

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE**

In re:

MONTREAL MAINE & ATLANTIC  
RAILWAY, LTD.

Debtor.

Bk. No. 13-10670

Chapter 11

**FOURTH INTERIM APPLICATION FOR COMPENSATION AND REIMBURSEMENT  
OF EXPENSES FOR BERNSTEIN, SHUR, SAWYER & NELSON, P.A., AS COUNSEL  
TO ROBERT J. KEACH, ESTATE REPRESENTATIVE, FOR THE PERIOD  
OCTOBER 1, 2017 THROUGH AND INCLUDING MARCH 30, 2018**

Name of Applicant:	Bernstein, Shur, Sawyer & Nelson, P.A.
Authorized to Provide Professional Services as:	Counsel to Robert J. Keach, estate representative of Debtor's post-effective date estate
Petition Date:	August 7, 2013
Date of Retention:	August 28, 2013 <u>nunc pro tunc</u> to August 21, 2013*
Period for Which Compensation and Reimbursement is Sought:	October 1, 2017 through and including March 30, 2018
Total Amount of Compensation sought as actual, reasonable and necessary:	\$261,181.50
Total Amount of Expenses sought as actual, reasonable and necessary:	\$1,777.85
Total Fees and Expenses Requested During Compensation Period:	\$262,959.35

This is an Interim Application.

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\* Bernstein, Shur, Sawyer & Nelson, P.A. ("BSSN") was retained on this date as counsel to Robert J. Keach in his capacity as chapter 11 trustee for the Debtor's estate. In his capacity of estate representative of the post-effective date estate of the Debtor (the "Estate Representative"), pursuant to the terms of the *Trustee's Revised First Amended Chapter 11 Plan of Liquidation, Dated July 15, 2015 (As Amended on October 8, 2015)* [D.E. 1822] (the "Plan"), Mr. Keach selected BSSN as counsel on the Effective Date (as defined in the Plan).

**COMPENSATION BY PROFESSIONAL DURING COMPENSATION PERIOD**

	<b>Department and Year Admitted<sup>†</sup></b>	<b>Hourly Billing Rate<sup>‡</sup></b>	<b>Total Billed Hours</b>	<b>Value</b>
<b>Shareholders</b>				
Sam Anderson	BRI - 2000	\$425.00	0.2	\$85.00
		\$435.00	0.4	\$174.00
Robert J. Keach	BRI-1980	\$550.00	42.2	\$23,210.00
		\$565.00	1.3	\$734.50
Paul McDonald	LPG - 1987	\$415.00	21.2	\$8,798.00
		\$430.00	12.2	\$5,246.00
Nelson A. Toner	BPG - 1987	\$410.00	1.5	\$615.00
Lindsay Zahradka Milne	BRI - 2011	\$250.00	86.3	\$21,575.00
		\$300.00	35.6	\$10,680.00
<b>Associates</b>				
Roma Desai	BRI – 2009	\$250.00	153.7	\$38,425.00
		\$260.00	9.0	\$2,340.00
Daniel Keenan	BRI – 2016	\$210.00	14.4	\$3,024.00
Adam R. Prescott	BRI - 2012	\$250.00	166.7	\$41,675.00
		\$260.00	65.4	\$17,004.00
John A. Woodcock III	LPG – 2006	\$240.00	78.0	\$18,720.00
		\$260.00	39.0	\$10,140.00
<b>Paralegals</b>				
Karla Quirk	BRI	\$180.00	47.3	\$8,514.00
		\$190.00	11.1	\$2,109.00
Angela Stewart	BRI	\$215.00	107.3	\$23,069.50
		\$225.00	55.7	\$12,532.50
Michelle A. Thomas	LPG	\$190.00	60.7	\$11,533.00
		\$200.00	4.2	\$840.00
<b>Library</b>				
Christine B. Bertsch	Library	\$115.00	1.2	\$138.00
<b>Total</b>			<b>1013.2</b>	<b>\$261,181.50</b>

<sup>†</sup> BRI – Business Restructuring and Insolvency; LPG – Litigation and Dispute Resolution. A brief biography of each professional who has rendered services in connection with the fees and expenses herein is set forth on Exhibit B.

<sup>‡</sup> On January 31, 2017, BSSN increased the billing rates as part of attorney and paraprofessional rate adjustments that BSSN implements in the ordinary course of its business.

**Blended hourly rate (excluding paraprofessional time): \$278.43**  
**Blended hourly rate for paraprofessionals only: \$204.30**

**COMPENSATION BY PROJECT CATEGORY DURING COMPENSATION PERIOD**

<b>PROJECT CODE</b>	<b>PROJECT DESCRIPTION</b>	<b>HOURS</b>	<b>AMOUNT</b>
01	Asset Analysis and Recovery	34.30	\$10,052.00
04	Case Administration	18.50	\$4,082.50
05	Claims Administration and Objections	254.90	\$66,497.00
07	Fee Employment/Applications	50.90	\$11,098.00
10	Litigation	283.70	76,917.50
10A	Litigation: CP Discovery	369.30	\$91,140.00
21	Tax Issues	3.00	\$1,394.50
<b>TOTAL</b>			<b>\$261,181.50</b>

**EXPENSE SUMMARY FOR COMPENSATION PERIOD**

<b>EXPENSE CATEGORY</b>	<b>AMOUNT</b>
Filing Fees	726.00
Overtime Meals	26.77
Travel Expenses	635.36
Federal Express	322.27
Secretarial Overtime	67.45
<b>Total Charges &amp; Disbursements</b>	<b>\$1,777.85</b>

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**FOURTH INTERIM APPLICATION FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES FOR BERNSTEIN, SHUR, SAWYER & NELSON,  
P.A., AS COUNSEL TO ROBERT J. KEACH, ESTATE REPRESENTATIVE,  
FOR THE PERIOD OCTOBER 1, 2017 THROUGH AND INCLUDING MARCH 30, 2018**

Bernstein, Shur, Sawyer & Nelson, P.A. (“BSSN”), counsel to Robert J. Keach, the estate representative (the “Estate Representative”) of the post-effective date estate of Montreal Maine & Atlantic Railway, Ltd. (“MMA” or the “Debtor”),<sup>1</sup> submits this fourth application (the “Fee Application”) seeking compensation for professional services and reimbursement of expenses on an interim basis for the period from October 1, 2017 through and including March 30, 2018 (the “Compensation Period”).<sup>2</sup> In support of the Fee Application, BSSN states as follows:

**JURISDICTION AND VENUE**

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. §157(b)(2). The statutory predicates for the relief sought

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<sup>1</sup> In accordance with the Trustee’s confirmed chapter 11 plan (the “Plan”), Robert J. Keach became the Estate Representative of the post-effective date estate of MMA on the effective date of the Plan, December 23, 2015. *See* Plan, § 6.1(a).

<sup>2</sup> The beginning of the period covered by this Fee Application overlaps with the period covered by the First and Second Interim Fee Applications (each as defined below) because neither the First nor the Second Interim Fee Application included fees attributable to services provided by Mr. Keach acting in his capacity as counsel to himself as Estate Representative.

herein are sections 327(a) and 330 of the Bankruptcy Code, Federal Rule of Bankruptcy Procedure 2016(a), and Rule 2016-1 of the local rules of this Court (the “Local Rules”).

### **BACKGROUND**

2. On August 7, 2013 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of 11 U.S.C. § 101 *et seq.* (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Maine (the “Bankruptcy Court”). On August 21, 2013, the United States Trustee (the “U.S. Trustee”) appointed Robert J. Keach as chapter 11 trustee (the “Trustee”) to serve in the Debtor’s chapter 11 case (the “Case”) pursuant to 11 U.S.C. § 1163.

3. On August 21, 2013, the Trustee filed his *Application for Order, Pursuant to Sections 327 and 328 of the Bankruptcy Code, Authorizing the Employment of Bernstein, Shur, Sawyer & Nelson, P.A., as Attorneys for the Trustee* [D.E. 74] (the “Retention Application”). Thereafter, on August 28, 2013, the Court entered an order authorizing the employment of BSSN as counsel to the Trustee pursuant to sections 327 and 328 of the Bankruptcy Code [D.E. 107] (the “Retention Order”).

4. As set forth in the Retention Order, BSSN was authorized to, *inter alia*, “[advise] the Trustee with respect to his powers and duties in the Trustee’s continued management and operation of the Debtor’s business and property,” “[take] all necessary action to protect and preserve the Debtor’s estate,” and “[perform] all other necessary legal services and providing all other necessary legal advice to the Trustee in connection with the Case.” *See Retention Order*, at 2–3. The Retention Order further provides that BSSN shall receive compensation on an hourly basis and in accordance with the applicable provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, the United States Trustee Guidelines for Reviewing Applications for Compensation & Reimbursement of Expenses filed under 11 U.S.C.

§ 330 (the “UST Guidelines”), and any applicable orders of the Court. *See* Retention Order, at 1; *see also* Retention Application, ¶¶ 13–14.

5. On October 9, 2015, this Court entered the *Order Confirming Trustee’s Revised First Amended Plan of Liquidation Dated July 15, 2015 and Authorizing and Directing Certain Actions in Connection Therewith* [D.E. 1801] (the “Confirmation Order”), which, among other things, confirmed the *Trustee’s Revised First Amended Plan of Liquidation Dated July 15, 2015 (As Amended on October 8, 2015)* [D.E. 1822] (the “Plan”).

6. The effective date of the Plan occurred on December 22, 2015 (the “Effective Date”).

7. Pursuant to the Plan, *inter alia*: (a) Robert J. Keach became the Estate Representative of the post-effective date estate of MMA (the “Post-Effective Date Estate”); (b) the Estate Representative was entitled to retain professionals in the ordinary course of business and without further order of the Court, including any professionals previously retained by the Trustee; and (c) the Estate Representative’s professionals must file fee applications for approval by the Court. *See* Plan at § 6.2(d).

8. On the Effective Date, the Estate Representative retained BSSN.

9. Since the Effective Date and throughout the Compensation Period, BSSN has worked with the Estate Representative to meet the challenges presented by this Case in a manner beneficial to the Post-Effective Date Estate and the creditors of the Debtor’s estate. The following discussion and materials annexed hereto cover the major categories of services for which allowance of compensation is sought.

10. On August 1, 2016, BSSN filed the *First Interim Application for Compensation and Reimbursement of Expenses for Bernstein, Shur, Sawyer & Nelson, P.A., as Counsel to*

*Robert J. Keach, Estate Representative, for the Period December 23, 2015 Through and Including June 30, 2016* [D.E. 2215] (the “First Interim Fee Application”). The First Interim Fee Application sought allowance of compensation for professional services in the amount of \$287,871.50 and reimbursement of expenses incurred in connection with rendering such services in the amount of \$2,767.21. By order of this Court entered on August 29, 2016 [D.E. 2234], the Court awarded BSSN \$287,871.50 in fees and \$2,767.21 in expenses in relation to the First Interim Fee Application.<sup>3</sup>

11. On April 25, 2017, BSSN filed the *Second Interim Application for Compensation and Reimbursement of Expenses for Bernstein, Shur, Sawyer & Nelson, P.A., as Counsel to Robert J. Keach, Estate Representative, for the Period July 1, 2016 Through and Including March 31, 2017* [D.E. 2342] (the “Second Interim Fee Application”). The Second Interim Fee Application sought allowance of compensation for professional services in the amount of \$415,125.50 and reimbursement of expenses incurred in connection with rendering such services in the amount of \$4,900.43. By order of this Court entered on May 22, 2017 [D.E. 2356], the Court awarded BSSN \$415,125.50 in fees and \$4,900.43 in expenses in relation to the Second Interim Fee Application.<sup>4</sup>

12. On November 1, 2017, BSSN filed the *Third Interim Application for Compensation and Reimbursement of Expenses for Bernstein, Shur, Sawyer & Nelson, P.A., as Counsel to Robert J. Keach, Estate Representative, for the Period December 23, 2015 Through and Including September 30, 2017* [D.E. 2401] (the “Third Interim Fee Application”). The Third Interim Fee Application sought allowance of compensation for professional services in the

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<sup>3</sup> The First Interim Fee Application did not include any time for Robert J. Keach as counsel to himself as Estate Representative. Those fees are included in this Fee Application (thus the overlap in the period covered by the First Fee Application and this Fee Application).

<sup>4</sup> The Second Interim Fee Application did not include any time for Robert J. Keach as counsel to himself as Estate Representative. Those fees are included in this Fee Application.

amount of \$509,320.00 and reimbursement of expenses incurred in connection with rendering such services in the amount of \$1,934.00. By order of this Court entered on November 27, 2017 [D.E. 2421], the Court awarded BSSN \$509,320.00 in fees and \$1,934.00 in expenses in relation to the Third Interim Fee Application.

### **COMPENSATION AND REIMBURSEMENT REQUEST**

13. BSSN seeks allowance of compensation for professional services in the amount of \$261,181.50 and reimbursement of expenses incurred in rendering such services in the amount of \$1,777.85. Pursuant to Rule 2016(a) of the Federal Rules of Bankruptcy Procedure and Local Rule 2016-1(a)(3)(i), a detailed statement of professional services provided by BSSN to the Estate Representative during the Compensation Period (the “Billing Statement”) is set forth on **Exhibit A**, annexed hereto and incorporated herein by reference. BSSN has carefully reviewed the Billing Statement on a line-by-line basis to ensure that services have been billed under the correct fee category.<sup>5</sup>

14. Pursuant to Local Rule 2016-1(a)(3)(iv), a detailed statement setting forth billing rates, total hours billed, and total amounts billed for each professional and paraprofessional at BSSN during the Compensation Period, and associated expenses incurred, is contained in the tables located at the beginning of this Fee Application.

15. Other than an agreement between BSSN and the Estate Representative for the sharing of compensation with the Estate Representative as a shareholder of BSSN, no agreement or understanding exists between BSSN and any other entity for the sharing of compensation sought by this Fee Application. In addition, no payments have been made or promised to BSSN

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<sup>5</sup> BSSN implements twenty-three (23) task codes for specific categories of work to permit a more detailed analysis of the fees incurred; seven (7) of those task codes were implemented for the work detailed in the Fee Application. Given the multitude of attorneys and professionals involved and the number of task codes, inconsistencies are inevitable despite BSSN’s best efforts to ensure that work on a specific topic is billed to a single task code.



for services rendered or to be rendered in connection with the Case, except as set forth in the Retention Application and detailed in this Fee Application.

16. BSSN has substantial expertise in such areas as business restructuring and bankruptcy, energy and environmental law, and litigation and dispute resolution. Pursuant to Local Rule 2016-1(a)(3)(v), a brief biography of each BSSN professional and paraprofessional who has rendered services in connection with the fees and expenses described herein is set forth on **Exhibit B**, annexed hereto and incorporated herein by reference.

17. This Fee Application is BSSN's fourth application to this Court in this Case as counsel to the Estate Representative for compensation for professional services and reimbursement of expenses pursuant to sections 328 and 331 of the Bankruptcy Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, and Rule 2016-1 of the Local Rules. As required by paragraph (b)(v) of the UST Guidelines, the Estate Representative has been given the opportunity to review this Fee Application and has approved the requested amount.

#### **SUMMARY OF SERVICES**

18. BSSN serves as legal counsel to the Estate Representative with respect to all bankruptcy matters that arise in or relate to the administration of the Debtor's Post-Effective Date Estate. In rendering professional services to the Estate Representative, BSSN's legal team includes professionals with extensive experience in bankruptcy, real estate, and litigation practices, among others. BSSN professionals have worked closely with the Estate Representative and his other professionals to coordinate assignments in order to maximize efficiency and avoid any duplication of effort.

19. All of the services for which BSSN requests compensation herein were rendered on behalf of the Estate Representative in connection with this Case, and all the time described on

the attached exhibits represents the actual amount of time spent by BSSN professionals who rendered the described services.

20. BSSN does not wish to burden the Court with an overly detailed recitation of each and every matter with respect to which it has rendered services during the Compensation Period. Accordingly, this Fee Application is intended to serve as a summary description of the more significant services rendered by BSSN, and to highlight the benefits which have been conferred upon the creditors of the Debtor's estate as a result of BSSN's efforts. The following section provides an overview of certain of the significant services rendered by BSSN during the Compensation Period, organized by project category.<sup>6</sup>

**A. Asset Analysis and Recovery – Task Code 01**

21. This project category includes time spent relating to a motion under Bankruptcy Rule 9019 regarding a settlement in the Canadian criminal proceedings and the Defenses Costs Trust Fund. BSSN spent 34.30 hours on this project category resulting in \$10,052.00 in associated fees.

**B. Claims Administration and Objections – Task Code 5**

22. This project category includes services related to claims administration and objections. During the Compensation Period, services rendered by BSSN professionals under this project category included tasks related to continued litigation prosecuting claim objections, including time billed to the claim objection trial against New Brunswick Southern Railway and Maine Northern Railway, which involved summary judgment and judicial estoppel briefing, compiling and organizing exhibits for trial, preparing materials, outlines, and witnesses for trial,

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<sup>6</sup> Only those task codes with greater than \$5,000 in accrued fees are summarized in this section, and the examples given under each such task code are not all-inclusive. **Exhibit A** contains comprehensive details for each code and category.

participating in the trial, and preparing post-trial briefing. BSSN spent 254.90 hours on this project category resulting in \$66,497.00 in associated fees.

**C. Fee/Employment Applications – Task Code 7**

23. This project category includes services related to the preparation and prosecution of fee applications for the Trustee and his professionals. During the Compensation Period, BSSN prepared and prosecuted BSSN's Third Interim Fee Application and began preparation of this Fee Application, as well as preparing a second interim fee application for Kugler Kandestin. BSSN spent 50.90 hours on this project category resulting in \$11,098.00 in associated fees.

**D. Litigation – Task Code 10**

24. This project category relates to time spent conducting legal research, drafting and filing various motions and pleadings, and the initiation of, as well as defense against, certain adversary proceedings, and time for related court appearances.<sup>7</sup> During the Compensation Period, services rendered by BSSN under this project category include the following pertaining to the adversary proceeding stylized as *Wheeling & Lake Erie Railway Co. v. Robert Keach* (Adv. No. 13-01033) and the related appeal to U.S. Court of Appeals for the First Circuit:

- (a) Defend against and oversee extensive discovery by Wheeling & Lake Erie Railway Co. ("Wheeling");
- (b) Prepare for an attend hearing regarding the Estate Representative's motion to strike Wheeling's expert witnesses;
- (c) Prepare for and attend depositions;
- (d) Communicate with counsel for Wheeling regarding ongoing matters, prepare pre-trial scheduling orders, and attend court hearings on status conference and pre-trial disputes;

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<sup>7</sup> Neither this project category nor this Fee Application at large includes time incurred in connection with that certain litigation stylized as *Joe R. Whatley, Jr. v. Canadian Pacific Railway Limited et al.*, No. 16-cv-00074 (D.N.D. Apr. 12, 2016) (the "Carmack Litigation"), with respect to which the plaintiff, the WD Trustee (as defined in the Plan), has retained BSSN on a contingency basis.

- (e) Prepare opening brief, reply brief, and appendix in regard to First Circuit appeal, review Wheeling's brief regarding the appeal, and prepare for and attend oral argument;
- (f) Draft motions *in limine* re trial evidence;
- (g) Maintaining pleadings and docketing of various deadlines related to the above.

BSSN spent 283.70 hours on this project category resulting in \$76,917.50 in associated fees.

**E. Canadian Pacific Litigation Discovery – Task Code 10A**

25. This project category relates to time spent on extensive document review, preparation and enforcement of an electronic discovery protocol, negotiation of search terms for CP's document production to the Estate Representative, preparation and prosecution of motions to compel CP's compliance with the Bankruptcy Rules, court hearings on discovery issues, and other discovery-related issues in connection with the CP Adversary Proceeding. BSSN spent 369.30 hours on this project category resulting in \$91,140.00 in associated fees.

**ACTUAL AND NECESSARY DISBURSEMENTS**

26. As set forth on **Exhibit A** attached hereto, BSSN has disbursed \$1,777.85 as expenses incurred in providing professional services during the Compensation Period. The expenses incurred arise from, *inter alia*, Federal Express charges, overtime meal expenses, certified mailing fees, filing, certification and services fees, and travel expenses. These expenses represent the out-of-pocket disbursements incurred during the regular course of the provision of legal services.

**THE REQUESTED COMPENSATION AND REIMBURSEMENT OF EXPENSES SHOULD BE ALLOWED ON AN INTERIM BASIS**

27. Pursuant to section 330 of the Bankruptcy Code, the Court may award professionals "reasonable compensation for actual, necessary services." 11 U.S.C.

§ 330(a)(1)(A). In evaluating the amount of reasonable compensation to be awarded, the Court should consider:

the nature, the extent, and the value of such services, taking into account all relevant factors including:

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. §§ 330(a)(3)(A–F).

28. BSSN submits that the services for which it seeks compensation in this Fee Application were necessary for and beneficial to the Post-Effective Date Estate. The services rendered by BSSN were performed economically, effectively, and efficiently. Accordingly, the compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Debtor.

29. The work conducted was carefully assigned to appropriate professionals or paraprofessionals according to the experience and level of expertise required for each particular task. Whenever possible and where appropriate, BSSN sought to minimize the costs of its services by utilizing associates and paraprofessionals.

30. In sum, the services rendered by BSSN were necessary and beneficial to the Post-Effective Date Estate and such services were consistently performed in a timely manner,

commensurate with the complexity and nature of the issues involved. Accordingly, approval of compensation sought herein is warranted.

**CONCLUSION**

**WHEREFORE**, BSSN respectfully requests that the Court enter an order: (a) approving on an interim basis, pursuant to 11 U.S.C. § 330, \$262,959.35 in fees and expenses for BSSN in its capacity as counsel to the Estate Representative during the Compensation Period, consisting of (i) compensation for services rendered in the amount of \$261,181.50 and (ii) reimbursement of expenses in the amount of \$1,777.85; and (b) granting such other and further relief as the Court deems just and proper.

DATED: April 24, 2018

**BERNSTEIN, SHUR, SAWYER &  
NELSON, P.A.**

By:

*/s/ Robert J. Keach, Esq.* \_\_\_\_\_

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Montreal Maine & Atlantic Railway

April 18, 2018  
Invoice #: \*\*\*\*\*  
Matter #: 047375-00001  
Federal Tax ID: 01-0378211

RE: Chapter 11

For professional services rendered through February 28, 2018 in connection with the above mentioned matter:

**FEES**

**SUMMARY**

<u>Name</u>	<u>Rate</u>	<u>Hours</u>		<u>Amount</u>
PAUL MCDONALD	415.00	21.20	\$	8,798.00
PAUL MCDONALD	430.00	12.20		5,246.00
ROBERT J. KEACH	550.00	42.20	\$	23,210.00
ROBERT J. KEACH	565.00	1.30		734.50
SAM ANDERSON	425.00	0.20	\$	85.00
SAM ANDERSON	435.00	0.40		174.00
NELSON A TONER	410.00	1.50	\$	615.00
LINDSAY ZAHRADKA MILNE	250.00	86.30	\$	21,575.00
LINDSAY ZAHRADKA MILNE	300.00	35.60		10,680.00
JOHN A. WOODCOCK III	240.00	78.00	\$	18,720.00
JOHN A. WOODCOCK III	260.00	39.00		10,140.00
DANIEL KEENAN	210.00	14.40	\$	3,024.00
ADAM R. PRESCOTT	250.00	166.70	\$	41,675.00
ADAM R. PRESCOTT	260.00	65.40		17,004.00
ROMA DESAI	250.00	153.70	\$	38,425.00
ROMA DESAI	260.00	9.00		2,340.00
KARLA QUIRK	180.00	47.30	\$	8,514.00
KARLA QUIRK	190.00	11.10		2,109.00
MICHELLE A. THOMAS	190.00	60.70	\$	11,533.00
MICHELLE A. THOMAS	200.00	4.20		840.00
ANGELA STEWART	215.00	107.30	\$	23,069.50
ANGELA STEWART	225.00	55.70		12,532.50
CHRISTINE B. BERTSCH	115.00	1.20	\$	138.00
Summary Total			\$	<u>261,181.50</u>

**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>		<u>Amount</u>
01 - Asset Analysis and Recovery					
10/04/17	RJK	Exchange e-mails with Gowlings regarding settlement with government	0.30	\$	165.00
10/17/17	LKZ	Review email, settlement agreement from Canadian counsel re: criminal proceeding (.8). and confer w/B.Keach re: same (.5); review Canadian settlement motion(.4); and draft motion for authority to enter into settlement agreement (2.5).	4.20		1,050.00



Matter #: 047375-00001

Montreal Maine & Atlantic Railway  
RE: Chapter 11

**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/17/17	ALS	Review and respond to emails from/to L. Zahradka and K. Quirk re filing 9019 motion re CAD criminal proceeding and related motion to seal (.2); review draft 9019 motion re CAD criminal proceeding (.1)	0.30	64.50
10/17/17	RJK	Review agreement regarding defense fund; e-mails regarding same	0.50	275.00
10/18/17	KQ	Multiple calls with L. Zahradka-Milne and the US Bankruptcy Court to coordinate date for emergency hearing with respect to the 9019 motion for authority to enter into a settlement agreement re: the CAD criminal proceeding (.2); begin drafting Notice of Hearing re same (.1)	0.30	54.00
10/18/17	LKZ	Further draft 9019 motion on criminal defendants' settlement (1.6); draft motion to seal/limit notice (1.7).	3.30	825.00
10/19/17	LKZ	Further draft 9019 motion for Defense cost trust fund (.6) and motion to seal same (.5); emails w/K.Quirk re: FOOs and NOH for same (.1); emails w/B.Keach re: motions (.1).	1.30	325.00
10/20/17	KQ	Draft the Notice of Hearing with respect to the motion for emergency hearing and motion to seal (.4); e-mail to L. Zahradka Milne regarding same and proposed orders (.1)	0.50	90.00
10/20/17	RJK	Review revised agreement regarding defense fund; e-mails with Patrice Benoit regarding same	0.50	275.00
10/24/17	KQ	Office conference with L. Zahradka Milne re: proposed orders with respect to the 9019 motion for order approving CAD criminal settlement (.1); draft proposed orders re: the motion for emergency hearing and 9019 motion (.4); draft Notice of Hearing for same (.2).	0.70	126.00
10/24/17	LKZ	Emails w/B.Keach re: Defense Costs Trust Fund 9019 motion (.1); confer w/K.Quirk re: NOH, FOOs in connection with same (.1) and revise same (.4).	0.60	150.00
10/25/17	KQ	Telephone call to M. Paione at the US Bankruptcy court regarding rescheduling of hearing on 9019 motion with respect to criminal proceedings.	0.10	18.00
10/25/17	LKZ	Emails w/CAD counsel re: Defense Costs Trust Fund settlement progress (.2); emails w/K.Quirk re: same (.1).	0.30	75.00
10/26/17	RJK	Attention to 107(b) issues regarding defense fund settlement	0.90	495.00
10/31/17	RJK	Review CCAA motion regarding settlement of defense fund; attention to same	0.30	165.00
11/15/17	LKZ	Revise 9019 motion re: defense costs trust fund (.7) and motion to seal same (.3).	1.00	250.00





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**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/16/17	LKZ	Further revise motion to seal 9019 motion for defense costs trust fund.	0.70	175.00
11/16/17	LKZ	Review Canadian motion for approval of settlement agreement regarding defense cost trust fund	0.10	25.00
11/17/17	KQ	Office conference with L. Zahradka-Milne re: need for hearing with respect to the motion to seal 9019 motion re: CAD criminal settlement (.1); call to Mary Ellen at the bankruptcy court re: same (.1);	0.20	36.00
11/17/17	LKZ	Research in connection with motion to seal.	0.80	200.00
11/17/17	ALS	Office conference with K. Quirk re scheduling of emergency hearing on 9019 with respect to settlement in criminal case (.1); emails from/to L. Milne and K. Quirk re same (.1)	0.20	43.00
11/17/17	RJK	Review precedent regarding comity and sealing orders	1.30	715.00
11/20/17	KQ	Email from/to L. Zahradka-Milne re: rescheduling hearing on CAD criminal settlement (.1); emails to/from court re: same (.1); docket calendaring re: same (.1)	0.30	54.00
11/20/17	LKZ	Confer w/B.Keach re: hearing on 9019 defense costs trust fund motion (.1); emails w/A.Stewart, K.Quirk re: same (.1).	0.20	50.00
11/21/17	LKZ	Further revise motion to seal 9019 motion re: defense costs trust fund settlement.	0.10	25.00
11/22/17	ALS	Office conference with L. Milne re filing of 9019 motion, motion to seal and motion to expedite hearing (.1); review e-mail traffic to/from L. Milne re same (.1)	0.20	43.00
11/27/17	LKZ	Further revise motion to seal motion for approval of settlement re: defense cost trust fund (2.9); further revise FOOs for each and NOH for same (.5); review local rules for compliance (.3); calls w/UST re: same (.2); supervise filing of same (.1); emails w/counsel to MMAC (.1), WD Trustee (.1) re: same.	4.20	1,050.00
11/27/17	ALS	Docket scheduling re Motion for Expedited Hearing, Motion to Seal w/r/t Motion for Order Approving Compromise and Settlement Pursuant to Bankruptcy Rule 9019 and in Accordance With Cross-Border Protocol	0.20	43.00
11/27/17	RJK	Review Canadian pleadings regarding settlement of federal quasi-criminal cases (.3); review order regarding same (.1); review and revise U.S. Motion to Seal, 9019 Motion (1.3).	1.70	935.00
11/27/17	RJK	Telephone call with Steve Morrell regarding Motion to Seal	0.30	165.00
11/28/17	ALS	Filing of Certificate of Service with respect to 9019 Motion filed under seal (.1); office conference with L. Zahradka re same (.1)	0.20	43.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/30/17	LKZ	Calls w/UST re: motion to seal 9019 motion re: defense costs trust fund.	0.20	50.00
12/01/17	JW1	Call with Jaime Kerr regarding importing of documents.	0.10	24.00
12/01/17	LKZ	Emails w/A.Stewart regarding revised 9019 order.	0.20	50.00
12/01/17	LKZ	Emails w/B.Keach re: UST call on motion to seal.	0.20	50.00
12/01/17	ALS	Review and respond to email from L. Milne re filing of revised proposed order to 9019 motion filed under seal	0.10	21.50
12/04/17	ALS	Emails to/from A. Cummings re preparation for hearing on Motion to Seal and 9019 Motion filed under seal	0.20	43.00
12/04/17	ALS	Emails to/from M. Paione re filing of revised proposed order for 9019 motion filed under seal (.1); office conferences (x2) with L. Milne re filing of same with Court (.2)	0.30	64.50
12/04/17	ALS	Draft letters to Judge Cary and S. Morrell at UST's Office enclosing revised proposed order re 9019 motion filed under seal (.2); emails to/from L. Milne re same (.1)	0.30	64.50
12/04/17	ALS	Filing of revised proposed order to 9019 motion with Court under seal (.3); serve copy of revised proposed order to 9019 motion upon UST's office (.2); e-mail to J. Whatley attaching revised proposed order to 9019 motion (.2); draft certificate of service re same (.2); emails to/from L. Milne re filing of certificate of service re revised proposed order to 9019 motion (.1); filing of certificate of service re revised proposed order to 9019 motion (.1)	1.10	236.50
12/04/17	LKZ	Revise FOO for 9019 (.1) and confer w/A.Stewart re: same (.1); review objection in relation to same (.1).	0.30	75.00
12/05/17	ALS	Review Court's minute entry re motion to expedite hearing and file 9019 motion under seal	0.10	21.50
12/05/17	ALS	Emails from/to L. Milne with request for information on settlement agreements while at hearing for 9019 motion filed under seal	0.10	21.50
12/05/17	ALS	Office conference with L. Milne re status of hearing on motion to seal and 9019 motion (.1); telephone call to M. Paoine at U.S. Bankruptcy Court re Order on 9019 motion filed under seal (.1); telephone conferences (x2) with L. Milne re same (.2); telephone conference with M. Paoine at U.S. Bankruptcy Court re sealed order (.1); emails to/from M. Paoine re same (.1); email to R. Keach and L. Milne re Sealed Order Approving 9019 (.1)	0.70	150.50



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/05/17	LKZ	Travel to (.4), attend (.8), travel from (.4) hearing on defense costs trust fund settlement hearing. Confer w.A/Stewart re: entry of order under seal (.1) and review entered version of order (.1); emails w/MMAC counsel re: same (.2).	2.00	500.00
12/06/17	LKZ	Emails w/counsel to D&Os re: order granting 9019 motion on defense costs trust fund settlement.	0.10	25.00
01/16/18	JW1	Research and prepare outline response to CP opposition to motion to compel.	2.50	650.00
01 Total			34.30	\$ 10,052.00
04 - Case Administration				
10/02/17	ALS	Update press file with news alerts	0.10	\$ 21.50
10/05/17	ALS	Update press file with news alerts	0.10	21.50
10/05/17	KQ	Docket research in preparation for case update	0.70	126.00
10/06/17	ALS	Update press file with news alerts	0.10	21.50
10/11/17	ALS	Update press file with news alert	0.10	21.50
10/11/17	RJK	Telephone call with Patrick Maxcy regarding D & O Resignations (MMAC) (.4); telephone call to Alexander Bayus regarding same (.2)	0.60	330.00
10/12/17	KQ	Obtain from the docket recent court filings for transmission to the Monitor's office (.6); e-mail to S. Bourguine regarding same (.1)	0.70	126.00
10/13/17	ALS	Emails from/to K. Quirk re creditor inquiry (.2); review electronic records re same (.3)	0.50	107.50
10/13/17	KQ	Email from R. Keach re: identity of creditor receiving notice, E. W. Bowles (.1); research related to same (.5); email response to R. Keach (.1)	0.70	126.00
10/19/17	KQ	E-mail from/to DSI re: MMA operating account report.	0.20	36.00
10/19/17	ALS	Update press file with news alerts	0.10	21.50
10/19/17	ALS	Review Court's hearing calendar and main docket for upcoming hearings and deadlines	0.20	43.00
10/24/17	ALS	Update press file with news alerts	0.10	21.50
10/24/17	ALS	Review various creditor change of address entries made by Verrill & Dana to creditor matrix in main case	0.30	64.50
11/01/17	KQ	Email from/to K. Williams at Argo Group re: change of contact for service of pleadings (.1); update MMA e-mail service list re: same (.1)	0.20	36.00
11/01/17	ALS	Review Court hearing calendar and docket for upcoming hearings and other deadlines	0.20	43.00
11/03/17	ALS	Update press file with news alert	0.10	21.50
11/08/17	ALS	Update press file with news alerts	0.10	21.50
11/10/17	ALS	Update file with press alert	0.10	21.50
11/12/17	ALS	Review Court's hearing calendar for upcoming hearings/deadlines in main bankruptcy case	0.20	43.00
11/14/17	ALS	Update press file with news alerts	0.10	21.50
11/14/17	KQ	Prepare Ch. 11 docket report for Monitor's office	0.80	144.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/16/17	ALS	Update press file with news alerts	0.10	21.50
11/17/17	KQ	E-mail from K. Beyers re: MMA operating report	0.10	18.00
11/17/17	ALS	Review upcoming deadlines in main bankruptcy case (.2); update docket scheduling re same (.2)	0.40	86.00
11/17/17	LKZ	Review docket entries for response deadlines	0.10	25.00
11/20/17	KQ	Email from and to K. Beyers at DSI re: MMA operating account report.	0.10	18.00
11/20/17	KQ	Email from K. Beyers at DSI re: operating account report; email to B. Keach to follow up re: same	0.10	18.00
11/21/17	ALS	Update press file with news alert	0.10	21.50
11/21/17	KQ	E-mails from/to K. Byers and R. Keach re: MMA operating account report.	0.20	36.00
11/22/17	ALS	Update press file with news alerts	0.10	21.50
11/29/17	KQ	Prepare Ch. 11 docket report for Monitor's office	0.30	54.00
11/30/17	ALS	Update press file with news alert	0.10	21.50
11/30/17	ALS	Review main bankruptcy docket and Court's hearing calendar with respect to upcoming deadlines and hearings	0.30	64.50
12/06/17	ALS	Update press file with news alerts	0.10	21.50
12/07/17	ALS	Update press file with news alerts	0.10	21.50
12/08/17	KQ	Email from and to DSI regarding balance of operating account	0.20	36.00
12/13/17	ALS	Update press file with news alerts	0.10	21.50
12/14/17	ALS	Update press file with news alert	0.10	21.50
12/20/17	ALS	Update press file with news alert	0.10	21.50
01/03/18	ALS	Update press file with news alerts	0.10	22.50
01/04/18	ALS	Update docket scheduling with news alerts	0.10	22.50
01/05/18	KQ	Email with DSI regarding balance of operating account	0.10	19.00
01/05/18	ALS	Update press file with news alerts	0.10	22.50
01/09/18	ALS	Update press file with news alert	0.10	22.50
01/11/18	ALS	Update press file with news alerts	0.10	22.50
01/12/18	LKZ	Call with Bangor Savings Bank regarding status of sources for distributions on unsecured claims	0.20	60.00
01/12/18	ALS	Update press file with news alerts	0.10	22.50
01/16/18	KQ	Email from K. Beyers at DSI re: inquiry on escrow entry and email with A. Cummings re: same	0.10	19.00
01/17/18	ALS	Update press file with news alerts	0.10	22.50
01/18/18	ALS	Update press file with news alerts	0.10	22.50
01/19/18	ALS	Update press file with news alert	0.10	22.50
01/22/18	ALS	Update press file with news alerts	0.10	22.50
01/23/18	ALS	Update press file with news alerts	0.10	22.50
01/24/18	ALS	Update press file with news alerts	0.10	22.50
01/26/18	ALS	Review docket in main bankruptcy case for upcoming hearings and deadlines	0.20	45.00
01/26/18	ALS	Update press file with news alerts	0.10	22.50



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/30/18	LKZ	Draft consent motion to extend final decree (.1), FOO (.1), COS (.1); emails w/UST (.1), A.Stewart (.1) re: same.	0.50	150.00
01/31/18	KQ	Finalize and file the motion for extension of final decree deadline (.3); docket research for case update (.1)	0.40	76.00
01/31/18	ALS	Update docket scheduling with respect to extended deadline to file final decree (.1); review Court's Order Granting Fifth Motion to Extend Time with respect to filing of Final Decree (.1)	0.20	45.00
01/31/18	LKZ	Emails w/UST re: motion for extension of time to file final decree (.1); finalize same (.1); emails w/K.Quirk re: same (.1).	0.30	90.00
02/01/18	ALS	Update press file with news alerts	0.10	22.50
02/02/18	ALS	Update press file with news alerts	0.10	22.50
02/05/18	ALS	Update press file with news alerts	0.10	22.50
02/06/18	KQ	Prepare docket report for Monitor's office	0.80	152.00
02/06/18	KQ	Docket research for case update in the Ch. 11 case	0.80	152.00
02/06/18	ALS	Update press file with news alerts (.1); review recent news alerts/articles re Lac Megantic (.3)	0.40	90.00
02/07/18	ALS	Update press file with news alerts	0.10	22.50
02/08/18	ALS	Update press file with news alerts	0.10	22.50
02/09/18	ALS	Update press file with news alert	0.10	22.50
02/13/18	KQ	Docket research for case update	0.60	114.00
02/16/18	ALS	Update press file with news alert	0.10	22.50
02/20/18	KQ	Email from K. Beyers at DSI re: operating account	0.10	19.00
02/20/18	KQ	Docket review for case update	0.40	76.00
02/20/18	ALS	Work with A. Cummings re review of Evidox invoices and comparison of same to data contained in monthly operating reports (.7); emails to/from D. Lovejoy at Evidox re same (.3)	1.00	225.00
02/20/18	ALS	Email to R. Keach, P. McDonald, J. Woodcock, etc. attaching article re Irving	0.10	22.50
02/21/18	KQ	Email with DSI regarding balance of operating account	0.10	19.00
02/21/18	ALS	Continue work on review of Evidox invoices and discrepancies between invoices and payments	0.80	180.00
02/21/18	ALS	Update press file with news alerts	0.10	22.50
02/28/18	ALS	Meeting with A. Cummings re Evidox billing and review of invoices	0.30	67.50
04 Total			18.50	\$ 4,082.50
05 - Claims Administration and Objections				
10/03/17	KQ	Finalize and file the scheduling order for the Trustee's objection to MN and NB Railroad's claim	0.10	\$ 18.00
10/03/17	RJK	Exchange e-mail with Alan LePene regarding C. Hansen absence	0.20	110.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/06/17	ALS	Docket scheduling re deadline to file pretrial motions and motion for summary judgment re Trustee's Objection to proofs of claim filed by Irving Railroads (.1); review Second Amended Joint Pretrial Statement and Order re same (.1)	0.20	43.00
10/12/17	ARP	Review deposition transcripts and exhibits re Irving claim objection hearing	1.60	400.00
10/16/17	ARP	Compile and review exhibits and deposition transcripts re preparation for Irving claim objection hearing	2.20	550.00
10/19/17	ARP	Review exhibits and draft outline re hearing on Irving claim objection	4.10	1,025.00
10/20/17	ALS	Telephone conference with L. Zahradka re master exhibit list with respect to Irving Railroads matter (.1); review deposition transcripts and exhibits (.1)	0.20	43.00
10/20/17	ARP	Confer with Lindsay Zahradka re preparation for Irving claim objection hearing (.6); compile exhibits and draft outline re same (2.5)	3.10	775.00
10/23/17	ARP	Confer with Lindsay Zahradka re preparation for hearing on amended objection to Irving Railroads claim (.9) and finalize hearing outline re same (1.1)	2.00	500.00
10/24/17	LKZ	Review revised outline for Irving RRs trial presentation (.1) and emails w/A.Prescott re: same (.1).	0.20	50.00
10/25/17	LKZ	Emails w/A.Stewart, A.Prescott re: exhibits for Irving RRs trial.	0.20	50.00
10/25/17	ARP	Draft master exhibit list re Irving claim objection hearing (1.3) and compile documents (.3) and correspondence re same (.3)	1.90	475.00
10/25/17	RJK	E-mail to Alan Lepene regarding trial date	0.10	55.00
10/25/17	ALS	Review and respond to emails from A. Prescott and L. Zahradka with respect to potential exhibits for use at upcoming trial re Irving Railroads (.3); review exhibit list and begin organizing exhibits (.6)	0.90	193.50
10/26/17	LKZ	Emails with A. Stewart, R.Keach re: Irving railroads motion for summary judgment.	0.00	0.00
10/26/17	KQ	Prepare exhibits for upcoming trial regarding Irving Railroads	1.00	180.00
10/26/17	LKZ	Review Irving RRs MSJ (.5) and confer w/A.Prescott re: same (.5); review amended JPO in connection with MSJ briefing (.1); confer w/B.Keach re: response to MSJ (.3) and draft Rule 11 letter concerning same (3.6).	5.00	1,250.00
10/26/17	RJK	Conference with Adam Prescott and Lindsay Zahradka Milne regarding New Brunswick Southern Railway Company Motion for Summary Judgment	0.40	220.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/26/17	ALS	Email to R. Keach, L. Zahradka and A. Prescott re Irving Railways Application of Judicial Estoppel and Partial Summary Judgment (.1); office conference with L. Zahradka re Irving Railways Application of Judicial Estoppel and Partial Summary Judgment (.1)	0.20	43.00
10/26/17	ALS	Emails from/to A. Prescott re response deadline with respect to Irving Railways Application of Judicial Estoppel and Partial Summary Judgment (.2); office conference with L. Zahradka re same (.1); review local rules re response deadline with respect to Irving Railways Application of Judicial Estoppel and Partial Summary Judgment (.3)	0.60	129.00
10/26/17	ALS	Office conference with A. Cummings re organization of exhibits for use at trial with respect to Irving Railways matter (.3); work on organization of exhibits for upcoming trial with respect to Irving Railways matter (.8); email to K. Quirk re assistance with organization of potential trial exhibits (.1)	1.20	258.00
10/26/17	ALS	Update docket scheduling with respect to trial on Irving Railways matter (.1); emails from/to L. Zahradka re same (.1)	0.20	43.00
10/26/17	ARP	Draft outline re opposition to Irving Railways motion for summary judgment (4.2) and review hearing exhibits re same (.9)	5.10	1,275.00
10/26/17	LKZ	Emails with A. Prescott re: Irving railroad summary judgment motion.	0.10	25.00
10/27/17	KQ	Prepare exhibits for upcoming trial regarding Irving Railroads	2.40	432.00
10/27/17	ARP	Draft response to Irving Railways motion for summary judgment re claim objection (3.6) and perform research re summary judgment and judicial estoppel for same (.8)	4.40	1,100.00
10/27/17	ALS	Docket deadline to respond to Irving Railways Application of Judicial Estoppel and Partial Summary Judgment (.1); review and respond to e-mails (multiple) from A. Prescott re same (.3)	0.40	86.00
10/27/17	ALS	Email to R. Keach re proposed trial exhibits with respect to Irving Railways' matter (.1); email to A. Prescott re status of proposed trial exhibits with respect to Irving Railways' matter (.1); organization of proposed exhibits for use at trial re Irving Railways' matter (1.9)	2.10	451.50
10/30/17	LKZ	Confer w/A.Prescott re: response to Irving RRs MSJ.	0.20	50.00
10/30/17	ARP	Draft opposition to Irving Railways motion for judicial estoppel and summary judgment	5.70	1,425.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/31/17	ARP	Draft opposition to Irving Railways' motion for summary judgment on Amended Objection	0.90	225.00
11/01/17	KQ	Assist in preparing trial exhibits with respect to the Trustee's objection to proofs of claim filed by Irving Railroads	1.50	270.00
11/01/17	LKZ	Emails w/A.Prescott re: response to motion for summary judgment (.1); emails w/A.Stewart re: exhibits for trial on Irving RRs (.1); review outline for MSJ response (.3) and emails w/A.Prescott re: same (.2).	0.70	175.00
11/01/17	ARP	Draft motion to strike and opposition to Irving Railways motion for summary judgment (4.6); telephone call with Fred Caruso re preparation for Irving Railways trial (.3) and compile documents re same (.8)	5.70	1,425.00
11/01/17	ALS	Emails from/to K. Quirk re organization of trial exhibits with respect to Irving Railways in advance of hearing (.2); assist A. Prescott with organization of trial exhibits for transmittal to F. Caruso (.8); revision to proposed trial exhibits per L. Milne and A. Prescott's requests (1.2)	2.20	473.00
11/02/17	KQ	E-mails with L. Zahradka-Milne and A. Prescott regarding exhibits to be used at the trial re: Trustee's objection to proof of claims filed by Irving Railroads (.2); email to/from L. Zahradka-Milne re: additional documents (.1)	0.30	54.00
11/02/17	KQ	Office conference with A. Prescott and A. Stewart regarding Irving Railroads Trial ; research with respect to same (.1); email to A. Prescott re: same (.1)	0.40	72.00
11/02/17	ARP	Draft motion to strike and opposition to Irving Railways motion for summary judgment	6.70	1,675.00
11/02/17	ALS	Email to A. Prescott re response in opposition to Irving Railways' Motion for Summary Judgment (.1); office conference with A. Prescott re preparation of response in opposition to Irving Railways' Motion for Summary Judgment (.2); emails from/to L. Milne re filing of same with Court (.1)	0.40	86.00
11/02/17	KQ	Emails with L. Zahradka Milne and A. Prescott re: production of exhibits to be presented at trial re: Trustee's objection to Irvings proofs of claim	0.20	36.00
11/03/17	KQ	Coordination of production of trial exhibits re: the trustee's objection to proofs of claim filed by Irving Railroads	0.20	36.00
11/03/17	ALS	Office conference with K. Quirk re preparation of trial exhibits with respect to Irving RR matter	0.20	43.00





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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/03/17	ALS	Assist A. Prescott with preparation for upcoming trial in Irving Railways matter	0.60	129.00
11/03/17	ARP	Draft statement of facts re objection to Irving Railways summary judgment motion (3.5); review trial exhibits re drafting same (.8)	4.30	1,075.00
11/06/17	KQ	Telephone call with L. Zahradka-Milne re: exhibits to be used at trial re: Trustee's objection to proofs of claim filed by Irving Railroads	0.10	18.00
11/06/17	LKZ	Confer w/A.Prescott re: MSJ objection (.8); review email re: Tafisa settlement (.1).	0.90	225.00
11/06/17	KQ	Assist with preparation of exhibits to be used at trial re: Trustee's objection to proofs of claim filed by Irving Railroads.	3.30	594.00
11/06/17	DPK	Revise Estate Representative's opposition to Partial Summary Judgment.	1.20	252.00
11/06/17	LKZ	Emails w/B.Keach regarding 11/8 trial.	0.10	25.00
11/06/17	ARP	Draft revised opposition to Irving Railways motion for summary judgment (2.2) and statement of material facts re same (1.8); compile and review exhibits re same (.8)	4.80	1,200.00
11/06/17	ALS	Office conferences with L. Milne and A. Prescott re preparation for filing of opposition to Irving Railways' motion for summary judgment (.3); organization of exhibits to statement of undisputed material facts (.6)	0.90	193.50
11/06/17	ALS	Review emails from L. Milne with respect to agreement on Tafisa matter	0.10	21.50
11/07/17	KQ	Continue to assist with preparation of exhibits to be used at trial re: Trustee's objection to proofs of claim filed by Irving Railroads	2.60	468.00
11/07/17	KQ	Telephone call to the U.S. Bankruptcy Court regarding Dec 7th hearing on Tafisa's supplemental motion for extension of time to file proof of claim	0.10	18.00
11/07/17	LKZ	Meet w/A.Prescott, R.Keach re: trial prep for Irving RRs claim (.3); review and revise opposition to Irving RRs MSJ and substantial research re: same (6.2); review and finalize exhibits for trial (.4); confer w/A.Prescott re: revisions to opposition to MSJ (.3).	7.20	1,800.00
11/07/17	KQ	Prepare Certificate of Service with respect to Estate Representative's Motion for Partial Summary Judgment and Statement of Disputed and Undisputed Material Facts with respect to Irving Railways	0.30	54.00
11/07/17	DPK	Proofread Estate Representative's opposition to Motion for Partial Summary Judgment.	1.60	336.00
11/07/17	DPK	Continue revision of Estate Representative's opposition to motion for partial summary judgment.	0.40	84.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/07/17	LKZ	Emails with B. Keach Re preparation for Irving railroads trial (.1); emails w/BSSN team regarding filing opposition to Motion for Summary Judgment for same (.2).	0.30	75.00
11/07/17	ALS	Continue work on exhibits to Statement of Undisputed Material Facts with respect to opposition to motion for summary judgment filed by Irving Railways (.7); incorporate L. Milne's revisions to Statement of Undisputed Material Facts (.4); office conference with L. Milne re incorporating changes to Statement of Undisputed Material facts (.2); assist L. Milne and A. Prescott with prepping response in opposition to motion for summary judgment and statement of undisputed material facts for filing with Court (3.1); filing opposition and statement of undisputed material facts with Court (.4)	4.80	1,032.00
11/07/17	ARP	Prepare witness examination outlines for trial re Irving Railway claim objection (2.6); prepare Fred Caruso for direct examination re same (1.7); strategize re Irving Railway trial (1.2); finalize opposition to motion for summary judgment and statement of facts (3.3)	8.80	2,200.00
11/07/17	RJK	Review and revise response to Irving Railroad Motion for Summary Judgment	1.30	715.00
11/07/17	RJK	Prepare for November 8 hearings	3.20	1,760.00
11/08/17	KQ	Assist in preparation of documents and exhibits for trial re: Trustee's Objection to Proofs of Claim filed by Irving Railroad (2.1)	2.10	378.00
11/08/17	ALS	Docket scheduling deadline to file proposed order re Tafisa's Motion to File Claim After Claims Bar Date (.1); review Court's order re same (.1)	0.20	43.00
11/08/17	LKZ	Prep for (.5), travel to (.2), attend (6.8), travel from (.2) Irving RRs trial; follow-up for same (.2).	7.90	1,975.00
11/08/17	LKZ	Emails with A.Prescott regarding next steps for Irving railroads contested matter (.1) and analysis regarding post trial brief (.2).	0.30	75.00
11/08/17	ARP	Prepare for (.3), travel to (.2), participate in (6.8) and travel from (.2) trial re Irving Railways claim objection; finalize witness examination outlines re same (1.1) and review exhibits re same (.5)	9.10	2,275.00
11/08/17	RJK	Travel to (.2), attend (6.8), and travel from (.2) hearing regarding Irving Railroad claims	7.20	3,960.00
11/08/17	ALS	Analysis of and attend to follow-up matters re: hearing on Irving Railways matter	0.70	150.50



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11/09/17	ALS	Review and respond to A. Prescott re Court's entry of Second Set of Stipulations on the docket with respect to Irving Railways (.1); review of Court docket re same (.1)	0.20	43.00
11/10/17	ALS	Review Court's minute entry with respect to hearing on Trustees Objection to Proofs of Claim Filed by Irving Railroads (.1); update docket scheduling re deadline for parties to submit proposed briefing scheduling order (.1)	0.20	43.00
11/10/17	LKZ	Emails w/A.Prescott re: post-trial briefing schedule for Irving RRs' claim objection.	0.20	50.00
11/10/17	ALS	Telephone conference with L. Whiting at UST's office re their request for LEDES file with respect to Bernstein Shur's interim fee application (.1); email to R. Keach re same (.1)	0.20	43.00
11/13/17	ALS	Review Court docket entry re discussion of post-trial briefing and proposed briefing scheduling re Irving Railways matter	0.10	21.50
11/13/17	LKZ	Review settlement summary with Tafisa (.1), plan for settlement authority (.2), Bankruptcy Code for priority issues (.2) and confer w/B.Keach re: same (.2); draft form of order resolving same (.2) and emails w/counsel to Tafisa re: same (.1).	1.00	250.00
11/14/17	KQ	File proposed order with respect to Tafisa Canada's motion to extend time to file proof of claim	0.10	18.00
11/14/17	LKZ	Confer w/B.Keach re: briefing schedule for post-trial briefs for Irving RRs.	0.50	125.00
11/14/17	ALS	Emails from/to L. Zahradka re status of Tafisa matter (.1); review Court docket and hearing calendar re same (.1)	0.20	43.00
11/14/17	LKZ	Review emails from Irving RRs counsel regarding briefing schedule.	0.10	25.00
11/15/17	LKZ	Emails w/A.Prescott re: Irving RRs briefing schedule.	0.10	25.00
11/16/17	ALS	Filing of Consent Motion for Order Setting Post-Trial Briefing Schedule with Court in Irving Railways matter (.2); add certificate of service to Consent Motion (.1);	0.30	64.50
11/16/17	LKZ	Revise motion and FOO setting briefing schedule for Irving RRs post-trial briefs.	0.30	75.00
11/16/17	ARP	Draft motion and order re post-trial briefing schedule on Irving claim objection	0.30	75.00
11/20/17	ALS	Docket scheduling post-trial briefing schedule re Irving Railways matter	0.20	43.00
11/27/17	ALS	Docket scheduling re deadline for redacted transcript submission with respect to November 8th trial re Irving Railways matter	0.10	21.50



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/27/17	ALS	Review email from L. Milne re transcript from November 8th trial on Irving Railways matter	0.10	21.50
11/28/17	ARP	Draft post-trial brief re Irving claim objection hearing	3.10	775.00
11/30/17	LKZ	Emails w/A.Prescott re: outline for Irving RRs' claim objection post-trial brief.	0.10	25.00
11/30/17	ARP	Draft post-trial brief re Irving claim objection trial	2.60	650.00
12/01/17	LKZ	Confer with a. Prescott re Irving railroads post trial brief outline.	0.10	25.00
12/06/17	LKZ	Analysis of issues relating to Irving RRs' post-trial brief.	0.70	175.00
12/06/17	ARP	Draft post-trial brief re Irving claim objection hearing	4.70	1,175.00
12/07/17	ARP	Draft post-trial brief re Irving claim objection trial	4.10	1,025.00
12/08/17	LKZ	Revise outline for Irving RRs post-trial brief (.5) and emails w/A.Prescott re: same (.1).	0.60	150.00
12/08/17	ARP	Draft post-trial brief re Irving Railways claim objection hearing	2.80	700.00
12/11/17	ARP	Draft post-trial brief re Irving Railways claim objection trial	1.30	325.00
12/12/17	LKZ	Confer w/A.Prescott: re: post-trial brief (.3) and analysis re: same (.2).	0.50	125.00
12/12/17	ARP	Draft post-trial brief re Irving Railways claim objection trial	2.20	550.00
12/13/17	LKZ	Draft outline for Irving RRs' post-trial brief (.5). Revise draft of Irving Railroads' post-trial brief (1.2).	1.70	425.00
12/13/17	ALS	Emails from/to L. Milne re transcript of Judge Cary's oral findings from February 5, 2016 with respect to Irving Railways matter (.1); review electronic files and case docket re same (.2)	0.30	64.50
12/14/17	LKZ	Continue revision to Irving Railroads post-trial brief.	1.30	325.00
12/15/17	LKZ	Further draft post-trial brief for Irving RRs claim objection.	2.50	625.00
12/15/17	ALS	Telephone conference with L. Milne re documents master list of exhibits used at recent trial with respect to Irving Railways matter (.1); office conference with K. Quirk re same (.1); email to L. Milne re master exhibit list (.1)	0.30	64.50
12/18/17	ARP	Draft revised argument section re post-trial brief for Irving Railways (2.3) and perform legal research re same (.8)	3.10	775.00
12/19/17	LKZ	Confer w/A.Prescott re: Irving RRs post-trial brief (.3); revise same (1.5).	1.80	450.00
12/20/17	KQ	Review emails from L. Zahradka-Milne and A. Prescott re post-trial brief in Irving RR matter.	0.10	18.00
12/20/17	LKZ	Call w/A.Prescott re: Irving RRs post-trial brief (.1); further revise same (1.0); emails w/B.Keach re: same (.1).	1.20	300.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/20/17	RJK	Review and revise post-trial brief regarding objections to claims of Irving Railroads	0.60	330.00
12/20/17	ALS	Review and respond to emails from L. Milne and A. Prescott re record cite check and remaining tasks re reply brief in Irving Railways matter	0.20	43.00
12/20/17	ARP	Draft revised post-trial brief re Irving Railways claim objection	3.60	900.00
12/21/17	KQ	Review bluebook cite references in post-trial brief with regard to the Nov. 8, 2017 trial with Irving RR (1.8); office conference with A. Prescott re: same (.2); revisions to brief re: same (.2); Westlaw research re: cited cases (.6); office conference with L. Zahradka-Milne re: same (.2)	3.00	540.00
12/21/17	ALS	Perform record cite check on Post-Trial Brief with respect to Irving Railways matter	2.10	451.50
12/21/17	LKZ	Further revise Irving Railways post-trial brief.	2.10	525.00
12/21/17	LKZ	Further review Irving Railways post-trial brief.	0.30	75.00
12/21/17	ARP	Proofread (.9) and cite check (1.2) post-trial brief re Irving Railways claim objection	2.10	525.00
12/22/17	ARP	Proofread and finalize for filing post-trial reply brief re Irving Railways claim objection hearing	1.40	350.00
12/22/17	LKZ	Emails with A. Prescott Re post trial brief.	0.20	50.00
12/22/17	ALS	Filing of post-trial brief with respect to Irving Railways matter with Court (.3); review post-trial brief prior to filing (.1) email to R. Keach, L. Milne with as-filed version of post-trial brief (.1)	0.50	107.50
01/02/18	LKZ	Confer w/A.Prescott re: Irving RRs' post-trial brief.	0.40	120.00
01/03/18	LKZ	Confer w/A.Prescott re: Irving RRs' post-trial brief.	0.10	30.00
01/03/18	ARP	Outline response to Irving Railways post-trial brief	0.90	234.00
01/05/18	LKZ	Review Irving RRs' Post-Trial brief (1.0); confer w/A.Prescott re: same (1.5)	2.50	750.00
01/05/18	ARP	Draft response outline to Irving Railways post-trial brief (1.1) and confer with Lindsay Milne re same (1.5)	2.60	676.00
01/08/18	LKZ	Begin review of outline for reply to Irving RRs' post-trial brief	0.10	30.00
01/08/18	ARP	Draft outline re response to Irving Railways post-trial brief	4.60	1,196.00
01/10/18	LKZ	Emails w/BSB re: PoC settlement implementation (.1); confer w/S.Anderson re: same (.1); analysis re: same (.1).	0.30	90.00
01/10/18	LKZ	Revise outline for reply to Irving RRs' post-trial brief.	1.10	330.00
01/10/18	DSA	Reviewed e-mails and conference with L. Milne concerning issues with BSB claims (.2)	0.20	87.00
01/10/18	ARP	Draft response brief re Irving Railways post-trial brief	5.60	1,456.00
01/11/18	LKZ	Emails with F. Caruso regarding BSB check for admin claim.	0.10	30.00



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01/11/18	DSA	Reviewed e-mails concerning issues with payments to BSB (.1)	0.10	43.50
01/11/18	LKZ	Analysis re: payment on BSB admin claim (.2) and emails w/B.Keach re: same (.2); emails w/BSB counsel re: same (.2). Confer w/A.Prescott re: response to Irving RRs post-trial brief (.2) and research re: same (.2).	1.00	300.00
01/11/18	ARP	Draft response to Irving Railways post-trial brief	0.80	208.00
01/12/18	LKZ	Confer w/A.Prescott re: Irving RRs post trial brief.	0.30	90.00
01/12/18	ARP	Draft response to Irving Railways post-trial brief	3.20	832.00
01/16/18	ARP	Draft response brief re Irving Railways post-trial brief	6.60	1,716.00
01/17/18	LKZ	Call w/A.Prescott re: post-trial brief reply for Irving RRs (.2); revise same (2.8).	3.00	900.00
01/17/18	ARP	Perform research and draft revised response to Irving Railways post-trial brief (4.6) and confer with Lindsay Milne re same (.3)	4.90	1,274.00
01/18/18	KQ	Office conference with L. Zahradka Milne re: status of Irving RR reply brief, specific to cite checking	0.10	19.00
01/18/18	ARP	Draft revised brief and compile exhibits and record citations re response to Irving Railway post-trial brief (3.2) and confer with Lindsay Milne re same (.2);	3.40	884.00
01/18/18	LKZ	Continue revising Irving RRs post-trial brief reply.	5.90	1,770.00
01/18/18	LKZ	Emails w/A.Prescott re: post trial brief.	0.20	60.00
01/18/18	ALS	Review emails from/to A. Prescott and L. Milne re review of reply brief in Irving Railways matter	0.20	45.00
01/19/18	ARP	Perform research re Irving Railway post-trial brief (.5); review, proofread, and cite check re response to Irving post-trial brief (3.8)	4.30	1,118.00
01/19/18	KQ	Review ER's reply brief to Irving's post -trial brief verifying defined terms and bluebook citations	1.60	304.00
01/19/18	ALS	Perform record cite check on reply brief with respect to Irving Railways matter (1.0); filing of reply brief with Bankruptcy Court (.2); email to R. Keach, L. Milne and A. Prescott regarding filing of reply brief with Bankruptcy Court (.1); email to R. Keach, L. Milne and A. Prescott attaching Irving Railways' reply brief (.1)	1.40	315.00
01/19/18	ALS	Review and respond to email from L. Milne regarding document requests served upon Irving Railways (.1); review discovery relating to Irving Railways (.3)	0.40	90.00
01/19/18	DPK	Research re response to Irving RR post-trial brief (1.2); cite-check Irving brief (1.0).	2.40	504.00
01/19/18	LKZ	Research in connection with post-trial brief response (.6) confer w/A.Prescott (.2), A. Stewart (.1) re: finalizing brief.	0.90	270.00
01/19/18	RND	Review CBC article re: criminal investigation	0.30	78.00



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02/22/18	LKZ	Review recent decision from Bankr. D. Me. re: certification for direct appeal to First Circuit.	0.20	60.00
05 Total			254.90	\$ 66,497.00
07 - Fee/Employment Applications				
10/02/17	KQ	Office conference with A. Stewart regarding timeline for filing third interim fee application of BSSN	0.10	\$ 18.00
10/02/17	ALS	Analysis of fees incurred for prosecution of litigation against CP (.6); emails to/from R. Keach and A. Prescott re same (.2)	0.80	172.00
10/10/17	KQ	Office conference with A. Stewart regarding timeline for filing of next BSSN fee application (.1); telephone call with R. Desai regarding same (.1)	0.20	36.00
10/10/17	KQ	Review BSSN's September billing for compliance of task codes as per the U.S. Trustee's guidelines in preparation for filing the third interim fee application	1.50	270.00
10/10/17	RND	Call with K. Quirk re: MMA Fee Application	0.10	25.00
10/10/17	RND	Begin reviewing/revising MMA Fee Application	0.90	225.00
10/13/17	RND	Review/Revise Exhibits to MMA Fee Application for confidentiality/privilege issues	1.60	400.00
10/15/17	RND	Review/Revise Exhibits to MMA Fee Application	2.80	700.00
10/16/17	KQ	Review R. Desai edits to BSSN proforma (.2); Conference call with R. Desai regarding Exh. A to the third interim fee application (.2); office conference with L. Zahradka regarding fee application (.1); continued preparation of Exh. A (.4); office conference with L. Zahradka regarding same (.1) and follow up re: same (.2)	1.20	216.00
10/16/17	LKZ	Emails w/K.Quirk re: fee app (.1); review bankruptcy rules, local rules for same (.3).	0.40	100.00
10/16/17	RND	Call with K. Quirk re: MMA Fee Application preparation	0.30	75.00
10/16/17	RND	Emails with K. Quirk and L. Zahradka re: preparation of MMA Fee Application	0.20	50.00
10/17/17	KQ	Review BSSN's September billing for compliance of task codes as per the U.S. Trustee's guidelines in preparation for filing the third interim fee application	0.70	126.00
10/17/17	ALS	Review of R. Keach fees to be included in Bernstein Shur fee application for task code compliance (.8); email to R. Desai and K. Quirk re same (.2); begin summary of R. Keach's fees for inclusion in fee application (.3)	1.30	279.50
10/18/17	KQ	Revisions to third interim fee application of BSSN, proposed order and notice of hearing (.2); revisions to exhibits (.6)	0.80	144.00
10/18/17	LKZ	Confer w/K.Quirk re: MMA fee app.	0.10	25.00



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10/18/17	ALS	Telephone conference with R. Keach re review of fees for task code compliance (.1); preparation of summary of R. Keach's fees for inclusion in Bernstein Shur's fee application (.3)	0.40	86.00
10/19/17	LKZ	Review BSSN September bill for privilege/confidentiality issues.	2.10	525.00
10/20/17	ALS	Email to R. Keach re review of R. Keach time for task code compliance (.1); office conference with R. Keach re same (.1); email to L. Zahradka and K. Quirk re revisions to Bernstein Shur fee application (.1)	0.30	64.50
10/23/17	KQ	Office conference with A. Stewart and L. Zahradka Milne re: third interim fee app of BSSN (.2); Continued preparation of Exh. A (.5)	0.70	126.00
10/23/17	ALS	Meeting with L. Zahradka and K. Quirk re revisions to Bernstein Shur fee application (.2); email to L. Zahradka attaching pleadings requested with respect to preparation of Bernstein Shur's fee application (.1)	0.30	64.50
10/23/17	LKZ	Meeting w/K.Quirk, A.Stewart re: revision to BSSN fee app.	0.20	50.00
10/24/17	LKZ	Review BSSN retention application docs (.1) and notice of trustee appointment (.1) in connection with BSSN fee application preparation.	0.30	75.00
10/25/17	KQ	E-mail from A. Stewart re: revisions to BSSN third interim fee application (.1); office conference with L. Zahradka Milne re: same (.1); email from L. Zahradka Milne re changes to proforma and follow up re same (.3)	0.50	90.00
10/25/17	KQ	Continued preparation of the third interim fee application of BSSN	2.60	468.00
10/25/17	LKZ	Review RJK time entries for April through September for confidentiality and privilege issues (1.4); research in connection with preparation of fee app (1.1).	2.50	625.00
10/25/17	ALS	Review time entries with respect to R. Keach's pro forma for task code compliance (.3); email to K. Quirk and L. Zahradka re Bernstein Shur's fee application and corresponding revisions to same (.2).	0.50	107.50
10/25/17	ALS	Review email from L. Zahradka re further revisions to Bernstein Shur's fee application (.1); email to K. Quirk re same (.1)	0.20	43.00
10/25/17	ALS	Research in connection with preparation of Bernstein Shur fee application.	0.40	86.00
10/25/17	CBB	Legal research re: fee applications.	0.50	57.50
10/26/17	KQ	Continued preparation of BSSN fee application for the third interim fee period (2.2); research re: service requirements of same (.2)	2.40	432.00





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10/26/17	LKZ	Revise MMA fee app (.4) and emails w/B.Keach (.1), K.Quirk (.1) re: preparation of same.	0.60	150.00
10/26/17	ALS	Continue work on research assignment from L. Zahradka with respect to fee applications.	0.40	86.00
10/26/17	ALS	Office conference with S. Baker and K. Quirk re revisions to exhibit to Bernstein Shur's fee application (.3); email to R. Keach and L. Zahradka re status of fee application (.1)	0.40	86.00
10/27/17	KQ	Follow up with L. Zahradka Milne regarding service of the third interim fee application of BSSN	0.10	18.00
10/27/17	LKZ	Further revise BSSN Third Interim Fee app.	0.40	100.00
10/30/17	LKZ	Further revise BSSN fee app (1.1); emails w/B.Keach re: same (.1).	1.20	300.00
10/30/17	ALS	Email to M. Thomas forwarding CP's response to our list of custodians and search terms (.1); review P. McDonald email re same (.1)	0.20	43.00
10/30/17	KQ	Email from L. Zahradka Milne re: preparation of third interim fee application of BSSN	0.10	18.00
10/31/17	KQ	Finalize and file the third interim fee application of BSSN (.4); prepare and send service of same (.4)	0.80	144.00
10/31/17	LKZ	Revise FOO, NOH for BSSN third interm fee app.	0.10	25.00
10/31/17	ALS	Docket scheduling re interim fee application of Bernstein Shur	0.10	21.50
11/01/17	KQ	Prepare and file the Certificate of Service with respect to the third interim fee application of BSSN	0.40	72.00
11/08/17	ALS	Email to R. Keach re request from UST's office for LEDES file with respect to Bernstein Shur's interim fee application	0.10	21.50
11/08/17	ALS	Emails to/from C. Gagne and K. Quirk re preparation of LEDES file for transmittal to UST's office with respect to Bernstein Shur's interim fee application	0.20	43.00
11/13/17	ALS	Review and respond to email from J. Tewhey (BSSN Accounting) re request from UST's office for LEDES file on BSSN's Third Interim Fee Application (.1); review LEDES file for BSSN's Third Interim Fee Application (.5); email to L. Whiting at UST's office attaching LEDES file (.1)	0.70	150.50
11/17/17	KQ	Review BSSN's & R. Keach's October billing for compliance of task codes as per the U.S. Trustee's guidelines.	2.20	396.00
11/21/17	LKZ	Analysis in connection with fee application.	0.40	100.00
11/22/17	LKZ	Analysis re: BSSN third interim fee app in preparation for 11/28 hearing.	0.60	150.00
11/27/17	LKZ	Prep for hearing on MMA Fee application.	0.20	50.00
12/06/17	LKZ	Review October BSSN and RJK bills for privilege, confidentiality issues.	0.80	200.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/07/17	LKZ	Continue review of October pro forma for confidentiality, privilege issues; review November pro forma for same.	2.90	725.00
12/12/17	LKZ	Review RJK pro forma for 12/15 through 9/17 for privilege and confidentiality issues.	1.00	250.00
12/20/17	ALS	Emails from/to A. Prescott re inquiry from J. Cuttler re fee application (.1); email to A. Prescott, L. Milne and K. Quirk re same (.1)	0.20	43.00
12/20/17	KQ	Emails from A. Stewart and L. Zahradka-Milne re: preparation of fee application on behalf of Kugler Kandestin	0.10	18.00
12/20/17	KQ	Begin drafting second interim fee application for Kugler Kandestin	0.50	90.00
12/21/17	KQ	Continued drafting of the second interim fee application of Kugler Kandestin	0.70	126.00
01/19/18	KQ	Office conference with A. Prescott re: preparation of the second interim fee application for Kugler Kandestin	0.10	19.00
01/29/18	KQ	Continued preparation of Kugler Kandestin's second interim fee application (1.0); email to J. Cuttler re: expenses related to the second interim fee period (.1)	1.10	209.00
01/31/18	LKZ	Review BSSN and RJK December pro formas for privilege and confidentiality issues.	0.60	180.00
02/05/18	KQ	Office conference with L. Milne re: preparation and timing of fourth interim fee application of BSSN	0.10	19.00
02/05/18	KQ	Revisions to notice of hearing, proposed order and Exh. B (bios) with respect to the second interim fee application of Kugler Kandestin (.3); email to A. Prescott re: same (.1)	0.40	76.00
02/07/18	ARP	Review and revise Kugler fee application	0.40	104.00
02/09/18	LKZ	Confer w/A.Cummings re: BSSN December bill/confidentiality issues.	0.10	30.00
02/15/18	KQ	Begin drafting fourth interim fee application for BSSN, proposed order and notice of hearing	2.50	475.00
02/16/18	KQ	Continued drafting of fourth interim fee application for BSSN	1.10	209.00
02/16/18	KQ	Follow up with A. Prescott re: status of Kugler Kandestin's second interim fee application	0.10	19.00
02/28/18	ARP	Confer with L. Milne re fee application preparation (.6); review January 2018 BSSN bills re confidentiality, privilege and task code issues (.9)	1.50	390.00



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**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/28/18	LKZ	Confer w/A.Prescott re: BSSN bill review for confidentiality issues.	0.60	180.00
07 Total			50.90	\$ 11,098.00
10 - Litigation				
10/02/17	KQ	Assist R. Keach and A. Prescott with preparation for Wheeling hearing	1.30	\$ 234.00
10/02/17	JW1	Finalize disclosure under the Joint Pretrial Order and send to Opposing counsel with cover letter.	0.50	120.00
10/02/17	ALS	Office conference with A. Prescott re preparation for upcoming hearing on surcharge motion, etc. in Wheeling v Keach matter	0.10	21.50
10/03/17	KQ	Finalize and file the ninth amended joint pretrial order in Wheeling v. Keach	0.20	36.00
10/03/17	PM	Review custodian disclosures and email to discovery team re. same.	0.20	83.00
10/03/17	RJK	Attend hearing regarding Daubert motions in Wheeling case (.1.) and analysis re: same (.5).	1.50	825.00
10/03/17	ARP	Attending court hearing re pending motion in Wheeling adversary proceeding and status update (1); draft revised joint scheduling order and oversee filing re same (.5);	1.50	375.00
10/04/17	RND	Email and call with A. Cummings re: receipt of correspondence from MP Global concerning settlement	0.10	25.00
10/04/17	RND	Begin reviewing/analyzing District Court oral arguments re: Wheeling Appeal	2.10	525.00
10/04/17	ALS	Update docket scheduling re continued status conference re trial date and related deadlines re Surcharge Mtn, trial date and related deadlines re Adequate Protection Claim; and status conference re: all remaining claims in Wheeling v Keach matter (.1); review Court minutes re same (.1)	0.20	43.00
10/05/17	ALS	Docket scheduling deadline for parties to inform Court re stipulation on Wheeling experts in Wheeling v Keach adversary proceeding (.1); review Court's CM/ECF notifications regarding same (.1)	0.20	43.00
10/05/17	ALS	Follow up email to R. Keach and R. Desai re settlement payment from MP Global (.1); review emails from A. Cummings and R. Desai re same (.1)	0.20	43.00
10/05/17	PM	Review draft of objection to Canadian discovery.	0.30	124.50
10/06/17	ALS	Docket scheduling with respect to Ninth Amended Joint Pretrial Order entered in Wheeling v Keach case	0.40	86.00
10/09/17	RND	Draft Joint Motion and related order re: stay of deadlines in Keach v. MP Global Adversary (.5) and emails with R. Keach and P. Maxcy re: same (.2)	0.70	175.00
10/09/17	RND	Emails with A. Prescott re: motion to quash deposition	0.10	25.00



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**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/09/17	ALS	Review email, draft motion to stay deadlines and proposed order from R. Desai with respect to MP Global litigation	0.20	43.00
10/09/17	ARP	Draft motion to quash Wheeling request for depositions	0.90	225.00
10/11/17	ALS	Filing of Joint Motion to Continue Stay of All Deadlines in MP Global litigation, along with proposed order (.1); add certificate of service to Joint Motion to Continue Stay of All Deadlines in MP Global litigation (.1); review and respond to email from R. Desai re filing Joint Motion to Continue Stay of All Deadlines in MP Global litigation (.1)	0.30	64.50
10/11/17	RND	Email with P. Maxcy re: consent motion to stay deadlines in MP Global litigation and coordinate filing of same	0.20	50.00
10/11/17	RND	Follow up email with Marcus Clegg re: agreement as to contents of Appendix for Wheeling Appeal	0.10	25.00
10/12/17	KQ	Review court docket in the adversary proceedings: Keach v. Wheeling, Wheeling v. Keach and Keach v. NBSR for upcoming deadlines.	1.60	288.00
10/12/17	ALS	Docket scheduling deadline for redaction of transcript from oral argument in CP appeal	0.10	21.50
10/12/17	RJK	Exchange e-mails with Roma Desai regarding appendix in Wheeling appeal	0.20	110.00
10/12/17	RND	Outline First Circuit briefing/arguments re: Appellant's Brief [Wheeling Appeal]	3.60	900.00
10/12/17	RND	Draft and finalize FRAP 30 letter to Wheeling re: contents of Appendix (.3) and email correspondence with Wheeling counsel and R. Keach re: same (.1)	0.40	100.00
10/13/17	ALS	Update docket scheduling based on stay of litigation relating to MP Global (.1); review order staying litigation relating to MP Global (.1)	0.20	43.00
10/13/17	RJK	Exchange e-mails with interest holder in settling party in Caisse litigation	0.20	110.00
10/13/17	RND	Begin drafting Appellant's Brief [Wheeling Appeal]	2.30	575.00
10/16/17	LKZ	Review case status (.1) and confer w/B.Keach re: same (.4); confer w/A.Prescott re: outline for trial presentation (.3) and begin draft opposition to MSJ (1.5).	2.30	575.00
10/16/17	RND	Draft Appellant's brief in Wheeling First Circuit Appeal	6.30	1,575.00
10/17/17	KQ	Review e-mail from L. Zahradka and R. Desai regarding status of Caisse settlements	0.10	18.00
10/17/17	RND	Review status of settlement in Caisse litigation and status of dismissed parties and emails with A. Stewart and L. Zahradka re: same	0.30	75.00
10/17/17	RND	Research in connection with Wheeling appeal.	0.30	75.00



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**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/17/17	RND	Email with A. Helman re: Wheeling Appeal and agreement on appendix contents	0.10	25.00
10/17/17	RND	Draft Appellant's brief in Wheeling First Circuit Appeal	3.10	775.00
10/17/17	RJK	Review letter to Judge King regarding mediation (Wheeling appeal)	0.10	55.00
10/18/17	ARP	Review Wheeling proposed stipulation re objection to expert reports	0.40	100.00
10/18/17	RND	Review correspondence from Judge King's chambers re: settlement conference in connection with Wheeling First Circuit Appeal	0.10	25.00
10/18/17	RND	Research in connection with Appellant's brief (2.1) and Draft Appellant's brief in Wheeling First Circuit Appeal (3.3)	5.40	1,350.00
10/18/17	RND	Review First Circuit local rules and FRAP re: Appellant's briefing	0.90	225.00
10/18/17	ALS	Emails from/to A. Cummings and K. Quirk re waiver of settlement conference in Keach v Wheeling appeal before the First Circuit (.2); update docket scheduling re same (.1)	0.30	64.50
10/19/17	ARP	Draft stipulations re resolving objection to Wheeling expert reports	0.90	225.00
10/19/17	RJK	Review Wheeling stipulation; e-mail to Adam Prescott regarding same	0.30	165.00
10/19/17	RND	Review/Analyze District Court Decision affirming Wheeling Complaint Dismissal (.8) and continue drafting Appellant's Brief in Wheeling's First Circuit Appeal (5.2)	6.00	1,500.00
10/20/17	LKZ	Review executed stipulation w/Irving RRs (.3); review exhibits stipulated to be admitted in connection with same (1.5); confer w/A.Prescott re: same (.6) and draft portions of outline for trial presentation (1.1); confer w/B.Keach re: same (.3).	3.80	950.00
10/20/17	RND	Review Appendix contents (.3) and Continue Drafting Wheeling First Circuit Brief (5.9)	6.20	1,550.00
10/23/17	LKZ	Revise outline for presentation of exhibits at Irving RRs trial (2.2) and confer w/A.Prescott re: same (.9).	3.10	775.00
10/23/17	RND	Continue drafting Wheeling First Circuit opening brief	5.90	1,475.00
10/24/17	RND	Call with A. Helman re: Appendix contents for Wheeling First Circuit Appeal	0.40	100.00
10/24/17	RND	Continue drafting Appellant's brief in Wheeling First Circuit Appeal (3.9) and emails with R. Keach re: same (.1)	4.00	1,000.00
10/25/17	RND	Draft opening brief in Wheeling First Circuit Appeal	3.80	950.00
10/26/17	JW1	Review district court's order denying CP's motion for leave to appeal.	0.20	48.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/26/17	LKZ	Review district court order denying CP motion for leave to file interlocutory appeal.	0.50	125.00
10/26/17	PM	Review District Court decision on motion for leave to appeal bankruptcy court decision on motion to dismiss.	0.50	207.50
10/26/17	RJK	Review US District Court decision denying CP motion for leave to appeal	0.70	385.00
10/26/17	RJK	Review and revise settlement motion, motion regarding defense fund settlement (1.4); conference with Lindsay Zahradka Milne regarding same (.1).	1.50	825.00
10/26/17	ALS	Email to R. Keach, P. McDonald, et al. attaching District Court Order Denying Appellant's Motion Seeking Interlocutory Appeal in CP v Keach case (.1); review District Court Order Denying Appellant's Motion Seeking Interlocutory Appeal (.4); calculate appeal deadline for CP with respect to District Court Order Denying Appellant's Motion Seeking Interlocutory Appeal (.1)	0.60	129.00
10/26/17	RND	Review/analyze District Court order denying CP Motion for Leave to Appeal	0.50	125.00
10/26/17	RND	Email with A. Helman and R. Keach re: agreement as to contents of Appendix for Wheeling First Circuit Appeal	0.20	50.00
10/26/17	RND	Review email from R. Keach re: Irving Oil Canadian suit	0.20	50.00
10/26/17	RND	Review/Analyze Bankruptcy Court transcript re: Wheeling Adversary (2.1); Review District Court transcript re: Wheeling Appeal (1.8); and continue Drafting First Circuit Appellant Brief re: Wheeling Appeal (3)	6.90	1,725.00
10/27/17	RND	Review draft Appendix for Wheeling Appeal (.8); Draft Appellant's Brief re: same (5.8)	6.60	1,650.00
10/29/17	RND	Continue drafting Appellant's brief re: Wheeling First Circuit Appeal	3.40	850.00
10/30/17	RND	Revise brief and citations to record re: Appellant's brief in Wheeling First Circuit Appeal	2.90	725.00
10/30/17	RND	Call with A. Cummings re: contents of Appendix, Addendum, and rules re: same with respect to Wheeling First Circuit Appeal (.7) and review Appellant's briefing notice and 1st Circuit Local Rules/FRAP re: same (.2)	0.90	225.00
10/30/17	RND	Call with A. Cummings re: contents of Addendum and compliance with First Circuit Local Rules re: same	0.30	75.00
10/31/17	ARP	Review and draft correspondence re Wheeling adversary discovery	0.30	75.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/31/17	RND	Call with A. Cummings re: Appellant's briefing, Appendix and Addendum [Wheeling First Circuit Appeal]	0.80	200.00
10/31/17	RND	Emails with A. Cummings and R. Keach re: finalized Appendix for Wheeling First Circuit Appeal	0.30	75.00
11/01/17	ARP	Telephone call with Dan Rosenthal re depositions in Wheeling matter (.2) and correspondence re same (.2)	0.40	100.00
11/01/17	ALS	Emails from/to A. Prescott re preparation of draft notice of deposition of Wheeling's expert, L. Gitomer	0.20	43.00
11/01/17	RND	Calls and emails w/ A. Cummings re: finalizing appendix and contents of addendum	0.50	125.00
11/01/17	CBB	Legal research re: fraudulent transfer statutes.	0.70	80.50
11/02/17	ALS	Update docket scheduling re extension of discovery deadline re adequate protection claim in Wheeling v Keach adversary proceeding (.1); review and respond to email from A. Prescott re same (.1)	0.20	43.00
11/02/17	ALS	Draft deposition notice re Wheeling's expert, Louis E. Gitomer	0.40	86.00
11/02/17	RND	Emails with R. Keach re: draft of Appellant's brief in Wheeling First Circuit appeal	0.20	50.00
11/02/17	RND	Review FRAP and Local rules re: Addendum to Brief of Appellant [Wheeling First Circuit Appeal]	0.90	225.00
11/03/17	DPK	Revise First Circuit brief in Wheeling litigation.	1.20	252.00
11/03/17	RND	Review R. Keach's edits/comments to Wheeling First Circuit brief (.4) and Begin revising draft of Appellant's brief in Wheeling First Circuit appeal based on comments/edits from R. Keach (2.6)	3.00	750.00
11/03/17	RJK	Review and revise First Circuit Brief; Wheeling appeal	2.00	1,100.00
11/04/17	DPK	Continue revision of Opening Brief in Wheeling appeal.	1.20	252.00
11/04/17	DPK	Proofread opening brief in Wheeling litigation.	2.30	483.00
11/04/17	RND	Review/revise draft Appellant's brief in Wheeling First Circuit Appeal (2.1); Review/revise record citations in Appellant's brief (1.3)	3.40	850.00
11/05/17	ARP	Review and provide comments re First Circuit brief re Wheeling appeal	1.10	275.00
11/05/17	RND	Review/revise case and statute citations in Appellant's brief (1.3)	1.30	325.00
11/05/17	RND	Revise draft Appellant brief in Wheeling First Circuit Appeal (4.7) and review First Circuit and FRAP rules re: same (.3).	5.00	1,250.00
11/06/17	ARP	Continue proofread of First Circuit brief re Wheeling appeal	1.40	350.00



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11/06/17	ALS	Preparation of record cite check in Appellant's Brief with respect to Keach v Wheeling First Circuit appeal (1.6); assist R. Desai with respect to preparation of Appellant's Brief for filing with Court in Keach v Wheeling First Circuit appeal (.4)	2.00	430.00
11/06/17	RND	Substantial research and revision to, and finalize, Appellant's brief and addendum for filing [Wheeling First Circuit Appeal]	9.80	2,450.00
11/06/17	RJK	Review and revise First Circuit Brief (Wheeling UFTA appeal)	0.70	385.00
11/07/17	KQ	Call with R. Desai re: Order by First Circuit to conform brief in the Keach v. Wheeling appeal(.1); Prepare 12.22.16 hearing transcript for submission with brief (.2); e-mail to R. Desai re: same (.1)	0.40	72.00
11/07/17	RND	Non-Working Travel from Portland to AUS (Wheeling First Circuit Appeal) (billed at 50%; full time = 5 hours)	2.50	625.00
11/07/17	RND	Review filed brief and First Circuit Local Rules re: Addendum (.5) and calls and emails with A. Cummings and R. Keach re: Court's order on Appellant's brief (.3); analysis re: same (.5).	1.30	325.00
11/08/17	ALS	Office conferences (x2) with A. Cummings re filing of corrected brief with First Circuit with respect to Keach v Wheeling appeal (.3); review First Circuit Rulebook re filing of corrected briefing documents (.7)	1.00	215.00
11/08/17	RND	Calls and emails with A. Cummings re: revising Appellant's Brief (.5); Review revised brief and Addendum and finalize same for filing (1.6)	2.10	525.00
11/09/17	ALS	Update briefing deadlines regarding Keach v Wheeling First Circuit appeal (.2); office conference with A. Cummings re same (.1)	0.30	64.50
11/09/17	RND	Call with A. Cummings re: accepted brief and rules re: paper copies to be submitted to court	0.20	50.00
11/10/17	RND	Emails with R. Keach and A. Cummings re: filing of Appellant's brief	0.20	50.00
11/14/17	LKZ	Review Caruso analysis in connection with 506(c) Surcharge issue (.3); emails w/R.Keach, A.Prescott re: same (.2).	0.50	125.00
11/14/17	RND	Email with A. Cummings re: Court's receipt of Appellant's briefing in Wheeling Appeal	0.10	25.00
11/16/17	ALS	Review Joint Pretrial Statement/Pretrial Order entered in Western Oil, Inc. adversary proceeding (.1); docket scheduling deadlines contained in Joint Pretrial Statement/Pretrial Order entered in Western Oil, Inc. adversary proceeding (.4)	0.50	107.50





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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/16/17	ALS	Docket scheduling stay ordered in Wheeling v Maine Northern Railway, et al. District Court case	0.10	21.50
11/20/17	RND	Emails with A. Cummings re: status of MP Global settlement agreement	0.20	50.00
11/21/17	ALS	Telephone conference with R. Desai re status of second settlement payment from MP Global with respect to Caisse litigation	0.10	21.50
11/21/17	RND	Follow up email and call with A. Cummings re: receipt of MP Global correspondence	0.10	25.00
11/21/17	RND	Email with A. Cummings re: First Circuit admission and next steps for entry of appearance as counsel for R. Keach in Wheeling Appeal	0.10	25.00
11/27/17	ALS	Emails from/to L. Milne re status of 9019 motion, motion to seal and motion for expedited hearing (.2); review Court procedures for filing documents under seal (.2); telephone call to K. Ford at U.S. Bankruptcy Court re filing of motion under seal (.1); emails from/to M. Paione at U.S. Bankruptcy Court re scheduling of hearing on motion to expedite (.1); review Motion to Seal and 9019 motion (.4); emails to/from L. Milne re revisions to Motion to Seal and exhibits to same (.2); filing of Motion to Seal with Court (.3); drafting of certificates of service with respect to Motion to Seal and the 9019 motion (.4); office conferences (x2) with S. Baker re delivery of 9019 motion to service parties, including Court (.3)	2.20	473.00
11/27/17	ARP	Draft motion for extension of time to complete discovery re Wheeling adversary proceeding (.9) and telephone call with Dan Rosenthal re same (.2); draft and serve Louis Gitomer deposition notice re same matter (.3)	1.40	350.00
11/28/17	ALS	Emails (multiple) from/to A. Prescott re scheduling of upcoming depositions in Wheeling v Keach matter (.3); emails from/to The Reporting Group re court reporter coverage for L. Gitomer deposition (.2); emails to/from K. Stone at Marcus Clegg re upcoming depositions (.1); review deposition notices (.2); assist A. Prescott re preparation for same (.3); office conference with A. Cummings re preparation for upcoming depositions (.2)	1.30	279.50
11/28/17	RND	Emails with A. Cummings re: First Circuit Admission and notice of appearance for counsel in Wheeling First Circuit Appeal	0.20	50.00
11/29/17	ALS	Review and respond to emails re status meeting with respect to CP litigation	0.20	43.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/29/17	ALS	Emails from/to Sally at The Reporting Group re upcoming deposition in Wheeling v Keach case	0.20	43.00
11/30/17	ALS	Emails to/from A. Prescott re upcoming deposition of Fred Caruso in Wheeling v Keach litigation (.2); docket scheduling F. Caruso deposition (.1)	0.30	64.50
11/30/17	ALS	Update docket scheduling re Order Granting Joint Motion to Enlarge Discovery and Related Deadlines entered in Wheeling v Keach adversary proceeding (.3); review Order Granting Joint Motion to Enlarge Discovery and Related Deadlines entered in Wheeling v Keach adversary proceeding (.1)	0.40	86.00
12/06/17	ALS	Assist R. Keach and A. Prescott in preparation for upcoming depositions relating to Wheeling v Keach adversary proceeding	1.10	236.50
12/06/17	ARP	Prepare for Keach and Gitomer depositions in Wheeling adversary proceeding	0.80	200.00
12/06/17	RND	Draft motion to dismiss MP Global as a part in Caisse litigation (.3) and emails with A. Cummings and R. Keach re: same (.2)	0.50	125.00
12/06/17	RJK	Review Patrice Benoit e-mail regarding defense cost fund settlement	0.10	55.00
12/07/17	LKZ	Emails w/A.Prescott regarding outline for Irving RRs post-trial brief.	0.10	25.00
12/07/17	RJK	Prepare for and attend telephone call with Fred Caruso regarding Section 506(c) analysis	0.30	165.00
12/08/17	ALS	Email to R. Keach and R. Desai attaching Appellee's Brief filed in Keach v Wheeling appeal	0.10	21.50
12/11/17	ALS	Assist R. Keach and A. Prescott with preparation for upcoming depositions of R. Keach and L. Gitomer in Wheeling v Keach adversary	0.60	129.00
12/11/17	RND	Review/analyze Wheeling's First Circuit brief	6.30	1,575.00
12/12/17	RJK	Conference with Adam Prescott regarding depositions in Wheeling case	0.40	220.00
12/12/17	RJK	Telephone call with Fred Caruso regarding depositions/45G credit	0.60	330.00
12/12/17	ARP	Telephone call with Fred Caruso and Bob Keach re preparation for Mr. Caruso's deposition in Wheeling matter (.5); review court pleadings re preparation for Wheeling depositions (.8)	1.30	325.00
12/12/17	ALS	Emails from/to the Reporting Group confirming deposition of L. Gitomer in Wheeling v Keach adversary proceeding	0.10	21.50
12/12/17	RND	Wheeling First Circuit Appeal: Review Wheeling's arguments in District Court and Bankruptcy Court (1.9); Outline arguments for inclusion in Reply brief (1.2); Begin drafting Reply Brief (1)	4.10	1,025.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/12/17	RND	Review First Circuit Local Rules and FRAP re: Appellant's Reply Brief in Wheeling First Circuit Appeal	0.80	200.00
12/13/17	ARP	Prepare for (.4) and attend (3.2) deposition of Robert Keach in wheeling adversary proceeding; prepare exhibits re Louis Gitomer deposition (.9)	4.50	1,125.00
12/13/17	RJK	Prepare for December 14 deposition of expert	0.50	275.00
12/13/17	RJK	Prepare for December 14 expert deposition	3.20	1,760.00
12/13/17	ALS	Emails from/to A. Prescott re preparation for deposition R. Keach (.2); review Court dockets in Wheeling adversary proceeding and main bankruptcy case re same (.2); office conference with A. Prescott re same (.1)	0.50	107.50
12/13/17	RND	Draft Reply Brief in Wheeling First Circuit Appeal	4.90	1,225.00
12/14/17	ARP	Prepare for (.6) and attend (2.8) deposition of Louis Gitomer in Wheeling adversary proceeding	3.40	850.00
12/14/17	LKZ	Confer w/B.Keach re: Wheeling deposition.	0.40	100.00
12/14/17	RJK	Prepare for and attend Louis Gitomer deposition	3.50	1,925.00
12/14/17	RND	Draft Reply Brief in Wheeling First Circuit Appeal	5.10	1,275.00
12/15/17	KQ	Assist in comparison of Appellee's Briefs in Keach v. Wheeling as requested by R. Desai	0.30	54.00
12/15/17	RJK	Review precedent regarding renewed Daubert motions in Wheeling case	3.20	1,760.00
12/15/17	ALS	Review and respond to email from A. Prescott re transfer of documents to D. Rosenthal with respect to upcoming deposition of F. Caruso in Wheeling v Keach litigation (.1); file transfer document link to D. Rosenthal re F. Caruso documents in advance of deposition (.2)	0.30	64.50
12/15/17	ALS	Office conference with A. Prescott re review of contents from L. Gitomer thumb drive produced at deposition in Wheeling v Keach case (.1); summarize documents from L. Gitomer thumb drive for R. Keach's review (.2); email to R. Keach and A. Prescott re same (.1)	0.40	86.00
12/15/17	RND	Draft and Revise Reply Brief in Wheeling First Circuit Appeal (4.9); Review record cites and cases and statute citations re: same (1.5); Email with R. Keach re: same (.1)	6.50	1,625.00
12/15/17	ARP	Prepare for defense of Fred Caruso deposition in Wheeling adversary proceeding (1.1) and review and produce supporting documents to Wheeling re same (.4)	1.50	375.00
12/18/17	DPK	Emails with team re: drafting and revising of Wheeling Reply Brief.	0.10	21.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/18/17	RJK	Review Motion to Dismiss/order regarding MP Global; e-mail regarding same to Roma Desai	0.20	110.00
12/18/17	RJK	Review reply brief to First Circuit in Keach v. Wheeling	0.70	385.00
12/18/17	ALS	Perform record cite check for Reply Brief to be filed in Keach v Wheeling appeal case (.5); emails to/from R. Desai re completion of record cite check with respect to Reply Brief (.1)	0.60	129.00
12/18/17	ARP	Prepare for deposition of Fred Caruso in Wheeling adversary proceeding	0.90	225.00
12/18/17	RND	Emails with A. Cummings re: R. Keach's edits/comments to Wheeling Reply Brief	0.20	50.00
12/18/17	RND	Emails with A. Stewart, D. Keenan, and A. Cummings re: revisions to Wheeling Reply Brief	0.40	100.00
12/18/17	RND	Email with P. Maxcy re: draft consent motion to dismiss MP Global as a party to litigation	0.10	25.00
12/18/17	RND	Review/revise Wheeling Reply Brief	3.40	850.00
12/19/17	DPK	Blue-book and cite-check Estate Representative's Reply Brief in Wheeling appeal.	1.50	315.00
12/19/17	ARP	Prepare for deposition of Fred Caruso in Wheeling adversary proceeding (1.2) and defend deposition re same (3.5); proofread and provide edits re reply brief in Wheeling first circuit appeal (1.4)	6.10	1,525.00
12/19/17	RND	Further emails with D. Keenan, A. Prescott, and A. Cummings re: revisions to Wheeling Brief (.3) and Continue revising Wheeling Reply Brief (3.9)	4.20	1,050.00
12/20/17	ALS	Update docket scheduling with respect to deadline to complete certain discovery in Wheeling v Keach matter (.1); review Court's order extending discovery deadline in Wheeling v Keach case (.1)	0.20	43.00
12/20/17	KQ	Finalize and file the joint motion to dismiss MP Global from the adversary proceeding in the Caisse litigation (.2); email to R. Desai re: same (.1)	0.30	54.00
12/20/17	RJK	Review and revise Reply Brief in First Circuit (Wheeling)	0.40	220.00
12/20/17	RND	Emails with K. Quirk and P. Maxcy re: filing of consent motion to dismiss MP Global from litigation	0.20	50.00
12/20/17	RND	Finalize Wheeling Reply brief and coordinate filing of same (3.8) and emails re: Wheeling Reply Brief with A. Cummings and R. Keach (.3)	4.10	1,025.00
12/21/17	RND	Emails and calls with A. Cummings re: correspondence with First Circuit and mailing of hard copies of Reply Brief	0.20	50.00
12/21/17	ALS	Docket scheduling deadline for Appellant to submit nine paper copies of reply brief to Court in Keach v Wheeling appeal	0.10	21.50



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/27/17	DSA	Reviewed e-mails and telephone conference with F. Caruso concerning issues with Wheeling and surcharge claims (.2)	0.20	85.00
12/27/17	RND	Email with K. Quirk re: order dismissing MP Global in Keach v. MP Global litigation	0.10	25.00
12/27/17	KQ	Email to/from R. Desai re: order dismissing MP Global from adversary proceeding Keach v. Earlston Assoc. (Caisse)	0.10	18.00
12/29/17	ALS	Docket scheduling oral argument date with respect to Keach v Wheeling appeal before the First Circuit (.1); review notification from First Circuit with respect to scheduling of oral argument in Keach v Wheeling appeal (.1)	0.20	43.00
01/03/18	JW1	Review and respond to email from opposing counsel regarding consent motion for extension of time.	0.20	52.00
01/03/18	DSA	Reviewed e-mails and e-mailed F. Caruso concerning issues with fees and surcharge (.1)	0.10	43.50
01/03/18	ALS	Docket scheduling with respect to team meeting re CP litigation	0.10	22.50
01/03/18	RND	Review Wheeling filing in first circuit appeal	0.10	26.00
01/04/18	ALS	Emails from/to A. Prescott re F. Caruso deposition transcript from Wheeling litigation (.1); update transcripts folder with F. Caruso deposition transcript (.1)	0.20	45.00
01/05/18	ALS	Coordinate CP litigation team meetings	0.20	45.00
01/10/18	PM	Review CP documents and meeting with Michelle Thomas re. same.	0.20	86.00
01/11/18	RND	Begin reviewing Wheeling pleadings from bankruptcy court and District Court in preparation for upcoming oral arguments	3.90	1,014.00
01/12/18	RND	Continue reviewing Wheeling's and Trustee's pleadings from lower court in preparation for upcoming First Circuit oral arguments	2.10	546.00
01/17/18	ARP	Telephone call with Andrew Helman re Wheeling surcharge discovery	0.30	78.00
01/18/18	KQ	Email from and call to K. Ford at US Bankruptcy court re: status of Keach v. Earlston (.1); email and call with R. Desai re: same (.1)	0.20	38.00
01/18/18	RND	Calls and emails with K. Quirk and R. Keach re: status of Keach v. Earlston and Chamber's inquiry re: same	0.30	78.00
01/22/18	ARP	Preparation for status hearing in Wheeling adversary proceeding	0.30	78.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/22/18	LKZ	Confer w/A.Prescott re: Wheeling status conference (.3) and review relevant documents in preparation for same (.5); call w/counsel to CMQ re: same (.3); review Caldwell declaration in connection with same (.3) and emails w/counsel re: same (.1).	1.50	450.00
01/22/18	ALS	Emails from/to L. Milne re Wheeling v Keach adversary proceeding and upcoming status conference (.1); review declarations filed and adversary docket in Wheeling v Keach adversary proceeding (.3)	0.40	90.00
01/22/18	ALS	Office conference with L. Milne re telephonic appearance at Wheeling v Keach status conference (.1); email to L. Milne and A. Cummings re same (.1)	0.20	45.00
01/23/18	LKZ	Prep for (.2) and attend (.2) status conference on Wheeling adversary proceeding.	0.40	120.00
01/23/18	LKZ	Emails w/B.Keach, A.Prescott re: Wheeling status conference, CMQ request for admission of declaration.	0.30	90.00
01/23/18	KQ	Email to L. Zahradka Milne re: MMA hearings with respect to CP and Wheeling scheduled on court calendar	0.10	19.00
01/25/18	LKZ	Emails w/A.Prescott re: Wheeling pretrial order.	0.10	30.00
01/25/18	ALS	Docket scheduling with respect to upcoming trial and related deadlines associated with Motion for Order Authorizing the Recovery of Expenses and Objection to Proof of Claim filed by Wheeling Pursuant to 502(d) pending in the Wheeling v Keach adversary (.4); emails to/from A. Prescott re discovery regarding same (.1)	0.50	112.50
01/25/18	PM	Review ECF Notices re. Motion to Compel and related emails.	0.10	43.00
01/26/18	ARP	Review proposed pre-trial order re Wheeling dispute (.2) and correspondence with Wheeling counsel re same (.1)	0.30	78.00
01/26/18	LKZ	Confer w/A.Prescott re: Wheeling JPO.	0.30	90.00
01/30/18	ALS	Review CM/ECF notification with respect to transcript for hearing held on January 23, 2017 relating to CP litigation (.1); docket scheduling deadline for submission of redacted transcript (.1)	0.20	45.00
01/31/18	ALS	Telephone conference with A. Cummings regarding preparation for upcoming oral argument in Keach v Wheeling adversary proceeding (.1); assist R. Keach with preparation for upcoming oral argument in Keach v Wheeling litigation (.4)	0.50	112.50
01/31/18	LKZ	Emails w/A.Prescott re: Wheeling adversary proceeding schedule.	0.20	60.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/01/18	ARP	Confer with Estate Representative re Wheeling litigation (.3); draft revised pre-trial scheduling order re Wheeling litigation (.4); review transcript of Fred Caruso deposition (.7); telephone call with Andrew Helman re Wheeling discovery (.2); review January 23 status hearing recording (.2); confer with Lindsay Milne re Wheeling surcharge litigation (.6)	2.20	572.00
02/01/18	LKZ	Confer w/A.Prescott, B.Keach re: Wheeling proposed JPO (.6); confer w/A.Prescott re: Surcharge Claim issues (.6).	1.20	360.00
02/02/18	ARP	Draft pretrial management order re Wheeling litigation (1.3); telephone call with Dan Rosenthal re same (.4)	1.70	442.00
02/04/18	ALS	Assist R. Keach with preparation for oral argument in Keach v Wheeling appeal pending before the First Circuit	1.70	382.50
02/05/18	LKZ	Confer w/B.Keach re: Wheeling First Circuit Argument	0.70	210.00
02/05/18	ALS	Update task list with respect to litigation against CP & Soo Line	0.30	67.50
02/05/18	ARP	Draft and file proposed pretrial management order re Wheeling litigation (.8) and telephone calls with Dan Rosenthal re same (.3)	1.10	286.00
02/06/18	ARP	Negotiate and draft pre-trial management schedule re Wheeling litigation (.9)	0.90	234.00
02/06/18	DPK	Review draft of Wheeling litigation pre-trial management order.	0.30	63.00
02/06/18	KQ	Finalize and file the proposed pre-trial order in Wheeling v. Keach	0.10	19.00
02/06/18	KQ	Docket research for case update in Wheeling v. Keach	0.20	38.00
02/06/18	LKZ	Prep for (3.5), attend (2.1), confer w/B.Keach regarding (2.2) Wheeling First Circuit argument	7.80	2,340.00
02/06/18	LKZ	Call w/R.Desai regarding oral argument at First Circuit	0.10	30.00
02/06/18	RND	Emails and call with L. Zahradka re: First Circuit oral argument in Wheeling appeal	0.30	78.00
02/07/18	PM	Review revised ECH search protocol and emails with Jack Woodcock, Angela Stewart and Bob Keach re. same	0.30	129.00
02/08/18	ARP	Review edits from CP re Canadian confidentiality agreement and draft responsive edits re same (1.1); telephone call with Jeremy Cuttler re same (.3)	1.40	364.00
02/13/18	ALS	Review and respond to email from A. Prescott re scheduling of telephonic status conference in Wheeling v Keach litigation (.1); docket scheduling telephonic status conference in Wheeling v Keach litigation (.1)	0.20	45.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/14/18	ARP	Prepare for (1.5) and participate in telephonic court hearing re pre-trial scheduling disputes w/ Wheeling (.7); telephone call with Fred Caruso re Wheeling deposition (.3)	2.50	650.00
02/14/18	ALS	Email to J. Woodcock re scheduling conference with Court with respect to CP litigation	0.10	22.50
02/14/18	LKZ	Confer w/A.Prescott re: Wheeling Adv. P. Status Conf.	0.20	60.00
02/15/18	LKZ	Confer w/A.Prescott re: Wheeling AP status	0.10	30.00
02/20/18	ARP	Draft revised pre-trial order re Wheeling following Court hearing	0.40	104.00
02/20/18	RND	Emails with P. McDonald and J. Woodcock re: scheduling conference in Trustee's litigation	0.10	26.00
02/20/18	ALS	Emails from/to A. Prescott re filing of pretrial order in Wheeling litigation (.1); filing of proposed pretrial order in Wheeling litigation (.1)	0.20	45.00
02/22/18	ARP	Review summary judgment briefing and exhibits re preparation for Wheeling trial	2.20	572.00
02/23/18	ARP	Review deposition transcripts re Wheeling adversary proceeding (.9); prepare re outline for Wheeling trial (.8)	1.70	442.00
02/26/18	ARP	Telephone call with Jeremy Cutler re Canadian confidentiality agreement (.4); review Canadian confidentiality agreement re proposed edits (.7)	1.10	286.00
02/26/18	ARP	Review summary judgment briefing and draft trial outline re Wheeling adversary proceeding	2.60	676.00
02/26/18	PM	Emails and ECH Notices re. discovery scheduling issues (.1).	0.10	43.00
02/27/18	ARP	Draft motion in limine to exclude Wheeling expert	1.80	468.00
02/27/18	ALS	Review Scheduling Order entered in Wheeling v Keach litigation (.1); docket scheduling deadlines contained in Scheduling Order entered in Wheeling v Keach litigation (.4)	0.50	112.50
02/27/18	PM	Review revised Scheduling Order.	0.10	43.00
02/28/18	PM	Review ECF Notices and scheduling notices re. discovery.	0.10	43.00
02/28/18	ARP	Draft motion in limine re Wheeling expert	1.10	286.00
10 Total			283.70	\$ 76,917.50
<b>10 A - CP Discovery</b>				
10/02/17	JW1	Final edit to protective order.	0.30	\$ 72.00
10/02/17	JW1	Research regarding Rule 26 standards for Motion to Compel.	0.90	216.00
10/02/17	JW1	Strategy analysis re: custodian information.	0.20	48.00
10/02/17	JW1	Draft introduction and legal standard section of motion to compel brief.	3.50	840.00
10/02/17	JW1	Receipt and review of CP disclosure of custodians.	0.20	48.00





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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/02/17	MT	Research job descriptions in connection with custodian analysis (.7); analyze documents for same (1.1); call to J. Kerr at Evidox regarding personnel files (.2); research same (.8); analyze reports and review documents in connection with CP discovery (1.5); meet with A. Stewart re: same (.2); meet with J. Woodcock re: same (.2).	4.70	893.00
10/02/17	ALS	Review and respond to J. Woodcock re filing of proposed protective order in CP litigation (.1); filing of proposed protective order with Court with respect to CP litigation (.1)	0.20	43.00
10/02/17	ALS	Email to A. Prescott re summary of discovery in Trustee's litigation against CP (.1); review discovery summary with respect to Trustee's litigation against CP (.1)	0.20	43.00
10/02/17	ALS	Search of custodian related data with respect to Trustee's litigation against CP (.8); continue work on discovery-related projects with respect to CP litigation (1.6)	2.40	516.00
10/02/17	ARP	Draft response re Canadian Pacific request for discovery in Canadian proceeding (3.9); review and revise custodian list re Canadian Pacific discovery (.3)	4.20	1,050.00
10/03/17	JW1	Finish first draft of motion to compel regarding DOT 111s.	2.60	624.00
10/03/17	JW1	Editing response to CP Canadian request for documents.	0.90	216.00
10/03/17	JW1	In depth review of CP's identification of custodians.	0.70	168.00
10/03/17	JW1	Review redline of DOT-111 motion to compel brief and make edits.	0.70	168.00
10/03/17	ALS	Emails to/from K. Ford at U.S. Bankruptcy Court regarding status of proposed joint stipulated briefing scheduling order re motion to compel filed in CP litigation (.2); office conferences (x2) with R. Keach and J. Woodcock re same (.2)	0.40	86.00
10/03/17	ALS	Email to M. Thomas attaching CP disclosures with respect to custodians	0.10	21.50
10/03/17	ALS	Review and respond to email from J. Woodcock re disclosures exchanged in CP litigation	0.20	43.00
10/03/17	ARP	Draft response re Canadian Pacific request for discovery in Canada proceeding (3.2); draft revised motion in further support of motion to compel Canadian Pacific (1.4)	4.60	1,150.00
10/04/17	JW1	Analysis of district court's local filing under seal rules, in response to bankruptcy court's inquiry.	0.20	48.00
10/04/17	JW1	Revise DOT-111 brief.	0.50	120.00
10/04/17	JW1	Further revise DOT 111 motion to compel brief.	0.30	72.00



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10/04/17	JW1	Analysis of issues re: Stern	0.20	48.00
10/04/17	JW1	Case analysis and review re: application of Stern in context of CP motion for leave to appeal.	0.40	96.00
10/04/17	JW1	Further revise DOT 111 brief.	0.30	72.00
10/04/17	DPK	Revise and cite-check Estate Representative's supplemental brief in support of motion to compel.	0.90	189.00
10/04/17	JW1	Make final edits to brief and prepare for filing.	0.40	96.00
10/04/17	JW1	Weekly team meeting to discuss case updates, strategy (.2); analysis re: same (.2).	0.40	96.00
10/04/17	JW1	Email paralegal exhibit for motion filing.	0.10	24.00
10/04/17	ALS	Attendance at team meeting to discuss status of CP litigation and discovery matters (.2); continue to work on discovery-related projects with respect to CP litigation (1.7)	1.90	408.50
10/04/17	PM	Review and revise brief on Motion to Compel and emails with discovery team re. same (.7); review and revise objection to Canadian discovery (.3); meet with Jack Woodcock re. Motion to Compel (.1); attend discovery team meeting (.2); review final brief on Motion to Compel (.2); research re. waiver and Stern/Wellness arguments and email to Bob Keach and Jack Woodcock re. same (.5).	2.00	830.00
10/04/17	ARP	Proofread supplemental motion to compel re Canadian Pacific	0.30	75.00
10/04/17	ALS	Emails from/to K. Ford at U.S. Bankruptcy Court re questions relating to proposed stipulated protective order in CP litigation (.2); email to J. Woodcock and A. Prescott re same (.1)	0.30	64.50
10/04/17	ALS	Emails to/from K. Ford re status of proposed joint stipulated briefing scheduling order filed in CP litigation (.2); office conference with J. Woodcock and A. Prescott re same (.1)	0.30	64.50
10/04/17	ALS	Docket scheduling relating to Joint Stipulated Briefing Scheduling Order entered by the Court in the CP litigation (.3); email to R. Keach, P. McDonald, etc. re Joint Stipulated Briefing Scheduling Order entered by the Court in the CP litigation (.1)	0.40	86.00
10/04/17	ALS	Filing of Estate Representative's Memorandum in Further Support of His Motion to Compel Production of Documents from Canadian Pacific Railway Company with Court in CP litigation (.3); emails from/to J. Woodcock re same (.1)	0.40	86.00
10/04/17	ALS	Update press file with news alerts	0.10	21.50



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/05/17	ALS	Emails from/to K. Ford re status of proposed protective order in CP litigation (.2); review and respond to emails from J. Woodcock and A. Prescott re status of proposed protective order filed in CP litigation (.2); email to R. Keach, P. McDonald, etc. re Court's entry of Stipulated Protective Order (.1)	0.50	107.50
10/05/17	JW1	Analysis re: applicable code and rule provisions for protective order processes.	0.20	48.00
10/05/17	MT	Analyze protective order.	0.10	19.00
10/05/17	ALS	Continue work on discovery related assignments with respect to CP litigation	0.60	129.00
10/05/17	ARP	Conference call with Canadian counsel re CP's application for documents in Canadian litigation	0.30	75.00
10/06/17	RJK	Review reply to CP request for production, etc. in Canadian class action (.5); e-mail to Adam Prescott regarding same (.1)	0.60	330.00
10/06/17	ALS	Assist A. Prescott with preparation of exhibits to the Estate Representative's Response to the Application of Canadian Pacific Railway Company for Preservation of Evidence and Communication of Documents (.3); emails from/to A. Prescott re same (.1)	0.40	86.00
10/06/17	ARP	Review Canadian Pacific objections to Second Set of Document Requests	0.30	75.00
10/09/17	JW1	Review document requests, previous search terms, and background documents and draft search terms based on same.	3.70	888.00
10/09/17	JW1	Search term analysis with Adam Prescott.	0.20	48.00
10/09/17	ALS	Review CP responses to Estate Rep's request for production of documents in Keach v CP litigation	0.30	64.50
10/09/17	ALS	Continue work on discovery-related tasks with respect to CP litigation, including review of rail conference materials	1.80	387.00
10/09/17	KQ	Docket research in connection with upcoming deadlines.	1.40	252.00
10/10/17	MT	Process of and preparation of documents for production to CP.	1.80	342.00
10/10/17	JW1	Review CP response to Estate Representatives second requests for production.	0.20	48.00
10/10/17	PM	Emails with Adam Prescott re. Canadian discovery (.1); analyze CP responses to second set of document requests and email to discovery team re. same (.6); meet with Adam Prescott re: response to CP response to discovery requests (.3); further analysis re: same (.2).	1.20	498.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/10/17	ARP	Review Canadian Pacific's objections to Second Set of Document Requests (.4), confer with Paul McDonald re same (.3), and draft letter responding to same (3.9)	4.60	1,150.00
10/10/17	ALS	Continue work on discovery-related tasks, including review of conference materials, articles, electronic data to assist	2.10	451.50
10/11/17	JW1	with proposed custodians Confer with Adam Prescott regarding discovery response and search terms.	0.20	48.00
10/11/17	ARP	Proofread and circulate draft letter to Canadian Pacific re objections to Second Set of Document Requests (.8); draft revised letter re same (1.5); participate in weekly conference re Canadian Pacific discovery (.3); prepare ESI search terms re Canadian Pacific discovery schedule (.9)	3.50	875.00
10/11/17	JW1	Review draft letter regarding CP responses to second requests for production of documents.	0.30	72.00
10/11/17	ALS	Attendance at CP litigation team meeting.	0.30	64.50
10/11/17	JW1	Weekly team meeting regarding case strategy (.3) and analysis re: next steps (.2).	0.50	120.00
10/11/17	JW1	Further revise search terms for CP discovery.	0.30	72.00
10/11/17	JW1	Edit letter to opposing counsel regarding discovery responses.	0.40	96.00
10/11/17	ALS	Review proposed search terms with respect to CP litigation (.3); email to J. Woodcock, A. Prescott and M. Thomas re same (.1); review discovery requests, documents produced in course of CP litigation, and derailment-related articles with respect to drafting of search terms and potential CP custodians (1.2)	1.60	344.00
10/11/17	PM	Review and revise letter to CP's counsel re. responses to second set of document requests (.4); attend discovery team meeting (.3).	0.70	290.50
10/11/17	MT	Process documents for production to CP (.4); attend team meeting regarding discovery issues (.3); emails from and to Jaime Kerr @ Evidox re: document processing issues (.1); research documents responsive to certain requests for production (.7).	1.50	285.00
10/11/17	ALS	Email to M. Thomas re CP's responses to Estate Rep's document request	0.10	21.50
10/11/17	RJK	Conference with Jack Woodcock, Adam Prescott regarding CP Discovery	0.20	110.00
10/12/17	PM	Revise letter to Paul Hemming re. document requests.	0.60	249.00
10/12/17	ALS	Review letter from P. McDonald regarding objections to CP's responses to document request (.1); docket scheduling deadline for CP's counsel to respond to letter (.1)	0.20	43.00



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10/12/17	ALS	Continue work on discovery-related tasks, including review of conference materials, articles, electronic data to assist with proposed custodians	2.40	516.00
10/12/17	RJK	Exchange e-mails with Leslie Smith regarding CP case	0.20	110.00
10/13/17	JW1	Receipt and review of email from opposing counsel regarding MMA production (.1); email response regarding the same (.1).	0.20	48.00
10/13/17	JW1	Instruction to Bernstein paralegal regarding MMA document production.	0.10	24.00
10/13/17	MT	Analyze search terms and provide comments (.6); finalize list of search terms (.4); prepare list of custodians (.4); correspondence to opposing counsel (.1).	1.50	285.00
10/13/17	ARP	Prepare chart comparing CP's Canadian and U.S. document requests re Canadian application for discovery	0.40	100.00
10/13/17	ALS	Emails from/to J. Woodcock, A. Prescott and M. Thomas re finalization of emails relating to search terms and custodians in Keach v CP litigation	0.40	86.00
10/13/17	ALS	Review and respond to email from M. Thomas re upcoming production in Keach v CP litigation (.2); continue work on privilege log and review of redacted documents (1.1)	1.30	279.50
10/16/17	ARP	Prepare chart comparing CP's Canadian and U.S. document requests re Canadian application for discovery (1.7); confer with Michelle Thomas re document production process (.2)	1.90	475.00
10/16/17	JW1	Receipt and review of email from Michelle Thomas regarding production specs (.1); respond questions in email regarding the same (.1).	0.20	48.00
10/16/17	JW1	Apply redactions to privileged documents for production to CP.	2.60	624.00
10/16/17	JW1	Email to Adam Prescott and Michelle Thomas regarding sequence of document production to CP.	0.20	48.00
10/16/17	MT	Call to Jamie Kerr re production of documents (.3); analyze Stipulation regarding ESI (.2); prepare set of instructions and email to team (.5); analyze discovery documents (.4); meet with Attorney Prescott re: same (.2); call to Jamie Kerr re document production issues (.3); research re: same (.9).	2.80	532.00
10/16/17	PM	Review WFS document production.	2.40	996.00
10/16/17	PM	Research re. properties in Alberta Tar Sands Oil.	0.90	373.50



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10/16/17	ALS	Review and respond to email from M. Thomas re document production to CP (.2); review Noyes documents last produced to CP and list of redacted documents to be produced (.3); review multiple emails to/from J. Kerr re production of ESI upon counsel for CP and Soo Line (.2); continue work on privilege log with respect to Noyes documents (.7)	1.40	301.00
10/16/17	ALS	Emails from/to P. McDonald re review of documents produced with respect to CP litigation	0.20	43.00
10/17/17	MT	Emails re production of documents (.2); run searches re: production of documents (.6).	0.80	152.00
10/17/17	PM	Review summary of Michael Horan testimony (Defendant in Canada).	0.10	41.50
10/17/17	ARP	Telephone calls with Jeremy Cuttler re CP request for discovery in Canadian proceeding	0.30	75.00
10/17/17	RJK	Exchange e-mails with Kugler Kandestin regarding CP discovery	0.30	165.00
10/18/17	JW1	Initial review of CP opposition to DOT-111 brief.	0.20	48.00
10/18/17	JW1	Review privileged documents and redact for production.	3.20	768.00
10/18/17	ARP	Review letter re CP's request for discovery in Canadian proceeding (.3), and correspondence (.2) and telephone calls with Canadian counsel re the same (.2)	0.70	175.00
10/18/17	MT	Processing of documents for production to CP (.7) and email to Angela Stewart regarding the same (.1).	0.80	152.00
10/18/17	ALS	Review and respond to emails with respect to team meeting re CP litigation	0.20	43.00
10/18/17	ALS	Emails from/to M. Thomas re processing of documents for production to CP in respect to CP litigation.	0.20	43.00
10/18/17	ALS	Review email from A. Prescott re CP's objection to motion to compel	0.10	21.50
10/19/17	JW1	Analysis of CP opposition to DOT-111 motion to compel.	0.20	48.00
10/19/17	JW1	Review of citations in CP's opposition brief to record (.4); case law research on foreseeability and Rule 26(b)(1) standards (2.5).	2.90	696.00
10/19/17	JW1	Review privileged documents and apply redactions for production to CP.	0.50	120.00
10/19/17	ARP	Telephone calls with Jeremy Cuttler re CP request for discovery in Canadian proceeding (.5) and correspondence re same (.3); confer with Bob Keach re same (.2)	1.00	250.00
10/19/17	ALS	Review email from J. Woodcock re CP's Objection to Motion to Compel (.1); review CP's Objection to Motion to Compel (.3)	0.40	86.00



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**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/20/17	JW1	Review letter from CP regarding discovery demands from estate representative.	0.20	48.00
10/20/17	JW1	Analysis with Adam Prescott and next steps regarding motion to compel.	0.20	48.00
10/20/17	JW1	Draft first draft of Reply brief in support of motion to compel.	4.10	984.00
10/20/17	MT	Research subpoenas and discussion regarding MMA Canada ESI.	0.50	95.00
10/20/17	ALS	Office conference with M. Thomas re A. Prescott's email regarding MMAC discovery (.1); emails (x2) to M. Thomas re same (.2)	0.30	64.50
10/20/17	PM	Review CP response to request for meet and confer and emails with discovery team re. same.	0.30	124.50
10/20/17	RJK	Review amended discovery request by CP in Canadian class action case; e-mail to Kugler Kandestin regarding same	0.40	220.00
10/20/17	ARP	Telephone call with Jack Woodcock re CP discovery responses (.2); review CP response to discovery letter re Second Requests for Production (.2)	0.40	100.00
10/23/17	JW1	Review and edits to Reply in Support of Motion to Compel.	1.00	240.00
10/23/17	MT	Analyze correspondence from opposing counsel re discovery matters (.2); research documents by Request for Production Number (2.8).	3.00	570.00
10/23/17	PM	Review CP Objection to Motion to Compel (.3); review and revise Reply to Motion to Compel (2.2).	2.50	1,037.50
10/23/17	RJK	Various conferences with Adam Prescott regarding CP discovery in Canadian class action	0.50	275.00
10/23/17	ARP	Review letter re compromise on CP request for discovery in Canadian proceeding (.3) and telephone calls with Jeremy Cutler re same (.4); prepare revised reply brief re CP motion to compel (.9)	1.60	400.00
10/24/17	JW1	Finalize Reply brief for filing.	0.30	72.00
10/24/17	JW1	Confer with Lindsay Zahradka re: case status.	0.30	72.00
10/24/17	JW1	Discovery dispute strategy with Adam Prescott regarding meet and confer.	0.20	48.00
10/24/17	LKZ	Review reply in support of motion to compel (.3); confer w/ J.Woodcock re: status of motion to compel, discovery progress (.3); analysis re: same (.1)	0.70	175.00
10/24/17	ALS	Review and respond to email from J. Woodcock re filing of Estate Representative's Reply in Further Support of His Motion to Compel Production of Documents from Canadian Pacific Railway Company (.1); further revisions to Reply (.3); filing of Reply Court (.2)	0.60	129.00



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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/24/17	ALS	Continue work on privilege log with respect to redaction of Noyes documents	1.40	301.00
10/25/17	JW1	Weekly meeting on case updates, strategy (.2) and follow-up analysis re: same (.1).	0.30	72.00
10/25/17	LKZ	Attend weekly CP discovery status meeting (.2) and follow-up analysis re: same (.2).	0.40	100.00
10/25/17	ARP	Attend internal meeting re CP discovery status (.2); review CP letter re Second Requests for Production of Documents (.2)	0.40	100.00
10/25/17	PM	Meet with discovery team re. next steps (partial).	0.10	41.50
10/25/17	MT	Attend team meeting re: CP discovery status (partial).	0.10	19.00
10/26/17	RJK	E-mail to Leslie Smith regarding World Fuel documents	0.10	55.00
10/26/17	RJK	Exchange e-mails with Leslie Smith regarding World Fuels document	0.20	110.00
10/27/17	JW1	Review CP's agreements and positions on custodians and search terms.	0.20	48.00
10/27/17	ARP	Review Canadian Pacific correspondence re ESI discovery (.2); review materials and outline motion to compel re same (.8)	1.00	250.00
10/30/17	JW1	Email regarding strategy response to CP's objection to custodian and search terms.	0.20	48.00
10/30/17	JW1	Strategy analysis for meet and confer.	0.10	24.00
10/30/17	JW1	Strategy response to CP objections to search terms and custodians.	0.20	48.00
10/30/17	JW1	Email to opposing counsel re: telephonic meet and confer.	0.10	24.00
10/30/17	RND	Call with L. Zahradka re: status of various adversary proceedings for Fee Application	0.10	25.00
10/30/17	JW1	Testing of CP's response to the estate representative's search terms.	1.00	240.00
10/30/17	JW1	Review and apply redactions to MMA documents for production to CP.	1.20	288.00
10/30/17	MT	Analyze opposing counsels comments to our proposed custodians and search terms and notes and email re same.	0.40	76.00
10/30/17	PM	Review CP comments to proposed custodians and search terms and emails with discovery team re. same.	0.30	124.50
10/31/17	JW1	Email to Paul McDonald regarding scheduling of meet and confer.	0.10	24.00
10/31/17	JW1	Apply redactions and review application of redactions for documents to produce to CP.	1.90	456.00
10/31/17	JW1	Email to Jamie Kerr regarding production process for MMA documents to CP.	0.20	48.00
10/31/17	JW1	Emails regarding scheduling of meet and confer internally and with opposing counsel.	0.20	48.00





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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/31/17	MT	Meet with Attorney Woodcock, regarding opposing counsel;s edits to our custodian and search term lists.	0.10	19.00
10/31/17	JW1	Call with Jamie Kerr regarding quality control tests of documents to produce to CP (.3); review documents flagged by quality control (1.0).	1.30	312.00
11/01/17	JW1	Email to Bernstein team updating on case updates in lieu of weekly meeting.	0.10	24.00
11/01/17	JW1	Emails with opposing counsel regarding scheduling of meet and confer.	0.20	48.00
11/01/17	JW1	Strategy and logistics for meet and confer with CP with Adam Prescott.	0.20	48.00
11/01/17	ALS	Emails from/to L. Zahradka and J. Woodcock re status of team meeting re CP litigation	0.10	21.50
11/01/17	RND	Email with L. Zahradka and P. McDonald re: CP Litigation status meeting	0.10	25.00
11/02/17	JW1	Review and privilege assertion of documents tagged for follow up for production to CP.	1.10	264.00
11/02/17	ALS	Continue to work on privilege log and updates to discovery timeline with respect to CP litigation	0.60	129.00
11/03/17	JW1	Strategy analysis for meet and confer with CP with Adam Prescott.	0.30	72.00
11/03/17	JW1	Email and document check with Evidox regarding production of MMA documents.	0.10	24.00
11/03/17	ALS	Review emails from/to J. Woodcock and J. Kerr re production of documents in CP litigation matter	0.30	64.50
11/03/17	ARP	Draft talking points re Canadian Pacific meet and confer (1.4) and confer with Jack Woodcock re same (.2)	1.60	400.00
11/06/17	JW1	Strategy discussion with Adam Prescott and Paul McDonald regarding meet and confer with CP.	0.20	48.00
11/06/17	JW1	Prepare for meet and confer with CP (.3); participate in meet and confer conference with CP counsel (1).	1.30	312.00
11/06/17	PM	Meet with Jack Woodcock and Adam Prescott to discuss discovery issues in advance of meet and confer conference with CP's counsel (.2); review materials in advance of meet and confer conference with CP's counsel (.5); meet and confer conference with CP's counsel (1.0).	1.70	705.50
11/06/17	ARP	Participate in meet and confer call with Canadian Pacific re discovery disputes (.9) and prepare re same (.3)	1.20	300.00
11/07/17	JW1	Email with Canadian counsel regarding freedom of access request.	0.20	48.00
11/07/17	JW1	Call with Alex Bayus regarding Freedom of Access request.	0.20	48.00



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11/07/17	JW1	Follow up call with Canadian counsel regarding freedom of access request.	0.10	24.00
11/07/17	JW1	Review court's order on estate representative's motion to compel.	0.20	48.00
11/07/17	PM	Review Order on Motion to Compel and meet with Lindsay Zahradka, Jack Woodcock and Adam Prescott re. same.	0.30	124.50
11/07/17	ALS	Review Court Order Granting Motion to Compel CP entered in Keach v CP litigation (.2); docket scheduling deadline for CP to produce documents in accordance with Order Granting Motion to Compel (.1)	0.30	64.50
11/08/17	ALS	Email to P. McDonald and J. Woodcock re CP litigation team meeting	0.10	21.50
11/08/17	JW1	Final review of documents flagged by Evidox for document production.	0.20	48.00
11/09/17	JW1	Review draft objection to freedom of access request.	0.10	24.00
11/10/17	ARP	Draft letter to Canadian Pacific re meet and confer follow up and active discovery disputes	1.80	450.00
11/13/17	JW1	Review and analysis of CP investor calls to determine Bakken shipment timeframe.	1.60	384.00
11/13/17	ARP	Draft motion to compel discovery from Canadian Pacific	4.10	1,025.00
11/14/17	JW1	Review all prior discovery requests and motion to compel (1); analyze and edit draft letter to CP regarding follow up to meet and confer (1).	2.00	480.00
11/14/17	JW1	Review document flagged for quality control from Evidox; email to Jamie Kerr regarding document production status.	0.20	48.00
11/14/17	JW1	Search for documents in response to CP interrogatory requests.	0.90	216.00
11/14/17	ALS	Continue work on discovery-related tasks relating to CP litigation, including work on privilege log with respect to Noyes document production (1.1); update to discovery timeline (.5); and review current JPO for upcoming deadlines (.1).	1.70	365.50
11/14/17	ARP	Strategize re ongoing Canadian Pacific discovery disputes (.6)	0.60	150.00
11/15/17	ALS	Messages from/to A. Cummings re change to CP litigation team meeting	0.10	21.50
11/15/17	JW1	Discussion of production specs/priv log. with Jamie Kerr of Evidox.	0.30	72.00
11/15/17	LKZ	Confer w/P.McDonald (.1), J.Woodcock (.1) re: CP discovery meeting; review A.Prescott letter to CP re: meet & confer (.3).	0.50	125.00
11/15/17	PM	Revise letter to Paul Hemming re. Meet and Confer.	1.40	581.00



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11/15/17	ARP	Draft letter to Canadian Pacific re meet and confer follow up	0.80	200.00
11/17/17	JW1	Email to Jaime Kerr regarding production of paper-scanned documents.	0.10	24.00
11/20/17	ALS	Work on discovery-related issues with respect to CP litigation, including preparation for production of documents	2.00	430.00
11/21/17	ALS	Continue work on discovery-related issues and document production in CP litigation	3.40	731.00
11/21/17	JW1	Coordinate production of hard drives to opposing counsel with Bernstein paralegal.	0.20	48.00
11/27/17	ALS	Follow-up email to A. Prescott and J. Woodcock re production of redacted non-ESI documents to counsel for CP (.1); review and respond to email from A. Prescott re same (.1)	0.20	43.00
11/27/17	ALS	Office conferences (x2) with M. Thomas with respect to status of ESI production to counsel for CP (.2); email to M. Thomas re same (.1)	0.30	64.50
11/27/17	JW1	Search for documents responsive to CP interrogatory requests.	3.00	720.00
11/27/17	MT	Analyze documents produced in connection with next production and call to Evidox.	1.10	209.00
11/27/17	ARP	Telephone call with Jeremy Cutler re document production to Canadian Pacific and correspondence re same	0.20	50.00
11/28/17	KQ	E-mail to A. Cummings re: report from Evidox	0.10	18.00
11/28/17	JW1	Case update and strategy for discovery with Adam Prescott.	0.20	48.00
11/28/17	JW1	Initial Review and edit of motion to compel second request for production.	0.70	168.00
11/28/17	ALS	Review and respond to email from K. Quirk re report from Evidox Corporation with respect to CP litigation (.1); review Evidox report re same (.1)	0.20	43.00
11/29/17	JW1	Revise and edit motion to compel second request for production of documents (1); email comments to Adam Prescott (.1).	1.10	264.00
11/29/17	LKZ	Emails with litigation team regarding weekly CP discovery meeting	0.10	25.00
11/29/17	JW1	Search and review of documents responsive to interrogatory requests (1.8); search and tagging of MMA documents for relevant information (2).	3.80	912.00
11/29/17	ALS	Update litigation time and document production status in CP litigation (1.7); office conference with M. Thomas re discovery-related issues (.1)	1.80	387.00
11/30/17	JW1	Discussion with Michelle Thomas regarding MMA document production.	0.30	72.00



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11/30/17	JW1	Review letter from CP counsel regarding meet and confer.	0.10	24.00
11/30/17	MT	Meet with Attorney Woodcock regarding next set of discovery to be produced.	0.30	57.00
11/30/17	ALS	Update privilege log with respect to CP litigation (.3); review remaining discovery-related tasks with respect to CP litigation (.4)	0.70	150.50
12/01/17	JW1	Analysis of CP response to discovery dispute letter.	0.20	48.00
12/04/17	ALS	Review email from A. Prescott re: document production from counsel to CP (.1); emails to/from M. Thomas re processing of document production from counsel to CP (.2); review email from J. Woodcock re same (.1)	0.40	86.00
12/04/17	ALS	Office conference with M. Thomas re discovery-related tasks in CP litigation (.1); emails (multiple) to M. Thomas re same (.3)	0.40	86.00
12/04/17	ALS	Office conference with J. Woodcock re preparation of revised responses to CP interrogatories and document request (.1); email to J. Woodcock re same (.1)	0.20	43.00
12/04/17	ALS	Review and respond to email from P. McDonald re CP's document production of 12/4/17	0.10	21.50
12/04/17	JW1	Draft supplemental interrogatory responses (2); search for responsive documents (1).	3.00	720.00
12/04/17	JW1	Search for documents responsive to interrogatories.	2.10	504.00
12/04/17	PM	Review CP document production.	0.50	207.50
12/04/17	MT	Analyze documents received from CP (1.2); update discovery logs (1.0).	2.20	418.00
12/05/17	ALS	Review correspondence from Evidox with respect to CP litigation	0.10	21.50
12/06/17	JW1	Update motion to compel based on latest letter from opposing counsel.	0.80	192.00
12/06/17	JW1	Review of ESI protocol (.2); review and final edit of second motion to compel (.3)	0.50	120.00
12/06/17	ALS	Office conference with J. Woodcock re CP litigation team meeting	0.10	21.50
12/06/17	ALS	Attend CP litigation team meeting to discuss status of discovery and related issues (.7); review documents recently produced by CP (.7); continue work on discovery-related assignments (.8)	2.20	473.00
12/06/17	JW1	Conference to discuss case developments and strategy with Bernstein team (.7); follow-up analysis regarding same (.4)	1.10	264.00
12/06/17	LKZ	Attend weekly CP discovery meeting (.7); confer w/A.Stewart re: research into CP knowledge of derailments (.3).	1.00	250.00
12/06/17	MT	Attend team meeting re discovery.	0.70	133.00



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12/06/17	PM	Attend meeting with discovery team.	0.70	290.50
12/06/17	ARP	Draft revised motion to compel discovery from Canadian Pacific (1.1); participate in team meeting re Canadian Pacific discovery status (.8)	1.90	475.00
12/07/17	MT	Emails to and from Jamie Kerr at Evidox regarding documents produced by CP (.4); serve documents on CP in connection with discovery (.3).	0.70	133.00
12/07/17	PM	Draft and send discovery letter to Paul Hemming re. discovery.	0.40	166.00
12/07/17	ALS	Continue work on discovery -related assignments with respect to CP litigation	2.10	451.50
12/08/17	ALS	Review and respond to email from M. Thomas re review of documents produced in CP litigation (.2); continue work on discovery-related assignments with respect to CP litigation (1.0)	1.20	258.00
12/08/17	ALS	Draft letter to J. Cuttler at Kugler Kandestin enclosing hard drive of production to CP (.2); transmittal of package to J. Cuttler via FedEx enclosing hard drive production to CP (.2); office conference with A. Prescott re same (.1); email to J. Cuttler with FedEx tracking information (.1)	0.60	129.00
12/08/17	MT	Conference with Jamie Kerr re document review issues.	0.30	57.00
12/11/17	MT	Emails to and from Angela Stewart re document review issues (.2) and with J. Kerr at Evidox regarding same (.1).	0.30	57.00
12/11/17	LKZ	Emails with discovery team regarding custodian research	0.10	25.00
12/11/17	PM	Review documents sent from Angela Stewart re. additional CP custodians.	0.30	124.50
12/11/17	ALS	Emails from/to M. Thomas re review of CP document production	0.20	43.00
12/11/17	ALS	Work on discovery-related projects with respect to CP litigation (2.7); emails (x2) to R. Keach and P. McDonald re CP discovery (.2)	2.90	623.50
12/12/17	LKZ	Emails w/team re: discovery research.	0.10	25.00
12/12/17	MT	Emails from and to Jamie Kerr at Evidox re: doc. review issues (.2); review documents received from CP (3.9); meet with Attorney Woodcock re: same (.1).	4.20	798.00
12/12/17	PM	Emails with Angela Stewart and Bob Keach re. White River derailment; brief meeting with Bob Keach re. same (.1); review earnings report re. rail safety (.1).	0.20	83.00
12/12/17	ALS	Email to R. Keach, P. McDonald, etc. regarding CP discovery (.1); continue work on CP discovery-related projects in Trustee litigation (2.2)	2.30	494.50



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12/13/17	JW1	Weekly team meeting to discuss discovery developments.	0.50	120.00
12/13/17	LKZ	Attend weekly CP discovery meeting (.5) and e-mails with team re: same (.1).	0.60	150.00
12/13/17	ARP	Participate in weekly meeting re status of discovery with Canadian Pacific	0.50	125.00
12/13/17	MT	Analyze documents produced by CP (4.3); attend team meeting (.5).	4.80	912.00
12/13/17	ALS	Continue review of CP document production with respect to Trustee litigation	0.60	129.00
12/14/17	ALS	Continue work on discovery-related projects, including review of documents produced by CP in Trustee litigation	1.70	365.50
12/15/17	JW1	Review of confidentiality marking of MMA produced documents (.1); call with Jamie Kerr regarding same (.2).	0.30	72.00
12/15/17	MT	Review documents produced by CP (2.6); meet with Adam Prescott re confidential documents (.2)	2.80	532.00
12/18/17	MT	Review documents produced by CP (2.8); coordinate with Jamie Kerr at Evidox regarding database (.3).	3.10	589.00
12/19/17	JW1	Strategy conference as to second motion to compel with Adam Prescott (.3); e-mail to Paul McDonald regarding language in motion to compel (.3).	0.60	144.00
12/19/17	ALS	Review emails from L. Milne, R. Keach and P. McDonald re CP litigation team meeting	0.10	21.50
12/19/17	JW1	Revise second motion to compel.	1.00	240.00
12/19/17	MT	Analyze CP documents (2.6); coordinate with Jamie Kerr at Evidox regarding the same (.1).	2.70	513.00
12/19/17	PM	Revise Motion to Compel (2.2); meet with Jack Woodcock re. Motion to Compel (.1).	2.30	954.50
12/19/17	ALS	Continue work on discovery-related projects with respect to CP litigation	1.60	344.00
12/20/17	JW1	Draft Declaration in support of motion to compel compiling and referencing multiple exhibits (1.2); edits to motion compel referring declaration. (.5).	1.70	408.00
12/20/17	MT	Review documents produced by CP.	2.30	437.00
12/21/17	DPK	Revise and cite-check Estate Representative's Second Motion to Compel (1.0); revise Declaration of Paul McDonald (.3).	1.30	273.00



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12/21/17	ALS	Office conference with J. Woodcock re filing of second motion to compel CP (.1); revise second motion to compel (.4); draft proposed order on second motion to compel (.3); draft proposed order with respect to motion for leave (.2); draft notice of hearing on second motion to compel and motion for leave (.4); emails to/from J. Woodcock and A. Prescott re same (.3); review local rules with respect to filing motion to compel, including certification requirement (.3)	2.00	430.00
12/21/17	JW1	Final review and edits of motion to compel and attachments to motion for filing.	1.00	240.00
12/21/17	JW1	Review of documents drafted by paralegal to accompany second motion to compel.	0.30	72.00
12/21/17	PM	Review and revise declaration on Motion to Compel (.2); review TSB White River Derailment Report (.3).	0.50	207.50
12/21/17	MT	Review documents produced by CP.	2.10	399.00
12/21/17	ALS	Continue work on discovery matters in CP litigation, including review of documents produced by CP	0.70	150.50
12/22/17	KQ	Finalize and file the Motion to Compel, Declaration of P. McDonald, Motion for Leave and Notice of Hearing with respect to Estate Representative's motion to compel production of documents in the adversary proceeding Keach v. CP (1.3); prepare and file the Certificate of Service related to same (.4)	1.70	306.00
12/22/17	PM	Review TSB White River Report (.7); review Motion to Compel (.1).	0.80	332.00
12/22/17	ALS	Office conferences (x2) with K. Quirk re filing of motion to compel and related pleadings (.2); docket scheduling re hearing dates and objection deadlines with respect to motion to compel and motion for leave (.1);	0.30	64.50
12/26/17	MT	Continue to review documents produced by CP.	2.30	437.00
12/27/17	JW1	Continue to update interrogatory responses by searching for financial documents.	0.90	216.00
12/27/17	MT	Continue to review documents produced by CP.	5.30	1,007.00
12/28/17	JW1	Draft supplemental answers to CP interrogatories.	1.50	360.00
12/28/17	MT	Continue to review documents produced by CP.	5.50	1,045.00
12/29/17	JW1	Edit supplementary interrogatory responses.	0.30	72.00
12/29/17	MT	Continue to review documents produced by CP.	1.90	361.00
01/02/18	MT	Begin summary documents re CP production.	1.20	240.00
01/03/18	ALS	Continue review of CP document production	0.70	157.50
01/04/18	PM	Review CP Motion to Compel (.1); review TC White River Report and research re. industry awareness of volatility of Bakken crude (2.5).	2.60	1,118.00



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01/04/18	ALS	Review upcoming deadlines in CP litigation (.1); review data on F. Caruso hard drive with respect to sale documents (.2)	0.30	67.50
01/05/18	ALS	Update deadline for CP to respond to second motion to compel (.1); review Court order extending deadline for CP to respond to second motion to compel (.1)	0.20	45.00
01/05/18	PM	Review deficiency Order and new order re. motion to compel.	0.10	43.00
01/08/18	MT	Prepare recap of data produced by CP and email to team regarding CP production.	1.60	320.00
01/08/18	RND	Review email from M. Thomas re: status of CP productions	0.50	130.00
01/09/18	MT	Meet with Attorney McDonald regarding CP documents.	0.40	80.00
01/09/18	PM	Review ECF Notice re. Order on Motion to Exceed page Limit on Motion to Compel.	0.10	43.00
01/09/18	PM	Review CP document production.	3.00	1,290.00
01/09/18	ALS	Review Court Order granting motion to exceed page limitations with respect to Motion to Compel filed in CP litigation (.1); update docket scheduling re same (.1)	0.20	45.00
01/09/18	ALS	Review summary of CP document production (.4); continue to work on CP litigation related assignments (.9)	1.30	292.50
01/10/18	ALS	Email to R. Keach, P. McDonald and team re CP litigation meeting (.1); office conference with A. Cummings re same (.1)	0.20	45.00
01/10/18	ALS	Review Sale Data room hard drive contacts and communications re same (.3); email to J. Woodcock and A. Prescott re production of same upon CP in pending adversary litigation (.1)	0.40	90.00
01/10/18	MT	Meet with Attorney McDonald regarding documents produced by CP.	0.20	40.00
01/10/18	RND	Emails with R. Keach and A. Stewart re: CP Litigation Meeting	0.20	52.00
01/11/18	JW1	Emails with opposing counsel regarding page extension; analysis with Adam Prescott regarding same.	0.20	52.00
01/11/18	ALS	Email to R. Keach, P. McDonald, etc. attaching CP & Soo Line's Objection to Second Motion to Compel, along with the Affidavit of Paul Hemming (.1); update pleadings file re same (.1); review CP & Soo Line's Objection to Second Motion to Compel and Declaration of Paul Hemming (.3); continue review of documents produced by CP (1.2); continue work on discovery-related searches relating to prior derailments (.7)	2.40	540.00





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**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/11/18	JW1	Review and analysis of CP opposition to motion to compel and exhibits supporting the motion.	1.70	442.00
01/11/18	RND	Review CP's Objection to Second Motion to Compel	0.50	130.00
01/12/18	JW1	Caselaw research regarding search term objection and time frame.	1.60	416.00
01/12/18	PM	Review Opposition to Motion to Compel.	0.40	172.00
01/16/18	JW1	Further case law research regarding CP opposition to motion the compel.	1.00	260.00
01/17/18	JW1	Review documents on Alberta Oil cited to by CP and conduct additional research (1); begin to draft reply in support of second motion to compel (2.5).	3.50	910.00
01/17/18	JW1	Weekly team meeting to discuss strategy and developments.	0.80	208.00
01/17/18	LKZ	Attend weekly CP discovery status meeting	0.80	240.00
01/17/18	PM	Attend discovery team meeting to discuss status and strategy (.8); review documents from MN Soo Line action (.1).	0.90	387.00
01/17/18	ARP	Participate in internal discovery conference re Canadian Pacific litigation	0.80	208.00
01/17/18	ALS	Participate in CP litigation status team meeting	0.70	157.50
01/17/18	ALS	Continue work on discovery-related projects in CP litigation, including transmittal of various pleadings and documents to P. McDonald and J. Woodcock per request	2.70	607.50
01/17/18	RND	Emails with L. Zahradka and A. Cummings re: meeting to discuss status of discovery	0.20	52.00
01/18/18	JW1	Complete first draft of reply supporting motion to compel.	6.00	1,560.00
01/18/18	ALS	Meeting with J. Woodcock re draft reply in support of motion to compel pending in CP litigation (.1); review CP document production and other related materials per J. Woodcock's request in preparation of reply in support of motion to compel pending in CP litigation (.8); continue work on discovery-related tasks with respect to CP litigation (.7)	1.60	360.00
01/19/18	JW1	Draft affidavit in support of motion to compel and compile exhibits re same.	0.50	130.00
01/19/18	JW1	Revise and re-organize draft reply supporting motion to compel and send to partner for review.	1.20	312.00
01/19/18	JW1	Review and implement partner changes to reply brief (.5); final revision of brief with instructions for filing to paralegal (.5).	1.00	260.00
01/19/18	JW1	Review proofread of Reply brief (.2); discussion of filing exhibits with Bernstein paralegal (.2).	0.40	104.00
01/19/18	LKZ	Review reply in support of motion to compel CP to produce relevant documents.	0.60	180.00



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RE: Chapter 11

**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/19/18	ALS	Review emails from/to J. Woodcock and A. Prescott re filing reply in support of second motion to compel in CP litigation (.2); office conference with L. Milne re same (.1); review reply in support of second motion to compel, declaration of J. Woodcock and supporting document (.5); office conference with J. Woodcock regarding reply in support of second motion to compel (.1); preparation of certificate of service (.2)	1.10	247.50
01/19/18	PM	Revise Reply to Motion to Compel (1.3); review video and article on criminal trial (.1); review Sierra Club Mandamus Petition re. DOT 111 Tank Cars (.5).	1.90	817.00
01/22/18	ALS	Assist J. Woodcock with preparation for hearing on second motion to compel CP	0.80	180.00
01/22/18	ALS	Review OSHA safety records with respect to CP litigation	0.40	90.00
01/22/18	JW1	Prepare for oral argument on 2d motion to compel.	1.60	416.00
01/23/18	LKZ	Attend hearing on motion to compel CP to comply with doc requests.	1.50	450.00
01/23/18	JW1	Participate in hearing on CP motion to compel.	2.50	650.00
01/23/18	LKZ	Emails w/J.Woodcock re: motion to compel CP performance.	0.20	60.00
01/23/18	PM	Emails with Jack Woodcock re. Motion to Compel (.1); listen to recorded transcript of oral argument on Motion to Compel (1.3).	1.40	602.00
01/23/18	ALS	Review audio from hearing on Estate Representative's Second Motion to Compel in CP litigation (.5); review and respond to email from J. Woodcock re results of hearing on Second Motion to Compel in CP litigation (.1); continue work on discovery related tasks for CP litigation (2.7)	3.30	742.50
01/24/18	LKZ	Confer w/J.Woodcock re: search terms.	0.30	90.00
01/24/18	JW1	Initial review of CP document production.	0.80	208.00
01/24/18	PM	Meet with Jack Woodcock to discuss CP discovery.	0.20	86.00
01/24/18	ALS	Continue work on discovery related tasks in CP litigation, including search and tagging of documents produced by CP	1.20	270.00
01/25/18	JW1	Review CP produced documents.	1.30	338.00
01/25/18	ALS	Docket scheduling deadline for parties to submit reports re: ESI queries with respect to CP litigation (.1); review Court's minute entry re outcome of hearing on Motion to Compel (.1)	0.20	45.00
01/25/18	ALS	Continue work on discovery related projects with respect to the CP litigation, including communications to/from Evidox re document searches	2.10	472.50
01/25/18	ALS	Update press file with news alerts	0.10	22.50



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**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/26/18	JW1	Call with Paul Hemming regarding ESI search term report to court.	0.30	78.00
01/26/18	JW1	Review search terms to link with discovery requests.	1.30	338.00
01/26/18	ALS	Emails from/to A. Johnson at Evidox re results of database search with respect to CP litigation (.1); review search results from A. Johnson at Evidox with respect to CP litigation (.3)	0.40	90.00
01/27/18	ALS	Continue work on discovery-related matters relating to CP litigation, including review of results from database searches	2.00	450.00
01/29/18	ALS	Office conference with J. Woodcock re ESI search terms with respect to CP litigation (.1); email to J. Woodcock re ESI search terms with respect to CP litigation (.1); review ESI search terms list (.3)	0.50	112.50
01/29/18	JW1	Analyze CP's proposed search terms by examining individual documents (2); Draft response to CP's proposal on search terms (1.5).	3.50	910.00
01/29/18	ALS	Draft letter to P. Hemming enclosing sale data room hard drive (.2); review instructions for accessing documents on sale data room hard drive (.2); email to A. Prescott and J. Woodcock regarding production of sale data room hard drive (.1)	0.50	112.50
01/29/18	ARP	Draft revised ESI search terms re Canadian Pacific discovery dispute	0.40	104.00
01/30/18	JW1	Revise and review ER's response to CP proposed changes to search terms.	0.40	104.00
01/30/18	JW1	Email updating estate representative on search term negotiation.	0.20	52.00
01/30/18	JW1	Emails with Bernstein team regarding revisions to search terms (.3); research regarding one term (.2).	0.50	130.00
01/30/18	JW1	Finalize edits to response to search terms and send to opposing counsel.	0.30	78.00
01/30/18	LKZ	Review chart of counter to CP search terms (.1) and email correspondence w/P.McDonald, R.Keach re: same (.2).	0.30	90.00
01/30/18	PM	Review and comment on Jack Woodcock proposed narrowing of search terms (3); emails with discovery team re. API, AAR and knowledge of Bakken crude volatility (.2).	0.50	215.00
01/30/18	ALS	Continue review of documents in litigation database with respect to CP litigation	1.00	225.00
01/31/18	ALS	Continue review of database records with respect to discovery in CP litigation	1.40	315.00
01/31/18	LKZ	Attend weekly meeting re: status of CP discovery.	0.10	30.00
01/31/18	PM	Emails with Jack Woodcock and Bob Keach re. CP document production.	0.10	43.00



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**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/01/18	JW1	Call with CP counsel regarding search term agreements.	1.10	286.00
02/01/18	ALS	Emails from/to J. Woodcock re request for documents in preparation for conference call with P. Hemming with respect to CP litigation (.2); review documents requested by J. Woodcock (.1)	0.30	67.50
02/02/18	ALS	Review proposed revisions to ESI search terms in CP litigation (.3); review document database with respect to documents relating to CP and WFS (.2)	0.50	112.50
02/05/18	ARP	Analyze ESI search terms and ongoing disputes re same with Canadian Pacific	0.70	182.00
02/05/18	JW1	Review and analyze CP edits to Estate Representative's search terms (.5); Emails and voice mail with CP counsel regarding conferral regarding search terms (.1)	0.60	156.00
02/06/18	ARP	Review and revise filings re ESI search term dispute and resolution	0.70	182.00
02/06/18	JW1	Emails with CP counsel regarding search term coordination (.1); review redlined version of search terms and call with opposing counsel regarding same (.4).	0.50	130.00
02/06/18	LKZ	Review emails from J.Woodcock, A. Prescott regarding progress of search terms dispute	0.20	60.00
02/06/18	ALS	Emails from/to J. Woodcock re filing of Joint Report on ESI Search Terms and Joint Request for a Telephonic Scheduling Conference (.1); add certificate of service to Joint Report on ESI Search Terms and Joint Request for a Telephonic Scheduling Conference (.2); filing of Joint Report on ESI Search Terms and Joint Request for a Telephonic Scheduling Conference with Court (.2); email to R. Keach, P. McDonald, J. Woodcock, etc. re filing of Joint Report on ESI Search Terms and Joint Request for a Telephonic Scheduling Conference with Court (.1)	0.60	135.00
02/06/18	JW1	Draft joint report on search terms and proposed order (.8); email with CP counsel regarding language of joint report on search terms (.3); coordinate filing of report on search terms (.2)	1.30	338.00
02/07/18	JW1	Draft update on case developments to Bernstein team in lieu of weekly meeting	0.20	52.00
02/07/18	LKZ	Emails w/A.Prescott re: Wheeling status report	0.10	30.00
02/07/18	ALS	Review emails re CP litigation team meeting	0.10	22.50
02/07/18	ARP	Revise status report and proposed order, and coordinate filing re ESI search term dispute	0.30	78.00
02/07/18	RND	Emails with P. McDonald and L. Zahradka re: CP Discovery status meeting	0.20	52.00



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**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/07/18	ALS	Review outstanding discovery-related tasks with respect to CP litigation	0.30	67.50
02/07/18	ALS	Review Evidox invoice from K. Quirk with respect to CP litigation	0.10	22.50
02/08/18	ALS	Continue work on discovery-related assignments with respect to CP litigation	2.20	495.00
02/09/18	ALS	Continue work on discovery-related assignments with respect to CP litigation	0.70	157.50
02/12/18	ALS	Continue work on discovery-related assignments with respect to CP litigation	1.80	405.00
02/13/18	PM	Review Order on Scheduling Conference	0.10	43.00
02/14/18	ALS	Emails to/from L. Milne re CP litigation status meeting	0.10	22.50
02/14/18	ALS	Office conference with M. Thomas re status of CP discovery-related assignments (.1); email summary to M. Thomas re physical equipment from Reliable Networks (.3); continue work on discovery-related tasks with respect to CP litigation (2.0)	2.40	540.00
02/14/18	MT	Confer and emails with Angela Stewart re discovery developments and remaining discovery issues	0.40	80.00
02/15/18	JW1	Emails to CP counsel and paralegal regarding scheduling of teleconference with court	0.10	26.00
02/15/18	ALS	Continue work on discovery-related assignments with respect to the CP litigation	3.00	675.00
02/15/18	ALS	Review and respond to email from J. Woodcock re scheduling telephone conference with Court with respect to CP litigation	0.10	22.50
02/16/18	JW1	Email to CP counsel regarding scheduling conference with court	0.10	26.00
02/16/18	JW1	Receipt and review of email from opposing counsel regarding scheduling and email to paralegal regarding same.	0.10	26.00
02/16/18	MT	Meet with J. Woodcock re discovery status (.2); confer with Angela Stewart (.1).	0.30	60.00
02/16/18	ALS	Follow-up email to J. Woodcock and A. Prescott regarding production of documents in CP litigation (.1); emails to/from J. Woodcock re scheduling of discovery status conference with respect to CP litigation (.2); email to M. Paione at U.S. Bankruptcy Court to request scheduling of discovery conference in CP litigation (.1)	0.40	90.00
02/20/18	LKZ	Emails w/lit team re: CP discovery issue for status conf.	0.10	30.00
02/20/18	ARP	Review and draft revisions re confidentiality agreement in Canadian CP litigation (.9) and telephone call with Jeremy Cuttler re same (.3)	1.20	312.00



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RE: Chapter 11

**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/20/18	ALS	Review and respond to emails (x2) from M. Paione re scheduling of telephonic status conference in CP litigation (.2); docket scheduling telephonic status conference for CP litigation (.1); review and respond to email from P. McDonald re same (.1)	0.40	90.00
02/20/18	ALS	Continue work on discovery related assignments for CP litigation	2.00	450.00
02/21/18	JW1	Prepare for (.9) and participate in (.5) telephonic status conference regarding scheduling and ESI terms.	1.40	364.00
02/21/18	ARP	Prepare for (.4) and participate in (.5) telephone court hearing re Canadian Pacific discovery delays	0.90	234.00
02/21/18	LKZ	Review emails from A.Prescott, J. Woodcock re: status conference on discovery dispute.	0.10	30.00
02/21/18	MT	Analyze CP Documents	0.10	20.00
02/21/18	RND	Review email from A. Stewart re: safety protocols for crude oil transportation	0.30	78.00
02/21/18	ALS	Email to R. Keach and P. McDonald re CP documents	0.20	45.00
02/21/18	ALS	Continue work on discovery related assignments for CP litigation	1.40	315.00
02/23/18	ALS	Docket scheduling deadline for parties to submit proposed scheduling order or dueling orders with respect to CP discovery (.1); docket scheduling deadline for parties to contract court re status of document production (.1)	0.20	45.00
02/26/18	JW1	Review proposed order (.1); edit order and send to opposing counsel for review (.2).	0.30	78.00
02/27/18	ALS	Emails from/to J. Woodcock re filing of proposed order with respect to the production of documents in CP litigation (.1); Court filing of proposed order with respect to the production of documents in CP litigation (.2)	0.30	67.50
02/28/18	ALS	Email to R. Keach, P. McDonald, etc. regarding Order on the Production of Documents entered in CP litigation (.1); docket scheduling deadlines contained in Order on the Production of Documents (.2)	0.30	67.50
10 A Total			369.30	\$ 91,140.00
21 - Tax Issues				
02/12/18	NAT	Meeting with Bob Keach re tax return issues	0.40	\$ 164.00
02/12/18	RJK	Attention to tax return issues; including telephone call with Fred Caruso (.9); conference with Nelson Toner (.4)	1.30	734.50
02/15/18	ALS	Review and respond to email from R. Keach requesting plan and order recognizing plan (.1); email to R. Keach and N. Toner re same (.1)	0.20	45.00
02/15/18	NAT	Review the Plan of Liquidation re tax compliance issues.	0.60	246.00



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**DETAIL**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/16/18	NAT	Call with Kristin Redstone at BNN re consequences of certain actions.	0.50	205.00
		21 Total	3.00	\$ 1,394.50
		Detail Total		\$ 261,181.50

**EXPENSES**

<u>Description</u>	<u>Amount</u>
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	\$ 24.87
FILING FEE - PAID TO: BUSINESSCARD SERVICES Appeal to First Circuit	505.00
SECRETARY OVERTIME	67.45
MEALS - PAID TO: ADAM R. PRESCOTT	26.77
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	29.86
TRAVEL EXPENSE - PAID TO: ROMA N. DESAI	590.71
TRAVEL EXPENSE - PAID TO: LINDSAY K. ZAHRADKA	24.50
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	25.98
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	48.26
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	46.41
TRAVEL EXPENSE - PAID TO: ADAM R. PRESCOTT	20.15
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	22.77
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	26.71
FILING FEE - PAID TO: CLERK, UNITED STATES COURT	221.00
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	26.02
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	36.25
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	35.14
Expense Total	\$ 1,777.85

**CURRENT INVOICE**

Fees	\$ 261,181.50
Expenses	1,777.85
<b>TOTAL INVOICE</b>	<b>\$ 262,959.35</b>



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Montreal Maine & Atlantic Railway

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**REMITTANCE PAGE**

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**Re: Chapter 11**

Fees	\$	261,181.50
Expenses	\$	1,777.85
<b>TOTAL INVOICE</b>	<b>\$</b>	<b>262,959.35</b>
Balance in Trust Account	\$	2,185,307.72

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**Payment by Credit Card Options:** A.) Pay Online – Go to [www.bernsteinshur.com](http://www.bernsteinshur.com) and click Pay Online in the upper right hand corner.  
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Exp. Date: \_\_\_\_\_  
Amount: \_\_\_\_\_  
Signature: \_\_\_\_\_

**Payment by Check:** Please indicate invoice number on the check and include this Remittance Page and mail to the PO Box address above.

**Payment by Wire Transfer:**  
Bank: NORWAY SAVINGS BANK  
Account Number: 8702125873  
ABA Number: 211-274-515  
Reference Invoice #: \*\*\*\*\*





## **Exhibit B**

### **BIOGRAPHIES OF BSSN PROFESSIONALS AND PARAPROFESSIONALS**

#### **Shareholders:**

##### **D. SAM ANDERSON**

Sam Anderson is a co-chair of the firm's Business Restructuring and Insolvency Practice Group. Sam's practice focuses primarily on representing debtors in Chapter 11 reorganization proceedings. Sam's practice has focused most recently on representing real estate holding companies in chapter 11, including debtors in single asset real estate cases, and representing companies in the hospitality industry through reorganizations and asset sales. Additionally, Sam has considerable recent experience working on individual Chapter 11 reorganizations. He has extensive experience representing creditors in Chapter 11 proceedings, including representing landlords as creditors in these proceedings.

Sam has a wide range of experience in representing clients in pre-bankruptcy and bankruptcy related matters, including representing clients in valuation disputes, preference litigation, fraudulent transfer litigation, stay relief, assets sales under the Bankruptcy Code, plan confirmation and other matters arising under bankruptcy law.

He also has experience representing plaintiffs and defendants in commercial litigation in both state and federal courts. Sam was previously employed at firms in Philadelphia, Pennsylvania and Portland, Maine. He is recognized by Chambers USA and Best Lawyers in America.

##### **ROBERT J. KEACH**

Bob Keach is co-chair of BSSN's Business Restructuring and Insolvency Practice Group. His practice focuses on the representation of various parties in workouts and bankruptcy cases, including debtors, creditors, creditors' committees, lessors, and third parties acquiring troubled companies and/or their assets. Bob has appeared before the bankruptcy courts in the Districts of Maine, Delaware, Eastern District of Pennsylvania, Massachusetts, New Hampshire, Central District of California, Middle District of Florida, Middle District of Louisiana and the Southern and Eastern Districts of New York. Bob has also appeared as a panelist on national bankruptcy, lender liability, and creditors' rights programs, and is the author of several articles on bankruptcy and creditors' rights.

Bob is a Fellow of the American College of Bankruptcy, and a member of the Board of Directors and Executive Committee of the American Bankruptcy Institute, where he served as President from 2009-2010. Bob has been recognized by Best Lawyers in America for over twenty years for his work in bankruptcy and creditor-debtor rights, and by Chambers USA as a "Star Performer" in their Corporate/M&A-Bankruptcy section. He is AV-rated by Martindale-Hubbell.

## **PAUL MCDONALD**

Paul McDonald is a shareholder and the chair of the Litigation Practice Group. Paul concentrates his practice in complex commercial and business litigation matters. He has tried cases to judges, juries, administrative appeal panels and arbitrators in Maine and across the country. Paul is recognized as a leading commercial litigator by Chambers USA, Best Lawyers in America, and Super Lawyers, and is rated AV-rated by Martindale-Hubbell.

Paul is a frequent presenter at legal and business seminars and is the co-author of a Bernstein Shur's monthly Commercial and Business Litigation Newsletter. In 2010, Paul was awarded the Vincent L. McKusick Award by the Maine State Bar Association, which honors the author of the best article published in the Maine Bar Journal that year, for his article entitled Recovery of Lost Profits Damages; All Is Not Lost.

## **NELSON A. TONER**

Nelson Toner is the chair of the firm's Tax Practice Group. Nelson's practice focuses on international, federal and state tax planning, business succession planning and real estate planning, including complex transactions such as mergers and acquisitions, tax-fee exchanges, reorganizations and municipal and private activity bond financing.

Nelson advises educational organizations, health care agencies, hospitals, and nonprofits on a range of tax matters, including Maine sales and use tax issues, real property tax, and public charity and private foundation status. He frequently shares his expertise at seminars for the Maine Bar Association and with law students at the University Of Maine Law School as adjunct professor of estate and gift tax. In 2007, Nelson received the firm's Barnett I. Shur Civic Award in recognition of his steadfast service to the community

## **LINDSAY ZAHRADKA MILNE**

Lindsay Zahradka Milne is a member of Bernstein Shur's Business Restructuring and Insolvency Practice Group. In her practice, Lindsay assists a broad array of corporate clients in matters including chapter 11 reorganizations, asset sales and acquisitions and bankruptcy-related litigation.

Prior to joining Bernstein Shur, Lindsay worked as an associate with Akin Gump in New York, where she focused on financial restructuring matters. She advised borrowers, debtors, official committees of unsecured creditors, lenders, and ad-hoc groups of bondholders in connection with pre-filing negotiations and chapter 11 proceedings.

Lindsay earned her JD from Fordham University School of Law, where she completed an externship with the United States Attorney's Office for the Eastern District of New York as well as an externship with the Honorable Marcy Kahn of the New York Supreme Court. She completed her B.A. at Dartmouth College, where she was a member of the Phi Beta Kappa honor

society. Lindsay is admitted to practice in New York and Maine; in the U.S. District and Bankruptcy Courts for Southern District of New York and Maine; and before the First Circuit.

**Associates:**

**ROMA DESAI**

Roma N. Desai is a member of Bernstein Shur's Business Restructuring and Insolvency Practice Group. Her practice focuses on commercial bankruptcy and business reorganization.

Prior to joining Bernstein Shur, Roma served as a federal law clerk for the Honorable J. Michael Deasy and the Honorable Mark W. Vaughn of the U.S. Bankruptcy Court for the District of New Hampshire. She has also worked for multiple New York City law firms, representing clients in commercial and corporate bankruptcy issues.

Roma earned her JD from Washington University in St. Louis School of Law, where she completed an externship with the enforcement division of the U.S. Securities and Exchange Commission. She is admitted to practice law in New York, the U.S. District Court for Eastern District of New York, the U.S. District Court for Southern District of New York the state of Maine and the U.S. District Court of Maine.

**DANIEL KEENAN**

Daniel is a member of Bernstein Shur's Business Restructuring and Insolvency Practice Group. In his practice, Daniel assists various corporate clients in matters including chapter 11 reorganizations, bankruptcy-related litigation, and asset sales. During law school Daniel worked as a judicial extern for Judge Kermit Lipez, on the Court of Appeals for the First Circuit, and as a summer associate at a New Hampshire law firm, which focused on business litigation.

Daniel earned his J.D. from the University of Maine School of Law, and his B.A. from Loyola University Maryland.

### **ADAM PRESCOTT**

Adam is a member of Bernstein Shur's Business Restructuring and Insolvency Practice Group. Adam's practice focuses on business restructuring and insolvency proceedings, including chapter 11 reorganizations, asset sales and acquisitions, and bankruptcy-related litigation. In addition to his bankruptcy practice, Adam also has significant experience advising clients on antitrust and competition matters.

While in law school, Adam interned for the Honorable Jon D. Levy at the Maine Supreme Judicial Court. Adam earned his J.D. from the William & Mary School of Law, and his B.S. from Trinity College.

### **JACK WOODCOCK**

Jack Woodcock is a member of Bernstein Shur's Litigation Practice Group. Jack has years of experience litigating complex, high-stakes cases where there are millions or even billions of dollars on the line. His broad range of experience includes defending the United States in large civil suits in federal courts across the country, such as two bellwether suits brought by residents of Greater New Orleans for flood damages incurred in Hurricane Katrina. Jack has handled cases across a wide area of subject matters—large-scale flooding, engineering, law enforcement, personal injury, and corporate losses.

Before joining Bernstein Shur, Jack was a trial attorney for the U.S. Department of Justice, Civil Division, Torts Branch and a law clerk for the Maine Supreme Judicial Court.

### **Paraprofessionals:**

#### **KARLA QUIRK**

Karla Quirk is a paralegal in the Business Restructuring and Insolvency Practice Group. Karla served as a legal assistant at Bernstein Shur before being promoted to paralegal in 2012. She was previously employed at Verrill & Dana, LLP where she worked as a paralegal.

#### **ANGELA STEWART**

Angela is a paralegal in the Business Restructuring and Insolvency Practice Group. Angela has worked as a paralegal since 1997. She holds a BA in Public Management from the University of Maine.

#### **MICHELLE A. THOMAS**

Michelle has been a paralegal at Bernstein Shur since 1998. Her practice areas include general litigation, aviation litigation, complex litigation, personal injury, asbestos litigation, and energy and environmental law. Michelle graduated from Casco Bay College in 1984.

**CHRISTINE B. BERTSCH**

Christine Bertsch has been the law librarian for Bernstein Shur since 1993. Her background includes academic and public library work experience at the University of Maine at Presque Isle, Dyer Library Association, and the Fountaindale Public Library District. She holds a master's degree in library science from the University of Denver, 1977, and a B.A. degree from Illinois State University.

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE**

In re:

MONTREAL MAINE & ATLANTIC  
RAILWAY, LTD.

Debtor.

Bk. No. 13-10670  
Chapter 11

**ORDER GRANTING FOURTH INTERIM APPLICATION FOR COMPENSATION  
AND REIMBURSEMENT OF EXPENSES FOR BERNSTEIN, SHUR, SAWYER &  
NELSON, P.A., AS COUNSEL TO ROBERT J. KEACH, ESTATE REPRESENTATIVE,  
FOR THE PERIOD OCTOBER 1, 2017 THROUGH AND INCLUDING MARCH 30, 2018**

This matter having come before the Court on the *Fourth Interim Application for Compensation and Reimbursement of Expenses for Bernstein, Shur, Sawyer & Nelson, P.A., as Counsel to Robert J Keach, Estate Representative, for the Period October 1, 2017 Through and Including March 30, 2018* (the "Fee Application"),<sup>1</sup> and after proper notice to all creditors and other parties-in-interest, the Court having independently reviewed the Fee Application, it is hereby **ORDERED, ADJUDGED, and DECREED** as follows:

1. The Fee Application is granted.
2. In relation to the Compensation Period and, pursuant to 11 U.S.C. § 330, BSSN is allowed compensation for services to the Estate Representative in the aggregate amount of **\$262,959.35**, including professional fees in the amount of **\$261,181.50** and reimbursement of expenses in the amount of **\$1,777.85**.
3. The Fees and expenses for the Compensation Period are hereby awarded on an interim basis in accordance with the applicable sections of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and this Court's local rules.

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Fee Application.

Dated: \_\_\_\_\_, 2018

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**The Honorable Peter G. Cary**  
**Chief Judge, United States Bankruptcy Court**

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE**

In re:

MONTREAL MAINE & ATLANTIC  
RAILWAY, LTD.

Debtor.

Bk. No. 13-10670

Chapter 11

**NOTICE OF HEARING**

Bernstein, Shur, Sawyer & Nelson, P.A. (“BSSN”), counsel to Robert J. Keach, the Estate Representative (the “Estate Representative”) of the post-effective date estate of Montreal Maine & Atlantic Railway, Ltd. (the “Debtor”), has filed the *Fourth Interim Application for Compensation and Reimbursement of Expenses for Bernstein, Shur, Sawyer & Nelson, P.A., as Counsel to Robert J. Keach, Estate Representative, for the Period October 1, 2017 Through and Including March 30, 2018* (the “Fee Application”). A hearing on the Fee Application is set to take place at the United States Bankruptcy Court, 537 Congress Street, Portland, Maine on **May 22, 2018 at 9:00 a.m.** (the “Hearing”).

By the Fee Application, BSSN seeks a total amount of \$262,959.35, which includes \$261,181.50 for compensation of professional fees and \$1,777.85 for reimbursement of expenses incurred with respect to services rendered on behalf of the Estate Representative during the period October 1, 2017 through March 30, 2018 (the “Compensation Period”). BSSN seeks an order authorizing and approving this compensation for fees and expenses incurred during the Compensation Period on an interim basis.

On August 1, 2016, BSSN filed the *First Interim Application for Compensation and Reimbursement of Expenses for Bernstein, Shur, Sawyer & Nelson, P.A., as Counsel to Robert J. Keach, Estate Representative, for the Period December 23, 2015 Through and Including June 30, 2016* [D.E. 2215] (the “First Fee Application”). With respect to the First Fee Application, which covered the period December 23, 2015 through June 30, 2016, the court awarded BSSN fees in the amount of \$287,871.50 and expenses in the amount of \$2,767.21.

On April 25, 2017, BSSN filed the *Second Interim Application for Compensation and Reimbursement of Expenses for Bernstein, Shur, Sawyer & Nelson, P.A., as Counsel to Robert J. Keach, Estate Representative, for the Period July 1, 2016 Through and Including March 31, 2017* [D.E. 2342] (the “Second Fee Application”). With respect to the Second Fee Application, which covered the period July 1, 2016 through March 31, 2017, the court awarded BSSN fees in the amount of \$415,125.50 and expenses in the amount of \$4,900.43.

On November 1, 2017, BSSN filed the *Third Interim Application for Compensation and Reimbursement of Expenses for Bernstein, Shur, Sawyer & Nelson, P.A., as Counsel to Robert J. Keach, Estate Representative, for the Period December 23, 2015 Through and Including*



September 30, 2017 [D.E. 2401] (the “Third Fee Application”). With respect to the Third Fee Application, which covered the period December 23, 2015 through September 30, 2017, the court awarded BSSN fees in the amount of \$509,320.00 and expenses in the amount of \$1,934.00.

**Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one in this bankruptcy case. If you do not have an attorney, you may wish to consult one.**

If you do not want the court to approve the Fee Application, or if you want the court to consider your views on the Fee Application, then on or before **May 15, 2018**, you or your attorney must file with the court a written response explaining your position. If you are not able to access the CM/ECF Filing System, your response should be served upon the Court at:

Alec Leddy, Clerk  
United States Bankruptcy Court for the District of Maine  
202 Harlow Street  
Bangor, Maine 04401

-and-

Robert J. Keach, Esq.  
Bernstein, Shur, Sawyer & Nelson, P.A.  
100 Middle St., PO Box 9729  
Portland, Maine 04104-5029

If you have to mail your response to the Court for filing, you must mail it early enough so that the Court will receive it on or before the date stated above.

If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the Fee Application and may enter an order granting that relief.

DATED: April 24, 2018

**BERNSTEIN, SHUR, SAWYER &  
NELSON, P.A.**

/s/ Robert J. Keach  
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