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10 Attorneys for Receiver  
11 THOMAS HEBRANK

12 **UNITED STATES DISTRICT COURT**  
13 **CENTRAL DISTRICT OF CALIFORNIA**

14  
15 SECURITIES AND EXCHANGE  
COMMISSION,

16 Plaintiff,

17 v.

18 PACIFIC WEST CAPITAL GROUP,  
19 INC.; ANDREW B CALHOUN IV;  
PWCG TRUST; BRENDA CHRISTINE  
20 BARRY; BAK WEST, INC.; ANDREW B  
CALHOUN JR.; ERIC CHRISTOPHER  
21 CANNON; CENTURY POINT, LLC;  
MICHAEL WAYNE DOTTA; and  
22 CALEB AUSTIN MOODY (dba SKY  
STONE),

23 Defendants.  
24  
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Case No. 2:15-cv-02563-FMO (FFMx)

**SECOND INTERIM  
APPLICATION OF ALLEN  
MATKINS LECK GAMBLE  
MALLORY & NATSIS, LLP,  
GENERAL COUNSEL TO THE  
RECEIVER, FOR PAYMENT OF  
FEES AND REIMBURSEMENT OF  
EXPENSES**

Date: November 15, 2018  
Time: 10:00 a.m.  
Ctrm.: 6D  
Judge: Hon. Fernando M. Olguin

1 Allen Matkins Leck Gamble Mallory & Natsis LLP ("Allen Matkins"),  
2 general counsel to Thomas Hebrank ("Receiver"), the Court-appointed receiver for  
3 PWCG Trust, hereby submits this first interim application for approval and payment  
4 of fees and reimbursement of expenses ("Application"). This Application covers the  
5 period from the Receiver's appointment on April 1, 2018, through June 30, 2018  
6 ("Second Application Period"), and seeks interim approval of \$75,469.05 in fees and  
7 \$456.41 in expenses, and an order authorizing the Receiver to pay, on an interim  
8 basis, 80% of the fees incurred (\$60,375.24) and 100% of expenses incurred.

### 9 I. INTRODUCTION

10 This equity receivership was established pursuant to the Consent of  
11 Defendant PWCG Trust filed on February 12, 2018, and the Judgment as to  
12 Defendant PWCG Trust ("Appointment Order") entered on February 16, 2018. Dkt.  
13 Nos. 143, 145. Pursuant to the Appointment Order, the Receiver took control of  
14 PWCG Trust, its bank accounts, assets, and books and records.

15 The Appointment Order confers full powers of an equity receiver, including  
16 full power over all funds, assets, and other property of PWCG Trust, and including  
17 its bank accounts, life insurance policies ("Policies"), books and records, and all  
18 funds and assets controlled or managed by PWCG Trust. The Appointment Order  
19 also authorizes the Receiver to "engage and employ attorneys, accountants, and  
20 other persons" to assist him in the performance of his duties. Dkt. No. 145,  
21 Section III(F).

22 The Receiver promptly determined that his experienced staff at E3 Realty  
23 Advisors, Inc., dba E3 Advisors ("E3"), as well as experienced, qualified counsel  
24 was critical due to the number of people involved, the amount at stake for investors,  
25 the transactional volume, and the complex issues facing PWCG Trust. Accordingly,  
26 the Receiver has cost-effectively used his team at E3 to assist in carrying out  
27 receivership duties and engaged Allen Matkins to act as his counsel.

28

In an abundance of caution, the Receiver sought specific Court approval of Allen Matkins' employment, which was approved on April 10, 2018. Dkt. Nos. 150, 152. The Court also approved the Receiver's proposal to file reports and fee applications on a quarterly basis. *Id.*

## II. FEE APPLICATION

This fee application should be read in conjunction with the Receiver's Second Interim Report ("Second Report") filed on September 13, 2018 (Dkt. No. 204), which describes in detail the Receiver's activities during the Second Application Period. This Application seeks interim approval of \$75,469.05 in fees for a total of 121.90 hours worked, and payment on an interim basis of 80% of that amount, or \$60,375.24. The work performed is described task-by-task on Exhibit A and is broken down into the following categories:

Category	Hours	Amount
General Receivership	3.60	\$2,165.40
Asset Investigation & Recovery	42.50	27,060.75
Reporting	10.00	5,859.00
Operations & Asset Sales	56.10	34,379.55
Claims & Distributions	7.20	4,503.60
Third Party Recoveries	.90	643.95
Pending Litigation	1.60	856.80
Total	121.90	\$75,469.05

Allen Matkins has worked diligently and efficiently to assist the Receiver to address urgent legal issues facing the receivership estate through the transition to a Court-ordered receivership. The firm's work has allowed the Receiver to preserve and protect the substantial value of receivership estate assets, including Policies with death benefits totaling over \$234 million, cash reserves of approximately \$3.3 million, and death benefits received to date of \$5 million. Allen Matkins' work has assisted the Receiver in carrying out his Court-ordered duties and the firm should be compensated on an interim basis.

1 **III. SUMMARY OF TASKS PERFORMED AND COSTS INCURRED**

2 **A. Categories and Descriptions of Work**

3 1. General Receivership

4 Allen Matkins' work in this category focused on analyzing and advising the  
 5 Receiver regarding receivership tax issues, responding to requests for information  
 6 from counsel for the Securities and Exchange Commission, and advising the  
 7 Receiver regarding consent judgments entered as to Pacific West Capital Group,  
 8 Inc. ("Pacific West"), Andrew B. Calhoun IV ("Calhoun"), and Andrew Calhoun, Jr.  
 9 The reasonable and necessary fees for this category total \$2,165.40.

10 2. Asset Investigation

11 Allen Matkins' time in this category focused on gathering and reviewing  
 12 critical documents and information, investigating PWCG Trust's assets, including  
 13 potential claims against third parties, and advising the Receiver on actions necessary  
 14 to preserve and protect such assets. Among other things, the firm gathered and  
 15 analyzed documents produced by Pacific West/Calhoun and BroadRiver Asset  
 16 Management, L.P. ("BroadRiver") in response to subpoenas. Allen Matkins also  
 17 assisted the Receiver in follow up communications with Pacific West/Calhoun and  
 18 BroadRiver in order to obtain their compliance with the subpoenas, including  
 19 addressing document production cost issues raised by Calhoun.

20 Allen Matkins also advise the Receiver regarding the scope and strategy for  
 21 his forensic accounting and analysis of bank accounts and policies held by PWCG  
 22 Trust. The firm also analyzed potential claims to recover from various insiders and  
 23 third parties. The reasonable and necessary fees for work in this category total  
 24 \$27,060.75.

25 3. Reporting

26 Allen Matkins' time in this category focused on preparing the Receiver's First  
 27 Interim Report, which was filed on May 21, 2018. Dkt. No. 159. The First Interim  
 28 Report contains a detailed description of the Receiver's activities during the first

1 quarter of 2018, including cash recovered, the takeover of the Receivership Entities'  
2 operations, books and records and assets, interviews with employees and witnesses,  
3 an initial analysis of assets, compliance with 28 U.S.C. section 754, investor  
4 communications, and post-receivership receipts and disbursements. The report also  
5 includes the Receiver's initial recommendations for the continued administration of  
6 the receivership estate. The reasonable and necessary fees for work in this category  
7 total \$5,859.00.

8                   4.     Operations & Asset Sales

9           Allen Matkins' time in this category focused on advising the Receiver on  
10 urgent operating issues facing PWCG Trust, including the immediate need for  
11 funding to cover unfunded premium payments, the need to gather data necessary to  
12 formulate a long-term strategy for preserving and maximizing the value of the  
13 portfolio of policies held by PWCG Trust, and the need to conserve receivership  
14 estate by minimizing portfolio servicing fees. The firm assisted preparing and  
15 revising the contract with consultant ITM Twentyfirst ("21st"), which was then  
16 presented to the Court for approval. Allen Matkins assisted in preparing the  
17 Receiver's Motion for Authority to (A) Engage Portfolio Management and  
18 Valuation Consultant, (B) Terminate Mills Potoczak & Company; and (C) Use  
19 PWCG Trust Reserves to Cover Unfunded Premium Payments for an Additional  
20 Five Months ("Motion"), which was filed on May 2, 2018. Dkt. No. 153.

21           Mills Potoczak & Company ("MPC") then responded to the Motion and it was  
22 agreed that although the portfolio management services of MPC would be  
23 terminated, MPC would remain in its role as Trustee of PWCG Trust. Dkt. No. 155.  
24 BroadRiver also filed a response to the Motion, stating that it was willing to  
25 continue providing funding to cover unfunded premium payments (and acquiring  
26 "forfeited" investor interests in the process), as it had prior to the Receiver's  
27 appointment. Dkt. No. 156. Allen Matkins assisted in preparing a reply in support  
28

1 of the Motion addressing these issues. Dkt. No. 157. The Motion was granted on  
2 May 31, 2018. Dkt. No. 161.

3 This relief stabilized the PWCG Trust portfolio and provided time for the  
4 Receiver to gather additional information and analysis in order to determine and  
5 recommend the best long-term path forward. Once the Motion was granted, Allen  
6 Matkins advised the Receiver regarding legal issues relating to the transition of  
7 services from MPC to 21st. The reasonable and necessary fees for work in this  
8 category total \$34,379.55.

9 5. Claims and Distributions

10 Allen Matkins' time in this category focused on analyzing and advising the  
11 Receiver regarding claims against the receivership estate and procedures for the  
12 administration of claims. Allen Matkins also assisted the Receiver in preparing  
13 content for the receivership website, including answers to frequently asked  
14 questions and monthly case updates. Finally, the firm assisted in addressing unique  
15 investor inquiries. The reasonable and necessary fees for work in this category total  
16 \$4,503.60.

17 6. Third Party Recoveries

18 Allen Matkins' time in this category focused on analyzing legal issues and  
19 potential claims against sales agents and other third parties. The reasonable and  
20 necessary fees for work in this category total \$643.95.

21 7. Pending Litigation

22 At the time of the Receiver's appointment, there were four civil actions  
23 pending in Los Angeles Superior Court in which PWCG Trust was a defendant.  
24 Allen Matkins promptly (a) provided counsel for the parties in these cases with  
25 notice of the Receiver's appointment and the stay of litigation against PWCG Trust,  
26 and (b) filed a notice of the receivership and the litigation stay in each case. The  
27 firm communicated with opposing counsel regarding the receivership and stay,  
28

1 investigated the claims and defenses involved, and advised the Receiver on strategy  
2 to minimize litigation costs and protect PWCG Trust's interests.

3 During the Second Application Period, Allen Matkins communicated with  
4 counsel for the parties and assisted in revising a joint stipulation regarding certain  
5 case deadlines. The reasonable and necessary fees for work in this category total  
6 \$856.80.

7 **B. Summary of Expenses Requested for Reimbursement**

8 Allen Matkins requests the Court approve reimbursement of \$456.41 in out-  
9 of-pocket costs. The itemization of such expenses is summarized below by  
10 category. The majority of the expenses incurred relate to messenger service for  
11 court filings, the issuance and service of subpoenas, and the 28 U.S.C. § 754 filings  
12 noted above.

Category	Total
Duplication/Postage/Faxes	2.60
Document Searches (incl. PACER, Lexis, Sec. of State)	54.80
Messenger/FedEx Fees	104.01
Service of Process	295.00
TOTAL	\$ 456.41

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19 **IV. THE FEES AND COSTS ARE REASONABLE AND SHOULD BE**  
20 **ALLOWED**

21 "As a general rule, the expenses and fees of a receivership are a charge upon  
22 the property administered." *Gaskill v. Gordon*, 27 F.3d 248, 251 (7th Cir. 1994).  
23 These expenses include the fees and expenses of this Receiver and his professionals,  
24 including Allen Matkins. Decisions regarding the timing and amount of an award of  
25 fees and costs to the Receiver and his Professionals are committed to the sound  
26 discretion of the Court. See *SEC v. Elliot*, 953 F.2d 1560, 1577 (11th Cir. 1992)  
27 (rev'd in part on other grounds, 998 F.2d 922 (11th Cir. 1993)).  
28



1 In allowing fees, a court should consider "the time, labor and skill required,  
2 but not necessarily that actually expended, in the proper performance of the duties  
3 imposed by the court upon the receiver[], the fair value of such time, labor and skill  
4 measured by conservative business standards, the degree of activity, integrity and  
5 dispatch with which the work is conducted and the result obtained." *United States v.*  
6 *Code Prods. Corp.*, 362 F. 2d 669, 673 (3d Cir. 1966) (internal quotation marks  
7 omitted). In practical terms, receiver and professional compensation thus ultimately  
8 rests upon the result of an equitable, multi-factor balancing test involving the  
9 "economy of administration, the burden that the estate may be able to bear, the  
10 amount of time required, although not necessarily expended, and the overall value of  
11 the services to the estate." *In re Imperial 400 Nat'l, Inc.*, 432 F.2d 232, 237 (3d Cir.  
12 1970). Regardless of how this balancing test is formulated, no single factor is  
13 determinative and "a reasonable fee is based [upon] all circumstances surrounding  
14 the receivership." *SEC v. W.L. Moody & Co., Bankers (Unincorporated)*,  
15 374 F. Supp. 465, 480 (S.D. Tex. 1974).

16 As a preliminary matter, the Appointment Order confers on the Receiver  
17 substantial duties and powers, including to conduct such investigation and discovery  
18 as is necessary to locate and account for all receivership assets, take such action as is  
19 necessary and appropriate to assume control over and preserve receivership assets,  
20 and employ attorneys and others to investigate and, where appropriate, institute,  
21 pursue, and prosecute all claims and causes of action of whatever kind and nature.  
22 *See* Appointment Order, Section III.

23 The Receiver promptly determined that experienced, qualified counsel was  
24 necessary due to the size and complexity of the receivership estate and the Court  
25 agreed, specifically approving Allen Matkins' employment. Dkt. No. 152. The  
26 Court also approved the Receiver's proposal to file interim reports and fee  
27 applications on a quarterly basis. *Id.*

28



1 Allen Matkins has submitted a detailed fee application which describes the  
 2 nature of the services rendered, and the identity and billing rate of each individual  
 3 performing each task. *See* Exhibit A. Allen Matkins has endeavored to staff matters  
 4 as efficiently as possible, while remaining cognizant of the complexity of issues.  
 5 The request for fees is based on Allen Matkins' customary billing rates charged for  
 6 comparable services provided in other matters, less a 10% discount.

7 The work performed by Allen Matkins was essential to carrying out the  
 8 Receiver's Court-ordered duties. The Receiver and Allen Matkins have worked  
 9 diligently since the Receiver's appointment to preserve and protect the assets of the  
 10 receivership estate, to investigate potential claims against third parties, and to  
 11 maximize the funds available for ultimate distribution to investors. Moreover, Allen  
 12 Matkins seeks payment of only 80% of fees incurred on an interim basis in  
 13 recognition of the fact that its work in assisting the Receiver is ongoing. Payment of  
 14 the proposed 20% holdback will be sought at the conclusion of the receivership.  
 15 Allen Matkins' fees are fair and reasonable and should be approved and paid on an  
 16 interim basis.

## 17 **V. CONCLUSION**

18 Allen Matkins therefore respectfully requests this Court enter an Order:

- 19 1. Approving Allen Matkins' fees, on an interim basis, of \$75,469.05;
- 20 2. Authorizing and directing the Receiver to pay 80% of approved fees, or  
 21 \$60,375.24, from the assets of the Receivership Entities;
- 22 3. Approving Allen Matkins' costs in the amount of \$456.41 and  
 23 authorizing and directing the Receiver to reimburse such costs in full; and
- 24 4. For such other and further relief as the Court deems appropriate.

25 Dated: October 17, 2018

ALLEN MATKINS LECK GAMBLE  
 MALLORY & NATSIS LLP

By: /s/ Edward Fates

EDWARD G. FATES  
 Attorneys for Receiver  
 THOMAS HEBRANK

# EXHIBIT A

08/20/18 10:01:11 PROFORMA STATEMENT FOR MATTER 377432-00002 (Thomas C. Hebrank, as Receiver for PWCG Trust) (General Receivership)

**Preliminary Billing Form**

Billing Atty: 001665 - Edward Fates

Matter #: 377432-00002

Matter Name: General Receivership

Date of Last Billing:

Client Name: Thomas C. Hebrank, as Receiver for PWCG Trust

Proforma Number

Client/Matter Joint Group # 377432-1

**Fees for Matter 377432-00002 (General Receivership)**

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
04/04/18	7467757	Meeting with tax counsel as to PWCG tax issues based on structure (.4).	Zaro, David	0.4	286.20	286.20	WO HD	TR_____
04/04/18	7470717	Meeting re tax issues in receivership.	Henning, Thomas	0.4	297.00	583.20	WO HD	TR_____
04/04/18	7489934	Discussions regarding receivership and tax issues; review background legal filings in connection with same.	Dommes, Scott M.	1.2	642.60	1,225.80	WO HD	TR_____
04/10/18	7470601	Review order approving motion for order in aid of receivership and advise Receiver regarding same.	Fates, Edward	0.2	107.10	1,332.90	WO HD	TR_____
04/16/18	7476050	Review pleadings.	Henning, Thomas	0.4	297.00	1,629.90	WO HD	TR_____
05/21/18	7507037	Discuss various inquiries from media with Receiver.	Fates, Edward	0.2	107.10	1,737.00	WO HD	TR_____
05/31/18	7517186	Assist in responding to SEC's requests for updated information concerning policies, reserves, and death benefits.	Fates, Edward	0.2	107.10	1,844.10	WO HD	TR_____
06/04/18	7522729	Advise Receiver regarding consents to judgment by PWCG and Calhoun and terms of same.	Fates, Edward	0.2	107.10	1,951.20	WO HD	TR_____
06/20/18	7536224	Review and advise Receiver regarding stipulated judgment against	Fates, Edward	0.2	107.10	2,058.30	WO HD	TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		A. Calhoun Jr.					
06/30/18	7546380	Analyze requests for policy information from SEC's counsel and advise Receiver regarding responses to same.	Fates, Edward	0.2	107.10	2,165.40	WO HD TR_____

**Disbursements for Matter 377432-00002 (General Receivership)**

Trans Date	Index	Type	Quantity	Amt	Circle Action
04/02/18	2421447	Service of Process - - Nationwide Legal, LLC, PACIFIC WEST CAPITAL GROUP, INC., SUBPOENA^SUBPOENA, 15-2563-SEC V PWCG ET AL^434840	1.00	110.00	WO HD TR_____
04/03/18	2421448	Service of Process - - Nationwide Legal, LLC, PACIFIC WEST CAPITAL GROUP, AGENT FOR SERVICE FOR PACIFIC WEST CAPITAL GROUP^SUBPOENAAGENT FOR SERVICEFOR PACIFC WEST, 15-2563-DELIVER BY 4:00^434840	1.00	185.00	WO HD TR_____
04/05/18	2424620	Document Search - - Pacer Service 1/01/2018-3/3/12018^4406104-Q	1.00	54.80	WO HD TR_____
05/02/18	2427967	Federal Express Invoice No: 617826173 1665 Ship To: Hon Fernando M Olguin	1.00	12.71	WO HD TR_____
05/11/18	2429727	Messenger - - Federal Express Invoice No: 618565382 0739 Ship To: Joseph Catmull	1.00	18.03	WO HD TR_____
05/17/18	2428854	Duplication	26.00	2.60	WO HD TR_____
05/17/18	2429877	Federal Express Invoice No: 619363788 1665 Ship To: Michael S Cryan Aram Ordubegi	1.00	12.13	WO HD TR_____
05/17/18	2429879	Federal Express Invoice No: 619363788 1665 Ship To: Dennis J Kelly	1.00	31.84	WO HD TR_____
05/18/18	2439104	Messenger - - Nationwide Legal, LLC, USDC CENTRAL DISTRICT, ^COPY TO JUDGEOLGUIN TODAY BEFORENOON, 2:15CV-02563 FMO-SEC V. PWCG^435526	1.00	17.00	WO HD TR_____

Trans Date	Index	Type	Quantity	Amt	Circle	Action
05/21/18	2429878	Federal Express Invoice No: 619363788 1665 Ship To: Hon Fernando M Olguin	1.00	12.30	WO	HD TR_____

### Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	0.4	715.50	286.20
001581	Thomas Henning	0.8	742.50	594.00
001665	Edward Fates	1.2	535.50	642.60
002184	Scott M. Dommes	1.2	535.50	642.60
		<u>3.6</u>		<u>2,165.40</u>
Total Fees				2,165.40
Total Disbursements				456.41

### Attorney Billing Instructions

( )	BILL ALL	( )	Hold
( )	BILL FEES ONLY	( )	Write Off
( )	BILL COST ONLY	( )	Transfer All

### Billing Instructions

expires 6/30/2019: 10% off standard rates (automatic); no text editing; no conf calls; copies @ .10

### Account Summary- As Of 06/30/2018

Fiscal YTD				Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	11,424.15	9,209.25	2,214.90	2,807.15	2,165.40	641.75	2,807.15	2,165.40	641.75
Unbilled Adj	(183.00)	0.00	(183.00)	(183.00)	0.00	(183.00)	(183.00)	0.00	(183.00)
Billed	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Collected	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>WIP Balance</b>	<b>13,335.17</b>	<b>11,326.50</b>	<b>2,008.67</b>						
<b>AR Balance</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>						

08/20/18 10:27:37 PROFORMA STATEMENT FOR MATTER 377432-00003 (Thomas C. Hebrank, as Receiver for PWCG Trust) (Asset Investigation & Recovery)

### ***Preliminary Billing Form***

Billing Atty: 001665 - Edward Fates

Matter #: 377432-00003

Matter Name: Asset Investigation & Recovery

Date of Last Billing:

Client Name: Thomas C. Hebrank, as Receiver for PWCG Trust

Proforma Number  
Client/Matter Joint Group # 377432-1

### **Fees for Matter 377432-00003 (Asset Investigation & Recovery)**

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
04/02/18	7464341	Conference with Receiver concerning the Mills Potoczak servicing issues/LE issues (.4).	Zaro, David	0.4	286.20	286.20	WO HD TR_____
04/02/18	7463439	Advise regarding service issues for document subpoena issued to Pacific West Capital (.2); review cash flow projection provided by Receiver and advise on strategy and timing regarding same (.2).	Fates, Edward	0.4	214.20	500.40	WO HD TR_____
04/03/18	7466597	Work with Receiver concerning document turnover, strategy concerning subpoenas/enforcement and follow-up with counsel (.4).	Zaro, David	0.4	286.20	786.60	WO HD TR_____
04/03/18	7464807	Address issues regarding service of subpoenas and A. Calhoun's response to same.	Fates, Edward	0.3	160.65	947.25	WO HD TR_____
04/04/18	7465479	Advise Receiver regarding document production issues regarding A. Calhoun and Pacific West Capital Group.	Fates, Edward	0.2	107.10	1,054.35	WO HD TR_____
04/05/18	7468052	Analysis of the schedule of premiums, follow-up as to retention of LE	Zaro, David	0.4	286.20	1,340.55	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		consultant (.4).					
04/05/18	7466923	Advise Receiver regarding A. Calhoun's response to document subpoena and next steps (.3); communications with counsel for BroadRiver regarding response to document subpoena (.2).	Fates, Edward	0.5	267.75	1,608.30	WO HD TR_____
04/09/18	7470410	Analysis of issues related to consolidation of policy reserves and follow-up email/call to Receiver (.6).	Zaro, David	0.6	429.30	2,037.60	WO HD TR_____
04/10/18	7471417	Analysis of data/policy issues and follow-up as to experts and valuation issues (.4); Review of the proposals from LE Management, and valuation of portfolio and address the cost/benefits follow-up (.4); Conference call with Receiver and counsel and follow-up thereon (.9)	Zaro, David	1.7	1,216.35	3,253.95	WO HD TR_____
04/10/18	7471489	Further analysis of issues and records concerning fractional interests transferred to Broad River/follow-up with Receiver (.3).	Zaro, David	0.3	214.65	3,468.60	WO HD TR_____
04/10/18	7470352	Call with counsel for BroadRiver regarding document subpoena and related issues (.6); calls with Receiver regarding engagement of consultant to provide portfolio management and valuation services and strategy regarding same (1.2); initial work on motion to engage consultant (.4).	Fates, Edward	2.2	1,178.10	4,646.70	WO HD TR_____
04/11/18	7472334	Analysis/confer with counsel as to the issues/strategy concerning the inter-entity lending, the Receiver's accounting study and outline for	Zaro, David	0.3	214.65	4,861.35	WO HD TR_____



Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		motions (.4).						
04/11/18	7471091	Communications with Receiver regarding status and timing of A. Calhoun document production (.2);	Fates, Edward	0.2	107.10	4,968.45	WO HD	TR_____
04/12/18	7472507	Advise Receiver regarding responses to A. Calhoun's communications regarding subpoenas and document productions.	Fates, Edward	0.3	160.65	5,129.10	WO HD	TR_____
04/13/18	7474850	Calls with counsel, SEC and Receiver as to the Mills Potaczak management of files and transaction (.4).	Zaro, David	0.4	286.20	5,415.30	WO HD	TR_____
04/20/18	7478758	Communications with counsel for BroadRiver regarding document production pursuant to subpoena.	Fates, Edward	0.2	107.10	5,522.40	WO HD	TR_____
04/24/18	7483996	Confer with counsel and Receiver related to responses and communication with investors (.2).	Zaro, David	0.2	143.10	5,665.50	WO HD	TR_____
04/25/18	7482101	Discuss A. Calhoun document production issues with Receiver.	Fates, Edward	0.2	107.10	5,772.60	WO HD	TR_____
04/27/18	7484446	Follow up communications with counsel for BroadRiver regarding document production per subpoena.	Fates, Edward	0.2	107.10	5,879.70	WO HD	TR_____
05/01/18	7492606	Conference with SEC counsel and analysis of issues related to judgment and potential recovery issues (.4).	Zaro, David	0.4	286.20	6,165.90	WO HD	TR_____
05/15/18	7501751	Initial review of documents produced by BroadRiver in response to subpoena.	Fates, Edward	0.4	214.20	6,380.10	WO HD	TR_____
05/17/18	7504317	Advise Receiver regarding Calhoun document production issues (.2); review/analyze first batch of	Fates, Edward	1.8	963.90	7,344.00	WO HD	TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		documents produced by BroadRiver (1.4); discuss same with Receiver (.2)						
05/18/18	7506134	Further review and analysis of documents produced by BroadRiver.	Fates, Edward	0.8	428.40	7,772.40	WO HD	TR_____
05/23/18	7510406	Several calls with counsel and advice as to discovery and investigation related to 3rd parties/banks (.4); Email and review of the Receiver investor communications and advice related to the same (.5).	Zaro, David	0.9	643.95	8,416.35	WO HD	TR_____
05/24/18	7512060	Analysis of the outstanding Calhoun documents and records, approach to turnover (.4). Emails/call with counsel related to the same (.3).	Zaro, David	0.7	500.85	8,917.20	WO HD	TR_____
05/24/18	7510073	Review Calhoun communications and advise Receiver on document production and subpoena enforcement issues.	Fates, Edward	0.2	107.10	9,024.30	WO HD	TR_____
05/29/18	7515120	Analysis of the Court's order and address the transition plan with Mills Potoczak (.3); Work with counsel/Receiver and research related to the accounting and issues related to foundation for a unified enterprise (.8).	Zaro, David	1.1	787.05	9,811.35	WO HD	TR_____
05/29/18	7513355	Analyze and advise Receiver on accounting work to support proposal for addressing unfunded premium payments.	Fates, Edward	0.7	374.85	10,186.20	WO HD	TR_____
05/31/18	7519563	Call with counsel for the SEC related to documents/accounting information/follow-up (.1); Call with Receiver related to	Zaro, David	0.9	643.95	10,830.15	WO HD	TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		accounting/documents (.2); Analysis of reports and follow-up as to policy data/reserve information (.4); Follow-up emails related to the Receiver's policy/reserve accounting (.2).						
06/04/18	7523380	Analysis of judgments as to PWCG, Calhoun and communications with Receiver (.4). Several calls with SEC counsel and Receiver as to the judgments/disgorgement issues (.3).	Zaro, David	0.7	500.85	11,331.00	WO HD	TR_____
06/08/18	7528974	Initial review of further documents produced by BroadRiver pursuant to subpoena (.4); advise Receiver regarding Calhoun document production and cost issues (.2).	Fates, Edward	0.6	321.30	11,652.30	WO HD	TR_____
06/12/18	7532290	Email/calls with SEC counsel and Receiver concerning the investor payment history and accounting issues (.6). Follow-up with Receiver, analysis of the accounting issues and approach to same (.3). Confer with counsel for SEC re accounting issues (.3).	Zaro, David	1.2	858.60	12,510.90	WO HD	TR_____
06/12/18	7529834	Advise as to strategy and cost management issues for Calhoun document production.	Fates, Edward	0.2	107.10	12,618.00	WO HD	TR_____
06/13/18	7532303	Email/follow-up with Receiver and counsel to address SEC discovery/inquiry (.4).	Zaro, David	0.4	286.20	12,904.20	WO HD	TR_____
06/14/18	7531944	Communications with counsel for BroadRiver regarding second document production and related issues (.5); analyze BroadRiver's objections to subpoena (.3); review	Fates, Edward	2.5	1,338.75	14,242.95	WO HD	TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		and analyze documents from BroadRiver (1.7).					
06/15/18	7534313	Work with Receiver/confer with SEC counsel as to the Broad River issues/transfers and approach to claims and policies (.4).	Zaro, David	0.4	286.20	14,529.15	WO HD TR_____
06/15/18	7534389	Call with SEC counsel as to discovery/investigation as to the Mills Potoczak and Receiver accounting and reserves and commingling (.4); follow-up with counsel and analysis of the overall strategy regarding accounting / subpoenas (.3).	Zaro, David	0.7	500.85	15,030.00	WO HD TR_____
06/15/18	7532506	Follow up communications with BroadRiver's counsel (.2); address document management issues regarding BroadRiver production (.3); review and analysis of documents produced (1.1); discuss same with Receiver (.3).	Fates, Edward	1.9	1,017.45	16,047.45	WO HD TR_____
06/18/18	7535508	Analysis and research of issues related to the recovery of funds from brokers and insiders, assess fraudulent conveyance and unjust enrichment legal theories (1.2).	Zaro, David	1.2	858.60	16,906.05	WO HD TR_____
06/18/18	7533942	Advise Receiver as to scope and strategy for forensic accounting and analysis.	Fates, Edward	0.4	214.20	17,120.25	WO HD TR_____
06/19/18	7536557	Review of records data base and analysis of the outstanding discovery/approach to review of records/cost/benefit issues (.5); call with the SEC related to the accounting/SEC records and	Zaro, David	2.1	1,502.55	18,622.80	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		discovery disputes and follow-up thereon (.4); follow-up to address the Receiver's analysis of accounting/records/time frames and follow-up thereon related to third party documents (.8); call with counsel to address the Receiver's accounting and open issues as to scope/PWCG records and trust records (.4).					
06/19/18	7535102	Analyze issues regarding scope and objectives of forensic accounting and analysis (.4); discuss same with Receiver (.2).	Fates, Edward	0.6	321.30	18,944.10	WO HD TR_____
06/20/18	7537840	Call with Receiver office related to accounting records/assess SEC records and follow-up (.7); emails concerning the accounting records and analysis of SEC pleadings/declarations related to accounting (.8); assess Calhoun judgment and follow-up with counsel as to the recovery and call with counsel/follow-up (.4).	Zaro, David	1.9	1,359.45	20,303.55	WO HD TR_____
06/20/18	7537867	Email/analysis of the Mills Potocazk Broad River letter and follow-up with counsel/advice related to response (.4).	Zaro, David	0.4	286.20	20,589.75	WO HD TR_____
06/20/18	7536423	Analyze issues relating to scope of forensic accounting and source bank records needed (.5); communications with Receiver regarding same (.3); review documents produced by BroadRiver and analyze issues with acquisition of forfeited interests (.9).	Fates, Edward	1.7	910.35	21,500.10	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
06/21/18	7540521	Address discovery request and email to SEC and Receiver concerning the SEC bank records and production (.4); Follow-up on Potoczak letter/Broad River and Receiver response (.2); Call with counsel related to further accounting issues/strategy as to bank records (.4); Call with SEC counsel related to bank records and approach to discovery to discovery (.2).	Zaro, David	1.2	858.60	22,358.70	WO HD TR_____
06/22/18	7540563	Analysis of SEC pleadings, accounting evidence in support of MSJ and follow-up thereon (.7).	Zaro, David	0.7	500.85	22,859.55	WO HD TR_____
06/23/18	7541575	Telephone conference with Receiver and counsel related to accounting records/bank documents (.3); review of records and telephone conference to SEC counsel related to bank records (.4); telephone conference /emails with SEC counsel and Receiver related to accounting/individual defendants accounting and follow-up (.6)	Zaro, David	1.3	930.15	23,789.70	WO HD TR_____
06/25/18	7540644	Discuss A. Calhoun's document production and review with Receiver (.3); analyze issues regarding gathering bank records needed for accounting and request to SEC regarding same (.3); work on list of accounts (.4).	Fates, Edward	1.0	535.50	24,325.20	WO HD TR_____
06/26/18	7543673	Emails related to documents/subpoena and follow-up thereon (.4); Call with counsel and further communications regarding	Zaro, David	0.7	500.85	24,826.05	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		accounting, inventory of records and follow-up thereon (.3).					
06/27/18	7543813	Analysis of issues concerning Records of investors and follow-up calls and emails with counsel and SEC as to discovery issues (.7); Address the issues related to production related to production/turnover of Calhoun documents and emails related to the documents (.6); Call with Receiver related to the production of records, scope of accounting and investor issues (.4).	Zaro, David	1.7	1,216.35	26,042.40	WO HD TR_____
06/27/18	7542768	Advise Receiver regarding bank records needed for accounting, request for records from SEC, and document subpoenas.	Fates, Edward	0.4	214.20	26,256.60	WO HD TR_____
06/28/18	7544844	Several calls and email regarding Calhoun document production and follow-up thereon (.4); Call regarding the bank account records and SEC turnover (.2).	Zaro, David	0.6	429.30	26,685.90	WO HD TR_____
06/28/18	7543556	Gather and analyze bank account information for accounting from BroadRiver document production and discuss same with Receiver.	Fates, Edward	0.7	374.85	27,060.75	WO HD TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	23.9	715.50	17,100.45
001665	Edward Fates	18.6	535.50	9,960.30
		42.5		27,060.75



Total Fees	27,060.75
Total Disbursements	0.00

**Attorney Billing Instructions**

( ) BILL ALL	( ) Hold	
( ) BILL FEES ONLY	( ) Write Off	
( ) BILL COST ONLY	( ) Transfer All	_____

**Billing Instructions**

expires 6/30/2019: 10% off standard rates (automatic); no text editing; no conf calls; copies @ .10

**Account Summary- As Of 06/30/2018**

Fiscal YTD				Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	71,955.00	71,955.00	0.00	27,060.75	27,060.75	0.00	27,060.75	27,060.75	0.00
Unbilled Adj	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Billed	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Collected	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>Total</b>				<b>Total</b>			<b>Total</b>		
<b>WIP Balance</b>	<b>90,884.25</b>	<b>90,884.25</b>	<b>0.00</b>						
<b>AR Balance</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>						
<b>Unalloc Payment</b>	<b>0.00</b>								
<b>Client Trust Balance</b>	<b>0.00</b>								

**Billing Address**

Thomas C. Hebrank, as Receiver for PWCG Trust  
 c/o E3 Advisors  
 501 West Broadway, Suite 800  
 San Diego, CA 92101  
 ATTN:

**Preliminary Billing Form**

Billing Atty: 001665 - Edward Fates

Matter #: 377432-00004

Matter Name: Reporting

Date of Last Billing:

Client Name: Thomas C. Hebrank, as Receiver for PWCG Trust

Proforma Number

Client/Matter Joint Group # 377432-1

**Fees for Matter 377432-00004 (Reporting)**

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
04/10/18	7470577	Discuss contents and timing of First Interim Report with Receiver.	Fates, Edward	0.2	107.10	107.10	WO HD TR_____
04/13/18	7473266	Initial work on Receiver's First Interim Report.	Fates, Edward	0.4	214.20	321.30	WO HD TR_____
04/26/18	7484605	Work with counsel and Receiver re Receiver Report (.2)	Zaro, David	0.2	143.10	464.40	WO HD TR_____
05/02/18	7492618	Conferences with counsel concerning the turnover of records and advice to counsel related to Receiver's report (.3).	Zaro, David	0.3	214.65	679.05	WO HD TR_____
05/02/18	7490665	Work on Receiver's First Interim Report.	Fates, Edward	1.8	963.90	1,642.95	WO HD TR_____
05/03/18	7491897	Work on Receiver's First Interim Report (1.6); discuss same with Receiver (.2).	Fates, Edward	1.8	963.90	2,606.85	WO HD TR_____
05/08/18	7495868	Revisions to first interim report (.6); discuss same and exhibits to report with Receiver (.3).	Fates, Edward	0.9	481.95	3,088.80	WO HD TR_____
05/09/18	7497965	Revisions to additional sections of First Interim Report provided by Receiver.	Fates, Edward	0.8	428.40	3,517.20	WO HD TR_____
05/10/18	7500454	Review and analysis of the draft	Zaro, David	1.9	1,359.45	4,876.65	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		report and edit/advice to Receiver and counsel and follow-up thereon (.7); Emails with counsel related to the report/document issues and follow-up thereon to confer as to the pending motion (.3); Evaluate the issues related to pending motion, SEC response and Broadriver issues (.6); Call with SEC counsel regarding motion by Receiver and follow-up thereon (.4).					
05/10/18	7498459	Additional revisions and updates to First Interim Report and discuss same with Receiver.	Fates, Edward	0.9	481.95	5,358.60	WO HD TR_____
05/14/18	7501910	Follow-up on the draft of Receiver report/SEC meet and confer and call with counsel (.2); Email with SEC regarding meet and confer as to report (.2).	Zaro, David	0.4	286.20	5,644.80	WO HD TR_____
05/21/18	7506432	Finalize First Interim Report and exhibits for filing.	Fates, Edward	0.4	214.20	5,859.00	WO HD TR_____

### Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	2.8	715.50	2,003.40
001665	Edward Fates	7.2	535.50	3,855.60
		<u>10.0</u>		<u>5,859.00</u>
Total Fees				5,859.00
Total Disbursements				0.00

### Attorney Billing Instructions

( )	BILL ALL	( )	Hold
( )	BILL FEES ONLY	( )	Write Off

08/20/18 10:28:09 PROFORMA STATEMENT FOR MATTER 377432-00005 (Thomas C. Hebrank, as Receiver for PWCG Trust) (Operations & Asset Sales)

### ***Preliminary Billing Form***

Billing Atty: 001665 - Edward Fates

Matter #: 377432-00005

Matter Name: Operations & Asset Sales

Date of Last Billing:

Client Name: Thomas C. Hebrank, as Receiver for PWCG Trust

Proforma Number

Client/Matter Joint Group # 377432-1

### **Fees for Matter 377432-00005 (Operations & Asset Sales)**

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
04/02/18	7464339	Review of Receiver report/accounting re premium payments/projections (.4).	Zaro, David	0.4	286.20	286.20	WO HD TR_____
04/11/18	7589554	Work on motion to engage consultant regarding policy management and valuations, terminate MPC, and extend use of reserves to pay unfunded premiums (2.8); discuss motion and consultant contract with Receiver (.3).	Fates, Edward	3.1	1,660.05	1,946.25	WO HD TR_____
04/17/18	7478131	Review/analysis of the Receiver's analysis of the premiums and loans (.4). Calls with Receiver and counsel to advise re approach to the premium borrowing and motion (.7).	Zaro, David	1.1	787.05	2,733.30	WO HD TR_____
04/17/18	7476170	Review policy reserve data from Receiver and work on motion for authority to engage consultant, terminate MPC, and use policy reserves for unfunded premiums (.8); initial review of proposed contract with consultant (.4).	Fates, Edward	1.2	642.60	3,375.90	WO HD TR_____
04/18/18	7478142	Work with counsel on the draft/outline for the Receiver motion to address	Zaro, David	0.7	500.85	3,876.75	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		loan/premium payments and LE/servicing agent retention (.7).					
04/18/18	7477088	Discuss policy reserve information and motion for authority to extend borrowing to cover unfunded premium payments with Receiver.	Fates, Edward	0.4	214.20	4,090.95	WO HD TR_____
04/19/18	7480420	Call/email related to 21st servicing agreement, address approach/timing to transfer of operations (.4). Analysis of the agreement from 21st (.3).	Zaro, David	0.7	500.85	4,591.80	WO HD TR_____
04/19/18	7477515	Revisions to proposed contract with consultant for portfolio management and valuation services.	Fates, Edward	1.4	749.70	5,341.50	WO HD TR_____
04/20/18	7480431	Assess PWCG analysis from Receiver, legal options for interim borrowing (.6). Conferences related to strategy for inter-entity borrowing and legal issues (.3).	Zaro, David	0.9	643.95	5,985.45	WO HD TR_____
04/20/18	7479173	Discuss motion to engage consultant and extend use of reserves for unfunded premiums with Receiver and review and revise exhibits for same (.8); work on motion (1.5).	Fates, Edward	2.3	1,231.65	7,217.10	WO HD TR_____
04/23/18	7481253	Email/call re 21st servicer contract (.3). Analysis of the contract, revise draft of contract, advice to counsel/Receiver re contract issues (.8). Follow-up on and analysis the loan issues as to interim trust loans, advice to counsel re same (.5).	Zaro, David	1.6	1,144.80	8,361.90	WO HD TR_____
04/23/18	7480104	Further revisions to proposed ITM servicing contract (.7); work on	Fates, Edward	1.1	589.05	8,950.95	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		motion for authority to engage consultant and related relief (.4).					
04/24/18	7483992	Analysis of the issues and approach to funding policies, confer with counsel re same (.4). Research/analysis of the issue related to loan to pay premiums, work on the draft motion to borrower and to retain LE consultant and manager (1.7).	Zaro, David	2.1	1,502.55	10,453.50	WO HD TR_____
04/24/18	7481087	Discuss issues regarding proposed 21st servicing contract and potential death benefits to be received with Receiver (.4); work on motion regarding engagement of 21st and extension of borrowing to cover unfunded premiums (.7).	Fates, Edward	1.1	589.05	11,042.55	WO HD TR_____
04/25/18	7484005	Call to meet/confer with SEC re motion to retain consultant and to borrower funds (.4). Analysis of the issues/draft re Receiver's motion to retain consultant, authorize use of reserves and the management (.6). Email with counsel and call related to SEC comments and reserve issues (.4).	Zaro, David	1.4	1,001.70	12,044.25	WO HD TR_____
04/25/18	7482104	Discuss revisions to 21st proposed servicing contract and strategy regarding transition of portfolio management responsibilities with Receiver (.4); work on revisions to motion regarding engagement of 21st and related relief (.9); discuss motion with Receiver (.3); address SEC meet and confer questions regarding	Fates, Edward	1.8	963.90	13,008.15	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		motion (.2).					
04/26/18	7484603	Analysis of Mills Potoczak Management Agreement, the invoices/servicing issues (.6). Conference call with Receiver and counsel to address Mills Potoczak issues, funding the premiums (.9). Follow-up on the motion to retain servicer and address the policy premiums, call with Receiver re same (.7).	Zaro, David	2.2	1,574.10	14,582.25	WO HD TR_____
04/27/18	7486447	Research and analysis of further legal issues related to the funding for premiums, trustee issues and follow-up (1.2); Call and emails with SEC related to meet/confer as to motion for funding and trustee (.6); Conference calls with Receiver related to trustee and funding issues and advice regarding PWCG (1.1).	Zaro, David	2.9	2,074.95	16,657.20	WO HD TR_____
04/27/18	7484401	Work on revisions to motion to engage consultant, terminate MPC, and extend borrowing to cover unfunded premiums (1.2); discuss same with Receiver (.4).	Fates, Edward	1.6	856.80	17,514.00	WO HD TR_____
04/30/18	7489974	Work on further issues related to MPC servicing and cost issues, scope of work, analysis related to MPC's trustee role (1.1). Call with SEC counsel and address MPC, trustee termination (.3). Follow-up with counsel as to draft changes to ITM 21st contract, advice as to terms (.4).	Zaro, David	1.8	1,287.90	18,801.90	WO HD TR_____
04/30/18	7486688	Review revised servicing contract	Fates, Edward	1.9	1,017.45	19,819.35	WO HD TR_____



Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		from 21st and discuss issues with same with Receiver (.8); work on motion for authority to engage consultant and related relief (1.1).						
05/01/18	7492560	Work on analysis re further draft of the motion and the 21st Contract revisions (.7). Call to address issues related to the contract/strategy as to the 21st contract/borrowing (.4).	Zaro, David	1.1	787.05	20,606.40	WO HD	TR_____
05/01/18	7490296	Communications with consultant and Receiver regarding revisions to proposed servicing and valuation contract (.4); revisions to motion to engage consultant regarding same (.8); work on Receiver's declaration in support of motion and exhibits thereto (1.1).	Fates, Edward	2.3	1,231.65	21,838.05	WO HD	TR_____
05/02/18	7492619	Work related to the motion to retain 21st as LE consultant and manager to address premium payments (.4).	Zaro, David	0.4	286.20	22,124.25	WO HD	TR_____
05/02/18	7490877	Revise and finalize motion for authority to engage consultant and related relief, supporting declaration, and exhibits (.9); prepare proposed order (.3); communications with Receiver and counsel for MPC regarding motion and transition of management services (.5).	Fates, Edward	1.7	910.35	23,034.60	WO HD	TR_____
05/03/18	7494560	Email related to the Mills Potoczak termination and transition/follow-up thereon with counsel (.6); Several emails and calls with Receiver and counsel to address MPC/trustee and analysis of the approach to transition	Zaro, David	1.3	930.15	23,964.75	WO HD	TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		and termination (.7).					
05/03/18	7491444	Calls and emails with Receiver, counsel for MPC, and MPC regarding transition of policy management services to proposed consultant pursuant to motion, litigation stay as to MPC, and related issues (1.5); discuss issues with litigation stay as to MPC as trustee with Receiver and counsel (.6); analyze issues regarding replacement of trustee under trustee agreement (.3).	Fates, Edward	2.4	1,285.20	25,249.95	WO HD TR_____
05/08/18	7497573	Call with counsel and analysis of Mills Potoczak and transition to 21st and the trust agreement (.4); Further call and email with the SEC counsel related to PacWest trust/trustee and servicing transition (.4).	Zaro, David	0.8	572.40	25,822.35	WO HD TR_____
05/08/18	7495480	Analyze issues regarding MPC continuing role as Trustee and litigation stay (.2); communications with counsel for MPC regarding same (.2).	Fates, Edward	0.4	214.20	26,036.55	WO HD TR_____
05/09/18	7498488	Analysis and evaluate the issues related to receipt of death benefit and the application of proceeds (.4); Email and review of Mills Potoczak response/advice to counsel regarding same (.5).	Zaro, David	0.9	643.95	26,680.50	WO HD TR_____
05/09/18	7497527	Review and discuss issues raised in MPC draft response to motion with Receiver (.9); communications with counsel for MPC regarding same (.2).	Fates, Edward	1.1	589.05	27,269.55	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
05/11/18	7500573	Review/analyze the Broadriver opposition to the motion of Receiver to retain professionals and to fund operations (.6); Calls/email with counsel to address the Broadriver opposition and issues (.5).	Zaro, David	1.1	787.05	28,056.60	WO HD	TR_____
05/11/18	7499119	Review BroadRiver's response to motion and advise Receiver regarding same (.7); communications with counsel for BroadRiver regarding same (.4).	Fates, Edward	1.1	589.05	28,645.65	WO HD	TR_____
05/14/18	7501890	Analysis of the issues regarding Broadriver Declaration, and Broadriver's opposition to the Receiver's motion to fund operations (1.1); Call with counsel related to the reply brief and advice regarding same (.4).	Zaro, David	1.5	1,073.25	29,718.90	WO HD	TR_____
05/14/18	7500750	Telephone call and emails with counsel for BroadRiver to discuss issues raised in response to motion for authority to engage consultant (.7); work on reply to responses from BroadRiver and MPC (1.4); discuss same with Receiver (.2).	Fates, Edward	2.3	1,231.65	30,950.55	WO HD	TR_____
05/15/18	7503079	Review and evaluate draft of the Reply brief and draft edits to brief and advice to counsel (.6).	Zaro, David	0.6	429.30	31,379.85	WO HD	TR_____
05/15/18	7501758	Respond to inquiry from life settlements consultant/valuation services provider (.2); work on reply to MPC and BroadRiver responses to motion to engage consultant and discuss same with Receiver (.6).	Fates, Edward	0.8	428.40	31,808.25	WO HD	TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
05/16/18	7503148	Finalize reply to responses to motion for authority to engage consultant (.4); work on notice of lodgment and amended proposed order (.7).	Fates, Edward	1.1	589.05	32,397.30	WO HD TR_____
05/24/18	7511521	Advise Receiver as to Mills Potoczak services and fee/cost issues	Fates, Edward	0.2	107.10	32,504.40	WO HD TR_____
05/29/18	7515201	Emails, review of order and the conference with counsel to advise as to contract and implementation and oversight issues (.4); Advice to counsel and Receiver related to transition of servicing (.2)	Zaro, David	0.6	429.30	32,933.70	WO HD TR_____
05/29/18	7512968	Review order approving motion regarding engagement of consultant, termination of MPC services, etc. and advise Receiver regarding same.	Fates, Edward	0.2	107.10	33,040.80	WO HD TR_____
05/30/18	7516432	Finalize servicing contract with 21st and exhibits thereto for execution and discuss same with Receiver.	Fates, Edward	0.4	214.20	33,255.00	WO HD TR_____
06/19/18	7535664	Advise Receiver on 21st transition issues and timing regarding MPC turnover of information and access.	Fates, Edward	0.4	214.20	33,469.20	WO HD TR_____
06/20/18	7536527	Analyze issues regarding letter from MPC to BroadRiver and steps to address same (.2); discuss same and 21st transition issues with Receiver (.3).	Fates, Edward	0.5	267.75	33,736.95	WO HD TR_____
06/21/18	7537824	Discuss steps to address MPC letter to BroadRiver with Receiver.	Fates, Edward	0.2	107.10	33,844.05	WO HD TR_____
06/22/18	7538954	Prepare communication to BroadRiver addressing MPC letter (.5); discuss same with Receiver (.2).	Fates, Edward	0.7	374.85	34,218.90	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
06/27/18	7542802	Call from counsel for purchaser/financier of life settlements regarding interest in receivership portfolio and advise Receiver regarding same.	Fates, Edward	0.3	160.65	34,379.55	WO HD TR_____

### Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	24.1	715.50	17,243.55
001665	Edward Fates	32.0	535.50	17,136.00
		<u>56.1</u>		<u>34,379.55</u>
Total Fees				34,379.55
Total Disbursements				0.00

### Attorney Billing Instructions

( )	BILL ALL	( )	Hold
( )	BILL FEES ONLY	( )	Write Off
( )	BILL COST ONLY	( )	Transfer All

### Billing Instructions

expires 6/30/2019: 10% off standard rates (automatic); no text editing; no conf calls; copies @ .10

### Account Summary- As Of 06/30/2018

	Fiscal YTD			Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	51,793.20	51,793.20	0.00	34,379.55	34,379.55	0.00	34,379.55	34,379.55	0.00
Unbilled Adj	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Billed	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Collected	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>Total</b>		<b>Fees</b>	<b>Cost</b>						

**Preliminary Billing Form**

Billing Atty: 001665 - Edward Fates

Matter #: 377432-00006

Matter Name: Claims &amp; Distributions

Date of Last Billing:

Client Name: Thomas C. Hebrank, as Receiver for PWCG Trust

Proforma Number

Client/Matter Joint Group # 377432-1

**Fees for Matter 377432-00006 (Claims & Distributions)**

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
04/10/18	7470809	Discuss claim for unpaid trustee fees from MPC and timing and strategy for claims process with Receiver.	Fates, Edward	0.4	214.20	214.20	WO HD TR_____
04/11/18	7472337	Work on the investor claim issues/strategy for the claims process, accounting and discovery issues (.6).	Zaro, David	0.6	429.30	643.50	WO HD TR_____
04/13/18	7474854	Analysis and brief call with counsel to address claims process and advice as to timing/strategy. (.2)	Zaro, David	0.2	143.10	786.60	WO HD TR_____
04/24/18	7481393	Advise Receiver on responses to specific investor inquiries.	Fates, Edward	0.2	107.10	893.70	WO HD TR_____
05/04/18	7494582	Call related to the Broad River claim and assess the issues concerning next steps (.4); Review documents concerning the trust agreement/Mills Potoczak (.3).	Zaro, David	0.7	500.85	1,394.55	WO HD TR_____
05/09/18	7498476	Follow-up on the call with counsel for Broad River as to their claims against the receivership entities and follow-up thereon with counsel (.4); Follow-up on the claims of Broad River with counsel and Receiver to address strategy and response (.5).	Zaro, David	0.9	643.95	2,038.50	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
05/09/18	7497524	Advise Receiver regarding responses to investor inquiries regarding policy maturities.	Fates, Edward	0.2	107.10	2,145.60	WO	HD TR_____
05/18/18	7506174	Respond to inquiry from investor regarding claims process, death benefits, and distributions.	Fates, Edward	0.2	107.10	2,252.70	WO	HD TR_____
05/21/18	7507254	Revisions to monthly case update to investors (.4); respond to inquiry from counsel for investor (.2).	Fates, Edward	0.6	321.30	2,574.00	WO	HD TR_____
05/22/18	7508971	Analysis of Receiver and claimant emails related to the life settlement death benefits and follow-up thereon (.6); Confer with counsel related to the claims process timing/approach (.3).	Zaro, David	0.9	643.95	3,217.95	WO	HD TR_____
05/22/18	7507746	Revisions to investor updates to receivership website (.3); advise Receiver regarding response to specific investor inquiry (.2).	Fates, Edward	0.5	267.75	3,485.70	WO	HD TR_____
05/23/18	7508948	Revisions to case update email to investors.	Fates, Edward	0.2	107.10	3,592.80	WO	HD TR_____
06/15/18	7532562	Respond to direct inquiry from investor regarding premiums, claims, and distributions.	Fates, Edward	0.3	160.65	3,753.45	WO	HD TR_____
06/20/18	7536292	Advise Receiver regarding responses to investor inquiries.	Fates, Edward	0.2	107.10	3,860.55	WO	HD TR_____
06/26/18	7543675	Emails with Receiver concerning investors and advice as to response and investor communications.	Zaro, David	0.3	214.65	4,075.20	WO	HD TR_____
06/28/18	7543639	Review and analyze BroadRiver documents and claims against receivership estate (.6); respond to	Fates, Edward	0.8	428.40	4,503.60	WO	HD TR_____



Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		inquiry from counsel for investor (.2).					

### Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	3.6	715.50	2,575.80
001665	Edward Fates	3.6	535.50	1,927.80
		<u>7.2</u>		<u>4,503.60</u>
Total Fees				4,503.60
Total Disbursements				0.00

### Attorney Billing Instructions

( )	BILL ALL	( )	Hold
( )	BILL FEES ONLY	( )	Write Off
( )	BILL COST ONLY	( )	Transfer All

### Billing Instructions

expires 6/30/2019: 10% off standard rates (automatic); no text editing; no conf calls; copies @ .10

### Account Summary- As Of 06/30/2018

Fiscal YTD				Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	7,378.65	7,378.65	0.00	4,503.60	4,503.60	0.00	4,503.60	4,503.60	0.00
Unbilled Adj	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Billed	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Collected	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>WIP Balance</b>	<b>9,248.40</b>	<b>9,248.40</b>	<b>0.00</b>						
<b>AR Balance</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>						
<b>Unalloc Payment</b>	<b>0.00</b>								
<b>Client Trust Balance</b>	<b>0.00</b>								

08/20/18 09:48:40 PROFORMA STATEMENT FOR MATTER 377432-00007 (Thomas C. Hebrank, as Receiver for PWCG Trust) (Third Party Recoveries) #8989

**Preliminary Billing Form**

Billing Atty: 001665 - Edward Fates

Matter #: 377432-00007

Matter Name: Third Party Recoveries

Date of Last Billing:

Client Name: Thomas C. Hebrank, as Receiver for PWCG Trust

Proforma Number

Client/Matter Joint Group # 377432-1

**Fees for Matter 377432-00007 (Third Party Recoveries)**

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
06/19/18	7536545	Analysis of the prospects for pursuit / recovery of investor funds transferred to sales agents, insiders based on underlying fraud (.4); follow-up to address the standing issues as to transferees/entity issues as to trust and the PWCG Inc. (.5).	Zaro, David	0.9	643.95	643.95	WO HD TR_____

**Proforma Summary**

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	0.9	715.50	643.95
		0.9		643.95
Total Fees				643.95
Total Disbursements				0.00

**Attorney Billing Instructions**

( )	BILL ALL	( )	Hold
( )	BILL FEES ONLY	( )	Write Off
( )	BILL COST ONLY	( )	Transfer All

**Billing Instructions**

expires 6/30/2019: 10% off standard rates (automatic); no text editing; no conf calls; copies @ .10
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08/20/18 09:48:40 PROFORMA STATEMENT FOR MATTER 377432-00008 (Thomas C. Hebrank, as Receiver for PWCG Trust) (Pending Litigation)

**Preliminary Billing Form**

Billing Atty: 001665 - Edward Fates

Matter #: 377432-00008

Matter Name: Pending Litigation

Date of Last Billing:

Client Name: Thomas C. Hebrank, as Receiver for PWCG Trust

Proforma Number

Client/Matter Joint Group # 377432-1

**Fees for Matter 377432-00008 (Pending Litigation)**

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
04/02/18	7463425	Revisions to joint stipulation regarding Plaintiff's deadline to file class certification motion in pending Schechter action (.4); communications with putative class counsel regarding same (.2).	Fates, Edward	0.6	321.30	321.30	WO HD TR_____
04/10/18	7469747	Review proposed changes to draft stipulation from counsel for A. Calhoun.	Fates, Edward	0.2	107.10	428.40	WO HD TR_____
06/04/18	7520850	Respond to inquiry from counsel for MPC regarding pending Schechter litigation (.3); discuss same with counsel for putative investor class (.5).	Fates, Edward	0.8	428.40	856.80	WO HD TR_____

**Proforma Summary**

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward Fates	1.6	535.50	856.80
		1.6		856.80
Total Fees				856.80
Total Disbursements				0.00

**Attorney Billing Instructions**