

THOMPSON COBURN LLP

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

ACH Instructions:
 Account Name: Thompson Coburn LLP
 Bank: U.S. Bank
 ABA/Routing Number: 021052053
 Account Number: 25657335
 Please reference invoice number(s).

July 10, 2012
 Invoice #2479166

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

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

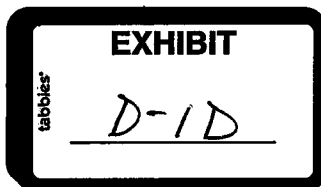
EIN 43-0666662

For Legal Services Rendered in Connection With:

Goodman Lawsuit
 TC File: 54464 / 104425

Date	Atty	Description	Phase	Task	Hours
05/01/12	M. Darrough	Prepare notification and demand letter to Federal Insurance	L100	L120	0.90
05/01/12	S. Higgins	Review memorandum and emails [REDACTED]	L100	L110	0.50
05/01/12	C. Schenk	Review summary memorandum prepared by S. Higgins and B. Lamping re document review, communications with S. Higgins re [REDACTED] and other details relating to [REDACTED] prepare summary communication to DOJ and SEC of Receiver [REDACTED] and conditions pertaining thereto	L100	L110	2.80
05/02/12	C. Schenk	Telephone conference with SEC re status of privilege and document issues (.2); discuss document and discovery issues with S. Higgins and discuss next steps (.3)	L100	L190	0.50
05/03/12	M. Darrough	Revise letter to Chubb re defense costs	L100	L120	0.60
05/03/12	S. Higgins	Prepare preliminary inventory of documents obtained by receiver and memorandum relating thereto	L100	L190	2.40

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
05/03/12	S. Higgins	Meet with M. Choi and H. Weber re documents and ESI	L100	L120	0.60
05/03/12	S. Higgins	Email to A. Schwartz re document issues	L100	L120	0.10
05/03/12	H. Weber	Meet with S. Higgins and M. Choi re master inventory of electronic and hard copy documents pulled from Acartha offices in preparation for telephone call with the SEC	L100	L190	1.00
05/03/12	H. Weber	Review indices created from hard copy documents pulled from Acartha offices and highlighted any potential privilege materials per S. Higgins request and email same to S. Higgins	L100	L190	0.80
05/04/12	M. Darrough	Review S. Higgins revisions to demand to Chubb	L100	L120	0.20
05/04/12	S. Higgins	Telephone conference with A. Schwartz relative to document production issues	L100	L190	1.50
05/04/12	S. Higgins	Finalize inventory and analysis relative to document management and storage	L100	L190	1.50
05/04/12	S. Higgins	Meet with M. Choi re documents and ESI	L100	L120	0.30
05/04/12	B. Lamping	Meet with S. Higgins and M. Choi re document production	L100	L120	0.70
05/04/12	C. Schenk	Telephone conference with S. Higgins and A. Schwartz to discuss status of document production and related issues	L100	L190	1.40
05/04/12	H. Weber	Review indices created from hard copy documents pulled from Acartha offices and highlight any potential privilege materials per S. Higgins request and email same to S. Higgins	L300	L320	1.00
05/07/12	M. Darrough	Work on submission of defense costs to Chubb for satisfaction	L100	L120	0.50
05/07/12	S. Higgins	Review and revise claim letter for D and O coverage	L100	L120	1.10
05/07/12	S. Higgins	Telephone conference with A. Schwartz and SEC	L100	L190	0.50
05/07/12	S. Higgins	Review second document request to Morriss Holdings	L300	L320	0.10
05/07/12	B. Lamping	Review filings, and meet with M. Choi re document production	L300	L320	0.80

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
05/07/12	C. Schenk	Communications with S. Higgins and SEC re information sought from A. Patel	L100	L190	0.30
05/08/12	S. Higgins	Exchange emails and telephone calls with C. Schenk and R. Zito relative to A. Patel production of documents	L300	L320	0.50
05/08/12	S. Higgins	Coordinate document production between SEC and TC	L300	L320	0.40
05/08/12	S. Higgins	Review Rule 26 disclosures from Morriss Holdings	L300	L390	0.30
05/08/12	S. Higgins	Review documents and coordinate with M. Choi relative to memorandum between B.D. Morriss and A. Patel	L300	L320	0.40
05/08/12	S. Higgins	Review other memoranda between B.D. Morriss and A. Patel	L300	L320	0.30
05/08/12	S. Higgins	Coordinate presentation of claim letter to D and O carrier	L100	L120	0.30
05/08/12	C. Kelly	Review order relating to use of insurance proceeds and forward to Chapter 7 trustee	L100	L120	0.40
05/08/12	C. Schenk	Review decision re D and O policy and discuss follow up with S. Higgins and M. Darrough, review Chubb letter	L100	L120	0.60
05/08/12	C. Schenk	Attention to details pertaining to documents, including those sought from R. Zito, discuss potential bid from vendor to adapt data, discuss same with S. Higgins, M. Choi and A. Schwartz	L100	L110	0.50
05/09/12	M. Darrough	Work on coverage assessment re claims and submission to carrier	L100	L120	0.80
05/09/12	S. Higgins	Work with M. Choi on document formatting and production issues including memorandum relative to methods of production and filtering	L300	L390	2.30
05/09/12	C. Schenk	Attention to document issues, review of M. Choi summary memorandum and communications with S. Higgins re same	L100	L110	0.20
05/09/12	C. Schenk	Telephone conference with M. Darrough to discuss recent filings in SEC litigation, follow up meeting with M. Darrough and S. Higgins re policy issues	L100	L120	0.90
05/09/12	C. Schenk	Review updated filings, C. Hanaway motion and D. Corwin filing	L100	L120	0.20

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
05/10/12	M. Darrough	Prepare letter and reviewed bills to Chubb	L100	L120	0.80
05/10/12	S. Higgins	Review and revise billing submissions and draft letter to Chubb	L100	L120	2.60
05/10/12	C. Schenk	Attention to issues pertaining to documents, review of memorandum prepared by M. Choi with input from S. Higgins	L100	L120	0.30
05/10/12	C. Schenk	Discuss D and O policy issues with S. Higgins and M. Darrough, edit and revise letter re defense costs to clarify replenishment and other issues pertaining to Receivership, attention to details pertaining to submission of defense costs	L100	L120	1.80
05/11/12	M. Darrough	Review bills and prepare letter and related chart for submission to Chubb	L100	L120	0.70
05/11/12	S. Higgins	Continue preparation of claim for D and O defense costs to include revision of bill submissions	L100	L120	1.50
05/11/12	S. Higgins	Review reply to response to motion to compel	L300	L350	0.10
05/11/12	K. Kraft	Draft communication to C. Schenk re research on [REDACTED]	L100	L110	0.10
05/14/12	C. Schenk	Communication with SEC re Receivership issues	L100	L190	0.50
05/15/12	M. Darrough	Work on letter and bill submission to insurer	L100	L120	0.40
05/16/12	S. Higgins	Deal with record production and analysis issues, including coordination with M. Choi and C. Schenk re financial records, Quickbooks and bank records	L300	L390	2.10
05/16/12	S. Higgins	Review and respond to emails relative to [REDACTED] and patent suit	L200	L210	0.30
05/16/12	S. Higgins	Review and revise bills to Chubb	L100	L120	0.40
05/16/12	B. Lamping	Review joint defense documents for Suffolk litigation	L100	L120	0.40
05/16/12	C. Schenk	Review and coordinate information for D and O policy to replenish payments to receivership estate	L100	L120	0.80

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
05/16/12	C. Schenk	Conference call with Segue to discuss set up of extranet site, internal follow up re same, meet with M. Choi to discuss document issues, including bank records and quick book files, review records pertaining to same, follow up call with S. Higgins re coordination of document and other issues	L100	L190	1.70
05/17/12	M. Choi	NO CHARGE Manage and report on processing of Mahassek data for privilege review per S. Higgins	L100	L120	0.30
05/17/12	M. Darrough	Review and prepare bills for submission to carrier	L100	L120	0.30
05/17/12	S. Higgins	Review and analyze petition adding UHY	L200	L210	0.80
05/17/12	S. Higgins	Emails with M. Choi relative to Mahassek documents	L300	L390	0.20
05/17/12	S. Higgins	Prepare analysis of pending claims and litigation options	L200	L210	2.30
05/17/12	B. Lamping	Draft litigation task list memorandum to C. Schenk	L100	L190	1.00
05/17/12	C. Schenk	Telephone conference with S. Higgins re privilege review of documents requested by SEC (.2); attention to document issues, i.e., quick books, coordinate with M. Choi and M. Murray (.4)	L100	L120	0.60
05/18/12	M. Darrough	Work on fee submission to Chubb	L100	L120	0.50
05/18/12	S. Higgins	Continue preparation of analysis of pending claims and litigation options	L200	L210	2.60
05/18/12	S. Higgins	Review and analyze claim from W. Morriss and related emails	L200	L210	0.30
05/18/12	K. Kraft	Discuss additions to [REDACTED] [REDACTED] (.2); [REDACTED] (.2)	L100	L110	0.40
05/21/12	M. Darrough	Finalize and send fee submission to Chubb	L100	L120	0.50
05/21/12	S. Higgins	Continue preparation of analysis and memorandum	L200	L210	0.80
05/21/12	S. Higgins	Review and respond to emails and attachments relative to document requests by the SEC	L200	L210	0.50

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
05/21/12	S. Higgins	Meet with and coordinate with M. Choi relative to review ██████████ documents	L100	L120	0.50
05/21/12	S. Higgins	Review prior production to identify relevant filters to screen ██████████ materials	L300	L310	0.40
05/21/12	K. Kraft	Revise memorandum ██████████ (1.5); communications with C. Schenk, D. Mangian re additional research for ██████████ (.2)	L100	L110	1.70
05/21/12	B. Lamping	Meet with S. Higgins re strategy ██████████	L100	L190	0.40
05/21/12	C. Schenk	Review specifics of complaint and work to develop high level defense analysis and overview (1.1); communications with S. Higgins re same (.7); discuss ██████████ ██████████ research with K. Kraft (.1); attention to document issues (.4)	L100	L190	2.30
05/22/12	S. Higgins	Continue coordination with M. Choi relative to production of documents to SEC	L300	L320	0.60
05/22/12	K. Kraft	Communications with D. Mangian re ██████████ (2); review cases, authorities forwarded by D. Mangian (.2)	L100	L110	0.40
05/22/12	C. Schenk	Attention to document details (index, JDA and privilege issues) and discussion with M. Choi and S. Higgins pertaining to same, preliminary review of culled documents and index	L100	L190	0.70
05/23/12	S. Higgins	Numerous emails and telephone calls with C. Schenk relative to litigation tasks and pursuit of claims	L100	L190	0.70
05/23/12	S. Higgins	Continue to work with M. Choi and C. Schenk relative to production of documents to SEC	L300	L320	0.50
05/23/12	K. Kraft	Revise research memorandum ██████████ ██████████ (2); send memorandum to C. Schenk with email summary explanation (.1)	L100	L110	0.30
05/23/12	B. Lamping	Meet with D. Mangian re research for ██████████	L100	L190	0.30

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
05/23/12	C. Schenk	Telephone conference with S. Higgins re document issues	L100	L190	0.10
05/24/12	M. Darrough	Discuss insurance matter with S. Higgins	L100	L120	0.20
05/24/12	S. Higgins	Coordinate privilege review of Mahassek documents and production to SEC	L300	L320	1.30
05/24/12	S. Higgins	Coordinate review and production to SEC of documents index	L300	L320	0.40
05/24/12	S. Higgins	Preliminary review [REDACTED]	L100	L110	0.30
05/24/12	S. Higgins	Prepare analysis of legal tasks and litigation	L100	L120	2.10
05/24/12	S. Higgins	Review and respond to email relative to D. Truetzel	L100	L190	0.20
05/24/12	K. Kraft	Discussions with C. Schenk re additions to [REDACTED]	L100	L110	0.20
05/24/12	C. Schenk	Review research prepared by K. Kraft pertaining to [REDACTED], discuss key issues with S. Higgins for follow up, including time lines, attention to document and privilege issues, communications with S. Higgins and M. Choi pertaining to same, follow up with H. Weber re relevant documents	L100	L110	2.70
05/25/12	S. Higgins	Conduct research [REDACTED]	L300	L320	1.60
05/25/12	S. Higgins	NO CHARGE Review and revise notice to court	L200	L250	0.30
05/25/12	C. Schenk	Communication with A. Schwartz re receivership matters	L100	L190	0.20
05/29/12	S. Higgins	Review of emails and document database for evidence relevant to claims asserted in Goodman litigation	L300	L390	3.80
05/30/12	S. Higgins	Review and respond to emails relative to insurance claim coverage	L100	L120	0.20
05/30/12	S. Higgins	Continue review of emails and document database for evidence relevant to claims asserted in Goodman litigation	L100	L120	2.40
05/30/12	S. Higgins	Meet with B. Lamping, C. Schenk and M. Choi relative to procedure for fact analysis in [REDACTED]	L100	L120	0.90

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U.S. District Court Eastern District of Missouri

Date	Atty	Description	Phase	Task	Hours
05/30/12	S. Higgins	Research relative to [REDACTED]	L100	L110	0.80
05/30/12	B. Lamping	Meet with S. Higgins re strategy for analyzing [REDACTED]	L100	L190	1.70
05/30/12	C. Schenk	Meet with S. Higgins and B. Lamping to discuss review of claims and document organization	L05	L05.110	0.90
05/31/12	S. Higgins	Continue fact analysis in support of defenses in [REDACTED]	L100	L120	4.70
05/31/12	S. Higgins	Review Tomlinson claim	L100	L120	0.20
05/31/12	S. Higgins	Revise claim letters	L100	L120	0.40
05/31/12	B. Lamping	Analyze Goodman claims and potential claims against the Receivership entities	L100	L120	3.10
05/31/12	C. Schenk	Prepare for and meet with M. Murray to prepare for meeting with D. Brown, meet with J. Trog, H. Meneese, D. Brown, M. Choi and M. Murray, review accounting and allocation issues, including quick book online account transfer issues (2.5); attention to document issues pertaining to corporate governance (.4)	L100	L190	2.90
05/31/12	H. Weber	Meet with S. Higgins, B. Lamping and M. Choi re creating timelines and sub folders in case logistixs to collect substantial and economic evidence	L100	L140	1.00

Total Hours: 95.20

SUBTOTAL FOR SERVICES

\$42,003.00

For Cash Outlays:

For reproduction charges

\$11.44

SUBTOTAL FOR CASH OUTLAYS

\$11.44

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U.S. District Court Eastern District of Missouri

TIME SUMMARY BY RANK

Timekeeper	Hours Worked	Billed Per Hour	Billed Amount
M. Darrough	6.40	\$400.00	\$2,560.00
S. Higgins	49.90	\$510.00	\$25,449.00
C. Kelly	0.40	\$415.00	\$166.00
C. Schenk	22.90	\$430.00	\$9,847.00
Subtotal for Partner	79.60	\$477.66	\$38,022.00
K. Kraft	3.10	\$350.00	\$1,085.00
B. Lamping	8.40	\$260.00	\$2,184.00
Subtotal for Associate	11.50	\$284.26	\$3,269.00
M. Choi	0.30	\$220.00	\$66.00
H. Weber	3.80	\$170.00	\$646.00
Subtotal for Legal Assistant (paralegals and other legal support personnel)	4.10	\$173.66	\$712.00
Total All Classes	95.20	\$441.21	\$42,003.00

SUBTOTAL FOR SERVICES	\$42,003.00
LESS 15% DISCOUNT	-6,267.60
LESS NO CHARGE ENTRIES	-219.00
TOTAL FOR SERVICES	\$35,516.40
SUBTOTAL FOR CASH OUTLAYS	\$11.44
TOTAL AMOUNT DUE	\$35,527.84

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Task Based Billing Summary
Law Firm Invoice

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

Firm Name: THOMPSON COBURN LLP

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

Billing Attorney: 4260-Claire Schenk

Matter Name: Goodman Lawsuit

Invoice No.: 2479166

Invoice Date: 07/10/12

For Services Rendered and Disbursements Prior Month

BILLING SUMMARY

54464-104425	THIS BILL		CUMULATIVE TOTALS	
	Hours	Amount	Hours	Amount
TOTAL LEGAL FEES:	95.20	\$35,516.40	260.20	\$80,361.55
TOTAL DISBURSEMENTS:		\$11.44		\$11.44
TOTAL LEGAL FEES & DISB:		\$35,527.84		\$80,372.99

ANALYSIS OF DISBURSEMENTS:

Task Code	Task Description	THIS BILL	CUMULATIVE TOTALS
		Amount	Amount
106	For reproduction charges	\$11.44	\$11.44
TOTAL DISBURSEMENTS:		\$11.44	\$11.44

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

	Rate	THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
<u>Partner</u>					
Darrough, M	400.00	6.40	2,560.00	6.60	2,640.00
Higgins, S	510.00	49.90	25,449.00	91.70	46,767.00
Kelly, C	415.00	0.40	166.00	0.60	249.00
Schenk, C	430.00	22.90	9,847.00	51.00	21,930.00
TOTAL Partner:	477.66	79.60	\$38,022.00	149.90	\$71,586.00

Associate

Kraft, K	350.00	3.10	1,085.00	15.90	5,565.00
Lamping, B	260.00	8.40	2,184.00	44.20	11,492.00
Mangian, D	0.00	0.00	0.00	3.50	840.00
TOTAL Associate:	284.26	11.50	\$3,269.00	63.60	\$17,897.00

Legal Assistant (paralegals and other legal support personnel)

Brooks, L	0.00	0.00	0.00	10.50	1,155.00
Choi, M	220.00	0.30	66.00	2.20	484.00
Parrish, M	0.00	0.00	0.00	0.60	108.00
Schuette, A	0.00	0.00	0.00	28.80	3,168.00
Weber, H	170.00	3.80	646.00	4.60	782.00
TOTAL Legal	173.65	4.10	\$712.00	46.70	\$5,697.00

Task Based Billing Summary
Law Firm Invoice

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

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

	<u>THIS BILL</u>			<u>CUMULATIVE TOTALS</u>	
	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>	<u>Hours</u>	<u>Amount</u>
Assistant (paralegals and other legal support personnel):					
Subtotal Legal Fees:		95.20	\$42,003.00	260.20	\$95,180.00
Less Discount:			-6,486.60		-14,818.45
TOTAL LEGAL FEES:			\$35,516.40		\$80,361.55

Task Based Billing Summary
Law Firm Invoice

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

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ANALYSIS OF FEES BY FUNCTIONS:

		THIS BILL		CUMULATIVE TOTALS	
		Hours	Amount	Hours	Amount
B50-Banruptcy: Creditor or Debtor					
B50.01	Case Administration (incl. strategy/client communications)	0.00	\$0.00	156.20	\$49,781.00
B50.02	Asset Analysis and Recovery	0.00	\$0.00	3.70	\$923.00
B50.05	Executory contract issues	0.00	\$0.00	1.60	\$688.00
TOTAL Banruptcy: Creditor or Debtor:		0.00	\$0.00	161.50	\$51,392.00
L01-Matter Open					
L110	Fact Investigation/Development	0.70	\$301.00	0.70	\$301.00
L120	Analysis/Strategy	0.30	\$129.00	0.30	\$129.00
TOTAL Matter Open:		1.00	\$430.00	1.00	\$430.00
L02-Pre-Suit or Pre-Answer Work					
L120	Analysis/Strategy	10.90	\$5,559.00	10.90	\$5,559.00
L120	Analysis/Strategy	1.60	\$641.00	1.60	\$641.00
L120	Analysis/Strategy	16.80	\$7,498.00	16.80	\$7,498.00
L120	Analysis/Strategy	0.10	\$51.00	0.10	\$51.00
L120	Analysis/Strategy	1.40	\$579.00	1.40	\$579.00
TOTAL Pre-Suit or Pre-Answer Work:		30.80	\$14,328.00	30.80	\$14,328.00
L03-Initial Investigation and Experts					
L110	Fact Investigation/Development	10.20	\$4,266.00	10.20	\$4,266.00
L190	Other Case Assessment, Development and Administration	9.70	\$3,845.00	9.70	\$3,845.00
TOTAL Initial Investigation and Experts:		19.90	\$8,111.00	19.90	\$8,111.00
L04-Initial Filings					
L210	Pleadings	7.60	\$3,876.00	7.60	\$3,876.00
TOTAL Initial Filings:		7.60	\$3,876.00	7.60	\$3,876.00
L05-Ongoing Reporting and Communication					
L05.110	Budgeting Work and Communications	0.90	\$387.00	0.90	\$387.00
L190	Other Case Assessment, Development and Administration	0.20	\$102.00	0.20	\$102.00
L190	Other Case Assessment, Development and Administration	4.90	\$2,267.00	4.90	\$2,267.00
L190	Other Case Assessment, Development and Administration	7.80	\$3,002.00	7.80	\$3,002.00
TOTAL Ongoing Reporting and Communication:		13.80	\$5,758.00	13.80	\$5,758.00

Task Based Billing Summary
Law Firm Invoice

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

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ANALYSIS OF FEES BY FUNCTIONS:

		<u>THIS BILL</u>		<u>CUMULATIVE TOTALS</u>	
		Hours	Amount	Hours	Amount
L06-Investigation/Discovery/Analysis					
L390	Other Discovery	8.40	\$4,284.00	8.40	\$4,284.00
L320	Document Production	0.10	\$51.00	0.10	\$51.00
L350	Discovery Motions	0.10	\$51.00	0.10	\$51.00
L310	Written Discovery	0.40	\$204.00	0.40	\$204.00
L320	Document Production	7.80	\$3,438.00	7.80	\$3,438.00
L390	Other Discovery	0.30	\$153.00	0.30	\$153.00
L120	Analysis/Strategy	3.70	\$996.00	3.70	\$996.00
L140	Document/File Management	0.00	\$0.00	3.50	\$1,785.00
L140	Document/File Management	1.00	\$170.00	1.00	\$170.00
TOTAL		21.80	\$9,347.00	25.30	\$11,132.00
Investigation/Discovery/Analysis:					
L07-Motions and Hearings					
L250	Other Written Motions and Submissions	0.30	\$153.00	0.30	\$153.00
TOTAL Motions and Hearings:		0.30	\$153.00	0.30	\$153.00
Subtotal Legal Fees:		95.20	\$42,003.00	260.20	\$95,180.00
Less Discount			\$-6,486.60		-14,818.45
TOTAL LEGAL FEES 54464-104425			\$35,516.40		\$80,361.55

THOMPSON COBURN LLP

July 10, 2012

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

Direct Correspondence To:
One US Bank Plaza
St. Louis, Missouri 63101-1693
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