

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

In re:

NOVATION COMPANIES, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-11153 (JTD)

(Jointly Administered)

Objection Deadline:

November 20, 2023 at 4:00 p.m. (ET)

Hearing Date for Final Fee Application:

December 13, 2023 at 3:00 p.m. (ET)

**SUMMARY OF THIRD MONTHLY AND FINAL APPLICATION OF
YOUNG CONAWAY STARGATT & TAYLOR, LLP, AS COUNSEL TO THE
DEBTORS AND DEBTORS IN POSSESSION, FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE
MONTHLY PERIOD FROM OCTOBER 1, 2023 THROUGH OCTOBER 26, 2023 AND
FOR THE FINAL PERIOD FROM AUGUST 13, 2023 THROUGH OCTOBER 26, 2023**

Name of Applicant:

Young Conaway Stargatt & Taylor, LLP

Authorized to Provide Professional Services to:

Debtors and Debtors in Possession

Date of Retention:

August 13, 2023 (order entered September 11, 2023)

Monthly Period for which compensation and reimbursement is sought:

October 1, 2023 through October 26, 2023

Monthly Amount of Compensation sought as actual, reasonable and necessary:

\$86,138.00

Monthly Amount of Expense Reimbursement
sought as actual, reasonable and necessary:

\$261.98

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Novation Companies, Inc. (0661), Novation Holding, Inc. (7576), Healthcare Staffing, Inc. (6045), and NovaStar Mortgage LLC (0743). The mailing address for each of the Debtors is 1724 Phoenix Parkway, Building 600, College Park, GA 30349.

Final Period for which compensation and reimbursement is sought:

August 13, 2023 through October 26, 2023

Final Amount of Compensation sought as actual, reasonable and necessary:

\$358,572.50

Final Amount of Expense Reimbursement sought as actual, reasonable and necessary:

\$356.15

This is a: X monthly X final application

This application includes 0.70 hours and \$355.50 in fees incurred in connection with the preparation of Fee Applications.

Prior applications:

		Requested		Approved	
Date Filed / Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
9/11/23; D.I. 115	8/13/23 - 8/31/23	\$92,314.50	\$17.57	-	-
10/5/23; D.I. 147	9/1/23 - 9/30/23	\$180,120.00	\$76.60	-	-

COMPENSATION BY INDIVIDUAL

Name of Professional Person	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (\$)	Total Billed Hours	Total Compensation (\$)
Robert F. Poppiti, Jr.	Partner since 2018. Joined firm as an associate in 2007. Member of the DE Bar since 2007 and NY Bar since 2015.	890.00	72.50	64,525.00
Timothy J. Snyder	Partner since 1991. Joined firm as an associate in 1985. Member of PA Bar since 1981 and DE Bar since 1985.	725.00	5.60	4,060.00
Allison S. Mielke	Joined firm as an associate in 2017. Member of DE Bar since 2013.	685.00	19.70	13,494.50
Kristin L. McElroy	Joined firm as an associate in 2022. Member of DE Bar since 2022.	475.00	4.30	2,042.50
Troy Bollman	Paralegal	355.00	5.40	1,917.00
Lisa Lesky	Paralegal	330.00	0.30	99.00
Grand Total:			107.80	86,138.00
Blended Rate:		799.05		

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees (\$)
Case Administration (B001)	0.80	317.00
Court Hearings (B002)	6.60	5,142.00
Schedules & Statements, U.S. Trustee Reports (B004)	2.00	1,369.00
Lease/Executory Contract Issues (B005)	3.10	2,718.00
Use, Sale or Lease of Property (363 issues) (B006)	0.10	68.50
Claims Analysis, Objections and Resolutions (B007)	1.70	1,369.50
Meetings (B008)	0.90	616.50
Stay Relief Matters (B009)	7.60	6,764.00
Other Adversary Proceedings (B011)	3.90	2,671.50
Plan and Disclosure Statement (B012)	60.50	50,953.50
Creditor Inquiries (B013)	0.30	205.00
General Corporate Matters (B014)	1.70	1,472.00
Employee Matters (B015)	10.70	8,185.00
Retention of Professionals/Fee Issues (B017)	7.20	3,931.00
Fee Application Preparation (B018)	0.70	355.50
TOTAL	107.80	86,138.00

EXPENSE SUMMARY

Expenses Category	Total Expenses (\$)
Computerized Legal Research – WESTLAW	12.88
Deposition/Transcript	240.40
Docket Retrieval/Search	3.30
Reproduction Charges	5.40
TOTAL	261.98

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

In re:	)	
	)	Chapter 11
	)	
NOVATION COMPANIES, INC., <i>et al.</i> , ¹	)	Case No. 23-11153 (JTD)
	)	
Debtors.	)	(Jointly Administered)
	)	
	)	<u>Objection Deadline:</u>
	)	November 20, 2023 at 4:00 p.m. (ET)
	)	
	)	<u>Hearing Date for Final Fee Application:</u>
	)	December 13, 2023 at 3:00 p.m. (ET)

**THIRD MONTHLY AND FINAL APPLICATION OF
YOUNG CONAWAY STARGATT & TAYLOR, LLP, AS COUNSEL TO
THE DEBTORS AND DEBTORS IN POSSESSION, FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE
MONTHLY PERIOD FROM OCTOBER 1, 2023 THROUGH OCTOBER 26, 2023 AND
FOR THE FINAL PERIOD FROM AUGUST 13, 2023 THROUGH OCTOBER 26, 2023**

Pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “**Bankruptcy Code**”), and rule 2016 of the Federal Rules of Bankruptcy Procedure, and in accordance with that certain *Order Authorizing the Retention of Young Conaway Stargatt & Taylor, LLP as Bankruptcy Counsel for the Debtors, Effective as of the Petition Date* [Docket No. 110] (the “**Retention Order**”) and that certain *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 114] (the “**Interim Compensation Order**”), the law firm of Young Conaway Stargatt & Taylor, LLP (“**Young Conaway**”) hereby applies (this “**Application**”) to the United States Bankruptcy Court

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Novation Companies, Inc. (0661), Novation Holding, Inc. (7576), Healthcare Staffing, Inc. (6045), and NovaStar Mortgage LLC (0743). The mailing address for each of the Debtors is 1724 Phoenix Parkway, Building 600, College Park, GA 30349.

for the District of Delaware (the “**Court**”) for reasonable compensation for professional legal services rendered as counsel to the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), in the amount of \$86,138.00, together with reimbursement for actual and necessary expenses incurred in the amount of \$261.98, for the monthly period from October 1, 2023 through and including October 26, 2023 (the “**Monthly Fee Period**”), and in the amount of \$358,572.50, together with reimbursement for actual and necessary expenses incurred in the amount of \$356.15, for the final period from August 13, 2023 through and including October 26, 2023 (the “**Final Fee Period**”). In support of this Application, Young Conaway respectfully represents as follows:

BACKGROUND

1. On August 13, 2023 (the “**Petition Date**”), each of the Debtors filed a voluntary petition with the Court under chapter 11 of the Bankruptcy Code.
2. Pursuant to the Retention Order, Young Conaway was retained to represent the Debtors as bankruptcy counsel in connection with these chapter 11 cases, effective as of the Petition Date. The Retention Order authorizes Young Conaway to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.
3. All services for which compensation is requested herein by Young Conaway were performed for or on behalf of the Debtors.

SUMMARY OF SERVICES RENDERED

4. Attached hereto as **Exhibit A** is a detailed statement of fees incurred during the Monthly Fee Period, showing the amount of \$86,138.00 due for fees.
5. The services rendered by Young Conaway during the Monthly Fee Period are grouped into the categories set forth in **Exhibit A**. The attorneys and paralegals who rendered

services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in the attachments hereto.

DISBURSEMENTS

6. Young Conaway has incurred out-of-pocket disbursements during the Monthly Fee Period in the amount of \$261.98. Attached hereto as **Exhibit B** is a detailed statement of expenses paid during the Monthly Fee Period. This out-of-pocket disbursement sum is broken down into categories of charges, including, among other things, telephone and telecopier toll and other charges, mail and express mail charges, special or hand delivery charges, document processing, photocopying charges, charges for mailing supplies (including, without limitation, envelopes and labels) provided by Young Conaway to outside copying services for use in mass mailings, travel expenses, expenses for “working meals,” computerized research, transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. A complete review by category of the expenses incurred for the Monthly Fee Period may be found attached hereto as **Exhibit B**.

7. Costs incurred for overtime and computer assisted research are not included in Young Conaway’s normal hourly billing rates and, therefore, are itemized and included in Young Conaway’s disbursements. Pursuant to Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), Young Conaway represents that its rate for duplication is \$0.10 per page for black and white copies and \$0.80 per page for color copies, its rate for outgoing telecopier transmissions is \$0.25 per page (excluding related long distance transmission charges), there is no charge for incoming telecopier transmissions, and there is no surcharge for computerized research.

VALUATION OF SERVICES

8. Attorneys and paraprofessionals of Young Conaway have expended a total of 107.80 hours in connection with this matter during the Monthly Fee Period.

9. The amount of time spent by each of these persons providing services to the Debtors for the Monthly Fee Period is fully set forth in the detail attached hereto as **Exhibit A**. These are Young Conaway's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by Young Conaway for the Monthly Fee Period as counsel for the Debtors in these chapter 11 cases is \$86,138.00.

10. Young Conaway believes that the time entries included in **Exhibit A** attached hereto and the expense breakdown set forth in **Exhibit B** attached hereto are in compliance with the requirements of Local Rule 2016-2.

11. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given (a) the complexity of these chapter 11 cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under chapter 11 of the Bankruptcy Code.

REQUEST FOR FINAL APPROVAL OF FEES AND EXPENSES

12. By this Application, Young Conaway seeks final approval of all fees and expenses incurred during the Final Fee Period in the amounts of \$358,572.50 and \$356.15, respectively. During the Final Fee Period, Young Conaway performed necessary services and incurred out-of-pocket disbursements for the Debtors and their estates. As set forth in prior monthly applications and this Application, in accordance with the factors enumerated in section 330 of the Bankruptcy Code, approval of the fees requested for the Final Fee Period is fair and reasonable. In addition,

the out-of-pocket disbursements for which reimbursement is sought were actual, reasonable and necessary costs incurred while representing the Debtors and of preserving the value of the Debtors' estates.

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CONCLUSION

WHEREFORE, Young Conaway requests that allowance be made to it in the sum of \$86,138.00 as compensation for necessary professional services rendered to the Debtors for, and the sum of \$261.98 for reimbursement of actual necessary costs and expenses incurred during, the Monthly Fee Period, and in the sum of \$358,572.50 as compensation for necessary professional services rendered to the Debtors for, and the sum of \$356.15 for reimbursement of actual necessary costs and expenses incurred during, the Final Fee Period, and further requests such other and further relief as this Court may deem just and proper.

Dated: November 6, 2023
Wilmington, DE

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Robert F. Poppiti, Jr.

Robert S. Brady (No. 2847)

Robert F. Poppiti, Jr. (No. 5052)

Allison S. Mielke (No. 5934)

Kristin L. McElroy (No. 6871)

1000 North King Street

Wilmington, DE 19801

Telephone: (302) 571-6600

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rpoppiti@ycst.com

amielke@ycst.com

kmcelroy@ycst.com

Counsel to the Debtors

CERTIFICATION OF COMPLIANCE WITH LOCAL RULE 2016-2

I, Robert F. Poppiti, Jr., hereby certify as follows:

1. I am a Partner in the applicant firm, Young Conaway Stargatt & Taylor, LLP (“**Young Conaway**”), and have been admitted to the bar of the Supreme Court of Delaware since 2007.

2. I have personally performed many of the legal services rendered by Young Conaway as counsel to Novation Companies, Inc. and its affiliated debtors and debtors in possession in connection with their chapter 11 cases, and am generally familiar with all other work performed on behalf of the lawyers and paraprofessionals at Young Conaway.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information, and belief. Moreover, I have reviewed the requirements of Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware and submit that the Application complies with such requirements.

Dated: November 6, 2023

/s/ Robert F. Poppiti, Jr.

ROBERT F. POPPITI, JR.

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

In re:	)	
	)	Chapter 11
NOVATION COMPANIES, INC., <i>et al.</i> , ¹	)	
	)	Case No. 23-11153 (JTD)
	)	
Debtors.	)	(Jointly Administered)
	)	
	)	<u>Objection Deadline:</u>
	)	November 20, 2023 at 4:00 p.m. (ET)
	)	
	)	<u>Hearing Date for Final Fee Application:</u>
	)	December 13, 2023 at 3:00 p.m. (ET)

NOTICE OF THIRD MONTHLY AND FINAL FEE APPLICATION

PLEASE TAKE NOTICE that the *Third Monthly and Final Application of Young Conaway Stargatt & Taylor, LLP, as Counsel to the Debtors and Debtors in Possession, for Allowance of Compensation and Reimbursement of Expenses Incurred for the Monthly Period from October 1, 2023 Through October 26, 2023 and for the Final Period from August 13, 2023 Through October 26, 2023* (the “**Application**”) has been filed with the United States Bankruptcy Court for the District of Delaware (the “**Court**”). The Application seeks (i) allowance of monthly fees in the amount of \$86,138.00 and monthly expenses in the amount of \$261.98, and (ii) allowance of final fees in the amount of \$358,572.50 and final expenses in the amount of \$356.15 (the “**Final Fee Application**”).

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, are required to be filed **on or before November 20, 2023 at 4:00 p.m. (ET)** (the “**Objection Deadline**”) with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 N. Market Street, Wilmington, Delaware 19801. You must also serve any such objection so as to be received by the following on or before the Objection Deadline: (i) counsel for the Debtors, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, Delaware 19801, Attn: Robert F. Poppiti, Jr. (rpoppiti@ycst.com) and Allison S. Mielke (amielke@ycst.com); (ii) counsel to the Reorganized Debtors and the Lead Plan Sponsor, (a) Loeb & Loeb, LLP, 345 Park Avenue, New York, New York 10154, Attn: Daniel B. Besikof (dbesikof@loeb.com), and (b) Morris James, LLP, 500 Delaware Avenue, Suite 1500, Wilmington, DE 19801, Attn: Eric J. Monzo (emonzo@morrisjames.com) and Brya M. Keilson (bkeilson@morrisjames.com); and (iii) the Office of the United States Trustee for the District of Delaware, 844 N. King Street, Room 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Richard L. Schepacarter (richard.schepacarter@usdoj.gov).

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PLEASE TAKE FURTHER NOTICE THAT, PURSUANT TO THE *ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR RETAINED PROFESSIONALS* [DOCKET NO. 114], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF THE REQUESTED MONTHLY FEES AND 100% OF THE REQUESTED MONTHLY EXPENSES WITHOUT FURTHER ORDER OF THE COURT.

PLEASE TAKE FURTHER NOTICE THAT A HEARING TO CONSIDER APPROVAL OF THE FINAL FEE APPLICATION WILL BE HELD ON **DECEMBER 13, 2023 AT 3:00 P.M. (ET)** BEFORE THE HONORABLE JOHN T. DORSEY IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 N. MARKET STREET, 5TH FLOOR, COURTROOM NO. 5, WILMINGTON, DELAWARE 19801.

PLEASE TAKE FURTHER NOTICE THAT, IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE FINAL FEE APPLICATION WITHOUT FURTHER NOTICE OR A HEARING.

Dated: November 6, 2023
Wilmington, DE

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Robert F. Poppiti, Jr.

Robert S. Brady (No. 2847)
Robert F. Poppiti, Jr. (No. 5052)
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Counsel to the Debtors

EXHIBIT A

RODNEY SQUARE
1000 NORTH KING STREET
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P.O. BOX 391
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Novation Companies
1000 North King Street
Wilmington, DE 19801

Invoice Date: October 31, 2023
Invoice Number: 50046564
Matter Number: 102284.1001

Re: In re Novation Companies, Inc., et al.

CURRENT INVOICE

Professional Services	\$	86,138.00
Disbursements	\$	<u>261.98</u>
Total Due This Invoice	\$	86,399.98

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

Time Detail

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/02/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
10/05/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
10/06/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
10/14/23	AMIEL	Emails with client re: document inquiry	B001	0.10	68.50
10/20/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
10/23/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
10/25/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
10/26/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
10/01/23	AMIEL	Review agenda for confirmation hearing	B002	0.20	137.00
10/02/23	AMIEL	Review and finalize agenda and coordinate for filing	B002	0.10	68.50
10/02/23	AMIEL	Review and finalize agenda and coordinate for filing	B002	0.10	68.50
10/02/23	RFPOP	Review and comment on draft agenda for confirmation hearing, and email to and from A. Mielke re: same	B002	0.20	178.00
10/02/23	TBOLL	Update and finalize for filing agenda of matters scheduled for hearing on October 4, 2023	B002	0.50	177.50
10/02/23	TBOLL	Submit agenda and related pleadings to the Court re: hearing on October 4, 2023	B002	0.30	106.50
10/03/23	AMIEL	Emails with T. Bollman and R. Poppiti re: hearing preparation	B002	0.10	68.50
10/03/23	RFPOP	Prepare for confirmation hearing	B002	2.80	2,492.00
10/03/23	TBOLL	Assist in preparations re: hearing on October 4, 2023	B002	0.30	106.50
10/04/23	AMIEL	Attend confirmation hearing	B002	0.20	137.00
10/04/23	RFPOP	Prepare for (1.3) and attend (.3) confirmation hearing, and follow-up email to and from UST (.2) re: same	B002	1.80	1,602.00

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/19/23	AMIEL	Emails with C. Celenza re: monthly operating reports	B004	0.10	68.50
10/19/23	RFPOP	Emails from A. Mielke and Cole Celenza re: September 2023 monthly operating reports	B004	0.10	89.00
10/20/23	RFPOP	Review draft September 2023 monthly operating reports, and email from Cole Celenza re: same	B004	0.30	267.00
10/23/23	AMIEL	Emails with T. Bollman and C. Celenza re: monthly operating reports (.1); confer with C. Celenza re: monthly operating reports (.2); finalize same and coordinate same for filing (.3)	B004	0.60	411.00
10/23/23	RFPOP	Emails from A. Mielke and Cole Celenza re: revised draft September 2023 monthly operating reports, and review same	B004	0.40	356.00
10/23/23	TBOLL	Finalize for filing September 2023 MORs	B004	0.50	177.50
10/01/23	AMIEL	Emails with R. Poppiti re: contract issues	B005	0.10	68.50
10/01/23	RFPOP	Email to and from A. Mielke re: contract assumption and cure issues, and consider related issues re: same	B005	0.20	178.00
10/02/23	RFPOP	Emails from counsel for plan sponsor (Dan Besikof) and counsel for Iron Mountain (Jackie Price) re: Iron Mountain contracts, and review materials from counsel for Iron Mountain and consider related issues re: same	B005	0.50	445.00
10/03/23	RFPOP	Emails to and from Cole Celenza, counsel for plan sponsor (Dan Besikof) and counsel for Iron Mountain (Jackie Price) re: Iron Mountain contract and related issues (.2), and review Iron Mountain proof of claim (.2) re: same	B005	0.40	356.00
10/10/23	AMIEL	Emails with K. Reeves re: contract assumption	B005	0.10	68.50
10/10/23	RFPOP	Emails to and from counsel for plan sponsor (Dan Besikof) and counsel for Iron Mountain (Jackie Price) re: assumption and cure issues	B005	0.10	89.00
10/11/23	RFPOP	Emails to and from counsel for plan sponsor (Dan Besikof) and counsel for landlord (Kim Reeves) re: assumption and cure issues	B005	0.30	267.00

Novation Companies

Invoice Date:

October 31, 2023

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102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/17/23	RFPOP	Emails to and from counsel for plan sponsor (Dan Besikof) (.3), call to and email to counsel for AFCO (Marc Milano) (.2), and call with A. Mielke (.3) re: assumption and cure issues, and review plan (.3) re: same	B005	1.10	979.00
10/20/23	RFPOP	Emails from counsel for plan sponsor (Dan Besikof) and counsel for Iron Mountain (Jackie Price) re: assumption and cure issues	B005	0.10	89.00
10/25/23	RFPOP	Emails to and from counsel for plan sponsor (Dan Besikof) re: assumption and cure issues	B005	0.20	178.00
10/02/23	AMIEL	Emails with J. Swearer, D. Besikof and R. Poppiti re: inventory lists and document storage issues	B006	0.10	68.50
10/02/23	AMIEL	Emails with K. McElroy and D. Besikof re: claims issues	B007	0.20	137.00
10/02/23	RFPOP	Emails from A. Mielke and counsel for plan sponsor (Dan Besikof) re: workers compensation claims	B007	0.20	178.00
10/03/23	AMIEL	Emails with E. Lang re: claim settlement and litigation	B007	0.10	68.50
10/03/23	AMIEL	Emails with R. Poppiti, claimant, and D. Besikof re: document storage claims and issues	B007	0.10	68.50
10/03/23	RFPOP	Briefly review claims register for additional claims filed since general bar date	B007	0.20	178.00
10/03/23	RFPOP	Email to and from company litigation counsel (Eric Lang) re: Coleman litigation claim	B007	0.10	89.00
10/09/23	AMIEL	Emails with E. Lang, D. Besikof and R. Poppiti re: claim resolution	B007	0.10	68.50
10/09/23	RFPOP	Emails to and from company litigation counsel (Eric Lang) and counsel for plan sponsor (Dan Besikof) re: proposed resolution of Coleman litigation claim	B007	0.20	178.00
10/17/23	RFPOP	Emails to and from company litigation counsel (Eric Lang) and counsel for plan sponsor (Dan Besikof) re: Coleman litigation claim	B007	0.10	89.00
10/19/23	AMIEL	Emails with D. Besikof, M. Wyse, and T. Cameron re: claim objection	B007	0.10	68.50
10/19/23	AMIEL	Emails with R. Poppiti and D. Besikof re: claims	B007	0.10	68.50

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

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102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/19/23	RFPOP	Emails from company litigation counsel (Eric Lang) and counsel for plan sponsor (Dan Besikof) re: Coleman claim	B007	0.10	89.00
10/19/23	RFPOP	Emails from Mike Wyse, company and counsel for plan sponsor (Dan Besikof) re: Berkshire Hathaway claim	B007	0.10	89.00
10/04/23	AMIEL	Confer with R. Poppiti re: case issues	B008	0.20	137.00
10/13/23	AMIEL	Call with R. Poppiti re: misc. case issues and updates	B008	0.50	342.50
10/17/23	AMIEL	Confer with R. Poppiti re: case issues	B008	0.20	137.00
10/04/23	RFPOP	Email from counsel for MLRN (Joseph Saladino) re: third party subpoena, and review same	B009	0.30	267.00
10/05/23	RFPOP	Call with A. Mielke re: litigation discovery issues	B009	0.20	178.00
10/09/23	RFPOP	Emails to and from A. Mielke re: non-bankruptcy litigation and related discovery issues	B009	0.20	178.00
10/10/23	RFPOP	Meet with A. Mielke re: pending litigation/third-party discovery	B009	0.30	267.00
10/12/23	RFPOP	Emails to and from A. Mielke and counsel for plan sponsor (Dan Besikof) re: litigation and third-party discovery (.3), and consider related issues (.2) re: same	B009	0.50	445.00
10/13/23	RFPOP	Call with A. Mielke and counsel for MLRN (Joe Saladino) (.3) re: MLRN third-party subpoena, and prepare for same (.3) and follow-up call with A. Mielke (.5) re: same and related issues	B009	1.10	979.00
10/13/23	RFPOP	Emails to and from A. Mielke, Mike Wyse and counsel for plan sponsor (Dan Besikof) re: Edenfeld third-party subpoena	B009	0.30	267.00
10/16/23	RFPOP	Email to and from counsel for MLRN (Joe Saladino) (.2), email to and from Mike Wyse (.3), and call with company litigation counsel (.2) re: MLRN third-party subpoena, and review subpoena (.7) re: same	B009	1.40	1,246.00
10/17/23	RFPOP	Emails to and from Mike Wyse and counsel for MLRN (Joe Saladino) re: MLRN third-party subpoena (.3), and review related documents from counsel for MLRN (1.1) re: same	B009	1.40	1,246.00

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/17/23	RFPOP	Email to company litigation counsel (Charlie McDaniel) re: third-party subpoena re: Edenfield litigation	B009	0.10	89.00
10/18/23	RFPOP	Emails to and from counsel for MLRN (Joe Saladino) re: MLRN third-party subpoena (.1), and review and comment on draft records affidavit from counsel for MLRN (.6) re: same	B009	0.70	623.00
10/19/23	RFPOP	Review and comment on revised draft records certification from counsel for MLRN re: MLRN third-party subpoena in connection with Edenfield litigation (.4), and email from counsel for MLRN (Joe Saladino) (.1) and email to and from Mike Wyse (.2) re: same	B009	0.70	623.00
10/23/23	RFPOP	Emails to and from Mike Wyse, counsel for MLRN (Joe Saladino), and counsel for plan sponsor (Dan Besikof) re: resolution of MLRN third-party subpoena re: Edenfield litigation; emails to and from A. Mielke, company litigation counsel (Eric Lang) and counsel for plan sponsor (Dan Besikof) re: Edenfield litigation	B009	0.40	356.00
10/05/23	AMIEL	Emails with L. Whatling re: discovery request	B011	0.10	68.50
10/09/23	AMIEL	Emails with J. Saladino and R. Poppiti re: discovery request (.1); emails with D. Besikof and C. McDaniel re: discovery request (.1)	B011	0.20	137.00
10/10/23	AMIEL	Emails with C. McDaniel re: discovery requests	B011	0.10	68.50
10/10/23	AMIEL	Confer with R. Poppiti re: discovery requests (.3); emails with M. Wyse re: same (.1)	B011	0.40	274.00
10/11/23	AMIEL	Confer with C. Campbell re: discovery requests	B011	0.50	342.50
10/11/23	AMIEL	Emails with C. McDaniel re: discovery requests	B011	0.10	68.50
10/12/23	AMIEL	Emails with L. Whatling, R. Poppiti, and D. Besikof re: discovery request (.1); review and revise response to discovery request (.4); confer with K. Guerke re: same (.2)	B011	0.70	479.50
10/12/23	AMIEL	Emails with client re: legacy securities and related discovery request	B011	0.10	68.50

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/13/23	AMIEL	Teleconference with R. Poppiti and plaintiff's counsel re: discovery request (.3); review discovery request in advance of same (.1)	B011	0.40	274.00
10/13/23	AMIEL	Emails with M. Wyse, C. Celenza, R. Poppiti, and D. Besikof re: discovery issues	B011	0.20	137.00
10/16/23	AMIEL	Emails with D. Besikof re: discovery response	B011	0.10	68.50
10/16/23	AMIEL	Emails with J. Saladino, M. Wyse, and R. Poppiti re: discovery response	B011	0.10	68.50
10/17/23	AMIEL	Emails with R. Poppiti and J. Saladino re: discovery response (.1); confer with R. Poppiti re: same (.3)	B011	0.40	274.00
10/17/23	AMIEL	Emails with C. McDaniel re: discovery response	B011	0.10	68.50
10/18/23	AMIEL	Emails with J. Saladino and R. Poppiti re: discovery response	B011	0.10	68.50
10/19/23	AMIEL	Emails with R. Poppiti and plaintiff's counsel re: discovery response	B011	0.10	68.50
10/23/23	AMIEL	Emails with D. Besikof and E. Lang re: discovery response	B011	0.10	68.50
10/24/23	AMIEL	Emails with D. Besikof re: discovery response	B011	0.10	68.50
10/01/23	AMIEL	Draft notice of confirmation order	B012	0.20	137.00
10/01/23	AMIEL	Review confirmation documents (.5); emails with R. Poppiti and D. Besikof re: same (.1)	B012	0.60	411.00
10/01/23	AMIEL	Emails with claims agent re: voting report	B012	0.10	68.50
10/01/23	RFPOP	Email to and from A. Mielke re: draft brief in support of confirmation	B012	0.10	89.00
10/01/23	RFPOP	Review and comment on revised draft proposed confirmation order (1.6), and emails to and from A. Mielke and counsel for plan sponsor (.1) re: same	B012	1.70	1,513.00
10/02/23	AMIEL	Finalize confirmation documents and coordinate for filing (.5); emails with R. Poppiti, T. Bollman, and D. Besikof re: same (.2)	B012	0.70	479.50
10/02/23	AMIEL	Emails with S. Shah, R. Poppiti, M. Wyse, and D. Besikof re: effective date payments	B012	0.10	68.50

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/02/23	RFPOP	Emails to and from A. Mielke, counsel for plan sponsor (Dan Besikof) and plan sponsor re: effective date issues	B012	0.20	178.00
10/02/23	RFPOP	Emails to and from A. Mielke and counsel for plan sponsor (Dan Besikof) re: plan supplement, and review related documents re: same	B012	0.40	356.00
10/02/23	RFPOP	Review revised draft brief in support of confirmation	B012	0.30	267.00
10/02/23	RFPOP	Review and comment on draft notice of filing of proposed confirmation order, and email to and from A. Mielke re: same	B012	0.10	89.00
10/02/23	RFPOP	Review chapter 11 plan (2.1), and email to and from A. Mielke (.1) re: same	B012	2.20	1,958.00
10/02/23	RFPOP	Review revised draft declaration in support of confirmation	B012	0.50	445.00
10/02/23	TBOLL	Finalize for filing notice of proposed plan confirmation order	B012	0.20	71.00
10/02/23	TBOLL	Finalize for filing brief in support of plan confirmation	B012	0.20	71.00
10/02/23	TBOLL	Finalize for filing declaration in support of plan confirmation order	B012	0.20	71.00
10/03/23	AMIEL	Emails with R. Poppiti and D. Besikof re: plan revisions and issues	B012	0.10	68.50
10/03/23	AMIEL	Confer with R. Poppiti re: claims and confirmation issues	B012	0.10	68.50
10/03/23	RFPOP	Calls with (.2., .3, and .1) and emails to and from (.2) counsel for plan sponsor (Dan Besikof), call with (.4) and emails to and from (.2) Mike Wyse, emails to and from (.2) and discussion with (.1) A. Mielke, and call with Mike Wyse, Dan Besikof and plan sponsor (.5) re: confirmation and effective date issues, and review plan (.4) and consider related issues (.4) re: same	B012	3.00	2,670.00
10/04/23	AMIEL	Review and revise certification of counsel re: confirmation order	B012	0.40	274.00
10/04/23	AMIEL	Emails with R. Poppiti re: wind down issues (.1); review revised plan	B012	0.20	137.00
10/04/23	RFPOP	Meet with (.2) and call with (.2) A. Mielke and call with (.4) and email to (.2) counsel for plan sponsor (Dan Besikof) re: confirmation, plan and effective date issues, and revise plan (.4) re: same	B012	1.40	1,246.00

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/04/23	RFPOP	Review invoice for YCST September 2023 fee application re: confidentiality and local rule compliance; review and comment on draft fee application, and emails to and from T. Bollman re: same	B012	0.80	712.00
10/04/23	TBOLL	Prepare draft certification of counsel re: revised proposed confirmation order	B012	0.40	142.00
10/05/23	AMIEL	Review effective date funding analysis	B012	0.10	68.50
10/05/23	AMIEL	Emails with R. Poppiti and D. Besikof re: confirmation order and plan documents (.2); review revised plan documents (.3); revise certification of counsel for same, compile order and plan and coordinate for filing (.4); confer with R. Poppiti re: same (.2)	B012	1.10	753.50
10/05/23	RFPOP	Emails to and from Mike Wyse, counsel for plan sponsor (Dan Besikof) and counsel for WSFS (Jon Levine) re: effective date issues (.2), and review funding and related materials from Mike Wyse (.8) re: same	B012	1.00	890.00
10/05/23	RFPOP	Review comments to revised draft plan from counsel for plan sponsor (.3), and further revise draft plan (.9), emails to (.3) and from (.3) A. Mielke, Mike Wyse, counsel for plan sponsor (Dan Besikof), counsel for WSFS (Luke Barrett) and UST, call with Mike Wyse (.1), call with Dan Besikof (.2), call with A. Mielke (.2), and review draft certification of counsel (.2) re: same	B012	2.50	2,225.00
10/05/23	TBOLL	Finalize for filing certification of counsel re: revised proposed confirmation order (.2), and upload related order (.1)	B012	0.30	106.50
10/06/23	AMIEL	Emails with R. Poppiti re: confirmation order	B012	0.10	68.50
10/06/23	AMIEL	Emails with M. Aspinwall, D. Besikof, R. Poppiti, and T. Snyder re: 401(k) plan termination	B012	0.10	68.50
10/08/23	RFPOP	Emails to and from Mike Wyse and counsel for plan sponsor (Dan Besikof) re: reorganized debtors board	B012	0.10	89.00
10/09/23	RFPOP	Call with Mike Wyse, Cole Celenza, counsel for plan sponsor (Dan Besikof) and plan sponsor re: effective date issues (.4), and review materials in preparation for same (.2)	B012	0.60	534.00

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/09/23	RFPOP	Review draft exit term loan agreement	B012	1.40	1,246.00
10/10/23	RFPOP	Review draft administration fee agreement and certificates of incorporation and formation, bylaws and operating agreement for reorganized debtors	B012	2.80	2,492.00
10/11/23	RFPOP	Emails to and from Mike Wyse, counsel for plan sponsor (Dan Besikof) and counsel for WSFS (Jon Levine) re: effective date issues	B012	0.30	267.00
10/12/23	AMIEL	Confer with K. McElroy re: notice of effective date	B012	0.10	68.50
10/12/23	AMIEL	Emails with R. Poppiti and D. Besikof re: plan effective date	B012	0.10	68.50
10/12/23	RFPOP	Emails to and from counsel for plan sponsor (Dan Besikof), counsel for WSFS (Jon Levine) and consenting noteholders re: extension of effective date milestone	B012	0.20	178.00
10/12/23	RFPOP	Call from counsel for plan sponsor (Dan Besikof) re: plan supplement	B012	0.20	178.00
10/13/23	AMIEL	Emails with K. McElroy re: notice of effective date	B012	0.10	68.50
10/13/23	KMCEL	Review and revise notice of effective date	B012	0.30	142.50
10/13/23	RFPOP	Emails to and from Mike Wyse and counsel for plan sponsor (Dan Besikof) re: effective date issues (.2), and review materials from Mike Wyse (.3) re: same	B012	0.50	445.00
10/16/23	RFPOP	Review draft management contract, assumption and rejection schedules, and shareholder agreement re: effective date issues	B012	3.40	3,026.00
10/16/23	RFPOP	Email to and from UST re: anticipated effective date	B012	0.10	89.00
10/17/23	AMIEL	Emails with D. Besikof and R. Poppiti re: exit funding issues (.1) emails with R. Poppiti, co-counsel, E. Lang, and D. Besikof re: effective date issues (.1)	B012	0.20	137.00
10/17/23	AMIEL	Emails with S. Shah re: exit funding reconciliation (.1); teleconference with R. Poppiti, M. Wyse, D. Besikof and S. Shah re: exit funding and claim issues (.9)	B012	1.00	685.00
10/17/23	RFPOP	Email to and from Olshan (Ken Mantel) re: SEC reporting and delisting	B012	0.10	89.00

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/17/23	RFPOP	Review effective date funds flow analysis and related materials from plan sponsor (2.1), and emails to (.2) and from (.2) and call with (.9) A. Mielke Mike Wyse, Cole Celenza, company, counsel for plan sponsor (Dan Besikof) and plan sponsor, call with Dan Besikof (.5), and call with A. Mielke (.2) re: same and related effective date issues	B012	4.10	3,649.00
10/18/23	AMIEL	Emails with R. Poppiti, D. Besikof, K. Mantel, and M. Wyse re: effective date transition issues	B012	0.10	68.50
10/18/23	RFPOP	Emails to (.2) and from (.2) A. Mielke, Mike Wyse, Cole Celenza, counsel for plan sponsor (Dan Besikof) and plan sponsor (Saahil Shah) re: effective date issues, and review revised effective date funding materials from plan sponsor (.9) and review related materials (1.3) re: same	B012	2.60	2,314.00
10/19/23	AMIEL	Confer with R. Poppiti re: plan and effective date issues (.3); teleconference with M. Wyse, D. Besikof, R. Poppiti and plan sponsor re: transition and business issues (.8)	B012	1.10	753.50
10/19/23	RFPOP	Call with A. Mielke, Mike Wyse, Cole Celenza, company, counsel for plan sponsor (Dan Besikof) and plan sponsor re: effective date transition issues (.7), and prepare for same (.3)	B012	1.00	890.00
10/19/23	RFPOP	Review and comment on revised draft management incentive plan (.8), and call with counsel for plan sponsor (Dan Besikof) (.3) and brief research (.3) re: same	B012	1.40	1,246.00
10/19/23	RFPOP	Review revised general unsecured claims analysis for funds flow for effective date (.8), and emails to and from Cole Celenza, counsel for plan sponsor (Dan Besikof) and plan sponsor (.2) re: same	B012	1.00	890.00
10/19/23	RFPOP	Meet with A. Mielke (.3) and email from counsel for plan sponsor (Dan Besikof) (.1) re: effective date and plan supplement issues	B012	0.40	356.00
10/20/23	AMIEL	Review mark up of term loan	B012	0.10	68.50
10/20/23	AMIEL	Review mark up of term loan	B012	0.10	68.50

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/20/23	AMIEL	Emails with D. Besikof, R. Poppiti, A. Friedman, and K. Mantel re: confirmation and transition issues	B012	0.20	137.00
10/20/23	RFPOP	Review and comment on draft effective date documents from counsel for plan sponsor (1.0), and emails to and from counsel for plan sponsor (Dan Besikof) and board (.3) and call with Dan Besikof (.3) re: same	B012	1.60	1,424.00
10/20/23	RFPOP	Review and comment on redline of revised draft term loan agreement, and counsel for plan sponsor (Dan Besikof) re: same	B012	0.30	267.00
10/20/23	RFPOP	Emails from Mike Wyse, company, and counsel for plan sponsor (Dan Besikof) re: prepetition funding amounts	B012	0.20	178.00
10/22/23	RFPOP	Emails from counsel for plan sponsor (Dan Besikof and Adam Lerner) re: effective date issues	B012	0.20	178.00
10/23/23	AMIEL	Review and revise notice of effective date (.3); emails with R. Poppiti re: same (.1)	B012	0.40	274.00
10/23/23	AMIEL	Emails with R. Poppiti, D. Besikof, board members, and M. Wyse re: plan supplement and transition issues	B012	0.20	137.00
10/23/23	RFPOP	Review and comment on further revised draft management incentive plan (.4), and emails to and from A. Mielke and counsel for plan sponsor (Dan Besikof) (.2) re: same	B012	0.60	534.00
10/23/23	RFPOP	Review and comment on draft proposed director engagement letter, and email from counsel for plan sponsor (Adam Lerner) re: same	B012	0.40	356.00
10/23/23	RFPOP	Review and comment on draft notice of effective date (.4), and emails to and from A. Mielke and counsel for plan sponsor (Dan Besikof) (.2) re: same	B012	0.60	534.00
10/23/23	RFPOP	Calls with (.4 and .2) counsel for plan sponsor (Dan Besikof) and emails to and from Mike Wyse, counsel for plan sponsor (Dan Besikof) and plan sponsor (Saahil Shah) (.3) re: effective date issues, and review related materials, including assumption and cure notice (.6), re: same	B012	1.50	1,335.00

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/23/23	RFPOP	Review and comment on revised draft chief executive officer employment agreement (.3), and email to and from counsel for plan sponsor (Dan Besikof) (.1) re: same	B012	0.40	356.00
10/24/23	AMIEL	Emails with D. Besikof, R. Poppiti and board of directors re: transition issues and governance documents	B012	0.10	68.50
10/24/23	AMIEL	Confer with K. McElroy re: effective date	B012	0.10	68.50
10/24/23	AMIEL	Emails with T. Bollman, R. Poppiti and K. McElroy re: plan supplement and notice of effective date	B012	0.10	68.50
10/24/23	AMIEL	Confer with R. Poppiti re: plan supplement (.1); draft same (.3); emails with R. Poppiti and D. Besikof re: same (.1)	B012	0.50	342.50
10/24/23	RFPOP	Emails to and from consenting noteholders re: extension of effective date milestone	B012	0.10	89.00
10/24/23	RFPOP	Review and comment on draft notice of further amended plan supplement (.2), and emails to and from and discussion with A. Mielke (.2) re: same	B012	0.40	356.00
10/24/23	RFPOP	Review and comment on revised draft of complete set of effective date closing documents, and emails to and from A. Mielke, Mike Wyse, Tracy Cameron, counsel for plan sponsor (Dan Besikof and Adam Lerner) and plan sponsor re: same and related effective date issues	B012	2.30	2,047.00
10/25/23	AMIEL	Review revised notice of further amended plan supplement	B012	0.10	68.50
10/25/23	AMIEL	Emails with D. Besikof and R. Poppiti re: effective date and transition issues	B012	0.10	68.50
10/25/23	RFPOP	Revise and finalize for filing further amendment plan supplement (1.8) and effective date notice (.4), and calls with counsel for plan sponsor (Dan Besikof) (.3 and .1) and emails to (.3) and from (.3) T. Bollman, Mike Wyse, Dan Besikof, and consenting noteholders and review revised administration fee (.3), chief executive officer employment (.2) and term loan (.4) agreements re: same and related effective date issues	B012	4.10	3,649.00
10/25/23	TBOLL	Finalize for filing amended plan supplement	B012	0.20	71.00

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/26/23	AMIEL	Emails with R. Poppiti, T. Bollman, M. Wyse, and D. Besikof re: plan supplement, effective date notice, related documents, and transition issues	B012	0.20	137.00
10/26/23	RFPOP	Email to and from T. Bollman re: service of further amended plan supplement; emails to and from T. Bollman and Stretto re: service of effective date notice	B012	0.20	178.00
10/26/23	RFPOP	Review revised draft term loan agreement (.3), and emails to and from Mike Wyse and counsel for plan sponsor (Dan Besikof) re: same and effective date issues (.3)	B012	0.60	534.00
10/26/23	RFPOP	Attention to effective date issues, including review effective date closing documents in connection with closing	B012	1.70	1,513.00
10/26/23	TBOLL	Finalize for filing notice of effective date and coordinate service of same with Stretto	B012	0.30	106.50
10/16/23	AMIEL	Emails with R. Poppiti re: creditor inquiry	B013	0.10	68.50
10/23/23	RFPOP	Emails from A. Mielke and Mike Wyse re: shareholder inquiry	B013	0.10	89.00
10/24/23	KMCEL	Draft email to D. Walker re: shareholder inquiry	B013	0.10	47.50
10/02/23	RFPOP	Emails to and from Mike Wyse and Olshan (Ken Mantel) re: SEC reporting and delisting, and review related documents re: same	B014	0.40	356.00
10/03/23	RFPOP	Emails from Mike Wyse and Olshan (Ken Mantel) re: SEC reporting and delisting	B014	0.10	89.00
10/04/23	RFPOP	Emails to and from Olshan (Ken Mantel) re: SEC reporting and delisting issues	B014	0.20	178.00
10/05/23	RFPOP	Email from BNY (Alexander Tonge) re: KYC issues	B014	0.20	178.00
10/08/23	AMIEL	Emails with D. Besikof and R. Poppiti re: board governance	B014	0.10	68.50
10/10/23	AMIEL	Emails with D. Besikof, M. Wyse, and R. Poppiti re: board composition	B014	0.10	68.50
10/18/23	RFPOP	Email to and from Olshan (Ken Mantel) re: SEC reporting and delisting issues	B014	0.10	89.00
10/19/23	RFPOP	Call from counsel for plan sponsor (Dan Besikof) re: records retention issues	B014	0.10	89.00

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/20/23	RFPOP	Emails to and from Olshan (Ken Mantel) and counsel for plan sponsor (Dan Besikof) re: SEC reporting and delisting, and review SEC order delisting company and review status in SEC registry re: same	B014	0.40	356.00
10/03/23	AMIEL	Emails with T. Snyder and R. Poppiti re: 401k wind down (.1); emails with L. Whatling re: discovery request (.1)	B015	0.20	137.00
10/03/23	LLESK	Proofread Plan Termination Amendment; email with T. Snyder re: same	B015	0.20	66.00
10/03/23	RFPOP	Emails to and from T. Snyder and counsel for plan sponsor (Dan Besikof and Marla Aspinwall) re: 401(k) termination issues (.2), and review and comment on draft termination documents (.6) re: same	B015	0.80	712.00
10/03/23	TSNYD	Email from Ping Yang re: cost of mailing distribution forms.	B015	0.10	72.50
10/03/23	TSNYD	Review, revise and finalize 401(k) Plan Termination Amendments #5 and #6	B015	0.70	507.50
10/03/23	TSNYD	Emails from/to R. Poppiti re: documents for 401(k) plan termination and distribution of notices of termination	B015	0.40	290.00
10/03/23	TSNYD	Email forwarding termination amendments to R. Poppiti	B015	0.10	72.50
10/03/23	TSNYD	Edited Notice to 401(k) Participants	B015	0.20	145.00
10/03/23	TSNYD	File review for Termination Amendments and Resolution and compose email to M. Aspinwall forwarding for review	B015	0.20	145.00
10/03/23	TSNYD	Email forwarding 401(k) Termination Amendments to Ping Yang at AGH	B015	0.10	72.50
10/04/23	AMIEL	Emails with R. Poppiti, T. Snyder, and D. Besikof re: 401(k) wind down	B015	0.10	68.50
10/04/23	RFPOP	Emails to and from T. Snyder re: 401(k) termination issues	B015	0.30	267.00
10/04/23	TSNYD	Compose email transmitting 401(k) termination amendments to Loeb firm	B015	0.10	72.50
10/04/23	TSNYD	Email from R. Poppiti forwarding email from M. Aspinwall re: distribution Notice; compose email to R. Poppiti re: same.	B015	0.20	145.00
10/04/23	TSNYD	Edited Notice to 401(k) Participants Notifying of Distributions	B015	0.20	145.00

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/06/23	RFPOP	Emails to and from T. Snyder and counsel for plan sponsor (Dan Besikof and Marla Aspinwall) re: 401(k) termination and related effective date issues	B015	0.30	267.00
10/09/23	AMIEL	Emails with R. Poppiti, T. Snyder, and M. Wyse re: 401(k) plan termination and related documents	B015	0.10	68.50
10/09/23	AMIEL	Teleconference with R. Poppiti, T. Snyder, D. Besikof, and M. Aspinwall re: 410k plan wind down coordination	B015	0.50	342.50
10/09/23	LLESK	Email with T. Snyder re: signatures on 401(k) plan termination documents	B015	0.10	33.00
10/09/23	RFPOP	Call with T. Snyder, A. Mielke, and counsel for plan sponsor (Dan Besikof and Marla Aspinwall) (.6), emails to and from T. Snyder (.2), and emails to and from Mike Wyse and board (.3) re: termination of 401(k) plan, and revise draft unanimous written board consent (.3) and review related plan amendments (.3) re: same	B015	1.70	1,513.00
10/09/23	TSNYD	Email from M. Wyse with signed Amendments; file amendments	B015	0.20	145.00
10/09/23	TSNYD	Compose email to Directors and M. Wyse re: signatures on Resolution and Amendments	B015	0.10	72.50
10/09/23	TSNYD	Edited Resolution for Termination of 401k Plan.	B015	0.40	290.00
10/09/23	TSNYD	Emails from/to R. Poppiti re: docusign and counterparts	B015	0.40	290.00
10/09/23	TSNYD	Email from R. Poppiti re: approval of bankruptcy plan and requirement to terminate 401(k) plan before effective date	B015	0.10	72.50
10/09/23	TSNYD	T/C with M. Aspinwall, D. Besikof, R. Poppiti and A. Mielke re: termination and distributions of 401(k) Plan	B015	0.60	435.00
10/09/23	TSNYD	Edited 401(k) Plan Termination Amendments	B015	0.30	217.50
10/09/23	TSNYD	Email from/to R. Poppiti re: revised Resolution	B015	0.20	145.00
10/10/23	AMIEL	Emails with R. Poppiti re: 401(k) termination documents	B015	0.10	68.50
10/10/23	RFPOP	Emails to and from T. Snyder and board re: 401(k) termination	B015	0.20	178.00
10/11/23	AMIEL	Emails with R. Poppiti and T. Snyder re: 401k termination documents	B015	0.10	68.50

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/11/23	RFPOP	Emails to and from T. Snyder, company and board re: 401(k) termination issues	B015	0.20	178.00
10/11/23	TSNYD	Emails from A. Haraughty re: 401(k) Plan termination date	B015	0.20	145.00
10/11/23	TSNYD	Email from R. Poppiti re: timing of 401(k) plan termination	B015	0.10	72.50
10/11/23	TSNYD	Reviewed doc Novation Companies - 401(k) Plan Distribution Form	B015	0.40	290.00
10/13/23	AMIEL	Emails with T. Snyder and R. Poppiti re: 401(k) plan termination	B015	0.10	68.50
10/13/23	RFPOP	Emails to and from T. Snyder and A. Mielke re: 401(k) termination	B015	0.10	89.00
10/13/23	TSNYD	Emails to/from R. Poppiti and A. Mielke re: completion of 401(k) Plan tasks	B015	0.30	217.50
10/01/23	AMIEL	Emails with M. Wyse re: staffing report	B017	0.10	68.50
10/05/23	AMIEL	Review and revise staffing report (.1); emails with K. McElroy and T. Bollman re: same (.1); confer with K. McElroy re: same (.1)	B017	0.30	205.50
10/05/23	KMCEL	Call with A. Mielke re: Wyse staffing report (.1); review and revise same (.3); draft notice re: same (.1)	B017	0.50	237.50
10/05/23	TBOLL	Finalize for filing September 2023 monthly staffing and compensation report of Wyse Advisors	B017	0.20	71.00
10/05/23	TBOLL	Compile and finalize for filing second monthly fee application of YCST	B017	0.40	142.00
10/19/23	AMIEL	Emails with J. Speakman, M. Wyse and R. Poppiti re: fees and fee applications (.2); review precedent re: same (.2)	B017	0.40	274.00
10/19/23	RFPOP	Review and finalize for filing certificate of no objection for YCST September 2023 fee application, and email to and from T. Bollman re: same	B017	0.10	89.00
10/19/23	RFPOP	Emails to and from A. Mielke and Mike Wyse and discussion with A. Mielke re: fee application issues re: Wyse Advisors	B017	0.30	267.00
10/20/23	AMIEL	Emails with J. Speakman re: fees	B017	0.10	68.50
10/20/23	TBOLL	Prepare and finalize for filing certificate of no objection re: YCST's second monthly fee application	B017	0.20	71.00
10/21/23	KMCEL	Draft final fee application re: Wyse	B017	2.10	997.50

Novation Companies

Invoice Date: October 31, 2023
 Invoice Number: 50046564
 Matter Number: 102284.1001

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
10/22/23	KMCEL	Draft final fee application re: Wyse	B017	0.60	285.00
10/23/23	AMIEL	Review and revise Wyse final fee application	B017	0.40	274.00
10/23/23	KMCEL	Review and revise Wyse final fee application	B017	0.20	95.00
10/25/23	AMIEL	Review and revise Wyse final fee application	B017	0.80	548.00
10/25/23	KMCEL	Review and revise Wyse final fee application (.4); email same to M. Wyse and C. Celenza of Wyse Advisors (.1)	B017	0.50	237.50
10/04/23	TBOLL	Prepare second monthly fee application of YCST	B018	0.50	177.50
10/26/23	RFPOP	Emails to and from T. Bollman re: YCST October 2023/final fee application	B018	0.20	178.00
Total				107.80	\$86,138.00

Timekeeper Summary

<u>Initials</u>	<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AMIEL	Allison S. Mielke	Associate	19.70	685.00	13,494.50
KMCEL	Kristin L. McElroy	Associate	4.30	475.00	2,042.50
LLESK	Lisa Lesky	Paralegal	0.30	330.00	99.00
RFPOP	Robert F. Poppiti	Partner	72.50	890.00	64,525.00
TSNYD	Timothy J. Snyder	Partner	5.60	725.00	4,060.00
TBOLL	Troy Bollman	Paralegal	5.40	355.00	1,917.00
Total			107.80		\$86,138.00

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

Task Summary**Task Code:B001****Case Administration**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Allison S. Mielke	Associate	0.10	685.00	68.50
Troy Bollman	Paralegal	0.70	355.00	248.50
Total		0.80		317.00

Task Code:B002**Court Hearings**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert F. Poppiti	Partner	4.80	890.00	4,272.00
Allison S. Mielke	Associate	0.70	685.00	479.50
Troy Bollman	Paralegal	1.10	355.00	390.50
Total		6.60		5,142.00

Task Code:B004**Schedules & Statements, U.S. Trustee Reports**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert F. Poppiti	Partner	0.80	890.00	712.00
Allison S. Mielke	Associate	0.70	685.00	479.50
Troy Bollman	Paralegal	0.50	355.00	177.50
Total		2.00		1,369.00

Task Code:B005**Lease/Executory Contract Issues**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert F. Poppiti	Partner	2.90	890.00	2,581.00
Allison S. Mielke	Associate	0.20	685.00	137.00
Total		3.10		2,718.00

Task Code:B006**Use, Sale or Lease of Property (363 issues)**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Allison S. Mielke	Associate	0.10	685.00	68.50
Total		0.10		68.50

Task Code:B007**Claims Analysis, Objections and Resolutions**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert F. Poppiti	Partner	1.00	890.00	890.00
Allison S. Mielke	Associate	0.70	685.00	479.50
Total		1.70		1,369.50

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

Task Code:B008**Meetings**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Allison S. Mielke	Associate	0.90	685.00	616.50
Total		0.90		616.50

Task Code:B009**Stay Relief Matters**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert F. Poppiti	Partner	7.60	890.00	6,764.00
Total		7.60		6,764.00

Task Code:B011**Other Adversary Proceedings**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Allison S. Mielke	Associate	3.90	685.00	2,671.50
Total		3.90		2,671.50

Task Code:B012**Plan and Disclosure Statement**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert F. Poppiti	Partner	49.60	890.00	44,144.00
Allison S. Mielke	Associate	8.80	685.00	6,028.00
Kristin L. McElroy	Associate	0.30	475.00	142.50
Troy Bollman	Paralegal	1.80	355.00	639.00
Total		60.50		50,953.50

Task Code:B013**Creditor Inquiries**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert F. Poppiti	Partner	0.10	890.00	89.00
Allison S. Mielke	Associate	0.10	685.00	68.50
Kristin L. McElroy	Associate	0.10	475.00	47.50
Total		0.30		205.00

Task Code:B014**General Corporate Matters**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert F. Poppiti	Partner	1.50	890.00	1,335.00
Allison S. Mielke	Associate	0.20	685.00	137.00
Total		1.70		1,472.00

Novation Companies

Invoice Date: October 31, 2023
 Invoice Number: 50046564
 Matter Number: 102284.1001

Task Code:B015**Employee Matters**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert F. Poppiti	Partner	3.60	890.00	3,204.00
Timothy J. Snyder	Partner	5.60	725.00	4,060.00
Allison S. Mielke	Associate	1.20	685.00	822.00
Lisa Lesky	Paralegal	0.30	330.00	99.00
Total		10.70		8,185.00

Task Code:B017**Retention of Professionals/Fee Issues**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert F. Poppiti	Partner	0.40	890.00	356.00
Allison S. Mielke	Associate	2.10	685.00	1,438.50
Kristin L. McElroy	Associate	3.90	475.00	1,852.50
Troy Bollman	Paralegal	0.80	355.00	284.00
Total		7.20		3,931.00

Task Code:B018**Fee Application Preparation**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Robert F. Poppiti	Partner	0.20	890.00	178.00
Troy Bollman	Paralegal	0.50	355.00	177.50
Total		0.70		355.50

EXHIBIT B

Novation Companies

Invoice Date:

October 31, 2023

Invoice Number:

50046564

Matter Number:

102284.1001

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
09/06/23	Docket Retrieval / Search	2.00	0.20
09/06/23	Docket Retrieval / Search	3.00	0.30
09/07/23	Docket Retrieval / Search	3.00	0.30
09/08/23	Docket Retrieval / Search	1.00	0.10
09/11/23	Docket Retrieval / Search	3.00	0.30
09/12/23	Computerized Legal Research Westlaw Search by: RUSHMORE,CRAIG	2.00	3.68
09/21/23	Docket Retrieval / Search	1.00	0.10
09/22/23	Docket Retrieval / Search	2.00	0.20
09/22/23	Docket Retrieval / Search	1.00	0.10
09/22/23	Docket Retrieval / Search	3.00	0.30
09/22/23	Computerized Legal Research Westlaw Search by: MIELKE,ALLISON S	5.00	9.20
09/27/23	Docket Retrieval / Search	1.00	0.10
09/29/23	Docket Retrieval / Search	12.00	1.20
09/29/23	Docket Retrieval / Search	1.00	0.10
10/09/23	Photocopy Charges Duplication BW	38.00	3.80
10/12/23	Reliable Wilmington - Deposition/Transcript 3 Day Transcript - Original from Novation Hearing on 8/15/23 (32 pages @ \$5.45 per page)	1.00	174.40
10/19/23	Photocopy Charges Duplication BW	16.00	1.60
10/20/23	Reliable Wilmington - Deposition/Transcript 3 Day Transcript - Original from 10/4/23 Hearing in Novation (11 pages @ \$6.00 per page)	1.00	66.00
Total			\$261.98

Cost Summary

<u>Description</u>	<u>Amount</u>
Computerized Legal Research -WESTLAW	12.88
Deposition/Transcript	240.40
Docket Retrieval / Search	3.30
Reproduction Charges	5.40
Total	\$261.98