

Fill in this information to identify the case:

Debtor iPass, Inc.

United States Bankruptcy Court for the: Southern District of New York
(State)

Case number 22-10618

**Official Form 410
Proof of Claim**

04/22

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

<p>1. Who is the current creditor?</p>	<p><u>COOLEY LLP</u> Name of the current creditor (the person or entity to be paid for this claim)</p> <p>Other names the creditor used with the debtor _____</p>	
<p>2. Has this claim been acquired from someone else?</p>	<p><input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. From whom? _____</p>	
<p>3. Where should notices and payments to the creditor be sent?</p> <p>Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)</p>	<p>Where should notices to the creditor be sent?</p> <p><u>COOLEY LLP</u> <u>J. Michael Kelly</u> <u>3 EMBARCADERO CTR FL 20</u> <u>SAN FRANCISCO, CA 94111-4004</u></p> <p>Contact phone <u>415-693-2000</u></p> <p>Contact email <u>kellyjm@cooley.com</u></p> <p>Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____</p>	<p>Where should payments to the creditor be sent? (if different)</p> <p>Contact phone _____</p> <p>Contact email _____</p>
<p>4. Does this claim amend one already filed?</p>	<p><input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY</p>	
<p>5. Do you know if anyone else has filed a proof of claim for this claim?</p>	<p><input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. Who made the earlier filing? _____</p>	



Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? No
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: 0012 ____

7. How much is the claim? \$ 261185.80. Does this amount include interest or other charges?
 No
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
Limit disclosing information that is entitled to privacy, such as health care information.
Legal services rendered

9. Is all or part of the claim secured? No
 Yes. The claim is secured by a lien on property.
Nature or property:
 Real estate: If the claim is secured by the debtor's principle residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
 Motor vehicle
 Other. Describe: _____
Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)
Value of property: \$ _____
Amount of the claim that is secured: \$ _____
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amount should match the amount in line 7.)
Amount necessary to cure any default as of the date of the petition: \$ _____
Annual Interest Rate (when case was filed) _____ %
 Fixed
 Variable

10. Is this claim based on a lease? No
 Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? No
 Yes. Identify the property: _____



12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

No

Yes. Check all that apply:

	Amount entitled to priority
<input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).	\$ _____
<input type="checkbox"/> Up to \$3,350* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).	\$ _____
<input type="checkbox"/> Wages, salaries, or commissions (up to \$15,150*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).	\$ _____
<input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).	\$ _____
<input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).	\$ _____
<input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)(____) that applies.	\$ _____

* Amounts are subject to adjustment on 4/01/25 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim pursuant to 11 U.S.C. § 503(b)(9)?

No

Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

\$ _____

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

I am the creditor.

I am the creditor's attorney or authorized agent.

I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 08/08/2022
MM / DD / YYYY

/s/J. Michael Kelly
Signature

Print the name of the person who is completing and signing this claim:

Name J. Michael Kelly
First name Middle name Last name

Title Authorized Senior Counsel

Company Cooley LLP
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address _____

Contact phone _____ Email _____



KCC ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (888) 201-2205 | International (310) 751-1839

Debtor: 22-10618 - iPass, Inc. District: Southern District of New York, New York Division		
Creditor: COOLEY LLP J. Michael Kelly 3 EMBARCADERO CTR FL 20 SAN FRANCISCO, CA, 94111-4004 Phone: 415-693-2000 Phone 2: Fax: Email: kellyjm@cooley.com	Has Supporting Documentation: Yes, supporting documentation successfully uploaded Related Document Statement:	
	Has Related Claim: No Related Claim Filed By:	
	Filing Party:	
Other Names Used with Debtor:	Amends Claim: No Acquired Claim: No	
Basis of Claim: Legal services rendered	Last 4 Digits: Yes - 0012	Uniform Claim Identifier:
Total Amount of Claim: 261185.80	Includes Interest or Charges: Yes	
Has Priority Claim: No	Priority Under:	
Has Secured Claim: No Amount of 503(b)(9): No Based on Lease: No Subject to Right of Setoff: No	Nature of Secured Amount: Value of Property: Annual Interest Rate: Arrearage Amount: Basis for Perfection: Amount Unsecured:	
Submitted By: J. Michael Kelly on 08-Aug-2022 9:29:20 p.m. Eastern Time Title: Authorized Senior Counsel Company: Cooley LLP		

In re Pareteum Corporation, et al.
Chapter 11; Lead Case No. 22-10615 (LGB)
Filed Against iPass, Inc.; Case No. 22-10618 (LGB)
U.S. Bankruptcy Court
Southern District of New York

Summary of Statement of Claim
By Cooley LLP

Cooley LLP (“Cooley”) formerly represented the debtor, iPass, Inc. (the “Debtor”). As of the petition date of May 15, 2022, the Debtor owed Cooley \$261,185.80 for unpaid services rendered (“Claim Amount”). A copy of the account summary listing all unpaid invoice amounts is attached hereto. Cooley will provide the Debtor or its counsel (or other authorized representative of the estate) with copies of the underlying invoices and/or the applicable engagement agreement between Cooley and the Debtor upon written request to Mollie Canby via facsimile at (415) 693-2222 or email (mcanby@cooley.com).¹

¹ Copies of the engagement agreement and individual underlying invoices, which contain descriptions of legal services rendered and other potentially confidential information, are not attached hereto because of privacy and privilege concerns (since a proof of claim is a publicly filed document) and redaction is not practical in this instance.



August 2, 2022

Accounts Payable
iPass Inc.

ATTORNEYS AT LAW
 Palo Alto, CA
 San Diego, CA
 3 Embarcadero Center
 Los Angeles, CA
 20th Floor
 Denver, CO
 San Francisco, CA
 Seattle, WA
 94111-4004
 MAIN 415 693-2000
 New York, NY
 FAX 415 693-2222
 Reston, VA
 Washington, DC
 Boston, MA
 Chicago, IL
 www.cooley.com
 Taxpayer ID Number
 Shanghai, P. R. China
 94-1140085
 Beijing, P. R. China
 Hong Kong
 Singapore
 London, United Kingdom
 Brussels, Belgium

Statement of Account
Client Number 090012

<u>Matter Number/ Matter Name</u>	<u>Invoice Number</u>	<u>Invoice Date</u>	<u>Original Amount</u>	<u>Payments/ Adjustments</u>	<u>Open Amount</u>
090012-100 General	2003804	3/14/2019	486.24	143.45	\$342.79
	2014289	4/9/2019	3,318.04	0.00	3,318.04
	2029083	5/21/2019	686.30	0.00	686.30
				Matter Total	\$4,347.13
090012-146 Project Parrot	2003804	3/14/2019	7,104.50	1,982.16	\$5,122.34
				Matter Total	\$5,122.34
090012-2000 Patent General	2003804	3/14/2019	104.40	29.13	\$75.27
	2029083	5/21/2019	587.70	0.00	587.70
				Matter Total	\$662.97

To protect against wire fraud attacks, wiring instructions will not be changed during this transaction. If you receive updated wire transfer instructions that do not agree to the information on this statement, please contact a member of Accounting-Accounts Receivable. Cooley's public website includes firm office phone numbers.

Statement of Account
Client Number 090012

<u>Matter Number/ Matter Name</u>	<u>Invoice Number</u>	<u>Invoice Date</u>	<u>Original Amount</u>	<u>Payments/ Adjustments</u>	<u>Open Amount</u>
090012-20000 Trademark General	2082248	9/30/2019	9,958.35	0.00	\$9,958.35
	2096270	10/24/2019	1,265.40	0.00	1,265.40
	2145702	2/29/2020	480.60	0.00	480.60
	2195383	6/30/2020	560.70	0.00	560.70
	2231185	9/30/2020	81.90	0.00	81.90
	2254138	11/19/2020	300.15	0.00	300.15
	2304634	3/31/2021	86.40	0.00	86.40
	2306180	4/6/2021	172.80	0.00	172.80
	2399486	10/26/2021	259.20	0.00	259.20
				Matter Total	\$13,165.50
090012-2007 SYSTEM AND METHOD FOR SECURE NETWORK PURCHASING	2029083	5/21/2019	104.40	0.00	\$104.40
				Matter Total	\$104.40
090012-203 Trademark	2003804	3/14/2019	4,174.80	2,181.15	\$1,993.65
	2014289	4/9/2019	1,416.60	0.00	1,416.60
	2029083	5/21/2019	1,250.34	0.00	1,250.34
	2207511	7/31/2020	2,020.25	0.00	2,020.25
				Matter Total	\$6,680.84
090012-2047 METHOD AND SYSTEM FOR VERIFYING AND UPDATING THE CONFIGURATION OF AN ACCESS DEVICE DURING AUTHENTICATION	2003804	3/14/2019	26.10	7.28	\$18.82
	2014289	4/9/2019	156.60	0.00	156.60
	2029083	5/21/2019	78.30	0.00	78.30
				Matter Total	\$253.72

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Statement of Account
Client Number 090012

<u>Matter Number/ Matter Name</u>	<u>Invoice Number</u>	<u>Invoice Date</u>	<u>Original Amount</u>	<u>Payments/ Adjustments</u>	<u>Open Amount</u>
090012-2052 ACTIVELY CHARACTERIZING A NETWORK	2003804 2014289	3/14/2019 4/9/2019	104.40 52.20	29.13 0.00	\$75.27 52.20
				Matter Total	<hr/> \$127.47
090012-2079 APPARATUS AND METHOD FOR SELECTING A WIFI CONNECTION BASED UPON LEARNED USER BEHAVIOR -United States (US)	2014289	4/9/2019	97.20	0.00	\$97.20
				Matter Total	<hr/> \$97.20
090012-2082 APPARATUS AND METHOD FOR DYNAMICALLY CREATING A PASSWORD DURING A WIFI HANDSHAKE -United States (US)	2014289	4/9/2019	291.60	0.00	\$291.60
				Matter Total	<hr/> \$291.60

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Client Number 090012

<u>Matter Number/ Matter Name</u>	<u>Invoice Number</u>	<u>Invoice Date</u>	<u>Original Amount</u>	<u>Payments/ Adjustments</u>	<u>Open Amount</u>
090012-2083	2003804	3/14/2019	97.20	27.12	\$70.08
APPARATUS AND	2014289	4/9/2019	971.46	0.00	971.46
METHOD FOR	2029083	5/21/2019	1,968.88	0.00	1,968.88
STEERING WIRELESS NETWORK CONNECTIONS BASED UPON QUALITY ASSESSMENTS					
				Matter Total	<u>\$3,010.42</u>
090012-2084	2003804	3/14/2019	78.30	21.85	\$56.45
APPARATUS AND	2014289	4/9/2019	1,378.80	0.00	1,378.80
METHOD FOR	2029083	5/21/2019	52.20	0.00	52.20
IDENTIFYING A MOVING WIFI ACCESS POINT AND MANAGING CONNECTIONS THEREWITH -Patent Cooperation Treaty (WO)					
				Matter Total	<u>\$1,487.45</u>
090012-2085	2003804	3/14/2019	130.50	36.41	\$94.09
APPARATUS AND	2014289	4/9/2019	104.40	0.00	104.40
METHOD FOR	2029083	5/21/2019	26.10	0.00	26.10
TRACKING THE POSITION OF AN INTERMITTENTLY OPERABLE WI-FI-TAG -Patent Cooperation Treaty (WO)					
				Matter Total	<u>\$224.59</u>

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Client Number 090012

<u>Matter Number/ Matter Name</u>	<u>Invoice Number</u>	<u>Invoice Date</u>	<u>Original Amount</u>	<u>Payments/ Adjustments</u>	<u>Open Amount</u>
090012-2086 METHOD AND SYSTEM FOR VERIFYING AND UPDATING THE CONFIGURATION OF AN ACCESS DEVICE DURING AUTHENTICATION -Germany (DE)	2014289 2029083	4/9/2019 5/21/2019	52.20 234.90	0.00 0.00	\$52.20 234.90
				Matter Total	<hr/> \$287.10
090012-2089 ACTIVELY CHARACTERIZING A NETWORK -Germany (DE)	2003804	3/14/2019	52.20	14.56	\$37.64
				Matter Total	<hr/> \$37.64
090012-2092 APPARATUS AND METHOD FOR IDENTIFYING A MOVING WIFI ACCESS POINT AND MANAGING CONNECTIONS THEREWITH -United States (US)	2014289	4/9/2019	97.20	0.00	\$97.20
				Matter Total	<hr/> \$97.20

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<u>Matter Number/ Matter Name</u>	<u>Invoice Number</u>	<u>Invoice Date</u>	<u>Original Amount</u>	<u>Payments/ Adjustments</u>	<u>Open Amount</u>
090012-2093 SHADOW FILE: APPARATUS AND METHOD FOR IDENTIFYING A MOVING WIFI ACCESS POINT AND MANAGING CONNECTIONS THEREWITH -European Patent Office (EP)	2014289	4/9/2019	208.80	0.00	\$208.80
				Matter Total	<u>\$208.80</u>
090012-230 Demand from CMI	2003804 2014289 2029083	3/14/2019 4/9/2019 5/21/2019	2,914.50 3,406.70 14,515.50	813.15 0.00 0.00	\$2,101.35 3,406.70 14,515.50
				Matter Total	<u>\$20,023.55</u>
090012-231 Francine Mills v. iPass Inc., Darin Vickery	2003804 2014289 2029083 2050909 2053821 2057923	3/14/2019 4/9/2019 5/21/2019 7/12/2019 7/22/2019 7/30/2019	22,495.73 23,720.82 16,653.99 48,443.95 70,224.69 18,414.81	8,790.33 0.00 0.00 0.00 0.00 0.00	\$13,705.40 23,720.82 16,653.99 48,443.95 70,224.69 18,414.81
				Matter Total	<u>\$191,163.66</u>
090012-232 Merger Litigation	2003804 2014289 2029083 2078968 2096269 2105824 2131665	3/14/2019 4/9/2019 5/21/2019 9/24/2019 10/24/2019 11/15/2019 1/30/2020	3,300.20 893.90 1,723.20 1,925.20 2,228.00 3,737.00 909.00	924.28 0.00 0.00 0.00 0.00 0.00 0.00	\$2,375.92 893.90 1,723.20 1,925.20 2,228.00 3,737.00 909.00
				Matter Total	<u>\$13,792.22</u>

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Statement of Account
Client Number 090012

Total Due **\$261,185.80**

Invoices are due and payable upon receipt. Any unpaid balance after 30 days may accrue late charges.

Please mail payment to:

Cooley LLP
3 Embarcadero Center, 20th Floor
San Francisco, CA 94111-4004

Payment may be made by wire transfer or ACH:

Wells Fargo Bank - San Francisco, CA 94104
Account # 4129155206 ABA Routing # 121000248 Swift # WFBIUS6S

For payments made by Wire or ACH, please provide your 6 digit client number (i.e. 345679)

And Send Remittance Advice to:

AR@cooley.com

Send Requests for Invoice Copies to:

ARINV@cooley.com

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