

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

-----X  
SECURITIES AND EXCHANGE COMMISSION :

*Plaintiff,*

vs.

Case No. 1:10-CV-457  
(GLS/DRH)

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

**NOTICE OF SECOND INTERM APPLICATION  
OF DAVID J. BOLAND, CPA CTP FOR APPROVAL OF FEES  
AND EXPENSES REGARDING WHITE GLOVE CRUISES, LLC,  
TDM CABLE FUNDING LLC AND TDMM CABLE FUNDING LLC**

PLEASE TAKE NOTICE that upon the Second Interim Application of David J.

Boland, CPA CTP, for Approval of Interim Fees and Expenses (“Application”), Phillips Lytle

LLP, as counsel to William J. Brown, as Receiver, on behalf of the Application of David J.

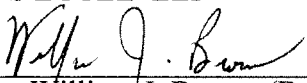
Boland, CPA CTP (“D.J. Boland”) will move before the Hon. David R. Homer, United States

Magistrate Judge, United States District Court for the Northern District of New York, James T. Foley U.S. Courthouse, 445 Broadway, Room 441, Albany, New York 12207, on **December 15, 2011 at 9:30 a.m.**, seeking an Order approving the Application of D.J. Boland for interim compensation and reimbursement of expenses in connection with consulting services performed for William J. Brown, as Receiver for White Glove Cruises, LLC, TDM Cable Funding LLC and TDMM Cable Funding LLC. No oral argument is requested.

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: Buffalo, New York  
November 7, 2011

PHILLIPS LYTTLE LLP

By   
William J. Brown (Bar Roll #601330)  
Todd A. Ritschdorff (Bar Roll #512601)

Attorneys for Receiver  
Omni Plaza  
30 South Pearl Street  
Albany, New York 12207  
Telephone No. (518) 472-1224

and

3400 HSBC Center  
Buffalo, New York 14203  
Telephone No.: (716) 847-8400

Doc # 01-2526262.1

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

-----X  
SECURITIES AND EXCHANGE COMMISSION :

*Plaintiff,*

vs.

Case No. 1:10-CV-457  
(GLS/DRH)

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

**SECOND INTERIM APPLICATION OF DAVID J. BOLAND, CPA CTP  
FOR APPROVAL OF FEES AND EXPENSES REGARDING  
WHITE GLOVE CRUISES, LLC, TDM CABLE FUNDING LLC  
AND TDMM CABLE FUNDING LLC**

David J. Boland, CPA CTP ("D.J. Boland"), consultant to William J. Brown, as  
Receiver for White Glove Cruises, LLC, and the various TDM and TDMM entities which are  
each Receivership estates in the above-referenced action, submits this application

(“Application”) for an order approving interim compensation and reimbursement of expenses pursuant to Section XIV of this Court’s Preliminary Injunction Order (Docket No. 96) incurred for the period March 3, 2011 through August 29, 2011 in the case of White Glove and May 27, 2011 through October 5, 2011 in the case of TDM and TDMM entities (“Application Period”). In support of this Application, D.J. Boland respectfully represents:

#### BACKGROUND

1. On April 20, 2010, William J. Brown was appointed Receiver of McGinn, Smith & Co., Inc., et al., which included White Glove as one of the Receivership estates.

2. Based on D.J. Boland’s expertise and the Declaration of D.J. Boland dated November 7 2011, a copy of which is attached to this Application as **Exhibit A**, D.J. Boland was retained by the Receiver to perform a financial review of White Glove and to assist in the development of a cash flow model and in negotiations to support the Receiver’s sale of White Glove pursuant to a written engagement letter. D.J. Boland’s hourly rate for this engagement is \$250.

3. D.J. Boland has over 45 years of business experience, the last 25 of which was focused on dealing with financially challenged companies. During the span of his 45-year professional career, he has held various high level positions with internationally recognized accounting and consulting firms including: Partner-in-charge of Coopers & Lybrand’s bankruptcy and litigation services in its New York City and Dallas offices; Partner with Arthur Andersen’s New York Corporate Recovery Services; BDO Seidman’s Managing Director in charge of bankruptcy services in the state of Texas; and, Senior Manager with Price Waterhouse’s Litigation Services Group. Additionally, he has significant operating and financial experience across a broad array of industries including as the Chief Financial Officer of a

publically traded manufacturing company and the Chief Operating Officer of an international distributor. Since retiring from BDO, D.J. Boland has started a professional service practice to enable him to devote 100% of his time to clients seeking to supplement their capabilities with a professional skilled in operational and financial issues facing troubled companies. He is responsible for all aspects of this engagement including financial analyses, administration and reporting.

4. All services for which compensation is sought herein were rendered by D.J. Boland to the Receiver solely in connection with this action and not on behalf of the creditors, individual equity holders or any other person.

5. Prior to the filing of this Application, D.J. Boland made an application for interim compensation and expense reimbursement for professional services provided in conjunction with services provided to the Receiver for White Glove Cruises, LLC which is among the Receivership estates in this action. An order was entered on May 16, 2011 approving the White Glove Cruises, LLC fee application of D.J. Boland in the amount of \$4,325.

6. D.J. Boland received no payment or promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with this action, and there is no agreement or understanding between D.J. Boland and any other person for the sharing of compensation to be received for services rendered in this case.

#### **White Glove**

7. D.J. Boland performed his responsibilities in a cost-effective manner commensurate with providing the high quality professional advice required by the Receiver.

8. D.J. Boland performed consulting services for the Receiver in connection with White Glove for fees totaling \$1,725 and no expenses.

9. A copy of D.J. Boland's detailed invoice for services rendered is attached as **Exhibit B**.

10. The work performed by DJ Boland in connection with White Glove involved assisting management in the preparation and vetting of cash flow projections and analysis of the value of the business for the Receiver. The work also involved conversations and negotiations with a proposed buyer and a related contract of sale. The contract was sale was finalized based upon the cash flow vetted by Mr. Boland. Unfortunately, the buyer (who was an employee of the business) unexpectedly went to work for a competitor business. A sale to another party is now in the negotiation stages.

11. The compensation sought for approval herein is commensurate with the customary compensation charged by comparably skilled consultants. The hourly fees charged to clients are dependent upon the experience of the individuals assigned to the engagement.

12. The amounts requested by D.J. Boland are fair and reasonable given: (a) the complexity of the matter; (b) the actual time expended; (c) the nature and extent of services rendered; (d) the value of such services; and (e) the costs of comparable services.

13. D.J. Boland believes this request for compensation is justified given the value of D.J. Boland's professional fees.

**TDM Cable Funding LLC and TDMM Cable Funding LLC**

14. D.J. Boland performed consulting services for the Receiver in connection with the TDM and TDMM entities for fees totaling \$10,100.00 and expenses of \$789.99.

15. Copies of D.J. Boland's detailed invoice for services rendered and expense detail are attached as **Exhibit C**.

16. D.J. Boland's work in connection with TDM and TDMM involved an assessment of the so-called triple play services (cable, Internet and telephone) managed by H Control for Receivership interests in the south Florida area. D.J. Boland made an on-site visit to meet with the management of H Control and to review and discuss their financial performance and financial statements. Additionally, D.J. Boland was involved in other forms of due diligence of H Control and the underlying businesses managed by them for the benefit of the Receivership estates with other staff employed by the Receiver. Finally, during the due diligence period, it was discovered that a third party entity, The Shoma Group, asserted an ownership interest in certain of the triple play property assets. D.J. Boland engaged in responding to due diligence requests from Shoma which has eventually led to an agreement in principle with respect to the sale of the assets under H Control's operation and the resolution of Shoma's alleged ownership interest.

17. The compensation sought for approval herein is commensurate with the customary compensation charged by comparably skilled consultants. The hourly fees charged to clients are dependent upon the experience of the individuals assigned to the engagement.

18. The amounts requested by D.J. Boland are fair and reasonable given: (a) the complexity of the matter; (b) the actual time expended; (c) the nature and extent of services rendered; (d) the value of such services; and (e) the costs of comparable services.

19. D.J. Boland believes this request for compensation is justified given the value of D.J. Boland's professional fees. Phillips Lytle has provided the SEC with a copy of this Application, and no objection has been received from the SEC.

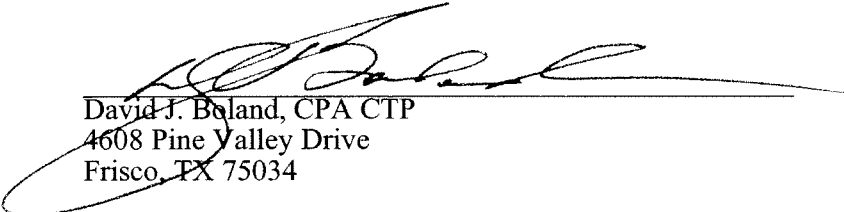
#### **NOTICE**

20. 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. The Receiver submits that no other or further notice need be given.

WHEREFORE, D.J. Boland respectfully requests compensation of services rendered of (i) \$1,725.00 with regard to the White Glove Cruises, LLC, and (ii) \$10,100 in fees and \$789.99 in expenses with regard to the TDM Cable Funding LLC and TDMM Cable Funding LLC, for a grand total of \$12,614.99, for the Application Period, and for such other and further relief as is proper.

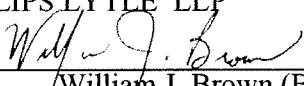
Dated: November 7, 2011



David J. Boland, CPA CTP  
4608 Pine Valley Drive  
Frisco, TX 75034

PHILLIPS LYTTLE LLP

By



William J. Brown (Bar Roll #601330)  
Todd A. Ritschdorff (Bar Roll #512601)

Counsel for Receiver  
Omni Plaza  
30 South Pearl Street  
Albany, New York 12207  
Telephone No. (518) 472-1224

and

3400 HSBC Center  
Buffalo, New York 14203  
Telephone No.: (716) 847-8400

Doc # 01-2526270.1



# Exhibit A

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

-----X  
SECURITIES AND EXCHANGE COMMISSION :

*Plaintiff,* :

vs. :

Case No. 1:10-CV-457  
(GLS/DRH)

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  
**DECLARATION OF DAVID J. BOLAND, CPA CTP IN  
SUPPORT OF SECOND INTERIM APPLICATION FOR APPROVAL  
OF FEES AND EXPENSES REGARDING WHITE GLOVE CRUISES, LLC,  
TDM CABLE FUNDING LLC AND TDMM CABLE FUNDING LLC**

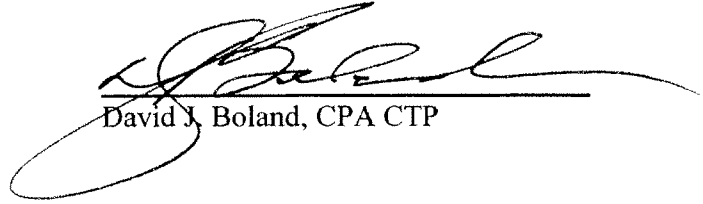
Pursuant to 28 U.S.C. § 1746, David J. Boland declares, under penalty of perjury,

as follows:

1. I am a certified public accountant.
2. I make this declaration in support of the Second Interim Application for Approval of Fees and Expenses Regarding White Glove Cruises, LLC, TDM Cable Funding LLC and TDMM Cable Funding LLC (“Application”) in connection with consulting services for the Receiver in this action.
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 customarily charged by me in connection with the Application are those which were customarily charged by me during the time periods in question and are comparable to those charged by other firms of comparable experience in this geographic area for the prosecution of matters similar to this action.
5. The compensation and reimbursement of expenses (“Interim Compensation”) for which allowance is sought by me is reasonable and is sought for actual and necessary services rendered by me, together with actual and necessary expenses advanced by me, on behalf of the Receivership entities.
6. The Interim Compensation sought by me 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 Exhibits B and C.
7. I believe I am entitled to Interim Compensation based on the considerable expenditures of my resources incurred since the onset of its engagement.
8. I have no agreement with any other person or entity for the sharing of compensation to be received for accounting or other services rendered in this action.

9. I respectfully requests that this Court authorize the allowance of the Interim Compensation sought pursuant to the Application in the amount of \$12,614.99.

Dated: November 7 2011



David J. Boland, CPA CTP

# Exhibit B

**DAVID J. BOLAND  
4608 PINE VALLEY DRIVE  
FRISCO, TX 75034**

October 11, 2011

**Phillips Lytle LLP**  
ATTN: William J. Brown  
3400 HSBC Center  
Buffalo, NY 14203-8400

Invoice # DJB-3

---

**Professional Services rendered as per agreement dated January 10, 2010, between David J. Boland and William J. Brown of Phillips Lytle LLP as Receiver for White Glove Cruises, LLC:**

**For the time period from March 7, 2011 through August 29, 2011:**

**Fees:**

|                 |                            |            |
|-----------------|----------------------------|------------|
| David J. Boland | 6.9 hours @ \$250 per hour | \$1,725.00 |
|-----------------|----------------------------|------------|

|                    |  |                  |
|--------------------|--|------------------|
| <b>Total Fees:</b> |  | <hr/> \$1,725.00 |
|--------------------|--|------------------|

|                 |  |               |
|-----------------|--|---------------|
| <b>Expenses</b> |  | <hr/> \$ 0.00 |
|-----------------|--|---------------|

|                               |  |                  |
|-------------------------------|--|------------------|
| <b>Total For This Invoice</b> |  | <hr/> \$1,725.00 |
|-------------------------------|--|------------------|

---

**TIME SUMMARY FOR SERVICES PERFORMED DURING THE PERIOD OF  
MARCH 7, 2011 THROUGH OCTOBER 11, 2011**

| DATE               | DESCRIPTION                                                                                                                                        | NAME   | HOURS | AMOUNT \$ |           |
|--------------------|----------------------------------------------------------------------------------------------------------------------------------------------------|--------|-------|-----------|-----------|
| 3/7/2011           | Review term sheet comments received from White Glove management                                                                                    | Boland | 0.3   | 75.00     |           |
| 3/7/2011           | Prepared analysis of White Glove management's counter proosal and forwarded to the Receiver.                                                       | Boland | 0.7   | 175.00    |           |
| 3/7/2011           | Telephone conversation with White Glove management (Eli) regarding Receiver's response to his counter proposal.                                    | Boland | 0.5   | 125.00    |           |
| 3/7/2011           | Telephone conference with Receiver regarding communications with Eli.                                                                              | Boland | 0.2   | 50.00     |           |
| 3/31/2011          | Review draft Purchase Agreement and provided comments to the Receiver.                                                                             | Boland | 1.2   | 300.00    |           |
| 4/1/2011           | Review balance sheet exhibits to the Purchase Agreement and provided comments to Receiver.                                                         | Boland | 0.3   | 75.00     |           |
| 4/11/2011          | Review letter from buyer's counsel regarding factors affecting the purchase price.                                                                 | Boland | 0.2   | 50.00     |           |
| 4/11/2011          | Provided comments to Receiver regarding buyer's counsel letter                                                                                     | Boland | 0.4   | 100.00    |           |
| 4/12/2011          | Provided comments to Receiver regarding buyer's counsel's changes to the Purchase Agreement                                                        | Boland | 0.2   | 50.00     |           |
| 4/26/2011          | Telephone conference with Receiver to discuss price negotiation strategy                                                                           | Boland | 0.3   | 75.00     |           |
| 4/27/2011          | Telephone conversation with buyer (Eli) and his counsel (Zucker) and Receiver regarding purchase price.                                            | Boland | 0.3   | 75.00     |           |
| 4/29/2011          | Telephone conversation with buyer (Eli) and his counsel (Zucker) and Receiver regarding the note portion of the purchase price.                    | Boland | 0.3   | 75.00     |           |
| 5/4/2011           | Telephone conference with Receiver regarding status of price negotiation.                                                                          | Boland | 0.3   | 75.00     |           |
| 5/4/2011           | Telephone conversation with buyer (Eli) to discuss opportunities that may exist to narrow the bid and asked regarding the purchase of White Glove. | Boland | 0.6   | 150.00    |           |
| 5/4/2011           | Telephone conference with Receiver regarding thoughts on the Buyer's issues in the pricing proposal for White glove.                               | Boland | 0.2   | 50.00     |           |
| 8/26/2011          | Telephone conference with Receiver and White Glove (W. Shaw) regarding estimated vs actual cash flows for 2011.                                    | Boland | 0.3   | 75.00     |           |
| 8/29/2011          | Reviewed estimated/actual weekly cash flows through 8/7/11 and compared receipts and disbursements to previous projections.                        | Boland | 0.4   | 100.00    |           |
| 8/29/2011          | Telephone conference with White Glove (W. Shaw) to discuss estimated vs actual cash flows and receivable balances.                                 | Boland | 0.2   | 50.00     |           |
| Total For Services |                                                                                                                                                    |        | 6.9   | 1,725.00  |           |
| PROFESSIONAL       |                                                                                                                                                    |        | RATE  | HOURS     | AMOUNT \$ |
| D. Boland          |                                                                                                                                                    |        | \$250 | 6.9       | 1,725.00  |
|                    |                                                                                                                                                    |        |       | 6.9       | 1,725.00  |

# Exhibit C



**EXHIBIT A**

**DAVID J. BOLAND  
4608 PINE VALLEY DRIVE  
FRISCO, TX 75034**

October 11, 2011

**Phillips Lytle LLP  
ATTN: William J. Brown  
3400 HSBC Center  
Buffalo, NY 14203-8400**

Invoice # DJB-2

---

**Professional Services rendered as per agreement dated January 10, 2010, between David J. Boland and William J. Brown of Phillips Lytle LLP as Receiver for TDM Cable Funding LLC and TDMM Cable Funding, LLC:**

**For the time period May 27, 2011 through October 5, 2011:**

**Fees:**

|                 |                             |             |
|-----------------|-----------------------------|-------------|
| David J. Boland | 40.4 hours @ \$250 per hour | \$10,100.00 |
|-----------------|-----------------------------|-------------|

|                    |  |                          |
|--------------------|--|--------------------------|
| <b>Total Fees:</b> |  | <hr/> <b>\$10,100.00</b> |
|--------------------|--|--------------------------|

|                 |  |                        |
|-----------------|--|------------------------|
| <b>Expenses</b> |  | <hr/> <b>\$ 789.99</b> |
|-----------------|--|------------------------|

|                               |  |                          |
|-------------------------------|--|--------------------------|
| <b>Total For This Invoice</b> |  | <hr/> <b>\$10,889.99</b> |
|-------------------------------|--|--------------------------|

---

**EXHIBIT A**

**Phillips Lytle LLP**

**ATTN: William J. Brown  
3400 HSBC Center  
Buffalo, NY 14203-8400**

Please remit payment to:

**DAVID J. BOLAND  
4608 PINE VALLEY DRIVE  
FRISCO, TX 75034**

Invoice # DJB-2

---

**REMITTANCE ADVICE**

(Please return this REMITTANCE ADVICE with your payment)

---

**Professional Services rendered as per agreement dated January 10, 2010, between David J. Boland and William J. Brown of Phillips Lytle LLP as Receiver for TDM Cable Funding LLC and TDMM Cable Funding, LLC:**

|                                               |                    |
|-----------------------------------------------|--------------------|
| <b>Current Invoice # DJB-2</b>                | <b>\$10,889.99</b> |
| <b>Previous Balance Outstanding</b>           | <b>\$ ----</b>     |
| <b>TOTAL OUTSTANDING BALANCE DUE TO DATE:</b> | <b>\$10,889.99</b> |

---

**TDM CABLE FUNDING LLC and TDM CABLE FUNDING LLC TIME SUMMARY FOR SERVICES PERFORMED DURING THE PERIOD  
STARTING MAY 27, 2011 AND ENDING ON OCTOBER 5, 2011**

| DATE      | DESCRIPTION                                                                                                                                 | NAME   | HOURS | AMOUNT \$ |
|-----------|---------------------------------------------------------------------------------------------------------------------------------------------|--------|-------|-----------|
| 5/27/2011 | Telephone conference with William Brown ("Receiver") and B. Shea to review the background of H-Control.                                     | Boland | 0.5   | 125.00    |
| 5/27/2011 | Review transaction summary for HControl received from B. Shea.                                                                              | Boland | 0.4   | 100.00    |
| 5/27/2011 | Prepared list of questions and observations for discussion with Receiver and/or B. Shea.                                                    | Boland | 0.4   | 100.00    |
| 5/31/2011 | Telephone conference with B. Shea regarding TDM Cable Trust 06 and TDM Cable Sr and Jr Trust 09.                                            | Boland | 0.7   | 175.00    |
| 5/31/2011 | Review operating agreement for TDM Cable Trust 06 with specific focus on financial reporting requirements                                   | Boland | 0.3   | 75.00     |
| 5/31/2011 | Email correspondence with Receiver and B. Shea regarding financial reporting.                                                               | Boland | 0.2   | 50.00     |
| 6/1/2011  | Telephone conference with B. Shea regarding setting objectives of a telephone conference with M. Bustamonte.                                | Boland | 0.3   | 75.00     |
| 6/2/2011  | Preparation of draft outline of topics to be discussed in telephone conference with M. Bustamonte.                                          | Boland | 0.3   | 75.00     |
| 6/2/2011  | Telephone conference with B. Shea and J. Carr to review draft outline for the conference call.                                              | Boland | 0.5   | 125.00    |
| 6/2/2011  | Conference call with HControl (M. Bustamonte, M. Rogers), B. Shea and J. Carr regarding financial and operational status of the properties. | Boland | 0.8   | 200.00    |
| 6/2/2011  | Telephone conference with Receiver regarding the call with Hcontrol                                                                         | Boland | 0.2   | 50.00     |
| 6/2/2011  | Review financial information received from HControl.                                                                                        | Boland | 0.4   | 100.00    |
| 6/3/2011  | Revised meeting note draft.                                                                                                                 | Boland | 0.2   | 50.00     |
| 6/3/2011  | Telephone conference with Receiver, B. Shea and J. Carr to discuss telephone conference with HControl and next steps.                       | Boland | 0.7   | 175.00    |
| 6/6/2011  | Conference call with HControl (M. Bustamonte) and B. Shea regarding financial and operational status of the properties.                     | Boland | 0.6   | 150.00    |
| 6/6/2011  | Conference call with HControl (M. Bustamonte, M. Rogers), B. Shea regarding financial and operational status of the properties.             | Boland | 0.5   | 125.00    |
| 6/6/2011  | Telephone conference with B. Shea regarding information received during conference calls with HControl                                      | Boland | 0.3   | 75.00     |
| 6/6/2011  | Revised meeting note draft.                                                                                                                 | Boland | 0.2   | 50.00     |
| 6/7/2011  | Conference call with HControl (M. Bustamonte) and Shea regarding cash deficit of TDM properties.                                            | Boland | 0.4   | 100.00    |
| 6/9/2011  | Review data files containing property details and valuation methodology.                                                                    | Boland | 0.5   | 125.00    |
| 6/10/2011 | Telephone conference with B. Shea regarding data files received from HControl                                                               | Boland | 0.3   | 75.00     |
| 6/10/2011 | Telephone conference with B. Shea regarding meeting agenda.                                                                                 | Boland | 0.2   | 50.00     |

**TDM CABLE FUNDING LLC and TDMM CABLE FUNDING LLC TIME SUMMARY FOR SERVICES PERFORMED DURING THE PERIOD  
STARTING MAY 27, 2011 AND ENDING ON OCTOBER 5, 2011**

| DATE      | DESCRIPTION                                                                                                                               | NAME   | HOURS | AMOUNT \$ |
|-----------|-------------------------------------------------------------------------------------------------------------------------------------------|--------|-------|-----------|
| 6/10/2011 | Conference call with HControl (M. Bustamonte, M. Rogers), B. Shea regarding valuation calculation.                                        | Boland | 0.7   | 175.00    |
| 6/13/2011 | Telephone conference with Receiver, B. Shea and J. Carr to discuss ownership charts in preparation for telephone conference with Receiver | Boland | 0.5   | 125.00    |
| 6/13/2011 | Preparation of financial data summary for Receiver.                                                                                       | Boland | 0.3   | 75.00     |
| 6/14/2011 | Prepared analysis of valuation model for discussion with Receiver.                                                                        | Boland | 0.4   | 100.00    |
| 6/14/2011 | Telephone conference with Receiver, B. Shea and J. Carr to discuss engagement status.                                                     | Boland | 0.9   | 225.00    |
| 6/14/2011 | Preparation of information package for M. Guidry sent at request of Receiver.                                                             | Boland | 0.5   | 125.00    |
| 6/15/2011 | Telephone conference with M. Guidry regarding valuation methodology for Triple Play properties and specifically for TDM and TDMM          | Boland | 0.7   | 175.00    |
| 6/15/2011 | Telephone conference with Receiver, B. Shea and J. Carr to discuss agenda for trip to HControl.                                           | Boland | 0.3   | 75.00     |
| 6/16/2011 | Telephone conference with Receiver to discuss M. Guidry valuation analysis.                                                               | Boland | 0.3   | 75.00     |
| 6/16/2011 | Conference call with HControl (M. Bustamonte, M. Rogers) regarding information needs for due diligence visit on June 22nd.                | Boland | 0.5   | 125.00    |
| 6/17/2011 | Telephone conference with B. Shea regarding agenda for meeting next week at HControl.                                                     | Boland | 0.2   | 50.00     |
| 6/21/2011 | Review information received from M. Rogers and telephone conversation regarding same.                                                     | Boland | 0.4   | 100.00    |
| 6/21/2011 | Total travel time of 4.0 hours from Dallas to Coral Gables Fla billed at one-half                                                         | Boland | 2     | 500.00    |
| 6/22/2011 | Meeting at HControl with M. Bustamonte and M. Rogers regarding financial performance of TDM and TDMM                                      | Boland | 4.5   | 1,125.00  |
| 6/22/2011 | Total travel time of 4 hours from Coral Gables to Dallas billed at one-half                                                               | Boland | 2     | 500.00    |
| 6/23/2011 | Prepared proceeds allocation schedule as requested by Receiver.                                                                           | Boland | 0.3   | 75.00     |
| 6/23/2011 | Telephone conference with Receiver to discuss meeting with HControl and proceeds allocation schedule.                                     | Boland | 0.3   | 75.00     |
| 6/24/2011 | Telephone conference with B. Shea regarding meeting with HControl                                                                         | Boland | 0.2   | 50.00     |
| 6/24/2011 | Preparation for telephone conference with Hcontrol regarding possible offer to purchase TDMM and TDM                                      | Boland | 0.4   | 100.00    |
| 6/24/2011 | Telephone discussion with M. Rogers regarding terms and conditions of Hcontrol's possible purchase of TDMM and TDM.                       | Boland | 0.5   | 125.00    |
| 6/24/2011 | Telephone conference with Receiver to discuss telephone conference with Hcontrol regarding purchase terms.                                | Boland | 0.3   | 75.00     |

**TDM CABLE FUNDING LLC and TDMM CABLE FUNDING LLC TIME SUMMARY FOR SERVICES PERFORMED DURING THE PERIOD  
STARTING MAY 27, 2011 AND ENDING ON OCTOBER 5, 2011**

| DATE      | DESCRIPTION                                                                                                                                                                                                                                                                                     | NAME   | HOURS | AMOUNT \$ |
|-----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|-------|-----------|
| 7/29/2011 | Reviewed email from the Receiver regarding additional information requests from Shoma.                                                                                                                                                                                                          | Boland | 0.2   | 50.00     |
| 7/29/2011 | Prepared response to the Receiver addressing some of the information requested by Shoma                                                                                                                                                                                                         | Boland | 0.3   | 75.00     |
| 7/29/2011 | Telephone conference with M. Rogers regarding updated financial information.                                                                                                                                                                                                                    | Boland | 0.3   | 75.00     |
| 7/29/2011 | Reviewed compilation balance sheet received from H Control.                                                                                                                                                                                                                                     | Boland | 0.2   | 50.00     |
| 7/29/2011 | Reviewed previously furnished financial statement details with compilation report received from H Control                                                                                                                                                                                       | Boland | 0.2   | 50.00     |
| 7/29/2011 | Prepared email to M. Rogers requesting feedback on the level of effort and timing required to update previously furnished TDM balance sheets and funds flow statements as well as confirmation from him that there were no audits conducted nor was there purchase price allocations performed. | Boland | 0.5   | 125.00    |
| 7/29/2011 | Review detailed financials provided by H control in response to my email and telephone conversation.                                                                                                                                                                                            | Boland | 0.4   | 100.00    |
| 7/29/2011 | Prepared email to Receiver with copies of the detail financials and responses to audit and price allocations requests.                                                                                                                                                                          | Boland | 0.2   | 50.00     |
| 8/25/2011 | Review email communication from Shoma counsel to the Receiver.                                                                                                                                                                                                                                  | Boland | 0.2   | 50.00     |
| 8/26/2011 | Telephone conference with Receiver regarding Shoma information requests.                                                                                                                                                                                                                        |        | 0.3   | 75.00     |
| 8/26/2011 | Telephone conference with Shoma CFO (T. Martin) regarding information requests.                                                                                                                                                                                                                 | Boland | 0.2   | 50.00     |
| 8/26/2011 | Prepared email to T. Martin with TDM and TDMM financial statement attachments.                                                                                                                                                                                                                  | Boland | 0.5   | 125.00    |
| 8/27/2011 | Updated financial statements previously forwarded to T. Martin.                                                                                                                                                                                                                                 | Boland | 0.2   | 50.00     |
| 8/29/2011 | Telephone conference with T. Martin regarding information previously furnished.                                                                                                                                                                                                                 | Boland | 0.3   | 75.00     |
| 8/29/2011 | Telephone conference with Receiver regarding Shoma conference call.                                                                                                                                                                                                                             | Boland | 0.2   | 50.00     |
| 8/29/2011 | Telephone conference with M. Rogers regarding information requests and questions about financial statements.                                                                                                                                                                                    | Boland | 0.5   | 125.00    |
| 8/30/2011 | Prepared draft response to Shoma's request list.                                                                                                                                                                                                                                                | Boland | 0.6   | 150.00    |
| 8/31/2011 | Revised and forwarded response to Shoma's request list.                                                                                                                                                                                                                                         | Boland | 0.1   | 25.00     |
| 8/31/2011 | Telephone conference with M. Rogers regarding information requests and effort/cost to roll forward a balance sheet for TDM.                                                                                                                                                                     | Boland | 0.6   | 150.00    |
| 8/31/2011 | Reviewed Shoma response to reply to their request list.                                                                                                                                                                                                                                         | Boland | 0.2   | 50.00     |
| 8/31/2011 | Researched data available to respond to Shoma's updated request list.                                                                                                                                                                                                                           | Boland | 0.7   | 175.00    |
| 8/31/2011 | Telephone conference with B. Shea and J. Carr to discuss Shoma's information                                                                                                                                                                                                                    | Boland | 0.6   | 150.00    |

**TDM CABLE FUNDING LLC and TDMM CABLE FUNDING LLC TIME SUMMARY FOR SERVICES PERFORMED DURING THE PERIOD  
STARTING MAY 27, 2011 AND ENDING ON OCTOBER 5, 2011**

| DATE      | DESCRIPTION                                                                                                                                         | NAME   | HOURS | AMOUNT \$ |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------|--------|-------|-----------|
|           | requests.                                                                                                                                           |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
| 8/31/2011 | Prepared reconciliation of due to/from accounts on the 2009 balance sheets to the P&L's.                                                            | Boland | 1     | 250.00    |
|           |                                                                                                                                                     |        |       | -         |
| 9/1/2011  | Prepared draft email response to Shoma's request regarding the ADT note.                                                                            | Boland | 0.3   | 75.00     |
|           |                                                                                                                                                     |        |       | -         |
| 9/1/2011  | Prepared draft email response to Shoma's request regarding operating agreements and due to/from accounts.                                           | Boland | 0.8   | 200.00    |
|           |                                                                                                                                                     |        |       | -         |
| 9/1/2011  | Telephone conference with M. Rogers regarding operating agreements with Cutler Cay and Keys Cove.                                                   | Boland | 0.2   | 50.00     |
|           |                                                                                                                                                     |        |       | -         |
| 9/1/2011  | Finalized and transmitted responses to Shoma's operating agreement and ADT note requests.                                                           | Boland | 0.3   | 75.00     |
|           |                                                                                                                                                     |        |       | -         |
| 9/2/2011  | Made 3 attempts to call Shoma all of which went unanswered.                                                                                         | Boland | 0.1   | 25.00     |
|           |                                                                                                                                                     |        |       | -         |
| 9/2/2011  | Email communications with Receiver regarding inability to reach Shoma.                                                                              | Boland | 0.1   | 25.00     |
|           |                                                                                                                                                     |        |       | -         |
| 9/3/2011  | Reviewed Frank Silva's email to Receiver regarding planned communication on 9/6 or 9/7.                                                             | Boland | 0.1   | 25.00     |
|           |                                                                                                                                                     |        |       | -         |
| 9/6/2011  | Reviewed Frank Silva's email settlig forth Shoma's response to H Control's offer to purchase TDM.                                                   | Boland | 0.2   | 50.00     |
|           |                                                                                                                                                     |        |       | -         |
| 9/6/2011  | Preliminary analysis of assumptions/statements contained in Fank Silva's email response regarding H Control's offer to purchase TDM.                | Boland | 0.3   | 75.00     |
|           |                                                                                                                                                     |        |       | -         |
| 9/6/2011  | Reviewed purchase option schedule prepared for the Receiver and compared same with Frank Silva's email.                                             | Boland | 0.5   | 125.00    |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
| 9/27/2011 | Reviewed Shoma's counsel attachments to an email to the Receiver.                                                                                   | Boland | 0.3   | 75.00     |
|           |                                                                                                                                                     |        |       | -         |
| 9/30/2011 | Prepared analysis for Receiver in connections with selected issues raised in Shoma's Memorandum of Law.                                             | Boland | 2.4   | 600.00    |
|           |                                                                                                                                                     |        |       | -         |
| 9/30/2011 | Telephone conference with Reciever regarding Shoma's Memorandum of Law.                                                                             | Boland | 0.3   | 75.00     |
|           |                                                                                                                                                     |        |       | -         |
| 10/4/2011 | Analysis of latest offer from Shoma.                                                                                                                | Boland | 0.2   | 50.00     |
|           |                                                                                                                                                     |        |       | -         |
| 10/4/2011 | Telephone conference with M. Rogers regarding current and historical levels of funding of TDMM based on analysis performed of cash flow statements. | Boland | 0.6   | 150.00    |
|           |                                                                                                                                                     |        |       | -         |
| 10/5/2011 | Review of latest Shoma offer.                                                                                                                       | Boland | 0.1   | 25.00     |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |
|           |                                                                                                                                                     |        |       | -         |

## **EXPENSE DETAIL**

**TDM Cable Funding LLC  
and  
TDMM Cable Funding LLC**

**TDM CABLE FUNDING LLC and TDMM CABLE FUNDING LLC**  
**DETAILS OF EXPENSES INCURRED DURING THE PERIOD**  
**MAY 27, 2011 THROUGH OCTOBER 5, 2011**

| <u>Date</u> | <u>Description</u>                            | <u>Amount</u> | <u>Travel</u> | <u>Logging</u> | <u>Meals</u> | <u>Telephone</u> | <u>Copy Charges</u> |
|-------------|-----------------------------------------------|---------------|---------------|----------------|--------------|------------------|---------------------|
| 6/21/2011   | Mileage to DFW Airport 25 miles at .50/mile   | 12.50         | 12.50         |                |              |                  |                     |
| 6/21/2011   | Holiday Inn hotel room in Coral Gables Fla    |               |               |                |              |                  |                     |
|             | Room                                          | 89.00         |               | 89.00          |              |                  |                     |
|             | Tax                                           | 11.57         |               | 11.57          |              |                  |                     |
| 6/21/2011   | Dinner (see hotel bill)                       | 22.78         |               |                | 22.78        |                  |                     |
| 6/22/2011   | Breakfast (see hotel bill)                    | 10.75         |               |                | 10.75        |                  |                     |
| 6/22/2011   | AVIS Rent Car                                 | 45.13         | 45.13         |                |              |                  |                     |
| 6/22/2011   | Taxi from AVIS to HControl                    | 12.00         | 12.00         |                |              |                  |                     |
| 6/22/2011   | Round trip airfare from DFW to Ft. Lauderdale | 404.50        | 404.50        |                |              |                  |                     |
| 6/22/2011   | Parking at DFW Airport for 6/21 and 6/22      | 26.00         | 26.00         |                |              |                  |                     |
| 6/22/2011   | Mileage to DFW Airport 25 miles at .50/mile   | 12.50         | 12.50         |                |              |                  |                     |
| 7/1/2011    | Telephone July 2011                           | 85.26         |               |                |              | 85.26            |                     |
|             | 290 copies @ \$.20/ copy                      | 58.00         |               |                |              |                  | 58.00               |
|             | Total                                         | 789.99        | 512.63        | 100.57         | 33.53        | 85.26            | 58.00               |





**Holiday Inn**

11

06-22-11

|                                  |                  |                 |             |                 |
|----------------------------------|------------------|-----------------|-------------|-----------------|
| <b>David Boland</b><br><b>US</b> | Folio No. :      |                 | Room No. :  | <b>205</b>      |
|                                  | A/R Number :     |                 | Arrival :   | <b>06-21-11</b> |
|                                  | Group Code :     |                 | Departure : | <b>06-22-11</b> |
|                                  | Company :        | <b>HControl</b> | Conf. No. : | <b>61429119</b> |
|                                  | Membership No. : |                 | Rate Code : | <b>ILCOR</b>    |
|                                  | Invoice No. :    |                 | Page No. :  | <b>1 of 1</b>   |

| Date           | Description    |                  | Charges       | Credits     |
|----------------|----------------|------------------|---------------|-------------|
| 06-21-11       | Room Service   | 205 David Boland | 22.78         |             |
| 06-21-11       | Room Service   | 205 David Boland | 10.75         |             |
| 06-21-11       | *Accommodation | 205 David Boland | 89.00         |             |
| 06-21-11       | Occupancy Tax  | 205 David Boland | 11.57         |             |
| <b>Total</b>   |                |                  | <b>134.10</b> | <b>0.00</b> |
| <b>Balance</b> |                |                  | <b>134.10</b> |             |

**Guest Signature:** \_\_\_\_\_

I have received the goods and / or services in the amount shown hereon. I agree that my liability for this bill is not waived and agree to be held personally liable in the event that the indicated person, company, or associate fails to pay for any part or the full amount of these charges. If a credit card charge, I further agree to perform the obligations set forth in the cardholder's agreement with the issuer.

Holiday Inn Coral Gables - University  
1350 South Dixie Highway (US1)  
Coral Gables, Florida 33146  
Telephone: (305) 687-5611

|                                   |  |                           |            |         |
|-----------------------------------|--|---------------------------|------------|---------|
| >>Return(< RA Document 792951180  |  | Rate LC/E                 | @ DY 12 HR |         |
| RESERVATION # 07685407-US-2E      |  | 0 MI @                    | .00        | =       |
| CAR# 5 2 0 9 5 9 3 Car Group E    |  | 12 HR @                   | 24.00      | =       |
| SIL CHEV INPA 4DR FL 785JPN       |  | 0 DY @                    | 31.99      | =       |
|                                   |  | 0 WK @                    | 223.93     | =       |
| BOLAND,DAVID                      |  | MIN 10Y/LC/E              | 37FM       | = 31.99 |
|                                   |  | TIME & MILEAGE            |            | = 31.99 |
| WIZ# = R7S11X AND# = A144500      |  | \$ 3.95/DY CFC            | +          | = 3.95  |
|                                   |  | \$ .56/DY ERF             | +          | = .56   |
| Out FT.LAUD APO FL F21JUN11/2045  |  | \$ 2.00/DY SSU            | +          | = 2.00  |
| In DADELAND-S. MIAMI 22JUN11/0901 |  | \$ .02/DY TBS             | +          | = .02   |
| Miles-Out 14590 Miles-In 14627    |  | \$ .78/DY VLF             | +          | = .78   |
| Miles Driven 37 Fuel In 0/8       |  | **10.00\$ FEE             | +          | = 3.28  |
| Method of pay = CLUB              |  | Subtotal                  |            | = 42.58 |
| Mastercard XXXXXXXXXXXX4363       |  | Tax 6.000%                | +          | = 2.55  |
| Auth: 411352/14 L                 |  | Total Charges             |            | = 45.13 |
|                                   |  | AMOUNT DUE CV USD         |            | = 45.13 |
|                                   |  | \$ 3.95/DY CFC            |            |         |
|                                   |  | ENERGY RECOVERY FEE       |            |         |
|                                   |  | \$ 2.00/DY SSU            |            |         |
|                                   |  | \$ .02/DY TBS             |            |         |
|                                   |  | \$ .78/DY VEH LIC FEE     |            |         |
|                                   |  | **CONCESSION RECOVERY FEE |            |         |

The amount that appears in "Amount Due" has been billed to your Master Card.  
 All charges are subject to audit and change if any errors are found.  
 For local inquiries call 954-359-2500. Thank you for renting from Avis.

C6E2/23C7/11173/09:02/F

**YELLOW CAB 444-4444**

Date 6/22/14 Taxicab # \_\_\_\_\_

Customer BOLAND

From AVIS

To HOLIDAY INN

Amount \$ 12.00 Driver \_\_\_\_\_

*Air Conditioned*



**JUNGLE ISLAND**  
www.jungleisland.com

**\$3 discount**  
PLU# 8853

Cannot be combined with any other offer.

[Home](#) | [Logout](#) | [My Account](#) |[English](#) |[Contact AA](#) | [FAQ](#) |

MR. DAVID BOLAND

PLATINUM

Mileage Balance: 368,152 Miles

[Reservations](#)[Travel Information](#)[Travel Deals](#)[AAdvantage®](#)[Products & Gifts](#)[Business Programs](#)[About Us](#)

## Book Flights

[Select Flights](#)   [Passenger Details](#)   [Flight Summary](#)   [Payment](#)   [Ticketing Options](#)   [Finish](#)  
Thank you for making your reservation on AA.com! You may want to print this page so that you have a copy of your reservation and record locator. If we have your email address we will also send you an email confirmation of this reservation.

Note: This is not your receipt. You will be receiving your itinerary confirmation along with your receipt soon. You may print your Itinerary & Receipt directly from AA.com once the status is updated from "Purchased" to "Ticketed".

[EMAIL ITINERARY](#)   [SEND TO CALENDAR](#)   [PRINT VERSION](#)

## Reservation Details

## Record Locator

LAVDYL

Your record locator is your reservation confirmation number and will be needed to retrieve or reference your reservation.

## Status

Purchased -  
Jun 15, 2011

## Reservation Name

DFWFL

You can name your reservation so it's easier to locate when you return to AA.com (e.g. Quarterly Meeting).

[CHANGE NAME](#)

## Your Itinerary

| Carrier                 | Flight Number | Departing City         | Date & Time              | Arriving City          | Date & Time              | Cabin Booking Code | Flight Details       | Seats |
|-------------------------|---------------|------------------------|--------------------------|------------------------|--------------------------|--------------------|----------------------|-------|
| AA<br>AMERICAN AIRLINES | 436           | DFW Dallas/ Fort Worth | Jun 21, 2011<br>04:20 PM | FLL Fort Lauderdale    | Jun 21, 2011<br>08:05 PM | Economy S          | <a href="#">VIEW</a> | 9C    |
| AA<br>AMERICAN AIRLINES | 831           | FLL Fort Lauderdale    | Jun 22, 2011<br>05:00 PM | DFW Dallas/ Fort Worth | Jun 22, 2011<br>07:00 PM | Economy S          | <a href="#">VIEW</a> | 14A   |

## Your Notifications

## Contact

My Cell: 214-7326811

## Notification Summary

- Send 4 hours prior to departure
- GATE CHANGES

## Actions

☒ Enabled☐ Disable

## Fare Summary

Average Fare per Person: 384.00 USD

## Passenger Type Used in Pricing

Adult

PriorityAAccess™ and Same-Day Standby

Complimentary

## Total Fare per Person

384.00 USD

## Additional Taxes and Fees per Person

21.40 USD

## Total Price

405.40 USD

- [View Fare Rules](#)
- Residents of Latin America or the Caribbean must be present and show Credit/Debit Card at time of check-in.
- Flights not on American Airlines, American Eagle, or AmericanConnection® are on a [request basis](#) only. Fare and availability are subject to change.
- In order to comply with federal security regulations, we may provide government agencies access to data you disclose to us. For more information, view our [Privacy Policy](#).
- If you choose to pay using a credit card or U.K.-billed PayPal account, a processing fee of £4.50 per ticket may apply.

## Passenger Details

Save time at the airport! Add your travel information below to check-in online.

DAVID BOLAND

No Further Information required to travel

[View Details](#)

## Summary

## Required

## Optional

All information required for online check-in has been provided. Online check-in will be available 24 hours prior to your departure.

Secure Flight Information

Frequent Flyer Number

Trip Contact Number

## Summary Details

## Credit Card Information

Card Type:

MASTER CARD

Account #:

\*\*\*\* \* 4363

Expiration Date:

October 12

Description:

MC

## Delivery Information

E-Ticket E-MAIL:

DAVID@DJBOLAND.COM000000

Contact Information

Cell Phone:

(1) 214-732-8611

Home Phone: (1) 972-628-8880  
 Business Phone: (1) 214-673-8810  
 Email Address: DAVID@DJBOLAND.COM  
 Business ExtraAA Account Number:

| Flight Number | Departing             | Arriving              | 500-mile Upgrades Required per Person | Request Upgrade? |
|---------------|-----------------------|-----------------------|---------------------------------------|------------------|
| 436           | DFW Dallas/Fort Worth | FLL Fort Lauderdale   | 3                                     | Not Requested    |
| 651           | FLL Fort Lauderdale   | DFW Dallas/Fort Worth | 3                                     | Not Requested    |

500-mile Upgrades may be purchased at the airport or at a discount when purchased online.

[View Upgrade Rules](#)

Trip Insurance ?  
 Insurance Offer Declined

It's not too late! Trip Insurance from Access America helps protect against expenses should you be required to cancel or interrupt your trip due to medical or other covered reasons affecting you or your family members. To purchase trip insurance or to learn more, visit [www.aa.com/tripinsurance](http://www.aa.com/tripinsurance) or call Access America directly at 1-800-628-6404.



#### Additional Travel Needs

Save up to **35%**

BOOK NOW

Save up to **30%**

BOOK NOW

Treat yourself to an Admirals Club One Day Pass

ADD ONE DAY PASS

Complete your travel—book a car, hotel, or activity!

AA Advantage® miles on every rental! Find deals from top rental agencies

ADD CAR

Lowest rates guaranteed! Book & earn 250 bonus miles

ADD HOTEL

Get the best tours & activities with guaranteed low prices at 5,600+ must-see attractions!

ADD ACTIVITY

- ▶ [Fort Lauderdale City Information](#)
- ▶ [Travel Help And Resources](#)

#### Reminder:

- If your itinerary contains international flights, it is the sole responsibility of each passenger in the itinerary to have the proper documents for entry/exit into a country. To obtain documentation requirements, contact the embassy or consulate of all countries involved in your itinerary, including all countries in which you may be travelling. You can also contact your international carrier(s) for further information on documentation requirements, embargoes, travel advisories and/or additional requirements that may apply to the country or countries in your itinerary. Passengers will need to present Itinerary and Receipt (I & R) to an immigration officer upon request.
- Some fares purchased on AA Advantage participating airlines are not eligible for mileage accrual. View eligible booking codes and mileage accrual rates by airlines at [www.aa.com/participatingairlines](http://www.aa.com/participatingairlines).
- American Airlines will restrict boarding pass issuance when any uncollected Change Fees involving an itinerary change exist. To avoid any inconvenience to you, we encourage you to satisfy Change Fee collection with Reservations or your travel agent at the time the itinerary change is made.
- To expedite check-in, gate locations at airports will accept credit cards only. Passengers with Electronic tickets on international flights will need to present the Itinerary and Receipt (I & R) to an immigration officer upon request. If your I & R are not received by mail or post prior to departure, you will need to request one in person at the ticket counter.
- Many common items used every day in the home or workplace may be considered dangerous when transported in baggage by air. You must declare your dangerous goods to the airline. Failure to do so violates U.S. Federal Law.

AA Advantage ENROLL NOW.



WHY BOOK ON  
AA.COM?

Email Exclusives



EARN MILES.

[Admirals Club](#) [DealFinder](#) [Careers](#) [Site Map](#) [Legal](#) [Privacy Policy](#) [Customer Service & Contingency Plans](#) [Copyright](#)



DFW INTERNATIONAL AIRPORT  
DFW AIRPORT, TX 75261  
(972) 973-4840

DATE: 11-06-22 TIME: 19:22  
Bank NP 50  
Cashier 804  
XID Jz 1106221922194363  
ACCT: MC XXXXXXXXX4363  
Cashier 804

TOTAL: \$26.00

APPROVED 00098Z  
DAVID J BOLAND

THANK YOU FOR CHOOSING  
DFW INTERNATIONAL AIRPORT

CUSTOMER COPY

Page 10 of 18  
 JULY 01, 2011  
 Account Number: 252827  
 Invoice Number: 04282062

Account Code: 421

Long Distance Calls - Interstate

| Ref. Number | Date       | Time     | Destination   | Number Called | Call Type | Rate Period | MIN/SEC | Amount  |
|-------------|------------|----------|---------------|---------------|-----------|-------------|---------|---------|
| *103        | 06/06/2011 | 10:03 AM | ALBANY NY     | 518-449-1323  | L         | A           | 0:06    | \$0.010 |
| *104        | 06/06/2011 | 10:30 AM | ALBANY NY     | 518-449-1323  | L         | A           | 38:38   | \$0.732 |
| *105        | 06/06/2011 | 11:07 AM | ALBANY NY     | 518-449-1323  | L         | A           | 6:42    | \$0.134 |
| *106        | 06/06/2011 | 2:29 PM  | ALBANY NY     | 518-449-1323  | L         | A           | 27:54   | \$0.558 |
| *107        | 06/06/2011 | 2:57 PM  | ALBANY NY     | 518-449-1323  | L         | A           | 14:12   | \$0.284 |
| *108        | 06/07/2011 | 3:06 PM  | ALBANY NY     | 518-449-1323  | L         | A           | 40:30   | \$0.810 |
| *109        | 06/08/2011 | 9:30 AM  | ALBANY NY     | 518-449-1323  | L         | A           | 4:42    | \$0.094 |
| *110        | 06/10/2011 | 8:30 AM  | ALBANY NY     | 518-449-1323  | L         | A           | 17:36   | \$0.352 |
| *111        | 06/10/2011 | 1:01 PM  | ALBANY NY     | 518-449-1323  | L         | A           | 15:42   | \$0.314 |
| *112        | 06/10/2011 | 2:29 PM  | ALBANY NY     | 518-449-1323  | L         | A           | 42:06   | \$0.842 |
| *113        | 06/13/2011 | 2:00 PM  | ALBANY NY     | 518-449-1323  | L         | A           | 28:48   | \$0.568 |
| *114        | 06/14/2011 | 8:34 AM  | BUFFALO NY    | 716-847-7089  | L         | A           | 17:00   | \$0.340 |
| *115        | 06/14/2011 | 3:55 PM  | ALBANY NY     | 518-449-1323  | L         | A           | 0:30    | \$0.010 |
| *116        | 06/14/2011 | 4:11 PM  | METAIRIE LA   | 504-293-4000  | L         | A           | 0:18    | \$0.010 |
| *117        | 06/14/2011 | 4:12 PM  | NEWORLEANS LA | 504-324-0721  | L         | A           | 0:06    | \$0.010 |
| *118        | 06/14/2011 | 4:13 PM  | METAIRIE LA   | 504-293-4000  | L         | A           | 10:06   | \$0.202 |
| *119        | 06/14/2011 | 4:33 PM  | NORTH DADE FL | 786-787-7777  | L         | A           | 3:54    | \$0.078 |
| *120        | 06/15/2011 | 2:07 PM  | ALBANY NY     | 518-449-1323  | L         | A           | 34:12   | \$0.684 |
| *121        | 06/15/2011 | 2:42 PM  | NORTH DADE FL | 786-787-7777  | L         | A           | 1:08    | \$0.022 |
| *122        | 06/17/2011 | 9:57 AM  | ALBANY NY     | 518-449-1323  | L         | A           | 28:18   | \$0.528 |
| *123        | 06/17/2011 | 11:23 AM | FTLAUDERFL    | 954-359-3250  | L         | A           | 5:24    | \$0.108 |
| *124        | 06/20/2011 | 12:44 PM | MIAMI FL      | 305-867-5611  | L         | A           | 3:36    | \$0.072 |
| *125        | 06/21/2011 | 9:01 AM  | ALBANY NY     | 518-449-1323  | L         | A           | 4:06    | \$0.082 |
| *126        | 06/21/2011 | 10:25 AM | NORTH DADE FL | 786-787-7200  | L         | A           | 4:36    | \$0.092 |
| *127        | 06/24/2011 | 8:34 AM  | ALBANY NY     | 518-449-1323  | L         | A           | 0:42    | \$0.014 |
| *128        | 06/24/2011 | 9:38 AM  | NEW YORK NY   | 212-885-8348  | L         | A           | 40:42   | \$0.814 |
| *129        | 06/24/2011 | 10:25 AM | ALBANY NY     | 518-292-9002  | L         | A           | 21:00   | \$0.420 |
| *130        | 06/24/2011 | 2:51 PM  | BUFFALO NY    | 716-847-7089  | L         | A           | 0:36    | \$0.012 |
| *131        | 06/24/2011 | 3:37 PM  | NORTH DADE FL | 786-787-7777  | L         | A           | 0:36    | \$0.012 |
| *132        | 06/24/2011 | 3:38 PM  | NORTH DADE FL | 786-787-7200  | L         | A           | 12:48   | \$0.256 |
| *133        | 06/24/2011 | 4:09 PM  | BUFFALO NY    | 716-847-7089  | L         | A           | 0:42    | \$0.014 |
| *134        | 06/27/2011 | 4:54 PM  | BUFFALO NY    | 716-847-7089  | L         | A           | 1:08    | \$0.022 |

Total

425:18

\$8.526

TOTAL Long Distance Calls - Interstate

\$8.526

TOTAL Account Code: 421

\$8.526

\$ 85.26

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

-----X  
SECURITIES AND EXCHANGE COMMISSION :

*Plaintiff,* :

vs. :

Case No. 1:10-CV-457  
(GLS/DRH)

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 SECOND INTERIM APPLICATION OF DAVID J. BOLAND,  
CPA CTP FOR APPROVAL OF FEES AND EXPENSES REGARDING  
WHITE GLOVE CRUISES, LLC, TDM CABLE FUNDING LLC  
AND TDM CABLE FUNDING LLC**

Upon the Second Interim Application of David J. Boland, CPA CTP (“David J. Boland”) for Approval of Fees and Expenses dated November 7, 2011 (“Application”) for an order approving consulting fees and 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 compensation for services rendered (i) through August 29, 2011 with regard to White Glove Cruises, LLC in the amount of \$1,725.00, and (ii) through October 5, 2011 with regard to TDM Cable Funding LLC and TDMM Cable Funding LLC in the amount of \$10,100.00 in fees and \$789.99 in expenses, for a grand total of \$12,614.99, is allowed as an interim allowance; and it is further

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

Dated: December \_\_\_, 2011

---

Hon. David R Homer  
United States Magistrate Judge

Doc # 01-2526293.1

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

-----X  
SECURITIES AND EXCHANGE COMMISSION :

*Plaintiff,* :

vs. :

Case No. 1:10-CV-457  
(GLS/DRH)

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 November 11, 2011, a true and correct copy of the Notice and (i) Second Application of David J. Boland, CPA CPT for Approval of Fees and Expenses Regarding White Glove Cruises, LLC, TDM Cable Funding LLC and TDMM Cable Funding LLC was caused to be served by e-mail upon the following 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:

- **Alison B. Cohen** - acohen@gkblaw.com
- **William J. Dreyer** - wdreyer@dreyerboyajian.com, lbaldwin@dreyerboyajian.com, sbreslin@dreyerboyajian.com, bhill@dreyerboyajian.com
- **Scott J. Ely** - sje@fwc-law.com
- **James D. Featherstonhaugh** - jdf@fwc-law.com, cr@fwc-law.com, shm@fwc-law.com, sje@fwc-law.com, sbh@fwc-law.com
- **Erin K. Higgins** - EHiggins@ckrpf.com
- **Benjamin W. Hill** - bhill@dreyerboyajian.com, glentini@dreyerboyajian.com

- **Iseman, Cunningham, Riester & Hyde, LLP** - riseman@icrh.com
- **E. Stewart Jones, Jr** - bessetca@esjlaw.com,sangerki@esjlaw.com
- **Jack Kaufman** - kaufmanja@sec.gov
- **Fred N. Knopf** - fred.knopf@wilsonelser.com
- **James P. Lagios** - jlagios@icrh.com,tmantica@icrh.com,mlohman@icrh.com
- **Haimavathi V. Marlier** - marlierh@sec.gov
- **Kevin P. McGrath** - mcgrathk@sec.gov
- **Lara S. Mehraban** - mehrabanl@sec.gov,marlierh@sec.gov,newvillej@sec.gov
- **Michael J. Murphy** - mmurphy@carterconboy.com,mlypka@carterconboy.com,abell@carterconboy.com
- **Joshua M. Newville** - newvillej@sec.gov
- **Craig H. Norman** - cnorman@coopererving.com,jbugos@coopererving.com
- **Thomas E. Peisch** - TPeisch@ckrpf.com,apower@ckrpf.com
- **Piaker & Lyons CPAs** - cswanekamp@jaeckle.com
- **Terri L. Reicher** - Terri.Reicher@finra.org
- **Martin P. Russo** - mrusso@gkblaw.com
- **David P. Stoelting** - stoeltingd@sec.gov,mehrabanl@sec.gov,mcgrathk@sec.gov,paleym@sec.gov,wbrown@phillipslytle.com,arnoldl@sec.gov
- **The Shoma Group** - fsilva@shomagroup.com
- **Benjamin Zelermyer** - bzlaw@optonline.net,steincav@aol.com

Nancy McGinn  
26 Port Huron Drive  
Niskayuna, NY12309

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

Michael L. Koenig, Esq.  
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

Jill A. Dunn, Esq.  
The Dunn Law Firm PLLC  
99 Pine Street, Suite 210  
Albany, NY 12207

November 11, 2011

  
Karen M. Ludlow