

UNITED STATES BANKRUPTCY COURT  
 SOUTHERN DISTRICT OF FLORIDA  
 WEST PALM BEACH DIVISION  
[www.flsb.uscourts.gov](http://www.flsb.uscourts.gov)

In re:

Chapter 11

PALM BEACH FINANCE PARTNERS, L.P.,  
 PALM BEACH FINANCE II, L.P.<sup>1</sup>

Case No. 09-36379-PGH  
 Case No. 09-36396-PGH  
 (Jointly Administered)

Debtors.

**DAVID S. MANDEL AND MANDEL & MANDEL, LLP'S  
 FOURTH INTERIM POST CONFIRMATION FEE APPLICATION**

1.	Name of Applicant:	<i>Mandel &amp; Mandel, LLP</i>
2.	Role of Applicant:	<i>Liquidating Trustee's Special Co-Counsel</i>
3.	Name of Certifying Professional:	<i>David S. Mandel</i>
4.	Date cases filed:	<i>November 30, 2009</i>
5.	Date of application for employment:	<i>February 14, 2014 [ECF No. 2167]</i>
6.	Date of order approving employment:	<i>March 18, 2014 [ECF No. 2197] nunc pro tunc to February 17, 2014</i>
7.	If debtor's counsel, date of Disclosure of Compensation form:	<i>N/A</i>
8.	Date of this application:	<i>April 22, 2015</i>
9.	Dates of services covered:	<i>November 1, 2014 thru February 28, 2015</i>
<b>Fees...</b>		
10.	Total fee requested for this period (from Exhibit 1):	\$ 74,600.81
11.	Balance remaining in fee retainer account, not yet awarded:	\$ 0.00
12.	Fees paid or advanced for this period, by other sources:	\$ 0.00

<sup>1</sup>The address and last four digits of the taxpayer identification number for each of the Debtors are as follows: (i) Palm Beach Finance Partners, L.P., 3601 PGA Blvd., Suite 301, Palm Beach Gardens, FL 33410, TIN 9943; and (ii) Palm Beach Finance II, L.P., 3601 PGA Blvd., Suite 301, Palm Beach Gardens, FL 33410, TIN 0680.

13.	<b>Net amount of fee requested for this period:</b>	\$	74,600.81
<b>Expenses...</b>			
14.	Total expense reimbursement requested for this period:	\$	8,087.09
15.	Balance remaining in expense retainer account, not yet received:	\$	0.00
16.	Expenses paid or advanced for this period, by other sources:	\$	0.00
17.	<b>Net amount of expense reimbursements requested for this period</b>	\$	8,087.09
18.	Gross award requested for this period (#10 + #14)	\$	82,687.90
19.	<b>Net award requested for this period (#13 + #17)</b>	\$	82,687.90

## History of Fees and Expenses

1. Dates, sources, and amounts of retainers received:			
Dates	Sources	Amounts	For fees or costs?
N/A			
2. Dates, sources, and amounts of third party payments received:			
Dates	Sources	Amounts	For fees or costs?
N/A			
3. Prior fee and expense awards...			
<b>First interim application [ECF No. 2253]</b>			
Dates covered by first application:		February 17, 2014 - February 28, 2014	
Amount of fees requested:		\$	11,008.52
Amount of expenses requested:		\$	481.59
Amount of fees awarded:		\$	11,008.52
Amount of expenses awarded:		\$	481.59
Amount of fee retainer authorized to be used:		\$	0.00
Amount of expense retainer authorized to be used:		\$	0.00
Fee award, net of retainer:		\$	0.00
Expense award, net of retainer:		\$	0.00

Date of first award:	June 4, 2014 [ECF No. 2323]
Amount of fees actually paid:	\$ 11,008.52
Amount of expense reimbursement actually paid:	\$ 481.59
Portion of fees requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00
Portion of expenses requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00

<b>Second interim application [ECF No.2399]</b>	
Dates covered by second application:	March 1, 2014 - June 30, 2014
Amount of fees requested:	\$ 360,960.27
Amount of expenses requested:	\$ 4,056.24
Amount of fees awarded:	\$ 360,960.27
Amount of expenses awarded:	\$ 4,056.24
Amount of fee retainer authorized to be used:	\$ 0.00
Amount of expense retainer authorized to be used:	\$ 0.00
Fee award, net of retainer:	\$ 0.00
Expense award, net of retainer:	\$ 0.00
Date of second award:	September 24, 2014 [ECF No. 2448]
Amount of fees actually paid:	\$ 360,960.27
Amount of expense reimbursement actually paid:	\$ 4,056.24
Portion of fees requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00
Portion of expenses requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00

<b>Third interim application [ECF No. 2498]</b>	
Dates covered by third application:	July 1, 2014 - October 31, 2014
Amount of fees requested:	\$ 367,369.30
Amount of expenses requested:	\$ 2,434.70
Amount of fees awarded:	\$ 367,369.30
Amount of expenses awarded:	\$ 2,434.70
Amount of fee retainer authorized to be used:	\$ 0.00
Amount of expense retainer authorized to be used:	\$ 0.00
Fee award, net of retainer:	\$ 0.00
Expense award, net of retainer:	\$ 0.00
Date of third award:	January 16, 2015 [ECF No. 2535]
Amount of fees actually paid:	\$ 367,369.30
Amount of expense reimbursement actually paid:	\$ 2,434.70
Portion of fees requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00
Portion of expenses requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00

<b>Summary of All Prior Applications and Awards</b>	
Total fees requested:	\$ 739,338.09
Total fees awarded:	\$ 739,338.09
Prior fees awarded but not yet paid, if any (do not include holdbacks in this number)	\$ 0.00
Total prior fees requested but not awarded, deferred to final fee application	\$ 0.00
Total expenses requested:	\$ 6,972.53
Total expenses awarded:	\$ 6,972.53

Prior expenses awarded but not yet paid, if any (do not include holdbacks in this number)	\$ 0.00
Total prior expenses requested but not awarded, deferred to final fee application	\$ 0.00

**Monthly *POST CONFIRMATION* invoicing dated February 28, 2014**

Dates covered by invoicing:	February 17, 2014 through February 28, 2014
Amount of fees and expenses requested:	\$ 11,490.11
Amount of fees and expenses paid absent objection:	\$ 11,490.11

**Monthly *POST CONFIRMATION* invoicing dated March 31, 2014**

Dates covered by invoicing:	March 1, 2014 through March 31, 2014
Amount of fees and expenses requested:	\$ 25,111.87
Amount of fees and expenses paid absent objection:	\$ 25,111.87

**Monthly *POST CONFIRMATION* invoicing dated April 30, 2014**

Dates covered by invoicing:	April 1, 2014 through April 30, 2014
Amount of fees and expenses requested:	\$ 120,038.02
Amount of fees and expenses paid absent objection:	\$ 120,038.02

**Monthly *POST CONFIRMATION* invoicing dated May 31, 2014**

Dates covered by invoicing:	May 1, 2014 through May 31, 2014
Amount of fees and expenses requested:	\$ 119,428.74
Amount of fees and expenses paid absent objection:	\$ 119,428.74

**Monthly *POST CONFIRMATION* invoicing dated June 30, 2014**

Dates covered by invoicing:	June 1, 2014 through June 30, 2014
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Amount of fees and expenses requested:	\$	100,437.88
Amount of fees and expenses paid absent objection:	\$	100,437.88

**Monthly *POST CONFIRMATION* invoicing dated July 31, 2014**

Dates covered by invoicing:	July 1, 2014 through July 31, 2014	
Amount of fees and expenses requested:	\$	110,453.14
Amount of fees and expenses paid absent objection:	\$	110,453.14

**Monthly *POST CONFIRMATION* invoicing dated August 30, 2014<sup>2</sup>**

Dates covered by invoicing:	August 1, 2014 through August 30, 2014	
Amount of fees and expenses requested:	\$	83,248.80
Amount of fees and expenses paid absent objection:	\$	83,248.80

**Monthly *POST CONFIRMATION* invoicing dated September 30, 2014**

Dates covered by invoicing:	September 1, 2014 through September 30, 2014	
Amount of fees and expenses requested:	\$	79,228.27
Amount of fees and expenses paid absent objection:	\$	79,228.27

**Monthly *POST CONFIRMATION* invoicing dated October 31, 2014**

Dates covered by invoicing:	October 1, 2014 through October 31, 2014	
Amount of fees and expenses requested:	\$	95,341.15
Amount of fees and expenses paid absent objection:	\$	95,341.15

<sup>2</sup>Reflects a credit of \$1,532.64 in fees for time billed in the GECC Adversary (as defined below), which was inadvertently requested in Applicant's Second Interim Fee Application [ECF No. 2399] and paid.

<b>Monthly <i>POST CONFIRMATION</i> invoicing dated November 30, 2014</b>	
Dates covered by invoicing:	November 1, 2014 through November 30, 2014
Amount of fees and expenses requested:	\$ 17,381.64
Amount of fees and expenses paid absent objection:	\$ 17,381.64

<b>Monthly <i>POST CONFIRMATION</i> invoicing dated December 31, 2014</b>	
Dates covered by invoicing:	December 1, 2014 through December 31, 2014
Amount of fees and expenses requested:	\$ 7,251.62
Amount of fees and expenses paid absent objection:	\$ 7,251.62

<b>Monthly <i>POST CONFIRMATION</i> invoicing dated January 31, 2015</b>	
Dates covered by invoicing:	January 1, 2015 through January 31, 2015
Amount of fees and expenses requested:	\$ 33,886.45
Amount of fees and expenses paid absent objection:	\$ 33,886.45

<b>Monthly <i>POST CONFIRMATION</i> invoicing dated February 28, 2015</b>	
Dates covered by invoicing:	February 1, 2015 through February 28, 2015
Amount of fees and expenses requested:	\$ 24,168.19
Amount of fees and expenses paid absent objection:	\$ 24,168.19

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In re:

Chapter 11

PALM BEACH FINANCE PARTNERS, L.P.,  
PALM BEACH FINANCE II, L.P.<sup>3</sup>

Case No. 09-36379-PGH  
Case No. 09-36396-PGH  
(Jointly Administered)

Debtors.

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**FOURTH INTERIM POST CONFIRMATION FEE APPLICATION FOR ALLOWANCE  
AND PAYMENT OF COMPENSATION AND REIMBURSEMENT OF EXPENSES OF  
DAVID S. MANDEL AND MANDEL & MANDEL, LLP, AS SPECIAL CO-COUNSEL  
TO CHAPTER 11 LIQUIDATING TRUSTEE**

Mandel & Mandel, LLP (“*M&M*”), having been approved by this Court as special co-counsel for Chapter 11 Liquidating Trustee, Barry E. Mukamal (“*Trustee*”), applies for allowance of compensation for professional services rendered and reimbursement of the necessary expenses paid or incurred by M&M between November 1, 2014, through February 28, 2015, and in support states:

1. On November 30, 2009, Palm Beach Finance Partners, L.P. (the “*Debtor*”) filed its Voluntary Petition for relief under chapter 11 of the United States Bankruptcy Code [ECF No. 1]. On December 1, 2009, this case was jointly administered with the estate of *In re Palm Beach Finance II, L.P.*, Case No. 09-36396-PGH [ECF No. 19].

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<sup>3</sup>The address and last four digits of the taxpayer identification number for each of the Debtors are as follows: (i) Palm Beach Finance Partners, L.P., 3601 PGA Blvd., Suite 301, Palm Beach Gardens, FL 33410, TIN 9943; and (ii) Palm Beach Finance II, L.P., 3601 PGA Blvd., Suite 301, Palm Beach Gardens, FL 33410, TIN 0680.



2. On January 28, 2010, the Court entered the Agreed Order Directing Appointment of Chapter 11 Trustee and denying the United States Trustee's Motion to Convert Cases to Cases under Chapter 7 [ECF No. 100].

3. On January 29, 2010, the United States Trustee appointed the Liquidating Trustee as Trustee in both estates [ECF No. 107].

4. On March 18, 2014, this Court entered an Order [ECF No. 2197] granting, among other things, the Liquidating Trustee's Application to Employ David S. Mandel and Mandel & Mandel, LLP, as special co-counsel to the Liquidating Trustee.

5. At the confirmation hearing held on October 19, 2010, the Court confirmed the *Second Amended Joint Plan of Liquidation of Barry Mukamal, as Chapter 11 Trustee of Palm Beach Finance Partners, L.P. and Palm beach Finance II, L.P. and Geoffrey Varga, as Joint Official Liquidator of Palm Beach Offshore, Ltd. And Palm Beach Offshore II, Ltd.*, dated September 3, 2010 [ECF No. 245] (the "**Plan**") in the above referenced jointly administered bankruptcy proceeding.

The Plan defines Confirmation Date as "the date on which the Bankruptcy Court enters the Confirmation Order on its docket". The Order Confirming Second Amended Joint Liquidating Chapter 11 Plan [ECF No. 444] (the "**Confirmation Order**") was entered on the Court's docket on October 21, 2010.

6. Article 7 of the Plan provides:

7.1.4 *PBF Liquidating Trust Management.* Barry Mukamal shall be PBF Liquidating Trustee with the power and authority set forth in the PBF Liquidating Trust Agreement.

7.1.5 *PBF Liquidating Trust Structure.* As more fully set forth in the PBF Liquidating Trust Agreement, the PBF Liquidating Trustee shall oversee and direct the PBF Liquidating Trust's operations and activities, including the retention of counsel.

7.1.7 *PBF II Liquidating Trust Monitor.* Geoffrey Varga, as Joint Official Liquidator for Offshore Funds shall be the PBF II Liquidating Trust Monitor with the power and authority set forth in the PBF II Liquidating Trust Agreement.

7.1.11 *Compensation of Professionals Retained by the Liquidating Trustees and the PBF II Liquidating Trust Monitor.* Professionals retained by the PBF II Liquidating Trust Monitor and the Liquidating Trustee shall be entitled to monthly interim compensation for fees and expenses incurred in carrying out their duties consistent with the Plan and the Liquidating Trust Agreements; provided, however, that the PBF II Liquidating Trust Monitor or the Liquidating Trustee shall provide to the other, and the United States Trustee, notice of such requested fees and expenses on a monthly basis. Following such notice, if no objections to the fees and expenses set forth in the monthly statement are received in writing within 10 business days, 100% of such professional's fees and expenses shall be paid. Notice of objections to such fees and expenses shall be made via e-mail and/or facsimile. If objections to the fees and expenses are made and cannot be resolved, such objections will be heard and resolved by the Bankruptcy Court. Any such fees and expenses shall be payable from the Trust Asset of the Liquidating Trusts. The PBF II Liquidating Trust Monitor and the Liquidating Trustee shall, no less frequently than once every four (4) months, submit applications to the Bankruptcy Court for final approval of reimbursement of fees and expenses paid to their professionals.

7. This application is submitted pursuant to 11 U.S.C. § 331 for the allowance and payment to M&M in the amount of \$74,600.81 for fees and \$8,087.09 for costs incurred between November 1, 2014, and February 28, 2015, for a total request of \$82,687.90.

8. All of the services rendered by M&M were performed for and on behalf of the Liquidating Trustee.

#### **I. SUMMARY OF SERVICES RENDERED**

9. M&M in consultation with MR&B, is co-counsel in both the adversary proceeding styled *Mukamal v. BMO Harris Bank N.A.*, Adv. Case No. 11-3015-PGH (“*M&I Adversary*”) and the adversary proceeding styled *Mukamal v. General Electric Capital Corporation*, Adv. Case No. 12-1979-PGH (“*GECC Adversary*”).

10. M&M rendered varied services as special co-counsel on behalf of the Liquidating Trustee for the period of time from November 1, 2014 through February 28, 2015. M&M is requesting \$74,600.81 in professional fees for services rendered in connection with the M&I Adversary. M&M logged a total of 316.10 hours in the M&I Adversary at the reduced hourly rates ranging from \$82.50 to \$506.25 during the time period for which fees were required in this fee application.

11. Specifically, in the M&I Adversary, M&M devoted 316.1 hours, for a total of \$74,600.81, towards, among other things, the analysis of issues, extensive research and review of documents and other case materials, drafting motions and attending hearings and depositions.

## **II. REQUEST FOR COMPENSATION**

12. Pursuant to the decisions of the United States Court of Appeals for the Fifth Circuit in In re First Colonial Corp. of America, 544 F.2d 1291 (5th Cir. 1977); and In re Johnson v. Georgia Highway Express, Inc., 488 F.2d 714 (5th Cir. 1974), the applicant requests that this Court consider the following factors in determining the amount of compensation that is reasonable for the applicant's services in this case.

## **III. TIME AND LABOR REQUIRED**

13. The transcribed time records and details of services rendered by M&M in the M&I Adversary are attached hereto as Exhibit 3. In the M&I Adversary, M&M has devoted 316.1 hours in time in providing services to the Liquidating Trustee between November 1, 2014 through February 28, 2015. Attached as Exhibit 1-A is a Summary of Professional and Paraprofessional Time Total Per Individual for this Period Only and attached as Exhibit 1-B is a Summary of Professional and Paraprofessional Time by Activity Code Category for this Time Period Only. Also

attached as Exhibit 2 is a Summary of Requested Reimbursement of Expenses for this Time Period Only.

14. All professionals of M&M record the time expended in the rendition of professional services for the Liquidating Trustee by recording a detailed description of such professional services rendered.

15. All professionals involved in the rendering of services in this proceeding avoided, to the best of their ability, any unnecessary duplication of work and time expended.

#### **IV. NOVELTY AND DIFFICULTY OF THE ISSUES AND QUESTIONS PRESENTED**

16. M&M in consultation with MR&B, is co-counsel in both the M&I Adversary and the GECC Adversary.

#### **V. SKILL REQUISITE TO PERFORM THE LEGAL SERVICES PROPERLY**

17. M&M submits that the professionals assigned to these cases have the requisite experience, seniority and skills necessary to effectively and efficiently meet the requirements of the tasks required. M&M believes it has demonstrated the requisite, substantial expertise to skillfully provide its services.

#### **VI. PRECLUSION FROM OTHER EMPLOYMENT**

18. Though M&M has devoted time as special co-counsel for the Liquidating Trustee as more fully set forth in Exhibit 3, M&M has not been forced to decline other matters as a result of its accepting this employment.

#### **VII. CUSTOMARY FEE**

19. The hourly rates charged by M&M related to the M&I Adversary have been reduced by 25 % as per the terms of M&M's retention agreement, exclusive of a partial contingency fee. With respect to the GECC Adversary, M&M is compensated purely on a contingency fee basis.

**VIII. TIME LIMITATIONS IMPOSED BY THE CLIENT  
OR THE CIRCUMSTANCES**

20. M&M has not been required to expend considerable time within short periods.

**IX. THE EXPERIENCE, REPUTATION AND ABILITY OF THE PROFESSIONALS**

21. M&M is a well-respected law firm having substantial experience in the type of services required under this engagement. The quality of work performed by M&M in this proceeding attests to the firm's experience, reputation and ability.

22. A copy of Mr. Mandel's resume is attached to the Liquidating Trustee's (I) Motion to Modify Compensation Structure for Meland Russin & Budwick, P.A. as to Two Litigation Matters and (II) Application to Employ David S. Mandel and Mandel & Mandel, LLP, as Special Co-Counsel *Nunc Pro Tunc* to February 17, 2014 [ECF No. 2167], and is incorporated by reference.

**X. THE UNDESIRABILITY OF THE CASE**

23. M&M does not deem these cases to be undesirable and is honored to have been retained by the Liquidating Trustee.

**XI. APPLICABLE LEGAL STANDARD**

24. The amount requested by M&M is reasonable in terms of awards in cases of similar magnitude and complexity. The compensation which M&M is requesting comports with the mandate of the Bankruptcy Code, which directs that services be evaluated in light of comparable services performed in non-bankruptcy cases in the community. The fees requested by M&M in the amount of \$74,600.81 for 316.1 hours of services is entirely appropriate.

25. M&M considers the reasonable value of services rendered to this estate to be not less than \$74,600.81 for services rendered for the Fee Period.

## **XII. ALLOCATION BETWEEN DEBTORS' ESTATES**

26. The Liquidating Trustee requests that 18% of the fee awarded be allocated to Palm Beach Finance Partners, L.P. (“**PBF**”) and 82% of the fee awarded be allocated to Palm Beach Finance II, L.P. (“**PBF II**”). Section 1.76, entitled “Pro Rata Allocation Formula,” of the Second Amended Joint Plan of Liquidation dated September 3, 2010 [ECF No. 245] provides for a *pro rata* allocation formula derived from the Compiled Financial Statements, dated April 30, 2008, for each of the Debtors by Kaufman Rossin & Co. The data contained therein supports an 18%/82% allocation between PBF and PBF II, respectively, based upon the total assets of each entity as of the date of such compilations. Based on the circumstances and since the services provided by M&M were performed on behalf of and benefitted both estates, the Liquidating Trustee believes that this formula is the proper methodology to allocate certain fees and expenses between the two estates and respectfully requests the Court approve the allocation of fees requested in this Application as follows:

<b>Estate / Percentage</b>	<b>Fees</b>	<b>Costs</b>
Palm Beach Finance Partners, L.P. (18%)	\$13,428.15	\$1,455.68
Palm Beach Finance II, L.P. (82%)	\$61,172.66	\$6,631.41
<b>TOTAL FEES AND COSTS:</b>	\$74,600.81	\$8,087.09

**WHEREFORE**, M&M respectfully requests that it be allowed the full compensation and reimbursement of expenses sought under this application. M&M requests this Court to award a total of \$74,600.81 for fees in connection with the M&I Adversary and \$8,087.09 for costs incurred between November 1, 2014 and February 28, 2015, for a total request of \$82,687.90. Further, Applicant requests this Court approve the allocation of fees and expenses between the estates, and for such other and further relief this Court deems just and proper.

**CERTIFICATION**

1. I have been designated by Mandel & Mandel, LLP, (the "Applicant") as the professional with responsibility in these cases for compliance with the current Mandatory Guidelines on Fees and Disbursements For Professionals In The Southern District of Florida Bankruptcy Cases (the "Guidelines").

2. I have read the Applicant's application for compensation and reimbursement of costs (the "Application").

3. To the best of my knowledge, information, and belief formed after reasonable inquiry, the Application complies with the Guidelines.

4. To the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Guidelines, except as specifically noted in this Certificate and described in the Application.

5. Except to the extent that fees or disbursements are prohibited or restricted by the Guidelines, the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by the Applicant and generally accepted by the Applicant's clients.

6. In providing a reimbursable service or disbursement (other than time charged for paraprofessionals and professionals), the Applicant does not make a profit on that service or disbursement (except to the extent that any such profit is included within the permitted allowable amounts set forth in the Guidelines for photocopies and facsimile transmission).

7. In charging for a particular service or disbursement, the Applicant does not include in the amount for which reimbursement is sought the amortization of the cost of any investment, equipment or capital outlay (except to the extent that any such amortization is included within the



permitted allowable amounts set forth herein for photocopies and facsimile transmission).

8. In seeking reimbursement for a service which the Applicant justifiably purchased or contracted for from a third party, the Applicant is requesting reimbursement only for the amount billed to the Applicant by the third-party vendor and paid by the Applicant to such vendor.

9. The trustee, the examiner (if any), the chairperson of each official committee (if any), the debtor, the U.S. Trustee, and their respective counsels, will be mailed, simultaneously with the filing of the Application with the Court, a complete copy of the Application (including all relevant exhibits).

10. The following are the variances with the provisions of the Guidelines, the date of the specific Court approval of such departure, and the justification for the departure: None.

**I HEREBY CERTIFY** that the foregoing is true and correct.

Mandel & Mandel, LLP  
1200 Alfred I. duPont Building  
169 East Flagler Street  
Miami, FL 33131  
T: 305-374-7771  
F: 305-374-7776

By: 

David S. Mandel, Esquire  
Fla. Bar No. 38040  
[dmandel@mandel-law.com](mailto:dmandel@mandel-law.com)



**I HEREBY CERTIFY** that, pursuant to that certain Order Authorizing Professionals Employed by the Liquidating Trustee and Monitor to Provide Notice of their Post Confirmation Fee Applications for Compensation in Summary Form [ECF No. 648], a Notice of Filing, which will include a Certificate of Service for the foregoing, will be filed at a later date.

s/ Michael S. Budwick  
Michael S. Budwick, Esquire  
Fla. Bar No. 938777  
[mbudwick@melandrussin.com](mailto:mbudwick@melandrussin.com)  
MELAND RUSSIN & BUDWICK, P.A.  
3200 Southeast Financial Center  
200 South Biscayne Boulevard  
Miami, Florida 33131  
Telephone: (305) 358-6363  
Telecopy: (305) 358-1221  
Attorneys for the Liquidating Trustee

**EXHIBIT "1-A"****Summary of Professional and Paraprofessional Time  
Total per Individual for this Period Only**

[If this is a final application, and does not cumulate fee details from prior interim applications, then a separate Exhibit 1-A showing cumulative time summary from all applications is attached as well.]

<b>Name</b>	<b>Title</b>	<b>Year Licensed</b>	<b>Total Hours</b>	<b>Hourly Rate</b>	<b>Total Fees</b>
David S. Mandel	Attorney	1986	21.70	\$506.25	\$ 10,985.63
Nina S. Mandel	Attorney	1988	50.90	\$450.00	\$ 22,905.18
Camellia Noriega	Attorney	2013	122.20	\$251.25	\$ 30,702.75
Paul Crespo	Paralegal	N/A	76.80	\$82.50	\$ 6,336.00
Frenki Vidovic	Paralegal	N/A	44.50	\$82.50	\$ 3,671.25
Blended Hourly Rate				\$236.00	
<b>Total Fees</b>			316.10		\$ 74,600.81

**EXHIBIT "1-B"****Summary of Professional and Paraprofessional Time  
by Activity Code Category for this Time Period Only**

<b>Professional Services</b>				
	<b>Name</b>	<b>Rate</b>	<b>Hours</b>	<b>Amount</b>
Attorney	David S. Mandel	\$506.25	21.70	\$ 10,985.63
Attorney	Nina S. Mandel	\$450.00	50.90	\$ 22,905.18
Attorney	Camellia Noriega	\$251.25	122.20	\$ 30,702.75
Paralegal	Paul Crespo	\$82.50	76.80	\$ 6,336.00
Paralegal	Frenki Vidovic	\$82.50	44.50	\$ 3,671.25
<b>CATEGORY TOTALS:</b>			<b>316.10</b>	<b>\$ 74,600.81</b>

EXHIBIT "2"  
Summary of Requested Reimbursement Of Expenses  
for this Time Period Only

[If this is a final application which does not cumulate prior interim applications, a separate summary showing cumulative expenses for all applications is attached as well]

1.	Filing Fees	\$ 0.00
2.	Process Service Fees	\$ 0.00
3.	Witness Fees	\$ 0.00
4.	Court Reporter & Transcripts	\$ 0.00
5.	Lien and Title Searches	\$ 0.00
6.	Photocopies ( in-house copies) ( 11,809 copies @ 15¢)	\$ 1,771.35
7.	Photocopies (outside copies)	\$ 341.09
8.	Postage	\$ 15.33
9.	Overnight Delivery Charges	\$ 0.00
10.	Outside Courier/Messenger Services	\$ 0.00
11a.	Long Distance (a) Telephone Charges	\$ 0.00
11b.	Long Distance (b) Conference Calls	\$ 0.00
12.	Long Distance Fax Transmission @ \$1.00/pg.	\$ 0.00
13.	Computerized Research	\$ 1,413.31
14.	Out of Southern District of Florida Travel A. Transportation : \$3,238.04 B. Lodging : \$982.32 C. Meals: \$226.65	\$ 4,447.01
15.	Other (Not specifically disallowed; must specify and justify): Dropbox account charge to download transcripts and exhibits	\$ 99.00
<b>TOTAL "GROSS" AMOUNT OF REQUESTED DISBURSEMENTS</b>		<b>\$ 8,087.09</b>

**MANDEL & MANDEL LLP**

1200 Alfred I. duPont Building  
 169 East Flagler Street  
 Miami, Florida 33131  
 Telephone: (305) 374-7771  
 Facsimile: (305) 374-7776  
 Tax I.D. # 65-0963493

Barry E. Mukamal, Liquidating Trustee  
 c/o Michael S. Budwick, Esq.  
 Meland, Russin & Budwick  
 200 Southeast Biscayne Boulevard, Suite 3200  
 Miami, FL 33131

Re: **Mukamal v. BMO Harris Bank N.A., Adv. Case No. 11-3015-PGH (Bk. S.D. Fla.)**

For the period ending November 30, 2014

Invoice # 15948

		<u>Hours</u>	<u>Amount</u>
11/3/2014 FV	Review and indexing of 3rd party documents production.	7.50	618.75
DSM	Review of file.	2.00	1,012.50
NSM	research various issues and review draft response (1.5).	1.50	675.00
PC	Confer with team re: status of review of third party documents and create new strategy for review; and review third party documents and update index.	4.50	371.25
CN	Email discussion with NSM attachment of documents to motion to dismiss and review of research (.1); review of case law from previous research (.1)	0.20	50.25
11/4/2014 FV	Review and indexing of 3rd party documents production.	7.00	577.50
PC	<span style="background-color: black; color: black;">[REDACTED]</span> download and organize same (.45); and Continued review third party documents and update index (4.15).	5.00	412.50
DSM	Review of court order regarding summary judgment briefing and review of file.	0.30	151.88
11/5/2014 DSM	Conference with counsel concerning response to motion to dismiss and review of draft; review and analysis of defendant's supplemental authority regarding summary	1.30	658.13

**EXHIBIT 3**

Barry E. Mukamal, Liquidating Trustee

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			<u>Hours</u>	<u>Amount</u>
		judgment motion; review of file.		
11/5/2014	NSM	Work on spoliation argument and review brief.	1.50	675.00
	FV	Review and indexing of 3rd party documents production.	7.50	618.75
	PC	Continued review third party documents and update index.	5.50	453.75
11/6/2014	DSM	Edit response to motion to dismiss.	0.80	405.00
	NSM	Work on discovery issues and response to motion.	1.80	810.00
	FV	Review and indexing of 3rd party documents production.	7.50	618.75
	PC	Continued review third party documents and update index.	3.80	313.50
11/7/2014	FV	Review and indexing of 3rd party documents production.	7.50	618.75
	DSM	Review of file.	0.90	455.63
	PC	Continued review third party documents and update index.	4.50	371.25
	NSM	Review release from Ritchie Capital and related documents (.7); review document summary re confidentiality (.8).	1.50	675.00
11/10/2014	FV	Review and indexing of 3rd party documents production.	7.50	618.75
	NSM	Review Defendant's discovery responses (.3); work on response to motion to dismiss (1.5)	1.80	810.00
	PC	Continued review third party documents and update index.	4.30	354.75
	DSM	Review of defendant's discovery responses.	1.00	506.25
11/11/2014	PC	Continued review third party documents and update index.	4.90	404.25
	CN	Review BMO response to sixth request for admission re spoliation (.3); discussion with NSM re case law to support spoliation based on this response (.4); research similar case law to support spoliation. (6.3).	7.00	1,758.75
11/12/2014	NSM	Correspondence with opposing counsel re discovery issues.	0.50	225.00

Barry E. Mukamal, Liquidating Trustee

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	<u>Hours</u>	<u>Amount</u>
11/13/2014 PC Continued review third party documents and update index.	2.90	239.25
NSM Emails with opposing counsel re discovery issues.	0.50	225.00
11/14/2014 NSM Review proposed order (.5)	0.50	225.00
11/19/2014 NSM Review correspondence re discovery issues.	0.50	225.00
11/21/2014 DSM Review of file.	0.60	303.75
	<hr/>	<hr/>
For professional services rendered	104.10	\$16,438.89
Additional Charges :		
11/30/2014 Computerized research expense.		477.67
Photocopying cost @ 0.15 cents.		464.10
Postage cost.		0.98
Total costs		<hr/> \$942.75
Total amount of this bill		<hr/> \$17,381.64
Previous balance		\$174,569.42
11/11/2014 Payment - thank you. Check No. 11393		(\$64,967.19)
11/11/2014 Payment - thank you. Check No. 11389		(\$14,261.08)
11/24/2014 Payment - thank you. Check No. 11396		(\$17,161.41)
11/24/2014 Payment - thank you. Check No. 11401		(\$78,179.74)
Total payments and adjustments		<hr/> (\$174,569.42)
Balance due		<hr/> <hr/> \$17,381.64

## Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>
David S. Mandel	6.90	506.25
Nina Stillman Mandel	10.10	450.00
Camellia Noriega	7.20	251.25

Barry E. Mukamal, Liquidating Trustee

Page 4

<u>Name</u>	<u>Hours</u>	<u>Rate</u>
Frenki Vidovic	44.50	82.50
Paul Crespo	35.40	82.50

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Tax I.D. # 65-0963493

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 Miami, FL 33131

Re: **Mukamal v. BMO Harris Bank N.A., Adv. Case No. 11-3015-PGH (Bk. S.D. Fla.)**

For the period ending December 31, 2014

Invoice # 15966

		<u>Hours</u>	<u>Amount</u>
12/2/2014	NSM Telephone conference with Z. James re confidentiality release from Ritchie Capital and discovery issues.	0.40	180.00
	DSM Review of file.	0.50	253.13
12/3/2014	NSM Review correspondence from opposing counsel and discuss with Z. James (.5).	0.50	225.00
12/4/2014	NSM Multiple telephone conference with opposing counsel and co-counsel re discovery issues.	0.80	360.00
	DSM Review of file.	0.50	253.13
12/8/2014	NSM Review current and prior correspondence re discovery.	0.50	225.00
	DSM Conference with counsel and review of file.	0.50	253.13
12/9/2014	NSM Telephone conference with Z. James and P. Crespo re document production and metadata issues; review documents re same.	0.80	360.00
12/11/2014	NSM Telephone conference with counsel for Doug Kelley re document production; conference with Z. James re discovery.	1.00	450.00

Barry E. Mukamal, Liquidating Trustee

Page 2

	<u>Hours</u>	<u>Amount</u>
12/12/2014 DSM [REDACTED] (allocated 50% to this matter).	0.70	354.38
12/21/2014 DSM Review of file.	0.50	253.13
12/29/2014 DSM Email correspondence with counsel.	0.30	151.88
	<hr/>	<hr/>
For professional services rendered	7.00	\$3,318.78
Additional Charges :		
12/9/2014 Taxi expense to Miami International Airport and from Chicago O'Hare airport to hotel. (Paul Feehan deposition).		105.00
12/10/2014 Meal expenses.		18.29
12/11/2014 Taxi expense from hotel to Chicago O'Hare airport and from Miami International Airport to home. (Paul Feehan deposition).		105.00
12/12/2014 Hotel expense for the December 10th and 11th deposition of Paul Feehan in Chicago.		954.32
12/30/2014 Airline travel expense roundtrip from Miami to Chicago for counsel DSM and NSM re: January 7th deposition of Catherine Midkiff.		1,882.40
12/31/2014 Computerized research expense.		469.48
Postage cost.		14.35
Photocopying cost @ 0.15 cents.		384.00
Total costs		<hr/> \$3,932.84
Total amount of this bill		<hr/> \$7,251.62
Previous balance		\$17,381.64
1/15/2015 Payment - thank you. Check No. 11417		(\$3,128.70)
1/15/2015 Payment - thank you. Check No. 11421		(\$14,252.94)
Total payments and adjustments		<hr/> (\$17,381.64)



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 Miami, FL 33131

Re: **Mukamal v. BMO Harris Bank N.A., Adv. Case No. 11-3015-PGH (Bk. S.D. Fla.)**

For the period ending January 31, 2015

Invoice # 15981

		<u>Hours</u>	<u>Amount</u>
1/2/2015 DSM	Email correspondence with counsel regarding various matters and review of file.	0.90	455.63
1/7/2015 PC	Review new production from Defendant and prepare index.	6.00	495.00
1/8/2015 NSM	Telephone conference with Z. James in preparation for discovery hearing next week; conference call with opposing counsel re same; review and organize documents.	2.20	990.00
PC	Continued review new production from Defendant and prepare index.	5.40	445.50
1/9/2015 PC	Continued review new production from Defendant and prepare index.	4.30	354.75
1/12/2015 NSM	Review file to prepare for hearing (1.2); Prepare inventory of documents per M&I employee (2.); t/c Z. James (.3).	3.50	1,575.00
PC	Confer with counsel re: hearing preparation (.30); and perform database searches for various bank employees and review selected documents (3.30).	4.00	330.00

Barry E. Mukamal, Liquidating Trustee

		<u>Hours</u>	<u>Amount</u>
1/13/2015	NSM	6.00	2,700.00
	PC	2.50	206.25
1/14/2015	NSM	0.80	360.00
1/15/2015	DSM	0.50	253.13
	CN	5.80	1,457.25
	NSM	0.20	90.00
1/16/2015	DSM	0.30	151.88
	NSM	2.00	900.00
	CN	5.50	1,381.88
1/20/2015	CN	5.30	1,331.63
	DSM	0.70	354.38
	NSM	1.00	450.00

Barry E. Mukamal, Liquidating Trustee

		<u>Hours</u>	<u>Amount</u>
1/21/2015	CN	7.20	1,809.00
1/22/2015	DSM	0.80	405.00
	CN	6.50	1,633.13
	NSM	0.20	90.00
1/23/2015	CN	5.00	1,256.25
1/26/2015	DSM	0.50	253.13
	NSM	1.80	810.00
	CN	5.80	1,457.25
1/27/2015	NSM	1.30	585.00
	DSM	0.40	202.50
	CN	6.80	1,708.50
1/28/2015	CN	7.30	1,834.13

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Barry E. Mukamal, Liquidating Trustee

		<u>Hours</u>	<u>Amount</u>
1/29/2015	CN Finalize incorporation of hand-written edits into new draft of response to motion to dismiss (6.8); discussion with NSM re comments and additional edits and items for discussion (.5).	7.30	1,834.13
	DSM Conference with counsel regarding response to motion to dismiss and review of related materials.	1.70	860.63
	NSM Review CN's edits to response to motion to dismiss; review motion to dismiss; conference re same.	1.80	810.00
1/30/2015	CN Continue edits and revisions to draft response.	6.90	1,733.63
	For professional services rendered	<u>118.20</u>	<u>\$31,564.56</u>
	Previous balance		\$7,251.62
	Balance due		<u><u>\$38,816.18</u></u>

## Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>
David S. Mandel	5.80	506.25
Nina Stillman Mandel	20.80	450.00
Camellia Noriega	69.40	251.25
Paul Crespo	22.20	82.50

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 c/o Michael S. Budwick, Esq.  
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 200 South Biscayne Boulevard, Suite 3200  
 Miami, FL 33131

Re: **Mukamal v. General Electric Capital Corporation, Adv. Case No. 12-1979-PGH (Bk. S.D. Fla).**

For the period ending January 31, 2015

Invoice # 15980

Additional Charges :

	<u>Amount</u>
1/8/2015 Taxi expense from Chicago O'Hare to hotel and hotel to airport. (re Catherine Midkiff deposition)	142.00
Meal expense for counsel re: deposing witness Catherine Midkiff on January 7, 2015.	208.36
Hotel internet charges. (required for preparation re deposition).	28.00
Parking at Miami International airport. (re Catherine Midkiff deposition in Chicago).	34.00
1/15/2015 Round trip airline travel expense from Miami to New York for counsel DSM and NSM re: February 3rd deposition of James Ungari.	960.64
1/21/2015 Outside copying cost for documents required for Ungari deposition.	273.44
1/29/2015 Parking costs at Miami Courthouse garage. (due to Oral Argument of 1/29/15).	9.00
1/30/2015 Outside copying cost for Ungari deposition preparation.	67.65
1/31/2015 Dropbox account charge. (to download transcripts and exhibits).	99.00
Photocopying cost @ 0.15 cents.	499.80



Barry E. Mukamal, Liquidating Trustee

Page 2

	<u>Amount</u>
Total costs	\$2,321.89
	<hr/>
Balance due	<u>\$2,321.89</u>

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Re: **Mukamal v. BMO Harris Bank N.A., Adv. Case No. 11-3015-PGH (Bk. S.D. Fla.)**

For the period ending February 28, 2015

Invoice # 15986

		<u>Hours</u>	<u>Amount</u>
2/2/2015	CN	9.50	2,386.88
	Continue edits to draft response to motion to dismiss focusing on [REDACTED] sections (9.0); research additional case law for Minnesota [REDACTED] claim (.5).		
	DSM	0.30	151.88
	Review of document received from co-counsel.		
2/3/2015	NSM	3.50	1,575.00
	Work on response to [REDACTED] review draft discovery order; emails with counsel.		
	CN	5.50	1,381.88
	Continue edits to draft response to motion to dismiss focusing on [REDACTED] sections (5.0); discussion with NSM re issues to address (.5).		
	DSM	0.30	151.88
	Review and analysis of joint ex parte motion to extend deadlines.		
2/4/2015	NSM	2.50	1,125.00
	Work on response to MTD; legal research re same.		
	DSM	1.80	911.25
	Review, analysis and editing of response to motion to dismiss.		
2/5/2015	CN	2.20	552.75
	Research Minnesota law on [REDACTED]		

Barry E. Mukamal, Liquidating Trustee

Page 2

		<u>Hours</u>	<u>Amount</u>
2/5/2015	NSM Work on response to Motion to dismiss.	2.00	900.00
2/6/2015	CN Continue research on [REDACTED] updated case law for response to motion to dismiss.	1.90	477.38
	DSM Receipt and review email from opposing counsel.	0.30	151.88
2/9/2015	CN Research [REDACTED] issue and review recent draft response to motion to dismiss.	2.90	728.63
	NSM Review and edit response to motion to dismiss.	1.30	585.00
2/10/2015	CN Review current version of the response to motion to dismiss (.5); review amended complaint for specific actions to highlight for [REDACTED] (.8); discussion with NSM re elements to highlight for purposes of [REDACTED] (.5).	1.80	452.25
	NSM Conference with C. Noriega re various issues re response to MTD.	0.50	225.00
2/11/2015	CN Discussion with NSM re arguments for response to motion to dismiss and discussion of [REDACTED] case (.5); review [REDACTED] briefs and possible support for briefs (2.8); review [REDACTED] issue for [REDACTED] and [REDACTED] (.5).	3.80	954.75
	NSM Conference with C. Noriega re various legal issues.	0.50	225.00
2/12/2015	CN Research cases to support specific propositions in [REDACTED] and [REDACTED] (3.0); research cases that use same factual allegations for different [REDACTED] (2.3); discussion with NSM re edits to response to motion (.2); review latest version of response to motion to dismiss (.6)	6.30	1,582.88
	PC Review documents produced by Defendant and add notes in the database.	3.00	247.50
	NSM Conf with counsel re motion to dismiss and related legal issues, and review relevant caselaw.	1.00	450.00
	DSM Receipt and review email to opposing counsel; review draft response(1.25).	1.50	759.38

Barry E. Mukamal, Liquidating Trustee

Page 3

		<u>Hours</u>	<u>Amount</u>
2/13/2015	PC	Review documents produced by Defendant and add notes in the database.	2.50 206.25
	CN	Continue research [REDACTED] element in [REDACTED] (3.1); discussion with NSM re citations in draft response to SAC and issues with response (.5); review of recent draft to motion to dismiss (.7).	4.30 1,080.38
	NSM	conference re responsive brief.	0.50 225.00
2/15/2015	NSM	Revise and edit response to motion to dismiss.	1.50 675.00
2/16/2015	DSM	Email correspondence with counsel regarding [REDACTED] issues.	0.30 151.88
2/17/2015	CN	Review research on [REDACTED] privilege (.2); research whether any recent case law re [REDACTED] (.2); discussion with NSM re SAR's privilege (.1); conference call with NSM and Z. James re Bank's assertion [REDACTED] (.6).	1.10 276.38
	NSM	Telephone conference with team re [REDACTED] and review of related documents.	1.00 450.00
2/18/2015	PC	Review documents produced by Defendant and add notes in the database.	2.30 189.75
2/19/2015	PC	Review documents produced by Defendant and add notes in the database.	1.50 123.75
2/23/2015	PC	Review documents produced by Defendant and add notes in the database.	2.00 165.00
2/24/2015	PC	Review documents produced by Defendant and add notes in the database.	2.00 165.00
2/25/2015	PC	Review documents produced by Defendant and add notes in the database.	3.90 321.75
	NSM	Review correspondence from counsel (.2); conference re document production (.3).	0.50 225.00
	DSM	Email correspondence with opposing counsel.	0.30 151.88

Barry E. Mukamial, Liquidating Trustee

Page 4

		<u>Hours</u>	<u>Amount</u>
2/26/2015	CN Review [REDACTED] re [REDACTED] and discussion with NSM re [REDACTED] (.3); research possible [REDACTED] (6.)	6.30	1,582.88
	PC Review documents produced by Defendant and add notes in the database.	2.00	165.00
	NSM Review file re various evidentiary issues.	0.50	225.00
	DSM Review of file.	0.90	455.63
2/27/2015	NSM Review correspondence and documents from opposing counsel re discovery issues.	0.70	315.00
	DSM Review of file.	0.30	151.88
	For professional services rendered	<u>86.80</u>	<u>\$23,278.58</u>
	Additional Charges :		
2/28/2015	Computerized research expense.		218.51
	Photocopying cost @ 0.15 cents.		158.85
	Total costs		<u>\$377.36</u>
	Total amount of this bill		<u>\$23,655.94</u>
	Previous balance		\$38,816.18
2/25/2015	Payment - thank you. Check No. 11436		(\$1,305.29)
2/25/2015	Payment - thank you. Check No. 11439		(\$5,946.33)
3/19/2015	Payment - thank you. Check No. 11442-443		(\$31,564.56)
	Total payments and adjustments		<u>(\$38,816.18)</u>
	Balance due		<u><u>\$23,655.94</u></u>

Barry E. Mukamal, Liquidating Trustee

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## Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>
David S. Mandel	6.00	506.25
Nina Stillman Mandel	16.00	450.00
Camellia Noriega	45.60	251.25
Paul Crespo	19.20	82.50

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Re: **Mukamal v. General Electric Capital Corporation, Adv. Case No. 12-1979-PGH (Bk. S.D. Fla).**

For the period ending February 28, 2015

Invoice # 15987

Additional Charges :

	<u>Amount</u>
2/28/2015 Computerized research expense.	247.65
Photocopying cost @ 0.15 cents.	264.60
Total costs	<u>\$512.25</u>
Previous balance	\$2,321.89
3/19/2015 Payment - thank you. Check No. 11442-443	<u>(\$2,321.89)</u>
Total payments and adjustments	(\$2,321.89)
Balance due	<u><u>\$512.25</u></u>