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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
25
26
27
28

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

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

Date: April 25, 2019
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 fourth interim application for approval and
 4 payment of fees and reimbursement of expenses ("Application"). This Application
 5 covers the period from October 1, 2018, through December 31, 2018 ("Fourth
 6 Application Period"), and seeks interim approval of \$81,054.00 in fees and \$815.60
 7 in expenses, and an order authorizing the Receiver to pay, on an interim basis, 80%
 8 of the fees incurred (\$64,843.20) 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, as well as Allen Matkins 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 Fourth Interim Report ("Fourth Report") filed on February 28, 2019 (Dkt. No. 240), which describes in detail the Receiver's activities during the Fourth Application Period. This Application seeks interim approval of \$81,054.00 in fees for a total of 122.4 hours worked, and payment on an interim basis of 80% of that amount, or \$64,843.20. The work performed is described task-by-task on Exhibit A and is broken down into the following categories:

Category	Hours	Amount
General Receivership	0.20	\$112.50
Asset Investigation & Recovery	54.90	\$36,929.25
Reporting	3.50	\$2,148.75
Operations & Asset Sales	45.50	\$28,905.75
Claims & Distributions	11.90	\$8,439.75
Pending Litigation	6.40	\$4,518.00
Total	122.40	\$81,054.00

Allen Matkins has worked diligently and efficiently to assist the Receiver to address legal issues facing the receivership estate. 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 and cash reserves of approximately \$5.5 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 advising the Receiver
5 regarding an ex parte motion filed by the Securities and Exchange Commission
6 ("Commission"). Dkt. No. 212. The reasonable and necessary fees for this category
7 total \$112.50.

8 2. Asset Investigation

9 Allen Matkins' time in this category focused on gathering and analyzing
10 critical information regarding the life insurance policies held by PWCG Trust
11 (including life expectancy reports for each policy) and advising the Receiver
12 regarding the formulation of a long term plan to (a) address the shortfall in cash
13 reserves to keep the policies in force, and (b) maximize the overall recovery from
14 the policies. The firm reviewed and analyzed reports provided by consultants itm
15 twentyfirst ("21st") and ClearLife, participated on conference calls to discuss the
16 reports, and advised on further data and projections needed. Due to the complexities
17 and variables associated with projecting cash flows for a portfolio of 114 life
18 insurance policies, several iterations of the Monte Carlo simulation and versions of
19 the ClearLife report had to be prepared and revised as part of formulating the
20 Receiver's long term plan. Allen Matkins advised the Receiver on complex issues
21 relating to the deficient cash reserves, policies with negative values, and maximizing
22 the overall recovery through a sale or surrender of certain policies and potential line
23 of credit to supplement the cash reserves for the remaining policies.

24 Allen Matkins also assisted in gathering and reviewing critical documents and
25 information, investigating PWCG Trust's potential claims against third parties, and
26 advising the Receiver on actions necessary to preserve and protect such assets. The
27 reasonable and necessary fees for work in this category total \$36,929.25.

28

1 3. Reporting

2 Allen Matkins' time in this category focused on preparing the Receiver's
3 Third Interim Report, which was filed on December 10, 2018. Dkt. No. 230. The
4 Third Interim Report contains a detailed description of the Receiver's activities
5 during the third quarter of 2018, investor communications, pending litigation, and
6 post-receivership receipts and disbursements. The report also includes the
7 Receiver's recommendations for the continued administration of the receivership
8 estate. The reasonable and necessary fees for work in this category total \$2,148.75.

9 4. Operations & Asset Sales

10 Allen Matkins' time in this category focused on assisting the Receiver in
11 obtaining Court approval of his long term plan for maximizing the recovery from
12 the insurance policies held by PWCG Trust. Based on the analysis and plan
13 formulation work discussed above, Allen Matkins assisted the Receiver in preparing
14 his motion and supporting papers seeking approval of the pooling of cash reserves
15 and death benefits to support the policies moving forward, payment of policy
16 premiums from the pooled funds, and authority to sell or surrender certain negative
17 value policies ("Motion"). Dkt. No. 227. The firm also assisted in meeting and
18 conferring with counsel for the Commission and counsel for the remaining
19 Defendants. The Motion was filed on November 15, 2018 and granted on
20 December 7, 2018. Dkt. No. 229.

21 While the data gathering and analysis necessary to formulate the long term
22 plan was ongoing, Allen Matkins assisted the Receiver in obtaining an extension of
23 the time period during which he could borrow from existing reserves to pay
24 unfunded premium payments. This motion was filed on October 4, 2018, and
25 granted on October 29, 2018. Dkt. Nos. 210, 220.

26 The firm also advised on legal issues related to obtaining medical releases
27 from insureds under certain Policies, as required for getting copies of medical
28 records necessary for life expectancy reports. Finally, once the Motion was granted,

1 Allen Matkins advised the Receiver regarding the process for selling Negative
2 Value Policies. The reasonable and necessary fees for work in this category total
3 \$28,905.75.

4 5. Claims and Distributions

5 Allen Matkins' time in this category focused on analyzing and advising the
6 Receiver regarding claims against the receivership estate and procedures for the
7 administration of claims. Allen Matkins also assisted the Receiver in preparing
8 content for the receivership website, including answers to frequently asked
9 questions and monthly case updates. The firm also assisted in addressing unique
10 investor inquiries. The reasonable and necessary fees for work in this category total
11 \$8,439.75.

12 6. Pending Litigation

13 At the time of the Receiver's appointment, there were four civil actions
14 pending in Los Angeles Superior Court in which PWCG Trust was a defendant.
15 Allen Matkins promptly (a) provided counsel for the parties in these cases with
16 notice of the Receiver's appointment and the stay of litigation against PWCG Trust,
17 and (b) filed a notice of the receivership and the litigation stay in each case. The
18 firm communicated with opposing counsel regarding the receivership and stay,
19 investigated the claims and defenses involved, and advised the Receiver on strategy
20 to minimize litigation costs and protect PWCG Trust's interests.

21 During the Fourth Application Period, Allen Matkins communicated with
22 counsel for the parties and assisted in revising a joint status report. Attorney David
23 Zaro also attended the Case Management Conference held on October 25, 2018.
24 The reasonable and necessary fees for work in this category total \$3,330.00.

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

26 Allen Matkins requests the Court approve reimbursement of \$815.60 in out-
27 of-pocket costs. The itemization of such expenses is summarized below by
28 category.

Category	Total
Duplication/Postage/Faxes	\$0.50
E-Discovery	\$600.00
Document Searches (incl. PACER, Lexis, Sec. of State)	\$12.60
Messenger/FedEx Fees	\$187.50
Transportation/Parking/Mileage	\$15.00
TOTAL	\$ 815.60

IV. FEES AND COSTS INCURRED AND PAID TO DATE

From inception of the receivership through December 31, 2018, the Receiver incurred fees and costs of \$129,550.01, of which amount \$19,128.06 is subject to holdback pending approval of the Receiver's final fee application at the conclusion of the receivership, \$26,010.63 is awaiting the Court's review and approval, and \$84,411.32 has been approved by the Court and paid to date. During the same time period, Allen Matkins has incurred fees and costs of \$289,235.03, of which amount \$40,969.80 is subject to holdback pending approval of Allen Matkins' final fee application at the conclusion of the receivership, \$81,869.60 is awaiting the Court's review and approval, and \$166,395.63 has been approved by the Court and paid to date. Finally, during the same time period, Mills Potoczak & Company ("MPC") has incurred fees and costs totaling \$97,636.15, of which amount \$11,260.94 is awaiting the Court's review and approval, and \$86,375.21 has been approved by the Court and paid to date.

V. THE FEES AND COSTS ARE REASONABLE AND SHOULD BE ALLOWED

"As a general rule, the expenses and fees of a receivership are a charge upon the property administered." *Gaskill v. Gordon*, 27 F.3d 248, 251 (7th Cir. 1994). These expenses include the fees and expenses of this Receiver and his professionals, including Allen Matkins. Decisions regarding the timing and amount of an award of fees and costs to the Receiver and his Professionals are committed to the sound

1 discretion of the Court. See *SEC v. Elliot*, 953 F.2d 1560, 1577 (11th Cir. 1992)
2 (rev'd in part on other grounds, 998 F.2d 922 (11th Cir. 1993)).

3 In allowing fees, a court should consider "the time, labor and skill required,
4 but not necessarily that actually expended, in the proper performance of the duties
5 imposed by the court upon the receiver[], the fair value of such time, labor and skill
6 measured by conservative business standards, the degree of activity, integrity and
7 dispatch with which the work is conducted and the result obtained." *United States v.*
8 *Code Prods. Corp.*, 362 F. 2d 669, 673 (3d Cir. 1966) (internal quotation marks
9 omitted). In practical terms, receiver and professional compensation thus ultimately
10 rests upon the result of an equitable, multi-factor balancing test involving the
11 "economy of administration, the burden that the estate may be able to bear, the
12 amount of time required, although not necessarily expended, and the overall value of
13 the services to the estate." *In re Imperial 400 Nat'l, Inc.*, 432 F.2d 232, 237 (3d Cir.
14 1970). Regardless of how this balancing test is formulated, no single factor is
15 determinative and "a reasonable fee is based [upon] all circumstances surrounding
16 the receivership." *SEC v. W.L. Moody & Co., Bankers (Unincorporated)*,
17 374 F. Supp. 465, 480 (S.D. Tex. 1974).

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

25 The Receiver promptly determined that experienced, qualified counsel was
26 necessary due to the size and complexity of the receivership estate and the Court
27 agreed, specifically approving Allen Matkins' employment. Dkt. No. 152. The
28

1 Court also approved the Receiver's proposal to file interim reports and fee
2 applications on a quarterly basis. *Id.*

3 Allen Matkins has submitted a detailed fee application which describes the
4 nature of the services rendered, and the identity and billing rate of each individual
5 performing each task. *See* Exhibit A. Allen Matkins has endeavored to staff matters
6 as efficiently as possible, while remaining cognizant of the complexity of issues.
7 The request for fees is based on Allen Matkins' customary billing rates charged for
8 comparable services provided in other matters, less a 10% discount. In addition, the
9 firm has written off and not charged for 1.5 hours of time (\$843.75) during the
10 Fourth Application Period.

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

21 **VI. CONCLUSION**

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

- 23 1. Approving Allen Matkins' fees, on an interim basis, of \$80,831.25;
- 24 2. Authorizing and directing the Receiver to pay 80% of approved fees, or
25 \$64,665.00, from the assets of the Receivership Entities;

3 4. For such other and further relief as the Court deems appropriate.

Dated: March 25, 2019

By: /s/ Edward Fates

EXHIBIT A

Preliminary Billing Form

Billing Atty: 001665 - Edward Fates

Matter #: 377432-00002

Matter Name: General Receivership

Date of Last Billing: 02-21-2019

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

Proforma Number 1403942

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
10/11/18	7638609	Advise Receiver regarding SEC ex parte motion to file renewed summary judgment motion.	Fates, Edward	0.2	112.50	112.50	WO HD TR_____

Disbursements for Matter 377432-00002 (General Receivership)

Trans Date	Index	Type	Quantity	Amt	Circle Action
10/01/18	2472818	Document Search - - Pacer Service 07/01/2018-09/30/2018^4406104	1.00	6.20	WO HD TR_____
10/01/18	2475895	File Conversion - E-Discovery - - CS Disco Inc., Monthly Hosting for October 2018^47444	1.00	300.00	WO HD TR_____
10/02/18	2475825	Messenger - - Nationwide Legal, LLC, USDC CENTRAL DISTRICT, ^OLGUIN, DELIVER COURTESY-COPIES BEFORE NOON^285615	1.00	51.00	WO HD TR_____
10/15/18	2476357	Messenger - - Nationwide Legal, LLC, USDC CENTRAL DISTRICT ^TODAY BEFORE NOON	1.00	15.00	WO HD TR_____
10/18/18	2480413	Messenger - - Nationwide Legal, LLC, USDC CENTRAL DISTRICT, ^182171	1.00	15.00	WO HD TR_____
11/01/18	2478775	File Conversion - E-Discovery - - CS Disco Inc., Monthly Hosting for November 2018^48803	1.00	150.00	WO HD TR_____

Trans Date	Index	Type	Quantity	Amt	Circle	Action
11/02/18	2480491	Filing Fees - - Nationwide Legal, LLC, LASC, NOTICE OF FURTHER STATUS CONFERENCE^183269	1.00	61.50	WO	HD TR_____
11/04/18	2477223	Reprographics - Color	5.00	0.50	WO	HD TR_____
11/09/18	2490073	Parking - to attend hearing at court [LOST RECEIPT]` - parking	1.00	15.00	WO	HD TR_____
11/16/18	2484681	Messenger - - Nationwide Legal, LLC, USDC CENTRAL DISTRICT, DELIVER COURTESY^184106	1.00	15.00	WO	HD TR_____
12/01/18	2487519	File Conversion - E-Discovery - - CS Disco Inc., Monthly Hosting for December 2018^50263	1.00	150.00	WO	HD TR_____
12/10/18	2487819	Messenger - - Nationwide Legal, LLC, USDC CENTRAL DISTRICT, DELIVER COURTESY^185039	1.00	30.00	WO	HD TR_____
12/31/18	2499516	Document Search - - PACER Service Center, 10/01/2018-12/31/2018^ 4406104-Q42018^4406104Q42018	1.00	6.40	WO	HD TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward Fates	0.2	562.50	112.50
		0.2		112.50
Total Fees				112.50
Total Disbursements				815.60

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 12/31/2018

Fiscal YTD				Calendar YTD				LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement	
Worked	18,851.71	15,129.90	3,721.81	18,858.11	15,129.90	3,728.21	18,858.11	15,129.90	3,728.21	
Unbilled Adj	(279.33)	0.00	(279.33)	(116.10)	0.00	(116.10)	(395.43)	0.00	(395.43)	
Billed	10,892.22	8,890.65	2,001.57	6,641.61	6,126.75	514.86	17,533.83	15,017.40	2,516.43	
Collected	10,892.22	8,890.65	2,001.57	6,641.61	6,126.75	514.86	17,533.83	15,017.40	2,516.43	
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
	Total	Fees	Cost							
WIP Balance	1,171.60	112.50	1,059.10							
AR Balance	0.00	0.00	0.00							
Unalloc Payment	0.00									
Client Trust Balance	0.00									

Billing Address

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

02/22/19 13:12:45 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: 02-21-2019

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

Proforma Number 1403943

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
10/01/18	7629607	Call with SEC, meet/confer re Receiver's motion/plan (.3). Analysis of 21st reports and issues concerning LE's, projections, valuation (.6). Conference call with Receiver and counsel concerning the 21st analysis and Receiver's motion (.5).	Zaro, David	1.4	1,039.50	1,039.50	WO HD TR_____
10/01/18	7758922	Discuss timing and strategy regarding LE reports from 21st with Receiver (.2); review LE reports and policy valuations from 21st (.4); calls/emails with Receiver and 21st regarding same (1.4).	Fates, Edward	2.0	1,125.00	2,164.50	WO HD TR_____
10/02/18	7631034	Analysis of ITM 21st report as to the policy premiums, cash flow and implication for Receiver's plan for operations (.9). Email to Receiver and counsel to address Receiver's analysis and plan (.3). Calls with SEC, meet/confer as to motion related to pooling of assets/plan (.4). Conference call to address preliminary ITM 21st findings/plan strategy (.6).	Zaro, David	2.2	1,633.50	3,798.00	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
10/03/18	7632065	Prepare for the ITM 21st Meeting, review/analysis of reports from ITM 21st (1.1). Attend conference call with Receiver/ITM21st and counsel related to the LE analysis of policies/valuation (.7). Follow-up on meeting with ITM 21st to work on the brief (.4).	Zaro, David	2.2	1,633.50	5,431.50	WO HD TR_____
10/04/18	7632879	Analysis of the further reports from 21st as to cash flow, valuation and LE (.4).	Zaro, David	0.4	297.00	5,728.50	WO HD TR_____
10/05/18	7634712	Email re 21st remaining issues/LE, cash flow analysis and accounting issues (.7).	Zaro, David	0.7	519.75	6,248.25	WO HD TR_____
10/05/18	7632756	Advise Receiver on strategy and timing for remaining LE work and analysis of policies/cash flow.	Fates, Edward	0.2	112.50	6,360.75	WO HD TR_____
10/08/18	7637344	Email from ITM 21st related to the LE work/cash flow and valuation, address assumptions (.4).	Zaro, David	0.4	297.00	6,657.75	WO HD TR_____
10/09/18	7637596	Analysis of the ITM 21st progress, issues related to cash flow, borrowing and prepare for call (.3) Attend the call with Receiver related to lenders/Broad River (.4).	Zaro, David	0.7	519.75	7,177.50	WO HD TR_____
10/10/18	7641744	Follow-up analysis related to the Broad River investment, loan issues, advice to counsel/Receiver (.4).	Zaro, David	0.4	297.00	7,474.50	WO HD TR_____
10/11/18	7641768	Analysis of the issues and calls with SEC counsel and Receiver counsel concerning the prospects for premium funding with loans/sales (.5).	Zaro, David	0.5	371.25	7,845.75	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
10/15/18	7641816	Calls with counsel concerning the accounting/lending issues and strategy to stabilize the portfolio, follow-up to analyze approach (.6).	Zaro, David	0.6	445.50	8,291.25	WO HD TR_____
10/16/18	7642505	Several emails and analysis of the cash flow report, assess the information and strategy (.7). Conference with counsel to address motion/strategy and next steps (.4).	Zaro, David	1.1	816.75	9,108.00	WO HD TR_____
10/16/18	7641247	Analysis of Monte Carlo cash flow report from 21st (.5); communications with Receiver and 21st regarding same (.2).	Fates, Edward	0.7	393.75	9,501.75	WO HD TR_____
10/17/18	7643827	Call with counsel and SEC re meet/confer regarding Receiver's discovery and SEC records (.4).	Zaro, David	0.4	297.00	9,798.75	WO HD TR_____
10/17/18	7643836	Several calls with counsel, analysis of the strategy for cash flow (.6).	Zaro, David	0.6	445.50	10,244.25	WO HD TR_____
10/17/18	7642522	Calls with Receiver and 21st regarding cash flow analysis and additional information needed to formulate long-term proposal (.8); analyze additional data and answers to questions provided by 21st (.4).	Fates, Edward	1.2	675.00	10,919.25	WO HD TR_____
10/18/18	7646086	Call to counsel to advise as to cash flow, loan and borrowing issues (.3). Call with Receiver/counsel to address new cash flow/LE and borrowing issues (.6). Call to SEC/meet and confer related to borrowing motion (.4). Further calls with counsel and Receiver as to borrowing (.4).	Zaro, David	1.7	1,262.25	12,181.50	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
10/18/18	7643364	Conference call and emails with Receiver and 21st regarding cash flow and portfolio valuation comparisons/analysis for formulating long-term proposal.	Fates, Edward	0.6	337.50	12,519.00	WO HD TR_____
10/22/18	7646871	Analysis of discovery and records for accounting work/Mills Potozcak (.4).	Zaro, David	0.4	297.00	12,816.00	WO HD TR_____
10/22/18	7646310	Communications with Receiver regarding status/timing of additional cash flow and valuation analysis.	Fates, Edward	0.2	112.50	12,928.50	WO HD TR_____
10/23/18	7648462	Analysis of the issues concerning class action and Mills Potozcak/trustee claims (.6). Conference call with Receiver related to the class action, follow-up re strategy (.7).	Zaro, David	1.3	965.25	13,893.75	WO HD TR_____
10/24/18	7649181	Review of issues with SEC counsel related to the motion of Receiver (.3); Work with counsel to address and analyze the issues related to pooling assets/evidence and loan issues/strategy (.7); Call with Receiver related to the loans/pooling motion (.4).	Zaro, David	1.4	1,039.50	14,933.25	WO HD TR_____
10/29/18	7653164	Call/email with counsel related to motion, loan, new LE analysis (.4).	Zaro, David	0.4	297.00	15,230.25	WO HD TR_____
10/29/18	7651802	Communications with Receiver and 21st regarding revisions to LE and valuation analysis and timing regarding further analysis.	Fates, Edward	0.3	168.75	15,399.00	WO HD TR_____
10/30/18	7654128	Review of draft life expectancy report, assess issues regarding payment of	Zaro, David	0.4	297.00	15,696.00	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		premiums and loan terms (.4).					
11/01/18	7659376	Email from Broad River, assess response, follow-up with counsel as to Broad River (.4). Several emails/analysis of the ITM 21st reports as to value/LE (.4).	Zaro, David	0.8	594.00	16,290.00	WO HD TR_____
11/02/18	7659387	Emails regarding and with Broad River re claims on recovery issues (.3). Review/analysis of ITM 21st information and reports (.5).	Zaro, David	0.8	594.00	16,884.00	WO HD TR_____
11/02/18	7657962	Analyze updated reports from 21st re policy valuations, cash flow, and sell v. hold comparison (1.7); discuss same with Receiver (.4).	Fates, Edward	2.1	1,181.25	18,065.25	WO HD TR_____
11/05/18	7661204	Analysis of the ClearLife Report and LE's as to policies, assess impact upon servicing, sale vs. service approach (.8). Attend conference call with ITM 21st re ClearLife report (.7). Emails related to report and ITM/21st updated LE analysis (.8).	Zaro, David	2.3	1,707.75	19,773.00	WO HD TR_____
11/05/18	7659350	Analyze ClearLife report and strategy regarding portfolio and motion regarding pooling proposal (.6); call/emails with Receiver and 21st regarding same (1.2); proposed revisions to language in ClearLife report (.4).	Fates, Edward	2.2	1,237.50	21,010.50	WO HD TR_____
11/06/18	7661917	Conference call with Receiver, ITM 21st and ClearLife, follow-up on reports/strategy (.7). Follow-up calls with Receiver and counsel related to analysis of the portfolio (.6). Analysis of the new reports of the LE and cash	Zaro, David	4.3	3,192.75	24,203.25	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		flow issues (.4). Call with Broad River, follow-up on issues related to Broad River claim and possible settlement (.4). Further Analysis/evaluation of the LE and cash flow, call with the SEC counsel as to reports and Receiver motion (1.7).					
11/06/18	7660148	Review updated LE reports and valuation analysis provided by 21st (.4); calls with 21st, ClearLife and Receiver regarding cash flow analysis, analysis of selling policies vs. holding them, financing terms, and related issues (1.5).	Fates, Edward	1.9	1,068.75	25,272.00	WO HD TR_____
11/07/18	7663942	Several emails/calls with counsel concerning the ITM/21st analysis (.5).	Zaro, David	0.5	371.25	25,643.25	WO HD TR_____
11/07/18	7661581	Communications with Receiver regarding 21st analysis and additional items needed for report (.4); work on proposed revisions to clarify report (.9); communications with Receiver regarding same (.4).	Fates, Edward	1.7	956.25	26,599.50	WO HD TR_____
11/08/18	7668479	Calls with Receiver and counsel for the related to meet/confer (.4). Call with counsel for Broad River re pooling and lending issues (.5). Call with Receiver re 21st as to new reports and filings analysis, work on motion to pool assets and borrowing (2.0).	Zaro, David	2.9	2,153.25	28,752.75	WO HD TR_____
11/08/18	7663198	Communications with Receiver and M. Venn regarding revisions to ClearLife report.	Fates, Edward	0.4	225.00	28,977.75	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
11/09/18	7664515	Discuss status of 21st and ClearLife analysis and next steps with Receiver.	Fates, Edward	0.4	225.00	29,202.75	WO HD TR_____
11/12/18	7665497	Analysis of updated report from ClearLife regarding projected cash flow, potential impact of credit facility, and sell vs. hold comparison (.8); communications with Receiver and 21st regarding same (.7); conference call with Receiver, ClearLife and 21st regarding revised analysis (.7); analysis of time value of money issues (.8).	Fates, Edward	3.0	1,687.50	30,890.25	WO HD TR_____
11/13/18	7667312	Analyze revised cash flow projection data from Receiver and 21st.	Fates, Edward	0.4	225.00	31,115.25	WO HD TR_____
11/15/18	7673867	Analysis concerning changes to model/report, follow-up call with counsel (.6). Analysis of the drafts of the modified report and briefs, revise motion (1.4).	Zaro, David	2.0	1,485.00	32,600.25	WO HD TR_____
11/15/18	7669620	Analyze revised report from ClearLife, communications with Receiver and M. Venn re: same and further revisions to analysis	Fates, Edward	2.6	1,462.50	34,062.75	WO HD TR_____
11/16/18	7670333	Address direct inquiry from potential lender and advise Receiver regarding same.	Fates, Edward	0.2	112.50	34,175.25	WO HD TR_____
11/20/18	7673298	Calls with Receiver, 21st, and Clearlife regarding further analysis of negative value policies and surrender or sale of same.	Fates, Edward	0.5	281.25	34,456.50	WO HD TR_____
11/21/18	7676875	Analysis of the proposed lending/sale options and emails concerning	Zaro, David	0.5	371.25	34,827.75	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		proposed changes and possible sale options.					
11/27/18	7678085	Follow-up on issues related to Receiver accounting with counsel and review of the draft report (.4).	Zaro, David	0.4	297.00	35,124.75	WO HD TR_____
11/28/18	7680799	Analysis of issues related to the pooling of assets, issues as to policy cash flow report, premiums (.4).	Zaro, David	0.4	297.00	35,421.75	WO HD TR_____
11/30/18	7683687	Emails re report and follow-up concerning the Receiver's accounting, investor funds and possible further discovery (.3).	Zaro, David	0.3	222.75	35,644.50	WO HD TR_____
12/04/18	7687378	Analysis of the issues related to loan options/premium financing, address motion/lender communications (.6).	Zaro, David	0.6	445.50	36,090.00	WO HD TR_____
12/04/18	7686640	Advise Receiver on issues relating to discussions with lenders about possible financing secured by portfolio.	Fates, Edward	0.2	112.50	36,202.50	WO HD TR_____
12/19/18	7703702	Review of trust documents, confer with counsel and analysis of the issues and potential claims concerning Mills Potoczak & Co., assess damage/liability issues and strategy for developing claims (.6).	Zaro, David	0.6	445.50	36,648.00	WO HD TR_____
12/19/18	7702256	Analyze potential third party claims and investigative steps regarding same.	Fates, Edward	0.5	281.25	36,929.25	WO HD TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	33.6	742.50	24,948.00
001665	Edward Fates	21.3	562.50	11,981.25
		<u>54.9</u>		<u>36,929.25</u>
Total Fees				36,929.25
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 12/31/2018

	Fiscal YTD			Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	114,061.95	114,061.95	0.00	114,061.95	114,061.95	0.00	114,061.95	114,061.95	0.00
Unbilled Adj	(0.09)	(0.09)	0.00	0.00	0.00	0.00	(0.09)	(0.09)	0.00
Billed	56,906.46	56,906.46	0.00	20,226.15	20,226.15	0.00	77,132.61	77,132.61	0.00
Collected	56,906.46	56,906.46	0.00	20,226.15	20,226.15	0.00	77,132.61	77,132.61	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
WIP Balance	54,645.15	54,345.15	300.00						
AR Balance	0.00	0.00	0.00						
Unalloc Payment	0.00								
Client Trust Balance	0.00								

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: 02-21-2019

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

Proforma Number 1403944

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
11/27/18	7676561	Work on Receiver's 3rd interim report (.1); discuss same with Receiver (.2).	Fates, Edward	1.6	900.00	900.00	WO HD TR_____
11/28/18	7680694	Further revisions/review of the Receiver Report (5). Call to address the Receiver's accounting/discovery and bank records (.2).	Zaro, David	0.7	519.75	1,419.75	WO HD TR_____
11/30/18	7680239	Revisions to 3rd interim report, discuss same with Receiver.	Fates, Edward	0.5	281.25	1,701.00	WO HD TR_____
12/06/18	7691334	Email with counsel and meet and confer with the SEC concerning recommendations/report (.3).	Zaro, David	0.3	222.75	1,923.75	WO HD TR_____
12/10/18	7692744	Update/finalize Receiver's 3rd interim report.	Fates, Edward	0.4	225.00	2,148.75	WO HD TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	1.0	742.50	742.50
001665	Edward Fates	2.5	562.50	1,406.25
		<u>3.5</u>		<u>2,148.75</u>
Total Fees				2,148.75
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 12/31/2018

Fiscal YTD				Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	11,214.00	11,205.00	9.00	11,214.00	11,205.00	9.00	11,214.00	11,205.00	9.00
Unbilled Adj	(9.00)	0.00	(9.00)	0.00	0.00	0.00	(9.00)	0.00	(9.00)
Billed	5,859.00	5,859.00	0.00	3,197.25	3,197.25	0.00	9,056.25	9,056.25	0.00
Collected	5,859.00	5,859.00	0.00	3,197.25	3,197.25	0.00	9,056.25	9,056.25	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total	3,667.50	3,667.50	0.00						
WIP Balance	3,667.50	3,667.50	0.00						
AR Balance	0.00	0.00	0.00						
Unalloc Payment	0.00								
Client Trust Balance	0.00								

Billing Address

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

02/22/19 13:12:45 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: 02-21-2019

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

Proforma Number 1403945

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
10/01/18	7758920	Work on motion regarding pooling of assets (.7).	Fates, Edward	0.7	393.75	393.75	WO HD TR_____
10/02/18	7630176	Calls/emails with Receiver regarding additional data from 21st, strategy regarding portfolio and unfunded premiums, and motion to extend use of reserve funds for 30 days.	Fates, Edward	0.7	393.75	787.50	WO HD TR_____
10/03/18	7758781	Call with SEC counsel re Receiver motion (.3). Work on draft of Receiver's motion to address funding of premiums (1.7). Work on draft of Receiver's declaration (.5).	Zaro, David	2.5	1,856.25	2,643.75	WO HD TR_____
10/03/18	7630645	Call with Receiver and 21st regarding analysis of policies and information needed for long-term proposal and motion to extend use of existing reserves for 30 days (.8); work on motion to extend (2.6); discuss same with Receiver (.2);	Fates, Edward	3.6	2,025.00	4,668.75	WO HD TR_____
10/04/18	7758791	Revise drafts of the motion to extend funding authorization, emails with counsel/Receiver (1.6). Confer with SEC counsel re meet/confer (.2).	Zaro, David	1.8	1,336.50	6,005.25	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
10/04/18	7631787	Communications with Receiver regarding motion to extend for 30 days (.6); revisions to motion (1.4); meet and confer communications with SEC counsel (.3); work on Receiver's supporting declaration (.8); prepare proposed order (.2).	Fates, Edward	3.3	1,856.25	7,861.50	WO HD	TR_____
10/05/18	7758793	Follow-up email/call with counsel and analysis of further work on motion, strategy re premiums/loans (.5).	Zaro, David	0.5	371.25	8,232.75	WO HD	TR_____
10/05/18	7633746	Discuss request for contract documents from counsel for insured with Receiver.	Fates, Edward	0.2	112.50	8,345.25	WO HD	TR_____
10/09/18	7636226	Communications with Receiver regarding documents requested by counsel for insured regarding medical records release.	Fates, Edward	0.2	112.50	8,457.75	WO HD	TR_____
10/10/18	7637185	Advise Receiver regarding medical release issues with insureds.	Fates, Edward	0.3	168.75	8,626.50	WO HD	TR_____
10/26/18	7652101	Analysis of the issues/plan and several calls related to the motion to pool assets and Receiver's plan for proceeding with servicing/distribution (.7).	Zaro, David	0.7	519.75	9,146.25	WO HD	TR_____
10/26/18	7650397	Call with Receiver regarding additional analysis needed, timing of motion for approval of pooling and long-term proposal, revisions to motion regarding same.	Fates, Edward	0.6	337.50	9,483.75	WO HD	TR_____
10/29/18	7651450	Review order extending authority to use reserves, advise Receiver regarding same.	Fates, Edward	0.2	112.50	9,596.25	WO HD	TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
10/30/18	7758815	Email/call related to ITM 21st email, follow-up re strategy concerning the motion (.3).	Zaro, David	0.3	222.75	9,819.00	WO HD	TR_____
11/05/18	7758823	Follow-up with counsel to address the motion/pooling and report (.4).	Zaro, David	0.4	297.00	10,116.00	WO HD	TR_____
11/05/18	7659741	Work on motion regarding pooling of receivership assets and plan for covering cash reserve deficiencies.	Fates, Edward	1.9	1,068.75	11,184.75	WO HD	TR_____
11/06/18	7660506	Further work on motion regarding pooling of receivership assets, plan for covering cash reserve deficiencies, and sale/surrender of negative value policies.	Fates, Edward	2.8	1,575.00	12,759.75	WO HD	TR_____
11/07/18	7758831	Work on the draft motion to address pooling and Receiver borrowing/plan (.7).	Zaro, David	0.7	519.75	13,279.50	WO HD	TR_____
11/09/18	7668619	Research issues concerning pooling, address the evidence foundation for Receiver statement, revise the draft of the motion for authority to pool/borrower and surrender policies (2.3)	Zaro, David	2.3	1,707.75	14,987.25	WO HD	TR_____
11/09/18	7664865	Further revisions/edits to motion re pooling of assets and authority to surrender or sell negative value policies.	Fates, Edward	0.9	506.25	15,493.50	WO HD	TR_____
11/12/18	7668649	Call with counsel related to the reports/additional data and analysis, follow-up to review possible impacts on motion (.7). Work with counsel re motion revisions, Receiver declaration and advice as to strategy	Zaro, David	1.3	965.25	16,458.75	WO HD	TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle	Action
		(.6).						
11/12/18	7666655	Revisions to motion regarding pooling and related relief (.7); discuss same with Receiver (.2).	Fates, Edward	0.9	506.25	16,965.00	WO	HD TR_____
11/13/18	7668877	Emails/call and conference with Receiver and counsel re motion/sale and borrowing issues (.6). Review of revisions to motion (.3). Conference to meet/confer with the SEC (.3). Review of SEC comments at meet/confer, call with counsel re same (.6).	Zaro, David	1.8	1,336.50	18,301.50	WO	HD TR_____
11/13/18	7667111	Discuss motion regarding pooling assets and related relief with Receiver (.2); revisions to same (.4); analyze issues/comments to motion from SEC counsel, discuss same with Receiver (.5).	Fates, Edward	1.1	618.75	18,920.25	WO	HD TR_____
11/14/18	7670046	Analysis of the revised 21st/ClearLife report, impact upon the motion (.7). Follow-up on SEC meet/confer regarding the motion (.3). Emails/several calls with counsel related to the 21st analysis and motion, advice related to the case (.9).	Zaro, David	1.9	1,410.75	20,331.00	WO	HD TR_____
11/14/18	7668947	Discuss revisions to motion regarding pooling etc. and exhibits to motion with Receiver, work on same.	Fates, Edward	0.9	506.25	20,837.25	WO	HD TR_____
11/15/18	7758888	Emails with counsel/Receiver related to plan/motion (.3). Emails/calls with consultant/Receiver and counsel to address additional revisions to the motion (1.3). Meet/confer call with	Zaro, David	1.9	1,410.75	22,248.00	WO	HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		SEC counsel as to motion (.3).					
11/15/18	7669626	Revisions/updates to motion regarding pooling of assets and related relief based on final analysis/projections (2.6) work on Receiver supporting declaration (1.6) discuss same with Receiver (.8) work on proposed order (.3)	Fates, Edward	4.3	2,418.75	24,666.75	WO HD TR_____
11/21/18	7758844	Follow-up with regard to the SEC response to Motion/Broadriver issues/loans and cash flow report (.6);	Zaro, David	0.6	445.50	25,112.25	WO HD TR_____
11/27/18	7676481	Advise Receiver on premium payment issues, communications with 21st regarding same.	Fates, Edward	0.4	225.00	25,337.25	WO HD TR_____
11/28/18	7758941	Communications with Receiver regarding status/timing of pooling motion and lack of opposition to same (.4).	Fates, Edward	0.4	225.00	25,562.25	WO HD TR_____
12/06/18	7690694	Communications with 21st regarding steps and procedures for potential sale/surrender of negative value policies.	Fates, Edward	0.4	225.00	25,787.25	WO HD TR_____
12/07/18	7692897	Follow-up with Receiver and counsel after reviewing the Court's order as to the pooling motion to analyze, address strategy for borrowing/next steps (.6).	Zaro, David	0.6	445.50	26,232.75	WO HD TR_____
12/07/18	7691379	Review order approving pooling motion and advise Receiver re: same.	Fates, Edward	0.2	112.50	26,345.25	WO HD TR_____
12/10/18	7694818	Call with SEC, address the Receiver's accounting concerning pooling and loan prospects (.3).	Zaro, David	0.3	222.75	26,568.00	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
12/10/18	7758850	Follow-up analysis re approval of the pooling and disposition of certain policies (.4).	Zaro, David	0.4	297.00	26,865.00	WO HD TR_____
12/17/18	7699464	Communications with Receiver regarding next steps for sale/surrender of negative value policies (.2); analyze form of purchase and sale agreement for potential sales (.4).	Fates, Edward	0.6	337.50	27,202.50	WO HD TR_____
12/18/18	7701249	Call with Receiver and 21st regarding strategy and next steps for marketing and selling negative value policies and efforts to secure financing (.4); analyze and advise Receiver on 21st proposed sale steps (.3); work on non-disclosure agreement for prospective purchasers (.6).	Fates, Edward	1.3	731.25	27,933.75	WO HD TR_____
12/19/18	7758859	Analysis of the funding issues, sale of negative policies and loans, follow-up with counsel concerning progress and loan strategy (.4).	Zaro, David	0.4	297.00	28,230.75	WO HD TR_____
12/20/18	7703351	Revisions to 21st proposed amendment to servicing agreement to cover sales of negative value policies (.4); revisions to form of confidentiality agreement for potential buyers (.3); discuss same with Receiver (.1); communications with 21st regarding same (.2).	Fates, Edward	1.0	562.50	28,793.25	WO HD TR_____
12/21/18	7705380	Advise Receiver on revisions and execution of amendment to 21st servicing agreement.	Fates, Edward	0.2	112.50	28,905.75	WO HD TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	18.4	742.50	13,662.00
001665	Edward Fates	27.1	562.50	15,243.75
		45.5		28,905.75
Total Fees				28,905.75
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 12/31/2018

	Fiscal YTD			Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	74,116.80	74,116.80	0.00	74,116.80	74,116.80	0.00	74,116.80	74,116.80	0.00
Unbilled Adj	0.09	0.09	0.00	0.00	0.00	0.00	0.09	0.09	0.00
Billed	36,699.39	36,699.39	0.00	8,734.50	8,734.50	0.00	45,433.89	45,433.89	0.00
Collected	36,699.39	36,699.39	0.00	8,734.50	8,734.50	0.00	45,433.89	45,433.89	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
WIP Balance	50,274.00	50,274.00	0.00						
AR Balance	0.00	0.00	0.00						
Unalloc Payment	0.00								
Client Trust Balance	0.00								

Billing Address

Thomas C. Hebrank, as Receiver for PWCG Trust
c/o E3 Advisors
501 West Broadway, Suite 800

San Diego, CA 92101
ATTN:

02/22/19 13:12:45 PROFORMA STATEMENT FOR MATTER 377432-00006 (Thomas C. Hebrank, as Receiver for PWCG Trust) (Claims & Distributions)

Preliminary Billing Form

Billing Atty: 001665 - Edward Fates

Matter #: 377432-00006

Matter Name: Claims & Distributions

Date of Last Billing: 02-21-2019

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

Proforma Number 1403946

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
10/09/18	7637599	Analysis of Broad River claims issues/strategy to resolve, call/email with counsel/Receiver related to the claims (.4).	Zaro, David	0.4	297.00	297.00	WO HD TR_____
10/18/18	7646103	Analysis of the issues related to Broad River's claims, and foundation for dispute, call re possible settlement (.4). Follow-up with SEC re Broad River claims and possible discovery (.2).	Zaro, David	0.6	445.50	742.50	WO HD TR_____
11/05/18	7661213	Review/analysis of the Broad River claim, address possible settlement (.6). Call with counsel for Receiver and emails with Broad River concerning meeting/claim (.5).	Zaro, David	1.1	816.75	1,559.25	WO HD TR_____
11/08/18	7664039	Respond to inquiry from counsel for investor.	Fates, Edward	0.2	112.50	1,671.75	WO HD TR_____
11/19/18	7672100	Revisions to Receiver's monthly case update to investors.	Fates, Edward	0.6	337.50	2,009.25	WO HD TR_____
11/28/18	7680801	Analysis/confer re claims process, analysis of accounting required to address claims (.4).	Zaro, David	0.4	297.00	2,306.25	WO HD TR_____
11/28/18	7678368	Analyze procedures and timeline for	Fates, Edward	0.4	225.00	2,531.25	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		potential claims process, strategy for minimizing claim disputes (.4).					
12/04/18	7687390	Call/email with investor claimant and follow-up with counsel related to recovery (.3).	Zaro, David	0.3	222.75	2,754.00	WO HD TR_____
12/05/18	7689645	Call/meeting to address the Receiver's plan/distribution issues and possible liquidating trust and strategy issues (.4).	Zaro, David	0.4	297.00	3,051.00	WO HD TR_____
12/10/18	7694813	Call with Mr. Roan on behalf of investor claimants related to pooling motion/claims of investors (.3).	Zaro, David	0.3	222.75	3,273.75	WO HD TR_____
12/10/18	7758855	Call with counsel re Broad River and the pooling issues (.2).	Zaro, David	0.2	148.50	3,422.25	WO HD TR_____
12/13/18	7698649	Calls/emails related to investor claims, contract issues (.4).	Zaro, David	0.4	297.00	3,719.25	WO HD TR_____
12/14/18	7698575	Advise Receiver on issues relating to MPC claim for pre-receivership fees.	Fates, Edward	0.4	225.00	3,944.25	WO HD TR_____
12/19/18	7703732	Call with counsel for investors/personal property claims as to specific policies and rights to turnover or sale proceeds (.4). Follow-up calls/emails with SEC counsel and Receiver counsel as to investor claims process (.7).	Zaro, David	1.1	816.75	4,761.00	WO HD TR_____
12/20/18	7704829	Analysis of letter from investor claimants and related to the turnover of interests and pooling/research claims/follow-up thereon (.9); Further research/investigation into the claims, email to counsel for claimants and call with counsel (.7).	Zaro, David	1.6	1,188.00	5,949.00	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
12/20/18	7704160	Analyze letter from counsel for investor claimants and advise on response to same.	Fates, Edward	0.6	337.50	6,286.50	WO HD TR_____
12/21/18	7706719	Analysis of the issues related to Ben Mohr, letter claims and the policy issues, call with SEC counsel related to the claims (.9). Email to the Receiver to provide recommendations as to the claim letter response (.4).	Zaro, David	1.3	965.25	7,251.75	WO HD TR_____
12/24/18	7707215	Analysis of letter from claimant, assignment documents, follow-up email to Receiver related to the claim (.4).	Zaro, David	0.4	297.00	7,548.75	WO HD TR_____
12/27/18	7711589	Research/analysis of the approach to the plan for distribution/review of case law related to the consolidation of claimants interests (1.2).	Zaro, David	1.2	891.00	8,439.75	WO HD TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	9.7	742.50	7,202.25
001665	Edward Fates	2.2	562.50	1,237.50
		11.9		8,439.75
Total Fees				8,439.75
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 12/31/2018

Fiscal YTD				Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	17,206.65	17,206.65	0.00	17,206.65	17,206.65	0.00	17,206.65	17,206.65	0.00
Unbilled Adj	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Billed	7,378.65	7,378.65	0.00	1,388.25	1,388.25	0.00	8,766.90	8,766.90	0.00
Collected	7,378.65	7,378.65	0.00	1,388.25	1,388.25	0.00	8,766.90	8,766.90	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	Fees	Cost						
WIP Balance	17,871.75	17,871.75	0.00						
AR Balance	0.00	0.00	0.00						
Unalloc Payment	0.00								
Client Trust Balance	0.00								

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 #: 377432-00008

Matter Name: Pending Litigation

Date of Last Billing: 02-21-2019

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

Proforma Number 1403947

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
10/18/18	7644322	Revisions to joint status report in Schecter matter, communications with counsel for putative investor class regarding same.	Fates, Edward	0.5	281.25	281.25	WO HD TR_____
10/22/18	7646852	Call related to pending class action litigation (.2). Review of Joint Status Report, follow-up with counsel to advise as to non-receivership entities, strategy (.3).	Zaro, David	0.5	371.25	652.50	WO HD TR_____
10/24/18	7649202	Analysis and work related to the class action cases and research concerning in para delicto defenses (.9); Several calls with Receiver and counsel related to Mills Potozcak and class action hearing (.7).	Zaro, David	1.6	1,188.00	1,840.50	WO HD TR_____
10/25/18	7650654	Analysis of strategy related to the class action, possible pursuit of Mills Potozcak (.9). Attend the status conference at LASC concerning the class actions (1.4). Emails related to the hearing and follow-up with Receiver re same (.3).	Zaro, David	2.6	1,930.50	3,771.00	WO HD TR_____
10/25/18	7649430	Respond to inquiry from counsel for putative investor class regarding results of LA Superior Court status	Fates, Edward	0.2	112.50	3,883.50	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		conference.					
10/26/18	7652102	Analysis of issues re class claims, follow-up on the hearing related to Shechter and related class action claims, call with counsel (.4).	Zaro, David	0.4	297.00	4,180.50	WO HD TR_____
11/27/18	7676671	Communications with counsel for MPC regarding dismissal of pending Names action and motion by plaintiffs to vacate dismissal (.4); communications with counsel for plaintiffs regarding same (.2).	Fates, Edward	0.6	337.50	4,518.00	WO HD TR_____

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	5.1	742.50	3,786.75
001665	Edward Fates	1.3	562.50	731.25
		<u>6.4</u>		<u>4,518.00</u>
Total Fees				4,518.00
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 12/31/2018

Fiscal YTD			Calendar YTD			LTD		
Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement

Worked	12,346.20	12,346.20	0.00	12,346.20	12,346.20	0.00	12,346.20	12,346.20	0.00
Unbilled Adj	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Billed	5,465.70	5,465.70	0.00	2,362.50	2,362.50	0.00	7,828.20	7,828.20	0.00
Collected	5,465.70	5,465.70	0.00	2,362.50	2,362.50	0.00	7,828.20	7,828.20	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

	Total	Fees	Cost
WIP Balance	5,880.50	5,755.50	125.00
AR Balance	0.00	0.00	0.00
Unalloc Payment	0.00		
Client Trust Balance	0.00		

Billing Address

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