

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
	)	Chapter 11
PLASTIQ INC., <i>et al.</i> , ¹)	
	)	Case No. 23-10671 (BLS)
Debtors.)	
	)	(Jointly Administered)
)	
	)	<u>Hearing Date:</u>
	)	To Be Determined
)	
	)	<u>Objection Deadline:</u>
	)	December 4, 2023 at 4:00 p.m. (ET)

SUMMARY OF FOURTH MONTHLY AND FINAL APPLICATION OF YOUNG CONAWAY STARGATT & TAYLOR, LLP, AS COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION, FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE MONTHLY PERIOD FROM SEPTEMBER 1, 2023 THROUGH SEPTEMBER 29, 2023 AND FOR THE FINAL PERIOD FROM MAY 24, 2023 THROUGH SEPTEMBER 29, 2023

Name of Applicant:	Young Conaway Stargatt & Taylor, LLP
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Date of Retention:	May 24, 2023 (order entered June 19, 2023)
Monthly Period for which compensation and reimbursement is sought:	September 1, 2023 through September 29, 2023
Monthly Amount of Compensation sought as actual, reasonable and necessary:	\$43,057.00
Monthly Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$787.03
Final Period for which compensation and reimbursement is sought:	May 24, 2023 through September 29, 2023
Final Amount of Compensation sought as actual, reasonable and necessary:	\$691,653.00

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103.



Final Amount of Expense Reimbursement
sought as actual, reasonable and necessary: \$6,102.21

This is a: X monthly X final application

This application includes 1.50 hours and \$1,135.50 in fees incurred in connection with the preparation of Fee Applications.

Prior applications:

Date Filed / Docket No.	Period Covered	Requested		Approved	
		Fees	Expenses	Fees	Expenses
7/13/23; D.I. 183	5/24/23 – 6/30/23	\$349,516.00	\$1,344.34 ²	-	-
8/23/23; D.I. 264	7/1/23 – 7/31/23	\$214,082.00	\$3,282.82	-	-
9/15/23; D.I. 310	8/1/23 – 8/31/23	\$84,998.00	\$688.02	-	-

² This amount includes a voluntary reduction of expenses in the amount of \$5,214.00 as reflected in the certificate of no objection filed at D.I. 246.

MONTHLY COMPENSATION BY INDIVIDUAL

Name of Professional Person	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (\$)	Total Billed Hours	Total Compensation (\$)
Craig D. Gear	Partner since 2000. Joined firm as an associate in 1996. Member of DE Bar since 1996.	1,300.00	0.10	130.00
Matthew B. Lunn	Partner since 2010. Joined firm as an associate in 2001. Member of DE Bar since 2001. Member of NY Bar since 2009.	1,025.00	17.10	17,527.50
Joseph M. Mulvihill	Joined firm as an associate in 2019. Member of DE Bar since 2014.	695.00	22.40	15,568.00
Jared W. Kochenash	Joined firm as an associate in 2018. Member of DE Bar since 2018.	560.00	9.10	5,096.00
Kristin L. McElroy	Joined firm as an associate in 2022. Member of DE Bar since 2022.	475.00	1.30	617.50
Troy Bollman	Paralegal	355.00	11.60	4,118.00
Grand Total:			61.60	43,057.00
Blended Rate:		698.98		

MONTHLY COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees (\$)
Case Administration (B001)	4.10	2,455.50
Court Hearings (B002)	9.60	5,449.50
Cash Collateral/DIP Financing (B003)	0.10	102.50
Schedules & Statements, U.S. Trustee Reports (B004)	1.20	671.00
Lease/Executory Contract Issues (B005)	8.10	4,897.50
Use, Sale or Lease of Property (363 issues) (B006)	1.80	1,872.50
Claims Analysis, Objections and Resolutions (B007)	0.40	410.00
Meetings (B008)	7.00	5,181.50
Plan and Disclosure Statement (B012)	24.60	19,125.50
General Corporate Matters (B014)	0.50	512.50
Retention of Professionals/Fee Issues (B017)	2.70	1,243.50
Fee Application Preparation (B018)	1.50	1,135.50
TOTAL	61.60	43,057.00

MONTHLY EXPENSE SUMMARY

Expenses Category	Total Expenses (\$)
Docket Retrieval/Search	11.90
Postage	7.83
Reproduction Charges	767.3
TOTAL	787.03

**SUMMARY OF TIMEKEEPERS INCLUDED
IN THE FINAL APPLICATION**

Name	Title	Department	Date of First Admission	Fees Billed in the Application Period (\$)	Hours Billed in the Application Period	Hourly Rate(s) Billed in the Application Period (\$)
Craig D. Grear	Partner	Business Planning & Tax	1996	38,740.00	29.80	1,300.00
Michael R. Nestor	Partner	Bankruptcy	1995	61,876.00	49.90	1,240.00
Matthew B. Lunn	Partner	Bankruptcy	2001	233,085.00	227.40	1,025.00
Timothy J. Snyder	Partner	Business Planning & Tax	1981	1,160.00	1.60	725.00
Joseph M. Mulvihill	Associate	Bankruptcy	2019	175,626.50	252.70	695.00
Jared W. Kochenash	Associate	Bankruptcy	2018	82,600.00	147.50	560.00
Daniel M. Cole	Associate	Business Planning & Tax	2021	5,088.00	9.60	530.00
Kenneth L. Norton	Associate	Business Planning & Tax	2019	945.00	1.80	525.00
Joshua B. Brooks	Associate	Bankruptcy	2020	16,008.50	31.70	505.00
Kristin L. McElory	Associate	Bankruptcy	2022	39,710.00	83.60	475.00
Joshua Hall	Summer Associate	N/A	N/A	180.00	0.60	300.00
Debbie Laskin	Paralegal	Bankruptcy	N/A	109.50	0.30	365.00
Troy M. Bollman	Paralegal	Bankruptcy	N/A	33,405.50	94.10	355.00
Chad A. Corazza	Paralegal	Bankruptcy	N/A	497.00	1.40	355.00
Beth A. Olivere	Paralegal	Bankruptcy	N/A	2,556.00	7.20	355.00
Karen Luongo	Paralegal	Business Planning & Tax	N/A	66.00	0.20	330.00
TOTALS				691,653.00	939.40	

SUMMARY OF FINAL COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees (\$)
Case Administration (B001)	40.40	25,029.00
Court Hearings (B002)	105.00	64,579.00
Cash Collateral/DIP Financing (B003)	50.40	38,498.00
Schedules & Statements, U.S. Trustee Reports (B004)	56.50	33,045.50
Lease/Executory Contract Issues (B005)	31.70	16,360.50
Use, Sale or Lease of Property (363 issues) (B006)	226.60	202,565.00
Claims Analysis, Objections and Resolutions (B007)	30.60	20,029.50
Meetings (B008)	91.50	71,435.50
Stay Relief Matters (B009)	1.70	1,192.50
Other Adversary Proceedings (B011)	5.20	2,614.00
Plan and Disclosure Statement (B012)	177.80	130,400.50
Creditor Inquiries (B013)	3.30	2,118.00
General Corporate Matters (B014)	14.80	13,362.00
Employee Matters (B015)	37.50	27,305.50
Retention of Professionals/Fee Issues (B017)	52.20	33,952.00
Fee Application Preparation (B018)	6.90	5,198.50
Business Operations (B708)	0.60	417.00
General (B770)	6.70	3,551.00
TOTALS	939.40	\$691,653.00

SUMMARY OF FINAL EXPENSE SUMMARY

Expenses Category	Total Expenses (\$)
Computerized Legal Research	319.39
Delivery/Courier	105.00
Deposition/Transcript	642.50
Docket Retrieval/Search	32.90
Filing Fee	220.00 ¹
Postage	7.83
Reproduction Charges	4,225.90
Secretary of State	47.00
Working Meals	501.69
TOTAL	\$6,102.21

¹ This amount includes a voluntary reduction of expenses in the amount of \$5,214.00 as reflected in the certificate of no objection filed at D.I. 246.

SUMMARY OF FINAL APPLICATION

Name of Applicant	Young Conaway Stargatt & Taylor, LLP
Name of Client	Debtors and Debtors in Possession
Time period covered by Final Application	May 24, 2023 through September 29, 2023
Total compensation sought during the Final Application Period	\$691,653.00
Total expenses sought during the Final Application Period	\$6,102.21
Petition Date	May 24, 2023
Retention Date	May 24, 2023
Date of order approving employment	June 19, 2023
Total compensation approved by interim order to date	\$0.00
Total expenses approved by interim order to date	\$0.00
Total allowed compensation paid to date	\$0.00
Total allowed expenses paid to date	\$0.00
Blended rate in the Final Application for all attorneys	\$783.33
Blended rate in the Final Application for all timekeepers	\$736.27
Compensation sought in the Final Application already paid (or to be paid) pursuant to a monthly compensation order but not yet allowed	\$518,876.80
Expenses sought in the Final Application already paid (or to be paid) pursuant to a monthly compensation order but not yet allowed	\$5,315.18
Number of professionals included in the Final Application	16
If applicable, number of professionals in the Final Application not included in staffing plan approved by client	9
If applicable, difference between fees budgeted and compensation sought during the Final Application Period	Amount Budgeted: \$750,000.00 Amount Sought: \$691,653.00 Difference: \$58,347.00
Number of professionals billing fewer than 15 hours to the case during the Final Application Period	8
Are any rates higher than those approved or disclosed at retention?	No

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
	)	Chapter 11
PLASTIQ INC., <i>et al.</i> , ¹)	
	)	Case No. 23-10671 (BLS)
Debtors.)	
	)	(Jointly Administered)
)	
	)	<u>Hearing Date:</u>
	)	To Be Determined
)	
	)	<u>Objection Deadline:</u>
	)	December 4, 2023 at 4:00 p.m. (ET)

**FOURTH MONTHLY AND FINAL APPLICATION OF YOUNG CONAWAY
STARGATT & TAYLOR, LLP, AS COUNSEL TO THE DEBTORS AND
DEBTORS IN POSSESSION, FOR ALLOWANCE OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES INCURRED FOR THE MONTHLY PERIOD
FROM SEPTEMBER 1, 2023 THROUGH SEPTEMBER 29, 2023 AND FOR
THE FINAL PERIOD FROM MAY 24, 2023 THROUGH SEPTEMBER 29, 2023**

Pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “**Bankruptcy Code**”), and rule 2016 of the Federal Rules of Bankruptcy Procedure, and in accordance with that certain *Order Authorizing the Retention and Employment of Young Conaway Stargatt & Taylor, LLP as Counsel for the Debtors, Effective as of the Petition Date* [Docket No. 107] (the “**Retention Order**”) and that certain *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 110] (the “**Interim Compensation Order**”), the law firm of Young Conaway Stargatt & Taylor, LLP (“**Young Conaway**”) hereby applies (this “**Application**”) to the United States Bankruptcy Court for the District of Delaware (the “**Court**”) for reasonable compensation for professional legal services rendered as counsel to the above-captioned debtors and debtors in possession

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103.

(collectively, the “**Debtors**”), in the amount of \$43,057.00, together with reimbursement for actual and necessary expenses incurred in the amount of \$787.03, for the monthly period from September 1, 2023 through and including September 29, 2023 (the “**Monthly Fee Period**”), and in the amount of \$691,653.00, together with reimbursement for actual and necessary expenses incurred in the amount of \$6,102.21, for the final period from May 24, 2023 through and including September 29, 2023 (the “**Final Fee Period**”). In support of this Application, Young Conaway respectfully represents as follows:

BACKGROUND

1. On May 24, 2023 (the “**Petition Date**”), each of the Debtors filed a voluntary petition with the Court under chapter 11 of the Bankruptcy Code.
2. Pursuant to the Retention Order, Young Conaway was retained to represent the Debtors as bankruptcy counsel in connection with these chapter 11 cases, effective as of the Petition Date. The Retention Order authorizes Young Conaway to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.
3. All services for which compensation is requested herein by Young Conaway were performed for or on behalf of the Debtors.

SUMMARY OF SERVICES RENDERED

4. Attached hereto as **Exhibit A** is a detailed statement of fees incurred during the Monthly Fee Period, showing the amount of \$43,057.00 due for fees.
5. The services rendered by Young Conaway during the Monthly Fee Period are grouped into the categories set forth in **Exhibit A**. The attorneys and paralegals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in the attachments hereto.

DISBURSEMENTS

6. Young Conaway has incurred out-of-pocket disbursements during the Monthly Fee Period in the amount of \$787.03. Attached hereto as **Exhibit B** is a detailed statement of expenses paid during the Monthly Fee Period. This out-of-pocket disbursement sum is broken down into categories of charges, including, among other things, telephone and telecopier toll and other charges, mail and express mail charges, special or hand delivery charges, document processing, photocopying charges, charges for mailing supplies (including, without limitation, envelopes and labels) provided by Young Conaway to outside copying services for use in mass mailings, travel expenses, expenses for “working meals,” computerized research, transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. A complete review by category of the expenses incurred for the Monthly Fee Period may be found attached hereto as **Exhibit B**.

7. Costs incurred for overtime and computer assisted research are not included in Young Conaway’s normal hourly billing rates and, therefore, are itemized and included in Young Conaway’s disbursements. Pursuant to Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), Young Conaway represents that its rate for duplication is \$0.10 per page for black and white copies and \$0.80 per page for color copies, its rate for outgoing telecopier transmissions is \$0.25 per page (excluding related long distance transmission charges), there is no charge for incoming telecopier transmissions, and there is no surcharge for computerized research.

VALUATION OF SERVICES

8. Attorneys and paraprofessionals of Young Conaway have expended a total of 61.60 hours in connection with this matter during the Monthly Fee Period.

9. The amount of time spent by each of these persons providing services to the Debtors for the Monthly Fee Period is fully set forth in the detail attached hereto as **Exhibit A**. These are Young Conaway's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by Young Conaway for the Monthly Fee Period as counsel for the Debtors in these cases is \$43,057.00.

10. Young Conaway believes that the time entries included in **Exhibit A** attached hereto and the expense breakdown set forth in **Exhibit B** attached hereto are in compliance with the requirements of Local Rule 2016-2.

11. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given (a) the complexity of these chapter 11 cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under chapter 11 of the Bankruptcy Code.

BUDGET AND STAFFING PLAN

12. Young Conaway and the Debtors have agreed to the budget and staffing plan, attached hereto as **Exhibit C**, for the Final Fee Period.

STATEMENT OF APPLICANT

13. The following statements address the questions set forth under Section C.5 of the *Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases* (the "**UST Guidelines**"). In addition, Young Conaway respectfully states as follows to address the questions set forth under section C.5 of the UST Guidelines:

- a) During the Final Fee Period, Young Conaway did not agree to any variations from, or alternatives to, its standard or customary billing rates, fees, or terms.
- b) The fees sought by Young Conaway are not more than ten percent (10%) higher than the fees budgeted in the budget provided by Young Conaway to the Debtors for the Final Fee Period.
- c) The professionals included in the Application as it relates to the Final Fee Period did not vary their hourly rate based on the geographic location of the bankruptcy cases.
- d) The Application as it relates to the Final Fee Period did not include any fees dedicated to revising time records or preparing and revising invoices that would not normally be compensable outside of bankruptcy.
- e) The time period covered by the Application includes approximately 3.20 hours with a value of \$3,581.00 spent by Young Conaway to ensure that the time entries subject to the Final Fee Period comply with the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware and do not disclose privileged or confidential information. This review and any revisions associated therewith are a necessary component of Young Conaway's preparation of each monthly fee application.
- f) The Application does not include any rate increases since the effective date of the Court's approval of Young Conaway's retention.

BLENDED RATE SCHEDULE

14. A blended rate schedule, as requested by *Appendix B* to the UST Guidelines, is attached hereto as **Exhibit D**.

REQUEST FOR FINAL APPROVAL OF FEES AND EXPENSES

15. By this Application, Young Conaway seeks final approval of all fees and expenses incurred during the Final Fee Period in the amounts of \$691,653.00 and \$6,102.21, respectively. During the Final Fee Period, Young Conaway performed necessary services and incurred out-of-pocket disbursements for the Debtors and their estates.² As set forth more fully in prior monthly applications, which are incorporated herein by reference, and this Application, in accordance with the factors enumerated in section 330 of the Bankruptcy Code, approval of the fees requested for the Final Fee Period is fair and reasonable given (a) the complexity of these chapter 11 cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title. In addition, the out-of-pocket disbursements for which reimbursement is sought were actual, reasonable and necessary costs (i) incurred while representing the Debtors, and (ii) of preserving the value of the Debtors' estates.

² Young Conaway has performed, and will continue to perform, additional necessary services, and has incurred, and will continue to incur, additional expenses, subsequent to September 29, 2023 for which it will seek compensation from the Debtors.

CONCLUSION

WHEREFORE, Young Conaway requests that allowance be made to it in the sum of \$43,057.00 as compensation for necessary professional services rendered to the Debtors for the Monthly Fee Period, and the sum of \$6,102.21 for reimbursement of actual necessary costs and expenses incurred during that Monthly Fee Period, and in the sum of \$691,653.00 as compensation for necessary professional services rendered to the Debtors for the Final Fee Period, and the sum of \$6,102.21 for reimbursement of actual necessary costs and expenses incurred during the Final Fee Period, and further requests such other and further relief as this Court may deem just and proper.

Dated: November 13, 2023
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Matthew B. Lunn

Michael R. Nestor (No. 3526)
Matthew B. Lunn (No. 4119)
Joseph M. Mulvihill (No. 6061)
Jared W. Kochenash (No. 6557)
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Facsimile: (302) 571-1253
Email: mnestor@ycst.com
mlunn@ycst.com
jmulvihill@ycst.com
jkochenash@ycst.com

Counsel for Debtors and Debtors in Possession

VERIFICATION

I, Matthew B. Lunn, declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury:

1. I am a Partner in the applicant firm, Young Conaway Stargatt & Taylor, LLP (“**Young Conaway**”), and have been admitted to the bar of the Supreme Court of Delaware since 2001.

2. I have personally performed many of the legal services rendered by Young Conaway to PlastiQ Inc. and its affiliated debtors and debtors in possession in connection with their chapter 11 cases, and am familiar with all other work performed on behalf of the lawyers and paraprofessionals at Young Conaway.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.

Dated: November 13, 2023

/s/ Matthew B. Lunn

MATTHEW B. LUNN

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
	)	Chapter 11
PLASTIQ INC., <i>et al.</i> , ¹)	
	)	Case No. 23-10671 (BLS)
Debtors.)	
	)	(Jointly Administered)
)	
	)	<u>Hearing Date:</u>
	)	To Be Determined
)	
	)	<u>Objection Deadline:</u>
	)	December 4, 2023 at 4:00 p.m. (ET)

NOTICE OF FOURTH MONTHLY AND FINAL FEE APPLICATION

PLEASE TAKE NOTICE that the *Fourth Monthly and Final Application of Young Conaway Stargatt & Taylor, LLP, as Counsel to the Debtors and Debtors in Possession, for Allowance of Compensation and Reimbursement of Expenses Incurred for the Monthly Period from September 1, 2023 Through September 29, 2023 and for the Final Period from May 24, 2023 Through September 29, 2023* (the “**Application**”) has been filed with the United States Bankruptcy Court for the District of Delaware (the “**Court**”). The Application seeks (i) allowance of monthly fees in the amount of \$43,057.00 and monthly expenses in the amount of \$787.03, and (ii) allowance of final fees in the amount of \$691,653.00 and final expenses in the amount of \$6,102.21.

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, are required to be filed on or before **December 4, 2023 at 4:00 p.m. (ET)** (the “**Objection Deadline**”) with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 N. Market Street, Wilmington, Delaware 19801. You must also serve any such objection so as to be received by the following on or before the Objection Deadline: (i) counsel to the Debtors, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801, Attn: Matthew B. Lunn, Esq. (mlunn@ycst.com) and Joseph M. Mulvihill, Esq. (jmulvihill@ycst.com); (ii) the Office of the United States Trustee for the District of Delaware, J. Caleb Boggs Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801, Attn: Richard L. Schepacarter, Esq.(richard.schepacarter@usdoj.gov); (iii) counsel to the DIP Lender, Schulte Roth & Zabel LLP, 919 Third Avenue, New York, NY 10022, Attn: Adam Harris, Esq. (adam.harris@srz.com) and Reuben E. Dizengoff, Esq.(reuben.dizengoff@srz.com) and Landis Rath & Cobb LLP, 919 Market Street, Suite 1800, Wilmington, DE 19801, Attn: Matthew B. McGuire, Esq. (mcquire@lrclaw.com); and (iv) counsel to the Official Committee of Unsecured Creditors, DLA Piper LLP (US), 1251 Avenue of the Americas, New York, NY 10020,

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103.

Attn: Dennis C. O'Donnell, Esq. (dennis.odonnell@us.dlapiper.com) and DLA Piper LLP (US), 1201 N. Market Street, Suite 2100, Wilmington, DE 19801, Attn: R. Craig Martin, Esq. (craig.martin@us.dlapiper.com) and Aaron S. Applebaum, Esq. (aaron.applebaum@us.dlapiper.com).

PLEASE TAKE FURTHER NOTICE THAT, PURSUANT TO THE ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES OF PROFESSIONALS [DOCKET NO. 110], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF THE REQUESTED FEES AND 100% OF THE REQUESTED EXPENSES WITHOUT FURTHER ORDER OF THE COURT.

PLEASE TAKE FURTHER NOTICE THAT A HEARING TO CONSIDER FINAL APPROVAL OF THE APPLICATION WILL BE HELD ON A DATE AND TIME TO BE DETERMINED BEFORE THE HONORABLE BRENDAN L. SHANNON IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 N. MARKET STREET, 6TH FLOOR, COURTROOM NO. 1, WILMINGTON, DELAWARE 19801.

PLEASE TAKE FURTHER NOTICE THAT ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE ABOVE PROCEDURES WILL A HEARING BE HELD ON THE APPLICATION.

Dated: November 13, 2023
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Matthew B. Lunn

Michael R. Nestor (No. 3526)
Matthew B. Lunn (No. 4119)
Joseph M. Mulvihill (No. 6061)
Jared W. Kochenash (No. 6557)
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Counsel for Debtors and Debtors in Possession

EXHIBIT A

RODNEY SQUARE
1000 NORTH KING STREET
WILMINGTON, DELAWARE 19801

P.O. BOX 391
WILMINGTON, DELAWARE 19899-0391

(302) 571-6600

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Plastiq, Inc.
447 Sutter Street
Suite 405 PMB 49
San Francisco, CA 94108

Invoice Date: November 13, 2023
Invoice Number: 50046895
Matter Number: 102849.1001

Re: Debtor Representation
Billing Period through September 29, 2023

CURRENT INVOICE

Professional Services	\$	43,057.00
Disbursements	\$	<u>787.03</u>
Total Due This Invoice	\$	43,844.03

Plastiq, Inc.
Billing Period through September 29, 2023

Invoice Date: November 13, 2023
Invoice Number: 50046895
Matter Number: 102849.1001

Time Detail

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
09/08/23	JMULV	Correspondence with Portage Point re: professional fee escrow	B001	0.20	139.00
09/11/23	JKOCH	Review PPP August staffing report	B001	0.40	224.00
09/11/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
09/12/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
09/14/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
09/15/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
09/18/23	TBOLL	Review and update the critical dates calendar	B001	0.20	71.00
09/18/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
09/19/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
09/25/23	TBOLL	Prepare docket update for the working group and download related pleadings	B001	0.10	35.50
09/26/23	JMULV	Attention to various items re: demand letter	B001	1.00	695.00
09/26/23	JMULV	Correspondence with Portage re: fee applications	B001	0.20	139.00
09/26/23	JMULV	Attend advisor call	B001	0.50	347.50
09/29/23	JMULV	Multiple calls re: demand letter	B001	0.80	556.00
09/29/23	TBOLL	Prepare daily docket update for the working group and download related pleadings	B001	0.10	35.50
09/08/23	TBOLL	Prepare initial draft agenda of matters scheduled for hearing on September 14, 2023	B002	1.00	355.00
09/11/23	TBOLL	Review and update agenda of matters scheduled for hearing on September 14, 2023, and circulate same for attorney review	B002	0.70	248.50
09/12/23	JMULV	Finalize agenda for filing	B002	0.20	139.00
09/12/23	JMULV	Prepare for hearing	B002	1.20	834.00

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
09/12/23	MLUNN	Review agenda re: September 14th hearing	B002	0.10	102.50
09/12/23	TBOLL	Prepare hearing binders re: agenda of matters scheduled for hearing on September 14, 2023	B002	1.00	355.00
09/12/23	TBOLL	Review and update (.4), and finalize for filing (.3) agenda of matters scheduled for hearing on September 14, 2023	B002	0.70	248.50
09/13/23	TBOLL	Assist in preparation of materials for hearing on September 14, 2023	B002	0.60	213.00
09/14/23	JKOCH	Attend confirmation hearing	B002	0.90	504.00
09/14/23	JMULV	Attend confirmation hearing	B002	0.90	625.50
09/14/23	JMULV	Prepare for confirmation hearing	B002	0.60	417.00
09/14/23	MLUNN	Review pleadings and prepare for hearing, including meeting with J. Mulvihill (.3); attend confirmation hearing (.9)	B002	1.20	1,230.00
09/14/23	TBOLL	Assist in preparation of materials for hearing on September 14, 2023	B002	0.50	177.50
09/14/23	MLUNN	Correspondence with Portage re: request from Blue Torch on release of DIP escrow	B003	0.10	102.50
09/14/23	JKOCH	Call with J. Siegel re: reporting	B004	0.20	112.00
09/29/23	JMULV	Review August and September MORs	B004	0.60	417.00
09/29/23	TBOLL	Finalize for filing August 2023 MORs	B004	0.40	142.00
09/15/23	KMCEL	Draft contract rejection motion (1.2); call with J. Kochenash re: same (.1)	B005	1.30	617.50
09/15/23	MLUNN	Correspondence with M. Brooks; correspondence with YCST team re: designated agreements for assumption and rejection and work with Portage team re: same	B005	0.40	410.00
09/16/23	JKOCH	Review and edit rejection motion	B005	0.40	224.00
09/16/23	JKOCH	Draft supplemental notice of assumption	B005	0.50	280.00
09/16/23	MLUNN	Review rejection motion (.2); review notice of assumption and assignment and correspondence with J. Kochenash re: issues and comments (.1)	B005	0.30	307.50

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09/17/23	JKOCH	Edit supplemental notice of assumption	B005	0.50	280.00
09/18/23	JKOCH	Draft rejection motion and assumption notice (.1); email correspondence (multiple) with M. Lunn and M. Brooks re: same (.2)	B005	0.30	168.00
09/18/23	JKOCH	Revise contract assumption and rejection notices and schedules (.4); email correspondence with M. Smith re: same (.1)	B005	0.50	280.00
09/18/23	MLUNN	Review revised assumption notice and correspondence with J. Kochenash re: same	B005	0.10	102.50
09/18/23	TBOLL	Prepare notice and finalize for filing seventh omnibus rejection motion	B005	0.40	142.00
09/18/23	TBOLL	Finalize for filing supplemental assumption notice	B005	0.20	71.00
09/19/23	JKOCH	Email correspondence with KCC and Portage re: service of rejection motion	B005	0.20	112.00
09/19/23	MLUNN	Call from and correspondence to M. Smith re: contracts and effective date	B005	0.10	102.50
09/21/23	MLUNN	Attention to additional rejection and assumption of contracts	B005	0.30	307.50
09/22/23	JKOCH	Review and edit assumption and rejection lists (.6); email correspondence (multiple) with J. Siegle and M. Smith re: same (.4)	B005	1.00	560.00
09/24/23	JKOCH	Draft assumption notice and rejection motion and compile schedules for same	B005	0.80	448.00
09/24/23	MLUNN	Correspondence with J. Kochenash and Troutman re designated contracts and review supplemental assumption notice	B005	0.20	205.00
09/25/23	MLUNN	Correspondence with M. Smith re: contract assumption and effective date	B005	0.10	102.50
09/25/23	TBOLL	Finalize for filing eighth omnibus rejection motion	B005	0.30	106.50
09/25/23	TBOLL	Finalize for filing supplemental assumption notice	B005	0.20	71.00
09/01/23	CGREA	Review and analyze proposed amendment re: earn-out valuation and related emails with PPP re: same	B006	0.10	130.00
09/01/23	MLUNN	Review earnout date extension agreement and correspondence with S. Canna re same	B006	0.20	205.00
09/05/23	MLUNN	Correspondence with M. Brooks re: purchased asset issue	B006	0.20	205.00

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09/06/23	MLUNN	Review purchase asset issue and related correspondence with Portage (.3); and call with M. Brooks (.2)	B006	0.50	512.50
09/07/23	MLUNN	Call with S. Canna re: excess cash calculation issues	B006	0.30	307.50
09/10/23	MLUNN	Review excess cash analysis and correspondence with S. Canna re: comments to same	B006	0.20	205.00
09/19/23	MLUNN	Work with V. Kasparov re: earnout agreement and related issues	B006	0.30	307.50
09/13/23	MLUNN	Correspondence with D. O'Donnell re: claim demand and D&O insurance	B007	0.20	205.00
09/24/23	MLUNN	Correspondence with M. Brooks and correspondence with Portage team re: GA tax claims and returns	B007	0.20	205.00
09/05/23	JKOCH	Attend call with Portage and YCST re: case issues and workstreams	B008	0.60	336.00
09/05/23	JMULV	Attend advisor meeting	B008	0.60	417.00
09/05/23	MLUNN	Update and status call with Portage and J. Mulvihill	B008	0.60	615.00
09/07/23	JKOCH	Attend call with Portage and YCST re: case issues and workstreams	B008	0.50	280.00
09/07/23	JMULV	Attend advisor call	B008	0.60	417.00
09/07/23	MLUNN	Update call with Portage and YCST teams	B008	0.50	512.50
09/12/23	JKOCH	Attend call with Portage and YCST re: case issues and workstreams	B008	0.30	168.00
09/12/23	JMULV	Attend advisor call	B008	0.30	208.50
09/12/23	MLUNN	Update and strategy call with Portage and YCST teams	B008	0.40	410.00
09/14/23	JMULV	Attend advisor call	B008	0.50	347.50
09/19/23	JKOCH	Attend call with Portage and YCST re: case issues and workstreams	B008	0.20	112.00
09/19/23	JMULV	Attend daily advisor call	B008	0.40	278.00
09/21/23	JMULV	Attend advisor call	B008	0.40	278.00
09/26/23	JKOCH	Call with J. Siegel, I. Weber, and J. Mulvihill re: outstanding issues	B008	0.40	224.00
09/28/23	JKOCH	Attend call with Portage and YCST re: case issues and workstreams	B008	0.30	168.00

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09/28/23	MLUNN	Update call with Portage	B008	0.40	410.00
09/01/23	JMULV	Attend call with UCC re: plan comments (.4); review and revise plan supplement documents (.4); review voting results and correspondence with UCC and lenders re: same (.3)	B012	1.10	764.50
09/01/23	MLUNN	Review voting report	B012	0.10	102.50
09/01/23	MLUNN	Attention to plan issues and research same (.4); call with DLA re same and follow up with J. Mulvihill (.3)	B012	0.70	717.50
09/05/23	JMULV	Revising confirmation documents (.9); correspondence with board re: revisions to plan (.4)	B012	1.30	903.50
09/05/23	MLUNN	Review proposed revisions form UCC and correspondence with J. Mulvihill	B012	0.20	205.00
09/05/23	MLUNN	Work with J. Mulvihill re: resolving UST plan issues and voting declaration issues	B012	0.20	205.00
09/05/23	MLUNN	Review revised declaration in support of confirmation (.4); review revised confirmation order (.3); and review revised memo in support of confirmation (.4)	B012	1.00	1,025.00
09/06/23	JKOCH	Revise confirmation order and email correspondence with UST re: same	B012	0.20	112.00
09/06/23	JKOCH	Call with Texas attorney re: tax issues and confirmation order	B012	0.30	168.00
09/06/23	JKOCH	Revise confirmation order and email correspondence with UST re: same	B012	0.20	112.00
09/06/23	JMULV	Correspondence with UST re: confirmation	B012	0.30	208.50
09/06/23	JMULV	Correspondence with KCC re: voting	B012	0.30	208.50
09/06/23	MLUNN	Correspondence with board re: plan modifications	B012	0.20	205.00
09/06/23	MLUNN	Review comment from UST to confirmation order	B012	0.10	102.50
09/07/23	JMULV	Review and revise various confirmation pleadings	B012	1.40	973.00
09/07/23	MLUNN	Work with J. Mulvihill re: confirmation issues and pleadings	B012	0.40	410.00
09/07/23	MLUNN	Correspondence with J. Mulvihill and correspondence with A. Applebaum re: modified plan and retained cause of action schedule	B012	0.20	205.00

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09/08/23	MLUNN	Review and provide comments to draft voting declaration	B012	0.30	307.50
09/08/23	MLUNN	Call with R. Travia re: plan and confirmation	B012	0.30	307.50
09/09/23	JMULV	Review and finalize voting declaration	B012	0.30	208.50
09/11/23	JMULV	Finalize amended plan for filing	B012	0.40	278.00
09/11/23	JMULV	Finalize voting declaration and order for filing	B012	1.40	973.00
09/11/23	JMULV	Drafting confirmation brief	B012	0.40	278.00
09/11/23	MLUNN	Review modified plan and correspondence with J. Mulvihill re: same	B012	0.20	205.00
09/11/23	MLUNN	Work with J. Mulvihill re: confirmation order and related documents for confirmation hearing	B012	0.20	205.00
09/11/23	MLUNN	Review and provide comments to revised confirmation order	B012	0.90	922.50
09/11/23	TBOLL	Prepare (.3) and compile and finalize for filing (.3) proposed confirmation order	B012	0.60	213.00
09/11/23	TBOLL	Finalize for filing voting declaration	B012	0.20	71.00
09/11/23	TBOLL	Prepare notice (.2), and compile and finalize for filing (.4) amended combined disclosure statement and plan	B012	0.60	213.00
09/12/23	JMULV	Call with Blue Torch re: confirmation update	B012	0.30	208.50
09/12/23	JMULV	Finalize brief and declaration for filing	B012	1.10	764.50
09/12/23	MLUNN	Review and provide comments to Kasparov declaration in support of confirmation	B012	0.70	717.50
09/12/23	MLUNN	Work with J. Mulvihill re: confirmation issues and preparations	B012	0.30	307.50
09/12/23	MLUNN	Review and revise confirmation brief	B012	0.90	922.50
09/12/23	MLUNN	Call with V. Kasparov re: confirmation issues	B012	0.20	205.00
09/12/23	TBOLL	Finalize for filing declaration in support of confirmation of amended disclosure statement and plan	B012	0.20	71.00
09/12/23	TBOLL	Finalize for filing brief in support of confirmation of amended disclosure statement and plan	B012	0.20	71.00

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>	<u>Amount</u>
09/13/23	JMULV	Various correspondence re: confirmation hearing	B012	0.60	417.00
09/13/23	MLUNN	Correspondence with board re: confirmation hearing	B012	0.20	205.00
09/14/23	MLUNN	Correspondence with Board re: confirmation of plan	B012	0.10	102.50
09/14/23	TBOLL	Compile finalized confirmation order, and upload same for the Court's approval	B012	0.20	71.00
09/18/23	MLUNN	Work with Portage and review various open issues re: transition issues for litigation trust	B012	0.40	410.00
09/19/23	MLUNN	Call with V. Kasparov re: wind down and transition issues	B012	0.20	205.00
09/23/23	JMULV	Correspondence with Portage re: sale escrow	B012	0.30	208.50
09/27/23	JMULV	Review and circulate demand letter	B012	1.20	834.00
09/28/23	JMULV	Correspondence with UCC re: effective date items	B012	0.50	347.50
09/28/23	MLUNN	Work with J. Mulvihill re: effective date	B012	0.10	102.50
09/29/23	JMULV	Attention to various effective date matters	B012	2.10	1,459.50
09/29/23	MLUNN	Attention to effective date issues (.4) and correspondence with board re: occurrence of effective date (.2)	B012	0.60	615.00
09/29/23	TBOLL	Finalize for filing notice of effective date	B012	0.20	71.00
09/13/23	MLUNN	Correspondence with A. Applebaum (.1) and correspondence with S. Canna (.1) re: D&O extension	B014	0.20	205.00
09/14/23	MLUNN	Review tax refund issue and related correspondence	B014	0.20	205.00
09/25/23	MLUNN	Correspondence with V. Kasparov re: D&O insurance policy expiration and effective date	B014	0.10	102.50
09/08/23	TBOLL	Prepare certificate of no objection re: Portage's sale transaction application, and circulate same for attorney review	B017	0.10	35.50
09/09/23	JMULV	Corresponded with PPP re: fee payment	B017	0.10	69.50
09/10/23	MLUNN	Review professional fee escrow status and invoice for Portage	B017	0.10	102.50

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09/11/23	JKOCH	Email correspondence (multiple) with PPP and YCST re: staffing report, invoices, and wires in connection with PPP fees	B017	0.40	224.00
09/11/23	TBOLL	Update and finalize for filing Portage's monthly compensation and staffing report for August 2023	B017	0.40	142.00
09/11/23	TBOLL	Update and finalize for filing certificate of no objection re: Portage's sale transaction fee application (.2), and upload related order (.1)	B017	0.30	106.50
09/14/23	TBOLL	Prepare and finalize for filing certificate of no objection re: YCST's second monthly fee application	B017	0.20	71.00
09/15/23	TBOLL	Compile and finalize for filing third monthly fee application of YCST	B017	0.40	142.00
09/19/23	JMULV	Review KCC fee application and notice for filing	B017	0.30	208.50
09/19/23	TBOLL	Prepare notice and finalize for filing second monthly fee application of KCC	B017	0.40	142.00
09/12/23	MLUNN	Confidentiality review of August fee statement	B018	0.70	717.50
09/15/23	MLUNN	Review August fee application	B018	0.20	205.00
09/15/23	TBOLL	Prepare third monthly fee application of YCST	B018	0.60	213.00
Total				61.60	\$43,057.00

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Timekeeper Summary

<u>Initials</u>	<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
CGREA	Craig D. Grear	Partner	0.10	1,300.00	130.00
JKOCH	Jared W. Kochenash	Associate	9.10	560.00	5,096.00
JMULV	Joseph M. Mulvihill	Associate	22.40	695.00	15,568.00
KMCEL	Kristin L. McElroy	Associate	1.30	475.00	617.50
MLUNN	Matthew B. Lunn	Partner	17.10	1,025.00	17,527.50
TBOLL	Troy Bollman	Paralegal	11.60	355.00	4,118.00
Total			61.60		\$43,057.00

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Task Summary**Task Code:B001****Case Administration**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Jared W. Kochenash	Associate	0.40	560.00	224.00
Joseph M. Mulvihill	Associate	2.70	695.00	1,876.50
Troy Bollman	Paralegal	1.00	355.00	355.00
Total		4.10		2,455.50

Task Code:B002**Court Hearings**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matthew B. Lunn	Partner	1.30	1,025.00	1,332.50
Jared W. Kochenash	Associate	0.90	560.00	504.00
Joseph M. Mulvihill	Associate	2.90	695.00	2,015.50
Troy Bollman	Paralegal	4.50	355.00	1,597.50
Total		9.60		5,449.50

Task Code:B003**Cash Collateral/DIP Financing**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matthew B. Lunn	Partner	0.10	1,025.00	102.50
Total		0.10		102.50

Task Code:B004**Schedules & Statements, U.S. Trustee Reports**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Jared W. Kochenash	Associate	0.20	560.00	112.00
Joseph M. Mulvihill	Associate	0.60	695.00	417.00
Troy Bollman	Paralegal	0.40	355.00	142.00
Total		1.20		671.00

Task Code:B005**Lease/Executory Contract Issues**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matthew B. Lunn	Partner	1.50	1,025.00	1,537.50
Jared W. Kochenash	Associate	4.20	560.00	2,352.00
Kristin L. McElroy	Associate	1.30	475.00	617.50
Troy Bollman	Paralegal	1.10	355.00	390.50
Total		8.10		4,897.50

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Task Code:B006**Use, Sale or Lease of Property (363 issues)**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Craig D. Grear	Partner	0.10	1,300.00	130.00
Matthew B. Lunn	Partner	1.70	1,025.00	1,742.50
Total		1.80		1,872.50

Task Code:B007**Claims Analysis, Objections and Resolutions**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matthew B. Lunn	Partner	0.40	1,025.00	410.00
Total		0.40		410.00

Task Code:B008**Meetings**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matthew B. Lunn	Partner	1.90	1,025.00	1,947.50
Jared W. Kochenash	Associate	2.30	560.00	1,288.00
Joseph M. Mulvihill	Associate	2.80	695.00	1,946.00
Total		7.00		5,181.50

Task Code:B012**Plan and Disclosure Statement**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matthew B. Lunn	Partner	8.70	1,025.00	8,917.50
Jared W. Kochenash	Associate	0.70	560.00	392.00
Joseph M. Mulvihill	Associate	13.00	695.00	9,035.00
Troy Bollman	Paralegal	2.20	355.00	781.00
Total		24.60		19,125.50

Task Code:B014**General Corporate Matters**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matthew B. Lunn	Partner	0.50	1,025.00	512.50
Total		0.50		512.50

Task Code:B017**Retention of Professionals/Fee Issues**

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matthew B. Lunn	Partner	0.10	1,025.00	102.50
Jared W. Kochenash	Associate	0.40	560.00	224.00
Joseph M. Mulvihill	Associate	0.40	695.00	278.00
Troy Bollman	Paralegal	1.80	355.00	639.00
Total		2.70		1,243.50

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Task Code: B018

Fee Application Preparation

<u>Name</u>	<u>Timekeeper Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matthew B. Lunn	Partner	0.90	1,025.00	922.50
Troy Bollman	Paralegal	0.60	355.00	213.00
Total		1.50		1,135.50

EXHIBIT B

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Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
08/01/23	Docket Retrieval / Search	2.00	0.20
08/04/23	Docket Retrieval / Search	2.00	0.20
08/04/23	Docket Retrieval / Search	2.00	0.20
08/07/23	Docket Retrieval / Search	2.00	0.20
08/07/23	Docket Retrieval / Search	2.00	0.20
08/07/23	Docket Retrieval / Search	15.00	1.50
08/07/23	Docket Retrieval / Search	4.00	0.40
08/08/23	Docket Retrieval / Search	8.00	0.80
08/08/23	Docket Retrieval / Search	10.00	1.00
08/08/23	Docket Retrieval / Search	2.00	0.20
08/18/23	Docket Retrieval / Search	18.00	1.80
08/22/23	Docket Retrieval / Search	2.00	0.20
08/24/23	Docket Retrieval / Search	2.00	0.20
08/25/23	Docket Retrieval / Search	2.00	0.20
08/25/23	Docket Retrieval / Search	2.00	0.20
08/25/23	Docket Retrieval / Search	2.00	0.20
08/28/23	Docket Retrieval / Search	2.00	0.20
08/28/23	Docket Retrieval / Search	1.00	0.10
08/28/23	Docket Retrieval / Search	1.00	0.10
08/29/23	Docket Retrieval / Search	2.00	0.20
08/29/23	Docket Retrieval / Search	2.00	0.20
09/11/23	Docket Retrieval / Search	4.00	0.40
09/11/23	Docket Retrieval / Search	14.00	1.40
09/11/23	Docket Retrieval / Search	2.00	0.20
09/12/23	Photocopy Charges Duplication BW	60.00	6.00
09/12/23	Docket Retrieval / Search	2.00	0.20
09/12/23	Photocopy Charges Duplication BW	164.00	16.40
09/12/23	Parcels, Inc. - YCST Judge Shannon's Courtroom 1041290	1.00	0.10
09/12/23	Photocopy Charges Duplication BW	20.00	2.00
09/12/23	Photocopy Charges Duplication BW	20.00	2.00
09/12/23	Photocopy Charges Duplication BW	1,965.00	196.50
09/12/23	Photocopy Charges Duplication BW	41.00	4.10
09/12/23	Photocopy Charges Duplication BW	15.00	1.50
09/13/23	Photocopy Charges Duplication BW	31.00	3.10
09/13/23	Color Photocopy Charges Duplication Color	425.00	340.00
09/13/23	Photocopy Charges Duplication BW	87.00	8.70
09/13/23	Photocopy Charges Duplication BW	170.00	17.00

Plastiq, Inc.
Billing Period through September 29, 2023

Invoice Date: November 13, 2023
Invoice Number: 50046895
Matter Number: 102849.1001

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
09/13/23	Photocopy Charges Duplication BW	435.00	43.50
09/14/23	Docket Retrieval / Search	3.00	0.30
09/14/23	Docket Retrieval / Search	2.00	0.20
09/14/23	Docket Retrieval / Search	1.00	0.10
09/14/23	Docket Retrieval / Search	2.00	0.20
09/18/23	Docket Retrieval / Search	2.00	0.20
09/25/23	Docket Retrieval / Search	2.00	0.20
09/27/23	Color Photocopy Charges Duplication Color	40.00	32.00
09/27/23	Color Photocopy Charges Duplication Color	77.00	61.60
09/27/23	Color Photocopy Charges Duplication Color	30.00	24.00
09/28/23	Postage POSTAGE	8.00	6.96
09/28/23	Color Photocopy Charges Duplication Color	11.00	8.80
09/28/23	Postage POSTAGE	1.00	0.87
Total			\$787.03

Plastiq, Inc.
Billing Period through September 29, 2023

Invoice Date: November 13, 2023
Invoice Number: 50046895
Matter Number: 102849.1001

Cost Summary

<u>Description</u>	<u>Amount</u>
Docket Retrieval / Search	11.90
Postage	7.83
Reproduction Charges	767.30
Total	\$787.03

EXHIBIT C**BUDGET AND STAFFING PLAN**

Professional	Position of Applicant, Number of Years in that Position, Year of Obtaining License to Practice
Craig D. Grear	Partner since 2000. Joined firm as an associate in 1996. Member of DE Bar since 1996.
Michael R. Nestor	Partner since 2003. Joined firm as an associate in 1998. Member of PA and NJ Bars Since 1995. Member of DE Bar since 1996.
Matthew B. Lunn	Partner since 2010. Joined firm as an associate in 2001. Member of DE Bar since 2001. Member of NY Bar since 2009.
Joseph M. Mulvihill	Joined firm as an associate in 2019. Member of DE Bar since 2014.
Jared W. Kochenash	Joined firm as an associate in 2018. Member of DE Bar since 2018.
Kristin L. McElroy	Joined firm as an associate in 2022. Member of DE Bar since 2022.
Troy M. Bollman	Paralegal.

STAFFING PLAN		
Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Budgeted Period	Average Rate¹
Partner	3	\$1,083.86
Counsel	-	-
Associate (7 or more years since first admission)	1	\$695.00
Associate (4-6 years since first admission)	1	\$560.00
Associate (less than 4 years since first admission)	1	\$475.00
Paralegal	1	\$355.00

¹ The Average Hourly Rate is a weighted average based on the individual hourly rate of, and projected number of hours worked by, each timekeeper over the course of the budgeted Application Period.

BUDGETED HOURS & FEES

Professional	Hours	Fees
Craig D. Grear	29	\$37,700.00
Michael R. Nestor	59	\$73,160.00
Matthew B. Lunn	269	\$275,725.00
Joseph M. Mulvihill	279	\$191,115.00
Jared W. Kochenash	179	\$90,395.00
Kristin L. McElroy	89	\$44,945.00
Troy M. Bollman	89	\$31,595.00
Totals	993	\$744,635.00

BUDGETED FEES BY PROJECT CATEGORY

Project Category	Budgeted Hours	Budgeted Fees
Case Administration (B001)	39.70	\$29,785.40
Court Hearings (B002)	79.40	\$59,570.80
Cash Collateral/DIP Financing (B003)	49.70	\$37,231.75
Schedules & Statements, U.S. Trustee Reports (B004)	49.70	\$37,231.75
Lease/Executory Contract Issues (B005)	29.80	\$22,339.05
Use, Sale or Lease of Property (363 issues) (B006)	297.90	\$223,390.50
Claims Analysis, Objections and Resolutions (B007)	29.80	\$22,339.05
Meetings (B008)	79.40	\$59,570.80
Stay Relief Matters (B009)	9.90	\$7,446.35
Reclamation Claims and Reclamation Adversaries (B010)	0.00	\$0.00
Other Adversary Proceedings (B011)	9.90	\$7,446.35
Plan, Disclosure Statement, and Release Investigation (B012)	149.00	\$111,695.25
Creditor Inquiries (B013)	9.90	\$7,446.35
General Corporate Matters (B014)	19.90	\$14,892.70
Employee Matters (B015)	29.80	\$22,339.05
Asset Analysis (B016)	0.00	\$0.00
Retention of Professionals/Fee Issues (B017)	69.50	\$52,124.45
Fee Application Preparation (B018)	19.90	\$14,892.70
Business Operations (B708)	9.90	\$7,446.35
General (B770)	9.90	\$7,446.35
Total	993.00	\$744,635.00

EXHIBIT D**CUSTOMARY AND COMPARABLE
COMPENSATION DISCLOSURES**

Young Conaway’s hourly rates for bankruptcy services are comparable to the hourly rates charged in complex chapter 11 cases by similarly skilled bankruptcy attorneys. In addition, Young Conaway’s hourly rates for bankruptcy services are comparable to the rates charged by the Firm for other complex corporate and litigation matters. The rates charged by the Firm for the services performed in the prior calendar year in the practice areas that are comparable to the services performed by the Bankruptcy and Corporate Restructuring section—namely, Corporate Counseling and Litigation, Business Planning, and Intellectual Property Litigation—are set forth below. Also included below is 2022 blended hourly rate information for all sections of the Firm, excluding the Bankruptcy and Corporate Restructuring section and the Personal Injury and Workers’ Compensation section.

Category of Timekeeper	Blended Hourly Rate		
	Billed In comparable practice areas for preceding calendar year ¹	Billed Firm-wide for preceding calendar year ²	Billed This Application
Partner	\$817	\$743	\$1,085
Counsel	\$668	\$603	N/A
Associate	\$457	\$449	\$607
Paralegal	\$293	\$206	\$355
Aggregated:	\$605	\$552	\$736

¹ This column reflects the blended 2022 rates charged by the firm for complex corporate and litigation matters in the following sections of the firm: Corporate Counseling and Litigation, Business Planning, and Intellectual Property Litigation.

² This column excludes blended hourly rates for the Bankruptcy and Corporate Restructuring section and the Personal Injury and Workers’ Compensation section.