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17	FOR THE COUNTY OF LOS ANGELES				
18	TOR THE COOK	TO LOS MIGLES			
19	INSURANCE COMMISSIONER OF THE	Case No. BS123005			
19	STATE OF CALIFORNIA,	Assigned to Hon. Joanne O'Donnell, Dept. 86			
20	Applicant,	MEMORANDUM IN SUPPORT OF			
21		REVISED APPLICATION TO APPROVE CONSERVATION AND LIQUIDATION			
22	V.	EXPENSES			
22	GOLDEN STATE MUTUAL LIFE	Date: December 6, 2013			
23	INSURANCE COMPANY, a California corporation,	Time: 1:30 p.m.			
24		Dept: 86			
25	Respondent.				
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# I. <u>INTRODUCTION</u>.

By Order dated September 13, 2012, the Honorable Robert H. O'Brien (the "Court") granted in part and denied in part the Application To Approve Conservation and Liquidation Expenses ("First Application") filed by Applicant Insurance Commissioner of the State of California in his capacity as Liquidator of Golden State Mutual Life Insurance Company ("Commissioner"). (September 13 Order, Exhibit 11.) Specifically, the First Application was granted in part as to the fees and expenses for eight of the fifteen consultants/vendors requested in the Application, which total \$3,001,098.18:

1.	ART Movers:	\$	10,198.71
2.	Conservation & Liquidation Office:	\$1	,586,348.91
3.	Cooke's Crating:	\$	6,740.47
4.	Epstein Turner Weiss:	\$	912,053.30
5.	Joshua Solomon	\$	69,255.10
6.	Kane Corporation:	\$	313,292.19
7.	Ultimate Staffing:	\$	46,189.56
8.	Wisener Nunnally Gold, LLP	\$	57,019.94

The Court did not approve the fees and expenses of seven consultants/vendors requested in the First Application based upon documentation deficiencies that the Court concluded undermine a proper initial determination of the propriety of the fees. At the conclusion of its September 13, 2012 Order, the Court instructed the Commissioner to submit a revised amount for approval minus the amounts not approved. (September 13 Order, Ex. 13, p. 5:19-20.) Thereafter, by Order dated October 26, 2012, the Court instructed the Commissioner to resubmit its First Application "excising the disapproved amounts." (October 26 Order, Exhibit 14.) The non-approved fees and expenses are excluded from this Revised Application and will be the subject of a separate Second Application to Approve Conservation and Liquidation Expenses. (September 13 Order, Ex. 13, p. 2:12-20.)

The delay between the October 26, 2012 Order and the filing of this Revised Application is due to the Commissioner's now dismissed appeal of Judge O'Brien's September 13 and

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October 26, 2012 Orders. On November 9, 2012, due to Judge O'Brien's non-approval of the fees and expenses of the seven consultants/vendors, the Commissioner filed a Notice of Appeal to preserve appellate rights. Thereafter, on November 20, 2012, in accordance with the October 26 Order, the Commissioner previously filed this Application seeking approval of the expenses for the eight vendors whose expenses were approved in the September 13th Order. However, on January 9, 2013, at the hearing on said Application, Judge O'Brien declined to hear the application on the basis that the Notice of Appeal divested the superior court of jurisdiction as to all matters addressed in the Orders including the eight vendors whose fees were approved. The Court thereafter issued a minute order stating that the application is "stayed pending appeal." Now, after further research and review of the Court's September 13 and October 26 Orders, the Commissioner has concluded that the Orders are non-final, non-appealable interim receivership orders for which additional documentation and information can be submitted to support the fees and expenses incurred. Accordingly, on August 29, 2013, the Commissioner dismissed the appeal. (Declaration of Michael R. Weiss, ¶11, Exhibits 15 and 16.)

By this Revised Application and pursuant to the Court's Orders, the Commissioner hereby seeks an order approving the fees and expenses for the eight consultants/vendors stated above and previously requested in the First Application in the amount of \$3,001,098.18.

# II. STANDARD OF REVIEW FOR TRIAL COURT'S APPROVAL OF FEES AND EXPENSES INCURRED BY INSURANCE COMMISSIONER IN CONSERVING AND LIQUIDATING INSURANCE COMPANIES.

In In re Executive Life Insurance Company (1995) 32 Cal.App.4<sup>th</sup> 344, 399-403, the trial court approved more than \$60 million in fees to attorneys and other professionals for services performed at the direction of the Insurance Commissioner as liquidator of Executive Life Insurance Company. (*Id., at* p. 399-403.) The Court of Appeal affirmed the trial court's approval of the fees and expenses, holding that the Commissioner had supplied the trial court with "adequate information" for the trial court to evaluate and confirm that the Commissioner had performed his duty to determine that the fees and expenses were proper and rendered to protect

the insurer's estate, policyholders and creditors. (*Id.*) The information provided to the trial court was the following:

- 1. Declarations reciting that detailed timekeeping and invoices seeking payment were received and carefully reviewed by the Commissioner's staff and the proposed payments were reasonable and necessary for the rehabilitation of Executive Life and in its best interests,
- 2. Brief descriptions of the services performed by each of the professionals seeking payment,
- 3. A sample of original invoices permitting the court to test the accuracy of the declarations, and
- 4. A description of the tasks performed, time spent and amount billed for each person for each day. (*Id.*)

Specifically, the Court of Appeal stated:

The power of the Commissioner to employ professionals and to pay them for their services is found in section 1064.2, subdivision (c). A related power, exercised through the Attorney General, is to be found in section 1036. Both sections require "approval" by the trial court of fees which the Commissioner proposes to pay.

"Approval," as opposed to the "award" language more common in fee-shifting statutes, connotes an initial discretion in the Commissioner to determine whether fees billed are proper. The Commissioner is the public officer designated as the steward for the funds of the insolvent insurer whose estate he or she administers. The Commissioner's initial determination necessarily requires adequately detailed information describing the work performed, by whom it was performed, the time spent and when it was spent, and the rate and amount billed, unless an approved contract of employment specifies a different basis of compensation. [Citation.] The Commissioner should possess sufficient information to be able to determine from the billings any excessive or duplicative charges, and seek clarification and correction where appropriate. Where compensation is on other than an hourly basis, the Commissioner must possess adequate information to determine that the terms of the engagement were satisfied.

To obtain court approval for payment of the fees deemed appropriate, the Commissioner must supply the court with adequate information to permit intelligent evaluation of the basis for the Commissioner's determination. The court must be satisfied that the Commissioner has performed his duty to protect the interests of the estate. It is not required by statute, nor is it practical, for the court to undertake a detailed review of the invoices before approving payment. The Commissioner must, however, be ready to provide whatever documentation the court may find necessary in determining the propriety of the Commissioner's request that payment be approved.

These standards were met in this case. The Commissioner's motions for approval of fees were accompanied by declarations from employees of [Executive Life] or from the Commissioner's special counsel. These declarations recite that "extremely detailed" invoices seeking payment for legal or other professional services were received and carefully reviewed in their detail by the Commissioner's staff. They recite that the proposed payments to the professional firms "are reasonable and necessary for the rehabilitation" and are in the best interests of [Executive Life]. Also attached to the motions were brief descriptions of the services performed by each of the professionals seeking payment.

The court had other substantial evidence that supplemented and corroborated these declarations. At the court's request, the Commissioner supplied under seal for the court's inspection a sample of original invoices from its lead counsel, Rubinstein & Perry, thus permitting the court to test the accuracy of the declarations based upon them. These invoices cover the months of March, May and July, 1992. They include a description of the tasks performed, the time spent, and the amount billed for each attorney or legal assistant for each day. These invoices, which appear to be representative of the billing practices utilized in this case, provide a substantial basis for the court to believe the Commissioner was receiving adequate information upon which to exercise his discretion regarding payment to professionals for services rendered. (*Id.*, at p. 399-403.)

# III. OVERVIEW OF GOLDEN STATE'S CONSERVATION AND LIQUIDATION.

Golden State's conservation and liquidation has been complex and the Commissioner's staff has worked hard to address the numerous issues presented by Golden State's hazardous condition which necessitated its conservation and liquidation. Immediately upon taking over the company on September 30, 2009 and for fifteen months thereafter through December 2010, the Commissioner's on-site staff ran the day-to-day operations of the insurance company with over 106,000 policyholders, over 120,000 policies, over 100 full-time employees, over 100 agents, 7 district offices located throughout the country and an approximately \$300,000 monthly operating loss at the beginning of the conservation. During this time, Golden State had no executive, financial or legal management other than the management provided by the Commissioner and his staff. To address these deficiencies, gain control over and run Golden State's operations, arrest the company's financial deterioration, manage the company's multi-million portfolios of insurance policies, mortgage loans and securities, and position the company for a sale, merger or assumption, as well as many other actions, the Commissioner required the services of the Commissioner's Conservation & Liquidation Office ("CLO") and specialized vendors and consultants including managerial personnel, accountants, actuaries, attorneys, real estate

professionals and others (collectively, "Commissioner's staff"). (Declaration of Scott Pearce ("Pearce Dec."), ¶ 6.)

As a result of the work performed by the Commissioner's staff, the Commissioner successfully transferred Golden State's 120,000 policies with over \$70 million in reserve liability to a financially solvent insurer at no loss to policyholders, secured insurance guarantee coverage for those policyholders and disabled persons not transferred to the solvent insurer, maintained pension plan benefits and provided employment transition assistance for Golden State's employees, resolved lawsuits and claims against the company, wound-down the company's operations, and completed many other essential actions. Without the transfer of Golden State's policies to a financially solvent insurer, many of the 120,000 policies would have been subject to the benefit limitations and reductions required by state insurance guaranty associations, including the requirement that policy benefit payments are limited to "eighty percent" of benefits under California Guaranty Act and Insurance Code § 1067.02(c). Similarly, without the insurance guarantee coverage for policyholders and disabled persons not transferred to the solvent insurer, their policies and disability benefits would likely remain unpaid due to Golden State's insolvency. (Pearce Dec., ¶ 7.)

Operating the company, transferring the policies, reducing liabilities, resolving litigation and the many other actions, all require expenses. Over 21 applications seeking court approval of all major actions taken by the Commissioner have been filed with the Court, nearly all of which were approved; and thus, the Commissioner's actions and related expenses were reasonable, necessary, transparent and appropriately handled and disclosed. The conservation and liquidation of Golden State was no simple or uncontested matter and, instead, required the services of sophisticated and experienced professionals for which approval of the expenses for their services is now requested. (Pearce Dec., ¶ 8.)

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### IV. DESCRIPTIONS OF THE SERVICES PERFORMED BY EACH CONSULTANT.

The services performed by each of the eight consultants previously approved by the Court in its September 13 Order are described below and set forth in Mr. Pearce's Declaration attached hereto, ¶¶ 9(a)-(h), and Exhibit 1.

- 1. Commissioner's CLO: The CLO is an administrative service entity created by the Commissioner to administer the estates of insurers undergoing conservation or liquidation in California. Upon obtaining a conservation or liquidation order, the Insurance Commissioner generally delegates his statutory administrative duties over the insurer to the CLO and/or to special deputy insurance commissioners, pursuant to Insurance Code § 1035. The CLO's administrative expenses are allocated to each conservation or liquidation estate it manages on a pro rata basis ("Allocated Expenses"). Allocated Expenses are non-estate specific expenses and include office supplies, rent, utilities and other occupancy expenses as well as salaries and benefits for CLO and CAB employees. The portion of Allocated Expenses charged to each estate is determined by the amount of time CLO employees worked on estate matters. For example, if total estate hours for a particular month is 4,000 hours, and 200 of those are attributed to Golden State, the CLO would charge Golden State's estate 5% (or 200/4,000) of the Allocated Expenses for that month. Allocated Expenses also include the CAB's administrative expenses, which are based on hours billed by the CAB's legal staff and the pass-through billings associated with work performed by the Attorney General's Office.
- 2. Epstein Turner Weiss: Epstein Turner Weiss is a law firm that provided legal services to the Commissioner and his staff including providing advice concerning insurance conservation and liquidation, rehabilitation, reinsurance, policy termination, asset liquidation, employment termination, litigations, real estate, re-negotiation of lease terms and terminations, Golden State's retirement plan and PBGC issues, private sector employment and employment discrimination claims and litigation matters, the sale of Golden State's book of insurance business, corporate governance, and other issues and matters pertaining to Golden State.
- 3. Wisener Nunnally Gold: Wisener Nunnally Gold is a law firm that provided legal services including assisting with negotiating the sale of the Golden State's insurance policies and

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annuity contracts and drafting the agreements for said sale, transfer of historical materials to UCLA Library, and additional related matters.

- 4. Kane Corporation: Kane Corporation provided mortgage loan marketing services and commercial real estate consulting services to the Commissioner regarding Golden State's commercial mortgage loan portfolio and office buildings, marketed and solicited Golden States commercial mortgage loan portfolio in an effort to maximize its value, assisted with the sale of two foreclosed loans, inspected each district office, evaluated and interviewed local real estate brokers to develop an asset disposition plan, and continues to assist in the disposition of remaining real estate assets.
- 5. Ultimate Staffing: Ultimate Staffing provided temporary employment services, which were necessary to assist the Commissioner in sorting, boxing, inventorying and removing thousands of boxes containing Golden State's records from Golden State's home office building in December 2010.
- 6. Cooke's Crating: Cooke's Crating provided fine art packing and transporting for Golden State's fine art collection, historical matters and records, which were necessary to properly package and transport these items.
- 7. ART Movers: ART Movers provided fine art storage for Golden State's fine art collection, historical matters and records.
- 8. Joshua Solomon: Joshua Solomon provided equipment disposition and consulting services, including organizing and inventorying Golden State's fine art collection and historical materials, clearing out Golden's State's home office building, and disposing of certain of Golden State's equipment, furniture and assets.

(Pearce Dec.,  $\P$  9(a)-(h).)

# V. THE COMMISSIONER HAS PROVIDED "ADEQUATE INFORMATION TO PERMIT INTELLIGENT EVALUATION" OF THE EXPENSES.

To detail the Commissioner's expenses for the twenty-seven month period from September 30, 2009 through December 31, 2011, the Commissioner has divided the time period

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at issue by year – 2009, 2010 and 2011. Sections A, B and C below provide a detailed summary of the work performed by the Commissioner's staff during the years 2009, 2010 and 2011, and provide the names, hourly rates, total expenses incurred and brief scope of work for each consultant hired to assist the Commissioner at issue here. Section D below provides a summary of the Declaration from the Commissioner's Senior Estate Trust Officer Scott Pearce, reciting that detailed timekeeping and invoices seeking payment were received and carefully reviewed by the Commissioner's staff, the proposed payments to consultants were reasonable and necessary for Golden State's conservation and liquidation, and the work performed and expenses were in the best interests of Golden State's estate. Section E discusses the four months of invoices attached hereto as Exhibits 3 through 10. Section F provides a summary of the Commissioner's reduction in Golden State's expenses from its peak in 2009 through June 2012.

### 2009 - Work Performed and Fees/Expenses Incurred. A.

On September 30, 2009, the Commissioner was appointed Golden State's Conservator because as of June 30, 2009, Golden State was financially impaired and deemed to be operating in a hazardous financial condition in that its reported paid-in capital and surplus of assets in excess of liabilities was \$1,650,693 instead of the required \$5,000,000, and because Golden State could no longer continue its operations without conservation because it lacked sufficient paid-in capital and surplus to ensure policyholder safety. (Pearce Dec., ¶ 10.)

Immediately thereafter, during the next 90-days from September 30 through December 31, 2009, the Commissioner's primary objectives were to take control of all aspects of Golden State and its operations and to ensure the company's financial situation did not deteriorate further. Taking control of Golden State and its operations and arresting the company's financial deterioration were no easy tasks, as both objectives required extensive work to be performed. (Pearce Dec., ¶ 11.)

From September through December 2009, the Commissioner's staff performed the following necessary and significant work, in addition to additional work on a daily basis:

- 1. Took control of Golden State and its day-to-day operations, including its over 100 employees, 86 captive insurance and annuity agents, expenses, bank and financial accounts, policy maintenance and premium collection.
- 2. Notified and served copies of the Order of Conservation on all of Golden State's directors, officers, employees, district offices, landlords, banks, financial institutions, guaranty associations and reinsurers, as required by statute.
- Physically took control of Golden State's home, district and satellite offices and office buildings, including locations in (1) Los Angeles; (2) Oakland; (3) Vallejo;
   (4) Chicago; (5) Dallas; (6) Tyler, Texas; (7) Beaumont, Texas; (8) Houston,
   Texas; (9) Detroit, Michigan; (10) Charlotte, North Carolina; (11) Winston-Salem,
   North Carolina; and (12) Rocky Mount, North Carolina.
- 4. Took control of and actively maintained Golden State's 120,000 life, health and disability insurance policies and annuity contracts, having a premium volume of approximately \$10 million. Maintaining Golden State's in-force policies and annuity contracts was essential to maximize Golden State's estate value.
- 5. Took control of and actively managed Golden State's portfolio of commercial mortgage loans, consisting of 67 loans having a total principal balance of approximately \$25,230,775.
- 6. Took control of and directed the management of a portfolio of investment grade bonds valued in accordance with the National Association of Insurance Commissioners' ("NAIC") practices and procedures manual at approximately \$27,507,445 and a portfolio of investment grade stocks valued in accordance with NAIC's practices and procedures manual at approximately \$4,663,168.
- 7. Evaluated Golden State's business, business operations, operational capabilities, financial condition, assets, liabilities and records to determine the sustainability and long-term prospects of Golden State and its insurance business.
- 8. In November 2009, based on Golden State's financial condition and its operational capabilities, determined that the business operations of Golden State were not

- sustainable and the best course of action for Golden State's policyholders and creditors was to position the company for a sale, merger or assumption of its life, annuity and health insurance policies and contracts by a third party.
- 9. Prepared a comprehensive bid and request for proposal package for the purpose of soliciting interest from potential bidders for the purchase of Golden State's insurance and annuity contract business including bids for the sale of the entire company, and thereafter sent detailed and extensive information packages to thirteen interested parties and completed numerous on-site visits and due diligence evaluations of Golden State by the interested parties.
- 10. Backed up all of Golden State's data systems.
- 11. Created and implemented annuity surrender procedures to ensure that policyholders would not cash out their annuity and insurance products, to prevent a run-on-the-bank situation.
- 12. Completed an assessment of Golden State's finance department.
- 13. Completed and filed Golden State's (a) annual pension report and audit, (b)

  December 31, 2008 financial audit, and (c) September 30, 2009 financial audit and

  Quarterly Financial Statement.
- 14. Analyzed the costs and benefits of consolidating and/or closing certain of Golden State's district and satellite offices.
- 15. Implemented employee reductions and termination of Golden State's general agents.
- 16. Implemented incentive programs and procedures to collect past due premiums, to retain business with Golden State and to retain employees to limit departures of key personnel.
- 17. Commenced and completed re-negotiations of home and district office leases.
- 18. Responded to numerous state and federal employment complaints, claims and lawsuits in California, Illinois, Texas and North Carolina.

(Pearce Dec., ¶¶ 11(a)-(r).)

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To complete the above and additional work, the Commissioner incurred \$738,159.94 in fees and expenses in 2009. \$422,721.42 of this amount was previously approved by Judge David P. Yaffe, and \$207,345.39 of this amount was incurred to the four consultants and vendors listed in this Revised Application and remains to be approved in this Revised Application. The following shows the fees and expenses not previously approved which were incurred to the four consultants/vendors listed in this Revised Application who provided services in 2009, at their hourly rates and total for 2009.

Consultant	Hourly Rates	<u>Total 2009</u>	Scope of Work
CLO	\$157.95	\$138,806.80	Operations, on-site management
Epstein Turner Weiss	\$150-295	\$ 46,401.74	Legal services, all aspects, litigation
Joshua Solomon	\$100	\$ 14,282.82	On-site consulting, project management
Kane Corporation	\$149-250	\$ 7,854.07	Real estate portfolio management
		\$207.345.43	

(Pearce Dec., ¶¶ 12, 13; and see Spreadsheet attached as Exhibit 1, which details additional information on the Commissioner's staff and consultants and the scope of work performed.)

# B. 2010 - Work Performed and Fees/Expenses Incurred.

In 2010, after gaining control over Golden State's operations and financial condition, the Commissioner's primary objections were to evaluate proposals to have a financially solvent company purchase Golden States policies, annuity contracts and commercial mortgage portfolio, while maintaining the premium collection book of business. The Commissioner's secondary objectives were to close and consolidate district offices, reduce staff, reduce liabilities, monetize assets and develop a closing plan to discontinue district offices and vacate the Los Angeles Home Office in the most cost effective and efficient manner by the close of 2010, which he successfully did. (Pearce Dec., ¶ 14.)

To accomplish his 2010 objectives, the Commissioner's staff performed the following necessary and significant work, in addition to additional work on a daily basis:

- 1. In January 2010, after the Commissioner provided detailed and extensive information packages to interested parties and completed numerous on-site visits and due diligence evaluations, five insurers submitted bids for the purchase of Golden State's business and/or policies. From January through September 2010, the Commissioner (a) performed in-depth evaluations of the five bids, (b) selected IA American Life Insurance Company to purchase the approximately 120,000 inforce life, health and disability insurance policies and annuity contracts, (c) negotiated detailed purchase and assumption agreements with IA American, (d) drafted and provided written notice of the transaction to the holders of the approximately 120,000 policies and annuity contracts, and (e) drafted and filed extensive pleadings seeking court approval of the transaction.
- 2. On September 2, 2010, after receiving court approval, the Commissioner and IA American completed the Assumption Reinsurance Agreement which resulted in the transfer to IA American of Golden State's policies and annuity contracts (a substantial benefit to the policyholders) and transfer to IA American of approximately \$71 million in reserve liability and certain of Golden State's assets totaling approximately \$60 million including Golden State's commercial mortgage portfolio, bond portfolio, stock portfolio and other assets. Without this transaction, many of the 120,000 insurance policies would have been subject to the benefit limitations and reductions required by state insurance guaranty associations, including the "eighty percent" policy payment limitation under Insurance Code § 1067.02(c).
- 3. Throughout 2010, the Commissioner continued to negotiate and resolve with IA American numerous post-transaction policy, reinsurance and accounting issues, address regulatory and reinsurance issues concerning the transaction, and address policyholder concerns regarding the purchase of their policies by IA American.
- 4. Throughout 2010, began the process of winding down Golden State's employment operations and terminated Golden State's employees including Golden State's

former executives, Board of Directors, eighty-six captive insurance and annuity agents, underwriting department, and all of Golden State's over 100 employees and personnel, in compliance with state and federal employment notice and termination requirements.

- 5. As part of the winding down of Golden State's employment, continued to implement employment incentive plans and employment assistance programs to assist Golden State's employees and lessen the adverse impact on employees and Golden State's business operations. The programs included:
  - (a) A successful Employee Retention Incentive Plan in which key employees were provided a monetary incentive to continue their employment through certain dates in 2010. The incentive plan was necessary to maintain key employees to assist with day-to-day business operations and the migration of policies to IA American.
  - (b) A successful Premium Collection Incentive Plan in which district managers and agents were provided a monetary incentive to collect past due premiums from policyholders, so as to minimize lost revenues due to unpaid premiums at the conclusion of the conservation.
  - (c) Pre-termination employment transition assistance services to employees including pre-termination retirement plan counseling and pre-termination governmental assistance and counseling seminars and programs.
- 6. Consolidated and reduced Golden State's district offices, which significantly reduced Golden State's operating expenses.
- 7. Terminated office leases and successfully re-negotiated the leases for Golden State's Home Office building in Los Angeles and two district offices, securing significant rent reductions and early terminations without penalty.
- 8. Implemented an office closing plan to timely vacate Golden State's Home Office in Los Angeles and remaining district offices, under which essential business related materials were transferred to the Home Office to be inventoried and sent to

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- storage, business equipment was returned to lessors and/or disposed of, and the Home Office and district office spaces were cleaned and vacated.
- Commenced and completed a system-wide back-up of all electronic data generated and/or stored by Golden State and installed a back-up server to improve system reliability.
- 10. Prepared Golden State's annual retirement plan report and retirement plan audit.
- 11. Worked with an actuarial consulting services firm to develop reserve valuations and projections for Golden State's liabilities used to assist the Commissioner with valuing Golden State's insurance policies and annuity contracts for sale.
- 12. Actively managed Golden State's mortgage portfolio, and marketed and sold foreclosed property.
- 13. Established hardship committee to review and respond to policyholder surrender requests larger than \$5,000.
- 14. Maintained annual premium income at above projected estimates prior to policy assumption by IA American.
- 15. Completed and filed Golden State's year end 2008 and 2009 Annual Statements.
- 16. Marketed district offices for sale.
- 17. Migrated electronic policy and mortgage portfolio information to IA American.
- 18. Completed an inventory of Golden State's fine art and collection of historic materials, and undertook efforts to market and sell the items.
- 19. Inventoried and removed 5,400 boxes of records located at Home Office. (Pearce Dec., ¶¶ 15(a)-(s).)

To complete the above and additional work, the Commissioner incurred a total of \$1,509,864.26 in fees and expenses during 2010 to the eight consultants and vendors listed in this Revised Application. The following shows the fees and expenses incurred to the eight consultants/vendors listed in this Revised Application who provided services in 2010, at their hourly rates and total for 2010.

<u>Consultant</u>	Hourly Rates	<u>Total 2010</u>	Scope of Work
CLO	\$157.95	\$702,696.66	Operations, on-site management
Epstein Turner Weiss	\$150-295	\$443,985.36	Legal services, all aspects, litigation
Wisener Nunnally	\$250	\$ 41,185.60	Legal services, reinsurance, art portfolio
Joshua Solomon	\$100	\$ 54,972.28	On-site consulting, project management
Cookes Crating	\$49	\$ 5,319.47	Professional packing and transportation
ART Movers	\$817/month	\$ 467.71	Fine art storage, historical materials
Ultimate Staffing	\$21.88-67.70	\$ 46,189.56	Temporary employment services
Kane Corporation	\$149-250	\$215,047.62	Real estate portfolio management
		\$1,509,864.26	

(Pearce Dec., ¶¶ 16, 13; and see Spreadsheet attached as Exhibit 1.)

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# C. 2011 - Work Performed and Fees/Expenses Incurred.

In January 2011, the Commissioner was discharged as Conservator and appointed Liquidator of Golden State Mutual. All aspects of the liquidation were transitioned to the CLO in San Francisco. The Commissioner's primary objectives in 2011 were to monetize Golden State's remaining assets, resolve liabilities and wind up the affairs of Golden State in a cost effective efficient manner. Throughout 2011 the Commissioner was challenged with resolving numerous non-assumed liabilities including Golden State's multi-million pension liability, long term disability policy claimants and employee life insurance benefits, and with responding to numerous policyholder, creditor and public concerns regarding the transfer of policies, disposition of assets and historical significance of Golden State. (Pearce Dec., ¶ 17.)

To accomplish his 2011 objectives, the Commissioner's staff performed the following necessary and significant work, in addition to additional work on a daily basis:

1. Negotiated and reached agreement with the National Organization of Life and
Health Insurance Guaranty Associations ("NOLHGA") through which NOLGHA
agreed to provide coverage to Golden State's group life certificate holders, long-

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- term disability claimants, and non-assumed policy liability. Without NOLHGA's coverage, the insureds would likely lose coverage and not receive benefits.
- 2. Terminated Golden State's 401(k) retirement plan, which required extensive work to locate former employee plan participants and secure required termination forms from plan participants.
- 3. Negotiated for, terminated, received court approval and transferred Golden State's pension plan to the PBGC, the result of which maintained pension payments for Golden State's plan participants.
- 4. Resolved significant issues concerning the PBGC's purported multi-million dollar lien claim against Golden State's assets due to the multi-million dollar underfunded portion of the pension plan, and expended significant time and effort to negotiate and ensure that the termination and transfer of the pension plan to the PBGC did not establish or control the priority of PBGC's claim.
- 5. Completed a second request for proposal process for the sale of Golden State's fine art collection and historical materials including its removable murals, 120 pieces of African-American art and historical materials. Upon selecting prevailing bidders, prepared three separate purchase and sale agreements for Court approval. The Court approved the agreement to transfer Golden State's historical materials to the UCLA Library; the agreement to sell the murals was withdrawn because the bidder withdrew; and the agreement to sell the art collection was denied by the Court.
- 6. Loaned a significant portion of Golden State's art collection to the California African American Museum for display as part of a continuing city-wide art exhibition.
- 7. Extensively evaluated and responded to community concerns regarding Golden State and its policyholders, historical significance, historical materials and art collection including murals.
- 8. Filed numerous applications with the Court for approval of administrative actions including applications for approval of sales of Golden State's real property, the

- liquidation of Golden State, continuation of the proof of claim deadline, settlements of claims and lawsuits against Golden State, and other actions.
- 9. Completed final financial "True Up" reconciliation and Release Agreement with IA American.
- 10. Responded to numerous data and records requests from IA American.
- 11. Responded to numerous claim and policy related inquires.
- 12. In 2011 as well as 2010, resolved most lawsuits, complaints, claims and legal matters that were either pending at the time of conservation or had been commenced against Golden State during conservation. The larger litigation matters and disputes include:
  - (a) Equal Employment Opportunity Commission v. Golden State, United States

    District Court for the Western District of North Carolina, Statesville

    Division, Civil Action No. 3:09cv00105. This was a discrimination action
    against Golden State by the Equal Employment Opportunity Commission
    ("EEOC") on behalf of a former employee. The action resolved through
    settlement, with approval applied for and granted by both Judge Yaffe and
    the United States District Court for the Western District of North Carolina.
  - (b) Willie M. Grady v. Golden State, Discrimination Complaints filed with Illinois Department of Human Rights and City of Chicago Commission of Human Relations by a former employee who was demoted for violations of his employment agreement and the Court's Order Appointing Conservator by his appointment with competing insurance companies during his employment with Golden State and his solicitation of Golden State's policyholders to switch to other insurance companies after the conservation. The Commissioner's staff responded to the complaints and, based on those responses and further requests for information, the complaints were dismissed without hearing.

- (c) Valerie Belcher v. Golden State, Discrimination Complaints also filed with Illinois Department of Human Rights and City of Chicago Commission of Human Relations by a former employee who was demoted for violations of her employment agreement and the Court's Order Appointing Conservator by her appointment with competing insurance companies during her employment with Golden State and her solicitation of Golden State's policyholders to switch to other insurance companies after the conservation. The Commissioner's staff responded to the complaints and again, based on those responses and further requests for information, the complaints were dismissed without hearing.
- (d) Childs v. Golden State, California Labor Commissioner Case No. 06-93878 DG. This was an employee wage waiting time penalty claim by a former employee. The Commissioner's staff responded to the claim and, after a hearing, the claim was denied by the Labor Commissioner.
- (e) James H. Nunya v. Golden State, Los Angeles Superior Court Case No.

  LAM 08M11746. Mr. Nunya is a former employee who unsuccessfully sought damages from Golden State in Los Angeles Small Claims Court, and appealed the denial of his claim to the Los Angeles Superior Court, assigned to the Honorable Coleman Swatt, Judge. In response to this Courts September 30, 2009 Order Appointing Conservator and Restraining Orders, Judge Swatt stayed the case.
- (f) Community Impact Development II, LLC ("CID") v. Golden State. Dispute over ownership of murals. The Commissioner's staff commenced depositions and document subpoenas to evaluate CID's ownership claim to the murals, evaluated and responded to CID's complaint claiming ownership of the murals, and participated in pre-trial discovery and preparations. The case is currently pending for trial in October 2013.

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(g) Numerous employment, policy and miscellaneous claims against Golden State's assets.

(Pearce Dec., ¶¶ 18(a)-(1)(7).)

To complete the above and additional work, the Commissioner incurred a total of \$1,283,888.53 in fees and expenses during 2011 to the six consultants and vendors listed in this Revised Application. The following shows the fees and expenses incurred to the six consultants/vendors listed in this Revised Application who provided services in 2011, at their hourly rates and total for 2011.

Consultant	Hourly Rates	<u>Total 2010</u>	Scope of Work
CLO	\$157.95	\$744,845.45	Operations, management
Epstein Turner Weiss	\$150-295	\$421,666.20	Legal services, all aspects, litigation
Wisener Nunnally	\$250	\$ 15,834.34	Legal services, reinsurance, art portfolio
Cookes Crating	\$49	\$ 1,421.00	Professional packing and transportation
ART Movers	\$817/month	\$ 9,731.00	Fine art storage, historical materials
Kane Corporation	\$149-250	\$ 90,390.54	Real estate portfolio management
		\$1,283,888.53	

(Pearce Dec., ¶ 19, 13; and see Spreadsheet attached as Exhibit 1.)

### D. Declarations Confirming the Expenses are Proper.

As declared by the Commissioner's Senior Estate Trust Officer Mr. Pearce, the Commissioner and his staff received detailed timekeeping and invoices from each of its consultants and service providers at issue here for the work performed, carefully reviewed the timekeeping and invoices for any excessive or duplicative charges, and sought clarification and correction where appropriate. Mr. Pearce also has declared that the proposed payments sought for approval were reasonable and necessary for Golden State's conservation and liquidation, are reasonable for the services performed and were rendered in the best interests of Golden State's estate. Further, as part of his declaration, Mr. Pearce summarized the services performed by each

of the consultants at issue here and has attached a spreadsheet detailing the hourly rates or payment basis for the consultants, the total amounts incurred for each of the years 2009, 2010 and 2011, and a short summary of the services performed. (Pearce Dec., ¶¶ 6-23; Declaration of Michael R. Weiss, ¶¶ 2-6; and Declaration of Robert H. Nunnally, Jr., ¶¶ 1-15.)

# E. Samples of Original Invoices Also Confirm the Expenses are Proper.

Samples of original invoices representing at least four months of the total expenses requested to be approved in this Application are attached for each consultant as Exhibits 3 through 10. A four month sample of invoices is attached for consultants and vendors CLO, Epstein Turner Weiss, Wisener Nunnally Gold, Kane Corporation and Joshua Solomon. All invoices are attached for consultants and vendors Ultimate Staffing, Cooke's Crating and ART Movers, because a four month sampling of invoices was not available due to their more limited, project based work performed. (Pearce Dec., ¶¶ 20-22, Exhibit 2.)

# F. Expenses from 2007 through June 2012 Show Significant Expense Reductions during Conservation and Liquidation.

Prior to conservation, Golden State's general expenses greatly increased in 2009 over years 2007 and 2008, increasing to \$13,457,390 in 2009. After 2009, the Commissioner reduced general expenses for 2010 by nearly \$3 million and reduced general expenses for 2011 by another \$9 million to \$1,617,845. The table below shows Golden State's expenses for 2007 through 2011.

Year	General Expenses	Taxes, Licenses, Fees (excludes federal income tax)	<u>Total</u>
2007	\$ 8,820,497	\$ 936,927	\$ 9,757,424
2008	\$ 7,686,229	\$ 941,937	\$ 8,628,166
2009	\$11,691,063	\$1,766,327	\$13,457,390
2010	\$ 8,659,217	\$2,011,914	\$10,671,131
2011	\$ 1,617,845	\$ 0	\$ 1,617,845

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# G. <u>The Liabilities Driving Golden State's Net Asset Deficiency and, Therefore,</u> Limited Remaining Assets, are Not Related to the Commissioner's expenses.

The liabilities driving Golden State's net asset deficiency and, therefore, limited remaining assets, are not related to the Commissioner's expenses, except in that the Commissioner's work substantially reduced the liabilities. The current liability to insurance guarantee associations for assuming non-transferred policy obligations and the liability to the Pension Benefit Guarantee Corporation ("PBGC") for assuming Golden State's substantial pre-conservation un-funded pension obligations are estimated to be at least \$2,212,900 and at least \$5,124,800, respectively. These liabilities would exist even without the Commissioner's expenses because (1) the liability to state guarantee associations is due to their covering the benefits owed under Golden State's non-assumed policies and (2) the pension liability existed prior to conservation due to Golden State not fully paying its pension fund obligations. Such liabilities are Priority Class 2 and Priority Class 7 liabilities, which are priority classes paid before the Certificate of Contribution holders who are a Priority Class 8 liability under Insurance Code § 1033. Accordingly, even without any of the expenses for the services performed at issue here, the estimated liability to insurance guarantee associations and the PBGC likely will prohibit any payment to Certificate of Contribution holders since the net asset deficiency as of December 31, 2011, of \$8,693,400 exceeds the requested expenses. (Pearce Dec., ¶ 24.)

The Commissioner's efforts reduced these un-funded liabilities by transferring over \$11 million in liability to IA American and working with the PBGC in transferring the pension plan. Without the Commissioner's efforts and necessary related expenses, the liability to policyholders and insurance guarantee associations would be at least \$11 million greater and the cost of administering the policies and liabilities would be substantial, likely an additional several million dollars. Liabilities would be at least \$11 million greater because in September 2009, at the time of conservation, Golden State had approximately \$70 million in policy reserve liability and over \$60 million in assets including its commercial mortgage portfolio, bond portfolio and stock

portfolio. These assets were transferred to IA American along with the \$70 million in reserve liability in order to transfer the 120,000 policies, with IA American accepting the \$11 reserve deficiency as the cost of purchasing the policies. In other words, the rehabilitation and reinsurance plan realized the value in an ongoing book of life insurance business for the creditors of Golden State, while liquidation would have lost that value. Without the \$60 million in assets, the policies would not have been transferred; and without the transfer of the \$11 million in reserve deficiency to IA American, the liability to policyholders and insurance guarantee associations would be that much greater along with a likely several million dollar expense to administer the policies and liabilities. (Pearce Dec., ¶ 25.)

# VI. IN ADDITION TO COMPLIANCE WITH EXECUTIVE LIFE, THE APPROVAL OF THE FEES AND EXPENSES REQUESTED HEREIN IS CONSISTENT WITH THE CONSERVATOR'S AND THE LIQUIDATOR'S BROAD AUTHORITIES AND DISCRETION.

Impaired and insolvent insurance companies are precluded from seeking relief in bankruptcy. (11 U.S.C. § 109(b)(2) ("A person may be a debtor under chapter 7 of this title only if such person is not . . . a domestic insurance company").) Instead, California, like most states, has statutory proceedings subjecting impaired and insolvent insurers to orderly conservation, rehabilitation and/or liquidation. California's statutory proceedings are codified in Insurance Code § 1010 et seq. (Garamendi v. Golden Eagle Insurance Company (2005) 128 Cal.App.4<sup>th</sup> 452 (Insurance conservation proceedings are special proceedings subject to the provisions of the California Insurance Code).)

The approval of the fees and expenses requested herein is consistent with the Conservator's and the Liquidator's authorities and discretion under the Court's Orders appointing conservator and liquidator, the Insurance Code and case law.

First, the Order Appointing Conservator directed the Insurance Commissioner as

Conservator to conduct the business of Golden State or so much thereof as the Conservator may

deem appropriate, and authorized him to employ special deputy commissioners, assistants, clerks

and legal counsel, and to give to each of them those powers that the Conservator deemed necessary. (Order Appointing Conservator, ¶¶ 1, 8, 13 and 14, Exhibit 11, citing Insurance Code §§ 1035(a), 1036 and 1037.) Similarly, the Order Appointing Liquidator directs the Liquidator to liquidate and wind up the business of Golden State and to act in all ways and exercise all powers necessary for the purpose of carrying out this Order. (Order Appointing Liquidator, ¶¶ 1, 2, Exhibit 12, citing Insurance Code § 1016.)

Second, Insurance Code § 1037, entitled "Powers of commissioner as conservator or liquidator," provides broad powers to the Insurance Commissioner as conservator and liquidator of insurance companies and authorizes the Liquidator to sell and dispose of Golden State's property. Section 1037 states in pertinent part:

Upon taking possession of the property and business of any person in any proceeding under this article, the commissioner, exclusively and except as otherwise expressly provided by this article, either as conservator or liquidator:

- (a) [Conservation of assets; conduct of business.] Shall have authority to collect all moneys due that person, and to do such other acts as are necessary or expedient to collect, conserve, or protect its assets, property, and business, and to carry on and conduct the business and affairs of that person or so much thereof as to him or her may seem appropriate.
- (d) [Acquisition and disposition of property.] Shall have authority without notice, to acquire, hypothecate, encumber, lease, improve, sell, transfer, abandon, or otherwise dispose of or deal with, any real or personal property of that person at its reasonable market value, or, in cases other than acquisition, sale, or transfer on the basis of reasonable market value, upon such terms and conditions as the commissioner may deem proper. However, no transaction involving real or personal property shall be made where the market value of the property involved exceeds the sum of twenty thousand dollars (\$20,000) without first obtaining permission of the court, and then only in accordance with any terms that court may prescribe.

[General powers.] The enumeration, in this article, of the duties, powers and authority of the commissioner in proceedings under this article shall not be construed as a limitation upon the commissioner, nor shall it exclude in any manner his or her right to perform and to do such other acts not herein specifically enumerated, or otherwise provided for, which the commissioner may deem necessary or expedient for the accomplishment or in aid of the purpose of such proceedings.

Third, California case law supports the broad grant of powers accorded the Insurance Commissioner to transfer assets when he is conserving, rehabilitating, and/or liquidating insurance companies. For instance, in *Executive Life*, the Court of Appeal stated that:

The Commissioner is an officer of the state (*Caminetti v. Pac. Mutual L. Ins. Co.* (1943) 22 Cal.2d 344, 354 [139 P.2d 908]) who, when he or she is a conservator, exercises the state's police power to carry forward the public interest and to protect policyholders and creditors of the insolvent insurer. (*Carpenter v. Pacific Mut. Life Ins. Co.* (1937) 10 Cal.2d 307, 330-331 [74 P.2d 761].)

In exercising this power, the Commissioner is vested with broad discretion. (Commercial Nat. Bank v. Superior Court [(1993)] 14 Cal.App.4th [393] at p. 402.) This discretion is subject to statutory limitations (see id. at p. 409) and the requirement that the exercise of discretion be neither arbitrary nor improperly discriminatory. (Carpenter v. Pacific Mut. Life Ins. Co., supra, 10 Cal.2d at p. 329.)

(Executive Life, supra, at p. 356.)

The Court concluded that:

... The trial court reviews the Commissioner's actions under the abuse of discretion standard. (*Commercial Nat. Bank v. Superior Court, supra*, 14 Cal.App.4th 393, 398): was the action arbitrary, i.e. unsupported by a rational basis, or is it contrary to specific statute, a breach of the fiduciary duty of the conservator as trustee, or improperly discriminatory?

(Executive Life, supra, at p. 358.)

Here, the fees and expenses incurred by the Conservator and Liquidator during the period September 30, 2009 through December 31, 2011 are not an abuse of discretion. Accordingly, the fees and expenses should be approved by the Court.

# VII. CONCLUSION

For the foregoing reasons and pursuant to the Court's September 13 and October 26, 2012 Orders, the Court should grant the Commissioner's Application to Approve Conservation and Liquidation Expenses and approve the amounts requested therein, which are:

- 1. Commissioner's CLO: \$1,586,348.91
- 2. Epstein Turner Weiss: \$ 912,053.30

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1	3.	Wisener Nunnally Gold:	\$	57,019.94	
2	4.	Kane Corporation:	\$	313,292.19	
3	5.	Ultimate Staffing:	\$	46,189.56	
4	6.	Cooke's Crating:	\$	6,740.47	
5	7.	ART Movers:	\$	10,198.71	
6	8.	Joshua Solomon	\$_	69,255.10	
7			\$3	3,001,098.18	
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9	DATE: October 2	8, 2013		AMALA D. HARRIS ttorney General of California	
10			FI	ELIX E. LEATHERWOOD	
11				V. DEAN FREEMAN upervising Deputy Attorneys General	
12			LI	ISA W. CHAO	
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# **DECLARATION OF SCOTT PEARCE**

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# **DECLARATION OF SCOTT PEARCE**

# IN SUPPORT OF COMMISSIONER'S REVISED APPLICATION TO APPROVE <u>CONSERVATION AND LIQUIDATION EXPENSES</u>

- I, Scott Pearce, declare as follows:
- 1. I have personal knowledge of the facts and circumstances set forth in this declaration, and if called upon to do so, I could and would competently testify thereto.
- 2. I am the Senior Estate Trust Officer for the Insurance Commissioner's Conservation & Liquidation Office. Starting on September 30, 2009, and continuing to the present, I have been and currently am the Estate Trust Officer on behalf of the Insurance Commissioner in his Statutory Capacity as Conservator ("Conservator") and then as Liquidator ("Liquidator") of Golden State Mutual Life Insurance Company ("Golden State").
- 3. As the Senior Estate Trust Officer on behalf of the Conservator and now Liquidator of Golden State, I am responsible for the supervision and management of matters pertaining to the conservation and liquidation of Golden State.
- 4. I have read the Liquidator's Application To Approve Conservation And Liquidation Expenses, the Supplemental Submission in Support of said application and this Revised Application ("Revised Application").
- 5. Based on my supervision and management of matters pertaining to Golden State, my experience, review and understanding of the events related to the conservation and now liquidation of Golden State, my and my staff's review of the files and records routinely maintained in the regular and ordinary course of business and believed to be entered contemporaneously by persons having knowledge of the events recorded and whose job duties include recording them, and my review of this Revised Application and its supporting papers and documents, I state the following:

# Overview of Golden State's Conservation and Liquidation.

6. Golden State's conservation and liquidation has been complex and I and the Commissioner's staff have worked hard to address the numerous issues presented by Golden State's hazardous condition which necessitated its conservation and liquidation. Immediately

upon taking over the company on September 30, 2009 and for fifteen months thereafter through December 2010, the Commissioner's on-site staff ran the day-to-day operations of the insurance company with over 106,000 policyholders, over 120,000 policies, over 100 full-time employees, over 100 agents, 7 district offices located throughout the country and an approximately \$300,000 monthly operating loss at the beginning of the conservation. During this time, Golden State had no executive, financial or legal management other than the management provided by the Commissioner, his staff and me. To address these deficiencies, gain control over and run Golden State's operations, arrest the company's financial deterioration, manage the company's multi-million portfolios of insurance policies, mortgage loans and securities, and position the company for a sale, merger or assumption, as well as many other actions, we required the services of the Commissioner's Conservation & Liquidation Office ("CLO") and specialized vendors and consultants including managerial personnel, accountants, actuaries, attorneys, real estate professionals and others (collectively, "Commissioner's staff").

- 7. As a result of the work performed by the Commissioner's staff, the Commissioner successfully transferred Golden State's 120,000 policies with over \$70 million in reserve liability to a financially solvent insurer at no loss to policyholders, secured insurance guarantee coverage for those policyholders and disabled persons not transferred to the solvent insurer, maintained pension plan benefits and provided employment transition assistance for Golden State's employees, resolved lawsuits and claims against the company, wound-down the company's operations, and completed many other essential actions. Without the transfer of Golden State's policies to a financially solvent insurer, many of the 120,000 policies would have been subject to the benefit limitations and reductions required by state insurance guaranty associations, including the requirement that policy benefit payments are limited to "eighty percent" of benefits under California Guaranty Act and Insurance Code § 1067.02(c). Similarly, without the insurance guarantee coverage for policyholders and disabled persons not transferred to the solvent insurer, their policies and disability benefits would likely remain unpaid due to Golden State's insolvency.
- 8. Operating the company, transferring the policies, reducing liabilities, resolving litigation and the many other actions, all require expenses. Over 21 applications seeking court

approval of all major actions taken by the Commissioner have been filed with the Court, nearly all of which were approved; and thus, the Commissioner's actions and related expenses were reasonable, necessary, transparent and appropriately handled and disclosed. The conservation and liquidation of Golden State was no simple or uncontested matter and, instead, required the services of sophisticated and experienced professionals for which approval of the expenses for their services is now requested.

# Descriptions of Services Performed by Each Consultant.

- 9. The services performed by each of the eight consultants at issue in this Application are described below:
- a. <u>Commissioner's CLO</u>: The CLO is an administrative service entity created by the Commissioner to administer the estates of insurers undergoing conservation or liquidation in California. Upon obtaining a conservation or liquidation order, the Insurance Commissioner generally delegates his statutory administrative duties over the insurer to the CLO and/or to special deputy insurance commissioners, pursuant to Insurance Code § 1035. The CLO's administrative expenses are allocated to each conservation or liquidation estate it manages on a pro rata basis ("Allocated Expenses"). Allocated Expenses are non-estate specific expenses and include office supplies, rent, utilities and other occupancy expenses as well as salaries and benefits for CLO and Consumer Affairs Bureau ("CAB") employees. The portion of Allocated Expenses charged to each estate is determined by the amount of time CLO employees worked on estate matters. For example, if total estate hours for a particular month is 4,000 hours, and 200 of those are attributed to Golden State, the CLO would charge Golden State's estate 5% (or 200/4,000) of the Allocated Expenses for that month. Allocated Expenses also include the CAB's administrative expenses, which are based on hours billed by the CAB's legal staff and the pass-through billings associated with work performed by the Attorney General's Office.
- b. <u>Epstein Turner Weiss</u>: Epstein Turner Weiss is a law firm that provided legal services to the Commissioner and his staff including providing advice concerning insurance conservation and liquidation, rehabilitation, reinsurance, policy termination, asset liquidation, employment termination, litigations, real estate, re-negotiation of lease terms and terminations,

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Golden State's retirement plan and PBGC issues, private sector employment and employment discrimination claims and litigation matters, the sale of Golden State's book of insurance business, corporate governance, and other issues and matters pertaining to Golden State.

- Wisener Nunnally Gold: Wisener Nunnally Gold is a law firm that c. provided legal services including assisting with negotiating the sale of the Golden State's insurance policies and annuity contracts and drafting the agreements for said sale, transfer of historical materials to UCLA Library, and additional related matters.
- Kane Corporation: Kane Corporation provided mortgage loan marketing d. services and commercial real estate consulting services to the Commissioner regarding Golden State's commercial mortgage loan portfolio and office buildings, marketed and solicited Golden States commercial mortgage loan portfolio in an effort to maximize its value, assisted with the sale of two foreclosed loans, inspected each district office, evaluated and interviewed local real estate brokers to develop an asset disposition plan, and continues to assist in the disposition of remaining real estate assets.
- Ultimate Staffing: Ultimate Staffing provided temporary employment e. services, which were necessary to assist the Commissioner in sorting, boxing, inventorying and removing thousands of boxes containing Golden State's records from Golden State's home office building in December 2010.
- f. Cooke's Crating: Cooke's Crating provided fine art packing and transporting for Golden State's fine art collection, historical matters and records, which were necessary to properly package and transport these items.
- ART Movers: ART Movers provided fine art storage for Golden State's fine art collection, historical matters and records.
- Joshua Solomon: Joshua Solomon provided equipment disposition and h. consulting services, including organizing and inventorying Golden State's fine art collection and historical materials, clearing out Golden's State's home office building, and disposing of certain of Golden State's equipment, furniture and assets.

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# 2009 - Work Performed and Fees/Expenses Incurred.

- 10. On September 30, 2009, the Commissioner was appointed Golden State's Conservator because as of June 30, 2009, Golden State was financially impaired and deemed to be operating in a hazardous financial condition in that its reported paid-in capital and surplus of assets in excess of liabilities was \$1,650,693 instead of the required \$5,000,000, and because Golden State could no longer continue its operations without conservation because it lacked sufficient paid-in capital and surplus to ensure policyholder safety.
- 11. Immediately thereafter, during the next 90-days from September 30 through December 31, 2009, the Commissioner's primary objectives were to take control of all aspects of Golden State and its operations and to ensure the company's financial situation did not deteriorate further. Taking control of Golden State and its operations and arresting the company's financial deterioration were no easy tasks, as both objectives required extensive work to be performed. From September through December 2009, the Commissioner's staff performed the following necessary and significant work, in addition to additional work on a daily basis:
  - a. Took control of Golden State and its day-to-day operations, including its over 100 employees, 86 captive insurance and annuity agents, expenses, bank and financial accounts, policy maintenance and premium collection.
  - b. Notified and served copies of the Order of Conservation on all of Golden State's directors, officers, employees, district offices, landlords, banks, financial institutions, guaranty associations and reinsurers, as required by statute.
  - c. Physically took control of Golden State's home, district and satellite offices and office buildings, including locations in (1) Los Angeles; (2) Oakland;
    - (3) Vallejo; (4) Chicago; (5) Dallas; (6) Tyler, Texas; (7) Beaumont, Texas;
    - (8) Houston, Texas; (9) Detroit, Michigan; (10) Charlotte, North Carolina;
    - (11) Winston-Salem, North Carolina; and (12) Rocky Mount, North Carolina.

- d. Took control of and actively maintained Golden State's 120,000 life, health and disability insurance policies and annuity contracts, having a premium volume of approximately \$10 million. Maintaining Golden State's in-force policies and annuity contracts was essential to maximize Golden State's estate value.
- e. Took control of and actively managed Golden State's portfolio of commercial mortgage loans, consisting of 67 loans having a total principal balance of approximately \$25,230,775.
- f. Took control of and directed the management of a portfolio of investment grade bonds valued in accordance with the National Association of Insurance Commissioners' ("NAIC") practices and procedures manual at approximately \$27,507,445 and a portfolio of investment grade stocks valued in accordance with NAIC's practices and procedures manual at approximately \$4,663,168.
- g. Evaluated Golden State's business, business operations, operational capabilities, financial condition, assets, liabilities and records to determine the sustainability and long-term prospects of Golden State and its insurance business.
- h. In November 2009, based on Golden State's financial condition and its operational capabilities, determined that the business operations of Golden State were not sustainable and the best course of action for Golden State's policyholders and creditors was to position the company for a sale, merger or assumption of its life, annuity and health insurance policies and contracts by a third party.
- Prepared a comprehensive bid and request for proposal package for the
  purpose of soliciting interest from potential bidders for the purchase of
  Golden State's insurance and annuity contract business including bids for
  the sale of the entire company, and thereafter sent detailed and extensive

information packages to thirteen interested parties and completed numerous on-site visits and due diligence evaluations of Golden State by the interested parties.

- j. Backed up all of Golden State's data systems.
- k. Created and implemented annuity surrender procedures to ensure that policyholders would not cash out their annuity and insurance products, to prevent a run-on-the-bank situation.
- 1. Completed an assessment of Golden State's finance department.
- m. Completed and filed Golden State's (a) annual pension report and audit, (b)

  December 31, 2008 financial audit, and (c) September 30, 2009 financial
  audit and Quarterly Financial Statement.
- Analyzed the costs and benefits of consolidating and/or closing certain of
   Golden State's district and satellite offices.
- o. Implemented employee reductions and termination of Golden State's general agents.
- p. Implemented incentive programs and procedures to collect past due premiums, to retain business with Golden State and to retain employees to limit departures of key personnel.
- q. Commenced and completed re-negotiations of home and district office leases.
- r. Responded to numerous state and federal employment complaints, claims and lawsuits in California, Illinois, Texas and North Carolina.
- 12. To complete the above and additional work, the Commissioner incurred \$738,159.94 in fees and expenses in 2009. \$422,721.42 of this amount was previously approved by Judge Yaffe, and \$207,345.39 of this amount was incurred to the four consultants and vendors listed in this Revised Application and remains to be approved in this Revised Application. The following shows the fees and expenses not previously approved which were incurred to the four

Epstein Turner Weiss

A Professional Corporation 633 West Fifth Street Suite 3330 Los Angeles, CA 90071 consultants/vendors listed in this Revised Application who provided services in 2009, at their hourly rates and total for 2009.

Consultant	Hourly Rates	<u>Total 2009</u>	Scope of Work
CLO	\$157.95	\$138,806.80	Operations, on-site management
Epstein Turner Weiss	\$150-295	\$ 46,401.74	Legal services, all aspects, litigation
Joshua Solomon	\$100	\$ 14,282.82	On-site consulting, project management
Kane Corporation	\$149-250	\$ 7,854.07	Real estate portfolio management
		\$207,345.43	

13. Attached hereto and incorporated herein as Exhibit 1 is a spreadsheet detailing rate and expense information regarding the Commissioner's staff and consultants and the scope of work performed by the staff and consultants.

# 2010 - Work Performed and Fees/Expenses Incurred.

- 14. In 2010, after gaining control over Golden State's operations and financial condition, the Commissioner's primary objections were to evaluate proposals to have a financially solvent company purchase Golden States policies, annuity contracts and commercial mortgage portfolio, while maintaining the premium collection book of business. The Commissioner's secondary objectives were to close and consolidate district offices, reduce staff, reduce liabilities, monetize assets and develop a closing plan to discontinue district offices and vacate the Los Angeles Home Office in the most cost effective and efficient manner by the close of 2010, which he successfully did.
- 15. To accomplish his 2010 objectives, the Commissioner's staff performed the following necessary and significant work, in addition to additional work on a daily basis:
  - a. In January 2010, after the Commissioner provided detailed and extensive information packages to interested parties and completed numerous on-site visits and due diligence evaluations, five insurers submitted bids for the purchase of Golden State's business and/or policies. From January through September 2010, the Commissioner (a) performed in-depth evaluations of

the five bids, (b) selected IA American Life Insurance Company to purchase the approximately 120,000 in-force life, health and disability insurance policies and annuity contracts, (c) negotiated detailed purchase and assumption agreements with IA American, (d) drafted and provided written notice of the transaction to the holders of the approximately 120,000 policies and annuity contracts, and (e) drafted and filed extensive pleadings seeking court approval of the transaction.

- b. On September 2, 2010, after receiving court approval, the Commissioner and IA American completed the Assumption Reinsurance Agreement which resulted in the transfer to IA American of Golden State's policies and annuity contracts (a substantial benefit to the policyholders) and transfer to IA American of approximately \$71 million in reserve liability and certain of Golden State's assets totaling approximately \$60 million including Golden State's commercial mortgage portfolio, bond portfolio, stock portfolio and other assets. Without this transaction, many of the 120,000 insurance policies would have been subject to the benefit limitations and reductions required by state insurance guaranty associations, including the "eighty percent" policy payment limitation under Insurance Code § 1067.02(c).
- c. Throughout 2010, the Commissioner continued to negotiate and resolve with IA American numerous post-transaction policy, reinsurance and accounting issues, address regulatory and reinsurance issues concerning the transaction, and address policyholder concerns regarding the purchase of their policies by IA American.
- d. Throughout 2010, began the process of winding down Golden State's employment operations and terminated Golden State's employees including Golden State's former executives, Board of Directors, eighty-six captive insurance and annuity agents, underwriting department, and all of Golden

State's over 100 employees and personnel, in compliance with state and federal employment notice and termination requirements.

- e. As part of the winding down of Golden State's employment, continued to implement employment incentive plans and employment assistance programs to assist Golden State's employees and lessen the adverse impact on employees and Golden State's business operations. The programs included:
  - (1) A successful Employee Retention Incentive Plan in which key employees were provided a monetary incentive to continue their employment through certain dates in 2010. The incentive plan was necessary to maintain key employees to assist with day-to-day business operations and the migration of policies to IA American.
  - (2) A successful Premium Collection Incentive Plan in which district managers and agents were provided a monetary incentive to collect past due premiums from policyholders, so as to minimize lost revenues due to unpaid premiums at the conclusion of the conservation.
  - (3) Pre-termination employment transition assistance services to employees including pre-termination retirement plan counseling and pre-termination governmental assistance and counseling seminars and programs.
- f. Consolidated and reduced Golden State's district offices, which significantly reduced Golden State's operating expenses.
- g. Terminated office leases and successfully re-negotiated the leases for Golden State's Home Office building in Los Angeles and two district offices, securing significant rent reductions and early terminations without penalty.

- h. Implemented an office closing plan to timely vacate Golden State's Home Office in Los Angeles and remaining district offices, under which essential business related materials were transferred to the Home Office to be inventoried and sent to storage, business equipment was returned to lessors and/or disposed of, and the Home Office and district office spaces were cleaned and vacated.
- Commenced and completed a system-wide back-up of all electronic data generated and/or stored by Golden State and installed a back-up server to improve system reliability.
- j. Prepared Golden State's annual retirement plan report and retirement plan audit.
- k. Worked with an actuarial consulting services firm to develop reserve valuations and projections for Golden State's liabilities used to assist the Commissioner with valuing Golden State's insurance policies and annuity contracts for sale.
- Actively managed Golden State's mortgage portfolio, and marketed and sold foreclosed property.
- m. Established hardship committee to review and respond to policyholder surrender requests larger than \$5,000.
- n. Maintained annual premium income at above projected estimates prior to policy assumption by IA American.
- o. Completed and filed Golden State's year end 2008 and 2009 Annual Statements.
- p. Marketed district offices for sale.
- q. Migrated electronic policy and mortgage portfolio information to IA
   American.
- r. Completed an inventory of Golden State's fine art and collection of historic materials, and undertook efforts to market and sell the items.

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s. Inventoried and removed 5,400 boxes of records located at Home Office.

16. To complete the above and additional work, the Commissioner incurred a total of \$1,509,864.26 in fees and expenses during 2010 to the eight consultants and vendors listed in this Revised Application. The following shows the fees and expenses incurred to the eight consultants/vendors listed in this Revised Application who provided services in 2010, at their hourly rates and total for 2010.

<u>Consultant</u>	Hourly Rates	<u>Total 2010</u>	Scope of Work
CLO	\$157.95	\$702,696.66	Operations, on-site management
Epstein Turner Weiss	\$150-295	\$443,985.36	Legal services, all aspects, litigation
Wisener Nunnally	\$250	\$ 41,185.60	Legal services, reinsurance, art portfolio
Joshua Solomon	\$100	\$ 54,972.28	On-site consulting, project management
Cookes Crating	\$49	\$ 5,319.47	Professional packing and transportation
ART Movers	\$817/month	\$ 467.71	Fine art storage, historical materials
Ultimate Staffing	\$21.88-67.70	\$ 46,189.56	Temporary employment services
Kane Corporation	\$149-250	\$215,047.62	Real estate portfolio management
		\$1,509,864.26	

(See Exhibit 1 for additional information.)

### 2011 - Work Performed and Fees/Expenses Incurred.

17. In January 2011, the Commissioner was discharged as Conservator and appointed Liquidator of Golden State Mutual. All aspects of the liquidation were transitioned to the CLO in San Francisco. The Commissioner's primary objectives in 2011 were to monetize Golden State's remaining assets, resolve liabilities and wind up the affairs of Golden State in a cost effective efficient manner. Throughout 2011 the Commissioner was challenged with resolving numerous non-assumed liabilities including Golden State's multi-million pension liability, long term disability policy claimants and employee life insurance benefits, and with responding to numerous

policyholder, creditor and public concerns regarding the transfer of policies, disposition of assets and historical significance of Golden State.

- 18. To accomplish his 2011 objectives, the Commissioner's staff performed the following necessary and significant work, in addition to additional work on a daily basis:
  - a. Negotiated and reached agreement with the National Organization of Life and Health Insurance Guaranty Associations ("NOLHGA") through which NOLGHA agreed to provide coverage to Golden State's group life certificate holders, long-term disability claimants, and non-assumed policy liability. Without NOLHGA's coverage, the insureds would likely lose coverage and not receive benefits.
  - b. Terminated Golden State's 401(k) retirement plan, which required extensive work to locate former employee plan participants and secure required termination forms from plan participants.
  - c. Negotiated for, terminated, received court approval and transferred Golden State's pension plan to the PBGC, the result of which maintained pension payments for Golden State's plan participants.
  - d. Resolved significant issues concerning the PBGC's purported multi-million dollar lien claim against Golden State's assets due to the multi-million dollar underfunded portion of the pension plan, and expended significant time and effort to negotiate and ensure that the termination and transfer of the pension plan to the PBGC did not establish or control the priority of PBGC's claim.
  - e. Completed a second request for proposal process for the sale of Golden State's fine art collection and historical materials including its removable murals, 120 pieces of African-American art and historical materials. Upon selecting prevailing bidders, prepared three separate purchase and sale agreements for Court approval. The Court approved the agreement to transfer Golden State's historical materials to the UCLA Library; the

- agreement to sell the murals was withdrawn because the bidder withdrew; and the agreement to sell the art collection was denied by the Court.
- f. Loaned a significant portion of Golden State's art collection to the California African American Museum for display as part of a continuing city-wide art exhibition.
- g. Extensively evaluated and responded to community concerns regarding
  Golden State and its policyholders, historical significance, historical
  materials and art collection including murals.
- h. Filed numerous applications with the Court for approval of administrative actions including applications for approval of sales of Golden State's real property, the liquidation of Golden State, continuation of the proof of claim deadline, settlements of claims and lawsuits against Golden State, and other actions.
- i. Completed final financial "True Up" reconciliation and Release Agreement with IA American.
- j. Responded to numerous data and records requests from IA American.
- k. Responded to numerous claim and policy related inquires.
- In 2011 as well as 2010, resolved most lawsuits, complaints, claims and legal matters that were either pending at the time of conservation or had been commenced against Golden State during conservation. The larger litigation matters and disputes include:
  - (1) Equal Employment Opportunity Commission v. Golden State,
    United States District Court for the Western District of North
    Carolina, Statesville Division, Civil Action No. 3:09cv00105. This
    was a discrimination action against Golden State by the Equal
    Employment Opportunity Commission ("EEOC") on behalf of a
    former employee. The action was resolved through settlement, with
    approval applied for and granted by both Judge Yaffe and the

United States District Court for the Western District of North Carolina.

- with Illinois Department of Human Rights and City of Chicago
  Commission of Human Relations by a former employee who was
  demoted for violations of his employment agreement and the
  Court's Order Appointing Conservator by his appointment with
  competing insurance companies during his employment with
  Golden State and his solicitation of Golden State's policyholders to
  switch to other insurance companies after the conservation. The
  Commissioner's staff responded to the complaints and, based on
  those responses and further requests for information, the complaints
  were dismissed without hearing.
- (3) Valerie Belcher v. Golden State, Discrimination Complaints also filed with Illinois Department of Human Rights and City of Chicago Commission of Human Relations by a former employee who was demoted for violations of her employment agreement and the Court's Order Appointing Conservator by her appointment with competing insurance companies during her employment with Golden State and her solicitation of Golden State's policyholders to switch to other insurance companies after the conservation. The Commissioner's staff responded to the complaints and again, based on those responses and further requests for information, the complaints were dismissed without hearing.
- (4) Childs v. Golden State, California Labor Commissioner Case No. 06-93878 DG. This was an employee wage waiting time penalty claim by a former employee. The Commissioner's staff responded

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Consultant

**CLO** 

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Epstein Turner Weiss \$150-295

\$157.95

Scope of Work Hourly Rates Total 2010

\$744,845.45 Operations, management

\$421,666.20 Legal services, all aspects, litigation

to the claim and, after a hearing, the claim was denied by the Labor Commissioner.

- James H. Nunya v. Golden State, Los Angeles Superior Court Case (5)No. LAM 08M11746. Mr. Nunya is a former employee who unsuccessfully sought damages from Golden State in Los Angeles Small Claims Court, and appealed the denial of his claim to the Los Angeles Superior Court, assigned to the Honorable Coleman Swatt, Judge. In response to this Courts September 30, 2009 Order Appointing Conservator and Restraining Orders, Judge Swatt stayed the case.
- (6) Community Impact Development II, LLC ("CID") v. Golden State. Dispute over ownership of murals. The Commissioner's staff commenced depositions and document subpoenas to evaluate CID's ownership claim to the murals, evaluated and responded to CID's complaint claiming ownership of the murals, and participated in pre-trial discovery and preparations. The case is currently pending for trial in December 2012.
- Numerous employment, policy and miscellaneous claims against (7)Golden State's assets.
- 19. To complete the above and additional work, the Commissioner incurred a total of \$1,283,888.53 in fees and expenses during 2011 to the six consultants and vendors listed in this Revised Application. The following shows the fees and expenses incurred to the six consultants/vendors listed in this Revised Application who provided services in 2011, at their hourly rates and total for 2011.

Enstein Turner Weiss Professional Corporation 633 West Fifth Street **Suite 3330** ingeles, CA 90071

1	Wisener Nunnally	\$250	\$	15,834.34	Legal services, reinsurance, art portfolio
2	Cookes Crating	\$49	\$	1,421.00	Professional packing and transportation
3	ART Movers	\$817/month	\$	9,731.00	Fine art storage, historical materials
4	Kane Corporation	\$149-250	<u>\$</u>	90,390.54	Real estate portfolio management
5			\$1	,283,888.53	}
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(See Exhibit 1 for additional information.)

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### Declarations Confirming the Expenses are Proper and Sample Invoices.

- 20. I and the Commissioner's staff received detailed timekeeping and invoices from each of the Commissioner's consultants and service providers at issue here for the work performed. We carefully reviewed the timekeeping and invoices for compliance with the scope of work for which the consultants were retained, any excessive or duplicative charges, and sought clarification and correction where appropriate. The proposed payments sought for approval were reasonable and necessary for Golden State's conservation and liquidation, are reasonable for the services performed and were rendered in the best interests of Golden State's estate.
- 21. Attached hereto and incorporated herein as Exhibits 3 through 10 are true and correct copies of original invoices representing at least four months of the expenses requested to be approved in this Application. A four month sample of invoices is attached for consultants and vendors CLO, Epstein Turner Weiss, Wisener Nunnally Gold, Kane Corporation and Joshua Solomon. All invoices are attached for consultants and vendors Ultimate Staffing, Lewis & Ellis, Cooke's Crating and ART Movers, because a four month sampling of invoices was not available due to their more limited, project based work performed.
- 22. Attached hereto and incorporated herein as Exhibit 2 is a spreadsheet showing the sample size total in comparison to the total expense for each consultant.

# Expenses from 2007 through June 2012 Show Significant Expense reductions during Conservation and Liquidation.

23. Prior to conservation, Golden State's general expenses greatly increased in 2009 over years 2007 and 2008, increasing to \$13,457,390 in 2009. After 2009, the Commissioner

Epstein Turner Weiss A Professional Corporation 633 West Fifth Street Suite 3330 Los Angeles, CA 90071

reduced general expenses for 2010 by nearly \$3 million and reduced general expenses for 2011 by another \$9 million to \$1,617,845. The following table shows Golden State's expenses from 2007 through 2011.

Year	General Expenses	Taxes, Licenses, Fees (excludes federal income tax)	Total
2007	\$ 8,820,497	\$ 936,927	\$ 9,757,424
2008	\$ 7,686,229	\$ 941,937	\$ 8,628,166
2009	\$11,691,063	\$1,766,327	\$13,457,390
2010	\$ 8,659,217	\$2,011,914	\$10,671,131
2011	\$ 1,617,845	\$ 0	\$ 1,617,845

# The liabilities driving Golden State's net asset deficiency and, therefore, limited remaining assets, are not related to the Commissioner's expenses.

24. The liabilities driving Golden State's net asset deficiency and, therefore, limited remaining assets, are not related to the Commissioner's expenses, except in that the Commissioner's work substantially reduced the liabilities. The current liability to insurance guarantee associations for assuming non-transferred policy obligations and the liability to the Pension Benefit Guarantee Corporation ("PBGC") for assuming Golden State's substantial preconservation un-funded pension obligations are estimated to be at least \$2,212,900 and at least \$5,124,800, respectively. These liabilities would exist even without the Commissioner's expenses because (1) the liability to state guarantee associations is due to their covering the benefits owed under Golden State's non-assumed policies and (2) the pension liability existed prior to conservation due to Golden State not fully paying its pension fund obligations. Such liabilities are Priority Class 2 and Priority Class 7 liabilities, which are priority classes paid before the Certificate of Contribution holders who are a Priority Class 8 liability under Insurance Code \$ 1033. Accordingly, even without any of the expenses for the services performed at issue here, the estimated liability to insurance guarantee associations and the PBGC likely will prohibit any

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Epstein Turner Weiss A Professional Corporation 633 West Fifth Street Suite 3330 Los Angeles, CA 90071 payment to Certificate of Contribution holders since the net asset deficiency as of December 31, 2011, of \$8,693,400 exceeds the requested expenses.

The Commissioner's efforts reduced these un-funded liabilities by transferring 25. over \$11 million in liability to IA American and working with the PBGC in transferring the pension plan. Without the Commissioner's efforts and necessary related expenses, the liability to policyholders and insurance guarantee associations would be at least \$11 million greater and the cost of administering the policies and liabilities would be substantial, likely an additional several million dollars. Liabilities would be at least \$11 million greater because in September 2009, at the time of conservation, Golden State had approximately \$71 million in policy reserve liability and over \$60 million in assets including its commercial mortgage portfolio, bond portfolio and stock portfolio. These assets were transferred to IA American along with the \$71 million in reserve liability in order to transfer the 120,000 policies, with IA American accepting the \$11 reserve deficiency as the cost of purchasing the policies. In other words, the rehabilitation and reinsurance plan realized the value in an ongoing book of life insurance business for the creditors of Golden State, while liquidation would have lost that value. Without the \$60 million in assets, the policies would not have been transferred; and without the transfer of the \$11 million in reserve deficiency to IA American, the liability to policyholders and insurance guarantee association would be that much greater along with a likely several million dollar expense to administer the policies and liabilities.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on this 20 day of October, 2013, at San Françisco, California.

COTT PEARCE

# **DECLARATION OF MICHAEL WEISS**

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### **DECLARATION OF MICHAEL R. WEISS**

### IN SUPPORT OF COMMISSIONER'S REVISED APPLICATION TO APPROVE CONSERVATION AND LIQUIDATION EXPENSES

I, Michael R. Weiss, declare as follows:

- I am over 18 years of age and have personal knowledge of the facts and 1. circumstances set forth in this declaration, and if called upon to do so, I could and would competently testify thereto.
- I am an attorney licensed to practice law in the State of California, and am a 2. partner with the law firm Epstein Turner Weiss, A Professional Corporation. I and Epstein, Turner Weiss have been retained by the Insurance Commissioner of the State of California, in his capacity as Conservator ("Conservator") and then as Liquidator ("Liquidator") of Golden State Mutual Life Insurance Company ("Golden State"), to provide legal services concerning Golden State. I make this declaration in support of the Liquidator's Application To Approve Conservation and Liquidation Expenses ("Application").
- 3. I received my license to practice law in California in December 1995, and have practiced law in California continuously since that date. In addition to my law degree, I have a Masters of Science in Applied Economics and a Bachelors of Arts in Economics.
- 4. I have practiced in the area of insurance company conservation and liquidation for the past twelve years, the first four years with the California Attorney General's Office and the past eight years in private practice. I have represented the California Insurance Commissioner regarding the conservations and liquidations of Superior National Insurance Company, Superior Pacific Casualty Company, California Compensation Insurance Company, Combined Benefits Insurance Company, Commercial Compensation Casualty Company, Golden State Mutual Life Insurance Company, HIH America Compensation and Liability Insurance Company, and several other insolvent insurance companies. I also have represented the Oklahoma Department of Insurance, Illinois Department of Insurance and Federal Deposit Insurance Corporation concerning liquidation and asset issues and litigations.

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- 5. With respect to the conservation and liquidation of Golden State Mutual Life Insurance Company, I and my firm Epstein Turner Weiss have provided and continue to provide extensive legal services to the Insurance Commissioner including without limitation advice and litigation services concerning insurance conservation and liquidation, rehabilitation, reinsurance, policy termination, asset liquidation, employment termination, litigations, real estate, renegotiation of lease terms and terminations, Golden State's retirement plan and PBGC issues, private sector employment and employment discrimination claims and litigation matters, the sale of Golden State's book of insurance business, corporate governance, and many other issues and matters pertaining to Golden State.
- 6. The invoices attached as Exhibit 7 are true and correct copies of original invoices submitted by me to the Commissioner for legal services performed during the period March 2010 through June 2010.
- Attached hereto and incorporated herein as Exhibit "11" is a true and correct copy 7. of the Order Appointing Conservator and Restraining Order dated September 30, 2009.
- 8. Attached hereto and incorporated herein as Exhibit "12" is a true and correct copy of the Order Appointing Liquidator and Injunction in Aid of Liquidation dated January 28, 2011.
- Attached hereto and incorporated herein as Exhibit "13" is a true and correct copy 9. of the Court Order Re: Application To Approve Conservation And Liquidation Expenses And Motion To Compel Discovery dated September 13, 2012.
- 10. Attached hereto and incorporated herein as Exhibit "14" is a true and correct copy of the Court Order dated October 26, 2012.
- The delay between the October 26, 2012 Order and the filing of this Revised 11. Application is due to the Commissioner's now dismissed appeal of Judge O'Brien's September 13 and October 26, 2012 Orders. On November 9, 2012, due to Judge O'Brien's non-approval of the fees and expenses of seven consultants/vendors, the Commissioner filed a Notice of Appeal to preserve appellate rights. Thereafter, on November 20, 2012, in accordance with the October 26 Order, the Commissioner filed an Application seeking approval of the expenses for the eight vendors whose expenses were approved in the September 13th Order. However, on January 9,

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thereafter issued a minute order stating that the application is "stayed pending appeal." After further research and review of the Court's September 13 and October 26 Orders, the Commissioner has concluded that the Orders are non-final, non-appealable interim receivership orders for which additional documentation and information can be submitted to support the fees and expenses incurred. Accordingly, on August 29, 2013, the Commissioner dismissed the appeal. Attached hereto and incorporated herein as Exhibit "15" is a true and correct copy 12. of the Court's January 9, 2013 Minute Order. Attached hereto and incorporated herein as Exhibit "16" is a true and correct copy

2013, at the hearing on said Application, Judge O'Brien declined to hear the application on the

basis that the Notice of Appeal divested the superior court of jurisdiction as to all matters

addressed in the Orders including the eight vendors whose fees were approved. The Court

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

of the Commissioner's Request for Dismissal of Appeal filed August 29, 2013.

Executed on this 28<sup>th</sup> day of October, 2013, at Los Angeles, California.

MICHAEL R.	WEIS	

**DECLARATION OF ROBERT NUNNALLY** 

### Declaration of Robert H. Nunnally, Jr.

- I, Robert H. Nunnally, Jr., do hereby make this declaration and declare the following facts to
- 3 be true and correct under the penalty of perjury of the laws of the State of California.
- 4 1. I am Robert H. Nunnally, Jr. I am over the age of eighteen. I am competent to be a witness. I
- 5 have personal knowledge of the facts which I declare, which I acquired through my involvement in
- 6 the matters I address in this declaration. If called upon to testify, I could and would do so.
- 7 2. I graduated with high honors from the University of Arkansas at Little Rock School of Law
- 8 in 1984. I received my license to practice law in the State of Texas in 1984, and in the State of
- 9 California in 1988. I became registered to practice before the United States Patent and Trademark
- 10 Office in 2000. In addition to my law degree, I hold an undergraduate degree in physics from the
- 11 University of Arkansas, located at Fayetteville.
- 12 3. Since 1984, I have worked as a practicing attorney, with an emphasis on insurance company
- 13 insolvency, commercial litigation and intellectual property law. I am currently a limited liability
- 14 partner in Wisener\*Nunnally\*Gold, LLP in Garland, Texas. Prior to my relocation to Garland,
- 15 Texas, I was a shareholder in Rubinstein & Perry, a professional corporation, in Los Angeles.
- 16 California.

- 17 4. Throughout my career, I have assisted insurance regulators who act as receivers of insurance
- 18 companies in rehabilitation or liquidation. I have been extensively involved in
- 19 insurance company transactions which seek to revitalize troubled insurance companies. This
- 20 experience includes my work as co-lead trial counsel with Mr. Steven Green, Esq. of the California
- 21 Attorney General's Office in connection with the Pacific Standard Life Insurance Company
- 22 rehabilitation. In that case, a successful plan of rehabilitation was implemented after court approval
- 23 following a contested trial.
- 24 5. I assisted the California Insurance Commissioner as Rehabilitator of Golden Eagle Insurance
- 25 Company in connection with the rehabilitation plan for Golden Eagle Insurance Company. In that
- 26 role, I served as one of the negotiators of the plan of rehabilitation for the company.
- 27 6. I assisted the Texas Special Deputy Receiver of Universal Insurance Exchange in the drafting
- Declaration of Robert H. Nunnally, Jr. in support of Fee Supplement

- 1 and successful litigation of a contested rehabilitation plan for that company. I handled the
- 2 rehabilitation trial as co-lead counsel, and served as a primary counsel in the drafting of the plan of
- 3 rehabilitation itself.
- 4 7. I am the current lead counsel representing the California Insurance Commissioner in
- 5 connection with the liquidation of the Mission Insurance Company Trust, the Mission National
- 6 Insurance Company Trust and the Enterprise Insurance Company Trust. In that role, I have provided
- 7 a diverse array of services to my client, including, without limitation, serving as lead counsel to the
- 8 Insurance Commissioner as Trustee in connection with the successful sale of solvent subsidiary
- 9 Mission Insurance Company of Texas.
- 10 8. In my litigation practice, I represent insurance liquidators and rehabilitators in connection
- 11 with litigation issues involving director and officer liability, reinsurance litigation, proof of claim
- 12 litigation including the complex coverage matters that can arise in connection with proofs of claim.
- 13 9. I have given seminar presentations and written articles about insurance company liquidation
- 14 and rehabilitation a number of times throughout my career.
- 15 10. In my intellectual property practice, I have experience with the sale and licensing of
- 16 intellectual property, including in particular patents and trademarks. In the copyright realm, I
- 17 provide litigation representation, particularly in relation to intellectual property rights tied up in
- 18 insolvency proceedings. My practice experience includes representation of various creators of
- 19 intellectual property and purchasers of collectible material, including, without limitation,
- 20 independent film-makers, pharmaceutical companies, coin dealers, and authors.
- 21 11. In addition to my professional experience as an attorney, I have direct experience in dealing
- 22 with intellectual property, its licensing, preservation and use. I am the co-owner of the netlabel
- 23 Negative Sound Institute, a creative commons music netlabel which makes music by artists from
- 24 several countries available to listeners under Creative Commons licenses. In addition, I make
- 25 electronic music in my own right under the artist name Gurdonark. My music has appeared in the
- 26 soundtrack to film documentaries, computer games, televised programs, podcasts, and over one
- 27 thousand internet videos released in a variety of formats in a variety of countries. I advocate for

Declaration of Robert H. Nunnally, Jr. in support of Fee Supplement

- 1 employment of a creative commons in which archived media is, with its owners' permission, made
- 2 available for the common use of all within the context of an ordered and systematic copyright
- 3 scheme.
- 4 12. In connection with the Golden State Mutual Life Insurance Company matter, I was asked to
- 5 provide assistance in drafting the successful plan of rehabilitation for the company. I worked with
- 6 Michael Weiss on this project. We managed the work to ensure that no duplication ensued. I helped
- 7 to negotiate aspects of the plan of rehabilitation, to draft its terms, and to assist in the drafting of the
- 8 motion for approval.
- 9 13. I also was asked to provide assistance in evaluating issues related to the preservation of the
- 10 company's historical assets and the realization of funds for the benefit of creditors from the
- 11 company's artwork.
- 12 14. I read an objection to the fee motion which questioned whether my Texas firm could
- 13 properly bill travel time. My firm, located in Garland, Texas, intentionally charges a rate lower than
- 14 the rate customary in Los Angeles, California. I have twenty seven years of experience as a lawyer.
- 15 Yet my billing rate on this matter is \$ 250 an hour, far below the rate of similarly-situated lawyers in
- 16 Los Angeles County. My firm's travel expenses have been paid in this matter, but my overall fees
- 17 and expenses are well under the customary fees and expenses of lawyers of my experience.
- 18 15. I attach as Exhibit "9" and incorporate into this declaration a true and correct copy of my
- 19 firm's invoices for the period April through July 2010, along with what I am informed are approval
- 20 notations by representatives of the Conservation and Liquidation Office. These fees and expenses
- 21 were reasonable and necessary. I am familiar with the rates in the California market due to the fact
- 22 that I practiced there for ten years and still handle a percentage of my caseload in California. The fees
- 23 and expenses my

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Declaration of Robert H. Nunnally, Jr. in support of Fee Supplement

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3	firm has charged are below-market fees and reasonable expenses.
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5	I hereby declare the foregoing facts to be true and correct under the penalty of perjury of the laws of
6	the State of California on this day of August, 2012.
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8	AND REPORT OF THE ADDRESS OF THE ADD
9	Robert H. Nunnally, Jr.
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Declaration of Robert H. Nunnally, Jr. in support of Fee Supplement

# EXHIBIT 1

Golden State Mutual Life Insurance Co. Operating and Consulting Expense Summary

1	rtion ation	ment,	niture	[		,		onses,
Scope of work	Co-counsel, provided legal services including but not limited to: Solicitation letters, RFP packages, real estate leases and purchase & sale agreements. EEOC matters, enhabilitation plan, and assumption einsturance agreements, avural ownership dispute, Fine art solicitation process, Conservation & Liquidation hearings	Legal coursel, providing legal support including: Rehabilitation Plan & Assumption Agreement, Fine Art RFP Including completing the UCLA archival project	Provided consulting services, to dispose of various assets, including but not limited to Furniture fetures & Equipment (FF&E); compare or equipment and unneeded waste, organising and inventorying GSM's fine art collection and historic materials. Distributed the fine art RFP includes and provided tours of the art work.	Provided professional packaging and transportation of GSM's fine art and historic material from the Home office to off-site storage	Art Movers provides climate controlled storage for GSM's fine art material and historic artifacts	Provided temporary amployment help to box, inventory, and removed records from GSM/s home office prior to vacating the office	Real Estate and Commercial Mortgage consulting services, including but not limited to soliciting prospective purchasers of GSM's commercial mortgage portfolio, and various commercial properties owned by GSM.	The CLO's staff managed the Conservation & Uquidation of GSM including but not limited to. Solicitation and RPP process for GSM's book of business, marstaling assets, reducing expenses, disposing of assets, consolidating district offices, maintaining premium cash flow, reducing policy faulter surreaders, successfully completing the Sale of GSM's insurance and mortgage business, and protecting GSM's policy holders.
Balance to be Approved	\$ 912,053.30	\$ 57,019.94	\$ 69,285.10	\$ 6,740.47	\$ 10,198.71	\$ 46,289.56	\$ 313,292.19	1,586,348,91
Expenses approved by Court on 4/28/10	\$ 44,139.71	\$	•	10.			\$ 3,740,65 \$	\$ 139,631.50 \$ \$ 189,572.06 \$
Inception to Date September, 2009 - December, 2011	10.881,838	57,019.94	69.255.10	6,740,47	10,198.71	46,189.56	317,033.04	1,725,040.41
Pees & Exp. 2011 YTD	421,666.20	15,834,34		1,421.00	9,731.00	400000000000000000000000000000000000000	50,390.54	744,845.45
Fees & Exp. 2010 YTD	443,985,36	41,185.60	54,972,28	5,319.47	467.71	46,189.56	215,047.62	702,696,66
Fees & Exp. 2009 YTD	92,542.45		14,282,82				11,594.88	278,498.30 396,917.45
Rates	\$150 - \$295 per bour	\$250 per hour	\$100 per hour	\$49 per hour	\$744 per month for storage	\$21.88 - \$67.70 per hour	\$149-\$250 per hour	\$137.95 per hour
Consultant/Firm Name	Epstein Turner Welss	Wisener Nunnally Gold, LLP	Joshua Solomon	Cookes Crating	ART Movers	Utimate Staffing	Kone Corporation TOTAL	CLO

EXHIBIT 2

Golden State Mutual Life Insurance Co. Operating and Consulting Expense Summary

Consultant/Firm Name	Invoice	Invoice Sample Total	Ξ.	Total Expenses
Epstein Turner Weiss	٧٠	161,435.09	vs.	958,193.01
Wisener Nunnally Gold, LLP	₩	57,019.94	₹7-	57,019.94
Joshua Solomon	⋄	33,580.10	₩	69,255.10
Cookes Crating	₩	6,740.47	⋄	6,740.47
ART Movers	⋄	10,198.71	⋄	10,198.71
Ultimate Staffing	<b>⋄</b>	46,189.56	\$	46,189.56
Kane Corporation	w	89,766.03	\$	317,033.04
TOTAL	⋄	404,929.90	₩.	1,464,629.83
CLO	❖	175,621.34	<b>የ</b> ጉ	1,726,040.41
Totals		580,551.24		3,190,670.24

EXHIBIT 3



### CONSERVATION & LIQUIDATION OFFICE

P.O. Box 26894 San Francisco, CA 94128-0894 Tel: 415.678.5000 Fax: 415.676.5002

August 9, 2010

Golden State Mutual Insurance Company 1999 West Adams Boulevard Los Angeles, CA 90018-3514

### Invoice

For services rendered/expense reimbursement for the month of June 2010:

(document support details on following pages)

Staffing - CLO Employees	\$	27,942.58	
Department of Insurance charges		868.75/	63 B 10 100
Department of Justice charges		5,865.00	PALD
Travel Expense to GSM offices		9701.07/	7/202
Courier & Postage		19.21	
Accounting & Audit		48.00	
Investment Expense	. Kammata a a a a a a a	100.53 /	
Subtotal Less: Previous billing adjustment Total	\$	44,545.14 3,000.00 41,545.14	
		Λ	

Please make your remittance payable to "Conservation and Liquidation Office." If you have any questions or need additional information, please contact the undersigned. Thank you.

Sincerely,

Regina Alava Conservation & Liquidation Office (415) 676-5083

Jooted & will post which which with 8/10/2010. Serving the California insurance Commissioner

### Attachments to June 2010 Golden State Mutual service billing

### June 2010 Direct Hours Detail for Golden State Mutual code 996:

(W) 201.5 hours x \$138.6729= \$27,942.58

Estera/Pay (1) Month PayPeriod	\$486 1.7 6	•	2010 CLO	Total Ho	urs - By Employe	C As of 6/30/3010
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Jeung, Cecilla			1.50		1.50	
tleng, Shaorong			1,25		1.25	
Minchan, Ray	2.50				2.50	
Mojabl, Mohammed		1.00			1.00	*
Pearce, Scott	120.50				120,50	
Vass, Michele				35.75	36.75	
Wilson, David	35.00			30,73	35.00	
Yim, Winnle			1,00		1.00	
(रजली किएक)	158.00	1.00	5.75	36.75	101.50 (1)	

### June 2010 DOI Detail for Golden State Mutual code 996:

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Taial Sylvia		4.25		\$149.75		

### June 2010 DOJ Detail for Golden State Mutual code 996:

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Serving the California Insurance Commissioner

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Serving the California insurance Commissioner

50: 100.53

June 2010 Previous billing adjustment for 996: April billing total was \$3,000 more than detail. The June bill will is reduced for this overpayment received by the CLO.

		Invoice
H	79	I
	For services rendered/expense reimbursement	for the month
	of April 2010:	

(document support details on following pages)

Staffing - CLO Employees	\$	25,676.95	
Department of Insurance charges		903.50	
Department of Justice charges		3,060.00	
Travel Expense to GSM offices		5,923.51	
Office Supplies and Courier		261.11	
Accounting & Audit		442.00	
Investment Expense	,	71,15	1. wand
Total	<b>S</b> :	39,338.22	> fooling EDEN



### CONSERVATION & LIQUIDATION OFFICE

San Francisco, CA 94126-0894 Tel: 415.676.5000 Fax: 415.676.5002

September 7, 2010

Golden State Mutual Insurance Company 1999 West Adams Boulevard Los Angeles, CA 90018-3514

### Invoice

For services rendered/expense reimbursement for the month of July 2010:

(document support details on following pages)

Staffing - CLO Employees	\$	24,759.52 M 556.00
Department of Insurance charges		
Department of Justice charges		1,062.50 7,134.48 9,14
Travel Expense to GSM offices	•	7,134.48
Office Supplies and Courier		9,14
Accounting & Audit		22.00
Investment Expense		339.54
Total	\$	33,883.18

Please make your remittance payable to "Conservation and Liquidation Office." If you have any questions or need additional information, please contact the undersigned. Thank you.

Sincerely,

Regina Alava Conservation & Liquidation Office (415) 676-5083

David E. Wilson, SDIC, Conservator

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with support. 14/2010

Serving the California insurance Commissioner

### Attachments to July 2010 Golden State Mutual service billing

July 2010 Direct Hours Detail for Golden State Mutual code 996:

179 hours x \$138.32135= \$24,759.52 pt

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Jeung, Cecilia		,			1.00		1,00	-	
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Mojabi, Mohammed				1.00			1.00		
Padway, Carol			5.50				5.50		
Pearce, Scott	78.	00					78.00	-	
Vass, Michele		•••				63,75	63.75		•
Wilson, David	17.	75					17.75	<b>-</b>	
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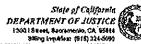
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# July 2010 DOI Detail for Golden State Mutual code 996; vendor code 2993 \$556.00 vendor code 2993

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# July 2010 DOJ Detail for Golden State Mutual code 996; vendor code 669 6.25 hours @170.00= \$1,062.50

EDMUND G. BROYN JR. Alloracy General



		•			Men: (816) 324-5	
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July 2010 Travel Expense Detail for Golden State Mutual code 996: \$8,128.42 July g/l - \$6,559.97 billed in June for July + \$5,439.03 August \$1,978.50 July g/l - \$1,851.50 billed in Jun for July =\$7,134.48

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July 2010 Travel Expense Detail for Golden State Mutual code 996 cont'd: Comparison - Work With Account Ledger Close Eorm Row Regart Tools Account 998.65019.2 Travel-Non-employee 07/01/2010 Ledger Type 1 AA General Ledger From Date \* Ledger Type 2 Thru Dale 4 07/31/2010 Type/Subledger Ouposted ( Posted Customize Gitt | Grid Format Name 1 . Records 1 - 22 i □ 120 Ty G/L Explanation LT 1 Debit Amount Explanation Humber Date Remark. STOCKOUCHOU HUUD ULRED-UUICAL 1348 UUT 10 UTTS ITZ... PRITETICAL EXPLESS - 0001 01, Version: Z30E0001 305.40 77329 00715 07/31/2... American Express - 0001 378298627801008 05/28-06/24/10 15,00 PV 77329 00715 07/31/2... American Express - 0001 378298527801008 05/28-06/24/10 305,40 P٧ 77329.00715 07/31/2... American Express - 0001 379298627801009 05/28-06/24/10 77329 00715 07/31/2... American Express - 0001 378298627801008 05/28-06/24/10: 15.00 P٧ 77329 00715 07/31/2... American Express -0001 378298627801008 05/28-06/24/10 P۷ 191,40 77329 00715 07/31/2... American Express - 0001 379298627801008 05/28-06/24/10 15.00 ₽V 77329 00715 07/31/2... American Express - 0001 378298627801008 05/28-06/24/10 223,40 P٧ 77329: 00715 07/31/2... American Express - 0001 379298627801008 05/28-06/24/10 15.00 PV 77329: 00715 07/31/2... American Express - 0001 378298627801008 05/28-06/24/10 P٧ 179,40 77329 00715 07/31/2... American Express - 0001 379298527901008 05/28-08/24/10 PY 15.00 77329 00715 07/31/2... American Express - 0001 376298627601008 05/29-06/24/10 179.40 : PV PV 77329; 00715 07/31/2... American Express - 0001 378298627801008 05/28-86/24/10 16.00 PΥ 77329 00715 07/31/2... American Express - 0001 370298627801008 05/28-06/24/10 179.40 77329: 00716 07/31/2... American Express - 0001 378298627801008 05/28-06/24/10 PΥ 15,00 77484 00715 07/31/2... American Express - 0001 378298627801008 08/26-07/25/10 45.00 ΡV 77484 00715 07/31/2... American Express - 9001 378298627801008 08/26-07/25/10 15.00 βV 77484: 00715 07/31/2... American Express - 0001 378298627801008 06/26-07/25/10 67.00 PV

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# July 2010 Investment Pool Interest Expense for 996:

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### CONSERVATION & LIQUIDATION OFFICE

P.O. Box 25894 San Francisco, CA 94126-0894 Yel: 415.676,5000 Fax: 415.676,5002 www.cado.org

October 14, 2010

Golden State Mutual Insurance Company 1999 West Adams Boulevard Los Angeles, CA 90018-3514

### Invoice

For services rendered/expense reimbursement for the month of August 2010;

(document support details on following pages)

Staffing - CLO Employees	\$ 28,868,10
Department of Insurance charges	69.50
Department of Justice charges	1,912.50
Travel Expense to GSM offices	2,273.50
Office Supplies and Courier	91.20 /
Investment Expense	 -63.67

[] 8/705 []

Total

\$ 33,151.13

Please make your remittance payable to "Conservation and Liquidation Office." If you have any questions or need additional information, please contact the undersigned. Thank you.

Sincerely,

Regina Alava Conservation & Liquidation Office (415) 676-5083

APPROVED:

David E. Wilson, SDIC, Conservator

Date Date 10/15/10.

MUNICIPALITY (0/21/2010)

# Attachments to July 2010 Golden State Mutual service billing

# August 2010 Direct Hours Detail for Golden State Mutual code 996:

207.83 hours x \$138.9024684= \$28,868.10/

A Estate/Pay ID	996 14	С	Ď	Ė`	F	G .	Ħ	ŧ
Month PayPeriod	(AII)   +		2010 CLC	Total Ho	ours - B	y Employee		As of 8/31/2010
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Alava, Regina			•	3,25	······································	3.25		
Crothers, Jennelie			8.00			8.00		
Jeung, Cecilla				1.58		1,58		
Llaug, Shaorong				1.00		1.00		
Minchan, Ray	1.50					1.50		
Mojabl Mohammed			1.00			1.00		
Padway, Carol		4.75				4.75		
Pearce, Scott	133,00					133.00		
i Vass, olichele					15.50	15.50		
i Wilson, David	37.00				,	37.00		ζ.
Yim, Winnle				1.25	·	1.25		
Grand Total	171,50	4.75	9.00	7.08	15.50	207.83		

# August 2010 DOI Detail for Golden State Mutual code 996; vendor code 2993 \$69.50

CTS Report - All Estates ( 01-AUG-10 and 31-AUG-10 ) Stated by ESTATE Printed: 04-007-18 89-74-59 Golden Kagle Insurance Company Total Estate Golden State Mutual Life Insurance Company 796 Day worked Assent Description 01-AUG-10 131 49.50 sint separit matter forel Coplayer 9.40 665.50 farel Patara 9.30 \$89 SO /

# August 2010 DOJ Detail for Golden State Mutual code 996: vendor code 669 11.25 hours @170.00=\$1,912.50

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# August 2010 Travel Expense Detail for Golden State Mutual code 996: \$2,191.50 September accrual +\$82.00 September accrual =\$ 2,273.50

Trial Balance / Ledger Comparison - Work With Account Ledger Regort Tools Account 998.65018.1 Travel-Employee Ledger Type 1 ۸۸ General Ledger From Date -09/01/2010 LedgerType 2 Thru Date × 09/30/2010 Type/Subledger Posted OUnposted OAH 49,393,85 Records 1 - 15 Customize Grid | Grid Format Namet + Do Ty Doc Doc GIL D 88 Explanation LT ŧ Date Explanation Amount PV 77803 00715 09/30/2... American Express - 0001 378298627801008 07/28-08/25/10 333,40 77803 00715 09/30/2... American Express - 0001 378298627801008 07/26-08/25/10 893,20 PV 77803 00715 09/30/2... American Express - 0001 378298627801008 07/26-08/25/10 688.80-PΥ 77803 00715 09/30/2... Amorican Express -0001 378298627801008 07/26-08/25/10 305.40 77803 00715 09/30/2... American Express - 0001 378298627801008 07/28-08/25/10 15.00 PV 77803 00715 09/30/2... American Express - 0001 378298627601009 07/26-08/25/10 311.40 P٧ 77803 00715 09/30/2... Amarican Express - 0001 378298627801008 07/26-08/25/10 15.00 77803 00715 09/30/2... American Express - 0001 378298827801008 07/26-08/25/10 311,40 PV 77803 00715 09/30/2... American Express - 0001 378298627801008 07/26-08/25/10 15.00 77884 00716 09/30/2... Wilson, David Travel 09/01-02/10 401.98 ₽V 77890 00715 09/30/2... Crothers, Jennelle Travel Exp 09/15/10 46.25 ₽V 77920 00716 09/30/2... Crothers, Jennelle Travel Exp 09/09/2010 84.28 77921 00716 09/30/2... Crothers, Jennelle Travel Exp 09/21/2010 188.01 Column Total 2,191.50 Ledger Total 2,191.50 Trial Balance / Ledger Comparison - Work With Account Ledger Select Bow Form Regart Tools 饠 Account 996,65018.2 Travel-Non-employee Ledger Type 1 44 General Ledger From Dale \* 09/01/2010 Ledger Type 2 \* eleC unit 09/30/2010 Type/Subledger Posted O Unposted OAR YTO 7,766.70 Records 1-4. Customize Grid | Grid Format liame 1 4: Uo Ty Explanation LT # Explanation -Remark-Amount 77803 00715 09/30/2... American Express - 0001 378299627801008 07/26-08/25/10 87.00 77803 00715 09/30/2... American Express - 0001 378288627801008 07/28-08/25/10 15.00 Column Tolat 82.00 Ledger Total 82.00 (A)

Serving the California Insurance Commissioner

20.427350

August 2010 Courier and/or Postage Expense for 996; \$4.84+86.36=\$91.20

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August 2010 Investment Pool Interest Expense for 996:



### CONSERVATION & LIQUIDATION OFFICE

San Francisco, CA 94126-0894 Tel: 415.676,5000 Fax: 415,676,5002

November 16, 2010

Golden State Mutual Insurance Company 1999 West Adams Boulevard Los Angeles, CA 90018-3514

### Invoice

For services rendered/expense reimbursement for the month of September 2010:

(document support details on following pages)

Staffing - CLO Employees	\$	41,969.22
Department of Insurance charges		-36.00
Department of Justice charges		3,272.50
Travel Expense to GSM offices		21,705.78
Office Supplies and Courier		50.87
Investment Expense		3.52
Accounting & Audit	<del> </del>	76.00
Total	\$	67,041.89

Please make your remittance payable to "Conservation and Liquidation Office." If you have any questions or need additional information, please contact the undersigned. Thank you.

Sincerely,

Regina Alava Conservation & Liquidation Office (415) 676-5083

David E. Wilson, SDIC, Conservator

570309-00-0000-11

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# Attachments to September 2010 Golden State Mutual service billing

# SENIEMBER 2010/DITECT HOUT DEBUTO'S CONTERS LATE MUTHALISTE SPECI

257.5 hours x \$162.9873= \$41,969.22

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.Employee name .*	11	31	1.5	<u> </u>	4?	orand Total	
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Elkios, Susan A.					0.25	0.25	
Leung, Cecilia				1.28		1.25	
Liang, Shaptong				2.25		2.25	
Mojabi, Mohammed			57,00			57.00	
Ocampo, Mary Anne	1,00					1.00	
Padway, Carol		5.25				5.25	
Pearce, Scott	121.00				- 1	121.00	
Vass, Michele					7.50	7.50	
Wilson, David	26.50					26.50	
iYini, Winnie	2			1.50	i	1.50	
Grand Total	148,50	5,251	89.00	7.00	7.75	257.50	

September 2010 DOI Detail for Golden State Mutual code 996; vendor code 2993 \$-36.00 Change in accrual v. paid amount no new charges in Sept 2010 and Oct 2010.

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# September 2010 DOJ Detail for Golden State Mutital coile 996; vendor code 669 19.25 hours @170.00= \$3,272.50

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### Summary of Legal Services

As of Sep 30, 2010

Client Agency #1 03351 Client Company Names Department of Insurance Client Full Names Conservation & Equidation Billing Constants 100.00%

Professional Type: Attorney

Rate: 4170.00

Area of Laws CV-8&T:130

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September (accrye Oct) 2010 Travel Expense Detail for Golden State Mutifal code 996. \$21,516.38 October accrual +\$189,40 October accrual =\$ 21705.78 Trial Balanco / Ledger Comparison - Work With Account Ledger four Regart Look Esta Esta tAccount 928.85016.1 Travel-Employee \*LedgerTyps 1 MA General Ledger 110/01/2010 Ledger True 2 VA. Gegeral Ledger Toru Dole . 10/3 1/2010 [T]pa/Subledger Ï OUnposted | O Posted ÓM " in 040 25 in the same property of the company · 🗆 🐼 🛱 10 77984" 00715 10/31/2 - American Express - 0001 378298627801008 08/26/09/26/10 174.40 (2) 'PV i 🗆 77484 00716 10/31/2... American Excress - 0001 376208627801000 08/28/09/25/10 159.40 159,40 PV 77984 00715 10/31/2., American Express - 6001 378288627801008 08/26-09/25/10 15.00 15.00 . **!** 🗆 . [7] 77864 00715 10/31/2... American Express - 0001 379288927801008 58/26-08/25/10 159,40 158.40 ... PV 77984 00716 10/31/2... American Express - 9001 378298627801008 08/28-08/25/10 10 16.00 16.000 ... è۷ 77984 00716 10/31/2. American Express - 0801 378298627601008 08/28-09/25/10 \$50.40 169.40, ío 77984: 00718 10/31/2., American Express - 0001 378298827801989 08/28-09/25/10 16.00 77884 00715 10/31/2., American Express - 0001 376298627601008 09/26-09/25/10 , ₽V 150.40-10 ļ 🗅 P۷ 77964 00718 10/31/2... Anterican Express - 0001 378288627801809 09/26-00/25/10 139 40 159.40 77584 00716 10/31/2., American Signess - 0001 379299827601008 09/28-09/28/10 15.00 15,00 iΠ ,PV 77994 00715 10/31/2... American Express - 0001 378298627801998 09/26-09/25/10 150.40 169.40. PV 77984 00715 10/31/2... American Express - 0001 378208827801808 00/28-09/25/10 15.00 16.00 10 77964 50715, 10/31/2... American Express - 0001 378298627601008 08/28-09/25/10 159.40 159.40 :0 . 🗆 PV 77964; 60715 10/31/2... American Explana - G001 378298627801008 08/26-09/25/10 15,00 15,00 Þý 77984'00715 to/31/2\_ Anterican Express - 0001 378298627801008 08/28 00/26/10 232.40 232,40 : 🗆 a .PV 77084 00716 10/31/2... American Express - 0001 378398627801009 08/26-09/28/10 15.00 15.00 77984 00715 10/31/2. American Express - 0001 379298627801008 08/26/09/25/10 PV F 219.40 216.40 : C 77964 00715 10/31/2. American Express - 0001 376298627801008 08/26-09/25/10 219.40 219,40 i Trial Balance / Ledger Comparison - Work With Account Ledger (1) (7) DO6,85018 1 Travel Employee Account Ganeral Ledger From Date 110/01/2010 Ladger 1)24 1 AÁ Thru Date -Legger Type 2 General Leddor 110/31/2010 (T)pe/Subledger 70,910,23 Deleg ( O Unposted That had the transfer of the control of the control of the control of the format Name of San Control of the Con TEMPORAL SEALURY 白腳器 ውሌ በተመ 15.00 2 15.00 77064 00716 10/31/2... American Express - 0001 376288627801008 08/26-69/25/10 ia PV 15.00 15.00 77984 00715 10/31/2., American Express - 0001 378298527801008 08/26-09/25/10 ; 🔾 p٧ 77984 00715 10/31/2. American Espresa : 0001 378298527801008 08/28-08/25/10 311.40 311.40 Pγ 10 77984 00716 10/31/2... Fmerican Express - 0001 378288627801008 08/26-08/25/10 15 00 15,00 PΥ 15.00 1500 77964 00715 10/31/2., American Express - 0001 376299527801008 06/25-09/25/10 10 FV 77984 00715 10/31/2. Amedican Express - 0001 37828827801008 09/28-09/25/10 311.40 311.40 10 77001 00715 10/31/2... American Express - 0001 376298827801008 09/26-09/26/10 15.00 15.00 ICI 77984 00715 10/31/2., American Express - 0001 378298827801008 08/28-08/25/10 311.40 31140 ; 🗆 77984 00715 10/31/2... American Express - 0001 378299827801008 08/28-08/28/10 15.00 15.00.19 10 77864 80716 10/31/2. American Express - 0001 378288827801008 08/28-09/26/10 285,40 285.40 10 ۴V 15.00 15.00 77984 00715 10/31/2... Armenten Express - 0001 378288827601008 08/28-09/25/10 PV 10 77964 00715 10/31/2., American Express - 0001 378298697861008 08/26-09/25/10 15 00 15,00 ICI 31140 211.40 77964 00715 10/31/2... American Express - 0001 378298627801008 08/28-09/25/10 PV 15.00 15.00 77964 00715 10/31/2... American Express - 0001 378299627601000 08/26-09/25/10 ά ۴Y 77864; 00715 10/31/2... American Express - 0001 379298527801008 08/25-08/25/10 15,00 15.00 : [] Travel Exp 09/20/10 100.10 100.18 37888 00715 10/31/2. Orethers. Jennette ۴V 144.51 144.61 78058-00715-10/31/2, Crothers, Jennelle Travel Exp 10/06/10 ÞΨ ı 🗆 88.05 86.05 Travel Exp 10/12/10 78057 00715 10/31/2., Crothers, Jannelle 

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August 2010 Investigent Pool Interest Expense for 996;

# August 2010 Threstment Pool Interest, Expense for 996

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EXHIBIT 4

LAW OFFICES OF

## EPSTEIN, TURNER & SONG

DAVID B. EPSTEIN
JONATHAN M. TURNER
LAWRENCE J. SONO
MICHAEL R. WEISS
GAIL E. WISE
ROBYN L. IKEHARA
SHIVA S. DAVOUDIAN

A Professional Corporation
777 S. Figueroa Street, Suite 4950
Los Angeles, California 90017
Telephone: (213) 861-7487
Fax: (213) 861-7488

March 23, 2010

VIA U.S. MAIL

Chief Estate Trust Officer Attention: Scott Pearce 1999 West Adams Blvd. Los Angeles, California 90018

RE: In

Invoice #7084 |

Golden State Mutual Life Insurance Company

Dear Mr. Pearce:

Enclosed is our bill for fees and expenses incurred in the referenced matter through February 28, 2010. I have reviewed the bill and approve the billing statement, and have determined that it complies with the Legal Services Agreement entered into regarding this matter.

Very truly yours,

MICHAEL R. WEISS

MRW:jbh

Enclosure

G:\GRPAICASES\204-410-04Billing\122809 Wilson - Peb 2010 Billing Cover Letter.doc

PAID

Epstein, Turner & Song
777 S. Figueroa Street
Sulte 4950
Los Angeles, CA 90017
(213) 861-7487
Tax ID 95-4673902

February 28, 2010

02/02/2010

Golden State Mutual Life Insurance Company	У
Scott Pearce	•
Chilef Estate Trust Officer	
1999 West Adams Blvd.	
Los Angeles, CA 90018	

Invoice# 7084 MRW Our file# 204410 00004 Billing through 02/28/2010

0.25 hrs.

73.75

### Golden State Mutual Life Insurance Company

		invoice dated January 31, 2010 ce last invoice	\$26,256.8 26,256.8		
Accounts rece		lance carried forward	\$0.0	0	
02/01/2010		Evaluate signed termination agreement power of attorney from Beaumont land prepare email to Holloway re Wilson	dlord,	0.20	hrs.
02/01/2010	MRW	Evaluate phone message from Mackli		0.50	hrs.

02/01/2010	MRW	Evaluate signed termination agreement and power of attorney from Beaumont landlord, prepare email to Holloway re Wilson signature	0.20 hrs.	59.00
02/01/2010	MRW	Evaluate phone message from Macklin re persons to be interviewed, review GSM response re information on persons, prepare email to Holloway requesting information	0.50 hrs.	147.50
02/01/2010	MRW	Evaluate email from Linda Theobald at Pitney Bowes re lease reduction options; calculate monthly payment amounts to match to GSM information; prepare email to Holloway and Donovan re same	1.10 hrs.	324.50
02/01/2010	MRW	Review declarations, points and authorities, notice re EBOC application	1.20 hrs.	354.00
02/01/2010	MRW	Prepare proposed order re EEOC application	0.60 hrs.	177.00
02/01/2010	MRW	Phone conference with David Wilson re evaluation of bids	0.20 hrs,	59.00
02/02/2010	MRW	Conference at GSM with landlord re parking lot issues; conference with Holloway and Wilson re bid evaluation	3.00 hrs.	885.00
02/02/2010	MRW	Prepare letter to West Adams landlord with rent	0.25 hrs.	73.75
02/02/2010	MRW	Review payment of property taxes, prepare email to West Adams landlord with proof of payment	0.20 hrs.	59.00
02/02/2010	MRW	Evaluate email from West Adams landlord re parking lot inspection, respond to same	0.10 hrs.	29.50
			A A # 1	70 75

MRW Conference with RLI re research on

204410	Instranc	ce Commissioner	Invoice#	7084	Page	2
02/02/2010	MRV	mutualization  W Evaluate email from M. Smith re of status report hearing	e continuance	0.10	hrs.	29.50
02/02/2010	MRV	_		0.75	hrs.	221.25
02/02/2010	MRW	•	with	4.00	hrs.	1,180.00
02/02/2010	MRW	-	e information	0.20 1	hrs.	59.00
02/02/2010	MRW		dization	0.25	hrs.	73.75
02/02/2010	MRW			0.50		147.50
02/02/2010	MRW		nalization	2.20 H		649.00
02/02/2010	RLI	<del>-</del>	uanzanon	1.40 H		
		Legal research re procedure for de-mutualization of insurance co.				350,00
02/03/2010	MRW	Prepare letter to Beaumont landle Amendment and rent	ord with Lease	0.30 f	ırs.	88.50
02/03/2010	MRW	Conference at Golden State re ev bid proposals	aluation of	7.50 h	nrs. 2	2,212.50
02/03/2010	MRW	Evaluate lease amendment from (	Charlotte	0.30 h	urs.	88.50
02/04/2010	MRW	Phone conference with IA represe	entatives re	0.90 h	ırs.	265.50
02/05/2010	MRW	Prepare bid selection criteria com deficiencies memo for Liberty Ba	_	2.50 h	rs.	737.50
02/05/2010	MRW	Evaluate request for continuance from M. Smith re Status Report h	documents	0.20 h	rs.	59.00
02/07/2010	MRW	Prepare bid selection criteria com deficiencies memo for North Card	pliance and	1.30 h	rs.	383.50
02/07/2010	MRW	Prepare bid selection criteria com deficiencies memo for Manhattan	pliance and	1.20 h	rs.	354.00
02/07/2010	MRW	Prepare bid selection criteria comp deficiencies memo for Connecticu	pliance and	0.75 h	rs.	221.25
02/07/2010	MRW	Evaluate Insurance Code insolven provisions, cases re mutualization company	cy	1,40 h	rs.	413.00
02/08/2010	MRW	Prepare bid selection criteria comp deficiencies memo for IA America		0.80 hi	rs.	236,00
02/08/2010	MRW	Revise bid selection criteria memo		0.50 hr	·s.	147,50
02/03/2010	MRW	Prepare email to Holloway with bi		0.20 hr		59.00
02/08/2010	MRW	criteria memos Prepare email to Eva Ott at InSour of final invoice	ce re status	0.20 hr	'S.	59.00
02/08/2010	MRW	Evaluate Invoice from B. Ott re In Agreement, draft release paragraph Invoice		0.40 hr	'S.	118.00

204410		Commissioner Invoice#		Page		
02/08/2010	MRW	Evaluate email from M. Smith re Status Report hearing; coordinate secretary re same	0.10	hrs.	29.50	
02/08/2010	MRW	<del>-</del> . ,	0.75	hrs.	221.25	
02/08/2010	MRW	*	0.10	hrs.	29.50	
02/08/2010	MRW		0.50		147.50	
VEI VVI EVXV		Charlotte property; prepare email to broker re revisions				
02/08/2010	MRW	Evaluate email from Donovan re alternatives regarding the mortgage portfolio for IA's bid	0.20		59.00	
02/09/2010	MRW	Commissioner hearing	0.25		73.75	
02/09/2010	MRW	Leave message for D. Macklin at Chicago Human Relations re information requested from GSM	0.10	•	29.50	
02/09/2010	MRW	Evaluate invoice from InSource with release language, prepare email to Holloway re payment	0,25	hrs.	73.75	
02/09/2010	MRW	Phone conference with Harrington re preparation for Labor Commissioner hearing	0.10	hrs.	29.50	
02/09/2010	MRW	Evaluate email from Donovan re bid discrepancies in IA bid	0.10	hrs.	29.50	
02/09/2010	MRW	Prepare for hearing at Oakland labor commissioner re Cartwright matter, review DLSE procedures, outline anticipated testimony	1.60		472.00	
02/09/2010	MRW	Prepare email to Holloway re EEOC settlement application	0.10		29.50	
02/09/2010	MRW	Revise Second Amendment to Lease for Charlotte property, prepare email to Holloway re same	0.25		73.75	
02/09/2010	MRW	Phone conference with Labor Commissioner Danny Gee re Childs matter	0.10		29.50	
02/10/2010	MRW	Labor Commissioner's Hearing on R. Cartwright matter in Oakland; conference with Holloway et al re IA bid	12.30		3,628.50	
02/11/2010	MRW	Phone conference with Holloway re landlord's inspection of murals	0.20		59.00	
02/11/2010		Phone conference with B. Ascher re mural inspection	0.25 1		73.75	
02/11/2010		Review and respond to email from Henderson re same	0.10 1		29.50	
02/11/2010		Evaluate collection agency agreement; conference with Holloway re same; leave message for agency re needed revisions to comply with California insurance statutes	0.40 1		118.00	
02/11/2010	MRW	Conference with Holloway, Pearce, Donovan and IA representatives re bid review questions;	2.70 1	hrs.	796.50	

204410	Insurance	e Commissioner Invoice	e# 7084	Page	e 4
02/11/2010	MRW	Phone conferences with landlord's representative and attorney re visual inspection of murals		0 hrs.	59.00
02/11/2010	MRW		n 0.1	0 hrs.	29.50
02/11/2010	MRW	Review and respond to emails with H. Henderson scheduling the mural visit	0.2:	5 hrs.	73.75
02/11/2010	MRW	Evaluate email from Donovan re errors in bic criteria memos, revise, email to clients	1 0.46	) hrs.	118.00
02/11/2010	MRW	Evaluate la Transport	0.40	hrs.	118.00
02/12/2010	MRW	Conference at GSM with landlord's historical architect and conservators re murals,	3.75	hrs.	1,106.25
02/12/2010	MRW	Phone confernece with Holloway re mural inspection	0.10	hrs.	29.50
02/12/2010	MRW	Review and respond to email from Donovan a sale of 2706 property	re 0.10	hrs.	29.50
02/14/2010	MRW	Prepare letter to OneSource with final invoice payment	0.30	hrs.	88,50
02/14/2010	MRW	Further revise Charlotte rent agreement	0.40	hrs.	118.00
02/15/2010	MRW	Phone conference with C. Mulhollin re collection agreement	0.20	hrs.	59.00
02/15/2010	MRW	Byaluate email from Peter Kane and sale agreement for Long Beach property; prepare email to Kane re CAR agreement	0.50	hrs.	147.50
02/15/2010	MRW	Legal Research re Commissioner's subpoena power re	0.70	hrs.	206.50
02/16/2010	MRW	Evaluate and revise CAR sale agreement for Long Beach property	0.70	hrs.	206,50
02/16/2010	MRW	Phone conference with C. Mulhollin re collection agreement	0.10	hrs.	29.50
02/16/2010	MRW	Review and revise collection agreement	0.60	hrs.	177.00
02/16/2010	MRW	Phone conference with P. Kane's office re purchase agreement	0.10		29.50
02/16/2010	MRW	Phone conference with Donovan re same	0.10		29.50
02/16/2010		Phone conference with J. Winter re continuance request	0.10	hrs.	29.50
02/16/2010	**	Phone conference with E. Safaie re film crew in the parking lot; phone conference with Holloway re same	0.40	hrs.	118.00
02/16/2010		Prepare email to C. Mulhollin with revised collection agreement; prepare comparison version of revised agreement	0.30	hrs.	88.50
02/17/2010		Review and revise purchase agreement for Long Beach property; emails to Donovan and Jackson; phone conference with same re	1,20	hrs.	354.00

204410	Insurance	e Commissioner	Invoice#	7084	Page 5
		revised agreement			
02/17/2010	MRW	Phone conference with D. Mackli Chicago re settlement offer, prepa Holloway re same		0.20 hrs.	59.00
02/17/2010	MRW	Prepare email to Holloway with E settlement application; prepare en attorney and Hairston re signing s agreement	nail to EEOC	0.30 hrs.	88.50
02/18/2010	MRW	Prepare email to Holloway with C Lease amendment	Charlott <del>e</del>	0.10 hrs.	29.50
02/18/2010	MRW	Review and respond to Donovan's EEOC settlement	questions on	0.10 hrs.	29.50
02/18/2010	MRW	Review and respond to several em EEOC attorney re settlement	ails from	0.25 hrs.	73.75
02/18/2010	MRW	Review approval from Wexford of agreement, prepare email to Hollo revised agreement		0.20 hrs.	59.00
02/18/2010	MRW	Phone conference with Holloway issue	re retirement	0.30 hrs.	88.50
02/18/2010	MRW	Phone conferences with Donovan settlement; review and respond to same		0.25 hrs.	, 73,75
02/18/2010	MRW	Phone conference with Wilson, Ho IA representatives re bid	olloway and	1.00 hrs.	295.00
02/19/2010	MRW	Prepare email to Wexford re signe agreement	d collection	0.20 hrs.	59.00
02/19/2010	MRW	Prepare email to Charlotte landlord second amendment to lease	I re signed	0.20 hrs.	59.00
02/19/2010	MRW	Evaluate emails from P. Kane's off property	ice re 2706	0.20 hrs.	59.00
02/21/2010	MRW	Evaluate email re opening escrow, purchase document, trust deed	signed	0.20 hrs.	59.00
02/21/2010	MRW	Evaluate Holloway bid recommend	lation memo	0.30 hrs.	88.50
02/21/2010	MRW	Further prepare application to appragreement	ove EEOC	0.40 hrs.	118.00
02/22/2010	MRW	Phone conference with Hairston re document	settlement	0.10 hrs.	29.50
02/22/2010	MRW	Evaluate emails from clients re bid recommendation		0.20 hrs.	59.00
02/22/2010		Finalize motion for order approving settlement; compile exhibits, finalization		1.50 hrs.	442.50
02/22/2010		Phone conferences with Marta Smit settlement, finalizing documents	th re EEOC	0.30 hrs.	88.50
02/22/2010		Phone conference with Holloway re recommendation, assets to remain a purchase, evaluate assumption estin	fter	0.30 hrs.	88.50

· 204410	Insuran	ce Commissioner Invoice#	7084 P	age 6
02/22/2010	) MR	W Evaluate email from Charlotte broker re signature page, prepare email to Holloway re	0.10 hrs.	29.50
02/23/2010	) MR	same W Review insurance code reinsurence plan approval requirements	0.50 hrs.	147.50
02/23/2010	MRV	- ·-	0.80 hrs.	236.00
02/23/2010	MRV		0.70 hrs.	206.50
02/23/2010	MRW	Phone conference with Marta Smith	0.20 hrs.	59.00
02/23/2010	MRW	Phone conference with M. Jackson re approval of 2706 sale agreement	0.10 hrs.	29.50
02/23/2010	MRW	Evaluate emails with Holloway, Pearce re employment issues	0.10 hrs.	29.50
02/23/2010	MRW		2.75 hrs.	811.25
02/23/2010	MRW	Evaluate revised IA proposal documents	0.20 hrs.	59.00
02/23/2010	MRW	Prepare emails to Robert Nunnally re IA proposal	0.20 hrs.	59.00
02/23/2010	MRW	Review and respond to email from J. Harrington re Cartwright matter	0.10 hrs.	29.50
02/23/2010	MRW	email to Nunnally	1.00 hrs.	295.00
02/23/2010	MRW	Phone conference with Joshua re murals	0.20 hrs.	59.00
02/24/2010	MRW	Review Nunnally's revisions to letter of intent, incorporate revisions and further revise, send to Nunnally	0.75 hrs.	221.25
02/24/2010	MRW	Finalize letter of intent and email to clients	0.60 hrs.	177.00
02/24/2010	MRW	Evaluate emails from Hom and Joyce re reinsurance agreements and approvals	0.20 hrs.	59.00
02/24/2010	MRW	Review filed documents re EBOC approval	0.20 hrs.	59.00
02/24/2010	MRW	Evaluate email from Pearce re confidentiality	0.10 hrs.	29.50
02/24/2010	MRW	Review reinsurance regulations from Joyce	0.50 hrs.	147.50
02/24/2010	MRW	Phone conference with Nunnally re letter of intent, rehabilitation agreements	0.20 hrs.	59.00
02/24/2010	MRW	Review rehabilitation agreements and documents from Nunnally re Golden Eagle plan and Pacific Standard plan and documents	4.00 hrs.	1,180.00
02/25/2010	JMT	Review case developments re asset sale and layoffs; preliminary evaluation of WARN compliance and ERISA issues	0.40 hrs.	118.00
02/25/2010	MRW	Phone conference with Wilson, et al re next steps in bid selection confirmation process, letter of intent	0.60 hrs.	177.00
02/25/2010	MRW	Evaluate retirement plan issues; advice to employees	2.00 hrs.	590.00
02/25/2010	MRW	Evaluate claim priority of retirement plan	3.00 hrs.	885.00

		)					
204410	Insurance	Commissioner obligation; research bankrupte	Invoice#	7084	·	age 7	
02/25/2010	MRW		•	0.75	hrs.	221.25	
02/25/2010		Phone conference with Nunnal		0.75	hrs.	221.25	
02/25/2010		retirement plan		0.75		221.25	
02/25/2010		employees re retirement plan		0.50		147.50	
02/25/2010	MRW	Evaluate emails from Pearce an statutory deposits	•	0.20		59.00	
02/26/2010		*	· ·	6.20		1,829.00	
02/26/2010		Phone conference with Nunnall agreements	•	1.50		442.50	
02/26/2010	MRW	Evaluate email from Hom re sta evaluate for incorporation into a agreement	* * '	0.25	hrs.	73.75	
02/26/2010	MRW	Further prepare draft of assumptionsurance agreement	tion	6.75	hrs.	1,991.25	
02/26/2010	MRW	Evaluate rehabilitation agreemen	nt and plan	0.75	hrs.	221.25	
02/26/2010	MRW	Furthe revise and prepare draft or reinsurance agreement	•	1.50	hrs.	442.50	
02/26/2010	MRW	Revise and prepare rehabilitation	•	4.50 1		1,327.50	
02/26/2010	MRW	Draft application for rehabilitation	on	0.50 1	ns.	147.50 \$34,717.50	•
EXPENSES 01/27/2010	Attorney	service (Golden State Mutual)			4	36.58	•
01/28/2010	Federal E	express (Dept. of Industrial Relat	ions)			21.79	
01/28/2010	Federal E	express (Dudley Ventures)				19.83	
02/02/2010	Federal B	express (Dudley Ventures)				19.73	
)2/02/2010	Mileage (	15 miles @ .44/mile)				6.60	
02/03/2010	Mileage (	15 miles @ .44/mile)	•		•	6.60	
2/04/2010	Federal E	xpress (Allen Levine Family Tru	st)			16.27.	
2/10/2010	Mileana (	50 miles @ .44/mile)				22,00	•
MI XVIAVXV	virroago (	SOTHERE'S SO COTTON				حاجل وسفيته	

204410	Insurance Commissioner	Invoice#	7084	Page	8.
02/10/2010	Parking				23.93
02/10/2010	Airfare				337.40
02/11/2010	Mileage (20 miles @ .44/mile)				8.80
02/22/2010	Federal Express (Deputy Attorney General)				15.75
02/28/2010	Photocopy (990 pages @ .10/page)				99.00
02/28/2010	Westlaw				138.23
02/28/2010	Postage				1.75
02/28/2010	Lexis				132.50
				5	\$906.76

Market .			٠.٠	空中,都有其由多者的由于"其間隔域 <b>的原理器對關</b>
	0.40			295.00 \$118.00
MRW	•		•	
	116.10	• •		295.00
Rus				
	1.40			250,00: 2016 3 \$350,00
			11. 4	
			, .	· 自然的自己的原因是由自然的自然的自然是一个

Billing Summary
Total professional services
Total expenses incurred

Total of new charges for this invoice

Total balance now due

\$34,717.50 \$906.76

\$35,624.26

\$35,624.26



Los Angeles	(213) 250-1111	• Fax (213) 250-119
Direct line to legal	(213) 250-9111	• Fax (213) 250-1197
Los Angeles (West)	(310) 277-9111	• Fax (310) 277-9153
Direct line to legal	(310) 277-7101	* Fax (310) 277-9153
Inland Emplre	(951) 779-1110	• Fax (951) 779-0100
San Diego	(619) 231-9111	a Fax (619) 231-1361
San Francisco	(415) 626-3111	• Fax (415) 826-1331
Sante Ane	(714) 541-1110	• Fex (714) 541-8182
Sacramento	(619) 444-5111	• Fax (916) 443-3111

MESSENGER FORM FOR MESSENGER USE ONLY	web address: firsflegalsupport	DATE	<sup>ii</sup> 1/27/10	CTL#: 454 <b>9</b> 7	69
CHARGE TO:			AUTHORIZATION	/REQUESTED	BY
Epsteln, Turner & Song, P.C.			MRW/MEB, Ext.	113	
777 S. Figueroa St., Suite 4950	)		CHARGE REFERE	NCE	
Los Angeles, California 90017 (213) 861-7487			204-410-04		
PICK UP FROM:		DELIVER	TO:		
Above  TO SEE: Laura Estrom PHONE: Above  SPECIAL	REGULAR (3 to 4 Hours)	Los And TO SEE: PHONE:		Pieces	•
	NEXT DAY (By)	NIGHT/	WEEKEND SERVICE	1	
RUSH (1 to 2 Hours)				P/U Time	
SPECIAL INSTRUCTIONS			•	3	6.58
LEGIBLE SIGNA	TURE	DEL TIM	DRIVER	СНЕСК NO.	AMOUNT
			_1	1	1
		*	2	2	2

LIABILITY FOR LOSS OR DAMAGE TO ITEMS LIMITED TO \$250.00

MEMBER FIRM - CALIFORNIA ASSOCIATION OF PHOTOCOPIERS AND POCESS SERVERS NATIONAL ASSOCIATION OF PROFESSIONAL PROCESS SERVCDSR



### Shipment Receipt

#### Address Information

Ship to:

Ship from:

Donna Kilmartin

Michael R. Weiss

Department of Industrial

Epstein, Turner & Song, P.C.

Relations

1515 CLAY ST STB 801

777 S. Figueroa Street, Suite

4950

OAKLAND, CA

Los Angeles, CA

94612-1463

90017

US

US

000-000-0000

2138617487

#### **Shipping Information**

Tracking number: 793224011820

Ship date: 01/28/2010

Estimated shipping charges: 21.79

### **Package Information**

Service type: Priority Overnight Package type: FedBx Envelope

Number of packages: 1 Total weight: 1LBS Declared value: 0.00USD

Special Services:

Pickup/Drop-off: Use an already scheduled pickup at my location

### Billing Information

Bill transportation to: Sender Your reference: 204-410-04

P.O. no.: Invoice no.: Department no.:

Thank you for shipping online with Fedex ShipManager at fedex.com.

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FIGURE INVECTIONS
FedEx will not be responsible for any claim in excess of \$100 per package, whether the result of loss, damage, delay, non-delivery, misdelivery, or misinformation, unless you declare a higher value, pay an additional charge, document your actual loss and file a timely claim. Umitations found in the current FedEx Service Guide apply. Your right to recover from FedEx for any loss, including intimate value of the package, loss of sales, income interest, profit, attorney's fees, costs, and other forms of damage whether direct, incidentel, consequential, or special is limited to the greater of \$100 or the authorized declared value. Recovery cannot exceed actual documented loss. Maximum for items of extraordinary value is \$500, e.g., lewelry, proclous metals, negotiable instruments and other times itsed in our Service Guide. Written claims must be filed within strict time finite; Consult the applicable FedEx Service Guide for details.

The estimated shipping charge may be different then the actual charges for your shipment. Offerences may occur based on actual weight, dimensions, and other factors. Consult the applicable FedEx Service Guide or the FedEx Rate Sheets for details on how shipping charges are calculated.

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From:	MICHAEL R. WEISS	Package type:	FedEx Envelope
	EPSTEIN, TURNER & SONG, P.C.	Pickup/Drop Off:	Use en eiready scheduled pickup ei my location
	777 S FIGUEROA ST STE 4950	'Weight:	0.20 LBS
	LOS ANGELES, CA 90017	Declared value:	0.00 USD
	US	Shipper account number:	228051538
	2138617487	Bill transportation to:	228051538
		Courtesy rate quote;*	19.83
To:	DENICE MARTINEZ	List rates:	
•	DUDLEY VENTURES	Effective net discount:	
	22 E JACKSON ST PHOENIX, AZ 850042442	Discounted variable %	
	US	Special services:	
	6027595323	Shipment Purpose:	_
		Shipment type:	Express
Tracking no:	798344054543	Commercial/Residential Status:	Commercial
Your reference:	204-410-04		
Ship date:	- 01/28/2010		
Service type:	Standard Overnight	•	





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are calculated.

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repare Shipment	Ship History	My Lisis		y Profile
Your Shipment D	etails	•	•	•
From:	MICHAEL F		Package type:	FedEx Envelope
•	EPSTEIN, 1 SONG, P.C	,	Pickup/Drop Off;	Use an already scheduled picku my location
		eroa st ste	Weight:	0.30 LBS
	4950	ES, CA 90017	Declared value:	0.00 USD
	US	ES, CA 89017	Shipper account num	
	2138617487	•	Bill transportation to:	
			Courtesy rate quote:	
To:	DENICE MA		List rates:	
	DUDLEY VE 22 E JACKS		Effective net discoun	
		Z 850042442	Discounted variable ?	<b>%</b>
	US	L 000012112	Special services:	
	6027596323		Shipment Purpose:	
			Shipment type:	Express
fracking no:	7983556278	30	Commercial/Resident	lal Status: Commercial
our reference:	204-410-04			
Ship date:	02/02/2010			
Service type:	Standard Ove	emight		

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FedEx will not be responsible for any claim in excess of \$100 per package, whether the result of loss, damage, delay, non-delivery, misdelivery, or misinformation, unless you declare a higher value, pay an additional charge, document your actual loss and file a firmely claim. Limitations found in the current FedEx Service Guide apply. Your right to recover from FedEx for any loss, including infrinsic value of the package, loss of sales, income interest, profit, attorney's fees, costs, and other forms of damage whether direct, incidental, consequential, or special is limited to the greater of \$100 or the authorized declared value. Recovery cannot exceed actual documented loss. Maximum for items of extraordinary value is \$500, e.g., Jeweiry, precious metals, negotiable instruments and other items listed in our Service Guide. Written claims must be filed within strict time limits; Consult the applicable FedEx Service Guide for details.

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Ship | Track | Manage | Business Solutions |

## FedEx Ship Manager®

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repare Shipment	Ship History	My Lists		ly Profile	
Your Shipment					
From: To:	4950 LOS ANGEL US 2138617487 ATTN: ALLE ALLEN LEVI TRUST 5460 WHITE A330 ENCINO, CA	EROA ST STE ES, CA 90017  N L LEVINE NE FAMILY  OAK AVE UNIT	Package type: Pickup/Drop Off: Weight: Declared value: Shipper account nur Bill transportation to Gourtesy rate quote: List rates: Effective net discour Discounted variable Special services: Shipment Purpose; Shipment type;	nber; o: * nt: %	FedEx Envelope Use an already scheduled pickup of my location 0.30 LBS 0.00 USD 225051538 226051538 18.27  Residential delivery  Express
Tracking no: Your reference: Ship date: Service type:	8187887675 79836376325 204-410-04 02/04/2010 Standard Ove		Commercial/Residen	ilai Status:     i	Residential





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#### Please note :

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are calculated.
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### Judith Hering

From: mrw@etslaw.com

Sent: Tuesday, March 02, 2010 5:53 PM

To: Judith Hering

Subject: Fw: Ticketless Confirmation - WEISS/MICHAEL RICHARD - QDK9TU

Sent from my Verizon Wireless BlackBerry

From: "Southwest Airlines" < Southwest Airlines@luv.southwest.com>

Date: Mon, 8 Feb 2010 13:52:15 -0800

To: <MRW@ETSLAW.COM>

Subject: Ticketless Confirmation - WEISS/MICHAEL RICHARD - QDK9TU





Receipt and Itinerary as of 02/08/10 3:52 PM

## Confirmation Number ODK9TU

Confirmation Date: 02/08/10

Received: MICHAEL WEISS BY ICBM



Be prepared when you get there! Consult <u>Travel Guide</u> for relevant tips from real travelers.

#### Passenger Information

Passenger Name
WEISS/MICHAEL RICHARD

Account Number

Ticket# 5262180893139 Expiration<sup>1</sup> 02/08/11

<sup>1</sup> All travel involving funds from this Confirmation Number must be completed by the expiration date.

#### **Itinerary**

Depart: LOS ANGELES INTL to OAKLAND CA (Travel Time: 1 hrs 25 mins)

Date Flight R

Wed Feb 10 # 0422

Routing Details

Depart LOS ANGELES INTL (LAX) at 7:00 AM Arrive in OAKLAND CA (OAK) at 8:25 AM

Return: OAKLAND CA to LOS ANGELES INTL (Travel Time: 1 hrs 20 mins)

Date

**Flight** 

**Routing Details** 

Wed Feb 10

# 1803

Depart OAKLAND CA (OAK) at 4:00 PM

Arrive in LOS ANGELES INTL (LAX) at 5:20 PM

#### **Cost and Payment Summary**

Base Fare	\$293.96
+ Excise Taxes	\$22.04
Advertised Fare	\$316.00
+ Segment Fee	\$7,40
+ Passenger Facility Fee	\$9,00
+ Security Fee <sup>1</sup>	\$5.00
Total Payment:	\$337.40



### **Shipment Receipt**

#### Address Information

Ship to:

Ship from:

Marta L. Smith

Michael R. Weiss

Deputy Attorney General

-Epstein, Turner & Song, P.C.

300 S SPRING ST STE

777 S. Figueroa Street, Suite

1702

LOS ANGELES, CA

Los Angeles, CA

90013-1256

90017

US

US

(213) 897-2483

2138617487

**Shipping Information** 

Tracking number: 798413359753

Ship date: 02/22/2010

Estimated shipping charges: 15.75

**Package Information** 

Service type: Priority Overnight Package type: FedEx Envelope

Number of packages: 1 Total weight: 1LBS Declared value: 0.00USD

Special Services:

Pickup/Drop-off: Use an already scheduled pickup at my location

### Billing Information

Bill transportation to: Sender Your reference: 204-410-04

P.O. no.: Invoice no.: Department no.:

Thank you for shipping online with Fedex ShipManager at fedex.com.

#### Please Note

## ACASEC LYUEU
FoldEr will not be responsible for any claim in excess of \$100 per package, whether the result of loss, damage, delay, non-delivery, misdelivery, or misinformation, unless you declare a higher value, pay an additional charge, document your actual loss and file a limely claim. Unitations found in the current FedEx Service Guide apply. Your right to recover from FedEx for any loss, including intrinsic value of the package, loss of sales, income interest, profit, altiturely's fees, costs, and other forms of damage whether effect, incidental, consequential, or spekest is limited to the greater of \$100 or the authorized declared value. Recovery cannot exceed actual documented loss. Maximum for items of extraordisary value is \$500, a.g., jewater, prodous metals, negotiable instruments and other items feed in our Service Guide, Whitten claims must be filled within strict time Emits; Consult the applicable FedEx Service Guide for details.

The estimated shipping charge may be different than the actual charges for your shipment. Differences may occur based on actual weight, dimensions, and other factors. Consult the applicable FedEx Service Guide or the FedEx Rate Sheets for details on how shipping charges are calculated.

Enter An Invoice Number:

\$0.00

\$138.23

Tax Charge

**Total Client Charge** 

Usage period: 02/01/2010 - 02/28/2010

Law Firm

EPSTEIN TURNER & SONG LOS ANGELES, CA 90017

Cilent

Cilent ID:204-410-04

Enter a Client Name:

Enter Address1:

Enter Address2:

City, State ZIP

Westlaw Research Cha	rges through 02/28/2010
----------------------	-------------------------

2/2/2010       Westlaw Legal Research       \$700.50         2/3/2010       Westlaw Legal Research       \$547,50         2/7/2010       Westlaw Legal Research       \$350.00	\$35,69 \$27,89 \$17,83
2/3/2010       Westlaw Legal Research       \$547,50         2/7/2010       Westlaw Legal Research       \$350,00	\$27,89 \$17,83
2/7/2010 Westlaw Legal Research \$350.00	\$17,83
and the contract and are a same and are	• •
0100000	
2/8/2010 Westlaw Legal Research \$100.00	\$5.09
2/15/2010 Westlaw Legal Research \$161.16	\$8.21
2/23/2010 Westlaw Legal Research \$394.48	\$20.10
2/25/2010 Westlaw Legal Research \$459.60	\$23.42
Sub-total Included Charges	\$138.23
Excluded Legal Research Clie	ent Charge
Sub-total Excluded Charges	\$0,00
Sub-total research Charges	\$138.23

From: Pearce, Scott (PearceS@caclo.org)

To: docmurphy703@yahoo.com;

Date: Tue, March 30, 2010 8:34:45 AM

Cc:

Subject: FW: Epstein Turner Invoice

Hey Murph, here's Wilson's. I'll be sure to get you in the front of this from now on. I just got Nunnally's bill.

From: Wilson, David

Sent: Tue 3/30/2010 8:22 AM To: Holloway, Joe; Pearce, Scott

Cc: Ocampo, Mary Anne

Subject: RE: Epstein Turner Involce

I approve the bill for payment.

David E. Wilson CEO, SDIC Conservation and Liquidation Office 425 Market St, 23rd FL San Francisco, CA 94105

Phone: 415-676-2120 Fax:: 415-294-9034 e-mail: wilsond@caclo.org

----Original Message----

From: Holloway, Jos Sent: Tuesday, March 30, 2010 2:28 AM

To: Pearce, Scott; Wilson, David

Cc: Ocampo, Mary Anne

Subject: Re: Epstein Turner Invoice

#### Approved

Sent using BlackBerry

----Original Message-----

From: Pearce, Scott < Pearce S@caclo.org>

To: Wilson, David <WilsonD@caclo.org>; Holloway, Joe <HollowayJ@caclo.org>

CC: Ocampo, Mary Anne <OcampoM@caclo.org>

Sent: Mon Mar 29 16:53:24 2010 Subject: Epstein Turner Invoice

## David and Joe:

Attached is Mike's February bill, the numbers tie and the billing is accurate to the support and work we directed him to do. I recommend the bill for payment.

If both of you are in agreement I would ask that you respond affirmatively by email or otherwise. Given travel schedules, I intend to support the approval with emails. Mae can get signatures from both of you when you're both back in the office.

Mae please keep a hard copy of this bill. Thanks.

Page 2 of 2

#### CONFIDENTIALITY NOTICE

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LAW OFFICES OF

## EPSTEIN, TURNER & SONG

DAVID B. EPSTBIN
JONATHAN M. TURNER
LAWRENCE J. SONG
MICHAEL R. WEISS
GAIL E. WISE
ROBYN L. IKEHARA
SHIYA S. DAVOUDIAN

A Professional Corporation
777 S. Figueroa Street, Suite 4950
Los Angeles, California 90017
Telephone: (213) 861-7487
Fax: (213) 861-7488

April 30, 2010

VIA U.S. MAIL

Chief Estate Trust Officer Attention: Scott Pearce 1999 West Adams Blvd. Los Angeles, California 90018

RE: Invoice #7136

Golden State Mutual Life Insurance Company

Dear Mr. Pearce:

Enclosed is our bill for fees and expenses incurred in the referenced matter through March 31, 2010. I have reviewed the bill and approve the billing statement, and have determined that it complies with the Legal Services Agreement entered into regarding this matter.

Very truly yours,

MICHAEL R. WEISS

MRW:jbh Enclosure

ONGRPUCASES\204-410-04\Billing\122809 Wilson - Mar 2010 Billing Cover Letter.doc

Epstein, Turner & Song
777 S. Figueroa Street
Sulte 4950
Los Angeles, CA 90017
(213) 861-7487
Tax ID 95-4673902

March 31, 2010

Golden State Mutual Life Insurance Company . Scott Pearce **Chief Estate Trust Officer** 1999 West Adams Blvd. . Los Angeles, CA 90018

Invoice# 7136 MRW Our file# 204410 00004 Billing through 03/31/2010

## Golden State Mutual Life Insurance Company

		invoice dated February 28, 2010 ce last invoice	\$35,624.26 35,624.26		
		alance carried forward	_ \$0.00	Į.	-
PROFESSIO		RVICES	•	1.00 1	295.00
03/01/2010	JMT	Review pertinent portions of pension p evaluate impact of merger, sale and ear retirement options	iy	1.00 hrs.	
03/01/2010	MRW	Revise assumption and rehabilitation agreements; incorporate revisions from Nunnally; email to clients		3.00 hrs.	885.00
03/01/2010	MRW	Phone conference with Nunnally re rev to agreements	isions	0.50 hrs.	147,50
03/01/2010	MRW	Evaluate draft court order re rehabilitat from Nunnally	ion plan	0.50 hrs.	147.50
03/01/2010	MRW	Prepare court application for approval cagreements and plan	of	6.10 hrs.	1,799.50
03/01/2010	MRW	Evaluate emails from M. Smith re chan agreements, incorporate changes	ges to	0.60 hrs.	177.00
03/01/2010	MRW	Evaluate emails and documents from D re GSM matters, email from Peter Kane respond to Donovan emails	0120 ; 1,	0.20 hrs.	59.00
03/02/2010	JMT	Memo to MRW re retirement plan	į	0.40 hrs.	118.00
03/02/2010	MRW	Evaluate email from Wilson re effective	e date	0.10 hrs.	<b>2</b> 9.50
03/02/2010	MRW	Revise agreements re effective date and service agreement references		0.50 hrs.	147.50
03/02/2010	MRW	Evaluate email from Donovan with revito agreements	sions	0.30 hrs.	88.50
03/02/2010	MRW	Further prepare application for court ap evaluate insurance code and cases re au for rehab plans, legal research re same		5.90 hrs.	1,740.50
03/02/2010	MRW	Evaluate spreadsheets re asset transfers Jennifer Murphy	from	0.30 hrs.	88.50

		•		•
204410	Insurance	Commissioner Invoice#	7136 Page	2
03/02/2010	MRW		0.75 hrs.	221.25
03/03/2010	MRW	Review retirement plan documents in prep for PBGC meeting	0.50 hrs.	147.50
03/03/2010	MRW	Phone conference with PBGC representatives	0.60 hrs.	177.00
03/03/2010	MRW	Phone conference with Scott, Todd and Jennifer re Pension Plan	0.50 hrs.	147.50
03/03/2010	MRW	Phone conference with Joe re same	0.20 hrs.	59.00
03/03/2010	MRW	Revise agreements with Todd's revisions, add revisions re waiver of claims, bid deposit, claim priority	2.25 hrs.	663.75
03/03/2010	MRW	Further prepare court application	1.20 hrs.	354.00
03/03/2010	MRW	Phone conference with clients re agreements	1.00 hrs	295.00
03/03/2010	MŖW	Phone conference with Nunnally re strategy on agreements		177.00
03/03/2010	MRW	Prepare supplement to Conservator's status conference report	2.80 hrs.	826.00
03/04/2010	MRW	Phone conference with Darnell Macklin re Belcher claim	0.25 hrs.	73.75 221.25
03/04/2010	MRW	Further prepare and revise status report supplement	0.75 ms.	29.50
03/04/2010	MRW	Phone conference with S. Pearce re health coverage	3.00 hrs.	885.00
03/04/2010	MRW	Further revise rehabilitation and reinsurance agreements	1.20 hrs.	354.00
03/04/2010	MRW	Phone conference with Nunnally re revising agreements; further prepare agreements and email to Nunnally		
03/04/2010	MRW	Evaluate emails from clients, M. Smith re revisions to status report supplement; revise report	0.50 hrs.	147.50
03/04/2010	MRW	Phone conference with clients re revisions to status report supplement; further revise report and email to Marta Smith	1.25 hrs.	368.75
03/04/2010	MRW	Review and revise agreements after Nunnally's revisions; email to clients	1.00 hrs.	295.00
03/05/2010	MRW	Phone conferences with D. Macklin at City of Chicago re Belcher and Grady claims, evaluate letter from Macklin re documents required; phone conference with Holloway re status of investigation	0.40 hrs.	118.00
03/05/2010	MRW	Review assumption agreement revisions from Nunnally	0.25 hrs.	73.75
03/05/2010	MRW	Draft intro and facts for court application	2.40 hrs.	708.00
03/05/2010	MRW	Phone conference with Nunnally re status of agreements	0.20 hrs.	59.00
	,		•	

204410 03/05/2010	MRW	Commissioner Invoice# Prepare email to clients re same	0.10 1	Page 3 urs. 29.50	
03/05/2010	MRW	-	0.25		
03/07/2010	MRW	Revise draft of court application for rehabilitation plan approval, fact background, key components of plan, requested orders, conservator's recommendation and grounds	5.50 1	nrs. 1,622.50	
03/07/2010	MRW	Evaluate emails from clients re rehab agreements	0.20 I	rs. 59.00	
03/08/2010	MRW	Evaluate emails from Donovan re agenda for meeting with IA American	0.20 1	ers. 59.00	
03/08/2010	MRW	Revise agreements to incorporate D. Wilson's revisions	0.25 1	rs. 73.75	
03/08/2010	MRW	Finalize agreements for sending to IA American; prepare email to IA American counsel Greg Morris	0.60 1	nrs. 177.00	
03/08/2010	MRW	Evaluate p	0.60 1	nrs. 177.00	
	2 422 111	To develop Transplanting Orders	0.20 h	rs. 59.00	
03/08/2010 03/08/2010	MRW MRW	Evaluate Investigative Order Prepare letter to D. Macklin at city of Chicago	0.25 1		
UJ!UO/ZUIV	TATICAL	re response to Investigative Order			
03/09/2010	MRW	Phone conference prepare email to clients re same	0.50 h	rs. 147.50	
03/09/2010	MRW	Evaluate	1.50 l	rs. 442.50	
03/09/2010	MRW	Phone conference DLSE in Oakland re status of hearing decision	0.20 h	rs. 59.00	
03/09/2010	MRW	Prepare email to clients re same	0.10 h	rs. 29,50	
03/09/2010	MRW	Review and respond to email re status report	0.10 h		
03/09/2010	MRW	Coordinate secretary re	0.20 h		
03/09/2010	MRW	Phone conference with clients and IA	0.80 h		
03/09/2010	MRW	Evaluate email from Nunnally re info on Greg Morris, evaluate bio on Morris	0.25 h		
03/09/2010	MRW	Prepare email to Marta Smith re Supplement to Status Report, review filed report	0.20 h		
03/09/2010	MRW	Phone conference with Pearce and Donovan re 2706 Long Beach property	0.40 h		
03/09/2010	MRW	Prepare email to clients with status report documents, email to M. Smith re preparation for hearing	0.20 h		•
03/09/2010	MRW	Evaluate emails and letter re request for extension on sale of Long Beach property	0.25 h		
03/09/2010	MRW	Prepare email to M. Smith re preparation for status report hearing, prepare email to D.	0.20 h	rs. 59.00	

	204410	Insuranc	e Commissioner Wilson re same	Invoice#	7136	Page	4	
•	03/09/2010	MRW			0.20 1	ırs.	59.00	
	03/09/2010	MRW	_	•	0.10 1	rs.	29.50	
	03/09/2010	MRW	<del>-</del>	application for	. 1.90 h	ırs.	560.50	
	03/09/2010	MRW		ts for of Chicago	1.00 h	rs.	295.00	
	03/10/2010	MRW	Evaluate home office lease opti prepare email to Scott re same	on deadlines,	0.40 h	rs.	118.00	
	03/10/2010	MRW	Phone conference with Pearce investigation	e LA Police	0.20 h	rs.	59.00	
	03/10/2010	MRW	Prepare calendar re upcoming d GSM	eadlines for	1.00 h	rs.	295.00	
	03/10/2010	MRW	Prepare email to clients re Grad with City of Chicago dismissed		0.20 h	rs.	59.00	
	03/10/2010	MRW	Review revisions from Nunnall application		0.25 h	rs.	73.75	
	03/10/2010	MRW	Phone conferences with LAPD investigation	re fraud	0.50 h	rs.	147.50	
	03/10/2010	MRW	Evaluate Chicago employee list Harrington	from	0.20 h	rs.	59.00	
	03/10/2010	MRW	Evaluate emails from Donovan property	re 2706	0.10 h	rs.	29.50	
	03/10/2010	MRW	Phone conference with Det. Con investigation	tez re fraud	0.20 h	<b>.</b>	59.00	
	03/10/2010	JES	Redaction of privileged information documents for production to opposite the control of the cont		1.25 h	·\$.	187.50	
	03/11/2010	MRW			0.25 h	s.	73.75	
	03/11/2010	MRW	Evaluate investigation documen Coleman	ts, email to R.	0.50 hr	s.	147.50	
	03/11/2010	MRW	Prep for conference call with D. status report	Wilson re	0.50 hr	s,	147.50	
	03/11/2010	MRW	Conference call with D. Wilson	and M. Smith	0.80 hr	S.	236.00	
	03/11/2010	MRW	re status report prep Revise Court Application to incl from Nunnally	ude revisions	0.90 hr	<b>S.</b>	265.50	
	03/11/2010	MRW	Evaluate To Do list on Golden S Pearce	tate from	0.20 hr	s.	59.00	
	03/11/2010	MRW	Review email from Pearce re De phone conferences with police d leave message for Det. Cortez		0.25 hrs	5.	73.75	

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204410	Insurance	Commissioner Invoice#	7136 P	age 5	
03/11/2010	MRW		1.20 hrs.	354,00	
03/11/2010	MRW	Review email from M. Smith's office re status report information	0.10 hrs.	29.50	
03/12/2010	MRW	Court - Status Report	5.30 hrs.	1,563.50	
03/12/2010	MRW	Phone conference with M. Smith re Status Report and BEOC approval application	0.50 hrs.	147.50	
03/14/2010	MRW	Evaluate application to approve EEOC settlement re Judge Yaffe's notice requirement	0.40 hrs.	118.00	
03/14/2010	MRW	Evaluate documents to prepare re Re-notice Status Report; Prepare email to clients re Status Report	0.50 hrs.	147.50	
03/14/2010	MRW	Further prepare bill of sale	0.80 hrs.	236.00	
03/15/2010	MRW	Evaluate email from M. Smith re filing and service of declaration for status report; phone conference with Smith re same	0.20 hrs.	59.00	
.03/15/2010	MRW	Review and respond to Holloway email re declaration for status report	0.10 hrs.	29.50	
03/15/2010	MRW	Phone conference with Detective Cortez re fraud investigation; prepare email to Det.	0.40 hrs.	118.00	
.03/15/2010	MRW	Prepare email to S. Pearce and J. Holloway re information Det. Cortez wants for fraud investigation	0.30 hrs.	88,50	
03/15/2010	MRW	Prepare email to Det. Cortez	0.10 hrs.	29.50	
03/15/2010	MRW	Review and respond to emails from clients re COCs and service list for Status Report declaration; review list	0.30 hrs.	88.50	
03/16/2010	MRW	Phone confence with T. Donovan re Status Report documents	0.20 hrs.	59.00	
03/16/2010		Review email from Holloway re IA	· 0.10 hrs.	29.50	
03/17/2010		Evaluate policy file, compare signatures; prepare email to T. Donovan re identification of signatures; prepare email to Det. Cortez	1.20 hrs.	354.00	
03/17/2010		Phone conference with Donovan re Status Report, fraud investigation	0.30 hrs.	88.50	
03/17/2010		Draft notice of Status Report hearing	0.50 hrs.	147.50	
03/17/2010		Review documents from clients re retirement payments, lile; coordinate secretary re handling of documents	0.40 hrs.	118.00	
03/17/2010		Coordinate secretary re minute order from March 12 hearing	0.10 hrs.	29,50	
03/18/2010	:	Review and respond to emails from clients re fraud investigation	0.10 hrs.	29.50	
03/18/2010	,	Phone conference with Det. Cortez re fraud investigatin	0.30 hrs.	88,50	
03/18/2010		Review and respond to email from Nunnally	0.10 hrs.	29.50	
3/18/2010	MRW I	Prepare emails to clients re fraud investigation	0.20 lrs.	59.00	
		•			

03/18/2010 MRW P  03/18/2010 MRW P  03/18/2010 MRW P  03/18/2010 MRW R  03/18/2010 MRW P  03/19/2010 MRW P  03/19/2010 MRW P  03/19/2010 MRW P  03/19/2010 MRW R  03/22/2010 MRW P  03/22/2010 MRW R  03/22/2010 MRW P  03/22/2010 MRW P	Commissioner Invoice# Phone conference with Fred at GSM re fraud investigation Prepare documents for April 28 Status Report hearing - Notice of Hearing, Wilson Declaration, Proposed Order, Proof of Service	7136 0.20 hr	Page 6	
03/18/2010 MRW P 03/18/2010 MRW P 03/18/2010 MRW R 03/18/2010 MRW P 03/19/2010 MRW P 03/19/2010 MRW R 03/22/2010 MRW R	investigation Prepare documents for April 28 Status Report hearing - Notice of Hearing, Wilson	0.20 hr		
03/18/2010 MRW P 03/18/2010 MRW R 03/18/2010 MRW C 03/18/2010 MRW P 03/19/2010 MRW P 03/19/2010 MRW P 03/19/2010 MRW R	hearing - Notice of Hearing, Wilson		s. 59.00	
03/18/2010 MRW R 03/18/2010 MRW C 03/18/2010 MRW Pr 03/18/2010 MRW R 03/18/2010 MRW Pr 03/18/2010 MRW Pr 03/18/2010 MRW Pr 03/18/2010 MRW R 03/19/2010 MRW R 03/22/2010 MRW R		5.00 hr	s. 1,475.00	
03/18/2010 MRW Proceed of the control of the contro	Phone conference with Judge's Court Clerk reminute order	0.20 hr	s, 59.00	
03/18/2010 MRW Production of the control of the con	Review minute order re Status Report	0.20 hrs	s, 59.00	
03/18/2010 MRW Reverse of the control of the contro	Coordinate paralegal re preparation of documents for Status Report hearing	0.25 hrs	s. 73.75	•
03/18/2010 MRW Pr 03/18/2010 MRW Pr 03/18/2010 MRW Re 03/18/2010 MRW Ph 03/19/2010 MRW Ph 03/19/2010 MRW Re 03/19/2010 MRW En 03/19/2010 MRW Co 03/19/2010 MRW Co 03/22/2010 MRW Re 03/22/2010 MRW Re	Prepare and respond to emails with M. Smith re minute order, service of Status Report documents	0.20 hrs	s, 59.00	
St 03/18/2010 MRW Pr su se 03/18/2010 MRW Re 03/19/2010 MRW Ph 03/19/2010 MRW Re 03/19/2010 MRW En 03/19/2010 MRW En 03/19/2010 MRW Co 03/22/2010 MRW Re 03/22/2010 MRW Re	Research addresses for proof of service, evaluate certificate of contribution addresses, revise spreadsheet to eliminate social security numbers and amounts	0.75 hrs	s, 221.25	
03/18/2010 MRW Pr su 93/18/2010 MRW Re 93/19/2010 MRW Ph 03/19/2010 MRW Re 93/19/2010 MRW Re 93/19/2010 MRW En 93/19/2010 MRW Co 13/19/2010 MRW Co 13/22/2010 MRW Re 13/22/2010 MRW Re	Prepare email to Pearce and Donovan with Status Report documents	0.50 hrs	s. 147.50	
03/18/2010 MRW Reprint properties of the propert	Prepare Wilson Declaration re service in support of application for approval of EEOC settlement	1.00 hrs	295.00	
03/19/2010 MRW Ph do 03/19/2010 MRW Ph Re 03/19/2010 MRW En 03/19/2010 MRW Co 03/19/2010 MRW Re 03/22/2010 MRW Re 03/22/2010 MRW Co 03/22/2010 MRW Re 03/22/2010 MRW Re 03/22/2010 MRW Ph 03/22/2010 MRW Ph	Review emails from Donovan re 2706 property, prep for application to approve sale, prepare email to Donovan re documents	0.40 hrs	118.00	•
Ref 3/19/2010 MRW Ref 3/19/2010 MRW En 3/19/2010 MRW Co reg 3/22/2010 MRW Co coj 3/22/2010 MRW Ref 3/22/2010 MRW Ref 3/22/2010 MRW Ref 3/22/2010 MRW Physical Ref 2/2010 MRW P	Phone conference with Donovan re 2706 locuments	0.10 hrs	29.50	
3/19/2010 MRW Re 3/19/2010 MRW En 3/19/2010 MRW Co rep 3/22/2010 MRW Re 3/22/2010 MRW Co cop 3/22/2010 MRW Re 3/22/2010 MRW Re 3/22/2010 MRW Ph	Phone conference with Donovan re Status Report, review email re same	0.25 hrs	73.75	
3/19/2010 MRW En 3/19/2010 MRW Co rep 3/22/2010 MRW Re 3/22/2010 MRW Co cop 3/22/2010 MRW Re 3/22/2010 MRW Re 3/22/2010 MRW Phorep	Review part of retirement documents	0.50 hrs		
7/22/2010 MRW Reserved at 22/2010 MRW Construction of the construc	Email from M. Smith with signed notice	0.10 hrs		
re 3/22/2010 MRW Co coj 3/22/2010 MRW Re 3/22/2010 MRW Ph	Coordinate production of documents for status eport	0.25 hrs		
coj 3/22/2010 MRW Re 3/22/2010 MRW Ph rep	Review and respond to emails from M. Smith estatus report documents	0.20 hrs.		
3/22/2010 MRW Ph rep	Coordinate paralegal re documents to be opied, preparation of envelopes	0,25 hrs.		
rep	leview appraisal report	0,50 hrs.		
3/22/2010 MRW Re	hone conference with Donovan re status eport documents	0.10 hrs.		
	leview purchase and escrow documents	0.50 hrs.		
	repare application for approval of 2706 sale	3.90 hrs.	•	
	hone conference with Nunnally re Civil Code 457	0.20 hrs.	•	
	valuate anti-harassment policy	0.20 hrs.		
3/23/2010 MRW Co 3/23/2010 MRW Ev	compile documents for status report filing	0.50 hrs. 0.20 hrs.		

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204410	Insurance	e Commissioner Invoice#	7136	Page 7
03/23/2010	MRW	Review and respond to emails from M. Smith re filings	0.25 hrs.	73.75
03/23/2010	MRW	<b>-</b>	0.10 hrs.	29.50
03/23/2010	MRW	***	0.30 hrs.	88.50
03/23/2010	MRW	~	0.75 hrs.	221.25
03/23/2010	MRW	w w	0.30 hrs.	88.50
03/23/2010	MRW	Evaluate Sch. F	0.20 hrs.	59.00
03/23/2010	MRW	Legal research effect of CC 1457; Baer case, insurance code 1043	3.50 hrs.	1,032.50
03/23/2010	MRW	Evaluate applications filed in Executive Life re approval of property sales re 2706 application	0.40 hrs.	118.00
03/23/2010	MRW	Evaluate IA's changes to rehab agreement, assumption agreement	0.70 hrs.	206.50
03/23/2010	MRW	Evaluate letter from re litigation	0.20 hrs.	59,00
03/24/2010	MRW	Phone conference with Pearce re rehab agreement	0.25 hrs.	73.75
03/24/2010	MRW	Phone conference with Nunnally re IA's revisions to rehab agreement	0.20 hrs.	59.00
03/24/2010	MRW	Phone conference with H, Alexander re CC 1457	0.30 hrs.	88,50
03/24/2010	MRW	Evaluate emails from IA's counsel re CC 1457 meeting	0.20 hrs.	59.00
03/24/2010	MRW	Phone conference with Nunnally re IA's 1457 issues	0.50 hrs.	147.50
03/24/2010	MRW	Phone conference with clients re sale issues and strategy	0.80 hrs.	236.00
03/24/2010	MRW	Evaluate changes outlined by Nunnally re rehab agreement	0.40 hrs.	118.00
03/24/2010	MRW	Further evaluate CC 1457 issues	1.00 hrs.	, 295.00
03/24/2010	MRW	Phone conference with Nunnally re 1457 and review of revisions to rehab agreement	0.80 hrs.	236.00
03/24/2010	MRW	Review and respond to emails from Greg Morris	0.40 hrs.	118.00
03/24/2010	MRW	Phone conference with Pearce	0.50 hrs.	147.50
03/24/2010	MRW	Evaluate revisions to Assumption Agreement	0.25 hrs.	73.75
03/24/2010	MRW	Evaluate policy language re dividends, evaluate dividend formula	0.40 hrs.	118.00
03/24/2010	MRW	Review and coordinate service of status report documents, coordinate clerk and secretary re same and filing	0.25 hrs.	73.75
03/24/2010		Phone conference with Donovan re litigation matters	0.20 hrs.	59.00

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204410		Commissioner Invoice#		Page		
03/25/2010	MRW		0.50		147.50	
03/25/2010	MRW		0.25		73.75	
03/25/2010	MRW .	Phone conference with Pearce re status of 1457 issues, strategy re notice to policyholders, dividends	0.50		147.50	
03/25/2010	MRW	Review and respond to emails from Donovan	0.10		29.50	
03/25/2010		Revise rehab agreement, phone conferences with Nunnally re same	3,00		885.00	
03/25/2010	MRW	Phone conference with clients re rehab agreements issues, servicing	1.00		295.00	
03/25/2010	MRW	Evaluate cases received from Nunnally re CC 1457 and dividend issues	1,50		442.50	
03/25/2010	MRW	Prepare email to Patrik re dividend, Hill case; respond to emails re same	0.30		88.50	
03/25/2010	MRW	Prepare email to clients re EEOC declaration, revise application	0.75		221.25	
03/25/2010	MRW	Prepare email to Harrington re appeal hearing	0.20		59.00	
03/25/2010	MRW	Respond to status request re fraud investigation	0.10		29.50	
03/25/2010	SSD	Conduct legal research re whether a specific Insurance Code trumps application of a more general Civil Code	0.60		150.00	
03/25/2010	SSD	Conduct legal research re whether counsel can be present at appeal hearing of small claims court	0.20	٠	50.00	
03/26/2010	MRW	Further prepare application for approval of 2706 South Street sale	3.50		1,032.50	
03/26/2010	MRW	Prepare memo re rehab agreement issues for call with IA	0.80		236.00	
03/26/2010	MRW	Phone conference with IA re rehab agreement	1.10		324.50	
03/26/2010	MRW	Phone conference with Pearce re status of agreements	0.40		118.00	
03/26/2010	MRW	Phone conference with Nunnally re rehab agreement revisions	0.25		73.75	
03/26/2010	MRW	Review Nunnally's changes to assumption agreement	0.60		177.00	
03/26/2010	MRW	Review and respond to emails re meeting with IA	0.10		29.50	
03/26/2010	MRW	Evaluate email from Pearce re dividend policy	0.20		59.00	
03/29/2010	MRW	Phone conference with J. Harrington re mail claims action	0.30		88.50	
03/29/2010	MRW	Phone conference with Fred re disputed claim	0.20		59.00	
03/29/2010	MRW	Evaluate email from Davoudian re attorney can appear at small claims appeal, review rules	0.30	hrs.	88.50	
		CAU NIKICAI OF OFFICER ARMITTER AND AREA			73,75	

204410	Insurance	Commissioner Invoice#	7136	)	Page 9	
03/29/2010	MRW		5.50		1,622.50	
03/29/2010	MRW	· ·	0.10	hrs.	29.50	
03/29/2010	MRW	Coordinate R. Ikihara re research on CC 1457	0.20	hrs.	59.00	
03/29/2010	MRW	Phone conference with Pearce re agreements, phone conferences with Nunnally re same	0.25	hrs.	73.75 ·	
03/29/2010	MRW	Phone conference with Nunnally re revisions to agreements	1.20	hrs.	354.00	
03/29/2010	MRW	Review and respond to email from IA re agreements	0.10	hrs.	29.50	
03/29/2010	MRW	Phone conference with Beverlyn Tidwell re 2706 documents	0.10		29.50	
03/29/2010	RLI	Legal research re application of specific versus general statutes.	2.20		550.00	
03/30/2010	JBH	Prepare response to audit letter	0.50		75.00	
03/30/2010	MRW	Phone conference with IA re agreements	0.50		147.50	
03/30/2010	MRW	Phone conference with Nunnally and Pearce re open issues	0.50		147.50	
03/30/2010	MRW	Further review agreements	0.25		73.75	
03/30/2010	MRW	Finalize Wilson Declaration re EEOC application	0.50	•	147.50	
03/30/2010	MRW	Evaluate email from certificate holder, forward to clients	0.10		29.50	
03/30/2010	MRW	Prepare email to Tidwell with declaration for 2706 application	0.25		73.75	
03/30/2010	MRW	Prepare letter to re fraud investigation	0.25		73.75	
03/30/2010	MRW	Phone conversation of its result is a same	0.25	hrs.	73.75	
03/30/2010	MRW	Evaluate memo re general vs specific statute interpretation, revise; prepare email to IA with same	0.60	h <b>rs</b> ,	177.00	
03/30/2010	MRW	Evaluate dividend information and documents re dividend payments	0.75	us.	221.25	
03/30/2010	MRW	Phone conference with te, counsel for trustee on fraud matter	0.25 1	hrs.	73.75	
03/30/2010	MRW	Phone conference with Nunnally re bond information and dividend issues	0.30 I	us.	88.50	
03/30/2010	MRW	Prepare email to clients re status of fraud investigation	0.20 1	us.	59.00	
03/30/2010	MRW	Evaluate email from Greg Morris re divisible surplus issue in By-Laws	0.20 1	ırs.	59.00	٠
3/30/2010		Review email from Greg Morris re policy and assumption information	0.10 1	ırs.	29.50	

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204410	Insurance	Commissioner	Invoice#	7136	H	Page 10
03/30/2010	MRW	Evaluate email fron dividends	Nunnally to IA re	0.20	hrs.	59.00
03/30/2010	MRW	Review and respond fraud case	I to email from Fred re	0.20	hrs.	59.00
03/30/2010	MRW	Evaluate policy form	n list from Donovan	0.10	hrs,	29.50
03/31/2010	MRW	Phone conference w preparation for IA c	•	0.50	hrs.	147.50
03/31/2010	MRW	Evaluate documents policy obligations for	, bond information, mutual or IA meeting		hrs.	147.50
03/31/2010	MRW	Further revise assum agreements re exhib		0.50		147.50
03/31/2010	MRW	Phone conference w supporting demurrer	Application of the second of t	0.25		73.75
03/31/2010	MRW		ith J. Murphy re retirement	0.10		29.50
03/31/2010	MRW	Phone conference was agreements; revise n	otes re call	2.30		678.50
03/31/2010	MRW	Phone conference w	•	0.25		73.75
03/31/2010	MRW	Evaluate closing sch		0.30		88,50
03/31/2010	MRW	Prepare Agenda for	meeting with clients	0.60	hrs.	177.00 \$42,769.75
EXPENSES						φ <sup>-η</sup> L <sub>3</sub> 1Q2,13
03/11/2010	Federal	Express (Chicago Con	mmission of Human Relatio	ns)		49.54
03/12/2010	Parking					19.00
03/18/2010	Attorney	/ service (Research - I	LASC)			75.20
03/24/2010	Attorney	service (LASC)		٠		7.50
03/30/2010	Attorney	service (LASC)				7.50
)3/31/2010	Photocop	py (16,526 pages @.	10/page)			1,652.60
3/31/2010	Westlaw	. •				97.16
3/31/2010	Postage		·			7.32
			eschedule status report hear			416.64

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204410 Insurance Commissioner Invoice# 7136 Page 11 03/31/2010 Clerical for mailing notice of reschedule of status report hearing 50.00

\$2,382.46

Billing Summary

Total professional services

Total expenses incurred

Total of new charges for this invoice

Total balance now due

\$42,769.75 \$2,382.46

\$45,152.21

\$45,152.21

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## Roturn to History

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\* The courtesy rate shown here may be different than the actual charges for your shipment. Differences may occur based on actual weight, dimensions, and other factors. Consult the applicable <u>FedEx Service Guide</u> or the FedEx Rete Sheets for details on how shipping charges are calculated.

are calculated.
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COURT FILING / COURT RESEARCH FORM	web address: firstlegals:	Ipport.com.	DATE: 3/18/10
FIRM PAME: Epstein, Turner & S 777 S. Figueroa St., Los Angeles, CA 90	Suite 4950	LASC Central District 111 N. Hill Street Los Angeles, CA 90012	
PHONE: (213) 861-7487			•
FAX: (213) 861-7488		DOCUMENTS .	
ATTY/SECRETARY: /MEB	EXT: 113	Minute Order dated 3/12/	10 .
CLIENT MATTER / ATTY, CODE 204-410-04		,	
CASE NO: BS123005			
Short Title of Case: Steve Poizner v. Golden S Insurance Company	tate Mutual Life	HEARING SET FOR: AT SELF ADDRESSED STAMPED ENVELOPE (S) ATTACHED	PEE ATTACHED: \$
PLEASE NOT	EANY SPECIFIC	OR TIMELY FILING REQUI	IREMENTS .
COURT RESEARCH	T. ON	DEMAND FILINGS	COURT RUN
ASAP RESEARCH (Immediate)  SAME DAY RESEARCH (Allow full day to obtain)  NEXT DAY RESEARCH (Allow two days to obtain)	SPEC F (Immedia ASAP FI (Within 1	ILE RUSH FILE (Within 2 hours) ILE REG FILE	SAMEDAY (Fillings Only)*  NEXTDAY (Fillings Only)*  *Per Agreement
ASAP RESEARCH (Immediate)  SAME DAY RESEARCH (Allow full day to obtain)  NEXT DAY RESEARCH	SPEC F (Immedia	ILE RUSH FILE (Within 2 hours) ILE REG FILE	(Filings Only)*  NEXTDAY (Filings Only)*  *Per Agreement
ASAP RESEARCH (Immediate)  SAME DAY RESEARCH (Allow full day to obtain)  NEXT DAY RESEARCH (Allow two days to obtain)	SPEC F (Immedia ASAP FI (Within 1	ILE RUSH FILE (Within 2 hours) ILE REG FILE (Within 3-4 hours)  SUBMIT OTHER	(Filings Only)*  NEXTDAY (Filings Only)*  *Per Agreement
ASAP RESEARCH (Immediate)  SAME DAY RESEARCH (Allow full day to obtain)  NEXT DAY RESEARCH (Allow two days to obtain)  FILE  RESEARCH COPY REQUEST	SPEC F (Immedia ASAP FI (Within 1	ILE (Within 2 hours) ILE REG FILE (Within 3-4 hours)  SUBMIT OTHER  FORM Complet	(Filings Only)*  NEXTDAY (Filings Only)*  *Per Agreement
ASAP RESEARCH (Immediate)  SAME DAY RESEARCH (Allow full day to obtain)  NEXT DAY RESEARCH (Allow two days to obtain)  FILE  RESEARCH COPY REQUEST  SPECIAL INSTRUCTIONS:	SPEC F (immedia  ASAP FI (Within 1)  ISSUE  CERTIFIED COPY	ILE (Within 2 hours) ILE REG FILE (Within 3-4 hours)  SUBMIT OTHER  FORM Complet	(Filings Only)*  NEXTDAY (Filings Only)*  *Per Agreement
ASAP RESEARCH (Immediate)  SAME DAY RESEARCH (Allow full day to obtain)  NEXT DAY RESEARCH (Allow two days to obtain)  FILE  RESEARCH	SPEC F (immedia  ASAP FI (Within 1)  ISSUE  CERTIFIED COPY  e minute order.	ILE (Within 2 hours) ILE REG FILE (Within 3-4 hours)  SUBMIT OTHER  FORM Complet	(Filings Only)*  NEXTDAY (Filings Only)*  *Per Agreement

Enter An Invoice Number: Usage period: 03/01/2010 - 03/31/2010

Law Firm

EPSTEIN TURNER & SONG LOS ANGELES, CA 90017

Cllent

Client ID:204-410-04

Enter a Client Name:

Enter Address1:

Enter Address2:

City, State ZIP

Westlaw Research	n Charges	through	03/31/2010
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Included Lea	gal Research	Standard Charge	Cllent Charge
3/2/2010	Westlaw Legal Research	\$570.22	\$23,36
3/23/2010	Westlaw Legal Research	\$1,190.69	\$48.79
3/25/2010	Westlaw Legal Research	. \$450.34	\$18.45
3/29/2010	Westlaw Legal Research	\$160.00	\$6.56
		Sub-total Included Charges	\$97.16
Excluded Leg	gal Research		Client Charge
		Sub-total Excluded Charges	\$0.00
		Sub-total research Charges	\$97.16
		Tax Charge	\$0.00
•		Total Client Charge	\$97.16

204410 03/31/2010	Insurance Commissioner  Clerical for mailing notice of resel	Involce# 713 nedule of status report heari	ng Page	11 50.00
			\$2	,382.46
JBH	0.50	150.00	\$75,00	
JES	1.25	150.00	\$187.50	
JMT	1.40	295.00	\$413.00	
MRW	140.15	295,00	\$41,344.25	
RLI	2.20	250,00	\$550.00	1145.3
SSD	0.80	250.00	\$200.00	
Billing Sumn	nary			
	ional services	\$42,769.75		
Total expense	s incurred	\$2,382.46	•	
Total of new	charges for this invoice	\$45,152.21		
Total balance	c now due	\$45,152.21		

July Holloway 5-6-10 Mrwed Wly W 5,6,10 LAW OFFICES OF

# EPSTEIN, TURNER & SONG

DAVID B. EPSTEIN JONATHAN M. TURNER LAWRENCE J. SONG MICHAEL R. WEISS GAIL E. WISE ROBYN L. IKEHARA SHIVA S. DAVOUDIAN

A Professional Conporation
777 S. Figueroa Street, Suite 4950
Los Angeles, California 90017
Telephone: (213) 861-7487
Fax: (213) 861-7488

April 30, 2010

VIA U.S. MAIL

Chief Estate Trust Officer Attention: Scott Pearce 1999 West Adams Blvd. Los Angeles, California 90018

RE: Invoice #7136

Golden State Mutual Life Insurance Company

Dear Mr. Pearce:

Enclosed is our bill for fees and expenses incurred in the referenced matter through March 31, 2010. I have reviewed the bill and approve the billing statement, and have determined that it complies with the Legal Services Agreement entered into regarding this matter.

Very truly yours,

MICHAEL R. WEISS

MRW:jbh Enclosure

G. GRA: CASES 204-416-04/Billing 1222009 Wilson - Mar 2010 Billing Cover Letter doe

LAW OFFICES OF

# **EPSTEIN, TURNER & SONG**

DAVID B. EPSTEIN
JONATHAN M. TURNER
LAWRENCE J. SONG
MICHAEL R. WEISS
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SHIVA S. DAVOUDIAN

A Professional Corporation
777 S. Figueroa Street, Suite 4950
Los Angeles, California 90017
Telephone: (213) 861-7487
Fax: (213) 861-7488

May 27, 2010

VIA U.S. MAIL

Chief Estate Trust Officer Attention: Scott Pearce 1999 West Adams Blvd. Los Angeles, California 90018

RE: Invoice #7186

Golden State Mutual Life Insurance Company

Dear Mr. Pearce:

Enclosed is our bill for fees and expenses incurred in the referenced matter through April 30, 2010. I have reviewed the bill and approve the billing statement, and have determined that it complies with the Legal Services Agreement entered into regarding this matter.

80714

Very truly yours,

MICHAEL R. WEISS

MRW:jbh Enclosure

ONGRPUCASES/204-410-04/Billing/052710 Wilson - May 2010 Billing Cover Letter.doe

Epstein, Turner & Song
777 S. Figueroa Street
Sulte 4950
Los Angeles, CA 90017
(213) 861-7487
Tax ID 95-4673902

April 30, 2010

Golden State Mutual Life Insurance Company Scott Pearce Chief Estate Trust Officer 1999 West Adams Blvd. Los Angeles, CA 90018

Invoice# 7186 MRW Our file# 204410 00004 Billing through 04/30/2010

Golden State Mutual Life Insurance Company

Balance for Payments re	rward as o eceived si		45,152.21 45,152.21		•	
		palance carried forward	\$0.00			
PROFESSIO						•
04/01/2010		Dono wil	(	).25	hrs.	<b>7</b> 3.7 <b>5</b>
04/01/2010	MRW	Finalize declaration for Tidwell, phone conferences with Tidwell re declaration, re 2706 application, emails to M. Smith, revis proof of service list	vise	.40	hrs.	413.00
04/01/2010	MRW	Review and respond to emails from clients issues on sale application	re 0	.25	lns.	73.75
04/01/2010	MRW	Phone conference with clients re agreement open issues with IA and estate	ts, 1	.50	hrs.	442.50
04/01/2010	MRW		e 0	.20 1	us.	59.00
04/01/2010	MRW	Phone conference with Patrik re dividend information	0.	20 1	rs.	59.00
04/01/2010	MRW	Evaluate letter from certificate holder	0.	10 I	rs.	29.50
04/01/2010	MRW	Prepare email to Numally with agency agreements		30 ł		88.50
04/01/2010	MRW	Phone conferences with Donovan	0.	10 h	rs.	29,50
04/01/2010	MRW	Evaluate email from Fred Wadibia re messa from Interest review messages, contact he attorney	ges . 0.1	20 h		59.00
04/01/2010	MRW	Finalize application for approval of 2706 sal compile documents, email Smith re needed signature page	e, 1.1	10 h	18.	324.50
4/01/2010	MRW	Evaluate actuarial opinion	0.2	0 h	rs.	59.00
04/01/2010	MRW	Prepare email to clients with letter from certificate holder		0 h		29.50
4/02/2010	MRW	Coordinate secretary re documents to M. Smith, filing of pleadings	0.2	0 Ы	ʻs.	59.00

	204410		e Commissioner	Invoice#	7186	Page	2
	04/02/2010				1.00	hrs.	295.00
	04/04/2010	MRW	Review and revise letter to annuit email to clients	y holders,	1.00	hrs.	295.00
	04/04/2010	MRW	Evaluate GSM's articles of incorporate	oration	0.25	hrs.	73.75
-	04/05/2010	MRW	Phone conference with Nunnally r agreements and information on ag commissions	e status of		hrs.	59.00
	04/05/2010	MRW	Evaluate complaint by Illinois Mas Corporation	sonry	0.75	hrs.	221.25
	04/05/2010	MRW	Evaluate Order Finding No Substa Evidence and Dismissal of Belcher Chicago complaint, Investigatory S prepare email to clients re same	r City of	0.75	hrs.	221.25
	04/05/2010	MRW	Phone conference with Lewis attor of claim for policy	ney re status	0.20	hrs.	59.00
	04/05/2010	MRW	Phone conference with re accountant letter	and email	0.10	hrs.	29.50
	04/05/2010	MRW	Evaluate email from Pearce re divid Nunnally's email	đenđs,	0.20	lus.	59.00
	04/05/2010	MRW	Prepare for hearing on EEOC Cons	ent Decree	0.60	hrs.	177.00
	04/05/2010	MRW	Prepare email to Greg Morris re timagreements		0.20	lırs.	59.00
	04/06/2010	MRW	Court Appearance - Hearing on app Consent Decree	roval of	3.00	hrs.	885.00
	04/06/2010	MRW	Phone conference with Donovan reapproval	Court	0.10	rs.	29.50
	04/06/2010	MRW	Phone conference with Pearce re rel agreements	hab	0.25	us.	73.75
	04/06/2010	MRW	Evaluate email and phone call with re fraud claim	Donovan	0.10 1	us.	29.50
	04/06/2010	MRW	Prepare emails to EEOC counsel re- approval and next step for District C approval; respond to his email		0.20 1	irs.	59.00
	04/06/2010		Evaluate email from M. Smith re connot available until Thursday, respons		0.10 1	rs.	29.50
	04/06/2010		Prepare letter to auditors re litigation GSM	against	1.50 h	rs.	442.50
	04/06/2010	MRW	Evaluate email from Wadibia re frau	d claim	0.10 h	rs.	29.50
	04/06/2010		Evaluate Pearce email re status of ne with IA	gotiations	0.20 h	rs.	59.00
	04/06/2010	MRW :	Prepare email to Pearce re Oakland l	ease	0.10 h	rs.	29.50
			Evaluate retirement documents		1.10 h		324.50
		MRW ]	Review and respond to clients emails agreements	s re rehab	0.10 h		29.50
	04/07/2010	MRW J	Review and respond to email from Po Dakland lease, Holloway email	earce re	0.25 h	ʻS.	73.75
	04/07/2010		Further evaluate retirement files and		1.20 h	·s. 3	54.00

204410	Insuranc	e Commissioner documents	Invoice#	7186	Page	3
04/07/2010	MRW		innally re	2.50 hrs	•	737.50
04/07/2010	MRW			0,20 hrs	•	59.00
04/07/2010	MRW	Phone conference with clients reagreement issues	rehab	1.50 hrs.	•	442.50
04/07/2010	MRW	Review and respond to F. Wadibi contact Autorney		0.20 hrs.		59.00
04/07/2010	MRW	Prepare agenda for IA meeting, pl conference with Nunnally re agen clients		0.50 hrs.		147.50
04/07/2010	MRW	Revise agenda re funeral sales and clients	l email to	0.10 hrs.		29.50
04/07/2010	MRW	Prepare letter to trustee's attorney policy	re (	0.25 hrs.		73,75
04/07/2010	MRW	Revise assumption endorsement		0.90 hrs.		265.50
04/07/2010	MRW	Phone conference with J. Murphy files and reserve issues	re retirement	0.75 hrs.		221.25
04/07/2010	MRW	Prepare memo re same and question Pennington	ons for Alan	0.30 hrs.		88.50
04/07/2010	MRW	Coordinate paralegal re employee files for J. Murphy	retirement	0.10 hrs.		29.50
04/07/2010	MRW	Prepare email to attorney for Oaklere continuing standstill agreement	and landlord	0.20 hrs.		59.00
04/08/2010	MRW	Evaluate caselaw re retirement res	erve issues	0.75 hrs.		221.25
04/08/2010	MRW	Phone conference with clients and issues	IA re legal	1.20 hrs.		354.00
04/08/2010	MRW	Phone conference with Certificate mailings	holder re	0.20 hrs.		59.00
04/08/2010	MRW	Evaluate email from certificate hol to Pearce and Donovan	der, forward	0.10 hrs.		29.50
04/08/2010	MRW	Evaluate information from Donova forms and reinstatement policies	n re policy	0.20 hrs.		59.00
04/08/2010	MRW	Prepare email to J. Murphy re retire and questions for actuary Alan Pen		0.50 hrs.		147.50
04/08/2010		Phone conference with plaintiff's at Illinois Masonry Corp lawsuit again prepare email to Donovan re reason and need to search if have any inter property	nst GSM; ı for lawsuit	0.40 hrs.	:	118.00
04/08/2010	MRW	Phone conferences with Murphy re issues	retirement	0.25 hrs.		73.75
04/08/2010		Coordinate documents to Alan Pen J. Murphy; prepare letter to Murphy		0.30 hrs.		88.50

			7.			
•						
204410	Insuranc	e Commissioner Invoice#	7186	Page 4		
04/08/2010	MRV	V Revise Rehab Agreement, Endorsement, Assumption Agreement	3.50 hrs.	1,032.50		
04/08/2010	MRV	Phone conference with Jack Hom re DOI approval process	0.20 hrs.	59,00		
04/08/2010	MRW	Evaluate Assumption Reinsurance Agreement from IA American, revise agreement, prepare redline	2.00 hrs.	590.00		
04/08/2010	MRW	Evaluate Service Agreement from IA American, add revisions to agreement	1.50 hrs.	442.50		
04/08/2010	MRW	Phone conference with Pearce re agreements, meeting with IA American	0.50 hrs.	147.50		
04/08/2010	JES	Review and compile retired employees files for attorney and client review	1.25 hrs.	187.50		
04/09/2010	MRW	· ·	0.75 hrs,	221.25		
04/09/2010	MRW		0.75 hrs.	221.25		
04/09/2010	MRW	<del>_</del>	1.00 hrs.	295.00		
04/09/2010	MRW	Prepare email to IA with agreements	0.25 hrs.	73.75		
04/09/2010	MRW	Revise service agreement, phone conference with Nunnally re revisions, email to Nunnally re same	2.00 hrs.	590.00		
04/09/2010	MRW	Prepare notice to policyholders	1.80 hrs.	531.00		
04/09/2010	MRW	Evaluate letter from	0.50 hrs.	147.50		
04/09/2010	MRW	Evaluate email and document from counsel for Illinois Masonry, prepare email to clients	0.20 hrs.	59.00		
04/09/2010	MRW	Review and respond to emails with Alan Pennington	0.30 hrs.	88.50		
04/09/2010	MRW-	regulatory review	0.30 hrs.	88.50		
04/11/2010	MRW	Evaluate IA's revision to payment of agent commissions, email Patrik re same	0.20 hrs.	59.00		
04/11/2010	MRW	Evaluate Nunnally's email re coinsurance agreement, respond to same	0.50 hrs.	147.50		
04/12/2010	JMT	Preliminary analysis of ERISA preemption issues arising from separation agreements	0.40 hrs.	118.00		
04/12/2010	MRW	Evaluate email from Alan Pennington re retirement issues	0.20 hrs.	59.00		
04/12/2010	MRW	Evaluate Court order	0.10 hrs.	29.50		
04/12/2010	MRW	Prepare notice of court order with notice to interested parties	0.50 hrs.	147.50		
04/12/2010		Coordinate secretary re service and filing of notice of order	0.10 hrs.	29.50		
04/12/2010		Phone conference with A. Pennington re retirement issues	0.20 hrs.	59.00		
04/12/2010	MRW	Evaluate retirements issues with J. Turner,	0.75 hrs.	221.25		

204410	Insuranc		7186	Page	5
04/12/2010	MRV	prepare information for review by J. Turner Review and respond to Donovan email re service agreement pricing	0.10	) hrs.	29,50
04/12/2010	MRW		0.40	hrs.	118.00
04/12/2010	MRW		0.80	hrs.	236.00
04/14/2010	MRW	Evaluate emails from Donovan re 4801 Alemeda Road property and documents	0.25	hrs.	73.75
04/14/2010	MRW	Evaluate trust documents from IA	0.40	hrs.	118.00
04/14/2010	MRW	Phone conference with Holloway re status of negotiations, send agreements to Wilson, prepare email to Wilson with agreements	0.50	hrs.	147.50
04/15/2010	MRW	Review closing schedules, revised schedules from J. Murphy, phone conference with Murphy re same	0.40	hrs.	118.00
04/15/2010	MRW	Evaluate and revise Interim Reinsurance Agreement from Nunnally	1.20	hrs.	354.00
04/15/2010	MRW	Phone conference with clients re status of transaction and open issues	0.75	hrs.	221.25
04/15/2010	MRW	Phone conference with IA and clients re open issues	0.75	hrs.	221.25
04/15/2010	MRW	Revise agreements per calls with clients and IA	0.60	hrs.	177.00
04/15/2010	MRW	Phone conference with Nunnally re revisions to agreements	1.00	hrs.	295.00
04/15/2010	MRW	Evaluate DOI documents re Ins Code 1011(c) approval	0.25	hrs.	73.75
04/15/2010	MRW	Prepare email to clients with revised agreements	0.20	hrs.	59.00
04/15/2010	MRW	Evaluate emails from Patrik re additional issues	0.10	hrs.	29.50
04/15/2010	MRW	Prepare email to EEOC attorney with order approving Consent Decree	0.20	hrs.	59.00
04/15/2010	MRW	Evaluate service mechanics on policyholders	0.20	hrs.	59.00
04/15/2010	MRW	Evaluate notice requirements for approval application	0.50	hrs.	147.50
04/16/2010	MRW	Evaluate quotes for service of notice of IA assumption on policyholders, phone conference with Myriad Lit Services re same	0,50	hrs.	147.50
04/16/2010	MRW	Evaluate emails from clients and Nunnally re standards for service agreement	0.20	hrs.	59.00
04/16/2010	MRW	Evaluate American Title letter and agreement re sale of property	0.20	hrs.	59.00
04/18/2010	MRW	Revise service agreement, incorporate GSM's standards and client comments on standards into service agreement	1.50 1	hrs.	442.50

•				
204410	Insurance	Commissioner Invoice#	7186 Page	6
04/18/2010	MRW	Prepare email to Nunnally with service agreement	0.10 hrs.	29.50
04/19/2010	MRW	Evaluate letter from trustee's attorney disclaiming interest in the policy; prepare email to clients re same	0.25 hrs.	73.75
04/19/2010	MRW	Review and respond to email from EEOC attorney re approval of consent decree	0.10 hrs.	29.50
04/19/2010	MRW	Further revise service agreement, email to Nunnally	1.80 hrs.	531.00
04/19/2010	MRW	Phone conference with Fred repolicy	0.10 hrs.	29,50
04/19/2010	MRW	Evaluate Robert's revision to parol evidence rule	0.20 hrs.	59.00
04/19/2010	MRW	Phone conference with Myriad re cost for notice to policyholders	0.25 hrs.	73.75
04/19/2010	MRW	Evaluate emails from Patrik re proposals for agreements	0.20 hrs.	59.00
04/19/2010	MRW	Phone conference with Nunnally re remaining issues	0.25 hrs.	73.75
04/19/2010	MRW	Phone conference with Nunnally and Pearce re outstanding remaining issues	0.25 hrs.	73.75
04/19/2010	MRW	Prepare memo re open issues and schedule of events re agreements	0.80 hrs.	236.00
04/19/2010		Draft notice of application for approval of rehab plan	2.80 hrs.	826.00
04/19/2010	MRW	Phone conference with attorney repolicy	0.10 hrs.	29.50
04/19/2010	MRW	Prepare email to clients with service agreement and request to review GSM's abilities	0.10 hrs.	29.50
04/19/2010	MRW	Prepare email to clients with open issues memo and schedule	0.30 hrs.	88.50
04/19/2010		Review and respond to emails from clients re agreement issues and negotiation	0.20 hrs.	59.00
04/20/2010		Evaluate quote from Donovan re service costs, phone conference re same	0.25 hrs.	73.75
04/20/2010	MRW	Evaluate Labor Commissioner decision re Cartwright and argument that Commissioner has no jurisdiction	0.40 hrs.	118.00
04/20/2010		Prepare letter to attorney for repolicy benefits	0,50 hrs.	147.50
04/20/2010	MRW Î	Phone conference with Nunnally re status of agreements and deal points, incorporation into agreements	0.30 hrs.	88.50
04/20/2010		Further review and revise Rehabilitation Agreement, exhibits, tables	1.20 hrs.	354.00
04/20/2010	a	Phone conference with Oakland landlord's attorney re extending standstill period, prepare smail to clients re same	0.30 hrs.	88.50

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204410 04/20/201		nce Commissioner Invoice#	7186	Page 7
04/20/201	0 MR	W Phone conferences with Pearce re agreements, preparation of final versions	0.50 hrs.	147.50
04/20/201	0 MR	W Emails with Marta and Todd re callers requesting GSM information	0.20 hrs.	59.00
04/20/2010	0 MR	W Evaluate Nunnally's revised interim reinsurance agreement	0.75 hrs.	221.25
04/20/2010	) MR	W Review and revise rehabilitation agreement, assumption agreement, service agreement.	7.50 hrs.	2,212.50
		interim reinsurance agreement, novation agreement, assumption endorsement; add tables of contents	,	•
04/20/2010	MRV	V Prepare emails to clients with agreements	0.30 hrs.	00 EA
04/20/2010	MRV	Phone conference with EEOC attorney re Barringer address for check	0.10 hrs.	88.50 29.50
04/21/2010	MRW		0.30 hrs.	88.50
04/21/2010	MRW		0.10 hrs.	29.50
04/21/2010	MRW	Phone conference with Nunnally re preparation for client meeting	0.25 hrs.	73.75
04/21/2010	MRW	Phone conference with clients re agreements	1.20 hrs.	354.00
04/21/2010	MRW	Phone conference with Greg Morris reagreements and outstanding issues	0.25 hrs.	73.75
04/21/2010	MRW		0.40 hrs,	118.00
04/21/2010	MRW	Coordinate paralegal re documents for clients in New York	0.30 hrs.	88.50
04/21/2010	MRW	Prepare summary of rehab plan, email to Pearce	0.30 hrs.	88.50
04/21/2010	MRW	Further prepare letter to policyholders and Court notice of application and orders, incorporate orders	5.20 hrs.	1,534.00
04/21/2010	MRW	Phone conference with Patrik re agreements	0.30 hrs.	go co
04/21/2010	MRW	Evaluate documents from title company re sale of Almeda property	0.10 hrs.	88.50 29.50
04/21/2010	JES	Compilation of agreements to client binders for use by client	0.50 hrs.	75.00
04/22/2010	MRW	Evaluate emails from Nunnally re revisions to notice and letter to policyholders	0.20 hrs.	59.00
04/22/2010	MRW	Incorporate Nunnally's revisions to notice documents	0.40 hrs.	118.00
04/22/2010	MRW	Phone conference with Ed Loughlin re consent decree signed	0.10 hrs.	29.50
04/22/2010		Phone conference with S. Pearce re EECO settlement payment, status of finalizing the transactions	0.50 hrs.	147.50
04/22/2010	MRW :	Prepare email to Donovan re EEOC settlement	0.10 hrs.	29,50
04/22/2010	MRW :	Phone conference with Nunnally	0.50 hrs.	147.50

204410	Insurance	Commissioner Invoice#	7186 Pag	ge 8
04/22/2010	MRW		0.30 hrs.	88.50
04/22/2010	MRW	Prepare letter to Barringer re settlement payment	0.40 hrs.	118.00
04/22/2010	MRW	Conference with clients and IA re agreements, conference with Pearce re accountings, revise agreements	2.90 hrs.	855.50
04/23/2010	MRW	Evaluate Nunnally's further changes to Rehab agreement	0.40 hrs.	118.00
04/23/2010	MRW	Revise notice documents, email to clients	0.40 hrs.	118.00
04/23/2010	MRW	Review DOI materials re regulatory approval	0.30 hrs.	88.50
04/23/2010	MRW	Phone conference with Nunnally and Hom re regulatory approval	0.50 hrs.	147.50
04/23/2010	MRW	Evaluate and respond to client emails re notice, agreements	0.20 hrs.	59.00
04/23/2010	MRW	Prepare ex parte application re notice to policyholders	2.40 hrs.	708.00
04/25/2010	MRW	Revise and prepare declarations for ex parte application, legal research re notice requirements, conservation order	4.40 hrs.	1,298.00
04/25/2010	MRW	Evaluate Nunnally's email to Hom re rehab plan overview	0.10 hrs.	29.50
04/26/2010	IMT	Review and analysis pertinent portions of client files and documents for preparation of opinion letter re ERISA coverage and premption issues applicable to GSM special early retirement package	1.00 hrs.	295.00
04/26/2010	MRW	Evaluate Greg Morris's request re corporate resolution, revise resolution from Nunnally, send to Greg Morris	0.60 hrs.	177.00
04/26/2010	MRW	Revise and further prepare ex parte application, notice documents, exhibits to motion, prepare proposed order, prepare Dept 86 form re notice declaration, prepare letter to Board of Directors providing notice of ex parte application, email to clients	5.00 hrs.	1,475.00
04/26/2010	MRW	Evaluate emails from Greg Morris re changes to assumption agreement and assumption endorsement, respond, phone conferences with Morris and Nunnally re same	0.75 hrs.	221.25
04/26/2010	MRW	Prepare emails to IA American and clients with revised assumption agreement and assumption endorsement	0.20 hrs.	59.00
04/26/2010	MRW	Phone conference with Nunnally re revisions to assumption agreement	0.75 hrs.	221.25

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·204410	Insuranc	e Commissioner Invoice#	7186 Page	9
04/26/2010	MRW	Prepare email to BEOC attorney re signed consent decree	0.10 hrs.	29.50
04/27/2010	MRW	Review and respond to email from EEOÇ attorney re consent decree signed	0.10 hrs.	29.50
04/27/2010	MRW	•	0.10 hrs.	29.50
04/27/2010	MRW	Prepare memo to clients re consent decree obligations	0.50 hrs.	147,50
04/27/2010	MRW	Evaluate emails re status conference hearing and appearance	0.20 hrs.	59.00
04/27/2010	MRW	Prepare email to landlord's attorney re conservation order	0.10 hrs.	29.50
04/27/2010	MRW	Evaluate changes by IA re rejection of policies, incorporate changes into agreements, email to IA, conference with Numally	0.50 hrs.	147.50
04/27/2010	MRW	Phone conference with landlord's attorney re murals, prepare email to clients re same and landlord's claim	0.80 hrs.	236.00
04/27/2010	MRW	Prepare email to Greg Morris re notice brochure	0.10 hrs.	29.50
04/27/2010	MRW	Prepare email to clients re obligations under Consent Decree	0.50 hrs.	147.50
04/27/2010	MRW	Review and respond to Patrik's email re brochure information	0.10 hrs.	29.50
04/27/2010	MRW	Revise ex parte and notice documents, incorporate Smith's and Wilson's revisions, respond to Marta's emails re same, respond to IA's emails	1.40 hrs.	413,00
4/27/2010	MRW	Prepare for hearing on status report	0.40 hrs.	118.00
4/27/2010	MRW	Phone conference with Marta Smith re status report hearing	0.25 hrs.	73.75
4/27/2010	MRW	Phone conference with clients re review of ex parte motion, notice documents and agreements	2.00 hrs.	590.00
4/27/2010	MRW	Revise ex parte, notice documents, phone conferences with Nunnally re same, email to clients	2.25 hrs.	663.75
4/27/2010	MRW	Prepare email to IA and clients re agenda for conference call	0.20 hrs.	59.00
4/27/2010		Review emails with Donovan re mailing of notice, phone conference with Donovan and Pearce re mailing of notice documents, calculate hearing date	0.30 hrs.	88.50
1/27/2010		Evaluate letter from the attorney, prepare email to clients re check request for policy benefits	0.20 hrs.	59.00
/28/2010		review GSM harassement policy and related	0.30 hrs.	88.50
			,	

204410	Insurance	correspondence; preliminary evaluation of	7186	Page 10
04/28/2010	JMT	legal issues raised in client inquiry ERISA research (statute, pertinent regulations and case authorities) re preemption issues raised with GSM special retirement package	1.70 hrs.	. 501.50
04/28/2010	MRW	-	3.90 hrs.	1,150.50
04/28/2010	MRW	• • • • • • • • • • • • • • • • • • • •	4.10 hrs.	
04/28/2010	MRW	Phone conference with clients and IA re notice documents, revisions to agreements, status	0.80 hrs.	236.00
04/28/2010	MRW	Evaluate IA's change to service agreement, evaluate termination provision with service agreement, prepare email to Nunnally with opinion on revision	0,40 hrs.	118.00
04/28/2010	MRW	Research court authority for order to show cause procedure, draft arguments re same, further revise	4.00 hrs.	1,180.00
04/29/2010	MRW	Evaluate IA's marketing letter, prepare email to Morris re same	0.20 hrs.	59.00
04/29/2010	MRW	Phone conferences with clients re hold on ex parte due to research on claims	0.70 hrs.	206.50
04/29/2010	MRW	Review and respond to Morris re timing of court approval	0.20 hrs.	59.00
04/29/2010	MRW	Coordinate secretary re cancelling ex parte notice, phone conference to Smith re same, phone conference with landlord's attorney re same	0.25 hrs.	73.75
04/29/2010	MRW	Phone conference with clients re employment terminations	0.20 hrs.	59.00
04/29/2010	MRW	Further revise legal arguments for ex parte and notice documents, revise proposed order	1.60 hrs.	472.00
04/29/2010	MRW	Phone conference with Patrik and Greg re exparte issues	0.30 hrs.	88.50
04/29/2010	MRW	Review board resolution	0.10 hrs.	29.50
04/29/2010	MRW	Finalize and pdf agreements, email to clients and IA	3.00 hrs.	885.00
04/29/2010	MRW	Phone conference with Nunnally re ex parte delay, policy issues	0.30 hrs.	88.50
04/30/2010	ЉН	Download cases from Westlaw for attorney review re case preparation	0.20 hrs.	30.00
04/30/2010	JMT	work on legal memo to MRW re ERISA preemption issues affecting suspension of early retirement package	6.00 hrs.	1,770.00
04/30/2010	MRW	Evaluate legal documents received from Pearce	0.30 hrs.	88.50
)4/30/2010	MRW	Phone conference with worker's comp attorney	0.20 hrs.	59.00

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204410	Insurance	Commissioner Inv re declaration, prepare email to Pearce re declaration		7186	Page	11
04/30/2010	MRW		clerk	0.80 hrs	•	236.00
04/30/2010	MRW	Evaluate letters of reference for Barringe prepare letter to Barringer sending letters	r,	0.25 hrs.	•	73.75
04/30/2010	MRW	Review recent versions of agreements		1.20 hrs.		354.00
04/30/2010	MRW	Phone conference with Greg Morris re sa	me	0.20 hrs.		59.00
04/30/2010	MRW	Evaluate marketing letter from IA		0.10 hrs.		29.50
04/30/2010	MRW	Phone conference with Nunnally re court application		0.20 hrs.		59.00
					\$45	,471.75
<b>EXPENSES</b>						
04/02/2010	Filing fe	e .				40.00
04/02/2010	Attorney	service (LASC)				7.50
04/06/2010	Parking	•				18.00
04/08/2010	Federal E	Express (J. Murphy)			·	13.67
04/08/2010	Federal E	express (A. Pennington)				22,40
04/09/2010	Attorney	service - Obtain minute order				71.85
04/12/2010	Attorney	service (LASC)				7.50
04/13/2010	Attorney	service (LASC)				7.50
04/21/2010	Federal B	xpress (J. Holloway)				70.93
04/27/2010	Federal E	xpress (W. Barringer)				26.13
04/28/2010	Parking					18.00

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04/30/2010	LexisNexis			132.50	
04/30/2010	Westlaw			28.76	
04/30/2010	Postage			51.02	
	,	,		\$746.96	
JBH	0.20	150,00		\$30.00	
<b>JES</b>	1.75	150.00	. <b>\$</b> 2	262.50	er en er Proposition Maries
JMT.	9.40	295.00	\$2.7	773.00	
MRW	143:75	295,00	\$42,4	106.25	
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Total of new c	harges for this invoice	\$46,218	3.71		
Total balance	now due	\$46,218	I WA	ME BINNE FOR ACC	insolt.

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From:	4950	TURNER & ): JEROA ST STE ILES, CA 90017 7	Package type: Pickup/Drop Off: Weight: Declared value: Shipper account nut Bill transportation to Courtesy rate quote	oi.	FedEx Envelope Use an akeedy scheduled pickup's my location 0.30 LBS 0.00 USD 226051538 226051538 13.67
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emensions, and other factors. Consult the applicable Facex derives educed for the result of loss, damage, delay, non-delivery, are calculated.

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From:	MICHAEL R. WEISS	Package type;	FedEx Envelope
	EPSTEIN, TURNER & SONG, P.C.	Pickup/Drop Off:	Use an already scheduled pickup a my focation
	777 S FIGUEROA ST STE 4950	Weight:	0.30 LBS
	LOS ANGELES, CA 90017	Declared value:	0.00 USD
	US 2138617487	Shipper account number Bill transportation to:	; 226051538 226051538
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То;	ALAN PENNINGTON BRYAN PENDLETON SWATS & McALLISTER 5301 VIRGINIA WAY STE 400 N2636-040	List rates: Effective net discount: Discounted variable % Special services: Shipment Purpose:	
	BRENTWOOD, TN 370277642 US (616) 347-3362	Shipment type: Commercial/Residential S	Express Natus: Commercial
Tracking no:	793430967417		
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		Sacramento		144-5111 • Fax (916) 443-311
COURT FILING / COURT RESEARCH FORM	web address: firstlega	CONTROL NO.	9117	DATE: 4/8/10
FIRM NAME: Epstein, Turner & S 777 S. Figueroa St. Los Angeles, CA 9	, Sulte 4950	Los Angeles Supe 111 N. Hill Street. Los Angeles, Calif	<b>ROOM 11</b>	2
PHONE: (213) 861-7487  FAX: (213) 861-7488  ATTY/SECRETARY: /MEB  CLIENT MATTER/ATTY, CODE	EXT: 113	DOCUMENTS Minute Order dated	d 4/6/10	
204-410-04 CASE NO: BS123005				
Short Title of Case: Insurance Commissioner Mutual Life Ins. Co.	v. Golden State	HEARING SET FOR: SELF ADDRESSED S ENVELOPE (S) ATTA	STAMPED	PEE ATTACHED: \$
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. To:	777 S FIGUEROA 4950 LOS ANGELES, C US 2138617487 WILLIAM BARRIN	CA 90017	Weight: Declared value: Shipper account numb. Bill transportation to: Courtesy rate quote:	my location 0.30 LBS 0.00 USD 226051538 226051538 26,13
10,	1008 BRETT CT CHARLOTTE, NO 282163021 US 8185995298		List rates: Effective net discount: Discounted variable % Special services: Shipment Purpose: Shipment type: Commercial/Residential	Residential delivery  Express Status; Residential
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Law Firm

EPSTEIN TURNER & SONG LOS ANGELES, CA 90017

Client

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Westlaw Research Cha	raes through 04/30/2010
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- Westlaw Re	esearch Charges through 04/3	30/2010	
	gal Research	Standard Charge	Client Charge
4/7/2010	Westlaw Legal Research	\$28.00	\$0.52
4/12/2010	Westlaw Legal Research	\$1,109,45	\$20.70
4/26/2010	Westlaw Legal Research	\$98,00	\$1.83
4/28/2010	Westlaw Legal Research	\$112.00	\$2.09
4/29/2010	Westlaw Legal Research	\$149,40	\$2.79
4/30/2010	Westlaw Legal Research	\$44.40	\$0.83
		Sub-total Included Charges	\$28.76
Excluded Le	gal Research	,	Client Charge
		Sub-total Excluded Charges	\$0.00
		Sub-total research Charges	\$28,76
		Tax Charge	\$0.00
		Total Client Charge	\$28.76

204410 1 04/30/2010	Insurance Commissioner Photocopy (2,312 pages @ .10/page)	Invoice#	7186	Page	12 231.20
04/30/2010	LexisNexis				132.50
04/30/2010	Westlaw		4		28.76
04/30/2010	Postage				51.02
				;	\$746.96
JBH	0.20	150.00		\$30.00	
JE8	1.75	150.00		\$262.50	
JMT	9.40	295.00		\$2,773.00	
MRW	143.76	295,00		\$42,406.25	
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04/30/2010	Postage			51.02
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JBH	0.20	150.00	622.2A	
JES	1.75		\$30.00	
JMT	9.40	150.00	<b>\$262.50</b>	
MRW	9.40	295.00	\$2,773.00	
	143.75	295.00	\$42,406.25	
Billing Summ	ary			
Total profession	onal services	\$45,471.75		
Total expenses	s incurred	\$746.96		
Total of new c	harges for this invoice	\$46,218.71		
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05/31/2010	Photocopy (9,987 pages @ .10/page)		998.70 ∤
05/31/2010	Postage		274.33
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JMT	2.40	. 295.00	\$708.00 ✓
MRW	108.00		
RLI	100.00	295,00	\$31,270.00 🗸
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Billing Summ	ary		
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Epstein, Turner & Song
777 S. Figueroa Street
Suite 4950
Los Angeles, CA 90017
(213) 861-7487
Tex ID 95-4673902

May 31, 2010

Golden State Mutual Life Insurance Company Scott Pearce Chief Estate Trust Officer 1999 West Adams Blvd. Los Angeles, CA 90018

Invoice# 7226 MRW Our file# 204410 00004 Billing through 05/31/2010

## Golden State Mutual Life Insurance Company

		f invoice dated April 30, 2010 \$46,2	18.71	
Payments re	eceived sin	•	18.71	
Accounts re			\$0,00	
05/03/2010	JMT	Review plan documents; revisions to memo to MRW	0.60 hrs.	177.00
05/03/2010	MRW	Phone conference with Holloway re status of pending death claims	0.25 hrs.	73.75
05/03/2010	MRW	Revise agreements, email to Patrik	0.50 hrs.	147.50
05/03/2010	MRW	Phone conference with Pearce re agreements and pending death olaims	0.20 hrs.	59.00
05/03/2010	MRW	Evaluate J. Turner's memorandum re early retirement plan	0.50 hrs.	147.50
05/03/2010	MRW	Evaluate reinsurance list, emails with Pearce re same	0.20 hrs.	59.00
05/04/2010	JMT	Conference with MRW re ERISA reporting, filing and disclosure compliance issues; further review of pertinent case and statutory authority; supplement memo to address risk exposure	1.00 hrs.	295.00
05/04/2010	MRW	Phone conference with clients re issues on agreements	0.70 hrs.	206.50
05/04/2010	MRW	Phone conference with Nunnally re same	0.20 hrs.	59.00
05/04/2010	MRW	Evaluate Nunnally's revisions and emails re policy liabilities; Revise agreements re policy liabilities	0.70 hrs.	206.50
05/04/2010	MRW	Evaluate pending death claim information and spreadsheet from clients	0.20 hrs.	59.00
05/04/2010	MRW	Prepare email to Patrik and Greg re revised agreements; review response emails	0.30 hrs.	88.50
05/04/2010	MRW	Evaluate Patrik's email re status of agreements, Phone conference with Nunnally and Donovan	0.25 hrs.	73.75
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204410	Thompson	Commissioner . Invoice	4 7006	Dage	2	
204410	insurance	re same	7226	Page	2	
05/04/2010	MRW	Phone conference with Holloway re same	0.25	hrs.	73.75	
05/04/2010	MRW	Further evaluate issues re early retirement pla and ERISA requirements	n 0.50	hrs.	147.50	
05/04/2010	MRW	Prepare notice of no opposition and declaration for Pearce re application to approve 2706 sale prepare revised proposed order		hrs.	442.50	•
05/04/2010	MRW	Phone conference with Ed Wilson re status of Golden State, prepare email to clients re same	0.10	hrs.	29.50	
05/04/2010	MRW	Phone conference with Pearce re sale of 2706 application, review declaration and signature from M. Smith, phone conference with Smith's secretary re same	0.25	hrs.	73.75	
05/05/2010	MRW	Prepare letter to attorney with benefits check and interest	0.20	hrs.	59.00	
05/05/2010	MRW	Prepare letter to worker's comp attorney with declaration	0.20	hrs.	59.00	
05/05/2010	MRW	Finalize notice of no opposition and proposed order re 2706 sale approval	0.20	hrs.	59.00	
05/05/2010	MRW	Evaluate FAQ draft; phone conference with Donovan re revisions to FAQ draft	0.30	hrs.	88.50	
05/05/2010	MRW	Phone conference with Robert re revisions to FAQ	0.10	hrs.	29.50	
05/05/2010	MRW	Evaluate revisions to FAQ	0.25	hrs.	73.75	
05/05/2010	MRW	Evaluate Patrik's email re agreements	0.10	hrs.	29.50	
05/05/2010	MRW	Phone conference with Holloway re service agreement and exhibits	0.20	hrs.	59.00	
05/05/2010	RLI	Review novation agreement.	0.50		125.00	
05/05/2010	RLI	Review assumption endorsement agreement.	0.30	_	75.00	
05/06/2010	JMT	Review GSM harassment policy and related correspondence in preparation for conference with MRW	0.40	hrs.	118.00	
05/06/2010	MRW	Brief review of ex parte documents and notices	0.25	hrs.	73.75	
05/06/2010	MRW	Evaluate and outline dates for filing ex parte and approval hearing	0.25	hrs.	73.75	
05/06/2010	MRW	Phone conference with Donovan re ex parte and hearing approval timing	0.10	hrs.	29.50	
05/06/2010	MRW	Evaluate emails re signing documents	0.20		59.00	
05/06/2010	MRW	Phone conference with Holloway re strategy on signing documents	0.20		59.00	
05/06/2010	MRW	Evaluate application for approval, start revisions	0.70		206.50	
05/06/2010	MRW	Phone conference with Nunnally re strategy for call with IA	0.20		59.00	
05/06/2010	MRW	Phone conference with clients and IA re agreements	0.75	hrs.	221.25	

	204410	Insurance	Commissioner	Invoice# 7	226	Page	3	
,	05/06/2010	MRW	Finalize agreements, compile ex finalize tables, prepare email to re same		3.00	**	885.00	
	05/06/2010	MRW	Evaluate IA's revised letter to p respond	olicyholders,	0.20	hrs.	59.00	
	05/06/2010	MRW	Phone conference with Hollowa expenses	ıy re service	0.10	hrs.	29.50	
	05/06/2010	MRW	Phone conference with Nunnally to agreements after call with cli-		0.20	hrs.	59.00	
	05/06/2010	MRW	Evaluate MMI invoice from Too		0.10	hrs.	29.50	
	05/07/2010	ЈМТ	Conferences with MRW re revis Harassment policy; compliance consent decree		0.40	hrs.	118,00	
	05/07/2010	MRW	Evaluate harassment policy, con J. Turner re same, revise policy, conferences with Donovan re sa obligation under consent decree	phone me, evaluate	1.00	hrs.	295.00	
	05/07/2010	MRW	Review emails from Morris resirespond, forward signatures to c	•	0.30	hrs.	88.50	
	05/07/2010	MRW	Review and respond to emails ware ex parte	rith M. Smith	0.20 1	hrs.	59.00	
٠	05/07/2010	MRW	Prepare email to A. Pennington issues	re ERISA	0.20 1	us.	59.00	
	05/07/2010	MRW	Respond to Morris's emails re si	gnatures	0.10 1	ırs.	29.50	
	05/07/2010	MRW	Review status of Illinois Masoni prepare emails to Todd and plain re same	ry case,	0.30 1	ırs.	88.50	
	05/07/2010	MRW	Review and revise ex parte application for hearing on May 1		1.80 1	ırs.	531.00	
	05/07/2010	MRW	Prepare for 2706 hearing		0.30 1	us.	88.50	
	05/10/2010	MRW	Court - hearing on application for 2706 sale	r approval of	3.70 1	ırs. 1	,091.50	
	05/10/2 -10	MRW	Phone conference with T. Donov sale	ian re 2706	0.10 ł	rs.	29.50	
	05/10/2010	MRW	Review and respond to email fro re ex parte	m D. Wilson	0.20 I	ns.	59.00	
	05/10/2010	MRW	Phone conference with G. Morris Agreement	s re Novation	0.10 h	nrs.	29.50	
	05/10/2010		Prepare email to Wilson and Pate Novation Agreement	rik re	0.20 h	ırs.	59.00	
	05/10/2010	MRW	Further prepare ex parte docume notice, exhibits, declarations; pre clients re same	pare email to	2.00 h	ers.	590.00	
	05/10/2010		Phone conferences with clients re ex parte documents, emails with same, revise		0.50 h	rs.	147.50	
•	05/10/2010		Prepare signed final versions of r	chabilitation	1.00 h	rs.	295.00	

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204410	Insurance	Commissioner Invoice# agreement, assumption agreement and service agreement, with exhibits; email to clients and IA	7226	Page	4	
05/10/2010	MRW	Coordinate secretary re certified copy of order, conference with secretary re same, prepare email to clients re delay in getting order	0.20		59.00	
05/10/2010	MRW	Finalize letter re ex parte notice	0.20		59.00	
05/10/2010	MRW	Phone conference with L. Von Eschen re ex parte notice and mural status	0.20		59.00	
05/10/2010	MRW	Finalize ex parte papers	0.60		177.00	
05/11/2010	MRW	Prepare harassment policy and consent decree documents, prepare email to client re same			118.00	
05/11/2010	MRW	Finalize ex parte motion and documents; coordinate secretary re documents	0.90		265.50	
05/11/2010	MRW	Revise ex parte proposed order	0.25		73.75	
05/11/2010	MRW	Review case authorities for ex parte, prepare for hearing	0.75		221.25	·
05/12/2010	MRW	Court hearing on ex parte	3.50		1,032.50	
05/12/2010	MRW	Evaluate letter and memo from Harrington re EEOC documents, phone conferences with S. Pearce, phone conference with Harrington re same	0.40		118.00	
05/12/2010	MRW	Finalize notice of OSC pleading and letter, email to Donovan	0.75		221.25	
05/12/2010	MRW	Evaluate emails re 2706 sale closing, phone conference with Donovan re same	0.20		59.00	
05/12/2010	MRW	Prepare notice of entry of order to show cause	0,70		206.50	
05/12/2010	MRW	Prepare notice of entry of Order approving 2706 sale	0.60		177.00	
05/12/2010	MRW	Evaluate couort issues re getting order re approval of status report, further coordinate secretary	0.20	hrs.	59.00	
05/12/2010	MRW	Evaluate email from Charlotte property re CAM charges, forward to client; review and respond to emails re same	0.20	hrs.	59.00	
05/12/2010	MRW	Evaluate court order re status report, service requirements; phone conference with Pearce re service of COC holders; email client with order	0.30	hrs.	88.50	
05/12/2010	MRW	Prepare notice of entry of Order re Status Report, email to Smith re same, finalize	0.75	hrs.	221.25	
05/12/2010	MRW	Prepare email to clients and IA re ex parte approved and order	0.20		59.00	
05/12/2010	MRW	Prepare part of service list for Application to approve rehabilitation plan, contact PBGC	0.10		29.50	
05/12/2010	MRW	Phone conference with Holloway re retention bonus plans, Evaluate retention plans from	0.40	hrs.	118.00	

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204410   Insurance Commissioner		mq_44 4 4 % & 4 \$	\:\ \!	* 4.7	
Holloway, prepare email to Holloway is same			•		
Molloway, prepare email to Holloway re same	204410	Insuranc	****	7226	Page 5
O5/12/2010   MRW   Coordinate secretary re notice of orders   O.20 hrs.   59.00					J
MRW   Coordinate secretary re notice of orders   0.20 hrs.   29.50	05/12/20	10 MRV	The state of the s	0.20 hrs.	59,00
DS/13/2010   MRW   Evaluate email from J. Murphy re charlotte lease, phone conference with Murphy re same Phone conference with Oakland landlord's attorney with agreement, prepare email to Landlord's attorney with agreement (prepare email to Landlord's attorney with agreement, prepare email to Landlord's attorney with agreement (prepare email to Landlord's email to Coordinate secretary re service of the check (prepare email to Loord (prepare email to Coordinate secretary re service of status report of CO20 hrs. (prepare agreement on COC holders) (prepare agreement emails from clients re same prepare agreement (prepare emails re same, review emails from clients re same) (prepare agreement email from Oakland landlord's prepare email to Denovan re same (prepare e	05/12/201	0 MRW		0.20 hrs.	59.00
O5/13/2010   MRW   Phone conference with Oakland landlord's attorney re second Oakland lease standstill agreement, prepare agreement, prepare email to Landlord's attorney with agreement, prepare email to Co5/13/2010   MRW   Review West Adams lease re option, review and respond to J. Murphy email re check   Review proof of notice of OSC, phone conference with Todd re same   O.20 hrs.   59.00	05/12/201	0 MRW	Evaluate email from J. Murphy re charlotte		
to Landlord's attorney with agreement, prepare email to clients with agreement of the clients with agreement of the content of	05/13/201	0 MRW	Phone conference with Oakland landlord's attorney re second Oakland lease standstill	0.75 hrs.	221.25
05/13/2010         MRW         Review West Adams lease re option, review and respond to J. Murphy email re check         0.20 hrs.         59,00           05/13/2010         MRW         Review proof of notice of OSC, phone conference with Todd re same         0.20 hrs.         59,00           05/13/2010         MRW         Coordinate secretary re service of status report order on COC holders         0.25 hrs.         73,75           05/13/2010         MRW         Evaluate proof of letter to interested persons, and emails re same, review emails from clients re same         0.25 hrs.         73,75           05/13/2010         MRW         Prepare application for approval of rehabilitation plan         3.00 hrs.         885,00           05/14/2010         MRW         Phone conference with Nunnally re court application         0.30 hrs.         88.50           05/14/2010         MRW         Evaluate email from Oakland landlord's attorney with signed agreement         0.10 hrs.         29.50           05/14/2010         MRW         Review proof of notice documents, prepare email to Donovan re same         0.20 hrs.         59.00           05/14/2010         MRW         Prepare Wilson declaration for court approval application, prepare Holloway declaration         5.50 hrs.         1,622.50           05/17/2010         MRW         Review and revise Holloway declaration         0.50 hrs.         147.50 </td <td></td> <td></td> <td>to Landlord's attorney with agreement, prepare</td> <td></td> <td></td>			to Landlord's attorney with agreement, prepare		
and respond to J. Murphy email re check  Review proof of notice of OSC, phone conference with Todd re same  O5/13/2010 MRW Coordinate secretary re service of status report order on COC holders  O5/13/2010 MRW Evaluate proof of letter to interested persons, and emails re same re same, review emails from clients re same  O5/13/2010 MRW Prepare application for approval of rehabilitation plan  O5/14/2010 MRW Phone conference with Nunnally re court application  O5/14/2010 MRW Review proof of notice documents, prepare email to Donovan re same  O5/14/2010 MRW Review proof of notice documents, prepare email to Donovan re same  O5/14/2010 MRW Prepare Wilson declaration for court approval application, prepare Holloway declaration, review Court application  O5/14/2010 MRW Review and revise Holloway declaration  O5/17/2010 MRW Review and revise Wilson declaration  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare email to Morris re conference call  O5/17/2010 MRW Prepare Guindon declaration, email Guindon re information for declaration  Frequence re same  O5/17/2010	05/13/201	עניכוע ו		0.00 5	50 00
O5/13/2010 MRW Review proof of notice of OSC, phone conference with Todd re same   O.20 hrs.   59,00 conference with Todd re same   O.25 hrs.   O.25 hrs.   O.25 hrs.   O.27	vartare(1)	A TATIZ AA		U.ZU DIS.	23.00
O5/13/2010 MRW   Coordinate secretary re service of status report order on COC holders	05/13/2010	) MRW	Review proof of notice of OSC, phone	0.20 hrs.	59.00
and emails re same, review emails from clients re same  05/13/2010 MRW Prepare application for approval of rehabilitation plan  05/14/2010 MRW Phone conference with Nunnally re court application  05/14/2010 MRW Evaluate email from Oakland landlord's 0.10 hrs. 29.50 attorney with signed agreement  05/14/2010 MRW Review proof of notice documents, prepare email to Donovan re same  05/14/2010 MRW Prepare Wilson declaration for court approval application, preview Court application.  05/17/2010 MRW Review and revise Holloway declaration 1.00 hrs. 295.00 os/17/2010 MRW Review and revise Wilson declaration 0.50 hrs. 147.50 os/17/2010 MRW Prepare email to Morris re conference call 0.20 hrs. 59.00 os/17/2010 MRW Prepare email to Morris re conference call 0.20 hrs. 59.00 os/17/2010 MRW Prepare email to Morris re conference call 0.20 hrs. 59.00 os/17/2010 MRW Prepare email to morris re conference call 0.30 hrs. 88.50 and liabilities  05/17/2010 MRW Further prepare court application for approval of Rehabilitation Plan, incorporate evidence cites into application, rovise declarations, email to client  05/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00 os/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00 os/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00 os/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00 os/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00 os/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00 os/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00 os/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00 os/17/2010 MRW Prepare proposed order for court application 1.20 hrs. 354.00	05/13/2010	) MRW	Coordinate secretary re service of status report	0.25 hrs.	73.75
05/13/2010 MRW Prepare application for approval of rehabilitation plan  05/14/2010 MRW Phone conference with Nunnally re court application  05/14/2010 MRW Evaluate email from Oakland landlord's attorney with signed agreement  05/14/2010 MRW Review proof of notice documents, prepare email to Donovan re same  05/14/2010 MRW Prepare Wilson declaration for court approval application, prepare Holloway declaration, review Court application.  05/17/2010 MRW Review and revise Holloway declaration  05/17/2010 MRW Review and revise Wilson declaration  05/17/2010 MRW Prepare email to Morris re conference call 0.20 hrs. 59.00  05/17/2010 MRW Prepare email to Morris re conference call 0.20 hrs. 59.00  05/17/2010 MRW Prepare email to Morris re conference call 0.30 hrs. 88.50  05/17/2010 MRW Further prepare court application for approval of Rehabilitation Plan, incorporate evidence cites into application, revise declarations, email to client  05/17/2010 MRW Prepare Guindon declaration, email Guindon re information for declaration  05/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00  05/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00  05/17/2010 MRW Prepare proposed order for court application 1.20 hrs. 354.00	05/13/2010	) MRW	and emails re same, review emails from clients	0.25 hrs.	73.75
05/14/2010 MRW Phone conference with Nunnally re court application 05/14/2010 MRW Evaluate email from Oakland landlord's attorney with signed agreement 05/14/2010 MRW Review proof of notice documents, prepare email to Donovan re same 05/14/2010 MRW Prepare Wilson declaration for court approval application, prepare Holloway declaration, review Court application. 05/17/2010 MRW Review and revise Holloway declaration 0.50 hrs. 147.50 05/17/2010 MRW Review and revise Wilson declaration 0.50 hrs. 147.50 05/17/2010 MRW Review and revise Wilson declaration 0.50 hrs. 147.50 05/17/2010 MRW Prepare email to Morris re conference call 0.20 hrs. 59.00 05/17/2010 MRW Phone conferences with J. Murphy re assets and liabilities 05/17/2010 MRW Further prepare court application for approval of Rehabilitation Plan, incorporate evidence cites into application, revise declarations, email to client 05/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00 05/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00 05/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00 05/17/2010 MRW Prepare proposed order for court application 1.20 hrs. 354.00	05/13/2010	MRW	Prepare application for approval of	3.00 hrs.	885,00
O5/14/2010 MRW   Evaluate email from Oakland landlord's attorney with signed agreement   O.20 hrs.   S9.00	05/14/2010	MRW	Phone conference with Nunnally re court	0.30 hrs.	88.50
05/14/2010 MRW Review proof of notice documents, prepare email to Donovan re same  05/14/2010 MRW Prepare Wilson declaration for court approval application, prepare Holloway declaration, review Court application.  05/17/2010 MRW Review and revise Holloway declaration 1.00 hrs. 295.00  05/17/2010 MRW Review and revise Wilson declaration 0.50 hrs. 147.50  05/17/2010 MRW Prepare email to Morris re conference call 0.20 hrs. 59.00  05/17/2010 MRW Phone conferences with J. Murphy re assets and liabilities  05/17/2010 MRW Further prepare court application for approval of Rehabilitation Plan, incorporate evidence cites into application, revise declarations, email to client  05/17/2010 MRW Prepare Guindon declaration, email Guindon re information for declaration  05/17/2010 MRW Review emails from Pearce re completion of court application, phone conference with Pearce re same  05/17/2010 MRW Prepare proposed order for court application 1.20 hrs. 354.00	05/14/2010	MRW	Evaluate email from Oakland landlord's	0.10 hrs.	29.50
application, prepare Holloway declaration, review Court application .  05/17/2010 MRW Review and revise Holloway declaration 1.00 hrs. 295.00 05/17/2010 MRW Review and revise Wilson declaration 0.50 hrs. 147.50 05/17/2010 MRW Prepare email to Morris re conference call 0.20 hrs. 59.00 05/17/2010 MRW Phone conferences with J. Murphy re assets 0.30 hrs. 88.50 and liabilities  05/17/2010 MRW Further prepare court application for approval of Rehabilitation Plan, incorporate evidence cites into application, revise declarations, email to client  05/17/2010 MRW Prepare Guindon declaration, email Guindon 0.60 hrs. 177.00 re information for declaration 05/17/2010 MRW Review emails from Pearce re completion of 0.20 hrs. 59.00 05/17/2010 MRW Prepare proposed order for court application 1.20 hrs. 354.00	05/14/2010	MRW	Review proof of notice documents, prepare	0.20 hrs.	59.00
05/17/2010 MRW Review and revise Holloway declaration 1.00 hrs. 295.00 05/17/2010 MRW Review and revise Wilson declaration 0.50 hrs. 147.50 05/17/2010 MRW Prepare email to Morris re conference call 0.20 hrs. 59.00 05/17/2010 MRW Phone conferences with J. Murphy re assets 0.30 hrs. 88.50 and liabilities 05/17/2010 MRW Further prepare court application for approval of Rehabilitation Plan, incorporate evidence cites into application, revise declarations, email to client 05/17/2010 MRW Prepare Guindon declaration, email Guindon re information for declaration 05/17/2010 MRW Review emails from Pearce re completion of court application, phone conference with Pearce re same 05/17/2010 MRW Prepare proposed order for court application 1.20 hrs. 354.00	05/14/2010	MRW	application, prepare Holloway declaration,	5.50 hrs.	1,622.50
05/17/2010 MRW Review and revise Wilson declaration 0.50 hrs. 147.50 05/17/2010 MRW Prepare email to Morris re conference call 0.20 hrs. 59.00 05/17/2010 MRW Phone conferences with J. Murphy re assets 0.30 hrs. 88.50 and liabilities 05/17/2010 MRW Further prepare court application for approval of Rehabilitation Plan, incorporate evidence cites into application, revise declarations, email to client 05/17/2010 MRW Prepare Guindon declaration, email Guindon re information for declaration 05/17/2010 MRW Review emails from Pearce re completion of court application, phone conference with Pearce re same 05/17/2010 MRW Prepare proposed order for court application 1.20 hrs. 354.00	05/17/2010	MRW		1.00 hrs.	295.00
05/17/2010 MRW Prepare email to Morris re conference call 0.20 hrs. 59.00 05/17/2010 MRW Phone conferences with J. Murphy re assets and liabilities 05/17/2010 MRW Further prepare court application for approval of Rehabilitation Plan, incorporate evidence cites into application, revise declarations, email to client 05/17/2010 MRW Prepare Guindon declaration, email Guindon re information for declaration 05/17/2010 MRW Review emails from Pearce re completion of court application, phone conference with Pearce re same 05/17/2010 MRW Prepare proposed order for court application 1.20 hrs. 354.00					
05/17/2010 MRW Phone conferences with J. Murphy re assets and liabilities  05/17/2010 MRW Further prepare court application for approval of Rehabilitation Plan, incorporate evidence cites into application, revise declarations, email to client  05/17/2010 MRW Prepare Guindon declaration, email Guindon re information for declaration  05/17/2010 MRW Review emails from Pearce re completion of court application, phone conference with Pearce re same  05/17/2010 MRW Prepare proposed order for court application 1.20 hrs. 354.00		MRW	Prepare email to Morris re conference call	0.20 hrs.	59.00
of Rehabilitation Plan, incorporate evidence cites into application, revise declarations, email to client  O5/17/2010 MRW Prepare Guindon declaration, email Guindon re information for declaration  O5/17/2010 MRW Review emails from Pearce re completion of court application, phone conference with Pearce re same  O5/17/2010 MRW Prepare proposed order for court application  1.20 hrs. 354.00		MRW	Phone conferences with J. Murphy re assets	0.30 hrs.	
cites into application, revise declarations, email to client  05/17/2010 MRW Prepare Guindon declaration, email Guindon re information for declaration  05/17/2010 MRW Review emails from Pearce re completion of court application, phone conference with Pearce re same  05/17/2010 MRW Prepare proposed order for court application 1.20 hrs. 354.00	05/17/2010	MRW	Further prepare court application for approval	4.60 hrs.	1,357.00
05/17/2010 MRW Prepare Guindon declaration, email Guindon conference with Pearce re same  05/17/2010 MRW Prepare proposed order for court application 1.20 hrs. 354.00		r	cites into application, revise declarations,		
court application, phone conference with Pearce re same  05/17/2010 MRW Prepare proposed order for court application 1.20 hrs. 354.00	05/17/2010	MRW	Prepare Guindon declaration, email Guindon	0.60 hrs.	177.00
05/17/2010 MRW Prepare proposed order for court application 1.20 hrs. 354.00	05/17/2010	MRW	court application, phone conference with	0.20 hrs.	59.00
	05/17/2010	MRW		1,20 hrs.	354.00
				0.20 hrs.	

204410	Insurance	Commissioner policy forms	Invoice#	7226	Page	6
05/17/2010	MRW		erty, prepare	0.25	hrs.	73.75
05/18/2010	MRW		can re policy	0.50	hrs.	147.50
05/18/2010	MRW			0.20	hrs	59.00
.05/18/2010	MRW	•	n Illinois	0.20		59.00
05/18/2010	MRW	Phone conference with clients re and website	application	0.80	hrs.	236.00
05/18/2010	MRW	Revise application, Wilson, Hollo Proposed Order; incorporate revis Pearce, Wilson, Holloway and Nu documents, prepare exhibits, revis sheet, email clients with document	nions from unnally into se balance	5.50	hrs.	1,622.50
05/18/2010	MRW	Phone conference with Jennifer M changes to numbers	furphy re	0.20	hrs.	59.00
05/18/2010	MRW	Phone conference with Holloway	re same	0.20	hrs.	59.00
05/18/2010	MRW	Revise assumption endorsement; I Patrik with revised assumption en		0.50	hrs.	147.50
05/18/2010	MRW	Prepare Guindon declaration		0.80	hrs.	236.00
05/18/2010	MRW	Prepare letter to landlord re exerci review first amendment to lease	se of option,	0.50	hrs.	147.50
05/18/2010	MRW	Evaluate Final Order in Condemna	ation	0.20	hrs.	59.00
05/18/2010	MRW	Prepare proof of service for mailin	ig company	0.50	hrs.	147.50
05/19/2010	MRW	Further prepare Conservator's appl documents for filing and posting o prepare application, table of contemproposed order	lication and n website;	3.50	hrs.	1,032.50
05/19/2010	MRW	Prepare declarations of Donovan, Carver	Weiss and	2.50	hrs.	737.50
05/19/2010	MRW	Prepare exhibits and finalize Wilso declaration, Holloway declaration	on	0.75	hrs.	221.25
05/19/2010	MRW	Conferences with Donovan re revised colarations, revise declarations, perhibits		1.00	hrs.	295.00
05/19/2010	MRW	Phone conference with Todd re cer of 2706 Order, prepare letter to Esc company re same	* *	0.40	hrs.	118.00
05/19/2010	MRW	Phone conference with Todd re cer of 2706 Order, prepare letter to Esc company re same		0.40	rs.	118.00
05/19/2010	MRW	Prepare tables of contents for webs	ite	0.50	us.	147.50
05/19/2010	MRW	Prepare proof of service and list of Commissioners for service, review commissioners re addresses	•	1.20		354.00

204410	Insuranc	e Commissioner Invoice#	7226 r	)nos 7
05/19/2010		X111 (1/0/)	1.50 hrs.	age 7 442.50
05/19/2010	MRW	Prepare emails to clients with pdfs of pleadings and exhibits	0.50 hrs.	147.50
05/20/2010	MRW		6.20 hrs.	1,829.00
05/20/2010	MRW	Coordinate conservator's application for filing	1.20 hrs.	354.00
05/20/2010	MRW	Phone conference with E. Safaie re option, prepare and respond to email from landlord's attorney re same and application	0,40 hrs.	118.00
05/20/2010	MRW	notice documents and documents to Insurance Commissioners	1.00 hrs.	295.00
05/20/2010	MRW	Phone confernece with Marta Smith re application	0.20 hrs.	59.00
05/20/2010	MRW	Review and respond to email from PBGC attorney re status of rehab	0.20 hrs.	59.00
05/20/2010	MRW	Phone conference with Alan Pennington re retirement plan	0.25 hrs.	73.75
05/21/2010	MRW	Phone conferences with Holloway re D&O insurance and approval by state	0.30 hrs.	88.50
05/21/2010	MRW	Phone conference with Nunnaily	0.30 hrs.	88.50
05/21/2010	MRW	Phone conferences with Greg Morris re approvals by states and California	0.25 hrs.	73.75
05/21/2010	MRW	Review and respond to email re D&O insurance coverage	0.10 hrs.	29.50
05/21/2010	MRW	Phone conferences with Jack Hom and Rafael Gutierrez re approval by California; evaluate documents needed; review documents and Insurance website for 1011(c) filing	1.00 hrs.	295.00
05/21/2010	MRW	Review returned COC mailings, prepare list, coordinate sending notice documents to new addresses	1.20 hrs.	354.00
05/21/2010	MRW	Coordinate mailing of documents to insurance commissioner and employees and others	0.50 hrs.	147.50
05/21/2010	MRW	Review signed agreement with Oakland landlord, prepare emails to Oakland landlord attorney and clients with signed agreement	0.25 hrs.	73.75
05/24/2010	·	Prepare application and checklist for regulatory filing with California DOI	1.20 hrs.	354.00
05/24/2010		Phone conferences with Donovan re service on mortgage loan; coordinate secretary	0.30 hrs.	88.50
05/24/2010		Phone conferences with Donovan re service of	0.40 hrs.	118.00

05/25/2010 05/25/2010 05/27/2010	MRW MRW	COC holders; review spreadsheet, email to secretary with instructions Coordinate service and review proof of service on loan holders, revise, coordinate secretary Coordinate service and review proof of service on coinsurance companies, prepare proof of	0.25		Page 8
05/25/2010	MRW	on loan holders, revise, coordinate secretary  Coordinate service and review proof of service	•	hrs.	73.7
		_	ስ ናስ		
05/27/2010		service ·	0.50	hrs.	147.5
	MRW	Phone conference with Valerie Sarfaty re 1011c application	0.25	hrs.	73.7
05/27/2010	MRW	Phone conference with Pearce re DOI approval application and employment issues at company	0.40	hrs.	118.0
05/27/2010	MRW	Phone conference with Holloway re DOI approval application	0.20	hrs.	59.0
05/27/2010	MRW	Prepare application for DOI approval	0.40	hrs.	118.0
05/27/2010	MRW	Prepare application for DOI approval	3.50	hrs.	1,032.5
05/27/2010	MRW	Phone conference with Holloway re layoff issues	0.20	hrs.	59.0
05/27/2010	MRW	Review emails from Donovan re 2706 property and mailings	0.10	hrs.	29.5
05/28/2010	MRW	Evaluate emails from Pearce, Holloway re employee payment	0.20	hrs.	59.0
05/28/2010	MRW	Evaluate financial documents from J. Murphy for regulatory submission; prepare email to Murphy re annual statement	0.60	hrs.	177.0
05/28/2010	MRW	Further prepare application for regulatory approval	1.30	hrs.	383,5
05/28/2010	MRW	Prepare letter to Valerie Sarfaty re application and requested information	2.00	hrs.	590.0
		•			\$32,178.0
EXPENSES 04/28/2010	Federal 1	Express (Verdun Arnaud)			16.3
04/28/2010	Federal l	Express (Gene Hale)			13.6
04/28/2010	Federal l	Express (James Harrison)		·	26.1
04/28/2010	Federal 1	Express (L. Heard-Davis)	•		16.3
)4/28/2010	Federal l	Express (Larkin Teasley)			16:3

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204410 04/28/2010	Insurance Commissioner Federal Express (L. Van Eschen)	Invoice#	7226	Page	9 13.67		
04/28/2010	Federal Express (R. Dobbin)				26.13		
04/29/2010	Federal Express				43.34		
04/30/2010	Federal Express (W. Barringer)				26.13	•	
04/30/2010	Federal Express				9.38	,	
05/04/2010	Federal Express				9.52		
05/05/2010	Attorney service (LASC)		•	,	7.50		
05/10/2010	Federal Express (Ronald Dorbin)				سسع 37.50		
05/10/2010	Federal Express (James Harrison)				26.50 Notice		
05/10/2010	Federal Express (L. Heard-Davis)	9			16.58 =		
05/10/2010	Federal Express (L. Teasley)				16.58		
05/10/2010	Federal Express (F. Wadibia)				العما 16.58		
05/10/2010	Federal Express (Verdun Arnaud)				16.58		
05/10/2010	Federal Express (Gene Hale)				13.87		
05/10/2010	Federal Express (L. Von Eschen)		•		13.872		
05/10/2010	Parking			UNG	15.00		

204410 05/10/2010		woice#	7226	Page	10 50.55
05/11/2010	Filing fee				40.00
05/11/2010	Attorney service (Obtain certified copy of minute	: prder)			77.15
05/11/2010	Attorney service (LASC)				7.50
05/12/2010	Parking				18.00
05/12/2010	Attorney service (Certified copy of minute order)				100.70
05/13/2010	Attorney service (LASC)			•	7.50 /
05/14/2010	Attorney service (Obtain certified copy of minute	order)		-	81.60
05/19/2010	Federal Express (Dudley ventures)				20.11
05/20/2010	Federal Express (Chicago Title)				13.87
05/20/2010	Attorney service (LASC)				47.58
05/21/2010	Attorney service (LASC)	•			7.50
05/25/2010	Federal Express (Alhar Enterprise)	F			26.50
05/25/2010	Federal Express (Southern Financial Like)				23.78
05/25/2010	Federal Express (Swiss Reinsurance)				23.78
05/25/2010	Federal Express (Optimum Reinsurance)	•			21.33

204410 05/25/2010	Insurance Commissioner Attorney service (LASC)	Invoice# 722	Page 11 7.50
05/31/2010	Photocopy (9,987 pages @ .10/page)		998.70 1/4
05/31/2010	Postage		274,33
			\$2,261.91
TML	2.40	295.00	\$708.00
MRW	108,00	295.00	\$31,270.00
RLI	0.80	250.00	\$200.00
Billing Summ Total professi Total expense	onal services	\$32,178.00 \$2,261.91	
•	charges for this invoice	\$34,439.91	
Total balance	now due	\$34,439.91	periend For

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Tracking no: Your reference: Ship date: Service type:	79349255174 204-410-04 04/25/2010 Standard Ove		•		

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dimensions, and other factors. Consult the applicable Fadex Service Guide or the Fadex Rate Sheets for details on how shipping charges are calculated.

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	GARDENA, CA 9	02473627	Special services:		
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	(213) 661-7487		Shipment type:		Express
<b></b> 4.	700100010071		Commercial/Reside	ntisi Status:	Commercial
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	EPSTEIN, TURNER & SONG, P.C.	Pickup/Drop Off:	Use an elready scheduled pickup a my location
	777 S FIGUEROA ST STE - 4950 LOS ANGELES, CA 80017	Weight: Declared value: Shipper account number:	0.30 LBS 0.00 USD 226051538
	US 2138617487	Bill transportation to: Courtesy rate quote:*	228051538 28.13 <sub>1</sub> /
To:	JAMES C HARRISON 3785 SHERBROOK CT	List rates: Effective net discount: Discounted variable %	
	COLLEGE PARK, GA 303491445 US	Special services: Shipment Purposet	Residential delivery
	(213) 861-7487	Shipment type: Commercial/Residential Status:	Express Residential
Tracking no:	793492683262		
Your reference:	204-410-04		
Ship date:	04/28/2010		
Service type;	Standard Overnight		

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From: , To:	4950 LOS ANGE US 213861748: MS LONEA DAVIS	TURNER & LEROA ST STE LES, CA 90017  T R W HEARD- DLINSHIRE AVE RK, CA	Package type: Pickup/Drop Off; Weight: Declared value; Shipper account r Bill transportation Courtesy rate quo List rates: Effective net disce Discounted variab Spacial services: Shipment Purpose Shipment type: Commercial/Resid	to: Je:*  punt; Je %	FedEx Envelope Use an already scheduled pickup amy location 0.30 LBS 0.00 USD 228051538 226051538 16.35 Residential delivery Express Residential
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From:	MICHAEL	R. WEISS	Package type:		FedEx Envelope
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	777 S FIG!	JEROA ST STE	Weight:		0.30 LBS
	4950	" FR AL AMAIT	Declared value:		0,00 USD
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Yo:	LARKIN TE	ASLEY	List rates:		
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		MILAGRO DR	Discounted variable	9 %	
	LOS ANGE 900082851		Special services:		Residential delivery
	US		Shipment Purpose:		<b>-</b>
	(213) 861-7	487	Shipment type:		Express
			Commercial/Reside	milai Status:	Residential
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Your reference:	204-410-04				
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Service type:	Standard C	ivemight			

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From: To:	SONG, P.C 777 S FIGL 4950 LOS ANGE US 213861748 FREDERIC 11280 OVE APT 11A	FURNER & SEROA ST STE LES, CA 90017  K E WADIBIA RLAND AVE	Package type: Pickup/Drop Off: Weight: Declared value; Shipper account in Bill transportation is Courtesy rate quote List rates; Effective net discondiscounted variable Special services; Shipment Purpose; Shipment type: Commercial/Reside	to: 226051538 let* (13.61) unt: le % : Express
Tracking no: Your reference: Ship date; Service type:	793492767: 204-410-04 04/28/2010 Standard O			

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Initiated Picked up in transit Delivered

Delivered

Signed for by: L.ESTROM

Shipment Dales

Destination

Ship date 🚉 Apr 29, 2010 Delivery date 😩 Apr 30, 2010 10:00 AM

LOS ANGELES, CA Signature Proof of Delivery 4

Shipment Facts

Service type

Weight

Priority Pak 1.0 lbs/.5 kg

Notifications

Delivered to Reference

Receptionis/Front Desk

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invoice number

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Date/Time	Is displayed in local time for the local Activity	Location	Details
Apr 30, 2010 10:00 AM	Delivered	LOS ANGELES, CA	
Apr 30, 2010 8:45 AM	On FedEx vehicle for delivery	LOS ANGELES, CA	
Apr 30, 2010 7:19 AM	At local FedEx facility	LOS ANGELES, CA	
Apr 30, 2010 4:46 AM	At dest sort facility	LOS ANGELES, CA	
Apr 30, 2010 2:59 AM	Departed FedEx location	MEMPHIS, TN	
Apr 30, 2010 1:15 AM	Arrived at FedEx location	MEMPHIS, TN	•
Apr 29, 2010 8:35 PM	Left FedEx origin facility	FORT WASHINGTON, PA	÷
Apr 29, 2010 1:40 PM	Shipment information sent to Fedi	Ex ·	
Apr 29, 2010 2:15 PM	Picked up	FORT WASHINGTON, PA	

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,	4950 LOS ANGEI	LES, CA 90017	Declared value:	4	0.00 USD
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\*\*The courtesy rate shown here may be different than the actual charges for your shipment. Differences may occur based on actual weight, dimensions, and other factors. Consult the applicable <a href="FedEx Service Guide">FedEx Service Guide</a> or the FedEx Rate Sheets for details on how shipping charges

dimensions, and other factors. Consult the applicable FadEx Service Guids or the FedEx Rate Sheets for details on how shipping charges are calculated. FedEx will not be responsible for any claim in excess of \$100 per package, whether the result of loss, damage, detay, non-delivery, misdelivery, or misdelivery, or misdelivery, or misdelivery, or misdelivery, or misdelivery and the current FedEx Service Guide apply. Your right to recover from FedEx for any loss, including intrinsic value of the Limitations found in the current FedEx Service Guide apply. Your right to recover from FedEx for any loss, including intrinsic value of the package, loss of sales, income interest, profit, attorney's fees, costs, and other forms of damage whether direct, incidental, consequential, or special is limited to the greater of \$100 or the authorized declared value, Recovery cannot exceed actual documented loss. Maximum for items of extraordinary value is \$500, e.g., jewairy, precious metals, negotiable instruments and other items listed in our Service Guide. Written claims must be filled within strict time firmits; Consult the applicable FedEx Service Guide for details.

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are calculated.
FedEx will not be responsible for any claim in excess of \$100 per package, whether the result of loss, damage, delay, non-delivery, FadEx will not be responsible for any claim. In excess of \$100 per package, whether the fostil of toss, Damage, Delay, non-delivery, misdesvery, or misinformation, unless you declare a higher value, pay an additional charge, document your actual loss and file a timely claim, Limitations found in the current FadEx Service Guide apply. Your right to recover from FadEx for any loss, including initinsic value of the package, loss of sales, income interest, profit, attorney's fees, costs, and other forms of damage whether direct, incidentel, consequential, or special is limited to the greater of \$100 or the authorized declared value. Recovery cannot exceed actual documented loss. Maximum for items of extraordinary value is \$500, e.g., jewelty, preclous matals, negotiable instruments and other items listed in our Service Guide. Written claims must be filed within strict time limits; Consult the applicable FadEx Service Guide for details.

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MICHAEL R. WEISS EPSTEIN, TURNER & SONG, P.C. 777 S FIGUEROA ST STE

LOS ANGELES, CA 90017

2138817487

To:

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2512 GLENDOWER AVE LOS ANGELES, CA 900271113 115

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Package type:

Pickup/Drop Off:

Weight: Declared value:

Shipper account number: Bill transportation to: Courtesy rate quote:\*

List rates:

Effective net discount: Discounted variable % Special services:

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Shipment type: Commercial/Residential Status: Residential

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PHONE: (213) 861-7487 FAX: (213) 861-7488	•					
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FIRM NAME: Epstein, Turner & Song, P.C. 777 S. Figueroa St., Sulte 4950 Los Angeles, CA 90017				ATION / COURT: Angeles Super I. Hill Street, Angeles, Califo		
PHONE: (213) 861-7487  FAX: (213) 861-7488  ATTY/SECRETARY: /MEB  CLIENT MATTER/ATTY. CODE 204-410-04  CASE NO: BS123005	<b>(3</b>	ст: 113	Prope	Authorizing C	Conservator 2706 East	to Sell Real South Street In
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\* The couriesy rate shown here may be different than the actual charges for your shipment. Differences may occur based on actual weight, dimensions, and other factors. Consult the applicable <u>FedEx Service Guida</u> or the FedEx Rate Sheets for details on how shipping charges

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2138617487 From: Package type: FedEx Envelope Use an already scheduled pickup at Pickup/Otop Oll: my location Weight: 0.30 1.85 0.00 USD 226051538 Declared values Shipper account numbers **Bill transportation tos** 228051538 Courtesy rate quoter\* 13,67 To: FREDERICK E WADIBIA List rates: Effective net discount: 11260 OVERLAND AVE Discounted variable % APT 11A CULVER CITY, CA 90230 US Special services: See Stipment Purpose: Shipmani type: Express
Commercial/Rasidential Status: Commercial (213) 861-7487 Hachad Tracking no: 703492767832 Your reference: 204-410-04 Ship dale: 04/28/2010 Service lype: Standard Overnight

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Invoice Number Invoice Date Account Number Page 5 of 8 7-081-99958 May 07, 2010 2260-5153-8 Europped of Pape 28, 2010 Clist-Reta 204-410-04 Fuel Surcharge - FedEx has epplied a fuel surcharge of 7.00% to this shipment. Distance Based Pricing, Zone 2 Package Delivered to Recipient Address - Release Authorized Automation INET Sender Recipient Sender & MICHAEL BAVEISS Tracking ID 793492698758 MS LONEAR WHEARD-DAVIS Service Type FedEx Standard Overnight EPSTEIN, TURNER & SONG, P.C. 4900 LINCOLNSHIRE AVE 777 S FIGUEROA ST STE 4950 Package Type FedEx Envelope **BUENA PARK CA 90021 US** Zane 30 LOS ANGELES CA 90017 US Packagos N/A Rated Weight **Transportation Charge** 14.70 Apr 29, 2010 13:24 Automation Bonus Discount Delivered 0.74 Svc Area A2 . Discount -1.18 Signed by Residential Delivery see above 2.50 FadEx Usa Fuel Surcharge 1.07 Total Charge USD 51635 Dropped all: Apr. 28, 2610 Gust. Rof. (204-410-04) ayat i Spippian Rel 1831 Fuel Surchenga - Fed Ex her epplied a fuel eurohange of 7,00% to this shipment. Distance Based Pricing, Zone 2 Automation Sender Recipiont 793492724314 MICHAEL R. WEISS LARKIN TEASLEY Tracking ID EPSTEIN, TURNER & SONG, P.C. Service Type 4581 DON MILAGRO DR FedEx Standard Overnight 777 S FIGUEROA ST STE 4950 Package Type FedEx Envelope LOS ANGELES CA 90008 US LOS ANGELES CA 90017 US 02 Zona Packages Rated Woight N/A Transportation Charge 14.70 Delivered Apr 29, 2010 12:53 Fuel Surcharge 1.07 Svc Area **Automation Bonus Discount** A1 -0.74 LTEASLEY Signed by Residential Delivery 2.50 000000000/0000200/... FedEx Use Discount -1.18 USD Total Charge \$16.35 tiist Ant. 204 A10-04 Act.43: Droppedett Ann 28 2019 Payms Shipper Fuel Surcharge - FedEx has applied a fuel surcharge of 7.00% to this shipment. A future delivery was requested. Distance Based Pricing, Zone 2 Istatlempt Apr 29, 2010 et 10:35 AM, Undeliverable Package, Automation INET Sender Recipion 793492767832 MICHAELR WEISS FREDERICK EWADIBIA Tracking ID Service Type FedEx Standard Overnight EPSTEIN, TURNER & SONG, P.C. 11260 OVERLAND AVE Package Type FedEx Envelope 777 S FIGUEROA ST STE 4950 CULVER CITY CA 90230 US LOS ANGELES CA 90017 US Zone 02 Packages 1 Rated Weight N/A Transportation Charge 14.70 Delivered Apr 30, 2010 18:53 **Fuel Surcharge** 1.07 Residential Delivery Svc Area 2.50 000000000/0000200/14 FedEx Use Discount. -1.18 Automation Bonus Discount -0.74 USD Total Charge \$16.35 Gust Réfa 204-410-04 Dropped offr Apr 28, 2010 fuel Surcharge - FedEx has applied a fuel surcharge of 7.00% to this shipment. Olstance Based Pricing, Zone 2 INET Automation Semier laciplent MICHAEL R. WEISS Tracking ID 793492816388 **USA VON ESCHEN** FedEx Standard Overnight EPSTEIN, TURNER & SONG, P.C. ABELSON HERRON LLP Service Type 777 S FIGUEROA ST STE 4960 FedEx Envelope 333 \$ GRAND AVE STE 1550 Package Type 02 LOS ANGELES CA. 90017 US LOS ANGELES CA 90071 US Zone Packadas N/A Transportation Charge Rated Weight 14.70 Continued on next page



Invoice Number 7-081-99958 Invoice Date May 07, 2010 Account Number 2260-5153-8

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Automation Tracking IO Service Type Package Type Zone	CAFE 44667 1874072 FedEx Express Saver FedEx Envelope 02	Soudet HHRA STATION FEDERAL EXPRESS 12000 S, PRAIRIE AVE HAWTHORNE CA 90250 US	777 S FIGUE	Weiss Urner & Song_P.C Roa St #4950 Es ca 90017 US	
Packages Rated Weight Delivered Svc Area	t N/A May 04; 2010 10:08 A2	Transportation Cliarge Discount Automation Bonus Discount Fuel Surcharge			9,75 -0,49 -0,49 0,81
Signed by FedEx Use	LESTRON 000000000/0000829/	Total Charge		USD	85.28
1 04FV 044	Control of the contro		Recipient Subtotal	USD	\$52.72
			Total FedEx Express	usp	\$353.01



Svc Area A Signed by L	AZ LESTREL 00000000/0007167/_	Discount Fuol Surcharge Total Charge	Recipient Subtotal	USD	-0.49 0.75 \$9.52 \$9.52
Svc Area A Signed by L	ESTREL	Fuel Surcharge		·	0.75 \$9. <b>52</b>
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	AZ	nizconut			~0.43
Robustari *	ting avjours tout				
•••	.0 lbs, 0.5 kgs Axy 08, 2010 11:34	Transportation Charge Automation Bonus Discount	•		9.75 -0.49
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Zona t	)2	GARDENA CA 90248 US	LOS ANGE	LES CA 90017 US	
	Customer Packaging	18115 S. Main St		EROA ST #4950	
	FødEx Express Saver	FedEx		urner & song PC	
*****	CA)-E (49382334577	shann hanry	MICHEAL (	WEISS	
Distance Based Price	iEx has epplied a fuel surcharge of E ing, Zone 2 CAFE	Sondor	Recipient		
propped off May Payor (populari		Gust, Ref., 783497819871 Ref. 83: 793497819874	Fie##2c		
*	and the second s		Shipper Subtotal	USD	\$174.57
	00000000/0000200/	Total Charge		tiso	\$13.87
	LTORBATT	Fuel Surcharge			1.09
	May 11, 2010 13:28 A1	urscount Autometion Honus Discount		•	-0.74
	N/A	Transportation Charge Discount			14.70 -1.18
Packages	1				***
Zone	02	LOS ANGELES CA 90017 US	•	LES CA 90071 US	
	FadEx Envelope	777 S FIGUEROA ST STE 4950	-	IND AVE STE 1550	
Tracking ID Service Type	798850393759 FedEx Standard Overnight	MICHAEL H. WEISS EPSTEIN, TURNER & SONG, P.C.	T	HERRON LLP	
Automation	INET	Sender MICHAEL R. WEISS	Recipient USA VON		
Dropped offsMay Payershipper • Fuel Surcherge - F • Olstance Based Pri	adEx has applied a fuel surcharge of	Crist, Hof22041(0:04) Rof43 8,60% to this shipment	- Ref.#2:		
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Svc Area	A1	Fuel Surcharge			1.09
Delivered	May 11, 2010 12:04	Autometion Bonus Ulscount	•		-0.74
Packages Rated Weight	n/a	Transportation Charge			14.70
Zons	02 1	LOS ANGELES CA 90017 US			
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Service Type	FedEx Standard Overnight	EPSTEIN, TURNER & SONO, P.C		EDONDO BEACH OLVO STE	
Automation Tracking ID	INET 798050379468	Sender Michael R. Weiss	' <u>Recipien</u> GENE HA		
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		7-089-88590	May 14, 2010	2260-5153-8	1 0010
Property of	*	Invoice Number	_ <del></del>	Account Number	Page 6 of 6
A CONTRACTOR	•	I Inunios Number	Laurica Nota \	Agnount Number	* Barr

U.S. Legal Management Services, Inc

Mail Payments to: U. S. Legal Management Services, Inc. File 749286 Los Ángeles, CA 90074-9286

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EPSTEIN TURNER & SONG 777 S. FIGUEROA ST. SUITE 4950 LOS ANGELES, CA 90017

BILLING QUESTIONS CALL: BILLING DEPT(213)402-9013 PAYMENT QUESTIONS CALL: PAYMENT DEPT(213)402-9007

		\$95 (\$950) 11284	1127628	5/15/10	(AAA) (101) (AA) (AA) (AA) (AA) (AA) (AA) (AA) (A	·;}	NAGEMENT	
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EPSTEIN TURNER & SONG 777 S. FIGUEROA ST. SUITE 4950 LOS ANGELES, CA 90017

BILLING QUESTIONS CALL: BILLING DEPT(213)402-9013 PAYMENT QUESTIONS CALL: PAYMENT DEPT(213)402-9007

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EXHIBIT 5

625 W. Centerville Road, Suite 110 Garland, TX 75041

### Invoice

DATE	INVOICE#
4/21/2010	10479

BILL TO

Golden State Mutual Life Insurance Co Contract #2010-7809 Atin: Joseph Holloway 1999 West Adams Bivd. Los Angeles, CA 90018

80400 80400

CLIENT NUMBER CLIENT MATTER NAME

5405-001 General

			3403-007		deficial		1
DATE	SERVICE TYPE	OESCRIP	пом	HOURS	RATE	AMOUNT	1
3/26/2010	5405-001 R Numally	Call with Mr. Weiss prior to conference	call	0.1	250.00	25.00	1
	5405-001 R Nunnally	Conference call with other side and Mr	Welss about documenta	tion 1	250.00	250.00	
3/26/2010	5405-001 R Nunnally	Call with Mr. Weiss about need for revi	sions	0.1	250.00	25.00	1
3/26/2010	5405-001 R Nunnally	Revise reinsurance agreement		1,3	250.00	325 00	1
3/29/2010	\$405-001 R Nunnally	Conference with Mr. Weiss regarding re			250.00	250.00	
3/30/2010	5405-001 R Nunnally	Analysis of redline and call with Mr. W	eiss prior to conference of	all 0.3	250,00	75.00	
3/30/2010	5405-001 R Nunnally	Call with other side regarding documen Weiss	t and follow up call with	Mr.	250.00	250.00	
3/30/2010	5405-001 R Nunnally	Call with Ms. Murphy regarding bond		0.2	250,00	50.00	ı
3/30/2010	5405-001 R Nunnally	Analysis of dividend materials and e-ma	il regarding the same to i	Mr 0.5	250.00	125.00	
3/31/2010	5405-001 R Nunnally	Call with Mr. Weiss to prepare for the call	onference call	0.2	250.00	50.00	
3/31/2010	5405-001 R Nunnally	Call with IA and Mr. Weiss regarding ag		2	250.00	500.00	
3/31/2010	5405-001 R Nunnally	Pollow up call with Mr. Weiss after the		0.2	250.00	50.00	
		Total Legal Services		. ]		6,625 00	
1,	Reimb Group	•			1		
3/31/2010	·	Fedex - 02/24/10	,	1 1	58.36	58.36	
3/31/2010		3 pages copied @ .10 per page - March 2	010		0.30	0.30	
3/31/2010	1	Conference call - 03/25/10			38.52	38.52	
1/31/2010	İ	Conference cali - 03/26/10		·	65 34	65.34	
/31/2010		Conference call - 03/30/10			25.77	- 25.77	
/31/2010		Conference call - 03/31/10		1 1	127.77	127.77	
- 1	j	Total Reinbursable Expenses			1	316.06	
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l		·				Or / 196	٧,

Thank you for your business.

Total

\$6,941.06

\$0.00

Phone #	Fax#
972-840-9080	972-840-6575

Approved)

Payments/Credits

\$6,941.06

Page 2 / Idid

HMW 1/30/10

**Balance Due** 

Sent: Fri 4/30/2010 8:35 AM

Tou forwarded this message on 4/30/2010 8:52 AM.

#### Pearce, Scott

From:

Holloway, Joe

To: Cc: Pearce, Scott; Wilson, David

Subject:

RE: Wisener Nunnally March

**Attachments:** 

#### Approved

From: Pearce, Scott

Sent: Fri 4/30/2010 8:17 AM
To: Wilson, David; Holloway, Joe
Subject: FW: Wisener Nunnally March

Please use this email to consider my request below. Please disregard the prior as I falled to clean off some prior emails. My apologies for the redo.

SP

From: Pearce, Scott

Sent: Fri 4/30/2010 8:11 AM
To: Holloway, Joe; Wilson, David
Subject: Wisener Nunnally March

Attached please find Robert Nunnally's March invoice for services rendered to the Golden State estate. I have reviewed the bill and checked the math. The time and expense is consistent with our direction and specific needs to the assumption transaction with IA American. I have aproved to invoice and I recommend your approval to pay the bill.

If you wish to discuss this bill please let me know.

Scott

# 625 W. Centerville Road, Suite 110 Garland, TX 75041

### Invoice

DATE	INVOICE#
4/21/2010	10479

**BILL TO** 

Golden State Mutual Life Insurance Co. Contract #2010-7809 Attn: Joseph Holloway 1999 West Adams Blvd. Los Angeles, CA 90018

CLIENT NUMBER	CLIENT MATTER NAME
5405-001	General

DATE	SERVICE TYPE	DESCRIPTION	HOURS	RATE	AMOUNT
3/1/201		Draft order approving rehabilitation	1.9	250.00	475.00
3/1/2010		Call with Mr. Weiss regarding revisions to agreement	0.5	250,00	
3/1/2010	,	Draft revisions to agreement	0.7	250.00	175.00
3/1/2010		Call with Mr. Wilson regarding case developments and press release	0.2	250.00	50.00
3/2/2010		Call with Mr. Weiss regarding plan comments	0.7	250,00	175.00
3/3/2010	5405-001 R Nunnally	Conference call with CLO team, Mr. Weiss and Ms. Smith regarding	0.8	250,00	200.00
I		changes to rehabilitation agreement documents			
3/3/2010	5405-001 R Nunnally	Telephone call with Mr. Weiss regarding further changes to plan	0.4	250.00	100.00
1		documents to implement results of conference call			
3/4/2010	5405-001 R Nunnally	Call with Mr. Weiss	0.5	250,00	125.00
3/4/2010	5405-001 R Nunnally	Revise plan documents	1.7	250.00	425.00
3/4/2010	5405-001 R Nunnally	Analysis of status report and e mail regarding same	0.2	250.00	50.00
3/5/2010	5405-001 R Nunnally	Revise agreements	1	250.00	250.00
3/10/2010	5405-001 R Nunnally	Revise the rehabilitation application	1.1	250,00	275.00
3/18/2010	5405-001 R Nunnally	E mail to Mr. Weiss regarding agreement status	0.1	250.00	25.00
3/23/2010	5405-001 R Nunnally	Analysis of Section 1457 and call with Mr. Weiss; e mail authority to	0.5	250.00	125.00
1		Mr. Weiss		- 1	
3/24/2010	5405-001 R Nunnally	Analysis of the rehabilitation plan and draft table	1.6	250.00	400.00
3/24/2010	5405-001 R Nunnally	Call with CLO team and Mr. Weiss	0.6	250.00	150.00
	5405-001 R Nunnally	Follow up calls with Mr. Weiss	0.3	250.00	75.00
3/24/2010	5405-001 R Nunnally	Analysis of revisions to the reinsurance agreement	0.1	250.00	25.00
3/24/2010	5405-001 R Nunnally	Analysis of the dividend issue	1	250.00	250.00
3/24/2010	5405-001 R Nunnally	Call with Mr. Pearce regarding dividends	0.1	250.00	25.00
3/25/2010	5405-001 R Nunnally	Analysis of revisions to agreement	0.2	250.00	50.00
3/25/2010	5405-001 R Nunnally	Call with IA and Mr. Weiss	0.5	250.00	125.00
3/25/2010	5405-001 R Nunnally	Call with Mr. Welss regarding revisions	1.3	250,00	325.00
3/25/2010	5405-001 R Nunnally	Analysis of Section 1043 nuances/binding effect of plan	1.5	250.00	375.00
3/25/2010	5405-001 R Nunnally	Call with CLO regarding plan negotiations	1	250.00	250.00
3/26/2010	5405-001 R Nunnally	Analysis of revisions to reinsurance agreement	0,1	250.00	25.00

Thank you for your business.

· Total

Phone#	Fax#
972-840-9080	972-840-657 <i>5</i>

Payments/Credits

Balance Due

# 625 W. Centerville Road, Suite 110 Garland, TX 75041

### Invoice

DATE	INVOICE#
4/21/2010	10479

BILL TO .

Golden State Mutual Life Insurance Co. Contract #2010-7809

Attn: Joseph Holloway 1999 West Adams Blvd. Los Angeles, CA 90018

CLIENT NUMBER	CLIENT MATTER NAME
5405-001	General

	DATE	SERVICE TYPE	· DESCRIPTION	Hours	RATE	AMOUNT	
•	3/26/2010	5405-001 R Nunnally 5405-001 R Nunnally	Call with Mr. Weiss prior to conference call Conference call with other side and Mr. Weiss about documentation	0.1	250.00 250.00		
		5405-001 R Nunnally	Call with Mr. Weiss about need for revisions	0.1	250.00		ĺ
		5405-001 R Nunnally	Revise reinsurance agreement	1,3			ĺ
		5405-001 R Nunnally	Conference with Mr. Weiss regarding revisions to the documents	1,5	250,00		
		5405-001 R Nunnally	Analysis of redline and call with Mr. Weiss prior to conference call	0.3	250,00		
ł		5405-001 R Nunnally	Call with other side regarding document and follow up call with Mr.	0,5	250.00	1	
I	2/20/2010	5105-001 K Humany	Weiss	1	230.00	250.00	
-	3/30/2010	5405-001 R Nunnally	Call with Ms. Murphy regarding bond	0,2	250.00	50.00	
1	3/30/2010	5405-001 R Nunnally	Analysis of dividend materials and e-mail regarding the same to Mr.	0.5	250.00	125.00	
- [			Guinon		Jy.	1	
- 4	ľ	5405-001 R Nunnally	Call with Mr. Weiss to prepare for the conference call	0.2	250,00	50.00	
			Call with IA and Mr. Welss regarding agreements	2	250.00	500.00	
1	3/31/2010	5405-001 R Nunnally	Follow up call with Mr. Weiss after the main call	0.2	250.00	50.00	
1	i		Total Legal Services			6,625.00	
		Reimb Group		- 1			
t	3/31/2010		Fedex - 02/24/10	1	58.36	58.36	
	3/31/2010		3 pages copied @ .10 per page - March 2010		0,30	0.30	
1:	3/31/2010	1	Conference call - 03/25/10		38.52	38.52	
13	3/31/2010	1	Conference call - 03/26/10		65,34	65.34	
	3/31/2010	Ì,	Conference call - 03/30/10	- 1	25,77	25.77	
13	3/31/2010		Conference call - 03/31/10	I	127.77	127.77	
ı	i		Total Reimbursable Expenses			316,06	
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Thank you for your business.

Phone #	Fax#
972-840-9080	972-840-6575

Total

66,941.06

\$0.00

**Balance Due** 

Payments/Credits

\$6,941.06

02/24/10

FEDEX# 798421499200 1-800-622-1147 5405-001 90017 TO: Epstein, Turner & Song CA FROM: Belinda Jones 75041 001 PRIORITY PKG 5LB AWB798421499200 YOUR FEDEX CUSTOM DISCOUNT IS \$6.10

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Continued on next page





☑ Department ID Management	Settings
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Invoice Number: 775469

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Conference Minimum Adjustment Charges	4	\$0.00	<del>o</del> i	\$0.00	\$0.0
Phone Minutes	969	\$242.25	O O	\$0.00	\$242.2
Total Tax		\$15.15		\$0.00	\$15.1
Teresa Hollffeld Total		\$257.40		\$0.00	\$257.40

Audio Conferencing			•		<del></del>	
March 25, 2010	•	10:23 AM - 10:57	AM		Duration (Minu	ites): 14
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036267307	9038257307	<u>P</u>	10:30 AM	10:57 AM	27	\$6.7
exas State Tax	0030201301	N	10:31 AM	10:57 AM	26	\$6.50
DAMO CADIO 18A						\$2.27
			I	Total	145	\$38,52

Audio Conferencing March 26, 2010		10:56 AM - 12:00 I	PM .	•	Billing Code Duration (Mini	
Description	Phone	Dial Out	Volted	Left	Duration	
9728409080	9728409080	N	10:56 AM	12:00 PM	Datators	Cost
3037174841	3037174841	N	10:59 AM	12:00 PM		\$16.00
804735540	4804735540	- Xi	11:01 AM	12:00 PM	64	\$15.50
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AND OUTO LOV			ļ			\$3.84
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Audio Conferencing March 30, 2010		10:28 AM - 10:54 /	AM .		Billing Code Duration (Mir	
Description	Phone	Dial Out	Volned	Left	Duration	Cos
3038257307	3038257307	N	H0:28 AM	10:54 AM	28	
728409080	9728409080	N	10:30 AM	10:53 AM	24	\$6.50
138617494	2138617494	N .	10:31 AM	10:53 AM		\$6.00
804735540	4804735540	N	10:31 AM	10:54 AM	<u> </u>	\$5,75
exas State Tax			HU,U) AW	10.04 MIN		\$6.00
· <del>· · · · · · · · · · · · · · · · · · </del>				Total	97	\$1.52 \$25.77

Audio Conferencing March 31, 2010	·	02:27 PM 04:28 I	PM		Billing Code Duration (Min	
Description	Phone	Dial Out	Volned	Leff	Duration	Cos
8185995296	8185995296	N	02:27 PM	04:21 PM	114	\$28.5
4804735540	4804735540	· N	02:29 PM	04:28 PM	120	
9728409080	9728409080	N	02:29 PM	04:28 PM	······	\$30.00
3038257307	3038257307	{i}	02:30 PM	04:28 PM	120	\$30.0
3189958025	8189958025	<u>``</u>	04:20 PM	04:28 PM	119	\$29.7
Fexas State Tax		<del></del>	04.20 FM	U4:20 PM	8	\$2,00
	***************************************		ļ			\$7.52 \$127.7
			1	Total	481	\$127.77

625 W. Centerville Road, Suite 110 Garland, TX 75041

### Invoice

DATE	INVOICE #
5/19/2010	10626

**CLIENT MATTER NAME** 

BILL TO

Golden State Mutual Life Insurance Co. Contract #2010-7809 Attn: Joseph Holloway 1999 West Adams Blvd. Los Angeles, CA 90018

5405-001 Ceneral DATE SERVICE TYPE DESCRIPTION HOURS RATE AMOUNT 4/29/2010 5405-001 R Nunnally Analysis of revision to the service agreement and e mail to Mr. Welss 0,1 250.00 25.00 about this topic 4/30/2010 | 5405-001 R Nunnally 4/30/2010 | 5405-001 R Nunnally Draft Holloway declaration supporting rehab motion 250.00 250.00 Call with Mr. Weiss regarding the documents 0 1 250.00 25.00 Total Legal Services 6,995,50 Reimb Group 4/30/2010 13 pages copied @ .10 per page - April 2010 1.30 1,30 4/30/2010 Conference call - 04/23/10 19.76 19.76 Total Reimbursable Expenses 21.06 I have reviewed this impoise; 11. I who have no confirmed THE MUTH I NIME ME En PHIMON

CLIENT NUMBER

Thank you for your business.

Phone #	Fex#		
972-840-9080	972-840-6575		

WWD Mela

Payments/Credits
Balance Due

\$0.00 \$7,016,56

Page 3

### 625 W. Centerville Road, Suite 110 Garland, TX 75041

### Invoice

DATE	INVOICE#	
5/19/2010	10626	

**BILL TO** 

4/2/2010 4/2/2010 4/2/2010 4/5/2010

4/5/2010

4/7/2010

4/7/2010

4/7/2010

4/7/2010

4/8/2010

4/9/2010

4/9/2010

4/9/2010

4/9/2010

4/11/2010 5405-001 R Nunnally

Golden State Mutual Life Insurance Co. Contract #2010-7809 Attn: Joseph Holloway 1999 West Adams Blvd. Los Angeles, CA 90018

			CLIENT NUMBER	CLIENT	MATTER I	VAME
		,	5405-001		General	
DATE	SERVICE TYPE	DESCRIPT	TION ·	HOURS	RATE	AMOUNT
4/1/2010	5405-001 R Nunnally	Call with CLO team regarding rehab ag	Call with CLO team regarding rehab agreements		250.00	275.00
4/1/2010	5405-001 R Nunnally	Call with Ms. Murphy and Golden State dividend calculations	e employee regarding the	0.4	250.00	100.00
4/2/2010	5405-001 R Nunnally	Revise dividend letter	• •	0.1	250.00	25.00
4/2/2010	5405-001 R Nunnally ,	Cail with CLO and IA		0.5	250.00	125.00
4/2/2010	5405-001 R Nunnally	Follow up call with Scott and Todd	• 7	0.5	250,00	125.00
4/2/2010	5405-001 R Nunnally	Analysis of policy language and divisible	e surplus issues	1.5	250.00	375.00
4/2/2010	5405-001 R Nunnally	Call with Ms. Murphy and Ms. Green re	Call with Ms. Murphy and Ms. Green regarding dividends		250.00	50.00
4/2/2010	5405-001 R Nunnally	Follow up e mail to Scott and Todd rega	rding dividend calculation	0.15	250.00	37.50
4/2/2010	5405-001 R Nunnally	Analysis of agent's agreements		0.1	250.00	25,00
4/2/2010	5405-001 R Nunnally	Revise letter to hardship/withdrawal app	licants	0.2	250.00	50.00

Call with Mr. Weiss regarding the plan changes 5405-001 R Nunnally 0.2 250.00 Conference call regarding the rehabilitation plan with CLO personnel 5405-001 R Nunnally 1.5 250.00 5405-001 R Nunnally Follow up call with Mr. Weiss regarding commissions 0.5 250.00 5405-001 R Nunnally Call regarding documents with CLO team and Mr. Weiss 250.00 Revise assumption agreement 5405-001 R Nunnally 0.5 250.00 4/9/2010 | 5405-001 R Nunnally Call with Mr. Weiss regarding the documents 0.5 250.00 Analysis of service agreement 5405-001 R Nunnally 0.2 250,00 5405-001 R Nunnally Call with Mr. Welss regarding service agreement 0.4 250.00 5405-001 R Nunnally Call with Mr. Wilson regarding coinsurance and upcoming negotiation 0,4 250,00

4/11/2010 | 5405-001 R Nunnally Draft e mail to Mr. Welss regarding co-insurance 4/11/2010 5405-001 R Nunnally Revise notice 4/12/2010 | 5405-001 R Nunnally Call with Mr. Weiss regarding agreement. Call with Mr. Weiss and Mr. Holloway regarding notice Conference calls with CLO and with bidder regarding documentation 4/15/2010 | 5405-001 R Nunnally

Call with Mr. Weiss regarding the deal status

Draft e mail to Mr. Pearce re: dividends

Analysis of the plan changes

Thank you for your business.

Revise co insurance

Phone #	Fax#
972-840-9080	972-840-6575

5405-001 R Nunnally

5405-001 R Nunnally

5405-001 R Nunnally

Payments/Credits **Balance Due** 

0.1

0,1

0.1

0,6

0.1

0.3

0.3

Total

250.00

250.00

250.00

250.00

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125.00

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150.00

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75.00

75.00

375.00

## 625 W. Centerville Road, Suite 110 Garland, TX 75041

### Invoice

DATE	INVOICE#
5/19/2010	10626

BILL TO

Golden State Mutual Life Insurance Co. Contract #2010-7809 Atm: Joseph Holloway

1999 West Adams Blvd, Los Angeles, CA 90018

CLIENT NUMBER	CLIENT MATTER NAME
5405-001	. General

	DATE	SERVICE TYPE	DESCRIPTION	HOURS	RATE	AMOUNT
Ī	4/15/2010	5405-001 R Nunnally	Draft interim reinsurance agreement	1	250.00	
Ĭ	4/15/2010	5405-001 R Nunnally	Call with Mr. Weiss to revise and finalize agreements	0.5	- 250.00	125.00
1	4/19/2010	5405-001 R Nunnally	Analysis and revision of agreements	0.5	250.00	125,00
	4/19/2010 ·	5405-001 R Nunnally	Call with Mr. Weiss and then with Mr. Weiss and Mr. Pearce regarding agreements	0.4	250.00	100.00
1.	4/19/2010	5405-001 R Nunnally	Revise the memorandum regarding open issues	0.2	250.00	50.00
١.	4/20/2010	5405-001 R Nunnally	Revise reinsurance agreement	0.3	250,00	75.00
1	1/20/2010	5405-001 R Nunnally	Call with Mr. Weiss regarding finalization of agreements	0.2	250.00	50.00
1	1/21/2010	5405-001 R Nunnally	Conference call regarding the rehabilitation documents	1,4	250.00	350.00
4	1/21/2010	5405-001 R Nunnally	B mail and call with Mr. Hom regarding Friday conference call	0.1	250.00	25.00
] 4	/21/2010	5405-001 R Nunnally	Call with Mr. Weiss regarding documents	0.2	250,00	50.00
14	1/22/2010	5405-001 R Nunnally	Calls with CLO and bidder and then with Mr. Weiss regarding the	1.5	250.00	375.00
			rehabilitation plan	İ		
14	/22/2010	5405-001 R Nunnally	Draft revisions to the notices	0.3	250.00	75.00
		5405-001 R Nunnally	Call with Mr. Weiss regarding the notice document	0.1	250.00	25.00
4	/23/2010	5405-001 R Nunnally	Draft revisions to rehab plan	0.2	250.00	50.00
4	/23/2010	5405-001 R Nunnally	Call with Mr. Hom and Mr. Welss regarding rehab plan	0.4	250.00	100.00
4	/23/2010	5405-001 R Nunnally	Call with Mr. Weiss about drafts and transmission of drafts	. 0.1	250.00	25.00
4	/23/2010	5405-001 R Nunnally	Draft Wilson declaration	0.9	250.00	225.00
4	/23/2010	5405-001 K Lawrence	Revisions to Wilson Declaration	0.6	180.00	108.00
4.	/26/2010	5405-001 R Nunnally	Draft revisions to ex parte notice	0.4	250.00	100.00
4,	/26/2010	5405-001 R Nunnally	Call with Mr. Weiss regarding timing and changes in language re:	. 0.2	250.00	50.00
			rehab notice and section 5.3		[	. ]
4/	27/2010		Conference call with CLO team and Mr. Weiss	2	250.00	500.00
4/	27/2010	5405-001 R Nunnally	Pollow up call with Mr. Weiss regarding documents	0.2	250.00	50.00
4/	28/2010	5405-001 R Nunnally	Revise reinsurance agreement	1	250.00	250.00
4/	28/2010	5405-001 R Nunnally	Revise ex parte notice	0.2	250.00	50.00
			Call regarding form of agreements	0.8	250.00	200.00
4/	28/2010	5405-001 R Nunnaily	Call with Mr. Weiss regarding notice documents	0.2	250.00	50.00

Thank you for your business.

Total

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**Balance Due** 

Phone #	Fax#
972-840-9080	972-840-6575

## 625 W. Centerville Road, Suite 110 Garland, TX 75041

### Invoice

DATE	INVOICE#
5/19/2010	10626

**BILL TO** 

Golden State Mutual Life Insurance Co. Contract #2010-7809

Attn: Joseph Holloway 1999 West Adams Blvd. Los Angeles, CA 90018

CLIENT NUMBER CLIENT MATTER NAME

5405-001 General .

	DATE	SERVICE TYPE	DESCRIPTION	HOURS	RATE	AMOUNT
	4/29/2010	5405-001 R Nunnally	Analysis of revision to the service agreement and e mail to Mr. Welss about this topic	1.0	250,00	25.00
	4/30/2010	5405-001 R Nunnally	Draft Holloway declaration supporting rehab motion	1	250,00	250.00
		5405-001 R Nunnally	Call with Mr. Weiss regarding the documents Total Legal Services	0.1	250.00	
1		Reimb Group				
	4/30/2010 4/30/2010		13 pages copied @ .10 per page - April 2010 Conference call - 04/23/10 Total Reimbursable Expenses		1,30 19,76	1.30 19.76 21.06
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Thank you for your business.

Total .

\$7,016.56

Phone # Fax # 972-840-9080 972-840-6575

Payments/Credits \$0.00

Balance Due \$7,016.56





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Invoice Number: 777889

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625 W. Centerville Road, Suite 110 Garland, TX 75041

### Invoice

DATE	INVOICE#
6/30/2010	10753

BILL TO

Golden State Mutual Life Insurance Co
Contract #2010-7809
Attn: loseph Holloway
1999 West Adams Blvd
Los Angeles, CA 90018

						TERM	//S	CLIE	NT NUMBER	7
						Due on re	eccipt	<u> </u>	5405-001	
DATE	SERVICE TYPE		DESC	RIPTION		HOURS	RATI		AMOUNT	
5/31/2010		10 pages c	opied @ ,10 per p	11 1 2 9 2 9 2 1 1 1 1 1 1 1 1 1 1 1 1 1	0			1.00	1.00	
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972-840-9	9080 972-84	0-6575		Page 2	1/14/1/1/		······································	•		

625 W. Centerville Road, Suite 110 Garland, TX 75041

## Invoice

DATE	INVOICE#
6/30/2010	10753

BILL TO

Golden State Mutual Life Insurance Co. Contract #2010-7809 Attn: Joseph Holloway 1999 West Adams Bivd. Los Angeies, CA 90018

		•			TERM	S	CL	IENT NUMBER
				ı	Due on rec	ceipt		5405-001
DATE	SERVIC	CE TYPE		DESCRIPTION	HOURS	RAT	E	AMOUNT
5/3/2010	5405-001	R Nunn	Revision o	f Wilson declaration	0.3	2	50.00	75.00
5/3/2010		R Nunn	Revision o	f Holloway declaration	0.1	2	50.00	25,00
5/3/2010		R Nunn		final draft of documents	0.5		50,00	125.00
5/4/2010	5405-001	R Nunn	Analysis of	the death claims issue sampling	0.1		50.00	25.00
5/4/2010	5405-001	R Nunn	Conference	call with CLO team and Mr. Weiss regarding	0.5	2	50.00	125.00
			agreement and status					
5/4/2010	5405-001	R Nunn		ons in the documents to deal with the death	0.2	2	50,00	50.00
., .,		•	claims issu		·			
5/4/2010	5405-001	R Nunn	Call with M	fr. Weiss regarding the agreement revisions to	0.1	2	50.00	25.00
51 1/2010			be made					
5/4/2010	5405-001	R Nunn		fr. Weiss and with Mr. Weiss and Mr.	0.2	2:	50.00	50.00
2/4/2010	3103 001	** * *********		garding agreement timing				
5/5/2010	5405-001	R Nunn		ons to the Q and A script and associated	1.3	2:	50.00	325.00
3/3/2010	100-000		e-mails					
5/6/2010	5405-001 1	R Nunn		call regarding rehab matters with CLO	1	2:	50.00	250.00
5/6/2010	5405-001		Analysis of		0.1		50.00	25.00
5/7/2010	5405-001 I			r and Q and A	0.5	25	50.00	125.00
5/12/2010	5405-001			r. Weiss regarding the rehabilitation notice	0.2		50.00	50.00
3/12/2010	3403-001	C 1 (Million		revisions he will do to the motion				*****
5/14/2010	5405-001 F	Muan	Revise appl		0.5	25	0.00	125.00
	5405-001 F			r. Weiss regarding finalizing app and order	0.2		0.00	50.00
5/14/2010 5/17/2010	5405-001 F			to Mr. Weiss regarding publication notice	1.0		0.00	25,00
	5405-001 F			cation and declarations	0.7		0.00	175.00
5/18/2010	1 - , ,			website materials and draft e mail to Mr.	0.1		0.00	25.00
5/20/2010	5405-001 P	CIANIII"		ling these materials	V.1	a. J	0.00	23.00
0/04/0010	e 40 e 00 t 10	<b>3</b> Farmer		r. Weiss regarding hearing matters and	0.2	25	0.00	. 50.00
5/21/2010	5405-001 R	( Nuon	contacts from		0.2	2.5	0.00	. 50.00
£010010	eane ant n	<b>3</b> 7		r. Pearce about upcoming hearing	0.1	つぐ	0.00	25.00
5/21/2010	5405-001 R	Num			0.1	بيد	V.UV	1,750.00
			Total Legal	2 Ét Aices				1,730.00
Thank you for	your busine	sš.		· · · · · · · · · · · · · · · · · · ·	**************************************		٠.	٠,٠
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# 625 W. Centerville Road, Suite 110 Garland, TX 75041

## Invoice

DATE	INVOICE#
6/30/2010	10753

BILL TO	
Golden State Mutual Life Insurance Co. Contract #2010-7809 Attn: Joseph Holloway 1999 West Adams Blvd. Los Angeles, CA 90018	

	•		TERM	s	CLIENT NUMBER	
			Due on rec	celpt	5405-001	
DATE	SERVICE TYPE	DESCRIPTION	 HOURS	RATE	AMOUNT	
5/31/2010		10 pages copied @ .10 per page - May 2010			LENOUES & BILL FO Accur Comment for	
hank you for yo	our business.		Total		\$1,751.00	
			Retainer /	Applied	. \$0.00	
Phone 972-840-		x#	Balance	e Due	\$1,751.00	





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Wisener \* Nunnally \* Gold, L.L.P.

625 W. Centerville Road, Suite 110 Garland, TX 75041

## Invoice

DATE	INVOICE#
7/28/2010	10912

BILL TO Golden State Mutual Life Insurance Co. Contract #2010-7809 Aitn: Joseph Holloway 1999 West Adams Blvd. Los Angeles, CA 90018

> **CLIENT NUMBER CLIENT MATTER NAME** 5405-001 Genéral

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DATE	SERVICE TYPE	DESCRIP	TION	HOURS	RATE	AMOUNT
	·	Total Reimbursable Expenses		-		689,50
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k you for v	our business,					

Phone #	Fax#
972-840-9080	972-840-6575

Total \$3,589.50

Payments/Credits \$0.00

**Balance Due** 

\$3,589.50

## Wisener \* Nunnally \* Gold, L.L.P.

## 625 W. Centerville Road, Suite 110 Garland, TX 75041

## Invoice

DATE	INVOICE#
7/28/2010	10912

BILL TO

Golden State Mutual Life Insurance Co.

Contract #2010-7809 Attn: Joseph Holloway 1999 West Adams Blvd. Los Angeles, CA 90018

CLIENT NUMBER	CLIENT MATTER NAME
5405-001	General

DATE	SERVICE TYPE	DESCRIPTION	HOURS	RATE	AMOUNT
6/10/201	0 5405-001 R Nunnally	Call with Mr. Pearce regarding status	0.1	250,00	25,00
6/10/2010	5405-001 R Nunnally	Draft e mail regarding letter to court by ex employees	0.2	250,00	50.00
6/14/2010	5405-001 R.Nunnally	Call with CLO regarding objection letter	0.5	250.00	125,00
6/14/2010	5405-001 R Nunnally	Analysis of employee materials	0.2	250.00	50.00
6/14/2010	5405-001 R Nunnally	Call with Mr. Weiss regarding objections and reply	0.5	250.00	125,00
6/15/2010	5405-001 R Nunnally	Analysis of employee group life policies	0.3	250.00	75.00
6/15/2010	5405-001 R Nunnally	Revise reply	0.2	250.00	50.00
6/15/2010	5405-001 R Nunnally	Call with Mr. Weiss regarding reply	0.7	250.00	175.00
6/15/2010	5405-001 R Nunnally	Further revisions to reply	0.2	250.00	50.00
6/16/2010	5405-001 R Nunnally	Attend telephonic conference regarding motion	0.5	250,00	125.00
6/16/2010	5405-001 R Nunnally	Revise reply	0.1	250.00	25.00
	5405-001 R Nunnally	Call with Mr. Weiss regarding reply	0,1	250.00	25.00
6/16/2010	5405-001 R Nunnally	Analysis of further revisions to reply and e mail accepting same	0.2	250.00	50.00
6/16/2010	5405-001 R Nunnally	Analysis of the reinsurance treaty	0.2	250,00	50.00
	5405-001 R Nunnally	Attend call with CLO personnel and IA regarding reply	0.6	250,00	150.00
	5405-001 R Nunnally	Call with Mr. Welss regarding issues for reply	1.0	250,00	25.00
6/17/2010	5405-001 R Nunnally	Analysis of reply	0.1	250.00	25.00
6/22/2010	5405-001 R Nunnally	Analysis of complaint from policyholder and call with Mr. Weiss	0.2	250.00	50.00
		regarding this matter			
	5405-001 R Nunnally	Travel to Los Angeles; billed at 1/2 time	1.5	250.00	375,00
6/23/2010		Meeting with Mr. Weiss regarding hearing	0.7	250.00	175.00
8/24/2010		Meet with clients prior to hearing; attend hearing and discuss result of	2,9	250.00	725.00
		hearing with clients		- 1	
6/24/2010		Flight to Dallas billed at 1/2 time as client courtesy	1.5	250.00	375.00
		Total Legal Services	'	1	2,900.00
	Reimb Group	•	- 1		
6/30/2010		American Airlines - 06/23/10 - 06/24/10 DFW/Los Angeles/DFW for		689.40	689.40
		R. Nonnally		1	· Maria
6/30/2010		1 page copied @ .10 - June 2010	1	0.10	0.10

Thank you for your business.

Total

Phone #	Fax#		
972-840-9080	972-840-6575		

Payments/Credits

Balance Due

Wisener \* Nunnally \* Gold, L.L.P.

625 W. Centerville Road, Suite 110 Garland, TX 75041

## Invoice

DATE	INVOICE#
7/28/2010	10912

**BILL TO** 

Golden State Mutual Life Insurance Co. Contract #2010-7809

Attn: Joseph Holloway 1999 West Adams Blvd. Los Angeles, CA 90018

CLIENT NUMBER CLIENT MATTER NAME

5405-001 General

	DATE	SERVICE TYPE	DESCRIPTION ·	HOURS	RATE	AMOUNT
			Total Reimbursable Expenses			689.50
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Thank you for your business.

Total

\$3,589.50

Phone # Fax #

972-840-9080 972-840-6575

Payments/Credits

\$0.00

**Balance Due** 

\$3,589.50

Page 2

OK to prox

### AmericanAirlines'

5405-001



Note: This is not your receipt. You will be receiving your itinerary confirmation along with your receipt soon. You may print your litinerary & Receipt directly from AA.com once the status is updated from "Purchased" to "Ticketed".

#### Reservation Details

Record Locator	Status	Reservation Name	ĺ
KMBBDP	Purchased -	DFW/LAX	
Your record locator is your reservation confirmation number and will be needed to	Jun 11, 2010	You can name your reservation so it's easier to locate when you return to	
retrieve or reference your reservation.		AA.com (e.g. Quarterly	
		Meeting).	

#### Your Itinerary

Carrier	Flight	Departing	Departing		Arriving		Arriving		Seate	
	Number	City Date & Tin		City Date & Time		Booking Code				
AA AMERICAN AIRLINES	2433	DFW Dallas/ Fort Worth	Jun 23, 2010 01:25 PM	LAX Los Angeles	Jun 23, 2010 02:30 PM	Economy V	unassigned			
AÅ, AMERICAN AIRLINES	2454	LAX Los Angeles	Jun 24, 2010 04:20 PM	DFW Dallas/ Fort Worth	Jun 24, 2010 09:25 PM	Economy W	15A			

#### Your Notifications

Contact	Notification Summary	Actions
		Enabled

#### Fare Summary

Average Fare per Person - 668,00 USD					
Passenger Type Used in Pricing	Fare per Person	Additional Taxes and Fees per Person	Total Price		
1 Adult	668.00 USD	21.40 USD	689.40 USD		
<del> </del>	mail, ng <sub>to</sub> quagta apt a no agos ana t <sub>a</sub> ngtillimiateuri makabuwa p <sub>i</sub> nator nooyah pepiniakatilimia mini	Total Price	689.40 USD		

#### Summary Details

Credit Card Information

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B	<b>♦</b> 6101001	0	0	0	0
· [6]	• <u>6102001</u>	0	0	0	0
	<b>♦</b> <u>6103001</u>	0	0	0	0
図	<b>6104001</b>	0	0	0	0
	<b>♦</b> <u>6105001</u>	0	0	0	0
Ø	<b>♦</b> <u>6106001</u>	0	0	0	0
Andread of a bound of the province property of the state		inan karaf a mamini digi dini ing maga maga maga maga pangi pangi pala Papaga, banggi pala Pa Manga dini na manga maga maga maga maga maga maga	400	gi y arte esigenpa dy a dy hinja mener pa anda bas innapama di a amban Basan da angan da angan da angan da angan da angan da angan da angan da angan da angan da angan da angan da ang	E Pri demonstrati na secondo describeración por escula por escriberación de la companya del companya de la companya del companya de la companya del companya de la companya de la companya de la companya del companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya del compan

EXHIBIT 6

#### KANE CORPORATION

July 12, 2010

Golden State Mutual Life Insurance Company, in Conservation 1999 West Adams Boulevard Los Angeles, CA 90018

Attn: Joe Holloway

On-Site Supervisor for the Conservator



For professional services re: Real Estate Related Services Associated with the Golden State Mutual Life Insurance Company, in Conservation June 1, 2010 through June 30, 2010

64.75	hours @ \$250.00 (Principal - PRI)	\$16,187.50
36.50	hours @ \$149.00 (Sr. Project Coordinator - SPC)	<b>\$5,438.50</b>
		\$21,626,00

Additional charges and out-of-pocket expenses: (breakdown attached):

\$1,241.49

**TOTAL AMOUNT DUE:** 

\$22,867.49

DISTRICT ASSESSMENTS / TEMM ISSUES (W/S LETTERS)
SOUTH STREET CLEAN-UP (SECURE
ALMEDA WARK
DELQ. MINTENNE ROADN MEETINGS.

THAVE REVIEWED

THE BILL FOR ACCUMU

AND THE WORK

REFLECTS THE PROPERTS

ASSIMED. I APPLIE

简 67 SELBY LANE, SUITE 100, ATHERTON, CALIFORNIA 94027-3926 (650) 369-9100 FAX (650) 369-9106

#### KANE CORPORATION

BREAKDOWN OF AIR AND TRAVEL EXPENSES FOR SERVICES RENDERED GOLDEN STATE MUTUAL LIFE INSURANCE COMPANY, IN CONSERVATION JUNE 1, 2010 THROUGH JUNE 30, 2010

## PRINCIPAL

DATE	AIR	HOTEL	CAR	1000	PARKING	MISC
JUNE 1 - 2, 2010 (LOS ANGELES, CA)	313,40	184.01	135.80	78,73	60,00	8.97
JUNE 9, 2010 (LOS ANGELES, CA)	156.70	157.03	52.23	50.17	28.50	15,95
TOTALS	470.10	341.04	188.03	128.90	88,50	24.92

**TOTAL AMOUNT: \$1,241.49** 

July 12, 2010

Golden State Mutual Life İnsurance Company, in Conservation 1999 West Adams Boulevard Los Angeles, CA 90018 Attn: Joe Holloway, On-Site Supervisor

#### **Professional Services**

1 101	essimal controcs	
		Hours
6/1/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to on site at Company headquarters working on valuations of all REO properties including but not limited to research of comparables, several calls to local real estate professionals, discussions with client, several telephone conversations with Michelle re; same; review and revision of comparable analysis and REO Summary report.	9.00
SPC	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to work on valuation analysis of REO properties including but not limited to calls with client, calls with local real estate professionals, discussions with Peter, research on web; preparation of draft tenant letters to Winston-Salem tenants; review of Long Beach settlement statement; revisions to REO summary report; preparation of comparables worksheets.	4.00
6/2/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to on site at Company headquarters working on valuations of all REO properties including but not limited to research of comparables, several calls to local real estate professionals, discussions with client, several telephone conversations with Michelle re: same; review and revision of comparable analysis and REO Summary report; work on Occupant to Vacate Letter re: Winston Salem Building; forward to counsel for review; email to Medora of GSM requesting contact information for District Offices.	9,50
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to continued work on REO valuation analysis including but not limited to discussions with local real estate brokers	5.50

July 12, 2010 Golden State Mu	tual Life Insurance Company, in Conservation	<u> Hours</u>
	(Chicago, Vallejo & Detroit); research and preparation of comparable analysis spreadsheets; discussions with Peter re: same; review of draft letter to tenants re: Winston-Salem property.	
6/3/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to preparation on and sending of communications to Medora Chetlin of GSMLIC re: Detroit, MI property tenant relocation; communications with client re: recommendations for GSM Art and Corporate artifacts - Leslie Hindman, Chicago, IL; response from client to make the call to Hindman; preparation and sending of GSM letterhead to client; response from Medora Chetlin re: GSM District Office contacts.	3.75
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to discussion with Peter re: due diligence and sale of business to IA Insurance company; discussions with Peter re: BPO's and REO valuation analysis; editing of letter to tenants at Winston-Salem property; review of communications from client re: Houston sale - Buyer having trouble finding financing; discussion with Peter re: his meeting with Medora; call to Advance Weight Loss Center (confirming not Detroit property) review of preliminary recipient list for art collection RFP; research re: same; preparation of letterhead for Winston-Salem tenant letters, review of contact person list provided by Medora.	3.75
6/4/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to work on REO property comparables; review and edit of REO Summary spreadsheet.	3.00
6/7/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of REO Summary spreadsheet/compararables analysis.	. 1,50
6/8/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to scanning and sending of Receipt of Keys sheet signed by 2706 E South Street Long Beach, CA buyer; forward to client.	0.25
SPC .	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to receipt of keys by Buyer and discussion with Peter re: closing.	0.25

	•	
July 12, 2010 Golden State Mut	ual Life Insurance Company, in Conservation	
	, ,	Hours
6/9/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to on site at Headquarters in LA; review and revise REO Summary Spreadsheet; forward to clients; forwarding of Letterhead to GSM; communications to Michelle requesting Master Mortgage Portfolio spreadsheet; review of same; research re: loans in default - Springer and Coudray; client request to prepare Overview of Mortgage Portfolio Report for client's meeting with IA American.	8.00
SPC	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to revision of REO spreadsheet with BPO and valuation analysis; discussion with Peter re: client's inquiry re: Chicago valuation against book value; research re: same; emailing to Peter our latest mortgage report.	3,50
6/10/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client re; telephone conversation with Candice at ELAT properties re; request to record property under different name - review of Notary Acknowledgment Form and Corrected Grant Deed; response to client to refer request to Carol Draper at Chicago Title who is familiar with transaction; receipt and review of GSM trial balance for Loan Portfolio sent from client; response to client.	1.75
	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to work on Master Mortgage Portfolio; discussion with Michelle re; same; review of response from client to Candice Margareth and Ray Globari re; 2706 E South Street, Long Beach - settle matter with Carol Draper; response from Candice; review of communications to client from Broker Gerald Womack re; 4801 Almeda Road, Houston, TX; sending of revised Mortgage Portfolio and research of "Watch List assets" and sending of same to client in preparation for meetings with IA next week.	4.00
	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client re: Long Beach - Buyer request to record property in a different name and discussion with Peter re: response thereto; review of GSM Mortgage Trial Balance sheet as of 5/31/10 - updating of master report; discussion with Peter re: revisions thereto.	4.50

similar concern re: Detroit, Ml.

July 12, 2010 Golden State Mu	tual Life Insurance Company, in Conservation	
00,00,, 010,0	**************************************	<u> Hours</u>
6/17/2010 PR	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client re: his conversation with Broker Gerald Womack - Spirit of Texas pass on loan, expecting commitment letter from a different bank; sending of communications to Coe Fields inquiring about how discussions went with tenants/proper contact names to address Notice to Vacate letter.	0.75
6/22/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to review of communications from client re: loan 001-52440 purchase interest; response re; history of building impairment; telephone conversation with client re: same; telephone conversation with Coe Fields re: Winston Salem building - Vacancy Letter; receipt of tenant list/phone numbers sent by Fields; response to Fields; drafting of Notice to Vacate letter; discussions with Michelle re; same; forward to client.	4.00
SPC	Work on Golden State Mutual Life insurance Company Assignment including but not limited to review of communications from client re: request for assumption of Ioan #001-52440 and communication to tenant of property re: Ioan #001-52549; discussion with Peter re: same; revision of database.	1.25 ·
· SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of backup offer sent by G.Womack re: Houston property.	0.25
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of tenant list provided by Coe Fields re: Winston-Salem property; review and revisions of letter to tenants; discussion with Peter re: same; discussion with client and sending of tenant letters.	2.50
. 6/23/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of letters being sent to tenants re: Winston-Salem; review of communications from client re: interested party(les) interested in assuming loan #52440; review of note; telephone conversation with client re: same; discussion with Peter re: first right of refusal on loans.	1.00

~ ~	2 8	Insurance Company	Ť	^
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COMOTE DIGITAL	IVIULUAI LIIG	Illouighte Company	. 41.5	CONTROL FORIOR

Golden State Mut	ual Life Insurance Company, in Conservation	Hours
6/23/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to review of communications from client re: Loan 001-52440 Promissory Note; response to clients; review of Vacancy Letters sent out today; communications sent from client to Keith, Murray and Patrick re: Marcus and Millichap interest in assuming loan 52440.	1.00
6/24/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client re: OSC Hearing - approved; response to client; review of documents re: 4801 Houston.	0.75
6/25/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to call from interested party(ies) Dion Laurent re: 4801 Almeda Road property, 4575 RL Thornton Freeway, Dallas property; sending of communications re: same; call to client re: discussion with Laurent - verbal offer \$675,000; review of communications from client to Womack re: 4801 Almeda lending; review of Womack response to client - Spirit Bank taking second look at loan; email to clients re: same.	3.00
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client re: Houston property transaction (Womack); discussion with Peter re: his call with another interested party(les) D. Laurent and also to client.	0.50
PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to discussion with Michelle re: Houston property; review of comparables; sending of communications to interested party(ies) Dion Lauren; sending of marketing material.	0.75
6/28/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to several communications from client re: 4801 Almeda sale - Gerald has until 6/30 to get loan commitment; communications from client re: same - will send Broker email today; several communications from client re: Springer Loan - 901 E Redondo; Inglewood, CA; research re: same; forward Property Profile to client - transferred to Jill Hill on June 4, 2010; communications from client re: Espinosa loan - may be paid off; communications from client - Promissory	3.00

July 12, 2010 Golden State Mu	tual Life Insurance Company, in Conservation	Hours
	note/letter from Keith to Ms. Randall attached.	ayasada da agab ayigin yana 2004, 60 MM MA Akaba da an Ara-ga a kayasan kayasan kayasan kayasan kayasan kayasa
6/28/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to communications from client re: status of sale - buyer needs more time for financing; new offer coming in from another interested party(ies) re: Houston.	0.50
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client re: Spinger loan - borrower's wife trying to finance property to purchase; research re: property and discovery that title of property has transferred by Borrower to wife (Hill); emailing of information to client; discussion with Peter re: same; review of Espinosa loan payoff request; revision to master mortgage database; review of documents re: Springer foreclosure.	2,50
6/29/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communication from client re: 901 E. Redondo, inglewood, CA transfer of property; telephone conversation with First American Title Insurance Company re: same; review of Deed / Foreclosure Notice sent from First American Title Company; sending of communications to clients re: same; review of Chicago Title Property Profile Report sent to client; receipt and review of Interspousal Grant Deed and Foreclosure Activity Report; forward to client; several communications from clients re: discussion with tenant Dee Washington of Neighbor for Better Neighborhoods re: Winston Salem Property - desires an extension, lease term: 3/8/10 - 8/8/10.	3.50
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of loan document re: Springer; calculation of pre-payment penalty; discussion with Peter re: same; review of communications from client re: foreclosure status; sending of property profile to client.	0.50
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications re: vacation of tenants at Winston-Salem, NC property.	0.25
6/30/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to communications from Gerald Womack to client – should have answer today; email from client re: Coudray loan - trustee	0.75

July 12, 2010 Golden State Muti	ral Life Insurance Company, in Conservation		
	sale 7/19/10 at 11:30am at San Luis Obispo Courthouse.		Hours
6/30/2010 SPC	Work on Golden State Mutual Life Insurance Company Assincluding but not limited to review of communications re: H Churchwell, Springer documents, Courderay trustee sale; r and tickling of dates.	huston eata ta	1.25
SPC	Work on Golden State Mutual Life Insurance Company Ass including but not limited to communication and calendaring re: Coudray.	ignment of trustee sale	0.25
· For	professional services rendered	101,25	Amount \$21,626.00

#### Viviana Puebla

From:

Southwest Airlines [SouthwestAirlines@luv.southwest.com]

Sent:

Friday, May 28, 2010 10:35 AM

To:

Peter Kane

Subject:

Ticketless Confirmation - KANE/PETER C - Q6CQRI





To redeem, , enter KO24723 in the Corp/ID field,

Receipt and itinerary as of 05/28/10 12:35 PM



Confirmation Date: 05/28/10

Received: WN/PETER C KANE BY ICBM



Be prepared when you get therel Consult Travel Guide for relevant tips from real travelers.

Passengerinformation:

Passenger Name Account Numbers

KANE/PETER C

5282102982916

05/28/11

<sup>1</sup> All travel involving funds from this Confirmation Number must be completed by the expiration date.

#### Illinerativ.

Departy SAN-UOSE CA-IO BURBANK CA ((Travel time), ((Itis))

Date

**Flight** 

**Routing Details** 

Tue Jun 01

#0178

Depart SAN JOSE CA (SJC) at 8:35 AM

Arrive in BURBANK CA (BUR) at 9:35 AM

Return: BURBANK(CA IO SAN JOSE CA - (ITIAVALTIMO AVIIS BIMINS)):

Date

Fiight

**Routing Details** 

Wed Jun 02

#3677

Depart BURBANK CA (BUR) at 5:55 PM

Arrive in SAN JOSE CA (SJC) at 7:00 PM

Costand Payment Summary .....

\$271.64 Base Fare \$20.36 + Excise Taxes \$292,00

Advertised Fare \$7,40 + Segment Fee

\$9.00 + Passenger Facility Fee

+ Security Fee1 \$5.00

**Total Payment:** 

\$313.40

Security Fee is the governmentimposed September 11th Security Fee.

Current payment(s) 05/28/10 Ticket Exchange

# OMNI & HOTELS

OMNI LOS ANGELES HOTEL 251 SOUTH OLIVE STREET

- 1531

1531

LOS ANGELES

CA 90012

Tele-213-617-3300

Fax- 213-617-3399

OCCUPANCY TAX

MASTER CARD

Room Number: 1531

Daily Rate: 135

Room Type: KN

KANE, PETER Government 67 SELBY LN

06/01/10

06/02/10

No. of Guests: 1/0

Atherton	. 1	A 94027		MKT GROUP	ACCOUNT
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06/01/10	06/02/10		GOVT	GOVT	16900618148
DATE	ROOM N	O. DESCRIPTION	REFERENCE		AMOUNT
Lie 12			A STATE OF THE STA		
6/01/10	1531	PARKING	05-731	•	\$30.00
6/01/10	1531	ROOM CHARGE	#1531 KANE, PETER		\$135.00

**OCCUPANCY TAX** 

MASTER CARD

TOTAL DUE: \$0.00

\$19.01

(\$184.01)

#### RR 179236245 PETER KANE

VEHICLE: 01198/7880701 10NTWX LTC: CA 6LKJ981 FUEL: 8/8 OUT 8/8 IN COP: 77694 -USAA

RES: E75819765A5 / GOV1 / F COMPLETED BY: 2247 / CABUR11

RENTED: BURBANK AIRPORT 06/01/10 10:30 06/02/10 15:46 RENTAL: RETURN:

RATE CLASS: F PLAN IN: GOV1 PLAN OUT: GOV1

TR-X NILES 3225 MILES IN: MILES ALLOWED MILES OUT: 3178 HILES DRIVEN: 47 NILES CHARGED

DAYS 20\$ 50:00 / DAY SUBTOTAL CONCESSION FEE RECOVERY CA TOURISM ASSESSMENT LOW DECLINED DECLINED LIS PAI, PEC CUST- FAC CHG-DECLINED INCREASED VEH LIC RECOVERY FEE TS
TAX 9.750% ON 111.44
NET DUE PAID BY

100:00 100.00 11,10; 3.50 10.04. .34 . 10,86 135.80,

#01

HOW WAS YOUR EXPERIENCE? WE'D LIKE YOUR FEEDBACK.

- Call 1-800-278-1595, or Visit WWW.HERTZSURVEY.COM
- 01102 2) Enter Access Code:
- 23 Take Rriaf 4 Question Survey

THANK YOU FOR RENTING FROM HERTZ

JUNE 2. 2010 8:54 PA

SAN JOSE INTL AIRPORT 1701-AIRPORT-BLVD-SUITE-B1001 SAN JOSE. CA 55110 488-441-5570

COMP ID: ANSJ

TERH ID:AHSJ431763

CARD TYPE: HASTERCARD INTERIOR STATE OF THE PARTY OF ACCOUNT IN: YE TOTAL ANOUNT

60.08

APPROVAL CODE: 055115. / STAN: 034387

CUSTOMER COPY

, 19164818 HORED OIL 925 2417 N SAN FERNAND BURBANK , C · Co 916848989

95/92/2819 6:43:29 PH 5718

46/7P INVOICE 184222 AUTH 88-842338 REF 921 28-834 98DRGHH588R8 THANK AOD

PUMP#18 UNL PRICE/GAL 3.8330 \$ 2,959 FUEL TOTAL \$8,97

Total = \$8,97

CRIND Credit

\$8.97



## The Premium Experience

Famima!! California Plaza Store 350 S. Grand Ave, STE R2B Los Angeles, CA 90071 (213) 628-4000

HOSTS TWINKIES HOCOFFEECUPS3.60Z HOSTS CHOC CUPCAKES VITAMIN WATER ESSENT CRV NOTAX > 24 OZ	1,59 1,59 1,59 2,39 0,10
BALANCE DUE CASH	7.26 10.00
Total number of items sold	= 5
CHANGE	2.74

CASHIER NAME: Orly STORE:10015 REGISTER:003 CASHIER:0017 TICKET#:6033 1JUN2010 21:28:24

Thank you for shopping at Famina!! California Plaza Store

*****	******** <b>*</b>	*****	*****
*	Customer	Copy	4
*****	* <del>*</del> *******	*****	*****

The 29th Street Cafe 2827 South Hoover St: Los Angeles, CA, 90007 213-748-2929

Date: Time:

-.06/02/10

Server:

2:08 PM: 129. Allyssa

Order: 4,7 Description:

54952 **TAB # 6** 

Card Type: Card No: Appr Code:

Visa/HC

081448

Purchases:

51.97

Tip:

Total:

KANE/PETER

I agree to pay the above total amount according to the card issuer agreement.

6708230051 07:31

05289 01A1

9,0 **858888**8

#### Viviana Puebla

From:

Southwest Airlines [SouthwestAirlines@luv.southwest.com]

Sent:

Tuesday, June 08, 2010 10:11 AM

To:

Peter Kane

Subject:

Ticketless Confirmation - KANE/PETER C - QXB3S8



Receipt and itinerary as of 06/08/10 12:11 PM



Confirmation Date: 06/04/10

Received: WN/PETER C KANE BY ICBM



Be prepared when you get there! Consult Travel Guide for relevant tips from real travelers.

Passenger Information 🐇 🕾

Passenger Name

Account Number

Ticket#

Expiration'

KANE/PETER C

5262104919092

06/04/11

All travel involving funds from this Confirmation Number must be completed by the expiration date.

Itinerary and a second second

Depart: SAN JOSE CA to BURBANK CA (Travel Time: 1 hrs.)

Date

Flight

**Routing Details** 

Tue Jun 08

#1334

Depart SAN JOSE CA (SJC) at 1:00 PM

Arrive in BURBANK CA (BUR) at 2:00 PM

Return: BURBANK GA to SAN JOSE CA (Travel Time: 1 hrs 5 mins)

Date

**Flight** 

**Routing Details** 

Wed Jun 09

#3677

Depart BURBANK CA (BUR) at 5:55 PM

Arrive in SAN JOSE CA (SJC) at 7:00 PM

Cost and Rayment Summary

\$271.64 Base Fare \$20.36 + Excise Taxes

**Advertised Fare** 

\$292.00

+ Segment Fee

\$7.40

+ Passenger Facility Fee

\$9.00

+ Security Fee1 Total Payment: \$5.00

12: \$156.10 \$313.40

Security Fee is the government-Imposed September 11th Security Fee.

Current payment(s) 06/08/10 Ticket Exchange \$313.40

MNI LOS ANGELES HOTEL 51 SOUTH OLIVE STREET OS ANGELES CA 90012

ele- 213-617-3300

Fax- 213-617-3399

ANE, PETER

7 SELBY LN

3/08/10 06/09/10

therton

CA 94027

221

BAR4

BAR4

1746 <sub>.</sub> 249

DDNOC 1/0

16900619019

 #08/10
 1746
 PARKING

 #08/10
 1746
 ROOM CHARGE

 #08/10
 1746
 OCCUPANCY TAX

 #09/10
 1746
 MASTER CARD

08-222 #1746 KANE, PETER OCCUPANCY TAX MASTER CARD

3.3.

\$30.00 \$249.00 \$35.06 (\$314.06)

12:

\$ 157.03

TOTAL DUE:

\$0.00

SAH JOSE INTERNATIONAL AIRPORT PARKING RECEIPT \*\*\* Thank you \*\*\*

Entrance: 12:18 06/08/10 Lane # 51 : 21:00 05/09/10 Lane # 58 Length of stay: 1 d. 08 h. 42 mn. License plate : CA 68MN668 Cashier: 050 Shift: 0175 SEQ# 46636

Amount paid \$ 57.00, Check /2:\$28.50 ORLD OIL 028 417 H SAN FERNAND URBANK 15840000 , C , 18184818

6/89/2018 6:81:86 PH 1347

7/01/CE 104851 . NVOICE 104851 . VIH 68-840866 REF 921 85-031 GJRCHG858R8 GJRCHG858R8

UHP# 1º IL" KICE/GAL VEL TOTAL

Total = \$31.89

RIND Credit

\$31.89 /2= \$15.95

C4. Magar MATES ualis" MACE! [[Alit] CHITTS\* COUR! Œ3° 888 8 4 6 48 THANK YOU FOR RENTING FROM HERTZ RATE CLASS: RES: E7654663566 /GOV1 / F COMPLETED BY: 9122 /CABUR11 Enter Access RR 183120943 HOLLYWOOD-BURBANK AP Call Visit ր 8 **8** 60 (B) (H ⊢ DAYS
EX HOURS
SUBTOTAL
CONCESSION
CA TOURISM PETER ନ R PLAN IN: PLAN OUT: RENTED: RENTAL: RETURN:

MCS BURBANK LLC BOB HOPE AIRPORT 2627 Hollywood Way Burbank, CA 91505 (818) 972-1331

Server: LORNA Fast Close/1 Guests: 0	06/09/2010 7:17 PM #70494	
Fruit Salad	4.79	
Suhtotal Tax	4.79 0.47	,26
Total ·	5.26	
Balance Due	5.26	

HAVE A NICE FLIGHT, (COME AGAIN) THANK YOU



\*\*\*\*\*\*\*\*\*\*\* Customer Copy \*\*\*\*\*\*\*\*\*\*\*

> The 29th Street Cafe 2827 South Hoover St. Los Angeles, CA, 90007 213-746-2929

Date: Time: Server: 06/09/10 2:21 PM

Order:

129. Allyssa 55424

Description:

Table N 1

Card Type: Card No: Appr Code:

Visa/MC

043918

Purchases:

38.91

Tip:

Total:

I agree to pay the above total amount according to the card issuer agreement.

2403

#### KANE CORPORATION

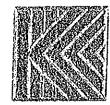
August 16, 2010

Golden State Mutual Life Insurance Company, in Conservation 1999 West Adams Boulevard Los Angeles, CA 90018

Attn: Joe Holloway

On-Site Supervisor for the Conservator





For professional services re: Real Estate Related Services Associated with the Golden State Mutual Life Insurance Company, in Conservation July 1, 2010 through July 31, 2010:

		0 4 4 A 0 77 77 07 29 07 20 07
45.75	hours @ \$250.00 (Principal - PRI)	\$11,437.50
12.00	hours @ \$149.00 (Sr. Project Coordinator - SPC)	\$1,788,00
		\$13,225.50

Fast Signs - Dallas, TX (For Sale by Owner Sign & Installation)

\$129.85

Additional charges and out-of-pocket expenses: (breakdown attached):

\$483,25

TOTAL AMOUNT DUE:

\$13,838.60

NED DISPOSITION
WINSTEN-SALEN
DISTURT OFFICE
TENANT ISSUES

LOUGON PED (NOW SIGNATE)

SLO NED F/C TRANSITION Prof.

I HAVE REVIEWED THE BUL FOR ACCURACY B THE WORK REFLECTS THE AMERICAN PAPERT OF THE BULL HAVE

🗐 67 SELBY LANE, SUITE 100, ATHERTON, CALIFORNIA 94027-3926 (650) 369-9100 FAX (650) 369-9106

August 16, 2010

Golden State Mutual Life Insurance Company, in Conservation 1999 West Adams Boulevard Los Angeles, CA 90018 Attn: Joe Holloway, On-Site Supervisor

#### **Professional Services**

	•	Hours
7/2/2010 SPC	Work on Golden State Mutual Life insurance Company Assignment including but not limited to review of termination notice sent by G.Womack re: Houston transaction; confirmation of amount placed in escrow; review of listing agreement; call to client; discussions with Peter re: response to client inquiry.	1.75
PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of Commercial Confract Termination Notice sent by client; edits to Termination Notice; forward to client; review of 4801 Almeda Road, Houston, TX Purchase and Sales Agreement and Amendments; discussions with Michelle re: same; telephone conversation with client.	3,50
7/6/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to several communications with client re: 4801 Almeda Road, Houston, TX - communications to Gerald Womack re: counter offer; response to client re: edits to communication to Womack; review of communications from client to Womack re: same with Commercial Contract Termination Notice.	2.00
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of draft communications to client retermination notice and counter to AK Capital; discussion with Peter resame.	0.50
7/7/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to communications from client re: conversation with Gerald Womak.	0.25
7/8/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from Womack Development staff to client with signed Commercial Contract Termination	2.75

August 16, 2010 Golden State Mult	ual Life Insurance Company, in Conservation	Hours
	Notice and Earnest Money contract attached; forward to David Wilson to sign; review of fully executed documents sent to client; telephone conversation with clients re: pricing of 4801 Almeda Rd; review of communications from client re: buyer firm at \$575K; review of draft email to Broker from client.	
7/8/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to review of communications re: Houston - termination notice to Strode Churchwell, 2nd offer to be submitted; discussion with client re: response to G.Womack re: Letter Of Intent.	0.75
7/9/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client to Womack re: 4801 Almeda.	0.25
PRI	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to review of communications sent by client to Broker, Gerald Womack re: Houston property.	0.50
7/12/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of several communications from clients re: AK Capital (Buyer) offer at \$585K, request for asbestos report.	0.50
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client re: AK Capital offer.	0.25
7/13/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to communications from client re: Loopnet inquiries; review of response/Loopnet report sent to client from Michelle.	0.75
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to research and response to client re: loopnet leads inquiry.	0.50
7/14/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to communications from Gerald Womack to client re: 4801 Almeda Road, Houston, TX - property showing today; review of several communications from clients re: 825 Capitolio Way, San Luis Obispo - Coudray loan; review of communications to client re: AK Capital,	1,75

August 16, 2010 Golden State Mutu	al Life Insurance Company, in Conservation	Hours .
	LLC / members.	
7/14/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications re: showing of Houston property by Gerard Womack; discussion with Peter re: same.	0.50
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to communication from client re: Coudray update - Borrower may file Bankrutpcy; research and response to client's inquiry re: AK Capital.	2.25
7/19/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with client; discussion with staff re; signage of 4801 Almeda Road, Houston, TX; sending of communications with client re; 4801 Almeda Road, Houston, TX - sign Installation this week; discussion with client re; Courdray foreclosure and next steps.	2.00
7/20/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications re: sign for Houston property; call to Fastsigns re: status of sign placement; review of communications re: foreclosure - Coudray; discussion with Peter re: same.	0.50
7/21/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to communications from client re: his conversation with Walter Brown re: closure plan for district offices; discussion with Michelle re: her conversation with client re: valuation/disposition reports and status of new REO - San Luis Obispo; review of communications from client re: same.	· 2.00
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to communications to and from client re; sign installation at Houston property; review and telephone conversation with client re; REO disposition plan.	0.75
7/22/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of response from Keith Murray to client re: 825 Capitolio Way, San Luis Obispo - will arrange to get keys; communications with Keith - Coudray will mall keys / needs one week to vacate; coordination with Keith to re-key, sign, and take pictures of	5.00

0.25

August	16,	2010					

Golden State Mu	tual Life Insurance Company, in Conservation	Hours
	property; review of communications from staff re: 4801 Almeda sign placement / banner quote; receipt and review of Trustee's Deed Upon Sale sent by client; telephone conversation with Mark Coudray re: meeting tomorrow [7/23] at property; sending of communications re: same; forward to client; response from client; communications from client to Womack remove signage on 4801 Almeda Road, Houston, TX / defer interested party(ies) to Kane; forward email from FastSigns re: banner on building removed.	
7/23/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to visit to REO property 825 Capitolio Way, San Luls Obispo, CA - meeting with Mark Coudray; inspection of and taking pictures of property; re-keying of property; work on 7 day Lease Agreement; discussion with interested party(ies); telephone conversation with client re: same; review of communications from clients; sending of communications and pictures to clients re: property visit; review of communications from Coudray to interested party(ies) Steve McCarty; sending of communications to McCarty re: contact information.	10.00
7/26/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to calls with Interested party(ies) re: Houston; sending of information; preparation of commercial short term lease for San Luis Obispo property; discussion with Michelle re: site visit; communications with Interested party(ies) re: San Luis Obispo.	4.50
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications and discussion with Peter re: turnover of San Luis Obispo property; marketing of property; review of short term lease.	1.50
7/27/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to communications from client re: receipt of San Luis Obispo property keys; communications to interested party(ies) Phan re: Houston; telephone conversation with interested party(ies) Tim Barnes re: San Luis Obispo; sending of communications re: same; several telephone conversations with interested party(ies) re: Houston and San Luis Obispo properties.	3.00
		•

SPC Work on Golden State Mutual Life Insurance Company Assignment including but not limited to discussion with Peter re: his call with Tim Barnes re: San Luis Obispo property and Impending offer.

August 16, 2010 Golden State Mut	tual Life Insurance Company, in Conservation	Hours
7/28/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to to calls with interested party(les) re: San Luis Obispo property; review of offers and Letter Of Intent; forward to client; several discussions with client re: same; discussions with Michelle re: same; telephone conversation with Interested party(les) Clarence re: Houston.	3.50
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from interested party(ies) re: Houston property; addition of information to database; telephone conversation with client re; San Luis Obisp property - offers received.	1.00
7/29/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to discussions with interested party(les) re: Houston and San Luis Obispo properties; review and responding to communications from brokers re: offers for property; discussions with client re: same.	3.00
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from interested party(ies) Matt Quaglino; addition to interested party(ies) list; discussion with client re: next steps (call with Murray Brown of IA); discussion with Peter.	1.00
7/30/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to call to interested party(ies) Pastor Zachary Glover re: 4801 Almeda Road, Houston, TX; telephone conversation with interested party(ies) re: 825 Capitolio Way, San Luis Obispo, CA; sending of communications re: same.	0.75
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client to Murray Brown re: San Luis Obispo property - expressions of purchase interest.	0.25
		Amount

For professional services rendered

57.75

\$13,225.50

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#### FASTSIGNS. NWDTNWOO

Invoid

Page 1 of 1 P 15340

Fastsigns Downtown

813 Dallas

Houston, TX 77002

Phone 713.228.7446

713.228,3922 Fax.

Email: 318@fastsigns.com

Customer:

Kane Corporation

Contact: Description:

Viviana Puebla ALUM signs for building

Sales Person:

Clerk:

Navana Parikh

ph:

(650) 369-9100

Email: vp@kanecorp.com

	2111						
ſ	Product	Qty	Sides	НхW	Unit Cost	item Total	
1	Aluminum .040	1	1	24 x 36	- \$96.26	\$96.26	
	Color: one color text on White				•		
	Description: Aluminum .040.						
	Text: For Sale By Owner						
	Golden State Mutual Life Insurance Company, In Conservation						
	Please Call 7	* *					
2	24x36FRAME	1	1	0 x 0	\$30.00	\$30.00	
	Color: None on BLACK						

Payments Received (thank you)

Description: 24"x36" Angle Iron Frame

Payment Method <u>Amount</u> **MasterCard** 

Tracking Number

7/20/2010 8:32:21AM Total Payments:

\$129.85 \$129.85

Other Payments: Form of Payment / Amount / Initials Shipping Notes:

Ordered: 7/15/2010 12:49:04PM Due: 7/17/2010 4:30:00PM 7/21/2010 11:49:08AM 7/21/2010 11:04:09AM ., Printed: Picked Up:

Line Item Total: \$126.26 Discount: \$6.31 Subtotal: \$119,95 Taxes: \$9.90 Total: \$129,85 **Total Payments:** \$129.85 Balance Due: \$0.00

Notes:

ATTN: Viviana Puebla Kane Corporation 67 Selby Lane Ste 100 Atherton, CA 94027

Payment in full is due upon placing order CUSTOM SIGNS ARE NON-REFUNDABLE

Received/Accepted By:



## PACIFIC LOCKSMITHS.COM

(806) 772-6692 (806) 644-658 Licensearco 2391 & 8076 REMIT TATMENTS TO: 332 MORRO BAY BLVD. MORRO BAY, CA 93442

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BIGNATURE DATE	SUBTOTAL	1/3
ADDRESS	TAX	1 31
YEAR IMAKE LIGENSE/SERIAL NUMBER	TOTAL	17631
YEAR MANA	MAN	ODDET

B PRODUCT 619 .

21214

WORK ORDER INVOICE



#### **Quality Suites (CA702)**

1631 Monterey St. San Luis Obispo, CA 93401 (805) 541-5001

gnewland@qualitysullesslo.com

Kane, Peter

67 Selby Lane #100 Atherton, CA 94027

Account: 157979741

Date: 7/23/10

Room: 255

LSCR

Arrival Date: 7/22/10

Departure Dale: 7/23/10

Check In Time: 7/22/10 10:57 PM

Check Out Time: 7/23/10 7:08 AM

Rewards Program ID:

You were checked out by: You were checked in by:

vvicto.ca702 arodge.ca702

0.00 Total Balance Due:

Post Date Description Comment	mount
	130.00
7/22/10 State Tax	13.00
7/22/10 Other Tex	2.60
7/23/10 Mester Card (14	45.60)

#### Folio Summary 7/22/10 - 7/23/10

Room Charge

State Tax

Other Tax

Master Card

130.00

13.00 2.60

(145.60)

Balance Due:

0.00

This rate is eligible for partner rewards. If this rate is changed, you may no longer be entitled to partner rewards.

If payment by credit cord, I agree to pay the above total charge emotini according to the card Issuer agreement,

ONK STOP #0069 OSO MENLO PARK CA

31.07

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#### KANE CORPORATION

August 16, 2010

570209

Golden State Mutual Life Insurance Company, in Conservation 1999 West Adams Boulevard Los Angeles, CA 90018

Attn: Joe Holloway

On-Site Supervisor for the Conservator





For professional services re: Real Estate Related Services Associated with the Golden State Mutual Life Insurance Company, in Conservation July 1, 2010 through July 31, 2010:

45.75	hours @ \$250.00 (Principal - PRI)	\$11,437.50
12.00	hours @ \$149.00 (Sr. Project Coordinator - SF	PC). \$1,788.00
	•	\$13,225.50

Fast Signs - Dallas, TX (For Sale by Owner Sign & Installation)

\$129.85

Additional charges and out-of-pocket expenses: (breakdown attached):

\$483,25

TOTAL AMOUNT DUE:

\$13,838.60

HEL DISPOSITION

WINSON-SALEM DISTRICT OFFICE TENANT ISSUES

· HOUSTON PLED (NEW SIGNATE)

SLO NED F/c Transition Prof.

Jee Hollowy 8-30-10

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M 67 SELBY LANE, SUITE 100, ATHERTON, CALIFORNIA 94027-3926 (650) 369-9100 FAX (650) 369-9106

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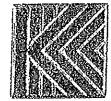
# KANE CORPORATION

September 17, 2010

Golden State Mutual Life Insurance Company, in Conservation 1999 West Adams Boulevard Los Angeles, CA 90018

Attn: Joe Holloway

On-Site Supervisor for the Conservator



For professional services re: Real Estate Related Services Associated with the Golden State Mutual Life Insurance Company, in Conservation August 1, 2010 through August 31, 2010:

69.75	hours @ \$250.00 (Principal - PRI)	\$17,437.50
31.75	hours @ \$149.00 (Sr. Project Coordinator - SPC)	\$4,730.75
		\$22,168.25

Additional charges and out-of-pocket expenses: (breakdown attached):

\$936.10

TOTAL AMOUNT DUE:

\$23,104.35

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BUL FOR ACCURACY AND RECORDUREND

VISIT PORT FOR DISTURTS.

Broker CAUS PREPARE FOR DISTURCE TOWN.

WORK ON TAKING POTSESSION & PRESALE SLOPED (ASSET HUNDED)

CONTINUED WORK ON DISPOSITION PLAN. SUMMY DISTRICT CLOSUME PLAN.

例 67 SELBY LANE, SUITE 100, ATHERTON, CALIFORNIA 94027-3926 (650) 369-9100 FAX (650) 369-9106

# KANE CORPORATION

BREAKDOWN OF AIR AND TRAVEL EXPENSES FOR SERVICES RENDERED GOLDEN STATE MUTUAL LIFE INSURANCE COMPANY, IN CONSERVATION AUGUST 1, 2010 THROUGH AUGUST 31, 2010

## PRINCIPAL

		/				
F-74-44	AIR	HOTE	CAR	FOOD	PARKING	GAS MISCY
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AUGUST 18 - 20, 2010	313.40	311.28	101,07	01.04		11.70 4
TOTALS	313.40	311.28	151.04	61.62	87.00	11.76
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TOTAL AMOUNT: \$936,10

September 17, 2010

Golden State Mutual Life Insurance Company, in Conservation 1999 West Adams Boulevard Los Angeles, CA 90018 Attn: Joe Holloway, On-Site Supervisor

## **Professional Services**

7101	ossional del vides	
		Hours
8/2/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of several communications from client re: 4801 Almeda Road listing/pricing/counter; review of MJ response to client; discussion with Michelle re: same; review of Letter Of Intent from Womack; telephone conversation with Interested party(ies) Harold Hanes re: Houston; telephone conversation with interested party(ies) Mare re: Houston; research of proposed Buyer Kidney Associates; review of counter.	4.00
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with interested party(les) and emailing of information to same (H.Hains); review of Letter Of Intent received from Kidney Associations; research re: same; preparation of proposed response to Buyer; discussions with client; discussions with Peter; review of other communications and documents re: same.  HOUSTON	3.75
8/3/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client re; communications from Womack re; counter offer; communications with interested party(les) Talbert Davis.re; Houston; review of interested party(ies) inquiry - Wade. HOUSTON	1.25
SPC	Work on Old Standard Life Insurance Company Assignment including but not limited to discussion with client re; response to offer from G.Womack; discussion with Peter re: same; review of communications from broker. HOUSTON	0.50
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to research and review of GSM art collection for sale; discussion with Peter re: possible interested party(ies). MISC	0.25

September 17, 20	10	
Golden State Mult	ual Life Insurance Company, in Conservation	<u> Hours</u>
8/3/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of information for sending to additional interested party(les) (T. Davis, G Wade); addition of information to database.  HOUSTON	0.50
8/4/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to call to interested party(ies) Matt Quiglino; telephone conversation with client re: 825 Capitolio Way, San Luis Obispo re: status on offers; communications to Mark Coudray re: status of clean-up; SAN LUIS OBISPO	4.00
· SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from Borrower and client; discussion with Peter re; cleaning up of property.  SAN LUIS OBISPO	0.25
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to discussion with client re: district office closure plans; discussion with Peter re: same.  MISC	0.50
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to discussion with Peter re: his call with interested party(ies) Yvonne Bonner; coordination and showing of her client the property; review of communications to and from client re: same. HOUSTON	0.75
8/5/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment review of communications to Medora Chetlin from counsel re: interested party(ies) Yvonne Bonner/ separation from formal relationship with Gerald Wornack; telephone conversation with interested party(ies) Yvonne Bonner - Inquiry re: elevator in building; sending of communications to Medora re: coordinating property showing; communications to interested party(ies) - no elevator; telephone conversation with interested party(ies) Douglas Wright re: 4801 Almeda Road; response from client re: discussion with Medora. HOUSTON	3.25
8/9/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to communications with GSM re: 4801 Almeda Road property showing today.  HOUSTON	1.75
PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client re: Capitolio purchase interest; review of communications from client re:	1.00

	eptember 17, 20 iolden State Mut	10 ual Life Insurance Company, in Conservation	Hours
		photos from Coudray. SAN LUIS OBISPO	
*** **	8/9/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from Mark Coudray re; status of cleanup; review of communications re; request to prepare Purchase and Sales Agreement for current interested party(les) (H.Lashlee); discussions with Peter and client re; same. SAN LUIS OBISPO	1.25
	SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client re; showing of property, determination of local contact, determination of who has keys; review of emails from interested party(ies) and addition of contact information to database; coordination of showing of property including but not limited to telephone conversation with Medora re: local contact; telephone conversation with Larry King; telephone conversation with Yvonne Bonner re: confirmation.	0.75
	SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to work with Peter to develop disposition plan and district office closure plan; several telephone conversations with client resame; preparation of summary report.	2.75
		MISC	
	SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversations with client re: preparation of Purchase and Sales Agreement. SAN LUIS OBISPO	0.50
	PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to call to client re; district office closure plan; discussion with Michelle re; samé.  MISC	0.75
	SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to work with Michelle to develop disposition plan and district office closure plan; several telephone conversations with client; review and revisions of summary report.  MISC	2.00
8,		Work on Golden State Mutual Life Insurance Company Assignment including but not limited call to Mark Coudray re: 825 Capitolio; call to interested party(ies) Matt Quaglino; call to Broker Tim Barnes re: interested party(ies) Hal Lashiee offer; preparation on counter for Houston property; communications from Mark Coudray; review, save and resizing of photos from Coudray; response to Coudray; forward photos to	7.50

September 17, 201 Golden State Mutu	0 al Life Insurance Company, in Conservation	Hours
	client; communications to client re: reimbursement of dump fee to Coudray; draft of Purchase and Sales Agreement for 825 Capitolio Way. SAN LUIS OBISPO	
8/10/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to assist and review of Purchase and Sales Agreement; discussions with Peter re: same. SAN LUIS OBISPO	1.25
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to sending of information to interested party(les) re: property.  HOUSTON	0.25
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review and discussion with Peter re: pictures from Borrower confirming clean up of property. SAN LUIS OBISPO	0.25
8/11/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to several communications from client re: San Luis Obispo - commision, property ready for showing, relmburse Coudray; research of property management companies for San Luis Obispo; call to Coudray; several communications to client re: same; review of communications from client to Murray re: San Luis Obispo interested party(les) Tim Barnes.  SAN LUIS OBISPO	2.75
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to work with Peter re: disposition strategy and office closure reports; research re: local brokers and janitorial vendors; communications and several telephone conversations with client re; same; revisions as requested by client.	3.25
	MISC	
PRI	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to work with Michelle re: disposition strategy and office closure reports; research re: local brokers and janitorial vendors; communications and several telephone conversations with client re: same; revisions as requested by client.  MISC	3.00
8/12/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client to Womack re: Kidney Associates, PLLC counter offer. HOUSTON	1.75

September 17, 201	10	
	ual Life Insurance Company, in Conservation -	Hours
8/12/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of client's response to Kidney Associates counter offer; discussion with Peter re; same; review of counter offer. HOUSTON	0.50
SPC Miles	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of District Office Closure & Disposition Recommendations prepared by client; suggested revisions thereto; several telephone conversations with Peter and client re: same.	2.75
	MISC	
PRI :	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to work on District office closure plan and asset disposition strategy.  MISC	1.75
8/13/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to several communications with client re: SLO property. SAN LUIS OBISPO	1.00
PRI	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to telephone conversation with interested party(ies) Kevin Riles re: Houston; sending of information to Riles; edit LoopNet listing price.  MISC	0.75
8/14/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review and discussion with client re: disposition strategy and district office closure plans; discussion with Peter re: same and alternatives (Bulk Portfolio Sale, FSB Owner, Separate Listings, Portfolio Auction); telephone conversations with Peter re: same. MISC	1.25
	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review and discussion with client re: disposition strategy and district office closure plans; discussion with Michelle re: same and alternatives (Bulk Portfolio Sale, FSB Owner, Separate Listings, Portfolio Auction).  MISC	1.25
	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to work on Purchase and Sales Agreement; forward to Broker Tim Barnes, SAN LUIS OBISPO	1.25

0.75

Work on Golden State Mutual Life Insurance Company Assignment

including but not limited to review of communications from broker (Matt Quaglino) recommending interested party(les) (Maino Family); review of communications from Tim Barnes re; sales transaction; discussion with

September 17,		
Golden State N	utual Life Insurance Company, in Conservation	<u> Hours</u>
	Peter re: same. SAN LUIS OBISPO	
8/18/2010 P	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to on site at Headquarters in LA; communications with client re: Purchase and Sales Agreement execution coordination; telephone conversation with client re: same; communications from Gerald Womack re: Churchwell financing; draft of response to Gerald; forward to client; sending of information to interested party(ies) John re: Houston property.  HOUSTON	5.75
SF	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to coordination of getting Purchase and Sales Agreement signed by both parties; research and sending of title company contact information to Peter. SAN LUIS OBISPO	0.50
SF	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from G.Womack restatus of Churchwell financing; email to John Coscia, interested party(ies) of information.  HOUSTON	0.25
8/19/2010 PR	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to on site at Headquarters; review of edited Asset Disposition List sent by Michelle; discussion with Michelle re: same; meetings with client; review of REO files.  MISC	8.00
SP <sup>i</sup>	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to coordination of signing of Purchase and Sales Agreement by Buyer.  SAN LUIS OBISPO	0.25
SPO	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to preparation and revisions to disposition strategy report - target values; discussions with Peter re: same. MISC	1.50
8/20/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to on site at Headquarters; telephone conversation with interested party(ies) Marcus-Davis re: Houston property; sending of Information to interested party(ies); communications with interested party(ies) Richard Chen re: Houston.  HOUSTON	1.75

September 17, 20 Golden State Mut	10 ual Life Insurance Company, in Conservation	Hours
8/20/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to call from interested party(les) Yvonne re: 4801 Almeda Road, Houston, TX; sending of communications re: same to interested party(les); forward to client; response from client - District office closure 10/1; communications from client inquiring if Womack has a key to 4801 Almeda Road; response to client.	. 1.00
∯ PRI : !	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to receipt and review of Purchase and Sales Agreement from Interested party(les) Hal Lashlee; telephone conversation with Tim Barnes re: Purchase and Sales Agreement receipt. SAN LUIS OBISPO	1.00
. SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to addition of contact information to database re: interested party(ies); communications from G. Womack re: Churchwell financing status.  HOUSTON	0.50
SPC	Work on Golden State Mulual Life Insurance Company Assignment including but not limited to email to client re: receipt of Purchase and Sales Agreement executed by Buyer.  SAN LUIS OBISPO	0.25
8/23/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with interested party(les) Dr. Whitmire; meeting with client re: signing of Purchase and Sales Agreement re: San Luis Obispo property; preparation of communications re: same, forward to Tim Barnes; telephone conversation with Beth Bevan of Fidelity National Title Company. SAN LUIS OBISPO	3.00
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to addition of Ro Whitmore, interested party(ies) to database. HOUSTON	0.25
SPC	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to telephone conversation with Beth Bevans reconfirmation of opening of escrow and deposits made by Buyer and timelines.  SAN LUIS OBISPO	0.50
8/25/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to calls with interested party(les) and sending of information. HOUSTON	0.25

September 17, 20 Golden State Mut	tual Life Insurance Company, in Conservation		Hours
8/25/2010 SPC	Work on Golden State Mutual Life Insurance Company Assincluding but not limited to telephone conversation with Tin Jennifer re: opening of escrow, ordering of preliminary title communications to title company re: same.  SAN LUIS OBISPO	n Barnes and	0.50
#8/26/2010 PRI	Work on Golden State Mutual Life Insurance Company Ass including but not limited to review of communications from It client re: San Luis Obispo - \$25,000 deposited 8/23 by Hal receipt and review of important dates sent by Beth Bevan o National Title Company. SAN LUIS OBISPO	Vichelle to Lashlee;	. 0.25
. 8/27/2010 PRI	Work on Golden State Mutual Life Insurance Company Assincluding but not limited to telephone conversation with interparty(ies) Mrs. Johnson re: Houston; sending of information HOUSTON	rested	0,50
8/30/2010 PRI	Work on Golden State Mutual Life Insurance Company Assi including but not limited to telephone conversation with Jenr Properties re: San Luis Obispo; receipt and review of Natura Disclosure Report and Preliminary Report from Beth Bevan National Title Company; communications from client; sendir communications to Keith of GSM; receipt and review of Trus upon Sale for San Luis Obispo; forward to Title Company. SAN LUIS OBISPO	nifer of Apex al Hazard of Fidelity ng of	2.00
SPC	Work on Golden State Mutual Life Insurance Company Assi including but not limited to telephone conversation with Jenurequest to turn on utilities at property for Buyer's inspections conversation with client re: request for TSG; discussion with same; review of PTR and disclosure reports. SAN LUIS OBISPO	nifer re: ; telephone	1.75
			Amount
For	professional services rendered	101.50	\$22,168.25

# Viviana Puebla

From:

Southwest Airlines [SouthwestAirlines@luv.southwest.com]

Sent:

Tuesday, August 17, 2010 6:08 PM

To: Subject: Peter Kane Ticketless Confirmation - KANE/PETER C - DIXIQL



Confirmation Date: 08/17/10

Confirmation Number:

DIXIQL

## Passenger Information

Passanger(s)

Account Number Ticket#

5262119727290

Expiration<sup>1</sup>

KANE/PETER C

08/17/11

All travel involving funds from this Confirmation Number must be completed by the expiration date.

## Hinerary

nepart: SANJOSE CA to BURBANK CA

Flight Flight Information

Wed Aug 18 0295

Depart SAN JOSE CA (SJC) at 6:30 AM Arrive in BURBANK CA (BUR) at 7:30 AM

Return: BURBANK CALLO SAN JOSE CA ( Travel Time: 1 Ins

Filght Flight Information

Thu Aug 19 3492

Depart BURBANK CA (BUR) at 5:30 PM Arrive in SAN JOSE CA (SJC) at 6:35 PM

# Cost and Payment Summary

\$271.62 Base Fare \$20.38 + Excise Taxes \$292.00 **Advertised Fare** + Segment Fee \$7,40

\$9.00 + Passenger Facility Charge + Security Fee<sup>2</sup> \$5.00

**Total Payment** 

\$313.40

Current payment(s)

\$313.40

<sup>2</sup> Security Fee is the government-Imposed September 11th Security Fee.

# Fare Rule(s)

Travel Tips



Where to Stay



Drowse All Hotels



Travel Guide

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Learn More.

# Viviana Puebla

From:

Southwest Airlines [SouthwestAirlines@luv.southwest.com]

Sent:

Thursday, August 19, 2010 9:31 AM

To: Subject:

Peter Kane Ticketless Confirmation - KANE/PETER C - DIXIQL



KANE/PETER C

Confirmation Date: 08/17/10

Confirmation Number:

DIXIQL

# Passenger Information

passenger(s)

Account Number

Ticket#

Expiration<sup>1</sup>

KANE/PETER C

5262120068928

08/17/11

All travel involving funds from this Confirmation Number must be completed by the expiration date.

# **llinerary**

Flight Flight Information

Fri Aug 20 0768 Depart BURBANK CA (BUR) at 4:15 PM Arrive in SAN JOSE CA (SJC) at 5:15 PM

# Cost and Payment Summary

Total Dayment	\$156.70
+ Security Fee <sup>2</sup>	\$2,50
+ Passenger Facility Charge	\$4,50
+ Seament Fee	\$3.70
Advertised Fare	\$146.00
+ Excise Taxes	\$10,18
Base Fare	\$135.82

Current payment(s) 08/19/10 Ticket Exchange \$156.70

<sup>2</sup> Security Fee is the government-imposed September 11th Security Fee.

# Fare Rule(s)

Total Payment

Valid only on Southwest Airlines. All travel involving funds from this Confirmation Number must be completed by the expiration date. Effective January 28, 2011, unused travel funds may only be applied toward the purchase of future travel for the individual named on the ticket. Any change to this itinerary may result in a fare increase.

# Important Checkin Requirement

Travel Tips



Browse All Cars

Where to Stay



Drowse All Hotels

What To Do



Travel Guido

Weekly E-mall Constitution of

MEVER MISS ANOTHER DEAL WITH

CLICK 'H SAVE

Slan Up Now



Learn Morg



Peter Kane

819 S Flower St Los Angeles, CA 90017 P: 213.623.9904 F: 213.614.8010

Statement Date 08/20/10

**Arrival Date** 

11:20:50AM

Departure Date

08/18/10

Account#

08/20/10

125409

··Room# ·

414

•			$\vec{B}_i$	
DATE	DESCRIPTION		CHARGES	CREDITS
08/18/10	3rd Party MerchantsRoom # 414		<sup>7</sup> \$126.00	
08/18/10	Room Tax-Room # 414		\$17.64	
08/18/10	Service ChargeAdd-On		\$12.00	
08/19/10	3rd Party MerchantsRoom # 414		\$126,00	
08/19/10	Room TaxRoom # 414	•	\$17.64	
08/19/10	Service ChargeAdd-On		\$12.00	
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I agree that my liability for this bill is not waived and agree to be held personally liable in the event that the indicated person, company or association fails to pay for any part or the full amount of these charges.

Ellalanca 🕾

\$0.00

SIGNATURE	

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THE HERTZ CORPORATION

Phones

800-654-4173

Fax: Heb;

www.hertz.com

Direct All Inquiries To: THE HERTE CORPORATION

PO BOX 26120

OKLAHONA CITY, OK 73126-0120

REPRINT

Rental Agreement No: 541264345 Invoice Date: Document:

08/20/2010 990001231134

Renter: Account No.: CDP No.:

COP Name:

PETER KANE

77694 USAA

PETER KANK KANE CORPORATION 67 SELBY IN STE 100 ATHERTON, CA 94027-3926

RENTAL REFERENCE

Rental Agreement No: 541264345

Reservation ID:

E83919243A1

MISCELLANEOUS INFORMATION

CC AUTH: 010128 DATE: 2010/08/20 AMT: CC AUTH: 024958 DATE: 2010/08/18 AMT: 70.00 291,00

RENTAL DETAILS

Rate Plan: Rented On:

OUT: CRL IN: CRL

08/18/2010 09:00 LOC# 110211

BURBANK, CA 08/20/2010 11:59 LOC# 110211 Returned On:

BURBANK, CA

SIR TOWNCAR 6KKN019 Car Description:

5860770 Yeh. No.:

In: 12,618 MILENGE CAR CLASS Charged: F Out: 12,555 Rented: I Driven: Reserved: F

RENTAL CHARGES 112.00 \$6.00 DAYS 112.00 SUBTOTAL

12.43 CONCESSION FEE RECOVERY 3,92 CA TOURISM FEE 0.51 VEHICLE LICENSE FEE 10,00 CUSTOMER FACILITY CHARGE 9.758 12.18 TAX

AMOUNT DUE

151.04 USD

THANK YOU FOR RENTING FROM HERTS

ALL CHARGES HAVE BEEN BILLED TO YOUR ACCOUNT.

Direct All Inquiries To: THE HERTZ CORPORATION PO BOX 26120 OKLAHOMA CITY, OK 73126-0120 UNITED STATES

Phone:

800-654-4173

Fax:

Reb:

www.hertz.com

AMOUNT BILLED TO ACCOUNT:

151,04 USD



08/19,'10 .00:04 Server 69/ Receirt 67/1801 rarkins tkt

833 S. Flower

\$11.00 \$11.00 Payment Received

\$11.00 Sub Total Dally Bate-Receir

828782

Ì 1

Purchases:

26.34

ij,

Card Type: Card No: Appr Code:

Time: Server: Order: Description:

08/19/10 2:53 PK 121. Polo

Table M

The 29th Street Cafe
27 South Hoover St.
27 Sangeles, CA, 90007
213-746-2929

\* Customer Copy

I agree to pay the above total amount according to the card issuer agreement.

KANE/PETER

:1,

DRLD OIL 825 117 N SAM FERNAND CB 15048888 CB 11;54:51 AM 1788 9/28/2818 11;54:51 AM 1788 9/28/2818 1154:51 AM 1788 178 80-94888 REF 921 88-821 1878 900 18787 1 10741 Total =	•	14 14 10 10 10	11:00	tkt	411 800	#11.88	\$11.00		- Date - CD: - 411.22	ે	:
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S. Flower

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CHK 4999 AUG20'10 2:13PM

1 CMB TERI CHIX R FRIES SODA FTN 21

SUBTOTAL 8.49 0.79 9.28 TAX AMOUNT MSTRCARD A1

# KANE CORPORATION

October 27, 2010

Golden State Mutual Life Insurance Company, in Conservation 1999 West Adams Boulevard Los Angeles, CA 90018 Attn: Joe Holloway

On-Site Supervisor for the Conservator



For professional services re: Real Estate Related Services Associated with the Golden State Mutual Life Insurance Company, in Conservation September 1, 2010 through September 30, 2010:

81.75	hours @ \$250,00 (Principal - PRI)	\$20,437.50
34.25	hours @ \$149.00 (Sr. Project Coordinator - SPC)	\$5,103.25
U		\$25,540.75

Additional charges and out-of-pocket expenses: (breakdown attached):

\$4,414.84

TOTAL AMOUNT DUE:

\$29,955.59

Broker / Listing meetings + planing Torre of Atter w/ Medura 116 total hous. Set-up regulary.

OK to Pay, Joefollowy I HAVE REVIEWED

THE BILL FOR ACCUMENT

AND RECOMMEND

APPENDED FOR PAYMENT

例 67 SELBY LANE, SUITE 100, ATHERTON, CALIFORNIA 94027-3926 (650) 369-9100 FAX (650) 369-9106

570309-00-0000-11

# KANE CORPORATION

BREAKDOWN OF AIR AND TRAVEL EXPENSES FOR SERVICES RENDERED GOLDEN STATE MUTUAL LIFE INSURANCE COMPANY, IN CONSERVATION SEPTEMBER 1, 2010 THROUGH SEPTEMBER 30, 2010

# PRINCIPAL

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	\$ 259.70			07.807	\$ 356.20	I	\$ 2/4.10		101ALS \$1,317.90
TENTED 40 45 0000 TO	ENIDER   12 - 13, 2010; HOUS!	IEMBER 15 - 16, 2010: DALLAS	SEPTEMBER 20 - 21 2010: WINSTON A DIES NO		SEPTEMBER 22, 2010: CHICAGO, IL	SEPTEMBER 52 5040: DETBOTT AL	1 LINDLIN 20, 2010, DELACIT, IVII	0 : 101	OIALS

\$4,414.84

TOTAL AMOUNT:

October 27, 2010

Golden State Mutual Life Insurance Company, in Conservation 1999 West Adams Boulevard Los Angeles, CA 90018 Attn: Joe Holloway, On-Site Supervisor

# Professional Services

, , , , ,		Harry
	-	Hours
9/1/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client redistrict office closures.  MISC	0.25
9/2/2010 PRI	Work on Golden State Mutual-Life Insurance Company Assignment including but not limited to telephone conversation with Strode Churchwell re: purchase of Houston property; discussion with Michelle re: same; communication to client; call with client.  HOUSTON	2.00
PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to extensive call with client re; overview of IA purchase and next steps.  MISC	1.00
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with Strode Churchwell and Peter re: status of obtaining financing. HOUSTON	0,50
9/7/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to coordination of travel for Peter's site visits to all GSM REO properties.  MISC	2,25
SPC	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to addition of Stephen Le, interested party(les) to contact database; discussion with Peter re; information to send him. HOUSTON	0.50
9/8/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to continued coordination of Peter's travel for on-site visits to REO properties; telephone conversation with Walter Brown re: offer on Rocky Mount; review and revision to REO database. MISC	1.25

October 27, 2010 Golden State Mutu	ral Life Insurance Company, in Conservation	Hours
9/9/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from client re: district office closures and disposition plan; discussion with Michelle re; same; response to client.  MISC	0.75
SPC	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to review of communications from client redistrict office closures and disposition plan; discussion with Peter resame; response to client.  MISC	0,50
9/10/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to preparation for and telephone conversation with client re: termination of insurance on property - request to contact IA to confirm they are aware; telephone conversation with Valerie Fournier re; same; telephone conversation with Sophia Patseas re: Information regarding property; call with Peter re: same; communications from client re; same and responses thereto.	1.50
PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with Michelle re: her call with client re: termination of insurance on property; review of communications from client re: same and responses thereto.  MISC	0.50
9/11/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with Jonah Walston re: Rocky Mount; review of Letter Of Intent; scheduling of meeting.	0.75
•	ROCKY MOUNT	
9/13/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to on site at Houston property - meeting with staff at building; speaking to real estate professionals; touring of property; visiting adjacent properties and comparables.  HOUSTON	8.00
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications from J. Walston repurchase of Rocky Mount property.  ROCKY MOUNT	0.25
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to discussion with Peter re: his touring of the property, meetings with staff and brokers, making of notes, research re:	1.75

October 27, Golden Stal	2010 te Mutu	ial Life Insurance Company, in Conservation	Hours
		adjacent property owners and comparables. HOUSTON	
9/14/2010	PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to on site at Houston property - meetings with real estate professionals; touring of property; discussions with interested party(ies).  HOUSTON	5.00
	PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to discussions with interested party(ies); sale negotiations with Pastor Fraser; discussion with Michelle re: property history; research and review of comparables; email to schedule meeting. CHICAGO	2.25
	SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to emailing of information re: property to Peter; research re: same. HOUSTON	0.50
	SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to discussion with Peter re: property history; research and review of comparables. CHICAGO	1,50
'9/15/2010	PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to on site at Dallas property - meeting with staff at building; speaking to real estate professionals; touring of property; visiting adjacent properties and comparables; meeting with brokers; discussion with adjacent property owner (Estrada Concrete) re: interest in building. DALLAS	8.75
	PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to emails to Kevin Riles, interested party(ies) and sending of Information. HOUSTON	0.50
	SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of communications re: final walkthru and discussion with Peter re: district office closures.  MISC	0.25
t 7 ;	SPG	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with Peter re; his touring of the Dallas property; research re; adjacent property owners; preparation of notes with important contacts, addition of information into database; review of pictures.  DALLAS	2.00

October 27, 2010 Golden State Mutu	al Life Insurance Company, in Conservation	Hours
9/15/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to addition of K. Riles, interested party(ies) contact information to database.  HOUSTON	0.25
9/16/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to on site visit of property, meetings with local real estate brokers - Greg Trout of Henry S. Miller, Jason Byrne; discussions with adjacent property owner; taking of pictures; telephone conversation with Michelle re: drafting of communication for Estrada Construction, interested party(les).  DALLAS	<b>4,00</b>
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with Peter re: his visit to property and drafting of offer to Estrada Construction (expressed interest in property).  DALLAS	0.50
9/20/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to on site touring of property; meetings with local real estate brokers (M.Gwyn); taking pictures of property; discussions with adjacent property owners; telephone conversation with Michelle re: same. WINSTON SALEM	8.00
PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not ilmited to telephone conversation with interested party(ies) Sam Stewart; email of information.  HOUSTON	0.50
; SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to several telephone conversations with Peter re; his site visit to property; inputting of contact information into database. WINSTON SALEM	0.75
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to addition of interested party(ies) information to contact sheet. HOUSTON	0.25
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with Peter re: his call with J.Walston; research re: Arvelle Moore - recommended broker, ROCKY MOUNT	0.75
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to several telephone conversations with Peter re: his on site touring of property; meetings with local real estate brokers	1.00

October 27, 2010 Golden State Mut	tual Life Insurance Company, in Conservation	
		Hours
	(M.Gwyn); addition of information into spreadsheet. WINSTON SALEM	
9/21/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to on site tour of property; meeting with Jonah Walston; discussion with local brokers, taking of pictures, telephone conversation with Michelle; emails to client re purchase offer; telephone conversation with Medora re same; review of BPO's. ROCKY MOUNT	8.00
PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to downloading and sending of pictures to client; review of listing agreement for Mike Gwyn. WINSTON SALEM	0.50
PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to coordination of meeting with Pastor Fraser, interested party.  CHICAGO	0.25
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with Peter re: his meeting with brokers; emailing of information obtained about the property from other brokers.  ROCKY MOUNT	· 1.00
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to scheduling of showing of property with Mr. R. Chen, Interested party(les). HOUSTON	0.25
SPC	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to review of pictures; review of listing agreement from Mike Gwyn; discussion with Peter re: same.  WINSTON SALEM	0.75
9/22/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to on site touring of property; taking photos, meeting with brokers' meeting with Pastor Fraser. CHICAGO	8.00
PRI	Work on Golden State Mutual Life Insurance Company Assignment Including but not Ilmited to downloading, organizing and sending of pictures to client. ROCKY MOUNT	0.50
. PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to communications from Richard Chen re: touring of property; request for more information; telephone conversation with	1.00

October 27, 2010 Golden State Mut	ual Life Insurance Company, in Conservation	Hours
	Gerald Womack; call to Sandra Williams. HOUSTON	
9/22/2010 SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to several telephone conversations with Peter re: his on site visit of property.  CHICAGO	0.25
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review and organization of pictures of property. ROCKY MOUNT	0.25
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to communications from R.Chen, interested party(ies) re: his touring of the property and his request for additional information about the property.  HOUSTON	0.25
9/23/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to communication with client re: glass repair; telephone conversation with Michelle re: same; telephone conversation with local broker re: marketing of property.  DALLAS	0.50
PŘI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to on site touring of property, taking of pictures, meetings with staff, discussions with local realtors; several telephone conversations with Michelle re: same; preparation of notes emailing of information to broker, Mark Talley.  DETROIT	6.00 .,
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not ilmited to review of communications with client re: glass repairs; telephone conversation with Peter and response thereto. DALLAS	0.25
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with Peter re: his on site visit of the property, meeting with realtors; preparation of notes, contact information for addition to REO Summary Information Report. DETROIT	1.25
9/24/2010 PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to communication from Richard Chen, interested party(ies), response to his questions regarding the property. HOUSTON	0.50

October 27,	2010		
Golden Stat	e Mutu	al Life Insurance Company, in Conservation	Hours
9/24/2010	SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to discussion with Peter re: his calls with Carla Vaugh and sale of property.  CHICAGO	0.25
	SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to organization of pictures.  MISC	0.25
9/27/2010	PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with Mark Talley re: listing of property; communications re: same.  DETROIT	0.50
	PRI	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to telephone conversation with client re: REO overview; discussion with Michelle and revision of REO database. MISC	1.50
	PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with M.Meyers, interested party(ies). HOUSTON	0.50
	PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with Jonah Walston repurchase of the property.  ROCKY MOUNT	0,60 V
	SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with client and Peter re: REO overview - knowledge obtained from Peter's site visits of all properties - disposition strategy going forward; revisions of REO database - addition of information, etc.	3.00
9/28/2010	PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to email to interested party(les) Perry Kyles. HOUSTON	0.25
	PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to sending of photos of site visit to client. DALLAS	0.25
!		Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to telephone conversation with client re: REO disposition report.  MISC	0.25

October 27, 2010

Golden State Mutual Life Insurance Company, in Cons

Golden State Mi	utual Life Insurance Company, in Conservation	
•	· · · · · · · · · · · · · · · · · · ·	<u> Hours</u>
9/28/2010 PR	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of draft Purchase and Sales Agreement; telephone conversation with Jonah Walston re: same. ROCKY MOUNT	0.50
PR	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to telephone conversation with K.Lloyd and scheduling of tour of property; communications to Larry King re: same. HOUSTON	0.50
PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of property listing agreement and sending to client.  DALLAS	0.25
PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to calls to broker re: listing agreement. CHICAGO	0.25
PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of listing agreement.  DETROIT	0.25
PRI	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of article re: burning of building on property across the street from property (Strode Churchwell's); discussion with client re: same.  HOUSTON	0.50
SPC	Work on Golden State Mutual Life Insurance Company Assignment Including but not limited to telephone conversation with client re: REO overview and disposition plan; revision to analysis.  MISC	1.00
SPC	Work on Golden State Mulual Life Insurance Company Assignment including but not limited to review of draft Purchase and Sales Agreement. ROCKY MOUNT	0.50
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review of listing agreement. DALLAS	0,25
SPC	Work on Golden State Mutual Life Insurance Company Assignment including but not limited to review and research of Strode Churchwell's retail space being burned; discussion with Peter re: same and sending of link to article; discussion with Peter re: listing of property.  HOUSTON	0.50

October 27, 2010	and historian and a second	•	
Golden State Mutt	ual Life Insurance Company, in Conservation		Hanna
9/28/2010 SPC	Work on Golden State Mutual Life Insurance Company including but not limited to addition of Jim McEiroy, intecontact information on contact sheet. DALLAS	Assignment rested party(les),	<u>Hours</u> 0.25
9/29/2010 PRI	Work on Golden State Mutual Life Insurance Company including but not limited to telephone conversation with interested party(les) re: Dallas property.  DALLAS	Assignment James McElroy,	0.50
9/30/2010 SPC	Work on Golden State Mutual Life Insurance Company A including but not limited to preparation of GSM REO Dis including but not limited to research for contact information review of listing agreements; discussions with Peter re: vof files; preparation for and conference call with client re: office closures; review of documents, organization and file telephone conversations with interested party(les) re: pro	position Report on for brokers; rafuations; review same and district	7.50
	MISC .		
PRI Work on Golden State Mutual Life Insurance Company Assignment including but not limited to calls with interested party(les) and negotiations re: sale of the REO properties; calls with all listing brokers requesting comparable information and listing agreements; review of documents re: same; review of disposition report and revisions thereto; strategizing of			8.00
•	disposition of REO; preparation for and conference call widescussions with Michelle re: same.  WISC	٦	
		***************************************	Amount
For professional services rendered 116.00			\$25,540.75

# Michelle Jackson

From:

Southwest Airlines [SouthwestAirlines@luv.southwest.com] Saturday, September 04, 2010 8:22 AM

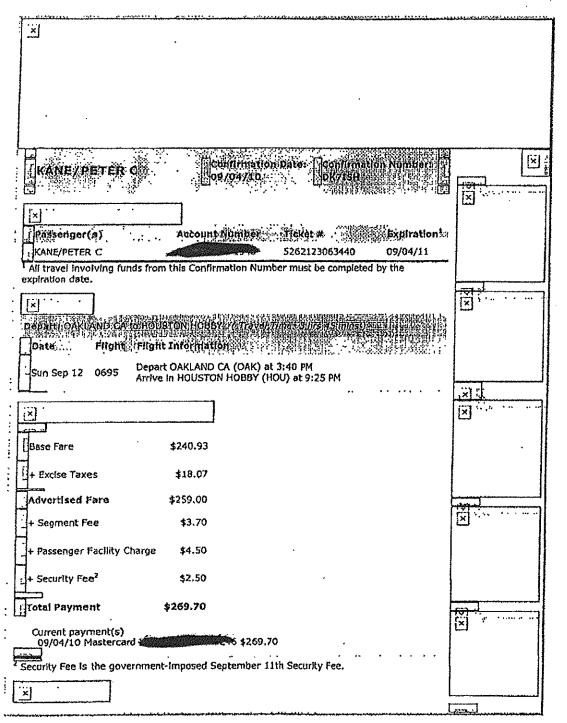
Sent:

To:

Peter Kane

Subject:

Ticketless Confirmation - KANE/PETER C - DK7ISH



HMSHOST MAX EATZ : DAKLAHD INTERNATIONAL AIRPORT

8277 SOKUNLA

8892 SFP12'10 3:08PM GST 1

SAND CHIX PULLED 9.49
WHITE
POTATO SALD
CKE BTL PROMO 20 2,99
SUBTOTAL 12.48
TAX 1.22
AMOUNT 1 3.70
WSTRCARD A1 13.70

DECOME A FAN OF HASHOST ON FACEBOOK.

None and the second of the sec

HOUSTON HOBBY AP #01 RR M53980194 PETER KANE VEHICLE: 01695/1669027 11NLUR LIC: TX BZ7N704 FUEL: 8/8 OUT 8/8 IN CDP: 77694-USAA RES: E8610939585 /GOV1 /C COMPLETED BY: 9315 /TXHOB24 RENTED: HOUSTON HOBBY A/P RENTAL: 09/12/10 21:54 RETURN: 09/15/10 07:30 RETURNED: HOUSTON HOBBY AP RATE CLASS: C GOV1 PLAN IN: G0V1 PLAN OUT: HILES IN: 1313 TR-X HILES
HILES OUT: 1255 HILES ALLOWED
HILES DRIVEN: 56 HILES CHARGED 160.47 160.47 53.49 / DAY 305 DAYS SLETOTAL CONCESSION FEE RECOVERY 17.92 DECLINED LOW DECLINED 1.03 4.80 27.63 DAT, PEC DECLINED
EHERGY SURCHARGE
VEHICLE LICENSE COST RECOVERY
YAX 15.800% ON 184.22 211.85 HET DUE PAID BY

> HOW WAS YOUR EXPERIENCE? WE'D LIKE YOUR FEEDBACK.

- 1) Visit WWW.HERTZSURVEY.COM
- 2) Enter Access Code: 01607
- 3) Take Brief 4 Question Survey

THANK YOU FOR RENTING FROM HERTZ

ŧ

Luby's Oallas #13 (221) 5600 South Hampton Dallas, TX 75232 214-337-0444

•	Check # :650894	
Dionicia A 13:30:53 09/15/2010		
1 Three Vegetable Plate 1 Mashed Potato 1 Green Beans 1 Squash 1 White Roll	5,59	
1 No Drink 1 Fried Chioken Lu Ann 1 Cabbage 1 Corn 1 White Roll 1 Iced Tea Sweet	7.69	
1 Roast Unicken Lu Ann 1 Corn 1 Tossed Salad	2.19 7.69	
1 White Roll 1 Iced Tem Sweet Tray#1 S	2.19 Subtotal 25.35	
	Subtotal 25.35 ales Tax 2.09	

Please pay this amount Total 27.44

Dine In

Power Heals Honday - Friday All Day \$5,99 / \$6.99



9/16/2010		8:50
27 <b>2325</b> 25252		
Check: 4007	offer a Post	
Server: Dia	9 <del>1</del>	
Terminal		
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1 Lg (	Coffee namion Roll	3.25
1 Cin	namon Roll	2.75
e,	.hdata1	c 00
. અ	ibtotal Tax	6.00 0.50
	Total	6.50
	10141	2144
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Gratuity	**************************************	
Tota i		
10141		
Room Number	****	
Dulah Hema		
Print Name	**********	
Signature		
. •		

DALLAS-FY WORTH AP

# RR 575599102 PETER KANE

VEHICLE: 01698/9359779 10GKAX LIC: TX BHZG769 FUEL: 8/8 OUT 8/8 IN COP: 77694 - USAA

RES: E86103986C8 / 1856 / C COMPLETED BY: 2114 / TXDFW20 RENTED: DALLAS LOVE FIELD RENTAL: 09/15/10 11:00 RETURN: 09/16/10 16:32 RETURNED: DALLAS-FT WORTH AP .

PLAN IN: 1856I RATE CLASS: C PLAN OUT: 1856I

HILES IN: 10741 HILES OUT: 10558 HILES DRIVEN: 183 TR-X NILES HILES ALLOWED MILES CHARGED

102,00 DAYS 2 \$ 51.00 / DAY SUBSTOTAL. 102.00 CONCESSION FEE RECOVERY 11,79 LOW DECLINED LIS PAI, PEC DECLINED ENERGY SURCHARGE VEHICLE LICENSE COST RECOVERY 17.70 YAX 15,000% ON 118.02 MET IXIE 135.72 PAID BY HC

> HOW WAS YOUR EXPERIENCE? WE'D LIKE YOUR FEEDBACK.

- 1) Call 1-800-276-1595, or Visit WWW.HERTZSURVEY.COM
- 2) Enter Access Code: 01602
- 3) Take Brief 4 Question Survey

THANK YOU FOR RENTING FROM **HERTZ** 



#01

PEET'S COFFEE HOBBY AIRPL HOUSTON, T)

#0107 1 MD COFFE DAY	IN 2.25
TAX TOTL	.19
	2,44
CASH	10.00
CHANGE Otane CSHR	7.56
0137 08:00 SEP 15'10	11/S#01 P1

\*\*\* REPRINT \*\*\* REPRINT \*\*\* REPRINT \*\*\* , 57542145503 SHELL 3701 ESTER RD , TX IRVING 75038

09/16/2010 04:17:35 PM 354784281

HASYERCARD **INVOICE 634147** 

**AUTH 05400S** 

PUNP# · 2 REGULAR PRICE/GAL

10.1010 2.599

FUEL TOTAL

\$ 26.25

Subtotal = \$ 26.25

Tax = \$0.00\*\*\* REPRINT \*\*\* REPRINT \*\*\* REPRINT \*\*\*

Total = \$ 26.25 \$ 26.25

CREDIT \*\*\* REPRINT \*\*\* REPRINT \*\*\* REPRINT \*\*\*

You couldve earned 5% with the Shell MasterCard! Apply today at 1-888-935-4151.

Date: Sep22'10 06:32AH Card Type: Master Card Acct #: Card Entry: SHIPED Trans Type: PURCHASE Trans Key: AIA003871823583 Exp Date: XX/XX Auth Code: 040518 Check: 3489 Server: 223 MARIE B

Total. 6.68 Tlp:\_\_ Total:

Signature \*\* Gratuity Not Included \*\* I agree to pay above total according to my card issuer agreement. \*\*\* Customer Copy \*\*\*

7525 US Hwy. 64 East Knightdale, NC 27545 (919) 266-2768 www.bojanglesrdu.com

9/21/10 Check 402 Type Sale Swiped 101 Front Ca Counter 3

Card TypeTrans

Acct Trans Mastercard Exp XX/XX Auth 019128 Station 17127

> Sale 8.20

14:28

I AGREE TO PAY TOTAL AMOUNT ACCORDING TO CARD ISSUER AGHT (MERCHANT AGHT IF CREDIT VCHR)

Merchant Copy

Thank you! Come Back Again Soon! Become a Fan!!! facebook.com/BojanglesRaleighDurham

HMSHOST GOOSE ISLAND CHICAGO 773.686.6180

1096 Teresa

3390 SEP22'10 2:17PM

EAT IN

I SG JMBO VIENNA ? 1 COKE BTL 2002 2.39

SUBTOTAL TAX 0.77 AMOUNT HSTRCARD

7.15

Steak 'n Shake No: 2702701

Order: 350516 PTY: 1

None: Daniko A 9/19/2010 10:35:53 PM

 SubTotal
 6.37

 Tax
 0.49

 Gratuity
 2.60

 Total
 9.36

Haster Car Ending:5246 Amount 9.36 Exp:NOT EXP AuthCode: 087065

Issued To: KANE/PETER

沿来代英兴民兴施北关河河河河河河河河河河河河河河河河河河河河河河河河河河河河河河河河河

1/2 Price Happy Hourl!! ... ,
Shakes and Drinks
Weekdays 2-4 PM and now 2-4 AM!
2-4 AM valid at 24 hour locations

THANK YOU FOR VISITING
Tell Us About Your Experience
1-877-STK-N-SHK (1-877-785-6745)

To contact this store Call (336)218-0807

Custoner Copy

MACKS MART 7526 KHIGHTDALE BLUD KNIGHTDALE, NG 27545 919-266-1509

DOBOB124164-81 HACKS MARAYHOH 7526 US HIBHWAY 64 KHIGHTURLE N

MASTERCARD
KAME/PETER
AUTHE 90 DOCH 98020
DATE 69/21/10 14:85
PUMP # 07
PRODUCT: UNLD
' PRODUCT: UNLD
' PRODUCT: 12.543
PRICE/G: \$ 2.699
FUEL SALE \$ 33.85

YOU COULD HAVE SAVED UP TO \$01.69 BY USING A MARATHON MASTER CARD

THANK YOU

Sheetz #356 4319 W Wendover Awa: Greensboro, NC 274: 336-855-8898

Pump No: 103 Unleaded & \$2.559 G Volume: 2.482 Go:

Gas Total: Total

\$6, 法 **\$6.** 法

Master Card

09/21/2010 16:16:40

CHICAGO OHARE AP #01 RR 579285490 PETER KANE VEHICLE: 02298/8506305 11CHRE LTC: IL L246492 FUEL: 8/6 OUT 8/8 IN CDP: 77694-USAA RES: E8611428893 /CRL COMPLETED BY: 5344 / TEURINIO RENTED: O'HARE FIELD
RENTAL: 89/22/10 10:10
RETURN: 09/22/10 13:42
RETURNED: CHICAGO OMANE AP Hertz RATE CLASSI C CRL PLAN IN: PLAN OUT: CRI. TR-X HILES HILES ALLOWED HILES CHARGED 3935 HILES IN: MILES OUT: 3884 MILES DRIVEN: 51 69,00 69.00 / DAY 69.00 DAYS SUBTOTAL LOW LIS T DECLINED DECLINED 11.73 A 13.80 94.53 PAI, PIT CFC/VLC/HVL TAX TO FREE OIL KAT NET DUE PAID HY Hertz. FIOW WAS YOUR EXPERIENCE.
WE'D LIKE YOUR FEELINGER. Coll 1 sex 1/8 lens' on Enter Access Corks: 07701 3) Take Brief & Question Survey THANK YOU FOR RENTING FROM HERTZ

DEALER WAYNE SYSTEMS AUSTIN, TX

Sale #How # Caul 1383
Inv. # Caul 1383
I738368
Pate 09/12:10 1136
ANDY'S ROSEMON
ROSEMONT IL
Pump # 2 Regular
Gallons 1.93
Price/Gal \$ 3.15
Fuel Sale ..\$ 6.13 1.939 3.159 6.13

THANK YOU FOR CHOOSING MUBIL

THE HERTZ CORPORATION ~~0-15-1373

Phonas Fax:

Web:

exclure.com

Direct All Inquiries To: THE HERTZ CORPORATION PO BOX 26120 ОКБАНОНА СІТУ, ОК 73126-0120

> PETER KANE KANE CORPORATION 67 SELBY LN STE 100

en with an an all and the

REPRINT

THING W.

Rental Agreement No: 577625506 Invoice Date:

09/22/2010 970001405930

PETER KANE

Account No.: CDP No.: COP Name:

Document:

Renter:

77694 USAA

ATHERTON, CA 94027-3926

RENTAL DETAILS

Rate Plan:

OUT: STDR

Rented On:

IN: STDR 09/19/2010 12:00 LOC# 186811

GREENSBORO, NC 09/22/2010 06:11 LOC# 186811

Returned On:

C

Reserved: C

£

GREENSBORO, NC
H/L MALIBU 2.4H ZST7200

Car Description:

Veh. No.:

2628527 MILEAGE In: 210

CAR CLASS Charged: Rented:

Outr 199

11 Driven:

RENTAL CHARGES DAYS

106.47

MISCELLANEOUS INFORMATION CC AUTH: 033083 DATE: 2010/09/22 AHT:

Rental Agreement No: 577625506

RENTAL REFERENCE

Special Bill Info:

Reservation ID:

PLAT

E8610563640

263.00 SUBTOTAL DISCOUNT

3 0 35.49 106.47 10.00% -10.65 SUBTOTAL 95.82

CONCESSION FEE RECOVERY VEHICLE LICENSE FEE TAX

10.80 0.68 14,50% 15.56

AMOUNT DUE

122,86 USD

THANK YOU FOR RENTING FROM HERTE

ALL CHARGES HAVE BEEN BILLED TO YOUR ACCOUNT.

Direct All Inquiries To: THE HERTZ CORPORATION PO BOX 26120 OKLAHOMA CITY, OK 73126-0120 UNITED STATES 群HYATT PLACE

## Hyatt Place Greensboro 1619 Stanley Road

Sep 22, 2010 3:58 am

Greensboro, NC 27407 Telephone: (336)852-1443 Fax: (336)854-9339

PETER KANE

) + + Annient Datas Considers Pantamban 10, 2010

Arrival Date: Sunday, September 19, 2010 Departure Date: Wednesday, September 22, 2010

Member#: None Entered

Information: GET CLUB CODE OR USE GR15985

Folio #: 138720 Room Number: 302 Rate: \$98.00 Pay Method: BC5246

Date :	Department	Reference	an an a	Voucher	Room	Debil	Credit:
9/19/2010	Room postings	Auto Posted			302	\$98,00	
9/19/2010	State Sales Tax	Auto Posted			302	\$7.60	
9/19/2010	Occ Tax - State	Auto Posted		i	302	\$5.88	
9/20/2010	Room postings	Auto Posted		ł	302	\$98.00	
9/20/2010	State Sales Tax	Aulo Posted			302	\$7.60	
9/20/2010	Occ Tax - State	Auto Posted			302	\$5.88	
9/21/2010	Laundry	guest laundry		9-21-10	302	\$21.20	
9/21/2010	Tax-Sales	guest laundry	•	9-21-10	302	\$1.64	
9/21/2010	Gallery Food	Food		43177	302	\$8.50	
9/21/2010	Tex-Sales	Tax		43177	302	\$0.66	1
9/21/2010	Gallery Food	Food PEPPER JACK CHEESE		43177	302	\$0.50	
9/21/2010	Tax-Sales	Tax		43177	302	\$0.04	ì
9/21/2010	Gallery Food	Food		43177	302	\$2.00	1
9/21/2010	Tax-Sales	Tex		43177	302	\$0.16	į
9/21/2010	Room postings	Auto Posted			302	\$98.00	ì
9/21/2010	State Sales Tax	Auto Posted			302	\$7.60	
9/21/2010	Occ Tax - State	Auto Posted		,	302	\$6.88	

I agree that my liability for all charges is not waived.
I accept delivery of The Wall Street Journal M-F (Gold Passport and VIP rooms only). If refused, a refund of \$1 will be provided.

Signature

 Tax Summary

 State Sales
 \$22.80

 Occ Tax - S
 \$17,64

 Tex-Sales
 \$2,50

Balance: \$369

## Peter Kane

From:

UNITED-CONFIRMATION@UNITED.COM

Sent:

Wednesday, September 08, 2010 11:02 AM Peter Kane; PETER.KANE@ME.COM

To:

Subject:

Your United flight confirmation - September 22, 2010 - Greensboro/High Point to Chicago

> Print reservation

Confirmation # S5W

View Itinerary

> EasyCheck-in Online

Flight info

Wed, Sep 22, 2010Greensboro/High Point, NC (GSO) Lichicago, IL (ORD)

**Flight** 

Depart

Arrive

Cabln

Seals

GSO 07:18 AM

ORD 08:10 AM

Economy (U)

03B

United 7424

Wed, Sep 22, 2010

Wed, Sep 22, 2010

Operated by: United Express/gojet Airlines

Equipment: Bombardier CRJ-700 | Duration: 1h 52m | Non-stop | Fare code: UA0KN Traveled miles:590 | Award miles:590 | No Meal Service

#### Check-in information

Pleasé note that valid, government-issued photo identification must be presented at check-in. Because you are a valued Mileage Plus Premier Executive member, we have requested an Unlimited Domestic Upgrade on your behalf. Please check back in My reservations 72 hours before your scheduled departure to learn if your upgrade has been confirmed.

#### Review

Name

Frequent flyer

Ticket

Fare(s) Additional taxes

subtotal(8)

PETER KANE



0162113223411

350.00USD

and fees

8,20 USD 356,20 USD

Secure Flight data complete Review

Please review the fare rules for this itinerary.

Fare total: 358,20 USD

Purchase summary

**Product** 

Crodit card:

Receipt

Price

358.20 USD

Ticket price

\$5W196

Ticket total; 356.20 USD

Itinerary total:

Grand total: 356,20 USD

Billing / Delivery information

PETER C KANE

87 SELBY LANE SUITE 100 ATHERTON CA 94027-3926 USA

Book your hotel

Location

Dates of stay

Hotel

Rating

Price

# 22/10-ORD LV. 4:40AM STW AT 7:00PM

Peter Kane

# 103.70

From:

UNITED-CONFIRMATION@UNITED.COM

Sent:

Wednesday, September 08, 2010 11:05 AM

To:

Peter Kane; PETER.KANE@ME.COM

Subject:

Your United flight confirmation - September 22, 2010 - Chicago to Detroit

> Print reservation

> View itinerary

Confirmation # \$7060C

> EasvCheck-in Online

Flight info

Wed, Sep 22, 2010Chlcago, IL (ORD)

Detroit, MI (DTW) Depart

Arrive

Cabin

Seate

Flight

ORD 04:40 PM

DTW 07:00 PM

Economy (W)

United 6611

Wed, Sep 22, 2010

Wed, Sep 22, 2010

128

Operated by: United Express/skywest Airlines

Equipment: Bombardler CRJ-700 | Duration:1h 20m | Non-slop | Fare code: WA14KN Traveled miles:235 | Award miles:235 | No Meel Service

#### Check-in Information

Please note that yalid, government-issued photo identification must be presented at check-in. Because you are a valued Mileage Plus Premier Executive member, we have requested an Unlimited Domestic Upgrade on your behalf. Please check back in My reservations 72 hours before your scheduled departure to learn if your upgrade has been confirmed.

#### Review

Name

Frequent flyer

**Ticket** 

Fare(s) Additional faxes

Fare

subtotal(s)

PETER KANE

0162113222207

93.00USD

and fees 10.70 USD

103.70 USD

Secure Flight data complete Review

Please review the fare rules for this llinerary.

Fare total: 103.70 USD

Purchase summary

Product

Credit card:

Receipt

Price

Ticket price

Mestercard xx

S7060O

103.70 USD Ticket total: 103.70 USD

Itinerary total:

Grand total: 103.70 USD

Billing / Delivery information

PETER C KANE

67 SELBY LANE SUITE 100 ATHERTON CA 94027-3926 USA

**Book your hotel** 

Location

Dates of stay

Rating

Price

Lass Name First Name KANE PETER		•	Follo	[Page ]
Simi 67 SELBY LN			Room 1448 Rate 152.1	
S'Æ 100		•	Aਜ਼ੀਆਂ 09/22	2/10 WED
City State Zip Code CA 940273	926		Departure 09/22	77/10 THU
((50) 369-9100 1/0	•		Account	CCARD
DATE DESCRIPTION	CHARGE/CREDIT	DATE DESCRIPTIO	N	CHARGE/CREDIT
05/22 VALET PARKING 05/22 DISCOUNT ROOM 05/22 **CONV FACLTY TAX **CONV BURBAU TAX 05/22 **EXCISE TAX 05/22 **EXCISE TAX 05/23 **Total Due  MASTERCARD 67040330040  Your account (C30000709Z) will be credit clarges: * indicates an ineligible charge.  Plyase emit to: Heatt Regency Dearborn P. D. Box \$43566 D. Has, TX 75284 Customer Service Number: 1-888-863-3026 Customer Service Email: NA.CUSTOMER		contact Amir Blattner We appreciate you usin	at QUALITY ng Hyatt Rege	ceed expectations, please DTTRI@HYATT.COM (3) 3-98 ency Dearborn.

I agree that my liability for this bill is not waived and I agree to be held parsonally liable in the event that the indicated person, company or association falls to pay for any post or the full amount of these charges.

Signature

ins. Rd. sale Epply Milled: Salved irver: Angle Manual Safe MASTERNAO 3,69 2.69 1.39 1.39 hunt: 1101 Saidhi Maria Baidhi Maria Baidhi Maria lotal: 9.48 0.57 **WWW** IMA: BOOGO 10.03 bound; Online 10.03

Ticket ID: 100923084000400019

Thank You Every Day Is A Great Day

#### Michelle Jackson

From: Sent:

UNITED-CONFIRMATION@UNITED.COM

To:

Wednesday, September 08, 2010 10:59 AM Peter Kane; PETER.KANE@ME.COM

Subject:

Your United flight confirmation - September 23, 2010 - Detroit to Oakland

WUNITED

**W** United

Print reservation

Confirmation # S4LQG4

> View itinerary

EasyCheck-in Online

ंचात विदेश

Thu, Sep 23, 2010Detroit, MI (DTW) Oakland, CA (OAK)

Arrive

Cabin

Seate

**W**United 6687

Depart DTW 03:33 PM

**DEN 04:45 PM** 

Economy (T)

03B

Operated by: United Express/skywest Aldines For the Charles

医抗结膜炎 医丘

Equipment: Bombardler CRJ-700 | Duration:3h 12m | Non-stop | Fare code: TA7CS Traveled miles:1123 | Award miles:1,123 | No Meal Service

Company of the second

79 United 0021

DEN 06:55 PM The Program are OAK 08:31.PM But the Burney Economy (T)

07A

Equipment: Airbus A320 | Duration: 2h 36m | Non-stop | Fare code: TA7CS Traveled miles:957 | Award miles:957 | No Meet Service

#### Check-in information

Please note that valid, government-issued photo identification must be presented at check-in. Because you are a valued Mileage Plus Premier Executive member, we have requested an Unlimited Domestic Upgrade on your behalf, Please check back in My reservations 72 hours before your scheduled departure to learn if your upgrade has been confirmed,

is a vicus

Name

Frequent flyer Ticket

Fare(s) Additional taxes and fees

Fare subtotal(s)

PETER KANE

0162113221518

149.00USD

21,40 USD 170,40 USD

Secure Flight data complete Review Flater co.

fare rules or the discount

Fare lotal: 170,40 USD

The region of the personal states of the sta

Product

Credit card:

Receipt

Price

Ticket price

S4LQG4

170.40 USD

Ticket total: 170,40 USD

Itinerary total:

Grand total: 170.40 USD

经有限 化氯化物性分类抗

PETER C KANE

67 SELBY LANE SUITE 100 ATHERTON CA 94027-3926 USA

1

N

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DETROIT METRO AP
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### RR 579704226 PETER #01 KANE VEHICLE: 01592/8694077 1007SN LIC: IN 103AAF COP: 77694 -USAA RES: E8612469455 /CRL / C COMPLETED 87: 9290 / NIDAP13 RENTED: DETROIT HETROPULITAN A/P RETURN: 09/22/10 20:00 RETURN: 09/23/10 12:11 RETURNED: DETROIT HETRO AP PLAN IN: CRL CRL PLAN OUT: RATE CLASS! C MILES IN: 7756 YR-X HILES MILES OUT: 7711 MILES ALLOWED . MILES DRIVEN: 45 MILES CHARGED DAYS SUBTOTAL CONCESSION FEE RECOVERY LOW DECLINED DECLINED OFFICERORY 10 \$ 61.00 / DAY 61.80 9.90 PAI, PEC DECLINED PAI, PEC DECLINED FUEL & SVC \$ .599/WI \$ 8.99/GL 7\$ ENERGY SURCHARGE VEHICLE LICENSE COST RECOVERY TAX \$ .000 X ON 99.15 HET DUE PAID BY 1.03 1.03 2.27 7.93 107.02 H 25,95 PAID BY

HOW WAS YOUR EXPERIENCE? WE'D LIKE YOUR FEEDMACK.

- Call 1-800-278-1595, or Visit WHW. HERYZSURVEY. COM
- 2) Enter Access Code: 01530
- 3) Take Brief 4 Quastion Survey

THANK YOU FOR RENTING FROM HERTZ

.800 Raonien-Blid Dallas, TX, USA 76207 TELEPHONE, (214) 661 1234 FAGSIMIJE<sup>5</sup> (214) 782 6126 thank you Last Name Kane First Name Peter Follo 1 Street 67 Selby Ln Room 2621 Rale Ste 100 City Atherton State CA Zip 940273926 Ardval 09/15/10 Wed Departure 09/16/10 Thu 1 Bonus Type Account DESCRIPTION DATE DESCRIPTION AMOUNT DATE AMOUNT 09/15 188.10 Guest Room 09/15 16.93 City Occupancy Tax 9% State Occupancy Tax 6% 09/15 11.29 09/15 Parking Valet 19.00 Parking Sales Tax 8.25% 1.57 09/15 Master Card 09/16 -236.89 Tutal 0.00

WE HOPE YOU ENJOYED YOUR STAY WITH US!
WE ARE COMMITTED TO PROVIDING YOU WITH A COMFORTABLE AND
ENJOYABLE STAY. WE WELCOME YOUR FEEDBACK. PLEASE CONTACT US AT
QUALITYDFWRD@HYATT.COM.

CONTROL OF THE PROPERTY OF THE

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Customer Copy

Montana Restaurant

1454 E Hwy 377. Granbury, TX 76048 (817)573-2500

Date 09/16/10 Card Humber Check Nu. \* 514849

Time Oi

Reference Humber 01763S Amount

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• CASH	\$6.00
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You have purchased a NON-REFUNDABLE fare. The literary must be canceled before the ticketed departure time of the first unused coupon or the ticket has no value. If the fare allows changes, a fee may be essessed for changes and restrictions may apply.

Electronic tickets are NOT TRANSFERABLE. Tickets with nonrestrictive fares are valid for one year from original date of issue. If you have questions regarding our refund policy, please visit <a href="https://www.aa.com/refunds">www.aa.com/refunds</a>.

To change your reservation, please call 1-800-433-7300 and refer to your record locator.

Check-in times will vary by departure location. In order to determine the time you need to check-in at the airport, please visit <a href="https://www.as.com/airportexpeciations">www.as.com/airportexpeciations</a>.

A summary of Terms and Conditions of Travel is available by selecting the Conditions of Carriage button below.

Conditions Of Carriage









We know why you my AmericanAirlines

AG War

This e-moil address is non-returnable and does not accommodate replies.

If you have a customer service issue, please <u>Costant AA.</u>

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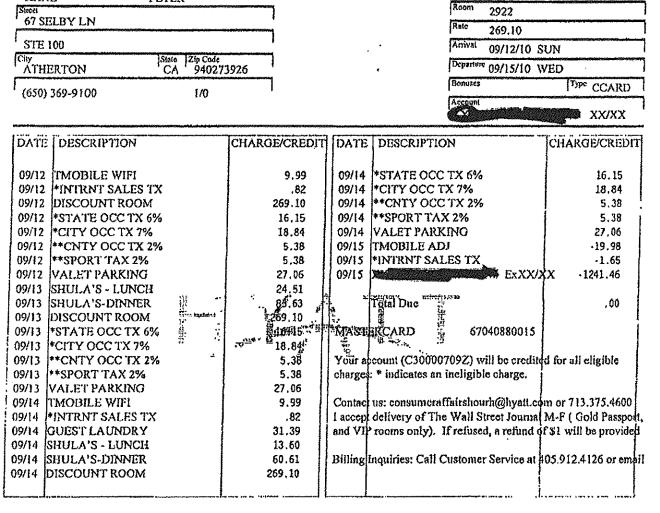


1200 Louisiana Street Houston, TX, 77002 USA TELEPHONE 713 654 1234 FACSIMILE 713 951 0934

> First Name PETER

Last Name KANE

# thank you



Signature

I agree that my liability for this bill is not waived and I agree to be held personally liable in the event that the bidicated person, company or association tails to pay for any part or the tidl amount of these charges.

l olio

#### Michelle Jackson

From;

Southwest Airlines [SouthwestAirlines@luv.southwest.com] Saturday, September 04, 2010 8:26 AM

Sent: To:

Peter Kane

Subject:

Ticketless Confirmation - KANE/PETER C - DV8ISK

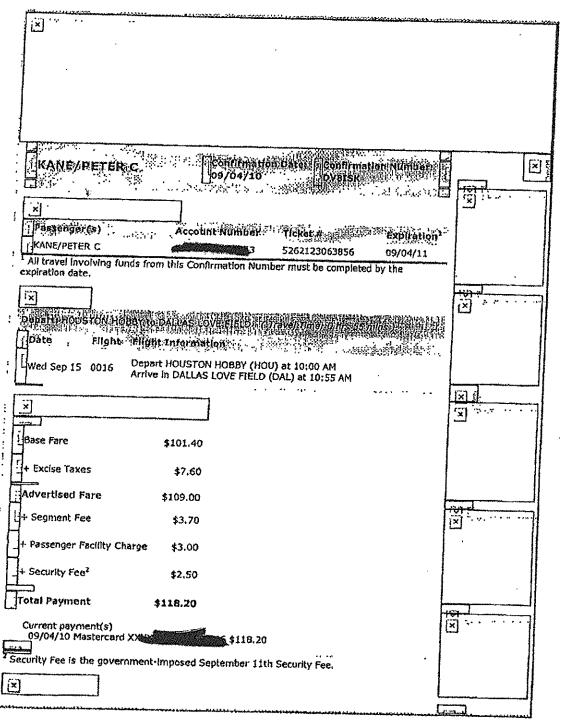


EXHIBIT 7

Roth Staffing Companies, L.P. Ultimate Staffing Services • Ledgent Adams & Martin Group

Company ID 278321

Invoice Number 12543856

**Invoice Date** 10/22/2010

Branch: 02U San Francisco U Timesheets Attached

Conservation & Liquidation Office Attn: Human Resources 425 Market Street **Suite 2300** 

Attn:

**Human Resources** 

Week Ending	Name	Wage Type	н	lours	Rate	Amount
10/17/2010	Nocon, Sùsen	Regular		8.00	67.50	1,215.00

996,63005

3 11/15/2010 Majabi, Mahammed

Send to Jennifer Murphy on 11/22/2010 to be processed and paid by Golden State Mutual.

MATH CHECKED - Gandhi, Alan 10/29/2010

Subtotal

Plus Sales Tax

Sales Taxable Amount

if payment is made before 11/12/10, please pay

If payment is made after 11/12/10, please pay

**REMIT TO:** 

Dept 8761, Los Angeles, CA 90084-8761

FIN #33-0633164

1,215.00

0.00

0.00

1,215.00

1,287.90

Thank you for your business!

Page 1 of 1 10/29/2010 11:52:22 AM 11/24/2010 11:21:10 AM

For billing questions, please call: (714) 939-5999

Bill To:

San Francisco, CA 94105

	(#)	C
ultimate	LEDGENT	ADAMS MARTIN

VEK 02/08 PO. BOX 11057 **DRANGE, CA 92856-8157**  To change the delivery method of your check, please contact your brench office.

Assignment#	
Employee ID	
Name SUSAN NOTON	
Company Name CONSERVATION & LIQUIN	NOTENO
Report to MOHAMMED MOJABI	<u></u>
CHECK ONE  Check one	attached.
EATTER ACTUAL HOURS WORKED IMINUS LUNCHITOTHE NEAREST	1/4 HOUR.

PLEASE WRITE LEGIBLY TO AVOID ERRORS IN PROCESSING YOUR PAYCHECK.

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Sat								
Sun								
Week-Ending Date: 10/17/10				Total Hour	,	18.0		

I certify that I worked the hours shown on this card on the days indicated and that this card has been certified by a person that I believe is an authorized representative of the Customer. ANTUN

Staffing Associate Signature\_

As the Customer's authorized representative, I certify that the staffing associate's hours shown on this time sheet are correct and that the work was performed satisfactorily. I also confirm the Customer's agreement to the terms stated on the reverse side of this form. MOON

Customer Signature \_

#### **TERMS OF SALE**

- Roth Staffing Companies, L.P. dbs Ultimate Staffing Services, Ledgent, and Adams & Martin Group is hereafter tofarred to as the "Company." Except as modified separately in writing, these terms govern Customer's complated and future temporary employment assignments, Customer includes all subsidiaries, affallates, and partners. Customer, through its authorized representative, certifies that the staffing associate's houre shown on his/her time sheet are correct and that the work was performed satisfactority. Also, Customer shelf notify the Company immediately of the completion or termination of a stalling associate's assignment.
- The Company charges on a wookly basis and involces are payable upon The Company charges on a weakly basis and invoices are payeds upon receipt. All bundlis to Customer log, guarantees, free crientation, etc.) are in affect only when we have received payment which to days from the date shown on the invoice, customer shall promptly pay the Company invoices, tare fee charges of 6% and finance charges of 1.5% per month and all collection fees, attorney's fees and court costs on all unpaid
- Customer agrees that it will not entrust staffing associates with unattended premises, mash, checks, keys, credit cards, merchandise, confidential or trade accret information, negotiable instruments, or other valuables trade secret information, negotiable instruments, or other valuelies without the express prior written permission of the Company and then only under the Company's direct supervision and control, and that it will not request or permit any staffing associate to use any vehicle or machinery, regardless of ownership, in connection with the performance of services for Customer, without the Company's express prior written permission. All claims and costs associated with acts or emissions of the Company's expressions of the Company expressions of the Company expressions of the Company expressions of the Company expressions o staffing associates arising from nonobservance of this section shall be Customer's responsibility.
- Customer will hold the Company hathhoss from all claims and costs arising under occupational safety or health laws with respect to the Company's satisfying associates assigned to it. The Company is not responsible for folding bond claims not reported to them by Customer in writing within 30 days when
- Customer agroos not to directly or indirectly cause or permit any stalling associate assigned to Customer by the Company to transfer to another entity's payroll, or to perform services for Customer white on the payroll of any person or firm other than the Company during the turn of the stalling essociate's assignment to Customer and for 365 days after such assignment ends, or employ any person referred to Customer by the Company, within a time period of 365 days subsequent to said referral, within a time period of 365 days subsequent to said referral, within a time period of 365 days subsequent to said referral, within a time period of 365 days subsequent to said referral, within a time period of 365 days subsequent to said referral. company, which a time period of see any subsequent to and related without the Company's express written permission, if Customer violates this paragraph, then Customer shall pay to the Company a fee in the amount of 30% of the stelling associate's annualized compensation, plus all costs of collection and/or relimbursement for all reasonable attorney's fans incurred to enforce its rights hereunder. "Transfer" includes, but is not less incurred to enforce its lights investinate. Install investing the person's services institute to imploying the person's services as a temporary, payrolled or leased employee of an organization other than the Company for substimibility the same work assignment; obtaining the person's services through any independent contractor, agency, (scility person is services introduced the person's employment or recruitment by enother organization, whether or not the person is later assigned to
- If Customer hires directly onto its own payroll, or engages as an independent contractor, a stelling associate after the stelling associate has worked at Customer's facility for at least 720 hours in any 12-month peolog, with no break in service, the Company shall waive any placement fee, conversion fee, or squidated damages, provided that Customer has paid to the Company all Invoiced amounts for such staffing associate, in the event that Company at investor engages as an independent contractor any stalling associate prior to such 720-hour period, Customer shall pay to the Company a fee calculated at 1% per thousand of the annualized salary of the employee, up to 30%, less any Gross Margin" paid to date on that

18

Your acceptance of referrals from The Company constitutes your agreement váth our les scheduls.

Gross Margin is defined as the Bill Rate less the Pay Rate + Payroll Costs (lederel and state taxas, Worker's Compensation expenses paid and miscollaneous employee benefit costs) for the time the staffing associate worked at Customer.

VER 02/08

Roth Staffing Companies, L.P. Ultimate Staffing Services . Ledgent Adams & Martin Group

Company ID 28321

Invoice Number 12546475

Invoice Date 10/29/2010

Branch: 02U San Francisco U

Bill To:

Conservation & Liquidation Office

Attn: Toni Sanchez P.O. Box 26894

Conservation & Liquidation Office San Francisco, CA 94126-0894

Attn:

Toni Sanchez

	Week Ending	Name	Wage Type		Hours	Rate	Amount
1	10/24/2010	Decker, Justin	Regular		38.00	21.88	787.68
~	10/24/2010	Helmle, Brian	Regular	***************************************	35.25	21.88	771.27
1	10/24/2010	Shockley, Jonathan	Regular		38,00	21.88	787.68

996,63005

2 11/15/2010 Majahi, Mahammed

Send to Jennifer Murphy on 11/22/2010 to be processed and paid by Golden State Mutual.

MATH CHECKED - Gandhi, Alan 11/2/2010

2,346,63 Subtotal 0.00 Plus Sales Tax Sales Taxable Amount 0.00 If payment is made before 11/19/10, please pay 2,346.63 If payment is made after 11/19/10, please pay 2,487.43 REMIT TO: . Dept 8761 Los Angeles, CA 90084-8761 FIN #33-0633164

Thank you for your business!

For billing questions, please call: (714) 939-5999

Page 1 of 1 11/2/2010 11:39:50 AM 11/24/2010 11:21:09 AM





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****	*ACCOUNTING DEPT.											

Roth Staffing Companies, L.P. Ultimate Staffing Services . Ledgent Adams & Martin Group

Company ID 28321

Invoice Number

**Invoice Date** 

12548345

11/05/2010

Branch: 02U San Francisco U

BIII To:

Conservation & Liquidation Office

Attn: Toni Sanchez P.O. Box 26894

Conservation & Liquidation Office San Francisco, CA 94126-0894

Attn:

Toni Sanchez

Week Ending	Name	Wage Type	Hours	Rate	Amount
10/31/2010	Helmle, Brian	Regular	36.00	21.88	787.68
10/31/2010	Shockley, Jonathan	Regular	38.00	21.88	787.68

996.63005

3 11/18/2010 Majabi, Mahammed

Send to Jennifer Murphy on 11/22/2010 to be processed and paid by Golden State Mutual.

MATH CHECKED - Gandhi, Alan 11/9/2010

Subtotal

Plus Sales Tax

Sales Taxable Amount

1,575.36

0.00 0.00

If payment is made before 11/26/10, please pay

1.575.36 1,669.88

If payment is made after 11/26/10, please pay

REMIT TO: .

Dept 8761

Los Angeles, CA 90084-8761

FIN #33-0633164

Thank you for your business!

For billing questions, please cell: (714) 939-5999

Page 1 of 1 11/9/2010 11:09:19 AM 11/24/2010 11:21:08 AM

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As the Customer's eurhorized representative, I certify that the statiling associate's hours shown on this time sheet are correct and that the work was performed satisfactorily. I also confirm the Customer's agreement to the terms stated on the reverse side of this form.									

ACCOUNTING DEPT.



V. RHIGH P.O., BOX 11067 ORANGE, CA 92856-8157 To change the delivery method of your check, please contact your branch office.

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Roth Staffing Companies, L.P. Ultimate Staffing Services . Ledgent Adams & Martin Group

Company ID 28321

Invoice Number 12549357

**Invoice Date** 11/05/2010

Branch: 02

San Francisco U

Batch # 119930 Doc # 78319

Bill To:

Conservation & Liquidation Office Attn: Toní Sanchez P.O. Box 26894 Conservation & Liquidation Office San Francisco, CA 94126-0894

Attn:

Toni Sanchez

Regina had obtained Scott Pearce's approval signature on this invoice copy on 11/23/10 in Golden State Mutual's office and she said it is okay to pay this invoice. The invoice copy (with Scott's approval signature) will be scanned into ImageRight on 11/24/10 when she brings it back to the CLO office.

	Week Ending	Name	Wage Type	Hours	Rate	Amount
1	10/31/2010	Decker, Justin	Regular	20.00	21.88	437.60

996.63005.A131

🔊 11/28/2010 Majabi, Mahammed

Send to Jennifer Murphy on 11/22/2010 to be processed and paid by Golden State Mutual.

Per Regina on 11/22/2010, the check will be issued by CLO.

INVOICE MEETS CONTRACT TERM AND CAP - Alan Gandhi - 11/22/2010

MATH CHECKED - Gandhi, Alan 11/9/2010

Subtotal	437.60
Plus Sales Tax	0.00
Sales Taxable Amount	0.00
if payment is made before 11/26/10, please pay	437.60
If payment is made after 11/26/10, please pay	463.86
REMIT TO: Dept 8761 Los Angeles, CA 90084-8761 FIN #33-0633164	
Thank you for your business!	. v

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VETONOS PO. BOX 11057 ORANGE, CA 92880	· 38167	To change the delivery method of your check, plasse contest your branch office.
Assignment #		•
Employee ID Name Company Name _	n Dacke	Jake Mishal
Company Name _ Report to		
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I certify that I worked the hours shown on this eard on the days indicated and that this card her been certified by a person that I believe is an authorized representative of the Customer.

Ambassador Signature Oost

As the Customer's enthodized representative, I certify that the staffing associate's howe shown on this time chart are correct and that the work was performed satisfactorily. I also confirm the customer's agreement to the terms stated on the reverse side of this form.

Mohammed Mojabi Mohammed Mojabl ·

Customer 8 Ignature ACCOUNTING DEPT.

Batch # 119896 Doc # 78290

Invoice

Roth Staffing Companies, L.P.

Ultimate Staffing Services • Ledgent
Adams & Martin Group

Company ID 278321

Invoice Number 12547608 11/05/2010

Branch: 02U San Francisco U Timesheets Atteched

BIII To:

Conservation & Liquidation Office Attn: Human Resources 425 Market Street Suite 2300 San Francisco, CA 94105 Attn:

**Human Resources** 

Week Ending	Name	Wage Type	Hours	Rate `	Amount
10/31/2010	Nocon, Susan	Regular	36.00	67.50	2,430.00

996.63005

996.63005.A131

2 11/18/2010 Majabi, Mahammed

Send to Jennifer Murphy on 11/22/2010 to be processed and paid by Golden State Mutual.

Per Regina on 11/22/2010, the check will be issued by CLO. INVOICE MEETS CONTRACT TERM AND CAP - Alan Gandhi - 11/22/2010

MATH CHECKED - Gandhi, Alan 11/16/2010

Subtotal	2,430.00
Plus Sales Tax	0.00
Sales Taxable Amount	0.00
If payment is made before 11/26/10, please pay	2,430.00
If payment is made after 11/26/10, please pay	2,575.80
REMIT TO: Dept 8761 Los Angeles, CA 90084-8761 FIN #33-0633164	
Thank you for your business!	

Ultimate LEDGENT ADAMS & MARTIN

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I certify that I worked the hours shown on this circl on the days indicated and that this card has been certified by a purson dish the limit is an entitled the Customer.

Ambassador Signature

As the Customer's authorized representative, I cartily that the staffing associate's hours shown un this time sheet are correct and that the work was purformed satisfactorily. I also confirm the Customer's agrountant to the terms stated on the reverse side of this form.

Gustomer Signatura

Roth Staffing Companies, L.P. Ultimate Staffing Services . Ledgent Adams & Martin Group

Company ID 702913 **Invoice Number** 12550353

**Invoice Date** 11/12/2010

Branch: 01U Century City U

Batch #119897 Doc# 78291

Bill To:

Conservation & Liquidation Office Attn: Toni Sanchez PO Box 26894 San Francisco, CA 94126-0894

Attn:

Toni Sanchez

Week Ending	Name	Wage Type	Hours	Rate	Amount
11/07/2010	Watts, Niya	Regular	40.00	22.50	900.00

996.63005

996.63005.A131

2 11/18/2010 Majahi, Mahammed

Send to Jennifer Murphy on 11/22/2010 to be processed and paid by Golden State Mutual.

Per Regina on 11/22/2010, the check will be issued by CLO. MATH CHECKED - Gandhi, Alan 11/16/2010

INVOICE MEETS CONTRACT TERM AND CAP - Alan Gandhi - 11/22/2010

Subtotal 900.00 0.00 Plus Sales Tax 0.00 Sales Taxable Amount 900.00 If payment is made before 12/3/10, please pay 954.00 If payment is made after 12/3/10, please pay **REMIT TO: Dept 8761** Los Angeles, CA 90084-8761 FIN #33-0633164 Thank you for your business!

For billing questions, please call: (714) 939-5999

Page 1 of 1 11/15/2010 11:31:43 AM



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To change the delivery mothod of your check,

	O. BOX 11057 RANGE, CA 92858-8157			p	please contact your branch office.				
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Roth Staffing Companies, L.P. Ultimate Staffing Services . Ledgent Adams & Martin Group

Company ID 28321

Invoice Number

Invoice Date

12550297 Branch: 02U San Francisco U

11/12/2010

Batch # 119898

BIII To:

Conservation & Liquidation Office Attn: Toni Sanchez P.O. Box 26894 Conservation & Liquidation Office San Francisco, CA 94126-0894

Attn:

Toni Sanchez

Doc# 78292

Week Ending	Name	Wage Type	Hours	. Rate	Amount
11/07/2010	Helmle, Brian	Regular	 40.00	21.88	875.20
11/07/2010	Shockley, Jonathan	Regular	40,00	21.88	875.20

996.63005

996.63005.A131

2 11/18/2010 Mojabi, Mahammed

Send to Jennifer Murphy on 11/22/2010 to be processed and paid by Golden State Mutual.

Per Regina on 11/22/2010, the check will be issued by CLO.

MATH CHECKED - Gandhi, Alan 11/16/2010

INVOICE MEETS CONTRACT TERM AND CAP - Alan Gandhi - 11/22/2010

Subtotal	1,750.40
Plus Sales Tax	0.00
Sales Taxable Amount	0.00
If payment is made before 12/3/10, please pay	1,750.40
If payment is made after 12/3/10, please pay	1,855.42
REMIT TO: Dept 8761 Los Angeles, CA 90084-8761 FIN #33-0633164	
Thank you for your business!	



To change the delivery VERI COVOS method of your check. P.O. BOX 11057 please contact your branch office. ORANGE, CA 92856-8157 Assignment # Employee ID Nama Company Name Report to CHECK ONE [] This is my first week on a new assignment or with a new supervisor. My Ambassador Timecard Supplement is attached. D This is not my first week on a new assignment and my Ambassador Supplement has been turned in for this assignment. □ Other ENTER ACTUAL HOURS WORKED PAINUS LUNCINTO THE NEAREST IM HOUR. PLEASE WRITE LEGIBLY TO AVOID ERRORS IN PROCESSING YOUR PAYCHECK. D,T. Hours Mon Tue Wod Thu Fri Sat Sun Woek-Ending Total Date: Hours t certify that I worked the hours shown on this card on the days Indicated and that this card has been certified by a person that I believe is an authorized representative of the Customer. Ambassador Signature As the Customer's authorized representative, I certify that the staffing associate's hours shown on this time sheet are correct and that the work was performed satisfactorily. I also confirm the Customer's agreement to the terms stated on the reverse side of this form. Customer Signature

ACCOUNTING DEPT.



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ver 6500 P.O. BO ORANG			3157	i me	To change the delivery method of your check, please contact your branch office.				
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Report	to		SU	SAL	<u> </u>	140	٧		
CHECK ONE  Check one									
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Custor	ner Sig			$\Delta \Omega$	N				
ACCOUNTING DEPT.									

Roth Staffing Companies, L.P. Ultimate Staffing Services • Ledgent Adams & Martin Group

Company ID 278321

Invoice Number

Invoice Date

12549552

11/12/2010

Branch: 02U San Francisco U Timesheets Attached

Batch # 119928

Bill To:

Conservation & Liquidation Office Attn: Human Resources

425 Market Street

Suite 2300

San Francisco, CA 94105

Attn:

Doc# 78318

**Human Resources** 

Week Ending	Name	Wage Type	Hours	Rate	Amount
11/07/2010	Nocon, Susan	Regular	40.00	67.50	2,700.00

996.63005

996.63005.A131

2 11/18/2010 Majahi, Mahammed

Send to Jennifer Murphy on 11/22/2010 to be processed and paid by Golden State Mutual.

Per Rigina on 11/22/2010, the check will be issued by CLO. MATH CHECKED - Gandhi, Alan 11/16/2010

INVOICE MEETS CONTRACT TERM AND CAP - Alan Gandhi - 11/22/2010

Subtota)	2,700.00
Plus Sales Tax	0.00
Sales Taxable Amount	0.00
If payment is made before 12/3/10, please pay	2,700.00
if payment is made after 12/3/10, please pay	2,862.00
REMIT TO: Dept 8761	
Los Angeles, CA 90084-8761 FIN #33-0633164	
Thank you for your business!	

For billing questions, please call: (714) 939-5999

Page 1 of 1 11/16/2010 3:26:53 PM





Ultimate LEDGENT ADAMS & MARTIN

To change the delivery

PO, BOX 11057 ORANGE, CA 92858-8157	please contact your branch office.
Assignment #	
Employee ID	
Report to	h. F.
CHECK C  I) This is my first week on a new essupervisor. My Ambassador Time of  I) This is not my first week on a ne  Ambassador Supplement has been  I) Other	ssignment or with a new ard Supplement is attached. w assignment and my
ENTER ACTUAL HOURS WORKED IMPRUS CL PLEASE WRITE LEGIBLY TO AVOID ERRORS	INCHI TO THE HEAREST IA HOLIR. HI PROCESSING YOUR PAYCHECK.

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Week-Ending Date: // // / / 0			Total Hours	;	40	dem		

I certify that I worked the hours shown on this card on the days indicated and that this card has been certified by a person that I believe is an authorized representative of the Customer.

Ambessador Signature

Ambassador Signatura\_

As the Customer's authorized representative, I certify that the staffing associate's hours shown on this time sheet are correct and that the work was performed satisfactority. I also confirm the Customer's agreement to the terms stated on the reverse side of the form.

**Customer Signature** 

ACCOUNTING DEPT.

#### Batch # 119892 Doc # 78286

Invoice

Roth Staffing Companies, L.P.

Ultimate Staffing Services • Ledgent

Adams & Martin Group

Company ID 278321

Invoice Number 12545729 Invoice Date 10/29/2010

Branch: 02U San Francisco U
Timesheels Alleched

Bill To:

Conservation & Liquidation Office Attn: Human Resources 425 Market Street Suite 2300 San Francisco, CA 94105 Attn:

**Human Resources** 

Week Ending	Name	Wage Type		Hours	Rate	Amount
10/24/2010	Nocon, Susan	· Regular	·>	36.00	67.50	2,430,00

996.63005

996.63005.A131

2 11/18/2010 Majabi, Mahammed

Send to Jennifer Murphy on 11/22/2010 to be processed and paid by Golden State Mutual.

Per Regina on 11/22/2010, the check will be issued by CLO.

MATH CHECKED - Gandhi, Alan 11/16/2010

INVOICE MEETS CONTRACT TERM AND CAP - Alan Gandhi - 11/22/2010

Subtotal	2,430.00
Plus Sales Tax	0.00
Sales Taxable Amount	0.00
If payment is made before 11/19/10, please pay	2,430.00
If payment is made after 11/19/10, please pay	2,575.80
REMIT TO:	
Dept 8761	
Los Angeles, CA 90084-8761	Α.
FIN #33-0633164	
Thank you for your business!	

As the Customer's authorized representative, I certify that the stelling associate's hours shown on this time sheet are correct and that the work was performed satisfactority. I also confirm the Customer's agreement to the terms stated on the reverse side of

' ACCOUNTING DEPT.

Customer Signature

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Batch # 120021 Doc # 78355

Invoice

Roth Staffing Companies, L.P.

Ultimate Staffing Services • Ledgent

Adams & Martin Group

Company ID 702913

Invoice Number 12552253

Invoice Date # 11/19/2010

Branch: 01U Century City U

Bill To:

Conservation & Liquidation Office

Attn: Toni Sanchez PO Box 26894

San Francisco, CA 94126-0894

Attn:

Toni Sanchez

Week Ending	Name	Wage Type	Hours	Rate	Amount
11/14/2010	Watts, Niya	Regular	40.00	22.50	900.00

11/28/2010 Majabi, Mahammed
 996.63005.A131
 Pearce, Scott 11/29/2010

voice Meets Contract Term and Cap, <Sharon Liang>12/1/2010

MATH CHECKED - Gandhi, Alan 11/23/2010

Subtotal 900,00
Plus Sales Tax 0.00
Sales Taxable Amount 0.00
If payment is made before 12/10/10, please pay 900.00
If payment is made after 12/10/10, please pay 954,00

REMIT TO:
Dept 8761
Los Angeles, CA 90084-8761
FIN #33-0633164

Thank you for your business!

Ultimate LEDGENT ADAMS & MARTIN

en <i>nyle</i>
EO. BOX 11057
ORANGE, CA 92856-8157

Staffing Associate Signature

Customer Signature \_

To change the delivery method of your check. please contact your branch office.

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Lo the Customer's authorized representative, certify that the staffing associate's hours shown on this type sheet are correct and that the work was performed satisfactority. Talso confirm the

Customer's agreement to the terms stated on the reverse side of

MUN

#### TERMS OF SALE

- Roth Steffing Companion, L.P. the Histories Steffing Services, Lections, and Adams & Marin Group is inventor resourced to as the "Company," Except as intelligence of the state Group in the property of the state grown function are intured temporary employment assignments. Corporate includes at arbitration, emilians, and partners. Octoberrar through its authorized representative, emilians that the artifung associate's frough short are correct and that the voice was professed entitle code, the correct and that the voice voice professed entitle code, takes, Constitutes that and that the voice voice professed entitle code, these Constitutes that the code and that the voice voice professed entitle code, these Constitutes and that the voice voice professed entitle code, these Constitutes and that the voice voice professed entitle code, these Constitutes and the Constitutes and the completion of termination of a steffing passection assignment.
- The Company charges on a wordry basis and irrevous are majorite upon receipt. At barrefus to Custumer (e.g., guarantere, free orientation, etc.) are in offset only when we have received payment within to days from the date shown on the irreduce. Customer shall promptly pay the Company lawrices, take four charges of 5% and liveres charges of 1.5% per mostly and of coffeeting and of coffeeting hardress, take four charges of 5% and liveres charges of 1.5% per mostly and of coffeeting hardress.
- Customer agrees that it will not entrust staffing associates with unattendent provises, cash, cheeks, keys, credit curts, menthandses, confidented or scale sector information, negotible instantabilis, or other velocities without the express prior written provises and cravour), and that it will not under the Company's offent statewisses and cravour), and that it will necessary suggests the premit any staffing associate to the particular or machinery, requested or menthanesty, requested of exercises for contents of services for white particular points and for Company's express pair written pointsalen. All calculates and costs associated with ears in oritisalent of the Company's staffing associates which from transborrance of this section shad be Constanted's responsibility.
- Customer will hald the Company franchiss from all classes and mate alising under occupational safety or health irws with separation or local contents a staffing associates associated in the Company's staffing associates associated by the Company's most responsible for flowly bond of aims not reported to them by Custamer in writing within 30 days what
- Customer agrees that to directly or inflandly cause or parties only stalling assertion assigned to Continuer by the Company to transfer to adold motify a payor, or to perform sondows for Customer which can the payor of any person or firm other than the Company identifies the terr of the stalling associated assignment to Customer and for 365 days after such assignment ands, or verylog any person referred to Customer by the Company, within a time period of 265 days attended to Customer by the Company, within a time period of 265 days attended to said referred, without the Company's septems without permession, if Customer violates this paragraph, then Customer also pay to the Company a few in the general of 30% of the stalling assertations for all resumable atomics asserts passed incurred to windows its rights instrumed to. The said of footback into the first of the employing the person directly, produced to produce it is rights instrumed to. The stall of the person directly, produced to produce it is existent. tess incurred to enforce its rights hereunder. Therefor includes, but is and fritted to; employing the person directly, parchasting the person's services as a recreasing payed on teleand employate of an experiment, other from the Company for autisticities the same who assignment; othering the person's services through any adeparticult contractor, especial feether, and other through the contractor of consisting catalonathy; or employee, supposing, endowing, landming, or experienced in the transition participation are recreationally of anyther organization, visualities or that the person is later assigned to featurement.
- if Customer bices through untuits must payted, or emprise as an independent contractor, a staffing associate after the staffing associate has swafted at Customer's facility for at least 770 hours in any 12 month period, with no treat in search, the Company shall wone any placement lee, contractor, or Regulated changers, president that Customer has paid to the Company all knowled associates for such staffing associates. In the exonst first Customer lines or organize as an independent contractor any staffing associates price to such 720 hour period. Customer shall pay in the Company a fee calculated at 1% per thousand of the associate shall pay in the company a fee calculated at 1% per thousand of the associate of the same of the

Your accompance of referrals from This Company constitutes your agreement will our fee scheilule.

Gross Margin is defined as the Rill Bate less the Pay Rate + Payroli Costs thindes and state taxes, Worker's Correpctability expenses told and trisscalianeous employee benefit custor for the time the stating associate

**LHUXA** 

Roth Staffing Companies, L.P. Ultimate Staffing Services · Ledgent Adams & Martin Group

Company ID 28321

Invoice Number 12552189 \_\_ 11/19/2010

Invoice Date

Branch: 02U San Francisco U

BIII To:

Conservation & Liquidation Office

Attn: Toni Sanchez P.O. Box 26894

Conservation & Liquidation Office San Francisco, CA 94126-0894

Attn:

Toni Sanchez

***************************************	Week Ending	Name	Wage Type		Hours	Rate	Amount
**	11/14/2010	Helmle, Brian	Regular		40.00	21.88	875.20
-	11/14/2010	Shockley, Jonathan	Regular	-	40.00	21.88	875.20

2 11/28/2010 Majabi, Mahammed

996.63005.A131

2 Pearce Scott 11/29/2010

voice Meets Contract Term and Cap, <Sharon Liang>12/1/2010

MATH CHECKED - Gandhi, Alan 11/23/2010

Subtotal Plus Sales Tax Sales Taxable Amount if payment is made before 12/10/10, please pay If payment is made after 12/10/10, please pay

> **REMIT TO:** Dept 8761 Los Angeles, CA 90084-8761 FIN #33-0633164

Thank you for your business!

For billing questions, please call: (714) 939-5999

Page 1 of 1 11/22/2010 2:50:52 PM

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1,750.40

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Customer's agreement to the terms stated on the reverse side of this form.								:		
U	Customer Signature /// U/A ACCOUNTING DEPT.									j



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**POLBOX 11057** 

To change the delivery method of your check,

please contact your

ORANGE, CA 92856-8157	Disner office.
Assignment #	
Employee ID  Ilarne JANATHAN  Company Name CLO	Shockley
Company Name CLO Report to SUSAN NO	CON
CHECK ONE : This is my first week on a new assign supervisor. My Ambassador Timecard This is not my first week on a new a Ambassador Supplement has been turn : Other	nment or with a new Supplement is attached, asignment and my

FITTEL ACTUAL POURS WORKED MINUS LUNCHT TO THE NEAREST 1/4 HOUR, PAFAGE WHITE LEGIBLY TO AVOID ERRORS IN PROCESSING YOUR PAYCHECK.

								ARTON AND ADDRESS.
	Date Worked	Yîme ta		Time in (Lunch)		Reg. Hours	O,Y,	D.Y. Hours
Mon	1/8	8	11:45	17:30	4:45	8		
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Date:	111/1	4/	Q	Hour	3			

I certify that I worked the hours shown on this card on the days indicated and that this card has been certified by a person that I believe is an authorized representation of the Cystomer.

Staffing Associate Signature 1

As the Customer's authorized representative, I certify that the staffing associate's hours shown on this time sheet are correct and that the work was performed salisfectorily. I also confirm the Customer's agreement to the terms stated on the reverse side of the form

Customer Signatura \_\_\_\_\_\_.

#### **TERMS OF SALE**

- 1. Roth Stalling Comparies, i. Il the utilimeter Staffing Services, Ledgent, and Adams & Marin Group is heresfeer referred to as the "Company," Except as modified sepretary in writing, those tentile govern Contenne's comparied and future temposery employment assignments. Customer incides as substitieties, affectes, and partners. Customer, through its authorized representative, certifies that the realizing associate's bours shown on higher time sheet are correct and that the write was performed antifactorily. Also, Customer shall notify the Company transferlety of the compation or termination of a staffing associate's bound.
- 2. The Company charges on a weekly lastis and thronces are payable upon receipt. All benefits to Custumer sing., guarantees, they orientation, each are in affect only when we have received payment width to days from the fator shown on the tenoles. Custumer shall promptly pay the Company invivous, but fee tharges of 6% and finance charges of L5% payments and all collection less, attempty's free and cases cases on all impaid believes.
- 3. Customer agrees that it will not entrust stating associates write unetained prevaisals, cash, checks, keys, credit cards, merchandse, confidential or trade accrot information, negotiable instruments, or other valuables without the express prior written permission and centrol, and that it will not company and either supervision and centrol, and that it will not receive to permit any staffing associate to use any vehicle or matherity registries of unmarkup, in notification with the politoriance of services for Customer, without the Company's reprins pile written permission, all chains and costs associated with acts or ordisalters of the Company's staffing associates attached into purpositiveness of this section shall be Construent's responsibility.
- 4. Customer will high the Company learniess from all claims and costs ething under occupational salary or health laws with respect to the Company's staffing associates assigned to it. The Company is not responsible for fishing learning associates assigned to it. The Company is not responsible for fishing to it dismiss not reported to them by Customer in whiting within 30 days after
- 5. Customer agrees not to directly or advectly cause or permit any estaling associate assigned to customer by the Company to transfer to another entity's paying, or to perform sorvices for Customer while or the payor) of any person or firm other than the Currylany challed the setting associate's assignment to Customer and for 365 that after such estallment ends, or intrody, any person referred to Customer by the Corphany, within a time period of 365 days autosequent to said relently, without the Company's express written permission, if Customer by the amount of 30% of the staffing associate's annualized companys in the day amount of 30% of the staffing associate's annualized compensation, plan all custs of coffection suffer enhancement for all associate's an exemption at the staffing associate's annualized compensation, plan all custs of coffection suffer enhancement for all associate's traveless, is an enemotic of compens and process of compensation and process of compensation of the person directly, part chasting the person's services as a temporary payorities of a least analysis of an angulation when then the Company for substantially the same work assignment observing the person's services through any independent convector, against facilities of consulting relationship of servinging, supposating, endured, to include any person as a temporary payory. Indiffusion or consulting relationship of servinging, supposating, endured, burnelled or consulting relationship of servinging to person, and the person of the person
- 6 If Customer time density note its own paged, or engages as an independent contractor, a staffing essociate after the staffing associate has weaked at Customer's landing for at least 720 hours in any 12-month period, with no break it service, the Company shall warre any placement lest connection, or flugitized dimarges, provided that Customer has paid to the Company all associate amounts for such staffing associate, in the event that Customer lates or ongages as an independent contractor any staffing associate plate to such 720-hour period. Obtainer shall pay to the Company a fee excellent of at 1% per thousand of the annualized safety of the engitypes, up to 30%, less any Gross telepin's paid to date on that assignment.

'Ann accommics of inferrals from the Company commines your enterthant with our fee schedule.

Gross Marghi is defined as the 118 Pate lens the Pay Reto + Payer? Costs freducal and state taxes. Whelen's Companisation expenses paid and muccaleneous employous benefit costs) for the time the staffing associate worked at Customer.

'AR CZAR



CALIFORNIA INSURANCE COMMISSIONER

Conservation & Liquidation Office

P.O. Box 26894

San Francisco, Galifornia 94126-0894 Tel: 415,676,5000 | Fax: 415,676,5002 ADDRESS# 8859 **VENDOR COPY** Stub 1 of 1

Check No. 00066551 Cate

12/6/2010

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nvoice Date	Invoice Number	Description	Voucher#	Amount Paid

THE FACE OF THIS CHECK IS PRINTED GREEN - THE BACK CONTAINS A SIMULATED WATERMARK



GALIFORNIA INSURANCE COMMISSIONER

Conservation & Liquidation Office

P.O. Box 26894 San Francisco, California 94126-0894 Tel: 415.676.5000 | Fax: 415.676.5002

UBOC Accounts Payable Union Bank of California 400 California Street San Francisco CA 84104

Check No. Date .

12/6/2010

NOT VALID AFTER 160 DAYS

30 .

THE ORDER **Ultimate Staffing Services** 

Los Angeles CA 90084-8761

AMOUNT OVER \$20,000,00 REGUNES TWO SIGNATURES

Dept 8761

#000E555# #\$\$\$000497# 33800\$300\$

Batch # 120020 Doc # 78354

Invoice

Roth Staffing Companies, L.P.

Ultimate Staffing Services • Ledgent

Adams & Martin Group

Company ID 278321

Invoice Number 12553187

**Invoice Date** 11/19/2010

Branch: 02U San Francisco U

Bill To:

Conservation & Liquidation Office Attn: Human Resources

425 Market Street

Suite 2300 -

San Francisco, CA 94105

Attn:

**Human Resources** 

Week Ending	Name	Wage Type	Hours	Rate	Amoun
? 11/14/2010	Nocon, Susan	Evnonses	1.00	1,091.94	1,091.94
996,65018.A131		Expenses		, 1,001.01	1

MATH CHECKED - Gandhi, Alan 12/1/2010

# Please see back up for more detail signatures and contract check.

Subtotal	1,091.94
Plus Sales Tax	0.00
Sales Taxable Amount	0,00
if payment is made before 12/10/10, please pay	1,091,94
If payment is made after 12/10/10, please pay	1,157.46
REMIT TO: Dept 8761 Los Angeles, CA 90084-8761 FIN #33-0833164	
Thank you for your business!	



#### Travel and Business Expense Report

Employee: Susse Nocce

Period Covered: November 8 ture November 14, 2010

ACCT-01 #

Cross milarerice subortisation number
from Travel Authorization Request from

DATE	PLACE/OCCASION	I				DRYATION		HOTEL	MEALS	SHONE	INCOTLS	TOTAL
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ACCT-02 01,20,10

11/24/2010 11:21:12 AM



#### Travel and Business Expense Report

,	Employee	s; Susza Nacca			Perk	of Covered	: November	thru Novem	ber 7, 2010	ACCT-01	d ika budione	ulon o cobe
	Departmen	f:			Esta	le Charge	996.6	3005	<b>-</b>		Authorization	
DATE	PLACE/OCCASION			GROVH	D TRANSP	ORTATIO	N	HOTEL.	MEALS	PHONE	INCUTES	TOTALS
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		10.07	Driven 38.14	<del>                                     </del>	<del> </del> -	<del>                                     </del>			<del> </del> -			\$19.07
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11/1	From Los Asgeles to Campon Country From Cusyon Country to Los Angeles	19.07	38.14	<del> </del>	<del> </del>	<del> </del>	<del> </del>	<del> </del>	<del> </del>			\$19,07
11/2	From Los Angeles to Canyon Country	19.07	38.14		1	t	<del> </del>	<del> </del>	<b>†</b>	***************************************		\$19.07
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110	From Los Angeles to Canyon Country	19.07	38,14			<b> </b>	1	ļ				\$19.07
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**CALIFORNIA INSURANCE COMMISSIONER** Conservation & Liquidation Office

P.O. Box 26894 Sen Francisco, California 94126-0894 Tel: 415.676.5000 | Fex: 415.676.5002

ADDRESS# 8859 **VENDOR COPY** Stub 1 of 1

Check No. 00066592 Date 12/13/2010

	Invoice Number	Description :	· Voucher#	Amount Pal
11/19/2010	12551450	S. NOCON W/E 11/14/10	PV78409 .	2,700.0
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ior: Ultimate	Staffing Services	Check Total		2,700.00



Californià insurance commissioner Conservation & Liquidation Office

UBOC Accounts Payable Union Bank of California . 400 California Street San Francisco CA 94104

Check No.

00066592 1158 1210

12/13/2010

Pay Exactly.

NOT VALID AFTER 180 DAYS

\$\*\*\*\*2,700.00

OF

THE ORDER

**Ullimate Staffing Services** 

Dept 8761

Los Angeles CA 90084-8761

AMOUNT OVER \$20,000.00 REQUIRES TWO SIGNATURES

#00066592# #121000497# 2380013005#

#### Batch # 120103 Doc # 78409

Invoice

Roth Staffing Companies, L.P.

Ultimate Staffing Services • Ledgent
Adams & Martin Group

Company ID 278321

Invoice Number 12551450

**Invoice Date** 11/19/2010

Branch: 02U San Francisco U Timeshaels Atlached

Bill To:

Conservation & Liquidation Office Attn; Human Resources 425 Market Street Suite 2300 San Francisco, CA 94105 Attn:

**Human Resources** 

Week Ending	Name	Wage Type	Hours	Rate	Amount
11/14/2010	Nocon, Susan	Regular	40.00	67.50	2,700.00

996.63005.A131

2 12/1/2010 Mojabi, Mohammed

De Pearce, Scott 12/9/2010

voice Meets Contract Term and Cap, <Sharon Liang>12/9/2010

#### MATH CHECKED - Gandhi, Alan 11/30/2010

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Subtotal	2,700.00
Plus Sales Tax	0.00
Sales Taxable Amount	0.00
if payment is made before 12/10/10, please pay	2,700.00
If payment is made after 12/10/10, please pay	2,862.00
REMIT TO: Dept 8761 Los Angeles, CA 90084-8761 FIN #33-0633164	
Thank you for your business!	

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#### TERMS OF SALE

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ULTIMATE STAFFING

1/1/30/2010 21/3:86 PM



CALIFORNIA INSURANCE COMMISSIONER

Conservation & Liquidation Office

P.O. Box 26894

San Francisco, California 94126-0894

ADDRESS# 8859 **VENDOR COPY** Stub 1 of 1

Check No. 00066753

	Invoice Number	Description	Voucher# "	Amount Pak
12/3/2010	12555901	B.HELMLE & J.SHOCKLEY	PV78610	875.20
2/3/2010	12555967	N.WATTS W/E 11/28/10	PV78611	540.00
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CALIFORNIA INSURANCE COMMISSIONER

P.O. Box 26894 ....

San Francisco, California 94126-0894, 🖫 Tel: 415.676.5000 | Fax: 415.676.5002

- UBOC Accounts Payable Union Bark of California 400 California Street -San Francisco CA 94104

Check No.

<sup>1</sup>1/10/2011 \*\*\*<sup>\*\*</sup>\*\*

Date"

NOT VALID AFTER 180 DAYS

\$\*\*\*\*1,415.20

Ultimete Staffing Services

Dept 8761

Los Angeles CA 90084-8761

ORDER OF

### Invoice

Roth Staffing Companies, L.P.

Ultimate Staffing Services • Ledgent

Adams & Martin Group

Company ID 28321

Invoice Number 12555901 Invoice Date

12/03/2010

Branch: 02Ú San Francisco U

BIII To:

Conservation & Liquidation Office

Attn: Toni Sanchez P.O. Box 26894

Conservation & Liquidation Office San Francisco, CA 94126-0894

Attn:

Toni Sanchez

Batch # 120404 Doc # 78610

Week Ending	Name	Wage Type	Hours	Rate	Amouni
11/28/2010	Helmle, Brian	Regular	16.00	21,88	350,08
11/28/2010	Shockley, Jonathan	Regular	<i>→</i> 24.00	21,88	525.12

996.63005.A131

3 1/2/2011 Majabi, Mahammed

2 Pearce, Scott 1/4/2011

#### MATH CHECKED - Gandhi, Alan 12/16/2010

Subtotal 875.20 voice Meets Contract Term and Cap, <Sharon Liang>1/4/2011 0.00 Plus Sales Tax 0.00 Sales Taxable Amount If payment is made before 12/24/10, please pay 875.20 927.71 If payment is made after 12/24/10, please pay **REMIT TO: Dept 8761** Los Angeles, CA 90084-8761 FIN #33-0833164 Thank you for your business!

For billing questions, please call: (714) 939-5999

Page 1 of 1 12/13/2010 10:36:18 AM



To change the dolivery

EO, BOX 11057 ORANGE, CA 92856-8157	please contact your branch office.
Assignment #	
Harne Brian Helm Company Name CLO Report to SUSQU A	
CHECK  This is my first wook on a new supervisor. My AmbassadorTime This is not my first week on a nambassador Supplement has been Other	ONE sssignment or with a naw scard Supplement is attached. sw assignment and my
THE RACTUAL HOURS WORKED GAINUS IN FASE WRITE LEGIBLY TO AVOID ERBOR	LUNCHITO THE NEAREST 1/4 HOUR. S IN PROCESSING YOUR PAYCHECK

	Date Worked	Time In	Time Out (Lunch)	Time in (Lunch)	Time Out	Rog. Haurs	O.T. Hours	D.T. Hours
Mon	1/12	80	11:45	12:30	4.45	8		
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Week Date:	-Endin	g 87.	10.	Total Hour	<b>.</b>	16	N.	

I certify that I worked the hours shown on this card on the keys indicated and that this card has been certified by a person that I believe is an authorized representative of the Custopper

Staffing Associate Signature

As the Customer's authorized representative, I certify that the staffing associate's hours shown on this time sheet are correct and that the work was performed satisfactorily. I also confirm the Customer's agreement to the terms stated on the reverse side of this form.

		RANUP	
Customer Signature	 3		3

#### TERMS OF SALE

- 1. Roth Staffing Companion, Life the Utilizate Staffing Shrivions, Ledgert, and Arbitras & Martin. Group is Inventor referred to an the "Company," Except as modified subpratedy in widing, theren terms govern Construint's out planed and future temporary employment assignments. Customer includes all studies, affaires, and partners. Customer, through its authorized representative, cartifies that the staffing associate's facult where on history rime sheet are correct and that the work was performed residentive. Alan, Customer still notify the Company immediately of the completion or terminative of a staffing association assignment.
- 2. The Crampany thanges on a weekly basis and arches are popular upon receipt. All benefits to Customer ling., persenters, free origination, etc.) are in uffect only when two have received payment within to days from the thoto shown on the arraice. Customer shell promptly pay the Companience, late for distribute of 6% and fluence charges of 15% per month and all collection least, attornay's least and customer costs on all separationary.
- 3. Customer agrees that it will not ensured staffing associates with one certified premisers. Cash, checks, ways, creeks config, manifestudes, confidented or trado secret information, negotiable instruments, or when wabakes without the express pine withen partriastered to control, and that it will not request or permit any staffing associate by tree any waited or manifesturing regardless of overestable, in connection with the porformance of instruments for Customer, without the Company's express piter written purmission. All dakins and couls associated with acts or unlasters of the Conquery's staffing standard secretary and the contrast of the Conquery's staffing and couls associated with acts or unlasters of the Conquery's staffing associated with acts or unlasters of the Conquery's couls one staffing from nonobservance of this section stead he Customer's responsibility.
- 4. Customer will include the Company hourshose from all chains and nosts while under occupational safety or health laws with respect to the Company's staffing associates assigned to it. The Company's text resourced a for fidelity lead claims not reported to them by Customer in whiting within 30 days after the content of the content
- 5. Customer regress not to rivestly or initiratly batter or permit any stalling associate assigned to Customer by the Company to trainler to available associate assigned to Customer by the Company to trainler to available entry approach or perform services for Costomer White on the payed of any person of firm calies than the Company during the testin of the staffing associated as assignment ends, or unphys any person referred to Customer With Company, visitin a time period of 255 days subcompany to the Company approach and pay in the Company is feel to the widout the Company's express written permission. If Customer Vedens with person of 20% of the staffing associated acquaints in the contract vedens around of 20% of the staffing associated acquainted company as feel to the testing associated acquainted company as feel to the testing and contract of collection and/or reinfluencement for all executable informers feel includes, but to test ferrited to employing the person directly push among the person's services are though any independent contractor, according to a starting or consulting materials designed as a component, psycholial or leased employees of the organization other than the Company for substantishy the some work assignment, charged, facility staffing or consulting materials designed as a component of the contraction, acquired to consider the formers in the person's complete or consultation in the person's complete of a staff and the Consumer.
- 8. If Consumer times remotive enturing exemption, a sengingent as an interpreted contractor, a staffing associate after this stelling associate hims version of Consumer's lacidity for an least 720 feature in any 12-member less, correspondent, or lacidated elements, seconded that Constained less paid to the Company all invested amounts for such surface associate, in the event that Constainer less or ungages as an independent convector any staffing associate prior to such 720-least periors, Constainer shall pay to this Company a fee excellent at 1% per thousand of the amendated sades of the employee, up to 30%, loss any Gross lessing paid to rate on that assignment.

"for businesses of referral's frunt live Company constitutes year appressent with our fire extendes.

Gross Megiti is defined as the BB Pate links the Pay Rate is Payroll Costs (federal and state taxes, Worker's Conspensation expenses paid and costs annuals employee benefit costs) for the time the stelling associate worked at Costonia.

AFH RYCE



To change the delivery method of your check, please contact your YER 09/08 PO. BOX 11057 brench office. ORANGE, CA 92856-8157 Assignment # Employee ID Name . Company Name NOCON Report to \_SUSAN CHECK ONE If This is my first week on a new assignment or with a new supervisor. My Ambassador Timecerd Supplement is attached. If this is not my first week on a new assignment and my Ambassador Supplement has been turned in for this assignment. Other . ENTER ACTUAL HOURS WORKED MINUS LUNCH TO THE NEAREST 1/4 HOUR. PLEASE WRITE LEGIDLY TO AVOID ERRORS IN PROCESSING YOUR PAYCHECK. Reg. Hours Out in (Lunch) (Lunch) Hours Out 1245 1445 Mon 12:45 Tue 12:454-4 Wed Thu Fri Sat Sun Total Week-Ending Date: [1] 28/10 Hours Date:\_\_\_ I certify that I worked the hours shown on this card on the days Indicated and that this card has feen portified by a carson that believe is an authorized representable of the (luctories). Ambassador Signature\_ As the Customer's authorized representative, I certify that the staffing associate's hours shown on this time sheet are correct and that the work was performed satisfactorily. I also confirm the Customer's agreement to the terms stated on the reverse side of this form. Customer Signature .

ACCOUNTING DEPT.

#### Batch # 120405 Doc# 78611

## Invoice

Roth Staffing Companies, L.P. Ultimate Staffing Services . Ledgent Adams & Martin Group

Company ID 702913

**Invoice Number** 12555967 \_\_\_\_ 12/03/2010

invoice Date

Branch: 01U Century City U

Bill To:

Conservation & Liquidation Office

Attn: Toni Sanchez PO Box 26894

San Francisco, CA 94126-0894

Attn:

Toni Sanchez

Week Ending	Name .	Wage Type		Hours	Rate	Amoun
11/28/2010	Watts, Niya	Regular	1	24.00	22.50	540.00
996	63005.A131	•				

🔌 1/2/2011 Majabi, Mahammed

2 Pearce, Scatt 1/4/2011

### MATH CHECKED - Gandhi, Alan 12/16/2010

pice Meets Contract Term and Cap, <sharon liang="">1/4/201</sharon>	Subtotal	540.00
side Meets Contract Term and Cap, Shardin Clarity 114/201	Plus Sales Tax	0.00
	Sales Taxable Amount	0.00
If payment is made b	efore 12/24/10, please pay	540.00
If payment is made	after 12/24/10, please pay	572.40
	REMIT TO:	
	Dept 8761	
LO	s Angeles, CA 90084-8761 FIN #33-0633164	
Thank you f	or your business!	



To change the delivery method of your check, NER OFFER please contact your brench office. P.O. BOX 11057 ORANGE, CA 92856-8167 Assignment # Employee<sub>i</sub>ID Name \_ Company Nacte Report to CHECK ONE This is my lifet week on a new assignment or with a new supervisor. My Ambassador Timecard Supplement is attached. This is not my first week on a new assignment and my
 Ambassador Supplement has been turned in for this assignment. ENTER ACTUAL HOURS WORKED IMINUS LUNCH TO THE NEAREST 1/4 HOUR. PLEASE WRITE LEGIBLY TO AVOID ERRORS IN PROCESSING YOUR PAYCHECK. Hours. Mon Tue Wed Thu Sat Sun Total Week-Endings Hours Date: I certify that I worked the hours stoying on this onto on the days indicated and that this card has that the day of the stoying of the person that I bolieve is an authorized rep Ambassador Signature As the Customer's authorized representative, I certify that the staffing associate's hours shown on this time sheet are correct and that the work was performed satisfactorily. I also confirm the Customer's agreement to the terms stated on the reverse side of this form.

ACCOUNTING DEPT.

12...

Roth Staffing Companies, L.P.
Ultimate Staffing Services • Ledgent
Adams & Martin Group

Company ID 28321

Invoice Number 12557838 Invoice Date 12/10/2010

Branch: 02U San Francisco U

Bill To:

Conservation & Liquidation Office

Attn: Toni Sanchez P.O. Box 26894

Conservation & Liquidation Office San Francisco, CA 94126-0894 Attn:

Toni Sanchez

Week Ending	Name	Wage Type	Hours	Rate	Amount
12/05/2010	Helmle, Brian	Regular	40.00	21.88	875.20
12/05/2010	Shockley, Jonathan	Regular	40.00	21.88	875.20

996.63005.A131

D'Mojabi, Mohammed 1/1/2011

D'Pearce, Scatt 1/4/2011

Alan:

PLs check with Mohammed to ensure he agrees with navment THx

MATH CHECKED - Gandhi, Alan 12/23/2010

Subtotal	1,750.40
Plus Sales Tax	0.00
es Taxable Amount	0.00
2/31/10, please pay	1,750.40
2/31/10, please pay	1,855.42
REMIT TO:	
FIN #33-0633164	
ır businessi	
	les Taxable Amount 12/31/10, please pay 12/31/10, please pay REMIT TO: Dept 8761 ples, CA 90084-8761

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Ultimate LEDGENT ADAMS & MARTIN

ruoxia
P.O. BOX 11057
OFFANGE, CA 92858-8157

Customer Signature ...

To change the delivery method of your check, please contact your branch office.

STATE OF THE PARTY		AND DESCRIPTION OF THE PARTY OF	STREET, SOUTH					Statisticanora		
Assign	Assignment #									
Emplo	Employee ID SHOCKLEY									
Name JONATHAN STILL										
Company Name CCON										
Repon	to	<u></u>	<u> 154</u>	<u>~~</u>	<u> </u>	<u> </u>				
Support Ambi	CHECK ONE  I This is my first week on a new assignment or with a new supervisor. My Ambassador Timeoard Supplement is attached.  This is not my first week on a new assignment and my Ambassador Supplement has been turned in for this assignment.  I Other									
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As the Customer's authorized representative, I certify that the										
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### TERMS OF SALE

- Roth Staffing Companies, L.P. cha Ultimato Staffing Services, Ledgert, and Adams & Marin Group is hereafter telestrated to as the "Company," Except as reading a separately in valida, these terms queen Customer's completed and future temporary employment assignificate. Customer includes at subsidiates, affiliates, and partners, Customer, through its subsidiate representative, curities that the attaining associate's luture shown on lighter time sheet are correct and that the work was performed spitiafactomy. Also, Customer shall indiffy the Company timedically of the correlation or termination of a staffing associate's assignment.
- 2. The Company tharges on a weakly basis and invoices are payable upon receipt. All hereful to Outcomer lead, guarantees, free edentation, single are in effect only when we have received payment within 10 days from the state shown on the twoice. Customer shall promptly pay the Company invoices, late fee charges of 6% and heaven disages of 15% per month and all subscions fees, attorney's fees and court costs on all unpaid between.
- Cuntorner egises that it will not entired stelling associates and unentended printiples, cash, checks, keys, credit codes, merchanises, confidential or trade secret informatical negociative instruments, or other valuables without the express prior written permission of the Company and then only under the Company's direct supervision and control, and that it will not request or permit any staffing associate to lies any validate or materially request or permit any staffing associate to lies any validate or materially request of permit any staffing associates and the performance of services for the company's express prior written permitsion, and to staffing and custs associated with acus or unvisitions of the Company's staffing associates adalty from nonohiseryance of this section shall be Customer's responsibility.
- Customer will haid the Company harmless from all claims and costs arising inder occupational salary or health laws with asspect to the Conspany's astalling associates, assigned to h. The Company is not responded for inserting usual claims not reported to them by Ossturner in writing within 30 days after form. occurrence.
- Outcomes agreed not to directly or indirectly cause of jurnit any staffing associate seeigned to Customes by the Company to banefar to enother country's payed, or to perform sorvices for Customer while on the payed of country approach or to perform sorvices for Customer while on the payed of country approach or firm to the other country staffing the term of the staffing associated assignment outly, or employ any persons referred to Distomer by the assignment cude, or employ any persons referred to Distomer by the assignment cude, or employ any persons referred to Distomer by the assignment cude, or employ any persons referred to Distomer by the assignment cude, or employ any express vertices permission. If Customer violates without the Company's express vertices permission. If Customer deals in the amount of 30% of the stelling associate's assurable deministration, plus and considered to offsection arther similar for all resistantly extended company in the configuration of a resistantly in the company to enforce it is the person of the configuration of the person in the configuration.
- If Customer likes already rate in care payed, or emphase as an independent customers, a stalling associate after the stelling associate has worked at Customer's facility for at least 120 hours in any 12-munds poned, with no break in partice, the Company shall want any placement lee, correspondent, or bouldated demayes, provided that Customer has paid to the Company of arreaded amounts for such staling associate, in the event that Company of arreaded amounts for such staling associate, in the event that Company of arreaded as an independent contractor any stalling associate prior to such 720-hour period, Outsomer sind pay to the company a fee calculated at 1%, per thousand of the annualized salery of the employee, up to 30%, less any Gross Margins' paid to date on that assignment.

Your accompance of referrals front the Company constitutes your agreement with our fee artiodals.

Great Margin is duffined as the Bift Rate leas the Pay Rote + Payed Costs floderal and make taxes, Worker's Compensation expenses paid and mascellaneous employee benefit costs for the time the staffing associate weeken at Custome.

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Butch # 120584 Doc # 78748

Invoice

Roth Staffing Companies, L.P.
Ultimate Staffing Services • Ledgent
Adams & Martin Group

Company ID 702913

Invoice Number 12557897 12/10/2010

Branch: 01U Century City U

BIII To:

Conservation & Liquidation Office Attn: Toni Sanchez PO Box 26894 San Francisco, CA 94126-0894 Attn:

Toni Sanchez

Week Ending	Name .	Wage Type	Hours	Rate	Amount
12/05/2010	Walts, Niya	Regular	40.00	22.50	900.00
l is m	gjabi, Mahamm	ed 1/7/2011			

996.63005.A131

2 Pearce, Scott 1/4/2011

### MATH CHECKED - Gandhi, Alan 12/23/2010

	Subtotal	900.00
voice Meets Contract Term and Cap, <sharon liang="">1/11/2011</sharon>	Plus Sales Tax	0.00
Sal	es Taxable Amount	0.00
If payment is made before 1	900.00	
If payment is made after 1	2/31/10, please pay	954.00
Los Ange	REMIT TO: Dept 8761 des, CA 90084-8761 FIN #33-0633164	
Thank you for you	ır businessi	
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To change the delivery

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Roth Staffing Companies, L.P.

Ultimate Staffing Services • Ledgent

Adams & Martin Group

Company ID 278321

Invoice Number

Invoice Date

12557133

بر 12/10/2010

Branch: 02U San Francisco U Timesheels Alteched

Bill To:

Conservation & Liquidation Office Attn: Human Resources 425 Market Street Suite 2300 San Francisco, CA 94105

D Majabi, Mahammed 1/7/2011

Attn:

**Human Resources** 

Week Ending	Name	Wage Type	Hours	Rate	Amoun
12/05/2010	Nocon, Susan				
. 1	·	Expenses	1.00	241.79	241.79
		Regular	40.00	67.50	2,700.00
/					
	•	996.65018.A131	and the same of th		
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ر الحلا	Pearce, Scott 1,	/4/2011.			,

MATH CHECKED - Gandhi, Alan 1/3/2011

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voice Meets Contract Term and Cap, <sheron liang="">1/11/2011</sheron>	Subtotal	2,941.79					
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Sale	es Taxable Amount	0.00					
If payment is made before 1	2,941.79						
If payment is made after 1	2/31/10, please pay	3,118.30					
Los Ange	REMIT TO: Dept 8761 les, CA 90084-8761 FIN #33-0633164						
Thank you for you	r business!						

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it Adams&Martin :

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supervisor, My Ambassador Timecard Supplement is attached.											
This is not my first week on a new assignment and my     Ambassador Supplement has been turned in for this assignment.     Other											
ENTER ACTUAL HOURS WORKED MINUS LUNCH TO THE NEAREST I/A HOUR. PLEASE WRITE LEGIBLY TO AVOID ERRORS IN PROCESSING YOUR PAYCHECK.											
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#### Travel and Business Expense Repor

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ACOT-02 01.20,10

Batch # 120567 Doc # 78734

Invoice

Roth Staffing Companies, L.P.

Ultimate Staffing Services • Ledgent

Adams & Martin Group

Company ID 702913

Invoice Number 12559807

12/17/2010

Branch: 01U Century City U

Bill To:

Conservation & Liquidation Office

Attn: Toni Sanchez PO Box 26894

San Francisco, CA 94126-0894

Attn:

Toni Sanchez

Week Ending	Name	Wage Type	Hours	Rate	Amount
12/12/2010	Watts, Niya	Books	40.00	00.00	900.00
1		Regular	40.00	22.50	900.00
/					

996.63005.A131

3 Majabi, Mahammed 1/7/2011

Dearce, Scott 1/4/2011

MATH CHECKED - Gandhi, Alan 12/22/2010

Subtotal 900.00 Ivoice Meets Contract Term and Cap, <Sharon Liang>1/11/2011 0.00 Plus Sales Tax Sales Taxable Amount 0.00 If payment is made before 1/7/11, please pay 900.00 954.00 If payment is made after 1/7/11, please pay **REMIT TO:** Dept 8761 Los Angeles, CA 90084-8761 FIN #33-0633164 Thank you for your business!





VER 0468 P.O. BOX 11057

To change the delivery method of your check, please contect your

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Dutch # 120569 Doc# 78736

Invoice

Roth Staffing Companies, L.P. Ultimate Stalling Services . Ledgent Adams & Martin Group

Company ID 28321 invoice Number 12559746

Invoice Date 12/17/2010 Branch: 02U San Francisco U

Bill To:

Conservation & Liquidation Office Alto: Toni Sanchez

Attn: Ton! Sanchez

P.O. Box 28894 Conservation & Liquidation Office San Francisco, CA 94128-0894

	Week Ending	Namo	Wage Type	Hours	Rafe	Amount
Ŷ	12/12/2010	Halmie, Brian		*******	<del>"   '   '   '                           </del>	· •••
		<b></b>	Regular	 40.00	21.88	875,20
1	12/12/2010	Shockley, Jonathan	Regular	 40.00	21.88	875.20

996,63005.A131

2 Majaki, Mahammed 1/1/2011

2 Parce, Scott 1/4/2011

MATH CHECKED - Gandhi, Alan 12/23/2010

Subtotal rolea Ments Contract Term and Cap, <Sharon Liang>1/11/2011 Plus Sales Tax Sales Taxable Amount

If payment is made before 177/11, please pay If payment is made after 177/11, please pay

REMIT TO: Dept 8761 Los Angeles, CA 90084-8761 FIN #33-0833164

Thank you for your business!

For billing questions, please cel: (714) 939-5999

Page 1 of f

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Customer Signature \_



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Batch # 120568 Doc # . 78735

Invoice

Roth Staffing Companies, L.P.
Ultimate Staffing Services • Ledgent
Adams & Martin Group

Company ID 278321

Invoice Number 12559054 Invoice Date 12/17/2010

Branch: 02U San Francisco U Timesheets Attached

Bill To:

Conservation & Liquidation Office Attn: Human Resources 425 Market Street Suite 2300 San Francisco, CA 94105 Attn:

**Human Resources** 

Week Ending	Name	Wage Type	Hours	Rate	Amount
12/12/2010	Nocon, Susan	•			
	, , , , , , , , , , , , , , , , , , ,	Expenses	1.00	245.27	245.27
		Regular	40.00	67.50	2,700.00

996.63005.A131

⇒ Mojabi, Mahammed 1/7/2011: ⇒ Pearce, Scatt 1/10/2011

### MATH CHECKED - Gandhi, Alan 12/29/2010

Subtotal 2,945.27 Plus Sales Tax 0.00 voice Meets Contract Term and Cap, <Sharon Liang>1/11/2011 0.00 Sales Taxable Amount If payment is made before 1/7/11, please pay 2,945.27 If payment is made after 1/7/11, please pay 3,121.99 **REMIT TO:** Dept 8761 Los Angeles, CA 90084-8761 FIN #33-0633164 Thank you for your business!



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Active that I worked the hours shown on this card on the days training and that this cerd has been certified by a person that I written as an authorized representative of the Customer.  Scaffing Associate Signature  Let the Customer's authorized representative, Verrify that the stalling associate's hours shown on this time sheet are correct and that the work was performed satisfactorily. I also confirm the										
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### Travel and Business Expense Report

Employee: Susa Nocon

Period Covered: December 6 (bar December 12, 2010

ACCT-01 #

Cross reference substitution number
from Travel Authorization Request form

ASION

GROUND TRANSPORTATION

HOTEL MEALS PHONE INCOME.

DATE	PLACE/OCCASION		Ground Transportation					HOTEL	MEALS	PHONE	INCOTLE	TOTAL
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12/6	From Los Angeles to Cariyon Country	19.07	38,14			l			I	L	I	\$19.07
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12/8	From Canyon Country to Los Angeles	19.07	38,14									\$19.07
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2/9	From Cenyon Country to Los Angeles	19,07	38.14						1			\$19.07
2/9	Prom Los Angeles to Canyon Country	19.07	38.14	1						***************************************		\$19.07
2/10	Proce Canyon Country to Los Angeles	19.07	38.14									\$19.07
2/10	From Los Angeles to Canyon Country	19.07	38,14		٠							\$19,07
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ia Néces	ANDTON	<b>b</b> .	12/11/2010						Ç	Amount Dut	Employee	5245.27

Susse Nocos
Employee Signstyle
Majabi, Makammed 1/1/2011
SupervisoriManagoriOfficar Approval

12/11/2010 Date

Date

BDIC/CEG Approval / Concurrence

Date

ACCY-02 01.20.10

Pearce, Scott 1/25/2011

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Batch #	120634
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Invoice

Roth Staffing Companies, L.P.

Ultimate Staffing Services • Ledgent

Adams & Martin Group

Company ID 702913 Invoice Number 12554188 Invoice Date 11/26/2010

Branch: 01U Century City U

Bill To:

Conservation & Liquidation Office Attn: Toni Sanchez

Attn: Toni Sanchez PO Box 26894

San Francisco, CA 94126-0894

Attn:

Toni Sanchez

*	Week Ending	Name	mannamanananananananananananananananana	Wage Type	Hours !	Rete	Amount
1	11/21/2010	Watts, Niya	/	Regular	40.00	22.50	900.00

2 Pearce, Scatt 1/14/2011

996.63005.A131

id 1/13/2011 Majabi, Mahammed

voice Meets Contract Term and Cap, <Sharon Liang>1/14/2011

#### MATH CHECKED - Gandhi, Alan 12/1/2010

1	
Subtotal	900.00
Plus Sales Tax	0.00
Sales Taxable Amount	0.00
if payment is made before 12/17/10, please pay	900.00
If payment is made after 12/17/10, please pay	954.00
REMIT TÓ: Dept 8761 Los Angeles, CA 90084-8761 FIN #33-0633164	
Thank you for your businessi	



VER 1409 P.O. BOX 11057 ORANGE, CA 92858-8157 To change the delivery method of your chack, please contect your brench office.

ORANGE, CA 92868-8107	
Assignment #	
Employee ID 1812353	
N 11. 171 A 1 VATI 6	
Name 11111	
Company Name	
Report to JUJENS	
CHECK ONE	
This is my first week on a new assignment or with a new supervisor. My Ambassador Timecard Supplement is attached.	
Li This 's not my tirst wook one haw hose in for this assignment.  Ambassador Supplement has been turned in for this assignment.  Other	
THE READEST 1/4 HOUR.	
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Batch # 120633 78783 Doc#

Invoice

Roth Staffing Companies, L.P. Ultimate Staffing Services · Ledgent Adams & Martin Group

Company ID 28321

Invoice Number 12554124

Invoice Date **#** 11/26/2010

Branch: 02U San Francisco U

Bill To:

Conservation & Liquidation Office Attn: Toni Sanchez P.O. Box 26894

Conservation & Liquidation Office San Francisco, CA 94126-0894

Attn:

Toni Sanchez

	Week Ending	Name	Wage Туре		Hours	Rate	Amount
K	11/21/2010	Helmle, Brian	Regular	***	40.00	21.88	875.20
Ä	11/21/2010	Shockley, Jonathan	Regular	>	40.00	21.88	875.20

2 Pearce, Scatt 1/14/2011

996.63005.A131

2 1/13/2011 Majabi, Mahammed

MATH CHECKED - Gandhi, Alan 12/1/2010

	Subtotal	1,750.40
voice Meets Contract Term and Cap, <sharon llang="">1/14/2011</sharon>	Plus Sales Tax	. 0.00
Sale	es Taxable Amount	0.00
If payment is made before 1	2/17/10, please pay	1,750.40
If payment is made after 1:	2/17/10, please pay	1,855.42
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Batch # 120621 Doc# 7877L

Invoice

Roth Staffing Companies, L.P. Ultimate Staffing Services • Ledgent Adams & Martin Group

Company ID 278321

Invoice Number 12553368

Invoice Date 11/26/2010

Branch: 02U San Francisco U

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Bill To:

Conservation & Liquidation Office Attn: Human Resources 425 Market Street

**Suite 2300** 

San Francisco, CA 94105

Attn:

**Human Resources** 

Week Ending	Name	Wage Type	Hours	Rate	Amount
11/21/2010	Nocon, Susan	Regular	40.00	67.50	2,700.00
1		Expenses	1.00	259.59	259.59
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Majabi, Mahammed 1/1/2011
 Pearce, Scott 1/14/2011

		0.050.50
	Subtotal	2,959.59
	Plus Sales Tax	0.00
Sale	es Taxable Amount	0.00
If payment is made before 1	2/17/10, please pay	2,959.59
If payment is made after 12	2/17/10, piease pay	3,137.17
	REMIT TO:	
	Dept 8761	
Los Angei	les, CA 90084-8761	
voice Meets Contract Term and Cap, <sharon liang="">1/11/2011</sharon>	FIN #33-0633164	
Thank you for you	r business!	



### Travel and Business Expense Report

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	From Las Angeles to Canyon Coar	aby.	19.07	38,14									\$19.07
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Batch # 120635 Doc # ' 78785

Invoice

Roth Staffing Companies, L.P.
Ultimate Staffing Services • Ledgent
Adams & Martin Group

Company ID 28321

Invoice Number 12561696 Invoice Date 12/24/2010

Branch: 02U San Francisco U

BIII To:

Conservation & Liquidation Office

Attn: Toni Sanchez P.O. Box 26894

Conservation & Liquidation Office San Francisco, CA 94126-0894

Attn:

Toni Sanchez

Week Ending	Name	Wage Type		Hours	Rate	Amount
12/19/2010	Shockley, Jonathan	Regular	А	24.00	21.88	525.12

996.63005.A131

2 1/13/2011 Majabi, Mahammed

2 Pearce, Scatt 1/14/2011

tvoice Meets Contract Term and Cap, <Sheron Liang>1/14/2011

### MATH CHECKED - Gandhi, Alan 1/13/2011

Subtotal	525.12
Plus Sales Tax	0.00
Sales Taxable Amount	0.00
If payment is made before 1/14/11, please pay	525.12
If payment is made after 1/14/11, please pay	558.63
REMIT TO:	
Dept 8761 Los Angeles, CA 90084-8761	
FIN #33-0633164	
Thank you for your business!	
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PO. BOX 11057 ORANGE, CA 92850-8157  To change the delivery method of your check, please contact your branch office.										
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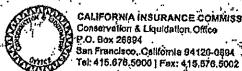


CALIFORNIA INSURANCE COMMISSIONER Conservation & Liquidation Office

P.O. Box 26894 San Francisco, California 94126-0894 Tel: 415.676.5000 | Fex: 415.676.5002 ADDRESS# **VENDOR COPY** Stub 1 of 1

Check No. 00066858 1/24/2011 Date

Invoice Date Invoice Number	Description	Voucher #	Amount Pale
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don Ultimate Staffing Services	Check Total		1,782.30



CALIFORNIA INSURANCE COMMISSIONER Conservation & Liquidation Office P.O. Box 26894 San Francisco. Galkomie 94126-0594

UBOC Accounts Payable Union Bank of California 400 California Streat San Francisco CA 94104

Check No.

1/24/2011

Pay Exactly .

ONE THOUSAND SEVEN HUNDRED EIGHTY TWO AND 30/100\*

NOT VALID AFTER 180 DAYS

\$\*\*\*\*1.782.30

TO

THE ORDER

**Ullimate Staffing Services** Dept 8761 Los Angeles CA 90084-8761 AMOUNT OVER \$20,000.00 REQUIRES TWO SIGNATURES

#00066858# #121000497# 2380013005m

## Invoice

Roth Staffing Companies, L.P. Ultimate Staffing Services • Ledgent Adams & Martin Group

Company ID 278321

Invoice Number

**Invoice Date** 

12560966

12/24/2010

Branch: 02U San Francisco U

Timeshoels Attached

Bill To:

Conservation & Liquidation Office

Attn: Human Resources 425 Market Street

**Suite 2300** 

San Francisco, CA 94105

Attn:

**Human Resources** 

Batch # 120692 78804 Doc#

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	Name Nocon, Susan	Nocon, Susan  Expenses Regular	Nocon, Susan Expenses → 1.00	Nocon, Susan  Expenses

996.63005.A131

2 1/13/2011 Majabi, Mahammed

De Pearce, Scott 1/20/2011

## MATH CHECKED - Gandhi, Alan 1/3/2011

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· •	Plus Sales Tax:	0.00
Sales Ta	xable Amount	0.00
If payment is made before 1/14/	11, please pay	1,782.30
If payment is made after 1/14/	11, please pay	1,889.24
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	CA 90084-8761 N #33-0633164	
Thank you for your but	sinessi '	



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## Travel and Business Expense Report

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1	Pearce, Scatt 1/	14	12011		*								
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ACCT-	02 01.20.10												
`													

**EXHIBIT 8** 

## # 12880

3124 East Eleventh St.

Los Angeles, CA 90023

## cookes crating, inc.

Batch # 120893 Doc #78932

Specialists in the fine art of handling Fine Arts

\* Since 1974

RECEIVED

\* 84,000 sq. ft. of art storage \* Climate controlled air ride trucks

r Museum quality crating

2011 FEB - | AM 10: 12\* Museum quarry critic

Telephone: Fax:

323/268-5101

323/262-2001

\* Sculpture rigging & assembling

Bill To: CON065

COUSERVATION S.

CONSERVATION & LIQUIDATION OFFICE

P.O. BOX 26894

Invoice Number:

77121

SAN FRANCISCO, CA 94126

Invoice Date:

Jan 30, 2011

Salesman:

Attn: MARY KIRK

**GSM** 

**Customer Workorder:** 

Qty	U/M	Description	Unit Price	Extension
		12/6/10 3 MEN PACK/RETURN TO COOKES		1,029.00
	l	12/17/10 3 MEN PACK/RETURN TO COOKES		1,231.13
		ON SITE MATERIALS		1,068,00
		INVENTORY/WRAP/LABEL/PLACE IN STORAGE		1,580.25
		MATERIALS		42.50
		FUEL SURCHARGE	1	54.88
		PULL/INVENTORY/PHOTO		98.00
1		Wrap   Materials		49.00
I	i	RELEASE		8.60
		Kausnos		49.00
İ		PO16428		The state of the s
		COOKES CRATING INC. APPROVED Kirk, Mary 2/3/2011		
		NO CONTRACT		 
- 1		998.85015 = \$1,580.25		
- 1		998.65003 = \$2,511.01		
		998.65004 = \$1,119.10 998.65004		
	*	Kirk, Mary 2/3/2011 Pearce, Ecatt 2/4/2011		
	j.	Pearce, Scatt 2/4/2011		
		MATH CHECKED - Gandhi, Alan 2/1/2011		
JC regulat	ions requi	re payments within seven days.	Subtotal	5,210.36
		checks pnyable to Cooke's Crating, Inc.	Sales Tax	109,11
m (0; 1°.Q.	. BOX \$12	817, Los Angeles, CA 90051-0817	Invoice Total	5,319.47
	~~~			4,4.5131

SEE ATTACHED WORK ORDER

All invoices over 30 days are subject to a 1 1/2% (18% per annum) charge.



#### cookes crating, inc.

Specialists in the fine art of handling Fine Arts

\* Since 1974

Batch #121377

3124 East Eleventh St. Los Angeles, CA 90023 i kolliven

\* 84,000 sq. ft. of art storage Doc # \* Climate controlled air ride trucks

79225

\* Museum quality crating 2011 HAR -7 AH 10: 06

\* World-wide shipping

\* Sculpture rigging & assembling

Telephone: Fax:

323/268-5101 323/262-2001

Bill To: CON065

Ċonżeravijoń'ę

CONSERVATION & LIQUIDATION OFFICE

P.O. BOX 26894

SAN FRANCISCO, CA 94126

Attn: MARY KIRK

Invoice Number: 77282

> invoice Date: Feb 28, 2011

> > Salesman:

Customer Workorder:

Qty	U/M	Description	Unit Price	Extension
		PULL FROM STORAGE/VIEW/RETURN TO STORAGE 1-21-11 PULL FROM STORAGE/VIEW/RECEIVE INBOUND/RETURN TO STORAGE 1-27-11 RECEIVE INBOUND/INVENTORY/PLACE IN STORAGE 2-14-11		- 281.75 245.00 98.00
		COOKES CRATING INC. APPROVED Kirk, Mary 3/9/2011 NO CONTRACT 996.65015		
		Kirk, Mary 3/9/2011		
		See approved PO 16485 - Mary		
	ANTON DE LA CONTRACTOR DE LA CONTRACTOR DE LA CONTRACTOR DE LA CONTRACTOR DE LA CONTRACTOR DE LA CONTRACTOR DE	2 Pearce, Scott 3/18/2011		
		MATH CHECKED - Gandhi, Alan 3/8/2011		
e: Please	make all o	re payments within seven days. checks payable to Cooke's Crating, Inc. 817, Los Angeles, CA 90051-0817	Subtotal Sales Tex Invoice Total	624.75

SEE ATTACHED WORK ORDER

All invoices over 30 days are subject to a 1 1/2% (18% per annum) charge.

**EXHIBIT 9** 

### # 12885

Batch # 121071

ART MOVERS, INC. 3124 E. 11TH STREET

LOS ANGELES, CA 90023-3608

Doc#

Specialists in the fine art of handling Fine Arts

79052

\* Since 1974

RECFIVE \$84,000 sq. ft. of art storage

\* Climate controlled air ride trucks

Telephone: 323/268-5101 2011 FEB -3 AM 10:40 Geum quality crating 323/262-2001

\* World-wide shipping

\* Sculpture rigging & assembling

BIII To: CON010

CONSERVATIONS

Mary

CONSERVATION & LIQUIDATION OFFICE

P.O. BOX 26894

SAN FRANCISCO, CA 94126

Atto: MARY KIRK

02.16.11

See approved PO 16470

Invoice Date: Jan 31, 2011

Invoice Number:

Salesman:

74088

**GSM** 

Customer Workorder:

Qty	U/M	Description	Unit Price	Extension
		STORAGE EFF: 12-6-10		171.10
		STORAGE EFF: 12-17-10		296.61
		STORAGE PEB. 2011		817.00 817.00
	**************************************	ART MOVERS, INC. APPROVED Kirk, Mery 2/16/2011 NO CONTRACT 996.65015  Kirk, Mary 2/16/2011  Pearce, Scatt 2/18/2011		
esta e esta de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la composição de la compo		MATH CHECKED - Gandhi, Alan 2/17/2011		
		re payments within seven days.	Subtotal	2,101.71

Note: Picese make all checks payable to Art Movers, Inc. Mail to: P.O. Box \$13019. Los Angeles, CA 90051-1019

Sales Tax 2,101.71 Invoice Total

All invoices over 30 days are subject to a 1 1/2% (18%/year) service charge.

Batch # 121376

Doc#

79224

Specialists in the fine art of handling Fine Arts

ART MOVERS, INC. 3124 E. 11TH STREET

LOS ANGELES, CA 90023-3608

\* Since 1974 \* 84,000 sq. ft. of art storage

Telephone: 323/268-5101 323/262-2001 Fax:

RECEIVED

\* Climate controlled air ride trucks

2011 HAR -3 AM 10: 0 \*Museum quality crating World-wide shipping

\* Sculpture rigging & assembling

Bill To: CON010

CONSERVATION &

**CONSERVATION & LIQUIDATION OFFICE** 

P.O. BOX 26894

SAN FRANCISCO, CA 94126

Invoice Number:

74300

invoice Date: Mar 1, 2011

Salesman:

Attu: MARY KIRK

**GSM** 

Customer Workorder:

Qty	U/M	Description	Unit Price	Extension
	>	STORAGE - MONTHLY - PO16428.  ART MOVERS, INC. APPROVED Kirk, Mary 3/7/2011 NO CONTRACT 986.65015  Kirk, Mary 3/7/2011  SEE approved PO 164821- Mary  Pearce, Seatt 3/18/2011		\$17.0
:: Please	make all c	MATH CHECKED - Gandhi, Alan 3/4/2011 re payments within seven days. thecks payable to Art Movers, Inc. 119, Los Angeles, CA 90051-1019	Subtotal Sales Tax Invoice Total	817.00

All invoices over 30 days are subject to a 1 1/2% (18%/year) service charge,

ART MOVERS, INC. **3124 E. 11TH STREET** LOS ANGELES, CA 90023-3608

Telephone: 323/268-5101 Fax: 323/262-2001

Specialists in the fine art of handling Fine Arts

\* Since 1974

RFC 1 \*84,000 sq. ft. of art storage
\*Climate controlled air ride trucks
2011 APR -8 AH 10: 3 Museum quality crating
\*World-wide shipping

\* Sculpture rigging & assembling

Batch # 121719

Doc# 79403

Bill To: CON010

CONSERVATION ...

CONSERVATION & LIQUIDATION OFFICE

Invoice Number:

74519

Invoice Date:

Apr 1, 2011

Salesman:

Attn: MARY KIRK

SAN FRANCISCO, CA 94126

P.O. BOX 26894

**GSM** 

Customer Workorder:

Qty	U/M	Description	Unit Price	Extension
		STORAGE - MONTHLY - PO16428		817.0
		ART MOVERS, INC. APPROVED Kirk, Mary 4/11/2011 NO CONTRACT 996.65015		
	<b>ئ</b> د	Kirk, Mary 4/11/2011		•
		See approved PO - Mary		
-		2 Pearce, Scatt	Application of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the	
		Dearce, Scott 4/15/2011		
		•		•
		MATH CHECKED - Gandhi, Alan 4/8/2011		
:Please	make ali c	re payments within seven days. thecks payable to Art Movers, inc. 119, Los Angeles, CA 90051-1019	Subtotal Sales Tax	817.00
	-		Invoice Total	817.00

All invoices over 30 days are subject to a 1 1/2% (18%/year) service charge,

Thank you, we appreciate your business.

· 4/8/2011 11:12:35 AM

## Batch # 122029

79593 Doc#

Specialists in the fine art of handling Fine Arts

ART MOVERS, INC. 3124 E. 11TH STREET

LOS ANGELES, CA 90023-3608

323/262-2001

BETTIMES

\* Since 1974

Telephone: 323/268-5101

2011 HAY -4 AM 10: 27

\* 84,000 sq. fl. of art storage \* Climate controlled air ride trucks

\* Museum quality crating

\* World-wide shipping

\* Sculpture rigging & assembling

CONSERVATION

Bill To: CON010

Fax:

CONSERVATION & LIQUIDATION OFFICE

P.O. BOX 26894

SAN FRANCISCO, CA 94126

Invoice Number:

74725

Invoice Date:

May 1, 2011

Salesman:

Atm: MARY KIRK

**GSM** 

Customer Workorder:

Qty	U/M	Description	Unit Price	Extension
		STORAGE - MONTHLY - P016428—  ART MOVERS, INC. APPROVED Kirk, Mary 5/5/2011 NO CONTRACT 996.65015  Xirk, Mary 5/5/2011  D5.05.11  See approved PO 16522  - Mary 5/19/2011		817.00
		MATH CHECKED - Gandhi, Alan 5/4/2011	Subtolat	817.00
		thecks payable to Art Movers, Inc. 119, Los Angeles, CA 90051-1019	Sales Tax Invoice Total	817.00

All invoices over 30 days are subject to a 1 1/2% (18%/year) service charge.

ART MOVERS, INC. 3124 E. 11TH STREET LOS ANGELES, CA 90023-3608

Telephone: 323/268-5101

RECEIVED

Fax:

323/262-2001

2011 JUN -8 AM 10: 07

Specialists in the fine art of handling Fine Arts

\* Since 1974

\*84,000 sq. ft. of art storage

\* Climate controlled air ride trucks

\* Museum quality crating

\* World-wide shipping

\* Sculpture rigging & assembling

Batch # 122299 Doc# 79762

Bill To: CONOIO

CONSERVATION & LIQUIDATION OF HICELY.

P.O. BOX 26894

Attu: MARY KIRK

SAN FRANCISCO, CA 94126

ART MOVERS, INC. APPROVED

Kirk, Mary 6/10/2011

NO CONTRACT

996.65015

Invoice Number:

74942

Invoice Date:

Jun 1, 2011

Salesman:

D Kirk, Mary 6/10/2011

Customer Workorder:

Qty	U/M	Description	Unit Price	Extension
Qty	U/M	Description  STORAGE - MONTHLY - PO16428  PO. 16542 Approved - 6/16/2011	Unit Price	Extension 817.00
Note: Please	make all a	MATH CHECKED - Gandhi, Alan 6/8/2011 re payments within seven days, checks payable to Art Movers, Inc. 019, Los Angeles, CA 90051-1019	Subtotai Sales Tax Involce Total	817.00 \$ 817.00

All invoices over 30 days are subject to a 1 1/2% (18%/year) service charge,

Specialists in the fine art of handling Fine Arts

ART MOVERS, INC. 3124 E, 11TH STREET LOS ANGELES, CA 90023-3608

Telephone: 323/268-5101

SECLIAED

\* Since 1974

\*84,000 sq. ft. of art storage

\* Climate controlled air ride trucks

2011 JUL 11 AM 10: 47 \* Museum quality crating

\* World-wide shipping

\*Sculpture rigging & assembling Batch # 122754

Doc# 80031

Fax:

BIII To: CON010

323/262-2001

CONSERVATION & LIQUIDATION OFFICE P.O. BOX 16894

SAN FRANCISCO, CA 94126

Attn: MARY KIRK

PO 16554 Approved Mary.

Invoice Number:

75163

Invoice Date: Jul 1, 2011

Salesman:

Customer Workorder:

Qty	U/M	. Description	Unit Price	Extension
		STORAGE - MONTHLY - PO16428		817.00
		ART MOVERS, INC. APPROVED		
		Kirk, Mary 17/18/2011		
		NO CONTRACT		
		996.65015		
	÷	Kirk, Mary 7/18/2011		
		Pearce, Scott		
	•	7/20/2011		
		MATH CHECKED - Gandhi, Alan 7/11/2011		
e: Pleas	e make at	aire payments within seven days. I checks payable to Art Movers, Inc.	Subtotal Sales Tax	817.00
il to: P.C	D. Box 513	3019, Los Ánsoles, CA 90051-1019	Invoice Total	817.00

All invoices over 30 days are subject to a 1 1/2% (18%/year) service charge.

Batch # 122898

Doc# 80140 Specialists in the fine art of handling Fine Arts

ART MOVERS, INC. 3124 E. 11TH STREET

LOS ANGELES, CA 90023-3608

Telephone: 323/268-5101 323/262-2001 Fax:

PFOFIVE # Since 1974
2011 AUG - 1 AM 104 Museum quality crating
\* World-wide shipping

\* Sculpture rigging & assembling

, CONSERVATION &

Bill To: CON010

CONSERVATION & LIQUIDATION OFFICE

P.O. BOX 26894

SAN FRANCISCO, CA 94126

Attn: MARY KIRK

Invoice Number:

75386

Invoice Date: Aug 1, 2011

Salesman:

Customer Workorder:

Qty	U/M	Description	Unit Price	Extension
αίγ		STORAGE - MONTHLY - TO16428- ART MOVERS, INC. APPROVED Kirk, Mary 8/2/2011 NO CONTRACT 998.65015  **Kirk, Mary 8/2/2011  **D Pearce, Scatt 8/3/2011	O.M. F. HOO	817.00
		MATH CHECKED - Gandhi, Alan 8/1/2011		
Note: Please	: make ali	ire payments within seven days, checks payable to Art Movers, Inc.	Subtotal Sales Tax	817.00
man to: P.C	, 110 X 3 L 3	019, Los Angeles, CA 90051-1019	Invoice Total	817.00

All invoices over 30 days are subject to a 1 1/2% (18%/year) service charge.

ART MOVERS, INC. 3124 E. 11TH STREET LOS ANGELES, CA 90023-3608

Telephone: 323/268-5101 Fax: 323/262-2001 Specialists in the fine art of handling Fine Arts
Batch # 123462

81534

\* Since 1974 RFOEIN & Since 1974 Doc #

\* Climate controlled air ride trucks

2011 SEP -6 All Manseum quality crating \* World-wide shipping

\* Sculpture rigging & assembling

Bill To: CON010

CONSERVATION

CONSERVATION & LIQUIDATION OFFICE

P.O. BOX 26894

SAN FRANCISCO, CA 94126

ART MOVERS, INC. APPROVED

Kirk, Mary

9/7/2011

NO CONTRACT

Attn: MARY KIRK

996,65015 3 Kirk, Mary 9/7/2011 Invoice Number:

75607

Invoice Date:

Sep 1, 2011

Salesman:

Customer Workorder:

Qty	U/M	Description	Unit Price	Extension
age and a second and a second and a second and a second and a second and a second and a second and a second a		STORAGE - MONTHLY - PO16428 PO # 16583		817.00
		Dearce, Scott 9/14/2011		
Territorial del menor del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation del conservation d	e de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de la companya de l	MATH CHECKED - Gandhi, Alan 9/6/2011		
ote: Pleas	e make sil	ire payments within seven days.  ohecks payable to Art Movers, Inc.	Subtotal Sales Tax	817.00

All invoices over 30 days are subject to a 1 1/2% (18%/year) service charge.

Thank you, we appreciate your business.

Mail to: P.O. Box 513019, Los Angeles, CA 90051-1019

Invoice Total

817.00

ART MOVERS, INC. 3124 E, 11TH STREET LOS ANGELES, CA 90023-3608

323/262-2001

Telephone: 323/268-5101

PECCLIVED

Specialists in the fine art of handling Fine Arts \*Since 1974

\*84,000 sq. fl. of art storage

\* Climate controlled air ride trucks 2011 OCT -7 AM 10: 39 Museum quality crating Batch #123852

\* World-wide shipping Doc # 81761 \* Sculpture rigging & assembling

BILTO: CONOIO

Fax:

CONSERVATION D

CONSERVATION & LIQUIDATION OFFICE

P.O. BOX 26894

SAN FRANCISCO, CA 94126

Invoice Number:

75832

Invoice Date:

Oct 1, 2011

Salesman:

Attn: MARY KIRK

**Customer Workorder:** 

Qty	U/M	Description	Unit Price	Extension
		STORAGE - MONTHLY - PO # 16598  ART MOVERS, INC. APPROVED  Kirk, Mary 10/11/2011  NO CONTRACT 996.65015  Kirk, Mary 10/11/2011  Pearce, Scatt 10/19/2011		817.00
		MATH CHECKED - Gandhi, Alan 10/7/2011		
lote: Picas	e make ell	fre payments within seven days. checks payable to Art Movers, Inc. 019, Los Angeles, CA 90051-1019	Subtotat Sales Tax Invoice Total	817.00

All invoices over 30 days are subject to a 1 1/2% (18%/year) service charge.

Specialists in the fine att of handling Fine Arts

ART MOVERS, INC. 3124 E. 11TH STREET

LOS ANGELES, CA 90023-3608

SECUIVED

2811 HOV 10 PH 1: 13

\* Since 1974

\* 84,000 sq. ft. of art storage

\* Climate controlled air ride trucks

\* Museum quality crating \* World-wide shipping

\* Sculpture rigging & assembling Batch # 124388

Telephone: 323/268-5101 Fax:

323/262-2001

CONSERVATION

Doc#

82235

Bill To: CONOLO

CONSERVATION & LIQUIDATION OFFICE

P.O. BOX 26894 SAN FRANCISCO, CA 94126

Invoice Number:

76058

Invoice Date: Nov 1, 2011

Salesman:

Athi: MARY KIRK

**Customer Workorder:** 

Qty	U/M	Description .	Unit Price	Extension
uny		STORAGE - MONTHLY - See approved ART MOVERS, INC. APPROVED Kirk, Mary 11/28/2011 NO CONTRACT 996.65015  Kirk, Mary 11/28/2011  Description  See approved PO.16612  PO.16612  PO.16612  Po.16612  Po.16612  Po.16612  Po.16612  Po.16612  Po.16612  Po.16612  Po.16612  Po.16612  Po.16612  Po.16612  Po.16612	G ( 115, 1 1 ( 0 ( 0 )	817.00
		MATH CHECKED - Gandhi, Alan 11/10/2011		
PUC regula Note: Pleas	illons requ e make all	ire payments within seven days. checks payable to Art Movers, Inc.	Subtotal Sales Tay	817.00

Mail to: P.O. Box 513019, Los Angeles, CA 90051-1019

Sales Tax **≥ 817.00** Involce Total

All invoices over 30 days are subject to a 1 1/2% (18%/year) service charge.

Thank you, we appreciate your business.

11/10/2011 2:18:40 PM

ART MOVERS, INC. 3124 E, 11TH STREET LOS ANGELES, CA 90023-3608

Telephone; 323/268-5101 Fax: 323/262-2001

Specialists in the fine art of handling Fine Arts

RECEISINGE 1974
\*84,000 sq. ft. of art storage

2011 DEC 14\* Ginate controlled air ride trucks
\* Museum quality crating Batch # 124688

\* World-wide shipping

Doc# 82404

\* Sculpture rigging & assembling

, CONSERVATION &

Bill To: CONOIO

CONSERVATION & LIQUIDATION OFFICE

. P.O. BOX 26894

SAN FRANCISCO, CA 94126

Invoice Number:

76294

Invoice Date:

Dec 1, 2011

Salesman:

Attn: MARY KIRK

Will get PO signed today - Mary

Customer Workorder:

MOVERS, INC. APPROVED Mary 12011 ONTRACT 5015  k. Mary 12/16/2011  arce, Scatt 1/7/2012	744.40
MATH CHECKED - Gandhi, Alan 12/14/2011	744,40
	MATH CHECKED - Gandhi, Alan 12/14/2011  Ints within seven days.  Subtolal Sales Tax  Sales Tax

All invoices over 30 days are subject to a 1 1/2% (18%/year) service charge.

Thank you, we appreciate your business.

12/14/2011 11:12:06 AM

EXHIBIT 10

## CONSULTANT BILLING SHEET

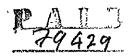
Consultant: Joshua B. Solomon, Esq.

Estate: Golden State Mutual Life

Contract Number: 0900-11068

Billing Period: December 1, 2009 through December 31, 2009

Date	Detail (1)	Hours	Amount
12/1/2009	Telecon w/Harrington re: removal of mainframe on Thursday & paper goods requested by Paramount; Brief telecons w/Paramount rep., Joel Prihoda, & his prop supplier, Grant Dolan, re: timing of removal of assets & coordination w/Ranftl; Prepared and sent draft of Phase One schedule to Mojabi for review.	2	\$200.00
12/2/2009	Brief telecon w/Mojabi re: draft schedule, removal of mainframe & other large equipment, Phase One clean-up plans, etc.	0.25	\$25.00
12/3/2009	Mainframe/large equipment move; Telecon w/Mojabi re: same.	8.25	\$825.00
12/4/2009 through 12/7/2009	Received & reviewed e-mail from Dolan re: Paramount's purchase, followed up w/same re: same; Made tentative alternative arrangements for pickup of small electronics w/Ranftl; Notified GSM security that pickup of remainder of large equipment scheduled for 12/8; Coordinated pickup/sale of paper goods to Paramount w/Prihoda & Dolan; Multiple telecons w/Mojabi re: preparing/expanding written schedule.	2	\$200,00
12/8/2009	Went to GSM to meet mainframe removal contractor/possibly coordinate removal of small electronics; Made alternate arrangements via Ranftl for removal of small electronics, continued to gather/stage same; Met w/GSM representatives in each department re: waste paper for removal by Paramount; Worked w/Paramount workforce & GSM employees to gather/remove non-essential, non-confidential printed paperwork, binders, etc. from each floor of building; Met/toured building w/Ranftl & Williams architectural salvage expert, Scott Bogatz.	9,25	\$925,00
12/9/2009	Meeting w/Pearce, Holloway & Mojabi re: clean-up/asset removal schedule; Spoke w/Prihoda re: potential add'l assets needed by Paramount & formalized payment arrangements for paper goods; Briefly swept building for additional small electronics for pickup.	2.75	\$275.00



12/10/2009	Oversaw small equipment removal by Ranftl contractor K.W., arranged data destruction & discussed metal recycling removal w/same; Met w/Brown re: upcoming schedule & management of clean-up by GSM laborers (Larry & K.T.) & formulated plan to coordinate next clean-up/organization phases w/GSM department heads, met w/Holloway re: same; Provided instructions to Larry re: upcoming projects & specific items to be removed or staged, walked relevant departments w/same re: same; Contacted paper recycler to try to arrange bin delivery; Briefly updated Mojobi re: progress, obtained authorization to contract data destruction from same.	8.75	\$875.00
12/11/2009	Met w/vintage furniture dealer J.C. re: potential asset sales, toured entire building w/same.	2.25	\$225.00
12/14/2009	Met w/Brown to finalize plans for meeting w/department heads re: clean- up project, locate staging area to sort/view historical/valuable goods, progress of Larry/K.T., etc.; Met w/Flinck to discuss gathering/sorting/inventorying historical documents & tour art locker; Took visual inventory of metal scrap in basement & storage areas, contacted K.W. to arrange removal of same; Called again re: recycling bins.	4.5	\$450.00
	Began organizing staging area for historical documents, coordinated clean- up of main staging area; Telecon w/Ranftl re: recycling issues & furniture sales; Viewed previously unseen areas of building w/Harrington; Finalized details of next phase clean-up project w/Brown, along w/Brown met w/heads of every department re: locating/organizing/marking assets & paperwork for storage, destruction, disposal, etc., provided tags & basic instructions for same; Reviewed Larry/K.T.'s clean-up progress, discussed same w/same.	6.75	\$675.00
	Met w/Michael Weiss, Pearce, Holloway & Brown to discuss document destruction/preservation, toured building in connection w/same; Worked w/Brown to expedite clean up process.	4,5.	\$450.00
	Reviewed, signed & Returned data destruction certificates from/to 7K Computers, Inc. (aka, K.W.); Worked on various aspects of clean up project w/Brown, Larry & K.T.; Met w/various department heads re: questions about identifying documents and assets for disposal, retention, etc.; Worked w/Flinck to begin organizing review of historical documents, photographs, artwork, etc.; Set up areas where Flinck et al. could store/examine assets & documents to determine disposition; Arranged delivery of GRM storage boxes w/Mojabi & Kirk; Located potential paying paper recycler, set up system for temporary storage of recyclable goods.	7.25	\$725.00

	assets to use for soliciting buyers; identified multiple infections in Flinck's workstation, began process of cleaning out same; Met w/various GSM employees re: status of clean up project(s).	6.5	\$650.00
	Continued oversight of fan room clean up, picked up add't supplies from Home Depot for same; Began downloading/organizing photos of GSM		
12/30/2009	Gathered tools/supplies w/Martinez, traveled to GSM w/same, familiarized him w/office & clean up project, had him begin working w/Larry & K.T. on emptying fan room; Purchased add't clean up supplies at Home Depot; Met w/Mojabi & Ranftl to discuss asset sales/disposal; Met w/Pearce, Holloway, Mojabi & Brown to discuss status of current & upcoming projects; Discussed plans to release K.T. w/Brown.	6	\$600.00
12/29/2009	Toured GSM w/Mojabi to review clean up progress to date; Met w/Brown to discuss improving clean up project speed/efficiency, staffing issues, lower basement inventory, etc.; Contacted Fily Martinez to work on clean up project; Contacted Ranftl to arrange meeting w/Mojabi.	5	\$500.00
12/28/2009	Telecon w/Mojabi re: upcoming visit; Spoke w/K.W. re: removal of remaining metal scrap from fan room; Telecon w/Brown re: clean up progress, upcoming tasks, lower basement inventory, etc.	1.5	\$150.00
12/18/2009	Worked W/Brown, K.W. et al. to remove recyclable metal scrap from building; Continued work organizing historical documents, etc. w/Flinck; Photographed non-vintage furniture for soliciting bids from resellers.	7.5	\$750.00

Total Hours: 85

Net Due: \$8,500,00

| 1/10/2-010 |
| Supplemental | Date |
| 1/13/2-010 |
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have reviewed,

13 Protect.

Contract.

Justulla 1-13-10)

Sent: Wed 1/13/2010 3:36 PM

\_\(\) Attachments can contain viruses that may harm your computer. Attachments may not display correctly.

### Holloway, Joe

From:

Mojabl, Mohammed

To:

Holloway, Joe

Cc:

Pearce, Scott

Subject:

FW: December 2009 GSM Billing.

Attachments: \_\_] <u>JSolomon 12-2009 GSM Billing.pdf(35KB)</u>

Joe, I've reviewed and approve December invoice. Let me know if you have any questions.

#### Mohammed

From: Joshua Solomon [mailto:JSolomon@FTR.COM]

Sent: Sunday, January 10, 2010 10:25 PM

To: Mojabl, Mohammed

Subject: December 2009 GSM Billing.

Hey Mojo,

Attached is my December bill. Hopefully, it will meet with your approval. If not, please let me know right away.

Joshua

P.S. I got the freight elevator working. The total cost was around \$500.00.

## CONSULTANT BILLING SHEET

Consultant: Joshua B. Solomon, Esq.

Estate: Golden State Mutual Life

Contract Number: 0900-11068

Billing Period: January 1, 2010 through January 31, 2010

Date	Detail	Hours	Ámount
1/4/2010	Obtained/provided tools/supplies/instructions for final clean up of fan room; Continued malware removal on Flinck's workstation; Drafted and submitted summary of project completion objectives through January 15th to Pearce.	3	\$300,00
1/5/2010	Received and responded to inquiry from Pearce re: organization of supplies; Oversaw completion of fan room clean up; Had Martinez, et al. clean out freight elevator, and move on to small outside storage room; Researched freight elevator repair, located mechanic and worked w/same to determine minimum necessary repairs/test machine; Researched hydraulic fluid disposal rules, located and arranged pick-up of 55 gal. drums for storage/removal of same; Sorted and organized misc. items of potential value located by crew during clean up process; Telecon w/Ranftl re: payment for items recently picked up and processing of mainframe check, provided latter to Brown for deposit.	7.5	\$750,00
1/3/2010	Thanhane Check, provided latter to drawn for deposite 1		
1/6/2010	Supervised/obtained materials for cleaning of freight elevator reservoir; Had crew clean out remaining exterior storage areas; Arranged meeting w/J.C. to go through vintage furniture ready for immediate sale; Researched/sourced soluable oil necessary for freight elevator repair, arranged for mechanic to return to complete repair of same; Examined holes in elevator fluid reservoir located by Martinez, obtained material for repair of same; Telecon w/Flinck re: upcoming meetings/projects; Completed removal of malware, etc. from Flinck's workstation.	6.5	`\$650.00
/8/2009	Patched freight elevator's fluid reservoir, worked w/Martinez to complete cleaning of hydraulic system, worked w/mechanic to complete repairs/adjustments to same; Started crew on clean up/organization of GSM office supplies; Began removal of malware from Brown's workstation; Discussed status of departmental clean up projects w/Brown.	4	\$400.00
711/2010	Worked on removal of malware from Brown's workstation; Worked w/Houston to provide network connection for "law library" office; Met briefly w/Pearce & Holloway to discuss general progress & disposition of art works.	3	\$300.00

	·		
1/12/2010	Meeting w/former GSM employee DeVeaux, Flinck & Holloway re: art tours, etc.; Met w/vintage furniture dealer re: sale/pickup of desk, cabinets, chairs, etc. in staging room, consulted w/same re: sale of modern furniture; Contacted Ranftl re: picking up latest batch of old electronics; Met briefly w/Harrington re: clearing out area currently used by GSM West; Contacted architectural antiques expert Bogatz re: GSM art collection, sent photos and inventory of same to same; Telecon w/Mojabi re: monthly progress, issue w/Iron Mountain bill, etc.; Exchanged e-mails w/Kirk re: Iron Mountain bill; Paid/submitted check requests for temporary labor force.	5.5	\$550, <b>0</b> 0
1/13/2010	Contacted Paramount rep re: payment status; Worked w/Ranftl to remove saleable electronics from staging area and basement, obtained/submitted partial payment for same; Contacted K.W. to arrange pickup of latest batch of electronic waste; Worked briefly on de-bugging Brown's workstation.	3.5	\$350.00
1/14/2009	Met w/Brown to discuss shredding issues, departments' clean up progress, etc.; Began sorting and organizing historical documents and photographs in staging area, worked w/Flinck on same; Responded to follow-up e-mail from Bogatz re: art collection; Met w/Harrington to discuss issues relating to disposal of sensitive documents.	3	\$300.00
1/15/2010	Verified internet connectivity in room adjacent to law library, attempted to extend connection using existing (abandoned) telephone/network wiring; Rescheduled electronic waste pickup; Spoke briefly w/Flinck re: his follow-up meeting w/DeVeaux	2	\$200.00
1/19/2010	Met K.W. at GSM to coordinate removal of latest batch of electronic waste; Ran new ethernet connection into law library; Met briefly w/Flinck to discuss organization of historical materials; Met briefly w/Brown to discuss sorting of unneeded materials by departments for destruction or recycling; Telecon w/Mojabi re: planning upcoming phases & ensuring GSM's inventory of files to be sent to storage complies w/CLO standard, followed up w/Brown re: latter.	5	\$500.00
1/20/2010	Met w/J.C. et al. at GSM to discuss sale of vintage furniture, which items he would take, alternative buyers for non-vintage items and scheduling pickup of his purchase; Met briefly w/Brown to go over tasks to be completed while I'm away.	. 2	\$200.00

1/21/2010	Telecon w/Mojo re: upcoming CLO visit, inventory details, GSM West move, etc.; Spoke w/J.C. re: sale of certain GSM West items; Spoke w/Brian Giannunzio (CG Office Furniture) regarding his interest in GSM West items; Arranged meeting b/w Giannunzio and Brown to facilitate swift removal of assets from GSM West office; Telecon w/Brown re: GSM West move, meeting w/Giannunzio and to discuss specific information that must be captured for file inventory.	2.25	\$225.00
1/25/2010	Met w/Mojabi at CLO to discuss next phases of GSM project, box inventory and bar-coding details, scheduling, status of ongoing work, etc.; Met w/Dalmacio to go over/obtain CLO standard inventory spreadsheet for use at GSM; Confirmed date and time for pickup of vintage furniture w/J.C.'s associate, Russell Chemerisov.	3	\$300.00
1/27/2010	Supervised pickup of vintage furniture from staging area and GSM West; Confirmed furniture pickup by Giannuzio, and meeting w/his metal salvage contractor, Melvin Hill.	5.5	\$550.00
728/2010	Worked w/Brown, Harrington, et al. on GSM West move and arranging final cleanup of vacated area; Met w/Giannuzio and Hill, toured building w/same to identify add'l items for sale or removal as scrap, arranged details of scrap removal w/Hill, including delivery of roll-off bin; Contacted Chemerisov re: pickup of vintage furniture which could not be removed previous day; Met w/Ranftl and another potential furniture buyer, K.C. and walked building w/same; Consulted w/Ranftl to verify all items identified as scrap were of no value for individual sale; Located add'l historical documents, had Flinck place same in vault; Sent Brown a copy of the CLO inventory template via e-mail.	6.5	\$650.00
/29/2010	Met w/Hill to receive roll-off bin, supervised removal of scrap materials from GSM West by same; Assisted w/removal of remaining items from GSM West, staged saleable items for pickup; Contacted Ranftl re: sale of old phone equipment located in GSM West office.	4	\$400.00
/30/2009	Supervised removal of scrap metal items from staging area, fan room, second floor offices and basement by Hill and hired crew; Arranged for clean-up of debris left after removal of rusted metal from basement.  NOTE: HOURS ADJUSTED TO REIMBURSE \$300.00 PAID OUT OF POCKET FOR HIRED LABOR.	8	\$800,00

Consultant Signature

Supervisor/ManageryOfficer Approval

**Total Hours:** 

74.25

Net Due: \$7,425.00

Date

Date

Page 3

Sent: Tue 2/9/2010 4:23 PM

Attachments can contain viruses that may harm your computer. Attachments may not display correctly.

Holloway, Joe

From:

Mojabi, Mohammed

To:

Holloway, Joe

Cc:

Subject:

FW: January 2010 GSM Billing.

Attachments: ...) JSolomon 1-2010 GSM Billing.pdf(36KB)

Joe, I have reviewed the invoice and approve the hours.

#### Mohammed

----Original Message----

From: Joshua Solomon [mailto:jsolomon@FTRINS.COM]

Sent: Saturday, February 06, 2010 4:41 PM

To: Mojabl, Mohammed

Subject: January 2010 GSM Billing.

See attached,

		1	
1/21/2010	Telecon w/Mojo re: upcoming CLO visit, inventory details, GSM West move, etc.; Spoke w/J.C. re: sale of certain GSM West items; Spoke w/Brian Giannunzio (CG Office Furniture) regarding his interest in GSM West items; Arranged meeting b/w Giannunzio and Brown to facilitate swift removal of assets from GSM West office; Telecon w/Brown re: GSM West move, meeting w/Giannunzio and to discuss specific information that must be captured for file inventory.	2.25	\$225,00
1/25/2010	Met w/Mojabi at CLO to discuss next phases of GSM project, box inventory and bar-coding details, scheduling, status of ongoing work, etc.; Met w/Dalmacio to go over/obtain CLO standard inventory spreadsheet for use at GSM; Confirmed date and time for pickup of vintage furniture w/J.C.'s associate, Russell Chemerisov.	3	\$300.00
1/27/2010	Supervised pickup of vintage furniture from staging area and GSM West; Confirmed furniture pickup by Giannuzio, and meeting w/his metal salvage contractor, Melvin Hill.	5.5	\$550,00
1/28/2010	Worked w/Brown, Harrington, et al. on GSM West move and arranging final cleanup of vacated area; Met w/Giannuzio and Hill, toured building w/same to identify additems for sale or removal as scrap, arranged details of scrap removal w/Hill, including delivery of roll-off bin; Contacted Chemerisov re: pickup of vintage furniture which could not be removed previous day; Met w/Ranftl and another potential furniture buyer, K.C. and walked building w/same; Consulted w/Ranftl to verify all items identified as scrap were of no value for individual sale; Located addit historical documents, had Flinck place same in vault; Sent Brown a copy of the CLO inventory template via e-mail.	6.5	\$650.00
1/29/2010	Met w/Hill to receive roll-off bin, supervised removal of scrap materials from GSM West by same; Assisted w/removal of remaining items from GSM West, staged saleable items for pickup; Contacted Ranfti re: sale of old phone equipment located in GSM West office.	4	\$400.00
	Supervised removal of scrap metal items from staging area, fan room, second floor offices and basement by Hill and hired crew; Arranged for clean-up of debris left after removal of rusted metal from basement.  NOTE: HOURS ADJUSTED TO REMABURSE \$300.00 PAID OUT OF POCKET		Notes that the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the state of the sta
/30/2009	FOR HIRED LABOR.	8	\$800.00
	Total	Hours:	74,25

Consultant Signature

Net Due: \$7,425.00

Page 3

Super/Isor/Managel/Officer Approval

## **CONSULTANT BILLING SHEET**

Consultant: Joshua B. Solomon, Esq.

Estate: Golden State Mutual Life

Contract Number: 0900-11068

Billing Period: February 1, 2010 through February 28, 2010

Date	Detail 4 w	Hours	Amount
2/1/2010	Went to GSM to supervise removal of remaining vintage furniture from staging area by J.C.'s crew; Organized workspace, met briefly w/Donovan, Brown and Flinck while there; Addressed minor GSM West layout dispute w/Harrington - NO CHARGE.	0	\$0.00
2/4/2010	Telecon w/Mojabi re: inventory staffing, imaging resources, asset sales, etc.; Telecon w/Flinck re: ongoing gathering and organization of historical items, resources for assistance, potential interested parties, etc.; Telecon w/Brown re: inventory procedure and staffing; possible imaging project, etc.; Brief telecon w/Holloway re: meeting to discuss file removal/inventory and payment of labor fees for scrap metal removal.	2	\$200.00
2/5/2010	Met w/Flinck re: upcoming projects/meetings relating to gathering/organization of historical items; Met w/Flinck and DeVeaux re: possible public event at GSM; Met briefly w/Brown to update him on immediate action necessary in connection w/file inventory/storage project; Met briefly w/Holloway to update him on DeVeaux, file project, etc.; Updated and removed malware from Harrington's workstation.	3,5	\$350,00
2/8/2010	Met w/Brown to go through lower basement files to prepare for making disposition recommendation(s) and data capture requirements; Met w/Flinck to discuss upcoming meeting(s) re: historical documents & artwork; Located add'l historical documents in lower basement; Checked on water damage to building and files from weekend rains (NO CHARGE for this item).	2	\$200.00
2/9/2010	Exchanged e-mails w/Cherisov re: payment for vintage furniture; Had Daniels start researching GSM library book values; Brought in Martinez to clean up various sections of basement, supervised same; Worked w/Brown and Harrington on file inventory/storage/ shredding project; Located and set aside numerous historical documents; Spoke w/DeVeaux about revised event plans, followed up w/Flinck re: same; Spoke w/Flinck re: preservation/ identification/organization of historical documents and newly discovered artwork. NOTE: HOURS ADJUSTED TO COVER MONIES PAID OUT OF POCKET TO DANIELS & MARTINEZ.	9.	\$900.00
!/10/2010	Followed up w/Brown, Flinck, GSM security & Holloway re: DeVeaux's revised event plans; Met w/Brown and Wadibia re: file destruction/inventory details; Met w/art historian Paul Von Blum at UCLA re: GSM art & preservation of historical items; Reviewed inventory of GSM archives at UCLA; Met w/William Pajaud and his wife at their home re: recently uncovered Biggers works and assisting w/historical preservation; Continued supervision of basement cleanup. NOTE: HOURS ADJUSTED TO COVER MONIES PAID OUT OF POCKET TO DANIELS & MARTINEZ.	9.75	\$975.00

2/11/2010	Removed, sorted and organized art works, historical items and saleable materials from lower basement; Met w/Brown and Holloway to review and discuss the categories of files slated for immediate destruction; Discussed upcoming event details w/DeVeaux and Hines. NOTE: HOURS ADJUSTED TO COVER MONIES PAID OUT OF POCKET TO MARTINEZ.	7.5	\$750.0
2/12/2010	Met w/Weiss and various representatives of Building owner to examine murals, led Owner's historical consultant on roof to sub-basement tour; Met w/Flinck, Hines and DeVeaux re: Monday's event; Met briefly w/Weiss and Brown to discuss file destruction; Spoke briefly w/Weiss re: building security; Provided Donovan w/extremely brief informal response to Pearce's progress inquiry.	5.5	\$550.0
2/15/2010	Supervised, participated in and assisted set-up and tear-down of "Old Timers" gathering put on by DeVeaux. Met briefly with former GSM officers, Houston, Johns and Cochran; Assigned several new "finds" to Daniels to determine significance/value.  NOTE: HOURS ADJUSTED TO COVER MONIES PAID OUT OF POCKET TO DANIELS.	9.25	\$925.00
2/17/2010	Spoke w/Donovan re: formal progress report for Pearce. Extended telecon w/Mojabl re: upcoming visit by CLO personnel, file inventory, etc.; Worked w/Flinck finding/sorting artwork and historical documents in lower basement; Met w/Daniels to discuss mechanism and terms for selling books and other assets; Briefly discussed upcoming file inventory/visit by CLO personnel w/S.K. Jones. NOTE: HOURS ADJUSTED TO COVER MONIES PAID OUT OF POCKET TO DANIELS.	6.25	\$625.00
/18/2010	Obtained contact info for prior building owner, Joseph Haydel, from Brown, attempted to contact same via telephone; L/M for Weiss re: file destruction; Spoke w/Holloway about file destruction, data recovery from failed GSM drive and updated him on progress; Went through 5th floor vault, removed and sorted numerous historical items, and personal property belonging to Houstons; Telecon w/DeVeaux re: providing documentation to support expenses from event, etc. NOTE: HOURS ADJUSTED TO COVER MONIES PAID OUT OF POCKET TO DANIELS.	6.5	\$650.00
	Spoke at length with Haydel and the broker who handled both the purchase and sale of building to Haydel, et al., Daron Campbell, about the specifics of the sales, and their understanding(s) of what was transferred, discussed obtaining copies of sales documents from Campbell, sent him contact info in connection w/same; Briefly researched person purportedly behind purchase by Dudley Ventures, Dexter Henderson; Reviewed purchase inventory/prices sent by Chemerisov, researched asset values online.	3	\$300,00
rough	Performed data recovery on GSM hard drive, reviewed and sorted recovered files and burned same to disk for Holloway; Attempted to gain access to locked GSM vaults using recently located combinations.	5.25	\$ <b>525.</b> 00

		<del></del>	
2/22/2010	Went through staging area w/Daniels, showed him last of the assets that require research (for now); Attempted to contact Cambell re; building sales documents; Discussed issues pertaining to building, art work, historical items, etc. w/Pearce; Located and sorted additional historical items; Determined approximate box count for files in basement and provided same to Donovan per Kirk's request.	7.25	\$725.00
2/23/2010	Met w/Mojobi, Kirk, Dalmacio & GSM staffers re: file organization, inventory, etc.; Toured building w/Mojabi to go over progress and upcoming tasks.	4,5	\$450.00
2/24/2010	Meetings w/Mojabi and Mojabi, Kirk & Dalmacio re: Issues relating to file inventory, and producing comprehensive plan for upcoming projects; Met w/Pearce to discuss broad plan and tentative ideas for dealing with remaining material assets; Extended meeting w/Brown to discuss broad spectrum of issues relating to upcoming announcement of sale, staffing issues and asset disposal; Spoke w/Haydel re: Campbell's failure to respond as promised, and had extended conversation about his understanding of details of sale to Dudles and his group's interaction w/original buyer of building from GSM; Reviewed portion of historical photos w/N.A. Houston, Brown & Hines in effort to identify individuals, events, etc.; Reponded to inquiries from Daniels re: sale(s) of specific items, and authorization to do so; Received event expenditure documentation from DeVeaux. NOTE: Daniels working in sales capacity, off GSM clock this day.	7	\$700.00
2/25/2010	Began organizing papers and photographs in law library in anticipation of visit by I.J. and I.A. Houston; Worked w/Brown to deal with accessing damaged basement vault, had locksmith install unique lock in law library entrance, provided key to same to Hines.	· 3	\$300.00
2/26/2010	Attended announcement of sale to IA American by CLO to GSM staff.	2	\$200.00

Total Hours:

93.25

Net Due: \$9,325.00

Consultant Signature

Supervisor/Manager/Officer Approval

Date

Date '

-	4		
2/22/2010	Went through staging area w/Danlels, showed him last of the assets that require research (for now); Attempted to contact Cambell re: building sales documents; Discussed issues pertaining to building, art work, historical items, etc. w/Pearce; Located and sorted additional historical items; Determined approximate box count for files in basement and provided same to Donovan per Kirk's request.	7.25	\$725.0
2/23/2010	Met w/Mojobi, Kirk, Dalmacio & GSM staffers re: file organization, inventory, etc.; Toured building w/Mojabi to go over progress and upcoming tasks.	4.5	\$450,00
/24/2010	Meetings w/Mojabi and Mojabi, Kirk & Dalmacio re: Issues relating to file inventory, and producing comprehensive plan for upcoming projects; Met w/Pearce to discuss broad plan and tentative ideas for dealing with remaining material assets; Extended meeting w/Brown to discuss broad spectrum of issues relating to upcoming announcement of sale, staffing issues and asset disposal; Spoke w/Haydel re: Campbell's failure to respond as promised, and had extended conversation about his understanding of details of sale to Dudies and his group's interaction w/original buyer of building from GSM; Reviewed portion of historical photos w/N.A. Houston, Brown & Hines in effort to identify individuals, events, etc.; Reponded to inquiries from Daniels re: sale(s) of specific items, and authorization to do so; Received event expenditure documentation from DeVeaux. NOTE: Daniels working in sales capacity, off GSM clock this day.	7	\$700.00
/25/2010	Began organizing papers and photographs in law library in anticipation of visit by i.J. and i.A. Houston; Worked w/Brown to deal with accessing damaged basement vault, had locksmith install unique lock in law library entrance, provided key to same to Hines.	3	: \$300.00
26/2010	Attended announcement of sale to IA American by CLO to GSM staff.	2	\$200.00

Total Hours: 93.25
Net Due: \$9,325.00

Consultant Signature

Date

Date

approved to

Justelly Ja-15-10

### Donovan, Todd

From:

Holloway, Joe

Sent:

Monday, March 15, 2010 1:13 PM

To:

Donovan, Todd; Pearce, Scott

Cc:

Wilson, David

Subject:

RE: Joshua Solomon Invoice

Todd,

David and I signed the invoice and gave it to Scott totake to Golden State tomorrow.

Joe Holloway
On-Site Manager for the Conservator
Golden State Mutual Life Insurance Company in Conservation
323-419-3644
hollowayl@caclo.org

From: Donovan, Todd

Sent: Mon 3/15/2010 11:50 AM To: Pearce, Scott; Holloway, Joe

Cc: Wilson, David

Subject: RE: Joshua Solomon Invoice

Dear Joe and David,

Can you please review and approve the attached invoice via email?

Thank you,

Todd

From: Pearce, Scott

Sent: Monday, March 15, 2010 11:42 AM To: Donovan, Todd; Holloway, Joe

Cc: Wilson, David

Subject: FW: Joshua Solomon Invoice

Todd:

I have reviewed and discussed the attached bill with Mohammed and Joshua. The bill is approved for payment please get the proper approvals from David and Joe. I also have Joshua's last progress report that aligns with this bill.

Scott

From: Mojabi, Mohammed

Sent: Wednesday, March 10, 2010 4:45 PM

To: Pearce, Scott

Subject: Joshua Solomon Invoice

#### HI Scott,

Attached is Joshua's invoice for your approval. In the past David has asked that I review and approve the invoice via email before Joe signs off. I've reviewed this invoice and agree with the charges. Let me know if you need additional information.

#### Mohammed

From: Joshua Solomon [mailto:jsolomon@frontlerpacificinsurance.com]

Sent: Wednesday, March 10, 2010 2:59 PM

To: Mojabl, Mohammed

Subject: Heading! Upstairs Now.

Will call from car on my way to PT. Attached is revised billing. I had a hell of a time doing this remotely with my old Pentium III laptop with its outdated software. Make sure it opens.

J

#### Donovan, Todd

From:

Pearce, Scott

Sent:

Monday, March 15, 2010 11:42 AM

To:

Donovan, Todd; Holloway, Joe

Cc:

Wilson, David

Subject: Attachments: FW: Joshua Solomon Invoice JSolomon 2-2010 GSM Billing 2.pdf

#### Todd:

I have reviewed and discussed the attached bill with Mohammed and Joshua. The bill is approved for payment please get the proper approvals from David and Joe. I also have Joshua's last progress report that aligns with this bill.

#### Scott

From: Molabl, Mohammed

Sent: Wednesday, March 10, 2010 4:45 PM

To: Pearce, Scott

Subject: Joshua Solomon Involce

#### Hi Scott.

Attached is Joshua's invoice for your approval. In the past David has asked that I review and approve the invoice via email before Joe signs off. I've reviewed this invoice and agree with the charges. Let me know if you need additional information.

#### Mohammed

From: Joshua Solomon [mailto:jsolomon@frontierpacificinsurance.com]

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Subject: Heading! Upstairs Now.

Will call from car on my way to PT. Attached is revised billing. I had a hell of a time doing this remotely with my old Pentium III laptop with its outdated software. Make sure it opens.

J

## CONSULTANT BILLING SHEET

Consultant: Joshua B. Solomon, Esq.

Estate: Golden State Mutual Life

Contract Number: 0900-11068

Billing Period: March 1, 2010 through March 31, 2010

Date	<b>Detail</b>	Hours	Ámount
3/1/2010	Arranged meeting w/l.J. Houston to hand over personal items, discuss preservation options for GSM assets; Reviewed boxes of GSM documentary material assembled by former GSM P.R. representative, Bill Pajaud; Worked on organization of law library/prepping GSM laptop for use in project [Last items 3 hours NO CHARGE].	2	\$200.00
3/2/2010	Met w/Flinck and DeVeaux to discuss nature and timing of possible second event for GSM "Old Timers," and DeVeaux's art tours; Worked with Flinck to organize photos and documents for review/identification by the Houstons, confirmed attendance by I.A. Houston, and topics for discussion; Worked with Flinck to view and identify remaining items in the "caged" area in lower basement; Met briefly w/Pearce to verify assets/licenses/rights retained by GSM.	5	\$500.00
3/3/2010	Met w/I.J. Houston, I.A. Houston, Brown, Flinck and N.A. Houston at GSM offices to turn over personal items, discuss and identify historical documents and discuss possibilities for the disposition of the remaining portions and assets of GSM; Responded to follow-up inquiry from I.J. Houston via telephone.	4	\$400.00
3/4/2010	Followed up w/Haydel re: promised copies of sale documents; Followed up w/Mojabi re: information requested by Pearce.	0.25	\$25.00
3/5/2010	Telecon w/Brown re: schedule and upcoming tasks, sent e-mail to same re: assignment for Larry; Responded to inquiry from Flinck re: preservation of photos; Received building sale documents from Haydel, spoke w/same about obtaining exhibits and purchase documents, forwarded sale docs to Weiss, Pearce & Holloway via e-mail; Prepared and sent summary of completed and upcoming tasks to Pearce, copies to Mojabi and Pearce.	2.25	\$225.00



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3/8/2010	Worked w/locksmith to open lower-basement vault, went through contents after gaining access; Relocated add'l historical documents from caged area in lower basement (films, recordings, training materials, etc.) and organized same; Briefly researched purported building owner Henderson, and his non-profit, SCLARC; Went through safe in fifth floor vault, attempted to find key to cash box located therein; Made inquiries into existence/status of safe-deposit boxes held by GSM, provided Murphy w/information relating to keys located for such boxes in vault and LT's office; Collected and gave Murphy deposit records and passbooks located in various location in fifth floor vault; Drilled lock to cash box and located \$600.00 in "petty cash" therein [NO CHARGE FOR LAST ITEM],	7.5	\$750.00
3/10/2010	Delivered safe deposit keys to Murphy per Pearce; Briefly looked into origins of "petty cash" found in fifth floor vault, delivered cash to Pearce; Returned call from Austin Moore, L/M; Spoke to Flinck re: rescheduling meeting w/California African American Museum ("CAAM").	2.5	\$250.00
3/11/2010	Telecon w/Brown, Kirk and Dalmacio re: file inventory, microfiche scanning, etc.; Removed check stock and misc. financial files from lower basement vault, delivered same to Murph; Briefly spoke w/S.K. Jones re: his role in file/box identification and inventory; Attempted to contact purported building owner (or interested party) Henderson; Again tried to reach Moore in response to his call; Spoke to Ranfti re: reviewing prices offered by J.C. for vintage furniture, sent copy of proposed payment schedule to same via e-mail; Attempted to contact African art expert/dealer, N'Namdi re: valuation of collection, L/M for same; Sorted, organized and boxed Winston Mutual policies and files found in lower basement, worked w/Brown and Cherie in connection w/same.	5.75	\$575.00
3/15/2010	Worked w/Flinck to prepare for 3/17/2010 meeting at CAAM, reviewed retrieved historical materials in connection w/same; Responded to inquiry from I.J. Houston re: sale of book of business.	2	\$200,00
	Contacted Southern California Library re: Nickerson Papers; Telecon w/building owner Henderson re: murals, historical preservation, etc., followed up w/e-mail; Spoke w/daughter of Raymond Lewis re: historical photographs, followed up w/e-mail and scanned image; Contacted Paramount Pictures representative re: whereabouts of payment,	2,25	\$225.00

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3/17/2010	Met w/Flinck and various representatives of the California African American Museum (CAAM) re: historical preservation, providing access to GSM resources, disposition of art, etc.; Met w/Ranftl to inspect vintage furniture and discuss values of same, possible consignment deals and to sell phone equipment removed from GSM West; Spoke w/Kingsley Jones re: disposition of remaining GSM assets, arranged tentative meeting to further discuss same; Met briefly w/Flinck to discuss plans/requests proffered by DeVeaux; Met w/Pearce to discuss project plan, update him as to meetings/conversations w/CAAM, Henderson and Jones and to obtain add't information re: remaining financial obligations of GSM.	8	\$800.00
3/18/2010 through 3/21/2010	Worked on organizing schedule for GSM closing plan; Arranged meeting w/Dean Prator to allow access to GSM basketball banquet photographs; Organized files in preparation for review by CAAM archivist; Set up semi-permanent office at GSM law library [ran new connections to allow phone/network access, installed personal workstation]. ACTUAL TIME SPENT AT GSM = MINIMUM 14 HOURS.	2	\$200.00
3/22/2010	Met w/Flinck, Brown and CAAM representatives, Sharon and Tiffany on- site re: preservation of GSM artwork, photographs and historical documents, reviewed samples of each w/same; Received and reviewed GSM closure plan sent by Mojabi, telecon w/same re: same; Forwarded copy of Mojabi's plan to Brown, met w/Brown re: same; Met briefly w/Flinck re: GSM closure plan; Contacted Haydel re: obtaining add'l documents relating to sale(s) of building, L/M for his partner, Kevin Johnson, re: same; Scanned slides from presentation on GSM art for CAAM [NO CHARGE].	6	\$600.00
	Brief telecons w/Mojabi and Pearce re: Mojabi's draft closing plan, began writing/organizing personal portion of same; Met briefly w/Brown re: preparation of his portion of closing plan; Spoke briefly w/Flinck re: addressing Ms. DeVeaux's plans for guided tours of GSM artworks, telecon w/DeVeaux re: same; Spoke w/Henderson re: meeting to discuss ownership of GSM murals, arranged in-person meeting b/w self, Pearce, Henderson and Henderson's partner, Harrower; Extended after-hours telecon w/Mojabi re: project plan [NO CHARGE].	3	\$300.00
s E	Telecon w/Brown, Mojabi, Crothers & Kirk re: global CLO closing plan for GSM and preparation of drafts of individual portions; Prepared and submitted draft of personal portion of closing plan; Briefly reviewed Brown's unsubmitted draft plan; Confirmed meeting w/Henderson via e-mail.	7	\$700.00

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3/25/2010	Telecon w/Mojabi and Crothers re: draft closing plan; Met w/Brown re: his draft plan, obtained copy of same; Met w/CAAM representatives re: preservation of archives, toured building w/archive specialist to show both archival materials and facilities available for work on preservation; Rescheduled meeting with Henderson, et al., confirmed same via e-mail; Spoke w/K. Johnson re: obtaining copies of building sale documents, arranged meeting to discuss/copy same; Met w/Prator to provide access to GSM historical photos; Met w/Kingsley Jones re: future of GSM, updated Pearce re: same; Met after hours w/Pearce to discuss closing plan(s), delivered printed copies of same [NO CHARGE].	6.5	\$650.00
3/26/2010 through 3/27/2010	Purchased and installed parts/software in GSM workstation; Picked up scanner sent by Mojabi for meeting w/K. Johnson Monday; Organized office; Sold misc. non-vintage items to Ranftl; Tested/checked GSM projectors (modern) for possible sale. AT GSM MINIMUM OF SIX HOURS [NO CHARGE].	0	\$0.00
3/29/2010	Met w/prior owners of GSM building, Campbell and Johnson at Campbell's office in Encino, obtained, organized and scanned all documents made available relevant to the sale(s) of the building; Telecon w/K. Jones and potential investor in GSM residuary, Stephan Robinson [1 hour, NO CHARGE].	4.5	\$450.00
3/30/2010	Telecon w/K. Jones and NC Mutual representative, James Speed, re: his company's potential interest in GSM shell, and disposition of other assets, followed up w/K. Jones re: same and potential upcoming meeting(s) w/other parties interested in GSM Residuary; Spoke w/I.J. Houston re: recent GSM developments, CAAM request for his assistance, etc. [2.25 hours NO CHARGE].	0	\$0 <b>.</b> 00
3/31/2010	Meeting w/Henderson and Pearce, followed up w/Pearce afterwards, updated him on recent developments involving K. Jones; Met briefly w/Brown re: project plan; Followed up w/K.W. re: last batch of destruction certificates; Followed up w/Paramount representative re: location of check; Followed up w/Ranftl re: recent sales; Finalized prices w/J.C. for vintage furniture, requested check for same; Provided vendor contact list, accounting of completed sales and certificates of destruction to Mojabi per project plan.	6.25	\$625.00

Total Hours: 76.75

80256

Net Due: \$7,675.00

48 3010

Constitution Signature

Date

115/2010

Date

Page 4

Sent: Wed 4/14/2010 4:41 PM

¿ You replied on 4/14/2010 5:51 PM.

Attachments can contain viruses that may harm your computer. Attachments may not display correctly.

#### Holloway, Joe

From:

Mojabl, Mohammed

To:

Holloway, Joe

Cci

Pearce, Scott

Subject:

FW: March 2010 Billing. Attachments: \_\_i <u>ISolomon 3-2010 GSM Billing.pdf(45KB)</u>

Joe,

Attached is Joshua's invoice for the month of March. I have reviewed and approve this month's invoice.

3/25/2010	Telecon w/Mojabi and Crothers re: draft closing plan; Met w/Brown re: his draft plan, obtained copy of same; Met w/CAAM representatives re: preservation of archives, toured building w/archive specialist to show both archival materials and facilities available for work on preservation; Rescheduled meeting with Henderson, et al., confirmed same via e-mail; Spoke w/K. Johnson re: obtaining copies of building sale documents, arranged meeting to discuss/copy same; Met w/Prator to provide access to GSM historical photos; Met w/Kingsley Jones re: future of GSM, updated Pearce re: same; Met after hours w/Pearce to discuss closing plan(s), delivered printed copies of same [NO CHARGE].	6.5	\$650.00
3/26/2010 through 3/27/2010	Purchased and installed parts/software in GSM workstation; Picked up scanner sent by Mojabi for meeting w/K. Johnson Monday; Organized office; Sold misc. non-vintage items to Ranftl; Tested/checked GSM projectors (modern) for possible sale. AT GSM MINIMUM OF SIX HOURS [NO CHARGE].	0	\$0.00
3/29/2010	Met w/prior owners of GSM building, Campbell and Johnson at Campbell's office in Encino, obtained, organized and scanned all documents made available relevant to the sale(s) of the building; Telecon w/K. Jones and potential investor in GSM residuary, Stephan Robinson [1 hour, NO CHARGE].	4.5	\$450.00
3/30/2010	Telecon w/K. Jones and NC Mutual representative, James Speed, re: his company's potential interest in GSM shell, and disposition of other assets, followed up w/K. Jones re: same and potential upcoming meeting(s) w/other parties interested in GSM Residuary; Spoke w/I.J. Houston re: recent GSM developments, CAAM request for his assistance, etc. [2.25 hours NO CHARGE].	0	\$0.00
3/31/2010	Meeting w/Henderson and Pearce, followed up w/Pearce afterwards, updated him on recent developments involving K. Jones; Met briefly w/Brown re: project plan; Followed up w/K.W. re: last batch of destruction certificates; Followed up w/Paramount representative re: location of check; Followed up w/Ranftl re: recent sales; Finalized prices w/J.C. for vintage furniture, requested check for same; Provided vendor contact list, accounting of completed sales and certificates of destruction to Mojabl per project plan.	6.25	\$625.00

Total Hours: 76.75 Net Pue: \$7,675.00 Page 4 N. W. 115/2010

# EXHIBIT 11



EDMUND G. BROWN JR. 1 Attorney General of the State of California W. DEÁN FREEMAN 2 Supervising Deputy Attorney General FELIX LEATHERWOOD 3 SEP 3 0 2009 Supervising Deputy Attorney General MARTA L. SMITH, State Bar No. 101955 4 John A Clarke, Exacutive Officer/Clerk Deputy Attorney General 300 South Spring Street, Room 1702 5 Los Angeles, California 90013 Telephone: (213) 897-2480 6 Fax: (213) 897-5775 7 Attorneys for Applicant Insurance Commissioner of the State of California 8 9 IN THE SUPERIOR COURT OF THE STATE OF CALIFORNIA 10 FOR THE COUNTY OF LOS ANGELES 11 CASE NO. B S 12 3 0 0 5 12 INSURANCE COMMISSIONER OF THE STATE OF CALIFORNIA, 13 Applicant, 14 PROPOSEDI ORDER APPOINTING CONSERVATOR AND RESTRAINING ν. 15 ORDER **GOLDEN STATE MUTUAL LIFE** 16 INSURANCE, a California corporation, 17 Respondent. Assigned For All Purposes To the Honorable 18 19 20 21 22 23 24 25 26 27 28

The verified Application of the Insurance Commissioner of the State of California ("the Commissioner") having been filed herein and it appearing to this Court from said Application that the Commissioner has (1) found Golden State Mutual Life Insurance Company ("Golden State") to be in such condition that its further transaction of business will be hazardous to its policyholders, creditors, and the public; and (2) found that said insurer does not comply with the requirements for the issuance to it of a certificate of authority,

#### IT IS HEREBY ORDERED that:

- 1. The Commissioner is appointed as Conservator (hereinafter "Conservator") of Golden State and directed him to conduct the business of Golden State or so much thereof as he may deem appropriate (Insurance Code §§ 1011 and 1037(a));
- 2. Title to all of the assets of Golden State, wheresoever situated, is vested in the Conservator or his or her successor in office, in his official capacity as such, including without limitation deposits, certificates of deposit, bank accounts, mutual funds, securities, contracts, rights of actions, books, records and other assets of any and every type and nature, wheresoever situated, presently in Golden State's possession or control those which may be discovered hereafter (Insurance Code § 1011);
- 3. All funds and assets, including without limitation deposits, certificates of deposit, bank accounts, securities, and mutual fund shares of Golden State, in various financial depositary institutions, including without limitation banks, savings and loan associations, industrial loan companies, mutual funds and/or stock brokerages, wheresoever situated, are subject to withdrawal only upon direction or order by the Conservator (Insurance Code §§ 1011 and 1037 General Powers);
- 4. The Conservator is authorized forthwith to take possession of all of Golden State's books, records, property, real and personal, and assets including without limitation accounts, safe deposit boxes, rights of actions and all assets as may be in the name of Golden State, wheresoever situated (Insurance Code § 1011);
- 5. The Conservator is authorized to collect all moneys due to Golden State, and to do such other acts as are necessary or expedient to collect, conserve, or protect Golden State's assets,

property, and business (Insurance Code § 1037(a));

- 6. The Conservator is authorized to collect all debts due and claims belonging to Golden State and to have the authority to sell, compound, compromise, or assign, for the purpose of collection upon such terms and conditions as the Conservator deems best, any bad or doubtful debts (Insurance Code § 1037(b));
- 7. The Conservator is authorized to compound, compromise or in any other manner negotiate settlements of claims against Golden State upon such terms and conditions as the Conservator shall deem to be in the best interest of the estate of Golden State (Insurance Code § 1037(c));
- 8. The Conservator is authorized to acquire, hypothecate, encumber, lease, improve, sell, transfer, abandon, or otherwise dispose of or deal with, any real or personal property of Golden State at its reasonable market value, or, in cases other than acquisition, sale, or transfer on the basis of reasonable market value, upon such terms and conditions as the Conservator may deem proper, provided the market value of the property involved does not exceed the sum of twenty thousand dollars (\$20,000) (Insurance Code § 1037(d));
- 9. The Conservator, for the purpose of executing and performing any of the powers and authority conferred upon the Conservator under Insurance Code § 1010 et seq, in the name of Golden State or in the Conservator's own name, is authorized to initiate, prosecute, and/or defend any and all suits and other legal proceedings, legal or equitable, and to execute, acknowledge and deliver any and all deeds, assignments, releases and other instruments necessary and proper to effectuate any sale of any real and personal property or other transaction in connection with the administration, liquidation or other disposition of the assets of golden State, in this or other states as may appear to him necessary to carry out his functions as Conservator (Insurance Code § 1037(f) and 1037 General Powers);
- 10. The Conservator is authorized to divert, take possession of and secure all mail of Golden State and to effect a change in the rights to use any and all post office boxes and other mail collection facilities used by Golden State (Insurance Code §§ 1011 and 1037 General Powers);

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- The Conservator is authorized to invest and reinvest, in such manner as the 11. Conservator may deem suitable for the best interests of the policyholders and creditors of golden State, such portions of the funds and assets of Golden State in his possession as do not exceed the amount of the reserves required by law to be maintained by Golden State as reserves for life insurance policies, annuity contracts, supplementary agreements incidental to life business, and reserves for noncancellable disability policies, provided the investment or reinvestment to be made does not exceed the sum of one hundred thousand dollars (\$100,000), except that the Conservator may make investments or reinvestments in excess of \$100,000, but not exceeding \$5,000,000 per investment or reinvestment, if such investments or reinvestments are in compliance with Golden State's existing investment guidelines (Attached as Exhibit 2 to the Application and incorporated by reference herein) or are made pursuant to the investment guidelines of the Commissioner's Conservation & Liquidation Office (Attached as Exhibit 3 to the Application and incorporated by reference herein) including investments and reinvestments through an investment pool consisting exclusively of assets from conserved and/or liquidating estates (Insurance Code § 1037(g) and General Powers);
- 12. The Conservator is authorized, in his discretion, to pay or defer payment of some or all claims, expenses, liabilities and/or obligations of Golden State, in whole or in part, accruing prior and/or subsequent to his appointments as Conservator; to establish a 90-day moratorium on surrenders of and withdrawals from life insurance policies and annuities; to develop and implement a procedure for surrenders of and withdrawals from life insurance policies and annuities due to hardship (Insurance Code §§ 1011 and 1037 General Powers);
- 13. The Conservator is authorized to appoint and employ under his hand and official seal, special deputy commissioners and/or legal counsel, as his agents, and to employ clerks and/or assistants, and to give to each of them those powers that the Consevator deems necessary (Insurance Code §§ 1035(a) and 1036);
- 14. The Conservator is authorized to fix the costs of employing special deputy commissioners, legal counsel, clerks, and/or assistants, and all expenses of taking possession of, conserving, conducting, liquidating, disposing of, or otherwise dealing with the business and

property of Golden State, subject to the approval of the court, and to pay such costs out of the assets of Golden State to the Conservator and others including without limitation expenses, expense allocations, administrative costs, administrative overhead, and costs incurred and/or allocated by the Conservation & Liquidation Office, and if there are insufficient funds to pay such costs, then to pay such costs out of the Insurance Fund pursuant to Insurance Code § 1035 (Insurance Code §§ 1035(a), 1036 and 1037 General Powers);

- 15. The Conservator is authorized to assume or reject, or to modify, any executory contract, including without limitation, any lease, rental or utilization contract or agreement (including any schedule to any such contract or agreement), and any license or other arrangement for the use of computer software of business information systems, to which Golden State is a party or as to which Golden State agrees to accept an assignment of such contract, not later than 120 days of the date of the Order Appointing Conservator, unless such date is extended by application to and further order of this Court, and if not expressly assumed by the Conservator within that time then such executory contract is deemed rejected (Insurance Code § 1037 General Powers);
- 16. The Conservator is authorized to terminate compensation arrangements with employees, to enter into new compensation arrangements with employees including arrangements containing retention incentives, and to hire employees on such terms and conditions as he deems reasonable (Insurance Code § 1037 General Powers);
- 17. The Conservator is granted all the powers of the directors, officers and managers of Golden State, whose authorities are suspended except as such powers may be redelegated in writing by the Conservator (Insurance Code § 1037 General Powers);
- 18. Except upon the express authorization of the Conservator, Golden State and its officers, directors, agents, servants, and employees are enjoined from the transaction of Golden State's business or disposition of its property including without limitation from disposing of, using, transferring, selling, assigning, canceling, alienating, hypothecating or concealing in any manner or any way, or assisting any person in any of the foregoing, of the property or assets of Golden State or property or assets in the possession of Golden State, of any nature or kind,

including without limitation claims or causes of action, until further order of this Court and further, such persons are enjoined from obstructing or interfering with the Conservator's conduct. of his or her duties as Conservator (Insurance Code §§ 1011, 1020 and 1037);

- 19. All persons are enjoined from instituting or prosecuting or maintaining any action at law or suit in equity including without limitation actions or proceedings to compel discovery or production of documents or testimony, and matters in arbitration, and from obtaining or attempting to attain preferences, judgments, foreclosures, attachments or other liens of any kind or nature, against Golden State, its assets, or the Conservator, and from attaching, executing upon, foreclosing upon, redeeming of, making levy upon, or taking any other legal proceedings against any of the property and/or assets of Golden State, and from doing any act interfering with the conduct of said business by the Conservator, except after an order from this Court obtained after reasonable notice to the Conservator (Insurance Code §§ 1011, 1020 and 1037 General Powers);
- 20. Enjoining the sale or deed for nonpayment of taxes or assessments levied by any taxing agency of property and/or assets of Golden State (Insurance Code § 1020(f));
- 21. Except with leave of court issued after a hearing in which the Conservator has received reasonable notice, all persons are enjoined from accelerating the due date of any obligation or claimed obligation, exercising any right of set-off, taking, retaining, retaking or attempting to retake possession of any real or personal property, withholding or diverting any rent or other obligation, and doing any act or other thing whatsoever to interfere with the possession of or management by the Conservator of the property and assets, owned or controlled, by Golden State or in the possession of Golden State or in any way interfering with the Conservator or interfering in any manner during the pendency of this proceeding with the exclusive jurisdiction of this Court over Golden State (Insurance Code §§ 1020 and 1037 General Powers);
- 22. All persons are enjoined from the waste of the assets of Golden State (Insurance Code § 1020);
- 23. Golden State and all officers, directors, agents and employees of Golden State are ordered to deliver to, and immediately make available to, the Conservator all assets, books, records, accounts, information, computers, tapes, discs, writings, other recordings of information,

equipment and other property of Golden State, wheresoever situated, in said persons custody or control and further, directing the aforesaid to disclose verbally, or in writing if requested by the Conservator, the exact whereabouts of the foregoing items if such items are not in the possession custody or control of said persons (Insurance Code §§ 1011, 1020 and 1037 General Powers);

- 24. All officers, directors, trustees, employees or agents of Golden State, or any other person, firm, association, partnership, corporate parent, holding company, affiliate or other entity in charge of any aspect of Golden State's affairs, either in whole or in part, and including but not limited to banks, savings and loan associations, financial or lending institutions, brokers, stock or mutual associations, or any parent, holding company, subsidiary or affiliated corporation or any other representative acting in concert with Golden State, are ordered to cooperate with the Conservator in the performance of his or her duties (Insurance Code § 1037 General Powers);
- 25. All persons who maintain records for Golden State, pursuant to written contract or any other agreement, are ordered to maintain such records and to deliver to the Conservator such records upon his request (Insurance Code §§ 1020 and 1037 General Powers);
- 26. All agents of Golden State, and all brokers who have done business with Golden State, are ordered to make all remittances of all funds collected by them or in their hands directly to the Conservator (Insurance Code §§ 1020 and 1037 General Powers);
- 27. All persons having possession of any lists of policyholders, escrow holders, mortgages or mortgagees of Golden State are ordered to deliver such lists to the Conservator and all persons are enjoined from using any such lists or any information contained therein without the consent of the Conservator (Insurance Code §§ 1020 and 1037 General Powers);
- 28. Golden State and its officers, directors, agents, servants, employees, successors, assigns, affiliates, and other persons or entities under their control and all persons or entities in concert or participation with Golden State, and each of them, are ordered to turn over to the Conservator all records, documentation, charts and/or descriptive materials of all funds, assets, property (owned beneficially or otherwise), and all other assets of Golden State wherever situated, and all books and records of accounts, title documents and other documents in their possession or under their control, which relate, directly or indirectly to assets or property owned

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or held by Golden State or to the business or operations of Golden State (Insurance Code §§ 1020 and 1037 General Powers);

Any and all provisions of any agreement entered into by and between any third 29. party and Golden State, including by way of illustration, but not limited to, the following types of agreements (as well as any amendments, assignments, or modifications thereto), shall be stayed, and the assertion of any and all rights and remedies relating thereto shall also be stayed and barred, except as otherwise ordered by this Court, and this Court shall retain jurisdiction over any cause of action that has arisen or may otherwise arise under any such provision: financial guarantee bonds, promissory notes, loan agreements, security agreements, deeds of trust, mortgages, indemnification agreements, subrogation agreements, subordination agreements, pledge agreements, assignments of rents or other collateral, financial statements, letters of credit, leases, insurance policies, guaranties, escrow agreements, management agreements, real estate brokerage and rental agreements, servicing agreements, attorney agreements, consulting agreements, easement agreements, license agreements, franchise agreements, or employment contracts that provide in any manner that selection, appointment or retention of a conservator, receiver or trustee by any court, or entry of any order such as hereby made, shall be deemed to be, or otherwise operate as, a breach, violation, event of default, termination, event of dissolution, event of acceleration, insolvency, bankruptcy, or liquidation (Insurance Code §§ 1020 and 1037 General Powers).

Dated:	SEP 3 0 2009	Charit Sall	
		Judge of the Superior Court	

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#### DECLARATION OF SERVICE BY E-MAIL AND OVERNIGHT COURIER

Case Name: Insurance Commissioner v. Golden State Mutual Life Insurance Co.

No.:

I declare:

I am employed in the Office of the Attorney General, which is the office of a member of the California State Bar, at which member's direction this service is made. I am 18 years of age or older and not a party to this matter; my business address is: 300 South Spring Street, Suite 1702, Los Angeles, CA 90013. I am familiar with the business practice at the Office of the Attorney General for collection and processing of correspondence for overnight mail with the FEDERAL EXPRESS overnight mail service. In accordance with that practice, correspondence placed in the internal mail collection system at the Office of the Attorney General is deposited with the overnight courier that same day in the ordinary course of business.

On <u>September 28, 2009</u>, I served the attached [PROPOSED] ORDER APPOINTING CONSERVATOR AND RESTRAINING ORDER by transmitting a true copy via electronic mail. In addition, I placed a true copy thereof enclosed in a sealed envelope, in the internal mail system of the Office of the Attorney General, for overnight delivery, addressed as follows:

Michael L. Rosenfield, Esq. Barger & Wolen LLP 633 W. 5th Street Forty-Seventh Floor Los Angeles, California 90071-2045

Phone: (213) 614-7321 Fax: (213) 614-7399

E-mail Address: mrosenfield@bargerwolen.com

I declare under penalty of perjury under the laws of the State of California the foregoing is true and correct and that this declaration was executed on **September 28**, 2009, at Los Angeles, California.

Veronica James

Declarant

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certify that this is a true and correct copy of the original pages. John A. CLARKE executive Officer/Clerk of the Superior Court of California, County of Los Angeles.

Date:

B. Debity

Jossica Le

EXHIBIT 12

## ORIGINAL FILED

1 2 3 4 5	Attorney General of California FELIX LEATHERWOOD W. DEAN FREEMAN Supervising Deputy Attorneys General MARTA L. SMITH, State Bar No. 101955 Deputy Attorney General 300 South Spring Street, Room 1702 Los Angeles, California 90013 Telephone: (213) 897-2483	RECEIVED ANGELES Dec 2 1 2010 IOR COURT DEPT86				
7	Facsimile: (213) 897-5775 E-mail: <u>Marta.Smith@doj.ca.gov</u>					
9 10 11 12	633 W. Fifth Street, Suite 3330 Los Angeles, California 90071 Telephone: (213) 861-7487 Facsimile: (213) 861-7488 Email: mrw@epsteinturnerweiss.com					
14 15	Attorneys for Applicant					
16	SUPERIOR COURT OF THE STATE OF CALIFORNIA					
17 18	FOR THE COUNTY OF LOS ANGELES					
19	INSURANCE COMMISSIONER OF THE STATE OF CALIFORNIA,	Case No. BS123005 Assigned to Hon. Ann I. Jones, Dept. 86				
20 21	Applicant, v.	TROFUSED ORDER OF LIQUIDATION AND ORDERS AND INJUNCTIONS IN AID OF LIQUIDATION FOR GOLDEN				
22 23	GOLDEN STATE MUTUAL LIFE INSURANCE COMPANY, a California	STATE MUTUAL LIFE INSURANCE COMPANY  Date: January 28, 2011				
24 25	corporation,  Respondent.	Time: 9:30 a.m. Dept: 86				
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On January 28, 2011, in Department 86 of the above-entitled Court, the Honorable Ann I. Jones, Judge Presiding (the "Court"), the Court held the hearing on the Court's Order to Show Cause and the Motion For Order Of Liquidation And Orders And Injunctions In Aid Of Liquidation For Golden State Mutual Life Insurance Company, filed by Applicant Steve Poizner, Insurance Commissioner of the State of California, in his capacity as Conservator ("Conservator") of Golden State Mutual Life Insurance Company in Conservation ("Golden State"), Deputy Attorney General Marta L. Smith and attorney Michael R. Weiss appeared on behalf of the Conservator. Other appearances, if any, are noted in the record.

The Court, having read and considered the Conservator's Notice of Order to Show Cause and Motion, Memorandum of Points and Authorities in support of the Motion, the Declarations of David E. Wilson and Michael R. Weiss, and all documents and evidence submitted, and having heard and considered the arguments presented to the Court, and upon good cause shown,

IT IS HEREBY ORDERED that the Conservator's Motion is granted and that:

#### A. Liquidation, Administration and Operation

- 1. As of September 30, 2010, Golden State is insolvent and remains insolvent today, and it would be futile for the Commissioner to proceed as Conservator; and therefore, sufficient grounds exist in accordance with Insurance Code § 1016 for entry of an order of liquidation of Golden State. (Insurance Code § 1016.)
- 2. The Commissioner's status as Conservator is terminated, he is appointed Liquidator of Golden State as set forth in Insurance Code § 1016, and he is directed as Liquidator to liquidate and wind up the business of Golden State and to act in all ways and exercise all powers necessary for the purpose of carrying out this Order. (Insurance Code § 1016.)
- 3. Title to all of the assets of Golden State, wheresoever situated, shall remain vested in the Commissioner, now as Liquidator, or his successor in office, in his official capacity as such, including without limitation real and personal property, deposits, certificates of deposit, bank accounts, mutual funds, securities, contracts, rights of actions, books, records and other assets of any and every type and nature, wheresoever situated, presently in Golden State's

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possession and/or those which may be discovered hereafter. (Insurance Code §§ 1011, 1016 and 1037 General Powers.)

- 4. All funds and assets, including without limitation deposits, certificates of deposit, bank accounts, securities, and mutual fund shares of Golden State, in various financial depositary institutions, including without limitation banks, savings and loan associations, industrial loan companies, mutual funds and/or stock brokerages, wheresoever situated, are subject to withdrawal only upon direction or order by the Liquidator. (Insurance Code §§ 1011, 1016 and 1037 General Powers.)
- 5. The Liquidator is authorized to collect all moneys due to Golden State, and to do such other acts as are necessary or expedient to collect, conserve, protect and/or liquidate Golden State's assets, property and business. (Insurance Code § 1037(a).)
- 6. The Conservator is authorized to collect all debts due and claims belonging to Golden State and to have the authority to sell, compound, compromise, or assign, for the purpose of collection upon such terms and conditions as the Liquidator deems best, any bad or doubtful debts. (Insurance Code § 1037(b).)
- 7. The Liquidator is authorized to compound, compromise or in any other manner negotiate settlements of claims against Golden State upon such terms and conditions as the Liquidator shall deem to be most advantageous to the estate of Golden State. (Insurance Code § 1037(c).)
- 8. The Liquidator is authorized, without permission of the court and without notice, to acquire, hypothecate, encumber, lease, improve, sell, transfer, abandon, or otherwise dispose of or deal with, any real or personal property of Golden State at its reasonable market value, or, in cases other than acquisition, sale, or transfer on the basis of reasonable market value, upon such terms and conditions as the Liquidator may deem proper, provided the market value of the property involved does not exceed the sum of twenty thousand dollars (\$20,000). (Insurance Code § 1037(d).)
- 9. The Liquidator is authorized to transfer to a trustee or trustees, under a voting trust agreement, the stock of Golden State heretofore or hereafter issued to the Liquidator in

Epstein Turner Weiss A Professional Corporation 633 West Fifth Street Suite 3330 Los Angeles, CA 90071 connection with a rehabilitation or reinsurance agreement, or any other proceeding under Insurance Code § 1010 et seq. (Insurance Code § 1037(e).)

- 10. The Liquidator is authorized, for the purpose of executing and performing any of the powers and authority conferred upon the Liquidator under Insurance Code § 1010 et seq, in the name of Golden State or in the Liquidator's own name, to initiate, prosecute and/or defend any and all suits and other legal proceedings, legal or equitable, and to execute, acknowledge and deliver any and all deeds, assignments, releases and other instruments necessary and proper to effectuate any sale of any real and personal property or other transaction in connection with the administration, liquidation or other disposition of the assets of Golden State, in this or other states as may appear to him necessary to carry out his functions as Liquidator. (Insurance Code § 1037(f) and 1037 General Powers.)
- 11. The Liquidator is authorized to divert, take possession of and secure all mail of Golden State and to effect a change in the rights to use any and all post office boxes and other mail collection facilities used by Golden State. (Insurance Code §§ 1011 and 1037 General Powers.)
- 12. The Liquidator is authorized, without permission of the court and without notice, to invest and reinvest, in such manner as the Liquidator may deem suitable for the best interests of the policyholders and/or creditors of Golden State, such portions of the funds and assets of Golden State in his possession as do not exceed the amount of the reserves required by law to be maintained by Golden State as reserves for life insurance policies, annuity contracts, supplementary agreements incidental to life business, and reserves for non-cancelable disability policies, and which funds and assets are not immediately distributable to creditors, provided the investment or reinvestment to be made does not exceed the sum of one hundred thousand dollars (\$100,000), except that the Liquidator, without permission of the court and without notice, may make investments or reinvestments in excess of \$100,000, but not exceeding \$5,000,000 per investment or reinvestment, if such investments or reinvestments are part of Golden State's existing investments or are made pursuant to the investment guidelines of the Commissioner's Conservation & Liquidation Office including investments and reinvestments through an

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investment pool consisting exclusively of assets from conserved and/or liquidating estates. (Insurance Code § 1037(g) and General Powers.)

- 13. The Liquidator is authorized, in his discretion, without permission of the court and without notice, to pay or defer payment of some or all claims, expenses, liabilities and/or obligations of Golden State, in whole or in part, accruing prior and/or subsequent to his appointment as Liquidator. (Insurance Code §§ 1011 and 1037 General Powers.)
- 14. The Liquidator is authorized to appoint and employ under his hand and official seal, special deputy commissioners and/or legal counsel, as his agents, and to employ clerks and/or assistants, and to give to each of them those powers that the Liquidator deems necessary. (Insurance Code §§ 1035(a) and 1036.)
- 15. The Liquidator is authorized to fix the costs of employing special deputy commissioners, legal counsel, clerks, and/or assistants, and all expenses of taking possession of, conserving, conducting, liquidating, disposing of, or otherwise dealing with the business and property of Golden State, subject to the approval of the court, and to pay such costs out of the assets of Golden State to the Liquidator and others including without limitation expenses, expense allocations, administrative costs, administrative overhead, and costs incurred and/or allocated by the Conservation & Liquidation Office, and if there are insufficient funds to pay such costs, then to pay such costs out of the Insurance Fund pursuant to Insurance Code § 1035. (Insurance Code §§ 1035(a), 1036 and 1037 General Powers.)
- 16. The Liquidator is authorized to assume or reject, or to modify, any executory contract, including without limitation, any lease, rental or utilization contract or agreement (including any schedule to any such contract or agreement), and any license or other arrangement for the use of computer software of business information systems, to which Golden State is a party or as to which Golden State agrees to accept an assignment of such contract, not later than 120 days of the date of the Order Appointing Conservator, unless such date is extended by application to and further order of this Court, and if not expressly assumed by the Conservator within that time then such executory contract is deemed rejected. (Insurance Code § 1037 General Powers.)

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17. The Liquidator is authorized to terminate compensation arrangements with employees, to enter into new compensation arrangements with employees including arrangements containing retention incentives, and to hire employees on such terms and conditions as he deems reasonable. (Insurance Code § 1037 General Powers.)

18. The Liquidator is vested with all the powers of the directors, officers and managers of Golden State, whose authorities are suspended except as such powers may be re-delegated by the Liquidator. (Insurance Code § 1037 General Powers.)

#### B. Injunctions and Other Orders

- 19. Except upon the express authorization of the Liquidator, all persons are hereby enjoined, including without limitation Golden State and its officers, directors, agents, servants, and employees, from the transaction of Golden State's business or disposition of its property including without limitation from disposing of, using, transferring, selling, assigning, canceling, alienating, hypothecating or concealing in any manner or any way, or assisting any person in any of the foregoing, of the property or assets of Golden State or property or assets in the possession of Golden State, of any nature or kind, including without limitation claims or causes of action, until further order of this Court and further, enjoining such persons from obstructing or interfering with the Liquidator's conduct of his or her duties as Liquidator. (Insurance Code §§ 1011, 1020 and 1037.)
- 20. All persons are enjoined from instituting or prosecuting or maintaining any action at law or suit in equity including without limitation actions or proceedings to compel discovery or production of documents or testimony, and matters in arbitration, and from obtaining or attempting to attain preferences, judgments, foreclosures, attachments or other liens of any kind or nature, against Golden State, its assets, or the Liquidator, and from attaching, executing upon, foreclosing upon, redeeming of, making levy upon, or taking any other legal proceedings against any of the property and/or assets of Golden State, and from doing any act interfering with the conduct of said business by the Liquidator, except after an order from this Court obtained after reasonable notice to the Liquidator. (Insurance Code §§ 1011, 1020 and 1037 General Powers.)

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- 21. All persons are enjoined from the sale or deed for nonpayment of taxes or assessments levied by any taxing agency of property and/or assets of Golden State. (Insurance Code § 1020(f).)
- 22. Except with leave of court issued after a hearing in which the Liquidator has received reasonable and statutory notice, all persons are enjoined from accelerating the due date of any obligation or claimed obligation, exercising any right of set-off, taking, retaining, retaking or attempting to retake possession of any real or personal property, withholding or diverting any rent or other obligation, and doing any act or other thing whatsoever to interfere with the possession of or management by the Liquidator of the property and assets, owned or controlled, by Golden State or in the possession of Golden State or in any way interfering with the Liquidator or interfering in any manner during the pendency of this proceeding with the exclusive jurisdiction of this Court over Golden State. (Insurance Code §§ 1020 and 1037 General Powers.)
- 23. All persons are enjoined from the waste of the assets of Golden State. (Insurance Code § 1020.)
- 24. Golden State and all officers, directors, agents and employees of Golden State are ordered to deliver to, and immediately make available to, the Liquidator all assets, books, accounts, records, information, computers, tapes, discs, writings, other recordings of information, equipment and other property of Golden State, wheresoever situated, in said person's custody or control and further, and are directed the aforesaid to disclose verbally, or in writing if requested by the Liquidator, the exact whereabouts of the foregoing items if such items are not in the possession, custody or control of said persons. (Insurance Code §§ 1011, 1016, 1020 and 1037 General Powers.)
- 25. Golden State and all officers, directors, trustees, employees or agents of Golden State, or any other person, firm, association, partnership, corporate parent, holding company, affiliate or other entity in charge of any aspect of Golden State's affairs, either in whole or in part, and including but not limited to banks, savings and loan associations, financial or lending institutions, brokers, stock or mutual associations, or any parent, holding company, subsidiary or affiliated corporation or any other representative acting in concert with Golden State, are ordered

to cooperate with the Liquidator in the performance of his or her duties. (Insurance Code § 1037 General Powers.)

- 26. All persons who maintain records for Golden State, pursuant to written contract or any other agreement, are ordered to maintain such records and to deliver to the Liquidator such records upon his request. (Insurance Code §§ 1020 and 1037 General Powers.)
- 27. All agents of Golden State, and all brokers who have done business with Golden State, are ordered to make all remittances of all funds collected by them or in their hands directly to the Liquidator. (Insurance Code §§ 1020 and 1037 General Powers.)
- 28. All persons having possession of any lists of policyholders, escrow holders, mortgages or mortgagees of Golden State are ordered to deliver such lists to the Liquidator and all persons are enjoined from using any such lists or any information contained therein without the consent of the Liquidator. (Insurance Code §§ 1020 and 1037 General Powers.)
- 29. Golden State and its officers, directors, agents, servants, employees, successors, assigns, affiliates, and other persons or entities under their control and all persons or entities in concert or participation with Golden State, and each of them, are ordered to turn over to the Liquidator all records, documentation, charts and/or descriptive materials of all funds, assets, property (owned beneficially or otherwise), and all other assets of Golden State wherever situated, and all books and records of accounts, title documents and other documents in their possession or under their control, which relate, directly or indirectly, to assets or property owned or held by Golden State or to the business or operations of Golden State. (Insurance Code §§ 1020 and 1037 General Powers.)
- 30. Any and all provisions of any agreement entered into by and between any third party and Golden State, including by way of illustration, but not limited to, the following types of agreements (as well as any amendments, assignments, or modifications thereto), are stayed, and the assertion of any and all rights and remedies relating thereto are also stayed and barred, except as otherwise ordered by this Court, and this Court shall retain jurisdiction over any cause of action that has arisen or may otherwise arise under any such provision: financial guarantee bonds, promissory notes, loan agreements, security agreements, deeds of trust, mortgages,

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indemnification agreements, subrogation agreements, subordination agreements, pledge agreements, assignments of rents or other collateral, financial statements, letters of credit, leases, insurance policies, guaranties, escrow agreements, management agreements, real estate brokerage and rental agreements, servicing agreements, attorney agreements, consulting agreements, easement agreements, license agreements, franchise agreements, or employment contracts that provide in any manner that selection, appointment or retention of a conservator, receiver or trustee by any court, or entry of any order such as hereby made, shall be deemed to be, or otherwise operate as, a breach, violation, event of default, termination, event of dissolution, event of acceleration, insolvency, bankruptcy, or liquidation. (Insurance Code §§ 1020 and 1037 General Powers).

#### Creditors and Setting of Claims Bar Date C.

- 31. The rights and liabilities of claimants, policyholders, shareholders, members and all other persons interested in the assets of Golden State are fixed as of the date of entry of this Order. (Insurance Code § 1019.)
- 32. Any and all claims against Golden State, including without limitation those claims which in any way affect or seek to affect any of the assets of Golden State, wherever or however such assets may be owned or held, must be filed no later than December 31, 2011 (the "Claims Bar Date"), together with proper proofs thereof, in accordance with the provisions of Insurance Code § 1010 et seq. including without limitation Insurance Code § 1023. The proof of claim must be timely filed on the form provided by the Liquidator, together with proper proofs thereof, and must be supplemented with such further information as the Liquidator requests, in accordance with Insurance Code § 1023(f). Except for persons deemed to have filed claims against Golden State in accordance with the provisions of Insurance Code § 1010 et seq. including without limitation Insurance Code § 1024 and § 1025.5, any claims not filed by the Claims Bar Date shall be conclusively deemed forever waived. (Insurance Code § 1024.)

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33. For such other and further relief as may be proper or necessary.

34. The Liquidator is authorized to take any and all action necessary to accomplish the purposes of this Order and the Orders requested herein.

DATED: 1-28-11

## ANN I. JONES

THE HONORABLE ANN I. JONES Los Angeles Superior Court Judge

## SUPERIOR COUR, OF CALIFORNIA, COUNTY OF LOS ANGELES

DATE: 09/13/12

RIDGE

DEPT. 86

HONORABLE ROBERT H. O'BRIEN

N DIGIAMBATTISTA

DEPUTY CLERK

HONORABLE 7

JUDGE PRO TEM

ELECTRONIC RECORDING MONITOR

NONE

Deputy Sheriff

Reporter

10:00 am BS123005

NONE

Plaineff Counsel

HAVE HECEIVED

STEVE POIZNER

Defendant NO APPEARANCES

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GOLDEN STATE MUTUAL LIFE INSURA Counsel COMPANY

SPOTEIN TURNER WEIGE

\*Rel to BC462745 denied\*

#### NATURE OF PROCEEDINGS:

APPLICATION OF PETITIONER TO APPROVE CONSERVATION AND LIQUIDATION EXPENSES;

MOTION OF MICHAEL WEBB FOR AN ORDER TO COMPEL/DIRECT PETITIONER TO RESPOND TO DISCOVERY

RULING ON SUBMITTED MATTERS

The court having taken the above matters under submission on September 7, 2012, now makes its ruling as follows:

The application to approve conservation and liquidation expenses is denied in part and granted in part and the motion to compel discovery is denied for the reasons set forth in the document entitled ORDER RE: APPLICATION TO APPROVE CONSERVATION AND LIQUIDATION EXPENSES AND MOTION TO COMPEL DISCOVERY, signed and filed this date.

A copy of this minute order as well as the court's Order are mailed via U.S. Mail to counsel addressed as follows:

MICHAEL R. WEISS, EPSTEIN TURNER WEISS, 633 W. FIFTH ST., SUITE 3330, LOS ANGELES, CA 90071

STEPHEN J. CHAZEN, ESQ., 15303 VENTURA BLVD., SUITE 900, SHERMAN CAKS, CA 91403

Page 1 of 2 DEPT. 86

MINUTES ENTERED 09/13/12 COUNTY CLERK

## SUPERIOR COURT OF CALIFORNIA, COUNTY OF LOS ANGELES

DATE: 09/13/12

DEPT. 36

HONORABLE POBERT H. O'BRIEN

N DIGIAMBATTISTA JUDGE

DEPUTY CLERK

HONORABI E

JUDGE PRO TEM

ELECTRONIC RECORDING MONITOR

1 NONE

Deputy Sheriff

NONE

Reporter

10:00 am BS123005

Plaintiff Counsel

STEVE POIZNER

Defendant NO APPEARANCES

GOLDEN STATE MUTUAL LIFE INSURA Counsel

COMPANY

\*Rel to BC462745 denied\*

NATURE OF PROCEEDINGS:

CHRISTIAN S. MOLNAR, ESQ., 15135 W. SUNSET BLVD., SUITE 200, PACIFIC PALISADES, CA 90272

JOSHUA B. SOLOMON, ESQ., 1016 PIER AVE., UNIT 1, SANTA MONICA, CA 90405

> Page 2 of 2 DEPT. 86

MINUTES ENTERED 09/13/12 COUNTY CLERK

LOS ANGELES SUPERIOR COURT

JOHN A, CLARKE, CLERK

BY N. DIGIAMBATTISTA, DEPUTY

# SUPERIOR COURT OF THE STATE OF CALIFORNIA FOR THE COUNTY OF LOS ANGELES

INSURANCE COMMISSIONER OF THE STATE OF CALIFORNIA,

Applicant,

V.

GOLDEN STATE MUTUAL LIFE INSURANCE COMPANY, a California corporation,

Respondent.

Case No. BS123005

ORDER RE: APPLICATION TO APPROVE CONSERVATION AND LIQUIDATION EXPENSES AND MOTION TO COMPEL DISCOVERY

The Court has read and considered the Webb opposition. As noted at the September 7, 2012 hearing. The Cook joinder to Webb opposition was not considered because it was not timely filed. However, the Court did consider the oral argument of Cook's counsel.

The Court is in receipt of a copy of a letter from Joshua B. Solomon to Michael Weiss dated February 22, 2011; and, a September 9, 2012 letter from Mr. Solomon to this Court and marked "Confidential."

The Court cannot consider these ex-parte documents and is this date returning them to Mr. Solomon.

[1]

Webb Motion to Compel Discovery

Denied.

Paragraph 20 of Court's order of liquidation precludes motion to compel discovery without Court approval. The Court finds that the requested discovery is unnecessary.

<u>Application to Approve Conservation and Liquidation Expenses</u>

"The Commissioner's initial determination necessarily requires adequately detailed information describing the work performed, by whom it was performed, the time spent, and the rate and amount billed .... sufficient ... to be able to determine ... any excessive or duplicate charges ...." The Commissioner "must supply the court with adequate information to permit intelligent evaluation of the Commissioner's determination "In re Executive Life Ins. Co. 32 Cal.App.4th, 344, 401-403.

In this application, some of the consultants timesheets and invoices have deficiencies that undermine a proper initial determination of the propriety of the foes:

INC Consultants

Todd Donavan

Manhattan Group

Larson and Rosenberger

Lewis and Eilis

Bryan Pendleton

Aloria Character

Pursuant to in re Executive Life his Co. 32 Cai.App.4th 344, 461-403, the Commissioner must supply the court with adequate information to pennit intelligent evaluation of the basis for the Commissioner's initial determination that the fees and expenses were properly incurred. Petitioner has attached a declaration providing a generalized summary of the tasks performed, the total amount of expenses, and prior amounts that Judgo Yaffe had previously approved for each of the 15 requested expense items. Pearce Decl., ¶¶ 36-51. The Commissioner generally declares that the "fees and

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expenses incurred were necessary for the conservation and liquidation of Golden State and are reasonable for the services performed." Id., ¶ 36. In addition, the Commissioner has filed a supplemental submission in support of the application.

In the instant case, the Commissioner declares that his office and staff received detailed timekeeping and invoices for the work performed. Supp. Pearce Decl., ¶ 22. In addition, the Commissioner has attached timesheets representing work dono for at feast four months. Id., Exhibits 3-17. The Court notes that some of the timesheets and invoices describe the work performed, by whom it was performed, the time spent and when it was spent, and the rate and amount billed. However, the Court also notes that some of the timesheets have a number of deficiencies that seriously undermines an initial determination as to the propriety of the fees.

First, the INS Consultants timesheets and invoices state the hours Joseph Holloway worked. his hourly rate, and provide documentation for the travel and lodging expenses that were incurred. Supp. Pearce Decl., Exhibit 4. However, the timesheets fail to describe in any detail the work that was done or how much time was spent on each task. Id. The invoices merely provide one-line accountings without any indication of the work that was done. Id. For example. Holloway worked 9.5 hours for \$1,425 in service fees and associated travel and hotel expenses on December 1, 2009. Id. No information is given as to what specific tasks were performed during those 9.5 hours, whether that task related to the conservation or liquidation, or how much time was spent on each task. Id.

Second, the involces for Toda Donovan give a similarly deficient description of the work that was performed and how much time was spent on each task. The involces state who performed the work, the hours Donovan worked, the date of the services, the hourly rate, and document Donovan's travel and lodging expenses. Supp. Pearce Decl., Exhibit 5. However, every single line for services rendered by Donovan merely states "Participate in various Golden State Mutual Life conservation activities." [d]. No information is given as to what specific tasks were performed during the hours billed or how much time was spent

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The invoices for the Manhattan Group are similarly deficient. The invoices indicate the hours that J. Murphy and M. Johnson worked, their hourly rates, the date the work was done, and document the travel and lodging expenses. Supp. Pearce Decl., Exhibit 6. However, no information is given as to what specific tasks were performed during the hours billed or how much time was spent on each task.

The Larson & Rosenberger invoices fail to identify how much time was spent on each task, the rate the work was billed at or who performed the work. Supp. Pearce Deci.. Exhibit 9. Instead, the monthly invoices merely state that total cost of the end-task that was performed—for example. \$8,000 for the preparation of GSM's 2009 federal income tax return. Id. While it is possible that compensation for the work performed by Larson & Rosenberger is not derived on an hourly basis but rather through deliverables such as preparations of audits or income tax returns, the Commissioner has not presented such a billing structure was in place. The same deficiencies exist in the Lewis & Ellis and Bryan, Pendleton. Swats & McAllister invoices. Id., Exhibits 11, 13.

The Aloria Character invoices fail to state what specific tasks were performed during the hours billed or how much time was spent on each task. Supp. Pearce Decl., Exhibit 14.

Based on the foregoing deficiencies in the invoices and billing statements provided to the Commissioner, the Court finds that the Commissioner has not provided a substantial basis for the Court to believe the Commissioner was receiving adequate information upon which to exercise his discretion regarding payment to professionals for the aforementioned services rendered.

With regard to the invoices submitted by Epstein Turner Weiss; Weisner Nunnally; Kane Corporation; Ultimate Staffing; Cooke's Crating; ART Movers; and Joshua Solomon invoices provide sufficient detail regarding the work that was done, who performed the work, when each task was performed, and how much time was spent on each task, the rates that were charged. Exhibits 7, 8, 10, 12, 15-17. In the case of Ultimate Staffing.

Cooke's Crating, and ART Movers, the services rendered were of such ministerial nature that specific detail regarding which box was inventoried or which piece of art was packaged would be unnecessary.

In general, the Commissioner has presented evidence in the supplemental declarations noting that the Commissioner received "detailed timekeeping and invoices" from each of the Commissioner's consultants and service providers for the work performed and after careful review, determined the proposed payments were reasonable and necessary for Golden State's conservation and liquidation, were reasonable for the services performed and were renamed in the best interests of Golden State's estate. Supp. Pearce Decl., § 22. In addition, the Commissioner has properly attached a sample of original invoices for the Court to test the accuracy of the accompanying declarations. Id., Exhibits 3-17. Nevertheless the deficiencies noted above require a reduction of fees.

## Conclusion

Based on the foregoing, the Court grants the Commissioner's motion in part and denies the motion in part. Due to the Commissioner's failure to provide a substantial basis for the Court to believe the Commissioner was receiving adequate information upon which to exercise his discretion, the Court denies the motion in an amount of those fees that are based on the above noted declarations and attachments, which are found to be deficient. and for which have not been previously approved by the Court for payment. The Commissioner is required to submit a revised amount for approval minus this amount.

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Dated:

Judge of the Superior Court

## WORKEAD SUPERIOR COUR, OF CALIFORNIA, COUNTY C. LOS ANGELES

TE: 10/26/12

DNORABLE ROBERT H. O'BRIEN

JUDGE

**DEPT. 86** 

N DIGIAMBATTISTA DEPUTY CLERK

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JUDGE PRO TEM

T MASSAROTTI/COURTROOM ASST

ELECTRONIC RECORDING MONITOR

NONE

Deputy Sheriff

NONE

Reporter

3:30 am BS123005

Plaintiff

Counsel

STEVE POIZNER

Defendant GOLDEN STATE MUTUAL LIFE INSURA Counset

NO APPEARANCES

OCT 2 9 2012

DATE RECEIVED

COMPANY

\*Rel to BC462745 denied\*

EPSTEIN TURNER WEISS

## NATURE OF PROCEEDINGS:

### COURT ORDER

On September 13, 2012, the court issued its order regarding, inter alia, applicant's application to approve conservation and liquidation expenses.

On September 20, 2012, applicant filed a [proposed] order regarding the September 13, 2012, court order.

On September 27, 2012, counsel for Webb lodged a letter with the court for Michael Webb accompanied by unfiled objections to the proposed order filed by applicant, and also included a proposed order.

On September 27, 2012, applicant filed a response to Webb's lodged objections

The court did not ask for a proposed order. The September 13, 2012, order speaks for itself and simply requires a resubmission of the application excising the disappoved amounts. Accordingly, neither order will be signed by the court.

COUNSEL FOR APPLICANT IS TO GIVE NOTICE.

A copy of this minute order is mailed via U.S. Mail to counsel for applicant addressed as follows:

MICHAEL R. WEISS, EPSTEIN TURNER WEISS, 633 W. FIFTH STREET, SUITE 3330, LOS ANGELES, CA

> 1 of 1 DEPT. 86 Page

MINUTES ENTERED 10/26/12 COUNTY CLERK

# SUPERIOR COURT OF CALIFORNIA, COUNTY OF LOS ANGELES

DATE: 01/09/13 DEPT. 86 HONORABLE ROBERT H. O'BRIEN JUDGE A. FAJARDO DEPUTY CLERK T. MASSAROTTI/COURTROOM ASST HONORABLE JUDGE PRO TEM ELECTRONIC RECORDING MONITOR #2 NONE C. TRIGG, CSR #11955 Deputy Sheriff Reporter 9:30 am BS123005 Plamuff MICHAEL R. WEISS [X] Counset STEVE POIZNER Defendant NO APPEARANCE GOLDEN STATE MUTUAL LIFE INSURA Counsel COMPANY

## NATURE OF PROCEEDINGS:

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\*Rel to BC462745 denied\*

REVISED APPLICATION OF PETITIONER, INSURANCE COMMISSIONER OF THE STATE OF CALIFORNIA, TO APPROVE CONSERVATION AND LIQUIDATION EXPENSES

The matter is called for hearing.

There is no appearance on behalf of the Respondent.

After argument of Counsel, the Court rules as follows:

The revised Application is stayed pending appeal.

Counsel for the Petitioner is to give notice.

Page 1 of 1 DEPT. 86

MINUTES ENTERED 01/09/13 COUNTY CLERK

## TO BE FILED IN THE COURT OF APPEAL

APP-007

COURT OF APPEAL, Second APPELLATE DISTRICT, DIVISION 2	Court of Appeal Case Number (if known):  B245060  Superior Court Case Number:  BC123005
ATTORNEY OR PARTY WITHOUT ATTORNEY (Name, state bar number, and address):  Michael R. Weiss, SBN 180946 EPSTEIN TURNER WEISS, P.C. 633 W. Fifth Street, Suite 3330, Los Angeles, CA 90071  TELEPHONE NO.: 213-861-7487 E-MAIL ADDRESS (Optional): mrw@EpsteinTurner Weiss.com ATTORNEY FOR (Name): Insurance Commissioner of the State of California  APPELLANT: INSURANCE COMMISSIONER OF STATE OF CA RESPONDENT: GOLDEN STATE MUTUAL LIFE INSURANCE CO.	CARBONE Deputy CIPPLE COURT OF APPEAL - SECOND DIST.  AUG 2 9 2013  CARBONE Deputy CIPPLE COURT OF APPEAL - SECOND DIST.  COURT OF APPEAL - SECOND DIST.  COURT USE ONLY  COURT USE ONLY  COURT USE ONLY  COURT USE ONLY  COURT USE ONLY  COURT USE ONLY  COURT USE ONLY  COURT USE ONLY  COURT USE ONLY  COURT USE ONLY  COURT OF APPEAL - SECOND DIST.  COURT OF APPEAL - SECOND DIST.  COURT OF APPEAL - SECOND DIST.  COURT OF APPEAL - SECOND DIST.  COURT OF APPEAL - SECOND DIST.  AUG 2 9 2013  COURT OF APPEAL - SECOND DIST.  AUG 2 9 2013  COURT OF APPEAL - SECOND DIST.  AUG 2 9 2013  COURT OF APPEAL - SECOND DIST.  AUG 2 9 2013

The undersigned appellant hereby requests that the appeal filed on (date) Nov. 8, 2012 in the above entitled action be dismissed.

Date: August 29, 2013

Michael R. Weiss

(TYPE OR PRINT NAME)

NOTE: File this form in the Court of Appeal if the record on appeal has already been filed in the Court of Appeal. If the record has not yet been filed in the Court of Appeal, you cannot use this form; you must file an Abandonment of Appeal (Unlimited Civil Case) (form APP-005) in the superior court.

COURT OF APPEAL - SECOND DIST.

FILED

SEP 0 4 2013

JOSEPH A. LANE Deputy Clerk J. HATTER

By the Courts

Presiding Justice