

SUMMARY COVER SHEET OF FEE APPLICATION

Name of applicant	Parsons Behle & Latimer
Name of client	VidAngel, Inc. (Debtor)
Time period covered by this application	March 1, 2018 – November 30, 2018
Total compensation sought this period	\$224,912.00
Total expenses sought this period	\$5,512.09
Petition date	October 18, 2017
Employment Application date	October 18, 2017
Date of order approving employment	November 14, 2017
Total compensation approved by interim order to date	\$80,909.50
Total expenses approved by interim order to date	\$3,786.94
Total compensation and expenses paid to date (per Compensation Procedures Order) (including applied retainer)	\$219,676.82
Blended rate in this application for all attorneys	\$364.12
Blended rate in this application for all timekeepers	\$359.97
Compensation and reimbursement sought in this application already paid pursuant to a monthly compensation order but not yet allowed	\$111,245.59
Number of professionals included in this application	12
If applicable, number of professionals in this application not included in staffing plan approved by client	N/A
If applicable, difference between fees budgeted and compensation sought for this period	NA
Number of professionals billing fewer than 15 hours to the case during this period	8

Case Name: In re VidAngel, Inc.
Case Number: 17-29073
Applicant's Name: Parsons Behle & Latimer
Date of Application: December 17, 2018
Interim or Final: Interim

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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re:

VIDANGEL, INC.,

Debtor.

Case No. 17-29073

Chapter 11

Judge Kevin R. Anderson

**SECOND INTERIM APPLICATION OF PARSONS
BEHLE & LATIMER, COUNSEL TO DEBTOR
VIDANGEL, INC. FOR FINAL ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF
EXPENSES**

March 1, 2018 through November 30, 2018

Parsons Behle & Latimer (“Parsons Behle” or the “Firm”), counsel to VidAngel, Inc., debtor and debtor in possession (the “Debtor”) in the above-captioned chapter 11 case, pursuant to sections 328, 330 and 331 of title of the United States Code (the “Bankruptcy Code”), Rules 2002(c)(2) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and the Guidelines for Applications for Compensation and Reimbursement of Expenses promulgated by the Office of the United States Trustee (the “U.S. Trustee Guidelines”), hereby files its Second

Interim Fee Application (this “Application”) seeking entry of an order, substantially in the form attached as Exhibit A hereto, allowing and awarding on a final basis compensation for services rendered to the Debtor (i) for fees earned in the amount of \$224,912.00 and (ii) reimbursement for actual and necessary expenses for expenses incurred in the amount of \$5,512.09, for a total of \$230,424.09 for the period between March 1, 2018 to November 30, 2018 (the “Compensation Period”), and respectfully states as follows:

JURISDICTION

The Court has jurisdiction over this Application under 28 U.S.C. §§ 157 and 1334. Venue of this proceeding and this Application is proper in this district under 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief sought herein are sections 328(a), 330, and 331 of the Bankruptcy Code. This Application is a core proceeding under 28 U.S.C. 157.

The Debtor commenced this case (the “Chapter 11 Case”) by filing a voluntary petition for relief under chapter 11 of the Bankruptcy Code, on October 18, 2017 (the “Petition Date”). No trustee or examiner has been appointed in the Chapter 11 Case. The Debtor continues to manage its assets and operate its business as debtor and debtor in possession under sections 1107 and 1108 of the Bankruptcy Code.

A detailed description of the Debtor, its business, and certain of the facts and circumstances leading up to the Debtor’s chapter 11 case, are set forth in the Declaration of Patrick Reilly in Support of First Day Motions (Dkt. # 2), which was filed in this case on the Petition Date and is incorporated herein by this reference.

The Bankruptcy Court approved the Debtor’s retention of Parsons Behle as its counsel on a final basis on November 22, 2017 (Dkt # 102.) The Debtor selected Parsons Behle because of its capabilities, and, in particular, its experience in restructuring, bankruptcy, and civil litigation.

PRIOR APPLICATIONS FOR COMPENSATION AND REIMBURSEMENT

Parsons Behle filed its first interim application for allowance of compensation and reimbursement of expenses on April 11, 2018 (Application, Dkt. 168). The Bankruptcy Court approved the first interim application on May 7, 2018 (Order, Dkt. 177). By the Order, the Bankruptcy Court approved Parsons Behle’s first interim application and allowed on a final basis Parsons Behle’s fees in the amount of \$113,779.50 and reimbursement of expenses in the amount of \$3,786.94. The Order also authorized the Debtor to pay the balance of compensation and reimbursement in the amount of \$32,870.00 for the balance of fees and expenses incurred to Parsons Behle upon the entry of the order, after deducting the retainer and previous payments held by Parsons Behle. The Court ordered that the first interim application was approved without prejudice to Parsons Behle’s right to seek further compensation and reimbursement under any subsequent fee applications.

PARSONS BEHLE’S PRESENT APPLICATION: FEES

Parsons Behle provides herewith detail describing the tasks performed, and the time required to perform those tasks at Exhibit B. The time entry detail categorizes all time entries in accordance with the U.S. Trustee’s Guidelines by task code.

SUMMARY BY TIMEKEEPER

The following professional employees of Parsons Behle have performed services on behalf of the Debtor during the Compensation Period:

NAME (INITIALS)	TITLE	RATE	HOURS	FEES
J. Thomas Beckett (JTB)	Shareholder	\$520	247.0	\$128,440.00
Michael R. Brown (MRB)	Associate	\$230	82.8	\$19,044.00
Marguerite Chesley (MC)	Paralegal	\$175	5.2	\$910.00
Emery, Julie M. (JME)	Paralegal	\$175	6.8	\$1,190.00
Nicholas D. Greenwood (NDG)	Shareholder	\$315	1.9	\$598.50
Barbara R. McFarland (BRM)	Paralegal	\$105	1.0	\$105.00
Alan S. Mouritsen (ASM)	Shareholder	\$290	1.3	\$377.00
Grace S. Pusavat (GSP)	Associate	\$240	145.4	\$34,896.00

NAME (INITIALS)	TITLE	RATE	HOURS	FEES
Brian M. Rothschild (BMR)	Shareholder	\$295	132.7	\$39,146.50
Suzanne Sase (SS)	Paralegal	\$160	0.3	\$48.00
Brook B. Bond (BBB)	Shareholder	\$390	0.2	\$78.00
Kristine E. Johnson (KEJ)	Shareholder	\$395	0.2	\$79.00
Total			624.8	\$224,912.00

SUMMARY BY TASK CODE¹

Parsons Behle categorized its professionals’ time based on the issue or task on which the professional spent time was expended, as explained in more detail below. These categories, sorted by the fees charged for each category, appear as follows:

Task Code	ISSUE/HEARING	TOTAL HOURS	TOTAL FEES	BLENDED HOURLY RATE	% (FEES)
1	Asset Analysis and Recovery	--	--	--	--
2	Asset Disposition	--	--	--	--
3	Assumption and Rejection of Executory Contracts	--	--	--	--
4	Avoidance Action Analysis	--	--	--	--
5	Budgeting (Case)	--	--	--	--
6	Business Operations	9.4	\$2,783.50	\$296.12	1.24%
7	Case Administration	5.5	\$1,908.00	\$346.91	0.85%
8	Claims Administration and Objections	--	--	--	--
9	Corporate Governance and Board Matters	--	--	--	--
10	Employee Benefits and Pensions	--	--	--	--
11	Employment and Fee Applications	54.5	\$19,160.00	\$346.91	8.52%
12	Employment and Fee Application Objections	10.6	\$2,544.00	\$240.00	1.13%
13	Financing and Cash Collateral	2.1	\$619.50	\$295.00	0.28%
14	Litigation	215.3	\$55,515.00	\$257.85	24.68%
15	Meetings and Communications with Creditors	5.5	\$962.50	\$175.00	0.43%
16	Non-Working Travel	--	--	--	--
17	Plan and Disclosure Statement	27.5	\$13,564.50	\$493.25	6.03%
18	Real Estate	--	--	--	--
19	Relief from Stay and Adequate Protection	282.0	\$124,856.50	\$442.75	55.51%
20	Reporting	11.4	\$2,893.50	\$253.82	1.29%
21	Tax	1.0	\$105.00	\$105.00	0.05%
22	Valuation	--	--	--	--
	Totals	624.8	\$224,912.00	\$359.97	100%

¹ Parsons Behle uses the task code conventions recommended by the U.S. Trustee Guidelines, but did not perform services in all task code categories during the Compensation Period. Categories in which no services were performed during the Compensation Period are marked with “--”.

Descriptions of the professional services in each of the following categories in which Parsons Behle performed services are as follows:

A. Task Code 6 – Business Operations

This category captures time for preparing audit response letters, preparing and reviewing SEC-related filings, preparing the Debtor’s Motion for authority to use certain prepetition credit cards, and advising client regarding operating and requirements for Bankruptcy Court approval. Parsons Behle’s professionals performed services during the Compensation Period in this category as follows:

NAME (INITIALS)	TITLE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Brian M. Rothschild (BMR)	Shareholder	\$295	7.0	\$2,065.00
Nicholas D. Greenwood (NDG)	Shareholder	\$315	1.9	\$598.50
Grace S. Pusavat (GSP)	Associate	\$240	0.5	\$120.00
TOTAL HOURS & FEES			9.4	\$2783.50
BLENDED HOURLY RATE				296.12

B. Task Code 7 – Case Administration

This category captures time expended addressing decision of jurisdiction, conference calls with client and team, and other events related to administration of the Debtor’s chapter 11 case and related litigation. Parsons Behle’s professionals performed services during the Compensation Period in this category as follows:

NAME (INITIALS)	TITLE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
J. Thomas Beckett (JTB)	Shareholder	\$520	2.1	\$1,092.00
Grace S. Pusavat (GSP)	Associate	\$240	3.4	\$816.00
TOTAL HOURS & FEES			5.5	\$1,908.00
BLENDED HOURLY RATE				\$346.91

C. Task Code 11 – Employment and Fee Applications

This category captures time preparing employment applications for professionals, as well as corresponding notices and proposed orders. Parsons Behle’s professionals performed services. Parsons Behle’s professionals performed services during the Compensation Period in this category as follows:

NAME (INITIALS)	TITLE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
J. Thomas Beckett (JTB)	Shareholder	\$520	18.1	\$9,412.00
Brian M. Rothschild (BMR)	Shareholder	\$295	18.4	\$5,428.00
Grace S. Pusavat (GSP)	Associate	\$240	18.0	\$4,320.00
TOTAL HOURS & FEES			54.5	\$19,160.00
BLENDED HOURLY RATE				\$351.56

D. Task Code 12 – Employment and Fee Application Objections

This category captures time addressing the limited objection to the debtor’s motion to employ Kaplan as special counsel. The Studios objected, and the Debtor was required to respond. Parsons Behle’s professionals performed services during the Compensation Period in this category as follows:

NAME (INITIALS)	TITLE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Grace S. Pusavat	Associate	\$240	10.6	\$2,544.00
TOTAL HOURS & FEES			10.6	\$2,544.00
BLENDED HOURLY RATE				\$240

E. Task Code 13 – Financing and Cash Collateral

This category captures time regarding authorization to enter into an insurance financing agreement. Parsons Behle’s professionals performed services during the Compensation Period in this category as follows:

NAME (INITIALS)	TITLE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Brian M. Rothschild	Shareholder	\$295	2.1	\$619.50
TOTAL HOURS & FEES			2.1	\$619.50
BLENDED HOURLY RATE				\$295

F. Task Code 14 – Litigation

This category captures time researching, analyzing, and preparing motions, including a reply to support VidAngel’s Motion to Withdraw the Reference, and Motion to Transfer and also time spent related to VidAngel’s litigations in other forums, including the District Courts in Utah and California. Parsons Behle’s professionals performed services during the Compensation Period in this category as follows:

NAME (INITIALS)	TITLE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
J. Thomas Beckett (JTB)	Shareholder	\$520	7.6	\$43,952.00
Brian M. Rothschild (BMR)	Shareholder	\$295	46.4	\$13,688.00
Grace S. Pusavat (GSP)	Associate	\$240	97.2	\$23,328.00
Alan S. Mouritsen (ASM)	Shareholder	\$290	1.3	\$377.00
Marguerite Chesley (CM)	Paralegal	\$175	5.2	\$910.00
Michael R. Brown (MRB)	Associate	\$230	57.1	\$13,133.00
Kristine E. Johnson (KEJ)	Shareholder	\$395	0.2	\$79.00
Suzanne Sase (SS)	Paralegal	\$160	0.3	\$48.00
TOTAL HOURS & FEES			215.3	\$95,515.00
BLENDED HOURLY RATE				\$257.85

G. Task Code 15 – Meetings and Communications with Creditors

This category reflects time spent for reviewing the court docket and compiling new filings to send to the client to post on VidAngel’s information blog and for transmission to VidAngel’s subscriber list as required by the Court’s Order on VidAngel’s Motion to Limit Notice and Establish Notice Procedures. Parsons Behle’s professionals performed services during the Compensation Period in this category as follows:

NAME (INITIALS)	TITLE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Julie M. Emery (JME)	Paralegal	\$175	5.5	\$962.50
TOTAL HOURS & FEES			5.5	\$962.50
BLENDED HOURLY RATE				\$175.00

H. Task Code 17 – Plan and Disclosure Statement

This category captures time for preparing the motion to extend the Debtor’s exclusive period for proposing, soliciting, and confirming a chapter 11 plan, and the accompanying notice and proposed order, and resolving objections related to the same with counsel for the Studios. Parsons Behle’s professionals performed services during the Compensation Period in this category as follows:

NAME (INITIALS)	TITLE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
J.Thomas Beckett (JTB)	Shareholder	\$520	24.5	\$12,740.00
Grace S. Pusavat (GSP)	Associate	\$240	1.1	\$264.00
Brian M. Rothschild (BMR)	Shareholder	\$295	1.9	\$560.50
TOTAL HOURS & FEES			27.5	\$13,564.50
BLENDED HOURLY RATE				\$493.25

I. Task Code 19 – Relief from Stay and Adequate Protection

This category captures time for preparing a supplemental brief in opposition to the Studios’ motion for relief from stay, and preparing for the hearing regarding relief from stay, the hearing on the motion, and related activities, including depositions, evidence, and witness preparation. Parsons Behle’s professionals performed services during the Compensation Period in this category as follows:

NAME (INITIALS)	TITLE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
J. Thomas Beckett (JTB)	Shareholder	\$520	194.7	\$101,244.00
Brian M. Rothschild (BMR)	Shareholder	\$295	52.5	\$15,487.50
Grace S. Pusavat (GSP)	Associate	\$240	8.9	\$2,136.00
Michael R. Brown (MRB)	Associate	\$230	25.7	\$5,911.00
Brook B. Bond (BBB)	Shareholder	\$390	0.2	\$78.00

NAME (INITIALS)	TITLE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
TOTAL HOURS & FEES			282.0	\$124,856.50
BLENDED HOURLY RATE				\$442.75

J. Task Code 20 – Reporting

This category captures time preparing the monthly operating report and statement of financial affairs as well as correspondence with the client and the U.S. Trustee regarding these reports and other matters in compliance with the U.S. Trustee Guidelines. Parsons Behle’s professionals performed services during the Compensation Period in this category as follows:

NAME (INITIALS)	TITLE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Julie M. Emory (JME)	Paralegal	\$175	1.3	\$227.50
Grace S. Pusavat (GSP)	Associate	\$240	5.7	\$1,368.00
Brian M. Rothschild (BMR)	Shareholder	\$295	4.4	\$1,298.00
TOTAL HOURS & FEES			11.4	\$2,893.50
BLENDED HOURLY RATE				\$253.82

K. Task Code 21 - Tax

This category captures time preparing materials for a tax auditor’s request for information.

NAME (INITIALS)	TITLE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Barbara R. McFarland	Paralegal	\$105	1.0	\$105.00
TOTAL HOURS & FEES			1.0	\$105.00
BLENDED HOURLY RATE				\$105.00

PARSONS BEHLE’S PRESENT APPLICATION: EXPENSES.

During the Compensation Period, Parsons Behle incurred actual and necessary expenses in the total amount of \$5,512.09 in connection with its professional services rendered to the Debtor. A detailed report showing each expense is attached as Exhibit C hereto. Such expenses include actual and necessary expenses incurred for items including photocopies, costs of mailing, travel,

PACER fees, eDiscovery productions, court reporters for depositions, legal research, and other actual and necessary expenses.

OPINIONS, CERTIFICATIONS AND DISCLOSURES.

All services performed and expenses incurred for which compensation or reimbursement is requested were actually performed or incurred, and they were performed or incurred for and on behalf of the Debtor and not for the benefit of any other person or entity.

In the opinion of the undersigned, all such services actually benefited the Debtor's estate.

In the opinion of the undersigned, Parsons Behle's fees earned and expenses incurred in the Compensation Period are fair and reasonable in light of the services rendered and the price for similar services in this market.

Parsons Behle has not shared or agreed to share compensation or reimbursement awarded in this case with any other person except as among the members and employees of the Firm.

Parsons Behle has not made any agreements with the Debtor or others for compensation or reimbursement that have not been disclosed to the Court.

To the best knowledge of the undersigned, all quarterly fees have been paid by the Debtor to the U.S. Trustee and all monthly operating reports have been filed for the Compensation Period.

Attorneys at Parsons Behle have, when warranted, inquired of all attorneys employed by Parsons Behle with respect to those matters initially disclosed to the Court in the Application pursuant to Rule of Bankruptcy Procedure 2014 and have determined, after reviewing the results of that inquiry, that no further disclosure is warranted at this time.

NOTICE

On December 11, 2017 the Court entered an Order (dkt. # 124) granting the Debtor's Motion to Limit Notice and to Establish Notice Procedures for the Chapter 11 Case (dkt. # 10), which limits the service required for all matters requiring notice under Bankruptcy Rule 2002 in

the Chapter 11 Case to service on (i) the Office of the United States Trustee for the District of Utah, Attn: Laurie Cayton; (ii) any party whose interests are directly affected by a specific pleading; (iii) any party who has formally appeared and requested service in this proceedings pursuant to Bankruptcy Rule 2002; and (iv) any government agency to the extent required by the Bankruptcy Code, the Bankruptcy Rules, or the Local Rules.

Parsons Behle has provided notice of this Motion to (a) the Office of the United States Trustee for the District of Utah, Attn: Laurie Cayton; (b) all ECF notice parties; and (c) all parties with affected interests, including providing notice to subscribers by posting on the Debtor's informational website substantially contemporaneously with the filing hereof. Parsons Behle submits that this notice satisfies the requirements of Bankruptcy Rule 2002 as modified by the Court's Order Limiting Notice and Establish Notice Procedures.

WHEREFORE, Parsons Behle prays:

1. That the Court enter an order, substantially in the form attached hereto as Exhibit A hereto, granting the relief requested in the Application;
2. That compensation be awarded and allowed to Parsons Behle on a final basis in the amount of \$224,912.00. That reimbursement be awarded and allowed to Parsons Behle on a final basis in the amount of \$5,512.09, for a total of \$230,424.09 for the period between March 1, 2018 to November 30, 2018.
3. That such amounts be allowed as priority administrative expenses of the estate on a final basis pursuant to 11 U.S.C. § 503(b)(2) and 507(a)(1);
4. That the Debtor be authorized and directed, pursuant to 11 U.S.C. §§ 330 and 331, to pay the remaining balance owing from the estate; and
5. For such other and further relief as is just and reasonable in the circumstances.

Dated this 17th day of December, 2018.

/s/ Brian M. Rothschild

J. Thomas Beckett

Brian M. Rothschild

Grace S. Pusavat

PARSONS BEHLE & LATIMER

Attorneys for VidAngel, Inc.

DECLARATION

I, Brian M. Rothschild, of and for Parsons Behle & Latimer, do hereby declare under penalty of perjury that the statements contained herein are true and correct to the best of my knowledge, information and belief.

Dated this 17th day of December, 2018.

/s/ Brian M. Rothschild

Brian M. Rothschild

PARSONS BEHLE & LATIMER

Attorneys for VidAngel, Inc.

Exhibit A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re:

VIDANGEL, INC.,

Debtor.

Case No. 17-29073

Chapter 11

Judge Kevin R. Anderson

**ORDER APPROVING SECOND INTERIM
APPLICATION OF PARSONS BEHLE & LATIMER,
COUNSEL TO DEBTOR VIDANGEL, INC., FOR
ALLOWANCE OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES ON A FINAL BASIS**

Parsons Behle & Latimer (“Parsons Behle”), counsel to the above-captioned debtor and debtor in possession (the “Debtor”), having filed the second interim application (the “Application”) pursuant to sections 328, 330, and 331 of title of the United States Code (the “Bankruptcy Code”), Rules 2002(c)(3) and 2016 of the Federal Rules of Bankruptcy Procedures (the “Bankruptcy Rules”); the Application having been properly noticed; no opposition having been filed; the Court having considered the pleadings and papers on file herein, having stated its findings of fact and conclusions of law on the record pursuant to Federal Rule of Civil Procedure 52, made applicable by Federal Rule of Bankruptcy Procedure 7052; and good cause appearing,

IT IS HEREBY ORDERED that:

1. The Application is hereby **APPROVED**;

2. Parsons Behle's request for (i) fees earned in the amount of \$224,912.00 and (ii) reimbursement for actual and necessary expenses for expenses incurred in the amount of \$5,512.09, for a total of \$230,424.09 for the period between March 1, 2018 to November 30, 2018, are hereby **ALLOWED** on a final basis;

3. The Debtor is authorized and directed to pay the balance of compensation and reimbursement for the balance of fees and expenses incurred to Parsons Behle upon entry of this order.

4. The Application is approved without prejudice to Parsons Behle's right to seek further compensation and reimbursement under any subsequent fee application.

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Exhibit B

Time Entry Detail

Exhibit B - Timekeeper Expense Detail

Time Report

Billed and Unbilled

VidAngel, Inc. / Post-Petition Bankruptcy (24867-002)

Date	SM/Task	Name	Hours	Amount	Rate	Narrative
03/01/2018	14	Pusavat, Grace S.	2.60	624.00	240.00	Analyze factors for motion to transfer and case law supporting consolidation and transfer (1.7); draft motion to transfer (1.9).
03/01/2018	14	Rothschild, Brian M.	1.20	354.00	295.00	Call with B. Hatch regarding transfer of related cases (.1); analysis of local rules on same and send analysis to client (.5); prepare and revise motion to transfer related cases (.6).
03/01/2018	15	Emery, Julie M.	0.20	35.00	175.00	Review court docket and compile new filings for client review.
03/02/2018	14	Rothschild, Brian M.	1.00	295.00	295.00	Review and analysis of Opposition to Motion to Withdraw reference (.9); correspondence with client regarding same (.1).
03/05/2018	14	Pusavat, Grace S.	1.90	456.00	240.00	Analyze Opposition to VidAngel's Motion to Withdraw the Reference (0.4); draft and finalize notice of motion to transfer; revise, finalize, and file motion to transfer (1.5).
03/05/2018	6	Greenwood, Nicholas D.	1.90	598.50	315.00	Prepare audit response letter and complete required related procedures; finalize same.
03/05/2018	6	Rothschild, Brian M.	1.10	324.50	295.00	Respond to VidAngel audit letter from Tanner LLC.
03/05/2018	11	Rothschild, Brian M.	1.50	442.50	295.00	Prepare and revise Proposed Order on Kaplan application (.6); prepare filing packet and file Application, Affidavit, Proposed Order, and Engagement Agreement for Kaplan Engagement (.9).
03/05/2018	14	Rothschild, Brian M.	2.30	678.50	295.00	Review revised Notice and Motion for Change of Judges and correspondence and calls with client and G. Pusavat regarding same (.4); review and analysis of Opposition to Motion to Withdraw Reference in District Court filed by Studios (1.1); research regarding same (.8).
03/06/2018	14	Pusavat, Grace S.	2.70	648.00	240.00	Analyze opposition to VidAngel's Motion to Withdraw the Reference (0.8); prepare reply in support of VidAngel's Motion to Withdraw the Reference (1.9).
03/06/2018	21	McFarland, Barbara R.	1.00	105.00	105.00	Prepare materials for auditors request for information.
03/07/2018	14	Rothschild, Brian M.	4.40	1,298.00	295.00	Research regarding cases cited in Opposition to Motion to Withdraw Reference (1.6); prepare introduction and conclusion to Reply (.8); draft and revise Reply (2.0).
03/08/2018	11	Rothschild, Brian M.	0.30	88.50	295.00	Review order approving Tanner LLC application and advise client regarding scope of approved work on Tanner LLC retention.
03/08/2018	14	Rothschild, Brian M.	1.10	324.50	295.00	Correspondence with client on litigation strategy, analysis, and formulate strategy and response for same.
03/09/2018	14	Rothschild, Brian M.	2.90	855.50	295.00	Prepare Reply in Support of Motion to Withdraw Reference (2.0); correspondence and revisions to Reply (.4); finalize, file, and serve Reply (.5).
03/16/2018	20	Pusavat, Grace S.	1.80	432.00	240.00	Calculate subtotals for task codes for fee application.
03/20/2018	14	Rothschild, Brian M.	0.70	206.50	295.00	Correspondence with client regarding request to extend answer deadline and accept service in adversary proceeding (.3); correspondence with client regarding same (.3); call with N. Harmon regarding same (.1).
03/20/2018	20	Rothschild, Brian M.	0.30	88.50	295.00	Review and file debtor-in-possession monthly operating report.
03/21/2018	20	Pusavat, Grace S.	3.70	888.00	240.00	Calculate subtotal by billing attorney for fee application (1.9); calculate subtotals by task code category for fee application (1.8); create table to reflect calculations (1.0).
03/22/2018	11	Pusavat, Grace S.	1.90	456.00	240.00	Draft application, notice, and proposed order.
03/23/2018	14	Pusavat, Grace S.	2.80	672.00	240.00	Attend strategy telephone conference (0.7); Conduct calculations for application and continue drafting motion (2.1).

Exhibit B - Timekeeper Expense Detail

03/23/2018	14	Rothschild, Brian M.	1.10	324.50	295.00	Strategy team call on litigation (.7); call with N. Harmon on bankruptcy strategy matters (.1); review and approve stipulation to accept service and extend defendants' response deadline (.3).
03/26/2018	12	Pusavat, Grace S.	0.90	216.00	240.00	Prepare proposed order to employ Kaplan; telephone conference with court scheduling line; analyze limited objection to the debtor's motion to employ special counsel.
03/27/2018	11	Pusavat, Grace S.	3.70	888.00	240.00	Analyze case law cited in California Plaintiff's Objection (1.9); draft summary of California Plaintiff's response to motion (0.9); review docket for AGI application, draft and file proposed order for AGI retention application, and send correspondence to AGI regarding same (0.9).
03/28/2018	12	Pusavat, Grace S.	9.70	2,328.00	240.00	Analyze Plaintiff's Request for status conference and accompanying declaration. 0.3; calculate task code subtotals for fee application (1.9); Draft argument that debtor's proposed application for employment is in the best interest of the estate (1.9); respond to Studios' case law references (1.8); draft argument that the proposed compensation does not constitute impermissible confirmation of the debtor's capital structure outside the plan confirmation process (1.8); continue calculating values for fee application (1.9).
03/29/2018	11	Pusavat, Grace S.	4.40	1,056.00	240.00	Conference with B. Rothschild (0.7); continue calculating subtotals preparing fee application (1.9); draft descriptions for fee application (1.8).
03/29/2018	14	Mouritsen, Alan S.	0.50	145.00	290.00	Conference with B. Rothschild regarding best strategy to get legal ruling on permissibility of current streaming model.
03/29/2018	14	Rothschild, Brian M.	1.20	354.00	295.00	Work with A. Mouritsen on civil procedure issues in District Court litigation (.5); work with G. Pusavat on litigation and Kaplan retention application pleadings and other matters (.6).
03/30/2018	14	Pusavat, Grace S.	3.60	864.00	240.00	Continue drafting argument for reply to the studios' objection to the Kaplan application (1.9); revise draft of reply (0.8); finalize and file reply (0.9).
03/30/2018	14	Mouritsen, Alan S.	0.80	232.00	290.00	Research case law and rules to determine best method to secure ruling on permissibility of current streaming model.
03/30/2018	11	Rothschild, Brian M.	1.40	413.00	295.00	Revise Reply in Support of Kaplan Application. O/c Brian Rothschild regarding Kaplan hearing;
04/05/2018	11	Beckett, J. Thomas	0.90	468.00	520.00	collect and review motion papers.
04/05/2018	11	Rothschild, Brian M.	2.70	796.50	295.00	Work with T. Beckett and additional docket research to prepare for hearing on Kaplan retention application (.7); work on interim fee application prepared by G. Pusavat (2.0).
04/06/2018	6	Rothschild, Brian M.	0.80	236.00	295.00	Revise Form K-1 narrative.
04/06/2018	11	Rothschild, Brian M.	1.40	413.00	295.00	Revise fee application (1.2); call with U.S. Trustee regarding interim fee application procedure (.1); work with G. Pusavat on fee application (.1).
04/09/2018	11	Beckett, J. Thomas	3.80	1,976.00	520.00	Prep for hearing on Kaplan engagement; brief several of each side's cited cases.
04/09/2018	14	Pusavat, Grace S.	1.90	456.00	240.00	Analyze district court docket to assist T. Beckett in hearing on Kaplan application.
04/09/2018	11	Rothschild, Brian M.	2.60	767.00	295.00	Prepare First Interim Application for Final Allowance of PB&L fees (1.6); prepare and revise order for same (.3); prepare notice for same (.2); prepare exhibits for same (.2, .3).
04/10/2018	11	Beckett, J. Thomas	4.80	2,496.00	520.00	Prep for and hearing on Kaplan engagement; t/c client; emails client.
04/10/2018	14	Pusavat, Grace S.	1.50	360.00	240.00	Prepare for and attend hearing.
04/10/2018	14	Pusavat, Grace S.	1.90	456.00	240.00	Revise fee application; prepare exhibits for fee application.
04/10/2018	11	Rothschild, Brian M.	0.40	118.00	295.00	Calls with T. Beckett regarding Kaplan retention application hearing (.2); email correspondence regarding same (.2); call with N. Harmon regarding same (.1).
04/10/2018	20	Emery, Julie M.	1.30	227.50	175.00	Edit and finalize exhibits for fee application.

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04/11/2018	11	Beckett, J. Thomas	2.70	1,404.00	520.00	Outline testimony for Neal Harmon and, if necessary, Rob Kaplan; t/cs both Neal Harmon and Kaplan.
04/11/2018	14	Pusavat, Grace S.	1.30	312.00	240.00	Finalize and file fee application.
04/13/2018	11	Beckett, J. Thomas	5.70	2,964.00	520.00	Prep for and evidentiary hearing on Kaplan engagement; prepare proposed order.
04/13/2018	14	Pusavat, Grace S.	1.90	456.00	240.00	Prepare for and attend hearing; draft proposed order.
04/13/2018	11	Rothschild, Brian M.	0.40	118.00	295.00	Review Kaplan Retention Order and approve same (.3); follow up correspondence with G. Pusavat regarding hearing on same (.1).
04/13/2018	15	Emery, Julie M.	0.30	52.50	175.00	Review court docket and compile new filings for client review.
04/16/2018	14	Pusavat, Grace S.	0.30	72.00	240.00	Finalize and file revised proposed order to employ Kaplan.
04/17/2018	20	Rothschild, Brian M.	0.40	118.00	295.00	Review Monthly Operating Report (.2); file same (.2).
04/18/2018	11	Pusavat, Grace S.	1.80	432.00	240.00	Prepare Baker Marquart fee application.
04/18/2018	17	Pusavat, Grace S.	1.10	264.00	240.00	Draft first supplemental declaration.
04/18/2018	11	Rothschild, Brian M.	0.80	236.00	295.00	Work with G. Pusavat on updated Rule 2014 disclosure and Baker Marquart application.
04/24/2018	7	Pusavat, Grace S.	1.10	264.00	240.00	Draft conflict waiver.
04/24/2018	7	Pusavat, Grace S.	0.10	24.00	240.00	Correspondence regarding hearing transcript.
04/24/2018	7	Pusavat, Grace S.	1.90	456.00	240.00	Calculate totals and create chart for fee application.
04/24/2018	11	Pusavat, Grace S.	0.70	168.00	240.00	Strategize with B. Rothschild regarding conflict waivers for representation of Google.
04/24/2018	11	Rothschild, Brian M.	0.70	206.50	295.00	Work on updating conflict disclosures.
04/25/2018	7	Pusavat, Grace S.	0.30	72.00	240.00	Work with word processing department regarding hearing transcript.
04/25/2018	11	Pusavat, Grace S.	1.90	456.00	240.00	Draft Baker Marquart fee application.
04/25/2018	11	Pusavat, Grace S.	1.50	360.00	240.00	Prepare exhibits for fee application.
04/25/2018	11	Pusavat, Grace S.	1.80	432.00	240.00	Update calculations for fee application.
04/30/2018	15	Emery, Julie M.	0.50	87.50	175.00	Review court docket and compile new filings for client review.
05/02/2018	11	Beckett, J. Thomas	0.20	104.00	520.00	Retrieve, review, and forward final Kaplan order to Rob Kaplan
05/03/2018	14	Pusavat, Grace S.	1.30	312.00	240.00	Prepare exhibits and finalize and file Baker Marquart fee application; call Bankruptcy Court to obtain hearing; draft and file notice of hearing.
05/07/2018	14	Pusavat, Grace S.	0.40	96.00	240.00	Telephone conference with court clerk; draft and upload proposed order.
05/09/2018	14	Pusavat, Grace S.	0.40	96.00	240.00	Obtain first declaration of transcriber and send transcripts to client; correspondence regarding same.
05/10/2018	14	Pusavat, Grace S.	0.40	96.00	240.00	Obtain declaration from transcriber and send to client.
05/15/2018	14	Pusavat, Grace S.	1.90	456.00	240.00	Draft motion to extend exclusivity periods and proposed order.
05/15/2018	14	Pusavat, Grace S.	0.30	72.00	240.00	Draft notice of hearing.
05/15/2018	14	Pusavat, Grace S.	0.30	72.00	240.00	Finalize and file monthly operating report.
05/15/2018	20	Rothschild, Brian M.	0.20	59.00	295.00	Review Monthly Operating Report, and correspondence with G. Pusavat and client regarding filing same.
05/16/2018	14	Pusavat, Grace S.	0.50	120.00	240.00	Finalize and file motion, obtain hearing date, and confer with assistant regarding mailings.
05/17/2018	14	Rothschild, Brian M.	0.30	88.50	295.00	Consult regarding bankruptcy court authority and jurisdiction with client and co-counsel.
05/21/2018	14	Rothschild, Brian M.	0.40	118.00	295.00	Strategy and correspondence regarding district court litigation.
05/22/2018	14	Pusavat, Grace S.	0.40	96.00	240.00	Review status of fee application, send copy of application, and correspondence regarding same.
05/22/2018	11	Rothschild, Brian M.	0.20	59.00	295.00	Review invoices from other professionals, submit to U.S. Trustee for review (.1); correspondence with J. Marquart regarding hearing attendance on motion for final approval of Baker Marquart fees (.1).
05/25/2018	11	Rothschild, Brian M.	0.80	236.00	295.00	Call with court clerk regarding taking hearing off on Baker Marquart Application (.1); prepare, revise, and upload proposed order on Baker Marquart Application (.4); call with court clerk regarding hearing on Baker Marquart Application (.1); correspondence with client and Baker Marquart on hearing and other issues (.2).

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05/26/2018	14	Rothschild, Brian M.	0.60	177.00	295.00	Strategy call with D. Quinto and J. Marquart. Telephone conferences with B. Rothschild discussing upcoming hearing (0.2); draft revised notice of hearing on Baker Marquart's application.
05/29/2018	14	Pusavat, Grace S.	0.60	144.00	240.00	Call with T. Beckett to prepare for hearing (.1); prepare for hearing and review docket and notice issues (.6); hearing on Baker Marquart fee application and case status generally (.6); review and revise Revised Notice of Fee Applications (.3).
05/29/2018	11	Rothschild, Brian M.	1.60	472.00	295.00	Call with J. Marquart about litigation strategy (.1); review litigation cases statuses and consider options (.8).
05/29/2018	14	Rothschild, Brian M.	0.90	265.50	295.00	Research court docket and compile recent filings for client review.
05/29/2018	15	Emery, Julie M.	0.30	52.50	175.00	Finalize and file notice and send correspondence to client regarding same.
05/30/2018	14	Pusavat, Grace S.	0.30	72.00	240.00	Check calendar and correspondence with G. Pusavat regarding Motion to Extend Exclusive Periods.
06/05/2018	17	Rothschild, Brian M.	0.30	88.50	295.00	File order; correspondence with assistant regarding mailing hard copies; telephone conference with bankruptcy court regarding hearing.
06/06/2018	14	Pusavat, Grace S.	0.80	192.00	240.00	Review and file Debtor-in-Possession Monthly Operating Report.
06/14/2018	20	Rothschild, Brian M.	0.40	118.00	295.00	Review court docket and compile new filings for client review.
06/14/2018	15	Emery, Julie M.	0.30	52.50	175.00	Review court docket and compile new filings for client review.
06/20/2018	15	Emery, Julie M.	0.20	35.00	175.00	Prepare narrative summary of bankruptcy case for lender and compliance documents.
06/21/2018	20	Rothschild, Brian M.	0.60	177.00	295.00	Work on revised Rule 2014 declaration.
06/26/2018	20	Rothschild, Brian M.	0.40	118.00	295.00	Review court docket for new filings for client review.
06/26/2018	15	Emery, Julie M.	0.10	17.50	175.00	Email correspondence with B. Rothschild regarding order approving Baker Marquart.
07/02/2018	14	Pusavat, Grace S.	0.10	24.00	240.00	Call with Court chambers regarding taking off hearing on Motion for Final Allowance of Baker Marquart Fees (.1); prepare and upload order regarding same (.2).
07/02/2018	11	Rothschild, Brian M.	0.30	88.50	295.00	Review court docket and compile new filings for client review.
07/05/2018	15	Emery, Julie M.	0.20	35.00	175.00	Analyze Ex Parte Motion for TRO.
07/06/2018	14	Pusavat, Grace S.	0.50	120.00	240.00	Review court docket and compile new filings for client review.
07/12/2018	15	Emery, Julie M.	0.20	35.00	175.00	Review monthly operating report.
07/13/2018	20	Rothschild, Brian M.	0.20	59.00	295.00	Analyze email correspondence regarding RMA.
07/16/2018	14	Pusavat, Grace S.	0.10	24.00	240.00	Finalize and file monthly report.
07/17/2018	14	Pusavat, Grace S.	0.30	72.00	240.00	Correspondence with RMA regarding fee application process (.1); work on new interim fee application process for all professionals (.4).
07/19/2018	11	Rothschild, Brian M.	0.50	147.50	295.00	Review materials received from RMA to prepare fee application.
07/20/2018	14	Pusavat, Grace S.	1.90	456.00	240.00	Review memorandum decision and analysis of strategic options.
07/27/2018	14	Rothschild, Brian M.	1.10	324.50	295.00	Review Judge Nuffer decision on jurisdiction (.7); conference call with client team regarding litigation strategy (1.1); post-call conference with T. Beckett and G. Pusavat (.1).
07/30/2018	7	Beckett, J. Thomas	1.90	988.00	520.00	Conference call with client team regarding litigation strategy (1.1); post-call conference with T. Beckett and B. Rothschild (.1); calculate deadlines for exclusivity period and refer to corresponding rule (0.3); begin preparing fee application.
07/30/2018	14	Pusavat, Grace S.	4.40	1,056.00	240.00	Conference call with client team regarding litigation strategy (1.1); post-call conference with T. Beckett and G. Pusavat (.1); work on exclusivity and budget issues for client (1.2).
07/30/2018	14	Rothschild, Brian M.	2.40	708.00	295.00	Review client's write up of yesterday's conference call.
07/31/2018	7	Beckett, J. Thomas	0.20	104.00	520.00	

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07/31/2018	14	Rothschild, Brian M.	0.40	118.00	295.00	Strategy on district court and bankruptcy court litigation, and correspondence with client regarding same.
07/31/2018	15	Emery, Julie M.	0.20	35.00	175.00	Review court docket and compile new filings for client review.
08/01/2018	6	Rothschild, Brian M.	0.20	59.00	295.00	Advise client regarding operating and requirements for bankruptcy court approval.
08/10/2018	19	Pusavat, Grace S.	3.20	768.00	240.00	Draft opposition.
08/10/2018	19	Rothschild, Brian M.	2.50	737.50	295.00	Research on continuing jurisdiction of Bankruptcy Court while pending Motion to Withdraw the Reference remains unadjudicated (1.1); prepare and revise Response to Studios renewed Notice and Request regarding Relief from Stay (1.4).
08/13/2018	19	Rothschild, Brian M.	0.50	147.50	295.00	Review notice of hearing on Studios' Motion for Relief from Stay (.1); correspondence on strategy and analysis of same (.4).
08/14/2018	11	Rothschild, Brian M.	0.20	59.00	295.00	Review RMA invoice and forward to U.S. Trustee for review.
08/15/2018	19	Rothschild, Brian M.	0.70	206.50	295.00	Strategy call with D. Quinto, B. Grace, and J. Marquart (.7).
08/15/2018	20	Rothschild, Brian M.	1.20	354.00	295.00	Review and file debtor-in-possession monthly operating report (.2); prepare motion for authorization to enter into post-petition financing arrangement for insurance premiums (1.0).
08/16/2018	13	Rothschild, Brian M.	0.20	59.00	295.00	Work with G. Pusavat on financing motion (.1, .1).
08/16/2018	19	Rothschild, Brian M.	0.30	88.50	295.00	Strategy discussion with T. Beckett.
08/17/2018	15	Emery, Julie M.	0.60	105.00	175.00	Review court docket and compile new filings for client review.
08/20/2018	14	Pusavat, Grace S.	0.90	216.00	240.00	Prepare fee application.
08/21/2018	14	Pusavat, Grace S.	1.60	384.00	240.00	Continue preparing fee application.
08/22/2018	14	Pusavat, Grace S.	0.80	192.00	240.00	Draft motion for approval of commercial insurance premium finance and security agreement.
08/22/2018	19	Rothschild, Brian M.	1.60	472.00	295.00	Strategy call with client team on Motion for Relief from Stay and case strategy (1.1); work on argument outline (.5).
08/23/2018	14	Pusavat, Grace S.	1.90	456.00	240.00	Continue drafting motion for approval of commercial insurance premium finance and security agreement; draft proposed order; send drafts for approval.
08/24/2018	19	Beckett, J. Thomas	0.50	260.00	520.00	O/c Brian Rothschild regarding case research in prep for hearing on motion to lift stay.
08/24/2018	19	Pusavat, Grace S.	3.90	936.00	240.00	Prepare case summaries in preparation for hearing.
08/24/2018	19	Rothschild, Brian M.	1.70	501.50	295.00	Work with G. Pusavat on case research in response to Studios' brief (.1); research and review cases and briefing on same (1.1).
08/26/2018	19	Beckett, J. Thomas	4.60	2,392.00	520.00	Review motion to lift stay, response and reply; review district court docket and memorandum order dismissing case; review bankruptcy court declaratory judgment action; review some relevant cases; prepare for hearing on motion to lift stay.
08/27/2018	19	Beckett, J. Thomas	1.20	624.00	520.00	Review case summaries and cases assembled by Grace (1.1); t/c Grace regarding same (.1).
08/27/2018	19	Rothschild, Brian M.	0.70	206.50	295.00	Calls with N. Harmon and J. Marquart regarding relief from stay and strategy (.1); prepare for hearing (.6).
08/28/2018	19	Beckett, J. Thomas	2.80	1,456.00	520.00	Prep for and preliminary hearing (2.3); o/c Grace and Brian regarding next steps (.5).
08/28/2018	19	Pusavat, Grace S.	1.80	432.00	240.00	Attend hearing (1.0); attend strategy conference with B. Rothschild and J. Beckett (0.5); analyze opposition to Studios' motion to dismiss; prepare draft of updated opposition. (3.0).
08/28/2018	19	Rothschild, Brian M.	1.50	442.50	295.00	Hearing and preparation for hearing on motion for relief from stay (1.0); strategy discussions with client, T. Beckett, and G. Pusavat (.5).

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						Review First Supplemental Declaration of J. Thomas Beckett in Support of the Debtor's Application for the Authorization to Employ Parsons Behle & Latimer; confirm consent was received from both VidAngel and Google; telephone conference and email correspondence with J. T. Beckett regarding
08/30/2018	14	Pusavat, Grace S.	0.50	120.00	240.00	same.
09/04/2018	14	Pusavat, Grace S.	1.00	240.00	240.00	Analyze disclosure statement.
09/05/2018	14	Pusavat, Grace S.	0.30	72.00	240.00	Conference with B. Rothschild regarding allowance of claims.
09/05/2018	13	Rothschild, Brian M.	1.10	324.50	295.00	Prepare and revise Motion to Authorize Entry into Insurance Financing Agreement (.9); finalize, file, and serve same (.2).
09/05/2018	17	Rothschild, Brian M.	1.30	383.50	295.00	Research on plan and disclosure statements with disputed claims reserves.
09/05/2018	19	Rothschild, Brian M.	0.30	88.50	295.00	Work with G. Pusavat on research for venue selection for claim liquidation.
09/06/2018	14	Pusavat, Grace S.	1.20	288.00	240.00	Draft motion to extend the exclusivity period and corresponding notice of hearing.
						Call with court clerk to obtain hearing date (.1); prepare, file, and serve notice of hearing on Motion to Approve Insurance Financing Agreement (.5); correspondence with U.S. Trustee regarding Motion (.1); correspondence with client regarding hearing and motion and
09/06/2018	13	Rothschild, Brian M.	0.80	236.00	295.00	policies (.1).
09/06/2018	15	Emery, Julie M.	0.40	70.00	175.00	Review court docket and compile new filings for client review.
09/07/2018	19	Rothschild, Brian M.	0.90	265.50	295.00	Advise client and reach out to financial advisor regarding support for Opposition to Motion for Relief from Stay.
						Review attorneys fees estimate, email questions about fees (.7); t/c Dave Quinto regarding strategy (.9); review drafts from Grace for supplemental brief on stay relief, comment, read cases (1.2); outline new sections and research (3.1)
09/10/2018	19	Beckett, J. Thomas	5.90	3,068.00	520.00	Strategy telephone conference with J.T. Beckett (0.2); conduct legal research for opposition (1.9); finalize and file motion to extend the exclusivity period for a third time (1.9).
09/10/2018	14	Pusavat, Grace S.	4.00	960.00	240.00	Research and writing on abstention, Curtis factors, new sections for supplemental briefing on stay relief (3.5); t/cs Neal, David and Patrick regarding strategy.
09/11/2018	19	Beckett, J. Thomas	4.50	2,340.00	520.00	Obtain hearing date with bankruptcy court (0.2); finalize and file notice of motion to extend the exclusivity period for a third time (0.9); conduct legal research regarding time to liquidate claims (2.5); conduct legal research regarding balance of rehabilitating debtor and liquidating claims (1.0); draft opposition (2.9); telephone strategy conferences with J.T. Beckett regarding same (0.2).
09/11/2018	14	Pusavat, Grace S.	7.70	1,848.00	240.00	Extensive correspondence on Motion for Relief from Stay evidence and strategy (.1, .1, .2).
09/11/2018	19	Rothschild, Brian M.	0.40	118.00	295.00	Research and writing supplemental brief on stay relief
09/12/2018	19	Beckett, J. Thomas	6.70	3,484.00	520.00	Conduct legal research regarding limitations upon the exercise of bankruptcy jurisdiction.
09/12/2018	14	Pusavat, Grace S.	0.90	216.00	240.00	Draft analysis regarding first to file doctrine.
09/12/2018	14	Pusavat, Grace S.	1.50	360.00	240.00	C/call with client team regarding supplemental brief on stay relief (.8); rewrite based on comments, brief new case on estimation (2.4); add new section on abstention (1); review and revise financial advisor declaration.
09/13/2018	19	Beckett, J. Thomas	5.90	3,068.00	520.00	Analyze Curtis factor 3 case law cited in motion; correspondence with T. Beckett regarding same.
09/13/2018	14	Pusavat, Grace S.	1.50	360.00	240.00	Review and revise Brief on Motion for Relief from Stay (.9); review Declaration in support (.3); team call on strategy and filing (partial, left early) (.5); correspondence on strategy and briefing (.1, .2).
09/13/2018	19	Rothschild, Brian M.	2.00	590.00	295.00	

Exhibit B - Timekeeper Expense Detail

09/14/2018	19	Beckett, J. Thomas	7.50	3,900.00	520.00	Finalizing and filing supplemental brief on stay relief.
09/14/2018	14	Pusavat, Grace S.	2.90	696.00	240.00	Conference call regarding draft; revise draft to reflect revisions and case citations; correspondence with paralegal regarding citations.
09/14/2018	19	Rothschild, Brian M.	2.10	619.50	295.00	Review and revise brief on Motion for Relief from Stay (.7, .9); conference call on strategy with client team (.4); call with M. Connors of RMA regarding same (.1).
09/14/2018	14	Chesley, Marguerite	1.10	192.50	175.00	Cite check and link case law from brief on objection to motion to stay relief; meet with attorneys regarding same
09/17/2018	19	Beckett, J. Thomas	2.60	1,352.00	520.00	Read and annotate Studios' supplemental brief on stay relief and begin outline reply (2.5); set up call with client (.1).
09/17/2018	14	Pusavat, Grace S.	0.90	216.00	240.00	Analyze Studios' Supplemental briefing.
09/17/2018	20	Rothschild, Brian M.	0.30	88.50	295.00	Review and file debtor in possession monthly operating report.
09/18/2018	19	Beckett, J. Thomas	5.70	2,964.00	520.00	Review studios' reply, read Touchstone and Santa Clara cases. prep for conference call (1.1); conf call regarding same (.6); begin writing reply (4).
09/18/2018	14	Pusavat, Grace S.	0.80	192.00	240.00	Conference call with T. Beckett and client regarding the Studios' supplemental briefing (0.7); conference call with T. Beckett regarding res judicata analysis for declaratory judgment in the adversary proceeding (0.1).
09/18/2018	11	Rothschild, Brian M.	0.30	88.50	295.00	Review and forward RMA invoice to U.S. Trustee for review.
09/19/2018	19	Beckett, J. Thomas	4.40	2,288.00	520.00	T/c Neal regarding Harmon Bros (.2); review SEC financial information (1); review emails regarding reply (.5); review declaration regarding business prospects (.5); further development of outline of Reply (2); review circulate email from Mike Johnson regarding facts (.2)
09/19/2018	14	Pusavat, Grace S.	1.30	312.00	240.00	Analyze res judicata analysis in Studios' supplemental briefing, adversary proceeding, and California Action.
09/19/2018	6	Rothschild, Brian M.	0.60	177.00	295.00	Review and advise regarding language for SEC reporting.
09/21/2018	19	Beckett, J. Thomas	8.00	4,160.00	520.00	Writing reply brief (6); research on res judicata (1); rewrite res judicata section.
09/21/2018	14	Brown, Michael R.	0.30	69.00	230.00	Discussed upcoming motion with Tom Beckett
09/21/2018	19	Rothschild, Brian M.	0.50	147.50	295.00	Call with G. Pusavat on res judicata argument (.1); research and review pleadings on same (.4).
09/22/2018	19	Beckett, J. Thomas	4.50	2,340.00	520.00	Take comments on reply brief and rewrite for recirculation.
09/23/2018	19	Beckett, J. Thomas	7.80	4,056.00	520.00	Writing reply (4); punch list for filing for team (1); briefing six cases for reply (2); delivery to client, counsel, and experts (.3) emails with experts and team (.5).
09/24/2018	17	Beckett, J. Thomas	5.20	2,704.00	520.00	Revise reply (3); review Quinto's facts analysis (.7); review and distribute Mike Johnson's email (.5); conference call with client team (.7); emails team and Mike Johnson.
09/24/2018	14	Pusavat, Grace S.	2.80	672.00	240.00	Conference call regarding reply to Studios briefing (0.5); review draft and comments (1.1); Analyze case law regarding res judicata for reply (1.2).
09/24/2018	14	Brown, Michael R.	0.40	92.00	230.00	Conference call with client and attorneys
09/25/2018	19	Beckett, J. Thomas	2.20	1,144.00	520.00	Rewriting reply on res judicata (2); email to m Johnson (.2).
09/25/2018	19	Beckett, J. Thomas	4.20	2,184.00	520.00	Revise punch list in prep for team meeting (.5); team meeting (.8); prepare witness and exhibit list for Studios (3).
09/25/2018	14	Pusavat, Grace S.	0.90	216.00	240.00	Analyze statute and case law for abstention analysis.
09/25/2018	14	Pusavat, Grace S.	1.00	240.00	240.00	Strategy conference with T. Beckett, B. Rothschild, and M. Brown.
09/25/2018	14	Pusavat, Grace S.	2.10	504.00	240.00	Analyze case law regarding res judicata for response to supplemental briefing.
09/25/2018	14	Brown, Michael R.	0.80	184.00	230.00	Reviewed declaration points from Patrick Reilly, Neal Harmon, and company blog post for information to be included in declaration

Exhibit B - Timekeeper Expense Detail

09/25/2018	14	Brown, Michael R.	0.80	184.00	230.00	Reviewed supplemental brief for reply to the studios' stay relief motion and prepared for meeting with Tom Beckett by reviewing pleadings/docket
09/25/2018	14	Brown, Michael R.	1.50	345.00	230.00	Meeting with Tom Beckett, Brian Rothschild, Grace Pusavat to prepare for hearing and reply deadline
09/25/2018	14	Brown, Michael R.	1.80	414.00	230.00	Drafted declaration for Patrick Reilly regarding relationship with Harmon Brothers
09/25/2018	14	Brown, Michael R.	0.20	46.00	230.00	Exchanged emails with Tom Beckett and Brian Rothschild regarding case law to research for precedent of confirmation without prior liquidation of claims
09/25/2018	14	Brown, Michael R.	0.40	92.00	230.00	Searched the Bankruptcy Court's dockets for recent examples of chapter 11 plans to get confirmed
09/25/2018	19	Rothschild, Brian M.	1.90	560.50	295.00	Strategy conference with VidAngel team (.7); research on alternative plans for Reply in Support of Motion for Relief (1.2).
09/26/2018	19	Beckett, J. Thomas	5.50	2,860.00	520.00	T/c counsel to Studios regarding depositions and exhibits (.5); revise two declarations (1); revise reply (2); witness outlines (2).
09/26/2018	14	Pusavat, Grace S.	2.90	696.00	240.00	Draft argument for reply to Studios' supplemental briefing.
09/26/2018	14	Pusavat, Grace S.	0.90	216.00	240.00	Research 11 USC § 305 and case law regarding abstention; correspondence with B. Rothschild regarding same.
09/26/2018	14	Pusavat, Grace S.	0.20	48.00	240.00	Review objection deadline for exclusivity; correspondence with T. Beckett regarding same.
09/26/2018	14	Brown, Michael R.	0.80	184.00	230.00	Reviewed emails and edits from client and added information to declaration
09/26/2018	14	Brown, Michael R.	0.20	46.00	230.00	Discussion with Tom Beckett and request for additional information from client
09/26/2018	14	Brown, Michael R.	0.40	92.00	230.00	Research for cases where liquidation of claims was not required for confirmation
09/26/2018	14	Brown, Michael R.	0.20	46.00	230.00	Exchanged emails with Tom Beckett about changing declarant and reached out to Neal Harmon for clarification
09/26/2018	19	Rothschild, Brian M.	1.10	324.50	295.00	Research for Reply in support of Objection to Motion for Relief from Stay and short email with team on findings.
09/27/2018	19	Beckett, J. Thomas	7.10	3,692.00	520.00	Finalizing reply, declarations, witness and exhibits lists.
09/27/2018	14	Brown, Michael R.	0.40	92.00	230.00	Incorporated edits into new draft and changed declarant to Neal Harmon - circulated to client and Tom Beckett
09/27/2018	19	Rothschild, Brian M.	2.00	590.00	295.00	Meetings with T. Beckett regarding strategy on Reply in Opposition to Motion for Relief from Stay (.3, .4); review draft exhibits and demonstratives (.8); review witness and document list drafts (.5).
09/27/2018	14	Chesley, Marguerite	0.50	87.50	175.00	Cite check and link case law to brief on reply brief.
09/28/2018	19	Beckett, J. Thomas	1.80	936.00	520.00	Last draft (1.5); filing (.3) reply to supplemental briefing regarding.
09/28/2018	14	Pusavat, Grace S.	2.10	504.00	240.00	Review and revise draft of reply; correspondence with T. Beckett regarding same; review docket for filings related to exclusivity and financing.
09/28/2018	14	Chesley, Marguerite	0.80	140.00	175.00	Finalize cites and links to brief for reply memo regarding motion for stay for relief.
09/30/2018	17	Beckett, J. Thomas	2.20	1,144.00	520.00	Review Studios' objection to exclusivity and outline exclusivity hearing.
09/30/2018	19	Beckett, J. Thomas	7.10	3,692.00	520.00	Prepare exclusivity brief and declaration and deliver drafts to client (2.4); read and annotate Studios' reply and objection to exclusivity (2.2); review insurance motion and order (.3); review and revise Connors and Reilly declarations (1.2); further exclusivity hearing outline (1).
10/01/2018	17	Beckett, J. Thomas	2.70	1,404.00	520.00	Prep for exclusivity hearing.
10/01/2018	19	Beckett, J. Thomas	2.40	1,248.00	520.00	Collecting documents for hearing on stay relief, organizing facts and incorporating declarations.

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10/01/2018	14	Pusavat, Grace S.	0.70	168.00	240.00	Review order approving motion to enter insurance financing motion; correspondence with T. Beckett regarding hearing; strategize with M. Brown.
10/01/2018	14	Brown, Michael R.	0.40	92.00	230.00	Review of edits from Neal Harmon and updates for declaration
10/01/2018	14	Brown, Michael R.	0.60	138.00	230.00	Review of local rules for timing of filing a reply review of reply and accompanying declaration
10/01/2018	14	Brown, Michael R.	0.10	23.00	230.00	Conference with Grace Pusavat regarding motion to extend exclusivity
10/01/2018	14	Brown, Michael R.	0.20	46.00	230.00	Additional correspondence with client for updated numbers in the declaration
10/01/2018	14	Brown, Michael R.	0.70	161.00	230.00	Preparation for hearing on exclusivity, review of docket, motion, objection, and potential reply
10/01/2018	14	Brown, Michael R.	0.20	46.00	230.00	Conference with Tom Beckett in preparation for upcoming hearing on exclusivity
10/01/2018	14	Brown, Michael R.	0.20	46.00	230.00	Call to Judge Anderson's chambers regarding late filed reply
10/01/2018	14	Brown, Michael R.	0.10	23.00	230.00	Call to opposing counsel (Mike Johnson) to advise of reply filed within 24 hours of hearing
10/01/2018	14	Brown, Michael R.	0.10	23.00	230.00	Conference with Brian Rothschild on filing of reply and documents to include with filing
10/01/2018	14	Brown, Michael R.	0.30	69.00	230.00	Prepared reply for filing and submitted to the court
10/01/2018	19	Rothschild, Brian M.	0.90	265.50	295.00	Review exhibits and proposed documents in support of opposition to Motion for Relief from Stay (.5); case strategy regarding same (.4).
10/02/2018	17	Beckett, J. Thomas	5.00	2,600.00	520.00	Prep for and hearing on exclusivity.
10/02/2018	14	Brown, Michael R.	0.70	161.00	230.00	Preparation for hearing, review of pleadings and outline of issues/questions
10/02/2018	14	Brown, Michael R.	0.70	161.00	230.00	Conference with Tom Beckett and preparation for hearing - discussion with opposing counsel prior to hearing to review any matters left for discussion
10/02/2018	14	Brown, Michael R.	0.70	161.00	230.00	Attend hearing on exclusivity and review matters for action with Tom Beckett following hearing
10/02/2018	14	Brown, Michael R.	0.70	161.00	230.00	Draft summary of hearing from review of notes for Tom Beckett and client
10/02/2018	14	Brown, Michael R.	0.80	184.00	230.00	Drafted proposed order granting motion to extend exclusivity
10/02/2018	14	Brown, Michael R.	0.20	46.00	230.00	Reviewed and updated notice for order on exclusivity, reviewed with Brian Rothschild
10/02/2018	14	Brown, Michael R.	0.20	46.00	230.00	Review of stipulated facts and witness/exhibit lists for stay relief motion
10/03/2018	14	Pusavat, Grace S.	0.10	24.00	240.00	Email correspondence from T. Beckett regarding estimation of cost of trial.
10/03/2018	14	Brown, Michael R.	0.40	92.00	230.00	Conference with Tom Beckett about estimation for plan confirmation purposes and items for stay relief hearing
10/03/2018	14	Brown, Michael R.	0.20	46.00	230.00	Call from Judge Anderson about electronic presentation of exhibits at stay relief hearing
10/03/2018	14	Brown, Michael R.	0.10	23.00	230.00	Conference with Tom Beckett about electronic exhibits at stay relief hearing
10/03/2018	14	Brown, Michael R.	0.20	46.00	230.00	Review of stipulated facts and exhibits per conversation with Tom Beckett, compiled questions for David Quinto
10/03/2018	14	Brown, Michael R.	0.20	46.00	230.00	Conference and review emails to client from Tom Beckett regarding estimation arguments
10/04/2018	14	Brown, Michael R.	0.30	69.00	230.00	Correspondence with opposing counsel and review of documents for facts/exhibit list
10/04/2018	14	Brown, Michael R.	0.20	46.00	230.00	Correspondence with Tom Beckett and David Quinto about documents for exhibit list
10/05/2018	14	Pusavat, Grace S.	1.90	456.00	240.00	Prepare fee application.
10/05/2018	14	Brown, Michael R.	0.20	46.00	230.00	Conference with Tom Beckett regarding request for Matt Connors and updates on depositions
10/05/2018	14	Brown, Michael R.	0.30	69.00	230.00	Review of opposing counsel's request for accounting documentation, forwarded to client and responded to opposing counsel
10/05/2018	14	Brown, Michael R.	0.30	69.00	230.00	Review of deposition schedule and response to opposing counsel's request for confirmation
10/08/2018	19	Beckett, J. Thomas	3.50	1,820.00	520.00	Review all email traffic and documents created last week en route from Boston to SLC.
10/08/2018	14	Johnson, Kristine E.	0.20	79.00	395.00	Conference regarding waiver of privilege.

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10/08/2018	14	Brown, Michael R.	0.20	46.00	230.00	Correspondence with Matt Connors regarding document request by opposing counsel
10/08/2018	14	Brown, Michael R.	0.20	46.00	230.00	Review of docket and search for documents to provide to opposing counsel for Matt Connors deposition
10/08/2018	14	Brown, Michael R.	0.10	23.00	230.00	Phone call with opposing counsel to advise of client's request to hold all three depositions in Salt Lake
10/08/2018	14	Brown, Michael R.	0.20	46.00	230.00	Response to and correspondence with client regarding deposition scheduling
10/08/2018	14	Brown, Michael R.	0.10	23.00	230.00	Conference with Tom Beckett about updates to exhibit lists
10/08/2018	14	Brown, Michael R.	0.20	46.00	230.00	Correspondence with opposing counsel and client about updates to depositions on October 11
10/08/2018	14	Brown, Michael R.	0.20	46.00	230.00	Conference with Grace Pusavat about preparation for witness and exhibit deadline
10/08/2018	14	Brown, Michael R.	0.20	46.00	230.00	Additional correspondence with opposing counsel and arrangements for depositions
10/08/2018	19	Rothschild, Brian M.	1.80	531.00	295.00	Work with M. Brown and G. Pusavat on disclosures and evidence for hearing (.1 .2, .2, .3); call with K. Johnson regarding waiver of privilege issues (.2); research on privilege (.8). Outlining issues to address in advance of hearing (1); o/c Mike Brown, Brian Rothschild, Grace Pusavat regarding responsibilities for preparing for hearing (.8); t/c financial advisor regarding revisions to declaration and schedules (.5); t/c team regarding strategy (.8); outlining testimony (2); t/c Rose and Kelly regarding protective order (.5); o/c Brian regarding testimony of David Quinto and privilege waiver (.5); review Studios' document requests and VidAngel production (1.2); t/c Patrick regarding disclosure (.4); t/c Rose regarding disclosure (.5); t/c Patrick regarding disclosure (.4); t/c Rose regarding disclosure (.3); assist production (.2).
10/09/2018	19	Beckett, J. Thomas	9.20	4,784.00	520.00	Attend conference call.
10/09/2018	14	Pusavat, Grace S.	1.00	240.00	240.00	Reviewed files that client will likely want to receive confidential treatment
10/09/2018	14	Brown, Michael R.	0.20	46.00	230.00	Conference with Tom Beckett on opposing counsel requests and items to discuss with client
10/09/2018	14	Brown, Michael R.	0.50	115.00	230.00	Reviewed documents from Matt Connors to be provided to opposing counsel
10/09/2018	14	Brown, Michael R.	0.50	115.00	230.00	Phone call with Matt Connors regarding request to add to declaration and documents to be provided to opposing counsel
10/09/2018	14	Brown, Michael R.	0.30	69.00	230.00	Conference with Brian Rothschild about upcoming depositions and discussion of confidentiality waiver
10/09/2018	14	Brown, Michael R.	0.20	46.00	230.00	Emails with Matt Connors to schedule call for updates on request
10/09/2018	14	Brown, Michael R.	0.10	23.00	230.00	Review of request from opposing counsel - forward to client for discussion on conference call
10/09/2018	14	Brown, Michael R.	0.20	46.00	230.00	Prepared updates on exhibit list for Tom Beckett's review, in preparation for conference call and filing deadline
10/09/2018	14	Brown, Michael R.	1.00	230.00	230.00	Call with client to review requests from opposing counsel and documents to be provided
10/09/2018	14	Brown, Michael R.	0.50	115.00	230.00	Calls with Patrick Reilly regarding documents to be provided to opposing counsel
10/09/2018	14	Brown, Michael R.	0.50	115.00	230.00	Call with Rose Ehler regarding client request to redact documents
10/09/2018	19	Brown, Michael R.	0.30	69.00	230.00	Review documents to be uploaded to FTP site
10/09/2018	19	Brown, Michael R.	0.20	46.00	230.00	Conference with Mike Johnson regarding 2004 exam and request for documents
10/09/2018	19	Brown, Michael R.	0.20	46.00	230.00	Review of customer credit information in response to 2004 motion
10/09/2018	19	Brown, Michael R.	0.20	46.00	230.00	Review confidential information requested by opposing counsel
10/09/2018	19	Brown, Michael R.	0.30	69.00	230.00	Review updated declaration and schedules from Matt Connors

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10/09/2018	19	Brown, Michael R.	0.10	23.00	230.00	Request to David Quinto for documents from California litigation
10/09/2018	19	Brown, Michael R.	0.30	69.00	230.00	Review discovery requests from California litigation
10/09/2018	19	Brown, Michael R.	0.30	69.00	230.00	Collect documents from call with client
10/09/2018	19	Brown, Michael R.	0.10	23.00	230.00	Emails with Neal Harmon about documents to be considered confidential
10/09/2018	19	Brown, Michael R.	0.10	23.00	230.00	Emails with Rose Ehler about documents provided to opposing counsel
10/09/2018	19	Brown, Michael R.	0.20	46.00	230.00	Emails with opposing counsel and review of credentials for studios' financial analyst
10/09/2018	19	Brown, Michael R.	0.30	69.00	230.00	Review additional documents provided by Neal Harmon
10/09/2018	19	Rothschild, Brian M.	0.80	236.00	295.00	Work with T. Beckett and M. Brown on deposition strategy (departed early) (.3); call with D. Quinto to prepare for deposition (.5); strategy discussion with T. Beckett (.1);
10/09/2018	14	Chesley, Marguerite	1.90	332.50	175.00	Meet with attorneys regarding production of materials; prepare documents as needed.
10/10/2018	19	Beckett, J. Thomas	4.80	2,496.00	520.00	Prep for depositions of Neal Harmon (1.4), Matt Connors (.8), and David Quinto (.5); finalizing and filing Witness and Exhibit lists (2.1).
10/10/2018	19	Brown, Michael R.	0.30	69.00	230.00	Review request for electronic exhibits and provide to court
10/10/2018	19	Brown, Michael R.	0.30	69.00	230.00	Draft edits from B. Rothschild into proposed order on exclusivity, submit order
10/10/2018	19	Brown, Michael R.	0.20	46.00	230.00	Correspond with opposing counsel and supply electronic exhibits
10/10/2018	19	Brown, Michael R.	0.60	138.00	230.00	Review electronic exhibits for accuracy and proper bookmarks per request of Judge Anderson
10/10/2018	19	Brown, Michael R.	0.10	23.00	230.00	Provide customer credit information to opposing counsel
10/10/2018	19	Brown, Michael R.	0.20	46.00	230.00	Conference with T. Beckett regarding customer agreement documents for opposing counsel
10/10/2018	19	Brown, Michael R.	0.20	46.00	230.00	Conference with Patrick Reilly to locate customer credit agreements per request of opposing counsel
10/10/2018	19	Brown, Michael R.	0.20	46.00	230.00	Conference with Matt Connors and Jordan Colohan to discuss updated exhibits
10/10/2018	19	Brown, Michael R.	0.30	69.00	230.00	Phone conference with Matt Connors
10/10/2018	19	Brown, Michael R.	0.20	46.00	230.00	Review of binders and additional information with T. Beckett
10/10/2018	19	Brown, Michael R.	0.30	69.00	230.00	Finalize and review exhibit binders provided to court
10/10/2018	19	Brown, Michael R.	0.30	69.00	230.00	Call with Judge Anderson's chambers regarding exhibits and specific filing requests
10/10/2018	19	Brown, Michael R.	0.20	46.00	230.00	Instructions to copy center for binders to be provided to court
10/10/2018	19	Brown, Michael R.	0.20	46.00	230.00	Correspond with Neal Harmon on exhibits with confidential information
10/10/2018	19	Brown, Michael R.	0.20	46.00	230.00	Correspond with opposing counsel regarding financial advisor Michael Wallace
10/10/2018	19	Brown, Michael R.	0.40	92.00	230.00	Conference with T. Beckett regarding response to opposing counsel's financial expert
10/10/2018	19	Brown, Michael R.	0.50	115.00	230.00	Preparation of binders and conference with chambers regarding electronic submission of exhibits
10/10/2018	19	Brown, Michael R.	0.40	92.00	230.00	Preparation and drafting of notice and proof of service for exhibit list
10/10/2018	19	Brown, Michael R.	0.60	138.00	230.00	Draft motion with exhibit list to be filed on the docket
10/10/2018	19	Brown, Michael R.	0.10	23.00	230.00	Conference with opposing counsel regarding potential telephonic hearing with chambers if issue of financial advisor cannot be resolved
10/10/2018	19	Bond, Brook B.	0.20	78.00	390.00	Work with B. Rothschild regarding privilege issues.
10/10/2018	17	Rothschild, Brian M.	0.30	88.50	295.00	Review and revise Order Granting Motion to Extend Exclusivity Periods.
10/10/2018	14	Chesley, Marguerite	0.90	157.50	175.00	Prepare additional documents for production; meet with attorney regarding same.
10/11/2018	19	Beckett, J. Thomas	7.00	3,640.00	520.00	Neal Harmon deposition (3.5); Matt Connors deposition (3.5).
10/11/2018	14	Brown, Michael R.	4.50	1,035.00	230.00	Attended deposition of Neal Harmon

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10/11/2018	14	Brown, Michael R.	4.50	1,035.00	230.00	Attended deposition of David Quinto
10/11/2018	14	Brown, Michael R.	0.50	115.00	230.00	Preparation for depositions, review of exhibits and scope of testimonies
10/11/2018	19	Rothschild, Brian M.	8.40	2,478.00	295.00	Prepare for deposition of D. Quinto (2.1); meet with client to prepare for deposition (1.1); deposition of D. Quinto (5.0); review client communication regarding hearing on Motion for Relief from Stay (.2).
10/12/2018	19	Beckett, J. Thomas	7.50	3,900.00	520.00	Report on depositions (.5); organize our exhibits for hearing outline (2); hearing outline (5).
10/12/2018	14	Brown, Michael R.	1.00	230.00	230.00	Conference with Tom Beckett to review depositions and arguments/research needs for stay relief hearing
10/12/2018	14	Brown, Michael R.	0.20	46.00	230.00	Phone call with chambers, preparation for display of exhibits
10/12/2018	14	Brown, Michael R.	0.20	46.00	230.00	Responded to counsel regarding exhibit binders and collected exhibits for Julie Sheldon to fedex to opposing counsel in LA
10/12/2018	14	Brown, Michael R.	0.30	69.00	230.00	Reviewed updates from Matt Connors, distributed to opposing counsel
10/12/2018	14	Brown, Michael R.	0.30	69.00	230.00	Preparation of arguments and exhibits for hearing, downloaded exhibit binder to laptop for presentation at hearing
10/12/2018	15	Emery, Julie M.	0.90	157.50	175.00	Compile, organize and format last 30 days of court filings for client and attorney review.
10/13/2018	19	Beckett, J. Thomas	3.50	1,820.00	520.00	Expand, revise and distribute hearing outline.
10/13/2018	19	Beckett, J. Thomas	2.80	1,456.00	520.00	Hearing outline (2); draft stipulation (.8)
10/14/2018	19	Beckett, J. Thomas	4.80	2,496.00	520.00	Revise and recirculate hearing outline (3); review law on demonstrative "summaries"(.5); prepare and deliver proposed stipulations on hearing (1.3).
10/15/2018	17	Beckett, J. Thomas	0.80	416.00	520.00	Telephone conference Neal regarding hearing and strategy.
10/15/2018	19	Beckett, J. Thomas	1.90	988.00	520.00	T/c Neal and David regarding Neal's testimony outline (1); receive and distribute deposition transcripts (.3); begin review of Quinto transcript (.6)
10/15/2018	19	Beckett, J. Thomas	1.10	572.00	520.00	Meet with Matt Connors in prep for his testimony.
10/15/2018	19	Beckett, J. Thomas	0.70	364.00	520.00	Debriefed by Matt Connors on \$600k issue (.4); review report from Patrick on that issue (.2); report to Studios (.1)
10/15/2018	19	Beckett, J. Thomas	1.30	676.00	520.00	Revise outline to reflect comments from Quinto, Neal, and Matt.
10/15/2018	14	Brown, Michael R.	0.50	115.00	230.00	Conference with Juliette White and Bill Evans about copyright damages and statutes/case law for punish vs. kill company
10/15/2018	14	Brown, Michael R.	0.80	184.00	230.00	Preparation for hearing, conference with court to review courtroom tech. at request of Judge Anderson
10/15/2018	14	Brown, Michael R.	0.20	46.00	230.00	Review schedules in excel format and order for Tom Beckett, distribute to opposing counsel
10/15/2018	14	Brown, Michael R.	0.30	69.00	230.00	Conference with Tom Beckett regarding Matt Connors' testimony and input from Juliette White on copyright statutes/case law
10/15/2018	14	Brown, Michael R.	0.10	23.00	230.00	Review emails from David Quinto regarding statutory damages
10/15/2018	14	Brown, Michael R.	0.20	46.00	230.00	Review emails from client with questions and updates on hearing, revised schedule for testimony and outline for Neal Harmon
10/15/2018	15	Emery, Julie M.	0.10	17.50	175.00	Review court docket for pleadings requested by client for review.
10/16/2018	19	Beckett, J. Thomas	3.40	1,768.00	520.00	Revise and redistribute Connors' outline (1.4) and Harmon outline (1); t/c Neal regarding deposition (.2); t/c Connors regarding royalties (.3); review royalties computations (.5);
10/16/2018	19	Beckett, J. Thomas	1.10	572.00	520.00	Complete objections to Studios' exhibits. Hearing prep (2.5); t/c Rose, Neal, Court, Quinto, Mike Johnson, all regarding
10/16/2018	19	Beckett, J. Thomas	3.20	1,664.00	520.00	continuance (.7).
10/16/2018	14	Pusavat, Grace S.	1.10	264.00	240.00	Conference with D. Quinto and B. Rothschild in preparation for upcoming hearing.
10/16/2018	14	Brown, Michael R.	0.30	69.00	230.00	Conference with T. Beckett, hearing preparations
10/16/2018	19	Brown, Michael R.	0.30	69.00	230.00	Review of stipulation with opposing counsel as to exhibits

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10/16/2018	19	Brown, Michael R.	0.20	46.00	230.00	Provide feedback and response to opposing counsel on stipulation
10/16/2018	19	Brown, Michael R.	0.30	69.00	230.00	Research federal rules of evidence on hearsay for response to opposing counsel
10/16/2018	19	Rothschild, Brian M.	2.00	590.00	295.00	Call with D. Quinto on hearing preparation (.5); review Quinto deposition transcript (.7); calls with T. Beckett regarding hearing preparation (.1, .1); scheduling and revise hearing outline (.6).
10/16/2018	20	Rothschild, Brian M.	0.30	88.50	295.00	Review and file monthly operating report.
10/17/2018	17	Beckett, J. Thomas	4.40	2,288.00	520.00	Collect and review plan and DS templates to begin outline of VidAngel Plan
10/17/2018	14	Pusavat, Grace S.	1.00	240.00	240.00	Hearing preparation with witness and B. Rothschild.
10/17/2018	19	Rothschild, Brian M.	2.50	737.50	295.00	Prepare hearing outline (.7); meet with D. Quinto regarding hearing (1.6); call with T. Beckett regarding hearing strategy (.2).
10/23/2018	14	Pusavat, Grace S.	1.90	456.00	240.00	Draft fee application.
10/23/2018	11	Rothschild, Brian M.	0.40	118.00	295.00	Review invoices from Rocky Mountain Advisory and correspondence regarding same with U.S. Trustee (.2); correspondence with U.S. Trustee regarding Parsons Behle invoices and work with G. Pusavat regarding same (.2).
10/24/2018	14	Pusavat, Grace S.	1.80	432.00	240.00	Continue calculations and tables for fee application.
10/25/2018	14	Pusavat, Grace S.	2.10	504.00	240.00	Correspondence with accounting department regarding payment information for fee application (0.2); revise fee application (1.9).
10/25/2018	15	Emery, Julie M.	0.30	52.50	175.00	Review court docket and compile new filings for client review.
10/28/2018	19	Beckett, J. Thomas	5.40	2,808.00	520.00	Hearing prep, reviewing cases, testimony outline and September financials
10/29/2018	19	Beckett, J. Thomas	2.40	1,248.00	520.00	Hearing prep, o/cs Neal and David regarding settlement and September financials
10/29/2018	14	Pusavat, Grace S.	0.10	24.00	240.00	Correspondence regarding updated amounts for fee application.
10/30/2018	19	Beckett, J. Thomas	2.80	1,456.00	520.00	Collecting organizing docs and exhibits for hearing
10/30/2018	19	Brown, Michael R.	1.20	276.00	230.00	Preparation for hearing, review of communications with opposing counsel and exhibits/demonstratives
10/31/2018	19	Beckett, J. Thomas	5.20	2,704.00	520.00	T/cs Matt, David and Neal regarding hearing testimony (3); revise rehearse hearing outline (2.2)
10/31/2018	19	Brown, Michael R.	0.20	46.00	230.00	Conference with T. Beckett on updated schedules to be provided to court
10/31/2018	19	Brown, Michael R.	0.50	115.00	230.00	Review of updated schedules and preparation for hearing
10/31/2018	19	Brown, Michael R.	0.10	23.00	230.00	Submission of updated exhibits to court
10/31/2018	19	Rothschild, Brian M.	1.40	413.00	295.00	Prepare outline of direct examination of David Quinto (1.1); analysis of offers for resolution of relief from stay issues (.3).
11/01/2018	19	Beckett, J. Thomas	7.50	3,900.00	520.00	Prep Neal Harmon (1.2); prep David Quinto (.5); prep Matt Connors (1.1); prep hearing (4.7).
11/01/2018	14	Pusavat, Grace S.	0.20	48.00	240.00	Analyze order on Motion to Withdraw Bankruptcy Reference.
11/01/2018	19	Brown, Michael R.	1.00	230.00	230.00	Hearing preparation with Matt Connors and T. Beckett
11/01/2018	19	Brown, Michael R.	1.50	345.00	230.00	Hearing preparation - review and analysis of exhibits both for debtor and opposing counsel, as well as potential framework for stipulation
11/01/2018	19	Brown, Michael R.	0.70	161.00	230.00	Review of updates from Matt Connors and items from depositions to discuss with witnesses
11/01/2018	19	Brown, Michael R.	1.70	391.00	230.00	Hearing preparation with T. Beckett and phone conference witness preparation with Neal Harmon
11/01/2018	19	Brown, Michael R.	0.60	138.00	230.00	Witness preparation with B. Rothschild and David Quinto
11/01/2018	19	Brown, Michael R.	0.30	69.00	230.00	Review and analysis of order from Judge Nuffer in preparation for stay relief hearing
11/01/2018	19	Brown, Michael R.	0.10	23.00	230.00	Conference with T. Beckett on hearing preparation and outline for exhibits
11/01/2018	19	Brown, Michael R.	0.80	184.00	230.00	Review, analysis, and preparation for hearing - all exhibits, particularly documents for testimony of Matt Connors

Exhibit B - Timekeeper Expense Detail

11/01/2018	19	Brown, Michael R.	0.40	92.00	230.00	Research and analysis of California motions in preparation for potential arguments of opposing counsel at hearing
11/01/2018	6	Rothschild, Brian M.	0.70	206.50	295.00	Correspondence with P. Reilly regarding use of cash and accounts systems and reorganization issues (.3, .1); call with Zion's bank compliance K. Peterson regarding bankruptcy compliance (.3).
11/01/2018	19	Rothschild, Brian M.	4.40	1,298.00	295.00	Prepare outline of direct and recross of David Quinto (1.3); review Memorandum Decision of District Court on Withdrawal of reference and analysis of same with regards to Relief from Stay Motion (1.5); meet with David Quinto to prepare for hearing (1.0); prepare, finalize, and file Request for Judicial Notice of District Court Order (.6).
11/02/2018	19	Beckett, J. Thomas	9.00	4,680.00	520.00	Prep for and lift stay hearing.
11/02/2018	14	Brown, Michael R.	0.10	23.00	230.00	Conference with B. Rothschild on briefing for Judge Nuffer
11/02/2018	19	Brown, Michael R.	0.40	92.00	230.00	Hearing preparation and research of federal rules of evidence with T. Beckett
11/02/2018	19	Brown, Michael R.	1.00	230.00	230.00	Hearing preparation with client and witnesses
11/02/2018	19	Brown, Michael R.	3.00	690.00	230.00	Attend hearing from beginning until lunch break
11/02/2018	19	Brown, Michael R.	3.00	690.00	230.00	Attend hearing after lunch until end of proceedings
11/02/2018	14	Rothschild, Brian M.	1.20	354.00	295.00	Prepare outline of brief for Utah District Court adversary proceedings.
11/02/2018	19	Rothschild, Brian M.	7.00	2,065.00	295.00	Prepare for hearing on Motion for Relief from Stay and revise hearing and witness outline for same (1.0); hearing on Motion for Relief from Stay (6.0).
11/04/2018	17	Beckett, J. Thomas	4.20	2,184.00	520.00	Draft outline plan and disclosure statement using Randall Plan as template.
11/05/2018	14	Pusavat, Grace S.	2.80	672.00	240.00	Telephone conference with B. Rothschild regarding supplemental motion for authority to use cash management systems (0.1); correspondence with client regarding credit card information needed for motion (0.1); analyze bankruptcy rules applicable to motion (0.5); conference with B. Rothschild regarding Motion (0.2); draft supplemental motion for authority to use cash management systems (1.9).
11/05/2018	6	Rothschild, Brian M.	0.70	206.50	295.00	Work with G. Pusavat and P. Reilly and Zion's Bank on Supplemental Cash Management Motion.
11/06/2018	6	Rothschild, Brian M.	2.80	826.00	295.00	Revise Supplemental Motion to Use Cash Management System and Credit Cards (.8); finalize and file same (.2); call with court to schedule hearing date (.2); prepare ex parte motion to expedite hearing on motion (.7); prepare and file order granting ex parte motion (.4); prepare and serve notice of hearing on Motion (.7).
11/06/2018	11	Rothschild, Brian M.	1.90	560.50	295.00	Prepare and revise coversheet to Second Interim Fee Application (.2); prepare and revise Second Interim Fee Application (1.6); call with G. Pusavat regarding same (.1).
11/07/2018	14	Rothschild, Brian M.	1.60	472.00	295.00	Research regarding jurisdiction and venue for District Court brief.
11/08/2018	14	Pusavat, Grace S.	2.60	624.00	240.00	Update amounts of payment in application (0.2); refer to motion to limit notice and draft notice in application to comply with the order as entered (0.5); update task code descriptions in application (1.9).
11/08/2018	14	Rothschild, Brian M.	2.40	708.00	295.00	Extensive case research on personal jurisdiction, venue, and first-filed rule for Utah District Court brief in withdrawn adversary proceeding.
11/09/2018	14	Brown, Michael R.	2.20	506.00	230.00	Research regarding VidAngel's reply to Judge Nuffer's request for briefing on motion to withdraw the reference, review of order and cases cited by Judge Nuffer (.9) and case history as referenced in the order (1.3).
11/09/2018	14	Brown, Michael R.	0.30	69.00	230.00	Conferences with B. Rothschild on outline for briefing and personal jurisdiction research.

Exhibit B - Timekeeper Expense Detail

11/09/2018	14	Brown, Michael R.	1.50	345.00	230.00	Research Supreme Court precedent and binding authority on personal jurisdiction/concurrent authority for cases under title 11.
11/09/2018	14	Brown, Michael R.	0.30	69.00	230.00	Research and analyze case from B. Rothschild regarding appropriate jurisdiction and venue for bankruptcy cases - from the Bankruptcy Court for the District of Delaware.
11/09/2018	14	Rothschild, Brian M.	1.40	413.00	295.00	Outline of Brief on Jurisdiction at District Court on withdrawn adversary proceedings.
11/10/2018	14	Rothschild, Brian M.	2.00	590.00	295.00	Further case research on brief on jurisdiction in withdrawn adversary proceedings.
11/11/2018	19	Beckett, J. Thomas	0.60	312.00	520.00	Read and distribute decision on lift stay motion.
11/12/2018	19	Beckett, J. Thomas	2.20	1,144.00	520.00	Write memo regarding terms of decision. Draft and analysis of brief for District Court on personal jurisdiction, (.2) conference with B. Rothschild on precedent and factors for moving forum, (1) review of factors and research, (.8) briefing on forum for issues concurrent to bankruptcy.
11/12/2018	14	Brown, Michael R.	2.00	460.00	230.00	Draft brief on personal jurisdiction, research on VidAngel v. Sullivan and dismissal for lack of jurisdiction (1.1), consent to jurisdiction by studios based on filing of proofs of claim (2).
11/12/2018	14	Brown, Michael R.	3.10	713.00	230.00	Draft brief on personal jurisdiction, introduction and statutory basis.
11/12/2018	19	Rothschild, Brian M.	2.60	767.00	295.00	Review Order Granting Relief from Stay (.6); strategy regarding relief from stay and bankruptcy process going forward, etc. (1.6); calls and conferences with T. Beckett, client, G. Pusavat, and M. Brown regarding same (.1, .2, .1).
11/13/2018	19	Beckett, J. Thomas	0.90	468.00	520.00	Conference call regarding decision (.7); research regarding extension of time (.2)
11/13/2018	14	Brown, Michael R.	2.10	483.00	230.00	Draft brief for Judge Nuffer addressing personal jurisdiction of District Court over the Studios. Phone conference with client (.4), research factors for proper forum (both public and private factors) (1.2).
11/13/2018	14	Brown, Michael R.	1.60	368.00	230.00	All hands conference call with client regarding next steps, litigation, and briefing (partial, left early) (.4); revise brief for Utah District Court (.9).
11/13/2018	14	Rothschild, Brian M.	1.30	383.50	295.00	Review court docket and compile new filings for client review.
11/13/2018	15	Emery, Julie M.	0.50	87.50	175.00	Conference with T. Beckett on brief and precedent for changes in forum.
11/14/2018	14	Brown, Michael R.	0.20	46.00	230.00	Research precedent for changes in forum and venue, particularly in cases with a concurrent bankruptcy case pending.
11/14/2018	14	Brown, Michael R.	1.50	345.00	230.00	Research 18 U.S.C. 1452 as it applies to withdrawn adversary proceedings in district court (1.1); revise and refine brief on same (1.0).
11/14/2018	14	Rothschild, Brian M.	2.10	619.50	295.00	Review drafts of response in D.Ct. (1.8); coordinate extension of time with team and Studios (.8).
11/15/2018	14	Beckett, J. Thomas	2.60	1,352.00	520.00	File monthly operating report.
11/15/2018	20	Pusavat, Grace S.	0.20	48.00	240.00	Conferences with B. Rothschild and T. Beckett on status of brief (.2), edits to brief from client (.4).
11/15/2018	14	Brown, Michael R.	0.60	138.00	230.00	Work on revising brief (2.3); negotiate and prepare stipulation to extend brief and answer deadline in Utah District Court case (.5, .1, .6).
11/15/2018	14	Rothschild, Brian M.	3.50	1,032.50	295.00	Review debtor-in-possession monthly financial report.
11/15/2018	20	Rothschild, Brian M.	0.10	29.50	295.00	Revise Memorandum regarding District Court jurisdiction.
11/18/2018	14	Rothschild, Brian M.	1.80	531.00	295.00	Review drafts of brief for D.Ct. (1.8); prepare declaration (2.0); review final submissions by VidAngel and Studios (1.2).
11/19/2018	14	Beckett, J. Thomas	5.00	2,600.00	520.00	Conferences with David Quinto, T. Beckett, and B. Rothschild on brief to be filed.
11/19/2018	14	Brown, Michael R.	0.30	69.00	230.00	

Exhibit B - Timekeeper Expense Detail

11/19/2018	14	Brown, Michael R.	0.80	184.00	230.00	Review edits from client and revise draft (.6), conference with B. Rothschild (.1), conference with Neal Harmon and David Quinto (.1). Calls with N. Harmon and D. Quinto regarding briefing (.1, .2, .1); incorporate markup from D. Quinto and N. Harmon (1.1, .8, .9); draft abstention argument and research for same (.9); draft first-to-file argument section and research regarding same (.4); call with T. Beckett regarding further revisions (.1); revise brief and incorporate Declaration of Neal Harmon (.7); further revise Memorandum regarding District Court Jurisdiction and Venue with multiple rounds of comments from client (1.0); prepare, finalize, and file brief (.8). Review and make changes to Brief on Jurisdiction.
11/19/2018	14	Rothschild, Brian M.	7.10	2,094.50	295.00	Finalize and file proposed order.
11/19/2018	14	Sase, Suzanne	0.30	48.00	160.00	Work with G. Pusavat to get order on Cash Management Motion uploaded, and colloquy with Court regarding same.
11/20/2018	6	Pusavat, Grace S.	0.30	72.00	240.00	Review docket for entry of order; correspondence with B. Rothschild regarding same.
11/20/2018	6	Rothschild, Brian M.	0.10	29.50	295.00	Correspondence with accounting and B. Rothschild regarding updated fee application.
11/21/2018	6	Pusavat, Grace S.	0.20	48.00	240.00	Review court docket and compile new filings for client review.
11/21/2018	11	Pusavat, Grace S.	0.30	72.00	240.00	
11/28/2018	15	Emery, Julie M.	0.20	35.00	175.00	
			624.80	224,912.00		

Exhibit C

Expenses Detail

Exhibit C - Expense Detail

Cost Report

VidAngel, Inc. / Post-Petition Bankruptcy (24867-002)

Date	Description	Qty	Amt Narrative
02/09/2018	Conference Calls	--	18.72 Conference Calls, WITH BRIAN ROTHSCHILD INCLUDING 4 LINES FROM 4:55 PM UNTIL 5:29 PM.
02/22/2018	Conference Calls	--	18.34 Conference Calls, WITH BRIAN ROTHSCHILD INCLUDING 4 LINES FROM 4:02 PM UNTIL 4:33 PM.
03/01/2018	Westlaw Research	0.00	200.00 Westlaw Research - BMR - 3/1-15/18
03/01/2018	Pacer Court Docket	42.00	6.30 Pacer Court Docket - 3/1-31/18
03/02/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6741- AT 10:30
03/05/2018	Postage	0.00	0.47 Postage NDG on 3/6/18
03/05/2018	Postage	0.00	0.68 Postage GSP on 3/6/18
03/05/2018	Postage	0.00	3.68 Postage BMR on 3/6/18
03/06/2018	Photocopies	6.00	0.90 Photocopies (6 @ .15/Unit), BY 6867- AT 08:51
03/06/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6867- AT 08:52
03/06/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6867- AT 09:52
03/06/2018	Photocopies	8.00	1.20 Photocopies (8 @ .15/Unit), BY 6741- AT 13:07
03/06/2018	Photocopies	8.00	1.20 Photocopies (8 @ .15/Unit), BY 6741- AT 13:06
03/06/2018	Photocopies	8.00	1.20 Photocopies (8 @ .15/Unit), BY 6741- AT 13:08
03/06/2018	Photocopies	24.00	3.60 Photocopies (24 @ .15/Unit), BY 6741- AT 13:09
03/07/2018	Photocopies	14.00	2.10 Photocopies (14 @ .15/Unit), BY 6762- AT 11:21
03/20/2018	Long Distance Telephone	1.00	1.25 Long Distance Telephone, FROM 6762 Briar M. Rothschild TO 813854055102 Tampa, FL
03/21/2018	Photocopies	48.00	7.20 Photocopies (48 @ .15/Unit), BY 6741- AT 09:20
04/01/2018	Pacer Court Docket	242.00	36.30 Pacer Court Docket - 4/1-30/18
04/01/2018	Pacer Audio Files	2.00	4.80 Pacer Audio Files - 4/1-30/18
04/02/2018	Photocopies	10.00	1.50 Photocopies (10 @ .15/Unit), BY 6741- AT 14:19
04/02/2018	Photocopies	5.00	0.75 Photocopies (5 @ .15/Unit), BY 6741- AT 14:20
04/02/2018	Photocopies	6.00	0.90 Photocopies (6 @ .15/Unit), BY 6741- AT 14:25
04/02/2018	Photocopies	7.00	1.05 Photocopies (7 @ .15/Unit), BY 6741- AT 14:28
04/02/2018	Photocopies	8.00	1.20 Photocopies (8 @ .15/Unit), BY 6741- AT 15:34
04/02/2018	Photocopies	6.00	0.90 Photocopies (6 @ .15/Unit), BY 6741- AT 15:46
04/02/2018	Photocopies	5.00	0.75 Photocopies (5 @ .15/Unit), BY 6741- AT 15:49
04/02/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 16:27
04/03/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 09:05
04/03/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 09:25

Exhibit C - Expense Detail

04/03/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 10:53
04/04/2018	Postage	0.00	1.36 Postage GSP on 4/4/18 Photocopies (1 @ .15/Unit), BY 6700-Fax
04/05/2018	Photocopies	1.00	0.15 Center AT 15:53
04/05/2018	Drilling	0.00	1.50 Drilling - JTB - 4/5/18
04/05/2018	Binders	1.00	4.00 Binders - JTB, 1" on 4/5/18 Photocopies (34 @ .15/Unit), BY 6741- AT
04/12/2018	Photocopies	34.00	5.10 09:36
04/12/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 09:41
04/16/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6741- AT 08:50 Photocopies (1 @ .15/Unit), BY 6741-Carola M.
04/17/2018	Photocopies	1.00	0.15 Groos AT 16:28
04/17/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6741- AT 08:59
04/17/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 09:02 Photocopies (46 @ .15/Unit), BY 6741- AT
04/18/2018	Photocopies	46.00	6.90 09:11
04/30/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 09:04
05/03/2018	Postage	0.00	1.84 Postage GSP on 5/3/18 Photocopies (44 @ .15/Unit), BY 6741- AT
05/04/2018	Photocopies	44.00	6.60 09:39
05/04/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 09:39
05/08/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6741- AT 08:09
05/08/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6741- AT 08:12 Photocopies (44 @ .15/Unit), BY 6741- AT
05/16/2018	Photocopies	44.00	6.60 09:28 Photocopies (11 @ .15/Unit), BY 6867- AT
05/16/2018	Photocopies	11.00	1.65 14:46
05/16/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6867- AT 14:47
05/16/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6867- AT 14:55
05/16/2018	Postage	0.00	1.42 Postage - GSP on 05/16/18 Photocopies (11 @ .15/Unit), BY 6741- AT
05/17/2018	Photocopies	11.00	1.65 09:25
05/17/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 09:28
05/29/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 08:48
05/29/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6762- AT 14:19
05/29/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6762- AT 14:18
05/29/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6762- AT 14:29
05/30/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6867- AT 14:54
05/30/2018	Postage	0.00	0.47 Postage, GSP on 05/30/18
05/31/2018	Photocopies	5.00	0.75 Photocopies (5 @ .15/Unit), BY 6741- AT 09:10
05/31/2018	Pacer Court Docket	137.00	20.55 Pacer Court Docket - 5/1-31/18
06/06/2018	Photocopies	6.00	0.90 Photocopies (6 @ .15/Unit), BY 6867- AT 11:41

Exhibit C - Expense Detail

06/06/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6867- AT 11:43
06/06/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6867- AT 11:44
06/06/2018	Postage	0.00	0.94 Postage GSP on 6/6/18
06/11/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 08:45
06/14/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 08:43
06/15/2018	Photocopies	30.00	Photocopies (30 @ .15/Unit), BY 6741- AT 4.50 08:58
06/18/2018	Photocopies	5.00	0.75 Photocopies (5 @ .15/Unit), BY 6741- AT 08:51
06/18/2018	Long Distance Telephone	1.00	Long Distance Telephone, FROM 6762 Briar 0.50 M. Rothschild TO 818048234055
06/26/2018	Long Distance Telephone	1.00	Long Distance Telephone, FROM 6762 Briar 0.25 M. Rothschild TO 813854055102 Tampa, FL
06/30/2018	Pacer Court Docket	173.00	25.95 Pacer Court Docket - 6/1-30/18
07/06/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 08:50
07/09/2018	Photocopies	5.00	0.75 Photocopies (5 @ .15/Unit), BY 6741- AT 08:47
07/09/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 08:53
07/31/2018	Pacer Court Docket	78.00	11.70 Pacer Court Docket - 7/1-31/18
08/06/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 09:54
08/06/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 09:58
08/06/2018	Photocopies	5.00	0.75 Photocopies (5 @ .15/Unit), BY 6741- AT 09:59
08/06/2018	Photocopies	17.00	Photocopies (17 @ .15/Unit), BY 6741- AT 2.55 09:59
08/07/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 08:45
08/13/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 09:35
08/13/2018	Photocopies	10.00	Photocopies (10 @ .15/Unit), BY 6762- AT 1.50 16:18
08/13/2018	Postage	0.00	0.68 Postage BMR on 8/13/18
08/14/2018	Photocopies	10.00	Photocopies (10 @ .15/Unit), BY 6741- AT 1.50 08:54
08/15/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6741- AT 09:02
08/16/2018	Photocopies	33.00	Photocopies (33 @ .15/Unit), BY 6741- AT 4.95 09:30
08/20/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 09:20
08/21/2018	Photocopies	11.00	Photocopies (11 @ .15/Unit), BY 6741- AT 1.65 09:10
08/21/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6985- AT 11:29
08/21/2018	Photocopies	11.00	Photocopies (11 @ .15/Unit), BY 6603- AT 1.65 11:49
08/21/2018	Photocopies	2.00	Photocopies (2 @ .15/Unit), BY 6603- AT 11:44
08/21/2018	Photocopies	2.00	0.30 Vid Angel
08/21/2018	Photocopies	2.00	Photocopies (2 @ .15/Unit), BY 6603- AT 11:46
08/21/2018	Photocopies	2.00	0.30 vid angel
08/22/2018	Photocopies	13.00	Photocopies (13 @ .15/Unit), BY 6603- AT 1.95 09:23

Exhibit C - Expense Detail

08/22/2018	Photocopies	7.00	1.05 Photocopies (7 @ .15/Unit), BY 6603- AT 09:59 Photocopies (30 @ .15/Unit), BY 6603- AT
08/22/2018	Photocopies	30.00	4.50 10:00 Photocopies (23 @ .15/Unit), BY 6603- AT
08/22/2018	Photocopies	23.00	3.45 10:12 Photocopies (13 @ .15/Unit), BY 6603- AT
08/22/2018	Photocopies	13.00	1.95 13:20
08/22/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6603- AT 13:23
08/22/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6603- AT 13:57 Photocopies (13 @ .15/Unit), BY 6603- AT
08/22/2018	Photocopies	13.00	1.95 14:00 Photocopies (50 @ .15/Unit), BY 6603- AT
08/22/2018	Photocopies	50.00	7.50 14:58 Conference Calls, with Brian Rothschild
08/22/2018	Conference Calls	--	45.47 including 5 lines from 2:56 PM until 3:50 PM.
08/23/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6603- AT 16:01 Photocopies (22 @ .15/Unit), BY 6603- AT
08/23/2018	Photocopies	22.00	3.30 16:06 Photocopies (11 @ .15/Unit), BY 6985- AT
08/24/2018	Photocopies	11.00	1.65 14:04 Photocopies (10 @ .15/Unit), BY 6985- AT
08/24/2018	Photocopies	10.00	1.50 14:26
08/24/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6603- AT 14:33
08/24/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6985- AT 15:11
08/24/2018	Photocopies	8.00	1.20 Photocopies (8 @ .15/Unit), BY 6985- AT 15:11 Photocopies (11 @ .15/Unit), BY 6985- AT
08/24/2018	Photocopies	11.00	1.65 15:12 Photocopies (27 @ .15/Unit), BY 6985- AT
08/24/2018	Photocopies	27.00	4.05 15:12
08/24/2018	Photocopies	5.00	0.75 Photocopies (5 @ .15/Unit), BY 6985- AT 15:12 Photocopies (39 @ .15/Unit), BY 6603- AT
08/24/2018	Photocopies	39.00	5.85 16:50
08/27/2018	Photocopies	5.00	0.75 Photocopies (5 @ .15/Unit), BY 6603- AT 10:54 Photocopies (15 @ .15/Unit), BY 6603- AT
08/27/2018	Photocopies	15.00	2.25 10:55
08/27/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6603- AT 11:28 Photocopies (15 @ .15/Unit), BY 6603- AT
08/27/2018	Photocopies	15.00	2.25 11:33 Photocopies (85 @ .15/Unit), BY 6603- AT
08/27/2018	Photocopies	85.00	12.75 13:40 Photocopies (124 @ .15/Unit), BY 6603- AT
08/27/2018	Photocopies	124.00	18.60 13:41
08/28/2018	Photocopies	5.00	0.75 Photocopies (5 @ .15/Unit), BY 6603- AT 13:37
08/29/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6741- AT 09:18
08/30/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6741- AT 08:52
08/30/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 08:55

Exhibit C - Expense Detail

			Photocopies (38 @ .15/Unit), BY 6985- AT
08/30/2018	Photocopies	38.00	5.70 16:35
08/31/2018	Pacer Court Docket	146.00	21.90 Pacer Court Docket - 8/1-31/18
09/04/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 09:04
09/06/2018	Photocopies	8.00	1.20 Photocopies (8 @ .15/Unit), BY 6741- AT 12:01
09/06/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6741- AT 12:04
09/10/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 09:50
09/11/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6867- AT 09:33
09/11/2018	Photocopies	11.00	Photocopies (11 @ .15/Unit), BY 6867- AT 1.65 08:47
09/11/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6867- AT 08:55
09/11/2018	Photocopies	11.00	Photocopies (11 @ .15/Unit), BY 6741- AT 1.65 08:58
09/11/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6867- AT 09:40
09/11/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6603- AT 14:20
09/11/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6603- AT 14:40
09/11/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6603- AT 14:40
09/11/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6603- AT 14:42
09/11/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6603- AT 14:43
09/12/2018	Postage	0.00	1.00 Postage Vidangel 09112018
09/12/2018	Postage	0.00	1.63 Postage Vidangel 09112018
09/12/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 09:28
09/15/2018	Westlaw Research	0.00	400.00 Westlaw Research - GSP - 9/1-15/18
09/17/2018	Photocopies	29.00	Photocopies (29 @ .15/Unit), BY 6741- AT 4.35 09:37
09/17/2018	Photocopies	7.00	1.05 Photocopies (7 @ .15/Unit), BY 6741- AT 09:41
09/17/2018	Photocopies	16.00	Photocopies (16 @ .15/Unit), BY 6741- AT 2.40 09:44
09/18/2018	Photocopies	33.00	Photocopies (33 @ .15/Unit), BY 6741- AT 4.95 09:47
09/18/2018	Photocopies	29.00	Photocopies (29 @ .15/Unit), BY 6985- AT 4.35 15:14
			Conference Calls, with J. Thomas Beckett
09/18/2018	Conference Calls	166.00	29.02 including 6 lines from 11:27 AM until 12:09 PM.
09/19/2018	Photocopies	6.00	0.90 Photocopies (6 @ .15/Unit), BY 6603- AT 10:48
09/19/2018	Photocopies	6.00	0.90 Photocopies (6 @ .15/Unit), BY 6603- AT 10:51
09/19/2018	Photocopies	6.00	0.90 Photocopies (6 @ .15/Unit), BY 6603- AT 10:53
09/19/2018	Photocopies	8.00	1.20 Photocopies (8 @ .15/Unit), BY 6603- AT 13:02
09/19/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6603- AT 13:03
09/19/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6603- AT 13:03

Exhibit C - Expense Detail

09/19/2018	Photocopies	8.00	1.20 Photocopies (8 @ .15/Unit), BY 6603- AT 13:05
09/19/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6603- AT 13:05
09/19/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6603- AT 15:02
09/19/2018	Photocopies	8.00	1.20 Photocopies (8 @ .15/Unit), BY 6603- AT 15:23
09/19/2018	Photocopies	10.00	Photocopies (10 @ .15/Unit), BY 6603- AT 15:23
09/19/2018	Photocopies	7.00	1.05 Photocopies (7 @ .15/Unit), BY 6603- AT 16:06
09/19/2018	Photocopies	61.00	Photocopies (61 @ .15/Unit), BY 6603- AT 16:07
09/19/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6603- AT 16:10
09/19/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6603- AT 16:11
09/19/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6603- AT 16:12
09/19/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6603- AT 16:12
09/19/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6603- AT 16:13
09/19/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6603- AT 16:28
09/19/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6603- AT 16:28
09/24/2018	Conference Calls	--	27.11 including 6 lines from 3:26 PM until 4:04 PM. Conference Calls, with J. Thomas Beckett
09/25/2018	Photocopies	18.00	Photocopies (18 @ .15/Unit), BY 6603- AT 10:55
09/25/2018	Photocopies	10.00	Photocopies (10 @ .15/Unit), BY 6985- AT 11:20
09/25/2018	Photocopies	29.00	Photocopies (29 @ .15/Unit), BY 6985- AT 12:23
09/25/2018	Photocopies	5.00	0.75 Photocopies (5 @ .15/Unit), BY 6790- AT 16:10
09/26/2018	Photocopies	11.00	Photocopies (11 @ .15/Unit), BY 6603- AT 10:05
09/26/2018	Photocopies	12.00	Photocopies (12 @ .15/Unit), BY 6603- AT 10:07
09/26/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6603- AT 10:15
09/26/2018	Photocopies	14.00	Photocopies (14 @ .15/Unit), BY 6603- AT 13:42
09/26/2018	Photocopies	13.00	Photocopies (13 @ .15/Unit), BY 6603- AT 16:59
09/27/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6603- AT 12:38
09/27/2018	Photocopies	13.00	Photocopies (13 @ .15/Unit), BY 6603- AT 12:41
09/27/2018	Photocopies	14.00	Photocopies (14 @ .15/Unit), BY 6603- AT 13:27
09/27/2018	Photocopies	9.00	1.35 Photocopies (9 @ .15/Unit), BY 6603- AT 13:59
09/27/2018	Photocopies	21.00	Photocopies (21 @ .15/Unit), BY 6603- AT 14:01
09/27/2018	Photocopies	14.00	Photocopies (14 @ .15/Unit), BY 6603- AT 14:37

Exhibit C - Expense Detail

09/27/2018	Photocopies	14.00	2.10 14:58	Photocopies (14 @ .15/Unit), BY 6603- AT
09/27/2018	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6603- AT 15:37
09/27/2018	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6603- AT 15:39
09/30/2018	Pacer Court Docket	145.00	21.75	Pacer Court Docket - 9/1-30/18
09/30/2018	Westlaw Research	0.00	200.00	Westlaw Research - GSP - 9/16-30/18
10/01/2018	Photocopies	2.00	0.30	Photocopies (2 @ .15/Unit), BY 6741- AT 13:21
10/01/2018	Photocopies	16.00	2.40	Photocopies (16 @ .15/Unit), BY 6741- AT 13:30
10/01/2018	Photocopies	32.00	4.80	Photocopies (32 @ .15/Unit), BY 6741- AT 13:34
10/01/2018	Photocopies	5.00	0.75	Photocopies (5 @ .15/Unit), BY 6741- AT 13:37
10/01/2018	Photocopies	99.00	14.85	Photocopies (99 @ .15/Unit), BY 6741- AT 13:38
10/01/2018	Photocopies	8.00	1.20	Photocopies (8 @ .15/Unit), BY 6741- AT 13:43
10/02/2018	Photocopies	18.00	2.70	Photocopies (18 @ .15/Unit), BY 6790- AT 08:43
10/02/2018	Photocopies	72.00	10.80	Photocopies (72 @ .15/Unit), BY 6790- AT 08:44
10/09/2018	Photocopies	4.00	0.60	Photocopies (4 @ .15/Unit), BY 6790- AT 08:52
10/09/2018	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6790- AT 08:53
10/09/2018	Photocopies	16.00	2.40	Photocopies (16 @ .15/Unit), BY 6790- AT 08:39
10/09/2018	Long Distance Telephone	1.00	7.75	Long Distance Telephone, FROM 6762 Briar M. Rothschild TO 812136041777
10/10/2018	Color Copies	1.00	0.80	Color Copies (1 @ .80/Unit), BY 6700-Fax Center AT 15:37
10/10/2018	Photocopies	202.00	30.30	Photocopies (202 @ .15/Unit), BY 6700-Fax Center AT 15:40
10/10/2018	Photocopies	201.00	30.15	Photocopies (201 @ .15/Unit), BY 6740- AT 14:14
10/10/2018	Photocopies	201.00	30.15	Photocopies (201 @ .15/Unit), BY 6740- AT 14:17
10/10/2018	Photocopies	402.00	60.30	Photocopies (402 @ .15/Unit), BY 6740- AT 14:21
10/10/2018	Photocopies	75.00	11.25	Photocopies (75 @ .15/Unit), BY 6790- AT 14:22
10/10/2018	Photocopies	201.00	30.15	Photocopies (201 @ .15/Unit), BY 6740- AT 14:35
10/10/2018	Photocopies	402.00	60.30	Photocopies (402 @ .15/Unit), BY 6740- AT 14:59
10/10/2018	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6740- AT 15:01
10/10/2018	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6740- AT 15:04
10/10/2018	Photocopies	10.00	1.50	Photocopies (10 @ .15/Unit), BY 6790- AT 15:12
10/10/2018	Photocopies	10.00	1.50	Photocopies (10 @ .15/Unit), BY 6790- AT 15:13
10/10/2018	Photocopies	10.00	1.50	Photocopies (10 @ .15/Unit), BY 6790- AT 15:17
10/10/2018	Photocopies	5.00	0.75	Photocopies (5 @ .15/Unit), BY 6790- AT 15:29

Exhibit C - Expense Detail

			Photocopies (12 @ .15/Unit), BY 6790- AT
10/10/2018	Photocopies	12.00	1.80 18:01
10/10/2018	Drilling	0.00	13.50 Drilling - Julie Sheldon - 10/10/18
10/10/2018	Binding Costs	0.00	7.50 Binding Costs - Julie Sheldon - 10/10/18
10/11/2018	Postage	0.00	1.36 Postage for VidAngel on 10/10/2018
10/11/2018	Messenger Service	0.00	Messenger Service for VidAngel to 36 S. State St. on 10/10/2018
10/11/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6740- AT 09:49
10/11/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 14:17
10/11/2018	Photocopies	12.00	Photocopies (12 @ .15/Unit), BY 6741- AT 14:19
10/11/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6741- AT 14:45
10/11/2018	Photocopies	5.00	0.75 Photocopies (5 @ .15/Unit), BY 6741- AT 15:54
10/11/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 15:55
10/11/2018	Photocopies	9.00	1.35 Photocopies (9 @ .15/Unit), BY 6741- AT 15:55
10/11/2018	Photocopies	6.00	0.90 Photocopies (6 @ .15/Unit), BY 6741- AT 15:55
10/11/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 15:56
10/11/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6740- AT 16:19
10/11/2018	Lunch Meeting	0.00	Brian Rothschild, Working meal with David Quinto of VidAngel on 10/11/18
10/12/2018	Messenger Service	0.00	Messenger Service for VidAngel to Federa Courthouse on 10/11/2018
10/12/2018	Photocopies	42.00	7.50 Courthouse on 10/11/2018 Photocopies (42 @ .15/Unit), BY 6741- AT 6:30 09:24
10/12/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 09:37
10/12/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 09:39
10/12/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 09:40
10/12/2018	Photocopies	9.00	1.35 Photocopies (9 @ .15/Unit), BY 6741- AT 10:15
10/12/2018	Photocopies	9.00	1.35 Photocopies (9 @ .15/Unit), BY 6741- AT 10:17
10/12/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6741- AT 11:11
10/12/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6741- AT 11:13
10/12/2018	Long Distance Telephone	1.00	Long Distance Telephone, FROM 6762 Briar M. Rothschild TO 813854055102 Tampa, FL Federal Express (Utah), Delivery, 10/12/2018. Michael R. Brown, Esq. - Delivery to Munger, Tolles & Olson, LLP, Attn: Rose Leda Ehler,
10/12/2018	Delivery	0.00	30.46 Esq. Photocopies (1 @ .15/Unit), BY 6741-Carola M. Groos AT 09:36
10/15/2018	Photocopies	1.00	0.15 Groos AT 09:36
10/15/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6741- AT 10:19
10/15/2018	Photocopies	146.00	Photocopies (146 @ .15/Unit), BY 6603- AT 21.90 11:14

Exhibit C - Expense Detail

10/15/2018	Court Reporters	0.00	1,326.07	DepomaxMerit Litigation Services, Inc., 1 Certified Copy of Transcript of: Neal Harmon, and 1 Certified Copy of Transcript of: David Quinto
10/15/2018	Court Reporters	0.00	616.00	DepomaxMerit Litigation Services, Inc., Video Depositions of: Neal Harmon and David Quinto
10/15/2018	Court Reporters	0.00	594.67	DepomaxMerit Litigation Services, Inc., 1 Certified Copy of Transcript of: Matthew H. Connors
10/15/2018	Court Reporters	0.00	235.00	DepomaxMerit Litigation Services, Inc., Video Deposition of: Matthew H. Connors
10/16/2018	Long Distance Telephone	1.00	4.25	Long Distance Telephone, FROM 6762 Briar M. Rothschild TO 812136041777
10/17/2018	Photocopies	35.00	5.25	Photocopies (35 @ .15/Unit), BY 6741- AT 09:19
10/17/2018	Photocopies	4.00	0.60	Photocopies (4 @ .15/Unit), BY 6741- AT 09:23
10/17/2018	Photocopies	8.00	1.20	Photocopies (8 @ .15/Unit), BY 6762- AT 10:58
10/17/2018	Binders	0.00	15.00	Binders Julie S. - 3 x 1.5" - 1010201E
10/17/2018	Binders	0.00	5.00	Binders - Julie S. - 1 x 1.5" - 1010201E
10/17/2018	Binders	0.00	10.00	Binders - Julie S. - 2 x 1.5" - 10/11/201E
10/18/2018	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6741- AT 07:46
10/18/2018	Novitex eDiscovery Services	0.00	112.27	Novitex eDiscovery Services - Invoice #1811 · 10/18/18
10/18/2018	Novitex eDiscovery Services	0.00	8.00	Novitex eDiscovery Services - Invoice #1817 · 10/18/18
10/18/2018	Novitex eDiscovery Services	0.00	10.62	Novitex eDiscovery Services - Invoice #1818 · 10/18/18
10/18/2018	Novitex eDiscovery Services	0.00	8.00	Novitex eDiscovery Services - Invoice #1820 · 10/18/18
10/19/2018	Photocopies	5.00	0.75	Photocopies (5 @ .15/Unit), BY 6741- AT 09:08
10/23/2018	Photocopies	4.00	0.60	Photocopies (4 @ .15/Unit), BY 6741- AT 10:27
10/24/2018	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6741- AT 08:49
10/24/2018	Photocopies	19.00	2.85	Photocopies (19 @ .15/Unit), BY 6985- AT 19:03
10/25/2018	Photocopies	6.00	0.90	Photocopies (6 @ .15/Unit), BY 6741- AT 09:28
10/29/2018	Photocopies	2.00	0.30	Photocopies (2 @ .15/Unit), BY 6603- AT 11:27
10/29/2018	Photocopies	16.00	2.40	Photocopies (16 @ .15/Unit), BY 6603- AT 11:36
10/30/2018	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6917-Brenda Shaw AT 09:36
10/30/2018	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6917-Brenda Shaw AT 09:36
10/30/2018	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6917-Brenda Shaw AT 09:37
10/31/2018	Photocopies	3.00	0.45	Photocopies (3 @ .15/Unit), BY 6985-Grace S. Pusavat AT 14:47
10/31/2018	Photocopies	14.00	2.10	Photocopies (14 @ .15/Unit), BY 6741- AT 09:32
10/31/2018	Pacer Court Docket	56.00	8.40	Pacer Court Docket - 10/1-31/1E
11/01/2018	Photocopies	162.00	24.30	Photocopies (162 @ .15/Unit), BY 6790- AT 11:42

Exhibit C - Expense Detail

11/01/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6603- AT 12:34 Photocopies (24 @ .15/Unit), BY 6762- AT
11/01/2018	Photocopies	24.00	3.60 14:31
11/01/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6762- AT 15:13
11/01/2018	Photocopies	6.00	0.90 Photocopies (6 @ .15/Unit), BY 6762- AT 18:49 Long Distance Telephone, FROM 6762 Briar
11/01/2018	Long Distance Telephone	1.00	2.75 M. Rothschild TO 813852413081 Tampa, FL
11/02/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6762- AT 09:25 Photocopies (11 @ .15/Unit), BY 6741- AT
11/02/2018	Photocopies	11.00	1.65 13:23
11/02/2018	Photocopies	9.00	1.35 Photocopies (9 @ .15/Unit), BY 6741- AT 13:25
11/05/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6741- AT 09:32
11/05/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6985- AT 14:59
11/05/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6985- AT 15:00 Photocopies (12 @ .15/Unit), BY 6741- AT
11/06/2018	Photocopies	12.00	1.80 15:08 Photocopies (12 @ .15/Unit), BY 6741- AT
11/06/2018	Photocopies	12.00	1.80 15:09 Photocopies (27 @ .15/Unit), BY 6741- AT
11/06/2018	Photocopies	27.00	4.05 15:10
11/07/2018	Postage	0.00	4.89 Postage 11062018
11/07/2018	Photocopies	9.00	1.35 Photocopies (9 @ .15/Unit), BY 6741- AT 10:09
11/07/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 10:11
11/07/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6741- AT 10:13
11/07/2018	Photocopies	4.00	0.60 Photocopies (4 @ .15/Unit), BY 6741- AT 10:16
11/08/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6741- AT 09:03
11/08/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6741- AT 09:05 Photocopies (27 @ .15/Unit), BY 6741- AT
11/12/2018	Photocopies	27.00	4.05 09:19
11/12/2018	Photocopies	3.00	0.45 Photocopies (3 @ .15/Unit), BY 6741- AT 09:21
11/13/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6762- AT 15:10
11/15/2018	Court Reporters	0.00	DepomaxMerit Litigation Services, Inc., 1 602.00 Certified Copy of Transcript of: Motion to Seal Photocopies (38 @ .15/Unit), BY 6741- AT
11/19/2018	Photocopies	38.00	5.70 08:53
11/20/2018	Photocopies	7.00	1.05 Photocopies (7 @ .15/Unit), BY 6741- AT 09:03
11/21/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6741- AT 09:56
11/27/2018	Photocopies	2.00	0.30 Photocopies (2 @ .15/Unit), BY 6741- AT 10:52
11/28/2018	Photocopies	1.00	0.15 Photocopies (1 @ .15/Unit), BY 6603- AT 13:10
11/30/2018	Pacer Court Docket	259.00	38.85 Pacer Court Docket - 11/1-30/18

Exhibit C - Expense Detail

11/30/2018 Pacer Audio Files

1.00 2.40 Pacer Audio Files - 11/1-30/18

Total: 5,512.09

PROOF OF SERVICE

I hereby certify that on this 17th day of December, 2018, I electronically filed the foregoing **SECOND INTERIM APPLICATION OF PARSONS BEHLE & LATIMER, COUNSEL TO DEBTOR VIDANGEL, INC. FOR FINAL ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES** as follows:

I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which sent notification of such filing to the following:

- Laurie A. Cayton tr laurie.cayton@usdoj.gov,
- James.Gee@usdoj.gov;Lindsey.Huston@usdoj.gov;Suzanne.Verhaal@usdoj.gov
- Rose Leda Ehler rose.ehler@mto.com, cynthia.soden@mto.com
- Michael R. Johnson mjohanson@rqn.com, docket@rqn.com;dburton@rqn.com
- Kelly M. Klaus kelly.klaus@mto.com
- David H. Leigh dleigh@rqn.com, dburton@rqn.com;docket@rqn.com
- United States Trustee USTPRegion19.SK.ECF@usdoj.gov

By U.S. Mail - In addition to the parties of record receiving notice through the CM/ECF system, the following parties should be served notice pursuant to Fed R. Civ. P. 5(b).

Brent O. Hatch
Johnson & Hatch
10 West Broadway
Suite 400
Salt Lake City, UT 84101

Todd Rosen
Munger, Tolles & Olson, LLP
350 South Grand Avenue, 50th Floor
Los Angeles, CA 90071-3426

Kelly M. Klaus
Munger, Tolles & Olson, LLP
350 South Grand Avenue, 50th Floor
Los Angeles, CA 90071-3426

In addition, on December 17, 2018, I asked the Debtor to post this Application on the Debtor's public informational website for communications related to this chapter 11 case, and will verify that it is made publicly available on the website within 5 days of the date hereof.

/s/ Brian M. Rothschild

Brian M. Rothschild
PARSONS BEHLE & LATIMER
Attorneys for VidAngel, Inc.