

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 SIXTEENTH 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 *Sixteenth Interim Application for Allowance and Payment of Expenses Incurred by the Receiver, Counsel, and Other Professionals* (the “Application”).

The Receiver requests that this Court (1) find that, for this Application, the total professional fees and costs incurred during the period of October 1, 2015 through December 31, 2015 (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

¹ A proposed order is attached hereto as Exhibit E.

approval prior to submission to the Court. The Commission has no objection to the Application. A Standardized Fund Accounting Report (“SFAR”), which summarizes the Receivership account balances as well as 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 (“Thompson Coburn”), the Receiver’s primary counsel; (b) Segue Equity Group LLC (“Segue”), the Receiver’s investment fund manager; and (c) CliftonLarsonAllen LLP (“CLA”), the Receiver’s accountant and tax preparer. Although 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 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

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 that are not authorized for payment at this time are payable upon further application to this Court.

Coburn as primary counsel to the Receiver. Additionally, the Proposal fully 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” (Dkt. No. 16, p. 3).

Pursuant to these authorities, and in keeping with paragraph 26 of the Receivership Order, the Receiver now files this Application for the Application Period, along with the requisite supporting documentation. Submission of this Application is also supported by the information stated in the Receiver’s Seventeenth Interim Status Report and in the previous Interim Status Reports. These reports include descriptions of 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. 51, 134, 189, 232, 255, 260, 264, 286, 315, 328, 338, 358, 363, 368, 383, 402, 416, and 441). The Receiver submitted each of these reports to the Court for approval of all activities and actions described therein. The first through sixteenth reports, and the actions and activities described in such reports, have been approved by the Court

(see Dkt. Nos. 61, 198, 224, 236, 267, 279, 280, 304, 336, 354, 366, 395, 412, and 436). The Receiver's Seventeenth Interim Status Report was filed with the Court on February 8, 2016 (see Dkt. No. 441) and is pending approval by the Court.

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.

During the Application Period:

(i) Following Judge Sippel's referral of the litigation filed by the Receiver against John Wehrle, Gryphon Investments II, LLC ("Gryphon II"), and Cirqit.Com, Inc. ("Cirqit") (collectively known as "the Wehrle defendants") to alternative dispute resolution, the parties continued the mediation begun on September 16, 2015 with a second full day of mediation on October 2, 2015. At the end of the day on October 2, 2015, the parties reached an agreement in principal. Following a number of exchanges of draft documentation, the parties agreed to participate in a third day of mediation on December 4, 2015 to finalize the language of the settlement agreement and related documentation. On Tuesday, December 29, 2015, the Receiver

executed the final version of the settlement agreement (“Settlement Agreement”).⁴ Pursuant to the Settlement Agreement, the Receivership estate will receive a cash payment of \$125,000; Wehrle agreed to provide a signed and sworn financial statement; a consent judgment of \$875,000 will be entered against Wehrle; Cirqit stock will be retitled in the name of Gryphon III; and the Wehrle defendants will use their best efforts to assist the Receiver to redeem the Receivership’s interests in Cirqit for the planned purchase price of \$1,489,201.

(ii) Based upon the plan of distribution developed with her accountants for a distribution of the funds acquired as a result of the Librato merger with Solar Winds (Evergrid Acquisition, LLC, \$16,270.84; Evergrid/MIC VII, LLC, \$87,404.75; and Librato Acquisition II, LLC \$752,306.99), the Receiver prepared a motion and memorandum seeking Court approval of the proposed plan of distribution. No objections were filed, and an order was entered by the Court approving the proposed plan (Dkt. No. 423). Following receipt of the court order, the Receiver worked with East West Bank to set up checking accounts and transfer the appropriate amount of funds for distribution, while working with the investors to obtain the necessary transfer information for effectuation of the deposits. As a result, distributions were made to the members of Evergrid/MIC VII, LLC and Librato Acquisition II, LLC. A total of \$708,240 was distributed to the 46 members of Librato Acquisition II, and a total of \$60,361 was distributed to the 18 members of Evergrid/MIC VII. The bulk of these distributions occurred on December 15, 2015.⁵

(iii) The Receiver continued to manage the business interests of the investors and the Receivership Entities in the remaining portfolio company investments. The Receiver participated

⁴ Following the close of this application period, the Receiver prepared a motion and memorandum seeking Court approval of the settlement. No objections were received. The Court entered its order approving the settlement and the Receivership’s redemption of its interests in Cirqit (Dkt. No. 435).

⁵ A few of the distributions were made in later weeks due to “bounce backs” as the result of incorrect information provided to the Receiver and/or continuing efforts to locate the necessary transfer information for the wire transfers.

as an observer in a regularly scheduled meeting for one of the significant portfolio concerns, reviewed and analyzed periodic updates by management as to financials and operations involving each of the portfolio entities, and continued to explore several sale and liquidation opportunities, including the sale of the Receiver's interest in Cirqit as part of the settlement involving the Wehrle defendants. Additionally, the Receiver received an offer for another portfolio interest and has begun exploring this opportunity through conversation with the offeror, review of related documentation, and receipt of valuation advice from a valuation expert.

(iv) The Receiver continued to monitor the bankruptcy proceeding involving Burton Douglas Morriss. On November 24, 2015, the Bankruptcy Court entered its Discharge of Debtor, noting that certain types of debts were not discharged, including, "domestic support obligations," "debts for most taxes," and "debts for most fines, penalties, forfeitures, or criminal restitution obligations." As described in the Seventeenth Interim Status Report, nondischargeable claims amount to significantly more than \$17,000,000 (exclusive of domestic support obligations in arrears and continuing support obligations of \$12,500 per month). The Receiver did not contest the discharge order in view of Mr. Morriss's apparent lack of resources, the vast sums owed by him, and the potential for overlap between sums that might be claimed by the Receiver and the pre-existing established claim of the SEC.⁶

(v) The Receiver continued to search, host, maintain, and update an enormous database of Receivership-related documents at no cost to the Receivership Estate, along with a website (which is public) and a confidential investor extranet site (which is confidential and password-protected).

⁶ To the extent that a change in Mr. Morriss's financial circumstances occurs at a future date, the Receiver will cooperate with the SEC in its collection efforts and/or explore the feasibility of a claim of under 11 U.S.C. § 523(a)(19) (excepting from discharge any debt arising from the violation of any of the Federal securities laws).

II. REQUEST FOR FEES AND EXPENSES

The Receiver, her counsel, accountants, and fund manager 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 pursue the Receiver's claims in litigation and resolve claims asserted against the Receivership Entities. The Receiver has continued to recover funds, to pursue and resolve claims-related matters, and handle the business interests of the Receivership Entities. Thus, the Receiver respectfully requests an award for legal and other professional fees and the reimbursement of certain expenses incurred on behalf of the Receiver for services rendered during the Application Period, as well as a finding that these legal and professional fees and costs are reasonable and appropriate. These amounts total \$111,676.85 in the aggregate (the "Total Award"). The Total Award is comprised of: (a) \$100,304.66 in legal fees and costs for Thompson Coburn, the Receiver's primary counsel; (b) \$1,702.19 in professional fees for Segue, the Receiver's investment fund manager; and (c) \$9,670.00 in professional fees and costs for CLA, the Receiver's tax preparer and valuation consultant.

Significantly, the Receiver and many of the professionals working with her performed services at deeply discounted rates. This discount has increased over time because billable rates for most of the Receiver's professionals have, to date, not been increased to reflect standard annual increases in billable rates. Similar to previous application periods, the Receiver did not impose a fee for hosting a voluminous database of documents pertaining to the Receivership or for the costs associated with the integration of new documents into the current system. Also, the informational website created and updated by the Receiver's firm (and linked to the website for the District Court for the Eastern District of Missouri) continues to be available to the public without cost to the Receivership Entities. Investor websites, available only to an investor who

has signed a nondisclosure agreement and who has demonstrated an equity interest in the entity that is the subject of the particular website, are also hosted by the Receiver's firm without charge to the estate. These websites serve as an economical and secure way of providing information to the investors concerning their individual investment interests.⁷

As noted above, although 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) \$79,831.65 in legal fees and \$515.10 in costs for Thompson Coburn; (b) \$1,361.75 in professional fees for Segue; and (c) \$7,736.00 in professional fees to CLA. Therefore, although the Total Award sought is \$111,676.85, the total requested payment at this time is \$89,444.50. 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 sixteenth application to the Court for compensation and reimbursement of expenses for services rendered on behalf of the Receiver.⁸ In reviewing the fees paid to the Receiver's counsel, Thompson Coburn, it is important to note that a substantial portion of the fees paid to Thompson Coburn prior to June of 2013 were reimbursed to the accounts of the Receivership Entities. As previously reported, funds in the amount of \$487,300.00 were successfully recovered as part of the settlement of an Interpleader Action involving a D&O liability policy obtained by one of the Receivership Entities. All of these funds were deposited into Receivership accounts and none of these funds were used to directly pay the

⁷ Third-party vendors are often utilized by other receivers and attorneys for the functions described in this paragraph, and that utilization of vendors often results in substantial costs to the receivership entities.

⁸ For a summary of previous fee applications and the status of the applications, see [Exhibit F](#).

Receiver's attorneys or to satisfy the twenty percent holdback imposed at the outset of this proceeding. Recently, pursuant to an agreement with the SEC and following the filing of a motion and the approval of the Court, fifty percent of the holdback funds payable through the third quarter of 2015 were paid to the service professionals who have worked for the Receivership estate since the beginning of the Receivership (*see* Dkt. No. 434).

No understanding exists between the Receiver and any other person for the sharing of compensation sought by this Application, except among the partners and associates of the firms retained by the Receiver. In support of the efforts performed on behalf of the Receiver, the Receiver has attached Exhibits to her Application consisting of:

Exhibit A: Fourth Quarter 2015 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, Segue, and CLA

Exhibit E: Proposed Order

Exhibit F: Summary of Previous Fee Applications

Exhibit C contains an aggregate summary of all hours and fees of all professionals and paraprofessionals who 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.⁹ 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.

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 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" (Dkt. No. 16, p. 2). The Receivership Order

⁹ 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.

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” (Dkt. No. 16, 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* Dkt. No. 16, 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.* p. 4).

The Receiver’s attorneys, paralegals, accountants, and other professionals 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 the Order submitted herewith and marked as Exhibit E:

(i) finding that the Total Award is reasonable and appropriate;

(ii) authorizing an award of fees and costs in the amount of \$89,444.50;

(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 the accounts listed on Exhibit A: (a) \$79,831.65 in legal fees (representing eighty percent (80%) of invoiced fees) and \$515.10 in costs for Thompson Coburn; (b) \$1,361.75 in professional fees (representing eighty percent (80%) of invoiced fees) for Segue; and (c) \$7,736.00 in professional fees (representing eighty percent (80%) of invoiced fees) for

CLA; and

(iv) providing for such other relief as is appropriate under the circumstances.

Dated: February 9, 2016

Respectfully Submitted,

THOMPSON COBURN LLP

By /s/ Kathleen E. Kraft

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CERTIFICATE OF SERVICE

I hereby certify that on February 9, 2016, 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:

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

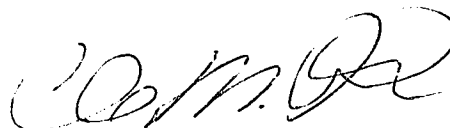
Robert K. Levenson
Brian T. James
Securities and Exchange Commission
801 Bricknell Avenue, Suite 1800
Miami, Florida 33131
Attorneys for Plaintiff

/s/ Kathleen E. Kraft

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

EXHIBIT C
INVOICE SUMMARY

Thompson Coburn LLP: October 2015

Acartha Group Receivership	
Fees	\$ 22,681.40
Disbursements	\$ 462.04
Wehrle, John	
Fees	\$ 26,067.37
Disbursements	\$ 4.16

Thompson Coburn LLP: November 2015

Acartha Group Receivership	
Fees	\$ 8,633.87
Disbursements	\$ 30.90
Wehrle, John	
Fees	\$ 18,791.37
Disbursements	\$ 9.52

Thompson Coburn LLP: December 2015

Acartha Group Receivership	
Fees	\$ 10,853.65
Disbursements	\$ 6.56
Wehrle, John	
Fees	\$ 12,761.90
Disbursements	\$ 1.92

Thompson Coburn TOTAL	\$100,304.66
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Segue Equity Group: October – December 2015

October Fees	\$ 1,508.18
November Fees	\$ 194.01
December Fees	\$ -0-

Segue TOTAL \$ 1,702.19

CliftonLarsonAllen: October – December 2015

October	
Fees	\$ 687.50
Fees	\$ 5,625.00
November	
Fees	\$ 137.50
Fees	\$ 1,500.00
December	
Fees	\$ 220.00
Fees	\$ 1,500.00

CliftonLarsonAllen TOTAL \$ 9,670.00

GRAND TOTAL \$111,676.85

**AGGREGATE SUMMARY OF PROFESSIONAL
AND PARAPROFESSIONAL TIME AND FEES¹**

Thompson Coburn ATTORNEY	NUMBER OF HOURS	BILL AMOUNT
Higgins, Stephen	87.3	\$37,844.55
Kelly, Cheryl	3.9	\$1,375.73
Kraft, Kathleen	21.8	\$6,485.50
Lamping, Brian	0.4	\$88.40
Reid, Christopher	11.5	\$4,447.63
Rust, Jayna	6.5	\$1,629.88
Sanocki, Kristen	4.6	\$879.75
Schenk, Claire	119.5	\$43,677.25
Welo, Aaron	0.7	\$178.50
Total Attorney Hours	256.2	\$96,607.19
Thompson Coburn Paralegal		
Landgraf, Elizabeth	0.4	\$69.70
Schuette, Alexandria	20.9	\$2,664.75
Weber, Holly	3.1	\$447.95
Total Paralegal Hours	24.4	\$3,182.40
Grand Total	280.6	\$99,789.59

Segue FUND MANAGER	NUMBER OF HOURS	BILL AMOUNT
Michelle Murray	4.2	\$993.44
Luke McGowan	8.2	\$668.25
Lisa McDonald	0.5	\$40.50
Grand Total	12.9	\$1,702.19

ACCOUNTANT	NUMBER OF HOURS	BILL AMOUNT
CliftonLarsonAllen		\$9,670.00
Grand Total		\$9,670.00

¹ This aggregate summary includes hours billed but written off by the Receiver.

REDACTED

November 25, 2015
Invoice #3133813

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

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

**For Wire Transfer Instructions or Other
Communications Please Contact:**
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

TIN

For Legal Services Rendered in Connection With:

Acartha Group Receivership
TC File: 54464 / 102286

Date	Atty	Description	Phase	Task	Hours
10/01/15	C. Reid	Review Cirqit redemption calculations	B100	B120	1.30
10/01/15	C. Schenk	Analyze disbursement of escrow sums and follow up with CLA re same (.4); review cap table and discuss valuation with E. Morriss (.3)	B200	B210	0.70
10/02/15	E. Landgraf	Obtain certified organizational documents from Delaware Secretary of State	B100	B110	0.40
10/02/15	C. Reid	Review redemption price calculation; correspond with client re same	B100	B120	1.80
10/02/15	C. Schenk	Communication with investor re Librato distribution	B200	B210	0.10
10/02/15	C. Schenk	Review CLA valuation invoices	B100	B110	0.20
10/06/15	B. Lamping	Analyze transfers to Cirqit to finalize settlement with J. Wehrle	B100	B120	0.40
10/06/15	C. Schenk	Communication to D. Pennino, Logic Source CEO (.1); review IRS notices re filings (.3)	B200	B210	0.40
10/07/15	C. Reid	Review settlement agreement provisions; correspond with client re same	B100	B120	0.50

**Exhibit
D-1A**

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 Invoice 3133813
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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/07/15	C. Schenk	Seek advice of T. O'Shaughnessy re IRS notices, follow up re investor communication re K-1 (.2); communication with T. O'Shaughnessy re investor distribution for Librato and due to from issues, review related summary information from Segue (.3)	B200	B210	0.50
10/08/15	C. Reid	Conference with client re revisions to settlement agreement; revise same	B100	B120	1.50
10/08/15	C. Schenk	Telephone conference with T. O'Shaughnessy to analyze Librato distribution issues and provide escrow information to same(.8); communication with Segue re distribution (.2)	B200	B210	1.00
10/08/15	C. Schenk	Review of bank statements for September	B100	B110	0.50
10/09/15	K. Kraft	Discussions with C. Schenk re Librato approval motion, background of contemplated Librato distribution	B100	B110	0.40
10/09/15	C. Schenk	Update SEC re settlement documentation	B100	B120	0.20
10/09/15	C. Schenk	Seek advice of S. Higgins re settlement	B100	B120	0.20
10/09/15	C. Schenk	Seek advice of K. Kraft re Librato distribution	B100	B120	0.50
10/09/15	C. Schenk	Update documents for filing motion pertaining to same	B100	B120	0.80
10/12/15	K. Kraft	Review underlying materials for Librato sale	B100	B110	1.50
10/12/15	K. Kraft	Revise Librato distribution papers, including memorandum in support, motion, proposed order, and declaration	B100	B110	2.70
10/12/15	C. Reid	Review Cirqit settlement documents and capitalization materials	B100	B120	1.40
10/12/15	J. Rust	Update website to post Wehrle filing and research information pertaining to Librato claimant	B300	B310	0.30
10/12/15	C. Schenk	Review of Segue invoice	B200	B210	0.20

November 25, 2015
 Invoice # 7133813
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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/12/15	C. Schenk	Telephone call with B. Holland re interest in Logic Source (.3); seek advice of C. Reid re Librato interests (.2); edit application for distribution papers for filing, seek advice of K. Kraft re same (.6); review T. O'Shaughnessy declaration and request signature (.2)	B200	B210	1.30
10/13/15	K. Kraft	Review documents re Wehrle settlement to prepare motion for court approval	B100	B110	0.20
10/13/15	K. Kraft	Research pertaining to authorization for distribution of proceeds from SPVs	B100	B110	0.30
10/13/15	K. Kraft	Review and revise Librato papers	B100	B110	0.80
10/13/15	K. Kraft	Revise declaration in support of Librato motion	B100	B110	1.50
10/13/15	J. Rust	Prepare investor service list	B300	B310	0.70
10/13/15	C. Schenk	Develop information for Librato distribution and seek advice of K. Kraft re same (.7); edits to declaration of T. O'Shaughnessy (.3); communications with E. Morriss re Logic Source valuation, summarize information for same (.4)	B100	B110	1.40
10/14/15	K. Kraft	Revise service list, mark redactions on exhibits, prepare motion papers for filing, and file motion papers re Librato distribution	B100	B110	2.60
10/14/15	C. Schenk	Finalize Librato filing and seek advice of K. Kraft re same	B200	B210	0.40
10/14/15	C. Schenk	Review Logic Source valuation report and suggest updates to same in view of recent settlement (.9); Discuss same with E. Morris and provide background information to same (.7); develop motion papers to approve settlement and sale, seek advice of K. Kraft re same (.8)	B200	B210	2.40
10/15/15	J. Rust	Coordinate update to website re Librato	B300	B310	0.30
10/15/15	C. Schenk	Seek advice of K. Kraft re questions of claimant pertaining to distributions and expenses (.2); review J. Wehrle Letter to Cirqit shareholders re redemption (.2)	B200	B210	0.40

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/19/15	C. Kelly	Review message from P. Kerth (.2); follow up with receiver re same (.2)	B100	B110	0.40
10/19/15	K. Kraft	Handle follow-up issues re service of Librato motion	B100	B110	0.60
10/19/15	J. Rust	Research claimant information to update service list	B300	B310	0.40
10/19/15	C. Schenk	Review and summarize all bank account information for September and to prepare for next SFAR (.8); review accounts to move monies, begin process to open GIII accounts at EW and PS (.6)	B100	B110	1.40
10/19/15	C. Schenk	Review CLA expenses summary (.1); prepare communication to investor to respond to inquiry re distribution process (.3); Seek advice of S. Higgins re Cirqit settlement and redemption matters (.4); contact S. Boxerman re court approval, redemption and status of settlement (.4)	B200	B210	1.20
10/20/15	C. Schenk	Communication with Segue re SFAR (.2); begin to develop information for next Receivership report re litigative matters (.4)	B100	B110	0.60
10/20/15	C. Schenk	Communications with East West and Parkside re new accounts for GIII (.3); communication with E. Morris re Cirqit valuation in light of Cirqit letter to shareholders (.4)	B200	B210	0.70
10/21/15	C. Reid	Review Cirqit correspondence and related materials	B100	B120	0.90
10/21/15	C. Schenk	Seek advice of C. Reid re Cirqit shareholder letter (.2); discuss with Segue	B200	B210	0.40
10/22/15	K. Kraft	in preparation for board meeting (.2) Follow up with C. Schenk on Wehrle motion	B100	B110	0.10
10/22/15	K. Kraft	Review correspondence form investors re Librato motion	B100	B110	0.10

REDACTED

November 25, 2015
 Invoice # 113813
 Page 7

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/22/15	C. Schenk	Communications with C. Kelly re P. Kerth settlement proposal, review same (.3); post Tervela documents to share with investors (.2); review CLA invoices to present to SEC (.3); review Segue invoices to present to SEC (.3)	B100	B110	1.10
10/22/15	C. Schenk	Attention to banking issues, execution of form for EW, review bank accounts to transfer funds to new GIII accounts and replenish accounts of AG, ATP and MIC VII at USB and PS (.5); review board documents (.4); communications with Segue, re same (.2); participate in Tervela board meeting as observer (2.9)	B200	B210	4.00
10/22/15	C. Schenk	Research information pertaining to investor inquiry, follow up with Segue	B300	B310	0.40
10/23/15	C. Kelly	Communicate with receiver re follow up by P. Kerth re settlement (.2); review email from SEC relative to settlement proposed by P. Kerth and respond to receiver re same (.3)	B100	B110	0.50
10/23/15	K. Kraft	Discussions with C. Schenk and related follow-up research re response to investor question on Librato calls for funding and sale	B100	B110	0.70
10/23/15	C. Reid	Review comments to settlement agreement; conference with receiver re same	B100	B120	1.40
10/23/15	C. Schenk	Communication with Segue re SFAR	B100	B110	0.20
10/23/15	C. Schenk	Communications with EastWest to transfer monies into new GIII account and review of updated annual report of same	B200	B210	0.50
10/23/15	C. Schenk	Analyze investor inquiry re Librato (.2); seek advice of K. Kraft re same (.2)	B300	B310	0.40

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/26/15	C. Kelly	Communications with receiver re status of bankruptcy for purposes of concluding receiver's regular report (.3); review SEC position and strategize re pursuit of non-dischargeability settlement (.5); follow up with P. Kerth re possible settlement (.2); review and forward complaint relating to H. Morriss (.3)	B100	B110	1.30
10/26/15	C. Schenk	Develop sixteenth interim receivership report, including portions on UHY litigation, Wehrle litigation and mediation claims, tax filings and k-1s, business operations (3.8); contact E. Morris re valuation (.1)	B100	B110	3.90
10/26/15	C. Schenk	Alert Segue to background of bank transfers for purposes of bookkeeping and SFAR	B200	B210	0.20
10/27/15	C. Kelly	Communications with receiver re non-dischargeability claims (.3); follow up with P. Kerth re potential resolution of claims (.4)	B100	B110	0.70
10/27/15	K. Kraft	Review response to investor re Librato motion	B100	B110	0.30
10/27/15	C. Schenk	Review new adversary complaint filed by Holly Morris and related documents, seek advice of C. Kelly re same (.4); Analyze settlement offer of Kerth and seek advice of C. Kelly re same (.5); Update Receivership Report to include summary of priority claims likely to survive discharge (.8); review and edit motion (.3); revise and edit receivership report (1.9); authorize fund transfers to accounts (.3)	B100	B110	4.20
10/27/15	C. Schenk	Seek advice of C. Reid re Librato investor inquiry, contact M. Murray re waterfall	B300	B310	0.30
10/28/15	C. Kelly	Communications with P. Kerth re potential settlement of non-dischargeability matters	B100	B110	0.50

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 Invoice # 3133813
 Page 7

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/28/15	K. Kraft	Review claims bar date order and motion re approval of disallowance and allowance of claims and advise C. Schenk re same	B100	B110	0.60
10/28/15	K. Kraft	Review and revise receivership report	B100	B110	1.20
10/28/15	J. Rust	Research citations and confirm facts for the Sixteenth Interim Status Report re the non-Receivership court cases	B300	B310	1.50
10/28/15	J. Rust	Revise Receivership report and draft additional facts for the report based on the research conducted	B300	B310	0.90
10/28/15	J. Rust	Draft motion and order needed to file the Sixteenth Interim Status Report and prepare exhibits to accompany the report	B300	B310	1.20
10/28/15	J. Rust	Finalize all documents to be filed with the report, file documents with court, and coordinate posting the report to website	B300	B310	0.70
10/28/15	C. Schenk	Final edits to Receivership report and approve for filing	B100	B110	0.80
10/28/15	C. Schenk	Prepare response to investor inquiry re Librato waterfall and valuation issues (.8); research file for valuation and allocation history to prepare same (.7); seek advice of K. Kraft re response (.2)	B300	B310	1.70
10/29/15	K. Kraft	Discussions with C. Schenk re notice of no objection for Librato	B100	B110	0.20
10/29/15	K. Kraft	Respond to investor inquiry re Librato distribution	B100	B110	0.10
10/29/15	C. Schenk	NO CHARGE Prepare fifteenth interim fee application	B100	B110	2.90
10/29/15	C. Schenk	Telephone conference with E. Morriss to discuss Cirqit/Logic Source valuation issues	B200	B210	0.40
10/30/15	C. Schenk	NO CHARGE Develop Fee Application	B100	B110	0.30
10/31/15	J. Rust	NO CHARGE Examine, revise for accuracy and update Receiver's fee application	B100	B110	0.90
10/31/15	J. Rust	NO CHARGE Draft Exhibit E and Exhibit F to file with the fee application and draft motion for the approval of the fee application	B100	B110	0.50

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 Page 8

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/31/15	J. Rust	NO CHARGE Draft motion and order re: filing the fee application exhibits under seal	B100	B110	0.30
Total Hours					71.40
Amount For Services					\$28,561.50

For Cash Outlays:

10/02/15	For certified copies from Delaware Department of State; VENDOR: National Corporate Research, Ltd. INVOICE#: D403775-00 DATE: 10/2/2015	\$437.00	
	For reproduction charges	\$25.04	
Amount For Cash Outlays			\$462.04

TIME SUMMARY BY RANK

<u>Timekeeper</u>	<u>Hours Worked</u>	<u>Billed Per Hour</u>	<u>Billed Amount</u>
C. Kelly	3.40	\$415.00	\$1,411.00
K. Kraft	13.90	\$350.00	\$4,865.00
C. Reid	8.80	\$455.00	\$4,004.00
C. Schenk	36.80	\$430.00	\$15,824.00
----- Subtotal for Partner	62.90	\$415.01	\$26,104.00
B. Lamping	0.40	\$260.00	\$104.00
J. Rust	7.70	\$295.00	\$2,271.50
----- Subtotal for Associate	8.10	\$293.27	\$2,375.50
E. Landgraf	0.40	\$205.00	\$82.00
----- Subtotal for Legal Assistant (paralegals and other legal support personnel)	0.40	\$205.00	\$82.00
----- Total All Classes	71.40	\$400.02	\$28,561.50

REDACTED

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U.S. District Court Eastern District of Missouri

For Services	\$28,561.50
Less No Charge Entries	-1,877.50
Less 15% Discount	-4,002.60
Amount For Services	22,681.40
Amount For Cash Outlays	462.04

TOTAL DUE	\$23,143.44
------------------	--------------------

**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.: 3133813

Invoice Date: 11/25/15

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

54464-102286	THIS BILL		CUMULATIVE TOTALS	
	Hours	Amount	Hours	Amount
TOTAL LEGAL FEES:	71.40	\$22,681.40	5,552.00	\$1,543,353.26
TOTAL DISBURSEMENTS:		\$462.04		\$32,724.17
TOTAL LEGAL FEES & DISB:		\$23,143.44		\$1,576,077.43

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	THIS BILL	CUMULATIVE TOTALS
		Amount	Amount
102	For postage	\$0.00	\$852.69
106	For reproduction charges	\$25.04	\$6,260.64
107	For outside copy charge	\$0.00	\$422.22
108	For color reproduction charges	\$0.00	\$390.18
109	For overnight delivery service	\$0.00	\$3,489.65
117	For oversize copies	\$0.00	\$68.25
127	For courier service	\$0.00	\$544.89
150	For on-line docket review	\$0.00	\$81.18
300	Messenger services to file or obtain documents in court	\$0.00	\$15.00
307	For local cab charges	\$0.00	\$92.19
327	For expenses	\$0.00	\$9.99
365	For database management services	\$0.00	\$35.00
367	For meal expenses	\$0.00	\$1,124.74
375	For hard drives	\$0.00	\$221.64
383	For travel expenses	\$0.00	\$5,971.81
402	For air travel	\$0.00	\$4,238.10
410	For certified copies	\$437.00	\$4,361.00
419	For court costs	\$0.00	\$66.00
422	For filing fee	\$0.00	\$4,459.00
435	For publication costs	\$0.00	\$20.00
466	For conversion of files to litigation-ready format	\$0.00	\$0.00
558	For document management services	\$0.00	\$0.00
TOTAL DISBURSEMENTS:		\$462.04	\$32,724.17

**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
<u>Partner</u>					
Buchholz, E	0.00	0.00	0.00	8.20	4,182.00
Darrough, M	0.00	0.00	0.00	106.60	42,360.00
Farrell, D	0.00	0.00	0.00	0.60	279.00
Higgins, S	0.00	0.00	0.00	339.00	172,890.00
Kappas, N	0.00	0.00	0.00	5.90	2,094.50
Kelly, C	415.00	3.40	1,411.00	321.80	133,547.00
Kraft, K	350.00	13.90	4,865.00	907.70	307,958.00
Lawton, R	0.00	0.00	0.00	6.10	3,202.50
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
Patterson, G	0.00	0.00	0.00	0.90	256.50
Reid, C	455.00	8.80	4,004.00	162.70	74,028.50
Schenk, C	430.00	36.80	15,824.00	1,975.80	849,594.00
Warfield, D	0.00	0.00	0.00	0.20	102.00
TOTAL Partner:	415.00	62.90	\$26,104.00	3,913.40	\$1,630,223.00
<u>Counsel</u>					
Cole, J.D., M	0.00	0.00	0.00	2.70	1,012.50
TOTAL Counsel:	0.00	0.00	\$0.00	2.70	\$1,012.50
<u>Associate</u>					
Black, J	0.00	0.00	0.00	5.80	1,276.00
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
Farrell, C	0.00	0.00	0.00	54.40	12,240.00
Lamping, B	260.00	0.40	104.00	120.90	31,434.00
Libman, V	0.00	0.00	0.00	7.60	2,052.00
Mangian, D	0.00	0.00	0.00	57.60	13,824.00
Rust, J	295.00	7.70	2,271.50	543.80	141,948.00
Sanocki, K	0.00	0.00	0.00	34.70	7,807.50
Shechter, G	0.00	0.00	0.00	40.20	7,437.00
Trame, B	0.00	0.00	0.00	0.50	120.00
Van Duren, J	0.00	0.00	0.00	8.70	2,697.00
TOTAL Associate:	293.27	8.10	\$2,375.50	907.00	\$229,465.00
<u>Law Clerk</u>					
Hargis, E	0.00	0.00	0.00	3.00	570.00
Khoury, J	0.00	0.00	0.00	56.60	10,471.00
TOTAL Law Clerk:	0.00	0.00	\$0.00	59.60	\$11,041.00

Legal Assistant (paralegals and other legal support personnel)

**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
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
Hearing, R	0.00	0.00	0.00	6.30	661.50
Hundley, E	0.00	0.00	0.00	209.80	38,813.00
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	205.00	0.40	82.00	2.90	557.00
Light, L	0.00	0.00	0.00	19.70	3,841.50
Loveless, D	0.00	0.00	0.00	39.30	6,681.00
Martin-Stewart, R	0.00	0.00	0.00	0.80	84.00
McElhattan, T	0.00	0.00	0.00	0.30	43.50
Muzzarelli, J	0.00	0.00	0.00	11.00	1,705.00
Parrish, M	0.00	0.00	0.00	7.10	1,278.00
Schuetze, A	0.00	0.00	0.00	57.10	6,281.00
Weber, H	0.00	0.00	0.00	186.30	31,671.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	205.00	0.40	\$82.00	586.10	\$98,006.50
Other					
Choi, M	0.00	0.00	0.00	80.20	17,644.00
TOTAL Other:	0.00	0.00	\$0.00	80.20	\$17,644.00
Subtotal Legal Fees:		71.40	\$28,561.50	5,549.00	\$1,987,392.00
Less Discount:			-5,880.10		-444,038.74
TOTAL LEGAL FEES:			\$22,681.40		\$1,543,353.26

**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>
PHASE – TASK CODES BLANK					
		0.00	\$0.00	56.60	\$10,471.00
TOTAL :		0.00	\$0.00	56.60	\$10,471.00
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	36.90	\$14,384.50	3,044.90	\$1,121,091.60
B120	Asset Analysis and Recovery	10.90	\$4,839.00	298.10	\$81,369.13
B130	Asset Disposition	0.00	\$0.00	103.00	\$28,067.83
B210	Business Operations	14.80	\$6,364.00	856.10	\$362,605.50
B220	Employee Benefits/Pensions	0.00	\$0.00	4.50	\$1,791.00
B310	Claims Administration and Objections	8.80	\$2,974.00	1,171.30	\$373,792.94
TOTAL Claims and Plan:		71.40	\$28,561.50	5,477.90	\$1,968,718.00
G-Government Contracts					
G1.50	Document Preparation	0.00	\$0.00	1.00	\$295.00
TOTAL :		0.00	\$0.00	1.00	\$295.00
L02-Pre-Suit or Pre-Answer Work					
L02.500	Communication with opposing counsel or co-counsel	0.00	\$0.00	1.00	\$510.00
TOTAL :		0.00	\$0.00	1.00	\$510.00
L03-Initial Investigation and Experts					
L03.100	Factual research, early case assessment	0.00	\$0.00	0.60	\$306.00
L03.130	Analysis for early case assessment	0.00	\$0.00	2.20	\$1,122.00
TOTAL :		0.00	\$0.00	2.80	\$1,428.00
L04-Initial Filings					
L04.400	Discussions with opposing counsel and preparation of discovery plan	0.00	\$0.00	0.90	\$459.00
TOTAL :		0.00	\$0.00	0.90	\$459.00
L06-Investigation/Discovery/Analysis					
L06.500	Analysis	0.00	\$0.00	0.30	\$129.00
L06.900	Organization for Information	0.00	\$0.00	4.30	\$2,177.00
TOTAL :		0.00	\$0.00	4.60	\$2,306.00
L07-Motions and Hearings					

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>
L07.800	Other Motions	0.00	\$0.00	0.30	\$78.00
TOTAL :		0.00	\$0.00	0.30	\$78.00
L13-Enforcement of Judgment					
L13.100	Enforcement of judgment	0.00	\$0.00	2.00	\$1,020.00
TOTAL :		0.00	\$0.00	2.00	\$1,020.00
Subtotal Legal Fees:		71.40	\$28,561.50	5,552.00	\$1,987,392.00
Less Discount			\$-5,880.10		-444,038.74
TOTAL LEGAL FEES 54464-102286			\$22,681.40		\$1,543,353.26



November 25, 2015

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

TIN

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT

PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3133813

\$23,143.44

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code:
Bank Name: US Bank N.A.
ABA/Routing Number:
Bank Account Name: Thompson Coburn LLP
Account Number:

**ACH Instructions (United States only):
NOT FOR WIRE TRANSFER USE**

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

Please reference invoice number(s) with ACH or send an e-mail with the information to
AccountsReivable@ThompsonCoburn.com

REDACTED

November 25, 2015
Invoice #3133814

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

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

For Wire Transfer Instructions or Other
Communications Please Contact:
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

TIN

For Legal Services Rendered in Connection With:

Wehrle, John
TC File: 54464 / 140479

Date	Atty	Description	Phase	Task	Hours
10/01/15	S. Higgins	Prepare for and assemble relevant support documents in preparation for mediation	L100	L160	1.60
10/01/15	S. Higgins	Discussion with C. Reid re	L100	L160	0.30
10/01/15	S. Higgins	Numerous discussions and emails with C. Schenk, K. Sanocki relative to mediation preparation	L100	L160	1.10
10/01/15	S. Higgins	Emails and telephone calls with mediator and S. Boxerman relative to mediation	L100	L160	0.40
10/01/15	C. Schenk	Prepare for mediation (.4); review Wehrle balance sheet and financial disclosure form (.3); seek advice of counsel re same (.2)	L100	L160	0.90
10/02/15	S. Higgins	Prepare for and attend mediation towards settlement of case	L100	L160	9.50
10/02/15	K. Sanocki		L100	L160	0.10
10/02/15	K. Sanocki	in preparation for mediation	L100	L160	0.20
		in preparation for mediation			

**Exhibit
D-1B**

November 25, 2015
 Invoice #3133814
 Page 2

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/02/15	C. Schenk	Participate in mediation and follow up discussion pertaining to final terms, seek advice of S. Higgins and C. Reid re same	L100	L160	5.90
10/05/15	S. Higgins	Preliminary drafting of settlement agreement	L100	L160	5.50
10/05/15	S. Higgins	Numerous emails with C. Schenk, S. Boxerman and others relative to settlement agreement	L100	L160	0.80
10/05/15	C. Schenk	Review final written summary of mediation and prepare communication to SEC re same (.3); review draft of earlier settlement agreement and motion to comment to S. Higgins re next steps and strategy (.4)	L100	L160	0.70
10/06/15	S. Higgins	Continued drafting of settlement agreement	L100	L160	4.00
10/06/15	S. Higgins	Numerous emails with C. Schenk, C. Reid, K. Sanocki, and others relative to settlement agreement	L100	L160	0.90
10/06/15	K. Sanocki	Analyze and review	L100	L160	0.70
10/06/15	C. Schenk	for use in finalizing settlement with J. Wehrle Seek advice of S. Higgins re settlement of mediation, (.7); review (.5)	L100	L190	1.20
10/07/15	S. Higgins	Continued drafting of settlement agreement, to include discussions and emails with C. Schenk, C. Reid and K. Sanocki	L100	L160	4.30
10/07/15	K. Sanocki	Analyze and review	L100	L160	0.20
10/07/15	C. Schenk	Seek advice of S. Higgins re settlement agreement (.3); edit same (.8)	L100	L160	1.10

November 25, 2015

Invoice: 3133913

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/08/15	S. Higgins	Continued revision of draft settlement agreement and numerous emails and telephone calls to C. Schenk, C. Reid, S. Boxerman re same.	L100	L160	4.50
10/08/15	K. Sanocki	Provide summary of key dates associated with amended pleadings for use in settlement agreement with J. Wehrle	L100	L160	0.20
10/08/15	C. Schenk	Analyze settlement issues (.9); work on redraft of agreement (.9)	L100	L160	1.80
10/12/15	S. Higgins	Revisions to settlement agreement	L100	L160	0.80
10/12/15	S. Higgins	Follow up emails and telephone calls re settlement	L100	L160	0.40
10/12/15	C. Schenk	Telephone conference with R. Levenson re settlement (.2); seek advice of S. Higgins re settlement (.2); review updated version of settlement agreement for comment and forward to SEC (.2)	L100	L160	0.60
10/16/15	S. Higgins	Emails and telephone calls relative to status of settlement and Circuit redemption	L100	L160	0.40
10/19/15	S. Higgins	Numerous emails and telephone calls with C. Schenk, R. Sher and S. Boxerman relative to settlement status	L100	L160	1.40
10/20/15	S. Higgins	Follow up telephone call with and emails with mediator and opposing counsel re settlement status	L100	L160	0.50
10/20/15	C. Schenk	Edit and update facts of memorandum pertaining to Circuit for submission to the Court	L200	L250	0.90
10/21/15	C. Schenk	Update draft of memorandum in support of motion Court to include approval of settlement agreement (2.3); revise arguments pertaining to sale of interest (1.9)	L200	L250	4.20
10/22/15	S. Higgins	Telephone conference with mediator R. Sher, S. Boxerman re status of settlement agreement and settlement and numerous emails related thereto with counsel, mediator and C. Schenk	L100	L160	1.20

November 25, 2015
 Invoice # 3133814
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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
10/22/15	C. Schenk	Prepare communication to S. Boxerman re Cirquit redemption and next steps (.3); communications with S. Higgins re same (.1)	L100	L190	0.40
10/23/15	S. Higgins	Telephone conference with mediator R. Sher, S. Boxerman re status of settlement agreement and settlement and numerous emails related thereto with counsel, mediator and C. Schenk	L100	L160	1.20
10/23/15	C. Schenk	Seek advice of S. Higgins re settlement with Wehrle (.2); review and analyze S. Boxerman edits to agreement (.5); edit and revise same (.7)	L100	L160	1.40
10/26/15	C. Schenk	Seek advice of S. Higgins re follow up to Wehrle mediation	L100	L190	0.20
10/27/15	C. Schenk	Review Agreement with mediator and review invoice to authorize payment to same	L100	L160	0.40
10/28/15	S. Higgins	Emails or telephone calls to and from C. Schenk, S. Boxerman et al re settlement	L100	L160	0.40
10/29/15	S. Higgins	Emails or telephone calls to and from C. Schenk, S. Boxerman et al re settlement	L100	L160	1.10
10/29/15	C. Schenk	Seek advice of S. Higgins re settlement with Wehrle (.2); seek advice of K. Kraft re follow up to motion for Librato distribution (.2)	L100	L190	0.40
10/30/15	S. Higgins	Telephone conference with Mediator and numerous emails and calls relative thereto	L100	L160	0.50
10/30/15	S. Higgins	Numerous emails relative to settlement, Cirquit sale and motion to extend deadline	L100	L160	0.70
10/30/15	K. Sanocki	Draft and analysis of consent motion to extend deadline for joinder of additional parties and amended pleadings pending settlement	L200	L250	0.60
10/30/15	K. Sanocki	Telephone call with opposing counsel F. Baldwin re consent motion to extend deadline for joinder of additional parties and amended pleadings pending settlement	L100	L190	0.10

REDACTED

November 25, 2015
 Invoice # 1133814
 Page 5

U.S. District Court Eastern District of Missouri

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Phase</u>	<u>Task</u>	<u>Hours</u>
10/30/15	C. Schenk	Prepare for call with mediator and parties to try to move matter forward and participate in same (.5); seek advice of S. Higgins re deadline for amendments to the pleadings (.2); preliminary review of Wehrle financial statement (.2)	L100	L190	0.90

Total Hours	64.60
Amount For Services	\$30,667.50

For Cash Outlays:		
For reproduction charges	\$4.16	
Amount For Cash Outlays		\$4.16

TIME SUMMARY BY RANK

<u>Timekeeper</u>	<u>Hours Worked</u>	<u>Billed Per Hour</u>	<u>Billed Amount</u>
S. Higgins	41.50	\$510.00	\$21,165.00
C. Schenk	21.00	\$430.00	\$9,030.00
Subtotal for Partner	62.50	\$483.12	\$30,195.00
K. Sanocki	2.10	\$225.00	\$472.50
Subtotal for Associate	2.10	\$225.00	\$472.50
Total All Classes	64.60	\$474.73	\$30,667.50

For Services	\$30,667.50
Less 15% Discount	-4,600.13
Amount For Services	26,067.37
Amount For Cash Outlays	4.16

TOTAL DUE	\$26,071.53
------------------	--------------------

REDACTED

**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: Wehrle, John

Invoice No.: 3133814
Invoice Date: 11/25/15

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	----- THIS BILL -----		----- CUMULATIVE TOTALS -----	
	Hours	Amount	Hours	Amount
54464-140479				
TOTAL LEGAL FEES:	64.60	\$26,067.37	416.30	\$127,309.50
TOTAL DISBURSEMENTS:		\$4.16		\$1,531.17
TOTAL LEGAL FEES & DISB:		\$26,071.53		\$128,840.67

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	----- THIS BILL -----		----- CUMULATIVE TOTALS -----	
		Amount	Amount	Amount	Amount
106	For reproduction charges	\$4.16	\$132.40		
108	For color reproduction charges	\$0.00	\$152.67		
109	For overnight delivery service	\$0.00	\$70.94		
127	For courier service	\$0.00	\$6.90		
411	For transcript charge	\$0.00	\$376.00		
422	For filing fee	\$0.00	\$400.00		
454	For service fee	\$0.00	\$154.40		
464	For manual processing of electronic data	\$0.00	\$140.00		
469	For technical services	\$0.00	\$70.00		
625	For document scanning	\$0.00	\$27.86		
TOTAL DISBURSEMENTS:		\$4.16	\$1,531.17		

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

	----- THIS BILL -----			----- CUMULATIVE TOTALS -----	
	Rate	Hours	Amount	Hours	Amount
Partner					
Higgins, S	510.00	41.50	21,165.00	156.70	79,917.00
Schenk, C	430.00	21.00	9,030.00	64.70	27,821.00
TOTAL Partner:	483.12	62.50	\$30,195.00	221.40	\$107,738.00
Counsel					
Cole, J.D., M	0.00	0.00	0.00	4.40	1,650.00
TOTAL Counsel:	0.00	0.00	\$0.00	4.40	\$1,650.00
Associate					
Lamping, B	0.00	0.00	0.00	24.00	6,240.00

**Task Based Billing Summary
Law Firm Invoice**

Matter Name: Wehrle, John
C/M Firm No: 54464-140479

Page: 2

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

	THIS BILL			CUMULATIVE TOTALS	
	Rate	Hours	Amount	Hours	Amount
Sanocki, K	225.00	2.10	472.50	157.50	35,437.50
TOTAL Associate:	225.00	2.10	\$472.50	181.50	\$41,677.50
Legal Assistant (paralegals and other legal support personnel)					
Weber, H	0.00	0.00	0.00	8.20	1,394.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	0.00	0.00	\$0.00	8.20	\$1,394.00
Other					
Hall, D	0.00	0.00	0.00	0.80	148.00
TOTAL Other:	0.00	0.00	\$0.00	0.80	\$148.00
Subtotal Legal Fees:		64.60	\$30,667.50	416.30	\$152,607.50
Less Discount:			-4,600.13		-25,298.00
TOTAL LEGAL FEES:			\$26,067.37		\$127,309.50

**Task Based Billing Summary
Law Firm Invoice**

Matter Name: Wehrle, John
C/M Firm No: 54464-140479

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	9.70	\$1,859.00
TOTAL :		0.00	\$0.00	9.70	\$1,859.00
L01-Matter Open					
L110	Fact Investigation/Development	0.00	\$0.00	0.40	\$172.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	0.40	\$172.00
L02-Pre-Suit or Pre-Answer Work					
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$215.00
L120	Analysis/Strategy	0.00	\$0.00	3.60	\$1,836.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	4.10	\$2,051.00
L03-Initial Investigation and Experts					
L110	Fact Investigation/Development	0.00	\$0.00	15.20	\$4,928.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	15.20	\$4,928.00
L04-Initial Filings					
L210	Pleadings	0.00	\$0.00	59.20	\$21,994.00
L210	Pleadings	0.00	\$0.00	10.90	\$2,466.50
L310	Written Discovery	0.00	\$0.00	1.10	\$561.00
L230	Court Mandated conferences	0.00	\$0.00	0.90	\$459.00
L210	Pleadings	0.00	\$0.00	0.30	\$153.00
TOTAL Pre-Trial Pleadings and Motions:		0.00	\$0.00	72.40	\$25,633.50
L05-Ongoing Reporting and Communication					
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	0.90	\$387.00
L190	Other Case Assessment, Development and Administration	1.30	\$559.00	3.00	\$1,290.00
L190	Other Case Assessment, Development and Administration	0.10	\$22.50	2.70	\$983.50
L190	Other Case Assessment, Development and Administration	1.80	\$774.00	19.30	\$7,141.00
TOTAL Case Assessment, Development and Administration:		3.20	\$1,355.50	25.90	\$9,801.50
L06-Investigation/Discovery/Analysis					
L390	Other Discovery	0.00	\$0.00	0.60	\$258.00

**Task Based Billing Summary
Law Firm Invoice**

Matter Name: Wehrle, John
C/M Firm No: 54464-140479

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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>
L390	Other Discovery	0.00	\$0.00	0.50	\$112.50
L310	Written Discovery	0.00	\$0.00	7.20	\$1,620.00
L310	Written Discovery	0.00	\$0.00	38.50	\$8,662.50
L310	Written Discovery	0.00	\$0.00	0.20	\$45.00
L320	Document Production	0.00	\$0.00	0.40	\$172.00
L330	Depositions	0.00	\$0.00	0.20	\$45.00
L120	Analysis/Strategy	0.00	\$0.00	6.20	\$2,421.00
L120	Analysis/Strategy	0.00	\$0.00	0.60	\$135.00
L120	Analysis/Strategy	0.00	\$0.00	5.30	\$1,677.00
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$130.00
L310	Written Discovery	0.00	\$0.00	3.90	\$1,462.50
L320	Document Production	0.00	\$0.00	1.30	\$335.50
L140	Document/File Management	0.00	\$0.00	38.90	\$19,397.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	104.30	\$36,473.00
L07-Motions and Hearings					
L240	Dispositive Motions	0.00	\$0.00	20.20	\$9,924.50
L240	Dispositive Motions	0.00	\$0.00	30.90	\$6,952.50
L250	Other Written Motions and Submissions	5.70	\$2,328.00	7.80	\$2,893.50
L250	Other Written Motions and Submissions	0.00	\$0.00	9.10	\$3,985.50
L250	Other Written Motions and Submissions	0.00	\$0.00	0.30	\$153.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.50	\$130.00
TOTAL Pre-Trial Pleadings and Motions:		5.70	\$2,328.00	68.80	\$24,039.00
L09-Mediation and Settlement					
L160	Settlement/Non-Binding ADR	55.70	\$26,984.00	111.00	\$45,355.50
TOTAL Case Assessment, Development and Administration:		55.70	\$26,984.00	111.00	\$45,355.50
L13-Enforcement of Judgment					
L470	Enforcement	0.00	\$0.00	4.50	\$2,295.00
TOTAL Trial Preparation and Trial:		0.00	\$0.00	4.50	\$2,295.00
Subtotal Legal Fees:		64.60	\$30,667.50	416.30	\$152,607.50
Less Discount			\$-4,600.13		-25,298.00
TOTAL LEGAL FEES 54464-140479			\$26,067.37		\$127,309.50



November 25, 2015

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

TIN

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT

PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3133814

\$26,071.53

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code:
Bank Name: US Bank N.A.
ABA/Routing Number:
Bank Account Name: Thompson Coburn LLP
Account Number:

ACH Instructions (United States only):

NOT FOR WIRE TRANSFER USE

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

Please reference invoice number(s) with ACH or send an e-mail with the information to
AccountsReivable@ThompsonCoburn.com

REDACTED



December 21, 2015
Invoice #3144205

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:
Account Number:
Please reference invoice number(s).

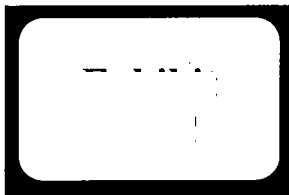
**For Wire Transfer Instructions or Other
Communications Please Contact:**
314-552-6000
AccountsReceivable@ThompsonCoburn.com

TIN:

**Replaces Invoice #3140719
Revised on 1/13/2016**

For Legal Services Rendered in Connection With:

Acartha Group Receivership
TC File: 54464 / 102286



REDACTED

December 21, 2015
 Invoice # 3144205
 Page 2

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/04/15	J. Rust	NO CHARGE Prepare all fee app documents for filing with Court and ensure all information on exhibits is correct	B300	B310	0.40
11/04/15	J. Rust	NO CHARGE File with court the motion to file certain exhibits under seal, the sealed documents, motion to approve the fee application, and all exhibits with the fee application and provide proposed orders to the Court per the local rules	B300	B310	0.80
11/04/15	C. Schenk	Seek advice of K. Kraft re investor inquiries and Librato distribution	B200	B210	0.20
11/05/15	K. Kraft	Draft Librato sale/distribution notice of no objection, including conducting follow up on member service and outstanding issues related to ability to file no objection statement	B100	B110	1.70
11/05/15	C. Schenk	Edit notice to Court re investor inquiries and updates to distribution spread sheet to indicate estimated expenses (.4); seek advice of K. Kraft re same (.2)	B100	B110	0.60
11/05/15	C. Schenk	Attention to deposit of NJ refund, approve letter to Parkside for deposit	B200	B210	0.10
11/05/15	C. Schenk	Review investor inquiry re pending Librato distribution (.1); research and draft response to Librato investor (.3)	B300	B310	0.40
11/05/15	A. Welo	Research into settlement language involving consent judgments and language of same	B300	B310	0.70
11/06/15	K. Kraft	Respond to inquiry from C. Schenk re potential go-ahead on Librato notice of no objection	B100	B110	0.10
11/06/15	K. Kraft	Finalize and file notice of no objection and effect service on members re same	B100	B110	0.40
11/06/15	C. Reid	Revise redemption agreement	B100	B120	0.70
11/06/15	C. Schenk	Review bank statements from EW, PS and USB, summarize same and tie out to previous month totals, review debits (.8); attention to CLA billings and communications with G. Stafford re same (.3)	B100	B110	1.10

December 21, 2015
 Invoice #3144205
 Page 3

U.S. District Court Eastern District of Missouri

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Phase</u>	<u>Task</u>	<u>Hours</u>
11/06/15	C. Schenk	Research investor interest in Librato, review related exchange, and follow up with Segue (.2); seek advice of K. Kraft re distribution (.2); finalize filing re same (.2)	B300	B310	0.60
11/08/15	C. Schenk	Review E. Morris valuation report pertaining to Logic Source (.7); outline comments pertaining to same (.4); telephone conference with E. Morris to discuss same (.3); review redemption agreement provided by S. Boxerman and follow up with E. Morris re same (.2)	B200	B210	1.60
11/09/15	C. Reid	Review Logic Source valuation	B100	B120	0.40
11/09/15	J. Rust	Work with office staff to post documents re Librato sale to website	B300	B310	0.20
11/09/15	C. Schenk	Seek advice of C. Reid re valuation report provided by E. Morris and communication with same	B200	B210	0.10
11/09/15	C. Schenk	Review Court order authorizing Librato distribution, direct follow up email to investors to coordinate logistics of distribution (.2); seek advice of K. Kraft re same (.2)	B300	B310	0.40
11/09/15	C. Schenk	Attention to CLA and Segue billing and payments, including holdback amounts	B100	B110	0.20
11/10/15	C. Schenk	Review CLA invoices for October	B100	B110	0.20
11/10/15	C. Schenk	Edit stock redemption agreement re Cirqit, seek advice of C. Reid re provisions (.7); outline edits to revised version of valuation of Logic Source stock (.6)	B200	B210	1.30
11/11/15	C. Schenk	Review updated report to outline comments for E. Morris (.3); telephone conferences with E. Morris re updates to valuation report for Cirqit (.3);	B200	B210	0.60
11/16/15	C. Reid	Review redemption agreement	B100	B120	0.80
11/16/15	J. Rust	NO CHARGE Draft notice of no objection to the Receiver's 15th Fee Application and draft proposed order to accompany the notice of no objection	B300	B310	0.90

December 21, 2015
 Invoice # 3144205
 Page 4

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/17/15	K. Kraft	Review Court's order on Librato, and distribution schedule, and draft email to Librato SPV members re intended distributions and request for wire transfer information	B100	B110	0.80
11/17/15	J. Rust	NO CHARGE Examine docket to ensure no objections had been filed with the court and file notice of no objection and proposed order with court	B300	B310	0.30
11/17/15	C. Schenk	Communications with K. Kraft re investor distribution and communications to same, preliminary review of investor responses	B300	B310	0.30
11/17/15	C. Schenk	NO CHARGE Communication with J. Rust re Fee Application	B100	B110	0.10
11/18/15	K. Kraft	Telephone call from representative of Librato SPV members re distributions pursuant to court order	B100	B110	0.10
11/18/15	C. Schenk	Review Segue invoice for October time	B100	B110	0.20
11/18/15	C. Schenk	Review incoming responses from investors	B300	B310	0.20
11/19/15	C. Schenk	Communications with investors re distribution (.3); post notice to website (.2); open new accounts at East West Bank for fund distribution, discussions with R. Khanverdi re same (.3)	B300	B310	0.80
11/23/15	C. Kelly	Review discharge order	B100	B110	0.20
11/23/15	C. Schenk	Communication with investors re Librato distribution	B300	B310	0.20
11/24/15	C. Reid	Review and revise Wehrle letter	B100	B120	0.40
11/24/15	C. Schenk	Telephone conference with M. Murray re Tervela investors (.1); review Segue holdback monies to reconcile balance (.5); review CLA holdback monies to confirm amounts due (.4)	B100	B110	1.00
11/24/15	C. Schenk	Communications with investors re distribution and attention to same	B300	B310	0.30
11/24/15	C. Schenk	Telephone conference with M. Hecht and E. Morris re updates to valuation report	B200	B210	0.30
11/25/15	C. Schenk	Communication with re payments from Librato	B300	B310	0.20

REDACTED

December 21, 2015
 Invoice # 5144205
 Page 5

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/30/15	K. Kraft	Communications with investor re Librato distribution	B100	B110	0.10
11/30/15	C. Schenk	Review Court Order re payment amounts to Segue and CLA, prepare and execute checks and letters to same	B100	B110	0.30
11/30/15	C. Schenk	Review E. Morris updated background information and conclusions in Logic Source valuation and communication with same	B200	B210	0.80
11/30/15	C. Schenk	Telephone conference with T. O'Shaughnessy re Librato escrow (.2); review updated calculations (.2); communications with EW Bank to transfer funds to account for distribution to claimants, order checks and arrange for wire transfers (.5); prepare information for distribution spread sheet for approximately 70 claimants (1.8)	B300	B310	2.70
11/30/15	H. Weber	Begin spreadsheet of distributions for Evergrid MIC VII and Librato Acquisition and instructions re same	B100	B110	0.50
Total Hours					29.20
Amount For Services					\$11,680.50
For Cash Outlays:					
11/03/15	For courier service by Arch Express to Parkside Financial Bank & Trust at 8112 Maryland Ave on October 28, 2015.			\$9.56	
	For reproduction charges			\$1.84	
	For on-line docket review			\$19.50	
Amount For Cash Outlays					\$30.90

REDACTED

December 21, 2015
 Invoice # 1114205
 Page 6

U.S. District Court Eastern District of Missouri

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
C. Kelly	0.20	\$415.00	\$83.00
K. Kraft	4.60	\$350.00	\$1,610.00
C. Reid	2.70	\$455.00	\$1,228.50
C. Schenk	17.90	\$430.00	\$7,697.00
Subtotal for Partner	25.40	\$418.05	\$10,618.50
J. Rust	2.60	\$295.00	\$767.00
A. Welo	0.70	\$300.00	\$210.00
Subtotal for Associate	3.30	\$296.06	\$977.00
H. Weber	0.50	\$170.00	\$85.00
Subtotal for Legal Assistant (paralegals and other legal support personnel)	0.50	\$170.00	\$85.00
Total All Classes	29.20	\$400.02	\$11,680.50

For Services	\$11,680.50
Less No Charges	-1,523.00
Less 15% Discount	-1,523.63
Amount For Services	8,633.87
Amount For Cash Outlays	30.90

TOTAL DUE	\$8,664.77
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REDACTED

**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.: 3144205
Invoice Date: 12/21/15

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	THIS BILL		CUMULATIVE TOTALS	
	Hours	Amount	Hours	Amount
54464-102286				
TOTAL LEGAL FEES:	29.20	\$8,633.87	5,581.20	\$1,551,987.13
TOTAL DISBURSEMENTS:		\$30.90		\$32,755.07
TOTAL LEGAL FEES & DISB:		\$8,664.77		\$1,584,742.20

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	THIS BILL	CUMULATIVE TOTALS
		Amount	Amount
102	For postage	\$0.00	\$852.69
106	For reproduction charges	\$1.84	\$6,262.48
107	For outside copy charge	\$0.00	\$422.22
108	For color reproduction charges	\$0.00	\$390.18
109	For overnight delivery service	\$0.00	\$3,489.65
117	For oversize copies	\$0.00	\$68.25
127	For courier service	\$9.56	\$554.45
150	For on-line docket review	\$19.50	\$100.68
300	Messenger services to file or obtain documents in court	\$0.00	\$15.00
307	For local cab charges	\$0.00	\$92.19
327	For expenses	\$0.00	\$9.99
365	For database management services	\$0.00	\$35.00
367	For meal expenses	\$0.00	\$1,124.74
375	For hard drives	\$0.00	\$221.64
383	For travel expenses	\$0.00	\$5,971.81
402	For air travel	\$0.00	\$4,238.10
410	For certified copies	\$0.00	\$4,361.00
419	For court costs	\$0.00	\$66.00
422	For filing fee	\$0.00	\$4,459.00
435	For publication costs	\$0.00	\$20.00
466	For conversion of files to litigation-ready format	\$0.00	\$0.00
558	For document management services	\$0.00	\$0.00
TOTAL DISBURSEMENTS:		\$30.90	\$32,755.07

**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
<u>Partner</u>					
Buchholz, E	0.00	0.00	0.00	8.20	4,182.00
Burke, B	0.00	0.00	0.00	2.90	855.50
Darrough, M	0.00	0.00	0.00	106.60	42,360.00
Farrell, D	0.00	0.00	0.00	0.60	279.00
Higgins, S	0.00	0.00	0.00	339.00	172,890.00
Kappas, N	0.00	0.00	0.00	5.90	2,094.50
Kelly, C	415.00	0.20	83.00	322.00	133,630.00
Kraft, K	350.00	4.60	1,610.00	912.30	309,568.00
Lawton, R	0.00	0.00	0.00	6.10	3,202.50
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
Patterson, G	0.00	0.00	0.00	0.90	256.50
Reid, C	455.00	2.70	1,228.50	165.40	75,257.00
Schenk, C	430.00	17.90	7,697.00	1,993.70	857,291.00
Warfield, D	0.00	0.00	0.00	0.20	102.00
TOTAL Partner:	418.05	25.40	\$10,618.50	3,941.70	\$1,641,697.00
<u>Counsel</u>					
Cole, J.D., M	0.00	0.00	0.00	2.70	1,012.50
TOTAL Counsel:	0.00	0.00	\$0.00	2.70	\$1,012.50
<u>Associate</u>					
Black, J	0.00	0.00	0.00	5.80	1,276.00
Carnie, Jr., K	0.00	0.00	0.00	29.90	7,774.00
Farrell, C	0.00	0.00	0.00	54.40	12,240.00
Lamping, B	0.00	0.00	0.00	120.90	31,434.00
Libman, V	0.00	0.00	0.00	7.60	2,052.00
Mangian, D	0.00	0.00	0.00	57.60	13,824.00
Rust, J	295.00	2.60	767.00	546.40	142,715.00
Sanocki, K	0.00	0.00	0.00	34.70	7,807.50
Shechter, G	0.00	0.00	0.00	40.20	7,437.00
Trame, B	0.00	0.00	0.00	0.50	120.00
Van Duren, J	0.00	0.00	0.00	8.70	2,697.00
Welo, A	300.00	0.70	210.00	0.70	210.00
TOTAL Associate:	296.06	3.30	\$977.00	907.40	\$229,586.50
<u>Law Clerk</u>					
Hargis, E	0.00	0.00	0.00	3.00	570.00
Khoury, J	0.00	0.00	0.00	56.60	10,471.00
TOTAL Law Clerk:	0.00	0.00	\$0.00	59.60	\$11,041.00

**Task Based Billing Summary
Law Firm Invoice**

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

Page: 3

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

	THIS BILL			CUMULATIVE TOTALS	
	Rate	Hours	Amount	Hours	Amount
<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
Hearing, R	0.00	0.00	0.00	6.30	661.50
Hundley, E	0.00	0.00	0.00	209.80	38,813.00
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	2.90	557.00
Light, L	0.00	0.00	0.00	19.70	3,841.50
Loveless, D	0.00	0.00	0.00	39.30	6,681.00
Martin-Stewart, R	0.00	0.00	0.00	0.80	84.00
McElhattan, T	0.00	0.00	0.00	0.30	43.50
Muzzarelli, J	0.00	0.00	0.00	11.00	1,705.00
Parrish, M	0.00	0.00	0.00	7.10	1,278.00
Schuette, A	0.00	0.00	0.00	57.10	6,281.00
Weber, H	170.00	0.50	85.00	186.80	31,756.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	170.00	0.50	\$85.00	586.60	\$98,091.50
<u>Other</u>					
Choi, M	0.00	0.00	0.00	80.20	17,644.00
TOTAL Other:	0.00	0.00	\$0.00	80.20	\$17,644.00
Subtotal Legal Fees:		29.20	\$11,680.50	5,578.20	\$1,999,072.50
Less Discount:			-3,046.63		-447,085.37
TOTAL LEGAL FEES:			\$8,633.87		\$1,551,987.13

**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>
PHASE – TASK CODES BLANK					
		0.00	\$0.00	56.60	\$10,471.00
TOTAL :		0.00	\$0.00	56.60	\$10,471.00
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	11.70	\$4,530.00	3,056.60	\$1,125,621.60
B120	Asset Analysis and Recovery	2.70	\$1,228.50	300.80	\$82,597.63
B130	Asset Disposition	0.00	\$0.00	103.00	\$28,067.83
B210	Business Operations	5.20	\$2,236.00	861.30	\$364,841.50
B220	Employee Benefits/Pensions	0.00	\$0.00	4.50	\$1,791.00
B310	Claims Administration and Objections	9.60	\$3,686.00	1,180.90	\$377,478.94
TOTAL Claims and Plan:		29.20	\$11,680.50	5,507.10	\$1,980,398.50
G-Government Contracts					
G1.50	Document Preparation	0.00	\$0.00	1.00	\$295.00
TOTAL :		0.00	\$0.00	1.00	\$295.00
L02-Pre-Suit or Pre-Answer Work					
L02.500	Communication with opposing counsel or co-counsel	0.00	\$0.00	1.00	\$510.00
TOTAL :		0.00	\$0.00	1.00	\$510.00
L03-Initial Investigation and Experts					
L03.100	Factual research, early case assessment	0.00	\$0.00	0.60	\$306.00
L03.130	Analysis for early case assessment	0.00	\$0.00	2.20	\$1,122.00
TOTAL :		0.00	\$0.00	2.80	\$1,428.00
L04-Initial Filings					
L04.400	Discussions with opposing counsel and preparation of discovery plan	0.00	\$0.00	0.90	\$459.00
TOTAL :		0.00	\$0.00	0.90	\$459.00
L06-Investigation/Discovery/Analysis					
L06.500	Analysis	0.00	\$0.00	0.30	\$129.00
L06.900	Organization for Information	0.00	\$0.00	4.30	\$2,177.00
TOTAL :		0.00	\$0.00	4.60	\$2,306.00
L07-Motions and Hearings					

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
L07.800	Other Motions	0.00	\$0.00	0.30	\$78.00
TOTAL :		0.00	\$0.00	0.30	\$78.00
L13-Enforcement of Judgment					
L13.100	Enforcement of judgment	0.00	\$0.00	2.00	\$1,020.00
TOTAL :		0.00	\$0.00	2.00	\$1,020.00
Subtotal Legal Fees:		29.20	\$11,680.50	5,581.20	\$1,999,072.50
Less Discount			\$-3,046.63		-447,085.37
TOTAL LEGAL FEES 54464-102286			\$8,633.87		\$1,551,987.13



December 21, 2015

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

TIN

Replaces Invoice #3140719
Revised on 1/13/2016

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT

PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3144205

\$8,664.77

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code:
Bank Name: US Bank N.A.
ABA/Routing Number:
Bank Account Name: Thompson Coburn LLP
Account Number:

ACH Instructions (United States only): NOT FOR WIRE TRANSFER USE

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

Please reference invoice number(s) with ACH or send an e-mail with the information to
AccountsReivable@ThompsonCoburn.com

REDACTED

December 21, 2015
Invoice #3140722

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:
Account Number:
Please reference invoice number(s).

For Wire Transfer Instructions or Other
Communications Please Contact:
314-552-6000
AccountsReceivable@ThompsonCoburn.com

TIN

For Legal Services Rendered in Connection With:

Wehrle, John
TC File: 54464 / 140479

Date	Atty	Description	Phase	Task	Hours
11/02/15	S. Higgins	Telephone call with S. Schenk and S. Boxerman relative to settlement	L100	L160	0.40
11/02/15	C. Schenk	Analyze financial statement of J. Wehrle	L100	L120	0.40
11/03/15	S. Higgins	Review and revise responses to proposed settlement agreement (.6); numerous telephone calls and emails pertaining thereto with S. Boxerman and C. Schenk (.8)	L100	L160	1.40
11/03/15	C. Schenk	Review changes to settlement agreement from S. Boxerman (.3); prepare comments and seek advice of S. Higgins re same (.3); communication with E. Morris re valuation (.2)	L100	L160	0.80
11/04/15	S. Higgins	E-mails and telephone calls to S. Boxerman and C. Schenk	L100	L190	0.30
11/04/15	C. Schenk	Communications with E. Morris re valuation (.2); seek advice of A. Welo re Consent Judgment (.2); review recent filings in Wehrle criminal matter (.3)	L100	L190	0.70
11/05/15	S. Higgins	Review redemption agreement (.9); review and analyze draft consent judgment (.7)	L100	L160	1.60

**Exhibit
D-1D**

December 21, 2015
 Invoice #3110722
 Page 7

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/05/15	S. Higgins	Telephone call with S. Boxerman relative to settlement	L100	L160	0.40
11/05/15	S. Higgins	Numerous emails to and from C. Schenk and S. Boxerman relative to settlement	L100	L160	0.80
11/05/15	S. Higgins	Draft summary of Wehrle settlement position and response to call	L100	L160	0.30
11/05/15	C. Schenk	Research and review form of consent judgments and related settlement agreements (.6); prepare Consent Judgment to include in Wehrle Settlement Agreement in light of provisions in same (.7); review stock redemption agreement (.3); summarize comments and concerns and seek advice of C. Reid (.3); seek advice of S. Higgins re stipulation and logistics in filings with receivership and Wehrle litigation (.3)	L100	L160	2.20
11/06/15	S. Higgins	Continued review and revision of redemption agreement and emails pertaining thereto	L100	L160	0.40
11/06/15	C. Schenk	Review C. Reid comments to settlement, communications with same (.4); communication with E. Morris re valuation (.1)	L100	L160	0.50
11/09/15	S. Higgins	Review settlement response and draft emails re same	L100	L160	0.70
11/09/15	C. Schenk	Review updated financial information pertaining to J. Wehrle (.3); review S. Boxerman response re settlement issues, including draft of letter re Wehrle (.3)	L100	L160	0.60
11/10/15	S. Higgins	Telephone conference with C. Schenk re settlement	L100	L160	0.40
11/10/15	S. Higgins	Review and respond to emails from C. Schenk re redemption agreement and settlement	L100	L160	1.10
11/10/15	S. Higgins	Update draft settlement documents and prepare summary re same	L100	L160	0.60
11/10/15	S. Higgins	Review S. Boxerman settlement reply including letter of cooperation	L100	L160	0.30

December 21, 2015
 Invoice # 3140722
 Page 3

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/10/15	C. Schenk	Communications and meeting with S. Higgins to discuss revised terms of Agreement	L100	L190	0.60
11/11/15	S. Higgins	Continued discussion and emails with C. Schenk relative to settlement and redemption	L100	L160	0.70
11/11/15	S. Higgins	Telephone calls to and from Mediator	L100	L160	0.30
11/11/15	S. Higgins	Prepare summary email to C. Schenk and draft email to S. Boxerman	L100	L160	0.60
11/11/15	C. Schenk	Draft letter to Boxerman in keeping with settlement agreement for exhibit to same (.6); telephone conference with S. Higgins to seek advice re next steps in settlement (.4); review updated version of same (.3)	L100	L160	1.30
11/12/15	S. Higgins	Emails to C. Schenk relative to and revisions to Redemption Agreement as Exhibit C to Settlement	L100	L160	1.30
11/12/15	C. Schenk	Seek advice of S. Higgins re changes to redemption agreement	L100	L190	0.20
11/13/15	S. Higgins	Further review of and revisions to Redemption agreement and emails to C. Schenk and C. Reid re same	L100	L160	1.50
11/13/15	C. Schenk	Review and comment on updates to Redemption Agreement, investigate certification of shares (.4); communications with S. Higgins re outstanding legal issues (.2)	L100	L190	0.60
11/14/15	C. Schenk	Seek advice of C. Reid re	L100	L190	0.20
11/16/15	C. Schenk	Review updates to redemption agreement re stock powers and related issues, communications with counsel	L100	L190	0.30
11/17/15	S. Higgins	Continue review and revision of Settlement Agreement, including emails with C. Schenk and C. Reid (.6); email to S. Boxerman (.7); discussions with C. Reid (.6)	L100	L160	1.90
11/17/15	C. Schenk	Communications with S. Higgins re settlement and next steps	L100	L190	0.30

December 21, 2015
 Invoice # 1119722
 Page 4

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/19/15	S. Higgins	Numerous emails and telephone calls to and from R. Sher, C. Schenk and S. Boxerman	L100	L160	0.50
11/19/15	C. Schenk	Discuss settlement with S. Higgins	L100	L190	0.20
11/20/15	S. Higgins	Numerous telephone calls and emails relative to settlement, including revision of Agreement, Redemption, Cooperation and Judgment attachments	L100	L160	3.30
11/20/15	C. Schenk	Seek advice of S. Higgins re settlement (.3); review comments re settlement from S. Boxerman (.2)	L100	L160	0.50
11/23/15	S. Higgins	Status conference with C. Schenk, S. Boxerman and R. Sher	L100	L160	0.40
11/23/15	S. Higgins	Numerous discussions with C. Schenk re settlement	L100	L160	0.50
11/23/15	S. Higgins	Review and revise settlement documents	L100	L160	1.40
11/23/15	C. Schenk	Review updated redemption agreement (.2); prepare for call with mediator and summarize comments re outstanding issues (.3); discuss same with S. Higgins (.2); telephone conference with S. Boxerman and mediator re progress of settlement (.3); research file re dealings with Wehrle and revise exhibit B pertaining to Wehrle and prepare comments re same (1.0); discussion with S. Higgins re same (.5); follow up with C. Reid re matters pertaining to Cirqit (.2)	L100	L160	2.70
11/24/15	S. Higgins	Continue drafting of revised settlement documents including letter (2.0); numerous emails and discussions with C. Schenk re same (1.4)	L100	L160	3.40

December 21, 2015
 Invoice # 3140722
 Page 5

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
11/24/15	C. Schenk	Review updates to Wehrle letter (.4); outline talking points for meeting with Wehrle's counsel (.8); seek advice of S. Higgins re settlement strategy (.9); review and analyze financial statement submitted by Wehrle in support of compromise and settlement (.7); list missing information, questions and inconsistencies for discussion with S. Boxerman (.8); review updates to redemption agreement for discussion with S. Boxerman (.5)	L100	L160	4.10
11/25/15	S. Higgins	Prepare for and meet with S. Boxerman relative to settlement and follow up emails and telephone calls re same	L100	L160	2.10
11/25/15	C. Schenk	Seek advice of S. Higgins re new meditation session and unresolved settlement issues	L100	L190	0.40
11/30/15	S. Higgins	numerous emails and telephone calls with C. Schenk, S. Boxerman, R. Sher and K. Sanocki relative to resumed mediation, extension of dates to amend, and completion of settlement	L100	L160	1.60
11/30/15	K. Sanocki	Draft and analysis of motion to extend the deadline to file amended pleadings and joinder of additional parties	L200	L250	0.60
11/30/15	K. Sanocki	E-mail correspondance with opposing counsel S. Boxerman and F. Baldwin re consent to motion to extend the deadline to file amended pleadings and joinder of additional parties	L100	L190	0.10
11/30/15	C. Schenk	Analyze financial information and schedules provided by Wehrle, summarize points requiring supplementation (.6); summarize same for S. Boxerman and Dec. 4th continuation of mediation (.4)	L100	L160	1.00
Total Hours					46.50
Amount For Services					\$22,107.50

REDACTED

December 21, 2015
 Invoice # 3110722
 Page 6

U.S. District Court Eastern District of Missouri

For Cash Outlays:		
For reproduction charges	\$9.52	
Amount For Cash Outlays		\$9.52

TIME SUMMARY BY RANK

<u>Timekeeper</u>	<u>Hours Worked</u>	<u>Billed Per Hour</u>	<u>Billed Amount</u>
S. Higgins	28.20	\$510.00	\$14,382.00
C. Schenk	17.60	\$430.00	\$7,568.00
Subtotal for Partner	45.80	\$479.26	\$21,950.00
K. Sanocki	0.70	\$225.00	\$157.50
Subtotal for Associate	0.70	\$225.00	\$157.50
<u>Total All Classes</u>	<u>46.50</u>	<u>\$475.43</u>	<u>\$22,107.50</u>

For Services	\$22,107.50
Less 15% Discount	-3,316.13
Amount For Services	18,791.37
Amount For Cash Outlays	9.52

TOTAL DUE	\$18,800.89
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REDACTED

**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: Wehrle, John

Invoice No.: 3140722

Invoice Date: 12/21/15

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
	Hours	Amount	Hours	Amount
54464-140479				
TOTAL LEGAL FEES:	46.50	\$18,791.37	462.80	\$146,100.87
TOTAL DISBURSEMENTS:		\$9.52		\$1,540.69
TOTAL LEGAL FEES & DISB:		\$18,800.89		\$147,641.56

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		Amount	Amount	Amount	Amount
106	For reproduction charges	\$9.52	\$141.92		
108	For color reproduction charges	\$0.00	\$152.67		
109	For overnight delivery service	\$0.00	\$70.94		
127	For courier service	\$0.00	\$6.90		
411	For transcript charge	\$0.00	\$376.00		
422	For filing fee	\$0.00	\$400.00		
454	For service fee	\$0.00	\$154.40		
464	For manual processing of electronic data	\$0.00	\$140.00		
469	For technical services	\$0.00	\$70.00		
625	For document scanning	\$0.00	\$27.86		
TOTAL DISBURSEMENTS:		\$9.52	\$1,540.69		

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

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount
Partner					
Higgins, S	510.00	28.20	14,382.00	184.90	94,299.00
Schenk, C	430.00	17.60	7,568.00	82.30	35,389.00
TOTAL Partner:	479.25	45.80	\$21,950.00	267.20	\$129,688.00
Counsel					
Cole, J.D., M	0.00	0.00	0.00	4.40	1,650.00
TOTAL Counsel:	0.00	0.00	\$0.00	4.40	\$1,650.00
Associate					
Lamping, B	0.00	0.00	0.00	24.00	6,240.00

**Task Based Billing Summary
Law Firm Invoice**

Matter Name: Wehrle, John
C/M Firm No: 54464-140479

Page: 2

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

	THIS BILL			CUMULATIVE TOTALS	
	Rate	Hours	Amount	Hours	Amount
Sanocki, K	225.00	0.70	157.50	158.20	35,595.00
TOTAL Associate:	225.00	0.70	\$157.50	182.20	\$41,835.00
Legal Assistant (paralegals and other legal support personnel)					
Weber, H	0.00	0.00	0.00	8.20	1,394.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	0.00	0.00	\$0.00	8.20	\$1,394.00
Other					
Hall, D	0.00	0.00	0.00	0.80	148.00
TOTAL Other:	0.00	0.00	\$0.00	0.80	\$148.00
Subtotal Legal Fees:		46.50	\$22,107.50	462.80	\$174,715.00
Less Discount:			-3,316.13		-28,614.13
TOTAL LEGAL FEES:			\$18,791.37		\$146,100.87

**Task Based Billing Summary
Law Firm Invoice**

Matter Name: Wehrle, John
C/M Firm No: 54464-140479

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	9.70	\$1,859.00
TOTAL :		0.00	\$0.00	9.70	\$1,859.00
L01-Matter Open					
L110	Fact Investigation/Development	0.00	\$0.00	0.40	\$172.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	0.40	\$172.00
L02-Pre-Suit or Pre-Answer Work					
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$215.00
L120	Analysis/Strategy	0.00	\$0.00	3.60	\$1,836.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	4.10	\$2,051.00
L03-Initial Investigation and Experts					
L110	Fact Investigation/Development	0.00	\$0.00	15.20	\$4,928.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	15.20	\$4,928.00
L04-Initial Filings					
L210	Pleadings	0.00	\$0.00	59.20	\$21,994.00
L210	Pleadings	0.00	\$0.00	10.90	\$2,466.50
L310	Written Discovery	0.00	\$0.00	1.10	\$561.00
L230	Court Mandated conferences	0.00	\$0.00	0.90	\$459.00
L210	Pleadings	0.00	\$0.00	0.30	\$153.00
TOTAL Pre-Trial Pleadings and Motions:		0.00	\$0.00	72.40	\$25,633.50
L05-Ongoing Reporting and Communication					
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	0.90	\$387.00
L190	Other Case Assessment, Development and Administration	1.00	\$430.00	4.00	\$1,720.00
L190	Other Case Assessment, Development and Administration	0.10	\$22.50	2.80	\$1,006.00
L190	Other Case Assessment, Development and Administration	2.80	\$1,228.00	22.10	\$8,369.00
TOTAL Case Assessment, Development and Administration:		3.90	\$1,680.50	29.80	\$11,482.00
L06-Investigation/Discovery/Analysis					
L390	Other Discovery	0.00	\$0.00	0.60	\$258.00

**Task Based Billing Summary
Law Firm Invoice**

Matter Name: Wehrle, John
C/M Firm No: 54464-140479

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ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
L390	Other Discovery	0.00	\$0.00	0.50	\$112.50
L310	Written Discovery	0.00	\$0.00	7.20	\$1,620.00
L310	Written Discovery	0.00	\$0.00	38.50	\$8,662.50
L310	Written Discovery	0.00	\$0.00	0.20	\$45.00
L320	Document Production	0.00	\$0.00	0.40	\$172.00
L330	Depositions	0.00	\$0.00	0.20	\$45.00
L120	Analysis/Strategy	0.40	\$172.00	6.60	\$2,593.00
L120	Analysis/Strategy	0.00	\$0.00	0.60	\$135.00
L120	Analysis/Strategy	0.00	\$0.00	5.30	\$1,677.00
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$130.00
L310	Written Discovery	0.00	\$0.00	3.90	\$1,462.50
L320	Document Production	0.00	\$0.00	1.30	\$335.50
L140	Document/File Management	0.00	\$0.00	38.90	\$19,397.00
TOTAL Case Assessment, Development and Administration:		0.40	\$172.00	104.70	\$36,645.00
L07-Motions and Hearings					
L240	Dispositive Motions	0.00	\$0.00	20.20	\$9,924.50
L240	Dispositive Motions	0.00	\$0.00	30.90	\$6,952.50
L250	Other Written Motions and Submissions	0.60	\$135.00	8.40	\$3,028.50
L250	Other Written Motions and Submissions	0.00	\$0.00	9.10	\$3,985.50
L250	Other Written Motions and Submissions	0.00	\$0.00	0.30	\$153.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.50	\$130.00
TOTAL Pre-Trial Pleadings and Motions:		0.60	\$135.00	69.40	\$24,174.00
L09-Mediation and Settlement					
L160	Settlement/Non-Binding ADR	41.60	\$20,120.00	152.60	\$65,475.50
TOTAL Case Assessment, Development and Administration:		41.60	\$20,120.00	152.60	\$65,475.50
L13-Enforcement of Judgment					
L470	Enforcement	0.00	\$0.00	4.50	\$2,295.00
TOTAL Trial Preparation and Trial:		0.00	\$0.00	4.50	\$2,295.00
Subtotal Legal Fees:		46.50	\$22,107.50	462.80	\$174,715.00
Less Discount			\$-3,316.13		-28,614.13
TOTAL LEGAL FEES 54464-140479			\$18,791.37		\$146,100.87



December 21, 2015

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

TIN

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT

PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3140722

\$18,800.89

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code:
Bank Name: US Bank N.A.
ABA/Routing Number:
Bank Account Name: Thompson Coburn LLP
Account Number:

**ACH Instructions (United States only):
NOT FOR WIRE TRANSFER USE**

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

Please reference invoice number(s) with ACH or send an e-mail with the information to
AccountsReivable@ThompsonCoburn.com

REDACTED

January 25, 2016
Invoice #3146937

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:
Account Number:
Please reference invoice number(s).

**For Wire Transfer Instructions or Other
Communications Please Contact:**
314-552-6000
AccountsReceivable@ThompsonCoburn.com

TIN

For Legal Services Rendered in Connection With:

Acartha Group Receivership
TC File: 54464 / 102286

Date	Atty	Description	Phase	Task	Hours
12/01/15	C. Schenk	Review Segue reconciliation of holdback and amount paid numbers, communication with same (.5); communication with CLA re same (.2); review multiple court orders re BDM discharge (.2)	B100	B110	0.90
12/01/15	C. Schenk	Outline clarifications of background needed for Logic Source valuation, telephone conference with E. Morris re same (.8); review updates to report made by E. Morris following conversation (.5); seek advice of C. Reid re (close to) final version needed for Court approval (.2)	B200	B210	1.50
12/01/15	C. Schenk	Develop investor information required by East West for wire transfer of funds (.8); communications with CLA re questions as to investor allocations (.2)	B300	B310	1.00
12/01/15	H. Weber	Prepare chart of Evergrid/MIC VII and Librato investors to include bank information and first round distributions per C. Schenk's request	B100	B110	1.80

**Exhibit
D-1E**

January 25, 2016
 Invoice #3146937
 Page 2

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/01/15	H. Weber	Communicate with Renee at East West Bank re information needed for foreign bank accounts with regards to wire transfers	B100	B110	0.30
12/02/15	C. Schenk	Review CLA and Segue vendor payments and outline of discrepancies	B100	B110	0.30
12/02/15	C. Schenk	Attention to Librato claims distribution issues, including bank accounts	B300	B310	0.30
12/03/15	C. Schenk	Communication with C. Reid re valuation report	B200	B210	0.10
12/03/15	H. Weber	Draft/prepare email to C. Schenk re details of what has been done thus far re the distributions for Evergrid MIC VII and Librato Acquisition II	B100	B110	0.50
12/07/15	C. Schenk	Preliminary review of incoming monthly statements for bank accounts	B100	B110	0.20
12/07/15	C. Schenk	Attention to Librato distributions to investors	B300	B310	0.80
12/07/15	C. Schenk	Communications with counsel for Clearbrook re potential sale of interest, describe related process (.3); review updated monthly SRS escrow account statement for Librato (.2); communication with S. Marrano of Tervela (.1)	B200	B210	0.60
12/07/15	A. Schuette	Review documents re memorandum of law in support for authorization to distribute funds to complete first distribution of funds per C. Schenk	B100	B110	1.10
12/08/15	C. Schenk	Communications with Segue re invoicing (.2); coordinate with Segue re bookkeeping and Librato distributions (.2)	B200	B210	0.40
12/08/15	A. Schuette	Prepare wire transfer forms to distribute funds to complete first distribution of funds per C. Schenk	B100	B110	6.40
12/09/15	C. Schenk	Review Segue November invoice	B100	B110	0.10
12/09/15	A. Schuette	Continue review of investors to distribute funds to complete first distribution of funds per C. Schenk	B100	B110	3.10

January 25, 2016
 Invoice #3116937
 Page 3

U.S. District Court Eastern District of Missouri

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Phase</u>	<u>Task</u>	<u>Hours</u>
12/10/15	C. Schenk	Communications with T. O'Shaughnessy re reconciliation of final numbers for claims distribution (.2); attention to wire transfers (.4)	B300	B310	0.60
12/10/15	A. Schuette	Continue review of investors to distribute funds to complete first distribution of funds per C. Schenk	B100	B110	4.10
12/11/15	C. Schenk	Review investor inquiry for follow up	B300	B310	0.10
12/11/15	A. Schuette	Continue review of investors to distribute funds to complete first distribution of funds per C. Schenk	B100	B110	2.60
12/14/15	C. Schenk	Discuss need for investor and interested party notice re new web link	B100	B110	0.30
12/14/15	C. Schenk	Communications with EW Bank re outgoing wire transfers for Librato, oversee same	B300	B310	0.30
12/14/15	A. Schuette	Continue review of investors to distribute funds to complete first distribution of funds per C. Schenk	B100	B110	2.80
12/15/15	C. Schenk	Attention to wire transfer confirmations for follow up with Librato investors	B300	B310	0.30
12/15/15	A. Schuette	Continue review of investors to distribute funds to complete first distribution of funds per C. Schenk	B100	B110	0.80
12/16/15	C. Schenk	Review summary of CLA, Segue and FTL invoices and holdback, edit same	B100	B110	0.40
12/16/15	C. Schenk	Review monthly statements from EW, PS and USB for November (.3); summarize all accounts and tie out to October balance (.4)	B100	B110	0.70
12/16/15	C. Schenk	NO CHARGE Draft related application for return of fifty percent of holdback	B100	B110	2.70
12/17/15	K. Kraft	NO CHARGE Discussions with C. Schenk re holdback application for payment	B100	B110	0.20
12/17/15	C. Schenk	Review summary pertaining to holdback for Segue, CLA and FTL	B100	B110	0.30
12/18/15	C. Kelly	Review pleadings (IRS claim)	B100	B110	0.30
12/21/15	K. Kraft	NO CHARGE Review and revise draft application for payment of holdback	B100	B130	1.50

REDACTED

January 25, 2016
 Invoice # 3146937
 Page 4

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/21/15	K. Kraft	Research standard release of holdbacks in receiverships and similar proceedings	B200	B210	1.70
12/21/15	K. Kraft	Docket research re receivership motions for holdback release	B100	B110	1.00
12/21/15	K. Kraft	NO CHARGE Review fee applications and previous receivership reports for context	B100	B110	0.70
12/21/15	K. Kraft	NO CHARGE Prepare proposed order	B100	B110	0.20
12/21/15	K. Kraft	Edit summary chart showing total invoice and requested payment amounts	B100	B130	1.50
12/21/15	C. Schenk	NO CHARGE Review related application for final edits	B100	B110	0.30
12/21/15	C. Schenk	Review Segue, CLA, vendor holdback summary	B100	B110	0.20
12/21/15	C. Schenk	Review Clearbrook sale offer and related supporting information (.3); follow up with E. Morris (.1)	B200	B210	0.40
12/22/15	K. Kraft	NO CHARGE Review comments from, revise, and discuss application for payment of holdback	B100	B110	2.50
12/22/15	K. Kraft	NO CHARGE Finalize and file application for payment of holdback	B300	B310	0.50
12/22/15	J. Rust	Correspond with staff re: posting prior court orders re: fee applications	B300	B310	0.10
12/22/15	C. Schenk	NO CHARGE Finalize application related to holdback	B100	B110	0.30
12/23/15	J. Rust	Update Receivership website	B300	B310	0.20
12/23/15	C. Schenk	Provide background information to E. Morris for valuation of Clearbrook interest and potential counteroffer (.4); communications with same (.2)	B200	B210	0.60
12/28/15	C. Schenk	Review CT annual bills for all Receivership entities (.3); develop memorandum for Court approval of Wehrle settlement to address revisions to settlement agreement (2.7)	B100	B110	3.00
12/29/15	C. Schenk	Communications with E. Morris re Cirqit valuation (.2); review cap table and communication from M. Hryshko and follow up with E. Morris (.3)	B200	B210	0.50

REDACTED

January 25, 2016
 Invoice #3146937
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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/30/15	K. Kraft	Discussions with C. Schenk re Wehrle settlement and motion for court approval of same	B100	B110	0.20
12/30/15	C. Schenk	Update SEC re status of Wehrle settlement (.2); revise memorandum in support of motion for approval (.6); seek advice of K. Kraft re application for approval (.3)	B100	B110	1.10
12/30/15	C. Schenk	Review CLA valuation/fairness opinion to update factual background, i.e., retitled stock interest and redemption (.6); communications with E. Morris re same (.2); review documentation from Velocidata requesting SH vote (.2); analyze information pertaining to offer of sale for Clearbrook (.4); follow up with E. Morris and counsel for Clearbrook re same and to request additional information (.2)	B200	B210	1.60
12/31/15	C. Schenk	Prepare for and call with E. Morris re Circuit/Logic Source (.4); follow up communications re source information, review redraft of report (.3)	B200	B210	0.70
Total Hours					54.70
Amount For Services					\$16,148.00
For Cash Outlays:					
		For reproduction charges		\$6.56	
Amount For Cash Outlays					\$6.56

REDACTED

January 25, 2016
 Invoice # M16937
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U.S. District Court Eastern District of Missouri

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
C. Kelly	0.30	\$415.00	\$124.50
K. Kraft	10.00	\$350.00	\$3,500.00
C. Schenk	20.60	\$430.00	\$8,858.00

Subtotal for Partner	30.90	\$403.96	\$12,482.50
J. Rust	0.30	\$295.00	\$88.50

Subtotal for Associate	0.30	\$295.00	\$88.50
A. Schuette	20.90	\$150.00	\$3,135.00
H. Weber	2.60	\$170.00	\$442.00

Subtotal for Legal Assistant (paralegals and other legal support personnel)	23.50	\$152.21	\$3,577.00

Total All Classes	54.70	\$295.21	\$16,148.00

For Services	\$16,148.00
Less No Charge Entries	-3,379.00
Less 15% Discount	-1,915.35
Amount For Services	10,853.65
Amount For Cash Outlays	6.56

TOTAL DUE	\$10,860.21
------------------	--------------------

REDACTED

**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.: 3146937
Invoice Date: 01/25/16

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	----- THIS BILL -----		----- CUMULATIVE TOTALS -----	
	Hours	Amount	Hours	Amount
54464-102286				
TOTAL LEGAL FEES:	54.70	\$10,853.65	5,635.90	\$1,565,887.41
TOTAL DISBURSEMENTS:		\$6.56		\$32,761.63
TOTAL LEGAL FEES & DISB:		\$10,860.21		\$1,598,649.04

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	----- THIS BILL -----		----- CUMULATIVE TOTALS -----	
		Amount		Amount	
102	For postage	\$0.00		\$852.69	
106	For reproduction charges	\$6.56		\$6,269.04	
107	For outside copy charge	\$0.00		\$422.22	
108	For color reproduction charges	\$0.00		\$390.18	
109	For overnight delivery service	\$0.00		\$3,489.65	
117	For oversize copies	\$0.00		\$68.25	
127	For courier service	\$0.00		\$554.45	
150	For on-line docket review	\$0.00		\$100.68	
300	Messenger services to file or obtain documents in court	\$0.00		\$15.00	
307	For local cab charges	\$0.00		\$92.19	
327	For expenses	\$0.00		\$9.99	
365	For database management services	\$0.00		\$35.00	
367	For meal expenses	\$0.00		\$1,124.74	
375	For hard drives	\$0.00		\$221.64	
383	For travel expenses	\$0.00		\$5,971.81	
402	For air travel	\$0.00		\$4,238.10	
410	For certified copies	\$0.00		\$4,361.00	
419	For court costs	\$0.00		\$66.00	
422	For filing fee	\$0.00		\$4,459.00	
435	For publication costs	\$0.00		\$20.00	
466	For conversion of files to litigation-ready format	\$0.00		\$0.00	
558	For document management services	\$0.00		\$0.00	
TOTAL DISBURSEMENTS:		\$6.56		\$32,761.63	

**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:

	THIS BILL			CUMULATIVE TOTALS	
	Rate	Hours	Amount	Hours	Amount
<u>Partner</u>					
Buchholz, E	0.00	0.00	0.00	8.20	4,182.00
Burke, B	0.00	0.00	0.00	2.90	855.50
Darrough, M	0.00	0.00	0.00	106.60	42,360.00
Farrell, D	0.00	0.00	0.00	0.60	279.00
Higgins, S	0.00	0.00	0.00	339.00	172,890.00
Kappas, N	0.00	0.00	0.00	5.90	2,094.50
Kelly, C	415.00	0.30	124.50	322.30	133,754.50
Kraft, K	350.00	10.00	3,500.00	922.30	313,068.00
Lawton, R	0.00	0.00	0.00	6.10	3,202.50
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
Patterson, G	0.00	0.00	0.00	0.90	256.50
Reid, C	0.00	0.00	0.00	165.40	75,257.00
Schenk, C	430.00	20.60	8,858.00	2,014.30	866,149.00
Warfield, D	0.00	0.00	0.00	0.20	102.00
TOTAL Partner:	403.96	30.90	\$12,482.50	3,972.60	\$1,654,179.50
<u>Counsel</u>					
Cole, J.D., M	0.00	0.00	0.00	2.70	1,012.50
TOTAL Counsel:	0.00	0.00	\$0.00	2.70	\$1,012.50
<u>Associate</u>					
Black, J	0.00	0.00	0.00	5.80	1,276.00
Carnie, Jr., K	0.00	0.00	0.00	29.90	7,774.00
Farrell, C	0.00	0.00	0.00	54.40	12,240.00
Lamping, B	0.00	0.00	0.00	120.90	31,434.00
Libman, V	0.00	0.00	0.00	7.60	2,052.00
Mangian, D	0.00	0.00	0.00	57.60	13,824.00
Rust, J	295.00	0.30	88.50	546.70	142,803.50
Sanocki, K	0.00	0.00	0.00	34.70	7,807.50
Shechter, G	0.00	0.00	0.00	40.20	7,437.00
Trame, B	0.00	0.00	0.00	0.50	120.00
Van Duren, J	0.00	0.00	0.00	8.70	2,697.00
Welo, A	0.00	0.00	0.00	0.70	210.00
TOTAL Associate:	295.00	0.30	\$88.50	907.70	\$229,675.00
<u>Law Clerk</u>					
Hargis, E	0.00	0.00	0.00	3.00	570.00
Khoury, J	0.00	0.00	0.00	56.60	10,471.00
TOTAL Law Clerk:	0.00	0.00	\$0.00	59.60	\$11,041.00

**Task Based Billing Summary
Law Firm Invoice**

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

Page: 3

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

	THIS BILL			CUMULATIVE TOTALS	
	Rate	Hours	Amount	Hours	Amount
<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
Hearing, R	0.00	0.00	0.00	6.30	661.50
Hundley, E	0.00	0.00	0.00	209.80	38,813.00
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	2.90	557.00
Light, L	0.00	0.00	0.00	19.70	3,841.50
Loveless, D	0.00	0.00	0.00	39.30	6,681.00
Martin-Stewart, R	0.00	0.00	0.00	0.80	84.00
McElhattan, T	0.00	0.00	0.00	0.30	43.50
Muzzarelli, J	0.00	0.00	0.00	11.00	1,705.00
Parrish, M	0.00	0.00	0.00	7.10	1,278.00
Schuetze, A	150.00	20.90	3,135.00	78.00	9,416.00
Weber, H	170.00	2.60	442.00	189.40	32,198.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	152.21	23.50	\$3,577.00	610.10	\$101,668.50
<u>Other</u>					
Choi, M	0.00	0.00	0.00	80.20	17,644.00
TOTAL Other:	0.00	0.00	\$0.00	80.20	\$17,644.00
Subtotal Legal Fees:		54.70	\$16,148.00	5,632.90	\$2,015,220.50
Less Discount:			-5,294.35		-449,333.09
TOTAL LEGAL FEES:			\$10,853.65		\$1,565,887.41

**Task Based Billing Summary
Law Firm Invoice**

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

Page: 4

ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
PHASE – TASK CODES BLANK					
		0.00	\$0.00	56.60	\$10,471.00
TOTAL :		0.00	\$0.00	56.60	\$10,471.00
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	39.40	\$10,025.50	3,096.00	\$1,135,647.10
B120	Asset Analysis and Recovery	0.00	\$0.00	300.80	\$82,597.63
B130	Asset Disposition	3.00	\$1,050.00	106.00	\$29,117.83
B210	Business Operations	8.10	\$3,347.00	869.40	\$368,188.50
B220	Employee Benefits/Pensions	0.00	\$0.00	4.50	\$1,791.00
B310	Claims Administration and Objections	4.20	\$1,725.50	1,185.10	\$379,204.44
TOTAL Claims and Plan:		54.70	\$16,148.00	5,561.80	\$1,996,546.50
G-Government Contracts					
G1.50	Document Preparation	0.00	\$0.00	1.00	\$295.00
TOTAL :		0.00	\$0.00	1.00	\$295.00
L02-Pre-Suit or Pre-Answer Work					
L02.500	Communication with opposing counsel or co-counsel	0.00	\$0.00	1.00	\$510.00
TOTAL :		0.00	\$0.00	1.00	\$510.00
L03-Initial Investigation and Experts					
L03.100	Factual research, early case assessment	0.00	\$0.00	0.60	\$306.00
L03.130	Analysis for early case assessment	0.00	\$0.00	2.20	\$1,122.00
TOTAL :		0.00	\$0.00	2.80	\$1,428.00
L04-Initial Filings					
L04.400	Discussions with opposing counsel and preparation of discovery plan	0.00	\$0.00	0.90	\$459.00
TOTAL :		0.00	\$0.00	0.90	\$459.00
L06-Investigation/Discovery/Analysis					
L06.500	Analysis	0.00	\$0.00	0.30	\$129.00
L06.900	Organization for Information	0.00	\$0.00	4.30	\$2,177.00
TOTAL :		0.00	\$0.00	4.60	\$2,306.00
L07-Motions and Hearings					

Task Based Billing Summary
Law Firm Invoice

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

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>
L07.800	Other Motions	0.00	\$0.00	0.30	\$78.00
	TOTAL :	0.00	\$0.00	0.30	\$78.00
L13-Enforcement of Judgment					
L13.100	Enforcement of judgment	0.00	\$0.00	2.00	\$1,020.00
	TOTAL :	0.00	\$0.00	2.00	\$1,020.00
	Subtotal Legal Fees:	54.70	\$16,148.00	5,635.90	\$2,015,220.50
	Less Discount		\$-5,294.35		-449,333.09
	TOTAL LEGAL FEES 54464-102286		\$10,853.65		\$1,565,887.41



January 25, 2016

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

TIN

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT

PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3146937

\$10,860.21

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code:
Bank Name: US Bank N.A.
ABA/Routing Number:
Bank Account Name: Thompson Coburn LLP
Account Number:

**ACH Instructions (United States only):
NOT FOR WIRE TRANSFER USE**

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

Please reference invoice number(s) with ACH or send an e-mail with the information to
AccountsReivable@ThompsonCoburn.com

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January 25, 2016
Invoice #3146938

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:
Account Number:
Please reference invoice number(s).

For Wire Transfer Instructions or Other
Communications Please Contact:
314-552-6000
AccountsReceivable@ThompsonCoburn.com

TIN

For Legal Services Rendered in Connection With:

Wehrle, John
TC File: 54464 / 140479

Date	Atty	Description	Phase	Task	Hours
12/01/15	S. Higgins	Continued emails and telephone call to S. Boxerman and C. Schenk re status of settlement	L100	L160	0.30
12/01/15	S. Higgins	Follow up emails relative to motion to extend	L100	L160	0.10
12/01/15	C. Schenk	Seek advice of S. Higgins re December 4th mediation and settlement (.2); review current settlement agreement against valuation report (.2)	L100	L190	0.40
12/02/15	S. Higgins	Review and respond to emails relative to Cirqit/Logic source redemption	L100	L160	0.30
12/03/15	S. Higgins	Discussions with C. Schenk in preparation for mediation and review of pertinent settlement documents in preparation for mediation	L100	L160	1.60
12/03/15	C. Schenk	Prepare for mediation	L100	L160	0.40
12/04/15	S. Higgins	Prepare for and attend mediation to continue finalization of settlement	L100	L160	8.50
12/04/15	C. Schenk	Attend mediation with parties to finalize settlement documentation	L100	L160	7.30
12/07/15	C. Schenk	Edit letter exhibit to settlement agreement, seek advice of S. Higgins re same, follow up with Wehrle counsel, S. Boxerman	L100	L160	0.50

**Exhibit
D-1F**

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January 25, 2016
 Invoice #3116938
 Page 2

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/08/15	S. Higgins	Emails relative to status	L100	L160	0.20
12/08/15	C. Schenk	Communication with S. Boxerman	L100	L190	0.10
12/10/15	S. Higgins	Review and respond to email from S. Boxerman	L100	L160	0.30
12/10/15	S. Higgins	Review of financial statement	L100	L160	0.60
12/11/15	S. Higgins	Review and follow up response to email from S. Boxerman relative to revisions to financial statement	L100	L160	0.30
12/14/15	S. Higgins	Follow up emails with C. Schenk, R. Sher and S. Boxerman relative to financial statement	L100	L160	0.70
12/14/15	C. Schenk	Review Wehrle revised financials (.4); seek advice of S. Higgins re related settlement provisions and communications with mediator re potential continuation of mediation (.3)	L100	L120	0.70
12/15/15	C. Schenk	Review (close to) final version of settlement documentation, including settlement agreement, redemption agreement, and consent judgment	L100	L160	0.40
12/16/15	S. Higgins	Final revisions and review of settlement documentation and emails with C. Schenk and counsel for defendants	L100	L160	1.10
12/16/15	C. Schenk	Revise settlement documentation for final version (.4); seek advice of S. Higgins re logistics and final version of financials (.3)	L100	L160	0.70
12/17/15	C. Schenk	Seek advice of S. Higgins re settlement and communications with S. Boxerman	L100	L190	0.20
12/18/15	S. Higgins	Emails re status and ADR	L100	L160	0.20
12/18/15	K. Sanocki	Draft and analysis of ADR Compliance Report to court	L100	L160	0.30
12/18/15	C. Schenk	Review invoice of mediator for authorization of payment	L100	L160	0.20
12/21/15	S. Higgins	Emails and telephone calls with opposing counsel and K. Sanocki re extension and coordination and finalization of settlement	L100	L160	0.70
12/21/15	K. Sanocki	Telephone call to Judge Sippel's case manager C. Ritter re ADR compliance report to be filed with court	L100	L160	0.10

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January 25, 2016
 Invoice # 1146938
 Page 3

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
12/21/15	K. Sanocki	Draft and analysis of Gryphon III's motion to extend the deadline to amend pleadings or join parties due to pending settlement negotiations	L200	L250	0.40
12/21/15	K. Sanocki	Follow up telephone call to Judge Sippel's case manager C. Ritter re ADR compliance report to be filed with court	L100	L160	0.10
12/21/15	K. Sanocki	Email correspondence with S. Boxerman and F. Baldwin re consent to motion to extend the deadline to amend pleadings or join parties	L200	L250	0.10
12/21/15	C. Schenk	Review account information and make payment to mediator	L100	L120	0.20
12/22/15	S. Higgins	Emails and telephone calls with S. Boxerman and C. Schenk relative to settlement	L100	L160	0.40
12/22/15	K. Sanocki	Follow up telephone call to Judge Sippel's case manager C. Ritter re ADR compliance report to be filed with court	L100	L160	0.10
12/22/15	K. Sanocki	Draft and analysis of ADR Compliance Report to court	L100	L160	0.60
12/23/15	S. Higgins	Review and respond to numerous emails to and from C. Schenk and S. Boxerman related to settlements and review attachments thereto	L100	L160	1.10
12/23/15	K. Sanocki	Read and analyze court order re deadline to file stipulation for dismissal or consent judgment and calendar the same	L100	L160	0.10
12/23/15	C. Schenk	Communications with S. Boxerman re requested changes to Settlement Agreement and Redemption document (.2); seek advice of S. Higgins (.1)	L100	L190	0.30
12/24/15	C. Schenk	Review edits to settlement and redemption agreement requested by S. Boxerman (.3); communications with S. Boxerman and S. Higgins re same (.2)	L100	L190	0.50
12/28/15	S. Higgins	Update emails relative to settlement	L100	L160	0.40
12/28/15	C. Schenk	Communication with S. Boxerman re settlement	L100	L190	0.10

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January 25, 2016
 Invoice #3146938
 Page 4

U.S. District Court Eastern District of Missouri

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Phase</u>	<u>Task</u>	<u>Hours</u>
12/29/15	S. Higgins	Meet with C. Schenk and S. Boxerman relative to executed settlement documents and review same	L100	L160	0.40
12/29/15	C. Schenk	Review and execute final version of settlement agreement	L100	L160	0.30
12/30/15	S. Higgins	Review and respond to emails relative to settlement, including LS valuation	L100	L160	0.40
12/30/15	C. Schenk	Analyze settlement documentation for follow up (.4); communications with S. Boxerman, counsel for Wehrle re redemption (.2)	L100	L160	0.60
12/31/15	C. Schenk	Communications with S. Boxerman re timing, Court approval and confidentiality issues pertaining to valuation report	L100	L190	0.20
Total Hours					32.50
Amount For Services					\$15,014.00
For Cash Outlays:					
		For reproduction charges		\$1.92	
Amount For Cash Outlays					\$1.92

TIME SUMMARY BY RANK

<u>Timekeeper</u>	<u>Hours Worked</u>	<u>Billed Per Hour</u>	<u>Billed Amount</u>
S. Higgins	17.60	\$510.00	\$8,976.00
C. Schenk	13.10	\$430.00	\$5,633.00
-----	-----	-----	-----
Subtotal for Partner	30.70	\$475.86	\$14,609.00
K. Sanocki	1.80	\$225.00	\$405.00
-----	-----	-----	-----
Subtotal for Associate	1.80	\$225.00	\$405.00
-----	-----	-----	-----
Total All Classes	32.50	\$461.97	\$15,014.00

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January 25, 2016
Invoice # 1116938
Page 5

U.S. District Court Eastern District of Missouri

For Services	\$15,014.00
Less 15% Discount	-2,252.10
Amount For Services	12,761.90
Amount For Cash Outlays	1.92

TOTAL DUE	\$12,763.82
------------------	--------------------

REDACTED

**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: Wehrle, John

Invoice No.: 3146938
Invoice Date: 01/25/16

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	----- THIS BILL -----		----- CUMULATIVE TOTALS -----	
	Hours	Amount	Hours	Amount
54464-140479				
TOTAL LEGAL FEES:	32.50	\$12,761.90	495.30	\$158,862.77
TOTAL DISBURSEMENTS:		\$1.92		\$1,542.61
TOTAL LEGAL FEES & DISB:		\$12,763.82		\$160,405.38

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	----- THIS BILL -----		----- CUMULATIVE TOTALS -----	
		Amount	Amount	Amount	Amount
106	For reproduction charges	\$1.92	\$143.84		
108	For color reproduction charges	\$0.00	\$152.67		
109	For overnight delivery service	\$0.00	\$70.94		
127	For courier service	\$0.00	\$6.90		
411	For transcript charge	\$0.00	\$376.00		
422	For filing fee	\$0.00	\$400.00		
454	For service fee	\$0.00	\$154.40		
464	For manual processing of electronic data	\$0.00	\$140.00		
469	For technical services	\$0.00	\$70.00		
625	For document scanning	\$0.00	\$27.86		
TOTAL DISBURSEMENTS:		\$1.92	\$1,542.61		

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

	----- THIS BILL -----			----- CUMULATIVE TOTALS -----	
	Rate	Hours	Amount	Hours	Amount
Partner					
Higgins, S	510.00	17.60	8,976.00	202.50	103,275.00
Schenk, C	430.00	13.10	5,633.00	95.40	41,022.00
TOTAL Partner:	475.86	30.70	\$14,609.00	297.90	\$144,297.00
Counsel					
Cole, J.D., M	0.00	0.00	0.00	4.40	1,650.00
TOTAL Counsel:	0.00	0.00	\$0.00	4.40	\$1,650.00
Associate					
Lamping, B	0.00	0.00	0.00	24.00	6,240.00

**Task Based Billing Summary
Law Firm Invoice**

Matter Name: Wehrle, John
C/M Firm No: 54464-140479

Page: 2

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

	THIS BILL			CUMULATIVE TOTALS	
	Rate	Hours	Amount	Hours	Amount
Sanocki, K	225.00	1.80	405.00	160.00	36,000.00
TOTAL Associate:	225.00	1.80	\$405.00	184.00	\$42,240.00
Legal Assistant (paralegals and other legal support personnel)					
Weber, H	0.00	0.00	0.00	8.20	1,394.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	0.00	0.00	\$0.00	8.20	\$1,394.00
Other					
Hall, D	0.00	0.00	0.00	0.80	148.00
TOTAL Other:	0.00	0.00	\$0.00	0.80	\$148.00
Subtotal Legal Fees:		32.50	\$15,014.00	495.30	\$189,729.00
Less Discount:			-2,252.10		-30,866.23
TOTAL LEGAL FEES:			\$12,761.90		\$158,862.77

**Task Based Billing Summary
Law Firm Invoice**

Matter Name: Wehrle, John
C/M Firm No: 54464-140479

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	9.70	\$1,859.00
TOTAL :		0.00	\$0.00	9.70	\$1,859.00
L01-Matter Open					
L110	Fact Investigation/Development	0.00	\$0.00	0.40	\$172.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	0.40	\$172.00
L02-Pre-Suit or Pre-Answer Work					
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$215.00
L120	Analysis/Strategy	0.00	\$0.00	3.60	\$1,836.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	4.10	\$2,051.00
L03-Initial Investigation and Experts					
L110	Fact Investigation/Development	0.00	\$0.00	15.20	\$4,928.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	15.20	\$4,928.00
L04-Initial Filings					
L210	Pleadings	0.00	\$0.00	59.20	\$21,994.00
L210	Pleadings	0.00	\$0.00	10.90	\$2,466.50
L310	Written Discovery	0.00	\$0.00	1.10	\$561.00
L230	Court Mandated conferences	0.00	\$0.00	0.90	\$459.00
L210	Pleadings	0.00	\$0.00	0.30	\$153.00
TOTAL Pre-Trial Pleadings and Motions:		0.00	\$0.00	72.40	\$25,633.50
L05-Ongoing Reporting and Communication					
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	0.90	\$387.00
L190	Other Case Assessment, Development and Administration	0.90	\$387.00	4.90	\$2,107.00
L190	Other Case Assessment, Development and Administration	0.20	\$86.00	3.00	\$1,092.00
L190	Other Case Assessment, Development and Administration	0.70	\$301.00	22.80	\$8,670.00
TOTAL Case Assessment, Development and Administration:		1.80	\$774.00	31.60	\$12,256.00
L06-Investigation/Discovery/Analysis					
L390	Other Discovery	0.00	\$0.00	0.60	\$258.00

**Task Based Billing Summary
Law Firm Invoice**

Matter Name: Wehrle, John
C/M Firm No: 54464-140479

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>
L390	Other Discovery	0.00	\$0.00	0.50	\$112.50
L310	Written Discovery	0.00	\$0.00	7.20	\$1,620.00
L310	Written Discovery	0.00	\$0.00	38.50	\$8,662.50
L310	Written Discovery	0.00	\$0.00	0.20	\$45.00
L320	Document Production	0.00	\$0.00	0.40	\$172.00
L330	Depositions	0.00	\$0.00	0.20	\$45.00
L120	Analysis/Strategy	0.90	\$387.00	7.50	\$2,980.00
L120	Analysis/Strategy	0.00	\$0.00	0.60	\$135.00
L120	Analysis/Strategy	0.00	\$0.00	5.30	\$1,677.00
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$130.00
L310	Written Discovery	0.00	\$0.00	3.90	\$1,462.50
L320	Document Production	0.00	\$0.00	1.30	\$335.50
L140	Document/File Management	0.00	\$0.00	38.90	\$19,397.00
TOTAL Case Assessment, Development and Administration:		0.90	\$387.00	105.60	\$37,032.00
L07-Motions and Hearings					
L240	Dispositive Motions	0.00	\$0.00	20.20	\$9,924.50
L240	Dispositive Motions	0.00	\$0.00	30.90	\$6,952.50
L250	Other Written Motions and Submissions	0.50	\$112.50	8.90	\$3,141.00
L250	Other Written Motions and Submissions	0.00	\$0.00	9.10	\$3,985.50
L250	Other Written Motions and Submissions	0.00	\$0.00	0.30	\$153.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.50	\$130.00
TOTAL Pre-Trial Pleadings and Motions:		0.50	\$112.50	69.90	\$24,286.50
L09-Mediation and Settlement					
L160	Settlement/Non-Binding ADR	29.30	\$13,740.50	181.90	\$79,216.00
TOTAL Case Assessment, Development and Administration:		29.30	\$13,740.50	181.90	\$79,216.00
L13-Enforcement of Judgment					
L470	Enforcement	0.00	\$0.00	4.50	\$2,295.00
TOTAL Trial Preparation and Trial:		0.00	\$0.00	4.50	\$2,295.00
Subtotal Legal Fees:		32.50	\$15,014.00	495.30	\$189,729.00
Less Discount			-\$2,252.10		-30,866.23
TOTAL LEGAL FEES 54464-140479			\$12,761.90		\$158,862.77



January 25, 2016

Direct Correspondence To:
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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

TIN

REMITTANCE COPY

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PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3146938

\$12,763.82

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code:
Bank Name: US Bank N.A.
ABA/Routing Number:
Bank Account Name: Thompson Coburn LLP
Account Number:

ACH Instructions (United States only):

NOT FOR WIRE TRANSFER USE

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

Please reference invoice number(s) with ACH or send an e-mail with the information to
AccountsReivable@ThompsonCoburn.com

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

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

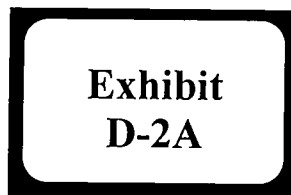
Invoice No. **#INV-20151117-373**
Date 11/17/2015
Due Date 11/27/2015

INVOICE

Item	Description	Price/Unit	Quantity	Price
Michelle Murray, Managing Director	Tax Issues/Busn Analysis	\$233.75	3.42	\$799.43
Lisa McDonald	Accounting/Auditing	\$81.00	0.5	\$40.50
Luke McGowan, Associate	AccountingAuditing	\$81.00	8.25	\$668.25

Subtotal	\$1,508.18
Tax 0%	\$0.00
Total	\$1,508.18
Outstanding Balance	\$43,020.69
Grand Total	\$44,528.87
Amount Paid Since Last Billing	\$ 0.00

Thank you for your business. Created using the Paymo.biz time tracking and invoicing application. October 2015 Hours.



Acartha Reports

Created by Ann Ciccirelli



Projects for client: Acartha Group Receivership
 Users: Michelle Murray, Managing Director, Lisa McDonald, Luke McGowan, Jordan Tierney
 Time interval: 09/30/2015 — 10/31/2015

Total	12 hrs 10 min
Acartha Group Receivership	12 hrs 10 min
Lisa McDonald	30 min
Investor Relations	30 min
10/23/2015 08:10 am — 08:30 am	20 min
Call with Michelle to discuss research needed regarding Librato and communication. Search Amy's emails to identify and who was copied on the emails.	
10/23/2015 12:45 pm — 12:55 pm	10 min
Take screenshots of emails pertaining to Librato, and email to Claire.	
Luke McGowan	8 hrs 15 min
Accounting/Auditing	8 hrs 15 min
Activities related to maintaining and auditing books of account, preparation of financial statements and account analysis.	
10/12/2015 04:00 pm — 05:45 pm	1 hrs 45 min
Reconciling all entities with all July 2015 bank activity. Updating bank account balance worksheet for all accounts and tied out ending balances as of July 31, 2015. Preparing for 2015 Q3 SFAR.	
10/19/2015 03:00 pm — 05:00 pm	2 hrs
Reconciling all entities with all August 2015 bank activity. Updating bank account balance worksheet for all accounts and tied out ending balances as of August 31, 2015. Preparing for 2015 Q3 SFAR.	
10/20/2015 07:30 pm — 09:30 pm	2 hrs
Reconciling all entities with all September 2015 bank activity. Updating bank account balance worksheet for all accounts and tied out ending balances as of September 30, 2015. Adding new accounts to reports. Preparing for 2015 Q3 SFAR.	
10/21/2015 07:30 am — 10:00 am	2 hrs 30 min
Reviewing most recent fee application submitted. Entering all submitted invoices into Pending Expenses worksheet. Tying out all final balances. Creating Q3 SFAR and uploading for approval.	
Michelle Murray, Managing Director	3 hrs 25 min
Accounting/Auditing	30 min
Activities related to maintaining and auditing books of account, preparation of financial statements and account analysis.	
10/21/2015 10:30 am — 11:00 am	30 min
Review correspondence with Lisa and Luke on SFAR reporting and treatment of UHY proceeds.	
Business Analysis	2 hrs 55 min
Preparation and review of company business plan; development and review of strategies; preparation and review of cash flow forecasts and feasibility studies	

REDACTED

10/01/2015 12:00 pm — 01:00 pm	1 hrs
Review calculations for Librato/Evergrid distribution. Correspond with Tim and Claire re: same.	
10/21/2015 10:20 pm — 11:00 pm	40 min
Review SFAR	
10/23/2015 08:00 am — 08:30 am	30 min
Discussion with Lisa and review of emails re Librato investment rounds.	
10/23/2015 05:00 pm — 05:45 pm	45 min
Review correspondence re Librato distribution. Review cap tables and exit analysis. Respond to Claire re questions.	
Total	12 hrs 10 min

REDACTED



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

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

Invoice No. **#INV-20151209-401**
Date 12/09/2015
Due Date 12/09/2015

INVOICE

Item	Description	Price/Unit	Quantity	Price
Michelle Murray, Managing Director	Tax Issues/Busn Analysis	\$233.75	0.83	\$194.01

Subtotal	\$194.01
Tax 0%	\$0.00
Total	\$194.01
Outstanding Balance	\$25,498.73
Grand Total	\$25,692.74
Amount Paid Since last Billing	\$8,368.46

Thank you for your business. Created using the Paymo.biz time tracking and invoicing application.
November 2015 Hours.



Acartha

Created by Ann Cicciarelli



PARTNERS™

Projects for client Acartha Group Receivership
 Users Ann Cicciarelli, Michelle Murray, Managing Director, Lisa McDonald, Luke McGowan, Jordan Tierney, Shanell Ceasar
 Time interval 10/31/2015 — 11/30/2015

Total	50 min
Acartha Group Receivership	50 min
Michelle Murray, Managing Director	50 min
Investor Relations	50 min
11/05/2015 07:15 am — 07:45 am	30 min
Correspondence with re: Investment Ownership	
11/30/2015 11:30 am — 11:50 am	20 min
Correspondence with regarding missing signature pages and documents they requested.	
Follow up with re: same and track down information.	
Total	50 min



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

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

Invoice No. **#INV-20160117-427**
Date 01/17/2016
Due Date 01/30/2016

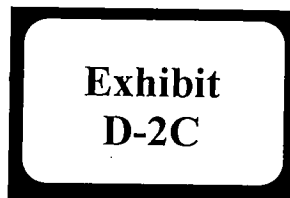
INVOICE

Item	Description	Price/Unit	Quantity	Price
Michelle Murray, Managing Director	Tax Issues/Busn Analysis	\$233.75	0	\$0.00

Subtotal \$0.00
Tax 0% \$0.00
Total \$0.00
Outstanding Balance \$25,692.74
Grand Total \$25,692.74
Payment made since lastBilling \$0.00

Thank you for your business. Created using the Paymo.biz time tracking and invoicing application.

***No hours incurred during December 2015 .**



Acartha

Created by Ann Ciccirelli



PARTNERS

Projects for client Acartha Group Receivership
Users Ann Ciccirelli, Michelle Murray, Managing Director, Lisa McDonald, Luke McGowan, Jordan Tierney, Shanell Ceasar
Time interval 11/30/2015 — 12/31/2015

Total 0 hrs

Total 0 hrs

REDACTED



Direct Billing Inquiries to:

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

Claire M. Schenk, Esq., Receiver
Acartha Receivership
One US Bank Plaza
St. Louis, MO 63101

schenk@thompsoncoburn.com

Account Number
Invoice Date 11/10/2015
Invoice # 1143698

Professional services rendered October 1 - 31, 2015

Professional detail is attached

Invoice Total \$687.50

We Appreciate Your Business and Referrals

Payment is due upon receipt.

Please detach and remit payment to the address below.

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



Amount Remitted \$ _____
Account Number
Invoice Number 1143698

Acartha Receivership - Tax & Accounting
010828
010828

REDACTED

**Acartha Receivership
Attachment to Invoice 1143698**

	Previous Billings for Prep of 2014 Tax Returns	October 2015 Invoice #1143698	Total Now Billed to Date 2014	Additional Services Approved by Receiver
<u>Entity</u>	<u>Tax Prep. Billed</u>	<u>Hours</u> <u>Actual</u> <u>Amount Exceeds flat fee of \$3,000 (1)</u> <u>Billed</u>	<u>Tax Prep. Billed (1)</u>	<u>Hours</u> <u>Billed (2)</u>
Acartha Group LLC	3,000.00		3,000.00	1.00 275.00
Acartha Merchant Partners, LLC	657.50		657.50	
Acartha Special Situations Funding, LLC	1,805.00		1,805.00	
Acartha Specialty Finance Investment, LLC	1,467.50		1,467.50	
Acartha Technology Partners, L.P.	1,135.00		1,135.00	
Clearbrook Acquisition, LLC	275.00		275.00	1.50 412.50
Evergrid Acquisition, LLC	622.50		622.50	
Evergrid MIC VII, LLC	1,497.00		1,497.00	
Gryphon Investments III, LLC	1,887.00		1,887.00	
Integrien Acquisition Capital II, LLC	2,249.50		2,249.50	
Integrien Acquisition II, LLC	567.50		567.50	
Integrien Acquisition, LLC	1,800.00		1,800.00	
Librato Acquisition II, LLC	467.50		467.50	
MIC VII, LLC	590.00		590.00	
Morris Admin d/b/a Acartha Group Funding	502.50		502.50	
Tervela Acquisition II, LLC	502.50		502.50	
Tervela Acquisition III, LLC	502.50		502.50	
Tervela Acquisition, LLC	502.50		502.50	
Total - Tax Preparation of 2014 Tax Returns	19,026.00	-	19,026.00	2.50 687.50

Additional Services Approved by Receiver	687.50	-	-	687.50
Total Fees & Expenses**	687.50	-	-	687.50

**** Notes:**

- (1) Authorized by Receiver on 4/9/14 effective for 1/1/14 entries on tax return preparation limited to lower of hours or fixed fee of \$3,000.
- (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 tax arrangement plus some non-tax related communications.
- (3) Tim O'Shaughnessy rate effective 1/1/14 is \$360. CLA will invoice at \$275 (within the agreed range of \$250-\$275), Dan Thieret promoted to Manager in 2013 and his rate is \$175. CLA will invoice at \$140 (within the agreed range of \$140-\$160), which is a discount of more than 20%. Discussed and agreed with Receiver 2/19/14.
- (4) Subsequent Amendments to the 6/26/12 Engagement Letter are dated 2/25/13; 4/10/14 and 1/20/15.

REDACTED

Client: 064-076062
 Acartha Group Receivership - Tax

Attachment to Invoice 1143698
 Dated 11/10/15

<u>Date</u>	<u>Name</u>	<u>Task Code</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	<u>Detail</u>
Total Fees for Tax Preparation			-		-	
None						
<hr/>						
Additional Services Outside of Tax Preparation - approved by Receiver						
Acartha Group LLC Out of Scope						
10/6/15	O'Shaughnessy	Tax issues	1.00	275.00	275.00	T/C with Pat Stark at UHY and follow up K-1s to Pat.
<i>Acartha Group, LLC Out of Scope Total</i>			<u>1.00</u>		<u>275.00</u>	
Evergrid MIC VII, LLC Out of Scope						
10/7/15	O'Shaughnessy	Tax issues	1.50	275.00	412.50	C/C with Claire related to Librato distribution analysis and adjustments to schedule.
<i>Evergrid MIC VII, LLC Out of Scope Total</i>			<u>1.50</u>		<u>412.50</u>	
Total Additional Services			<u>2.50</u>		<u>687.50</u>	
Total Fees for Tax Preparation			-		-	
Total Additional Services			2.50		687.50	
Total Expenses					-	
None						
GRAND TOTAL:			<u>2.50</u>		<u>687.50</u>	

REDACTED



Direct Billing Inquiries to:

CliftonLarsonAllen LLP
4250 N. Fairfax Drive
Suite 1020
Arlington, VA 22203
(571) 227-9500

Claire M. Schenk, Esq., Receiver
Acartha Receivership
One US Bank Plaza
St. Louis, MO 63101

schenk@thompsoncoburn.com

Account Number
Invoice Date 11/10/2015
Invoice # 1143697

Professional services rendered on the valuation of LogicSource - October 2015

Professional detail is attached

Invoice Total \$5,625.00

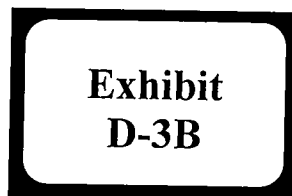
We Appreciate Your Business and Referrals

Payment is due upon receipt.

CliftonLarsonAllen LLP 1966 Greenspring Drive Suite 300 Timonium, MD 21093 (410) 453-0900

Please detach and remit payment to the address below.

CliftonLarsonAllen LLP
1966 Greenspring Drive
Suite 300
Timonium, MD 21093
(410) 453-0900 Telephone
(410) 453-0914 Fax



Amount Remitted \$ _____
Account Number
Invoice Number 1143697

Acartha Receivership - Forensic
010828
010828

REDACTED

Attachment to Invoice 1143697 Dated 11/10/2015

Client: 064-076063 Acartha Receivership - Forensic

Date	Name	Office	Hours	Engagement		Description
				Rate	Amount	
Engagement: - Cirqit.com Valuation 2015						
10/14/2015	E Morris	027 Oak Brook	2.00	375.00	750.00	Conference call with Claire S. and review of documents.
10/25/2015	E Morris	027 Oak Brook	4.00	375.00	1,500.00	Analysis and draft report.
10/26/2015	E Morris	027 Oak Brook	2.00	375.00	750.00	Continue analysis and draft of report.
10/28/2015	E Morris	027 Oak Brook	2.00	375.00	750.00	Continue analysis and draft of report.
10/29/2015	E Morris	027 Oak Brook	3.00	375.00	1,125.00	Discussion with Claire and analysis.
10/30/2015	E Morris	027 Oak Brook	2.00	375.00	750.00	Discussion with Claire and analysis.
Subtotal for engagement:- Cirqit.com Valuation 2015			<u>15.00</u>		<u>5,625.00</u>	
Grand Total			<u><u>15.00</u></u>		<u><u>5,625.00</u></u>	

REDACTED



Direct Billing Inquiries to:

CliftonLarsonAllen LLP
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Suite 1020
Arlington, VA 22203
(571) 227-9500

Claire M. Schenk, Esq., Receiver
Acartha Receivership
One US Bank Plaza
St. Louis, MO 63101

schenk@thompsoncoburn.com

Account Number
Invoice Date 1/18/2016
Invoice # 1172074

Professional services rendered November 1 - 30, 2015

Professional detail is attached

Invoice Total \$137.50

We Appreciate Your Business and Referrals

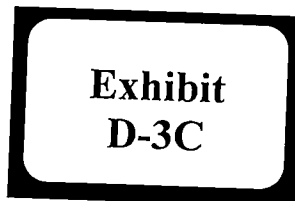
Payment is due upon receipt.

CliftonLarsonAllen LLP 1966 Greenspring Drive Suite 300 Timonium, MD 21093 (410) 453-0900

Please detach and remit payment to the address below.

CliftonLarsonAllen LLP
1966 Greenspring Drive
Suite 300
Timonium, MD 21093
(410) 453-0900 Telephone
(410) 453-0914 Fax

Amount Remitted \$ _____
Account Number
Invoice Number 1172074



Acartha Receivership - Tax & Accounting
010828
010828

REDACTED

**Acartha Receivership
Attachment to Invoice #1172074**

Previous Billings for Prep of 2014 Tax Returns	November 2015 Invoice #1172074			Total Now Billed to Date 2014	Additional Services Approved by Receiver
	Hours	Actual	Amount Exceeds flat fee of \$3,000 (1)		
Entity				Tax Prep: Billed (1)	
Acartha Group LLC				3,000.00	
Acartha Merchant Partners, LLC				657.50	
Acartha Special Situations Funding, LLC					
Acartha Specialty Finance Investment, LLC				1,805.00	
Acartha Technology Partners, L.P.				1,467.50	
Clearbrook Acquisition, LLC				1,135.00	
Evergrid Acquisition, LLC				275.00	
Evergrid MIC VII, LLC				622.50	
Gryphon Investments III, LLC				1,497.00	
Integrien Acquisition Capital II, LLC				1,887.00	
Integrien Acquisition II, LLC				2,249.50	
Integrien Acquisition, LLC				567.50	
Librato Acquisition II, LLC				1,800.00	
MIC VII, LLC				467.50	
Morriss Admin d/b/a Acartha Group Funding				590.00	
Tervela Acquisition II, LLC				590.00	
Tervela Acquisition III, LLC				502.50	
Tervela Acquisition, LLC				502.50	
				0.50	137.50
Total - Tax Preparation of 2014 Tax Returns				19,026.00	0.50
Additional Services Approved by Receiver Expenses		137.50		137.50	
				137.50	
				137.50	

**** Notes:**

(1) Authorized by Receiver on 4/9/14 effective for 1/1/14 entries on tax return preparation limited to lower of hours or fixed fee of \$3,000.

(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 tax arrangement plus some non-tax related communications.

(3) Tim O'Shaughnessy rate effective 1/1/14 is \$360. CLA will invoice at \$275 (within the agreed range of \$250-\$275), Dan Thieret promoted to Manager in 2013 and his rate is \$175. CLA will invoice at \$140 (within the agreed range of \$140-\$160), which is a discount of more than 20%. Discussed and agreed with Receiver 2/19/14.

(4) Subsequent Amendments to the 6/26/12 Engagement Letter are dated 2/25/13, 4/10/14 and 1/20/15.

REDACTED

Client: 064-076062
 Acartha Group Receivership - Tax

Attachment to Invoice 1172074
 Dated 1/18/16

<u>Date</u>	<u>Name</u>	<u>Task Code</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	<u>Detail</u>
Total Fees for Tax Preparation			-		-	
None						
<hr/>						
Additional Services Outside of Tax Preparation - approved by Receiver						
Librato Acquisition II, LLC Out of Scope						
11/30/15	O'Shaughnessy		0.50	275.00	137.50	
<i>Librato Acquisition II, LLC Out of Scope</i> Total			<u>0.50</u>		<u>137.50</u>	
Total Additional Services			<u>0.50</u>		<u>137.50</u>	
Total Fees for Tax Preparation			-		-	
Total Additional Services			0.50		137.50	
Total Expenses					-	
None						
GRAND TOTAL:			<u>0.50</u>		<u>137.50</u>	

REDACTED



Direct Billing Inquiries to:

CliftonLarsonAllen LLP
4250 N. Fairfax Drive
Suite 1020
Arlington, VA 22203
(571) 227-9500

Claire M. Schenk, Esq., Receiver
Acartha Receivership
One US Bank Plaza
St. Louis, MO 63101

schenk@thompsoncoburn.com

Account Number
Invoice Date 1/18/2016
Invoice # 1172071

Professional services rendered on the valuation of LogicSource - November 2015

Professional detail is attached.

Invoice Total \$1,500.00

We Appreciate Your Business and Referrals

Payment is due upon receipt.

CliftonLarsonAllen LLP 1966 Greenspring Drive Suite 300 Timonium, MD 21093 (410) 453-0900

Please detach and remit payment to the address below.

CliftonLarsonAllen LLP
1966 Greenspring Drive
Suite 300
Timonium, MD 21093
(410) 453-0900 Telephone
(410) 453-0914 Fax

Amount Remitted \$ _____
Account Number
Invoice Number 1172071



Acartha Receivership - Forensic
010828
010828

REDACTED

Attachment to Invoice 1172071 Dated 1/18/2016

Client: 064-076063 Acartha Receivership - Forensic

Date	Name	Office	Hours	Engagement		Description
				Rate	Amount	
Engagement: - Cirqit.com Valuation 2015						
11/29/2015	E Morris	027 Oak Brook	4.00	375.00	1,500.00	Revisions to report.
Subtotal for engagement:- Cirqit.com Valuation 2015			<u>4.00</u>		<u>1,500.00</u>	
Grand Total			<u><u>4.00</u></u>		<u><u>1,500.00</u></u>	-

REDACTED



Direct Billing Inquiries to:

CliftonLarsonAllen LLP
4250 N. Fairfax Drive
Suite 1020
Arlington, VA 22203
(571) 227-9500

Claire M. Schenk, Esq., Receiver
Acartha Receivership
One US Bank Plaza
St. Louis, MO 63101

schenk@thompsoncoburn.com

Account Number
Invoice Date 1/18/2016
Invoice # 1172075

Professional services rendered December 1 - 31, 2015

Professional detail is attached

Invoice Total \$220.00

We Appreciate Your Business and Referrals

Payment is due upon receipt.

CliftonLarsonAllen LLP 1966 Greenspring Drive Suite 300 Timonium, MD 21093 (410) 453-0900

Please detach and remit payment to the address below.

CliftonLarsonAllen LLP
1966 Greenspring Drive
Suite 300
Timonium, MD 21093
(410) 453-0900 Telephone
(410) 453-0914 Fax

Amount Remitted \$ _____
Account Number
Invoice Number 1172075



Acartha Receivership - Tax & Accounting
010828
010828

REDACTED

**Acartha Receivership
Attachment to Invoice #1172075**

Entity	Previous Billings for Prep of 2014 Tax Returns		December 2015 Invoice #1172075		Total Now Billed to Date 2014		Additional Services Approved by Receiver	
	Tax Prep: Billed	Amount Exceeds flat fee of \$3,000 (1)	Hours	Actual	Hours	Billed (1)	Hours	Billed (2)
Acartha Group LLC	3,000.00					3,000.00		
Acartha Merchant Partners, LLC	657.50					657.50		
Acartha Special Situations Funding, LLC								
Acartha Specialty Finance Investment, LLC	1,805.00					1,805.00		
Acartha Technology Partners, L.P.	1,467.50					1,467.50		
Clearbrook Acquisition, LLC	1,135.00					1,135.00		
Evergrid Acquisition, LLC	275.00					275.00		
Evergrid MIC VII, LLC	622.50					622.50		
Gryphon Investments III, LLC	1,497.00					1,497.00		
Integrien Acquisition Capital II, LLC	1,887.00					1,887.00		
Integrien Acquisition II, LLC	2,249.50					2,249.50		
Integrien Acquisition, LLC	567.50					567.50		
Librato Acquisition II, LLC	1,800.00					1,800.00		
MIC VII, LLC	467.50					467.50		
Morniss Admin d/b/a Acartha Group Funding	590.00					590.00		
Tervela Acquisition II, LLC	502.50					502.50		
Tervela Acquisition III, LLC	502.50					502.50		
Tervela Acquisition, LLC							0.80	220.00

Total - Tax Preparation of 2014 Tax Returns 19,026.00 - - - 19,026.00 0.80 220.00

Additional Services Approved by Receiver
Expenses 220.00 220.00

Total Fees & Expenses**

220.00 220.00

**** Notes:**

- (1) Authorized by Receiver on 4/9/14 effective for 1/1/14 entires on tax return preparation limited to lower of hours or fixed fee of \$3,000.
- (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 tax arrangement plus some non-tax related communications.
- (3) Tim O'Shaughnessy rate effective 1/1/14 is \$360. CLA will invoice at \$275 (within the agreed range of \$250-\$275), Dan Thieret promoted to Manager in 2013 and his rate is \$175. CLA will invoice at \$140 (within the agreed range of \$140-\$160), which is a discount of more than 20%. Discussed and agreed with Receiver 2/19/14.
- (4) Subsequent Amendments to the 6/26/12 Engagement Letter are dated 2/25/13, 4/10/14 and 1/20/15.

REDACTED

Client: 064-076062
 Acartha Group Receivership - Tax

Attachment to Invoice 1172075
 Dated 1/18/16

<u>Date</u>	<u>Name</u>	<u>Task Code</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	<u>Detail</u>
Total Fees for Tax Preparation			-		-	
None						
<hr/>						
Additional Services Outside of Tax Preparation - approved by Receiver						
Librato Acquisition II, LLC Out of Scope						
12/14/15	O'Shaughnessy		0.80	275.00	220.00	Update Librato spreadsheet, email to Alex and follow up T/C with Alex.
<i>Librato Acquisition II, LLC Out of Scope Total</i>			<u>0.80</u>		<u>220.00</u>	
Total Additional Services			<u>0.80</u>		<u>220.00</u>	
Total Fees for Tax Preparation			-		-	
Total Additional Services			0.80		220.00	
Total Expenses					-	
None						
GRAND TOTAL:			<u>0.80</u>		<u>220.00</u>	

REDACTED



Direct Billing Inquiries to:

CliftonLarsonAllen LLP
4250 N. Fairfax Drive
Suite 1020
Arlington, VA 22203
(571) 227-9500

Claire M. Schenk, Esq., Receiver
Acartha Receivership
One US Bank Plaza
St. Louis, MO 63101

schenk@thompsoncoburn.com

Account Number
Invoice Date 1/18/2016
Invoice # 1172072

Professional services rendered on the valuation of LogicSource - December 2015

Professional detail is attached.

Invoice Total \$1,500.00

We Appreciate Your Business and Referrals

Payment is due upon receipt.

CliftonLarsonAllen LLP 1966 Greenspring Drive Suite 300 Timonium, MD 21093 (410) 453-0900

Please detach and remit payment to the address below.

CliftonLarsonAllen LLP
1966 Greenspring Drive
Suite 300
Timonium, MD 21093
(410) 453-0900 Telephone
(410) 453-0914 Fax

Amount Remitted \$ _____
Account Number
Invoice Number 1172072



Acartha Receivership - Forensic
010828
010828

REDACTED

Attachment to Invoice 1172072 Dated 1/18/2016

Client: 064-076063 Acartha Receivership - Forensic

Date	Name	Office	Hours	Engagement		Description
				Rate	Amount	
Engagement: - Cirqit.com Valuation 2015						
12/01/2015	E Morris	027 Oak Brook	2.00	375.00	750.00	Call with Claire plus revisions to draft report.
12/31/2015	E Morris	027 Oak Brook	2.00	375.00	750.00	Discussions with Claire S. and finalizing report.
Subtotal for engagement:- Cirqit.com Valuation 2015			<u>4.00</u>		<u>1,500.00</u>	
Grand Total			<u><u>4.00</u></u>		<u><u>1,500.00</u></u>	

EXHIBIT E

**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 SIXTEENTH 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 Sixteenth Interim Application for Allowance and Payment of Expenses Incurred by the Receiver, Counsel, and Other Professionals* (the “Sixteenth 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 February 9, 2015. The Receiver submitted the Sixteenth Application to the U.S. Securities and Exchange Commission (“SEC”) for review before filing it with the Court.

The Court previously granted the Receiver’s fifteen prior-submitted *Interim Applications for Allowance and Payment of Expenses Incurred by the Receiver, Counsel, and Other Professionals*. The Court also granted the Receiver’s first application for allowance and partial payment of legal and professional fees incurred through September 30, 2015 that were held back pursuant to an agreement with the SEC. In the Sixteenth Application, the Receiver seeks a total

award of \$111,676.85, consisting of: (a) \$100,304.66 in legal fees and costs for Thompson Coburn LLP, the Receiver's primary counsel; (b) \$1,702.19 in professional fees for Segue Equity Group, LLC, the Receiver's investment fund manager; and (c) \$9,670.00 in professional fees and costs for CliftonLarsonAllen LLP, the Receiver's accountant and 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 \$89,444.50, 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 Sixteenth Application and supporting documentation and concludes that the requested fees and costs are reasonable and appropriate.

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

THE COURT DOES HEREBY ORDER THAT

1. The Receiver's Sixteenth Application is granted in its entirety;
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) \$79,831.65 in legal fees and \$515.10 in costs for Thompson Coburn LLP, the Receiver's primary counsel;
 - (b) \$1,361.75 in professional fees for Segue Equity Group, LLC, the Receiver's investment fund manager; and
 - (c) \$7,736.00 in professional fees for CliftonLarsonAllen LLP, the Receiver's accountant and tax preparer.

SO ORDERED this the ____ day of _____, 2016.

THE HONORABLE CAROL E. JACKSON
UNITED STATES DISTRICT JUDGE

EXHIBIT F

Summary of Previous Fee Applications and the Court's Approval of the Applications

The Receiver's *First Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, 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: (1) \$301,266.96 in legal fees and \$21,158.67 in costs to Thompson Coburn LLP ("Thompson Coburn"); (2) \$12,724.61 in professional fees to Segue Equity Group LLC ("Segue"); (3) \$4,531.46 in legal fees and costs for Pepper Hamilton LLP ("Pepper Hamilton"); and (4) \$12,676.00 in professional fees for FTL Capital, LLC ("FTL Capital").

The Receiver's *Second Interim Application for Allowance and Payment of Expenses Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, 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: (1) \$196,305.12 in legal fees and \$1,526.68 in costs to Thompson Coburn; (2) \$25,433.08 in professional fees to Segue; and (3) \$10,076.00 in professional fees for FTL Capital.

The Receiver's *Third Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, 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: (1) \$120,819 in legal fees and \$1,125.63 in costs to Thompson Coburn; (2) \$8,133.30 in professional fees to Segue; (3) \$560 in professional fees for FTL Capital; and (4) \$34,055.59 in professional fees and \$105.45 in expenses to CliftonLarsenAllen ("CLA").

The Receiver's *Fourth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period October 1, 2012 through December 31, 2012, was approved by the Court on May 30, 2013 (Dkt. No. 254), and payments were made as follows: (1) \$122,580.20 in legal fees and \$872.57 in costs to Thompson Coburn; (2) \$3,584.61 in professional fees to Segue; (3) \$560.00 in professional fees to FTL Capital; and (4) \$1,526.80 in professional fees to CLA.

The Receiver's *Fifth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period January 1, 2013 through March 31, 2013, was approved by the Court on July 15, 2013 (Dkt. No. 268), and payments were made as follows: (1) \$139,479.56 in legal fees and \$4,519.33 in costs to Thompson Coburn; (2) \$13,948.14 in professional fees to Segue; and (3) \$18,677.60 in professional fees and \$2,024.65 to CLA.

The Receiver's *Sixth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period April 1, 2013 through June 30, 2013, was approved by the Court on August 27, 2013 (Dkt. No. 281), and payments were made as follows: (1) \$156,914.06 in legal fees and \$6,044.81 in costs to

Thompson Coburn; (2) \$7,961.20 in professional fees to Segue; and (3) \$6,606.14 in professional fees and \$7.17 to CLA.

The Receiver's *Seventh Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period July 1, 2013 through September 30, 2013, was approved by the Court on December 13, 2013 (Dkt. No. 303), and payments were made as follows: (1) \$98,842.42 in legal fees and \$709.09 in costs to Thompson Coburn; (2) \$1,639.35 in professional fees to Segue; and (3) \$20,055.20 in professional fees and \$110.79 in costs to CLA.

The Receiver's *Eighth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period October 1, 2013 through December 31, 2013, was approved by the Court on April 9, 2014 (Dkt. No. 323), and payments were made as follows: (1) \$111,320.07 in legal fees and \$123.77 in costs to Thompson Coburn; (2) \$764.14 in professional fees to Segue; and (3) \$10,287.20 in professional fees to CLA.

The Receiver's *Ninth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period January 1, 2014 through March 31, 2014, was approved by the Court on September 2, 2014 (Dkt. No. 343), and payments were made as follows: (1) \$92,208.67 in legal fees and \$240.61 in costs to Thompson Coburn; (2) \$3,613.54 in professional fees to Segue; and (3) \$5,159.80 in professional fees to CLA.

The Receiver's *Tenth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period April 1, 2014 through June 30, 2014, was approved by the Court on September 25, 2014 (Dkt. No. 353), and payments were made as follows: (1) \$61,048.42 in legal fees and \$140.27 in costs to Thompson Coburn; (2) \$6,701.97 in professional fees to Segue; and (3) \$5,546.00 in professional fees and \$453.72 in costs to CLA.

The Receiver's *Eleventh Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period July 1, 2014 through September 30, 2014, was approved by the Court on January 7, 2015 (Dkt. No. 367), and payments were made as follows: (1) \$68,767.37 in legal fees and \$255.50 in costs to Thompson Coburn; (2) \$1,651.95 in professional fees to Segue; (3) \$13,196.00 in professional fees and \$356.16 in costs to CLA; and (4) \$580.98 in costs to Spencer Fane Britt & Brown, LLP.

The Receiver's *Twelfth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period of October 1, 2014 through December 31, 2014, was approved by the Court on June 15, 2015 (Dkt. No. 393), and payments were made as follows: (1) \$46,359.68 in legal fees and \$741.30 in costs for Thompson Coburn; (2) \$1,792.94 in professional fees for Segue; (3) \$2,398.00 in professional fees for CLA; and (4) \$1,061.86 in costs for Spencer Fane Britt & Brown, LLP.

The Receiver's *Thirteenth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period of January 1, 2015 through March 31, 2015, was approved by the Court on June 15, 2015 (Docket No. 394), and payments were made as follows: (1) \$51,848.98 in legal fees and \$531.05 in costs for Thompson Coburn; (2) \$3,207.66 in professional fees for Segue; and (3) \$1,291.00 in professional fees and \$485.61 in costs for CLA.¹

The Receiver's *Fourteenth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period of April 1, 2015 through June 30, 2015, was approved by the Court on September 2, 2015 (Docket No. 411), and payments were made as follows: (1) \$107,331.85 in legal fees and \$355.80 in costs for Thompson Coburn; (2) \$1,263.31 in professional fees for Segue; and (3) \$6,718.00 in professional fees and \$121.00 in costs for CLA.

The Receiver's *Fifteenth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period of July 1, 2015 through September 30, 2015, was approved by the Court on November 25, 2015 (Docket No. 425), and payments were made as follows: (1) \$80,139.29 in legal fees and \$963.75 in costs for Thompson Coburn; (2) \$8,368.46 in professional fees for Segue; and (3) \$17,814.60 in professional fees and \$1,089.00 in costs for CLA.

The Receiver's *First Application for Allowance and Partial Payment of Holdback Amount Pertaining to Legal and Professional Services Rendered by the Receiver, Retained Counsel, and Other Professionals*, covering the period of January 17, 2012 through September 30, 2015, was approved by the Court on January 20, 2016 (Docket No. 434), and payments were made as follows: (1) \$219,403.95 for Thompson Coburn; (2) \$12,598.55 for Segue; (3) \$17,915.78 for CLA; (4) \$566.43 for Pepper Hamilton; and (5) \$2,984.00 for FTL Capital.

¹ The Court authorized the Receiver to pay CLA a total of \$1,793.11 (80% of its professional fees, which was \$1,225.00, and \$568.11 in costs). After discovering a clerical error, the Receiver paid CLA a total of \$1,776.61 (80% of its professional fees, which was \$1,291.00, and \$485.61 in costs). The Court approved the Receiver's reallocation *nunc pro tunc* as part of the Court's order on September 2, 2015 (Docket No. 411).