

Doyle S. Byers, #11440
HOLLAND & HART LLP
222 S. Main Street, Suite 2200
Salt Lake City, UT 84101
Telephone: (801) 799-5800
Facsimile: (801) 799-5700
dsbyers@hollandhart.com
Counsel for Official Committee of Unsecured Creditors

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH**

In re:

THE FALLS EVENT CENTER, LLC,

Debtor.

Bankruptcy No. 18-25116

Chapter 11

Honorable R. Kimball Mosier

**SECOND INTERIM FEE APPLICATION OF HOLLAND & HART LLP, COUNSEL
FOR OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
(NOVEMBER 27, 2018 THROUGH MARCH 31, 2019)**

Holland & Hart LLP (“**H&H**”), counsel for the Official Committee of Unsecured Creditors of The Falls Event Center LLC (the “**Committee**”), respectfully submits its Second Interim Fee Application (the “**Second Application**”) pursuant to sections 328, 330, 331, and 1103 of Title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “**Bankruptcy Code**”), Rules 2002(c)(2) and 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), the Court’s Order Granting in Part and Denying in Part Motion for an Order Establishing Compensation Procedures [Docket No. 377], and the Guidelines for Applications

for Compensation and Reimbursement of Expenses promulgated by the Office of the United States Trustee (the “**UST Guidelines**”), allowing and awarding interim compensations for services rendered to the Committee (i) for fees earned in the amount of \$30,155.40 and (ii) reimbursement for expenses incurred in the amount of \$1,176.50, for the period between November 27, 2018 through March 31, 2019 (the “**Compensation Period**”). In further support of the Motion, H&H states as follows:

Status of the Case

1. On July 11, 2018 (the “**Petition Date**”), The Falls Event Center LLC (the “**Debtor**”) commenced this case by filing a voluntary petition for relief under Chapter 11 of the Bankruptcy Code.

2. The Court appointed a Chapter 11 trustee on November 27, 2018.

3. The Committee selected H&H as its counsel and, on August 2, 2018, the Committee filed its Application for Entry of an Order Authorizing the Employment and Retention of H&H as its Counsel [Docket No. 37], and the Court entered the Retention Order on August 10, 2018 [Docket No. 48].

Jurisdiction, Venue, and Statutory Predicates

4. The Court has jurisdiction over this Second Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is core within the meaning of 28 U.S.C. § 157(b)(2).

5. The statutory bases for the relief requested herein are sections 328(a), 330, and 331 of the Bankruptcy Code.

Prior Applications for Compensation and Reimbursement

6. H&H filed its First Interim Fee Application on February 15, 2019 [the “First Application”; Docket No. 329], and the Court approved the First Application and allowed fees in the amount of \$113,516.50 and expenses in the amount of \$2,150.05 [Docket No. 374]. H&H has not been paid these amounts as of the filing of this Second Application.

H&H’s Application

7. This Application has been prepared in accordance with the Revised UST Guidelines on attorney timekeeping, billing, and budgeting procedures.

8. H&H seeks interim compensation for professional services provided to the Debtor during the Compensation Period in the amount of \$30,155.40 (the “Fees”) and reimbursement of actual and necessary expenses incurred in connection with providing such services in the amount of \$1,176.50 (the “Expenses”). With respect to the Fees, H&H increased the discount it provided by applying a 10% discount on the total amount billed by all timekeepers. For the First Application, H&H only discounted its partner’s rates by 10%. During the Compensation Period, H&H attorneys and staff expended a total of 120 hours for which compensation is requested.

9. H&H has not received any payments to date for its services rendered.

10. Attached hereto as **Exhibit 1** is a detailed billing record substantiating the Application in an open and searchable electronic format.

11. The following professional employees of H&H have performed services on behalf of the Committee during the Compensation Period:

SUMMARY BY TIMEKEEPER

Name	Title	Fees Billed	Hours Billed	Hourly Rate	Number of Rate Increases
Matthew Ochs	Partner	\$129.00	.30	\$430.00	N/A
Doyle S. Byers	Partner	\$6,969.00	16.50	\$422.36	1
Karina Sargsian	Associate	\$260.00	1.0	\$260.00	N/A
Ellen E. Ostrow	Associate	\$21,844.00	79.30	\$275.46	1
Ed Schroeder	Paralegal	\$4,208.00	22.30	\$188.70	1
Rachel Nelson	Library	\$96.00	.60	\$160.00	N/A

12. H&H categorized its professionals’ time, in accordance with its internal billing procedures, based on the issue or task on which the professional provided services, as explained in more detail below.¹ These categories appear as follows:

SUMMARY OF TASK CODES²

Task Code³	Project Category	Hours Billed	Fees Sought
BK76	Asset Analysis and Recovery	--	--
BK77	Asset Disposition	--	--
BK09	Assumption and Rejection of Leases and Contracts (Executory Contract Litigation) ⁴	--	--

¹ In accordance with its internal billing procedures, H&H uses particular task codes and, in an effort to comply with the Timekeeping Order, H&H attempted to match the internal task codes with those recommended by the UST Guidelines.

² H&H did not provide services in all task code categories during the Compensation Period. Categories in which no services were performed during the Compensation Period are marked with “--”.

³ The Task Codes are numbered based on H&H’s internal billing procedures.

⁴ H&H has arranged its time and service entries by project categories based on its internal billing procedure task codes. To the extent an H&H task code differs from that provided by the UST Guidelines, the variation is in name only and indicated in parenthesis.

BK17	Avoidance Action Analysis (Lien Avoidance Actions Under 11 U.S.C. §§ 522, 544, and 545)	--	--
L150	Budgeting	--	--
BK97	Business Operations	--	--
BK79	Case Administration	95.2	\$26,179.50
BK80	Claims Administration and Objections	--	--
BK41	Corporate Governance and Board Matters (Board of Directors)	--	--
BK81	Employee Benefits and Pensions	--	--
BK82	Employment and Fee Applications	6.6	\$1,840.00
BK83	Employment and Fee Application Objections	--	--
BK06	Financing and Cash Collateral (Cash Collateral Matters)	1.2	\$336.00
BK85	Litigation	--	--
BK99	Meetings and Communications with Creditors (Meeting of Creditors)	--	--
BK07	Other Motions for Sale, Lease, or Use of Property Outside Ordinary Course	--	--
BK86	Plan and Disclosure Statement	--	--
RE	Real Estate	--	--
BK05	Relief from Stay and Adequate Protection (Relief from Stay Matters)	17	\$5,150.50
BK03	Reporting (Post-Petition Completion of Required Bankruptcy Related Forms)	--	--
BK94	Tax (Tax Issues)	--	--

BK95	Valuation	--	--
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13. Descriptions of the professional services rendered in each applicable category are as follows (more detailed descriptions are included in Exhibit 1):

a. *Case Administration – Task Code BK79*

The bulk of H&H’s work was performed in this category, which includes all work performed in connection with bankruptcy-related administrative responsibilities. During the Compensation Period, H&H spent time (a) advising the Committee regarding its role moving forward given appointment of Trustee; (b) advising the Committee regarding necessary filings as the case proceeds, including in responding to filings in related bankruptcy cases; (b) analyzing and resolving issues regarding general case administration; (c) preparing for and attending hearings; and (d) communicating with various parties regarding the status of the case and substantive consolidation.

b. *Relief from Stay and Adequate Protection – Task Code BK05*

This category identifies services rendered reviewing and addressing motions for relief from stay. During the Compensation Period, H&H reviewed and analyzed the Debtor’s interest in its subsidiaries and various motions for relief filed in the subsidiary cases and the Debtor’s case and attended the hearings regarding the same.

c. *Employment and Fee Applications – Task Code BK82*

This category includes all work performed in employment of professionals and related motions. During the Compensation Period, H&H reviewed and advised the Committee regarding the applications of professionals that the Debtor sought to employ.

d. *Financing and Cash Collateral (Cash Collateral Matters) – Task Code BK06*

This category captures time expended addressing cash collateral and financing matters. During the Compensation Period, H&H spent time preparing for, and attending, a hearing on the motion for financing.

14. During the Compensation Period, H&H incurred actual and necessary expenses in the total amount of \$1,176.50 in connection with its professional services rendered to the Committee.

15. All services performed and expenses incurred for which compensation or reimbursement is requested were actually performed or incurred, and they were performed or incurred for and on behalf of the Debtor and not for the benefit of any other person or entity.

16. In the opinion of the undersigned, all such services actually benefited the Debtor's estate.

17. In the opinion of the undersigned, H&H's fees earned and expenses incurred in the Compensation Period are fair and reasonable in light of the services rendered and the price for similar services in this market.

18. In addition, H&H agreed to provide a 10% discount on fees billed by all timekeepers within the firm, which discount has been applied and is reflected in the total

compensation sought. This reflects an increase in the discount provided by H&H, as it previously only provided a 10% discount on its partners' rates.

19. H&H has not shared, or agreed to share, compensation or reimbursement awarded in this case with any other person except as among the members and employees of H&H.

20. H&H has not made any agreements with the Debtor or others for compensation or reimbursement.

21. Attorneys at H&H have, when warranted, inquired of all attorneys employed by H&H with respect to those matters initially disclosed to the Court in the Application pursuant to Bankruptcy Rule 2014 and have determined, after reviewing the results of that inquiry, that no further disclosure is warranted at this time.

22. As of the Petition Date, H&H has not received any payment from the Debtor.

23. No previous request for relief sought herein has been made to this or any other Court.

CONCLUSION

WHEREFORE, H&H respectfully requests: (1) that compensation and reimbursement be awarded to H&H in the total amount of \$31,333.58, which includes \$30,155.40 for professional services rendered and \$1,176.50 for expenses incurred during the Compensation Period; (2) that such amounts be allowed a priority administrative expense of the estate pursuant to 11 U.S.C. §§ 503(b)(2) and 507(a)(1); (3) that pursuant to 11 U.S.C. §§ 330 and 331, the Debtor be authorized and directed to pay such amounts; and (4) granting such other legal or equitable relief as the Court deems appropriate.

Dated: April 15, 2019

Respectfully submitted,

HOLLAND & HART LLP

/s/ Doyle S. Byers

Doyle S. Byers

*Counsel for Official Committee of
Unsecured Creditors*

DECLARATION

I, Doyle S. Byers, of and for H&H, do hereby declare under penalty of perjury that the statements contained herein are true and correct to the best of my knowledge, information, and belief.

Salt Lake City, Utah

Dated April 15, 2019

/s/ Doyle S. Byers

Doyle S. Byers

HOLLAND & HART LLP

Counsel for Official Committee of Unsecured Creditors

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EXHIBIT “1”

Holland & Hart LLP

ATTORNEYS AT LAW

DENVER * BOULDER
DENVER TECH CENTER
ASPEN
BILLINGS
BOISE * CHEYENNE

PLEASE REMIT TO:
P. O. BOX 17283
DENVER, CO 80217-0283
TELEPHONE (303) 295-8000
FACSIMILE (303) 295-8261

JACKSON HOLE
LAS VEGAS * SANTA FE
CARSON CITY * RENO
SALT LAKE CITY
WASHINGTON D.C.

April 15, 2019

UCC of Falls Event Center Timothy Clay Chair of UCC 7906 N. Fawver Road Dakota, IL 61018	Invoice No. 1722650 H&H Ref. No. 3101126 Client No. 103387 Attorney: DSByers
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Regarding: Matter No. 0001 - Committee for Falls Event Center

Invoice Summary

Current fees	\$33,410.00
Less discount on current fees	\$-3,341.00
Current fees less discount	\$30,069.00
Current disbursements	\$1,176.50
Current charges this invoice	\$31,245.50

Thank you for your prompt payment. Questions regarding this invoice should be directed to the attorney responsible for your account, or Carla Norton, Billing Specialist in our Salt Lake City office, at (801) 799-5815.

Due On Receipt

Holland & Hart LLP

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103387 UCC of Falls Event Center	Invoice No. H&H Ref. No.	1722650 3101126
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For professional services rendered through March 31, 2019

<u>Description of Work</u>	<u>Date</u>	<u>Tkpr</u>	<u>Hours</u>
<u>Itemized Fees</u>			
<u>BK05 Relief From Stay Matters</u>			
Attend hearings on motions for relief from stay in Littleton and Gilbert;	11/28/18	EEO	0.80
Attend hearings on Motions for Relief from Stay;	12/06/18	EEO	0.70
Review correspondence from DSByers and respond;	01/08/19	EEO	0.30
Analyze objections to motion for relief from stay in McMinnville case, and draft joinder;	01/09/19	EEO	0.80
Review motion for relief filed by Evergreen Museum, and conference with DSByers regarding the same;	01/16/19	EEO	0.90
Prepare for and attend hearing on motion for relief in Gilbert matter; conference with Ms. Hunt regarding Bricktown property;	01/17/19	EEO	1.00
Conference with EEOstrow regarding motion for relief from stay by museum and correspondence with counsel for the museum regarding need for copies of sealed documents;	01/18/19	DSB	0.40
Correspondence with counsel for museum regarding need for documents related to motion for stay relief;	01/22/19	DSB	0.20
Correspondence with counsel for the museum regarding NDA and need for documents and conference with EEOstrow regarding the same;	01/23/19	DSB	0.30
Conference with Mr. Hindley regarding motion for relief from stay;	01/23/19	EEO	0.20
Review revised NDA with the museum, and email to DSByers regarding the same;	01/24/19	EEO	0.60
Review confidentiality agreement and conference with EEOstrow regarding the same;	01/24/19	DSB	0.60
Email to committee regarding status and strategy; review correspondence from the committee; email to Mr. Hindley regarding NDA;	01/25/19	EEO	0.40
Correspondence with museum's counsel regarding confidentiality agreement and need for documents;	01/25/19	DSB	0.60
Review and analyze museum's motion for relief and supporting declarations (4.1); analyze law regarding 552a	01/29/19	EEO	7.30

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ATTORNEYS AT LAW

103387 UCC of Falls Event Center	Invoice No. H&H Ref. No.	1722650 3101126
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<u>Description of Work</u>	<u>Date</u>	<u>Tkpr</u>	<u>Hours</u>
<u>Itemized Fees</u>			
and b (2.1); brief review of objections filed by Trustee (0.2); draft joinder in opposition to motion for relief (0.8); conference with Ms. McKinley regarding status (0.1);			
Conference with EEOstrow regarding strategy with respect to museum's motion for stay relief (0.2); conference with counsel for the museum regarding possible resolution of motion (0.1); conference with Trustee's counsel regarding the same (0.1); review and edit draft objection and conference with EEOstrow regarding the same (0.4);	01/29/19	DSB	0.80
Review declaration in support of motion for relief and motion for relief in McMinnville case; coordinate filing of joinders;	01/29/19	EEO	0.70
Review objection to motion for summary judgment, and draft joinder;	02/28/19	EEO	0.40
<u>BK06 Cash Collateral Matters</u>			
Prepare for and attend hearing on motion for financing;	02/19/19	EEO	1.20
<u>BK79 Case Administration</u>			
Draft objection to Motion to Dismiss in the Falls at McMinnville (2.3); conference with Mr. Sanderson (0.2); conference with committee and Mr. Thomson, and follow up telephone conference with committee (1.4); conference with Mr. Thomson regarding status (0.3); conference with DSByers regarding strategy (0.3); email to committee regarding agenda for telephone conference (0.2); email to committee regarding draft objection, and review correspondence regarding the same (0.2);	11/27/18	EEO	4.90
Email communications with committee members and EEOstrow (0.2); conference with EEOstrow regarding strategy of objection to retain broker and possible election of trustee (0.3); telephone conference with committee and Mr. Thomson regarding case (1.4); subsequent conference with Mr. Thomson regarding case (0.3);	11/27/18	DSB	2.20
Upload documents to website (0.4); review current dockets (0.3);	11/28/18	EBS	0.70
Conference with EEOstrow regarding status of hearings and tasks;	11/28/18	DSB	0.10
Conference with DSByers regarding status;	11/28/18	EEO	0.10

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ATTORNEYS AT LAW

103387 UCC of Falls Event Center	Invoice No. H&H Ref. No.	1722650 3101126
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Description of Work	<u>Itemized Fees</u>	Date	Tkpr	Hours
Leave message with Mr. Sanderson, and email to committee regarding status;		11/30/18	EEO	0.10
Conference with Mr. Sanderson (0.6); review correspondence from the committee and respond (0.8); conference with Ms. Hunt regarding status (0.2);		12/03/18	EEO	1.60
Review new page on website; review inquiry received from website and sent to EEOstrow;		12/03/18	EBS	0.30
Prepare for and attend hearing on application for JLL (0.9); conference with DSByers regarding status (0.4); conference with Messrs. Brickley and Sanderson (0.4); review correspondence from the committee, and respond (0.6); email to Mr. Sanderson regarding lien analysis (0.2); conference with SAOlsen regarding strategy (0.4);		12/04/18	EEO	2.90
Upload documents to website;		12/04/18	EBS	0.60
Prepare request for new external folder - title folder; review new external folder and send to EEOstrow;		12/06/18	EBS	0.70
Draft email to committee regarding status and strategy;		12/07/18	EEO	1.20
Prepare for and attend conference with committee regarding status and strategy (1.2); email to Mr. Brickley regarding retention (0.2); email to EBSchroeder regarding committee notification (0.2);		12/10/18	EEO	1.60
Follow up on external folder; follow up on UCC search request; review dockets;		12/10/18	EBS	0.50
Conference with Mr. Brickley (0.2); email to committee regarding status (0.2); review dockets and email to EBSchroeder regarding website update (0.2); leave message with Ms. Hunt (0.1);		12/12/18	EEO	0.70
Review docket, and attend 341 meeting of creditors for the Falls at Clovis;		12/12/18	EEO	1.70
Download and upload documents from docket to the website;		12/12/18	EBS	0.90
Correspondence with committee members and EEOstrow regarding strategy with respect to potentially hiring professions and potential election of trustee, and analyze strategy with respect to the same;		12/12/18	DSB	0.60

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ATTORNEYS AT LAW

103387 UCC of Falls Event Center	Invoice No. H&H Ref. No.	1722650 3101126
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Description of Work	<u>Itemized Fees</u>	Date	Tkpr	Hours
Conference with Mr. Key regarding status;		12/14/18	EEO	0.40
Email to committee regarding Mr. Brickley;		12/14/18	EEO	0.20
Add committee letter to website;		12/14/18	EBS	0.20
Review correspondence from investor, and respond;		12/17/18	EEO	0.40
Review website for inquiries (0.9); review dockets and send to EEOstrow (0.3);		12/17/18	EBS	1.20
Coordinate attendance at 341 meeting for Falls entities;		12/20/18	EEO	0.10
Review dockets for Monthly Operating Reports;		12/20/18	EBS	0.20
Conference with KSargsian regarding 341 meetings;		12/26/18	EEO	0.20
Conference with EEOstrow regarding 341 meeting tomorrow;		12/26/18	KS	0.20
Search dockets for monthly operating reports; upload the four found monthly operating reports to the website;		12/26/18	EBS	0.50
Prepare for 341 Meeting (.2); attend hearing and send follow up email to EEOstrow regarding events at hearing (.6);		12/27/18	KS	0.80
Review dockets and calendar deadlines;		01/02/19	EEO	0.10
Prepare for and attend hearing on motion to approve sale (0.8); review correspondence from the committee (0.2); draft extensive email to committee regarding status and strategy (1.4);		01/03/19	EEO	2.40
Correspondence with EEOstrow regarding status of case and tasks (0.2); email correspondence regarding status of meetings with trustee's professionals and communications between committee members and debtor personnel (0.2);		01/03/19	DSB	0.40
Review correspondence from the committee; review draft order on sale and respond to Ms. Baker;		01/07/19	EEO	0.30
Attend hearing on RLS's motion for relief from stay in Gilbert case (0.5); attend hearing on motion for relief from stay by Trolley Square, and post-hearing conference with Trustee and counsel for Trolley Square (2.0);		01/08/19	DSB	2.50
Download documents from dockets and upload them to the website;		01/09/19	EBS	0.90

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 ATTORNEYS AT LAW

103387 UCC of Falls Event Center	Invoice No. H&H Ref. No.	1722650 3101126
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Description of Work	Date	Tkpr	Hours
Review correspondence, and conference with Mr. Sanderson regarding status (0.3); calendar pending deadlines (0.3);	01/09/19	EEO	0.60
Conference with Ms. Taylor regarding status of case;	01/10/19	EEO	0.60
Review correspondence from Ms. Matthews and respond;	01/10/19	EEO	0.30
Conference with DSByers regarding strategy (0.2); review agreement with Trolley Square, and attend hearing on same (0.6); prepare for and attend continued 341 hearing (0.6); email to committee regarding status (0.4);	01/15/19	EEO	1.80
Download dockets for attorney to review;	01/16/19	EBS	0.70
Conference with EEOstrow regarding strategy of case;	01/16/19	DSB	0.30
Review correspondence from Ms. Mathews regarding information circulated; draft email to Trustee's counsel regarding status, and conference with DSByers regarding the same;	01/18/19	EEO	0.70
Review correspondence from Trustee's counsel regarding status; email to the committee regarding the same;	01/22/19	EEO	0.20
Attend hearings on Motion for Relief and applications to retain; conference with DSByers regarding status; email to committee regarding status;	01/22/19	EEO	1.20
Review objection to motion to dismiss and file joinder;	01/22/19	EEO	0.20
Download documents from Pacer and upload to website;	01/23/19	EBS	4.50
Review court dockets and email to EBSchroeder regarding updates to website;	01/23/19	EEO	0.30
Correspondence with Mr. Sanderson regarding sale of his claim and conference with EEOstrow regarding the same;	01/25/19	DSB	0.30
Conference with Mr. Key regarding status;	01/29/19	EEO	0.30
Conduct OR UCC searches and draft memorandum;	01/29/19	EBS	1.00
Review proposed order filed by Trolley Square and email to committee regarding the same (0.3); review correspondence from committee, and respond (0.7); conference with DSByers regarding status and strategy (0.3);	01/30/19	EEO	1.30
Review motion and attend hearing on debtor's motion to extend deadline to assume or reject (0.6); conference with Mr. Thomson regarding status (0.2);	01/30/19	EEO	0.80

Holland & Hart LLP
 ATTORNEYS AT LAW

103387 UCC of Falls Event Center	Invoice No. H&H Ref. No.	1722650 3101126
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Description of Work	<u>Itemized Fees</u>	Date	Tkpr	Hours
Send monthly operating reports to EEOstrow;		01/30/19	EBS	0.70
Draft extensive communication to the committee, and conference with DSByers regarding the same;		01/30/19	EEO	1.50
Correspondence with committee members regarding strategy moving forward and make up of committee, and conferences with EEOstrow regarding the same;		01/30/19	DSB	0.90
Review correspondence from Mr. Johnson, and conference with DSByers regarding the same (0.3); conference with Mr. Johnson regarding status (0.3);		01/30/19	EEO	0.60
Review correspondence from Mr. Johnson, and respond; conference with DSByers regarding status;		01/31/19	EEO	0.40
Conference with EEOstrow regarding strategy of case and roll of committee going forward;		01/31/19	DSB	0.30
Review correspondence from Committee, and respond (0.2); conference with Mr. Marks regarding status and potential purchase, and emails regarding the same (0.6);		02/04/19	EEO	0.80
Email to Committee regarding agenda (0.1); review motion for fee procedures and proposed order (0.2);		02/05/19	EEO	0.30
Review stipulation with Trolley Square (0.2); conference with the Committee regarding status, and email regarding the same (0.6);		02/05/19	EEO	0.80
Participate in conference call with committee regarding status and strategy of case going forward;		02/05/19	DSB	0.60
Download docket information and send to EEOstrow;		02/08/19	EBS	0.50
Review pending motions for authority, billing procedures, and time to extend, and email to Committee regarding the same (1.3); review correspondence from Museum's counsel regarding status and appraisal (0.5); review docket and coordinate update to website (0.4);		02/11/19	EEO	2.20
Download documents from Pacer; upload documents to website;		02/11/19	EBS	2.70
Prepare for hearing on Motions for relief and to dismiss (2.5); attend hearing on same (2.0);		02/12/19	EEO	4.50

Holland & Hart LLP
 ATTORNEYS AT LAW

103387 UCC of Falls Event Center	Invoice No. H&H Ref. No.	1722650 3101126
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Description of Work	<u>Itemized Fees</u>	Date	Tkpr	Hours
Review application and conference with EEOstrow regarding the same;		02/15/19	DSB	0.30
Docket review and update; upload monthly operating reports to website;		02/18/19	EBS	1.00
Upload documents to website; download recent documents from dockets;		02/20/19	EBS	1.90
Conference with committee member regarding status, and conference with DSByers regarding the same; email to Ms. Hunt regarding report from Claro Group;		02/22/19	EEO	0.30
Download dockets for attorney review;		02/22/19	EBS	0.30
Conference with EEOstrow regarding communications among investors regarding committee work;		02/22/19	DSB	0.20
Analyze motion for substantive consolidation and related case law; begin draft email to committee regarding the same;		02/25/19	EEO	2.10
Finalize email to Committee regarding Motion to Convert and status of case (1.9); conference with MJOchs regarding motion to convert (0.3);		02/26/19	EEO	2.20
Conference with EEOstrow regarding analysis of trustee's motion for substantive consolidation and impact on unsecured creditors;		02/26/19	MJO	0.30
Conference with EEOstrow regarding status of case and communication to committee;		02/26/19	DSB	0.30
Review correspondence from the Committee, and draft response; conference with DSByers regarding the same;		03/06/19	EEO	1.10
Conference with EEOstrow regarding communication to committee; correspondence with counsel for Trustee regarding meeting with Claro Group;		03/06/19	DSB	0.50
Coordinate call with Committee and Trustee; finalize and revise email to Ms. Matthews, and conference with DSByers regarding the same;		03/07/19	EEO	0.50
Review draft communication to committee, and conference with EEOstrow regarding the same;		03/07/19	DSB	0.30
Conference with Ms. Whitehall regarding status (0.5); coordinate call with Trustee regarding report from The Claro Group (0.3);		03/08/19	EEO	0.80

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 ATTORNEYS AT LAW

103387 UCC of Falls Event Center	Invoice No. H&H Ref. No.	1722650 3101126
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Description of Work	<u>Itemized Fees</u>	Date	Tkpr	Hours
Review correspondence from Committee members and respond;		03/10/19	EEO	0.30
Prepare for and attend conference with Mr. Haker and Ms. Harding regarding Museum and pending motions (1.1); review objections to motion for substantive consolidation (0.6); review correspondence from Committee (0.2); review correspondence from Ms. Hunt and respond (0.1); conference with DSByers regarding conference with Mr. Haker (0.3); draft proposed order on fee application and coordinate filing (0.3);		03/11/19	EEO	2.60
Correspondence regarding scheduling of call with committee, Trustee, and Claro Group (.20); email correspondence regarding potential resolution of dispute with museum and conferences with EEOstrow regarding the same (.50);		03/11/19	DSB	0.70
Conference with Mr. Renkel regarding status of case (0.2); email to Committee regarding meeting with the Claro Group (0.2);		03/12/19	EEO	0.40
Prepare for and attend conference with The Claro Group and Committee (1.1); conference with DSByers regarding status (0.2);		03/12/19	EEO	1.30
Conference call with committee, trustee, and his professionals regarding restructuring and liquidation options, and follow-up conference with committee regarding the same (1.6);		03/12/19	DSB	1.60
Review correspondence from Ms. Matthews regarding Mr. Neubauer correspondence; begin review of information provided by Museum;		03/13/19	EEO	0.70
Analyze stipulation between RLS and the Debtor, and email to Committee regarding the same; review dockets to update website, and email to EBSchroeder regarding the same;		03/15/19	EEO	1.20
Review and download dockets; upload monthly operating reports to website; download documents from Pacer and upload them to the website;		03/15/19	EBS	2.30
Correspondence with committee members and EEOstrow regarding stipulation with RSL Capital;		03/15/19	DSB	0.20

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103387 UCC of Falls Event Center	Invoice No. H&H Ref. No.	1722650 3101126
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Description of Work	<u>Itemized Fees</u>	Date	Tkpr	Hours
Prepare for and attend hearings on motion to consolidate, motion for relief, and motion to dismiss;		03/18/19	EEO	2.50
Prepare for and attend call with the Committee; conference with DSByers regarding the same; review correspondence regarding information circulated by Mr. Blakely;		03/19/19	EEO	1.80
Correspondence and telephone conference with committee members and EEOstrow regarding strategy for committee moving forward;		03/19/19	DSB	0.80
Draft email to Committee regarding winding down; conference with DSByers regarding the same;		03/26/19	EEO	0.60
Email correspondence with committee members regarding vote to disband committee;		03/27/19	DSB	0.30
Conference with Ms. Cayton regarding disbandment of Committee; conference with DSByers regarding the same;		03/28/19	EEO	0.40
Correspondence with IRA Services regarding IRA account holders;		03/29/19	DSB	0.20
Review standard for disbanding committee;		03/31/19	EEO	0.30
<u>BK82 Fee/Employment Applications</u>				
Conference with Ms. Hunt regarding JLL applications, and emails to committee regarding the same;		11/28/18	EEO	0.40
Review and revise billing details;		02/13/19	EEO	0.70
Revise billing details and prepare fee application;		02/14/19	EEO	2.30
Draft fee application and review billing details for redactions and revisions; email to LHansen regarding filing; emails to Chapter 11 trustee's counsel regarding notice of hearing and RMA application; draft notice of hearing for RMA and H&H applications;		02/15/19	EEO	3.20

Total Current Fees: \$33,410.00

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103387 UCC of Falls Event Center	Invoice No. H&H Ref. No.	1722650 3101126
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Timekeeper Summary

Timekeeper	Tkpr ID	Rate	Hours	Amount
EBSchroeder (2018)	2634	185.00	5.80	1,073.00
EBSchroeder (2019)	2634	190.00	16.50	3,135.00
DSByers (2018)	5654	410.00	2.90	1,189.00
DSByers (2019)	5654	425.00	13.60	5,780.00
MJOchs	5794	430.00	0.30	129.00
EEOstrow (2018)	5929	260.00	18.00	4,680.00
EEOstrow (2019)	5929	280.00	61.30	17,164.00
KSSargsian	5974	260.00	1.00	260.00
			119.40	\$33,410.00

Task Summary

Task	Description	Hours	Amount
BK05	Relief From Stay Matters	17.00	5,150.50
BK06	Cash Collateral Matters	1.20	336.00
BK79	Case Administration	94.60	26,083.50
BK82	Fee/Employment Applications	6.60	1,840.00
	Total:	119.40	\$33,410.00

Disbursements

Expense Code	Description	Date	Amount
E109	mass mailing - 905 @ \$1.30 each	02/19/19	1,176.50
	Total Current Disbursements:		\$1,176.50

IRS EMPLOYER NO. 84-0382505

Holland & Hart LLP

ATTORNEYS AT LAW

DENVER * BOULDER
DENVER TECH CENTER
ASPEN
BILLINGS
BOISE * CHEYENNE

PLEASE REMIT TO:
P. O. BOX 17283
DENVER, CO 80217-0283
TELEPHONE (303) 295-8000
FACSIMILE (303) 295-8261

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WASHINGTON D.C.

April 15, 2019

UCC of Falls Event Center Timothy Clay Chair of UCC 7906 N. Fawver Road Dakota, IL 61018	Invoice No. H&H Ref. No. Client No. Attorney:	1722650 3101126 103387 DSByers
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Regarding: Matter No. 0001 - Committee for Falls Event Center

Invoice Summary

Current fees	\$33,410.00
Less discount on current fees	\$-3,341.00
Current fees less discount	\$30,069.00
Current disbursements	\$1,176.50
Current charges this invoice	\$31,245.50

Due On Receipt

Please return this page with your remittance.