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12 **UNITED STATES BANKRUPTCY COURT**
13 **NORTHERN DISTRICT OF CALIFORNIA**
14 **OAKLAND DIVISION**

15 In re
16 PREDIWAVE CORPORATION,
17 a California corporation,
18 Debtor.
19 Fed. Tax I.D. No. 77-0494328

Case No. 06-40547 (RJN)

Chapter 11

**FOURTH MONTHLY APPLICATION FOR
INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES BY KLEE,
TUCHIN, BOGDANOFF & STERN LLP**

[FOR THE MONTH OF OCTOBER 2006]

No Hearing Required

1 **TO THE HONORABLE RANDALL J. NEWSOME, UNITED STATES**
2 **BANKRUPTCY JUDGE; THE OFFICE OF THE UNITED STATES TRUSTEE;**
3 **COUNSEL TO THE OFFICIAL COMMITTEE OF CREDITORS HOLDING**
4 **UNSECURED CLAIMS; AND OTHER PARTIES IN INTEREST:**

4 **PLEASE TAKE NOTICE THAT** Klee, Tuchin, Bogdanoff & Stern, LLP
5 ("KTB&S"), reorganization counsel for PrediWave Corporation, a California corporation, the
6 debtor and debtor in possession in the above-captioned case ("PrediWave" and the "Debtor"),
7 hereby requests payment of interim compensation and reimbursement of expenses for unpaid
8 amounts (the "Monthly Application") incurred during the period from October 1, 2006 to and
9 through October 31, 2006 (the "Application Period"). Pursuant to the "Order Approving
10 Motion for Authority to Establish Procedures for Interim Payment of Fees and Reimbursement
11 of Expenses" [Docket # 248] (the "Interim Fee Procedures Order"), this Monthly Application
12 also includes a narrative discussion of the various projects undertaken and tasks performed by
13 KTB&S, categorized by subject matter, for which compensation is sought (the "Narrative"), as
14 contemplated in Paragraph 3 of the "Guidelines for Compensation and Expense Reimbursement
15 of Professionals and Trustees" (the "Guidelines").

16 **PLEASE TAKE FURTHER NOTICE THAT,** in accordance with the Interim Fee
17 Procedures Order, KTB&S hereby requests payment of \$152,087.78 as interim compensation
18 for services rendered and expenses incurred during the Application Period, with \$146,833.50
19 attributable to fees and \$5,254.28 attributable to expenses incurred. The interim compensation
20 and reimbursement of expenses sought herein is on account and is not final. Upon conclusion
21 of this case, KTB&S will seek final allowance and payment of fees and expenses incurred for
22 the totality of the services rendered in this case. Any payment of interim fees or
23 reimbursement of expenses received by KTB&S will be credited against the final fees and
24 expenses allowed by this Court.

25 **PLEASE TAKE FURTHER NOTICE THAT,** in accordance with the Interim Fee
26 Procedures Order, KTB&S is serving a copy of this Monthly Application (with Exhibit "1")
27 on the Office of the United States Trustee (the "U.S. Trustee") and a copy of this Monthly
28 Application (without Exhibit "1") on the Debtor, counsel for the Official Committee of Creditors

1 Holding Unsecured Claims (the "Committee"), and parties that have filed and served on the
2 Debtor requests for special notice (collectively, the "Core Parties"). A copy of this Monthly
3 Application (with Exhibit "1") is available upon written request to Klee, Tuchin, Bogdanoff &
4 Stern, LLP, Attn: Jonathan S. Shenson, 2121 Avenue of the Stars, 33rd Floor, Los Angeles,
5 California, 90067, by email to jshenson@ktbslaw.com, or by facsimile to (310) 407-9090.

6 **PLEASE TAKE FURTHER NOTICE THAT** a detailed list of all services rendered
7 and expenses incurred by KTB&S during the Application Period is attached as Exhibit "1" to
8 the version of the Monthly Application filed with the Court and served on the U.S. Trustee.
9 This list describes: (a) the services rendered; (b) the amounts so requested; (c) the total time
10 expended; (d) the names of the specific individuals who performed the services for which
11 compensation is requested; (e) the hourly billing rate for each such individual; (f) a detailed
12 listing of the time entries relating to all individuals who performed services, categorized by
13 subject matter in compliance with Paragraph 11 of the Guidelines and (g) a listing of all
14 expenses incurred.

15 **PLEASE TAKE FURTHER NOTICE THAT**, unless a party in interest files an
16 objection to the requested payment within fifteen (15) days following the service of this
17 Monthly Application, requests a hearing on its objection, and serves its objection on the
18 following parties, PrediWave will be authorized, in the ordinary course of business and on an
19 interim basis, to pay the amounts requested herein in accordance with the terms and conditions
20 of the Interim Fee Procedures Order: counsel for PrediWave, Klee, Tuchin, Bogdanoff &
21 Stern, LLP, Attn: Jonathan S. Shenson, Esq., 2121 Avenue of the Stars, 33rd Floor, Los
22 Angeles, CA 90067; the Office of the United States Trustee, Attn: Minnie Loo, Esq., 1301
23 Clay Street, Suite 690-N Oakland, CA 94612; and counsel to Committee, John D. Fiero, Esq.,
24 Pachulski, Stang, Ziehl, Young & Weintraub, LLP, 150 California Street, 15th Floor, San
25 Francisco, CA 94111.

26 **PLEASE TAKE FURTHER NOTICE THAT**, the Narrative is set forth below:
27

28 **Project Billing and Narrative Statement of Services Rendered**

1 In accordance with the Interim Fee Procedures Order, KTB&S classified all services
2 performed for which compensation is being sought into categories, as contemplated in the
3 Guidelines. KTB&S attempted to place the services performed in the category that best
4 relates to the service provided. However, because certain services may relate to one or more
5 categories, services pertaining to one category may, in fact, be included in another category.
6 KTB&S has established the following billing categories:

<u>Matter Number</u>	<u>Description</u>
010	Case Administration
020	Meetings & Communications
030	General Business Operations
040	Fee/ Employment Applications
070	Claims Administration/Objections
080	Asset Analysis and Recovery
100	Plan/Disclosure Statement
110	Employee Benefits/Plans
120	Litigation
200	Real Property Leases

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14 **1. Case Administration - 010.**

15 As a chapter 11 debtor, PrediWave is subject to a myriad of administrative and
16 procedural requirements imposed on a debtor in possession by the Title 11 of the United
17 States Code (the "Bankruptcy Code"), the Bankruptcy Rules, the Bankruptcy Local Rules for
18 the Northern District of California (the "Bankruptcy Local Rules") and the Guidelines of the
19 Office of the United States Trustee for Region 17 (the "UST Guidelines"). KTB&S
20 coordinates PrediWave's efforts to fulfill all of these and other obligations in a timely manner.
21 This category also includes, among other things, KTB&S's discussions with the Court's staff
22 and numerous administrative tasks which do not clearly fit into one of the other nine activity
23 categories.

24 Case Administration - Total hours for October: .50
25 Total fees for October: \$237.50
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27 **2. Meetings and Communications - 020.**

28 This category includes meetings, phones calls and other forms of communication which

1 do not clearly fit into one of the other nine activity categories. Time billed in this category
2 also includes communications with third parties concerning the scheduling of and/or
3 participation in meetings and phone calls.

4 Meetings and Communications - Total hours for October: 3.80

5 Total fees for October: \$1,892.50

6 **3. General Business Operations - 030.**

7 Time billed to this category relates largely to analyzing, addressing and conferring with
8 the Debtor on issues relating to PrediWave's business and operations in chapter 11. Among
9 other matters, KTB&S's services in this category include consultation on issues relating to (a)
10 the Debtor's corporate governance, management, operations, technology, finances (including
11 the management of its cash), financial accounting and reporting, tax reporting, personnel
12 matters, and litigation management and (b) the Debtor's compliance with the UST Guidelines,
13 preparation of amended Schedules and amended Statement of Financial Affairs, and filing of
14 Monthly Operating Reports and Verified Tax Statements.

15 During the Application period, time billed to this category also relates to analyzing,
16 addressing and conferring with the Debtor on matters relating to the possible appointment of
17 Dennis I. Simon (the Managing Principal of XRoads) who currently serves as the Debtor's
18 chief restructuring officer as the responsible officer and representative of the Debtor's estate,
19 with full authority to act on behalf of the debtor and debtor in possession (the "Estate
20 Representative"). Ultimately, the parties determined as an interim matter to enter into the
21 Stipulated Order Re Expansion of Administration of Affiliate Cash and Establishment of
22 Supplemental Bar Date, which was signed and entered by the Court on October 26, 2006 (the
23 "Affiliate Stipulated Order"). The Affiliate Stipulated Order provides, in pertinent part, that
24 the administrative services currently being performed by the Debtor for its affiliates would be
25 expanded such that, pending further order of the Court (with the possible exception of
26 Intellambda in the event of an Intellambda Sale (as defined in the Affiliate Stipulated Order)),
27 the Debtor, by and through Dennis I. Simon and/or Dawn Ragan of XRoads, would have sole
28 and exclusive power and authority to exercise control over cash of the Affiliates, initiate wire

1 transfers and cash transfers and otherwise conduct banking transactions for the affiliates.
2 KTB&S took the lead in connection with this an related matters.

3 During the Application Period, KTB&S also advised the Debtor on matters relating to
4 the implementation of the Affiliate Stipulated Order.

5 General Business Operations - Total hours for October: 63.80

6 Total fees for October: \$33,437.50

7 **4. Fee/Employment Applications - 040.**

8 During the Application Period, PrediWave, with assistance from KTB&S, prepared,
9 filed and served an application and a proposed form of order for PrediWave to employ Minato
10 International Accounting Office ("Minato"), as its tax accountant for its Japan operations.
11 Time billed to this category also relates to analyzing, addressing and conferring with the
12 Debtor on matters relating to the Debtor's efforts to retain other foreign professionals. By way
13 of brief background, on July 27, 2006, the Court authorized the Debtor to employ foreign
14 professionals effective as of April 14, 2006, pursuant to section 328 of the Bankruptcy Code
15 and compensate each of them in an amount not to exceed \$24,000 per year without further
16 application to or order from the Court. Time billed to this category also includes time spent
17 by KTB&S in preparing and finalizing applications and proposed forms of order for
18 PrediWave to employ two additional foreign professionals, including Semi IP International
19 Patent & Trademark Law Firm and Asahi Koma Law Offices. The Debtor anticipates filing
20 the applications during the month of November. KTB&S also spent time analyzing, and
21 assisting the Debtor in evaluating whether other foreign professionals would be needed in
22 order to implement any settlement of the Santa Clara Action, including professionals to assist
23 in any wind down of its wholly-owned Canadian subsidiary.

24 Time billed in this category also includes services performed by KTB&S in connection
25 with communicating with other estate professionals concerning the procedures set forth in the
26 Interim Fee Procedures Order and attending to any related inquiries. Time billed in this
27 category also includes time spent by KTB&S in assisting XRoads in the preparation of its
28 monthly fee notices and advising it on matter relating thereto.

1 During the Application Period, KTB&S also spent time preparing its third monthly fee
2 application for the period from September 1, 2006 to and through September 30, 2006 (the
3 "Third Monthly Fee Application"). Different from most chapter 11 cases, here the estate's
4 professionals are required to spend a meaningful amount of time preparing monthly fee
5 applications due to certain provisions in the Interim Fee Procedures Order which require,
6 among other things, that applicants include in monthly fee applications (and not just in interim
7 and final fee applications) a narrative discussion of the various projects undertaken and tasks
8 performed by the applicant categorized by subject matter (as contemplated in the Guidelines).
9 KTB&S filed and served the Third Monthly Fee Application (and notice thereof) and did not
10 draw any objections to the payment requested therein.

11 Fee/Employment Application - Total hours for October: 29.00

12 Total fees for October: \$13,423.50

13 **5. Claims Administration/Objections - 070.**

14 During the Application Period, time billed to this category also includes time spent by
15 KTB&S in analyzing, addressing and conferring with the Debtor on issues relating to the bar
16 date and whether certain creditors received adequate notice thereof. Time billed to this
17 category also includes time spent by KTB&S in preparing a motion to establish a
18 supplemental bar date for certain former employees of the Debtor (the "Supplemental Bar
19 Date") and the form of notice of the Supplemental Bar Date. Ultimately, through the Affiliate
20 Stipulated Order, the Court fixed November 20, 2006 as the Supplemental Bar Date, mooting
21 out the need for the Debtor to file the bar date motion. During the Application period, time
22 billed to this category also includes time spent by KTB&S in drafting a proposed form of
23 stipulated order for the establishment of an administrative claims bar date. The Debtor is
24 reviewing this proposed stipulated order and intends to circulate it to the Committee and New
25 World for their review and comment.

26 Claims Administration/Objections - Total hours for October: 11.40

27 Total fees for October: \$5,695.00

1 addressing, and conferring with the Debtor, its affiliates, New World and Latham & Watkins
2 LLP ("Latham"), litigation counsel to the Debtor and its affiliates, on various litigation matters
3 including, without limitation, the Santa Clara Action and litigation arising out of or in
4 connection therewith.

5 As already discussed elsewhere in the Application, the parties to the Santa Clara Action
6 engaged in comprehensive settlement discussions throughout the month of October and,
7 indeed, came close to reaching a agreement on the form and substance of a settlement (the
8 "Settlement Proposal"). KTB&S advised the Debtor, and worked with Latham, on matters
9 relating to the form, substance and scope of the Settlement Proposal, and provided comments
10 and proposed revisions to the various drafts generated throughout the month of October.
11 KTB&S also worked closely with New World's insolvency counsel to identify and address
12 various issues in connection with the possible implementation of the Settlement Proposal. The
13 Settlement Proposal contemplated an aggressive time frame for implementation and, as a
14 result and with the support of New World, KTB&S began preparing a motion to dismiss the
15 bankruptcy case and an agreement to effect an assignment for the benefit of creditors. In the
16 next month, the Debtor expects to have much more visibility on whether the parties to the
17 Santa Clara Action will be able to agree upon and finalize the terms of any settlement.

18 During the Application Period, time billed to this category relates to KTB&S's review,
19 assessment and time spent with the Debtor and Latham in evaluating and responding to New
20 World's letter (of early October) where it indicated it would renew its motion for the
21 appointment of a trustee. Time billed to this category also relates KTB&S's review,
22 assessment and time spent with the Debtor, in evaluating and responding to Latham's motion
23 to withdraw as counsel for the Debtor in the Santa Clara Action. As an aside, on November 1,
24 2006, Latham amended its motion to provide that it would only seek to withdraw from
25 representing Tony Qu. During the Application Period, KTB&S also advised the Debtor on
26 matters arising out of or otherwise relating to the Santa Clara Action insofar as they impact (or
27 could impact) the administration of its bankruptcy case. Among other things, KTB&S
28 conferred with the Debtor and Latham on matters relating to payment of certain litigation

1 expenses.

2 Litigation - Total hours for October: 138.90

3 Total fees for October: \$69,290.00

4 **10. Real Property Leases - 200.**

5 This category serves as a "catch-all" for all services rendered by KTB&S in connection
6 with PrediWave's non-residential real property leases. Time expended in this category relates
7 mainly to KTB&S analyzing, addressing, and conferring with the Debtor and XRoads on
8 matters relating to the Debtor's non-residential real property leases. During the Application
9 Period, KTB&S reviewed the subject leases, and prepared moving papers for the entry of an
10 order to extend the time by which it may assume, assume and assign, or reject one of its leases
11 and either assume reject the balance of its leases. No objections were filed, and, as a result,
12 KTB&S prepared and filed a request for entry of an order approving the motion (and related
13 pleadings), and advised the Debtor on matters relating thereto.

14 Real Property Leases - Total hours for October: 25.70

15 Total fees for October: \$13,485.00

16 DATED: November 6, 2006

17 /s/ Jonathan S. Shenson
18 JONATHAN S. SHENSON, a Member of
19 KLEE, TUCHIN, BOGDANOFF & STERN LLP
20 Reorganization Counsel for the Debtor
21 and Debtor in Possession
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Taxpayer I.D. No. 95-4744518

Prediwave Corporation
48431 Milmont Drive
Fremont CA 94538

November 06, 2006
Invoice No. 6932

For Services Rendered Through October 31, 2006

In Reference To: Prediwave Corporation
File No.: 1629

Professional Services

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
<u>010 - Case Administration</u>				
10/3/2006	JSS	Review fee information for hearing	0.10	47.50
10/6/2006	JSS	Telephone calls with court re hearing dates	0.20	95.00
10/18/2006	JSS	Prepare internal correspondence re filings and scheduling matters	0.20	95.00
SUBTOTAL: 010 - Case Administration			0.50	237.50
<u>020 - Meetings and Communications</u>				
10/3/2006	JSS	Review and respond to correspondence from D. Friedman re call about litigation (.2); prepare correspondence to V. Lin re same (.3); telephone call with D. Friedman re case and state CA litigation (.5); prepare correspondence to D. Ragan re same (.3); prepare correspondence to D. Friedman re follow-up (.1)	1.40	665.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/4/2006	JSS	Telephone conference from J. Fiero re XRoads and status	0.20	95.00
10/6/2006	JSS	Prepare correspondence to Latham and XRoads re call to discuss state court litigation	0.10	47.50
10/9/2006	JSS	Telephone conference with J. Fiero re various matters	0.10	47.50
	JSS	Telephone conference with and email to V. Lin re call re state court litigation, bankruptcy, respond thereto	0.10	47.50
10/12/2006	LRB	Telephone conference with J. Fiero re discussions with New World	0.20	130.00
10/17/2006	JSS	Telephone call with L. Bogdanoff re status of matter	0.20	95.00
	LRB	Telephone conference with J. Fiero re settlement, status	0.20	130.00
10/19/2006	JSS	Prepare and respond correspondence to D. Ragan re meeting with K. Denniston, XRoads and L. Bogdanoff	0.20	95.00
	JSS	Telephone call with E. Goldberg re status of state court litigation and settlement	0.40	190.00
10/23/2006	LRB	Telephone conference with J. Fiero re trial schedule, status	0.10	65.00
10/24/2006	JSS	Review correspondence from J. Fiero re committee membership issue	0.10	47.50
10/26/2006	JSS	Review correspondence from J. Fiero re committee composition	0.10	47.50
10/27/2006	JSS	Review correspondence from J. Fiero re committee issues	0.10	47.50
10/31/2006	JSS	Review and respond to correspondence with D. Ragan re meetings (.2); discussion with L. Bogdanoff re same (.1)	0.30	142.50
SUBTOTAL: 020 - Meetings and Communications			3.80	1,892.50

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
<u>030 - General Business Operations</u>				
10/3/2006	JSS	Research re various corporate and related issues and review company information re same	1.40	665.00
	JSS	Telephone conference with D. Ragan re leases, litigation, employee issues	0.70	332.50
10/4/2006	JSS	Review correspondence from D. Friedman re board composition (.1); telephone call with G. Lunt re same (.3); telephone call to P. Wang re same and litigation and related issues (.4); prepare correspondence to L. Bogdanoff re same (.3)	1.10	522.50
	JSS	Telephone conference with D. Ragan re state court litigation, foreign professionals, bar date and employee issues (.6); phone call with D. Friedman re state court litigation (.2) review cash information (.1); prepare correspondence to D. Friedman re same (.1)	1.00	475.00
	LRB	Analyze corporate governance documents, notes	0.50	325.00
10/6/2006	JSS	Review and respond to correspondence from L. Bogdanoff re company cash and litigation issues	0.20	95.00
	JSS	Review material re estate representatives	0.40	190.00
10/9/2006	LRB	Telephone conference with J. Shenson, V. Lin, D. Simon, and D. Ragan re estate representative; status	0.60	390.00
10/10/2006	JSS	Review and respond to correspondence with D. Ragan re cash flow projections and fees	0.10	47.50
	JSS	Review, edit and revise draft stipulation re estate representative and review, edit and revise same	7.80	3,705.00
	LRB	Telephone conference with J. Fiero again re status, estate representative	0.20	130.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/10/2006	LRB	Prepare revisions, additions to draft estate control representatiave stipulation	1.70	1,105.00
	LRB	Prepare emails to J. Shenson, D. Ragan re estate representative issue	0.70	455.00
10/11/2006	JSS	Review and respond to correspondence with L. Bogdanoff, D. Ragan, and D. Schechter re: estate representation stipulation	0.50	237.50
	JSS	Review, edit and revise estate representation stipulation (.4); review related correspondence from L. Bogdanoff re same (.2)	0.60	285.00
	JSS	Draft motion re appointment of estate representative	2.80	1,330.00
	LRB	Prepare changes to stipulation and emails to counsel re same	2.80	1,820.00
	LRB	Telephone conference with V. Lin re stipulation, status	0.60	390.00
	LRB	Telephone conference with T. Doyle re stipulation	0.20	130.00
	LRB	Prepare additions to stipulation, revise same, prepare email re same	1.60	1,040.00
	TEP	Review draft stipulation and email/telephone call to L. Bogdanoff re same	0.60	390.00
	TEP	Review status and strategy with L. Bogdanoff; telephone call with K. Denniston re deal issues	0.40	260.00
10/12/2006	JSS	Review correspondence from D. Friedman re state court litigation and proposed order re settlement conference	0.10	47.50
	JSS	Review draft liquidation analysis and prepare notes re same (1.1); review and respond to correspondence with L. Bogdanoff and D. Ragan re same (.2)	1.30	617.50
	JSS	Prepare motion and points and authorities in support thereof re estate representation	1.70	807.50

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/12/2006	JSS	Meeting with L. Bogdanoff and call with XRoads and Latham re liquidation analysis (.9); prepare and respond to follow-up email to Latham re same (.2)	1.10	522.50
10/13/2006	JSS	Draft new stipulation re cash, supplemental bar date and affiliate cash	2.10	997.50
10/16/2006	JSS	Review, edit and revise stipulated order and notice relating thereto (3.4); prepare correspondence to Latham and others re same (.2); telephone call with D. Ragan re same (.2)	3.80	1,805.00
	JSS	Review cash disbursement chart presented by XRoads (.3); correspondence from D. Ragan re same, liquidation (.1)	0.40	190.00
	JSS	Prepare correspondence to K. Denniston and D. Ragan of XRoads re liquidation and related issues and review and respond to same	0.30	142.50
	JSS	Prepare correspondence to K. Denniston re stipulated order	0.20	95.00
	LRB	Prepare changes to cash stipulation, comments	1.10	715.00
	LRB	Confer with J. Shenson re follow-up list	0.30	195.00
	LRB	Telephone conference with D. Ragan, J. Shenson, et al. re issues	0.50	325.00
10/17/2006	JSS	Telephone call from K. Denniston re stipulated order (.1); prepare correspondence to K. Denniston and J. Fiero re same (.1) and review correspondence from J. Fiero (.1)	0.30	142.50
10/18/2006	JSS	Review stipulated order (.2); review comments from D. Ragan on cash control stipulation and revise same (.1)	0.30	142.50
	JSS	Telephone call from J. Fiero re stipulation (.1); review and respond to related correspondence re same (.1)	0.20	95.00
	JSS	Participate on call with K. Denniston and J. Fiero re stipulated order (.2); revise same (.2); prepare correspondence to K. Denniston and J. Fiero re same (.1)	0.50	237.50

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/18/2006	JSS	Telephone call with K. Denniston re stipulated order (.1) and prepare correspondence to Latham, XRoads and L. Bogdanoff re same (.3); telephone call with L. Bogdanoff re same (.1); review and respond to correspondence from D. Ragan and D. Schechter and V. Lin re same (.2)	0.70	332.50
	LRB	Analyze and respond to client emails re settlement, issues	0.80	520.00
10/19/2006	JSS	Revise affiliate cash control stipulation	0.50	237.50
	JSS	Draft correspondence to K. Denniston, J. Fiero re revised stipulated order	0.10	47.50
	JSS	Review and respond to correspondence from D. Ragan re status of case	0.20	95.00
	JSS	Telephone call from K. Denniston re stipulated order (.1) and prepare correspondence re same (.1)	0.20	95.00
	JSS	Review and finalize MOR and verified tax statement	0.80	380.00
	JSS	Prepare verified tax statement pleading	0.20	95.00
	JSS	Revise stipulated order (.4) and telephone call with K. Denniston re same (.2)	0.60	285.00
	JSS	Review correspondence from V. Lin re stipulated order	0.10	47.50
	LRB	Draft revised stipulation, emails	0.40	260.00
	LRB	Analyze emails from J. Shenson, D. Ragan re analysis, claim	0.60	390.00
	LRB	Analyze operating report, notes	0.40	260.00
10/20/2006	JSS	Review correspondence from J. Fiero re stipulated order and prepare response re same (.2); review correspondence from T. Qu re same (.1); review correspondence from F. Wen re same (.1)	0.40	190.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/20/2006	JSS	Review and respond to correspondence with D. Ragan re finalizing the stipulation (.2) and revise same (.2)	0.40	190.00
	JSS	Finalize and file stipulated order (.3) and calls re same (.2)	0.50	237.50
10/23/2006	JSS	Draft stipulated order and notice re administrative claim bar date	0.80	380.00
	JSS	Telephone call with V. Lin re various issues, including settlement and lease	0.50	237.50
	JSS	Prepare emails to V. Lin re Japan operations	0.20	95.00
	JSS	Telephone call with D. Ragan re update and various business issues	0.40	190.00
10/24/2006	JSS	Review correspondence re entry of order re stipulated order and prepare correspondence to client re same	0.20	95.00
10/25/2006	JSS	Review correspondence from L. Bogdanoff and D. Ragan governance issues	0.20	95.00
	LRB	Telephone conference with D. Ragan, J. Shenson re liquidation analysis	0.60	390.00
	LRB	Analyze draft revised liquidation analysis	0.80	520.00
	LRB	Telephone conference with D. Ragan, K. Denniston re cash transfers (2 calls)	0.20	130.00
	LRB	Analyze and respond to client emails re account information requests, respond to same	0.60	390.00
10/26/2006	JSS	Review correspondence from D. Ragan re updated liquidation (.1); review revised liquidation analysis (.4); telephone call with D. Ragan and K. Denniston re same (1.1); telephone call to D. Ragan re same and settlement issues (.6)	2.20	1,045.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/26/2006	JSS	Draft, review, edit and revise motion and related pleadings re appointment of estate representative	1.80	855.00
	LRB	Analyze revised liquidation analysis	0.70	455.00
10/27/2006	JSS	Telephone call from L. Jurich (.1); review and respond to correspondence re bank account issues (.2); prepare correspondence to D. Ragan re same (.2) and call with D. Ragan re same (.1)	0.60	285.00
	JSS	Telephone call with D. Ragan re various business and related issues (.4) and review correspondence from T. Kahn re same (.1)	0.50	237.50
	JSS	Revise estate representative motion and points and authorities in support thereto	0.80	380.00
10/30/2006	JSS	Review, edit and revise motion and proposed form of order and memorandum of points and authorities in support of relief re appointment of estate trustee	2.10	997.50
	JSS	Meeting with L. Bogdanoff re various matters	0.20	95.00
	JSS	Review correspondence from D. Ragan re governance and bankruptcy issue	0.10	47.50
	JSS	Prepare correspondence to D. Ragan re various matters re operation	0.40	190.00
	LRB	Confer with J. Shenson re status, issues	0.20	130.00
	LRB	Analyze email from J. Shenson to client re follow-up	0.20	130.00
10/31/2006	JSS	Review and respond to correspondence with D. Ragan re various operational, banking and related issues (.3); prepare correspondence back to counsel re same (.1)	0.40	190.00
	JSS	Telephone call with V. Lin re corporate governance (.5) prepare correspondence re same (.4)	0.90	427.50

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/31/2006	LRB	Analyze and respond to emails re update, status	0.20	130.00
	LRB	Analyze email from J. Shenson re governance issues, discuss with him	0.40	260.00
SUBTOTAL: 030 - General Business Operations			63.80	33,437.50
<u>040 - Fee/Employment Applications</u>				
10/1/2006	JSS	Review and comment on revised XRoads fee application (.6) and review and respond to correspondence with L. Bogdanoff re same (.2); prepare correspondence to R. Ragan re same (.2)	1.00	475.00
10/2/2006	MCH	Revise roads fee application and file application application	1.50	295.00
10/3/2006	JSS	Review correspondence from K. Denniston's office re monthly fee application	0.10	47.50
10/4/2006	JSS	Review, edit and revise prebill for September	0.80	380.00
	JSS	Review correspondence from Lee and Lin re professional retention issues	0.20	95.00
10/5/2006	JSS	Draft third monthly fee statement	4.60	2,185.00
	JSS	Review monthly prebills for September	0.80	380.00
	SN	Analyze correspondence from Lee & Li re employment application	0.10	28.00
	SN	Prepare correspondence to D. Ragan re Lee & Li letter	0.10	28.00
10/6/2006	JSS	Review, edit and revise monthly fee application and draft notice thereof	1.30	617.50
10/9/2006	JSS	Review, edit and revise monthly fee application (.5); phone call with L. Bogdanoff re same (.1)	0.60	285.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/9/2006	JSS	Revise Semi IP employment application and draft declaration in support thereof (.5); prepare correspondence to Sun re same (.1)	0.60	285.00
	JSS	Review, edit and revise Minato employment application and draft declaration	0.50	237.50
	JSS	Review materials from Lee and Lin re employment application (.2) and prepare correspondence to firm re same (.2)	0.30	142.50
	JSS	Prepare and respond correspondence to L. Hameed re Minato employment	0.20	95.00
	JSS	Prepare correspondence to A. Sachadeva re fees	0.10	47.50
	LRB	Prepare edits, comments on monthly application	0.40	260.00
10/10/2006	JSS	Review, edit, revise and finalize September monthly fee application	0.80	380.00
	JSS	Review correspondence from T. Kahn and prepare correspondence to L. Bogdanoff and V. Lin re IP Professional	0.40	190.00
	JSS	Review correspondence from T. Kahn and prepare correspondence to L. Bogdanoff and V. Lin re same	0.10	47.50
	JSS	Review correspondence from L. Hameed re Minato	0.10	47.50
	JSS	Review correspondence from D. Ragan re Latham fees	0.20	95.00
	JSS	Telephone call with the court re hearing on fee application	0.10	47.50
10/11/2006	JSS	Telephone conference with A. Sachdeva re fees	0.20	95.00
10/12/2006	JSS	Review, edit and revise Minato employment application (.4) and prepare correspondence to Minato re same (.1)	0.50	237.50

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/12/2006	JSS	Prepare correspondence to A. Sachdeva re fees	0.20	95.00
	JSS	Revise notice to professionals re interim fee hearing	0.20	95.00
10/13/2006	JSS	Review correspondence from Minato re employment application	0.10	47.50
	JSS	Review, edit and revise application to employ Minato (.6); prepare correspondence to Ichiro of Minato re same (.1); prepare correspondence to client re same (.1)	0.80	380.00
10/16/2006	JSS	Prepare XRoads notice on fees	1.40	665.00
10/17/2006	JSS	Revise monthly fee notice for XRoads (.5) and send correspondence to D. Ragan re same (.1)	0.60	285.00
10/18/2006	JSS	Prepare correspondence, review and respond to V. Lin and D. Ragan re Japan operations and employment of counsel	0.30	142.50
	JSS	Review and respond to correspondence from D. Ragan re payment request	0.20	95.00
10/19/2006	JSS	Revise, finalize and file XRoads notice re request for payment	0.30	142.50
	JSS	Review email from V. Lin re Japanese counsel (.1); prepare correspondence to counsel re same (.2)	0.30	142.50
	JSS	Telephone call with Canadian counsel re retention (.2) and review and respond to correspondence re same (.1)	0.30	142.50
10/20/2006	JSS	Review correspondence from Anderson Mori re retention issues	0.10	47.50
	JSS	Review committee application re fees	0.20	95.00
10/24/2006	JSS	Review and respond to correspondence and proposed Japan counsel re retention issues	0.30	142.50

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/24/2006	JSS	Review and respond to correspondence re engagement letter from Canadian counsel and review letter and provide comments re same	0.40	190.00
10/25/2006	JSS	Review and respond to correspondence from A. Schinichiro re possible retention issues	0.20	95.00
	JSS	Review and respond to correspondence from D. Ragan and L. Bogdanoff re Latham fees	0.20	95.00
	JSS	Review materials from Semi IP re employment	0.30	142.50
	JSS	Telephone call with Japanese counsel	0.20	95.00
10/26/2006	JSS	Review Court docket re objection to fees (.1) and prepare notice to client re payment (.1)	0.20	95.00
	JSS	Prepare notice re fee hearing	0.30	142.50
	JSS	Telephone call from/to S. Kuklowicz re retention issues	0.20	95.00
	JSS	Review materials and update Semi IP application (.3); correspondence to Semi IP re same (.1)	0.40	190.00
	JSS	Prepare correspondence to T. Kahn, V. Lin, D. Ragan and L. Bogdanoff re retention and IP issues	0.20	95.00
	JSS	Prepare draft application for Asahi Koma	1.60	760.00
	LRB	Analyze email from J. Shenson re foreign professionals	0.20	130.00
10/27/2006	JSS	Review correspondence from Minato re employment (.2); prepare correspondence to V. Lin and respond to same (.2); revise and finalize application (.2)	0.60	285.00
	JSS	Draft employment application for Ashai Koma and correspondence re same (1.4) and review response from S. Abe re same (.1)	1.50	712.50

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/27/2006	JSS	Telephone call with S. Kulkowicz re retention issue	0.20	95.00
10/30/2006	JSS	Revise Minato employment application	0.20	95.00
10/31/2006	JSS	Revise, finalize and file Minato employment application	0.60	285.00
	JSS	Review and revise engagement letter (.3) and prepare and respond to correspondence to client re same (.2); prepare correspondence to Canadian counsel re same (.1)	0.60	285.00
SUBTOTAL: 040 - Fee/Employment Applications			29.00	13,423.50
<u>070 - Claims Administration & Objections</u>				
10/1/2006	LRB	Analyze email from J. Shenson re claims`	0.30	195.00
10/3/2006	JSS	Review correspondence from D.Ragan re bar date issues	0.10	47.50
	JSS	Review and prepare correspondence from D. Ragan re former employees and bar date issues	0.40	190.00
10/9/2006	JSS	Prepare motion to establish supplemental bar date	2.10	997.50
	JSS	Review notice from Bankruptcy Court re amended claim	0.10	47.50
10/10/2006	JSS	Review, edit and revise supplemental bar date motion	0.50	237.50
10/13/2006	JSS	Review, edit and revise motion re establishment of supplemental bar date	1.60	760.00
	JSS	Review correspondence from V. Lin re R. Patil and correspondence re same	0.10	47.50
10/17/2006	JSS	Telephone call to Paul Walton re claim	0.10	47.50
10/18/2006	JSS	Review and respond to correspondence from L. Bogdanoff re motion re claims bar date and status of affiliates control stipulation	0.10	47.50

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/18/2006	JSS	Prepare correspondence to D. Ragan re bar date notice issue	0.10	47.50
	JSS	Review and respond to correspondence from D. Friedman re creditor claim	0.10	47.50
	JSS	Review D. Ragan comments to the bar date notice (.1) revise same (.1)	0.20	95.00
	JSS	Prepare and respond correspondence to D. Ragan re supplemental bar date and former employees	0.40	190.00
10/20/2006	JSS	Telephone call with D. Friedman re employee claims	0.20	95.00
	JSS	Telephone call to P. Walton, counsel for Patil re claim	0.10	47.50
10/23/2006	JSS	Telephone call from/to P. Walton re former employee claims (.4); telephone call with D. Friedman re same (.2)	0.60	285.00
	LRB	Confer with J. Shenson re dismissal	0.20	130.00
10/24/2006	JSS	Draft, review, edit and revise stipulated order re administrative claims bar date and notice related thereto (1.4) and prepare and respond to correspondence with CRO re same (.1); prepare correspondence to D. Ragan and V. Lin re same (.1)	1.60	760.00
	JSS	Prepare and finalize notice re supplemental bar date (.6)	0.60	285.00
	LRB	Changes to administrative bar date pleadings	1.10	715.00
10/25/2006	JSS	Finalize and file notice and file notice and proof of service	0.30	142.50
10/27/2006	JSS	Review materials from Amy Ma and D. Ragan re creditors and bar date issues (.3); prepare and respond to correspondence to D. Ragan and L. Bogdanoff re same (.2)	0.50	237.50
SUBTOTAL: 070 - Claims Administration & Objections			11.40	5,695.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
<u>080 - Asset Analysis and Recovery</u>				
10/13/2006	GMB	Run UCC searches on Prediwave and associated entities, per J. Shenson	1.10	165.00
	GMB	Confer with J. Shenson (2x) on Prediwave and associated entities UCC search	0.20	30.00
	JSS	Meeting with G. Brower re diligence (.3) and review and respond to correspondence with D. Friedman re same (.2)	0.50	237.50
10/16/2006	GMB	Draft memo; review research on UCC searches	1.20	180.00
	JSS	Review UCC/termination filings	0.30	142.50
	JSS	Telephone call with D. Friedman re IP sale and email	0.20	95.00
10/17/2006	JLD	Confer with J. Shenson re diligence matters	0.50	197.50
	JLD	Calls with search services re real property diligence	0.70	276.50
	JSS	Review and respond to correspondence with J. Dinkelman re diligence and related issues (.3); discussion with J. Dinkelman re matter and follow-up (.5)	0.80	380.00
	JSS	Review and respond to correspondence with D. Friedman re diligence	0.20	95.00
10/18/2006	JLD	Review materials re UCC and real property diligence	2.80	1,106.00
	JSS	Review and respond to correspondence from D. Ragan and L. Bogdanoff re avoidance action	0.20	95.00
	JSS	Review correspondence from D. Friedman re corporate diligence and correspondence from J. Dinkelman re same	0.10	47.50
	JSS	Telephone call to Canadian counsel re potential winddown issue (.2) and phone call from Canadian counsel re engagement (.1)	0.30	142.50

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/19/2006	JLD	Review diligence materials re UCC-1s and lien searches	2.40	948.00
	JSS	Prepare correspondence to J. Dinkelman re affiliate diligence issues	0.20	95.00
10/20/2006	GMB	Expand UCC search; update memo, per J. Dinkelman	0.90	135.00
10/23/2006	JLD	Review diligence materials	1.70	671.50
10/24/2006	JLD	Review diligence materials	2.60	1,027.00
	JLD	Confer with J. Shenson re diligence, UCC and IP matters	0.50	197.50
	JLD	Review and revise general assignment	1.10	434.50
	JSS	Review and respond to correspondence with J. Dinkelman re corporate matters (.2); meeting with J. Dinkelman re same and settlement issues (.5); prepare correspondence to D. Ragan re same (.1); prepare correspondence to D. Friedman re same (.2); review and respond to correspondence with J. Dinkelman re governing documents (.2)	1.20	570.00
10/25/2006	JLD	Review diligence materials	1.30	513.50
10/26/2006	JSS	Telephone call from D. Ragan re patent issues	0.20	95.00
10/27/2006	JSS	Review UCC chart and related results from J. Dinkelman and review and respond to correspondence from J. Dinkelman re same	0.30	142.50
10/30/2006	JSS	Review materials from A. Harvey re intellectual property	0.20	95.00
10/31/2006	JLD	Confer with Jonathan Shenson and call with A. Harvey re IP	0.30	118.50
	JLD	Review IP inventory list	0.60	237.00
	JSS	Prepare correspondence to A. Harvey re call to discuss IP (.1) and conversation with J. Dinkelman and call with A. Harvey re same (.3)	0.40	190.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
SUBTOTAL: 080 - Asset Analysis and Recovery			23.00	8,660.00
<u>100 - Plan/Disclosure Statement</u>				
10/31/2006	JSS	Research re exclusivity and draft exclusivity motion	0.90	427.50
SUBTOTAL: 100 - Plan/Disclosure Statement			0.90	427.50
<u>110 - Employee Benefits/Plans</u>				
10/9/2006	JSS	Telephone call with worker compensation fund re policy refund (.2) and email to Amy Ma and XRoads re same (.1)	0.30	142.50
10/18/2006	JSS	Prepare correspondence to D. Ragan re COBRA benefits	0.10	47.50
10/19/2006	JSS	Prepare correspondence to D. Friedman re employee issues	0.10	47.50
10/24/2006	JSS	Telephone call to Department of Labor re 401K	0.10	47.50
SUBTOTAL: 110 - Employee Benefits/Plans			0.60	285.00
<u>120 - Litigation</u>				
10/3/2006	JSS	Prepare correspondence with D. Friedman re litigation and board issues	0.20	95.00
	LRB	Telephone conference with D. Friedman re updates, issues	0.50	325.00
	LRB	Telephone conference with D. Ragan re litigation updates, issues	0.30	195.00
10/4/2006	JSS	Conversation with D. Friedman re state court litigation (.3); conversation with L. Bogdanoff re same (.2); phone call to D. Ragan re same (.1)	0.60	285.00
	JSS	Review correspondence from P. Wang re state court litigation	0.10	47.50

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/4/2006	LRB	Email to J. Shenson re litigation settlement issues	0.70	455.00
10/5/2006	LRB	Analyze memo from J. Shenson re emails, settlement, respond to same	0.60	390.00
	LRB	Confer with J. Shenson re settlement issues, follow up	0.20	130.00
10/6/2006	JSS	Telephone conference with G. Lunt re New World letter (.2) and phone call to committee re same (.1); meeting with L. Bogdanoff re same (.2)	0.50	237.50
	LRB	Prepare email to D. Ragan et al. re settlement issues, analyze responses	0.50	325.00
	LRB	Analyze latest K. Denniston letter re litigation, comments and follow-up emails	0.50	325.00
	LRB	Confer with T. Patterson re issues, claims of New World	0.20	130.00
	LRB	Analyze and respond to client email re developments, litigation	1.40	910.00
	TEP	Review K. Denniston letters and office conference with L. Bogdanoff re same	0.60	390.00
10/7/2006	LRB	Prepare emails to T. Patterson, client re latest developments, New World claims, respond to same	1.10	715.00
10/9/2006	JSS	Review correspondence from L. Bogdanoff & T. Patterson re strategy and related issues	0.20	95.00
	JSS	Review correspondence from and prepare correspondence to Latham and XRoads and internally re call to discuss status of State Court litigation and related matters (.2); prepare for call with Latham and XRoads re same (.3); call with Latham and XRoads (.6); follow-up call with XRoads (.2)	1.30	617.50
	JSS	Review correspondence from D. Friedman re next step (.2); follow-up call with XRoads and V. Lin (.6) and discussion and T. Patterson and L. Bogdanoff re same (.2)	0.40	190.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/9/2006	JSS	Review settlement proposal and related correspondence re litigation	0.50	237.50
	JSS	Telephone conference with D. Ragan re call to discuss strategy and internal correspondence re same	0.20	95.00
	JSS	Telephone conference with D. Ragan re call to discuss strategy and internal correspondence re same	0.20	95.00
	JSS	Review follow-up email and calls from D. Ragan, T. Patterson and CRO re State Court litigation	0.30	142.50
	LRB	Telephone conference with D. Simon re discussion with Latham, litigation issues	0.20	130.00
	LRB	Telephone conference with D. Friedman, P. Wang re status, litigation	0.60	390.00
	LRB	Telephone conference with D. Ragan, D. Simon re status, issues	0.20	130.00
	LRB	Analyze settlement agreement, notes	0.80	520.00
	LRB	Analyze email from D. Friedman re settlement issues	0.20	130.00
	LRB	Confer with T. Patterson re New World issues	0.20	130.00
	LRB	Telephone conference with D. Ragan re issues, cash	0.30	195.00
	LRB	Analyze emails from J. Shenson, T. Patterson re issues, New World demand, prepare email re same	0.60	390.00
10/10/2006	JSS	Review correspondence from T. Patterson to K. Denniston re Trustee and related issues, J. Fiero and K. Denniston	0.10	47.50
	JSS	Meeting with L. Bogdanoff re response to New World (.2) and call to K. Denniston re same (.3); telephone call to D. Friedman re same (.1); telephone calls with D. Ragan re same, fees and other issues (.8)	1.40	665.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/10/2006	JSS	Review correspondence from D. Schechter re status of litigation	0.30	142.50
	LRB	Telephone conference with J. Fiero re New World and litigation updates	0.30	195.00
	LRB	Telephone conference with K. Denniston re settlement negotiations	0.20	130.00
	LRB	Prepare for call with New World counsel, outline	0.60	390.00
	LRB	Analyze Latham letter re status and respond to same	0.80	520.00
	TEP	Office conference with L. Bogdanoff re possible settlement (.2); voice mail to K. Denniston (.1)	0.30	195.00
10/11/2006	JSS	Conversation with L. Bogdanoff and D. Ragan re status of Santa Clara action	0.30	142.50
	JSS	Review Latham retention pleadings and review local rules re withdrawal and related issues	0.60	285.00
	JSS	Meeting with L. Bogdanoff re litigation and related issues	0.20	95.00
	JSS	Telephone conference with D. Friedman re Santa Clara litigation	0.40	190.00
	JSS	Review correspondence from Latham and settlement proposal re Santa Clara action (.4); prepare correspondence to L Bogdanoff, T. Patterson and D. Ragan re same (.2)	0.60	285.00
	LRB	Telephone conference with D. Ragan re status, litigation (3 calls)	0.80	520.00
	LRB	Telephone conference with D. Schechter, D. Friedman re withdrawal issue (2 calls)	0.40	260.00
	LRB	Telephone conference with D. Ragan, then K. Denniston, re settlement issues (3 calls)	0.80	520.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/11/2006	LRB	Telephone conference with D. Simon re litigation analysis, meeting	0.30	195.00
	LRB	Telephone conference with D. Friedman re settlement analysis	0.20	130.00
	LRB	Analyze emails from J. Shenson, D. Friedman re hearing, withdrawal, respond to same	0.80	520.00
10/12/2006	JSS	Prepare and respond to correspondence with D. Friedman re pending issues re state court litigation	0.20	95.00
	JSS	Review and respond to correspondence with L. Bogdanoff re call with Latham re settlement	0.10	47.50
	JSS	Meeting with L. Bogdanoff re state court litigation and related issues	0.30	142.50
	JSS	Review pleadings re motion to withdraw (.2); review KTB&S retention agreement re scope of employment (.1); review and respond to correspondence to V. Lin re same (.3)	0.60	285.00
	JSS	Review motion re terminating sanctions	0.30	142.50
	JSS	Review latest settlement proposal	0.30	142.50
	JSS	Review revised settlement proposal	0.30	142.50
	LRB	Analyze draft liquidation analysis, comments, discuss with D. Ragan	1.10	715.00
	LRB	Telephone conference with K. Denniston re issues, meeting	0.20	130.00
	LRB	Telephone conference with D. Simon, D. Ragan, T. Shenson et al., re liquidation analysis (K. Denniston during portion)	0.70	455.00
	LRB	Analyze withdrawal motion, motion for terminating sanctions	1.40	910.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/12/2006	LRB	Analyze D. Schechter email and settlement and updated litigation analysis	1.80	1,170.00
	TEP	Review settlement proposal (.2); office conference with L. Bogdanoff re structure issues (.3)	0.50	325.00
10/13/2006	JSS	Review final settlement proposal	0.30	142.50
	JSS	Travel to/from meeting with Paul Hastings, XRoads and participate in same re possible liquidation and settlement matter	4.80	2,280.00
	JSS	Telephone calls with V. Lin re settlement (.5); conversation with L. Bogdanoff re same (.1)	0.60	285.00
	LRB	Attend meeting with K. Denniston, D. Simon, J. Shenson, D. Ragan re settlement, analysis, next steps, meet with D. Simon after	4.80	3,120.00
	LRB	Telephone conference with D. Schechter re meeting, issues	0.20	130.00
	LRB	Prepare emails re follow-up from meeting, next steps	1.60	1,040.00
	LRB	Analyze settlement correspondence, notes	0.60	390.00
10/14/2006	LRB	Analyze and comment on XRoads memos re follow-up, comments and email re same	1.60	1,040.00
10/16/2006	CP	Research re assignment for the benefit of creditors	5.30	1,325.00
	JSS	Review correspondence from L. Bogdanoff to J. Fiero re status of Santa Clara litigation	0.10	47.50
	JSS	Review agenda/action item list by XRoads (.3); meeting with L. Bogdanoff re same (.2)	0.50	237.50
	JSS	Meetings with C. Pozmantier re research and assignments for benefit of creditors	0.60	285.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/16/2006	JSS	Prepare for and (.1) participate on pre-call with XRoads re New World (.5); participate on call with New World, XRoads re settlement (.3)	0.90	427.50
	JSS	Review and respond to (.2) correspondence with D. Ragan re calls with V. Lin re settlement and winddown issues (.4)	0.60	285.00
	JSS	Initial review of settlement (2.4); prepare and respond to correspondence to D. Schechter (.3); review final version sent out to Latham (.2)	2.90	1,377.50
	JSS	Telephone call from/to D. Schechter re settlement	0.20	95.00
	JSS	Review correspondence from D. Ragan re status of State Court litigation	0.10	47.50
	LRB	Prepare additions, revise, draft portions of settlement agreement	3.80	2,470.00
	LRB	Telephone conference with K. Denniston et al. re status, call	0.20	130.00
	LRB	Analyze and respond to Latham & Watkins emails re settlement	0.30	195.00
10/17/2006	CP	Research re assignment for the benefit of creditors	3.70	925.00
	JSS	Review and revise settlement and prepare mark-up re same	2.10	997.50
	JSS	Review and respond to correspondence with D. Schechter re settlement	0.60	285.00
	JSS	Telephone call with V. Lin and D. Ragan re agenda items and execution thereon	1.30	617.50
	LRB	Prepare additional comments on settlement	1.20	780.00
	LRB	Telephone conference with D. Schector re settlement	0.30	195.00
	LRB	Prepare additions to settlement agreement	3.10	2,015.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/17/2006	LRB	Analyze and respond to emails from D. Ragan re avoidance actions	0.20	130.00
	LRB	Analyze and comment on revised settlement, prepare emails re same (late night)	1.40	910.00
10/18/2006	CP	Research re assignment for the benefit of creditors	2.20	550.00
	JSS	Review and respond to many emails (.3) and correspondence from D. Schecter, V. Lin, L. Bogdanoff and D. Ragan comments to revised settlement and agreement and related issues (2.3)	2.60	1,235.00
	JSS	Review, edit and revise settlement agreement (1.4); prepare and respond to correspondence and conversation with L. Bogdanoff (.3)	1.70	807.50
	JSS	Participate on call with Latham re settlement agreement	0.50	237.50
	JSS	Review and respond to correspondence with D. Ragan and J. Feldman re financial information for settlement	0.20	95.00
	LRB	Prepare additions to settlement, prepare emails to J. Shenson re same and cash agreement	2.80	1,820.00
	LRB	Telephone conference with D. Schecter, V. Lin, J. Shenson et al. re settlement issues	0.50	325.00
	LRB	Prepare additional provisions of settlement and respond to emails re same	0.70	455.00
	LRB	Analyze and respond to client, counsel emails re settlement issues, bankruptcy	1.20	780.00
	LRB	Telephone conference with K. Denniston re settlement (2 calls)	0.30	195.00
	LRB	Prepare final changes to settlement	1.10	715.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/19/2006	JSS	Review Paul Hastings mark-up of settlement agreement (.4) and review correspondence from D. Schechter and CRO re same (.3)	0.70	332.50
	LRB	Analyze revised settlement, prepare/respond to emails from client re same	1.80	1,170.00
10/20/2006	CP	Research re voluntary dismissal of chapter 11 cases	2.80	700.00
	JSS	Review markup of settlement agreement (.5); review L. Bogdanoff comments re same and prepare response to L. Bogdanoff re same (.1)	0.60	285.00
	JSS	Review assignment materials from XRoads	0.20	95.00
	JSS	Telephone call with D. Ragan re action items and possible settlement call with K. Denniston, XRoads	0.70	332.50
	JSS	Telephone call with Latham re settlement agreement and related issues	0.40	190.00
	JSS	Review correspondence from D. Ragan to K. Denniston re follow-up	0.20	95.00
	JSS	Research re assignments	0.60	285.00
	JSS	Draft, review, edit and revise Assignment Agreement	0.50	237.50
	LRB	Prepare memo re bankruptcy proposal and settlement	1.10	715.00
	LRB	Analyze and respond to emails from J. Shenson, XRoads re settlement, assignment	0.30	195.00
	LRB	Telephone conference with K. Denniston, D. Ragan, J. Shenson re issues, status	0.60	390.00
	LRB	Telephone conference with D. Ragan, D. Schector, J. Shenson et al. re settlement issues	0.50	325.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/20/2006	LRB	Analyze email from D. Ragan re cash movement, assignment, respond to same, follow-up with J. Shenson	0.80	520.00
10/23/2006	JSS	Prepare correspondence to D. Ragan and L. Bogdanoff re winddown issues (.2); discussion with L. Bogdanoff re same (.1); prepare correspondence to V. Lin re same (.1)	0.40	190.00
	JSS	Prepare correspondence to C. Pozmantier re motion to dismiss and settlement issues	0.10	47.50
	JSS	Research re assignments and related issues	1.40	665.00
	JSS	Prepare correspondence to Japan counsel re winddown	0.20	95.00
	JSS	Draft Assignment Agreement	0.80	380.00
	JSS	Review and respond to correspondence from L. Bogdanoff and D. Schechter re comments on settlement (.3); telephone message from K. Denniston re same (.1)	0.40	190.00
	JSS	Telephone call with D. Schechter and L. Bogdanoff re settlement agreement (.6); review revisions to settlement agreement (1.3)	1.90	902.50
	LRB	Prepare comments on settlement agreement	0.60	390.00
	LRB	Telephone conference with D. Schechter, J. Shenson et al. re settlement agreement, issues	0.50	325.00
	LRB	Prepare inserts to settlement agreement	1.60	1,040.00
	LRB	Prepare changes to agreement, revise same, emails re same	0.80	520.00
10/24/2006	JSS	Review revised settlement agreement (.5) and review and respond to correspondence from D. Schechter with comments thereon (.2) review correspondence from D. Schechter re V. Lin comments thereon (.1)	0.80	380.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/24/2006	JSS	Draft, review, edit and revise ABC Agreement (1.6); review and respond to correspondence with CRO re same (.1); prepare correspondence to J. Dinkelman re same (.1); prepare correspondence to D. Ragan re same (.1)	1.90	902.50
	JSS	Discussion with L. Bogdanoff re settlement issues	0.20	95.00
	JSS	Review correspondence to D. Schechter and D. Ellis re settlement status and related issues	0.20	95.00
	LRB	Telephone conference with D. Schechter re settlement, prepare email re same	0.20	130.00
	LRB	Analyze ABC agreement, comments	0.60	390.00
	LRB	Telephone conference with D. Schechter re settlement issues, analyze email from him re same	0.30	195.00
	LRB	Telephone conference with K. Denniston re status	0.10	65.00
	LRB	Analyze and respond to multiple emails from D. Schechter et al. re settlement structure issues	0.60	390.00
10/25/2006	CP	Confer with J. Shenson re status of settlement with New World; draft motion to dismiss bankruptcy case	0.80	200.00
	CP	Review latest version of settlement agreement; stipulated order re administrative claims bar date; stipulated order re cash management and supplemental bar date	3.10	775.00
	CP	Prepare motion to dismiss bankruptcy case	3.40	850.00
	JSS	Review updated liquidation analysis notes re same	0.20	95.00
	JSS	Meeting with C. Pozmantier re motion to dismiss and case background (.4) and prepare correspondence to C. Pozmantier re same (.2)	0.60	285.00
	JSS	Meetings with L. Bogdanoff re status of settlement	0.40	190.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/25/2006	JSS	Telephone call with D. Ragan and Lee Bogdanoff re liquidation analysis and settlement issues	0.60	285.00
	JSS	Telephone call with L. Bogdanoff re settlement and related issues	0.20	95.00
	JSS	Telephone call with V. Lin re settlement and related issues	0.30	142.50
	LRB	Telephone conference with D. Schecter re status, issues	0.40	260.00
	LRB	Telephone conference with K. Denniston re settlement issues	0.20	130.00
	LRB	Analyze and respond to client, counsel emails re status, settlement	0.30	195.00
	LRB	Telephone conference with D. Schecter et al. re emergency hearing (2 calls)	0.30	195.00
	TEP	Office conference with L. Bogdanoff re litigation issues and settlement and estate representative	0.40	260.00
	TEP	Review emails re settlement/litigation status	0.60	390.00
10/26/2006	CP	Prepare motion to dismiss Prediwave bankruptcy case	5.20	1,300.00
	JSS	Review and respond to correspondence with V. Lin re Latham withdrawal motion (.2); conversation with D. Friedman re same (.2)	0.40	190.00
	TEP	Brief office conference with J. Shenson re litigation status and consider issues	0.30	195.00
10/27/2006	CP	Prepare motion to dismiss bankruptcy case	4.20	1,050.00
	JSS	Telephone call with D. Friedman re representation	0.10	47.50
	TEP	Email to J. Shenson re litigation status and withdrawal motion	0.30	195.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/30/2006	CP	Prepare motion to dismiss bankruptcy case	1.40	350.00
	JSS	Telephone call with K. Denniston re litigation issues	0.10	47.50
	JSS	Prepare correspondence to D. Friedman and D. Schechter and L. Bogdanoff re state court matter and Latham withdrawal	0.20	95.00
	LRB	Telephone conference with D. Schechter re withdrawal, status	0.20	130.00
10/31/2006	JSS	Review and respond to correspondence with L. Bogdanoff re settlement issues	0.20	95.00
SUBTOTAL: 120 - Litigation			138.90	69,290.00
<u>200 - Matters Involving Real Property Leases</u>				
10/1/2006	JSS	Review consent re extension on Bedford lease (.1); review and respond to correspondence with D. Ragan and L. Bogdanoff re same (.2)	0.30	142.50
	LRB	Analyze and respond to emails from D. Ragan and J. Shenson re lease resolutions	0.60	390.00
10/3/2006	JSS	Revise motion assume/assign and memorandum of points and authorities	1.20	570.00
	JSS	Prepare correspondence to D. Ragan re lease analysis	0.10	47.50
	JSS	Telephone call from G. Ficks, counsel for Sutter Hill (.3); correspondence to client re same (.1)	0.40	190.00
	LRB	Email from J. Shenson re lease extension	0.30	195.00
	LRB	Prepare emails to client, J. Shenson re leases, litigation update	0.20	130.00
10/4/2006	JSS	Review motion and points and authorities including revisions to incorporate extension and related relief	4.40	2,090.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/4/2006	JSS	Review consent from Sutter Hill	0.10	47.50
	JSS	Review correspondence from D. Ragan re lease analysis	0.20	95.00
	LRB	Prepare additions to assume/reject motion, add to same and revise	1.80	1,170.00
	LRB	Revise and add to lease assumption, extension	0.60	390.00
10/5/2006	JSS	Revise motion to assume/reject	1.40	665.00
	JSS	Draft declaration of D. Ragan in support of motion to assume/reject (1.1); telephone call with D. Ragan re same (.3)	1.40	665.00
	JSS	Review and respond to correspondence re leases with D. Ragan	0.20	95.00
	LRB	Prepare additions to revised assume/extend, reject motion	1.80	1,170.00
	LRB	Revise draft lease pleadings	0.60	390.00
10/6/2006	JSS	Review, edit and revise declaration, memorandum of points and authorities and motion re assume/reject leases and file same	2.90	1,377.50
	JSS	Review and respond to correspondence with D. Ragan re lease analysis	0.20	95.00
	JSS	Telephone conference with V. Lin re lease motion	0.20	95.00
	JSS	Telephone conference with D. Ragan re lease motion	0.30	142.50
	JSS	Review K. Denniston letter (.4); correspondence from D. Ragan and L. Bogdanoff re same (.2)	0.60	285.00
	JSS	Telephone conference with V. Lin re Denniston letter	0.30	142.50
	LRB	Analyze revised lease pleadings	0.80	520.00

<u>Date</u>	<u>Init.</u>	<u>Description</u>	<u>Hours</u>	
10/6/2006	LRB	Analyze and comment on changes to lease motion	0.20	130.00
10/12/2006	JSS	Prepare correspondence to L. Bogdanoff re leases	0.10	47.50
	JSS	Telephone call with G. Ficks re Sutter lease	0.10	47.50
10/23/2006	JSS	Review Japan lease (.4); draft letter to landlord re same (.8)	1.20	570.00
10/24/2006	JSS	Telephone call with committee counsel re lease and claim issues	0.20	95.00
10/27/2006	JSS	Prepare request for entry of order re default and lease matter	0.20	95.00
10/30/2006	JSS	Draft default papers and proposed order re real property lease (2.1); telephone call with L. Bogdanoff re same (.1)	2.20	1,045.00
	LRB	Draft lease order, comments	0.40	260.00
10/31/2006	JSS	Review and respond to correspondence with D. Ragan re lease issues	0.20	95.00
SUBTOTAL: 200 - Matters Involving Real Property Leases			25.70	13,485.00
Professional Services Rendered			297.60	\$146,833.50
Costs and Disbursements				
		Duplicating (at \$.20 per page)		3,426.00
		Incoming Fax (at \$0.50 per page)		39.50
		Messenger Services and Overnight Mail		393.79
		Online Research		368.00
		Outside Services		450.00
		Postage		576.99
Total Costs and Disbursements				\$5,254.28
Total Current Charges				\$152,087.78
Previous Balance Forward				\$92,938.35

10/27/2006 Payment - thank you. Check No. wire	(\$92,938.35)
	<hr/>
Payments and Credits	(\$92,938.35)
	<hr/>
Current Balance Due	\$152,087.78
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Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>
Lee R. Bogdanoff - Partner	84.10	650.00
Thomas E. Patterson - Partner	4.00	650.00
Jennifer L. Dinkelman - Associate	14.50	395.00
Courtney Pozmantier - Associate	32.10	250.00
Stacia A. Neeley - Associate	0.20	280.00
Gideon M. Brower - Paralegal	3.40	150.00
Jonathan S. Shenson - Partner	157.80	475.00
Matthew C. Heyn - Associate	1.50	0.00