

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MISSOURI, EASTERN DIVISION**

In re:)
) **Case No. 12-51502**
) **Chapter 11**
PATRIOT COAL CORPORATION, et al.,)
)
)
)
) **Debtors.**)
)

**EIGHTH MONTHLY STATEMENT OF FEES AND EXPENSES OF
HOULIHAN LOKEY CAPITAL, INC. AS FINANCIAL ADVISOR AND INVESTMENT
BANKER TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
THE PERIOD FROM JULY 1, 2013 THROUGH JULY 31, 2013**

Houlihan Lokey Capital, Inc. ("Houlihan Lokey"), as financial advisor and investment banker to the Official Committee of Unsecured Creditors (the "Committee") of Patriot Coal Corporation and debtors-in-possession (the "Debtors" or the "Company") in the above-entitled Chapter 11 case, submits this eighth statement (the "Monthly Statement") of fees and expenses for the period from July 1, 2013 through July 31, 2013 (the "Eighth Monthly Period") in accordance with the Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals, entered August 2012 [Docket No. 262] (the "Interim Compensation Order").

Houlihan Lokey's fees in this case are earned at a flat rate of \$150,000.00 per month. Total Houlihan Lokey fees for the Eighth Monthly Period were \$150,000.00. Houlihan Lokey's expenses for the Eighth Monthly Period were \$162.33¹.

Payment now sought by this Monthly Statement are fees of \$120,000.00 (80% of the fees above) and expenses of \$162.33¹, for a total payment of \$120,162.33. A copy of the invoice (with a summary of expenses) is attached hereto as Exhibit "A".

¹ Houlihan Lokey has voluntarily limited overtime meals to a maximum of \$20 per person.

Although every effort has been made to include all fees and expenses from the Eighth Monthly Period in this Monthly Statement, some expenses from the Eighth Monthly Period might not be included in the Monthly Statement due to delays caused by accounting and processing procedures. Houlihan Lokey reserves the right to seek such additional expenses in subsequent fee applications.

In support of this Monthly Statement, Houlihan Lokey states as follows:

1. The Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code on July 9, 2012, and are operating their businesses and managing their affairs as debtors-in-possession pursuant to Bankruptcy Code sections 1107(a) and 1108.

2. On or about September 27, 2012 the Committee filed its motion to employ Houlihan Lokey as its financial advisor and investment banker according to the terms of its retention agreement dated July 24, 2012 (the "Retention Agreement"). Pursuant to the Retention Agreement and Retention Order (defined below), Houlihan Lokey has been retained to provide services to the Committee on the basis of compensation at a flat rate of \$150,000 per month (the "Monthly Fees"), commencing on July 24, 2012, reimbursement of out-of-pocket expenses incurred and paid by Houlihan Lokey in connection with such services and an additional fee (the "Deferred Fee") equal to \$2,500,000, earned upon confirmation of any Chapter 11 plan of reorganization or a Chapter 11 plan of liquidation with respect to the Debtors.

3. On December 18, 2012, the Honorable Shelley C. Chapman of the Southern District of New York entered an order approving Houlihan Lokey's retention Nunc Pro Tunc to July 24, 2012 (the "Retention Order") according to the terms and conditions set forth in the Retention Agreement (as modified by the Retention Order).

4. Houlihan Lokey is a nationally recognized investment banking / financial advisory firm with 17 offices worldwide with more than 850 professionals. Houlihan Lokey provides

financial advisory services and execution capabilities in the areas of financial restructuring, investment banking, business and securities valuation and litigation support. In the area of financial restructuring, Houlihan Lokey has provided financial advice, valuation analyses and investment banking services to debtors, bondholder groups, secured and unsecured creditors, acquirors, employee stock ownership plans, equity holders and other parties-in-interest involved with financially troubled companies both in and out of bankruptcy. The Houlihan Lokey Financial Restructuring Group has a staff of more than 150 professionals dedicated solely to financial restructuring engagements.

5. During this period, although other professionals at Houlihan Lokey have provided assistance on discrete issues from time to time, the following professionals have performed substantial services on behalf of the Committee:

Matthew Mazzucchi, Managing Director

Fredrick Vescio, Director

Daniel Tobin, Associate

Brian Lee, Associate

Sanjeev Shahani, Financial Analyst

6. Houlihan Lokey has been retained by the Committee to provide financial advisory and investment banking services as detailed on the attached Exhibit "B".

7. Consistent with Houlihan Lokey's retention agreements with creditors•committees in hundreds of restructuring transactions, Houlihan Lokey is compensated under the Retention Agreement on a flat monthly fee basis (not hourly). However, for informational purposes, and consistent with the terms of the Retention Order, attached hereto as Exhibit "C" is a summary of estimated hours worked during the Eighth Monthly Period categorized by professional and work

category. Houlihan Lokey has not provided a record of hours for professionals who are not a part of the primary deal team.

8. All of the services for which compensation is requested herein were performed on behalf of the Committee in the above-entitled case and not on behalf of any other person or entity.

Dated at Minneapolis, Minnesota this 23rd day of August 2013.



Houlihan Lokey Capital, Inc.
Financial Advisor and Investment Banker for
the Committee
By: Matthew A. Mazzucchi
Managing Director

EXHIBIT "A"

INVOICE FOR THE EIGHTH MONTHLY PERIOD



HOULIHAN LOKEY

Invoice: 20407

PERSONAL & CONFIDENTIAL

August 9, 2013

Patriot Coal Corporation
12312 Olive Boulevard
St. Louis, Missouri 63141

Client #: 35200
Case #: 83053

Professional Fees:

Monthly Fee for the Period of July 1 - July 31, 2013:	\$ 150,000.00
Less 20% Holdback:	<u>(30,000.00)</u>
Net Professional Fees Due:	\$ 120,000.00

Out of pocket expenses:

Ground Transportation	\$ 11.50
Travel and Overtime Meals	105.29
Telephone and Data	<u>45.54</u>
Sub-total Expenses:	\$ <u>162.33</u>

TOTAL AMOUNT DUE AND PAYABLE: \$ 120,162.33

PAYMENT DUE UPON RECEIPT

Please Send Checks To:
Houlihan Lokey Capital, Inc.
Accounts Receivable Department
10250 Constellation Boulevard, 5th Floor
Los Angeles, CA 90067-6802

Wire Transfer Instructions:
Houlihan Lokey Capital, Inc. General Account
Account No: 1453120593
Bank Name: Bank of America
Wire ABA/Routing No./Bank ID: 026009593
Swift Code (International Wires only): BOFAUS3N
ACH Routing No.: 121000358
Federal ID #95-4024056

Houlihan Lokey - Expense Detail for the Period from July 1, 2013 to July 31, 2013

Invoice Numbers: 20407

RE: Patriot Coal Corporation

Expense Detail

<u>Expense Date</u>	<u>Type</u>	<u>Description</u>	<u>Amount</u>
6/19/2013	Ground Transportation	Mazzucchi - June 20, 2013 Meeting with Creditor	\$11.50
	Total Ground Transportation		\$11.50
7/1/2013	Overtime Meals	Shahani - Overtime Meal	\$7.87
7/8/2013	Overtime Meals	Shahani - Overtime Meal	7.37
7/9/2013	Overtime Meals	Shahani - Overtime Meal	8.85
7/10/2013	Overtime Meals	Shahani - Overtime Meal	9.36
7/10/2013	Overtime Meals	Shahani - Overtime Meal	8.85
7/14/2013	Overtime Meals	Shahani - Overtime Meal	8.42
7/15/2013	Overtime Meals	Shahani - Overtime Meal	6.20
7/16/2013	Overtime Meals	Shahani - Overtime Meal	5.62
7/17/2013	Overtime Meals	Shahani - Overtime Meal	8.85
7/17/2013	Travel Meal	Mazzucchi - Travel Meal	11.10
7/21/2013	Overtime Meals	Shahani - Overtime Meal	6.09
7/22/2013	Overtime Meals	Shahani - Overtime Meal	10.51
7/30/2013	Overtime Meals	Shahani - Overtime Meal	6.20
	Total Travel and Overtime Meals		\$105.29
6/28/2013	Cellular Phone	Mazzucchi - AT&T	\$30.69
6/28/2013	Telecommunications	Mazzucchi - AT&T	14.85
	Total Telephone and Data		\$45.54
Total Expenses			\$162.33

Summary of Expenses by Category

Ground Transportation	\$11.50
Travel and Overtime Meals	105.29
Telephone and Data	45.54
Total	\$162.33

EXHIBIT "B"

SCOPE OF SERVICES

Houlihan Lokey was retained by the Committee to provide financial services in connection with the following:

- (1) Analysis of DIP financing, including historical analysis of negotiations resulting in proposed DIP facility and other options;
- (2) Monitor and analyze liquidity/cash flow including variances and near-term cash forecast;
- (3) Analysis of impact of intercompany claims on valuation and recoveries for other general unsecured creditors. Analysis of potential future treatment of intercompany claims in connection with potential plan(s) of reorganization or other sale or financing transactions;
- (4) Analysis of first and second day motions;
- (5) Business plan(s) and operations analysis, including development of improvements;
- (6) Analyze and advise Committee regarding strategic and restructuring alternatives, including providing advice with respect to decisions regarding asset sales, strategic transactions, joint ventures and capital and financing needs;
- (7) Analysis and review of SEC filings, MORs, other financial reports, SOFAs and schedules (other than intercompany transactions);
- (8) Analyze and advise Committee regarding an appropriate capital structure at emergence, including providing advice with respect to debt capacity and potential exit financing alternatives;
- (9) Valuation analysis and testimony, including analyses and accompanying valuation in connection with avoidance actions and any "NOL preservation" orders;
- (10) Collateral analysis and review/Committee lien investigation;
- (11) Section 1113/1114 overall strategic analysis; and
- (12) Executory contracts analysis.

EXHIBIT "C"

SUMMARY OF HOURS WORKED

Patriot Coal Corporation

Houlihan Loke Case Hours, 07/01/2013 to 07/31/2013

Category	Managing Director		Director		Associate		Financial Analyst	
	Matthew Mazzucchi	Fredrick Vesco	Daniel Tobin	Brian Lee	Sanjeev Shahani	Total		
1 Analysis of DIP financing, including historical analysis of negotiations resulting in proposed DIP facility and other options	3.0	3.0	3.0	3.0	3.0	15.0		
2 Monitor and analyze liquidity/cash flow including variances and near-term cash forecast	-	2.0	5.5	5.5	5.5	18.5		
3 Analysis of impact of intercompany claims on valuation and recoveries for other general unsecured creditors. Analysis of potential future treatment of intercompany claims in connection with potential plan(s) of reorganization or other sale or financing transactions	-	-	-	-	-	-		
4 Analysis of first and second day motions	-	-	-	-	-	-		
5 Business plan(s) and operations analysis, including development of improvements	2.0	4.0	6.0	10.5	24.5	47.0		
6 Analyze and advise Committee regarding strategic and restructuring alternatives, including providing advice with respect to decisions regarding asset sales, strategic transactions, joint ventures, and capital and financing needs	5.0	4.0	4.5	3.5	4.0	21.0		
7 Analysis and review of SEC filings, MORs, other financial reports, SOFAs and schedules (other than intercompany transactions)	-	-	1.5	1.5	1.5	4.5		
8 Analyze and advise Committee regarding an appropriate capital structure at emergence, including providing advice with respect to debt capacity and potential exit financing alternatives	-	-	-	-	-	-		
9 Valuation analysis and testimony, including analyses and accompanying valuation in connection with avoidance actions and any "NOL preservation" orders	-	1.5	3.5	2.5	5.0	12.5		
10 Collateral analysis and review/Committee lien investigation	-	-	-	-	-	-		
11 Section 1113/1114 overall strategic analysis	4.5	4.5	4.5	4.5	4.5	22.5		
12 Executory contracts analysis	-	1.0	5.5	3.5	3.0	13.0		
13 Administrative and Committee support work	1.0	1.5	5.0	14.5	29.0	51.0		
14 Internal discussion, ad hoc analyses, review of court documents, and court hearings	14.0	20.0	23.5	23.5	24.5	105.5		
15 Discussions with Debtors and Debtors' professionals	2.0	2.0	2.0	2.0	2.0	10.0		
16 Committee meetings and other discussions with Committee members, Committee professionals, and individual creditors	10.0	20.0	10.0	10.0	11.0	61.0		
Totals	41.5	63.5	74.5	84.5	117.5	381.5		

Patriot Coal Corporation

Detailed Hours Summary - July 1, 2013 to July 31, 2013

Date	Professional	Activity	Category	Hours
7/1/2013	SS	Revise Valuation Analysis to Reflect May Business Plan	9	2.5
	FV	Review Revised Valuation Analysis	9	1.5
	DT	Review Revised Valuation Analysis	9	2.0
	BL	Review Revised Valuation Analysis	9	2.0
	FV	Internal Strategic Discussion Regarding Revised Valuation Analysis	14	1.0
	DT	Internal Strategic Discussion Regarding Revised Valuation Analysis	14	1.0
	BL	Internal Strategic Discussion Regarding Revised Valuation Analysis	14	1.0
	SS	Internal Strategic Discussion Regarding Revised Valuation Analysis	14	1.0
	MM	Call with Legal Counsel Regarding 1113/1114	11	1.0
	FV	Call with Legal Counsel Regarding 1113/1114	11	1.0
	DT	Call with Legal Counsel Regarding 1113/1114	11	1.0
	BL	Call with Legal Counsel Regarding 1113/1114	11	1.0
	SS	Call with Legal Counsel Regarding 1113/1114	11	1.0
	SS	Draft Performance Update	5	2.5
	BL	Review Performance Update	5	0.5
	FV	Call with Bondholder	16	1.0
7/2/2013	DT	Review Revised Parties in Interest List in Order to Update Conflicts Check	13	1.0
	BL	Review Revised Parties in Interest List in Order to Update Conflicts Check	13	1.0
	SS	Review Revised Parties in Interest List in Order to Update Conflicts Check	13	1.0
	BL	Drafts Conflicts Check Submission File	13	2.5
	SS	Drafts Conflicts Check Submission File	13	3.5
	MM	Internal Strategic Discussion Regarding Potential Strategic Alternatives	14	2.0
	FV	Internal Strategic Discussion Regarding Potential Strategic Alternatives	14	2.0
	MM	Review 1113/1114 Materials	11	1.5
	FV	Review 1113/1114 Materials	11	1.5
	DT	Review 1113/1114 Materials	11	1.5
	BL	Review 1113/1114 Materials	11	1.5
	SS	Review 1113/1114 Materials	11	1.5
	SS	Draft Performance Update	5	2.0
	7/3/2013	BL	Review Conflicts Check Submission File	13
SS		Revise Conflicts Check Submission File	13	2.0
BL		Review Performance Update	5	2.0
SS		Revise Performance Update	5	1.5
MM		Review Summary of Recent Court Filings	14	0.5
FV		Review Summary of Recent Court Filings	14	0.5
DT		Review Summary of Recent Court Filings	14	0.5
BL		Review Summary of Recent Court Filings	14	0.5
SS		Review Summary of Recent Court Filings	14	0.5
FV		Review 13-Week Cash Flow Forecast	2	1.0
DT		Review 13-Week Cash Flow Forecast	2	1.0
BL		Review 13-Week Cash Flow Forecast	2	1.0
SS		Review 13-Week Cash Flow Forecast	2	1.0
7/8/2013		MM	Review Court Documents	14
	FV	Review Court Documents	14	0.5
	DT	Review Court Documents	14	0.5
	BL	Review Court Documents	14	0.5
	SS	Review Court Documents	14	0.5
	DT	Review Performance Update	5	2.0
	SS	Revise Performance Update	5	2.0
7/9/2013	FV	Review Performance Update	5	2.0
	SS	Revise Performance Update	5	0.5
	FV	Review Proposed Settlement for Certain Equipment Leases	12	1.0
	DT	Review Proposed Settlement for Certain Equipment Leases	12	1.0
	BL	Review Proposed Settlement for Certain Equipment Leases	12	1.0
	SS	Review Proposed Settlement for Certain Equipment Leases	12	1.0
	DT	Correspondence with the Company's Consulting Firm Regarding Proposed Settlement for Certain Equipment Leases	12	0.5
	MM	Review Draft Objection to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	1.0
	FV	Review Draft Objection to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	1.0
	DT	Review Draft Objection to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	1.0
	BL	Review Draft Objection to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	1.0
	SS	Review Draft Objection to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	1.0
7/10/2013	DT	Call with the Company's Consulting Firm Regarding Proposed Settlement for Certain Equipment Leases	12	0.5
	BL	Call with the Company's Consulting Firm Regarding Proposed Settlement for Certain Equipment Leases	12	0.5
	SS	Call with the Company's Consulting Firm Regarding Proposed Settlement for Certain Equipment Leases	12	0.5
	MM	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0
	FV	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0
	DT	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0
	BL	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0
	SS	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0

Patriot Coal Corporation

Detailed Hours Summary - July 1, 2013 to July 31, 2013

Date	Professional	Activity	Category	Hours	
7/11/2013	DT	[Redacted]	14	1.5	
	BL	[Redacted]	14	1.5	
	SS	[Redacted]	14	1.5	
	DT	[Redacted]	14	1.0	
	BL	[Redacted]	14	1.0	
	SS	[Redacted]	14	1.0	
	SS	[Redacted]	9	1.0	
	BL	[Redacted]	9	0.5	
	MM	Call with the Company's Financial Advisor Regarding 1113/1114 and Potential Strategic Alternatives	11	1.0	
	FV	Call with the Company's Financial Advisor Regarding 1113/1114 and Potential Strategic Alternatives	11	1.0	
	DT	Call with the Company's Financial Advisor Regarding 1113/1114 and Potential Strategic Alternatives	11	1.0	
	BL	Call with the Company's Financial Advisor Regarding 1113/1114 and Potential Strategic Alternatives	11	1.0	
	SS	Call with the Company's Financial Advisor Regarding 1113/1114 and Potential Strategic Alternatives	11	1.0	
	MM	Call with Bondholder Regarding Potential Strategic Alternatives	6	1.0	
	FV	Call with Bondholder Regarding Potential Strategic Alternatives	6	1.0	
	DT	Call with Bondholder Regarding Potential Strategic Alternatives	6	1.0	
	BL	Call with Bondholder Regarding Potential Strategic Alternatives	6	1.0	
	SS	Call with Bondholder Regarding Potential Strategic Alternatives	6	1.0	
	MM	UCC Professionals Call	16	1.0	
	FV	UCC Professionals Call	16	1.0	
	DT	UCC Professionals Call	16	1.0	
	BL	UCC Professionals Call	16	1.0	
	SS	UCC Professionals Call	16	1.0	
	FV	Review 13-Week Cash Flow Forecast in Advance of Liquidity Update Call	2	1.0	
	DT	Review 13-Week Cash Flow Forecast in Advance of Liquidity Update Call	2	1.0	
	BL	Review 13-Week Cash Flow Forecast in Advance of Liquidity Update Call	2	1.0	
	SS	Review 13-Week Cash Flow Forecast in Advance of Liquidity Update Call	2	1.0	
	DT	Liquidity Update Call with the Company's Consulting Firm	2	0.5	
	BL	Liquidity Update Call with the Company's Consulting Firm	2	0.5	
	SS	Liquidity Update Call with the Company's Consulting Firm	2	0.5	
	SS	Data Room Summary	16	0.5	
	7/12/2013	DT	[Redacted]	9	1.5
		SS	[Redacted]	9	1.5
MM		Review Court Documents	14	1.5	
FV		Review Court Documents	14	1.5	
DT		Review Court Documents	14	1.5	
BL		Review Court Documents	14	1.0	
SS	Review Court Documents	14	1.0		
FV	Call with Bondholder	16	1.0		
7/13/2013	MM	Correspondence with UCC Regarding Potential Strategic Alternatives	6	0.5	
7/14/2013	SS	Process Administration	13	1.5	
7/15/2013	MM	Call with UCC Member Regarding Potential Strategic Alternatives	6	1.0	
	FV	Call with UCC Member Regarding Potential Strategic Alternatives	6	1.0	
	DT	Call with UCC Member Regarding Potential Strategic Alternatives	6	1.0	
	BL	Call with UCC Member Regarding Potential Strategic Alternatives	6	1.0	
	SS	Call with UCC Member Regarding Potential Strategic Alternatives	6	1.0	
	FV	Call with Bondholder	16	1.5	
	MM	UCC Professionals Call in Advance of Call with the UCC, Company and Company Advisors	16	0.5	
	FV	UCC Professionals Call in Advance of Call with the UCC, Company and Company Advisors	16	0.5	
	DT	UCC Professionals Call in Advance of Call with the UCC, Company and Company Advisors	16	0.5	
	BL	UCC Professionals Call in Advance of Call with the UCC, Company and Company Advisors	16	0.5	
	SS	UCC Professionals Call in Advance of Call with the UCC, Company and Company Advisors	16	0.5	
	MM	Call with the UCC, Company and Company Advisors	15	1.5	
	FV	Call with the UCC, Company and Company Advisors	15	1.5	
	DT	Call with the UCC, Company and Company Advisors	15	1.5	
	BL	Call with the UCC, Company and Company Advisors	15	1.5	
	SS	Call with the UCC, Company and Company Advisors	15	1.5	
	MM	UCC Call Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0	
	FV	UCC Call Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0	
	DT	UCC Call Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0	
	BL	UCC Call Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0	
	SS	UCC Call Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0	
	MM	Review U.S. Trustee's Objection to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	0.5	
	FV	Review U.S. Trustee's Objection to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	0.5	
	DT	Review U.S. Trustee's Objection to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	0.5	
	BL	Review U.S. Trustee's Objection to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	0.5	
	SS	Review U.S. Trustee's Objection to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	0.5	
	7/16/2013	MM	UCC Professionals Call Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0
		FV	UCC Professionals Call Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0

Patriot Coal Corporation

Detailed Hours Summary - July 1, 2013 to July 31, 2013

Date	Professional	Activity	Category	Hours
	DT	UCC Professionals Call Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0
	BL	UCC Professionals Call Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0
	SS	UCC Professionals Call Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0
	DT	Call with the Company Regarding May Financial and Operating Performance	5	1.0
	BL	Call with the Company Regarding May Financial and Operating Performance	5	1.0
	SS	Call with the Company Regarding May Financial and Operating Performance	5	1.0
	MM	Review Court Document Relating to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	1.5
	FV	Review Court Document Relating to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	1.5
	DT	Review Court Document Relating to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	1.5
	BL	Review Court Document Relating to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	1.5
	SS	Review Court Document Relating to the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	14	1.5
	SS	Process Administration	13	3.0
	FV	Call with Bondholder	16	1.5
7/17/2013	MM	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.5
	FV	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.5
	DT	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.5
	BL	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.5
	SS	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.5
	SS	Process Administration	13	3.0
	SS	Draft Seventh Monthly Fee Statement	13	1.0
	MM	UCC Call	16	1.0
	MM	Internal Strategic Discussion Regarding 1113/1114	14	1.5
	FV	Internal Strategic Discussion Regarding 1113/1114	14	1.5
	FV	UCC Call	16	1.0
	DT	UCC Call	16	1.0
	BL	UCC Call	16	1.0
	SS	UCC Call	16	1.0
	FV	Call with Bondholder	16	1.5
7/18/2013	MM	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0
	FV	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0
	DT	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0
	BL	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0
	SS	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.0
	BL	Process Administration	13	2.0
	SS	Process Administration	13	2.0
	BL	Review Seventh Monthly Fee Statement	13	1.0
	DT	Review Quarterly Summaries of Derivative Contracts and Taxes	7	0.5
	BL	Review Quarterly Summaries of Derivative Contracts and Taxes	7	0.5
	SS	Review Quarterly Summaries of Derivative Contracts and Taxes	7	0.5
	DT	Review Proposed Equipment Lease Amendment	12	0.5
	DT	Review 13-Week Cash Flow Forecast in Advance of Liquidity Update Call	2	1.0
	BL	Review 13-Week Cash Flow Forecast in Advance of Liquidity Update Call	2	1.0
	SS	Review 13-Week Cash Flow Forecast in Advance of Liquidity Update Call	2	1.0
	DT	Liquidity Update Call with the Company's Consulting Firm	2	0.5
	BL	Liquidity Update Call with the Company's Consulting Firm	2	0.5
	SS	Liquidity Update Call with the Company's Consulting Firm	2	0.5
7/19/2013	MM	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.5
	FV	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.5
	DT	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.5
	BL	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.5
	SS	UCC Correspondence Regarding the Company's Motion Seeking Payment of Potential Backstop Parties' Professional Fees	16	1.5
	MM	Call with UCC and Company Professionals Regarding Motion Seeking Payment of Potential Backstop Parties' Professional Fees	15	0.5
	FV	Call with UCC and Company Professionals Regarding Motion Seeking Payment of Potential Backstop Parties' Professional Fees	15	0.5
	DT	Call with UCC and Company Professionals Regarding Motion Seeking Payment of Potential Backstop Parties' Professional Fees	15	0.5
	BL	Call with UCC and Company Professionals Regarding Motion Seeking Payment of Potential Backstop Parties' Professional Fees	15	0.5
	SS	Call with UCC and Company Professionals Regarding Motion Seeking Payment of Potential Backstop Parties' Professional Fees	15	0.5
7/21/2013	SS	Process Administration	13	1.5
7/22/2013	DT	Process Administration	13	1.5
	SS	Process Administration	13	2.0
	FV	Call with Bondholder	16	1.5
	FV	Review Seventh Monthly Fee Statement	13	1.5
	DT	Review Seventh Monthly Fee Statement	13	1.5
	SS	Revise Seventh Monthly Fee Statement	13	1.0
	FV	Review Proposed Bridgehouse Settlement	14	2.0
	DT	Review Proposed Bridgehouse Settlement	14	2.0
	BL	Review Proposed Bridgehouse Settlement	14	2.0
	SS	Review Proposed Bridgehouse Settlement	14	2.0
	DT	Call with Legal Counsel Regarding Proposed Bridgehouse Settlement	14	1.0
	BL	Call with Legal Counsel Regarding Proposed Bridgehouse Settlement	14	1.0

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Date	Professional	Activity	Category	Hours
	SS	Call with Legal Counsel Regarding Proposed Bridgehouse Settlement	14	1.0
	FV	Internal Strategic Discussion Regarding Proposed Bridgehouse Settlement	14	1.0
	DT	Internal Strategic Discussion Regarding Proposed Bridgehouse Settlement	14	1.0
	BL	Internal Strategic Discussion Regarding Proposed Bridgehouse Settlement	14	1.0
	SS	Internal Strategic Discussion Regarding Proposed Bridgehouse Settlement	14	1.0
	DT	Review Tier I and II Claims Settlement Report	7	1.0
	BL	Review Tier I and II Claims Settlement Report	7	1.0
	SS	Review Tier I and II Claims Settlement Report	7	1.0
7/23/2013	SS	Review June Financial and Operating Performance and Draft Diligence Questions	5	1.5
	DT	Review June Financial and Operating Performance and Diligence Questions	5	1.0
	BL	Review June Financial and Operating Performance and Diligence Questions	5	1.0
	SS	Revise Diligence Questions Regarding June Financial and Operating Performance	5	0.5
	DT	Omnibus Hearing (Phone)	14	1.5
	BL	Omnibus Hearing (Phone)	14	1.5
	SS	Omnibus Hearing (Phone)	14	1.5
	BL	Call with Internal Legal Professional Regarding Conflicts Check	13	0.5
	SS	Call with Internal Legal Professional Regarding Conflicts Check	13	0.5
	FV	Call with Bondholder	16	0.5
	BL	[Redacted]	14	0.5
	SS	[Redacted]	14	0.5
	MM	Review Seventh Monthly Fee Statement	13	1.0
	DT	Correspondence with Legal Counsel Regarding Proposed Bridgehouse Settlement	14	0.5
	SS	Draft Chart of the Company's Historical Stock Price	14	1.5
	MM	Review 2013/2014 Flash Update	5	2.0
	FV	Review 2013/2014 Flash Update	5	2.0
	DT	Review 2013/2014 Flash Update	5	2.0
	BL	Review 2013/2014 Flash Update	5	2.0
	SS	Review 2013/2014 Flash Update	5	2.0
7/24/2013	BL	Review Chart of the Company's Historical Stock Price	14	0.5
	SS	Revise Conflicts Check Disclosure Schedule	13	2.5
	BL	Review Conflicts Check Disclosure Schedule	13	2.0
7/25/2013	MM	Call with UCC and Company Professionals Regarding Potential Strategic Alternatives	6	1.0
	FV	Call with UCC and Company Professionals Regarding Potential Strategic Alternatives	6	1.0
	DT	Call with UCC and Company Professionals Regarding Potential Strategic Alternatives	6	1.0
	BL	Call with UCC and Company Professionals Regarding Potential Strategic Alternatives	6	1.0
	SS	Call with UCC and Company Professionals Regarding Potential Strategic Alternatives	6	1.0
	DT	Review 13-Week Cash Flow Forecast in Advance of Liquidity Update Call	2	1.0
	BL	Review 13-Week Cash Flow Forecast in Advance of Liquidity Update Call	2	1.0
	SS	Review 13-Week Cash Flow Forecast in Advance of Liquidity Update Call	2	1.0
	DT	Liquidity Update Call with the Company's Consulting Firm	2	0.5
	BL	Liquidity Update Call with the Company's Consulting Firm	2	0.5
	SS	Liquidity Update Call with the Company's Consulting Firm	2	0.5
	MM	Analyze Potential Strategic Alternative	6	1.0
	FV	Analyze Potential Strategic Alternative	6	1.0
	DT	Analyze Potential Strategic Alternative	6	1.0
	BL	Analyze Potential Strategic Alternative	6	0.5
	SS	Analyze Potential Strategic Alternative	6	0.5
	MM	Internal Strategic Discussion Regarding Potential Strategic Alternative	14	1.0
	FV	Internal Strategic Discussion Regarding Potential Strategic Alternative	14	1.0
	DT	Internal Strategic Discussion Regarding Potential Strategic Alternative	14	1.0
	BL	Internal Strategic Discussion Regarding Potential Strategic Alternative	14	1.0
	SS	Internal Strategic Discussion Regarding Potential Strategic Alternative	14	1.0
	MM	UCC Professionals Call	16	0.5
	FV	UCC Professionals Call	16	0.5
	DT	UCC Professionals Call	16	0.5
	BL	UCC Professionals Call	16	0.5
	SS	UCC Professionals Call	16	0.5
	MM	Call with the Company's Financial Advisor Regarding Potential Strategic Alternatives	6	0.5
	DT	Call with the Company's Financial Advisor Regarding Potential Strategic Alternatives	6	0.5
	SS	Call with the Company's Financial Advisor Regarding Potential Strategic Alternatives	6	0.5
	SS	Correspondence with the Company's Consulting Firm Regarding June Financial and Operational Performance	5	0.5
	SS	Data Room Summary	16	0.5
7/26/2013	DT	Call with Legal Counsel to Discuss Stipulation Regarding Certain Leases	12	1.0
	BL	Call with Legal Counsel to Discuss Stipulation Regarding Certain Leases	12	1.0
	SS	Call with Legal Counsel to Discuss Stipulation Regarding Certain Leases	12	1.0
	FV	Review Summary of Bridgehouse Settlement and UCC Recommendation	14	0.5
	DT	Review Summary of Bridgehouse Settlement and UCC Recommendation	14	0.5
	BL	Review Summary of Bridgehouse Settlement and UCC Recommendation	14	0.5
	SS	Review Summary of Bridgehouse Settlement and UCC Recommendation	14	0.5

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Date	Professional	Activity	Category	Hours
	DT	Correspondence with the Company's Consulting Firm Regarding Certain Leases	12	0.5
	BL	Correspondence with the Company's Consulting Firm Regarding Certain Leases	12	0.5
	FV	Call with Bondholder	16	1.5
	MM	Review Appellee Brief Regarding 1113/1114 Appeal	11	1.0
	FV	Review Appellee Brief Regarding 1113/1114 Appeal	11	1.0
	DT	Review Appellee Brief Regarding 1113/1114 Appeal	11	1.0
	BL	Review Appellee Brief Regarding 1113/1114 Appeal	11	1.0
	SS	Review Appellee Brief Regarding 1113/1114 Appeal	11	1.0
	MM	Review Stipulation Modifying Automatic Stay	14	0.5
	FV	Review Stipulation Modifying Automatic Stay	14	0.5
	DT	Review Stipulation Modifying Automatic Stay	14	0.5
	BL	Review Stipulation Modifying Automatic Stay	14	0.5
	SS	Review Stipulation Modifying Automatic Stay	14	0.5
7/29/2013	SS	Correspondence with the Company's Consulting Firm Regarding June Financial and Operating Performance	5	0.5
	FV	Internal Strategic Discussion Regarding Flash Update Presentation	14	1.0
	DT	Internal Strategic Discussion Regarding Flash Update Presentation	14	1.0
	BL	Internal Strategic Discussion Regarding Flash Update Presentation	14	1.0
	SS	Internal Strategic Discussion Regarding Flash Update Presentation	14	1.0
	SS	Draft Flash Update Presentation	5	2.5
	DT	Call with Legal Counsel to Discuss Stipulation Regarding Certain Leases	12	0.5
	BL	Call with Legal Counsel to Discuss Stipulation Regarding Certain Leases	12	0.5
	SS	Call with Legal Counsel to Discuss Stipulation Regarding Certain Leases	12	0.5
	DT	[Redacted]	14	1.0
	BL	[Redacted]	14	1.0
	SS	[Redacted]	14	1.0
	MM	Review Proposed DIP Amendment	1	1.5
	FV	Review Proposed DIP Amendment	1	1.5
	DT	Review Proposed DIP Amendment	1	1.5
	BL	Review Proposed DIP Amendment	1	1.5
	SS	Review Proposed DIP Amendment	1	1.5
	MM	Review Motion to Extend Exclusivity	14	1.5
	FV	Review Motion to Extend Exclusivity	14	1.5
	DT	Review Motion to Extend Exclusivity	14	1.5
	BL	Review Motion to Extend Exclusivity	14	1.5
	SS	Review Motion to Extend Exclusivity	14	1.5
7/30/2013	FV	Internal Strategic Discussion Regarding Flash Update Presentation	14	0.5
	DT	Internal Strategic Discussion Regarding Flash Update Presentation	14	0.5
	BL	Internal Strategic Discussion Regarding Flash Update Presentation	14	0.5
	SS	Internal Strategic Discussion Regarding Flash Update Presentation	14	0.5
	SS	Draft Flash Update Presentation	5	3.0
	BL	Process Administration	5	1.5
	SS	Process Administration	13	2.0
	BL	Review Conflicts Check Disclosure Schedule	13	1.5
	MM	Internal Strategic Discussion Regarding Potential Strategic Alternatives	14	1.0
	FV	Internal Strategic Discussion Regarding Potential Strategic Alternatives	14	1.0
	MM	Call with the Company's Financial Advisor Regarding Proposed DIP Amendment	1	1.5
	FV	Call with the Company's Financial Advisor Regarding Proposed DIP Amendment	1	1.5
	DT	Call with the Company's Financial Advisor Regarding Proposed DIP Amendment	1	1.5
	BL	Call with the Company's Financial Advisor Regarding Proposed DIP Amendment	1	1.5
	SS	Call with the Company's Financial Advisor Regarding Proposed DIP Amendment	1	1.5
	DT	Correspondence with the Company's Consulting Firm Regarding Certain Leases	12	0.5
	DT	Review Amended Proposed Equipment Lease Amendment	12	0.5
	DT	[Redacted]	14	0.5
	BL	[Redacted]	14	0.5
	SS	[Redacted]	14	0.5
7/31/2013	MM	Internal Strategic Discussion Regarding Proposed DIP Amendment	14	1.0
	FV	Internal Strategic Discussion Regarding Proposed DIP Amendment	14	1.0
	DT	Internal Strategic Discussion Regarding Proposed DIP Amendment	14	1.0
	BL	Internal Strategic Discussion Regarding Proposed DIP Amendment	14	1.0
	SS	Internal Strategic Discussion Regarding Proposed DIP Amendment	14	1.0
	SS	Revise Conflicts Check Disclosure Schedule	13	1.5
	BL	Review Conflicts Check Disclosure Schedule	13	1.0
	DT	Correspondence with Internal Professionals Regarding Conflicts Check Disclosure Schedule	13	1.0
	BL	Correspondence with Internal Professionals Regarding Conflicts Check Disclosure Schedule	13	1.0
	SS	Correspondence with Internal Professionals Regarding Conflicts Check Disclosure Schedule	13	1.0
	SS	Draft Flash Update Presentation	5	2.5
	BL	Review Flash Update Presentation	5	2.5
	SS	Revise Flash Update Presentation	5	2.0
	DT	Review Court Documents	14	1.0

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Date	Professional	Activity	Category	Hours
	BL	Review Court Documents	14	1.0
	SS	Review Court Documents	14	1.0