Gryphon Investments III
 Claire M. Schenk Receivership; Civil Court Docket No. 16
 Reporting Period 10/1/2012 - 12/31/2012

Line 15	Tax Administrator Fees & Bonds Not Paid by the Fund Total Disbursements for Plan Administration Expenses Not Paid by the Fund		
Line 16	Disbursements to Court/Other Not Paid by the Fund: Investment Expenses/CRS Fees Federal Tax Payments Total Disbursements to Court/Other Not Paid by the Fund:		
Line 17	DC & State Tax Payments		
Line 18	No. of Claims:		
Line 19	# of Claims Received This Reporting Period..... # of Claims Received Since Inception of Fund..... No. of Claimants/Investors: # of Claimants/Investors Paid This Reporting Period..... # of Claimants/Investors Paid Since Inception of Fund.....		

Date: _____

Exhibit B

CERTIFICATION

- (a) I have read the foregoing Application;
- (b) to the best of my knowledge, information and belief formed after reasonable inquiry, the Application and all fees and expenses therein are true and accurate and comply with the Billing Instructions (with any exceptions specifically noted in the Certification and described in the Application);
- (c) all fees contained in the Application are based on the rates listed in the Applicant's fee schedules set forth in Exhibit D and such fees are reasonable, necessary and commensurate with the skill and experience required for the activity performed;
- (d) the Applicant has not included in the amount for which reimbursement is sought the amortization of the cost of any investment, equipment, or capital outlay (except to the extent that any such amortization is included within the permitted allowable amounts set forth herein for photocopies and facsimile transmission); and,
- (e) in seeking reimbursement for a service which the Applicant justifiably purchased or contracted for from a third party (such as copying, imaging, bulk mail, messenger service, overnight courier, computerized research, or title and lien searches), the Applicant requests reimbursement only for the amount billed to the Applicant by the third-party vendor and paid by the Applicant to such vendor. Where such services are performed by the Receiver, the Receiver is not making a profit on such reimbursable service.
- (f) With respect to each litigation matter undertaken, the Applicant, in conjunction with counsel and the SEC, determined that the action was likely to produce a net economic benefit to the estate, based on a review of (i) the legal theories upon which the action was based, including issues of standing; (ii) the likelihood of collection on any judgment which might be obtained; and (iii) alternative methods of seeking the relief, such as the retention of counsel on a contingency basis.



Claire M. Schenk, Receiver
Certifying Professional

INVOICE SUMMARY

Thompson Coburn LLP – October 2012

Acartha Group Receivership
Fees \$29,068.30
Disbursements \$ 257.62

Goodman Lawsuit
Fees \$25,558.23
Disbursements \$ 10.56

Morriss Holdings, LLC
Fees \$ 417.35
Disbursements \$ 162.96

Thompson Coburn LLP – November 2012

Acartha Group Receivership
Fees \$31,816.35
Disbursements \$ 320.78

Goodman Lawsuit
Fees \$ 27,904.65
Disbursements \$ 1.12

Morriss Holdings, LLC
Fees \$ 402.90

Thompson Coburn LLP – December 2012

Acartha Group Receivership
Fees \$14,224.32
Disbursements \$ 111.37

Goodman Lawsuit
Fees \$22,341.40
Disbursements \$ 2.00

Morriss Holdings, LLC
Fees \$ 1,491.75
Disbursements \$ 6.16

Thompson Coburn TOTAL

\$154,097.82

INVOICE SUMMARY

Segue Equity Group – October/November 2012

\$ 4,069.51

Segue Equity Group – December 2012

\$ 411.25

Segue TOTAL

\$ 4,480.76

FTL Capital – November 2012

\$ 700.00

FTL Capital TOTAL

\$ 700.00

CliftonLarsonAllen – October – December 2012

Fees \$ 1,908.50

CliftonLarsonAllen TOTAL

\$ 1,908.50

GRAND TOTAL

\$161,187.08

EXHIBIT C

AGGREGATE SUMMARY OF FEES

Thompson Coburn ATTORNEY	NUMBER OF HOURS	BILL AMOUNT
Buchholz, Edward	2.6	1127.10
Burke, Brandi L.	2.8	702.10
Darrough, Matthew	16.8	5712.00
Hellmich, Julie S.	3.7	644.73
Higgins, Stephen	125.3	54317.55
Kraft, Kathleen	31.0	9222.50
Kelly, Cheryl	15.5	5467.63
Lamping, Brian	54.6	12066.60
Mangian, David	2.2	448.80
Reid, Christopher	12.5	4834.36
Schenk, Claire	145.3	53107.15
Warfield, David	.2	86.70
TOTAL ATTORNEY HOURS	412.50	147737.22
PARALEGAL/OTHER PROFESSIONALS	NUMBER OF HOURS	BILL AMOUNT
Landgraf, Elizabeth	.6	96.90
Light, Lynnda	1.4	232.05
Muzzarelli, Jolene	14.7	1936.73
Weber, Holly	22.3	3222.35
Total Paralegal/Other Professionals	39	5488.03
	451.5	153225.25
Grand Total		

Segue FUND MANAGER	NUMBER OF HOURS	BILL AMOUNT
Michelle Murray	8.6	2010.26
Amy Reagan	30.5	2470.50
Grand Total	39.1	4480.76

FTL Capital ACCOUNTANT	NUMBER OF HOURS	BILL AMOUNT
Brad Aldrich	2.0	\$700.00
Grand Total	2.0	\$700.00

ACCOUNTANT	NUMBER OF HOURS	BILL AMOUNT
CliftonLarsonAllen	8.65	1908.50
Grand Total	8.65	1908.50

EXHIBIT C



Remit To:
 P.O. Box 18379M
 St. Louis, Missouri 63195

December 4, 2012
 Invoice #2503127

ACH Instructions:
 Account Name: Thompson Coburn LLP
 Bank: U.S. Bank
 ABA/Routing Number: [REDACTED]
 Account Number: [REDACTED]
 Please reference invoice number(s).

Direct Correspondence To:
 One US Bank Plaza
 St. Louis, Missouri 63101-1693
 314-552-6000
 AccountsReivable@ThompsonCoburn.com

U.S. District Court Eastern District of Missouri
 Attn: Hon. Carol E Jackson
 Thomas F. Eagleton Courthouse
 111 S. 10th Street
 3rd Floor
 St. Louis, Missouri 63102

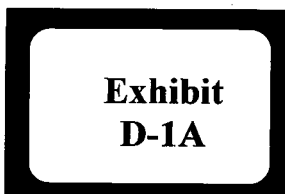
EIN [REDACTED]

For Legal Services Rendered in Connection With:

Acartha Group Receivership
 TC File: 54464 / 102286

Date	Atty	Description	Phase	Task	Hours
10/01/12	M. Darrough	Work on letter/draft complaint to D. Topol	B300	B310	0.40
10/01/12	S. Higgins	Review and respond to emails from C. Schenk and opposing counsel	B100	B110	0.20
10/01/12	S. Higgins	Emails and discussion with M. Darrough relative to Federal claim	B100	B110	0.30
10/01/12	C. Reid	Draft Librato side letter	B100	B110	0.90
10/01/12	C. Schenk	Review investor rights agreement, prepare comments re same for discussion and follow up with C. Reid, telephone conference with C. Reid (.4); review draft complaint and letter to Topol, telephone conference with M. Darrough re same (.3); review notice from New York State re sums claimed by state, follow up with CLA (.3)	B200	B210	1.00
10/02/12	M. Darrough	Review and revise letter/draft complaint to Federal Insurance	B300	B310	0.40

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/02/12	S. Higgins	Prepare for and meet with C. Schenk and C. Kelly re proof of claim (.8); review proof of claim filed by Government (.4); correspondence with M. Darrough relative to claim against Federal (.5)	B300	B310	1.70
10/02/12	C. Kelly	Meet with S. Higgins and C. Schenk to develop terms of proofs of claim (.9); review and forward SEC proof of claim (.2); communications with D. Sosne re status of case (.3)	B100	B110	1.40
10/02/12	C. Schenk	Meet with S. Higgins and C. Kelly to discuss preparation of proof of claim in bankruptcy proceeding and related issues (.9); review notices from New York State re MIC VII and ATP, discuss same with CLA (.1); telephone conference with ██████████, counsel for investor re interest, follow up with Segue (.3); review communications pertaining to Librato financing, terms and documentation (.1); discuss policy issues with M. Darrough (.1)	B200	B210	1.50
10/03/12	C. Kelly	Work on proofs of claim	B300	B310	0.90
10/03/12	C. Schenk	Review communication from Librato CEO re term sheet and changes, follow up with C. Reid (.2); review Receivership mail, including bank statements from Reliance and Pulaski (.3); draft letter to close accounts (.2); attention to issues pertinent to New York tax filing re ATP and MIC VII (.3)	B200	B210	1.00
10/03/12	H. Weber	Draft email to P. Atkinson re Acartha receivership website and sending updates and documents that need to be added to the website	B100	B110	0.60
10/04/12	M. Darrough	Draft letter to Zurich re reconsideration of claim	B100	B110	0.40
10/04/12	S. Higgins	Review pleadings filed by SEC and pleadings filed by Morriss Holdings and docket notice	B100	B110	0.70

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/04/12	C. Kelly	Work on proofs of claim and related exhibits for receivership entities	B300	B310	1.50
10/04/12	B. Lamping	Telephone call with C. Schenk re case update	B100	B110	0.20
10/04/12	C. Schenk	Review motion filed by J. Olds, follow up with ██████ to update status, prepare response to J. Olds (1.7); coordinate with Segue re investor interest in Librato financing (.4); communications with J. Wehrle re Cirqit (.1)	B200	B210	2.20
10/05/12	M. Choi	NO CHARGE Meet with S. Higgins and B. Lamping re SEC productions; follow up with SEC re database updates	B100	B110	0.80
10/05/12	M. Darrough	Draft letter to Zurich re reconsideration under policy	B100	B110	0.30
10/05/12	S. Higgins	Review and analyze answer to complaint	B100	B110	0.60
10/05/12	C. Schenk	Review updated filing (.1); attention to bank accounts for Receiverships (.2)	B100	B110	0.30
10/05/12	C. Schenk	Communications with Librato and J. Wehrle re updated term sheet (.1); follow up with Segue re investor communication (.1); communications with C. Reid re same (.1); follow up with investor re interest in Librato financing (.1); telephone conference and follow up communications with Librato CEO re investor interest (.2)	B200	B210	0.60
10/08/12	M. Choi	NO CHARGE Investigate status of Acartha documents in ShareFile file-sharing cloud per S. Higgins	B100	B110	0.80
10/08/12	M. Darrough	Communications re conference with Chubb re pending claim dispute	B100	B110	0.30
10/08/12	M. Darrough	Revise/send letter to Zurich re claim	B100	B110	0.50
10/08/12	C. Kelly	Communicate with receiver re draft proofs of claim and related information needed to complete same	B100	B110	0.30
10/08/12	E. Landgraf	Work on proof of claim	B300	B310	0.30
10/08/12	C. Reid	Revise side letter	B100	B110	0.50

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/08/12	C. Schenk	Attention to investor interest re Librato financing (.4); communications with Segue (.2); communications with C. Reid and Librato CEO re AG side letter and amended voting agreement, review of same (.2)	B200	B210	0.80
10/09/12	C. Schenk	Follow up on investor inquiries re Librato	B100	B110	0.20
10/09/12	C. Schenk	Telephone conference with J. Wehrle re capital call involving Cirqit (.4); follow up with C. Reid (.1)	B100	B110	0.50
10/10/12	C. Kelly	Receive status report from D. Sosne re projected bankruptcy assets and payout (.6); prepare report to receiver (.5); work on revisions to proofs of claim and exhibits (.4)	B100	B110	1.50
10/10/12	C. Schenk	Review bankruptcy information provided by C. Kelly	B200	B210	0.20
10/11/12	M. Darrough	Prepare meeting materials/agenda for telephone call with Chubb	B300	B310	1.10
10/11/12	M. Darrough	Participate in telephone call with insurer's counsel and representatives	B300	B310	1.10
10/11/12	S. Higgins	Prepare for and conduct call with Federal relative to insurance coverage	B100	B110	1.10
10/11/12	S. Higgins	Review bills for purpose of claim against Federal	B100	B110	1.30
10/11/12	C. Schenk	Meet with S. Higgins and M. Darrough to prepare for conference call with Chubb and counsel, conference call with same (1.1); review file for relevant claims detail (.8); communication with investor re interest in Librato financing (.2); follow up with CLA re New York tax issues (.1)	B200	B210	2.20
10/12/12	M. Darrough	Telephone call from insurer re coverage under Zurich policy	B300	B310	0.40
10/12/12	M. Darrough	Communication with receiver re coverage under Zurich policy	B300	B310	0.20
10/12/12	C. Kelly	Review receiver inquiry on claim terms	B100	B110	0.30

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/12/12	C. Schenk	Communications re status of Librato financing with potential investors and other shareholders (.3); review CGL response to claim, internal communications re status and next steps (.3); review bankruptcy draft claims, prepare revisions and comments re same (.4)	B200	B210	1.00
10/14/12	C. Kelly	Respond to receiver's questions re proofs of claim and coverage thereof	B100	B110	0.30
10/15/12	S. Higgins	Review billing and related memoranda relative to claims to Chubb	B100	B110	0.50
10/15/12	C. Kelly	Communicate with receiver re comments on proofs of claim and status of Morriss bankruptcy	B100	B110	0.30
10/15/12	E. Landgraf	Research bankruptcy requirements for proof of claim filing	B300	B310	0.30
10/15/12	C. Schenk	Discuss claims administration and related procedures with S. Higgins	B100	B110	0.20
10/15/12	C. Schenk	Telephone conference with J. Wehrle re capital call for Logic Source, review related documents (.7); attention to details involving investor K-1s (.2); discuss insurance issues pertinent to CGL and D and O policy with M. Darrough (.3); review Librato documentation relating to financing and in connection with consent (.3); review investor inquiries re Librato, follow up telephone conference with Librato and review of filings, follow up with counsel (.5); review proof of claim forms and related exhibits and new bankruptcy filing (.5); telephone conference with [REDACTED] re bankruptcy proof of claim issues (.2)	B200	B210	2.70
10/16/12	C. Kelly	Revise proofs of claim and related exhibits and ready for filing (.6); review filings in Morriss bankruptcy and forward to receiver (.2)	B100	B110	0.80
10/16/12	C. Reid	Prepare for and attend conference with C. Schenk re status of Cirqit matter	B100	B110	0.90

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/16/12	C. Schenk	Communications with service professionals re invoices, CLA, FTL, Segue	B100	B110	0.20
10/16/12	C. Schenk	Review of bankruptcy proof of claim documents and communications with C. Kelly re same (.5); telephone conference with B. Aldrich to provide update re Librato and opinion re consent, also re current issues involving Cirqit, follow up to provide documents (.3), communications with J. Wehrle re Cirqit (.1), review list of documents requested by C. Reid, follow up with H. Weber (.2); attention to bank accounts, US Bank, Reliance and other receivership mail (.3)	B200	B210	1.40
10/16/12	H. Weber	Review working files for current executed closing documents for Cirqit per C. Schenk's request	B200	B210	1.30
10/17/12	S. Higgins	Exchange of emails with C. Schenk relative to Librato and J. Olds	B100	B110	0.20
10/17/12	C. Reid	Review final Librato financing documents	B100	B110	1.80
10/17/12	C. Schenk	Communications with Segue re final closing of Librato financing and investor communications (.4); review documents prior to sign off and consent (.3); discussions and coordination with C. Reid re same (.2); review Evergrid delegation document (.2)	B100	B110	1.10
10/17/12	C. Schenk	Communications with J. Wehrle re Cirqit and change in term sheet (3.); follow up with Segue (.2)	B100	B110	0.50
10/17/12	C. Schenk	Discuss Librato investor communications with S. Higgins	B100	B110	0.40
10/17/12	H. Weber	Draft email to P. Atkinson re Acartha receivership website and sending updates and documents that need to be added to the website	B100	B110	0.50
10/18/12	E. Buchholz	Conference with C. Schenk re qualified settlement fund	B100	B110	0.40
10/18/12	M. Darrough	Telephone call with D. Driggs re claim submission/additional proofs	B300	B310	0.30

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/18/12	M. Darrough	Communication with J. Muzzarelli re proofs	B300	B310	0.20
10/18/12	S. Higgins	Interview D. Brown	B100	B110	3.00
10/18/12	B. Lamping	Meet with D. Brown	B100	B110	3.00
10/18/12	C. Schenk	Communications with Librato CEO re investor interest and questions and re upcoming board meeting (.2); discussions with A. Reagan re same (.2); communications with CLA re updated investor address (.1); communications with M. Murray re Cirqit capital call and draft of investor communication (.2); review QSF issues and communication with E. Buchholz pertaining to same (.6); update investor website re Librato transaction (.2)	B200	B210	1.50
10/18/12	C. Schenk	Prepare for discussion with J. Trog and witness, review financial disclosure and select documents (.2); meet with same (3.0); follow up discussions regarding meeting and next steps (.3); preliminary review of follow up information provided by witness (.1); review of information re binder with promissory notes (.1)	B200	B210	3.70
10/19/12	M. Darrough	Work on bill submission to carrier/related coverage communication	B300	B310	0.60
10/22/12	E. Buchholz	Analyze need for qualified settlement fund or designated settlement fund for receiver protection (1.9); conference with C. Schenk (.3)	B100	B110	2.20
10/22/12	M. Darrough	Review of invoices re submission to carrier	B300	B310	0.40
10/22/12	C. Schenk	Communication with H. Weber re Cirqit document and review of same, follow up with C. Reid and J. Wehrle re documents (.4); communication with Tervela re board meeting, review slide deck for update re the content of the meeting (.3); review Librato investor communication re close of financing (.2)	B200	B210	0.90

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/22/12	C. Schenk	Discuss QSF issues with E. Buchholz (.4); review vendor invoices submitted for approval (.2)	B100	B110	0.60
10/23/12	M. Choi	NO CHARGE Run searches per C. Schenk	B100	B110	0.50
10/23/12	M. Darrough	Work on package submission to Chubb for reconsideration of reimbursement request/defense	B300	B310	0.80
10/23/12	S. Higgins	Discussion and emails with M. Darrough relative to insurance coverage issues	B100	B110	0.30
10/23/12	S. Higgins	NO CHARGE Review and respond to emails relative to fee submission	B100	B110	0.20
10/23/12	J. Muzzarelli	Prepare example of transfer from Acartha to Morriss Holdings from 2011	B100	B110	0.60
10/23/12	J. Muzzarelli	Review accounts held by Morriss Holdings for third party recipients of funds	B100	B120	0.60
10/23/12	C. Schenk	Review Parkside bank statements to estimate available and obligated cash (.5); communications with A. Reagan re SFAR for third quarter submission (.2); follow up with FTL re invoice following review of same (.2); preliminary review of other service professional invoices for third fee application (.3)	B100	B110	1.20
10/23/12	C. Schenk	Coordinate with M. Darrough and S. Higgins re coverage issues (.3); discussions with M. Choi re search for Cirqit documents requested by [REDACTED] review of terms (.3)	B200	B210	0.60
10/24/12	M. Darrough	Telephone call from D. Driggs re Zurich submission	B300	B310	0.30
10/24/12	M. Darrough	Work on supplemental submission of materials to Chubb	B300	B310	0.80
10/24/12	S. Higgins	Work on preparation of budget estimate for Chubb and draft emails related to same	B100	B110	0.40
10/24/12	C. Reid	Correspond with client re Olds correspondence	B100	B110	0.20

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Payment Due Upon Receipt

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/24/12	C. Schenk	Communications with investor re Librato financing (.1); review of communication from J. Olds and coordinate response to same (.8)	B200	B210	0.90
10/24/12	C. Schenk	Coordinate meeting to discuss recovery of funds, review of financial documents pertaining to same (.3); communications with FTL re payment (.1); review invoices of service professionals for comment and edit (.9)	B100	B110	1.30
10/25/12	M. Darrough	Draft letter to D. Topol	B300	B310	0.40
10/25/12	M. Darrough	Work on submission of materials to Chubb	B300	B310	0.70
10/25/12	S. Higgins	Review and revise position letter to Chubb	B100	B110	1.10
10/25/12	C. Schenk	Attention to invoices and details pertaining to service providers Segue (1.9) and CLA (1.3); research proposals, engagement letters, RFP and SEC billing guidance to ensure conformity with requirements, prepare list of questions, comments and request follow up from each service provider; preliminary review of SFAR (.1); brief review of communications re D and O policy (.1)	B100	B110	3.40
10/25/12	C. Schenk	Communications with C. Reid and J. Wehrle re Cirqit documentation for Series D Pref (.2); review communication and request from investor, follow up re Librato investor website and documentation (.1)	B200	B210	0.30
10/26/12	M. Darrough	Finalize submission to Chubb of requested materials	B300	B310	1.20
10/26/12	M. Darrough	Advice to receiver re new executive protection insurance	B300	B310	0.20
10/26/12	C. Schenk	Discussions with B. Lamping re tolling agreements	B100	B110	0.20

Invoice

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/26/12	C. Schenk	Discussions with Segue and M. Darrough re insurance coverage, review correspondence with Topol (.2); review communication re investor interest in Cirqit for follow up (.1)	B200	B210	0.30
10/29/12	M. Darrough	Telephone calls with D. Driggs re crime coverage	B300	B310	0.30
10/29/12	M. Darrough	Supplemental submission to Zurich re claim	B300	B310	0.40
10/29/12	M. Darrough	Communication from Crane agency re directors/officers liability coverage	B300	B310	0.10
10/29/12	B. Lamping	NO CHARGE Review tolling agreements and report status to C. Schenk	B100	B110	0.60
10/29/12	C. Schenk	Monitor communications re investor interests (.1); communications with B. Lamping re tolling agreements (.1)	B100	B110	0.20
10/30/12	M. Darrough	Telephone call from D. Driggs re claims treatment	B300	B310	0.20
10/30/12	M. Darrough	Communication to Receiver re claims decision by Zurich	B300	B310	0.20
10/30/12	C. Schenk	Telephone conference with M. Darrough re claim involving Zurich and payment (.2); preliminary review of revised Segue invoices (.4); discussions with CLA re out of scope billings and review of same (.3)	B100	B110	0.90
10/31/12	C. Schenk	Review Segue invoices for presentation to SEC, prepare communication re same (1.8); telephone conference with M. Hecht to discuss CLA invoices and out of scope work, discounts and billing rates, review CLA bills (.4)	B100	B110	2.20
10/31/12	C. Schenk	Attention to detail re Librato board call	B200	B210	0.20
				Total Hours:	84.50

SUBTOTAL FOR SERVICES

\$34,918.00

Invoice

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U.S. District Court Eastern District of Missouri

For Cash Outlays:

10/23/12	For local courier service to S. Higgins at 233 S. Warson Road, St. Louis, Missouri on October 17, 2012; VENDOR: Arch Express; INVOICE#: 63414; DATE: 10/21/2012	\$23.11	
10/26/12	For overnight delivery service TO: Mr David H Topol, Wiley Rein LLP, 1776 K St NW, Washington, DC 20006; VENDOR: Federal Express Corp. INVOICE#: 206933291, DATE: 11/01/2012, Tracking #: 793944730366, Shipment Date: 10/26/2012	\$35.55	
10/30/12	NO CHARGE For database management services for October, 2012	\$227.50	
10/30/12	NO CHARGE For processing of electronic data for review for October, 2012	\$4,800.00	
	For reproduction charges	\$186.48	
	For color reproduction charges	\$2.73	
	For oversize copies	\$9.75	
SUBTOTAL FOR CASH OUTLAYS			\$5,285.12

Invoice

Payment Due Upon Receipt

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U.S. District Court Eastern District of Missouri

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
E. Buchholz	2.60	\$510.00	\$1,326.00
M. Darrough	12.20	\$400.00	\$4,880.00
S. Higgins	11.60	\$510.00	\$5,916.00
C. Kelly	7.30	\$415.00	\$3,029.50
C. Reid	4.30	\$455.00	\$1,956.50
C. Schenk	36.40	\$430.00	\$15,652.00
Subtotal for Partner	74.40	\$440.32	\$32,760.00
B. Lamping	3.80	\$260.00	\$988.00
Subtotal for Associate	3.80	\$260.00	\$988.00
M. Choi	2.10	\$220.00	\$462.00
E. Landgraf	0.60	\$190.00	\$114.00
J. Muzzarelli	1.20	\$155.00	\$186.00
H. Weber	2.40	\$170.00	\$408.00
Subtotal for Legal Assistant (paralegals and other legal support personnel)	6.30	\$185.71	\$1,170.00
Total All Classes	84.50	\$413.23	\$34,918.00

SUBTOTAL FOR SERVICES	\$34,918.00
LESS NO CHARGE ENTRIES	-720.00
LESS 15% DISCOUNT	-5,129.70
TOTAL FOR SERVICES	\$29,068.30
SUBTOTAL FOR CASH OUTLAYS	\$5,285.12
LESS NO CHARGE ENTRIES	-5,027.50
TOTAL FOR CASH OUTLAYS	\$257.62
TOTAL AMOUNT DUE	\$29,325.92

Invoice

Payment Due Upon Receipt

**Task Based Billing Summary
Law Firm Invoice**

To: U.S. District Court Eastern District of Missouri, Thomas F. Eagleton Courthouse, 111 S. 10th Street, 3rd Floor, St. Louis, MO 63102

Firm Name: THOMPSON COBURN LLP

Firm Address: P.O. Box 18379M, St. Louis, Missouri 63195

Billing Attorney: 4260-Claire Schenk

Matter Name: Acartha Group Receivership

Invoice No.: 2503127
Invoice Date: 12/04/12

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
	Hours	Amount	Hours	Amount
54464-102286				
TOTAL LEGAL FEES:	84.50	\$29,068.30	2,149.00	\$615,358.47
TOTAL DISBURSEMENTS:		<u>\$257.62</u>		<u>\$23,989.43</u>
TOTAL LEGAL FEES & DISB:		\$29,325.92		\$639,347.90

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>	<u>CUMULATIVE TOTALS</u>
		Amount	Amount
102	For postage	\$0.00	\$495.68
106	For reproduction charges	\$186.48	\$2,472.72
107	For outside copy charge	\$0.00	\$422.22
108	For color reproduction charges	\$2.73	\$156.66
109	For overnight delivery service	\$35.55	\$3,284.82
117	For oversize copies	\$9.75	\$48.75
127	For local courier service	\$23.11	\$421.93
150	For on-line docket review	\$0.00	\$24.68
300	Messenger services to file or obtain documents in court	\$0.00	\$15.00
307	For local cab charges	\$0.00	\$41.64
327	For expenses	\$0.00	\$9.99
367	For meal expenses	\$0.00	\$665.75
375	For hard drives	\$0.00	\$138.87
383	For travel expenses	\$0.00	\$4,037.32
402	For airfare	\$0.00	\$3,284.40
410	For certified copies	\$0.00	\$3,924.00
419	For court costs	\$0.00	\$66.00
422	For filing fees	\$0.00	\$4,459.00
435	For publication costs	\$0.00	\$20.00
TOTAL DISBURSEMENTS:		\$257.62	\$23,989.43

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
<u>Partner</u>	Rate	Hours	Amount	Hours	Amount

Task Based Billing Summary
Law Firm Invoice

Matter Name: Acartha Group Receivership
C/M Firm No: 54464-102286

Page: 2

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
Buchholz, E	510.00	2.60	1,326.00	3.10	1,581.00
Darrough, M	400.00	12.20	4,880.00	100.80	40,040.00
Farrell, D	0.00	0.00	0.00	0.60	279.00
Higgins, S	510.00	11.60	5,916.00	244.90	124,899.00
Kelly, C	415.00	7.30	3,029.50	123.20	51,128.00
Levin, H	0.00	0.00	0.00	71.90	36,669.00
Litz, T	0.00	0.00	0.00	6.00	3,060.00
Reid, C	455.00	4.30	1,956.50	78.00	35,490.00
Schenk, C	430.00	36.40	15,652.00	734.30	315,749.00
TOTAL Partner:	440.32	74.40	\$32,760.00	1,362.80	\$608,895.00
 <u>Associate</u>					
Carnie, Jr., K	0.00	0.00	0.00	29.90	7,774.00
Kraft, K	0.00	0.00	0.00	239.50	83,825.00
Lamping, B	260.00	3.80	988.00	72.00	18,720.00
Mangian, D	0.00	0.00	0.00	39.00	9,360.00
Patterson, G	0.00	0.00	0.00	0.90	256.50
Trame, B	0.00	0.00	0.00	0.50	120.00
TOTAL Associate:	260.00	3.80	\$988.00	381.80	\$120,055.50
 <u>Legal Assistant (paralegals and other legal support personnel)</u>					
Bedard, J	0.00	0.00	0.00	2.00	330.00
Brooks, L	0.00	0.00	0.00	26.60	2,926.00
Choi, M	220.00	2.10	462.00	50.20	11,044.00
Hearing, R	0.00	0.00	0.00	6.30	661.50
Hundley, E	0.00	0.00	0.00	59.10	10,933.50
Kennedy, G	0.00	0.00	0.00	15.00	2,925.00
Kraus, A	0.00	0.00	0.00	1.90	209.00
Landgraf, E	190.00	0.60	114.00	2.50	475.00
Light, L	0.00	0.00	0.00	0.20	39.00
Loveless, D	0.00	0.00	0.00	39.30	6,681.00
Muzzarelli, J	155.00	1.20	186.00	11.00	1,705.00
Parrish, M	0.00	0.00	0.00	1.20	216.00
Schuette, A	0.00	0.00	0.00	57.10	6,281.00
Weber, H	170.00	2.40	408.00	129.00	21,930.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	185.71	6.30	\$1,170.00	401.40	\$66,356.00
 Subtotal Legal Fees:		84.50	\$34,918.00	2,146.00	\$795,306.50
Less Discount:			-5,849.70		-179,948.03

Task Based Billing Summary
Law Firm Invoice

Matter Name: Acartha Group Receivership
C/M Firm No: 54464-102286

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ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
TOTAL LEGAL FEES:			<u>\$29,068.30</u>		<u>\$615,358.47</u>

Task Based Billing Summary
Law Firm Invoice

Matter Name: Acartha Group Receivership
C/M Firm No: 54464-102286

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ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
B-Financial Restructuring-Bankruptcy					
B10	Project administration(billable)	0.00	\$0.00	4.90	\$2,107.00
	TOTAL :	0.00	\$0.00	4.90	\$2,107.00
 B50-Banruptcy: Creditor or Debtor					
B110	Case Administration	44.20	\$18,457.00	1,606.80	\$589,306.00
B120	Asset Analysis and Recovery	0.60	\$93.00	79.20	\$27,861.00
B130	Asset Disposition	0.00	\$0.00	83.90	\$21,662.00
B210	Business Operations	24.30	\$10,111.00	326.10	\$135,469.50
B310	Claims Administration and Objections	15.40	\$6,257.00	48.10	\$18,901.00
	TOTAL Claims and Plan:	84.50	\$34,918.00	2,144.10	\$793,199.50
	Subtotal Legal Fees:	84.50	\$34,918.00	2,149.00	\$795,306.50
	Less Discount		\$-5,849.70		-179,948.03
	TOTAL LEGAL FEES 54464-102286		\$29,068.30		\$615,358.47



December 4, 2012

Direct Correspondence To:
One US Bank Plaza
St. Louis, Missouri 63101-1693
314-552-6000
AccountsReivable@ThompsonCoburn.com

U.S. District Court Eastern District of Missouri
Attn: Hon. Carol E. Jackson
Thomas F. Eagleton Courthouse
111 S. 10th Street
3rd Floor
St. Louis, Missouri 63102

EIN [REDACTED]

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT
PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 2503127

\$29,325.92

Please remit this copy with your check to:

Thompson Coburn LLP
P.O. Box 18379M
St. Louis, MO 63195

ACH Instructions:

Account Name: Thompson Coburn LLP
Bank: U.S. Bank
ABA/Routing Number: [REDACTED]
Account Number: [REDACTED]

Please reference invoice number(s) with ACH or send an e-mail with the information to

AccountsReivable@ThompsonCoburn.com

FOR WIRE TRANSFER INSTRUCTIONS PLEASE CONTACT

AccountsReivable@ThompsonCoburn.com



Remit To:
 P.O. Box 18379M
 St. Louis, Missouri 63195

December 4, 2012
 Invoice #2503125

ACH Instructions:
 Account Name: Thompson Coburn LLP
 Bank: U.S. Bank
 ABA/Routing Number: [REDACTED]
 Account Number: [REDACTED]
 Please reference invoice number(s).

Direct Correspondence To:
 One US Bank Plaza
 St. Louis, Missouri 63101-1693
 314-552-6000
 AccountsReceivable@ThompsonCoburn.com

U.S. District Court Eastern District of Missouri
 Attn: Hon. Carol E Jackson
 Thomas F. Eagleton Courthouse
 111 S. 10th Street
 3rd Floor
 St. Louis, Missouri 63102

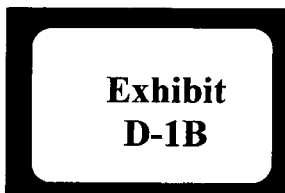
EIN [REDACTED]

For Legal Services Rendered in Connection With:

Goodman Lawsuit
 TC File: 54464 / 104425

Date	Atty	Description	Phase	Task	Hours
10/01/12	C. Schenk	Telephone conference with CLA re investor claim of interest and K-1 issues, review documentation provided by investor	L100	L190	0.30
10/01/12	C. Schenk	Coordinate response to investor claim with H. Weber (.2); internal communications re dismissal of county litigation, prepare communication to [REDACTED] (.3)	L100	L190	0.50
10/01/12	H. Weber	Compile copies of Integrien Acquisition II and email same to H. Tomlinson, Eric Sarasin's attorney	L100	L140	0.30
10/01/12	H. Weber	Review working file for copies of Integrien Acquisition II's most recent balance statements	L100	L140	0.90
10/02/12	C. Schenk	Review new filing	L100	L120	0.10
10/02/12	C. Schenk	Attention to investor claims re conversion of interest	L100	L120	0.10
10/03/12	S. Higgins	Review reply to response to motion for protective order	L100	L120	0.20

Invoice



Payment Due Upon Receipt

December 4, 2012
 Invoice #2503125
 Page 2

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/03/12	S. Higgins	Emails to C. Schenk and A. Schwartz relative to depositions	L300	L330	0.10
10/03/12	C. Schenk	Telephone conference with A. Schwartz regarding litigation issues (.4); prepare summary of issues for litigation team (.2); telephone calls to counsel, J. Trog and S. Welby, summarize telephone conference with S. Welby for internal litigation team (.3); preliminary review of deposition transcripts (.2)	L100	L190	1.10
10/04/12	S. Higgins	Preliminary review of transcripts of depositions of B. Ziebarth and B.D. Morriss	L100	L120	0.60
10/04/12	C. Schenk	Coordinate meeting with witness	L300	L330	0.20
10/04/12	C. Schenk	Communications with CLA re investor interest, follow up with investor re potential conversion of loan to interest in ATP (.3); attention to new court filings (.2)	L100	L190	0.50
10/05/12	S. Higgins	Telephone call with A. Schwartz	L100	L190	0.40
10/05/12	S. Higgins	Telephone calls with C. Leedy	L100	L190	0.40
10/05/12	S. Higgins	Meet with C. Schenk	L100	L190	1.20
10/05/12	S. Higgins	Emails and meetings with M. Choi relative to SEC document production	L100	L190	1.20
10/05/12	B. Lamping	Meet with S. Higgins and C. Schenk re case strategy	L100	L190	0.80
10/05/12	B. Lamping	Telephone call with A. Schwartz re case strategy	L100	L190	1.20
10/05/12	C. Schenk	Telephone conference with A. Schwartz regarding documents and claims, follow up with H. Weber regarding document issues (2.4); communication with S. Welby re witness interview (.1); communication with J. Trog re witness interview (.1); communication with J. Muzzarelli about account issues (.2); communication with witness regarding investor claim and related documentation (.8); preliminary review of discovery requests in SEC matter (.2)	L100	L190	3.80

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 Page 3

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/05/12	H. Weber	Review file compiling copies of memoranda re conference call with W. Morris and re privilege issues per S. Higgins	L100	L140	0.30
10/08/12	S. Higgins	Address issues relating to ShareFile and C. Leedy	L100	L190	0.70
10/08/12	S. Higgins	Review documents relevant to ShareFile and M. Jacobs	L100	L140	1.40
10/08/12	S. Higgins	Telephone calls and emails with C. Hanaway relative to document production	L300	L310	0.60
10/08/12	S. Higgins	Discussions re interview D. Brown	L300	L330	0.70
10/08/12	B. Lamping	Meet with C. Schenk, S. Higgins, and M. Choi re case update	L100	L190	1.20
10/08/12	C. Schenk	Investigate issues pertaining to investor claim regarding conversion of loan interest into ATP, including ShareFile system of documents (.7); telephone conference with witness, D. Brown and S. Higgins, summarize notes (.6); meet with S. Higgins and B. Lamping to discuss recovery of data and follow up communications (.7); communications with S. Welby re witness interview, follow up with SEC and S. Higgins (.3); communications with C. Hanaway re ShareFile data (.3)	L100	L120	2.60
10/09/12	S. Higgins	Address ShareFile issues and telephone call to opposing counsel re same	L100	L190	0.90
10/09/12	S. Higgins	Meet with C. Schenk relative to document recovery and "turnover" issue	L100	L190	0.90
10/09/12	B. Lamping	Meet with S. Higgins re analysis of Acartha Group emails	L100	L190	0.20
10/09/12	C. Schenk	Continue research to obtain share file documents (.2); research files to review turn-over directions to M. Jacobs (.2); internal communications with S. Higgins and CTS (.1)	L100	L120	0.50
10/09/12	H. Weber	Review working file for copies of most recent balance statement for Integrien Acquisition II	L100	L140	0.30

Invoice

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December 4, 2012
 Invoice #2503125
 Page 4

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/10/12	S. Higgins	Telephone calls with C. Hanaway and L. Ottolini relative to ShareFile and supplemental production of documents, including privilege issues	L100	L190	0.30
10/10/12	S. Higgins	Review and send emails relative to discovery and privilege issues	L300	L310	0.30
10/10/12	S. Higgins	Preliminary discussion relative to ShareFile	L100	L190	0.50
10/10/12	J. Muzzarelli	Prepare for telephone conference with SEC	L100	L190	0.20
10/10/12	C. Schenk	Coordinate with S. Higgins and C. Hanaway to obtain ShareFile information (.6); review summary draft of history of information request to Jacobs against file (.3); telephone conference with L. Ottolini to discuss production and privilege issues, internal follow up (.3), review ██████████ communication (.1); discuss coordination for document review with A. Schwartz (.2)	L100	L190	1.50
10/11/12	S. Higgins	Discussions with A. Schwartz relative to discovery, depositions and related matters	L100	L190	0.40
10/11/12	S. Higgins	Coordinate review and analysis of data obtained from counsel for defendant	L300	L390	0.30
10/11/12	S. Higgins	Review and respond to emails from counsel for investors, opposing counsel and C. Schenk	L100	L190	0.30
10/11/12	B. Lamping	Prepare materials for meeting with D. Brown	L300	L330	0.30
10/11/12	C. Schenk	Telephone conference with S. Higgins and A. Schwartz re document and witness issues (.3); communication with ██████████ regarding witness interview (.1); communication with CLA re investor questions (.1)	L300	L310	0.50
10/12/12	S. Higgins	Review current discovery requests of SEC	L300	L310	0.30
10/12/12	S. Higgins	Coordinate IT review and organization of documents obtained from Morriss Holdings	L300	L390	0.60
10/12/12	B. Lamping	Meet with S. Higgins re preparation for meeting with D. Brown	L100	L190	0.40

Invoice

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December 4, 2012
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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/12/12	B. Lamping	Review hot documents re preparation for meeting with D. Brown	L100	L120	1.90
10/12/12	C. Schenk	Review claims information from counsel from [REDACTED] (.2); communications with J Trog for witness to plan for upcoming meeting and preliminary review of documents submitted (.2); review claims information from [REDACTED] and prepare draft letter to same, communications re sharepoint file (.3)	L100	L190	0.70
10/15/12	S. Higgins	Exchange emails with C. Schenk relative to claims by investors	L200	L210	0.40
10/15/12	C. Schenk	Revise letter to [REDACTED], review related materials sought by same	L100	L190	0.40
10/15/12	C. Schenk	Coordinate various witness interviews	L300	L330	0.20
10/16/12	B. Lamping	Prepare materials for meeting with [REDACTED]	L300	L330	4.80
10/16/12	J. Muzzarelli	Prepare copies of back-up documentation showing transfer from Acartha Group bank account to Morriss Holdings account for submission to insurance company	L100	L190	1.40
10/16/12	C. Schenk	Prepare for witness interview, coordinate internally and with SEC (.8), communications with S. Welby re upcoming witness interview (.1)	L300	L330	0.90
10/17/12	M. Darrough	Work on discussion topics for meeting with [REDACTED]	L300	L330	0.50
10/17/12	S. Higgins	Prepare for interview of D. Brown, to include review of relevant subscription agreements and "hot" document emails	L300	L330	1.30
10/17/12	S. Higgins	Prepare for interview of D. Brown, to include review of relevant subscription agreements and "hot" document emails	L300	L330	1.30
10/17/12	B. Lamping	Prepare for meeting with D. Brown	L100	L190	2.10
10/17/12	B. Lamping	Telephone call with C. Schenk re meeting with D. Brown	L100	L190	0.30
10/17/12	C. Schenk	Prepare for meeting with witness and counsel, outline topics, J. Trog, communications with SEC re issues for discussion	L100	L120	1.60

Invoice

Payment Due Upon Receipt

December 4, 2012
 Invoice #2503125
 Page 6

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/17/12	H. Weber	Prepare working binder of materials re agreements for Acartha Group, Acartha Technology Partners, MIC VII and Gryphon Investments in preparation for S. Higgins and C. Schenk's meeting with D. Brown	L100	L140	1.30
10/18/12	S. Higgins	Interview D. Brown	L100	L190	3.00
10/18/12	S. Higgins	Prepare for interview of D. Brown	L100	L190	1.20
10/18/12	B. Lamping	Meet with D. Brown	L100	L190	3.00
10/18/12	C. Schenk	Prepare for discussion with [REDACTED] and witness, review financial disclosure and select documents (.2); meet with same (3.0); follow up discussions regarding meeting and next steps (.3); preliminary review of follow up information provided by witness (.1); review of information re binder with promissory notes (.1)	L300	L330	3.70
10/18/12	H. Weber	Review working file for exhibit 61 to B. Zebarth's deposition and compile copies of same for attorney use at meeting with D. Brown	L100	L140	0.50
10/18/12	H. Weber	Review working file for copy of all notes receivable for all related parties per S. Higgins request	L100	L140	0.90
10/18/12	H. Weber	Communicate with C. Schenk re the notes receivables for all related parties and instructions re same	L100	L190	0.30
10/22/12	B. Lamping	Draft memorandum to file re meeting with D. Brown	L100	L190	1.00
10/22/12	B. Lamping	Review documents received from D. Brown	L300	L390	0.20
10/22/12	C. Schenk	Telephone conference with A. Schwartz regarding witness interviews and documentation (.4); review promissory notes and provide to same (.2); follow up regarding SEC requests for documents and shipment of same (.3); discuss documentation pertaining to Sarasin issues with H. Weber (.2)	L100	L190	1.10

Invoice

Payment Due Upon Receipt

December 4, 2012
 Invoice #2503125
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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/23/12	C. Schenk	Telephone conference with S. Welby and A. Schwartz regarding witness interview (.2); discuss document/financial analysis with J. Muzzarelli, review of same (.4); review documents to be provided to E. Sarasin, coordinate with H. Weber regarding request (.3)	L100	L190	0.90
10/24/12	S. Higgins	Emails with opposing counsel and Receiver relative to depositions and discovery	L300	L330	0.40
10/24/12	S. Higgins	Review correspondence from J. Olds and prepare emails re same to C. Reid and C. Schenk	L100	L190	0.30
10/24/12	S. Higgins	Review and revise supplemental memorandum relative to D. Brown	L100	L190	0.40
10/24/12	C. Schenk	Revise letter to [REDACTED] and materials to be provided to same (.3); telephone conference with A. Schwartz and communications regarding documents requested by SEC (.3); communication with S. Welby regarding witness interview and internal follow up (.2)	L100	L190	0.80
10/24/12	H. Weber	Review working file for Cirqit.com and Gryphon documents per C. Schenk's request	L100	L140	0.80
10/24/12	H. Weber	Draft letter to [REDACTED] re Integrien Acquisition II and enclosing documents re same	L100	L140	0.50
10/25/12	S. Higgins	Review account detail and prepare for meeting relative to fraudulent conveyance and clawback	L100	L190	0.40
10/25/12	S. Higgins	Meet with C. Schenk, J. Muzzarelli and K. Kraft relative to fraudulent conveyance strategies	L100	L190	2.00
10/25/12	K. Kraft	Communications with C. Schenk re fraudulent transfer actions (.2); review memo on fraudulent transfers in context of receivership (.4); conference call with J. Muzzarelli, S. Higgins, C. Schenk re fraudulent transfer actions (1.7)	L100	L110	2.30

Invoice

Payment Due Upon Receipt

December 4, 2012
 Invoice #2503125
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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/25/12	J. Muzzarelli	Review accounts held by Morriss Holdings to identify third party recipients of funds	L300	L390	2.50
10/25/12	C. Schenk	Telephone conference with K. Kraft to discuss legal issues re fraudulent conveyance case law (.2); review background research (.2) meet with S. Higgins and J. Muzzarelli to discuss various transfers from Morriss Holdings and next steps (2.0)	L100	L190	2.40
10/25/12	C. Schenk	Communications with A. Schwartz re witness and documents (.1); discuss depositions and litigation with S. Higgins (.1)	L100	L190	0.20
10/26/12	C. Schenk	Communications regarding witness interview with S. Welby and A. Schwartz	L100	L190	0.10
10/29/12	C. Schenk	Planning for witness interview	L300	L330	0.10
10/30/12	C. Schenk	Review correspondence from ██████████ and related records for potential response (.30); discussion with J. Trog re witness interview and related issues (.50)	L100	L190	0.80
10/31/12	C. Schenk	Review issues and coordinate response to ██████████ letter with H. Weber	L100	L190	0.30
				Total Hours:	79.30
SUBTOTAL FOR SERVICES					\$30,068.50
For Cash Outlays:					
For reproduction charges				\$10.56	
SUBTOTAL FOR CASH OUTLAYS					\$10.56

Invoice

Payment Due Upon Receipt

December 4, 2012
 Invoice #2503125
 Page 9

U.S. District Court Eastern District of Missouri

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
M. Darrough	0.50	\$400.00	\$200.00
S. Higgins	23.00	\$510.00	\$11,730.00
C. Schenk	25.90	\$430.00	\$11,137.00
Subtotal for Partner	49.40	\$466.94	\$23,067.00
K. Kraft	2.30	\$350.00	\$805.00
B. Lamping	17.40	\$260.00	\$4,524.00
Subtotal for Associate	19.70	\$270.51	\$5,329.00
J. Muzzarelli	4.10	\$155.00	\$635.50
H. Weber	6.10	\$170.00	\$1,037.00
Subtotal for Legal Assistant (paralegals and other legal support personnel)	10.20	\$163.97	\$1,672.50
Total All Classes	79.30	\$379.17	\$30,068.50

SUBTOTAL FOR SERVICES	\$30,068.50
LESS 15% DISCOUNT	-4,510.27
TOTAL FOR SERVICES	\$25,558.23
SUBTOTAL FOR CASH OUTLAYS	\$10.56
TOTAL AMOUNT DUE	\$25,568.79

Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

To: U.S. District Court Eastern District of Missouri, Thomas F. Eagleton Courthouse, 111 S. 10th Street, 3rd Floor, St. Louis, MO 63102

Firm Name: THOMPSON COBURN LLP

Firm Address: P.O. Box 18379M, St. Louis, Missouri 63195

Billing Attorney: 4260-Claire Schenk

Matter Name: Goodman Lawsuit

Invoice No.: 2503125
Invoice Date: 12/04/12

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	THIS BILL		CUMULATIVE TOTALS	
54464-104425	Hours	Amount	Hours	Amount
TOTAL LEGAL FEES:	79.30	\$25,558.23	715.00	\$204,147.91
TOTAL DISBURSEMENTS:		\$10.56		\$89.73
TOTAL LEGAL FEES & DISB:		\$25,568.79		\$204,237.64

ANALYSIS OF DISBURSEMENTS:

		THIS BILL		CUMULATIVE TOTALS	
Task Code	Task Description	Amount	Amount	Amount	Amount
102	For postage	\$0.00		\$5.70	
106	For reproduction charges	\$10.56		\$64.08	
108	For color reproduction charges	\$0.00		\$19.95	
TOTAL DISBURSEMENTS:		\$10.56		\$89.73	

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	THIS BILL			CUMULATIVE TOTALS		
<u>Partner</u>	Rate	Hours	Amount	Hours	Amount	Amount
Darrough, M	400.00	0.50	200.00	7.10	2,840.00	
Farrell, D	0.00	0.00	0.00	0.90	418.50	
Higgins, S	510.00	23.00	11,730.00	211.00	107,610.00	
Kelly, C	0.00	0.00	0.00	0.60	249.00	
Schenk, C	430.00	25.90	11,137.00	134.30	57,749.00	
TOTAL Partner:	466.94	49.40	\$23,067.00	353.90	\$168,866.50	

Associate

Kraft, K	350.00	2.30	805.00	30.90	10,815.00	
Lamping, B	260.00	17.40	4,524.00	124.30	32,318.00	
Mangian, D	0.00	0.00	0.00	3.50	840.00	
TOTAL Associate:	270.50	19.70	\$5,329.00	158.70	\$43,973.00	

Legal Assistant (paralegals and other legal support personnel)

Brooks, L	0.00	0.00	0.00	10.50	1,155.00	
Choi, M	0.00	0.00	0.00	2.20	484.00	
Muzzarelli, J	155.00	4.10	635.50	122.80	19,034.00	

Task Based Billing Summary
Law Firm Invoice

Matter Name: Goodman Lawsuit
C/M Firm No: 54464-104425

Page: 2

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	THIS BILL			CUMULATIVE TOTALS	
	Rate	Hours	Amount	Hours	Amount
Parrish, M	0.00	0.00	0.00	0.60	108.00
Schuette, A	0.00	0.00	0.00	28.80	3,168.00
Weber, H	170.00	6.10	1,037.00	37.50	6,375.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	163.97	10.20	\$1,672.50	202.40	\$30,324.00
Subtotal Legal Fees:		79.30	\$30,068.50	715.00	\$243,163.50
Less Discount:			-4,510.27		-39,015.59
TOTAL LEGAL FEES:			\$25,558.23		\$204,147.91

Task Based Billing Summary
Law Firm Invoice

Matter Name: Goodman Lawsuit
C/M Firm No: 54464-104425

Page: 3

ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
B50-Banruptcy: Creditor or Debtor					
B50.01	Case Administration (incl. strategy/client communications)	0.00	\$0.00	156.20	\$49,781.00
B50.02	Asset Analysis and Recovery	0.00	\$0.00	3.70	\$923.00
B50.05	Executory contract issues	0.00	\$0.00	1.60	\$688.00
TOTAL :		0.00	\$0.00	161.50	\$51,392.00
L01-Matter Open					
L110	Fact Investigation/Development	0.00	\$0.00	0.70	\$301.00
L120	Analysis/Strategy	0.00	\$0.00	2.40	\$1,200.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	3.10	\$1,501.00
L02-Pre-Suit or Pre-Answer Work					
L120	Analysis/Strategy	0.00	\$0.00	11.80	\$5,977.50
L120	Analysis/Strategy	0.00	\$0.00	2.60	\$1,151.00
L120	Analysis/Strategy	0.00	\$0.00	4.10	\$1,045.00
L120	Analysis/Strategy	0.00	\$0.00	16.80	\$7,498.00
L120	Analysis/Strategy	0.00	\$0.00	3.10	\$693.50
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$77.50
L120	Analysis/Strategy	0.00	\$0.00	2.30	\$718.50
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	41.20	\$17,161.00
L03-Initial Investigation and Experts					
L110	Fact Investigation/Development	0.00	\$0.00	34.40	\$13,494.00
L410	Fact Witnesses	0.00	\$0.00	3.20	\$1,632.00
L110	Fact Investigation/Development	0.00	\$0.00	0.90	\$234.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	27.70	\$11,585.00
L130	Experts/Consultants	0.00	\$0.00	1.60	\$688.00
L110	Fact Investigation/Development	2.30	\$805.00	2.30	\$805.00
TOTAL Case Assessment, Development and Administration:		2.30	\$805.00	70.10	\$28,438.00
L04-Initial Filings					
L210	Pleadings	0.40	\$204.00	27.70	\$12,884.50
L310	Written Discovery	0.50	\$215.00	0.50	\$215.00
TOTAL Discovery:		0.90	\$419.00	28.20	\$13,099.50
L05-Ongoing Reporting and Communication					
L05.110	Budgeting Work and Communications	0.00	\$0.00	0.90	\$387.00
L190	Other Case Assessment, Development	4.30	\$1,600.00	10.70	\$4,616.00

Task Based Billing Summary
Law Firm Invoice

Matter Name: Goodman Lawsuit
C/M Firm No: 54464-104425

Page: 4

ANALYSIS OF FEES BY FUNCTIONS:

		<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
	and Administration				
L190	Other Case Assessment, Development and Administration	1.20	\$612.00	1.60	\$716.00
L190	Other Case Assessment, Development and Administration	13.90	\$5,814.00	40.00	\$17,148.00
L190	Other Case Assessment, Development and Administration	22.60	\$8,942.00	55.10	\$19,490.00
	TOTAL Case Assessment, Development and Administration:	42.00	\$16,968.00	108.30	\$42,357.00
L06-Investigation/Discovery/Analysis					
L390	Other Discovery	0.00	\$0.00	19.80	\$8,738.00
L390	Other Discovery	3.60	\$898.50	46.30	\$8,328.00
L310	Written Discovery	0.90	\$459.00	0.90	\$459.00
L310	Written Discovery	0.00	\$0.00	1.10	\$286.00
L320	Document Production	0.00	\$0.00	0.10	\$51.00
L350	Discovery Motions	0.00	\$0.00	0.10	\$51.00
L310	Written Discovery	0.30	\$153.00	8.50	\$3,016.00
L310	Written Discovery	0.00	\$0.00	0.40	\$204.00
L320	Document Production	0.00	\$0.00	7.80	\$3,438.00
L390	Other Discovery	0.00	\$0.00	0.30	\$153.00
L330	Depositions	9.10	\$3,199.00	16.70	\$7,075.00
L330	Depositions	1.30	\$663.00	2.30	\$1,093.00
L330	Depositions	3.70	\$1,591.00	16.10	\$7,915.00
L330	Depositions	0.40	\$204.00	17.70	\$8,035.00
L120	Analysis/Strategy	0.00	\$0.00	3.60	\$1,036.00
L120	Analysis/Strategy	2.60	\$1,118.00	78.70	\$13,581.00
L120	Analysis/Strategy	2.10	\$903.00	8.00	\$2,899.00
L120	Analysis/Strategy	2.90	\$988.00	19.60	\$5,126.00
L140	Document/File Management	7.20	\$1,700.00	39.90	\$12,607.00
L140	Document/File Management	0.00	\$0.00	1.00	\$170.00
L140	Document/File Management	0.00	\$0.00	0.40	\$68.00
	TOTAL Case Assessment, Development and Administration:	34.10	\$11,876.50	289.30	\$84,329.00
L07-Motions and Hearings					
L250	Other Written Motions and Submissions	0.00	\$0.00	1.50	\$765.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.90	\$309.00
L250	Other Written Motions and Submissions	0.00	\$0.00	10.90	\$3,812.00
	TOTAL Pre-Trial Pleadings and Motions:	0.00	\$0.00	13.30	\$4,886.00
	Subtotal Legal Fees:	79.30	\$30,068.50	715.00	\$243,163.50

Task Based Billing Summary
Law Firm Invoice

Matter Name: Goodman Lawsuit
C/M Firm No: 54464-104425

Page: 5

ANALYSIS OF FEES BY FUNCTIONS:

	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
	<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
Less Discount		\$-4,510.27		-39,015.59
TOTAL LEGAL FEES 54464-104425		\$25,558.23		\$204,147.91



December 4, 2012

Direct Correspondence To:
One US Bank Plaza
St. Louis, Missouri 63101-1693
314-552-6000
AccountsReivable@ThompsonCoburn.com

U.S. District Court Eastern District of Missouri
Attn: Hon. Carol E. Jackson
Thomas F. Eagleton Courthouse
111 S. 10th Street
3rd Floor
St. Louis, Missouri 63102

EIN [REDACTED]

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT
PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 2503125 **\$25,568.79**

Please remit this copy with your check to:

Thompson Coburn LLP
P.O. Box 18379M
St. Louis, MO 63195

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Account Number: [REDACTED]

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P.O. Box 18379M
St. Louis, Missouri 63195

ACH Instructions:
Account Name: Thompson Coburn LLP
Bank: U.S. Bank
ABA/Routing Number: [REDACTED]
Account Number: [REDACTED]
Please reference invoice number(s).

Direct Correspondence To:
One US Bank Plaza
St. Louis, Missouri 63101-1693
314-552-6000
AccountsReivable@ThompsonCoburn.com

December 4, 2012
Invoice #2503126

U.S. District Court Eastern District of Missouri
Attn: Hon. Carol E Jackson
Thomas F. Eagleton Courthouse
111 S. 10th Street
3rd Floor
St. Louis, Missouri 63102

EIN [REDACTED]

For Legal Services Rendered in Connection With:

Morriss Holdings, LLC
TC File: 54464 / 105756

Date	Atty	Description	Phase	Task	Hours
10/02/12	B. Lamping	Prepare corporate disclosure statement	L200	L250	0.20
10/02/12	B. Lamping	Telephone call with C. Schenk re same	L100	L190	0.20
10/04/12	C. Schenk	Attention to details pertinent to disclosure of corporate interests statement, communications with CLA	L200	L210	0.40
10/05/12	C. Schenk	Communications with B. Lamping re corporate structure and disclosure statement	L100	L190	0.20
10/12/12	C. Schenk	Review new filings re withdrawal of D. Corwin, communications with S. Higgins re same	L100	L190	0.30

Total Hours: 1.30

SUBTOTAL FOR SERVICES

\$491.00

For Cash Outlays:

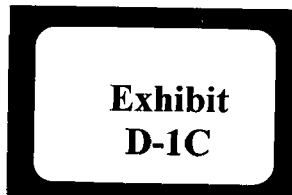
For reproduction charges

\$162.96

SUBTOTAL FOR CASH OUTLAYS

\$162.96

Invoice



Payment Due Upon Receipt

December 4, 2012
 Invoice #2503126
 Page 2

U.S. District Court Eastern District of Missouri

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
C. Schenk	0.90	\$430.00	\$387.00
Subtotal for Partner	0.90	\$430.00	\$387.00
B. Lamping	0.40	\$260.00	\$104.00
Subtotal for Associate	0.40	\$260.00	\$104.00
Total All Classes	1.30	\$377.69	\$491.00

SUBTOTAL FOR SERVICES	\$491.00
LESS 15% DISCOUNT	-73.65
TOTAL FOR SERVICES	\$417.35
SUBTOTAL FOR CASH OUTLAYS	\$162.96
TOTAL AMOUNT DUE	\$580.31

Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

To: U.S. District Court Eastern District of Missouri, Thomas F. Eagleton Courthouse, 111 S. 10th Street, 3rd Floor, St. Louis, MO 63102

Firm Name: THOMPSON COBURN LLP

Firm Address: P.O. Box 18379M, St. Louis, Missouri 63195

Billing Attorney: 4260-Claire Schenk

Matter Name: Morriss Holdings, LLC

Invoice No.: 2503126
Invoice Date: 12/04/12

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	THIS BILL		CUMULATIVE TOTALS	
	Hours	Amount	Hours	Amount
54464-105756				
TOTAL LEGAL FEES:	1.30	\$417.35	33.10	\$8,526.35
TOTAL DISBURSEMENTS:		\$162.96		\$162.96
TOTAL LEGAL FEES & DISB:		\$580.31		\$8,689.31

ANALYSIS OF DISBURSEMENTS:

		THIS BILL		CUMULATIVE TOTALS	
Task Code	Task Description	Amount	Amount	Amount	Amount
106	For reproduction charges	\$162.96	\$162.96	\$162.96	\$162.96
TOTAL DISBURSEMENTS:		\$162.96	\$162.96	\$162.96	\$162.96

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	THIS BILL			CUMULATIVE TOTALS	
	Rate	Hours	Amount	Hours	Amount
<u>Partner</u>					
Darrough, M	0.00	0.00	0.00	0.40	160.00
Higgins, S	0.00	0.00	0.00	5.60	2,856.00
Schenk, C	430.00	0.90	387.00	4.90	2,107.00
TOTAL Partner:	430.00	0.90	\$387.00	10.90	\$5,123.00
<u>Associate</u>					
Lamping, B	260.00	0.40	104.00	13.90	3,614.00
TOTAL Associate:	260.00	0.40	\$104.00	13.90	\$3,614.00
<u>Legal Assistant (paralegals and other legal support personnel)</u>					
Muzzarelli, J	0.00	0.00	0.00	7.80	1,209.00
Weber, H	0.00	0.00	0.00	0.50	85.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	0.00	0.00	\$0.00	8.30	\$1,294.00
Subtotal Legal Fees:		1.30	\$491.00	33.10	\$10,031.00
Less Discount:			-73.65		-1,504.65

Task Based Billing Summary
Law Firm Invoice

Matter Name: Morriss Holdings, LLC
C/M Firm No: 54464-105756

Page: 2

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
TOTAL LEGAL FEES:			<u>\$417.35</u>		<u>\$8,526.35</u>

Task Based Billing Summary
Law Firm Invoice

Matter Name: Morriss Holdings, LLC
C/M Firm No: 54464-105756

Page: 3

ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
L02-Pre-Suit or Pre-Answer Work					
L120	Analysis/Strategy	0.00	\$0.00	0.40	\$160.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	0.40	\$160.00
L03-Initial Investigation and Experts					
L110	Fact Investigation/Development	0.00	\$0.00	0.20	\$86.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	1.50	\$390.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	1.70	\$476.00
L04-Initial Filings					
L210	Pleadings	0.40	\$172.00	17.00	\$5,495.00
L210	Pleadings	0.00	\$0.00	4.00	\$730.00
	TOTAL Pre-Trial Pleadings and Motions:	0.40	\$172.00	21.00	\$6,225.00
L05-Ongoing Reporting and Communication					
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	1.90	\$769.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	0.60	\$258.00
L190	Other Case Assessment, Development and Administration	0.70	\$267.00	2.00	\$758.00
	TOTAL Case Assessment, Development and Administration:	0.70	\$267.00	4.50	\$1,785.00
L06-Investigation/Discovery/Analysis					
L310	Written Discovery	0.00	\$0.00	0.30	\$78.00
L120	Analysis/Strategy	0.00	\$0.00	2.20	\$527.00
L120	Analysis/Strategy	0.00	\$0.00	1.70	\$442.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	4.20	\$1,047.00
L07-Motions and Hearings					
L240	Dispositive Motions	0.00	\$0.00	1.10	\$286.00
L250	Other Written Motions and Submissions	0.20	\$52.00	0.20	\$52.00
	TOTAL Pre-Trial Pleadings and Motions:	0.20	\$52.00	1.30	\$338.00
Subtotal Legal Fees:		1.30	\$491.00	33.10	\$10,031.00
Less Discount			-\$73.65		-1,504.65
TOTAL LEGAL FEES 54464-105756			\$417.35		\$8,526.35



December 4, 2012

U.S. District Court Eastern District of Missouri
Attn: Hon. Carol E. Jackson
Thomas F. Eagleton Courthouse
111 S. 10th Street
3rd Floor
St. Louis, Missouri 63102

Direct Correspondence To:
One US Bank Plaza
St. Louis, Missouri 63101-1693
314-552-6000
AccountsReivable@ThompsonCoburn.com

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PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 2503126

\$580.31

Please remit this copy with your check to:

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P.O. Box 18379M
St. Louis, MO 63195

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 St. Louis, Missouri 63195

January 10, 2013
 Invoice #2508640

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 St. Louis, Missouri 63101-1693
 314-552-6000
 AccountsReivable@ThompsonCoburn.com

U.S. District Court Eastern District of Missouri
 Attn: Hon. Carol E Jackson
 Thomas F. Eagleton Courthouse
 111 S. 10th Street
 3rd Floor
 St. Louis, Missouri 63102

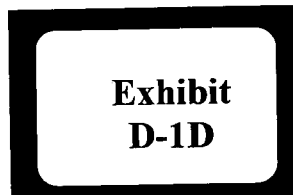
EIN [REDACTED]

For Legal Services Rendered in Connection With:

Acartha Group Receivership
 TC File: 54464 / 102286

Date	Atty	Description	Phase	Task	Hours
11/01/12	M. Darrough	Communication with receiver re coverage claim/correspondence with Zurich	B300	B310	0.20
11/01/12	K. Kraft	Communications with C. Schenk re claims bar date pleadings	B100	B110	0.10
11/01/12	C. Schenk	Research pertaining to claims bar date procedures, discuss same with K. Kraft (.4); attention to details pertaining to CGL policy and communications with M. Darrough re same (.2)	B100	B110	0.60
11/05/12	M. Choi	NO CHARGE Meet with S. Higgins and B. Lamping re latest data from SEC	B100	B110	0.50
11/05/12	M. Darrough	Prepare appeal letter to Zurich	B300	B310	0.40

Invoice



Payment Due Upon Receipt

January 10, 2013
 Invoice #2508640
 Page 2

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/05/12	C. Schenk	Review correspondence re tolling agreement, provide comments to B. Lamping concerning same (.1); review CLA resubmitted invoices for conformance to SEC guidelines (.8); communications with Segue (.2); telephone conference with ██████████ re assets and status of receivership matters (.4); review audit request pertaining to ██████████, follow up with H. Weber re same (.3)	B100	B110	1.80
11/06/12	M. Choi	NO CHARGE Meet with S. Higgins and B. Lamping re Sharefile data and search documents in preparation for depositions	B100	B110	1.00
11/06/12	B. Lamping	Meet with S. Higgins and M. Choi re receivership task list	B100	B110	2.00
11/06/12	C. Schenk	Telephone conference with M. Murray and A. Reagan to discuss billing systems and SFAR for third quarter (.5); multiple follow up calls with A. Reagan (.3); preliminary analysis of SFAR (.2); outline information needed for narrative summary for A. Reagan (.3)	B100	B110	1.30
11/06/12	H. Weber	Review working files for documents related to the Tervela Inc.'s notes payable to Tervela Acquisition III per C. Schenk's request	B300	B310	1.30
11/07/12	M. Darrough	Communications to D. Topol re Chubb's coverage position	B300	B310	0.20
11/07/12	M. Darrough	Review/revise letter to Zurich re appeal rights for coverage	B300	B310	0.40
11/07/12	S. Higgins	Continue to prepare summary analysis of claims	B100	B110	2.30
11/07/12	K. Kraft	Discussions with C. Schenk re claims bar date papers	B100	B110	0.30

Invoice

Payment Due Upon Receipt

January 10, 2013
 Invoice #2508640
 Page 3

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/07/12	C. Schenk	Review M. Darrough letter drafted re CGL payment and coverage issues, provide comments and follow up with J. Muzzarelli (.7); communications with M. Darrough re D and O policy (.2); communication with A. Schwartz re vendor issues (.2); review updated task list prepared by S. Higgins and prepare response re potential claims and other issues (.4); begin preparation of fourth interim Receiver's report (.8)	B100	B110	2.30
11/07/12	C. Schenk	Telephone conference with C. Seraspi re ██████ board call (.1); communications with ██████ re Cirqit issues (.2)	B200	B210	0.30
11/08/12	M. Darrough	Revise appeal letter to Zurich	B300	B310	0.40
11/08/12	S. Higgins	Continue work with CTS relative to analysis of documentary database review to identify claims to be asserted by the Receiver	B100	B110	0.60
11/08/12	S. Higgins	Meet with C. Schenk relative to summary analysis of claims, identification of claims to be asserted by Receiver and prioritization of claims	B100	B110	3.00
11/08/12	K. Kraft	Prepare bar date motion and accompanying papers for C. Schenk	B100	B110	2.80
11/08/12	B. Lamping	Review Receivership litigation task list and meet with S. Higgins re same	B100	B110	1.10
11/08/12	C. Schenk	Deposit CGL check into Parkside, review claims letters to Zurich	B100	B110	0.10
11/08/12	C. Schenk	Preliminary review of claims bar date motion	B100	B110	0.30
11/08/12	C. Schenk	Discuss Receivership affirmative claims with S. Higgins	B100	B110	1.90
11/09/12	C. Schenk	Review of draft of claims bar date papers	B100	B110	0.60
11/12/12	S. Higgins	Continue to draft complaint against D. Brown	B100	B110	1.10
11/12/12	S. Higgins	Revise letter to J. Olds	B100	B110	0.20
11/12/12	S. Higgins	Email to C. Schenk re J. Olds	B100	B110	0.10
11/12/12	C. Schenk	Discuss Tervela audit request with H. Weber and research file to share documents with same	B100	B110	0.30

Invoice

Payment Due Upon Receipt

January 10, 2013
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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/12/12	C. Schenk	Attention to details of J. Wehrle request for Cirqit documents and discuss same with H. Weber	B100	B110	0.20
11/12/12	C. Schenk	Review and revise letter to investor requesting information pertaining to Librato	B100	B110	0.20
11/12/12	C. Schenk	Attention to details pertaining to CSC and statutory representation for various concerns; discuss same with C. Reid	B100	B110	0.40
11/12/12	H. Weber	Communicate with C. Schenk re J. Wehrle's request for additional Cirqit documents and instructions re same	B300	B310	0.40
11/13/12	M. Darrough	Telephone call from D. Topol re Chubb action	B300	B310	0.40
11/13/12	M. Darrough	Pull Chubb interpleader action and review/analyze same	B300	B310	0.40
11/13/12	C. Kelly	Review and forward multiple motions to sell and compromise to receiver with report on same	B100	B110	0.50
11/13/12	C. Reid	Correspond with client re CSC registered agent issue	B100	B110	0.50
11/13/12	C. Schenk	Communications with J. Wehrle, Segue and C. Reid about capital call and related investor communications; preliminary review of information prepared by J. Wehrle re capital call	B100	B110	0.50
11/13/12	C. Schenk	Preliminary review of pleading filed by Federal Insurance and communications with M. Darrough re same	B100	B110	0.30
11/14/12	B. Burke	Reviewed policy, interpleader, and court order re defense costs in order to analyze coverage under D&O policy	B100	B110	0.70
11/14/12	M. Darrough	Work on strategy issues re Chubb's interpleader action	B300	B310	0.40
11/14/12	S. Higgins	Review and analyze receivership order in light of interpleader complaint, D&O Policy and coordinate research re same	B100	B110	1.10
11/14/12	S. Higgins	Discussions with M. Darrough relative to legal responses to interpleader complaint and tasks and strategies	B100	B110	0.60

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/14/12	S. Higgins	Review and analyze interpleader complaint, correspondence and D&O policy	B100	B110	1.30
11/14/12	S. Higgins	Create timeline on insurance issues in context of correspondence, emails, court filings and other communications	B100	B110	1.10
11/14/12	S. Higgins	Telephone conference with C. Hanaway relative to insurance issues	B100	B110	0.30
11/14/12	B. Lamping	Meet with S. Higgins re case update	B100	B110	0.40
11/14/12	C. Reid	Revise Cirqit informational letter to investors	B100	B110	0.90
11/14/12	C. Schenk	Communications with J. Wehrle re Cirqit capital call and communication of information to investors	B100	B110	0.20
11/14/12	C. Schenk	Telephone conference with C. Reid and review of information prepared by same	B100	B110	0.20
11/14/12	C. Schenk	Follow up with Segue re potential NDA issues and concerns	B100	B110	0.30
11/15/12	S. Higgins	Update status report and outline insurance issues	B100	B110	0.40
11/15/12	C. Schenk	Edit and revise investor communication pertaining to Cirqit capital call (.4); communications with A. Reagan re investor inquiry (.1)	B200	B210	0.50
11/15/12	C. Schenk	Communications with S. Higgins re D&O policy issues	B100	B110	0.10
11/16/12	M. Choi	NO CHARGE Analyze and design document searches per B. Lamping	B100	B110	0.30
11/16/12	S. Higgins	Coordinate meeting with C. Hanaway relative to insurance issues	B100	B110	0.20
11/17/12	C. Schenk	Communication with Tervela re next capital call (.1); review B. Aldrich summary of board meeting (.1)	B200	B210	0.20
11/18/12	B. Burke	NO CHARGE Research re judicial treatment of insured persons and corporate entities with competing claims under D&O policy	B100	B110	2.20
11/19/12	M. Darrough	Strategy meeting re resolution of insurance claims	B300	B310	0.70
11/19/12	S. Higgins	Preparation of memorandum and analysis of interpleader action and coverage issues	B100	B110	2.80

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/19/12	S. Higgins	NO CHARGE Conference with B. Burke relative to research on coverage issues	B100	B110	0.20
11/19/12	S. Higgins	Meet with M. Darrough and C. Schenk relative to strategies and next steps in interpleader litigation	B100	B110	0.20
11/19/12	B. Lamping	Review legal bills submitted by law firms to Acartha re insurance policy dispute	B100	B110	1.70
11/19/12	B. Lamping	Meet with S. Higgins re meeting with C. Hanaway on insurance policy dispute	B100	B110	0.60
11/19/12	D. Mangian	Draft memorandum re [REDACTED] for M. Darrough	B100	B110	1.80
11/19/12	C. Schenk	Follow up re [REDACTED] capital raise with [REDACTED], C. Reid and Segue (.3); telephone conference with B. Aldrich re [REDACTED] board call, follow up review of summary report (.4); organize investor communications re [REDACTED] conference call, edit investor communication (.4); follow up on investor inquiry re interest in ATP (.4); review [REDACTED] communication re stock options and follow up with C. Reid (.2)	B200	B210	1.70
11/19/12	C. Schenk	Meet with S. Higgins and M. Darrough to discuss interpleader proceeding and D and O issues (1.4); review tax documents relative to TAC III for follow up re penalty concern (.3); review stay provision in order, communications with S. Higgins re stay provision in receivership order (.4); draft letter to Chubb re same (.4); review research prepared by D. Mangian re [REDACTED], follow up communication with S. Higgins (.3); update investor website (.2); discuss service waiver request (.2); review Parkside account information and monthly statements (.3)	B100	B110	3.50
11/20/12	S. Higgins	Prepare for and meet with C. Hanaway relative to coverage issues	B100	B110	2.30

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/20/12	S. Higgins	Meet with B. Lamping and coordinate data record search relative to fees incurred by other Acartha counsel	B100	B110	0.40
11/20/12	S. Higgins	Discussions with M. Darrough relative to coverage issues	B100	B110	0.30
11/20/12	B. Lamping	Telephone call with C. Schenk re update on receivership proceeding	B100	B110	0.20
11/20/12	C. Reid	Conference call with Tervela representative re financing status	B100	B110	0.50
11/20/12	C. Schenk	Prepare for meeting with S. Higgins and C. Hanaway to discuss D and O policy issues, meet with same	B100	B110	2.20
11/20/12	C. Schenk	Review TAC III Utah tax issues with T. O'Shaughnessy (.3); telephone conference with [REDACTED] re [REDACTED] capital call, follow up discussion with C. Reid re information disclosure and attention to related details (1.0); plan for Cirqit conference call (.2)	B200	B210	1.50
11/21/12	M. Darrough	Work on letter to Chubb's counsel re service of interpleader actions	B300	B310	0.40
11/21/12	C. Kelly	Review motion for relief from stay and prepare report for receiver	B100	B110	0.70
11/21/12	C. Schenk	Review letter to counsel for Chubb for edits (.4); discussions with M. Darrough pertaining to same (.5)	B100	B110	0.90
11/21/12	C. Schenk	Communications with C. Reid re Librato option plan (.1); communications with CLA re Utah tax issue (.1)	B200	B210	0.20
11/26/12	M. Choi	NO CHARGE Telephone conference with Intuit re QuickBook data	B100	B110	0.50
11/26/12	K. Kraft	Discussions with C. Schenk re claim bar date papers	B100	B110	0.30
11/26/12	B. Lamping	NO CHARGE Telephone call with C. Schenk re second fee application	B100	B110	0.20
11/26/12	B. Lamping	NO CHARGE Meet with S. Higgins re second fee application	B100	B110	0.30
11/26/12	D. Mangian	NO CHARGE Draft notice of no objection to second fee application	B100	B120	0.80

Invoice

Payment Due Upon Receipt

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/26/12	C. Schenk	Review filings in bankruptcy matter relating to disposition of assets and motion filed by Pulaski bank, communications with C. Kelly (.3); review, revise and edit claims bar date procedures and related exhibits (2.2)	B100	B110	2.50
11/26/12	C. Schenk	Investor call involving Cirqit (1.4); follow up call with J. Wehrle re mechanics of capital call (.5); follow up with C. Reid re investor allocation issues (.2); telephone conference with A. Reagan re investor issues (.1); attention to CSC payment issues (.1); attention to details of investor communications re Librato final close (.2)	B200	B210	2.50
11/27/12	M. Choi	NO CHARGE Search for financial and investor documentation per S. Higgins	B100	B110	0.30
11/27/12	K. Kraft	Begin revising claim bar date papers	B100	B110	0.70
11/27/12	D. Mangian	NO CHARGE Telephone call with C. Schenk re second interim fee application	B100	B120	0.40
11/27/12	D. Mangian	NO CHARGE Revise proposed order for second fee application	B100	B120	1.70
11/27/12	D. Mangian	NO CHARGE Revise third fee application to conform with revisions to proposed order on second interim fee application	B100	B120	0.90
11/27/12	C. Schenk	Prepare notice of no objection for submission to the court re billings of service providers	B100	B110	0.70
11/27/12	C. Schenk	Communications with L. Ottolini re Cirqit call (.2); communications with J. Wehrle re capital call and investor participation (.3); communications with A. Reagan re close of Librato capital call (.2); review IRS notices re foreign partners, ask CLA to handle (.3)	B200	B210	1.00
11/28/12	M. Darrough	Communication with Crane Agency re directors and officers liability coverage	B300	B310	0.20

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Payment Due Upon Receipt

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/28/12	K. Kraft	Research re methods, modes of publication in other receivership proceedings in E.D. Mo., S.D.N.Y. (1.0); communications with H. Weber re pricing for publication of bar date notice (.5); continue revising claim bar date papers (4.0); draft correspondence to C. Schenk re bar date papers (.3)	B100	B110	5.80
11/28/12	D. Mangian	NO CHARGE Continue working on revisions to third interim fee application	B100	B120	0.50
11/28/12	C. Schenk	Attention to creditor claims, DISH (.2); attention to vendor payments (.3); review bank accounts and updated SFAR for third quarter (.2); prepare for next Receiver's report (.7)	B100	B110	1.40
11/28/12	C. Schenk	Revise and edit shareholder communication re close of Librato round, communications with Segue re same (.3); communication with C. Reid re option plan for Librato (.1); review J. Wehrle comments re Librato investment for possible investor communication (.2)	B200	B210	0.60
11/28/12	H. Weber	Communicate with K. Kraft re newspaper publications in St. Louis and the New Jersey, New York area and gathering information about publishing a notice of a claims bar date	B300	B310	0.30
11/29/12	S. Higgins	Review Pulaski motion for relief from stay	B100	B110	0.20
11/29/12	S. Higgins	Review of database searches and search criteria in connection with preparation of status summary	B100	B110	0.80
11/29/12	S. Higgins	Emails to and from opposing counsel relative to Chubb	B100	B110	0.20
11/29/12	S. Higgins	Telephone call to M. Darrough relative to Chubb status	B100	B110	0.10
11/29/12	K. Kraft	Review and revise fee application and proposed order (3.0); discussions and correspondence with C. Schenk re bar date papers (.7)	B100	B110	3.70

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/29/12	C. Schenk	Communications with S. Higgins re Pulaski filing and related matters (.3); review of SFAR and summary attachments re obligated funds (.5); attention to details re Zurich payment and follow up with M. Darrough (.2); review and analysis of claims bar date procedures, edits to same, prepare summary of key points to K. Kraft and follow up discussions with same (2.8); discuss placement of publication (.2)	B100	B110	4.00
11/29/12	C. Schenk	Review of investor response to Librato capital call, communications with Segue and [REDACTED] re same	B200	B210	0.40
11/29/12	H. Weber	Communicate with St. Louis Post-Dispatch, St. Louis Business Journal, New York Times, Wall Street Journal and Financial Times re pricing information and advertising information for possible running a legal notice per K. Kraft's request	B300	B310	1.80
11/30/12	C. Kelly	Review and forward to receiver pleadings relating to sale of estate assets	B100	B110	0.40
11/30/12	K. Kraft	Revise bar date papers (1.8); research re publications in New Jersey (.2); discussions with C. Schenk re bar date papers (.3)	B100	B110	2.30
11/30/12	C. Schenk	Continue to discuss, edit and revise claims bar date procedures	B100	B110	0.70
11/30/12	H. Weber	Communicate with New York Daily News, the Star Ledger and the Business News New Jersey re pricing information and advertising information for possible running a legal notice per K. Kraft's request	B300	B310	1.00

Total Hours: 102.70

SUBTOTAL FOR SERVICES

\$39,916.00

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U.S. District Court Eastern District of Missouri

For Cash Outlays:

11/26/12	For local courier service by Absolute Delivery Service LLC to Parkside Financial Bank & Trust at 8112 Maryland on November 8, 2012.	\$11.20	
11/30/12	NO CHARGE For database management services for November, 2012	\$1,032.50	
11/30/12	NO CHARGE For document management services related to incoming and outgoing production for November, 2012	\$122.50	
	For reproduction charges	\$192.40	
	For color reproduction charges	\$117.18	
SUBTOTAL FOR CASH OUTLAYS			\$1,475.78

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
M. Darrough	4.10	\$400.00	\$1,640.00
S. Higgins	19.80	\$510.00	\$10,098.00
C. Kelly	1.60	\$415.00	\$664.00
C. Reid	1.90	\$455.00	\$864.50
C. Schenk	36.40	\$430.00	\$15,652.00
Subtotal for Partner	63.80	\$453.27	\$28,918.50
B. Burke	2.90	\$295.00	\$855.50
K. Kraft	16.00	\$350.00	\$5,600.00
B. Lamping	6.50	\$260.00	\$1,690.00
D. Mangian	6.10	\$240.00	\$1,464.00
Subtotal for Associate	31.50	\$305.06	\$9,609.50
M. Choi	2.60	\$220.00	\$572.00
H. Weber	4.80	\$170.00	\$816.00
Subtotal for Legal Assistant (paralegals and other legal support personnel)	7.40	\$187.57	\$1,388.00
Total All Classes	102.70	\$388.67	\$39,916.00

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U.S. District Court Eastern District of Missouri

SUBTOTAL FOR SERVICES	\$39,916.00
LESS NO CHARGE ENTRIES	-2,485.00
LESS 15% DISCOUNT	-5,614.65
TOTAL FOR SERVICES	\$31,816.35
SUBTOTAL FOR CASH OUTLAYS	\$1,475.78
LESS NO CHARGE ENTRIES	-1,155.00
TOTAL FOR CASH OUTLAYS	\$320.78
TOTAL AMOUNT DUE	\$32,137.13

Invoice

Payment Due Upon Receipt

**Task Based Billing Summary
Law Firm Invoice**

To: U.S. District Court Eastern District of Missouri, Thomas F. Eagleton Courthouse, 111 S. 10th Street, 3rd Floor, St. Louis, MO 63102

Firm Name: THOMPSON COBURN LLP

Firm Address: P.O. Box 18379M, St. Louis, Missouri 63195

Billing Attorney: 4260-Claire Schenk

Matter Name: Acartha Group Receivership

Invoice No.: 2508640
Invoice Date: 01/10/13

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
	Hours	Amount	Hours	Amount
54464-102286				
TOTAL LEGAL FEES:	102.70	\$31,816.35	2,251.70	\$647,174.82
TOTAL DISBURSEMENTS:		\$320.78		\$24,310.21
TOTAL LEGAL FEES & DISB:		\$32,137.13		\$671,485.03

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>	<u>CUMULATIVE TOTALS</u>
		Amount	Amount
102	For postage	\$0.00	\$495.68
106	For reproduction charges	\$192.40	\$2,665.12
107	For outside copy charge	\$0.00	\$422.22
108	For color reproduction charges	\$117.18	\$273.84
109	For overnight delivery service	\$0.00	\$3,284.82
117	For oversize copies	\$0.00	\$48.75
127	For local courier service	\$11.20	\$433.13
150	For on-line docket review	\$0.00	\$24.68
300	Messenger services to file or obtain documents in court	\$0.00	\$15.00
307	For local cab charges	\$0.00	\$41.64
327	For expenses	\$0.00	\$9.99
367	For meal expenses	\$0.00	\$665.75
375	For hard drives	\$0.00	\$138.87
383	For travel expenses	\$0.00	\$4,037.32
402	For airfare	\$0.00	\$3,284.40
410	For certified copies	\$0.00	\$3,924.00
419	For court costs	\$0.00	\$66.00
422	For filing fees	\$0.00	\$4,459.00
435	For publication costs	\$0.00	\$20.00
TOTAL DISBURSEMENTS:		\$320.78	\$24,310.21

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
<u>Partner</u>	Rate	Hours	Amount	Hours	Amount

Task Based Billing Summary
Law Firm Invoice

Matter Name: Acartha Group Receivership
C/M Firm No: 54464-102286

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ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount
Buchholz, E	0.00	0.00	0.00	3.10	1,581.00
Darrough, M	400.00	4.10	1,640.00	104.90	41,680.00
Farrell, D	0.00	0.00	0.00	0.60	279.00
Higgins, S	510.00	19.80	10,098.00	264.70	134,997.00
Kelly, C	415.00	1.60	664.00	124.80	51,792.00
Levin, H	0.00	0.00	0.00	71.90	36,669.00
Litz, T	0.00	0.00	0.00	6.00	3,060.00
Reid, C	455.00	1.90	864.50	79.90	36,354.50
Schenk, C	430.00	36.40	15,652.00	770.70	331,401.00
TOTAL Partner:	453.26	63.80	\$28,918.50	1,426.60	\$637,813.50
<u>Associate</u>					
Burke, B	295.00	2.90	855.50	2.90	855.50
Carnie, Jr., K	0.00	0.00	0.00	29.90	7,774.00
Kraft, K	350.00	16.00	5,600.00	255.50	89,425.00
Lamping, B	260.00	6.50	1,690.00	78.50	20,410.00
Mangian, D	240.00	6.10	1,464.00	45.10	10,824.00
Patterson, G	0.00	0.00	0.00	0.90	256.50
Trame, B	0.00	0.00	0.00	0.50	120.00
TOTAL Associate:	305.06	31.50	\$9,609.50	413.30	\$129,665.00
<u>Legal Assistant (paralegals and other legal support personnel)</u>					
Bedard, J	0.00	0.00	0.00	2.00	330.00
Brooks, L	0.00	0.00	0.00	26.60	2,926.00
Choi, M	220.00	2.60	572.00	52.80	11,616.00
Hearing, R	0.00	0.00	0.00	6.30	661.50
Hundley, E	0.00	0.00	0.00	59.10	10,933.50
Kennedy, G	0.00	0.00	0.00	15.00	2,925.00
Kraus, A	0.00	0.00	0.00	1.90	209.00
Landgraf, E	0.00	0.00	0.00	2.50	475.00
Light, L	0.00	0.00	0.00	0.20	39.00
Loveless, D	0.00	0.00	0.00	39.30	6,681.00
Muzzarelli, J	0.00	0.00	0.00	11.00	1,705.00
Parrish, M	0.00	0.00	0.00	1.20	216.00
Schuetz, A	0.00	0.00	0.00	57.10	6,281.00
Weber, H	170.00	4.80	816.00	133.80	22,746.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	187.56	7.40	\$1,388.00	408.80	\$67,744.00
Subtotal Legal Fees:		102.70	\$39,916.00	2,248.70	\$835,222.50
Less Discount:			-8,099.65		-188,047.68

Task Based Billing Summary
Law Firm Invoice

Matter Name: Acartha Group Receivership
C/M Firm No: 54464-102286

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ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
TOTAL LEGAL FEES:			<u>\$31,816.35</u>		<u>\$647,174.82</u>

Task Based Billing Summary
Law Firm Invoice

Matter Name: Acartha Group Receivership
C/M Firm No: 54464-102286

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ANALYSIS OF FEES BY FUNCTIONS:

		<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
B-Financial Restructuring-Bankruptcy					
B10	Project administration(billable)	0.00	\$0.00	4.90	\$2,107.00
	TOTAL :	0.00	\$0.00	4.90	\$2,107.00
B50-Banruptcy: Creditor or Debtor					
B110	Case Administration	80.60	\$32,601.00	1,687.40	\$621,907.00
B120	Asset Analysis and Recovery	4.30	\$1,032.00	83.50	\$28,893.00
B130	Asset Disposition	0.00	\$0.00	83.90	\$21,662.00
B210	Business Operations	8.90	\$3,827.00	335.00	\$139,296.50
B310	Claims Administration and Objections	8.90	\$2,456.00	57.00	\$21,357.00
	TOTAL Claims and Plan:	102.70	\$39,916.00	2,246.80	\$833,115.50
	Subtotal Legal Fees:	102.70	\$39,916.00	2,251.70	\$835,222.50
	Less Discount		\$-8,099.65		-188,047.68
	TOTAL LEGAL FEES 54464-102286		\$31,816.35		\$647,174.82



January 10, 2013

Direct Correspondence To:
One US Bank Plaza
St. Louis, Missouri 63101-1693
314-552-6000
AccountsReivable@ThompsonCoburn.com

U.S. District Court Eastern District of Missouri
Attn: Hon. Carol E. Jackson
Thomas F. Eagleton Courthouse
111 S. 10th Street
3rd Floor
St. Louis, Missouri 63102

EIN [REDACTED]

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT
PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 2508640

\$32,137.13

Please remit this copy with your check to:

Thompson Coburn LLP
P.O. Box 18379M
St. Louis, MO 63195

ACH Instructions:

Account Name: Thompson Coburn LLP
Bank: U.S. Bank
ABA/Routing Number: [REDACTED]
Account Number: [REDACTED]

Please reference invoice number(s) with ACH or send an e-mail with the information to

AccountsReivable@ThompsonCoburn.com

FOR WIRE TRANSFER INSTRUCTIONS PLEASE CONTACT

AccountsReivable@ThompsonCoburn.com



January 10, 2013
Invoice #2508653

U.S. District Court Eastern District of Missouri
Attn: Hon. Carol E Jackson
Thomas F. Eagleton Courthouse
111 S. 10th Street
3rd Floor
St. Louis, Missouri 63102

Remit To:
P.O. Box 18379M
St. Louis, Missouri 63195

ACH Instructions:
Account Name: Thompson Coburn LLP
Bank: U.S. Bank
ABA/Routing Number: [REDACTED]
Account Number: [REDACTED]
Please reference invoice number(s).

Direct Correspondence To:
One US Bank Plaza
St. Louis, Missouri 63101-1693
314-552-6000
AccountsReivable@ThompsonCoburn.com

EIN [REDACTED]

For Legal Services Rendered in Connection With:

Goodman Lawsuit
TC File: 54464 / 104425

Date	Atty	Description	Phase	Task	Hours
11/01/12	S. Higgins	Review and respond to emails relative to tolling agreements with claimants and status of claims	L200	L210	0.30
11/01/12	B. Lamping	Meet with S. Higgins re status of tolling agreements	L100	L190	0.30
11/02/12	S. Higgins	Follow up emails and discuss tolling agreement issues with B. Lamping	L100	L140	0.40
11/02/12	S. Higgins	Follow up emails with opposing counsel relative to depositions and discovery	L300	L330	0.20
11/02/12	B. Lamping	Work on tolling agreement letters	L100	L190	0.70
11/05/12	S. Higgins	Review and analyze additional data provided by Morriss Holdings	L300	L390	3.20
11/05/12	S. Higgins	Begin analysis of case strategies in conjunction with status report	L300	L390	0.60
11/05/12	B. Lamping	Meet with S. Higgins re case update	L100	L190	0.30
11/06/12	S. Higgins	Continue analysis of new data in coordination with M. Choi and B. Lamping to support analysis of claims held by Receiver	L300	L390	5.20

Invoice

Exhibit
D-1E

Payment Due Upon Receipt

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/06/12	K. Kraft	Research re time component of insider status for purposes of Missouri UFTA provisions (1.0); research re effect of bankruptcy of trust property, revocable vs. irrevocable trust (.3)	L100	L110	1.30
11/06/12	B. Lamping	Review documents for financial statements prepared by Holtz Rubenstein	L100	L120	1.00
11/07/12	S. Higgins	Continue to prepare summary analysis of asserted and prospective claims against the Receiver	L100	L140	2.30
11/07/12	S. Higgins	Work with CTS to expand documentary database review to identify defenses for claims to be asserted by the Receiver	L300	L390	1.00
11/07/12	K. Kraft	Continue research re time component of insider status for purposes of Missouri UFTA provisions (.3); continue research re effect of bankruptcy of trust property, revocable vs. irrevocable trust (.5); begin preparing summary memorandum on UFTA claims based on facts given in conference call with J. Muzzarelli, C. Schenk and S. Higgins (1.4)	L100	L110	2.20
11/07/12	B. Lamping	Review documents received from the SEC	L100	L120	0.30
11/07/12	C. Schenk	Communications with A. Schwartz and ██████████ re witness interview (.1); research issues pertaining to Sarasin claims, follow up with proposed communication to same (1.0); update letter re potential investor claim and review related issues(.6); communications with S. Higgins re document issues and access to same (.2)	L100	L190	1.90
11/07/12	H. Weber	Review working files for copies of financial statements that Brown Smith Wallace and Holtz Rubenstein prepared for any of the Acartha entities for 2007/2008 and 2009/2010 per S. Higgins request	L100	L140	1.90

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/08/12	S. Higgins	Meet with C. Schenk relative to summary analysis of claims, identification of claims to be defended by Receiver and prioritization and identification of facts to be developed in defense of such claims	L400	L440	3.00
11/08/12	S. Higgins	Continue work with CTS relative to analysis of documentary database review to identify defenses of claims currently or likely to be asserted against the Receiver	L300	L390	0.60
11/08/12	C. Reid	Conference with S. Higgins and C. Schenk re single-purpose entity claims (1.9); review Integrien background material (.5)	L100	L190	2.40
11/08/12	C. Schenk	Communications with A. Schwartz re witness interview	L100	L190	0.10
11/08/12	C. Schenk	Meet with S. Higgins to discuss claim of E. Sarasin and other claims involving receivership entities	L100	L190	2.20
11/08/12	C. Schenk	Meet with C. Reid and S. Higgins to discuss corporate implications of E. Sarasin claims and related issues	L100	L190	1.70
11/08/12	C. Schenk	Follow up with T. O'Shaughnessy to gather relevant financial data, research documents re information relevant to carried interest issues	L100	L190	0.90
11/09/12	K. Kraft	Complete research re insider status and trust as property of the estate, draft email memorandum to C. Schenk and S. Higgins re research results	L100	L110	2.20
11/12/12	J. Hellmich	Report to C. Reid re research on fiduciary duties of LLC manager	L100	L190	0.30
11/12/12	J. Hellmich	Research re fiduciary duties of an LLC manager in Delaware	L100	L110	1.40
11/12/12	S. Higgins	Discussion with A. Schwartz relative to discovery issues	L300	L310	0.90
11/12/12	S. Higgins	Continue to work with CTS relative to document loading and analysis, particularly as to key search terms	L300	L310	1.10
11/12/12	S. Higgins	Emails to and from A. Schwartz relative to discovery	L300	L310	0.40
11/12/12	S. Higgins	Review and revise letter to [REDACTED]	L100	L190	0.40

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/12/12	S. Higgins	Review and respond to email and analysis from C. Reid relative to SPV's	L100	L190	0.40
11/12/12	S. Higgins	Review ██████████ claim letter	L100	L190	0.10
11/12/12	S. Higgins	Review Integrien "waterfall"	L100	L190	0.30
11/12/12	C. Reid	Draft analysis of Integrien Acquisition II carried interest claim	L100	L110	1.50
11/12/12	C. Schenk	Attention to matters pertaining to QuickBooks; follow up with M. Choi and Segue	L100	L190	0.20
11/12/12	C. Schenk	Telephone conference with A. Schwartz and S. Higgins to discuss status of litigative issues and other matters pertaining to Receivership	L100	L190	0.60
11/12/12	C. Schenk	Telephone conference with S. Higgins re investor claim pertaining to Integrien; review information provided by C. Reid and other accounting background information; revise and comment upon letter to ██████████	L100	L190	0.90
11/13/12	J. Hellmich	Research re fiduciary duties of LLC manager in Delaware	L100	L110	1.90
11/13/12	S. Higgins	Continue research and analysis of financial issues, including financial spread sheets relative to investments and payables	L300	L390	2.20
11/14/12	S. Higgins	Discussion with C. Hanaway relative to discovery issues	L300	L390	0.10
11/14/12	B. Lamping	Draft email to M. Choi re status of document searches	L100	L190	0.10
11/14/12	H. Weber	Review file compiling copies of D&O policy, the courts memorandum and order re the D&O policy and the complaint filed by Chubb for attorney review/analysis per S. Higgins	L100	L140	0.50
11/14/12	H. Weber	Reorganize electronic files for attorney use	L100	L140	0.90
11/15/12	J. Hellmich	Report to C. Reid re research of fiduciary duties of LLC managers in Delaware	L100	L190	0.10
11/15/12	S. Higgins	Finalize letter to ██████████	L100	L190	0.30
11/15/12	S. Higgins	Update discussion with B. Lamping relative to data research	L100	L110	0.20

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/15/12	S. Higgins	Review exchange of emails between SEC and defendants counsel relative to discovery	L300	L390	0.20
11/15/12	S. Higgins	Review plaintiffs' response to request for production	L300	L390	0.20
11/15/12	B. Lamping	Meet with S. Higgins re case update	L100	L190	0.20
11/16/12	B. Burke	Review insurance policy and conduct research re insurance coverage implications	L100	L120	0.90
11/16/12	S. Higgins	Transcribe notes of interview with D. Brown and organize memorandum of interview	L100	L140	2.20
11/19/12	B. Burke	Analyze insurance coverage implications of potential settlement and effect of receivership on insurance proceeds	L100	L120	1.20
11/20/12	S. Higgins	Telephone call from [REDACTED] relative to claim against Receiver	L100	L190	0.30
11/20/12	S. Higgins	Review order of appointment of Receiver in context of interpleader action	L100	L140	0.30
11/20/12	S. Higgins	Exchange emails and telephone calls with M. Darrough and C. Schenk relative to necessity of lifting stay to assert interpleader action against receiver	L100	L140	0.20
11/20/12	C. Schenk	Review investor summary to respond to investor claim of interest in ATP, discussions with Segue re response and related investor communications	L100	L120	0.40
11/21/12	C. Schenk	Communication with investor re claimed interest in ATP (.3); communication with S. Higgins re E. Sarasin claims to Integrien funds (.3)	L100	L190	0.60
11/26/12	S. Higgins	Review and analysis of Integrien acquisition documents in preparation for interview of E. Sarasin	L100	L110	2.20
11/26/12	S. Higgins	Meet with C. Reid relative to analysis of Integrien financial records	L100	L110	1.00
11/26/12	S. Higgins	Exchange emails with M. Choi relative to Sharefile Integrien documents	L100	L110	0.30
11/26/12	B. Lamping	Draft letter to [REDACTED] attorney re tolling agreement	L100	L190	0.20

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/26/12	C. Reid	Review background materials re Sarasin claim	L100	L120	0.50
11/26/12	C. Schenk	Attention to document details and audit trail involving QuickBooks, coordinate with Segue and M. Choi (.3); communications with S. Higgins re E. Sarasin claims (.4)	L100	L120	0.70
11/27/12	S. Higgins	Continue review and analysis of relevant Integrien financial records and emails pertinent to investor claim	L100	L120	0.80
11/27/12	C. Reid	Prepare for and participate in conference call with E. Sarasin and counsel and S. Higgins	L100	L190	0.80
11/27/12	C. Schenk	Attention to tax issues/documents pertaining to investor claim	L100	L120	0.40
11/28/12	S. Higgins	Direct database search for relevant records	L300	L310	0.10
11/28/12	S. Higgins	Prepare for call with E. Sarasin	L100	L110	0.50
11/28/12	S. Higgins	Engage in call with E. Sarasin	L100	L110	0.50
11/28/12	C. Reid	Conference with E. Sarasin and counsel re Integrien II distribution	L100	L190	0.80
11/28/12	C. Schenk	Communications with CLA re carried interest and investor claim to funds, review documents pertaining to same (.6); telephone conference with S. Higgins re investor claims (.2); attention to QuickBook payments, discontinuation of service and downloading information (.2)	L100	L190	1.00
11/29/12	S. Higgins	Review of operating agreements, accounting summaries, Sharefile emails and "waterfall" relative to carried interest claims outstanding pertinent to investor claim	L100	L190	0.80
11/29/12	C. Schenk	Review of deposition notice, communications with S. Higgins re same (.2); follow up re investor claim and carried interest issues, prepare for conference call with CLA and S. Higgins (.2)	L300	L330	0.40
11/30/12	S. Higgins	Participate in telephone conference with T. O'Shaughnessy relative to Integrien Acquisition II pertinent to investor claim	L100	L190	1.00

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/30/12	S. Higgins	Review accounting records, emails and "waterfall" in preparation for telephone conference with T. O'Shaughnessy	L100	L190	1.40
11/30/12	S. Higgins	Continue to prepare summary of interview with D. Brown	L300	L330	1.60
11/30/12	S. Higgins	Review emails and deposition notices relative to deposition discovery	L300	L330	0.30
11/30/12	C. Schenk	Telephone conference with CLA and S. Higgins to discuss investor claim (1.2); follow up search for relevant Reliance bank records (.4); summarize VM Ware dealings and communications and prepare for Wednesday meeting (.7)	L100	L190	2.30
11/30/12	H. Weber	Review electronic files for Integrien Capital II's operating and subscription agreement and email same to S. Higgins	L100	L140	1.00
11/30/12	H. Weber	Review electronic files for all 2010 and 2011 Reliance bank statements for the Integrien entities and prepare a summary of findings in preparation to email to C. Schenk pertinent to investor claim	L100	L140	0.70

Total Hours: 77.00

SUBTOTAL FOR SERVICES

\$32,829.00

For Cash Outlays:

For reproduction charges

\$1.12

SUBTOTAL FOR CASH OUTLAYS

\$1.12

Invoice

Payment Due Upon Receipt

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U.S. District Court Eastern District of Missouri

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
S. Higgins	37.10	\$510.00	\$18,921.00
C. Reid	6.00	\$455.00	\$2,730.00
C. Schenk	14.30	\$430.00	\$6,149.00
Subtotal for Partner	57.40	\$484.32	\$27,800.00
B. Burke	2.10	\$295.00	\$619.50
J. Hellmich	3.70	\$205.00	\$758.50
K. Kraft	5.70	\$350.00	\$1,995.00
B. Lamping	3.10	\$260.00	\$806.00
Subtotal for Associate	14.60	\$286.23	\$4,179.00
H. Weber	5.00	\$170.00	\$850.00
Subtotal for Legal Assistant (paralegals and other legal support personnel)	5.00	\$170.00	\$850.00
Total All Classes	77.00	\$426.35	\$32,829.00

SUBTOTAL FOR SERVICES	\$32,829.00
LESS 15% DISCOUNT	-4,924.35
TOTAL FOR SERVICES	\$27,904.65
SUBTOTAL FOR CASH OUTLAYS	\$1.12
TOTAL AMOUNT DUE	\$27,905.77

Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

To: U.S. District Court Eastern District of Missouri, Thomas F. Eagleton Courthouse, 111 S. 10th Street, 3rd Floor, St. Louis, MO 63102

Firm Name: THOMPSON COBURN LLP

Firm Address: P.O. Box 18379M, St. Louis, Missouri 63195

Billing Attorney: 4260-Claire Schenk

Matter Name: Goodman Lawsuit

Invoice No.: 2508653
Invoice Date: 01/10/13

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
	Hours	Amount	Hours	Amount
54464-104425				
TOTAL LEGAL FEES:	77.00	\$27,904.65	792.00	\$232,052.56
TOTAL DISBURSEMENTS:		\$1.12		\$90.85
TOTAL LEGAL FEES & DISB:		\$27,905.77		\$232,143.41

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
			Amount		Amount
102	For postage		\$0.00		\$5.70
106	For reproduction charges		\$1.12		\$65.20
108	For color reproduction charges		\$0.00		\$19.95
TOTAL DISBURSEMENTS:			\$1.12		\$90.85

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount
<u>Partner</u>					
Darrough, M	0.00	0.00	0.00	7.10	2,840.00
Farrell, D	0.00	0.00	0.00	0.90	418.50
Higgins, S	510.00	37.10	18,921.00	248.10	126,531.00
Kelly, C	0.00	0.00	0.00	0.60	249.00
Reid, C	455.00	6.00	2,730.00	6.00	2,730.00
Schenk, C	430.00	14.30	6,149.00	148.60	63,898.00
TOTAL Partner:	484.32	57.40	\$27,800.00	411.30	\$196,666.50
<u>Associate</u>					
Burke, B	295.00	2.10	619.50	2.10	619.50
Hellmich, J	205.00	3.70	758.50	3.70	758.50
Kraft, K	350.00	5.70	1,995.00	36.60	12,810.00
Lamping, B	260.00	3.10	806.00	127.40	33,124.00
Mangian, D	0.00	0.00	0.00	3.50	840.00
TOTAL Associate:	286.23	14.60	\$4,179.00	173.30	\$48,152.00

Legal Assistant (paralegals and other legal support personnel)

Task Based Billing Summary
Law Firm Invoice

Matter Name: Goodman Lawsuit
C/M Firm No: 54464-104425

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ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	THIS BILL			CUMULATIVE TOTALS	
	Rate	Hours	Amount	Hours	Amount
Brooks, L	0.00	0.00	0.00	10.50	1,155.00
Choi, M	0.00	0.00	0.00	2.20	484.00
Muzzarelli, J	0.00	0.00	0.00	122.80	19,034.00
Parrish, M	0.00	0.00	0.00	0.60	108.00
Schuette, A	0.00	0.00	0.00	28.80	3,168.00
Weber, H	170.00	5.00	850.00	42.50	7,225.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	170.00	5.00	\$850.00	207.40	\$31,174.00
Subtotal Legal Fees:		77.00	\$32,829.00	792.00	\$275,992.50
Less Discount:			-4,924.35		-43,939.94
TOTAL LEGAL FEES:			\$27,904.65		\$232,052.56

Task Based Billing Summary
Law Firm Invoice

Matter Name: Goodman Lawsuit
C/M Firm No: 54464-104425

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ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
B50-Banruptcy: Creditor or Debtor					
B50.01	Case Administration (incl. strategy/client communications)	0.00	\$0.00	156.20	\$49,781.00
B50.02	Asset Analysis and Recovery	0.00	\$0.00	3.70	\$923.00
B50.05	Executory contract issues	0.00	\$0.00	1.60	\$688.00
TOTAL :		0.00	\$0.00	161.50	\$51,392.00
 L01-Matter Open					
L110	Fact Investigation/Development	4.50	\$2,295.00	5.20	\$2,596.00
L120	Analysis/Strategy	0.80	\$408.00	3.20	\$1,608.00
TOTAL Case Assessment, Development and Administration:		5.30	\$2,703.00	8.40	\$4,204.00
 L02-Pre-Suit or Pre-Answer Work					
L120	Analysis/Strategy	0.00	\$0.00	11.80	\$5,977.50
L120	Analysis/Strategy	0.00	\$0.00	2.60	\$1,151.00
L120	Analysis/Strategy	0.00	\$0.00	4.10	\$1,045.00
L120	Analysis/Strategy	2.10	\$619.50	18.90	\$8,117.50
L120	Analysis/Strategy	0.00	\$0.00	3.10	\$693.50
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$77.50
L120	Analysis/Strategy	0.00	\$0.00	2.30	\$718.50
TOTAL Case Assessment, Development and Administration:		2.10	\$619.50	43.30	\$17,780.50
 L03-Initial Investigation and Experts					
L110	Fact Investigation/Development	10.70	\$3,456.00	45.10	\$16,950.00
L410	Fact Witnesses	0.00	\$0.00	3.20	\$1,632.00
L110	Fact Investigation/Development	0.00	\$0.00	0.90	\$234.00
L190	Other Case Assessment, Development and Administration	0.30	\$153.00	28.00	\$11,738.00
L130	Experts/Consultants	0.00	\$0.00	1.60	\$688.00
L110	Fact Investigation/Development	0.00	\$0.00	2.30	\$805.00
TOTAL Case Assessment, Development and Administration:		11.00	\$3,609.00	81.10	\$32,047.00
 L04-Initial Filings					
L210	Pleadings	0.30	\$153.00	28.00	\$13,037.50
L310	Written Discovery	0.00	\$0.00	0.50	\$215.00
TOTAL Discovery:		0.30	\$153.00	28.50	\$13,252.50
 L05-Ongoing Reporting and Communication					
L05.110	Budgeting Work and Communications	0.00	\$0.00	0.90	\$387.00
L190	Other Case Assessment, Development	5.80	\$2,405.00	16.50	\$7,021.00

Task Based Billing Summary
Law Firm Invoice

Matter Name: Goodman Lawsuit
C/M Firm No: 54464-104425

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ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
	and Administration				
L190	Other Case Assessment, Development and Administration	0.30	\$153.00	1.90	\$869.00
L190	Other Case Assessment, Development and Administration	13.10	\$5,929.00	53.10	\$23,077.00
L190	Other Case Assessment, Development and Administration	4.10	\$1,612.00	59.20	\$21,102.00
TOTAL Case Assessment, Development and Administration:		23.30	\$10,099.00	131.60	\$52,456.00
 L06-Investigation/Discovery/Analysis					
L390	Other Discovery	13.30	\$6,783.00	33.10	\$15,521.00
L390	Other Discovery	0.00	\$0.00	46.30	\$8,328.00
L310	Written Discovery	0.00	\$0.00	0.90	\$459.00
L310	Written Discovery	0.00	\$0.00	1.10	\$286.00
L320	Document Production	0.00	\$0.00	0.10	\$51.00
L350	Discovery Motions	0.00	\$0.00	0.10	\$51.00
L310	Written Discovery	0.00	\$0.00	8.50	\$3,016.00
L310	Written Discovery	0.00	\$0.00	0.40	\$204.00
L320	Document Production	0.00	\$0.00	7.80	\$3,438.00
L390	Other Discovery	0.00	\$0.00	0.30	\$153.00
L330	Depositions	0.40	\$172.00	17.10	\$7,247.00
L330	Depositions	0.00	\$0.00	2.30	\$1,093.00
L330	Depositions	0.00	\$0.00	16.10	\$7,915.00
L330	Depositions	2.10	\$1,071.00	19.80	\$9,106.00
L120	Analysis/Strategy	0.00	\$0.00	3.60	\$1,036.00
L120	Analysis/Strategy	2.90	\$1,038.50	81.60	\$14,619.50
L120	Analysis/Strategy	0.40	\$172.00	8.40	\$3,071.00
L120	Analysis/Strategy	0.00	\$0.00	19.60	\$5,126.00
L310	Written Discovery	0.10	\$51.00	0.10	\$51.00
L310	Written Discovery	1.10	\$561.00	1.10	\$561.00
L310	Written Discovery	1.30	\$663.00	1.30	\$663.00
L140	Document/File Management	10.40	\$3,604.00	50.30	\$16,211.00
L140	Document/File Management	0.00	\$0.00	1.00	\$170.00
L140	Document/File Management	0.00	\$0.00	0.40	\$68.00
TOTAL Case Assessment, Development and Administration:		32.00	\$14,115.50	321.30	\$98,444.50
 L07-Motions and Hearings					
L250	Other Written Motions and Submissions	0.00	\$0.00	1.50	\$765.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.90	\$309.00
L250	Other Written Motions and Submissions	0.00	\$0.00	10.90	\$3,812.00
TOTAL Pre-Trial Pleadings and		0.00	\$0.00	13.30	\$4,886.00

Task Based Billing Summary
Law Firm Invoice

Matter Name: Goodman Lawsuit
 C/M Firm No: 54464-104425

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ANALYSIS OF FEES BY FUNCTIONS:

		<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
Motions:					
L08-Trial Preparation					
L440	Other Trial Preparation and Support	3.00	\$1,530.00	3.00	\$1,530.00
	TOTAL Trial Preparation and Trial:	3.00	\$1,530.00	3.00	\$1,530.00
	Subtotal Legal Fees:	77.00	\$32,829.00	792.00	\$275,992.50
	Less Discount		\$-4,924.35		-43,939.94
	TOTAL LEGAL FEES 54464-104425		\$27,904.65		\$232,052.56



January 10, 2013

Direct Correspondence To:
One US Bank Plaza
St. Louis, Missouri 63101-1693
314-552-6000
AccountsReivable@ThompsonCoburn.com

U.S. District Court Eastern District of Missouri
Attn: Hon. Carol E. Jackson
Thomas F. Eagleton Courthouse
111 S. 10th Street
3rd Floor
St. Louis, Missouri 63102

EIN [REDACTED]

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT
PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 2508653

\$27,905.77

Please remit this copy with your check to:

Thompson Coburn LLP
P.O. Box 18379M
St. Louis, MO 63195

ACH Instructions:

Account Name: Thompson Coburn LLP
Bank: U.S. Bank
ABA/Routing Number: [REDACTED]
Account Number: [REDACTED]

Please reference invoice number(s) with ACH or send an e-mail with the information to

AccountsReivable@ThompsonCoburn.com

FOR WIRE TRANSFER INSTRUCTIONS PLEASE CONTACT

AccountsReivable@ThompsonCoburn.com



Remit To:
 P.O. Box 18379M
 St. Louis, Missouri 63195

January 10, 2013
 Invoice #2508654

ACH Instructions:
 Account Name: Thompson Coburn LLP
 Bank: U.S. Bank
 ABA/Routing Number: [REDACTED]
 Account Number: [REDACTED]r(s).

Direct Correspondence To:
 One US Bank Plaza
 St. Louis, Missouri 63101-1693
 314-552-6000
 AccountsReceivable@ThompsonCoburn.com

U.S. District Court Eastern District of Missouri
 Attn: Hon. Carol E Jackson
 Thomas F. Eagleton Courthouse
 111 S. 10th Street
 3rd Floor
 St. Louis, Missouri 63102

EIN [REDACTED]

For Legal Services Rendered in Connection With:

Morriss Holdings, LLC
 TC File: 54464 / 105756

Date	Atty	Description	Phase	Task	Hours
11/29/12	S. Higgins	Review and respond to emails relative to default judgment	L200	L250	0.20
11/29/12	B. Lamping	Research whether a court will enter default judgment against corporation that fails to obtain replacement counsel	L100	L110	0.60
11/30/12	B. Lamping	Research whether a court will enter default judgment against corporation that fails to obtain replacement counsel	L100	L110	0.50
11/30/12	C. Schenk	Discuss next steps in litigation with B. Lamping in view of MH lack of counsel by date allowed by court	L100	L190	0.20
Total Hours:					1.50

SUBTOTAL FOR SERVICES

\$474.00

Invoice



Payment Due Upon Receipt

January 10, 2013
Invoice #2508654
Page 2

U.S. District Court Eastern District of Missouri

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
S. Higgins	0.20	\$510.00	\$102.00
C. Schenk	0.20	\$430.00	\$86.00
Subtotal for Partner	0.40	\$470.00	\$188.00
B. Lamping	1.10	\$260.00	\$286.00
Subtotal for Associate	1.10	\$260.00	\$286.00
Total All Classes	1.50	\$316.00	\$474.00

SUBTOTAL FOR SERVICES	\$474.00
LESS 15% DISCOUNT	-71.10
TOTAL AMOUNT DUE	\$402.90

Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

To: U.S. District Court Eastern District of Missouri, Thomas F. Eagleton Courthouse, 111 S. 10th Street, 3rd Floor, St. Louis, MO 63102

Firm Name: THOMPSON COBURN LLP

Firm Address: P.O. Box 18379M, St. Louis, Missouri 63195

Billing Attorney: 4260-Claire Schenk

Matter Name: Morriss Holdings, LLC

Invoice No.: 2508654
Invoice Date: 01/10/13

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
	Hours	Amount	Hours	Amount
54464-105756				
TOTAL LEGAL FEES:	1.50	\$402.90	34.60	\$8,929.25
TOTAL DISBURSEMENTS:		\$0.00		\$162.96
TOTAL LEGAL FEES & DISB:		\$402.90		\$9,092.21

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>	<u>CUMULATIVE TOTALS</u>
		Amount	Amount
106	For reproduction charges	\$0.00	\$162.96
TOTAL DISBURSEMENTS:		\$0.00	\$162.96

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount
<u>Partner</u>					
Darrough, M	0.00	0.00	0.00	0.40	160.00
Higgins, S	510.00	0.20	102.00	5.80	2,958.00
Schenk, C	430.00	0.20	86.00	5.10	2,193.00
TOTAL Partner:	470.00	0.40	\$188.00	11.30	\$5,311.00

Associate

Lamping, B	260.00	1.10	286.00	15.00	3,900.00
TOTAL Associate:	260.00	1.10	\$286.00	15.00	\$3,900.00

Legal Assistant (paralegals and other legal support personnel)

Muzzarelli, J	0.00	0.00	0.00	7.80	1,209.00
Weber, H	0.00	0.00	0.00	0.50	85.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	0.00	0.00	\$0.00	8.30	\$1,294.00

Subtotal Legal Fees:	1.50	\$474.00	34.60	\$10,505.00
Less Discount:		-71.10		-1,575.75

Task Based Billing Summary
Law Firm Invoice

Matter Name: Morriss Holdings, LLC
C/M Firm No: 54464-105756

Page: 2

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
TOTAL LEGAL FEES:			<u>\$402.90</u>		<u>\$8,929.25</u>

Task Based Billing Summary
Law Firm Invoice

Matter Name: Morriss Holdings, LLC
C/M Firm No: 54464-105756

Page: 3

ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
L02-Pre-Suit or Pre-Answer Work					
L120	Analysis/Strategy	0.00	\$0.00	0.40	\$160.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	0.40	\$160.00
L03-Initial Investigation and Experts					
L110	Fact Investigation/Development	1.10	\$286.00	1.30	\$372.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	1.50	\$390.00
	TOTAL Case Assessment, Development and Administration:	1.10	\$286.00	2.80	\$762.00
L04-Initial Filings					
L210	Pleadings	0.00	\$0.00	17.00	\$5,495.00
L210	Pleadings	0.00	\$0.00	4.00	\$730.00
	TOTAL Pre-Trial Pleadings and Motions:	0.00	\$0.00	21.00	\$6,225.00
L05-Ongoing Reporting and Communication					
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	1.90	\$769.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	0.60	\$258.00
L190	Other Case Assessment, Development and Administration	0.20	\$86.00	2.20	\$844.00
	TOTAL Case Assessment, Development and Administration:	0.20	\$86.00	4.70	\$1,871.00
L06-Investigation/Discovery/Analysis					
L310	Written Discovery	0.00	\$0.00	0.30	\$78.00
L120	Analysis/Strategy	0.00	\$0.00	2.20	\$527.00
L120	Analysis/Strategy	0.00	\$0.00	1.70	\$442.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	4.20	\$1,047.00
L07-Motions and Hearings					
L240	Dispositive Motions	0.00	\$0.00	1.10	\$286.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.20	\$52.00
L250	Other Written Motions and Submissions	0.20	\$102.00	0.20	\$102.00
	TOTAL Pre-Trial Pleadings and Motions:	0.20	\$102.00	1.50	\$440.00
	Subtotal Legal Fees:	1.50	\$474.00	34.60	\$10,505.00
	Less Discount		-\$71.10		-1,575.75

Task Based Billing Summary
Law Firm Invoice

Matter Name: Morriss Holdings, LLC
C/M Firm No: 54464-105756

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ANALYSIS OF FEES BY FUNCTIONS:

	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
	Hours	Amount	Hours	Amount
TOTAL LEGAL FEES 54464-105756		\$402.90		\$8,929.25



January 10, 2013

U.S. District Court Eastern District of Missouri
Attn: Hon. Carol E. Jackson
Thomas F. Eagleton Courthouse
111 S. 10th Street
3rd Floor
St. Louis, Missouri 63102

Direct Correspondence To:
One US Bank Plaza
St. Louis, Missouri 63101-1693
314-552-6000
AccountsReivable@ThompsonCoburn.com

EIN [REDACTED]

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT

PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 2508654

\$402.90

Please remit this copy with your check to:

Thompson Coburn LLP
P.O. Box 18379M
St. Louis, MO 63195

ACH Instructions:

Account Name: Thompson Coburn LLP
Bank: U.S. Bank
ABA/Routing Number: [REDACTED]
Account Number: [REDACTED]

Please reference invoice number(s) with ACH or send an e-mail with the information to

AccountsReivable@ThompsonCoburn.com

FOR WIRE TRANSFER INSTRUCTIONS PLEASE CONTACT

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Remit To:
P.O. Box 18379M
St. Louis, Missouri 63195

ACH Instructions:
Account Name: Thompson Coburn LLP
Bank: U.S. Bank
ABA/Routing Number: [REDACTED]
Account Number: [REDACTED]
Please reference invoice number(s).

January 24, 2013
Invoice #2511629

Direct Correspondence To:
One US Bank Plaza
St. Louis, Missouri 63101-1693
314-552-6000
AccountsReivable@ThompsonCoburn.com

U.S. District Court Eastern District of Missouri
Attn: Hon. Carol E Jackson
Thomas F. Eagleton Courthouse
111 S. 10th Street
3rd Floor
St. Louis, Missouri 63102

EIN 4 [REDACTED]

For Legal Services Rendered in Connection With:

Acartha Group Receivership
TC File: 54464 / 102286

Date	Atty	Description	Phase	Task	Hours
12/03/12	K. Kraft	Communications with C. Schenk re claims bar date paper (1.1) ; revise claims bar date papers (2.2); file claims bar date papers (.8)	B100	B110	4.10
12/03/12	C. Schenk	Complete review of claims bar date procedures, comments to and discussions with K. Kraft re potential changes and issues (1.1); attention to Quickbook issues (.2); review new bankruptcy filing (.2); attention to new potential creditor (.2)	B100	B110	1.70



Invoice

Payment Due Upon Receipt

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 Invoice #2511629
 Page 2

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/03/12	C. Schenk	Communications with C. Reid and L. Light re corporate compliance and CSC issues, review research (.5); review CLA responses re tax issues for comment, follow up with T. O'Shaughnessy re tax payment for Gryphon III (.3); review ██████████ board invitations, follow up with B. Aldrich (.2); review communications pertaining to investor participation in capital call, follow up summary of interest with Cirqit (.3)	B200	B210	1.30
12/03/12	H. Weber	Communicate with New Jersey Business and Star Ledger newspapers re pricing information and advertising information for possible running a legal notice per K. Kraft's request	B100	B110	0.80
12/04/12	K. Kraft	Communication with and to P. Atkinson re updating website, posting claims bar date papers	B100	B110	0.90
12/04/12	C. Schenk	Follow up with K. Kraft re website publication of claims bar date procedures	B100	B110	0.10
12/04/12	C. Schenk	Communications re CSC (.1), follow up with Cirqit re investor participation in capital call (.2)	B200	B210	0.30
12/04/12	H. Weber	Review electronic files for notes payable information between Tervela Acquisition III and Tervela Inc. per C. Schenk's request	B100	B110	1.30
12/05/12	L. Light	Communication with C. Schenk and C. Reid re registered agent project (.1); discuss with H. Weber (.1)	B100	B110	0.20
12/05/12	C. Schenk	Telephone conference with ██████████ re claims bar date procedures and status of matters (.4); attention to creditor list and issues related to claims bar date procedures (.2)	B100	B110	0.60

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Payment Due Upon Receipt

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 Page 3

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/05/12	C. Schenk	Follow up re ██████ board meetings (.2); telephone conference with C. Reid re corporate compliance issues, follow up with L. Light (.4); communications with D. Warfield and E. Buchholz re QSF and tax issues (.3)	B200	B210	0.90
12/05/12	D. Warfield	Conference with C. Schenk re qualified settlement funds and potential use in receivership matter	B100	B110	0.20
12/06/12	C. Schenk	Discuss details pertaining to investor extranet site with A. Reagan	B100	B110	0.10
12/06/12	C. Schenk	Communication with L. Light re CT issues	B100	B110	0.10
12/06/12	H. Weber	Compiling information on the domestic states for the following entities: Acartha Group Funding, Acartha Group, Acartha Merchant Partners, Acartha Specialty Finance Investment, Acartha Technology Partners, Clearbrook Acquisition, Evergrid Acquisition, Evergrid MIC VII, Gryphon Investments III, Integrien Acquisition Capital, Integrien Acquisition II, Integrien Acquisition, Librato Acquisition, Tervela Acquisition, Tervela Acquisition II and II and provided same information to L. Light per C. Schenk's request	B100	B110	0.60
12/07/12	C. Kelly	Telephone conference with D. Sosne re status of bankruptcy case and additional diligence requested on avoidance matters (.4); review email from D. Sosne seeking additional information and forward to receiver for response (.3); review orders entered in proceeding relative to sale and other disposition of assets and forward to receiver (.3)	B100	B110	1.00
12/07/12	K. Kraft	Follow up with P. Atkinson re external website additions	B100	B110	0.10

Invoice

Payment Due Upon Receipt

January 24, 2013
 Invoice #2511629
 Page 4

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/07/12	L. Light	Research home state and legal name re Acartha Group LLC, et al. (.4); provide entity summary chart to CT Corporation re change of registered agent project (.1)	B100	B110	0.50
12/07/12	C. Schenk	Review bankruptcy filings re BDM house and other sales, follow up with C. Kelly and S. Higgins	B100	B110	0.30
12/07/12	C. Schenk	Review Parkside Bank statements against monthly transactions	B100	B110	0.40
12/07/12	C. Schenk	Telephone conference with G. Omer re accounts and FDIC insurance limits	B100	B110	0.30
12/07/12	C. Schenk	Contact Parkside	B100	B110	0.10
12/07/12	C. Schenk	Attention to corporate compliance issues involving CT	B100	B110	0.10
12/07/12	C. Schenk	Meet with H. Weber to discuss information requested by Tervela auditor, follow up with A. Reagan, research file	B200	B210	0.50
12/07/12	H. Weber	Communicate with C. Schenk re Tervela Inc.'s requests for information re notes payable with Tervela Acquisition III and instructions re same	B100	B110	0.50
12/07/12	H. Weber	Review October 2011 promissory note between Tervela Inc. and Tervela Acquisition III compiling answers to Tervela Inc.'s questions in preparation to send to their auditor and email same to C. Schenk	B100	B110	0.40
12/10/12	C. Kelly	Review and forward pleadings to C. Schenk	B100	B110	0.30
12/10/12	L. Light	Communication with CT Corporation and C. Schenk re Delaware not in good standing issues, name discrepancies and authorized signatory for change of registered agent project	B100	B110	0.20
12/10/12	C. Schenk	Attention to issues re CT and registration with states for entities	B200	B210	0.10
12/11/12	C. Kelly	Review pleadings filed in matter and forward and report to receiver re same	B100	B110	0.30
12/11/12	L. Light	Communication with C. Schenk re Delaware reinstatement costs for change of registered agent project	B100	B110	0.10

Invoice

Payment Due Upon Receipt

January 24, 2013
 Invoice #2511629
 Page 5

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/11/12	C. Schenk	Attention to corporate compliance issues (.2); attention to new bankruptcy filing and request for information (.2)	B100	B110	0.40
12/12/12	C. Schenk	Follow up with J. Wehrle re participation in Cirqit by various investors	B200	B210	0.20
12/12/12	C. Schenk	Communications with M. Hecht re QSF issues and follow up with E. Buchholz	B200	B210	0.20
12/12/12	C. Schenk	Attention to registered agent issues	B200	B210	0.20
12/13/12	K. Kraft	Check docket for responses to claims bar date motion	B100	B110	0.10
12/13/12	C. Schenk	Preliminary review of Segue invoices for October and November	B100	B110	0.20
12/13/12	C. Schenk	Review correspondence pertaining to VelociData offering, follow up with B. Aldrich and C. Reid, review file re prior offering	B200	B210	0.40
12/14/12	S. Higgins	Follow up conversations and emails with C. Schenk and B. Lamping relative to motion for default and receivers report	B100	B110	0.30
12/14/12	S. Higgins	Emails with C. Kelly relative to bankruptcy claims	B100	B110	0.20
12/14/12	C. Kelly	Telephone call with D. Sosne re status of bankruptcy and open issues (.4); work to set up meeting among parties to address open issues (.2)	B100	B110	0.60
12/14/12	K. Kraft	Exchange emails with C. Schenk re claims bar date objection deadline, notice of no objection (.2); begin drafting notice of no objection for claims bar date motion (.2)	B100	B110	0.40
12/14/12	C. Schenk	Communications with K. Kraft re claims bar date procedures and no objections (.1); communications re bankruptcy and information request from trustee (.1); communications with M. Hecht re accounting services (.1); study account information for potential transfer of funds because of change in insurance status, follow up with A. Reagan and Segue, Parkside and G. Omer (.5)	B100	B110	0.80

Invoice

Payment Due Upon Receipt

January 24, 2013
 Invoice #2511629
 Page 6

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/14/12	C. Schenk	Communications with J. Wehrle re status of Cirqit closing (.3); follow up with CLA re unresolved tax matters (.1)	B200	B210	0.40
12/15/12	B. Lamping	Draft email to S. Higgins and C. Schenk re case update	B100	B110	0.50
12/17/12	K. Kraft	Review docket to confirm no objections filed to claims bar date motion (.1); draft notice of no objection to claims bar date motion (1.0); file notice of no objection to claims bar date motion (.3)	B100	B110	1.40
12/17/12	C. Reid	Conference with C. Schenk re renewal of registered agent filings	B100	B110	0.30
12/17/12	C. Schenk	Review Notice of No Objection re claims bar date procedures	B100	B110	0.10
12/17/12	C. Schenk	Review points of information re VelociData offering, follow up communications with B. Aldrich and C. Reid re same (.2); telephone conference with G. Omer re FDIC insurance and banking issues relating to accounts, review account information (.8); review tax summary from CLA (.1)	B200	B210	1.10
12/18/12	L. Light	Research process to pay past due Delaware LLC tax re Acartha Group LLC, et al. (.1); discuss with C. Schenk (.1)	B100	B110	0.20
12/18/12	C. Schenk	Review summary of tax issues prepared by CLA, contact same re next steps (.2), review records pertaining to corporate entities in context of corporate registration issues (.4); follow up review to see if Management status was required with respect to particular entities, including ASFI, discuss same with [REDACTED], communications with C. Reid (.5); communications with U.S. Bank re opening of new accounts due to lapse of FDIC insurance (.2)	B200	B210	1.30
12/19/12	C. Kelly	Work on motion to extend time to object to discharge and dischargeability and related pleadings	B100	B110	1.40

Invoice

Payment Due / paid Receipt

January 24, 2013
 Invoice #2511629
 Page 7

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/19/12	D. Mangian	NO CHARGE Review third fee application and attached exhibits	B100	B130	3.80
12/19/12	C. Schenk	Telephone call with B. Aldrich re potential investment in VelociData (.1); attention to details re transfer of funds due to lapse of FDIC insurance (.5); attention to UHY data (.2); attention to details re corporate registration (.4); discussions with A. Reagan re cash management, entries for various entities pertaining to tax payments and corporate registration (.2); communications with T. O'Shaughnessy re tax payments and accounting issues (.2)	B200	B210	1.60
12/19/12	H. Weber	Review files for all correspondence/documents re accounts at U.S. Bank and email same to C. Schenk	B100	B110	0.40
12/20/12	L. Light	Review and revise Delaware entity chart re payment of Delaware taxes (.1); provide to K. Asbury (.1)	B100	B110	0.20
12/20/12	D. Mangian	NO CHARGE Work on third fees application	B100	B120	1.00
12/20/12	D. Mangian	NO CHARGE Prepare third fee application for filing	B100	B120	0.80
12/20/12	D. Mangian	Discussion with C. Schenk re redactions to bills	B100	B120	0.40
12/20/12	C. Schenk	Attention to cash management issues re tax filings	B200	B210	0.20
12/20/12	C. Schenk	Telephone conference with T. O'Shaughnessy re same	B200	B210	0.20
12/20/12	C. Schenk	Follow up re transfer of bank accounts	B200	B210	0.30
12/20/12	C. Schenk	Review invoices to redact confidential information pertaining to investors and investment concerns	B100	B110	2.90
12/21/12	C. Kelly	Telephone call from D. Sosne re coordinating efforts to object to discharge	B100	B110	0.40
12/21/12	D. Mangian	NO CHARGE Final review of third fee application before filing	B100	B120	1.10
12/21/12	C. Schenk	Communications with D. Mangian re issues pertaining to approval of receiver's reports	B100	B110	0.10

Invoice

Payment Due Upon Receipt

January 24, 2013
 Invoice #2511629
 Page 8

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/21/12	C. Schenk	Communications with Parkside re account transfers due to FDIC insurance issues (.2); meet with U.S. Bank representative to open accounts (.4)	B100	B110	0.60
12/21/12	C. Schenk	Communications with A. Reagan re booking and recording payments for various entities	B100	B110	0.40
12/24/12	C. Schenk	Review account information and open accounts at U.S. Bank for transfer of funds	B100	B110	0.50
12/26/12	S. Higgins	Telephone conference with D. Sosne, trustee's counsel	B300	B310	0.90
12/26/12	S. Higgins	Strategy conference with C. Kelly and C. Schenk	B300	B310	0.30
12/26/12	S. Higgins	Emails and conversations with C. Schenk and C. Kelly relative to D. Sosne	B300	B310	0.20
12/26/12	C. Kelly	Review motion from D. Sosne re discharge and coordinate hearing date (.3); participate in conference call with D. Sosne re status of bankruptcy and coordination of receivership and trustee efforts in collection (.9); participate in strategy communications with receiver team (.3); update pleadings relating to discharge to include hearing date and other information (.5)	B100	B110	2.00
12/26/12	C. Schenk	Telephone conference with S. Higgins, C. Kelly, and D. Sosne to discuss bankruptcy matters and next steps in proceeding	B100	B110	0.90
12/26/12	C. Schenk	Follow up call with S. Higgins and C. Kelly to discuss receivership issues re bankruptcy	B100	B110	0.20
12/27/12	C. Kelly	Telephone call from D. Sosne re follow up on information on avoidance actions (.3); update pleadings re extension of deadline to object to discharge (.3)	B100	B110	0.60
12/27/12	C. Schenk	Communication with D. Mangian about preparation of Receiver's Report and Order	B100	B110	0.20

Invoice

Payment Due Upon Receipt

January 24, 2013
 Invoice #2511629
 Page 9

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/27/12	C. Schenk	Communication with Librato CEO re 2013 Operating Plan (.1); prepare wire transfer instructions during meeting at Parkside, transfer monies due to lapse of FDIC insurance (.8)	B200	B210	0.90
12/28/12	C. Kelly	NO CHARGE Review agenda for discussion with SEC counsel and bankruptcy trustee	B100	B110	0.30
12/28/12	C. Schenk	Communications with U.S. Bank re wire transfer	B200	B210	0.10
				Total Hours:	50.60

SUBTOTAL FOR SERVICES

\$18,467.00

For Cash Outlays:

12/27/12	For meal expenses re working lunch with C. Schenk and C. Hanaway; VENDOR: Original Honey Baked Ham Co. of Georgia.; INVOICE#: 1405_200040422; DATE: 11/20/2012	\$27.02	
12/28/12	NO CHARGE For database management services for December, 2012	\$1,610.00	
	For reproduction charges	\$71.12	
	For color reproduction charges	\$13.23	
SUBTOTAL FOR CASH OUTLAYS			\$1,721.37

Invoice

Payment Due Upon Receipt

January 24, 2013
 Invoice #2511629
 Page 10

U.S. District Court Eastern District of Missouri

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
S. Higgins	1.90	\$510.00	\$969.00
C. Kelly	6.90	\$415.00	\$2,863.50
C. Reid	0.30	\$455.00	\$136.50
C. Schenk	21.30	\$430.00	\$9,159.00
D. Warfield	0.20	\$510.00	\$102.00
Subtotal for Partner	30.60	\$432.35	\$13,230.00
K. Kraft	7.00	\$350.00	\$2,450.00
B. Lamping	0.50	\$260.00	\$130.00
D. Mangian	7.10	\$240.00	\$1,704.00
Subtotal for Associate	14.60	\$293.42	\$4,284.00
L. Light	1.40	\$195.00	\$273.00
H. Weber	4.00	\$170.00	\$680.00
Subtotal for Legal Assistant (paralegals and other legal support personnel)	5.40	\$176.48	\$953.00
Total All Classes	50.60	\$364.96	\$18,467.00

SUBTOTAL FOR SERVICES	\$18,467.00
LESS NO CHARGE ENTRIES	-1,732.50
LESS 15% DISCOUNT	-2,510.18
TOTAL FOR SERVICES	\$14,224.32
SUBTOTAL FOR CASH OUTLAYS	\$1,721.37
LESS NO CHARGE ENTRY	-1,610.00
TOTAL FOR CASH OUTLAYS	\$111.37
TOTAL AMOUNT DUE	\$14,335.69

Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

To: U.S. District Court Eastern District of Missouri, Thomas F. Eagleton Courthouse, 111 S. 10th Street, 3rd Floor, St. Louis, MO 63102

Firm Name: THOMPSON COBURN LLP

Firm Address: P.O. Box 18379M, St. Louis, Missouri 63195

Billing Attorney: 4260-Claire Schenk

Matter Name: Acartha Group Receivership

Invoice No.: 2511629
Invoice Date: 01/24/13

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
	Hours	Amount	Hours	Amount
54464-102286				
TOTAL LEGAL FEES:	50.60	\$14,224.32	2,302.30	\$661,399.14
TOTAL DISBURSEMENTS:		\$111.37		\$24,421.58
TOTAL LEGAL FEES & DISB:		\$14,335.69		\$685,820.72

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		Amount	Amount	Amount	Amount
102	For postage	\$0.00	\$495.68		
106	For reproduction charges	\$71.12	\$2,736.24		
107	For outside copy charge	\$0.00	\$422.22		
108	For color reproduction charges	\$13.23	\$287.07		
109	For overnight delivery service	\$0.00	\$3,284.82		
117	For oversize copies	\$0.00	\$48.75		
127	For local courier service	\$0.00	\$433.13		
150	For on-line docket review	\$0.00	\$24.68		
300	Messenger services to file or obtain documents in court	\$0.00	\$15.00		
307	For local cab charges	\$0.00	\$41.64		
327	For expenses	\$0.00	\$9.99		
367	For meal expenses	\$27.02	\$692.77		
375	For hard drives	\$0.00	\$138.87		
383	For travel expenses	\$0.00	\$4,037.32		
402	For airfare	\$0.00	\$3,284.40		
410	For certified copies	\$0.00	\$3,924.00		
419	For court costs	\$0.00	\$66.00		
422	For filing fees	\$0.00	\$4,459.00		
435	For publication costs	\$0.00	\$20.00		
TOTAL DISBURSEMENTS:		\$111.37	\$24,421.58		

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

<u>Partner</u>	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount

**Task Based Billing Summary
Law Firm Invoice**

Matter Name: Acartha Group Receivership
C/M Firm No: 54464-102286

Page: 2

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount
Buchholz, E	0.00	0.00	0.00	3.10	1,581.00
Darrough, M	0.00	0.00	0.00	104.90	41,680.00
Farrell, D	0.00	0.00	0.00	0.60	279.00
Higgins, S	510.00	1.90	969.00	266.60	135,966.00
Kelly, C	415.00	6.90	2,863.50	131.70	54,655.50
Levin, H	0.00	0.00	0.00	71.90	36,669.00
Litz, T	0.00	0.00	0.00	6.00	3,060.00
Reid, C	455.00	0.30	136.50	80.20	36,491.00
Schenk, C	430.00	21.30	9,159.00	792.00	340,560.00
Warfield, D	510.00	0.20	102.00	0.20	102.00
TOTAL Partner:	432.35	30.60	\$13,230.00	1,457.20	\$651,043.50
<u>Associate</u>					
Burke, B	0.00	0.00	0.00	2.90	855.50
Carnie, Jr., K	0.00	0.00	0.00	29.90	7,774.00
Kraft, K	350.00	7.00	2,450.00	262.50	91,875.00
Lamping, B	260.00	0.50	130.00	79.00	20,540.00
Mangian, D	240.00	7.10	1,704.00	52.20	12,528.00
Patterson, G	0.00	0.00	0.00	0.90	256.50
Trame, B	0.00	0.00	0.00	0.50	120.00
TOTAL Associate:	293.42	14.60	\$4,284.00	427.90	\$133,949.00
<u>Legal Assistant (paralegals and other legal support personnel)</u>					
Bedard, J	0.00	0.00	0.00	2.00	330.00
Brooks, L	0.00	0.00	0.00	26.60	2,926.00
Choi, M	0.00	0.00	0.00	52.80	11,616.00
Hearing, R	0.00	0.00	0.00	6.30	661.50
Hundley, E	0.00	0.00	0.00	59.10	10,933.50
Kennedy, G	0.00	0.00	0.00	15.00	2,925.00
Kraus, A	0.00	0.00	0.00	1.90	209.00
Landgraf, E	0.00	0.00	0.00	2.50	475.00
Light, L	195.00	1.40	273.00	1.60	312.00
Loveless, D	0.00	0.00	0.00	39.30	6,681.00
Muzzarelli, J	0.00	0.00	0.00	11.00	1,705.00
Parrish, M	0.00	0.00	0.00	1.20	216.00
Schuette, A	0.00	0.00	0.00	57.10	6,281.00
Weber, H	170.00	4.00	680.00	137.80	23,426.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	176.48	5.40	\$953.00	414.20	\$68,697.00
Subtotal Legal Fees:		50.60	\$18,467.00	2,299.30	\$853,689.50

Task Based Billing Summary
Law Firm Invoice

Matter Name: Acartha Group Receivership
C/M Firm No: 54464-102286

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ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	THIS BILL			CUMULATIVE TOTALS	
	Rate	Hours	Amount	Hours	Amount
Less Discount:			<u>-4,242.68</u>		<u>-192,290.36</u>
TOTAL LEGAL FEES:			<u>\$14,224.32</u>		<u>\$661,399.14</u>

Task Based Billing Summary
Law Firm Invoice

Matter Name: Acartha Group Receivership
C/M Firm No: 54464-102286

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ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
B-Financial Restructuring-Bankruptcy					
B10	Project administration(billable)	0.00	\$0.00	4.90	\$2,107.00
	TOTAL :	0.00	\$0.00	4.90	\$2,107.00
B50-Banruptcy: Creditor or Debtor					
B110	Case Administration	31.90	\$11,663.00	1,719.30	\$633,570.00
B120	Asset Analysis and Recovery	3.30	\$792.00	86.80	\$29,685.00
B130	Asset Disposition	3.80	\$912.00	87.70	\$22,574.00
B210	Business Operations	10.20	\$4,386.00	345.20	\$143,682.50
B310	Claims Administration and Objections	1.40	\$714.00	58.40	\$22,071.00
	TOTAL Claims and Plan:	50.60	\$18,467.00	2,297.40	\$851,582.50
	Subtotal Legal Fees:	50.60	\$18,467.00	2,302.30	\$853,689.50
	Less Discount		\$-4,242.68		-192,290.36
	TOTAL LEGAL FEES 54464-102286		\$14,224.32		\$661,399.14



January 24, 2013

U.S. District Court Eastern District of Missouri
Attn: Hon. Carol E. Jackson
Thomas F. Eagleton Courthouse
111 S. 10th Street
3rd Floor
St. Louis, Missouri 63102

Direct Correspondence To:
One US Bank Plaza
St. Louis, Missouri 63101-1693
314-552-6000
AccountsReceivable@ThompsonCoburn.com

EIN [REDACTED]

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT
PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 2511629

\$14,335.69

Please remit this copy with your check to:

Thompson Coburn LLP
P.O. Box 18379M
St. Louis, MO 63195

ACH Instructions:

Account Name: Thompson Coburn LLP
Bank: U.S. Bank
ABA/Routing Number: [REDACTED]
Account Number: [REDACTED]

Please reference invoice number(s) with ACH or send an e-mail with the information to

AccountsReceivable@ThompsonCoburn.com

FOR WIRE TRANSFER INSTRUCTIONS PLEASE CONTACT

AccountsReceivable@ThompsonCoburn.com



Remit To:
 P.O. Box 18379M
 St. Louis, Missouri 63195

ACH Instructions:
 Account Name: Thompson Coburn LLP
 Bank: U.S. Bank
 ABA/Routing Number: [REDACTED]
 Account Number: [REDACTED]
 Please reference invoice number(s).

Direct Correspondence To:
 One US Bank Plaza
 St. Louis, Missouri 63101-1693
 314-552-6000
 AccountsReivable@ThompsonCoburn.com

January 24, 2013
 Invoice #2511630

U.S. District Court Eastern District of Missouri
 Attn: Hon. Carol E Jackson
 Thomas F. Eagleton Courthouse
 111 S. 10th Street
 3rd Floor
 St. Louis, Missouri 63102

EIN [REDACTED]

For Legal Services Rendered in Connection With:

Goodman Lawsuit
 TC File: 54464 / 104425

Date	Atty	Description	Phase	Task	Hours
12/03/12	S. Higgins	Review and respond to emails relative to discovery	L300	L330	0.50
12/03/12	S. Higgins	Review and respond to emails relative to documentary analysis	L300	L350	0.30
12/03/12	C. Schenk	Review deposition notices and discuss strategy with S. Higgins, follow up with A. Schwartz, coordinate call with CLA	L300	L330	0.40
12/04/12	S. Higgins	Review and respond to emails relative to tolling agreements	L300	L310	0.20
12/04/12	S. Higgins	Review and revise tolling letter	L300	L310	0.20
12/04/12	S. Higgins	Correspondence with opposing counsel relative to discovery and deposition	L100	L190	0.30
12/04/12	B. Lamping	Meet with S. Higgins and C. Schenk re case update	L100	L190	0.40
12/04/12	B. Lamping	Draft email to C. Schenk re tolling agreements	L100	L190	0.10
12/04/12	C. Schenk	Meet with S. Higgins to discuss depositions, scheduling and strategy	L100	L190	1.30
12/04/12	C. Schenk	Communications with B. Lamping re tolling agreements	L300	L310	0.20

Invoice



Payment Due Upon Receipt

January 24, 2013
 Invoice #2511630
 Page 2

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/05/12	S. Higgins	Review and analyze files relative to Integrien claims	L100	L120	1.10
12/05/12	S. Higgins	Review and respond to emails relative to bank claims	L100	L120	0.20
12/05/12	S. Higgins	Discussion with C. Schenk and A. Schwartz relative to discovery	L100	L140	1.00
12/05/12	S. Higgins	Review witness statements	L300	L390	0.90
12/05/12	S. Higgins	Review correspondence relative to search terms and tolling agreements	L300	L390	0.20
12/05/12	B. Lamping	Meet with S. Higgins and M. Choi re preparation for depositions	L100	L190	0.90
12/05/12	B. Lamping	Review Acartha Group's general ledgers re claims	L100	L120	0.50
12/05/12	C. Schenk	Review Reliance bank records pertinent to investor claim, follow up with H. Weber and CLA re pertinent dates (.5); prepare for telephone conference with A. Schwartz re status of deposition schedule and document production, telephone call and follow up (1.0)	L300	L390	1.50
12/05/12	C. Schenk	Review letter re tolling agreement drafted by B. Lamping for comment and related summary chart	L300	L310	0.30
12/06/12	M. Choi	NO CHARGE Telephone conference with D. Boulankine (Intuit) re online Quickbook data	L100	L190	0.30
12/06/12	S. Higgins	Coordinate document review on additional search terms with M. Choi	L100	L140	0.40
12/06/12	B. Lamping	Draft summary spreadsheet re tolling agreements	L100	L140	0.20
12/06/12	B. Lamping	Meet with M. Choi re Acartha document database	L100	L190	0.60
12/06/12	C. Schenk	Attention to details pertaining to depositions	L300	L330	0.40
12/06/12	C. Schenk	Review of SEC search terms, prepare summary of Receivership sample search terms and communications with S. Higgins re depositions and turnover of Receivership documentation	L300	L330	0.80
12/07/12	C. Schenk	Attention to document management issues involving tip and Quickbook files	L300	L330	0.20

Invoice

Payment Due Upon Receipt

January 24, 2013
 Invoice #2511630
 Page 3

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/07/12	C. Schenk	Prepare for meeting with CLA involving investor claim	L300	L330	0.20
12/10/12	M. Choi	NO CHARGE Communicate with Intuit re online Quickbook account	L100	L190	0.80
12/10/12	S. Higgins	Prepare for and meet with T. O'Shaughnessy relative to Integrien claims	L100	L190	2.10
12/10/12	S. Higgins	Review and execute Tip agreement	L100	L190	0.40
12/10/12	S. Higgins	Email to opposing counsel and C. Schenk re Tip agreement	L100	L190	0.10
12/10/12	S. Higgins	Review and analyze witness statements	L100	L140	0.70
12/10/12	C. Schenk	Meet with T. O'Shaughnessy, CLA and S. Higgins to discuss claim of E. Sarasin and follow up (2.0); review clawback agreement to gain access to documents and communications with S. Higgins re same (.2)	L100	L190	2.20
12/11/12	S. Higgins	Review and reply to email from [REDACTED] attorney for investor	L100	L190	0.20
12/11/12	S. Higgins	Review of ShareFile data in preparation for depositions of accountants	L300	L330	1.20
12/11/12	S. Higgins	Review statements and transcripts of accountant's depositions	L300	L330	0.60
12/11/12	C. Schenk	Attention to matters pertaining to Quickbook accounts	L100	L140	0.20
12/12/12	M. Choi	NO CHARGE Meet with S. Higgins and B. Lamping re preparations for depositions	L100	L140	0.40
12/12/12	M. Choi	NO CHARGE Review and analyze document production re deposition preparation	L100	L140	0.60
12/12/12	S. Higgins	Exchange emails with opposing counsel re depositions	L100	L190	0.20
12/12/12	S. Higgins	Coordinate with M. Choi and B. Lamping for review of database and prepare for depositions of accounting firms	L300	L330	1.60
12/12/12	B. Lamping	Meet with S. Higgins and M. Choi re preparation for deposition of Brown Smith Wallace representative	L100	L190	1.50
12/12/12	C. Schenk	Attention to Quickbook data retrieval, communications with M. Choi	L100	L140	0.20

Invoice

Payment Due Upon Receipt

January 24, 2013
 Invoice #2511630
 Page 4

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/12/12	C. Schenk	Communications re impending depositions with S. Higgins	L100	L190	0.20
12/13/12	B. Lamping	Prepare for deposition of Brown Smith Wallace representative	L300	L330	1.80
12/13/12	J. Muzzarelli	Review and prepare financial statements and emails re Brown Smith Wallace resignation for upcoming deposition	L300	L330	3.70
12/13/12	C. Schenk	Review information pertaining to scheduled depositions	L300	L330	0.20
12/14/12	S. Higgins	Telephone calls and emails with opposing counsel relative to deposition scheduling	L100	L190	0.40
12/14/12	S. Higgins	Work with M. Choi and CTS to collate documents in preparation for depositions	L100	L140	1.30
12/14/12	J. Muzzarelli	Review and prepare financial statements and emails re Brown Smith Wallace resignation for upcoming deposition	L300	L330	5.20
12/14/12	C. Schenk	Communications with M. Choi re accounting information needed to resolve investor claims and information sharing with CLA (.3); communications with S. Higgins re planning for witness interviews and update re claims issues(.4)	L100	L190	0.70
12/15/12	B. Lamping	Prepare for Brown Smith Wallace representative's deposition	L300	L330	0.70
12/17/12	M. Choi	NO CHARGE Telephone conference with vendor re recovery of data	L100	L190	0.30
12/17/12	B. Lamping	Prepare for deposition of Brown Smith Wallace deposition	L300	L330	1.60
12/18/12	B. Lamping	Prepare for deposition of Brown Smith Wallace representative	L300	L330	0.60
12/18/12	C. Schenk	Attention to upcoming depositions	L300	L330	0.20
12/20/12	S. Higgins	Prepare for B. Ziebarth deposition to include review of prior deposition transcript and location of and analysis of relevant documents	L300	L330	0.00
12/20/12	S. Higgins	Review plaintiff's response to defendant's interrogatories	L300	L310	0.20
12/20/12	S. Higgins	Prepare for B. Ziebarth deposition to include review of prior deposition transcript and location of and analysis of relevant documents	L300	L330	5.00

Invoice

Payment Due From Receipt

January 24, 2013
 Invoice #2511630
 Page 5

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/20/12	B. Lamping	Meet with S. Higgins re preparation for B. Ziebarth's deposition	L100	L190	0.70
12/20/12	B. Lamping	Review documents re preparation for B. Ziebarth's deposition	L300	L330	4.20
12/20/12	B. Lamping	Prepare outline and exhibits for B. Ziebarth's deposition	L300	L330	2.50
12/20/12	C. Schenk	Review filing, response to interrogatories	L300	L330	0.10
12/21/12	S. Higgins	Attend and take deposition of B. Ziebarth	L300	L330	9.00
12/21/12	B. Lamping	Review B. Ziebarth's witness interview	L100	L120	0.50
12/21/12	J. Muzzarelli	Review database for general ledgers showing transfers from receivership entities to Morriss Holdings or D. Morriss	L100	L120	0.50
12/26/12	S. Higgins	Emails to and from counsel for B. D. Morriss	L100	L190	0.30
12/26/12	S. Higgins	Meet with B. Lamping relative to discovery to follow up on deposition of B. Ziebarth	L100	L140	0.60
12/26/12	B. Lamping	Meet with S. Higgins re deposition preparation	L100	L190	0.60
12/28/12	S. Higgins	Meet with M. Choi relative to database and Tip issues, and review of ShareFile data in preparation for depositions of accountants	L100	L120	2.60
12/28/12	C. Schenk	Communications with S. Higgins re upcoming depositions	L300	L330	0.20

Total Hours: 70.50

SUBTOTAL FOR SERVICES

\$26,812.00

For Cash Outlays:

For reproduction charges

\$2.00

SUBTOTAL FOR CASH OUTLAYS

\$2.00

Invoice

Payment Due for Receipt

January 24, 2013
 Invoice #2511630
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U.S. District Court Eastern District of Missouri

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
S. Higgins	31.80	\$510.00	\$16,218.00
C. Schenk	9.50	\$430.00	\$4,085.00
Subtotal for Partner	41.30	\$491.60	\$20,303.00
B. Lamping	17.40	\$260.00	\$4,524.00
Subtotal for Associate	17.40	\$260.00	\$4,524.00
M. Choi	2.40	\$220.00	\$528.00
J. Muzzarelli	9.40	\$155.00	\$1,457.00
Subtotal for Legal Assistant (paralegals and other legal support personnel)	11.80	\$168.22	\$1,985.00
Total All Classes	70.50	\$380.31	\$26,812.00

SUBTOTAL FOR SERVICES	\$26,812.00
LESS NO CHARGE ENTRIES	-528.00
LESS 15% DISCOUNT	-3,942.60
TOTAL FOR SERVICES	\$22,341.40
SUBTOTAL FOR CASH OUTLAYS	\$2.00
TOTAL AMOUNT DUE	\$22,343.40

Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

To: U.S. District Court Eastern District of Missouri, Thomas F. Eagleton Courthouse, 111 S. 10th Street, 3rd Floor, St. Louis, MO 63102

Firm Name: THOMPSON COBURN LLP

Firm Address: P.O. Box 18379M, St. Louis, Missouri 63195

Billing Attorney: 4260-Claire Schenk

Matter Name: Goodman Lawsuit

Invoice No.: 2511630
Invoice Date: 01/24/13

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
	Hours	Amount	Hours	Amount
54464-104425				
TOTAL LEGAL FEES:	70.50	\$22,341.40	862.50	\$254,393.96
TOTAL DISBURSEMENTS:		\$2.00		\$92.85
TOTAL LEGAL FEES & DISB:		\$22,343.40		\$254,486.81

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		Amount	Amount	Amount	Amount
102	For postage	\$0.00		\$5.70	
106	For reproduction charges	\$2.00		\$67.20	
108	For color reproduction charges	\$0.00		\$19.95	
TOTAL DISBURSEMENTS:		\$2.00		\$92.85	

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount
<u>Partner</u>					
Darrough, M	0.00	0.00	0.00	7.10	2,840.00
Farrell, D	0.00	0.00	0.00	0.90	418.50
Higgins, S	510.00	31.80	16,218.00	279.90	142,749.00
Kelly, C	0.00	0.00	0.00	0.60	249.00
Reid, C	0.00	0.00	0.00	6.00	2,730.00
Schenk, C	430.00	9.50	4,085.00	158.10	67,983.00
TOTAL Partner:	491.59	41.30	\$20,303.00	452.60	\$216,969.50
<u>Associate</u>					
Burke, B	0.00	0.00	0.00	2.10	619.50
Hellmich, J	0.00	0.00	0.00	3.70	758.50
Kraft, K	0.00	0.00	0.00	36.60	12,810.00
Lamping, B	260.00	17.40	4,524.00	144.80	37,648.00
Mangian, D	0.00	0.00	0.00	3.50	840.00
TOTAL Associate:	260.00	17.40	\$4,524.00	190.70	\$52,676.00

Legal Assistant (paralegals and other legal support personnel)

Task Based Billing Summary
Law Firm Invoice

Matter Name: Goodman Lawsuit
 C/M Firm No: 54464-104425

Page: 2

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	THIS BILL			CUMULATIVE TOTALS	
	Rate	Hours	Amount	Hours	Amount
Brooks, L	0.00	0.00	0.00	10.50	1,155.00
Choi, M	220.00	2.40	528.00	4.60	1,012.00
Muzzarelli, J	155.00	9.40	1,457.00	132.20	20,491.00
Parrish, M	0.00	0.00	0.00	0.60	108.00
Schuetze, A	0.00	0.00	0.00	28.80	3,168.00
Weber, H	0.00	0.00	0.00	42.50	7,225.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	168.22	11.80	\$1,985.00	219.20	\$33,159.00
Subtotal Legal Fees:		70.50	\$26,812.00	862.50	\$302,804.50
Less Discount:			-4,470.60		-48,410.54
TOTAL LEGAL FEES:			\$22,341.40		\$254,393.96

Task Based Billing Summary
Law Firm Invoice

Matter Name: Goodman Lawsuit
C/M Firm No: 54464-104425

Page: 3

ANALYSIS OF FEES BY FUNCTIONS:

		<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
B50-Banruptcy: Creditor or Debtor					
B50.01	Case Administration (incl. strategy/client communications)	0.00	\$0.00	156.20	\$49,781.00
B50.02	Asset Analysis and Recovery	0.00	\$0.00	3.70	\$923.00
B50.05	Executory contract issues	0.00	\$0.00	1.60	\$688.00
TOTAL :		0.00	\$0.00	161.50	\$51,392.00
L01-Matter Open					
L110	Fact Investigation/Development	0.00	\$0.00	5.20	\$2,596.00
L120	Analysis/Strategy	1.30	\$663.00	4.50	\$2,271.00
TOTAL Case Assessment, Development and Administration:		1.30	\$663.00	9.70	\$4,867.00
L02-Pre-Suit or Pre-Answer Work					
L120	Analysis/Strategy	0.00	\$0.00	11.80	\$5,977.50
L120	Analysis/Strategy	0.00	\$0.00	2.60	\$1,151.00
L120	Analysis/Strategy	0.00	\$0.00	4.10	\$1,045.00
L120	Analysis/Strategy	0.00	\$0.00	18.90	\$8,117.50
L120	Analysis/Strategy	0.00	\$0.00	3.10	\$693.50
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$77.50
L120	Analysis/Strategy	0.00	\$0.00	2.30	\$718.50
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	43.30	\$17,780.50
L03-Initial Investigation and Experts					
L110	Fact Investigation/Development	0.00	\$0.00	45.10	\$16,950.00
L410	Fact Witnesses	0.00	\$0.00	3.20	\$1,632.00
L110	Fact Investigation/Development	0.00	\$0.00	0.90	\$234.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	28.00	\$11,738.00
L130	Experts/Consultants	0.00	\$0.00	1.60	\$688.00
L110	Fact Investigation/Development	0.00	\$0.00	2.30	\$805.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	81.10	\$32,047.00
L04-Initial Filings					
L210	Pleadings	0.00	\$0.00	28.00	\$13,037.50
L310	Written Discovery	0.90	\$419.00	1.40	\$634.00
TOTAL Discovery:		0.90	\$419.00	29.40	\$13,671.50
L05-Ongoing Reporting and Communication					
L05.110	Budgeting Work and Communications	0.00	\$0.00	0.90	\$387.00
L190	Other Case Assessment, Development	3.80	\$1,340.00	20.30	\$8,361.00

Task Based Billing Summary
Law Firm Invoice

Matter Name: Goodman Lawsuit
C/M Firm No: 54464-104425

Page: 4

ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
	and Administration				
L190	Other Case Assessment, Development and Administration	1.20	\$612.00	3.10	\$1,481.00
L190	Other Case Assessment, Development and Administration	2.80	\$1,428.00	55.90	\$24,505.00
L190	Other Case Assessment, Development and Administration	6.80	\$2,108.00	66.00	\$23,210.00
TOTAL Case Assessment, Development and Administration:		14.60	\$5,488.00	146.20	\$57,944.00
 L06-Investigation/Discovery/Analysis					
L390	Other Discovery	2.60	\$1,206.00	35.70	\$16,727.00
L390	Other Discovery	0.00	\$0.00	46.30	\$8,328.00
L310	Written Discovery	0.00	\$0.00	0.90	\$459.00
L310	Written Discovery	0.00	\$0.00	1.10	\$286.00
L320	Document Production	0.00	\$0.00	0.10	\$51.00
L350	Discovery Motions	0.30	\$153.00	0.40	\$204.00
L310	Written Discovery	0.20	\$102.00	8.70	\$3,118.00
L310	Written Discovery	0.00	\$0.00	0.40	\$204.00
L320	Document Production	0.00	\$0.00	7.80	\$3,438.00
L390	Other Discovery	0.00	\$0.00	0.30	\$153.00
L330	Depositions	2.70	\$1,161.00	19.80	\$8,408.00
L330	Depositions	17.00	\$5,820.00	17.00	\$5,820.00
L330	Depositions	9.00	\$4,590.00	9.00	\$4,590.00
L330	Depositions	0.00	\$0.00	2.30	\$1,093.00
L330	Depositions	0.00	\$0.00	16.10	\$7,915.00
L330	Depositions	12.20	\$3,062.50	32.00	\$12,168.50
L120	Analysis/Strategy	3.60	\$1,586.00	7.20	\$2,622.00
L120	Analysis/Strategy	0.00	\$0.00	81.60	\$14,619.50
L120	Analysis/Strategy	0.00	\$0.00	8.40	\$3,071.00
L120	Analysis/Strategy	0.50	\$77.50	20.10	\$5,203.50
L310	Written Discovery	0.00	\$0.00	0.10	\$51.00
L310	Written Discovery	0.00	\$0.00	1.10	\$561.00
L310	Written Discovery	0.00	\$0.00	1.30	\$663.00
L140	Document/File Management	4.60	\$2,264.00	54.90	\$18,475.00
L140	Document/File Management	1.00	\$220.00	2.00	\$390.00
L140	Document/File Management	0.00	\$0.00	0.40	\$68.00
TOTAL Case Assessment, Development and Administration:		53.70	\$20,242.00	375.00	\$118,686.50
 L07-Motions and Hearings					
L250	Other Written Motions and Submissions	0.00	\$0.00	1.50	\$765.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.90	\$309.00

6341

Task Based Billing Summary
Law Firm Invoice

Matter Name: Goodman Lawsuit
 C/M Firm No: 54464-104425

Page: 5

ANALYSIS OF FEES BY FUNCTIONS:

		<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
L250	Other Written Motions and Submissions	0.00	\$0.00	10.90	\$3,812.00
	TOTAL Pre-Trial Pleadings and Motions:	0.00	\$0.00	13.30	\$4,886.00
L08-Trial Preparation					
L440	Other Trial Preparation and Support	0.00	\$0.00	3.00	\$1,530.00
	TOTAL Trial Preparation and Trial:	0.00	\$0.00	3.00	\$1,530.00
	Subtotal Legal Fees:	70.50	\$26,812.00	862.50	\$302,804.50
	Less Discount		\$-4,470.60		-48,410.54
	TOTAL LEGAL FEES 54464-104425		\$22,341.40		\$254,393.96



January 24, 2013

U.S. District Court Eastern District of Missouri
Attn: Hon. Carol E. Jackson
Thomas F. Eagleton Courthouse
111 S. 10th Street
3rd Floor
St. Louis, Missouri 63102

Direct Correspondence To:
One US Bank Plaza
St. Louis, Missouri 63101-1693
314-552-6000
AccountsReivable@ThompsonCoburn.com

EIN [REDACTED]

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT

PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 2511630

\$22,343.40

Please remit this copy with your check to:

Thompson Coburn LLP
P.O. Box 18379M
St. Louis, MO 63195

ACH Instructions:

Account Name: Thompson Coburn LLP
Bank: U.S. Bank
ABA/Routing Number: [REDACTED]
Account Number: [REDACTED]

Please reference invoice number(s) with ACH or send an e-mail with the information to

AccountsReivable@ThompsonCoburn.com

FOR WIRE TRANSFER INSTRUCTIONS PLEASE CONTACT

AccountsReivable@ThompsonCoburn.com



Remit To:
 P.O. Box 18379M
 St. Louis, Missouri 63195

ACH Instructions:
 Account Name: Thompson Coburn LLP
 Bank: U.S. Bank
 ABA/Routing Number: [REDACTED]
 Account Number: [REDACTED]
 Please reference invoice number(s).

Direct Correspondence To:
 One US Bank Plaza
 St. Louis, Missouri 63101-1693
 314-552-6000
 AccountsReivable@ThompsonCoburn.com

January 24, 2013
 Invoice #2511631

U.S. District Court Eastern District of Missouri
 Attn: Hon. Carol E Jackson
 Thomas F. Eagleton Courthouse
 111 S. 10th Street
 3rd Floor
 St. Louis, Missouri 63102

EIN [REDACTED]

For Legal Services Rendered in Connection With:

Morriss Holdings, LLC
 TC File: 54464 / 105756

Date	Atty	Description	Phase	Task	Hours
12/05/12	B. Lamping	Research re motion for default against Morriss Holdings	L200	L250	1.40
12/06/12	S. Higgins	Review and revise motion for default	L200	L250	0.30
12/06/12	B. Lamping	Research re motion for default judgment	L200	L250	1.00
12/06/12	B. Lamping	Draft motion for default judgment against Morriss Holdings	L200	L250	1.90
12/12/12	B. Lamping	Draft motion for default against Morriss Holdings	L200	L250	0.40
12/12/12	C. Schenk	Review motion for default judgment, prepare comments for discussion with B. Lamping, finalize filing	L200	L240	0.40
12/15/12	B. Lamping	Draft motion for entry of default and memorandum in support	L200	L250	0.40
12/17/12	B. Lamping	Draft and file motion for default	L200	L250	0.40
Total Hours:					6.20

SUBTOTAL FOR SERVICES

\$1,755.00



Invoice

Payment Due Upon Receipt

January 24, 2013
 Invoice #2511631
 Page 2

U.S. District Court Eastern District of Missouri

For Cash Outlays:

For reproduction charges \$6.16

SUBTOTAL FOR CASH OUTLAYS \$6.16

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
S. Higgins	0.30	\$510.00	\$153.00
C. Schenk	0.40	\$430.00	\$172.00
Subtotal for Partner	0.70	\$464.29	\$325.00
B. Lamping	5.50	\$260.00	\$1,430.00
Subtotal for Associate	5.50	\$260.00	\$1,430.00
Total All Classes	6.20	\$283.06	\$1,755.00

SUBTOTAL FOR SERVICES	\$1,755.00
LESS 15% DISCOUNT	-263.25
TOTAL FOR SERVICES	\$1,491.75
SUBTOTAL FOR CASH OUTLAYS	\$6.16
TOTAL AMOUNT DUE	\$1,497.91

Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

To: U.S. District Court Eastern District of Missouri, Thomas F. Eagleton Courthouse, 111 S. 10th Street, 3rd Floor, St. Louis, MO 63102

Firm Name: THOMPSON COBURN LLP

Firm Address: P.O. Box 18379M, St. Louis, Missouri 63195

Billing Attorney: 4260-Claire Schenk

Matter Name: Morriss Holdings, LLC

Invoice No.: 2511631

Invoice Date: 01/24/13

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
	Hours	Amount	Hours	Amount
54464-105756				
TOTAL LEGAL FEES:	6.20	\$1,491.75	40.80	\$10,421.00
TOTAL DISBURSEMENTS:		\$6.16		\$169.12
TOTAL LEGAL FEES & DISB:		\$1,497.91		\$10,590.12

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>	<u>CUMULATIVE TOTALS</u>
		Amount	Amount
106	For reproduction charges	\$6.16	\$169.12
TOTAL DISBURSEMENTS:		\$6.16	\$169.12

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount
<u>Partner</u>					
Darrough, M	0.00	0.00	0.00	0.40	160.00
Higgins, S	510.00	0.30	153.00	6.10	3,111.00
Schenk, C	430.00	0.40	172.00	5.50	2,365.00
TOTAL Partner:	464.28	0.70	\$325.00	12.00	\$5,636.00

Associate

Lamping, B	260.00	5.50	1,430.00	20.50	5,330.00
TOTAL Associate:	260.00	5.50	\$1,430.00	20.50	\$5,330.00

Legal Assistant (paralegals and other legal support personnel)

Muzzarelli, J	0.00	0.00	0.00	7.80	1,209.00
Weber, H	0.00	0.00	0.00	0.50	85.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	0.00	0.00	\$0.00	8.30	\$1,294.00

Subtotal Legal Fees:	6.20	\$1,755.00	40.80	\$12,260.00
Less Discount:		-263.25		-1,839.00

Task Based Billing Summary
Law Firm Invoice

Matter Name: Morriss Holdings, LLC
C/M Firm No: 54464-105756

Page: 2

ANALYSIS OF LEGAL FEES FOR PERSONS PERFORMING SERVICES DURING THIS PERIOD:

	THIS BILL			CUMULATIVE TOTALS	
	Rate	Hours	Amount	Hours	Amount
TOTAL LEGAL FEES:			\$1,491.75		\$10,421.00

Task Based Billing Summary
Law Firm Invoice

Matter Name: Morriss Holdings, LLC
C/M Firm No: 54464-105756

Page: 3

ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
L02-Pre-Suit or Pre-Answer Work					
L120	Analysis/Strategy	0.00	\$0.00	0.40	\$160.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	0.40	\$160.00
L03-Initial Investigation and Experts					
L110	Fact Investigation/Development	0.00	\$0.00	1.30	\$372.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	1.50	\$390.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	2.80	\$762.00
L04-Initial Filings					
L210	Pleadings	0.00	\$0.00	17.00	\$5,495.00
L210	Pleadings	0.00	\$0.00	4.00	\$730.00
	TOTAL Pre-Trial Pleadings and Motions:	0.00	\$0.00	21.00	\$6,225.00
L05-Ongoing Reporting and Communication					
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	1.90	\$769.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	0.60	\$258.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	2.20	\$844.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	4.70	\$1,871.00
L06-Investigation/Discovery/Analysis					
L310	Written Discovery	0.00	\$0.00	0.30	\$78.00
L120	Analysis/Strategy	0.00	\$0.00	2.20	\$527.00
L120	Analysis/Strategy	0.00	\$0.00	1.70	\$442.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	4.20	\$1,047.00
L07-Motions and Hearings					
L240	Dispositive Motions	0.40	\$172.00	1.50	\$458.00
L250	Other Written Motions and Submissions	5.00	\$1,375.00	5.20	\$1,427.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.20	\$102.00
L250	Other Written Motions and Submissions	0.80	\$208.00	0.80	\$208.00
	TOTAL Pre-Trial Pleadings and Motions:	6.20	\$1,755.00	7.70	\$2,195.00
	Subtotal Legal Fees:	6.20	\$1,755.00	40.80	\$12,260.00

Task Based Billing Summary
Law Firm Invoice

Matter Name: Morriss Holdings, LLC
C/M Firm No: 54464-105756

Page: 4

ANALYSIS OF FEES BY FUNCTIONS:

	THIS BILL		CUMULATIVE TOTALS	
	Hours	Amount	Hours	Amount
Less Discount		\$-263.25		-1,839.00
TOTAL LEGAL FEES 54464-105756		\$1,491.75		\$10,421.00



January 24, 2013

Direct Correspondence To:
One US Bank Plaza
St. Louis, Missouri 63101-1693
314-552-6000
AccountsReivable@ThompsonCoburn.com

U.S. District Court Eastern District of Missouri
Attn: Hon. Carol E. Jackson
Thomas F. Eagleton Courthouse
111 S. 10th Street
3rd Floor
St. Louis, Missouri 63102

EIN [REDACTED]

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT

PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 2511631

\$1,497.91

Please remit this copy with your check to:

Thompson Coburn LLP
P.O. Box 18379M
St. Louis, MO 63195

ACH Instructions:

Account Name: Thompson Coburn LLP
Bank: U.S. Bank
ABA/Routing Number: [REDACTED]
Account Number: [REDACTED]

Please reference invoice number(s) with ACH or send an e-mail with the information to

AccountsReivable@ThompsonCoburn.com

FOR WIRE TRANSFER INSTRUCTIONS PLEASE CONTACT

AccountsReivable@ThompsonCoburn.com



Segue Equity Group, LLC.
325 North Kirkwood, Suite 103
St. Louis, MO 63122
MichelleM@SeguePartners.com

Acartha Group Receivership
Claire M. Schenk
c/o Claire Schenk Thompson Coburn
One US Bank Plaza
St. Louis Missouri 63101-1693

Invoice Number #INV-20121213-63
Date 12/13/2012
Due Date 01/13/2013

Acartha Group Oct. & Nov. Summary Invoice

Item	Description	Price/Unit	Qty	Price
Michelle Murray, Managing Director, Financial Activities	Accounting/ Auditing	\$233.75	0.50	\$116.88
Michelle Murray, Managing Director, Financial Activities	Business Analysis	\$233.75	6.40	\$1,496.00
Michelle Murray, Managing Director, Financial Activities	Data Analysis	\$233.75	1.50	\$350.63
Amy Reagan, Financial Associate, Financial Activities	Accounting/ Auditing	\$81.00	6.40	\$518.40
Amy Reagan, Financial Associate, Financial Activities	Business Analysis	\$81.00	11.50	\$931.50
Amy Reagan, Financial Associate, Financial Activities	Data Analysis	\$81.00	8.10	\$656.10

**Exhibit
D-2A**

Subtotal \$4,069.51
V.A.T. (0%) \$0.00
Total \$4,069.51

Outstanding Balance \$24,294.36
Grand Total \$28,363.87

*Outstanding balance includes Q1 invoice (\$15,941.71), April and May invoice (\$17,589.84), June invoice (\$14,201.51), July invoice (\$5,173.46), adjustment invoice for Q1 (\$2,334.83), adjustment invoice for April/ May Invoice (\$2,217.53), August invoice (\$2,796.63), September invoice (\$2,196.54) and reflects the payments made on 9.20.2012 in the amount of (\$12,724.61) and on 11.28.2012 in the amount of (\$25,433.08).



Segue Equity Group, LLC.

Acartha October & November Invoice

Created by Amy Reagan, Financial Associate on 12/04/2012 01:10 PM

Projects for client Acartha Group Receivership
All Users
Time Interval: 10/01/2012 — 11/30/2012

Total hours	36:00	
Amy Reagan, Financial Associate	26:40	
Accounting/Auditing	06:40	
10/09/2012 04:15 PM — 04:25 PM	00:10	Talked to Karla about Reliance bank accounts.
10/23/2012 03:40 PM — 04:20 PM	00:40	Worked on Q3 SFAR.
10/24/2012 09:10 AM — 10:10 AM	01:00	Worked on Q3 SFAR.
10/24/2012 11:15 AM — 12:05 PM	00:50	Worked on Q3 SFAR.
11/06/2012 03:35 PM — 05:15 PM	01:40	Worked on account balances spreadsheet.
11/07/2012 10:10 AM — 11:20 AM	01:10	Worked on account balances spreadsheet.
11/07/2012 11:55 AM — 12:15 PM	00:20	Updated bank account balances spreadsheet and communicated with Claire.
11/28/2012 02:05 PM — 02:45 PM	00:40	Updated Acartha cash balances and sent Claire updated spreadsheets.
11/30/2012 08:05 AM — 08:15 AM	00:10	Emailed Claire re: to SFAR and updated account balances.
Business Analysis	11:50	
10/01/2012 04:30 PM — 04:50 PM	00:20	Updated Claire and Michelle on [REDACTED] financing responses.
10/04/2012 12:35 PM — 12:45 PM	00:10	Talked to Claire re: Olds and Librato Financing.
10/04/2012 12:45 PM — 01:35 PM	00:50	Compiled information on Olds Communication and sent to Claire.
10/05/2012 12:50 PM — 01:30 PM	00:40	Read through Librato term sheet.
10/05/2012 03:00 PM — 03:20 PM	00:20	Contacted investors with updated Librato term sheet.
10/08/2012 03:05 PM — 03:25 PM	00:20	Talked to Claire and Christian Leedy about Librato financing.
10/09/2012 11:50 AM — 12:20 PM	00:30	General correspondence and emails.
10/17/2012 05:55 PM — 06:05 PM	00:10	Responded to Mr. Olds communication re: Librato.
10/18/2012 04:15 PM — 04:45 PM	00:30	Talked to Claire re: Librato and Olds communication. Communicated documents and posted to extranet.
10/26/2012 03:45 PM — 04:05 PM	00:20	Talked to Michelle about Cirqit, Mr. Fischer, and Gryphon III records.
10/29/2012 10:05 AM — 10:15 AM	00:10	Talked to Claire about Gryphon III.
		Worked on Cirqit letter and organized information

11/13/2012 05:00 PM — 05:40 PM	00:40	for communication. Also, organized Cirqit investors and contact information.
11/14/2012 02:35 PM — 02:45 PM	00:10	Drafted email to Cirqit investors.
11/14/2012 04:05 PM — 04:15 PM	00:10	Finished drafting email and compiling investors for Cirqit.
11/15/2012 08:10 AM — 08:20 AM	00:10	Sent out Cirqit email to investors.
11/16/2012 08:50 AM — 09:10 AM	00:20	Talked to Mr. Sigg and communicated with all Swiss investors about Cirqit.
11/16/2012 04:05 PM — 04:15 PM	00:10	Responded to investors re: Cirqit investment decisions.
11/19/2012 10:20 AM — 11:00 AM	00:40	Responded to interested investors re: Cirqit and organized excel spreadsheet. Received communication from Mr. Wehrle to send communication to investors and emailed Claire re: John Olds.
11/19/2012 12:00 PM — 12:30 PM	00:30	Talked to Claire re: John Olds and communicated with Tim O'Shaughnessy from CLA. Also, coordinated communication re: upcoming Cirqit conference call.
11/19/2012 01:40 PM — 02:00 PM	00:20	Sent email re: conference call to Cirqit investors. Talked to Tim O'Shaughnessy from CLA re: John Olds investment interest in ATP.
11/19/2012 03:10 PM — 03:30 PM	00:20	Drafted an email for Mr. Olds and talked to Michelle re: ATP interest.
11/19/2012 05:10 PM — 05:20 PM	00:10	Revised and sent Olds email to Claire for review.
11/20/2012 08:05 AM — 08:35 AM	00:30	Compiled Cirqit investors responses and updated spreadsheets accordingly.
11/20/2012 09:30 AM — 09:50 AM	00:20	Updated spreadsheet to reflect additional investors interest in Cirqit.
11/20/2012 01:35 PM — 02:05 PM	00:30	Followed up with Cirqit investors and updated records to reflect changes.
11/20/2012 06:10 PM — 06:20 PM	00:10	Sent Mr. Olds an email re: Cirqit and updated records.
11/26/2012 08:50 AM — 09:20 AM	00:30	Responded to Olds, Kaufman, Oetting, and Sigg emails re: Cirqit.
11/26/2012 12:35 PM — 01:05 PM	00:30	Talked to Brian and Claire about Cirqit updates.
11/27/2012 12:58 PM — 01:28 PM	00:30	Talked to Claire re: Cirqit and D. Morris. Drafted letter for Librato final close and compiled the interested investors.
11/28/2012 11:15 AM — 11:25 AM	00:10	Talked to Charlie Dill re: Cirqit investment.
11/28/2012 11:29 AM — 11:49 AM	00:20	Talked to Claire re: Librato final close. Then sent out email to all Librato investors.
11/29/2012 08:50 AM — 09:10 AM	00:20	Responded to Brian Kaufman and Nicole Hutter re: Cirqit and [REDACTED] investment opportunities.
Data Analysis	08:10	
10/04/2012 03:10 PM — 04:10 PM	01:00	Updated investors on Librato information and updated allocation spreadsheets.
10/09/2012 11:10 AM — 11:20 AM	00:10	Looked into Cirqit financing.
10/17/2012 02:05 PM — 04:35 PM	02:30	Talked to Claire, multiple investors, drafted a teaser letter, and made a spreadsheet for Cirqit financing.
		Talked to Michelle about [REDACTED] and reviewed Capital

10/18/2012 09:20 AM — 10:10 AM	00:50	Talked to Michelle about Cirqit and reviewed Capital Call materials.
10/26/2012 03:10 PM — 03:30 PM	00:20	Emailed and had a call with John Wehrle to talk about Cirqit investors.
10/26/2012 03:30 PM — 03:50 PM	00:20	Looked for documentation for Mr. Fischer's questions on Gryphon.
11/15/2012 10:05 AM — 11:25 AM	01:20	Talked to Mr. Olds and Claire about Cirqit allocations and worked on allocation spreadsheet for [REDACTED]
11/15/2012 01:25 PM — 01:45 PM	00:20	Talked to Michelle about Cirqit calculations and Olds' email.
11/21/2012 08:05 AM — 08:55 AM	00:50	Handled John Olds concerns re: investment into ATP. Talked to R. Sigg about Swiss investors and potential interest.
11/21/2012 11:05 AM — 11:15 AM	00:10	Talked to Charles Dill re: pro-rata allocation.
11/26/2012 10:15 AM — 10:35 AM	00:20	Calculated and communicated PCM pro-rata allocations for Cirqit.
Michelle Murray, Managing Director	09:20	
Accounting/Auditing	00:50	
10/25/2012 11:00 AM — 11:20 AM	00:20	Reviewed Q3 SFAR.
11/06/2012 02:00 PM — 02:30 PM	00:30	Discussed revisions to Q3 SFAR including outstanding liabilities.
Business Analysis	06:40	
10/18/2012 09:30 AM — 12:00 PM	02:30	Reviewed Cirqit letter and distribution correspondence. Also, looked into John Olds correspondence issue.
10/25/2012 02:30 PM — 03:00 PM	00:30	Reviewed Q3 SFAR draft submitted by Amy.
10/26/2012 03:15 PM — 03:35 PM	00:20	Talked to [REDACTED] re: Cirqit and Gryphon questions.
11/06/2012 10:30 AM — 11:30 AM	01:00	Call with Claire re: Cirqit and updates.
11/14/2012 04:00 PM — 05:00 PM	01:00	Discussed and reviewed correspondence for notice to LPs re: Cirqit Acartha capital call.
11/14/2012 04:15 PM — 05:05 PM	00:50	Reviewed correspondence with Amy and Chris Reid re: capital call. Also, reviewed old documents from John Wehrle and final draft letter before issued via email.
11/27/2012 01:30 PM — 02:00 PM	00:30	Reviewed draft Librato letter re: closing and investor responses from Amy.
Data Analysis	01:50	
11/15/2012 09:00 AM — 09:30 AM	00:30	Reviewed John Olds issue re: Cirqit and research re: his pro rata share and allocations in various Acartha entities.
11/15/2012 01:25 PM — 01:45 PM	00:20	Worked with Amy on Cirqit allocations and drafting [REDACTED]' email.
11/19/2012 03:10 PM — 03:30 PM	00:20	Discussed Olds' Issue with Amy.
11/19/2012 04:00 PM — 04:20 PM	00:20	Followed up with Tim O'Shaughnessy at CLA re: Olds and K-1s filed.
11/26/2012 03:30 PM — 03:50 PM	00:20	Responded to Brian Kaufman via phone re: PCM and upcoming closings.



Segue Equity Group, LLC.
 325 North Kirkwood, Suite 103
 St. Louis, MO 63122
 MichelleM@SeguePartners.com

Acartha Group Receivership
 Claire M. Schenk
 c/o Claire Schenk Thompson Coburn
 One US Bank Plaza
 St. Louis Missouri 63101-1693

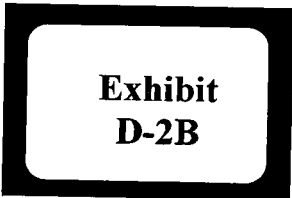
Invoice Number #INV-20130114-71
Date 01/01/2013
Due Date 01/31/2013

Acartha Group Dec. Summary Invoice

Item	Description	Price/Unit	Qty	Price
Michelle Murray, Managing Director, Financial Activities	Business Analysis	\$233.75	0.20	\$46.75
Amy Reagan, Financial Associate, Financial Activities	Accounting/ Auditing	\$81.00	1.20	\$97.20
Amy Reagan, Financial Associate, Financial Activities	Business Analysis	\$81.00	3.30	\$267.30

Subtotal \$411.25
V.A.T. (0%) \$0.00
Total \$411.25

Outstanding Balance \$28,363.87
Grand Total \$28,775.12





Segue Equity Group, LLC. Acartha December Invoice

Created by Amy Reagan, Financial Associate on 01/14/2013 10:57 AM

Projects for client Acartha Group Receivership
All Users
Time Interval: 12/01/2012 — 12/31/2012

Total hours	05:10	
Amy Reagan, Financial Associate	04:50	
Accounting/Auditing	01:20	
12/14/2012 03:45 PM — 04:15 PM	00:30	Updated cash balances and sent to Claire.
12/19/2012 10:25 AM — 10:45 AM	00:20	Talked to Claire re: transferring funds and EINs.
12/21/2012 11:45 AM — 12:15 PM	00:30	Reviewed tax filing payments and matched them to bank statement to create a list for Claire.
Business Analysis	03:30	
12/03/2012 11:15 AM — 11:35 AM	00:20	Talked to Steven McKnight re: Cirqit.
12/03/2012 05:50 PM — 06:10 PM	00:20	Answered Claire's question re: Cirqit investors.
12/04/2012 08:20 AM — 08:30 AM	00:10	Talked with [REDACTED] re: Cirqit investment.
12/04/2012 09:55 AM — 10:05 AM	00:10	Talked to John Wehrle about Cirqit investors.
12/04/2012 04:30 PM — 05:30 PM	01:00	Organized information for extranet security settings and emailed Bob with TC.
12/06/2012 11:40 AM — 12:40 PM	01:00	Updated Acartha Group Extranet security settings for all investors.
12/07/2012 10:45 AM — 11:05 AM	00:20	Talked to Claire re: Tervela note and did research to see if I could answer her questions.
12/27/2012 09:10 AM — 09:20 AM	00:10	Review correspondence from Jon Roberts and talked to Michelle about it.
Michelle Murray, Managing Director	00:20	
Business Analysis	00:20	
12/27/2012 09:00 AM — 09:20 AM	00:20	Review correspondence from Jon Roberts and review files to confirm records about Gryphon III, and respond accordingly.

Paul Melnuk & Brad Aldrich

Time Sheet Summary

FIL Capital

120 S. Central

Suite 1000

St. Louis, MO 63105

Receiver:

Claire Schenk, Thompson Coburn

Project:

Acartha receivership entities

Receiver phone:

314.552.6152

Receiver e-mail:

acartha.receivership@thompsoncoburn.com

Billing period ending: December 31, 2012

MONTH	Activity Category	Hours	TOTAL	
November	page 1 Business Analysis	2.00	\$700	Preparation and participation in [redacted] Board of Directors meeting.
Total hours		2.00	\$700	



Receiver signature

Direct Billing Inquiries to:

CliftonLarsonAllen LLP
 ATTN: Ginger Stafford
 4250 N. Fairfax Drive
 Suite 1020
 Arlington, VA 22203
 (571) 227-9688

Claire M. Schenk, Esq.
 Receiver for Acartha Group, LLC, et al.
 Thompson Coburn LLP
 One US Bank Plaza
 St. Louis, MO 63101

Account Number [REDACTED]
 Invoice Date 1/25/2013
 Invoice # 569823

For services rendered to Acartha Group, LLC, MIC VII, LLC, Acartha Technology Partners, LP, and Gryphon Investments, III, LLC, et al. ("the Receivership entities") October 1, 2012 through December 31, 2012

Entity	Current Invoice - 4th Qtr 2012						
	Not previously Invoiced re 3rd Qtr 2012 for information only - write off		Services not included in 3rd Qtr 2012 Invoice & within fixed fee		4th Qtr Services Approved by Receiver		
	First Invoice	Hours	Amount	Hours	Amount	Hours	Amount(2)
Acartha Group Funding, LLC	2,500.00	0.30	33.00	-	-	-	-
Acartha Group LLC	2,500.00	0.50	55.00	-	-	0.16	40.80
Acartha Merchant Partners, LLC	2,500.00	0.30	33.00	-	-	-	-
Acartha Special Situations Funding, LLC	2,500.00	0.30	33.00	-	-	-	-
Acartha Specialty Finance Investment, LLC	2,500.00	0.30	33.00	-	-	-	-
Acartha Technology Partners, LP Total	1,886.86	-	-	-	-	1.06	161.55
Clearbrook Acquisition, LLC	2,500.00	-	-	-	-	-	-
Evergrid Acquisition, LLC	2,500.00	-	-	-	-	-	-
Evergrid MIC VII, LLC	1,837.70	-	-	-	-	-	-
Gryphon Investments III, LLC	2,324.73	-	-	-	-	0.16	40.80
Integrien Acquisition Capital II, LLC	2,500.00	0.35	45.75	-	-	-	-
Integrien Acquisition II, LLC	1,841.29	-	-	-	-	5.20	1,326.00
Integrien Acquisitions, LLC	1,943.03	-	-	-	-	-	-
Librato Acquisition II, LLC	1,477.85	0.30	33.00	-	-	-	-
MIC VII, LLC Total	1,743.53	-	-	0.30	76.50	1.06	161.55
Tervela Acquisition II, LLC	2,070.53	0.30	33.00	-	-	-	-
Tervela Acquisition III, LLC	2,500.00	0.30	33.00	-	-	0.41	68.30
Morriss Administration d/b/a Acartha Group Funding	-	-	-	0.30	33.00	-	-
Tervela Acquisition, LLC	1,131.53	-	-	-	-	-	-
Totals		2.95	331.75	0.60	109.50	8.05	1,799.00
				8.05	1,799.00		
				8.65	1,908.50		
				2.95	331.75		
				11.60	2,240.25		

Notes:

- (1) Per 6/26/12 Engagement Letter, 2011 tax return preparation limited to lower of hours or fixed fee of \$2,500
- (2) Per 6/26/12 Engagement Letter, additional services approved by Receiver related to time expended on special allocation analyses not included in the flat fee arrangement and some non-tax related communications.
- (3) Per 1/8/13 agreement with Receiver, tax return prep for 2012 is limited to lower of hourly rate or fixed fee of \$2,800. Out of scope work will be subject to Receiver approval.



Invoice Total \$1,908.50

We Appreciate Your Business and Referrals

Payment is due upon receipt.

Please detach and remit payment to the address below using the enclosed envelope.

CliftonLarsonAllen LLP
4420 N. Fairfax Drive
Suite 1020
Arlington, VA 22203
ATTN: Ginger Stafford
571-227-9688

Amount Remitted \$ _____

Account Number [REDACTED]

Invoice Number 569823



Invoice Total \$1,908.50

We Appreciate Your Business and Referrals

Payment is due upon receipt.

Please detach and remit payment to the address below using the enclosed envelope.

CliftonLarsonAllen LLP
4420 N. Fairfax Drive
Suite 1020
Arlington, VA 22203
ATTN: Ginger Stafford
571-227-9688

Amount Remitted \$ _____
Account Number [REDACTED]
Invoice Number 569823

Client: 064-076062
Acartha Group Receivership

Attachment to Invoice 569823
Dated 1/25/13

<u>Date</u>	<u>Name</u>	<u>Task Code</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	<u>Detail</u>
Acartha Group LLC						
9/14/12	D Thieret	Tax Issues	0.50	110.00	55.00	Assist Tim with input on capital accounts.
Acartha Group, LLC Total			<u>0.50</u>		<u>55.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
12/17/12	O'Shaughnessy	Tax Issues	0.16	255.00	40.80	Summary of Tax Notices received for Claire.
Total Additional Services			<u>0.16</u>		<u>40.80</u>	
MIC VII, LLC Total						
11/26/12	O'Shaughnessy	Tax Issues	0.30	255.00	76.50	Emails of K1 related to Welde Trust.
MIC VII, LLC Total			<u>0.30</u>		<u>76.50</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
11/26/12	O'Shaughnessy	Tax Issues	0.15	255.00	38.25	Review NY Notices.
12/17/12	O'Shaughnessy	Tax Issues	0.16	255.00	40.80	Summary of Tax Notices received for Claire.
10/29/12	D Thieret	Tax Issues	0.25	110.00	27.50	Call to NY on penalty notices, redo POA and send to NY.
11/26/12	D Thieret	Tax Issues	0.25	110.00	27.50	MCI VII - NY Notice.
11/20/12	D Thieret	Tax Issues	0.25	110.00	27.50	Rework MIC VII abatement request.
Total Additional Services			<u>1.06</u>		<u>161.55</u>	
Acartha Technology Partners, LP						
None						
Acartha Technology Partners, LP Total			<u>0.00</u>		<u>0.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
11/5/12	D Thieret	Tax Issues	0.25	110.00	27.50	P/C to NY regarding late filing penalties on MIC VII.
10/29/12	D Thieret	Tax Issues	0.25	110.00	27.50	Call to NY on penalty notices, redo POA and send to NY.
11/26/12	D Thieret	Tax Issues	0.25	110.00	27.50	Acartha Tech Partners - NY Notice.
12/17/12	O'Shaughnessy	Tax Issues	0.16	255.00	40.80	Summary of Tax Notices received for Claire.
11/26/12	O'Shaughnessy	Tax Issues	0.15	255.00	38.25	Review NY Notices.
Total Additional Services			<u>1.06</u>		<u>161.55</u>	
Gryphon Investments III, LLC						
None						
Gryphon Investments III, LLC Total			<u>0.00</u>		<u>0.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
12/17/12	O'Shaughnessy	Tax issues	0.16	255.00	40.80	Summary of Tax Notices received for Claire.
Total Additional Services			<u>0.16</u>		<u>40.80</u>	

Client: 064-076062
Acartha Group Receivership

Attachment to Invoice 569823
Dated 1/25/13

<u>Date</u>	<u>Name</u>	<u>Task Code</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	<u>Detail</u>
Clearbrook Acquisition, LLC						
None						
Clearbrook Acquisition, LLC Total			<u>0.00</u>		<u>0.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
None						
Total Additional Services			<u>0.00</u>		<u>0.00</u>	
Integrien Acquisitions, LLC						
None						
Integrien Acquisitions, LLC			<u>0.00</u>		<u>0.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
None						
Total Additional Services			<u>0.00</u>		<u>0.00</u>	
Integrien Acquisition II, LLC						
None						
Integrien Acquisition II, LLC Total			<u>0.00</u>		<u>0.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
12/17/12	O'Shaughnessy	tax Issues	1.20	255.00	306.00	IA II - analysis of Sarasin 2010 & 2011 Transactions and summary for meeting at Thompson Co burn on 12/10/2012
12/10/12	O'Shaughnessy	tax Issues	2.00	255.00	510.00	A II LLC Meeting with Claire Schenk & Steve Higgins related to IA claims from Eric Sarasin.
11/28/12	O'Shaughnessy	tax Issues	1.00	255.00	255.00	Integrien Acquisition II - Phone call with Claire/research related to the Eric Sarasin issue and preparation for call.
11/30/12	O'Shaughnessy	tax Issues	1.00	255.00	255.00	Conference call with Thompson Coburn/Follow up related to GL.
Total Additional Services			<u>5.20</u>		<u>1326.00</u>	
Evergrid MIC VII, LLC						
None						
Evergrid MIC VII, LLC Total			<u>0.00</u>		<u>0.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
None						
Total Additional Services			<u>0.00</u>		<u>0.00</u>	

Client: 064-076062
 Acartha Group Receivership

Attachment to Invoice 569823
 Dated 1/25/13

<u>Date</u>	<u>Name</u>	<u>Task Code</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	<u>Detail</u>
Evergrid Acquisition, LLC						
None						
Evergrid Acquisition, LLC Total			<u>0.00</u>		<u>0.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
None						
Total Additional Services			<u>0.00</u>		<u>0.00</u>	
Tervela Acquisition, LLC						
None						
Tervela Acquisition, LLC Total			<u>0.00</u>		<u>0.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
None						
Total Additional Services			<u>0.00</u>		<u>0.00</u>	
Tervela Acquisition II, LLC						
7/13/12	A Seifert	tax Issues	0.30	110.00	33.00	Tax preparation Import QB Trial Balance, General Ledger, Balance sheet P & L.
Tervela Acquisition II, LLC Total			<u>0.30</u>		<u>33.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
None						
Total Additional Services			<u>0.00</u>		<u>0.00</u>	
Tervela Acquisition III, LLC						
7/13/12	A Seifert	tax Issues	0.30	110.00	33.00	Tax preparation Import QB Trial Balance, General Ledger, Balance sheet P & L.
Tervela Acquisition III, LLC Total			<u>0.30</u>		<u>33.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
11/26/12	D Thieret	tax Issues	0.25	110.00	27.50	Tervela Acquisition III - Fed Notice.
12/17/12	O'Shaughnessy	tax Issues	0.16	255.00	40.80	Summary of Tax Notices received for Claire.
Total Additional Services			<u>0.41</u>		<u>68.30</u>	

Client: 064-076062
Acartha Group Receivership

Attachment to Invoice 569823
Dated 1/25/13

<u>Date</u>	<u>Name</u>	<u>Task Code</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	<u>Detail</u>
7/13/12	A Seifert	tax Issues	0.30	110.00	33.00	Tax preparation Import QB Trial Balance, General Ledger, Balance sheet P & L.
Acartha Merchant Partners, LLC Total			<u>0.30</u>		<u>33.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver None						
Total Additional Services			<u>0.00</u>		<u>0.00</u>	
7/13/12	A Seifert	tax Issues	0.30	110.00	33.00	Tax preparation Import QB Trial Balance, General Ledger, Balance sheet P & L.
Morriss Administration d/b/a Acartha Group Funding			<u>0.30</u>		<u>33.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver None						
Total Additional Services			<u>0.00</u>		<u>0.00</u>	
7/13/12	A Seifert	tax Issues	0.30	110.00	33.00	Tax preparation Import QB Trial Balance, General Ledger, Balance sheet P & L.
Acartha Special Situations Funding, LLC			<u>0.30</u>		<u>33.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver None						
Total Additional Services			<u>0.00</u>		<u>0.00</u>	
7/13/12	A Seifert	tax Issues	0.30	110.00	33.00	Tax preparation Import QB Trial Balance, General Ledger, Balance sheet P & L.
11/28/12	O'Shaughnessy	tax Issues	0.05	255.00	12.75	Phone call with Claire related to various issues and follow up.
Integrien Acquisition Capital II, LLC Total			<u>0.35</u>		<u>45.75</u>	
Additional Services Outside of Tax Preparation - approved by Receiver None						
Total Additional Services			<u>0.00</u>		<u>0.00</u>	

Client: 064-076062
 Acartha Group Receivership

Attachment to Invoice 569823
 Dated 1/25/13

<u>Date</u>	<u>Name</u>	<u>Task Code</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	<u>Detail</u>
7/13/12	A Seifert	tax Issues	0.30	110.00	33.00	Tax preparation Import QB Trial Balance, General Ledger, Balance sheet P & L.
Librato Acquisition II, LLC Total			<u>0.30</u>		<u>33.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
None						
Total Additional Services			<u>0.00</u>		<u>0.00</u>	
7/13/12	A Seifert	tax Issues	0.30	110.00	33.00	Tax preparation Import QB Trial Balance, General Ledger, Balance sheet P & L.
Acartha Group Funding, LLC Total			<u>0.30</u>		<u>33.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
None						
Total Additional Services			<u>0.00</u>		<u>0.00</u>	
7/13/12	A Seifert	tax Issues	0.30	110.00	33.00	Tax preparation Import QB Trial Balance, General Ledger, Balance sheet P & L.
Acartha Specialty Finance Investment, LLC Total			<u>0.30</u>		<u>33.00</u>	
Additional Services Outside of Tax Preparation - approved by Receiver						
None						
Total Additional Services			<u>-</u>		<u>-</u>	
GRAND Total Fees for Tax Preparation			<u>3.55</u>		<u>441.25</u>	
Additional Services Approved by Receiver			<u>8.05</u>		<u>1,799.00</u>	
EXPENSES:						
Postage						
Total Expenses			<u>-</u>		<u>-</u>	
GRAND TOTAL:			<u>11.60</u>		<u>2,240.25</u>	

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

SECURITIES AND EXCHANGE COMMISSION,)	
)	
Plaintiff,)	
)	
v.)	
)	Case No. 4:12-cv-00080-CEJ
BURTON DOUGLAS MORRISS, <i>et al.</i> ,)	
)	
Defendants, and)	
)	
MORRISS HOLDINGS, LLC,)	
)	
Relief Defendant.)	
)	

**ORDER ON RECEIVER’S FOURTH INTERIM APPLICATION FOR ALLOWANCE
AND PAYMENT OF FEES AND EXPENSES INCURRED BY THE RECEIVER,
RETAINED COUNSEL AND OTHER PROFESSIONALS**

This matter is before the Court on the *Receiver’s Fourth Interim Application for Allowance and Payment of Expenses Incurred by the Receiver, Counsel and Other Professionals* (the “Fourth Application”) filed by Claire M. Schenk, the court-appointed receiver (the “Receiver”) for Acartha Group, LLC, MIC VII, LLC, Acartha Technology Partners, L.P. and Gryphon Investments III, LLC, on April 22, 2013. The Receiver submitted the Fourth Application to the SEC for review before filing it with the Court.

On September 20, 2012, the Court granted the *Receiver’s First Interim Application for Allowance and Payment of Expenses Incurred by the Receiver, Counsel and other Professionals*. The Court granted the *Receiver’s Second Interim Application for Allowance and Payment of Expenses Incurred by the Receiver, Counsel and other Professionals* (the “Second Application”) on November 28, 2012. The Court granted the *Receiver’s Third Interim Application for Allowance and Payment of Expenses Incurred by the Receiver, Counsel and Other Professionals* on February 11, 2013.

Ex. E

In the Fourth Application, the Receiver seeks a total award of \$161,187.08 for legal and professional fees and expenses incurred by service providers, consisting of: (a) \$154,097.82 in legal fees and costs for Thompson Coburn LLP, the Receiver's primary counsel; (b) \$4,480.76 in professional fees for Segue Equity Group, LLC, the Receiver's investment fund manager; (c) \$700 in professional fees for FTL Capital, LLC, the Receiver's business advisors; and (d) \$1,908.50 in professional fees and costs for CliftonLarsonAllen LLP, the Receiver's tax preparer.

The Receiver also seeks an order allowing the Receiver to pay eighty percent (80%) of the total amount of legal and professional fees and one hundred percent (100%) of incurred costs, for a total of \$129,124.18, at this time pursuant to an agreement with the SEC to hold back twenty percent (20%) of the incurred legal and professional fees. This request is made without prejudice to the Receiver's right to seek an order allowing payment of the remaining twenty percent (20%) of the legal and professional fees upon further application to this Court.

The Court has reviewed the Fourth Application and supporting documentation and concludes that the requested fees and costs of \$161,187.08 are reasonable and appropriate.

Having fully considered the Fourth Application and being duly advised as to the merits,

THE COURT DOES HEREBY ORDER THAT

1. The Receiver's Fourth Application is granted in its entirety; and
2. The Receiver is authorized to make payment of eighty percent (80%) of the total amount of legal and professional fees and one hundred percent (100%) of incurred costs out of the assets of the Receivership estate as follows:
 - (a) \$122,580.20 in legal fees and \$872.57 in costs for Thompson Coburn LLP, the Receiver's primary counsel;
 - (b) \$3,584.61 in professional fees for Segue Equity Group, LLC, the Receiver's accountants;

- (c) \$560.00 in professional fees for FTL Capital, LLC, the Receiver's business advisors; and
- (d) \$1,526.80 in professional fees to CliftonLarsonAllen LLP, the Receiver's tax preparer.

SO ORDERED this the ____ day of _____, 2013.

THE HONORABLE CAROL E. JACKSON
UNITED STATES DISTRICT JUDGE