

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE**

In re:

MONTREAL MAINE & ATLANTIC
RAILWAY, LTD.

Debtor.

Bk. No. 13-10670
Chapter 11

**FOURTH AND FINAL APPLICATION FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES FOR BERNSTEIN, SHUR, SAWYER & NELSON,
P.A., AS COUNSEL TO THE TRUSTEE, ROBERT J. KEACH, FOR THE PERIOD
NOVEMBER 1, 2015 THROUGH AND INCLUDING DECEMBER 22, 2015**

Name of Applicant:	Bernstein, Shur, Sawyer & Nelson, P.A.
Authorized to Provide Professional Services as:	Counsel to Robert J. Keach, the duly appointed Chapter 11 Trustee of the bankruptcy estate of the Debtor
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:	November 1, 2015 through and including December 22, 2015
Total Amount of Compensation sought as actual, reasonable and necessary:	\$101,577.50
Total Amount of Expenses sought as actual, reasonable and necessary:	\$2,026.12
Total Fees and Expenses Requested During Compensation Period:	\$103,603.62
Total Fees and Expenses Requested on a Final Basis:	\$2,351,689.23

This is a Final Application.

PRIOR FEE APPLICATIONS

Date Filed	Period Covered	Requested		Approved/Received	
		Fees	Expenses	Fees	Expenses
5/12/14	August 21, 2013 – April 30, 2014	\$1,019,528.40	\$28,169.42	\$1,019,528.40	\$28,169.42
10/24/14	May 1, 2014 – September 30, 2014	\$282,287.50	\$4,260.58	\$282,287.50	\$4,260.58
11/9/15	October 1, 2014 – December 22, 2015	\$902,228.00	\$11,611.71	\$902,228.00	\$11,611.71

COMPENSATION BY PROFESSIONAL DURING COMPENSATION PERIOD

	DEPARTMENT AND YEAR ADMITTED*	HOURLY BILLING RATE	TOTAL BILLED HOURS	TOTAL COMPENSATION
Sam Anderson	BRI-2000	\$370.00	8.6	\$3,182.00
Paul McDonald	LPG-1987	\$375.00	2.4	\$900.00
Nelson A. Toner	BLPG-1985	\$360.00	3.0	\$1,080.00
ASSOCIATES				
Bodie Colwell	BRI-2011	\$200.00	47.6	\$9,520.00
Roma Desai	BRI-2009	\$205.00	5.9	\$1,209.50
Ian Gilbert	BLPG-2009	\$185.00	3.1	\$573.50
Timothy McKeon	BRI-2012	\$200.00	139.8	\$27,960.00
Michael Siedband	BRI-2009	\$200.00	75.1	\$15,020.00
Lindsay Zahradka	BRI-2011	\$205.00	136	\$27,880.00
PARALEGALS				
Karla Quirk	BRI	\$155.00	33.5	\$5,192.50
Angela Stewart	BRI	\$185.00	48.6	\$8,991.00
LIBRARIAN				
Christine B. Bertsch		\$115.00	0.6	\$69.00
TOTAL			504.2	\$101,577.50
Blended hourly rate (excluding paralegal time): \$255.56 Blended hourly rate for paraprofessionals only: \$170.00				

* BLPG – Business Law Practice Group; 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**.

COMPENSATION BY PROJECT CATEGORY DURING INTERIM PERIOD

PROJECT CODE	PROJECT DESCRIPTION	HOURS	AMOUNT
1	Asset Analysis and Recovery	0.2	\$74.00
2	Asset Disposition	1.1	\$266.50
3	Business Operations	0.8	\$164.00
4	Case Administration	27.4	\$5,209.50
5	Claims Administration and Objections	94.5	\$18,950.50
7	Fee/Employment Applications	59.3	\$11,523.50
10	Litigation	280.5	\$56,330.00
12	Plan and Disclosure Statement	38.5	\$8,391.50
14	Other	0.1	\$20.00
21	Tax Issues	1.8	\$648.00
TOTAL		504.2	\$101,577.50

EXPENSE SUMMARY FOR INTERIM PERIOD

EXPENSE CATEGORY	AMOUNT
Transcripts	\$1,091.73
Certified Copies	\$11.50
Federal Express	\$330.24
Miscellaneous	\$100.00
Secretary Overtime	\$492.65
Total Charges & Disbursements	\$2,026.12

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Chapter 11

**FOURTH AND FINAL APPLICATION FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES FOR BERNSTEIN, SHUR, SAWYER & NELSON,
P.A., AS COUNSEL TO THE TRUSTEE, ROBERT J. KEACH, FOR THE PERIOD
NOVEMBER 1, 2015 THROUGH AND INCLUDING DECEMBER 22, 2015**

Bernstein, Shur, Sawyer & Nelson, P.A. (“BSSN”), counsel to Robert J. Keach, the duly appointed chapter 11 trustee (the “Trustee”) in the above-captioned chapter 11 case of Montreal Maine & Atlantic Railway, Ltd. (the “Debtor”), submits this fourth and final application (the “Fee Application”) seeking (a) entry of an order approving on a final basis the fees and expenses already approved on an interim basis as set forth below and (b) awarding compensation for professional services and reimbursement of expenses on a final basis for the period from November 1, 2015 through and including December 22, 2015 (the “Compensation Period”). 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 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 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 [Docket No. 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 [Docket No. 107] (the “Retention Order”).

4. As set forth in the Retention Order, BSSN is 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 May 12, 2014, BSSN filed the *First Interim Application for Compensation and Reimbursement of Expenses for Bernstein, Shur, Sawyer & Nelson, P.A., as Counsel to the Trustee, Robert J. Keach, for the Period from August 21, 2013 Through April 30, 2014* [Docket No. 870] (the “First Interim Fee Application”). The First Interim Fee Application sought allowance of compensation for professional services in the amount of \$1,019,528.40 and reimbursement of expenses incurred in connection with rendering such services in the amount of \$28,169.42. By order of this Court entered on June 11, 2014 [Docket No. 962] (the “First Interim Fee Order”), the Court awarded BSSN \$1,019,528.40 in fees and \$28,169.42 in expenses in relation to the First Interim Fee Application. As of the date of this Fee Application, all fees and expenses requested in the First Interim Fee Application have been paid.

6. On October 24, 2014, BSSN filed the *Second Interim Application for Compensation and Reimbursement of Expenses for Bernstein, Shur, Sawyer & Nelson, P.A., as Counsel to the Trustee, Robert J. Keach, for the Period from May 1, 2014 Through September 30, 2014* [Docket No. 1169] (the “Second Interim Fee Application”). The Second Interim Fee Application sought allowance of compensation for professional services in the amount of \$286,548.08 and reimbursement of expenses incurred in connection with rendering such services in the amount of \$4,260.58. By order of this Court entered on November 19, 2014 [Docket No. 1251] (the “Second Interim Fee Order”), the Court awarded BSSN \$286,548.08 in fees and \$4,260.58 in expenses in relation to the Second Interim Fee Application. As of the date of this Fee Application, all fees and expenses requested in the Second Interim Fee Application have been paid.

7. On November 9, 2015, BSSN filed the Third Interim Application for Compensation and Reimbursement of Expenses for Bernstein, Shur, Sawyer & Nelson, P.A., as

Counsel to the Trustee, Robert J. Keach, for the Period from October 1, 2014 Through October 31, 201 [Docket No. 1841] (the “Third Interim Fee Application”). The Third Interim Fee Application sought allowance of compensation for professional services in the amount of \$902,228.00 and reimbursement of expenses incurred in connection with rendering such services in the amount of \$11,611.71. By order of this Court entered on December 7, 2015 [Docket No. 1896] (the “Third Interim Fee Order,” and together with the First Interim Fee Order and the Second Interim Fee Order, the “Interim Fee Orders”), the Court awarded BSSN \$902,228.00 in fees and \$11,611.71 in expenses in relation to the Third Interim Fee Application. As of the date of this Fee Application, all fees and expenses requested in the Third Interim Fee Application have been paid.

8. Since entry of the Retention Order, and throughout the Compensation Period, BSSN has worked with the Trustee to meet the challenges presented by this Case in a manner beneficial to the Debtor 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.

COMPENSATION AND REIMBURSEMENT REQUEST

9. BSSN seeks allowance of compensation for professional services in the amount of \$101,577.50 and reimbursement of expenses incurred in rendering such services in the amount of \$2,026.12. 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 Trustee 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.¹

10. 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.

11. Other than an agreement between BSSN and the Trustee for the sharing of compensation with the Trustee 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 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.

12. 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.

13. This Fee Application is BSSN's fourth and final application to this Court in this Case as counsel to the Trustee 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

¹ BSSN implemented twenty-two (22) task codes for specific categories of work to permit a more detailed analysis of the fees incurred. 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.

(b)(v) of the UST Guidelines, the Trustee has been given the opportunity to review this Fee Application and has approved the requested amount.

SUMMARY OF SERVICES

14. BSSN serves as legal counsel to the Trustee with respect to all bankruptcy matters that arise in or relate to the Debtor's chapter 11 case. In rendering professional services to the Trustee, 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 Trustee and his other professionals to coordinate assignments in order to maximize efficiency and avoid any duplication of effort.

15. All of the services for which BSSN requests compensation herein were rendered on behalf of the Trustee 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.

16. 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.²

² The examples given under each task code or project category are not all-inclusive; **Exhibit A** contains comprehensive details for each code and category.

A. Case Administration

This project category includes services related to time spent assisting in the efficient administration of the Debtor's chapter 11 case. During the Compensation Period, services rendered by BSSN under this project category include:

- i. Internal discussions and conferences with the Trustee regarding case strategy;
- ii. Miscellaneous filings and organization of documents, including ECF filings, affidavits of service, and communication with the Court; and
- iii. Docketing case deadlines.

BSSN spent 27.4 hours on this project category resulting in \$5,209.50 in associated fees.

B. Claims Administration and Objections

This project category includes services related to claims administration and objections. During the Compensation Period, services rendered by BSSN professionals under this project category include:

- i. Analysis of the Debtor's claims register;
- ii. Motion practice regarding certain motions for allowance of administrative claims;
- iii. Preparation for, defense of and taking of depositions; document review and production; evidentiary hearing preparation and attendance; and post-trial briefing regarding certain claims objections; and
- iv. Analysis regarding and opposition to certain motions for leave to late file claims.

BSSN spent 94.5 hours on this project category resulting in \$18,950.50 in associated fees.

C. Fee/Employment Applications

This project category includes services related to the preparation of fee applications. During the Compensation Period, BSSN prepared, filed and served the fee applications of the Trustee [Docket No. 1842], BSSN [Docket No. 1841], Development Specialists, Inc. [Docket

No. 1840], Baker Newman & Noyes, LLC [Docket No. 1847], and Kugler Kandestin, LLP [Docket No. 1858]. BSSN spent 59.3 hours on this project category resulting in \$11,523.50 in associated fees.

D. Litigation

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. During the Compensation Period, services rendered by BSSN under this project category include:

- i. Research relating to claims under the Carmack Amendment;
- ii. Research for and drafting of oppositions to motions to dismiss certain avoidance actions brought by the Trustee;
- iii. Research for and drafting of a motion to transfer certain Derailment-related personal injury tort and wrongful death claims to the United States Court for the District of Maine (the "District Court") and responsive pleadings;
- iv. Preparation of a conflicts list and interested party lists at request of District Court;
- v. Research for, strategic discussion of, analysis regarding, and drafting of opposition to motion by Wheeling & Lake Erie Railway Company ("Wheeling") to enlarge time to respond to Trustee's motion for summary judgment;
- vi. Research and drafting of opposition to motion for jury trial filed by Canadian Pacific Railway Company;
- vii. Research for and drafting of opposition to Wheeling's motion to compel document production and court appearances in connection with same;
- viii. Docketing of various deadlines related to the above; and
- ix. Document review and production in connection with Wheeling's document requests.

BSSN spent 280.5 hours on this project category resulting in \$56,330.00 in associated fees.

E. Plan and Disclosure Statement

This project category relates to time spent by BSSN on services related to the Trustee's chapter 11 plan [Docket No. 1822] (the "Plan"). During the Compensation Period, services rendered by BSSN under this project category include:

- i. Efforts to obtain an order from the District Court adopting this Court's order confirming the Plan [Docket No. 1801] (the "Confirmation Order"); and
- ii. Consummation of the Plan, including, among other things, (a) closing on the funding obligations of the various Settling Defendants, (b) working with the WD Trustee to prepare the WD Trust to receive funds for distributions to WD Trust Beneficiaries, and (c) negotiating various notices that were required to be transmitted to holders of certain Derailment Claims under the Plan (each term as defined in the Plan).

BSSN spent 38.5 hours on this project category resulting in \$8,391.50 in associated fees.

ACTUAL AND NECESSARY DISBURSEMENTS

17. As set forth on Exhibit A attached hereto, BSSN has disbursed \$2,026.12 as expenses incurred in providing professional services during the Compensation Period. The expenses incurred arise from Federal Express charges, certified copies, transcripts and secretary overtime. 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 A FINAL BASIS

18. 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).

19. BSSN submits that the services for which it seeks compensation in this Fee Application were necessary for and beneficial to the Debtor's 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.

20. 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.

21. In sum, the services rendered by BSSN were necessary and beneficial to the Debtor 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 a final basis, pursuant to 11 U.S.C. § 330, \$2,351,689.23 in fees and expenses for BSSN in its capacity as counsel to the Trustee during the Debtor's chapter 11 case, consisting of: (i) \$2,248,085.61 in fees and expenses granted by this Court on an interim basis in the Interim Fee Orders, comprising, in the aggregate, (A) \$2,204,043.90 in fees and (B) \$44,041.71 in expenses, and (ii) compensation for services rendered during the Compensation Period in the amount of \$101,577.50 and reimbursement of expenses in the amount of \$2,026.12; and (b) granting such other and further relief as the Court deems just and proper.

DATED: February 16, 2016

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

By:

/s/ Sam Anderson

Sam Anderson, Esq.

Lindsay K. Zahradka, Esq. (admitted *pro hac vice*)

Bernstein, Shur, Sawyer & Nelson, P.A.

100 Middle Street

P.O. Box 9729

Portland, ME 04104

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*Counsel for Robert J. Keach, Chapter 11 Trustee of
Montreal Maine & Atlantic Railway, Ltd.*



Bernstein Shur
 Counselors at Law
 I.D. #01-0378211

100 Middle Street
 P.O. Box 9729
 Portland, Maine 04104-5029
 (207) 774-1200

Montreal Maine & Atlantic Railway

February 11, 2016 Invoice# *****
 Matter Number: 047375-00001
 RE: Chapter 11

Fees for Professional Services 11/01/15 Through 12/22/15	\$101,577.50
Expenses 11/01/15 Through 12/22/15	\$2,026.12

Total This Invoice	\$103,603.62

----- S E R V I C E S S U M M A R Y -----

Admin			
CHRISTINE B. BERTSCH	0.60	115.00	\$69.00
TOTAL FOR Admin	0.60	115.00	\$69.00
Associate			
BODIE COLWELL	47.60	200.00	\$9,520.00
ROMA DESAI	5.90	205.00	\$1,209.50
IAN GILBERT	3.10	185.00	\$573.50
TIMOTHY MCKEON	139.80	200.00	\$27,960.00
MICHAEL SIEDBAND	75.10	200.00	\$15,020.00
LINDSAY ZAHRADKA	136.00	205.00	\$27,880.00
TOTAL FOR Associate	407.50	201.63	\$82,163.00
Paralegal			
KARLA QUIRK	33.50	155.00	\$5,192.50
ANGELA STEWART	48.60	185.00	\$8,991.00
TOTAL FOR Paralegal	82.10	172.76	\$14,183.50
Shareholder			
SAM ANDERSON	8.60	370.00	\$3,182.00
PAUL MCDONALD	2.40	375.00	\$900.00
NELSON A TONER	3.00	360.00	\$1,080.00
TOTAL FOR Shareholder	14.00	368.71	\$5,162.00

Please return the enclosed REMITTANCE COPY with your payment to ensure proper credit to your account.

Remittance Copy

Bernstein Shur
Counselors at Law
I.D. #01-0378211

P.O. Box 9729
Portland, Maine 04104-5029
(207) 774-1200

Montreal Maine & Atlantic Railway

February 11, 2016 Invoice# *****
Matter Number: 047375-00001
RE: Chapter 11

Total This Invoice - Due on Receipt \$103,603.62

A late charge of 1 1/2% per month may be imposed
for payment after 30 days.
To Ensure Proper Credit to Your Account:

Please return this Remittance Copy with your payment.

If paying by check, please mark the invoice number on your check.
If paying by Visa or Mastercard, please complete the information below.

Card Number _____ Exp. Date _____

Signature _____ Amount _____

REQUIRED PRIVACY ACT NOTICE

Bernstein Shur does not disclose any nonpublic information about our clients or former clients, except as permitted by law. We restrict access to nonpublic personal information about you to those who need to know that information in order to provide services to you. We maintain physical, electronic and procedural safeguards that comply with federal regulations to guard your nonpublic personal information.

Bernstein Shur

Counselors at Law
I.D. #01-0378211

100 Middle Street
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Portland, Maine 04104-5029
(207) 774-1200

Montreal Maine & Atlantic Railway

February 11, 2016 Invoice# *****
Matter Number: 047375-00001
RE: Chapter 11

01 Asset Analysis and Recovery

Date	ATTY	Hours	
11/02/15	DSA	0.10	Reviewed e-mails concerning issues with settlement of preference claims (.1)
11/12/15	DSA	0.10	Conference with T. McKeon concerning issues with the Andersons preference settlement (.1)

Total 01		0.20	

02 Asset Disposition

Date	ATTY	Hours	
11/05/15	DSA	0.20	Reviewed e-mails and e-mailed parties concerning issues with sale of Unit 5017 (.2)
11/06/15	DSA	0.20	Reviewed e-mails and e-mailed BSB concerning issues with Unit 5017 (.2)
11/16/15	KQ	0.50	Finalize and file the proposed order and redline version of same of the motion to pay for storage with automatic destruction
11/23/15	LKZ	0.20	Emails w/F.Caruso re: maproom (.1); call w/F.Caruso re: same (.1) .

Total 02		1.10	

03 Business Operations

Date	ATTY	Hours	
12/01/15	LKZ	0.80	Draft notice of abandonment of certain assets (.4); emails (.1) and call (.1) w/F.Caruso re: same; revise notice (.1) and emails w/B.Keach re: same (.1).

Total 03		0.80	

04 Case Administration

Date	ATTY	Hours	
11/02/15	LKZ	0.30	Review email from F.Caruso re: record retention issue (.1); call w/F.Caruso re: same (.2).
11/03/15	RND	0.10	Email with S. Anderson and F. Caruso re: real estate taxes for Hermon Parcel

Bernstein Shur

Montreal Maine & Atlantic Railway

February 11, 2016 Invoice# *****
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RE: Chapter 11

11/03/15	DSA	0.10	Reviewed e-mails and e-mailed F. Caruso concerning issues with taxes in tie pile (.1)
11/04/15	DSA	0.20	Reviewed e-mails from F. Caruso in relation to Derby taxes (.1); reviewed e-mails from Wheeling concerning issues with effective date of the plan (.1)
11/04/15	KQ	1.10	Obtain pleadings from the docket requested by the Monitor
11/04/15	ALS	0.10	Emails from/to M. Paione at U.S. Bankruptcy Court re 2016 hearing dates
11/09/15	ALS	0.20	Emails from/to L. Zahradka re Amended Rule 8023 Stipualtion of Dismissal filed in Ch. 15 case
11/09/15	LKZ	0.60	Draft email to B.Keach re: various outstanding items (.2); confer w/B.Keach re: same (.2); review emails from F.Caruso re: record retention motion (.1) and call w/counsel to CP re: same (.1).
11/10/15	LKZ	0.50	Emails w/counsel to Grindrod re: revised FOO on record retention motion (.1); emails w/K.Quirk re: filing same (.1); attention to upcoming deadlines (.3).
11/10/15	ALS	0.40	Update pleadings with fee applications, consent motion to continue hearing and objection deadline on Rule 2004 motions, etc.
11/11/15	KQ	1.40	Obtain pleadings from the docket and forward same to the Monitor
11/11/15	TJM	0.20	Review email from C Kimball re access to settlement agreements (0.1) and respond re same (0.1)
11/12/15	LKZ	0.20	Call w/counsel to Grindrod re: record retention order.
11/12/15	DSA	0.10	Reviewed e-mails and filings in case (.1)

Bernstein Shur

Montreal Maine & Atlantic Railway

February 11, 2016 Invoice# *****
Matter Number: 047375-00001
RE: Chapter 11

11/12/15	ALS	0.20	Re-transmittal of pleadings to AIG with respect to interim fee applications and consent motion to extend objection deadline and continue hearing on Rule 2004 motions
11/12/15	ALS	0.40	Update docket scheduling re hearings re Motion to File Claim After Claims Bar Date Filed by Tafisa Canada Inc., Motion to File Claim After Claims Bar Date Filed by Estate of Jean Sebastien Jacques, First Amended Motion for Extension of Time to File Proof of Claim by Creditor Estate of Yvon Ricard and All Heirs of the Estate of Yvon Ricard, and continued hearing and objection deadlines re Rule 2004 Motions re: Trinity entities, General Electric Railcar Services Corporation, Union Tank Car Company, SMBC, and First Union Rail
11/13/15	ALS	2.10	Work on conflict list as requested by U.S. District Court with respect to derailment litigation (1.8); office conference with R. Keach and L. Zahradka re preparation of conflict list for U.S. District Court (.3)
11/13/15	ALS	0.40	Office conference with J. Smith re upcoming hearings and case deadlines (.2); review case deadlines and transmit same to P. McDonald and J. Smith (.2)
11/13/15	ALS	0.10	Update press file with news alert
11/13/15	LKZ	0.50	Call w/P.Knerr re: record retention order (.3); confer w/B.Keach re: same (.1); emails w/P.Knerr re: same (.1).
11/13/15	TJM	0.50	Confer Trustee re scheduling of hearings on 11/17
11/14/15	ALS	0.60	Continue to work on conflict list requested by U.S. District Court in derailment litigation

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11/16/15	ALS	0.20	Emails from/to L. Zahradka and K. Quirk re filing of revised proposed order on Trustee's Motion for Order Authorizing (A) Entry Into Agreement with Earl W. Noyes & Sons Pertaining to Storage and Destruction of Certain Records and (B) Destruction of Certain Electronic Records
11/16/15	ALS	0.10	Emails from/to K. Quirk re process for filing corrected redline of proposed order
11/16/15	LKZ	1.10	Calls (.2) and emails (.2) w/counsel to Grindrod re: record retention motion; calls w/F.Caruso re: same (.2); confer w/B.Keach re: same (.1); revise form of order (.2) and prepare redline for filing (.1); prepare revised redline for filing (.1).
11/17/15	LKZ	1.40	Prep for (.4), travel to (.3), attend (.4) and travel from (.3) hearing on record retention motion.
11/17/15	ALS	0.60	Office conference with K. Quirk re update to master service list (.2); emails to K. Quirk re master service list (.1); further office conference with K. Quirk re preparation of party list for U.S. District Court (.3)
11/17/15	KQ	0.10	File via ECF the corrected redline version of the proposed order related to the Trustee's motion to pay for storage with destruction of electronic records
11/19/15	LKZ	0.10	Emails w/constituents re: entered version of record retention order.
11/20/15	ALS	1.10	Review dockets in main and adversary cases (.4); update docket scheduling in main case and adversary cases (.7)
11/21/15	LKZ	0.50	Emails w/B.Keach re: status of various open items, next steps.

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11/24/15	LKZ	0.90	Review affidavits in support of various Canadian motions.
11/24/15	KQ	0.10	E-mail to M. Farnsworth at DSI regarding case funding issues
11/25/15	LKZ	0.30	Review upcoming case deadlines.
11/30/15	LKZ	0.40	Call w/criminal counsel to Grindrod re: funding of criminal retainers (.1); review upcoming case deadlines (.2); emails w/F.Caruso re: notice of abandonment of certain assets (.1).
11/30/15	KQ	0.40	Review service of process returned by the US Post Office as undeliverable
11/30/15	ALS	0.10	Update press file with news alerts
12/01/15	ALS	0.10	Update press file with news alerts
12/02/15	ALS	0.10	Update press file with news alert
12/02/15	ALS	0.10	Review email from S. Bourguine re request for Ch 11 pleadings
12/03/15	ALS	0.10	Update press file re news alert
12/03/15	DSA	0.20	Reviewed e-mails concerning issues with turnover of Derby to the Town (.2)
12/04/15	LKZ	0.10	Review upcoming case deadlines.
12/07/15	DSA	0.10	Reviewed e-mails concerning issues with tax allocation for Derby (.1)
12/07/15	ALS	0.20	Docket scheduling re motion for jury trial in World Fuel adversary proceeding
12/07/15	ALS	0.10	Update docket scheduling re CIT, Wrongful Death Claimants, World Fuel Services and First Union Rail's Applications for Allowance and Payment of Administrative Expenses
12/07/15	ALS	0.40	Review Court docket re upcoming hearings (.3); update docket scheduling re hearings on fee applications (.1)
12/08/15	ALS	0.10	Update press file with news release

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12/08/15	ALS	0.60	Review Court dockets in bankruptcy, adversary and litigation cases and upcoming hearings for docket scheduling purposes
12/08/15	KQ	0.20	E-mails to and from Z. Bourguine at the Monitor's office regarding transmission of MMA pleadings
12/09/15	KQ	1.10	Download and transmit pleadings to the Monitor's office
12/09/15	ALS	0.10	Email to K. Ford at U.S. Bankruptcy Court re change in case caption
12/10/15	ALS	0.20	Review emails from L. Zahradka re upcoming filings and timing of same
12/10/15	KQ	2.30	Obtain pleadings from the docket for Monitor
12/11/15	LKZ	0.40	Prep for meeting w/B.Keach re: various open issues.
12/11/15	DSA	0.20	Reviewed post-trial brief for Irving claims (.2)
12/11/15	RND	1.00	Meeting with R. Keach, S. Anderson, T. McKeon, M. Siedband, and L. Zahradka re: upcoming MMA deadlines, motions, etc
12/14/15	ALS	0.30	Review Court docket for upcoming hearings and response deadlines (.1); reconcile same with internal docket scheduling (.2)
12/15/15	LKZ	0.50	Draft trustee's report on CCAA proceedings (.3); emails w/B.Keach re: same (.1); emails w/K.Quirk re: filing same (.1).
12/15/15	KQ	0.10	E-mail from and to M. Farnsworth regarding case funding issues
12/16/15	LKZ	0.20	Emails w/B.Keach re: open issues.
12/16/15	BBC	0.10	Review email from Matt Farnsworth re: November MOR.
12/17/15	KQ	0.30	Prepare and send e-mail service of the Trustee's report on CCAA proceedings
12/17/15	KQ	0.30	Draft and file the Certificate of Service of the Trustee's report on CCAA proceedings

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12/18/15	LKZ	0.10	Review emails re: upcoming case deadlines.
12/22/15	ALS	0.10	Docket scheduling re deadline for filing Final Fee Applications or Applications for Administrative Expense Claims
Total 04		27.40	

05 Claims Administration and Objections

Date	ATTY	Hours	
11/02/15	ALS	0.20	Emails from/to L. Zahradka re potential evidentiary hearing on Trustee's Objections to Claims of Maine Northern Railway and New Brunswick Southern Railway (.1); email to M. Paione at U.S. Bankruptcy Court re same (.1)
11/02/15	LKZ	0.90	Prep for (.2) and call w/A.Lepene re: evidence issues for MN/NB RR claim objection (.3); follow-up discussion w/B.Keach re: same (.2); emails w/A.Stewart re: re-scheduling hearing on same (.1); emails w/T.McKeon re: scheduling order for same (.1).
11/03/15	LKZ	0.30	Emails w/A.Stewart re: hearing dates for MN/NB RR claim objection (.1); emails w/B.Keach (.1), A.Lepene (.1) re: same.
11/03/15	ALS	0.50	Emails to/from L. Zahradka re scheduling of evidentiary hearing on Trustee's Objection to Claims with respect to New Brunswick Southern Railway Company Limited and Maine Northern Railway Company Limited (.3); emails to/from M. Paione at U.S. Bankruptcy Court re same (.2)
11/04/15	ALS	1.20	Emails from/to L. Zahradka re Wheeling Line of Credit documents (.2); review electronic filing system for Wheeling Line of Credit documents (.7); office conference with R. Keach re Wheeling Line of Credit documents

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			(.1); office conferences with L. Zahradka re location of discovery with respect to Wheeling Line of Credit documents (.2)
11/04/15	LKZ	1.40	Draft stipulation of facts for MN/NB Railways Claim Objection (.8); emails w/B.Keach re: same (.1); confer and emails w/A.Stewart re: discovery I/c/w same (.2); confer w/B.Keach (.1) and emails w/F.Caruso (.2) re: same.
11/05/15	LKZ	0.80	Review Wheeling LoC diligence from F.Caruso (.3); emails w/B.Keach re: same (.1); emails w/B.Keach re: stipulation of fact for MN/NB Railways Claim objection (.1); revise same (.3).
11/05/15	ALS	0.20	Telephone conference with M. Paione re evidentiary hearing scheduled for November 20th re objections to claims (.1); office conference with L. Zahradka re same (.1)
11/09/15	LKZ	1.20	Draft opposition to WD Plaintiff's motion to late file claim (.4); emails w/B.Keach re: same (.1); duplicate same for second WD Plaintiff (.3); revise 3 oppositions per B.Keach comments (.2); emails w/B.Keach re: same (.1); draft email to K.Quirk re: filing same (.1).
11/10/15	LKZ	0.50	Emails w/B.Keach re: discovery for MN/NB Railways claim objection (.1); revise fact stip i/c/w same (.1); emails w/counsel to MN/NB Railways re: same (.1); emails w/B.Keach re: late filed claims motion timing (.1); review QCAPs opposition to late-filed claims motion(.1).
11/10/15	KQ	0.40	Finalize and file the objections to late file claims for Jacques, Ricard and Tafisa

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11/10/15	KQ	0.30	Enter docket entry - Agreed Request to Continue Hearing related to the motions to file late claims for Jacques, Ricard and Tafisa
11/11/15	LKZ	0.20	Emails w/A.Lepene re: stipulation of fact.
11/12/15	LKZ	1.90	Review research in preparation for call w/A.Lepene (.5); call w/A.Lepene re: fact stipulation (.4) and confer w/B.Keach re: same (.2); review additional discovery materials from F.Caruso I/c/w same (.6); confer w/B.Keach re: same (.2).
11/12/15	ALS	0.20	Docket scheduling claims objection deadline (.1); emails from/to L. Zahradka re docket scheduling claims objection deadline (.1)
11/13/15	LKZ	2.60	Review emails from F.Caruso re: MN/NB RR claim objection diligence (.3); prep for (.3) and call (.5) w/F.Caruso for same; review MN/NB Railways' response to Trustee's objection (.4); confer w/B.Keach re: same (.3); review proposed document production (.7) and emails w/B.Keach re: same (.1).
11/15/15	LKZ	0.10	Emails w/F.Caruso re: document production for MN/NB Railroads claim objection.
11/16/15	LKZ	3.90	Prep for preliminary hearing on MN/NB RRs claim objection (.9); confer w/A.Cummings re: materials for same (.2); review proposed document production from F.Caruso re: same (.5); review document production from A.Lepene re: same (.4); review revised stipulation of fact re: same (.4); prep for defending depo (1.1); review further revised stip re: claim objection (.3); confer w/B.Keach re: same (.1).

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11/17/15	LKZ	5.90	Calls w/F.Caruso re: MN/NB Railways claim objection (.4) (.9) (.4); review emails and analyses from F.Caruso re: same (.6); draft outline for reply brief (1.4); research I/c/w same (1.2); emails (.2) and confer (.5) w/B.Keach re: same; emails w/A.Lepene re: witnesses stipulation revisions (.3).
11/17/15	ALS	0.80	Review email from L. Zahradka re pleadings from Bangor & Aroostook case (.1); review docket from Bangor & Aroostook case (.3); emails to/from S. Dilios at U.S. Bankruptcy Court re pleadings from Bangor & Aroostook case (.2); telephone conference with S. Dilios re pleadings requested from Bangor & Aroostook case (.1); email to L. Zahradka re pleadings from Bangor & Aroostook case (.1)
11/18/15	LKZ	4.60	Review invoices in support of MN/NB Railways claim (.3); revise stip accordingly (.2) and emails w/B.Keach re: same (.1); review exhibits for Caruso deposition (.4); confer w/T.McKeon (.1), B.Keach (.1) re: Caruso depo defense; draft reply in support of objection to MN/NB claim (1.1); review emails I/c/w State of ME question on liability for income tax (.2) and emails w/B.Keach (.1), State of ME (.1) re: same; review additional exhibits for Hansen deposition (.3); prep w/F.Caruso for deposition (partial) (1.1); revise reply outline (.4) and confer w/B.Keach re: same (.1).
11/18/15	TJM	4.60	Confer L Zahradka re deposition of F Caruso re objection to Irving proof of claim (0.1); Review motion papers re preparation to defend deposition (2.5); Confer F Caruso re same (0.6); Confer Trustee, L Zahradka and F Caruso re case strategy and deposition prep (1.4)

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11/19/15	TJM	4.30	Prepare for F Caruso deposition (0.6); Attend F Caruso deposition (2.3); Confer F Caruso re same (0.4); Review transcript from depo (0.2); Confer F Caruso re depo transcript (0.1); Draft and finalize errata sheet re F Caruso depo transcript (0.2); Confer w/ F Caruso, Trustee and L Zahradka re hearing re objection to Irving Admin claim (0.3)
11/19/15	LKZ	9.10	Further revise outline for reply in support of MN/NB Railways objection (.9); research i/c/w same (.6); draft reply in support (3.2); emails w/B.Keach re: same (.2); finalize stipulation re: same (.4); emails w/opposing counsel re: same (.1); confer w/B.Keach re: prep for Hansen depo (.4); review additional exhibits from opposing counsel (.4) and confer w/F.Caruso (.2), B.Keach (.2) re: same; attend Hansen depo (1.1) and confer w/B.Keach, T. McKeon re: same (.3); revise reply accordingly (1.1).
11/19/15	ALS	0.20	Filing of Stipulation between Trustee and NBSR and MNR with Court (.1); email to L. Zahradka re as-filed version of Stipulation between Trustee and NBSR and MNR with Court (.1)
11/19/15	ALS	0.20	Emails from/to L. Zahradka re timing of filing of Trustee's reply in support of claim objection with respect to NBSR and MNR
11/20/15	ALS	0.40	Filing of Trustee's Reply in Support of Objection to Proofs of Claim of New Brunswick Southern Railway and Maine Northern Railway (.2); preparation of certificate of service regarding Trustee's Reply in Support of Objection (.1); filing of certificate of service regarding Trustee's Reply in Support of Objection (.1)

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11/20/15	ALS	0.50	Assist Trustee and L. Zahradka with exhibits for evidentiary hearing on Trustee's Objection to Proofs of Claim of NBSR and MNR
11/20/15	LKZ	8.50	Review deposition transcript (.7); revise reply accordingly (1.1); emails w/B.Keach re: same (.2); emails w/A.Stewart re: filing same (.1); confer w/B.Keach re: prep for hearing (.4) and prep for same (1.1); travel to (.3), attend (3.8), travel from (.3) evidentiary hearing on MN/NB Claim objection; confer w/B.Keach re: same (.5).
11/20/15	TJM	0.10	Assist F Caruso in preparation for hearing re Objection to Irving claim (0.1)
11/23/15	LKZ	0.50	Draft letter to Chambers re: Irving RRs Exhibits (.2); confer w/A.Stewart re: delivery to Chambers (.1); review exhibits for same (.2).
11/23/15	ALS	0.10	Docket scheduling re Motion to File Claim After Claims Bar Date Filed by Jacques Laprise, Steven Halle, Gessner Blenkhorn, Suzanne Chauvin, Isabelle Beaudry
11/24/15	ALS	0.10	Docket scheduling briefing deadline with respect to Trustee's Objection to Proofs of Claim filed by NBSR and MNR
12/01/15	ALS	0.20	Review email from R. Keach re transcript from November 20th hearing at U.S. Bankruptcy Court (.1); update electronic files with same (.1)
12/01/15	TJM	0.20	Email counsel for Lexington, World Fuel, First Union, CIT and Wrongful Death re continuance of hearing and deadlines re admin claims

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12/02/15	TJM	0.20	Email counsel for CIT re continuance of Admin hearing and dates (0.1); Review email from counsel for Lexington re admin claim and respond re same (0.1)
12/03/15	TJM	1.10	Draft, edit and revise motion to extend dates re admin claims re CIT, First Union, WF and WD (0.6) and email Trustee re same (0.1); Email counsel for CIT (0.1), Wrongful Death Claimants (0.1), First Union (0.1) and World Fuel (0.1)
12/03/15	LKZ	0.20	Emails w/B.Keach re: motion to late file claims.
12/04/15	LKZ	3.20	Draft opposition to late filed claim motion (2.1); emails w/B.Keach re: same (.1); review research from B.Keach re: MN/NB Railways post-trial brief (.9); emails w/B.Keach re: same (.1).
12/04/15	KQ	0.10	E-mail from L. Zahradka regarding ECF filing an objection to late-filed claims and post-trial brief
12/07/15	LKZ	0.80	Emails (.1) and calls (.1) w/A.Hellman re: Wheeling claim objection hearing; confer w/B.Keach re: same (.2); confer w/B.Keach re: post-trial brief for MN/NB Railways objection (.1); revise objection to motion to late file (.2) and emails w/K.Quirk re: same (.1).
12/07/15	DSA	0.10	Reviewed e-mails concerning issues with Wheeling claim objection (.1)
12/07/15	MAS	0.10	Exchange emails with L. Zahradka re: Wheeling claim objections and ability to combine issues with Wheeling AP.
12/08/15	CBB	0.20	Research - Obtain a law review article from 1934 on the 6 months rule.

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12/08/15	LKZ	3.10	Research i/c/w post-trial brief for MN/NB Railways (2.3); draft outline for same (.4); emails w/B.Keach re: same (.1); begin draft of same (.3).
12/08/15	KQ	0.10	Finalize and file the Objection to Beaudry Motion to Late File claims
12/08/15	KQ	0.30	Draft and file the Certificate of Service related to the Objection to Beaudry Motion to Late File claims
12/08/15	ALS	0.50	Emails from/to R. Keach re Columbia Law Review article re: "6 Month Claims" (.1); research re Columbia Law Review article (.3); emails to/from C. Bertsch re Columbia Law Review article (.1)
12/09/15	ALS	1.10	Emails from/to L. Zahradka re recently filed claims (.2); review claims register and recently filed claims (.9)
12/09/15	LKZ	7.60	Research re: MN/NB RRs post-trial brief (3.1); review transcript from 11/20 hearing (.5); draft brief (3.9); emails w/B.Keach re: same (.1).
12/09/15	DSA	0.20	Reviewed objection to late filed claims filed by the Trustee (.2)
12/10/15	LKZ	1.50	Confer w/B.Keach re: comments to post-trial MN/NB railways' brief (.2); revise same (1.0); confer w/K.Quirk re: filing same (.1); review filing version of same (.2).
12/10/15	KQ	0.20	Finalize and file the post-trial brief in support of objection to Irving Railroads claim
12/10/15	ALS	0.80	Continue to update electronic claims file with recently filed claims
12/11/15	KQ	0.10	Enter on the docket the Agreed Request for Continuance related to the hearings on Motions to file late claims

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12/11/15	LKZ	3.20	Review MN/NB Railways' post-trial brief (.9) and summarize same for B.Keach (.2); emails w/B.Keach re: 12/15 hearing on late claims motion (.1); draft omnibus claims objection to late-filed claims (1.0), FOO (.1), NOH (.1), chart for exhibit to same (.1); emails w/A.Stewart re: populating exhibit (.2) and review bankruptcy and local rules I/c/w same (.2); draft consent order re: motions to late file claims (.1); emails w/K.Quirk re: adjournment of certain motions to late file (.2).
12/14/15	KQ	0.20	Draft and file the Certificate of Service related to the Trustee's post-trial brief related to objection to proof of claim Brunswick Southern Railway Company and Maine Northern Railway Company
12/14/15	LKZ	2.80	Prep for hearing on motions to late file claims (.2); begin analysis of claims register (2.3) and confer w/B.Keach re: same (.3).
12/14/15	KQ	0.10	Review e-mail from L. Zahradka regarding claims review
12/14/15	ALS	0.10	Update docket scheduling re Motion to File Claim After Claims Bar Date filed by Tafisa Canada Inc.
12/14/15	ALS	0.10	Update docket scheduling re hearing on Motion to File Claim After Claims Bar Date filed by Jacques Laprise, Steven Halle, Gessner Blenkhorn, Suzanne Chauvin, Isabelle Beaudry
12/15/15	ALS	1.20	Emails from/to L. Zahradka re claims review project (.1); office conference with L. Zahradka and K. Quirk re claims review project (.4); review claims analysis from F. Caruso (.2); download claims register (.1);

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			compare claims register to claims analysis (.4)
12/15/15	KQ	0.40	Office conference with L. Zahradka and A. Stewart regarding MMA claims review and additional projects regarding same.
12/15/15	LKZ	1.10	Travel to (.1), prep for (.1), attend (.4) and travel from (.1) hearing on motion to late file claims; confer w/A.Stewart & K.Quirk re: same (.4).
12/16/15	ALS	1.10	Continue work on claims review
12/17/15	ALS	0.20	Docket scheduling re deadlines to file revised proposed orders on motions to file claims after bar date
12/17/15	ALS	1.30	Update claims folder with recently filed claims (.6); continue work on claims spreadsheet for claims objection purposes (.7)
12/17/15	TJM	0.10	Respond to email from Wheeling counsel re payment of admin claim (0.1)
12/18/15	ALS	1.70	Continue to work on claims spreadsheet for L. Zahradka
12/18/15	LKZ	0.50	Review of Toups claims analysis (.3); emails w/A.Stewart re: claims register allocation progress (.2).
12/21/15	ALS	0.90	Continue work on claims list
12/22/15	ALS	0.70	Emails from/to L. Zahradka re claims review project (.1); continue to work on claims review list (.6)
12/22/15	LKZ	0.20	Emails (.1) & calls (.1) w/M.Toups re: consent order for certain late filed claims.

Total	05	94.50	

07 Fee/Employment Applications

Date	ATTY	Hours	
11/04/15	BBC	0.10	Email to Trustee re: distribution calculation.

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			for Trustee's fee application.
11/04/15	BBC	0.10	Review email from Trustee re: fee application for Kugler.
11/04/15	BBC	3.90	Continue drafting Trustee's fee application (2.3); draft exhibit B to Trustee's fee application (1.6).
11/05/15	BBC	0.10	Review email from J Cuttler re: outstanding fees for Kugler.
11/05/15	BBC	1.90	Revise Trustee's fee application to include October 2015.
11/05/15	BBC	3.20	Revise BSSN third fee application to include time through October 31.
11/05/15	RND	0.20	Review procedures for final fee applications (.1) and email to M. Baxter re: same (.1)
11/06/15	BBC	0.80	Revise BNN third fee application.
11/06/15	BBC	1.40	Revise BSSN fee application based on comments from Trustee.
11/06/15	BBC	2.20	Revise Trustee's third interim fee application based on comments from Trustee.
11/07/15	BBC	0.30	Revise third fee application of BNN (0.2); email to M Irish with draft for her approval (0.1).
11/07/15	BBC	0.20	Conference with Trustee re: research and revisions to Trustee's fee application.
11/07/15	BBC	0.10	Review email from F Caruso re: DSI fee application.
11/07/15	BBC	4.30	Research and drafting of section of fee application relating to fee enhancement for Trustee.
11/08/15	BBC	5.00	Research and drafting section relating to enhancement fees for Trustee's fee application.
11/09/15	BBC	0.70	Call with F Caruso re: DSI Fee application (0.1). Revise third fee application of DSI based on comments from F Caruso (0.6)

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11/09/15	BBC	0.40	Conference with A Stewart re: filing and service of MMA fee applications.
11/09/15	BBC	1.10	Finalize third fee application of BSSN.
11/09/15	KQ	3.20	Begin preparation for service of fee application of BSSN, R Keach, DSI and Baker Newman
11/09/15	KQ	0.40	Begin drafting Certificate of Service related to the fee applications of BSSN, R. Keach, DSI and Baker Newman
11/09/15	BBC	0.20	Revise third fee application of Baker Newman Noyes.
11/09/15	BBC	4.00	Revise and edit Trustee's fee application.
11/09/15	BBC	1.90	Finalize Trustee's third fee application.
11/09/15	ALS	0.20	Review hourly rate comparison prepared by B. Colwell (.1); obtain additional comparison data for B. Colwell (.1)
11/09/15	ALS	0.40	Office conference with R. Desai re filing of final fee applications by Trustee's professionals (.2); email to R. Desai re filing of final fee applications (.1) email to R. Desai attaching standard maine expense level list (.1)
11/09/15	ALS	0.20	Docket scheduling re fee applications of BSSN and DSI
11/09/15	ALS	0.20	Office conference with K. Quirk re filing of fee applications and service of notice upon matrix
11/09/15	ALS	1.40	Filing of fee applications for Bernstein Shur, Development Specialists, Inc. and Trustee's Fee Application
11/09/15	RND	0.80	Review Fee Applications in response to inquiry from M. Baxter and email M. Baxter re: same
11/10/15	ALS	0.40	Filing of Third Interim Fee Application of Baker Newman & Noyes

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11/10/15	ALS	0.30	Conference with B Colwell re: service of the fee applications for BSSN, Trustee, BNN and DSI
11/10/15	ALS	0.70	Service of fee applications upon email distribution list and notice parties
11/10/15	BBC	2.80	Finalize third fee application of Baker Newman.
11/10/15	BBC	0.10	Email to M Irish re: draft of BNN third fee application.
11/10/15	BBC	0.30	Conference with A Stewart re: service of the fee applications for BSSN, Trustee, BNN and DSI.
11/10/15	KQ	0.30	Revisions to the Certificate of Service related to the fee applications of BSSN, R. Keach, DSI and Baker Newman
11/11/15	KQ	1.20	Finalize and file the Certificate of Service related to the third interim fee applications of BSSN, R. Keach, DSI and Baker Newman
11/11/15	BBC	0.40	Conference with K Quirk re: service of fee applications (0.2); revise certificate of service re: fee applications (0.2)
11/11/15	BBC	0.10	Review email from G Kandestin re: third fee application of Kugler Kandestin.
11/11/15	BBC	1.20	Draft third fee application of Kugler Kandestin
11/12/15	BBC	1.30	Revise third fee application of Kugler Kandestin (0.3); call with J Cuttler re: third fee application (0.2); finalize third fee application and motion to expedite (0.8)
11/12/15	BBC	2.40	Draft motion to expedite Kugler third fee application.
11/12/15	BBC	0.10	Conference with Trustee re: third interim fee application of Kugler.

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11/12/15	ALS	0.20	Office conference with B. Colwell re filing of fee application for Kugler Kandestin and notice provisions in motion to expedite hearing on same
11/12/15	ALS	0.10	Update docket scheduling re hearings and objection deadlines on interim fee applications
11/13/15	ALS	0.70	Coordinate service of Notice of Expedited Hearing with respect to the Third Interim Fee Application of Kugler Kandestin (.4); email service of Motion for Expedited hearing, Third Interim Fee Application of Kugler Kandestin and Notice of Expedited Hearing upon notice parties (.3)
11/13/15	KQ	1.20	Prepare service related to the third interim fee application of Kugler Kandestin
11/20/15	ALS	0.20	Update docket scheduling with respect to hearings and objection deadlines on interim fee applications
12/01/15	ALS	0.10	Docket scheduling deadline for UST to file objection or comment re Third Interim Fee Application of Trustee, Robert J. Keach
12/02/15	BBC	0.30	Review UST's comments on revised proposed order relating to Trustee's fee application (0.1); finalize proposed order (0.2).
12/02/15	BBC	0.10	Conference with Trustee re: revised proposed order for Trustee's third fee application.
12/02/15	BBC	1.10	Draft revised proposed order reflecting agreement with UST relating to third fee application of Trustee (0.7); Meeting with trustee re: revised proposed order relating to agreement with UST on third fee application (0.2); draft email to Trustee re: revised order (0.2).

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12/02/15	KQ	0.20	File via ECf the revised Proposed Order related to the Trustee's Third Fee Application
12/08/15	LKZ	0.10	Confer w/B.Colwell re: orders granting professionals fee apps.
12/08/15	BBC	0.10	Draft email to Melinda Irish re: order granting Baker Newman's third fee application.
12/15/15	BBC	3.60	Review/revise BSSN November invoices for privilege issues in connection with preparation of Third Interim Fee Application
12/15/15	ALS	0.30	Office conference with R. Desai re notice of hearing on final fee applications (.2); email R. Desai re notice of hearing on final fee application (.1)
12/16/15	ALS	0.20	Docket scheduling re First Interim Fee Application of Paul Hastings
12/16/15	DSA	0.20	Reviewed committee's fee application
12/22/15	RND	0.10	Emails with M. Baxter re: notice of effective date and deadline to file final fee applications
Total 07		----- 59.30	

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Litigation

Date	ATTY	Hours	
11/01/15	MAS	0.40	Draft motion to continue deadlines in response to order to show cause re: Modern Track preference adversary.
11/01/15	MAS	3.50	Begin research and drafting for response to three motions to dismiss in 2011 sale litigation.
11/02/15	MAS	0.20	Review hearing notice for MSJ (Wheeling AP).
11/02/15	MAS	3.00	Continued drafting of response to 2011 transaction complaint motions to dismiss, including research.

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11/02/15	RND	1.10	Email memorandum to R. Keach re: consent/waiver of venue under Carmack
11/02/15	TJM	0.30	Review proposed pre-trial order re Wheeling v. Keach (0.2) and confer Trustee re same (0.1)
11/02/15	LKZ	1.10	Emails (.1) & calls (.1) w/K.Quirk re: re-filing motions to transfer; research for service list I/c/w same (.9).
11/02/15	KQ	1.80	Prepare servicing list requested by the District Court related to the motion to transfer the TX cases
11/02/15	ALS	0.30	Draft notice of hearing with respect to Motion for Summary Judgment in Wheeling adversary proceeding (.2); emails to M. Siedband and R. Keach re filing of notice of hearing (.1);
11/03/15	ALS	0.30	Update docket scheduling with respect to derailment litigation cases pending in U.S. District Court for the District of Maine (.2); emails from/to L. Zahradka re same (.1)
11/03/15	KQ	0.20	Office conference with L. Zahradka regarding servicing list provided to the District Court related to the motions to transfer TX cases
11/03/15	LKZ	3.90	Confer w/K.Quirk re: service list for motion to transfer (.2); calls w/clerk of District Court re: same (.2)(.1)(.1); revise same (3.1); confer w/A.Stewart (.1), B.Keach (.1) re: same.
11/03/15	TJM	0.60	Confer M Siedband and Trustee re case status re Wheeling v. Keach re summary judgment
11/03/15	TJM	0.50	Research re Rule 56(d)
11/03/15	MAS	0.60	Confer with Tim McKeon and RJK re: outcome of hearing, forthcoming discovery motion, and strategy, all re: motion for summary judgment on Wheeling's security interest.

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11/03/15	MAS	5.60	Continue drafting omnibus response to motions to dismiss 2011 transaction complaint.
11/04/15	MAS	10.50	Continued drafting of response to 2011 transaction complaint motions to dismiss (includes research time).
11/04/15	TJM	1.90	Research re Rule 56(d) affidavits (1.2); Emails w/ Trustee re response to proposed edits to JPO re Wheeling counsel (0.1); Confer M Siedband re case status and strategy (0.3); Revise proposed JPO re Wheeling edits (0.1) and respond to Wheeling counsel (0.2)
11/04/15	TJM	0.30	Keach v. Flex - Confer A Stewart re whether order approving Plan is a "Final Order" (0.1) and research file re same (0.1); Revise Notice of Dismissal (0.1)
11/04/15	TJM	0.50	Edit and revise proposed pretrial order (0.4) and email counsel for Wheeling re same (0.1)
11/04/15	TJM	0.80	Draft, edit and revise motion to continue/extend motion re 2004 examinations
11/04/15	RND	0.10	Review discovery re: Wheeling's alleged receivables
11/04/15	KQ	0.40	File via ECF the Exhibits related to the motion to transfer the TX cases
11/04/15	ALS	0.10	Docket scheduling with respect to reply deadline to Motion re: Petition to the Magistrate for a Certification of Facts to the District Court Judge and Motion for Order to Show Cause in derailment litigation
11/05/15	ALS	0.50	Review Court dockets re motions to transfer (.3); update docket scheduling re motions to transfer, including reply, response deadlines and hearing dates (.2)
11/05/15	ALS	0.40	Docket scheduling re Joint Pretrial Statement/Pretrial Order in New Brunswick Southern Railway adversary proceeding

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11/05/15	ALS	0.60	Docket scheduling re Joint Pretrial Statement/Pretrial Order in JP Morgan Chase Bank adversary proceeding
11/05/15	ALS	0.50	Continue docket scheduling with respect to Pretrial Scheduling Order/Pretrial Statement entered in World Fuel adversary proceeding
11/05/15	KQ	0.30	Prepare and serve the Trustee's motion for transfer of TX cases as filed on District Court docket
11/05/15	KQ	0.40	Draft and file via Ecf the Certificate of Service related to the Trustee's motion for transfer of TX cases as filed on the District Court docket
11/05/15	TJM	4.40	Confer w/ M Siedband re Wheeling v. Keach re summary judgment motion and 56(d) affidavit (0.8); Review pretrial order from Wheeling (0.1) and email Trustee re same (0.1); Research re 56(d) (3.4)
11/05/15	TJM	0.20	Edit and revise motion to continue hearing re 2004 examination motion (0.2)
11/05/15	MAS	0.20	Review comments from NH Bragg re: settlement and email Sam Anderson re: same.
11/05/15	MAS	8.00	Complete initial drafting of response to motions to dismiss 2011 transaction complaint and email to RJK with original pleadings and comment.
11/05/15	LKZ	0.10	Confer w/K, Quirk re: service of motion to transfer and review email re: service of same.
11/06/15	LKZ	0.20	Emails w/counsel to Plaintiffs re: motion to transfer cases.
11/06/15	MAS	0.40	Revise settlement agreement in light of exchange NH Bragg and email proposed language to Sam Anderson for review.

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11/06/15	MAS	0.80	Create spreadsheet re: status of settlements of preference adversary proceedings and email same to K. Quirk for review of payments received.
11/06/15	MAS	0.20	Confer with Tim McKeon re: forthcoming 56(d) motion to be filed by Wheeling (re: MSJ / discovery).
11/06/15	MAS	3.00	Follow-up research and notes for updated response to motion to dismiss 2011 transaction complaint AP.
11/06/15	TJM	0.10	Update motion to continue hearing re Rule 2004 motions
11/06/15	TJM	0.10	Wheeling v. Keach - Email counsel for Wheeling re JPO
11/06/15	TJM	0.20	Finalize settlement agreement w/ GH Berlin (0.1) and email GH Berlin re same (0.1)
11/06/15	TJM	2.30	Wheeling v Keach - draft, edit and revise motion in opposition to motion requesting additional time re Rule 56(d) (2.1); Confer M Seidband re same (0.2)
11/07/15	TJM	0.20	Review emails from Trustee re Wheeling motion re request for more time re Rule 56(d) (0.1) and respond re same (0.1)
11/07/15	MAS	3.00	Review RJK revisions and draft updates to response to 2011 transaction complaint and motions to dismiss in light of comments.
11/08/15	MAS	7.00	Final revisions and additions to response to motion to dismiss 2011 transaction complaint, including research on abstention and dissolved partnerships.
11/08/15	TJM	6.90	Draft, edit and revise objection to Wheeling Rule 56(d) relief
11/08/15	TJM	0.10	Email Trustee re motion to continue/extend dates re Rule 2004 motions (0.1)

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11/09/15	TJM	9.00	Edit and revise objection to Wheeling Rule 56(d) request (7.7) and confer Trustee re same (0.4); Draft, edit and revise; objection to Wheeling request for expedite hearing re Rule 56(d) request (0.6); Prepare for hearing re same (0.3)
11/09/15	PM	0.40	Review pretrial order and strategize re. discovery issues.
11/09/15	LKZ	1.00	Review Illinois Plaintiffs' joinder to trustee's motion to transfer (.1); draft joinder to Illinois Plaintiffs' motion to transfer (.6); emails w/A.Stewart re: filing same (.3).
11/09/15	MAS	0.10	Exchange emails with Modern Track re: settlement of preference action and payment.
11/09/15	MAS	5.80	Final revisions and additions to response to Wheeling MTD and Caisse MTDs.
11/09/15	DSA	0.20	Reviewed e-mails concerning issues with settlement of preference actions (.1)
11/09/15	ALS	0.20	Email to R. Keach and L. Zahradka re Class Action Plaintiffs' Response in Support of Ch 11 Trustee's Motion to Transfer (.1); update pleadings with Class Action Plaintiffs' Response in Support of Ch 11 Trustee's Motion to Transfer (.1)
11/09/15	ALS	0.20	Email to R. Keach re CP's Response in Opposition to Motions to Transfer (.1); update pleadings with CP's Response in Opposition to Motions to Transfer (.1)
11/09/15	ALS	0.70	Filing of Joinder to Motion to Transfer Illinois cases (.3); emails from/to L. Zahradka re filing of Joinder to Motion to Transfer Illinois cases (.2); revisions to Joinder to Motion to Transfer Illinois cases (.2)

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11/09/15	ALS	0.10	Docket scheduling re deadline to file Replies to Responses to Motions to Transfer
11/09/15	ALS	0.20	Docket scheduling re Motion to Expedite Hearing and Motion To Enlarge Response Date To The Trustee's Motion For Summary Judgment (.1); update pleadings file with same (.1)
11/10/15	ALS	0.80	Preparation of draft amended certificate of service re Trustee's Joinder to Motion to Transfer filed in derailment litigation (.3); email non-CM/ECF parties attaching Trustee's Joinder to Motion to Transfer (.1); emails from/to L. Zahradka re preparation of draft amended certificate of service and service of pleading upon non-CM/ECF parties (.2); filing of amended certificate of service with Court (.1); email to L. Zahradka re proof of service (.1)
11/10/15	ALS	0.60	Filing of Objection to Motion to Dismiss in Wheeling adversary case (.2); office conference with M. Siedband re revision to Objection to Motion to Dismiss (.1); preparation of certificate of service with respect to Objection to Motion to Dismiss in Wheeling adversary (.2); filing of certificate of service in Wheeling adversary (.1)
11/10/15	ALS	0.70	Filing of Omnibus Objection to Motions to Dismiss in Caisse Du Depot adversary proceeding (.2); draft certificate of service with respect to omnibus objection (.2); service of omnibus objection upon email notice parties (.2); filing of certificate of service with Court with respect to omnibus objection (.1)

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11/10/15	ALS	0.40	Filing of Ninth Consent Motion to Extend the Objection Deadline and Continue the Hearing on the Trustee's Motions for Rule 2004 Examinations with Court (.2); service of same upon notice parties and email distribution list (.2)
11/10/15	DSA	0.10	Reviewed e-mails concerning issues with discovery dispute for Wheeling (.1)
11/10/15	KQ	0.40	Draft and file the Certificate of Service related to the Ninth Consent Motion to Extend the Objection Deadline and Continue the Hearing on the Trustee's Motion for Rule 2004 Examinations
11/10/15	KQ	0.30	Finalize and file the Plaintiff's objection to Defendants motion to Dismiss (Keach v. Wheeling)
11/10/15	KQ	0.30	Finalize and file the Omnibus objection to Motion to Dismiss Complaint in Keach v. Caisse de Depot
11/10/15	KQ	0.20	Finalize and file the Trustee's objection to the motion to expedite the hearing on Wheeling's motion to enlarge response date to the trustee's motion for summary judgment in Wheeling v. Keach
11/10/15	KQ	0.20	Finalize and file the Trustee's objection to Wheeling's motion to enlarge response date to the trustee's motion for summary judgment in Wheeling v. Keach
11/10/15	MAS	0.10	Exchange emails with Trustee and Tim McKeon following hearing on Wheeling's 56(d) motion.
11/10/15	MAS	0.20	Exchange emails with counsel to NH Bragg re: settlement of preference.
11/10/15	MAS	0.30	Review prior correspondence with counsel to Newgistics, retrieve court's 9019 order and exchange emails with counsel.

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11/10/15	MAS	4.00	Redline revisions, and filing objection to Wheeling's motion to dismiss and Caisse de Depot Motions to dismiss (3 in total).
11/10/15	LKZ	0.60	Call w/District Court clerk re: CoS for motion to transfer and emails w/A.Stewart re: same (.1); revise same (.1); review CP opposition to motions to transfer (.3) and draft email to B.Keach re: same (.1).
11/10/15	PM	0.30	Review numerous ECF notices in connection with Wheeling litigation
11/10/15	RND	1.40	Review obj to motion to dismiss filed by caisse de depot
11/10/15	RND	0.80	Review obj to Wheeling motion to dismiss
11/10/15	MAS	0.60	Confer with Tim McKeon in advance of 56(d) hearing.
11/10/15	MAS	0.90	Appear at hearing on Wheeling's 56(d) motion.
11/10/15	TJM	0.20	Finalize for filing motion continuing/extending dates re Rule 2004 examination request (0.2)
11/10/15	TJM	3.90	Finalize objection to Wheeling request for relief re 56(d) (0.9); Finalize objection to Wheeling request for expedited hearing (0.4); Prepare for hearing (0.9) and attend re same (0.9); Email Trustee re status of hearing (0.2) and confer M Seidband re same (0.6)
11/11/15	TJM	0.70	Confer Trustee and M Siedband re hearing re Wheeling request for 56(d) relief (.5); confer with M. Siedband re: same (.2)
11/11/15	TJM	0.20	Review fax and listen to vm from counsel for Zurich and Lexington re TR's motion to enforce plan injunction (0.1) and email TR re same (0.1)
11/11/15	TJM	0.50	Prepare initial disclosures re Keach v. JPMorgan

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11/11/15	TJM	0.60	Draft, edit and revise motion to continue hearing
11/11/15	TJM	1.20	Finalize settlement re Keach v. Fred's plumbing (0.3) and email counsel for Fred's re same (0.1); Review email from GH Berlin re settlement re Keach v. GH Berlin (0.1) and respond re same (0.1); Draft, edit and revise settlement agreement re Keach v. Andersons (0.5) and email S Anderson re same (0.1)
11/11/15	MAS	0.70	Confer with Tim McKeon and trustee re: outcome of Wheeling's 56(d) motion and pleading required by bankruptcy court (.5); confer with Tim McKeon re: same (.2).
11/11/15	LKZ	2.00	Review district court docket entry re: attendee list (.1); draft email to notice list re: same (.1); emails w/B.Keach re: same (.1); begin draft list of attendees (.2); review and summarize CP objection to motion to transfer (.6); review pleadings underlying plaintiffs' motion to hold CP in contempt (.7) and emails w/B.Keach re: same (.1).
11/11/15	KQ	0.50	Draft schedule of service parties in the district court (TX Transfer) cases
11/11/15	KQ	0.40	Finalize and file the Certificate of Service related to the Ninth Consent Motion to Extend Response Deadlines regarding Union Tank, GE, First Union, and Trinity
11/11/15	KQ	0.40	Finalize and file the Consent Motion to Extend the Deadline to Respond to the Trustee's Motion to Enforce
11/11/15	KQ	0.50	Draft and file the Certificate of Service related to the Consent Motion to Extend the Deadline to Respond to the Trustee's Motion to Enforce

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11/12/15	KQ	0.20	Finalize and file the Trustees Statement in Opposition to Wheeling & Lake Erie Railway Co.s Motion Under Rule 7056 (Fed. R. Civ. P. 56(d)) and in Support of the Trustees Motion for Summary Judgment
11/12/15	KQ	0.30	Draft and file the Certificate of Service related to the Trustees Statement in Opposition to Wheeling & Lake Erie Railway Co. Motion Under Rule 7056 (Fed. R. Civ. P. 56(d)) and in Support of the Trustees Motion for Summary Judgment
11/12/15	LKZ	3.30	Revise attendee list for 11/17 hearing (.5); emails w/notice list re: same (.2); review Illinois Plaintiff's draft response to CP objection (.4); confer w/B.Keach re: same (.4); begin outline of response to CP Objection (.5); research re: same (.4); confer w/B.Keach re: same (.3); preparation for oral argument on same (.6).
11/12/15	TJM	4.10	Edit, revise and finalize Trustee statement re impact of Wheeling motion for summary judgment on distribution of settlement proceeds (3.7); Review statement filed by Wheeling (0.4)
11/12/15	TJM	0.30	Review email from counsel for Fred's Plumbing re settlement payment re preference claim and respond re same (0.1); Email GH Berlin re fully executed copy of settlement agreement (0.1); Email Andersons re settlement agreement (0.1)
11/12/15	TJM	2.40	Draft, edit and revise discovery requests Keach v. CP

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11/13/15	TJM	0.40	Emails F Caruso re initial disclosures in Keach v. JPMorgan (0.1) and revise initial disclosures re same (0.1); Draft, edit and revise initial disclosures re NBSR (0.1); Draft, edit and revise initial disclosures re MNR (0.1)
11/13/15	LKZ	4.10	Draft outline for reply in support of motion to transfer (.2); research i/c/w same (1.1); draft reply (2.4); confer w/B.Keach re: same (.1); revise same (.2); emails w/A.Stewart re: filing version of same (.1).
11/13/15	MAS	0.10	Exchange emails with counsel to Modern Track re: settlement.
11/13/15	MAS	0.10	Email fully executed settlement agreement to Modern Track.
11/13/15	MAS	0.60	Draft motion to extend deadline to answer for Modern Track and filing same.
11/13/15	MAS	0.60	Draft motion to extend deadline to answer for Summit Railroad and attention to filing same.
11/13/15	KQ	0.30	Draft Certificate of Service related to the Ch. 11 Trustee's Reply in Support of Motion to Transfer Personal Injury Tort Claims
11/13/15	KQ	0.60	Finalize, file and serve the consented to motions to extend time in the adversary proceeding cases involving Summit Railroad and Modern Track Machinery
11/13/15	KQ	0.30	Draft and file the Certificates of Service related to the consented to motions to extend time in the adversary proceeding cases involving Summit Railroad and Modern Track Machinery
11/13/15	DSA	0.10	Reviewed initial disclosure for preference action (.1)

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11/13/15	ALS	0.30	Filing of Reply in Support of Motion to Transfer in derailment litigation (.2); revision to certificate of service with respect to Reply in Support of Motion to Transfer (.1)
11/16/15	ALS	1.80	Continue work on conflict list for U.S. District Court with respect to derailment litigation
11/16/15	ALS	1.40	Filing of Chapter 11 Trustee's Statement Regarding Parties and Their Counsel in Connection with Order Adoption Bankruptcy Court Order Confirming Trustee's Revised First Amended Plan of Liquidation, along with Exhibits A, B, C and D with Court (.2); email to R. Keach and L. Zahradka re filing of Chapter 11 Trustee's Statement with Court (.1); filing of revised exhibits to Trustee's Statement (.2); revise exhibits to Trustee's Statement per U.S. District Court's request (.9)
11/16/15	ALS	0.10	Emails to/from L. Zahradka re Order of Recusal entered in derailment cases
11/16/15	LKZ	1.40	Draft statement in connection with conflicts list for district court (.5); confer w/A.Stewart (.2), B.Keach (.1) re: same; revise statement per B.Keach (.1); review exhibits of parties and counsel (.2); call w/District Court re: same (.1); call w/A.Stewart re: same (.1); review revised exhibits for same (.1).
11/17/15	TJM	0.90	Review Wheeling discovery (0.8); Confer A Stewart re calendaring response deadlines (0.1)
11/17/15	TJM	0.10	Email S Anderson re initial disclosure re preference actions re Irving Railroads

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11/17/15	TJM	0.20	Review initial disclosures to CP (0.1) and email P McDonald re same (0.1)
11/17/15	TJM	0.70	Prepare for hearing re motion to enforce (0.4) and attend re same (0.3)
11/17/15	ALS	0.10	Office conference with L. Zahradka re reassignment of derailment litigation in U.S. District Court
11/17/15	ALS	0.10	Docket scheduling re response deadline re: CP's Motion to Vacate the July 24, 2015 Stay Stipulation and Order
11/17/15	KQ	3.30	Draft schedule of matters and related parties requested by the District Court
11/18/15	KQ	1.60	Prepare schedule of cases and parties transferred to the District Court from other states
11/18/15	DSA	0.10	Reviewed e-mails and e-mailed parties concerning issues with initial disclosures
11/18/15	TJM	0.20	TC w/ counsel for Andersons re settlement agreement and case status (0.2);
11/18/15	TJM	1.90	Draft, edit and revise response to Wheeling discovery demands (0.8); Research re discoverability of settlement negotiations (1.1)
11/18/15	TJM	0.50	Finalize initial disclosures re Keach v NBSR (0.2); Finalize initial disclosures re Keach v. MNR (0.2); Email counsel for NBSR and MNR re initial disclosures (0.1)
11/18/15	TJM	0.20	Finalize initial disclosures re Keach v. CP (0.1) and email CP counsel re same (0.1)
11/18/15	LKZ	2.70	Revise list of civil actions before district court (1.2); emails w/counsel to Plaintiffs (.1), B.Keach (.1) re: same; emails w/District Court clerk re: same (.1); call w/counsel to Plaintiffs re: same (.3); further revise list accordingly (.7);

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			follow-up emails w/counsel to Plaintiffs (.1), District Court (.1).
11/18/15	PM	0.20	Review draft Initial Disclosures and email to Tim McKeon re. same.
11/19/15	LKZ	0.10	Revise chart of civil cases and email w/District Court re: same.
11/19/15	TJM	2.10	Research re discoverability of settlement negotiations (1.4); Draft, edit and revise response to Wheeling document demands (0.7);
11/19/15	TJM	0.60	Review order granting Motion to Enforce (0.1) and email Trustee re same (0.1); Confer B Colwell re costs/expenses for bringing motion (0.3); Review proof of claim re Lexington re service of order (0.1)
11/19/15	BBC	0.50	Confer with T McKeon re: fees for motion to enforce re: Zurich (0.3); calculate fees per proposed order (0.2).
11/20/15	ALS	0.60	Office conference with T. McKeon re responses to Wheeling's request for production of documents
11/20/15	ALS	0.10	Docket scheduling telephone conference in derailment litigation pending in the U.S. District Court for the District of Maine
11/20/15	DSA	0.10	Reviewed e-mails concerning issues with status of preference actions (.1)
11/20/15	TJM	0.70	Email opposing counsel re copy of order granting Motion to Enforce (0.1) and confer Trustee re same (0.2); Draft cover letter to service counsel for Insurance Plaintiffs re order (0.2) and draft same to opposing counsel (0.1) and confer K Bigelow re same (0.1)
11/20/15	TJM	0.30	Review settlement agreement re Keach v. Andersons re comments from Andersons (0.3)

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11/20/15	TJM	3.50	Confer w/ A Stewart re response to Wheeling discovery demands (0.6); Confer Trustee re same (0.1); Review and revise responses to discovery demands (1.5); Confer M Siedband re case status and strategy (0.8); Review document request from Wheeling to Irving (0.2) and confer M Seidband re same (0.3)
11/20/15	MAS	0.80	Confer with Tim McKeon re: Wheeling discovery requests, including 3rd party subpoenas, potential timeline for responses and strategy (re: MSJ for Wheeling claims).
11/20/15	LKZ	0.50	Review docket entry re: telephonic conference (.1); draft email to counsel to settling defendants re: same (.2); update attendance list for same (.1); emails w/District Court re: same (.1).
11/23/15	LKZ	1.30	Revise spreadsheet of civil cases (1.0); emails w/B.Keach re: same (.1); email w/counsel to settling defendants re: attendance at same (.2).
11/23/15	TJM	2.80	Research re response to emergency motion by Zurich re motion to enforce (0.9); Draft, edit and revise response to emergency motion by Zurich re motion to enforce (1.9)
11/23/15	TJM	0.60	Draft, edit and revise response re Wheeling request for discovery
11/23/15	TJM	1.30	Draft, edit and revise motion to extend/continue deadlines re preference action re Fred's (0.4); re GH Berlin (0.5); re Andersons (0.4)
11/23/15	TJM	0.30	Review documents re discovery re Keach v. JPMorgan
11/23/15	ALS	0.40	Docket scheduling re pretrial order in Wheeling v. Keach adversary proceeding

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11/23/15	ALS	0.20	Emails from/to L. Zahradka re dial-in information for upcoming telephonic conference with Judge Nivison with respect to derailment litigation
11/24/15	ALS	0.50	Filing of Consent Motion to Extend Time to File Answer to Complaint filed in The Andersons, Inc. adversary proceeding (.2); preparation and filing of certificate of service in The Andersons, Inc. adversary proceeding (.2); Service of Consent Motion to Extend Time to File Answer to Complaint filed in The Andersons, Inc. upon Defendant (.1)
11/24/15	ALS	0.20	Telephone call to M. Thibodeau at U.S. District Court for the District of Maine requesting dial-in information for 12/2 conference call with Judge Nivison (.1); email to L. Zahradka re follow-up re dial-in information for 12/2 conference with respect to derailment litigation (.1)
11/24/15	ALS	0.10	Office conference with T. McKeon re filing of consent motions to extend time in preference actions
11/24/15	KQ	0.20	Finalize and file via ECF the third consent motion to extend the answer deadline in the adversary matter of Keach v. GH Berlin
11/24/15	KQ	0.30	Draft and file the Certificate of Service related to the third consent motion to extend the answer deadline in the adversary matter of Keach v. GH Berlin
11/24/15	TJM	4.30	Draft, edit, revise and finalize response to Zurich's Emergency Motion (2.8); TC w/ Trustee re same (0.2); Confer J Lewis re same (0.1); Email Court and opposing counsel re same (0.1); Court call w/ Court re emergency motion (1.1)

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11/24/15	TJM	0.30	Finalize motion to extend objection deadline re Andersons (0.2); and GH Berlin (0.1)
11/24/15	MAS	0.20	Exchange emails with counsel to Wheeling/Frank Turner re: informal discovery issues.
11/24/15	LKZ	0.90	Substantial emails w/counsel to civil action defendants re: attendance at 12/2 hearing (.5) and revise list of same (.4).
11/25/15	MAS	0.50	Exchange numerous emails with counsel to Wheeling/Turner re: informal discovery questions/requests (.3) and confer with trustee and Tim McKeon re: same (.2)
11/25/15	TJM	0.20	Confer M Siedband re case status and strategy re Keach v Caisse(0.2)
11/27/15	DSA	0.10	Reviewed e-mails relating to scheduling of preference actions (.1)
11/30/15	KQ	0.10	E-mail to Michelle Thibodeau at the US District Court regarding parties participating in telephone conference on Trustee's motion to transfer the TX cases
11/30/15	ALS	0.20	Review Wheeling discovery demands per T. McKeon's request
11/30/15	RND	0.10	Review email with R. Keach re: CP litigation
11/30/15	TJM	0.40	Edit and revise settlement agreement re Andersons re preference action (0.4)
11/30/15	TJM	0.50	Review documents re discovery re Keach v. JPMorgan (0.2); Review email from counsel for JPMorgan re review of documents (0.1) and respond re same (0.1); Review file re same (0.1)
11/30/15	TJM	0.40	Review file re status of admin claims (0.2); Draft, edit and revise motion to extend deadlines re admin claims (0.2)

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11/30/15	TJM	3.30	Review file re drafting requests for admissions (0.3); Draft, edit and revise response to Wheeling document demand (3.0)
11/30/15	LKZ	1.20	Finalize list of attendees for 12/2 telephonic conference (.4); emails w/Clerk of Court re: same (.1); draft submission to Judge Nivison in advance of conference (.7).
12/01/15	LKZ	1.30	Revise statement to Judge Nivison (1.0); emails w/B.Keach re: same (.1); revise same (.1); emails w/K.Quirk re: filing same (.1).
12/01/15	TJM	1.40	Review and revise response to Wheeling discovery demands (1.1) and confer A Stewart re same (0.2) and email Trustee re same (0.1)
12/01/15	TJM	3.20	Draft, edit and revise document demands and interrogatories on CP
12/01/15	TJM	0.50	Confer S Anderson re preference settlement re Andersons (0.1) and revise re same (0.2); Confer S Anderson re preference action re JPMorgan (0.1); Email F Caruso re documents supporting preference action re JPMorgan (0.1)
12/01/15	ALS	0.40	Docket scheduling with respect to extended deadlines in GH Berlin and The Andersons adversary cases
12/01/15	ALS	0.10	Docket scheduling re status conference scheduled in Helm adversary proceeding
12/01/15	KQ	0.50	Revise to include Certificate of Service, finalize and file the Trustee's Statement in Connection with Telephone Conference Scheduled for December 2, 2015 in the district court transfer cases
12/01/15	DSA	0.70	Conference with T. McKeon concerning issues with preference actions (.1); telephone conference with F. Caruso concerning issues with preference actions and financials (.4); reviewed District Court filings in relation

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12/02/15	DSA	0.50	to the status conference (.2) Reviewed e-mails and e-mailed parties concerning issues with JP Morgan preference action (.1); reviewed replies to objection to motion to dismiss the recharterization complaints (.2); reviewed additional replies to same (.2)
12/02/15	LKZ	1.70	Revise list of attendees for 12/2 status conference (.2) and emails w/constituents re: same (.2); prep for (.2) and attend (1.1) telephonic conference w/J.Nivison re: matters before district court.
12/02/15	ALS	0.80	Assist T. McKeon re responses to Wheeling's document request (.5); office conference with T. McKeon re response to Wheeling's document request (.3)
12/02/15	TJM	0.10	TC w/ counsel for JPMorgan re stipulation of dismissal (0.1)
12/02/15	TJM	0.20	Confer A Cummings re receipt of settlement payment from Fred's Plumbing (0.1); Review and respond to email from counsel for Fred's re same (0.1)
12/02/15	TJM	0.80	Confer A Stewart re responsive documents re Wheeling request for documents (0.3) and review file re same (0.5)
12/02/15	TJM	0.10	Review CP initial disclosures (0.1)
12/02/15	PM	0.20	Email communications with Bob Keach re. CP discovery and new action against CP; review article sent by Bob Keach re. same.
12/02/15	MAS	0.20	Exchange emails with counsel to NH Bragg re: deposit of settlement check and dismissal of case.

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12/02/15	MAS	0.50	Review executed settlement agreement from counsel to Summit Railroad, obtain trustee's signature and email counsel with fully executed agreement.
12/02/15	MAS	2.50	Retrieve four reply briefs from Wheeling UFTA and 2011 transaction complaint, initial review and draft note to trustee re: same.
12/03/15	MAS	2.00	Review of reply briefs in Wheeling UFTA and 2011 transaction adversary proceedings.
12/03/15	LKZ	0.10	Review Judge Nivison report on status conference.
12/03/15	TJM	0.20	Email opposing counsel re stipulation of dismissal re Keach v. JPMorgan (0.1); Finalize re same for filing (0.1)
12/03/15	TJM	1.10	Research re objection to CP motion for jury trial
12/03/15	TJM	1.30	Review motion to compel filed by Wheeling (0.4); TC w/ counsel for CP re same (0.3); Confer M Siedband re same (0.6)
12/03/15	TJM	0.90	Review email from counsel for Andersons re settlement agreement (0.1) and review settlement agreement re same (0.1) and TC w/ counsel for Andersons re same (0.1); Confer w/ S Anderson re same (0.6)
12/03/15	ALS	0.30	Filing of Stipulation of Dismissal in JPMorgan adversary proceeding (.2); preparation of Certificate of Service for filing in JPMorgan adversary proceeding (.1)
12/03/15	ALS	0.20	Docket scheduling re Hearings re: Motion to Expedite Hearing & Motion to Compel Compliance With Subpoenas Served on Canadian Pacific Railway Company
12/03/15	ALS	0.10	Email to R. Keach re Report of Telephone Conference and Order issued by Judge Nivison

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12/03/15	DSA	0.40	Reviewed orders of the District Court relating to CP litigation (.1); conference with T. McKeon concerning issues with releases in preference agreements (.3)
12/04/15	DSA	0.10	Reviewed e-mails concerning issues with Anderson's settlement agreement (.1)
12/04/15	ALS	0.30	Update docket scheduling with respect to adversary proceeding against JPMorgan in response to Stipulation of Dismissal
12/04/15	TJM	0.10	Review email from Trustee and respond re same re copy of motion for summary judgment to counsel for WFS
12/04/15	TJM	0.20	Review CP Motion for Jury Trial
12/04/15	TJM	0.20	Email opposing counsel re sign off on motion continuing hearing (0.1); Finalize motion continuing hearing and extending dates (0.1)
12/04/15	TJM	3.90	Review Wheeling motion to compel re CP (0.4); Confer M Siedband re same (0.5); Draft, edit and revise response re same (3.0)
12/04/15	TJM	0.40	Research local rules and standing orders re preliminary hearings re motions to dismiss (0.2) and confer A Stewart re same (0.2)
12/04/15	MAS	0.50	Draft email to Bob Keach re: hearing on motions to dismiss in adversary proceeding, nature of hearing being non-dispositive / non-substantive, and provide timeline/backup for Wheeling's allegation of failure to provide documents.
12/05/15	TJM	2.60	Draft, edit and revise response to Wheeling motion to compel discovery re CP
12/05/15	DSA	0.20	Reviewed e-mails and motion for CP jury trial (.2)
12/05/15	LKZ	0.10	Emails w/B.Keach re: opposition to CP motion for jury trial.

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12/07/15	KQ	0.20	Finalize and file the Trustee's response to Wheeling's Motion to Compel CP in Wheeling v. Keach
12/07/15	KQ	0.30	Draft and file the Certificate of Service related to the Trustee's response to Wheeling's Motion to Compel CP in Wheeling v. Keach
12/07/15	DSA	0.30	Reviewed e-mails relating to motions to dismiss 2011 transaction claims (.2); reviewed responses to motion to compel file by Wheeling (.1)
12/07/15	TJM	0.20	Review case file re status of objection of Wheeling claim and adversary proceeding (0.1) and email Trustee re same (0.1)
12/07/15	TJM	0.70	Review materials re preparation for hearings re MMA re Wheeling
12/07/15	TJM	1.30	Finalize response to Wheeling's motion to compel re CP (1.0); Confer M Siedband re same (0.2); Confer Trustee re same (0.1)
12/07/15	MAS	0.50	Investigate status of settlement payment from preference recipients (deposit and availability status).
12/07/15	MAS	0.40	Exchange emails with counsel to NH Bragg (preference recipient), including draft language for potential stipulation of dismissal.
12/07/15	MAS	2.80	Review pleadings and draft outline for Bob Keach re: hearings on motions to dismiss in Wheeling UFTA complaint and 2011 transaction complaint.
12/08/15	MAS	1.00	Appear at hearing on motions to dismiss (Wheeling UFTA and 2011 transaction complaints).
12/08/15	MAS	0.70	Draft stipulation of dismissal and attention to filing of same.

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12/08/15	MAS	0.10	Email counsel to NH Bragg (preference recipient) re: status of dismissal.
12/08/15	TJM	1.60	Prepare for hearing (0.6) and attend re same (0.4); Travel to and from court (0.6)
12/08/15	TJM	0.40	Draft stipulation of dismissal re Keach v. Fred's Plumbing (0.2) and email opposing counsel re same (0.1) and giving notice to clerks' office (0.1)
12/08/15	DSA	0.10	Reviewed e-mails and orders concerning Wheeling discovery and transfer of cases (.1)
12/08/15	KQ	0.30	Finalize and file the Stipulation of Dismissal in the adversary matters involving Fred's Plumbing and N.H. Bragg
12/08/15	KQ	0.10	File via ECF the Stipulation of Dismissal in the adversary proceeding involving N.H. Bragg & Sons
12/08/15	ALS	0.10	Docket scheduling re oral argument on motions to transfer
12/09/15	ALS	0.20	Update docket scheduling in preference cases
12/09/15	KQ	0.40	Draft and file the Certificates of Service for the Stipulations of Dismissal in the adversary proceedings involving Fred's Plumbing & Hearing and N.H. Bragg
12/10/15	LKZ	2.50	Review CP motion for jury trial (.5); research re: same (2.0).
12/10/15	CBB	0.40	Legal research in connection with litigation matters
12/10/15	ALS	0.30	Office conference with T. McKeon re Wheeling's discovery requests (.2); review email from T. McKeon re same (.1)
12/10/15	ALS	0.20	Update docket scheduling in Caisse De Depot adversary proceeding
12/10/15	ALS	0.10	Docket scheduling re final hearing on Wheeling's Motion to Dismiss Adversary Proceeding

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12/10/15	ALS	0.20	Update docket scheduling re oral arguments on motions to transfer derailment litigation
12/10/15	TJM	5.00	Research re objection to CP motion re jury trial
12/11/15	TJM	0.10	Email P McDonald re discovery demands re CP (0.1)
12/11/15	TJM	2.90	Research re opposition to CP motion re jury trial
12/11/15	MAS	0.20	Exchange emails with counsel to Summit Railroad and check on status of settlement payment.
12/11/15	PM	0.20	Review CP Motion for Jury Trial and email to Bob Keach re. same.
12/11/15	RND	0.10	Email with R. Keach re: meeting to discuss Carmack Complaint
12/11/15	LKZ	0.60	Research re: waiver of right to jury trial in bankruptcy case (.6).
12/13/15	TJM	2.60	Research and review research re response to CP motion requesting jury trial (1.3); Draft, edit and revise response to CP motion requesting jury trial (1.3)
12/14/15	TJM	0.30	Confer Trustee re discovery demands on CP (0.1) and edit and revise re same (0.3)
12/14/15	TJM	0.10	Confer Trustee re discovery demands on CP
12/14/15	TJM	1.40	Confer w/ Trustee and A Stewart re response to Wheeling discovery demands (0.3); Edit and revise response to Wheeling discovery demands (1.0); Email opposing counsel re responses (0.1)
12/14/15	TJM	1.70	Draft, edit and revise expert designation re Keach v. NBSR (0.8); TC w/ F Caruso re same (0.2); Emails w/ the Trustee re same (0.3); Review DSI insolvency opinion (0.2); Emails w/ F Caruso re same (0.2)

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12/14/15	TJM	0.50	Andersons - Emails w/ Trustee re settlement agreement (0.2) and revise re same (0.2); Email counsel for Andersons re same (0.1)
12/14/15	MAS	1.50	Final review of settlement payments, draft notices of dismissal for Modern Track and Summit Railroad preference actions, and attention to filing same.
12/14/15	MAS	0.10	Email notice of dismissal to opposing counsel (Summit Railroad) re: preference action.
12/14/15	KQ	0.10	Finalize and file the Notice of Dismissal in the adversary proceedings involving Modern Track Machinery and Summit Railroad
12/14/15	KQ	0.20	Prepare and send e-mail service of the Notice of Dismissals in the adversary proceedings involving Modern Track Machinery and Summit Railroad
12/14/15	DSA	0.30	Reviewed e-mails concerning issues with terms of preference settlement agreements (.3)
12/14/15	ALS	0.10	Email to K. Quirk re filing of notices of dismissals in preference actions
12/14/15	ALS	0.20	Meeting with R. Keach and T. McKeon re discovery with respect to Wheeling's request for production of documents
12/15/15	DSA	0.10	Reviewed e-mails concerning issues with preference settlement and designations (.1)
12/15/15	PM	1.10	Review and revise discovery request to Canadian Pacific Railway.
12/15/15	TJM	0.50	Finalize discovery re CP
12/15/15	TJM	0.60	Review documents re response to Wheeling discovery demands
12/15/15	TJM	5.40	Draft, edit and revise motion in opposition to CP request for jury trial
12/16/15	TJM	5.00	Draft, edit and revise motion in opposition to CP request for jury trial

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12/17/15	TJM	5.60	Draft, edit and revise motion in opposition to CP request for jury trial
12/17/15	TJM	0.20	Finalize settlement agreement w/ Andersons (0.1) and email opposing counsel re same (0.1)
12/17/15	TJM	0.30	Review documents re discovery production re Wheeling
12/17/15	DSA	0.20	Reviewed filings relating to CP litigation (.2)
12/17/15	BBC	0.90	Review and revise objection to CP's motion for jury trial.
12/18/15	ALS	0.30	Review adversary dockets for docket scheduling purposes
12/18/15	ALS	0.60	Office conferences (x2) with T. McKeon re discovery re Wheeling's request for production of documents (.2); prepare document production for transmittal to counsel for Wheeling (.4)
12/18/15	DSA	0.30	Further review of CP's motion to dismiss (.3)
12/18/15	KQ	0.20	File via ECF the Plaintiff's Notice of Dismissal in the adversary matter involving GH Berlin
12/18/15	KQ	0.60	Send service of the notice, and draft and file the Certificate of Service related to the Plaintiff's Notice of Dismissal in the adversary matter involving GH Berlin
12/18/15	KQ	0.20	Finalize and file the objection to the motion for jury trial in the adversary proceeding Keach v. World Fuel
12/18/15	KQ	0.30	Draft and file the Certificate of Service for the objection to motion for jury trial in the adversary proceeding Keach v. World Fuel
12/18/15	TJM	1.90	Draft, edit, revise and finalize opposition to CP request for jury trial

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12/18/15	TJM	0.30	Draft, edit, revise and finalize notice of dismissal re Keach v. GH Berlin (0.2) and email opposing counsel re same (0.1)
12/18/15	TJM	0.60	Finalize document production to Wheeling
12/21/15	TJM	0.10	Email opposing counsel (Andersons) re status of settlement
12/21/15	TJM	2.30	TC w/ counsel for Wheeling re discovery dispute (0.8); Review responses to discovery demands and related material (0.8); Review list of documents in storage (0.5); Confer w/ Trustee re TC w/ counsel for Wheeling (0.2)
12/21/15	DSA	0.20	Reviewed objection to jury trial request from CP (.1); reviewed letters to various courts concerning issues with rulings on various motions in wrongful death cases (.1)
12/22/15	ALS	0.20	Email to R. Keach attaching CP's Amended Motion to Dismiss filed in the derailment litigation (.1); docket scheduling response deadlines re CP's Amended Motion to Dismiss (.1)
12/22/15	ALS	0.10	Email to R. Keach re CPs Amended Motion to Dismiss filed in both the Roy and Grimard cases
12/22/15	ALS	0.10	Docket scheduling re response deadline re: CP's Amended Motion to Dismiss and Incorporated Memorandum of Law in Support of Motion to Dismiss
12/22/15	TJM	0.10	Email counsel for Andersons re fully executed copy of settlement agreement and payment
12/22/15	TJM	0.30	TC w/ counsel for Irving re preference actions (0.1) and emails re same (0.2)

Total	10	280.50	

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11/02/15	LKZ	3.50	Draft joint notice to Settling Defendants of confirmation and sanction orders becoming final orders (2.9); review Irving settlement I/c/w same same (.2); emails w/B.Keach re: same (.1); revise same (.3).
11/03/15	LKZ	0.40	Revise notice of confirmation order becoming final (.2); emails w/Gowlings, B.Keach, Adessky (.1) re: same; further revise joint notice (.1).
11/04/15	LKZ	1.40	Further revise joint notice of order finality (.7); emails w/B.Keach re: same (.2); further revise notice (.2); emails w/B.Keach re: same (.1); review finalized notice (.2).
11/04/15	ALS	0.20	Emails from/to L. Zahradka re deadlines associated with plan confirmation
11/04/15	ALS	0.20	Office conference with T. McKeon re confirmation order (.1); email to T. McKeon re confirmation order and associated deadlines (.1)
11/05/15	LKZ	0.60	Emails w/A.Adessky, B.Keach re: notice of final orders (.2); further revise same (.2); call w/Gowlings re: same (.1); confer w/B.Keach re: same (.1).
11/06/15	LKZ	0.60	Emails w/B.Keach (.3) and calls w/A.Stewart (.2) re: service list for notice of final orders; emails w/K&E re: proposed amendment to WFS settlement agreement (.2).
11/07/15	LKZ	0.20	Emails w/B.Keach, WD Trustee re: confirmation order.
11/09/15	LKZ	1.50	Emails w/WD Trustee re: confirmation order, WD Trust bonding requirements (.2); update plan timeline (.2); review chart of timeframes for Settling Defendants to make payments (.3); confer w/B.Keach re: same (.4); call w/H.Miles re: background for WD Trust (.3); emails

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11/09/15	ALS	0.20	w/B.Keach re: same (.1). Emails from/to L. Zahradka re settlement agreement funding grid
11/10/15	BBC	0.10	Review email from L Zahradka re: effective date of plan.
11/10/15	LKZ	3.60	Review letter re: criminal retainers for D&Os (.2); review emails from D&Os re: same (.4); confer w/A.Cummings re: wire instructions for same (.2); emails w/Dentons (.1), A.Cummings (.1) re: fully executed copy of GA settlement agmt; call (.2) and emails (.2)(.1) w/N.Tomer re: certificate of trust for WD Trust; call w/UST re: WD Trustee bonding requirement (.2) and emails w/B.Keach re: same (.1); review proposed amendment to WFS settlement agmt (.3), WFS settlement agmt (.4) and plan (.2) i/c/w same; emails w/B.Keach (.1), counsel to WFS (.1) re: same; call w/counsel to settling defendant re: funding deadline (.1); review notice to settling defendants of final orders (.1) and substantial emails w/counsel to settling defendants re: same (.5).
11/11/15	LKZ	1.30	Confer w/A.Cummings re: wire information for D&O criminal retainers (.2); review amended notice of dismissal (.1); draft list of upcoming plan deadlines (.2) and confer w/B.Keach re: same (.4); review sig pages for GA settlement agreement (.1) and emails w/counsel to D&Os re: same (.1); review plan for claim objection deadline (.1) and emails w/A.Stewart re: same (.1).

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11/12/15	ALS	0.20	Emails from/to J. Geller re upcoming hearing on motion to enforce plan injunction (.1); office conference with T. McKeon re status of hearing on motion to enforce plan injunction (.1)
11/12/15	ALS	0.10	Emails from/to L. Zahradka re plan-related deadlines
11/12/15	LKZ	1.10	Call w/UST re: WD Trustee bond amount (.1); emails w/B.Keach re: same (.1); emails w/counsel to WD Plaintiffs re: client addresses for notice of disbursements (.1); draft amendment to Irving Settlement Agreement (.4); emails w/B.Keach re: same (.1); emails w/B.Keach (.1), A.Adessky (.1), counsel to WFS (.1) re: amendment to WFS settlement agmt.
11/16/15	LKZ	1.00	Emails w/B.Keach re: Irving Settlement Agmt Amendment (.1); revise same (.1); emails w/WFS counsel re: certificate of trust (.1); emails w/WFS counsel re: status of WFS settlement agreement amendment (.1); confer w/A.Stewart (.3), B.Keach (.3) re: notice of vacating order adopting confirmation order.
11/17/15	LKZ	1.20	Call w/I.Gilbert re: WD Trust (.1); confer w/N.Toner re: certificate of trust (.1); calls w/District Court clerk re: timing for confirmation order adoption (.2); emails w/A.Stewart re: prep of chart of civil actions for district court (.1) and confer w/K.Quirk re: same (.2); confer w/B.Keach re: same (.1); emails (.2) and calls (.2) w/Plaintiffs' counsel re: same.
11/17/15	NAT	1.20	Revise, review and finalize the certificate of trust for the WD Trust.
11/17/15	IMG	3.10	Review plan to draft Certificate of Trust.

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11/18/15	LKZ	0.40	Review district court order adopting confirmation order (.2); emails w/B.Keach (.1), constituents (.1) re: same.
11/20/15	LKZ	0.20	Call w/P.Matousek re: effective date timing.
11/23/15	LKZ	0.90	Draft notice of intent to distribute to WD Beneficiaries (.8); emails w/B.Keach re: same (.1).
11/24/15	LKZ	1.00	Emails w/B.Keach (.2), counsel to plaintiffs (.3) re: draft notice to claimants of intent to distribute; confer w/B.Keach re: same, plan progress (.5).
11/25/15	LKZ	0.40	Emails w/B.Keach (.1), plaintiffs' counsel (.1) re: notices to WD Trust Beneficiaries; emails w/constituents re: plan progress (.2).
12/01/15	LKZ	0.70	Prep for (.1) and call w/ (.6) WD Trustee re: next steps.
12/02/15	LKZ	0.40	Emails w/WD trustee, plaintiffs' counsel re: WD Trust Agmt, Certificate of Trust (.2); analysis re: State of ME re: tax treatment under plan (.1) and emails w/B.Keach, F.Caruso re: same (.1).
12/04/15	LKZ	0.50	Review email re: certificate of finality of confirmation order (.1), emails w/B.Keach re: same (.1); draft same (.3).
12/07/15	LKZ	0.80	Emails w/B.Keach re: notice to WD beneficiaries of intent to distribute (.1) and revise same (.4); emails w/ (.1) and confer w/ (.2) B.Keach re: certificate of finality of confirmation order.
12/08/15	LKZ	0.40	Emails w/A.Stewart re: notice to WD Trust beneficiaries (.1); revise same (.1) and emails w/B.Keach re: same (.1); review Sternklar comments to same and emails w/B.Keach re: same (.1).

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12/08/15	ALS	0.30	Emails from/to L. Zahradka re notice to WD Trust Beneficiaries (.1); review certificates of service re service of the confirmation order, plan, etc. (.2)
12/08/15	RND	0.10	Emails with L. Zahradka re: Plan Effective Date
12/09/15	DSA	0.10	Reviewed e-mails concerning issues with release of funds from the escrow for Railworld (.1)
12/10/15	DSA	0.70	Reviewed e-mails and e-mailed escrow agent concerning Railworld escrow (.2); telephone conferences with Monument Title and P. Maxcy concerning issues with Railworld escrow (.4); reviewed e-mails relating to related orders entered in case (.1)
12/11/15	DSA	0.70	Reviewed e-mails relating to Railworld escrow (.1); reviewed and made changes to amendment to Railworld escrow agreement (.3); attended department meeting on steps forward in case (.3)
12/11/15	LKZ	0.30	Revise notice of finality of confirmation order (.1) and confer w/B.Keach re: same (.1); emails w/WD Trustee re: open items (.1).
12/14/15	LKZ	0.80	Revise notice of confirmation order becoming final order (.2) and emails w/B.Keach re: same (.1); draft notice of effective date (.3); emails w/B.Keach re: same (.1) and revise same (.1).
12/14/15	DSA	0.30	Reviewed and made further changes to Railworld escrow agreement and e-mailed parties concerning same (.3)
12/15/15	DSA	0.10	Reviewed e-mails and e-mailed Railworld concerning escrow agreement (.1)

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12/15/15	LKZ	1.70	Emails w/counsel to Canada re: settlement funding logistics (.2); review MMAC tax forms and analysis in connection therewith (.9); confer w/N.Toner (.3), B./Keach re: same (.2); revise forms accordingly (.1).
12/15/15	BBC	0.20	Review email from Prime Clerk re: effective date (0.1); review email from L Zahradka re: effective date (0.1).
12/17/15	LKZ	2.80	Emails w/B.Keach re: notice of finality of confirmation order (.1); emails re: funding WD trust (.2); analysis re: FRA liens I/c/w plan distribution (2.0) and draft email to B.Keach re: same (.3); confer w/B.Keach re: same (.2).
12/18/15	LKZ	1.30	Revise notice of confirmation order becoming final (.2) and notice of effective date (.2); review rules re: service of same (.6) and emails w/B.Keach (.2), K.Quirk (.1) re: same.
12/21/15	LKZ	0.50	Revise notices of orders becoming final (.2) and emails w/B.Keach (.2), constituents (.1) re: same.
12/21/15	DSA	0.20	Reviewed notice filed concerning the effectiveness of the plan (.1); reviewed e-mails and e-mailed parties concerning issues with Railworld escrow payment (.1)
12/21/15	ALS	0.30	Filing Notice of Finality of Order Confirming Trustee's Revised First Amended Plan of Liquidation Dated July 15, 2015 and Authorizing and Directing Certain Actions In Connection Therewith (.2); email to R. Keach attaching Notice of Finality of Order Confirming Plan (.1)
12/22/15	ALS	0.30	Filing of Notice of Effective Date (.2); email to R. Keach re Notice of Effective Date (.1)

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12/22/15	DSA	0.40	Reviewed e-mails and e-mailed parties concerning issues with escrow fees for Railworld settlement (.1)

Total 12		38.50	

14 Other

Date	ATTY	Hours	
11/04/15	TJM	0.10	TC w/ counsel for CP re dismissal of appeal re Chapter 15

Total 14		0.10	

21 Tax Issues

Date	ATTY	Hours	
12/09/15	NAT	0.80	Conference call to discuss possible Canadian tax withholding on transfer of funds from Monitor to Trustee
12/15/15	NAT	1.00	Review the instructions to the form REW-8BEN-E (.7); meeting with Lindsay Zahradka to review and complete the form for MMAC (.3)

Total 21		1.80	

ATTORNEY / PARALEGAL SUMMARY

01 Asset Analysis and Recovery

Name	Hours	Rate	Amount
SAM ANDERSON	0.20	370.00	74.00
		-----	-----
Total 01	0.20		74.00

02 Asset Disposition

Name	Hours	Rate	Amount
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KARLA QUIRK	0.50	155.00	77.50
LINDSAY ZAHRADKA	0.20	205.00	41.00
SAM ANDERSON	0.40	370.00	148.00
	-----		-----
Total 02	1.10		266.50

03 Business Operations

Name	Hours	Rate	Amount
LINDSAY ZAHRADKA	0.80	205.00	164.00
	-----		-----
Total 03	0.80		164.00

04 Case Administration

Name	Hours	Rate	Amount
ANGELA STEWART	9.10	185.00	1,683.50
BODIE COLWELL	0.10	200.00	20.00
KARLA QUIRK	7.40	155.00	1,147.00
LINDSAY ZAHRADKA	8.10	205.00	1,660.50
ROMA DESAI	1.10	205.00	225.50
SAM ANDERSON	0.90	370.00	333.00
TIMOTHY MCKEON	0.70	200.00	140.00
	-----		-----
Total 04	27.40		5,209.50

05 Claims Administration and Objections

Name	Hours	Rate	Amount
ANGELA STEWART	14.50	185.00	2,682.50
CHRISTINE B. BERTSCH	0.20	115.00	23.00
KARLA QUIRK	2.20	155.00	341.00
LINDSAY ZAHRADKA	66.60	205.00	13,653.00
MICHAEL SIEDBAND	0.10	200.00	20.00
SAM ANDERSON	0.30	370.00	111.00
TIMOTHY MCKEON	10.60	200.00	2,120.00
	-----		-----
Total 05	94.50		18,950.50

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07 Fee/Employment Applications

Name	Hours	Rate	Amount
ANGELA STEWART	5.60	185.00	1,036.00
BODIE COLWELL	45.80	200.00	9,160.00
KARLA QUIRK	6.50	155.00	1,007.50
LINDSAY ZAHRADKA	0.10	205.00	20.50
ROMA DESAI	1.10	205.00	225.50
SAM ANDERSON	0.20	370.00	74.00

Total 07	59.30		11,523.50

10 Litigation

Name	Hours	Rate	Amount
ANGELA STEWART	17.60	185.00	3,256.00
BODIE COLWELL	1.40	200.00	280.00
CHRISTINE B. BERTSCH	0.40	115.00	46.00
KARLA QUIRK	16.90	155.00	2,619.50
LINDSAY ZAHRADKA	30.70	205.00	6,293.50
MICHAEL SIEDBAND	75.00	200.00	15,000.00
PAUL MCDONALD	2.40	375.00	900.00
ROMA DESAI	3.60	205.00	738.00
SAM ANDERSON	4.10	370.00	1,517.00
TIMOTHY MCKEON	128.40	200.00	25,680.00

Total 10	280.50		56,330.00

12 Plan and Disclosure Statement

Name	Hours	Rate	Amount
ANGELA STEWART	1.80	185.00	333.00
BODIE COLWELL	0.30	200.00	60.00
IAN GILBERT	3.10	185.00	573.50
LINDSAY ZAHRADKA	29.50	205.00	6,047.50
NELSON A TONER	1.20	360.00	432.00
ROMA DESAI	0.10	205.00	20.50

Bernstein Shur

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	SAM ANDERSON	2.50	370.00	925.00
		-----		-----
	Total 12	38.50		8,391.50
14	Other			
	Name	Hours	Rate	Amount
	TIMOTHY MCKEON	0.10	200.00	20.00
		-----		-----
	Total 14	0.10		20.00
21	Tax Issues			
	Name	Hours	Rate	Amount
	NELSON A TONER	1.80	360.00	648.00
		-----		-----
	Total 21	1.80		648.00

TOTAL FEES \$101,577.50

COST SUMMARY

-----COST CODE SUMMARY-----	
-----COST CODE-----	AMOUNT
16	TRANSCRIPT COST 1091.73
2	CERTIFIED COPY 11.50
37	FEDERAL EXPRESS 330.24
40	MISCELLANEOUS 100.00
45	SECRETARY OVERTIME 492.65

COST DETAIL

CERTIFIED COPY - PAID TO: U.S. BANKRUPTCY COURT 11.50

Bernstein Shur

Montreal Maine & Atlantic Railway

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FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	34.27
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	61.50
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	61.50
TRANSCRIPT COST - PAID TO: THE REPORTING GROUP INC	289.90
TRANSCRIPT COST - PAID TO: THE REPORTING GROUP INC	392.00
MISCELLANEOUS - PAID TO: BUSINESSCARD SERVICES Courts/USBC-ME-PG	100.00
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	22.74
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	17.19
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	25.84
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	22.28
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	26.06
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	26.06
SECRETARY OVERTIME- Pay period 11/23-12/4/2015	492.65
TRANSCRIPT COST - PAID TO: VERITEXT CHICAGO REPORTING COMPANY	409.83
FEDERAL EXPRESS - PAID TO: FEDERAL EXPRESS CORPORATION	32.80
TOTAL EXPENSES	\$2,026.12
TOTAL FEES PLUS EXPENSES	\$103,603.62

Exhibit B

BIOGRAPHIES OF BSSN PROFESSIONALS AND PARAPROFESSIONALS

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.

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. As Chambers USA put it in its 2009 Edition of America's Leading Business Lawyers, "His effectiveness in court is due to his careful preparation, thorough due diligence and presentation skills."

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 a member of Bernstein Shur's Trusts and Estates, Real Estate, and Business Law Practice Groups. Nelson's practice focuses on international, federal and state tax planning, business succession planning, and estate planning. He counsels clients on the tax consequences of sophisticated transactions, such as mergers and acquisitions, tax-free exchanges, reorganizations, and municipal and private activity bond financing.

BODIE COLWELL

Bodie B. Colwell is a member of Bernstein Shur's Business Restructuring and Insolvency Practice Group. Her practice focuses on bankruptcy and business reorganization, preference litigation, debt restructuring and general Chapter 11 bankruptcies.

Bodie serves as the coach of the teams representing the University of Maine School of Law at the Duberstein Moot Court Competition. Additionally, Bodie is a volunteer editor for the American Bankruptcy Institute Volo Project and is a certified mediator. Bodie earned her law degree *cum laude* from the University of Maine School of Law. She earned her BA from the University of Southern Maine, where she was president of the USM Political Science Student Association and a member of the *Pi Sigma Alpha* National Political Science Honor Society.

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.

IAN GILBERT

Ian is a member of Bernstein Shur's business law practice group, with a focus in tax. Before joining Bernstein Shur, Ian was a tax manager at Deloitte Tax LLP, in Boston, Massachusetts, where he provided tax consulting services to an array of national and local clients ranging from startups to publicly traded companies. As part of Bernstein Shur's tax practice, Ian utilizes his prior experience to counsel clients on a wide range of tax issues, including, but not limited to, state and local tax, choice of entity analysis, due diligence, restructurings, partnership allocations and distributions, and non-profit matters.

Ian obtained his undergraduate degree *summa cum laude* from the University of New Hampshire with a major in political science. Ian graduated *cum laude* from the University of Maine School of Law in 2009. After law school, Ian received his LL.M. in Taxation from Boston University School of Law.

TIMOTHY MCKEON

Tim McKeon is a member of Bernstein Shur's Business Restructuring and Insolvency Practice Group. His practice focuses on business finance and restructuring proceedings, including Chapter 11, asset sales and acquisition, and bankruptcy related litigation.

Prior to joining Bernstein Shur, Tim was an associate at Davidoff Hutcher & Citron LLP in New York, New York. While there, he focused on bankruptcy, commercial litigation, general corporate matters and government relations. During law school, Tim was a judicial intern for Hon. Carla E. Craig, U.S. Bankruptcy Chief Judge, E.D.N.Y. and Hon. Robert E. Grossman, U.S. Bankruptcy Judge, E.D.N.Y.

Tim earned his JD from Brooklyn Law School and his BA from the College of the Holy Cross, where he was a member of the Phi Sigma Tau Honor Society.

MICHAEL SIEDBAND

Michael is a member of the firm's Business Restructuring and Insolvency Practice Group. His practice focuses on business restructuring and insolvency proceedings, including chapter 11 reorganizations, asset sales and acquisitions, and bankruptcy-related litigation

Prior to joining Bernstein Shur, Michael served for two years as a law clerk to the Hon. Bruce A. Harwood and the Hon. J. Michael Deasy of the U.S. Bankruptcy Court for the District of New Hampshire. Prior to his clerkship, he was an associate at Looney & Grossman, LLP in Boston, Massachusetts, where he focused on bankruptcy, restructuring and commercial litigation. Michael has been ranked by Super Lawyers as a rising star in Bankruptcy & Creditor/Debtor Rights

Michael earned his JD from Boston College, where he was managing editor and staff writer for the Uniform Commercial Code Reporter-Digest. He earned his BS from Boston University, magna cum laude. Michael was a varsity rower in college and a member of the US National Team for rowing at the 2003 Pan-Am Games.

LINDSAY ZAHRADKA

Lindsay 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.

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.

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 BA 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 AND FINAL APPLICATION FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR BERNSTEIN, SHUR, SAWYER &
NELSON, P.A., AS COUNSEL TO THE TRUSTEE, ROBERT J. KEACH, FOR THE
PERIOD NOVEMBER 1, 2015 THROUGH AND INCLUDING DECEMBER 22, 2015**

This matter having come before the Court on the *Fourth and Final Application for Compensation and Reimbursement of Expenses for Bernstein, Shur, Sawyer & Nelson, P.A., as Counsel to the Trustee, Robert J. Keach, for the Period from November 1, 2015 Through December 22, 2015* (the "Fee Application"),¹ 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, Bernstein, Shur, Sawyer & Nelson, P.A. ("BSSN") is allowed compensation for services to the Trustee in the aggregate amount of **\$103,603.62**, including professional fees in the amount of \$101,577.50 and reimbursement of expenses in the amount of \$2,026.12.
3. The Fees and expenses for the Compensation Period are hereby awarded on a final basis in accordance with the applicable sections of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and this Court's local rules.

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

4. In addition, the \$2,248,085.61 in fees and expenses granted by this Court on an interim basis in the Interim Fee Orders, comprising, in the aggregate, (a) \$2,204,043.90 in fees and (b) \$44,041.71 in expenses, are also awarded on a final basis in accordance with the applicable sections of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and this Court's local rules.

5. For the avoidance of doubt, this Order approves, in the aggregate and on a final basis, in accordance with the applicable sections of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and this Court's local rules, \$2,351,689.23 in fees and expenses for BSSN in its capacity as counsel to the Trustee during the Debtor's chapter 11 case, comprising (a) \$2,305,621.40 in fees and (b) \$46,067.83 in expenses.

Dated: _____, 2016

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