

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Chapter 11
	§	
DRF LOGISTICS, LLC, <i>et al.</i> ,	§	Case No. 24-90447 (CML)
	§	
Debtors. ¹	§	(Jointly Administered)

**SUMMARY SHEET FOR FINAL APPLICATION OF
MCDERMOTT WILL & EMERY LLP FOR COMPENSATION FOR
SERVICES AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD
FROM AUGUST 28, 2024 THROUGH DECEMBER 9, 2024**

Name of Applicant:	McDermott Will & Emery LLP	
Applicant's Role in Case:	Counsel to the Official Committee of Unsecured Creditors	
Docket No. of Employment Order(s):	Docket No. 391	
Interim Application () No. _____ Final Application (X)	Indicate whether this is an interim or final Application. If interim, indicate the number (1 st , 2 nd , 3 rd , etc.)	
	Beginning Date	End Date
Time period covered by this Application for which interim compensation has not previously been awarded:	8/28/2024	12/9/2024
Were the services provided necessary to the administration of or beneficial at the time rendered toward the completion of the case? (Y) Y/N		
Were the services performed in a reasonable amount of time commensurate with the complexity, importance and nature of the issues addressed? (Y) Y/N		
Is the requested compensation reasonable based on the customary compensation charged by comparably skilled practitioners in other non-bankruptcy cases? (Y) Y/N		

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: DRF Logistics, LLC (6861) and DRF, LLC (7236). The Debtors' mailing address is 7171 Southwest Parkway, Bldg. 300, Suite 400, Austin, TX 78735.

Do expense reimbursements represent actual and necessary expenses incurred? (Y) Y/N	
Compensation Breakdown for Time Period Covered by this Application	
Total professional fees requested in this Application:	\$1,641,650.00
Total professional hours covered by this Application:	1,136.8
Average hourly rate for professionals:	\$1,231.15
Total paraprofessional fees requested in this Application:	\$19,749.00
Total paraprofessional hours covered by this Application:	51.5
Average hourly rate for paraprofessionals:	\$513.33
Total fees requested in this Application:	\$1,661,399.00
Total expense reimbursements requested in this Application:	\$14,154.96
Total fees and expenses requested in this Application:	\$1,725,553.96 ²
Total fees and expenses awarded in all prior Applications:	\$1,341,425.36
Plan Status: On November 25, 2024, the United States Bankruptcy Court for the Southern District of Texas entered its <i>Findings of Fact, Conclusions of Law, and Order Confirming Debtors' Third Amended Joint Plan of Liquidation</i> [Docket No. 530] (as amended, supplemented, and modified, the "Plan"). The Effective Date³ of the Plan occurred on December 9, 2024.	
Primary Benefits: McDermott, as counsel the Committee, worked tirelessly alongside co-counsel Lowenstein Sandler LLP ("<u>Lowenstein</u>") and Alvarez and Marsal North America, LLC ("<u>A&M</u>"), the Committee's financial advisor, to guide the Committee through the Debtors' chapter 11 process and to maximize recoveries for unsecured creditors, which efforts ultimately culminated in a settlement with the Debtors and Pitney Bowes, Inc. that was incorporated into the Plan. Among other things, McDermott professionals spent time: (i) scrutinizing the Debtors' first day motions and formulating a case strategy; (ii) negotiating to resolve the Committee's objections to the Debtors' \$47 million DIP financing facility; (iii) investigating potential estate claims and causes of action; (iv) drafting a standing motion and draft complaint in connection with such investigation; (v) analyzing various issues related to the Debtors' Plan and drafting part of the Committee's objection thereto; and (vi) assisting with the negotiations between the Committee and the Debtors, Pitney Bowes, and other key stakeholders key issues in these cases, which negotiations culminated in the Plan settlement. The Plan was confirmed on November 25, 2024.	

² This amount includes \$50,000 in estimated fees and expenses incurred after the Effective Date (as defined herein; *see also* footnote 3, *infra*, regarding the use of capitalized terms) in connection with the preparation, filing and prosecution of this final fee application and the review, filing and prosecution of the final fee applications of Lowenstein and A&M (each as defined below). The Liquidating Agent is authorized to pay such fees and expenses pursuant to Article 2.2(a) of the Plan.

³ Capitalized terms used but not otherwise defined in this Cover Sheet shall have the meanings ascribed to them in the Plan.

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MCDERMOTT WILL & EMERY LLP FOR COMPENSATION FOR SERVICES
AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL
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AUGUST 28, 2024 THROUGH DECEMBER 9, 2024**

If you object to the relief requested, you must respond in writing. Unless otherwise directed by the Court, you must file your response electronically at <https://ecf.txsb.uscourts.gov/> within twenty-one days from the date this application was filed. If you do not have electronic filing privileges, you must file a written objection that is actually received by the clerk within twenty-one days from the date this motion was filed. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

McDermott Will & Emery LLP (“McDermott”), counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the above-captioned chapter 11 cases (“Chapter 11 Cases”) of DRF Logistics, LLC, *et al.* and the above-captioned affiliated debtors and debtors in possession (collectively, the “Debtors”), hereby files its final fee application (the “Application”) for final allowance and approval of compensation for professional services performed by McDermott in the amount of \$1,661,399.00 and for reimbursement of its actual and necessary expenses in the amount of \$14,154.96 incurred from August 28, 2024 through December 9, 2024 (the “Compensation Period”). The total amount of fees and expenses requested in this

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Application is \$1,725,553.96.² In support of the Application, McDermott submits the declaration of Charles R. Gibbs (the “Gibbs Declaration”), which is attached hereto as **Exhibit A** and incorporated by reference. In further support of this Application, McDermott respectfully states as follows:

JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the Southern District of Texas (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. § 157(b)(2). This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The bases for the relief requested herein are sections 330, 331, and 1103 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure, Rule 2016-1 of the Bankruptcy Local Rules for the United States Bankruptcy Court for the Southern District of Texas, the *Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Co-Counsel to the Official Committee of Unsecured Creditors Effective as of August 28, 2024*, dated October 22, 2024 [Docket No. 391], and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, dated October 9, 2024 [Docket No. 347] (the “Interim Compensation Order”).

² This amount includes \$50,000 in estimated fees and expenses incurred after the December 9, 2024 effective date (the “Effective Date”) of the *Debtors’ Third Amended Joint Plan of Liquidation* (the “Plan”) in connection with the preparation, filing and prosecution of this final fee application and the review, filing and prosecution of the final fee applications of co-counsel Lowenstein Sandler LLP (“Lowenstein”) and Alvarez & Marsal North America, LLC (“A&M”), the Committee’s financial advisor. The Liquidating Agent is authorized to pay such fees and expenses pursuant to Article 2.2(a) of the Plan. Capitalized terms used but not otherwise defined in this Application shall have the meanings ascribed to them in the Plan.

PRELIMINARY STATEMENT

4. McDermott requests final allowance of (a) compensation in the amount of \$1,725,553.96³ in fees on account of reasonable and necessary professional services rendered to the Committee by McDermott; (b) reimbursement of actual and necessary costs and expenses in the amount of \$14,154.96 incurred by McDermott during the Compensation Period.

5. From and after its appointment, the Committee played an active and important role in the Chapter 11 Cases. Among the many projects undertaken during the Compensation Period, McDermott:

- a. Reviewed and analyzed the “first day” pleadings and proposed orders, negotiated with the Debtors to obtain consensual modifications to such orders and advised the Committee as to whether and which actions to take regarding the various first day pleadings;
- b. Analyzed the Debtors’ proposed debtor-in-possession financing and negotiated with the Debtors and lenders in order to resolve outstanding issues connected therewith;
- c. Investigated potential claims and causes of action against various parties in order to maximize recoveries to general unsecured creditors; and
- d. Analyzed various issues related to the Debtors’ Plan and drafted part of the Committee’s objection thereto;
- e. Assisted with the Committee’s negotiations with the Debtors, Pitney Bowes, Inc. (“Pitney Bowes”), and other key stakeholders to arrive at significant resolutions of outstanding issues in the Chapter 11 Cases, which culminated in a global settlement that was incorporated into the Debtors’ Plan.

6. In order to keep the Committee informed regarding the progression of the Chapter 11 Cases, McDermott, along with Lowenstein and A&M, participated in frequent meetings and

³ This amount also includes the \$50,000 estimated post-Effective Date fees and expenses discussed in footnote 2, *supra*.

calls with the Committee, some with lengthy agendas, in addition to several meetings with individual Committee members.

7. McDermott's efforts throughout the Compensation Period played a key role in nearly all aspects of the Chapter 11 Cases, most notably the consensual approval of debtor-in-possession financing, investigating potential estate claims and causes of action, and negotiating a global settlement that was incorporated into the Debtors' Plan. The accomplishments by the Committee required McDermott to devote significant time for the benefit of the unsecured creditors. McDermott respectfully submits that its services during the Compensation Period warrant approval of its requested fees and expenses.

8. Pursuant to the Interim Compensation Order, during these Chapter 11 Cases, McDermott prepared and served monthly fee statements for services rendered and expenses incurred to the Fee Notice Parties (as defined in the Interim Compensation Order) for the following periods:

- (i) August 28, 2024 through September 30, 2024 (the "September Fee Statement");
- (ii) October 1, 2024 through October 31, 2024 (the "October Fee Statement"); and
- (iii) November 1, 2024 through and including November 30, 2024 (the "November Fee Statement" and, together with the September Fee Statement and October Fee Statement, the "Fee Statements").

McDermott did not receive any objections to the Fee Statements.

9. As of the date of this Application, McDermott has received payment of 80% of fees and 100% of expenses for services rendered and expenses incurred from August 28, 2024 through November 30, 2024. A summary of the amounts paid to McDermott in accordance with the Interim Compensation Order for the Fee Statements relating to the Compensation Period is below:

Period Covered	Fees & Expenses Incurred		Fees & Expenses Paid		20% Holdback
	Fees	Expenses	Fees	Expenses	
August 28, 2024 – September 30, 2024	\$522,234.00	\$2,603.91	\$417,787.20	\$2,603.91	\$104,446.80
October 1, 2024 – October 31, 2024	\$816,560.00	\$5,954.51	\$653,248.00	\$5,954.51	\$163,312.00
November 1, 2024 – November 30, 2024	\$320,294.00	\$5,596.54	\$256,235.20	\$5,596.54	\$64,058.80
Totals	\$1,659,088.00	\$14,154.96	\$1,327,270.40	\$14,154.96	\$331,817.60

10. Pursuant to this Application, McDermott seeks final allowance of all fees and expenses incurred from August 28, 2024 through December 9, 2024, including on account of fees and expenses set forth in the Fee Statements that were served.

BACKGROUND

11. On August 8, 2024 (the “Petition Date”), each of the Debtors commenced with this Court a voluntary case under chapter 11 of the Bankruptcy Code. The circumstances leading to the Chapter 11 Cases are described in greater detail in the *Declaration of Eric Kaup in Support of Debtors’ Chapter 11 Petitions and First Day Relief* [Docket No. 14].

12. On August 26, 2024, the Office of the United States Trustee for the Southern District of Texas (the “U.S. Trustee”) appointed the Committee in these Chapter 11 Cases. *See* Docket No. 155.

THE RETENTION OF MCDERMOTT

13. On August 28, 2024, the Committee selected McDermott as its bankruptcy counsel. On September 27, 2024, the Committee filed the *Application of the Official Committee of Unsecured Creditors for Entry of an Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Co-Counsel, Effective as of August 28, 2024* [Docket No. 293] (the “McDermott Retention Application”), requesting authorization to retain and employ

McDermott as its counsel, *nunc pro tunc* to August 28, 2024. On October 22, 2024, the Court entered an order approving the McDermott Retention Application [Docket No. 391]. The Committee also selected Lowenstein to serve as co-counsel and A&M to serve as its financial advisor. *See* Docket Nos. 389 and 392.

RELIEF REQUESTED

14. By this Application, McDermott seeks final approval and allowance of compensation in the amount of \$1,725,553.96⁴ and reimbursement of its actual and necessary expenses in the amount of \$14,154.96 incurred during the Compensation Period.

15. During the Compensation Period, McDermott expended a total of 1,188.3 hours on behalf of the Committee on matters relating to the Debtors' Chapter 11 Cases for which it seeks compensation. The blended hourly rate for the attorneys and paraprofessionals who worked on this case is \$1,398.13. A summary sheet listing each attorney and paraprofessional who worked on these Chapter 11 Cases during the Compensation Period, his or her hourly rate during the Compensation Period, and the amount of fees attributed to each individual is attached hereto as **Exhibit B**.

16. In addition, a summary sheet listing the amount of fees attributed to each project category is attached hereto as **Exhibit C**.

17. McDermott also maintained records of all actual and necessary out-of-pocket expenses incurred in connection with its representation of the Committee during the Compensation Period. These items include, among other things, travel, business meals, computerized research, deposition-related expenses, and fees related to hearings. Internal costs or overhead cost and

⁴ See footnote 3 for an explanation of this amount.

document production services (including regular secretarial and word processing time) will not be charged separately. A chart of all expenses incurred in the performance of the services rendered as counsel to the Committee during the Compensation Period is attached hereto as **Exhibit D**. In addition, the fees charged by McDermott in these Chapter 11 Cases are billed in accordance with the existing billing rates and procedures as set forth in the McDermott Retention Application.

18. In addition, a summary of blended hourly rates for McDermott timekeepers who billed to (a) non-bankruptcy matters and (b) the Chapter 11 Cases is attached hereto as **Exhibit E**.

DESCRIPTION OF SERVICES RENDERED

19. The following narrative provides a summary of the services rendered by McDermott on behalf of the Committee organized by project category. The summary that follows is not intended to be a detailed description of the work performed by McDermott during the Compensation Period, as those day-to-day services and the time expended in performing such services are fully set forth in the contemporaneous time records that are attached hereto as **Exhibit F**. Rather, the following paragraphs provide a summary of the most significant services McDermott rendered to the Committee during the Compensation Period.

A. Case Administration

McDermott Billing Code: B110

Fees: \$216,196.50

Total Hours: 132.2

20. During the Compensation Period, McDermott addressed general and administrative matters regarding the Chapter 11 Cases. During the Compensation Period, McDermott conferred regularly with the Lowenstein and A&M teams, as well as the Debtors' advisors, to discuss case background, status, and administration, and also reviewed and analyzed written background materials the Debtors' advisors provided regarding, *inter alia*, the Debtors' business operations, financial condition, and litigation issues. McDermott professionals also conferred regularly

amongst themselves regarding open case issues and strategies to effectively address the same and reviewed case pleadings and court filings.

B. Asset Analysis and Recovery
McDermott Billing Code: B120
Fees: \$576,100.50

Total Hours: 428.4

21. This category represents time spent by McDermott related to the analysis of the Debtors' assets and potential recoveries for the Debtors' estates. In connection therewith, during the Compensation Period, McDermott spent time conducting an investigation into various estate claims and causes of action, including against Oaktree Capital Management, L.P. ("Oaktree"), and drafting related discovery requests, subpoenas, and other documents in connection with such investigation. McDermott also drafted a standing motion and complaint regarding such claims. Finally, McDermott participated in numerous interviews, depositions, meetings, and calls in connection with the Committee's investigation, and conducted a significant review of documents produced over a relatively short period of time.

22. Some professionals' time relating to the foregoing activities has been recorded under billing code B130 and B190.

C. Asset Disposition
McDermott Billing Code: B130
Fees: \$53,015.50

Total Hours: 52.2

23. This category represents time spent by McDermott researching, reviewing, and analyzing issues related to the disposition of the Debtors' assets. Among other things, McDermott investigated the Debtors' prepetition sale process related to the marketing of the Debtors' cross-border logistics services business for sale on a going-concern basis, reviewed documents produced in connection with such investigation, and researched potential estate claims and causes of action.

24. Some professionals' time relating to the foregoing activities has been recorded under billing code B120 and B190.

D. Relief from Stay/Adequate Protection Proceedings

McDermott Billing Code: B140

Fees: \$1,074.00

Total Hours: 0.7

25. During the Compensation Period, McDermott professionals reviewed and analyzed motions seeking relief from the automatic stay to permit state court litigation to proceed. McDermott professionals also reviewed and analyzed subsequent pleadings and correspondence related to such motions, including any notices of withdrawal.

E. Meetings and Communications with Creditors

McDermott Billing Code: B150

Fees: \$43,230.50

Total Hours: 27.6

26. During the Compensation Period, McDermott professionals, alongside Lowenstein and A&M, conducted regular Committee meetings and communicated with the Committee members and their counsel as a group and on an individual basis. McDermott also spent time providing recommendations to the Committee regarding various requests from the Debtors and other parties in interest, counseling the Committee regarding the Committee's issues with respect to, among other issues, potential estate causes of action, case strategy matters, the Debtors' Plan, and the settlement embedded in the Plan among the Debtors, the Committee, and Pitney Bowes. In addition, McDermott coordinated with Lowenstein and A&M to prepare for weekly Committee calls, including by preparing, discussing, and reviewing Committee presentations on various topics, including case status and strategy, the Debtors' operations and finances, the Debtors' proposed Plan, and adversary proceedings and contested matters.

F. Court Hearings**McDermott Billing Code: B155****Fees: \$30,966.00****Total Hours: 21.1**

27. This category includes time spent by McDermott professionals preparing for and participating in various hearings and status conferences, including: (a) the Debtors' second day hearing; (b) the hearing to seek approval of the Debtors' disclosure statement (the "Disclosure Statement"); (c); the status conference related to the Committee's request to extend the Plan confirmation timeline; and (d) the hearing to confirm the Plan.

28. Services rendered in this category also include preparations for Court hearings such as the drafting of witness and exhibit lists and the preparation of other materials to be used at hearings.

G. Fee and Employment Applications**McDermott Billing Code: B160****Fees: \$82,143.00****Total Hours: 71.7**

29. This category represents time spent by McDermott related to the employment and fee applications of McDermott, Lowenstein, and A&M. During the Compensation Period, McDermott (i) prepared and filed the Committee's application to retain and employ McDermott as co-counsel and (ii) revised and filed the Committee's applications to retain and employ Lowenstein as co-counsel and A&M as financial advisor to the Committee. McDermott professionals also reviewed and commented on the Debtors' proposed procedures related to the retention of "ordinary course" professionals and interim compensation. Time recorded to this matter also includes the preparation and filing of three monthly fee statements by McDermott and the review and filing of three monthly fee statements for each of Lowenstein and A&M.

H. Avoidance Actions

McDermott Billing Code: B180

Fees: \$3,505.00

Total Hours: 1.9

30. This category represents time spent by McDermott relating to the analysis of potential estate causes of action and correspondence related to such analysis.

I. Assumption/Rejection of Leases

McDermott Billing Code: B185

Fees: \$12,427.00

Total Hours: 13.7

31. During the Fee Period, McDermott professionals reviewed and analyzed the various motions, notices, and other pleadings relating to the assumption, assumption and assignment, and rejection of executory contracts and unexpired leases. Among other things, McDermott performed research with respect to the Debtors' motion to reject certain equipment agreements with Trilogy Leasing Co., LLC ("Trilogy"), Trilogy's response to same, and the Debtors' adversary proceeding against Trilogy.

J. Other Contested Matters

McDermott Billing Code: B190

Fees: \$49,213.50

Total Hours: 42.5

32. This category represents time spent by McDermott analyzing motions and pleadings filed in the main bankruptcy case and adversary proceeding against Trilogy, examining litigation and other strategic case issues, coordinating internally and externally in connection with litigation matters, researching estate claims and causes of action related to the Committee's investigation of the same.

33. This category also includes time spent by McDermott professionals investigating claims against Oaktree, coordinating with A&M regarding same, and reviewing documents in connection with same. In addition, McDermott spent time revising the Committee's motion to intervene in the adversary proceeding against Trilogy.

34. Some professionals' time relating to the foregoing activities has been recorded under billing code B120 and B130.

K. Non-Working Travel

McDermott Billing Code: B195

Fees: \$5,404.00

Total Hours: 2.8

35. This category represents time spent by McDermott professionals traveling to and from Court proceedings and is billed at 50% of the normal hourly rate for timekeepers.

L. Business Operations

McDermott Billing Code: B210

Fees: \$768.00

Total Hours: 0.7

36. This category includes time spent by McDermott professionals communicating with Debtors' counsel regarding budget matters and reviewing the Debtors' motion to enter into and perform under a services agreement with Lighting Resources, Inc. and Pitney Bowes.

M. Employee Benefits and Pensions

McDermott Billing Code: B220

Fees: \$965.00

Total Hours: 0.5

37. This category includes time spent by McDermott professionals reviewing pleadings and correspondence related to wages matters.

N. Financing and Cash Collateral Issues

McDermott Billing Code: B230

Fees: \$270,504.50

Total Hours: 198.50

38. During the Compensation Period, McDermott, in consultation with Lowenstein and A&M, (i) reviewed and analyzed the Debtors' motion to obtain debtor-in-possession financing and use cash collateral and related documents, (ii) drafted an objection to same, and (iii) negotiated the proposed form of final financing order. Time billed to this category also includes McDermott's investigation and analysis of the prepetition liens on the Debtors' assets and the preparation of a memorandum related to such investigation.

O. Claims Administration and Objections**McDermott Billing Code: B310****Fees: \$93,973.50****Total Hours: 54.0**

39. During the Compensation Period, McDermott analyzed and conducted research with respect to the Debtors' bar date motion and commented on the Debtors' proposed order regarding same. McDermott professionals also extensively analyzed issues related to Oaktree's claims and drafted an objection to such claims. In addition, McDermott professionals, alongside Lowenstein and A&M, conducted a contractual privity analysis into whether certain entities held claims against the Debtors or other, non-Debtor entities. Finally, this category includes time McDermott professionals spent working on avoidance action issues.

P. Plan and Disclosure Statement**McDermott Billing Code: B320****Fees: \$221,912.50****Total Hours: 139.8**

40. This category represents time spent by McDermott relating to the negotiation and confirmation of the Debtors' Plan and approval of the Disclosure Statement. During the Compensation Period, McDermott reviewed, revised, and commented upon, as appropriate, various Plan-related documents. McDermott also spent time analyzing and researching potential issues for unsecured creditors in connection with these documents, including the contractual privity issues raised by the Committee over the course of these Chapter 11 Cases, and drafting a statement regarding the Disclosure Statement and part of the Committee's Plan confirmation objection.

41. In addition, in connection with its analysis of and negotiations related to the Plan and disclosure statement, McDermott, alongside Lowenstein and A&M, engaged in negotiations related to the terms and framework of the Plan that ultimately resulted in a settlement between the Debtors, the Committee, and Pitney Bowes. Finally, time in this category is inclusive of

McDermott's work preparing for the hearings regarding approval of the Disclosure Statement and confirmation of the Plan.

BASIS FOR THE RELIEF REQUESTED

42. Bankruptcy Code section 331 provides for interim compensation of professionals and incorporates the substantive standards of Bankruptcy Code section 330 to govern the Court's award of such compensation. 11 U.S.C. § 330(a)(1)(A). Bankruptcy Code section 330 also sets forth the criteria for award of such compensation and reimbursement, which include:

- (A) time spent on such services
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under [title 11 of the Bankruptcy Code];
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than under [title 11 of the Bankruptcy Code].

43. McDermott submits that the compensation requested herein is reasonable and necessary for, beneficial to, and in the best interests of, the Committee. The professional services rendered by McDermott were appropriate and necessary for the effective administration of these Chapter 11 Cases. They were in the best interests of the Committee, the Debtors, and other parties-in-interest. Compensation for the foregoing services is commensurate with the complexity, importance, and nature of the problems, issues, or tasks involved. The professional services were performed in an appropriately expeditious and efficient manner.

44. As a supplement to the factors enumerated in section 330, courts within the Fifth Circuit consider the twelve factors identified in *Johnson v. Ga. Highway Express, Inc.* to determine the reasonableness of compensation incurred by a professional based upon the particular circumstances of a given case.⁵ These factors include: (1) the time and labor required; (2) the novelty and difficulty of the questions presented; (3) the skill requisite to perform the legal services; (4) the preclusion of employment by the attorney due to acceptance of the case; (5) the customary fee; (6) whether the fee is fixed or contingent; (7) time limitations imposed by client or the circumstances of the case; (8) the amount involved and the results obtained; (9) the experience, reputation, and ability of the attorneys; (10) the undesirability of the case; (11) the nature and length of the professional relationship with the client; and (12) awards in similar cases.⁶

45. Utilizing these factors and the standards customarily applied to fee awards under Bankruptcy Code sections 330 and 331, McDermott respectfully submits that its request for compensation and reimbursement of expenses is reasonable and proper, and that such request should be allowed in the amounts sought herein. The following analysis of the *Johnson* factors supports the reasonableness of McDermott's requested fees and expenses:

- (a) *The Time and Labor Required.* The foregoing summary, together with the Exhibits attached hereto, detail the time, nature and extent of the professional services rendered by McDermott for the benefit of the Committee during the Application Period. The total number of hours expended, 1,188.3, indicates that McDermott devoted substantial time to these matters on a wide variety of legal issues presented in these cases. McDermott regularly communicated with the Committee to ensure that the rights of unsecured creditors were protected and that the Committee judiciously proceeded with motion practice only when appropriate.
- (b) *The Novelty and Difficulty of Questions.* The issues presented by these cases demanded a high level of skill during a short period of time. McDermott spent

⁵ See *Johnson v. Ga. Highway Express, Inc.*, 488 F.2d 714, 717 (5th Cir. 1974).

⁶ See *In re First Colonial Corp. of America*, 544 F.2d 1291, 1298–99 (5th Cir. 1977), *cert. denied*, 431 U.S. 904 (1977) (applying the twelve-factor test to an analysis of fee awards in bankruptcy cases).

considerable time analyzing difficult restructuring issues, including issues relating to the Debtors' proposed DIP financing, the chapter 11 plan, investigation of estate claims and causes of action, preparing relevant pleadings as necessary, and negotiating with the relevant interested parties to protect the interests of, and maximize value for, general unsecured creditors.

- (c) *The Skill Required to Perform the Legal Services Properly.* In rendering services to the Committee, McDermott demonstrated substantial legal skill and expertise in the areas of bankruptcy, corporate law, commercial law, debtor-creditor rights, secured transactions, and litigation.
- (d) *The Preclusion of Other Employment by Applicant Due to Acceptance of the Cases.* Given the size and depth of McDermott's restructuring practice, McDermott's representation of the Committee has not necessarily precluded it from seeking other engagements. However, McDermott's devotion of time to one matter inevitably detracts from its ability to seek out other employment opportunities.
- (e) *The Customary Fee.* McDermott agreed to perform its services for the Committee during the pendency of these cases pursuant to its customary compensation practices for engagements of this type and regular hourly billing practices. McDermott is normally compensated on an hourly basis and bills clients on a periodic basis, which is most often monthly.
- (f) *Whether the Fee is Fixed or Contingent.* The fees charged in this Application are based on McDermott's standard hourly rates for engagements of this type.
- (g) *Time Limitations Imposed by Client or other Circumstances.* The Chapter 11 Cases proceeded on an expedited timeline, and there were numerous instances that necessitated McDermott's provision of capable legal services on short notice and under significant time constraints in order to address complex legal issues.
- (h) *The Amount Involved and Results Obtained.* For the reasons described in this Application, McDermott respectfully submits that the amount of fees for which compensation is sought is reasonable under the circumstances given the size and nature of the Debtors' operations and business relationships, and the number and complexity of issues addressed. McDermott conducted extensive research and analysis on various issues impacting the Debtors' business, including but not limited to potential claims and causes of action on behalf of the Debtors' estates and the Debtors' Plan and Disclosure Statement.
- (i) *The Experience, Reputation and Ability of the Attorneys.* McDermott is a well-known law firm and has proven substantial ability in the fields of bankruptcy, litigation, finance, and corporate law, among others. Charles R. Gibbs and Marcus Helt, partners at McDermott, had primary responsibility for this case. Each of Mr. Gibbs and Mr. Helt has a wide breadth of experience in bankruptcy matters, including with respect to representing creditor interests and official creditor committees, enabling them to effectively render services to the Committee in an

efficient manner. In addition, McDermott's restructuring & insolvency attorneys were supported by attorneys from the corporate, trial, and finance practice groups at McDermott.

- (j) *The Undesirability of the Case.* While this engagement is not "undesirable," the Chapter 11 Cases are challenging given, among other things, the complexity of the Debtors' business and operational arrangements and the nature and value of the claims asserted against the Debtors in the Chapter 11 Cases.
- (k) *Nature and Length of Professional Relationship.* McDermott had no relationship with the Committee prior to being retained in this case, subject to the disclosures set forth in the *Application of the Official Committee of Unsecured Creditors for Entry of an Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Co-Counsel, Effective as of August 28, 2024* and accompanying *Declaration of Charles R. Gibbs* attached thereto as Exhibit B. See Docket No. 293.
- (l) *Awards In Similar Cases.* The fees and expenses for which McDermott seeks compensation and reimbursement are not excessive and are substantially similar to those awarded in similar cases for similar services rendered and results obtained.

46. This is McDermott's final fee application. This Application complies with the requirements of Bankruptcy Code section 331 that a professional only apply for compensation once every 120 days.⁷

47. In sum, the services rendered by McDermott were reasonable, necessary and intended to benefit and preserve the value of the Debtors' estates and the interests of unsecured creditors. These services required a high level of professional competence and expertise, and McDermott believes that the services were performed efficiently and effectively. Accordingly, approval of the compensation for professional services and reimbursement of the expenses sought herein is warranted.

48. In addition, McDermott has made reasonable efforts to comply with the *Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed*

⁷ See 11 U.S.C. § 331.

Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, effective as of November 1, 2013 (the “U.S. Trustee Guidelines”). In accordance with section C.5 of the U.S. Trustee Guidelines, McDermott states as follows:

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain.

Response: No.

Question: If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Response: McDermott did not submit a budget.

Question: Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

Response: No.

Question: Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.) If so, please quantify by hours and fees.

Response: No.

Question: Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.

Response: No.

Question: If the fee application includes any rate increases since retention:

- i. Did your client review and approve those rate increases in advance?
- ii. Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree

to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11–458?

Response: This Application does not include any rate increases since McDermott's retention.

NOTICE

6. Pursuant to the Interim Compensation Order, this Application has been served upon: (a) the Debtors, c/o DRF Logistics, LLC, Attn: Eric Kaup, Chief Restructuring Officer (ekaup@hilcoglobal.com); (b) counsel to the Debtors, Weil, Gotshal & Manges LLP, Attn: Ray C. Schrock, Esq., Ronit J. Berkovich, Esq., Lauren Tauro, Esq., and Alexander P. Cohen, Esq. (Ray.Schrock@weil.com, Ronit.Berkovich@weil.com, Lauren.Tauro@weil.com, and Alexander.Cohen@weil.com); (c) the U.S. Trustee, Attn: Andrew Jimenez, Esq. and Christopher R. Travis, Esq. (Andrew.Jimenez@usdoj.gov and C.Ross.Travis@usdoj.gov); and (d) counsel for the DIP Lender, Gibson, Dunn & Crutcher LLP, Attn: Matthew J. Williams, Esq., C. Lee Wilson, Esq., and Keith R. Martorana, Esq. (MJWilliams@gibsondunn.com, CLWilson@gibsondunn.com, and KMartorana@gibsondunn.com).

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WHEREFORE, McDermott respectfully requests entry of an order, substantially in the form attached hereto as **Exhibit G**, granting final allowance for professional services rendered and reimbursement of actual and necessary expenses incurred during the Compensation Period.

Dated: January 23, 2025
Dallas, Texas

MCDERMOTT WILL & EMERY LLP

/s/ Charles R. Gibbs

Charles R. Gibbs (TX Bar No. 7846300)
Marcus A. Helt (TX Bar No. 24052187)
2501 North Harwood Street, Suite 1900
Dallas, TX 75201-1664
Telephone: (214) 295-8000
Facsimile: (972) 232-3098
E-mail: crgibbs@mwe.com
mhelt@mwe.com

- and -

Darren Azman (admitted *pro hac vice*)
One Vanderbilt Avenue
New York, NY 10017-3852
Telephone: (212) 547-5400
Fax: (212) 547-5444
E-mail: dazman@mwe.com

*Counsel to the Official Committee of
Unsecured Creditors*

EXHIBIT A

Gibbs Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
DRF LOGISTICS, LLC, <i>et al.</i>,	§	Case No. 24-90447 (CML)
	§	
Debtors.¹	§	(Jointly Administered)

**DECLARATION OF CHARLES R. GIBBS IN SUPPORT OF FINAL
APPLICATION OF MCDERMOTT WILL & EMERY LLP FOR COMPENSATION
FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM
AUGUST 28, 2024 THROUGH DECEMBER 9, 2024**

I, Charles R. Gibbs, hereby declare that the following statements are true and correct to the best of my knowledge:

1. I am a partner in the law firm of McDermott Will & Emery LLP (“McDermott” or the “Firm”). I am a member in good standing of the Bar of the State of Texas, and am admitted to practice before the Supreme Court of Texas, the United States District Courts for the Northern, Southern, Eastern and Western Districts of Texas and the United States Courts of Appeals for the First, Third, Fourth, Fifth, Eighth and Eleventh Circuits.

2. I have personally performed many of the legal services rendered by McDermott as counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the above-captioned chapter 11 cases (“Chapter 11 Cases”) of DRF Logistics, LLC, *et al.* and the above-captioned affiliated debtors and debtors in possession and am thoroughly familiar with the other work performed on behalf of the Committee by the attorneys and other persons in the Firm.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: DRF Logistics, LLC (6861) and DRF, LLC (7236). The Debtors’ mailing address is 7171 Southwest Parkway, Bldg. 300, Suite 400, Austin, TX 78735.

3. I have read the foregoing *Final Application of McDermott Will & Emery LLP for Compensation for Services and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for the Period from August 28, 2024 Through December 9, 2024* (the “Application”).² To the best of my knowledge, information, and belief, the statements contained in the Application are true and correct. Moreover, I have reviewed the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of Texas, and submit that the Application substantially complies with such rules. However, to the extent that the Application does not comply in all respects with such rules, I believe that such deviations are not material. McDermott has no agreement, directly or indirectly, and no understanding exists in any form or guise with any person for a division of the compensation herein requested, except that compensation received by McDermott will be shared among McDermott’s partners and employees as permitted by Bankruptcy Code section 504.

[Remainder of page intentionally left blank]

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Executed on January 23, 2025
Dallas, Texas

By: /s/ Charles R. Gibbs
Charles R. Gibbs

EXHIBIT B**Summary by Timekeepers for the Period from
August 28, 2024, through December 9, 2024**

Name of Professional Person	Position, Year Admitted and Area of Expertise	Total Hours Billed	Hourly Billing Rate	Total Compensation
PARTNERS & COUNSEL				
Charles R. Gibbs	Partner; Admitted in 1978; Corporate Advisory	140.8	\$1,930.00	\$271,744.00
Marcus A. Helt	Partner; Admitted in 2000; Corporate Advisory	250.2	\$1,750.00	\$437,850.00
Debbie Green	Partner; Admitted in 2005; Trial	212.1	\$1,650.00	\$349,965.00
Deanna D. Boll	Counsel; Admitted 1998	39.3	\$1,395.00	\$54,823.50
Kristine Suh	Counsel; Admitted in 1997; Corporate Advisory	12.6	\$1,395.00	\$17,577.00
ASSOCIATES				
Jack G. Haake	Associate; Admitted in 2011; Corporate Advisory	22.7	\$1,335.00	\$30,304.50
Natalie Rowles	Associate; Admitted in 2018; Corporate Advisory	152.5	\$1,245.00	\$189,862.50
Landon W. Foody	Associate; Admitted in 2023; Corporate Advisory	157.9	\$1,040.00	\$164,216.00
Cristian Catanese	Associate; Admitted in 2023; Corporate Advisory	8.7	\$925.00	\$8,047.50
Gabrielle B. Lipsitz	Associate; Admitted in 2023; Trial	38.0	\$925.00	\$35,150.00
Lucas J. Hale	Associate; Admitted in 2023; Corporate Advisory	22.1	\$805.00	\$17,790.50
David O. Ratnoff	Associate; Admitted in 2024; Trial	64.1	\$805.00	\$51,600.50
Jess M. Wisniewski	Associate; Admitted in 2024; Trial	15.8	\$805.00	\$12,719.00
PARAPROFESSIONALS				
Jessica M. Hirshon	Paralegal; Corporate Advisory	1.1	\$565.00	\$621.50
Kate K. Delcoure	Paralegal; IP Prosecution	1.5	\$525.00	\$787.50
Daniel Northrop	Paralegal; Corporate Advisory	1.4	\$745.00	\$1,043.00

Name of Professional Person	Position, Year Admitted and Area of Expertise	Total Hours Billed	Hourly Billing Rate	Total Compensation
Nolley M. Rainey	Paralegal; Corporate Advisory	1.3	\$500.00	\$650.00
Mike McMillan	Senior Researcher	0.6	\$385.00	\$231.00
Jacque Bishop Jones	Paralegal; Corporate Advisory	45.6	\$360.00	\$16,416.00

EXHIBIT C**Statement of Fees by Project Category for the Period from
August 28, 2024 through December 9, 2024**

Task Code	Description	Total Hours	Total Fees
B110	Case Administration	132.2	\$216,196.50
B120	Asset Analysis & Recovery	428.4	\$576,100.50
B130	Asset Disposition	52.2	\$53,015.50
B140	Relief From Stay/Adequate Protection Proceedings	0.7	\$1,074.00
B150	Meetings/Communications w/Creditors	27.6	\$43,230.50
B155	Court Hearings	21.1	\$30,966.00
B160	Fee/Employment Applications	71.7	\$82,143.00
B170	Fee/Employment Objections	1.9	\$3,505.00
B180	Avoidance Action Analysis	13.7	\$12,427.00
B185	Assumption/Rejection of Leases	42.5	\$49,213.50
B190	Other Contested Matters	2.8	\$5,404.00
B195	Non-Working Travel	0.7	\$768.00
B210	Business Operations	0.5	\$965.00
B220	Employee Benefits/Pensions	198.5	\$270,504.50
B230	Financing/Cash Collateral Issues	54.0	\$93,973.50
B280	Vendor Matters	139.8	\$221,912.50
B290	Insurance	132.2	\$1,661,399.00
B310	Claims Admin. & Objections	428.4	\$216,196.50
B320	Plan and Disclosure Statement	52.2	\$576,100.50
B430	Internal Investigation	0.7	\$53,015.50
B470	Litigation	27.6	\$1,074.00
TOTAL		1,188.3	\$43,230.50

EXHIBIT D**Expense Summary for the Period from
August 28, 2024 through December 9, 2024**

Category	Amount
Airfare	\$1,906.00
Computer Research	\$5,764.91
Court Filing Fees	\$800.00
Deposition Expenses	\$2,844.21
Ground Transportation/Parking	\$458.14
Lien and Corporate Document Searches	\$1,069.80
Lodging	\$1,238.08
Working Meals	\$73.82
TOTAL:	\$14,154.96

EXHIBIT E**Rate Disclosure**

The blended hourly rate for all U.S.-based McDermott timekeepers (including both professionals and paraprofessionals), excluding time billed on bankruptcy and pro bono engagements and by timekeepers practicing primarily in McDermott's Business Restructuring Practice Group, during the 12-month period from December 10, 2023 through and including December 9, 2024 (the "Comparable Period") was, in the aggregate, approximately \$1,350 per hour (the "Non-Bankruptcy Blended Hourly Rate").¹

The blended hourly rate for all McDermott timekeepers who billed time to McDermott's representation of the Committee during the Compensation Period, from August 28, 2024 through and including December 9, 2024, was approximately \$1,398.13 per hour (the "Committee Blended Hourly Rate"). The following is a comparison of these rates:

Position	Committee Blended Hourly Rate	Non-Bankruptcy Blended Hourly Rate
Partners	\$1,756	\$1,650
Associates	\$1,057	\$1,070
Paraprofessionals	\$383.48	\$470
All Positions	\$1,398.13	\$1,350

¹ McDermott calculated the Non-Bankruptcy Blended Hourly Rate by dividing the total dollar amount billed during the Comparable Period by U.S.-based McDermott timekeepers at McDermott's standard rates, excluding time billed on bankruptcy and pro bono engagements and by timekeepers practicing primarily in McDermott's Business Restructuring Practice Group, by the total number of corresponding hours billed by such U.S.-based McDermott timekeepers during the Comparable Period. Accordingly, it does not reflect voluntary reductions and discounts made by McDermott.

EXHIBIT F

Time and Expense Detail for Period from August 28, 2024 to December 9, 2024



Invoice: 3950656
Client: 125141

10/31/2024

DRF Logistics, LLC Creditors' Committee
Ryder Transportation Services
2333 Ponce de Leon Blvd., Suite 700
Coral Gables, FL 33134

For Services Rendered in Connection with:

Matter: 0011 DRF Unsecured Creditors' Committee

Task / Date	Desc. / Name	Hours	Amount	Description
B110 08/28/24	Case Administration L. Foody	4.00	4,160.00	Multiple correspondence with J. Bishop and Lowenstein re NOAs (.3); prepare distribution groups (.4); review first day declaration (1.6); review first day motions and interim orders (1.7).
B110 08/29/24	Case Administration M. Helt	0.70	1,225.00	Work with LS on work-stream allocation and next steps (.7).
B110 08/29/24	Case Administration L. Foody	0.30	312.00	Multiple correspondence with Debtors' counsel and MWE team re parties in interest (.3).
B110 09/03/24	Case Administration C. Gibbs	1.00	1,930.00	Review of multiple emails re case administration matters (1.1).



**McDermott
Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3950656
Invoice Date: 10/31/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B110 09/03/24	Case Administration C. Gibbs	0.50	965.00	Conference with co-counsel re status of multiple work streams (.4).
B110 09/04/24	Case Administration M. Helt	0.50	875.00	Phone call with LS on work allocation (.5).
B110 09/10/24	Case Administration C. Gibbs	1.50	2,895.00	Review of multiple emails re case administration matters (1.1); conferences with co-counsel re same (.5).
B110 09/11/24	Case Administration C. Gibbs	1.30	2,509.00	Review of multiple emails re case administration matters (1.3).
B110 09/11/24	Case Administration L. Foody	0.90	936.00	Multiple correspondence with N. Rowles re work streams (.2); review dates and deadlines in case (.2); conference with N. Rowles re work streams (.5).
B110 09/12/24	Case Administration C. Gibbs	1.80	3,474.00	Review of multiple emails re case administration matters (1.1); conferences with co-counsel re same (.7).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3950656
Invoice Date: 10/31/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B110 09/13/24	Case Administration C. Gibbs	1.50	2,895.00	Review of multiple emails and draft pleadings re pending administration matters (1.5).
B110 09/16/24	Case Administration C. Gibbs	1.80	3,474.00	Review of multiple emails and pleadings re case administration matters (1.7).
B110 09/16/24	Case Administration L. Foody	0.40	416.00	Multiple correspondence with UCC professionals re upcoming conferences (.4).
B110 09/16/24	Case Administration N. Rowles	1.40	1,743.00	Teleconference with L. Foody, C. Gibbs, and M. Helt re case strategy (.2); review correspondence related to same (.4); revise internal strategy and workstreams memo (.8).
B110 09/17/24	Case Administration C. Gibbs	2.00	3,860.00	Review of multiple emails re case administration matters (1.3); conferences with co-counsel re same (0.7).
B110 09/18/24	Case Administration C. Gibbs	1.00	1,930.00	Conferences with co-counsel re pending work streams and review of multiple emails re case administration matters (1.1).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3950656
Invoice Date: 10/31/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B110 09/18/24	Case Administration L. Foody	0.30	312.00	Multiple correspondence with MWE, Lowenstein, and A&M re case administration (.3).
B110 09/19/24	Case Administration C. Gibbs	1.00	1,930.00	Review of multiple emails re case administration matters (1.1).
B110 09/23/24	Case Administration C. Gibbs	1.50	2,895.00	Review of multiple emails and pleadings re case administration matters (1.5) .
B110 09/23/24	Case Administration D. Green	0.10	165.00	Review hearing report from co-counsel (.1).
B110 09/23/24	Case Administration N. Rowles	0.70	871.50	Prepare for (.5) and attend weekly MWE internal strategy call (.2).
B110 09/24/24	Case Administration C. Gibbs	1.90	3,667.00	Weekly meeting with A&M and LS teams (0.8); review of multiple emails and draft pleadings re case administration matters and pending work streams (1.1).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3950656
Invoice Date: 10/31/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B110 09/24/24	Case Administration L. Foody	0.70	728.00	Participate in workstreams conference with Lowenstein team (.7).
B110 09/24/24	Case Administration J. Bishop Jones	0.30	108.00	Communications with N. Rowles re transcript requests (.1); receipt and review of Notice of Filing of Agreed Upon Protective Order (.1); circulate same (.1).
B110 09/25/24	Case Administration C. Gibbs	0.90	1,737.00	Review of multiple emails re various work streams (0.9).
B110 09/26/24	Case Administration C. Gibbs	1.30	2,509.00	Review of multiple emails re case administration matters (1.3).
B110 09/26/24	Case Administration D. Green	0.40	660.00	Communications with Weil regarding search terms for email search for investigation (.3); strategy communications with Marcus Helt (.1); communications with co-counsel regarding D/S hearing strategy (.1).
B110 09/26/24	Case Administration J. Bishop Jones	1.00	360.00	Receipt and review of OCP motion (.2); circulate to MWE team (.1); communication with L. Foody re PHV (.1); finalize and file same (.1); circulate file marked copy of co-counsel (.1); receipt and review of



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3950656
Invoice Date: 10/31/2024

Task / Date	Desc. / Name	Hours	Amount	Description
				agreed protective order (.1); circulate same (.1); revised CDM with updated deadlines and events (.2).
B110 09/27/24	Case Administration C. Gibbs	0.80	1,544.00	Review of multiple emails re case administration matters (0.8).
B110 09/30/24	Case Administration L. Foody	0.30	312.00	Review workstreams memorandum (.3).
B110 09/30/24	Case Administration C. Gibbs	1.50	2,895.00	Review of multiple emails re case administration matters (1.5).
B110 09/30/24	Case Administration J. Bishop Jones	0.30	108.00	Revise Critical Dates Memo (.2); circulate same to MWE team (.1).
B120 08/28/24	Asset Analysis and Recovery M. Helt	1.40	2,450.00	Work on litigation/investigation analysis (1.4).



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Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3950656
Invoice Date: 10/31/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B120 08/30/24	Asset Analysis and Recovery D. Green	3.00	4,950.00	Strategy conference call with full team of committee attorneys and financial advisors (.3); strategy communications with M. Helt (.3); communications with co-counsel regarding relevant information for 2004 (.2); begin review of background materials (2.0); communications with R. Trickey regarding 2004 (.2).
B120 08/30/24	Asset Analysis and Recovery M. Helt	0.30	525.00	Phone call with A&M on investigation issues (.3).
B120 08/31/24	Asset Analysis and Recovery D. Green	0.30	495.00	Communications with Rebecca Trickey regarding 2004 (.1).
B120 09/01/24	Asset Analysis and Recovery D. Green	0.30	495.00	Communications with R. Trickey regarding 2004 motion requirements (.2).
B120 09/02/24	Asset Analysis and Recovery D. Green	0.30	495.00	Communications with R. Trickey regarding 2004 motion (.1).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3950656
Invoice Date: 10/31/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B120 09/03/24	Asset Analysis and Recovery M. Helt	1.30	2,275.00	Phone call with LS re same and re litigation issues and value-maximization (.4); follow-up analysis re same (.9).
B120 09/03/24	Asset Analysis and Recovery D. Green	3.00	4,950.00	Review draft document requests to debtors and third parties (1.0); communications with co-counsel regarding same (.1); review draft 2004 motion (.8); numerous communications with R. Trickey regarding revising 2004 motion and related documents (1.2).
B120 09/03/24	Asset Analysis and Recovery L. Foody	2.50	2,600.00	Review four 2004 subpoenas (2.5).
B120 09/04/24	Asset Analysis and Recovery D. Green	3.30	5,445.00	Revise 2004 motion (1.0); communications with co-counsel regarding 2004 motion and discovery (.3); communications with R. Trickey regarding additional revisions to motion (.5); review and revise motion (1.0); telephone conference with co-counsel regarding discovery (.1); review communications with discovery targets (.3)



**McDermott
Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3950656
Invoice Date: 10/31/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B120 09/05/24	Asset Analysis and Recovery D. Green	0.60	990.00	Communications with discovery parties regarding meet and confer.
B120 09/06/24	Asset Analysis and Recovery D. Green	1.40	2,310.00	Communications with debtors regarding discovery (1.2); communications with J. Bishop regarding data room documents (.2).
B120 09/09/24	Asset Analysis and Recovery L. Foody	0.50	520.00	Participate in meet and confer with lender's counsel re document requests (.5).
B120 09/09/24	Asset Analysis and Recovery D. Green	0.60	990.00	Meet and confer with debtors' counsel regarding discovery (.6).
B120 09/09/24	Asset Analysis and Recovery M. Helt	0.90	1,575.00	Work with A&M on next steps, including litigation issues.
B120 09/09/24	Asset Analysis and Recovery M. Helt	2.90	5,075.00	Lengthy work on discovery/document-request issues (.8); participate in meet-and-confer conference (.4); address follow-up investigation/discovery issues, including pre-petition sale issues (1.7).



**McDermott
Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3950656
Invoice Date: 10/31/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B120 09/10/24	Asset Analysis and Recovery D. Green	0.50	825.00	Conference call with bank's counsel regarding discovery.
B120 09/10/24	Asset Analysis and Recovery L. Foody	0.50	520.00	Participate in conference re 2004 requests (.5).
B120 09/10/24	Asset Analysis and Recovery M. Helt	0.70	1,225.00	Work on discovery issues, including attend meet-and-confer conference Hilco's counsel (.7)
B120 09/11/24	Asset Analysis and Recovery D. Green	1.20	1,980.00	Communications with investigation parties regarding discovery requests.
B120 09/12/24	Asset Analysis and Recovery D. Green	0.50	825.00	Communications with counsel for investigation parties.
B120 09/13/24	Asset Analysis and Recovery D. Green	0.40	660.00	Communications with investigation parties regarding discovery requests (.3); review DIP financing update (.1).



**McDermott
Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3950656
Invoice Date: 10/31/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B120 09/15/24	Asset Analysis and Recovery D. Green	0.50	825.00	Communications with investigation parties regarding document requests (.2); review communications with committee (.1); communications with J. Bishop regarding debtors' production (.2).
B120 09/16/24	Asset Analysis and Recovery D. Green	1.00	1,650.00	Conference call with HILCO regarding discovery (.3); communications with J. Bishop regarding debtors' production (.2); review DIP financing update (.1); communications with debtors regarding document requests (.1); communications with investigation parties (.1); communications with J. Bishop regarding debtors' production (.2).
B120 09/16/24	Asset Analysis and Recovery M. Helt	3.20	5,600.00	Lengthy work on investigation issues (3.2).
B120 09/17/24	Asset Analysis and Recovery D. Green	0.60	990.00	Communications with co-counsel regarding investigation (.2); conference call with co-counsel regarding same (.2); communications with J. Bishop regarding documents produced by debtor (.2); communications with Hilco's counsel (.2).



**McDermott
Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
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Invoice Date: 10/31/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B120 09/17/24	Asset Analysis and Recovery L. Foody	0.50	520.00	Multiple correspondence with MWE team and committee professionals re conference (.3); participate in investigation conference with Lowenstein team (.2).
B120 09/17/24	Asset Analysis and Recovery N. Rowles	1.20	1,494.00	Teleconference with Lowenstein team re discovery requests on Debtors (.2); multiple correspondence with Lowenstein team re same (.3); correspondence with Weil team re same (.2); draft email to Committee re proof of claim bar date and procedures related thereto (.5).
B120 09/18/24	Asset Analysis and Recovery D. Green	1.30	2,145.00	Follow-up communications with investigation parties (1.1); review communication regarding next committee call and meeting materials (.8).
B120 09/18/24	Asset Analysis and Recovery M. Helt	1.30	2,275.00	Prepare for UCC call (.4); work with A&M re investigation issues (.9).
B120 09/18/24	Asset Analysis and Recovery N. Rowles	1.10	1,369.50	Review documents received in connection with discovery requests on Debtors (1.1).



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 09/19/24	Asset Analysis and Recovery D. Green	0.40	660.00	Communications with J. Bishop regarding debtors' document production (.4).
B120 09/20/24	Asset Analysis and Recovery D. Green	0.40	660.00	Communications with debtors' counsel regarding discovery (.4).
B120 09/23/24	Asset Analysis and Recovery J. Bishop Jones	0.50	180.00	Review communications from D. Green (.1); retrieve debtors discovery documents (.4).
B120 09/23/24	Asset Analysis and Recovery M. Helt	3.70	6,475.00	Attend disclosure-statement hearing (.7); attend meet-and-confer call with debtor on discovery requests (.5); address follow-up issues re investigation/confirmation issues (.9); review/analyze RSA and planconfirmation objections/issues (1.6).
B120 09/23/24	Asset Analysis and Recovery N. Rowles	1.10	1,369.50	Attend call with Weil and Lowenstein teams re document production and discovery requests (.5); review produced documents in connection with investigation (.6).



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 09/23/24	Asset Analysis and Recovery D. Green	0.70	1,155.00	Strategy communications with Marcus Helt (.1); strategy communications with co-counsel regarding same (.6)
B120 09/24/24	Asset Analysis and Recovery D. Green	0.90	1,485.00	Communications with investigation parties (.9)
B120 09/24/24	Asset Analysis and Recovery N. Rowles	0.80	996.00	Prepare for (.1) and attend meet and confer with Weil re document production (.7).
B120 09/24/24	Asset Analysis and Recovery M. Helt	3.30	5,775.00	Work on Oaktree analysis and review.
B120 09/25/24	Asset Analysis and Recovery D. Green	0.60	990.00	Communications with Oaktree regarding investigation (.1); communications with Weil regarding production of documents and deposition (.5).
B120 09/25/24	Asset Analysis and Recovery N. Rowles	0.50	622.50	Review correspondence between Committee counsel and Debtors' counsel re investigation.



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 09/25/24	Asset Analysis and Recovery M. Helt	1.60	2,800.00	Work on privity investigation.
B120 09/26/24	Asset Analysis and Recovery N. Rowles	0.30	373.50	Participate in meet and confer call with Weil team re document production requests.
B120 09/26/24	Asset Analysis and Recovery M. Helt	2.40	4,200.00	Attend discovery meet-and-confer meetings (.6); work on follow-up investigation / privity issues and review (1.8).
B120 09/27/24	Asset Analysis and Recovery N. Rowles	0.50	622.50	Review correspondence with Weil team related to document requests (.2); update case strategy memo (.2).
B120 09/30/24	Asset Analysis and Recovery D. Green	1.10	1,815.00	Communications with debtor regarding discovery (.1); communications with N. Rowles and L. Foody regarding review of documents (.4); review team status update on assigned projects (.1); communications with J. Bishop regarding status of document upload (.3); communications with N. Rowles and L. Foody regarding investigation (.2).



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 09/30/24	Asset Analysis and Recovery N. Rowles	0.80	996.00	Multiple correspondence with L. Foody re Committee investigation and strategy items (.3); revise memo related to same (.3); correspondence with D. Green related to investigation (.1).
B130 09/26/24	Asset Disposition J. Bishop Jones	0.20	72.00	Receipt and review of Motion to Sell De Minimus assets (.1); circulate to MWE team (.1).
B150 08/29/24	Mtgs/Communications w/Creditor M. Helt	1.80	3,150.00	Prepare for and attend call with Weil on kick-off call (.9); follow-up phone call with counsels for UCC members re UCC issues and case administration (.9).
B150 09/03/24	Mtgs/Communications w/Creditor C. Gibbs	0.30	579.00	Review of emails with creditors re status (.3).
B150 09/04/24	Mtgs/Communications w/Creditor M. Helt	2.00	3,500.00	Prepare for and attend UCC call (1.6); follow-up discussions with counsel for UCC member re next steps and case issues (.4).
B150 09/11/24	Mtgs/Communications w/Creditor L. Foody	2.10	2,184.00	Review and analyze statements and schedules re 341 meeting (2.1).



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Task / Date	Desc. / Name	Hours	Amount	Description
B150 09/11/24	Mtgs/Communications w/Creditor M. Helt	0.80	1,400.00	Prepare for and attend UCC call (.8).
B150 09/11/24	Mtgs/Communications w/Creditor C. Gibbs	1.00	1,930.00	Prepare for and attendance on weekly UCC call (1.0).
B150 09/12/24	Mtgs/Communications w/Creditor L. Foody	0.60	624.00	Prepare for and participate in 341 meeting of creditors (.4); draft correspondence to Lowenstein team re the same (.2)
B150 09/19/24	Mtgs/Communications w/Creditor D. Green	0.20	330.00	Communications with Landon Foody and co-counsel regarding creditors' meeting (.2).
B155 08/31/24	Court Hearings M. Helt	3.00	5,250.00	Prepare for 2nd-day hearings.
B155 09/19/24	Court Hearings N. Rowles	2.50	3,112.50	Revise draft W/E list for disclosure statement hearing on September 23 (.8); correspondence with J. Bishop Jones re same (.2); correspondence with Lowenstein team re same (.3); correspondence with MWE team re preparation for September 23



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Task / Date	Desc. / Name	Hours	Amount	Description
				hearing (.3); internal correspondence related to McDermott retention (.4); teleconference with L. Foody re same (.5).
B155 09/20/24	Court Hearings N. Rowles	0.70	871.50	Multiple correspondence with Lowenstein team re disclosure statement hearing (.3); correspondence with C. Gibbs and M. Helt re same (.2); correspondence with J. Bishop Jones re same (.1).
B155 09/21/24	Court Hearings N. Rowles	0.50	622.50	Multiple correspondence with MWE team re disclosure statement hearing.
B155 09/23/24	Court Hearings J. Bishop Jones	1.00	360.00	Communications with N. Rowles re materials for remote attendance of hearing (.2); review and revise hearing binder with updated pleadings (.4); enter appearances for MWE team and LS teams (.2); follow up communications re same.
B155 09/23/24	Court Hearings N. Rowles	0.50	622.50	Attendance at hearing on disclosure statement (.5).
B160 08/29/24	Fee/Employment Applications L. Foody	1.20	1,248.00	Draft MWE retention application (1.2).



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Task / Date	Desc. / Name	Hours	Amount	Description
B160 08/29/24	Fee/Employment Applications M. Helt	1.90	3,325.00	Prepare for and attend financial advisor interviews (1.9).
B160 09/06/24	Fee/Employment Applications L. Foody	0.50	520.00	Draft firm wide correspondence re retention (.5).
B160 09/06/24	Fee/Employment Applications D. Boll	0.50	697.50	Analyze issues re MWE retention application and parties-in-interest for conflicts department (.4); confer with M. Walton re same (.1).
B160 09/09/24	Fee/Employment Applications M. Helt	0.70	1,225.00	Lengthy work on employment application (.7).
B160 09/10/24	Fee/Employment Applications D. Boll	0.50	697.50	Confer with client intake re conflicts for retention application and review parties-in-interest.
B160 09/10/24	Fee/Employment Applications L. Foody	2.00	2,080.00	Draft MWE retention application (2.0).



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Task / Date	Desc. / Name	Hours	Amount	Description
B160 09/11/24	Fee/Employment Applications L. Foody	2.80	2,912.00	Revise draft interim compensation motion (2.8).
B160 09/16/24	Fee/Employment Applications D. Boll	2.20	3,069.00	Confer with MWE team Regarding parties in interest (.7); analyze same Indiana connection with drafting MWE retention application (1.4).
B160 09/16/24	Fee/Employment Applications L. Foody	1.30	1,352.00	Draft MWE retention application (.7); research re retention application filing format (.6).
B160 09/17/24	Fee/Employment Applications D. Boll	1.50	2,092.50	Review and revise materials for retention application and conflicts clearance (1.2); confer with C. Gibbs, D. Azman, and M. Helt re same (.1); confer with MWE conflicts department (multiple) re same (.2).
B160 09/17/24	Fee/Employment Applications L. Foody	0.50	520.00	Multiple correspondence with MWE and Lowenstein team regarding retention application research (.5).
B160 09/17/24	Fee/Employment Applications N. Rowles	0.50	622.50	Correspondence with L. Foody re retention applications (.3); correspondence with Lowenstein team re same (.2).



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Task / Date	Desc. / Name	Hours	Amount	Description
B160 09/20/24	Fee/Employment Applications N. Rowles	0.90	1,120.50	Internal correspondence with MWE team re retention application (.3); correspondence with Lowenstein team re same (.2); correspondence with A&M team re same (.2); correspondence with L. Foody re case strategy matters (.2).
B160 09/21/24	Fee/Employment Applications L. Foody	1.50	1,560.00	Revise MWE retention application (.8); review and revise Lowenstein retention application (.7).
B160 09/23/24	Fee/Employment Applications C. Gibbs	0.40	772.00	Review of conflicts checks for retention application (0.4).
B160 09/23/24	Fee/Employment Applications N. Rowles	3.80	4,731.00	Revise McDermott retention application (3.1); multiple correspondence with L. Foody re same (.4); correspondence with C. Gibbs and M. Helt re same (.3).
B160 09/23/24	Fee/Employment Applications L. Foody	1.20	1,248.00	Revise MWE retention application (1.2).
B160 09/24/24	Fee/Employment Applications N. Rowles	3.70	4,606.50	Revise Lowenstein retention application (.9); correspondence with Lowenstein team re same (.3); correspondence with A&M re retention application (.2); review motion to employ ordinary course



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				professionals (.8); correspondence with MWE and Lowenstein teams re same (.2); review Weil retention application (.5); review Portage retention application (.4); review Hilco engagement letter (.4).
B160 09/24/24	Fee/Employment Applications D. Green	1.50	2,475.00	Review OCP motion and communications with co-counsel regarding same (1.2); review revisions to OCP motion and communications with co-counsel regarding same (.3)
B160 09/25/24	Fee/Employment Applications C. Gibbs	1.00	1,930.00	Review of drafts of retention applications (1.0).
B160 09/25/24	Fee/Employment Applications N. Rowles	1.80	2,241.00	Revise A&M retention application (1.5); correspondence with A&M team re same (.3).
B160 09/26/24	Fee/Employment Applications C. Gibbs	0.80	1,544.00	Review of draft retention applications (0.8).
B160 09/26/24	Fee/Employment Applications N. Rowles	1.30	1,618.50	Multiple correspondence with A&M team re revisions to retention application (.3); revise MWE retention application (.5); revise Lowenstein retention application (.5).



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Task / Date	Desc. / Name	Hours	Amount	Description
B160 09/27/24	Fee/Employment Applications C. Gibbs	0.60	1,158.00	Review of final drafts of multiple retention applications (0.6).
B160 09/27/24	Fee/Employment Applications J. Bishop Jones	1.30	468.00	Communications with N. Rowles re retention applications (.2); prepare MWE & LS retention applications for attorney review (.4); finalize and file same (.2) circulate same to MWE team (.1); finalize and prepare A&M retention application (.2); finalize and file same (.1); circulate same to MWE team (.1).
B160 09/27/24	Fee/Employment Applications N. Rowles	1.60	1,992.00	Finalize MWE retention application in preparation for filing (.3) finalize Lowenstein retention application in preparation for filing (.4); incorporate revisions to A&M retention application into draft in preparation for filing (.6); email correspondence with Committee re same (.1); multiple correspondence with J. Bishop Jones re filing of retention applications.
B180 09/11/24	Avoidance Action Analysis M. Helt	0.90	1,575.00	Analysis of potential estate causes of action (.9).



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B180 09/30/24	Avoidance Action Analysis C. Gibbs	1.00	1,930.00	Review of multiple emails re avoidance action discovery (1.0).
B210 09/25/24	Business Operations D. Green	0.40	660.00	Communications with Weil regarding budget concerns (.2); review communications with committee (.2).
B220 09/30/24	Employee Benefits/Pensions C. Gibbs	0.50	965.00	Review of pleadings and emails re wages issues (0.5).
B230 08/28/24	Financing/Cash Collections M. Helt	0.70	1,225.00	Work on DIP-financing issues (.7).
B230 08/30/24	Financing/Cash Collections M. Helt	5.00	8,750.00	Lengthy work on first-day issues, investigation, and DIP-financing issues (5.0).
B230 08/31/24	Financing/Cash Collections L. Foody	8.50	8,840.00	Participate in conference with A&M team (.4); review and analyze DIP motion, orders, and credit agreement (7.3); review and analyze DIP objection issues (.8).



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Task / Date	Desc. / Name	Hours	Amount	Description
B230 09/01/24	Financing/Cash Collections D. Boll	3.50	4,882.50	Strategy call with L. Foody re DIP financing objection and issues list (.5); review and analyze issues re same (3.0).
B230 09/01/24	Financing/Cash Collections L. Foody	6.70	6,968.00	Continue review of DIP documents (3.5); continue research re DIP issues (3.2).
B230 09/02/24	Financing/Cash Collections C. Gibbs	0.50	965.00	Review of draft of DIP Order and emails re same.
B230 09/02/24	Financing/Cash Collections M. Helt	3.00	5,250.00	Lengthy work on litigation issues and related DIP-financing issues.
B230 09/02/24	Financing/Cash Collections L. Foody	8.50	8,840.00	Draft DIP objection (8.5).
B230 09/02/24	Financing/Cash Collections D. Boll	3.20	4,464.00	Analyze issues re DIP Financing Objection (3.0); confer with L. Foody re same (.2).



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Task / Date	Desc. / Name	Hours	Amount	Description
B230 09/03/24	Financing/Cash Collections L. Foody	6.50	6,760.00	Conference with SDTX re scheduling dates (.2); revise DIP Objection (3.0); conference with M. Helt and D. Bolling re the same (.5); draft DIP issues list (2.8).
B230 09/03/24	Financing/Cash Collections D. Boll	9.30	12,973.50	Confer with M. Helt and L. Foody re DIP Objection (.3); confer with L. Foody re case law re objection and logistics (.5); edit and revise DIP Objection (4.9); examine law re various issues for objection (2.4); review DIP documents, RSA, and Settlement & Release (1.2).
B230 09/03/24	Financing/Cash Collections M. Helt	1.70	2,975.00	Lengthy work on DIP-financing issues (1.7).
B230 09/04/24	Financing/Cash Collections L. Foody	0.30	312.00	Draft PHV for M. Kaplan (.3).
B230 09/04/24	Financing/Cash Collections D. Boll	10.50	14,647.50	Edit and revise DIP objection (5.9); confer with M. Helt (multiple re DIP issues) (.5); confer with L. Foody (multiple) re DIP objection issues (1.0); review and analyze DIP budget and ancillary DIP documents (2.4); analyze issues list and edits from co-counsel on issues list (.7).



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B230 09/04/24	Financing/Cash Collections L. Foody	10.20	10,608.00	Conference with D. Boll re DIP objection (1.3); revise DIP issues list (1.4); revise DIP Objection (4.7); review and analyze precedent documents (1.3); research re DIPs and indemnification (1.5).
B230 09/04/24	Financing/Cash Collections M. Helt	3.30	5,775.00	Review/analyze DIP financing order and related issues re litigation (3.3).
B230 09/05/24	Financing/Cash Collections L. Foody	1.00	1,040.00	Participate in conference with Lowenstein team re DIP objection (.2); participate in conference with A&M team (.2); draft witness and exhibits list (.4) correspondence with M. Helt re DIP objection (.2)
B230 09/05/24	Financing/Cash Collections D. Boll	3.40	4,743.00	Confer with M. Helt, L. Foody and Lowenstein counsel re DIP financing issues (.3); confer with M. Helt separately re same (.2); edit and revise DIP objection and review issues list for same (2.5); confer with L. Foody (multiple) re DIP issues and next steps (.4).
B230 09/05/24	Financing/Cash Collections M. Helt	1.70	2,975.00	Prepare for and attend preliminary conference on investigation issues and next steps (1.6).



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B230 09/05/24	Financing/Cash Collections M. Helt	4.80	8,400.00	Work on DIP-financing issues, including review/analyzing PBI's role in DRF and pre-petition settlement issues (3.2); prepare for and attend DIP-financing calls with debtor (.7); review/revise "issues list" and DIP-financing order for changes (.9).
B230 09/06/24	Financing/Cash Collections N. Rowles	0.60	747.00	Teleconference with M. Helt re DIP financing motion objection (.2); teleconference with L. Foody re same (.2); review issues related to same (.2).
B230 09/06/24	Financing/Cash Collections M. Helt	3.00	5,250.00	Review and analyze papers filed by the debtors re PBI and Oak Tree re DIP financing issues and commercial-tort issues (1.8); review and revise DIP-financing order re UCC issues and issues list (1.2).
B230 09/08/24	Financing/Cash Collections N. Rowles	3.30	4,108.50	Analyze DIP Motion and proposed DIP Order (1.3); review first day declaration, Plan and other pleadings and background information in connection with same (2.6).
B230 09/09/24	Financing/Cash Collections N. Rowles	9.10	11,329.50	Analysis of proposed final DIP order (1.5); draft issues list related to same (1.4); research related to same (1.9); teleconference with M. Helt re same (.1); multiple email correspondence with M. Helt re same (.5); participate in call with counsel to Debtors and DIP Lender re same (.8); revise DIP order in accordance with call (2.9).



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B230 09/09/24	Financing/Cash Collections D. Boll	1.50	2,092.50	Analyze issues re DIP objection and plan-related language involving DIP Claims (1.0); confer (oral and written) with N. Rowles re outstanding DIP issues and waterfall payment involving same (.5).
B230 09/09/24	Financing/Cash Collections C. Gibbs	0.50	965.00	Conferences(partial) with counsel to Debtors and DIP Lender re DIP Loan issues (.5).
B230 09/09/24	Financing/Cash Collections L. Foody	0.80	832.00	Participate in conference with debtors' counsel re DIP issues list (.8).
B230 09/10/24	Financing/Cash Collections C. Gibbs	0.50	965.00	Review of emails re DIP loan issues (.6).
B230 09/10/24	Financing/Cash Collections N. Rowles	3.80	4,731.00	Teleconference with M. Helt re proposed final DIP order (.5); revise proposed order in accordance with same (2.3); multiple correspondence with M. Helt re same (.5); multiple correspondence with Lowenstein team re same (.3); correspond with Weil and Gibson Dunn teams re same (.2).



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B230 09/10/24	Financing/Cash Collections M. Helt	2.20	3,850.00	Finalize DIP-order issues (2.2).
B230 09/11/24	Financing/Cash Collections C. Gibbs	1.50	2,895.00	Review of draft DIP Objection and multiple emails re same (1.1); conference with co-counsel re preparation for hearing on Objection to DIP Motion (.4).
B230 09/11/24	Financing/Cash Collections L. Foody	0.50	520.00	Participate in conference with Weil and Gibson Dunn re DIP objection (.5).
B230 09/11/24	Financing/Cash Collections D. Boll	0.50	697.50	Analyze issues re DIP financing and payments under plan (.4); confer with N. Rowles re same (.1).
B230 09/11/24	Financing/Cash Collections M. Helt	2.10	3,675.00	Finalize DIP-financing issues.
B230 09/11/24	Financing/Cash Collections N. Rowles	5.40	6,723.00	Review schedules in connection with drafting DIP objection (1.0); revise DIP objection (1.7); participate in teleconference with Weil and Gibson Dunn teams re Committee DIP issues (.5); revise DIP Order in



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				accordance with comments on call (1.0); research issue related to DIP Note (.6); multiple correspondence with M. Helt re DIP objection (.6).
B230 09/12/24	Financing/Cash Collections C. Gibbs	0.50	965.00	Review of emails re status of dispute over terms of DIP Order (.5).
B230 09/12/24	Financing/Cash Collections N. Rowles	9.60	11,952.00	Revise DIP objection (6.2); revise proposed DIP order and DIP Note (1.9); revise DIP issues list (.7); teleconference with M. Helt re same (.1); teleconference with L. Foody re same (.1); multiple correspondence with Weil and Gibson Dunn teams re DIP negotiations (.5); teleconference with L. Tauro re same (.1).
B230 09/12/24	Financing/Cash Collections L. Foody	1.30	1,352.00	Review and analyze revised DIP note (.8); conference with N. Rowles re DIP objection (.2); participate in conference with Lowenstein team re DIP objection (.3).
B230 09/13/24	Financing/Cash Collections C. Gibbs	1.50	2,895.00	Conference with Lowenstein and MWE teams re DIP Objection issues (.8); review of multiple emails re same (.7).



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Task / Date	Desc. / Name	Hours	Amount	Description
B230 09/13/24	Financing/Cash Collections L. Foody	1.50	1,560.00	Participate in conference with Lowenstein team re DIP objection (.5); draft witness and exhibit list for 9.17 hearing (.3); review and analyze data room re DIP objection (.7).
B230 09/13/24	Financing/Cash Collections N. Rowles	10.00	12,450.00	Prepare for (.2) and participate in call with Weil and Gibson Dunn re Committee DIP issues (.5); revise DIP Order in accordance with comments on call (1.8); revise DIP note in accordance with same (1.0); revise draft DIP objection (3.8); multiple correspondence with M. Helt re same (.5); calls with M. Helt re same (.2); calls with R. Newman re same (.2); draft statement and reservation of rights with respect to DIP Motion (1.8).
B230 09/13/24	Financing/Cash Collections M. Helt	4.60	8,050.00	Lengthy work on CC/DIP-financing analysis and issues, including investigation into PBI and related entities, for carveout of DIP Collateral (2.2); review revised DIP-financing order re same (.4); multiple lengthy communications re same (.9); work on Shared-Services issues (.4); lengthy work on document discovery (.7).
B230 09/14/24	Financing/Cash Collections C. Gibbs	1.00	1,930.00	Review of emails and draft Order re DIP Loan Objection (0.6); review of draft Objection (0.5).



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Task / Date	Desc. / Name	Hours	Amount	Description
B230 09/14/24	Financing/Cash Collections N. Rowles	1.80	2,241.00	Multiple correspondence with Lowenstein team re DIP objection and DIP issues (.5); multiple correspondence with M. Helt re same (.2); multiple correspondence with G. Finizio re same (.2); teleconference with M. Helt re same (.2); teleconference with R. Newman re same (.1); correspondence with Weil and Gibson Dunn teams re same (.2); revise statement and reservation of rights (.4).
B230 09/14/24	Financing/Cash Collections M. Helt	2.60	4,550.00	Lengthy work on DIP-financing objection / analysis / resolution (1.7); multiple calls with A&M re same (.9).
B230 09/15/24	Financing/Cash Collections C. Gibbs	1.50	2,895.00	Review of multiple emails re status of resolution of objection to terms of DIP Loan proposal (0.9 hr); conferences with co-counsel re same (0.6).
B230 09/15/24	Financing/Cash Collections N. Rowles	5.20	6,474.00	Analyze Debtors' and DIP Lender's proposed final DIP order (0.9); revise DIP order in accordance with Committee comments to same (1.1); correspondence with J. Bishop Jones re same (.1); correspondence with L. Foody re same (.2); teleconference with M. Helt (.1); revise statement regarding DIP motion in accordance with same (.6). Prepare for weekly Committee professionals meeting



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3950656
Invoice Date: 10/31/2024

Task / Date	Desc. / Name	Hours	Amount	Description
				(.8); draft and circulate list of talking points related to same (1.2); correspond with C. Gibbs and M. Helt re same (.2).
B230 09/15/24	Financing/Cash Collections M. Helt	3.70	6,475.00	Work on DIP-financing issues and investigation (2.1); negotiate with debtors' counsel re same (.9); follow-up discussions with A&M re same (.7).
B230 09/16/24	Financing/Cash Collections N. Rowles	5.30	6,598.50	Revise draft statement and reservation of rights regarding DIP motion (2.9); draft notice of revised DIP order (.4); teleconference with L. Foody re same (.4); correspondence with J. Bishop Jones re same (.1); review CNO re revised DIP order (.6); correspondence with Weil team re same (.2); multiple correspondence with M. Helt and C. Gibbs re same (.3); multiple correspondence with Lowenstein team re same (.4).
B230 09/16/24	Financing/Cash Collections M. Helt	4.30	7,525.00	Review and analyze statement of reservation of rights re DIP financing (1.2); revise same (1.5); phone call with LS re same and re strategy issues (.2); address followup issues re same (.2).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3950656
Invoice Date: 10/31/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B230 09/16/24	Financing/Cash Collections L. Foody	3.00	3,120.00	Draft committee DIP statement (1.8); conference with N. Rowles case strategy (.4); review Debtors' document production (.5); participate in strategy conference with MWE team (.3).
B310 09/10/24	Claims Administration & Object L. Foody	1.60	1,664.00	Review and analyze bar date motion (1.2); draft summary re the same (.4).
B310 09/11/24	Claims Administration & Object N. Rowles	2.30	2,863.50	Analyze bar date motion (1.1); draft comments to same (.9); correspondence with Weil team re same (.3).
B310 09/23/24	Claims Administration & Object C. Gibbs	0.50	965.00	Review of emails re claim objection issues (0.5).
B310 09/26/24	Claims Administration & Object J. Bishop Jones	0.30	108.00	Review publication notices filed re POC deadline (.2); circulate to MWE team (.1).
B320 08/28/24	Plan and Disclosure Statement M. Helt	0.90	1,575.00	Review/analyze plan and DS and first-day presentation.



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Task / Date	Desc. / Name	Hours	Amount	Description
B320 08/29/24	Plan and Disclosure Statement M. Helt	0.60	1,050.00	Review plan/DS (.6).
B320 09/01/24	Plan and Disclosure Statement L. Foody	2.80	2,912.00	Draft disclosure statement objection (2.8).
B320 09/05/24	Plan and Disclosure Statement D. Boll	2.70	3,766.50	Analyze issues re plan distributions and class treatment (1.6); draft summary re same (1.0); confer with M. Helt re same (.1).
B320 09/09/24	Plan and Disclosure Statement C. Gibbs	1.00	1,930.00	Review of Plan and DS (1.0).
B320 09/16/24	Plan and Disclosure Statement M. Helt	1.10	1,925.00	Review and analyze plan-related objections and issues (1.1).
B320 09/17/24	Plan and Disclosure Statement C. Gibbs	0.80	1,544.00	Review of emails re Disclosure Statement hearing issues (.8).



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Task / Date	Desc. / Name	Hours	Amount	Description
B320 09/19/24	Plan and Disclosure Statement C. Gibbs	1.00	1,930.00	Review of draft UCC Statement re Disclosure Statement and letter to creditors (0.8).
B320 09/19/24	Plan and Disclosure Statement L. Foody	2.30	2,392.00	Research re disclosure statement witness and exhibit list (.3); review and revise witness and exhibit list (.2); review and analyze committee's disclosure statement statement (.5); participate in continued 341 meeting (.6); draft summary re the same (.3); conference with N. Rowles re workstreams (.4).
B320 09/19/24	Plan and Disclosure Statement D. Green	1.20	1,980.00	Review committee comment to DS Statement (.6); communications with cocounsel regarding same (.2); review committee solicitation letter (.4)
B320 09/20/24	Plan and Disclosure Statement C. Gibbs	1.30	2,509.00	Review of multiple pleadings and emails re Disclosure Statement issues and conference with co-counsel re same (1.3).
B320 09/20/24	Plan and Disclosure Statement N. Rowles	1.10	1,369.50	Review and revise Committee statement regarding disclosure statement (.6); multiple correspondence with Lowenstein team re same (.2); correspondence with J. Bishop Jones re filing same (.2); teleconference with M. Helt re same (.1).



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Task / Date	Desc. / Name	Hours	Amount	Description
B320 09/20/24	Plan and Disclosure Statement D. Green	0.60	990.00	Communications with co-counsel regarding DS statement and solicitation letter and review revisions to same (.6).
B320 09/23/24	Plan and Disclosure Statement C. Gibbs	1.90	3,667.00	Prepare for and attendance at hearing on Disclosure Statement including review of draft Order, Objection, Reply and revised Disclosure Statement (1.9).
B320 09/23/24	Plan and Disclosure Statement J. Bishop Jones	0.50	180.00	Receipt and review of Debtors' Amended Chapter 11 Plan and DS, and notices for filing and revised order granting motion to approve DS (.4); circulate to MWE team (.1).
B320 09/23/24	Plan and Disclosure Statement L. Foody	2.20	2,288.00	Participate in WIP conference with MWE team (.1); review debtors' reply to UST disclosure statement objection (1.0); participate in 9.23 disclosure statement hearing (.6); participate in meet and confer with debtors' counsel re productions (.5).
B320 09/24/24	Plan and Disclosure Statement C. Gibbs	0.30	579.00	Review of revised draft DS Order (0.3).
B320 09/24/24	Plan and Disclosure Statement J. Bishop Jones	0.20	72.00	Receipt and review of Order (I) Approving Disclosure Statement (.1); circulate to MWE team(.1).



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Task / Date	Desc. / Name	Hours	Amount	Description
B320 09/25/24	Plan and Disclosure Statement J. Bishop Jones	1.00	360.00	Receipt and review Debtors' Amended Joint Plan of Liquidation, Disclosure Statement for Debtors' Amended Joint Plan of Liquidation, Notice of Filing of Solicitation Versions of Plan and Disclosure Statement, and Notice of approval of Disclosure Statement (.4); circulate same to MWE team (.1); receipt and review of Revised Notice of approval of Disclosure Statement (.1); circulate same (.1); updated critical dates memo (.2); circulate same (.1).
B320 09/28/24	Plan and Disclosure Statement M. Helt	2.20	3,850.00	Lengthy work on plan strategy and opposition.
B320 09/30/24	Plan and Disclosure Statement M. Helt	3.30	5,775.00	Work on case strategy and Oaktree analysis (1.4); lengthy work / analysis on RSA issues (1.9).

Total Hours 366.50 Total For Services \$522,234.00

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	33.60	54,400.50
B120	Asset Analysis and Recovery	56.70	90,218.50
B130	Asset Disposition	0.20	72.00
B150	Mtgs/Communications w/Creditor	8.80	13,697.00
B155	Court Hearings	8.20	10,839.00



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Task Code	Description	Hours	Amount
B160	Fee/Employment Applications	37.50	47,825.50
B180	Avoidance Action Analysis	1.90	3,505.00
B210	Business Operations	0.40	660.00
B220	Employee Benefits/Pensions	0.50	965.00
B230	Financing/Cash Collections	185.00	251,807.00
B310	Claims Administration & Object	4.70	5,600.50
B320	Plan and Disclosure Statement	29.00	42,644.00
		366.50	522,234.00



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Client: 125141
Invoice: 3950656
Invoice Date: 10/31/2024

Costs and Other Charges

Timekeeper	Date	Description	Qty	Amount
L. Foody	08/29/24	Miscellaneous Texas Southern Bankruptcy Court Pro Hac Vice admission fee	0.00	100.00
L. Foody	08/29/24	Miscellaneous Texas Southern Bankruptcy Court Pro Hac Vice admission fee	0.00	100.00
L. Foody	08/29/24	Miscellaneous Texas Southern Bankruptcy Court Pro Hac Vice admission fee	0.00	100.00
L. Foody	08/29/24	Miscellaneous Texas Southern Bankruptcy Court Pro Hac Vice admission fee	0.00	100.00
L. Foody	08/29/24	Miscellaneous Texas Southern Bankruptcy Court Pro Hac Vice admission fee	0.00	100.00
L. Foody	09/26/24	Miscellaneous Texas Southern Bankruptcy Court Pro Hac Vice filing fee	0.00	100.00
C. Gibbs	09/05/24	Travel Expenses DRF Logistics/BD Trip to Houston - Agent Fee for Airfare - C. Gibbs	0.00	49.00
C. Gibbs	09/11/24	Travel Expenses DRF Logistics/BD Trip to Houston - Agent - Airfare - C. Gibbs	0.00	49.00
C. Gibbs	09/12/24	Travel Expenses DRF Logistics/BD Trip to Houston - Airfare - C. Gibbs	0.00	678.00
C. Gibbs	09/17/24	Travel Expenses DRF Logistics Hearing - Hotel - C. Gibbs	0.00	697.67
C. Gibbs	09/17/24	Travel Expenses DRF Logistics/BD Trip to Houston - Difference in Airfare (unused ticket for 9/13) - C. Gibbs	0.00	230.00
C. Gibbs	09/17/24	Travel Expenses DRF Logistics/BD Trip to Houston - Change Airfare - C. Gibbs	0.00	60.00
C. Gibbs	09/19/24	Travel Expenses DRF Logistics/BD Trip to Houston - Agent Fee in	0.00	49.00



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Timekeeper	Date	Description	Qty	Amount
D. Green	09/30/24	Airfare - C. Gibbs Computer Research Computer Research, DEBBIE GREEN	1.00	191.24

Total Costs and Other Charges \$2,603.91

Total This Invoice \$524,837.91

Timekeeper Summary

Name	Hours	Rate	Amount
J. Bishop Jones	6.60	360.00	2,376.00
D. Boll	39.30	1,395.00	54,823.50
L. Foody	82.30	1,040.00	85,592.00
C. Gibbs	41.20	1,930.00	79,516.00
D. Green	27.30	1,650.00	45,045.00
M. Helt	86.10	1,750.00	150,675.00
N. Rowles	83.70	1,245.00	104,206.50
Totals	366.50		<u>\$522,234.00</u>



Invoice: 3957624
Client: 125141

11/25/2024

DRF Logistics, LLC Creditors' Committee
Ryder Transportation Services
2333 Ponce de Leon Blvd., Suite 700
Coral Gables, FL 33134

For Services Rendered in Connection with:

Matter: 0011 DRF Unsecured Creditors' Committee

Task / Date	Desc. / Name	Hours	Amount	Description
B110 10/01/24	Case Administration L. Foody	0.70	728.00	Participate in UCC professionals work streams conference (.7).
B110 10/01/24	Case Administration C. Gibbs	1.80	3,474.00	Weekly strategy call with co-counsel and advisors (0.8); review of multiple emails re case administration matters (1.0).
B110 10/02/24	Case Administration C. Gibbs	1.90	3,667.00	Review of multiple emails re case administration matters (1.3); conferences with co-counsel re pending work streams (.6).
B110 10/02/24	Case Administration J. Bishop Jones	2.00	720.00	Communications with opposing counsel (.2); receipt of document products (over 5000 documents); download and process onto iManage for document review (1.8).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3957624
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Task / Date	Desc. / Name	Hours	Amount	Description
B110 10/03/24	Case Administration J. Bishop Jones	0.20	72.00	Finalize and file W&E list for Oct. 8, 2024 hearing (.2).
B110 10/04/24	Case Administration J. Bishop Jones	0.60	216.00	Communications with N. Rowles (.1); prepare PHVs for N. Rowles and L. Foody (.2); circulate same (.1); file same (.2).
B110 10/04/24	Case Administration D. Green	5.10	8,415.00	Review draft common interest agreement and communications with debtors' counsel regarding same (.5); research related to RSA (3.5); review committee communications (.4); communications with Landon Foody and Natalie Rowles regarding search terms for investigation and analyze same (.5); communications with co-counsel regarding assumption motion (.2).
B110 10/07/24	Case Administration L. Foody	0.80	832.00	Participate in conference with mwe team re work streams (.2); participate in follow up conference with N. Rowles (.2); conference with J. Jones re the same (.4).
B110 10/07/24	Case Administration C. Gibbs	2.10	4,053.00	Review of multiple emails re case administration matters (1.4); weekly conference with co-counsel and FA re pending work streams (.7).



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Task / Date	Desc. / Name	Hours	Amount	Description
B110 10/07/24	Case Administration J. Bishop Jones	0.30	108.00	Receipt and review of orders granting PHV for N. Rowles and L. Foody (.2); circulate same (.1).
B110 10/08/24	Case Administration L. Foody	0.80	832.00	Participate in updates conference with Lowenstein, A&M, and MWE teams (.5); conference with N. Rowles re workstreams (.3).
B110 10/08/24	Case Administration D. Green	5.00	8,250.00	Communications with co-counsel (.1); review comments to common interest agreement (.1); communications with debtors' counsel regarding document production deficiencies (.1); communications with Natalie Rowles and team regarding document review (.1); research regarding potential claims against lender (4.5); communications with Marcus Helt regarding same (.1).
B110 10/08/24	Case Administration C. Gibbs	2.10	4,053.00	Review of multiple emails re case administration matters (1.4); weekly conference with counsel and FA (0.7).
B110 10/08/24	Case Administration J. Bishop Jones	0.50	180.00	Communications with N. Rowles (.1); circulate Agenda for 10/8/2024 hearing (.1); enter appearances for MWE and LS teams (.2); follow up communications re same (.1).



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Task / Date	Desc. / Name	Hours	Amount	Description
B110 10/09/24	Case Administration C. Gibbs	1.80	3,474.00	Review of multiple emails re case administration matters (1.3); conferences with co-counsel re same (.5).
B110 10/09/24	Case Administration D. Green	7.00	11,550.00	Review cash presentation and communications with co-counsel regarding same (.4); review comments to common interest agreement (.1); review materials for committee call (1.0); communications with Debtors' counsel (.1); communications with Marcus Helt and Natalie Rowles regarding sale investigation (.4); work on analysis of Oaktree agreement (5.0).
B110 10/10/24	Case Administration J. Hirshon	0.10	56.50	Email correspondence with K. Wartner of CT Corporation re state level lien searches with respect to DRF Logistics, LLC and DRF, LLC (.1).
B110 10/10/24	Case Administration C. Gibbs	1.20	2,316.00	Review of multiple emails re case administration matters (1.2).
B110 10/11/24	Case Administration C. Gibbs	1.10	2,123.00	Review of multiple emails related to case administration matters (1.1).



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Task / Date	Desc. / Name	Hours	Amount	Description
B110 10/11/24	Case Administration D. Green	4.00	6,600.00	Communications with team regarding letter to chambers and review of same (.4); communications with co-counsel regarding same (1.5); communications with co-counsel regarding retention application (.2); communications with committee (.1); communications with team regarding status of investigation (.6); communications with debtors (.1); communications with co-counsel regarding common interest agreement (.1); communications with Jacque Bishop regarding new production (.2); communications with team regarding deposition notice (.8).
B110 10/12/24	Case Administration L. Foody	0.40	416.00	Conference with N. Rowles re upcoming work streams (.4).
B110 10/13/24	Case Administration M. Helt	2.70	4,725.00	Lengthy work on Oaktree issues (2.7).
B110 10/14/24	Case Administration J. Hirshon	0.60	339.00	Process and review newly received state level lien searches with respect to DRF Logistics, LLC and DRF, LLC (.6).



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Task / Date	Desc. / Name	Hours	Amount	Description
B110 10/14/24	Case Administration L. Foody	0.60	624.00	Update internal work streams memorandum (.4); participate in conference with MWE team re the same (.1); follow up conference with D. Green (.1).
B110 10/14/24	Case Administration C. Gibbs	1.40	2,702.00	Review of multiple emails re case administration matters (1.0); weekly conference with MWE co-counsel re work stream status (.4).
B110 10/14/24	Case Administration D. Green	3.10	5,115.00	Conference call with team (.2); communications with Jacque Bishop regarding certificate of service (.2); communications with co-counsel regarding objection to claim (.2); communications with team regarding work streams (.1); strategy communications with co-counsel (2.3); communications with Jacque Bishop regarding additional production (.1).
B110 10/14/24	Case Administration N. Rainey	0.30	150.00	Review case docket and download material pleadings (.2); communicate with MWE team regarding updated deadlines and key dates (.1).
B110 10/15/24	Case Administration L. Foody	0.50	520.00	Participate in conference with UCC professionals re case updates (.5).



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Task / Date	Desc. / Name	Hours	Amount	Description
B110 10/15/24	Case Administration C. Gibbs	2.30	4,439.00	Review of multiple emails re case administration matters (1.1); conferences with co-counsel re same (.6); weekly conference with UCC professionals re work streams (.6).
B110 10/15/24	Case Administration M. Helt	5.40	9,450.00	Prepare for and participate in UCC-professionals call (.9); analyze follow-up issues re Oaktree and 3018 (.9); strategize re claims reconciliation, settlement, and Oaktree issues (1.4); work on confirmation objection re 1129 and Oaktree (1.4); lengthy calls with LS re same (.8).
B110 10/16/24	Case Administration L. Foody	0.20	208.00	Coordinate appearances for upcoming status conference (.2).
B110 10/16/24	Case Administration C. Gibbs	1.00	1,930.00	Review of multiple emails re pending case administration issues (1.0).
B110 10/16/24	Case Administration N. Rainey	0.50	250.00	Download and review notice re 10.18.24 hybrid status conference (.1); correspond with MWE Team re same (.2); multiple communications with L. Foody re appearance registrations for MWE and LS teams (.2).



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Task / Date	Desc. / Name	Hours	Amount	Description
B110 10/17/24	Case Administration C. Gibbs	1.90	3,667.00	Prepare for and attendance at status conference with Court re confirmation timeline and document production (1.1); review of multiple emails re case administration matters (.8).
B110 10/18/24	Case Administration C. Gibbs	1.40	2,702.00	Review of multiple emails re case administration matters (1.4).
B110 10/20/24	Case Administration C. Gibbs	1.00	1,930.00	Review of multiple emails re case administration matters (1.0).
B110 10/21/24	Case Administration L. Foody	0.60	624.00	Draft correspondence re work stream progress (.2); participate in conference with MWE team re updates (.4).
B110 10/21/24	Case Administration C. Gibbs	2.10	4,053.00	Review of multiple emails re case administration matters (1.6); telephone conference with MWE team re work streams (05).
B110 10/22/24	Case Administration L. Foody	0.90	936.00	Participate in conference with UCC professionals re case updates (.9).



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Task / Date	Desc. / Name	Hours	Amount	Description
B110 10/22/24	Case Administration C. Gibbs	2.40	4,632.00	Review of multiple emails re case administration matters (1.4); conferences with co-counsel re same (0.5); weekly call with LS team (.5).
B110 10/23/24	Case Administration C. Gibbs	1.50	2,895.00	Review of multiple emails re case administration matters (1.5).
B110 10/23/24	Case Administration J. Bishop Jones	0.80	288.00	Review docket and filing (.2); update critical dates memo (.5); circulate to N Rowles for review (.1).
B110 10/24/24	Case Administration L. Foody	0.50	520.00	Conference with N. Rowles re workstreams (.2); multiple correspondence with M. Helt and D. Green re the same (.3).
B110 10/24/24	Case Administration C. Gibbs	2.00	3,860.00	Review of multiple emails re case administration matters (1.4); conferences with co-counsel re same (.6).
B110 10/24/24	Case Administration J. Bishop Jones	0.50	180.00	Communications with D. Green re COS for depo notices (.2); revise and file COS for Carr notice (.2); review Kaup and PBI Notices (.1); prepare COS for same (.3); circulate for attorney review (.1); finalize and file same (.1).



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Task / Date	Desc. / Name	Hours	Amount	Description
B110 10/25/24	Case Administration C. Gibbs	1.40	2,702.00	Review of multiple emails re case administration matters (0.9); conferences with co-counsel re same (.5).
B110 10/28/24	Case Administration L. Foody	0.70	728.00	Participate in conference with MWE team re case updates (.2); confer with J. Haake re the same (.5).
B110 10/28/24	Case Administration C. Gibbs	2.20	4,246.00	Review of multiple emails re case administration matters (1.2); conferences with co-counsel re same (0.5); weekly conference with MWE team re work streams (.5).
B110 10/29/24	Case Administration L. Foody	0.60	624.00	Participate in conference with Lowenstein, MWE, and A&M re case updates (.6).
B110 10/29/24	Case Administration J. Hirshon	0.10	56.50	Email correspondence with K. Wartner of CT Corporation re certified charters with respect to DRF Logistics, LLC and DRF, LLC (.1).
B110 10/29/24	Case Administration C. Gibbs	2.20	4,246.00	Review of multiple emails re case administration matters (1.2); conferences with co-counsel re pending work streams (0.5); weekly conference call with Lowenstein team (.5).



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Task / Date	Desc. / Name	Hours	Amount	Description
B110 10/29/24	Case Administration N. Rowles	0.80	996.00	Participate in weekly standing call with Committee professionals related to case strategy matters (.6); review correspondence amongst Committee professionals related to same (.2).
B110 10/30/24	Case Administration C. Gibbs	1.40	2,702.00	Review of multiple emails re case administration matters (1.0); conferences with co-counsel re status of work streams (.4).
B110 10/31/24	Case Administration C. Gibbs	2.30	4,439.00	Review of multiple emails re case administration matters (1.3); conferences with co-counsel re same (1.0).
B110 10/31/24	Case Administration J. Hirshon	0.30	169.50	Process and review newly received certified charters with respect to DRF, LLC and DRF Logistics, LLC; compare same to file-stamped UCC1 financing statements (.3).
B120 10/01/24	Asset Analysis and Recovery D. Green	5.40	8,910.00	Review Oaktree declaration (.1); work on investigation, including communications with Natalie Rowles and Landon Foody regarding same (1.4); research related to RSA (2.3); communications with committee (.1); communications with co-counsel regarding production (.3); review draft Orlando Assumption Agreement and communications with co-counsel regarding same (1.1);



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Task / Date	Desc. / Name	Hours	Amount	Description
				communications with Debtors' counsel regarding interviews (.1)
B120 10/01/24	Asset Analysis and Recovery M. Helt	2.90	5,075.00	Lengthy work on investigation and litigation issues (2.9).
B120 10/02/24	Asset Analysis and Recovery D. Green	3.50	5,775.00	Communications with co-counsel regarding debtors' plan (.1); review new discovery requests to debtors, PBI and PBIH (1.2); review debtors' response to same (.1); communications with co-counsel regarding Orlando motion (.3); communications with Jacque Bishop regarding new production (.2); review update to committee members (.1); research related to RSA (1.5).
B120 10/03/24	Asset Analysis and Recovery D. Green	4.50	7,425.00	Communications with debtors' counsel (.9); communications with co-counsel regarding Orlando motion (.1); research regarding RSA (3.3); communications with Marcus Helt regarding same (.2).
B120 10/03/24	Asset Analysis and Recovery M. Helt	3.20	5,600.00	Lengthy work on claims- reconciliation, contractual-privacy arguments, and litigation issues (.2).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3957624
Invoice Date: 11/25/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B120 10/04/24	Asset Analysis and Recovery M. Helt	3.60	6,300.00	Strategize re Oaktree issues (.9); review/analyze/research same and litigation/causes of action against Oaktree and PBI (2.7).
B120 10/06/24	Asset Analysis and Recovery D. Green	0.20	330.00	Receipt of document production from Weil (.1); communication with Jacque Bishop regarding same (.1).
B120 10/07/24	Asset Analysis and Recovery D. Green	4.20	6,930.00	Communications with Landon Foody and Natalie Rowles regarding investigation (.4); team status conference (.2); research regarding RSA (3.0); review summary of leases (.1); review edits to common interest agreement (.1); communications with co-counsel regarding status of investigation (.1); communications with debtors' counsel regarding confirmation timeline extension (.3).
B120 10/07/24	Asset Analysis and Recovery M. Helt	4.60	8,050.00	Work on Oaktree issues (1.9); lengthy work with A&M on claims issues and litigation strategy/analysis re PBI and related entities (2.7).
B120 10/08/24	Asset Analysis and Recovery M. Helt	3.60	6,300.00	Address follow-up issues re c-11 plan and litigation (2.2); work on contractual-privacy and alter-ego issues (1.4).



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 10/10/24	Asset Analysis and Recovery D. Green	1.10	1,815.00	Review draft deposition notice and communications with Natalie Rowles regarding same (.2); review draft letter to Court and communications with team regarding same (.7); communications with Debtors' counsel (.2).
B120 10/10/24	Asset Analysis and Recovery M. Helt	4.30	7,525.00	Lengthy review on Oaktree related/causes-of-action analysis (2.7); attend lien-review call (.4); follow-up work with A&M on claims issues (1.2).
B120 10/14/24	Asset Analysis and Recovery M. Helt	3.50	6,125.00	Work on Oaktree objection issues (.7); attend meet and confer with debtor's counsel re deposition notices and investigations (.6); call with Trilogy's counsel re rejection motion and case strategy / administration (.8); review/analyze Trilogy's documents supporting rejection / claim (1.4).
B120 10/15/24	Asset Analysis and Recovery D. Green	2.60	4,290.00	Review summary of meet and confer (.3); communications with co-counsel regarding witness interviews (.2); communications with debtors' counsel (.2); communications with co-counsel regarding Oaktree claim objection (.3); communications with Landon Foody regarding investigation; communications with committee about status (.1); work on investigation (1.5).



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 10/16/24	Asset Analysis and Recovery D. Green	2.50	4,125.00	Communication with PBI (.3); communications with Landon Foody regarding PBI production (.2); communications with co-counsel regarding draft update to client (.1); review comments to confirmation timeline (.1) ; communications with co-counsel regarding Oaktree objection (.2); review committee update (.1); work on confirmation objection to Oaktree (1.5).
B120 10/17/24	Asset Analysis and Recovery D. Green	0.90	1,485.00	Communications with co-counsel (.2); review email from co-counsel and draft Oaktree deposition notice (.2); communications with Landon Foody regarding Pitney Bowes document productions (.4); communications with co-counsel regarding additional production (.1).
B120 10/18/24	Asset Analysis and Recovery D. Green	1.80	2,970.00	Communications with debtors' counsel regarding depositions (1.1); communications with Jacque Bishop regarding certificate of service (.1); communications with committee members (.1); communications with co-counsel regarding Trilogy rejection motion response (.1); communications with Landon Foody regarding investigation (.4).
B120 10/20/24	Asset Analysis and Recovery D. Green	1.70	2,805.00	Communications with co-counsel regarding workstreams (.1); communications with Marcus Helt regarding same (.2); communications with Landon Foody and Natalie Rowles regarding



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Task / Date	Desc. / Name	Hours	Amount	Description
				investigation (1.4).
B120 10/21/24	Asset Analysis and Recovery D. Green	9.00	14,850.00	Strategy communications with Marcus Helt (.5); work on investigation (3.3); review and revise objection to motion to reject and communications with team regarding same (1.4); review and provide feedback on draft Pitney Bowes deposition notice (.4); communications with Jacque Bishop regarding new production (.2); communications with co-counsel (.4); communications with Landon Foody regarding investigation (.3); communications with Natalie Rowles and Kristine Suh regarding lien perfection analysis (.2); communications with team regarding various workstreams status (1.6); communications with debtors' counsel (.1); review revised objection and communications with team and co-counsel regarding same (.4); communications with associates regarding discovery review (.3); communications with co-counsel regarding Oaktree objection (.2); weekly status call with team (.3); communications with Natalie Rowles and Jacque Bishop regarding service of deposition notice (.4).



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 10/22/24	Asset Analysis and Recovery G. Lipsitz	0.30	277.50	Confer with team re matter background and document review (.3).
B120 10/22/24	Asset Analysis and Recovery L. Foody	2.30	2,392.00	Review document productions (.4); participate in conference with D. Green, J. Haake, et. al., re investigation workstreams (.3); conference with J. Haake re conference (.4); draft summary of investigation progress (1.2).
B120 10/22/24	Asset Analysis and Recovery J. Wisniewski	0.20	161.00	Confer with MWE team re investigation of estate causes of action (.2).
B120 10/22/24	Asset Analysis and Recovery D. Green	6.80	11,220.00	Communications with counsel for PBI (.2); communications with investigation discovery team (.5); communications with committee (.1); work on investigation (.6); work on confirmation brief insert (2.5); strategy communications with Marcus Helt (.5); research regarding contract counterparty proof of claim unfiled (1.1); communications with Marcus Helt regarding conclusions regarding same (.2); communications with debtors' counsel regarding discovery (.7); review contract entity analysis and communications with committee (.1); review revised deposition



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Task / Date	Desc. / Name	Hours	Amount	Description
				questions for Carr (.3).
B120 10/22/24	Asset Analysis and Recovery D. Ratnoff	0.60	483.00	Conference with L. Foody regarding next steps for document review in connection with investigation of estate causes of action (.6).
B120 10/22/24	Asset Analysis and Recovery L. Hale	1.10	885.50	Review pleadings in preparation for document review and coding in connection with investigation of estate causes of action (1.1).
B120 10/23/24	Asset Analysis and Recovery G. Lipsitz	4.50	4,162.50	Review and analyze background materials and tag documents in Relativity database in connection with investigation of estate causes of action (4.5).
B120 10/23/24	Asset Analysis and Recovery J. Haake	4.00	5,340.00	Calls with J. Pagano of Lowenstein re: discovery and relativity issues (.6); review discovery and correspondence with D. Green re: same (3.4).
B120 10/23/24	Asset Analysis and Recovery J. Wisniewski	2.70	2,173.50	Document review in connection with investigation of estate causes of action (2.7).



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 10/23/24	Asset Analysis and Recovery D. Ratnoff	2.90	2,334.50	Review and analyze case background documents and create document review workspace credentials in preparation for document review (2.8); review and analyze Debtor's documents in connection with investigation of estate causes of action (.1).
B120 10/23/24	Asset Analysis and Recovery D. Green	6.90	11,385.00	Communications with investigation discovery review team (.6); communications with PBI's counsel (.1); communications with A&M re deposition (.1); communications with co-counsel (.3); communications with committee (.2); review revised deposition and interview schedule (.1); communications with PBI and co-counsel regarding new production (2); communications with Jacque Bishop regarding same (.1) work on investigation and Oaktree issues (5.2).
B120 10/24/24	Asset Analysis and Recovery G. Lipsitz	5.60	5,180.00	Review, analyze, and tag documents in Relativity database in connection with investigation of estate causes of action (5.6).
B120 10/24/24	Asset Analysis and Recovery J. Wisniewski	3.50	2,817.50	Document review in connection with investigation of estate causes of action (3.5).



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 10/24/24	Asset Analysis and Recovery J. Haake	1.60	2,136.00	Review documents in connection with investigation of estate claims (1.6).
B120 10/24/24	Asset Analysis and Recovery D. Ratnoff	2.50	2,012.50	Review and analyze documents in connection with investigation of estate causes of action (2.5).
B120 10/24/24	Asset Analysis and Recovery D. Ratnoff	0.20	161.00	Conference with J. Haake regarding next steps for document review in connection with investigation of estate causes of action (.2).
B120 10/24/24	Asset Analysis and Recovery D. Ratnoff	0.30	241.50	Conference with G. Lipsitz regarding next steps for document review in connection with investigation of estate causes of action (.3).
B120 10/24/24	Asset Analysis and Recovery D. Green	9.50	15,675.00	Communications with Jacque Bishop regarding certificates of service for filing (.4); communications with Jack Haake regarding investigation discovery (.9); work on confirmation brief insert (2.5); work on complaint against Oaktree (2.5); strategy communications with Marcus Helt regarding same (.3); communications with counsel for Pitney Bowes regarding depositions (.1); communications with debtors' counsel regarding depositions (1.5);



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Task / Date	Desc. / Name	Hours	Amount	Description
				communications with co-counsel regarding additional production and other discovery matters (.6); communications with team regarding ongoing projects (.3); review debtors' motion to assume (.4).
B120 10/25/24	Asset Analysis and Recovery L. Hale	0.80	644.00	Review documents in connection with investigation of estate causes of action (.8).
B120 10/25/24	Asset Analysis and Recovery L. Foody	1.40	1,456.00	Draft Oaktree 30(b)(6) notice (1.1); multiple correspondence with N. Rowles, D. Green, and E. Mannix re the same (.3).
B120 10/25/24	Asset Analysis and Recovery G. Lipsitz	3.50	3,237.50	Review, analyze, and tag documents in Relativity database in connection with investigation of estate causes of action (3.5).
B120 10/25/24	Asset Analysis and Recovery J. Haake	3.00	4,005.00	Review documents for internal investigation and correspondence with D. Green and review team re same (3.0).
B120 10/25/24	Asset Analysis and Recovery D. Ratnoff	2.30	1,851.50	Review and analyze documents in connection with investigation of estate causes of action (2.3)



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 10/25/24	Asset Analysis and Recovery M. Helt	4.60	8,050.00	Lengthy work on PBI causes of action and claims reconciliation (2.1); attend de-brief of Alan Carr deposition (.6); work on confirmation objection (1.9).
B120 10/25/24	Asset Analysis and Recovery J. Wisniewski	4.80	3,864.00	Document review in connection with investigation of estate causes of action (4.8).
B120 10/25/24	Asset Analysis and Recovery D. Green	9.10	15,015.00	Review documents and draft deposition outline (.6); revise confirmation insert (1.2); communications with team regarding same (.2); attend Alan Carr deposition (4.8); review Oaktree deposition notice and communications with team and co-counsel regarding same (.3); communications with co-counsel regarding 408 letter (1.1); communications with Jack Haake regarding investigation (.2); communications with co-counsel regarding various workstreams (.7); communications with committee (.1)
B120 10/26/24	Asset Analysis and Recovery G. Lipsitz	1.50	1,387.50	Review, analyze, and tag documents in Relativity database in connection with investigation of estate causes of action (1.5).



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 10/26/24	Asset Analysis and Recovery J. Haake	2.30	3,070.50	Review documents for investigation of estate causes of action (2.3).
B120 10/26/24	Asset Analysis and Recovery J. Wisniewski	0.70	563.50	Document review in connection with investigation of estate causes of action.
B120 10/26/24	Asset Analysis and Recovery D. Ratnoff	8.10	6,520.50	Review and analyze documents in connection with investigation of estate causes of action (.7).
B120 10/26/24	Asset Analysis and Recovery L. Hale	1.20	966.00	Review and code documents in connection with investigation of estate causes of action (1.2).
B120 10/27/24	Asset Analysis and Recovery G. Lipsitz	3.30	3,052.50	Review, analyze, and tag documents in Relativity database in connection with investigation of estate causes of action (3.3).
B120 10/27/24	Asset Analysis and Recovery J. Wisniewski	3.90	3,139.50	Document review in connection with investigation of estate causes of action (3.9).



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 10/27/24	Asset Analysis and Recovery D. Ratnoff	14.70	11,833.50	Review and analyze documents in connection with investigation of estate causes of action (14,7).
B120 10/27/24	Asset Analysis and Recovery J. Haake	3.30	4,405.50	Review documents for internal investigation and correspondence with review team re same (3.3).
B120 10/27/24	Asset Analysis and Recovery L. Hale	4.70	3,783.50	Review and code documents in connection with investigation of estate causes of action (4.7).
B120 10/28/24	Asset Analysis and Recovery L. Foody	0.90	936.00	Revise Oaktree 30(b)(6) notice (.2); multiple correspondence with MWE team re the same (.2); review document production re timing of certain prepetition actions (.5).
B120 10/28/24	Asset Analysis and Recovery D. Ratnoff	13.50	10,867.50	Review and analyze documents in connection with investigation of estate causes of action (13.5).
B120 10/28/24	Asset Analysis and Recovery M. Helt	4.40	7,700.00	Attend MWE call update call (.4); continue work on investigation issues and PBI objections (2.8); work on deposition issues for S. Cannon (.8); review/analyze Oaktree's response to claims objection (.4).



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 10/28/24	Asset Analysis and Recovery J. Haake	3.70	4,939.50	Review documents and establish search terms for investigation terms and correspondence with review team re same (1.7); review documents relating to sale timeline and correspondence with D. Green re same (2).
B120 10/28/24	Asset Analysis and Recovery K. Delcoure	0.90	472.50	Research U.S. Copyright Office online catalog in connection with identifying copyright registrations potentially in the name of DRF, LLC and related entities; review recordations in connection with chain of title review (.9).
B120 10/28/24	Asset Analysis and Recovery D. Green	4.10	6,765.00	Communications with co-counsel regarding depositions and interviews (.9); team status conference (.3); communications with Jack Haake and review team regarding investigation discovery (1.5); communications with Gibson Dunn attorneys (.1); communications with committee (.1); communications with co-counsel regarding potential claims (.1); review debtor and Oaktree response to committee objection to Oaktree claim (.6); communications with Landon Foody (.2); communications with Marcus Helt (.2); work on complaint (.1).
B120 10/29/24	Asset Analysis and Recovery G. Lipsitz	0.90	832.50	Review, analyze, and tag documents in Relativity database in connection with investigation of estate causes of action (.9).



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 10/29/24	Asset Analysis and Recovery J. Haake	0.30	400.50	Correspondence with review team re additional review of documents in connection with investigation of estate causes of action (.3).
B120 10/29/24	Asset Analysis and Recovery D. Ratnoff	10.40	8,372.00	Review and analyze documents in connection with investigation of estate causes of action (10.4)
B120 10/29/24	Asset Analysis and Recovery J. Bishop Jones	2.30	828.00	Communications with D. Green re arrangements for Cannon depo (.2); prepare request for court reporter (.1); multiple email communications with Lexitas re same (.5); communications with ATX office services (.2); circulate zoom instructions and in person arrangements to parties attending (.2); communications with LS team re service of omnibus depo notice (.1); review and finalize same (.1); circulate for attorney review (.1); prepare and serve on required notice parties (.2); communications with D. Green re Oaktree depo notice (.1); revise same (.2); circulate for attorney review (.1); serve on required notice parties (.1).



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Task / Date	Desc. / Name	Hours	Amount	Description
B120 10/29/24	Asset Analysis and Recovery D. Green	13.50	22,275.00	Communications with Cannon's counsel (.6); communications with co-counsel (.6); communications with Oaktree's counsel (.4); communications with Jacque Bishop regarding depositions (.8); conference call with David Posner and Erica Mannix regarding deposition (.3); review motion to enter into and perform under services agreement (.8); prepare for deposition (4.0); work on complaint (3.5); review consolidated deposition notice (.1); review GUC recovery deck (.4); communications with debtors' counsel regarding creditor contracts (.1); communications with Jack Haake regarding investigation (.6); communications with Jacque Bishop regarding deposition notice (.2); communications with team regarding Oaktree deposition (.4); communications with debtors' counsel regarding depositions (.2); communications with Landon Foody, Jack Haake and Marcus Helt regarding investigation (.4); communications with committee (.1).
B120 10/30/24	Asset Analysis and Recovery D. Green	10.50	17,325.00	Prepare for deposition of Stephanie Cannon (3.0); take deposition of Stephanie Cannon (4.5); communications with Marcus Helt regarding same, investigation, and Oaktree (.5); communications with counsel for Oaktree (.2);



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				communications with court reporter (.2); communications with co-counsel regarding deposition logistics (.2); communications with Jacque Bishop regarding deposition logistics (.4); communications with team and co-counsel regarding updated 408 letter (1.3); communications with committee (.2).
B120 10/30/24	Asset Analysis and Recovery J. Bishop Jones	1.00	360.00	Multiple communications with D. Green and opposing counsel (.4); meet with M. Foster re setting up video deposition (.2); prepare exhibits for deposition (.2); circulate access to additional parties for attendance (.1); communications with E. Mannix re revised exhibits (.1).
B120 10/30/24	Asset Analysis and Recovery K. Delcoure	0.60	315.00	Further review of U.S. Copyright Office online catalog and copyright records; review and analyze recordings in connection with security interests.
B120 10/30/24	Asset Analysis and Recovery D. Ratnoff	3.30	2,656.50	Review and analyze documents in connection with investigation of estate causes of action (1.1).



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B120 10/31/24	Asset Analysis and Recovery G. Lipsitz	3.00	2,775.00	Review, analyze, and tag documents in Relativity database in connection with investigation of estate causes of action (3).
B120 10/31/24	Asset Analysis and Recovery D. Ratnoff	4.20	3,381.00	Review and analyze documents in connection with investigation of estate causes of action (4.2).
B120 10/31/24	Asset Analysis and Recovery D. Green	5.80	9,570.00	Prepare for meet and confer regarding Oaktree deposition (.3); meet and confer with Oaktree's counsel (.5); strategy communications with Marcus Helt regarding Oaktree (.5); communications with co-counsel regarding motion to intervene (.2); communications regarding Marcus Helt regarding same (.2); review and revise motion to intervene (2.0); transmit suggested revisions to team (.1); communications with Oaktree's counsel (.1); communications with Jacque Bishop regarding amended deposition notice and court reporter (.4); communications with Landon Foody regarding co-counsel's comments to revised motion to intervene (.3); communications with team regarding revisions to motion to intervene (.1); communications with committee regarding settlement proposal (.1); communications with Jack Haake regarding status of



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Task / Date	Desc. / Name	Hours	Amount	Description
				investigation document review (.2); review committee fee statement (.1); review settlement communications with debtors (.1); review lien perfection analysis (.5).
B120 10/31/24	Asset Analysis and Recovery L. Foody	0.50	520.00	Participate in 30(b)(6) conference with Lowenstein and Weil teams (.5).
B120 10/31/24	Asset Analysis and Recovery J. Bishop Jones	0.50	180.00	Communications with D. Green (.2); revised deposition notice to Oaktree (.1); circulate same for attorney review (.1); serve on required parties (.1).
B120 10/31/24	Asset Analysis and Recovery M. Helt	8.70	15,225.00	Lengthy work on Oaktree issues (2.9); work on PBI litigation and settlement issues with PBI (2.7); work on Trilogy issues and confirmation (1.6); lengthy work on 3018 issues (.7); work with A&M on claims reconciliation (.9).
B130 10/01/24	Asset Disposition L. Foody	0.60	624.00	Conference with N. Rowles and D. Green re sale investigation (.4); correspondence with N. Rowles and E. Mannix re the same (.2).
B130 10/02/24	Asset Disposition L. Foody	2.20	2,288.00	Review and analyze background materials in connection with sale investigation (2.2).



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B130 10/03/24	Asset Disposition L. Foody	0.80	832.00	Preliminary review and analysis of sale related documents (.8).
B130 10/04/24	Asset Disposition L. Foody	2.50	2,600.00	Conference with N. Rowles re sale investigation (.4); craft investigation search terms for debtors' productions (1.6); draft correspondence to D. Green re the same (.5).
B130 10/07/24	Asset Disposition L. Foody	2.20	2,288.00	Multiple correspondence to N. Rowles and M. Helt re investigation (.2); review debtors' document production re sale investigation (2.0).
B130 10/07/24	Asset Disposition J. Bishop Jones	0.20	72.00	Receipt and review of revised order granting sell of de minimis assets (.1); circulate same (.1).
B130 10/08/24	Asset Disposition L. Foody	3.70	3,848.00	Continue to review and analyze debtors' production re sale investigation (3.7).
B130 10/09/24	Asset Disposition L. Foody	3.20	3,328.00	Continue review of Debtors' data room productions (3.2).



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Task / Date	Desc. / Name	Hours	Amount	Description
B130 10/10/24	Asset Disposition L. Foody	0.20	208.00	Conference with C. Catanese re sale investigation (.2).
B130 10/10/24	Asset Disposition C. Catanese	1.50	1,387.50	Review and analyze agreements re sale investigation (1.5).
B130 10/11/24	Asset Disposition L. Foody	0.40	416.00	Conference with N. Rowles re sale investigation strategy (.4).
B130 10/13/24	Asset Disposition L. Foody	4.50	4,680.00	Continue document review re sale investigation (4.2); draft email summary to D. Green re review (.3).
B130 10/13/24	Asset Disposition C. Catanese	2.00	1,850.00	Conduct discovery re sale investigation (2.0).
B130 10/14/24	Asset Disposition L. Foody	2.70	2,808.00	Analyze relevant document production items re sale investigation (2.1); incorporate document production into investigation data room (.6).



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B130 10/14/24	Asset Disposition C. Catanese	2.20	2,035.00	Review and analyze documents re sale investigation (2.2).
B130 10/15/24	Asset Disposition L. Foody	2.90	3,016.00	Continued analysis of documents re sale investigation (2.3); draft summary re the same (.6).
B130 10/16/24	Asset Disposition L. Foody	2.50	2,600.00	Multiple correspondence with C. Catanese and D. Green re sale investigation (.3); review documents relating to sale investigation (.9); draft summary of findings (1.3).
B130 10/16/24	Asset Disposition C. Catanese	3.00	2,775.00	Review and analyze documents re potential causes of action (3.0).
B130 10/17/24	Asset Disposition L. Foody	3.10	3,224.00	Review Debtors' supplemental document production (2.7).; draft summary re review to D. Green (.4).
B130 10/18/24	Asset Disposition L. Foody	1.40	1,456.00	Review and analyze documents pulled from data room review in connection with sale investigation (1.4).



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Task / Date	Desc. / Name	Hours	Amount	Description
B130 10/20/24	Asset Disposition L. Foody	7.40	7,696.00	Multiple correspondence with D. Green re individuals to interview (.2); review and analyze produced documents re the same (3.6); review data room productions (2.7); draft interview responses re reviewed documents (.9).
B130 10/21/24	Asset Disposition L. Foody	2.80	2,912.00	Multiple correspondence with D. Green and M. Helt re sale investigation questions (.2); follow up conference with M. Helt re the same (.1); continue drafting interview questions (.4); draft summary correspondence to MWE team (.3).
B150 10/01/24	Mtgs/Communications w/Creditor M. Helt	1.70	2,975.00	Prepare for and attend UCC professionals' call in preparation for UCC meeting (1.7).
B150 10/08/24	Mtgs/Communications w/Creditor M. Helt	0.90	1,575.00	Prepare for and attend UCC professionals' call in preparation for UCC meeting (.9).
B150 10/09/24	Mtgs/Communications w/Creditor L. Foody	0.50	520.00	Participate in 10.9 committee meeting (.5).



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Task / Date	Desc. / Name	Hours	Amount	Description
B150 10/30/24	Mtgs/Communications w/Creditor L. Foody	0.50	520.00	Participate in 10.30 UCC meeting (.5).
B150 10/30/24	Mtgs/Communications w/Creditor N. Rowles	1.10	1,369.50	Attendance (partial) at Committee meeting (1.1).
B150 10/30/24	Mtgs/Communications w/Creditor C. Gibbs	1.50	2,895.00	Weekly UCC call (1.5).
B150 10/30/24	Mtgs/Communications w/Creditor M. Helt	1.90	3,325.00	Prepare for and attend UCC meeting (1.9).
B150 10/31/24	Mtgs/Communications w/Creditor N. Rowles	0.30	373.50	Review correspondence with Committee related to settlement (.3).
B155 10/18/24	Court Hearings L. Foody	0.60	624.00	Participate in 10.18 status conference (.6).



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Task / Date	Desc. / Name	Hours	Amount	Description
B155 10/18/24	Court Hearings N. Rowles	0.60	747.00	Attend status conference related to confirmation timeline (.6).
B155 10/18/24	Court Hearings J. Bishop Jones	0.50	180.00	Review docket (.1). prepare W&E list for Oct 23, 2024 hearing (.2); circulate to MWE team (.1); follow-up communications re same (.1).
B155 10/18/24	Court Hearings M. Helt	1.70	2,975.00	Attend status conference (.6); re-group / plan re next steps given court's statements at status conference (1.1).
B160 10/01/24	Fee/Employment Applications J. Bishop Jones	0.40	144.00	Receipt and review of Stipulation Extending the Deadline for the US Trustee to Obj to the Motion to Employ Weil Gotshal (.1); circulate to MWE team (.1); receipt of Order Extending the Deadline for the US Trustee to Obj (.1); circulate to MWE team (.1).
B160 10/02/24	Fee/Employment Applications L. Foody	0.30	312.00	Multiple correspondence with A. Jackson re upcoming fee application (.3).



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Task / Date	Desc. / Name	Hours	Amount	Description
B160 10/03/24	Fee/Employment Applications J. Bishop Jones	0.30	108.00	Receipt and review of orders granting employment of debtors professionals (.2); circulate same to MWE team (.1).
B160 10/08/24	Fee/Employment Applications J. Bishop Jones	1.00	360.00	Prepare first monthly fee statment and exhibits thereto (1.0).
B160 10/09/24	Fee/Employment Applications L. Foody	0.90	936.00	Revise MWE retention application in accordance with UST's comments (.9).
B160 10/10/24	Fee/Employment Applications L. Foody	0.60	624.00	Conference with N. Rowles re UST requests (.6).
B160 10/11/24	Fee/Employment Applications L. Foody	0.30	312.00	Revise MWE retention application proposed order (.3).
B160 10/11/24	Fee/Employment Applications N. Rowles	1.40	1,743.00	Multiple correspondence with L. Foody re U.S. Trustee inquiries re MWE retention application (.3); revise proposed responses to same (.7); correspondence with C. Gibbs and M. Helt re same (.4).



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Task / Date	Desc. / Name	Hours	Amount	Description
B160 10/13/24	Fee/Employment Applications N. Rowles	0.40	498.00	Correspondence with C. Gibbs and M. Helt re retention matters (.4).
B160 10/14/24	Fee/Employment Applications N. Rowles	0.50	622.50	Multiple correspondence with C. Gibbs, M. Helt, and MWE team re MWE retention application and UST questions re same (.5).
B160 10/15/24	Fee/Employment Applications N. Rowles	0.60	747.00	Review correspondence related to MWE retention application (.3); correspondence with MWE team re same (.3).
B160 10/16/24	Fee/Employment Applications L. Foody	0.70	728.00	Multiple correspondence with M. Helt and C. Gibbs re UST inquiry (.3); multiple correspondence with conflicts department re the same (.2); draft correspondence to committee chair re the same (.2).
B160 10/16/24	Fee/Employment Applications C. Gibbs	1.00	1,930.00	Review of multiple emails re UST objection to retention terms and conferences with co-counsel and UST re same (1.0).
B160 10/17/24	Fee/Employment Applications L. Foody	0.40	416.00	Conference with C. Gibbs re retention order revisions (.2); revisions re the same (.1); draft correspondence to committee chair re the same (.1).



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Task / Date	Desc. / Name	Hours	Amount	Description
B160 10/17/24	Fee/Employment Applications C. Gibbs	1.10	2,123.00	Multiple emails and conferences with co-counsel and UST resolving UST objections (1.1).
B160 10/18/24	Fee/Employment Applications L. Foody	0.70	728.00	Multiple correspondence with M. Helt and C. Gibbs re UST comments to retention (.4); draft correspondence re the same (.3).
B160 10/18/24	Fee/Employment Applications C. Gibbs	1.00	1,930.00	Review of emails and conflict waiver and review of draft revised retention Order (1.0).
B160 10/20/24	Fee/Employment Applications N. Rowles	0.40	498.00	Draft email to J. Bishop Jones re CoCs and CNOs for Committee professionalr retention applications (.3); email correspondence with J. Bishop Jones re case milestones and deadlines (.1).
B160 10/21/24	Fee/Employment Applications J. Bishop Jones	1.50	540.00	Communications with N. Rowles re retention deadlines (.2); research regarding same (.2); prepare CoC for MWE and LS retention applications (.3); circulate same (.2); receipt and review of finalized versions (.2); file same (.2); communications with N. Rowles re A&M CNO (.2); finalize and file same (.2).



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Task / Date	Desc. / Name	Hours	Amount	Description
B160 10/21/24	Fee/Employment Applications N. Rowles	2.10	2,614.50	Revise COC re McDermott retention application (.5); revise COC re Lowenstein retention application (.5); draft CNO re A&M retention application (.7); correspondence with A&M team re same (.2); correspondence with J. Bishop Jones re filing COCs and CNOs (.2).
B160 10/22/24	Fee/Employment Applications J. Bishop Jones	0.50	180.00	Receipt and review of orders granting employment of UCC professionals (.3); circulate to MWE and LS teams (.2).
B160 10/23/24	Fee/Employment Applications J. Bishop Jones	0.30	108.00	Receipt and review of declaration ISO OCP's (.2); circulate same to MWE team (.1).
B160 10/24/24	Fee/Employment Applications J. Bishop Jones	0.50	180.00	Communication with LS team re monthly fee statements (.2); rresearch re same (.1); communications with N. Rowles re same (.1); provide examples to LS team for reference (.1).
B160 10/24/24	Fee/Employment Applications J. Bishop Jones	2.50	900.00	Prepare MWE first monthly fee statement and exhibits thereto (2.5).



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Task / Date	Desc. / Name	Hours	Amount	Description
B160 10/24/24	Fee/Employment Applications N. Rowles	0.80	996.00	Multiple correspondence with MWE team re retention order matters (.4); correspondence with J. Bishop Jones re same (.4).
B160 10/25/24	Fee/Employment Applications J. Bishop Jones	2.10	756.00	Prepare first monthly fee statement and exhibits thereto (2.1).
B160 10/28/24	Fee/Employment Applications L. Foody	0.90	936.00	Draft McDermott monthly fee statement (.9).
B160 10/30/24	Fee/Employment Applications N. Rowles	1.30	1,618.50	Revise first monthly fee statement (1.0); correspondence with Lowenstein team re same (.1); correspondence with A&M team re same (.1); correspondence with L. Foody and J. Bishop Jones re same (.1).
B160 10/31/24	Fee/Employment Applications N. Rowles	2.40	2,988.00	Further revise MWE first monthly fee statement (1.4); review Lowenstein first monthly fee statement (.4); correspondence with A&M team re first monthly fee statement (.1); correspondence with MWE team re service of first monthly fee statements of McDermott and Lowenstein (.2); email correspondence with fee notice parties re same (.3).



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Task / Date	Desc. / Name	Hours	Amount	Description
B185 10/01/24	Assumption/Rejection of Leases L. Foody	0.40	416.00	Review, analyze, and comment on motion to assume and assign unexpired leases (.4).
B185 10/01/24	Assumption/Rejection of Leases J. Bishop Jones	0.80	288.00	Receipt and review of Second Notice of Rejection of Certain Executory Contracts and Unexpired Leases (.1); updated critical dates memo (.1); circulate notice to MWE team (.1); receipt and review of Motion of Debtors for Authority to Assume and Assign Unexpired Lease of Nonresidential Real Property (.1); circulate same to MWE team (.1); receipt and review of Motion of Debtors for Authority to Reject Certain Equipment Agreements Effective as of September 30, 2024 (.2); circulate to MWE team (.1).
B185 10/02/24	Assumption/Rejection of Leases J. Bishop Jones	0.50	180.00	Receipt and review motion re leases (.2); circulate same (.1); receipt of notice of hearing (.1); circulate same to MWE team (.1).
B185 10/16/24	Assumption/Rejection of Leases L. Foody	0.90	936.00	Research re trilogy contract rejection (.9).



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Task / Date	Desc. / Name	Hours	Amount	Description
B185 10/17/24	Assumption/Rejection of Leases L. Foody	1.70	1,768.00	Review contract rejection motion and supporting documentation (1.2); draft trilogy objection (.5).
B185 10/20/24	Assumption/Rejection of Leases L. Foody	0.80	832.00	Revise trilogy contract rejection objection (.8).
B185 10/21/24	Assumption/Rejection of Leases L. Foody	2.70	2,808.00	Revise trilogy lease rejection objection (.7); research re related rejection (.4); draft correspondence to Lowenstein team re the same (.4); multiple conferences with M. Helt re objection (.3); review and analyze Debtors' response to trilogy objection re committee objection (.6); multiple correspondence with J. Bishop re objection filing (.3).
B185 10/21/24	Assumption/Rejection of Leases J. Bishop Jones	1.00	360.00	Review communications from team re objection to Motion to Reject (.2); circulate file-ready versions (.2); follow-up communications with L. Foody re same (.1); finalize and file limited objection (.2); review revised version and prepare for filing (.1); finalize and file (.2); circulate to MWE team (.1).



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Task / Date	Desc. / Name	Hours	Amount	Description
B185 10/22/24	Assumption/Rejection of Leases J. Bishop Jones	1.00	360.00	Receipt and review of Declaration of Eric Kaup in Support of Debtors' Reply to Ambi Robotic Inc.'s Objection to Omnibus Motion of Debtors for an Order Authorizing Rejection of Certain Unexpired Leases (.1); circulate same to MWE team (.1); further communications with MWE team for re attendance at hearing for same (.2) ; receipt and review of Debtors' Reply to Ambi Robotics Inc.'s Objection (.1); circulate same to MWE team (.1); receipt and review of amended debtors' W&E list for hearing on Motion to Reject (.2); circulate to MWE team (.1); receipt and review agenda for hearing (.1); circulate same to MWE team (.1).
B185 10/24/24	Assumption/Rejection of Leases J. Bishop Jones	0.20	72.00	Receipt and review of Motion of Debtors for (I) Authority to Assume and Assign Amended Unexpired Lease and Executory Contract, (II) Settle Claims with Respect Thereto (.1); circulate same to MWE team (.1).
B190 10/01/24	Other Contested Matters N. Rowles	1.30	1,618.50	Participate in weekly professionals call re case strategy and investigations (.7); prepare for (.2) and participate in call with D. Green and L. Foody re same (.4).



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Task / Date	Desc. / Name	Hours	Amount	Description
B190 10/02/24	Other Contested Matters J. Bishop Jones	0.50	180.00	Receipt and review of complaint initiating adversary (.2); circulate same to MWE team (.2); update critical dates memo (.1).
B190 10/03/24	Other Contested Matters N. Rowles	1.40	1,743.00	Analyze prepetition loan documents in connection with investigation re same (.9); correspondence with A&M team re same (.3); correspondence with M. Helt and C. Gibbs re same (.2).
B190 10/04/24	Other Contested Matters N. Rowles	4.00	4,980.00	Multiple correspondence with FTI team re Oaktree note in connection with investigation re same (.4); correspondence with Weil team re same (.3); review documentation related to same (.5); prepare for (.3) and participate in teleconference with L. Foody re same (.4); revise L. Foody summary of relevant issues re same (.6); review email correspondence between Lowenstein and Weil teams related to document productions (.8); revise internal strategy memo in accordance with same (.5).
B190 10/05/24	Other Contested Matters N. Rowles	1.00	1,245.00	Review correspondence related to investigation (.5); recent docket pleadings (.2); update internal strategy memorandum in accordance with same (.3).



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Task / Date	Desc. / Name	Hours	Amount	Description
B190 10/07/24	Other Contested Matters N. Rowles	0.80	996.00	Internal MWE strategy call (.5); correspondence with K. Suh re lien investigation (.3).
B190 10/08/24	Other Contested Matters N. Rowles	1.20	1,494.00	Participate in weekly professionals strategy call with Lowenstein and A&M teams (.5); teleconference with L. Foody re same (.3); review correspondence related to same (.4).
B190 10/09/24	Other Contested Matters N. Rowles	0.80	996.00	Correspondence with J. Hunt re lien investigation (.2); correspondence with D. Green re Oaktree investigation (.3); correspondence with L. Foody and C. Catanese re same (.3).
B190 10/10/24	Other Contested Matters N. Rowles	2.30	2,863.50	Teleconference with L. Foody re sale investigation (.6); prepare for (.4) and participate in teleconference with K. Suh re Oaktree investigation (.4); correspondence with MWE team re letter to court re status conference (.4); correspondence with J. Bishop Jones re same (.3); correspondence with court re same (.4).
B190 10/11/24	Other Contested Matters J. Haake	0.20	267.00	Call with N. Rowles re discovery and contested matter issue (.2).



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Task / Date	Desc. / Name	Hours	Amount	Description
B190 10/11/24	Other Contested Matters L. Foody	0.60	624.00	Review and analyze common interest agreement (.4); prepare for execution (.2)
B190 10/11/24	Other Contested Matters N. Rowles	4.10	5,104.50	Multiple correspondence with D. Green, M. Helt, L. Foody, and C. Gibbs re investigation workstreams (.5); teleconference with D. Green re same (.1); multiple teleconferences with M. Helt re same (.2); teleconference with L. Foody re same (.4); review documents in connection with same (.8); multiple teleconferences with J. Bishop Jones re service of deposition notice (.3); multiple email correspondence with MWE team re same (.4); research related to same (.9); teleconference with J. Haake re same (.2); teleconference with E. Mannix re same (.1); multiple correspondence with E. Mannix re same (.2).
B190 10/14/24	Other Contested Matters L. Foody	0.80	832.00	Participate in meet and confer with Weil team (.8).
B190 10/16/24	Other Contested Matters N. Rowles	0.70	871.50	Review correspondence related to investigation and depositions in connection with same (.5); review Oaktree note in connection with same (.2).



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Task / Date	Desc. / Name	Hours	Amount	Description
B190 10/17/24	Other Contested Matters N. Rowles	0.50	622.50	Review correspondence related to investigations and preparation for 10.18.24 status conference (.5).
B190 10/20/24	Other Contested Matters N. Rowles	1.60	1,992.00	Draft email to K. Suh re Oaktree investigation (.4); review background information re Oaktree noted (.4); teleconference with L. Foody re investigation workstreams (.8).
B190 10/21/24	Other Contested Matters L. Foody	0.60	624.00	Review, analyze, and revise deposition notice for PBI (.6).
B190 10/21/24	Other Contested Matters J. Bishop Jones	1.00	360.00	Communications with L. Foody (.3) prepare and serve notice of depo of CRO on debtors' counsel (.1); additional communications re service on Pitney Bowes (.2); prepare Notice of same (.2); communications with D. Green re service parties (.1) serve same (.1).
B190 10/21/24	Other Contested Matters D. Ratnoff	0.20	161.00	Conference with J. Haake regarding next steps for document review (.2).



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Task / Date	Desc. / Name	Hours	Amount	Description
B190 10/21/24	Other Contested Matters N. Rowles	4.10	5,104.50	Analyze Oaktree note documents in connection with investigations relating to same (2.1); teleconference with G. Sinclair re same (.3); review A&M timeline related to same (.5); review Trilogy response to motion to reject leases (.2); review Committee limited objection to same (.2); review correspondence related to same (.2); correspondence with D. Green and J. Bishop Jones re service of deposition notice (.4); review correspondence related to scheduling of depositions (.4).
B190 10/22/24	Other Contested Matters J. Haake	0.40	534.00	Calls with D. Green and L. Foody re discovery and investigation issues (.4).
B190 10/22/24	Other Contested Matters N. Rowles	1.70	2,116.50	Participate in meeting with Lowenstein and A&M teams re case strategy matters (.9); research related to same (.4); teleconference with M. Helt re same (.1); review correspondence related to investigation (.3).
B190 10/23/24	Other Contested Matters N. Rowles	0.40	498.00	Review correspondence with Debtors re upcoming depositions (.4).



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Task / Date	Desc. / Name	Hours	Amount	Description
B190 10/24/24	Other Contested Matters N. Rowles	2.40	2,988.00	Teleconference with L. Foody re Oaktree deposition and document review related to same (.3); review correspondence related to same (.7); analysis of Trilogy proof of claim (.8); review correspondence with Lowenstein team re same (.6).
B190 10/25/24	Other Contested Matters N. Rowles	1.40	1,743.00	Review correspondence related to investigation and interviews/depositions schedules (.5); correspondence with L. Foody re Oaktree deposition notice (.2); review A&M analysis in connection with same (.7).
B190 10/25/24	Other Contested Matters J. Bishop Jones	0.30	108.00	Receipt and review of Trilogy's motion to extend time to respond (.2); circulate to MWE team (.1).
B190 10/28/24	Other Contested Matters N. Rowles	2.20	2,739.00	Analysis of settlement proposal letter from Lowenstein team (.6); review draft plan confirmation objection re Oaktree claim (1.1); correspondence with K. Suh re lien analysis (.2); review correspondence with Debtors and Pitney Bowes re upcoming depositions and interviews (.3).
B190 10/30/24	Other Contested Matters N. Rowles	0.80	996.00	Multiple correspondence with M. Helt re investigation matters (.3); review Committee professionals' correspondence in connection with same (.5).



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Task / Date	Desc. / Name	Hours	Amount	Description
B190 10/31/24	Other Contested Matters J. Bishop Jones	0.50	180.00	Communications with N. Rowles (.2); finalize and file Motion to Intervene (.2); circulate same to MWE team (.1).
B190 10/31/24	Other Contested Matters N. Rowles	0.50	622.50	Review correspondence between Committee and Debtor professionals related to depositions and investigation (.2); review draft motion to intervene in Trilogy adversary proceeding (.3).
B210 10/30/24	Business Operations J. Bishop Jones	0.30	108.00	Receipt and review of Motion of Debtors for Authority to Enter into and Perform Under Services Agreement (.2); circulate same to MWE team (.1).
B230 10/09/24	Financing/Cash Collections K. Suh	0.40	558.00	Review documents and confer with N. Rowles re same (.2); coordinate lien searches (.2).
B230 10/10/24	Financing/Cash Collections K. Suh	0.70	976.50	Review Note and confer with N. Rowles re same (.7).
B230 10/11/24	Financing/Cash Collections N. Rowles	0.90	1,120.50	Prepare for (.1) and participate in call with all Committee professionals re DIP and other strategy items (.8).



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Task / Date	Desc. / Name	Hours	Amount	Description
B230 10/21/24	Financing/Cash Collections K. Suh	0.40	558.00	Confer with N. Rowles re questions for Debtors and Lenders in depositions (.4).
B230 10/25/24	Financing/Cash Collections K. Suh	1.70	2,371.50	Review Debtor documents and transcripts (.7); review loan documents and schedules in connection with perfection analysis (.8).
B230 10/28/24	Financing/Cash Collections K. Suh	3.20	4,464.00	Review loan documents, lien searches, copyright searches and debtors bankruptcy filings (1.7); preparation of perfection analysis (1.5).
B230 10/29/24	Financing/Cash Collections K. Suh	3.50	4,882.50	Review loan documents and preparation of lien perfection analysis memorandum (3.5).
B230 10/30/24	Financing/Cash Collections K. Suh	2.20	3,069.00	Review and revise perfection analysis review memo (2.2).
B230 10/31/24	Financing/Cash Collections K. Suh	0.50	697.50	Review and revise perfection analysis memo (.5).



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Task / Date	Desc. / Name	Hours	Amount	Description
B310 10/01/24	Claims Administration & Object C. Gibbs	0.90	1,737.00	Review of multiple emails re discovery issues re avoidance action investigation (0.9).
B310 10/07/24	Claims Administration & Object C. Gibbs	0.70	1,351.00	Review of multiple emails re discovery on avoidance actions (.7).
B310 10/10/24	Claims Administration & Object C. Gibbs	0.90	1,737.00	Review of multiple emails re avoidance action analysis (.9).
B310 10/10/24	Claims Administration & Object C. Gibbs	0.40	772.00	Conferences with co-counsel re objection to Oaktree claim (.4).
B310 10/11/24	Claims Administration & Object C. Gibbs	1.30	2,509.00	Review of multiple emails related to avoidance actions (1.0); conferences with co-counsel re same (03).
B310 10/14/24	Claims Administration & Object L. Foody	0.40	416.00	Revise Oaktree objection (.3); prepare for filing (.1).



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Task / Date	Desc. / Name	Hours	Amount	Description
B310 10/14/24	Claims Administration & Object C. Gibbs	0.60	1,158.00	Review of multiple emails re avoidance action analysis (.6).
B310 10/14/24	Claims Administration & Object C. Gibbs	1.10	2,123.00	Conferences with co-counsel re claim objection to Oaktree claim (.6); review of drafts of Objection (.5).
B310 10/15/24	Claims Administration & Object C. Gibbs	0.80	1,544.00	Review of multiple emails re avoidance action analysis (.8).
B310 10/16/24	Claims Administration & Object C. Gibbs	0.50	965.00	Review of multiple emails re avoidance action analysis (.5).
B310 10/16/24	Claims Administration & Object C. Gibbs	0.50	965.00	Review of emails re Oaktree claim objection issue (.5).
B310 10/16/24	Claims Administration & Object M. Helt	6.40	11,200.00	Lengthy review/analysis re claims analysis and privity issues (2.7); multiple follow-up phone calls with A&M re same (.9); strategize re plan-confirmation and settlement issues re same (1.7); phone call with debtor's counsel re Oaktree 3018



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				issues (.4); address follow-up issues re same (.7).
B310 10/17/24	Claims Administration & Object C. Gibbs	1.00	1,930.00	Conference with co-counsel re discovery issues for avoidance analysis and rev of multiple emails re same (1.0).
B310 10/17/24	Claims Administration & Object M. Helt	4.60	8,050.00	Lengthy work on plan-objection and confirmation strategies (1.9); work on Oaktree strategy and next steps (.4); review/analyze claims evaluation re privity (1.4); phone calls with A&M re same (.9).
B310 10/18/24	Claims Administration & Object C. Gibbs	1.50	2,895.00	Review of multiple emails and draft pleadings re discovery in Avoidance action analysis (1.5).
B310 10/21/24	Claims Administration & Object C. Gibbs	1.50	2,895.00	Review of multiple emails re avoidance action analysis and discovery issues (1.5).
B310 10/21/24	Claims Administration & Object M. Helt	6.70	11,725.00	Call with debtor's counsel re Oaktree objection and next steps (.7); review/analyze DS order and related documents re same (.8); work on strategy/analysis re Oaktree and next steps (2.2); follow-up call with G. Finizio re same (.7); lengthy work on



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				Trilogy issues and claims reconciliation (1.4); follow-up call with Trilogy's counsel re same (.9).
B310 10/22/24	Claims Administration & Object C. Gibbs	1.70	3,281.00	Review of multiple emails re avoidance action discovery issues (1.7).
B310 10/22/24	Claims Administration & Object M. Helt	4.60	8,050.00	Prepare for and attend UCC-professionals' call (1.2); lengthy work on claims reconciliation / plan-objection strategies/issues (2.7); lengthy call with Trilogy's counsel re next steps and plan confirmation (.7).
B310 10/23/24	Claims Administration & Object M. Helt	3.50	6,125.00	Lengthy work with creditors' counsels re claims and case strategy/resolution (.9); prepare for and attend hearing on motion to reject AMBI's lease (1.9); attend follow-up call with AMBI's counsel re settlement issues and case issues (.7).
B310 10/24/24	Claims Administration & Object M. Helt	4.40	7,700.00	Lengthy review/analysis claims asserted (1.9); multiple calls with A&M re same (.7); review/analyze/revise proposed settlement letter (.9); prepare for Oaktree confirmation piece (.9).



**McDermott
Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3957624
Invoice Date: 11/25/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B310 10/24/24	Claims Administration & Object C. Gibbs	0.80	1,544.00	Review of multiple emails re avoidance action investigations (.8).
B310 10/25/24	Claims Administration & Object C. Gibbs	0.80	1,544.00	Review of multiple emails re avoidance action analysis (.8).
B310 10/28/24	Claims Administration & Object L. Foody	0.40	416.00	Review Debtors' response to UCC objection (.2); conference with M. Helt re the same (.2).
B310 10/28/24	Claims Administration & Object C. Gibbs	1.00	1,930.00	Review of multiple emails re avoidance action analysis and discovery issues (1.0).
B310 10/28/24	Claims Administration & Object J. Bishop Jones	0.40	144.00	Receipt and review of Preliminary Response of Oaktree Capital Management, L.P. to the Official Committee of Unsecured Creditors' Purported Claim Objection for Voting Purposes (.1); circulate to MWE team (.1); receipt and review of Debtors' Response to Official Committee of Unsecured Creditors' Objection to Claim of Oaktree Capital Management for Voting Purposes and Reservation of Rights (.1); circulate to MWE team (.1).



**McDermott
Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3957624
Invoice Date: 11/25/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B310 10/29/24	Claims Administration & Object C. Gibbs	1.10	2,123.00	Review of multiple emails re avoidance action analysis and conferences with co-counsel re same (1.1).
B310 10/30/24	Claims Administration & Object C. Gibbs	0.80	1,544.00	Review of multiple emails re discovery status (.8).
B320 10/09/24	Plan and Disclosure Statement M. Helt	5.70	9,975.00	Prepare for and attend c-11 plan call (.9); address follow-up issue and next steps (.6); work on fraudulent-transfer issues (1.3); lengthy work on claims reconciliation and lease-rejection issues (2.9).
B320 10/11/24	Plan and Disclosure Statement N. Rowles	1.30	1,618.50	Review letter requesting status conference re plan confirmation hearing date (.6); multiple correspondence with Lowenstein and MWE team re same (.5); multiple correspondence with J. Bishop Jones re filing same (.2).
B320 10/11/24	Plan and Disclosure Statement M. Helt	2.80	4,900.00	Strategize re plan-confirmation issues (.7); follow-up work with LS on causes of action and contractual privity (2.1).
B320 10/14/24	Plan and Disclosure Statement N. Rowles	4.00	4,980.00	Draft objection to Oaktree claim for voting purposes (3.5); multiple correspondence with L. Foody re same (.3); multiple correspondence with M. Helt re same (.2).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3957624
Invoice Date: 11/25/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B320 10/14/24	Plan and Disclosure Statement N. Rainey	0.30	150.00	Finalize and electronically file objection to claim by Oaktree Capital for voting purposes (.2); correspond with L. Foody re same (.1).
B320 10/15/24	Plan and Disclosure Statement N. Rowles	0.60	747.00	Review correspondence related to request to adjourn confirmation hearing date (.6).
B320 10/18/24	Plan and Disclosure Statement M. Helt	4.00	7,000.00	Lengthy work on plan-objection and Oaktree issues (2.2); work with A&M on claims analysis (1.4); calls with Ambi's counsel re plan issues (.4).
B320 10/23/24	Plan and Disclosure Statement C. Gibbs	1.00	1,930.00	Review of multiple emails re plan confirmation dispute and objection (1.0).
B320 10/24/24	Plan and Disclosure Statement C. Gibbs	0.80	1,544.00	Review of multiple emails re Plan confirmation objection issues (.8).
B320 10/28/24	Plan and Disclosure Statement C. Gibbs	0.70	1,351.00	Review of multiple emails re confirmation objection issues (.7).


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DRF Logistics, LLC Creditors' Committee

Client: 125141
 Invoice: 3957624
 Invoice Date: 11/25/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B320 10/29/24	Plan and Disclosure Statement M. Helt	3.60	6,300.00	Prepare for and attend UCC-professionals' call (.8); address follow-up issues re investigation, depositions, and other discovery (1.9); strategize re next steps in Oaktree issues (.9).
B320 10/29/24	Plan and Disclosure Statement C. Gibbs	0.50	965.00	Conferences with co-counsel re confirmation objection (.5).
B320 10/30/24	Plan and Disclosure Statement M. Helt	4.60	8,050.00	Lengthy work on PBI investigation (1.6); follow-up call with creditor counsel re next steps and plan confirmation issues (.7); lengthy work on Cannon investigation/deposition (1.4); work with A&M on claims-reconciliation and investigation issues (.9).
Total Hours		602.50	Total For Services	\$816,560.00

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	85.70	139,783.50
B120	Asset Analysis and Recovery	284.80	369,264.50
B130	Asset Disposition	52.00	52,943.50
B150	Mtgs/Communications w/Creditor	8.40	13,553.00
B155	Court Hearings	3.40	4,526.00
B160	Fee/Employment Applications	26.90	26,576.50
B185	Assumption/Rejection of Leases	10.00	8,020.00
B190	Other Contested Matters	38.30	45,204.00
B210	Business Operations	0.30	108.00
B230	Financing/Cash Collections	13.50	18,697.50



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3957624
Invoice Date: 11/25/2024

Task Code	Description	Hours	Amount
B310	Claims Administration & Object	49.30	88,373.00
B320	Plan and Disclosure Statement	29.90	49,510.50
		602.50	816,560.00

Costs and Other Charges

Timekeeper	Date	Description	Qty	Amount
J. Bishop Jones	10/11/24	Computer Research	1.00	902.15
		Computer Research, JONES JACKIE BISHOP		
L. Foody	10/04/24	Miscellaneous	0.00	200.00
		Texas Southern Bankruptcy Court Pro Hac Vice		
		Admissions for Landon Foody and Natalie Rowles		
D. Green	10/02/24	Computer Research	1.00	382.48
		Computer Research, DEBBIE GREEN		
D. Green	10/07/24	Computer Research	1.00	1,338.68
		Computer Research, DEBBIE GREEN		
D. Green	10/08/24	Computer Research	1.00	191.24
		Computer Research, DEBBIE GREEN		
D. Green	10/10/24	Computer Research	1.00	573.72
		Computer Research, DEBBIE GREEN		
D. Green	10/11/24	Computer Research	1.00	1,229.20
		Computer Research, DEBBIE GREEN		
D. Green	10/14/24	Computer Research	1.00	191.24
		Computer Research, DEBBIE GREEN		
J. Hirshon	10/11/24	Document Retrieval	0.00	277.00
		VENDOR: CT Lien Solutions INVOICE#:		
		04069907 DATE: 10/11/2024 - Lien searches		
		with respect to DRF Logistics, LLC and DRF,		
		LLC		
J. Hirshon	10/31/24	Document Retrieval	0.00	668.80
		VENDOR: CT Corporation INVOICE#:		
		32812704-RI DATE: 10/31/2024 - Certified		
		charter documents with respect to DRF, LLC and		
		DRF Logistics, LLC		

Total Costs and Other Charges \$5,954.51



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3957624
Invoice Date: 11/25/2024

Total This Invoice **\$822,514.51**

Timekeeper Summary

Name	Hours	Rate	Amount
J. Bishop Jones	25.00	360.00	9,000.00
C. Catanese	8.70	925.00	8,047.50
K. Delcoure	1.50	525.00	787.50
L. Foody	71.20	1,040.00	74,048.00
C. Gibbs	64.00	1,930.00	123,520.00
D. Green	127.80	1,650.00	210,870.00
J. Haake	18.80	1,335.00	25,098.00
L. Hale	7.80	805.00	6,279.00
M. Helt	108.60	1,750.00	190,050.00
J. Hirshon	1.10	565.00	621.50
G. Lipsitz	22.60	925.00	20,905.00
N. Rainey	1.10	500.00	550.00
D. Ratnoff	63.20	805.00	50,876.00
N. Rowles	52.70	1,245.00	65,611.50
K. Suh	12.60	1,395.00	17,577.00
J. Wisniewski	15.80	805.00	12,719.00
Totals	602.50		<u>\$816,560.00</u>



Invoice: 3965609
Client: 125141

12/10/2024

DRF Logistics, LLC Creditors' Committee
Ryder Transportation Services
2333 Ponce de Leon Blvd., Suite 700
Coral Gables, FL 33134

For Services Rendered in Connection with:

Matter: 0011 DRF Unsecured Creditors' Committee

Task / Date	Desc. / Name	Hours	Amount	Description
B110 11/01/24	Case Administration C. Gibbs	2.20	4,246.00	Review of multiple emails re case administration matters (1.5); conferences with co-counsel re same (0.7).
B110 11/01/24	Case Administration J. Bishop Jones	1.00	360.00	Communications with N. Rowles re appearances and upcoming deadlines (.2); enter appearances for MWE and LS teams (.1); communications with E. Mannix re same (.1); review first monthly fee statements of UCC professionals (.1); review docket and deposition notices (.2); update critical dates memo (.2); circulate same to MWE team (.1).
B110 11/04/24	Case Administration L. Foody	0.40	416.00	Participate in conference with MWE team re case updates (.4).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
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Task / Date	Desc. / Name	Hours	Amount	Description
B110 11/04/24	Case Administration C. Gibbs	2.30	4,439.00	Review of multiple emails re case administration matters (1.8); conferences with co-counsel re same (0.5).
B110 11/04/24	Case Administration N. Rowles	0.90	1,120.50	Prepare for (.5) and participate in standing MWE internal call re key case strategy items (.4).
B110 11/05/24	Case Administration C. Gibbs	2.70	5,211.00	Review of multiple emails re case administration matters (1.2); conferences with co-counsel re same (0.5); conferences with LS team re allocation of work streams and case strategy (1.0).
B110 11/06/24	Case Administration C. Gibbs	1.60	3,088.00	Review of multiple emails re case administration matters (1.1); conferences with co-counsel re same (0.5).
B110 11/11/24	Case Administration D. Green	0.20	330.00	Communications with co-counsel re strategy matters.
B110 11/18/24	Case Administration C. Gibbs	0.80	1,544.00	Review of multiple emails re case administration matters (0.8); Committee call (1.0).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
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Task / Date	Desc. / Name	Hours	Amount	Description
B110 11/25/24	Case Administration C. Gibbs	0.60	1,158.00	Review of multiple emails re case administration matters (0.6).
B120 11/01/24	Asset Analysis and Recovery G. Lipsitz	1.50	1,387.50	Analyze tagged documents in Relativity database in connection with investigation of estate causes of action.
B120 11/01/24	Asset Analysis and Recovery J. Haake	1.90	2,536.50	Review documents and call with D. Green re same in connection with investigation of estate causes of action (1.3); draft form memorandum re investigation and correspondence with G. Lipsitz re same (.6).
B120 11/01/24	Asset Analysis and Recovery C. Gibbs	1.90	3,667.00	Conferences re discovery on avoidance actions (0.8); review of multiple emails re same (1.1).
B120 11/01/24	Asset Analysis and Recovery J. Bishop Jones	1.00	360.00	Communications with D. Clausen (.1); review deposition notice for R. Williams (.1); circulate same for attorney review (.1); serve on required parties (.2); communications with D. Green re depo arrangements for Nov. 7th depo (.2); submit request for court reporter and follow up communications with Lexitas re same (.3).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
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Task / Date	Desc. / Name	Hours	Amount	Description
B120 11/01/24	Asset Analysis and Recovery L. Hale	3.10	2,495.50	Review documents (1.1); draft investigation memo (1.3); attend to correspondence with J. Haake re investigation memo (.7).
B120 11/01/24	Asset Analysis and Recovery D. Green	7.00	11,550.00	Communications with co-counsel re deposition (.3); communications with Debtors' counsel re settlement proposal (.2); communications with N. Rowles and J. Bishop-Jones re serving deposition notice (.2); communications with review team re investigation (.1); review notice of extension re plan recommendation (.1); work on complaint (4.2); strategy communications with M. Helt (.2); communications with co-counsel re settlement proposal (.7); communications with co-counsel re voting letter (.4); review entered orders (.1); communications with N. Rowles re deposition scheduling (.4); communications with court reporter (.1); communications with co-counsel re litigation strategy (.2).
B120 11/04/24	Asset Analysis and Recovery D. Green	8.70	14,355.00	Attend Garfield Ryan deposition (1.3); work on complaint against Oaktree and standing motion (1.5); communications with D. Northrop re information for complaint (.3); conference with team re status of projects (.5); communications with N. Rowles re deposition (.2); communications with court reporter (.2); communications with PBI



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DRF Logistics, LLC Creditors' Committee

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Task / Date	Desc. / Name	Hours	Amount	Description
				counsel re additional deposition request (.2); communications with M. Helt re same (.1); review and analyze committee memo on potential claims (1.0); strategy conference call with co-counsel (.5); strategy communications with team (1.5); settlement strategy communications with co-counsel (.8); communications with co-counsel re motion to reject trilogy agreements (.6).
B120 11/04/24	Asset Analysis and Recovery D. Northrop	1.40	1,043.00	Research for state of incorporation and principal place of business address for OPPS XI PTBW Holdings, L.P. and OPPS XII PTBW Holdings, L.P. (in connection with preparation of complaint) (1.3); email D. Green re same (.1).
B120 11/04/24	Asset Analysis and Recovery M. McMillan	0.60	231.00	Research and obtain corporate background information on Opps XI PTBW and Opps XII PTBW entities.
B120 11/04/24	Asset Analysis and Recovery J. Haake	0.30	400.50	Call with G. Lipsitz re investigation memorandum.



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DRF Logistics, LLC Creditors' Committee

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Task / Date	Desc. / Name	Hours	Amount	Description
B120 11/04/24	Asset Analysis and Recovery G. Lipsitz	5.90	5,457.50	Draft memorandum analyzing prepetition marketing process investigation (5.6); confer with J. Haake re same (.3).
B120 11/04/24	Asset Analysis and Recovery M. Helt	7.50	13,125.00	Prepare for and attend strategy / Oaktree call (2.2); follow-up analysis and preparation re litigation issues (1.9); phone call with D. Posner re Oaktree issues (.6); multiple calls with A&M re claims reconciliation and case strategy (.9); phone call with M. Kaplan re deposition issues (.3); work on plan-confirmation issues (.9); multiple phone calls with Trilogy's counsel re confirmation issues (.7).
B120 11/04/24	Asset Analysis and Recovery C. Gibbs	1.00	1,930.00	Review of multiple emails re discovery issues on avoidance analysis (1.0).
B120 11/04/24	Asset Analysis and Recovery D. Ratnoff	0.50	402.50	Review and analyze documents to assist with drafting of memorandum summarizing findings of internal investigation.
B120 11/04/24	Asset Analysis and Recovery L. Hale	2.80	2,254.00	Draft investigation memo (2.8).



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DRF Logistics, LLC Creditors' Committee

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Task / Date	Desc. / Name	Hours	Amount	Description
B120 11/05/24	Asset Analysis and Recovery C. Gibbs	0.80	1,544.00	Review of multiple emails re discovery status and issues (0.8).
B120 11/05/24	Asset Analysis and Recovery G. Lipsitz	7.00	6,475.00	Draft memorandum analyzing prepetition marketing process investigation (3.2); review and analyze deposition transcripts for same (3.6); confer with J. Haake re same (.2).
B120 11/05/24	Asset Analysis and Recovery J. Haake	1.70	2,269.50	Call with L. Hale re investigation memo (.5); review documents and correspondence with D. Green re same (1.2).
B120 11/05/24	Asset Analysis and Recovery L. Hale	6.10	4,910.50	Continue review document productions (3.4); draft investigation memo (2.7).
B120 11/05/24	Asset Analysis and Recovery D. Green	7.60	12,540.00	Attend deposition of MacKenzie Shea (5.5); strategy communications with M. Helt (.9); work on investigation and review and comment on draft investigation memo regarding sale (1.0); review and analyze settlement proposal (.4); review draft analysis by Alvarez (.3); review communications with committee members (.4); communications with co-counsel (.6); communications with court



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Task / Date	Desc. / Name	Hours	Amount	Description
				reporter (.3); communications with E. Mannix regarding deposition (.4); review and analyze settlement counterproposal (.3); prepare for deposition (1.5); communications with J. Haake regarding investigation (.2); communications with committee professionals regarding counterproposal (.3); communications with team regarding Lillis deposition (.3).
B120 11/06/24	Asset Analysis and Recovery G. Lipsitz	1.00	925.00	Draft memorandum analyzing prepetition marketing process investigation (.2); review and analyze documents for same (.8).
B120 11/06/24	Asset Analysis and Recovery L. Hale	2.30	1,851.50	Review deposition transcripts for investigation letter (2.3).
B120 11/06/24	Asset Analysis and Recovery D. Green	11.00	18,150.00	Communications with co-counsel re strategy (.2); attend deposition of Eric Kaup (2.1); strategy communications with M. Helt (.4); strategy communications with team (.6); communications with J. Haake and review team re investigation (.9); communications with court reporter re Oaktree deposition (.2); communications with Debtors' and Oaktree's counsel re scheduled deposition (.2); communications with parties re depositions (.4);



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Task / Date	Desc. / Name	Hours	Amount	Description
				strategy conference with co-counsel (.6); work on investigation, including review of transcripts (3.3); review communications with committee and agenda (.5); communications with Gibson attorneys re deposition request (.2); communications with Gibson attorneys re Kupferschmid deposition (.2); strategy communications with M. Helt and C. Gibbs (.4); review stipulation and agreed order (.1); review and analyze settlement counterproposal and communications with committee members re same (.7).
B120 11/07/24	Asset Analysis and Recovery D. Ratnoff	0.10	80.50	Review and analyze documents to conduct internal investigation.
B120 11/08/24	Asset Analysis and Recovery D. Ratnoff	0.30	241.50	Review and analyze documents to conduct internal investigation.
B120 11/15/24	Asset Analysis and Recovery D. Green	1.10	1,815.00	Review PBI reply (1.0); review stipulation and withdrawal of objection (.1).



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DRF Logistics, LLC Creditors' Committee

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Task / Date	Desc. / Name	Hours	Amount	Description
B120 11/19/24	Asset Analysis and Recovery D. Green	2.80	4,620.00	Research related to creditor (2.4); communications with M. Helt regarding same (.2); review emergency motion filed by Trilogy (.2) communications with committee (.1); communications with co-counsel regarding Trilogy (.4).
B140 11/03/24	Relief from Stay/Adequate Protection Proceedings N. Rowles	0.20	249.00	Review motion for relief from stay filed by state court plaintiff (.2); review third rejection notice (.2).
B140 11/05/24	Relief from Stay/Adequate Protection Proceedings D. Green	0.50	825.00	Review Motion for Relief from Automatic Stay (.5).
B150 11/06/24	Mtgs/Communications w/Creditor L. Foody	1.00	1,040.00	Participate in 11.6 committee meeting (1.0).
B150 11/06/24	Mtgs/Communications w/Creditor N. Rowles	1.10	1,369.50	Attendance at weekly Committee call (partial) (1.1).



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DRF Logistics, LLC Creditors' Committee

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Task / Date	Desc. / Name	Hours	Amount	Description
B150 11/06/24	Mtgs/Communications w/Creditor M. Helt	2.40	4,200.00	Prepare for and attend UCC call (2.4).
B150 11/11/24	Mtgs/Communications w/Creditor L. Foody	0.40	416.00	Conference with creditor re case updates (.4).
B150 11/18/24	Mtgs/Communications w/Creditor L. Foody	1.00	1,040.00	Participate in 11.18 Committee meeting (1.0).
B150 11/18/24	Mtgs/Communications w/Creditor D. Green	1.40	2,310.00	Communications with Committee member re plan changes and review same (1.4).
B150 11/18/24	Mtgs/Communications w/Creditor M. Helt	2.10	3,675.00	Prepare for and attend UCC call (1.7); phone call with A&M re same (.4).
B150 11/18/24	Mtgs/Communications w/Creditor C. Gibbs	1.00	1,930.00	Participate in committee call (1.0).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
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Task / Date	Desc. / Name	Hours	Amount	Description
B155 11/14/24	Court Hearings J. Bishop Jones	0.50	180.00	Communications with N. Rowles (.1); prepare W&E List (.2); revise same (.1); circulate for attorney review (.1).
B155 11/15/24	Court Hearings J. Bishop Jones	0.50	180.00	Communications with N. Rowles (.1); revise W&E List (.1); finalize and file same (.2); circulate same to MWE team (.1).
B155 11/20/24	Court Hearings C. Gibbs	3.00	5,790.00	Prepare for and attendance at confirmation hearing (3.0).
B155 11/20/24	Court Hearings D. Green	2.50	4,125.00	Attend confirmation hearing (2.4); communications with Committee re same (.1).
B155 11/20/24	Court Hearings M. Helt	1.20	2,100.00	Attend plan-confirmation hearing.
B155 11/25/24	Court Hearings C. Gibbs	0.70	1,351.00	Attend continued confirmation hearing (0.7).



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Task / Date	Desc. / Name	Hours	Amount	Description
B155 11/25/24	Court Hearings M. Helt	0.60	1,050.00	Attend continued confirmation hearing.
B155 11/25/24	Court Hearings D. Green	0.50	825.00	Attend continued confirmation hearing (.5).
B160 11/06/24	Fee/Employment Applications J. Bishop Jones	0.40	144.00	Receipt and review of declaration ISO of OCPs (.3); circulate same (.1).
B160 11/11/24	Fee/Employment Applications J. Bishop Jones	0.30	108.00	Receipt and review of declarations in support of debtor OCPs (.3).
B160 11/18/24	Fee/Employment Applications L. Foody	0.40	416.00	Multiple correspondence with MWE team, LS team, and Weil re first monthly fee statement (.4).
B160 11/18/24	Fee/Employment Applications C. Gibbs	0.50	965.00	Review of interim fee application (0.5).



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DRF Logistics, LLC Creditors' Committee

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Task / Date	Desc. / Name	Hours	Amount	Description
B160 11/18/24	Fee/Employment Applications D. Green	0.40	660.00	Communications with team and co-counsel regarding fee app (.4).
B160 11/25/24	Fee/Employment Applications N. Rowles	0.30	373.50	Review A&M first monthly fee statement (.2); correspondence with A&M team re same (.1).
B160 11/26/24	Fee/Employment Applications N. Rowles	1.70	2,116.50	Draft MWE second monthly statement (1.2); correspondence with J. Bishop Jones re compiling and serving same (.3); correspondence with A&M team re first monthly fee statement (.1); correspondence with Lowenstein team re second monthly fee statement (.1).
B160 11/27/24	Fee/Employment Applications N. Rowles	0.60	747.00	Revise A&M first monthly fee statement (.2); correspond with A&M team re same (.1); correspondence with J. Bishop Jones re serving same (.1); correspondence with Lowenstein team re second monthly fee statement (.2).
B185 11/03/24	Assumption/Rejection of Leases N. Rowles	0.50	622.50	Analysis of revised proposed order on motion to reject Trilogy lease (.3); review adversary proceeding against Trilogy in connection with same (.2).



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Task / Date	Desc. / Name	Hours	Amount	Description
B185 11/03/24	Assumption/Rejection of Leases N. Rowles	0.20	249.00	Review third rejection notice re leases and executory contracts (.2).
B185 11/04/24	Assumption/Rejection of Leases N. Rowles	1.50	1,867.50	Analysis of Trilogy lease rejection order (.4); draft comments to same (.5); review adversary complaint in connection with same (.4); correspondence with MWE team re same (.1); telephone conference with Weil re same (.1).
B185 11/05/24	Assumption/Rejection of Leases D. Green	0.60	990.00	Review notice of rejection of executory contracts (.6).
B185 11/06/24	Assumption/Rejection of Leases N. Rowles	0.40	498.00	Correspondence with M. Helt re proposed order on motion to reject Trilogy agreements (.4).
B185 11/18/24	Assumption/Rejection of Leases J. Bishop Jones	0.30	108.00	Receipt and review of Objection to the Debtors' Third Notice of Rejection of Certain Executory Contracts (.2); circulate same to MWE team (.1).
B185 11/20/24	Assumption/Rejection of Leases J. Bishop Jones	0.20	72.00	Receipt and review of Motion to Authority to Assume and Assign Amended Unexpired Lease and Executory Contract (.1); circulate to MWE team (.1).



**McDermott
Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
Invoice Date: 12/10/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B190 11/01/24	Other Contested Matters L. Foody	1.20	1,248.00	Review and revise motion to intervene (.8); multiple correspondence with D. Green and K. Moynihan re same (.3); coordinate filing of same (.1).
B190 11/03/24	Other Contested Matters N. Rowles	1.70	2,116.50	Multiple correspondence with D. Green re deposition of additional Pitney Bowes representative (.4); correspondence with Gibson Dunn re same (.2); multiple correspondence with Lowenstein team re same (.2); review memorandum from K. Suh re lien investigation (.9).
B190 11/06/24	Other Contested Matters N. Rowles	0.20	249.00	Correspondence with J. Bishop Jones re upcoming depositions (.2).
B190 11/20/24	Other Contested Matters J. Bishop Jones	0.30	108.00	Receipt and review of Trilogy's Reply to the Reply of Pitney Bowes Inc. in Support of its Motion to Intervene (.2); circulate to MWE team (.1).
B190 11/22/24	Other Contested Matters J. Bishop Jones	0.50	180.00	Communications with N. Rowles (.1); prepare CNO and Order granting motion to intervene (.3); finalize and file same (.1).



**McDermott
Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
Invoice Date: 12/10/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B190 11/25/24	Other Contested Matters J. Bishop Jones	0.30	108.00	Review Trilogy's Reply to the Reply of Pitney Bowes Inc. in Support of its Motion to Intervene (.2); circulate same to MWE team (.1).
B195 11/18/24	Non-Working Travel C. Gibbs	1.40	2,702.00	Travel to Houston for Nov. 19 plan confirmation hearing (2.8 hours x 5 hours =1.4) (1.4)
B195 11/20/24	Non-Working Travel C. Gibbs	1.40	2,702.00	Return to Dallas for Nov. 19 plan confirmation hearing (2.8 hours x 5 hours =1.4) (1.4)
B320 11/01/24	Plan and Disclosure Statement M. Helt	3.90	6,825.00	Work on Trilogy settlement issues (.9); work with A&M re same and re claims reconciliation (1.4); finalize Oaktree confirmation objection (.8); de-brief on deposition issues and next steps (.8).
B320 11/01/24	Plan and Disclosure Statement J. Bishop Jones	0.30	108.00	Communications with N. Rowles (.1); finalize and file notice of extension (.2).
B320 11/02/24	Plan and Disclosure Statement M. Helt	2.30	4,025.00	Lengthy work on settlement proposal and protections against dilution (.9); work on Trilogy issues (.7); attend settlement conference with Gibson Dunn and Weil (.7).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
Invoice Date: 12/10/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B320 11/03/24	Plan and Disclosure Statement M. Helt	1.70	2,975.00	Lengthy work on settlement issues (.8); work with D. Green on deposition issues and confirmation-objection analysis (.9).
B320 11/04/24	Plan and Disclosure Statement N. Rowles	2.70	3,361.50	Review proposed settlement counter (.7); draft summary of same (1.9); circulate same to MWE team (.1).
B320 11/05/24	Plan and Disclosure Statement M. Helt	4.40	7,700.00	Prepare for and attend call with UCC professionals' re case strategy and settlement (1.5); lengthy follow-up work on deposition and litigation issues (2.9).
B320 11/05/24	Plan and Disclosure Statement N. Rowles	1.90	2,365.50	Review correspondence related to settlement counteroffer (.4); review economic terms of same (.7); participate in call with Lowenstein team re same (.8).
B320 11/06/24	Plan and Disclosure Statement M. Helt	7.40	12,950.00	Prepare for and attend UCC call (2.4); lengthy work on plan-settlement issues and strategy (2.9); work on Oaktree deposition and related issues (.9); prepare for and participate in conference call with counsels for UCC members re litigation and settlement issues (1.9); prepare for and participate in lengthy strategy call with UCC professionals on confirmation-hearing mechanics (1.7).



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Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
Invoice Date: 12/10/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B320 11/07/24	Plan and Disclosure Statement C. Gibbs	3.50	6,755.00	Review of multiple emails re Plan settlement negotiations (2.0); multiple conferences with co-counsel re same (1.5).
B320 11/07/24	Plan and Disclosure Statement D. Green	3.40	5,610.00	Revise confirmation brief insert and communications with co-counsel re confirmation brief, if necessary (1.1); communications with Committee members (1.6); review counter-proposal (.2); communications with co-counsel re same (.3); strategy communications with M. Helt (.2).
B320 11/07/24	Plan and Disclosure Statement M. Helt	4.10	7,175.00	Lengthy work on plan settlement and investigation (3.2); prepare for confirmation hearing re same (.9).
B320 11/08/24	Plan and Disclosure Statement N. Rowles	0.80	996.00	Review correspondence with Committee members related to draft settlement construct (.6); correspondence with M. Helt and C. Gibbs re same (.2).
B320 11/08/24	Plan and Disclosure Statement C. Gibbs	1.20	2,316.00	Review of multiple emails re settlement agreement (1.2).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
Invoice Date: 12/10/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B320 11/08/24	Plan and Disclosure Statement D. Green	3.10	5,115.00	Communications with M. Helt (.2); communications with co-counsel and Committee members re settlement (1.4); review stipulation (.1); review Trilogy objection (1.2); review FIC objection to plan (.2).
B320 11/08/24	Plan and Disclosure Statement M. Helt	4.60	8,050.00	Lengthy work on litigation/settlement issues (2.9); telephone calls with A&M on same and next steps (1.7).
B320 11/11/24	Plan and Disclosure Statement M. Helt	3.20	5,600.00	Lengthy work on settlement issues, including with UCC members on settlement issues (3.2).
B320 11/12/24	Plan and Disclosure Statement C. Gibbs	0.80	1,544.00	Review of revised drafts of Confirmation pleadings (0.8).
B320 11/12/24	Plan and Disclosure Statement J. Bishop Jones	0.50	180.00	Communications with K. Moynihan (.1); communications with N. Rowles re filing of reservation of rights (.2); prepare and file same (.1); circulate same to MWE team (.1).
B320 11/12/24	Plan and Disclosure Statement D. Green	1.30	2,145.00	Communications with Committee member (.2); review confirmation reservation of rights (.1); communications with co-counsel re same (.2); review Chubb confirmation objection (.8); review



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
Invoice Date: 12/10/2024

Task / Date	Desc. / Name	Hours	Amount	Description
				settlement update (.1).
B320 11/14/24	Plan and Disclosure Statement M. Helt	3.10	5,425.00	Lengthy work with creditor counsel on settlement issues (.7); work with and analysis re proposed settlement and next steps (1.7); review/analyze proposed language re same (.7).
B320 11/15/24	Plan and Disclosure Statement C. Gibbs	2.20	4,246.00	Review of drafts of multiple pleadings re Plan confirmation and multiple emails re same (2.2).
B320 11/15/24	Plan and Disclosure Statement J. Bishop Jones	0.50	180.00	Receipt and review of W&E Lists filed by interested parties for confirmation (.3); circulate same to MWE team (.2).
B320 11/15/24	Plan and Disclosure Statement M. Helt	3.90	6,825.00	Lengthy calls with counsels for creditors re settlement issues (.9); address follow-up issues (.7); lengthy work with A&M re same and re settlement issues (.9); lengthy work on settlement issues (1.4).
B320 11/15/24	Plan and Disclosure Statement D. Green	1.70	2,805.00	Strategy communications with M. Helt (.1); communications with Committee members and co-counsel re revised plan (1.5); review exhibit and witness lists (.1).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
Invoice Date: 12/10/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B320 11/16/24	Plan and Disclosure Statement M. Helt	1.40	2,450.00	Attend calls with creditor counsels re settlement issues (.8); follow-up with A&M re same (.6).
B320 11/17/24	Plan and Disclosure Statement D. Green	0.50	825.00	Analyze settlement strategy with largest unsecured creditor.
B320 11/18/24	Plan and Disclosure Statement C. Gibbs	1.50	2,895.00	Review of multiple pleadings and emails re confirmation matters (1.5).
B320 11/18/24	Plan and Disclosure Statement J. Bishop Jones	1.00	360.00	Communications with C. Gibbs (.2); communications with M. Walton and J. Silva (.2); review and retrieve materials for confirmation materials (.4); prepare index to same (.2).
B320 11/18/24	Plan and Disclosure Statement J. Bishop Jones	0.20	72.00	Receipt and review of Stipulation and Agreed Order Extending Reply Deadline and Hearing with Respect to Confirmation (.1); circulate same to MWE team (.1).
B320 11/19/24	Plan and Disclosure Statement C. Gibbs	3.50	6,755.00	Review of multiple revised plan documents and multiple emails re preparation for confirmation hearing (3.5).



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Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
Invoice Date: 12/10/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B320 11/19/24	Plan and Disclosure Statement J. Bishop Jones	1.00	360.00	Receipt and review of amended plan, brief and other support documents (.3); receipt and review of declarations in support of same (.3); circulate same (.2); enter appearances for MWE and LS teams (.2).
B320 11/19/24	Plan and Disclosure Statement J. Bishop Jones	1.50	540.00	Communications with LS team re confirmation hearing (.2); retrieve materials for hearing binders for same (.4); communications with J. Silva re same (.1); retrieve Agenda for confirmation (.1); circulate same (.1); revise hearing materials for C. Gibbs (.3); communications with J. Silva re same (.2).
B320 11/19/24	Plan and Disclosure Statement J. Bishop Jones	0.50	180.00	Receipt and review of Oaktree's Statement in Support of Approval of the Debtors' Second Amended Joint Plan of Liquidation (.1); circulate same to MWE team (.1); communication with LS and MWE team re filing of letter re recommendation for confirmation (.1); finalize and file same (.2).
B320 11/19/24	Plan and Disclosure Statement M. Helt	1.70	2,975.00	Work with creditor group on settlement issues (.9); communicate with Trilogy counsel re adversary issues (.2); address follow-up issues and related settlement points (.6).



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
Invoice Date: 12/10/2024

Task / Date	Desc. / Name	Hours	Amount	Description
B320 11/19/24	Plan and Disclosure Statement D. Green	1.00	1,650.00	Review agenda for confirmation hearing (.1); review letter in support of plan (.2); communications with co-counsel regarding same (.2).
B320 11/20/24	Plan and Disclosure Statement J. Bishop Jones	0.70	252.00	Receipt and review of amended declarations in support of plan (.2); circulate same to MWE team (.1); receipt and review of Notice of Filing of Second Plan Supplement for Debtors' Third Amended Joint Plan of Liquidation (.1); circulate same (.1); receipt and review of Amended Agenda (.1); circulate same (.1);.
B320 11/20/24	Plan and Disclosure Statement J. Bishop Jones	0.70	252.00	Receipt and review correspondence re confirmation status (.2); communications with MWE team re same (.1); receipt and review of notice of continued hearing (.1); circulate same to MWE team (.1).
B320 11/21/24	Plan and Disclosure Statement C. Gibbs	1.00	1,930.00	Review of multiple emails re confirmation issues (1.0).
B320 11/21/24	Plan and Disclosure Statement J. Bishop Jones	0.50	180.00	Receipt and review of Notice of Continuation of Hearing on Confirmation of Debtors' Third Amended Joint Plan of Liquidation (.1); circulate to MWE team (.1); retrieve audio file from sessions of confirmation hearing and convert same (.2); circulate to MWE team



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Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
Invoice Date: 12/10/2024

Task / Date	Desc. / Name	Hours	Amount	Description
				(.1).
B320 11/25/24	Plan and Disclosure Statement D. Green	1.60	2,640.00	Review notice of filing of revised proposed findings of fact (1.1); attend continued confirmation hearing (.5); review order re adversary deadlines (.2); review communications with Committee members (.1); review entered orders (.2).
B320 11/26/24	Plan and Disclosure Statement D. Green	0.10	165.00	Review notice of entry of confirmation order.
Total Hours		216.40	Total For Services	\$320,294.00

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	12.70	21,912.50
B120	Asset Analysis and Recovery	86.90	116,617.50
B140	Relief from Stay/Adequate Protection Proceedings	0.70	1,074.00
B150	Mtgs/Communications w/Creditor	10.40	15,980.50
B155	Court Hearings	9.50	15,601.00
B160	Fee/Employment Applications	4.60	5,530.00
B185	Assumption/Rejection of Leases	3.70	4,407.00
B190	Other Contested Matters	4.20	4,009.50
B195	Non-Working Travel	2.80	5,404.00
B320	Plan and Disclosure Statement	80.90	129,758.00



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DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
Invoice Date: 12/10/2024

Task Code	Description	Hours	Amount
		216.40	320,294.00



**McDermott
Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
Invoice Date: 12/10/2024

Costs and Other Charges

Timekeeper	Date	Description	Qty	Amount
J. Bishop Jones	11/07/24	Depositions VENDOR: PM LEGAL LLC, (LEXITAS) INVOICE#: 1001501620512 DATE: 11/7/2024 - Deposition of Stephanie Cannon	0.00	2,844.21
C. Gibbs	11/02/24	Travel Expenses DRF Hearing - Agent Fee Airfare - C. Gibbs	0.00	75.00
C. Gibbs	11/05/24	Travel Expenses DRF Hearing - Agent Fee - Airfare Change Fee - C. Gibbs	0.00	49.00
C. Gibbs	11/15/24	Travel Expenses DRF Hearing - Agent Fee - Travel Change Fee - C. Gibbs	0.00	49.00
C. Gibbs	11/18/24	Travel Expenses DRF Hearing - Airfare Change Fee - C. Gibbs	0.00	30.00
C. Gibbs	11/18/24	Travel Expenses DRF Hearing - Airfare - C. Gibbs	0.00	588.00
C. Gibbs	11/19/24	Transportation/Parking DRF Hearing - Parking at Texas Tower - C. Gibbs	0.00	40.00
C. Gibbs	11/19/24	Travel Expenses DRF Hearing - Parking at Hotel - C. Gibbs	0.00	53.00
C. Gibbs	11/20/24	Travel Expenses DRF Hearing - Breakfast at Hotel - C. Gibbs	0.00	73.82
C. Gibbs	11/20/24	Travel Expenses DRF Hearing - Hotel - C. Gibbs	0.00	540.41
C. Gibbs	11/20/24	Travel Expenses DRF Hearing - Rental Car - C. Gibbs	0.00	274.06
C. Gibbs	11/20/24	Transportation/Parking DRF Hearing - Courthouse Parking - C. Gibbs	0.00	20.00
C. Gibbs	11/20/24	Transportation/Parking DRF Hearing - Airport Parking - C. Gibbs https://mcdermottwillemery.lightning.force.com/lightning/r/Event/00UPp00000AXbXhMAL/view	0.00	71.08
D. Green	11/07/24	Computer Research Computer Research, DEBBIE GREEN	1.00	382.48
D. Green	11/17/24	Computer Research Computer Research, DEBBIE GREEN	1.00	191.24
D. Green	11/19/24	Computer Research	1.00	191.24



**McDermott
Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3965609
Invoice Date: 12/10/2024

Timekeeper	Date	Description	Qty	Amount
D. Northrop	11/06/24	Computer Research, DEBBIE GREEN Document Retrieval VENDOR: MWE Corporate Services, LLC INVOICE#: 7866 DATE: 11/6/2024 - OPPS XI PTBW Holdings, L.P. et al - DE Plain Copies	0.00	124.00
Total Costs and Other Charges				\$5,596.54
Total This Invoice				<u>\$325,890.54</u>

Timekeeper Summary

Name	Hours	Rate	Amount
J. Bishop Jones	12.70	360.00	4,572.00
L. Foody	4.40	1,040.00	4,576.00
C. Gibbs	35.60	1,930.00	68,708.00
D. Green	57.00	1,650.00	94,050.00
J. Haake	3.90	1,335.00	5,206.50
L. Hale	14.30	805.00	11,511.50
M. Helt	55.50	1,750.00	97,125.00
G. Lipsitz	15.40	925.00	14,245.00
M. McMillan	0.60	385.00	231.00
D. Northrop	1.40	745.00	1,043.00
D. Ratnoff	0.90	805.00	724.50
N. Rowles	14.70	1,245.00	18,301.50
Totals	216.40		<u>\$320,294.00</u>



Invoice: 3974265
Client: 125141

01/16/2025

DRF Logistics, LLC Creditors' Committee
Ryder Transportation Services
2333 Ponce de Leon Blvd., Suite 700
Coral Gables, FL 33134

For Services Rendered in Connection with:

Matter: 0011 DRF Unsecured Creditors' Committee

Task / Date	Desc. / Name	Hours	Amount	Description
B110 12/02/24	Case Administration N. Rainey	0.20	100.00	Review case docket and download material pleadings (.1); communicate with MWE team regarding docket update (.1).
B160 12/04/24	Fee/Employment Applications J. Bishop Jones	0.10	36.00	Communication with N. Rowles re november monthly fee statement.
B160 12/05/24	Fee/Employment Applications J. Bishop Jones	1.20	432.00	Prepare November monthly fee statement and exhibits thereto.
B160 12/09/24	Fee/Employment Applications N. Rowles	1.40	1,743.00	Revise MWE November monthly fee statement.
Total Hours		2.90	Total For Services	\$2,311.00

Task Code Summary

2501 North Harwood Street Suite 1900 Dallas, TX 75201 Tel +1 214 295 8000

US practice conducted through McDermott Will & Emery LLP.



**McDermott
Will & Emery**

DRF Logistics, LLC Creditors' Committee

Client: 125141
Invoice: 3974265
Invoice Date: 01/16/2025

Task Code	Description	Hours	Amount
B110	Case Administration	0.20	100.00
B160	Fee/Employment Applications	2.70	2,211.00
		2.90	2,311.00
Total This Invoice			<u>\$6,295.00</u>

Timekeeper Summary

Name	Hours	Rate	Amount
J. Bishop Jones	1.30	360.00	468.00
N. Rainey	0.20	500.00	100.00
N. Rowles	1.40	1,245.00	1,743.00
Totals	2.90		<u>\$2,311.00</u>

EXHIBIT G

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§ § § § § §	Chapter 11
DRF LOGISTICS, LLC, et al.,	§ § § § § §	Case No. 24-90447 (CML)
Debtors.¹	§ § § § § §	(Jointly Administered)

**ORDER GRANTING FINAL APPLICATION OF
MCDERMOTT WILL & EMERY LLP FOR COMPENSATION FOR
SERVICES AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD
FROM AUGUST 28, 2024 THROUGH DECEMBER 9, 2024
(Docket No. _____)**

The Court has considered the *Final Application of McDermott Will & Emery LLP for Compensation for Services and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for the Period from August 28, 2024 through December 9, 2024* (the “Application”) filed by McDermott Will & Emery LLP (the “Applicant”). The Court orders:

1. Applicant is allowed compensation and reimbursement of expenses in the amount of \$1,725,553.96 for the period set forth in the application.
2. The compensation and reimbursement of expenses allowed in this order are approved on a final basis.
3. The Debtors or the Liquidating Agent, as applicable, are authorized to disburse any unpaid amounts allowed by paragraphs 1 or 2 of this Order.

Dated: _____, 2025

CHRISTOPHER M. LOPEZ
UNITED STATES BANKRUPTCY JUDGE

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: DRF Logistics, LLC (6861) and DRF, LLC (7236). The Debtors’ mailing address is 7171 Southwest Parkway, Bldg. 300, Suite 400, Austin, TX 78735.