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 8 GEOFF WINKLER

9 UNITED STATES DISTRICT COURT
 10 CENTRAL DISTRICT OF CALIFORNIA
 11 WESTERN DIVISION

12 SECURITIES AND EXCHANGE
 13 COMMISSION,

14 Plaintiff,

15 v.

16 RALPH T. IANNELLI and ESSEX
 CAPITAL CORP.,

17 Defendants.

Case No. 2:18-cv-05008-FMO-AFM

SECOND INTERIM APPLICATION OF
 RECEIVER, GEOFF WINKLER, AND
 ALLEN MATKINS LECK GAMBLE
 MALLORY & NATSIS LLP, GENERAL
 COUNSEL TO THE RECEIVER, FOR
 PAYMENT OF FEES AND
 REIMBURSEMENT OF EXPENSES
 [April 1, 2019 - June 30, 2019]

[Notice of Application; Memorandum of
 Points and Authorities; Declaration of
 Geoff Winkler; and [Proposed] Order
 submitted concurrently herewith]

Date: September 19, 2019
 Time: 10:00 a.m.
 Ctrm: 6D
 Judge Hon. Fernando M. Olguin

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1 **I. INTRODUCTION.**

2 Geoff Winkler (the "Receiver"), the Court-appointed permanent receiver for
 3 Defendant Essex Capital Corporation ("Essex") and its subsidiaries and affiliates
 4 (collectively, the "Receivership Entities" or "Entities"), along with his counsel of
 5 record, Allen Matkins Leck Gamble Mallory & Natsis LLP ("Allen Matkins" or
 6 "Professionals"), hereby submits this Second Interim Application for Payment of
 7 Fees and Reimbursement of Expenses (the "Application"). This Application is the
 8 second interim application for reimbursement of fees and expenses submitted by the
 9 Receiver and his Professionals, and covers the period from April 1, 2019 through
 10 June 30, 2019 (the "Application Period").

11 Pursuant to the Application, the Receiver and Allen Matkins seek approval of
 12 100% of their fees and expenses, and payment, on an interim basis, of 80% of their
 13 fees and 100% of their expenses for the Application Period, as follows:

<u>Applicant</u>	<u>Current Fees Submitted for Approval</u>	<u>Current Expenses Submitted for Approval</u>	<u>Interim Payment Requested (Fees)</u>	<u>Interim Payment Requested (Expenses)</u>
Receiver	\$177,830.75	\$2,094.12	\$142,264.60	\$2,094.12
Allen Matkins	\$130,994.55	\$1,713.92	\$104,795.64	\$1,713.92
TOTAL:	\$308,825.30	\$3,808.04	\$247,060.24	\$3,808.04

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 19 Consistent with the billing guidelines of the Plaintiff Securities and Exchange
 20 Commission (the "Commission") and ordinary practice in federal receiverships of
 21 this nature, the remaining, unpaid portion (20%), or "holdback," of the Receiver's
 22 and Allen Matkins' fees will be requested for payment at the conclusion of this
 23 receivership.

24 **II. GENERAL SUMMARY.**

25 As reflected in the Receiver's concurrently submitted Second Interim Report
 26 and Petition for Further Instructions (the "Second Interim Report"), during the
 27 Application Period, and with assistance from Allen Matkins, the Receiver made
 28 substantial progress in satisfaction of his duties, as determined by the Court's

1 December 21, 2018 Order Regarding Preliminary Injunction and Appointment of a
2 Permanent Receiver (the "Appointment Order") (ECF No. 66). Among other things,
3 the Receiver: (1) completed a preliminary analysis of the business and financial
4 activities of the Receivership Entities, including in connection with his efforts to
5 identify and marshal their assets ("Receivership Assets" or "Assets"); (2) continued
6 to execute his plan for recovering and maximizing the value of available
7 Receivership Assets; (3) completed a preliminary, global accounting, with a
8 particular emphasis on those Receivership Entity transactions: (i) believed to relate
9 to recoverable Assets; and (ii) reflecting funds raised from and paid out to investors
10 in, and other creditors of, the Receivership Entities, and which should enable the
11 Receiver to conduct an efficient and expedient claims process later in the case; and
12 (4) commenced a review and analysis of prospective claims against third parties,
13 including prospective disgorgement claims against parties believed to be in
14 wrongful possession of Receivership Assets.

15 A more detailed description of the work performed by the Receiver and Allen
16 Matkins during the Application Period appears below, and in the Second Interim
17 Report. Given the amount and nature of the work completed by the Receiver and
18 Allen Matkins during the Application Period, they respectfully submit that the fees
19 and expenses incurred during the Application Period are appropriate, and should be
20 approved, and paid on an interim basis. As noted above, as an accommodation to
21 the receivership estate (the "Estate"), and consistent with the Commission's billing
22 guidelines and ordinary practice in federal receiverships, the Receiver and Allen
23 Matkins request that the Court approve 100% of their fees and expenses incurred
24 during the Application Period, but authorize payment, on an interim basis, of 80% of
25 their fees, and 100% of their expenses, at this time.

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1 **III. OVERVIEW OF THE RECEIVERSHIP CASE.**

2 The Court and interested parties are invited to review the following materials¹
3 for a general summary of the facts underlying the above-captioned action and the
4 activities of the Receiver and his Professionals during the Application Period:

- 5 • The Commission's Complaint, filed on June 5, 2018 (ECF No. 1);
- 6 • Intervenors' Notice of Motion and Motion to Intervene and Appoint
7 Monitor, filed on July 26, 2018 (ECF No. 32);
- 8 • Essex's Answer to the Complaint, filed on August 1, 2018 (ECF
9 No. 37);
- 10 • Order Regarding Preliminary Injunction, entered on October 1, 2018,
11 pursuant to which Geoff Winkler was appointed as Monitor of the
12 Receivership Entities (ECF No. 53);
- 13 • Report of Preliminary Accounting of Defendant Essex Capital
14 Corporation and Recommendations; Declaration of Court-Appointed
15 Monitor Geoff Winkler, filed on December 6, 2018 (ECF No. 60-1);
- 16 • The Appointment Order, entered on December 21, 2018 (ECF No. 66);
- 17 • Motion for Order in Aid of Receivership, filed on January 9, 2019
18 (ECF No. 67 and 67-1);
- 19 • Order in Aid of Receivership ("Order in Aid"), entered on February 1,
20 2019 (ECF No. 69);
- 21 • Mediation Report, filed on April 5, 2019 (ECF No. 74);
- 22 • First Interim Report and Petition for Further Instructions of Receiver,
23 Geoff Winker ("First Interim Report"), filed on April 30, 2019 (ECF
24 No. 78);
- 25 • Consent of Defendant Ralph T. Iannelli, filed on May 30, 2019 (ECF
26 No. 90);

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28 ¹ The identified materials, and more, are available on the Receiver's website,
www.essex-receivership.com.

- 1 • Final Judgment as to Defendant Ralph T. Iannelli, entered on June 5,
- 2 2019 (ECF No. 93);
- 3 • Abstract of Judgment Regarding Disgorgement, entered on June 20,
- 4 2019 (ECF No. 94);
- 5 • Abstract of Judgment Regarding Civil Penalty, entered on June 20,
- 6 2019 (ECF No. 95); and
- 7 • Order On First Interim Report, entered on July 26, 2019 (ECF No. 97).

8 **IV. SERVICES PERFORMED BY THE RECEIVER DURING THE**
 9 **APPLICATION PERIOD.**

10 During the Application Period, the Receiver diligently pursued the objectives
 11 established by this Court's Appointment Order and Order in Aid. To that end, the
 12 Receiver performed services recorded in the following categories, as reflected in the
 13 following summary:

<u>Receiver's Category</u>	<u>Hours Worked</u>	<u>Receiver's Fees</u>
Financial – Accounting/Auditing	14.3	\$3,989.70
Financial – Business Analysis	33.5	\$9,346.50
Financial – Corporate Finance	32.4	\$9,039.60
Financial – Forensic Accounting	390.9	\$95,871.10
Financial – Tax Issues	0.4	\$111.60
Legal – Asset Analysis and Recovery	2.3	\$641.70
Legal – Business Operations	6.6	\$1,841.40
Legal – Case Administration	218.1	\$65,007.90
TOTAL:	698.5	\$185,849.50
Discount:	N/A	\$8,018.75
TOTAL POST-DISCOUNT:	698.5	\$177,830.75

23 During the Application Period, and as reflected in the Receiver's Second
 24 Interim Report, the Receiver and his staff undertook substantial efforts to analyze
 25 the business and financial activities of the Receivership Entities, investigate and
 26 recover Receivership Assets, and otherwise administer the Estate of the
 27 Receivership Entities. Specifically, the services performed by the Receiver during
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1 the Application Period are described below, by category, and in more detail in the
2 Receiver's invoices, which are attached hereto as **Exhibit A**.

3 **A. Financial – Accounting/Auditing.**

4 During the Application Period, the Receiver devoted a limited amount of time
5 and effort to work in this category, which involved conducting the necessary
6 accounting and auditing to operate Essex as a going concern. Specifically, work
7 within this category included, but was not limited to, arranging buyouts of leased
8 Assets at the termination of a number of leases, analyzing sales tax issues relating to
9 those buyouts, reconciling certain loans paid by Essex, and auditing certain illiquid
10 securities within Amagansett Partners LLC ("Amagansett").

11 **B. Financial – Business Analysis.**

12 During the Application Period, the Receiver devoted a relatively minor
13 amount of time to work in this category, which involved analyzing the Receivership
14 Entities' business operations in order to manage them as a going concern.
15 Specifically, the Receiver, among other things: (1) reviewed loan documents
16 provided by Montecito Bank & Trust ("MBT") in order to assess the extent of future
17 income to be derived from leased assets and the concomitant loan obligations; (2)
18 analyzed other sources of cash revenue for the Receivership Entities; (3) examined
19 potential investor and creditor claims against the Estate of the Receivership Entities;
20 and (4) evaluated voluminous brokerage statements received from third-party
21 financial institutions in response to subpoenas and document requests.

22 **C. Financial – Corporate Finance.**

23 During the Application Period, the Receiver's work within the Financial –
24 Corporate Finance category was primarily devoted to arranging buyouts of a number
25 of leased Assets at the termination of those leases. In connection therewith, the
26 Receiver prepared a standard bill of sale, with the assistance of Allen Matkins, and
27 analyzed issues pertaining to the application of sales taxes to those buyouts. The
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1 Receiver's work within this category also involved taking inventory of the private
2 capital investments and updating a global list of Receivership Assets.

3 **D. Financial – Forensic Accounting.**

4 The Receiver and his staff spent a considerable amount of time devoted to a
5 rigorous forensic accounting of the Receivership Entities during the Application
6 Period. To that end, as the Receiver developed a preliminary, yet comprehensive,
7 accounting of the Receivership Entities, he and his staff focused on those
8 transactions: (1) believed to relate to recoverable Assets; and (2) reflecting funds
9 raised from and paid out to investors in, and other creditors of, the Receivership
10 Entities. This effort involved identifying and analyzing over 125 checking and
11 brokerage accounts relating to the Receivership Entities, along with eleven (11)
12 QuickBooks files, eight (8) of which were located during the Application Period.
13 These voluminous financial records permitted the Receiver to conduct an extensive
14 review of the Receivership Entities' operations for the period from 1995 through
15 2018, with a focus on the period from 2010 through 2018. Indeed, the Receiver
16 audited more than 62,000 bank transactions, more than 43% of which were
17 identified as relating to the business operations of Essex. In turn, the Receiver
18 created a standardized transaction list for both bank and brokerage transactions,
19 including a full catalog of account deposits and wires.

20 The Receiver's comprehensive accounting efforts have enabled him to
21 develop a complete understanding of the Receivership Entities' financial and
22 business activities which, in turn, has empowered him to readily identify and
23 commence marshaling their Assets for the benefit of the Entities, their investors, and
24 other creditors. Moreover, the Receiver anticipates that his detailed forensic
25 accounting will facilitate an efficient and expedited Court-approved claims process
26 later in the case, and streamline a number of future efforts in connection with the
27 instant receivership including, but not limited to, the Receiver's pursuit of
28 disgorgement targets. To that end, the Receiver has identified fifteen (15) investors

1 who, in the aggregate, received profits in excess of \$23 million, and whose
2 individual net winnings were at least \$500,000. These fifteen (15) investors will be
3 a potential source of significant recoveries for the benefit of the Estate of the
4 Receivership Entities. Ultimately, the Receiver's substantial forensic accounting
5 efforts will yield significant benefits to the Estate of the Receivership Entities by
6 reducing the Receiver's costs in connection with the instant receivership on a
7 number of his future efforts.

8 **E. Financial – Tax Issues.**

9 During the Application Period, the Receiver devoted a very limited amount of
10 time to certain Receivership Entity tax issues.

11 **F. Legal – Asset Analysis and Recovery.**

12 During the Application Period, the Receiver spent a limited amount of time
13 analyzing certain Entity investments in Urban Green Investments in order to
14 develop a recovery strategy.

15 **G. Legal – Business Operations.**

16 The Receiver and his staff expended a limited amount of time to address
17 legal-related business issues in connection with the buyout of a leased Asset at the
18 termination of that lease, including, but not limited to, negotiating the Asset
19 purchase and reviewing the associated paperwork. Work in this category also
20 involved communicating with MBT regarding three (3) leases that were winding
21 down during the Application Period.

22 **H. Legal – Case Administration.**

23 During the Application Period, the Receiver communicated extensively with
24 Allen Matkins regarding his administration of the Receivership Entities and their
25 Estate, along with the legal work required to enable the Receiver to undertake those
26 efforts he deemed necessary, with particular attention to efforts regarding the
27 marshalling and recovery of Receivership Assets. To that end, the Receiver
28 conferred with Allen Matkins extensively regarding strategies for marshalling and

1 recovering Receivership Assets including, but not limited to, Amagansett and 915
2 Elm Avenue CVL, LLC ("CVL"). The Receiver also communicated with Allen
3 Matkins regarding issues in connection with certain document productions from
4 financial institutions in response to subpoenas and document requests. Additionally,
5 the Receiver and his staff billed a limited amount of time for communications with
6 investors.

7 This category of work also encompassed the Receiver's: (1) participation in
8 the April 4, 2019 formal mediation of the Commission's claims against Mr. Iannelli,
9 and his preparation of a preliminary accounting of the transactions involving
10 Mr. Iannelli, in his individual capacity; and (2) work on the First Interim Report,
11 which involved preparing and compiling the exhibits thereto, in order to keep this
12 Court apprised of the status of the instant receivership and all material developments
13 in connection therewith.

14 **V. SERVICES PERFORMED BY ALLEN MATKINS DURING THE**
15 **APPLICATION PERIOD.**

16 Allen Matkins was engaged by the Receiver on January 2, 2019 and the Court
17 approved its engagement as lead receivership counsel on February 1, 2019 (see ECF
18 No. 69). The Receiver selected Allen Matkins as his general receivership counsel
19 because of the firm's extensive expertise in federal equity receivership matters, as
20 well as creditors' rights and litigation matters. Allen Matkins has served as counsel
21 to federal equity receivers in dozens of cases, has represented a variety of entities in
22 numerous bankruptcy matters, and has significant substantive experience in related
23 areas such as corporate and securities laws, real estate, and other matters.

24 During the Application Period, Allen Matkins staffed each task as efficiently
25 as it could, using a core team of attorneys, with specialized assistance as necessary.
26 As the Court may recall, Allen Matkins also agreed to discount its ordinary billing
27 rates by 10% for the duration of this matter, as well as not to charge the receivership
28 Estate for travel time.

1 Detailed descriptions of the services rendered by Allen Matkins are contained
 2 in **Exhibit B**, attached hereto. Biographical information of the Allen Matkins
 3 attorneys who rendered significant services during the Application Period is
 4 attached hereto as **Exhibit C**. During the Application Period, Allen Matkins
 5 recorded its time in the following categories²:

- 6 1. General and Administrative;
- 7 2. General Receivership;
- 8 3. Asset Recovery & Management;
- 9 4. Investigation/Reporting;
- 10 5. Investor Issues/Communications;
- 11 6. Sale/Disposition/Transfer of Assets;
- 12 7. Pending Litigation; and
- 13 8. Claims/Distribution.

14 **A. General and Administrative.**

15 Services rendered in the "General and Administrative" category were very
 16 limited in scope, and pertained only to certain narrow tax issues with respect to
 17 Essex.

<u>Name</u>	<u>Title</u>	<u>Hourly Rate</u>	<u>Hours</u>	<u>Fees</u>
D. Zaro	Partner	\$742.50	0.6	\$445.50
TOTAL:			0.6	\$445.50
Average Hourly Rate			\$742.50	
Total Expenses:				\$0.00

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 27 ² While Allen Matkins has made efforts to ensure that its billing entries are
 28 consistent across categories, certain activities lend themselves to more than one
 category, or may be difficult to categorize. In any event, **Exhibit B** reflects the
 actual time spent by Allen Matkins attorneys, and contains accurate descriptions
 of all services provided.

B. General Receivership.

Services in the "General Receivership" category relate to assisting the Receiver in the administration of the receivership Estate. During the Application Period, Allen Matkins attorneys assisted the Receiver with certain accounting matters in preparation for the April 4, 2019 formal mediation between the Commission and Mr. Iannelli, whereby the parties mediated, and ultimately settled, the Commission's claims against Mr. Iannelli. Allen Matkins attorney also attended the formal mediation. Subsequently, Allen Matkins attorneys addressed certain post-settlement administrative issues.

The following Allen Matkins attorneys billed time to the General Receivership category during the Application Period:

<u>Name</u>	<u>Title</u>	<u>Hourly Rate</u>	<u>Hours</u>	<u>Fees</u>
J. del Castillo	Partner	\$562.50	20.9	\$11,756.25
N. Aspis	Associate	\$351.00	0.8	\$280.80
TOTAL:			21.7	\$12,037.05
Average Hourly Rate			\$554.70	
Total Expenses:				\$1,619.92

C. Asset Recovery & Management.

Services in the "Asset Recovery & Management" category relate directly to the Receiver's efforts to identify, secure, preserve, and recover Receivership Assets. During the Application Period, Allen Matkins devoted a considerable amount of time in connection with these efforts, with a particular focus on the following Assets:

- CVL: During the Application Period, Allen Matkins attorneys provided significant assistance to the Receiver in connection with his demand to Mr. Iannelli, in accordance with the turnover provisions of the Appointment Order, that he assign his interest in CVL to the Receivership Entities. To that end, Allen Matkins reviewed relevant records related to the formation of CVL, developed a recovery plan for Mr. Iannelli's interest,

1 conferred with CVL's and Mr. Iannelli's respective counsel regarding Mr.
2 Iannelli's interest and certain foundational promissory notes to CVL, and
3 ultimately drafted an assignment of membership interest whereby Mr. Iannelli
4 would transfer his personal interest in CVL to the Receivership Entities.

5 • Amagansett: Allen Matkins attorneys also spent substantial time,
6 during the Application Period, assisting the Receiver in his analysis of
7 Amagansett. In connection therewith, Allen Matkins attorneys reviewed all
8 known transactions involving Amagansett in an effort to, among other things,
9 develop a valuation of the underlying illiquid securities therein and propose a
10 recovery plan. Allen Matkins attorneys have also been in regular contact with
11 the individual investor in Amagansett who, according to the Receiver's
12 preliminary conclusions, is a net winner; that is, the funds he received from
13 the Receivership Entities exceed the amount of his aggregate principal
14 investment in the Entities.

15 • Receivership Entity Leases: Allen Matkins attorneys also assisted the
16 Receiver, during the Application Period, in arranging certain buyouts of
17 leased Assets at the termination of those leases, and attended to certain lease
18 revenue administration issues relating to active equipment leases that the
19 Receiver continues to administer as a going concern.

20 In addition to the aforementioned Receivership Assets, during the Application
21 Period, Allen Matkins also: (1) analyzed issues concerning the recovery of Mr.
22 Iannelli's other personal property interests paid for with receivership funds; (2)
23 developed a comprehensive plan for identifying and pursuing disgorgement targets;
24 and (3) coordinated with MBT to ensure that its administrative processes for loan
25 servicing are consistent with the fiduciary nature of the Receiver's appointment.

26 The following Allen Matkins attorneys billed time to this matter during the
27 Application Period:
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<u>Name</u>	<u>Title</u>	<u>Hourly Rate</u>	<u>Hours</u>	<u>Fees</u>
D. Zaro	Partner	\$742.50	20.9	\$15,518.25
D. Hall	Partner	\$675.00	2.1	\$1,417.50
J. del Castillo	Partner	\$562.50	63.9	\$35,943.75
N. Aspis	Associate	\$351.00	4.6	\$1,614.60
S. Villagomez	Associate	\$315.00	1.4	\$441.00
TOTAL:			92.9	\$54,935.10
Average Hourly Rate			\$591.34	
Total Expenses:				\$0.00

D. Investigation / Reporting.

Services in the "Investigation / Reporting" category relate to the Receiver's efforts to investigate the nature and location of Receivership Assets, along with the business and financial activities of the Receivership Entities, and his preparation of reports to the Court.

During the Application Period, Allen Matkins provided significant assistance to the Receiver in connection with the identification, recovery, and review of documents relating to the Receivership Entities and their business and financial activities, and with the compilation and presentation of conclusions derived therefrom to the Court, in the form of the First Interim Report. This effort was comprised of, in part, continuing to execute on the Receiver's investigation and discovery plan, preparing and serving subpoenas and document requests to target entities, and communicating with representatives of recipients of the Receiver's subpoenas and document requests.

As to the Receiver's discovery efforts, during the Application Period, Allen Matkins obtained numerous productions in response to its subpoenas and document requests from various banks and financial institutions, and reviewed these voluminous productions, as necessary, to assist the Receiver's efforts. Finally, Allen Matkins prepared the First Interim Report, and commenced preparation efforts of the Second Interim Report, which is being submitted concurrently herewith.

1 The following Allen Matkins attorneys and staff billed time to this matter
 2 during the Application Period:

<u>Name</u>	<u>Title</u>	<u>Hourly Rate</u>	<u>Hours</u>	<u>Fees</u>
D. Zaro	Partner	\$742.50	11.9	\$8,835.75
J. del Castillo	Partner	\$562.50	46.2	\$25,987.50
N. Aspis	Associate	\$351.00	16.8	\$5,896.80
TOTAL:			74.9	\$40,720.05
Average Hourly Rate			\$543.66	
Total Expenses:				\$0

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 9 **E. Investor Issues/Communications.**

10 The time billed to this matter reflects Allen Matkins' assistance to the
 11 Receiver in connection with communications with Entity investors and Allen
 12 Matkins' direct discussions with investors and investor representatives, at the
 13 Receiver's behest. During the Application Period, Allen Matkins assisted the
 14 Receiver, in a limited capacity, in managing correspondence with investors
 15 regarding the status of the receivership and eventual claims process.

16 The following Allen Matkins attorneys billed time to this matter during the
 17 Application Period:

<u>Name</u>	<u>Title</u>	<u>Hourly Rate</u>	<u>Hours</u>	<u>Fees</u>
J. del Castillo	Partner	\$562.50	2.4	\$1,350.00
TOTAL:			2.4	\$1,350.00
Average Hourly Rate			\$562.50	
Total Expenses:				\$0.00

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 23 **F. Sale/Disposition/Transfer of Assets.**

24 Services in the "Sale/Disposition/Transfer of Assets" category relate to the
 25 Receiver's efforts to dispose of Receivership Assets in order to generate returns for
 26 the benefit of the Receivership Entities, and their investors and creditors.

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1 During the Application Period, Allen Matkins devoted a limited amount of
2 time to reviewing a draft bill of sale in connection with the disposition of equipment
3 that was formerly the subject of an active Essex lease.

4 The following Allen Matkins attorneys billed time to this matter during the
5 Application Period:

<u>Name</u>	<u>Title</u>	<u>Hourly Rate</u>	<u>Hours</u>	<u>Fees</u>
J. del Castillo	Partner	\$562.50	4.4	\$2,475.00
TOTAL:			4.4	\$2,475.00
Average Hourly Rate			\$562.50	
Total Expenses:				\$0.00

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10 **G. Pending Litigation.**

11 Services provided in the "Pending Litigation" category during the Application
12 Period include the detailed analysis and management of all pre-receivership actions
13 pending against the Receivership Entities, the preparation of materials and
14 attendance at hearings and status conferences in connection with each of those
15 actions, and the preparation of materials necessary to advise all courts in which
16 litigation is pending of the litigation stay included in the Court's Appointment Order.

17 During the Application Period, Allen Matkins assisted the Receiver in his
18 continued prosecution of the action styled Essex Capital Corp. v. Garipalli, et al.,
19 S.D.N.Y. Case No. 17-cv-06347 (the "Garipalli Action"). These efforts included
20 conferring with the Receiver's special counsel in the Garipalli Action, Locke Lord
21 LLP, regarding written discovery strategy, depositions of certain defendant
22 individuals in the Garipalli Action, and informal settlement discussions. Allen
23 Matkins was particularly focused on preparing for, and attending via teleconference,
24 an informal settlement conference on June 19, 2019, which was requested by Mr.
25 Garipalli, who failed to attend.

26 Allen Matkins also devoted a limited amount of time to preparing a case
27 management statement and attending a case management conference in a pre-

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1 receivership action pending in the Superior Court of California, County of Santa
 2 Barbara, during the Application Period.

3 The following Allen Matkins attorneys billed time to this matter during the
 4 Application Period:

<u>Name</u>	<u>Title</u>	<u>Hourly Rate</u>	<u>Hours</u>	<u>Fees</u>
J. del Castillo	Partner	\$562.50	23.6	\$13,275.00
N. Aspis	Associate	\$351.00	1.6	\$561.60
TOTAL:			25.2	\$13,836.60
Average Hourly Rate			\$549.07	
Total Expenses:				\$94.00

10 **H. Claims/Distribution.**

11 Services in the "Claims/Distribution" category relate to the Receiver's efforts
 12 to identify and analyze claims, and the Receiver's eventual distribution efforts.
 13 During the Application Period, Allen Matkins devoted a limited amount of time to
 14 certain claim issues in connection with Amagansett and CVL.

15 The following Allen Matkins attorneys billed time to this matter during the
 16 Application Period:

<u>Name</u>	<u>Title</u>	<u>Hourly Rate</u>	<u>Hours</u>	<u>Fees</u>
D. Zaro	Partner	\$742.50	4.8	\$3,564.00
J. del Castillo	Partner	\$562.50	2.9	\$1,631.25
TOTAL:			7.7	\$5,195.25
Average Hourly Rate			\$674.71	
Total Expenses:				\$0.00

23 **VI. THE FEES AND EXPENSES INCURRED ARE REASONABLE AND**
 24 **SHOULD BE ALLOWED.**

25 The Receiver and Allen Matkins respectfully submit that the fees and
 26 expenses each of them incurred during the Application Period were fair, reasonable,
 27 necessary, and significantly benefitted the Estate of the Receivership Entities.
 28 Accordingly, as noted above, the Receiver and Allen Matkins request that this Court

1 approve 100% of their respective fees and expenses incurred during the Application
2 Period, and authorize the interim payments requested herein.

3 The billing rates charged by the Receiver and Allen Matkins in this matter are
4 consistent with and comparable to those charged in the community on similarly
5 complex matters. Further, and as described in the Memorandum of Points and
6 Authorities submitted in support of this Application, the billing statements of the
7 Receiver and Allen Matkins were submitted to the Commission for review prior to
8 the filing of this Application. No objection to the Application from the Commission
9 is expected.

10 **VII. CONCLUSION.**

11 For the foregoing reasons, and as requested in the concurrently submitted
12 Memorandum of Points and Authorities, the Receiver and Allen Matkins
13 respectfully request that this Court enter an order:

- 14 1. Granting the instant Application, in its entirety;
- 15 2. Approving the Receiver's fees, in the amount of \$177,830.75, and
16 expenses, in the amount of \$2,094.12;
- 17 3. Authorizing the Receiver to make an interim payment to himself in the
18 amount of 80% of his fees, or \$142,264.60, and 100% of his expenses, in the
19 amount of \$2,094.12, from the funds he presently holds for the administration and
20 benefit of the Receivership Entities;
- 21 4. Approving Allen Matkins' fees, in the amount of \$130,994.55, and
22 expenses, in the amount of \$1,713.92; and

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1 5. Authorizing the Receiver to make an interim payment to Allen Matkins
2 in the amount of 80% of its fees, or \$104,795.64, and 100% of its expenses, in the
3 amount of \$1,713.92, from the funds he presently holds for the administration and
4 benefit of the Receivership Entities.

5
6 Dated: August 14, 2019

ALLEN MATKINS LECK GAMBLE
MALLORY & NATSIS LLP
DAVID R. ZARO
JOSHUA A. DEL CASTILLO
NORMAN M. ASPIS

7
8
9 By: /s/ Joshua A. del Castillo

JOSHUA A. DEL CASTILLO
Attorneys for Receiver
GEOFF WINKLER

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EXHIBIT A

SEC v. Essex Capital Corporation
Summary of Fees of Receiver and Retained Personnel
April 1, 2019 - June 30, 2019
(Sorted in Chronological Order by Activity Category)

Attachment 1

Personnel	Item / Description	Date	Hours	Rate	Amount	Activity Category
Hall, John	Reconciliation of loans paid by Essex	04/01/19	2.40	279.00	669.60	Financial - Accounting/Auditing
Hall, John	Request of loan documents from MBT, comparison of bank list and RI's provided documents	04/01/19	1.20	279.00	334.80	Financial - Business Analysis
Hall, John	Work with JA in consolidation of brokerage and bank items	04/01/19	1.60	279.00	446.40	Financial - Forensic Accounting
Hall, John	Review ECC QB audit log	04/01/19	2.30	279.00	641.70	Financial - Forensic Accounting
Paterson, Caroline	Review financial data and prepare accounting	04/01/19	3.60	225.00	810.00	Financial - Forensic Accounting
Hall, John	Work with MC on tax issues	04/01/19	0.40	279.00	111.60	Financial - Tax issues
Gutierrez, Jr., Eduardo	Review and classification of account transactions	04/01/19	3.80	205.00	779.00	Financial - Forensic Accounting
Hall, John	Conference call with GW	04/01/19	0.50	279.00	139.50	Legal - Case Administration
Winkler, Geoffrey	Review documents from counsel, research financials, response to counsel (2.3), review emails (3.1), review new financial documents, update information (2.6), review records and emails to JBH re audit (1.9)	04/01/19	9.90	315.00	3,118.50	Legal - Case Administration
Hall, John	Leased assets future income and loan payments analysis for GW	04/02/19	1.80	279.00	502.20	Financial - Business Analysis
Hall, John	Review ECC QB audit log	04/02/19	2.10	279.00	585.90	Financial - Forensic Accounting
Hall, John	Update of audited transactions and provided to GW	04/02/19	0.90	279.00	251.10	Financial - Forensic Accounting
Gutierrez, Jr., Eduardo	Review and classification of account transactions	04/02/19	4.10	205.00	840.50	Financial - Forensic Accounting
Hall, John	Research and negotiate buyout of EV lease	04/02/19	2.40	279.00	669.60	Legal - Business Operations
Hall, John	Conference call with GW	04/02/19	1.10	279.00	306.90	Legal - Case Administration
Winkler, Geoffrey	Emails and call with counsel (.4), call with the parties to discuss calculations and upcoming mediation (.9), emails with counsel re records request (.2), review and prepare information for mediation (2.6), review records (4.6)	04/02/19	8.70	315.00	2,740.50	Legal - Case Administration
Hall, John	Prepare requested analysis re: cash sources	04/03/19	1.20	279.00	334.80	Financial - Business Analysis
Hall, John	Create full review of PE investment losses	04/03/19	2.00	279.00	558.00	Financial - Forensic Accounting
Hall, John	Identification of GBT transactions re investor funds	04/03/19	3.50	279.00	976.50	Financial - Forensic Accounting
Paterson, Caroline	Review financial data and prepare accounting	04/03/19	6.80	225.00	1,530.00	Financial - Forensic Accounting
Hall, John	Research and negotiate buyout of EV lease	04/03/19	0.50	279.00	139.50	Legal - Business Operations
Hall, John	Conference call with GW	04/03/19	0.10	279.00	27.90	Legal - Case Administration
Hall, John	Team conference call with GW and counsel	04/03/19	0.60	279.00	167.40	Legal - Case Administration
Hall, John	Review correspondence from counsel regarding info subpoena, and related work	04/03/19	0.70	279.00	195.30	Legal - Case Administration
Winkler, Geoffrey	Travel to LA (4.5 - N/C), prepare for mediation (7.8), meetings with counsel to prepare for mediation (1.5)	04/03/19	9.30	315.00	2,929.50	Legal - Case Administration
Hall, John	Review of received materials regarding MBT account	04/04/19	3.80	279.00	1,060.20	Financial - Forensic Accounting
Hall, John	Create full review of PE investment losses	04/04/19	4.20	279.00	1,171.80	Financial - Forensic Accounting
Winkler, Geoffrey	Mediation with Plaintiff and Defendant (4.9), travel back home (4.5 - N/C), review new documents (1.9), follow up with counsel (.2), emails with CW re FedEx label (.1)	04/04/19	7.10	315.00	2,236.50	Legal - Case Administration
Hall, John	Review of interest payments, identification of and requesting subpoena of various accounts, CW investors research, full catalogue of account deposits and wires	04/05/19	6.40	279.00	1,785.60	Financial - Forensic Accounting
Gutierrez, Jr., Eduardo	Review and classification of account transactions	04/05/19	1.40	205.00	287.00	Financial - Forensic Accounting
Hall, John	Conference call with GW	04/05/19	1.50	279.00	418.50	Legal - Case Administration

SEC v. Essex Capital Corporation
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(Sorted in Chronological Order by Activity Category)

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Winkler, Geoffrey	Emails with CW re label (.1), review court filings (.2), emails with JBH and counsel re new account status (.2), review records (2.2)	04/05/19	2.70	315.00	850.50	Legal - Case Administration
Hall, John	Brokerage asset actuals v amounts analysis	04/08/19	2.50	279.00	697.50	Financial - Business Analysis
Gutierrez, Jr., Eduardo	Review and classification of account transactions	04/08/19	7.90	205.00	1,619.50	Financial - Forensic Accounting
Hall, John	Discuss three leases winding down with MBT	04/08/19	0.50	279.00	139.50	Legal - Business Operations
Hall, John	Work on interim report finance section and balance sheet	04/08/19	5.00	279.00	1,395.00	Legal - Case Administration
Hall, John	Case discussion with Receiver	04/08/19	0.40	279.00	111.60	Legal - Case Administration
Winkler, Geoffrey	Emails with Defendant, counsel re records (.2), calls with JBH (.4), emails with counsel re MBT reconciliation (.2), review fee applications (2.2 - N/C), call with counsel (.5), review documents (3.6)	04/08/19	4.90	315.00	1,543.50	Legal - Case Administration
Hall, John	Review additional loan documents provided by MBT, updating loan list and discussion with JA and GBW	04/09/19	1.30	279.00	362.70	Financial - Business Analysis
Gutierrez, Jr., Eduardo	Review and classification of account transactions	04/09/19	2.20	205.00	451.00	Financial - Forensic Accounting
Hall, John	Case discussion with Receiver	04/09/19	0.20	279.00	55.80	Legal - Case Administration
Hall, John	Work on interim report finance section and balance sheet	04/09/19	3.50	279.00	976.50	Legal - Case Administration
Hall, John	Review new brokerage account, review statements and transfers over time	04/09/19	1.60	279.00	446.40	Legal - Case Administration
Hall, John	Discussion of final loan payments due and reconciling payments to confirm additional payment is warranted	04/09/19	2.50	279.00	697.50	Legal - Case Administration
Winkler, Geoffrey	Call with JBH (.2), prepare monitor fee application (2.6 - N/C), prepare receivership fee application (4.4 - N/C), emails with MBT re lease payoff, reconciliation (.2), review bifurcated agreement and emails with counsel (.3)	04/09/19	0.70	315.00	220.50	Legal - Case Administration
Hall, John	Creating and analyzing GL report for EWH	04/10/19	0.80	279.00	223.20	Financial - Accounting/Auditing
Hall, John	Progress report creation for team	04/10/19	0.50	279.00	139.50	Financial - Forensic Accounting
Hall, John	Discuss progress with JA	04/10/19	0.30	279.00	83.70	Financial - Forensic Accounting
Turk, Matthew	Analyzing and categorizing past transactions	04/10/19	5.80	235.00	1,363.00	Financial - Forensic Accounting
Hall, John	Researching and negotiating the leased asset purchase for EV lease, associated paperwork	04/10/19	1.20	279.00	334.80	Legal - Business Operations
Hall, John	Work on interim report finance section and balance sheet	04/10/19	4.50	279.00	1,255.50	Legal - Case Administration
Hall, John	Case discussion with NA	04/10/19	0.50	279.00	139.50	Legal - Case Administration
Hall, John	Case discussion with Receiver	04/10/19	0.80	279.00	223.20	Legal - Case Administration
Hall, John	Receiver's team conference call	04/10/19	0.80	279.00	223.20	Legal - Case Administration
Winkler, Geoffrey	Call with counsel and JBH (.8), discussion with counsel re settlement (.3), review response from counsel and respond re agreement (.1), review reconciliation and update banking (.3), emails with counsel re legal fees (.1), review lease buy out on three leases and discuss with JBH (.3), prepare draft report (1.8), review records (1.1)	04/10/19	4.80	315.00	1,512.00	Legal - Case Administration
Hall, John	Audit, analysis and report to team on position regarding potential claims	04/11/19	4.20	279.00	1,171.80	Financial - Accounting/Auditing
Turk, Matthew	Analyzing and categorizing past transactions	04/11/19	4.10	235.00	963.50	Financial - Forensic Accounting
Hall, John	Researching and negotiating the leased asset purchase for EV lease, associated paperwork	04/11/19	1.80	279.00	502.20	Legal - Business Operations
Hall, John	Case discussion with Receiver	04/11/19	0.50	279.00	139.50	Legal - Case Administration

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Winkler, Geoffrey	Call with JBH (.5), review request from investor's CPA re audit, emails with JBH and JDC, respond (.3), emails with counsel re litigation meeting (.1), emails with Defendant (.1), review emails re partnership and emails with counsel (2.1), work with JBH re lease buyout and payments information (.2), review records (2.3)	04/11/19	5.60	315.00	1,764.00	Legal - Case Administration
Hall, John	Analysis and research into specific investment	04/12/19	2.30	279.00	641.70	Legal - Asset Analysis and Recovery
Hall, John	Researching and negotiating the leased asset purchase for EV lease, associated paperwork	04/12/19	0.20	279.00	55.80	Legal - Business Operations
Hall, John	Work on interim report finance section and balance sheet	04/12/19	3.40	279.00	948.60	Legal - Case Administration
Hall, John	Case discussion with Receiver	04/12/19	1.00	279.00	279.00	Legal - Case Administration
Winkler, Geoffrey	Calls with JBH (1.0), review mail, process accounts payable and accounts receivable (1.1), emails with counsel re tax filing (.2), emails with JBH re taxes, new entities (.2), review warrant letter, emails with Defendant, JBH, review records (1.2), review draft application from counsel (.2 - N/C), review updated report draft, comments to counsel (.3), review new files (2.2)	04/12/19	6.20	315.00	1,953.00	Legal - Case Administration
Hall, John	Work serving UGI re: private capital invested, provide associate with appointment paperwork, discussion of situation, review of provided materials, take control of online portal, and instructions for further payouts	04/15/19	5.20	279.00	1,450.80	Financial - Corporate Finance
Hall, John	Work on IP buyout	04/15/19	0.80	279.00	223.20	Financial - Corporate Finance
Hall, John	Forensic accounting of brokerage statements	04/15/19	0.90	279.00	251.10	Financial - Forensic Accounting
Turk, Matthew	Analyzing and categorizing past transactions	04/15/19	3.60	235.00	846.00	Financial - Forensic Accounting
Gutierrez, Jr., Eduardo	Review and classification of account transactions	04/15/19	2.50	205.00	512.50	Financial - Forensic Accounting
Hall, John	Conference with GW for case coordination	04/15/19	1.30	279.00	362.70	Legal - Case Administration
Winkler, Geoffrey	Call with JBH (.6), call with JBH (.2), review lease buyout and email to JBH (.1), review records (2.3)	04/15/19	3.20	315.00	1,008.00	Legal - Case Administration
Hall, John	Work serving UGI re: private capital invested, provide associate with appointment paperwork, discussion of situation, review of provided materials, take control of online portal, and instructions for further payouts	04/16/19	1.20	279.00	334.80	Financial - Corporate Finance
Hall, John	Forensic accounting of brokerage statements	04/16/19	3.60	279.00	1,004.40	Financial - Forensic Accounting
Gutierrez, Jr., Eduardo	Review and classification of account transactions	04/16/19	1.80	205.00	369.00	Financial - Forensic Accounting
Hall, John	Research and review of lease condition surrounding the TT buyout	04/16/19	2.90	279.00	809.10	Legal - Case Administration
Hall, John	Conference with GW for case coordination	04/16/19	0.40	279.00	111.60	Legal - Case Administration
Winkler, Geoffrey	Review accounting records (3.6)	04/16/19	3.60	315.00	1,134.00	Legal - Case Administration
Hall, John	Review of UGI K1's	04/17/19	0.50	279.00	139.50	Financial - Accounting/Auditing
Hall, John	Forensic review of potential claims against the estate	04/17/19	2.10	279.00	585.90	Financial - Business Analysis
Hall, John	Forensic accounting of brokerage statements	04/17/19	3.40	279.00	948.60	Financial - Forensic Accounting
Hall, John	Conference with GW for case coordination	04/17/19	0.50	279.00	139.50	Legal - Case Administration
Hall, John	Review deposition transcript	04/17/19	0.50	279.00	139.50	Legal - Case Administration
Hall, John	Team conference call with receiver and counsel	04/17/19	0.90	279.00	251.10	Legal - Case Administration
Winkler, Geoffrey	Weekly call with counsel, JBH (.6), research vendor issue and respond (.3), review records of transactions (4.3)	04/17/19	5.20	315.00	1,638.00	Legal - Case Administration
Hall, John	Forensic review of potential claims against the estate	04/18/19	4.60	279.00	1,283.40	Financial - Business Analysis
Hall, John	Forensic accounting of brokerage statements	04/18/19	2.30	279.00	641.70	Financial - Forensic Accounting

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(Sorted in Chronological Order by Activity Category)

Attachment 1

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Gutierrez, Jr., Eduardo	Review and classification of account transactions	04/18/19	1.10	205.00	225.50	Financial - Forensic Accounting
Hall, John	Review deposition transcript	04/18/19	1.30	279.00	362.70	Legal - Case Administration
Hall, John	CGF activity; work with UGI reporting and updating asset lists	04/22/19	0.70	279.00	195.30	Financial - Corporate Finance
Hall, John	Forensic accounting and categorization of brokerage accounts	04/22/19	2.90	279.00	809.10	Financial - Forensic Accounting
Hall, John	Review of issues with JA	04/22/19	0.10	279.00	27.90	Financial - Forensic Accounting
Gutierrez, Jr., Eduardo	Review and classification of account transactions	04/22/19	1.10	205.00	225.50	Financial - Forensic Accounting
Hall, John	Review of 62 MBT files to make sure they have been indexed and categorized before expiration	04/22/19	3.10	279.00	864.90	Legal - Case Administration
Hall, John	Review of issues with GW	04/22/19	0.70	279.00	195.30	Legal - Case Administration
Hall, John	Review of issues with NA	04/22/19	0.60	279.00	167.40	Legal - Case Administration
Winkler, Geoffrey	Call with counsel (.4), emails with counsel (.2)	04/22/19	0.60	315.00	189.00	Legal - Case Administration
Hall, John	Work on TT, EV, IP and KI lease buyouts	04/23/19	2.60	279.00	725.40	Financial - Corporate Finance
Hall, John	Forensic accounting and categorization of brokerage accounts	04/23/19	4.40	279.00	1,227.60	Financial - Forensic Accounting
Gutierrez, Jr., Eduardo	Review and classification of account transactions	04/23/19	6.20	205.00	1,271.00	Financial - Forensic Accounting
Hall, John	Review of issues with GW	04/23/19	1.00	279.00	279.00	Legal - Case Administration
Winkler, Geoffrey	Review records (3.8)	04/23/19	3.80	315.00	1,197.00	Legal - Case Administration
Hall, John	Forensic accounting and categorization of brokerage accounts	04/24/19	1.50	279.00	418.50	Financial - Forensic Accounting
Gutierrez, Jr., Eduardo	Review and classification of account transactions	04/24/19	7.10	205.00	1,455.50	Financial - Forensic Accounting
Hall, John	Review and analysis of potential asset with CI	04/24/19	1.20	279.00	334.80	Legal - Case Administration
Hall, John	Review of issues with GW	04/24/19	1.80	279.00	502.20	Legal - Case Administration
Hall, John	Review of issues with NA	04/24/19	0.50	279.00	139.50	Legal - Case Administration
Winkler, Geoffrey	Weekly call with counsel, JBH (1.0), review and update filings (.8)	04/24/19	1.80	315.00	567.00	Legal - Case Administration
Hall, John	Research and report DB, CV, KF and WNI with GW	04/25/19	2.80	279.00	781.20	Financial - Accounting/Auditing
Hall, John	CGF activity; work with Jasmine at UGI reporting and updating asset lists.	04/25/19	0.30	279.00	83.70	Financial - Corporate Finance
Hall, John	Work on TT, EV, IP and KI lease buyouts	04/25/19	1.20	279.00	334.80	Financial - Corporate Finance
Hall, John	Review of issues with JA	04/25/19	0.30	279.00	83.70	Financial - Forensic Accounting
Hall, John	Forensic accounting and categorization of brokerage accounts	04/25/19	1.20	279.00	334.80	Financial - Forensic Accounting
Starkweather, Andrew	Analyzing and categorizing past transactions	04/25/19	1.50	250.00	375.00	Financial - Forensic Accounting
Gutierrez, Jr., Eduardo	Review and classification of account transactions	04/25/19	7.40	205.00	1,517.00	Financial - Forensic Accounting
Hall, John	Review of issues with GW	04/25/19	0.60	279.00	167.40	Legal - Case Administration
Hall, John	Call from affected investor; case FAQ	04/25/19	0.30	279.00	83.70	Legal - Case Administration
Winkler, Geoffrey	Review records (3.6)	04/25/19	3.60	315.00	1,134.00	Legal - Case Administration
Hall, John	Work on TT, EV, IP and KI lease buyouts	04/26/19	1.30	279.00	362.70	Financial - Corporate Finance
Hall, John	Forensic accounting and categorization of brokerage accounts	04/26/19	3.50	279.00	976.50	Financial - Forensic Accounting
Starkweather, Andrew	Analyzing and categorizing past transactions	04/26/19	2.00	250.00	500.00	Financial - Forensic Accounting
Gutierrez, Jr., Eduardo	Review and classification of account transactions	04/26/19	2.40	205.00	492.00	Financial - Forensic Accounting
Hall, John	Review of issues with GW	04/26/19	0.50	279.00	139.50	Legal - Case Administration

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Winkler, Geoffrey	Review records (2.2)	04/26/19	2.20	315.00	693.00	Legal - Case Administration
Hall, John	Analysis of brokerage accounts	04/29/19	4.20	279.00	1,171.80	Financial - Forensic Accounting
Starkweather, Andrew	Analyzing and categorizing past transactions	04/29/19	5.25	250.00	1,312.50	Financial - Forensic Accounting
Winkler, Geoffrey	Review update from counsel (.2), review investor deposition (.5), emails with counsel re filing logistics (.2)	04/29/19	0.90	315.00	283.50	Legal - Case Administration
Hall, John	Review of GS production materials	04/30/19	2.20	279.00	613.80	Financial - Business Analysis
Hall, John	Analysis of brokerage accounts	04/30/19	5.10	279.00	1,422.90	Financial - Forensic Accounting
Starkweather, Andrew	Analyzing and categorizing past transactions	04/30/19	5.00	250.00	1,250.00	Financial - Forensic Accounting
Hall, John	Affected investor FAQ	04/30/19	0.40	279.00	111.60	Legal - Case Administration
Winkler, Geoffrey	Emails with counsel re timing of accounting (.2)	04/30/19	0.20	315.00	63.00	Legal - Case Administration
Hall, John	Analysis of PE transactions and memo to team	05/01/19	2.80	279.00	781.20	Financial - Business Analysis
Hall, John	Oppenheimer, MBT account analysis	05/01/19	4.30	279.00	1,199.70	Financial - Forensic Accounting
Starkweather, Andrew	Analyzing and categorizing past transactions	05/01/19	4.75	250.00	1,187.50	Financial - Forensic Accounting
Hall, John	Casework discussion with GBW	05/01/19	0.20	279.00	55.80	Legal - Case Administration
Hall, John	Team casework meeting	05/01/19	0.70	279.00	195.30	Legal - Case Administration
Winkler, Geoffrey	Weekly call with counsel, JBH (.7)	05/01/19	0.70	315.00	220.50	Legal - Case Administration
Hall, John	Analysis of appreciation note	05/02/19	3.40	279.00	948.60	Financial - Corporate Finance
Hall, John	Analysis of BPOs and memo to team	05/02/19	0.90	279.00	251.10	Financial - Corporate Finance
Hall, John	Analysis of brokerage accounts	05/02/19	2.00	279.00	558.00	Financial - Forensic Accounting
Hall, John	Discussion of FRB account with JA	05/02/19	0.20	279.00	55.80	Financial - Forensic Accounting
Starkweather, Andrew	Analyzing and categorizing past transactions	05/02/19	5.25	250.00	1,312.50	Financial - Forensic Accounting
Hall, John	Review FRB account	05/02/19	2.00	279.00	558.00	Legal - Case Administration
Hall, John	Analysis of brokerage accounts	05/03/19	4.60	279.00	1,283.40	Financial - Forensic Accounting
Starkweather, Andrew	Analyzing and categorizing past transactions	05/03/19	5.25	250.00	1,312.50	Financial - Forensic Accounting
Hall, John	Casework discussion with GBW	05/03/19	1.00	279.00	279.00	Legal - Case Administration
Winkler, Geoffrey	Call with JBH	05/03/19	1.00	315.00	315.00	Legal - Case Administration
Starkweather, Andrew	Analyzing and categorizing past transactions	05/06/19	3.50	250.00	875.00	Financial - Forensic Accounting
Starkweather, Andrew	Analyzing and categorizing past transactions	05/07/19	3.50	250.00	875.00	Financial - Forensic Accounting
Hall, John	Compilation of brokerage data set and accounting verification work against received documentation	05/09/19	3.20	279.00	892.80	Financial - Forensic Accounting
Hall, John	Review FRB and correspond with JA	05/09/19	0.50	279.00	139.50	Financial - Forensic Accounting
Starkweather, Andrew	Analyzing and categorizing past transactions	05/09/19	0.75	250.00	187.50	Financial - Forensic Accounting
Hall, John	Case FAQ with GVW, review memo from DJ and send response to parties	05/09/19	1.00	279.00	279.00	Legal - Case Administration
Hall, John	Review of received data from Jefferies	05/09/19	2.80	279.00	781.20	Legal - Case Administration
Hall, John	Affected Investor FAQ	05/09/19	0.40	279.00	111.60	Legal - Case Administration
Hall, John	Review investor registration materials from CW	05/09/19	0.30	279.00	83.70	Legal - Case Administration
Hall, John	Draft bill of sale and provide to counsel for feedback	05/10/19	3.20	279.00	892.80	Financial - Corporate Finance

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Attachment 1

Personnel	Item / Description	Date	Hours	Rate	Amount	Activity Category
Hall, John	Compilation of brokerage data set and accounting verification work against received documentation	05/10/19	3.80	279.00	1,060.20	Financial - Forensic Accounting
Hall, John	Review of materials received from GS	05/10/19	1.10	279.00	306.90	Legal - Case Administration
Hall, John	Analysis of 3rd party account statements	05/13/19	4.20	279.00	1,171.80	Financial - Business Analysis
Hall, John	Brokerage statement forensic accounting	05/13/19	3.50	279.00	976.50	Financial - Forensic Accounting
Hall, John	Work with MJ at MBT regarding new found account for MIC	05/14/19	0.60	279.00	167.40	Financial - Corporate Finance
Hall, John	Analysis of 3rd party account statements	05/14/19	3.10	279.00	864.90	Financial - Business Analysis
Hall, John	Brokerage statement forensic accounting	05/14/19	3.50	279.00	976.50	Financial - Forensic Accounting
Hall, John	Brokerage statement forensic accounting	05/15/19	1.50	279.00	418.50	Financial - Forensic Accounting
Hall, John	Consolidating, reviewing and coordinating with JA re: JP production	05/15/19	0.50	279.00	139.50	Financial - Forensic Accounting
Hall, John	Troubleshooting GS production issues with NA	05/15/19	2.50	279.00	697.50	Financial - Forensic Accounting
Hall, John	Coordinate with NA re: ML Production items	05/15/19	1.20	279.00	334.80	Legal - Case Administration
Hall, John	EWB research and memo to team	05/15/19	1.90	279.00	530.10	Legal - Case Administration
Hall, John	Analysis and memo to GBW re: AG assets	05/16/19	2.30	279.00	641.70	Financial - Business Analysis
Hall, John	GS accounting	05/16/19	4.90	279.00	1,367.10	Financial - Forensic Accounting
Hall, John	Team call	05/16/19	0.90	279.00	251.10	Legal - Case Administration
Hall, John	Coordinate with NA on IB account production needs and related analysis	05/16/19	1.00	279.00	279.00	Legal - Case Administration
Hall, John	Two calls with GBW to coordinate	05/16/19	0.80	279.00	223.20	Legal - Case Administration
Hall, John	Call with JH and counsel to discuss case, review status of assets, review correspondence from multiple parties	05/16/19	3.10	315.00	976.50	Legal - Case Administration
Winkler, Geoffrey	GS accounting	05/17/19	6.10	279.00	1,701.90	Financial - Forensic Accounting
Hall, John	Status call with GBW	05/17/19	0.40	279.00	111.60	Legal - Case Administration
Hall, John	Coordinate with NA on further GS production needs	05/17/19	0.50	279.00	139.50	Legal - Case Administration
Hall, John	Review emails, call with JH, review records for partnership agreements, review draft from counsel	05/17/19	4.90	315.00	1,543.50	Legal - Case Administration
Winkler, Geoffrey	Discuss outstanding processing items with TM	05/19/19	0.20	279.00	55.80	Financial - Forensic Accounting
Hall, John	Discuss production related items with MJ	05/20/19	0.50	279.00	139.50	Financial - Corporate Finance
Hall, John	Retrieve needed BNY record for NA	05/21/19	0.30	279.00	83.70	Financial - Corporate Finance
Hall, John	Discuss production request items with NA	05/21/19	0.50	279.00	139.50	Legal - Case Administration
Hall, John	Discuss production request items with NA	05/22/19	0.30	279.00	83.70	Legal - Case Administration
Winkler, Geoffrey	Review and respond to emails, call with counsel, review records for specific documents	05/24/19	2.10	315.00	661.50	Legal - Case Administration
Winkler, Geoffrey	Emails with investor (.1), emails with interested party (.1)	05/27/19	0.20	315.00	63.00	Legal - Case Administration
Hall, John	Respond to EV audit request	05/28/19	1.50	279.00	418.50	Financial - Accounting/Auditing
Hall, John	Brokerage account review, OPP and ML additional documents reviewed	05/28/19	4.30	279.00	1,199.70	Financial - Forensic Accounting
Hall, John	Discuss case issues with NA	05/28/19	0.20	279.00	55.80	Legal - Case Administration
Hall, John	Discuss CVL and other doc request issues with GBW	05/28/19	0.50	279.00	139.50	Legal - Case Administration
Hall, John	Review of CVL Note	05/28/19	1.00	279.00	279.00	Legal - Case Administration
Hall, John	Research and report investor information to NA	05/28/19	0.70	279.00	195.30	Legal - Case Administration

SEC v. Essex Capital Corporation
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Personnel	Item / Description	Date	Hours	Rate	Amount	Activity Category
Winkler, Geoffrey	Emails with TW (.1), review email from investor, emails with counsel (.2)	05/28/19	0.30	315.00	94.50	Legal - Case Administration
Hall, John	Finalize brokerage data set and send to JA	05/29/19	2.90	279.00	809.10	Financial - Forensic Accounting
Hall, John	Analysis of 3rd party accounts	05/29/19	2.10	279.00	585.90	Financial - Forensic Accounting
Hall, John	Three calls with GBW to discuss case and review items	05/29/19	0.80	279.00	223.20	Legal - Case Administration
Hall, John	Review of EV Lease and assignment documents, memo to GW	05/29/19	0.80	279.00	223.20	Legal - Case Administration
Hall, John	Negotiation of KI buy out	05/29/19	2.30	279.00	641.70	Legal - Case Administration
Hall, John	Memo to JDC re: EV bill of sale.	05/29/19	0.10	279.00	27.90	Legal - Case Administration
Hall, John	Correspond with NA re UBS Production (2)	05/29/19	0.60	279.00	167.40	Legal - Case Administration
Hall, John	Follow up with SA at TT re: lease buyout	05/29/19	0.30	279.00	83.70	Legal - Case Administration
Winkler, Geoffrey	Review documents re potential litigation issues (1.6)	05/29/19	1.60	315.00	504.00	Legal - Case Administration
Hall, John	Email with CPA re unpaid invoices	05/30/19	0.40	279.00	111.60	Financial - Accounting/Auditing
Hall, John	Work with MJ at MBT on several issues	05/30/19	1.00	279.00	279.00	Financial - Corporate Finance
Hall, John	Brokerage account review, OPP and ML additional documents reviewed	05/30/19	1.30	279.00	362.70	Financial - Forensic Accounting
Hall, John	Call from affected investor, FAQ	05/30/19	0.50	279.00	139.50	Legal - Case Administration
Hall, John	Affected investor FAQ	05/30/19	0.40	279.00	111.60	Legal - Case Administration
Hall, John	Team call; discuss ongoing case administration	05/30/19	0.60	279.00	167.40	Legal - Case Administration
Hall, John	Negotiation of KI buy out	05/30/19	0.50	279.00	139.50	Legal - Case Administration
Hall, John	Request and review CVL loan material from MBT	05/30/19	1.40	279.00	390.60	Legal - Case Administration
Winkler, Geoffrey	Call with counsel and JBH to discuss case (.6), call with TW to discuss accounting (.3), call with investor (.3), review note issue (.2), review memo re taxes (.2), call with JBH (.5)	05/30/19	2.10	315.00	661.50	Legal - Case Administration
Hall, John	Provide customer lease info to PWC auditors, associated forms.	05/31/19	1.50	279.00	418.50	Financial - Business Analysis
Hall, John	OPP research and memo to team	05/31/19	2.40	279.00	669.60	Financial - Forensic Accounting
Hall, John	Review status report, summary and proposed final judgment.	05/31/19	2.00	279.00	558.00	Legal - Case Administration
Hall, John	Discuss status update with GBW	05/31/19	0.10	279.00	27.90	Legal - Case Administration
Hall, John	Research and prepare list of all third party accounts and provide to NA	05/31/19	0.50	279.00	139.50	Legal - Case Administration
Hall, John	Discuss action items with NA	05/31/19	0.40	279.00	111.60	Legal - Case Administration
Hall, John	Request and review loan material from MBT	05/31/19	0.60	279.00	167.40	Legal - Case Administration
Hall, John	Negotiation of KI buy out	05/31/19	0.20	279.00	55.80	Legal - Case Administration
Winkler, Geoffrey	Emails with counsel re hearing, schedule travel (.3), review files for documentation (2.2)	05/31/19	2.50	315.00	787.50	Legal - Case Administration
Hall, John	Review UBS statements	06/03/19	0.30	279.00	83.70	Financial - Corporate Finance
Hall, John	Transaction review, asset tracing, updating data, restating financials	06/03/19	6.00	279.00	1,674.00	Financial - Forensic Accounting
Hall, John	Investor FAQ and registration	06/03/19	0.40	279.00	111.60	Legal - Case Administration
Winkler, Geoffrey	Emails with counsel re new documents (.1)	06/03/19	0.10	315.00	31.50	Legal - Case Administration
Hall, John	Research investors per counsel's request	06/03/19	0.50	279.00	139.50	Legal - Case Administration
Hall, John	Sales tax research and application to sales	06/04/19	0.50	279.00	139.50	Financial - Corporate Finance
Hall, John	Discuss progress and next steps with JA	06/04/19	0.70	279.00	195.30	Financial - Forensic Accounting

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Hall, John	Transaction review, asset tracing, updating data, restating financials	06/04/19	5.20	279.00	1,450.80	Financial - Forensic Accounting
Hall, John	Case discussion with affect investor's counsel	06/04/19	0.40	279.00	111.60	Legal - Case Administration
Winkler, Geoffrey	Email with counsel re hearing and adjust travel (.2), review tax issue on sale (.2), review recommendation (.1)	06/04/19	0.50	315.00	157.50	Legal - Case Administration
Hall, John	Sales tax discussion with DBNTM	06/05/19	0.50	279.00	139.50	Financial - Accounting/Auditing
Hall, John	Sales tax research and application to sales	06/05/19	1.30	279.00	362.70	Financial - Corporate Finance
Hall, John	Residual assets sales	06/05/19	1.50	279.00	418.50	Financial - Corporate Finance
Hall, John	Transaction review, asset tracing, updating data, restating financials	06/05/19	3.00	279.00	837.00	Financial - Forensic Accounting
Hall, John	Case discussion with receiver	06/05/19	0.50	279.00	139.50	Legal - Case Administration
Hall, John	Researching UCC filings related to residual assets sales	06/05/19	2.00	279.00	558.00	Legal - Case Administration
Winkler, Geoffrey	Review UCC filing questions (.2), emails with JBH re accounting (.2), review question re asset (.1)	06/05/19	0.50	315.00	157.50	Legal - Case Administration
Hall, John	Sales tax research and application to sales	06/06/19	0.80	279.00	223.20	Financial - Corporate Finance
Hall, John	Transaction review, asset tracing, updating data, restating financials	06/06/19	1.80	279.00	502.20	Financial - Forensic Accounting
Hall, John	Review litigation update materials	06/06/19	1.40	279.00	390.60	Legal - Case Administration
Hall, John	Case discussion with receiver	06/06/19	0.70	279.00	195.30	Legal - Case Administration
Hall, John	Sales tax research and application to sales	06/07/19	0.50	279.00	139.50	Financial - Corporate Finance
Hall, John	Transaction review, asset tracing, updating data, restating financials	06/07/19	5.20	279.00	1,450.80	Financial - Forensic Accounting
Hall, John	Review litigation update materials	06/07/19	0.20	279.00	55.80	Legal - Case Administration
Hall, John	Affected investor FAQ	06/07/19	0.30	279.00	83.70	Legal - Case Administration
Hall, John	LTT residual buyout activities	06/09/19	0.20	279.00	55.80	Legal - Case Administration
Hall, John	LTT residual buyout activities	06/10/19	0.50	279.00	139.50	Legal - Case Administration
Winkler, Geoffrey	Call with counsel re litigation (.4)	06/10/19	0.40	315.00	126.00	Legal - Case Administration
Hall, John	Forensic accounting activities, transaction data	06/11/19	5.50	279.00	1,534.50	Financial - Forensic Accounting
Hall, John	Discuss case and outstanding issues with receiver	06/11/19	0.70	279.00	195.30	Legal - Case Administration
Hall, John	Review received filings	06/11/19	0.80	279.00	223.20	Legal - Case Administration
Winkler, Geoffrey	Review correspondence and respond (.8), review data set for accounting (.2)	06/11/19	1.00	315.00	315.00	Legal - Case Administration
Hall, John	Draft Bill of Sales for GW	06/12/19	1.30	279.00	362.70	Financial - Corporate Finance
Hall, John	Forensic accounting activities, transaction data	06/12/19	2.30	279.00	641.70	Financial - Forensic Accounting
Hall, John	Review received filings	06/12/19	1.70	279.00	474.30	Legal - Case Administration
Hall, John	Discuss case and outstanding issues with receiver	06/12/19	0.50	279.00	139.50	Legal - Case Administration
Winkler, Geoffrey	Call with investor (.3), review sales receipt, emails with JBH (.3), review lease payment and email with JBH (.2), review litigation counsel plan and emails with counsel (.2)	06/12/19	1.00	315.00	315.00	Legal - Case Administration
Hall, John	Forensic accounting activities, transaction data	06/13/19	3.00	279.00	837.00	Financial - Forensic Accounting
Hall, John	Case discussion with JA	06/13/19	0.50	279.00	139.50	Financial - Forensic Accounting
Hall, John	Review quarterly WBE statement	06/13/19	0.50	279.00	139.50	Legal - Case Administration
Hall, John	Discuss case and upcoming tasks with YR	06/13/19	0.60	279.00	167.40	Legal - Case Administration
Hall, John	Team case discussion with GW and JD	06/13/19	0.90	279.00	251.10	Legal - Case Administration

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Personnel	Item / Description	Date	Hours	Rate	Amount	Activity Category
Hall, John	Discuss case and outstanding issues with receiver	06/13/19	1.10	279.00	306.90	Legal - Case Administration
Winkler, Geoffrey	Call with counsel (1.0), emails with JA re call (.1)	06/13/19	1.10	315.00	346.50	Legal - Case Administration
Hall, John	Review IB received statements	06/14/19	3.50	279.00	976.50	Financial - Forensic Accounting
Hall, John	Case discussion with JA	06/14/19	0.50	279.00	139.50	Financial - Forensic Accounting
Hall, John	Transport documents to office storage, review all 25 boxes to confirm we don't hold RTI requested files.	06/14/19	3.20	279.00	892.80	Legal - Case Administration
Hall, John	Discuss case and outstanding issues with receiver	06/14/19	0.30	279.00	83.70	Legal - Case Administration
Hall, John	Call to discuss case with interested party (.3), emails with MBT re lease payment, payoff (.3)	06/14/19	0.60	315.00	189.00	Legal - Case Administration
Hall, John	Baswood asset inquiry and research, discuss with CEO	06/17/19	1.60	279.00	446.40	Financial - Business Analysis
Hall, John	EV and KI leased items sale documentation.	06/17/19	1.00	279.00	279.00	Financial - Corporate Finance
Hall, John	Management of JA and CP regarding the final categorization of unknown transactions and work to download files, review of forensic accounting file	06/17/19	2.50	279.00	697.50	Financial - Forensic Accounting
Hall, John	Case discussion with JA	06/17/19	0.20	279.00	55.80	Financial - Forensic Accounting
Paterson, Caroline	Review financial data and prepare accounting	06/17/19	8.80	225.00	1,980.00	Financial - Forensic Accounting
Davidson, Michael	Performed review and analysis of MBT bank statements	06/17/19	7.25	150.00	1,087.50	Financial - Forensic Accounting
Hall, John	Discuss case items and forensic accounting with GW	06/17/19	0.40	279.00	111.60	Legal - Case Administration
Hall, John	Baswood asset inquiry and research, discuss with CEO	06/18/19	0.40	279.00	111.60	Financial - Business Analysis
Hall, John	Production request discussions with NA	06/18/19	0.40	279.00	111.60	Financial - Forensic Accounting
Hall, John	Management of JA and CP regarding the final categorization of unknown transactions and work to download files, review of forensic accounting file	06/18/19	4.10	279.00	1,143.90	Financial - Forensic Accounting
Hall, John	MBT requests with MJ	06/18/19	3.50	279.00	976.50	Financial - Forensic Accounting
Paterson, Caroline	Review financial data and prepare accounting	06/18/19	10.10	225.00	2,272.50	Financial - Forensic Accounting
Davidson, Michael	Performed review and analysis of MBT bank statements	06/18/19	7.50	150.00	1,125.00	Financial - Forensic Accounting
Hall, John	Discuss case items and forensic accounting with GW	06/18/19	0.20	279.00	55.80	Legal - Case Administration
Winkler, Geoffrey	Review lease question, emails with JBH (.3), call with counsel re mediation (1.0)	06/18/19	1.30	315.00	409.50	Legal - Case Administration
Hall, John	Discuss lease buyout responsibilities with MJ	06/19/19	0.40	279.00	111.60	Financial - Accounting/Auditing
Hall, John	Lease research and memo to GW	06/19/19	1.20	279.00	334.80	Financial - Corporate Finance
Hall, John	Research PI and memo to GW	06/19/19	0.70	279.00	195.30	Financial - Business Analysis
Hall, John	Management of JA and CP regarding the final categorization of unknown transactions and work to download files, review of forensic accounting file	06/19/19	2.20	279.00	613.80	Financial - Forensic Accounting
Hall, John	Case discussion with JA	06/19/19	0.30	279.00	83.70	Financial - Forensic Accounting
Paterson, Caroline	Review financial data and prepare accounting	06/19/19	9.70	225.00	2,182.50	Financial - Forensic Accounting
Davidson, Michael	Performed review and analysis of MBT bank statements	06/19/19	8.00	150.00	1,200.00	Financial - Forensic Accounting
Hall, John	Discuss case items and forensic accounting with GW	06/19/19	0.50	279.00	139.50	Legal - Case Administration
Winkler, Geoffrey	Attend informal mediation at NY counsel's office (3.8), call with counsel (.6)	06/19/19	4.40	315.00	1,386.00	Legal - Case Administration
Hall, John	Discuss lease buyout responsibilities with MJ	06/20/19	0.80	279.00	223.20	Financial - Accounting/Auditing
Hall, John	Management of JA and CP regarding the final categorization of unknown transactions and work to download files, review of forensic accounting file	06/20/19	0.40	279.00	111.60	Financial - Forensic Accounting

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Hall, John	review forensic accounting document	06/20/19	4.20	279.00	1,171.80	Financial - Forensic Accounting
Hall, John	Case discussion with JA	06/20/19	0.10	279.00	27.90	Financial - Forensic Accounting
Paterson, Caroline	Review financial data and prepare accounting	06/20/19	8.30	225.00	1,867.50	Financial - Forensic Accounting
Hall, John	Discuss recurring charges and transfer of payments from RI	06/20/19	2.10	279.00	585.90	Legal - Case Administration
Winkler, Geoffrey	Review notes re potential litigation issue and respond to counsel (.2)	06/20/19	0.20	315.00	63.00	Legal - Case Administration
Hall, John	EV and KI leased items sale documentation	06/21/19	0.50	279.00	139.50	Financial - Corporate Finance
Hall, John	Production request discussions with NA	06/21/19	0.40	279.00	111.60	Financial - Forensic Accounting
Hall, John	Management of JA and CP regarding the final categorization of unknown transactions and work to download files, review of forensic accounting file	06/21/19	4.50	279.00	1,255.50	Financial - Forensic Accounting
Hall, John	Case discussion with JA	06/21/19	0.50	279.00	139.50	Financial - Forensic Accounting
Paterson, Caroline	Review financial data and prepare accounting	06/21/19	4.00	225.00	900.00	Financial - Forensic Accounting
Hall, John	Discuss case items and forensic accounting with GW	06/21/19	0.50	279.00	139.50	Legal - Case Administration
Hall, John	Discuss recurring charges and transfer of payments from RI	06/21/19	1.50	279.00	418.50	Legal - Case Administration
Winkler, Geoffrey	Email and call with investor (.3), emails with counsel (.1)	06/21/19	0.40	315.00	126.00	Legal - Case Administration
Hall, John	BW convertible note financing	06/24/19	0.30	279.00	83.70	Financial - Corporate Finance
Paterson, Caroline	Review financial data and prepare accounting	06/24/19	6.80	225.00	1,530.00	Financial - Forensic Accounting
Davidson, Michael	Analysis of checks & transactions from 1997 to 2004	06/24/19	6.50	150.00	975.00	Financial - Forensic Accounting
Hall, John	RTI reimbursement request work	06/24/19	0.80	279.00	223.20	Legal - Case Administration
Winkler, Geoffrey	Discussion of Defendant's credit card expenses (.2), review detailed response from JBH and respond (.2), email re Essex logins (.1)	06/24/19	0.50	315.00	157.50	Legal - Case Administration
Paterson, Caroline	Review financial data and prepare accounting	06/25/19	6.20	225.00	1,395.00	Financial - Forensic Accounting
Hall, John	Data review and quality testing	06/27/19	6.10	279.00	1,701.90	Financial - Forensic Accounting
Paterson, Caroline	Review financial data and prepare accounting	06/27/19	6.30	225.00	1,417.50	Financial - Forensic Accounting
Hall, John	Data review and quality testing	06/28/19	4.00	279.00	1,116.00	Financial - Forensic Accounting
Paterson, Caroline	Review financial data and prepare accounting	06/28/19	5.90	225.00	1,327.50	Financial - Forensic Accounting
				Totals	<u>698.5</u>	<u>\$ 185,849.50</u>

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Attachment 1

Personnel	Item / Description	Date	Hours	Rate	Amount	Activity Category
Summary by Activity Category and Personnel						
Financial - Accounting/Auditing						
	Personnel	Firm	Hours	Rate	Amount	
Financial - Accounting/Auditing	Hall, John	A&M	14.3	279.00	\$ 3,989.70	
			<u>14.3</u>		<u>\$ 3,989.70</u>	
Financial - Business Analysis						
	Personnel	Firm	Hours	Rate	Amount	
Financial - Business Analysis	Hall, John	A&M	33.5	279.00	\$ 9,346.50	
			<u>33.5</u>		<u>\$ 9,346.50</u>	
Financial - Corporate Finance						
	Personnel	Firm	Hours	Rate	Amount	
Financial - Corporate Finance	Hall, John	A&M	32.4	279.00	\$ 9,039.60	
			<u>32.4</u>		<u>\$ 9,039.60</u>	
Financial - Forensic Accounting						
	Personnel	Firm	Hours	Rate	Amount	
Financial - Forensic Accounting	Adams, Jacob	A&M	-	270.00	\$ -	
Financial - Forensic Accounting	Davidson, Michael	A&M	29.3	150.00	\$ 4,387.50	
Financial - Forensic Accounting	Gutierrez, Jr., Eduardo	A&M	49.0	205.00	\$ 10,045.00	
Financial - Forensic Accounting	Hall, John	A&M	185.9	279.00	\$ 51,866.10	
Financial - Forensic Accounting	Paterson, Caroline	A&M	76.5	225.00	\$ 17,212.50	
Financial - Forensic Accounting	Starkweather, Andrew	A&M	36.8	250.00	\$ 9,187.50	
Financial - Forensic Accounting	Turk, Matthew	A&M	13.5	235.00	\$ 3,172.50	
			<u>390.9</u>		<u>\$ 95,871.10</u>	
Financial - Tax Issues						
	Personnel	Firm	Hours	Rate	Amount	
Financial - Tax Issues	Hall, John	A&M	0.4	279.00	\$ 111.60	
			<u>0.4</u>		<u>\$ 111.60</u>	
Legal - Asset Analysis and Recovery						
	Personnel	Firm	Hours	Rate	Amount	
Legal - Asset Analysis and Recovery	Hall, John	A&M	2.3	279.00	\$ 641.70	
			<u>2.3</u>		<u>\$ 641.70</u>	
Legal - Business Operations						
	Personnel	Firm	Hours	Rate	Amount	
Legal - Business Operations	Hall, John	A&M	6.6	279.00	\$ 1,841.40	
			<u>6.6</u>		<u>\$ 1,841.40</u>	
Legal - Case Administration						
	Personnel	Firm	Hours	Rate	Amount	
Legal - Case Administration	Hall, John	A&M	102.6	279.00	\$ 28,625.40	
Legal - Case Administration	Winkler, Geoffrey	A&M	115.5	315.00	\$ 36,382.50	
			<u>218.1</u>		<u>\$ 65,007.90</u>	
Travel						
	Personnel	Firm	Hours	Rate	Amount	
Travel	Hall, John	A&M	-	279.00	\$ -	
Travel	Winkler, Geoffrey	A&M	-	315.00	\$ -	
			<u>-</u>		<u>\$ -</u>	

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Personnel	Item / Description	Date	Hours	Rate	Amount	Activity Category
Overall Summary						
Totals	Personnel	Firm	Hours	Rate	Amount	
	Adams, Jacob	A&M	-	270.00	\$ -	
	Davidson, Michael	A&M	29.3	150.00	\$ 4,387.50	
	Gutierrez, Jr., Eduardo	A&M	49.0	205.00	\$ 10,045.00	
	Hall, John	A&M	378.0	279.00	\$ 105,462.00	
	Paterson, Caroline	A&M	76.5	225.00	\$ 17,212.50	
	Starkweather, Andrew	A&M	36.8	250.00	\$ 9,187.50	
	Turk, Matthew	A&M	13.5	235.00	\$ 3,172.50	
	Winkler, Geoffrey	A&M	115.5	315.00	\$ 36,382.50	
			<u>698.5</u>		<u>\$ 185,849.50</u>	
	<i>Additional Discount (\$5,693.40 removed from billing prior to discount)</i>				<i>\$ (8,018.75)</i>	
	TOTAL FEES				\$ 177,830.75	

SEC v. Essex Capital Corporation
Summary of Expenses of Receiver and Retained Personnel
April 1, 2019 - June 30, 2019

Attachment 2

Incurred By	Payee	Item / Description	Date Incurred	Amount	Category
Winkler, Geoffrey	Alaska Airlines	Airfare: Essex mediation	02/28/19	448.60	Airfare
Hall, John	USPS	Office Supplies: Mail checks to Defendant	03/18/19	2.89	Office Supplies
Hall, John	Ace Parking	Parking: Parking to move Essex boxes	03/18/19	9.00	Parking
Hall, John	John Hall	Personal Car Mileage: Doc storage review	03/28/19	56.84	Personal Car Mileage
Winkler, Geoffrey	Westin	Hotel: Hotel	04/03/19	323.54	Hotel
Winkler, Geoffrey	Lyft	Taxi: Essex mediation	04/03/19	8.84	Taxi
Winkler, Geoffrey	Lyft	Taxi: Essex mediation	04/03/19	9.25	Taxi
Winkler, Geoffrey	Lyft	Taxi: Essex mediation	04/03/19	34.20	Taxi
Winkler, Geoffrey	BWW	Individual Meals: Dinner	04/04/19	33.00	Individual Meals
Winkler, Geoffrey	Gogo Internet	Internet/Online Fees: Internet access	04/04/19	49.95	Internet/Online Fees
Winkler, Geoffrey	Gogo Internet	Internet/Online Fees: Internet access	04/04/19	49.95	Internet/Online Fees
Winkler, Geoffrey	Port of Portland	Parking: Airport parking	04/04/19	48.00	Parking
Winkler, Geoffrey	Geoff Winkler	Personal Car Mileage: Essex mediation	04/04/19	64.96	Personal Car Mileage
Winkler, Geoffrey	Lyft	Taxi: Essex mediation	04/04/19	34.72	Taxi
Winkler, Geoffrey	Gogo Internet	Internet/Online Fees: internet	05/04/19	49.95	Internet/Online Fees
Winkler, Geoffrey	Alaska Airlines	Airfare: Non-refundable airfare for Essex meeting	05/31/19	395.61	Airfare
Winkler, Geoffrey	Courtyard	Hotel: One night cancellation fee due to court hearing	06/04/19	339.00	Hotel
Winkler, Geoffrey	Gogo Internet	Internet/Online Fees: inflight internet	06/04/19	49.95	Internet/Online Fees
Winkler, Geoffrey	Lyft	Taxi: To meeting	06/19/19	33.10	Taxi
Winkler, Geoffrey	Lyft	Taxi: To meeting	06/19/19	52.77	Taxi
Total				\$ 2,094.12	

EXHIBIT B

Preliminary Billing Form

Billing Atty: 001842 - Joshua Del Castillo

Matter #: 378224-00001

Matter Name: General and Administrative

Date of Last Billing:

Client Name: Winkler, Geoff/Receiver for Essex Capital Corporation

Proforma Number 1425302

Client/Matter Joint Group # 378224-1

Fees for Matter 378224-00001 (General and Administrative)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
05/06/19	7833555	Several emails/conferences re taxes, disputed ownership fund versus QSF returns (.6).	Zaro, David	0.6	445.50	445.50	WO HD TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	0.6	742.50	445.50
		0.6		445.50
Total Fees				445.50
Total Disbursements				0.00

Attorney Billing Instructions

<input type="checkbox"/>	BILL ALL	<input type="checkbox"/>	Hold
<input type="checkbox"/>	BILL FEES ONLY	<input type="checkbox"/>	Write Off
<input type="checkbox"/>	BILL COST ONLY	<input type="checkbox"/>	Transfer All

Billing Instructions

expires 6/30/2020: 10% off standard rates (automatic)

Account Summary- As Of 06/30/2019

	Fiscal YTD			Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	1,333.98	936.90	397.08	936.90	936.90	0.00	936.90	936.90	0.00
Unbilled Adj	(491.40)	(491.40)	0.00	(491.40)	(491.40)	0.00	(491.40)	(491.40)	0.00
Billed	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Collected	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	Fees	Cost						
WIP Balance	842.58	445.50	397.08						
AR Balance	0.00	0.00	0.00						
Unalloc Payment	0.00								
Client Trust Balance	0.00								

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222
 ATTN: Geoff Winkler

Preliminary Billing Form

Billing Atty: 001842 - Joshua Del Castillo

Matter #: 378224-00002

Matter Name: General Receivership

Date of Last Billing:

Client Name: Winkler, Geoff/Receiver for Essex Capital Corporation

Proforma Number 1425303

Client/Matter Joint Group # 378224-1

Fees for Matter 378224-00002 (General Receivership)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
04/01/19	7797240	Confer with Receiver's office and counsel re receivership administration issues (0.5).	Del Castillo, Joshua	0.5	281.25	281.25	WO	HD TR_____
04/01/19	7823936	Confer with counsel regarding April 4 mediation between SEC and Mr. Iannelli, and first Interim Report (.3).	Aspis, Norman	0.3	105.30	386.55	WO	HD TR_____
04/03/19	7799189	E-mails with mediator and Receiver re upcoming mediation administration (0.5); teleconference with mediator (0.1); meet with Receiver and attention to mediation preparation issues (0.5).	Del Castillo, Joshua	1.1	618.75	1,005.30	WO	HD TR_____
04/04/19	7800883	Prepare for and attend Essex mediation (4.5).	Del Castillo, Joshua	4.5	2,531.25	3,536.55	WO	HD TR_____
04/05/19	7801723	Review notice of SEC/defendant settlement and confer with counsel and Receiver's office re same (0.5); analysis of post-settlement administrative concerns (0.7).	Del Castillo, Joshua	1.2	675.00	4,211.55	WO	HD TR_____
04/05/19	7804519	Confer with counsel regarding SEC mediation, case administration, and subpoenas.	Aspis, Norman	0.5	175.50	4,387.05	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
04/09/19	7805345	Review voicemail from SEC re proposed bifurcated consent and confer with Receiver and counsel re same (0.5).	Del Castillo, Joshua	0.5	281.25	4,668.30	WO	HD TR_____
04/10/19	7806339	Confer with Receiver re settlement / consent issues (0.5).	Del Castillo, Joshua	0.5	281.25	4,949.55	WO	HD TR_____
04/10/19	7806685	Prepare for and case admin teleconference with Receiver's office (1.0).	Del Castillo, Joshua	1.0	562.50	5,512.05	WO	HD TR_____
04/17/19	7812952	Attention to case administration matters and prepare for and attend case administration call with Receiver (1.2).	Del Castillo, Joshua	1.2	675.00	6,187.05	WO	HD TR_____
04/23/19	7817509	Attention to case administration issues and prepare and provide counsel with agenda for administrative call with Receiver (0.5).	Del Castillo, Joshua	0.5	281.25	6,468.30	WO	HD TR_____
04/24/19	7820394	Review and respond to correspondence re pressing estate administration matter (0.7).	Del Castillo, Joshua	0.7	393.75	6,862.05	WO	HD TR_____
04/27/19	7821143	Attention to case administration issues and prepare agenda for discussion (0.9); circulate same and revise (0.2).	Del Castillo, Joshua	1.1	618.75	7,480.80	WO	HD TR_____
04/29/19	7821604	Review documents and attention to case management matters (0.5).	Del Castillo, Joshua	0.5	281.25	7,762.05	WO	HD TR_____
05/06/19	7830484	Attention to pending case administration matters and confer with counsel re same (0.7).	Del Castillo, Joshua	0.7	393.75	8,155.80	WO	HD TR_____
05/15/19	7839886	Review notes and e-mails re case and receivership administration (0.8); e-mails and teleconferences with	Del Castillo, Joshua	1.8	1,012.50	9,168.30	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		counsel and Receiver's office re administration matters (1.0).						
05/16/19	7840301	Prepare for and attend receivership team case administration call (1.1).	Del Castillo, Joshua	1.1	618.75	9,787.05	WO HD	TR_____
05/28/19	7848890	Attention to case administration status matters (0.5).	Del Castillo, Joshua	0.5	281.25	10,068.30	WO HD	TR_____
05/30/19	7851612	Prepare for and team call re case administration matters (0.8); review SEC settlement filings and confer with Receiver's office re same (0.2).	Del Castillo, Joshua	1.0	562.50	10,630.80	WO HD	TR_____
06/03/19	7857076	Attention to and confer with counsel regarding tax inquiry raised by Receiver (0.9).	Del Castillo, Joshua	0.9	506.25	11,137.05	WO HD	TR_____
06/13/19	7869238	Prepare for and administrative teleconference with Receiver's office (1.0).	Del Castillo, Joshua	1.0	562.50	11,699.55	WO HD	TR_____
06/18/19	7872776	Meeting with counsel to address outstanding case administration matters (0.6).	Del Castillo, Joshua	0.6	337.50	12,037.05	WO HD	TR_____

Disbursements for Matter 378224-00002 (General Receivership)

Trans Date	Index	Type	Quantity	Amt	Circle	Action
04/10/19	2527942	Document Search -- PACER Service Center, 1/01/2019-3/31/2019^44 06104-Q12019^4406104Q12019B	1.00	52.10	WO HD	TR_____
04/16/19	2518249	Messenger -- Federal Express Invoice No: 652650706 2369 Ship To: Legal Order Processing	1.00	20.91	WO HD	TR_____
05/01/19	2528666	Messenger - - Nationwide Legal, LLC, USDC CENTRAL DISTRICT, DELIVER COURTESY^193559	1.00	23.00	WO HD	TR_____

Trans Date	Index	Type	Quantity	Amt	Circle	Action
05/01/19	2528667	Messenger -- Nationwide Legal, LLC, USDC CENTRAL DISTRICT, DELIVER COURTESY^193559	1.00	4.00	WO HD	TR_____
05/02/19	2522034	Text Editing ^Create/Edit/Revise Word Documents USER DEFINED 1: 000313	0.20	6.00	WO HD	TR_____
05/02/19	2524742	Text Editing ^Create/Edit/Revise Word Documents USER DEFINED 1: 000313	1.30	39.00	WO HD	TR_____
05/03/19	2522035	Text Editing ^Create/Edit/Revise Word Documents USER DEFINED 1: 000313	0.30	9.00	WO HD	TR_____
05/03/19	2522036	Text Editing ^Create/Edit/Revise Word Documents USER DEFINED 1: 000313	0.50	15.00	WO HD	TR_____
05/16/19	2535546	Service of Process -- Nationwide Legal, LLC, E-TRADE SECURITIES, SUBPOENA^193625	1.00	185.00	WO HD	TR_____
05/16/19	2535547	Service of Process -- Nationwide Legal, LLC, FIFTH THIRD BANK, SUBPOENA^193625	1.00	51.00	WO HD	TR_____
05/16/19	2535548	Service of Process -- Nationwide Legal, LLC, INTERACTIVE BROKERS LLC, SUBPOENA^193625	1.00	345.00	WO HD	TR_____
05/16/19	2535549	Service of Process -- Nationwide Legal, LLC, M&T BANK, SUBPOENA^193625	1.00	345.00	WO HD	TR_____
05/16/19	2535550	Service of Process -- Nationwide Legal, LLC, MERRILL LYNCH, SUBPOENA^193625	1.00	51.00	WO HD	TR_____
05/16/19	2535551	Service of Process -- Nationwide Legal, LLC, BANK OF NEW YORK MELLON, SUBPOENA^193625	1.00	95.00	WO HD	TR_____
05/16/19	2535552	Service of Process -- Nationwide Legal, LLC, CITIBANK N.A., SUBPOENA^193625	1.00	325.00	WO HD	TR_____
05/23/19	2535553	Messenger -- Nationwide Legal, LLC, USDC CENTRAL DISTRICT, DELIVER COURTESY^193625	1.00	21.00	WO HD	TR_____
06/04/19	2532493	Messenger -- Federal Express Invoice No: 658257772 2369 Ship To: GEOFF WINKLER	1.00	32.91	WO HD	TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001842	Joshua Del Castillo	20.9	562.50	11,756.25
002369	Norman Aspis	0.8	351.00	280.80
		21.7		12,037.05
Total Fees				12,037.05
Total Disbursements				1,619.92

Attorney Billing Instructions

<input type="checkbox"/>	BILL ALL	<input type="checkbox"/>	Hold
<input type="checkbox"/>	BILL FEES ONLY	<input type="checkbox"/>	Write Off
<input type="checkbox"/>	BILL COST ONLY	<input type="checkbox"/>	Transfer All

Billing Instructions

expires 6/30/2020: 10% off standard rates (automatic)

Account Summary- As Of 06/30/2019

	Fiscal YTD			Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	58,935.55	54,112.50	4,823.05	19,039.87	17,419.95	1,619.92	19,039.87	17,419.95	1,619.92
Unbilled Adj	(4,644.90)	(4,644.90)	0.00	(4,644.90)	(4,644.90)	0.00	(4,644.90)	(4,644.90)	0.00
Billed	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Collected	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	Fees	Cost						
WIP Balance	48,889.75	44,066.70	4,823.05						
AR Balance	0.00	0.00	0.00						
Unalloc Payment	0.00								
Client Trust Balance	0.00								

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Alvarez & Marsal LLC

100 Pine Street, Suite 900
San Francisco, CA 94111-5222
ATTN: Geoff Winkler

Preliminary Billing Form

Billing Atty: 001842 - Joshua Del Castillo

Matter #: 378224-00003

Matter Name: Asset Recovery & Management

Date of Last Billing:

Client Name: Winkler, Geoff/Receiver for Essex Capital Corporation

Proforma Number 1425304

Client/Matter Joint Group # 378224-1

Fees for Matter 378224-00003 (Asset Recovery & Management)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
04/01/19	7798184	Emails with counsel/Cousinue concerning the Carp. Valley Lumber transaction follow-up (.3); Follow-up on accounting and records related to the CVL transactions (.3).	Zaro, David	0.6	445.50	445.50	WO HD TR_____
04/03/19	7801141	Legal research re: source of funds as it relates to Ponzi schemes (1.0); prepare email memorandum re: same (.4).	Villagomez, Stacey	1.4	441.00	886.50	WO HD TR_____
04/06/19	7803166	Review and respond to correspondence re asset recovery and administration re CVL (0.7); review notes and additional materials recently provided re same (0.7); review Amagansett/Grant transaction documents and prepare summary for Receiver (1.7).	Del Castillo, Joshua	3.1	1,743.75	2,630.25	WO HD TR_____
04/08/19	7806742	Work on the issues related to recovery of Amagansett, Carpenteria Valley Lumber, follow-up with counsel (.6). Review emails, analysis of the issues related to Amagansett holdings/advice to Receiver counsel (.3).	Zaro, David	0.9	668.25	3,298.50	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
04/08/19	7803495	Confer with SEC re nature of Iannelli settlement and related matter (0.2); confer with counsel re recovery of Iannelli personal property interests paid for with receivership funds (0.5).	Del Castillo, Joshua	0.7	393.75	3,692.25	WO HD TR_____
04/08/19	7822388	Confer with counsel regarding CVL.	Aspis, Norman	0.2	70.20	3,762.45	WO HD TR_____
04/09/19	7805504	Confer with counsel re Amagansett and review documents in connection with asset recovery issues associated with same (1.5).	Del Castillo, Joshua	1.5	843.75	4,606.20	WO HD TR_____
04/10/19	7807985	Follow-up and further analysis of the records/background as to CVL transaction, accounting/chronology (.9).	Zaro, David	0.9	668.25	5,274.45	WO HD TR_____
04/10/19	7806483	Confer with Receiver's office and counsel re asset recovery issues, including as relates to pending lease buyout matters and review associated documents re same (0.8).	Del Castillo, Joshua	0.8	450.00	5,724.45	WO HD TR_____
04/15/19	7810657	Analysis of Receiver's accounting and review associated documents (1.5); prepare disgorgement analysis and outline for discussion with counsel at Akerman (1.0).	Del Castillo, Joshua	2.5	1,406.25	7,130.70	WO HD TR_____
04/16/19	7811033	Confer with counsel for Grant re accounting results and prospective resolution of claims (0.6); review documents and confer with Receiver's office re same (0.5); review T2 Biosystems contract and materials and confer with Receiver's office re buyout offer received from T2 (0.8).	Del Castillo, Joshua	1.9	1,068.75	8,199.45	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
04/17/19	7812953	Analysis of asset recovery and disgorgement demand theories and confer with counsel re same (1.0); correspondence re same (0.6).	Del Castillo, Joshua	1.6	900.00	9,099.45	WO HD TR_____
04/19/19	7817434	Review of the disputes as to assets, turnover issues, meeting with counsel to address the CVL and Amagansett issues, strategy (.8).	Zaro, David	0.8	594.00	9,693.45	WO HD TR_____
04/19/19	7815800	Additional analysis of Essex obligations and rights in CVL transaction, review documents, and confer with counsel re asset recovery and loan enforcement issues (2.5).	Del Castillo, Joshua	2.5	1,406.25	11,099.70	WO HD TR_____
04/19/19	7823916	Confer with counsel regarding CVL (.3).	Aspis, Norman	0.3	105.30	11,205.00	WO HD TR_____
04/22/19	7816746	Revise CVL turnover demand letter and deliver to D. Zaro for discussion (0.6); finalize and deliver demand letter to MBT counsel re attorneys' fees set-aside (0.4).	Del Castillo, Joshua	1.0	562.50	11,767.50	WO HD TR_____
04/22/19	7817577	Prepare for and participate in teleconference with J. Hall regarding Amagansett (.6).	Aspis, Norman	0.6	210.60	11,978.10	WO HD TR_____
04/23/19	7818410	Analysis of the issues related to the assets re Mr. Grant/transfers, accounting, prospects for recovery (.4). Several conferences with counsel, draft/revise letter concerning the turnover of LLC interests (.8). Several meetings with counsel to address the strategy related to grant/CVL (.4).	Zaro, David	1.6	1,188.00	13,166.10	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
04/23/19	7817336	Review documents and attention to assert recovery matters, including CVL demand and MBT demand (0.7); teleconference with I. Kallick re MBT demand (0.5); e-mails re prospective T2 buyout (0.2).	Del Castillo, Joshua	1.4	787.50	13,953.60	WO	HD TR_____
04/23/19	7817570	Examine issues regarding Amagansett and draft email regarding the same (.4); confer with counsel regarding Amagansett, CVL, and receivership overview (.6).	Aspis, Norman	1.0	351.00	14,304.60	WO	HD TR_____
04/24/19	7820148	Work on further issues related to CVL and Grant assets recovery, assessment of claims issues (.6). Analysis of accounting records, the agreements and documents related to the Grant transaction, advice to counsel re same (.8).	Zaro, David	1.4	1,039.50	15,344.10	WO	HD TR_____
04/26/19	7821130	Complete initial disgorgement analysis and prepare outline for discussion with Receiver re same (1.5); review and assemble materials in connection with potential disgorgement defendants (1.0).	Del Castillo, Joshua	2.5	1,406.25	16,750.35	WO	HD TR_____
04/29/19	7821813	Analysis of case law re anticipated formal turnover demand to MB&T (1.2).	Del Castillo, Joshua	1.2	675.00	17,425.35	WO	HD TR_____
04/30/19	7822994	Attention to asset recovery matters, including with respect to CVL and potential voidable transfers, and legal analysis of same (2.1); review and respond to correspondence from Akerman in connection with potential receivership claim (0.1); confer with	Del Castillo, Joshua	2.7	1,518.75	18,944.10	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		Receiver and counsel re same (0.5).						
05/01/19	7828783	Call related to the analysis of Grant/Amagansett interest (.2). Further analysis of recovery of assets from net winner investors (.4).	Zaro, David	0.6	445.50	19,389.60	WO	HD TR_____
05/01/19	7826956	Complete legal analysis of prospective MBT turnover demand, review MBT loan and security materials, and confer with counsel re same (1.4).	Del Castillo, Joshua	1.4	787.50	20,177.10	WO	HD TR_____
05/01/19	7827360	Review documents, e-mails and teleconferences with Receiver, counsel, and third party representatives, and attention to lease revenue administration and hard asset recovery matters (2.8).	Del Castillo, Joshua	2.8	1,575.00	21,752.10	WO	HD TR_____
05/02/19	7829018	Call re letter/demand with counsel (.6). Research/analysis of the issues related to fraudulent conveyance and the theories for recovery (1.2). Review/analysis of accounting and records, client documents prepare draft letter to Iannelli counsel (1.1)	Zaro, David	2.9	2,153.25	23,905.35	WO	HD TR_____
05/02/19	7827968	E-mails and teleconferences with counsel re CVL transactions and turnover demand (0.6); review documents re same (0.8); review documents provided by Receiver's office in connection with real properties implicating estate assets (0.5).	Del Castillo, Joshua	1.9	1,068.75	24,974.10	WO	HD TR_____
05/03/19	7832755	Research/analysis of the fraudulent conveyance and rescission issues as	Zaro, David	0.8	594.00	25,568.10	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		to Galley/Reynor/CVL (.8).						
05/06/19	7834498	Review purchase and sale documentation, notes and operating agreement and amendments.	Hall, Debra	0.9	607.50	26,175.60	WO HD	TR_____
05/06/19	7830568	Review and revise draft demand to Iannelli for turnover of CVL interest and confer re same (0.5).	Del Castillo, Joshua	0.5	281.25	26,456.85	WO HD	TR_____
05/07/19	7834475	Call with counsel, follow-up email related to CVL assignment and letter (2). Analysis and work on the draft of the assignment, follow-up with counsel (.6). Further review of strategy and claims associated with recovery (.6).	Zaro, David	1.4	1,039.50	27,496.35	WO HD	TR_____
05/07/19	7834502	Analysis of operating agreement provisions relating to assignment of interests and withdrawal of partner. (.5) Prepare Assignment of Membership Interest documentation for Mr. Iannelli Jr. and Mr. Iannelli Sr. (.7)	Hall, Debra	1.2	810.00	28,306.35	WO HD	TR_____
05/07/19	7831997	Review documents and prepare demand letters re turnover of suspected estate assets and confer with counsel re same (3.0); review and revise draft assignment agreement and confer re same (0.2).	Del Castillo, Joshua	3.2	1,800.00	30,106.35	WO HD	TR_____
05/07/19	7832753	Attention to issues associated with proposed CVL assignment agreement (0.6); confer with counsel and finalize turnover demand (0.6).	Del Castillo, Joshua	1.2	675.00	30,781.35	WO HD	TR_____
05/08/19	7833072	Finalize turnover demand and transmit to Iannelli counsel (0.5);	Del Castillo, Joshua	1.0	562.50	31,343.85	WO HD	TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		confer with counsel re valuation of Amagansett partnership interest (0.5).						
05/09/19	7835396	Additional analysis of potential disgorgement claims and confer with counsel re same (1.5); review documents in connection with same (0.3).	Del Castillo, Joshua	1.8	1,012.50	32,356.35	WO	HD TR_____
05/13/19	7837003	Review and respond to e-mails re asset recovery issues, and analysis of Amagansett valuation matters (0.7); teleconference with counsel re same (0.5).	Del Castillo, Joshua	1.2	675.00	33,031.35	WO	HD TR_____
05/14/19	7838753	E-mails and teleconferences re asset recovery issues and strategy (0.9); analysis of additional case law re same (0.9).	Del Castillo, Joshua	1.8	1,012.50	34,043.85	WO	HD TR_____
05/15/19	7840252	Follow-up as to asset values for the entitles held by Amangasett Partnership, address strategy with counsel and Receiver (.5). Assess further issues related to assets valuation/advice to counsel (.3).	Zaro, David	0.8	594.00	34,637.85	WO	HD TR_____
05/15/19	7839895	Confer with counsel re asset valuation matters (0.5).	Del Castillo, Joshua	0.5	281.25	34,919.10	WO	HD TR_____
05/16/19	7842734	Analysis of the possible net winners, fraudulent conveyance issues, case law and the CUVTA (.7). Call/meeting with counsel as to the Amangasett asset values and issues (.3). Meeting with Receiver and Mr. Hall to advise as to legal issues/strategy (.3).	Zaro, David	1.3	965.25	35,884.35	WO	HD TR_____
05/18/19	7842653	Review documents and attention to	Del Castillo, Joshua	2.7	1,518.75	37,403.10	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		and analysis of additional asset recovery or liquidation matters (2.7).					
05/20/19	7843940	Research/legal analysis of the potential fraudulent conveyance claims and follow-up call with Receiver to address transfers/accounting and valuation elements (.6).	Zaro, David	0.6	445.50	37,848.60	WO HD TR_____
05/20/19	7842882	E-mails re MBT reconciliation and receivership entity payment stream (0.3); e-mails re CVL turnover demand and confer re same (0.5).	Del Castillo, Joshua	0.8	450.00	38,298.60	WO HD TR_____
05/20/19	7855229	Confer with counsel regarding Amagansett.	Aspis, Norman	0.3	105.30	38,403.90	WO HD TR_____
05/23/19	7847344	Analysis of the issues concerning CVL transaction/recovery of interest/enforcement of loans/follow-up advice to Receiver (.6).	Zaro, David	0.6	445.50	38,849.40	WO HD TR_____
05/23/19	7848550	Attention to issues associated with apparent Grant transfers and review and respond to correspondence re same (0.9); review voicemail from MBT counsel (0.1).	Del Castillo, Joshua	1.0	562.50	39,411.90	WO HD TR_____
05/23/19	7854558	Confer with counsel regarding CVL (.5); confer with counsel regarding Amagansett (.3); and confer with Locke Lord regarding litigation strategy in the SDNY (.5).	Aspis, Norman	1.3	456.30	39,868.20	WO HD TR_____
05/24/19	7848565	Review correspondence from J. deNeve re CVL demand and confer with counsel re same (0.3).	Del Castillo, Joshua	0.3	168.75	40,036.95	WO HD TR_____
05/27/19	7848571	Conduct legal analysis of foreclosure	Del Castillo, Joshua	2.5	1,406.25	41,443.20	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		issues and prepare summary re same (2.5).						
05/28/19	7851740	Several emails/conferences re Essex notes/recovery strategy as to CVL notes/Galley claims and advice re foregoing issues (.4).	Zaro, David	0.4	297.00	41,740.20	WO	HD TR_____
05/28/19	7848947	E-mails and teleconference with counsel and Receiver's office re asset valuation and recovery matters (0.8).	Del Castillo, Joshua	0.8	450.00	42,190.20	WO	HD TR_____
05/28/19	7854351	Confer with counsel and J. Hall regarding CVL (.5).	Aspis, Norman	0.5	175.50	42,365.70	WO	HD TR_____
05/29/19	7850313	Analysis of prospective claims to bring particular entities within the ambit of receivership and confer with counsel re same (1.0).	Del Castillo, Joshua	1.0	562.50	42,928.20	WO	HD TR_____
05/31/19	7852822	Review and respond to correspondence from I. Kallick re MBT set-asides, review notes and prior correspondence, and prepare for teleconference re same (0.5).	Del Castillo, Joshua	0.5	281.25	43,209.45	WO	HD TR_____
06/03/19	7858173	Further analysis/evaluation of the judgments/consents of Iannelli, assess impact upon the receivership, turnover demands and records recovery (.3).	Zaro, David	0.3	222.75	43,432.20	WO	HD TR_____
06/03/19	7856974	Teleconference with counsel for MBT re lease servicing and attorneys' fees matters (0.2); e-mails re same (0.1); review and assemble materials for transmittal to MBT counsel (0.6).	Del Castillo, Joshua	0.9	506.25	43,938.45	WO	HD TR_____
06/04/19	7860567	Call with counsel and advice as to Amagansett issues concerning	Zaro, David	0.7	519.75	44,458.20	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		discovery (.3). Analysis of the issues/strategy re CVL claims/advice to counsel re litigation (.4).						
06/04/19	7857832	Confer with counsel re CVL and Amagansett valuation and recovery matters and review documents in connection with same (1.0); e-mails with I. Kallick re same (0.2).	Del Castillo, Joshua	1.2	675.00	45,133.20	WO	HD TR_____
06/06/19	7865804	Analysis of the records and valuation information available with regard to Receiver assets, develop plan for discovery and for valuation, meeting with counsel concerning valuation issues (.7).	Zaro, David	0.7	519.75	45,652.95	WO	HD TR_____
06/06/19	7862955	Attention to CVL recovery issues (0.6).	Del Castillo, Joshua	0.6	337.50	45,990.45	WO	HD TR_____
06/07/19	7863529	Analysis of jurisdictional issues in connection with potential disgorgement actions and confer with counsel re same (1.0); prepare initial write-up for same (1.0).	Del Castillo, Joshua	2.0	1,125.00	47,115.45	WO	HD TR_____
06/11/19	7870258	Several conferences with counsel, advice as to the CVL notes and recovery strategy (.4).	Zaro, David	0.4	297.00	47,412.45	WO	HD TR_____
06/13/19	7870402	Analysis of the issues concerning settlement meeting, advice to counsel as to strategy (.4). Follow-up call concerning the back-up accounting to support actions to recover assets (.3).	Zaro, David	0.7	519.75	47,932.20	WO	HD TR_____
06/16/19	7871036	Review draft disgorgement complaints and analysis of issues presented in same (0.7); legal analysis of safe harbor limitations	Del Castillo, Joshua	1.2	675.00	48,607.20	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		rules (0.5).						
06/17/19	7872933	Work on issues concerning the Grant/Amangasett, follow-up emails with counsel for Grant parties (.4).	Zaro, David	0.4	297.00	48,904.20	WO	HD TR_____
06/17/19	7871652	E-mails, teleconferences, and review documents in connection with outstanding asset recovery efforts (1.2); confer with counsel re same (0.3); analysis of issues re summary procedures to recover assets and confer with counsel re same (0.7).	Del Castillo, Joshua	2.2	1,237.50	50,141.70	WO	HD TR_____
06/17/19	7885281	Confer with counsel regarding CVL.	Aspis, Norman	0.4	140.40	50,282.10	WO	HD TR_____
06/18/19	7874169	Prepare for/attend conference with Mr. Napoli as to the 3 claimants, Grant, Perry and Wolansky (.6). Follow-up meeting with counsel to address accounting, property valuations (.4).	Zaro, David	1.0	742.50	51,024.60	WO	HD TR_____
06/19/19	7874933	Analysis of issues related to results of settlement conference, advice to counsel concerning the strategy for litigation and settlement (.3).	Zaro, David	0.3	222.75	51,247.35	WO	HD TR_____
06/19/19	7873983	Review analysis and confer with counsel re CVL turnover or disgorgement question (0.5).	Del Castillo, Joshua	0.5	281.25	51,528.60	WO	HD TR_____
06/20/19	7876878	Follow-up on issues related to the CVL accounting/treatment of debt and strategy, call with counsel (.3). Emails related to the SEC abstracts of judgment as to Iannelli and assess next steps, possible collection issues (.3).	Zaro, David	0.6	445.50	51,974.10	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
06/20/19	7875703	Review correspondence from CVL counsel re Receiver's position on asset and confer with counsel re same (0.5); review analysis of Essex funds used in CVL purchase and prepare recommendation based on document review and analysis of same (1.1); confer with counsel re enforcement of judgment against Iannelli assets (0.5).	Del Castillo, Joshua	2.1	1,181.25	53,155.35	WO	HD TR _____
06/24/19	7878115	E-mails with counsel re asset turnover demands (0.5); analysis of prospective constructive trust claims (0.9); prepare update and recommendation to Receiver (0.5).	Del Castillo, Joshua	1.9	1,068.75	54,224.10	WO	HD TR _____
06/26/19	7879956	Correspondence re CVL turnover demand and prepare update re same (0.5); review correspondence re funds paid on leases to receivership and anticipated, forthcoming payments (0.5).	Del Castillo, Joshua	1.0	562.50	54,786.60	WO	HD TR _____
06/28/19	7883750	Email to counsel for Grant, Perry, Amagansett as to settlement, accounting valuation status (.2).	Zaro, David	0.2	148.50	54,935.10	WO	HD TR _____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	20.9	742.50	15,518.25
001578	Debra Hall	2.1	675.00	1,417.50
001842	Joshua Del Castillo	63.9	562.50	35,943.75
002336	Stacey Villagomez	1.4	315.00	441.00
002369	Norman Aspis	4.6	351.00	1,614.60
		<u>92.9</u>		<u>54,935.10</u>

Total Fees 54,935.10
 Total Disbursements 0.00

Attorney Billing Instructions

() BILL ALL () Hold
 () BILL FEES ONLY () Write Off
 () BILL COST ONLY () Transfer All

Billing Instructions

expires 6/30/2020: 10% off standard rates (automatic)

Account Summary- As Of 06/30/2019

	Fiscal YTD			Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	115,085.25	115,085.25	0.00	63,911.70	63,911.70	0.00	63,911.70	63,911.70	0.00
Unbilled Adj	(2,730.60)	(2,730.60)	0.00	(4,762.35)	(4,762.35)	0.00	(4,762.35)	(4,762.35)	0.00
Billed	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Collected	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
WIP Balance	102,657.60	102,657.60	0.00						
AR Balance	0.00	0.00	0.00						
Unalloc Payment	0.00								
Client Trust Balance	0.00								

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222
 ATTN: Geoff Winkler

07/11/19 10:45:37 PROFORMA STATEMENT FOR MATTER 378224-00004 (Winkler, Geoff/Receiver for Essex Capital Corporation) (Investigation/Reporting)

Preliminary Billing Form

Billing Atty: 001842 - Joshua Del Castillo

Matter #: 378224-00004

Matter Name: Investigation/Reporting

Date of Last Billing:

Client Name: Winkler, Geoff/Receiver for Essex Capital Corporation

Proforma Number 1425305

Client/Matter Joint Group # 378224-1

Fees for Matter 378224-00004 (Investigation/Reporting)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
04/01/19	7798185	Follow-up on the records related to the CVL asset from counsel and analysis of disputed accounting and related issues/transactions (.8).	Zaro, David	0.8	594.00	594.00	WO HD TR_____
04/01/19	7797196	Review and revise draft Initial Report (2.2); confer with Receiver's office and respond to SEC inquiry re accounting and investigations 1.5); confer with counsel re same (0.3).	Del Castillo, Joshua	4.0	2,250.00	2,844.00	WO HD TR_____
04/02/19	7799449	Follow-up with counsel for Receiver re background, transactional records, accounting and discovery (.2). Email with CVL counsel re transaction (.6).	Zaro, David	0.8	594.00	3,438.00	WO HD TR_____
04/02/19	7798093	E-mails and teleconferences with Receiver, SEC, and defendant's counsel re Receiver's preliminary accounting, follow-up questions re same, and related issues (2.5).; confer with counsel re revisions to Interim Report (0.5); complete initial revisions and confer with counsel re transmittal to Receiver for review and comment (0.6).	Del Castillo, Joshua	3.6	2,025.00	5,463.00	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
04/02/19	7798854	Confer with counsel regarding Goldman Sachs subpoena, and communicate with Goldman Sachs regarding the same (.4).	Aspis, Norman	0.4	140.40	5,603.40	WO	HD TR_____
04/02/19	7798863	Draft edits to First Interim Report.	Aspis, Norman	0.4	140.40	5,743.80	WO	HD TR_____
04/03/19	7803417	Analysis of further records, follow-up with counsel related to Carpinteria Valley Lumber and 915 Elm LLC loans concerning disputed issues (.8). Conference with counsel/Receiver, follow-up on open subpoena and defendant turnover (.5).	Zaro, David	1.3	965.25	6,709.05	WO	HD TR_____
04/03/19	7799455	Review inquiries re preliminary accounting and attention to issues re same (1.0).	Del Castillo, Joshua	1.0	562.50	7,271.55	WO	HD TR_____
04/03/19	7825912	Confer with Receiver and Goldman Sachs regarding Goldman Sachs response to subpoena.	Aspis, Norman	0.3	105.30	7,376.85	WO	HD TR_____
04/04/19	7804276	Research/analysis concerning the Carpenteria Valley Lumber records, notes and loan agreements/amendments to the operating agreement (1.6).	Zaro, David	1.6	1,188.00	8,564.85	WO	HD TR_____
04/04/19	7801179	Review and respond to correspondence re outstanding or pending discovery (0.8).	Del Castillo, Joshua	0.8	450.00	9,014.85	WO	HD TR_____
04/05/19	7804305	Call with counsel, email from counsel for CVL/Reynor, analysis of the dispute (.4).	Zaro, David	0.4	297.00	9,311.85	WO	HD TR_____
04/05/19	7801953	Review e-mails and confer with counsel re identification of additional accounting and necessary associated	Del Castillo, Joshua	1.0	562.50	9,874.35	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		discovery (0.5); review documents in connection with anticipated additional discovery (0.5).						
04/05/19	7804520	Confer with J. Hall regarding certain documents pertaining to financial institutions (.2).	Aspis, Norman	0.2	70.20	9,944.55	WO	HD TR_____
04/06/19	7803099	Review flagged documents and prepare notes re same (2.0).	Del Castillo, Joshua	2.0	1,125.00	11,069.55	WO	HD TR_____
04/10/19	7806710	Confer with counsel re pending accounting matters and e-mails with Receiver's office re same (0.6); review materials forwarded by Receiver's office (0.4).	Del Castillo, Joshua	1.0	562.50	11,632.05	WO	HD TR_____
04/10/19	7822461	Confer with counsel regarding Locke Lord strategy and first interim report (.4); update first interim report (.3).	Aspis, Norman	0.7	245.70	11,877.75	WO	HD TR_____
04/11/19	7808380	Review and revise draft Interim Report and confer with counsel re same (0.9).	Del Castillo, Joshua	0.9	506.25	12,384.00	WO	HD TR_____
04/12/19	7809899	Several emails/call with counsel, advice as to the Receiver's draft of the Receiver's report (.6).	Zaro, David	0.6	445.50	12,829.50	WO	HD TR_____
04/12/19	7808691	Review materials and confer with counsel re outstanding discovery issues (1.5).	Del Castillo, Joshua	1.5	843.75	13,673.25	WO	HD TR_____
04/13/19	7810739	Review accounting summaries provided by Receiver's office and prepare updates and inquiries re same (1.4); prepare internal administrative outline based on accounting summaries (1.1).	Del Castillo, Joshua	2.5	1,406.25	15,079.50	WO	HD TR_____
04/15/19	7813335	Emails/calls with counsel to provide	Zaro, David	0.3	222.75	15,302.25	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		advice re accounting issues/report (.3).						
04/15/19	7810653	Review and revise First Interim Report materials and transmit to SEC for meet and confer purposes (0.8).	Del Castillo, Joshua	0.8	450.00	15,752.25	WO	HD TR_____
04/17/19	7812965	Detailed review of documents in connection with asset identification and recovery investigation (3.5).	Del Castillo, Joshua	3.5	1,968.75	17,721.00	WO	HD TR_____
04/18/19	7813626	Confer with counsel re accounting inquiries (0.4); review and respond to accounting inquiry from M. Napoli (0.1).	Del Castillo, Joshua	0.5	281.25	18,002.25	WO	HD TR_____
04/22/19	7817589	Teleconference with Bank of America regarding account freeze.	Aspis, Norman	0.3	105.30	18,107.55	WO	HD TR_____
04/24/19	7822671	Review and respond to correspondence re Grant accounting (0.3).	Del Castillo, Joshua	0.4	225.00	18,332.55	WO	HD TR_____
04/24/19	7818746	Teleconference with J. Hall regarding subpoenas and Amagansett.	Aspis, Norman	0.6	210.60	18,543.15	WO	HD TR_____
04/25/19	7823967	Analysis of accounting issues related to the Receiver accounting report, scope and investigation (.6). Conference call with the Receiver and counsel related to the accounting issues/strategy (.6). Further review of the issues related to discovery and grant accounting (.4).	Zaro, David	1.6	1,188.00	19,731.15	WO	HD TR_____
04/25/19	7819698	Attention to accounting issues, with specific focus on Grant and CVL transactions (1.5); confer with counsel and review materials in connection with same (0.6); teleconference with	Del Castillo, Joshua	2.6	1,462.50	21,193.65	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		Receiver (0.5).						
04/29/19	7821610	Review deposition transcripts in connection with Receiver's investigation (0.9).	Del Castillo, Joshua	0.9	506.25	21,699.90	WO	HD TR_____
04/30/19	7826587	Analysis of the issues and advice to counsel and Receiver concerning the discovery related to Amangasett, Banks, brokerages and Grant, review memorandum with counsel (.4). Revise/advice to counsel re Receiver's report and further accounting issues (.5).	Zaro, David	0.9	668.25	22,368.15	WO	HD TR_____
04/30/19	7822990	Review documents in connection with anticipated disgorgement actions and confer with counsel re same (1.5).	Del Castillo, Joshua	1.5	843.75	23,211.90	WO	HD TR_____
04/30/19	7825756	Review subpoena status (.4); provide overview to counsel (.5); communicate with financial institutions regarding productions (.6).	Aspis, Norman	1.5	526.50	23,738.40	WO	HD TR_____
05/01/19	7828816	Conference call with the Receiver and Receiver staff/counsel to address status/strategy related to discovery and accounting issues (.7). Follow-up on Receiver meeting to address approach to discovery/subpoena scope (.4).	Zaro, David	1.1	816.75	24,555.15	WO	HD TR_____
05/08/19	7837019	Investigate/analysis of the issues as to ownership interest in Amangasett entity (.4).	Zaro, David	0.4	297.00	24,852.15	WO	HD TR_____
05/09/19	7856124	Confer with UBS regarding subpoena response.	Aspis, Norman	0.2	70.20	24,922.35	WO	HD TR_____
05/14/19	7839252	Research/analysis of grant related	Zaro, David	1.4	1,039.50	25,961.85	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		transactions, documents, emails and letter concerning the current proposal (1.1). Follow-up meeting with corporate counsel as to the Amangasset entity assets (.3).						
05/15/19	7839897	Review subpoenas and confer with counsel re status of pending discovery (0.9).	Del Castillo, Joshua	0.9	506.25	26,468.10	WO	HD TR_____
05/15/19	7855358	Draft subpoenas to various financial institutions (1.2); confer with J. Hall regarding the same (.3); confer with financial institution recipients regarding the same (.3).	Aspis, Norman	1.8	631.80	27,099.90	WO	HD TR_____
05/16/19	7855295	Review, organize, and transmit UBS production to J. Hall (.7); prepare and transmit subpoenas to various financial institutions (1.1).	Aspis, Norman	1.8	631.80	27,731.70	WO	HD TR_____
05/17/19	7841527	Confer with counsel re outstanding document discovery matters and attention to same (0.5).	Del Castillo, Joshua	0.5	281.25	28,012.95	WO	HD TR_____
05/17/19	7855263	Confer with J. Hall regarding Goldman Sachs subpoena.	Aspis, Norman	0.2	70.20	28,083.15	WO	HD TR_____
05/20/19	7842880	Confer with counsel and attention to document recovery and other discovery issues (0.9).	Del Castillo, Joshua	0.9	506.25	28,589.40	WO	HD TR_____
05/20/19	7843601	Draft follow-up letter to American Express regarding subpoena (.3); confer with counsel regarding the same (.1).	Aspis, Norman	0.4	140.40	28,729.80	WO	HD TR_____
05/21/19	7843996	E-mails and teleconference with representative of prospective non-profit creditor group (0.8).	Del Castillo, Joshua	0.8	450.00	29,179.80	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
05/21/19	7854597	Confer with counsel regarding non-profit entity lender in Essex (.3); and communicate with entity's counsel (.4).	Aspis, Norman	0.7	245.70	29,425.50	WO	HD TR_____
05/21/19	7854742	Follow up with counsel and financial institutions regarding certain subpoenas (1.4).	Aspis, Norman	1.4	491.40	29,916.90	WO	HD TR_____
05/22/19	7854583	Confer with J. Hall regarding non-profit foundation investor and transmit promissory note (.3).	Aspis, Norman	0.3	105.30	30,022.20	WO	HD TR_____
05/24/19	7847906	Analysis of the issues regarding Receiver accounting as to third party investments/valuation and follow-up (.4).	Zaro, David	0.4	297.00	30,319.20	WO	HD TR_____
05/25/19	7850305	Attention to pending discovery matters and prepare inquiries re pending subpoenas (0.8).	Del Castillo, Joshua	0.8	450.00	30,769.20	WO	HD TR_____
05/30/19	7854298	Review production from Interactive Brokers in response to subpoena (.1); confer with S. Peng regarding the same (.2).	Aspis, Norman	0.3	105.30	30,874.50	WO	HD TR_____
05/31/19	7852468	Confer with counsel re outstanding subpoenas and discovery matters (0.7); review voicemail re same from counsel for B. Iannelli (0.1); confer with Receiver's office re same (0.3); confer with counsel re subpoena extensions (0.5); teleconference and e-mails with B. Iannelli counsel (0.5); review MBT loan documents associated with CVL transaction and additional analysis of transaction (1.4); confer with Receiver's office re	Del Castillo, Joshua	3.8	2,137.50	33,012.00	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		same (0.3).						
05/31/19	7854270	Confer with counsel and J. Hall regarding subpoenas to financial institutions (.3); inventory subpoena responses (.2).	Aspis, Norman	0.5	175.50	33,187.50	WO	HD TR_____
06/10/19	7864984	Review and respond to inquiries re pending discovery issues (0.5).	Del Castillo, Joshua	0.5	281.25	33,468.75	WO	HD TR_____
06/13/19	7869098	Teleconference with counsel for B. Iannelli re pending discovery demand and prepare update to Receiver and counsel re same (0.5); review notes and documents and confer re status of accounting analysis (0.6).	Del Castillo, Joshua	1.1	618.75	34,087.50	WO	HD TR_____
06/14/19	7869933	E-mails and confer with Receiver's office and counsel re pending and outstanding discovery issues (0.6).	Del Castillo, Joshua	0.6	337.50	34,425.00	WO	HD TR_____
06/17/19	7885271	Organize and transmit files to J. Hall from financial institutions in response to subpoenas.	Aspis, Norman	0.4	140.40	34,565.40	WO	HD TR_____
06/18/19	7872619	Confer with N. Aspis re additional requested discovery and outstanding document demands and accounting issues (0.9); e-mails re anticipated second interim report (0.5).	Del Castillo, Joshua	1.4	787.50	35,352.90	WO	HD TR_____
06/18/19	7885255	Confer with J. Hall regarding subpoena to Schwab (.1); draft subpoena to Schwab and transmit (.3); draft and transmit letter to Fifth Third bank regarding subpoena (.3).	Aspis, Norman	0.7	245.70	35,598.60	WO	HD TR_____
06/18/19	7885258	Confer with J. Hall and counsel regarding certain accounts at MB&T (.3); confer with J. Hall regarding	Aspis, Norman	0.7	245.70	35,844.30	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		accounting progress (.4).						
06/19/19	7885253	Confer with counsel and M&T Bank regarding subpoena (.2); confer with Fifth Third Bank regarding subpoena (.2).	Aspis, Norman	0.4	140.40	35,984.70	WO	HD TR_____
06/21/19	7876016	Confer with counsel extensively and e-mails re status of forensic accounting reporting, pending discovery demands, and respond to inquiries re same (1.0).	Del Castillo, Joshua	1.0	562.50	36,547.20	WO	HD TR_____
06/21/19	7885240	Confer with J. Hall regarding status of accounting (.4).	Aspis, Norman	0.4	140.40	36,687.60	WO	HD TR_____
06/24/19	7878902	Conference with counsel concerning the Receiver's accounting, the issues to complete analysis as to claw back claims (.3).	Zaro, David	0.3	222.75	36,910.35	WO	HD TR_____
06/24/19	7877985	Confer with counsel re status of outstanding discovery (0.3); attention to forensic accounting analysis in conjunction with forthcoming interim report (0.5); confer with counsel re drafting interim report and prepare initial outline for same (1.0).	Del Castillo, Joshua	2.8	1,575.00	38,485.35	WO	HD TR_____
06/24/19	7885237	Confer with Schwab regarding status of subpoena.	Aspis, Norman	0.2	70.20	38,555.55	WO	HD TR_____
06/25/19	7878977	E-mails with counsel for B. Iannelli re outstanding discovery requests and confer with counsel and Receiver's office re same (0.5); confer with counsel re reporting inquiry (0.5).	Del Castillo, Joshua	1.0	562.50	39,118.05	WO	HD TR_____
06/25/19	7884717	Confer with counsel regarding status of subpoenas(.3); confer with	Aspis, Norman	0.5	175.50	39,293.55	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		personnel at M&T Bank (.2).					
06/26/19	7884731	Confer with counsel regarding second interim report.	Aspis, Norman	0.3	105.30	39,398.85	WO HD TR_____
06/27/19	7881386	Confer with counsel re interim report outline and necessary updates and information from Receiver (0.5); review and respond to inquiries re pending subpoenas and confer with counsel for B. Iannelli re subpoena (0.8); review discovery summary and transmit for review and comment to Receiver (0.3).	Del Castillo, Joshua	1.6	900.00	40,298.85	WO HD TR_____
06/27/19	7884637	Review status of subpoenas (.4); confer with counsel regarding status of subpoenas (.5); review response letter from American Express and transmit letter in response (.3).	Aspis, Norman	1.2	421.20	40,720.05	WO HD TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	11.9	742.50	8,835.75
001842	Joshua Del Castillo	46.2	562.50	25,987.50
002369	Norman Aspis	16.8	351.00	5,896.80
		<u>74.9</u>		<u>40,720.05</u>
Total Fees				40,720.05
Total Disbursements				0.00

Attorney Billing Instructions

()	BILL ALL	()	Hold
()	BILL FEES ONLY	()	Write Off
()	BILL COST ONLY	()	Transfer All

Billing Instructions

expires 6/30/2020: 10% off standard rates (automatic)

Account Summary- As Of 06/30/2019

	Fiscal YTD			Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	105,356.82	105,240.60	116.22	50,388.00	50,320.80	67.20	50,388.00	50,320.80	67.20
Unbilled Adj	(4,442.55)	(4,375.35)	(67.20)	(5,141.85)	(5,074.65)	(67.20)	(5,141.85)	(5,074.65)	(67.20)
Billed	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Collected	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
WIP Balance	92,675.22	92,626.20	49.02						
AR Balance	0.00	0.00	0.00						
Unalloc Payment	0.00								
Client Trust Balance	0.00								

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222
 ATTN: Geoff Winkler

Preliminary Billing Form

Billing Atty: 001842 - Joshua Del Castillo

Matter #: 378224-00005

Matter Name: Investor Issues/Communications

Date of Last Billing:

Client Name: Winkler, Geoff/Receiver for Essex Capital Corporation

Proforma Number 1425306

Client/Matter Joint Group # 378224-1

Fees for Matter 378224-00005 (Investor Issues/Communications)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
04/10/19	7806329	Confer with Receiver re response to multiple investor inquiries re Iannelli settlement and prepare same (0.5).	Del Castillo, Joshua	0.5	281.25	281.25	WO HD TR_____
05/08/19	7833074	Review and respond to inquiry from investor representative (0.5).	Del Castillo, Joshua	0.5	281.25	562.50	WO HD TR_____
05/14/19	7838674	Review voicemail from and teleconference with purported investor representative (0.9).	Del Castillo, Joshua	0.9	506.25	1,068.75	WO HD TR_____
06/03/19	7857079	Review and respond to e-mails with counsel for investor re status of case and claims associated inquiries (0.5).	Del Castillo, Joshua	0.5	281.25	1,350.00	WO HD TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001842	Joshua Del Castillo	2.4	562.50	1,350.00
		<u>2.4</u>		<u>1,350.00</u>
Total Fees				1,350.00
Total Disbursements				0.00

Attorney Billing Instructions

() BILL ALL () Hold

() BILL FEES ONLY () Write Off
 () BILL COST ONLY () Transfer All

Billing Instructions

expires 6/30/2020: 10% off standard rates (automatic)

Account Summary- As Of 06/30/2019

	Fiscal YTD			Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	11,119.95	11,119.95	0.00	2,000.70	2,000.70	0.00	2,000.70	2,000.70	0.00
Unbilled Adj	(405.00)	(405.00)	0.00	(650.70)	(650.70)	0.00	(650.70)	(650.70)	0.00
Billed	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Collected	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
WIP Balance	10,469.25	10,469.25	0.00						
AR Balance	0.00	0.00	0.00						
Unalloc Payment	0.00								
Client Trust Balance	0.00								

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222
 ATTN: Geoff Winkler

07/11/19 10:45:37 PROFORMA STATEMENT FOR MATTER 378224-00006 (Winkler, Geoff/Receiver for Essex Capital Corporation)
 (Sale/Disposition/Transfer of Assets) #2851

Preliminary Billing Form

Billing Atty: 001842 - Joshua Del Castillo

Matter #: 378224-00006

Matter Name: Sale/Disposition/Transfer of Assets

Date of Last Billing:

Client Name: Winkler, Geoff/Receiver for Essex Capital Corporation

Proforma Number 1425307

Client/Matter Joint Group # 378224-1

Fees for Matter 378224-00006 (Sale/Disposition/Transfer of Assets)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
05/10/19	7835698	Review correspondence from Receiver's office re impending sales of receivership assets and confer with counsel re same (0.8); analysis of issues presented by sales as part of ongoing operations (0.8); attention to associated disposition matters (1.0).	Del Castillo, Joshua	2.6	1,462.50	1,462.50	WO	HD TR_____
05/28/19	7849099	Attention to issues re Receiver reps and warranties in connection with sale of assets and correspondence with D. Hall re same (0.9); teleconference with J. Hall re same and transmit redline of bill of sale (0.3).	Del Castillo, Joshua	1.2	675.00	2,137.50	WO	HD TR_____
05/29/19	7850288	E-mails and teleconferences regarding the potential disposition of receivership assets (0.6).	Del Castillo, Joshua	0.6	337.50	2,475.00	WO	HD TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001842	Joshua Del Castillo	4.4	562.50	2,475.00
		<u>4.4</u>		<u>2,475.00</u>
Total Fees				2,475.00

Total Disbursements 0.00

Attorney Billing Instructions

() BILL ALL () Hold
 () BILL FEES ONLY () Write Off
 () BILL COST ONLY () Transfer All

Billing Instructions

expires 6/30/2020: 10% off standard rates (automatic)

Account Summary- As Of 06/30/2019

	Fiscal YTD			Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	2,610.00	2,610.00	0.00	2,610.00	2,610.00	0.00	2,610.00	2,610.00	0.00
Unbilled Adj	(135.00)	(135.00)	0.00	(135.00)	(135.00)	0.00	(135.00)	(135.00)	0.00
Billed	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Collected	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
WIP Balance	2,475.00	2,475.00	0.00						
AR Balance	0.00	0.00	0.00						
Unalloc Payment	0.00								
Client Trust Balance	0.00								

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222
 ATTN: Geoff Winkler

#2853

Preliminary Billing Form

Billing Atty: 001842 - Joshua Del Castillo

Matter #: 378224-00007

Matter Name: Pending Litigation

Date of Last Billing:

Client Name: Winkler, Geoff/Receiver for Essex Capital Corporation

Proforma Number 1425308

Client/Matter Joint Group # 378224-1

Fees for Matter 378224-00007 (Pending Litigation)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
04/02/19	7798877	Confer with counsel regarding Dennis case management statement.	Aspis, Norman	0.3	105.30	105.30	WO	HD TR_____
04/09/19	7805346	Review proposed discovery responses in Garipalli action and e-mails with counsel re same (0.5).	Del Castillo, Joshua	0.5	281.25	386.55	WO	HD TR_____
04/10/19	7806337	Prepare for and teleconference with counsel at Locke Lord re Garipalli action (0.5); review additional materials forwarded by Locke Lord (0.2); correspondence with J. de Neve and Locke Lord re Garipalli litigation (0.2).	Del Castillo, Joshua	0.9	506.25	892.80	WO	HD TR_____
04/11/19	7807445	Confer with Receiver's office re pending litigation matters and prepare follow-up inquiries to outside counsel and professionals re same (0.6).	Del Castillo, Joshua	0.6	337.50	1,230.30	WO	HD TR_____
05/23/19	7848559	Review and respond to correspondence re pending litigation matters (0.4).	Del Castillo, Joshua	0.4	225.00	1,455.30	WO	HD TR_____
06/05/19	7861794	Review summary schedule, attention to pending litigation issues, and confer with counsel re same (1.0).	Del Castillo, Joshua	1.0	562.50	2,017.80	WO	HD TR_____
06/06/19	7862486	Confer with counsel and	Del Castillo, Joshua	1.0	562.50	2,580.30	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		correspondence re Garipalli litigation and potential settlement conference (0.9); prepare e-mail update to Receive re same (0.1).						
06/07/19	7863530	Review documents in connection with anticipated Garipalli settlement conference and confer re same (1.7); e-mails re settlement conference (0.7).	Del Castillo, Joshua	2.4	1,350.00	3,930.30	WO	HD TR_____
06/08/19	7864935	Review additional documents in connection with Garipalli litigation and analysis of settlement and litigation strategy questions (1.9).	Del Castillo, Joshua	1.9	1,068.75	4,999.05	WO	HD TR_____
06/10/19	7864983	Confer with counsel re Garipalli action and prepare for teleconference re same (0.8); teleconferences with Receiver and Locke Lord re same (0.7); review documents and prepare written update re same (0.5).	Del Castillo, Joshua	1.9	1,068.75	6,067.80	WO	HD TR_____
06/11/19	7866661	Review and assemble Garipalli materials for Receiver's review in anticipation of informal settlement conference and confer re same (0.7).	Del Castillo, Joshua	0.7	393.75	6,461.55	WO	HD TR_____
06/12/19	7868554	Attention to Garipalli litigation settlement strategy and issues and review document production in connection with same (2.2); e-mails and teleconferences with Receiver and counsel (0.8).	Del Castillo, Joshua	3.0	1,687.50	8,149.05	WO	HD TR_____
06/14/19	7871006	E-mails and teleconferences re status and scheduling of Garipalli settlement conference (1.0).	Del Castillo, Joshua	1.0	562.50	8,711.55	WO	HD TR_____
06/17/19	7871040	E-mails and confer with counsel re Garipalli settlement conference (1.0).	Del Castillo, Joshua	1.0	562.50	9,274.05	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
06/17/19	7885279	Confer with counsel and Locke Lord regarding Garipalli settlement conference (.6).	Aspis, Norman	0.6	210.60	9,484.65	WO HD TR_____
06/19/19	7873982	Prepare for and attend settlement conference with Garipalli counsel (3.0); teleconference with Receiver re same (0.3).	Del Castillo, Joshua	3.3	1,856.25	11,340.90	WO HD TR_____
06/21/19	7876017	Initial review of Locke Lord proposed revised discovery and confer with counsel re same (0.5); analysis of settlement strategy matters (0.5).	Del Castillo, Joshua	1.0	562.50	11,903.40	WO HD TR_____
06/25/19	7878975	Confer with counsel re Garipalli discovery demands and attention to settlement strategy issues (0.8); review dockets and attention to pending litigation administration matters (0.7).	Del Castillo, Joshua	1.5	843.75	12,747.15	WO HD TR_____
06/25/19	7884640	Review and edit discovery requests and deposition notices in Garipalli action (0.7).	Aspis, Norman	0.7	245.70	12,992.85	WO HD TR_____
06/26/19	7879955	E-mails with local counsel and counsel re Garipalli discovery and settlement strategy (0.6); prepare summary for Receiver re same (0.4); teleconference with party representatives in pending litigation matters (0.5).	Del Castillo, Joshua	1.5	843.75	13,836.60	WO HD TR_____

Disbursements for Matter 378224-00007 (Pending Litigation)

Trans Date	Index	Type	Quantity	Amt	Circle Action
04/05/19	2515930	Telephonic Court Appearance - - CourtCall, LLC, Santa Barbara Superior Court - Judge Donna Geck^9715411	1.00	94.00	WO HD TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001842	Joshua Del Castillo	23.6	562.50	13,275.00
002369	Norman Aspis	1.6	351.00	561.60
		<u>25.2</u>		<u>13,836.60</u>
Total Fees				13,836.60
Total Disbursements				94.00

Attorney Billing Instructions

()	BILL ALL	()	Hold
()	BILL FEES ONLY	()	Write Off
()	BILL COST ONLY	()	Transfer All

Billing Instructions

expires 6/30/2020: 10% off standard rates (automatic)

Account Summary- As Of 06/30/2019

	Fiscal YTD			Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	36,134.00	35,736.30	397.70	16,206.70	16,112.70	94.00	16,206.70	16,112.70	94.00
Unbilled Adj	(604.35)	(604.35)	0.00	(1,516.95)	(1,516.95)	0.00	(1,516.95)	(1,516.95)	0.00
Billed	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Collected	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
WIP Balance	32,179.40	31,781.70	397.70						
AR Balance	0.00	0.00	0.00						
Unalloc Payment	0.00								
Client Trust Balance	0.00								

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Alvarez & Marsal LLC

100 Pine Street, Suite 900
San Francisco, CA 94111-5222
ATTN: Geoff Winkler

Preliminary Billing Form

Billing Atty: 001842 - Joshua Del Castillo

Matter #: 378224-00008

Matter Name: Claims/Distribution

Date of Last Billing:

Client Name: Winkler, Geoff/Receiver for Essex Capital Corporation

Proforma Number 1425309

Client/Matter Joint Group # 378224-1

Fees for Matter 378224-00008 (Claims/Distribution)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
04/30/19	7826604	Claims analysis of the lender claims and strategy to address MBT and Gally loans on CVL assets (.4).	Zaro, David	0.4	297.00	297.00	WO	HD TR_____
05/06/19	7833508	Emails with claimant related to settlement claim and Receiver response (.2). Analysis of issues related to grant claims (.4).	Zaro, David	0.6	445.50	742.50	WO	HD TR_____
05/07/19	7834463	Analysis of Grant claims, conference with counsel for Grant as to claims, accounting and analysis (.7). Research/analysis of the claims issues, emails from claimants and conference with counsel re case (.7).	Zaro, David	1.4	1,039.50	1,782.00	WO	HD TR_____
05/20/19	7843949	Review/analysis of the claimant email, analysis of demands and prior communications (.4). Assess letter form claimant to Judge Olguin (.3). Emails to/from the claimant (.3). Call with Receiver, follow-up email related to claim (.2).	Zaro, David	1.2	891.00	2,673.00	WO	HD TR_____
05/22/19	7848541	Review documents provided by purported non-investor / lender claimant and analysis of issues re same (0.9).	Del Castillo, Joshua	0.9	506.25	3,179.25	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
05/23/19	7847267	Analysis of the Gally claims and communications and follow-up (.4); Legal analysis of issues related to grant claim and email to counsel and follow-up communications to address strategy and response (.8).	Zaro, David	1.2	891.00	4,070.25	WO	HD TR_____
05/23/19	7848552	Review and respond to correspondence re claims inquiries (0.5).	Del Castillo, Joshua	0.5	281.25	4,351.50	WO	HD TR_____
05/28/19	7849258	E-mails and teleconference with J. Gally re CVL-related claim and correspondence with Receiver and counsel re same (0.9).	Del Castillo, Joshua	0.9	506.25	4,857.75	WO	HD TR_____
05/30/19	7851476	Review and respond to inquiries from putative estate creditors and review documents in connection with same (0.6).	Del Castillo, Joshua	0.6	337.50	5,195.25	WO	HD TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	4.8	742.50	3,564.00
001842	Joshua Del Castillo	2.9	562.50	1,631.25
		<u>7.7</u>		<u>5,195.25</u>
Total Fees				5,195.25
Total Disbursements				0.00

Attorney Billing Instructions

()	BILL ALL	()	Hold
()	BILL FEES ONLY	()	Write Off
()	BILL COST ONLY	()	Transfer All

Billing Instructions

expires 6/30/2020: 10% off standard rates (automatic)

Account Summary- As Of 06/30/2019

	Fiscal YTD			Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	7,053.75	7,053.75	0.00	7,053.75	7,053.75	0.00	7,053.75	7,053.75	0.00
Unbilled Adj	(1,746.00)	(1,746.00)	0.00	(1,858.50)	(1,858.50)	0.00	(1,858.50)	(1,858.50)	0.00
Billed	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Collected	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
WIP Balance	5,195.25	5,195.25	0.00						
AR Balance	0.00	0.00	0.00						
Unalloc Payment	0.00								
Client Trust Balance	0.00								

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222
 ATTN: Geoff Winkler

EXHIBIT C



David R. Zaro
PARTNER | LOS ANGELES

T (213) 955-5518
E dzaro@allenmatkins.com

David R. Zaro is a partner in our Los Angeles office, where his practice focuses upon litigation with an emphasis upon creditors' rights, bankruptcy litigation, and state and federal receiverships. David represents a wide range of clients including banks and other institutional lenders, developers, landlords, receivers, examiners, secured and unsecured creditors, and other business enterprises.

David has extensive experience as a bankruptcy lawyer as well as a trial lawyer in federal and state courts in California and several other jurisdictions. His experience in the field of insolvency, creditors' rights, and bankruptcy litigation includes out-of-court workouts and restructurings, federal and state court receiverships, and bankruptcy reorganization proceedings. David also advises residential and commercial lenders and others regarding all aspects of commercial law with regard to commercial and residential mortgage litigation, bank regulatory disputes, and collection actions.

David's representative cases include the representation of Court Appointed Receivers in a \$1.2 billion fraud action brought by the Securities and Exchange Commission in connection with the sale of TIC and other interests in 300 assisted living facilities; and a \$750 million ponzi-like scheme involving the purchase of medical related receivables and related lending transactions; representation of lender in workout of mezzanine financing on a multi-building office park; defense of actions in bankruptcy by junior lienholder and debtor against lender on an industrial park; and structure lease termination and modifications for commercial and retail tenants both in and out of bankruptcy.

David has lectured on matters regarding residential and commercial mortgage litigation and workouts, creditors' rights, construction law, and other real property remedies.

EDUCATION

J.D., University of California, Hastings College of the Law
B.A., Stanford University

SERVICES

Litigation
Restructuring, Insolvency & Bankruptcy
Construction Law
Receiverships, Lenders & Special Creditor Remedies

INDUSTRIES

Financial Services
Construction

MEMBERSHIPS

- Financial Lawyers Conference
- American Bankruptcy Institute
- Turnaround Management Association

ACCOLADES

- Awarded Turnaround Management Association's Transaction of the Year- Large Turnaround Award (2011)

BAR ADMISSIONS

- California

COURT ADMISSIONS

- U.S. District Court, Central District of California
- U.S. District Court, Northern District of California
- U.S. District Court, Eastern District of California
- U.S. District Court, Southern District of California
- U.S. District Court, District of Arizona
- California Supreme Court
- U.S. Court of Appeals for the Ninth Circuit
- U.S. Supreme Court

Matters

Residential and Commercial Bank. Represented bank in achieving a favorable published decision by the Ninth Circuit in Chapter 12 bankruptcy case. The appeal involved an attempt by a debtor in bankruptcy, and self-described family farmer, to leverage a discharge of personal debt in a prior Chapter 7 bankruptcy case into subsequent eligibility under Chapter 12 of the Bankruptcy Code, which could have enabled her to avoid foreclosure or strip down the value of the bank's security in the subject property. The Ninth Circuit did not agree with the debtor. The debtor sought an en banc review of the Ninth Circuit's decision which was subsequently denied.

SEC Receiver. Representing SEC Receiver in securities fraud case in connection with the raising of \$120 million via the EB-5 program for the development of two large real estate developments in Seattle and neighboring Everett. We are prosecuting claims to recover investor funds from third-party borrower.

Residential and Commercial Bank. Represented a residential and commercial bank in defending several thousand lawsuits throughout California, and managed local counsel in 20 other states. The lawsuits concern allegations of mortgage fraud, wrongful foreclosure, violations of TILA, RESPA, HOSPA, and other statutory and regulatory issues.

SEC Receiver. Represented SEC Receiver in securities fraud case involving losses to investors of over \$40 million.

Residential and Commercial Lender. Represented a residential and commercial lender in the workout and collection of a portfolio of commercial loans exceeding \$1 billion.

Residential and Commercial Lender. Represented a residential and commercial lender as to the workout and collections of a portfolio of construction loans, some loans involving completed projects as well as those in progress.



Joshua A. del Castillo
PARTNER | LOS ANGELES

T (213) 955-5591
E jdelcastillo@allenmatkins.com

Joshua A. del Castillo is a litigation, creditors' rights, and regulatory compliance attorney practicing in the Firm's Receiverships, Lenders & Special Creditor Remedies; Restructuring, Insolvency & Bankruptcy; and Corporate Finance practice groups. Joshua's practice includes general business litigation, receiverships and bankruptcy, and regulatory compliance. Joshua represents a range of clients including banks and other institutional lenders, receivers, monitors, secured and unsecured creditors, developers, and other business enterprises.

EDUCATION

J.D., USC Gould School of Law
M.A., University of Michigan
B.A., *cum laude*, University of Southern California

SERVICES

Restructuring, Insolvency & Bankruptcy
Litigation & Counseling
Receiverships, Lenders & Special Creditor Remedies
Commercial Finance

INDUSTRIES

Financial Services
Residential & Multifamily

Joshua regularly serves as general litigation counsel for institutional lenders and administrators of securitized trusts throughout the state and federal court systems in California, including in connection with contract matters, actions challenging the enforceability of security instruments, and actions alleging regulatory violations for which private remedies exist. He also frequently represents creditors in related bankruptcy proceedings and oversees local counsel in creditor matters nationwide.

Joshua also serves as counsel for court-appointed permanent receivers in enforcement actions brought by the Securities and Exchange Commission, Federal Trade Commission, and other federal agencies. Joshua's receiver clients are regularly tasked with taking over the entities used to perpetrate a fraud or other unlawful conduct, conducting necessary forensic accountings, documenting (for the benefit of the appointing court) the unlawful conduct itself, and recovering available proceeds for distribution, where possible. Joshua also maintains an active real property receivership practice, advising lender and receiver clients on the propriety of a receivership for a given circumstance and on the management and disposition of receivership estate property. In this context, Joshua has secured the appointment of receivers in hotly contested real property disputes and assisted real property receivers with the administration and sale of environmentally compromised and other unusual commercial properties.

Joshua further maintains a growing regulatory compliance practice, with a focus on federal and state financial services regulations. Joshua has successfully represented lenders and other business enterprises in litigation alleging regulatory violations, as well as provided regulatory compliance and analysis advice to lenders, investment and telecommunications companies, public interest organizations, and others.

An advocate for social and economic justice, Joshua sits on the board of the Wage Justice Center, a public-interest organization that collaborates with community groups, workers' centers and legal services providers to advance low-income workers' rights, educate workers, and advocate for the collection of unpaid wages. He has also served as a *pro bono* law clerk for the ACLU of Southern California, and *pro bono* counsel to Public Counsel, one of the nation's largest public interest law firms.

Joshua has represented clients before state and federal courts throughout California, including the California Court of Appeal, the United States Bankruptcy Appellate Panel of the Ninth Circuit, and the Ninth Circuit Court of Appeals.

MEMBERSHIPS

- Financial Lawyers Conference
- California Receivers Forum
- Hispanic National Bar Association
- National Association of Federal Equity Receivers

ACCOLADES

- *Pro Bono Award*, Wage Justice Center, 2009
- Selected for inclusion in *Super Lawyers' Southern California Rising Stars* (2012 - 2015)

BAR ADMISSIONS

- California

COURT ADMISSIONS

- All California state courts
- U.S. District Court, Northern District of California (including Bankruptcy Court)
- U.S. District Court, Eastern District of California (including Bankruptcy Court)
- U.S. District Court, Central District of California (including Bankruptcy Court)
- U.S. District Court, Southern District of California (including Bankruptcy Court)
- U.S. Court of Appeals for the Ninth Circuit
- Bankruptcy Appellate Panel of the Ninth Circuit
- Supreme Court of the United States

Matters

LITIGATION AND BANKRUPTCY

Commercial Lenders. Represented a national, commercial lender in connection with a large bankruptcy and breach of contract dispute, in both state and federal courts.

Developers. Represented national developers in connection with preferential transfer claims brought by bankruptcy trustees.

Law Firms. Represented a national law firm in connection with the bankruptcy of a large client.

Mortgage Lenders. Represented a number of the nation's largest mortgage lenders in multiple commercial litigation matters, in both state and federal courts, including courts of appeal.

Non-Profit Organizations. Provided *pro bono* assistance to a non-profit organization representing indigent and low-income workers in employment disputes.

FEDERAL EQUITY RECEIVERSHIPS

Securities and Exchange Commission v. Plus Money, Inc., et al., (U.S. District Court, Southern District of California). Represented a receiver appointed in a Securities and Exchange Commission enforcement action alleging a \$45 million Ponzi-like investment scheme based on purported covered-call option trading. Receiver marshaled assets and distributed funds to defrauded investors.

Securities and Exchange Commission v. Pacheco, et al., (U.S. District Court, Southern District of California). Represented a receiver appointed in a Securities and Exchange Commission enforcement action alleging a \$15 million Ponzi-like investment scheme based on purported covered-call option trading. Receiver marshaled assets and distributed funds to defrauded investors.

Securities and Exchange Commission v. Medical Capital Holding, et al., (U.S. District Court, Central District of California). Represented a receiver appointed in a Securities and Exchange Commission enforcement action alleging a Ponzi-like investment scheme which raised over \$1 billion, ostensibly to purchase medical receivables.

Securities and Exchange Commission v. Global Online Direct, Inc., et al., (U.S. District Court, Northern District of Georgia). Represented a receiver appointed in a Securities and Exchange Commission enforcement action alleging that the defendant entities raised over \$45 million through the sale of unregistered securities.

Securities and Exchange Commission v. Trabulse, et al., (U.S. District Court, Northern District of California). Represented a receiver appointed to monitor a hedge fund, at the request of the Securities and Exchange Commission.

Federal Trade Commission v. Consumer Advocates Group, LLC, et al., (U.S. District Court, Southern District of California). Represented a receiver appointed at the request of the Federal Trade Commission in connection with an enforcement action alleging deceptive and fraudulent mortgage modification practices.

REAL PROPERTY RECEIVERSHIPS

Wachovia Bank, NA v. Downtown Sunnyvale Residential, LLC, et al., (Superior Court of California, County of Santa Clara). Represented a real property receiver appointed over a large-scale commercial development in connection with successfully securing trial court approval of the receiver's administration and improvement of the development, as well as approval of the receiver's compensation and discharge request.

First Citizens Bank & Trust Co. v. NDustrial Drive LLC, et al., (Superior Court of California, County of San Joaquin). Represented a real property receiver appointed to administer receivership estate substantially comprised of abandoned recycling facility. Assisted receiver with site clean-up, marketing, and sale efforts.

Hana Small Business Lending, Inc. v. Rock Petroleum, Inc., et al., (Superior Court of California, County of Riverside). Represented a real property receiver appointed to administer, and ultimately sell, receivership estate comprised of multiple service stations, convenience stores, and attendant contracts and permits.

Excel National Bank v. Tolosa Sison Family Corp., et al., (Superior Court of California, County of San Mateo). Represented a real property receiver appointed to administer receivership estate substantially comprised of service station and convenience store assets.

REGULATORY COMPLIANCE

Real Property Brokerage. Represented one of the Southwest's largest real property brokerages in connection with litigation alleging a violation of federal consumer protection statutes.

Lenders and Institutional Investors. Represented lender in connection with litigation alleging systematic violations of the Fair Credit Reporting Act. Represented national institutional investor in connection with revision of internal policies and procedures for compliance with new or revised consumer protection statutes. Represented lender in connection with action implicating Bank Secrecy Act and Gramm-Leach-Bliley-Act matters.

Telecommunications Business. Represented cell tower leasing entity in connection with policies and procedures for compliance with new or revised consumer protection statutes.

Public Interest Organizations. Provided analysis of applicability of provisions of Dodd-Frank Act to highly publicized business practices of so-called buy-here / pay-here automobile dealerships.



Norman M. Aspis

ASSOCIATE | LOS ANGELES

T (213) 955-5621
E naspis@allenmatkins.com

Norman helps clients maximize their goals and objectives in litigation related to creditors' rights, bankruptcy, and state and federal receiverships. He is a valued team member who provides a high level of attention to detail, sound judgment, and responsive service.

Working alongside Allen Matkins litigation partners, Norman is known for his ability to flesh out creative angles and craft persuasive arguments to win in a broad array of proceedings both inside and outside the courtroom.

Prior to joining Allen Matkins, Norman was an associate in the commercial litigation department at Dentons US LLP. There, he worked on litigation matters involving government contracts law, international trade regulations, insurance coverage, employment disputes, and environmental issues. He is a former intern at the United States Attorney's Office for the Central District of California, the District of Massachusetts, and the House of Commons of the United Kingdom.

BAR ADMISSIONS

- California

EDUCATION

J.D., University of Virginia School of Law
B.S., *summa cum laude*, Northeastern University

SERVICES

Litigation & Counseling
Receiverships, Lenders & Special Creditor Remedies
Restructuring, Insolvency & Bankruptcy

PROOF OF SERVICE

Securities and Exchange Commission v. Ralph T. Iannelli and Essex Capital Corporation
USDC, Central District of California – Case No. 2:18-cv-05008-FMO-AFM

I am employed in the County of Los Angeles, State of California. I am over the age of 18 and not a party to the within action. My business address is 865 S. Figueroa Street, Suite 2800, Los Angeles, California 90017-2543.

On **August 14, 2019**, I caused to be served the document entitled: **SECOND INTERIM APPLICATION OF RECEIVER, GEOFF WINKLER, AND ALLEN MATKINS LECK GAMBLE MALLORY & NATSIS LLP, GENERAL COUNSEL TO THE RECEIVER, FOR PAYMENT OF FEES AND REIMBURSEMENT OF EXPENSES [April 1, 2019 thru June 30, 2019]** on all the parties to this action addressed as stated on the attached service list.

OFFICE MAIL: By placing in sealed envelope(s), which I placed for collection and mailing today following ordinary business practices. I am readily familiar with the firm's practice for collection and processing of correspondence for mailing; such correspondence would be deposited with the U.S. Postal Service on the same day in the ordinary course of business.

OVERNIGHT DELIVERY: I deposited in a box or other facility regularly maintained by express service carrier, or delivered to a courier or driver authorized by said express service carrier to receive documents, a true copy of the foregoing document(s) in sealed envelope(s) or package(s) designed by the express service carrier, addressed as indicated on the attached service list, with fees for overnight delivery paid or provided for.

HAND DELIVERY: I caused to be hand delivered each such envelope to the office of the addressee as stated on the attached service list.

ELECTRONIC MAIL: By transmitting the document by electronic mail to the electronic mail address as stated on the attached service list.

E-FILING: By causing the document to be electronically filed via the Court's CM/ECF system, which effects electronic service on counsel who are registered with the CM/ECF system.

FAX: By transmitting the document by facsimile transmission. The transmission was reported as complete and without error.

I declare that I am employed in the office of a member of the Bar of this Court at whose direction the service was made. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on **August 14, 2019** at Los Angeles, California.

/s/ Martha Diaz
Martha Diaz

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SERVICE LIST

Securities and Exchange Commission v. Ralph T. Iannelli and Essex Capital Corporation
USDC, Central District of California – Case No. 2:18-cv-05008-FMO-AFM

Mark Riera, Esq.
Jeffer Mangels Butler & Mitchell LLP
1900 Avenue of the Stars, 7th Floor
Los Angeles, CA 90067-4308

Via First Class Mail