

**IN THE CIRCUIT COURT OF THE
SEVENTEENTH JUDICIAL CIRCUIT,
IN AND FOR BROWARD COUNTY,
FLORIDA**

CASE NO. 12-24051 (07)
COMPLEX LITIGATION UNIT

MATTHEW CARONE, as Trustee for the Carone
Marital Trust #2 UTD 1/26/00, Carone Gallery, Inc.
Pension Trust, Carone Family Trust, Carone Marital
Trust #1 UTD 1/26/00 and Matthew D. Carone
Revocable Trust, JAMES JORDAN, as Trustee for
the James A. Jordan Living Trust, ELAINE
ZIFFER, an individual, and FESTUS AND HELEN
STACY FOUNDATION, INC., a Florida
corporation,

Plaintiffs,

v.

MICHAEL D. SULLIVAN, individually,

Defendant.

**BERGER SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
RESPONSE TO THE OBJECTIONS TO THE CONSERVATOR'S FEE REPORT**

Berger Singerman LLP ("Berger Singerman") files this Fee Report and Supplemental Omnibus Response to the Objections to the Conservator's Fee Report. After more than a year of work by Berger Singerman on behalf of the Partnerships, Berger Singerman is now the only party that has not yet been approved for reimbursement for fees and costs incurred on behalf of the Partnerships – and that was recommended for such by the Conservator.

To the extent that this Court received objections to the Conservators' recommendation that the Partnerships reimburse Berger Singerman, they were either from defendants in lawsuits filed by the Partnerships, those affiliated with defendants, or individuals who filed letters with

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this Court in response to a letter from Steve Jacob. Mr. Jacob's letter was replete with factual inaccuracies and wrongfully identified him as Managing General Partner of the Partnerships in contravention of this Court's Order Appointing Conservator. Ironically, those same individuals who filed objections based on Mr. Jacob's letter were, as alleged in a lawsuit approved by the Conservator, ripped off through the actions of Mr. Jacob and other defendants.

During a hearing on June 4, 2013, the Court suggested that fees and costs attributable to the filing of two lawsuits (the "Insider suit" and "Netwinner suit") on behalf of the Partnerships would not be paid at this time. However, the Court stated that Berger Singerman should be paid now for other fees and costs incurred on behalf of the Partnerships.

The Conservator – a neutral party that was suggested by more than one of the objectors – determined that Berger Singerman should be reimbursed for \$125,000 of its total fee request of \$173,191.71. Berger Singerman is hopeful that this Court will compensate it in the amount of \$125,000, which is a substantial reduction of its fee request of \$173,191.71 – which number is itself the result of substantially reduced hourly rates of \$300 per hour. Thus, approving reimbursement in the amount of \$125,000 is a substantial savings for the Partnerships.

Berger Singerman hopes that the Court recognizes, as the Conservator surely does, that Berger Singerman took numerous actions to preserve the rights and assets of the Partnerships, and the partners themselves. Berger Singerman expended substantial resources to remove the then-existing Managing General Partner, wrest documents from the Managing General Partner's control, seek the appointment of a replacement Managing General Partner, seek the appointment of a Conservator, and preserve substantial claims belonging to the Partnerships that may have otherwise expired. Berger Singerman also fought tirelessly to enforce orders entered by this Court that were ignored by others.

In light of the foregoing, and as detailed below, please consider this yet another request for prompt payment of substantially reduced costs and fees to Berger Singerman in the amount of \$125,000, and, in support, states:

BACKGROUND

This Court ordered Berger Singerman to identify the amount of fees and costs incurred for the work it performed on behalf of the Partnerships. Based on a review of Berger Singerman's invoice entries, Berger Singerman's work on behalf of the Partnerships can be separated into six buckets:

- (1) Work to remove Michael Sullivan ("Sullivan") as Managing General Partner of the Partnerships and replace him with a new Managing General Partner (**Exhibit A**);
- (2) Work to enforce this Court's Agreed Order dated August 29, 2012, whereby Sullivan resigned as Managing General Partner and whereby Margaret J. Smith ("Smith") was appointed as Managing General Partner, because certain individuals failed to abide by it (**Exhibit B**);
- (3) Work to appoint a Conservator for the Partnerships (**Exhibit C**);
- (4) Work to file the Insider suit and Netwinner suit (**Exhibit D**);
- (5) Work to transfer the pending lawsuits related to the Partnerships to this Court (**Exhibit E**);
- (6) Postage, reproduction, facsimile, and telephone call costs incurred in furtherance of Buckets 1 through 5 (**Exhibit F**).

The original invoices containing the entries comprising all of these buckets are attached hereto as **Exhibit G.**¹

Although this Court suggested during a hearing on June 4, 2013, that fees and costs attributable to the filing of the Insider suit and Netwinner suit (Bucket 4) would not be paid at this time, the Court stated that Berger Singerman should be paid now for other fees and costs incurred on behalf of the Partnerships.

As set forth below, approval of reimbursing Berger Singerman for \$125,000 for the fees and costs it incurred on behalf of the Partnerships would be a substantial savings to the Partnerships, even for work that was unrelated to the filing of the Insider suit and Netwinner suit. Moreover, without Berger Singerman's work over the course of the last year, *inter alia*, a Conservator would never have been appointed, the Conservator would not be able to now pursue lawsuits that may recover millions of dollars for the Partnerships and the partners, and the Partnerships' assets may have been depleted by the former Managing General Partners.

Accordingly, for the reasons set forth below, Berger Singerman respectfully requests reimbursement from the Partnerships in the amount of \$125,000.

A. BUCKET 1: WORK RELATED TO REMOVING SULLIVAN AS MANAGING GENERAL PARTNER AND REPLACING HIM WITH A NEW MANAGING GENERAL PARTNER.

The entries in Bucket 1 relate to fees and costs incurred by Berger Singerman to remove Sullivan based on the various improprieties uncovered and replace him with a new Managing General Partner.

¹ The number located in column "Invoice #" of **Exhibits A-F** states the location of each entry in Buckets 1 through 6 on the original invoice, **Exhibit G**. The units of those entries encompassing more than one bucket were divided according to the work that was performed.

Removing Sullivan and conducting an election for a new Managing General Partner appeared to be the most efficient way to prevent any further wrongdoings to the Partnerships. As set forth at length in previous filings, only after significant intransigence did Sullivan turn over an incomplete set of documents related to the Partnerships. With the help of GlassRatner, Berger Singerman then undertook an extensive forensic analysis that discovered various improprieties that were perpetuated upon the Partnerships and its partners. Due to those improprieties it was necessary to remove Sullivan as Managing General Partner.

The entries in Bucket 1 reflect the work necessary to remove and replace Sullivan. Entry numbers 1 through 85, 88, 89, 93 and others of **Exhibit A** demonstrate the extensive work necessary i) to ascertain the proper method for calling a special meeting and conducting a vote to remove Sullivan, ii) to identity of the partners of each Partnership who were entitled to notice of the special meeting and to vote, and iii) to conduct the special meeting on August 17, 2012. Once the relevant partners were identified, Berger Singerman was then required to provide notices and proxies to each of those partners, and Berger Singerman incurred significant postage and reproduction costs in doing so [*See e.g. Exhibit A*, entry numbers 7-33]. As evidence of the propriety of Berger Singerman's actions, at the special meeting, a majority of the outstanding Partnership interests voted in favor of replacing Sullivan with Smith and amending the Partnership Agreements to reflect that change.

The entries in Bucket 1 also reflect that after the vote, Berger Singerman was required to commence litigation to enforce the vote to remove and replace Sullivan. Despite the vote, Berger Singerman incurred fees and costs on behalf of the Partnerships because Sullivan refused to step down. For example, entry numbers 86, 87, 91, 92, 97 and later entries of **Exhibit A** reflect that Berger Singerman drafted a complaint, commenced the instant litigation against

Sullivan to enforce the vote of the Partners and protect the Partnerships, and prepared for an evidentiary hearing on the issue. In response, Sullivan, who was represented by counsel, agreed to resign as Managing General Partner. Then, on August 29, 2012, this Court entered an Agreed Order between the Plaintiffs and Sullivan (the "Agreed Order"). A copy of the Agreed Order is attached hereto as **Exhibit H**. Pursuant to that order, Sullivan resigned as Managing General Partner and Smith was deemed in his stead to be sole Managing General Partner of the Partnerships. *Id.* Smith, as managing general partner, was given "full access to all of the Partnership's books, records, assets and property and will be afforded all of the rights and duties of a Managing General Partner. . . ." *Id.* Furthermore, Sullivan agreed that "he does not now and will not in the future challenge the appointment of Ms. Smith as Managing General Partner on August 17, 2012." *Id.*

The fees incurred by Berger Singerman for work in Bucket 1 on behalf of the Partnerships amount to \$51,085.00 and the costs for work in Bucket 1 amount to \$3,517.99.

B. BUCKET 2: WORK TO ENFORCE THIS COURT'S AGREED ORDER.

The entries in Bucket 2 relate to fees and costs incurred by Berger Singerman to enforce the Agreed Order.

This Court's Agreed Order and Sullivan's resignation should have been the end of the matter, but certain individuals did not abide by it. Non-party Helen Chaitman ("Chaitman") and her law firm, Becker & Poliakoff, LLP ("Becker Poliakoff"), refused to recognize that Smith was the Managing General Partner. Chaitman would not turn over the Partnerships' funds to Smith and took unauthorized actions that forced Berger Singerman to take further actions on behalf of the Partnerships so that the Partnerships could obtain their property and operate.

As evidenced by the entries in Bucket 2, these actions by Berger Singerman, on behalf of

the Partnerships, included i) responding to a lawsuit that was originally initiated in Palm Beach County by Chaitman to distribute the Partnerships' funds to their partners but was later amended by Chaitman, without any apparent authority, to include a challenge to the vote electing Smith (*see e.g.*, **Exhibit B**, entries 2, 5, 7, and 8); ii) terminating Chaitman and Becker Poliakoff as counsel to the Partnerships and demanding that they return all funds belonging to the Partnerships (*see e.g.*, **Exhibit B**, entry 1); iii) filing a motion to compel Chaitman to immediately relinquish any partnership property that she was holding (*see e.g.*, **Exhibit B**, entry 10); iv) responding to meritless allegations that the election of Smith was not proper (*see e.g.*, **Exhibit B**, entries 9, 29, 33); and iv) preparing for and attending court hearings on these issues and others raised by papers filed by Chaitman and Becker Poliakoff (*see e.g.*, **Exhibit B**, entries 33, 46, 49).

The fees related to work in Bucket 2 amount to \$47,033.50. The costs related to work in Bucket 2 amount to \$2,843.85.

C. BUCKET 3: WORK TO APPOINT A CONSERVATOR.

The entries in Bucket 3 comprise Berger Singerman's work to appoint a Conservator for the Partnerships (although initially identified as a Receiver).

Berger Singerman sought to appoint a Conservator because, despite this Court's Agreed Order, Chaitman and certain individuals continued to challenge Smith's appointment as Managing General Partner. As a result, the Partnerships could not operate. The inability to operate meant that the Partnerships could not pursue potential claims against Sullivan and others and potentially obtain any monies improperly gained from them. This issue was even more urgent because, as of December 2012, the statute of limitations on those claims was potentially

drawing to a close.²

The entries in Bucket 3 reflect Berger Singerman's efforts to appoint a Conservator to manage the Partnerships and quiet any further challenges to their operation. Berger Singerman's Motion to Appoint a Receiver was inexplicably opposed by Chaitman, who at this point, represented absolutely no one in connection with the underlying proceedings. Chaitman's baffling opposition necessitated further work Berger Singerman, and required Berger Singerman to argue in favor of appointing a Conservator at a hearing before this Court. *See e.g., Exhibit C*, entry 40. It was only after this Court questioned Becker Poliakoff that they seemed to realize that a Conservator was necessary due to the ongoing disputes that Chaitman and others had manufactured:

MR. ROSEN: It's messy. It's
 absolutely messy. There's no question
 about it.

See Hearing Transcript from December 18, 2012, at 40:3-5, attached hereto as **Exhibit I**. As a result, the Court agreed with Berger Singerman that it was necessary to appoint a Conservator for the Partnerships, despite the extensive argument in opposition, and after Berger Singerman incurred considerable expenses in researching and preparing for a hearing on that issue.

Berger Singerman incurred additional fees and costs by preparing the initial draft of the Order Appointing Conservator, which was circulated for comment among the various parties. On January 17, 2013, this Court signed the Order Appointing Conservator (the "Conservator Order") after comment from the various parties who appeared by counsel – even though Chaitman opposed it.

The fees incurred by Berger Singerman for work in Bucket 3 amount to **\$44,059.50**. The

² The Partnerships do not and have not conceded that the statute of limitations to bring any claims expired in December 2012.
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costs related to work in Bucket 3 amount to \$1,565.35.

D. BUCKET 4: THE NETWINNER SUIT AND INSIDER SUIT

The entries related to the Netwinner suit and Insider suit comprise Bucket 4.

The remaining objections to Berger Singerman's fees and costs seem focused on Berger Singerman's work in filing the Netwinner suit and Insider suit. The objectors (whom include defendants in one of the actions) believe that those fees and costs should be subject to an *ex post facto* contingency agreement, even though any such contingency agreement was never contemplated when the actions were filed. It was only after the Conservator was appointed that Berger Singerman was asked to represent the Partnerships on a contingency basis.

The fees incurred by Berger Singerman for work in Bucket 4 amount to \$18,020.00. The costs incurred by Berger Singerman for work in Bucket 4 amount to \$1,711.91. The time entries reflecting that work are set forth on **Exhibit D**.

E. BUCKET 5: BERGER SINGERMAN INCURRED FEES AND EXPENSES TO TRANSFER ALL LITIGATION RELATED TO THE PARTNERSHIPS TO THIS COURT.

The entries in Bucket 5 relate to fees and costs incurred by Berger Singerman to transfer pending litigation related to the Partnerships to this Court.

Aside from this action, three separate lawsuits were filed that related to the Partnerships. First, an action was filed by Chaitman in Palm Beach County to determine the proper method of distributing the Partnerships' funds to their partners. Berger Singerman incurred fees and costs transferring that lawsuit to this Court. Second, the Netwinner and Insider suits were not filed by the clerk in the Complex Litigation Division, even though both cases were filed with a Civil Cover Sheet specifying that they were to be filed in the Complex Litigation Division. An administrative error is the only reason that the cases were not initially filed in the Complex

Litigation Division. Unfortunately, these transfers required Berger Singerman to file motions to transfer those actions and attend hearings in furtherance of those motions.

The fees incurred by Berger Singerman for work in Bucket 5 amount to **\$2,720.00** and the time entries reflecting that work are set forth in **Exhibit E**.

F. BUCKET 6: POSTAGE, REPRODUCTION, FACSIMILE, AND TELEPHONE CALLS COSTS INCURRED IN FURTHERANCE OF BUCKETS 1 THROUGH 5.

The entries in Bucket 6 reflect costs incurred by Berger Singerman in furtherance of the work described in Buckets 1 through 5. These costs include postage (\$1,626.52), reproduction (\$13,423.80), facsimile (\$41.00), and long distance telephone calls (\$23.00).

Unfortunately, these costs are not attached to any description, and therefore the specific component of work attached to these costs is not readily identifiable. However, the dates of the costs reveal their importance. For example, entry 12 of **Exhibit F** for \$8,128 for “reproductions” and entry 8 of **Exhibit F** for 953.12 for “postage” were incurred during the time of the special meeting in August 17, 2012. Those costs reflect the work necessary to copy hundreds of notices and proxies that were then sent to the relevant partners of the Partnerships. Without those costs, Sullivan would never have been removed. The other costs reflected in Bucket 6 were similarly incurred on behalf of the Partnerships and were necessary to conduct the work described in Buckets 1 through 5.

The costs incurred by Berger Singerman for work in Bucket 6 amount to: **\$15,114.32**.

CONCLUSION

Without considering the fees and costs incurred by Berger Singerman in filing the Netwinner suit and Insider suit (Bucket 4), the total amount of fees and costs for Buckets 1, 2, 3, 5, and 6 is as follows:

Bucket 1: \$54,602.99

Bucket 2: \$49,877.35

Bucket 3: \$45,624.85

Bucket 5: \$2,720.00

Bucket 6: \$15,114.32

Total Amount of Fees and Costs for Buckets 1, 2, 3, 5, and 6 = \$154,504.35.³

Despite a total amount of fees and costs incurred of \$154,504.35 for work in Buckets 1, 2, 3, 5, and 6, the total amount requested here by Berger Singerman is \$125,000.00, an amount which was recommended by the Conservator, and which represents a significant savings to the Partnerships. Accordingly, and for the above reasons, Berger Singerman respectfully requests that the Court approve and order reimbursement by the Partnerships to Berger Singerman in the amount of \$125,000.

WHEREFORE, Berger Singerman respectfully requests that all objections to reimbursement of fees and costs to Berger Singerman be denied in their entirety, that the Court approve and order reimbursement by the Partnerships to Berger Singerman in the amount of \$125,000.00 as set forth in the Proposed Order attached as **Exhibit J**, and that the Court grant such other and further relief as the Court deems necessary.

³ As set forth in **Exhibit G**, Berger Singerman's total request for fees and costs of \$173,191.71 reflects a payment of \$15,089.74 towards the total amount of fees and costs billed: \$188,281.45 (an 8% reduction of the total amount). The amount of \$154,504.35 similarly reflects an 8% reduction of the total amount of fees and costs for Buckets 1, 2, 3, 5, and 6: \$167,939.51.

Dated: June 14, 2013

Respectfully Submitted,

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CERTIFICATE OF SERVICE

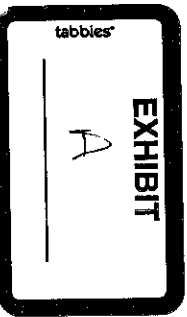
I HEREBY CERTIFY that on this on this 14th day of June, 2013, a true and correct copy of the foregoing was sent via U.S. Mail and/or Electronic Mail to:

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By: s/ Leonard K. Samuels
Leonard K. Samuels

BERGER SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
RESPONSE TO THE OBJECTIONS TO THE CONSERVATOR'S FEE REPORT
EXHIBIT A

| No. | Invoice # | DATE | BILLER | DESCRIPTION | UNITS | RATE | BUCKET | DIVIDED |
|-----|-----------|-----------|--------|--|-------|--------|--------|---------|
| 1 | 87 | 6/13/2012 | | WESTLAW RESEARCH. | 11.09 | | 1 | |
| 2 | 88 | 6/14/2012 | | WESTLAW RESEARCH. | 25.87 | | 1 | |
| 3 | 89 | 7/17/2012 | | CONFERENCE CALL. | 8.56 | | 1 | |
| 4 | 90 | 7/31/2012 | | LABOR CHARGES FROM SERVICES ON-SITE FOR 3 OVERTIME HOURS & 5 MGR HOURS. | 95.50 | | 1 | |
| 5 | 5 | 8/3/2012 | SP2 | COORDINATE ADDITIONAL MAILING OF NOTICES AND PROXIES; TRACK RECEIPT OF FIRST MAILING. | 0.70 | 100.00 | 1 | |
| 6 | 3 | 8/3/2012 | DB1 | REVIEW LISTS OF RECIPIENTS OF NOTICES AND ARRANGE FOR AN ALTERNATIVE METHOD OF DELIVERY FOR THOSE WHO HAVE NOT YET RECEIVED THEM. | 1.60 | 295.00 | 1 | |
| 7 | 91 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 28.31 | | 1 | |
| 8 | 92 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 28.31 | | 1 | |
| 9 | 93 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 33.19 | | 1 | |
| 10 | 94 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 69.44 | | 1 | |
| 11 | 95 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 16.39 | | 1 | |
| 12 | 96 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 69.44 | | 1 | |
| 13 | 97 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 39.31 | | 1 | |
| 14 | 98 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 29.84 | | 1 | |
| 15 | 99 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 28.31 | | 1 | |
| 16 | 100 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 28.31 | | 1 | |
| 17 | 101 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 33.19 | | 1 | |
| 18 | 102 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 28.31 | | 1 | |
| 19 | 103 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 69.44 | | 1 | |
| 20 | 104 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 28.31 | | 1 | |
| 21 | 105 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 31.67 | | 1 | |
| 22 | 106 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 16.39 | | 1 | |
| 23 | 107 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 28.31 | | 1 | |
| 24 | 108 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 28.31 | | 1 | |
| 25 | 109 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 28.31 | | 1 | |
| 26 | 110 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 69.44 | | 1 | |
| 27 | 111 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 28.31 | | 1 | |
| 28 | 112 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 69.44 | | 1 | |
| 29 | 113 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 28.31 | | 1 | |
| 30 | 114 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 73.47 | | 1 | |
| 31 | 115 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 69.44 | | 1 | |
| 32 | 116 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 73.47 | | 1 | |
| 33 | 117 | 8/3/2012 | | FEDERAL EXPRESS CHARGES. | 28.31 | | 1 | |
| 34 | 6 | 8/6/2012 | SP2 | TRACK RETURN RECEIPTS OF PREVIOUS MAILING; UPDATE CHARTS REGARDING SAME. | 2.10 | 100.00 | 1 | |
| 35 | 118 | 8/6/2012 | | FEDERAL EXPRESS CHARGES. | 10.45 | | 1 | |
| 36 | 119 | 8/6/2012 | | FEDERAL EXPRESS CHARGES. | 7.68 | | 1 | |
| 37 | 7 | 8/7/2012 | DB1 | REVIEW EVIDENCE OF DELIVERED PACKAGES AND DETERMINE WHICH PARTNERS HAVE NOT YET RECEIVED THE NOTICES AND WHICH NEED NEW PACKAGES. | 2.40 | 295.00 | 1 | |
| 38 | 120 | 8/7/2012 | | FEDERAL EXPRESS CHARGES. | 16.09 | | 1 | |
| 39 | 121 | 8/7/2012 | | FEDERAL EXPRESS CHARGES. | 11.31 | | 1 | |
| 40 | 122 | 8/7/2012 | | FEDERAL EXPRESS CHARGES. | 11.31 | | 1 | |
| 41 | 123 | 8/7/2012 | | FEDERAL EXPRESS CHARGES. | 16.09 | | 1 | |
| 42 | 124 | 8/7/2012 | | FEDERAL EXPRESS CHARGES. | 11.31 | | 1 | |
| 43 | 125 | 8/7/2012 | | FEDERAL EXPRESS CHARGES. | 11.31 | | 1 | |
| 44 | 8 | 8/8/2012 | DB1 | CALL WITH PARTNERS AND E. MARK TO DISCUSS ISSUES RELATED TO SULLIVAN LETTER; REVIEW SULLIVAN LETTER; READ AND PROVIDE COMMENT TO OUR CLIENT'S LETTER RESPONDING TO SULLIVAN'S LETTER; DISCUSS STRUCTURAL ISSUES WITH C. FOX; ARRANGE FOR DELIVERY OF NEW RESPONSE LETTER TO ALL PARTNERS OF BOTH PARTNERSHIPS. | 3.70 | 295.00 | 1 | |
| 45 | 10 | 8/8/2012 | EM | MISCELLANEOUS CORRESPONDENCE REGARDING SPECIAL MEETING. | 1.60 | 300.00 | 1 | |
| 46 | 11 | 8/8/2012 | EM | DISCUSSION AND STRATEGY REGARDING LETTER TO SULLIVAN. | 1.50 | 300.00 | 1 | |



BERGER SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
RESPONSE TO THE OBJECTIONS TO THE CONSERVATOR'S FEE REPORT
EXHIBIT A

| | | | | | | | | |
|----|-----|-----------|-----|---|--------|--------|---|--|
| 47 | 12 | 8/8/2012 | UKS | REVIEW PROXY ISSUES. | 1.00 | 300.00 | 1 | |
| 48 | 9 | 8/8/2012 | MCB | REVIEWED PROPOSED LETTER AND T/C WITH LENNY SAMUELS AND ETAN MARK. | 0.40 | 300.00 | 1 | |
| 49 | 126 | 8/8/2012 | | CONFERENCE CALL. | 5.13 | | 1 | |
| 50 | 127 | 8/8/2012 | | FEDERAL EXPRESS CHARGES. | 16.09 | | 1 | |
| 51 | 13 | 8/9/2012 | DB1 | REVIEW NEW PROXIES RECEIVED AND UPDATE TABLES ACCORDINGLY; REVIEW CORRESPONDENCE FROM CLIENT REGARDING MR. SULLIVAN'S ATTEMPTS TO BLOCK OUR VOTE; ARRANGE FOR TRANSMISSION OF NOTICES OF SPECIAL MEETING TO NEWLY-PROVIDED ADDRESSES. | 1.40 | 295.00 | 1 | |
| 52 | 14 | 8/9/2012 | EM | EXTENSIVE CORRESPONDENCE REGARDING VARIOUS INVESTORS AND STRATEGY REGARDING NEXT STEPS. | 1.20 | 300.00 | 1 | |
| 53 | 128 | 8/9/2012 | | FEDERAL EXPRESS CHARGES. | 7.68 | | 1 | |
| 54 | 15 | 8/10/2012 | DB1 | DISCUSS ISSUES RELATED TO PARTNERSHIP VOTE'S EFFECTIVENESS AND MEETING LOGISTICS WITH M. BROWN; BEGIN DRAFTING ISSUES MEMO BASED THEREON. | 1.00 | 295.00 | 1 | |
| 55 | 16 | 8/10/2012 | EM | VARIOUS CORRESPONDENCE REGARDING UPCOMING SHAREHOLDER VOTE. | 1.20 | 300.00 | 1 | |
| 56 | 129 | 8/10/2012 | | CONFERENCE CALL. | 0.76 | | 1 | |
| 57 | 17 | 8/13/2012 | DB1 | FINISH DRAFTING ISSUES MEMO AND MEETING AGENDA; MEET WITH L. SAMUELS AND M. BROWN TO STRATEGIZE REGARDING ADVERSE ISSUES WITH PARTNERSHIP VOTE; REVIEW NEWLY-PROVIDED PROXIES AND UPDATE TABLES BASED THEREON. | 3.50 | 295.00 | 1 | |
| 58 | 19 | 8/13/2012 | EM | CORRESPONDENCE REGARDING CASE; PREPARE STATEMENT REGARDING SPECIAL MEETING. | 2.90 | 300.00 | 1 | |
| 59 | 18 | 8/13/2012 | MCB | MEETING WITH DAVID BLACK; REVIEW AGENDA AND RULES; MEETING WITH LENNY SAMUELS. | 1.50 | 300.00 | 1 | |
| 60 | 20 | 8/14/2012 | DB1 | CALLS WITH SECURITY COMPANY AND FT. LAUDERDALE POLICE DEPARTMENT TO PROCURE SECURITY FOR MEETING; CALL WITH POLICE OFFICER TO SECURE HER TIME DURING UPCOMING MEETINGS; REVIEW NEWLY-PROVIDED PROXIES AND UPDATE TABLES BASED THEREON. | 1.50 | 295.00 | 1 | |
| 61 | 22 | 8/14/2012 | EM | EXTENSIVE CORRESPONDENCE REGARDING UPCOMING MEETINGS; DISCUSSION REGARDING SAME. | 1.60 | 300.00 | 1 | |
| 62 | 23 | 8/14/2012 | EM | DRAFT SCRIPT FOR P. SINGERMAN. | 1.30 | 300.00 | 1 | |
| 63 | 21 | 8/14/2012 | MCB | CONFERENCE WITH DAVID BLACK; REVIEWED POSSIBLE DEFENSES BY CURRENT MANAGING PARTNER. | 0.70 | 300.00 | 1 | |
| 64 | 130 | 8/14/2012 | | FEDERAL EXPRESS CHARGES. | 19.39 | | 1 | |
| 65 | 26 | 8/15/2012 | MS | DISCUSSION WITH DAVID BLACK; REVIEW OF RULES AND PROCEDURES AND SCRIPT FOR FRIDAY, AUGUST 17, 2012 MEETING; EMAIL TO DAVID BLACK REGARDING COMMENTS; REVIEW OF EMAILS. | 0.60 | 100.00 | 1 | |
| 66 | 24 | 8/15/2012 | DB1 | CONTINUE DRAFTING RULES AND PROCEDURES FOR MEETINGS, AS WELL AS SCRIPT FOR THE CHAIRMAN AND SECRETARY; REVIEW NEWLY-PROVIDED PROXIES AND UPDATE SPREADSHEETS SHOWING VOTING PERCENTAGES ACCORDINGLY; DISCUSS MEETING LOGISTICS WITH B. STEPELTON AND L. JORDAN. | 2.60 | 295.00 | 1 | |
| 67 | 25 | 8/15/2012 | MCB | CONFERENCE WITH DAVID BLACK REGARDING PROCEDURES, SECURITY AND COURT REPORTING; DISCUSSED INSPECTOR OF ELECTION DUTIES. | 0.80 | 300.00 | 1 | |
| 68 | 131 | 8/15/2012 | | 1737J-0001 OFF DUTY FT. LAUDERDALE POLICE OFFICER. | 120.00 | | 1 | |
| 69 | 30 | 8/16/2012 | MS | MEETING WITH DAVID BLACK; REVIEW OF PROXIES RECEIVED; PREPARATION OF SPREADSHEETS; CONFERENCE CALL WITH MORIE BROWN, DAVID BLACK, PAUL SINGERMAN, LENNY SAMUELS AND ETAN MARK; PREPARATION OF SIGN IN SHEETS; MEETING PREPARATION. | 5.50 | 100.00 | 1 | |

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|----|-----|-----------|-----|---|--------|--------|---|--|
| 70 | 27 | 8/16/2012 | DB1 | REVIEW WITH INSPECTOR OF ELECTIONS ALL PROXIES RECEIVED TO DATE FOR BOTH P&S AND S&P. FINISH DRAFTING RULES AND PROCEDURES FOR MEETINGS. DRAFT PROXY FOR S&P. DRAFT NOTICES REGARDING DIRECTIVES TO SULLIVAN. FINISH DRAFTING SCRIPT FOR MEETINGS. CALL WITH BERGER SINGERMAN PARTNERS TO DISCUSS STRATEGY AND ISSUES FOR MEETINGS. | 6.10 | 295.00 | 1 | |
| 71 | 29 | 8/16/2012 | EM | CONFERENCE CALL REGARDING SPECIAL MEETING. PREPARATION FOR SAME. | 1.70 | 300.00 | 1 | |
| 72 | 28 | 8/16/2012 | MCB | CONFERENCE CALL REGARDING FRIDAY MEETING. REVIEWED MATERIAL INCLUDING SCRIPTS. CONFERENCES WITH MARCI AND DAVID REGARDING PROCEEDINGS. CONFERENCE WITH LENNY. | 2.30 | 300.00 | 1 | |
| 73 | 31 | 8/16/2012 | PSS | REVIEW MATERIALS IN ADVANCE OF PARTNERS' MEETINGS 8/17 AND TEAM CALL WITH BET TEAM AND L. SAMUELS AND E. MARK. | 0.60 | 300.00 | 1 | |
| 74 | 36 | 8/17/2012 | MS | PREPARATION FOR MEETINGS. ATTENDING MEETINGS. ORGANIZATION OF PROXIES AND BALLOTS. PREPARATION OF SPREADSHEETS DOCUMENTING PROXIES AND BALLOTS AND CALCULATING PERCENTAGES. DISCUSSIONS WITH DAVID BLACK AND MORRIE BROWN. | 6.50 | 100.00 | 1 | |
| 75 | 32 | 8/17/2012 | DB1 | PREPARE FOR AND ATTEND MEETINGS OF S&P AND P&S. BEGIN CALCULATIONS OF VOTES OF EACH AFTER MEETINGS CONCLUDED. | 3.70 | 295.00 | 1 | |
| 76 | 34 | 8/17/2012 | EM | PREPARE FOR SPECIAL MEETING. TRAVEL TO AND FROM SPECIAL MEETING. PREPARE FOR SPECIAL MEETING. TRAVEL TO OFFICES OF P&S ASSOCIATES TO COLLECT BOOKS AND RECORDS. | 6.70 | 300.00 | 1 | |
| 77 | 35 | 8/17/2012 | LKS | PREPARE FOR AND ATTEND 2 PARTNER MEETINGS. POST MEETING FOLLOW UP WITH CLIENT. TELEPHONE CONFERENCE WITH CAROL. REVIEW LETTER TO BANK. | 4.00 | 300.00 | 1 | |
| 78 | 33 | 8/17/2012 | MCB | PREPARED FOR AND ATTENDED MEETINGS OF THE PARTNERS AND POST MEETING CONFERENCES. | 3.50 | 300.00 | 1 | |
| 79 | 37 | 8/17/2012 | PSS | MEETINGS OF PARTNERSHIPS REGARDING REMOVAL OF GENERAL PARTNERS AND CONFERENCE WITH COUNSEL TO PARTNERSHIPS REGARDING NEXT STEP AFTER PARTNERSHIP MEETINGS. MEETING WITH CLIENT GROUP REGARDING NEXT STEPS (2.6). (SHOW THIS TIME ON THE BILL BUT THEN SHOW COURTESY DISCOUNT AND WRITE IT OFF) | 2.60 | 300.00 | 1 | |
| 80 | 37 | 8/17/2012 | PSS | MEMO FROM E. MARK REGARDING VISIT TO THE OFFICES OF THE PARTNERSHIP AND LITIGATION STRATEGY (3). | 0.30 | 300.00 | 1 | |
| 81 | 132 | 8/17/2012 | | COMMUNITY ROOM RESERVATION FOR MEETING. | 106.00 | | 1 | |
| 82 | 263 | 8/17/2012 | | PARKING. | 12.00 | | 1 | |
| 83 | 264 | 8/17/2012 | | PARKING. | 14.00 | | 1 | |
| 84 | 265 | 8/17/2012 | | PARKING. | 14.00 | | 1 | |
| 85 | 38 | 8/18/2012 | DB1 | COMPLETE REVIEW OF PROXIES AND BALLOTS RECEIVED FOR EACH PARTNERSHIP AND PREPARE MEMO OF OPEN ISSUES WITH RESPECT TO VOTE RESULTS. | 3.10 | 295.00 | 1 | |
| 86 | 39 | 8/19/2012 | EM | EDITS TO COMPLAINT AND MOTION FOR INJUNCTIVE RELIEF. | 4.60 | 300.00 | 1 | |
| 87 | 133 | 8/19/2012 | | WESTLAW RESEARCH. | 5.95 | | 1 | |
| 88 | 45 | 8/20/2012 | MS | DISCUSSIONS WITH DAVID BLACK. REVIEW OF PROXIES AND BALLOTS. RECALCULATING AND CONFIRMING VOTE RESULTS. PREPARATION OF INSPECTOR CERTIFICATES. | 3.40 | 100.00 | 1 | |
| 89 | 40 | 8/20/2012 | DB1 | RESOLVE OPEN ISSUES WITH RESPECT TO VOTE RESULTS FOR EACH PARTNERSHIP. BEGIN DRAFTING CERTIFIED VOTE RESULTS FOR EACH PARTNERSHIP. BEGIN DRAFTING MEETING MINUTES FOR S&P. | 5.70 | 295.00 | 1 | |
| 90 | 42 | 8/20/2012 | AE | CONFERENCE WITH E. MARK INTRODUCING CASE. READING GLASSRATNER REPORT. ANALYSIS. READ COMPLAINT. DRAFT P. MOTION. LEGAL RESEARCH IN CONNECTION WITH SAME. | 4.10 | 300.00 | 1 | |
| 91 | 43 | 8/20/2012 | EM | DRAFT COMPLAINT. | 4.50 | 300.00 | 1 | |
| 92 | 44 | 8/20/2012 | LKS | DEVELOP LITIGATION STRATEGY. REVIEW EMAIL FROM PUGATCH. | 0.60 | 300.00 | 1 | |
| 93 | 41 | 8/20/2012 | MCB | REVIEWED MATERIAL WITH DAVID AND MARC. | 0.80 | 300.00 | 1 | |
| 94 | 134 | 8/20/2012 | | WESTLAW RESEARCH. | 34.44 | | 1 | |

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|-----|-----|---------------|---|---------|--------|---|--|
| 95 | 51 | 8/21/2012 MS | DISCUSSIONS AND EMAILS WITH DAVID BLACK; RECALCULATING AND UPDATING VOTING CHARTS; REVISIONS TO INSPECTOR OF ELECTIONS CERTIFICATIONS. | 1.00 | 100.00 | 1 | |
| 96 | 46 | 8/21/2012 DB1 | FINISH DRAFTING MEETING MINUTES OF S&P; BEGIN DRAFTING MEETING MINUTES OF P&S; FINISH DRAFTING CERTIFIED VOTE RESULTS PACKAGES FOR EACH PARTNERSHIP. | 6.40 | 295.00 | 1 | |
| 97 | 48 | 8/21/2012 AE | DRAFT AND REVISE P1 MOTION, COMMENTS ON COMPLAINT, DISCUSSIONS WITH E. MARK & L. SAMUELS REGARDING: STRATEGIC CHOICES, SELECTION OF PREFERABLE COURT, RECEIVERSHIP, LEGAL RESEARCH REGARDING: IRREPARABLE HARM, RIGHTS OF PARTNERS, RECEIVERSHIP. | 5.40 | 300.00 | 1 | |
| 98 | 49 | 8/21/2012 EM | EDITS TO COMPLAINT. | 8.20 | 300.00 | 1 | |
| 99 | 50 | 8/21/2012 LKS | REVIEW INJUNCTION AND RECEIVERSHIP ISSUES. | 1.50 | 300.00 | 1 | |
| 100 | 47 | 8/21/2012 MCB | REVIEWED MINUTES AND RELATED ITEMS; CONFERENCE WITH DAVID BLACK. | 1.10 | 300.00 | 1 | |
| 101 | 135 | 8/21/2012 | 17371-0001 ATTENDANCE, OVERNIGHT ORIGINAL TRANSCRIPT OF S&P, P&S, MIN-SCRIPT & ASCII PROVIDED. | 1055.20 | | 1 | |
| 102 | 136 | 8/21/2012 | WESTLAW RESEARCH. | 33.39 | | 1 | |
| 103 | 55 | 8/22/2012 SP2 | PREPARE SUMMONS; PULL AND ORGANIZE CASE LAW CITED IN PRELIMINARY INJUNCTION MOTION. | 0.80 | 100.00 | 1 | |
| 104 | 52 | 8/22/2012 DB1 | FINISH DRAFTING MEETING MINUTES OF P&S; ASSEMBLE COMPLAINT EXHIBITS. | 1.10 | 295.00 | 1 | |
| 105 | 53 | 8/22/2012 AE | REVIEWING REVISIONS; STATUS UPDATES. | 0.80 | 300.00 | 1 | |
| 106 | 54 | 8/22/2012 EM | PREPARE DOCUMENTS FOR FILING. | 4.90 | 300.00 | 1 | |
| 107 | 56 | 8/22/2012 LKS | REVISE COMPLAINT AND MOTION, CLIENT CONFERENCE CALL. | 2.30 | 300.00 | 1 | |
| 108 | 57 | 8/22/2012 SDW | PREPARE EXHIBITS FOR FILING OF COMPLAINT. | 0.30 | 300.00 | 1 | |
| 109 | 137 | 8/22/2012 | WESTLAW RESEARCH. | 33.82 | | 1 | |
| 110 | 266 | 8/22/2012 | CONFERENCE CALL. | 1.85 | | 1 | |
| 111 | 267 | 8/22/2012 | CONFERENCE CALL. | 22.69 | | 1 | |
| 112 | 58 | 8/23/2012 ML | PREPARE SUMMONS; CIVIL COVER SHEET, FINALIZE VERIFIED COMPLAINT AND EXHIBITS, AND FINALIZE EMERGENCY MOTION FOR FILING; PULL COMPLEX LITIGATION UNIT RULES FOR L. SAMUELS. | 2.80 | 100.00 | 1 | |
| 113 | 59 | 8/23/2012 EM | FINALIZE COMPLAINT AND EMERGENCY MOTION; MULTIPLE DISCUSSIONS WITH CLIENT REGARDING SAME. | 3.30 | 300.00 | 1 | |
| 114 | 60 | 8/23/2012 LKS | CONFERENCE WITH BETT, FINALIZE PLEADINGS, REVIEW MULTIPLE EMAILS, TELEPHONE CONFERENCE WITH CAROL REGARDING MEETING, TELEPHONE CONFERENCE WITH CHAD PUGASCH. | 2.60 | 300.00 | 1 | |
| 115 | 138 | 8/23/2012 | 17371-0001 FILING FEE AND SUMMONS. | 411.00 | | 1 | |
| 116 | 268 | 8/23/2012 | CONFERENCE CALL. | 12.89 | | 1 | |
| 117 | 63 | 8/24/2012 ML | PREPARE CIVIL COVER FOR COMPLEX LITIGATION UNIT, REVISE SUMMONS, COMPLAINT AND MOTION FOR COMPLEX LITIGATION UNIT, ARRANGE FOR SERVICE OF FILED PLEADINGS. | 0.90 | 100.00 | 1 | |
| 118 | 61 | 8/24/2012 DB1 | DRAFT LETTER OF RESIGNATION AND ACKNOWLEDGMENTS FOR M. SULLIVAN. | 0.80 | 295.00 | 1 | |
| 119 | 62 | 8/24/2012 DL | RECEIVE LAWSUIT, MEMOS RE SAME. | 0.30 | 300.00 | 1 | |
| 120 | 64 | 8/24/2012 EM | CORRESPONDENCE WITH PUGATCH; DRAFT AGREED ORDER. | 3.50 | 300.00 | 1 | |
| 121 | 65 | 8/24/2012 LKS | REVIEW RULES FOR COMPLEX BUSINESS UNIT, FILE LAWSUIT, SEVERAL TELEPHONE CONFERENCES WITH CHAD AND CLIENT, REVISE PROPOSED ORDER, PREPARE EMAIL TO SULLIVAN, REVIEW MULTIPLE EMAILS FROM CLIENT. | 2.30 | 300.00 | 1 | |
| 122 | 66 | 8/24/2012 SDW | FILE MOTION IN STATE COURT, PREPARE TOLLING AGREEMENT OF CLAIMS. | 0.80 | 300.00 | 1 | |
| 123 | 139 | 8/24/2012 | 17371-0001 RUSH SERVICE STATUS; 20 DAY SUMMONS MICHAEL D. SULLIVAN, 3696 N. FEDERAL HWY. | 120.00 | | 1 | |
| 124 | 67 | 8/25/2012 LKS | EXCHANGE EMAILS WITH CLIENT, PREPARE EMAIL TO CLIENT, SERVICE ISSUES, REVIEW MINUTES AND CERTIFIED RESULTS. | 0.50 | 300.00 | 1 | |
| 125 | 140 | 8/26/2012 | WESTLAW RESEARCH. | 2.58 | | 1 | |

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| | | | | | | | |
|-----|-----|---------------|--|-------|--------|---|--|
| 126 | 68 | 8/27/2012 DB1 | FINALIZE MINUTES FROM MEETING OF EACH PARTNERSHIP AND CIRCULATE. | 1.30 | 295.00 | 1 | |
| 127 | 69 | 8/27/2012 EM | PREPARE FOR EVIDENTIARY HEARING. | 3.30 | 300.00 | 1 | |
| 128 | 70 | 8/27/2012 LK5 | REVIEW LETTER FROM CHAD. REVIEW MINUTES. REVISE LETTER TO CHAD, REVIEW EMAILS FROM CLIENTS. | 0.80 | 300.00 | 1 | |
| 129 | 71 | 8/27/2012 PSS | TELEPHONE CALL FROM C. PUGATCH REGARDING REPUTATING DEAL (1); CONFERENCE WITH E. MARK AND L. SAMUELS REGARDING STATUS AND STRATEGY AND EMERGENCY HEARING 8/29 (4). | 0.50 | 300.00 | 1 | |
| 130 | 72 | 8/28/2012 DB1 | RESEARCH FLORIDA AND DELAWARE STATUTORY AND CASE LAW REGARDING RIGHTS OF A NON-PARTNER TO MANAGE A GENERAL PARTNERSHIP. | 3.10 | 295.00 | 1 | |
| 131 | 73 | 8/28/2012 EM | PREPARE FOR HEARING; CORRESPONDENCE WITH OPPOSING COUNSEL REGARDING SAME. | 5.80 | 300.00 | 1 | |
| 132 | 74 | 8/28/2012 LK5 | TELEPHONE CONFERENCE WITH CHAD. REVIEW MULTIPLE EMAILS. | 0.50 | 300.00 | 1 | |
| 133 | 75 | 8/28/2012 PSS | INTEROFFICE CONFERENCE WITH E. MARK REGARDING STATUS AND SETTLEMENT OFFERS FROM C. PUGATCH FOR SULLIVAN/COMPANY; REVIEW PROPOSED ORDER AND MEMO TO TEAM REGARDING ISSUES. | 0.40 | 300.00 | 1 | |
| 134 | 141 | 8/28/2012 | WESTLAW RESEARCH. | 75.60 | | 1 | |
| 135 | 142 | 8/28/2012 | FEDERAL EXPRESS CHARGES. | 8.83 | | 1 | |
| 136 | 143 | 8/28/2012 | WESTLAW RESEARCH. | 8.56 | | 1 | |
| 137 | 269 | 8/28/2012 | CONFERENCE CALL. | 8.66 | | 1 | |
| 138 | 76 | 8/29/2012 AE | LEGAL RESEARCH IN PREPARATION FOR HEARING. | 2.00 | 300.00 | 1 | |
| 139 | 78 | 8/29/2012 EM | NEGOTIATION REGARDING AGREED ORDER; CORRESPONDENCE REGARDING SAME. TRAVEL TO COURTHOUSE TO OBTAIN ENTRY OF ORDER; CORRESPONDENCE WITH CLIENTS AND MANAGING GENERAL PARTNER REGARDING SAME. | 5.10 | 300.00 | 1 | |
| 140 | 80 | 8/29/2012 PSS | MEMOS FROM/TO E. MARK AND L. SAMUELS REGARDING ORDER AND SETTLEMENT AND MEMOS TO/FROM L. SAMUELS AND E. MARK REGARDING NEXT STEPS. | 0.40 | 300.00 | 1 | |
| 141 | 81 | 8/30/2012 EM | CORRESPONDENCE AND DISCUSSION OF VARIOUS PARTNERSHIP ISSUES; REVIEW OF GENERAL PARTNERSHIP STATUTE. | 4.80 | 300.00 | 1 | |
| 142 | 82 | 8/30/2012 LK5 | REVIEW STRATEGY. | 0.50 | 300.00 | 1 | |
| 143 | 144 | 8/30/2012 | WESTLAW RESEARCH. | 8.88 | | 1 | |
| 144 | 270 | 8/31/2012 | LABOR CHARGES FROM SERVICES ON SITE FOR 75 OVERTIME HOURS. | 18.75 | | 1 | |
| 145 | 145 | 9/1/2012 PSS | MEMO TO L. SAMUELS AND E. MARK REGARDING CONFERENCE WITH C. PUGATCH REGARDING STATUS AND BECKER & POLAKOFF. | 0.10 | 300.00 | 1 | |

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| No. | Invoice # | DATE | BILLER | DESCRIPTION | UNITS | RATE | BUCKET | DIVIDED |
|-----|-----------|-----------|--------|---|-------|--------|--------|---------|
| 1 | 147 | 9/4/2012 | EM | REVIEW OF MISCELLANEOUS CORRESPONDENCE AND DISCUSSION OF SAME; PREPARE CORRESPONDENCE REGARDING TERMINATION OF COUNSEL. | 2.60 | 300.00 | 2 | |
| 2 | 148 | 9/4/2012 | LKS | REVIEW SECOND AMENDED COMPLAINT AND EMAIL FROM CHAD, TELEPHONE CONFERENCE WITH MAGGIE SMITH. | 0.70 | 300.00 | 2 | |
| 3 | 146 | 9/4/2012 | MAH | RECEIPT OF PUBLIC RECORDS DOCUMENTS FROM OFFICE OF FINANCIAL REGULATION, ANALYSIS, TELEPHONE CALL TO OFFICE OF FINANCIAL REGULATION; EMAIL ETAN MARK REGARDING RESULTS. | 0.50 | 300.00 | 2 | |
| 4 | 271 | 9/4/2012 | | CONFERENCE CALL. | 2.65 | | 2 | |
| 5 | 149 | 9/6/2012 | AE | READING MATERIALS REGARDING: PALM BEACH CASE. | 1.00 | 300.00 | 2 | |
| 6 | 150 | 9/6/2012 | EM | DISCUSSION REGARDING STRATEGY. | 0.60 | 300.00 | 2 | |
| 7 | 151 | 9/6/2012 | LKS | SEVERAL TELEPHONE CONFERENCES WITH ERIKA ROTHBART, PREPARE EMERGENCY MOTION, REVIEW SECOND AMENDED COMPLAINT IN NY, TELEPHONE CONFERENCE WITH MAGGIE SMITH, ANALYZE PROCEDURAL ISSUES. | 1.70 | 300.00 | 2 | |
| 8 | 152 | 9/6/2012 | PSS | INTEROFFICE CONFERENCE WITH L. SAMUELS REGARDING STATUS AND STRATEGY AND POSITION OF HELEN DAVIS AND AMENDED COMPLAINT AND FOLLOW UP CALL WITH E. MARK AND L. SAMUELS. | 0.50 | 300.00 | 2 | |
| 9 | 153 | 9/7/2012 | DB1 | REVIEW MOTIONS FOR RELINQUISHMENT OF FUNDS, DISCUSSION WITH C. FOX REGARDING CASELAW SUPPORT FOR TABULATION METHODOLOGY. | 0.70 | 295.00 | 2 | |
| 10 | 154 | 9/7/2012 | AE | CONFS. W/ E. MARK & CALLS W/ L. SAMUELS, REVIEWING FILINGS, LEGAL RESEARCH, DRAFTING MOTION. | 4.10 | 300.00 | 2 | |
| 11 | 155 | 9/7/2012 | LKS | REVIEW STIP FOR SUBSTITUTION, PREPARE EMAIL TO ROTHBART, TELEPHONE CONFERENCE WITH PUGATH, TELEPHONE CONFERENCE WITH ERIKA ROTHBART REGARDING FILING IN WEST PALM AND FILING IN BROWARD, TELEPHONE CONFERENCE WITH GARY ROSEN, REVIEW BECKER AND POLAKOFF'S MOTION TO INTERVENE AND EXHIBITS TO MOTION. | 2.10 | 300.00 | 2 | |
| 12 | 156 | 9/7/2012 | LKS | REVISE MOTION TO TURN OVER FUNDS, EXCHANGER EMAILS WITH MAGGIE, REVIEW EMAILS FROM PLAINTIFFS, REVIEW SECOND AMENDED COMPLAINT, EXCHANGE EMAILS WITH MAGGIE, CONFERENCE CALL EXCHANGE EMAILS WITH PUGATH AND ROBERT, REVIEW SETTLEMENT AGREEMENTS REGARDING DISTRIBUTIONS. | 1.20 | 300.00 | 2 | |
| 13 | 272 | 9/7/2012 | | CONFERENCE CALL. | 7.76 | | 2 | |
| 14 | 273 | 9/7/2012 | | WESTLAW RESEARCH. | 3.78 | | 2 | |
| 15 | 157 | 9/8/2012 | PSS | MEMO FROM T/O L. SAMUELS REGARDING STATUS AND STRATEGY. | 0.10 | 300.00 | 2 | |
| 16 | 158 | 9/9/2012 | PSS | TELEPHONE CONFERENCE WITH L. SAMUELS AND ETAN MARK REGARDING STATUS AND STRATEGY (3); MEMOS TO/FROM CLIENT REPRESENTATIVES (2). | 0.50 | 300.00 | 2 | |
| 17 | 274 | 9/9/2012 | | CONFERENCE CALL. | 3.58 | | 2 | |
| 18 | 159 | 9/10/2012 | DB1 | REVIEW CHATMAN AFFIDAVIT; CALL WITH C. FOX TO DISCUSS ISSUES RELATED TO VOTE, REVIEW AMENDED COMPLAINT AND NOTE AREAS OF RESPONSE. | 4.60 | 295.00 | 2 | |
| 19 | 161 | 9/10/2012 | AE | DRAFTING SMITH AFFIDAVIT. | 1.50 | 300.00 | 2 | |
| 20 | 162 | 9/10/2012 | EM | STRATEGY DISCUSSION WITH L. SAMUELS. | 0.70 | 300.00 | 2 | |
| 21 | 163 | 9/10/2012 | LKS | REVIS LETTER TO ROTHBART REGARDING SECOND AMENDED COMPLAINT, REVIEW EMAIL FROM ROSEN, PREPARE NOTICE OF HEARING, REVIEW VENUE ISSUES, REVISE JOINT LETTER TO ROBERT, TELEPHONE CONFERENCE WITH ROBERT, ANALYZE MOTION TO INTERVENE. | 2.60 | 300.00 | 2 | |

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|----|-----|-----------|-----|---|--------|--------|---|--|
| 22 | 160 | 9/10/2012 | MCB | DISCUSSED GENERAL PARTNERSHIP ISSUES WITH DAVID. | 0.80 | 300.00 | 2 | |
| 23 | 164 | 9/10/2012 | SPW | DISCUSSION WITH LEONARD SAMUELS REGARDING MOTION FOR INTERPLEADER. | 0.50 | 300.00 | 2 | |
| 24 | 275 | 9/10/2012 | | WESTLAW RESEARCH. | 32.74 | | 2 | |
| 25 | 165 | 9/11/2012 | DB1 | RESEARCH CASELAW PERTAINING TO VALIDITY OF NET EQUITY METHOD; DRAFT MEMO WITH FINDING OF SUCH RESEARCH; PREPARE PARTNERSHIP RECORDS FOR EXHIBITS TO HEARINGS; DRAFT MEMO REGARDING ABILITY OF NON-PARTNER TO BE A PARTNER. | 11.10 | 295.00 | 2 | |
| 26 | 167 | 9/11/2012 | AE | REVISION TO SMITH AFFIDAVIT. | 1.00 | 300.00 | 2 | |
| 27 | 168 | 9/11/2012 | AE | REVISIONS TO MOVING PAPERS & LEGAL RESEARCH PER L. SAMUELS COMMENTS; CONFS. W/ E. MARK & TEL. C. W/ D. BLACK REGARDING: CASE ANALYSIS. | 2.50 | 300.00 | 2 | |
| 28 | 169 | 9/11/2012 | LKS | REVIEW NOTICE OF HEARING, EXCHANGE EMAILS WITH PUGATCH, REVIEW ISSUES REGARDING PARTNERSHIP AND VOTE. | 1.50 | 300.00 | 2 | |
| 29 | 166 | 9/11/2012 | MCB | CONFERENCES WITH DAVID BLACK REGARDING WINNER/LOSER ISSUES REGARDING CONTINUING INTEREST IN PARTNERSHIP; REVISED LANGUAGE REGARDING SAME; CONFERENCE WITH LENNY SAMUELS REGARDING HEARING. | 0.90 | 300.00 | 2 | |
| 30 | 170 | 9/11/2012 | SPW | RESEARCH REGARDING INTERPLEADER AND INTERVENTION; PREPARE MEMORANDUM OF LAW IN OPPOSITION TO BECKER & POLAKOFF'S MOTION TO INTERVENE AND FOR INTERPLEADER; PREPARE REQUESTS FOR PRODUCTION OF DOCUMENTS TO BECKER & POLAKOFF LLP AND ROTBART; PREPARE CORRESPONDENCE TO BECKER & POLAKOFF LLP AND ROTBART. | 8.50 | 300.00 | 2 | |
| 31 | 276 | 9/11/2012 | | WESTLAW RESEARCH. | 3.56 | | 2 | |
| 32 | 277 | 9/11/2012 | | WESTLAW RESEARCH. | 24.10 | | 2 | |
| 33 | 171 | 9/12/2012 | DB1 | DRAFT ARGUMENT FOR FOLLOWING DAY'S HEARING REGARDING PROPRIETY OF PARTNERSHIP VOTE AND ABILITY OF A NON-PARTNER TO SERVE AS MANAGER; STRATEGIZE WITH M. BROWN AND L. SAMUELS REGARDING BEST ARGUMENTS TO ADVANCE AT FOLLOWING DAY'S HEARING; ANALYZE CASE LAW RELATING TO DISTRIBUTION METHODOLOGY AND DISCUSS SAME WITH L. SAMUELS; PREPARE DOCUMENTS FOR HEARING. | 9.70 | 295.00 | 2 | |
| 34 | 173 | 9/12/2012 | AE | COMMENTS TO REVISION TO MOVING PAPERS. | 0.40 | 300.00 | 2 | |
| 35 | 174 | 9/12/2012 | EM | PREPARE FOR EMERGENCY HEARING; CONFERENCE CALLS REGARDING SAME; EDITS TO FILINGS REGARDING SAME. | 1.80 | 300.00 | 2 | |
| 36 | 175 | 9/12/2012 | LKS | PREPARE FOR HEARINGS. | 4.00 | 300.00 | 2 | |
| 37 | 172 | 9/12/2012 | MCB | REVIEWED MATERIAL PREPARED BY DAVID BLACK REGARDING NOTICE AND METHOD OF COMPUTING ENTITLEMENT INCLUDING RELEVANT CASE LAW. | 3.60 | 300.00 | 2 | |
| 38 | 176 | 9/12/2012 | PSS | REHEARSED PRESENTATION; MEETING WITH LENNY SAMUELS. | 0.70 | 300.00 | 2 | |
| 39 | 177 | 9/12/2012 | SPW | STRATEGY CALL WITH TEAM REGARDING HEARINGS 9/13 (5); MEMO FROM/TO L. SAMUELS AND INTEROFFICE CONFERENCE WITH L. SAMUELS REGARDING STATUS AND STRATEGY AND HEARINGS 9/13 (2). | 11.00 | 300.00 | 2 | |
| 40 | 278 | 9/12/2012 | | PREPARE FOR HEARING ON MOTION TO LIFT STAY; PREPARE FOR HEARING ON OPPOSITION TO MOTION FOR INTERVENTION AND INTERPLEADER; PREPARE AND REVISE MOTION TO TRANSFER VENUE; PREPARE AND REVISE AFFIDAVIT OF MAGGIE SMITH; PREPARE AND REVISE REQUESTS FOR PRODUCTION TO ROTBART AND CHATMAN. | 4.38 | | 2 | |
| 41 | 279 | 9/12/2012 | | CONFERENCE CALL. | 167.65 | | 2 | |
| 42 | 280 | 9/12/2012 | | COURIER SERVICES. | 5.23 | | 2 | |
| 43 | 281 | 9/12/2012 | | CONFERENCE CALL. | 168.25 | | 2 | |

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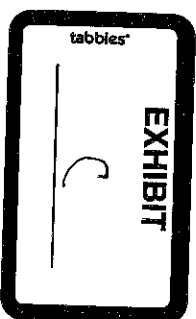
| | | | | | | | |
|----|-----|----------------|---|--------|--------|---|--|
| 44 | 282 | 9/12/2012 | WESTLAW RESEARCH. | 49.30 | | 2 | |
| 45 | 178 | 9/13/2012 DB1 | PREPARE FOR AND ATTEND HEARING. BEGIN DRAFTING MY AFFIDAVIT. | 8.60 | 295.00 | 2 | |
| 46 | 180 | 9/13/2012 LKS | PREPARE FOR AND ATTEND HEARING. | 3.00 | 300.00 | 2 | |
| 47 | 179 | 9/13/2012 MCB | REVIEWED AFFIDAVIT. | 0.70 | 300.00 | 2 | |
| 48 | 181 | 9/13/2012 PSS | INTEROFFICE CONFERENCE WITH L. SAMUELS REGARDING OUTCOME OF COURT HEARINGS AND STATUS AND STRATEGY. | 0.20 | 300.00 | 2 | |
| 49 | 182 | 9/13/2012 SDW | PREPARE FOR HEARING ON MOTION TO LIFT STAY; PREPARE FOR HEARING ON OPPOSITION TO MOTION FOR INTERVENTION AND INTERPLEADER; PREPARE AND REVERSE MOTION TO TRANSFER VENUE; HEARING ON SAME; PREPARE NOTICE OF WITHDRAWAL OF SECOND AMENDED COMPLAINT; PREPARE AGREED ORDER GRANTING MOTION TO TRANSFER VENUE. | 5.80 | 300.00 | 2 | |
| 50 | 283 | 9/13/2012 | 17371-0001 ORIGINAL & 1 CERTIFIED COPY OF TRANSCRIPT. COURT REPORTER ATTENDANCE FEE, WORD INDEX & CONDENSED TRANSCRIPT. | 405.85 | | 2 | |
| 51 | 284 | 9/13/2012 | 9/13 17371-0001 PARKING COURTHOUSE FOR S. WEBER. | 15.00 | | 2 | |
| 52 | 285 | 9/13/2012 | COURIER SERVICES. | 166.25 | | 2 | |
| 53 | 286 | 9/14/2012 | COURIER SERVICES. | 77.75 | | 2 | |
| 54 | 183 | 9/15/2012 DB1 | CONTINUE DRAFTING AFFIDAVIT. | 3.80 | 295.00 | 2 | |
| 55 | 184 | 9/16/2012 DB1 | FINISH DRAFTING AFFIDAVIT. | 0.70 | 295.00 | 2 | |
| 56 | 185 | 9/16/2012 MCB | REVIEWED AND COMMENTED ON AFFIDAVIT. | 1.00 | 300.00 | 2 | |
| 57 | 186 | 9/17/2012 DB1 | DISCUSS ISSUES RELATED TO AFFIDAVIT WITH M. BROWN AND REVERSE SAME. | 2.00 | 295.00 | 2 | |
| 58 | 187 | 9/17/2012 MCB | REVIEWED NEW DRAFT OF AFFIDAVIT AND CONFERENCE WITH DAVID BLACK. | 0.40 | 300.00 | 2 | |
| 59 | 188 | 9/19/2012 SDW | DISCUSSION AND RESEARCH REGARDING HOW TO PROCEED ACTION AGAINST CHATTMAN AND SULLIVAN. | 3.70 | 300.00 | 2 | |
| 60 | 189 | 9/20/2012 EM | CALL REGARDING CASE STRATEGY. | 0.40 | 300.00 | 2 | |
| 61 | 190 | 9/20/2012 LKS | ANALYZE STRATEGY REGARDING PARTIES AND CONSOLIDATION. | 0.70 | 300.00 | 2 | |
| 62 | 191 | 9/20/2012 SDW | DISCUSSION REGARDING CASE STRATEGY AND NEXT STEPS. | 0.40 | 300.00 | 2 | |
| 63 | 192 | 9/21/2012 SDW | CONTINUE PREPARING MOTION TO SUBSTITUTE. | 2.10 | 300.00 | 2 | |
| 64 | 287 | 9/21/2012 | FEDERAL EXPRESS CHARGES. | 8.95 | | 2 | |
| 65 | 288 | 9/21/2012 | 17371-0001 NEW CASE FILING. | 401.00 | | 2 | |
| 66 | 193 | 9/24/2012 EM | CORRESPONDENCE WITH CLIENT REGARDING NEXT STEPS. | 0.50 | 300.00 | 2 | |
| 67 | 194 | 9/24/2012 PSS | INTEROFFICE CONFERENCE WITH L. SAMUELS AND E. MARK REGARDING STATUS AND STRATEGY AND CASE TRANSFER TO BROWARD. | 0.20 | 300.00 | 2 | |
| 68 | 289 | 9/30/2012 | LABOR CHARGES FROM SERVICES ON SITE FOR 8.5 OVERTIME HOURS. | 212.50 | | 2 | |
| 69 | 195 | 10/3/2012 LKS | REVIEW EMAIL REGARDING ESTATE. | 0.20 | 300.00 | 2 | |
| 70 | 196 | 10/4/2012 SDW | PREPARE MOTION TO SUBSTITUTE PARTNERSHIPS AS PLAINTIFFS IN ACTION. | 3.50 | 300.00 | 2 | |
| 71 | 350 | 10/4/2012 | WESTLAW RESEARCH. | 90.78 | | 2 | |
| 72 | 197 | 10/5/2012 SDW | PREPARE MOTION TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHATTMAN TO RETURN FUNDS. | 7.40 | 300.00 | 2 | |
| 73 | 351 | 10/5/2012 | WESTLAW RESEARCH. | 13.17 | | 2 | |
| 74 | 198 | 10/9/2012 LKS | TELEPHONE CONFERENCE WITH MAGGIE AND CAROL. | 0.30 | 300.00 | 2 | |
| 75 | 199 | 10/9/2012 SDW | CONTINUE PREPARING MOTION TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHATTMAN TO RETURN FUNDS. | 3.10 | 300.00 | 2 | |
| 76 | 352 | 10/9/2012 | WESTLAW RESEARCH. | 66.67 | | 2 | |
| 77 | 200 | 10/10/2012 LKS | EXCHANGE EMAILS WITH BRETT REGARDING STATUS. | 0.50 | 300.00 | 2 | |
| 78 | 201 | 10/11/2012 SDW | CONTINUE PREPARING MOTION TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHATTMAN TO RETURN FUNDS. | 5.00 | 300.00 | 2 | |
| 79 | 353 | 10/11/2012 | WESTLAW RESEARCH. | 29.83 | | 2 | |
| 80 | 202 | 10/12/2012 SDW | CONTINUE PREPARING MOTION TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHATTMAN TO RETURN FUNDS. | 3.80 | 300.00 | 2 | |

BERGER SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
RESPONSE TO THE OBJECTIONS TO THE CONSERVATOR'S FEE REPORT
EXHIBIT B

| | | | | | | | | |
|-----|-----|------------|-----|--|---------|--------|---|----------|
| 81 | 203 | 10/15/2012 | SDW | CONTINUE PREPARING MOTION TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHATMAN TO RETURN FUNDS. | 0.50 | 300.00 | 2 | |
| 82 | 354 | 10/15/2012 | | WESTLAW RESEARCH. | 20.53 | | 2 | |
| 83 | 204 | 10/17/2012 | EM | TRAVEL TO AND ATTEND MEETING REGARDING CASE STRATEGY WITH M. SMITH, C. FOX AND L. SAMUELS. | 1.80 | 300.00 | 2 | |
| 84 | 205 | 10/17/2012 | LKS | CONFERENCE WITH MAGGIE, ETAN AND CAROL, REVIEW DOCUMENTS FROM MAGGIE. | 1.50 | 300.00 | 2 | |
| 85 | 206 | 10/17/2012 | SDW | CONTINUE PREPARING MOTION FOR SUBSTITUTION. | 0.40 | 300.00 | 2 | |
| 86 | 355 | 10/17/2012 | | PARKING. | 16.00 | | 2 | |
| 87 | 356 | 10/17/2012 | | PARKING. | 16.00 | | 2 | |
| 88 | 357 | 10/18/2012 | | WESTLAW RESEARCH. | 95.99 | | 2 | |
| 89 | 358 | 10/18/2012 | | CONFERENCE CALL. | 8.22 | | 2 | |
| 90 | 359 | 10/19/2012 | | WESTLAW RESEARCH. | 20.59 | | 2 | |
| 91 | 290 | 10/22/2012 | | 17371-0001 FILING OF COMPLAINT FOR PURE BILL DISCOVERY & SUMMONS ISSUES. | -441.00 | | 2 | |
| 92 | 360 | 10/25/2012 | | WESTLAW RESEARCH. | 28.93 | | 2 | |
| 93 | 361 | 10/26/2012 | | WESTLAW RESEARCH. | 104.35 | | 2 | |
| 94 | 362 | 11/17/2012 | | WESTLAW RESEARCH. | 63.65 | | 2 | |
| 95 | 363 | 11/18/2012 | | WESTLAW RESEARCH. | 44.04 | | 2 | |
| 96 | 364 | 11/18/2012 | | WESTLAW RESEARCH. | 85.29 | | 2 | |
| 97 | 291 | 11/19/2012 | | MILEAGE TO COURT HOUSE. | 2.14 | | 2 | |
| 98 | 365 | 11/19/2012 | | WESTLAW RESEARCH. | 7.71 | | 2 | |
| 99 | 366 | 11/19/2012 | | WESTLAW RESEARCH. | 42.68 | | 2 | |
| 100 | 388 | 11/20/2012 | | CONFERENCE CALL. | 2.92 | | 2 | |
| 101 | 367 | 11/28/2012 | | WESTLAW RESEARCH. | 11.64 | | 2 | |
| 102 | 368 | 11/29/2012 | | WESTLAW RESEARCH. | 79.06 | | 2 | |
| 103 | 369 | 11/30/2012 | | WESTLAW RESEARCH. | 58.54 | | 2 | |
| 104 | 390 | 12/3/2012 | | WESTLAW RESEARCH. | 87.47 | | 2 | |
| 105 | 315 | 12/14/2012 | LKS | REVIEW ISSUES REGARDING UPCOMING VOTE, CLIENT CONFERENCE CALL, REVIEW MEDADATA, REVIEW VARIOUS PROXIES. | 2.40 | 300.00 | 2 | |
| 106 | 397 | 12/14/2012 | | WESTLAW RESEARCH. | 36.37 | | 2 | |
| 107 | 316 | 12/16/2012 | SDW | RESEARCH REGARDING CIVIL AND CRIMINAL CONTEMPT; PREPARE MOTION TO HOLD MICHAEL D. SULLIVAN IN CIVIL CONTEMPT AND CRIMINAL CONTEMPT; PREPARE AFFIDAVIT TO ACCOMPANY MOTION, EMAIL TO LENNY SAMUEL AND ETAN MARK REGARDING THE SAME. | 4.00 | 300.00 | 2 | |
| 108 | 326 | 12/18/2012 | SDW | TELEPHONE CONFERENCE WITH PROCESS SERVER REGARDING SERVICE OF SUBPOENA DIRECTED TO M.SULLIVAN, PREPARE CORRESPONDENCE TO COUNSEL OF RECORD REGARDING AFFIDAVIT OF S MARINARO. | 0.20 | 100.00 | 2 | |
| 109 | 332 | 12/19/2012 | SDW | PREPARE CORRESPONDENCE TO JUDGE STRETFIELD AND COUNSEL REGARDING DOCUMENTS FILED IN SUPPORT OF PLAINTIFFS' CONTEMPT MOTION. | 0.20 | 100.00 | 2 | Bucket 3 |
| 110 | 331 | 12/19/2012 | DB1 | REVIEW JACOB'S VOTE AND DISCUSS ISSUES RELATED THERETO WITH L. SAMUELS; DISCUSS WITH M. SMITH AND L. SAMUELS STRATEGY RELATED TO RECEIVERSHIPS. | 4.10 | 295.00 | 2 | |
| 111 | 333 | 12/19/2012 | LKS | REVIEW S AND P VOTE ISSUES. | 1.00 | 300.00 | 2 | |
| 112 | 372 | 12/20/2012 | | 17371-0002- COURT REPORTER/TRANSCRIPT-HEARING BEFORE JUDGE STRETFIELD, 12/18. | 432.00 | | 2 | |
| 113 | 373 | 12/20/2012 | | 17371-0002- SUBPOENA SERVED ON MICHAEL D. SULLIVAN. | 60.00 | | 2 | |

BERGER SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
RESPONSE TO THE OBJECTIONS TO THE CONSERVATOR'S FEE REPORT
EXHIBIT C

| No. | Invoice # | DATE | BILLER | DESCRIPTION | UNITS | RATE | BUCKET | DIVIDED |
|-----|-----------|------------|--------|---|-------|--------|--------|---------|
| 1 | 207 | 10/18/2012 | EM | CONFERENCE CALL WITH CERTAIN PARTNERS REGARDING CASE UPDATE AND STATUS. | 0.90 | 300.00 | 3 | |
| 2 | 208 | 10/18/2012 | SDW | CONTINUE PREPARING MOTION TO APPOINT RECEIVER AND TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHATMAN TO RETURN FUNDS. | 4.90 | 300.00 | 3 | |
| 3 | 209 | 10/19/2012 | DB1 | REVIEW PARTNERSHIP AGREEMENT AND DISCUSS ISSUES RELATED THERETO WITH S. WEBER. | 0.60 | 295.00 | 3 | |
| 4 | 210 | 10/19/2012 | SDW | CONTINUE PREPARING MOTION TO APPOINT RECEIVER AND TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHATMAN TO RETURN FUNDS. | 6.00 | 300.00 | 3 | |
| 5 | 211 | 10/21/2012 | DB1 | BEGIN REVIEWING AND COMMENTING UPON MOTION FOR RECEIVER AND DISTRIBUTIONS. | 3.00 | 295.00 | 3 | |
| 6 | 212 | 10/21/2012 | SDW | REVIEW COMMENTS FROM D. BLACK REGARDING MOTION TO APPOINT RECEIVER AND RECOGNIZE PROPRIETY OF VOTE. | 0.30 | 300.00 | 3 | |
| 7 | 213 | 10/22/2012 | SDW | DISCUSSION WITH ETAN MARK REGARDING COMMENTS TO MOTION TO APPOINT RECEIVER, REVIEW COMMENTS FROM DAVE BLACK ON MOTION TO APPOINT RECEIVER, EDIT AND REVISE MOTION TO APPOINT RECEIVER. | 1.80 | 300.00 | 3 | |
| 8 | 214 | 10/24/2012 | SDW | CONTINUE REVISING MOTION TO APPOINT RECEIVER. | 0.40 | 300.00 | 3 | |
| 9 | 215 | 10/29/2012 | LKS | REVIEW AND REVISE MOTION TO SUBSTITUTE PARTIES. | 0.50 | 300.00 | 3 | |
| 10 | 216 | 10/29/2012 | SDW | CONTINUE PREPARING MOTION TO APPOINT RECEIVER OR IN ALTERNATIVE RECOGNIZE PROPRIETY OF VOTE; DISCUSSION WITH LEONARD SAMUELS AND ETAN MARK REGARDING THE SAME; REVISE MOTION TO SUBSTITUTE PARTIES. | 4.30 | 300.00 | 3 | |
| 11 | 217 | 10/30/2012 | SDW | CONTINUE PREPARING MOTION TO APPOINT A RECEIVER; PREPARE MOTION TO CONSOLIDATE; PREPARE MOTION TO SUBSTITUTE PARTIES. | 3.00 | 300.00 | 3 | |
| 12 | 218 | 11/1/2012 | EM | EDITS TO MOTION TO APPOINT RECEIVER. | 1.50 | 300.00 | 3 | |
| 13 | 219 | 11/1/2012 | SDW | REVIEW AND REVISE MOTION TO APPOINT RECEIVER AND AFFIDAVIT OF MARGARET J. SMITH; CORRESPONDENCE TO CLIENT REGARDING MOTIONS TO BE FILED IN THIS ACTION AND TELEPHONE CONFERENCE. | 1.60 | 300.00 | 3 | |
| 14 | 220 | 11/5/2012 | EM | REVIEW OF PLEADINGS REGARDING PROPRIETY OF VOTE; CONFERENCE CALL WITH M. SMITH REGARDING SAME. | 2.50 | 300.00 | 3 | |
| 15 | 221 | 11/5/2012 | LKS | REVIEW 3 MOTIONS, TELEPHONE CONFERENCE WITH MAGGIE. | 0.80 | 300.00 | 3 | |
| 16 | 222 | 11/5/2012 | SDW | PREPARE MOTION TO DETERMINE PROPRIETY OF VOTE; DISCUSSION WITH CLIENT REGARDING STRATEGY; DISCUSSION WITH ETAN MARK AND LENNY SAMUELS REGARDING THE SAME. | 3.00 | 300.00 | 3 | |
| 17 | 223 | 11/6/2012 | EM | REVIEW OF FILINGS. | 0.40 | 300.00 | 3 | |
| 18 | 224 | 11/6/2012 | EM | EXTENSIVE CORRESPONDENCE REGARDING CASE STRATEGY. | 1.90 | 300.00 | 3 | |
| 19 | 225 | 11/6/2012 | PSS | INTEROFFICE CONFERENCE WITH L. SAMUELS AND E. MARK REGARDING STATUS AND MEMO TO/FROM M. SMITH REGARDING STATUS. | 0.30 | 300.00 | 3 | |
| 20 | 226 | 11/6/2012 | SDW | PREPARE MOTION TO APPOINT RECEIVER AND DETERMINE PROPRIETY OF VOTE; DISCUSSION WITH MR. SAMUELS AND MR. MARK REGARDING STRATEGY. | 0.70 | 300.00 | 3 | |



BERGER SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
RESPONSE TO THE OBJECTIONS TO THE CONSERVATOR'S FEE REPORT
EXHIBIT C

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|----|-----|------------|-----|---|------|--------|---|--|
| 21 | 227 | 11/8/2012 | EM | EXTENSIVE COMMUNICATIONS REGARDING CASE STRATEGY. | 1.20 | 300.00 | 3 | |
| 22 | 228 | 11/8/2012 | LKS | TELEPHONE CONFERENCE WITH BRETT AND ETAN. | 0.50 | 300.00 | 3 | |
| 23 | 229 | 11/8/2012 | PSS | INTEROFFICE CONFERENCE WITH E. MARK REGARDING STATUS (3); CONFERENCE WITH M. SMITH AND CAROL FOX REGARDING STATUS AND STRATEGY (3). | 0.60 | 300.00 | 3 | |
| 24 | 230 | 11/9/2012 | EM | REVIEW OF CORRESPONDENCE FROM M. SMITH. | 0.30 | 300.00 | 3 | |
| 25 | 231 | 11/9/2012 | PSS | INTEROFFICE CONFERENCE WITH E. MARK AND L. SAMUELS REGARDING STATUS AND STRATEGY. | 0.60 | 300.00 | 3 | |
| 26 | 232 | 11/12/2012 | EM | EDITS TO MOTION TO APPOINT RECEIVER. | 1.30 | 300.00 | 3 | |
| 27 | 233 | 11/12/2012 | SDW | CONTINUE PREPARING MOTION TO APPOINT A RECEIVER. | 0.40 | 300.00 | 3 | |
| 28 | 234 | 11/13/2012 | SDW | CONTINUE PREPARING MOTION TO APPOINT RECEIVER; DISCUSSION REGARDING HEARING DATE WITH COURT. | 1.00 | 300.00 | 3 | |
| 29 | 235 | 11/15/2012 | EM | CORRESPONDENCE REGARDING UPCOMING HEARING; EDITS TO PROPOSED ORDER. | 0.90 | 300.00 | 3 | |
| 30 | 236 | 11/15/2012 | SDW | DISCUSSION WITH COURT REGARDING HEARING DATE; REVIEW AND REVISE NOTICE OF HEARING; DISCUSSION WITH ETAN MARK REGARDING THE SAME. | 1.00 | 300.00 | 3 | |
| 31 | 237 | 11/16/2012 | SDW | DISCUSSION REGARDING RESPONSE TO CHATMAN LETTER REQUESTING EXTENSION; PREPARE LETTER OBJECTING TO CHATMAN REQUEST FOR EXTENSION. | 1.50 | 300.00 | 3 | |
| 32 | 238 | 11/17/2012 | SDW | RESEARCH REGARDING APPOINTMENT OF RECEIVER TO PREPARE FOR HEARING ON MOTION FOR APPOINTMENT OF RECEIVER. | 1.60 | 300.00 | 3 | |
| 33 | 239 | 11/18/2012 | EM | PREPARE FOR ORAL ARGUMENT ON MOTION TO APPOINT RECEIVER. | 4.80 | 300.00 | 3 | |
| 34 | 240 | 11/19/2012 | SDW | DISCUSSION WITH ETAN MARK REGARDING RESEARCH ON APPOINTMENT OF RECEIVER; PREPARE NOTICE OF FILING SUPPLEMENTAL AUTHORITY TO MOTION TO APPOINT RECEIVER; CONTINUE RESEARCH REGARDING MOTION TO APPOINT RECEIVER; PREPARE FOR HEARING REGARDING SAME. | 1.10 | 300.00 | 3 | |
| 35 | 241 | 11/19/2012 | EM | PREPARE FOR HEARING ON MOTION TO APPOINT RECEIVER. | 1.20 | 300.00 | 3 | |
| 36 | 242 | 11/19/2012 | SDW | PREPARE FOR HEARING ON MOTION TO APPOINT RECEIVER. | 0.20 | 300.00 | 3 | |
| 37 | 243 | 11/20/2012 | EM | PREPARE FOR HEARING ON MOTION TO APPOINT RECEIVER; DISCUSSION WITH M. SMITH REGARDING SAME. | 3.30 | 300.00 | 3 | |
| 38 | 244 | 11/20/2012 | LKS | REVIEW MOTION FILED BY BECKER AND POLIAKOFF. REVIEW CHAIRMAN AFFADAVIT. | 0.80 | 300.00 | 3 | |
| 39 | 245 | 11/20/2012 | PSS | INTEROFFICE CONFERENCE WITH E. MARK REGARDING STATUS AND STRATEGY REGARDING RECEIVERSHIP HEARING AND PLEADINGS FILED BY BECKER & POLIAKOFF (2); TEAM CALL REGARDING STRATEGY FOR RECEIVERSHIP HEARING (4). | 0.60 | 300.00 | 3 | |
| 40 | 246 | 11/20/2012 | SDW | REVIEW PAPERS RECEIVED FROM HELEN CHATMAN IN ADVANCE OF HEARING; RESEARCH CASE LAW ON POSTING OF BOND TO APPOINT A RECEIVER; DISCUSSION WITH LENNY SAMUELS, ETAN MARK, PAUL SINGERMAN, AND MITCHELL BERGER TO PREPARE FOR HEARING. | 1.60 | 300.00 | 3 | |
| 41 | 247 | 11/21/2012 | SDW | DISCUSSION REGARDING OBTAINING COURT HEARING; REVIEW EMAILS FROM COURT AND OPPOSING COUNSEL REGARDING SAME. | 0.40 | 300.00 | 3 | |

BERGER SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
RESPONSE TO THE OBJECTIONS TO THE CONSERVATOR'S FEE REPORT
EXHIBIT C

| | | | | | | | | |
|----|-----|------------|-------|---|-------|--------|---|----------|
| 42 | 248 | 11/27/2012 | EM | TRAVEL TO FORT LAUDERDALE AND ATTEND MEETING REGARDING CASE STRATEGY; DISCUSSIONS REGARDING SAME. | 3.50 | 300.00 | 3 | |
| 43 | 249 | 11/27/2012 | LKS | CONFERENCE WITH STREETFIELD'S OFFICE. | 0.50 | 300.00 | 3 | |
| 44 | 250 | 11/27/2012 | LKS | PREPARE FOR AND ATTEND CLIENT MEETING. | 3.00 | 300.00 | 3 | |
| 45 | 251 | 11/27/2012 | SDW | MEETING WITH CLIENT REGARDING CASE STRATEGY AND NEXT STEPS. | 2.40 | 300.00 | 3 | |
| 46 | 293 | 12/3/2012 | EM | CORRESPONDENCE REGARDING UPCOMING RECEIVERSHIP HEARING; STRATEGY DISCUSSIONS REGARDING SAME. | 1.60 | 300.00 | 3 | |
| 47 | 295 | 12/3/2012 | SDW | DISCUSSION WITH COURT REGARDING SCHEDULING HEARING ON MOTION TO APPOINT RECEIVER; DISCUSSION WITH COUNSEL FOR PARTIES REGARDING SCHEDULING HEARING ON MOTION TO APPOINT RECEIVER. | 0.20 | 300.00 | 3 | Bucket 5 |
| 48 | 313 | 12/14/2012 | SHP | REVIEW COMPLAINT AND EXHIBITS FOR FAMILIARITY WITH MATTER AND IN PREPARATION OF HEARING ON PLAINTIFFS RECEIVERSHIP MOTION. | 1.10 | 100.00 | 3 | |
| 49 | 314 | 12/14/2012 | SHP | INTERNAL MEETING WITH L. SAMUELS REGARDING HEARING PLAINTIFFS RECEIVERSHIP MOTION AND PREPARATION FOR SAME. | 0.30 | 100.00 | 3 | |
| 50 | 312 | 12/14/2012 | EM | DISCUSSIONS REGARDING RECEIVERSHIP HEARING. | 2.40 | 300.00 | 3 | |
| 51 | 434 | 12/14/2012 | LEXIS | | 40.76 | | 3 | |
| 52 | 320 | 12/17/2012 | SHP | REVIEW OF PLAINTIFFS RECEIVERSHIP MOTION. PREPARATION FOR EVIDENTIARY HEARING REGARDING PLAINTIFFS MOTION TO APPOINT RECEIVER. RESEARCH REGARDING JACOB AND FRESH START'S CORPORATE STATUS. PREPARE NOTICE OF FILING AFFIDAVIT OF S. MARINARO. ASSEMBLE AND ARRANGE RECEIVERSHIP MOTION AND RESPONSIVE PLEADINGS. REVIEW CORRESPONDENCE FROM A ZIFFER. PREPARE RESPONSIVE CORRESPONDENCE. | 7.00 | 100.00 | 3 | |
| 53 | 321 | 12/17/2012 | SHP | INTERNAL MEETING WITH L. SAMUELS AND S. WEBER REGARDING PREPARATION FOR HEARING ON PLAINTIFFS RECEIVERSHIP MOTION. | 0.80 | 100.00 | 3 | |
| 54 | 317 | 12/17/2012 | DBI | PREPARE FOR COURT HEARING THE FOLLOWING DAY BY ANALYZING PARTNERSHIP RECORDS AND MEETING PROCESSES; DISCUSS ISSUES RELATED TO VOTE WITH L. SAMUELS. | 3.30 | 295.00 | 3 | |
| 55 | 318 | 12/17/2012 | EM | TRAVEL TO AND ATTEND S&P PARTNERSHIP MEETING. | 2.00 | 300.00 | 3 | |
| 56 | 319 | 12/17/2012 | EM | ASSIST REGARDING PREPARATION FOR RECEIVERSHIP HEARING. | 1.90 | 300.00 | 3 | |
| 57 | 322 | 12/17/2012 | LKS | PREPARE FOR HEARING ON RECEIVERSHIP MOTION. REVIEW ISSUES SURROUNDING VOTE. SEVERAL TELEPHONE CONFERENCE WITH WITH NY INVESTOR. REVIEW AFFIDAVIT, REVIEW AND REVISE CONTEMP MOTION. | 4.00 | 300.00 | 3 | |
| 58 | 323 | 12/17/2012 | SDW | PREPARE FOR HEARING ON MOTION TO APPOINT A RECEIVER; PREPARE AFFIDAVIT OF STEVE MARINARO; PREPARE NOTICE OF FILING OF SAME. | 3.50 | 300.00 | 3 | |
| 59 | 327 | 12/18/2012 | SHP | PREPARE FOR EVIDENTIARY HEARING REGARDING PLAINTIFFS MOTION TO APPOINT RECEIVER. ASSEMBLE AND ARRANGE VARIOUS DOCUMENTS WHICH INCLUDE S&P AND P&S CONTACT SCHEDULES AND EXHIBITS. RESEARCH REGARDING D MENOTTE. | 3.40 | 100.00 | 3 | |
| 60 | 324 | 12/18/2012 | DBI | ATTEND HEARING. | 3.20 | 295.00 | 3 | |
| 61 | 325 | 12/18/2012 | EM | DISCUSSIONS AND ASSISTANCE REGARDING RECEIVERSHIP HEARING. | 0.70 | 300.00 | 3 | |

BERGER SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
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EXHIBIT C

| | | | | | | | | |
|----|-----|------------|-----|--|-------|--------|---|----------|
| 62 | 328 | 12/18/2012 | LKS | PREPARE FOR AND ATTEND HEARING ON RECEIVERSHIP, CONFERENCE WITH SMITH TO PREPARE FOR HEARING, REVIEW SMITH DOCUMENTS, CONFERENCE WITH CLIENTS POST HEARING, TELEPHONE CONFERENCE WITH NY INVESTOR, REVIEW SEVERAL EMAILS FROM CLIENT. | 4.80 | 300.00 | 3 | |
| 63 | 329 | 12/18/2012 | PSS | INTEROFFICE CONFERENCE WITH L. SAMUELS REGARDING OUTCOME OF STATE COURT HEARING AND STATUS AND STRATEGY. | 0.30 | 300.00 | 3 | |
| 64 | 330 | 12/18/2012 | SDW | HEARING ON MOTION TO APPOINT RECEIVER; DRAFT PROPOSED ORDER REGARDING MAINTAINING CURRENT STATE OF AFFAIRS OF PARTNERSHIPS. | 5.90 | 300.00 | 3 | |
| 65 | 398 | 12/18/2012 | | PARKING. | 14.00 | | 3 | |
| 66 | 399 | 12/18/2012 | | PARKING. | 14.00 | | 3 | |
| 67 | 400 | 12/18/2012 | | PARKING. | 14.00 | | 3 | |
| 68 | 332 | 12/19/2012 | SHP | PREPARE CORRESPONDENCE TO JUDGE STREITFIELD REGARDING ORDER ON RECEIVERSHIP MOTION. | 0.20 | 100.00 | 3 | Bucket 2 |
| 69 | 410 | 12/19/2012 | LKS | EXCHANGE EMAILS WITH FOX REGARDING GILBERT. | 0.30 | 300.00 | 3 | |
| 70 | 334 | 12/19/2012 | SDW | MEETING WITH LENNY SAMUELS AND DAVID BLACK REGARDING CASE STRATEGY; CALL WITH CAROL, FOX AND MAGGIE SMITH REGARDING THE SAME; DRAFT LETTER TO REYNOLDS REQUESTING SPI PARTNERSHIP AGREEMENT; DRAFT CORRESPONDENCE TO COURT WITH PROPOSED ORDER MAINTAINING STATUS QUO; RESEARCH REGARDING CONSERVATORSHIP; RESEARCH SPI ON SUNBLZ. | 6.00 | 300.00 | 3 | |
| 71 | 401 | 12/19/2012 | | WESTLAW RESEARCH. | 36.39 | | 3 | |
| 72 | 335 | 12/20/2012 | SHP | PREPARE CORRESPONDENCE TO OPPOSING COUNSEL REGARDING PROPOSED ORDER PLAINTIFFS MOTION TO APPOINT RECEIVER, CORPORATE RESEARCH REGARDING SPI INVESTMENTS AND GUARDIAN ANGEL. | 0.50 | 100.00 | 3 | |
| 73 | 411 | 12/20/2012 | LKS | TELEPHONE CONFERENCE WITH MAGGIE TELEPHONE CONFERENCE WITH REYNOLDS, REVIEW EMAIL FROM PUGACH, DEVELOP STRATEGY, TELEPHONE CONFERENCE WITH CLIENTS, TELEPHONE CONFERENCE WITH REYNOLDS. | 3.00 | 300.00 | 3 | |
| 74 | 337 | 12/20/2012 | PSS | INTEROFFICE CONFERENCE WITH L. SAMUELS AND S. WEBBER REGARDING APPOINTMENT OF RECEIVER/FIDUCIARY AND STRATEGY. | 0.40 | 300.00 | 3 | |
| 75 | 338 | 12/20/2012 | SDW | RESEARCH REGARDING CONSERVATORSHIP; TELEPHONE CALL WITH LENNY SAMUELS AND COUNSEL FOR DEFENDANTS; DISCUSSION REGARDING CASE STRATEGY WITH LENNY SAMUELS. | 2.30 | 300.00 | 3 | Bucket 5 |
| 76 | 412 | 12/21/2012 | LKS | SEVERAL TELEPHONE CONFERENCES WITH CLIENT AND OPPOSING COUNSEL, PREPARE FOR AND ATTEND COURT HEARING. | 3.30 | 300.00 | 3 | |
| 77 | 339 | 12/21/2012 | PSS | MEMOS FROM/TO L. SAMUELS AND TELEPHONE CONFERENCE WITH L. SAMUELS REGARDING PRE-HEARING STRATEGY (3); MEMOS TO/FROM P VON KAHLE REGARDING NEW ASSIGNMENT AND STATUS (1). | 0.40 | 300.00 | 3 | |
| 78 | 340 | 12/21/2012 | SDW | CONTINUED HEARING ON PLAINTIFFS MOTION TO APPOINT RECEIVER; PREPARE ORDER APPOINTING RECEIVER; REVIEW AND REVISE MOTIONS TRANSFERRING ACTIONS TO COMPLEX LITIGATION DIVISION. | 3.90 | 300.00 | 3 | |

BERGEN SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
RESPONSE TO THE OBJECTIONS TO THE CONSERVATOR'S FEE REPORT
EXHIBIT C

| | | | | | | | | |
|-----|-----|------------|-----|--|--------|--------|---|--|
| 79 | 341 | 12/26/2012 | PSS | MEMOS FROM/TO P VON KAHLE REGARDING STATUS AND MEETING REGARDING WORK PLAN AND MEMOS TO/FROM L. SAMUELS AND E. MARK. | 0.30 | 300.00 | 3 | |
| 80 | 342 | 12/26/2012 | SDW | CONTINUE PREPARING ORDER APPOINTING RECEIVER. | 0.30 | 300.00 | 3 | |
| 81 | 343 | 12/27/2012 | EM | MEETING WITH POTENTIAL CONSERVATOR: TRAVEL TO FORT LAUDERDALE FOR SAME; CORRESPONDENCE IN FOLLOW-UP TO MEETING. | 3.20 | 300.00 | 3 | |
| 82 | 414 | 12/27/2012 | LKS | CONFERENCE WITH PAUL SINGERMAN, ETAN MARK AND CONSERVATOR, REVIEW AND REVISE ORDER. | 1.50 | 300.00 | 3 | |
| 83 | 344 | 12/27/2012 | PSS | P&S/S&P: MEETING L. SAMUELS AND E. MARK W/ CONSERVATOR P. VON KAHLE RE BACKGROUND AND STATUS (1.6). | 1.60 | 300.00 | 3 | |
| 84 | 345 | 12/28/2012 | EM | EDITS TO CONSERVATORSHIP ORDER. | 1.70 | 300.00 | 3 | |
| 85 | 402 | 12/30/2012 | | 17371-0002- TRANSCRIPT: HEARING BEFORE JUDGE STRETFELD, 12/18/12. | 819.00 | | 3 | |
| 86 | 403 | 12/30/2012 | | 17371-0002- TRANSCRIPT - HEARING BEFORE JUDGE STRETFELD, 12/21/12. | 416.80 | | 3 | |
| 87 | 404 | 12/31/2012 | | PACER / COMPUTER SEARCH OF COURT FILE. | 0.40 | | 3 | |
| 88 | 405 | 12/31/2012 | | 17371-0002- COURT REPORTER- HEARING BEFORE JUDGE STRETFELD, 11/21/2012. | 110.00 | | 3 | |
| 89 | 375 | 1/1/2013 | SHF | REVIEW HEARING TRANSCRIPT OF HEARING REGARDING MOTION TO APPOINT RECEIVER. | 0.90 | 100.00 | 3 | |
| 90 | 376 | 1/2/2013 | LKS | REVIEW TRANSCRIPT OF HEARING, REVIEW REVISIONS TO PROPOSED CONSERVATORSHIP ORDER, PREPARE EMAIL TO ALLOU COUNSEL, EXCHANGE EMAILS WITH REYNOLDS. | 1.00 | 300.00 | 3 | |
| 91 | 377 | 1/3/2013 | SHF | REVIEW HEARING TRANSCRIPT OF SECOND HEARING REGARDING MOTION TO APPOINT RECEIVER AND COURT'S RULING. | 0.60 | 100.00 | 3 | |
| 92 | 416 | 1/3/2013 | LKS | EXCHANGE EMAILS WITH ROSEN. | 0.20 | 300.00 | 3 | |
| 93 | 406 | 1/3/2013 | | 1/3 17371-0002 COPY FEE. | 100.00 | | 3 | |
| 94 | 379 | 1/4/2013 | SHF | REVIEW MULTIPLE HEARING TRANSCRIPTS REGARDING RECEIVER MOTION AND COURT'S APPOINTMENT OF CONSERVATOR. | 0.90 | 100.00 | 3 | |
| 95 | 417 | 1/7/2013 | LKS | REVIEW AND ANALYZE CHANGES TO ORDER, PREPARE EMAIL TO ALLOU COUNSEL. | 0.80 | 300.00 | 3 | |
| 96 | 418 | 1/8/2013 | LKS | EXCHANGE EMAILS REGARDING ORDER. | 0.20 | 300.00 | 3 | |
| 97 | 382 | 1/9/2013 | EM | CONFERENCE CALL REGARDING EDITS TO PROPOSED ORDER; CORRESPONDENCE REGARDING SAME; REVIEW AND EDITS TO ORDER. | 1.70 | 300.00 | 3 | |
| 98 | 419 | 1/9/2013 | LKS | PREPARE FOR AND ATTEND CALL WITH ALLOU COUNSEL REGARDING PROPOSED CONSERVATORSHIP ORDER, FURTHER REVISIONS TO ORDER. | 1.20 | 300.00 | 3 | |
| 99 | 420 | 1/10/2013 | LKS | EXCHANGE EMAILS WITH PUGASH REGARDING CONSERVATOR ORDER. | 0.30 | 300.00 | 3 | |
| 100 | 423 | 1/16/2013 | LKS | PREPARE LETTER TO JUDGE, EXCHANGE EMAILS WITH PUGASH, TELEPHONE CONFERENCE WITH RECEIVER. | 0.50 | 300.00 | 3 | |
| 101 | 424 | 1/17/2013 | EM | REVIEW OF ORDER APPOINTING CONSERVATOR AND CORRESPONDENCE REGARDING SAME. | 0.30 | 300.00 | 3 | |
| 102 | 426 | 1/18/2013 | LKS | REVIEW LETTER FROM BECKER AND POLAKOFF TO THE COURT AND PROPOSED REVISED ORDER. | 0.30 | 300.00 | 3 | |
| 103 | 427 | 1/20/2013 | LKS | PREPARE LETTER TO COURT REGARDING PROPOSED ORDER. | 0.30 | 300.00 | 3 | |
| 104 | 428 | 1/22/2013 | LKS | PREPARE LETTER TO STRETFELD REGARDING ORDER. | 0.30 | 300.00 | 3 | |

BERGER SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
RESPONSE TO THE OBJECTIONS TO THE CONSERVATOR'S FEE REPORT
EXHIBIT D

| No. | Invoice # | DATE | BILLER | DESCRIPTION | UNITS | RATE | BUCKET | DIVIDED |
|-----|-----------|------------|--------|--|-------|--------|--------|----------|
| 1 | 252 | 11/28/2012 | EM | CORRESPONDENCE WITH POTENTIAL DEFENDANTS REGARDING TOLLING AGREEMENTS. | 0.60 | 300.00 | 4 | |
| 2 | 254 | 11/29/2012 | EM | CALL REGARDING CASE STRATEGY; ANALYSIS OF CLAIMS REGARDING SAME. | 1.60 | 300.00 | 4 | |
| 3 | 257 | 11/30/2012 | EM | DRAFT COMPLAINT AND DISCUSSIONS REGARDING SAME; CORRESPONDENCE WITH POTENTIAL DEFENDANTS REGARDING CLAIMS. | 1.70 | 300.00 | 4 | |
| 4 | 292 | 12/1/2012 | EM | DRAFT COMPLAINT. | 2.00 | 300.00 | 4 | |
| 5 | 296 | 12/4/2012 | EM | CONFERENCE CALL REGARDING STRATEGY; EDITS TO COMPLAINT. | 1.50 | 300.00 | 4 | |
| 6 | 299 | 12/5/2012 | EM | EDITS TO COMPLAINT; CORRESPONDENCE WITH CLIENTS REGARDING SAME. | 1.00 | 300.00 | 4 | |
| 7 | 308 | 12/7/2012 | EM | EDITS TO COMPLAINTS; CORRESPONDENCE REGARDING SAME. | 1.20 | 300.00 | 4 | |
| 8 | 305 | 12/9/2012 | EM | EDITS TO COMPLAINT. | 0.40 | 300.00 | 4 | |
| 9 | 306 | 12/10/2012 | EM | EDITS TO COMPLAINTS AND CONFERENCE CALLS REGARDING SAME. | 1.80 | 300.00 | 4 | |
| 10 | 297 | 12/4/2012 | US | REVIEW STATUTE OF LIMITATIONS ISSUES. | 0.50 | 300.00 | 4 | |
| 11 | 308 | 12/10/2012 | US | REVIEW AND REVISE 2 COMPLAINTS; TELEPHONE CONFERENCE WITH CLIENT, REVIEW FURTHER REVISIONS, TELEPHONE CONFERENCE WITH CLIENT, EXCHANGE AND REVIEW MULTIPLE EMAILS REGARDING COMPLAINTS. | 3.50 | 300.00 | 4 | |
| 12 | 255 | 11/29/2012 | PSS | INTEROFFICE CONFERENCE WITH E. MARK AND L. SAMUELS REGARDING LITIGATION STRATEGY. | 0.40 | 300.00 | 4 | |
| 13 | 206 | 10/17/2012 | SDW | REVISE TOLLING AGREEMENT AND SEND TO COUNSEL FOR DEFENDANT. | 0.40 | 300.00 | 4 | |
| 14 | 253 | 11/28/2012 | SDW | RESEARCH ABILITY OF PARTNERSHIP TO SUE IN OWN NAME; PREPARE TOLLING AGREEMENT FOR CONGREGATION OF HOLY GHOST. | 0.50 | 300.00 | 4 | |
| 15 | 256 | 11/29/2012 | SDW | RESEARCH ABILITY OF PARTNERSHIP TO SUE IN OWN NAME; DISCUSSION WITH ETAN MARK AND ANTHONY CARRIUOLO REGARDING CASE STRATEGY; DISCUSSION WITH ETAN MARK, PAUL SINGERMAN, LENNY SAMUELS, AND ANTHONY CARRIUOLO REGARDING CASE STRATEGY AND UPDATES; REVIEW DRAFT COMPLAINT AGAINST NETWORKERS; RESEARCH TOLLING OF STATUTE OF LIMITATIONS. | 5.60 | 300.00 | 4 | |
| 16 | 258 | 11/30/2012 | SDW | RESEARCH REGARDING TOLLING STATUTE OF LIMITATIONS; RESEARCH REGARDING STATUTE OF LIMITATIONS FOR FRAUDULENT TRANSFER CLAIM; RESEARCH REGARDING PARTNERSHIP AS PLAINTIFF; DISCUSSION WITH CLIENT REGARDING POSSIBLE DEFENDANTS. | 2.00 | 300.00 | 4 | |
| 17 | 295 | 12/3/2012 | SDW | PREPARE LETTER TO CLIENT REGARDING STRATEGY; CONTINUE PREPARING COMPLAINT AGAINST NETWORKERS; RESEARCH POTENTIAL CAUSES OF ACTION AGAINST NET WINNERS; DISCUSSION WITH ETAN MARK REGARDING CASE STRATEGY. | 7.30 | 300.00 | 4 | Bucket 4 |
| 18 | 298 | 12/4/2012 | SDW | RESEARCH REGARDING STATUTE OF LIMITATIONS; RESEARCH REGARDING FRAUDULENT TRANSFER CAUSE OF ACTION; DISCUSSION WITH ETAN MARK AND LENNY SAMUELS REGARDING CASE STRATEGY; DISCUSSION WITH CAROL FOX REGARDING CASE STRATEGY; CONTINUE DRAFTING COMPLAINT AGAINST NETWORKER DEFENDANTS. | 5.00 | 300.00 | 4 | |
| 19 | 301 | 12/5/2012 | SDW | CONTINUE DRAFTING COMPLAINT AGAINST NETWORKERS; DISCUSSION WITH CLIENT REGARDING IDENTITIES OF DEFENDANTS; CONTINUE RESEARCHING CAUSES OF ACTION AGAINST NETWORKERS. | 5.50 | 300.00 | 4 | |
| 20 | 302 | 12/6/2012 | SDW | DRAFT LETTER TO CLIENTS REGARDING CLAIMS AND LAWSUITS ASSERTED; REVIEW EDITS TO LETTER BY ANTHONY CARRIUOLO; DISCUSSION WITH ETAN MARK AND LENNY SAMUELS REGARDING LETTER; CONTINUE DRAFTING COMPLAINT AGAINST NETWORKERS; REVIEW AND EDIT COMPLAINT AGAINST INDIVIDUAL DEFENDANTS. | 6.20 | 300.00 | 4 | |
| 21 | 304 | 12/7/2012 | SDW | CONTINUE REVIEWING DRAFT COMPLAINTS. | 0.30 | 300.00 | 4 | |
| 22 | 309 | 12/10/2012 | SDW | CONTINUE PREPARING COMPLAINTS AGAINST DEFENDANT NETWORKERS AND THE INDIVIDUAL DEFENDANTS; DISCUSSION WITH CLIENTS REGARDING EDITS TO COMPLAINTS; DISCUSSION WITH LENNY SAMUELS AND ETAN MARK REGARDING EDITS TO COMPLAINTS; RESEARCH REGARDING UNJUST ENRICHMENT CLAIM; REVISE COMPLAINTS TO REFLECT COMMENTS FROM CLIENTS. | 5.40 | 300.00 | 4 | |
| 23 | 310 | 12/11/2012 | SDW | REVIEW EMAIL FROM CLIENT REGARDING FILED COMPLAINTS. | 0.20 | 300.00 | 4 | |
| 24 | 311 | 12/12/2012 | SDW | DISCUSSION WITH LENNY SAMUELS AND ETAN MARK REGARDING CASE STRATEGY. | 0.10 | 300.00 | 4 | |

EXHIBIT

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BERGER SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
RESPONSE TO THE OBJECTIONS TO THE CONSERVATOR'S FEE REPORT
EXHIBIT D

| | | | | | | | | |
|----|-----|------------|-----|---|--------|--------|---|--|
| 25 | 407 | 12/10/2012 | SHF | ASSEMBLE EXHIBITS IN PREPARATION OF FILING COMPLAINTS AGAINST J.H. CHARITABLE TRUST AND M.D. SULLIVAN DEFENDANTS. FINALIZE COMPLAINTS FOR FILING. ATTENDANCE AT COURT REGARDING FILING OF COMPLAINTS. | 1.90 | 100.00 | 4 | |
| 26 | 408 | 12/10/2012 | SHF | REVIEW AND ANALYSIS OF DEFENDANT ADDRESS SCHEDULES REGARDING ISSUANCE OF SUMMONS. PREPARE FORTY NINE INDIVIDUAL SUMMONS FOR ISSUANCE UPON ALL DEFENDANTS INDIVIDUALLY NAMED IN BOTH COMPLAINTS. | 6.30 | 100.00 | 4 | |
| 27 | 421 | 1/11/2013 | SHF | CROSS REFERENCE SERVICE LISTS FOR ALL THE P&S AND S&P MATTERS IN PREPARATION OF SERVICE OF SUMMONS ISSUED IN NETWINNER AND BAD BOYS CLAIMS. DETERMINE NEED TO LOCATE CURRENT ADDRESS. | 1.30 | 100.00 | 4 | |
| 28 | 422 | 1/14/2013 | SHF | ASSEMBLE AND ARRANGE SUMMONS IN PREPARATION OF PROCESS. SERVICE DOCUMENTS INCLUDE COMPLEX AND DIVISION COVER SHEETS. COMPLAINT AND SUBSEQUENT FILINGS. | 1.10 | 100.00 | 4 | |
| 29 | 294 | 12/3/2012 | SP2 | RUN ACCURINT SEARCHES TO LOCATE ADDRESSES FOR DEFENDANTS. | 2.50 | 100.00 | 4 | |
| 30 | 300 | 12/5/2012 | SP2 | RUN ADDITIONAL ACCURINT SEARCHES FOR ADDRESSES OF DEFENDANTS. | 1.20 | 100.00 | 4 | |
| 31 | 307 | 12/10/2012 | SP2 | LOCATE ADDITIONAL ADDRESSES. PREPARATION OF CIVIL COVER SHEETS AND SUMMONS. | 1.80 | 100.00 | 4 | |
| 32 | 370 | 12/10/2012 | | 12/10 17371-0002 FILING FEE - CLERK OF COURTS. | 17.50 | | 4 | |
| 33 | 371 | 12/14/2012 | | 12/14 17371-0003 ISSUE SUMMONS - CLERK OF COURTS. | 10.80 | | 4 | |
| 34 | 389 | 11/29/2012 | | CONFERENCE CALL. | 8.90 | | 4 | |
| 35 | 391 | 12/4/2012 | | WESTLAW RESEARCH. | 155.85 | | 4 | |
| 36 | 392 | 12/5/2012 | | WESTLAW RESEARCH. | 15.62 | | 4 | |
| 37 | 393 | 12/6/2012 | | WESTLAW RESEARCH. | 21.44 | | 4 | |
| 38 | 394 | 12/10/2012 | | CONFERENCE CALL. | 6.32 | | 4 | |
| 39 | 395 | 12/10/2012 | | WESTLAW RESEARCH. | 60.44 | | 4 | |
| 40 | 396 | 12/10/2012 | | CONFERENCE CALL. | 23.84 | | 4 | |
| 41 | 430 | 12/10/2012 | | 17371-0003 FILING FEE, COMPLEX BUSINESS LITIGATION. | 421.00 | | 4 | |
| 42 | 431 | 12/10/2012 | | 17371-0003 FILING FEE, COMPLEX BUSINESS LITIGATION. | 481.00 | | 4 | |
| 43 | 432 | 12/11/2012 | | 17371-0003 ISSUANCE OF SUMMONS. | 410.00 | | 4 | |
| 44 | 433 | 12/11/2012 | | 17371-0003 ISSUANCE OF SUMMONS. | 80.00 | | 4 | |

BERGER SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
RESPONSE TO THE OBJECTIONS TO THE CONSERVATOR'S FEE REPORT
EXHIBIT E

| No. | Invoice # | DATE | BILLER | DESCRIPTION | UNITS | RATE | BUCKET | DIVIDED |
|-----|-----------|------------|--------|--|-------|--------|--------|----------|
| 1 | 2 | 8/2/2012 | EMI | CORRESPONDENCE WITH CLIENTS REGARDING RECENTLY FILED ACTION; TELEPHONE CONFERENCE CALLS WITH INVESTORS. | 0.80 | 300.00 | 5 | |
| 2 | 4 | 8/3/2012 | EMI | REVIEW OF COMPLAINT; CORRESPONDENCE REGARDING SAME. | 1.00 | 300.00 | 5 | |
| 3 | 409 | 12/19/2012 | SHP | REVIEW COMPLAINT REGARDING COMPLEX BUSINESS DIVISION MOTION. PREPARE COMPLEX BUSINESS DIVISION MOTIONS. | 1.80 | 100.00 | 5 | |
| 4 | 338 | 12/20/2012 | SDW | PREPARE MOTION TO TRANSFER NET WINNER COMPLAINT AND OTHER COMPLAINT TO COMPLEX LITIGATION DIVISION. | 1.00 | 300.00 | 5 | Bucket 3 |
| 5 | 413 | 12/26/2012 | SHP | TELEPHONE CONFERENCE WITH JUDGE TUTTLE'S CHAMBERS REGARDING DIVISION TRANSFER. | 0.20 | 100.00 | 5 | |
| 6 | 415 | 12/28/2012 | SHP | PREPARE CORRESPONDENCE TO S WEBER REGARDING DIVISION TRANSFER MOTIONS. | 0.20 | 100.00 | 5 | |
| 7 | 374 | 1/2/2013 | SHP | ATTENTION TO FILE REGARDING VENUE TRANSFER. CROSS REFERENCE PALM BEACH AND BROWARD DOCKETS IN PREPARATION OF MOTION TO TRANSFER TO COMPLEX DIVISION BROWARD. REVIEW COMPLAINT IN PREPARATION OF MOTION FOR DIVISION TRANSFER. | 2.10 | 100.00 | 5 | |
| 8 | 378 | 1/3/2013 | SHP | REVIEW VENUE TRANSFER MOTION AND AFFIDAVIT REGARDING MOTION TO TRANSFER TO COMPLEX DIVISION. PREPARE MOTION TO TRANSFER TO THE COMPLEX DIVISION. PREPARE CORRESPONDENCE TO S WEBER REGARDING DIVISION TRANSFER MOTION. PREPARE CORRESPONDENCE TO E MARK REGARDING PROCESS. REVIEW JUDGE OCONNOR'S SCHEDULE REGARDING DIVISION TRANSFER MOTION. | 2.50 | 100.00 | 5 | |
| 9 | 380 | 1/8/2013 | SHP | REVISE PLAINTIFF'S MOTION TO TRANSFER. COMPILE EXHIBITS AND FINALIZE SAME. | 0.30 | 100.00 | 5 | |
| 10 | 381 | 1/8/2013 | SDW | HEARING ON MOTION TO TRANSFER CASE NO 12-034121 TO COMPLEX LITIGATION DIVISION; PREPARE MOTION TO TRANSFER PALM BEACH COUNTY CASE TO COMPLEX LITIGATION DIVISION. | 1.80 | 300.00 | 5 | |
| 11 | 383 | 1/9/2013 | SDW | HEARING ON MOTION TO TRANSFER ACTION TO COMPLEX LITIGATION DIVISION. | 1.80 | 300.00 | 5 | |
| 12 | 384 | 1/17/2013 | SHP | PREPARE PROPOSED ORDER REGARDING MOTION TO TRANSFER COMPLEX LITIGATION DIVISION. REVIEW CONSERVATOR ORDER. | 0.20 | 100.00 | 5 | |
| 13 | 425 | 1/17/2013 | SHP | REVIEW ORDER TRANSFERRING CASE TO COMPLEX DIVISION. REVIEW CASE MANAGEMENT CONFERENCE ORDER. | 0.30 | 100.00 | 5 | |
| 14 | 385 | 1/22/2013 | SDW | DISCUSSION WITH TOM MASSANA REGARDING MOTION TO TRANSFER WEST PALM CASE TO JUDGE STRETFELD. | 0.10 | 300.00 | 5 | |

BERGER SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
RESPONSE TO THE OBJECTIONS TO THE CONSERVATOR'S FEE REPORT
EXHIBIT E

| No. | Invoice # | DATE | BILLER | DESCRIPTION | UNITS | RATE | BUCKET | DIVIDED |
|-----|-----------|------------|--------|--|-------|--------|--------|----------|
| 1 | 2 | 8/2/2012 | EM | CORRESPONDENCE WITH CLIENTS REGARDING RECENTLY FILED ACTION; TELEPHONE CONFERENCE CALLS WITH INVESTORS. | 0.80 | 300.00 | 5 | |
| 2 | 4 | 8/3/2012 | EM | REVIEW OF COMPLAINT; CORRESPONDENCE REGARDING SAME. | 1.00 | 300.00 | 5 | |
| 3 | 409 | 12/19/2012 | SHP | REVIEW COMPLAINT REGARDING COMPLEX BUSINESS DIVISION MOTION. PREPARE COMPLEX BUSINESS DIVISION MOTIONS. | 1.80 | 100.00 | 5 | |
| 4 | 338 | 12/20/2012 | SDW | PREPARE MOTION TO TRANSFER NET WINNER COMPLAINT AND OTHER COMPLAINT TO COMPLEX LITIGATION DIVISION. | 1.00 | 300.00 | 5 | Bucket 3 |
| 5 | 413 | 12/26/2012 | SHP | TELEPHONE CONFERENCE WITH JUDGE TUTER'S CHAMBERS REGARDING DIVISION TRANSFER. | 0.20 | 100.00 | 5 | |
| 6 | 415 | 12/28/2012 | SHP | PREPARE CORRESPONDENCE TO S WEBER REGARDING DIVISION TRANSFER MOTIONS. | 0.20 | 100.00 | 5 | |
| 7 | 374 | 1/2/2013 | SHP | ATTENTION TO FILE REGARDING VENUE TRANSFER. CROSS REFERENCE PALM BEACH AND BROWARD DOCKETS IN PREPARATION OF MOTION TO TRANSFER TO COMPLEX DIVISION BROWARD. REVIEW COMPLAINT IN PREPARATION OF MOTION FOR DIVISION TRANSFER. | 2.10 | 100.00 | 5 | |
| 8 | 378 | 1/3/2013 | SHP | REVIEW VENUE TRANSFER MOTION AND AFFIDAVIT REGARDING MOTION TO TRANSFER TO COMPLEX DIVISION. PREPARE MOTION TO TRANSFER TO THE COMPLEX DIVISION. PREPARE CORRESPONDENCE TO S WEBER REGARDING DIVISION TRANSFER MOTION. PREPARE CORRESPONDENCE TO E MARK REGARDING PROCESS. REVIEW JUDGE OCONNOR'S SCHEDULE REGARDING DIVISION TRANSFER MOTION. | 2.60 | 100.00 | 5 | |
| 9 | 380 | 1/8/2013 | SHP | REVISE PLAINTIFF'S MOTION TO TRANSFER. COMPILE EXHIBITS AND FINALIZE SAME. | 0.30 | 100.00 | 5 | |
| 10 | 381 | 1/8/2013 | SDW | HEARING ON MOTION TO TRANSFER CASE NO 12-034121 TO COMPLEX LITIGATION DIVISION; PREPARE MOTION TO TRANSFER PALM BEACH COUNTY CASE TO COMPLEX LITIGATION DIVISION. | 1.80 | 300.00 | 5 | |
| 11 | 383 | 1/9/2013 | SDW | HEARING ON MOTION TO TRANSFER ACTION TO COMPLEX LITIGATION DIVISION. | 1.80 | 300.00 | 5 | |
| 12 | 384 | 1/17/2013 | SHP | PREPARE PROPOSED ORDER REGARDING MOTION TO TRANSFER COMPLEX LITIGATION DIVISION. REVIEW CONSERVATOR ORDER. | 0.20 | 100.00 | 5 | |
| 13 | 425 | 1/17/2013 | SHP | REVIEW ORDER TRANSFERRING CASE TO COMPLEX DIVISION. REVIEW CASE MANAGEMENT CONFERENCE ORDER. | 0.30 | 100.00 | 5 | |
| 14 | 385 | 1/22/2013 | SDW | DISCUSSION WITH TOM MASSANA REGARDING MOTION TO TRANSFER WEST PALM CASE TO JUDGE STREITFIELD. | 0.10 | 300.00 | 5 | |



BERGER SINGERMAN LLP'S FEE REPORT AND SUPPLEMENTAL OMNIBUS
 RESPONSE TO THE OBJECTIONS TO THE CONSERVATOR'S FEE REPORT
 EXHIBIT F

| No. | Invoice # | Description | Units |
|-----|-----------|-------------------------|---------|
| 1 | 86 | FACSIMILE | 36.00 |
| 2 | 260 | FACSIMILE | 4.00 |
| 3 | 349 | FACSIMILE | 1.00 |
| 4 | 84 | LONG DISTANCE TELEPHONE | 1.00 |
| 5 | 262 | LONG DISTANCE TELEPHONE | 13.00 |
| 6 | 348 | LONG DISTANCE TELEPHONE | 9.00 |
| 7 | 83 | POSTAGE | 51.75 |
| 8 | 259 | POSTAGE | 953.12 |
| 9 | 346 | POSTAGE | 173.70 |
| 10 | 386 | POSTAGE | 447.95 |
| 11 | 85 | REPRODUCTION | 636.75 |
| 12 | 261 | REPRODUCTION | 8128.80 |
| 13 | 347 | REPRODUCTION | 2592.00 |
| 14 | 387 | REPRODUCTION | 921.75 |
| 15 | 429 | REPRODUCTION | 1144.50 |



BERGER SINGERMANN LLP
ATTORNEYS AT LAW
350 E. LAS OLAS BLVD SUITE 1000
FT LAUDERDALE FL 33301
(954) 525-9900 FAX: (954) 523-2872
FID # 45-3121429

FESTUS & HELEN STACY FOUNDATION

INVOICE DATE: 10/19/2012

INVOICE NO. 117812

INVESTIGATION OF POTENTIAL INVESTMENT CLAIMS

MATTER ID: 17371-0001

PROFESSIONAL FEES RENDERED THROUGH: 8/30/2012 HOURS

| | | | | |
|----|----------|-----|--|------|
| 1 | 8/1/2012 | LKS | TELEPHONE CONFERENCE WITH WAYNE HORWITZ | 0.20 |
| 2 | 8/2/2012 | EM | CORRESPONDENCE WITH CLIENTS REGARDING RECENTLY FILED ACTION; TELEPHONE CONFERENCE CALLS WITH INVESTORS. | 0.80 |
| 3 | 8/3/2012 | DB1 | REVIEW LISTS OF RECIPIENTS OF NOTICES AND ARRANGE FOR AN ALTERNATIVE METHOD OF DELIVERY FOR THOSE WHO HAVE NOT YET RECEIVED THEM. | 1.60 |
| 4 | 8/3/2012 | EM | REVIEW OF COMPLAINT; CORRESPONDENCE REGARDING SAME. | 1.00 |
| 5 | 8/3/2012 | SP2 | COORDINATE ADDITIONAL MAILING OF NOTICES AND PROXIES; TRACK RECEIPT OF FIRST MAILING. | 0.70 |
| 6 | 8/6/2012 | SP2 | TRACK RETURN RECEIPTS OF PREVIOUS MAILING; UPDATE CHARTS REGARDING SAME. | 2.10 |
| 7 | 8/7/2012 | DB1 | REVIEW EVIDENCE OF DELIVERED PACKAGES AND DETERMINE WHICH PARTNERS HAVE NOT YET RECEIVED THE NOTICES AND WHICH NEED NEW PACKAGES. | 2.40 |
| 8 | 8/8/2012 | DB1 | CALL WITH PARTNERS AND E. MARK TO DISCUSS ISSUES RELATED TO SULLIVAN LETTER; REVIEW SULLIVAN LETTER; READ AND PROVIDE COMMENT TO OUR CLIENT'S LETTER RESPONDING TO SULLIVAN'S LETTER; DISCUSS STRUCTURAL ISSUES WITH C. FOX; ARRANGE FOR DELIVERY OF NEW RESPONSE LETTER TO ALL PARTNERS OF BOTH PARTNERSHIPS. | 3.70 |
| 9 | 8/8/2012 | MCB | REVIEWED PROPOSED LETTER AND T/C WITH LENNY SAMUELS AND ETAN MARK. | 0.40 |
| 10 | 8/8/2012 | EM | MISCELLANEOUS CORRESPONDENCE REGARDING SPECIAL MEETING. | 1.60 |
| 11 | 8/8/2012 | EM | DISCUSSION AND STRATEGY REGARDING LETTER TO SULLIVAN. | 1.50 |

EXHIBIT

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|----|-----------|-----|--|------|
| 12 | 8/8/2012 | LKS | REVIEW PROXY ISSUES. | 1.00 |
| 13 | 8/9/2012 | DB1 | REVIEW NEW PROXIES RECEIVED AND UPDATE TABLES ACCORDINGLY; REVIEW CORRESPONDENCE FROM CLIENT REGARDING MR. SULLIVAN'S ATTEMPTS TO BLOCK OUR VOTE; ARRANGE FOR TRANSMISSION OF NOTICES OF SPECIAL MEETING TO NEWLY-PROVIDED ADDRESSES. | 1.40 |
| 14 | 8/9/2012 | EM | EXTENSIVE CORRESPONDENCE REGARDING VARIOUS INVESTORS AND STRATEGY REGARDING NEXT STEPS. | 1.20 |
| 15 | 8/10/2012 | DB1 | DISCUSS ISSUES RELATED TO PARTNERSHIP VOTE'S EFFECTIVENESS AND MEETING LOGISTICS WITH M. BROWN; BEGIN DRAFTING ISSUES MEMO BASED THEREON. | 1.00 |
| 16 | 8/10/2012 | EM | VARIOUS CORRESPONDENCE REGARDING UPCOMING SHAREHOLDER VOTE. | 1.20 |
| 17 | 8/13/2012 | DB1 | FINISH DRAFTING ISSUES MEMO AND MEETING AGENDA; MEET WITH L. SAMUELS AND M. BROWN TO STRATEGIZE REGARDING ADVERSE ISSUES WITH PARTNERSHIP VOTE; REVIEW NEWLY-PROVIDED PROXIES AND UPDATE TABLES BASED THEREON. | 3.50 |
| 18 | 8/13/2012 | MCB | MEETING WITH DAVID BLACK; REVIEW AGENDA AND RULES; MEETING WITH LENNY SAMUELS. | 1.50 |
| 19 | 8/13/2012 | EM | CORRESPONDENCE REGARDING CASE; PREPARE STATEMENT REGARDING SPECIAL MEETING. | 2.90 |
| 20 | 8/14/2012 | DB1 | CALLS WITH SECURITY COMPANY AND FT. LAUDERDALE POLICE DEPARTMENT TO PROCURE SECURITY FOR MEETING; CALL WITH POLICE OFFICER TO SECURE HER TIME DURING UPCOMING MEETINGS; REVIEW NEWLY-PROVIDED PROXIES AND UPDATE TABLES BASED THEREON. | 1.50 |
| 21 | 8/14/2012 | MCB | CONFERENCE WITH DAVID BLACK; REVIEWED POSSIBLE DEFENSES BY CURRENT MANAGING PARTNER. | 0.70 |
| 22 | 8/14/2012 | EM | EXTENSIVE CORRESPONDENCE REGARDING UPCOMING MEETINGS; DISCUSSION REGARDING SAME. | 1.60 |
| 23 | 8/14/2012 | EM | DRAFT SCRIPT FOR P. SINGERMAN. | 1.30 |
| 24 | 8/15/2012 | DB1 | CONTINUE DRAFTING RULES AND PROCEDURES FOR MEETINGS, AS WELL AS SCRIPT FOR THE CHAIRMAN AND SECRETARY; REVIEW NEWLY-PROVIDED PROXIES AND UPDATE SPREADSHEETS SHOWING VOTING PERCENTAGES ACCORDINGLY; DISCUSS MEETING LOGISTICS WITH | 2.60 |

B. STEPELTON AND J. JORDAN.

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| 25 | 8/15/2012 | MCB | CONFERENCE WITH DAVID BLACK REGARDING PROCEDURES, SECURITY AND COURT REPORTING; DISCUSSED INSPECTOR OF ELECTION DUTIES. | 0.80 |
| 26 | 8/15/2012 | MS | DISCUSSION WITH DAVID BLACK; REVIEW OF RULES AND PROCEDURES AND SCRIPT FOR FRIDAY, AUGUST 17, 2012 MEETING; EMAIL TO DAVID BLACK REGARDING COMMENTS; REVIEW OF EMAILS. | 0.60 |
| 27 | 8/16/2012 | DB1 | REVIEW WITH INSPECTOR OF ELECTIONS ALL PROXIES RECEIVED TO DATE FOR BOTH P&S AND S&P; FINISH DRAFTING RULES AND PROCEDURES FOR MEETINGS; DRAFT PROXY FOR SPJ; DRAFT NOTICES REGARDING DIRECTIVES TO SULLIVAN; FINISH DRAFTING SCRIPT FOR MEETINGS; CALL WITH BERGER SINGERMAN PARTNERS TO DISCUSS STRATEGY AND ISSUES FOR MEETINGS. | 6.10 |
| 28 | 8/16/2012 | MCB | CONFERENCE CALL REGARDING FRIDAY MEETING; REVIEWED MATERIAL INCLUDING SCRIPTS; CONFERENCES WITH MARCI AND DAVID REGARDING PROCEEDINGS; CONFERENCE WITH LENNY. | 2.30 |
| 29 | 8/16/2012 | EM | CONFERENCE CALL REGARDING SPECIAL MEETING; PREPARATION FOR SAME. | 1.70 |
| 30 | 8/16/2012 | MS | MEETING WITH DAVID BLACK; REVIEW OF PROXIES RECEIVED; PREPARATION OF SPREADSHEETS; CONFERENCE CALL WITH MORRIE BROWN, DAVID BLACK, PAUL SINGERMAN, LENNY SAMUELS AND ETAN MARK; PREPARATION OF SIGN IN SHEETS; MEETING PREPARATION. | 5.50 |
| 31 | 8/16/2012 | PSS | REVIEW MATERIALS IN ADVANCE OF PARTNERS' MEETINGS 8/17 AND TEAM CALL WITH BFT TEAM AND L. SAMUELS AND E. MARK. | 0.60 |
| 32 | 8/17/2012 | DB1 | PREPARE FOR AND ATTEND MEETINGS OF S&P AND P&S; BEGIN CALCULATIONS OF VOTES OF EACH AFTER MEETINGS CONCLUDED. | 3.70 |
| 33 | 8/17/2012 | MCB | PREPARED FOR AND ATTENDED MEETINGS OF THE PARTNERS AND POST MEETING CONFERENCES. | 3.50 |
| 34 | 8/17/2012 | EM | PREPARE FOR SPECIAL MEETING; TRAVEL TO AND FROM SPECIAL MEETING; PREPARE FOR SPECIAL MEETING; TRAVEL TO OFFICES OF P&S ASSOCIATES TO COLLECT BOOKS AND RECORDS. | 6.70 |
| 35 | 8/17/2012 | LKS | PREPARE FOR AND ATTEND 2 PARTNER MEETINGS, POST MEETING FOLLOW UP WITH CLIENT, TELEPHONE CONFERENCE WITH CAROL, REVIEW LETTER TO BANK. | 4.00 |
| 36 | 8/17/2012 | MS | PREPARATION FOR MEETINGS; ATTENDING | 6.50 |

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| | | | MEETINGS; ORGANIZATION OF PROXIES AND BALLOTS; PREPARATION OF SPREADSHEETS DOCUMENTING PROXIES AND BALLOTS AND CALCULATING PERCENTAGES; DISCUSSIONS WITH DAVID BLACK AND MORRIE BROWN. | |
| 37 | 8/17/2012 | PSS | MEETINGS OF PARTNERSHIPS REGARDING REMOVAL OF GENERAL PARTNERS AND CONFERENCE WITH COUNSEL TO PARTNERSHIPS REGARDING NEXT STEP AFTER PARTNERSHIP MEETINGS; MEETING WITH CLIENT GROUP REGARDING NEXT STEPS (2.6); [SHOW THIS TIME ON THE BILL BUT THEN SHOW COURTESY DISCOUNT AND WRITE IT OFF] MEMO FROM E. MARK REGARDING VISIT TO THE OFFICES OF THE PARTNERSHIP AND LITIGATION STRATEGY (.3). | 2.90 |
| 38 | 8/18/2012 | DB1 | COMPLETE REVIEW OF PROXIES AND BALLOTS RECEIVED FOR EACH PARTNERSHIP AND PREPARE MEMO OF OPEN ISSUES WITH RESPECT TO VOTE RESULTS. | 3.10 |
| 39 | 8/19/2012 | EM | EDITS TO COMPLAINT AND MOTION FOR INJUNCTIVE RELIEF. | 4.60 |
| 40 | 8/20/2012 | DB1 | RESOLVE OPEN ISSUES WITH RESPECT TO VOTE RESULTS FOR EACH PARTNERSHIP; BEGIN DRAFTING CERTIFIED VOTE RESULTS FOR EACH PARTNERSHIP; BEGIN DRAFTING MEETING MINUTES FOR S&P. | 5.70 |
| 41 | 8/20/2012 | MOB | REVIEWED MATERIAL WITH DAVID AND MARCI. | 0.80 |
| 42 | 8/20/2012 | AE | CONFERENCE WITH E. MARK INTRODUCING CASE; READING GLASSRATNER REPORT; ANALYSIS; READ COMPLAINT; DRAFT PI MOTION; LEGAL RESEARCH IN CONNECTION WITH SAME. | 4.10 |
| 43 | 8/20/2012 | EM | DRAFT COMPLAINT. | 4.50 |
| 44 | 8/20/2012 | LKS | DEVELOP LITIGATION STRATEGY, REVIEW EMAIL FROM PUGATCH. | 0.60 |
| 45 | 8/20/2012 | MS | DISCUSSIONS WITH DAVID BLACK; REVIEW OF PROXIES AND BALLOTS; RECALCULATING AND CONFIRMING VOTE RESULTS; PREPARATION OF INSPECTOR CERTIFICATES. | 3.40 |
| 46 | 8/21/2012 | DB1 | FINISH DRAFTING MEETING MINUTES OF S&P; BEGIN DRAFTING MEETING MINUTES OF P&S; FINISH DRAFTING CERTIFIED VOTE RESULTS PACKAGES FOR EACH PARTNERSHIP. | 6.40 |
| 47 | 8/21/2012 | MOB | REVIEWED MINUTES AND RELATED ITEMS; CONFERENCE WITH DAVID BLACK. | 1.10 |
| 48 | 8/21/2012 | AE | DRAFT AND REVISE PI MOTION, COMMENTS ON | 5.40 |

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| | | | COMPLAINT, DISCUSSIONS WITH E. MARK & L. SAMUELS REGARDING: STRATEGIC CHOICES, SELECTION OF PREFERRABLE COURT, RECEIVERSHIP; LEGAL RESEARCH REGARDING: IRREPARABLE HARM, RIGHTS OF PARTNERS, RECEIVERSHIP. | |
| 49 | 8/21/2012 | EM | EDITS TO COMPLAINT. | 8.20 |
| 50 | 8/21/2012 | LKS | REVIEW INJUNCTION AND RECEIVERSHIP ISSUES. | 1.50 |
| 51 | 8/21/2012 | MS | DISCUSSIONS AND EMAILS WITH DAVID BLACK; RECALCULATING AND UPDATING VOTING CHARTS; REVISIONS TO INSPECTOR OF ELECTIONS CERTIFICATIONS. | 1.00 |
| 52 | 8/22/2012 | DB1 | FINISH DRAFTING MEETING MINUTES OF P&S; ASSEMBLE COMPLAINT EXHIBITS. | 1.10 |
| 53 | 8/22/2012 | AE | REVIEWING REVISIONS; STATUS UPDATES. | 0.80 |
| 54 | 8/22/2012 | EM | PREPARE DOCUMENTS FOR FILING. | 4.90 |
| 55 | 8/22/2012 | SP2 | PREPARE SUMMONS; PULL AND ORGANIZE CASE LAW CITED IN PRELIMINARY INJUNCTION MOTION. | 0.80 |
| 56 | 8/22/2012 | LKS | REVISE COMPLAINT AND MOTION, CLIENT CONFERENCE CALL. | 2.30 |
| 57 | 8/22/2012 | SDW | PREPARE EXHIBITS FOR FILING OF COMPLAINT. | 0.30 |
| 58 | 8/23/2012 | ML | PREPARE SUMMONS, CIVIL COVER SHEET, FINALIZE VERIFIED COMPLAINT AND EXHIBITS, AND FINALIZE EMERGENCY MOTION FOR FILING; PULL COMPLEX LITIGATION UNIT RULES FOR L. SAMUELS. | 2.80 |
| 59 | 8/23/2012 | EM | FINALIZE COMPLAINT AND EMERGENCY MOTION; MULTIPLE DISCUSSIONS WITH CLIENT REGARDING SAME. | 3.30 |
| 60 | 8/23/2012 | LKS | CONFERENCE WITH BRETT, FINALIZE PLEADINGS, REVIEW MULTIPLE EMAILS, TELEPHONE CONFERENCE WITH CAROL REGARDING MEETING, TELEPHONE CONFERENCE WITH CHAD PUGASCH. | 2.60 |
| 61 | 8/24/2012 | DB1 | DRAFT LETTER OF RESIGNATION AND ACKNOWLEDGMENTS FOR M. SULLIVAN. | 0.80 |
| 62 | 8/24/2012 | DL | RECEIVE LAWSUIT, MEMOS RE SAME. | 0.30 |
| 63 | 8/24/2012 | ML | PREPARE CIVIL COVER FOR COMPLEX LITIGATION UNIT, REVISE SUMMONS, COMPLAINT AND MOTION FOR COMPLEX LITIGATION UNIT, ARRANGE FOR SERVICE OF FILED PLEADINGS. | 0.90 |
| 64 | 8/24/2012 | EM | CORRESPONDENCE WITH PUGATCH; DRAFT AGREED ORDER. | 3.50 |
| 65 | 8/24/2012 | LKS | REVIEW RULES FOR COMPLEX BUSINESS UNIT, FILE LAWSUIT, SEVERAL TELEPHONE CONFERENCES | 2.30 |

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| | | | WITH CHAD AND CLIENT, REVISE PROPOSED ORDER, PREPARE EMAIL TO SULLIVAN , REVIEW MULTIPLE EMAILS FROM CLIENT. | |
| 66 | 8/24/2012 | SDW | FILE MOTION IN STATE COURT; PREPARE TOLLING AGREEMENT OF CLAIMS. | 0.80 |
| 67 | 8/25/2012 | LKS | EXCHANGE EMAILS WITHY CLIENT, PREPARE EMAIL TO CLIENT, SERVICE ISSUES, REVIEW MINUTES AND CERTIFIED RESULTS. | 0.50 |
| 68 | 8/27/2012 | DB1 | FINALIZE MINUTES FROM MEETING OF EACH PARTNERSHIP AND CIRCULATE. | 1.30 |
| 69 | 8/27/2012 | EM | PREPARE FOR EVIDENTIARY HEARING. | 3.30 |
| 70 | 8/27/2012 | LKS | REVIEW LETTER FROM CHAD, REVIEW MINUTES, REVISE LETTER TO CHAD, REVIEWEMAILS FROM CLIENTS. | 0.80 |
| 71 | 8/27/2012 | PSS | TELEPHONE CALL FROM C. PUGATCH REGARDING REPUDIATING DEAL (.1); CONFERENCE WITH E. MARK AND L. SAMUELS REGARDING STATUS AND STRATEGY AND EMERGENCY HEARING 8/29 (.4). | 0.50 |
| 72 | 8/28/2012 | DB1 | RESEARCH FLORIDA AND DELAWARE STATUTORY AND CASE LAW REGARDING RIGHTS OF A NON-PARTNER TO MANAGE A GENERAL PARTNERSHIP. | 3.10 |
| 73 | 8/28/2012 | EM | PREPARE FOR HEARING; CORRESPONDENCE WITH OPPOSING COUNSEL REGARDING SAME. | 5.80 |
| 74 | 8/28/2012 | LKS | TELEPHONE CONFERENCE WITH CHAD, REVIEW MULTIPLE EMAILS. | 0.50 |
| 75 | 8/28/2012 | PSS | INTEROFFICE CONFERENCE WITH E. MARK REGARDING STATUS AND SETTLEMENT OFFERS FROM C. PUGATCH FOR SULLIVAN/COMPANY; REVIEW PROPOSED ORDER AND MEMO TO TEAM REGARDING ISSUES. | 0.40 |
| 76 | 8/29/2012 | AE | LEGAL RESEARCH IN PREPARATION FOR HEARING. | 2.00 |
| 77 | 8/29/2012 | DL | MEMOS RE NEXT STEPS RE BRIDLE TRACE. . | 0.30 |
| 78 | 8/29/2012 | EM | NEGOTIATION REGARDING AGREED ORDER; CORRESPONDENCE REGARDING SAME; TRAVEL TO COURTHOUSE TO OBTAIN ENTRY OF ORDER; CORRESPONDENCE WITH CLIENTS AND MANAGING GENERAL PARTNER REGARDING SAME. | 5.10 |
| 79 | 8/29/2012 | LKS | TELEPHONE CONFERENCE WITH PECK, REVIEW REVISED PROPOSED ORDERS. | 1.20 |
| 80 | 8/29/2012 | PSS | MEMOS FROM/TO E. MARK AND L. SAMUELS REGARDING ORDER AND SETTLEMENT AND MEMOS TO/FROM L. SAMUELS AND E. MARK REGARDING NEXT STEPS. | 0.40 |

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| 81 | 8/30/2012 | EM | CORRESPONDENCE AND DISCUSSION OF VARIOUS PARTNERSHIP ISSUES; REVIEW OF GENERAL PARTNERSHIP STATUTE. | 4.80 |
| 82 | 8/30/2012 | LKS | REVIEW STRATEGY. | 0.50 |

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| SUB-TOTAL FEES: | 190.70 | 52,105.00 |
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RATE SUMMARY

| | | | |
|--------------------|-------------|-----------|-----------|
| DAVID BLACK | 49.00 HOURS | 295.00/HR | 14,455.00 |
| MORRIS BROWN | 11.10 HOURS | 300.00/HR | 3,330.00 |
| AMOS ELBERG | 12.30 HOURS | 300.00/HR | 3,690.00 |
| DANIEL LAMPERT | 0.60 HOURS | 300.00/HR | 180.00 |
| MONICA LAZARUS | 3.70 HOURS | 100.00/HR | 370.00 |
| ETAN MARK | 69.50 HOURS | 300.00/HR | 20,850.00 |
| SUZAN PRINCE | 3.60 HOURS | 100.00/HR | 360.00 |
| LEONARD K. SAMUELS | 18.00 HOURS | 300.00/HR | 5,400.00 |
| MARCI SHAFFER | 17.00 HOURS | 100.00/HR | 1,700.00 |
| PAUL SINGERMAN | 4.80 HOURS | 300.00/HR | 1,440.00 |
| STEVEN D. WEBER | 1.10 HOURS | 300.00/HR | 330.00 |

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| TOTAL | 190.70 |
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EXPENSES

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| 83 | POSTAGE | 51.75 |
| 84 | LONG DISTANCE TELEPHONE | 1.00 |
| 85 | REPRODUCTION | 636.75 |
| 86 | FACSIMILE | 36.00 |
| 87 | 6/13/2012 WESTLAW RESEARCH. | 11.09 |
| 88 | 6/14/2012 WESTLAW RESEARCH. | 25.87 |
| 89 | 7/17/2012 CONFERENCE CALL. | 8.56 |
| 90 | 7/31/2012 LABOR CHARGES FROM SERVICES ON-SITE FOR 3 OVERTIME HOURS &.5 MGR HOURS. | 95.50 |
| 91 | 8/3/2012 FEDERAL EXPRESS CHARGES. | 28.31 |
| 92 | 8/3/2012 FEDERAL EXPRESS CHARGES. | 28.31 |
| 93 | 8/3/2012 FEDERAL EXPRESS CHARGES. | 33.19 |
| 94 | 8/3/2012 FEDERAL EXPRESS CHARGES. | 69.44 |
| 95 | 8/3/2012 FEDERAL EXPRESS CHARGES. | 16.39 |

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| 96 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 69.44 |
| 97 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 39.31 |
| 98 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 29.84 |
| 99 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 28.31 |
| 100 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 28.31 |
| 101 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 28.31 |
| 102 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 33.19 |
| 103 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 69.44 |
| 104 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 28.31 |
| 105 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 31.67 |
| 106 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 16.39 |
| 107 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 28.31 |
| 108 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 28.31 |
| 109 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 28.31 |
| 110 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 69.44 |
| 111 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 28.31 |
| 112 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 69.44 |
| 113 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 28.31 |
| 114 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 73.47 |
| 115 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 69.44 |
| 116 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 73.47 |
| 117 | 8/3/2012 | FEDERAL EXPRESS CHARGES. | 28.31 |
| 118 | 8/6/2012 | FEDERAL EXPRESS CHARGES. | 10.45 |
| 119 | 8/6/2012 | FEDERAL EXPRESS CHARGES. | 7.68 |
| 120 | 8/7/2012 | FEDERAL EXPRESS CHARGES. | 16.09 |
| 121 | 8/7/2012 | FEDERAL EXPRESS CHARGES. | 11.31 |
| 122 | 8/7/2012 | FEDERAL EXPRESS CHARGES. | 11.31 |
| 123 | 8/7/2012 | FEDERAL EXPRESS CHARGES. | 16.09 |
| 124 | 8/7/2012 | FEDERAL EXPRESS CHARGES. | 11.31 |
| 125 | 8/7/2012 | FEDERAL EXPRESS CHARGES. | 11.31 |
| 126 | 8/8/2012 | CONFERENCE CALL. | 5.13 |
| 127 | 8/8/2012 | FEDERAL EXPRESS CHARGES. | 16.09 |
| 128 | 8/9/2012 | FEDERAL EXPRESS CHARGES. | 7.68 |
| 129 | 8/10/2012 | CONFERENCE CALL. | 0.76 |
| 130 | 8/14/2012 | FEDERAL EXPRESS CHARGES. | 19.39 |
| 131 | 8/15/2012 | 17371-0001 OFF DUTY FT. LAUDERDALE POLICE | 120.00 |

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| | | OFFICER. | |
| 132 | 8/17/2012 | COMMUNITY ROOM RESERVATION FOR MEETING. | 106.00 |
| 133 | 8/19/2012 | WESTLAW RESEARCH. | 5.95 |
| 134 | 8/20/2012 | WESTLAW RESEARCH. | 34.44 |
| 135 | 8/21/2012 | 17371-0001 ATTENDANCE , OVERNIGHT ORIGINAL TRANSCRIPT OF S&P, P&S, MIN-SCRIPT & ASCII PROVIDED. | 1,055.20 |
| 136 | 8/21/2012 | WESTLAW RESEARCH. | 33.39 |
| 137 | 8/22/2012 | WESTLAW RESEARCH. | 33.82 |
| 138 | 8/23/2012 | 17371-0001 FILING FEE AND SUMMONS. | 411.00 |
| 139 | 8/24/2012 | 17371-0001 RUSH SERVICE STATUS: 20 DAY SUMMONS MICHAEL D. SULLIVAN, 3696 N. FEDERAL HWY. | 120.00 |
| 140 | 8/26/2012 | WESTLAW RESEARCH. | 2.58 |
| 141 | 8/28/2012 | WESTLAW RESEARCH. | 75.60 |
| 142 | 8/28/2012 | FEDERAL EXPRESS CHARGES. | 8.83 |
| 143 | 8/28/2012 | WESTLAW RESEARCH. | 8.56 |
| 144 | 8/30/2012 | WESTLAW RESEARCH. | 8.88 |
| | | SUB-TOTAL EXPENSES: | 4,138.65 |

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| TOTAL CURRENT BILLING: | 56,243.65 |
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PAYMENTS

| | | |
|------------|-------------------------------------|-----------|
| 8/27/2012 | T/A CHK # 5506 | 7,500.00 |
| 9/13/2012 | PYMT'CHK # 1008 FRM HENRY C KOEHLER | 500.00 |
| 10/19/2012 | T/A CHK # 5718 | 25,000.00 |
| | SUB-TOTAL PAYMENTS: | 33,000.00 |

FESTUS & HELEN STACY

PAGE: 10
MATTER ID: 17371-0001

| | |
|-----------------------------|-------------------|
| PRIOR BALANCE | 17,910.26 |
| LESS PAYMENTS: | 33,000.00 |
| PRIOR BALANCE DUE | <u>-15,089.74</u> |
| PLUS TOTAL CURRENT BILLING: | 56,243.65 |
| TOTAL NOW DUE: | <u>41,153.91</u> |

| PRIOR BALANCE - LIST OF UNPAID INVOICE(S) | | | | | |
|---|-----------------|-------|----------------------|------------------------|-------------|
| INVOICE NUMBER | INVOICE DATE | TOTAL | LAST PAYMENT DATE | LAST PAYMENT AMOUNT | BALANCE |
| PREVIOUS BALANCE: | | | | | <u>0.00</u> |

PAYMENT DUE UPON RECEIPT. PLEASE NOTE MATTER ID ON CHECK.

BERGER SINGERMAN LLP
ATTORNEYS AT LAW
350 E. LAS OLAS BLVD SUITE 1000
FT LAUDERDALE FL 33301
(954) 525-9900 FAX: (954) 523-2872
FID # 45-3121429

P&S ASSOCIATES & S&P ASSOCIATES
C/O MARGARET J. SMITH
GLASSRATNER ADVISORY & CAPITAL GROUP, LLC
799 BRICKELL PLAZA, STE 701
MIAMI, FL 33131

INVOICE DATE: 12/7/2012
INVOICE NO. 119646

REPRESENTATION OF PARTNERSHIPS AND INVESTIGATION OF CLAIMS

MATTER ID: 17371-0002

| PROFESSIONAL FEES RENDERED THROUGH: 11/30/2012 | | | | HOURS |
|--|----------|-----|--|-------|
| 145 | 9/1/2012 | PSS | MEMO TO L. SAMUELS AND E. MARK REGARDING CONFERENCE WITH C. PUGATCH REGARDING STATUS AND BECKER & POLIAKOFF. | 0.10 |
| 146 | 9/4/2012 | MAH | RECEIPT OF PUBLIC RECORDS DOCUMENTS FROM OFFICE OF FINANCIAL REGULATION, ANALYSIS, TELEPHONE CALL TO OFFICE OF FINANCIAL REGULATION; EMAIL ETAN MARK REGARDING RESULTS. | 0.50 |
| 147 | 9/4/2012 | EM | REVIEW OF MISCELLANEOUS CORRESPONDENCE AND DISCUSSION OF SAME; PREPARE CORRESPONDENCE REGARDING TERMINATION OF COUNSEL. | 2.60 |
| 148 | 9/4/2012 | LKS | REVIEW SECOND AMENDED COMPLAINT AND EMAIL FROM CHAD, TELEPHONE CONFERENCE WITH MAGGIE SMITH. | 0.70 |
| 149 | 9/6/2012 | AE | READING MATERIALS REGARDING: PALM BEACH CASE. | 1.00 |
| 150 | 9/6/2012 | EM | DISCUSSION REGARDING STRATEGY. | 0.60 |
| 151 | 9/6/2012 | LKS | SEVARALTELEPHONE CONFERENCES WITH ERIKA ROTHBART, PREPARE EMERGENCY MOTION, REVIEW SECOND AMENDED COMPLAINT IN NY, TELEPHONE CONFERENCE WITH MAGGIE SMITH , ANALIZE PROCEDURAL ISSUES. | 1.70 |
| 152 | 9/6/2012 | PSS | INTEROFFICE CONFERENCE WITH L. SAMUELS REGARDING STATUS AND STRATEGY AND POSITION OF HELEN DAVIS AND AMENDED COMPLAINT AND FOLLOW UP CALL WITH E. MARK AND L. SAMUELS. | 0.50 |
| 153 | 9/7/2012 | DB1 | REVIEW MOTIONS FOR RELINQUISHMENT OF FUNDS; DISCUSSION WITH C. FOX REGARDING CASELAW SUPPORT FOR TABULATION METHODOLOGY. | 0.70 |

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| 154 | 9/7/2012 | AE | CONFS. W/ E. MARK & CALLS W/ L. SAMUELS; REVIEWING FILINGS; LEGAL RESEARCH; DRAFTING MOTION. | 4.10 |
| 155 | 9/7/2012 | LKS | REVIEW STIP FOR SUBSTITUTION, PREPARE EMAIL TO ROTHBART, TELEPHONE CONFERENCE WITH PUGATH, TELEPHONE CONFERENCE WITH ERIKA ROTBART REGARDING FILING IN WEST PALM AND FILING IN BROWARD, TELEPHONE CONFERENCE WITH GARY ROSEN, REVIEW BECKER AND POLIAKOFF'S MOTION TO INTERVENE AND EXHIBITS TO MOTION. | 2.10 |
| 156 | 9/7/2012 | LKS | REVISE MOTION TO TURNOVER FUNDS, EXCHANGER EMAILS WITH MAGGIE, REVIEW EMAILS FROM PLAINTIFFS, REVIEW SECOND AMENDED COMPLAINT, EXCHANGE EMAILS WITH MAGGIE, CONFERENCE CALL EXCHANGE EMAILS WITH PUGACH AND ROBART, REVIEW SETTLEMENT AGREEMENTS REGARDING DISTRIBUTIONS. | 1.20 |
| 157 | 9/8/2012 | PSS | MEMO FROM/TO L. SAMUELS REGARDING STATUS AND STRATEGY. | 0.10 |
| 158 | 9/9/2012 | PSS | TELEPHONE CONFERENCE WITH L. SAMUELS AND ETAN MARK REGARDING STATUS AND STRATEGY (.3); MEMOS TO/FROM CLIENT REPRESENTATIVES (.2). | 0.50 |
| 159 | 9/10/2012 | DB1 | REVIEW CHAITMAN AFFIDAVIT; CALL WITH C. FOX TO DISCUSS ISSUES RELATED TO VOTE; REVIEW AMENDED COMPLAINT AND NOTE AREAS OF RESPONSE. | 4.60 |
| 160 | 9/10/2012 | MCB | DISCUSSED GENERAL PARTNERSHIP ISSUES WITH DAVID. | 0.80 |
| 161 | 9/10/2012 | AE | DRAFTING SMITH AFFIDAVIT. | 1.50 |
| 162 | 9/10/2012 | EM | STRATEGY DISCUSSION WITH L. SAMUELS. | 0.70 |
| 163 | 9/10/2012 | LKS | REVISE LETTER TO ROTBART REGARDING SECOND AMENDED COMPLAINT, REVIEW EMAIL FROM ROSEN, PREPARE NOTICE OF HEARING, REVIEW VENUE ISSUES , REVISE JOINT LETTER TO ROBART, TELEPHONE CONFERENCE WITH ROBART, ANALIZE MOTION TO INTERVENE. | 2.60 |
| 164 | 9/10/2012 | SDW | DISCUSSION WITH LEONARD SAMUELS REGARDING MOTION FOR INTERPLEADER. | 0.50 |
| 165 | 9/11/2012 | DB1 | RESEARCH CASELAW PERTAINING TO VALIDITY OF NET EQUITY METHOD; DRAFT MEMO WITH FINDING OF SUCH RESEARCH; PREPARE PARTNERSHIP RECORDS FOR EXHIBITS TO HEARINGS; DRAFT MEMO REGARDING ABILITY OF NON-PARTNER TO BE A PARTNER. | 11.10 |

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| 166 | 9/11/2012 | MCB | CONFERENCES WITH DAVID BLACK REGARDING WINNER/LOSER ISSUES REGARDING CONTINUING INTEREST IN PARTNERSHIP; REVISED LANGUAGE REGARDING SAME; CONFERENCE WITH LENNY SAMUELS REGARDING HEARING. | 0.90 |
| 167 | 9/11/2012 | AE | REVISION TO SMITH AFFIDAVIT. | 1.00 |
| 168 | 9/11/2012 | AE | REVISIONS TO MOVING PAPERS & LEGAL RESEARCH PER L. SAMUELS COMMENTS; CONFS. W/ E. MARK & TEL. C. W/ D. BLACK REGARDING: CASE ANALYSIS. | 2.50 |
| 169 | 9/11/2012 | LKS | REVIEW NOTICE OF HEARING, EXCHANGE EMAILS WITH PUGATCH, REVIEW ISSUES REGARDING PARTNERSHIP AND VOTE. | 1.50 |
| 170 | 9/11/2012 | SDW | RESEARCH REGARDING INTERPLEADER AND INTERVENTION; PREPARE MEMORANDUM OF LAW IN OPPOSITION TO BECKER & POLIAKOFF'S MOTION TO INTERVENE AND FOR INTERPLEADER; PREPARE REQUESTS FOR PRODUCTION OF DOCUMENTS TO BECKER & POLIAKOFF LLP AND ROTBART; PREPARE CORRESPONDENCE TO BECKER & POLIAKOFF LLP AND ROTBART. | 8.50 |
| 171 | 9/12/2012 | DB1 | DRAFT ARGUMENT FOR FOLLOWING DAY'S HEARING REGARDING PROPRIETY OF PARTNERSHIP VOTE AND ABILITY OF A NON-PARTNER TO SERVE AS MANAGER; STRATEGIZE WITH M. BROWN AND L. SAMUELS REGARDING BEST ARGUMENTS TO ADVANCE AT FOLLOWING DAY'S HEARING; ANALYZE CASE LAW RELATING TO DISTRIBUTION METHODOLOGY AND DISCUSS SAME WITH L. SAMUELS; PREPARE DOCUMENTS FOR HEARING. | 9.70 |
| 172 | 9/12/2012 | MCB | REVIEWED MATERIAL PREPARED BY DAVID BLACK REGARDING NOTICE AND METHOD OF COMPUTING ENTITLEMENT INCLUDING RELEVANT CASE LAW, REHEARSED PRESENTATION; MEETING WITH LENNY SAMUELS. | 3.60 |
| 173 | 9/12/2012 | AE | COMMENTS TO REVISION TO MOVING PAPERS. | 0.40 |
| 174 | 9/12/2012 | EM | PREPARE FOR EMERGENCY HEARING; CONFERENCE CALLS REGARDING SAME; EDITS TO FILINGS REGARDING SAME. | 1.80 |
| 175 | 9/12/2012 | LKS | PREPARE FOR HEARINGS. | 4.00 |
| 176 | 9/12/2012 | PSS | STRATEGY CALL WITH TEAM REGARDING HEARINGS 9/13 (.5); MEMO FROM/TO L. SAMUELS AND INTEROFFICE CONFERENCE WITH L. SAMUELS REGARDING STATUS AND STRATEGY AND HEARINGS 9/13 (.2). | 0.70 |
| 177 | 9/12/2012 | SDW | PREPARE FOR HEARING ON MOTION TO LIFT STAY; | 11.00 |

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| | | | PREPARE FOR HEARING ON OPPOSITION TO MOTION FOR INTERVENTION AND INTERPLEADER; PREPARE AND REVISE MOTION TO TRANSFER VENUE; PREPARE AND REVISE AFFIDAVIT OF MAGGIE SMITH; PREPARE AND REVISE REQUESTS FOR PRODUCTION TO ROTBART AND CHAITMAN. | |
| 178 | 9/13/2012 | DB1 | PREPARE FOR AND ATTEND HEARING; BEGIN DRAFTING MY AFFIDAVIT. | 8.60 |
| 179 | 9/13/2012 | MCB | REVIEWED AFFIDAVIT. | 0.70 |
| 180 | 9/13/2012 | LKS | PREPARE FOR AND ATTEND HEARING. | 3.00 |
| 181 | 9/13/2012 | PSS | INTEROFFICE CONFERENCE WITH L. SAMUELS REGARDING OUTCOME OF COURT HEARINGS AND STATUS AND STRATEGY. | 0.20 |
| 182 | 9/13/2012 | SDW | PREPARE FOR HEARING ON MOTION TO LIFT STAY; PREPARE FOR HEARING ON OPPOSITION TO MOTION FOR INTERVENTION AND INTERPLEADER; PREPARE AND REVISE MOTION TO TRANSFER VENUE; HEARING ON SAME; PREPARE NOTICE OF WITHDRAWAL OF SECOND AMENDED COMPLAINT; PREPARE AGREED ORDER GRANTING MOTION TO TRANSFER VENUE. | 5.80 |
| 183 | 9/15/2012 | DB1 | CONTINUE DRAFTING AFFIDAVIT. | 3.80 |
| 184 | 9/16/2012 | DB1 | FINISH DRAFTING AFFIDAVIT. | 0.70 |
| 185 | 9/16/2012 | MCB | REVIEWED AND COMMENTED ON AFFIDAVIT. | 1.00 |
| 186 | 9/17/2012 | DB1 | DISCUSS ISSUES RELATED TO AFFIDAVIT WITH M. BROWN AND REVISE SAME. | 2.00 |
| 187 | 9/17/2012 | MCB | REVIEWED NEW DRAFT OF AFFIDAVIT AND CONFERENCE WITH DAVID BLACK. | 0.40 |
| 188 | 9/19/2012 | SDW | DISCUSSION AND RESEARCH REGARDING HOW TO PROCEED ACTION AGAINST CHAITMAN AND SULLIVAN. | 3.70 |
| 189 | 9/20/2012 | EM | CALL REGARDING CASE STRATEGY. | 0.40 |
| 190 | 9/20/2012 | LKS | ANALYZE STRATEGY REGARDING PARTIES AND CONSOLIDATION. | 0.70 |
| 191 | 9/20/2012 | SDW | DISCUSSION REGARDING CASE STRATEGY AND NEXT STEPS. | 0.40 |
| 192 | 9/21/2012 | SDW | CONTINUE PREPARING MOTION TO SUBSTITUTE. | 2.10 |
| 193 | 9/24/2012 | EM | CORRESPONDENCE WITH CLIENT REGARDING NEXT STEPS. | 0.50 |
| 194 | 9/24/2012 | PSS | INTEROFFICE CONFERENCE WITH L. SAMUELS AND E. MARK REGARDING STATUS AND STRATEGY AND CASE TRANSFER TO BROWARD. | 0.20 |
| 195 | 10/3/2012 | LKS | REVIEW EMAIL REGARDING ESTATE. | 0.20 |

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| 196 | 10/4/2012 | SDW | PREPARE MOTION TO SUBSTITUTE PARTNERSHIPS AS PLAINTIFFS IN ACTION. | 3.50 |
| 197 | 10/5/2012 | SDW | PREPARE MOTION TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHAITMAN TO RETURN FUNDS. | 7.40 |
| 198 | 10/9/2012 | LKS | TELEPHONE CONFERENCE WITH MAGGIE AND CAROL. | 0.30 |
| 199 | 10/9/2012 | SDW | CONTINUE PREPARING MOTION TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHAITMAN TO RETURN FUNDS. | 3.10 |
| 200 | 10/10/2012 | LKS | EXCHANGE EMAILS WITH BRETT REGARDING STATUS. | 0.50 |
| 201 | 10/11/2012 | SDW | CONTINUE PREPARING MOTION TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHAITMAN TO RETURN FUNDS. | 5.00 |
| 202 | 10/12/2012 | SDW | CONTINUE PREPARING MOTION TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHAITMAN TO RETURN FUNDS. | 3.80 |
| 203 | 10/15/2012 | SDW | CONTINUE PREPARING MOTION TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHAITMAN TO RETURN FUNDS. | 0.50 |
| 204 | 10/17/2012 | EM | TRAVEL TO AND ATTEND MEETING REGARDING CASE STRATEGY WITH M. SMITH, C. FOX AND L. SAMUELS. | 1.80 |
| 205 | 10/17/2012 | LKS | CONFERENCE WITH MAGGIE, ETAN AND CAROL, REVIEW DOCUMENTS FROM MAGGIE. | 1.50 |
| 206 | 10/17/2012 | SDW | REVISE TOLLING AGREEMENT AND SEND TO COUNSEL FOR DEFENDANT; CONTINUE PREPARING MOTION FOR SUBSTITUTION. | 0.80 |
| 207 | 10/18/2012 | EM | CONFERENCE CALL WITH CERTAIN PARTNERS REGARDING CASE UPDATE AND STATUS. | 0.90 |
| 208 | 10/18/2012 | SDW | CONTINUE PREPARING MOTION TO APPOINT RECEIVER AND TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHAITMAN TO RETURN FUNDS. | 4.90 |
| 209 | 10/19/2012 | DB1 | REVIEW PARTNERSHIP AGREEMENT AND DISCUSS ISSUES RELATED THERETO WITH S. WEBER. | 0.60 |
| 210 | 10/19/2012 | SDW | CONTINUE PREPARING MOTION TO APPOINT RECEIVER AND TO RECOGNIZE PROPRIETY OF ELECTION OF MARGARET J. SMITH AND COMPEL CHAITMAN TO RETURN FUNDS. | 6.00 |
| 211 | 10/21/2012 | DB1 | BEGIN REVIEWING AND COMMENTING UPON MOTION FOR RECEIVER AND DISTRIBUTIONS. | 3.00 |
| 212 | 10/21/2012 | SDW | REVIEW COMMENTS FROM D. BLACK REGARDING | 0.30 |

| | | | MOTION TO APPOINT RECEIVER AND RECOGNIZE PROPRIETY OF VOTE. | |
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| 213 | 10/22/2012 | SDW | DISCUSSION WITH ETAN MARK REGARDING COMMENTS TO MOTION TO APPOINT RECEIVER; REVIEW COMMENTS FROM DAVE BLACK ON MOTION TO APPOINT RECEIVER; EDIT AND REVISE MOTION TO APPOINT RECEIVER. | 1.80 |
| 214 | 10/24/2012 | SDW | CONTINUE REVISING MOTION TO APPOINT RECEIVER. | 0.40 |
| 215 | 10/29/2012 | LKS | REVIEW AND REVISE MOTION TO SUBSTITUTE PARTIES. | 0.50 |
| 216 | 10/29/2012 | SDW | CONTINUE PREPARING MOTION TO APPOINT RECEIVER OR IN ALTERNATIVE RECOGNIZE PROPRIETY OF VOTE; DISCUSSION WITH LEONARD SAMUELS AND ETAN MARK REGARDING THE SAME; REVISE MOTION TO SUBSTITUTE PARTIES. | 4.30 |
| 217 | 10/30/2012 | SDW | CONTINUE PREPARING MOTION TO APPOINT A RECEIVER; PREPARE MOTION TO CONSOLIDATE; PREPARE MOTION TO SUBSTITUTE PARTIES. | 3.00 |
| 218 | 11/2/2012 | EM | EDITS TO MOTION TO APPOINT RECEIVER. | 1.50 |
| 219 | 11/2/2012 | SDW | REVIEW AND REVISE MOTION TO APPOINT RECEIVER AND AFFIDAVIT OF MARGARET J SMITH; CORRESPONDENCE TO CLIENT REGARDING MOTIONS TO BE FILED IN THIS ACTION AND TELEPHONE CONFERENCE. | 1.60 |
| 220 | 11/5/2012 | EM | REVIEW OF PLEADINGS REGARDING PROPRIETY OF VOTE; CONFERENCE CALL WITH M. SMITH REGARDING SAME. | 2.50 |
| 221 | 11/5/2012 | LKS | REVIEW 3 MOTIONS, TELEPHONE CONFERENCE WITH MAGGIE. | 0.80 |
| 222 | 11/5/2012 | SDW | PREPARE MOTION TO DETERMINE PROPRIETY OF VOTE; DISCUSSION WITH CLIENT REGARDING STRATEGY; DISCUSSION WITH ETAN MARK AND LENNY SAMUELS REGARDING THE SAME. | 3.00 |
| 223 | 11/6/2012 | EM | REVIEW OF FILINGS. | 0.40 |
| 224 | 11/6/2012 | EM | EXTENSIVE CORRESPONDENCE REGARDING CASE STRATEGY. | 1.90 |
| 225 | 11/6/2012 | PSS | INTEROFFICE CONFERENCE WITH L. SAMUELS AND E. MARK REGARDING STATUS AND MEMO TO/FROM M. SMITH REGARDING STATUS. | 0.30 |
| 226 | 11/6/2012 | SDW | PREPARE MOTION TO APPOINT RECEIVER AND DETERMINE PROPRIETY OF VOTE; DISCUSSION WITH MR. SAMUELS AND MR. MARK REGARDING STRATEGY. | 0.70 |

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| 227 | 11/8/2012 | EM | EXTENSIVE COMMUNICATIONS REGARDING CASE STRATEGY. | 1.20 |
| 228 | 11/8/2012 | LKS | TELEPHONE CONFERENCE WITH BRETT AND ETAN. | 0.50 |
| 229 | 11/8/2012 | PSS | INTEROFFICE CONFERENCE WITH E. MARK REGARDING STATUS (.3); CONFERENCE WITH M. SMITH AND CAROL FOX REGARDING STATUS AND STRATEGY (.3). | 0.60 |
| 230 | 11/9/2012 | EM | REVIEW OF CORRESPONDENCE FROM M. SMITH. | 0.30 |
| 231 | 11/9/2012 | PSS | INTEROFFICE CONFERENCE WITH E. MARK AND L. SAMUELS REGARDING STATUS AND STRATEGY. | 0.60 |
| 232 | 11/12/2012 | EM | EDITS TO MOTION TO APPOINT RECEIVER. | 1.30 |
| 233 | 11/12/2012 | SDW | CONTINUE PREPARING MOTION TO APPOINT A RECEIVER. | 0.40 |
| 234 | 11/13/2012 | SDW | CONTINUE PREPARING MOTION TO APPOINT RECEIVER; DISCUSSION REGARDING HEARING DATE WITH COURT. | 1.00 |
| 235 | 11/15/2012 | EM | CORRESPONDENCE REGARDING UPCOMING HEARING; EDITS TO PROPOSED ORDER. | 0.90 |
| 236 | 11/15/2012 | SDW | DISCUSSION WITH COURT REGARDING HEARING DATE; REVIEW AND REVISE NOTICE OF HEARING; DISCUSSION WITH ETAN MARK REGARDING THE SAME. | 1.00 |
| 237 | 11/16/2012 | SDW | DISCUSSION REGARDING RESPONSE TO CHAITMAN LETTER REQUESTING EXTENSION; PREPARE LETTER OBJECTING TO CHAITMAN REQUEST FOR EXTENSION. | 1.50 |
| 238 | 11/17/2012 | SDW | RESEARCH REGARDING APPOINTMENT OF RECEIVER TO PREPARE FOR HEARING ON MOTION FOR APPOINTMENT OF RECEIVER. | 1.60 |
| 239 | 11/18/2012 | EM | PREPARE FOR ORAL ARGUMENT ON MOTION TO APPOINT RECEIVER. | 4.80 |
| 240 | 11/18/2012 | SDW | DISCUSSION WITH ETAN MARK REGARDING RESEARCH ON APPOINTMENT OF RECEIVER; PREPARE NOTICE OF FILING SUPPLEMENTAL AUTHORITY TO MOTION TO APPOINT RECEIVER; CONTINUE RESEARCH REGARDING MOTION TO APPOINT RECEIVER; PREPARE FOR HEARING REGARDING SAME. | 1.10 |
| 241 | 11/19/2012 | EM | PREPARE FOR HEARING ON MOTION TO APPOINT RECEIVER. | 1.20 |
| 242 | 11/19/2012 | SDW | PREPARE FOR HEARING ON MOTION TO APPOINT RECEIVER. | 0.20 |
| 243 | 11/20/2012 | EM | PREPARE FOR HEARING ON MOTION TO APPOINT RECEIVER; DISCUSSION WITH M. SMITH REGARDING | 3.30 |

| | | | SAME. | |
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| 244 | 11/20/2012 | LKS | REVIEW MOTION FILED BY BECKER AND POLIAKOFF, REVIEW CHAIPMAN AFFADAVIT. | 0.80 |
| 245 | 11/20/2012 | PSS | INTEROFFICE CONFERENCE WITH E. MARK REGARDING STATUS AND STRATEGY REGARDING RECEIVERSHIP HEARING AND PLEADINGS FILED BY BECKER & POLIAKOFF (.2); TEAM CALL REGARDING STRATEGY FOR RECEIVERSHIP HEARING (.4). | 0.60 |
| 246 | 11/20/2012 | SDW | REVIEW PAPERS RECEIVED FROM HELEN CHAITMAN IN ADVANCE OF HEARING; RESEARCH CASE LAW ON POSTING OF BOND TO APPOINT A RECEIVER; DISCUSSION WITH LENNY SAMUELS, ETAN MARK, PAUL SINGERMAN, AND MITCHELL BERGER TO PREPARE FOR HEARING. | 1.60 |
| 247 | 11/21/2012 | SDW | DISCUSSION REGARDING OBTAINING COURT HEARING; REVIEW EMAILS FROM COURT AND OPPOSING COUNSEL REGARDING SAME. | 0.40 |
| 248 | 11/27/2012 | EM | TRAVEL TO FORT LAUDERDALE AND ATTEND MEETING REGARDING CASE STRATEGY; DISCUSSIONS REGARDING SAME. | 3.50 |
| 249 | 11/27/2012 | LKS | CONFERENCE WITH STREITFELDS OFFICE. | 0.50 |
| 250 | 11/27/2012 | LKS | PREPARE FOR AND ATTEND CLIENT MEETING. | 3.00 |
| 251 | 11/27/2012 | SDW | MEETING WITH CLIENT REGARDING CASE STRATEGY AND NEXT STEPS. | 2.40 |
| 252 | 11/28/2012 | EM | CORRESPONDENCE WITH POTENTIAL DEFENDANTS REGARDING TOLLING AGREEMENTS. | 0.60 |
| 253 | 11/28/2012 | SDW | RESEARCH ABILITY OF PARTNERSHIP TO SUE IN OWN NAME; PREPARE TOLLING AGREEMENT FOR CONGREGATION OF HOLY GHOST. | 0.50 |
| 254 | 11/29/2012 | EM | CALL REGARDING CASE STRATEGY; ANALYSIS OF CLAIMS REGARDING SAME. | 1.60 |
| 255 | 11/29/2012 | PSS | INTEROFFICE CONFERENCE WITH E. MARK AND L. SAMUELS REGARDING LITIGATION STRATEGY. | 0.40 |
| 256 | 11/29/2012 | SDW | RESEARCH ABILITY OF PARTNERSHIP TO SUE IN OWN NAME; DISCUSSION WITH ETAN MARK AND ANTHONY CARRIUOLO REGARDING CASE STRATEGY; DISCUSSION WITH ETAN MARK, PAUL SINGERMAN, LENNY SAMUELS, AND ANTHONY CARRIUOLO REGARDING CASE STRATEGY AND UPDATES; REVIEW DRAFT COMPLAINT AGAINST NETWINNERS; RESEARCH TOLLING OF STATUTE OF LIMITATIONS. | 5.60 |
| 257 | 11/30/2012 | EM | DRAFT COMPLAINT AND DISCUSSIONS REGARDING SAME; CORRESPONDENCE WITH POTENTIAL | 1.70 |

DEFENDANTS REGARDING CLAIMS.

258 11/30/2012 SDW RESEARCH REGARDING TOLLING STATUTE OF 2.00
LIMITATIONS; RESEARCH REGARDING STATUTE OF
LIMITATIONS FOR FRAUDULENT TRANSFER CLAIM;
RESEARCH REGARDING PARTNERSHIP AS
PLAINTIFF; DISCUSSION WITH CLIENT REGARDING
POSSIBLE DEFENDANTS.

SUB-TOTAL FEES: 231.50

69,226.00

RATE SUMMARY

| | | | |
|--------------------|--------------|-----------|-----------|
| DAVID BLACK | 44.80 HOURS | 295.00/HR | 13,216.00 |
| MORRIS BROWN | 7.40 HOURS | 300.00/HR | 2,220.00 |
| AMOS ELBERG | 10.50 HOURS | 300.00/HR | 3,150.00 |
| MELANIE HINES | 0.50 HOURS | 300.00/HR | 150.00 |
| ETAN MARK | 36.00 HOURS | 300.00/HR | 10,800.00 |
| LEONARD K. SAMUELS | 26.10 HOURS | 300.00/HR | 7,830.00 |
| PAUL SINGERMAN | 4.80 HOURS | 300.00/HR | 1,440.00 |
| STEVEN D. WEBER | 101.40 HOURS | 300.00/HR | 30,420.00 |
| TOTAL | | | 231.50 |

EXPENSES

| | | |
|---------------|---|----------|
| 259 | POSTAGE | 953.15 |
| 260 | FACSIMILE | 4.00 |
| 261 | REPRODUCTION | 8,128.80 |
| 262 | LONG DISTANCE TELEPHONE | 13.00 |
| 263 8/17/2012 | PARKING. | 12.00 |
| 264 8/17/2012 | PARKING. | 14.00 |
| 265 8/17/2012 | PARKING. | 14.00 |
| 266 8/22/2012 | CONFERENCE CALL. | 1.85 |
| 267 8/22/2012 | CONFERENCE CALL. | 22.69 |
| 268 8/23/2012 | CONFERENCE CALL. | 12.89 |
| 269 8/28/2012 | CONFERENCE CALL. | 8.66 |
| 270 8/31/2012 | LABOR CHARGES FROM SERVICES ON SITE FOR.75 OVERTIME HOURS. | 18.75 |
| 271 9/4/2012 | CONFERENCE CALL. | 2.65 |
| 272 9/7/2012 | CONFERENCE CALL. | 7.76 |

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| 273 | 9/7/2012 | WESTLAW RESEARCH. | 3.78 |
| 274 | 9/9/2012 | CONFERENCE CALL. | 3.58 |
| 275 | 9/10/2012 | WESTLAW RESEARCH. | 32.74 |
| 276 | 9/11/2012 | WESTLAW RESEARCH. | 3.56 |
| 277 | 9/11/2012 | WESTLAW RESEARCH. | 24.10 |
| 278 | 9/12/2012 | CONFERENCE CALL. | 4.38 |
| 279 | 9/12/2012 | COURIER SERVICES. | 167.65 |
| 280 | 9/12/2012 | CONFERENCE CALL. | 5.23 |
| 281 | 9/12/2012 | COURIER SERVICES. | 168.25 |
| 282 | 9/12/2012 | WESTLAW RESEARCH. | 49.30 |
| 283 | 9/13/2012 | 17371-0001 ORIGINAL & 1 CERTIFIED COPY OF TRANSCRIPT, COURT REPORTER ATTENDANCE FEE, WORD INDEX & CONDENSED TRANSCRIPT. | 405.85 |
| 284 | 9/13/2012 | 9/13 17371-0001 PARKING COURTHOUSE FOR S. WEBER. | 15.00 |
| 285 | 9/13/2012 | COURIER SERVICES. | 166.25 |
| 286 | 9/14/2012 | COURIER SERVICES. | 77.75 |
| 287 | 9/21/2012 | FEDERAL EXPRESS CHARGES. | 8.95 |
| 288 | 9/21/2012 | 17371-0001 NEW CASE FILING. | 401.00 |
| 289 | 9/30/2012 | LABOR CHARGES FROM SERVICES ON SITE FOR 8.5 OVERTIME HOURS. | 212.50 |
| 290 | 10/22/2012 | 17371-0001 FILING OF COMPLAINT FOR PURE BILL DISCOVERY & SUMMONS ISSUES. | -441.00 |
| 291 | 11/19/2012 | MILEAGE TO COURT HOUSE. | 2.14 |
| SUB-TOTAL EXPENSES: | | | 10,525.21 |

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|-----------------------------|------------------|
| PRIOR BALANCE | 0.00 |
| LESS PAYMENTS: | 0.00 |
| PRIOR BALANCE DUE | <u>0.00</u> |
| PLUS TOTAL CURRENT BILLING: | 79,751.21 |
| TOTAL NOW DUE: | <u>79,751.21</u> |

| PRIOR BALANCE - LIST OF UNPAID INVOICE(S) | | | | | |
|---|-----------------|-------|----------------------|------------------------|-------------|
| INVOICE NUMBER | INVOICE DATE | TOTAL | LAST PAYMENT DATE | LAST PAYMENT AMOUNT | BALANCE |
| PREVIOUS BALANCE: | | | | | <u>0.00</u> |

PAYMENT DUE UPON RECEIPT. PLEASE NOTE MATTER ID ON CHECK.

BERGER SINGERMAN LLP
ATTORNEYS AT LAW
350 E. LAS OLAS BLVD SUITE 1000
FT LAUDERDALE FL 33301
(954) 525-9900 FAX: (954) 523-2872
FID # 45-3121429

P&S ASSOCIATES & S&P ASSOCIATES
C/O MARGARET J. SMITH
GLASSRATNER ADVISORY & CAPITAL GROUP, LLC
799 BRICKELL PLAZA, STE 701
MIAMI, FL 33131

INVOICE DATE: 1/3/2013
INVOICE NO. 120325

REPRESENTATION OF PARTNERSHIPS AND INVESTIGATION OF CLAIMS

MATTER ID: 17371-0002

| PROFESSIONAL FEES RENDERED THROUGH: 12/31/2012 | | | | HOURS |
|--|-----------|-----|---|-------|
| 292 | 12/1/2012 | EM | DRAFT COMPLAINT. | 2.00 |
| 293 | 12/3/2012 | EM | CORRESPONDENCE REGARDING UPCOMING RECEIVERSHIP HEARING; STRATEGY DISCUSSIONS REGARDING SAME. | 1.60 |
| 294 | 12/3/2012 | SP2 | RUN ACCURINT SEARCHES TO LOCATE ADDRESSES FOR DEFENDANTS. | 2.50 |
| 295 | 12/3/2012 | SDW | PREPARE LETTER TO CLIENT REGARDING STRATEGY; CONTINUE PREPARING COMPLAINT AGAINST NETWINNERS; RESEARCH POTENTIAL CAUSES OF ACTION AGAINST NET WINNERS; DISCUSSION WITH ETAN MARK REGARDING CASE STRATEGY; DISCUSSION WITH COURT REGARDING SCHEDULING HEARING ON MOTION TO APPOINT RECEIVER; DISCUSSION WITH COUNSEL FOR PARTIES REGARDING SCHEDULING HEARING ON MOTION TO APPOINT RECEIVER. | 7.50 |
| 296 | 12/4/2012 | EM | CONFERENCE CALL REGARDING STRATEGY; EDITS TO COMPLAINT. | 1.50 |
| 297 | 12/4/2012 | LKS | REVIEW STATUTE OF LIMITATIONS ISSUES. | 0.50 |
| 298 | 12/4/2012 | SDW | RESEARCH REGARDING STATUTE OF LIMITATIONS; RESEARCH REGARDING FRAUDULENT TRANSFER CAUSE OF ACTION; DISCUSSION WITH ETAN MARK AND LENNY SAMUELS REGARDING CASE STRATEGY; DISCUSSION WITH CAROL FOX REGARDING CASE STRATEGY; CONTINUE DRAFTING COMPLAINT AGAINST NETWINNER DEFENDANTS. | 5.00 |
| 299 | 12/5/2012 | EM | EDITS TO COMPLAINT; CORRESPONDENCE WITH CLIENTS REGARDING SAME. | 1.00 |
| 300 | 12/5/2012 | SP2 | RUN ADDITIONAL ACCURINT SEARCHES FOR ADDRESSES OF DEFENDANTS. | 1.20 |

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| 301 | 12/5/2012 | SDW | CONTINUE DRAFTING COMPLAINT AGAINST NETWINNERS; DISCUSSION WITH CLIENT REGARDING IDENTITIES OF DEFENDANTS; CONTINUE RESEARCHING CAUSES OF ACTION AGAINST NETWINNERS. | 5.50 |
| 302 | 12/6/2012 | SDW | DRAFT LETTER TO CLIENTS REGARDING CLAIMS AND LAWSUITS ASSERTED; REVIEW EDITS TO LETTER BY ANTHONY CARRIUOLO; DISCUSSION WITH ETAN MARK AND LENNY SAMUELS REGARDING LETTER; CONTINUE DRAFTING COMPLAINT AGAINST NETWINNERS; REVIEW AND EDIT COMPLAINT AGAINST INDIVIDUAL DEFENDANTS. | 6.20 |
| 303 | 12/7/2012 | EM | EDITS TO COMPLAINTS; CORRESPONDENCE REGARDING SAME. | 1.20 |
| 304 | 12/7/2012 | SDW | CONTINUE REVIEWING DRAFT COMPLAINTS. | 0.30 |
| 305 | 12/9/2012 | EM | EDITS TO COMPLAINT. | 0.40 |
| 306 | 12/10/2012 | EM | EDITS TO COMPLAINTS AND CONFERENCE CALLS REGARDING SAME. | 1.80 |
| 307 | 12/10/2012 | SP2 | LOCATE ADDITIONAL ADDRESSES; PREPARATION OF CIVIL COVER SHEETS AND SUMMONS. | 1.80 |
| 308 | 12/10/2012 | LKS | REVIEW AND REVISE 2 COMPLAINTS, TELEPHONE CONFERENCE WITH CLIENT, REVIEW FURTHER REVISIONS, TELEPHONE CONFERENCE WITH CLIENT, EXCHANGE AND REVIEW MULTIPLE EMAILS REGARDING COMPLAINTS. | 3.50 |
| 309 | 12/10/2012 | SDW | CONTINUE PREPARING COMPLAINTS AGAINST DEFENDANT NETWINNERS AND THE INDIVIDUAL DEFENDANTS; DISCUSSION WITH CLIENTS REGARDING EDITS TO COMPLAINTS; DISCUSSION WITH LENNY SAMUELS AND ETAN MARK REGARDING EDITS TO COMPLAINTS; RESEARCH REGARDING UNJUST ENRICHMENT CLAIM; REVISE COMPLAINTS TO REFLECT COMMENTS FROM CLIENTS. | 5.40 |
| 310 | 12/11/2012 | SDW | REVIEW EMAIL FROM CLIENT REGARDING FILED COMPLAINTS. | 0.20 |
| 311 | 12/12/2012 | SDW | DISCUSSION WITH LENNY SAMUELS AND ETAN MARK REGARDING CASE STRATEGY. | 0.10 |
| 312 | 12/14/2012 | EM | DISCUSSIONS REGARDING RECEIVERSHIP HEARING. | 2.40 |
| 313 | 12/14/2012 | SHP | REVIEW COMPLAINT AND EXHIBITS FOR FAMILIARITY WITH MATTER AND IN PREPARATION OF HEARING ON PLAINTIFFS RECEIVERSHIP MOTION. | 1.10 |
| 314 | 12/14/2012 | SHP | INTERNAL MEETING WITH L SAMUELS REGARDING HEARING PLAINTIFFS RECEIVERSHIP MOTION AND PREPARATION FOR SAME. | 0.30 |

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| 315 | 12/14/2012 | LKS | REVIEW ISSUES REGARDING UPCOMING VOTE, CLIENT CONFERENCE CALL, REVIEW MEDADATA, REVIEW VARIOUS PROXIES. | 2.40 |
| 316 | 12/16/2012 | SDW | RESEARCH REGARDING CIVIL AND CRIMINAL CONTEMPT; PREPARE MOTION TO HOLD MICHAEL D. SULLIVAN IN CIVIL CONTEMPT AND CRIMINAL CONTEMPT; PREPARE AFFIDAVIT TO ACCOMPANY MOTION; EMAIL TO LENNY SAMUEL AND ETAN MARK REGARDING THE SAME. | 4.00 |
| 317 | 12/17/2012 | DB1 | PREPARE FOR COURT HEARING THE FOLLOWING DAY BY ANALYZING PARTNERSHIP RECORDS AND MEETING PROCESSES; DISCUSS ISSUES RELATED TO VOTE WITH L. SAMUELS. | 3.30 |
| 318 | 12/17/2012 | EM | TRAVEL TO AND ATTEND S&P PARTNERSHIP MEETING. | 2.00 |
| 319 | 12/17/2012 | EM | ASSIST REGARDING PREPARATION FOR RECEIVERSHIP HEARING. | 1.90 |
| 320 | 12/17/2012 | SHP | REVIEW OF PLAINTIFFS RECEIVERSHIP MOTION. PREPARATION FOR EVIDENTIARY HEARING REGARDING PLAINTIFF'S MOTION TO APPOINT RECEIVER. RESEARCH REGARDING JACOB AND FRESH START'S CORPORATE STATUS. PREPARE NOTICE OF FILING AFFIDAVIT OF S MARINARO. ASSEMBLE AND ARRANGED RECEIVERSHIP MOTION AND RESPONSIVE PLEADINGS. REVIEW CORRESPONDENCE FROM A ZIFFER. PREPARE RESPONSIVE CORRESPONDENCE. . | 7.00 |
| 321 | 12/17/2012 | SHP | INTERNAL MEETING WITH L SAMUELS AND S WEBER REGARDING PREPARATION FOR HEARING ON PLAINTIFFS RECEIVERSHIP MOTION. | 0.80 |
| 322 | 12/17/2012 | LKS | PREPARE FOR HEARING ON RECEIVERSHIP MOTION, REVIEW ISSUES SURROUNDING VOTE, SEVERAL TELEPHONE CONFERENCE WITH WITH NY INVESTOR, REVIEW AFFIDAVIT, REVIEW AND REVISE CONTEMPT MOTION. | 4.00 |
| 323 | 12/17/2012 | SDW | PREPARE FOR HEARING ON MOTION TO APPOINT A RECEIVER; PREPARE AFFIDAVIT OF STEVE MARINARO; PREPARE NOTICE OF FILING OF SAME. | 3.50 |
| 324 | 12/18/2012 | DB1 | ATTEND HEARING. | 3.20 |
| 325 | 12/18/2012 | EM | DISCUSSIONS AND ASSISTANCE REGARDING RECEIVERSHIP HEARING. | 0.70 |
| 326 | 12/18/2012 | SHP | TELEPHONE CONFERENCE WITH PROCESS SERVER REGARDING SERVICE OF SUBPOENA DIRECTED TO M SULLIVAN. PREPARE CORRESPONDENCE TO COUNSEL OF RECORD REGARDING AFFIDAVIT OF S MARINARO. . | 0.20 |

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|-----|------------|-----|---|------|
| 327 | 12/18/2012 | SHP | PREPARE FOR EVIDENTIARY HEARING REGARDING PLAINTIFFS MOTION TO APPOINT RECEIVER. ASSEMBLE AND ARRANGE VARIOUS DOCUMENTS WHICH INCLUDE S&P AND P&S CONTACT SCHEDULES AND EXHIBITS. RESEARCH REGARDING D MENOTTE. . | 3.40 |
| 328 | 12/18/2012 | LKS | PREPARE FOR AND ATTEND HEARING ON RECEIVERSHIP, CONFERENCE WITH SMITH TO PREPARE FOR HEARING, REVIEW SMITH DOCUMENTS, CONFERENCE WITH CLIENTS POST HEARING, TELEPHONE CONFERENCE WITH NY INVESTOR, REVIEW SEVERAL EMAILS FROM CLIENT. | 4.80 |
| 329 | 12/18/2012 | PSS | INTEROFFICE CONFERENCE WITH L. SAMUELS REGARDING OUTCOME OF STATE COURT HEARING AND STATUS AND STRATEGY. | 0.30 |
| 330 | 12/18/2012 | SDW | HEARING ON MOTION TO APPOINT RECEIVER; DRAFT PROPOSED ORDER REGARDING MAINTAINING CURRENT STATE OF AFFAIRS OF PARTNERSHIPS. | 5.90 |
| 331 | 12/19/2012 | DB1 | REVIEW JACOB'S VOTE AND DISCUSS ISSUES RELATED THERETO WITH L. SAMUELS; DISCUSS WITH M. SMITH AND L. SAMUELS STRATEGY RELATED TO RECEIVERSHIPS. | 4.10 |
| 332 | 12/19/2012 | SHP | PREPARE CORRESPONDENCE TO JUDGE STREITFELD AND COUNSEL REGARDING DOCUMENTS FILED IN SUPPORT OF PLAINTIFFS' CONTEMPT MOTION. PREPARE CORRESPONDENCE TO JUDGE STREITFELD REGARDING ORDER ON RECEIVERSHIP MOTION. . | 0.40 |
| 333 | 12/19/2012 | LKS | REVIEW S AND P VOTE ISSUES. | 1.00 |
| 334 | 12/19/2012 | SDW | MEETING WITH LENNY SAMUELS AND DAVID BLACK REGARDING CASE STRATEGY; CALL WITH CAROL FOX AND MAGGIE SMITH REGARDING THE SAME; DRAFT LETTER TO REYNOLDS REQUESTING SPJ PARTNERSHIP AGREEMENT; DRAFT CORRESPONDENCE TO COURT WITH PROPOSED ORDER MAINTAINING STATUS QUO; RESEARCH REGARDING CONSERVATORSHIP; RESEARCH SPJ ON SUNBIZ. | 6.00 |
| 335 | 12/20/2012 | SHP | PREPARE CORRESPONDENCE TO OPPOSING COUNSEL REGARDING PROPOSED ORDER PLAINTIFFS MOTION TO APPOINT RECEIVER. CORPORATE RESEARCH REGARDING SPJ INVESTMENTS AND GUARDIAN ANGEL. | 0.50 |
| 336 | 12/20/2012 | SHP | DOCUMENT REVIEW AND ANALYSIS REGARDING MOTION FOR CLERK'S DEFAULT. PREPARE MOTION FOR CLERK'S DEFAULT. | 1.00 |

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|-----------------|------------|-----|--|------------------|
| 337 | 12/20/2012 | PSS | INTEROFFICE CONFERENCE WITH L. SAMUELS AND S. WEBBER REGARDING APPOINTMENT OF RECEIVER/FIDUCIARY AND STRATEGY. | 0.40 |
| 338 | 12/20/2012 | SDW | RESEARCH REGARDING CONSERVATORSHIP; TELEPHONE CALL WITH LENNY SAMUELS AND COUNSEL FOR DEFENDANTS; DISCUSSION REGARDING CASE STRATEGY WITH LENNY SAMUELS; PREPARE MOTION TO TRANSFER NET WINNER COMPLAINT AND OTHER COMPLAINT TO COMPLEX LITIGATION DIVISION. | 3.30 |
| 339 | 12/21/2012 | PSS | MEMOS FROM/TO L. SAMUELS AND TELEPHONE CONFERENCE WITH L. SAMUELS REGARDING PRE-HEARING STRATEGY (.8); MEMOS TO/FROM P VON KAHLE REGARDING NEW ASSIGNMENT AND STATUS (.1). | 0.40 |
| 340 | 12/21/2012 | SDW | CONTINUED HEARING ON PLAINTIFFS' MOTION TO APPOINT RECEIVER; PREPARE ORDER APPOINTING RECEIVER; REVIEW AND REVISE MOTIONS TRANSFERRING ACTIONS TO COMPLEX LITIGATION DIVISION. | 3.90 |
| 341 | 12/26/2012 | PSS | MEMOS FROM/TO P VON KAHLE REGARDING STATUS AND MEETING REGARDING WORK PLAN AND MEMOS TO/FROM L. SAMUELS AND E. MARK . | 0.30 |
| 342 | 12/26/2012 | SDW | CONTINUE PREPARING ORDER APPOINTING RECEIVER. | 0.30 |
| 343 | 12/27/2012 | EM | MEETING WITH POTENTIAL CONSERVATOR; TRAVEL TO FORT LAUDERDALE FOR SAME; CORRESPONDENCE IN FOLLOW-UP TO MEETING. | 3.20 |
| 344 | 12/27/2012 | PSS | P&S/S&P: MEETING L SAMUELS AND E. MARK W/ CONSERVATOR P. VON KAHLE RE BACKGROUND AND STATUS (1.6). | 1.60 |
| 345 | 12/28/2012 | EM | EDITS TO CONSERVATORSHIP ORDER. | 1.70 |
| SUB-TOTAL FEES: | | | | 128.50 |
| | | | | <u>34,457.00</u> |

RATE SUMMARY

| | | | |
|--------------------|-------------|-----------|-----------|
| DAVID BLACK | 10.60 HOURS | 295.00/HR | 3,127.00 |
| ETAN MARK | 21.40 HOURS | 300.00/HR | 6,420.00 |
| SHENIQUE PATTON | 14.70 HOURS | 100.00/HR | 1,470.00 |
| SUZAN PRINCE | 5.50 HOURS | 100.00/HR | 550.00 |
| LEONARD K. SAMUELS | 16.20 HOURS | 300.00/HR | 4,860.00 |
| PAUL SINGERMAN | 3.00 HOURS | 300.00/HR | 900.00 |
| STEVEN D. WEBER | 57.10 HOURS | 300.00/HR | 17,130.00 |

TOTAL 128.50

EXPENSES

| | | |
|-----|---|----------|
| 346 | POSTAGE | 173.70 |
| 347 | REPRODUCTION | 2,592.00 |
| 348 | LONG DISTANCE TELEPHONE | 9.00 |
| 349 | FACSIMILE | 1.00 |
| 350 | 10/4/2012 WESTLAW RESEARCH. | 90.78 |
| 351 | 10/5/2012 WESTLAW RESEARCH. | 13.17 |
| 352 | 10/9/2012 WESTLAW RESEARCH. | 66.67 |
| 353 | 10/11/2012 WESTLAW RESEARCH. | 29.83 |
| 354 | 10/15/2012 WESTLAW RESEARCH. | 20.53 |
| 355 | 10/17/2012 PARKING. | 16.00 |
| 356 | 10/17/2012 PARKING. | 16.00 |
| 357 | 10/18/2012 WESTLAW RESEARCH. | 95.99 |
| 358 | 10/18/2012 CONFERENCE CALL. | 8.22 |
| 359 | 10/19/2012 WESTLAW RESEARCH. | 20.59 |
| 360 | 10/25/2012 WESTLAW RESEARCH. | 28.93 |
| 361 | 10/26/2012 WESTLAW RESEARCH. | 104.35 |
| 362 | 11/17/2012 WESTLAW RESEARCH. | 63.65 |
| 363 | 11/18/2012 WESTLAW RESEARCH. | 44.04 |
| 364 | 11/18/2012 WESTLAW RESEARCH. | 85.29 |
| 365 | 11/19/2012 WESTLAW RESEARCH. | 7.71 |
| 366 | 11/19/2012 WESTLAW RESEARCH. | 42.68 |
| 367 | 11/28/2012 WESTLAW RESEARCH. | 11.64 |
| 368 | 11/29/2012 WESTLAW RESEARCH. | 79.06 |
| 369 | 11/30/2012 WESTLAW RESEARCH. | 58.54 |
| 370 | 12/10/2012 12/10 17371-0002 FILING FEE - CLERK OF COURTS. | 17.50 |
| 371 | 12/14/2012 12/14 17371-0003 ISSUE SUMMONS - CLERK OF COURTS. | 10.00 |
| 372 | 12/20/2012 17371-0002- COURT REPORTER/TRANSCRIPT- HEARING BEFORE JUDGE STREITFELD, 12/18. | 432.00 |
| 373 | 12/20/2012 17371-0002- SUBPOENA SERVED ON MICHAEL D. SULLIVAN. | 60.00 |

SUB-TOTAL EXPENSES: 4,198.87

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|-----------------------------|-------------------|
| PRIOR BALANCE | 79,751.21 |
| LESS PAYMENTS: | 0.00 |
| PRIOR BALANCE DUE | <u>79,751.21</u> |
| PLUS TOTAL CURRENT BILLING: | 38,655.87 |
| TOTAL NOW DUE: | <u>118,407.08</u> |

PRIOR BALANCE - LIST OF UNPAID INVOICE(S)

| INVOICE NUMBER | INVOICE DATE | TOTAL | LAST PAYMENT DATE | LAST PAYMENT AMOUNT | BALANCE |
|-------------------|-----------------|-----------|----------------------|------------------------|------------------|
| 119646 | 12/7/2012 | 79,751.21 | NONE | 0.00 | 79,751.21 |
| | | | | PREVIOUS BALANCE: | <u>79,751.21</u> |

PAYMENT DUE UPON RECEIPT. PLEASE NOTE MATTER ID ON CHECK.

BERGER SINGERMAN LLP
ATTORNEYS AT LAW
350 E. LAS OLAS BLVD SUITE 1000
FT LAUDERDALE FL 33301
(954) 525-9900 FAX: (954) 523-2872
FID # 45-3121429

P&S ASSOCIATES & S&P ASSOCIATES
C/O MARGARET J. SMITH
GLASSRATNER ADVISORY & CAPITAL GROUP, LLC
799 BRICKELL PLAZA, STE 701
MIAMI, FL 33131

INVOICE DATE: 2/6/2013
INVOICE NO. 121441

REPRESENTATION OF PARTNERSHIPS AND INVESTIGATION OF CLAIMS

MATTER ID: 17371-0002

PROFESSIONAL FEES RENDERED THROUGH: 1/31/2013

HOURS

| | | | | |
|-----|----------|-----|--|------|
| 374 | 1/2/2013 | SHP | ATTENTION TO FILE REGARDING VENUE TRANSFER. CROSS REFERENCE PALM BEACH AND BROWARD DOCKETS IN PREPARATION OF MOTION TO TRANSFER TO COMPLEX DIVISION BROWARD. REVIEW COMPLAINT IN PREPARATION OF MOTION FOR DIVISION TRANSFER. . | 2.10 |
| 375 | 1/2/2013 | SHP | REVIEW HEARING TRANSCRIPT OF HEARING REGARDING MOTION TO APPOINT RECEIVER. . | 0.90 |
| 376 | 1/2/2013 | LKS | REVIEW TRANSCRIPT OF HEARING, REVIEW REVISIONS TO PROPOSED CONSERVATORSHIP ORDER, PREPARE EMAIL TO ALOL COUNSEL, EXCHANGE EMAILS WITH REYNOLDS. | 1.00 |
| 377 | 1/3/2013 | SHP | REVIEW HEARING TRANSCRIPT OF SECOND HEARING REGARDING MOTION TO APPOINT RECEIVER AND COURT'S RULING. | 0.60 |
| 378 | 1/3/2013 | SHP | REVIEW VENUE TRANSFER MOTION AND AFFIDAVIT REGARDING MOTION TO TRANSFER TO COMPLEX DIVISION. PREPARE MOTION TO TRANSFER TO THE COMPLEX DIVISION. PREPARE CORRESPONDENCE TO S WEBER REGARDING DIVISION TRANSFER MOTION. PREPARE CORRESPONDENCE TO E MARK REGARDING PROCESS. REVIEW JUDGE OCONNOR'S SCHEDULE REGARDING DIVISION TRANSFER MOTION. . | 2.60 |
| 379 | 1/4/2013 | SHP | REVIEW MULTIPLE HEARING TRANSCRIPTS REGARDING RECEIVER MOTION AND COURT'S APPOINTMENT OF CONSERVATOR. | 0.90 |
| 380 | 1/8/2013 | SHP | REVISE PLAINTIFF'S MOTION TO TRANSFER. COMPILE EXHIBITS AND FINALIZE SAME. | 0.30 |
| 381 | 1/8/2013 | SDW | HEARING ON MOTION TO TRANSFER CASE NO 12-034121 TO COMPLEX LITIGATION DIVISION; | 1.80 |

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|-----------------|-----------|-----|--|----------|
| | | | PREPARE MOTION TO TRANSFER PALM BEACH COUNTY CASE TO COMPLEX LITIGATION DIVISION. | |
| 382 | 1/9/2013 | EM | CONFERENCE CALL REGARDING EDITS TO PROPOSED ORDER; CORRESPONDENCE REGARDING SAME; REVIEW AND EDITS TO ORDER. | 1.70 |
| 383 | 1/9/2013 | SDW | HEARING ON MOTION TO TRANSFER ACTION TO COMPLEX LITIGATION DIVISION. | 1.80 |
| 384 | 1/17/2013 | SHP | PREPARE PROPOSED ORDER REGARDING MOTION TO TRANSFER COMPLEX LITIGATION DIVISION. REVIEW CONSERVATOR ORDER. . | 0.20 |
| 385 | 1/22/2013 | SDW | DISCUSSION WITH TOM MASSANA REGARDING MOTION TO TRANSFER WEST PALM CASE TO JUDGE STREITFELD. | 0.10 |
| SUB-TOTAL FEES: | | | | 14.00 |
| | | | | 2,680.00 |

RATE SUMMARY

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|--------------------|------------|-----------|----------|
| ETAN MARK | 1.70 HOURS | 300.00/HR | 510.00 |
| SHENIQUE PATTON | 7.60 HOURS | 100.00/HR | 760.00 |
| LEONARD K. SAMUELS | 1.00 HOURS | 300.00/HR | 300.00 |
| STEVEN D. WEBER | 3.70 HOURS | 300.00/HR | 1,110.00 |
| TOTAL | 14.00 | | |

EXPENSES

| | | |
|-----|------------------------------|--------|
| 386 | POSTAGE | 447.95 |
| 387 | REPRODUCTION | 921.75 |
| 388 | 11/20/2012 CONFERENCE CALL. | 2.92 |
| 389 | 11/29/2012 CONFERENCE CALL. | 8.90 |
| 390 | 12/3/2012 WESTLAW RESEARCH. | 87.47 |
| 391 | 12/4/2012 WESTLAW RESEARCH. | 155.85 |
| 392 | 12/5/2012 WESTLAW RESEARCH. | 15.62 |
| 393 | 12/6/2012 WESTLAW RESEARCH. | 21.44 |
| 394 | 12/10/2012 CONFERENCE CALL. | 6.32 |
| 395 | 12/10/2012 WESTLAW RESEARCH. | 60.44 |
| 396 | 12/10/2012 CONFERENCE CALL. | 23.84 |
| 397 | 12/14/2012 WESTLAW RESEARCH. | 36.37 |
| 398 | 12/18/2012 PARKING. | 14.00 |
| 399 | 12/18/2012 PARKING. | 14.00 |

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| 400 | 12/18/2012 | PARKING. | 14.00 |
| 401 | 12/19/2012 | WESTLAW RESEARCH. | 36.39 |
| 402 | 12/30/2012 | 17371-0002- TRANSCRIPT: HEARING BEFORE JUDGE STREITFEL, 12/18/12. | 819.00 |
| 403 | 12/30/2012 | 17371-0002- TRANSCRIPT - HEARING BEFORE JUDGE STREITFELD, 12/21/12. | 416.80 |
| 404 | 12/31/2012 | PACER / COMPUTER SEARCH OF COURT FILE. | 0.40 |
| 405 | 12/31/2012 | 17371-0002- COURT REPORTER- HERING BEFORE JUDGE STREITFELD, 11/21/2012. | 110.00 |
| 406 | 1/3/2013 | 1/3 17371-0002 COPY FEE. | 100.00 |
| SUB-TOTAL EXPENSES: | | | <u>3,313.46</u> |

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| PRIOR BALANCE | 118,407.08 |
| LESS PAYMENTS: | 0.00 |
| PRIOR BALANCE DUE | <u>118,407.08</u> |
| PLUS TOTAL CURRENT BILLING: | 5,993.46 |
| TOTAL NOW DUE: | <u>124,400.54</u> |

PRIOR BALANCE - LIST OF UNPAID INVOICE(S)

| INVOICE NUMBER | INVOICE DATE | TOTAL | LAST PAYMENT DATE | LAST PAYMENT AMOUNT | BALANCE |
|-------------------|-----------------|-----------|----------------------|------------------------|-------------------|
| 119646 | 12/7/2012 | 79,751.21 | NONE | 0.00 | 79,751.21 |
| 120325 | 1/3/2013 | 38,655.87 | NONE | 0.00 | 38,655.87 |
| PREVIOUS BALANCE: | | | | | <u>118,407.08</u> |

PAYMENT DUE UPON RECEIPT. PLEASE NOTE MATTER ID ON CHECK.

BERGER SINGERMANN LLP
ATTORNEYS AT LAW
350 E. LAS OLAS BLVD SUITE 1000
FT LAUDERDALE FL 33301
(954) 525-9900 FAX: (954) 523-2872
FID # 45-3121429

P&S ASSOCIATES & S&P ASSOCIATES
C/O MARGARET J. SMITH
GLASSRATNER ADVISORY & CAPITAL GROUP, LLC
799 BRICKELL PLAZA, STE 701
MIAMI, FL 33131

INVOICE DATE: 2/6/2013
INVOICE NO. 121442

PARTNERSHIP DISPUTE

MATTER ID: 17371-0003

PROFESSIONAL FEES RENDERED THROUGH: 1/31/2013

| | | | | HOURS |
|-----|------------|-----|--|-------|
| 407 | 12/10/2012 | SHP | ASSEMBLE EXHIBITS IN PREPARATION OF FILING COMPLAINTS AGAINST J H CHARITABLE TRUST AND M D SULLIVAN DEFENDANTS. FINALIZE COMPLAINTS FOR FILING. ATTENDANCE AT COURT REGARDING FILING OF COMPLAINTS. . | 1.90 |
| 408 | 12/10/2012 | SHP | REVIEW AND ANALYSIS OF DEFENDANT ADDRESS SCHEDULES REGARDING ISSUANCE OF SUMMONS. PREPARE FORTY NINE INDIVIDUAL SUMMONS FOR ISSUANCE UPON ALL DEFENDANTS INDIVIDUALLY NAMED IN BOTH COMPLAINTS. . | 6.30 |
| 409 | 12/19/2012 | SHP | REVIEW COMPLAINT REGARDING COMPLEX BUSINESS DIVISION MOTION. PREPARE COMPLEX BUSINESS DIVISION MOTIONS. | 1.80 |
| 410 | 12/19/2012 | LKS | EXCHANGE EMAILS WITH FOX REGARDING GILBERT. | 0.30 |
| 411 | 12/20/2012 | LKS | TELEPHONE CONFERENCE WITH MAGGIE TELEPHONE CONFERENCE WITH REYNOLDS, REVIEW EMAIL FROM PUGACH, DEVELOP STRATEGY, TELEPHONE CONFERENCE WITH CLIENTS, TELEPHONE CONFERENCE WITH REYNOLDS. | 3.00 |
| 412 | 12/21/2012 | LKS | SEVERAL TELEPHONE CONFERENCES WITH CLIENT AND OPPOSING COUNSEL, , PREPARE FOR AND ATTEND COURT HEARING, . | 3.30 |
| 413 | 12/26/2012 | SHP | TELEPHONE CONFERENCE WITH JUDGE TUTER'S CHAMBERS REGARDING DIVISION TRANSFER. . | 0.20 |
| 414 | 12/27/2012 | LKS | CONFERENCE WITH PAUL SINGERMANN, ETAN MARK AND CONSERVATOR, REVIEW AND REVISE ORDER. | 1.50 |
| 415 | 12/28/2012 | SHP | PREPARE CORRESPONDENCE TO S WEBER REGARDING DIVISION TRANSFER MOTIONS. | 0.20 |
| 416 | 1/3/2013 | LKS | EXCHANGE EMAILS WITH ROSEN. | 0.20 |

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|-----------------|-----------|-----|---|-------|-----------------|
| 417 | 1/7/2013 | LKS | REVIEW AND ANALYZE CHANGES TO ORDER, PREPARE EMAIL TO ALL COUNSEL. | 0.80 | |
| 418 | 1/8/2013 | LKS | EXCHANGE EMAILS REGARDING ORDER. | 0.20 | |
| 419 | 1/9/2013 | LKS | PREPARE FOR AND ATTEND CALL WITH ALL COUNSEL REGARDING PROPOSED CONSERVATORSHIP ORDER, FURTHER REVISIONS TO ORDER. | 1.20 | |
| 420 | 1/10/2013 | LKS | EXCHANGE EMAILS WITH PUGASH REGARDING CONSERVATOR ORDER. | 0.30 | |
| 421 | 1/11/2013 | SHP | CROSS REFERENCE SERVICE LISTS FOR ALL THE P&S AND S&P MATTERS IN PREPARATION OF SERVICE OF SUMMONS ISSUED IN NETWINNER AND BAD BOYS CLAIMS. DETERMINE NEED TO LOCATE CURRENT ADDRESS. . | 1.30 | |
| 422 | 1/14/2013 | SHP | ASSEMBLE AND ARRANGE SUMMONS IN PREPARATION OF PROCESS. SERVICE DOCUMENTS INCLUDE COMPLEX AND DIVISION COVER SHEETS, COMPLAINT AND SUBSEQUENT FILINGS. . | 1.10 | |
| 423 | 1/16/2013 | LKS | PREPARE LETTER TO JUDGE, EXCHANGE EMAILS WITH PUGACH, TELEPHONE CONFERENCE WITH RECEIVER. | 0.50 | |
| 424 | 1/17/2013 | EM | REVIEW OF ORDER APPOINTING CONSERVATOR AND CORRESPONDENCE REGARDING SAME. | 0.30 | |
| 425 | 1/17/2013 | SHP | REVIEW ORDER TRANSFERRING CASE TO COMPLEX DIVISION. REVIEW CASE MANAGEMENT CONFERENCE ORDER. | 0.30 | |
| 426 | 1/18/2013 | LKS | REVIEW LETTER FROM BECKER AND POLIAKOFF TO THE COURT AND PROPOSED REVISED ORDER. | 0.30 | |
| 427 | 1/20/2013 | LKS | PREPARE LETTER TO COURT REGARDING PROPOSED ORDER. | 0.30 | |
| 428 | 1/22/2013 | LKS | PREPARE LETTER TO STREITFELD REGARDING ORDER. | 0.30 | |
| SUB-TOTAL FEES: | | | | 25.60 | <u>5,060.00</u> |

RATE SUMMARY

| | | | |
|--------------------|--------------|-----------|----------|
| ETAN MARK | 0.30 HOURS | 300.00/HR | 90.00 |
| SHENIQUE PATTON | 13.10 HOURS | 100.00/HR | 1,310.00 |
| LEONARD K. SAMUELS | 12.20 HOURS | 300.00/HR | 3,660.00 |
| TOTAL | <u>25.60</u> | | |

EXPENSES

| | | | |
|---------------------|------------|---|-----------------|
| 429 | | REPRODUCTION | 1,144.50 |
| 430 | 12/10/2012 | 17371-0003 FILING FEE, COMPLEX BUSINESS LITIGATION. | 421.00 |
| 431 | 12/10/2012 | 17371-0003 FILING FEE, COMPLEX BUSINESS LITIGATION. | 481.00 |
| 432 | 12/11/2012 | 17371-0003 ISSUANCE OF SUMMONS. | 410.00 |
| 433 | 12/11/2012 | 17371-0003 ISSUANCE OF SUMMONS. | 80.00 |
| 434 | 12/14/2012 | LEXIS. | 40.76 |
| SUB-TOTAL EXPENSES: | | | <u>2,577.26</u> |

| | |
|-------------------|-------------|
| PRIOR BALANCE | 0.00 |
| LESS PAYMENTS: | 0.00 |
| PRIOR BALANCE DUE | <u>0.00</u> |

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|-----------------------------|-----------------|
| PLUS TOTAL CURRENT BILLING: | 7,637.26 |
| TOTAL NOW DUE: | <u>7,637.26</u> |

PRIOR BALANCE - LIST OF UNPAID INVOICE(S)

| INVOICE NUMBER | INVOICE DATE | TOTAL | LAST PAYMENT DATE | LAST PAYMENT AMOUNT | BALANCE |
|-------------------|-----------------|-------|----------------------|------------------------|---------|
|-------------------|-----------------|-------|----------------------|------------------------|---------|

| | |
|-------------------|-------------|
| PREVIOUS BALANCE: | <u>0.00</u> |
|-------------------|-------------|

PAYMENT DUE UPON RECEIPT. PLEASE NOTE MATTER ID ON CHECK.

IN THE CIRCUIT COURT OF THE
SEVENTEENTH JUDICIAL
CIRCUIT, IN AND FOR BROWARD
COUNTY, FLORIDA

CASE NO. 12-24051 1071
COMPLEX LITIGATION UNIT

MATTHEW CARONE, as Trustee for the Carone Marital Trust #2 UTD 1/26/00, Carone Gallery, Inc. Pension Trust, Carone Family Trust, Carone Marital Trust #1 UTD 1/26/00 and Matthew D. Carone Revocable Trust, JAMES JORDAN, as Trustee for the James A. Jordan Living Trust, ELAINE ZIFFER, an individual, and FESTUS AND HELEN STACY FOUNDATION, INC., a Florida corporation,

Plaintiffs,

v.

MICHAEL D. SULLIVAN, individually,

Defendant.

**AGREED ORDER RESOLVING PLAINTIFFS'
EMERGENCY MOTION FOR TEMPORARY INJUNCTION**

THIS CAUSE came before the Court on Plaintiffs' Emergency Motion for Temporary Injunction, and this Court having been advised of an agreement between the parties and being otherwise duly advised in the premises, it is hereby ORDERED that:

1. This Order implements the agreement of the Parties and is entered on an agreed basis. Plaintiffs' Emergency Motion for Temporary Injunction is resolved as provided herein.
2. Defendant Michael D. Sullivan ("Defendant") shall resign as Managing General Partner of both P&S Associates, General Partnership ("P&S") and S&P Associates, General Partnership ("S&P") (together with P&S, the "Partnerships"), and consents to the appointment of Margaret J. Smith ("Ms. Smith") as Managing General Partner in his

EXHIBIT

tabbles

14

stead. Plaintiffs' agreement to allow Defendant to resign is not a waiver of any positions asserted in this action.

3. Ms. Smith is deemed the Managing General Partner of the Partnerships effective upon entry of this Order and will remain as such unless and until she withdraws from her role as Managing General Partner, or is removed consistent with the terms of the Partnership Agreements.
4. As Managing General Partner, Ms. Smith will be given full access to all of the Partnerships' books, records, assets and property and will be afforded all of the rights and duties of a Managing General Partner, including but not limited to those contemplated by Article 8.02 of each of the Partnerships' respective Partnership Agreements.
5. Defendant does not now and will not in the future challenge the appointment of Ms. Smith as Managing General Partner on August 17, 2012. Defendant agrees that he is no longer authorized to act in any capacity as Managing General Partner of the Partnerships, and is to direct all Partnership business to Ms. Smith. In so consenting to his withdrawal as Managing General Partner, Defendant reserves all other rights and defenses, and such consent to Ms. Smith's appointment shall not be deemed or considered an admission of liability either on his own behalf or on behalf of any of his employees, affiliates, assigns or agents.
6. The Parties further reserve all rights with respect to the action styled *P&S Associates, et al. v. Roberta Alves, et al.*, Case No. 2012CA013587, currently pending in the Circuit Court of the 15th Judicial Circuit in and for Palm Beach County (the "Interpleader Case"). Defendant may not act as representative or Managing General Partner of the Partnerships with respect to that action. However, the Parties specifically agree, as a condition of the

relief provided herein, that the Interpleader Case will not be unilaterally dismissed by Ms. Smith in her capacity as the Managing General Partner of the Partnerships. Without prejudice to the rights of the Managing General Partner pursuant to paragraphs 7.05 and 8.02 of the Partnership Agreements, it is the intent of the Parties that the Interpleader Action provide the basis for the methodology used to determine how distributions will be made to partners, *i.e.*, without limitation, based on the amount in the partner's capital account (last statement balance), in the amount of the net investment of the account holder over the life of the account, or based on other equitable principles. Plaintiffs reserve all defenses to the Interpleader Action, and do not, by virtue of this Order, concede that venue in Palm Beach County is appropriate.

7. On or before September 5, 2012, Defendant shall provide to Ms. Smith all books and records not previously provided to Plaintiffs or their representatives, including electronic records of the Partnerships. Subject to Defendant's right to raise any written objection under the Florida Rules of Civil Procedure, Defendant shall provide the books and records of JS&P Associates, General Partnership, and SPJ Investments, Ltd. Defendant has represented that he does not have custody, possession or control of the books or records, electronic or otherwise, of Guardian Angel Trust, LLC. Defendant further agrees to use his best efforts to insure an efficient, orderly and smooth transition from his role as Managing General Partner to Ms. Smith's role as Managing General Partner.
8. This case is hereby stayed pending further order of the Court, but for a period of not less than 60 days, without prejudice to the rights of any parties to this action. This stay will be lifted upon a motion by either party.

9. This Order is binding on all Parties, including Ms. Smith, who is not a named party but has submitted herself to the jurisdiction of this Court by accepting the appointment as Managing General Partner as provided in paragraph 3 above.

10. Defendant, by agreeing to the terms of this Order specifically denies and does not admit any liability or wrongdoing and nothing in this Order shall constitute any finding of liability or wrongdoing either by Defendant or any of his employees, affiliates, assigns or agents. It is Defendant's position that he has agreed to the relief herein to preserve the resources of the Partnerships.

DONE AND ORDERED in Chambers in Broward County, Ft. Lauderdale, Florida, on this _____ day of August, 2012.

JEFFREY E. STREIFELD

AUG 29 2012

JEFFREY E. STREITFELD
CIRCUIT COURT JUDGE

A TRUE COPY

Copies furnished to:

All Counsel of Record

IN THE CIRCUIT COURT OF THE
SEVENTEENTH JUDICIAL
CIRCUIT, IN AND FOR BROWARD
COUNTY, FLORIDA

CASE NO. 12-24051(07)

MATTHEW CARONE, as Trustee for the
Carone Marital Trust #2 UTD 1/26/00,
Carone Gallery, Inc. Pension Trust,
Carone Family Trust, Carone Marital
Trust #1 UTD 1/26/00 and Matthew D.
Carone Revocable Trust, JAMES
JORDAN, as Trustee for the James A.
Jordan Living Trust, ELAINE ZIFFER, an
individual, and FESTUS AND HELEN
STACY FOUNDATION, INC., a Florida
corporation,

Plaintiffs,

vs.

MICHAEL D. SULLIVAN, individually,

Defendant.

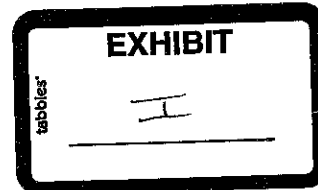
- - -
HEARING BEFORE THE HONORABLE JEFFREY E. STREITFELD
- - -

Tuesday, December 18th, 2012
10:10 a.m. - 11:43 a.m.

201 Southeast Sixth Street
Courtroom 970
Fort Lauderdale, Florida 33301

Susan D. Fox, Florida Professional Reporter
Notary Public, State of Florida

EMPIRE LEGAL SUPPORT, INC.
(954) 241-1010



1 to be proper, authorized, duly noticed,
2 and we now have a new managing partner for
3 the S&P partnership or, C; a new election
4 is held under this Court's guidance,
5 perhaps under the auspices of a general
6 master, but we don't believe necessarily
7 under a conservator or a receiver.

8 THE COURT: You can only have the two
9 on the test.

10 MR. ROSEN: A G.M., and in that event
11 a new election is held to determine it
12 once and for all.

13 THE COURT: What about the other
14 partnership?

15 MR. ROSEN: There has been no
16 challenge to -- there has been a challenge
17 to Ms. Smith with respect to P&S. There's
18 been no new election with respect to P&S,
19 so if in fact the election that puts
20 Ms. Smith in the position of managing
21 partner with respect to P&S is
22 successfully challenged, then there needs
23 to be a new managing partner determined.

24 THE COURT: All right.

25 So, now that you've all said that,

1 how does that sound now that that all came
2 out? Does that sound --

3 MR. ROSEN: It's messy. It's
4 absolutely messy. There's no question
5 about it.

6 Anything that we do, Your Honor --
7 let's face it, anything that we do -- and
8 certainly appointing a receiver is going
9 to be messy because a receiver is going to
10 be -- well, we know what a receivership is
11 going to beget, and I don't think most
12 people in this courtroom want to see the
13 mess that's going to follow from the
14 appointment of a receiver and all of the
15 perhaps unnecessary activity incurring the
16 fees and the maelstrom that will result
17 from the appointment of a receiver.

18 THE COURT: Thank you.

19 I'm not a big fan of receiverships at
20 all. I've done experiments. In fact,
21 even when November 1st, 2009 rolled around
22 and I was in the middle of a tobacco trial
23 and the Rothstein firm filed its motion to
24 appoint a receiver, my initial reaction
25 one day was, no, I'm going to give maybe

IN THE CIRCUIT COURT OF THE
17TH JUDICIAL CIRCUIT IN AND FOR
BROWARD COUNTY, FLORIDA

CASE NO. 12-24051 (07)
COMPLEX LITIGATION UNIT

MATTHEW CARONE, et al.,

Plaintiffs,

v.

MICHAEL D. SULLIVAN, individually,

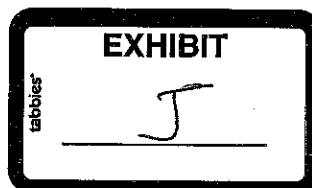
Defendant.

**PROPOSED ORDER APPROVING CONSERVATOR'S
FEE REPORT WITH RESPECT TO BERGER SINGERMAN LLP**

THIS MATTER came before the Court on June 4, 2013 at 1:30 p.m. at a continued hearing to consider the outstanding recommendations of the *Conservator's Fee Report* (the "Fee Report") filed by the Court-Appointed Conservator of P&S Associates, General Partnership and S&P Associates, General Partnership (the "Partnerships"), Philip Von Kahle. The Court having reviewed the Fee Report, having heard proffer of counsel and giving all parties, including Steven Jacob, Burt Moss, Michael Sullivan (who were present on the courtroom) and others, an opportunity to be heard, and having reviewed the court file for this matter, it is

ORDERED and **ADJUDGED** as follows:

1. The recommendations of the Fee Report as to Berger Singerman LLP ("Berger Singerman") are approved in all respects.



2. The Conservator shall promptly make a distribution to Berger Singerman in the amount of \$125,000 out of the Partnerships' assets, with such distributions being allocated to each of the Partnerships equally.

3. The fees and costs recommended by the Conservator for Berger Singerman are found to be reasonable considering each and every factor contemplated by *Florida Patient's Compensation Fund v. Rowe*, 472 So. 2d 1145 (Fla. 1985) and the principles of *Lewis v. Gramil Corp.*, 94 So. 2d 174, 177 (Fla. 1957).

Done and ordered in Chambers this June ____, 2013.

Honorable Jeffrey E. Streitfeld
Circuit Court Judge

Copies furnished to:

Thomas M. Messana, Esq. who is directed to serve same upon all interested parties.