

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 NINETEENTH 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 *Nineteenth 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 July 1, 2016 through September 30, 2016 (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 Partners, LLC (“Segue”), the Receiver’s investment fund manager; and (c) CliftonLarsonAllen LLP (“CLA”), the Receiver’s accountant, tax preparer, and valuation expert. 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 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 Twentieth 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, 441, 456, 473, and 496). The Receiver submitted each of these reports to the Court for approval of all activities and actions described therein. The first through the eighteenth 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, 436, 458, and 470). The Receiver's Nineteenth Interim Status Report and the Receiver's Twentieth Interim Status Report were filed with the Court on August 2, 2016 and November 2, 2016, respectively (*see* Dkt. Nos. 473 and 496) and are 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) Cirqit. The Receiver has previously described the Court-approved agreement reached in 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"). The settlement agreement provided that: (1) the Receivership estate will receive a cash payment of \$125,000; (2) Wehrle will provide a signed and sworn financial statement; (3) a consent judgment of \$875,000 will be entered against Wehrle; (4) Cirqit stock will be retitled in the name of Gryphon III; and (5) 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. In keeping with the settlement agreement, the Cirqit stock was retitled in the name of Gryphon III,

and John Wehrle submitted the requisite financial statement. Following Court approval of an amendment to the Settlement Agreement, on September 20, 2016, the Receiver's suit was dismissed following entry of a Consent Judgment against Wehrle in the amount of \$875,000. (*see* 4:15-cv-00464-RWS (E.D.Mo.), Dkt. Nos. 95 and No. 96). Additionally, as required under the Settlement Agreement, the Wehrle defendants made a cash payment of \$125,000 to the Receiver.

The Amendment to the Settlement Agreement allows the Receiver to pursue one of three options: (1) the redemption resulting in a cash payment; (2) subject to a plan of distribution to be approved by the Receivership Court, an assignment of the Receiver's interests in Cirqit to approved claimants; or (3) a redemption of the Receiver's interests in Cirqit, which allows the Receiver to directly hold the equity interests in LogicSource.

(ii) Clearbrook. The Receiver effectuated the sale of the interests in Clearbrook Global Advisors, LLC ("Clearbrook"). The Court granted the Receiver the authority to proceed with the sale, and the funds were received. Funds were allocated in the following manner:

MIC (718,750 Units)	\$52,941.21
ATP (159,722 Units)	\$11,764.69
Acquisition (479,166 Units)	\$35,294.10

Since receipt of the funds, the Receiver has worked with CLA to develop a distribution analysis, and on September 1, 2016, the Receiver filed a Motion for Leave to Satisfy Obligations of Clearbrook Acquisition, LLC and memorandum of law supporting the motion (Dkt. Nos. 491 and 492). The MIC VII and ATP funds will be considered as part of the plan of distribution involving the Receivership estate.

(iii) Librato Distribution. On August 4, 2016, the Receiver received notice of five wire transfers: Acartha Group - \$20,085.80; Evergrid Acquisition - \$1,984.75; Evergrid/MIC -

\$10,661.78; Librato Acquisition II - \$91,767.71; and MIC VII - \$53,549.75. Following receipt, on or about September 7, 2016, as allowed by the Court's Order (*see* Dkt. No. 423), the Receiver directed 19 wires to the members of Evergrid/MIC VII for a total distribution of \$10,814.28 and a total of 49 wires to the members of Librato Acquisition II for a total distribution of \$92,124.80. Because there were several "bounce backs" due to changes in account information, the Receiver will complete a review and reconciliation of these distributions following receipt of the October bank statements. Funds were not distributed to the members of Evergrid Acquisition because the available proceeds did not exceed the reserve for expenses. Funds held by ATP and MIC VII will be disbursed following the approval of a plan of distribution by the Court. On October 18, 2016, SRS Acquiom provided the Receiver with a Post-Closing Statement for the Period ending September 30, 2016. This statement reflected a zero balance for each of the Receiver entity former Librato shareholders.

(iv) Claims Process. Along with her legal advisors and accountants, the Receiver has been engaged in the process of reviewing and analyzing the authority and facts that would form the basis for a proposal to the Court regarding a plan of distribution for funds to be disbursed to allowed claimants of the Receivership Entities. The Receiver intends to seek approval of her recommendations for all allowed claims through the proposed distribution plan. Also, the Receiver continues to consider liquidation opportunities for remaining assets, as well as other options (*i.e.*, a liquidating trust or assignment), for certain assets still held by the Receivership estate. These assets include interests in Tervela, Inc. ("Tervela"), Cirqit (which is subject to the settlement agreement), and the judgment from *Acartha Group, LLC v. Morriss Holdings, LLC*, No. 4:12-cv-1142 (CEJ) (E.D. Mo.).

(v) Management of Business Interests. The Receiver continued to manage the

business interests of the investors, the Receivership Entities, and the associated special-purpose vehicles managed by Acartha. On behalf of the Receiver, Michelle Murray of Segue participated as an observer in a regularly scheduled meeting of the Board for Tervela, Inc. on October 21, 2016. Ms. Murray and the Receiver reviewed the updated financial and operations information provided by management for this quarter and made the information available to the relevant investors.⁴

(vi) Tax Matters. On or about August 8, 2016, the Receiver and CLA finalized and filed returns for the Receivership Entities and special-purpose vehicles: Acartha Group; Acartha Group Funding; Acartha Merchant Partners, LLC; ATP; Clearbrook Acquisition; Evergrid Acquisition; Evergrid MIC VII; Gryphon Investments III; Integrien Acquisition, LLC; Librato Acquisition II; Librato Capital II; MIC VII; Tervela Acquisition II; Tervela Acquisition III; and Tervela Acquisition. As previously reported, investor K-1s were provided on July 27, 2016.

(vii) Database. 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).

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

⁴ As explained *infra*, additional information is available to the investors on a secure site and subject to execution of a non-disclosure agreement. The specifics pertaining to the information discussed herein is considered confidential by the Receivership portfolio concerns.

continued to recover funds, to pursue and resolve claims-related matters, and handle the business interests of the Receivership Entities. As described above, during the reporting period, the Receiver collected a payment from the Wehrle defendants, filed a motion with the Court pertaining to handling of the funds resulting from the sale of Clearbrook and collected and disbursed funds from the escrow account for the Librato sale. Multiple tax returns were filed and the Receiver continued to monitor and evaluate the active unliquidated business interests. 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 \$71,923.64 in the aggregate (the “Total Award”). The Total Award is comprised of: (a) \$56,709.07 in legal fees and costs for Thompson Coburn, the Receiver’s primary counsel; (b) \$915.32 in professional fees for Segue, the Receiver’s investment fund manager; and (c) \$14,299.25 in professional fees 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.⁵ Additionally, Thompson Coburn's July invoice did not include charges for the research work of a summer associate tasked with providing assistance to the Receiver's efforts to develop a plan of distribution.

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) \$45,330.84 in legal fees and \$45.52 in costs for Thompson Coburn; (b) \$732.26 in professional fees for Segue; and (c) \$11,439.40 in professional fees to CLA. Therefore, although the Total Award sought is \$71,923.64, the total requested payment at this time is \$57,548.02. 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 nineteenth interim application to the Court for compensation and reimbursement of expenses for services rendered on behalf of the Receiver.⁶ 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

⁵ 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.

⁶ For a summary of previous fee applications and the status of the applications, see [Exhibit F](#).

action involving a directors and officers 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 Receiver's attorneys or to satisfy the twenty percent (20%) holdback imposed at the outset of this proceeding. Pursuant to an agreement with the SEC and following the filing of a motion and the approval of the Court, fifty percent (50%) 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 early in January (*see* Dkt. No. 434). No funds have been paid to satisfy the other half of the holdback funds and the twenty percent (20%) holdback amount developed since the time of the January payment.

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: Third quarter 2016 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.⁷ 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. *U.S. Sec. & Exch. Comm'n v. Petters*, No. 09-1750 ADM/JSM, 2009 WL 3379954, at *3 (D. Minn. Oct. 20, 2009) (citing *Fish v. St. Cloud State Univ.*, 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

⁷ 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.

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 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 \$57,548.02;
- (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) \$45,330.84 in legal fees (representing eighty percent (80%) of invoiced fees) and \$45.52 in costs for Thompson Coburn; (b) \$732.26 in professional fees (representing eighty percent (80%) of invoiced fees) for Segue; and (c) \$11,439.40 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: November 7, 2016

Respectfully Submitted,

THOMPSON COBURN LLP

By /s/ Kathleen E. Kraft

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CERTIFICATE OF SERVICE

I hereby certify that on November 7, 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

**STANDARD FUND ACCOUNTING REPORT for Aeartha Group LLC, MIC VIII,LLC,
Aeartha Technology Partners LP, and Graphon Investments III
Clair M. Schenk Receivingship, Civil Court Docket No. 16
Reporting Period 7/1/2016 to 9/30/2016**

SUPPLEMENTAL INFORMATION:		Subtotal	Grand Total
Line 15	Report of Items NOT To Be Paid by the Fund Disbursements for This Administration Expense Not Paid by the Fund:		
Line 16	From Development Expense Not Paid by the Fund:		
	1. Fees:		
	Fund Administration:		
	IDC.....		
	Distribution Agent.....		
	Consultants.....		
	Legal Advisors.....		
	Tax Advisors.....		
	2. Administrative Expenses		
	3. Miscellaneous		
Line 17	Total Plan Development Expense Not Paid by the Fund Plan Implementation Expense Not Paid by the Fund:		
	1. Fees:		
	Fund Administrator.....		
	IDC.....		
	Distribution Agent.....		
	Consultants.....		
	Legal Advisors.....		
	Tax Advisors.....		
	2. Administrative Expenses		
	3. Investor Identification:		
	Notary/Notarizing Approved Pub.....		
	Company Identification.....		
	Classmate Processing.....		
	Web Site Maintenance/Call Center.....		
	4. Fund Administrator Board		
	5. Other Expenses		
	6. Other Expenses		
Line 18	Total Plan Implementation Expense Not Paid by the Fund		
Line 19	Total Disbursements for This Administration Expense Not Paid by the Fund		
Line 20	Disbursements to Court/Other Not Paid by the Fund:		
Line 21	Investment Expenses, CTRIS Fees		
Line 22	Federal Tax Payments		
Line 23	Total Disbursements to Court/Other Not Paid by the Fund:		
Line 24	DC & State Tax Payments		
Line 25	No. of Claims:		
Line 26	# of Claims Received This Reporting Period.....		
Line 27	# of Claims Received Since Inception of Fund.....		
Line 28	No. of Claimants/Investors:		
Line 29	# of Claimants/Investors Paid This Reporting Period.....		
Line 30	# of Claimants/Investors Paid Since Inception of Fund.....		

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: July 2016

Acartha Group Receivership		
Fees		\$19,417.40
Disbursements		\$22.32
Morriss Holdings LLC		
Fees		\$292.40
Disbursements		\$-0-
Wehrle, John		
Fees		\$2,315.40
Disbursements		\$0.56

Thompson Coburn LLP: August 2016

Acartha Group Receivership		
Fees		\$20,911.70
Disbursements		\$6.00
Morriss Holdings LLC		
Fees		\$73.10
Disbursements		\$ -0-
Wehrle, John		
Fees		\$2,374.90
Disbursements		\$ -0-

Thompson Coburn LLP: September 2016

Acartha Group Receivership		
Fees		\$7,404.35
Disbursements		\$13.52
Morriss Holdings LLC		
Fees		\$1,327.70
Disbursements		\$ -0-
Wehrle, John		
Fees		\$2,546.60
Disbursements		\$3.12

Thompson Coburn TOTAL		\$56,709.07
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Segue Equity Group: July – September 2016

July Fees	\$838.18
August Fees	\$77.14
September Fees	\$ -0-

Segue TOTAL \$915.32

CliftonLarsonAllen: July – September 2016

July		
	Fees	\$11,637.00
August		
	Fees	\$2,662.25
September		
	Fees	\$ -0-

CliftonLarsonAllen TOTAL \$14,299.25

GRAND TOTAL \$71,923.64

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

Thompson Coburn ATTORNEY	NUMBER OF HOURS	BILL AMOUNT
Hettinger, Amanda	0.4	\$137.70
Higgins, Stephen	7.4	\$3,207.90
Kraft, Kathleen	22.0	\$6,188.00
Reid, Christopher	1.7	\$657.48
Rust, Jayna	45.9	\$8,675.95
Sanocki, Kristen	3.4	\$650.25
Schenk, Claire	95.0	\$33,699.10
Total Attorney Hours	175.8	\$53,216.38
Thompson Coburn Paralegal		
Hundley, Ean	1.2	\$110.08
Light, Lynnnda	2.0	\$331.50
Pavri, Johann	3.8	\$1,098.20
Weber, Holly	13.2	\$1,907.40
Total Paralegal Hours	20.2	\$3,447.18
Grand Total		\$56,663.55

Segue FUND MANAGER	NUMBER OF HOURS	BILL AMOUNT
Michelle Murray	1.7	\$409.07
Luke McGowan	6.2	\$506.25
Grand Total		\$915.32

ACCOUNTANT	NUMBER OF HOURS	BILL AMOUNT
CliftonLarsonAllen		\$14,299.25
Grand Total		\$14,299.25

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


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

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

 August 23, 2016
Invoice #3184651

 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

[REDACTED]

For Legal Services Rendered in Connection With:

 Acartha Group Receivership
TC File: 54464 / 102286

Date	Atty	Description	Phase	Task	Hours
07/05/16	C. Schenk	Develop information for tax returns relevant to Librato sale	B200	B210	0.80
07/06/16	J. Rust	Examine Acartha claimant documents to ascertain what portion of claims will likely be considered the allowed portion when constructing a distribution plan	B300	B310	0.80
07/06/16	J. Rust	Correspond with Receiver re classification of claimants for purposes of a distribution plan	B300	B310	0.30
07/06/16	J. Rust	Examine Acartha documents to ascertain why certain claimants have "miscellaneous contractual income" that they received from the receivership entities	B300	B310	0.90
07/06/16	C. Schenk	Review status of plan of distribution and seek advice of J. Rust re same	B300	B310	0.30
07/06/16	C. Schenk	Communication with CLA re K-1s and taxes	B200	B210	0.10
07/06/16	C. Smith	NO CHARGE Update memo on Receivership Distribution Methods	B100	B120	4.50
07/07/16	K. Kraft	Discussions with J. Rust re progress on claim analysis for distribution plan	B100	B110	0.20

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 Exhibit
D-1A

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
07/07/16	J. Rust	Examine information on contractual income received by certain Acartha Technology Partners investors	B300	B310	2.50
07/07/16	C. Smith	NO CHARGE Update memo on Receivership Distribution Methods	B100	B120	5.50
07/08/16	C. Smith	NO CHARGE Update memo on receivership distribution methods	B100	B120	6.40
07/11/16	C. Smith	NO CHARGE Update memo on receivership distribution methods	B100	B120	6.70
07/12/16	J. Rust	Examine claims information to provide Receiver advice on potential treatment of investors re tax filings	B300	B310	0.30
07/12/16	C. Schenk	Review disclaimer language for edits pertaining to 2015 for K-1s (.3); seek advice of E. Bucholz re same (.1); seek advice of C. Reid re [REDACTED] interest and related calculations (.1); research activity involving claimants for abandoned interests relevant to K-1 interests (.3); seek advice of J. Rust re same (.2); prepare for meeting with T. O'Shaughnessy re final returns and communications with same (.3); review Parkside, East West and US Bank June statements to tie out to last month balance (.7); review Librato monthly escrow statement, check release date (.2)	B200	B210	2.20
07/12/16	C. Smith	NO CHARGE Draft memo on Eric Sarasin's claim priority	B100	B120	6.10
07/13/16	C. Schenk	Research information relevant to returns and follow up with T. O'Shaughnessy	B200	B210	0.40
07/13/16	C. Smith	NO CHARGE Draft memo on Eric Sarasin's claim priority	B300	B310	5.20
07/14/16	C. Reid	Review revised settlement agreement	B100	B120	0.30

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
07/14/16	C. Schenk	Begin draft of next receivership report and summarize administrative matters (.5); summarize issues re amendment to Wehrle settlement and sentencing issues (.9); begin redactions to April invoices re NDAs and investor information (.4); review file and information and prepare outline of issues to include in receivership report (.9)	B100	B110	2.70
07/14/16	C. Schenk	Review Segue invoice for June, check balance and payment information for May and June	B200	B210	0.30
07/14/16	C. Schenk	Begin review of wind up orders and consider items to complete prior to same	B300	B310	0.70
07/15/16	C. Schenk	Review remaining invoices for redactions subject to NDAs (.4); develop information re business operations section of receivership report (.7)	B100	B110	1.10
07/15/16	C. Schenk	Review new DE notices re Integrien entities	B200	B210	0.20
07/18/16	C. Schenk	Develop section of report relevant to distributions (Librato) claims, wind up and begin business operations section (.7); communications with Segue re SFAR (.1)	B100	B110	0.80
07/18/16	C. Schenk	Provide information to T. O'Shaughnessy pertaining to returns and Librato	B200	B210	0.20
07/18/16	C. Schenk	Prepare for next distribution post release of escrow funds	B300	B310	0.30
07/19/16	J. Rust	Draft email to C. Schenk on status of side letters re contractor interest research	B300	B310	0.40
07/19/16	C. Schenk	Review list of payments to Delaware and follow up re entities with L. Light to reconcile same for next receivership report (.4); review and summarize background of Clearbrook transaction, approval and steps towards distribution for next report (.7); summarize other business operations matters (.6)	B100	B110	1.70
07/19/16	C. Schenk	Prepare for Librato distribution (.5); seek advice of J. Rust re categorization of claimants (.1)	B300	B310	0.60

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
07/19/16	C. Schenk	Communication with T. O'Shaughnessy re prep for tax meeting	B200	B210	0.10
07/20/16	K. Kraft	Review memo from C. Smith re distribution options	B100	B120	0.70
07/20/16	K. Kraft	Review court order on H. Teylouni claim and update C. Schenk re same	B300	B310	0.20
07/20/16	L. Light	Review 2016 payments to CT Corporation and state of Delaware; provide update to C. Schenk	B100	B110	0.20
07/20/16	J. Rust	Analyze claimant documents that describe the amount received from the Receivership Entities	B300	B310	2.40
07/20/16	C. Schenk	Communications with L. Light re Delaware payments to prepare summary for next receivership report	B100	B110	0.20
07/20/16	C. Schenk	Analyze claims, in particular, distributions to PCM investors (1.4); research related information pertaining to investor status (.5); review Court Order re claimant and seek advice of K. Kraft (.2)	B300	B310	2.10
07/21/16	K. Kraft	Review C. Smith's (summer associate) research on [REDACTED] claims, distribution methods	B100	B110	2.00
07/21/16	K. Kraft	Research re substantive consolidation in equity receiverships (pooling of assets to pay creditors./investors of multiple entities)	B100	B110	2.50
07/21/16	K. Kraft	NO CHARGE Analyze results of research on distribution plans, [REDACTED] claims (.2); request for follow-up on same (.2)	B100	B110	0.40
07/21/16	K. Kraft	Begin preparing memo to file re substantive consolidation in equity receiverships	B100	B110	0.90
07/21/16	J. Rust	Develop Receivership report authority	B300	B310	1.00
07/21/16	C. Schenk	Review and edit receivership report, incorporate information re May Delaware payments and other business operations matters	B100	B110	0.80

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
07/21/16	C. Schenk	Review Acartha slide deck and prepare for board meeting (.5); communications with S. Marrano and E Schnadig re same (.1); seek input of M. Murray re accounting and financial issues and review same (.4)	B200	B210	1.00
07/21/16	C. Schenk	Review operating agreements and seek advice of C. Reid re same re relevance to claims process and PCM claims (.4); analyze claims of PCM investors re contractual interest issues (.5)	B300	B310	0.90
07/21/16	C. Smith	NO CHARGE Update memo on Receivership Distribution Methods	B100	B110	0.40
07/22/16	J. Rust	Revise Receivership report for accuracy, clarity, and consistency	B100	B120	0.80
07/22/16	J. Rust	Draft motion and order to submit to the Court with the Receivership report and coordinate posting court documents to website	B100	B120	0.70
07/22/16	J. Rust	Update spreadsheet claims information for Acartha claimants	B300	B310	0.90
07/22/16	J. Rust	Add information and details re non-PCM claimants that invested in ATP in spreadsheet	B100	B120	0.50
07/22/16	J. Rust	Add information and details re PCM claimants that invested in ATP in spreadsheet	B100	B120	0.70
07/22/16	C. Schenk	Share updates re Tervela with investors (.1); communication with J. Rust re motion and order for next receivership report (.1); communication with L. McGowan re SFAR (.1)	B100	B110	0.30
07/22/16	C. Schenk	Participate in Tervela board call	B200	B210	1.90
07/25/16	C. Reid	Telephone call to C. Schenk re distribution model	B100	B120	0.30
07/25/16	J. Rust	Add information and details re PCM claimants that invested in ATP	B300	B310	0.50
07/25/16	J. Rust	Add information and details re non-PCM claimants that invested in MIC VII	B300	B310	1.10
07/25/16	J. Rust	Add information and details re PCM claimants that invested in MIC VII	B300	B310	0.50

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
07/25/16	J. Rust	Conference call with C. Schenk re status of claimant updates and classification of investors	B300	B310	0.20
07/25/16	J. Rust	Provide overview of documents and documents for corporate analysis to spreadsheet	B300	B310	0.60
07/25/16	J. Rust	Add information and details re [REDACTED] claimants that invested in Gryphon III and research missing claimant information in order to provide the Receiver with understanding of how the claimants' investments compare to each other	B300	B310	0.90
07/25/16	C. Schenk	Share updated information pertaining to Cirqit with investors	B100	B110	0.10
07/25/16	C. Schenk	Telephone conference with T. O'Shaughnessy re tax issues for 2015 year (.3); research and compare various sources of information pertaining to capital invested in Librato for tax discussions with CLA pertaining to sale and resulting loss calculations (.8); prepare additional response to CLA for K-1s pertaining to distributions and investors and provide related documentation (.8); respond to request of investors re K-1s (.1)	B200	B210	2.00
07/25/16	C. Schenk	Telephone conference with C. Reid re corporate issues and impact upon distributions (.3); summarize and provide related information to same as background re questions pertaining to assignment of unliquidated assets and distribution issues (.9); review updates to claims analysis for comments and next steps (.8); seek advice of J. Rust re analysis pertaining to claimants (.2)	B300	B310	2.20
07/26/16	E. Hundley	NO CHARGE Conferences and correspondence with J. Rust re claimant contributions and distributions per Acartha records	B300	B310	0.30
07/26/16	E. Hundley	Review claims spreadsheets	B300	B310	0.20

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
07/26/16	J. Rust	Revise overview of potential classes of claimants and draft information from notices of determination	B200	B210	1.60
07/26/16	J. Rust	NO CHARGE Meet with E. Hundley to provide him direction on examining claimant information and adding in the additional details to the overview	B100	B110	0.30
07/26/16	J. Rust	Draft correspondence to Receiver on next steps and information needed in order to conduct a pro rata analysis	B100	B110	0.70
07/26/16	C. Schenk	Telephone conference with T. O'Shaughnessy to finalize K-1s (.5);	B200	B210	0.70
07/26/16	C. Schenk	communications with investor re K-1s (.2)			
07/26/16	C. Schenk	Develop process for distribution (.5); seek advice of J. Rust re same (.4)	B300	B310	0.90
07/26/16	C. Schenk	Review invoices to redact confidential information pertaining to investments and investors	B100	B110	0.50
07/27/16	E. Hundley	Review claims re Acartha records of claimant contributions and distributions	B300	B310	0.50
07/27/16	E. Hundley	NO CHARGE Conferences with J. Rust re records of claimant contributions	B300	B310	0.20
07/27/16	C. Reid	Review Clearbrook distribution sheet; telephone call to C. Schenk re same	B100	B120	0.20
07/27/16	J. Rust	NO CHARGE Conference with E. Hundley to discuss issues with calculating claimants' contributions and distributions (.3) and examine communications (.7) and ledgers to ascertain what items should be treated as contributions and what should be treated as distributions in order to ensure a consistent method is used and claimants are treated appropriately (1.0)	B300	B310	2.00
07/27/16	C. Schenk	Review CLA invoices and communication with G. Stafford re same	B100	B110	0.20

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
07/27/16	C. Schenk	Review Clearbrook fees pertaining to DE and CT and follow up with L. Light (.3); analyze distribution model for Clearbrook prepared by T. O'Shaughnessy (.8); review related corporate governance documents (.2); follow up to seek advice of C. Reid re undocumented payable (.1); provide comments to CLA for revised model (.5); begin draft of motion for Clearbrook distribution (.6)	B300	B310	2.50
07/27/16	C. Schenk	Communications with investor and CLA re completion of K-1s	B200	B210	0.20
07/28/16	L. Light	Review of file; email C. Schenk re winding up of Clearbrook Acquisition, L.L.C. and Clearbrook Acquisition Capital, L.L.C.; gather Delaware 2012-2015 tax information; provide to C. Schenk; email CT Corporation and CSC re registered agent fees; provide summary of registered agent fees to C. Schenk	B100	B110	1.30
07/28/16	C. Reid	Review distribution procedures; conference with C. Schenk re same	B100	B120	0.90
07/28/16	C. Schenk	Review all second quarter invoices of CLA (valuation and tax) and Segue to coordinate approval with SEC	B100	B110	0.40
07/28/16	C. Schenk	Attention to investor K-1s and follow up telephone conference with investor	B200	B210	0.30
07/28/16	C. Schenk	Review previous expenses for Clearbrook distribution analysis (.7); communications with L. Light re DE taxes and CT (.2); follow up with T. O'Shaughnessy re additional expense items and due to/from issues (.2); develop motion for Clearbrook distribution and begin draft of T. O'Shaughnessy declaration (.9) work on plan of distribution and seek advice of C. Reid re corporate rights, issues and potential assignment of unliquidated assets (.8)	B300	B310	2.80

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
Total Hours					99.20
Amount For Services					\$32,455.00
For Cash Outlays:					
		For reproduction charges		\$22.32	
Amount For Cash Outlays					\$22.32

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
K. Kraft	6.90	\$350.00	\$2,415.00
C. Reid	1.70	\$455.00	\$773.50
C. Schenk	32.50	\$430.00	\$13,975.00

Subtotal for Partner	41.10	\$417.60	\$17,163.50
J. Rust	20.60	\$295.00	\$6,077.00

Subtotal for Associate	20.60	\$295.00	\$6,077.00
C. Smith	34.80	\$250.00	\$8,700.00

Subtotal for Law Clerk	34.80	\$250.00	\$8,700.00
E. Hundley	1.20	\$185.00	\$222.00
L. Light	1.50	\$195.00	\$292.50

Subtotal for Legal Assistant (paralegals and other legal support personnel)	2.70	\$190.56	\$514.50

Total All Classes	99.20	\$327.17	\$32,455.00

For Services	\$32,455.00
Less No Charge Entries	-9,611.00
Less 15% Discount	-3,426.60
Amount For Services	19,417.40
Amount For Cash Outlays	22.32

TOTAL DUE	\$19,439.72
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Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

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

Firm Name: THOMPSON COBURN LLP

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

Billing Attorney: 4260-Claire Schenk

Matter Name: Acartha Group Receivership

Invoice No.: 3184651
 Invoice Date: 08/23/16

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	THIS BILL		CUMULATIVE TOTALS	
54464-102286	Hours	Amount	Hours	Amount
TOTAL LEGAL FEES:	99.20	\$19,417.40	5,986.40	\$1,655,971.02
TOTAL DISBURSEMENTS:		\$22.32		\$32,899.77
TOTAL LEGAL FEES & DISB:		\$19,439.72		\$1,688,870.79

ANALYSIS OF DISBURSEMENTS:

		THIS BILL		CUMULATIVE TOTALS	
Task Code	Task Description	Amount	Amount	Amount	Amount
102	For postage	\$0.00		\$852.69	
106	For reproduction charges	\$22.32		\$6,404.48	
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	\$0.00		\$554.45	
150	For on-line docket review	\$0.00		\$103.38	
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:		\$22.32		\$32,899.77	

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	18.30	9,333.00
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	0.00	0.00	0.00	322.80	133,962.00
Kraft, K	350.00	6.90	2,415.00	976.40	332,003.00
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	1.70	773.50	171.60	78,078.00
Schenk, C	430.00	32.50	13,975.00	2,174.10	934,863.00
Warfield, D	0.00	0.00	0.00	0.20	102.00
TOTAL Partner:	417.60	41.10	\$17,163.50	4,203.30	\$1,750,008.00
<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	55.90	12,577.50
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	20.60	6,077.00	600.30	158,615.50
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	20.60	\$6,077.00	962.80	\$245,824.50
<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
Smith, C	250.00	34.80	8,700.00	43.30	10,825.00
TOTAL Law Clerk:	250.00	34.80	\$8,700.00	102.90	\$21,866.00

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>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	185.00	1.20	222.00	219.00	40,515.00
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	195.00	1.50	292.50	26.10	5,089.50
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	80.20	9,746.00
Weber, H	0.00	0.00	0.00	193.00	32,810.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	190.55	2.70	\$514.50	631.50	\$105,560.50
<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:		99.20	\$32,455.00	5,983.40	\$2,141,915.50
Less Discount:			-13,037.60		-485,944.48
TOTAL LEGAL FEES:		99.20	\$19,417.40	5,983.40	\$1,655,971.02

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
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	17.70	\$6,571.50	3,222.50	\$1,181,863.60
B120 Asset Analysis and Recovery	34.30	\$9,115.00	344.70	\$95,961.13
B130 Asset Disposition	0.00	\$0.00	114.70	\$32,473.33
B210 Business Operations	12.00	\$4,944.00	944.00	\$399,956.00
B220 Employee Benefits/Pensions	0.00	\$0.00	4.50	\$1,791.00
B310 Claims Administration and Objections	35.20	\$11,824.50	1,281.90	\$411,196.44
TOTAL Claims and Plan:	99.20	\$32,455.00	5,912.30	\$2,123,241.50
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:

		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:	99.20	\$32,455.00	5,986.40	\$2,141,915.50
	Less Discount		\$-13,037.60		-485,944.48
	TOTAL LEGAL FEES 54464-102286		\$19,417.40		\$1,655,971.02



August 23, 2016

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

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

[REDACTED]

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT

PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3184651

\$19,439.72

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code: USBKUS44IMT
Bank Name: US Bank N.A.
ABA/Routing Number: [REDACTED]
Bank Account Name: Thompson Coburn LLP
Account Number: [REDACTED]

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

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

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



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

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

August 23, 2016
 Invoice #3184652

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

[REDACTED]

For Legal Services Rendered in Connection With:

Morriss Holdings, LLC
 TC File: 54464 / 105756

Date	Atty	Description	Phase	Task	Hours
07/01/16	C. Schenk	Review communication from R. Lageson	L100	L190	0.10
07/05/16	C. Schenk	Communication with Rick Lageson	L100	L190	0.10
07/14/16	C. Schenk	Research [REDACTED] and follow up with contact re same	L100	L190	0.60

Total Hours 0.80

Amount For Services \$344.00

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
C. Schenk	0.80	\$430.00	\$344.00
Subtotal for Partner	0.80	\$430.00	\$344.00
Total All Classes	0.80	\$430.00	\$344.00



Invoice

Payment Due Upon Receipt

August 23, 2016
Invoice #3184652
Page 2

U.S. District Court Eastern District of Missouri

For Services	\$344.00
Less 15% Discount	-51.60
Amount For Services	292.40

TOTAL DUE	\$292.40
------------------	-----------------

Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

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

Firm Name: THOMPSON COBURN LLP

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

Billing Attorney: 4260-Claire Schenk

Matter Name: Morriss Holdings, LLC

Invoice No.: 3184652
Invoice Date: 08/23/16

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
	Hours	Amount	Hours	Amount
54464-105756				
TOTAL LEGAL FEES:	0.80	\$292.40	146.10	\$43,609.24
TOTAL DISBURSEMENTS:		\$0.00		\$183.92
TOTAL LEGAL FEES & DISB:		\$292.40		\$43,793.16

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>	<u>CUMULATIVE TOTALS</u>
		Amount	Amount
106	For reproduction charges	\$0.00	\$183.92
TOTAL DISBURSEMENTS:		\$0.00	\$183.92

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

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount
<u>Partner</u>					
Bartolacci, M	0.00	0.00	0.00	1.40	693.00
Darrough, M	0.00	0.00	0.00	0.40	160.00
Hettinger, A	0.00	0.00	0.00	26.50	10,732.50
Higgins, S	0.00	0.00	0.00	23.60	12,036.00
Kraft, K	0.00	0.00	0.00	2.50	875.00
Schenk, C	430.00	0.80	344.00	28.20	12,126.00
TOTAL Partner:	430.00	0.80	\$344.00	82.60	\$36,622.50
<u>Associate</u>					
Lamping, B	0.00	0.00	0.00	34.30	8,918.00
Libman, V	0.00	0.00	0.00	12.10	3,267.00
TOTAL Associate:	0.00	0.00	\$0.00	46.40	\$12,185.00
<u>Legal Assistant (paralegals and other legal support personnel)</u>					
Muzzarelli, J	0.00	0.00	0.00	10.10	1,565.50
Weber, H	0.00	0.00	0.00	7.00	1,190.00
TOTAL Legal Assistant (paralegals and other legal support)	0.00	0.00	\$0.00	17.10	\$2,755.50

Task Based Billing Summary
Law Firm Invoice

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

Page: 2

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

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
personnel):					
Subtotal Legal Fees:		0.80	\$344.00	146.10	\$51,563.00
Less Discount:			-51.60		-7,953.76
TOTAL LEGAL FEES:			\$292.40		\$43,609.24

Task Based Billing Summary
Law Firm Invoice

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

Page: 3

ANALYSIS OF FEES BY FUNCTIONS:

		<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
B50-Banruptcy: Creditor or Debtor					
B50.01	Case Administration (incl. strategy/client communications)	0.00	\$0.00	20.50	\$7,624.00
B50.05	Executory contract issues	0.00	\$0.00	0.10	\$43.00
B50.07	Claims and claim litigation	0.00	\$0.00	15.10	\$5,518.50
TOTAL :		0.00	\$0.00	35.70	\$13,185.50
L02-Pre-Suit or Pre-Answer Work					
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$175.00
L120	Analysis/Strategy	0.00	\$0.00	0.40	\$160.00
L120	Analysis/Strategy	0.00	\$0.00	2.30	\$989.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	3.20	\$1,324.00
L03-Initial Investigation and Experts					
L110	Fact Investigation/Development	0.00	\$0.00	1.60	\$477.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	1.50	\$390.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	3.10	\$867.00
L04-Initial Filings					
L210	Pleadings	0.00	\$0.00	18.40	\$5,985.00
L210	Pleadings	0.00	\$0.00	4.00	\$730.00
TOTAL Pre-Trial Pleadings and Motions:		0.00	\$0.00	22.40	\$6,715.00
L05-Ongoing Reporting and Communication					
L190	Other Case Assessment, Development and Administration	0.80	\$344.00	9.50	\$3,986.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	0.60	\$258.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	10.10	\$4,132.00
TOTAL Case Assessment, Development and Administration:		0.80	\$344.00	20.20	\$8,376.00
L06-Investigation/Discovery/Analysis					
L390	Other Discovery	0.00	\$0.00	0.50	\$215.00
L310	Written Discovery	0.00	\$0.00	0.30	\$78.00
L120	Analysis/Strategy	0.00	\$0.00	5.30	\$1,656.00
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$215.00
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$215.00
L120	Analysis/Strategy	0.00	\$0.00	1.70	\$442.00

Task Based Billing Summary
Law Firm Invoice

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

Page: 4

ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
L140	Document/File Management	0.00	\$0.00	5.10	\$2,601.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	13.90	\$5,422.00
L07-Motions and Hearings					
L240	Dispositive Motions	0.00	\$0.00	1.50	\$458.00
L250	Other Written Motions and Submissions	0.00	\$0.00	20.90	\$5,653.50
L250	Other Written Motions and Submissions	0.00	\$0.00	0.90	\$443.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.80	\$208.00
	TOTAL Pre-Trial Pleadings and Motions:	0.00	\$0.00	24.10	\$6,762.50
L09-Mediation and Settlement					
L160	Settlement/Non-Binding ADR	0.00	\$0.00	1.60	\$742.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	1.60	\$742.00
L13-Enforcement of Judgment					
L470	Enforcement	0.00	\$0.00	21.90	\$8,169.00
	TOTAL Trial Preparation and Trial:	0.00	\$0.00	21.90	\$8,169.00
	Subtotal Legal Fees:	0.80	\$344.00	146.10	\$51,563.00
	Less Discount		\$-51.60		-7,953.76
	TOTAL LEGAL FEES 54464-105756		\$292.40		\$43,609.24



August 23, 2016

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

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



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PAYMENT DUE UPON RECEIPT

PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3184652

\$292.40

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code: USBKUS44IMT
Bank Name: US Bank N.A.
ABA/Routing Number: [REDACTED]
Bank Account Name: Thompson Coburn LLP
Account Number: [REDACTED]

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

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

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



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

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

August 23, 2016
Invoice #3184653

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



For Legal Services Rendered in Connection With:

Wehrle, John
TC File: 54464 / 140479

Date	Atty	Description	Phase	Task	Hours
07/06/16	C. Schenk	Communications with S. Boxerman re changes to settlement	L100	L190	0.10
07/12/16	C. Schenk	Review S. Boxerman changes to proposed Amendment to Settlement Agreement (.3); summarize comments to seek advice of S. Higgins re same (.2)	L100	L160	0.50
07/14/16	C. Schenk	Communications with C. Reid re edits to amendment to settlement, review same	L100	L190	0.20
07/15/16	S. Higgins	Review emails and discussions with C. Schenk relative to Cirqit redemption	L100	L160	0.40
07/15/16	C. Schenk	Seek advice of S. Higgins re amendment to settlement agreement (.1); review edits to amendment (.1); prepare communication to S. Boxerman (.2)	L100	L190	0.40
07/18/16	S. Higgins	Continued emails with C. Schenk relative to Cirqit redemption and status of settlement	L100	L160	0.40
07/18/16	C. Schenk	Communications with S. Boxerman to summarize concerns with proposed changes	L100	L190	0.20
07/19/16	S. Higgins	Discussions with C. Schenk relative to Cirqit redemption; telephone conference with S. Boxerman; review emails re same	L100	L160	0.60

Invoice

**Exhibit
D-1C**

Payment Due Upon Receipt

August 23, 2016
 Invoice #3184653
 Page 2

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
07/19/16	C. Schenk	Revise version of amendment prepared by S. Boxerman to reflect agreements and differences (.8); prepare comments to same (.2); telephone conference with S. Boxerman and S. Higgins to discuss differences (.2); follow up with S. Higgins to seek advice of same (.2)	L100	L190	1.40
07/25/16	S. Higgins	Emails with C. Schenk re review of amendment to settlement; telephone call with C. Schenk	L100	L160	0.40
07/25/16	C. Schenk	Telephone conference with S. Higgins (.2); prepare redline version to outline of amendment to Settlement Agreement prepared by S. Boxerman, compare to agreement and first draft of amendment (.8); prepare comments re same (.4)	L100	L190	1.40
Total Hours					6.00
Amount For Services					\$2,724.00
For Cash Outlays:					
		For reproduction charges		\$0.56	
Amount For Cash Outlays					\$0.56

TIME SUMMARY BY RANK

<u>Timekeeper</u>	<u>Hours Worked</u>	<u>Billed Per Hour</u>	<u>Billed Amount</u>
S. Higgins	1.80	\$510.00	\$918.00
C. Schenk	4.20	\$430.00	\$1,806.00
----- Subtotal for Partner	6.00	\$454.00	\$2,724.00
<u>Total All Classes</u>	<u>6.00</u>	<u>\$454.00</u>	<u>\$2,724.00</u>

Invoice

Payment Due Upon Receipt

August 23, 2016
Invoice #3184653
Page 3

U.S. District Court Eastern District of Missouri

For Services	\$2,724.00
Less 15% Discount	-408.60
Amount For Services	2,315.40
Amount For Cash Outlays	0.56

TOTAL DUE	\$2,315.96
------------------	-------------------

Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

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

Firm Name: THOMPSON COBURN LLP

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

Billing Attorney: 4260-Claire Schenk

Matter Name: Wehrle, John

Invoice No.: 3184653
Invoice Date: 08/23/16

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:	6.00	\$2,315.40	583.30	\$190,610.26
TOTAL DISBURSEMENTS:		<u>\$0.56</u>		<u>\$1,550.45</u>
TOTAL LEGAL FEES & DISB:		\$2,315.96		\$192,160.71

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		Amount	Amount	Amount	Amount
106	For reproduction charges	\$0.56		\$151.68	
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:		\$0.56		\$1,550.45	

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

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount
<u>Partner</u>					
Higgins, S	510.00	1.80	918.00	243.00	123,930.00
Schenk, C	430.00	4.20	1,806.00	125.70	54,051.00
TOTAL Partner:	454.00	6.00	\$2,724.00	368.70	\$177,981.00
<u>Counsel</u>					
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
<u>Associate</u>					
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	0.00	0.00	0.00	177.20	39,870.00
TOTAL Associate:	0.00	0.00	\$0.00	201.20	\$46,110.00
<u>Legal Assistant (paralegals and other legal support personnel)</u>					
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
<u>Other</u>					
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:		6.00	\$2,724.00	583.30	\$227,283.00
Less Discount:			-408.60		-36,672.74
TOTAL LEGAL FEES:			\$2,315.40		\$190,610.26

Task Based Billing Summary
Law Firm Invoice

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

Page: 3

ANALYSIS OF FEES BY FUNCTIONS:

		<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
B50-Banruptcy: Creditor or Debtor					
B50.01	Case Administration (incl. strategy/client communications)	0.00	\$0.00	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	1.70	\$731.00	14.90	\$6,407.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	4.80	\$1,681.50
L190	Other Case Assessment, Development and Administration	2.00	\$860.00	32.20	\$12,712.00
TOTAL Case Assessment, Development and Administration:		3.70	\$1,591.00	52.80	\$21,187.50
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

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	0.00	\$0.00	8.20	\$3,137.50
L120	Analysis/Strategy	0.00	\$0.00	0.60	\$135.00
L120	Analysis/Strategy	0.00	\$0.00	5.70	\$1,849.00
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	106.70	\$37,361.50
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	0.00	\$0.00	21.80	\$6,207.50
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	0.80	\$368.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.50	\$130.00
TOTAL Pre-Trial Pleadings and Motions:		0.00	\$0.00	83.30	\$27,568.00
L09-Mediation and Settlement					
L160	Settlement/Non-Binding ADR	2.30	\$1,133.00	234.20	\$104,227.50
TOTAL Case Assessment, Development and Administration:		2.30	\$1,133.00	234.20	\$104,227.50
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:		6.00	\$2,724.00	583.30	\$227,283.00
Less Discount			-\$408.60		-36,672.74
TOTAL LEGAL FEES 54464-140479			\$2,315.40		\$190,610.26



August 23, 2016

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

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

[REDACTED]

REMITTANCE COPY

PAYMENT DUE UPON RECEIPT
PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3184653

\$2,315.96

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code: USBKUS44IMT
Bank Name: US Bank N.A.
ABA/Routing Number: [REDACTED]
Bank Account Name: Thompson Coburn LLP
Account Number: [REDACTED]

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

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

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



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

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

September 19, 2016
Invoice #3188317

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

For Legal Services Rendered in Connection With:

Acartha Group Receivership
TC File: 54464 / 102286

Date	Atty	Description	Phase	Task	Hours
08/01/16	J. Rust	Revise Receivers' report per C. Schenk	B300	B310	0.30
08/01/16	C. Schenk	NO CHARGE Begin draft of second quarter Fee Application (.9)	B100	B110	0.90
08/01/16	C. Schenk	Update receivership report re Wehrle matter, tax issues and Librato distribution (.9); make final edits, review motion and order (.6); communication with L. McGowan re SFAR (.1); review CLA July invoice re tax prep work (.2)	B100	B110	1.80
08/01/16	C. Schenk	Review distribution model for Librato escrow and follow up with H. Weber re same	B300	B310	0.40
08/01/16	C. Schenk	Attention to tax matters including investor K-1s and communication with T. O'Shaughnessy re preparation for meeting re returns	B200	B210	0.30
08/02/16	K. Kraft	Review and revise receiver's status report to Court	B100	B110	0.80
08/02/16	J. Rust	NO CHARGE File motion, report, and proposed order with court	B300	B310	0.50
08/02/16	J. Rust	Post report to website for claimants	B300	B310	0.20
08/02/16	J. Rust	Provide information on contributions and distributions to C. Schenk	B300	B310	0.70

Invoice

**Exhibit
D-1D**

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
08/02/16	C. Schenk	NO CHARGE Develop information for Fee Application	B100	B110	0.50
08/02/16	C. Schenk	Final review and approval for filing of Receivership report and related filings (.6)	B100	B110	0.60
08/02/16	C. Schenk	Prepare for meeting with T. O'Shaughnessy re tax returns and distribution issues	B200	B210	0.20
08/02/16	C. Schenk	Communications with SRS re timing for escrow disbursement, review last statement, follow up with D Reich, disbursing agent at Wilmington, coordinate with EastWest Bank for wire transfers and review account information for deposits (.7); review analysis prepared by J. Rust re investor summaries for comment (.3)	B300	B310	1.00
08/03/16	C. Schenk	Review balances, receipts and disbursements on SFAR and communications with Segue re same (.3); finalize review of invoices for redactions of investor and other confidential information (.4); prepare exhibits (.3)	B100	B110	1.00
08/03/16	C. Schenk	Review ledger summary and analyze reconciliation with information submitted by claimants (.3); seek advice of J. Rust re next steps (.2)	B300	B310	0.50
08/03/16	C. Schenk	NO CHARGE Develop Fee Application for filing (.9)	B100	B110	0.90
08/04/16	J. Rust	NO CHARGE Revise Receiver's Eighteenth Fee Application	B300	B310	0.70
08/04/16	J. Rust	NO CHARGE Update case law in the fee application	B300	B310	0.30
08/04/16	J. Rust	Examine redactions needed to protect information from invoices filed per local rules	B300	B310	0.40
08/04/16	J. Rust	NO CHARGE Draft motions and orders necessary to submit the fee application and sealed documents with the court	B300	B310	0.80

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
08/04/16	C. Schenk	Begin draft of memorandum to the Court re approval of Wehrle amendment (.4); work to finalize exhibits related to Fee Application (.4)	B100	B110	0.80
08/04/16	C. Schenk	Oversee receipt of wire transfers, communications with transfer agent at Wilmington and East West Bank (.3); preliminary review of EWB account statements for July (.2); coordinate with CLA re tax prep work (.2)	B200	B210	0.70
08/04/16	C. Schenk	Coordinate Librato related deposits to update spreadsheet re distributions and organize investor communication information (.4); summarize assignment issues and prepare communication to R. Levenson re same (.3)	B300	B310	0.70
08/05/16	K. Kraft	Revise memo in support of motion to approve amendment to Wehrle settlement	B100	B110	1.60
08/05/16	K. Kraft	NO CHARGE Review and revise 18th fee app documents	B100	B110	0.80
08/05/16	K. Kraft	Discussions with J. Rust re Wehrle settlement amendment motion	B100	B110	0.20
08/05/16	J. Rust	Attention to Receivership website	B300	B310	0.30
08/05/16	J. Rust	NO CHARGE Conference with K. Kraft re filing documents with Court re Wehrle Litigation	B300	B310	0.30
08/05/16	J. Rust	NO CHARGE Prepare final documents for fee application and file same with court; and provide Court draft orders	B300	B310	0.90
08/05/16	C. Schenk	NO CHARGE Final review of Fee Application and related documents, authorize filing of same	B100	B110	0.40
08/05/16	C. Schenk	Close review of CLA and Segue invoices, check for confidential information (.2); develop motion to approve Wehrle amendment (.9); edit amendment (.2); attention to updates to investor website (.2)	B100	B110	1.50

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
08/05/16	C. Schenk	Communications with SEC re plan of distribution, summarize open items (.2); develop information for Librato distribution and meeting with CLA re tax filing, Librato and Clearbrook distribution and prep work for investor distribution plan (.6)	B300	B310	0.80
08/05/16	C. Schenk	Review EWB and PS statements, review all disbursements and deposit information, summarize totals for July and compare to June	B200	B210	0.80
08/08/16	J. Rust	Examine documents to ascertain what filings are required for the Wehrle filing and draft documents, including motion, memorandum in support of motion, and proposed order for filing with the court and correspond with C. Schenk	B300	B310	1.40
08/08/16	J. Rust	Draft motion and order for filing related to request for Court's approval of the amendment to the Wehrle agreement	B300	B310	0.30
08/08/16	J. Rust	Finalize and file motion, memorandum, order, and Wehrle amendment and serve same on investors	B300	B310	1.00
08/08/16	J. Rust	Attention to Receivership website	B300	B310	0.30
08/08/16	J. Rust	NO CHARGE Draft memorandum of law in support of motion	B300	B310	1.60
08/09/16	K. Kraft	Prepare response to inquiry from court re service of Wehrle/Cirquit amendment approval motion on Wehrle defendants	B100	B110	0.40
08/09/16	K. Kraft	Review communication from investor re Wehrle/Cirquit amendment motion	B100	B110	0.10
08/09/16	J. Rust	Communications with court clerk re Wehrle file and service	B300	B310	0.50
08/09/16	C. Schenk	Prepare for and meet with T. O'Shaughnessy to discuss claims distribution matters pertaining to Librato, Clearbrook and Receivership entities	B300	B310	1.50
08/09/16	C. Schenk	Final review and execution of returns for SPVs and Receivership entities prepared by CLA	B200	B210	0.40

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
08/10/16	K. Kraft	Attention to court inquiry re service of Wehrle/Cirquit amendment motion and review of updated service plan re same	B100	B110	0.70
08/10/16	J. Rust	Communicate with Court's clerks re appropriate filing re amendment to Wehrle agreement	B300	B310	0.30
08/10/16	J. Rust	Draft certificate of service, emails, and letters in order to provide service to defendants in the Wehrle litigation matter	B300	B310	1.00
08/10/16	J. Rust	NO CHARGE File updated certificate of service with Court	B300	B310	0.60
08/10/16	C. Schenk	Communication with SRS escrow agent, East West Bank, review CLA spread sheet and outline steps for next distribution	B300	B310	0.50
08/11/16	C. Schenk	Follow up re investor inquiry	B300	B310	0.10
08/12/16	C. Schenk	Communication with Segue and review July invoice	B100	B110	0.20
08/12/16	C. Schenk	Communication with EWB and attention to Librato disbursement	B300	B310	0.30
08/12/16	H. Weber	Communicate with R. Khanverdi at East West Bank re wire transfers for Evergrid MIC VII and Librato Acquisition II	B100	B130	0.20
08/15/16	C. Schenk	Attention to EWB Librato distribution (.2); develop expense information for "true up" re Clearbrook and Librato expenses (.3); develop task list re accounting issues for SPV and Receivership distributions (.6); follow up with T. O'Shaughnessy (.2)	B300	B310	1.30
08/15/16	H. Weber	Draft/prepare outgoing wire funds transfers for investors of Librato Acquisition II, LLC and Evergrid MIC VII per C. Schenk's request	B100	B110	3.00
08/16/16	J. Rust	Attention to information provided by [REDACTED]	B300	B310	0.20

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
08/16/16	C. Schenk	Develop back up documentation for expense items in preparation for Clearbrook and Librato distributions and follow up re Librato distribution to investors (.8); prepare communication to T. O'Shaughnessy to summarize all detail for updated distribution model for Clearbrook and next steps (.9)	B300	B310	1.70
08/17/16	K. Kraft	Prepare distribution plan, next steps	B100	B110	0.40
08/17/16	J. Rust	Advise C. Schenk re claimant information and unresolved issues	B300	B310	0.40
08/17/16	C. Schenk	Review updated version of distribution analysis (.3); prepare discussion points re unresolved issues for telephone conference with T. O'Shaughnessy (.3); telephone conference with T. O'Shaughnessy re Clearbrook distributions, summary same (.4); analyze status of claims summaries and categories for next steps (.4)	B300	B310	1.40
08/18/16	K. Kraft	Preliminary review of Clearbrook documents	B100	B110	0.40
08/18/16	C. Schenk	Review and provide comments and additional back up to T. O'Shaughnessy for Clearbrook distribution schedule (.6); develop T. O'Shaughnessy declaration for approval of same (1.7); review Clearbrook Capital and Acquisition corporate governance (Operating) agreements (.5); develop memorandum for filing with Court (1.4); seek advice of K. Kraft re same (.1)	B300	B310	4.30
08/19/16	K. Kraft	Discussions with J. Rust re information needed from CLA for distribution plan	B100	B110	0.50
08/19/16	K. Kraft	Review and revise Clearbrook draft filings	B100	B110	0.60
08/19/16	J. Rust	Outline information needed for plan of distribution	B300	B310	0.40
08/19/16	J. Rust	Analyze claimant information and information requested of accounting professionals re a plan of distribution	B300	B310	0.80
08/19/16	C. Schenk	Follow up on Clearbrook expense detail	B300	B310	0.20

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
08/21/16	J. Rust	NO CHARGE Draft notice of no objection to the eighteenth fee application and draft proposed order to accompany the notice	B300	B310	0.70
08/21/16	J. Rust	Draft notice of no objection and proposed order for amendment to the Wehrle agreement	B300	B310	1.00
08/21/16	J. Rust	Prepare ATP claimant information for CliftonLarsonAllen re plan of distribution	B300	B310	0.70
08/21/16	J. Rust	Prepare MIC VII claimant information for CliftonLarsonAllen re plan of distribution	B300	B310	0.90
08/22/16	K. Kraft	Review materials in preparation for conference call with C. Schenk and T. O'Shaughnessy re closing of SPVs, distribution from Acquisition, assistance with distribution models	B100	B110	0.50
08/22/16	K. Kraft	Conference call with C. Schenk and T. O'Shaughnessy re closing of SPVs, distribution from Acquisition, assistance with distribution models	B100	B110	1.50
08/22/16	K. Kraft	Draft email correspondence to T. O'Shaughnessy re distribution models	B100	B110	0.20
08/22/16	K. Kraft	Revise Clearbrook motion documents	B100	B110	1.70
08/22/16	J. Rust	NO CHARGE File notice of no objection to Receiver's eighteenth fee application and file proposed order with the court	B300	B310	0.30
08/22/16	C. Schenk	Prepare for meeting with T. O'Shaughnessy, including review of outstanding items and documents to review with same, seek advice of K. Kraft (.8); meet with T. O'Shaughnessy to resolve issues re due to and from entries and to develop a method for a plan of distribution to approved claimants (1.5); follow up re tax information requested by T. O'Shaughnessy (.3); review source detail relative to Clearbrook expense items (.2); revise Clearbrook declaration for submission and as per meeting (.4)	B300	B310	3.20

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
08/22/16	H. Weber	Review draft wire transfers for Evergrid/MIC VII and Librato Acquisition II and compare/contrast with distribution spreadsheet received from T. O'Shaughnessy for accuracy	B100	B130	0.50
08/22/16	H. Weber	Review working files and compile copies of tax returns for Acartha Group, MIC VII, ATP and Gryphon Investments in preparation to send to T. O'Shaughnessy	B100	B130	2.00
08/23/16	K. Kraft	Review and make final edits to Clearbrook motion/memo	B100	B110	0.30
08/23/16	C. Schenk	Develop information to finalize distribution of escrow proceeds from Librato indemnity fund (.5); communications with EWB re intercompany transfers for distribution (.2); revise memo in support of Clearbrook distribution (.4); communications with CLA re executed Declaration and review of same (.2)	B300	B310	1.30
08/23/16	H. Weber	Draft/prepare outgoing wire transfers for investors of Evergrid/MIC VII and Librato Acquisition II per C. Schenk's request	B100	B130	2.00
08/24/16	K. Kraft	Revise Clearbrook memo	B100	B110	1.10
08/24/16	K. Kraft	Prepare Clearbrook motion and proposed order	B100	B110	0.20
08/24/16	J. Rust	Attention to error in the Court's order	B300	B310	0.20
08/24/16	C. Schenk	Review order and bank accounts for vendor payments, prepare letters (.3); follow up re court error in approved sums (.2)	B100	B110	0.50
08/24/16	C. Schenk	Work on Clearbrook payments and form of motion (.7); work on Librato escrow distribution, review, approve and sign numerous wire transfer orders (.8)	B300	B310	1.50
08/25/16	K. Kraft	Revise draft motion to correct 8/24/16 order	B100	B110	0.70
08/25/16	J. Rust	Telephone calls with Court case manager, research applicable Federal Rule of Civil Procedure re amendment to the order	B300	B310	0.30

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
08/25/16	J. Rust	Draft motion and proposed order to amend order	B300	B310	0.70
08/25/16	J. Rust	NO CHARGE File motion and proposed order with Court	B300	B310	0.30
08/25/16	C. Schenk	NO CHARGE Review and approve order pertaining to motion to correct fee application	B100	B110	0.10
08/25/16	C. Schenk	Analyze issues pertaining to Clearbrook member obligations	B100	B110	0.20
08/29/16	C. Schenk	Preliminary review of H. Teylouni response to Court Order, seek advice of J. Rust re same	B300	B310	0.30
08/30/16	K. Kraft	Discussions with C. Schenk re questions on Clearbrook Acquisition satisfaction of debts	B100	B110	0.50
08/30/16	K. Kraft	Revise Clearbrook filings	B100	B110	0.60
08/30/16	L. Light	Provide Delaware tax receipts and account information to K. Asbury re Clearbrook Acquisition, LLC and Clearbrook Acquisition Capital, LLC (C. Schenk)	B100	B110	0.50
08/30/16	J. Rust	Correspond with Receiver re H. Teylouni filing providing information on claimed amount	B100	B110	0.40
08/30/16	J. Rust	Revise notice of no objection re the motion to amend the settlement agreement and revise certificate of service to indicate service to Interested Parties and Wehrle Defendants	B100	B110	0.80
08/30/16	J. Rust	NO CHARGE File notice of no objection re the motion to amend the settlement agreement and the corresponding proposed order and provide court with draft proposed order	B300	B310	0.90
08/30/16	J. Rust	NO CHARGE Serve notice of no objection and proposed order on Interested Parties and Wehrle Defendants	B300	B310	0.30

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
08/30/16	C. Schenk	Review Clearbrook Acquisition and Clearbrook Capital operating agreements re investor issues (.4); seek advice of K. Kraft re import of provisions of operating agreement upon Clearbrook motion (.4); follow up on confirmation of expense detail (.4); review and correct distribution analysis re same (.6); review and edit memo in support of Clearbrook motion (.9); review memo and order re same (.2); review service list and expand same (.2); review corrections to Librato wire transfer instructions and execute same (.2)	B300	B310	3.30
08/31/16	K. Kraft	Review Clearbrook declaration and respond to C. Schenk re completeness of same	B100	B110	0.10
08/31/16	K. Kraft	Respond to C. Schenk on filing of Clearbrook motion	B100	B110	0.10
08/31/16	J. Rust	Review filing of H. Teylouni to advise Receiver	B100	B110	0.20
08/31/16	C. Schenk	Seek advice of K. Kraft re service issues pertaining to Clearbrook (.2); approve final edits to T. O'Shaughnessy declaration and communications with same (.3)	B300	B310	0.50

Total Hours 80.70

Amount For Services \$28,505.00

For Cash Outlays:

For reproduction charges \$6.00

Amount For Cash Outlays \$6.00

Invoice

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September 19, 2016
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U.S. District Court Eastern District of Missouri

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
K. Kraft	14.00	\$350.00	\$4,900.00
C. Schenk	36.60	\$430.00	\$15,738.00
Subtotal for Partner	50.60	\$407.87	\$20,638.00
J. Rust	21.90	\$295.00	\$6,460.50
Subtotal for Associate	21.90	\$295.00	\$6,460.50
L. Light	0.50	\$195.00	\$97.50
H. Weber	7.70	\$170.00	\$1,309.00
Subtotal for Legal Assistant (paralegals and other legal support personnel)	8.20	\$171.52	\$1,406.50
Total All Classes	80.70	\$353.22	\$28,505.00

For Services	\$28,505.00
Less No Charge Entries	-3,903.00
Less 15% Discount	-3,690.30
Amount For Services	20,911.70
Amount For Cash Outlays	6.00

TOTAL DUE	\$20,917.70
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Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

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

Firm Name: THOMPSON COBURN LLP

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

Billing Attorney: 4260-Claire Schenk

Matter Name: Acartha Group Receivership

Invoice No.: 3188317
 Invoice Date: 09/19/16

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	THIS BILL		CUMULATIVE TOTALS	
54464-102286	Hours	Amount	Hours	Amount
TOTAL LEGAL FEES:	80.70	\$20,911.70	6,067.10	\$1,676,882.72
TOTAL DISBURSEMENTS:		\$6.00		\$32,905.77
TOTAL LEGAL FEES & DISB:		\$20,917.70		\$1,709,788.49

ANALYSIS OF DISBURSEMENTS:

		THIS BILL		CUMULATIVE TOTALS	
Task Code	Task Description	Amount	Amount	Amount	Amount
102	For postage	\$0.00		\$852.69	
106	For reproduction charges	\$6.00		\$6,410.48	
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	\$0.00		\$554.45	
150	For on-line docket review	\$0.00		\$103.38	
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:		\$6.00		\$32,905.77	

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	18.30	9,333.00
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	0.00	0.00	0.00	322.80	133,962.00
Kraft, K	350.00	14.00	4,900.00	990.40	336,903.00
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	171.60	78,078.00
Schenk, C	430.00	36.60	15,738.00	2,210.70	950,601.00
Warfield, D	0.00	0.00	0.00	0.20	102.00
TOTAL Partner:	407.86	50.60	\$20,638.00	4,253.90	\$1,770,646.00
<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	55.90	12,577.50
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	21.90	6,460.50	622.20	165,076.00
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	0.00	0.00	0.00	0.70	210.00
TOTAL Associate:	295.00	21.90	\$6,460.50	984.70	\$252,285.00
<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
Smith, C	0.00	0.00	0.00	43.30	10,825.00
TOTAL Law Clerk:	0.00	0.00	\$0.00	102.90	\$21,866.00

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	219.00	40,515.00
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	195.00	0.50	97.50	26.60	5,187.00
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	80.20	9,746.00
Weber, H	170.00	7.70	1,309.00	200.70	34,119.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	171.52	8.20	\$1,406.50	639.70	\$106,967.00
<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:		80.70	\$28,505.00	6,064.10	\$2,170,420.50
Less Discount:			-7,593.30		-493,537.78
TOTAL LEGAL FEES:			\$20,911.70		\$1,676,882.72

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	28.30	\$9,962.50	3,250.80	\$1,191,826.10
B120 Asset Analysis and Recovery	0.00	\$0.00	344.70	\$95,961.13
B130 Asset Disposition	4.70	\$799.00	119.40	\$33,272.33
B210 Business Operations	2.40	\$1,032.00	946.40	\$400,988.00
B220 Employee Benefits/Pensions	0.00	\$0.00	4.50	\$1,791.00
B310 Claims Administration and Objections	45.30	\$16,711.50	1,327.20	\$427,907.94
TOTAL Claims and Plan:	80.70	\$28,505.00	5,993.00	\$2,151,746.50
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 Receivcrship
 C/M Firm No: 54464-102286

Page: 5

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:	80.70	\$28,505.00	6,067.10	\$2,170,420.50
	Less Discount		\$-7,593.30		-493,537.78
	TOTAL LEGAL FEES 54464-102286	80.70	\$20,911.70	6,067.10	\$1,676,882.72



September 19, 2016

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

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



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Invoice # 3188317

\$20,917.70

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

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Swift Code: USBKUS44IMT
Bank Name: US Bank N.A.
ABA/Routing Number: [REDACTED]
Bank Account Name: Thompson Coburn LLP
Account Number: [REDACTED]

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

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

September 19, 2016
 Invoice #3188318

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 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

[REDACTED]

For Legal Services Rendered in Connection With:

Morriss Holdings, LLC
 TC File: 54464 / 105756

Date	Atty	Description	Phase	Task	Hours
08/01/16	C. Schenk	Communications with R. Lageson	L100	L190	0.20
Total Hours					0.20
Amount For Services					\$86.00

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
C. Schenk	0.20	\$430.00	\$86.00
Subtotal for Partner	0.20	\$430.00	\$86.00
Total All Classes	0.20	\$430.00	\$86.00

For Services	\$86.00
Less 15% Discount	-12.90
Amount For Services	73.10

TOTAL DUE	\$73.10
------------------	----------------

Invoice



Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

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

Firm Name: THOMPSON COBURN LLP

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

Billing Attorney: 4260-Claire Schenk

Matter Name: Morriss Holdings, LLC

Invoice No.: 3188318
Invoice Date: 09/19/16

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
	Hours	Amount	Hours	Amount
54464-105756				
TOTAL LEGAL FEES:	0.20	\$73.10	146.30	\$43,682.34
TOTAL DISBURSEMENTS:		\$0.00		\$183.92
TOTAL LEGAL FEES & DISB:		\$73.10		\$43,866.26

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
			Amount		Amount
106	For reproduction charges		\$0.00		\$183.92
TOTAL DISBURSEMENTS:			\$0.00		\$183.92

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

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount
<u>Partner</u>					
Bartolacci, M	0.00	0.00	0.00	1.40	693.00
Darrough, M	0.00	0.00	0.00	0.40	160.00
Hettinger, A	0.00	0.00	0.00	26.50	10,732.50
Higgins, S	0.00	0.00	0.00	23.60	12,036.00
Kraft, K	0.00	0.00	0.00	2.50	875.00
Schenk, C	430.00	0.20	86.00	28.40	12,212.00
TOTAL Partner:	430.00	0.20	\$86.00	82.80	\$36,708.50
<u>Associate</u>					
Lamping, B	0.00	0.00	0.00	34.30	8,918.00
Libman, V	0.00	0.00	0.00	12.10	3,267.00
TOTAL Associate:	0.00	0.00	\$0.00	46.40	\$12,185.00
<u>Legal Assistant (paralegals and other legal support personnel)</u>					
Muzzarelli, J	0.00	0.00	0.00	10.10	1,565.50
Weber, H	0.00	0.00	0.00	7.00	1,190.00
TOTAL Legal Assistant (paralegals and other legal support)	0.00	0.00	\$0.00	17.10	\$2,755.50

Task Based Billing Summary
Law Firm Invoice

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

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

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
personnel):					
Subtotal Legal Fees:		0.20	\$86.00	146.30	\$51,649.00
Less Discount:			-12.90		-7,966.66
TOTAL LEGAL FEES:			\$73.10		\$43,682.34

Task Based Billing Summary
Law Firm Invoice

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

Page: 3

ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
B50-Banruptcy: Creditor or Debtor					
B50.01	Case Administration (incl. strategy/client communications)	0.00	\$0.00	20.50	\$7,624.00
B50.05	Executory contract issues	0.00	\$0.00	0.10	\$43.00
B50.07	Claims and claim litigation	0.00	\$0.00	15.10	\$5,518.50
TOTAL :		0.00	\$0.00	35.70	\$13,185.50
L02-Pre-Suit or Pre-Answer Work					
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$175.00
L120	Analysis/Strategy	0.00	\$0.00	0.40	\$160.00
L120	Analysis/Strategy	0.00	\$0.00	2.30	\$989.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	3.20	\$1,324.00
L03-Initial Investigation and Experts					
L110	Fact Investigation/Development	0.00	\$0.00	1.60	\$477.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	1.50	\$390.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	3.10	\$867.00
L04-Initial Filings					
L210	Pleadings	0.00	\$0.00	18.40	\$5,985.00
L210	Pleadings	0.00	\$0.00	4.00	\$730.00
TOTAL Pre-Trial Pleadings and Motions:		0.00	\$0.00	22.40	\$6,715.00
L05-Ongoing Reporting and Communication					
L190	Other Case Assessment, Development and Administration	0.20	\$86.00	9.70	\$4,072.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	0.60	\$258.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	10.10	\$4,132.00
TOTAL Case Assessment, Development and Administration:		0.20	\$86.00	20.40	\$8,462.00
L06-Investigation/Discovery/Analysis					
L390	Other Discovery	0.00	\$0.00	0.50	\$215.00
L310	Written Discovery	0.00	\$0.00	0.30	\$78.00
L120	Analysis/Strategy	0.00	\$0.00	5.30	\$1,656.00
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$215.00
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$215.00
L120	Analysis/Strategy	0.00	\$0.00	1.70	\$442.00

Task Based Billing Summary
Law Firm Invoice

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

Page: 4

ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
L140	Document/File Management	0.00	\$0.00	5.10	\$2,601.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	13.90	\$5,422.00
 L07-Motions and Hearings					
L240	Dispositive Motions	0.00	\$0.00	1.50	\$458.00
L250	Other Written Motions and Submissions	0.00	\$0.00	20.90	\$5,653.50
L250	Other Written Motions and Submissions	0.00	\$0.00	0.90	\$443.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.80	\$208.00
	TOTAL Pre-Trial Pleadings and Motions:	0.00	\$0.00	24.10	\$6,762.50
 L09-Mediation and Settlement					
L160	Settlement/Non-Binding ADR	0.00	\$0.00	1.60	\$742.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	1.60	\$742.00
 L13-Enforcement of Judgment					
L470	Enforcement	0.00	\$0.00	21.90	\$8,169.00
	TOTAL Trial Preparation and Trial:	0.00	\$0.00	21.90	\$8,169.00
	Subtotal Legal Fees:	0.20	\$86.00	146.30	\$51,649.00
	Less Discount		-\$12.90		-7,966.66
	TOTAL LEGAL FEES 54464-105756		\$73.10		\$43,682.34



September 19, 2016

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

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



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PAYMENT DUE UPON RECEIPT
PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3188318

\$73.10

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code: USBKUS44IMT
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Bank Account Name: Thompson Coburn LLP
Account Number: [REDACTED]

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

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St. Louis, Missouri 63195

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Account Number: [REDACTED]
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September 19, 2016
Invoice #3188319

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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



For Legal Services Rendered in Connection With:

Wehrle, John
TC File: 54464 / 140479

Date	Atty	Description	Phase	Task	Hours
08/01/16	S. Higgins	Review and revise receivership report re Wehrle matter and review and respond to emails from C. Schenk re same	L300	L390	0.50
08/01/16	C. Schenk	Communications with S. Boxerman re response to S. Boxerman outline for amendment and seek advice of S. Higgins re next steps	L100	L190	0.30
08/03/16	S. Higgins	Email to and from C. Schenk relative to review of amendment to settlement agreement	L100	L160	0.50
08/03/16	C. Schenk	Review red line to Amendment prepared by S. Boxerman (.4); prepare summary analysis to seek advice of S. Higgins re same (.4)	L100	L160	0.80
08/04/16	C. Schenk	Communication with S. Boxerman re Amendment	L100	L190	0.20
08/05/16	S. Higgins	Discussion with C. Schenk relative to amended settlement; review emails to and from counsel for Wehrle; review memo in support of motion to amend	L100	L160	0.60

Invoice



Payment Due Upon Receipt

September 19, 2016

Invoice #3188319

Page 2

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
08/05/16	C. Schenk	Seek advice of S. Higgins re Wehrle litigation, amendment and next steps (.2); communication with S. Boxerman re defendants' approval of amendment (.1)	L100	L190	0.30
08/08/16	C. Schenk	Final review of documents to approve filing: (.8); seek advice of J. Rust re motion (.2)	L100	L160	1.00
08/09/16	C. Schenk	Seek advice of J. Rust re service issues and timing of execution of Amendment	L100	L190	0.20
08/30/16	C. Schenk	Review and edit drafts of Wehrle filing (.3); approve final version of same (.1)	L200	L250	0.40
08/31/16	C. Schenk	Final approval of No Objection filing (.1); review Court Order approving Motion (.1); communications with EWB re transfer of funds (.2); review amendment to summarize time line for next steps (.3); execute amendment (.2); prepare communication to counsel for defendants re deadlines and to provide wire transfer instructions (.5)	L200	L250	1.40

Total Hours 6.20

Amount For Services \$2,794.00

TIME SUMMARY BY RANK

<u>Timekeeper</u>	<u>Hours Worked</u>	<u>Billed Per Hour</u>	<u>Billed Amount</u>
S. Higgins	1.60	\$510.00	\$816.00
C. Schenk	4.60	\$430.00	\$1,978.00
----- Subtotal for Partner	6.20	\$450.65	\$2,794.00
<u>Total All Classes</u>	6.20	\$450.65	\$2,794.00

*Invoice**Payment Due Upon Receipt*

September 19, 2016

Invoice #3188319

Page 3

U.S. District Court Eastern District of Missouri

For Services	\$2,794.00
Less 15% Discount	-419.10
Amount For Services	2,374.90

TOTAL DUE	\$2,374.90
------------------	-------------------

Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

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

Firm Name: THOMPSON COBURN LLP

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

Billing Attorney: 4260-Claire Schenk

Matter Name: Wehrle, John

Invoice No.: 3188319
Invoice Date: 09/19/16

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:	6.20	\$2,374.90	589.50	\$192,985.16
TOTAL DISBURSEMENTS:		\$0.00		\$1,550.45
TOTAL LEGAL FEES & DISB:		\$2,374.90		\$194,535.61

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		Amount	Amount	Amount	Amount
106	For reproduction charges	\$0.00		\$151.68	
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:		\$0.00		\$1,550.45	

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

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount
<u>Partner</u>					
Higgins, S	510.00	1.60	816.00	244.60	124,746.00
Schenk, C	430.00	4.60	1,978.00	130.30	56,029.00
TOTAL Partner:	450.64	6.20	\$2,794.00	374.90	\$180,775.00
<u>Counsel</u>					
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
<u>Associate</u>					
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:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
Sanocki, K	0.00	0.00	0.00	177.20	39,870.00
TOTAL Associate:	0.00	0.00	\$0.00	201.20	\$46,110.00
<u>Legal Assistant (paralegals and other legal support personnel)</u>					
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
<u>Other</u>					
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:		6.20	\$2,794.00	589.50	\$230,077.00
Less Discount:			-419.10		-37,091.84
TOTAL LEGAL FEES:			\$2,374.90		\$192,985.16

Task Based Billing Summary
Law Firm Invoice

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

Page: 3

ANALYSIS OF FEES BY FUNCTIONS:

		<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
B50-Banruptcy: Creditor or Debtor					
B50.01	Case Administration (incl. strategy/client communications)	0.00	\$0.00	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	0.50	\$215.00	15.40	\$6,622.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	4.80	\$1,681.50
L190	Other Case Assessment, Development and Administration	0.50	\$215.00	32.70	\$12,927.00
TOTAL Case Assessment, Development and Administration:		1.00	\$430.00	53.80	\$21,617.50
L06-Investigation/Discovery/Analysis					
L390	Other Discovery	0.50	\$255.00	1.10	\$513.00

Task Based Billing Summary
Law Firm Invoice

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

Page: 4

ANALYSIS OF FEES BY FUNCTIONS:

		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	0.00	\$0.00	8.20	\$3,137.50
L120	Analysis/Strategy	0.00	\$0.00	0.60	\$135.00
L120	Analysis/Strategy	0.00	\$0.00	5.70	\$1,849.00
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:	0.50	\$255.00	107.20	\$37,616.50
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	1.80	\$774.00	23.60	\$6,981.50
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	0.80	\$368.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.50	\$130.00
	TOTAL Pre-Trial Pleadings and Motions:	1.80	\$774.00	85.10	\$28,342.00
L09-Mediation and Settlement					
L160	Settlement/Non-Binding ADR	2.90	\$1,335.00	237.10	\$105,562.50
	TOTAL Case Assessment, Development and Administration:	2.90	\$1,335.00	237.10	\$105,562.50
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:	6.20	\$2,794.00	589.50	\$230,077.00
	Less Discount		-\$419.10		-37,091.84
	TOTAL LEGAL FEES 54464-140479		\$2,374.90		\$192,985.16



September 19, 2016

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

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



REMITTANCE COPY

PAYMENT DUE UPON RECEIPT
PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3188319

\$2,374.90

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code: USBKUS44IMT
Bank Name: US Bank N.A.
ABA/Routing Number: [REDACTED]
Bank Account Name: Thompson Coburn LLP
Account Number: [REDACTED]

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

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

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



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

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

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

October 25, 2016
Invoice #3195854

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

[REDACTED]

For Legal Services Rendered in Connection With:

Acartha Group Receivership
TC File: 54464 / 102286

Date	Atty	Description	Phase	Task	Hours
09/01/16	K. Kraft	Draft motion for leave, proposed order, and prepare declaration and distribution schedule for filing (Clearbrook Acquisition motion)	B100	B110	0.90
09/01/16	J. Rust	NO CHARGE File motion to file under seal, sealed document, motion for authorization, and memorandum in support of motion and exhibits re: Clearbrook	B300	B310	0.80
09/01/16	J. Rust	Serve investors with copies of the filings and coordinate posting documents to external website and extranet	B300	B310	0.50
09/01/16	C. Schenk	Seek advice of K. Kraft re final form of filing for Clearbrook and authorize same (.2); attention to Librato wire transfers to investors (.3)	B300	B310	0.50
09/02/16	D. Hall	NO CHARGE Manage upload of production files to secured Box account per request of H Weber	B100	B110	0.40
09/02/16	C. Schenk	Attention to Librato distributions	B300	B310	0.10

Invoice



Payment Due Upon Receipt

October 25, 2016
 Invoice #3195854
 Page 2

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
09/02/16	H. Weber	Finalize wire transfers to investors for Evergrid/MIC VII and Librato Acquisition II and communicate with R. Khanverdi at East West Bank re same	B100	B110	0.50
09/06/16	C. Schenk	Preliminary review of USB monthly statements	B100	B110	0.20
09/06/16	C. Schenk	Multiple communications with EWB regarding Librato claims to reconcile amounts and authorize transfer, review bounce backs for follow up	B300	B310	0.50
09/06/16	H. Weber	Communicate with R. Khanverdi at East West bank re wire transfers	B100	B120	0.40
09/06/16	H. Weber	Prepare wire transfers and email same to R. Khanverdi at East West Bank	B100	B120	0.40
09/07/16	C. Schenk	Attention to Librato distributions, communications with EWB, review of numerous wire transfers confirmations	B300	B310	0.40
09/08/16	H. Weber	Compile copies of all outgoing wire emails received from East West Bank and file with wire transfers for file	B100	B120	1.70
09/09/16	J. Rust	Correspond with staff members and C. Schenk re: updates to the website and notification of updates that will be provided to the Court	B300	B310	0.40
09/09/16	J. Rust	Provide additional documents re: website	B300	B310	0.80
09/09/16	C. Schenk	Communications regarding change in format of investor website (.2); review Segue invoice for August (.2); preliminary review of CLA August invoice (.2)	B100	B110	0.60
09/09/16	C. Schenk	Communication with investor re recent distributions	B300	B310	0.20
09/12/16	J. Rust	Call with and correspond with H. Weber re: investor contact information	B300	B310	0.10
09/12/16	C. Schenk	Communication with EWB re transfers	B300	B310	0.10
09/13/16	C. Schenk	Follow up re Segue invoice to confirm credit for last payment (.2); complete review of all bank statements (EWB, PS and USB), review deposits and disbursements in general and against Librato escrow statement (.8)	B100	B110	1.00

Invoice

Payment Due Upon Receipt

October 25, 2016
 Invoice #3195854
 Page 3

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
09/14/16	C. Schenk	Preliminary review of summary of intercompany transfers prepared by CLA and communications with same (.4); review totals compiled from August bank statements (.2)	B100	B110	0.60
09/14/16	C. Schenk	Provide follow up information to investor request (.3); multiple communications with EWB and H. Weber re bounce backs from Librato transfer and disclosures required by transferee bank (.5); review final SRS statement for follow up (.2)	B300	B310	1.00
09/14/16	H. Weber	Communicate with C. Schenk and R. Khanevdi at East West Bank re wire transfers to [REDACTED] and [REDACTED] and email investors re wire transfers	B100	B110	0.80
09/15/16	C. Schenk	Review SRS post closing statement for potential follow up, outline questions regarding same	B300	B310	0.30
09/15/16	H. Weber	Draft/prepare new wire transfer for [REDACTED] and email same to R. Khanverdi at East West Bank	B100	B110	0.30
09/16/16	H. Weber	Communicate with [REDACTED] in Librato Acquisition II	B100	B110	0.30
09/19/16	J. Rust	Research information on investor/claimant and provide same to H. Weber to correspond with investor	B300	B310	0.20
09/19/16	C. Schenk	Follow up re investor request for information as to distribution details	B300	B310	0.10
09/20/16	H. Weber	Prepare spreadsheet of Librato Acquisition II investors for [REDACTED] and send same to [REDACTED] per request	B100	B110	0.60
09/20/16	H. Weber	Communicate with R. Khanverdi at East West Bank re wire transfers and instructions re same	B100	B110	0.20
09/21/16	C. Schenk	Attention to Librato distribution issues	B300	B310	0.10
09/21/16	C. Schenk	Review IRS tax notices for follow up with T. O'Shaughnessy	B200	B210	0.20
09/22/16	C. Schenk	Review IRS notices	B100	B110	0.20

Invoice

Payment Due Upon Receipt

October 25, 2016
 Invoice #3195854
 Page 4

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
09/22/16	C. Schenk	Analyze distribution issues (.4); telephone call to SEC re same (.1); attention to Librato bounceback (.1)	B300	B310	0.60
09/23/16	C. Schenk	Seek advice of K. Kraft re distribution issues (.2); prepare for call with SEC re next steps in distribution process (.4)	B300	B310	0.60
09/23/16	C. Schenk	Review additional IRS notices	B200	B210	0.20
09/26/16	K. Kraft	Review and forward additional materials re previous distribution plans	B100	B110	0.20
09/26/16	J. Pavri	Receivership distribution plan research	B300	B310	3.60
09/26/16	C. Schenk	Prepare for discussions with R. Levenson re plan of distribution, send agenda items to same and seek advice of K. Kraft re distribution issues (.4)	B300	B310	0.40
09/26/16	C. Schenk	Review tax notices/claims from PA re Clearbrook for follow up discussion with T. O'Shaughnessy	B200	B210	0.30
09/27/16	J. Pavri	Receivership distribution plan research	B300	B310	0.20
09/27/16	C. Schenk	Prepare communication to T. O'Shaughnessy regarding potential tax obligation and prepare for call re due to from and related issues	B200	B210	0.20
09/28/16	J. Rust	Conference with C. Schenk re remaining claims and provide additional documentation for C. Schenk to use in making determinations on distribution plan	B300	B310	0.60
09/28/16	C. Schenk	Communications with EWB to authorize transfer to complete Librato transaction (.3); prepare for call with R. Levenson re plan of distribution (.3); review authority and distribution plans to analyze [REDACTED] (.8); telephone conference with R. Levenson, summarize notes for follow up (.9); prepare summary to K. Kraft to seek advice and prepare for session with CLA (.5); seek advice of J. Rust re [REDACTED] summary of same (.2); review and prepare communication to R. Levenson (.2)	B300	B310	3.20

Invoice

Payment Due Upon Receipt

October 25, 2016
Invoice #3195854
Page 5

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
09/28/16	H. Weber	Review email received re [REDACTED] and draft/prepare new wire transfer with updated bank information in preparation to send to R. Khanverdi	B100	B110	0.30
09/29/16	C. Schenk	Review contact from state and seek advice of S. Higgins regarding same	B100	B110	0.20
09/29/16	C. Schenk	Review notices from SRS re additional release of escrow funds	B300	B310	0.30
09/30/16	C. Schenk	Communications with EWB re Librato and potential distributions (.2); communication with K. Kraft re authority for distribution plan (.1)	B300	B310	0.30
Total Hours					26.60
Amount For Services					\$9,021.00
For Cash Outlays:					
For reproduction charges				\$13.52	
Amount For Cash Outlays					\$13.52

Invoice

Payment Due Upon Receipt

October 25, 2016
 Invoice #3195854
 Page 6

U.S. District Court Eastern District of Missouri

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
K. Kraft	1.10	\$350.00	\$385.00
C. Schenk	12.40	\$430.00	\$5,332.00
Subtotal for Partner	13.50	\$423.48	\$5,717.00
J. Rust	3.40	\$295.00	\$1,003.00
Subtotal for Associate	3.40	\$295.00	\$1,003.00
J. Pavri	3.80	\$340.00	\$1,292.00
Subtotal for Law Clerk	3.80	\$340.00	\$1,292.00
H. Weber	5.50	\$170.00	\$935.00
Subtotal for Legal Assistant (paralegals and other legal support personnel)	5.50	\$170.00	\$935.00
D. Hall	0.40	\$185.00	\$74.00
Subtotal for Other	0.40	\$185.00	\$74.00
Total All Classes	26.60	\$339.14	\$9,021.00

For Services	\$9,021.00
Less No Charge Entries	-310.00
Less 15% Discount	-1,306.65

Amount For Services	7,404.35
Amount For Cash Outlays	13.52

TOTAL DUE	\$7,417.87
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Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

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

Firm Name: THOMPSON COBURN LLP

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

Billing Attorney: 4260-Claire Schenk

Matter Name: Acartha Group Receivership

Invoice No.: 3195854
 Invoice Date: 10/25/16

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	THIS BILL		CUMULATIVE TOTALS	
54464-102286	Hours	Amount	Hours	Amount
TOTAL LEGAL FEES:	26.60	\$7,404.35	6,093.70	\$1,684,287.07
TOTAL DISBURSEMENTS:		\$13.52		\$32,919.29
TOTAL LEGAL FEES & DISB:		\$7,417.87		\$1,717,206.36

ANALYSIS OF DISBURSEMENTS:

		THIS BILL		CUMULATIVE TOTALS	
Task Code	Task Description	Amount	Amount	Amount	Amount
102	For postage	\$0.00		\$852.69	
106	For reproduction charges	\$13.52		\$6,424.00	
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		\$103.38	
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:		\$13.52		\$32,919.29	

13010
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	18.30	9,333.00
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	0.00	0.00	0.00	322.80	133,962.00
Kraft, K	350.00	1.10	385.00	991.50	337,288.00
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	171.60	78,078.00
Schenk, C	430.00	12.40	5,332.00	2,223.10	955,933.00
Warfield, D	0.00	0.00	0.00	0.20	102.00
TOTAL Partner:	423.48	13.50	\$5,717.00	4,267.40	\$1,776,363.00
<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	55.90	12,577.50
Hargis, E	0.00	0.00	0.00	3.00	570.00
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	3.40	1,003.00	625.60	166,079.00
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	0.00	0.00	0.00	0.70	210.00
TOTAL Associate:	295.00	3.40	\$1,003.00	991.10	\$253,858.00
<u>Law Clerk</u>					
Khoury, J	0.00	0.00	0.00	56.60	10,471.00
Pavri, J	340.00	3.80	1,292.00	3.80	1,292.00
Smith, C	0.00	0.00	0.00	43.30	10,825.00

13011
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:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
TOTAL Law Clerk:	340.00	3.80	\$1,292.00	103.70	\$22,588.00
<u>Legal Assistant (paralegals and other legal support personnel)</u>					
Bedard, J	0.00	0.00	0.00	2.00	330.00
Brooks, L	0.00	0.00	0.00	26.60	2,926.00
Hearing, R	0.00	0.00	0.00	6.30	661.50
Hundley, E	0.00	0.00	0.00	219.00	40,515.00
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	26.60	5,187.00
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	80.20	9,746.00
Weber, H	170.00	5.50	935.00	206.20	35,054.00
TOTAL Legal Assistant (paralegals and other legal support personnel):	170.00	5.50	\$935.00	645.20	\$107,902.00
<u>Other</u>					
Choi, M	0.00	0.00	0.00	80.20	17,644.00
Hall, D	185.00	0.40	74.00	0.40	74.00
TOTAL Other:	185.00	0.40	\$74.00	80.60	\$17,718.00
Subtotal Legal Fees:		26.60	\$9,021.00	6,090.70	\$2,179,441.50
Less Discount:			-1,616.65		-495,154.43
TOTAL LEGAL FEES:			\$7,404.35		\$1,684,287.07

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	7.30	\$2,173.00	3,258.10	\$1,193,999.10
B120 Asset Analysis and Recovery	2.50	\$425.00	347.20	\$96,386.13
B130 Asset Disposition	0.00	\$0.00	119.40	\$33,272.33
B210 Business Operations	0.90	\$387.00	947.30	\$401,375.00
B220 Employee Benefits/Pensions	0.00	\$0.00	4.50	\$1,791.00
B310 Claims Administration and Objections	15.90	\$6,036.00	1,343.10	\$433,943.94
TOTAL Claims and Plan:	26.60	\$9,021.00	6,019.60	\$2,160,767.50
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:		26.60	\$9,021.00	6,093.70	\$2,179,441.50
Less Discount			\$-1,616.65		-495,154.43
TOTAL LEGAL FEES 54464-102286			\$7,404.35		\$1,684,287.07



October 25, 2016

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

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



REMITTANCE COPY

PAYMENT DUE UPON RECEIPT
PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3195854

\$7,417.87

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code: USBKUS44IMT
Bank Name: US Bank N.A.
ABA/Routing Number: [REDACTED]
Bank Account Name: Thompson Coburn LLP
Account Number: [REDACTED]

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

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

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



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

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

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

October 25, 2016
Invoice #3195855

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

[REDACTED]

For Legal Services Rendered in Connection With:

Morriss Holdings, LLC
TC File: 54464 / 105756

Date	Atty	Description	Phase	Task	Hours
09/01/16	C. Schenk	Communications with R. Lageson re judgment	L100	L190	0.10
09/19/16	C. Schenk	Communications with R. Lageson re collection issues	4000	L190	0.10
09/21/16	S. Higgins	Emails to and from C. Schenk and review order of dismissal	L200	L250	0.30
09/21/16	C. Schenk	Review R. Lageson research, follow up with S. Higgins	L100	L190	0.20
09/22/16	C. Schenk	Telephone conference with G. Greiman and R. Lageson re collection matter (1.0); seek advice of counsel, S. Higgins, regarding same (.6): preliminary review of authority pertaining to collection issues, compare to draft memo regarding same (.9)	L100	L190	2.50
09/28/16	A. Hettinger	Analysis of [REDACTED] requested by C. Schenk	L100	L120	0.40

Total Hours 3.60

Amount For Services \$1,562.00



Invoice

Payment Due Upon Receipt

October 25, 2016
 Invoice #3195855
 Page 2

U.S. District Court Eastern District of Missouri

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
A. Hettinger	0.40	\$405.00	\$162.00
S. Higgins	0.30	\$510.00	\$153.00
C. Schenk	2.90	\$430.00	\$1,247.00
Subtotal for Partner	3.60	\$433.89	\$1,562.00
Total All Classes	3.60	\$433.89	\$1,562.00

For Services	\$1,562.00
Less 15% Discount	-234.30
Amount For Services	1,327.70

TOTAL DUE	\$1,327.70
------------------	-------------------

Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

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

Firm Name: THOMPSON COBURN LLP

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

Billing Attorney: 4260-Claire Schenk

Matter Name: Morriss Holdings, LLC

Invoice No.: 3195855
Invoice Date: 10/25/16

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
	Hours	Amount	Hours	Amount
54464-105756				
TOTAL LEGAL FEES:	3.60	\$1,327.70	149.90	\$45,010.04
TOTAL DISBURSEMENTS:		\$0.00		\$183.92
TOTAL LEGAL FEES & DISB:		\$1,327.70		\$45,193.96

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
			Amount		Amount
106	For reproduction charges		\$0.00		\$183.92
TOTAL DISBURSEMENTS:			\$0.00		\$183.92

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

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount
<u>Partner</u>					
Bartolacci, M	0.00	0.00	0.00	1.40	693.00
Darrough, M	0.00	0.00	0.00	0.40	160.00
Hettinger, A	405.00	0.40	162.00	26.90	10,894.50
Higgins, S	510.00	0.30	153.00	23.90	12,189.00
Kraft, K	0.00	0.00	0.00	2.50	875.00
Schenk, C	430.00	2.90	1,247.00	31.30	13,459.00
TOTAL Partner:	433.88	3.60	\$1,562.00	86.40	\$38,270.50
<u>Associate</u>					
Lamping, B	0.00	0.00	0.00	34.30	8,918.00
Libman, V	0.00	0.00	0.00	12.10	3,267.00
TOTAL Associate:	0.00	0.00	\$0.00	46.40	\$12,185.00
<u>Legal Assistant (paralegals and other legal support personnel)</u>					
Muzzarelli, J	0.00	0.00	0.00	10.10	1,565.50
Weber, H	0.00	0.00	0.00	7.00	1,190.00
TOTAL Legal Assistant (paralegals and other legal support)	0.00	0.00	\$0.00	17.10	\$2,755.50

Task Based Billing Summary
Law Firm Invoice

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

Page: 2

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

	THIS BILL			CUMULATIVE TOTALS	
	Rate	Hours	Amount	Hours	Amount
personnel):					
Subtotal Legal Fees:		3.60	\$1,562.00	149.90	\$53,211.00
Less Discount:			-234.30		-8,200.96
TOTAL LEGAL FEES:			\$1,327.70		\$45,010.04

Task Based Billing Summary
Law Firm Invoice

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

Page: 3

ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
B50-Banruptcy: Creditor or Debtor					
B50.01	Case Administration (incl. strategy/client communications)	0.00	\$0.00	20.50	\$7,624.00
B50.05	Executory contract issues	0.00	\$0.00	0.10	\$43.00
B50.07	Claims and claim litigation	0.00	\$0.00	15.10	\$5,518.50
TOTAL :		0.00	\$0.00	35.70	\$13,185.50
L02-Pre-Suit or Pre-Answer Work					
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$175.00
L120	Analysis/Strategy	0.00	\$0.00	0.40	\$160.00
L120	Analysis/Strategy	0.00	\$0.00	2.30	\$989.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	3.20	\$1,324.00
L03-Initial Investigation and Experts					
L110	Fact Investigation/Development	0.00	\$0.00	1.60	\$477.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	1.50	\$390.00
TOTAL Case Assessment, Development and Administration:		0.00	\$0.00	3.10	\$867.00
L04-Initial Filings					
L210	Pleadings	0.00	\$0.00	18.40	\$5,985.00
L210	Pleadings	0.00	\$0.00	4.00	\$730.00
TOTAL Pre-Trial Pleadings and Motions:		0.00	\$0.00	22.40	\$6,715.00
L05-Ongoing Reporting and Communication					
L190	Other Case Assessment, Development and Administration	2.70	\$1,161.00	12.40	\$5,233.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	0.60	\$258.00
L190	Other Case Assessment, Development and Administration	0.20	\$86.00	10.30	\$4,218.00
TOTAL Case Assessment, Development and Administration:		2.90	\$1,247.00	23.30	\$9,709.00
L06-Investigation/Discovery/Analysis					
L390	Other Discovery	0.00	\$0.00	0.50	\$215.00
L310	Written Discovery	0.00	\$0.00	0.30	\$78.00
L120	Analysis/Strategy	0.00	\$0.00	5.30	\$1,656.00
L120	Analysis/Strategy	0.40	\$162.00	0.90	\$377.00
L120	Analysis/Strategy	0.00	\$0.00	0.50	\$215.00
L120	Analysis/Strategy	0.00	\$0.00	1.70	\$442.00

Task Based Billing Summary
Law Firm Invoice

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

Page: 4

ANALYSIS OF FEES BY FUNCTIONS:

		<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
L140	Document/File Management	0.00	\$0.00	5.10	\$2,601.00
	TOTAL Case Assessment, Development and Administration:	0.40	\$162.00	14.30	\$5,584.00
L07-Motions and Hearings					
L240	Dispositive Motions	0.00	\$0.00	1.50	\$458.00
L250	Other Written Motions and Submissions	0.00	\$0.00	20.90	\$5,653.50
L250	Other Written Motions and Submissions	0.30	\$153.00	1.20	\$596.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.80	\$208.00
	TOTAL Pre-Trial Pleadings and Motions:	0.30	\$153.00	24.40	\$6,915.50
L09-Mediation and Settlement					
L160	Settlement/Non-Binding ADR	0.00	\$0.00	1.60	\$742.00
	TOTAL Case Assessment, Development and Administration:	0.00	\$0.00	1.60	\$742.00
L13-Enforcement of Judgment					
L470	Enforcement	0.00	\$0.00	21.90	\$8,169.00
	TOTAL Trial Preparation and Trial:	0.00	\$0.00	21.90	\$8,169.00
	Subtotal Legal Fees:	3.60	\$1,562.00	149.90	\$53,211.00
	Less Discount		\$-234.30		-8,200.96
	TOTAL LEGAL FEES 54464-105756		\$1,327.70		\$45,010.04



October 25, 2016

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

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



REMITTANCE COPY

PAYMENT DUE UPON RECEIPT
PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3195855

\$1,327.70

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code: USBKUS44IMT
Bank Name: US Bank N.A.
ABA/Routing Number: [REDACTED]
Bank Account Name: Thompson Coburn LLP
Account Number: [REDACTED]

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

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

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


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

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

 October 25, 2016
Invoice #3195856

 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


For Legal Services Rendered in Connection With:

 Wehrle, John
TC File: 54464 / 140479

Date	Atty	Description	Phase	Task	Hours
09/06/16	S. Higgins	Emails and telephone calls to and from C. Schenk and S. Boxerman re amendment and status of settlement	L100	L160	0.50
09/06/16	C. Schenk	Communications with counsel regarding upcoming deadlines in Wehrle matter	L100	L190	0.20
09/08/16	S. Higgins	Telephone call and email to S. Boxerman re payments	L100	L160	0.40
09/14/16	S. Higgins	Numerous emails and telephone calls with C. Schenk and S. Boxerman relative to completion of transfer and settlement with Wehrle	L100	L160	0.50
09/14/16	C. Schenk	Communications with counsel, defendants and bank regarding wire transfer, review confirmation of same	L100	L190	0.30
09/19/16	S. Higgins	Review and revise motions for leave to dismiss and motion to enter consent judgment; emails and telephone calls relative to dismissal and order	L200	L240	1.80
09/19/16	K. Sanocki	Draft and analysis of motion for entry of consent judgment	L100	L160	1.60
09/19/16	K. Sanocki	Draft and analysis of motion for leave to voluntarily dismiss claims against Gryphon II and Cirqit with prejudice	L100	L160	1.70

Invoice

 Exhibit
D-11

Payment Due Upon Receipt

October 25, 2016
 Invoice #3195856
 Page 2

U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
09/19/16	C. Schenk	Multiple communications with S. Higgins re entry of consent judgement and finalization of settlement terms, review letter for execution	L100	L190	0.30
09/20/16	K. Sanocki	Telephone call with Judge Sippel's clerk re filing of proposed consent judgment	L100	L190	0.10
09/22/16	S. Higgins	Emails with C. Schenk and A. Hettinger	L100	L160	0.30
09/30/16	S. Higgins	Review letter from Secretary of State	L100	L160	0.20
Total Hours					7.90
Amount For Services					\$2,996.00
For Cash Outlays:					
For reproduction charges				\$3.12	
Amount For Cash Outlays					\$3.12

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
S. Higgins	3.70	\$510.00	\$1,887.00
C. Schenk	0.80	\$430.00	\$344.00
Subtotal for Partner	4.50	\$495.78	\$2,231.00
K. Sanocki	3.40	\$225.00	\$765.00
Subtotal for Associate	3.40	\$225.00	\$765.00
Total All Classes	7.90	\$379.24	\$2,996.00

For Services	\$2,996.00
Less 15% Discount	-449.40
Amount For Services	2,546.60
Amount For Cash Outlays	3.12

TOTAL DUE	\$2,549.72
------------------	-------------------

Invoice

Payment Due Upon Receipt

Task Based Billing Summary
Law Firm Invoice

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

Firm Name: THOMPSON COBURN LLP

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

Billing Attorney: 4260-Claire Schenk

Matter Name: Wehrle, John

Invoice No.: 3195856
Invoice Date: 10/25/16

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:	7.90	\$2,546.60	597.40	\$195,531.76
TOTAL DISBURSEMENTS:		<u>\$3.12</u>		<u>\$1,553.57</u>
TOTAL LEGAL FEES & DISB:		\$2,549.72		\$197,085.33

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		Amount	Amount	Amount	Amount
106	For reproduction charges	\$3.12		\$154.80	
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:		\$3.12		\$1,553.57	

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

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	Rate	Hours	Amount	Hours	Amount
<u>Partner</u>					
Higgins, S	510.00	3.70	1,887.00	248.30	126,633.00
Schenk, C	430.00	0.80	344.00	131.10	56,373.00
TOTAL Partner:	495.77	4.50	\$2,231.00	379.40	\$183,006.00
<u>Counsel</u>					
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
<u>Associate</u>					
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:

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
Sanocki, K	225.00	3.40	765.00	180.60	40,635.00
TOTAL Associate:	225.00	3.40	\$765.00	204.60	\$46,875.00
<u>Legal Assistant (paralegals and other legal support personnel)</u>					
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
<u>Other</u>					
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:		7.90	\$2,996.00	597.40	\$233,073.00
Less Discount:			-449.40		-37,541.24
TOTAL LEGAL FEES:			\$2,546.60		\$195,531.76

Task Based Billing Summary
Law Firm Invoice

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

Page: 3

ANALYSIS OF FEES BY FUNCTIONS:

		<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
B50-Banruptcy: Creditor or Debtor					
B50.01	Case Administration (incl. strategy/client communications)	0.00	\$0.00	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	0.50	\$215.00	15.90	\$6,837.00
L190	Other Case Assessment, Development and Administration	0.00	\$0.00	4.80	\$1,681.50
L190	Other Case Assessment, Development and Administration	0.40	\$151.50	33.10	\$13,078.50
TOTAL Case Assessment, Development and Administration:		0.90	\$366.50	54.70	\$21,984.00
L06-Investigation/Discovery/Analysis					
L390	Other Discovery	0.00	\$0.00	1.10	\$513.00

Task Based Billing Summary
Law Firm Invoice

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

Page: 4

ANALYSIS OF FEES BY FUNCTIONS:

		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	0.00	\$0.00	8.20	\$3,137.50
L120	Analysis/Strategy	0.00	\$0.00	0.60	\$135.00
L120	Analysis/Strategy	0.00	\$0.00	5.70	\$1,849.00
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	107.20	\$37,616.50
L07-Motions and Hearings					
L240	Dispositive Motions	1.80	\$918.00	22.00	\$10,842.50
L240	Dispositive Motions	0.00	\$0.00	30.90	\$6,952.50
L250	Other Written Motions and Submissions	0.00	\$0.00	23.60	\$6,981.50
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	0.80	\$368.00
L250	Other Written Motions and Submissions	0.00	\$0.00	0.50	\$130.00
TOTAL Pre-Trial Pleadings and Motions:		1.80	\$918.00	86.90	\$29,260.00
L09-Mediation and Settlement					
L160	Settlement/Non-Binding ADR	5.20	\$1,711.50	242.30	\$107,274.00
TOTAL Case Assessment, Development and Administration:		5.20	\$1,711.50	242.30	\$107,274.00
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:		7.90	\$2,996.00	597.40	\$233,073.00
Less Discount			\$-449.40		-37,541.24
TOTAL LEGAL FEES 54464-140479			\$2,546.60		\$195,531.76



October 25, 2016

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

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



REMITTANCE COPY

PAYMENT DUE UPON RECEIPT
PLEASE REFERENCE INVOICE NUMBER WITH YOUR PAYMENT

Invoice # 3195856

\$2,549.72

Please remit this copy with your check to:

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

Wire Transfer Instructions:

Swift Code: USBKUS44IMT
Bank Name: US Bank N.A.
ABA/Routing Number: [REDACTED]
Bank Account Name: Thompson Coburn LLP
Account Number: [REDACTED]

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

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

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



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-20160811-594
Date 08/11/2016
Due Date 08/11/2016

INVOICE

Item	Description	Price/Unit	Qty	Price
Luke McGowan	Accounting/Auditing	\$81.00	6.25	\$506.25
Michelle Murray, Managing Director	Tax Issues/Busn Analysis	\$233.75	1.42	\$331.93
Subtotal				\$838.18
Tax 0%				\$0.00
Total				\$838.18
Outstanding Balance				\$14,409.57
Grand Total				\$15,247.75
Payment Since Last Billing				\$ 0.00

Thank you for your business. Created using the [Paymo.biz](#) time tracking and invoicing application. July 2016 Hours.



Acartha

Created by Ann Cicciarelli



Projects for client Acartha Group Receivership
 Users Ann Cicciarelli, Michelle Murray, Managing Director, Lisa McDonald, Jack Rea, Luke McGowan, Jordan Tierney, Shanell Ceasar, Christina Naumann
 Time interval 06/30/2016 — 07/31/2016

Total 7 hrs 40 min

Acartha Group Receivership 7 hrs 40 min

Luke McGowan 6 hrs 15 min

Acartha Group CL 6 hrs 15 min

Default Task List 6 hrs 15 min

Accounting/Auditing 6 hrs 15 min

Activities related to maintaining and auditing books of account, preparation of financial statements and account analysis.

07/08/2016 10:30 am — 11:30 am 1 hrs

Reviewing emails and back up documentation sent by Carla for April, May, and June 2016. Preparing to create Q2 SFAR.

07/20/2016 09:00 am — 10:00 am 1 hrs

Updating Acartha bank account balances worksheet with April 2016 activity for entities and accounts. Reconciling activity to April 30, 2016 balances. Preparing for Q2 2016 SFAR.

07/20/2016 10:00 am — 11:00 am 1 hrs

Updating Acartha bank account balances worksheet with May 2016 activity for entities and accounts. Reconciling activity to May 31, 2016 balances. Preparing for Q2 2016 SFAR.

07/20/2016 04:00 pm — 05:15 pm 1 hrs 15 min

Updating Acartha bank account balances worksheet with June 2016 activity for entities and accounts. Reconciling activity to June 30, 2016 balances. Preparing for Q2 2016 SFAR.

07/22/2016 03:30 pm — 05:30 pm 2 hrs

Researching checks paid out of entities via online banking for specific vendor information and purpose of payment. Correspondence with Karla regarding East West Bank checks that I am not able to view online. Updating bank account balance spreadsheet with payment information once obtained. Reviewing most recent Receivership Fee Application and recording submitted invoices in pending expenses tab of bank account balance spreadsheet. Preparing Q22016 SFAR for all entities and uploaded for review.

Michelle Murray, Managing Director 1 hrs 25 min

Acartha Group CL 1 hrs 25 min

Default Task List 1 hrs 25 min

Business Analysis 1 hrs 25 min

Preparation and review of company business plan; development and review of strategies; preparation and review of cash flow forecasts and feasibility studies

07/21/2016 02:10 pm — 03:35 pm

1 hrs 25 min

Review BOD materials for Tervela and correspond with Claire re: same.

Total

7 hrs 40 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-20160906-628
Date 09/06/2016
Due Date 09/06/2016

INVOICE

Item	Description	Price/Unit	Qty	Price
Michelle Murray, Managing Director	Tax Issues/Busn Analysis	\$233.75	0.33	\$77.14
Subtotal				\$77.14
Tax 0%				\$0.00
Total				\$77.14
Outstanding Balance				\$14,012.51
Grand Total				\$ 14,089.65
Payment since Last Billing				\$ 1,235.24

Thank you for your business. Created using the [Paymo.biz](#) time tracking and invoicing application. August 2016 Hours.



Acartha

Created by Ann Cicciarelli



Projects for client Acartha Group Receivership
Users Ann Cicciarelli, Michelle Murray, Managing Director, Lisa McDonald, Luke McGowan, Jordan Tierney
Time interval 07/31/2016 — 08/31/2016

Total	20 min
Acartha Group Receivership	20 min
Michelle Murray, Managing Director	20 min
Accounting/Auditing	20 min
Activities related to maintaining and auditing books of account, preparation of financial statements and account analysis.	
08/04/2016 02:45 pm — 03:05 pm	20 min
Update formatting on SFAR and re-send to Karla.	
Total	20 min

Direct Billing Inquiries to:



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

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

schenk@thompsoncoburn.com

Account Number [REDACTED]
Invoice Date 8/1/2016
Invoice # 1326791

Invoice Total \$11,637.00

We Appreciate Your Business and Referrals

Payment is due upon receipt.

Please detach and remit payment to the address below.

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



Amount Remitted \$ _____
Account Number [REDACTED]
Invoice Number 1326791

**Acartha Receivership
Attachment to Invoice #1326791**

<u>Entity</u>	Previous Billings for Prep of 2015 Tax Returns	July 2016 Invoice #1326791			Total Now Billed to Date 2015	Additional Services Approved by Receiver		
	<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	577.50	10.95	2,304.00		2,304.00	2,881.50		
Acartha Merchant Partners, LLC	52.50	2.20	564.00		564.00	616.50		
Acartha Special Situations Funding, LLC								
Acartha Specialty Finance Investment, LLC								
Acartha Technology Partners, L.P.	577.50	4.00	792.50		792.50	1,370.00		
Clearbrook Acquisition, LLC	1,067.50	4.20	1,114.00		1,114.00	2,181.50		
Evergrid Acquisition, LLC	52.50	2.20	564.00		564.00	616.50		
Evergrid MIC VII, LLC	52.50	2.20	564.00		564.00	616.50		
Gryphon Investments III, LLC	35.00	3.20	839.00		839.00	874.00	0.50	137.50
Integrien Acquisiton Capital II, LLC						-		
Integrien Acqusition II, LLC						-		
Integrien Acquisition, LLC	52.50	1.70	426.50		426.50	479.00		
Librato Acquisition II, LLC	17.50	3.90	990.50		990.50	1,008.00		
MIC VII, LLC	157.50	4.25	1,015.00		1,015.00	1,172.50		
Morriss Admin d/b/a Acartha Group Funding		3.20	634.00		634.00	634.00		-
Tervela Acquisiton II, LLC	52.50	2.20	564.00		564.00	616.50		-
Tervela Acquisiton III, LLC	17.50	1.70	426.50		426.50	444.00		-
Tervela Acquisition, LLC	140.00	2.70	701.50		701.50	841.50		
Total - Tax Preparation of 2015 Tax Returns	2,852.50	48.60	11,499.50	-	11,499.50	14,352.00	0.50	137.50
Additional Services Approved by Receiver Expenses			137.50		137.50			
			-		-			
Total Fees & Expenses**			11,637.00		11,637.00			

**** 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; 1/20/15 and 4/13/16

Acartha Group Receivership - Tax

Dated 8/1/16

<u>Date</u>	<u>Name</u>	<u>Task Code</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	<u>Detail</u>
Acartha Group, LLC - 2015						
7/11/16	Wunsch	Preparation	2.25	70.00	157.50	Prepare business return.
7/6/16	Wunsch	Preparation	1.00	70.00	70.00	Prepare business return.
7/22/16	O'Shaughnessy	Review	2.50	275.00	687.50	Review of 2015 tax returns.
7/25/16	Presley	Administration (Tax)	0.20	70.00	14.00	Process 2015 return for filing.
7/26/16	O'Shaughnessy	Review	2.00	275.00	550.00	Various tax return issues, finalize with Claire.
7/28/16	O'Shaughnessy	Review	3.00	275.00	825.00	Email K-1's to all Partners.
Acartha Group, LLC - Total			<u>10.95</u>		<u>2,304.00</u>	
Acartha Merchant Partners, LLC - 2015						
7/22/16	O'Shaughnessy	Review	2.00	275.00	550.00	Review of 2015 tax returns.
7/22/16	Presley	Administration (Tax)	0.20	70.00	14.00	Process 2015 return for filing.
Acartha Merchant Partners, LLC - 2015 Total			<u>2.20</u>		<u>564.00</u>	
Acartha Technology Partners, L.P.						
7/21/16	O'Shaughnessy	Review	2.50	275.00	687.50	Review of 2015 tax returns.
7/21/16	Rich	Administration (Tax)	1.50	70.00	105.00	Process 2015 return for filing.
Acartha Technology Partners, L.P. - Total			<u>4.00</u>		<u>792.50</u>	
Clearbrook Acquisition, LLC - 2015						
7/14/16	O'Shaughnessy	Review	2.50	275.00	687.50	Review of 2015 tax returns.
7/18/16	Rich	Administration (Tax)	0.20	70.00	14.00	Process 2015 returns for filing.
7/19/16	O'Shaughnessy	Review	1.50	275.00	412.50	Review of 2015 Tax Returns.
Clearbrook Acquisition, LLC - 2015 Total			<u>4.20</u>		<u>1,114.00</u>	
Evergrid Acquisition, LLC - 2015						
7/11/16	O'Shaughnessy	Review	2.00	275.00	550.00	Review of 2015 tax returns.
7/11/16	Rich	Administration (Tax)	0.20	70.00	14.00	Process 2015 return for filing.
Evergrid Acquisition, LLC - 2015 Total			<u>2.20</u>		<u>564.00</u>	
Evergrid MIC VII, LLC - 2015						
7/11/16	O'Shaughnessy	Review	2.00	275.00	550.00	Review of 2015 tax return.
7/11/16	Rich	Administration (Tax)	0.20	70.00	14.00	Process 2015 return for filing.
Evergrid MIC VII, LLC - 2015 Total			<u>2.20</u>		<u>564.00</u>	
Gryphon Investment III, LLC - 2015						
7/11/16	O'Shaughnessy	Review	1.50	275.00	412.50	Review of 2015 tax return.
7/13/16	O'Shaughnessy	Review	1.50	275.00	412.50	Review of 2015 tax return.

Client: XXXXXXXXXX Attachment to Invoice 1326791

Acartha Group Receivership - Tax

Dated 8/1/16

7/14/16	Rich	Administration (Tax)	0.20	70.00	14.00	Process 2015 return for filing.
Gryphon Investments III, LLC - 2015 Total			<u>3.20</u>		<u>839.00</u>	
Integrien Acquisition, LLC - 2015						
7/7/16	O'Shaughnessy	Review	1.50	275.00	412.50	Review of 2015 tax return.
7/7/16	Rich	Administration	0.20	70.00	14.00	Process 2015 return for filing.
Integrien Acquisition, LLC - 2015 Total			<u>1.70</u>		<u>426.50</u>	
Librato Acquisition II, LLC - 2015						
7/5/16	O'Shaughnessy	Review	0.50	275.00	137.50	Review of sales transaction and email correspondence with Claire related to additional information needed.
7/7/16	Hesse	Complex Review	0.25	275.00	68.75	Timing of loss recognition when portion is received in subsequent year. Discuss with Tim.
7/7/16	O'Shaughnessy	Review	2.00	275.00	550.00	2015 tax return review.
7/12/16	Hesse	Complex Review	0.75	275.00	206.25	Review settlement document. Discuss issue of character of income, deductibility of legal fees as miscellaneous itemized deduction. Question whether there is basis recovery. Determine settlement is receipt against intercompany receivable and not income.
7/21/16	Rich	Administration (Tax)	0.40	70.00	28.00	Process 2015 return for filing.
Librato Acquisition II, LLC - 2015 Total			<u>3.90</u>		<u>990.50</u>	
MIC VII, LLC						
7/11/16	O'Shaughnessy	Review	1.00	275.00	275.00	Review of 2015 tax return.
7/21/16	O'Shaughnessy	Review	2.50	275.00	687.50	Review of 2015 tax return.
7/21/16	Rich	Administration (Tax)	0.75	70.00	52.50	Process 2015 return for filing.
MIC VII, LLC Total			<u>4.25</u>		<u>1,015.00</u>	
Morriss Admin d/b/a Acartha Group Funding						
7/1/16	Wunsch	Preparation	1.00	70.00	70.00	Prepare business return.
7/22/16	O'Shaughnessy	Review	2.00	275.00	550.00	Review of 2015 tax return.
7/22/16	Presley	Administration	0.20	70.00	14.00	Process 2015 return for filing.
Morriss Admin d/b/a Acartha Group Funding - 2015 Total			<u>3.20</u>		<u>634.00</u>	
Tervela Acquisition II, LLC - 2015						
7/7/16	O'Shaughnessy	Tax Planning	2.00	275.00	550.00	Review of 2015 tax return.
7/7/16	Rich	Administration (Tax)	0.20	70.00	14.00	Process 2015 return for filing.
Tervela Acquisition II, LLC - 2015 Total			<u>2.20</u>		<u>564.00</u>	

Acartha Group Receivership - Tax

Dated 8/1/16

Tervela Acquisition III, LLC - 2015

7/7/16	O'Shaughnessy	Tax Planning	1.50	275.00	412.50	Review of 2015 tax return.
7/7/16	Rich	Administration (Tax)	0.20	70.00	14.00	Process 2015 return for filing.

Tervela Acquisition III, LLC - 2015 Total	<u><u>1.70</u></u>	<u><u>426.50</u></u>
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Tervela Acquisition, LLC - 2015

7/5/16	O'Shaughnessy	Review	2.00	275.00	550.00	Review of 2015 tax return.
7/7/16	O'Shaughnessy	Review	0.50	275.00	137.50	Finalize review of tax return.
7/7/16	Rich	Administration (Tax)	0.20	70.00	14.00	Process 2015 return for filing.

Tervela Acquisition, LLC - 2015 Total	<u><u>2.70</u></u>	<u><u>701.50</u></u>
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Total Fees for Tax Preparation	<u><u>48.60</u></u>	<u><u>11,499.50</u></u>
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Additional Services Outside of Tax Preparation - approved by Receiver

Gryphon Investments III, LLC Out of Scope

7/11/16	O'Shaughnessy	Tax issues	0.50	275.00	137.50	Research related to taxability of settlement proceeds received in 2015.
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Total Gryphon Investments III, LLC Out of Scope Total	<u><u>0.50</u></u>	<u><u>137.50</u></u>
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Total Additional Services	<u><u>0.50</u></u>	<u><u>137.50</u></u>
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Total Fees for Tax Preparation	48.60	11,499.50
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Total Additional Services	0.50	137.50
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Total Expenses		-
None		

GRAND TOTAL:	<u><u>49.10</u></u>	<u><u>11,637.00</u></u>
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Direct Billing Inquiries to:



CliftonLarsonAllen LLP
4250 N. 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 [REDACTED]
Invoice Date 9/9/2016
Invoice # 1344990

Invoice Total \$2,662.25

We Appreciate Your Business and Referrals

Payment is due upon receipt.

Please detach and remit payment to the address below.

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



Amount Remitted \$ _____
Account Number [REDACTED]
Invoice Number 1344990

**Acartha Receivership
Attachment to Invoice #1344990**

Entity	Previous Billings for Prep of 2015 Tax Returns	August 2016 Invoice #1344990			Total Now Billed to Date 2015	Additional Services Approved by Receiver		
	Tax Prep: Billed	Hours	Actual	Amount Exceeds flat fee of \$3,000 (1)	Billed	Tax Prep: Billed (1)	Hours	Billed (2)
Acartha Group LLC	2,881.50	2.25	618.75	500.25	118.50	3,000.00		
Acartha Merchant Partners, LLC	616.50	0.25	68.75		68.75	685.25		
Acartha Special Situations Funding, LLC								
Acartha Specialty Finance Investment, LLC								
Acartha Technology Partners, L.P.	1,370.00	0.25	68.75		68.75	1,438.75		
Clearbrook Acquisition, LLC	2,181.50	0.25	68.75		68.75	2,250.25	5.30	1,457.50
Evergrid Acquisition, LLC	616.50	0.25	68.75		68.75	685.25		
Evergrid MIC VII, LLC	616.50	0.25	68.75		68.75	685.25		
Gryphon Investments III, LLC	874.00	0.25	68.75		68.75	942.75		
Integrien Acquisiton Capital II, LLC	-	-	-		-	-		
Integrien Acquisition II, LLC	-	-	-		-	-		
Integrien Acquisition, LLC	479.00	0.25	68.75		68.75	547.75		
Librato Acquisition II, LLC	1,008.00	0.25	68.75		68.75	1,076.75	0.70	192.50
MIC VII, LLC	1,172.50	0.25	68.75		68.75	1,241.25		
Morriss Admin d/b/a Acartha Group Funding	634.00	0.25	68.75		68.75	702.75		-
Tervela Acquisiton II, LLC	616.50	0.25	68.75		68.75	685.25		-
Tervela Acquisiton III, LLC	444.00	0.25	68.75		68.75	512.75		-
Tervela Acquisition, LLC	841.50	0.25	68.75		68.75	910.25		
Total - Tax Preparation of 2015 Tax Returns	14,352.00	5.50	1,512.50	500.25	1,012.25	15,364.25	6.00	1,650.00
Additional Services Approved by Receiver Expenses			1,650.00		1,650.00			
Total Fees & Expenses**			3,162.50		2,662.25			

** 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; 1/20/15 and 4/13/16

Acartha Group Receivership - Tax

Dated 9/9/16

<u>Date</u>	<u>Name</u>	<u>Task Code</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	<u>Detail</u>
Acartha Group, LLC - 2015						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and Sign Returns.
8/9/16	O'Shaughnessy	Review	0.80	275.00	220.00	Deliver returns to Claire and obtain signatures.
8/17/16	O'Shaughnessy	Tax Planning	0.20	275.00	55.00	Email K-1's to [REDACTED].
8/25/16	O'Shaughnessy	Review	1.00	275.00	275.00	Upload disclaimer statements in tax software.
Acartha Group, LLC - Total			<u>2.25</u>		<u>618.75</u>	
					<u>-500.25</u>	<i>Discount - amount over \$3,000 fixed fee</i>
Acartha Group, LLC - Adjusted Total			<u>2.25</u>		<u>118.50</u>	
Acartha Merchant Partners, LLC - 2015						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and sign returns.
Acartha Merchant Partners, LLC - 2015 Total			<u>0.25</u>		<u>68.75</u>	
Acartha Technology Partners, L.P.						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and sign returns.
Acartha Technology Partners, L.P. - Total			<u>0.25</u>		<u>68.75</u>	
Clearbrook Acquisition, LLC - 2015						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and sign returns.
Clearbrook Acquisition, LLC - 2015 Total			<u>0.25</u>		<u>68.75</u>	
Evergrid Acquisition, LLC - 2015						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and sign returns.
Evergrid Acquisition, LLC - 2015 Total			<u>0.25</u>		<u>68.75</u>	
Evergrid MIC VII, LLC - 2015						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and sign returns.
Evergrid MIC VII, LLC - 2015 Total			<u>0.25</u>		<u>68.75</u>	
Gryphon Investment III, LLC - 2015						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and sign returns.
Gryphon Investments III, LLC - 2015 Total			<u>0.25</u>		<u>68.75</u>	
Integrien Acquisition, LLC - 2015						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and sign returns.
Integrien Acquisition, LLC - 2015 Total			<u>0.25</u>		<u>68.75</u>	

Client: [REDACTED] **Attachment to Invoice 1344990**
Acartha Group Receivership - Tax **Dated 9/9/16**

Librato Acquisition II, LLC - 2015						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and sign returns.
Librato Acquisition II, LLC - 2015 Total			<u>0.25</u>		<u>68.75</u>	
MIC VII, LLC						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and sign returns.
MIC VII, LLC Total			<u>0.25</u>		<u>68.75</u>	
Morriss Admin d/b/a Acartha Group Funding						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and sign returns.
Morriss Admin d/b/a Acartha Group Funding - 2015 Total			<u>0.25</u>		<u>68.75</u>	
Tervela Acquisition II, LLC - 2015						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and sign returns.
Tervela Acquisition II, LLC - 2015 Total			<u>0.25</u>		<u>68.75</u>	
Tervela Acquisition III, LLC - 2015						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and sign returns.
Tervela Acquisition III, LLC - 2015 Total			<u>0.25</u>		<u>68.75</u>	
Tervela Acquisition, LLC - 2015						
8/8/16	O'Shaughnessy	Review	0.25	275.00	68.75	Flip and sign returns.
Tervela Acquisition, LLC - 2015 Total			<u>0.25</u>		<u>68.75</u>	
Total Fees for Tax Preparation			<u>5.50</u>		<u>1,012.25</u>	

Additional Services Outside of Tax Preparation - approved by Receiver

Clearbrook Acquisition, LLC Out of Scope						
8/17/16	O'Shaughnessy	Tax issues	2.00	275.00	550.00	Update distribution calculation
8/20/16	O'Shaughnessy	Tax issues	1.50	275.00	412.50	Review of Clearbrook declaration, Claire's emails, and adjustments to distribution analysis.
8/22/16	O'Shaughnessy	Tax issues	1.80	275.00	495.00	Meeting with Claire and Kathleen related to Clearbrook, wind up issues, and follow up.
Clearbrook Acquisition, LLC Out of Scope Total			<u>5.30</u>		<u>1,457.50</u>	
Librato Acquisition II, LLC Out of Scope						
8/10/16	O'Shaughnessy	Tax issues	0.70	275.00	192.50	Discuss final tax returns and final distribution calculations with Claire.

Client: [REDACTED] **Attachment to Invoice 1344990**
Acartha Group Receivership - Tax **Dated 9/9/16**

<i>Librato Acquisition II, LLC</i> Out of Scope Total	<u>0.70</u>	<u>192.50</u>
Total Additional Services	<u>6.00</u>	<u>1,650.00</u>
Total Fees for Tax Preparation	5.50	1,012.25
Total Additional Services	6.00	1,650.00
Total Expenses		-
None		
GRAND	<u> </u>	<u> </u>
TOTAL:	<u>11.50</u>	<u>2,662.25</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 NINETEENTH 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 Nineteenth Interim Application for Allowance and Payment of Expenses Incurred by the Receiver, Counsel, and Other Professionals* (the “Nineteenth 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 November 7, 2016. The Receiver submitted the Nineteenth 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 eighteen 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 Nineteenth Application, the Receiver

seeks a total award of \$71,923.64, consisting of: (a) \$56,709.07 in legal fees and costs for Thompson Coburn LLP, the Receiver's primary counsel; (b) \$915.32 in professional fees for Segue Partners, LLC, the Receiver's investment fund manager; and (c) \$14,299.25 in professional fees 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 \$57,548.02, 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 Nineteenth Application and supporting documentation and concludes that the requested fees and costs are reasonable and appropriate.

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

THE COURT DOES HEREBY ORDER THAT

1. The Receiver's Nineteenth 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) \$45,330.84 in legal fees and \$45.52 in costs for Thompson Coburn LLP, the Receiver's primary counsel;
- (b) \$732.26 in professional fees for Segue Partners, LLC, the Receiver's investment fund manager; and
- (c) \$11,439.40 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 Partners, 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.

The Receiver's *Sixteenth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period of October 1, 2015 through December 31, 2015, was approved by the Court on May 5, 2016 (Docket No. 457), and payments were made as follows: (1) \$79,831.65 in legal fees and \$515.10 in costs for Thompson Coburn; (2) \$1,361.75 in professional fees for Segue; and (3) \$7,736.00 in professional fees for CLA.

The Receiver's *Seventeenth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period of January 1, 2016 through March 31, 2016, was approved by the Court on June 9, 2016 (Docket No. 471), and payments were made as follows: (1) \$43,297.98 in legal fees and \$38.76 in costs for Thompson Coburn; (2) \$4,172.32 in professional fees for Segue; and (3) \$1,696.00 in professional fees and \$26.96 in costs for CLA.

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).

The Receiver's *Eighteenth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals*, covering the period of April 1, 2016 through June 30, 2016, was approved by the Court on August 26, 2016 (Docket No. 485)², and payments were made as follows: (1) \$44,152.05 in legal fees and \$88.82 in costs for Thompson Coburn; (2) \$1,235.24 in professional fees for Segue; and (3) \$3,922.00 in professional fees and \$139.00 in costs for CLA.

² The Court originally approved the *Eighteenth Interim Application for Allowance and Payment of Fees and Expenses Incurred by the Receiver, Counsel and Other Professionals* on August 24, 2016 (Dkt. No. 482). Following a motion to amend/correct the order, the court vacated the August 24, 2016 order and amended it on August 26, 2016.