

SUMMARY COVER SHEET OF FEE APPLICATION

Name of applicant	Parsons Behle & Latimer
Name of client	Power Block Coin, L.L.C. (Debtor)
Time period covered by this application	March 20, 2024 to September 30, 2024
Total compensation sought this period	\$179,005.50
Total expenses sought this period	\$12,867.96
Petition date	June 20, 2024
Employment Application date	June 20, 2024
Date of order approving employment	August 21, 2024
Total compensation approved by interim order to date	0
Total expenses approved by interim order to date	0
Total compensation and expenses paid to date (per Compensation Procedures Order) (including any applied retainer)	0
Blended rate in this application for all timekeepers	\$460.17
Compensation and reimbursement sought in this application already paid pursuant to a monthly compensation order but not yet allowed	0
Number of professionals included in this application	10
If applicable, number of professionals in this application not included in staffing plan approved by client	N/A
If applicable, difference between fees budgeted and compensation sought for this period	N/A
Number of professionals billing fewer than 15 hours to the case during this period	6

Case Name: In re Power Block Coin, L.L.C.
Case Number: 24-bk-23041-JTM
Applicant's Name: Parsons Behle & Latimer
Date of Application: October 9, 2024
Interim or Final: Interim

Brian M. Rothschild, USB #15316
 Darren Neilson, USB #15005
 Alexander S. Chang, USB #18879
 Elliott D. McGill (admitted *pro hac vice*)

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Attorneys for Debtor Power Block Coin L.L.C.

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

In re: POWER BLOCK COIN, L.L.C. Debtor	Case No. 24-bk-23041-JTM Chapter 11 Judge Joel T. Marker
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**FIRST INTERIM APPLICATION OF PARSONS BEHLE &
 LATIMER, COUNSEL TO DEBTOR, FOR ALLOWANCE OF
 COMPENSATION AND REIMBURSEMENT OF EXPENSES**

By this Application, Parsons Behle & Latimer (“**Parsons Behle**” or the “**Firm**”), counsel to the above-captioned debtor and debtor in possession Power Block Coin, L.L.C., a Utah limited liability company dba SmartFi (the “**Debtor**”), under sections 328, 330 and 331 of title of the United States Code (the “**Bankruptcy Code**”), Rules 2002(c)(2) and 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and the Guidelines for Applications for Compensation and Reimbursement of Expenses promulgated by the Office of the United States Trustee (the “**U.S. Trustee Guidelines**”), hereby files its First Interim Fee Application (this

“**Application**”) seeking entry of an order, substantially in the form attached as Exhibit A hereto, allowing and awarding on an interim basis compensation for services rendered to the Debtor (i) for fees earned in the amount of \$179,005.50 and (ii) for reimbursement for actual and necessary expenses for expenses incurred in the amount of \$12,867.96, for a total allowed administrative priority expense claim in the amount of \$191,873.46 for the period of time between June 20, 2024 (the “**Petition Date**”) through September 30, 2024 (the “**Compensation Period**”). In support of the Application, the Debtor and Parsons Behle respectfully state as follows:

JURISDICTION

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

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

3. The Debtor timely proposed its Plan of Reorganization on September 18, 2024. (ECF 184.) The Debtor intends to finalize and move for authority to solicit its Plan votes and move for confirmation shortly.

4. The Bankruptcy Court approved the Debtor’s retention of Parsons Behle as its counsel on August 21, 2023. (ECF 143.) The Debtor selected Parsons Behle because of its capabilities, and, in particular, its experience in restructuring, bankruptcy, and civil litigation.

PRIOR APPLICATIONS FOR COMPENSATION AND REIMBURSEMENT

5. Parsons Behle has not filed any application for compensation or reimbursement yet in this Chapter 11 Case. Parsons Behle has neither received nor accepted any compensation from any source for its services in this Chapter 11 Case. Parsons Behle holds no retainer against its fees and costs.

PARSONS BEHLE'S PRESENT APPLICATION: FEES

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

SUMMARY BY TIMEKEEPER

7. The following Parsons Behle professionals have performed services on behalf of the Debtor during the Compensation Period:

NAME (INITIALS)	TITLE/PRACTICE	RATE(S)	HOURS	FEES
Tyson N. Raymond	Associate/Corporate	\$385	0.2	\$77.00
Jonathan D. Bletzacker	Shareholder/Securities Litigation	\$440	8.5	\$3,740.00
Timothy B. Smith	Shareholder/Litigation	\$555	53.8	\$29,859.00
Darren B. Neilson	Shareholder/Bankruptcy	\$420	38.4	\$16,128.00
Brian M. Rothschild	Shareholder/Bankruptcy	\$490	207.0	\$101,430.00
Simeon J. Brown	Associate/Corporate and Bankruptcy	\$350	4.7	\$1,645.00
D. Hunter Johnson	Associate/Corporate	\$340	1.6	\$544.00
Alexander S. Chang	Associate/Bankruptcy	\$325	3.8	\$1,235.00
Elliott D. McGill	Associate/Bankruptcy	\$360	61.3	\$22,068.00
Kirstin L. Jensen-Beutler	Paralegal/Litigation	\$235	9.7	\$2,279.50
		Total	389	\$179,005.50

SUMMARY BY TASK CODE¹

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

Task Code	ISSUE/HEARING	TOTAL HOURS	TOTAL FEES	BLENDED HOURLY RATE	% (FEES)
1	Asset Analysis and Recovery	--	--	--	--
2	Asset Disposition	4.1	\$1,476.00	\$360.00	0.8%
3	Assumption and Rejection of Executory Contracts	--	--	--	--
4	Avoidance Action Analysis	--	--	--	--
5	Budgeting (Case)	--	--	--	--
6	Business Operations	2.0	\$903.00	\$451.50	0.5%
7	Case Administration	197.7	\$89,959.50	\$455.03	50.3%
8	Claims Administration and Objections	--	--	--	--
9	Corporate Governance and Board Matters	--	--	--	--
10	Employee Benefits and Pensions	--	--	--	--
11	Employment and Fee Applications	43.1	\$18,079.50	\$419.48	10.1%
12	Employment and Fee Application Objections	--	--	--	--
13	Financing and Cash Collateral	--	--	--	--
14	Litigation	72.6	\$35,227.50	\$485.23	19.7%
15	Meetings and Communications with Creditors	10.7	\$5,068.00	\$473.64	2.8%
16	Non-Working Travel	--	--	--	--
17	Plan and Disclosure Statement	45.8	\$21,964.00	\$479.56	12.3%
18	Real Estate	--	--	--	--
19	Relief from Stay and Adequate Protection	61.1	\$23,292.50	\$381.22	14.4%
20	Reporting	13.0	\$6,328.00	\$486.77	3.5%
21	Tax	--	--	--	--
22	Valuation	--	--	--	--
	Totals	389.0	\$179,005.50	\$460.17	100.0%

PARSONS BEHLE'S PRESENT APPLICATION: EXPENSES

During the Compensation Period, Parsons Behle incurred actual and necessary expenses in the total amount of \$12,867.96 in connection with its professional services rendered to the Debtor.

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

A detailed report showing each expense is attached as Exhibit C hereto. Such expenses include actual and necessary expenses incurred for items including Court filing fees, photocopies, postage, Westlaw research, deposition transcripts, e-discovery costs, messenger services, and other actual and necessary expenses.

OPINIONS, CERTIFICATIONS, AND DISCLOSURES

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

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

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

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

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

To the best knowledge of the undersigned, all quarterly fees² have been paid by the Debtor to the U.S. Trustee and all monthly operating reports have been filed for the Compensation Period.

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

² The Chapter 11 Case is a case under Subchapter V and so the Debtor owes no U.S. Trustee quarterly fees.

NOTICE

The Debtor provided notice of this Motion to (a) the Office of the United States Trustee for the District of Utah; (b) all creditors and notice parties on the Debtor's mailing matrixes; and (c) all ECF notice parties and parties who have appeared and requested notice in this Chapter 11 Case. In light of the nature of the relief requested in this Motion, the Debtor respectfully submits that no further notice is necessary. Parsons Behle submits that this notice satisfies the requirements of Bankruptcy Rule 2002.

No prior application for the relief sought in this Motion has been made to this Court or any other court in connection with these Chapter 11 Cases.

WHEREFORE, Parsons Behle prays:

1. That the Court enter an order, substantially in the form attached hereto as Exhibit A hereto, granting the relief requested in the Application;
2. That the Court grant Parsons Behle's request for (i) for fees earned in the amount of \$179,005.50 and (ii) for reimbursement for actual and necessary expenses for expenses incurred in the amount of \$12,867.96, for a total allowed administrative priority expense claim in the amount of \$191,873.46;
3. That such amounts be allowed as priority administrative expenses of the estates on a final basis pursuant to 11 U.S.C. § 503(b)(2) and 507(a)(1);
4. That the Debtor be authorized and directed under 11 U.S.C. §§ 330 and 331 to immediately pay the entire allowed amount from the Debtor's estate and, specifically, through the use of the Management Services Agreement via Blue Castle Holdings, Inc., pursuant to the Order Authorizing Continued Use of Debtor's Cash Management System Through Services Agreement With Blue Castle Holdings Inc. and Granting Related Relief, ECF 183; and
5. For such other and further relief as is just and reasonable in the circumstances.

Dated this 9th day of October, 2024.

/s/ Brian M. Rothschild

Brian M. Rothschild

PARSONS BEHLE & LATIMER

Attorneys for Debtor Power Block Coin, L.L.C.

DECLARATION

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

Dated this 9th day of October, 2024.

/s/ Brian M. Rothschild

Brian M. Rothschild

PARSONS BEHLE & LATIMER

Exhibit A

Proposed Order

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

In re:

POWER BLOCK COIN, L.L.C.

Debtor

Case No. 24-bk-23041-JTM

Chapter 11

Judge Joel T. Marker

**ORDER GRANTING FIRST INTERIM APPLICATION OF
PARSONS BEHLE & LATIMER, COUNSEL TO DEBTOR, FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES**

By this Application (“**Parsons Behle**”), counsel to the above-captioned debtor and debtor in possession Power Block Coin, L.L.C. (the “**Debtor**”), having filed its First Interim Application (the “**Application**”) pursuant to sections 328, 330, and 331 of title of the United States Code (the “**Bankruptcy Code**”), Rules 2002(c)(3) and 2016 of the Federal Rules of Bankruptcy Procedures (the “**Bankruptcy Rules**”); the Application having been properly noticed; in consideration of the all oppositions filed and made at the hearing, and the Court having considered all such objections and hereby overruling them on their merits; the Court having considered the pleadings and papers on file herein; and good cause appearing,

IT IS HEREBY ORDERED as follows:

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

2. Parsons Behle's requests for (i) for fees earned in the amount of \$179,005.50 and (ii) for reimbursement for actual and necessary expenses for expenses incurred in the amount of \$12,867.96, for a total allowed administrative priority expense claim in the amount of \$191,873.46 are hereby **ALLOWED** on an interim basis;

3. The Debtor is authorized and directed under 11 U.S.C. §§ 330 and 331 to immediately pay the entire allowed amount from the Debtor's estate and, specifically, through the use of the Management Services Agreement via Blue Castle Holdings, Inc., pursuant to the Order Authorizing Continued Use of Debtor's Cash Management System Through Services Agreement with Blue Castle Holdings Inc. and Granting Related Relief, ECF 183.

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

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Exhibit B

Time Entry Detail

Time Report

Power Block Coin, LLC / Post Petition Chapter 11 Bankruptcy (37787-003)

Date	SM/Task	Name	Hours	Amount	Rate	Narrative
06/20/2024	7	Smith, Timothy B.	0.70	388.50	555.00	Review and respond to emails from Aaron Tilton (.2); review and respond to emails from Brad Jones (.2); conference with Brian Rothschild regarding bankruptcy documents (.3). File petition (.3); revise First-Day Declaration of Aaron Tilton with changes from client (1.3); calls with client (.2, .8, .4); further revise first-day motion drafts (1.3); calls with Ampleo on financials (.3, .2); extensive revisions to filings (2.2); revise Cash Management and Services Agreement Motion (1.8); assemble pleadngs and file (.2, .3, .1).
06/20/2024	7	Rothschild, Brian M.	9.40	4,606.00	490.00	Case administration (.3); conference with K. Conger regarding open information needed for filings and petition (.2);
06/20/2024	7	Brown, Simeon J.	0.50	175.00	350.00	Review and revise employment motion for note and independent contractors (.3), review and revise ampleo employment motion (.4)
06/20/2024	11	Brown, Simeon J.	0.70	245.00	350.00	Draft and file notice of bankruptcy for Brown case (.6); draft and file notice of bankruptcy for Alber arbitration (.6); review email from arbitrator (.1)
06/21/2024	14	Smith, Timothy B.	1.30	721.50	555.00	Work with Ampleo on creditor matrix (.9, .3); call with client on statements and schedules (.6); additional work on accounting and reporting issues with Ampleo (.7); prepare 1116(a) disclosure (.5); call with U.S. Trustee on case (.6).
06/21/2024	20	Rothschild, Brian M.	3.60	1,764.00	490.00	Calls with client on matrix (.1, .1); correspondence with Ampleo on creditors in matrix and related matters for disclosures (.1, .3).
06/22/2024	7	Rothschild, Brian M.	0.60	294.00	490.00	Calls with client on matrix (.1, .2, 1.); correspondence with Ampleo on creditorsoin matrix and related matters for disclosures (.1, .2).
06/23/2024	7	Rothschild, Brian M.	0.70	343.00	490.00	Work on creditor matrix, and upload same (.9); prepare Ex Parte Motion to Shorten Time for First Day Relief (.4, .5); calls with court clerk on hearing dates (.1, .1); prepare order on Ex Parte Motion (.3); prepare Notice of First Day and Final Hearings on First Day Motions (.7); finalize, file, and serve same (.2); call with client representatives about website and email notifications of creditors (.3); work with Ampleo on financials for 1116 disclosures (.2, .2).
06/23/2024	7	Rothschild, Brian M.	3.90	1,911.00	490.00	Review and analyze order from judge in Brown case regarding automatic stay (.5); conference with Jon Bletzacker regarding same (.3); review motion for extension of stay drafted by Brian Rothschild (.4); draft and file notice of filing of motion for extension of stay in Brown case (.4)
06/24/2024	14	Smith, Timothy B.	1.60	888.00	555.00	Analysis of case stay notice in Brown Lawsuit and discuss same with T. Smith (.2); prepare Motion to Extend Automatic Stay (2.0); research for same (.8); proof, finalize and file same (.2).
06/24/2024	14	Rothschild, Brian M.	3.20	1,568.00	490.00	Review correspondence from Ampleo and client regarding financial deliverables for bankruptcy filing.
06/24/2024	7	Brown, Simeon J.	0.10	35.00	350.00	Review and analyze order in Brown case on briefing on notice of filing of motion to extend stay (.5); conference with Brain Rothschild regarding same (.2); conference with Jon Bletzacker regarding same (.4); review correspondence from AAA regarding stay of Alber arbitration (.2)
06/25/2024	14	Smith, Timothy B.	1.30	721.50	555.00	Call with U.S. Trustee team on case profile (.6); revise and upload order granting Ex Parte Motion to Shorten Time (.2).
06/25/2024	7	Rothschild, Brian M.	0.60	294.00	490.00	Work with client on informational website with pleadings (.2); send pleadings and instructions on informational website and contents (.4); work with client and U.S. Trustee on scheduling 341(a) meeting (.1, .1); send notification of chapter 11 filing to Celsius (.1).
06/25/2024	15	Rothschild, Brian M.	0.80	392.00	490.00	Prepare cover for Amended Section 1116 Disclosures (.3); review, assemble, and file same (.1).
06/25/2024	20	Rothschild, Brian M.	0.40	196.00	490.00	Review correspondence in Alber arbitration (.2); review order filed in Brown case (.2).
06/26/2024	14	Smith, Timothy B.	0.40	222.00	555.00	Call with U.S. Trustee paralegals and examiner (.4); coordinate scheduling of 341 and IDI (.2).
06/26/2024	7	Rothschild, Brian M.	0.60	294.00	490.00	
06/27/2024	14	Smith, Timothy B.	0.50	277.50	555.00	Review notice in UTXO case (.2); review emails from Celsius lawyers (.1); review scheduling order for Brown case (.2). Coordinate case scheduling 341 and IDI with US Trustee, Subchapter V Trustee, and client (.1, .1); call with U.S. Trustee on website and case matters (split with other task code) (.2).
06/27/2024	7	Rothschild, Brian M.	0.40	196.00	490.00	

Exhibit B - Time Entries

06/27/2024	14	Rothschild, Brian M.	0.70	343.00	490.00	Correspondence with White & Case attorneys for Celsius Network Trustee on preference claim.
06/27/2024	15	Rothschild, Brian M.	1.10	539.00	490.00	Review informational website on SmartFi.com (.2); calls with U.S. Trustee on Motion to Limit Notice and other matters (split time with other task code) (.2); draft informational statement regarding chapter 11 filing for website (.3); calls and correspondence with client on website, email notices, and other matters (.2, .2).
06/28/2024	14	Smith, Timothy B.	0.80	444.00	555.00	Review documents filed in Brown case (.8). Review open items on liquidation analysis and respond to same.
06/28/2024	17	Rothschild, Brian M.	0.60	294.00	490.00	Interoffice conference with B. Rothschild discussing revisions needed for plan of reorganization (.1); conference with creditor of the estate answering questions regarding nature of notices of bankruptcy that she received (.1).
06/28/2024	7	Brown, Simeon J.	0.20	70.00	350.00	Review of Memorandum in Opposition to Motion to Dismiss filed by Brown plaintiffs in Pennsylvania federal action against the Debtor and A. Tilton along with Opposition to Stay filed in the same court (1.2); prepare draft of Reply to Stay regarding Brown's position in the Pennsylvania federal action, including draft of every instance in which the Plaintiffs make allegations and arguments against the Debtor in their memorandum in opposition (1.2); consultation with T. Smith regarding filings and our response (.4).
07/01/2024	14	Bletzacker, Jonathan D.	2.80	1,232.00	440.00	Review opposition to notice of filing of motion to extend stay in Brown case (.5); review opposition to motion to dismiss in Brown case (.9); conference with Jon Bletzacker regarding new filings (.5); conference with Brian Rothschild regarding new filings (.4); review and file reply to notice of motion to extend stay in Brown case (.6).
07/01/2024	14	Smith, Timothy B.	2.90	1,609.50	555.00	Call with U.S. Trustee on various first-day matters.
07/01/2024	7	Rothschild, Brian M.	0.60	294.00	490.00	Conference with client and Ampleo on liquidation analysis.
07/01/2024	17	Rothschild, Brian M.	1.20	588.00	490.00	General administration, prepare calendar for case and checklist.
07/01/2024	7	Brown, Simeon J.	0.20	70.00	350.00	Review of Brown's Opposition to Motion for Extension of the Stay to apply to A. Tilton and other directors of the Debtor (.3); multiple consultations and communications with T. Smith and B. Rothschild regarding facts of the Pennsylvania litigation and argument points in preparation for motion hearing before the bankruptcy court (.8).
07/02/2024	14	Bletzacker, Jonathan D.	1.10	484.00	440.00	Conference with Jon Bletzacker regarding status of Brown motion to dismiss (.4); review and respond to emails from Brian Rothschild (.3); conference with Brian Rothschild (.4); review memorandum in opposition to motion to extend stay (.9)
07/02/2024	14	Smith, Timothy B.	2.00	1,110.00	555.00	Review motion to dismiss and associated pleadings (1.2)
07/02/2024	14	Smith, Timothy B.	1.20	666.00	555.00	Introductory call with Sub V Trustee (.8); review and analysis of objection by Song to Stay Motion (.5); review and analysis of objection by Brown plaintiffs to Stay Motion (.3); work with T. Smith on same (.2); revise Order on Motion to Limit Notice and send to UST for approval (.4); review and respond to proposed changes to same and on Motion to Extend Stay from UST (.2, .1); call with client on noticing procedures (.4); call with client on website and contents of email notices for future notifications (.2, .1).
07/02/2024	7	Rothschild, Brian M.	3.20	1,568.00	490.00	Review docket for upcoming deadlines (.2); prepare table of upcoming deadlines for client (.2).
07/02/2024	7	McGill, Elliott D.	0.40	144.00	360.00	Send multiple emails to counsel regarding litigation in Pennsylvania in preparation for hearing before the bankruptcy court regarding extension of the stay (.5); attend virtual motion hearing before the bankruptcy court (.5).
07/03/2024	14	Bletzacker, Jonathan D.	1.00	440.00	440.00	Attend hearing on first day motions.
07/03/2024	7	Smith, Timothy B.	0.80	444.00	555.00	Review and respond to emails from Brian Rothschild regarding Brown case (.8); review and respond to emails from local counsel in Brown case (.3); review emails from Jon Bletzacker regarding the Brown case (.6)
07/03/2024	14	Smith, Timothy B.	1.70	943.50	555.00	Prepare for first day hearing (1.0); attend first day hearing (.7); update call with client (.1).
07/03/2024	7	Rothschild, Brian M.	1.80	882.00	490.00	Work with M. Ray on changes and updates to SmartFi Bankruptcy informational website in accordance with Court's Order on Notice Procedures.
07/03/2024	15	Rothschild, Brian M.	0.40	196.00	490.00	Call with Ampleo on schedules and SOFA (.4); call with S. Ibrahim on disclosures (.1); review schedules and provide comments (.6, 1.1); review SOFA and provide comments (.9).
07/03/2024	20	Rothschild, Brian M.	3.10	1,519.00	490.00	

Exhibit B - Time Entries

						Draft correspondence with A. Chang regarding revisions needed for Plan of Reorganization and instructions thereto (.2); review A. Chang's comments on revisions to plan and review Purdue Pharma decision and its impact on the Plan structure and draft revisions thereto (.3); interoffice conference with B. Rothschild discussing case and Plan of Reorg (.3); draft revisions in plan of reorganization (.4).
07/03/2024	17	Brown, Simeon J.	1.30	455.00	350.00	Reorg (.3); draft revisions in plan of reorganization (.4).
07/03/2024	7	Chang, Alexander S.	0.40	130.00	325.00	Revise Chapter 11 Plan.
07/04/2024	7	Rothschild, Brian M.	0.30	147.00	490.00	Revise table of case deadlines and circulate to team, client, and Ampleo.
						Call with S. Ibrahim working together to finalize Schedules and SOFA (.8); review finalized schedules and send comments (.2, .4); finalize and file Schedules and SOFA (1.1).
07/04/2024	20	Rothschild, Brian M.	2.50	1,225.00	490.00	Review of Memorandum in Opposition to our Motion to Dismiss in Pennsylvania action (1.2); review of local rules regarding Reply Memorandum (.4); prepare draft of Reply Memorandum in Support of Motion to Dismiss (2).
07/08/2024	14	Bletzacker, Jonathan D.	3.60	1,584.00	440.00	Research regarding newly assigned magistrate in Brown case.
07/08/2024	14	Smith, Timothy B.	0.90	499.50	555.00	Review and edit reply brief in support of motion to dismiss in Brown lawsuit.
07/09/2024	14	Smith, Timothy B.	1.50	832.50	555.00	Work with principals on scheduling IDI, hearing attendance of witnesses (.3, .2); attend initial debtor interview (1.2); follow up call with client on compliance (.1).
07/09/2024	7	Rothschild, Brian M.	1.80	882.00	490.00	Call with inquiring creditor regarding notice and hearings.
07/09/2024	15	Rothschild, Brian M.	0.10	49.00	490.00	Conference with Brian Rothschild regarding case status.
07/10/2024	7	Smith, Timothy B.	0.40	222.00	555.00	Review incoming pleadings in Brown case.
07/10/2024	14	Smith, Timothy B.	0.60	333.00	555.00	Review and work with client on responses to U.S. Trustee's requests for documents following IDI (.6); conference with T. Smith on case status and strategy (.4).
07/10/2024	7	Rothschild, Brian M.	1.00	490.00	490.00	Review notice filed by Brown plaintiffs (.4); conference with Jon Bletzacker regarding notice (.3); review briefing schedule entered by court (.2).
07/11/2024	14	Smith, Timothy B.	0.90	499.50	555.00	Review and respond to emails from Brian Rothschild.
07/13/2024	7	Smith, Timothy B.	0.20	111.00	555.00	Review and finalize reply in support of motion to dismiss.
07/15/2024	14	Smith, Timothy B.	0.80	444.00	555.00	Review Celsius complaint (.6); research on stay violation for filing adversary complaints in bankruptcy court (.6); correspondence with plaintiffs' counsel requesting withdrawal or stay of complaints (.3).
07/15/2024	14	Rothschild, Brian M.	1.50	735.00	490.00	Work with Ampleo and client on responding to US Trustee information requests.
07/16/2024	7	Rothschild, Brian M.	0.30	147.00	490.00	Interoffice conference with bankruptcy group discussing current status of this matter's projects and next steps (.4).
07/16/2024	7	Brown, Simeon J.	0.40	140.00	350.00	Review case file, first day motions, and orders to understand case status and relevant background (.9); draft Status Report under 1188(c) (.9).
07/16/2024	7	McGill, Elliott D.	1.80	648.00	360.00	Email correspondence with Celsius counsel.
07/17/2024	7	Smith, Timothy B.	0.50	277.50	555.00	
07/17/2024	7	Rothschild, Brian M.	0.50	245.00	490.00	Work on facilitating responses to U.S. Trustee information requests (.1, .2); call with client regarding same (.1); gather filings and send to client to post on informational website (.1).
07/17/2024	14	Rothschild, Brian M.	0.90	441.00	490.00	Correspondence with Celsius counsel on violation of stay and request to say or withdraw complaints (.3); research for same (.4); call with A. Jarvis regarding same (.2).
07/17/2024	7	McGill, Elliott D.	0.50	180.00	360.00	Review/analyze Celsius adversary complaints.
07/17/2024	7	McGill, Elliott D.	1.70	612.00	360.00	Research regarding whether adversary proceedings arising from prepetition claims violate the automatic stay to assist in drafting motion for contempt sanctions against Celsius.
07/17/2024	7	McGill, Elliott D.	0.30	108.00	360.00	Drafting motion for contempt sanctions against Celsius parties for stay violations.
07/18/2024	17	Brown, Simeon J.	0.10	35.00	350.00	Draft correspondence with Ampleo checking in on status of financial analysis for plan of reorganization.
07/19/2024	11	Neilson, Darren B.	0.40	168.00	420.00	Review of Objection to Employment Application filed by US Trustee.
07/19/2024	11	Neilson, Darren B.	0.30	126.00	420.00	Review of Joinder of US Trustee's objection to Employment application of Parsons Behle & Latimer filed by Mason Song.
07/23/2024	7	Smith, Timothy B.	0.20	111.00	555.00	Review and respond to emails from Brian Rothschild (.2)
07/23/2024	7	Rothschild, Brian M.	3.50	1,715.00	490.00	Analysis of correspondence with U.S. Trustee on eligibility issue (.6); research for same (.2, .7); prepare memorandum response and send same to U.S. Trustee (2.0).
07/23/2024	17	Brown, Simeon J.	0.10	35.00	350.00	Draft correspondence with Ampleo regarding financial analysis for plan of reorganization.
07/24/2024	11	Neilson, Darren B.	1.10	462.00	420.00	Additional analysis of Objection to Parsons Employment Application and review of relevant case law.
07/24/2024	15	Rothschild, Brian M.	1.10	539.00	490.00	Call with K. Conger on communications with creditors and provide language for same (.3); call with A. Tilton to prepare for 341 meeting (.5); review schedules for same (.3).

Exhibit B - Time Entries

07/25/2024	11	Neilson, Darren B.	3.10	1,302.00	420.00	Review and analysis of OUST's objection to employment of Parsons Behle & Latimer (.6); Review and analysis of case law regarding the objection (1.1); Preparation of Reply (1.4). Preparation call with A. Tilton (.5); attend 341(a) meeting (3.2); strategy call with client (.5); call with D. Neilson on pending motions and responses (.3).
07/25/2024	15	Rothschild, Brian M.	4.50	2,205.00	490.00	Teleconferences with Darren Neilson regarding objections to our employment; review and respond to emails from Darren Neilson regarding same
07/26/2024	7	Smith, Timothy B.	1.20	666.00	555.00	Further analysis of case law regarding 11 U.S.C. 327(a) and third-party payor (2.5); Revisions to Reply (4.5); Preparation of Declaration of Brian Rothschild in Support (.5); Preparation of Declaration of Aaron Tilton in support (.4).
07/26/2024	11	Neilson, Darren B.	7.90	3,318.00	420.00	Multiple calls (3) with Aaron Tilton regarding Reply to OUST
07/26/2024	11	Neilson, Darren B.	0.50	210.00	420.00	Objection to Motion to Employ PBL.
07/29/2024	11	Rothschild, Brian M.	0.90	441.00	490.00	Call with client to prepare for final hearings on first day motions (.2); call with D. Neilson regarding same (.1); prepare for first day hearing and review pleadings (.6). Review Celsius draft stipulations to stay and proposed orders, and correspondence with C. Henninger regarding same.
07/29/2024	14	Rothschild, Brian M.	0.80	392.00	490.00	Follow up with Ampleo on financial analysis for plan of reorganization.
07/29/2024	17	Brown, Simeon J.	0.10	35.00	350.00	Conference with Brian Rothschild regarding case status.
07/30/2024	7	Smith, Timothy B.	0.30	166.50	555.00	Prepare for final first day hearing (.4); first-day hearing (.5); post-call and strategy with client and T. Smith (.3); revise Status Report and file same (1.4).
07/30/2024	7	Rothschild, Brian M.	2.60	1,274.00	490.00	Interoffice conference with B. Rothschild discussing results of hearing, next steps, and assignments.
07/30/2024	7	Brown, Simeon J.	0.30	105.00	350.00	Participate in status call with U.S. Trustee (.7); review emails from Celsius counsel (.5).
07/31/2024	7	Smith, Timothy B.	1.20	666.00	555.00	Call with Brian Rothschild and Tim Smith, along with Melinda Wilden and Peter Khun from US Trustee's office and Annette Jarvis for Song regarding objection to Parsons Behle & Latimer Employment Application and various issues.
07/31/2024	11	Neilson, Darren B.	0.80	336.00	420.00	Call with client on employment application (.5); call with U.S. Trustee and A. Jarvis and C. Henninger on employment application and objections (.8); call with client on resolution of same (.2); revise and upload Order on Ampleo Employment Application (.4).
07/31/2024	11	Rothschild, Brian M.	1.90	931.00	490.00	Correspondence with Celsius counsel requesting it to honor agreement to stay adversary proceedings (.2, .1, .1).
07/31/2024	14	Rothschild, Brian M.	0.40	196.00	490.00	Review and respond to emails from Brian Rothschild (.3); teleconference with Brian Rothschild (.3); review objection filed by US Trustee (.5); review discovery requests (.5).
08/01/2024	7	Smith, Timothy B.	1.60	888.00	555.00	Review of Discovery Requests propounded by Mason Song and Celsius regarding Objection to Sub-V election. Analysis of objections to the same.
08/01/2024	7	Neilson, Darren B.	0.40	168.00	420.00	Review of Objection filed by OUST regarding Sub-V election; and review of Joinder by Mason Song and Celsius of Sub-V Election.
08/01/2024	7	Neilson, Darren B.	0.60	252.00	420.00	Review of email from OUST regarding continuing objection to PBL's application.
08/01/2024	11	Neilson, Darren B.	0.30	126.00	420.00	
08/01/2024	7	Rothschild, Brian M.	4.50	2,205.00	490.00	Brief Sub V Trustee on eligibility issue (.1); review and analysis of US Trustee Objection to eligibility (1.4); work with E. McGill on briefing for Sub V eligibility issue (.5); review and analysis of discovery requests and deposition notices from Celsius (1.3); send same to client with instructions (.1); call with clients on same (.3); meet and confer emails on discovery request scope by email with Celsius parties (.3, .2); interoffice strategy with T. Smith (.3).
08/01/2024	7	Brown, Simeon J.	0.50	175.00	350.00	Interoffice conference with B. Rothschild and PB&L team discussing status of case and next steps (.2); research on automatic stay issue (.3).
08/01/2024	7	McGill, Elliott D.	0.50	180.00	360.00	Review/analyze UST's objection to Sub V election.
08/02/2024	7	Smith, Timothy B.	0.50	277.50	555.00	Teleconference with Aaron Tilton regarding case status.
08/02/2024	14	Smith, Timothy B.	1.50	832.50	555.00	Review default judgment filings in UTXO case (.7); review UTXO contracts (.8).
08/02/2024	7	McGill, Elliott D.	0.70	252.00	360.00	Review/analyze Creditors' objection to Debtor's sub v election.
08/04/2024	7	Chang, Alexander S.	3.40	1,105.00	325.00	Research for Objection to Motion to Appoint Creditor Committee (1.5); begin draft Objection to Motion (1.9). Call with A. Tilton on discovery requests (.2); follow up call with SmartFi employees and witnesses on discovery and depositions (1.0); meet and confer call with Celsius counsel and U.S. Trustee on discovery and depositions (.6); correspondence and call with counsel for Blue Castle on discovery issues (.2, .3).
08/05/2024	14	Rothschild, Brian M.	2.30	1,127.00	490.00	

Exhibit B - Time Entries

08/05/2024	7	Brown, Simeon J.	0.10	35.00	350.00	Draft email correspondence regarding financial analysis and plan of reorganization.
08/05/2024	14	McGill, Elliott D.	0.80	288.00	360.00	Meet and confer Zoom meeting with UST and Celcius counsel regarding deposition and requests for production.
08/06/2024	14	Smith, Timothy B.	0.40	222.00	555.00	Review and respond to emails from local counsel in Brown lawsuit.
08/06/2024	6	Neilson, Darren B.	0.20	84.00	420.00	Emails with Aaron Tilton and Ampleo regarding DIP account issues.
08/06/2024	7	Rothschild, Brian M.	1.10	539.00	490.00	Call with client on inability to set up DIP account, previous bank refusals, related matters (.6); call M. Johnson obo Blue Castle on production and issues for cash management motion (.3); correspondence with client on production for same (.2).
08/06/2024	11	Rothschild, Brian M.	0.50	245.00	490.00	Call with U.S. Trustee and Blue Castle counsel on information in support of PBL employment application and cash management system motion.
08/06/2024	7	McGill, Elliott D.	0.50	180.00	360.00	Teams meeting with UST's office regarding documents requests, DIP bank account, and relationship between Debtor, Blue Castle, and Solara.
08/06/2024	7	McGill, Elliott D.	2.20	792.00	360.00	Research regarding sub V eligibility and contingent liquidated debts (1.4); begin drafting response to objections to Debtor's sub V election (.8).
08/07/2024	7	Rothschild, Brian M.	3.10	1,519.00	490.00	Call with client and U.S. Trustee on Cash Management and Employment Application (1.0); call with M. Johnson regarding same (.1); calls with clients regarding documents to be produced for same (.2, .1); prepare declaration of B. Jones in support of same (1.6).
08/07/2024	17	Brown, Simeon J.	0.10	35.00	350.00	Draft correspondence with Ampleo regarding status of financials.
08/07/2024	7	McGill, Elliott D.	2.20	792.00	360.00	Review/analyze first day filings and Debtor's business/organizational documents to assist in drafting background for brief regarding sub V election (1.2); continue drafting response to objections to Debtor's sub V election (1.0).
08/08/2024	7	Rothschild, Brian M.	2.50	1,225.00	490.00	Begin to prepare responses to Celsius Requests for Production of Documents (.9); prepare objections to same (.8); work with client on gathering documents (.5, .3).
08/08/2024	7	McGill, Elliott D.	4.20	1,512.00	360.00	Legal research regarding noncontingent and liquidated debts to assist in drafting response to sub V election objections (1.6); continue drafting response to sub V election objections (2.6).
08/09/2024	7	Smith, Timothy B.	1.30	721.50	555.00	Review and respond to email from Brian Rothschild (.2); review discovery requests (.5); teleconference with client regarding discovery responses (.6)
08/09/2024	7	Rothschild, Brian M.	3.30	1,617.00	490.00	Revise Response to Objection to Subchapter V Election (2.5); research for same (.8).
08/09/2024	7	McGill, Elliott D.	1.20	432.00	360.00	Drafting/revising response to objections to Debtor's subchapter v election.
08/12/2024	7	Smith, Timothy B.	1.40	777.00	555.00	Review emails from Brian Rothschild (.3); review emails from client (.3); review discovery responses and documents (.6); review emails from opposing counsel (.2).
08/12/2024	7	Rothschild, Brian M.	4.30	2,107.00	490.00	Call with client and Blue Castle counsel on deposition timing, document requests, and other matters (1.0); review document production (.9); call with client on production of financials and other documents (.6); further prepare responses and objections to Celsius document requests (1.8).
08/13/2024	7	Smith, Timothy B.	0.20	111.00	555.00	Email correspondence with US Trustee (.1); email correspondence with Brian Rothschild on eligibility and discovery issues (.1).
08/13/2024	14	McGill, Elliott D.	5.60	2,016.00	360.00	Review/analyze Celsius and Megjhi Complaints and first day filings to understand relevant background regarding alleged transfers (1.6); research regarding adversary proceedings to collect prepetition claims and automatic stay (2.3); begin drafting motion for contempt sanctions against Celsius parties (1.7).
08/14/2024	7	Raymond, Tyson N.	0.20	77.00	385.00	Group strategy call regarding various pending issues and steps moving forward.
08/14/2024	7	Smith, Timothy B.	1.90	1,054.50	555.00	Review and respond to emails from Brian Rothschild (.5); review email from US Trustee (.2); review documents produced for discovery (.6); search for responsive documents (.6).
08/14/2024	7	Neilson, Darren B.	0.20	84.00	420.00	Group call with Parsons attorneys regarding various open items and next steps to be taken.

Exhibit B - Time Entries

						Call with client on deposition preparation and exhibits (.2); work with paralegal on exhibit and witness list (.1, .1); team call on strategy, arguments for hearing (.2); deposition preparation with client (2.0); assemble and review additional documents for production and send to U.S. Trustee and Celsius (1.4); prepare and revise Response to U.S. Trustee and Celsius Objection to Subchapter V Election (2.5); further research for same and calculation of certain debts (.5, .3);
08/14/2024	7	Rothschild, Brian M.	7.60	3,724.00	490.00	revise and file exhibit and witness list (.3).
08/14/2024	7	McGill, Elliott D.	0.20	72.00	360.00	Meeting with attorney group to discuss upcoming filings and deadlines.
08/14/2024	14	McGill, Elliott D.	3.80	1,368.00	360.00	Research in support of motion for contempt sanctions against Celsius parties (1.4); drafting/revising motion for contempt sanctions against Celsius parties (2.4).
08/14/2024	14	McGill, Elliott D.	2.10	756.00	360.00	Research regarding dismissal of adversary proceedings commenced in violation of automatic stay (1.3); drafting motion to dismiss Megjhi Complaint (.8).
08/14/2024	7	Jensen-Beutler, Kirstin L.	2.40	564.00	235.00	Prepare the Exhibit and Witness List to be produced with all Exhibits and provided to Court, US Trustee and opposing counsel.
08/14/2024	7	Jensen-Beutler, Kirstin L.	0.10	23.50	235.00	Prepare email to B. Rothschild regarding the final review of the Exhibit and Witness List to prepare the binders of Exhibits.
08/14/2024	7	Jensen-Beutler, Kirstin L.	0.80	188.00	235.00	Add supplemental documents to Sharepoint file and to the Exhibit and Witness List.
08/14/2024	7	Jensen-Beutler, Kirstin L.	0.30	70.50	235.00	Create binder cover pages for the B. Rothschild, the Court, the US Trustee and opposing counsel.
08/14/2024	7	Jensen-Beutler, Kirstin L.	0.10	23.50	235.00	Prepare revised Exhibit & Witness list for B. Rothschild's final approval.
08/14/2024	7	Jensen-Beutler, Kirstin L.	0.10	23.50	235.00	Prepare email to copy center to create four binders of Exhibits to be produced today.
08/15/2024	7	Smith, Timothy B.	0.50	277.50	555.00	Review email from US Trustee (.2); conference with Brian Rothschild (.3).
08/15/2024	14	Neilson, Darren B.	1.50	630.00	420.00	Review and revisions to Motion for Contempt Sanctions against Celsius Parties.
08/15/2024	15	Neilson, Darren B.	2.50	1,050.00	420.00	Further review and analysis of Motion to Appoint Creditor Committee (.3); Review and revisions to Opposition to Motion to Appoint Creditor Committee (1.4); Review of case law on appointment of Creditor Committee in Subchapter V (.5); Review of Response to Objection of Subchapter V Election in reference to Opposition to Motion to Appoint Creditor Committee (.3).
08/15/2024	7	Rothschild, Brian M.	9.70	4,753.00	490.00	Prepare for deposition (.6); deposition of Aaron Tilton and 30(b)(6) deposition and 2004 examination (7.0); revise Response to Objection to Subchapter V Election (.9); finalize and file same (.1); revise and file Tilton Declaration (.8); case status update and strategy with T. Smith (.3).
08/15/2024	7	McGill, Elliott D.	1.80	648.00	360.00	Revisions to Response to Sub V objections (.4); Draft Declaration of Aaron Tilton in support of Response (.8); Emails w/ Ampleo regarding information to include in Response (.2); Call w/ Cheryl Adams regarding Sub V Objection response (.2); Research regarding local rules governing motions filings (.2).
08/15/2024	14	McGill, Elliott D.	0.70	252.00	360.00	Drafting/revising motion to dismiss Megjhi complaint.
08/15/2024	7	Jensen-Beutler, Kirstin L.	0.10	23.50	235.00	Telephone communication with B. Rothschild regarding the supplement exhibits to be filed.
08/15/2024	7	Jensen-Beutler, Kirstin L.	0.10	23.50	235.00	Telephone communication with Court clerk regarding receiving two courtesy copies of the exhibit binder.
08/15/2024	7	Jensen-Beutler, Kirstin L.	0.10	23.50	235.00	Prepare email to copy center and to office center to have two courtesy binders printed out and delivered to the Court.
08/16/2024	7	Smith, Timothy B.	2.00	1,110.00	555.00	Review and respond to email from Brian Rothschild (.2); review and respond to emails from Elliott McGill (.3); review and respond to emails from Aaron Tilton (.3); review and respond to emails Brad Jones (.3); teleconference with Brad Jones (.4); review response to UST objection to employment application (.7).
08/16/2024	14	Neilson, Darren B.	0.70	294.00	420.00	Review and revisions to Motion to Dismiss Celsius Complaint and filing of the same.
08/16/2024	14	Neilson, Darren B.	0.70	294.00	420.00	Review and revisions to Motion to Dismiss Megjhi Complaint and filing of the same.
08/16/2024	14	Neilson, Darren B.	0.90	378.00	420.00	Finalization of and filing of Motion for Contempt Sanctions against Celsius Parties for Violation of the Automatic Stay.
08/16/2024	7	Rothschild, Brian M.	4.00	1,960.00	490.00	Prepare for deposition (.2); deposition of Brad Jones (3.0); correspondence with court on scheduling conference (.1); work on exhibits for hearing (.3); review additional exhibits from U.S. Trustee and further analysis for sub v objection (.4).

Exhibit B - Time Entries

08/16/2024	11	Rothschild, Brian M.	1.00	490.00	490.00	Review and analysis of supplemental objection by UST to PBL Employment Application (.6); work on tracing funds with client to respond to same (.4).
08/16/2024	11	McGill, Elliott D.	4.30	1,548.00	360.00	Review/analyze UST supplement to Parsons Behle & Latimer employment app (.3); review/analyze all previously filed employment application objections/submissions (.7); review financial information regarding debtor and various affiliated entities (2.1); begin drafting response to UST supplemental objection to Parsons Behle & Latimer employment application (1.2).
08/16/2024	7	Jensen-Beutler, Kirstin L.	0.20	47.00	235.00	Telephone communication with the Court Clerk regarding receiving a copy of the Exhibits in pdf format and the updated Expert and Witness List.
08/16/2024	7	Jensen-Beutler, Kirstin L.	2.10	493.50	235.00	Prepare pagination to all Exhibits to prepare to send to the Court clerk.
08/16/2024	7	Jensen-Beutler, Kirstin L.	0.10	23.50	235.00	Prepare email to Court Clerk with the updated Exhibit & Witness List and the paginated Exhibits.
08/16/2024	7	Jensen-Beutler, Kirstin L.	0.10	23.50	235.00	Review and analyze email from E. McGill regarding the Exhibits in pdf form and prepare with pagination to all documents and prepare reply email.
08/19/2024	7	Smith, Timothy B.	2.40	1,332.00	555.00	Conference with Brian Rothschild regarding employment application (.4); teleconference with client regarding declarations (.8); review and respond to emails from Elliot McGill (.4); review and revise declaration of Brad Jones (.5); teleconference with Brad Jones (.3).
08/19/2024	7	Neilson, Darren B.	0.50	210.00	420.00	Attendance at Scheduling Hearing called by the Court. Call with Brian Rothschild and Aaron Tilton regarding update from Court called Scheduling Conference and preparation for hearing on Parsons Behle & Latimer Employment and Cash
08/19/2024	7	Neilson, Darren B.	0.40	168.00	420.00	Managment Motion. Review and analysis of Motion to Modify Banking and Cash Management (.4), US Trustee's Objection (.3), and Objecting Creditor's Joinder and Limited Objection (.3); Outline of issues in preparation for hearing on Motion (.6); Preparation of email to Brad Jones regarding potential and anticipated topics for testimony at hearing on Motion (.5); Review of code and case law cited by US Trustee and Objecting Creditors in preparation for hearing (.6); prepare for hearing on Motion (.7).
08/19/2024	7	Neilson, Darren B.	3.40	1,428.00	420.00	Review of US Trustee's Supplemental Objection to Parsons Behle & Latimer's Employment Application and review and revisions to Debtor's Response.
08/19/2024	11	Neilson, Darren B.	0.60	252.00	420.00	Prepare for and attend scheduling conference with court (.5); work on stipulated facts with U.S. Trustee (.6); work to separate and designate exhibits for hearing on narrowed topics (.9); call with Subchapter V Trustee on outstanding issues (.3); call with client group to prepare for hearing and draft response to UST motion (.5); preparation for hearing and outline of witnesses testimony (2.0).
08/19/2024	7	Rothschild, Brian M.	4.80	2,352.00	490.00	Review/analyze financials related to payments discussed in UST supplemental objection to Parsons Behle & Latimer Employment Application (.9); Teams meeting with Brad Jones and Aaron Tilton regarding Parsons Behle & Latimer Employment Application (1.1); drafting/revising declaration of Brad Jones in support of response to UST supplemental objection (1.6); Various calls/emails regarding declaration and response to UST supplemental objection (.6); drafting/revising response to UST supplemental objection (1.6); Finalizing/filing Response to UST Supplemental
08/19/2024	11	McGill, Elliott D.	5.90	2,124.00	360.00	Objection (.1). Review and analyze Celsius Supplemental Exhibits and the Exhibit List to prepare for B. Rothschild's preparation for upcoming hearing.
08/19/2024	7	Jensen-Beutler, Kirstin L.	0.60	141.00	235.00	Prepare email to Copy Center requesting a copy of the Celsius Exhibits and Exhibit List be prepared into a binder for B. Rothschild to refer to during the upcoming hearing.
08/19/2024	7	Jensen-Beutler, Kirstin L.	0.10	23.50	235.00	Review and analyze email from S. Ethington from the Copy Center regarding the corrupt Excel spreadsheet regarding Celsius Exhibit List and prepare reply email to S. Ethington.
08/19/2024	7	Jensen-Beutler, Kirstin L.	0.10	23.50	235.00	Review and respond to emails from Elliott McGill regarding hearing on application for employment (.5); conference with Brian Rothschild regarding same (.4).
08/20/2024	7	Smith, Timothy B.	0.90	499.50	555.00	Conference call preparation with Client principals regarding upcoming hearings on Motion to Employ Parsons Behle and Latimer, Status Conference, and Motion to Modify Banking
08/20/2024	7	Neilson, Darren B.	1.80	756.00	420.00	Requirements.

Exhibit B - Time Entries

08/20/2024	7	Neilson, Darren B.	4.20	1,764.00	420.00	Appearance at hearing on Motion to Employ Parsons Behle and Latimer, Status Conference, and Motion to Modify Banking.
08/20/2024	7	Neilson, Darren B.	0.50	210.00	420.00	Call with Brian Rothschild and Aaron Tilton regarding recap of hearing on Motion to Employ Parsons Behle & Latimer, Status Conference, and Motion to Modify Banking Requirements and discussions of next steps.
08/20/2024	7	Neilson, Darren B.	0.90	378.00	420.00	Further preparation of hearing on Motion to Modify Banking Requirements, review of Brad Jones' email and exhibits regarding efforts to obtain DIP Account and facts surrounding unbanking event in 2023 (.7); preparation and update to outline to Brad Jones' testimony (.2).
08/20/2024	7	Rothschild, Brian M.	1.70	833.00	490.00	Call with client on go-forward strategy (.5); research on Subchapter V eligibility issue raised by Celsius (.7); calls with Subchapter V Trustee (.2, .3).
08/20/2024	11	Rothschild, Brian M.	7.40	3,626.00	490.00	Prepare for evidentiary hearing with clients and witnesses (1.6); prepare outline of examination (1.5); hearing on Employment and Fee Application (4.0); revise Order on Fee Application, upload same (.3).
08/20/2024	7	McGill, Elliott D.	1.70	612.00	360.00	Teams meeting with clients prior to hearing on Cash Management and Parsons Behle & Latimer Employment applications.
08/20/2024	11	McGill, Elliott D.	3.90	1,404.00	360.00	Attended hearing on Parsons Behle & Latimer Employment Application and Cash Management Motion.
08/20/2024	7	Jensen-Beutler, Kirstin L.	0.80	188.00	235.00	Review and analyze the U.S. Trustee's Exhibits and prepare email to the copy center regarding preparing an Exhibit Binder with The U.S. Trustee's Exhibits for B. Rothschild to prepare for the upcoming hearing.
08/20/2024	7	Jensen-Beutler, Kirstin L.	0.10	23.50	235.00	Review and analyze email from B. Rothschild regarding U.S. Trustee's Exhibits for the upcoming hearing and prepare Exhibit binder and prepare reply email.
08/20/2024	7	Jensen-Beutler, Kirstin L.	0.10	23.50	235.00	Prepare email to the Copy Center regarding preparing copies for the Exhibit Binder regarding the U.S Trustee's Exhibits for the upcoming hearing.
08/21/2024	14	Smith, Timothy B.	0.50	277.50	555.00	Review and respond to emails from local counsel on Brown case.
08/21/2024	20	Neilson, Darren B.	0.40	168.00	420.00	Preparation of filing of July 2024 Monthly Operating Report. Review/analyze reply briefs filed by objecting creditors regarding Sub V election and appointment of creditor's committee.
08/21/2024	7	McGill, Elliott D.	0.50	180.00	360.00	Calls with A. Tilton on management services, budget, and operations (.2, .3); review cash budget for management services (.4).
08/23/2024	6	Rothschild, Brian M.	0.90	441.00	490.00	Review and respond to email from local counsel in Brown lawsuit (.6).
08/26/2024	14	Smith, Timothy B.	0.60	333.00	555.00	Multiple emails with Michael Johnson regarding Services Agreement with Blue Castle and review of proposed adjustment to Services Agreement.
08/26/2024	6	Neilson, Darren B.	0.30	126.00	420.00	
08/26/2024	7	Rothschild, Brian M.	3.10	1,519.00	490.00	Work with client on reduction of fees and expenses under Blue Castle Services Agreement (.9); negotiate with Blue Castle regarding same (.2, .3); calls and correspondence with client on maintaining platform and need to abandon or potentially sell platform and other ongoing losses if unable to maintain services (.3, .6); draft proposal and send to U.S. Trustee and objecting creditors on Services Agreement Motion (.6); responsive correspondence regarding same (.2).
08/27/2024	7	Neilson, Darren B.	0.40	168.00	420.00	Call with Parsons' attorneys and Client regarding Motion to Modify Banking Requirements.
08/27/2024	7	Rothschild, Brian M.	2.30	1,127.00	490.00	Call with client group on responses to Objecting Creditors' demands (partial, left early) (.4); call with U.S. Trustee and Blue Castle on cash management (.5); further call with U.S. Trustee and Blue Castle (.2); prepare order and send to U.S. Trustee for review (.8); revise Order with comments and send to objecting creditors and Sub V Trustee (.4).
08/27/2024	7	McGill, Elliott D.	0.40	144.00	360.00	Teams meeting with client to discuss cash management motion.
08/27/2024	11	McGill, Elliott D.	0.60	216.00	360.00	Prepare/revise/format declaration of Matt McKinlay correcting declaration of Cheryl Parker-Adams (.4); finalize and file same (.2).
08/28/2024	14	Smith, Timothy B.	0.90	499.50	555.00	Review default judgment pleadings (.4); review proposed findings of fact and conclusions of law (.5).
08/28/2024	7	Neilson, Darren B.	0.60	252.00	420.00	Appearance at Zoom Hearing on Motion to Amend Banking; Call with Peter Kuhn regarding hearing; Call with Michael Johnson regarding hearing.

Exhibit B - Time Entries

						Prepare Status Report on Cash Management System Motion, attached proposed order, and file same (1.1); prepare for continued hearing on Cash Management System Motion (.6); call with court clerk on same (.2); call with U.S. Trustee on next steps and consent to order (.1); review and respond to demand to withdraw sanctions motion from A. Jarvis and Celsius (.9); review and respond to demands from
08/28/2024	7	Rothschild, Brian M.	4.10	2,009.00	490.00	Objecting Creditors on Cash Management Motion (1.2). Review Local Rules governing pro hac vice admissions (.3);
08/28/2024	7	McGill, Elliott D.	0.60	216.00	360.00	Prepare pro hac vice motion and application (.3).
08/29/2024	14	Smith, Timothy B.	0.90	499.50	555.00	Teleconference with client regarding UTXO contracts.
08/29/2024	7	Neilson, Darren B.	0.20	84.00	420.00	Weekly meeting regarding status and outstanding issues. Call with U.S. Trustee to revise Proposed Order on Cash Management and revise same and prepare redline (.4);
08/29/2024	7	Rothschild, Brian M.	0.60	294.00	490.00	prepare filing on same and file (.2).
08/29/2024	11	Rothschild, Brian M.	0.70	343.00	490.00	Correspondence with S. Hershey regarding Ampleo declaration and questions on same (.3, .4). Prepare for hearing on motion for default judgment against UTXO (.9); participate in hearing on motion for default judgment (1.1); draft order granting motion for default judgment (.7)
08/30/2024	14	Smith, Timothy B.	2.70	1,498.50	555.00	Review Response to Monthly Operating Report (.2); correspondence with C. Henninger on exhibits and authority to file (.1); research on same (.4).
08/30/2024	7	Rothschild, Brian M.	0.70	343.00	490.00	Revise Plan of Reorganization.
08/30/2024	17	Rothschild, Brian M.	2.30	1,127.00	490.00	Prepare proposed order granting E. McGill Pro Hac Vice Motion (.1); review local rules regarding proposed orders and
08/30/2024	7	McGill, Elliott D.	0.20	72.00	360.00	file proposed order (.1).
08/30/2024	7	McGill, Elliott D.	2.20	792.00	360.00	Research docket in Celsius Network case. Research on claims subordination (1.5); draft classes, treatment, and specify impairment and voting (2.3); revise definitions (.9, .3).
09/02/2024	17	Rothschild, Brian M.	5.00	2,450.00	490.00	Conduct research regarding enforcement of judgment against foreign judgment debtor in foreign jurisdiction.
09/03/2024	14	Smith, Timothy B.	1.10	610.50	555.00	Revise classes (.7); call with S. Hershey about potential resolution and support of plan (.2); work with T. Smith on strategy for same (.2).
09/03/2024	17	Rothschild, Brian M.	1.10	539.00	490.00	Review judgment entered in state court action (.5); conduct research regarding status of UTXO (.8).
09/04/2024	14	Smith, Timothy B.	1.30	721.50	555.00	Review and respond to discovery requests and meet and confer on same (.5); work with clients on document production (.4).
09/04/2024	14	Rothschild, Brian M.	0.90	441.00	490.00	Call with Ampleo on liquidation analysis and best-efforts analysis.
09/04/2024	17	Rothschild, Brian M.	0.50	245.00	490.00	Teleconference with client (.6).
09/05/2024	7	Smith, Timothy B.	0.60	333.00	555.00	Work with A. Chang on plan draft structure (.2); revise plan summary (1.0).
09/05/2024	17	Rothschild, Brian M.	1.20	588.00	490.00	Teams meeting to discuss plan and motion to sell or abandon trading platform.
09/05/2024	7	McGill, Elliott D.	0.20	72.00	360.00	Call with client on document production (.7); assemble documents for production (.3).
09/06/2024	14	Rothschild, Brian M.	1.00	490.00	490.00	Revise Plan treatment of classes and voting.
09/06/2024	17	Rothschild, Brian M.	1.70	833.00	490.00	Conduct legal research for UTXO judgment.
09/09/2024	14	Smith, Timothy B.	0.90	499.50	555.00	Review documents for production (1.1); prepare production with objections (.6); correspondence and calls with client regarding production (.4); send final production and link with cover to Celsius counsel (.3).
09/09/2024	14	Rothschild, Brian M.	2.40	1,176.00	490.00	Analysis of Creditor objection to MOR (.7); correspondence with US Trustee on MOR and analysis of same (.3); forward to client with inquiries and further analysis (.6); call with client on UST issues with MOR (.4).
09/09/2024	20	Rothschild, Brian M.	2.00	980.00	490.00	Research regarding ability to sell or abandon assets of the estate (1.4); drafting/revising motion to sell or abandon online platform (2.3).
09/09/2024	2	McGill, Elliott D.	3.70	1,332.00	360.00	Fix issues with document production and send additional documents and correspondence to Celsius counsel.
09/10/2024	14	Rothschild, Brian M.	0.60	294.00	490.00	Continue drafting/revising motion to sell or abandon platform.
09/10/2024	2	McGill, Elliott D.	0.40	144.00	360.00	Call with client on strategy and documents for hearing (.5); work on hearing strategy for cash management motion (.2).
09/11/2024	7	Rothschild, Brian M.	0.70	343.00	490.00	Coordinate subpoenas with witnesses and analyze same for out-of-state targets (.4); assist draft responses to discovery requests (.9).
09/11/2024	14	Rothschild, Brian M.	1.30	637.00	490.00	Revise treatment of classes in Plan (1.4); begin draft of disclosure statement narrative regarding claims (2.0).
09/11/2024	17	Rothschild, Brian M.	3.40	1,666.00	490.00	Appearance at Hearing on Motion to Modify Banking Requirements.
09/12/2024	6	Neilson, Darren B.	0.60	252.00	420.00	

Exhibit B - Time Entries

						Conference call with clients on hearing strategy, other matters (.7); hearing on cash management motion (.6); revise and send proposed order to US Trustee and BCH for comments and endorsement (.1); correspondence with U.S. Trustee and further revisions and upload final order (.3).
09/12/2024	7	Rothschild, Brian M.	1.70	833.00	490.00	Review Celsius Parties' reply in support of sub v election (.5); Research regarding contingent and unliquidated claims to counter arguments in reply brief (1.8); drafting supplemental response to sub v election objections (2.6).
09/12/2024	7	McGill, Elliott D.	4.90	1,764.00	360.00	Attend Zoom hearing on Revised Cash Management Motion. Research for Supplemental Reply (.6, .9); review loan agreements (.5); review Terms of Use (.8); correspondence with client on certain facts (.2); extensive revision
09/12/2024	7	McGill, Elliott D.	0.60	216.00	360.00	Supplemental Reply (2.1); finalize, proof, and file same (.7). Multiple attempts to break down Exhibit 4 into multiple pages and save into a pdf format.
09/13/2024	7	Rothschild, Brian M.	5.80	2,842.00	490.00	Review and analyze email from B. Rothschild regarding extracting Exhibit 4 and break down the Exhibit and create into a pdf format.
09/13/2024	7	Jensen-Beutler, Kirstin L.	1.20	282.00	235.00	Prepare plan and disclosure statement summary (2.0); prepare summary of treatment table (.6).
09/13/2024	7	Jensen-Beutler, Kirstin L.	0.10	23.50	235.00	Research regarding enforcement of judgment in the Netherlands.
09/15/2024	17	Rothschild, Brian M.	2.60	1,274.00	490.00	Review of filings and Exhibit's for hearing on Sub Chapter V Election, and outline regarding the same for hearing.
09/16/2024	14	Smith, Timothy B.	0.90	499.50	555.00	Call with A. Tilton and B. Jones to prepare for hearing on eligibility (1.0); call with J. Shields on hearing (.3); prepare witness outlines for hearing (2.1); prepare oral argument for hearing (1.8); prepare slides and presentation (1.5).
09/16/2024	7	Neilson, Darren B.	1.30	546.00	420.00	Call on plan liquidation analysis with A. Tilton. Review and analysis of hearing exhibits and witness list submitted by Celsius including supplemental exhibits 49-53 and designated transcripts (1.8); prepare for hearing (0.9); prepare for, travel to, and attend hearing on eligibility and committee motions (6.4); post-hearing briefing with client representatives (.4).
09/16/2024	7	Rothschild, Brian M.	6.70	3,283.00	490.00	Review draft liquidation analysis from financial advisors (1.5); revise Plan outline for same (.4).
09/16/2024	17	Rothschild, Brian M.	0.20	98.00	490.00	Review and respond to emails from client (.3); teleconference with client (.3)
09/17/2024	7	Rothschild, Brian M.	9.50	4,655.00	490.00	Revise plan claims descriptions and claims amounts (2.1); call with Ampleo and client on revised liquidation analysis and best efforts analysis (1.2); prepare analysis of avoidance actions (1.4, .5); further call with clients on revised promissory note proposal, other matters on plan (.6); prepare plan provisions relating to liquidating trust (2.0); draft and revise plan means of implementation (1.6); revise and draft and harmonize plan definitions and class treatment (1.5); assemble, finalize, and file plan (.8).
09/17/2024	17	Rothschild, Brian M.	1.90	931.00	490.00	(.2) Analysis of facts related to amended promissory note; (1) prepare amended and restated promissory note between Solara Communities and Power Block Coin; (.5) analysis of comments on, and additional provisions required in, amended and restated promissory note and update as necessary.
09/18/2024	7	Smith, Timothy B.	0.60	333.00	555.00	Teleconference with client (.3); conference with Brian Rothschild (.3).
09/18/2024	17	Rothschild, Brian M.	11.00	5,390.00	490.00	Revise and fill in table of SmartINTEREST claims (1.0); revise omitted numbers in Plan summary (.4); draft Liquidating Trust Agreement and send to client for review (2.2); map Plan Supplement Documents (.6); correspondence with potential liquidating trustee candidates and discuss same in correspondence with client (.1, .2); draft plan support language (.6); teleconference with T. Smith on Plan and case strategy (.3); correspondence with U.S. Trustee (.1); prepare corrected plan for filing and proof same (.8); assemble, finalize, and file (.2).
09/18/2024	17	Johnson, D. Hunter	1.60	544.00	340.00	Work with client on revised payment schedule for Plan and feasibility issues (.6); work on Plan Supplement documents (1.1, .6).
09/19/2024	7	Smith, Timothy B.	0.60	333.00	555.00	Review and respond to emails from client (.3); review emails from Brian Rothschild (.1).
09/19/2024	17	Rothschild, Brian M.	6.50	3,185.00	490.00	Emails with Client and Ampleo regarding August Monthly Operating Report.
09/20/2024	17	Rothschild, Brian M.	2.30	1,127.00	490.00	Call with creditor's counsel on plan treatment and support. Work on plan supplement list (.5); correspondence with creditors regarding support for Plan (.5).
09/23/2024	7	Smith, Timothy B.	0.40	222.00	555.00	
09/23/2024	20	Neilson, Darren B.	0.20	84.00	420.00	
09/23/2024	15	Rothschild, Brian M.	0.20	98.00	490.00	
09/23/2024	17	Rothschild, Brian M.	1.00	490.00	490.00	

Exhibit B - Time Entries

					Correspondence with financial advisor and client regarding status of Monthly Operating Report (.1, .2); further correspondence advising regarding same (.2); review, assemble, and file Monthly Operating Report (.3).
09/23/2024	20	Rothschild, Brian M.	0.80	392.00	490.00
09/25/2024	7	Smith, Timothy B.	0.30	166.50	555.00
09/26/2024	7	Smith, Timothy B.	0.50	277.50	555.00
09/26/2024	14	Smith, Timothy B.	1.20	666.00	555.00
					Review and respond to emails from Brad Jones
					Review and respond to emails from client.
					Conduct research for enforcement of UTXO judgment.
					Communications with client regarding deposition invoices; communications with court reporter regarding same.
09/27/2024	7	Smith, Timothy B.	0.60	333.00	555.00
09/30/2024	7	Smith, Timothy B.	0.40	222.00	555.00
09/30/2024	11	Smith, Timothy B.	0.30	166.50	555.00
09/30/2024	7	Rothschild, Brian M.	0.30	147.00	490.00
					Conference with Brian Rothschild.
					Conference on strategy and deadlines with T. Smith.
09/30/2024	7	Rothschild, Brian M.	0.70	343.00	490.00
					Work on deposit and cash issues (.5); correspondence with counsel for Celsius and Song on potential resolutions (.2).
			389.00	179,005.50	

Exhibit C

Expenses Detail

Cost Report

Power Block Coin, LLC / Post Petition Chapter 11 Bankruptcy (37787-003)

Date	Description	Quantity	Amount	Narrative
06/20/2024	Filing Fee	1.00	1,738.00	Chapter 11 Petition for Bankruptcy
06/24/2024	Photocopies	13.00	1.95	Photocopies (13 @ .15/Unit), BY 6721- AT 11:38
06/24/2024	Photocopies	604.00	90.60	Photocopies (604 @ .15/Unit), BY 6898- AT 15:17
06/24/2024	Photocopies	604.00	90.60	Photocopies (604 @ .15/Unit), BY 6898- AT 15:19
06/26/2024	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6762- AT 12:32
06/26/2024	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6762- AT 12:34
06/28/2024	Photocopies	3.00	0.45	Photocopies (3 @ .15/Unit), BY 6721- AT 11:43
06/28/2024	Postage	0.00	1.92	Postage
07/03/2024	Photocopies	4.00	0.60	Photocopies (4 @ .15/Unit), BY 6721- AT 15:35
07/03/2024	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6721- AT 15:38
07/03/2024	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6721- AT 15:59
07/17/2024	Westlaw Research	0.00	60.00	Westlaw Research- EM 07/17/2024
07/31/2024	Searches	0.00	1,196.04	Services
08/09/2024	Westlaw Research	0.00	960.00	Westlaw Research- EDM 08/06-09/2024
08/12/2024	Searches	0.00	4.00	Brian Rothschild, Copies of State Corporate Filings
08/13/2024	Photocopies	19.00	2.85	Photocopies (19 @ .15/Unit), BY 7225- AT 15:55
08/13/2024	Photocopies	24.00	3.60	Photocopies (24 @ .15/Unit), BY 7225- AT 15:54
08/13/2024	Photocopies	2.00	0.30	Photocopies (2 @ .15/Unit), BY 7243- AT 16:32
08/13/2024	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 7243- AT 16:32
08/14/2024	Photocopies	4.00	0.60	Photocopies (4 @ .15/Unit), BY 6741- AT 16:24
08/14/2024	Photocopies	2.00	0.30	Photocopies (2 @ .15/Unit), BY 6741- AT 16:22
08/14/2024	Photocopies	2.00	0.30	Photocopies (2 @ .15/Unit), BY 6741- AT 16:20
08/14/2024	Binders	0.00	20.00	Binders- KB 1 1/2" 08/05/24
08/14/2024	Binders	0.00	10.00	Binders- KB 1 1/2" 08/15/24
08/14/2024	Drilling	0.00	12.00	Drilling-KB 08/14/24
08/14/2024	Drilling	0.00	6.00	Drilling-KB 08/15/24
08/15/2024	Westlaw Research	0.00	60.00	Westlaw Research, DBM 08/15/2024
08/15/2024	Messenger Service	1.00	7.50	Messenger Service
08/15/2024	Messenger Service	1.00	7.50	Messenger Service
08/15/2024	Court Reporters	0.00	3,715.55	Reliable Court Reporting, Transcript of Aaron Tilton
08/16/2024	Photocopies	11.00	1.65	Photocopies (11 @ .15/Unit), BY 7243- AT 12:50
08/16/2024	Westlaw Research	0.00	1,920.00	Westlaw Research- EDM 08/13-16/2024
08/16/2024	Court Reporters	0.00	1,901.75	Reliable Court Reporting, Transcript of Brad Jones
08/19/2024	Binders	0.00	4.00	Binders- KB 1" 08/19/24
08/19/2024	Binders	0.00	20.00	Binders- KB 4" 08/19/24
08/19/2024	Drilling	0.00	3.00	Drilling-K BEUTLER 08/19/24
08/20/2024	Photocopies	4.00	0.60	Photocopies (4 @ .15/Unit), BY 6762- AT 12:47
08/20/2024	Photocopies	2.00	0.30	Photocopies (2 @ .15/Unit), BY 6762- AT 12:50
08/20/2024	Drilling	0.00	1.50	Drilling-KBEUTLER 08/20/24
09/10/2024	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 7222- AT 09:05
09/10/2024	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 7222- AT 09:07
09/10/2024	Westlaw Research	0.00	540.00	Westlaw Research- EDM 09/09-10/2024
09/12/2024	Photocopies	13.00	1.95	Photocopies (13 @ .15/Unit), BY 7243- AT 15:22
09/16/2024	Westlaw Research	0.00	480.00	Westlaw Research- EDM 09/11-16/2024
09/17/2024	Photocopies	8.00	1.20	Photocopies (8 @ .15/Unit), BY 6762- AT 09:27
09/17/2024	Photocopies	2.00	0.30	Photocopies (2 @ .15/Unit), BY 6762- AT 09:28
			\$12,867.96	