| 1<br>2<br>3<br>4<br>5 | LESLEY ANNE HAWES (117101) DIAMOND McCARTHY LLP 150 California Street, Suite 2200 San Francisco, CA 94111 Phone: (415) 692-5200 Email: lhawes@diamondmccarthy.com Counsel for Receiver, Kathy Bazoian Phelps |  |
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| 7                     |  |  |
| 8                     | UNITED STATES  | DISTRICT COURT   |
| 9                     | NORTHERN DISTR   | ICT OF CALIFORNIA  |
| 10                    | SAN FRANCI   | SCO DIVISION   |
| 11                    |  |  |
| 12                    | SECURITIES AND EXCHANGE COMMISSION,  | Case No. 3:16-cv-01386-EMC   |
| 13                    | Plaintiff,   | DECLARATION OF LESLEY ANNE<br>HAWES IN SUPPORT OF FIRST INTERIN  |
| 14                    | v.   | ADMINISTRATIVE MOTION FOR AN ORDER PURSUANT TO LOCAL RULE 7-   |
| 15<br>16<br>17        | JOHN V. BIVONA; SADDLE RIVER<br>ADVISORS, LLC; SRA<br>MANAGEMENT ASSOCIATES,<br>LLC; FRANK GREGORY<br>MAZZOLA,   | FOR THE APPROVAL OF FEES AND EXPENSES FOR THE SUCCESOR RECEIVER AND COUNSEL FROM THE INCEPTION OF THE SUCCESSOR RECEIVER'S ACTIVITIES THROUGH MARCH 31, 2019 |
| 18                    | Defendants, and  |  |
| 19<br>20<br>21<br>22  | SRA I LLC; SRA II LLC; SRA III<br>LLC; FELIX INVESTMENTS, LLC;<br>MICHELE J. MAZZOLA; ANNE<br>BIVONA; CLEAR SAILING GROUP<br>IV LLC; CLEAR SAILING GROUP V<br>LLC,   | Date: No Hearing Set Time: No Hearing Set Judge: Edward M. Chen  |
| 23                    | Relief Defendants.   |  |
| 24                    |  |  |
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|                       | DEGLARATION OF L. HAWES IN SUBDORT O   | DE EIDST INTEDIM ADMINISTRATIVE MOTION   |

#### I, Lesley Anne Hawes, declare:

- 1. I am an attorney duly licensed to practice in the State of California and a partner at the firm of Diamond McCarthy LLP ("Diamond McCarthy"), counsel of record for the Receiver in this case. I have personal knowledge of the matters set forth below and if called as a witness, I would and could testify competently to the matters stated herein.
- 2. This declaration is made in support of the First Interim Administrative Motion for an Order Pursuant to Local Rule 7-11 for the Approval of Fees and Expenses for the Successor Receiver and Counsel from the Inception of the Successor Receiver's Activities Through March 31, 2019 ("Motion").
- 3. On March 20, 2019, the Court entered an authorizing the Receiver to employ Diamond McCarthy as the Receiver's general counsel retroactively to February 1, 2019 ("DM Employment Order"). Pursuant to said order, I am the attorney principally responsible for representing the Receiver. I directly supervised the professionals and staff of Diamond McCarthy with respect to this representation.
- 4. Attached as Exhibit "A" hereto are true and correct copies of billing statements itemizing case administration services provided by Diamond McCarthy and costs incurred in connection with representing the Receiver from February 1, 2019 to March 31, 2019. During this period, Diamond McCarthy performed 42.80 hours of case administration services for total fees of \$16,802.80 and incurred costs in the amount of \$524.67.
- 5. In the interests of the estate and pursuant to the DM Employment Order, I have reduced my hourly rate from \$595.00 to \$425.00. Additionally, the hourly rates of paralegals have also been discounted. Diamond McCarthy has agreed to a 20% holdback of the allowed fees.
- 6. As the receivership was pending for almost three years prior to the Receiver's appointment and Diamond McCarthy's employment, I have worked efficiently and economically to familiarize myself with the background of this case, the key participants in this case, the assets of the estate, and to analyze required actions going forward.
- 7. Immediately upon Diamond McCarthy's employment, I determined the districts in which 28 U.S.C. § 754 notices were to be filed. I, with the assistance of the paralegals at my firm,

prepared the section 754 filings, ensuring compliance with applicable procedures and rules for each court. Diamond McCarthy spoke with clerks of the court regarding the filings. I also analyzed the proposed order appointing the Receiver and provided comments on the same.

- 8. After February 1, 2019 and before the Receiver's appointment, I was contacted by counsel for the SRA Investor Group regarding a number of issues of concern regarding the estate. I subsequently participated in a conference call with the Receiver and the SRA Investor Group counsel to obtain more details regarding their issues and concerns and to address specific inquiries they had regarding the stipulation with EAC and other estate matters. I have reviewed materials regarding the claims of the two judgment creditors Progresso Ventures LLC and Global Generation, issues raised by Telesoft Capital LLC, the Revised Distribution Plan, and issues concerning the potential EAC settlement and provisions of the proposed plan addressing the Solis Funds. I also analyzed materials filed by the SRA Funds Investor Group pertaining to the Revised Distribution Plan and provided my comments to the Receiver.
- 9. In order for the smooth transfer of information from the former receiver and his counsel, I analyzed transition issues, prepared a strategy for the review of files and records sent by former counsel, and determined what further information was needed. I reviewed materials provided, including materials on prior disputes, the claims process, investments, bank accounts, shares, and stock certificates. I also analyzed monitor and receiver filings, orders, pleadings, and other materials from the case relevant to the estate's assets.
- 10. I reviewed the bankruptcy docket and relevant pleadings in the bankruptcy filed by the principal of the defendant entities John V. Bivona and confirmed relevant deadlines, including in particular the deadline to object to the discharge or dischageability of debts coming up in June 2019.
- 11. With respect to the estate's primary asset, shareholdings, I evaluated documents and reports regarding shares, and determined what further information was needed. I reviewed and matched information from receiver reports, claims progress reports, stock certificates, and available copies of forward contracts and notices in order to confirm the location and holdings of the shares. I conducted an accounting of shares and created spreadsheets on the same to determine the

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additional confirmations needed from third parties, where the Receiver needs additional documentation or information to confirm the figures for the estate's shares and interests. The Receiver expects to provide a report to the Court and investors at a later date on this and other matters.

- 12. I evaluated issues pertaining to Solis Funds, including addressing stock deficits and excesses in holdings relevant to the proposed revised distribution plan.
- 13. Given that the Receiver determined that, in order to perform her duties she required the assistance of Diamond McCarthy, an accountant, and a claims agent, I drafted the combined employment Motion for all three parties and prepared supporting declarations.
- 14. I have read the Motion and the billing statements attached to this declaration. To the best of my knowledge, information and belief formed after reasonable inquiry, all the fees and expenses requested in the attached billing statements are true and correct and the Motion complies with the Billing Instructions for Receivers in Civil Actions Commenced by the U.S. Securities and Exchange Commission.
- 15. The fees that Diamond McCarthy has charged are reasonable, necessary, and commensurate with the skill and experience required for the activity performed. Diamond McCarthy's services and time expenditures are reasonable in light of the labor required for the matters for which Diamond McCarthy was retained and the balancing act that must be performed to efficiently and effectively represent the Receiver. Diamond McCarthy respectfully submits that it has not expended time unnecessarily and that it has rendered efficient and effective services.
- 16. In seeking reimbursement of services for which Diamond McCarthy purchased or contracted for from a third party, it has only requested reimbursement for the amount billed by the third party vendor and paid to the vendor. Diamond McCarthy has not included in the amount for which reimbursement is sought the amortization of the cost of any investment, equipment, or capital outlay.

## Case 3:16-cv-01386-EMC Document 484 Filed 05/28/19 Page 5 of 15

| 1  |  |
|----|--|
| 1  | I declare under penalty of perjury that the foregoing is true and correct. Executed on the |
| 2  | ay of April 2019 at San Francisco, California.   |
| 3  |  |
| 4  | Jesley Anna Hawas  |
| 5  | Lesley Anne Hawes  |
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# **EXHIBIT A**

to Declaration of Lesley Anne Hawes

#### 150 California St., Suite 2200 San Francisco, CA 94111

Fed. Tax I.D.

Kathy Bazoian Phelps, Receiver Diamond McCarthy LLP 1999 Avenue of The Stars Suite 100 Los Angeles, CA 90067 Invoice 32509 April 4, 2019

ID: 2622-00011 - KBP Re: Case Administration

See orig. agrmnt rates assigned, all others at 20% disc standard rates!

For Services Rendered Through 3/31/2019

Current Fees

16,802.80

Current Disbursements

524.67

Total Current Charges

17,327.47

**Total Due** 

17,327.47

| Kathy Bazoian Phelps, Receiver | April 4, 2019 |
|--------------------------------|---------------|
| I.D. 2622-00011 - KBP          | Invoice 32509 |
| Re: Case Administration        | Page 2        |

|                     |           | Fee Recap |       |           |           |
|---------------------|-----------|-----------|-------|-----------|-----------|
|                     |           |           | Hours | Rate/Hour | Amount    |
| Lesley A. Hawes     | Partner   |           | 37.00 | 425.00    | 15,725.00 |
| Catherine A. Burrow | Paralegal |           | 3.00  | 195.00    | 585.00    |
| Tasia H. Pavalis    | Paralegal |           | 0.40  | 176.00    | 70.40     |
| Rita R. Fix         | Paralegal |           | 2.40  | 176.00    | 422.40    |
|                     |           | Totals    | 42.80 |           | 16,802.80 |

|              | Fees  |       |        | Parallel M |
|--------------|---|-------|--------|------------|
| Date Atty    | Description   | Hours | Rate   | Amount     |
| 02/04/19 LAH | filings needed and prepare instructions regarding certified copies of pleadings, district court filings in other districts to be made.              | 0.30  | 425.00 | 127.50     |
| 02/04/19 RRF | Retrieve pleading from docket and order certified copies for receivership filing (.5); review of the court filing requirements on 754 filings (.8). | 1.30  | 176.00 | 228.80     |
| 02/05/19 LAH | Analyze filings for receivership defendants and receivership entities for scope of receivership and anticipated section 754 filings.                | 0.20  | 425.00 | 85.00      |
| 02/05/19 LAH | Review/revise draft form of notice of filing of 754 filing documents.   | 0.10  | 425.00 | 42.50      |
| 02/05/19 LAH | Address procedures for filing 754 notices in different courts.  | 0.10  | 425.00 | 42.50      |
| 02/05/19 RRF | Initiate preparation of draft notices of receivership to be filed in seven districts.   | 0.50  | 176.00 | 88.00      |
| 02/06/19 LAH | Review and revise form of cover letter to clerk of court for filing notice of receivership.   | 0.10  | 425.00 | 42.50      |
| 02/07/19 LAH | Analyze status of proposed appointment order and distribution plan, and briefly review proposed order and plan with comments.                       | 0.30  | 425.00 | 127.50     |
| 02/07/19 LAH |   | 0.10  | 425.00 | 42.50      |
| 02/08/19 LAH |   | 0.80  | 425.00 | 340.00     |
| 02/08/19 CAB | Prepare Section 754 notices and cover letters to comply with various federal jurisdiction requirements and forward to L. Hawes.                     | 2.50  | 195.00 | 487.50     |
| 02/11/19 LAH |   | 0.10  | 425.00 | 42.50      |
| 02/15/19 LAH | Review revised draft receivership order, prepare comments regarding same and proposed revisions.  | 0.30  | 425.00 | 127.50     |
| 02/19/19 LAH | Call from Pritzker and Levine regarding receivership, implementation of plan, and addressing EAC settlement over shares of stock.                   | 0.40  | 425.00 | 170.00     |
| 02/19/19 LAH | Address call from investor group counsel, issues raised and new filings.  | 0.20  | 425.00 | 85.00      |
| 02/19/19 LAH | Follow up on EAC issues and setting call with investor group  | 0.10  | 425.00 | 42.50      |

| Kathy Ba<br>I.D. 2622 |       | Phelps, Receiver<br>- KBP  |       |        | April 4, 2019<br>voice 32509 |
|-----------------------|-------|--|-------|--------|------------------------------|
| Re: Case              | Admir | istration  |       |        | Page 3                       |
| Date                  | Atty  | Description  | Hours | Rate   | Amount                       |
| 02/20/19              | LAH   | counsel.  Exchange emails with J. Levine and E. Pritzker regarding scheduling call with Receiver to address EAC issues.  | 0.10  | 425.00 | 42.50                        |
| 02/20/19              | LAH   | Review EAC information for conference call and other case materials.   | 0.10  | 425.00 | 42.50                        |
| 02/20/19              | LAH   | Participate in telephone conference call with E. Pritzker and J. Levine and K. Phelps as receiver to address multiple issues concerning case and receivership and identify issues for upcoming case management conference.                       | 1.30  | 425.00 | 552.50                       |
| 02/20/19              | LAH   | Review order addressing findings of co-mingling of receivership entity assets and other matters relevant to receivership.  | 0.10  | 425.00 | 42.50                        |
| 02/22/19              | LAH   | Review supplemental joint statement for case management conference.  | 0.20  | 425.00 | 85.00                        |
| 02/22/19              | LAH   | Review receiver appointment order and scope per the final stipulated injunction ton confirm scope of receivership entities.  | 0.20  | 425.00 | 85.00                        |
| 02/22/19              | LAH   | Briefly analyze filing by investor group.  | 0.10  | 425.00 | 42.50                        |
| 02/24/19              | LAH   | Analyze materials filed by investor group and investor plan with redline, and review issues list and provide additional comments and issues regarding same.  | 1.10  | 425.00 | 467.50                       |
| 02/26/19              | LAH   | Review and provide comments on initial website information.  | 0.20  | 425.00 | 85.00                        |
| 02/28/19              | LAH   | Address multiple issues on filing of notices of receivership under section 754 in 8 districts, updating letters, obtaining certified copies of order, and court filing requirements, and copies of prior receiver 754 filings in four districts. | 0.30  | 425.00 | 127.50                       |
| 02/28/19              | CAB   | Telephone conference with L. Hawes regarding information to be obtained from Delaware clerk regarding 754 filings.   | 0.20  | 195.00 | 39.00                        |
| 02/28/19              | RRF   | Revise notice of receivership documents to be filed by physical copy and contact clerks regarding filing procedures in foreign districts.  | 0.60  | 176.00 | 105.60                       |
| 03/01/19              | CAB   | Extended telephone conference with Delaware clerk to obtain information requested by L. Hawes regarding 754 filings; email to L. Hawes forwarding information obtained.  | 0.30  | 195.00 | 58.50                        |
| 03/01/19              | LAH   | Address list of issues for eight 754 filings to complete same.   | 0.40  | 425.00 | 170.00                       |
| 03/03/19              | LAH   | Review available information on assets for broad noticing of federal and state taxing agencies based on potential asset locations and 754 filings.   | 0.40  | 425.00 | 170.00                       |
| 03/03/19              | LAH   | Review sources of information to augment creditor mailing list for taxing agencies for comprehensive notice.   | 0.30  | 425.00 | 127.50                       |
| 03/04/19              | THP   | Review L. Hawes email; research recent chapter 11 bankruptcy cases filed in NJ and Delaware and review dockets for affidavits of service; forward findings to L. Hawes.  | 0.40  | 176.00 | 70.40                        |
| 03/04/19              | LAH   | Prepare civil cover sheet for Central District 754 filing.   | 0.10  | 425.00 | 42.50                        |
| 03/04/19              |       | Prepare cover letter for Middle District of Florida 754 filing.  | 0.10  | 425.00 | 42.50                        |
| 03/04/19              | LAH   | Review Central District California filing of 754 notice and  | 0.20  | 425.00 | 85.00                        |

| Kathy Ba<br>I.D. 2622<br>Re: Case | 2-00011 |  |       |        | April 4, 2019<br>voice 32509<br>Page 4 |
|-----------------------------------|---------|--|-------|--------|--|
| Date                              | Atty    | Description  | Hours | Rate   | Amount                                 |
| Date                              | Ally    | exhibits/certified copies, exhibit page numbering required under local rules.  |       | 30.00  |  |
| 03/04/19                          | LAH     | Prepare information and instructions for additional notice addresses for taxing agencies to be located in states for 754 filing.   | 0.30  | 425.00 | 127.50                                 |
| 03/04/19                          | LAH     | Review master mailing list and taxing authorities previously served<br>and compare to additional information obtained on taxing agencies<br>to notice.   | 0.20  | 425.00 | 85.00                                  |
| 03/04/19                          | LAH     | Update pleadings for 754 filings in Eastern District of New York and Southern District of New York.  | 0.20  | 425.00 | 85.00                                  |
| 03/04/19                          | LAH     | Review information on boxes of material from former receiver, indices to be provided and access to materials needed.   | 0.10  | 425.00 | 42.50                                  |
| 03/05/19                          | LAH     | Obtain information needed for 754 filings in New York.   | 0.10  | 425.00 | 42.50                                  |
| 03/05/19                          | LAH     | Address filing issues on 754 notices.  | 0.20  | 425.00 | 85.00                                  |
| 03/05/19                          | LAH     | Review indices for 70 boxes of files, prepare preliminary strategies for review of files and storage options.  | 0.30  | 425.00 | 127.50                                 |
| 03/05/19                          | LAH     | Review information from former receiver on transition and order on Bivona computer image confidentiality.  | 0.20  | 425.00 | 85.00                                  |
| 03/05/19                          | LAH     | Begin reviewing pleadings and docket from case.  | 0.40  | 425.00 | 170.00                                 |
| 03/05/19                          | LAH     | Briefly review final filings and papers for 9 section 754 filings.   | 0.30  | 425.00 | 127.50                                 |
| 03/05/19                          | LAH     | Review preliminarily information on employment application to be filed and professionals covered by application.   | 0.10  | 425.00 | 42.50                                  |
| 03/06/19                          | LAH     | Return call from clerk, district court in New Jersey, regarding 754 filing.  | 0.10  | 425.00 | 42.50                                  |
| 03/06/19                          | LAH     | Analyze motion and administrative motion rule for motion compliance (.1); complete and revise/edit draft administrative motion for employment of counsel, Grobstein accounting firm and Stretto as claims administrator including in light of 5-page limit (7); prepare supporting declarations of K. Phelps and L. Hawes and portion of Grobstein declaration (.8). | 1.60  | 425.00 | 680.00                                 |
| 03/06/19                          | LAH     | Review firm and biographical materials on Grobstein accountants for employment motion (.2).  | 0.20  | 425.00 | 85.00                                  |
| 03/06/19                          | LAH     | Review rate sheets for Grobstein and Stretto for employment motion.  | 0.10  | 425.00 | 42.50                                  |
| 03/06/19                          | LAH     | Review multiple transition issues including physical boxes and custody of same, original stock certificates to be turned over.   | 0.20  | 425.00 | 85.00                                  |
| 03/07/19                          | LAH     | Follow up on and review filings in other districts.  | 0.10  | 425.00 | 42.50                                  |
| 03/08/19                          | LAH     | Revise and finalize employment motion and exhibits for Receiver's submission to counsel for interested parties to meet and confer in advance of filing.  | 0.30  | 425.00 | 127.50                                 |
| 03/08/19                          | LAH     | Follow up on 754 filings accounted for and 2 not yet available on line.  | 0.10  | 425.00 | 42.50                                  |
| 03/08/19                          | LAH     | Prepare duplicate filing cover letter and review material and prepare instructions for back-up New Jersey filing.  | 0.40  | 425.00 | 170.00                                 |
| 03/08/19                          | LAH     | Review receiver information available on prior disputes and  | 1.10  | 425.00 | 467.50                                 |

| Kathy Ba<br>I.D. 2622 |      | Phelps, Receiver<br>- KRP  |       |        | April 4, 201<br>voice 3250 |
|-----------------------|------|--|-------|--------|----------------------------|
| Re: Case              |      |  |       |        | Page                       |
| Date                  | Atty | Description  | Hours | Rate   | Amount                     |
|                       |      | reports, information for claims process and other material to gather to review.  |       |        |                            |
| 03/08/19              | LAH  | Conduct brief preliminary review of physical files received from former receiver's office, status of additional material anticipated to be provided.   | 0.30  | 425.00 | 127.50                     |
| 03/11/19              | LAH  | Review boxes of materials sent from Sherwood, including information on investments, responses confirming share amounts and holdings, bank account information, original 1099B tax forms among other documents, and electronic material on CDs. | 1.40  | 425.00 | 595.00                     |
| 03/11/19              | LAH  | Analyze issues on Solis fund and receiver's management of same, share deficit and proposal to use excess Solis shares for deficit for estate shares.   | 0.20  | 425.00 | 85.00                      |
| 03/12/19              | LAH  | Follow up on Georgia filings received and status of response from New Jersey.  | 0.10  | 425.00 | 42.50                      |
| 03/12/19              | LAH  | Confirm deadlines on late filed claims and other deadlines upcoming on fee motions, reports and other receiver filings.  | 0.20  | 425.00 | 85.00                      |
| 03/12/19              | LAH  | Review original stock certificates turned over by Sherwood and secure placement.   | 0.20  | 425.00 | 85.0                       |
| 03/12/19              | LAH  | Review monitor filings and receiver filings for material information<br>relevant to estate assets, distribution plan, and implementation of<br>the plan.   | 1.20  | 425.00 | 510.0                      |
| 03/12/19              | LAH  | Review information on Bivona bankruptcy, claim filed by receiver, and deadline for objecting to discharge and dischargeability of debt to be confirmed.  | 0.30  | 425.00 | 127.5                      |
| 03/13/19              | LAH  | Review bankruptcy docket for Bivona action, confirm deadline extended for objections to discharge and dischargeability of debts to June 28, 2019.  | 0.20  | 425.00 | 85.0                       |
| 03/13/19              | LAH  | Review former receiver's proof of claim and bankruptcy issues.   | 0.10  | 425.00 | 42.5                       |
| 03/13/19              | LAH  | Call from New Jersey district court clerk with miscellaneous civil action number.  | 0.10  | 425.00 | 42.5                       |
| 03/13/19              | LAH  | Review and provide guidance on tax forms, content and attachments.   | 0.20  | 425.00 | 85.0                       |
| 03/13/19              | LAH  | Address issues on bank accounts, alternatives for holding funds and prior mutual fund investments.   | 0.10  | 425.00 | 42.5                       |
| 03/13/19              | LAH  | Continue reviewing pleadings and other materials for case and issues to follow up on for receivership and information on shares and assets held by estate.   | 1.10  | 425.00 | 467.5                      |
| 03/14/19              | LAH  | Analyze additional essential pleadings, reports, prior orders and evidence on shares and assets of the estate.   | 3.10  | 425.00 | 1,317.5                    |
| 03/15/19              | LAH  | Address materials related to shareholdings of estate, location of shares and reconciliations.  | 0.20  | 425.00 | 85.0                       |
| 03/17/19              | LAH  | Review materials, location of stocks and holdings.   | 0.30  | 425.00 | 127.5                      |
| 03/18/19              |      | Continue reviewing documents on shareholdings of estate.   | 0.10  | 425.00 | 42.5                       |
| 03/18/19              | LAH  | Review and match information from receiver's reports, receiver's   | 3.10  | 425.00 | 1,317.5                    |

|                       |       | Phelps, Receiver  |       |        | April 4, 2019<br>voice 32509 |
|-----------------------|-------|---|-------|--------|------------------------------|
| I.D. 2622<br>Re: Case |       |   |       | 111    | Page 6                       |
| Date                  | Atty  | Description   | Hours | Rate   | Amount                       |
| Date                  | Titty | claims progress report, stock certificates received, and available copies of forward contracts, and notices and documents from AST and Wells Fargo Advisors to confirm location and holdings of shares and prepare spreadsheets regarding same.   |       |        |                              |
| 03/19/19              | LAH   | Telephone call from Alex Bond from New York regarding notice sent to Paul McCabe and returning material.  | 0.10  | 425.00 | 42.50                        |
| 03/20/19              | LAH   | Review entered order and prepare for notices of appearance to be filed by attorneys.  | 0.10  | 425.00 | 42.50                        |
| 03/21/19              | LAH   | Review notices of appearance for filing.  | 0.10  | 425.00 | 42.50                        |
| 03/21/19              | LAH   | Follow up on computer index and review SEC spreadsheet of shares.   | 0.10  | 425.00 | 42.50                        |
| 03/21/19              | LAH   | Update shares summary with location and documentation of shares held by estate.   | 0.50  | 425.00 | 212.50                       |
| 03/21/19              | LAH   | Review materials on Solis Associates to formulate recommendation on handling of entity by receiver and addressing share shortfall.  | 0.40  | 425.00 | 170.00                       |
| 03/21/19              | LAH   | Review information on computers turned over, and additional documentation needed on serial numbers for inventory.   | 0.20  | 425.00 | 85.00                        |
| 03/21/19              | LAH   | Review email from Sherwood regarding computer inventory and augmentation needed.  | 0.10  | 425.00 | 42.50                        |
| 03/22/19              | LAH   | Review additional files obtained from Sherwood for share information.   | 0.60  | 425.00 | 255.00                       |
| 03/25/19              | LAH   | Review additional AST confirmations and files sent Friday by former receiver on forward contracts/stock transfer agreements.  | 0.60  | 425.00 | 255.00                       |
| 03/25/19              | LAH   | Review additional materials received from former receiver's office on shares and expand/revise share status spreadsheet.  | 0.80  | 425.00 | 340.00                       |
| 03/26/19              | LAH   | Review materials for missing share information and compare<br>share certificates, contracts, to list of shares estate should be<br>holding; and prepare information to add contact information for<br>follow up to obtain shares under contract.  | 0.80  | 425.00 | 340.00                       |
| 03/26/19              | LAH   | Review payments on account of Practice Fusion liquidation of stock received today from former receiver, stale-dating calculation, and steps needed to generate share certificate and payment amount list and to correlate shares to EAC and SRA funds, and lack of share certificates or other information to confirm ownership of certificate numbers. | 0.30  | 425.00 | 127.50                       |
| 03/26/19              | LAH   | Analyze Solis Funds documents folder for additional documents on funds, managements, merger, and information relevant to position of receiver managing fund and addressing stock excesses and deficits in holdings.   | 0.90  | 425.00 | 382.50                       |
| 03/26/19              | LAH   | Review additional share documents and new documents received electronically from former receiver to try to locate Evernote documents, and evaluate documents and share information still needed, and continue drafting spreadsheet with share accounting and information.   | 0.70  | 425.00 | 297.50                       |

| Date Atty      | Description  | Hours | Rate   | Amoun     |
|----------------|--|-------|--------|-----------|
| 03/27/19 LAH   | Review unopened mail from Citizens Bank.   | 0.10  | 425.00 | 42.50     |
| 03/27/19 LAH   | Draft letter to former receiver to address delay in turnover of mail, timing of turning over remainder of receivership documents, and questions on share information and request for conference call.  | 0.50  | 425.00 | 212.50    |
| 03/27/19 LAH   | Review information on stale dated checks and compare to Practice Fusion amounts owed from sale of company.   | 0.10  | 425.00 | 42.50     |
| 03/27/19 LAH   | Analyze long sheet to try to locate additional share information, review share chart and add information from agreements and available contact information to finalize draft based on current information available.   | 0.60  | 425.00 | 255.00    |
| 03/27/19 LAH   | Confer with Receiver to address multiple estate issues including (a) request for accounting of shares, update on share location from records available, contact information, Big 10 and Series X, and goal to provide succinct report/schedule to Court and investors in June on shares available, share shortages; (b) Bivona bankruptcy strategy and objection deadline, preservation of same or recommendation not to pursue claim; (c) notices to be sent on shares under forward and stock transfer agreements. | 0.70  | 425.00 | 297.50    |
| 03/27/19 LAH   | Analyze Solis Associates information on Mazzola membership/ownership interest, tracing entities and merger information for proposal to make on treatment of entity.  | 0.40  | 425.00 | 170.00    |
| 03/29/19 LAH   | Review files and information on Practice Fusion and purchaser of<br>shares for follow up on reissuance of checks and draft request for<br>information from receiver's office.  | 0.20  | 425.00 | 85.00     |
| 03/29/19 LAH   | Analyze Bivona bankruptcy information.   | 0.10  | 425.00 | 42.50     |
| 03/29/19 LAH   | Analyze information on necessary contacts for case for asset management issues, share transfer issues.   | 0.20  | 425.00 | 85.00     |
| 03/30/19 LAH   | Review information from Sherwood on delay in delivery of checks and information on Citizens for demand to reissue (.1); and analyze SRA Transition files for investments folder on asset/share summaries, folders for companies in preparation for call with Sherwood (.3).  | 0.40  | 425.00 | 170.00    |
|                | Total Fees   | 42.80 |        | 16,802.80 |
| THE PARTY SALE | Dis burs e me nts  |       |        | 1997      |

| Data     | Disbursements  | Amount |
|----------|--|--------|
| Date     | Description  |        |
| 03/04/19 | Court Fees; K. Phelps receivership appointment fee/Inv.1062SF; District Court  | 47.00  |
| 03/04/19 | Court Fees; K. Phelps receivership appointment fee/Inv.1061SF; District Court  | 47.00  |
| 03/04/19 | Court Fees; K. Phelps receivership appointment fee/Inv.1060SF; District Court  | 47.00  |
| 03/04/19 | Court Fees; K. Phelps receivership appointment fee/Inv.1059SF; District Court  | 47.00  |
| 03/04/19 | Court Fees; K. Phelps receivership appointment fee/Inv.1058SF; District Court  | 47.00  |
| 03/04/19 | Court Fees; K. Phelps receivership appointment fee/Inv. 1057SF; District Court | 47.00  |
| 03/04/19 | Court Fees; K. Phelps receivership appointment fee/Inv. 1063SF; District Court | 47.00  |

| -        | zoian Phelps, Receiver  | April 4, 2019<br>Invoice 32509 |
|----------|---|--------------------------------|
|          | Re: Case Administration   |                                |
| Date     | Description   | Amount                         |
| 03/18/19 | Delivery Services; Office of the Clerk, U.S. District Court - Florida, 400 N. Miami, Miami, FL 03/07/2019/Inv. 6-489-17769; Federal Express                       | 75.89                          |
| 03/18/19 | Delivery Services; Office of the Clerk, U.S. District Court - Florida, 801 North Florida Avenue, Tampa. FL 03/06/2019/Inv. 6-489-17769; Federal Express           | 59.89                          |
| 03/18/19 | Delivery Services; Office of the Clerk, U.S. District Court-East New York, 225 Cadman Plaza East, Brooklyn, NY 11201 03/06/2019/Inv. 6-489-17769; Federal Express | 59.89                          |
|          | Total Disbursements   | 524.67                         |

| Kathy Bazoian Phelps, Receiver |                                     | April 4, 2019 |
|--------------------------------|-------------------------------------|---------------|
| I.D. 2622-00011 - KBP          |                                     | Invoice 32509 |
| Re: Case Administration        |                                     | Page 9        |
|                                |                                     |               |
|                                | <b>Total Fees and Disbursements</b> | 17,327.47     |
|                                |                                     |               |