

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF NEW YORK

-----X
SECURITIES AND EXCHANGE COMMISSION :

Plaintiff,

vs.

Case No. 1:10-CV-457
(AMN/CFH)

McGINN, SMITH & CO., INC., :
McGINN, SMITH ADVISORS, LLC :
McGINN, SMITH CAPITAL HOLDINGS CORP., :
FIRST ADVISORY INCOME NOTES, LLC, :
FIRST EXCELSIOR INCOME NOTES, LLC, :
FIRST INDEPENDENT INCOME NOTES, LLC, :
THIRD ALBANY INCOME NOTES, LLC, :
TIMOTHY M. McGINN, AND :
DAVID L. SMITH, GEOFFREY R. SMITH, :
Individually and as Trustee of the David L. and :
Lynn A. Smith Irrevocable Trust U/A 8/04/04, :
LAUREN T. SMITH, and NANCY McGINN, :

Defendants,

LYNN A. SMITH and
NANCY McGINN,

Relief Defendants. and

GEOFFREY R. SMITH, Trustee of the
David L. and Lynn A. Smith Irrevocable
Trust U/A 8/04/04,

Intervenor.

**NOTICE OF TWENTY-THIRD INTERIM
APPLICATION OF PHILLIPS LYTLE LLP AND THE
RECEIVER FOR ALLOWANCE OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES**

PLEASE TAKE NOTICE that upon the Twenty-Third Interim Application of Phillips Lytle LLP and the Receiver for Allowance of Compensation and Reimbursement of Expenses ("Application"), Phillips Lytle LLP ("Phillips Lytle") will move before the Hon. Christian F. Hummel, United States Magistrate Judge, United States District Court for the Northern District of New York, James T. Foley - U.S. Courthouse, 445 Broadway, Albany, New York 12207-2924, on a date to be scheduled by the Court, seeking an Order to be entered

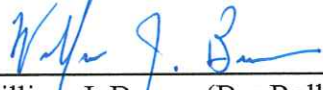
approving the Application of Phillips Lytle and the Receiver for interim compensation and reimbursement of expenses for the eleven-month period from April 1, 2023 through February 29, 2024 in connection with legal services performed for William J. Brown, Esq., the Receiver for the McGinn Smith Entities and the services of the Receiver. No oral argument is requested.

PLEASE TAKE FURTHER NOTICE that attached is the cover sheet for the Application, indicating the nature and dates of the services rendered by Phillips Lytle and the Receiver, as well as the total amount sought by Phillips Lytle and the Receiver for interim compensation and reimbursement of expenses. The complete Application of Phillips Lytle is filed with the United States District Court and will be available for review electronically at the Office of the Clerk, United States District Court, Northern District of New York, James T. Foley U.S. Courthouse, 445 Broadway, Room 509, Albany, New York 12207-2924 or online, at the Court's website (www.nynd.uscourts.gov), or at the website of the Receiver (www.mcginnsmithreceiver.com). Copies can also be obtained upon written request to Phillips Lytle.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the relief requested in the Application must be made in writing in accordance with the Federal Rules of Civil Procedure and the Local Rules for the United States District Court for the Northern District of New York.

Dated: April 18, 2024

PHILLIPS LYTLE LLP

By 

William J. Brown (Bar Roll #601330)
Catherine N. Eisenhut (Bar Roll #520849)
Attorneys for Receiver
Omni Plaza
30 South Pearl Street
Albany, New York 12207
Telephone No. (518) 472-1224

and

One Canalside
125 Main Street
Buffalo, New York 14203
Telephone No.: (716) 847-8400

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LAUREN T. SMITH, and NANCY MCGINN, :

Defendants, :

LYNN A. SMITH and :
NANCY MCGINN, :

Relief Defendants. and :

GEOFFREY R. SMITH, Trustee of the :
David L. and Lynn A. Smith Irrevocable :
Trust U/A 8/04/04, :

Intervenor. :

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**FACE SHEET PURSUANT TO LOCAL RULE 2016-1
FOR TWENTY-THIRD INTERIM APPLICATION BY ATTORNEYS
FOR RECEIVER AND THE RECEIVER FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

APPLICANT'S NAME:

Phillips Lytle LLP and William J. Brown, as
Receiver

APPLICANT'S ADDRESS:

Omni Plaza
30 South Pearl Street
Albany, New York 12207

DATE APPLICANT APPOINTED: April 20, 2010

NATURE OF SERVICES RENDERED: Legal services rendered for William J. Brown, Receiver, with respect to McGinn, Smith & Co., Inc., et al. and for Receiver services and expenses for the period from April 1, 2023 through February 29, 2024

AMOUNT OF COMPENSATION SOUGHT FOR FEES FROM APRIL 1, 2023 THROUGH FEBRUARY 29, 2024 \$69,628.45 (including Phillips Lytle and Receiver's fees at pre-arranged discounted hourly rates) at 7.5% for Phillips Lytle and \$225.00 rather than \$600.00 per hour for the Receiver

AMOUNT OF COMPENSATION SOUGHT FOR EXPENSES FROM APRIL 1, 2023 THROUGH FEBRUARY 29, 2024 \$12,667.29

Dated: April 18, 2024

PHILLIPS LYTLE LLP

By 
William J. Brown (Bar Roll #601330)
Catherine N. Eisenhut (Bar Roll #520849)
Attorneys for the Receiver
Omni Plaza
30 South Pearl Street
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Telephone No. (518) 472-1224

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Doc #11732290.1

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Defendants, :

LYNN A. SMITH and :
NANCY MCGINN, :

Relief Defendants. and :

GEOFFREY R. SMITH, Trustee of the :
David L. and Lynn A. Smith Irrevocable :
Trust U/A 8/04/04, :

Intervenor. :
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**TWENTY-THIRD INTERIM APPLICATION OF PHILLIPS LYTLE LLP
AND THE RECEIVER FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Phillips Lytle LLP (“Phillips Lytle”) submits this application (“Fee Application”) for allowance of interim compensation and reimbursement of expenses for the eleven-month period from April 1, 2023 through February 29, 2024 pursuant to Section XIV of this Court’s

Preliminary Injunction Order (Docket No. 96). Attached as **Exhibit A** is the Declaration of William J. Brown, Esq. in support of the Fee Application. Phillips Lytle respectfully represents as follows:

INTRODUCTION

1. The Securities and Exchange Commission (“SEC”) commenced this action against McGinn Smith & Co., Inc., et al. in the United States District Court for the Northern District of New York on April 20, 2010 wherein William J. Brown, Esq. was appointed as temporary Receiver for certain of the defendants and other entities in the action (“Receiver”) (Docket No. 5). The SEC’s Complaint was subsequently amended (Docket No. 100 on August 3, 2011 and Docket No. 334 on June 8, 2011), and the Preliminary Injunction Order was entered on July 22, 2010 appointing William J. Brown as the permanent Receiver.

2. During the period from April 1, 2023 to February 29, 2024 (“Twenty-Third Interim Period”), Phillips Lytle performed extensive legal services for the Receiver, and the Receiver performed extensive non-legal or quasi-legal functions, which are each more particularly described below and itemized in the detailed time and disbursement records attached as **Exhibit B**.

3. As a public service discount, the legal fees incurred in this case are being performed with a current 7.5% discount on the hourly rates of Phillips Lytle pursuant to a prior agreement with the SEC. Similarly, the Receiver’s hourly rate for this engagement is \$225.00 per hour rather than his 2022-2023 hourly rate of \$600.00 per hour, again per prior agreement with the SEC.

4. As a result, legal services at full value in this Twenty-Third Interim Period total \$55,474.00, while the amount to be paid less the 7.5% discount if this Application is approved is \$51,313.45. The Receiver’s services at full value of \$600.00 per hour in this

Twenty-Third Interim Period total \$47,952.00, while the amount to be paid if this Application is granted are \$18,315.00 at \$225.00 per hour. This makes the total amount sought pursuant to this Application to be \$69,628.45 in fees and \$12,667.29 in disbursements.

CASE STATUS

5. As of April 5, 2024, there is \$319,806 on hand in Receiver accounts, with approximately \$22,938.958 having been distributed to investors with allowed claims through the completed First, Second, Third and Fourth Investor Distribution process. The cash on hand does not reflect uncashed investor distribution checks and vendor checks. The process of issuing first distribution checks representing payment of 10% of allowed claim amounts to investors concluded on October 2, 2020, the second round of investor distributions also representing another 10% of allowed claim amounts to investors concluded on May 11, 2021, the third round of investor distributions representing 3.84% of allowed claim amounts commenced on May 17, 2021, and the fourth round of investor distributions representing 1.2% of allowed claim amounts commenced on January 8, 2024 and is also virtually complete with approximately \$73,223 in issued but uncashed checks. All post-Receiver obligations are current and paid on a current basis other than the amounts sought in professional fee applications. The monies held in the Receiver's accounts are unencumbered. When this estate was commenced in April 2010, there was \$485,491.63 on hand. Total distributions to investors with allowed claims is 25.04%.

6. Currently, the investor and creditor claims bar date and the equity claims bar dates have passed following the successful administration of claims notice procedures. Judgments in favor of the SEC in its action against David L. Smith, Lynn Smith, the Smith Trust, Geoffrey Smith, Lauren Smith and Timothy McGinn were entered in June and July 2015. The Second Circuit upheld those judgments in a decision on April 18, 2016.

7. There are approximately \$124,123,595 in investor claims, some of which have been subject to objection or various grounds. Net claims appear to be in the range of \$111,128,066.92. At present, it appears that further investor recoveries are not likely.

8. A Plan of Distribution was filed on December 30, 2015 (Docket No. 847), and a Memorandum-Decision and Order approving the Plan of Distribution was entered on October 31, 2016 (Docket No. 904).

9. The Receiver began the process of preparing to formally close the receivership portion of this case in 2020 by filing on July 24, 2020 the Motion for Approval of Destruction of Files, etc. (Docket No. 1133) which was approved by the Court on November 11, 2020 (Docket No. 1165), in addition to the Receiver's earlier steps to file final tax returns for many receivership entities. Additionally, in early 2021, many Certificates of Dissolution were filed with various states seeking to dissolve inactive receivership entities.

10. On June 3, 2021, however, defendant David L. Smith filed his motion ("Motion to Vacate") (Docket No. 1195) to vacate the final civil judgment against him six years prior for disgorgement of more than \$87 million in profits from his Ponzi scheme plus prejudgment interest. He also sought return of over \$4 million in fraudulent proceeds. Both the SEC and the Receiver filed Responses to the Motion to Vacate asserting that Smith is not entitled to any such relief and, in addition, the Receiver argued that distributions to investors with allowed claims were substantially complete so that no relief was available to Smith since those monies were in the hands of the defrauded investors with allowed claims. On February 10, 2022, the Court denied the Motion to Vacate (Docket No. 1222). Smith appealed that decision to the Second Circuit. On April 7, 2023, the Second Circuit Court of Appeals affirmed the District Court's denial of Smith's motion. Smith then filed a petition for writ of certiorari which was denied on October 30, 2023. The Receiver promptly commenced the delayed fourth distribution

to investors with allowed claims, and resumed the administrative steps to prepare for the closing of this Receivership.

11. The SEC's Standard Fund Accounting Reports are attached to this Application as **Exhibit C**.

SUMMARY OF ACTIVITIES DURING TWENTY-THIRD INTERIM PERIOD

12. While the legal, non-legal and quasi-legal functions and services performed during the Twenty-Third Interim Period are described in greater detail below and in the detailed time and disbursement records attached as Exhibit B, this executive summary is provided to highlight some of the activities and accomplishments during this period.

13. From a cash perspective, the beginning balance of the Receiver's accounts as of March 31, 2023 totaled \$1,596,820, and at February 29, 2024, the balance was \$337,097 (following the issuance of the Fourth Distribution to Investors). The successful sales of various businesses previously operated by the Receiver took place in prior periods. Interest income contributed to some extent to the maintenance of account values and to pay operating expenses of the Receivership in this period. Account balance decreases are due primarily to investor distributions and payment of administrative expenses.

14. First, second, third and fourth distribution checks have been issued to investors, or IRA custodians on behalf of investors. The checks represented 25.04% of allowed claim amounts. A limited number of investor payment checks have not been cashed.

15. Beginning with the Twentieth Payment Schedule of First Investor Distributions (Docket No. 968), Investors who received collateral recoveries had their claim files reviewed for eligibility for first distribution payments, and collateral recovery investors began receiving first distribution checks.

16. Also during the Application Period, the Receiver and his staff postponed the completion of the dissolution and wind-up of certain remaining Receivership entities due to the ongoing pendency of the Smith appeal, and also halted or postponed the destruction and disposition of records and property previously approved by the Court. The dissolution and disposition process has resumed following the denial of Smith's certiorari petition.

17. As is true in all periods, the Receiver continues to deal with various day-to-day issues involving the operation of the estate, the review, calculation and allowance of investor claims, responding to numerous investor claims and questions, and the collection of remaining assets.

COMPENSATION FOR LEGAL SERVICES

18. The legal services rendered by Phillips Lytle during the Twenty-Third Interim Period have been categorized into twenty-two (23) separate categories (Categories A through W), as described below:

A. Asset Analysis and Recovery

Category A relates to the efforts made for the search for a buyer and negotiations for the potential sale of the insurance policy on the life of Timothy McGinn and the preparation of a draft sale motion regarding same.

In rendering the services in Category A, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$1,435.00, and no disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
Catherine N. Cervone	3.50	410.00	1,435.00

B. Claims Administration and Objections

Category B relates to the numerous and continuous communications with multiple investors respecting issues involving their specific claims; analyzing collateral recovery and preferred investor recoveries for the fourth distribution; communications regarding uncashed investor checks and discuss approach regarding same; dealing with the administration and follow up of investor claims and multiple communications regarding same; preparing and filing of Schedules for the fourth distribution to investors with allowed claims; attend to the review and distribution of fourth distribution investor checks.

In rendering the services in Category B, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$12,790.00, and \$1,760.22 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	3.10	585.48	1,815.00
Catherine N. Cervone	27.40	400.55	10,975.00

C. Asset Disposition

Category C relates to extensive communications with Timothy McGinn, the Securities and Exchange Commission, and the insurance broker regarding the value and potential sale of the insurance policy on the life of Timothy McGinn.

In rendering the services in Category C, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$9,360.00, and no disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	15.60	600.00	9,360.00

D. Business Operations

No services were charged to or rendered by Phillips Lytle in Category D during the Twenty-Third Interim Period.

E. Case Administration

Category E is a “catch all” category consisting of services performed by Phillips Lytle in connection with this action and primarily consists of services performed which do not fit within one of the other 22 specific categories.

During this time period, this category consists of essentially all of the day-to-day work for the Receiver and his professionals and the handling of the legal affairs of the 82 entities which were initially placed into Receivership by this Court’s Preliminary Injunction Order (Docket No. 96). The detailed descriptions attached include communications and correspondence regarding dealing with various business issues arising in the ordinary course of business, matters relating to financial statements, various legal inquiries and questions raised by the SEC concerning the Receivership and SFAR report, dealing with insurance issues and questions; preparation, communications with M&T Bank and Five Star Bank regarding existing accounts, communications with investors on legal questions, continued review and updating of McGinn Smith Receiver website, discussions regarding renewal of Pine Street lease relating to records retention and storage, extensive analysis and preparation for implementation of Fourth Distribution to Investors with Allowed Claims, draft and revise fourth distribution letter to investors, preparation and distribution of investor checks, deal with investor address changes and deceased investor issues.

In rendering the services in Category E, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$20,625.00, and \$10,907.07 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	35.30	575.78	20,325.00
Catherine N. Cervone	0.80	375.00	300.00

F. Employee Benefits/Pensions

No services were charged to or rendered by Phillips Lytle in Category F during the Twenty-Third Interim Period.

G. Fee/Employment Applications

No services are being billed to or by the Receiver and Phillips Lytle in Category G during the Twenty-Third Interim Period consistent with the SEC's policies.

H. Fee/Employment Objections

No services were charged to or rendered by Phillips Lytle in Category H during the Twenty-Third Interim Period.

I. Accounting/Auditing

No services were charged to or rendered by Phillips Lytle in Category I during the Twenty-Third Interim Period.

J. Business Analysis

No services were charged to or rendered by Phillips Lytle in Category J during the Twenty-Third Interim Period.

K. Corporate Finance

No services were charged to or rendered by Phillips Lytle in Category K during the Twenty-Third Interim Period.

L. Data Analysis

No services were charged to or rendered by Phillips Lytle in Category L during the Twenty-Third Interim Period.

M. Status Reports

No services were charged to or rendered by Phillips Lytle in Category M during the Twenty-Third Interim Period.

N. Litigation Consulting

No services were charged to or rendered by Phillips Lytle in Category N during the Twenty-Third Interim Period.

O. Forensic Accounting

No services were charged to or rendered by Phillips Lytle in Category O during the Twenty-Third Interim Period.

P. Tax Issues

Category P consists of services related to communications with the NYS Department of Taxation and Finance regarding the status of Carroll Trust and review history of same, prepare file memo regarding same, communications regarding treatment of K-1 in light of death of individual.

In rendering the services in Category P, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$395.00, and no disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	0.70	564.29	395.00

Q. Valuation

No services were charged to or rendered by Phillips Lytle in Category Q during the Twenty-Third Interim Period.

R. William J. Brown, as Receiver Function

Category R consists of services related to the function of William J. Brown, as Receiver in his capacity as Receiver. These services, per prior agreement with the SEC, are rendered at \$225.00 per hour. Thus, while the accrued amount would otherwise be \$47,952.00, the discounted amount to be paid is \$18,315.00. All of the Receiver's travel time (if any) is charged to this category and, thus, is at a substantially reduced rate.

The daily time entries reveal the Receiver's almost daily involvement with the various Receiver entities identified in the various descriptions including for this Application Period, the claims process, distributions to creditors, periodic review, processing and approval of payments to vendors and other third parties for services rendered to Receiver operating companies, review, review and authorization of payroll, review of communications from investors and SEC regarding various and ongoing matters, dealings with and review of statements from M&T Bank and Five Star Bank in connection with the Receivership estate account maintenance, numerous investor communications both by phone, in writing and e-mail, attending to various investor letters, communications regarding month-to-month lease considerations, review, sign and forward investor checks for recording and distribution.

In rendering the services in Category R, the Receiver expended the time represented below at the hourly rates represented below for a total value of \$47,952.00, and no disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	81.40	587.96	\$47,952.00 (to be billed and paid at \$18,315.00)

S. SEC vs. McGinn, Smith & Co., Inc., et al.

Category S consists of services related to legal involvement in the SEC's action against McGinn, Smith & Co., Inc. and other parties including communications with SEC with the Second Circuit's Decision denying the Smith claim, communications with David Smith's

counsel regarding commencement of fourth investor distribution, review en banc decision of Second Circuit and consider next steps, preparation of Notice concerning Fourth Distribution, review of Second Circuit docket and calculate timeline for the filing of Writ of Certiorari, review email from SEC attaching Smith Writ of Certiorari and accompanying Brief, review SEC status report at request of District Court and begin preparation of joint status report, revise status report to include SEC comments, preparation of revisions to Seventh Written Status Report of Receiver, review and approve three payment schedules and attend to filing of same, review of Timothy McGinn motion to reduce sentence and consider potential implications.

In rendering the services in Category S, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$10,869.00, and no disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	15.00	576.49	10,665.00
Catherine N. Cervone	0.60	340.00	204.00

T. W.J. Brown, as Receiver of McGinn Smith & Co., Inc. vs. Thomas E. Livingston

No services were charged to or rendered by Phillips Lytle in Category T during the Twenty-Third Interim Period.

U. Sale of McGinn Niskayuna Property

No services were charged to or rendered by Phillips Lytle in Category U during the Twenty-Third Interim Period.

V. Sale of Smith Vero Beach Property

No services were charged to or rendered by Phillips Lytle in Category V during the Twenty-Third Interim Period.

W. David L. & Lynn A. Smith Irrevocable Trust

No services were charged to or rendered by Phillips Lytle in Category W during the Twenty-Third Interim Period.

X. USA vs. McGinn, Smith & Co. Inc.

No services were charged to or rendered by Phillips Lytle in Category X during the Twenty-Third Interim Period.

Y. William J. Brown, as Receiver for Third Albany Income Notes, LLC vs. David Kennedy and Stephen I. Willis

No services were charged to or rendered by Phillips Lytle in Category Y during the Twenty-Third Interim Period.

REIMBURSEMENT OF EXPENSES

19. Photocopies made by Phillips Lytle are billed by Phillips Lytle at \$.10 per page, which is based upon Phillips Lytle's costs. Telefax charges are \$1.00 per page for outgoing documents, with no charge for incoming documents. Long distance telephone charges and overnight courier charges are billed at cost. Overnight courier charges are incurred only when necessary as determined by either the Receiver or Phillips Lytle. In addition, there are the usual disbursements of such items as long distance telephone charges, duplicating charges, and UPS charges for checks received and sent to Receivership businesses.

20. Phillips Lytle incurred out-of-pocket expenses for secretarial overtime in connection with this case. These amounts have been written off and no claim for reimbursement of such expenses is being sought herein.

PARTICULAR EXPENDITURES

21. During the Twenty-Third Interim Period, \$1,306.27 was incurred in postage expense in connection with the mailing of Fourth Distribution checks to investors with allowed claims.

22. During the Twenty-Third Interim Period, a total of \$10,397.81 was incurred for destruction and shredding of paper records from a storage facility located in Albany, New York.

CONCLUSION

23. All of the services for which Phillips Lytle now seeks compensation were performed on behalf of the Receiver. No services were performed by Phillips Lytle in any capacity other than as counsel to the Receiver.

24. Phillips Lytle has provided the SEC with copies of Phillips Lytle's and the Receiver's billing statements attached as Exhibit B. Following its pre-filing review of this Fee Application, the SEC has notified Phillips Lytle and the Receiver the SEC has no objection to the amounts sought by Phillips Lytle or the Receiver pursuant to this Fee Application.

25. As the record in this action clearly indicates, Phillips Lytle has worked persistently and efficiently during the Twenty-Third Interim Period to handle various issues for the Receiver, the resolution of which will, to varying degrees, enhance the fair and equitable distribution of the McGinn Smith Entities' proceeds to its creditors. This action has mandated a considerable expenditure of Phillips Lytle resources.

26. Based upon the foregoing, Phillips Lytle and the Receiver represent that they are entitled to the interim compensation and reimbursement of expenses sought herein.

27. Phillips Lytle and the Receiver believe that this Fee Application substantially complies with the substantive requirements of the guidelines for fee applications adopted by the SEC.

NOTICE

28. Notice of this Fee Application is being served on the SEC and all parties who have filed a Notice of Appearance in this action. Additionally, it has been posted on the Receiver's website (www.mcginnsmithreceiver.com) for all investors and creditors to see.

Phillips Lytle and the Receiver submit that no other or further notice need be given.

WHEREFORE, Phillips Lytle and the Receiver respectfully request that this Court enter an order allowing and approving Phillips Lytle's and the Receiver's Application for (i) interim compensation in the amount of \$69,628.45, and reimbursement of expenses in the amount of \$12,667.29 for a total of \$82,295.74 for the period of April 1, 2023 through February 29, 2024; and (ii) granting such other and further relief as is just and proper.

Dated: April 18, 2024

PHILLIPS LYTLE LLP

By 

William J. Brown (Bar Roll #601330)

Catherine N. Eisenhut (Bar Roll #520849)
Attorneys for the Receiver
Omni Plaza
30 South Pearl Street
Albany, New York 12207
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and

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Doc #11794550.2

Exhibit A

THIRUNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF NEW YORK

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Relief Defendants. and :

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David L. and Lynn A. Smith Irrevocable :
Trust U/A 8/04/04, :

Intervenor. :
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**DECLARATION OF WILLIAM J. BROWN IN SUPPORT OF TWENTY-THIRD
INTERIM APPLICATION OF PHILLIPS LYTTLE LLP AND THE RECEIVER FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Pursuant to 28 U.S.C. §1746, William J. Brown declares, under penalty of
perjury, as follows:

1. I am a former Partner and now Of Counsel with the law firm of Phillips Lytle LLP (“Phillips Lytle”) and am also the Receiver (“Receiver”) appointed in this action for certain of the Defendants and other entities.

2. I make this declaration in support of the Twenty-Third Interim Application of Phillips Lytle and of the Receiver for Allowance of Compensation and Reimbursement of Expenses (“Application”) in connection with Phillips Lytle’s representation of the Receiver in this Case and the Receiver’s services.

3. I have reviewed the Application and, to the best of my knowledge, information and belief, the facts set forth therein are true and correct.

4. The billing rates being charged by Phillips Lytle in connection with the Application are those which were customarily charged by Phillips Lytle during the time periods in question and are comparable to those charged by other firms of comparable size and experience in this geographic area for the prosecution of matters similar to this action. Pursuant to prior agreement, in my capacity as Receiver, I agreed in 2010 to charge an hourly rate of \$225.00 rather than my 2010 hourly rate of \$425, which hourly rate in 2023-2024 is \$600.00.

5. The compensation and reimbursement of expenses (“Interim Compensation”) for which allowance is sought by Phillips Lytle and the Receiver is reasonable and is sought for actual and necessary services rendered by Phillips Lytle and the Receiver, together with actual and necessary expenses advanced by Phillips Lytle, on behalf of the Receivership entities.


6. The Interim Compensation sought by Phillips Lytle and the Receiver is based upon the nature, the extent and the value of the services rendered. These matters are detailed more particularly in the time itemizations attached to the Application as Exhibit B.

7. Phillips Lytle and the Receiver believe they are entitled to Interim Compensation based on the considerable expenditures of Phillips Lytle and Receiver resources incurred since the onset of this action.

8. Phillips Lytle and the Receiver have no agreement directly or indirectly and no understanding exists with any other person or entity for the sharing of compensation to be received for legal or other services rendered in this action, except as such compensation may be shared by and among the attorneys of Phillips Lytle.

Phillips Lytle and the Receiver respectfully request that this Court authorize the allowance of the Interim Compensation sought pursuant to the Application.

Dated: April 18, 2024



William J. Brown

Doc #11730775.1

Exhibit B

CATEGORY A

ASSET ANALYSIS & RECOVERY



Phillips Lytle LLP

Attorneys at Law
One Canalside
125 Main Street
Buffalo, NY 14203-2887
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
One Canalside
125 Main Street
Buffalo, NY 14203

Invoice Number 1113598
Invoice Date 04/16/24
Client Number 33474
Matter Number 00000
W J Brown

Re: ASSET ANALYSIS & RECOVERY

FOR PROFESSIONAL SERVICES RENDERED THROUGH FEBRUARY 29, 2024:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/10/24	CNE	Review WJB email regarding potential sale of insurance policy and review precedent sale motions	0.5
01/12/24	CNE	Draft sale motion for insurance policy	1.1
01/14/24	CNE	Draft sale motion for insurance policy	1.7
01/18/24	CNE	Update draft sale motion	0.2

CURRENT FEES \$1,435.00

TOTAL AMOUNT OF THIS INVOICE \$1,435.00

PAYMENT DUE UPON RECEIPT

CATEGORY B

CLAIMS ADMINISTRATION AND OBJECTIONS



Phillips Lytle LLP

Attorneys at Law
One Canalside
125 Main Street
Buffalo, NY 14203-2887
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
One Canalside
125 Main Street
Buffalo, NY 14203

Invoice Number 1113599
Invoice Date 04/16/24
Client Number 33474
Matter Number 00001
W J Brown

Re: CLAIMS ADMINISTRATION & OBJECTIONS

FOR PROFESSIONAL SERVICES RENDERED THROUGH FEBRUARY 29, 2024:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/07/23	CNE	Email WJB regarding final distribution in light of denied appeal	0.2
04/13/23	CNE	Prepare for meeting with B Shea and K Ludlow regarding planning for upcoming fourth distribution; attend meeting with B Shea and K Ludlow regarding fourth distribution planning; email WJB regarding results of meeting with B Shea and K Ludlow	1.6
04/19/23	WJB	Review J Wetzel emails regarding estate, review process and prior letter communications and response to recent communication	0.3
04/19/23	WJB	Prepare email staff regarding Wetzel letter, review same and prepare email reply with prior letter concerning claims status	0.3
06/05/23	CNE	Review letter to Smith counsel regarding fourth Distribution	0.2
06/13/23	WJB	Prepare memo to file regarding J Storz claim and telephone call regarding same	0.1

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April 16, 2024

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/15/23	WJB	Review D Storz claim inquiry and approve procedure for informing investor of claim information to preserve privacy	0.2
09/19/23	CNE	Correspondence with B Shea and KML regarding 4th distribution preparation meeting	0.1
09/20/23	CNE	Prepare for meeting regarding fourth distribution preparations; meeting with KML and B Shea regarding additional prep for fourth distribution; email WJB, KML, and B Shea regarding status and next steps	1.5
09/22/23	CNE	Emails with KML regarding investor questions	0.1
10/02/23	CNE	Meet with KML regarding updating database names	0.5
10/04/23	WJB	Review CNE email summarizing J Jones trust documents and issues and prepare email on how to proceed	0.3
10/04/23	CNE	Review investor claim files regarding outstanding items; prepare correspondence to investors regarding outstanding documents needed; email WJB regarding recommendation regarding outstanding documents required to process investor distributions	1.5
10/05/23	WJB	Review B Rosenzweig file and documents regarding claim and prepare reply to CNE regarding course of action	0.3
10/05/23	CNE	Prepare correspondence to investors regarding missing documentation	0.9
10/10/23	WJB	Review J Jones claims analysis by CNE and prepare reply regarding need for small probate process	0.3
10/10/23	WJB	Review CNE email on claims estimate and prepare reply for J Jones communications	0.2
10/10/23	CNE	Review email from investor counsel regarding claim documentation and call with investor counsel regarding same; email WJB regarding same; email investor counsel regarding documentation requirements	1.3

33474 Brown, William J. as Receiver of McGinn,
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 00001 Claims Administration & Objections
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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/17/23	WJB	Review CNE analysis regarding Parker claim and Trust, consider same and provide response regarding treatment of claims	0.5
10/17/23	CNE	Review documents sent by investor and email WJB regarding same	0.4
10/26/23	WJB	Review email from CNE regarding Parker contacts concerning claims issues	0.1
10/27/23	CNE	Draft letter to investor regarding documentation needed	0.2
10/30/23	CNE	Draft letter to investor regarding documentation needed	0.3
10/31/23	CNE	Call with investor regarding IRA account documentation	0.2
11/02/23	CNE	Review documentation sent by investor	0.5
11/03/23	CNE	Respond to investor inquiry regarding documentation required	0.7
11/07/23	CNE	Call with investor relative regarding documentation needed for distribution	0.2
11/14/23	CNE	Conference with KML regarding preparation for final distribution	0.2
11/20/23	CNE	Call with investor's counsel regarding paperwork needed	0.2
11/21/23	CNE	Draft Fourth Distribution schedules for preferred and collateral recovery investors; research 1310 Affidavit in NYS; email WJB regarding 1310 Affidavit	1.6
11/26/23	CNE	Email investor's counsel regarding documentation need for claim distribution	0.1
11/27/23	CNE	Review documentation provided by investor for claims distribution	0.2

33474 Brown, William J. as Receiver of McGinn,
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 April 16, 2024

Invoice Number 1113599

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/29/23	CNE	Review model circulated by B Shea; respond to questions regarding same; call with WJB regarding Unclaimed Funds motion; emails regarding process for 4th distribution	1.1
11/30/23	CNE	Communications with WJB and KML regarding fourth distribution details; email with B Shea regarding collateral recovery and preferential offset schedules	0.4
12/01/23	CNE	Review updated model, distribution schedule for 4th distribution	0.2
12/04/23	CNE	Prepare letters to investors confirming abandonment of certain claims	0.5
12/07/23	CNE	Conference with KML regarding preparing distribution checks, schedule	0.2
12/08/23	CNE	Review records regarding investor treatment in response to B Shea question	0.2
12/14/23	CNE	Review draft Receiver's status report and comment on same regarding claim status	0.2
12/15/23	CNE	Review revised status report and provide comments to same regarding claim status	0.4
12/21/23	CNE	Update draft distribution schedules for preferred/collateral recovery investors	0.9
12/27/23	WJB	Review documents received regarding M Kirk claim estate, review same and prepare email to staff regarding directions regarding same	0.2
01/02/24	CNE	Review and update distribution schedules; email WJB, KML and B Shea regarding updated distribution schedules for preferred and collateral recovery investors	0.5
01/08/24	CNE	Calls with WJB, KML regarding distribution status and process	0.3

33474 Brown, William J. as Receiver of McGinn,
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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/09/24	WJB	Review emails regarding Jan Lukens distribution and strategy for delivery of checks given prior issues and approve procedure for one mailing and notification regarding same	0.2
01/11/24	WJB	Review email from B Shea confirming fulfillment of NYS disability insurance payroll information submission	0.1
01/12/24	CNE	Attend to investor mailings	0.2
01/16/24	CNE	Conference with KML regarding investor distribution	0.1
01/23/24	CNE	Conference with KML regarding filing schedules; review draft schedules and provide comments to same; call with investor's counsel regarding status	0.3
01/25/24	CNE	Call with investor counsel; review investor file regarding investor account information	0.5
01/26/24	CNE	Communications with investor, WJB regarding investor distributions	0.4
01/29/24	CNE	Communications with investors regarding distribution checks; communications with WJB and B Shea regarding reissued distribution checks	0.7
01/30/24	CNE	Attend to investor distribution matters	0.3
02/01/24	CNE	Attend to investor distribution inquiries; correspondence with WJB and B Shea regarding same	1.0
02/02/24	CNE	Communications with WJB and B Shea regarding distribution	0.2
02/05/24	CNE	Communications with investors regarding distribution status	0.5
02/06/24	CNE	Attend to investor distribution	0.2
02/12/24	CNE	Review investor files and respond to investor inquiries	1.7
02/13/24	CNE	Address investor inquiries	0.5

33474 Brown, William J. as Receiver of McGinn,
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00001 Claims Administration & Objections
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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/14/24	CNE	Attend to investor inquiries regarding fourth distribution	1.2
02/15/24	CNE	Attend to investor inquiries and distribution matters	0.4
02/19/24	CNE	Attend to investor inquires	0.6
02/26/24	CNE	Review B Shea list of void/reissued checks	0.2
02/27/24	CNE	Review reissue list	0.1
02/28/24	CNE	Respond to investor inquiries, review investor materials regarding check processing; email KML regarding investor addresses	0.7
CURRENT FEES			\$12,790.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Overnight Courier WJB - FedEx to Catherine N. Cervone, Esq., Phillips Lytle LLP (Buffalo Office) - Re: Claims Administration	138.30
Overnight Courier WJB - FedEx to William J. Brown, Esq. - Re: Claims	112.45
Overnight Courier WJB - FedEx From Brian Shea - Re: Claims	112.45
Duplicating A1, 220 Page(s)	22.00
Overnight Courier WJB - FedEx to Catherine N. Cervone, Esq., Phillips Lytle (Buffalo Office) - Re: Claims Administration	68.55
Postage WJB - Postage (29 small, 42 large) - Re: Claims Administration	93.19
Postage WJB - Postage to Stephen Fowler - Re: Claims Administration	5.45
Duplicating A1, 1 Page(s)	0.10
Duplicating A1, 1 Page(s)	0.10

33474 Brown, William J. as Receiver of McGinn,
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Postage WJB - Large Mailing Postage (217 pieces) - Re: Claims	180.15
Postage WJB - Postage to Various - Re: Claims	110.25
Postage WJB - Postage to Steven Kohl - Re: Claims	4.23
Postage WJB - Postage to LARGE MAILING - Re: Claims	138.60
Postage WJB - Postage to Various - Re: Claims	774.40
CURRENT EXPENSES	<hr/> 1,760.22

TOTAL AMOUNT OF THIS INVOICE	\$14,550.22
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PAYMENT DUE UPON RECEIPT

CATEGORY C

ASSET DISPOSITION



Phillips Lytle LLP

Attorneys at Law
One Canalside
125 Main Street
Buffalo, NY 14203-2887
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
One Canalside
125 Main Street
Buffalo, NY 14203

Invoice Number 1113600
Invoice Date 04/16/24
Client Number 33474
Matter Number 00002
W J Brown

Re: ASSET DISPOSITION

FOR PROFESSIONAL SERVICES RENDERED THROUGH FEBRUARY 29, 2024:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/01/23	WJB	Review email from B Stevens on value information for T McGinn life insurance policy and prepare reply regarding contacting insured and review information on insured	0.2
11/02/23	WJB	Prepare for and telephone call with T McGinn regarding life insurance policy potential sale, requested cooperation and discussions regarding same	0.4
11/02/23	WJB	Prepare email B Stevens requesting forms to begin life insurance policy sale process	0.2
11/02/23	WJB	Consider issues, ramifications and next steps for life insurance policy potential sale and conference with CNE regarding same	0.2
11/02/23	WJB	Prepare draft email to T McGinn regarding terms of life insurance policy sale and process for same	0.4
11/02/23	WJB	Telephone call to D Stoelting at SEC regarding potential sale and effort to sell T McGinn life insurance policy	0.1
11/02/23	WJB	Telephone call with B Stevens regarding completion of forms, medical consents and timing	0.2

33474 Brown, William J. as Receiver of McGinn,
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 00002 Asset Disposition
 April 16, 2024

Invoice Number 1113600

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/03/23	WJB	Complete forms for potential sale of T McGinn life insurance policy, prepare email regarding terms of same, revise same and send to T McGinn	0.9
11/05/23	WJB	Review and forward insurance forms to agent for potential sale of T McGinn life insurance policy	0.4
11/05/23	WJB	Prepare email to B Shea for EIN of ownership entity for life insurance policy	0.1
11/06/23	WJB	Review email from and prepare email to B Shea on life insurance potential sale and tax considerations	0.2
11/14/23	WJB	Prepare email T McGinn regarding contacting his doctors and health care providers for acceleration of responses to medical information requests in connection with potential sale of insurance policy and telephone call to broker regarding same	0.2
11/17/23	WJB	Telephone call from life insurance policy agent regarding inability to sell policy or sell on secondary market for legal reasons due to background	0.2
11/17/23	WJB	Prepare email T McGinn regarding no ability to sell life insurance policy based upon recent efforts	0.2
11/21/23	WJB	Review email from T McGinn requesting information for potential sale of life insurance policy and prepare reply regarding life insurance policy profile and explanation of Receiver's position regarding transparency and good faith regarding same as well as limited timeline	0.4
11/21/23	WJB	Review T McGinn request to appoint J Handy as agent and prepare reply responding negatively to same	0.2
11/22/23	WJB	Prepare email M Baldwin at insurance broker per T McGinn request with terms of effort to sell policy and authority of Receiver regarding same	0.5
11/29/23	WJB	Review inforce illustration received from insurance agent and forward to T McGinn per his request	0.1
11/29/23	WJB	Respond to T McGinn email regarding treatment of life insurance policy after termination	0.1

33474 Brown, William J. as Receiver of McGinn,
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 00002 Asset Disposition
 April 16, 2024

Invoice Number 1113600

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/30/23	WJB	Review email from T McGinn regarding life insurance policy illustration and prepare reply regarding what was provided was what was requested	0.1
12/01/23	WJB	Prepare reply email to T McGinn regarding declining to change agent on life insurance policy and establishing deadline for efforts to sell policy	0.1
12/04/23	WJB	Review T McGinn email regarding requested conference call with proposed new agent and broker and prepare reply regarding reasons for declining to change agent and requesting purpose of call	0.1
12/04/23	WJB	Review two emails from T McGinn requesting call with proposed new agent and broker, prepare final reply regarding refusal to change agent and explanation for same	0.4
12/04/23	WJB	Review T McGinn email on one potential buyer for insurance policy and canceling conference call with proposed new agent and broker	0.1
12/08/23	WJB	Review T McGinn and Coventry status report on potential sale of life insurance pollicy	0.2
12/11/23	WJB	Review email from T McGinn regarding update on communications with doctors concerning reports to provide to insurance broker	0.1
12/18/23	WJB	Telephone conference with M Baldwin regarding information needed to complete broker review of sale of insurance policy and forward partial information regarding same	0.4
12/18/23	WJB	Review insurance policy illustration and forward to M Baldwin	0.1
12/18/23	WJB	Review emails from T McGinn to M Baldwin regarding timing and McGinn perceptions regarding sale of insurance policy	0.2
12/27/23	WJB	Review email from T McGinn regarding status of medical underwriting regarding sale of life insurance policy	0.1

33474 Brown, William J. as Receiver of McGinn,
 Smith & Co., Inc., et al
 00002 Asset Disposition
 April 16, 2024

Invoice Number 1113600

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/04/24	WJB	Telephone call with T McGinn regarding potential for life insurance sale, terms and arrangements for same and forms regarding same	0.2
01/04/24	WJB	Prepare email reply to insurance policy broker concerning authority of Receiver and terms	0.1
01/04/24	WJB	Telephone conference with B Shea regarding potential tax implications of insurance policy sale	0.2
01/06/24	WJB	Review B Shea draft email to accountants regarding life insurance policy potential tax implications and sale, revise same and forward to B Shea	0.5
01/07/24	WJB	Review financial model received from T McGinn regarding sale of life insurance policy	0.1
01/08/24	WJB	Prepare email Chiampou regarding tax basis for life insurance policy and review B Shea emails regarding same	0.2
01/08/24	WJB	Review Chiampou response regarding potential tax issues with potential sale of T McGinn life insurance policy	0.2
01/09/24	WJB	TT from Timothy McGinn regarding his attempt at negotiating fee for sale of life insurance policy	0.1
01/09/24	WJB	Review multiple emails from potential purchaser regarding contract and email regarding same and made for delivery of same	0.3
01/10/24	WJB	Review Timothy McGinn life insurance policy and analyze tax accountant and server regarding tax basis and review historical record regarding same; Prep email to Timothy McGinn regarding same and review cash value and potential purchase price	0.5
01/10/24	WJB	Prep email to Timothy McGinn and Coventry regarding terms of any life insurance policy sale, limitation, restrictions and requirements for court order and prep additional email to CNE regarding preparation of being prepared to prepare asset sale motion	0.6
01/10/24	WJB	Telephone call to Timothy McGinn regarding negotiations regarding life insurance policy sale price	0.2

33474 Brown, William J. as Receiver of McGinn,
 Smith & Co., Inc., et al
 00002 Asset Disposition
 April 16, 2024

Invoice Number 1113600

Page 5 of 6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/11/24	WJB	Prep background description for CNE regarding Timothy McGinn life insurance for potential motion to sale life insurance policy; Research background fact	0.5
01/11/24	WJB	Prep email Timothy McGinn regarding receivers conditional acceptance, sale price subject to definitive documents	0.3
01/17/24	WJB	Respond to Michael Baldwin questions from potential buyer on Timothy McGinn insurance policy and research answers to questions posed	0.5
01/17/24	WJB	Research and review McGinn Smith and Co, Inc. tax basis and questions relating to insurance policy sale as effecting receivership	0.3
01/17/24	WJB	Send insurance policy profile to CNE for background information and preparation of motion	0.1
01/17/24	WJB	Prep further response to M Baldwin, a potential policy buyer, with details explanations of receivership and status of policy	0.4
01/21/24	WJB	Prep email to M Baldwin, potential buyer, regarding deadline for finalization of definitive documents or otherwise will terminate potential transaction	0.1
01/22/24	WJB	Review M Baldwin response regarding receiver decision and review follow up	0.3
01/24/24	WJB	Prep email to B Shea regarding possession of original Timothy McGinn life insurance policy and review reply and consider course of action	0.2
01/24/24	WJB	Review proposed sale agreement for Timothy McGinn life insurance policy and multiple attachments, consider possibility of closing giving multiple requested representations and conditions and prep reply email to potential buyer regarding nature of receiver sale as is whereas and buyers contract far off more not warranting efforts to try and achiever as is whereas sale	0.7
01/26/24	WJB	Review three emails from Timothy McGinn to potential buyer regarding reasons to try to attempt to as his whereas sale	0.2

33474 Brown, William J. as Receiver of McGinn,
 Smith & Co., Inc., et al
 00002 Asset Disposition
 April 16, 2024

Invoice Number 1113600

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/29/24	WJB	Teleconference National Life Insurance regarding process for surrender form and surrendering policy and consider cost and benefits of same	0.4
01/29/24	WJB	Phone call from Richard Cooper at Coventry regarding legal issues surrounding purchase of policy, as is where is sale and next steps	0.4
01/30/24	WJB	Phone call from Brian Cooper at Coventry regarding scope of potential sale order and as is where is sale	0.2
01/31/24	WJB	Review and complete surrender form for Timothy McGinn insurance policy	0.3
01/31/24	WJB	Finalize and send to National Life Surrender form	0.2
02/20/24	WJB	Review Timothy McGinn life insurance policy surrender note and prepare reply to B Shea regarding same	0.2

CURRENT FEES \$9,360.00

TOTAL AMOUNT OF THIS INVOICE \$9,360.00

PAYMENT DUE UPON RECEIPT

CATEGORY E

CASE ADMINISTRATION



Phillips Lytle LLP

Attorneys at Law
One Canalside
125 Main Street
Buffalo, NY 14203-2887
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(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
One Canalside
125 Main Street
Buffalo, NY 14203

Invoice Number 1113601
Invoice Date 04/16/24
Client Number 33474
Matter Number 00004
W J Brown

Re: CASE ADMINISTRATION

FOR PROFESSIONAL SERVICES RENDERED THROUGH FEBRUARY 29, 2024:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/01/23	WJB	Review B Shea reply regarding Pine Street lease expiration, questions on record destruction, and prepare reply regarding pending appeal and effect of same	0.2
04/04/23	WJB	Draft, revise and post to website update for investors regarding D Smith appeal argument report	0.4
04/07/23	WJB	Plan: Prepare email B Shea with Five Star Bank return rates, legal implications of Smith appeal in decision making	0.2
04/10/23	WJB	Review email from DMP regarding mcginnsmithreceiver.com website and continuation of same, consider same	0.2
04/10/23	WJB	Plan: Telephone call from B Shea regarding planning of timing issues for potential next distribution, discuss mechanism to do same and prepare email staff regarding same	0.3
04/12/23	WJB	Plan: Review report from CNE regarding summary of call with B Shea to organize next Plan distribution and treatment of claim information	0.1

33474 Brown, William J. as Receiver of McGinn,
 Smith & Co., Inc., et al
 00004 Case Administration
 April 16, 2024

Invoice Number 1113601

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/13/23	WJB	Plan: Review planning for next distribution as reported by CNE and prepare response regarding deferring timing and mechanism for preparation for next distribution	0.4
04/14/23	WJB	Plan: Continue to work on issues regarding Plan distribution timing and process	0.4
04/25/23	WJB	Prepare email B Shea regarding T McGinn life insurance policy and cash value in light of billing statement for same and course of action	0.3
04/26/23	WJB	Review draft First Quarter SFAR, analyze same and identify miscalculation and prepare email regarding correction to same	0.6
04/26/23	WJB	Review revised First Quarter SFAR, approve and sign same and forward to SEC	0.4
04/27/23	WJB	Review T McGinn life insurance policy status and prepare email to R Davis at National Life given prior unresponsiveness for policy value at current date and consider course of action regarding same	0.4
04/28/23	WJB	Review website potential update for D Smith appeal decision, prepare description and implications for same for posting	0.4
04/28/23	WJB	Telephone conference with insurance agent regarding T McGinn life insurance policy cash value, expectations and course of action regarding same, prepare email B Shea regarding same	0.5
05/01/23	WJB	Review email from B Shea regarding information response concerning T McGinn status and whereabouts	0.1
05/02/23	WJB	Prepare email DMP on follow-up regarding posting to Receiver website concerning status of Smith appeal	0.1
05/04/23	WJB	Prepare email to post website update and check and verify same	0.1

33474 Brown, William J. as Receiver of McGinn,
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 00004 Case Administration
 April 16, 2024

Invoice Number 1113601

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/17/23	WJB	Review McGinn Smith Receiver website posting for fee application and other pleadings	0.1
05/22/23	WJB	Review NYS disability notice and legal requirements to comply and prepare email B Shea with instructions regarding same	0.2
05/22/23	WJB	Review additions to Receiver's website based upon motions filed and prepare two emails to DMP regarding posting of notices and control of Receiver's website and billing for same	0.2
05/24/23	WJB	Review email regarding questions concerning Receiver bond, existence of same and prepare reply	0.2
05/30/23	CNE	Review and revise draft letter to Smith regarding fourth distribution	0.4
06/02/23	WJB	Revise letter concerning correcting professional fees and attending to filing of same and posting on website	0.3
06/06/23	WJB	Plan: Review list of updated investor information for B Shea and prepare email B Shea regarding same and updating investor information	0.2
06/07/23	WJB	Plan: Review B Shea email with concepts for fourth distribution including updated address list and updated QuickBooks with investor information	0.2
06/12/23	WJB	Review two court Orders regarding fee applications and compare to original applications for amounts and prepare email to staff and B Shea regarding same	0.3
06/12/23	WJB	Update website with current pleadings	0.1
06/14/23	WJB	Review court Orders and next steps and prepare email regarding process to accomplish same	0.4
06/14/23	WJB	Plan: Prepare email B Shea regarding steps regarding fourth distribution and establishment of reserve for alternative timing of distribution	0.3

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/14/23	WJB	Plan: Prepare email to staff regarding preparations for potential fourth distribution	0.1
06/15/23	WJB	Plan: Prepare email B Shea regarding calculating storage cost and projection timelines and timing of fourth distribution	0.3
06/15/23	WJB	Prepare and review letter to Chiampou Travis and prepare reply	0.1
06/16/23	WJB	Plan: Review B Shea further inquiry regarding Plan reserve and cost estimates including storage estimate, timeline and prepare reply	0.2
06/17/23	WJB	Plan: Prepare email B Shea regarding financial projections if no D Smith further appeal is taken	0.1
06/21/23	WJB	Review website updating for recent pleadings received and attend to same	0.1
06/23/23	WJB	Plan: Prepare multiple emails to B Shea regarding comments to financial projection and revisions to same for Plan distribution planning purposes	0.3
06/23/23	WJB	Plan: Prepare email B Shea regarding recent escheatment amount from NYS and review response and consider course of action	0.2
06/24/23	WJB	Plan: Prepare reply email B Shea regarding amount of legal fees to incorporate into projection and reasoning for same regarding fourth distribution	0.1
06/25/23	WJB	Plan: Review B Shea analysis regarding delayed distribution concept model and reasons for same and prepare comments and further requests to same	0.3
06/25/23	WJB	Prepare email B Shea regarding action needing to be taken on register.com for Alarm Traders website and follow-up regarding same	0.2

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/26/23	WJB	Plan: Prepare email B Shea regarding revisions to fourth distribution model if distribution is delayed past Smith appeals	0.2
06/26/23	WJB	Review status of case matters including receivership Order for further actions to be taken	0.1
06/27/23	WJB	Plan: Review proposed model number 2 for fourth distribution plan and consider same	0.2
06/29/23	WJB	Plan: Prepare email B Shea for further revisions to Model number 2 projection for fourth plan distribution	0.1
07/03/23	WJB	Attention to Receiver's website posting regarding K McGrath filed pleading	0.1
07/03/23	WJB	Review register.com email on action needed to be taken on domain name and prepare email B Shea regarding same	0.1
07/06/23	WJB	Review email from B Shea regarding landlord's missing check and next steps regarding reply and method for reimbursement of payment advance	0.2
07/08/23	WJB	Review B Shea email regarding landlord cashing prior lost check and prepare reply to follow up to confirm no fraudulent deposit after considering issues regarding same	0.2
07/09/23	WJB	Plan: Analyze two projections based upon different scenarios regarding fourth distribution to investors and prepare email on projected operating costs to B Shea and review reply for analysis	0.3
07/10/23	WJB	Review B Shea response regarding landlord depositing check following due diligence	0.1
07/13/23	WJB	Review new extended lease for storage and prepare reply to B Shea regarding requesting full copy for review	0.2
07/16/23	WJB	Review complete lease extension for storage facility and review legal terms and prepare email B Shea regarding authorization to execute same	0.2

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/18/23	WJB	Prepare email B Shea regarding process for new rent check for storage facility given circumstances	0.1
07/19/23	WJB	Review extended lease for signature for storage space, execute same and return to B Shea	0.1
07/25/23	WJB	Review second quarter draft SFAR, prepare email to SEC and execute SFAR for forwarding to SEC	0.6
08/09/23	WJB	Review website posting for Docket No. 1244	0.1
08/28/23	WJB	Review status of case and consider pending actions and course of action	0.1
08/28/23	WJB	Review 8/4/23 Fidelity notice regarding NFS transfer of brokerage account to Muriel Siebert on 12/12/23 for account ending in 5734, review prior emails and notices regarding same account and prepare email B Shea regarding worthless securities	0.5
09/12/23	WJB	Review Wall Street Journal article on broker deposits and implication for CDARS accounts and consider same regarding bank liquidity issues	0.4
09/12/23	WJB	Plan: Prepare email B Shea and team regarding calculation of fourth distribution amount and dealing with disallowed claims	0.2
09/13/23	WJB	Plan: Review email from CNE regarding no change on disallowed claims and updating distribution model	0.2
09/14/23	WJB	Plan: Consider B Shea recommendations on Plan distribution timing and prepare reply with December 1, 2023 deadline for issuance of all checks to allow for year-end cutoff	0.2
09/14/23	WJB	Plan: Review B Shea reply regarding infrastructure steps needed to be taken for final distribution, consider same	0.2
09/14/23	WJB	Plan: Review staff email on preparation for fourth distribution and investor updates	0.1

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/14/23	WJB	Plan: Review B Shea response regarding detailed steps for fourth distribution completion and consider same	0.2
09/14/23	WJB	Plan: Review CNE email regarding scheduling call with B Shea and staff for planning for fourth distribution	0.1
09/14/23	WJB	Plan: Prepare email to B Shea and team regarding filing of Petition of Cert and implications for fourth distribution	0.2
09/18/23	WJB	Review W Stauffer, Esq. email regarding fourth distribution and D Smith appeals and prepare legal reply regarding status of same and implications	0.3
09/20/23	WJB	Plan: Prepare email CNE regarding B Shea response regarding staff conference call regarding fourth distribution details and status	0.1
09/20/23	WJB	Plan: Review email from CNE on preparatory steps for fourth distribution irrespective of timing and allocation of responsibilities	0.2
09/22/23	WJB	Plan: Review staff email on forthcoming series of emails concerning investor loose ends and course of action regarding same; Review J&M Parker documents and Memo to File	0.2
09/22/23	WJB	Plan: Review S&B Rosenzweig Memo to File and course of action regarding claim distribution and email CNE regarding dealing with IRA beneficiary in Plan distribution	0.2
09/22/23	WJB	Plan: Review J Jones documents and forward to CNE with email concerning treatment of Trust Agreement	0.2
09/28/23	WJB	Telephone call from R Kirk regarding M Kirk and legal issues concerning probate, possible small probate and steps and legal alternatives and course of action regarding same	0.3
09/30/23	WJB	Prepare website update dealing with Smith Petition for Cert and implications for investors concerning fourth distribution, review prior relevant postings and Petition for Cert	0.5
09/30/23	WJB	Review Memo to File on J&M Parker claim and analyze same	0.2

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/02/23	WJB	Prepare website update regarding Smith petition for cert, review Supreme Court docket and rules regarding same	0.5
10/11/23	WJB	Review September 30, 2023 SFAR draft and prepare email to SEC	0.4
10/12/23	WJB	Revise September 30, 2023 SFAR and send executed version to SEC	0.4
10/24/23	WJB	Review status of website postings and Status Report Order request posting to website	0.1
10/26/23	CNE	Locate citations for Receiver status report to District Court	0.4
10/29/23	WJB	Plan: Review B Shea list of questions for formulation of Fourth Distribution and strategic steps, review Pine Street lease, life insurance policy, storage records and other matters and prepare multiple replies to same in development of budget for Fourth Distribution	0.8
10/30/23	WJB	Prepare website update to investors for denial of D Smith Petition for Cert and implications for Fourth Distribution	0.3
10/30/23	WJB	Plan: Prepare email to B Shea on update for Fourth Distribution budget including professional fees and calculate same	0.4
10/30/23	WJB	Further revise website update on denial of Petition for Cert and Fourth Distribution and arrange for posting	0.5
10/30/23	WJB	Plan: Organize and prepare for making Fourth Distribution to investors with allowed claims	0.4
10/31/23	WJB	Review T McGinn life insurance policy data and contact agent regarding possible sale of policy	0.3
10/31/23	WJB	Telephone conference with B Stevens regarding information required for sale of policy and conditions of same	0.2

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/31/23	WJB	Review life insurance policy initial sale forms for completion and consider details required and next steps	0.1
11/06/23	WJB	Review website posting for new text order on closing of estate	0.1
11/17/23	WJB	Review staff email on distribution timeline and updating of database status	0.1
11/20/23	WJB	Plan: Prepare email team regarding next steps for fourth distribution in preparation of budget and review two response from B Shea regarding same	0.5
11/20/23	WJB	Plan: Prepare follow-up emails regarding fourth distribution and final distribution deadline and reasons for same for issuance of fourth distribution checks	0.3
11/21/23	WJB	Plan: Review third distribution model budget and compare to fourth distribution model and approve same	0.4
11/21/23	WJB	Prepare reply email to B Shea regarding budget estimates for interest income and legal fees for fourth distribution planning	0.2
11/21/23	WJB	Review CNE email regarding no preferred investors receiving fourth distribution payments based upon distribution proposed percentage	0.2
11/21/23	WJB	Plan: Work on plan budgets, back-up and amounts for same and prepare email to B Shea regarding same	0.9
11/22/23	WJB	Plan: Continue work on fourth distribution budget and adjustments to same for distribution percentage	0.6
11/23/23	WJB	Plan: Review revised budget to reach 25% aggregate distribution to investors with allowed claims and approve same	0.3
11/27/23	WJB	Plan: Prepare email on relevant orders to fourth distribution including docket nos. 1133, 1165, 1229 and 1230 regarding operation of fourth distribution and send same to B Shea, CNE and staff regarding same	0.7

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/28/23	WJB	Plan: Review B Shea email requesting approval of dates for issuance of fourth distribution checks on rolling basis commencing January 22, 2024 and prepare reply regarding same	0.1
11/29/23	WJB	Plan: Prepare email B Shea regarding assumptions regarding operating expenses for budget backing up fourth distribution and review reply regarding assumptions regarding same	0.2
11/29/23	WJB	Plan: Review email from CNE regarding preferred investor schedule in connection with fourth distribution and review same	0.1
11/29/23	WJB	Plan: Review exchange and multiple emails concerning treatment of various investor claims including decedents and abandoned claims for fourth distribution	0.2
11/29/23	WJB	Plan: Review email from CNE and staff regarding claims remaining part of fourth distribution and abandoned claims which are not	0.1
11/30/23	WJB	Plan: Exchange multiple emails with B Shea and CNE regarding fourth distribution percentage given calculations used and models presented and follow-up regarding same to finalize distribution model	0.5
11/30/23	WJB	Prepare updated website description regarding fourth distribution timing for investors and review operating models regarding same and legal requirements regarding same	0.2
12/01/23	WJB	Revise website posting regarding Fourth Distribution, amount and review prior legal issues regarding same and confirm distribution percentage	0.1
12/01/23	WJB	Prepare email SEC with new website legal posting and review reply	0.1
12/06/23	WJB	Plan: Review draft Fourth Distribution letter, revise same and email staff on Fifth Status Report	0.3

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/06/23	WJB	Plan: Prepare draft outline of investor distribution process and remaining necessary steps	0.3
12/07/23	WJB	Prepare revisions to Fourth Distribution letter draft and forward to staff	0.4
12/07/23	WJB	Review Five Star secure email regarding login to approve wire transfer for funds to pay Fourth Distribution checks, review wire transfer instructions and related legal issues and send to B Shea to make appropriate inquiries	0.4
12/07/23	WJB	Prepare email M Rollins at Five Star Bank for follow-up regarding distribution account wire transfer including voicemail and telephone conference regarding same	0.4
12/07/23	WJB	Prepare email B Shea to confirm receipt of wire transfer at M&T Bank for distribution account	0.2
12/08/23	WJB	Review and approve payroll and forward to B Shea	0.1
12/09/23	WJB	Review weekly cash report	0.1
12/09/23	WJB	Review B Shea email on how to treat Forge Trust checks given acquisition of pension plan and consider same and prepare reply	0.2
12/11/23	WJB	Plan: Review first batch of Fourth Distribution checks and process used to complete and ship same, prepare email B Shea with instructions on how to ship distribution checks and timing of same	0.4
12/11/23	WJB	Review, approve and sign vendor checks and send to B Shea	0.5
12/12/23	WJB	Prepare email B Shea regarding timing of Fourth Distribution check deliveries in light of Christmas holiday	0.1
12/12/23	WJB	Plan: Review revised Fourth Distribution letter to investors	0.1
12/12/23	WJB	Review Five Star Bank CDARS customer statement and forward to B Shea	0.1

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/13/23	WJB	Plan: Review and further revise Fourth Distribution letter to investors	0.5
12/19/23	WJB	Plan: Review receipt of checks #8951-9551 and report on blank checks received at same time 9522-9652 and prepare email B Shea regarding disposition of same, review reply and process for shipment back	0.2
12/21/23	WJB	Plan: Telephone conference regarding dating checks 1/8/24 and review emails regarding remaining checks to be cut with 1/8 date and reply to same	0.4
12/21/23	WJB	Plan: Review 1/8 dated investor letter to send with 1/8 dated checks, sign and send same	0.5
12/23/23	WJB	Review B Shea email reporting on fifth and final batch of Fourth Distribution checks and number of checks and amount processed	0.1
12/28/23	WJB	Prepare email SMG regarding Shred-It invoice	0.1
12/28/23	WJB	Prepare email B Shea regarding Shred-It box count for invoicing on record destruction	0.1
01/09/24	WJB	Review and revise website description for check postings and mailings	0.4
01/13/24	WJB	Review court order 2023 draft SFAR and prep email to staff regarding preparation of finalization of same	0.2
01/16/24	WJB	Finalize 4th quarter 2023 SSAF; Sign same and forward to SEC	0.5
01/26/24	WJB	TT CNE regarding interim arrangements concerning additional plan distributions, mailings, and other activities in the next several weeks	0.1
02/01/24	WJB	Review Tomiac file and calls from family and prep email to CNE regarding legal analysis concerning joined checks and death certificate	0.4

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/02/24	WJB	Review CNE email regarding Tomiac checks and reissuance	0.1
02/02/24	WJB	Prep email to CNE regarding plan distribution issues and dealing with vendor checks	0.1
02/21/24	WJB	Consider issues surrounding issuance of replacement checks and timing for same, prep email staff regarding same	0.2
02/21/24	WJB	Review email from B Shea regarding replacement check issuance and delivery of checks regarding same	0.1
02/22/24	WJB	Review Chiampou Travis statement of services and send to B Shea for review and approval	0.2
02/23/24	WJB	Review B Shea email regarding result of review of Chiampou Statement and process	0.1

CURRENT FEES

\$20,625.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Postage WJB - Postage to Various (8) - Re: Fee Aps	52.00
Postage WJB - Postage to Various (8 pieces) - Re: Fee App	26.48
Fees VENDOR: HSBC CC IT Dept/4231; INVOICE#: 4394/042423; DATE: 4/24/2023 - GoDaddy	365.64
Fees VENDOR: HSBC CC IT Dept/4231; INVOICE#: 4394/042423; DATE: 4/24/2023 GoDaddy	20.17
Overnight Courier WJB - FedEx to William J. Brown, Esq. - Re: Case Admin	28.40
Overnight Courier KML - FedEx to Phillips Lytle (Albany Office) - Re: Case Administration	16.57

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Fees Vendor: Shred-it; Invoice#: 8005687752; Date: 5,335.15
12/25/2023

Fees Vendor: Shred-it; Invoice#: 8006305501; Date: 5,062.66
2/25/2024

CURRENT EXPENSES

10,907.07

TOTAL AMOUNT OF THIS INVOICE

\$31,532.07

PAYMENT DUE UPON RECEIPT

CATEGORY P

TAX ISSUES



Phillips Lytle LLP

Attorneys at Law
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(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
One Canalside
125 Main Street
Buffalo, NY 14203

Invoice Number 1113602
Invoice Date 04/16/24
Client Number 33474
Matter Number 00015
W J Brown

Re: TAX ISSUES

FOR PROFESSIONAL SERVICES RENDERED THROUGH FEBRUARY 29, 2024:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/07/23	WJB	Telephone call to Beth at NYS Department of Taxation and Finance regarding inquiry concerning status of Carroll Trust and review history of same including filing of final tax return	0.3
04/07/23	WJB	Prepare memo to file regarding communications with NYS Department of Taxation and Finance regarding Carroll Trust	0.2
01/14/24	WJB	Review email from B Shea regarding how to treat Livingston K1 in light of death; Consider same and prep reply	0.2

CURRENT FEES \$395.00

TOTAL AMOUNT OF THIS INVOICE \$395.00

PAYMENT DUE UPON RECEIPT

CATEGORY R

WILLIAM J. BROWN, AS RECEIVER FUNCTION



Phillips Lytle LLP

Attorneys at Law
One Canalside
125 Main Street
Buffalo, NY 14203-2887
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(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
One Canalside
125 Main Street
Buffalo, NY 14203

Invoice Number 1113603
Invoice Date 04/16/24
Client Number 33474
Matter Number 00017
W J Brown

Re: W.J. BROWN, AS RECEIVER FUNCTION

FOR PROFESSIONAL SERVICES RENDERED THROUGH FEBRUARY 29, 2024:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/01/23	WJB	Review weekly cash report	0.1
04/01/23	WJB	Review vendor checks received and prepare email B Shea regarding same	0.1
04/02/23	WJB	Review and approve payroll and prepare email regarding same	0.1
04/03/23	WJB	Review, approve and sign and distribute vendor checks	0.4
04/06/23	WJB	Telephone call from investor regarding status of case given D Smith appeal and referral to update on website	0.2
04/06/23	WJB	Review Five Star Bank CDARS maturity notice and forward to B Shea with comments	0.1
04/07/23	WJB	Review Five Star CDARS business checking account statement and forward to B Shea	0.1
04/07/23	WJB	Review F Hornung email with Five Star rollover rates for CDARS investment	0.2

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/07/23	WJB	Review B Shea email on CDARS maturity selection	0.1
04/07/23	WJB	Prepare email F Hornung regarding rate decision in light of D Smith Appellate decision	0.2
04/08/23	WJB	Review weekly cash report	0.1
04/10/23	WJB	Consider length of Five Star Bank CDARS renewal in light of legal circumstances, review two emails from F Hornung at Five Star and B Shea response regarding tenor and prepare email response to F Hornung	0.3
04/10/23	WJB	Telephone call from G Conn on behalf of J Conn regarding change of address confirmation, telephone call to staff regarding same	0.2
04/10/23	WJB	Prepare email B Shea regarding NFS statement	0.1
04/10/23	WJB	Review March 2023 CDARS statement and forward to B Shea	0.1
04/10/23	WJB	Review additional email from F Horning with additional short-term rates for CDARS	0.2
04/11/23	WJB	Review and send to B Shea M&T Bank statements for 8601 and 0649 accounts plus Distribution Account	0.3
04/14/23	WJB	Review, approve and reply to B Shea regarding payroll	0.1
04/15/23	WJB	Review weekly cash report	0.1
04/18/23	WJB	Review M&T Bank account analysis statement and forward to B Shea	0.1
04/18/23	WJB	Review email from D Wetzel regarding status of claim	0.1
04/19/23	WJB	Review email from J Hertzberg regarding fourth distribution and prepare reply regarding referral to Receiver website and provide status	0.2

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/22/23	WJB	Review weekly cash report	0.1
04/24/23	WJB	Review status of First Quarter SFAR report	0.1
04/25/23	WJB	Prepare email B Shea regarding preparation of First Quarter SFAR	0.1
04/25/23	WJB	Review CDARS statement regarding banks for new placement	0.1
04/25/23	WJB	Review Five Star money market bank account statement and forward to B Shea for reconciliation and posting	0.1
04/28/23	WJB	Telephone call from Chicago area investor regarding status of potential fourth distribution	0.1
04/29/23	WJB	Review weekly cash report	0.1
04/30/23	WJB	Review and approve payroll and send email to B Shea	0.1
04/30/23	WJB	Consider options concerning T McGinn life insurance policy, review prior emails for information and address, and prepare email B Shea regarding soliciting information for potential alternatives	0.2
05/02/23	WJB	Telephone call from R Zapletal regarding status of fourth distribution, October 2022 letter questions, and website referral	0.1
05/03/23	WJB	Review, approve and sign vendor bills and distribute same	0.4
05/04/23	WJB	Review Five Star CDARS business checking account statement and forward to B Shea for reconciliation and posting	0.1
05/06/23	WJB	Review financial report from B Shea and prepare reply regarding same	0.1
05/06/23	WJB	Review weekly cash report	0.1

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/08/23	WJB	Review maturity dates of various CDARS investments for new investment and corresponding interest rates, consider same and prepare email B Shea regarding same	0.3
05/09/23	WJB	Review letter from B Forgea on status of fourth distribution and prepare reply and message to staff	0.1
05/09/23	WJB	Review Five Star CDARS maturity date notice, Five Star April statement, three M&T Bank account statements and forward all to B Shea for reconciliation and posting	0.2
05/10/23	WJB	Review email from J Lawson with questions on Smith appeal and prepare reply	0.2
05/11/23	WJB	Telephone call from B DeLuca with regard to A DeLuca claim, timing of fourth distribution and relevant issues respecting same	0.2
05/11/23	WJB	Review email from J Lawson and prepare reply to follow-up email regarding Smith appeal litigation and funding of same	0.2
05/12/23	WJB	Review and approve payroll and forward to B Shea	0.1
05/13/23	WJB	Review weekly cash report	0.1
05/15/23	WJB	Telephone call from J McHugh regarding IRA distribution and changes regarding same and prepare email staff regarding same	0.3
05/16/23	WJB	Review M&T Bank account analysis statement and forward to B Shea	0.1
05/18/23	WJB	Review and approve reply letter to questions from B Forgea	0.1
05/19/23	WJB	Review letter from J McHugh regarding IRA distribution letters, prior and current requested changes and prepare email staff regarding same	0.2
05/20/23	WJB	Review weekly cash report	0.1

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/22/23	WJB	Adjust J McHugh IRA payment distribution facts based upon recent communications	0.1
05/22/23	WJB	Review Five Star CDARS statement and forward to B Shea for reconciliation and posting	0.1
05/22/23	WJB	Review Five Star new account notice based upon maturing account and forward to B Shea	0.1
05/22/23	WJB	Review NYS Insurance Fund policy notice	0.1
05/26/23	WJB	Review and approve payroll and forward email to B Shea	0.1
05/27/23	WJB	Review weekly cash report	0.1
05/30/23	WJB	Review staff email regarding J Conn address notification	0.1
06/02/23	WJB	Prepare email B Shea regarding vendor checks	0.1
06/03/23	WJB	Review, approve and sign vendor checks and distribute same	0.4
06/03/23	WJB	Review weekly cash report	0.1
06/06/23	WJB	Review Five Star business checking statement and prepare email B Shea regarding same	0.1
06/06/23	WJB	Prepare email regarding NYS insurance premium to B Shea and review reply	0.1
06/09/23	WJB	Review M&T Bank statements for distribution account and Alarm Traders checking and forward to B Shea for reconciliation and posting	0.2
06/10/23	WJB	Review weekly cash report	0.1
06/10/23	WJB	Review and approve payroll and forward to B Shea	0.1
06/10/23	WJB	Review NYS Insurance Fund check and compare to invoice, approve same and prepare reply	0.1

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/12/23	WJB	Telephone call from D Storz regarding J Storz claim concerning explanation of potential fourth distribution, discussion of October 2022 letter, status of current Smith litigation and appeal and likely timing of fourth distribution	0.2
06/12/23	WJB	Telephone call from Mrs. Kogan regarding October letter and potential fourth distribution and discussion of status of Smith appeal	0.2
06/12/23	WJB	Review B Shea and staff emails regarding bank account balances	0.1
06/13/23	WJB	Review M&T Bank statements for checking account and account analysis statement and forward to B Shea for reconciliation and posting	0.2
06/13/23	WJB	Review Five Star CDARS account statement and forward to Shea for reconciliation and posting	0.1
06/13/23	WJB	Prepare memo to file and telephone call from Mrs. Kogan regarding status of fourth distribution and reasons for same	0.2
06/14/23	WJB	Review B Shea email on storage cost projection, maintenance of storage and life insurance policy value and prepare reply	0.2
06/17/23	WJB	Review weekly cash report	0.1
06/17/23	WJB	Prepare email B Shea regarding NYS disability fund check and mailing of same	0.1
06/23/23	WJB	Review Order at Docket No. 96 regarding bond requirement issues	0.2
06/24/23	WJB	Review weekly cash report	0.1
06/24/23	WJB	Review payroll request, approve same and forward email to B Shea	0.1
07/01/23	WJB	Review weekly cash report	0.1

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/01/23	WJB	Review email from B Shea regarding mailed checks and lease renewal process	0.1
07/03/23	WJB	Telephone call from M Purino regarding A Purino claim and course of action with direction and prepare email to staff regarding same	0.3
07/05/23	WJB	Review vendor checks, approve and sign same, and prepare email regarding same	0.3
07/06/23	WJB	Review Five Star Bank business checking account statement and forward to B Shea for reconciliation and posting	0.1
07/06/23	WJB	Review NFS statement and forward to B Shea	0.1
07/08/23	WJB	Review weekly cash report	0.1
07/09/23	WJB	Review and approve payroll and prepare email B Shea regarding same	0.1
07/10/23	WJB	Renew NYS Insurance Fund payroll verification request and prepare email and forward to B Shea for reconciliation	0.1
07/10/23	WJB	Review M&T Bank distribution account statement and forward to B Shea for reconciliation and posting	0.1
07/10/23	WJB	Review M&T Bank 0649 account statement and forward to B Shea for reconciliation and posting	0.1
07/10/23	WJB	Review M&T Bank 8601 account statement and forward to B Shea for reconciliation and posting	0.1
07/14/23	WJB	Review NYS Insurance Fund letter on payroll reporting and forward to B Shea for completion	0.1
07/15/23	WJB	Review weekly cash report	0.1
07/19/23	WJB	Review and approve payroll and prepare email B Shea regarding same	0.1

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07/22/23	WJB	Review weekly cash report	0.1
07/24/23	WJB	Review June 2023 CDARS statement and forward to B Shea for reconciliation and posting	0.1
07/24/23	WJB	Review M&T account analysis statement and forward to B Shea	0.1
07/24/23	WJB	Review T McGinn National Life insurance statement and forward to B Shea for reconciliation	0.1
07/25/23	WJB	Review email from F Hornung at Five Star Bank with maturity details for CDAR maturity the week of August 7 and new rates	0.1
07/29/23	WJB	Review weekly cash report	0.1
08/01/23	WJB	Review, approve and sign vendor checks and forward to B Shea	0.4
08/04/23	WJB	Review and approve payroll and forward to B Shea	0.1
08/05/23	WJB	Review weekly cash report	0.1
08/05/23	WJB	Review email from B Shea regarding reporting dates for financial reports and statements	0.1
08/07/23	WJB	Review email from Five Star Bank regarding CDARS renewal, tenor and proposed rates, consider same	0.2
08/07/23	WJB	Review Five Star CDARS statement and forward to B Shea for reconciliation and posting	0.1
08/07/23	WJB	Review Five Star commercial checking account statement and forward to B Shea for reconciliation and posting	0.1
08/07/23	WJB	Review M&T account statement for #8601 and forward to B Shea for reconciliation and posting	0.1

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08/07/23	WJB	Review M&T account statement for #0649 and forward to B Shea for reconciliation and posting	0.1
08/08/23	WJB	Review and consider Five Star investment rate decision and prepare email Five Star officer comparing dates and return on investment	0.4
08/08/23	WJB	Review M&T Bank distribution account statement and forward to B Shea for reconciliation and posting	0.1
08/09/23	WJB	Review Five Star maturity notice and email from B Shea regarding same	0.1
08/14/23	WJB	Prepare email staff regarding attaching statements and requiring attachment to bank statements for review	0.1
08/14/23	WJB	Review M&T Bank account analysis statement and forward to B Shea	0.1
08/14/23	WJB	Review Five Star Bank July statement and forward to B Shea for reconciliation and posting	0.1
08/14/23	WJB	Prepare email B Shea regarding need to review recently received Fidelity notice regarding transfer of account for further analysis	0.1
08/18/23	WJB	Telephone message from B DeLuca regarding status of McGinn Smith Fourth Distribution and D Smith appeal	0.1
08/19/23	WJB	Review weekly cash report and email on amount remaining on T McGinn life insurance policy as to cash value	0.1
08/20/23	WJB	Review and approve payroll and forward to B Shea	0.1
08/21/23	WJB	Telephone call to B DeLuca for reply discussion on Fourth Distribution timing and D Smith appeal	0.1
08/26/23	WJB	Review weekly cash report	0.1
08/28/23	WJB	Telephone call to B DeLuca regarding status of fourth distribution and D Smith appeal	0.2

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08/29/23	WJB	Review M&T Bank letter on security transactions concerning website failures and forward to B Shea	0.1
08/29/23	WJB	Review Five Star Bank notice concerning new CDARS investment statement	0.1
08/29/23	WJB	Review Five Star new account notice and forward to B Shea	0.1
08/29/23	WJB	Review National Life annual statement regarding T McGinn life insurance policy and forward to B Shea	0.2
08/29/23	WJB	Review B Shea notice of vacation time, calendar same and prepare reply	0.1
08/31/23	WJB	Review and approve payroll and forward to B Shea	0.1
09/02/23	WJB	Review weekly cash report	0.1
09/04/23	WJB	Prepare email B Shea regarding value of T McGinn life insurance policy cash surrender value and payment of premiums	0.1
09/05/23	WJB	Review Five Star Banking business checking account statement and forward to B Shea for reconciliation and posting	0.1
09/05/23	WJB	Review NYS disability insurance fund credits and prepare email B Shea regarding same	0.1
09/05/23	WJB	Voicemail from J Hurtt regarding fourth distribution status and prepare letter in response to same, review same and send	0.3
09/09/23	WJB	Review weekly cash report	0.1
09/11/23	WJB	Review weekly cash report	0.1
09/11/23	WJB	Review NYS Insurance Fund statement and credit balance and prepare email B Shea regarding same	0.2

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09/11/23	WJB	Review M&T distribution account statement and forward to B Shea for reconciliation and posting	0.1
09/11/23	WJB	Review M&T bank account (0649) and forward to B Shea for reconciliation and posting	0.1
09/11/23	WJB	Review M&T bank account (8601) and forward to B Shea for reconciliation and posting	0.1
09/11/23	WJB	Review Five Star Bank CDARS account statement and forward to B Shea for reconciliation and posting	0.1
09/18/23	WJB	Review payroll, approve same and prepare e-mail B Shea regarding same	0.1
09/19/23	WJB	Review M&T account analysis statement and forward to B Shea	0.1
09/23/23	WJB	Review weekly cash report	0.1
09/25/23	WJB	Review B Shea email on website update concerning Smith Petition for Cert and prepare reply	0.1
09/26/23	WJB	Review and approve payroll and forward to B Shea	0.1
09/30/23	WJB	Review B Shea email regarding delayed weekly cash report and prepare reply to same	0.1
10/02/23	WJB	Review vendor checks, approve and sign same and prepare email B Shea regarding same	0.2
10/03/23	WJB	Review weekly cash report	0.1
10/06/23	WJB	Review Five Star CDARS business checking account statement and forward to B Shea for reconciliation and posting	0.1
10/06/23	WJB	Review NFS statement and forward to B Shea	0.1
10/07/23	WJB	Review weekly cash report	0.1

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10/10/23	WJB	Review M&T distribution account statement and forward to B Shea for reconciliation and posting	0.1
10/10/23	WJB	Review M&T 8601 account statement and forward to B Shea for reconciliation and posting	0.1
10/10/23	WJB	Review M&T 0649 account statement and forward to B Shea for reconciliation and posting	0.1
10/10/23	WJB	Review Five Star Bank CDARS account statement for new investment and forward to B Shea for reconciliation and posting	0.1
10/15/23	WJB	Review weekly cash report	0.1
10/15/23	WJB	Review and approve payroll and forward to B Shea	0.1
10/17/23	WJB	Review M&T Bank account analysis and forward to B Shea	0.1
10/21/23	WJB	Review weekly cash report	0.1
10/24/23	K-K	Docket deadline to file joint status report	0.2
10/25/23	WJB	Prepare emails to B Shea on M&T Bank positive pay commencement on additional account, including review of M&T reply regarding same	0.3
10/25/23	WJB	Review and prepare reply to M&T Bank on positive pay application to additional account	0.1
10/25/23	WJB	Telephone conference with M&T Bank personnel regarding positive pay and activation on account and prepare email confirming same	0.3
10/25/23	WJB	Telephone message from L Pollock regarding change of address process and prepare email to staff regarding same	0.1
10/25/23	WJB	Review and prepare email to B Shea with National life insurance policy bill for T McGinn	0.1

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10/26/23	WJB	Review B Shea email regarding implementation of positive pay at M&T Bank and timing of same	0.3
10/28/23	WJB	Review weekly cash report	0.1
10/29/23	WJB	Review and approve payroll and forward to B Shea	0.1
11/02/23	WJB	Prepare email B Shea regarding receipt of vendor checks	0.1
11/04/23	WJB	Review weekly cash report	0.1
11/04/23	WJB	Prepare email B Shea reporting on an and explaining text order on entry of final judgments and report to court on same	0.1
11/06/23	WJB	Review email from Five Star Bank regarding potential eight-week CDARS renewal and lack of eight-week product and decision on how to arrange renewal	0.2
11/06/23	WJB	Prepare email B Shea on skimming stored files in gap period	0.2
11/06/23	WJB	Review email from Five Star Bank regarding available investment products for additional four or twelve week period and prepare reply approving four week investment	0.2
11/06/23	K-K	Docket deadline for Receiver to file final judgment	0.2
11/07/23	WJB	Review three M&T Bank statements for distribution account, 0649 account and 8601 account and forward to B Shea for reconciliation and posting	0.3
11/07/23	WJB	Review detailed email from B Shea on record destruction plan	0.2
11/10/23	WJB	Review, approve and forward payroll to B Shea	0.1
11/11/23	WJB	Review weekly cash report	0.1
11/12/23	WJB	Review email from B Shea regarding checks received and sending reimbursement check for envelopes for the fourth distribution	0.1

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/13/23	WJB	Review B Shea email on number of boxes and records for shredding and removal and plans for same	0.1
11/14/23	WJB	Review M&T Bank account analysis statement and forward to B Shea	0.1
11/14/23	WJB	Review Five Star Bank CDARS account statement and forward to B Shea for reconciliation and posting	0.1
11/17/23	WJB	Review email from B Shea regarding storage facility entry status and arrangements	0.1
11/17/23	WJB	Review email from B Shea regarding potential donation of wall print	0.1
11/18/23	WJB	Review weekly cash report	0.1
11/18/23	WJB	Review B Shea questions on strategy on selling T McGinn life insurance policy and alternatives and prepare reply regarding same	0.2
11/18/23	WJB	Prepare email B Shea regarding reimbursement check for envelopes and checks for fourth distribution	0.1
11/20/23	WJB	Review and send final CDARS statement for account 9873	0.1
11/21/23	WJB	Prepare email SMG on timing for arrival of shredded for records destruction	0.1
11/21/23	WJB	Prepare email B Shea regarding plan to surrender life insurance policy and effect on fourth distribution budget and legal fees already being included	0.2
11/22/23	WJB	Review W Stauffer inquiry email regarding fourth distribution and prepare reply regarding scheduled update on Receiver's website regarding fourth distribution	0.2
11/22/23	WJB	Prepare email CAM2 to adjust website misorder after reviewing same	0.2

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/22/23	WJB	Review SMG and B Shea emails on pick-up materials to be shredded, arrangements for same	0.1
11/22/23	WJB	Review status email regarding access to storage property for destruction of records	0.1
11/24/23	WJB	Review and approve payroll and forward to B Shea	0.1
11/25/23	WJB	Review weekly cash report	0.1
11/26/23	WJB	Review J Losson investor inquiry and distribution status and prepare reply to same	0.2
11/26/23	WJB	Prepare reply to CNE regarding treatment of J Parker distribution following review of legal status memo	0.2
11/27/23	WJB	Review NYSIF renewal policy information and forward to B Shea	0.1
11/27/23	WJB	Review and respond to multiple emails concerning arrangements for records shredding at Albany storage facility including telephone conferences to vendor regarding arrangements, contract and approval of same	0.4
11/27/23	WJB	Review email from B Shea regarding alerting PL Albany office of possible contact from shredding company and prepare emails regarding such notifications	0.2
11/28/23	WJB	Review and respond to multiple emails concerning shredding arrangements and pick-up of records for destruction at Albany storage facility	0.2
11/29/23	WJB	Review latest email from shredding company concerning process for shredding of materials	0.1
12/02/23	WJB	Review weekly cash report	0.1
12/03/23	WJB	Prepare letter to M&T Bank requesting transfer of funds between accounts and closing of single checking account	0.4

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/03/23	WJB	Prepare multiple emails to Five Star Bank regarding liquidation of CDARS investment in order to make Fourth Distribution and liquidating of CDARS checking account and transfer to M&T	0.3
12/04/23	WJB	Review email regarding S Hillman claim and voicemail message regarding same concerning response to questions regarding claim	0.2
12/04/23	WJB	Review B Forgea letter and prepare reply regarding Fourth Distribution	0.2
12/04/23	WJB	Telephone call with S Hillman regarding claim and distribution explanation	0.2
12/04/23	WJB	Review email from Five Star Bank regarding wire transfer information request	0.1
12/04/23	WJB	Prepare email M&T Bank requesting wire transfer instructions for CDARS proceeds	0.1
12/04/23	WJB	Prepare email Five Star Bank with wire instructions and confirmation of details for liquidation of CDARS investment	0.1
12/04/23	WJB	Prepare reply email to B Shea on paying insurance installments given liquidating of receivership	0.1
12/05/23	WJB	Review B Shea email regarding Shred-It invoice and how to pay and prepare reply regarding same	0.1
12/06/23	WJB	Review A Bard from M&T Bank email on interest on newly deposited funds, calculate duration and prepare ply	0.2
12/06/23	WJB	Review draft letter to M&T Bank on account closure and movement of funds and finalize same	0.2
12/06/23	WJB	Review Five Star wire transfer confirmation confirming wire address and prepare reply regarding same	0.1
12/06/23	WJB	Review wire transfer confirmation from M&T Bank and account being closed and funds transferred	0.2

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12/06/23	WJB	Review Five Star Bank money market CDARS checking account statement and send to B Shea for reconciliation and posting	0.1
12/07/23	WJB	Review NYS disability policy statement and forward to B Shea for issuance of premium check	0.2
12/12/23	WJB	Review M&T Bank statement for 0649 account and forward to B Shea for reconciliation and possting	0.1
12/12/23	WJB	Review M&T Bank 8601 account and forward to B Shea for reconciliation and posting	0.1
12/12/23	WJB	Review M&T Bank distribution account statement and forward to B Shea for reconciliation and posting	0.1
12/12/23	WJB	Review Five Star Bank CDARS maturity notice and forward to B Shea	0.1
12/12/23	WJB	Prepare email B Shea for information request for preparation of Seventh Written Status Report	0.1
12/16/23	WJB	Review weekly cash report	0.1
12/18/23	WJB	Review NYS Insurance Fund check, approve same and email B Shea regarding same	0.2
12/18/23	WJB	Review M&T Bank account analysis statement and forwad to B Shea	0.1
12/18/23	WJB	Review, approve and sign Fourth Distribution checks #7529-7744 and forward for preparation for recording and delivery to investors	2.9
12/18/23	WJB	Review receipt of checks #8494-8950 upon receipt and prepare email B Shea regarding same	0.1
12/19/23	WJB	Review, approve and sign Fourth Distribution checks #7745-8021, organize and send same	3.1

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12/20/23	WJB	Review, approve and sign Fourth Distribution checks #8022-8218 and send same	4.8
12/21/23	WJB	Review, approve and sign, along with verifying Fourth Distribution checks #8219-8493 and send same	2.9
12/23/23	WJB	Review weekly cash report	0.1
12/23/23	WJB	Review B Shea email on completing Pine Street storage clean-out and assistance with doing so and prepare reply regarding qualifications and confidentiality regarding same	0.2
12/26/23	WJB	Review and approve payroll and forward to B Shea	0.1
12/27/23	WJB	Review receipt of Fourth Distribution checks and vendor checks and prepare email B Shea regarding same	0.2
12/27/23	WJB	Review, approve, sign and verify Fourth Distribution checks #8494-8688 and send same	2.9
12/27/23	WJB	Prepare email staff and B Shea regarding shipment of checks #8494-8688	0.1
12/27/23	WJB	Review B Shea report on completion of final clean-out of Pine Street storage and arrangements for additional shredding bins from vendor	0.3
12/28/23	WJB	Review, approve, sign and verify Fourth Distribution Plan Checks #9522-9870 and send same	4.9
12/28/23	WJB	Prepare email staff and B Shea regarding shipment of checks #9522-9870	0.3
12/29/23	WJB	Review account overdraft notice resulting from ACH charge from Five Star Bank regarding CDARS checking account following closing of account and prepare email to Five Star banker regarding resolving same	0.2
12/30/23	WJB	Review weekly bank account report	0.1

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01/01/24	WJB	Review two Five Star Bank CDARS account statements on closure of account and resulting overdraft notice, prepare email B Shea regarding same	0.2
01/02/24	WJB	Deal with issues resulting from closure of Five Star CDARS account and clearing checking account statement	0.1
01/03/24	WJB	Review, sign and approve Fourth Distribution checks 8705-8950 and prepare email regarding signing and sending of same noting that Check 8950 is not on Schedules	3.8
01/03/24	WJB	Review, sign and approve Fourth Distribution checks 8951-9143 and prepare email regarding sending of same	2.7
01/04/24	WJB	Review, sign and approve Fourth Distribution checks 9144-9353 and prepare email regarding same	2.8
01/04/24	WJB	Review, approve and prepare email regarding payroll	0.1
01/06/24	WJB	Review payroll amounts	0.1
01/06/24	WJB	Review weekly cash report	0.1
01/07/24	WJB	Review, sign and approve Fourth Distribution checks 9354-9521 and prepare email regarding same	3.1
01/08/24	WJB	Review tracking evidence and confirm checks 8951-9143 were received	0.1
01/08/24	WJB	Review M&T Bank account statement for 8601 account and forward to B Shea for reconciliation and posting	0.1
01/08/24	WJB	Review M&T Bank Distribution Account statement and forward to B Shea for reconciliation and posting	0.1
01/08/24	WJB	Review NYS Disability letter regarding request for payroll information and forward to B Shea for completion	0.1
01/08/24	WJB	Review NFS statement and forward to B Shea for information purposes only	0.1

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01/08/24	WJB	Review Siebert statement and forward to B Shea for information purposes only	0.1
01/09/24	WJB	Review email confirming receipt of checks 9149-9521	0.1
01/09/24	WJB	Review B Shea email on Five Star Bank balance and course of action	0.1
01/09/24	WJB	Deal with Michael and Patricia Chapnik returned letter, checks and process and prep reply	0.2
01/13/24	WJB	Review weekly cash report	0.1
01/14/24	WJB	Review emails from B Shea and prep reply regarding Seibert financial Advisor as takeover from NSF	0.2
01/16/24	WJB	Review FSB account closing notice and send to B Shea	0.1
01/16/24	WJB	Review M&T bank account analysis statement and forward to B Shea	0.1
01/16/24	WJB	Review M&T bank account 0649 and forward to B Shea for reconciliation and posting	0.1
01/17/24	WJB	Telephone call to Angela Corsello regarding check address change and respond regarding same	0.2
01/17/24	WJB	Review emails regarding ordering additional shredding bins or destruction of file records at storages site and approve same	0.2
01/17/24	WJB	Review and approve payroll prep email to B Shea regarding same	0.1
01/19/24	WJB	Review Steven Foot email on check payee, TT staff regarding same and prep email reply regarding status	0.3
01/22/24	WJB	Prep 2 emails to staff regarding Steven Foot checks; Review reply and confirm	0.2

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01/22/24	WJB	Prep email to staff regarding Diana Gentile check and prep reply regarding holding check pending receipt of direction letter	0.2
01/22/24	WJB	Review staff recommendation on mailing foreign checks in one envelope; Consider same and prep reply instructions	0.3
01/22/24	WJB	Prep email to staff regarding Angela Corsello check status	0.1
01/22/24	WJB	Review B Shea email on reissues check status; Prep reply on dating and sending and prep final email with deadline for accomplishing same	0.2
01/22/24	WJB	Follow up email to Steven Foot and m Doyle check payments to staff	0.1
01/22/24	WJB	Tephone call from Vincent Gentile regarding IRA address; Update and check on status of check	0.2
01/23/24	WJB	Received voice mail from Kevin Lickis wire regarding a state of Andrews and prep email to CNE regarding follow up regarding same	0.2
01/23/24	WJB	Multiple telephone calls from J. Sack regarding status as investor, research same and communicate with staff and two TT's to J. Sack regarding schedules and status of claim after investigation	0.3
01/23/24	WJB	Review CNE email regarding state of Andrews as to whether final distribution and prep reply regarding no definitive decision pending near end	0.2
01/23/24	WJB	Review weekly cash report including clearing of approximately \$187,000 and fourth plan distribution checks	0.2
01/23/24	WJB	Review status of Chapnik returned envelope and prep email with instructions and questions regarding same	0.2
01/23/24	WJB	Prep email to B Shea regarding status of distribution to Angela Corsello; Review reply regarding status	0.2

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 00017 W.J. Brown, as Receiver Function
 April 16, 2024

Invoice Number 1113603

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/26/24	WJB	Review Gentile letter concerning IRA transfer and approve same	0.1
01/26/24	WJB	Review email from Vincent Gentile regarding inquiry as to status of transfer and prep reply regarding having approved same	0.1
01/26/24	WJB	Prep email to staff regarding follow up on Chapnik returned mail and next action step	0.1
01/26/24	WJB	Review emails and telephone call from Brian Shea regarding Rosenzweig checks and potential misdirection at IRA depository; Issue direction to void all checks; Telephone call from Brian Shea and discuss regarding same; Telephone call to follow up with CNE by email and phone call	0.3
01/26/24	WJB	Prep mail to staff with direction on how to handle Chapnick returned letter and follow regarding same	0.1
01/27/24	WJB	Review weekly cash report	0.1
01/28/24	WJB	Review and respond to email with B Shae regarding operating checks and corrected distribution checks, delivery and timing	0.2
01/29/24	WJB	Review and respond to emails concerning Rosenweig check delivery and payee and necessary attention to same	0.2
01/29/24	WJB	Review William Stauffer email regarding estate checks and respond regarding inability to make payment to beneficiaries and suggestion regarding same	0.3
01/29/24	WJB	Phone call from investor regarding extended discussion of process for address change and follow up regarding distribution checks	0.2
01/29/24	WJB	Phone call from Beverly Rubin at Raymond James on behalf of investor concerning purpose of fourth distribution checks	0.2
01/29/24	WJB	Phone call from Gary VonGlinow regarding distribution checks in relation to IRA at Swab and discussion of Coventry insurance	0.4

33474 Brown, William J. as Receiver of McGinn,
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 00017 W.J. Brown, as Receiver Function
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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/29/24	WJB	Review emails from Brian Shae and CNE regarding Fisher check deliver and follow up	0.1
01/30/24	WJB	Phone call from Mrs. Matson regarding joint check, death certificate then process regarding same, prep email to CNE regarding procedure and review our record and review reply	0.4
01/31/24	WJB	Review, approve and send to Brian Shae payroll approval	0.1
02/01/24	WJB	Review email from CNE regarding Kennett Farms dissolution and effect on issuance of distribution checks, consider same and prepare reply	0.2
02/01/24	WJB	Review, approve and sign replacement plan distribution checks and deliver same	1.1
02/01/24	WJB	Review, approve and sign and deliver vendor checks	0.5
02/03/24	WJB	Review weekly cash report	0.1
02/05/24	WJB	Review CNE email regarding death certificate for James Mattson and updating status	0.1
02/05/24	WJB	Attend to various plan distribution detail and status of various actions	0.2
02/06/24	WJB	Telephone conference message from Neil Manaci and prepare email to CNE regarding request to call regarding plan distribution issues	0.2
02/06/24	WJB	Review CNE email and Brian Shae reply regarding Neil Manaci distribution checks	0.1
02/10/24	WJB	Review weekly cash report	0.1
02/11/24	WJB	Review voicemail from P Chapnick and prepare email CNE regarding Fourth Distribution and effect of change of address and follow-up steps	0.2

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 Smith & Co., Inc., et al
 00017 W.J. Brown, as Receiver Function
 April 16, 2024

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/12/24	WJB	Review Five Star and M&T bank 2023 1099's and forward to B Shae for purposes of tax return completion	0.2
02/12/24	WJB	Telephone conference with Harvey Cohen and administrator and prep email to CNE regarding follow up on distribution checks	0.2
02/12/24	WJB	Review voice mail from Megan Rogers regarding Mr. Starr requesting the issuance of distribution checks and prepare email CNE with facts, advice and course of action	0.3
02/13/24	WJB	Review voice mail from Michael Lawson regarding multiple address changes, impact on Fourth Distribution checks and prep fact memo to CNE regarding follow up regarding same	0.3
02/14/24	WJB	Review email Vincent Gentile regarding follow up on distribution checks and corrections regarding same, review reply regarding CNE, and review CNE email to Vincent Gentile regarding action steps regarding distribution checks	0.2
02/14/24	WJB	Prep email CNE regarding process to follow regarding Harry Cohen checks in light of no letters	0.3
02/14/24	WJB	Email from CNE regarding Ryan Rodgers report	0.1
02/15/24	WJB	Review approve and forward payroll to B Shae	0.1
02/16/24	WJB	Review Five Star bank statement and forward to B Shea	0.1
02/16/24	WJB	Review M&T Bank stop payment statement for fourth distribution checks which needs to be revised to forward to B Shea	0.1
02/16/24	WJB	Review M&T 8601 Statement and forward to B Shea for reconciliation and posting	0.1
02/16/24	WJB	Review email from Vincent Gentile regarding success in revised distribution checks	0.1
02/17/24	WJB	Review weekly cash report	0.1

33474 Brown, William J. as Receiver of McGinn,
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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/18/24	WJB	Prep email to CNE regarding Mrs. Bejan call regarding distribution checks and course of action	0.2
02/19/24	WJB	Review CNE email on Mrs. Bejan trust changes and check issuance for Fourth Distribution based upon same	0.2
02/24/24	WJB	Review B Shea email regarding tax return extension and reasons for same and consider status	0.2
02/24/24	WJB	Review weekly cash report	0.1
02/29/24	WJB	Prepare reply email to CNE regarding Nancy Schneider estate	0.1
02/29/24	WJB	Prepare reply email to CNE regarding approval reissuances of Schneider estate check after consideration	0.1

CURRENT FEES \$47,952.00

TOTAL AMOUNT OF THIS INVOICE \$47,952.00

PAYMENT DUE UPON RECEIPT

CATEGORY S

SEC vs. MCGINN SMITH & Co., INC., ET AL.



Phillips Lytle LLP

Attorneys at Law
One Canalside
125 Main Street
Buffalo, NY 14203-2887
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
One Canalside
125 Main Street
Buffalo, NY 14203

Invoice Number 1113604
Invoice Date 04/16/24
Client Number 33474
Matter Number 00018
W J Brown

Re: SEC V MCGINN SMITH & CO., INC., ET AL

FOR PROFESSIONAL SERVICES RENDERED THROUGH FEBRUARY 29, 2024:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/07/23	WJB	Review D Stoelting email with Smith Second Circuit decision, review same and consider implications	0.5
04/07/23	WJB	Prepare email PL Team regarding Second Circuit decision and implications	0.2
04/07/23	CNE	Review Second Circuit Order denying Smith appeal	0.2
04/10/23	WJB	Prepare email question to D Smith counsel regarding whether an appeal is planned and consider same	0.4
04/12/23	WJB	Review denial of stay memorandum in Boy Scouts case as relevant to D Smith appeal and lack of stay	0.4
05/16/23	WJB	Prepare follow-up email to SEC regarding pending issues and review response from D Stoelting	0.1
05/30/23	WJB	Consider and prepare draft letter to Smith counsel regarding Fourth Distribution and reasons for same	0.7

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/31/23	WJB	Review and send draft D Smith Fourth Distribution letter to SEC for information	0.2
05/31/23	WJB	Review email from D Stoelting regarding Smith appeal and consider same and prepare reply regarding evaluation	0.2
06/05/23	WJB	Prepare draft letter to J Weddle, Esq. and revise regarding commencement of fourth distribution and intention to do so; Review dockets and review Plan approval order	0.8
06/05/23	WJB	Review revised final version of letter to J Weddle, Esq. and prepare email to J Weddle regarding same	0.3
06/14/23	WJB	Prepare draft pleading of notice regarding fourth distribution to investors with allowed claims	0.6
06/14/23	WJB	Prepare email to staff regarding US postal mailing of letter to J Weddle, Esq. and follow-up regarding same	0.1
06/20/23	WJB	Review email from D Stoelting regarding en banc decision from Second Circuit concerning D Smith and prepare reply regarding issuance of mandate	0.3
06/20/23	WJB	Review Second Circuit en banc decision and review mandate and dockets and consider course of action regarding same	0.3
06/20/23	CNE	Review appellate filing on district court docket	0.1
06/21/23	WJB	Further review denial of petition for rehearing in D Smith appeal and consider consequences of same in relation to fourth distribution	0.3
06/21/23	WJB	Prepare email CNE regarding en banc decision in D Smith appeal and consequences of same	0.1
06/21/23	WJB	Prepare further revisions to draft Notice concerning fourth distribution and letter to J Weddle, Esq.	0.4
06/22/23	WJB	Prepare further and final revisions to Notice pleading concerning potential fourth distribution	0.3

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/22/23	CNE	Review petition for en banc rehearing	0.3
06/30/23	WJB	Review motion to withdraw by K McGrath, Esq.; Prepare email CNE regarding same and prepare email K McGrath regarding same	0.2
07/27/23	WJB	Review Second Circuit decision denying stay in Purdue case and review and consider for proceeding with fourth distribution despite appeal to U.S. Supreme Court	0.3
08/08/23	WJB	Review D Smith Second Circuit docket and mandate from Second Circuit and calculate timeline for time to file Petition for Writ of Certiorari	0.3
08/28/23	WJB	Prepare analysis regarding status of D Smith appeal versus fourth distribution and consider alternatives and prepare email to staff regarding same	0.5
08/28/23	WJB	Review Second Circuit mandate and Smith appeal issuance on June 20 and calculate time to file Petition for Writ of Certiorari and consider timeline and next steps, analysis, risks and courses of action	0.6
09/12/23	WJB	Review email from D Stoelting at SEC regarding initial report of no Petition for Cert filed by D Smith, check calendar dates regarding same and prepare reply on status of fourth distribution and reasons for holding distribution pending Petition for Cert deadline	0.2
09/14/23	WJB	Review D Stoelting updated email with Smith Petition for Cert and review brief accompanying same	0.4
10/04/23	WJB	Prepare reply to B Shea email on timing and impact of Supreme Court conference on Smith petition for cert relating to potential fourth distribution and whether Supreme Court will take appeal, provide timeline	0.4
10/05/23	WJB	Review email from D Stoelting at SEC regarding Solicitor General leaving response to Smith petition for cert and likely outcome regarding same, forward to team	0.3

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 April 16, 2024

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/06/23	WJB	Review D Stoelting on Smith Supreme Court conference date and prepare reply, prepare email CNE regarding same and implications regarding status of Fourth Distribution process	0.3
10/19/23	WJB	Review B Shea question on next steps if Petition for Cert by D Smith is denied and impact upon timing of Fourth Distribution and prepare reply to same	0.2
10/24/23	WJB	Review District Court Text Order regarding request for Status Report and prepare email D Stoelting at SEC regarding same concerning preparation of first draft	0.3
10/24/23	WJB	Review D Stoelting reply regarding District Court requested Status Report	0.1
10/25/23	WJB	Prepare first draft Joint Status Report per Court's request	0.5
10/26/23	WJB	Prepare revisions to Joint Status Report draft	0.6
10/26/23	WJB	Review final revised draft version of Status Report and send to SEC for comment	0.4
10/30/23	WJB	Review Supreme Court of the United States Order list issued at 9:30am and locate denial of Petition for Cert for D Smith and prepare emails to staff and SEC regarding denial of Petition for Cert	0.4
10/30/23	WJB	Review draft Status Report in light of denial of Petition for Cert and prepare email SEC regarding same	0.3
10/30/23	WJB	Prepare email D Stoelting regarding Status Report and filing of same	0.2
10/30/23	WJB	Revise Status Report and forward to SEC for review and comment	
10/31/23	WJB	Revise Joint Status Report in light of SEC comments and denial of Petition for Cert and send to SEC	0.5
10/31/23	WJB	Review SEC comments to Joint Status Report and prepare reply regarding same to proceed	0.2

33474 Brown, William J. as Receiver of McGinn,
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 00018 SEC v McGinn Smith & Co., Inc., et al
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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/04/23	WJB	Review text order on final judgment and tickle dates regarding reporting on same to court	0.2
12/12/23	WJB	Review Fifth Written Status report and prepare Seventh Written Status Report as draft	1.3
12/13/23	WJB	Prepare further revisions to Seventh Written Status Report of Receiver	0.6
12/14/23	WJB	Prepare further revisions to Seventh Written Report of Receiver and conferences with staff regarding same	0.5
12/15/23	WJB	Review final version of Seventh Receiver Report and prepare reply to proceed with filing	0.2
12/20/23	WJB	Prepare email and communications regarding Fourth Distribution investor letter, revisions of same to create matching dates, review, sign and return same for attachment to Seventh Status Report	0.3
01/10/24	WJB	Review docket No .1; Review docket No. 96 receivership order regarding authority to sale assets and limitations on same	0.1
01/23/24	WJB	Review three payments schedules for filing with court respecting 4th investor distribution; Review revision to same; Authorize, sign and attend to filing	1.5
02/06/24	WJB	Review Timothy McGinn motion to reduce sentence and consider potential implications	0.2

CURRENT FEES \$10,869.00

TOTAL AMOUNT OF THIS INVOICE \$10,869.00

PAYMENT DUE UPON RECEIPT

Exhibit C

WILLIAM J. BROWN, ESQ
RECEIVER

PHILLIPS LYTTLE LLP
125 MAIN STREET
BUFFALO, NY 14203
PHONE 716 847 7089

STANDARDIZED FUND ACCOUNTING REPORT

CIVIL DISTRIBUTION FUND

MCGINN, SMITH & CO. INC. ET. AL.
CIVIL COURT DOCKET No.
10-CV-457(GLS/CFH)

REPORTING PERIOD 4/1/2023 TO 6/30/2023

STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis
Receivership; Civil Court Docket No. 10-CV-457(GLS/CFH)
Reporting Period 10
4/1/23 to 6/30/23

FUND ACCOUNTING (See Instructions):		Detail	Subtotal	Grand Total
Line 1	Beginning Balance (As of 3/31/2023):	1,600,272	1,600,272	1,600,272
	Increases in Fund Balance:			
Line 2	Business Income		-	-
Line 3	Cash and Securities		-	-
Line 4	Interest/Dividend Income	13,480	13,480	13,480
Line 5	Business Asset Liquidation		-	-
Line 6	Personal Asset Liquidation		-	-
Line 7	Third-Party Litigation Income		-	-
Line 8	Miscellaneous - Other		-	-
	Total Funds Available (Lines 1 - 8):	1,613,752	1,613,752	1,613,752
	Decreases in Fund Balance:			
Line 9	Disbursements to Investors		-	-
Line 10	Disbursements for Receivership Operations			
Line 10a	Disbursements to Receiver or Other Professionals	32,110	32,110	32,110
Line 10b	Business Asset Expenses	15,349	15,349	15,349
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	Total Third-Party Litigation Expenses			
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments			
	Total Disbursements for Receivership Operations	47,459	47,459	47,459
Line 11	Disbursements for Distribution Expenses Paid by the Fund:			
Line 11a	Distribution Plan Development Expenses:			
	1. Fees:			
	Fund Administrator.....			
	Independent Distribution Consultant (IDC).....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses			
Line 11b	Distribution Plan Implementation Expenses:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR)			
	Reporting Expenses			
	Total Plan Implementation Expenses			
	Total Disbursements for Distribution Expenses Paid by the Fund			
Line 12	Disbursements to Court/Other:			
Line 12a	Investment Expenses/Court Registry Investment System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	Total Disbursements to Court/Other:			

STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis
Receivership; Civil Court Docket No. 10-CV-457(GLS/CFH)
Reporting Period 10
4/1/23 to 6/30/23

Total Funds Disbursed (Lines 9 – 11):				
Line 13	Ending Balance (As of 6/30/2023):			1,566,293
Line 14	Ending Balance of Fund – Net Assets:			
Line 14a	Cash & Cash Equivalents			
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	Total Ending Balance of Fund – Net Assets			\$ 1,566,293

OTHER SUPPLEMENTAL INFORMATION:

		Detail	Subtotal	Grand Total
Report of Items NOT To Be Paid by the Fund:				
Line 15	Disbursements for Plan Administration Expenses Not Paid by the Fund:			
Line 15a	Plan Development Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses Not Paid by the Fund			
Line 15b	Plan Implementation Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	Total Plan Implementation Expenses Not Paid by the Fund			
Line 15c	Tax Administrator Fees & Bonds Not Paid by the Fund			
	Total Disbursements for Plan Administration Expenses Not Paid by the Fund			
Line 16	Disbursements to Court/Other Not Paid by the Fund:			
Line 16a	Investment Expenses/CRIS Fees			
Line 16b	Federal Tax Payments			
	Total Disbursements to Court/Other Not Paid by the Fund:			
Line 17	DC & State Tax Payments			
Line 18	No. of Claims:			
Line 18a	# of Claims Received This Reporting Period.....			
Line 18b	# of Claims Received Since Inception of Fund.....			2,781
Line 19	No. of Claimants/Investors:			
Line 19a	# of Claimants/Investors Paid This Reporting Period.....			
Line 19b	# of Claimants/Investors Paid Since Inception of Fund.....			4,830

Receiver:

By:

(signature)

(printed name)

(title)

Date:

WILLIAM J. BROWN, ESQ
RECEIVER

PHILLIPS LYTTLE LLP
125 MAIN STREET
BUFFALO, NY 14203
PHONE 716 847 7089

STANDARDIZED FUND ACCOUNTING REPORT

CIVIL DISTRIBUTION FUND

MCGINN, SMITH & CO. INC. ET. AL.
CIVIL COURT DOCKET No.
10-CV-457(GLS/CFH)

REPORTING PERIOD 7/1/2023 TO 9/30/2023

STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis

Receivership; Civil Court Docket No. 10-CV-457(GLS/CFH)

Reporting Period 10

7/1/23 to 9/30/23

FUND ACCOUNTING (See Instructions):				
		Detail	Subtotal	Grand Total
Line 1	Beginning Balance (As of 6/30/2023):	1,566,293	1,566,293	1,566,293
	Increases in Fund Balance:			
Line 2	Business Income		-	-
Line 3	Cash and Securities			
Line 4	Interest/Dividend Income	15,991	15,991	15,991
Line 5	Business Asset Liquidation		-	-
Line 6	Personal Asset Liquidation		-	-
Line 7	Third-Party Litigation Income		-	-
Line 8	Miscellaneous - Other		-	-
	Total Funds Available (Lines 1 - 8):	1,582,284	1,582,284	1,582,284
	Decreases in Fund Balance:			
Line 9	Disbursements to Investors		-	-
Line 10	Disbursements for Receivership Operations			
Line 10a	Disbursements to Receiver or Other Professionals		-	-
Line 10b	Business Asset Expenses	15,318	15,318	15,318
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	Total Third-Party Litigation Expenses			
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments			
	Total Disbursements for Receivership Operations	15,318	15,318	15,318
Line 11	Disbursements for Distribution Expenses Paid by the Fund:			
Line 11a	Distribution Plan Development Expenses:			
	1. Fees:			
	Fund Administrator.....			
	Independent Distribution Consultant (IDC).....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses			
Line 11b	Distribution Plan Implementation Expenses:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR)			
	Reporting Expenses			
	Total Plan Implementation Expenses			
	Total Disbursements for Distribution Expenses Paid by the Fund			
Line 12	Disbursements to Court/Other:			
Line 12a	Investment Expenses/Court Registry Investment			
	System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	Total Disbursements to Court/Other:			

STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis

Receivership; Civil Court Docket No. 10-CV-457(GLS/CFH)

Reporting Period 10

7/1/23 to 9/30/23

	Total Funds Disbursed (Lines 9 - 11):			
Line 13	Ending Balance (As of 9/30/2023):			1,566,966
Line 14	Ending Balance of Fund - Net Assets:			
Line 14a	Cash & Cash Equivalents			
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	Total Ending Balance of Fund - Net Assets			\$ 1,566,966

OTHER SUPPLEMENTAL INFORMATION:

		Detail	Subtotal	Grand Total
	Report of Items NOT To Be Paid by the Fund:			
Line 15	Disbursements for Plan Administration Expenses Not Paid by the Fund:			
Line 15a	<i>Plan Development Expenses Not Paid by the Fund:</i>			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<i>Total Plan Development Expenses Not Paid by the Fund</i>			
Line 15b	<i>Plan Implementation Expenses Not Paid by the Fund:</i>			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	<i>Total Plan Implementation Expenses Not Paid by the Fund</i>			
Line 15c	<i>Tax Administrator Fees & Bonds Not Paid by the Fund</i>			
	Total Disbursements for Plan Administration Expenses Not Paid by the Fund			
Line 16	Disbursements to Court/Other Not Paid by the Fund:			
Line 16a	<i>Investment Expenses/CRIS Fees</i>			
Line 16b	<i>Federal Tax Payments</i>			
	Total Disbursements to Court/Other Not Paid by the Fund:			
Line 17	DC & State Tax Payments			
Line 18	No. of Claims:			
Line 18a	<i># of Claims Received This Reporting Period.....</i>			
Line 18b	<i># of Claims Received Since Inception of Fund.....</i>			2,781
Line 19	No. of Claimants/Investors:			
Line 19a	<i># of Claimants/Investors Paid This Reporting Period.....</i>			
Line 19b	<i># of Claimants/Investors Paid Since Inception of Fund.....</i>			4,830

Receiver:

By:

(signature)

William J. Brown, Receiver
(printed name)

Date:

10/12/2023

WILLIAM J. BROWN, ESQ
RECEIVER

PHILLIPS LYTTLE LLP
125 MAIN STREET
BUFFALO, NY 14203
PHONE 716 847 7089

STANDARDIZED FUND ACCOUNTING REPORT

CIVIL DISTRIBUTION FUND

MCGINN, SMITH & CO. INC. ET. AL.
CIVIL COURT DOCKET No.
10-CV-457(GLS/CFH)

REPORTING PERIOD 10/1/2023 TO 12/31/2023

STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. AL - Cash Basis
 Receivership; Civil Court Docket No. 10-CV-457(GLS/CFH)
 Reporting Period 10
 10/1/23 to 12/31/23

FUND ACCOUNTING (See Instructions):		Detail	Subtotal	Grand Total
Line 1	Beginning Balance (As of 6/30/2023):	1,566,966	1,566,966	1,566,966
	Increases in Fund Balance:			
Line 2	Business Income		-	-
Line 3	Cash and Securities		-	-
Line 4	Interest/Dividend Income	10,992	10,992	10,992
Line 5	Business Asset Liquidation		-	-
Line 6	Personal Asset Liquidation		-	-
Line 7	Third-Party Litigation Income		-	-
Line 8	Miscellaneous - Other		-	-
	Total Funds Available (Lines 1 - 8):	1,577,958	1,577,958	1,577,958
	Decreases in Fund Balance:			
Line 9	Disbursements to Investors		-	-
Line 10	Disbursements for Receivership Operations		-	-
Line 10a	Disbursements to Receiver or Other Professionals		-	-
Line 10b	Business Asset Expenses	18,576	18,576	18,576
Line 10c	Personal Asset Expenses		-	-
Line 10d	Investment Expenses		-	-
Line 10e	Third-Party Litigation Expenses		-	-
	1. Attorney Fees		-	-
	2. Litigation Expenses		-	-
	Total Third-Party Litigation Expenses		-	-
Line 10f	Tax Administrator Fees and Bonds		-	-
Line 10g	Federal and State Tax Payments		-	-
	Total Disbursements for Receivership Operations	18,576	18,576	18,576
Line 11	Disbursements for Distribution Expenses Paid by the Fund:			
Line 11a	Distribution Plan Development Expenses:			
	1. Fees:			
	Fund Administrator			
	Independent Distribution Consultant (IDC)			
	Distribution Agent			
	Consultants			
	Legal Advisers			
	Tax Advisers			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses			
Line 11b	Distribution Plan Implementation Expenses:			
	1. Fees:			
	Fund Administrator			
	IDC			
	Distribution Agent			
	Consultants			
	Legal Advisers			
	Tax Advisers			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan			
	Claimant Identification			
	Claims Processing			
	Web Site Maintenance/Call Center			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR)			
	Reporting Expenses			
	Total Plan Implementation Expenses			
	Total Disbursements for Distribution Expenses Paid by the Fund			
Line 12	Disbursements to Court/Other:			
Line 12a	Investment Expenses/Court Registry Investment System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	Total Disbursements to Court/Other:			

STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis
 Receivership; Civil Court Docket No. 10-CV-457(GLS/CF11)
 Reporting Period 10
 10/1/23 to 12/31/23

Total Funds Disbursed (Lines 9 - 11):				1,559,382
Line 13	Ending Balance (As of 9/30/2023):			
Line 14	Ending Balance of Fund - Net Assets:			
Line 14a	Cash & Cash Equivalents			
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	Total Ending Balance of Fund - Net Assets			\$ 1,559,382

OTHER SUPPLEMENTAL INFORMATION:		Detail	Subtotal	Grand Total
Line 15	Report of Items NOT To Be Paid by the Fund:			
Line 15a	Disbursements for Plan Administration Expenses Not Paid by the Fund:			
	Plan Development Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator			
	IDC			
	Distribution Agent			
	Consultants			
	Legal Advisers			
	Tax Advisers			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses Not Paid by the Fund			
Line 15b	Plan Implementation Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator			
	IDC			
	Distribution Agent			
	Consultants			
	Legal Advisers			
	Tax Advisers			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan			
	Claimant Identification			
	Claims Processing			
	Web Site Maintenance/Call Center			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	Total Plan Implementation Expenses Not Paid by the Fund			
Line 15c	Tax Administrator Fees & Bonds Not Paid by the Fund			
	Total Disbursements for Plan Administration Expenses Not Paid by the Fund			
Line 16	Disbursements to Court/Other Not Paid by the Fund:			
Line 16a	Investment Expenses/CRIS Fees			
Line 16b	Federal Tax Payments			
	Total Disbursements to Court/Other Not Paid by the Fund:			
Line 17	DC & State Tax Payments			
Line 18	No. of Claims:			
Line 18a	# of Claims Received This Reporting Period			
Line 18b	# of Claims Received Since Inception of Fund			2,781
Line 19	No. of Claimants/Investors:			
Line 19a	# of Claimants/Investors Paid This Reporting Period			
Line 19b	# of Claimants/Investors Paid Since Inception of Fund			4,830

Receiver:

By:

(signature)

William J. Brown, Receiver

(printed name)

Date:

1/16/24

WILLIAM J. BROWN, ESQ
RECEIVER

PHILLIPS LYTLE LLP
125 MAIN STREET
BUFFALO, NY 14203
PHONE 716 847 7089

STANDARDIZED FUND ACCOUNTING REPORT

CIVIL DISTRIBUTION FUND

MCGINN, SMITH & CO. INC. ET. AL.
CIVIL COURT DOCKET No.
10-CV-457(GLS/CFH)

REPORTING PERIOD 1/1/2024 TO 3/31/2024

STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis

Receivership; Civil Court Docket No. 10-CV-457(GLS/CFH)

Reporting Period 10

1/1/24 to 3/31/24

FUND ACCOUNTING (See Instructions):				
		Detail	Subtotal	Grand Total
Line 1	Beginning Balance (As of 6/30/2023):	1,559,382	1,559,382	1,559,382
	Increases in Fund Balance:			
Line 2	Business Income	2,080	2,080	2,080
Line 3	Cash and Securities			
Line 4	Interest/Dividend Income	-	-	-
Line 5	Business Asset Liquidation	-	-	-
Line 6	Personal Asset Liquidation			
Line 7	Third-Party Litigation Income	-	-	-
Line 8	Miscellaneous - Other	-	-	-
	Total Funds Available (Lines 1 – 8):	1,561,462	1,561,462	1,561,462
	Decreases in Fund Balance:			
Line 9	Disbursements to Investors	1,208,306	1,208,306	1,208,306
Line 10	Disbursements for Receivership Operations			
Line 10a	Disbursements to Receiver or Other Professionals		-	-
Line 10b	Business Asset Expenses	16,062	16,062	16,062
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	Total Third-Party Litigation Expenses			
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments			
	Total Disbursements for Receivership Operations	16,062	16,062	16,062
Line 11	Disbursements for Distribution Expenses Paid by the Fund:			
Line 11a	Distribution Plan Development Expenses:			
	1. Fees:			
	Fund Administrator.....			
	Independent Distribution Consultant (IDC).....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses			
Line 11b	Distribution Plan Implementation Expenses:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR)			
	Reporting Expenses			
	Total Plan Implementation Expenses			
	Total Disbursements for Distribution Expenses Paid by the Fund			
Line 12	Disbursements to Court/Other:			
Line 12a	Investment Expenses/Court Registry Investment System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	Total Disbursements to Court/Other:			

STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis

Receivership; Civil Court Docket No. 10-CV-457(GLS/CFH)

Reporting Period 10

1/1/24 to 3/31/24

Line 13	Total Funds Disbursed (Lines 9 – 11): Ending Balance (As of 9/30/2023):			<u>337,094</u>
Line 14	Ending Balance of Fund – Net Assets:			
Line 14a	Cash & Cash Equivalents			
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	Total Ending Balance of Fund – Net Assets			<u>\$ 337,094</u>

OTHER SUPPLEMENTAL INFORMATION:

		Detail	Subtotal	Grand Total
Line 15	Report of Items NOT To Be Paid by the Fund:			
Line 15a	Disbursements for Plan Administration Expenses Not Paid by the Fund:			
	Plan Development Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses Not Paid by the Fund			
Line 15b	Plan Implementation Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	Total Plan Implementation Expenses Not Paid by the Fund			
Line 15c	Tax Administrator Fees & Bonds Not Paid by the Fund			
	Total Disbursements for Plan Administration Expenses Not Paid by the Fund			
Line 16	Disbursements to Court/Other Not Paid by the Fund:			
Line 16a	Investment Expenses/CRIS Fees			
Line 16b	Federal Tax Payments			
	Total Disbursements to Court/Other Not Paid by the Fund:			
Line 17	DC & State Tax Payments			
Line 18	No. of Claims:			
Line 18a	# of Claims Received This Reporting Period.....			
Line 18b	# of Claims Received Since Inception of Fund.....			2,781
Line 19	No. of Claimants/Investors:			
Line 19a	# of Claimants/Investors Paid This Reporting Period.....			2,185
Line 19b	# of Claimants/Investors Paid Since Inception of Fund.....			7,015

Receiver:

By:

(signature)

William J. Brown

(printed name)

(title)

Date:

April 12, 2024

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF NEW YORK

-----X
SECURITIES AND EXCHANGE COMMISSION :

Plaintiff, :

vs. :

Case No. 1:10-CV-457
(AMN/CFH)

McGINN, SMITH & CO., INC., :
McGINN, SMITH ADVISORS, LLC :
McGINN, SMITH CAPITAL HOLDINGS CORP., :
FIRST ADVISORY INCOME NOTES, LLC, :
FIRST EXCELSIOR INCOME NOTES, LLC, :
FIRST INDEPENDENT INCOME NOTES, LLC, :
THIRD ALBANY INCOME NOTES, LLC, :
TIMOTHY M. McGINN, AND :
DAVID L. SMITH, GEOFFREY R. SMITH, :
Individually and as Trustee of the David L. and :
Lynn A. Smith Irrevocable Trust U/A 8/04/04, :
LAUREN T. SMITH, and NANCY McGINN, :

Defendants, :

LYNN A. SMITH and :
NANCY McGINN, :

Relief Defendants. and :

GEOFFREY R. SMITH, Trustee of the :
David L. and Lynn A. Smith Irrevocable :
Trust U/A 8/04/04, :

Intervenor. :
-----X

**ORDER APPROVING TWENTY-THIRD INTERIM APPLICATION OF
PHILLIPS LYTLE LLP AND THE RECEIVER FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Upon the Twenty-Third Interim Application of Phillips Lytle LLP (“Phillips Lytle”) and the Receiver (“Receiver”) for Allowance of Compensation and Reimbursement of Expenses dated April 18, 2024 (“Application”) for an order approving the allowance of compensation and reimbursement of expenses; and notice of the Application having been given

to the Securities and Exchange Commission and all parties who have filed a Notice of Appearance in this action and all creditors of the McGinn Smith Entities and other parties in interest via the Receiver's website, which notice is deemed good and sufficient notice; and the Court having determined that sufficient cause exists; it is therefore

ORDERED, that the Application is approved such that (i) compensation for legal and Receiver services rendered between April 1, 2023 and February 29, 2024 ("Twenty-Third Interim Period") in the amount of \$69,628.45 is allowed as an interim allowance, and (ii) reimbursement of expenses advanced by Phillips Lytle during the Twenty-Third Interim Period in the amount of \$12,667.29 is allowed as an interim disbursement payment; and it is further

ORDERED, that the Receiver is authorized and directed to pay the amounts as allowed pursuant to this Order.

Dated: _____, 2024

HON. CHRISTIAN F. HUMMEL

Doc #11730782.1

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF NEW YORK

-----X
SECURITIES AND EXCHANGE COMMISSION :

Plaintiff,

vs.

Case No. 1:10-CV-457
(AMN/CFH)

McGINN, SMITH & CO., INC., :
McGINN, SMITH ADVISORS, LLC :
McGINN, SMITH CAPITAL HOLDINGS CORP., :
FIRST ADVISORY INCOME NOTES, LLC, :
FIRST EXCELSIOR INCOME NOTES, LLC, :
FIRST INDEPENDENT INCOME NOTES, LLC, :
THIRD ALBANY INCOME NOTES, LLC, :
TIMOTHY M. McGINN, AND :
DAVID L. SMITH, GEOFFREY R. SMITH, :
Individually and as Trustee of the David L. and :
Lynn A. Smith Irrevocable Trust U/A 8/04/04, :
LAUREN T. SMITH, and NANCY McGINN, :

Defendants,

LYNN A. SMITH and
NANCY McGINN,

Relief Defendants. and

GEOFFREY R. SMITH, Trustee of the
David L. and Lynn A. Smith Irrevocable
Trust U/A 8/04/04,

Intervenor.

-----X

CERTIFICATE OF SERVICE

I, Karen M. Ludlow, being at all times over 18 years of age, hereby certify that on April 23, 2024, a true and correct copy of the Notice and Twenty-Third Interim Application of Phillips Lytle LLP and the Receiver for Allowance of Compensation and Reimbursement of Expenses ("Twenty-Third Interim Application") was caused to be served by e-mail upon all parties who receive electronic notice in this case pursuant to the Court's ECF filing system, and by First Class Mail to the parties indicated below:

- **William J. Brown** wbrown@phillipslytle.com, khatch@phillipslytle.com
- **Certain McGinn Smith Investors** apark@weirpartners.com
- **Elizabeth C. Coombe** elizabeth.c.coombe@usdoj.gov, paul.condon@usdoj.gov, CaseView.ECF@usdoj.gov, kelly.ciccarelli@usdoj.gov
- **William J. Dreyer** wdreyer@dreyerboyajian.com, bhill@dreyerboyajian.com, lowens@dreyerboyajian.com, coconnell@dreyerboyajian.com

- **Scott J. Ely** sely@elylawpllc.com,shm@fwc-law.com
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- **Benjamin W. Hill** bhill@dreyerboyajian.com, jcantoni@dreyerboyajian.com, coconnell@dreyerboyajian.com
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- **Lara S. Mehraban** mehrabanl@sec.gov,marlierh@sec.gov
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- **Andrew Park** apark@weirpartners.com,imarciniszyn@weirpartners.com
- **Thomas E. Peisch** TPeisch@ckrpf.com,apower@ckrpf.com
- **Terri L. Reicher** Terri.Reicher@finra.org
- **Richard L. Reiter** reiterr@wemed.com,richard.reiter@wilsonelser.com
- **Sheldon L. Solow** sheldon.solow@kayescholer.com, kenneth.anderson@kayescholer.com
- **David P. Stoelting** stoeltingd@sec.gov, mehrabanl@sec.gov, mcgrathk@sec.gov, paleym@sec.gov,wbrown@phillipslytle.com
- **Charles C. Swanekamp** cswanekamp@bsk.com,mhepple@bsk.com
- **Walter Weir** wwair@weirpartners.com,smorris@weirpartners.com
- **Bryan M. Westhoff** bryan.westhoff@kayescholer.com
- **Benjamin Zelsermyer** bzlaw@optonline.net,steincav@aol.com

And, I hereby certify that on April 23, 2024, I caused to be mailed, via first class mail using the United States Postal Service, a copy of the Twenty-Third Interim Application to the individuals listed below:

Nancy McGinn
426-8th Avenue
Troy, NY 12182

Thomas J Urbelis
Urbelis & Fieldsteel, LLP
155 Federal Street
Boston, MA 02110-1727

Greenberg Traurig, LLP
54 State Street, 6th Floor
Albany, NY 12207

Martin H. Kaplan, Esq.
Gusrae, Kaplan, Bruno & Nusbaum PLLC
120 Wall Street
New York, NY 10005


David G. Newcomb
Judith A. Newcomb
224 Independence Way
Mount Bethel, PA 18343

RBS Citizen, N.A.
Cooper Erving & Savage LLP
39 North Pearl Street
4th Floor
Albany, NY 12207

Iseman, Cunningham, Riester & Hyde, LLP
9 Thurlow Terrace
Albany, NY 12203

Charles C. Swanekamp, Esq.
Bond, Schoeneck & King PLLC
Avant Building - Suite 900
200 Delaware Avenue
Buffalo, NY 14202-2107

Dated: April 23, 2024



Karen M. Ludlow

Doc #11730834.1