

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF NEW YORK

-----X
SECURITIES AND EXCHANGE COMMISSION :

Plaintiff,

vs.

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.

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

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

PLEASE TAKE NOTICE that upon the Third Interim Application of Phillips Lytle LLP and the Receiver for Allowance of Compensation and Reimbursement of Expenses (“Application”), Phillips Lytle LLP (“Phillips Lytle”) will move before the Hon. 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, Albany, New York 12207-2924, on **August 16, 2012 at 9:30 a.m.**, seeking an Order to be entered approving the Application of

Phillips Lytle and the Receiver for interim compensation and reimbursement of expenses in connection with legal services performed for William J. Brown, Esq., the Receiver for the McGinn Smith Entities and the services of the Receiver. No oral argument is requested.

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

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

Dated: July 5, 2012

PHILLIPS LYTLE LLP

By /s/ William J. Brown
William J. Brown (Bar Roll #601330)
Todd A. Ritschdorff (Bar Roll #512601)
Attorneys for the 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 # 01-2584170.2

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. :

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

APPLICANT'S NAME: Phillips Lytle LLP and William J. Brown, as
Receiver

APPLICANT'S ADDRESS: Omni Plaza
30 South Pearl Street
Albany, New York 12207

DATE APPLICANT APPOINTED: April 20, 2010

NATURE OF SERVICES RENDERED: Legal services rendered for William J. Brown, Receiver, with respect to McGinn, Smith & Co., Inc., et al. and for Receiver services and expenses

AMOUNT OF COMPENSATION
SOUGHT FOR FEES FROM
JANUARY 1, 2011 THROUGH
DECEMBER 31, 2011

\$298,991.90 (including Phillips Lytle and Receiver's fees at pre-arranged discounted hourly rates) at 7.5% for Phillips Lytle and \$225 rather than \$430 per hour for the Receiver

AMOUNT OF COMPENSATION
SOUGHT FOR EXPENSES FROM
JANUARY 1, 2011 THROUGH
DECEMBER 31, 2011

\$14,157.31

Dated: July 5, 2012

PHILLIPS LYTLE LLP

By /s/ William J. Brown

William J. Brown (Bar Roll #601330)

Todd A. Ritschdorff (Bar Roll #512601)

Attorneys for the 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 # 01-2584170.2

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

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

Phillips Lytle LLP (“Phillips Lytle”) submits this application (“Fee Application”) for allowance of interim compensation and reimbursement of expenses pursuant to Section XIV of this Court’s Preliminary Injunction Order (Docket No. 96). Attached as **Exhibit A** is the

Declaration of William J. Brown, Esq. in support of the Fee Application. Phillips Lytle respectfully represents as follows:

INTRODUCTION

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

2. During the one-year period from January 1, 2011 to December 31, 2011 (“Third Interim Period”), Phillips Lytle performed extensive legal services for the Receiver, and the Receiver performed extensive non-legal or quasi-legal functions, which are each more particularly described below and itemized in the detailed time and disbursement records attached as **Exhibit B**.

3. As a public service discount, the legal fees incurred in this case are being performed with a current 7.5% discount on the hourly rates of Phillips Lytle pursuant to a prior agreement with the SEC. Similarly, the Receiver’s hourly rate for this engagement is \$225 per hour rather than his 2011 hourly rate of \$430, again per prior agreement with the SEC.

4. As a result, legal services at full value in this Third Interim Period total \$256,148.00, while the amount to be paid less the 7.5% discount if this Application is approved is \$236,936.90. The Receiver’s services at full value of \$430 per hour in this Third Interim Period total \$103,285.00, while the amount to be paid if this Application is granted are

\$62,055.00 at \$225 per hour. This makes the total amount sought pursuant to this Application to be \$298,991.90 in fees and \$14,157.31 in disbursements.¹

CASE STATUS

5. As of June 26, 2012, there is \$11,971,325.95 on hand in Receiver accounts consisting of \$9,950,695.49 from operations of Receiver businesses and recoveries of claims, investments, sales of businesses and other sources, and \$2,020,630.46 representing proceeds held pursuant to Orders of the Court respecting the Smith Trust, Lynn Smith, and proceeds of the Smith's Vero Beach property. All post-Receiver obligations are current and paid on a current basis other than the amounts sought in professional fee applications. The monies on account in the Receiver's accounts are unencumbered other than for the claims of ownership by the Smith Trust and Lynn Smith to the \$2,020,630.46. When this estate was commenced in April 2010, there was \$485,491.63 on hand.

6. Currently, the claims bar date has passed following the apparent successful administration of a claims notice procedure. A motion for approval of an equity interest claims process will be filed the week of July 3, 2012. This case cannot be closed until the SEC claims against David L. Smith and Timothy McGinn are resolved by criminal or civil trial or other resolution pursuant to Court Order.

7. The Receiver intends to file a motion for approval to make an interim distribution to creditors. That motion is expected to be filed in July 2012. The claims procedure is complete except for the resolution of disputed, unliquidated or contingent claims which, in the Receiver's present view, should substantially await the outcome of a resolution of the SEC's

¹ On January 13, 2011, the Court approved (Docket No. 255) the First Interim Application of Phillips Lytle LLP and the Receiver for Allowance of Compensation and Reimbursement of Expenses for the period April 13 through July 31, 2010, and on December 27, 2011, the Court approved (Docket No. 429) the Second Interim

claims against David L. Smith and Timothy McGinn which may, as a matter of law, resolve many of the issues involving such claims.

8. There are assets remaining in the estate to liquidate including a triple play business located in the Gulf Southeast operated out of the New Orleans, Louisiana area, a parcel of real property, certain unliquidated investments, and claims against third parties which are being asserted from time to time. Claims are reduced to judgment when appropriate, but to date, the Receiver has been successful in resolving most claims on a consensual basis.

9. The SEC's Standard Fund Accounting Report is attached to this Application as **Exhibit C**.

COMPENSATION FOR LEGAL SERVICES

10. The legal services rendered by Phillips Lytle during the Third Interim Period have been categorized into twenty-two (22) separate categories (Categories A through V), as described below:

A. Asset Analysis and Recovery

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

B. Claims Administration and Objections

The minimal time charged to Category B during this period relates to preliminary preparations for the establishment of a claims process.

In rendering the services in Category B, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$385.00, and no disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	0.10	430.00	43.00
Joshua P. Fleury	1.80	190.00	342.00

C. Asset Disposition

Category C relates to the significant time spent in 2011 preparing, negotiating, drafting documents and arranging for the disposition of operating businesses within the estate including Alarm Traders, White Glove and Florida triple play businesses.

With respect to Alarm Traders, the identification of logical buyers and arranging for the sale of this business was preliminary in early 2011 and began to develop in earnest during the later part of 2011.

With respect to White Glove, active negotiations, accounting investigations, and the preparation of an Asset Purchase Agreement occurred during February, March, April, May and June 2011 until that transaction terminated when the buyer (who was a manager at White Glove) without prior announcement left White Glove and went to work for a competitor. The majority of the fees incurred in this Category related to the aborted White Glove sale.

With respect to Benchmark, the efforts during the Application Period involve the retention of brokers for the sale of the business, the preparation of an engagement letter for the brokers and confidentiality agreements for potential purchasers. It also included the review and approval of a due diligence package.

With respect to the Florida triple play business, preliminary discussions occurred in late 2011 regarding a term sheet and terms for the sale of the business to HControl and the

resolution of the minority owners' interests. Throughout these periods, efforts were made to perform forensic accounting on the operations of each of the businesses to be sold to assure as best as possible that the best possible transactions were developed.

Also during this period, the Integrated Excellence portfolio was sold to an entity controlled by David Roman at par resulting in a very favorable recovery by the estate. At the same time, the Firstline portfolio option held by David Roman's entity was resolved on favorable terms to the estate and approved by the Court.

In late 2011, due diligence resumed on the sale of the Alarm Traders portfolio, and negotiations with the stalking horse began in earnest.

Finally, efforts continued to find an additional resolution for the 74 State Street interests which proved to be futile given the overencumbered nature of the property.

In rendering the services in Category C, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$40,881.00, plus \$42.60 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	61.30	430.00	26,359.00
James A. Locke	1.50	395.00	592.50
Gary F. Kotaska	27.80	365.00	10,147.00
Deborah A. Doxey	4.60	350.00	1,610.00
Allan L. Hill	5.00	350.00	1,750.00
James R. Grasso	1.00	320.00	320.00
Sharon P. Azurin	0.20	260.00	52.00
Kelly E. Marks	0.10	225.00	22.50
Karen A. Kawczynski (P)	0.20	140.00	28.00

D. Business Operations

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

E. Case Administration

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

During this time period, this category consists of essentially all of the day-to-day work for the Receiver and his professionals and the handling of the legal affairs of the 82 entities which were placed into Receivership by this Court’s Preliminary Injunction Order (Docket No. 96). The detailed descriptions attached include time spent involving the day-to-day legal issues of the operating businesses within the estate, avoidance actions, analysis, insurance, the Clifton Park Storage facility, various contracts and business issues arising in the ordinary course of business of the Alarm Traders, Benchmark, triple play, White Glove and other businesses, business with third parties, matters relating to tax reporting and financial statement issues, maintaining of business inventories and compliance regarding inventory safeguards, efforts to maintain and enhance enterprise value and cash flow, dealing with third party lenders such as Full Circle, matters relating to Same Day Surgery Center and the Imaging Center, obtaining and evaluating information regarding Shoma Group claims of ownership in certain entities, dealings with Firstline option and matters regarding the purchase of the Firstline portfolio just prior to the initiation of the Receivership, efforts to realize value on 74 State Street claims, Seton Hall disposition efforts and alternatives, various legal inquiries and questions raised by the SEC concerning the Receivership estates, coordinating with the United States Attorney’s Office

concerning records and information, dealing with issues of privilege and work product in relationship to request from U.S. Attorney's Office, continued evaluation of the Seton Associates real property interests and operations and how to resolve the structure of the Seton facility property, review of evidence and file storage boxes at Clifton Park Storage facility to assess importance of same to Receivership estates and coordination of storage facilities at Clifton Park, dealings with CMS regarding CMS interests, establish and maintain California Seller of Travel license with State of California for White Glove, subpoena issues with Whitney Bank, Pine Street and distributions, dealing with IRS and other search warrants and subpoenas, communications regarding Benchmark prior owners' requests for payment and sale of property, dealing with various FINRA proceedings, communications with Verifier regarding inability to pay debt, attendance at various court hearings and conferences, review of various Judge Homer decisions and implications for Receivership estates, handling of investor call log and maintenance of same, discussions with SEC concerning asses and asset dispositions.

In rendering the services in Category E, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$63,785.50, plus \$2,350.10 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	115.10	426.46	49,085.00
Raymond H. Seitz	0.30	400.00	120.00
Paul K. Stecker	0.60	360.00	216.00
Richard E. Honen	0.30	360.00	108.00
Lisa McDougall	0.20	340.00	68.00
James R. Grasso	5.40	320.00	1,728.00
Angela Z. Miller	0.30	300.00	90.00
Allan L. Hill	0.80	350.00	280.00
Todd A. Ritschdorff	20.80	215.00	4,472.00
Joshua P. Fleury	3.80	190.00	722.00
Kelly E. Marks	0.10	225.00	22.50
Karen A. Kawczynski (P)	6.90	140.00	966.00

Jourdan L. Stevenson (P)	52.00	115.00	5,980.00
--------------------------	-------	--------	----------

F. Employee Benefits/Pensions

Category F consists of services related to conferences and communications regarding unemployment issues and PTO payments.

In rendering the services in Category F, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$590.00, and no disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	1.00	430.00	430.00
James R. Grasso	0.50	320.00	160.00

G. Fee/Employment Applications

Category G consists of services related to review, editing and preparation of Second Interim Fee Application of Phillips Lytle, statements of Chiampou Travis, Broussard accounting firm (for Benchmark tax preparation), BDO (Benchmark), and David Boland (White Glove) for filing of fee applications in addition to communications with SEC for review and consent to Second Interim Fee Application.

In rendering the services in Category G, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$5,575.00, plus \$442.43 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	12.90	430.00	5,547.00
Karen A. Kawczynski (P)	0.20	140.00	28.00

H. Fee/Employment Objections

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

I. Accounting/Auditing

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

J. Business Analysis

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

K. Corporate Finance

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

L. Data Analysis

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

M. Status Reports

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

N. Litigation Consulting

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

O. Forensic Accounting

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

P. Tax Issues

Category P consists of services related to conversations with tax accountants for the Receivership estates concerning how to deal with discrete tax reviews, tax return preparation and certain financial statement issues. A substantial amount of time in this category relates to the review and approval of a significant number IRS and New York State tax returns, various other tax forms, and ongoing communications with Chiampou Travis regarding tax issues and process.

In rendering the services in Category P, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$8,073.50, plus \$1.40 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	4.30	430.00	7,955.00
James A. Locke	0.30	395.00	118.50
Kelly E. Marks	0.20	215.00	43.00

Q. Valuation

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

R. William J. Brown, as Receiver Function

Category R consists of services related to the function of William J. Brown, as Receiver in his capacity as Receiver. These services, per prior agreement with the SEC, are rendered at \$225 per hour. Thus, while the accrued amount would otherwise be \$103,285.00, the

amount to be paid is \$62,055.00. All of the Receiver's travel time is charged to this category and, thus, is at a substantially reduced rate. Travel time is also charged at one-half of the total time travelled unless work associated with these estates is being conducted at that time.

The daily time entries reveal the Receiver's almost daily involvement with the various Receiver entities identified in the various descriptions including meetings with employees respecting Private Placement Memoranda, historical facts and operations, dealings with the various banks at which operating entities of the Receivership estates maintain accounts, the review of checks and invoices for payment on a weekly basis for those various operating businesses including Alarm Traders, Benchmark and White Glove, conferences with third parties regarding claims and related issues, the weekly review of payroll requests and substantiation for same, investor communications both by phone, in writing and e-mail, travel time from 99 Pine Street to the Receiver's offices in New York City and Buffalo, attending to various investor letters, dealing with business issues at Alarm Traders, conferences with various brokers for sales of businesses, efforts to obtain access to prior tax returns, dealing with building management at 99 Pine Street concerning access rights and retaining facilities, conferences with Pine Street representatives concerning performance and distributions from the Pine Street fund, dealing with press inquiries, dealing with the Clifton Park Storage facility issues and considering how to preserve records and equipment and the cost thereof, identifying alternative storage opportunities, dealing with IRS and U.S. Attorney's Office regarding records and need for copies dealing with various license issues concerning Alarm Traders operations, analyzing White Glove value and cash flow on historical and projected basis, review of Full Circle relationship, identifying ways to dispose of Alarm Traders, Benchmark and White Glove interests, dealing with stop payment and official check requests to M&T Bank, dealing with insurance issues

regarding insurance policies and proper coverage, conferences regarding 401K issues including surety bonds and reporting, dealing with issues regarding maintenance of Seton facility and appropriate inspections, communications with third parties concerning possible disposition of Imaging Center property at Crescent Hill, dealing with 74 State Street disposition and claim issues, conferences with David Boland and others regarding due diligence for Benchmark, communications with CIT and potential third party buyers concerning 74 State Street, meetings with various IRS officers regarding records and analysis, monitoring bank balances and statements, dealing with employee and holiday scheduling issues, initial conversations with D Boland regarding scope of White Glove examination, sale and value, investment write-ups by in-house counsel, efforts at sale of 74 State Street residual interests.

In rendering the services in Category R, the Receiver expended the time represented below at the hourly rates represented below for a total value of \$103,285.00, plus \$8,079.69 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	275.80	374.49	\$103,285.00 (to be billed and paid at \$62,055.00)

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

Category S consists of services related to legal involvement in the SEC's action against McGinn, Smith & Co., Inc. and other parties including review and discussion of pleadings, communications with SEC regarding SIPC coverage, review of Judge Homer decisions in the action, attorney client and work product issues, scope of stay against parties including M&T, Vero Beach property sale procedure, assist SEC with 2nd Circuit issues and facts, attend court conferences, Lavelle & Finn document review process, Jill Dunn decision, and attendance at David Smith/Timothy McGinn depositions.

In rendering the services in Category S, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$42,053.50, plus \$50.80 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	103.10	405.25	41,781.00
Edward S. Bloomberg	0.20	360.00	72.00
Jourdan L. Stevenson (P)	1.50	115.00	172.50
Karen Kawczynski (P)	0.20	140.00	\$28.00

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

Category T consists of services related to the Receiver's action against Thomas Livingston for recovery of overpayments and unpaid reimbursements to the McGinn Smith entities for personal expenses including extensive discovery, dealing with counterclaims, document production, document review, analysis of claims and defenses and settlement proposals, potential collateral, and preparation of settlement and collateral documents.

In rendering the services in Category T, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$53,826.50, plus \$2,748.65 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	13.20	430.00	5,676.00
Paul K. Stecker	33.70	360.00	12,132.00
Deborah A. Doxey	4.20	350.00	1,470.00
Todd A. Ritschdorff	181.40	189.99	34,464.50
Karen Kawczynski (P)	0.60	140.00	84.00

U. Sale of McGinn Niskayuna Property

Category U consists of legal communications, correspondences and conferences with SEC, Nancy McGinn, various brokers and lenders to negotiate successful short sale of the

McGinn Niskayuna residence. The negotiations to achieve the sale were extensive. Time was spent asserting the stay against M&T as first lienholder.

In rendering the services in Category T, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$15,233.00, plus \$5.20 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	34.30	430.00	14,749.00
James J. Contino	0.10	370.00	37.00
Mary E. Dobek (P)	3.30	125.00	412.50
Jourdan L. Stevenson (P)	0.30	115.00	34.50

V. Sale of Smith Vero Beach Property

Category V consists of services related to communications, correspondences and conferences with SEC, Orchid Island Association, various brokers, appraisers, contractors and insurance brokers regarding the maintenance and sale of the Smith property in Vero Beach, Florida. The stagnant market in Orchid Island required significant effort to maintain the property, realize equity and effect a sale. In the midst of this effort, the Smith's abandoned the house letting insurance and maintenance lapse. The broker and counsel for the Receiver worked diligently to produce the sale and negotiate a \$100,000+ discount from the first lien lender. The Receiver is not charging a Receiver fee for those efforts, but only seeks recovery of legal expenses.

In rendering the services in Category V, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$25,745.00, plus \$436.44 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	64.20	395.39	25,384.00
James J. Contino	0.70	370.00	259.00
Karen A. Kawczynski (P)	0.40	140.00	56.00
Jourdan L. Stevenson (P)	0.40	115.00	46.00

REIMBURSEMENT OF EXPENSES

11. Photocopies made by Phillips Lytle are billed by Phillips Lytle at \$.10 per page, which is based upon Phillips Lytle's costs. Telefax charges are \$1.00 per page for outgoing documents, with no charge for incoming documents. Long distance telephone charges and overnight courier charges are billed at cost. Overnight courier charges are incurred only when necessary as determined by either the Receiver or Phillips Lytle.

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

PARTICULAR EXPENDITURES

13. During the Third Interim Period, there are no instances where unusual substantial disbursement expenses have been incurred by Phillips Lytle in connection with the legal services provided by Phillips Lytle to the Receiver. The usual disbursements consist of such items as long distance telephone charges, duplicating charges, UPS charges for checks received and sent to Receivership businesses, and in the Livingston litigation computerized research of \$1,625.57.

CONCLUSION

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

15. Phillips Lytle has provided the SEC with copies of Phillips Lytle's and the Receiver's billing statements attached as Exhibit B. As of this date, Phillips Lytle and the Receiver do not believe that the SEC has any objection to the amounts sought by Phillips Lytle or the Receiver pursuant to this Fee Application.

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

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

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

NOTICE

19. Notice of this Fee Application is being served on the SEC and all parties who have filed a Notice of Appearance in this action. Additionally, it has been posted on the Receiver's website (www.mcginnsmithreceiver.com) for all investors and creditors to see. Phillips Lytle and the Receiver submit that no other or further notice need be given.

WHEREFORE, Phillips Lytle and the Receiver respectfully request that this Court enter an order allowing and approving Phillips Lytle's and the Receiver's Application for (i) interim compensation in the amount of \$298,991.90, and reimbursement of expenses in the amount of \$14,157.31, for a total of \$313,149.21 for the period of January 1, 2011 through December 31, 2011; and (ii) granting such other and further relief as is just and proper.

Dated: July 5, 2012

PHILLIPS LYTLE LLP

By /s/ William J. Brown

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 # 01-2584222.2

Exhibit A

mlUNITED 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 WILLIAM J. BROWN IN SUPPORT OF THIRD INTERIM
APPLICATION OF PHILLIPS LYTTLE LLP AND THE RECEIVER FOR ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES**

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

perjury, as follows:

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

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

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

4. The billing rates being charged by Phillips Lytle in connection with the Application are those which were customarily charged by Phillips Lytle during the time periods in question and are comparable to those charged by other firms of comparable size and experience in this geographic area for the prosecution of matters similar to this action. Pursuant to prior agreement, in my capacity as Receiver, I agreed to charge an hourly rate of \$225 rather than my 2011 hourly rate of \$430.

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

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

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

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

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

Dated: July 5, 2012

/s/ William J. Brown

William J. Brown

Doc # 01-2584175.1

Exhibit B

Category B

Claims Administration and Objections



Phillips Lytle LLP

Attorneys at Law
3400 HSBC Center
Buffalo, NY 14203
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203

Invoice Number 717142
Invoice Date 06/27/12
Client Number 33474
Matter Number 00001
W J Brown

Re: CLAIMS ADMINISTRATION & OBJECTIONS

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER 31, 2011:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/23/11	JPF2	Conference with WJB regarding research in connection with establishment of claims process	0.1
08/26/11	JPF2	Investigate procedures for claims administration by Receiver; Conference with WJB regarding same	1.2
08/30/11	JPF2	Prepare draft e-mail to SEC summarizing proposed claims distribution procedure	0.5
12/30/11	WJB	Conference JPF2 regarding follow-up on prior discussion on claims process	0.1

CURRENT FEES

\$385.00

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00001 Claims Administration & Objections
June 27, 2012

Invoice Number 717142

Page 2

TOTAL AMOUNT OF THIS INVOICE

\$385.00

PAYMENT DUE UPON RECEIPT

Category C

Asset Disposition



Phillips Lytle LLP

Attorneys at Law
3400 HSBC Center
Buffalo, NY 14203
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203

Invoice Number 717143
Invoice Date 06/27/12
Client Number 33474
Matter Number 00002
W J Brown

Re: ASSET DISPOSITION

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER 31, 2011:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/01/11	WJB	White Glove: Telephone call to D Boland regarding White Glove sale opportunities, offers and counteroffers and analysis regarding same regarding legal and business issues	0.2
02/02/11	WJB	Alarm Traders: Telephone call from R Hutchins on his due diligence and legal questions concerning status of Alarm Traders, retention of legal counsel to advise his company on financing acquisition, questions regarding potential break-up fee and other terms	0.5
02/12/11	WJB	White Glove: Prepare for negotiations with E Castanon on 2/14 and assemble materials for meeting with E Castanon regarding same	0.2
03/02/11	WJB	White Glove: Engage in legal and factual analysis for structuring of White Glove sale including sale of stock versus assets, legal and business risk, pricing and payment structure of transaction, security and lockbox concerns; Brief call with D Boland regarding same and preparation for call with E Castanon; Telephone conference with E Castanon, D Boland regarding two pronged offer	1.6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/02/11	WJB	White Glove: Outline terms of White Glove transaction based upon negotiations to date with E Castanon	0.3
03/03/11	WJB	White Glove: Dictate outline of White Glove sale transaction	0.3
03/03/11	WJB	Revise White Glove term sheet based upon communications with D Boland and GFK	0.4
03/04/11	WJB	Conference with ALH1 regarding preparation of pleadings for sales including procedure for higher and better offers, scheduling sales and order to show cause	0.2
03/04/11	WJB	Provide relevant pleadings to ALH1 for preparation of pleadings for approval of sales and process to approve same including preparation of e-mail to ALH1 regarding requested results	0.2
03/04/11	WJB	White Glove: Prepare term sheet revisions and prepare e-mail E Castanon with term sheet for basic terms of proposed purchase and sale	0.2
03/04/11	WJB	White Glove: Prepare revisions to Term Sheet prior to sending to E Castanon	0.2
03/04/11	WJB	White Glove: Provide term sheet to GFK and discuss deal terms	0.2
03/04/11	WJB	White Glove: Prepare e-mail E Castanon regarding status of contract preparation	0.1
03/04/11	GFK	White Glove: Office conference with WJB re strategy for asset sale	0.3
03/04/11	ALH1	White Glove: Review of pleadings in case relating to powers of receiver and background facts relating to White Glove; Telephone conference with WJB regarding motion and order to show cause for approval of sale procedures; Review of proposed term sheet; Drafting of motion and order to show cause regarding same	3.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/05/11	ALH1	White Glove: Further drafting and revisions to motion and order to show cause regarding sale of White Glove	1.2
03/07/11	WJB	White Glove: Prepare e-mail E Castanon regarding timeline for court approval and related matters; Prepare e-mail ALH1 regarding business points for motion to approve sale	0.3
03/07/11	WJB	White Glove: Review reply e-mail from E Castanon on counterproposal; Prepare e-mail B Shea, J Carr on identity and basis for White Glove investors as to ownership	0.2
03/07/11	WJB	White Glove: Telephone call to E Castanon regarding cash compensation issues and tax issues	0.1
03/07/11	WJB	Conference with ALH1 regarding further discussion of format for asset disposition motions	0.1
03/07/11	WJB	White Glove: Analyze E Castanon analysis and reply regarding Receiver's answer	0.1
03/07/11	WJB	White Glove: Telephone call from D Boland summarizing his conversation with E Castanon regarding business points	0.1
03/07/11	WJB	White Glove: Prepare e-mail E Castanon to explain options	0.1
03/07/11	GFK	Work on sale of White Glove agreement; Review emails re same; Telephone conference with WJB re same; Email to WJB	3.1
03/07/11	ALH1	Revisions and further drafting of motion to approve sale and order to show cause	0.6
03/08/11	WJB	White Glove: Review D Boland e-mail regarding communications with E Castanon on numbers for transaction and questions regarding same	0.1
03/08/11	WJB	White Glove: Telephone call from E Castanon regarding questions on how to treat and deal with Luxury Cruise receivables accounts and potential tax implications	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/08/11	WJB	White Glove: Review W Shaw e-mail on intercompany receivables and prepare e-mail B Shea regarding request to sort same out in connection with White Glove sale	0.2
03/08/11	GFK	White Glove: Emails re financial data	0.4
03/09/11	WJB	White Glove: Review E Castanon e-mails and deal with tax issues on asset disposition	0.2
03/09/11	GFK	White Glove: Review additional emails re transaction structure	0.2
03/10/11	WJB	Benchmark: Telephone call from D Keele at M3 Cable that K Coyle has left Charter and effort to obtain authorization to pursue same on behalf of Charter	0.2
03/15/11	JAL	Asset Disposition: White Glove - Conference with WJB regarding tax issues	0.4
03/15/11	WJB	White Glove: Work on White Glove tax issues and review e-mails regarding same	0.3
03/15/11	WJB	White Glove: Conference with JAL regarding White Glove tax issues and asset disposition effects and request for further analysis	0.3
03/16/11	WJB	Telephone call from D Keele and J Giroux at Charter regarding validating D Keele authority	0.1
03/16/11	WJB	White Glove: Telephone call to E Castanon regarding tax issues on White Glove closing	0.1
03/18/11	WJB	White Glove: Review e-mail from E Castanon regarding status of tax analysis; Prepare response and reasons for same	0.1
03/23/11	JAL	White Glove: Conference with WJB; Telephone conference with controller; Investigation of law; Draft email re tax issues	1.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/23/11	WJB	White Glove: Two conferences with JAL concerning tax issues on sale and write-off of various balance sheet items and impact on same; Prepare e-mails B Shea, E Castanon regarding JAL analysis; Conference with JAL regarding conclusions regarding cancellation of debt income	0.4
03/23/11	WJB	White Glove: Prepare e-mail to E Castanon regarding no tax issues on transaction as envisioned regarding taxes and accounts receivable	0.4
03/23/11	GFK	Emails from WJB re status; Review draft agreement	0.4
03/23/11	KEM	Speak with JAL regarding intercompany payable - cancellation of debt issue	0.1
03/24/11	WJB	White Glove: Prepare answers to questions raised by GFK concerning structuring of Purchase Agreement	0.2
03/24/11	GFK	Telephone conference with WJB re status; Begin further work on draft; Emails to B Shea	0.5
03/25/11	WJB	White Glove: Prepare reply e-mail to E Castanon on agreement	0.1
03/25/11	GFK	Emails from WJB, Castanon and B Shea	0.2
03/26/11	GFK	White Glove: Review emails from B Shea; Email to B Shea	0.3
03/27/11	GFK	White Glove: Review real property lease document	0.5
03/28/11	WJB	Prepare e-mail to SEC outlining proposed dispositions and methodology, prices and terms including motion to compromise and settle D Roman claim	0.4
03/28/11	GFK	White Glove: Memo to WJB re lease; Work on Purchase Agreement; Review 401(k) plan documents; Emails to WJB	1.6
03/29/11	WJB	Revise draft e-mail to SEC on proposed transactions including sales and settlements; Revise same and refer to draft documents for further detail; Revise same and forward to SEC	1.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/31/11	WJB	White Glove: Review questions and comments from GFK on White Glove sale agreement; Prepare answers to same and prepare e-mail GFK with answers	1.1
03/31/11	WJB	Prepare e-mail E Castanon regarding scheduling of court hearing and procedures for 4/6 on White Glove proposed sale	0.1
03/31/11	WJB	Telephone call to Judge Homer's Clerk regarding sale process and concepts regarding same and scheduling of hearings on potential basis	0.2
03/31/11	WJB	Review White Glove draft Purchase Agreement and forward to D Boland for comments	0.1
03/31/11	WJB	Prepare draft sale procedure outline for eventual distribution to parties in interest	0.3
03/31/11	GFK	White Glove: Office conference with WJB; Work on Purchase and Sale Agreement; Email E Castanon; Email to and from WJB	3.2
04/01/11	WJB	Revise sale process chart for competitive bidding and court procedure; Prepare cover e-mail to parties describing same and requesting feedback	1.2
04/01/11	WJB	White Glove: Review D Boland comments to White Glove APA and incorporate same into agreement	0.2
04/01/11	WJB	Alarm Traders: Prepare e-mail T Smith on asset disposition sale process with Court and explanation of same	0.1
04/01/11	WJB	White Glove: Prepare e-mail E Castanon regarding 4/15 and prepare reply	0.1
04/01/11	WJB	Telephone call to Judge Homer's Chambers regarding sale procedure and discussion of process for review and approval by Court	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/01/11	WJB	White Glove: Telephone call to E Castanon and consider business term issues	0.2
04/01/11	WJB	White Glove: Telephone call to GFK regarding possible use of attorney approval provision in contract as requested by E Castanon and reasons not to do same	0.1
04/01/11	GFK	White Glove: Review comments to draft; Prepare revised draft; Email to WJB; Emails from Castanon; Office conference with WJB re attorney review provisions	1.6
04/05/11	GFK	White Glove: Telephone conference with WJB; Email to E Castanon	0.3
04/06/11	WJB	Prepare two e-mails GFK, D Boland regarding White Glove accountant and lawyer and counterproposals	0.1
04/06/11	GFK	White Glove: Emails re contract status	0.1
04/07/11	WJB	White Glove: Prepare e-mail E Castanon on attorney comments and prepare reply	0.1
04/07/11	WJB	White Glove: Two telephone calls to E Castanon requesting comments to GFK in writing	0.1
04/07/11	WJB	Telephone conference White Glove sale and business issues	0.2
04/07/11	WJB	White Glove: Telephone conference with M Zucker regarding negotiations over price and terms	0.3
04/07/11	WJB	White Glove: Telephone call to E Castanon and e-mail GFK regarding business terms and contract status	0.1
04/07/11	GFK	White Glove: Emails from and to WJB; Review draft agreement	0.3
04/08/11	WJB	White Glove: Prepare e-mail E Castanon, M Zucker regarding whether there will be agreement so as to file for Court approval	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/08/11	GFK	Emails to and from WJB and emails from E Castanon re White Glove transaction	0.3
04/11/11	WJB	White Glove: Review M Zucker letter and prepare reply as to who is his client given his recent involvement and change of terms and review reply	0.2
04/11/11	WJB	White Glove: Prepare e-mail analyzing counteroffer to M Zucker proposal on behalf of White Glove	0.3
04/11/11	WJB	White Glove: Telephone call from M Zucker regarding where things stand in light of his Saturday letter changing terms of proposed White Glove transaction	0.1
04/11/11	GFK	White Glove: Review emails re proposed revisions to agreement	0.2
04/12/11	WJB	White Glove: Review GFK, D Boland analysis to Receiver's inclination concerning revised offer; E-mail to M Zucker asking if there are other changes to transaction that purchaser intends to pursue given prior agreement	0.3
04/12/11	WJB	White Glove: Review mark-up of contract from M Zucker and prepare reply regarding no indemnity by Receiver to buyer	0.2
04/12/11	WJB	Integrated Excellence: Review payoff e-mail from D Keenholtz; Prepare reply regarding terms and conditions	0.2
04/12/11	WJB	Alarm Traders: Review Alarm Traders APA and prepare e-mail GFK with terms	0.1
04/12/11	WJB	Alarm Traders: Prepare e-mail GFK regarding Term Sheet and deal terms on sale of Alarm Traders	0.1
04/12/11	GFK	White Glove: Emails to and from WJB re proposed revisions; Review proposed revised agreement	0.6
04/13/11	GFK	White Glove: Review revised agreement; Memo re issues; Telephone conference with WJB; Emails to and from WJB; Emails from D Boland	2.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/14/11	WJB	White Glove: Telephone call to GFK regarding communications with buyer's counsel and reaction to points raised concerning Asset Purchase Agreement	0.2
04/14/11	GFK	White Glove: Telephone conference with WJB; Review draft agreement; Telephone conference with M Zucker; Memo to WJB	1.3
04/15/11	GFK	White Glove: Telephone conference with WJB; Finalize memo	0.5
04/18/11	GFK	White Glove: Telephone call from M Zucker; Email WJB	0.1
04/18/11	GFK	Alarm Traders: Work on contract draft; Memo to WJB re issues	1.8
04/19/11	WJB	White Glove: Review status	0.1
04/19/11	WJB	White Glove: E-mail J Carr regarding authority to sell stock or assets based upon corporate documents	0.2
04/19/11	WJB	White Glove: Review proposed APA and correlate issues and responses to business decisions between version of APA marked up by buyer and Receiver version	0.8
04/19/11	WJB	White Glove: Conference GFK regarding resolution of business issues on disposition of White Glove	0.3
04/19/11	WJB	Alarm Traders: Conference with GFK regarding form of deal, deal points and APA	0.3
04/19/11	WJB	White Glove: Telephone call to CBRE regarding White Glove lease and issues arising as a result of proposed sale	0.1
04/19/11	GFK	White Glove: Telephone conference with M Zucker; Memo to WJB; Office conference with WJB	0.7
04/19/11	GFK	Alarm Traders: Office conference with WJB re contract issues	0.3

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00002 Asset Disposition
June 27, 2012

Invoice Number 717143

Page 10

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/20/11	WJB	White Glove: Telephone call to J Goodstein at CBRE regarding White Glove space, alternatives, market rate and amount of space	0.2
04/20/11	WJB	White Glove: Prepare e-mail CBRE regarding White Glove space, lease issues and request for feedback from landlord	0.3
04/20/11	WJB	Integrated Excellence: Review D Keenholts payoff e-mail, interest rate and consider options	0.3
04/20/11	WJB	Integrated Excellence: Telephone conference with D Keenholts, B Shea regarding facts concerning payoff, interest rate, prepayment penalty, structure of collateral terms and related issues for decision on whether to accept early payoff; Prepare e-mail SEC with summary of same transaction	0.3
04/20/11	WJB	Integrated Excellence: Revise payoff letter for D Keenholts; Prepare reply e-mail with three conditions and consider issues related to interest rate if pre-payment premium	0.3
04/20/11	GFK	White Glove: Email from WJB re lease; Office conference with WJB re same; Email to M Zucker	0.3
04/21/11	WJB	Integrated Excellence: Prepare e-mail to and from D Keenholts on obtaining contracts at U.S. Attorney's Office	0.1
04/21/11	GFK	Alarm Traders: Work on asset sale document; Telephone conference with B Shea re issues; Work on email to WJB	1.6
04/22/11	WJB	White Glove: Review e-mail from CBRE regarding lease premises and e-mail M Zucker, E Castanon regarding same stating that rent is market rate and what is decision of buyer	0.2
04/22/11	WJB	White Glove: Reply to M Zucker, E Castanon e-mails concerning Receiver position on sale and pricing	0.3
04/22/11	WJB	White Glove: Three telephone conferences with M Zucker regarding lease and sale price and negotiations over same, counterproposals and questions	0.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/22/11	WJB	White Glove: Work on Receiver final answer concerning purchase price and consideration	0.2
04/22/11	GFK	Alarm Traders: Review emails re lease issue; Telephone conference with WJB	0.1
04/23/11	GFK	White Glove: Review emails re outstanding issues; Email WJB	0.3
04/25/11	WJB	White Glove: Telephone call to J Goodstein regarding splitting space and identification of what is available in building; Review e-mail from E Castanon on space requirements; Review two space plans from J Goodstein; Prepare e-mail E Castanon regarding which one to select	0.3
04/25/11	WJB	White Glove: Work on White Glove counterproposal and send e-mail to E Castanon with same	0.4
04/25/11	WJB	White Glove: Telephone call from M Zucker in response to counterproposal by Receiver and negotiations regarding same	0.3
04/25/11	WJB	White Glove: Telephone call from M Zucker regarding \$850,000 as being cap of ability to pay by White Glove	0.2
04/26/11	WJB	White Glove: Consider \$850,000 alleged cap by purchaser and how to resolve same; Prepare e-mail D Boland regarding same	0.2
04/26/11	WJB	White Glove: Telephone call to D Boland regarding various formulations in response to \$850,000 cap including deferred payment of additional amount over time to equalize amount perceived as purchase price	0.3
04/27/11	WJB	White Glove: Analyze and prepare e-mail E Castanon requesting telephone conference and calculation of proposed sale numbers	0.4

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00002 Asset Disposition
June 27, 2012

Invoice Number 717143

Page 12

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/27/11	WJB	White Glove: Review E Castanon reply to establish 11 a.m. conference call regarding resolution of purchase price; E-mail D Boland regarding same; Recalculate purchase price for one year payment; Prepare for conference call and participate in conference call with E Castanon and partner, M Zucker, D Boland regarding proposals and counterproposals on extended payment	0.7
04/29/11	WJB	White Glove: Telephone message for E Castanon requesting answer to latest negotiations; Prepare e-mail E Castanon regarding same	0.1
04/29/11	WJB	White Glove: Telephone conference with E Castanon, M Zucker regarding negotiations including with D Boland regarding deferred payment	0.4
04/29/11	WJB	White Glove: Prepare counterproposal e-mail and formulate same and forward to E Castanon and M Zucker	0.4
05/04/11	WJB	White Glove: Telephone call to D Boland on strategy of calling E Castanon to determine status of absence of answer from investor	0.1
05/04/11	WJB	White Glove: Telephone call to D Boland regarding report on extended call with E Castanon regarding absence of answer from investor, deal terms and next steps	0.2
05/06/11	WJB	White Glove: Prepare e-mail reply to E Castanon regarding new offer terms	0.4
05/09/11	WJB	White Glove: Conference with GFK regarding ownership issue regarding White Glove sale	0.1
05/09/11	GFK	White Glove: Work on contract revisions; Email to WJB; Telephone conference with WJB	1.4
05/18/11	GFK	White Glove: Emails to and from WJB; Email from M Zucker	0.2
05/20/11	WJB	White Glove: Work on revisions to APA and discuss excluded asset definition with GFK	1.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/20/11	WJB	White Glove: Review revised contract and prepare final changes and cause distribution to E Castanon	0.3
05/20/11	GFK	White Glove: Work on revised agreement; Email M Zucker	0.6
05/21/11	GFK	White Glove: Email from D Boland; Review proposed revisions; Email to WJB	0.4
05/26/11	WJB	White Glove: Review e-mail from E Castanon on releasing UCC financing statements and prepare reply regarding status and authority to do so	0.1
05/26/11	GFK	White Glove: Review emails regarding further revisions	0.2
05/27/11	WJB	Review B Sindel on Niskayuna market and prepare D Stoelting, K McGrath regarding same	0.1
05/28/11	WJB	White Glove: Revise motion for approval of sale and auction procedures for White Glove sale	0.0
05/31/11	GFK	White Glove: Emails to and from WJB re transaction; Telephone conference with M Zucker; Email WJB re Zucker comments	0.7
06/04/11	GFK	Review latest emails; Email to WJB	0.1
06/06/11	GFK	White Glove: Email from M Zucker; Email to WJB	0.1
06/08/11	GFK	Alarm Trading: Emails to and from WJB re California registration; Review documents	0.4
06/14/11	GFK	White Glove: Email to and from M Zucker	0.1
06/24/11	WJB	Benchmark: Prepare e-mail to B Bronston regarding Rader and Johnson answers to inquiry being insufficient, recommendations and course of action regarding analysis of business or investment banker; Telephone discussion B Bronston regarding same and agreement on next steps	0.7

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00002 Asset Disposition
June 27, 2012

Invoice Number 717143

Page 14

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/27/11	WJB	74 State Street: Review letter of intent for sale of debt; Prepare e-mail to J George regarding different deal being done; Review and respond to P Hospod with comments to proposed letter of intent at Gemini	0.3
07/05/11	WJB	Review potential language for de minimus asset sale motion for certain items owned by McGinn Smith no longer of value and wasting money or space	0.1
07/14/11	WJB	Telephone call to B Ackerman regarding Integrated Excellence payoff letter; E-mail D Keenholts requesting updated payoff letter for purchase and disposition of accounts	0.3
07/15/11	WJB	Telephone call to IRS Agent on locating Integrated Excellence loan document files for possible sale and arrangements regarding same	0.2
07/18/11	WJB	Telephone call to N Cridlig at IRS for follow-up regarding locating Integrated Excellence contracts for possible repayment and sale; E-mail D Keenholts to establish communications with N Cridlig regarding same	0.3
07/18/11	WJB	Integrated Excellence: Telephone call to T Fattarosa at IRS regarding finding contracts, signing receipt and making copies; Prepare e-mail D Keenholts regarding instructions, receipt and copies; Follow-up on same	0.4
07/18/11	WJB	Integrated Excellence: Telephone call from B Ackerman regarding terms of payoff by D Roman and connection with other transaction as requested by D Roman involving Firstline contracts	0.1
07/18/11	WJB	74 State Street: Telephone call from H Feinstein regarding terms of offer and documentation	0.2
07/19/11	WJB	Integrated Excellence: Conference with D Keenholts regarding Integrated Excellence data and prepare reply regarding information sent to B Ackerman	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/20/11	WJB	Telephone call to B Ackerman as counsel for D Roman regarding Receiver position on combining Firstline and Integrated Excellence transactions, legal and business issues associated with same	0.2
07/21/11	WJB	Firstline: Prepare e-mail B Ackerman regarding revised terms of acquisition of alarm contracts	0.4
07/21/11	WJB	Integrated Excellence: Prepare e-mail D Keenholts regarding servicing Integrated Excellence contracts if repayment of debt by D Roman does not occur	0.2
07/21/11	WJB	Firstline: Review B Ackerman proposed letter concerning terms of Integrated Excellence loan repayment and acquisition of loans and Firstline alarm contract acquisition	0.7
07/21/11	WJB	Firstline: Review B Ackerman critique of Receiver revisions to proposed term letter and consider form of response	0.2
07/21/11	WJB	Seton: Telephone call to J Lagios regarding negotiations concerning amount of Seton payment for reacquisition of building, Receiver considerations of value even considering amount of unpaid taxes	0.4
07/21/11	WJB	Firstline: Telephone call to B Shea regarding considerations concerning D Roman proposed terms, servicing of contracts by Alarm Traders and prepare revised letter to B Ackerman regarding same	0.3
07/22/11	WJB	Seton: Telephone call to J Lagios regarding further discussion on retaining receivables and other accounts in connection with transfer of property to Seton	0.2
07/22/11	WJB	Benchmark: Review and revise terms of proposed engagement letter and e-mail same to B Rader	1.0
07/22/11	WJB	Integrated Excellence: Prepare e-mail J Carr regarding determining whether financing statements were properly filed and enforcing rights to foreclose on alarm contracts for non-payment of debt	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/22/11	WJB	Integrated Excellence: Two conferences with JLS regarding tracking down filed UCC financing statements and attend to questions and issues regarding same and attention to follow-up regarding new filings	0.2
07/22/11	WJB	Benchmark: Revise proposed engagement letter from B Rader regarding Benchmark sale and return letter with comments to same	0.2
07/22/11	WJB	White Glove: Telephone call to E Castanon regarding Receiver intention to continue with transaction on pay as you go basis even if E Castanon does not have money to finance transaction as proposed	0.1
07/22/11	WJB	H Control: Prepare e-mail to Shoma with financial documents received from H Control and analysis	0.3
07/25/11	WJB	Seton: Consider amount of offer from hospital for re-acquisition of building including review of appraisal	0.1
07/25/11	WJB	Seton: Continue to analyze price analysis, check on unpaid taxes, check on unpaid rent and common assessments; Telephone call to J Lagios on behalf of Seton and negotiate regarding same	0.6
07/25/11	WJB	Seton: Follow-up telephone call to J Lagios regarding counter-offer and issues with doctors receiving possible forgiveness by hospital under federal regulations	0.2
07/25/11	WJB	Prepare draft letter to Upstate Imaging Associates LP and other parties in interest regarding In Rem foreclosure action and intention to consent to lifting of stay	0.1
07/25/11	WJB	Century Hill: Telephone call from Albany County Attorney confirming Receiver position on willingness to lift stay	0.1
07/26/11	WJB	Firstline: Review B Ackerman letter and prepare reply regarding acquisition of Firstline contracts	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/11/11	WJB	Benchmark: Finalize B Rader engagement letter and e-mail same to him	0.2
08/12/11	WJB	Benchmark: Review signed engagement letter received by fax from B Rader; Prepare e-mail M Guidry, B Bronston regarding same, confidentiality and due diligence	0.3
08/12/11	WJB	Benchmark: Prepare draft confidentiality agreement for B Rader regarding sale of Benchmark assets, revise and send to B Rader	0.3
08/15/11	WJB	Benchmark: Review non-disclosure agreement received from Bandwidth Consulting and signed engagement letter; Prepare reply regarding D Johnson needs to sign confidentiality agreement	0.2
08/16/11	WJB	Alarm Traders: Conference with D Keenholts, B Shea to confirm intention to proceed with Alarm Traders sale and timing of same	0.1
08/18/11	WJB	Benchmark: Prepare e-mail reply to B Bronston on confidentiality agreement status	0.1
08/22/11	WJB	Seton: Telephone call to J Lagios regarding offer	0.1
08/22/11	K-K	Docket hearing date on Firstline's motion	0.2
08/23/11	WJB	Benchmark: Check on Rader and Johnson confidentiality agreements and e-mail to M Guidry so as to open database for preparation of book	0.1
08/31/11	WJB	H Control: Telephone call to D Boland regarding why no recent reaction from H Control on acquisition	0.2
09/01/11	WJB	Shoma: Review D Boland proposed response to Shoma accountant and prepare reply regarding existence of HOA agreements	0.1
09/01/11	WJB	Shoma: Telephone call to D Boland regarding HOA agreements existence, direction to call M Rogers regarding follow-up	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/27/11	WJB	Century Hill: Revise and file letter to Judge Homer regarding lifting of stay on Century Hill property; Prepare e-mail to two CC's regarding same	0.3
07/27/11	WJB	Firstline: Review B Ackerman proposed term letter and prepare substantial revisions to same and return to B Ackerman with Receiver comments and position regarding motion to approve Firstline transaction	0.7
07/29/11	WJB	Review financial statements received from D Boland regarding H Control and e-mail additional information to D Boland as requested by Shoma	0.3
07/30/11	WJB	Seton: Telephone message from J Lagios; Return call and e-mail J Lagios regarding hope for receipt of counteroffer from Seton on disposition of property	0.1
08/01/11	WJB	Seton: Telephone call from J Lagios regarding offer for disposition of Seton asset and terms of same including dealing with in rem foreclosure	0.3
08/02/11	GFK	White Glove: Emails from and to WJB re latest developments; concerns; Telephone conference with JRG	0.4
08/03/11	JRG	White Glove: Review law and draft letter to former employee regarding duty of confidentiality	1.0
08/05/11	WJB	Firstline: Prepare e-mail B Ackerman on Firstline disposition and settlement	0.1
08/05/11	WJB	Firstline: Prepare changes to Firstline letter received from B Ackerman regarding Firstline and Integrated Excellence	0.6
08/05/11	WJB	H Control: Telephone call from G Makowitz on behalf of M Bustamonte and H Control regarding interest in acquiring Triple Play contracts and terms of same	0.2
08/08/11	WJB	74 State Street: Telephone call from E Feinstein regarding possible deal terms for sale of equity interests	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/01/11	WJB	Shoma: Telephone call to D Boland regarding Prime Vision identification; Review J Carr e-mail with Prime Vision documents	0.2
09/01/11	WJB	Shoma: Telephone call to D Boland regarding latest e-mail on reconciling \$60,000 to Shoma claim	0.1
09/06/11	WJB	Shoma: Review F Silva e-mail with reply and demand	0.1
09/12/11	WJB	Benchmark: Telephone call to B Rader and e-mail regarding Benchmark formatting of electronic copy issues	0.2
09/13/11	WJB	Shoma: Follow up questions with J Carr, B Shea regarding H Control issues to resolve Shoma issues	0.2
09/15/11	WJB	Firstline: Review e-mail from K Keenholts regarding initiating transfer and prepare reply regarding okay concerning contracts; Review D Keenholts e-mail on ACH on sales tax and prepare reply	0.2
09/21/11	WJB	Telephone call to D Boland regarding H Control offer, Term Sheet, appeal and deposit	0.1
09/21/11	WJB	Seton: Prepare two e-mails J Lagios regarding status of sale of leasehold interest and terms of same	0.2
09/27/11	WJB	H Control: Review F Silva e-mail regarding intention to litigate ownership over H Control assets and attempt to reconcile lack of interest in purchase offer	0.2
09/29/11	WJB	Shoma: Analyze Shoma interest in H Control management of Triple Play assets, review corporate structure for establishment of legal entities and assets managed by H Control, reach conclusions concerning structure and legal approach to issues with Shoma in contemplation of non-agreement in light of F Silva e-mail; Discuss structure with B Shea	1.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/30/11	WJB	Prepare reply to F Silva e-mail on behalf of Shoma explaining H Control offer and Receiver position on rights of Shoma and allocation of purchase proceeds, review background documents and review H Control offer in prior e-mail exchanges with Shoma regarding same; Review D Boland analysis regarding interest and other payments and entitlements of parties to same; Revise e-mail to F Silva and send same	2.7
10/24/11	WJB	Prepare revisions to Alarm Traders contract of sale and forward to D Keenholtz, B Shea	0.8
10/24/11	WJB	Review version of Alarm Traders proposed contract sent to B Shea, D Keenholtz for any open issues	0.1
10/28/11	WJB	Telephone call to J Markowitz regarding H Control term sheet revisions	0.1
10/31/11	WJB	H Control: Mark up term sheet and send to J Markowitz based upon prior conversations	0.3
11/01/11	WJB	Telephone call from J Markowitz regarding HControl sale, terms and conditions	0.1
11/01/11	WJB	Telephone call to J Markowitz regarding HControl issues on acquisition	0.2
11/02/11	WJB	Telephone conference with J Markowitz, G Robson regarding negotiation of terms regarding HControl acquisition including appeal, time period, deposit and scope of release	0.4
11/03/11	WJB	Alarm Traders: Extended conference with B Shea, D Keenholtz regarding reformulated Alarm Traders sale, business terms and expectations	0.6
11/04/11	WJB	Conference with B Shea regarding further issues and questions regarding Alarm Traders sale, employees, effective date and related items	0.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/07/11	WJB	Prepare e-mail D Keenholts, B Shea regarding contract terms for purchase of Alarm Traders contracts	0.2
11/08/11	WJB	Conference B Shea, D Keenholts regarding terms for Promissory Note for Alarm Traders sale	0.1
11/09/11	WJB	H Control: Review latest version of Asset Purchase Agreement and observe significant issues with form concerning transaction; Telephone conference counsel for H Control regarding necessary corrections and revisions and scope of transaction	0.6
11/09/11	WJB	Alarm Traders: Conference with D Keenholts regarding attrition rate on alarm contracts and current operating numbers	0.1
11/09/11	WJB	Alarm Traders: Conference B Shea, D Keenholts regarding discussion and explanation of projections to support sale and purchase money note	0.4
11/11/11	WJB	Prepare e-mail D Boland regarding Alarm Traders chart and analysis with questions concerning due diligence on sale	0.2
11/11/11	WJB	Alarm Traders: Prepare e-mail D Boland regarding follow-up on Alarm Traders due diligence regarding financial projections	0.1
11/15/11	WJB	Telephone call to Brookshire Bank regarding financing for alarm contracts	0.1
11/16/11	WJB	Telephone call from D Boland to discuss Alarm Traders financial analysis	0.2
11/16/11	WJB	White Glove: Telephone call from D Cohen regarding interest of unidentified New Jersey client in White Glove assets; Telephone D Cohen regarding same and promise by Cohen to follow-up in approximately two weeks	0.3
11/17/11	WJB	Telephone call from R Van Auken at local Albany bank regarding no ability to loan against alarm contracts based upon prior KeyBank experience	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/19/11	WJB	Alarm Traders: List issues for sale and allocation of expenses and disposition	0.1
11/19/11	WJB	Alarm Traders: Telephone call from B Shea regarding cash flow projections in light of conversation with D Boland regarding investigation regarding same and necessary follow-up	0.3
11/21/11	WJB	Telephone conference D Boland regarding results of Alarm Traders review of cash flow analysis, suggestions on acquisition tests and targets	0.8
11/28/11	WJB	Benchmark: Prepare e-mail to and from B Rader regarding arrangements for conference call to discuss investment banking search results	0.1
11/28/11	WJB	Seton: Mark up lease termination agreement; E-mail J Carr regarding questions concerning Deed; Review and send to Seton's counsel marked up version; Review J Carr e-mail confirming recording information	1.5
11/29/11	WJB	HControl: Work on revisions to last HControl version of agreement; Incorporate appropriate changes including e-mail D Boland on cash on hand at time of closing estimate	1.1
11/29/11	WJB	Telephone call to HControl counsel regarding implication on sale regarding M Rodgers plea agreement and attempt to proceed with consistent limitations	0.2
11/29/11	WJB	HControl: Prepare e-mail to H Control counsel with U.S. Attorney press release	0.2
11/29/11	WJB	Alarm Traders: Work on Alarm Services Asset Purchase Agreement	0.2
11/29/11	WJB	Seton: Review e-mail from hospital counsel regarding comments; Review J Carr list of issues with current form of agreement	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/29/11	DAD	Alarm Traders: Conference with WJB regarding sale of alarm business and terms of note and security; Conference with SPA regarding alarm contract liens	0.3
11/29/11	SPA	Alarm Traders: Conference DAD re security interest in alarm systems	0.2
11/30/11	WJB	Alarm Traders: Revise latest version of Asset Purchase Agreement; Prepare Note and Security Agreement terms memorandum; Prepare e-mail D Keenholts, B Shea regarding APA and Note, Security Agreement and guaranty terms; Review notes and D Boland observations following due diligence; Finalize APA and forward to B Shea, D Keenholts	2.4
11/30/11	WJB	Alarm Traders: Telephone conference with B Shea, D Keenholts regarding discussing latest version of agreement, guaranties, negotiations regarding same	0.5
11/30/11	DAD	Alarm Traders: Review email from WJB regarding draft purchase agreement and term sheet	0.1
12/01/11	WJB	Benchmark: Prepare for and participate in telephone conference with B Rader, D Johnson regarding results of Benchmark marketing, limitations and issues, structure of further approaches and preparation of letter of intent	0.8
12/01/11	DAD	Alarm Traders: Work on purchaser note and security documents	0.4
12/05/11	WJB	H Control: Telephone call to G Markowitz regarding scope of release to H Control officers and request for list of names of people who would benefit from release so as to clear names	0.1
12/05/11	WJB	Alarm Traders: Conference DAD regarding terms of Loan Agreement and Note for potential purchaser of Alarm Traders contracts	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00002 Asset Disposition
June 27, 2012

Invoice Number 717143

Page 24

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/06/11	WJB	Benchmark: Review interested party list and letter of intent received from B Rader, D Johnson; Telephone call to B Rader, D Johnson regarding letter of intent form and proposed dates	0.4
12/09/11	WJB	Alarm Traders: Consider employee termination issues upon transition to new business and any WARN Act issues	0.3
12/09/11	DAD	Alarm Traders: Email to and from WJB regarding buyer loan documents	0.1
12/13/11	DAD	Alarm Traders: Work on promissory note, security agreement, pledge security agreement and guaranty	2.8
12/14/11	WJB	H Control: Review e-mails from G Markowitz regarding status of HControl agreement; Telephone call to G Markowitz regarding delay pending completion of depositions in light of all circumstances	0.2
12/14/11	DAD	Alarm Traders: Work on purchaser loan documents; Email WJB regarding same	0.9
12/15/11	WJB	Alarm Traders: Review note and guaranty and prepare changes to same; Revise asset purchase agreement and forward same three documents to Doug Keenholts and Brian Shea with comments	0.9
12/21/11	WJB	Attend to various Asset Purchase Agreements under negotiation	0.2
12/23/11	WJB	Benchmark: Prepare reply to JWS e-mail on Benchmark sale and referral to broker of inquiring party	0.1

CURRENT FEES

\$40,924.00

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00002 Asset Disposition
June 27, 2012

Invoice Number 717143

Page 25

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Telephone (Long Distance Only) Telephone; 7727744471, 14 Mins. Ext: 7089	2.80
Telephone (Long Distance Only) Telephone; 9547279920, 8 Mins. Ext: 7089	1.40
Telephone (Long Distance Only) Telephone; 9547279920, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 9542437209, 3 Mins. Ext: 7089	0.60
Telephone (Long Distance Only) Telephone; 9547279920, 4 Mins. Ext: 7089	0.80
Telephone (Long Distance Only) Telephone; 2145706854, 2 Mins. Ext: 7089	0.40
Duplicating A1, 10 Page(s)	1.00
Telephone (Long Distance Only) Telephone; 9543560468, 2 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 9547279920, 10 Mins. Ext: 7027	2.00
Telephone (Long Distance Only) Telephone; 7727744471, 19 Mins. Ext: 7089	3.80
Telephone (Long Distance Only) Telephone; 9737298991, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 2014888200, 9 Mins. Ext: 7089	1.80
Telephone (Long Distance Only) Telephone; 2014888200, 4 Mins. Ext: 7089	0.80
Telephone (Long Distance Only) Telephone; 2014888200, 3 Mins. Ext: 7089	0.60
Telephone (Long Distance Only) Telephone; 12147328811, 3 Mins. Ext: 7089	0.60
Telephone (Long Distance Only) Telephone; 12147328811, 30 Mins. Ext: 5447	6.00
Telephone (Long Distance Only) Telephone; 12147328811, 16 Mins. Ext: 5447	3.20
Telephone (Long Distance Only) Telephone; 12147328811, 9 Mins. Ext: 5447	1.80
Telephone (Long Distance Only) Telephone; 12147328811, 4 Mins. Ext: 7089	0.80
Telephone (Long Distance Only) Telephone; 12147328811, 3 Mins. Ext: 7089	0.60

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00002 Asset Disposition
June 27, 2012

Invoice Number 717143

Page 26

Telephone (Long Distance Only) Telephone; 12147328811, 5 Mins. Ext: 7089	1.00
Telephone (Long Distance Only) Telephone; 12147328811, 8 Mins. Ext: 7089	1.60
Telephone (Long Distance Only) Telephone; 12147328811, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 12147328811, 4 Mins. Ext: 7089	0.80
Telephone (Long Distance Only) Telephone; 12147328811, 45 Mins. Ext: 7089	9.00

CURRENT EXPENSES

42.60

TOTAL AMOUNT OF THIS INVOICE

\$40,966.60

PAYMENT DUE UPON RECEIPT

Category E

Case Administration



Phillips Lytle LLP

Attorneys at Law
3400 HSBC Center
Buffalo, NY 14203
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203

Invoice Number 717144
Invoice Date 06/27/12
Client Number 33474
Matter Number 00004
W J Brown

Re: CASE ADMINISTRATION

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER 31, 2011:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/03/11	WJB	Benchmark: Telephone call from B Hoover requesting prior M Guidry letter, locate same and forward to B Hoover	0.1
01/04/11	WJB	Review National Life Insurance Company notice regarding T McGinn policy request change; Telephone call to R Davis at National Life to confirm attempt at ownership change and confirmation of Receiver position	0.2
01/04/11	WJB	Prepare e-mail to SEC regarding National Life Insurance policy and T McGinn request to alter policy	0.1
01/04/11	WJB	Review D Keenholts response to D Roman inquiry	0.1
01/07/11	WJB	Respond to Hartford Insurance e-mail on bond cancellation	0.1
01/07/11	WJB	Telephone call from K Coyle at Charter regarding scope of interest and purchase of Benchmark assets, Receivership order and timeline and prepare e-mail regarding same	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/10/11	WJB	White Glove: Prepare e-mail S Leone regarding White Glove bond and reversal of cancellation of Arc bond	0.2
01/10/11	K-K	Docket telephonic status conference date	0.2
01/11/11	WJB	Prepare engagement letter for D Boland regarding financial consultancy	0.5
01/11/11	WJB	Revise D Boland engagement letter and distribute to D Boland	0.3
01/14/11	WJB	Revise K-1 transmittal letter and send comments on same to B Shea	0.3
01/14/11	WJB	GPV: Review B Shea e-mail on background regarding Texas apartments	0.3
01/14/11	WJB	Extended telephone conference with D Keenholts regarding analysis of D Roman Firstline option with and without additional consideration requested by D Roman, consider financial and legal issues regarding same	0.4
01/17/11	WJB	Seton: Review B Shea e-mail regarding cardiology group lease and desire to remain as holdover tenant; Prepare reply on holdover terms	0.2
01/18/11	WJB	Benchmark: Review e-mail from M Brusard regarding tax return preparation; Prepare reply e-mail on necessity of interview and engagement letter	0.1
01/18/11	K-K	Docket hearing date on Lynn Smith's motion to dismiss amended complaint	0.2
01/19/11	WJB	Review Firstline tampering letter as proposed by D Keenholts to Skyline Security; Revise and approve same	0.2
01/21/11	WJB	Alarm Traders: Review and revise poaching letter received from D Keenholts; Prepare reply e-mail to D Keenholts with revisions	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00004 Case Administration
June 27, 2012

Invoice Number 717144

Page 3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/24/11	TAR	Correspondence with WJB re filing proof of claim in Mark Casolo bankruptcy case	0.2
01/24/11	TAR	Review of M Casolo bankruptcy docket and associated filings	0.3
01/25/11	TAR	Telephone call with B Shea re M Casolo debt	0.2
01/25/11	TAR	Correspondence with WJB re filing proof of claim in M Casolo bankruptcy case	0.3
01/25/11	TAR	Analysis of materials provided by B Shea re M Casolo debt	0.4
01/26/11	JLS	McGinn Smith Investor telephone call to Timothy Kove	0.1
01/26/11	TAR	Telephone calls with B Shea and J Carr re M Casolo indebtedness	0.3
01/27/11	K-K	Docket adjourned date for mid-discovery status conference	0.2
01/27/11	TAR	Telephone call with E Coombe re M Casolo documents	0.2
01/27/11	TAR	Analysis of spreadsheet re M Casolo debt from B Shea	0.3
01/28/11	TAR	Telephone calls with B Shea and E Coombe re claim in Casolo bankruptcy case	0.4
01/31/11	TAR	Preparation of proof of claim and associated schedules in M Casolo's Chapter 7 bankruptcy case	1.7
01/31/11	TAR	Telephone call to E Coombe re seizure of agreement between McGinn Smith and M Casolo	0.2
02/01/11	WJB	Telephone call to D Davis regarding three opportunities for 74 State Street including Hyatt, adjoining owner and one other and nature of Garrison interest in same recognizing repeating message previously delivered to D Davis superior	0.2
02/01/11	WJB	Prepare e-mail D Roman regarding reply on Firstline contracts option	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00004 Case Administration
June 27, 2012

Invoice Number 717144

Page 4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/01/11	WJB	Telephone call from B Shea and ZLS regarding how to handle payroll on snow day in Albany, NY at Alarm Traders	0.2
02/01/11	TAR	Telephone calls with E Coombe re location of seized M Casolo documents	0.3
02/01/11	TAR	Revisions to M Casolo proof of claim schedules and attachments	0.6
02/01/11	TAR	Correspondence with WJB re proceeding in M Casolo's bankruptcy case	0.4
02/02/11	WJB	Benchmark: Telephone message to J Giglio for reference on S Broussard regarding tax preparation	0.1
02/02/11	WJB	Benchmark: Review Broussard Poche engagement letter regarding tax preparation for Benchmark, revise same to conform to Receivership; Prepare e-mail Broussard with comments	0.3
02/02/11	WJB	Mark Casolo: Review draft proof of claim in M Casolo bankruptcy case on behalf of McGinn Smith; Prepare e-mail B Shea verifying same; Revise proof of claim and attend to filing of same	0.4
02/03/11	WJB	Benchmark: Prepare memo to file regarding conversation with J Giglio regarding retention of LA firm for Benchmark tax returns and reference regarding same	0.1
02/03/11	WJB	Prepare e-mail JLS regarding running UCC search on Firstline Portfolio	0.1
02/03/11	WJB	Review prior McGinn Smith websites for announcements of SIPC coverage and SIPC member; Prepare e-mail D Stoelting and SEC team regarding same; Conference J Carr regarding same	0.4
02/03/11	JLS	UCC look up for McGinn Smith Firstline Funding, LLC; Order official search for same entity	0.3

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00004 Case Administration
June 27, 2012

Invoice Number 717144

Page 5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/04/11	ALH1	Drafting of demand letter regarding YOLO car; Conference with J Carr and B Shea regarding same	0.5
02/07/11	WJB	74 State Street: Telephone call from S Sieman regarding 74 State Street finder and Essex	0.2
02/07/11	WJB	Seton: Look for tax foreclosure notice received from B Shea	0.2
02/08/11	TAR	Receipt and review of 74 State Street order to show cause re CIT foreclosure action	0.3
02/08/11	TAR	Correspondence with WJB re CIT foreclosure action	0.2
02/09/11	WJB	Follow up on location of hard drive of e-mails for SEC; Telephone call to MEY regarding same and providing copy to SEC; Prepare e-mail regarding follow-up on location of hard drive at McGinn Smith service provider	0.1
02/09/11	WJB	Prepare e-mail B Shea, J Carr on electric mail to and from e-mail fields	0.1
02/09/11	WJB	Review Shoma Group order to show cause pleadings	0.3
02/10/11	WJB	Conference with J Carr regarding Shoma facts	0.1
02/10/11	WJB	Shoma Group: Two conferences J Carr regarding Cutler Kay and Shoma Group interest based upon prior documents, review charts and discuss same	0.3
02/10/11	WJB	Conference with T Welles regarding D Smith payment rights and Pine Street structure	0.3
02/10/11	WJB	Review various e-mails and attend to same	0.3
02/11/11	WJB	Conference with D Keenholts regarding D Roman counterproposal on Firstline option transaction and consider legal and business issues regarding same	0.1
02/11/11	WJB	CMS: Review schedule and request for meeting with R Haldeman regarding CMS update and negotiations	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/11/11	WJB	Conference with W Dreyer regarding explanation of how McGinn residence process came about in light of interest by Smith parties regarding same regarding Vero Beach property	0.2
02/12/11	WJB	Review auditor inquiry regarding Pine Street and prepare e-mail T Welles confirming receipt of same	0.1
02/12/11	WJB	74 State Street: Review Order to Show Cause regarding appointment of Receiver and Receiver qualifications	0.2
02/12/11	WJB	Prepare letter to P Thielman regarding W Howard claim	0.1
02/14/11	K-K	Docket hearing date on CIT order to show cause regarding appointment of receiver	0.2
02/14/11	TAR	Preparation for Adjourned Rule 16 Conference	0.4
02/14/11	TAR	Attendance at Adjourned Rule 16 conference	0.8
02/14/11	TAR	Telephone call and correspondence updating WJB on Rule 16 issues and proceeding with case	1.1
02/14/11	TAR	Research re Rule 26 disclosures	0.6
02/14/11	TAR	Telephone call with B Shea re Rule 26 disclosures	0.3
02/16/11	K-K	Geoffrey Smith: Docket hearing on defendant's motion to dismiss complaint	0.2
02/17/11	WJB	Attend to details on McGinn Smith Vero Beach property and McGinn residence, new matter administrative details	0.1
02/17/11	K-K	Docket date for mid-discovery status conference	0.2
02/17/11	K-K	Docket rescheduled hearing date on Lynn Smith's motion to dismiss amended complaint	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/18/11	WJB	CMS: Telephone conference with B Shea, R Haldeman regarding CMS legal issues, capital structure, relations and communications with Department of Insurance, legal and financial obstacles to pay out of investors, analysis, risks and courses of action	0.7
02/18/11	WJB	CMS: Prepare for conference call with R Haldeman and review latest materials received from R Haldeman including revisions to Department of Insurance notification and prepare e-mail R Haldeman regarding same	0.5
02/18/11	WJB	Seton: Revise offer letter to Seton and forward to B Shea	0.3
02/18/11	WJB	Telephone call from Grammercy officer regarding offer to buy mezzanine debt and request further information regarding other parties	0.2
02/19/11	WJB	CMS: Finalize notes from R Haldeman 2/18 conference call regarding CMS	0.1
02/21/11	WJB	Update website regarding status of Vero Beach home listing and selection of broker	0.1
02/22/11	WJB	74 State Street: Consider how to proceed in light of Garrison call on mezzanine sale of Receiver's interest	0.1
02/22/11	WJB	74 State Street: Telephone call from Garrison on how to deal with mezzanine debt compromise	0.1
02/22/11	WJB	74 State Street: Telephone call from J Howard regarding how to distribute proceeds on mezzanine and other levels regarding hotel property, request for information on who is receiving what	0.2
02/22/11	TAR	Telephone calls with JLS re McGinn Smith phone system	0.3
02/22/11	TAR	Correspondence with JLS re accessing and addressing voice mail messages from McGinn Smith phone system	0.6
02/22/11	TAR	Conference with TMB re accessing McGinn Smith voice mail	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/23/11	WJB	Shoma Group: Prepare e-mail to Shoma Group acknowledging receipt of documents and timing of response	0.1
02/23/11	WJB	74 State Street: Telephone call to G Chiotta at Grammercy regarding letter of intent and request for same; Prepare e-mail G Chiotta regarding same	0.2
02/24/11	WJB	David Roman: Conference with D Keenholts regarding calculations and legal process concerning D Roman settlement, preparation of information and delivery of same	0.3
02/24/11	WJB	74 State Street: Prepare e-mail J Howard regarding follow-up on request for facts concerning purchase of mezzanine debt from Receiver	0.1
02/24/11	K-K	Docket discovery due date	0.2
02/25/11	K-K	Docket adjourned date for CIT's order to show cause regarding appointment of receiver	0.2
02/25/11	JLS	Forward call Alarmtraders call log to WJB; Telephone call to Tina regarding call log	0.3
02/28/11	WJB	Telephone call from R Zuckerman regarding World View Travel and interest in White Glove, basis for same and proposed structure	0.3
02/28/11	WJB	Prepare mark-up of T Smith report and send comments on draft report to T Smith regarding Alarm Traders	0.2
02/28/11	JLS	Alarm Traders telephone log am and pm	0.4
03/01/11	WJB	Department of Labor: Telephone call to M Rosen in Boston at Dept of Labor regarding McGinn Smith 401K and various investigations	0.2
03/01/11	WJB	White Glove: Telephone call to D Boland regarding calculation of amounts and structure of revised White Glove sale offer	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/01/11	JLS	Telephone call to Alarm Traders voicemail and log all messages	0.3
03/02/11	JLS	Attend to AlarmTraders telephone log	0.4
03/02/11	AZM	Telephone conference with WJB regarding FDCPA language requirements; Research and forward requirement to WJB	0.3
03/03/11	WJB	74 State Street: Telephone call from G Chiotta to discuss sale of debt by Garrison and possible settlement of Receiver subordinate claims	0.2
03/03/11	WJB	Telephone call from S Brandon regarding personal McGinn investments of parents at NFS, investor questions, duration and payment regarding NFS letter	0.2
03/03/11	JLS	Attend to Alarm Traders voice mail log	0.2
03/03/11	TAR	Correspondence with WJB re 74 State St foreclosure action	0.2
03/04/11	JLS	Attend to Alarmtrader telephone call log	0.8
03/05/11	WJB	Review HSBC Bank statement for TAIN account regarding 74 State Street proceeds and prepare e-mail B Shea regarding same	0.1
03/05/11	WJB	Prepare update to website regarding status of Vero Beach property sale, Second Circuit partial stay and briefing	0.1
03/05/11	WJB	Telephone call from B Shea regarding Alarm Traders sale issues, Dake Note, funding from third party sources, problems with allocation and number of existing employees	0.3
03/05/11	WJB	Telephone call to B Shea regarding comments and format for write-ups on various investments prepared by J Carr and using Integrated Excellence as model	0.1
03/07/11	WJB	Review B Shea Genworth Financial commission and course of action on settlement with A Guzzetti	0.1
03/07/11	JLS	Attend to Alarm Traders telephone log	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/08/11	WJB	Review J Carr e-mail on various questions and prepare reply	0.1
03/08/11	WJB	Telephone call from R Blum regarding Full Circle, Verifier and fact that it sold UK assets recently and preferred equity position held by Receiver	0.2
03/08/11	JLS	Attend to Alarm Traders telephone log	0.3
03/09/11	JLS	Attend to Alarm Traders telephone log	0.3
03/10/11	WJB	Work on issues relating to White Glove California Seller of Travel issues including two telephone conferences with W Shaw regarding information and documentation, two e-mails J Carr, B Shea to confirm ownership and review same, consider strategy, review California statute and regulations; Telephone call to W Shaw regarding sending forms, prepare letter and sign same	1.2
03/10/11	WJB	74 State Street: E-mail G Chiotta regarding Receiver position on 74 State Street additional settlement	0.1
03/10/11	WJB	Telephone call to J Carr and review e-mail with documentary conclusions regarding legal ownership issues	0.2
03/10/11	WJB	Telephone calls to B Shea, J Carr regarding ownership issues relating to White Glove, background facts and documents regarding same including tax returns, review same	0.6
03/10/11	K-K	Docket rescheduled date for CIT Order to Show Cause regarding Appointment of Receiver	0.2
03/10/11	JLS	Attend to McGinn Smith telephone log	0.2
03/11/11	WJB	White Glove: Telephone call from B Shea to discuss purported oral communications by T McGinn regarding alleged Rogers ownership in White Glove, 2009 tax return and filing information from there concerning stock ownership and basis for such position	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/11/11	WJB	White Glove: Review California Seller of Travel registration forms received from W Shaw; Review California statute and regulations regarding same in light of Receivership and questions regarding whether Rogers surrendered ownership or not, comparison to tax returns and attempt to establish basis of claim; Prepare e-mails B Shea, J Carr regarding same, review information provided and continue to assess how to file registration forms in light of information received and California requirements	1.2
03/11/11	WJB	White Glove: Telephone call from B Shea regarding report on oral communication from T MCGinn or his son that Rogers gave up interest in White Glove and tax returns based upon same	0.2
03/11/11	WJB	Continue review of California Seller of Travel regulations and interpretation of regulations as to forms to be filed	0.9
03/11/11	WJB	White Glove: Telephone call to W Shaw regarding instructions on completing California Seller of Travel homes and basis for same	0.3
03/11/11	JLS	Attend to Alarm Traders telephone log	0.2
03/14/11	JLS	Attend to Alarm Traders telephone log	0.2
03/15/11	WJB	Review Pine Street auditor confirmation request and prepare draft response	0.4
03/15/11	JLS	Attend to Alarm Traders telephone log	0.2
03/16/11	WJB	Finalize audit letter response regarding Pine Street based upon B Shea 3/15 e-mail regarding confirmation of amounts	0.3
03/16/11	WJB	Pine Street: Review final version of Pine Street auditor letter and send to Pine Street auditors	0.2
03/16/11	JLS	Attend to Alarm Traders telephone log	0.2
03/17/11	WJB	Shoma Group: Prepare e-mail response to general counsel at Shoma Group regarding follow-up	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/17/11	WJB	Telephone call from T Conley regarding review of insurance policies and need for confidentiality agreement	0.1
03/17/11	JLS	Attend to telephone log for McGinn Smith re Alarm Traders	0.2
03/18/11	K-K	Docket deposition date for Ryan Rogers	0.2
03/18/11	JLS	Attend to McGinn Smith/Alarm Traders telephone log	0.2
03/21/11	WJB	Shoma Group: Prepare e-mail to F Silva as general counsel regarding arranging conference call to discuss common interest	0.1
03/21/11	WJB	Shoma Group: Telephone call to general counsel regarding review of payments made by Shoma Group and intent to use financial advisor to review control records as next steps	0.2
03/22/11	WJB	74 State Street: Prepare e-mail Grammercy regarding proposed settlement offer for subordinate position and review facts concerning equity involvement and Receiver position on same and reasons for same	0.3
03/22/11	WJB	Prepare reply e-mail to Grammercy (G Chiotta) in response to his question on real property taxes	0.1
03/22/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
03/23/11	WJB	74 State Street: Telephone call to G Chiotta regarding status of possible settlement and price for same	0.2
03/24/11	JLS	Attend to McGinn Smith/Alarm Traders telephone log	0.4
03/25/11	WJB	Benchmark: Review e-mail exchange between Whitney Bank and B Shea for back-up information concerning monies invested into Benchmark by McGinn Smith; Prepare e-mail R Neelis at Whitney regarding same and reason for refusal to turnover; Telephone call to R Neelis regarding same and request for delivery of subpoena; Attend to same	0.5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/25/11	JLS	Attend to telephone log of McGinn Smith Alarm Traders and e-mail to WJB	0.2
03/25/11	TAR	Telephone call with B Shea re McGinn Smith voice mail issues	0.2
03/26/11	WJB	Review situation with Whitney Bank concerning need for Subpoena for Benchmark documents; Prepare e-mail TAR regarding instructions for preparation and service of Subpoena	0.3
03/28/11	PKS	Conference regarding Louisiana subpoena issue	0.2
03/28/11	WJB	Review SEC request regarding amount of Pine Street distributions received by Receiver; Locate information and prepare reply providing M&T reports; Review previous reply and respond to L Smith amounts arising out of Pine Street held by Receiver	0.6
03/28/11	WJB	Conference with TAR regarding preparation and scope of subpoena to Whitney Bank, means to serve same and scope of same for information needed for Benchmark	0.3
03/28/11	WJB	Review draft Subpoena to Whitney Bank, prepare comments to TAR and reconcile with B Shea e-mail to Whitney Bank	0.3
03/28/11	JLS	Attend to telephone log for McGinn Smith Alarm Traders in the a.m. and p.m.	0.2
03/28/11	TAR	Research re issuing subpoena in Eastern District of Louisiana and local practice re same	1.4
03/28/11	TAR	Preparation of subpoena duces tecum and supporting schedules re Whitney National Bank and notice of subpoena	1.4
03/28/11	TAR	Analysis of docket re notice of subpoena service list	0.6
03/28/11	TAR	Telephone calls with Whitney National Bank re accepting service of subpoena	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/28/11	TAR	Correspondence with WJB re Whitney National Bank subpoena issues	0.5
03/28/11	TAR	Preparation of correspondence serving Whitney National Bank subpoena	0.4
03/29/11	WJB	Review e-mail from D Keenholts on outcome of employee conduct issue and interview regarding same	0.1
03/29/11	WJB	Prepare reply to T Welles e-mail on relocation by Pine Street and issuance of K-1's	0.2
03/29/11	WJB	Telephone call from Stephanie at Ikon Financial regarding copier claim and process	0.1
03/29/11	WJB	White Glove: Deal with California Seller of Travel issue; Telephone call to California Seller of Travel office; Prepare e-mail at California Seller of Travel request describing circumstances in light of attorney not being available; Review e-mail from California Seller of Travel and respond to same; E-mail E Castanon, W Shaw regarding status	0.5
03/29/11	WJB	Telephone call from B Shea, J Carr regarding telephone call from Mario Bustamonte and facts regarding status of each control	0.2
03/29/11	WJB	Seton: Telephone call to J Carr regarding ability to sue defaulting tenants in federal court	0.1
03/29/11	JLS	Attend to McGinn Smith Alarm Trader telephone log	0.2
03/29/11	TAR	Finalized Whitney National Bank subpoena for service	0.5
03/29/11	TAR	Finalized letter serving Whitney National Bank subpoena	0.3
03/29/11	TAR	Telephone call with R Neelis re Whitney National Bank subpoena	0.2
03/30/11	WJB	Prepare for call with SEC to discuss D Roman transaction and benefits to estate and related issues concerning sales and next steps	1.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/30/11	WJB	Review e-mail from Albany Times Union concerning tax returns and sale process; Prepare reply with facts concerning same	0.2
03/30/11	WJB	Prepare e-mail serving Whitney Bank subpoena on various parties	0.1
03/30/11	WJB	Benchmark: Prepare e-mail to bankers concerning service of subpoena upon legal department	0.1
03/30/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
03/30/11	TAR	Telephone call with B Shea re facilitating move from 99 Pine St	0.2
03/30/11	TAR	Analysis of Whitney National Bank response to subpoena and pertinent Louisiana Law	0.5
03/30/11	TAR	Correspondence with WJB re addressing Whitney National Bank's concerns	0.2
03/31/11	WJB	Review third party subpoena received from M Guidry; Review M Guidry e-mail regarding same and prepare reply e-mail regarding applicability of stay	0.1
03/31/11	WJB	Review news articles on asset dispositions and tax returns	0.2
03/31/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.4
03/31/11	TAR	Meeting with B Shea re 99 Pine Street move	0.4
04/01/11	JLS	Attend to McGin Smith Alarm Trader telephone log	0.3
04/04/11	WJB	Telephone call from M Newman at FINRA regarding B Shea testimony availability	0.2
04/04/11	WJB	Prepare e-mail B Shea regarding FINRA witness schedule	0.1
04/04/11	WJB	Review four Ikon claims	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/04/11	WJB	White Glove: Telephone call to M Alvarez at California Attorney General's Office regarding California Seller of Travel license; Prepare e-mail E Castanon regarding same	0.2
04/04/11	WJB	White Glove: Review e-mail from M Alvarez regarding agreement to 90-day extension by State of California for California Seller of Travel license and prepare reply	0.1
04/04/11	WJB	White Glove: Prepare e-mail E Castanon, W Shaw confirming California Seller of Travel extension	0.2
04/04/11	WJB	White Glove: Prepare e-mail E Castanon regarding accountant	0.1
04/04/11	WJB	White Glove: Prepare e-mail E Castanon regarding written confirmation of California Seller of Travel extension	0.1
04/04/11	WJB	Shoma Group: Prepare e-mail F Silva regarding Shoma Group and H Control status	0.1
04/04/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.3
04/04/11	TAR	Correspondence with WJB re following up on Whitney National Bank subpoena	0.2
04/05/11	JLS	Attend to McGinn Smith Alarm Trader's telephone log	0.4
04/06/11	WJB	Benchmark: Attend to letter to A Landry regarding subpoena	0.2
04/06/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
04/07/11	JLS	Attend to McGinn Smith Alarm Trader's telephone log	0.2
04/08/11	JLS	Attend to McGinn Smith Alarm Trader telephone log	0.3
04/09/11	WJB	Review letter regarding Verifier and prepare reply regarding intent to investigate to A Wray	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/11/11	WJB	Prepare reply to F Silva regarding H Control investigation	0.2
04/11/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
04/12/11	WJB	Benchmark: Prepare e-mail M Guidry regarding Gottsegger and T Benjamin lawsuit and synopsis	0.1
04/12/11	WJB	Benchmark: Telephone call to B Bronston regarding sale effort, lack of interest, retention of brokers, next steps and request for B Bronston to identify likely investment banker for sale	0.4
04/12/11	WJB	Review Verifier K-1s	0.1
04/12/11	WJB	Shoma Group: Telephone message and e-mail to F Silva regarding efforts to obtain information from each control and approach of Receiver regarding same including incremental approach	0.1
04/12/11	WJB	Benchmark: Review three e-mails from M Guidry regarding Landry request for production of documents including review of documents to be produced and consider course of action in light of stay	0.3
04/13/11	WJB	Benchmark: Receive e-mail from M Guidry regarding payroll approval; Prepare e-mail to Whitney Bank regarding approval of same	0.2
04/13/11	JLS	Attend to McGinn Smith Alarm Trader's telephone log	0.2
04/14/11	KEM	Speak with Jourdan Stevenson re creditor tax question	0.1
04/14/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.3
04/14/11	JLS	Telephone call with McGinn Smith Investor Marilynn Erickson regarding taxes; Follow up with KEM and TAR regarding response; Telephone call back to investor enplaning the need to discuss situation with her tax accountant	0.4
04/15/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/18/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.3
04/19/11	WJB	Review National Life annual 2010 report and prepare letter B Shea providing same for follow-up concerning analysis	0.2
04/19/11	JLS	Attend to McGinn Smith Alarm Traders telephone log; Input investor call information regarding Marilyn Erickson	0.4
04/20/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.3
04/21/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.3
04/22/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.3
04/25/11	WJB	Review Mercantile Bank fax with McGinn Smith Funding LLC historical bank statements; Prepare e-mail B Shea providing same for accounting purposes	0.1
04/25/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
04/25/11	JLS	Review UCC searches and e-mail to WJB; Draft UCC summaries for White Glove Cruises, LLC and Luxury Cruses Receivables, LLC	0.6
04/25/11	TAR	Correspondence with WJB re dismissal of M Casolo's bankruptcy case	0.2
04/26/11	WJB	Prepare e-mail to ALH1 with Asst. U.S. Attorney contact information for repossession of YOLO car	0.1
04/26/11	JLS	Attend to McGinn Smith Alarm Trader's telephone log	0.2
04/26/11	TAR	Meeting at McGinn Smith offices re door alarm issues	0.5
04/27/11	WJB	Prepare e-mail ALH1 on repossession of YOLO vehicle and review reply on Note	0.1
04/27/11	JLS	Attend to McGinn Smith Alarm Trader's telephone log	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/28/11	WJB	Telephone call from M Haimavathi regarding J Mayberry IRA tax liability and information regarding same	0.2
04/28/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.3
04/28/11	TAR	Correspondence with WJB and B Shea re locksmith issues	0.3
04/29/11	WJB	Prepare e-mail B Shea regarding inquiry regarding inquiries from investors concerning IRA tax issues	0.1
04/29/11	WJB	Prepare e-mail to California Attorney General on California Seller of Travel license deadline and confirming prior agreement on extension and forward same to E Castanon	0.2
04/29/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.3
05/02/11	JLS	Attend to McGinn Smith Alarm Trader's telephone log	0.2
05/03/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
05/04/11	WJB	Pine Street: Review e-mail from T Welles on current carried interest and Fishbein payout; Prepare e-mail B Shea requesting him to investigate and prepare e-mail T Welles regarding same	0.2
05/04/11	WJB	Verifier Capital: Telephone call from J Stewart regarding GPU units and potential payoff and request for him to act as intermediary and role and possible source of funding	0.2
05/04/11	WJB	74 State Street: Review e-mail from G Chiota regarding status of disposition of property and settlement with Receiver	0.1
05/04/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
05/05/11	WJB	Verifier: Telephone call from B Perez in New Orleans on behalf of Verifier regarding proposal to possibly purchase GPU's and need for authorization letter to speak to Perez and reasons for same	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/05/11	JLS	Attend to McGinn Smith Alarm Traders telephone log; Telephone call to TAR regarding certain telephone calls related to John Gomez	0.4
05/06/11	WJB	Verifier: Review Verifier Capital website; Review letter authorizing communications with B Perez on behalf of Verifier Capital; Telephone message to B Perez	0.2
05/06/11	WJB	Verifier: Telephone call from B Perez to discuss intention on two GPU's and equity position, inquiry regarding process for same and outlining make written proposal with specific details	0.3
05/06/11	JLS	Attend to McGinn Smith Alarm Traders telephone log; E- mail telephone log to WJB	0.3
05/09/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.1
05/10/11	WJB	Review loan request against paid time off by employee and prepare reply regarding question regarding possible collateral, net payroll and labor issues to B Shea and D Keenholtz	0.1
05/10/11	WJB	Telephone call from B Shea describing PTO loan proposal; Prepare e-mail JRG regarding potential labor law questions	0.2
05/10/11	WJB	Conference with JRG regarding labor law issues concerning payment of PTO time as loan; Prepare e-mail D Keenholtz, B Shea approving terms and conditions of same	0.1
05/10/11	K-K	Docket Notice of Compliance Deadline	0.2
05/10/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.3
05/11/11	JLS	Attend to McGinn Smith Trader Alarm Traders telephone log	0.1
05/12/11	WJB	74 State Street: Telephone call from Gemini regarding possible transaction to purchase remaining Receiver claims	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/12/11	WJB	Telephone call from two Gemini representatives concerning 74 State Street position	0.3
05/12/11	JLS	Attend to McGinn Smith Alarm Traders' telephone log	0.1
05/13/11	WJB	74 State Street: Prepare e-mail J Carr requesting organization of 74 State Street documents for potential sale to buyer of debt claim	0.1
05/13/11	WJB	Shoma: Telephone call to F Silva regarding intention on inserting forensic accountant after 5/18 and process of extracting information from H Control, requirement that Receiver control process and next steps	0.2
05/13/11	WJB	Follow-up conversations with LIM, e-mail B Shea and M&T regarding stop payment on checks in light of lost UPS package and inability of UPS to track same	0.2
05/13/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
05/16/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.1
05/17/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
05/18/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.1
05/20/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.3
05/20/11	ALH1	Review of documents provided by SEC relating to YOLO car	0.3
05/23/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.1
05/24/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.1
05/25/11	WJB	Review estoppel certificate received from property manager at 99 Pine Street and mark up same for B Shea, J Carr; Send marked up version with comments to B Shea, J Carr for further processing	0.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/25/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.3
05/26/11	WJB	99 Pine Street: Review J Carr changes to Estoppel Certificate and prepare reply regarding additional comments to provide to landlord	0.3
05/26/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
05/27/11	WJB	H Control: Prepare for and participate in conference call with D Boland, B Shea regarding process and agenda for following up on investigation of H Control data and information and obtaining same on behalf of Receivership and Shoma Group	0.6
05/27/11	WJB	Telephone call to J Bolton at Shutts & Bowen requesting H Control closing binders; Prepare follow-up letter requesting same from Shutts and Bowen law firm	0.3
05/27/11	JLS	Attend to McGinn Smith Alarm Traders telephone log; E-mail to WJB	0.2
05/31/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
06/01/11	WJB	Seton: Prepare reply to J Conti e-mail on various information for Seton and request B Shea to forward same to her in connection with appraisal	0.1
06/01/11	WJB	H Control: Telephone call to D Boland regarding approach regarding call with M Bustamonte regarding schedule and agenda	0.1
06/01/11	WJB	Verifier: Prepare follow up e-mail to B Perez regarding Verifier offer to purchase or redeem assets	0.1
06/01/11	WJB	Seton: Review cash flow projections for appraiser and approve forwarding of same to appraiser	0.1
06/01/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
06/02/11	WJB	Shoma: Review legal issues relating to Shoma transaction and structure and implications	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/02/11	JLS	Attend to McGinn Smith Alarm Traders telephone call log	0.1
06/03/11	WJB	H Control: Review D Boland summary memorandum on H Control summary; Participate in conference call with B Shea, J Carr, D Boland regarding report of preliminary conclusions including financial statements and evaluation of next steps; Prepare notes regarding same	1.2
06/03/11	JLS	Attend to McGinn Smith Alarm Traders daily telephone log; E-mail to WJB	0.2
06/06/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
06/07/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
06/08/11	WJB	H Control: Telephone call from F Silva regarding call he received from H Control requesting discussion with Shoma, status of investigation, agreement on how to proceed with H Control	0.3
06/08/11	WJB	Review D Keenholts 6/7 e-mail on McGinn Smith alarm trading corporation regarding California license; Prepare e-mail GFK regarding solution regarding officers and analysis	0.3
06/08/11	WJB	Seton: Prepare e-mail to appraiser regarding status regarding Seton	0.1
06/08/11	WJB	Review B Shea 401K letter and send revisions on recovery regarding Ryan Rogers	0.3
06/08/11	JLS	Attend to McGinn Smith Alarm Traders telephone log	0.2
06/09/11	JLS	Input McGinn Smith Alarm Traders telephone calls into telephone log	0.6
06/10/11	JLS	Attend to McGinn Smith Alarm Traders telephone log; E-mail telephone log to WJB	0.3
06/13/11	JLS	E-mail to WJB and TAR regarding issue with McGinn Smith voice mail	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/14/11	JLS	Attend to McGinn Smith telephone log	0.3
06/15/11	JLS	Attend to McGinn Smith telephone log	0.1
06/16/11	K-K	Docket deposition date for Thomas Livingston	0.2
06/16/11	JLS	Attend to McGinn Smith telephone log	0.2
06/17/11	WJB	Telephone call from W Steinchese regarding McGinn claim process and status of case	0.2
06/17/11	WJB	Telephone call from J O'Dato regarding investor communications and status	0.2
06/17/11	JLS	Attend to McGinn Smith telephone log	0.2
06/20/11	WJB	Telephone call from B Kaufman as investor on behalf of himself and relatives and discussion of potential claim being solicited by law in Florida against NFS and potentially other brokers	0.4
06/20/11	WJB	Review B Kaufman investor statement and prepare reply regarding alleged Receiver statement and referral to website	0.1
06/20/11	JLS	Attend to McGinn Smith telephone log	0.2
06/20/11	JLS	Attend to McGinn Smith telephone log	0.1
06/21/11	JLS	Attend to McGinn Smith telephone log	0.1
06/22/11	WJB	Pine Street: Review information received on Pine Street distribution and prepare e-mail T Welles to hold distribution while Receiver considers legal issues regarding same	0.1
06/22/11	WJB	Telephone call from S Brandt as investor regarding inquiry from Florida law firm regarding claim versus NFS	0.1
06/22/11	WJB	Pine Street: Telephone call to T Welles regarding Pine Street distribution analysis	0.5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/22/11	WJB	Telephone call from E Cohen at Trautman Sanders regarding S Wiseman request for waiver of confidentiality requirement in former employment agreement for SEC interview	0.0
06/22/11	JLS	Attend to McGinn Smith telephone log	0.2
06/23/11	WJB	TD Bank: Telephone call from J Sbalcio at TD Bank regarding takeover of Mercantile accounts and relationship with McGinn Smith receivership, various authorities and course of action regarding business operations	0.3
06/23/11	WJB	Review M Weisman request for waiver of employment agreement confidentiality provision for S Weisman; Review employment agreement and prepare reply e-mail granting limited waiver and reserving rights	0.3
06/23/11	WJB	H Control: Telephone call from D Boland regarding extended report on site visit, analysis based upon term sheet and meetings with M Bustamonte and Mr. Rogers, recommendations based upon same	0.3
06/23/11	WJB	H Control: Consider extent of Shoma interest in light of purchase offer; Prepare e-mail J Carr to request legal analysis	0.2
06/23/11	K-K	Docket deposition date for Martin Finn	0.2
06/23/11	JLS	Attend to McGinn Smith telephone log	0.2
06/24/11	WJB	Pine Street: Review Pine Street distribution letter and amounts to Mrs. Smith, Trust and reconcile same; Prepare e-mail D Stoelting and K McGrath regarding amount distributed and amount on deposit and calculate amounts	0.4
06/24/11	WJB	H Control: Extended analysis of legal documents and rights of H Control and Shoma on sale, distribution and voting rights based upon reports received from D Boland and J Carr, consider alternatives	1.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/24/11	WJB	H Control: Telephone call from D Boland regarding net cash flow analysis and schedule showing possible reimbursement to Shoma	0.1
06/24/11	WJB	H Control: Telephone call to D Boland regarding follow-up on revised H Control numbers and allocation between Shoma and McGinn Smith	0.2
06/24/11	JLS	Attend to McGinn Smith telephone log	0.3
06/27/11	WJB	Telephone call from S Ealy at Featherstonhaugh regarding amount of Pine Street distributions for L Smith and Trust and balances on hand regarding same	0.2
06/27/11	WJB	H Control: Telephone call from D Boland regarding purchase offer, how to calculate; Prepare e-mail D Boland requesting financial information to provide to Shoma	0.3
06/27/11	WJB	74 State Street: Review 6/20 letter from NYS Supreme Court regarding appointment of Receiver in 74 State Street case	0.1
06/27/11	JLS	McGinn Smith phone log	0.2
06/28/11	JLS	McGinn Smith phone log	0.2
06/29/11	WJB	Alarm Traders: Review D Keenholts e-mail on California corporation license renewal and prepare reply regarding process for same; Prepare e-mail M&T Bank to issue official check for renewal fee application	0.3
06/29/11	JLS	McGinn Smith phone log	0.2
06/30/11	JLS	McGinn Smith phone log	0.3
07/01/11	WJB	Benchmark: Review e-mail from M Guidry on Legacy Tower owner inquiries on ownership of Benchmark; Prepare reply authorizing M Guidry to forward e-mail with explanation	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/01/11	WJB	Telephone call to T O'Connor regarding McGinn insurance policies, confidentiality order and general state of affairs	0.2
07/05/11	JLS	Attend to McGinn Smith telephone log	0.2
07/06/11	JLS	Attend to McGinn Smith telephone log	0.2
07/07/11	K-K	Docket hearing date on Motion to Compel Non-Party Subpoenas	0.2
07/08/11	JLS	Attend to McGinn Smith telephone log	0.4
07/11/11	JLS	Attend to McGinn Smith telephone log	0.2
07/12/11	K-K	Docket hearing date on SEC Motion to Compel	0.2
07/12/11	JLS	Attend to McGinn Smith telephone log	0.2
07/13/11	JLS	Attend to McGinn Smith telephone log	0.2
07/14/11	JLS	McGinn Smith phone log	0.2
07/15/11	JLS	McGinn Smith phone log	0.4
07/16/11	WJB	Alarm Traders: Review, sign and approve Alarm Traders checks and forward to B Shea	0.3
07/16/11	WJB	Firstline: Prepare e-mail D Keenholts on communications with IRS agent concerning Integrated Excellence documents and finding example of alarm contract to aid in search at U.S. Attorney's Office	0.2
07/18/11	JLS	McGinn Smith phone log	0.2
07/19/11	WJB	Prepare e-mail to B Ackerman on Integrated Excellence acquisition and conference with D Keenholts regarding terms on whether to proceed	0.2
07/19/11	WJB	Conference with TAR regarding result of investigation for records with B Shea at IRS offices	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/19/11	JLS	McGinn Smith phone log	0.2
07/20/11	K-K	Docket deposition date for Donald Anthony	0.2
07/20/11	JLS	Attend to McGinn Smith telephone log	0.2
07/21/11	PKS	Conference regarding discovery and strategy	0.2
07/21/11	WJB	Telephone call from Rome, NY attorney regarding F4W and financing statement status and request from him for written request and background facts	0.3
07/21/11	WJB	Attend to various Benchmark issues including review of Subordination Agreement at project and consider implications	0.6
07/21/11	WJB	Benchmark: Continue review of Subordination Agreement and review related agreements	0.3
07/21/11	JLS	Attend to McGinn Smith telephone log	0.2
07/22/11	K-K	Docket time for SEC depositions of donald Anthony and Carmela Nicolosi	0.2
07/22/11	JLS	Draft Integrated Excellence UCC-1; Telephone call to Georgia Secretary of State's office regarding Integrated Excellence financing UCC-1; Work on research of UCC filed in Georgia; Telephone call to J Carr to retrieve Security Agreement	0.9
07/22/11	JLS	Attend to McGinn Smith telephone log	0.4
07/25/11	WJB	Century Hill: Review offers and status, status of tax foreclosure; Telephone calls to and from K Baer regarding status of sale of adjoining portion of building, offer to buy interest, report on payment of taxes by adjoining owner; Telephone call to J Carr regarding not to further impose in rem tax foreclosure pending approval by federal court	0.6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/25/11	WJB	Century Hill: Telephone call to J Carr regarding instructions to communicate to attorney for Albany County regarding Receiver position concerning lifting of stay in order for County to proceed with In Rem foreclosure	0.2
07/25/11	JLS	Order UCC Search against Integrated Excellence Funding LLC in Georgia	0.1
07/25/11	JLS	Attend to McGinn Smith telephone log	0.2
07/26/11	WJB	Century Hill: Revise letter to investors regarding status of property and in rem foreclosure	0.1
07/26/11	WJB	Century Hill: Telephone call from J Carr regarding Albany County attorney letter; Telephone call from J Carr regarding telephone call from state court judge; Review e-mails and letter from County attorney; Telephone call to J Carr regarding instructions	0.5
07/27/11	WJB	Century Hill: Prepare letter to Judge Doyle regarding Century Hill tax foreclosure, application of stay, Receiver's intention to vacate stay pending federal court order; Telephone call to Judge Doyle's Chambers regarding same	0.8
07/27/11	WJB	Century Hill: Prepare letter to Judge Homer explaining Receiver position on reasons to vacate stay on Century Hill property for Albany County tax foreclosure and prepare form of Order regarding same; Revise letter to Judge Homer and attend to filing of same	0.5
07/27/11	WJB	Century Hill: Revise letter to investors regarding status of property and reasons for vacating stay; Prepare further revisions to same and distribute same to investors	0.5
07/27/11	WJB	Review sanctions decision and prepare description for website regarding same; Prepare Century Hill description for posting on website	0.3
07/27/11	WJB	Telephone call from B Shea regarding Livingston 401K loan and e-mail to B Shea authorizing him to proceed and appropriate capacity	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/27/11	WJB	Prepare revisions to website updates regarding Century Hill and sanctions order	0.2
07/27/11	JLS	Attend to McGinn Smith telephone log	0.1
07/28/11	WJB	Prepare reply to F Silva regarding Shoma on information and bidding rights	0.1
07/28/11	WJB	Century Hill: Telephone call from Albany County attorney regarding request by state court judge for clarification when stay will be lifted; Prepare letter to Albany County attorney, G Rutnik, regarding status of motion pending before Judge Homer for lifting of stay and timing of same	0.3
07/28/11	K-K	Docket last day to respond to Receiver Motion	0.2
07/28/11	JLS	Attend to McGinn Smith telephone log	0.2
07/29/11	WJB	Alarm Traders: Review, sign and approve Alarm Traders checks and return to B Shea	0.7
07/29/11	WJB	Telephone call to B Shea regarding information requested by SEC, limitations on verification of same and format of same to provide to SEC	0.3
07/29/11	WJB	Review D Smith e-mail on no insurance, insurance having lapsed in light of Receiver's prior e-mail concerning damage at house reported by broker on 7/28; Prepare e-mail SEC regarding lack of insurance	0.2
07/29/11	WJB	Telephone call from B Shea regarding form of disclaimer on information to SEC and approval of same	0.1
07/29/11	JLS	Update McGinn Smith telephone log with all calls; E-mail to WJB	0.5
08/01/11	WJB	Century Hill: Telephone call to C Pietrykowski regarding Century Hill matters	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/01/11	WJB	Prepare two e-mails B Shea regarding scheduling of conference room for 8/3 and 8/16 depositions and arrangements for same	0.1
08/01/11	K-K	Docket possible deposition date for Donald Anthony	0.2
08/01/11	JLS	Attend to McGinn Smith telephone log	0.2
08/02/11	JLS	Attend to McGinn Smith daily telephone log	0.2
08/03/11	WJB	Prepare letter to employees who resigned concerning obligations under confidentiality agreement	0.3
08/03/11	WJB	White Glove: Revise letter to former employees regarding confidentiality obligations and review confidentiality agreement	0.4
08/03/11	WJB	Review, sign and finalize and distribute White Glove confidentiality letters to former employees	0.2
08/03/11	WJB	Review e-mail from W Shaw regarding report on missing hard drive and attempts to locate same	0.1
08/03/11	WJB	White Glove: Telephone conference with E Castanon, J Santiago regarding admission by E Castanon regarding confirmation that he has hard drive at his house and arrangements to return same without copying or delivery to others to J Santiago the following morning, discussion of confidentiality obligations	0.3
08/03/11	JLS	Attend to McGinn Smith telephone log	0.2
08/04/11	WJB	Prepare e-mail to J Santiago confirming picking up hard drive from E Castanon's house	0.1
08/04/11	WJB	White Glove: Prepare e-mail J Santiago, W Shaw regarding confidentiality letters being sent to former employees and request for information on where they are presently employed	0.1
08/04/11	JLS	Attend to McGinn Smith telephone log	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/05/11	WJB	Prepare letter to Albany County regarding lifting of stay on Century Hill property	0.1
08/05/11	WJB	Pine Street: Telephone call to T Welles regarding discussion of D Smith reserve partnership interest transferred or held for the benefit of McGinn Smith and amount to be transferred and conditions of same	0.2
08/05/11	JLS	Attend to McGinn Smith Alarm Trader's telephone log	0.4
08/06/11	WJB	White Glove: Prepare e-mail W Shaw, J Santiago on E Castanon status regarding repair or proprietary software on Friday afternoon and ability to print reports	0.1
08/08/11	WJB	Prepare website description on SEC decision from Second Circuit on Trust and Vero home sale	0.3
08/08/11	WJB	Review analysis on D Smith carried interest in Pine Street; Review T Welles explanation, prior checks and other information; Prepare e-mail B Shea with preliminary instructions; Revise instruction e-mail to B Shea on D Smith carried i interest	0.7
08/08/11	JLS	Attend to McGinn Smith telephone log	0.2
08/09/11	WJB	Revise Receiver website description on two Second Circuit decisions and finalize same	0.4
08/09/11	WJB	Prepare e-mail to J Carr with form of proof of claim for Cornachio estate and instructions on following up regarding determination of probate process and location of estate	0.1
08/09/11	JLS	McGinn Smith phone log	0.2
08/10/11	WJB	Review J Carr draft letter regarding DBSI avoidance action; Review notice of commencement of adversary proceeding and claim	0.3
08/10/11	JLS	McGinn Smith phone log	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/11/11	WJB	Benchmark: Revise and finalize engagement letter with B Rader incorporating his last comments	0.7
08/11/11	WJB	Prepare motion for approval of Firstline settlement in conjunction with Integrated Excellence payoff	0.7
08/12/11	WJB	Firstline: Revise Firstline settlement motion with Security Systems, Inc. including review of background documents and background memoranda supporting decision, revise motion	2.2
08/12/11	WJB	Benchmark: Review Subordination and Non-Disturbance Agreement requested by Harborside for HUD loan	0.1
08/12/11	WJB	Firstline: Review D Keenholts comments to Firstline motion	0.1
08/12/11	K-K	Docket deposition date for David Smith	0.2
08/15/11	WJB	Benchmark: Review subordination agreement for Harborside and prepare e-mail authorizing execution of same	0.3
08/15/11	WJB	Firstline: Revise motion to settle Firstline matter and incorporate D Keenholts comments regarding alarm contracts	0.6
08/15/11	WJB	Firstline: Prepare further revisions to settlement motion	0.2
08/15/11	JLS	McGinn Smith phone log	0.2
08/16/11	WJB	Shoma Group: Review financials received from D Boland concerning H Control matters and Shoma Group issues	0.1
08/16/11	WJB	Conference with D Keenholts regarding coordination on transition of Integrated Excellence and Firstline contracts if Firstline settlement motion is approved	0.1
08/16/11	WJB	Firstline: Revise Order to Show Cause to schedule hearing on approval of Firstline settlement motion; Telephone call to L Hennessey at Judge Homer's Chambers regarding process to set up hearing date and scheduling of motion on settlement	0.9

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/16/11	WJB	Firstline: Review Security Systems, Inc. numbers with D Keenholts regarding amount saved by Receivership estate settlement with SSI and calculation of same	0.1
08/16/11	WJB	White Glove: Return phone call to S Platt regarding intellectual property claim against White Glove concerning photography	0.1
08/16/11	JLS	McGinn Smith daily phone log	0.2
08/17/11	WJB	Firstline: Prepare letter to Judge Homer explaining Firstline settlement motion and requesting hearing date for August 30, 2011 for consideration of Firstline settlement motion	0.2
08/17/11	WJB	Firstline: Prepare revisions to Motion for approval of Firstline settlement motion regarding Security Systems, Inc. including follow-up conferences with D Keenholts on calculations of amounts due and benefits of settlement, review original agreement, review settlement agreement, incorporate terms and prepare revisions, attend to filing with letter to Judge Homer requesting hearing on August 30	2.5
08/17/11	WJB	Firstline: Prepare e-mail T McGinn, D Smith reporting on Firstline proposed settlement and reasons for same; Review T McGinn reply regarding same	0.1
08/17/11	WJB	Conference D Keenholts regarding issues concerning Firstline sale and settlement; Email B Ackerman, D Roman regarding filing of Firstline motion	0.2
08/17/11	WJB	Prepare e-mail to SEC summarizing Firstline motion and reasons for same	0.1
08/17/11	JLS	McGinn Smith daily phone log	0.2
08/18/11	WJB	Firstline: Review B Shea e-mail on closing details and prepare e-mail D Keenholts; Prepare e-mail B Ackerman on closing documents assuming motion is approved and Integrated Excellence sale	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/18/11	WJB	Firstline: Prepare e-mail J Carr on organizing Firstline documents	0.1
08/18/11	WJB	Prepare e-mail J Carr on organizing and transmitting Integrated Excellence documents for closing	0.1
08/18/11	JLS	Attend to McGinn Smith daily telephone log	0.2
08/19/11	WJB	Prepare e-mail to SEC with Firstline investor letter as posted and mailed and reason for same	0.2
08/19/11	WJB	Integrated Excellence: Revise Assignment, review and revise UCC-1's; Conference JLS regarding correcting UCC-1 prepared by J Carr; Prepare two e-mails J Carr regarding closing of Integrated Excellence, Assignment of Note and Collateral	0.5
08/19/11	WJB	Follow-up e-mail to J Carr with instructions on closing of Integrated Excellence sale of debt and collateral/alarm contracts	0.2
08/19/11	WJB	Review final documents prepared by J Carr and prepare revisions to same	0.3
08/19/11	WJB	Firstline: Telephone call to J Carr and revise Firstline documents prepared by J Carr and approve same pending approval of settlement by Court	0.4
08/19/11	JLS	Discuss UCC search with WJB and forward search to Joseph Carr at McGinn Smith	0.3
08/19/11	JLS	Attend to McGinn Smith telephone log and forward to WJB	0.3
08/22/11	WJB	Integrated Excellence: Review J Carr, B Shea and D Keenholts and respond with questions regarding purchase terms of Note and collateral documents	0.1
08/22/11	WJB	White Glove: Prepare e-mail California Attorney General for further extension on California Seller of Travel license	0.2
08/22/11	JLS	Attend to McGinn Smith telephone log	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/23/11	WJB	Compare Intergrated Excellence UCC-3s for use by J Carr and coordination on correction of dating and numbering; Review B Ackerman e-mail on assignment; Prepare e-mail J Carr regarding same	0.2
08/23/11	WJB	White Glove: Review e-mail from L Hoos regarding approval by California for 90-day extension of California Seller of Travel permit	0.1
08/23/11	WJB	Telephone call to L Hoos at California Attorney General regarding background and discussion of California Seller of Travel permit for White Glove and extension for same	0.2
08/23/11	WJB	Prepare e-mail SEC advising of Livingston settlement and terms of same	0.2
08/23/11	WJB	Benchmark: Prepare e-mail M Guidry regarding Marcus Point in early termination versus upgrade and cost inquiry	0.1
08/23/11	WJB	Review B Ackerman e-mail on delivery of documents and prepare reply; Review D Keenholts e-mail with documents for purchase of loan and documents	0.3
08/23/11	JPF2	Attend conference call with WJB and brokers re update status of case	0.7
08/23/11	JPF2	Prepare and revise summary of telephone conference with brokers	0.1
08/23/11	JLS	Attend to McGinn Smith telephone log issues; Telephone call and e-mail to D Ueenholts regarding voicemail issues	0.2
08/23/11	JLS	Conference with WJB to discuss Integrated Excellence UCC Assignments; E-mail to Joseph Carr relating the items to be corrected; Draft two new UCC-3 Assignments and forward to Joseph Carr	0.7
08/23/11	TAR	Telephone calls with B Shea re McGinn Smith Key issues	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/24/11	WJB	Respond to J Carr regarding first lien and no subordinate liens so no issue with transfer of alarm contracts	0.2
08/24/11	WJB	Firstline: Revise UCC revision for J Carr and discuss follow-up with JLS; Prepare multiple e-mails to J Carr regarding closing documents	0.2
08/24/11	WJB	Integrated Excellence: Review and sign assignment; Forward to J Carr by letter and e-mail for closing of assignment transaction with SSI	0.4
08/24/11	WJB	Integrated Excellence: Respond to B Ackerman regarding no conditions on second lien and check Georgia UCC law on same	0.2
08/24/11	JLS	Conference with WJB regarding Integrated Excellence; E-mail to J Carr regarding UCC assignments to be filed in Gwinnett and DeKalb County	0.4
08/24/11	JLS	Attend to McGinn Smith telephone log	0.2
08/25/11	WJB	Firstline: Review J Carr e-mail on authority to resend Firstline documents given change in number based upon delay in closing and per diem interest	0.1
08/25/11	WJB	Shoma: Telephone call to D Boland regarding how to handle Shoma document inquiries and F Silva e-mail	0.2
08/25/11	WJB	Shoma: Prepare reply to F Silva regarding financial statement information delivery	0.2
08/25/11	WJB	Integrated Excellence: Review and sign update and e-mail D Keenholts updated signed assignment given delay in closing	0.1
08/25/11	WJB	Review F Silva e-mail with threats concerning Shoma; Review structured diagram; Email D Boland regarding next steps on financial information	0.2
08/25/11	WJB	Telephone call to B Shea regarding SIPC claims, facts supporting or not supporting SIPC coverage and CMS auditor request	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/25/11	WJB	Integrated Excellence: Prepare two e-mails to D Keenholts to find out why closing of Integrated Excellence assignment of loan documents has not occurred	0.1
08/26/11	WJB	Integrated Excellence: Review e-mail from D Keenholts confirming closing; Review J Carr request and prepare reply with signed assignment; Send assignment to J Carr; Review J Carr cover letter to counsel for assignee	0.3
08/26/11	WJB	Prepare e-mail D Roman regarding Integrated Excellence and fed wire number request	0.1
08/26/11	WJB	Firstline: Review B Ackerman e-mail with new assignee; Prepare reply; Review J Carr e-mail with new form; Sign and send same	0.3
08/26/11	WJB	White Glove: Telephone call from J Santiago regarding E Castanon e-mail with demands; Prepare e-mails JRG regarding preparing and sending cease and desist letters based upon confidentiality agreements	0.7
08/26/11	WJB	White Glove: Prepare reply to E Castanon regarding password and mapping of computer system as company property and obligation to provide; Forward evidence regarding customer tampering to JRG for cease and desist letters	0.3
08/26/11	WJB	Integrated Excellence: Attend to closing details for assignment of loan and collateral documents	0.2
08/26/11	JRG	Review confidentiality agreements and other documents and prepare letters to K Floyd, D Menendez, A Rog and Worldview Travel re: solicitation of customers	4.0
08/26/11	JLS	Attend to McGinn Smith Alarm Traders telephone logs	0.3
08/29/11	WJB	74 State Street: Review 8/22 J Schultz letter to Judge McNamara on appointment of Receiver; Prepare e-mail G Chiotta regarding process and status of sale of debt by hedge fund	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/29/11	WJB	Review another status inquiry from J Carr and approve response to Finra on status of preliminary injunction	0.1
08/29/11	WJB	Firstline: Prepare proffer of testimony for settlement motion and prepare form of order approving settlement	0.3
08/29/11	WJB	Review Firstline Order approving settlement and e-mail at L Hennessey at Judge Homer's Chambers	0.1
08/29/11	WJB	Firstline: Prepare e-mail B Ackerman, D Roman regarding no objections to settlement motion as of now and next steps in light of same	0.1
08/29/11	WJB	White Glove: Telephone call to A Rog requesting specifics on complaints he sent in letter to White Glove concerning use of image and name to customers, assurances regarding steps taken to terminate in light of E Castanon same time departure regarding computer systems and request for him to terminate customer interference activities and notifying him of cease and desist letter	0.2
08/29/11	WJB	White Glove: Prepare e-mail W Shaw, J Santiago summarizing telephone conversation with A Rog regarding complaint letter and interference activities	0.2
08/29/11	JRG	Revise and finalize letters to Worldview Travel, A Rog, K Floyd and D Menendez re: confidentiality agreements	1.4
08/29/11	JLS	Attend to McGinn Smith daily telephone log	0.2
08/29/11	TAR	Analysis of Firstline Funding motion to approve settlement	0.6
08/30/11	WJB	Firstline: Prepare and review notes for potential hearing if necessary regarding Firstline settlement motion and standby for hearing	0.3
08/30/11	WJB	Firstline: Review approval order; Distribute same to parties; Prepare e-mail D Keenholts regarding preparation of accounting for closing	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/30/11	WJB	Review D Keenholtz closing of settlement suggestions and prepare reply regarding process and need to complete certain transactions	0.3
08/30/11	WJB	White Glove: Prepare reply letter to A Rog and D Menendez regarding complaints regarding image and e-mail materials; Revise same; Review materials on interfering with customer contracts to support letter	0.6
08/30/11	WJB	White Glove: Review Virtuoso contract for grounds for asserting member claims on interference	0.1
08/30/11	WJB	Prepare e-mail D Keenholtz regarding Firstline settlement and closing of same including 7-day time limit to sign Bill of Sale and make arrangements with D Roman regarding same	0.1
08/30/11	JLS	Attend to McGinn Smith telephone log	0.2
08/31/11	WJB	Shoma: Telephone call from D Boland regarding Shoma request for ADT note background, how to respond and follow-up with J Carr regarding same	0.2
08/31/11	WJB	Shoma: Telephone call to D Boland regarding accumulating information to respond to latest Shoma request; Prepare e-mail J Carr requesting Shoma operating agreements and consider options on how to handle same regarding rights of Receiver vis-a-vis purchase offer	0.3
08/31/11	WJB	Shoma: Review operating agreement received from J Carr and identify section on rights of managing member	0.1
08/31/11	JLS	Attend McGinn Smith telephone log	0.2
09/01/11	JLS	Attend to McGinn Smith daily telephone logs	0.2
09/01/11	JLS	Travel time and delivery of check for deposit to Mary Gorenflow per WJB's instructions	0.7
09/02/11	WJB	Review D Menendez and K Floyd response to 8/29/11 Receiver correspondence regarding customer tampering; Discuss with JRG as to next steps	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/02/11	WJB	Review e-mails from D Boland regarding attempts to contact Shoma financial officer; Prepare e-mail F Silva inquiring as to whether he would respond to purchase offer on behalf of Shoma regarding H Control and lack of response from financial office to D Boland	0.3
09/02/11	JLS	Update weekly spreadsheet with new calls from McGinn Smith Alarm Traders voice mail messages	0.3
09/06/11	JPF2	Work on research regarding equity receivership	0.1
09/06/11	JLS	Attend to McGinn Smith telephone log	0.1
09/07/11	JLS	Attend to McGinn Smith telephone log	0.2
09/08/11	JPF2	Shoma: Investigate law regarding authority of Receiver to sell property over the objection of co-owner; Conference with WJB regarding results of research	2.9
09/08/11	JLS	Attend to McGinn Smith telephone log	0.2
09/09/11	JLS	Attend to McGinn Smith telephone log weekly entries	0.3
09/12/11	JLS	Attend to McGinn Smith telephone log	0.2
09/13/11	K-K	Docket status conference date	0.2
09/13/11	JLS	Attend to McGinn Smith daily telephone log	0.2
09/14/11	JLS	Attend to McGinn Smith telephone log	0.2
09/15/11	JLS	Attend to McGinn Smith daily telephone log	0.2
09/16/11	K-K	Docket hearing date on Motion to Stay Decision and Order regarding Trust's Property	0.2
09/16/11	JLS	Attend to McGinn Smith daily telephone log	0.3
09/19/11	JLS	Attend to McGinn Smith daily telephone log	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00004 Case Administration
June 27, 2012

Invoice Number 717144

Page 42

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/19/11	TAR	Correspondence with WJB re SEC depositions	0.2
09/20/11	JLS	Attend to McGinn Smith daily telephone log	0.2
09/21/11	JLS	Attend to McGinn Smith daily telephone log	0.2
09/21/11	TAR	Conferences with D Stoelting and WJB re T Livingston deposition issues (SEC)	0.4
09/22/11	JLS	Attend to McGinn Smith telephone log	0.2
09/23/11	JLS	Attend to McGinn Smith weekly telephone log	0.3
09/27/11	K-K	Docket date for Motion for Summary Judgment	0.2
09/27/11	JLS	Attend to McGinn Smith daily telephone log	0.2
09/28/11	JLS	Attend to McGinn Smith daily telephone log; Telephone call to TAR regarding messages for D Smith	0.4
09/29/11	JLS	Attend to McGinn Smith's daily telephone log	0.2
09/30/11	JLS	Attend to McGinn Smith's daily telephone log and e-mail to WJB	0.3
10/03/11	JLS	Attend to McGinn Smith telephone log	0.2
10/04/11	WJB	Shoma: Telephone call D Boland regarding questions from F Silva e-mail concerning H Control and operations	0.1
10/04/11	WJB	Telephone call from B Shea regarding Alarm Traders sale and Full Circle	0.1
10/04/11	WJB	Prepare Full Circle reservation of rights e-mail and no waiver on legal fee claim by Full Circle for reimbursement and forward to Full Circle	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/04/11	WJB	Prepare e-mail to Smith Trust counsel on adjourned date of 10/19; Prepare e-mail real estate broker regarding 10/19 visitation date	0.1
10/04/11	WJB	H Control: Prepare reply to F Silva e-mail on TDMM payment reimbursement	0.2
10/04/11	WJB	Shoma: Prepare response to F Silva regarding floating TDMM number for settlement purposes based upon ongoing operations	0.3
10/04/11	WJB	Full Circle: Revise anti-waiver e-mail and prepare reply regarding agreement to disagree in response to follow-up e-mail from Full Circle	0.1
10/04/11	WJB	Prepare reply to counsel regarding how to interpret Part A and Part B of e-mail search in Rosenzweig arbitration; Prepare follow-up e-mail on timing of A and B explanation	0.2
10/04/11	JLS	Attend to McGinn Smith daily telephone log	0.2
10/05/11	WJB	Telephone call from T Fattarosso at IRS regarding Firstline binders left by B Cooper; Telephone conference T Fattarosso, B Shea regarding locating same and arrangements for copying and subpoena for same	0.3
10/05/11	WJB	Review Grand Jury Subpoena for additional documents received from T Fatterosso and arrangements for production of documents	0.4
10/05/11	WJB	Shoma: Reply to F Silva on Shoma reserve claim; Telephone call to F Silva regarding settlement of release and limiting release to certain individuals if H Control transaction goes forward	0.3
10/05/11	WJB	Telephone call to J Carr with Firstline questions	0.1
10/05/11	WJB	Review Madoff decision and consider implications for McGinn Smith and possibilities regarding same	0.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/05/11	WJB	Shoma: Telephone call to D Boland regarding result of Shoma communications regarding H Control settlement	0.1
10/05/11	K-K	Docket continued settlement conference date	0.2
10/05/11	JLS	Attend to McGinn Smith telephone log	0.2
10/06/11	WJB	Review search terms provided by Rosenzweig FINRA arbitration attorneys and forward to J Carr for implementation of same	0.4
10/06/11	WJB	Telephone call from J Carr, B Shea regarding Rosenzweig FINRA arbitration e-mail search, privilege issues, request for J Carr to prepare confidentiality agreement; Telephone messages ESB, D Stoelting regarding waiver of privilege for all matters rather than just select matters by Receiver	0.3
10/06/11	WJB	Investigation of law regarding extent of attorney-client privilege waiver including for FINRA arbitrations based upon prior waivers by Receiver; Telephone call from D Stoelting regarding same; Telephone call to J Carr regarding same regarding preparation of confidentiality agreement; Conference ESB regarding same	0.6
10/06/11	WJB	Shoma: Prepare e-mail D Stoelting regarding request for explanation of Shoma transaction	0.3
10/06/11	WJB	Shoma: Prepare e-mail F Silva regarding SEC position on releases and approval of transaction	0.1
10/06/11	JLS	Attend to daily McGinn Smith telephone log	0.2
10/07/11	WJB	Shoma: Prepare e-mail F Silva regarding scope of release and reservation of rights requested by Shoma and review reply regarding Shoma intent regarding D Smith and T McGinn as being acceptable	0.1
10/07/11	WJB	Review confidentiality agreement as revised by J Carr for Rosenzweig FINRA arbitration versus Lex and prepare comments and send to J Carr	0.5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/07/11	WJB	Review e-mail from M Tolcott regarding adjournment of FINRA proceeding and prepare reply regarding confidentiality agreement and forward to J Carr	0.1
10/07/11	WJB	Firstline: Review D Keenholts e-mail on net payment to D Roman arising out of residual of servicing on Firstline transaction; Prepare reply confirming same as part of underlying agreement; Review D Roman final transfer and number of accounts	0.2
10/07/11	JLS	Attend to McGinn Smith daily telephone log; Forward and e-mail to WJB	0.3
10/10/11	WJB	Telephone call from J Carr regarding receipt of SEC subpoena, issues of attorney-client privilege, prior waiver by Receiver, recommendations on discussing same with SEC	0.3
10/10/11	WJB	Century Same Day Surgery 401K Plan: Review e-mails from D Smith, M Thesig at plan administrator; Review SEC Order regarding Ascensus regarding closure of plan; Prepare draft reply regarding plan not being part of Receivership estate if properly funded; Revise e-mail to Ascensus and send regarding 401K plan not being in Receivership; Telephone call B Shea regarding certain confirming facts	0.6
10/10/11	WJB	74 State Street: Review affidavit in opposition to motion for summary judgment filed by G Smith regarding Section 24 calculation of minimum debt service and guaranty; Review guaranty	0.2
10/10/11	K-K	Docket dispositive motion deadline	0.2
10/10/11	K-K	Docket due date for Full Circle Partners and National Financial Services document production	0.2
10/10/11	K-K	Docket deposition date for Patricia Siciuna	0.2
10/10/11	JLS	Attend to McGinn Smith's daily telephone log	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/11/11	WJB	Prepare two e-mails with L Mehraban regarding return of hard drive with McGinn Smith e-mails loaned to SEC for copying	0.1
10/11/11	WJB	74 State Street: Review State Street defense to summary judgment motion filed by G Shannon	0.2
10/11/11	WJB	Review Receiver Order regarding ability to pay administrative expenses; Prepare letter to appraiser regarding same and payment	0.3
10/11/11	JLS	Attend to McGinn Smith's daily telephone log; Telephone call to TAR regarding calls for Dave Smith	0.5
10/12/11	WJB	White Glove: Prepare letter W Shaw regarding cancellation of check to Getty Images based upon conversation with attorney regarding basis for claim	0.1
10/12/11	WJB	Benchmark: Prepare letter B Bronston regarding attorney fee checks and taking subject to disgorgement subject to approval by court	0.1
10/12/11	JLS	Attend to McGinn Smith's daily telephone log	0.2
10/13/11	WJB	Review Chiampou engagement letter for MSFL for financial statement preparation, revise same and e-mail to K Besaw, B Shea with cover letter	0.3
10/13/11	JLS	Attend to McGinn Smith's daily telephone log	0.2
10/14/11	WJB	Telephone call from L Mehraban at SEC regarding SIPA coverage and facts necessary to make possible claim, reliance upon SEC for forensic exam and agreement regarding same	0.4
10/14/11	K-K	Docket telephone conference date on SEC's request to re-depose Urbelis	0.2
10/14/11	K-K	Docket deadline for D. Smith, L. Smith and T. McGinn to file supplemental pleadings pertaining to law firm's records	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/14/11	JLS	Attend to McGinn Smith's daily/weekly telephone log	0.4
10/17/11	WJB	Send e-mail to TD Bank for Verifier statements; Review banker report; Telephone call from TD Bank and send e-mail with Receiver Order for TD Bank to process copies of statements as requested by B Shea	0.3
10/17/11	JLS	Attend to McGinn Smith daily telephone log	0.2
10/18/11	JLS	Attend to McGinn Smith daily telephone log	0.2
10/19/11	JLS	Attend to McGinn Smith daily telephone log	0.2
10/20/11	WJB	Attend to TD Bank e-mail from B Shea with instruction letters to TD Bank for Verifier statements	0.1
10/20/11	JLS	Attend to McGinn Smith daily telephone log	0.2
10/21/11	JLS	Attend to McGinn Smith's daily telephone log; E-mail log to WJB	0.3
10/24/11	WJB	Telephone call to B Shea regarding discussion of accounting issues and unwinding various transactions, whether possible on any basis to unwind and determine where funds actually belong for distribution purposes	0.2
10/24/11	JLS	Attend to McGinn Smith daily telephone log	0.2
10/25/11	WJB	Review statement filed with Second Circuit regarding Sacandaga property by SEC regarding potential stay as a result of stay application	0.2
10/25/11	WJB	Review Second Circuit Sacandaga Order and stay; Prepare reply to SEC regarding course going forward; Prepare further reply to SEC regarding confirming agreement not to list or market for sale	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/25/11	WJB	Review corporate file of Lavelle & Finn documents; Prepare letter Messrs. Dreyer, Jones and Ely regarding Receiver's conclusions on no personal documents found in file and waiver of Receiver privilege; Revise letter and distribute same	0.4
10/25/11	WJB	Prepare letter to Judge Homer regarding conclusions regarding Lavelle & Finn corporate file; Review S Ely response confirming no personal documents in file	0.2
10/25/11	JLS	Attend to McGinn Smith's daily telephone log	0.2
10/26/11	WJB	Review further analysis of Stanford SIPA claim and assertions by SEC in Stanford case for relevance to McGinn Smith case	0.3
10/26/11	WJB	Revise letter to Judge Homer regarding Docket No. 408 and Lavelle & Finn file; Prepare e-mail L Hennessey with in-camera letter to Judge Homer regarding corporate file	0.4
10/26/11	WJB	Review e-mail from SEC regarding document turnover and prepare reply concerning Lavelle & Finn file	0.2
10/26/11	WJB	Prepare letter D Stoelting sending Lavelle & Finn materials received from W Keniry	0.1
10/26/11	WJB	Telephone call to D Stoelting regarding brief explanation of what is contained in Lavelle & Finn corporate file	0.1
10/26/11	WJB	Review distribution report from Pine Street and e-mail B Shea regarding depositing of checks	0.1
10/26/11	WJB	Telephone call from SEC regarding CMS, prior discussions, evaluation of debt and claim position and latest R Haldeman letter and forward same to SEC	0.8
10/26/11	K-K	Docket rescheduled deposition date for Joe Carr	0.2
10/26/11	K-K	Docket deposition date for Nancy McGinn	0.2
10/26/11	JLS	Attend to McGinn Smith daily telephone log	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/27/11	WJB	Review e-mail from J Santiago regarding follow-up on mailing list purchase and evaluation of seller	0.1
10/27/11	WJB	Telephone call to G Chiotta regarding 74 State Street foreclosure status and next steps	0.1
10/27/11	JLS	Attend to McGinn Smith's daily telephone log	0.2
10/28/11	JLS	Attend to McGinn Smith daily telephone log and weekly spreadsheet; E-mail to WJB	0.2
10/31/11	WJB	Revise confidentiality agreement for Rosenzweig documents prepared by J Carr and prepare e-mail to FINRA arbitration parties regarding same (.7); Revise e-mail and confidentiality agreement and distribute to parties (.2)	0.9
10/31/11	WJB	Review status of TDM Verifier account request to TD Bank and follow-up on information requests and forward initial response to B Shea	0.1
10/31/11	WJB	Review information concerning accounting issues and intercompany transfers, consider implications and ways to evaluate for claims and other processes	0.7
10/31/11	JLS	Attend to McGinn Smith daily telephone log	0.2
11/01/11	JLS	Attend to McGinn Smith daily telephone log	0.2
11/02/11	JLS	Attend to McGinn Smith's daily telephone log	0.2
11/02/11	REH	Conferences with Kevin McGrath with respect to documents needed for deposition	0.3
11/03/11	WJB	Prepare e-mail SEC attorneys regarding intention to shred non-material documents and process for same	0.2
11/03/11	WJB	Telephone call to L Mehraban regarding request by SEC to review Shutts & Bowen documents and arrange for same to be delivered to Phillips Lytle Albany office by J Carr	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/03/11	WJB	Conference B Shea regarding steps to identify missing Verifier transaction with parties in Florida	0.2
11/03/11	JLS	Attend to McGinn Smith telephone log	0.2
11/04/11	WJB	Research Solomon software issues with B Shea and forward authorizing e-mail to B Shea regarding pursuit of information concerning software system	0.2
11/04/11	WJB	Alise T: Conference J Carr, B Shea regarding documents concerning transaction including potential releases, loan by affiliates, documentation and claims book	0.5
11/04/11	WJB	Conference with J Carr regarding insider transactions involving PPMs	0.1
11/04/11	JLS	Attend to McGinn Smith daily telephone log; E-mail same to WJB	0.3
11/07/11	WJB	Review e-mail from L Mehraban on review of Shutts & Bowen documents and email J Carr regarding same	0.1
11/07/11	WJB	Review B Shea 2012 budget and calculation of any potential retention bonuses at Alarm Traders	0.1
11/07/11	WJB	Review E-mail From B Shea on D Smith COBRA check request; Review COBRA materials for implications and prepare reply	0.3
11/07/11	WJB	Prepare Receiver report	0.4
11/07/11	JLS	Attend to McGinn Smith daily telephone log	0.2
11/08/11	WJB	Conference B Shea, L Mehraban, C Palin regarding Solomon software and preservation of records and issues regarding same	0.4
11/08/11	WJB	Conference B Shea regarding personnel and Verifier transaction review involving TDM and TDMM	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/08/11	WJB	Prepare notes regarding call with SEC on Solomon software and preservation of records	0.1
11/08/11	WJB	Conference with B Shea regarding investor listing claims and SEC 401K analysis	0.2
11/08/11	WJB	Review information releases regarding R Simons plea agreement; Discuss with J Carr, B Shea and review US Attorney press release and consider implications upon TDM loans	0.5
11/08/11	WJB	Conference with IRS agents and B Shea regarding additional document turnover at 99 Pine Street	0.7
11/08/11	JLS	Attend to McGinn Smith telephone log	0.3
11/09/11	WJB	Follow-up conference IRS agents and B Shea regarding further document turnover and arrangements for copies of originals to be provided to B Shea to permit ongoing function of business	0.2
11/09/11	WJB	Prepare e-mail K McGrath providing valuations and collectability as to certain assets	0.3
11/09/11	WJB	Finalize e-mail to K McGrath regarding value questions	0.2
11/09/11	WJB	Full Circle: Review Note and proposed amendment received from R Blum and prepare e-mail to R Blum regarding same	0.2
11/09/11	WJB	Prepare e-mail K McGrath providing bank balances	0.1
11/09/11	WJB	Conference with J Carr, B Shea regarding presentation of preliminary report of single transaction, review and discuss format and identify necessary follow-up issues	0.6
11/09/11	WJB	Telephone call from E Coombe at U.S. Attorney's Office regarding PPMs	0.2
11/10/11	RHS	Conference WJB regarding Certificate/Note issues	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/10/11	WJB	Consider how to approach PPM diligence request from U.S. Attorney and prepare e-mail J Carr, B Shea regarding project regarding PPM's from U.S. Attorney	0.1
11/10/11	WJB	Review B Shea e-mail on questions concerning front and back covers of PPMs and e-mail US Attorney regarding same	0.1
11/10/11	WJB	Review L Mehraban e-mail	0.1
11/10/11	JLS	Attend to McGinn Smith daily telephone log	0.2
11/11/11	K-K	Docket rescheduled deposition date for Timothy McGinn	0.2
11/11/11	JLS	Attend to daily McGinn Smith telephone log; Email weekly spreadsheet to WJB	0.4
11/14/11	WJB	Prepare e-mail U.S. Attorney regarding PPM date format and when to expect list of questions	0.1
11/14/11	WJB	Review e-mail from K McGrath regarding extent of value to recovered assets and recoverable assets and prepare reply e-mail regarding D Boland scope of inquiry	0.1
11/14/11	WJB	Benchmark: Prepare e-mail M Guidry checking on insurance for equipment and additional insured	0.1
11/14/11	JLS	Attend to daily Meginn Smith telephone log	0.2
11/15/11	WJB	Continue preparation of Receiver Report; Revise same; Send draft for review to SEC and B Shea	4.1
11/15/11	JLS	Attend to McGinn Smith's daily telephone log	0.2
11/15/11	TAR	Retrieve Shutts and Bowen documents	0.2
11/16/11	WJB	Continue preparation of Receiver Report, revise same and send final draft version to SEC; Incorporate final changes and attend to filing on Receiver website and with Court	1.9

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/16/11	WJB	Distribute Receiver Report to Alarm Traders and Pine Street staff in advance of any public release	0.5
11/16/11	JLS	Attend to McGinn Smith telephone log	0.2
11/17/11	JLS	McGinn Smith daily phone log	0.2
11/18/11	JLS	McGinn Smith daily phone log and email Weelly spreadsheet to WJB	0.3
11/21/11	WJB	Telephone call to Asst. U.S. Attorney regarding additional records discovered and arranging for turnover; Prepare e-mail SEC regarding same; Telephone message B Shea regarding expectation of IRS agent arriving on premises and arranging for receipt and list of documents picked up	0.5
11/21/11	JLS	Daily McGinn Smith phone log	0.2
11/22/11	WJB	Exchange of three e-mails on 11/21 with D Stoelting on documents recently located; Prepare e-mail B Shea regarding arranging for D Stoelting review of documents prior to IRS removing documents from premises	0.1
11/22/11	WJB	Review files for IKON receipt for documents from P Sicluna located in closet; E-mail B Shea, D Stoelting on arrangements for noon document review	0.3
11/22/11	WJB	Prepare pleading to file with Court confirming closing of McGinn residence sale	0.2
11/22/11	WJB	Review IKON receipt for P Sicluna boxes sent for copying to SEC and forward to B Shea	0.1
11/22/11	WJB	Revise pleading to be filed confirming sale of McGinn residence and cross-check prior Orders for correct references	0.3
11/22/11	WJB	Telephone call from IRA services regarding four withdrawal requests on behalf of Golds and request that same be sent to me	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/22/11	WJB	Telephone call from J Carr, B Shea regarding documents in closet and inventory of same for IRS on turnover	0.1
11/22/11	WJB	Telephone call from B Shea, D Stoelting regarding copying of recently discovered documents	0.1
11/22/11	JLS	Daily McGinn Smith phone log	0.2
11/23/11	JLS	Attend to McGinn Smith daily telephone log	0.3
11/28/11	K-K	Docket deposition date for Thomas Urbelis	0.1
11/28/11	K-K	Docket deposition date for Martin Finn	0.1
11/28/11	K-K	Docket rescheduled time for David Smith and Timothy McGinn's depositions	0.1
11/28/11	JLS	Attend to McGinn Smith daily telephone log; Email to WJB the previous week's telephone log	0.3
11/29/11	WJB	Review information concerning M Rogers plea agreement with U.S. Attorney; E-mail B Shea regarding notification to Alarm Traders employees; Prepare addition to website and draft same	0.5
11/29/11	JLS	Attend to McGinn Smith daily telephone log	0.2
11/30/11	WJB	Telephone call to B Shea to discuss disposition of records and timing of same	0.1
11/30/11	JLS	Attend to McGinn Smith daily telephone log	0.2
12/01/11	WJB	Prepare notes and consider course of action regarding partial records destruction for ancient records	0.3
12/01/11	WJB	CMS: Review R Haldeman settlement offer and consider how to reply given valuations and other information; Prepare e-mail to R Haldeman regarding same	0.6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/01/11	WJB	Review schedules of records to be destroyed and edit in preparation for attachment to pleading to be filed with Court	0.4
12/01/11	WJB	Respond to S Ely e-mail request to interview J Carr and revise of Receiver position regarding same	0.1
12/01/11	WJB	Prepare e-mail to SEC inquiring as to status of Sacandaga Lake stay and appeal	0.1
12/01/11	WJB	Continue to work on documents to be shredded edits	0.1
12/01/11	JLS	Attend to McGinn Smith's daily telephone log	0.2
12/02/11	WJB	Benchmark: Review ACH clearance request from M Guidry and e-mail Whitney Bank approving same	0.2
12/02/11	WJB	Attend to issues surrounding delivery of Alarm Traders and Benchmark checks	0.1
12/02/11	WJB	Revise notice regarding record destruction project including preparation of e-mail with revised schedule to D Keenholts for review and examination; Conference L-M regarding NYS rules on destruction of potential health care records	0.6
12/02/11	L-M	Document Destruction Project - Records pertinent to imaging center; Conference with WJB	0.2
12/02/11	JLS	Attend to McGinn Smith weekly telephone log and email to WJB	0.2
12/05/11	JLS	Attend to McGinn Smith daily telephone log	0.1
12/06/11	JLS	Attend to McGinn Smith's telephone log	0.2
12/07/11	WJB	Full Circle: Revise Note Extension Agreement received from Full Circle, prepare changes to comply with Receiver's ability to admit certain facts; Prepare e-mail to R Blum regarding same	0.3
12/07/11	JLS	Attend to McGinn Smith daily telephone log	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/08/11	WJB	Exchange multiple e-mails regarding file destruction with Asst. U.S. Attorney and SEC	0.3
12/08/11	WJB	Prepare further revisions to revised Full Circle agreement on extension of maturity date; Revise same and send to R Blum	0.3
12/08/11	WJB	Prepare notice of potential file destruction, gather background facts for same, assemble information concerning various category of documents, revise proposed exhibits and revise all of same for filing with Court and service upon parties	1.8
12/08/11	JLS	Attend to McGinn Smith daily telephone log	0.2
12/09/11	WJB	Review e-mail from J Newville at SEC regarding deposition on 12/9 for G Smith and arrangements regarding same; Prepare e-mail Albany staff regarding same and discuss with KML5	0.2
12/09/11	WJB	Review e-mail from D Stoelting on request to hold off on destruction of basement records regarding former alarm contracts at request of attorney for Whistle Blower; Prepare reply regarding building arrangements and agreement on temporary holding off	0.2
12/09/11	WJB	Attend to adding notification of potential document destruction to website and prepare description regarding same	0.2
12/09/11	WJB	Shoma: Review e-mail from D Stoelting on question concerning Shoma; Prepare reply regarding outcome of investigation and discussions	0.1
12/09/11	WJB	Review e-mail from B Shea on SEC visit concerning records and e-mail D Stoelting regarding same	0.1
12/09/11	JLS	Attend to McGinn Smith's daily telephone log; Input telephone calls into telephone log; Email telephone log to WJB for weekly review	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/10/11	WJB	Review R Stranger letter regarding McGinn Smith customer and valuation of accounts; Prepare reply regarding no valuation being done; Prepare e-mail B Shea regarding same	0.2
12/12/11	WJB	Prepare letter to Stradley Roman regarding claim for legal fees post-receivership and why same cannot and will not be paid	0.4
12/12/11	WJB	Prepare reply letter to Pitney Bowes regarding asserted claims and process for same	0.2
12/12/11	WJB	Telephone call from D Stoelting regarding status of various events and upcoming depositions of D Smith and T McGinn and other matters including document destruction and arrangements regarding same	0.4
12/13/11	WJB	Prepare for D Smith deposition including organizing materials for same; Prepare e-mail B Shea regarding checks to be signed on 12/13	0.6
12/13/11	JLS	Attend to McGinn Smith's daily telephone log	0.2
12/14/11	WJB	Review SEC District of Columbia action against SIPC in Stanfield matter for relevance to McGinn Smith	0.2
12/14/11	JLS	Attend to McGinn Smith's daily telephone log	0.2
12/15/11	JLS	Attend to daily McGinn Smith telephone log	0.2
12/16/11	WJB	Conference D Stoelting regarding SIPC coverage and SEC action in Stanford case against CIPIC and likely timeline regarding same	0.2
12/16/11	JLS	Attend to McGinn Smith daily telephone log; Email telephone log to WJB for weekly review	0.3
12/17/11	WJB	Review e-mail to Judge's chambers regarding record retention by California counsel and prepare reply	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/17/11	WJB	Telephone call to M Steven Andersen regarding record retention and alarm contracts pursuant to e-mail to judge's chambers and receiver's intention to examine records with SEC based upon whistle blower claim	0.2
12/19/11	WJB	Obtain documents requested by Kevin McGrath regarding fund loans and collateral	0.2
12/19/11	WJB	Prepare e-mail to Stephen Anderson, revise same regarding record retention	0.4
12/19/11	WJB	Prepare e-mail David Stoelting, Brian Shea arranging for basement inspection of records regarding alarm contracts to be destroyed	0.1
12/19/11	WJB	Review analysis for SEC on claims and collateral in four funds; Review and revise summary; Forward to SEC	0.7
12/19/11	WJB	Review schedule of claims and collateral for FEIN fund and forward to SEC	0.3
12/19/11	WJB	Review check from M&T regarding escrow account and e-mail Brian Shea and telephone call to Brian Shea regarding depositing same	0.2
12/19/11	JLS	Attend to McGinn Smith daily telephone log	0.2
12/20/11	WJB	Telephone call from B Shea, D Stoelting following inspection of alarm contract records relating to record retention issue and course of action regarding same	0.2
12/20/11	JLS	McGinn Smith Daily telephone log	0.2
12/21/11	JLS	McGinn Smith Daily telephone log	0.2
12/23/11	WJB	Prepare description for website of end of discovery letter in SEC action filed by SEC	0.2
12/23/11	JLS	Daily McGinn Smith telephone log; Email weekly telephone log to WJB	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00004 Case Administration
June 27, 2012

Invoice Number 717144

Page 59

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/27/11	JLS	Attend to McGinn Smith daily telephone log	0.2
12/28/11	JLS	Attend to daily McGinn Smith telephone log	0.2
12/29/11	WJB	Attend to case alerts on news issues regarding McGinn Smith	0.2
12/29/11	JLS	Attend to McGinn Smith daily telephone log	0.2
12/30/11	WJB	Review National Life December 21 letter confirming no changes to T McGinn life insurance policy	0.1
12/30/11	JLS	Attend to McGinn Smith daily telephone log	0.2

CURRENT FEES

\$63,785.50

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Telephone (Long Distance Only) Telephone; 8022293045, 3 Mins. Ext: 7089	0.60
Overnight Courier UPS to Schenectady County Clerks Office	22.07
Telephone (Long Distance Only) Telephone; 9548857023, 9 Mins. Ext: 7089	1.80
Duplicating A1, 2 Page(s)	0.20
Overnight Courier WJB - UPS to Mr Mark L Guidry re Case Administration	45.13
Duplicating A1, 1 Page(s)	0.10
Overnight Courier WJB - UPS to Wanda Shaw, Dir. Business Operations re Case Administration	27.25
Overnight Courier WJB - UPS to Mr Brian Shea re Case Administration	29.32
Telephone (Long Distance Only) Telephone; 3037349443, 5 Mins. Ext: 7089	0.80
Duplicating A1, 1 Page(s)	0.10

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00004 Case Administration
June 27, 2012

Invoice Number 717144

Page 60

Duplicating A1, 150 Page(s)	15.00
Duplicating A1, 1 Page(s)	0.10
Duplicating A1, 43 Page(s)	4.30
Duplicating E2, 2 Page(s)	0.20
Telephone (Long Distance Only) Telephone; 2147328811, 24 Mins. Ext: 7089	4.80
Telephone (Long Distance Only) Telephone; 9548857023, 17 Mins. Ext: 7089	3.20
Duplicating A1, 2 Page(s)	0.20
Duplicating E2, 12 Page(s)	1.20
Duplicating A1, 1 Page(s)	0.10
Telephone (Long Distance Only) Telephone; 9548856009, 6 Mins. Ext: 7089	1.20
Duplicating E2, 3 Page(s)	0.30
Outside Printing Pacer 12/01/2010 - 12/31/2010	15.68
Outside Printing Pacer 12/01/2010 - 12/31/2010	0.40
Recording Fees VENDOR: Chicago Title Insurance Company; INVOICE#: 1003-95103; DATE: 2/1/2011	80.00
Telephone (Long Distance Only) Telephone; 2147328811, 6 Mins. Ext: 7089	1.20
Telephone (Long Distance Only) Telephone; 9548857023, 1 Mins. Ext: 7089	0.20
Duplicating E2, 1 Page(s)	0.10
Duplicating P3, 24 Page(s)	2.40
Telephone (Long Distance Only) Telephone; 8642558952, 10 Mins. Ext: 7089	1.80
Telephone (Long Distance Only) Telephone; 2147328811, 8 Mins. Ext: 7089	1.60
Telephone (Long Distance Only) Telephone; 2147328811, 3 Mins. Ext: 7089	0.60
Duplicating A1, 85 Page(s)	8.50
UCC Searches VENDOR: CT Corporation; INVOICE#: 6619028-RI; DATE: 2/4/2011 McGinn Smith/Case Admin	39.42
Telephone (Long Distance Only) Telephone; 5082261600, 7 Mins. Ext: 7089	1.20
Duplicating A1, 6 Page(s)	0.60
Duplicating A1, 3 Page(s)	0.30
Telephone (Long Distance Only) Telephone; 2147328811, 32 Mins. Ext: 7089	6.40

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00004 Case Administration
June 27, 2012

Invoice Number 717144

Page 61

Telephone (Long Distance Only) Telephone; 4108509060, 2 Mins. Ext: 7089	0.40
Duplicating A1, 82 Page(s)	8.20
Telephone (Long Distance Only) Telephone; 4108509060, 5 Mins. Ext: 7089	1.00
Duplicating A1, 19 Page(s)	1.90
Duplicating A1, 6 Page(s)	0.60
Duplicating A1, 6 Page(s)	0.60
Duplicating A1, 3 Page(s)	0.30
Duplicating A1, 4 Page(s)	0.40
Outside Printing Pacer 01/01/2011 - 01/31/2011	6.48
Duplicating A1, 5 Page(s)	0.50
Telephone (Long Distance Only) Telephone; 2147328811, 28 Mins. Ext: 7089	5.60
Telephone (Long Distance Only) Telephone; 6077295727, 8 Mins. Ext: 7089	1.60
Duplicating A1, 4 Page(s)	0.40
Telephone (Long Distance Only) Telephone; 2147328811, 7 Mins. Ext: 7089	1.40
Duplicating E2, 1 Page(s)	0.10
Duplicating A1, 5 Page(s)	0.50
Duplicating E2, 3 Page(s)	0.30
Duplicating A1, 20 Page(s)	2.00
Computerized Research Service: LEXIS LEGAL SERVICES; Charge Type: SEARCHES; Quantity: 3.00:	366.51
Computerized Research Service: LEXIS LEGAL SERVICES; Charge Type: SINGLE DOCUMENT RETRIEVAL; Quantity: 7.00:	89.58
Computerized Research Service: SHEPARD'S SERVICE; Charge Type: LEGAL CITATION SERVICES; Quantity: 1.00:	7.42
Duplicating E2, 2 Page(s)	0.20
Postage Mail to 5900 N.E. 7th Ave	5.54
Miscellaneous VENDOR: HSBC Bank USA; INVOICE#: 4544-032911; DATE: 3/29/2011 - mcginnsmithreceiver.com, Renewal: URL Domain Name, Hosting, Hosting services	144.55
Duplicating A1, 3 Page(s)	0.30
Telephone (Long Distance Only) Telephone; 9542437209, 6 Mins. Ext: 7089	1.20

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00004 Case Administration
June 27, 2012

Invoice Number 717144

Page 62

Telephone (Long Distance Only) Telephone; 2138978065, 4 Mins. Ext: 7089	0.80
Telephone (Long Distance Only) Telephone; 5045814334, 2 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 5045814334, 17 Mins. Ext: 7089	3.20
Duplicating E2, 2 Page(s)	0.20
Duplicating A1, 3 Page(s)	0.30
Duplicating A1, 1 Page(s)	0.10
Duplicating A1, 42 Page(s)	4.20
UCC Searches VENDOR: CT Corporation; INVOICE#: 6848397-RI; DATE: 4/22/2011	87.84
Telephone (Long Distance Only) Telephone; 2147328811, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 9548857023, 1 Mins. Ext: 7089	0.20
Duplicating A1, 3 Page(s)	0.30
Telephone (Long Distance Only) Telephone; 7325962030, 2 Mins. Ext: 7089	0.40
Duplicating E2, 1 Page(s)	0.10
Telephone (Long Distance Only) Telephone; 2027288967, 2 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 3522677447, 4 Mins. Ext: 7089	0.80
Outside Printing Pacer 03/01/2011-03/31/2011	0.40
Telephone (Long Distance Only) Telephone; 2147328811, 4 Mins. Ext: 7089	0.80
Duplicating A1, 3 Page(s)	0.30
Outside Printing Pacer 05/01/2011-05/31/2011	1.04
Duplicating A1, 4 Page(s)	0.40
Telephone (Long Distance Only) Telephone; 2147328811, 14 Mins. Ext: 7089	2.60
Duplicating E1, 2 Page(s)	0.20
Telephone (Long Distance Only) Telephone; 7864378674, 11 Mins. Ext: 7089	2.20
Duplicating A4, 707 Page(s)	70.70
Duplicating A4, 759 Page(s)	75.90
Duplicating A4, 652 Page(s)	65.20
Duplicating A1, 4 Page(s)	0.40
Duplicating A1, 2 Page(s)	0.20
Telephone (Long Distance Only) Telephone; 2147328811, 6 Mins. Ext: 7089	1.20

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00004 Case Administration
June 27, 2012

Invoice Number 717144

Page 63

Telephone (Long Distance Only) Telephone; 4692775550, 9 Mins. Ext: 7089	1.80
Telephone (Long Distance Only) Telephone; 7138856210, 7 Mins. Ext: 7089	1.40
Duplicating E1, 6 Page(s)	0.60
Facsimile 19544372336, 2 Page(s)	2.20
Telephone (Long Distance Only) Telephone; 8032311780, 1 Mins. Ext: 4404	0.20
Telephone (Long Distance Only) Telephone; 9548855985, 1 Mins. Ext: 7089	0.20
Duplicating A1, 2 Page(s)	0.20
Duplicating A1, 4 Page(s)	0.40
Duplicating A1, 23 Page(s)	2.30
Duplicating A1, 1 Page(s)	0.10
Duplicating P3, 27 Page(s)	2.70
Telephone (Long Distance Only) Telephone; 2188626420, 3 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 3152188336, 6 Mins. Ext: 7089	1.20
Duplicating A1, 140 Page(s)	14.00
Postage WJB - Postage re Case Administration	29.48
Telephone (Long Distance Only) Telephone; 14044205529, 8 Mins. Ext: 7089	1.60
Telephone (Long Distance Only) Telephone; 19542437209, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 8642558952, 7 Mins. Ext: 7089	1.40
Telephone (Long Distance Only) Telephone; 9548856009, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 18642558952, 7 Mins. Ext: 7089	1.40
Telephone (Long Distance Only) Telephone; 19548856009, 1 Mins. Ext: 7089	0.20
Duplicating A1, 12 Page(s)	1.20
Duplicating A1, 4 Page(s)	0.40
Telephone (Long Distance Only) Telephone; 19548858840, 5 Mins. Ext: 7089	1.00
Telephone (Long Distance Only) Telephone; 9548858840, 5 Mins. Ext: 7089	1.00
Telephone (Long Distance Only) Telephone; 12188621000, 1 Mins. Ext: 7089	0.20

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00004 Case Administration
June 27, 2012

Invoice Number 717144

Page 64

Telephone (Long Distance Only) Telephone; 19548858840, 12 Mins. Ext: 7089	2.40
Duplicating A1, 3 Page(s)	0.30
Duplicating A1, 1 Page(s)	0.10
UCC Searches VENDOR: CT Corporation; INVOICE#: 7114998-RI; DATE: 8/17/2011	76.42
Telephone (Long Distance Only) Telephone; 12138972633, 9 Mins. Ext: 7089	1.80
Telephone (Long Distance Only) Telephone; 19542437209, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 19548858840, 5 Mins. Ext: 7089	1.00
Overnight Courier JRG - UPS to Kimberly Floyd re White Glove	31.77
Overnight Courier JRG - UPS to Adam Rog re White Glove	31.77
Overnight Courier JRG - UPS to Dulce Menendez re White Glove	29.54
Overnight Courier JRG - UPS to Worldview Travel re White Glove	28.63
Duplicating A1, 6 Page(s)	0.60
Duplicating A1, 99 Page(s)	9.90
Duplicating A1, 5 Page(s)	0.50
Duplicating A1, 2 Page(s)	0.20
Telephone (Long Distance Only) Telephone; 17164360786, 11 Mins. Ext: 7089	2.20
Telephone (Long Distance Only) Telephone; 17164360786, 1 Mins. Ext: 7089	0.20
Duplicating A1, 3 Page(s)	0.30
Duplicating A1, 1 Page(s)	0.10
Duplicating A1, 1 Page(s)	0.10
Telephone (Long Distance Only) Telephone; 15049158820, 1 Mins. Ext: 7089	0.20
Duplicating A1, 4 Page(s)	0.40
Telephone (Long Distance Only) Telephone; 18564705135, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 18134104826, 2 Mins. Ext: 7089	0.40
Computerized Research Westlaw Print - Line "WESTLAW LINES"	89.32
Computerized Research Westlaw Transaction - Find "TRANSACTIONAL ONLINE FINDS"	52.20

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00004 Case Administration
June 27, 2012

Invoice Number 717144

Page 65

Duplicating A1, 1 Page(s)	0.10
UCC Searches VENDOR: CT Corporation; INVOICE#: 7174955-RI; DATE: 9/13/2011	418.59
Telephone (Long Distance Only) Telephone; 17165285617, 1 Mins. Ext: 7089	0.20
Duplicating A1, 32 Page(s)	3.20
Telephone (Long Distance Only) Telephone; 17863829627, 7 Mins. Ext: 7089	1.40
Telephone (Long Distance Only) Telephone; 17864378673, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 17863829627, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 17863829627, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 17162921013, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 17864378673, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 17864378658, 8 Mins. Ext: 7089	1.60
Duplicating A1, 3 Page(s)	0.30
Duplicating A1, 1 Page(s)	0.10
Duplicating A1, 5 Page(s)	0.50
Duplicating A1, 12 Page(s)	1.20
Duplicating A1, 7 Page(s)	0.70
Telephone (Long Distance Only) Telephone; 17164360786, 2 Mins. Ext: 7089	0.40
Duplicating A1, 2 Page(s)	0.20
Duplicating A1, 1 Page(s)	0.10
Duplicating A1, 1 Page(s)	0.10
Duplicating A1, 1 Page(s)	0.10
Duplicating A1, 2 Page(s)	0.20
Duplicating A1, 1 Page(s)	0.10
Overnight Courier WJB - UPS to Wanda Shaw, Dir. Business Operations re Case Administration	28.50
Duplicating A1, 3 Page(s)	0.30
Telephone (Long Distance Only) Telephone; 12188626420, 28 Mins. Ext: 7089	5.40
Duplicating A1, 2 Page(s)	0.20
Telephone (Long Distance Only) Telephone; 12188626420, 9 Mins. Ext: 7089	1.80
Duplicating A1, 5 Page(s)	0.50

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00004 Case Administration
June 27, 2012

Invoice Number 717144

Page 66

Overnight Courier FedEx to: Lara Shalov Mehraban	48.95
Duplicating A1, 1 Page(s)	0.10
Postage WJB - Postage re Case Administration	28.20
Duplicating A1, 10 Page(s)	1.00
Telephone (Long Distance Only) Telephone; 17249811397, 12 Mins. Ext: 7089	2.40
Overnight Courier Fed-Ex to David Stoelting	31.34
Overnight Courier Fed-Ex to David Stoelting	27.53
Overnight Courier Fed-Ex to David Stoelting	27.53
Facsimile 15183834282, 2 Page(s)	2.20
Duplicating A1, 2 Page(s)	0.20
Duplicating A1, 2 Page(s)	0.20

CURRENT EXPENSES

2,350.10

TOTAL AMOUNT OF THIS INVOICE

\$66,135.60

PAYMENT DUE UPON RECEIPT

Category F

Employee Benefits/Pensions



Phillips Lytle LLP

Attorneys at Law
3400 HSBC Center
Buffalo, NY 14203
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203

Invoice Number 717145
Invoice Date 06/27/12
Client Number 33474
Matter Number 00005
W J Brown

Re: EMPLOYEE BENEFITS / PENSIONS

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER 31, 2011:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/21/11	WJB	Review NYS Department of Labor inquiry regarding D Smith unemployment benefits; Conference with JRG regarding implications regarding possible assertion of claim by NYS Department of Labor against McGinn Smith; Prepare draft reply letter to Department of Labor	0.2
02/21/11	WJB	Revise letter to NYS Department of Labor regarding inquiry concerning D Smith unemployment application and nature of SEC activities	0.6
02/21/11	WJB	Finalize reply letter to NYS Department of Labor regarding D Smith	0.2
02/21/11	JRG	Confer with WJB and review unemployment regulation regarding D Smith unemployment claim	0.2
05/10/11	JRG	Email from and to WJB re PTO cash out	0.3

CURRENT FEES

\$590.00

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00005 Employee Benefits / Pensions
June 27, 2012

Invoice Number 717145

Page 2

TOTAL AMOUNT OF THIS INVOICE

\$590.00

PAYMENT DUE UPON RECEIPT

Category G

Fee/Employment Applications



Phillips Lytle LLP

Attorneys at Law
3400 HSBC Center
Buffalo, NY 14203
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203

Invoice Number 717146
Invoice Date 06/27/12
Client Number 33474
Matter Number 00006
W J Brown

Re: FEE / EMPLOYMENT APPLICATIONS

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER 31, 2011:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/03/11	WJB	Review revised engagement letter from Broussard accounting firm, sign same and prepare e-mail returning same for preparation of Benchmark tax returns	0.2
02/03/11	WJB	Prepare revised D Boland engagement letter and distribute same for financial advisory services	0.2
03/07/11	WJB	Prepare e-mail D Boland regarding need for professional experience description for fee application and consider how to incorporate into fee application	0.1
03/26/11	WJB	Review and revise Broussard Poche fee application	0.4
03/26/11	WJB	Review and revise BDO fee application for services	0.3
03/26/11	WJB	Review and revise Chiampou fee application for tax and other services	0.5

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00006 Fee / Employment Applications
June 27, 2012

Invoice Number 717146

Page 2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/28/11	WJB	Benchmark: Review Broussard Final Fee Application for preparation of Benchmark tax return, revise same and e-mail to S Broussard for comment and signing	0.2
03/28/11	WJB	Benchmark: Review and revise BDO Fee Application for Benchmark work, revise and send same to D Boland for review and signature	0.4
03/28/11	WJB	White Glove: Review and revise D Boland Fee Application for White Glove work in preparing cash flow and related matters and assisting with sale process	0.3
03/28/11	WJB	Benchmark: Revise Broussard Fee Application and prepare e-mail S Broussard regarding necessary items to review and sign for filing with Court	0.2
03/28/11	WJB	Prepare explanatory e-mail to SEC with Chiampou, BDO, D Boland and Broussard Fee Applications relating to accounting and financial transaction work with various Receiver entities for review and comment	0.1
03/28/11	WJB	Chiampou: Prepare revisions to Chiampou Fee Application regarding financial consulting and tax return work; Prepare e-mail S Brady at Chiampou for review and comments	0.4
03/28/11	WJB	BDO: Revise BDO Fee Application based upon D Boland comments	0.1
03/28/11	WJB	D Boland: Revise D Boland Fee Application based upon D Boland comments to same, recirculate to D Boland for signature	0.3
03/29/11	WJB	Review MSFC Chiampou engagement letter for audit; Review, sign and send same to Chiampou and B Shea for issuance of financial statements	0.4
03/29/11	WJB	Broussard: Sign off on final version of Fee Application and attend to filing of same	0.1
03/29/11	WJB	D. Bolalnd: Sign off on final form of Fee Application and attend to filing of same	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/29/11	WJB	BDO: Sign off on final version of Fee Application and attend to filing of same	0.1
03/29/11	WJB	Chiampou: Review final version of Fee Application with additional data and attend to filing of same	0.1
03/29/11	WJB	Prepare e-mails to three accountants providing copies of filed Fee Applications	0.1
03/30/11	WJB	Chiampou: Review S Brady originals received in mail and match to prior e-mailed copies	0.1
04/06/11	WJB	Prepare reply e-mail to BDO regarding status of fee application	0.1
05/16/11	WJB	Review four fee application orders signed by Judge Homer and prepare distribution of Orders and payment to parties for accounting and tax services	0.2
10/11/11	WJB	Work on Chiampou fee application; Prepare e-mail D Boland regarding need for invoices	0.1
10/14/11	WJB	Initial preparation of Second Interim Fee Application including time entries and organization	1.2
10/17/11	WJB	Check court rules on timing and calendar for filing of professional fee applications or Receiver professionals	0.1
10/27/11	WJB	Follow-up with KML5 concerning preparation of Chiampou and D Boland fee applications and obtaining additional information from D Boland for preparation of same	0.1
11/03/11	WJB	Telephone conference with D Boland regarding questions concerning fee application, format and preparation	0.3
11/03/11	WJB	Prepare fee application for D Boland for Second Interim Fee Application	0.4
11/03/11	WJB	Prepare Chiampou Travis Second Interim Fee Application	0.5

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00006 Fee / Employment Applications
June 27, 2012

Invoice Number 717146

Page 4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/03/11	WJB	Prepare Second Interim Fee Application for Phillips Lytle	0.4
11/04/11	WJB	Review and revise D Boland Second Interim Fee Application	0.4
11/04/11	WJB	Review and revise Chiampou Second Interim Fee Application	0.5
11/05/11	WJB	Prepare revisions to Phillips Lytle and Receiver Second Interim Fee Application including review of all pre-bills, review of text and any necessary revisions or deletions from same, preparation of descriptions for insert into Second Interim Fee Application regarding each new matter memo to which time or disbursement has accrued; Reviewing time entries	1.0
11/06/11	WJB	Prepare revisions to latest version of Phillips Lytle and Receiver Second Interim Fee Application and edit descriptions for each new matter memo category	0.5
11/07/11	WJB	Continue preparation of Phillips Lytle Second Interim Fee Application, implementing discount rates based upon agreement with SEC	0.2
11/07/11	WJB	Prepare e-mail to SEC providing copy of interim fee applications of David Boland, Chiampou and Phillips Lytle with explanations to allow review by SEC	0.1
11/07/11	WJB	Finalize Phillips Lytle Second Interim Fee Application after receiving final computer bills	0.2
11/11/11	WJB	Review final version of D Boland fee application, sign and attend to filing	0.2
11/11/11	WJB	Review final version of Chiampou fee application, revise and sign and attend to filing	0.1
11/11/11	WJB	Review Phillips Lytle Second Interim Fee Application, make minor revisions, distribute to parties and attend to filing	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00006 Fee / Employment Applications
June 27, 2012

Invoice Number 717146

Page 5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/11/11	WJB	Prepare e-mails to Chiampou Travis and D Boland regarding filing and filed version of Fee Application; Prepare e-mail B Shea regarding recording same in books of company	0.1
11/12/11	WJB	Work on Amended Second Interim Fee Application for Phillips Lytle to correct WHEREFORE clause and proposed Order; Prepare letter to L Hennessey regarding same; Attend to filing and service	0.6
11/14/11	K-K	Docket Fee Application hearing date	0.2
11/15/11	WJB	Prepare e-mail response to L Hennessey regarding questions concerning Second Interim Fee Application of Phillips Lytle	0.1
11/29/11	WJB	Review Chiampou Travis 11/5 statement and e-mail B Shea with questions concerning McGinn Smith Holdings time regarding tax returns	0.2
12/23/11	WJB	Review court orders approving interim applications for Phillips Lytle, D Boland and Chiampou Travis and arrange for distribution of same and issuance of checks	0.2
12/27/11	WJB	Sign checks pursuant to interim fee awards and prepare letters to Chiampou and D Boland regarding same	0.2
CURRENT FEES			\$5,575.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Duplicating P3, 70 Page(s)	7.00
Duplicating P3, 98 Page(s)	9.80
Duplicating P3, 98 Page(s)	9.80
Duplicating P3, 616 Page(s)	61.60
Postage WJB - Postage (6 pieces) re Fee Applications	30.48
Duplicating A1, 3 Page(s)	0.30

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00006 Fee / Employment Applications
June 27, 2012

Invoice Number 717146

Page 6

Duplicating A1, 1698 Page(s)	169.80
Postage WJB - Postage re Fee Applications	35.95
Duplicating A1, 702 Page(s)	70.20
Duplicating A1, 418 Page(s)	41.80
Duplicating A1, 55 Page(s)	5.50
Duplicating A1, 2 Page(s)	0.20

CURRENT EXPENSES

442.43

TOTAL AMOUNT OF THIS INVOICE

\$6,017.43

PAYMENT DUE UPON RECEIPT

Category P

Tax Issues



Phillips Lytle LLP

Attorneys at Law
3400 HSBC Center
Buffalo, NY 14203
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203

Invoice Number 717147
Invoice Date 06/27/12
Client Number 33474
Matter Number 00015
W J Brown

Re: TAX ISSUES

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER 31, 2011:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/06/11	WJB	Telephone call from M Horbachewski at Chiampou regarding engagement letter for compilation statement	0.1
01/14/11	WJB	Telephone conference with B Shea, M Horbachewski regarding current tax issues, tax returns and necessary forms and tax treatment	0.4
01/25/11	WJB	TDM Luxury Cruise Trust 07: Review and sign NYS and IRS tax returns	0.2
01/25/11	WJB	TDM Cruise Trust 09: Review and sign NYS and IRS tax returns	0.2
01/25/11	WJB	SAI Trust 00: Review and sign 2009 NYS and IRS tax returns	0.2
01/25/11	WJB	SAI Trust 03: Review and sign 2009 NYS and IRS tax returns	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/25/11	WJB	Prepare e-mail B Shea, M Horbachewski regarding updating tax return status summary	0.1
01/25/11	WJB	Review and sign 19 entity forms for LLC returns	0.3
01/25/11	WJB	Follow-up on signing 19 TR-579 PT forms for Receivership LLCs; Prepare email M Horbachewski with 19 signed and scanned forms	0.3
01/28/11	WJB	Prepare e-mail M Horbachewski regarding use of correct Receiver title on tax forms in lieu of other terms being used	0.1
01/28/11	WJB	McGinn Smith Transaction Funding Corp.: Review and sign NYS and IRS 2008 return	0.3
01/28/11	WJB	McGinn Smith Transaction Funding Corp.: Review and sign NYS and IRS 2009 tax returns	0.3
01/28/11	WJB	TNA Associates: Review and sign 2010 IRS and NYS tax returns and electronic filing authorization	0.3
01/28/11	WJB	FGF Partners L.P.: Review and sign 2010 IRS and NYS tax returns and electronic filing authorization	0.3
01/28/11	WJB	GPV Associates: Review and sign 2010 IRS and NYS tax returns and electronic filing authorization	0.3
01/28/11	WJB	McGinn Smith Group, LLC: Review and sign 2010 IRS and NYS tax returns and electronic filing authorization	0.3
01/28/11	WJB	Portfolio Partners: Review and sign 2010 IRS and NYS tax returns and electronic filing authorization	0.3
01/28/11	WJB	Three Rock Partners LLC: Review and sign 2010 IRS and NYS tax returns and electronic filing authorization	0.3
01/28/11	WJB	Upstate Imaging: Review and sign 2010 IRS and NYS tax returns and electronic filing authorization	0.3
01/28/11	WJB	Review and check off LLC and LLP filing fee forms	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/28/11	WJB	Finalize 2010 LLC filing forms for IT-204	0.4
01/29/11	WJB	MSFC Security Holdings LLC: Review, sign and file 2010 U.S. and NYS tax returns including E-file authorizations	0.3
01/29/11	WJB	White Glove Cruises: Review, sign and file 2010 U.S. and NYS tax returns and E-file authorizations	0.3
01/31/11	WJB	Review Chiampou 1/28 letter to NYS Department of Taxation and Finance regarding McGinn Smith & Co. 2006 payment amount	0.1
02/01/11	WJB	Review McGinn tax form summary and e-mail B Shea, M Horbachewski regarding same	0.1
02/03/11	WJB	Review B Shea explanation in response to D Smith e-mail on his son's K-1 on Firstline investment; Prepare e-mail D Smith regarding same	0.3
02/03/11	WJB	Review M Horbachewski e-mail on Firstline ownership and prepare e-mail B Shea regarding D Smith e-mail	0.1
02/07/11	JAL	Review tax question regarding K-1	0.3
02/07/11	WJB	Review D Smith reply concerning basis for G Smith in Firstline and prepare e-mail M Horbachewski, B Shea regarding tax basis for same	0.1
02/10/11	WJB	Prepare e-mail D Smith on Firstline Funding K-1 as amended; Prepare e-mail M Horbachewski to prepare same for D Smith's son	0.2
03/14/11	WJB	Benchmark: Review 2010 federal tax return, two LA tax returns and K-1; E-mail M Guidry regarding same and send copies to B Shea	0.5
03/15/11	WJB	Review various issues relating to taxes including as to Health Enterprises Management; E-mail B Shea regarding same	0.6

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00015 Tax Issues
June 27, 2012

Invoice Number 717147

Page 4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/15/11	WJB	Sign two e-filing authorizations; Sign two federal and NYS returns; Prepare e-mail M Horbachewski with e-file forms; Review M Horbachewski 2/21 letter with extensions for six entities and file same	0.9
03/15/11	WJB	Review 2010 U.S. and NYS tax returns for Seton Hall; E-mail to M Horbachewski and B Shea following signing	0.4
03/30/11	WJB	74 State Street: Review and sign two e-file authorizations and review tax returns as prepared by Chiampou for 74 State Street Capital	0.4
04/08/11	WJB	Attend to review and signing of various tax extensions received from M Horbachewski and forward same	0.3
04/18/11	WJB	Prepare e-mail T McGinn regarding follow-up on questions regarding W-2's and review B Shea e-mail on copies of same	0.1
04/19/11	WJB	Prepare follow-up e-mail on W-2's to T McGinn and review reply regarding Florida vs. NYS taxes	0.1
04/19/11	WJB	Review K-1s for 2009 for T McGinn and D Smith received from B Shea and prepare two letters providing same	0.2
04/27/11	WJB	Telephone call from B Shea, M Horbachewski regarding Integrated Excellence Sr. Trust and taking tax loss to offset income, reasons and justification for same	0.4
05/04/11	WJB	Telephone call from M Horbachewski regarding partnership return and need for copy from IRS	0.1
05/19/11	WJB	Telephone conference with B Shea, M Horbachewski regarding pending tax issues and decisions regarding same including as to Pine Street, missing tax returns and the like	0.8
06/27/11	WJB	Review 5/20/11 letter from K Trembly at NYS Taxation and Finance regarding status of cases and prepare reply	0.3
08/23/11	WJB	Telephone call from M Horbachewski regarding McGinn Smith Alarm Trading Corp. (California corporation) and need to sign and file returns	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/29/11	WJB	Review California corporation franchise or income tax return for 2009 and 2010; Review and sign same on behalf of McGinn Smith Alarm Trading Corp.; Prepare e-mails B Shea, M Horbachewski on filing notification regarding four returns	0.7
09/09/11	WJB	Review, sign and distribute, including e-filing authorizations for, McGinn, Smith & Co. 2010, James Carroll 2010, Firstline Sr. Trust 07 2010, Firstline Sr. Trust 07 Series B 2010, Firstline Trust 07 2010, Firstline Trust 07 Series B 2010, M&S Partners 2009, M&S Partners 2010, Mr. Cranberry LLC 2010, Pacific Trust 02 2010, TDM Luxury Cruise Trust 07 2010, Integrated Excellence Junior Trust 08 2010, Fortress Trust 08 2010, McGinn Smith Capital Holdings Corp. 2010, and M&S Partners Amended 2008 tax returns; E-mail M Horbachewski, B Shea with questions concerning reasons and substance of amendment to M&S Partners Amended 2008 Return and review reply	0.1
09/15/11	WJB	Review, sign and approve 22 tax returns including TDMM Cable Funding, LLC 2010, TDMM Cable Funding Florida 2010, Louisiana Cable Funding 2010, TDMM Cable Funding LLC 2010, TDMM Benchmark Trust 2009, McGinn Smith Capital Holdings Corp. 2009, TDMM Cable Trust 2009, TDMM Cable Sr. Trust 2009, TDMM Cable Sr. Trust 2010	1.7
10/31/11	WJB	Review James J Carroll Charitable Fund NYS and IRS tax returns; Sign returns and electronic filing authorizations and return to M Horbachewski and B Shea	0.3
11/09/11	WJB	Telephone call to K McCormack as counsel for R Simons regarding request for copy of 2007 McGinn Smith Holdings LLC federal tax return	0.2
12/17/11	WJB	Review Chiampou November 11, 2011 statement and send to Brian Shea for review	0.1
12/29/11	WJB	Review, sign and approve tax returns for NYS and IRS for 2008 Capital Trust 00, 2009 Capital Trust 00, 2010 Capital Trust 00, 2010 KMB Cable Holdings LLC final return	0.8

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00015 Tax Issues
June 27, 2012

Invoice Number 717147

Page 6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/30/11	WJB	Review, sign and approve IRS and NYS tax returns for 2008, 2009 and 2010 TDM Verifier Trust 09. 2009 and 2010 TDM Verifier Trust II, 2009 and 2010 TDM Verifier Trust 08, 2009 and 2010 TDM Verifier Trust 07R and 2009 and 2010 TDM Verifier Trust 07	2.2
12/30/11	WJB	Review new tax forms status report based upon tax returns signed on 12/29 and 12/30 and e-mail same to M Horbachewski, B Shea	0.1
12/30/11	WJB	Prepare e-mail SEC with updated tax return report	0.1
12/30/11	WJB	Review prior Chiampou Travis engagement letter for tax preparation and expert consulting services and determine if signed and status	0.1

CURRENT FEES

\$8,073.50

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Duplicating A1, 4 Page(s)	0.40
Duplicating A1, 2 Page(s)	0.20
Duplicating A1, 6 Page(s)	0.60
Duplicating A1, 2 Page(s)	0.20

CURRENT EXPENSES

1.40

TOTAL AMOUNT OF THIS INVOICE

\$8,074.90

PAYMENT DUE UPON RECEIPT

Category R

William J. Brown, as Receiver Function



Phillips Lytle LLP

Attorneys at Law
3400 HSBC Center
Buffalo, NY 14203
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203

Invoice Number 717148
Invoice Date 06/27/12
Client Number 33474
Matter Number 00017
W J Brown

Re: W.J. BROWN, AS RECEIVER FUNCTION

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER 31, 2011:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/03/11	WJB	Telephone call to B Shea regarding having J Carr review Private Placement Memorandums for summary	0.1
01/04/11	WJB	Prepare for call with D Roman including telephone call to D Keenholts regarding analyzing D Roman counterproposal regarding option on Firstline contracts	0.4
01/04/11	WJB	Telephone call to D Roman to discuss counterproposal on option contracts	0.2
01/05/11	WJB	Benchmark: Review e-mail from Whitney Bank regarding three ACH payments; Prepare reply authorizing payment	0.2
01/05/11	WJB	White Glove: Telephone conference E Castanon regarding purchase structure for White Glove and terms of same	0.4
01/05/11	WJB	White Glove: Prepare e-mail Mercantile Bank regarding account transfers and wire transfer for payment of payroll	0.2
01/05/11	WJB	Pine Street: Attend to review of Pine Street distribution	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/05/11	WJB	Telephone call from D DiChiara regarding customer statements, accounting and McQuade report regarding distribution of all certificates	0.2
01/05/11	WJB	Telephone call to T Welles regarding Pine Street distribution details	0.1
01/06/11	WJB	Benchmark: Review and sign Benchmark checks and forward to M Guidry	0.2
01/06/11	WJB	Prepare e-mail M&T regarding Firstline account transfers	0.2
01/06/11	WJB	Telephone call to B Shea regarding various operational matters	0.2
01/06/11	WJB	Prepare e-mail B Shea, D Keenholts on Ripoff Report and how to proceed	0.1
01/07/11	WJB	Telephone call from D Keenholts regarding report on Internet posting and next steps with subcontractors in light of same	0.2
01/07/11	WJB	Benchmark: Review Benchmark check request, sign checks and cross-reference invoices	0.2
01/07/11	WJB	Seton Hall: Review check request, sign and approve same including Alarm Traders checks and send to B Shea	0.3
01/07/11	WJB	Seton Hall: Prepare e-mail B Shea regarding endorsement on Seton Hall Hartford Insurance policy	0.1
01/10/11	WJB	Alarm Traders: Review and sign checks and back-up for same and return to B Shea	0.3
01/10/11	WJB	Prepare e-mail B Shea, D Keenholts on status of eSozo and e-mails being available to B Shea and J Carr from back-up server	0.1
01/10/11	WJB	Telephone call to B Shea regarding installation of back-up e-mail service and e-mail Aaron at eSozo regarding same	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/10/11	WJB	Telephone call from B Devane regarding C Kipper process on allowance of investments	0.2
01/10/11	WJB	Telephone conference with D Keenholts regarding explanation of Ripoff Report and prepare reply regarding action steps	0.3
01/10/11	WJB	Forward Ripoff Report response to L Mehraban for her information	0.1
01/10/11	WJB	White Glove: Prepare e-mail Mercantile Bank requesting account transfer for wire transfers; Prepare e-mail M&T Bank to request issuance of official checks upon receipt of inbound wire transfer from Mercantile Bank	0.4
01/11/11	WJB	White Glove: Review E Castanon buyout proposal and forward to D Boland for analysis	0.2
01/11/11	WJB	Seton: Telephone call to B Shea regarding Seton tenant vacating space, Pine Street proceeds and other operational issues	0.1
01/11/11	WJB	74 State Street: Attend to issues and follow-up on bank account	0.1
01/11/11	WJB	Review e-mail from B Shea on payment to clean up 2008 401K plan issues	0.1
01/11/11	WJB	White Glove: Review e-mail from E Castanon regarding Arc ACH charge and prepare e-mail Mercantile Bank to approve same	0.2
01/11/11	WJB	Telephone call from P Snyder regarding interest in 74 State Street property, notwithstanding issues of lack of rooms in terms of numbers, possible combination opportunities	0.2
01/12/11	WJB	White Glove: Review D Boland analysis on purchase and cash flow and e-mail E Castanon regarding results	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/12/11	WJB	Benchmark: Review Benchmark checks and review proof supporting same and prepare letter M Guidry regarding same	0.6
01/12/11	WJB	Prepare reply to B Shea e-mail on AT Purchase financing proposal	0.1
01/13/11	WJB	Benchmark: Review payroll request and e-mail Whitney Bank regarding authorization for same	0.2
01/13/11	WJB	Firstline: Telephone call to W Dake regarding discussion of Firstline investment, possible settlement with D Roman, implications of same and no guarantee of Firstline assets being treated separately	0.4
01/13/11	WJB	Prepare e-mail to D Roman regarding response to Firstline offer	0.1
01/14/11	WJB	Telephone call to B Shea regarding M Brussel's car and status of same	0.1
01/14/11	WJB	Prepare two e-mails B Shea regarding financing arrangements with Alliance and communications regarding same	0.1
01/14/11	WJB	74 State Street: Deliver settlement check to L Whelan of HSBC and prepare memo to file regarding same	0.2
01/14/11	WJB	Alarm Traders: Telephone call to B Shea regarding status of financing efforts	0.2
01/14/11	WJB	Alarm Traders: Telephone call from R Hutchins at Advantage Capital regarding possible financing of Alarm Traders purchase and background facts regarding same	0.3
01/18/11	WJB	Alarm Traders: Review D Keenholts report and discussion with customer regarding Ripoff Report posted to Internet; Revise same and prepare reply to D Keenholts with revised Ripoff Report response	0.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/18/11	WJB	White Glove: Review payroll request with bonus calculations; Prepare e-mail Mercantile Bank authorizing same; Prepare e-mail W Shaw for explanation on certain items	0.3
01/18/11	WJB	Alarm Traders: Review Alarm Traders web report received from L Mehraban; E-mail D Keenholtz regarding same and success with talking to customer; Prepare e-mail regarding background to L Mehraban	0.1
01/18/11	WJB	White Glove: Review W Shaw response on payroll amount calculation and send e-mail to Whiteney Bank	0.1
01/19/11	WJB	Prepare e-mail B Shea regarding follow-up call with J Carr on private placement memorandum issues	0.1
01/19/11	WJB	Benchmark: Telephone call from proposed accountant, explanation of court rules and request for proposed engagement letter and background materials	0.1
01/20/11	WJB	White Glove: Prepare e-mail Mercantile Bank on ARC annual fee allowance by ACH based upon W Shaw, E Castanon e-mails	0.2
01/20/11	WJB	Alarm Traders: Review and sign checks and forward to B Shea	0.4
01/20/11	WJB	Alarm Traders: Review and approve Alarm Traders checks	0.2
01/20/11	WJB	Seton: Prepare e-mail B Shea on heat issue and how to handle	0.1
01/20/11	WJB	Seton: Review B Shea e-mail to tenant on heat and prepare reply regarding alternative form of response	0.1
01/20/11	WJB	White Glove: Telephone call to E Castanon regarding terms of purchase of business	0.3
01/20/11	WJB	White Glove: Prepare e-mail D Boland regarding follow-up question on White Glove purchase following discussion with E Castanon on financial issues	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/21/11	WJB	74 State Street: Telephone call from Albany broker regarding interest in 74 State Street property	0.1
01/22/11	WJB	Alarm Traders: Review checks received from B Shea for tax payments to municipalities and various government entities; Review same, sign same and return to B Shea	0.3
01/22/11	WJB	Benchmark: Review check request from M Guidry; Review invoices, sign same and send to M Guidry	0.4
01/24/11	WJB	74 State Street: Review e-mail from J George regarding follow-up and prepare reply on no commission payable by Receiver	0.2
01/24/11	WJB	74 State Street: Telephone call from J Gordon, J George regarding 74 State Street interest, background support for same including other hotel operations, level of cash ability and related issues, background information	0.6
01/24/11	WJB	Review National Life Insurance bill for T McGinn policy and prepare letter B Shea regarding same regarding status of bill and payment of premium from policy	0.2
01/24/11	WJB	Alarm Traders: Prepare e-mail B Shea, D Keenholts questioning existence of perpetual inventory on parts	0.1
01/24/11	WJB	Seton: Review Waste Management contract received from J Carr and prepare reply on comments to suggested revisions	0.4
01/24/11	WJB	Telephone conference with B Shea regarding status of Alarm Traders sale and Seton heat and garbage issues	0.3
01/25/11	WJB	White Glove: Telephone conference with D Boland, E Castanon regarding negotiations concerning acquisition of business and terms of same, cash flow projections and follow-up with D Boland regarding same	0.9
01/25/11	WJB	Review e-mail from B Shea regarding D Smith and health plan and complaint regarding termination and prepare reply	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/25/11	WJB	Review D Keenholts e-mail on perpetual inventory and Dwayne inventory reports and prepare reply regarding reconciling on perpetual basis	0.2
01/25/11	WJB	Review D Keenholts e-mail on M&T balance report	0.2
01/25/11	WJB	Telephone call from J Featherstonhaugh regarding L Smith issues on renewal of health insurance in light of termination of McGinn Smith plan since no further employees; Forward prior e-mail distributed to L and D Smith to J Featherstonhaugh so that he could contact insurer for continuing coverage	0.2
01/25/11	WJB	White Glove: Prepare e-mail D Boland regarding conference call with E Castanon to discuss purchase; Exchange e-mails with E Castanon regarding setting up conference call regarding acquisition terms	0.1
01/26/11	WJB	White Glove: Prepare four e-mails E Castanon regarding California registration issues, background facts and status and agreement to handle	0.2
01/26/11	WJB	Alarm Traders: Review payroll and prepare e-mail B Shea approving same	0.1
01/26/11	WJB	Seton: Review status report on dumpster removal	0.1
01/26/11	WJB	White Glove: Review checks and wire requests and compare to invoices; Prepare e-mail Mercantile Bank approving same; Prepare e-mail M&T Bank requesting official checks	0.4
01/27/11	WJB	Alarm Traders: Prepare e-mail M&T Bank regarding inter-account transfers	0.2
01/27/11	WJB	Seton: Prepare e-mail B Shea regarding heat issue at Seton building following Seton e-mail on same subject	0.1
01/27/11	WJB	Seton: Telephone call to B Shea regarding discussion of course of action regarding heat at Seton building basement and examine alternatives; Request B Shea to visit site	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 8

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/27/11	WJB	Seton: Telephone call from B Shea at site regarding heat situation, alternatives, insulation, running new duct and other alternatives, communications with Seton management	0.3
01/27/11	WJB	White Glove: Review and approve White Glove checks	0.2
01/27/11	WJB	Seton: Telephone call to B Shea regarding further discussion of Seton heating alternatives	0.2
01/27/11	WJB	White Glove: Continue approval of White Glove checks and prepare e-mail W Shaw regarding back-up for J Santiago expenses	0.2
01/27/11	WJB	Benchmark: Review and approve Benchmark checks and distribute to M Guidry	0.3
01/27/11	WJB	Alarm Traders: Review and approve and return to B Shea Alarm Traders checks	0.3
01/27/11	WJB	74 State Street: Telephone call from adjoining property owner as to interest in 74 State Street and status of communications with first lender	0.1
01/27/11	WJB	74 State Street: telephone call from J Howard regarding request to call first lienholder to solicit offer for \$6 million purchase, issues and approaches regarding same	0.3
01/28/11	WJB	Benchmark: Review payroll request and e-mail Whitney Bank to approve same	0.2
01/28/11	WJB	74 State Street: Telephone call to J Gordon regarding interested parties and property and communications with first lienholder	0.2
01/28/11	WJB	Benchmark: Telephone call from T Bell as CEO of Broadstar regarding level of interest in assets and status of his employees in pursuing due diligence	0.2
01/28/11	WJB	Telephone call from D Keenholts regarding approval to ship Cindy's computer to computer vendor for repair	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 9

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/28/11	WJB	Alarm Traders: Telephone conference D Keenholtz, B Shea regarding status of funding efforts for Alarm Traders purchase, next steps and hard date for obtaining commitment or otherwise will pursue market by Receiver	0.2
01/28/11	WJB	Telephone conference with D Keenholtz, B Shea regarding J Hu regarding early prepayment of loan	0.2
01/28/11	WJB	Telephone call G Garrison regarding three opportunities for possible sale or joint venture on property	0.2
01/31/11	WJB	Consider White Glove purchase issues given no response from E Castanon; Prepare e-mail E Castanon regarding same	0.1
01/31/11	WJB	Review e-mail from B Shea regarding old storage area found open and prepare e-mail Assistant U.S. Attorney regarding same	0.1
01/31/11	WJB	Prepare reply e-mail to T Smith on status of Alarm Traders sale and broker role	0.1
02/01/11	WJB	White Glove: Review e-mail from E Castanon on valuation and prepare reply regarding confidentiality issues; Telephone message E Castanon regarding valuation and prepare e-mail regarding same	0.3
02/01/11	WJB	White Glove: Telephone call to E Castanon regarding serious concern about having disclosed confidential financial information of White Glove, advising Mr. Castanon to inform party of confidential nature of information and reminding him of inability to convey such information to third parties	0.2
02/01/11	WJB	White Glove: Review e-mail from E Castanon on payroll wire; Prepare reply; Prepare e-mail to Mercantile Bank authorizing same	0.2
02/02/11	WJB	Benchmark: Review ACH charges and prepare e-mail Whitney Bank regarding authorization of same	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/02/11	WJB	Review revised terms of White Glove offer and consider how to respond	0.1
02/03/11	WJB	White Glove: Review White Glove evaluation forwarded by E Castanon; Attempt to analyze same and compare against financial projections and other materials including telephone call to J Covelli regarding valuation of receivables	1.0
02/03/11	WJB	Alarm Traders: Telephone conference D Keenholts, B Shea regarding discussion of potential sale, terms and negotiations	0.6
02/03/11	WJB	White Glove: Prepare e-mail W Shaw to confirm money received on airline tickets in connection with check request; Prepare e-mail Mercantile Bank authorizing wire transfers; Prepare e-mail M&T Bank requesting official checks on behalf of White Glove	0.4
02/03/11	WJB	White Glove: Prepare e-mails E Castanon and D Boland regarding arranging call to discuss purchase options	0.1
02/03/11	WJB	Review B Shea PTO request and prepare reply	0.1
02/03/11	WJB	White Glove: Review e-mail from W Shaw regarding lost check; Prepare e-mail B Shea regarding handling same; Review M&T email regarding same	0.1
02/03/11	WJB	Prepare letter to T Smith regarding report and fee for same	0.1
02/03/11	WJB	Benchmark: Review e-mail from M Guidry on Charter Communications upgrade at Harborside and approval of same	0.2
02/03/11	WJB	Seton: Telephone call to B Shea regarding follow-up on water damage, heating and other issues and possible purchase by hospital	0.1
02/04/11	WJB	White Glove: Review e-mail from E Castanon regarding questions on collection of accounts receivable and management of accounts upon sale of business to alternative purchaser; Consider and prepare reply outlining Receiver's viewpoint and immediate intentions	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/04/11	WJB	Vero Beach: Prepare letter W Dreyer and J Featherstonhaugh regarding request for cooperation and access on sale of Vero Beach home based upon lack of response to two prior e-mail requests	0.2
02/04/11	WJB	Vero Beach: Review J Featherstonhaugh reply regarding Mrs. Smith's lack of desire to sell home and intent to pursue appeal and stay; Prepare reply regarding no appeal filed or stay applied for or in place and expectation of cooperation and compliance with Order	0.2
02/04/11	WJB	Vero Beach: Prepare letter to J Featherstonhaugh and W Dreyer regarding need for cooperation with Receiver concerning access to premises, brokers and process to sell home in light of prior request regarding same	0.2
02/05/11	WJB	Benchmark: Review checks, support for same, sign and return to M Guidry	0.4
02/05/11	WJB	Benchmark: Prepare e-mail M Guidry on Progressive Insurance auto insurance payment and confirming extent of coverage naming Receiver as insured	0.1
02/05/11	WJB	Alarm Traders: Review checks and support for same and send to B Shea	0.4
02/05/11	WJB	Prepare e-mail B Shea on process with electric mail concerning hard drive with historic e-mails	0.1
02/05/11	WJB	Vero Beach: Review status of efforts to gain access to house for realtors and Receiver to inspect same and arrange for sale including J Featherstonhaugh 2/4 reply regarding lack of cooperation; Prepare e-mail D Stoelting regarding background and request for judicial assistance given that SEC was moving party on motion	0.3
02/07/11	WJB	White Glove: Prepare questions for J Covelli concerning White Glove transaction; Review White Glove report obtained by E Castanon from independent evaluation person	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 12

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/07/11	WJB	Seton: Review e-mail from B Shea on status of Seton facility, potential relocation of hospital tenant space	0.2
02/07/11	WJB	White Glove: Prepare e-mail to J Covelli regarding acquisition analysis at White Glove	0.2
02/07/11	WJB	Review HSBC Bank statements for YOLO Cruises and 74 State Street and forward to B Shea	0.1
02/07/11	WJB	Benchmark: Review sale program and opportunities and course of action regarding same	0.1
02/07/11	WJB	White Glove: Telephone calls and e-mails J Covelli regarding White Glove sale	0.1
02/08/11	WJB	Vero Beach: Telephone conference with Court and parties concerning L Smith intention to file motion for stay and current existence and enforcement of order appointing Receiver to sell	0.3
02/08/11	WJB	White Glove: Review e-mail from M Guidry requesting wire transfers; Prepare e-mail Whitney Bank approving same	0.2
02/08/11	WJB	Seton: Telephone call to B Shea regarding discussion of heat and water issues at Seton Building and course of action	0.2
02/08/11	WJB	Review e-mail from E Castanon regarding negotiations and prepare reply regarding sale of White Glove	0.2
02/08/11	WJB	White Glove: Prepare e-mail D Boland regarding report on structure of travel agency sales, EBITDA based upon conversation with J Covelli	0.2
02/09/11	WJB	Travel from Buffalo office to 99 Pine Street for court hearings and various meetings (Total Travel time 5.2 hours)	2.6
02/09/11	WJB	No Charge: Travel from Buffalo office to 99 Pine Street for court hearings and various meetings (Total Travel time 5.2 hours)	2.6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/09/11	WJB	White Glove: Review and sign checks and forward same to W Shaw	0.2
02/09/11	WJB	Seton: Prepare e-mail B Shea on Seton Building roof	0.1
02/09/11	WJB	Telephone call from J Bower, investor, regarding questions concerning McGinn Smith investment	0.2
02/10/11	WJB	Conference with D Keenholts regarding request for operating report on Alarm Traders	0.1
02/10/11	WJB	Attend to various operating issues at Alarm Traders and conferences with B Shea regarding same	0.2
02/11/11	WJB	Alarm Traders: Conference D Keenholts, B Shea regarding status of Alarm Traders offer and financing, Receiver intent concerning seeking outside evaluation of offer once advisor's report is received, timing and course of action	0.5
02/11/11	WJB	Review and process Alarm Traders and related checks at request of B Shea and review proof of same	0.5
02/11/11	WJB	Travel from 99 Pine Street to Buffalo (Total travel time 5.2 hours)	2.6
02/11/11	WJB	No Charge: Travel from 99 Pine Street to Buffalo (Total travel time 5.2 hours)	2.6
02/11/11	WJB	Multiple conferences YKH regarding travel and other arrangements regarding Vero Beach and Niskayuna and travel to 99 Pine Street during week of 2/14 for various meetings	0.4
02/11/11	WJB	Benchmark: Review checks, review back-up material for same, authorize and sign	0.5
02/11/11	WJB	Benchmark: Prepare e-mail M Guidry regarding vendor payables and customer deposit refunds and request further information on same	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 14

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/11/11	WJB	Benchmark: Prepare e-mail M Guidry regarding Workers Compensation insurance format and Receiver as additional insured	0.1
02/11/11	WJB	Alarm Traders: Review check requests and back-up and sign same	0.3
02/11/11	WJB	Conference B Shea on administrative details of various businesses and status of matters	0.2
02/11/11	WJB	White Glove: Prepare e-mail M&T regarding White Glove check requests	0.1
02/12/11	WJB	Attend to administrative detail regarding setting up matters for Vero Beach residence and McGinn Niskayuna property	0.1
02/12/11	WJB	Travel from Buffalo to Florida for meetings at White Glove and site inspection and meetings with brokers on Vero Beach property including reviews of comparable properties while traveling (Total travel time 5.4)	2.7
02/12/11	WJB	No Charge: Travel from Buffalo to Florida for meetings at White Glove and site inspection and meetings with brokers on Vero Beach property including reviews of comparable properties while traveling (Total travel time 5.4)	2.7
02/13/11	WJB	Travel from Vero Beach to Ft. Lauderdale for meeting at White Glove	2.0
02/14/11	WJB	White Glove: Attend site visit and meetings at White Glove offices in Ft. Lauderdale with E Castanon including conferences regarding potential acquisition and terms of same	1.6
02/14/11	WJB	Travel from Ft. Lauderdale following White Glove and other meetings to NYC office (Total travel time 6.6 hours including flight delays)	3.3
02/14/11	WJB	No Charge: Travel from Ft. Lauderdale following White Glove and other meetings to NYC office (Total travel time 6.6 hours including flight delays)	3.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/17/11	WJB	Alarm Traders: Review check requests, approve same and sign checks	0.5
02/17/11	WJB	White Glove: Prepare e-mail report to D Boland regarding site visit and meeting on negotiations with E Castanon regarding purchase of White Glove	0.1
02/17/11	WJB	Benchmark: Review M Guidry e-mail regarding tax returns and prepare reply	0.1
02/18/11	WJB	Seton: Review cash flow from B Shea; Review and revise assessment letters to tenants; Send comments on assessment letters to B Shea for distribution	0.3
02/18/11	WJB	White Glove: Review e-mail on redeposit of bank check and approve same; E-mail Mercantile Bank regarding account transfer and wire request as requested by W Shaw; E-mail B Shea regarding whereabouts regarding checks	0.2
02/18/11	WJB	White Glove: Prepare e-mail M&T regarding official check issuance	0.1
02/21/11	WJB	Attend to administrative details regarding Receivership	0.2
02/21/11	WJB	Benchmark: Review Benchmark checks and proof for same and sign same and return to M Guidry	0.3
02/21/11	WJB	White Glove: Review checks and proof for same and sign same and send to W Shaw	0.3
02/21/11	WJB	Alarm Traders: Review checks and proof for same and sign and send to D Keenholts	0.3
02/21/11	WJB	Review Town of Brookline parking tickets for L Smith vehicle and prepare letter L Smith regarding same and payment of same	0.2
02/21/11	WJB	Telephone call from Dr. Barry Loffredo regarding McGinn Smith Preferred Stock investment	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/21/11	WJB	Telephone call E Castanon regarding revised offer and servicing accounts receivable and informing Receiver of possible competitive offer	0.2
02/23/11	WJB	Travel from Buffalo to 99 Pine Street for interviews of McGinn residence broker and other matters relating to Receivership (Total travel time 5.2 hours)	2.6
02/23/11	WJB	No Charge: Travel from Buffalo to 99 Pine Street for interviews of McGinn residence broker and other matters relating to Receivership (Total travel time 5.2 hours)	2.6
02/24/11	WJB	Attend to administrative details at 99 Pine Street including conference with J Carr regarding sale of McGinn residence and background facts	0.3
02/24/11	WJB	Pine Street: Discuss auditor letter request with T Welles	0.1
02/24/11	WJB	Travel from 99 Pine Street to NYC office following McGinn residence interviews and inspection (Travel time 4.0)	2.0
02/24/11	WJB	No charge: Travel from 99 Pine Street to NYC office following McGinn residence interviews and inspection (Travel time 4.0)	2.0
02/25/11	WJB	Alarm Traders: Review T Smith report and e-mail T Smith on next steps regarding evaluation of Alarm Traders	0.2
02/28/11	WJB	Attend to administrative detail concerning 2/24 trip to McGinn residence	0.2
02/28/11	WJB	Alarm Traders: Prepare for and telephone conference with T Smith regarding report on Alarm Traders, structure of sale transaction and likely opportunities	0.8
02/28/11	WJB	Alarm Traders: Telephone conference B Shea, D Keenholts regarding revised offer from them on purchase of Alarm Traders, calculation of Dake claim and how to calculate same based on percentage of recovery, RMR and how to calculate and control same	0.8

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/28/11	WJB	Prepare e-mail T Smith with B Shea revised terms following receipt of same	0.1
03/01/11	WJB	Review e-mail from E Castanon regarding approval of payroll and prepare e-mail to bank regarding same	0.2
03/01/11	WJB	Telephone call from B Shea, D Keenholts regarding \$11,000 in additional RMR because of D Roman transaction	0.1
03/01/11	WJB	White Glove: Review E Castanon latest proposal and consider counterproposal based upon receivables, collection and sweep	0.2
03/01/11	WJB	White Glove: Review E Castanon counterproposal and forward to D Boland for comments	0.2
03/01/11	WJB	White Glove: Telephone conference E Castanon, D Boland regarding further counterproposal and discussion of Receiver's counterproposal to E Castanon offer	0.2
03/02/11	WJB	Alarm Traders: Prepare e-mail T Smith regarding availability and arrangements for conference call on report and sale mechanism for Alarm Traders	0.1
03/02/11	WJB	White Glove: Review E Castanon e-mail on accounts receivable dilution issues	0.1
03/02/11	WJB	White Glove: Telephone call from E Castanon regarding counteroffer on purchase of White Glove	0.2
03/02/11	WJB	White Glove: Further telephone calls to and from E Castanon regarding negotiations on sale of White Glove	0.2
03/02/11	WJB	Alarm Traders: Telephone call to T Smith regarding his evaluation of Shea and Keenholts offer and points to consider regarding same, analysis and evaluation of potential alternative offers	0.3
03/03/11	WJB	Review, sign and approve Alarm Traders checks	0.4

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 18

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/04/11	WJB	Benchmark: Prepare e-mails to Whitney Bank regarding initiation of various wire transfers	0.2
03/07/11	WJB	Review and sign Seton Hall and Alarm Traders checks	0.2
03/07/11	WJB	Benchmark: Review, sign and proof Benchmark checks and forward to M Guidry	0.4
03/14/11	WJB	Benchmark: Review and approval payroll ACH and e-mail Whitney Bank regarding same	0.2
03/14/11	WJB	Review Alarm Traders checks and sign same	0.2
03/14/11	WJB	Review and sign additional Alarm Traders checks to taxing authorities	0.3
03/14/11	WJB	White Glove: Review, sign and approve White Glove checks	0.3
03/14/11	WJB	Alarm Traders: Review, sign and approve regular checks and forward to B Shea	0.3
03/14/11	WJB	Send e-mail to Mercantile Bank regarding transfers and wire transfers; Prepare e-mail M&T regarding official checks; E-mail W Shaw regarding potential double counting and question regarding same	0.3
03/15/11	WJB	White Glove: Prepare two e-mails W Shaw to confirm change in wire amount for payroll to be sent	0.1
03/15/11	WJB	White Glove: Review W Shaw e-mail explaining difference in tax amount and basis for same and adjust e-mails for wire transfer and other requests	0.2
03/16/11	WJB	Benchmark: Review e-mail from M Guidry regarding \$10 ACH and send e-mail authorizing same	0.1
03/17/11	WJB	Benchmark: Review, sign and proof Benchmark checks and prepare letter M Guidry regarding same	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/22/11	WJB	Alarm Traders: Telephone call from D Keenholts to discuss employee conduct issue and next steps	0.2
03/25/11	WJB	White Glove: Review check request, checks and proof same, sign same and prepare e-mail W Shaw requesting certain payable back-up	0.3
03/25/11	WJB	Benchmark: Review check request, sign checks and review payables proof regarding same	0.3
03/25/11	WJB	Alarm Traders: Review checks and tax forms for signing regarding missing EINs and review proof for checks and forward same to B Shea	0.5
03/29/11	WJB	White Glove: Prepare e-mail Mercantile Bank regarding wire request for White Glove	0.1
03/29/11	WJB	White Glove: Prepare e-mail to M&T Bank requesting official checks for White Glove	0.1
03/29/11	WJB	Prepare e-mail Mercantile Bank on payroll transfers and wire transfers	0.2
03/29/11	WJB	Benchmark: Prepare e-mail to Whitney Bank on ACH for payroll; Prepare e-mail to Whitney Bank on wire transfers to M&T	0.2
04/01/11	WJB	Review Times Union article on sale of entities	0.1
04/01/11	WJB	Benchmark: Review, approve and sign Benchmark checks and forward to M Guidry	0.3
04/04/11	WJB	Benchmark: Review M Guidry ACH request; Prepare e-mail Whitney Bank regarding same to approve	0.1
04/06/11	WJB	Alarm Traders: Review and approve Alarm Traders payroll	0.1
04/07/11	WJB	Alarm Traders: Review checks and payables, sign same and return to B Shea	0.8

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 20

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/07/11	WJB	Benchmark: Review check request from M Guidry, raise questions regarding Broussard check; E-mail M Guidry on Assurance Technology purpose, sign checks and return to M Guidry	0.3
04/08/11	WJB	Prepare e-mail to B Shea with HSBC Third Albany and Cruise Charter Ventures bank statements	0.1
04/12/11	WJB	White Glove: Review payroll request; E-mail W Shaw inquiring as to how to reconcile ADP report; Prepare e-mail Mercantile Bank regarding account transfers and wire transfers to initiate; Prepare e-mail Mercantile Bank regarding payroll transfers and wire; Sign checks and prepare letter questioning two checks including Getty Images	0.7
04/12/11	WJB	Benchmark: Review Benchmark check request, sign same and forward to M Guidry	0.3
04/12/11	WJB	Review Pine Street performance e-mail from T Welles	0.1
04/12/11	WJB	Telephone call to B Shea regarding e-mail regarding various Alarm Traders management topics	0.3
04/18/11	WJB	Alarm Traders: Review, approve and sign Alarm Traders and related checks and prepare letter B Shea regarding same	0.8
04/20/11	WJB	Seton: Review Seton offer and reply regarding question regarding meaning of net receivables	0.1
04/20/11	WJB	Alarm Traders: Telephone conference with D Keenholts, B Shea regarding customer retention methods and request for authorization to enter into expenses to achieve same	0.2
04/22/11	WJB	Telephone call from S Brandon as investor and status of Receivership activities	0.1
04/22/11	WJB	Review, sign and return White Glove checks	0.2
04/22/11	WJB	Review, approve and sign Benchmark checks	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 21

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/25/11	WJB	Review telephone logs including calls from T McGinn lender; Telephone calls regarding same to confirm T McGinn account as opposed to corporate account	0.3
04/25/11	WJB	Telephone call from T Kove regarding status as investor in McGinn Seton and status of matter	0.2
04/26/11	WJB	Revise letter to investor T Kove	0.1
04/26/11	WJB	White Glove: Attend to e-mails regarding payroll instructions and issuing same	0.3
04/28/11	WJB	Review e-mail from B Shea regarding forwarding checks to sign; Prepare reply regarding coordinating regarding same	0.1
04/28/11	WJB	Telephone call from J Mayberry regarding IRS assessment based upon IRA investment	0.2
04/29/11	WJB	Prepare e-mail M&T regarding wire transfers	0.1
04/29/11	WJB	Benchmark: Review and sign Benchmark checks	0.2
04/29/11	WJB	Review and sign Alarm Traders checks	0.4
05/03/11	WJB	Benchmark: Prepare e-mail Whitney Bank regarding allowance of ACH	0.1
05/05/11	WJB	Benchmark: Review, sign and approve checks	0.3
05/10/11	WJB	Alarm Traders: Review, sign and approve large group of checks and forward to B Shea	0.5
05/10/11	WJB	Telephone call to B Shea and prepare e-mail on payments to D Smith and holding same for further investigation	0.2
05/10/11	WJB	White Glove: Review payroll and e-mail Mercantile approving same	0.2
05/10/11	WJB	White Glove: Review expenses and e-mail Mercantile requesting two wire transfers	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 22

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/10/11	WJB	White Glove: Prepare e-mail M&T Bank requesting five official checks	0.1
05/10/11	WJB	74 State Street: Telephone call from G Chiota regarding selling claim directly to buyer of 74 State Street first lienholder claim	0.1
05/11/11	WJB	Benchmark: Review M Guidry e-mail with ACH for payroll, review request and e-mail Whitney Bank regarding approval of same	0.2
05/11/11	WJB	White Glove: Review, sign and approve White Glove checks and send same to W Shaw	0.2
05/11/11	WJB	Benchmark: Review, sign and approve checks and send to M Guidry	0.3
05/11/11	WJB	Review request for computer monitor sale from J Carr; Conference DMP regarding pricing and prepare reply e-mail regarding counteroffer	0.1
05/11/11	WJB	Review e-mail from J Carr and accept offer for purchase of computer monitor; Review bill of sale, edit same and forward to J Carr	0.3
05/12/11	WJB	Conference LIM regarding UPS missed delivery of Alarm Traders checks, reasons for same and possible location of misdirected package	0.1
05/12/11	WJB	Alarm Traders: Review UPS scan on missing check package and e-mail B Shea regarding need for replacement checks and vendor information	0.2
05/12/11	WJB	Prepare e-mail B Shea regarding canceled checks; Telephone call to LIM regarding report on same and recovery of expense from UPS	0.2
05/16/11	WJB	Alarm Traders: Review and re-sign lost checks and transmit to B Shea	0.4

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 23

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/17/11	WJB	Prepare four e-mails to various accountants and professionals regarding approval of fee applications and distribute checks	0.1
05/17/11	WJB	Alarm Traders: Review and approve checks from B Shea and distribute same	0.3
05/19/11	WJB	Benchmark: Prepare e-mail D Johnson, B Rader regarding Benchmark project potential engagement	0.1
05/19/11	WJB	Prepare e-mail M&T regarding account transfers for funds between Receiver accounts	0.1
05/19/11	WJB	Benchmark: Telephone conference B Rader, D Johnson regarding credentials and necessary additional information, experience level and proposal	0.6
05/19/11	WJB	Benchmark: Review, sign and approve checks and forward to M Guidry; Prepare e-mail M Guidry requesting public reports	0.3
05/19/11	WJB	Prepare e-mails to Monterey Bank and Mercantile Bank requesting account close-outs	0.1
05/20/11	WJB	White Glove: Prepare e-mail E Castanon regarding Getty Images and prepare reply	0.2
05/20/11	WJB	White Glove: Revise reply to E Castanon on Getty Images and facts concerning use of images	0.1
05/23/11	WJB	White Glove: Review D Boland comments to APA draft	0.1
05/23/11	WJB	YOLO: Review ALH1 e-mail on car and obtaining judgment and prepare reply regarding who owns vehicle	0.1
05/24/11	WJB	White Glove: Review payroll request and prepare e-mail to Mercantile Bank to approve same	0.2
05/24/11	WJB	Telephone call from B Shea regarding D Smith Pine Street accounting for distribution and tax status	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 24

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/24/11	WJB	Seton: Telephone call to B Shea regarding selection of appraiser for Seton facility	0.1
05/24/11	WJB	Cruise Charter Ventures: Review Monterey County Bank closed bank account statements; Prepare e-mail B Shea regarding balance questions regarding same and evidence of transfer of prior amounts into Receiver accounts; Review e-mail from B Shea confirming same	0.4
05/24/11	WJB	Review D Puglisi letter to Judge Homer as filed with Court and prepare letter D Puglisi regarding Receiver role and available for questions	0.1
05/24/11	WJB	Benchmark: Check e-mail for status of receipt of proposal from D Johnson for marketing of Benchmark, check junk mail file; Send e-mail to D Johnson regarding absence of proposal as requested by 5/23	0.3
05/25/11	WJB	Evaluate proposal for brokering Benchmark properties received from D Johnson and prepare e-mail to D Johnson and his partner regarding comments and necessary additional information	0.4
05/26/11	WJB	Benchmark: Review, sign and approve checks and forward to M Guidry	0.3
05/26/11	WJB	Alarm Traders: Review large group of checks, billing information, sign and approve checks and forward to B Shea	0.5
05/26/11	WJB	White Glove: Review, sign and approve checks and forward to W Shaw; Prepare e-mail with questions on capital expense reimbursement for E Castanon	0.1
05/26/11	WJB	Prepare three e-mails to B Bronston with information as received from D Johnson, B Rader for brokerage proposal and lack of completeness regarding same	0.1
05/26/11	WJB	H Control: Prepare e-mails B Shea, D Boland regarding follow-up on forensic investigation	0.1
05/26/11	WJB	Prepare e-mails to and from B Shea on timing of jury duty	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/26/11	WJB	Seton: Look for appraiser recommendations for Seton Building including contacts with D Carino	0.2
05/26/11	WJB	Follow up on determining loss costs and time accumulated for UPS lost package with Alarm Traders checks for LIM to submit to UPS	0.1
05/27/11	WJB	H Control: Prepare e-mail B Shea on H Control investigation with D Boland and preparation of materials	0.1
05/27/11	WJB	Seton: Telephone call to G Navagh regarding appraiser candidates for Capitol District project	0.1
05/27/11	WJB	Telephone conference with B Shea, D Keenholts regarding Alarm Traders sale, personnel issues, D Smith and Pine Street tax issues and income and related matters	0.4
05/27/11	WJB	Seton: Telephone call to J Conti regarding potential engagement for appraisal of Seton premises	0.1
05/27/11	WJB	White Glove: Review e-mail from W Shaw regarding missing signature on check and need to obtain same and process for same and prepare reply	0.1
05/31/11	WJB	H-Control: Review B Shea e-mail requesting Shoma Group documents, assemble same and forward to B Shea, D Boland	0.1
05/31/11	WJB	White Glove: Review weekly expenses and questions regarding same	0.1
05/31/11	WJB	Seton: Telephone call to J Conti regarding background facts concerning Seton Building and need for appraisal and discussion regarding level of effort to be put into project and information required	0.2
05/31/11	WJB	Prepare and revise e-mail to J Conti regarding valuation of Seton Building and preliminary information regarding same; Look for and locate ground lease and e-mail to J Conti	0.4

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 26

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/01/11	WJB	Alarm Traders: Review payroll and approve same; Prepare e-mail regarding same	0.1
06/02/11	WJB	Benchmark: Prepare e-mail to Whitney Bank to clear and approve ACH charges	0.1
06/02/11	WJB	H Control: Review D Boland e-mail regarding J Carr participating in call with H Control; Telephone call to B Shea regarding same; Prepare e-mail reply regarding J Carr role in call so as not delay call by involvement of counsel	0.3
06/02/11	WJB	Benchmark: Prepare e-mail to Whitney Bank to approve wire transfer	0.1
06/02/11	WJB	White Glove: Review, sign and approve checks and send to W Shaw	0.1
06/02/11	WJB	Benchmark: Review, sign and approve checks including review large group of invoices and invoice dates and return to M Guidry	0.7
06/02/11	WJB	H Control: Telephone call from D Boland regarding follow up on communications with H Control and facts to ascertain	0.2
06/02/11	WJB	Alarm Traders: Review, sign and approve checks and return to B Shea	0.3
06/02/11	WJB	Follow up telephone conference with D Boland regarding H Control facts during continuing investigation	0.2
06/02/11	WJB	Prepare e-mail B Shea regarding H Control pursuit of due diligence and membership ownership	0.1
06/03/11	WJB	Prepare e-mails E Castanon, W Shaw regarding credit cards and letters of credit, amounts and location and determining company assets	0.2
06/07/11	WJB	Alarm Traders: Review B Shea medical insurance renewal; Prepare e-mail approving same	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/07/11	WJB	White Glove: Review payroll request and send e-mail authorizing same to Mercantile Bank	0.1
06/08/11	WJB	Alarm Traders: Review e-mail from B Shea regarding checking on wire transfer from Mercantile having not been received; Prepare two e-mails to Mercantile requesting wire transfers to close balance of accounts	0.3
06/08/11	WJB	Alarm Traders: Review, sign and approve checks and basis for same and return to B Shea	0.4
06/08/11	WJB	Telephone call from J O'Dato at Times Union regarding article on D Dudley and no ability to comment regarding names of investors and McGinn Smith transactions	0.2
06/09/11	WJB	Prepare e-mail B Shea regarding sending and receipt of checks and review reply regarding Receiver assessment for allocation of monies to operating accounts	0.2
06/09/11	WJB	White Glove: Review checks, underlying data, sign and verify same; Prepare e-mail W Shaw on insurance policies	0.6
06/09/11	WJB	Shoma: Telephone call from F Silva regarding conversation with H Control based upon call to F Silva and approach and remedies regarding same, fact finding	0.4
06/09/11	WJB	Shoma: Prepare notes on F Silva call and attend to follow-up	0.1
06/09/11	WJB	Review B Shea e-mail on Receiver assessment transfer and prepare reply after consideration	0.1
06/09/11	WJB	Seton: Telephone call to J Conti regarding potential appraisal of Seton building and facts regarding same	0.4
06/09/11	WJB	White Glove: Prepare e-mail to Mercantile regarding bank account transfers and wire transfer to M&T	0.2
06/09/11	WJB	Seton: Review analysis for appraiser and send to B Shea	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 28

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/10/11	WJB	Review e-mail from B Shea regarding Receiver allocation assessment and prepare reply to B Shea regarding same concerning operation of business	0.2
06/13/11	WJB	Seton: Follow up with J Carr on Seton ground lease for appraisal	0.1
06/13/11	WJB	H Control: Review B Shea e-mail regarding 3 p.m. call and reply as to whether J Carr has reconciled documents and legal structure	0.1
06/14/11	WJB	Telephone call from D Boland to discuss TDMM offer from H Control, terms of same, valuation of same, rights of Shoma in connection with TDM payments and allocation of purchase right and consider idea of purchase by H Control of both transactions	0.4
06/14/11	WJB	Prepare e-mail A Guzzetti regarding scheduling meeting with brokers and review reply	0.2
06/14/11	WJB	Participate in conference call with B Shea, J Carr, D Boland to analyze reports of due diligence at H Control and H Control documents, purchase offer and Shoma interests, analysis, strategy and courses of action	1.2
06/14/11	WJB	H Control: Prepare e-mail M Guidry requesting assistance in valuation of H Control interests	0.1
06/15/11	WJB	Prepare e-mails D Boland regarding travel to H Control and scope of due diligence	0.1
06/15/11	WJB	Telephone call to D Boland regarding scope of H Control visit	0.1
06/15/11	WJB	Telephone call to B Shea regarding questions on pending checks, signing of same and delivery dates, phone cell data charges and Alarm Traders sale	0.1
06/15/11	WJB	Review, sign and approve Alarm Traders checks and return to B Shea	0.6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/16/11	WJB	H Control: Telephone call from D Boland regarding report on conversation with M Guidry regarding evaluating value of TDM and TDMM as managed by H Control, analyze next steps with H Control as a result of same	0.4
06/16/11	WJB	Telephone call to A Guzzetti regarding arranging for broker meeting	0.1
06/16/11	WJB	Benchmark: Review, sign and approve Benchmark checks and forward to M Guidry	0.5
06/17/11	WJB	Telephone call from J O'Donnell at Times Union and discussion of inability to comment on individual McGinn Smith investors and reasons for same, provide limited background status of where receivership stands	0.2
06/22/11	WJB	H Control: Telephone call to D Boland regarding report on H Control visit and preliminary conclusions	0.3
06/22/11	WJB	Review M Guidry e-mail on corporate house account with DirectTV and issues regarding same	0.1
06/23/11	WJB	Benchmark: Review Benchmark request to approve ACH charges pending at Whitney Bank; E-mail Whitney Bank regarding same for approval	0.2
06/23/11	WJB	Alarm Traders: Review substantial number of checks, proof for same, sign and return to B Shea	0.9
06/23/11	WJB	White Glove: Review, sign and approve White Glove checks and return to W Shaw	0.4
06/23/11	WJB	Benchmark: Review, sign and approve Benchmark checks and forward to M Guidry	0.3
06/24/11	WJB	Benchmark: E-mail M Guidry with DirectTV ACH account number for use in assessing charges against M&T account to make direct payments as requested by DirectTV	0.3
06/27/11	WJB	Review M&T Bank balance report looking for Pine Street deposits to confirm same	0.3

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 30

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/28/11	WJB	White Glove: Review W Shaw e-mail on new procedure for wire transfers at Mercantile/TD Bank; Prepare reply regarding fact that banker has not returned phone call from Receiver on same subject; Telephone call from Richard at Mercantile regarding wire transfer procedures; Prepare letter to TD Bank regarding wire transfer process as requested by R Antequera	0.5
06/30/11	WJB	Benchmark: Review, sign and approve checks and forward to M Guidry	0.4
07/05/11	WJB	White Glove: Review E Castanon e-mail regarding ACH charges	0.2
07/05/11	WJB	White Glove: Review payroll request; Review payroll from W Shaw; Prepare e-mail authorization to TD Bank	0.2
07/05/11	WJB	Review status of balances in M&T accounts in preparation for report	0.1
07/08/11	WJB	Review, approve and verify Alarm Traders checks and return to B Shea	0.9
07/08/11	WJB	White Glove: Review, sign and verify White Glove checks and return to W Shaw	0.3
07/08/11	WJB	Benchmark: Review, sign and approve Benchmark checks and forward to M Guidry	0.7
07/11/11	WJB	Review HSBC bank statements for Cruise Charter Ventures and TAIN	0.1
07/12/11	WJB	Benchmark: Review and send two e-mails approving ACH charges to Whitney Bank	0.1
07/13/11	WJB	Alarm Traders: Review 7/15 payroll request and approve same; E-mail approval to B Shea	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/14/11	WJB	Telephone call from J Convery of E-trade regarding TD Verifier and making Receiver contact person for E-trade as custodian for three investors	0.3
07/16/11	WJB	Benchmark: Review, sign and approve and send to M Guidry Benchmark checks	0.3
07/18/11	WJB	Prepare e-mail to staff regarding SEC depositions on site in conference room and instructions regarding same	0.3
07/18/11	WJB	Review J Carr e-mail on computer monitor purchase and prepare reply	0.1
07/18/11	WJB	White Glove: Review payroll and account transfer request and prepare e-mail to TD Bank regarding same	0.2
07/19/11	WJB	Travel from Buffalo to Albany 99 Pine Street for SEC deposition and business matters (Total time 4.4)	2.2
07/19/11	WJB	Meet D Stoelting for SEC deposition and attend to arrangements for same at 99 Pine Street conference room	0.4
07/19/11	WJB	Conference B Shea regarding various business matters including Mercantile Bank information for TD Bank; Prepare e-mail to M&T to close MSFC Securities Holdings LLC account; Conference with B Shea regarding operating matters, reconciling balances and financial statements	0.8
07/19/11	WJB	Alarm Traders: Review, sign and approve Alarm Traders checks	0.5
07/20/11	WJB	Extended conference with J Carr, B Shea on write-up of various investments and offerings, loans, investments, Full Circle loan repayment, DBSI potential preference lawsuit, Century Imaging, Smashing Holdings and Seton	1.1
07/20/11	WJB	Benchmark: Review, sign, approve and return Benchmark checks	0.3
07/20/11	WJB	Conference with B Shea regarding SEC request for facts and interviews	0.3

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 32

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/20/11	WJB	Travel from 99 Pine Street, Albany to Buffalo (Total time 4.6)	2.3
07/20/11	WJB	Prepare e-mail J Carr regarding PTO time and notifications of same	0.1
07/20/11	WJB	Alarm Traders: Review e-mail from D Keenholts on D Gibson compensation situation; Review facts and consider economics; Prepare approval and reply	0.1
07/20/11	WJB	Conference with B Shea, J Carr regarding review of various open matters, analysis of various loans and investments, format of report, implications and course of action	0.6
07/20/11	WJB	Alarm Traders: Review, sign and approve Alarm Traders checks	0.2
07/20/11	WJB	Review J Carr draft report regarding loan analysis	0.2
07/21/11	WJB	Telephone call from D Keenholts regarding Firstline, Integrated Excellence and other management issues regarding Alarm Traders	0.2
07/28/11	WJB	Alarm Traders: Review payroll and prepare e-mail B Shea with approval	0.1
07/28/11	WJB	Benchmark: Review and approve Benchmark payroll and e-mail Whitney Bank regarding same	0.1
07/28/11	WJB	Review wire transfer request for expenses and other matters, prepare same and send to TD Bank	0.1
08/02/11	WJB	Attend to White Glove payroll and e-mail regarding same to TD Bank	0.1
08/02/11	WJB	White Glove: Prepare e-mails to E Castanon on resignation; E-mail W Shaw, J Santiago	0.1
08/02/11	WJB	Benchmark: Review B Bronston e-mail on Harborside subordination and prepare reply regarding Receiver concerns	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/02/11	WJB	Benchmark: Prepare e-mail M Guidry regarding sending B Bronston legal fee check	0.1
08/02/11	WJB	Prepare e-mails B Shea regarding W Shaw and J Santiago employment and salary history and issues regarding E Castanon departure	0.2
08/02/11	WJB	Review payroll history on White Glove received from B Shea and identify resignations	0.2
08/02/11	WJB	White Glove: Telephone call from E Castanon regarding assurance of his cooperation in transition and providing passwords to White Glove for computer programs	0.2
08/02/11	WJB	Respond to B Rader final pre-engagement term issues and provide reasons why Receiver will or will not agree	0.2
08/02/11	WJB	Telephone call to W Shaw, J Santiago regarding status with staff following E Castanon departure, issues with computer system and related issues concerning how to continue business; Telephone call to D Powers regarding obtaining computer system assistance on site immediately	0.6
08/02/11	WJB	Prepare draft e-mail to White Glove employees concerning commitment by Receiver following E Castanon departure	0.2
08/02/11	WJB	White Glove: Telephone call from D Powers regarding IT suggestions and support from Synergy on site and prepare e-mail W Shaw regarding same	0.1
08/02/11	WJB	Shoma: Telephone call from F Silva at Shoma to discuss documentation requests and making D Boland available to Shoma and then just letting Shoma bid at sale	0.1
08/02/11	WJB	White Glove: Telephone call to W Shaw regarding IT professional and next steps	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 34

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/02/11	WJB	White Glove: Prepare e-mail to TD Bank authorizing White Glove account changes in light of E Castanon departure and removal of E Castanon from accounts and add J Santiago to same	0.2
08/03/11	WJB	E-mail from J Carr regarding PTO and prepare reply on PTO and Seton tax lien foreclosure status	0.1
08/03/11	WJB	White Glove: Telephone call to W Shaw regarding issues with E Castanon, necessary passwords and need to obtain them from E Castanon and report on two returning employees who previously resigned	0.2
08/03/11	WJB	Review Cruise Charter Ventures and TAIN HSBC Bank statements and send to Brian Shea	0.1
08/04/11	WJB	White Glove: Telephone call from W Shaw regarding material issues with computer network, invoices not printing, phones services being in and out and other reports not printing, status of servers, no back-up in place and need for assistance on systems issues	0.4
08/04/11	WJB	White Glove: Conference D Powers regarding White Glove software alternatives and identification of provider for same	0.2
08/05/11	WJB	Benchmark: Review, sign and approve Benchmark checks	0.7
08/05/11	WJB	Alarm Traders: Review, sign and approve Alarm Traders checks and return to B Shea	0.5
08/05/11	WJB	White Glove: Review Synergy report; E-mail D Powers for review and comments on same regarding White Glove computer system; E-mail W Shaw, J Santiago regarding same	0.1
08/08/11	WJB	First Niagara: Prepare e-mail to First Niagara regarding opening of account regarding Pine Street proceeds in relationship to D Smith partnership role, provide account number ID and other details	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/08/11	WJB	Telephone call from L LeVy as McGinn Smith investor concerning SIPC coverage inquiry	0.1
08/09/11	WJB	Prepare two e-mails to J Carr regarding various inquiries concerning legal issues	0.1
08/09/11	WJB	Telephone conference with J Carr, B Shea regarding Carrow Trust, Cornachio estate and claim, upstate bank account	0.4
08/09/11	WJB	Prepare e-mail B Shea on retention agreement for D Keenholts at Alarm Traders	0.1
08/09/11	WJB	Benchmark: Attend to issues concerning properties, finances, sale and next steps	0.2
08/09/11	WJB	Century Hill: Review e-mail received from J Carr regarding third party inquiry on medical records	0.1
08/09/11	WJB	White Glove: Telephone call from J Santiago, W Shaw regarding report on customer defections resulting from employees who left and request for tracking down information on how defections are coming about	0.2
08/10/11	WJB	Review and approve Alarm Traders payroll	0.1
08/10/11	WJB	White Glove: Review W Shaw wire request and prepare same	0.1
08/10/11	WJB	Review e-mails from First Niagara regarding account opening information for Pine Street proceeds; Review check and e-mail to First Niagara	0.1
08/10/11	WJB	Check on delivery of materials from SEC in preparation for their deposition; Prepare e-mail regarding same; Review e-mail on Livingston deposition dates	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 36

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/10/11	WJB	Telephone call from First Niagara regarding opening of account relating to Pine Street proceeds for D Smith carried interest; Meeting at First Niagara to open account, sign forms and discuss account and nature of same with First Niagara banker; Prepare e-mail B Shea, D Keenholts with proof of opening account and deposit for Receivership	1.3
08/10/11	WJB	Review M&T Bank balance report	0.1
08/11/11	WJB	Follow-up on departed employees; Prepare e-mail J Santiago, W Shaw on defections and impact upon business	0.1
08/12/11	WJB	Attend to plans for meetings at 99 Pine Street and follow-up concerning administration of case	0.1
08/12/11	WJB	Review J Carr email with Finra letter on Van Hoesen claim; Prepare e-mail regarding form of response and approve same	0.2
08/12/11	WJB	Benchmark: Prepare e-mail Whitney Bank to approve ACH charges	0.1
08/12/11	WJB	Benchmark: Review, sign and approve checks and return to Benchmark	0.2
08/12/11	WJB	Review, sign and approve checks and return to W Shaw	0.2
08/12/11	WJB	White Glove: Review payroll history and attempt to reach J Santiago	0.2
08/12/11	WJB	White Glove: Telephone call to J Santiago regarding dealing with requested salary adjustments and travel costs consideration, discussion and consideration of same	0.2
08/12/11	WJB	White Glove: Telephone call to W Shaw and prepare e-mail authorizing salary adjustments	0.2
08/15/11	WJB	Travel from Buffalo to 99 Pine Street for administrative matters, staff meetings and Firstline settlement (Total travel time 5.0 charged at half time)	2.5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/15/11	WJB	Review new signature cards received from First Niagara concerning Pine Street proceeds account and attend to responding to same	0.2
08/15/11	WJB	White Glove: Prepare e-mail report to D Boland, GFK on developments of White Glove including E Castanon resignation and employee defections	0.1
08/15/11	WJB	White Glove: Review W Shaw e-mail regard IT employee interview and e-mail to D Powers requesting professional interview to determine qualifications	0.1
08/16/11	WJB	Attend to administrative details at 99 Pine Street offices including deposition room for SEC	0.3
08/16/11	WJB	White Glove: Telephone call to D Powers regarding discussion of interview of IT candidate for White Glove to determine professional qualifications	0.1
08/16/11	WJB	Conference with J Nuville of SEC regarding deposition arrangements, conference room and SEC materials	0.3
08/16/11	WJB	White Glove: Review request for bank checks, prepare e-mail M&T regarding same	0.2
08/16/11	WJB	Conference Nisch at M&T regarding improvement in interest rate on various accounts held by Receiver at M&T	0.2
08/16/11	WJB	Review PTO scheduling for B Shea	0.1
08/16/11	WJB	Conference with B Shea regarding various D Smith matters	0.1
08/16/11	WJB	Conference with B Shea regarding efforts to remove furniture from storage, sale to used office vendors, possibility of donation; Prepare e-mail TAR regarding arranging keys for furniture lockers as opposed to document lockers; Review Preliminary Injunction Order to confirm authority	0.2
08/16/11	WJB	Attend to overnight retention of SEC documents for depositions and conference SEC lawyers regarding same	0.3

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 38

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/16/11	WJB	Century Hill: Follow-up e-mail to B Lyons at Times Union concerning questions regarding Century Hill stay being vacated for in rem foreclosure	0.1
08/17/11	WJB	Travel from 99 Pine Street to NYC office (total travel time 3.6 hours charged at half time)	1.8
08/17/11	WJB	Review, sign and approve First Excelsior checks	0.2
08/17/11	WJB	Review, sign and approve Benchmark checks	0.2
08/17/11	WJB	Alarm Traders: Review, sign and approve Alarm Traders checks	0.3
08/17/11	WJB	Attend to various details at 99 Pine Street offices regarding administration	0.4
08/17/11	WJB	Dictate Firstline description for Receiver website and revise same	0.2
08/17/11	WJB	Prepare e-mails B Shea, J Carr attempting to identify when Century Hill property was abandoned by McGinn Smith	0.1
08/17/11	WJB	Prepare e-mail M&T regarding issuance of Carrow Trust check at B Shea request and review certificate of incorporation with J Carr concerning powers and ability	0.1
08/18/11	WJB	Attend to follow-up details from 8/16 and 17 work at 99 Pine Street	0.2
08/18/11	WJB	Prepare draft letter to Firstline investors announcing Firstline settlement motion and reasons for same	0.1
08/18/11	WJB	Century Hill: Review e-mail from Albany Times Union and prepare reply regarding in rem foreclosure	0.1
08/18/11	WJB	White Glove: Telephone call from W Shaw regarding various operating details in light of lack of IT personnel, recent employee defections and other matters	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/18/11	WJB	Firstline: Revise investor letter regarding Firstline settlement explanation	0.1
08/18/11	WJB	White Glove: Prepare instruction letter to W Shaw regarding offer to be made to IT employee candidate and terms of same including relocation expenses	0.2
08/18/11	WJB	Clifton Park Storage: Prepare e-mail B Shea with terms of Receiver decision on disposition of furniture stored at Clifton Park, donation of same in light of inability to sell same in light of continuing incurrence of storage charges	0.2
08/19/11	WJB	Review e-mail from A Guzzetti regarding speaking with brokers respecting Firstline settlement motion; Prepare reply e-mail to A Guzzetti regarding Firstline and agreement to do so by phone; Telephone call to A Guzzetti regarding speaking with brokers, requesting names and questions ahead of time	0.4
08/19/11	WJB	Revise and finalize letter to Firstline investors	0.2
08/22/11	WJB	SIPC: Look at prior SEC e-mails on subject of SIPC coverage and reasons for denial and consider how to follow up on same	0.1
08/22/11	WJB	White Glove: Extended telephone call to J Santiago regarding report on travel convention, meeting with Worldview Travel owner and threats made by her regarding White Glove, discussion of appropriate next steps and monitoring of customer defections and impact upon business, payroll, salary adjustments and other business operations	0.6
08/22/11	WJB	SIPC: Review prior notes on SIPC coverage and forward to B Shea and e-mail for follow-up	0.1
08/22/11	WJB	Telephone call to B Shea to discuss various brokers who will be participating in A Guzzetti conference call and obtaining background information on same including report on paying special investors	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 40

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/22/11	WJB	Telephone call from B Gold regarding explanation of Firstline settlement and questions on Verifier, Fortress, Integrated Excellence and whether same are paying or servicing debt	0.3
08/22/11	WJB	Work on answers to list of questions provided by brokres in anticipation of conference call, check source documents for additional facts	0.2
08/22/11	WJB	White Glove: Telephone call to and from California Attorney General regarding Seller of Travel license	0.1
08/23/11	WJB	Prepare answers to questions from brokers in preparation for 12 noon call with dinosaur brokers	0.4
08/23/11	WJB	Participate in conference call with A Guzzetti and certain dinosaur brokers regarding questions regarding Receivership, Firstline explanation, collected assets to date and other matters	0.8
08/23/11	WJB	Alarm Traders: Review e-mail on storage unit donations and clean-out of storage units of used furniture by B Shea	0.1
08/23/11	WJB	Attend to various organizational details concerning operation of business	0.3
08/24/11	WJB	Review Moore's on receiver jurisdiction in light of White Glove developments regarding customers and absconding with same	0.1
08/24/11	WJB	Follow up on Receiver jurisdiction issues in Moore's	0.3
08/24/11	WJB	Update website description based upon docket and other matters	0.2
08/24/11	WJB	Benchmark: Review, sign and approve and forward to M Guidry Benchmark checks	0.3
08/24/11	WJB	Update and coordinate updating of website regarding reconciling entries and conference website manager regarding same	0.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/25/11	WJB	White Glove: Review J Santiago open item list and prepare reply regarding handling and responses to same	0.1
08/25/11	WJB	Review and revise memo to file prepared by JPF2 regarding 8/23 broker call with A Guzzetti and dinosaur brokers and attach attendance list and related materials	0.4
08/25/11	WJB	Telephone call from R Blake of Liberty, NY regarding explanation of Firstline settlement and other receiver matters and status of claims	0.3
08/25/11	WJB	White Glove: Prepare e-mail W Shaw regarding explanation on California Seller of Travel, history and approval by California to continue to sell travel within the state of California	0.1
08/25/11	WJB	White Glove: Review e-mail from E Castanon and send inquiry to J Santiago, W Shaw as to what is behind Eli's request concerning assistance and terms of same	0.1
08/26/11	WJB	White Glove: Review 8/25 e-mail from E Castanon; Review J Santiago e-mail on scope of request and draft e-mail to Eli in response	0.3
08/26/11	WJB	Review J Carr PTO request for 9/19 and 9/20; Check calendar and prepare reply e-mail	0.1
08/26/11	WJB	Benchmark: Review chain of e-mails between B Shea and J Bolton at Shutts law firm regarding tracking money invested into Benchmark at closing	0.1
08/26/11	WJB	White Glove: Prepare e-mail to J Santiago, W Shaw regarding time to reply on issues raised by them including salary adjustments	0.1
08/26/11	WJB	Benchmark: Consider Marcus Point cancellation and update options; Prepare e-mail with decision to M Guidry; Review M Guidry reply regarding fees for cancellation versus upgrade and prepare reply	0.4

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 42

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/26/11	WJB	Prepare and revise requested letter to Virtuoso regarding membership program, facts regarding receivership, ownership interests; Review Virtuoso materials and contract	0.8
08/26/11	WJB	White Glove: Finalize letter to Virtuoso and prepare final revisions and send same by e-mail to J Santiago, W Shaw	0.5
08/26/11	WJB	Review e-mail from E Castanon formerly of White Glove with demands	0.1
08/26/11	WJB	White Glove: Review White Glove new cash flow and dictate questions to W Shaw on ending cash and prepare notes regarding same	0.2
08/26/11	WJB	White Glove: Telephone call from J Santiago regarding additional e-mail he received on confidential basis from E Castanon	0.1
08/26/11	WJB	White Glove: Review cash flow summaries from W Shaw and questions raised by same; Telephone call to D Boland to try and explain differences; Telephone conference D Boland, J Santiago, W Shaw to reconcile same and answer questions and also in dealing with salary adjustments	0.6
08/29/11	WJB	White Glove: Review correspondence to Virtuoso from J Santiago and prepare reply regarding membership	0.1
08/29/11	WJB	Review letter from National Life regarding T McGinn life insurance policy; Prepare e-mail B Shea regarding consideration of asset values	0.2
08/29/11	WJB	White Glove: Telephone call from D Boland to explain his analysis of reconciliation of revised White Glove cash flow performance	0.1
08/29/11	WJB	White Glove: Follow up telephone call from D Boland following communications with W Shaw reconciling differences based upon improvement in business performance	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/29/11	WJB	Benchmark: Review M Guidry e-mail with ACH charges for payroll; Prepare e-mail Whitney Bank authorizing same	0.2
08/29/11	WJB	Review package of checks from B Shea	0.1
08/29/11	WJB	Shoma: Telephone call to D Boland regarding Shoma balance sheet respecting H Control and Shoma desire to see balance sheets, discussion of relevance of same regarding purchase offer and evaluation of same, wasting assets and next steps	0.3
08/29/11	WJB	White Glove: Review e-mail from J Santiago regarding payroll adjustments and prepare reply regarding status	0.1
08/29/11	WJB	Shoma: Telephone call from D Boland regarding report on M Rogers call regarding H Control financials and questions	0.2
08/29/11	WJB	Shoma: Telephone call to D Boland regarding how to respond to 8/29 e-mail from T Martin of Shoma and her e-mail request for documents which seem related to backing up history of investment and conduct of McGinn Smith rather than evaluating purchase	0.1
08/29/11	WJB	Work on travel issues in preparation for Firstline settlement hearing motion; Telephone call from Judge Homer's Chambers regarding form of Firstline approval order and no necessity to appear before court for 8/30 hearing	0.2
08/29/11	WJB	White Glove: Review letters to former employees on cease and desist regarding competitive efforts to take customers and re-book trips; Conference with JRG regarding same	0.3
08/29/11	WJB	Review White Glove salary adjustments at request of W Shaw and J Santiago; Prepare salary increase approval e-mail and conditions to same	0.4
08/29/11	WJB	Alarm Traders: Review, sign and approve and return to B Shea Alarm Traders checks	0.4

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 44

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/29/11	WJB	White Glove: Telephone conference J Santiago, W Shaw on next steps dealing with Worldview and Cruiselines regarding customer cancellations	0.1
08/30/11	WJB	Send form of bill of sale to B Shea for sale of equipment	0.1
08/30/11	WJB	Review Century Hill article in Times Union Albany conditions for Alarm Traders	0.3
08/30/11	WJB	Review check requests; Prepare e-mails regarding payroll and wire transfer requests; Prepare e-mail W Shaw to request reconciliation of wages to new employees and all employees in comparison to prior authorizations	0.4
08/30/11	WJB	White Glove: Review J Grasso letters for cease and desist Worldview Travel and former employees and forward to W Shaw for employee files	0.1
08/30/11	WJB	Review D Boland analysis on White Glove accounts receivable comparison year to year and improvement in financial condition	0.1
08/30/11	WJB	Review e-mail from M&T regarding credit reference for TRIEO; Prepare e-mail B Shea to identify party; Review reply and prepare e-mail M&T authorizing credit reference	0.1
08/30/11	WJB	White Glove: Review W Shaw reply and prepare e-mail requesting explanation on \$2000 difference and new employee effect on payroll	0.1
08/30/11	WJB	White Glove: Telephone call from W Shaw to review payroll expenses and new hires	0.2
08/30/11	WJB	Telephone call from B Shea and IRS special agent regarding basement records and arrangements for inspection of same at 99 Pine Street	0.2
08/30/11	WJB	Shoma: Review D Boland information request and prepare reply with answers to same	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/30/11	WJB	White Glove: Review, sign and approve checks and return to W Shaw	0.3
08/30/11	WJB	White Glove: Prepare e-mail ordering wire transfers at TD Bank; Prepare e-mail ordering payroll wire transfer at TD Bank	0.3
08/30/11	WJB	Check on Alarm Traders access cards, add new part-time employee, change building access process and check on activity on other cards and terminate inactive ones	0.4
08/30/11	WJB	Shoma: Review D Boland suggested e-mail to Shoma regarding documents an information request	0.1
08/31/11	WJB	Review and sign request to IRS for prior tax returns in pre-Receiver period, forward to IRS	0.1
08/31/11	WJB	Benchmark: Review, sign and approve checks and forward to M Guidry	0.3
08/31/11	WJB	Review B Shea e-mail regarding inspection of basement boxes stored there relating to old alarm contract records	0.1
08/31/11	WJB	Review M&T Bank balance report	0.1
09/01/11	WJB	Review \$13,834 check from Wojeski and company to satisfy disgorgement order; Review Order to confirm compliance; Telephone call to First Niagara regarding account for deposit; Prepare e-mail SEC regarding receipt of funds and intention to deposit; Conference with JLS regarding making deposit	0.4
09/01/11	WJB	White Glove: Review W Shaw e-mail on ARC debit process with TD Bank	0.1
09/01/11	WJB	Review e-mail from B Lyons at Times Union regarding SIPC and investor recovery and prepare reply	0.1
09/01/11	WJB	White Glove: Prepare e-mail TD Bank to allow electronic debit for \$120 for Delta/ARC	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 46

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/01/11	WJB	Review D Keenholts safe home accounting and shipment of documents and email regarding same; Prepare reply regarding Labor Day weekend and holding for later date	0.1
09/01/11	WJB	Prepare e-mail B Shea on Wojeski disgorgement deposit for accounting records and M&T and bank analysis	0.1
09/01/11	WJB	Review E Castanon threatening e-mail regarding credit card charges and prepare reply requesting information	0.2
09/06/11	WJB	Review B Lyons e-mail from Times Union; Prepare reply on inaccuracy of report and waiting for public report regarding information requested	0.1
09/06/11	WJB	Benchmark: Review L Gonlag email on two ACH charges being presented; Prepare e-mail and telephone call to M Guidry regarding same; Prepare reply to Whitney Bank authorizing payment	0.2
09/06/11	WJB	Alarm Traders: Review, sign, approve and return checks to B Shea	0.2
09/06/11	WJB	Firstline: Review D Keenholts e-mail on D Roman accounting and approve same and prepare reply regarding sending funds by check	0.1
09/07/11	WJB	Sacandaga: Prepare letter J Featherstonhaugh, W Dreyer regarding Sacandaga Lake property information request; Revise same	0.4
09/07/11	WJB	Alarm Traders: Review, sign and approve checks including letter to D Roman with check on Firstline monies	0.6
09/07/11	WJB	White Glove: Telephone message to D Menendez at TD Bank cash management regarding confirming processing of White Glove ARC debit	0.1
09/07/11	WJB	Benchmark: Review M Guidry e-mail on DirectTV stopped payment; Prepare e-mail requesting account number and check number; Prepare e-mail M&T Bank requesting stopped payment	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/07/11	WJB	Sacandaga Lake: Revise and send letter to J Featherstonhaugh on Sacandaga Lake information request	0.1
09/07/11	WJB	White Glove: Telephone call from D Menendez at TD Bank to discuss block on White Glove account	0.1
09/08/11	WJB	White Glove: Prepare e-mails W Shaw on e-mail shutdown and need for information regarding developing events	0.1
09/08/11	WJB	White Glove: Deal with TD Bank ACH block and filter service agreement including review of same and signing of same	0.3
09/08/11	WJB	Alarm Traders and Seton: Review, sign, approve and return checks to B Shea	0.4
09/08/11	WJB	Benchmark: Review, sign, approve and return checks to M Guidry	0.3
09/10/11	WJB	White Glove: Review check request list and prepare e-mail M&T Bank requesting issuance of official checks	0.1
09/12/11	WJB	Benchmark: Review promotion materials from Bandwith Consulting for sale; Prepare reply requesting electronic copy	0.2
09/12/11	WJB	White Glove: Review M&T e-mail regarding official checks requested for White Glove	0.1
09/12/11	WJB	White Glove: Prepare e-mail TD Bank and send wire transfer requests	0.1
09/12/11	WJB	Prepare e-mail to J Featherstonhaugh regarding calculation of reduction to L Smith disgorgement amount and request for second time information on Sacandaga Lake house	0.2
09/12/11	WJB	Sacandaga: Prepare e-mail to J Featherstonhaugh and review reply regarding Lake House information and status and timing of expected request	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 48

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/12/11	WJB	Telephone call from investor, A Forsythe (former W Lex customer), and status of Receivership and accumulation of funds	0.2
09/12/11	WJB	White Glove: Prepare reply e-mail to W Shaw on A Rog issues	0.1
09/12/11	WJB	White Glove: Review, sign, approve and send to W Shaw White Glove checks	0.3
09/12/11	WJB	Calculate and confirm account balances and amounts not including trust, lake house sale proceeds or H Control estimates	0.2
09/12/11	WJB	Update e-mail to SEC regarding account balances	0.2
09/13/11	WJB	Confirm account balances and prepare letter to parties regarding same and distribute same	0.3
09/13/11	WJB	White Glove: Review e-mail from W Shaw regarding no ACH allowance and prepare reply requesting wire transfer	0.1
09/13/11	WJB	Alarm Traders: Review e-mail from B Shea regarding PTO, checks and laptop for vacation trip; Prepare reply	0.1
09/13/11	WJB	White Glove: Review payroll request, approve same and e-mail TD Bank regarding wire transfers for payroll and other items	0.2
09/13/11	WJB	Telephone conference with B Shea, D Keenholts regarding personnel matters including re-sizing employee staff given reduced alarm contract portfolio, severance payments and application of agreement, course of action regarding same	0.3
09/14/11	WJB	Telephone call from W Dreyer regarding approximate numbers of assets collected to date and likely assets to be collected for purposes of preparation for his settlement conferences with SEC	0.3
09/14/11	WJB	Benchmark: Review, sign and approve and forward Benchmark checks	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/15/11	WJB	Alarm Traders: Review, sign and approve Alarm Traders checks	0.3
09/15/11	WJB	Alarm Traders: Finalize signing, review and approval of checks and send same to B Shea	0.2
09/15/11	WJB	Telephone call from S Brandon regarding investor issues and questions on behalf of her mother, Dawn Bortman	0.4
09/15/11	WJB	Telephone call to banker at First Niagara Bank regarding statements needed to drop as of first of month and not mid-month	0.1
09/16/11	WJB	Review inquiry from reporter regarding SIPC coverage and other matters; Prepare reply; Prepare letter G Abramson regarding Receiver status	0.5
09/19/11	WJB	Review 9/18 Times Union article; Prepare e-mail SEC regarding SIPC coverage and coordination; Prepare arrangements for Livingston deposition by SEC	0.5
09/19/11	WJB	Review D Stoelting e-mail with e-mail from P Zindell with SIPC request, comments regarding Receiver position on SIPC and related matters	0.3
09/19/11	WJB	Telephone call from S Brandon (daughter of investor) regarding investor questions and follow-up	0.3
09/19/11	WJB	White Glove: Telephone call from S Klatt at McCormick law firm regarding claim versus use of images by White Glove, informing Ms. Klatt of Receivership and treatment of claim	0.2
09/19/11	WJB	Locate contact information for investor L Levy who appeared in Times Union article; Telephone call to L Levy regarding same; Discussion of 8/2010 conversation and L Levy allegations of content of conversation, discussion of Wall Street experience and question on experience versus McGinn Smith PPMs	0.3

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 50

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/19/11	WJB	Revise SIPC posting to website and forward to SEC for comment	0.2
09/20/11	WJB	Finalize SIPC description for Receiver website with input from SEC and post same	0.3
09/20/11	WJB	Review e-mails on PPM for IRS; Review PPM; Prepare e-mail T Fatterosso at IRS providing same	0.3
09/20/11	WJB	Alarm Traders: Review and approve payroll	0.1
09/20/11	WJB	White Glove: Extended telephone call with W Shaw J Santiago regarding issues resulting from E Castanon proprietary software, failure of reports to run, inability to repair same so far using outside vendors or other software services, discussion of meeting E Castanon demand for agreement not to sue him in order to have him repair software, implications of same and complications concerning theft of customers, discussion, risk and analysis	0.9
09/21/11	WJB	Alarm Traders: Review 9/20 B Shea, D Keenholts e-mail on potential employee termination, review retention bonus agreement; Prepare e-mail with approval and conditions for same	0.3
09/21/11	WJB	Telephone call from R Gold (investor) regarding status, investments and likely recoveries	0.2
09/22/11	WJB	Alarm Traders: Prepare e-mails with B Shea regarding reasons for and approval of purchase of additional yard signs	0.1
09/23/11	WJB	Benchmark: Review, sign and approve Benchmark checks	0.2
09/23/11	WJB	Alarm Traders: Review, sign and approve Alarm Traders checks	0.2
09/23/11	WJB	Telephone conference with A Bombach, D Stoelting regarding SIPC coverage and SEC position regarding same and advice concerning Receiver position regarding same	0.6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/26/11	WJB	White Glove: Review W Shaw wire request and send same to TD Bank; Prepare e-mail requesting M&T Bank official checks for White Glove	0.2
09/26/11	WJB	Review e-mail to M&T regarding White Glove official check and review reply and forward to B Shea regarding pick-up of official check	0.2
09/26/11	WJB	Review two D Stoelting e-mails to P Zindell and prepare reply with comments concerning SIPC	0.3
09/26/11	WJB	White Glove: Prepare draft letter to E Castanon regarding potential agreement regarding proprietary software repairs in lieu of covenant not to sue	0.2
09/26/11	WJB	White Glove: Review and approve payroll and prepare e-mail W Shaw regarding same	0.1
09/26/11	WJB	White Glove: Prepare e-mails W Shaw, J Santiago regarding IT delay in preparing reports based upon latest report from Jose regarding outside service that could possibly repair	0.1
09/26/11	WJB	Sacandaga Lake: Telephone call from K McGrath, D Stoelting regarding Receiver intentions on sale or disposition of Sacandaga Lake property, status of market, efforts to obtain information, dealing with potential stay application and hearing on same	0.4
09/27/11	WJB	Prepare e-mail B Shea on intention to attend financial statement presentation to SEC on 9/28	0.1
09/27/11	WJB	White Glove: Review faxed payroll request; Prepare e-mail TD Bank regarding approval of wire transfer for same	0.2
09/27/11	WJB	Sacandaga Lake: Telephone call to B Sindel regarding possible listing opportunities and background on real estate market in Sacandaga Lake area; Review Judge Homer's decision concerning property and sale methodology; Prepare e-mail with thoughts to K McGrath regarding property and defendant's attempt to obtain stay of sale process	0.4

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 52

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/27/11	WJB	White Glove: Review, sign, approve and return checks; Prepare e-mail W Shaw with questions regarding certain checks	0.3
09/27/11	WJB	Sacandaga Lake: Revise e-mail to K McGrath regarding Sacandaga Lake monetization or disposition thoughts	0.2
09/27/11	WJB	White Glove: Prepare e-mail TD Bank regarding White Glove wire transfers	0.1
09/27/11	WJB	SIPC: Read investor letter regarding SIPC coverage; Prepare draft reply and prepare e-mail SEC regarding same	0.2
09/27/11	WJB	Sacandaga Lake: Prepare e-mail S Hanse regarding inspection of Great Sacandaga Lake property for Thursday	0.1
09/27/11	WJB	Sacandaga Lake: Exchange three e-mails with S Hanse regarding site inspection arrangements at Great Sacandaga Lake house	0.1
09/28/11	WJB	Travel from Buffalo to 99 Pine Street for SEC meetings regarding B Shea financial statement presentations (total travel time 4.4 hours charged at 1/2 time)	2.2
09/28/11	WJB	No Charge: Unbillable travel time from Buffalo to 99 Pine Street for SEC meetings regarding B Shea financial statement presentations (total travel time 4.4)	2.2
09/28/11	WJB	Attend to administrative details at 99 Pine Street during site visit	0.2
09/28/11	WJB	Alarm Traders: Telephone call from Maryland State Trooper Rosenfeld regarding Maryland alarm license questions to complete application	0.2
09/28/11	WJB	Capital Trust: Conference with B Shea, D Keenholts regarding Capital Trust loan documents and request to obtain same from lawyer involved in action in order to provide same to KeyBank	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/28/11	WJB	Sacandaga Lake: Review e-mail from B Sindel and prepare e-mail S Hanse requesting property address as to be used by brokers	0.1
09/28/11	WJB	Travel from 99 Pine Street to Buffalo following meeting with SEC and B Shea regarding financial statements (total travel time 4.8 charged at 1/2 time)	2.4
09/28/11	WJB	No Charge: Travel from 99 Pine Street to Buffalo following meeting with SEC and B Shea regarding financial statements (total travel time 4.8 charged at 1/2 time)	2.4
09/29/11	WJB	Benchmark: Review payroll request and prepare e-mail Whitney Bank approving ACH charges	0.1
09/29/11	WJB	Prepare memo to file regarding 9/28 call with Trooper Rosenfeld of Maryland State Police regarding alarm application	0.1
09/29/11	WJB	Capital Trust: Revise D Keenholts draft letter to Boies Law Firm regarding Capital Trust documents and send same	0.3
09/29/11	WJB	White Glove: Respond to J Santiago e-mails on computer server and E Castanon involvement, how to continue without reports and expression of issues regarding same	0.2
09/30/11	WJB	Multiple conferences with DMP regarding McGinn Smith e-mail hard drive previously loaded on PL system and inability to access at this time, alternatives	0.2
09/30/11	WJB	Review draft SEC letter to Judge Homer regarding SIPC coverage; Prepare e-mail with comments to SEC on draft letter	0.3
09/30/11	WJB	Sacandaga Lake: Telephone J D'Angelo regarding Betor Smith Road properties and possible engagement	0.2
09/30/11	WJB	Review SEC letter regarding SIPC coverage filed with Court; Attend to posting on Receiver website and creating description to notice section regarding SEC letter on SIPC coverage	0.3

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 54

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/30/11	WJB	Prepare reply letter to Mr/Mrs Gentile regarding SEC letter regarding SIPC coverage	0.1
10/03/11	WJB	Sacandaga Lake: Prepare e-mail S Hanse confirming Wednesday appointment to visit house with brokers and send same	0.1
10/03/11	WJB	Sacandaga Lake: Conference with JLS regarding obtaining information on lake permits for Sacandaga property from regulatory authority and transferability of same; Prepare e-mail S Stoelting, K McGrath regarding status of inspection and listing including providing property information assembled by Receiver on 10/1 and 10/2 from public records	0.4
10/03/11	WJB	Sacandaga Lake: Telephone call from S Hanse regarding inability of Mr. Smith as Trustee to meet Receiver at Sacandaga house at pre-scheduled time on 10/5 due to receipt of Subpoena and necessity to prepare on the prior day, followed by vacation with return on 10/17, Receiver request for missing documentation and for earlier inspection opportunity	0.3
10/03/11	WJB	Sacandaga Lake: Conference with JLS regarding lake property access permit questions and follow-up with authority regarding same	0.1
10/03/11	WJB	Sacandaga Lake: Review e-mail from SEC with questions concerning Sacandaga Lake value issues based upon broker opinion of value and transfer documents; Prepare reply regarding assessment of properties by tax assessor pending inspection of property with other brokers	0.3
10/03/11	WJB	Full Circle: Telephone call from J Stuart regarding attorney fee claim and maturity, repayment process and preliminary discussions on same	0.3
10/03/11	WJB	Full Circle: Follow-up conference with Full Circle officers regarding unreasonable attorney fee claim by DLA Piper, request for information and agreement on no waiver of Full Circle rights by negotiating checks	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/04/11	WJB	Benchmark: Review M Guidry e-mail requesting authority for ACH credit card payment and e-mail Whitney Bank regarding same	0.1
10/04/11	WJB	Alarm Traders: Review and approve payroll	0.1
10/04/11	WJB	Telephone call from P Sicluna regarding alleged PTO claim and Receiver position regarding same on legal grounds	0.1
10/05/11	WJB	Telephone call from M&T Bank regarding obtaining pink copy of official check and referring them to B Shea	0.1
10/05/11	WJB	White Glove: Prepare two e-mails J Santiago on status of computer issues, computer consultants, production of reports and confirming conference call	0.1
10/05/11	WJB	White Glove: Prepare for and participate in telephone conference with W Shaw, J Santiago regarding computer issues, outsider vendors, partial solutions, claims versus E Castanon, cancellations and refusal of E Castanon to assist	0.6
10/05/11	WJB	Alarm Traders: Review, approve and sign checks and return to B Shea	0.5
10/06/11	WJB	Benchmark: Stop payment on Benchmark check at request of M Guidry; E-mail M&T regarding same and review M Guidry, B Shea e-mails with information	0.1
10/06/11	WJB	Benchmark: Review, sign and approve checks and return to M Guidry including several significant checks	0.6
10/06/11	WJB	Revise e-mail to B Lyons regarding settlement discussions reported in court docket and receiver position regarding commenting on same	0.2
10/07/11	WJB	Conference with DMP regarding loading McGinn e-mails onto system and ability to recreate same searchability	0.1
10/07/11	WJB	Review two HSBC statements; Prepare e-mails B Shea regarding same; Prepare e-mail First Niagara regarding 9/30 statement	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 56

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/07/11	WJB	Review bank balance report from D Keenholts	0.1
10/07/11	WJB	Attend to efforts to arrange site visit at Sacandaga property	0.1
10/07/11	WJB	Telephone call from S Froot investor regarding various questions	0.2
10/07/11	WJB	Prepare e-mail to S Hanse at Featherstonhaugh regarding 10/19 visit with broker to review property	0.1
10/07/11	WJB	White Glove: Prepare agenda and details for upcoming visit to business and issues regarding same	0.1
10/10/11	WJB	White Glove: Review, sign, approve and forward to W Shaw White Glove checks; Prepare e-mail M&T requesting five official checks for White Glove	0.3
10/10/11	WJB	Seton: Review, sign and approve Seton checks and return to B Shea	0.3
10/10/11	WJB	Sacandaga: Review JLS memorandum regarding permits for Sacandaga Lake from Hudson River, Black River, Regulatory District and timing of same	0.2
10/11/11	WJB	White Glove: Review e-mail from TD Bank with new contacts for wire transfer requests; Prepare reply requesting editing and phone numbers for involved individuals at TD Bank	0.2
10/11/11	WJB	Benchmark: Review, sign and approve Benchmark checks	0.2
10/11/11	WJB	Review e-mails with FNB statement; E-mail B Shea regarding reconciliation	0.2
10/11/11	WJB	Provide instructions to KML5 on TD Bank new people for e-mail and branch contact information; Prepare e-mail B Shea regarding response to landlord e-mail on basement files and office space	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/11/11	WJB	Benchmark: Review financials and e-mail M Guidry regarding expectation on ongoing cash balances and review reply regarding possible payment to secured creditor	0.2
10/11/11	WJB	Telephone call from H Pinchevsky regarding Upstate Imaging	0.2
10/12/11	WJB	Alarm Traders: Review, sign and approve checks and return to B Shea	0.5
10/13/11	WJB	Alarm Traders: Voicemail message from D Keenholts regarding assistant U.S. Attorney interview and reply concerning inquiry on phone outage	0.1
10/13/11	WJB	Benchmark: Review M Guidry payroll request and ACH clearance; Prepare e-mail Whitney Bank regarding same	0.2
10/13/11	WJB	Livingston: Telephone call to M Gorenflo at First Niagara regarding process to deposit Livingston check and prepare letter regarding same	0.1
10/13/11	WJB	Prepare for and make arrangements for travel to Ft. Lauderdale to visit White Glove premises	0.2
10/14/11	WJB	White Glove: Prepare e-mail White Glove regarding agenda and issues	0.1
10/18/11	WJB	Prepare e-mails real estate broker and S Ely, J Featherstonhaugh confirming 10/19 employment and receipt of information prior to appointment at Sacandaga property	0.1
10/18/11	WJB	Alarm Traders: Review and approve payroll and doublecheck stay bonus calculation	0.3
10/18/11	WJB	Telephone call to S Hanse regarding confirmation of Sacandaga visit for 10 a.m. on 10/19 and request for J Smith mobile phone number for communications; E-mail realtor regarding same	0.2
10/18/11	WJB	Benchmark: Prepare e-mail on checks signed and to be returned	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 58

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/18/11	WJB	Prepare e-mail SEC regarding Alse T guaranty	0.1
10/18/11	WJB	Preparations for White Glove and Vero Beach visit, organize materials and agenda and prepare for same	0.5
10/19/11	WJB	Travel to Sacandaga Lake to inspect property owned by Smith Trust with real estate brokers and G Smith (total travel time 4.0 charged at half time)	2.0
10/19/11	WJB	No Charge: Travel to Sacandaga Lake to inspect property owned by Smith Trust with real estate brokers and G Smith (total travel time 4.0 charged at half time)	2.0
10/19/11	WJB	Meet at Smith Trust Sacandaga Lake property to inspect property, take photos, meet with brokers and post inspection interview with brokers concerning property visit and likely disposition methodologies, ability to lease property versus sale and sale as whole or as partial units	2.8
10/19/11	WJB	Travel from Sacandaga Lake property to Buffalo following Sacandaga Lake property visit and inspection (Total travel time 4.8 charged at half time)	2.4
10/19/11	WJB	No Charge: Travel from Sacandaga Lake property to Buffalo following Sacandaga Lake property visit and inspection (Total travel time 4.8 charged at half time)	2.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/20/11	WJB	White Glove: Travel to and attend meetings with executives and staff at White Glove offices regarding report on employee departures, new employees, computer systems, problems with computer systems following E Castanon departure given proprietary software, remedies and successes to date, further steps to be taken, potential purchase of new mailing list, review of financial statements and financial performance, cash flow projections, possible acquisition of business, employee morale; Meeting with staff employees and answer questions and report on status of business, follow-up interviews with certain employees concerning individualized questions, final exit meeting with White Glove executives regarding next steps and necessary follow-up including potential claims for improper solicitation of White Glove customers	8.6
10/21/11	WJB	Travel from Vero Beach to Orlando airport for return to Buffalo	2.0
10/23/11	WJB	Travel from Ft. Lauderdale and Vero Beach visits to Buffalo	4.9
10/24/11	WJB	White Glove: Approve check and wire requests and send e-mails regarding same	0.1
10/25/11	WJB	White Glove: Review payroll and approve same; E-mail W Shaw for clarifications; Review reply from J Santiago and e-mail TD Bank regarding approval	0.2
10/26/11	WJB	Review, sign, approve Alarm Traders checks to B Shea	0.3
10/26/11	WJB	White Glove: Review, sign and approve White Glove checks; Prepare e-mail W Shaw, J Santiago on report on Brigade evaluation by REF; Prepare e-mail W Shaw on Dell equipment bill and necessity	0.4
10/26/11	WJB	White Glove: Prepare e-mail W Shaw regarding iPad billing evidence	0.1
10/28/11	WJB	Benchmark: Review, sign, approve and forward to M Guidry	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 60

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/28/11	WJB	Conference with REF regarding White Glove mailing list investigation and identification of appropriate companies to deal with	0.2
10/28/11	WJB	Review insurance coverage e-mail from M Guidry; E-mail M Guidry with approval and conditions of same	0.3
10/28/11	WJB	Attend to administrative detail as to reimbursement matters	0.2
10/28/11	WJB	Telephone call from L Sullivan (investor) regarding e-Trade questions and confirmation that e-Trade can contact Receiver	0.2
10/28/11	WJB	Review L Levy letter filed with Court	0.1
11/01/11	WJB	Telephone call from V Gentile as investor and long discussion regarding Stanford fraud case and SIPC coverage	0.3
11/01/11	WJB	Review bank balance reports and analyze same	0.1
11/01/11	WJB	White Glove: Prepare e-mail J Santiago regarding mailing list acquisition issues and recommendations	0.1
11/01/11	WJB	Prepare e-mails J Carr regarding completion of analysis project	0.1
11/02/11	WJB	Benchmark: Review, sign and approve checks	0.2
11/03/11	WJB	Travel from Buffalo to 99 Pine Street (Total travel time 4.4)	2.2
11/03/11	WJB	No Charge: Travel from Buffalo to 99 Pine Street (Total travel time 4.4)	2.2
11/03/11	WJB	Conferences with staff at 99 Pine Street including conference with D Keenholts regarding personnel matters	0.5
11/03/11	WJB	Conference with B Shea regarding documents requiring destruction, rental space, Clifton Park furniture removal efforts; Telephone call to LIM regarding shredding alternatives, Shutts & Bowen documents	0.8

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 61

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/03/11	WJB	Review documents in basement of 99 Pine Street with D Keenholts, B Shea and hallway closet regarding potential destruction by shredding	0.7
11/04/11	WJB	Alarm Traders: Review, sign and approve Alarm Traders checks	0.3
11/04/11	WJB	Benchmark: Review e-mail on ACH credit and e-mail Whitney Bank approving same	0.2
11/04/11	WJB	Review, sign and approve checks for Alarm Traders	0.3
11/04/11	WJB	Conferences B Shea, D Keenholts regarding operational matters	0.3
11/04/11	WJB	Travel from 99 Pine Street to Buffalo (Total travel time 5.2)	2.6
11/04/11	WJB	No Charge: Travel from 99 Pine Street to Buffalo (Total travel time 5.2)	2.6
11/05/11	WJB	Attend to administrative detail including travel arrangements and follow-up from 11/3-4/11 Pine Street visit	0.1
11/07/11	WJB	Prepare e-mail L Mehraban, K McGrath regarding Solomon software issues	0.1
11/07/11	WJB	White Glove: Review payroll request and e-mail TD Bank to approve payment of same	0.2
11/08/11	WJB	Travel from Buffalo to 99 Pine Street (Total travel time 4.2)	2.1
11/08/11	WJB	No Charge: Travel from Buffalo to 99 Pine Street (Total travel time 4.2)	2.1
11/08/11	WJB	Attend to issues with office staff and conferences with office personnel	0.5
11/08/11	WJB	Prepare e-mail to Alarm Traders staff regarding R Simons guilty plea and lack of impact upon Alarm Traders	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 62

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/09/11	WJB	Conference B Shea regarding SIPC issues	0.1
11/09/11	WJB	Benchmark: Review, sign and approve Benchmark checks	0.3
11/09/11	WJB	Review, sign and approve Seton checks	0.2
11/09/11	WJB	Travel from Buffalo to 99 Pine Street (Total travel time 5.0)	2.5
11/09/11	WJB	No Charge: Travel from Buffalo to 99 Pine Street (Total travel time 5.0)	2.5
11/10/11	WJB	Attend to follow-up from 11/8 and 9 trip to 99 Pine Street	0.1
11/12/11	WJB	Alarm Traders: Prepare e-mail B Shea regarding decision on PTO buyout request; Verify calculation and prepare e-mail B Shea regarding calculation	0.1
11/14/11	WJB	White Glove: Review, sign and approve checks; Review and e-mail TD Bank on account and wire transfer; Prepare e-mail M&T Bank requesting official checks	0.3
11/14/11	WJB	Telephone call from Dr. Patel as investor regarding status questions	0.2
11/14/11	WJB	Continue preparation of Receiver report and review communications and letters for incorporation into report	0.2
11/15/11	WJB	Prepare description for Receiver website on U.S. Attorney press release regarding accountant plea agreement and attend to posting of same	0.2
11/15/11	WJB	Benchmark: Review payroll ACH request and e-mail Whitney Bank to clear same	0.1
11/15/11	WJB	Review e-mails with Mercantile Bank for more account information including Verifier	0.2
11/15/11	WJB	Alarm Traders: Review and approve payroll	0.1
11/18/11	WJB	White Glove: Review, sign and approve checks	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/18/11	WJB	Alarm Traders: Review, sign and approve checks	0.2
11/19/11	WJB	Alarm Traders: Review, sign and approve substantial number of checks received from B Shea and forward signed checks to B Shea	0.8
11/22/11	WJB	Telephone call from W Daich as investor regarding status of case and recovery of monies prior to year-end	0.1
11/22/11	WJB	E-mail B Shea First Niagara Bank deposit ticket for McGinn residence deposit and review same as received from bank	0.1
11/22/11	WJB	Telephone call from Deyenne Urbahn as TDM investor regarding address, investor list and review of website	0.3
11/23/11	WJB	Review bank account report received from D Keenholts	0.1
11/23/11	WJB	Alarm Traders: Review, sign and approve checks	0.3
11/23/11	WJB	Benchmark: Review, sign and approve checks and verify invoices	0.3
11/23/11	WJB	White Glove: Prepare e-mail M&T for issuance of official checks and review official check request back-up	0.3
11/23/11	WJB	Telephone call from S Froot as investor regarding status of SIPA analysis by SEC	0.3
11/23/11	WJB	Send second e-mail to M&T for issuance of official White Glove checks based upon vacation of other M&T officer	0.1
11/23/11	WJB	White Glove: Telephone conference J Santiago, W Shaw regarding follow-up from on-site meeting, issues and developments with IT system, follow-up on potential claim regarding violation of employee agreements after leaving White Glove and brief discussion on nature of interest in acquiring business	0.4
11/25/11	WJB	Review, sign and return White Glove checks	0.3

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 64

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/28/11	WJB	Telephone call from F Price at Hinman Howard law firm regarding F Maines investment, status of claim process and status of case overall and review of website, issues dealing with beneficiaries under Will	0.2
11/28/11	WJB	Review bank account report and e-mail D Keenholts with instructions to retain Carrow Trust as listed account for historical purposes even though account is closed	0.1
11/29/11	WJB	Benchmark: Review payroll request and prepare e-mail to Whitney Bank regarding approving ACH	0.2
11/29/11	WJB	Alarm Traders: Review payroll request and approve same	0.1
11/29/11	WJB	Review calendar for relevant dates for meetings with Alarm Traders staff and Asset Purchase Agreement	0.2
11/30/11	WJB	Review Times Union article on M Rodgers plea agreement	0.1
12/05/11	WJB	Benchmark: Review, sign and approve including verifying against vouchers large number of Benchmark checks and forward same to M Guidry	1.0
12/05/11	WJB	Alarm Traders: Review, sign and approve large number of checks and forward to B Shea	0.8
12/05/11	WJB	Alarm Traders: Follow-up on Alarm Traders check issues	0.1
12/06/11	WJB	White Glove: Review payroll request and prepare e-mail to TD Bank regarding same; Prepare reply to W Shaw regarding questions on payroll	0.2
12/07/11	WJB	Review letter from F Price at Hinman Howard regarding F Maines investment and prepare reply	0.1
12/07/11	WJB	Review two month-end HSBC bank statements and forward same to B Shea	0.1
12/08/11	WJB	Prepare two e-mails to B Shea regarding employee PTO payout request and review of rules regarding same	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/09/11	WJB	Benchmark: Review, sign, approve and forward to M Guidry various checks	0.4
12/09/11	WJB	Alarm Traders and Seton: Review, sign and approve checks and invoices and return to B Shea	0.8
12/10/11	WJB	White Glove: Review and prepare transfer wire request to TD Bank; Prepare e-mail to M&T for official checks needed by White Glove	0.2
12/12/11	WJB	Travel from NYC office to 99 Pine Street for SEC action depositions (Total travel time 3.2)	1.6
12/12/11	WJB	No Charge: Travel from NYC office to 99 Pine Street for SEC action depositions (Total travel time 3.2)	1.6
12/13/11	WJB	Benchmark: Prepare e-mail on ACH payroll clearance to bank	0.1
12/13/11	WJB	Sign various checks at 99 Pine Street for Alarm Traders and other entities	0.5
12/16/11	WJB	Travel from Albany to Buffalo following SEC depositions of D Smith, T McGinn (Total travel time 7.4 hours including Amtrak delays)	3.7
12/16/11	WJB	No Charge: Travel from Albany to Buffalo following SEC depositions of D Smith, T McGinn (Total travel time 7.4 hours including Amtrak delays)	3.7
12/20/11	WJB	White Glove: Prepare payroll authorization e-mail to TD Bank; Prepare check requests to M&T Bank	0.2
12/20/11	WJB	White Glove: Review, sign and approve checks and forward to W Shaw	0.2
12/21/11	WJB	Telephone call from B Strawbridge in Houston regarding \$300,000 investor claim, discussion of status and length of case and substantive consolidation or stand alone claims process	0.3

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 66

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/23/11	WJB	Telephone call from E-Trade on TDM Trust no lien letter request and request to put same in writing	0.1
12/23/11	WJB	Telephone call from Sher as paralegal for B Benanfeld, Esq. regarding B Lieberman estate IRA and timing of distribution	0.2
12/27/11	WJB	Attend to business records and compilation of travel expenses for reports	0.3
12/28/11	WJB	White Glove: Review proposed bonus plan revisions, compensation structure; Telephone explanation from J Santiago regarding same and approval	0.4
12/28/11	WJB	Alarm Traders: Review, sign and approve checks and forward to B Shea	0.6
12/29/11	WJB	Benchmark: Review payroll and prepare e-mail to Whitney Bank approving ACH for payroll	0.2
12/29/11	WJB	Telephone call from J Bowen, investor, concerning claims process duration, standalone or substantive consolidation and various issues relating to same including timing	0.6
12/30/11	WJB	White Glove: Prepare confirming e-mail to J Santiago regarding revised compensation program	0.2
12/30/11	WJB	Benchmark: Review, sign and approve check and compare to invoices and send to M Guidry	0.5

CURRENT FEES

\$103,285.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 67

Travel Expense Brown, William J; WJB 02/09-02/11/11 Trip to Albany, NY to 99 Pine street for court conference and various meetings; 02/16/11	633.60
Travel Meals Brown, William J; WJB 02/09-02/11/11 Trip to Albany, NY to 99 Pine street for court conference and various meetings; 02/16/11	45.86
Travel Expense Brown, William J; WJB 02/12-02/14/11 Trip to Vero Beach (Smith Property) FT. Lauderdale, FL (White Glove); 02/24/11	823.10
Travel Meals Brown, William J; WJB 02/12-02/14/11 Trip to Vero Beach (Smith Property) FT. Lauderdale, FL (White Glove); 02/24/11	48.61
Travel Expense Brown, William J; WJB 02/23-02/24/11 Trip to Albany, NY to 99 Pine Street including McGinn residence site visit; 03/03/11	395.94
Travel Meals Brown, William J; WJB 02/23-02/24/11 Trip to Albany, NY to 99 Pine Street including McGinn residence site visit; 03/03/11	5.12
Travel Expense Brown, William J; WJB 07/19-07/20/11 Trip to Albany, NY for SEC depositions and meetings with staff; 07/27/11	535.08
Travel Meals Brown, William J; WJB 07/19-07/20/11 Trip to Albany, NY for SEC depositions and meetings with staff; 07/27/11	67.33
Travel Expense Brown, William J; WJB 08/15-08/17/11 Trip to albany, NY for staff meetings, finalize security sytems, Inc. pleadings and Sec Depositions; 08/24/11	781.62
Travel Meals Brown, William J; WJB 08/15-08/17/11 Trip to albany, NY for staff meetings, finalize security sytems, Inc. pleadings and Sec Depositions; 08/24/11	64.04
Travel Expense Brown, William J; WJB 09/28/11 Trip to Albany, NY for 99 Pine street with sec; 10/07/11	329.35
Travel Meals Brown, William J; WJB 09/28/11 Trip to Albany, NY for 99 Pine street with sec; 10/07/11	9.50
Travel Expense Brown, William J; WJB 10/19/11 Trip to Sacandaga Lake, NY for site visit with real estate brokers and G. Smith; 11/16/11	317.90
Travel Meals Brown, William J; WJB 10/19/11 Trip to Sacandaga Lake, NY for site visit with real estate brokers and G. Smith; 11/16/11	6.50

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 68

Travel Expense Brown, William J; WJB 10/20-10/21/11 Trip to Ft. Lauderdale, FL to White Glaove and Smith Vero home for inspections and meetings; 11/16/11	1,033.61
Travel Meals Brown, William J; WJB 10/20-10/21/11 Trip to Ft. Lauderdale, FL to White Glaove and Smith Vero home for inspections and meetings; 11/16/11	106.78
Travel Expense Brown, William J; WJB 11/03-11/04/11 Trip to Albany, NY to Pine st. for meetings; 11/16/11	511.32
Travel Meals Brown, William J; WJB 11/03-11/04/11 Trip to Albany, NY to Pine st. for meetings; 11/16/11	69.84
Travel Expense Brown, William J; WJB 10/20-10/21/11 Parking while travling to Ft. Lauderdale, FL; 11/16/11	96.00
Travel Expense Brown, William J; WJB 11/08-11/09/11 Trip to Albany, NY for 99 Pine St. for meeting with stafff and IRS Individual, depositions; 11/16/11	514.50
Travel Meals Brown, William J; WJB 11/08-11/09/11 Trip to Albany, NY for 99 Pine St. for meeting with stafff and IRS Individual, depositions; 11/16/11	39.20
Travel Expense Brown, William J; WJB 12/12-12/16/11 Trip to Albany, NY for D. Smith and T. McGinn depositions; 12/29/11	838.14
Travel Meals Brown, William J; WJB 12/12-12/16/11 Trip to Albany, NY for D. Smith and T. McGinn depositions; 12/29/11	79.49
Travel Expense Brown, William J; WJB 12/19-12/20/11 Trip to Albany, NY for D. Smith continued depositions; 12/29/11	712.16
Travel Meals Brown, William J; WJB 12/19-12/20/11 Trip to Albany, NY for D. Smith continued depositions; 12/29/11	15.10

CURRENT EXPENSES

8,079.69

TOTAL AMOUNT OF THIS INVOICE

\$111,364.69

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00017 W.J. Brown, as Receiver Function
June 27, 2012

Invoice Number 717148

Page 69

PAYMENT DUE UPON RECEIPT

Category S

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



Phillips Lytle LLP

Attorneys at Law
3400 HSBC Center
Buffalo, NY 14203
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203

Invoice Number 717149
Invoice Date 06/27/12
Client Number 33474
Matter Number 00018
W J Brown

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

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER 31, 2011:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/05/11	WJB	Telephone call from W Dreyer regarding arranging Thursday afternoon conference call regarding answer to SEC Complaint; Prepare e-mail W Dreyer, S Jones and J Featherstonhaugh regarding conference call to accomplish same	0.2
01/05/11	WJB	Review Judge Homer decision to compel SEC discovery and FINRA motion to quash	0.2
01/06/11	WJB	Prepare for call with three defense counsel concerning their letters filed with Court concerning Receiver answer including review of Complaint, Answer and procedural alternatives	0.6
01/06/11	WJB	Participate in conference call with J Featherstonhaugh, W Dreyer and S Jones regarding Receiver answer, proposal and how to proceed; Telephone message D Stoelting at SEC regarding same	0.5
01/06/11	WJB	Prepare for three lawyer call regarding Receiver answer to SEC complaint	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00018 SEC v McGinn Smith & Co., Inc., et al
June 27, 2012

Invoice Number 717149

Page 2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/07/11	WJB	Review Featherstonhaugh reply on Vero Beach home sale and process for same	0.3
01/10/11	WJB	Review SEC response to Iseman fee application	0.1
01/11/11	WJB	Review Judge Homer decision denying motion for reconsideration by trust	0.2
01/13/11	WJB	Review payment order and attend to details regarding same	0.2
01/15/11	WJB	Review Iseman Reply Memorandum on payment of attorney's fees from trust	0.1
01/18/11	WJB	Consider court docket and scheduling of upcoming hearings and discussion regarding follow-up with Judge Homer's Chambers on schedule	0.1
01/19/11	WJB	Telephone call from L Mehraban regarding hard drive copy and subpoenas	0.1
01/25/11	WJB	Prepare e-mail D Stoelting regarding background on prior phone message regarding Receiver answer to complaint and communication with defendant's counsel and proposed resolution; Revise and distribute same	0.4
01/25/11	WJB	Telephone call to D Stoelting regarding discussion of use of Receiver answer by SEC and discussions with Defendant counsel and whereabouts of M Rogers	0.4
01/26/11	WJB	Telephone call to W Shaw regarding M Rogers whereabouts and role; Prepare e-mail D Stoelting regarding same	0.2
02/01/11	WJB	Review SEC sanctions brief	0.2
02/01/11	WJB	Review Judge Homer decision on sale of Vero Beach property	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/03/11	WJB	Telephone call to L Morin regarding background on his decision to enter judgment in SEC case and whether he answered SEC complaint, review of docket regarding same for comparison to steps to be taken in McGinn Smith case	0.2
02/03/11	WJB	Telephone call to D Stoelting regarding SIPC coverage and selection of realtors	0.2
02/03/11	WJB	Telephone call to L Mehraban regarding report on communications with SIPC regarding extent of potential coverage and reasons SIPC will not cover investors	0.2
02/09/11	WJB	Telephone call to Judge Homer's chambers regarding conference concerning Mrs. McGinn request to sell house; Telephone call to J Featherstonhaugh regarding Vero Beach meeting	0.3
02/09/11	WJB	Telephone call from Judge Homer's Chambers regarding Shoma Group motion and order to show cause; Telephone call to C Norman requesting copies of documents	0.2
02/10/11	WJB	Shoma Group: Prepare for and attend conference at court with counsel for Shoma Group and Judge Homer regarding alleged Shoma Group investment in various cable operations in Florida, repeated request for evidence of payment of monies for purchase of investment and conclusion of motion to lift stay regarding same	1.2
02/10/11	WJB	Review draft order received from SEC in response to agreement during court conference on sale of McGinn home; Compare to Vero Beach order; Prepare e-mail SEC with comments	0.4
02/10/11	WJB	Conference with J Carr regarding W Dreyer request to interview him and attorney-client privilege issue	0.2
02/10/11	WJB	Prepare e-mail W Dreyer regarding SEC and J Carr interview request	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/11/11	WJB	Multiple conferences J Carr, W Dreyer regarding arrangements for interview of J Carr and attorney-client privilege issues	0.3
02/11/11	WJB	Conference with J Carr regarding various questions concerning potential privilege issues and prior representation of individuals versus corporations	0.2
02/12/11	WJB	Review L Smith motion for stay of sale on Vero Beach property and notice of appeal and consider implications for Receiver's effort on sale of home including listing arrangements	0.3
02/12/11	WJB	Review Judge Homer decision on Iseman fee application regarding frozen assets	0.1
02/15/11	WJB	Telephone call to D Stoelting regarding discussion of Receiver request for SEC not to use Receiver answer offensively as never being the intent and constitution prior understanding of Receiver of SEC position, how to proceed in light of SEC's reluctance to agree to avoid using Receiver answer offensively	0.3
02/15/11	WJB	Telephone call from A Bambach, D Stoelting regarding discussion of Receiver answer, potential nolo contendere answer by Receiver	0.2
02/16/11	WJB	Telephone call from D Stoelting regarding status of Vero Beach home and inquiry concerning ability to locate customer account statements pre-1999	0.2
02/16/11	WJB	Telephone call from L Mehraban regarding pre-1999 customer statements regarding securities transactions and status of proceeding against Mr. Livingston	0.2
02/16/11	WJB	Telephone conference with L Mehraban regarding further update on pre-1999 customer statements and report on past efforts to locate same	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/17/11	WJB	Participate in telephone conference with court and parties regarding mid-discovery conference and next step regarding depositions and discovery	0.3
02/18/11	WJB	Read Judge Homer decision on no stay on sale of property in Vero Beach	0.1
02/19/11	WJB	Prepare e-mail SEC regarding dilution of Smith equity in Orchid Island Club as a result of resignation list	0.1
02/23/11	WJB	Briefly review L Smith response to second request for production of documents as received from Featherstonhaugh law firm	0.2
02/24/11	WJB	Review Second Circuit stay motion filed by L Smith; Prepare reply to L Mehraban regarding same and Receiver activities	0.3
03/01/11	WJB	Telephone call to L Mehraban regarding update on status conference at State Supreme Court on foreclosure by M&T of McGinn house and reviewing documents regarding same and strategy concerning stay and stay violation by M&T, obtaining agreement on adjournment	0.2
03/02/11	WJB	Prepare e-mail M Warren at M&T Bank regarding McGinn residence preliminary injunction order against actions versus T McGinn in light of M&T foreclosure action	0.2
03/02/11	WJB	Revise e-mail to M Warren at M&T regarding stay of actions against T McGinn and send same; Telephone call to M Warren regarding status of foreclosure action and continued intent of M&T counsel to pursue foreclosure; E-mail L Mehraban at SEC regarding same	0.4
03/02/11	WJB	Prepare e-mails L Mehraban regarding status of M&T foreclosure action against T McGinn; E-mail M Warren regarding stay imposed by preliminary injunction action	0.2
03/02/11	WJB	Telephone call to L Mehraban to discuss course of action regarding M&T breach of preliminary injunction	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/02/11	WJB	Telephone call to R Ruuska at M&T counsel law firm regarding adequate protection and other issues regarding M&T foreclosure of McGinn residence, suggestions on approach to same; Telephone call to M Warren regarding same	0.7
03/02/11	WJB	Telephone call to L Mehraban at SEC regarding outcome of communications with M&T outside counsel and M Warren, M&T position that no adequate protection exists	0.2
03/02/11	WJB	Prepare e-mail M Warren at M&T regarding Receiver position on violation of stay	0.1
03/02/11	WJB	Telephone call from L Mehraban at SEC regarding suggestion on how to proceed regarding M&T violation of stay and court conference regarding McGinn residence; Prepare and revise letter to state court regarding communications with M&T, existence of preliminary injunction action and related matters regarding McGinn residence; Revise and send same	1.0
03/03/11	WJB	Prepare letter to Schiller & Knapp firm regarding violation of stay and pursuit of M&T foreclosure of T McGinn residence	0.2
03/03/11	WJB	Prepare e-mail M Warren at M&T regarding violation of stay regarding McGinn residence foreclosure	0.1
03/04/11	WJB	Read SEC Second Circuit Brief regarding stay	0.3
03/05/11	WJB	Review SEC Second Circuit Brief in Opposition to Stay of Vero Beach Property and review Florida University website cited in SEC Brief for property conditions in Florida	0.5
03/10/11	WJB	Telephone conference with D Stoelting, K McGrath and others at SEC regarding discovery issues	0.3
03/10/11	WJB	Follow-up conference with D Stoelting regarding cash flow and K McGrath information	0.5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/11/11	WJB	Review N McGinn letter received from Court concerning having missed conference; Prepare reply letter to Court providing prior letters	0.1
03/14/11	WJB	Review L Smith Fifth request for production to SEC regarding annuity agreement	0.1
03/14/11	WJB	Review Second Circuit document on L Smith and Trust appeals and consider implications to Receiver estate	0.2
03/15/11	WJB	Telephone call from M McGinn regarding attorney-client privilege and inquiry as to waiver as to corporate defendants and discussion of prior acts by Receiver concerning same	0.2
03/16/11	WJB	Locate privilege waiver previously given by Receiver and forward same to N McGinn	0.4
03/17/11	WJB	Telephone call to L Mehraban regarding S Jones report on T McGinn residence expenses and how to deal with utility bills	0.1
03/21/11	WJB	Prepare e-mail W Dreyer in response to his e-mail regarding communications with J Carr	0.2
03/21/11	WJB	Review L Smith and J Featherstonhaugh pleadings regarding sanctions response	0.3
03/26/11	WJB	Review SEC Brief in opposition to motion to dismiss Trust and Smith Trustee	0.3
04/04/11	WJB	Review pleadings filed by defendants in opposition to SEC motion for sanctions including Urbelis declaration and MOL	0.5
04/04/11	WJB	Review L Mehraban e-mail on Vero house sale; Prepare reply with broker April 3 report	0.2
04/04/11	WJB	Telephone call to D Stoelting regarding FINRA letter to B Shea and status of FINRA investigation	0.2
04/06/11	WJB	Telephone call to K McGrath regarding Second Circuit Appellate argument and status of ability to sell Vero property	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/20/11	WJB	Review subpoena to K Lex and M Choy from SEC	0.1
05/09/11	WJB	Review e-mail and complaint of pro se filing by T McGinn and D Smith vs FINRA and request for stay; Telephone call to M Newman at FINRA regarding same	0.3
05/09/11	WJB	Review decision on motion to dismiss complaint by Mrs. Smith and children	0.2
05/10/11	WJB	Complete review of Judge Homer's decision denying motion to dismiss and tickle date on last day for SEC to amend complaint	0.1
05/12/11	WJB	Look at reports at Court Decision on non-dismissal of Mrs. Smith's action	0.1
05/12/11	WJB	FINRA: Review Notice of Appearance filed in FINRA pro se action commenced by Messrs. Smith and McGinn; Telephone call to FINRA counsel and prepare e-mail regarding request to speak and prior calls to M Newman	0.3
05/12/11	WJB	Telephone call from FINRA attorney regarding status of pro se action and position of Receiver regarding same	0.2
05/12/11	WJB	FINRA: Prepare letter to District of Columbia District Court regarding Receiver's position regarding commencement of pro se action by Messrs. Smith and McGinn and Receiver position that no authority granted concerning Receivership entities to serve as plaintiffs	0.2
05/14/11	WJB	Review T McGinn, D Smith motion for TRO in District of Columbia District Court against FINRA filed on 5/12; Review Court's 5/10 Order regarding process and procedure	0.6
05/16/11	WJB	Review Judge Homer decision on ability to use search warrant material by SEC	0.2
05/19/11	WJB	Review 5/18 letter for permission to file motion by K McGrath based upon crime fraud exception regarding privileged documents; Review status of overall litigation, any open items and next steps	0.5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/20/11	WJB	Prepare e-mail SEC on arranging for conference room for depositions in Albany	0.1
05/20/11	WJB	Review memorandum decision by district court judge regarding dismissal of pro se complaint against FINRA in District of Columbia court	0.3
05/20/11	WJB	Review K McGrath e-mail on privilege waiver by Receiver and review file looking for same and any objections raised to same; Forward two e-mails regarding waiver of privilege to K McGrath	0.4
05/23/11	WJB	Review file for objection to waiver of privilege by Receiver including M Russo letter and reply on same subject; Prepare e-mail K McGrath regarding same	0.2
05/23/11	WJB	Review K McGrath e-mail regarding investor list; Prepare reply	0.1
05/24/11	WJB	Prepare e-mail SEC and checking to availability of Albany conference rooms and e-mail SEC regarding same for A Guzzetti deposition	0.1
05/24/11	WJB	Locate investor list at request of K McGrath for providing to SEC and prepare e-mail regarding same	0.3
05/26/11	WJB	Review L Smith, G Smith answer to SEC Complaint	0.1
05/31/11	WJB	Telephone call to D Stoelting regarding discussion of status of case, depositions, McGinn and Vero properties, status of sales efforts and likely results and related matters	0.2
06/02/11	WJB	Prepare e-mail D Stoelting regarding conference room arrangements for depositions on 6/15 in Albany	0.1
06/07/11	WJB	Telephone call from D Stoelting regarding YOLO origin; Prepare e-mail J Carr regarding same for background	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/08/11	WJB	Telephone call from J Carr regarding YOLO history in order to respond to D Stoelting request; Prepare e-mail D Stoelting regarding same	0.3
06/08/11	WJB	Review SEC amended complaint as filed with Court	0.1
06/10/11	WJB	H Control: Review box of materials received from Shutts Bowen regarding H Control transactions with McGinn Smith, preliminary review of documents and look for management agreement; Prepare letter J Carr with instructions regarding same	0.2
06/15/11	WJB	Review e-mail from lawyer for W Lex regarding information on B Cooper; E-mail B Shea regarding same and prepare reply	0.2
06/17/11	WJB	Reply to two K McGrath e-mails regarding pending appeal and oral argument on same regarding various facts concerning Vero Beach home and second circuit panel, check background facts and provide information to K McGrath regarding accruing expenses and the like	0.6
06/20/11	WJB	Review e-mail from D Stoelting regarding Second Circuit argument and prepare reply regarding Vero house and details concerning mortgage payments	0.1
06/22/11	WJB	Telephone conference with D Stoelting and K Palen regarding existence of possible additional McGinn Smith accounts and request for SEC to send list to check into	0.6
06/27/11	WJB	Review e-mail from SEC requesting 3rd floor conference room for depositions; Telephone call to LIM regarding same; Prepare e-mail reply regarding confirming arrangements	0.1
07/18/11	WJB	Review various e-mails by SEC with subpoenas; E-mail SEC for deposition dates and arrangements of conference rooms in Albany	0.1
07/19/11	WJB	Conference D Stoelting and H Marlier regarding Alarm Traders facilities and questions concerning accounting developments and bringing books of account forward	0.5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/19/11	WJB	Luncheon conference regarding various matters concerning administration of Receivership including updating books of account which were incomplete and interview with B Shea regarding same	0.5
07/19/11	WJB	No Charge: Luncheon conference regarding various matters concerning administration of Receivership including updating books of account which were incomplete and interview with B Shea regarding same	0.5
07/20/11	WJB	Conference with D Stoelting regarding conclusion of deposition and handling of documents for return to SEC following deposition	0.3
07/20/11	WJB	Discuss status with D Stoelting of just completed deposition and next steps concerning interview of Alarm Traders personnel regarding pre-Receivership financial statements	0.2
07/22/11	WJB	E-mail H Marlier regarding confirmation that Finn deposition is proceeding and check prior e-mails regarding same	0.1
07/30/11	WJB	Review SEC e-mails on timing and locations of depositions	0.1
08/08/11	WJB	Review decision on Florida home and asset freeze received from SEC	0.2
08/10/11	WJB	Review SEC opposition to J Dunn request for stay on sanctions decision	0.1
08/11/11	WJB	Prepare reply to J Nuville at SEC regarding identification of Livingston counsel and conference room for deposition on 9/21	0.1
08/11/11	WJB	Review SEC letter to Judge concerning District Court jurisdiction on sanctions motion	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/17/11	WJB	Telephone call from J Fornari of Guernston Savage introducing issue of attorney-client privilege and whether Receiver will waive same and preliminary indication that Receiver will waive privilege consistent with past waivers	0.2
08/17/11	WJB	Prepare e-mail to Guerston Savage on waiver of privilege; Review K McGrath e-mail regarding same	0.1
08/19/11	WJB	Review K McGrath letter to Judge Sharpe on J Dunn motion respecting jurisdiction and attend to posting of same	0.3
08/19/11	WJB	Review sanctions decision for question about taking judgment against J Dunn	0.2
08/19/11	WJB	Telephone call to K McGrath regarding Vero Beach sale issues, costs of maintaining property, D Smith abandonment of payment of expenses and course of action	0.4
08/23/11	WJB	Prepare e-mail Guerston Savage regarding waiver of attorney-client and work product privilege; Review prior e-mails on same subject and prepare e-mail to J Fornari regarding waiver of privilege	0.4
08/29/11	WJB	Review Judge Homer Order on sanctions to determine whether J Dunn return of check complies with same	0.1
08/31/11	WJB	Review sanctions order (#342) and consider whether uncashed check from J Dunn drawn on trust satisfies order requirements; Telephone call from C Foran, Esq. on behalf of D Wojeski regarding method of payment to satisfy terms of order; Prepare e-mail SEC on J Dunn check and Wojeski communications regarding methodology to make payment	0.5
08/31/11	WJB	Telephone call from C Foran regarding follow-up on form of check from D Wojeski	0.1
08/31/11	WJB	Telephone call to J Featherstonhaugh regarding intentions of L Smith concerning responding to sanctions decision and also discussion of projected recovery by Receiver to date	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/31/11	WJB	Prepare e-mail to SEC regarding J Featherstonhaugh communication that no payment will be made by L Smith	0.1
08/31/11	WJB	Review L Smith MOL filed in opposition to motion by SEC for waiver of attorney-client privilege based upon crime fraud exception	0.2
09/01/11	WJB	Prepare e-mail JPF2 regarding request for investigation of law regarding use of equity receivership to sell assets subject to liens and claims attaching to proceeds	0.1
09/06/11	WJB	Review e-mail for dial-in information for pre-trial conference; Prepare for same	0.2
09/06/11	WJB	Participate in telephonic conference with Judge Homer regarding status	0.4
09/07/11	WJB	Telephone call to D Stoelting at SEC regarding intentions concerning monetizing L Smith Sacandaga Lake house, necessity for entering judgment per prior court order; Discussion of whether J Dunn check uncashed satisfies disgorgement order and settlement of Livingston matter and pending depositions	0.7
09/08/11	WJB	Conference JPF2 regarding outcome of equity receivership inquiry on sale of assets with liens and claims to attach to proceeds versus bankruptcy process, analysis of case law and next steps	0.3
09/09/11	WJB	Coventry: Review requested accounting confirmation and consider implication; Prepare e-mail with comments to B Shea regarding same	0.3
09/09/11	WJB	Prepare draft letter to Judge Homer on Lavelle & Finn documents and work product and attorney client privilege; Review prior waivers by Receiver regarding same and check docket regarding same; Revise letter to Judge Homer confirming Receiver position on attorney client privilege and waiver of work product doctrine for pre-Receivership period	0.6

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00018 SEC v McGinn Smith & Co., Inc., et al
June 27, 2012

Invoice Number 717149

Page 14

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/09/11	WJB	Review e-mail from B Quinn at Tabner Ryan regarding Lavelle & Finn privilege documents; Prepare reply regarding waiver of corporate privilege and confirming letter will be sent to Judge Homer	0.2
09/09/11	WJB	Review draft judgment prepared by SEC	0.1
09/10/11	WJB	Review Reply Memorandum filed by SEC on Motion to Compel production by law firm advising Lynn & David Smith including review of SEC vs. Ryan decision	0.3
09/12/11	WJB	Review SEC proposed judgment against L Smith; Review Fair Funds provision of Sarbanes-Oxley Act; Prepare revisions and e-mail same to SEC	0.8
09/12/11	WJB	Prepare e-mail with N McGinn address and list of cash held to conditions	0.1
09/13/11	WJB	Telephone conference D Stoelting, C Palen regarding questions concerning accounting and transfers, preparation of updated financial statements at McGinn Smith, suggestions regarding meeting with B Shea regarding same	0.5
09/14/11	WJB	Review Notices of Appeal by L Smith, L Smith and G Smith and Trust regarding sanctions	0.1
09/15/11	WJB	Voicemail from K McGrath regarding L Smith and Urbelis depositions and prepare e-mail reply with consent	0.1
09/19/11	WJB	Review issues and extent of coverage possible under SIPC including telephone call with D Stoelting regarding SEC position and legal analysis for same, referral in similar type matter	0.4
09/19/11	WJB	Review SIPC website, review SEC request to SIPC in Stanford case and basis for same, compare facts and allegations; Telephone call to S Harbeck at SIPC and general counsel of SIPC regarding extent and reasons for coverage	0.8
09/19/11	WJB	Telephone call to D Stoelting regarding report on Receiver's call with S Harbeck at SIPC	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/19/11	WJB	Prepare insert to Receiver website on SIPC status and reasons for same based upon particular facts of McGinn Smith case	0.6
09/19/11	WJB	Telephone call from T Fatterosso at IRS requesting 7/8/00 PPM; Telephone call to B Shea regarding same; Follow-up e-mails with T Fatterosso, B Shea regarding locating relevant PPM	0.2
09/20/11	WJB	White Glove: Review Virtuoso agreement for signing for extension; Prepare e-mail W Shaw providing signed version and requesting confirmations that version is same as previously signed	0.4
09/21/11	WJB	White Glove: Review report scheduled to be run by computer but not being run as a result of proprietary software; Prepare e-mail request to W Shaw to review list of reports as to be incorporated into potential agreement with E Castanon, consider potential agreement and implications	0.8
09/26/11	WJB	White Glove: Revise proposed letter agreement with E Castanon regarding proprietary software repair and covenant not to sue; Prepare e-mail to W Shaw, J Santiago regarding same	0.5
09/27/11	WJB	Sacandaga Lake: Prepare e-mail to B Sindel regarding possible listing on Sacandaga house and rental and sale alternatives and identification of broker	0.1
09/27/11	WJB	Review e-mail from SEC with deposition dates, reserve Albany conference room for same and e-mail SEC with arrangements for same	0.1
09/27/11	WJB	74 State Street: Review plaintiff's motion for summary judgment of foreclosure, consider possible opportunities and status	0.4
09/27/11	WJB	Review draft judgment from SEC and prepare e-mail with comments regarding same	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00018 SEC v McGinn Smith & Co., Inc., et al
June 27, 2012

Invoice Number 717149

Page 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/28/11	WJB	Attend meeting with SEC, B Shea and counsel regarding Q&A on financial statements of McGinn Smith entities and transactions during pre-Receivership period	5.1
09/28/11	WJB	Conference with B Shea regarding FINRA document production requested by G Abramson and follow-up on same	0.1
09/29/11	WJB	Prepare report at request of SEC regarding status of Receivership for inclusion in broader SEC report to governmental authorities	1.1
09/29/11	WJB	FINRA: Review document production request in Rosenzweig arbitration; Prepare e-mail D Stoelting regarding request for discussion regarding same	0.4
09/29/11	WJB	FINRA: Telephone conference B Shea, J Carr regarding ability to provide any e-mail searches regarding Rosenzweig information request, policy manuals and other items in light of FBI document seizure	0.3
09/29/11	WJB	FINRA: Telephone conference with D Stoelting regarding discussion of possible approaches to FINRA discovery request by Rosenzweig parties, location of available documents including at SEC and FINRA; Draft e-mail to Rosenzweig counsel and W Lex counsel regarding possible approaches and request for conference call	0.5
09/29/11	WJB	FINRA: Prepare e-mail G Abramson regarding availability for conference call; Review responses in attempt to coordinate time for 9/30	0.2
09/30/11	WJB	Locate Fulton County tax records for Sacandaga Lake properties, compare Betor Road property listed for sale versus Smith Trust property and confirm identity is different; Review public reports on properties including size, taxation, condition and improvements and tax data; Prepare e-mail J D'Angelo regarding discussion concerning possible brokerage arrangement	1.5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/30/11	WJB	FINRA: Telephone call to J Poole regarding Rosenzweig arbitration and preview of Receiver position and ability to provide documents and information	0.3
09/30/11	WJB	FINRA: Prepare for and participate in conference call with G Abramson and J Poole regarding discussion of Rosenzweig arbitration document request, availability of witnesses and alternatives, discussion of suggestion of them submitting search terms for possible use to identify e-mailed documents and course of action regarding same	0.5
09/30/11	WJB	Telephone call to D Stoelting regarding J Carr role in privilege issues at McGinn Smith, pre versus post-receivership attorney-client privilege and work product doctrines	0.2
10/01/11	WJB	Sacandaga Lake: Telephone conference with J D'Angelo regarding interview regarding ability to serve as broker, questions regarding property and listing steps and arrangements for inspection of property	0.2
10/03/11	WJB	Review e-mails concerning SIPC topics and revise letter to Mr/Mrs Gentile regarding SEC reply to Judge Homer concerning extent of SIPC coverage	0.4
10/03/11	WJB	Review T O'Connor 10/3 letter to Judge Homer regarding SIPC coverage and requesting court conference; Prepare reply regarding stay not applicable to SEC efforts regarding SIPC coverage	0.3
10/03/11	WJB	Review B Shea e-mail draft to his counsel regarding Firstline wires in response to US Attorney inquiries	0.1
10/03/11	WJB	FINRA: Prepare reply to G Abramson, J Poole regarding status of receipt of discovery requests from them for computer searches based upon conference call regarding limiting scope of discovery in light of circumstances surrounding Receivership and McGinn Smith estate	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/03/11	WJB	Telephone call from L Hennessey regarding request by court to file statement by Receiver concerning partial satisfaction of disgorgement obligations; Prepare same	0.3
10/03/11	JLS	Conference with WJB regarding Lake Side permits for 106, 109, 111 Betor-Smith Road; Retrieve tax maps of all three properties from Landmax	0.3
10/03/11	JLS	Sacandaga Lake: Telephone call to the Salandelga Regulatory District regarding Lake Side permits; Reivew findings with WJB; Draft memo to WJB regarding findings	1.2
10/04/11	WJB	Revise Receiver statement for filing with Court concerning payments by L Smith, J Dunn and Smith Trust Trustee, D Wojeski and status of same including checking source documents; Prepare e-mail L Hennessey with same	0.5
10/04/11	WJB	Review e-mail from SEC on why Receiver statement regarding disgorgement matters was filed and prepare reply regarding same	0.1
10/04/11	WJB	Review T O'Connor 10/3 letter to Judge Homer; Prepare e-mail SEC regarding no intention to reply further	0.2
10/05/11	WJB	Review text order denying relief	0.1
10/05/11	WJB	Telephone call from Judge's law clerk regarding whether there will be hearing on stay motion before court and timing and arrangements for same	0.2
10/05/11	WJB	Review W Dreyer e-mail on reviewing Lavelle & Finn documents and prepare reply regarding call and file review	0.2
10/06/11	ESB	Conference with WJB re: disclosure in FINRA proceeding of documents already produced to SEC	0.2
10/06/11	WJB	Telephone conference W Dreyer, S Ely regarding Lavelle & Finn document review of corporate file; Telephone call to W Keniry in attempt to obtain file and information regarding same; Prepare e-mail W Keniry requesting file and information	0.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/06/11	WJB	Review Judge Homer decision on denying stay	0.2
10/07/11	WJB	Review portion of Judge Homer Order as to who controls trust assets in 10/6 Order and prepare e-mail SEC regarding questions regarding same	0.4
10/10/11	WJB	Review 10/7 SEC multiple subpoenas and deposition notices	0.1
10/10/11	WJB	Review SEC memorandum of law regarding Smith motion for stay; Review back-up information on Trust proceeds used in original SEC pleadings including docket no. 142; Prepare e-mail SEC regarding pursuing balance of cash held by L Smith	0.8
10/10/11	WJB	Review docket no. 142A and 142B for L Smith proceeds questions	0.2
10/10/11	WJB	Telephone call with Michelle at W Keniry's office regarding whereabouts of file of corporate documents to be reviewed by Receiver; Prepare e-mail W Keniry regarding same and request for documents to be sent by PDF	0.3
10/10/11	K-K	Docket last day for lake access permit for Sacandaga Lake Smith Property	0.2
10/11/11	WJB	Review T Urbelis letter to Judge Homer for discovery conference to quash subpoena	0.1
10/12/11	WJB	Telephone call from S Ely regarding whether there has been any communication to Receiver from Lavelle & Finn counsel and summary of communications to date in attempt to have corporate file provided to Receiver	0.1
10/14/11	WJB	Prepare e-mail D Ely regarding Judge Homer conference and rescheduling Sacandaga visit	0.1
10/18/11	WJB	Telephone call from S Ely regarding status of document review of Lavelle & Finn documents and report to Judge Homer regarding same	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/18/11	WJB	Prepare e-mail and review reply from L Hennessey regarding ability for court to contact Receiver by mobile phone for court hearing on 10/19 regarding Lavelle & Finn	0.1
10/19/11	WJB	Participate in conference call with Court concerning Lavelle & Finn documents and confirmation of lack of receipt from counsel of so-called corporate documents	0.2
10/19/11	WJB	Telephone conference D Stoelting, K McGrath regarding accounting and substantive consolidation issues relating to SIPC and related matters including allowance of claims, report on Sacandaga visit and Pine Street value	0.9
10/19/11	WJB	Telephone call to B Shea regarding substantive consolidation issues and accounting transactions	0.2
10/19/11	WJB	Telephone call to T Welles regarding amount of residual value in Pine Street	0.1
10/21/11	WJB	Participate in telephone conference with Judge Homer and parties regarding Lavelle & Finn documents and review by Receiver	0.3
10/24/11	WJB	Review M Laferriere letter to Judge Homer with business billing file from Lavelle & Finn and consider implications concerning further review	0.1
10/24/11	WJB	Locate B Cooper fee chart for D Stoelting and forward same	0.1
10/29/11	WJB	Review W Dreyer privilege log to Judge Homer contained in 10/26 letter	0.1
11/10/11	WJB	Review adjourned deposition dates to week of 12/12 and prepare e-mails regarding same for arrangements and scheduling	0.1
11/10/11	WJB	Review question from SEC regarding whether G Smith has Quicken Books copy from McGinn Smith; Review file and discuss with B Shea; Prepare response regarding copy being that provided to D Smith at commencement of Receivership	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/10/11	WJB	Telephone J Newville regarding G and D Smith question on Quicken Books	0.2
11/11/11	WJB	Review Grand Jury Subpoena for additional documents at 99 Pine Street; Prepare memo to file regarding 11/8 Grand Jury Subpoena background	0.2
11/11/11	WJB	Telephone call from S Hanse regarding Receiver's intentions on marketing Sacandaga property; Prepare and revise e-mail confirming same regarding Second Circuit stay	0.3
11/15/11	WJB	Review e-mail from L Mehraban regarding arrangements for conference room and wireless communications	0.1
11/15/11	WJB	Review extended Judge Homer decision on Lavelle & Finn firm claim of attorney client privilege and work product and study same	0.7
11/16/11	WJB	Review e-mail from K McGrath regarding language for Second Circuit consent regarding imposition of stay but allowing marketing of property and prepare reply	0.3
11/21/11	WJB	Review Smith Memorandum; E-mail explanation to L Mehraban at SEC and review D Smith memos	0.4
11/28/11	WJB	Review deposition schedule as revised and prepare arrangements for depositions	0.1
11/29/11	WJB	Review Smith party request to admit and for production of documents directed to SEC	0.3
12/13/11	WJB	Attend deposition of D Smith by SEC in SEC action	6.9
12/13/11	WJB	Conferences and assistance to SEC following completion of D Smith deposition regarding documents, review of testimony and follow-up matters	0.4
12/14/11	WJB	Attend deposition of D Smith by SEC in SEC action	5.5

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00018 SEC v McGinn Smith & Co., Inc., et al
June 27, 2012

Invoice Number 717149

Page 22

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/14/11	WJB	Discuss testimony of D Smith with SEC and also discuss possibility of Vero property sale and settlement, Stanfield lawsuit by SEC against SIPC and implications	0.4
12/14/11	WJB	Prepare e-mail W Dreyer on updated showings at Vero property in light of his comments regarding possible settlement	0.2
12/15/11	WJB	Attend deposition of T McGinn by SEC in SEC action	6.1
12/15/11	WJB	Prepare for Tim McGinn deposition including review of possible documents to be used	0.1
12/15/11	WJB	Review David and Lynn Smith settlement proposal	0.1
12/16/11	WJB	Attend deposition of T McGinn by SEC in SEC action	7.0
12/16/11	WJB	Prepare for continuation of T McGinn deposition including review of exhibits from December 15, 2011	0.4
12/19/11	WJB	Travel from Buffalo to Albany for continuation of D Smith deposition by SEC (Total travel time 6.6 hours)	3.3
12/19/11	WJB	No Charge: Travel from Buffalo to Albany for continuation of D Smith deposition by SEC (Total travel time 6.6 hours)	3.3
12/20/11	WJB	Attend continued deposition of D Smith by SEC	4.4
12/20/11	WJB	Travel from Albany following D Smith deposition to NYC office (Total travel time 3.6)	1.8
12/20/11	WJB	No Charge: Travel from Albany following D Smith deposition to NYC office (Total travel time 3.6)	1.8

CURRENT FEES

\$42,053.50

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00018 SEC v McGinn Smith & Co., Inc., et al
June 27, 2012

Invoice Number 717149

Page 23

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Duplicating A1, 140 Page(s)	14.00	
Duplicating A1, 368 Page(s)	36.80	
CURRENT EXPENSES		<hr/> 50.80

TOTAL AMOUNT OF THIS INVOICE	\$42,104.30
------------------------------	-------------

PAYMENT DUE UPON RECEIPT

Category T

W.J. Brown, as Receiver v. Thomas E. Livingston



Phillips Lytle LLP

Attorneys at Law
3400 HSBC Center
Buffalo, NY 14203
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203

Invoice Number 717150
Invoice Date 06/27/12
Client Number 33474
Matter Number 00019
W J Brown

Re: W.J. BROWN, AS RECEIVER OF MCGINN SMITH & CO., INC. V THOMAS E. LIVINGSTON

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER 31, 2011:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/03/11	TAR	No Charge: Correspondence with WJB re strategy for status conference with Judge Homer	0.4
01/04/11	TAR	Preparation for status conference with Judge Homer	0.6
01/05/11	TAR	Attendance at Rule 16 Conference	1.0
01/05/11	TAR	Correspondence with WJB re Rule 16 conference issues	0.4
01/05/11	TAR	Analysis of Livingston financial disclosure affidavit	0.6
01/05/11	TAR	Correspondence with WJB re Livingston financial disclosure affidavit	0.4
01/07/11	TAR	Conference with WJB re response to Livingston financial disclosure affidavit	0.2
01/10/11	TAR	Preparation of response to P Moschetti re Livingston financial disclosure affidavit	0.5

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00019 W.J. Brown, as Receiver of McGinn Smith
June 27, 2012

Invoice Number 717150

Page 2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/11/11	TAR	Revisions to response to P Moschetti re Livingston financial disclosure affidavit	0.5
01/11/11	TAR	No Charge: Correspondence with WJB re response to P Moschetti re Livingston financial disclosure affidavit	0.2
01/12/11	WJB	Revise letter to Livingston counsel regarding additional information needed to analyze personal financial statement and distribute same	0.5
01/19/11	TAR	Correspondence with P Moschetti re Livingston default in producing documents	0.5
01/20/11	TAR	Correspondence with D Pearce and WJB re Livingston's outstanding documents	0.2
01/31/11	TAR	Preparation of response to P Moschetti regarding supplemental materials produced relative to T Livingston financial disclosure affidavit	0.6
02/10/11	WJB	Review settlement offer letter draft and prepare comments; Forward to TAR	0.1
02/10/11	TAR	No Charge: Revisions to response to Livingston settlement information	0.2
02/10/11	TAR	Correspondence with P Moschetti re settlement demand	0.2
02/10/11	TAR	Telephone call with P Moschetti re conference with Judge Homer	0.2
02/14/11	TAR	Began preparation of Rule 26 initial disclosure	0.8
02/15/11	TAR	Telephone calls with B Shea and WJB re Livingston credit card bills and disclosure issues	0.3
02/15/11	TAR	No Charge: Preparation of correspondence to WJB re approach to Rule 26 disclosures	0.5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/15/11	TAR	Telephone call with P Moschetti re status of Honda insurance and Livingston matter	0.2
02/15/11	TAR	Continued preparation of Rule 26 initial disclosures	0.9
02/16/11	TAR	Telephone call with D Pearce re Livingston vehicle insurance issue	0.2
02/16/11	TAR	No Charge: Correspondence with WJB re insurance on Livingston vehicle	0.2
02/16/11	TAR	Continued preparation of Rule 26 initial disclosures	0.5
02/22/11	TAR	Analysis of pre-trial scheduling order	0.4
02/22/11	TAR	Began preparation of Livingston discovery demands	0.9
02/23/11	TAR	Review of pleadings in preparation of interrogatories to Livingston	0.5
02/24/11	K-K	Livingston: Docket last day to file motions	0.2
02/24/11	TAR	Preparation of Livingston discovery demands and interrogatories	2.0
02/25/11	PKS	Review complaint, answer and documents regarding solvency issues; Conference with WJB regarding strategy	1.0
02/25/11	WJB	Prepare e-mail KJE regarding allocation of attorneys for Livingston lawsuit now that it is going to discovery and litigation stage	0.2
02/25/11	TAR	Continued preparation of Livingston discovery demands	3.0
02/25/11	TAR	No Charge: Research re strategy of moving to dispose of Livingston's counterclaim closing discovery period	0.6
02/25/11	TAR	Preparation of memorandum re proceeding with discovery and issues re moving to dispose of Livingston's counterclaim	0.5

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00019 W.J. Brown, as Receiver of McGinn Smith
June 27, 2012

Invoice Number 717150

Page 4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/25/11	TAR	No Charge: Telephone call with KJE re Livingston discovery issues	0.2
02/25/11	TAR	Correspondence with WJB, KJE and PKS re status of case and moving forward with discovery	0.7
02/26/11	WJB	Conference with PKS regarding background facts and defense raised concerning repurchase of stock, priority of payment under applicable law, ability to use as offset and analysis, risks and courses of action	0.2
02/28/11	PKS	Conference with TAR regarding strategy; Review initial disclosures and discovery requests	0.8
02/28/11	WJB	Prepare e-mail TAR on vehicle status regarding insurance and review reply	0.1
02/28/11	TAR	No Charge: Telephone call with PKS re advancing discovery in Livingston matter	0.3
02/28/11	TAR	Continued preparation of and revisions to initial Livingston discovery demands	2.8
02/28/11	TAR	Telephone call with B Shea re accounts payable documents substantiating claims against Livingston	0.2
02/28/11	TAR	Correspondence with PKS and WJB re proceeding with discovery in the Livingston matter	0.4
03/01/11	TAR	Meetings with J Carr and B Shea re Livingston discovery issues	1.2
03/01/11	TAR	Final revisions to initial Livingston discovery demands	1.4
03/01/11	TAR	No Charge: Telephone call with PKS re finalizing initial discovery demands	0.2
03/25/11	TAR	Telephone call with B Shea re search results of Livingston e-mail	0.2
03/31/11	TAR	Meeting with J Carr re Livingston e-mails	0.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/04/11	TAR	Preparation of correspondence to P Moschetti re discovery issues	0.5
04/04/11	TAR	Correspondence with WJB re assembling necessary documentation and proceeding with discovery	0.7
04/07/11	TAR	Began review of T Livingston e-mails	1.1
04/08/11	TAR	Began analysis of discovery responses and demands from Livingston	1.3
04/08/11	TAR	No Charge: Correspondence with WJB re discovery issues	0.3
04/11/11	TAR	No Charge: Preparation of discovery outline	1.6
04/11/11	TAR	Correspondence with WJB and PKS re proceeding with discovery and addressing Livingston responses	0.4
04/13/11	TAR	Telephone call with B Shea re Livingston discovery	0.2
04/14/11	TAR	Meeting with J Carr and B Shea re Livingston discovery demands	2.1
04/15/11	TAR	Telephone call with B Shea re Livingston discovery	0.2
04/18/11	TAR	Preparation of outline re Livingston discovery responses	1.4
04/18/11	TAR	Telephone call with B Shea re Livingston discovery issues	0.2
04/20/11	TAR	Analysis of Livingston discovery issues	0.9
04/20/11	TAR	Preparation of correspondence to WJB outlining discovery issues	0.8
04/20/11	TAR	Telephone calls with B Shea regarding Livingston document production issues	0.4
04/20/11	TAR	Revisions to Livingston discovery response outline	0.4

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00019 W.J. Brown, as Receiver of McGinn Smith
June 27, 2012

Invoice Number 717150

Page 6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/21/11	TAR	Preparation of correspondence to P Moschetti re discovery demands	0.4
04/22/11	TAR	Telephone call with B Shea re Livingston's discovery demands	0.2
04/25/11	TAR	Began preparation of responses to Livingston's discovery demands	2.7
04/25/11	TAR	Analysis of documents in preparation of discovery responses	1.8
04/26/11	TAR	Analysis of Livingston syndicate transactions	0.7
04/26/11	TAR	Meeting with B Shea re discovery document and Livingston payroll issues	1.2
04/26/11	TAR	Preparation of memorandum correspondence to WJB re discovery concerns	0.9
04/28/11	TAR	Meeting with B Shea re Livingston discovery demands	0.4
04/29/11	PKS	Review/revise discovery responses	0.9
04/29/11	PKS	Review payroll records regarding commission vs. salary issue	0.7
04/29/11	PKS	Conference with TAR regarding response to same	0.5
04/29/11	PKS	Review defendant's discovery requests	0.5
04/29/11	TAR	Telephone call with PKS re Livingston discovery	0.5
04/29/11	TAR	Correspondence with WJB and PKS re Livingston discovery	0.4
05/02/11	TAR	No Charge: Preparation of responses to discovery demands	0.8
05/03/11	TAR	Conferences with B Shea re document searches and production	0.4
05/03/11	TAR	Continued preparation of responses to interrogatories	3.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00019 W.J. Brown, as Receiver of McGinn Smith
June 27, 2012

Invoice Number 717150

Page 7

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/03/11	TAR	Preparation of responses to document demands	0.5
05/04/11	PKS	Staff conference regarding same	0.1
05/04/11	PKS	Review issues regarding defendant's request for e-mails	0.2
05/04/11	TAR	Correspondence with PKS re producing e-mails in discovery	0.4
05/04/11	TAR	Meetings with B Shea and T Trombley re Livingston discovery	1.6
05/04/11	TAR	No Charge: Telephone call with PKS re e-mail production	0.4
05/04/11	TAR	Continued preparation of responses to document demands	0.8
05/05/11	PKS	Conference with TAR regarding same	0.1
05/05/11	PKS	Review issues regarding redacting information in commission runs	0.1
05/05/11	TAR	Telephone calls with B Shea re discovery document production	0.3
05/05/11	TAR	Revisions to Interrogatory responses	0.7
05/05/11	TAR	No Charge: Continued preparation of responses to documents demands	1.9
05/06/11	PKS	Conference with TAR regarding same	0.7
05/06/11	PKS	Work on discovery responses	0.9
05/06/11	TAR	Revisions to responses to Livingston's interrogatories	0.6
05/06/11	TAR	Continued preparation of responses to Livingston's document demands	2.4
05/06/11	TAR	Meeting with B Shea re discovery issues and documents to produce	1.6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/09/11	PKS	Finalize discovery responses	0.5
05/09/11	WJB	Review answers to interrogatories and prepare comments	0.3
05/09/11	TAR	Finalization of responses to Livingston's document demands and interrogatories	3.2
05/09/11	TAR	Conference with PKS re responses to discovery demands	1.0
05/09/11	TAR	No Charge: Organization of exhibits to discovery demand responses	0.4
05/09/11	TAR	Meeting with B Shea re exhibits to discovery demand responses	0.4
05/20/11	TAR	Correspondence with WJB and PKS re status of document request to US Attorney	0.2
05/26/11	TAR	Telephone calls with B Shea re Livingston discovery	0.3
05/26/11	TAR	Preparation of memo to file re conference with D Rees	0.6
05/26/11	TAR	Correspondence with WJB and P Moschetti re Honda Odyssey insurance	0.4
05/26/11	TAR	Telephone call with Keeler Honda re possible return of Honda Odyssey (Livingston Vehicle)	0.2
05/26/11	TAR	Telephone call with D Rees re Livingston claims and defenses	0.3
05/27/11	PKS	Conference TAR regarding discovery conference, status and strategy	0.3
05/27/11	WJB	Review e-mails regarding upcoming mid-discovery conference call with Judge and status of documents from Assistant U.S. Attorney; Prepare reply e-mail regarding same to PKS, TAR	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/27/11	WJB	Prepare follow-up e-mail to Asst. U.S. Attorney regarding documents needed for Receiver vs. Livingston litigation	0.1
05/27/11	TAR	No Charge: Telephone call with D Pearce re Livingston vehicle issues	0.2
05/27/11	TAR	Correspondence with D Pearce re resolving Livingston vehicle issues	0.2
05/27/11	TAR	Telephone call with PKS re mid-discovery conference strategy	0.3
05/27/11	TAR	Telephone call with P Moschetti re status of Livingston vehicle and possible resolution	0.3
05/31/11	PKS	Conference with TAR regarding discovery	0.1
05/31/11	WJB	Conference with TAR regarding preparation for pre-trial and strategy regarding same	0.1
05/31/11	TAR	Preparation for mid-discovery conference	0.9
05/31/11	TAR	Attendance at mid-discovery conference	0.2
05/31/11	TAR	Correspondence with WJB and PKS re mid-discovery conference and noticing Livingston's deposition	0.5
05/31/11	TAR	Preparation of deposition notice re T Livingston	0.3
06/01/11	TAR	Preparation of correspondence to P Moschetti re Livingston deposition	0.3
06/06/11	WJB	Telephone call to B Coombe at US Attorney's Office regarding obtaining Livingston documents and coordination with TAR	0.1
06/06/11	TAR	Correspondence with PKS re Livingston deposition issues	0.2
06/09/11	TAR	Telephone call with D Pearce re obtaining cleaner copy of sales contract (Honda Odyssey)	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00019 W.J. Brown, as Receiver of McGinn Smith
June 27, 2012

Invoice Number 717150

Page 10

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/10/11	TAR	Telephone call with B Shea re additional Livingston discovery	0.2
06/13/11	TAR	Meeting with B Shea re supplementing discovery	0.8
06/15/11	TAR	No Charge: Correspondence with WJB re obtaining documents at US Attorney's Office	0.2
06/16/11	TAR	Telephone call with B Shea and Agent Fattorusso re seized documents	0.3
06/17/11	TAR	Meeting with B Shea re additional Livingston discovery	0.3
06/20/11	TAR	Began preparation of deposition outline for PKS re T Livingston	2.1
06/21/11	PKS	Conference with TAR regarding Livingston deposition	0.1
06/21/11	TAR	Telephone calls with B Shea and PKS re Livingston deposition information	0.3
06/21/11	TAR	Continued preparation of deposition outline for T Livingston	2.1
06/23/11	TAR	Finalization of deposition outline for T Livingston	1.8
06/23/11	TAR	No Charge: Assembled documents re T Livingston deposition outline	0.7
06/23/11	TAR	Telephone call with Agent T Fattorusso re status of seized documents	0.2
06/28/11	PKS	Review documents regarding Livingston deposition	0.8
06/28/11	TAR	Telephone calls with Agent Fattorusso re seized Livingston documents	0.2
06/29/11	PKS	Conferences with TAR and WJB regarding same	0.4
06/29/11	PKS	Prepare for Livingston deposition	4.0

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/29/11	WJB	Review e-mail from PKS regarding stock sales and values; Prepare reply regarding single transaction as far as Receiver knows with Livingston	0.1
06/29/11	WJB	Conference with PKS regarding request to take D Smith deposition in relation to possible Livingston claims; Telephone W Dreyer's office to discuss same	0.1
06/29/11	TAR	Telephone calls with PKS and B Shea re litigation deposition materials and supplement issues	0.8
06/29/11	TAR	Correspondence with PKS re litigation credit card calculation issues	0.3
06/29/11	TAR	Analyzed and assessed supplemental discovery documents	1.8
06/30/11	REH	Conferences with regard to Livingston deposition and possible issues	0.0
06/30/11	TAR	Assembled list of expense charges for Livingston deposition for years 2004 and 2006	1.9
06/30/11	TAR	Analyzed and assembled supplemental discovery documents	2.2
06/30/11	TAR	Correspondence with PKS re discovery document production issues	0.5
07/01/11	TAR	Preparation of supplemental discovery response to P Moschetti re Livingston demands	0.8
07/01/11	TAR	Analysis and organization of supplemental discovery documents	2.6
07/01/11	TAR	Meeting with B Shea re supplementing discovery	0.4
07/05/11	PKS	Review strategy regarding same	0.5
07/05/11	PKS	Review correspondence from defendant's new counsel	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/05/11	PKS	Telephone conference with Smith counsel regarding deposition	0.2
07/05/11	WJB	Conference with PKS regarding preparation for call with W Dreyer about D Smith deposition in connection with Livingston allegations	0.1
07/05/11	WJB	Telephone conference with W Dreyer, PKS regarding Livingston contentions requiring deposition of D Smith and arrangements for same on 7/26	0.2
07/05/11	TAR	Telephone call with E Coombe re status of documents at U.S. Attorney's Office	0.2
07/05/11	TAR	Preparation of Deposition Notice and Subpoena re David Smith	1.1
07/05/11	TAR	No Charge: Conference with PKS re David Smith Deposition	0.2
07/05/11	TAR	Coordinated service of David Smith Deposition	0.7
07/05/11	TAR	Analysis of correspondence from R Ganz re substitution of counsel	0.3
07/05/11	TAR	Analysis of proposed amended answer	0.6
07/05/11	TAR	No Charge: Correspondence with WJB and PKS re proceeding	0.4
07/06/11	PKS	Conference regarding substitution of counsel, deposition scheduling and discovery issues	0.3
07/06/11	TAR	Telephone call with PKS re discovery and Livingston deposition issues	0.2
07/06/11	TAR	Preparation of response to R Ganz re representation and discovery issues	0.6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/07/11	WJB	Review e-mail from B Shea regarding 401K loan and B Shea role as Trustee of Plan; Prepare reply directing him to exercise his duties as Trustee irrespective of lawsuit versus Livingston	0.2
07/07/11	TAR	Telephone call with W Dreyer re depositions of T Livingston and D Smith	0.2
07/11/11	TAR	Telephone calls with T Fattorusso and B Shea re status of document search	0.3
07/12/11	K-K	Docket rescheduled deposition date for Thomas Livingston	0.2
07/13/11	TAR	No Charge: Telephone call with PKS re discovery status	0.2
07/13/11	TAR	Correspondence with PKS re document discovery concerns	0.2
07/15/11	PKS	Conference regarding discovery status and strategy	0.2
07/15/11	TAR	Telephone call with PKS re document production issues	0.2
07/15/11	TAR	Telephone calls with T Fattorusso and B Shea re accessing seized documents	0.3
07/15/11	TAR	Telephone calls with R Ganz re scheduling order and extensions sought	0.4
07/18/11	WJB	Review correspondence from Livingston on new counsel; Prepare e-mail TAR regarding procedure concerning Chambers; E-mail W Dreyer regarding adjournment of Smith deposition	0.1
07/18/11	TAR	Analysis of R Ganz's discovery objections	0.2
07/18/11	TAR	No Charge: Correspondence with PKS and WJB re addressing R Ganz's objections/requests	0.2
07/19/11	WJB	Conference with B Shea regarding relevant matters concerning litigation	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00019 W.J. Brown, as Receiver of McGinn Smith
June 27, 2012

Invoice Number 717150

Page 14

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/19/11	TAR	Telephone call with R Ganz re discovery issues	0.2
07/19/11	TAR	Meeting with IRS re seized documents	0.5
07/20/11	TAR	No Charge: Correspondence with PKS re R Ganz's discovery issues	0.2
07/20/11	TAR	Review of documents at IRS office	1.9
07/21/11	TAR	Telephone call with R Ganz re conference with Judge Homer	0.3
07/21/11	TAR	Analysis of R Ganz letter re discovery	0.4
07/21/11	TAR	Preparation of response to R Ganz discovery issues and request to Judge Homer	1.8
07/22/11	TAR	Research re Defendant's proposed fraud counterclaim	0.8
07/22/11	TAR	Revisions to and finalization of letter to Judge Homer R Ganz request	1.2
07/25/11	TAR	Telephone calls with B Shea re status of R Ganz's discovery inquiries	0.3
07/26/11	TAR	Telephone call with Judge Homer's Chambers and PKS re upcoming conference	0.3
07/26/11	TAR	No Charge: Telephone call with B Shea re meeting re discovery issues	0.2
07/27/11	TAR	Meeting with B Shea re supplemental discovery issues raised by R Ganz	1.4
07/28/11	PKS	Conference with TAR regarding conference with Magistrate and revised schedule	0.1
07/28/11	TAR	Preparation for conference with Judge Homer re discovery issues	0.6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/28/11	TAR	Attendance at conference with Judge Homer re discovery issues	1.3
07/28/11	TAR	Preparation of update to WJB and PKS re discovery schedule	0.4
08/01/11	PKS	Staff conference regarding deposition scheduling and payroll records	0.2
08/01/11	TAR	Telephone call with B Shea re R Ganz's additional discovery requests	0.2
08/01/11	TAR	Coordination of Livingston/Smith depositions	0.3
08/02/11	TAR	No Charge: Correspondence with R Ganz re Livingston deposition	0.2
08/03/11	TAR	Telephone calls with B Shea and T Fattorouso re documents at US Attorney's Office	0.3
08/03/11	TAR	Review of documents at the US Attorney's Office	0.9
08/05/11	PKS	Conference regarding discovery strategy	0.1
08/05/11	TAR	Analysis of final amended answer filed by T Livingston	0.3
08/05/11	TAR	Correspondence with PKS and WJB re strategy for addressing counterclaims	0.3
08/08/11	TAR	Telephone call with B Shea re Livingston discovery status	0.2
08/08/11	TAR	Preparation of reply to Livingston's amended answer with counterclaims	1.1
08/09/11	TAR	Analysis of spreadsheet provided by T Livingston re personal expenses	0.4
08/09/11	TAR	Telephone call with B Shea re T Livingston payroll records	0.2
08/09/11	TAR	Correspondence with W Dreyer re D Smith deposition	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00019 W.J. Brown, as Receiver of McGinn Smith
June 27, 2012

Invoice Number 717150

Page 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/10/11	WJB	Telephone call from B Shea regarding report on \$85,000 adjustment in favor of Livingston based upon further review of records but retaining offset against other potentially time-barred amounts	0.2
08/10/11	TAR	Telephone calls with B Shea re Livingston expense issues	0.3
08/10/11	TAR	Correspondence with PKS and WJB re Livingston analysis of credit card charges	0.3
08/11/11	TAR	No Charge: Travel to/from Clifton Park storage facility	0.8
08/11/11	TAR	Analysis and review of McGinn Smith boxes at the storage facility re Livingston discovery requests	1.2
08/11/11	TAR	Preparation of memoranda to file re storage facility box inventory	0.4
08/11/11	TAR	Correspondence with PKS re B Shea document review results	0.4
08/11/11	TAR	Revisions to reply to counterclaims	0.7
08/12/11	TAR	Meeting with B Shea re responsive documents to R Ganz requests	1.4
08/15/11	WJB	Review Livingston settlement supplement response and approve and prepare e-mail TAR regarding same	0.1
08/15/11	TAR	Preparation of response to R Ganz discovery supplement	1.4
08/15/11	TAR	Meeting with B Shea re response to R Ganz and enclosed documents	0.6
08/15/11	TAR	Correspondence with R Ganz re discovery responses	0.3
08/16/11	TAR	Assembled documents responsive to R Ganz discovery request	1.2
08/16/11	TAR	No Charge: Hand delivery of response to R Ganz	0.9

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00019 W.J. Brown, as Receiver of McGinn Smith
June 27, 2012

Invoice Number 717150

Page 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/17/11	TAR	Revisions to reply to counterclaims	0.4
08/17/11	TAR	Correspondence with PKS re reply to counterclaims and deposition issues	0.2
08/17/11	TAR	Conference with PKS re preparing for depositions	0.3
08/17/11	TAR	Assembled potential exhibits for T Livingston and D Smith depositions	1.8
08/18/11	TAR	Meeting with B Shea re T Livingston deposition	0.8
08/18/11	TAR	No Charge: Preparation of deposition outline for T Livingston and D Smith	3.4
08/19/11	PKS	Prepare for depositions	4.4
08/19/11	WJB	Telephone call to B Shea regarding Livingston proof, other evidence and how to handle assistance at deposition	0.2
08/19/11	WJB	Attend to details concerning Livingston deposition and proof	0.1
08/19/11	TAR	Preparation of outline and documents for T Livingston and D Smith depositions	4.8
08/19/11	TAR	Conferences with PKS, WJB and B Shea re T Livingston and D Smith depositions	1.2
08/20/11	PKS	Review damage calculations regarding possible settlement; Correspondence regarding same	1.2
08/20/11	WJB	Review Livingston settlement proposal; review financial disclosure affidavit and prior communications concerning assets; prep detailed nine-point response with counteroffer; review response from Livingston's counsel regarding 3:00 p.m. deadline given upcoming depositions; emails PKS and TRR regarding evidence	0.8
08/20/11	TAR	Correspondence with WJB and PKS re R Ganz's settlement proposal	0.3

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00019 W.J. Brown, as Receiver of McGinn Smith
June 27, 2012

Invoice Number 717150

Page 18

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/20/11	TAR	Correspondence with R Ganz re counter offer	0.2
08/20/11	TAR	Telephone call with R Ganz re counteroffer	0.2
08/21/11	TAR	Correspondence with WJB re R Ganz's response to counteroffer	0.2
08/21/11	TAR	Assembled exhibits for T Livingston and D Smith depositions	1.8
08/22/11	PKS	Further prepare for Livingston deposition; Review additional documents; Settlement negotiations; 50 percent travel time	6.2
08/22/11	WJB	Conference with PKS regarding Livingston settlement offer and evaluation of same in light of proof and other issues	0.3
08/22/11	WJB	Review and prepare counteroffer to settlement proposal; Conference with DAD regarding perfection of life insurance interests; Revise Livingston settlement proposal	0.3
08/22/11	WJB	Revise settlement offer and send to attorney Ganz with explanation of Receiver's position regarding Livingston settlement	0.2
08/22/11	WJB	Reply to Livingston settlement message; E-mail PKS regarding same	0.1
08/22/11	DAD	Telephone conference with WJB regarding course of action regarding life insurance assignment	0.1
08/22/11	K-K	Docket deposition date for Tom Livingston	0.2
08/22/11	TAR	Conference with PKS re deposition questions and exhibits	0.9
08/22/11	TAR	Continued assembly of exhibits and other information re T Livingston and D Smith depositions	3.5
08/22/11	TAR	Analysis of exhibits re information relating to T Livingston structured product sales and affiliated companies	1.8

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/23/11	PKS	Deposition preparation; Meeting with Mr. Shea; Settlement negotiations and drafting; 50 percent travel time	7.4
08/23/11	WJB	Review settlement terms as currently exist; Conference PKS, TAR to go over settlement points prior to their meeting with counsel for Livingston at deposition	0.3
08/23/11	WJB	Extended telephone call with PKS regarding review of Livingston revised settlement terms, reasons for same and analysis of open points pending commencement of deposition	0.3
08/23/11	WJB	Telephone conference with PKS, TAR on Livingston settlement terms and finalize same after negotiations by PKS with Livingston counsel at deposition	0.2
08/23/11	WJB	Conference with PKS regarding final Livingston terms and where to file confession of judgment; Review final terms as revised by Livingston counsel and authorize PKS to sign same	0.5
08/23/11	WJB	Prepare e-mail to B Shea regarding settlement; Prepare e-mail to PKS regarding notification to W Dreyer and adjournment of D Smith deposition; Forward form of confession of judgment to use in settlement to TAR; Discuss approval process by court with PKS	0.3
08/23/11	WJB	Prepare e-mail to TAR regarding confession of judgment and assignment of life insurance form	0.1
08/23/11	DAD	Email to and from WJB and TAR regarding settlement agreement and assignment of life insurance	0.2
08/23/11	TAR	Meeting with PKS and B Shea in preparation for T Livingston deposition	1.7
08/23/11	TAR	No Charge: Negotiation of T Livingston settlement	2.7
08/23/11	TAR	Preparation of and revisions to T Livingston settlement terms	2.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00019 W.J. Brown, as Receiver of McGinn Smith
June 27, 2012

Invoice Number 717150

Page 20

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/24/11	TAR	Telephone call with R Ganz regarding life insurance assignment issues	0.2
08/24/11	TAR	Correspondences with R Ganz regarding providing documents regarding life insurance pledge	0.2
08/24/11	TAR	Preparation of settlement agreement, releases, affidavits for confession of judgment, affidavit reaffirming financial disclosures and other settlement documents	4.6
08/25/11	WJB	Review TAR drafts of Livingston settlement documents including settlement agreement, confession of judgment and related items; Prepare revisions to same and return to TAR	0.9
08/25/11	WJB	Conference BHE regarding amortization calculations on Livingston payment amount	0.1
08/25/11	WJB	Exchange two e-mails with D Keenholts on data information to put into amortization schedule	0.1
08/25/11	WJB	Prepare further revisions to settlement documents and dictate e-mail to TAR	1.1
08/25/11	WJB	Review TAR changes and okay same to settlement agreement	0.2
08/25/11	TAR	Finalization of Livingston settlement documents	2.6
08/25/11	TAR	Correspondence with R Ganz re Livingston life insurance issues	0.2
08/25/11	TAR	No Charge: Correspondence with R Ganz re settlement agreement	0.2
08/26/11	TAR	Correspondence with R Ganz re reviewing Livingston settlement documents	0.2
08/28/11	WJB	Review Livingston attorney changes to settlement documents and prepare revisions to same; Prepare e-mail to TAR with acceptable changes and request for finalization of settlement	0.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/28/11	TAR	Analysis of R Ganz's comments to T Livingston settlement documents	0.4
08/28/11	TAR	Correspondence with WJB re R Ganz's comments to T Livingston settlement documents	0.3
08/29/11	WJB	Go over further changes to settlement documents and send to TAR	0.1
08/29/11	TAR	Correspondence with R Ganz re Livingston settlement issues	0.5
08/29/11	TAR	No Charge: Continued analysis of T Livingston settlement document revisions	0.4
08/29/11	TAR	Telephone call with R Ganz re Livingston settlement agreement language issues	0.2
08/30/11	WJB	Review changes to settlement documents by Livingston counsel; Telephone instructions to TAR to prepare new amortization schedule	0.2
08/30/11	WJB	Review revised documents with Livingston counsel requests and new amortization schedule	0.1
08/30/11	TAR	Telephone call with WJB re revisions to T Livingston settlement documents	0.2
08/30/11	TAR	Revisions to T Livingston settlement documents	0.3
08/30/11	TAR	Correspondence with R Ganz re revised T Livingston settlement documents	0.3
08/31/11	WJB	Review D Keenholts explanation on difference between amortization schedule; Prepare reply to TAR regarding next steps and review TAR e-mail to Livingston counsel regarding same	0.1
08/31/11	TAR	Correspondence with WJB and D Keenholts re reconciling T Livingston settlement figures	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00019 W.J. Brown, as Receiver of McGinn Smith
June 27, 2012

Invoice Number 717150

Page 22

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/06/11	TAR	Correspondence with R Ganz re T Livingston insurance policy assignment issues	0.2
09/08/11	WJB	Review TAR e-mail with assignment of life insurance policy but no policy in Livingston's possession; Prepare e-mail to DAD with question about non-existence of original policy; Prepare e-mail to TAR regarding need to obtain policy	0.1
09/08/11	DAD	Email to and from WJB regarding insurance policy term	0.1
09/08/11	TAR	Telephone call with R Ganz re obtaining T Livingston insurance policy certificate	0.2
09/08/11	TAR	Preparation of T Livingston life insurance assignment form	0.4
09/08/11	TAR	No Charge: Correspondence with WJB re T Livingston life insurance policy issues	0.3
09/08/11	TAR	Correspondence with R Ganz re obtaining T Livingston life insurance policy	0.4
09/09/11	TAR	Telephone call with R Ganz re status of T Livingston insurance information	0.2
09/09/11	TAR	Correspondence with WJB re resolving T Livingston life insurance policy issues	0.2
09/12/11	TAR	Correspondence with R Ganz re T Livingston insurance policy summary	0.2
09/14/11	TAR	No Charge: Correspondence with WJB and R Ganz re finalizing settlement and T Livingston insurance policy issues	0.4
09/15/11	WJB	Review e-mail concerning value and prepare reply regarding collateral value of insurance policy, terms of same and requirements	0.3
09/20/11	TAR	No Charge: Correspondence with WJB re R Ganz settlement issues	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/21/11	TAR	Correspondence with R Ganz and WJB re T Livingston settlement documents	0.9
09/22/11	TAR	Correspondence with R Ganz re amending T Livingston life insurance assignment	0.3
09/23/11	DAD	Review forms of life insurance assignment and copy of policy; Email to and from TAR regarding same	0.6
09/23/11	TAR	Correspondence with R Ganz re status of life insurance assignment language	0.3
09/23/11	TAR	Revisions to settlement agreement re life insurance assignment	0.2
09/23/11	TAR	Analysis of T Livingston life insurance policy	0.3
09/23/11	TAR	Correspondence with D Doxey re T Livingston life insurance issues	0.2
09/26/11	DAD	Email to/from TAR regarding course of action regarding life insurance assignment	0.3
09/26/11	TAR	Review of Mass Mutual forms re requirements to cash-in life insurance policy	0.4
09/26/11	TAR	No Charge: Correspondence with WJB re proceeding with Mass Mutual life insurance assignment	0.2
09/28/11	DAD	Email to/from WJB and TAR regarding life insurance assignment and closing issues; Review life insurance policy regarding assignment and rights of beneficiary; Email to/from TAR regarding same	0.4
09/28/11	TAR	Analysis of T Livingston complete life insurance policy and related documents	0.5
09/28/11	TAR	Telephone calls with R Ganz and N Pipo re life insurance policy concerns	0.4

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00019 W.J. Brown, as Receiver of McGinn Smith
June 27, 2012

Invoice Number 717150

Page 24

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/28/11	TAR	Correspondence with WJB and DAD re T Livingston life insurance policy issues	0.4
09/30/11	TAR	No Charge: Analysis of settlement documents from R Ganz	0.3
09/30/11	TAR	No Charge: Correspondence with WJB re finalizing settlement	0.4
10/03/11	TAR	Correspondence with WJB re finalizing Livingston settlement	0.2
10/03/11	TAR	Telephone call with Mass Mutual re address for service of collateral assignment of policy	0.2
10/03/11	TAR	Preparation of correspondence with Mass Mutual delivering assignment of policy	0.3
10/10/11	WJB	Attend to finalization of settlement documents	0.1
10/10/11	WJB	Review and sign settlement documents received from TAR	0.4
10/10/11	WJB	Prepare e-mail SEC regarding finalization of Livingston settlement and terms	0.2
10/11/11	WJB	Review TAR letter regarding Mass Mutual collateral assignment, receipt and telephone call to TAR regarding same	0.2
10/11/11	DAD	Email to/from WJB and TAR regarding insurance assignment letter; Review same	0.4
10/11/11	TAR	Preparation of new letter to Mass Mutual re Livingston assignment	0.6
10/11/11	TAR	Correspondence with WJB and DAD re Livingston assignment issues	0.4
10/11/11	TAR	Correspondence with KEG re finalizing settlement	0.3
10/11/11	TAR	Filed stipulation of dismissal	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/12/11	DAD	Review revised letter to insurer; Email to/from TAR regarding same	0.2
10/12/11	TAR	Correspondence with WJB and DAD re Mass Mutual assignment and disclosure issues	0.4
10/13/11	WJB	Review checks received from TAR; Review Settlement Agreement and prepare e-mail B Shea regarding Livingston checks and process for depositing of same; Prepare letter Mr. Ganz regarding Honda registration check	0.4
10/14/11	WJB	Exchange e-mails with TAR on propriety of attaching settlement agreement to insurance assignment as done by Livingston's counsel	0.1
10/14/11	TAR	Issues re Livingston life insurance assignment	0.3
10/14/11	TAR	Assembled and served documents on Mass Mutual re Livingston life insurance assignment	0.4
10/14/11	TAR	Organization of Livingston file; Began process of finalizing matter	1.2
10/18/11	WJB	Review stipulation of dismissal and prepare e-mail SEC with same	0.1
10/31/11	TAR	Telephone call with Mass Mutual re receipt and acknowledgment of assignment	0.2
11/04/11	WJB	Check on payment due from Livingston; Telephone call to TAR confirming assignment and liens on insurance policy	0.2
11/04/11	TAR	Telephone call with Mass Mutual re processing assignment	0.2
11/10/11	WJB	Review 11/1 installment check received from T Livingston and prepare return letter since check in incorrect amount	0.2
11/10/11	WJB	Review, sign and fax to Mass Mutual request for assignment of life insurance policy confirmation based upon communications with TAR	0.2

33474 Brown, William J. as Receiver of McGinn,
 Smith & Co., Inc., et al
 00019 W.J. Brown, as Receiver of McGinn Smith
 June 27, 2012

Invoice Number 717150

Page 26

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/10/11	TAR	Telephone call with Mass Mutual re acknowledgement form	0.2
11/10/11	TAR	Preparation of correspondence to Mass Mutual requesting acknowledgement form	0.4
11/17/11	TAR	Correspondence with WJB re Mass Mutual acknowledgment	0.2
11/18/11	TAR	Assembled file contents following resolution	1.3
12/05/11	DAD	Review purchase agreement; Work on drafts of note and security agreement; Conference with WJB regarding same; Conference with CGD regarding form of guaranty	1.6
12/06/11	DAD	Work on note and security agreement	0.3
12/15/11	WJB	Conference Tim Wells at Pine Street offices regarding update on Pine Street fund	0.2
12/17/11	WJB	Attend to administrative detail	0.3

CURRENT FEES

\$53,826.50

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Computerized Research Service: LEXIS LEGAL SERVICES; Charge Type: SINGLE DOCUMENT RETRIEVAL; Quantity: 1.00:	12.87
Witness Fee PAYEE: Smith, David; REQUEST#: 524605; DATE: 7/5/2011. Witness fee (Brown, William J. as receiver of McGinn Smith re Livingston)	40.00
Postage WJB - Postage Re WJB/Receiver	121.00

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00019 W.J. Brown, as Receiver of McGinn Smith
June 27, 2012

Invoice Number 717150

Page 27

Computerized Research Service: LEXIS LEGAL SERVICES; Charge Type: SINGLE DOCUMENT RETRIEVAL; Quantity: 1.00:	12.89
Computerized Research Service: LEXIS LEGAL SERVICES; Charge Type: SEARCHES; Quantity: 10.00:	1,599.81
Travel Expense Stecker, Paul K; PKS 08/22-08/24/11 Trip to Albany, NY for depositions; 08/31/11	626.37
Travel Meals Stecker, Paul K; PKS 08/22-08/24/11 Trip to Albany, NY for depositions; 08/31/11	14.81
Professional Services VENDOR: Wilson, Dianne E.; INVOICE#: 63224; DATE: 8/26/2011 Re: Brown vs Livingston Albany, NY	320.00
Duplicating A1, 2 Page(s)	0.20
Duplicating A1, 3 Page(s)	0.30
Duplicating A1, 2 Page(s)	0.20
Duplicating A1, 2 Page(s)	0.20
CURRENT EXPENSES	<hr/> 2,748.65

TOTAL AMOUNT OF THIS INVOICE \$56,575.15

PAYMENT DUE UPON RECEIPT

Category U

Sale of McGinn Niskayuna Property



Phillips Lytle LLP

Attorneys at Law
3400 HSBC Center
Buffalo, NY 14203
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203

Invoice Number 717180
Invoice Date 06/27/12
Client Number 33474
Matter Number 00020
W J Brown

Re: SALE OF NISKAYUNA, NY PROPERTY (MCGINN'S)

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER 31, 2011:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/10/11	WJB	Prepare for and participate in conference call with court regarding N McGinn request to sell home and appointment of Receiver to oversee same	0.6
02/10/11	WJB	Conference with J Carr regarding sale of McGinn residence and knowledge regarding same	0.1
02/10/11	WJB	Telephone call to D Stoelting regarding form of order regarding sale of McGinn residence	0.1
02/10/11	WJB	Review e-mail from N McGinn regarding broker information and prepare reply; Prepare e-mail SEC regarding status of broker interviews and intentions regarding same	0.1
02/10/11	WJB	Telephone call to D Stoelting on status of McGinn residence and modification of stay order	0.1
02/11/11	WJB	Telephone call to B Sindel regarding potential listing of Niskayuna house and qualifications to accomplish same	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/11/11	WJB	Telephone call to brokers regarding interview times and availability	0.2
02/11/11	WJB	Prepare court order to N McGinn regarding sale of residence and terms of same	0.1
02/11/11	WJB	E-mail N McGinn regarding status and next steps	0.1
02/12/11	WJB	Prepare e-mail SEC regarding status of interview of brokers and arrangements for sale of McGinn residence following court order	0.1
02/14/11	WJB	Prepare multiple e-mails to N McGinn requesting meeting with brokers for Wednesday morning, 2/16, and follow-up regarding same	0.2
02/14/11	WJB	Prepare multiple e-mails to B Sindel and L Luciano regarding arranging meetings for Wednesday morning at McGinn residence for interviews regarding potential brokers	0.2
02/21/11	WJB	Prepare e-mail N McGinn regarding confirming her return and availability for appointment to meet brokers this week for appointment and listing of house	0.1
02/21/11	WJB	Review background e-mail from L Luciano regarding listing and brokerage and prior listing and prepare e-mail L Luciano regarding scheduling meeting with N McGinn	0.2
02/21/11	WJB	Prepare e-mail B Sindel at Coldwell Banker regarding scheduling visit with N McGinn and Receiver this week for possible listing of residence	0.1
02/22/11	WJB	Prepare e-mail to N McGinn regarding appointment times for brokers; Telephone call to L Luciano regarding Thursday meeting; Telephone call to B Sindel regarding same	0.2
02/22/11	WJB	Prepare e-mail N McGinn requesting her to obtain mortgage and tax bill information	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/24/11	WJB	Travel to McGinn residence in Niskayuna for site inspection and interview of two broker candidates with Mrs. McGinn; Follow-up conversation with Mrs. McGinn regarding selection process, mortgage balance and tax balance, listing price and recommendations	2.9
02/24/11	WJB	Prepare e-mail SEC regarding confirming inspection of property and interview of real estate brokers and next steps	0.2
02/24/11	WJB	Prepare response to L Mehraban question with mortgage balances on McGinn residence and locate and identify same	0.2
02/26/11	WJB	Exchange e-mails with L Luciano regarding listing terms and negotiations regarding same for McGinn residence; Prepare e-mail regarding Receiver final position; Review L Luciano response and acceptance of terms	0.4
02/28/11	WJB	Review proposed multiple listing agreement contract and compare to prior listing agreement; Review prior signed buyer and seller disclosure forms received from broker; Review lead based paint prior disclosure form received from broker; Mark-up multiple listing agreement contract to conform to terms of present arrangement; Prepare two e-mails to N McGinn and broker with prior listing agreement documents, tax information and mortgage statements, listing documents for review and signature	1.0
02/28/11	WJB	Prepare e-mail SEC to confirm listing of McGinn residence	0.1
02/28/11	WJB	Prepare e-mail M Flynn regarding nature of legal entity of Michael J. Flynn Real Estate; Telephone call to M Flynn to confirm same; Review broker's license	0.1
02/28/11	WJB	Revise e-mail N McGinn with listing documents	0.1
02/28/11	WJB	Telephone call to B Sindel regarding outcome of broker decision on McGinn residence and selection of other broker and reasons for same	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/02/11	WJB	Prepare reply e-mail to broker on broker concerns regarding ability to sell	0.1
03/02/11	WJB	Prepare e-mail N McGinn regarding court conference and attendance at same based upon present circumstances with WJB being available by telephone	0.1
03/03/11	WJB	Telephone call to B Livers regarding outcome of open houses, lack of showings, interest by one party who owns condo at Orchid Island	0.2
03/03/11	WJB	Telephone call from W Schiller on behalf of M&T to discuss facts and values and statement that he will adjourn conference at state court; Telephone call to N McGinn regarding same	0.2
03/03/11	WJB	E-mail SEC and N McGinn regarding fact of call from Mr. Schiller on behalf of M&T, statement that M&T will adjourn conference at state court	0.1
03/04/11	WJB	Prepare reply letter to Judge Eidens regarding R Ruuska letter	0.2
03/04/11	WJB	Revise letter to Judge Eidens regarding M&T actions	0.3
03/05/11	WJB	Review fully executed version of McGinn property listing agreement received back from realtor	0.1
03/11/11	WJB	Review N McGinn letter from Court regarding so-called missed conference; Prepare reply requesting other letter referred to	0.1
03/21/11	WJB	Prepare e-mail N McGinn regarding National Grid suggestions regarding unpaid bills	0.1
03/24/11	WJB	Prepare e-mail N McGinn and real estate broker on pricing reduction	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/29/11	WJB	Review state court letter on granting of abatement based upon Receiver letter; Prepare e-mail to parties regarding same; Prepare and revise form of order as requested by Court	0.2
03/30/11	WJB	Revise draft abatement order for forwarding to state court	0.1
03/31/11	WJB	Prepare final revisions to abatement order and letter to court regarding same	0.1
03/31/11	WJB	Prepare e-mail to Mr. Schiller regarding intention of Receiver to seek fees for costs incurred as a result of M&T conduct following request by Mr. Schiller for copy of listing agreement	0.2
04/04/11	WJB	Prepare e-mail N McGinn regarding National Grid status; E-mail broker regarding second request for pricing recommendations	0.1
04/06/11	WJB	Prepare e-mail broker regarding second request for status of pricing reduction	0.1
04/18/11	WJB	Review L Luciano analysis on price from 4/6; Analyze equity and prior e-mails; Prepare reply regarding new listing price	0.3
04/19/11	WJB	Prepare e-mail SEC regarding new listing price	0.1
05/02/11	WJB	Review D Stoelting e-mail on National Grid bills for McGinn residence, lack of knowledge regarding same and check prior e-mails regarding status of communications with N McGinn on same subject and prepare reply	0.2
05/10/11	WJB	Review L Luciano broker status report and questions on 48-hour contingency; Prepare reply requesting description of same and general inclination to reject	0.1
05/16/11	WJB	Telephone call from J Dibble as father of potential purchaser of McGinn residence and as lawyer in Rochester regarding process, his investigation of facts and liens, course of action	0.3

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/16/11	WJB	Prepare e-mail to broker regarding call from Dr. Dibble's father and course of action regarding same; Prepare notes based upon call	0.3
05/17/11	WJB	Revise draft on Dibble potential purchase; Review N McGinn response and prepare reply	0.2
05/17/11	WJB	Follow-up call from J Dibble regarding alleged short sale and discussion of appropriateness of his inquiring regarding lien amounts with involvement of borrower and direction for him to make offer	0.3
05/17/11	WJB	Prepare e-mail N McGinn and broker regarding debt calculations and lien amounts in light of Dibble call	0.2
05/17/11	WJB	Review McGinn numbers regarding liens and e-mail J Dibble regarding sale process; E-mail N McGinn and broker regarding closing numbers	0.2
05/17/11	WJB	Revise e-mail to J Dibble and send same regarding request to make written offer	0.2
05/17/11	WJB	Email JLS and review reply on amount of real property taxes existing on McGinn residence	0.1
05/17/11	JLS	Telephone call to Schenectady County Department of Finance to check property tax information for 26 Port Huron, Niskayuna, New York and forward amount to WJB as requested	0.3
05/18/11	WJB	Review M&T payoff letter regarding McGinn residence and calculate miscellaneous expenses and prepare reply e-mail requesting clarification on misc expenses	0.2
05/19/11	WJB	Review M&T payoff calculation and calculate equity in property	0.2
05/19/11	WJB	Review chart of numbers to calculate equity and e-mail N McGinn regarding apparent deficiency	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/20/11	WJB	Review T McGinn loan payoff calculations and prepare revised chart with T McGinn numbers	0.2
05/23/11	WJB	Evaluate lien positions and prepare reply to McGinn regarding First Tennessee lien position and settlement of amount due	0.2
05/25/11	WJB	Check on status of contract offer; Prepare e-mail L Luciano regarding update request from broker; E-mail N McGinn regarding status regarding First Tennessee	0.1
05/25/11	WJB	Review broker reply regarding status of offers and marketing; Prepare reply to request for identity of other interested parties	0.1
05/25/11	WJB	Consider issues concerning First Tennessee lien and e-mail N McGinn regarding Receiver's possible decision to request Court to lift foreclosure stay if no ability to compromise with First Tennessee	0.1
05/25/11	WJB	Prepare and revise e-mail to SEC regarding status of McGinn residence, First Tennessee lien, potential overencumbrances and potential next steps	0.4
05/26/11	WJB	Review e-mail from B Sindel regarding interest of competing broker in residence and sale of residence and prepare reply regarding status	0.1
05/27/11	WJB	Review T McGinn request to Receiver regarding intention to allow foreclosure to proceed if First Tennessee does not cooperate in agreeing to release lien for reduced amount and prepare reply with Receiver's formal position	0.2
05/31/11	WJB	Follow up with broker on status of receipt earlier in morning of Dibble offer; Telephone call to broker regarding same; Review e-mailed offer and consider issues with same given purchase price and lien amounts	0.5
05/31/11	WJB	Telephone call to N McGinn regarding implications of First Tennessee lien and next steps regarding same	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 8

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/31/11	WJB	Telephone call to K Bryan at First Tennessee regarding explanation of role as Receiver, Dibble offer, lien amounts and proposed course of action; Prepare e-mail K Bryan confirming same and requesting action by First Tennessee	0.6
06/01/11	WJB	Prepare e-mail to First Tennessee regarding follow-up on contract offer and deadline	0.1
06/01/11	WJB	Review First Tennessee reply on appraisal	0.1
06/01/11	WJB	Review purchase offer; Prepare e-mail T McGinn, N McGinn regarding same; Prepare e-mail L Luciano regarding instructions concerning counteroffer and handling of offer	0.5
06/06/11	WJB	Prepare e-mail regarding First Tennessee position since 6/7 is expiry of contract offer	0.1
06/06/11	WJB	Review L Luciano e-mail on new showing and contract extension; Prepare reply	0.1
06/06/11	WJB	Telephone call from Kim regarding referral to L Chapman as VP of collateral protection to deal with short sale and lien release issues; Telephone message L Chapman regarding same	0.2
06/07/11	WJB	Review Kimberly response on behalf of L Chapman regarding First Tennessee position and follow up	0.1
06/07/11	WJB	Prepare e-mail to Kimberly and L Chapman at First Tennessee providing background on McGinn residence sale efforts and status; E-mail to T McGinn regarding providing financial statements to First Tennessee	0.2
06/08/11	WJB	Telephone call from L Chapman at First Tennessee regarding negotiations on releasing lien on McGinn residence based upon Dibble contract, facts and discussion regarding value, short sale versus foreclosure and other items	0.3

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 9

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/08/11	WJB	Prepare e-mail to N McGinn regarding summary of discussions with First Tennessee on requested carveout and likely results	0.1
06/09/11	WJB	Telephone call from L Chapman regarding First Tennessee negotiations on McGinn residence and release of lien for less than complete consideration in terms of payoff to First Tennessee	0.3
06/09/11	WJB	Telephone call to N McGinn to discuss First Tennessee and sale contract; Telephone call to L Luciano regarding same; Prepare e-mail N McGinn and SEC regarding update; Review contract for necessary changes	0.9
06/09/11	WJB	Prepare reply to N McGinn e-mail on First Tennessee release terms for less than payment of full lien	0.1
06/10/11	WJB	Telephone call to L Luciano requesting extension until Monday regarding counteroffer	0.2
06/13/11	WJB	Review counteroffer from L Luciano for \$620,000	0.1
06/13/11	WJB	Consider next steps in light of counteroffer; E-mail to First Tennessee regarding position; Prepare e-mail N McGinn regarding position on purchase price; E-mail SEC to provide information of status; Prepare e-mail N McGinn regarding proposed \$650,000 counterproposal	0.5
06/13/11	WJB	Telephone call from L Chapman at First Tennessee regarding refusal to increase carveout to Receiver upon closing of sale if short sale	0.2
06/13/11	WJB	Review N McGinn counterproposal idea; Prepare e-mail N McGinn regarding various approaches and agreement on price; Review L Luciano recommendation	0.2
06/13/11	WJB	Prepare e-mail SEC on choice of whether to proceed with limited carveout from First Tennessee given short sale and recommendation on same	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 10

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/14/11	WJB	Prepare answer and recommendation on counteroffer and prepare e-mail N McGinn regarding reasons for same	0.3
06/14/11	WJB	Prepare e-mail SEC regarding recommendation on McGinn residence sale	0.2
06/14/11	WJB	Prepare e-mail L Chapman at First Tennessee regarding \$20,000 carveout request for McGinn residence	0.1
06/14/11	WJB	Review L Chapman e-mail on carveout and reduction of same; Prepare e-mail N McGinn regarding same; Prepare e-mail N McGinn on deposit timing	0.1
06/14/11	WJB	Prepare counteroffer to broker on latest offer from purchaser regarding sale	0.2
06/15/11	WJB	Review L Luciano e-mail on Dibble counteroffer	0.1
06/15/11	WJB	Review Dibble counteroffer and prepare e-mail with list of final issues to N McGinn and requesting closing attorney name	0.2
06/15/11	WJB	Exchange e-mails with N McGinn on inclusion or exclusion of washer and dryer from purchase contract and reasons for same, recommendations	0.1
06/15/11	WJB	Prepare e-mail L Luciano regarding deal terms	0.1
06/16/11	WJB	E-mail L Luciano regarding status of communications with purchaser	0.1
06/16/11	WJB	Review contract received from L Luciano; Prepare e-mail to First Tennessee requesting consent	0.3
06/16/11	WJB	Prepare e-mail to L Luciano to hold purchaser's contract for the moment pending First Tennessee approval on carveout	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 11

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/16/11	WJB	Review request from First Tennessee to prepare HUD-1 with pro-forma closing statement; Telephone call to MED in Jamestown office regarding preparation of same and forward e-mails regarding prior calculations for development of HUD-1; Prepare e-mail First Tennessee regarding same; E-mail L Luciano regarding status regarding preparation of HUD-1	0.3
06/16/11	MED	Telephone call from WJB requesting preparation of HUD for approval on getting release; Review various emails from WJB; Review contract; Calls to Town of Niskayuna and County of Schenectady regarding amounts of unpaid taxes, water bills, etc; Obtain recording information and fee information from County of Schenectady's web site; Prepare HUD and email to WJB	2.7
06/17/11	WJB	Review and summarize HUD-1 statement relating to consent of First Tennessee	0.1
06/17/11	WJB	Exchange telephone calls with First Tennessee regarding HUD-1 and summary of proceeds which will fall to First Tennessee and agreement on sharing of same, confirming same by e-mail	0.4
06/17/11	WJB	E-mail broker to release signed contract following agreement with First Tennessee; Prepare e-mail SEC regarding same confirming contract subject to contingencies	0.2
06/17/11	MED	Email to and from WJB regarding bottom line to be given to 1st Tennessee; Review seller expenses on HUD with WJB	0.6
06/20/11	WJB	Review final form of contract received from L Luciano for McGinn residence; E-mail to D Goldin as counsel to seller regarding certain legal questions regarding contract	0.2
06/20/11	WJB	Revise e-mail to D Goldin regarding questions on contract	0.1
06/23/11	WJB	Prepare e-mail L Luciano on deposit and listing reference; E-mail on home inspection status	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 12

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/24/11	WJB	Review Goldin attorney approval comments; Compare to WJB comments; Prepare e-mail N McGinn regarding same	0.1
06/27/11	WJB	E-mail L Luciano regarding weighing in on Dibble's mortgage contingency provision and reluctance to leave contingency open into August or September	0.1
06/27/11	WJB	E-mail D Goldin regarding financing contingency and issues with same from Receiver's perspective; Check prior documents regarding financing letter provided by Dibble's and forward to D Goldin	0.3
06/29/11	WJB	Review e-mail from L Luciano on alleged mold situation in house and remediation; Read N McGinn e-mail on same and prepare reply concerning remediation and cost of same and further testing	0.2
06/30/11	WJB	Telephone call from Judge Homer's Chambers requesting conference on 7/1 with N McGinn regarding sale of furniture; Review prior order regarding same and consider implications concerning exemption and SEC freeze order	0.1
06/30/11	WJB	Telephone call from D Goldin to discuss financing contingency provision, buyer's position on same and need to have shorter date to avoid losing sale season	0.1
06/30/11	WJB	Check amount of personal property exemption under applicable NY law in preparation for 7/1 conference call with court and Mrs. McGinn	0.1
07/01/11	WJB	Prepare for and participate in telephone conference with Judge Homer and N McGinn regarding sale of furniture and discussion of same	0.3
07/01/11	WJB	Review N McGinn e-mail with furniture list; Prepare e-mail to Court and N McGinn with conditional consent	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 13

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/13/11	WJB	Telephone call from D Goldin regarding mortgage appraisal condition as obstacle to contract going hard and concepts and proposal regarding how to resolve same in order to obtain firm contract or otherwise place home back on market	0.2
07/13/11	WJB	Review D Goldin contingency e-mail; Prepare reply to D Goldin, N McGinn regarding Receiver position; Prepare reply to L Luciano regarding Receiver position	0.1
07/16/11	WJB	Review e-mail from L Luciano regarding Dibble's interest rate lock-in and closing date; Prepare reply regarding need for Dibble's to make decision on each issue including early closing	0.2
10/10/11	WJB	Prepare e-mail seller's attorney regarding status of closing; Prepare e-mail M&T counsel with contract and closing date; Prepare e-mail N McGinn regarding same	0.2
10/20/11	WJB	Prepare e-mail N McGinn regarding closing date extension	0.1
10/31/11	WJB	Prepare e-mail M&T counsel regarding extended closing date; Prepare e-mail second lienholder regarding 11/15 closing date; E-mail D Goldin regarding buyer needs confirmation of extension date	0.1
11/01/11	WJB	Prepare e-mail reply to realtor to check with Dibble's on status of closing and arrangements for same	0.1
11/01/11	WJB	Prepare two e-mails to broker to confirm status with Dibble's; E-mail from second lienholder requesting HUD-1; Prepare e-mail D Goldin as seller's attorney to prepare HUD-1 in order to obtain second lien release	0.2
11/01/11	WJB	Prepare e-mail D Goldin regarding closing issues	0.1
11/02/11	WJB	Prepare e-mail D Goldin regarding HUD statements; Prepare e-mail N McGinn requesting assistance in having closing documents prepared by her counsel	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 14

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/02/11	WJB	Review M&T payoff and prepare e-mail D Goldin with instructions regarding same	0.2
11/04/11	WJB	Review HUD-1 closing statement and compare May versus November M&T payoff amounts and attempt to calculate differences and reasons for increase, compare second lien sale HUD-1's between May and June for calculation of amounts payable to second lien creditor	0.4
11/04/11	WJB	Prepare e-mail second lienholder regarding closing amounts based upon M&T payoff and explanation of same	0.1
11/07/11	WJB	Respond to First Tennessee as second lienholder with payoff questions and release of lien issues	0.1
11/07/11	WJB	Review e-mail from First Tennessee regarding whether T McGinn working; E-mail T McGinn regarding same; E-mail First Tennessee with response; Review T McGinn reply; E-mail First Tennessee regarding analysis of net worth status	0.3
11/08/11	WJB	Review D Goldin e-mail regarding HUD-1 for First Tennessee; Prepare reply and prepare e-mail First Tennessee regarding whether information received from T McGinn as requested	0.2
11/09/11	WJB	Prepare e-mail First Tennessee regarding T McGinn reply on form of consent, review same	0.3
11/09/11	WJB	Prepare e-mail First Tennessee regarding commission issue on HUD-1 as being incorrectly identified by First Tennessee	0.2
11/10/11	WJB	Prepare letter providing Receiver and SEC consent to sale at D Goldin request for title company	0.3
11/10/11	WJB	Prepare response to Dibble Firm paralegal regarding where to address consent letter	0.2
11/10/11	WJB	Telephone call from M Miller regarding requested changes to SEC and Receiver consent letter to sale	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 15

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/11/11	WJB	Telephone call from M Miller regarding extending McGinn closing to allow buyers to obtain consolidation agreement and discussion of cost increase to seller	0.2
11/11/11	JJC	Conference with W Brown re closing issue concerning purchaser's assumption of seller's mortgage	0.1
11/14/11	WJB	Prepare reply e-mail to buyer's counsel regarding no agreement to delay closing in order to allow buyer to obtain consolidation agreement because of increased costs and delay to seller	0.1
11/14/11	WJB	Review N McGinn e-mail agreeing to close week of 11/14; E-mail D Goldin regarding sending time of the essence notification to buyer in light of buyer's attempt to delay with consolidation agreement	0.1
11/16/11	WJB	E-mail from and to N McGinn to pursue D Goldin efforts on and to arrange conference call; Distribute conference call number; Send e-mail to G Miller asking when buyer intends to close	0.2
11/16/11	WJB	Telephone call from P Jensen regarding request for First Tennessee payoff and closing arrangements	0.1
11/16/11	WJB	Revise closing consent letter for title company request of buyer and prepare e-mail SEC regarding same and request of buyer and prepare e-mail SEC regarding same and requesting sign-off	0.2
11/16/11	WJB	Telephone conference with D Goldin, N McGinn regarding closing arrangements, establishing time to sign closing documents for N McGinn setting closing time and other arrangements	0.2
11/16/11	WJB	Send two e-mails with HUD-1 to First Tennessee for sign-off	0.2
11/17/11	WJB	Prepare e-mail with transfer instructions for wire transfer to buyer and seller for closing of McGinn residence on 11/18	0.1

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/17/11	WJB	E-mail from First Tennessee regarding closing and requirement for additional information	0.1
11/17/11	WJB	Attend to closing statement issues and resolution of same with First Tennessee given reluctance of closing person to accept preliminary HUD-1, compare existing and prior HUD-1 and proposed closing statements and prepare four e-mails to First Tennessee regarding same given that sale is short sale	0.7
11/17/11	WJB	Further e-mails with First Tennessee regarding new address for McGinns at request of First Tennessee and other closing issues	0.2
11/17/11	WJB	Telephone call to First Tennessee representative regarding closing issues and statement issues in attempt to finalize to get closing approved for short sale; Prepare e-mail to T McGinn with form First Tennessee requires be signed with comments based upon discussions with First Tennessee	0.6
11/17/11	WJB	Review new HUD-1; Prepare e-mail to First Tennessee regarding M&T payoff amount; Prepare e-mail to buyer with M&T payoff letter previously circulated; Prepare e-mail with First Tennessee payoff letter to buyer and seller's counsel; Prepare e-mail N McGinn regarding status of T McGinn signing First Tennessee form	0.5
11/17/11	WJB	Review signed First Tennessee form by T McGinn and forward to First Tennessee	0.2
11/17/11	WJB	Send SEC consent letter and First Tennessee signed letter to finalize closing arrangements	0.3
11/21/11	WJB	Prepare e-mail to D Goldin regarding request for confirmation of receipt of wire transfer; Prepare e-mail to First Tennessee regarding confirmation of closing	0.1
11/21/11	WJB	Create description for posting on website and notice to court regarding closing of sale; Prepare e-mail N McGinn and D Goldin requesting personal property sale evidence	0.2

33474 Brown, William J. as Receiver of McGinn,
 Smith & Co., Inc., et al
 00020 Sale of Niskayuna, NY Property
 (McGinn's
 June 27, 2012

Invoice Number 717180

Page 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/22/11	WJB	Prepare e-mail D Goldin regarding second request for personal property bill of sale; E-mail to B Shea with new McGinn residence address for forwarding of mail	0.1
11/22/11	WJB	Review personal property bill of sale and prepare letter N McGinn providing \$7,500 check; Forward personal property bill of sale to SEC	0.2
11/25/11	WJB	Prepare e-mail requesting signed HUD at request of First Tennessee; Prepare confirming letter regarding receipt of \$15,000 as follow-up to title company request by G Miller	0.1
11/28/11	WJB	Compare signed HUD-1 received on 11/28 with pre-closing unsigned version to confirm numbers are same; Send to First Tennessee per request	0.2
11/28/11	WJB	Finalize letter to Mr. Miller on consent to sale and confirmation of receipt of funds for title company	0.1

CURRENT FEES

\$15,233.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Duplicating E2, 1 Page(s)	0.10
Duplicating A1, 8 Page(s)	0.80
Telephone (Long Distance Only) Telephone; 8655824044, 11 Mins. Ext: 7089	2.20
Telephone (Long Distance Only) Telephone; 8655824003, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 8655824003, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 8655824003, 2 Mins. Ext: 7089	0.20

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00020 Sale of Niskayuna, NY Property
(McGinn's
June 27, 2012

Invoice Number 717180

Page 18

Telephone (Long Distance Only) Telephone; 18655824044, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 18655824044, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 18655824044, 2 Mins. Ext: 7089	0.40
Duplicating A1, 2 Page(s)	0.20
Duplicating A1, 1 Page(s)	0.10

CURRENT EXPENSES

5.20

TOTAL AMOUNT OF THIS INVOICE

\$15,238.20

PAYMENT DUE UPON RECEIPT

Category V

Sale of Smith Vero Beach Property



Phillips Lytle LLP

Attorneys at Law
3400 HSBC Center
Buffalo, NY 14203
Telecopier # (716) 852-6100
(716) 847-8400
FED I.D. #16-0505790

William J. Brown, Esq.
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203

Invoice Number 717181
Invoice Date 06/27/12
Client Number 33474
Matter Number 00021
W J Brown

Re: SALE OF VERO BEACH PROPERTY (SMITH'S)

FOR PROFESSIONAL SERVICES RENDERED THROUGH DECEMBER 31, 2011:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/01/11	WJB	Prepare e-mail to parties in interest soliciting suggestions on selection of brokers and information on sale of Vero Beach home	0.2
02/01/11	WJB	Review L Mehraban e-mail on Vero Beach property mortgagee and prepare reply regarding communicating with banker	0.1
02/01/11	WJB	Telephone call to J Featherstonhaugh seeking cooperation on sale of Vero house and establishing lines of communication regarding same and being informed of L Smith view on intentions of how and when to proceed	0.2
02/03/11	WJB	Prepare e-mail to J Featherstonhaugh, D Stoelting, L Mehraban, K McGrath, W Dreyer regarding lack of response from Smiths concerning broker recommendations and request to J Featherstonhaugh, W Dreyer for response on how to access property for visits by potential real estate brokers	0.2

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00021 Sale of Vero Beach Property (Smith's)
June 27, 2012

Invoice Number 717181

Page 2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/03/11	WJB	Telephone call to M Calahan at Vero Smith property mortgage lender regarding amounts due, intention of Receiver to list property based upon court order, request for referral of real estate brokers and discuss general position of mortgage lender	0.3
02/03/11	WJB	Prepare e-mail L Mehraban regarding Vero Beach status	0.1
02/07/11	WJB	Telephone call to J Featherstonhaugh regarding request for cooperation concerning Vero sale and request for conference with Court to resolve same	0.2
02/08/11	WJB	Prepare e-mail to J Featherstonhaugh on Vero Beach cooperation and conference with Judge	0.2
02/08/11	WJB	Revise e-mail to J Featherstonhaugh regarding conference with Judge and cooperation concerning sale of property	0.2
02/08/11	WJB	Review J Featherstonhaugh e-mail regarding Friday meeting with counsel and Smiths and prepare reply requesting Thursday meeting given pending schedule	0.2
02/10/11	WJB	Prepare e-mail D Smith to confirm meeting for 2/11 at Featherstonhaugh office regarding discussion of Vero Beach property sale and facts regarding same	0.2
02/11/11	WJB	Attend meeting at Featherstonhaugh law firm with David and Lynn Smith and W Dreyer regarding information in order to list Smith home in Vero Beach including issues regarding access, insurance, services to property including landscaping, pest control and termites, association dues, real property taxes, Smith input on broker selection and pricing and related matters	1.4
02/11/11	WJB	Telephone call to B Livers regarding initial interview for possible listing of Smith home in Vero Beach, qualifications, nature of market and issues surrounding Orchid Island Club	0.3
02/11/11	WJB	Telephone call to B Livers regarding interview on preliminary basis as broker for Vero Beach property, information regarding same	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/12/11	WJB	Prepare e-mail to B Niederpruem regarding meeting on Sunday at Orchid Island and background regarding circumstances for sale of Smith Vero Beach property	0.2
02/12/11	WJB	Prepare e-mail SEC regarding status of arrangements to interview brokers and inspect property in Vero Beach on 2/13	0.1
02/12/11	WJB	Review e-mail from B Livers regarding meeting time on 2/13 for interview of broker candidate and analysis of sales effort and pricing and comparable properties and prepare reply regarding same	0.1
02/13/11	WJB	Arrive at Orchid Island and arrange for entry into property; Initial visit to Smith property at Orchid Island; Follow-up meetings with two brokers for two hours each including review of comparables and site visits to other houses in Orchid Island; Visit other sites in Vero Beach to assess situation including Norris and Company offices to verify same; Return to Smith property for final inspection and analysis	7.5
02/13/11	WJB	Prepare initial e-mail report to D and L Smith regarding site inspection at Vero Beach	0.1
02/14/11	WJB	Review e-mail from R Niederpruem regarding reasons to select Orchid Island Realty as broker for Smith residence and recommended listing and sale price, evaluate same	0.2
02/14/11	WJB	Prepare e-mail SEC regarding initial refections upon visit to Orchid Island and Smith property and timing of process to complete information and recommendations and decisions regarding same including purchase price	0.1
02/14/11	WJB	Prepare e-mail R Niederpruem requesting information from Orchid Island Club manager regarding amounts currently due by Smiths to association	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/14/11	WJB	Review extended e-mail from B Livers and D Bell with proposed listing information including top producers, timeline and stats, marketing strategy and estimated closing costs and consider same as part of overall proposal	0.3
02/14/11	WJB	Prepare e-mail B Livers regarding questions concerning how access to property would be arranged given that key is with on-site realtor and guard house	0.1
02/14/11	WJB	Review e-mail from B Livers in response to access question and preliminary reactions to listing proposal	0.2
02/14/11	WJB	Prepare e-mail to R Niederpruem at Orchid Island Realty requesting proposed listing terms and form of agreement advising that decision will be made by Tuesday or Wednesday on listing of property	0.1
02/15/11	WJB	Telephone conference with D Bell, B Livers of Norris and Company regarding discussion of listing and marketing proposal from Norris and Company, pricing recommendations and reasons for same, review of data and negotiation of listing terms	0.7
02/15/11	WJB	Prepare for and telephone call to D Smith regarding initial reflections on listing and sale of Vero property, preliminary findings and reasons for same, discussion of listing broker and listing price and reasons for same, feedback from D Smith	0.5
02/15/11	WJB	Prepare e-mail to two brokers at Norris and Company regarding inability to have broker visits on Wednesday, 2/16 since listing decision will not be formally made prior to that time	0.1
02/15/11	WJB	Prepare initial draft of and revisions to Memorandum of Receiver findings and recommendations regarding status of Vero property, sales of other homes and comparable prices, state of market, condition of property, potential listing broker and conclusions regarding listing price and selection of broker	0.6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/15/11	WJB	Telephone call to B Tench (GM at Orchid Island Club) regarding request for information and discussion regarding Smith home, association dues and related matters	0.1
02/15/11	WJB	Organize various presentation materials received from broker candidates regarding sale listings and histories, market prices and other information in preparation for preparation of report regarding conclusions and go forward action	0.2
02/15/11	WJB	Telephone call from B Tench at Orchid Island Club regarding HOA fees and sale process	0.2
02/15/11	WJB	Prepare e-mail D Bell regarding District Court Order regarding authority to sell house; Prepare e-mail with Order; Prepare reply to e-mail with photos of house	0.1
02/15/11	K-K	Docket hearing date on Lynn Smith's motion regarding stay	0.2
02/16/11	WJB	Revise report and recommendations on disposition of Vero Beach property to David & Lynn Smith, J Featherstonhaugh, W Dreyer, D Stoelting, K McGrath and L Mehraban including market conditions, property condition, broker candidates, pricing and reasons for same, carrying costs, recommendation and decision including review and analysis of listing prices, sales history, time on market and other data provided by realtors, distribute same	2.1
02/16/11	WJB	Conference with JJC regarding review and revisions to Florida listing contract for Smith Vero Beach property	0.2
02/16/11	WJB	Review listing agreement received from Norris and Company	0.1
02/16/11	WJB	Review listing agreement received from Orchid Island Realty and compare to Norris and Company listing agreement	0.1
02/16/11	JJC	Review terms of broker listing agreement for sale of Vero beach home and note comments; Conf with WJB re same	0.7

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00021 Sale of Vero Beach Property (Smith's)
June 27, 2012

Invoice Number 717181

Page 6

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/17/11	WJB	Prepare e-mail to Orchid Island Club manager regarding selection of Norris and Company and listing of Smith Vero Beach real property	0.1
02/17/11	WJB	Prepare e-mail D Smith requesting guard house be notified of Norris and Company brokers for access and key to show home and for photos	0.1
02/17/11	WJB	Review Norris and Company listing contract and prepare revisions and markup to same; Prepare e-mail to Norris and Company with revised and signed listing agreement; Telephone call from B Livers regarding listing agreement changes and reflections on proposed sale price with and without furniture	1.5
02/17/11	WJB	Prepare e-mail D and L Smith regarding disclosure forms to complete and features list to complete regarding multiple listing of Vero Beach property	0.2
02/17/11	WJB	Prepare letter to L Smith on authority expressed by D Smith to accept e-mails and discuss property on her behalf, pest control and propane bills found in home during inspection	0.1
02/17/11	WJB	Prepare e-mail to R Niederpruem at Orchid Island Real Estate with decision of having selected another realtor and reasons for same	0.1
02/17/11	WJB	Prepare e-mail B Livers, D Bell regarding selection as broker; Prepare e-mail B Niederpruem regarding decision to select other broker	0.2
02/17/11	WJB	Prepare e-mail D Smith regarding follow-up request on access; Review D Smith e-mail regarding delay; Prepare reply regarding photographer appointment and again requesting access to property for brokers and photographer and consider course of action	0.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/18/11	WJB	Identify e-mail addresses for attorneys at Featherstonhaugh law firm other than J Featherstonhaugh and use same and prepare e-mail to J Featherstonhaugh, S Ealy, W Dreyer, S Hance regarding notice of intention of Receiver to contact court for conference if Vero Beach Orchid Island guard house is not notified as previously requested to grant access and keys to Norris and Company consistent with listing of house and retention of brokerage	0.2
02/18/11	WJB	Review e-mail from D Smith notifying of notice to guard house regarding broker access; Prepare e-mail to Smith attorneys regarding same	0.1
02/18/11	WJB	Prepare e-mail to Norris and Company regarding access having been granted to property including with keys	0.1
02/18/11	WJB	Review e-mail from S Norris and Orchid Island Association regarding right of association to first right of refusal and prepare reply requesting rules of association	0.1
02/18/11	WJB	Telephone call to B Livers regarding sales process, photos and other related items	0.4
02/18/11	WJB	Prepare e-mail S Ely regarding request for court conference if access to premises is not granted from D Smith	0.1
02/18/11	WJB	Review e-mail from D Smith granting access at 7:05 a.m.; Prepare e-mail to counsel canceling call to court; Prepare e-mail to brokers regarding access granted	0.3
02/18/11	WJB	Review B Livers e-mail on access, inventory and photo shoot and prepare reply	0.1
02/18/11	WJB	Telephone call from B Livers regarding confirmation of taking inventory, outcome of photo shoot and confirmation of no stay on sale	0.3
02/18/11	WJB	Prepare e-mail L Schmachtenberg regarding potential engagement for sale of Vero Beach house	0.1
02/18/11	WJB	Prepare e-mail report to Smiths on photos and furniture	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/19/11	WJB	Revise e-mails to D and L Smith on status of photos and request for features list	0.1
02/19/11	WJB	Prepare e-mail SEC regarding need to shorten 7-day opposition period in proposed order in light of marketability of property	0.1
02/19/11	WJB	Organize papers and marketing materials and comparable property information received from visit to Vero and prepare file	0.2
02/19/11	WJB	Review e-mail from D Smith regarding no features list ever prepared; Prepare e-mail brokers regarding same	0.1
02/21/11	WJB	Prepare e-mail D Smith inquiring whether Smiths intended to sign and return disclosure forms or to hold up multiple listing	0.1
02/21/11	WJB	Review disclosure forms received by fax from D Smith for completeness and apparent accuracy; Email forms noting issues to Vero Beach brokers; Telephone call to B Livers regarding potential first showing	0.6
02/22/11	WJB	Review Order on whether furniture is or is not included in sale authority; Prepare e-mail SEC on interpretation regarding sale of personal property	0.1
02/22/11	WJB	Review D Stoelting e-mail reply on personal property; Review Order and prepare reply regarding further clarification; Review e-mail from L Mehraban regarding same	0.2
02/23/11	WJB	Review Orchid Island Declaration regarding right of first refusal provision; Prepare e-mail B Livers, D Bell regarding how to handle same with homeowner's association	0.2
02/23/11	K-K	Docket last day for opposition to Lynn Smith's motion regarding stay of decision and order	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/24/11	WJB	Exchange e-mails on inventory list and review inventory list for items to sell received from brokers; Review and modify same; Prepare e-mail to B Livers, D Bell regarding inventory and listing	0.4
02/24/11	WJB	Review two e-mails on open houses; Prepare e-mail brokers concerning multiple listing agreement	0.2
02/24/11	WJB	Review listing on multiple listing system for Vero Beach property and e-mail B Livers regarding necessary correction to same	0.1
02/25/11	WJB	Prepare reply e-mail to Vero mortgage lender updating on status of multiple listing and contact information for brokers in Vero Beach	0.2
02/25/11	WJB	Review e-mail from B Livers regarding Orchid Island Association practice on right of first refusal; Review e-mails with price drops and new property listings in Vero Beach	0.1
02/25/11	WJB	Review follow-up e-mails from brokers regarding new listings, changes and price drops, marketing efforts and course of action	0.2
02/28/11	WJB	Review two pieces of marketing material received from B Livers and prepare letter D Stoelting, L Smith providing copies of same upon receipt	0.1
03/03/11	WJB	Telephone call to L Mehraban regarding Second Circuit timing and state of broker showings	0.1
03/05/11	WJB	Review completed listing agreement and related documents received back from realtor for completeness	0.1
03/07/11	WJB	Revise update to website on Vero property; Check Second Circuit Order concerning sales effort; Prepare e-mail J Featherstonhaugh to keep him advised	0.1
03/15/11	WJB	Telephone call to B Livers regarding report on no showings or inquiries following front-page ad, market conditions and recommendation of price reduction	0.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/15/11	WJB	Prepare e-mail to SEC on Second Circuit stay and house marketing facts	0.2
03/22/11	WJB	Review e-mail from mortgagee regarding report on activity and prepare reply regarding status of broker efforts, showings and market activity	0.3
03/23/11	WJB	Prepare e-mail SEC regarding copy of e-mail to bank on showings of house	0.1
03/23/11	WJB	Telephone call to D Stoelting regarding considerations regarding Receiver consideration of reducing price on house in light of market and lack of activity	0.1
03/23/11	WJB	Prepare price reduction concept e-mail to SEC with rationale	0.2
03/24/11	WJB	Prepare e-mail to D Smith, SEC and related interested parties regarding status of open houses, levels of interest and next open house and broker recommendation regarding price reduction	0.1
03/24/11	WJB	Telephone conference with B Bagwell and M Callahan at mortgagee bank regarding Receiver efforts to sell house, level of interest and intention of bank to obtain a broker opinion of value	0.3
03/24/11	WJB	Prepare e-mail to broker on preparation of information to support price reduction	0.1
03/24/11	WJB	Telephone call from B Livers to discuss status of efforts to sell home, pricing reduction and reasons for same	0.2
03/24/11	WJB	Telephone call from B Livers regarding showing of house and identifying non-functioning air conditioning thermostat or unit as a result of same and request for assistance to repair same in light of 86 degree temperature in that portion of house and potential for damage	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/25/11	WJB	Review e-mail from D Smith on his intent to go to Florida and look at air conditioning situation while there in mid-April; Prepare e-mail SEC regarding same; Prepare reply e-mail D Smith on access to house for showings if he and his wife are present during that time and need for contact information regarding same	0.2
03/26/11	WJB	Review B Livers e-mail regarding potential sale based upon Friday showing and e-mail SEC regarding same in case offer is made in light of Second Circuit stay	0.1
03/28/11	WJB	Review sale data e-mail from B Livers and prepare reply for recommendations	0.1
03/29/11	WJB	Review broker opinion of value received from B Bagwell at mortgagee	0.1
04/01/11	WJB	Prepare e-mail SEC on 161 Seaspray sale and price drop	0.1
04/02/11	WJB	Telephone call from B Livers regarding showings and price data	0.2
04/02/11	WJB	Telephone call from B Livers regarding visit of potential buyer, terms and e-mail SEC regarding same	0.3
04/02/11	WJB	Create Excel chart based upon B Livers data regarding sales and last six months for distribution to parties in interest	0.2
04/02/11	WJB	Revise Excel chart and distribute to B Livers and SEC for review and comment	0.2
04/04/11	WJB	Telephone call from B Livers for buyers to go back to house and preference for water view; Prepare e-mail K McGrath regarding same	0.1
04/05/11	WJB	Review e-mail from K McGrath questioning which expenses are being paid by Smith's and prepare reply regarding Second Circuit appeal	0.2
04/06/11	WJB	Prepare e-mail B Livers on status of sales and ability to sell in light of Second Circuit argument	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/06/11	WJB	Review price change documentation received from broker; Sign and send same to broker; Prepare e-mail to parties regarding price reduction notification	0.5
04/06/11	WJB	Review D Smith e-mail on sale of furniture and right to do same and prepare reply; Forward to SEC	0.1
04/07/11	WJB	Telephone call to M Bottalico regarding engagement as appraiser for Vero Beach home, qualifications, cost and date of performance; E-mail M Bottalico regarding same; E-mail D Bell, B Livers regarding access to property for appraiser	0.5
04/07/11	WJB	Prepare reply to D Smith attorney regarding personal property in listing price and justification for same and promise to follow-up	0.3
04/07/11	WJB	Review e-mail from B Livers regarding appraiser; Review 418 Indies Drive sale information	0.1
04/11/11	WJB	Telephone call to B Livers regarding report on 4/11 showing and next steps	0.2
04/12/11	WJB	Prepare draft response to S Hanse regarding allegations concerning reduction in sale price, ability of Receiver to sell furniture, and providing listing and market information previously provided to other counsel for Mrs. Smith for his clarification	0.4
04/12/11	WJB	Finalize e-mail to S Hanse regarding market and pricing data and sale of furniture including review of motion and order approving Receiver's sale of Vero property	0.4
04/13/11	WJB	Prepare e-mail D and L Smith on showings of house while in Vero Beach and dealing with furniture and assurances regarding same remaining in house	0.2
04/18/11	WJB	Review appraisal report and consider implications	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/19/11	WJB	Review Association letter on Orchid Island fees due from D Smith and prepare e-mail D Smith regarding same and asking for input	0.2
04/20/11	WJB	Review D Smith e-mail on departure date from Vero property and e-mail B Livers regarding same and requesting inspection of house	0.1
04/20/11	WJB	Deal with appraiser bill and prepare letter appraiser regarding completed appraisal and payment	0.1
04/20/11	WJB	Telephone call to appraiser regarding questions and comments and update on market status and rationale for appraisal	0.3
04/20/11	WJB	Prepare memo to file regarding conversation with appraiser and conclusions regarding same	0.1
04/28/11	WJB	Prepare e-mail B Livers, D Bell on next steps and request for report on recommendations given lack of sale of home	0.1
04/29/11	WJB	Prepare e-mail B Livers regarding information for potential purchaser on expenses to maintain house; E-mail D Smith regarding same; Review e-mail from D Smith and arrange for Florida Power and Light numbers	0.3
04/29/11	WJB	Telephone conference with D Bell, B Livers regarding evaluation of where things stand regarding sale of house, next steps, market situation, prospects, out of town buyers and identification of same and course of action	0.4
04/30/11	WJB	Telephone call from B Livers regarding ground rules for showing house to Miami interested party by Orchid Island Realtor and need to control key and access; Telephone call from B Livers regarding follow-up to visit	0.1
04/30/11	WJB	Telephone calls to and from B Livers regarding request by Cincinnati potential purchaser for listing of house expenses; Follow-up e-mails with D Smith regarding obtaining same; Review proposed spreadsheet and Florida Power and Light website	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/01/11	WJB	Come to office to review fax from D Smith with 906 Orchid Point Way expenses for potential buyer and Realtor; Review same and e-mail information to Realtor with instructions; E-mail D Smith acknowledging receipt of same	0.3
05/12/11	WJB	Review 4/30 statement from association and prepare e-mail D and L Smith regarding payment and follow-up on \$1,500 of unauthorized landscape charges as alleged by D Smith	0.2
05/26/11	WJB	Review D Bell e-mail with ad for upcoming newspaper article; Prepare e-mail D Bell regarding marketing strategy request for follow-up in June pending expiration of listing in summer months; Prepare e-mail D and L Smith, J Featherstonhaugh and SEC regarding ad representing marketing efforts	0.2
06/04/11	WJB	Telephone call to B Livers to discuss status of Vero Beach market entering summer sale season, likely buyers, request for ideas on additional steps to market property and locate buyers, general market conditions including at Orchid Island, effect of mandatory club membership, other considerations and reports from other brokers on market activity	0.3
06/04/11	WJB	Review contract extension provision received from broker; Prepare e-mail broker confirming date; Review reply and consider course of action	0.0
06/13/11	WJB	Telephone call from B Livers regarding 60 Carive Way auction for \$499,900, protection of lawn furniture, storm shutters	0.2
06/17/11	WJB	Prepare e-mail to B Livers, D Bell regarding needed information before renewal of real estate listing	0.1
06/17/11	WJB	Prepare e-mail mortgagee requesting payoff figures and review reply; Prepare e-mail K McGrath regarding payoff of Vero Beach home first mortgagee and other accruing expenses	0.3

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/18/11	WJB	Review 5/31 statement received from Orchid Island Association; Prepare letter to attorneys for association regarding charges and fees incurred and Receiver position regarding same	0.3
06/18/11	WJB	Revise letter to Association attorney based upon charges and Receiver position	0.2
06/18/11	WJB	Locate and forward to K McGrath accruing charges on Vero home at K McGrath's request	0.2
06/24/11	WJB	Review Orchid Island Board meeting agenda and send to the Smith's	0.1
06/27/11	WJB	Review J Cornett lien claim letter regarding Vero house and Orchid Island lien assertion; Prepare e-mail D Smith regarding same; Prepare letter J Cornett regarding stay in relation to foreclosure assertion	0.2
06/30/11	WJB	Review, sign and send listing agreement extension to Realtor	0.1
06/30/11	WJB	Review data received from B Livers on 6/21 and 6/22 regarding Vero Beach sales, comparable properties and status of market; Consider decision on whether to renew listing or not; Review listing extension agreement	0.4
07/01/11	WJB	Prepare and review three e-mails from B Livers regarding expiration and renewal of listing and Internet failure at Norris & Company offices prohibiting timely renewal of listing and communications with manager regarding same	0.5
07/01/11	WJB	Telephone call from Norris & Company owner regarding lapse of listing due to cut cables as part of construction by Internet service provider and remedies to same	0.1
07/12/11	WJB	Telephone call from B Livers regarding sales comparison and efforts with Orchid Island Club to promote sales of homes within Orchid Island community	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/18/11	WJB	Review July 11 letter from Orchid Island Association regarding Association fees being accrued against Smith property	0.1
07/18/11	WJB	Telephone call from J Cornett on behalf of counsel for Orchid Island Association and reaction to Receiver letter concerning incurrence of legal expenses by Association; Prepare memo to file regarding same	0.2
07/28/11	WJB	Telephone call from broker regarding ceiling damage due to leak in garage and pool not operating, steps to identify causes and next steps	0.2
07/28/11	WJB	Prepare e-mail M/M Smith regarding house condition as found by broker on morning of 7/28 concerning water leak, air conditioning malfunction and pool	0.2
07/28/11	WJB	Prepare e-mail D Smith regarding insurance premium; Review what appears to be cancellation notice	0.2
07/28/11	WJB	Revise e-mail to M/M Smith on house condition and necessary follow-up	0.3
07/29/11	WJB	Prepare e-mail D Smith requesting insurance information given lapse in policy reported previously	0.1
07/29/11	WJB	Telephone call to B Livers regarding flood insurance and homeowners insurance, windstorm issues and changes possible in flood storm elevation certificate	0.2
07/30/11	WJB	Prepare e-mail B Livers for insurance broker information; Prepare e-mail D Smith regarding no receipt of insurance information as requested and potential need to notify mortgagee	0.2
08/01/11	WJB	Do equity calculation based upon existing facts; Prepare e-mail SEC on pricing of insurance	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/01/11	WJB	Telephone call to D Stoelting to discuss Receiver expending monies for payment of insurance on Vero property in light of lapse of insurance as a result of non-payment by D Smith, equity calculation on property, preservation of same and discussion of probable outlook on same by Court	0.4
08/01/11	WJB	Prepare e-mail D Stoelting with insurance information	0.1
08/01/11	WJB	Review B Livers e-mail on rejection by initial insurance broker; Forward to SEC; Telephone call to B Livers regarding going to Smith broker to procure insurance as possibility	0.2
08/01/11	WJB	Review B Livers e-mail on insurance and follow-up on reply	0.1
08/02/11	WJB	Telephone call to B Livers regarding procuring Lloyds insurance on property in light of lapse of insurance by non-payment by D Smith	0.2
08/02/11	WJB	Telephone call from M Callahan at Carolina First regarding lack of insurance and replacement of same at Smith home and discuss alternatives	0.2
08/02/11	WJB	Review Lloyd's policy from B Livers; E-mail SEC and M Callahan regarding policy	0.2
08/03/11	WJB	Review e-mail from B Livers on hurricane status; E-mail from M Callahan at Carolina First regarding making mortgagee loss payee on new insurance	0.1
08/03/11	WJB	Review e-mail from B Livers on status of insurance; Prepare e-mail to agent regarding reinstating insurance; Telephone call to agent and voicemail regarding reinstatement and payment of insurance premiums by Receiver	0.3
08/04/11	WJB	Arrange for insurance payment; Prepare e-mail B Shea with instructions on checks to obtain for payment of insurance policies and location to forward payment; Prepare e-mail M&T requesting official checks for payment of insurance	0.4

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/04/11	WJB	Prepare letter to Judge Homer regarding lapse of insurance by Smiths and decision to obtain same by Receiver under all circumstances with consent of SEC	0.2
08/04/11	WJB	Review S Labellarte e-mail with payment instructions for insurance policies; Prepare reply regarding notification details for forwarding of premium notices; Prepare e-mail mortgagee and SEC regarding making of insurance premium payments	0.3
08/04/11	WJB	Revise and finalize letter to Judge Homer regarding Vero Beach property insurance and attend to filing of same; Review e-mail from B Shea regarding insurance payment bills and send information with checks	0.2
08/08/11	WJB	Send insurance payment checks to broker; Prepare reply to B Shea on abandonment of home by Smith's	0.1
08/22/11	WJB	Telephone call to B Livers regarding garage repair, absence of buyers and status of sales and Johns Island	0.2
08/23/11	WJB	Telephone call from B Livers regarding pool condition, pump not working, algae and need for repair	0.1
08/23/11	WJB	Telephone call to Blue Dolphin Pool Service regarding Smith residence and status and necessary repairs	0.2
08/25/11	WJB	Telephone call from Jim at pool company regarding necessary repairs at Smith Vero Beach property and authorize same since pool pump cannot operate without repair to leaking tank	0.2
08/30/11	WJB	Consider pool and other expenses including electricity and consider how to fund and out of what account	0.2
08/30/11	WJB	Review FPL invoice, pool company two invoices, irrigation company bill and prepare e-mail B Shea to request checks to pay same	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/30/11	WJB	Prepare e-mail D Smith regarding payment of expenses but no obligation by Receiver to continue to do so; Prepare e-mail B Shea on how to handle Vero expenses	0.1
08/31/11	WJB	Sign pool, irrigation, electric and shutter expense checks and forward to vendors	0.2
08/31/11	WJB	Review notice of recent sale of possible comparable but not identical home in Orchid Island and request B Livers to identify circumstances of why other house sold and pricing regarding same	0.1
09/01/11	WJB	Prepare e-mail to Vero insurance broker regarding status of policy and endorsement and proof of insurance request	0.1
09/06/11	WJB	Review new pool service statement and confirm extent of repairs; Prepare e-mail B Livers regarding garage repairs	0.1
09/20/11	WJB	Review extended listing agreement, sign and return same	0.1
09/26/11	WJB	Telephone call from T Cameron at pool service regarding city having turned off water, leak in main drain and necessary steps to have water turned back on	0.2
09/26/11	WJB	Telephone call to Indian River Utilities to get water turned back on at Smith residence and provide new billing address; Text B Livers regarding information for turning water back on	0.4
09/27/11	WJB	Telephone call to T Cameron at pool service regarding re-initiation of water service to house and repair to pool; Telephone call to pool store regarding same	0.1
09/27/11	WJB	Review insurance premium payment request for Vero property; Prepare e-mail B Shea regarding check request for payment and attend to same	0.1
09/28/11	WJB	Discuss insurance premium check with B Shea, sign and send same	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/04/11	WJB	Review Chubb Insurance statement; Prepare letter B Shea regarding tracking payments on next insurance payment	0.1
10/04/11	WJB	Review e-mail from B Livers with new publication ad; Forward to SEC regarding publicity for sale of property	0.1
10/04/11	WJB	Review photos of Vero property to be published and forward to SEC at their request	0.2
10/06/11	WJB	Review comparable property listings received from B Livers; Prepare e-mail on listing history; Review e-mail with 418 Indies Drive comparable; Review listing and prepare e-mail reply to B Livers regarding \$100,000 differential for water view	0.2
10/06/11	WJB	Review Blue Dolphin Pool bill and e-mail to B Shea for payment	0.1
10/11/11	WJB	Review e-mail and proof for publication of Christy's add from B Livers for approval; E-mail B Livers approving same and e-mail to SEC for their information	0.2
10/12/11	WJB	Prepare e-mail SEC regarding value of homes and market in Vero Beach, FL	0.1
10/12/11	WJB	Review e-mail from SEC regarding charges assessed against house and check dates of payment and various amounts	0.2
10/12/11	WJB	Check files and amounts and send same information to SEC regarding carrying costs of home	0.2
10/14/11	WJB	Prepare for meeting with brokers and listing agreement on Vero Beach home during visit to Vero Beach	0.1
10/18/11	WJB	Prepare e-mail B Livers regarding developing complete list of what has sold and compare to Smith house	0.1
10/18/11	WJB	Review B Livers e-mail on date; Review consultant report; Prepare reply regarding needs	0.2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/20/11	WJB	Travel from Ft. Lauderdale to Vero Beach to meet with brokers and inspect premises	2.3
10/20/11	WJB	No Charge: Meet with B Livers and other real estate professional concerning Smith house and general Vero Beach market and dinner conference regarding same	4.0
10/21/11	WJB	Site visit at Vero Beach with broker and visit various comparable properties including similar property which was sold and meet with membership director and general manager of Orchid Island Club regarding sale of property and next steps, discussions regarding possible modifications to listing and review list of comparable information including pending listings and sales in Orchid Island and Vero Beach area	2.1
10/21/11	WJB	No Charge: Working lunch with real estate broker at Orchid Island Club concerning house listing and next steps	1.0
10/25/11	WJB	Review propane, sprinkler and insurance bills from D Smith received on 10/24 and e-mail B Shea requesting checks	0.1
10/26/11	WJB	Prepare e-mail JLS with details for her to obtain Vero Beach home taxes	0.1
10/26/11	JLS	Telephone call to the Indian River County Tax Collector to confirm delinquent taxes from on line database are current; Retrieve delinquent tax certificate from County Tax website; E-mail Certificate to WJB	0.4
11/04/11	WJB	Prepare analysis of equity position and property and prepare cost allocations	0.3
11/04/11	WJB	Telephone call to B Livers regarding listing price and furniture and reasons for decision and how to move process of sale forward	0.2
11/05/11	WJB	Review water bill and prepare e-mail B Shea regarding authorization to pay; Request updated list of expenses; Review Blue Dolphin invoice for pool and send to B Shea	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/28/11	WJB	Review Indian River water bill with past-due amount; Check prior payments and e-mail B Shea to follow-up regarding uncashed check	0.2
12/05/11	WJB	Review Blue Dolphin Pool Service bill; Review Orchid Island Homeowner's Assn statement; Prepare e-mail D Smith regarding various bills and charges by association; Prepare letter association manager regarding lawn cutting fee increase and request for modification	0.2
12/06/11	WJB	Telephone call to B Livers regarding call to agent regarding Christie's Wall Street Journal ad and scheduling of visit by party viewing ad	0.2
12/06/11	WJB	Prepare reply e-mail to B Livers on Orlando couple expressing interest in property and information generated by Wall Street Journal Christie's ad	0.1
12/06/11	WJB	Telephone call to B Livers regarding price reduction as marketing strategy	0.1
12/10/11	WJB	Calculate valuation scenarios and net proceeds scenarios in contemplation of pricing change; Review draft closing statements and amounts which would be due; Prepare e-mail B Livers regarding price reduction	0.4
12/12/11	WJB	Review and complete price reduction form for real estate brokers and e-mail B Livers regarding same	0.2
12/12/11	WJB	Prepare e-mail to parties in interest concerning price reduction at Vero property	0.1
12/13/11	WJB	Review fax from D Smith received on evening of 12/12 with utility shut-off notice and assorted bills; Prepare e-mail B Shea regarding same and handling of same to prevent shut-off	0.2
12/15/11	WJB	Telephone call to Beth Livers regarding report on locating water leak in library from roof, next steps including finding contract to repair same	0.1

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/16/11	WJB	Telephone call to B Livers regarding roof leak and interest in property by third parties	0.1
12/17/11	WJB	Telephone call to B Livers regarding roof leak and report on showing of house; Prepare e-mail D Smith regarding roof history	0.3
12/17/11	WJB	Two telephone calls with B Livers on Vero showing and pricing for house	0.1
12/19/11	WJB	Review equity calculations; Telephone messages to Brian Bagwell at TD Bank; Prepare e-mail to TD Bank officers regarding request to discuss payoff of loan and equity calculations for possible sale	0.4
12/22/11	WJB	Telephone call B Gullatt at TD Bank regarding status and facts as new person handling Smith residence loan in Orchid Island, request and reasons for concession by TD Bank, request by TD Bank to prepare letter summarizing same	0.4
12/27/11	WJB	Forward water bill for Smith house to B Shea showing credit	0.1
12/27/11	WJB	Assemble facts and compose letter to TD Bank requesting conciliation	0.5
12/27/11	WJB	Revise letter to TD Bank and create schedule showing equity at various closing amounts and schedule of monthly expenses	0.5
12/27/11	WJB	Prepare additional revisions regarding expenses based upon expenses paid to date for TD Bank letter	0.2
12/29/11	WJB	Finalize letter and schedules to TD Bank requesting concession	0.8
12/30/11	WJB	Telephone call from B Livers regarding problem with problem with pool condition and refrigerator; Two telephone calls to Blue Dolphin to resolve same; Prepare follow-up to B Livers reporting on Blue Dolphin coming to check on pool status; Authorize power wash and interior cleaning for property	0.5

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00021 Sale of Vero Beach Property (Smith's)
June 27, 2012

Invoice Number 717181

Page 24

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/30/11	WJB	Prepare e-mail to B Livers following up on pool and authorizing interior cleaning and power washing	0.1

CURRENT FEES

\$25,745.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Telephone (Long Distance Only) Telephone; 7723882350, 8 Mins. Ext: 7089	1.60
Telephone (Long Distance Only) Telephone; 7724737255, 8 Mins. Ext: 7089	1.60
Telephone (Long Distance Only) Telephone; 7723883888, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 7725811001, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 7725596958, 9 Mins. Ext: 7089	1.60
Postage WJB - Certified postage to Lynn Smith re Vero Beach	5.54
Telephone (Long Distance Only) Telephone; 7725596958, 22 Mins. Ext: 7089	4.40
Duplicating A1, 4 Page(s)	0.40
Telephone (Long Distance Only) Telephone; 7725596958, 10 Mins. Ext: 7089	2.00
Telephone (Long Distance Only) Telephone; 7725596958, 20 Mins. Ext: 7089	4.00
Telephone (Long Distance Only) Telephone; 7725596958, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 7727942475, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 7727942475, 16 Mins. Ext: 7089	3.20
Telephone (Long Distance Only) Telephone; 7727942475, 14 Mins. Ext: 7089	2.80

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00021 Sale of Vero Beach Property (Smith's)
June 27, 2012

Invoice Number 717181

Page 25

Professional Services PAYEE: Bottalico Real Estate Appraisals, Inc.; REQUEST#: 518898; DATE: 4/21/2011. - WJBrown as Receiver for mcGinn Smith Re: Sale of Vero Beach Property - Appraisal for Orchid Island, Vero Beach Property	375.00
Telephone (Long Distance Only) Telephone; 9547455866, 5 Mins. Ext: 7089	1.00
Telephone (Long Distance Only) Telephone; 2033272800, 25 Mins. Ext: 7089	4.80
Telephone (Long Distance Only) Telephone; 2033272800, 8 Mins. Ext: 7089	1.60
Telephone (Long Distance Only) Telephone; 17725596958, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 7725596958, 8 Mins. Ext: 7089	1.40
Telephone (Long Distance Only) Telephone; 17725596958, 8 Mins. Ext: 7089	1.60
Telephone (Long Distance Only) Telephone; 7725596958, 4 Mins. Ext: 7089	0.80
Telephone (Long Distance Only) Telephone; 17725596958, 4 Mins. Ext: 7089	0.80
Telephone (Long Distance Only) Telephone; 17725596958, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 17727744471, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 17724691520, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 7724691520, 2 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 17727744471, 16 Mins. Ext: 7089	3.20
Telephone (Long Distance Only) Telephone; 17725675853, 7 Mins. Ext: 7089	1.40
Telephone (Long Distance Only) Telephone; 17725596958, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 17725675853, 5 Mins. Ext: 7089	1.00
Telephone (Long Distance Only) Telephone; 17725596958, 6 Mins. Ext: 7089	1.20
Telephone (Long Distance Only) Telephone; 17725596958, 1 Mins. Ext: 7089	0.20

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00021 Sale of Vero Beach Property (Smith's)
June 27, 2012

Invoice Number 717181

Page 26

Telephone (Long Distance Only) Telephone; 17725596958, 7 Mins. Ext: 7089	1.40
Duplicating A1, 4 Page(s)	0.40
Telephone (Long Distance Only) Telephone; 17727705300, 9 Mins. Ext: 7089	1.80
Telephone (Long Distance Only) Telephone; 17725621631, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 17726434656, 2 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 19547634700, 1 Mins. Ext: 7089	0.20
Duplicating A1, 5 Page(s)	0.50
Telephone (Long Distance Only) Telephone; 17725596958, 2 Mins. Ext: 8304	0.20
Duplicating A1, 2 Page(s)	0.20
Telephone (Long Distance Only) Telephone; 17725596958, 3 Mins. Ext: 7089	0.60
Duplicating A1, 2 Page(s)	0.20
Telephone (Long Distance Only) Telephone; 17725596958, 6 Mins. Ext: 7089	1.20
Telephone (Long Distance Only) Telephone; 17725596958, 3 Mins. Ext: 7089	0.60
Telephone (Long Distance Only) Telephone; 18642558952, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 17723880330, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 15612135297, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 18642133210, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 17725596958, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 17725675853, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 17726434656, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 17725596958, 8 Mins. Ext: 7089	1.60
Telephone (Long Distance Only) Telephone; 17725596958, 5 Mins. Ext: 7089	1.00

CURRENT EXPENSES

436.44

33474 Brown, William J. as Receiver of McGinn,
Smith & Co., Inc., et al
00021 Sale of Vero Beach Property (Smith's)
June 27, 2012

Invoice Number 717181

Page 27

TOTAL AMOUNT OF THIS INVOICE

\$26,181.44

PAYMENT DUE UPON RECEIPT

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

Upon the Third Interim Application of Phillips Lytle LLP (“Phillips Lytle”) and
the Receiver (“Receiver”) for Allowance of Compensation and Reimbursement of Expenses
dated July 5, 2012 (Docket No. ____) (“Application”) for an order approving the allowance of
compensation and reimbursement of expenses; and notice of the Application having been given

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

ORDERED, that the Application is approved such that (i) compensation for legal and Receiver services rendered between January 1, 2011 and December 31, 2011 ("Third Interim Period") in the amount of \$298,991.90 is allowed as an interim allowance, and (ii) reimbursement of expenses advanced by Phillips Lytle during the Third Interim Period in the amount of \$14,157.31 is allowed as an interim disbursement payment; and it is further

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

Dated: August __, 2012

HON. DAVID R. HOMER

Doc # 01-2584203.2

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 July 5, 2012, a true and correct copy of the Notice and Third Interim Application of Phillips Lytle LLP and the Receiver for Allowance of Compensation and Reimbursement of Expenses was caused to be served by e-mail upon all parties who receive electronic notice in this case pursuant to the Court's ECF filing system, and by First Class Mail to the parties indicated below:

- **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, NY 12309

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

Dated: July 5, 2012

/s/ Karen M. Ludlow
Karen M. Ludlow