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Sarah Link Schultz

Counsel to the TSC Debtors

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
TERRESTAR CORPORATION, <i>et al.</i> , ¹)	Case No. 11-10612 (SHL)
Debtors.)	Jointly Administered

NOTICE OF INTERIM FEE APPLICATION

PLEASE TAKE NOTICE that on April 11, 2012, Akin Gump Strauss Hauer & Feld LLP ("***Akin Gump***") filed the *Third Interim Application of Akin Gump Strauss Hauer & Feld LLP for Approval and Allowance of Compensation and for Reimbursement of Expenses for Services Rendered During the Period from October 1, 2011 Through February 29, 2012* (the "***Application***"), which seeks approval of an interim request for professional services rendered to the TSC Debtors in the amount of \$2,602,915.25, together with reimbursement of disbursements in the amount of \$102,634.76. Pursuant to the *Order Directing that Certain Orders in the*

¹ The debtors in these chapter 11 cases, along with the last four digits of each debtor's federal taxpayer identification number, are: (a) TerreStar Corporation [6127] ("***TSC***") and TerreStar Holdings Inc. [0778] (collectively, the "***February Debtors***"); and (b) TerreStar New York Inc. [6394]; Motient Communications Inc. [3833]; Motient Holdings Inc. [6634]; Motient License Inc. [2431]; Motient Services Inc. [5106]; Motient Ventures Holding Inc. [6191]; and MVH Holdings Inc. [9756] (collectively, the "***Other TSC Debtors***" and, collectively with the February Debtors, the "***TSC Debtors***").

Chapter 11 Cases of TerreStar Networks Inc., et al. Be Made Applicable to the Chapter 11 Cases of TerreStar Corporation and TerreStar Holdings Inc. Nunc Pro Tunc to the Petition Date, dated February 23, 2011 [Docket No. 13] (the “**Applicability Order**”), Akin Gump is seeking payment of 100% of its fees (\$2,602,915.25) and reimbursement of 100% of its expenses (\$102,634.76) relating to services rendered during the period from October 1, 2011 through February 29, 2012.

PLEASE TAKE FURTHER NOTICE that, in accordance with the Applicability Order, any response to the Application must be in writing and served upon: (i) TerreStar Corporation, 12010 Sunset Hills Road, 6th Flr., Reston, Virginia 20190, Attn: Doug Brandon, Esq.; (ii) counsel to the TSC Debtors, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036, Attn: Ira S. Dizengoff, Esq., Arik Preis, Esq. and Sarah Link Schultz, Esq.; (iii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004, Attn: Susan D. Golden, Esq.; (iv) counsel to all post-petition lenders or their agent(s); (v) Weil, Gotshal & Manges LLP as counsel to Harbinger Capital Partners, LLC and certain of its managed and affiliated funds, 767 Fifth Avenue, New York, New York 10153, Attn: Debra A. Dandeneau and Ronit Berkovich; (vi) Wachtell, Lipton, Rosen & Katz as counsel to Highland Capital Management, L.P. and certain of its managed and affiliated funds, 51 West 52nd Street, New York, New York 10019, Attn: Scott K. Charles and Alexander B. Lees; (vii) Quinn Emanuel Urquhart & Sullivan, LLP as counsel to Solus Alternative Asset Management, L.P., counsel to NexBank, SSB, the agent for the TSC Debtors’ post-petition debtor-in-possession financing and counsel to OZ Management LP, 51 Madison Avenue, 22nd Floor, New York, New York 10010, Attn: Scott C. Shelley and Daniel Holzman; and (viii) NexBank, SSB, 13455 Noel Road, 22nd Flr., Dallas, Texas 75240 as administrative agent under the Bridge Loan and as agent for the TSC Debtors’ post-petition

debtor-in-possession financing, Attn: Jeff Scott, in each case **so as to be received no later than May 8, 2012 at 5:00 p.m. (prevailing Eastern Time) (the “Objection Deadline”).**

PLEASE TAKE FURTHER NOTICE that if no responses are timely filed with respect to the Application in accordance with the Applicability Order, the TSC Debtors are authorized and directed to promptly pay the amounts requested in the Application.

New York, New York
Dated: April 11, 2012

/s/ Ira S. Dizengoff

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Counsel to the TSC Debtors

Hearing Date: May 15, 2012 at 10:00 a.m. (ET)
Objection Deadline: May 8, 2012 at 5:00 p.m. (ET)

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

TERRESTAR CORPORATION, *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 11-10612 (SHL)
)
) Jointly Administered
)

**THIRD INTERIM APPLICATION OF AKIN GUMP STRAUSS HAUER & FELD LLP
FOR APPROVAL AND ALLOWANCE OF COMPENSATION AND FOR
REIMBURSEMENT OF EXPENSES FOR SERVICES RENDERED
DURING THE PERIOD FROM OCTOBER 1, 2011 THROUGH FEBRUARY 29, 2012**

Name of Applicant: Akin Gump Strauss Hauer & Feld LLP

Authorized to Provide
Professional Services to: TSC Debtors

Date of Retention: November 17, 2010 (*nunc pro tunc* to October 19, 2010)
with respect to the Other TSC Debtors; March 9, 2011
(*nunc pro tunc* to February 16, 2011) with respect to the
February Debtors

¹ The debtors in these chapter 11 cases, along with the last four digits of each debtor's federal taxpayer identification number, are: (a) TerreStar Corporation [6127] ("*TSC*") and TerreStar Holdings Inc. [0778] (collectively, the "*February Debtors*"); and (b) TerreStar New York Inc. [6394]; Motient Communications Inc. [3833]; Motient Holdings Inc. [6634]; Motient License Inc. [2431]; Motient Services Inc. [5106]; Motient Ventures Holding Inc. [6191]; and MVH Holdings Inc. [9756] (collectively, the "*Other TSC Debtors*" and, collectively with the February Debtors, the "*TSC Debtors*").

Period for which Compensation
and Reimbursement is sought:

October 1, 2011 through February 29, 2012

Amount of Compensation sought

as actual, reasonable, and necessary: \$2,602,915.25

Amount of Expense Reimbursement sought

as actual, reasonable, and necessary: \$102,634.76

Monthly Fee Statements during the Compensation Period:

Time Period	Fees	Expenses	Status
10/1/11 – 10/31/11	\$579,251.50	\$15,314.57	Pending. Pursuant to the Interim Compensation Order, Akin Gump has received 80% of the fees requested and 100% of the expenses requested.
11/1/11 – 11/30/11	\$286,847.75	\$14,912.07	Pending. Pursuant to the Interim Compensation Order, Akin Gump has received 80% of the fees requested and 100% of the expenses requested.
12/1/11 – 12/31/11	\$392,668.50	\$14,441.70	Pending. Pursuant to the Interim Compensation Order, Akin Gump has received 80% of the fees requested and 100% of the expenses requested.
1/1/12 – 1/31/12	\$772,368.50	\$29,203.22	Pending. Pursuant to the Interim Compensation Order, Akin Gump has received 80% of the fees requested and 100% of the expenses requested.
2/1/12 – 2/29/12	\$571,779.00	\$28,763.20	Pending. Pursuant to the Interim Compensation Order, Akin Gump has received 80% of the fees requested and 100% of the expenses requested.

<p style="text-align: center;">TERRESTAR CORPORATION SUMMARY OF TIMEKEEPERS OCTOBER 1, 2011 THROUGH FEBRUARY 29, 2012</p>								
PARTNERS	DEPARTMENT	STATE OF BAR ADMISSION - YEAR	2011 HOURS	2011 HOURLY BILLING RATE	2012 HOURS	2012 HOURLY BILLING RATE	AMOUNT	
Tom W. Davidson	Communications	District of Columbia - 1991	6.30	\$705.00	7.90	\$720.00	\$10,129.50	
Ira S. Dizengoff	Financial Restructuring	New York - 1993	23.00	\$975.00	25.10	\$1,050.00	\$48,780.00	
Howard B. Jacobson	Tax	District of Columbia - 1979	8.40	\$740.00	19.30	\$755.00	\$20,787.50	
Arik Preis	Financial Restructuring	New York - 2001	115.00	\$700.00	86.60	\$775.00	\$147,615.00	
Sarah Link Schultz	Financial Restructuring	Texas - 2001	165.90	\$700.00	166.30	\$775.00	\$245,012.50	
Joseph L. Sorkin	Litigation	Texas - 2001	137.50	\$650.00	126.85	\$730.00	\$181,975.50	
Rosa Testani	Corporate	New York - 1988	12.70	\$910.00	9.90	\$925.00	\$20,714.50	
SENIOR COUNSEL & COUNSEL	DEPARTMENT	STATE OF BAR ADMISSION - YEAR	2011 HOURS	HOURLY BILLING RATE	2012 HOURS	2012 HOURLY BILLING RATE	AMOUNT	
Ashleigh Blaylock	Financial Restructuring	New York - 2007	8.10	\$550.00	0.20	\$600.00	\$4,575.00	
Ryan J. Donohue	Litigation	New York - 2007	322.60	\$535.00	201.80	\$570.00	\$287,617.00	
Anthony C. Hill	Litigation	District of Columbia - 2005	23.80	\$520.00	0.00		\$12,376.00	
Joanna Newdeck	Financial Restructuring	District of Columbia - 2006	151.25	\$625.00	190.15	\$650.00	\$218,128.75	
Heather Pellegrino	Litigation	District of Columbia - 2001	19.30	\$560.00	0.00		\$10,808.00	
Ira L. Rosenblatt	Corporate	New York - 1999	5.60	\$650.00	9.00	\$665.00	\$9,625.00	
Kimberly Reindl	Communications	District of Columbia - 1998	4.90	\$560.00	2.50	\$575.00	\$4,181.50	
Jeremy B. Smith	Corporate	New York - 2007	33.80	\$535.00	73.30	\$600.00	\$62,063.00	
ASSOCIATES	DEPARTMENT	STATE OF BAR ADMISSION - YEAR	2011 HOURS	2011 HOURLY BILLING RATE	2012 HOURS	2012 HOURLY BILLING RATE	AMOUNT	
Joel Bailey	Litigation	Texas - 2009	0.00		31.80	\$410.00	\$13,038.00	
Ashley R. Beane	Financial Restructuring	Texas - 2008	86.80	\$400.00	0.00		\$34,720.00	
Justin H. Bell	Litigation	New York - 2007	158.40	\$535.00	146.80	\$570.00	\$168,420.00	

Andrew Casillas	Litigation	Texas - 2010	1.00	\$335.00	32.60	\$370.00	\$12,397.00
Richard Cella	Litigation	Texas - 2011	0.00		47.10	\$360.00	\$16,956.00
Riana A. Cohen	Financial Restructuring	New York - 2011	20.50	\$360.00	0.50	\$425.00	\$7,592.50
Sean Conway	Communications	New York - 2010	0.40	\$350.00	9.00	\$380.00	\$3,560.00
Michael Cross	Litigation	New York - 2010	47.60	\$400.00	0.00		\$19,040.00
Lindsey Harmon	Litigation	Texas - 2009	0.00		52.90	\$410.00	\$21,689.00
Joshua Hedrick	Litigation	Texas - 2007	10.00	\$440.00	0.00		\$4,400.00
Jaisohn Im	Corporate	New York - 2008	2.40	\$510.00	0.00		\$1,224.00
Amanda Kane	Litigation	District of Columbia - 2011	18.50	\$360.00	39.70	\$390.00	\$22,143.00
David Kazlow	Financial Restructuring	New York - 2008	37.70	\$510.00	29.80	\$575.00	\$36,362.00
Ryan McAuliffe*	Litigation	*Not Yet Admitted	0.00		99.00	\$375.00	\$37,125.00
Connor Mullin	Litigation	District of Columbia - 2009	24.40	\$360.00	0.00		\$8,784.00
Shannen Naegel	Tax	District of Columbia - 2011	10.50	\$440.00	28.90	\$500.00	\$19,070.00
Andrew Newman	Litigation	Texas 2007	25.30	\$440.00	0.00		\$11,132.00
Rachel Presa	Litigation	New York - 2011	218.80	\$360.00	203.00	\$400.00	\$159,968.00
Elizabeth Scott	Litigation	Texas - 2007	0.00		41.20	\$500.00	\$20,600.00
Jeremy B. Smith	Corporate	New York - 2007	14.60	\$535.00	0.00		\$7,811.00
Scott Street	Litigation	California - 2008	15.00	\$400.00	0.00		\$6,000.00
Roxanne Tizravesh	Litigation	New York - 2009	87.40	\$460.00	95.20	\$520.00	\$89,708.00
Elisabeth Walden	Litigation	District of Columbia - 2009	24.30	\$440.00	0.00		\$10,692.00
Dawn Walker	Litigation	Texas - 2010	0.00		44.10	\$370.00	\$16,317.00
Karen Williams	Litigation	District of Columbia - 2011	0.00		23.90	\$390.00	\$9,321.00
Roderick Wilson	Litigation	Texas - 2006	18.00	\$480.00	0.00		\$8,640.00
Sarah J. Woodell	Financial Restructuring	Texas - 2010	332.30	\$335.00	316.75	\$370.00	\$228,518.00
Lindsay Zahradka	Financial Restructuring	New York - 2011	22.70	\$360.00	0.70	\$425.00	\$8,469.50

SENIOR ATTORNEYS/ STAFF ATTORNEYS	DEPARTMENT		2011 HOURS	2011 HOURLY BILLING RATE	2012 HOURS	2012 HOURLY BILLING RATE	AMOUNT
Andrew Barnes	Litigation	New York - 2011	0.00		220.50	\$275.00	\$60,637.50
Joseph Decker	Litigation	District of Columbia - 2008	21.10	\$290.00	30.70	\$295.00	\$15,175.50
LEGAL ASSISTANTS	DEPARTMENT		2011 HOURS	2011 HOURLY BILLING RATE	2012 HOURS	2012 HOURLY BILLING RATE	AMOUNT
Denzel Cadet	Litigation		16.40	\$200.00	6.00	\$205.00	\$4,510.00
Phillip Camhi	Litigation		12.50	\$195.00	4.40	\$200.00	\$3,317.50
Abby Foley	Financial Restructuring		6.80	\$185.00	17.20	\$195.00	\$4,612.00
Justine Griffin-Churchill	Litigation		10.80	\$195.00	4.30	\$200.00	\$2,966.00
Patricia Gunn	Corporate		0.00		25.40	\$255.00	\$6,477.00
Melissa Gyure	Litigation		247.00	\$250.00	171.00	\$250.00	\$104,500.00
Brenda R. Kemp	Financial Restructuring		60.30	\$210.00	56.70	\$215.00	\$24,853.50
Jessica Krane	Litigation		6.10	\$195.00	0.00		\$1,189.50
Dagnara Krasa-Berstell	Financial Restructuring		16.60	\$230.00	4.80	\$235.00	\$4,946.00
Jonathan Samper	Financial Restructuring		18.70	\$210.00	19.70	\$215.00	\$8,162.50
Radu Stancut	EDiscovery		8.50	\$225.00	1.80	\$230.00	\$2,326.50
Gregory Strong	EDiscovery		5.50	\$215.00	8.40	\$220.00	\$3,030.50
Charlie Torres	EDiscovery		116.30	\$225.00	118.20	\$230.00	\$53,353.50
TOTAL			2782.35		2872.25		\$2,602,915.25

*This total includes fees for professionals and paraprofessionals who billed less than five (5) hours to these chapter 11 cases, but such fees were excluded from the summary chart. During the Compensation Period, Akin Gump increased the billing rates of substantially all of its timekeepers. This increase is reflected in this Exhibit.

TERRESTAR CORPORATION
SUMMARY OF EXPENSES
OCTOBER 1, 2011 THROUGH FEBRUARY 29, 2012

Attorney Contract Labor	\$15,644.02
Audio and Web Conference Services	\$164.80
Computerized Legal Research	\$21,163.85
Courier Service / Messenger Service - Off Site	\$819.81
Document Retrieval	\$102.00
Document Production and Duplication	\$32,833.00
Filing fees	\$200.00
Meals - Business	\$3,238.02
Postage	\$2.18
Telephone - Long Distance	\$60.00
Transcripts	\$3,396.58
Travel - Airfare	\$14,561.60
Travel Expenses - Ground Transportation	\$4,073.14
Travel - Lodging	\$6,115.56
Travel - Other	\$260.20
TOTAL	\$102,634.76

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

TERRESTAR CORPORATION, *et al.*,¹

Debtors.

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Chapter 11

Case No. 11-10612 (SHL)

Jointly Administered

**THIRD INTERIM APPLICATION OF AKIN GUMP STRAUSS HAUER & FELD LLP
FOR APPROVAL AND ALLOWANCE OF COMPENSATION AND FOR
REIMBURSEMENT OF EXPENSES FOR SERVICES RENDERED
DURING THE PERIOD FROM OCTOBER 1, 2011 THROUGH FEBRUARY 29, 2012**

Akin Gump Strauss Hauer & Feld LLP (“*Akin Gump*”), counsel to the above-captioned debtors and debtors in possession (the “*TSC Debtors*”), hereby files this application (the “*Application*”) pursuant to (i) sections 330 and 331 of title 11 of the United States Code (the “*Bankruptcy Code*”), (ii) Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”), (iii) Rule 2016-1 of the Local Rules of Bankruptcy Procedure for the

¹ The debtors in these chapter 11 cases, along with the last four digits of each debtor’s federal taxpayer-identification number, are: (a) TerreStar Corporation [6127] (“*TSC*”) and TerreStar Holdings Inc. [0778] (collectively, the “*February Debtors*”); and (b) TerreStar New York Inc. [6394]; Motient Communications Inc. [3833]; Motient Holdings Inc. [6634]; Motient License Inc. [2431]; Motient Services Inc. [5106]; Motient Ventures Holding Inc. [6191]; and MVH Holdings Inc. [9756] (collectively, the “*Other TSC Debtors*” and, collectively with the February Debtors, the “*TSC Debtors*”).

Southern District of New York (the “**Local Rules**”) and (iv) the *Order Establishing Procedures for Interim and Compensation and Reimbursement of Expenses for Professionals* entered on November 17, 2010 (the “**Initial Interim Compensation Order**”) made applicable to these cases by the *Order Directing That Certain Orders in the Chapter 11 Cases of TerreStar Networks Inc., et al. Be Made Applicable to the Chapter 11 Cases of TerreStar Corporation and TerreStar Holdings Inc. Nunc Pro Tunc to the Petition Date*, dated February 23, 2011 [Docket No. 13] (the “**Applicability Order**” and, together with the Initial Interim Compensation Order, the “**Interim Compensation Order**”), for interim allowance of compensation for services rendered in the aggregate amount of \$2,602,915.25 and for reimbursement of actual and necessary expenses incurred by Akin Gump in connection therewith in the amount of \$102,634.76 for the period from October 1, 2011 through February 29, 2012 (the “**Compensation Period**”). In support of this Application, Akin Gump respectfully states as follows:

I. JURISDICTION AND VENUE

1. This Court has jurisdiction over the Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

2. The statutory bases for relief requested herein are Bankruptcy Code sections 328, 330 and 331, Bankruptcy Rule 2016 and Local Rule 2016-1.

II. PRELIMINARY STATEMENT

3. Since the Petition Date (defined below), the TSC Debtors have made significant progress in these chapter 11 cases. Specifically, during the Compensation Period, the TSC Debtors have, among other things: (i) prepared and filed a response to a motion for reconsideration of requests to appoint an examiner in these chapter 11 cases, which requests for an examiner were denied by the Court; (ii) prepared and filed an objection to an alleged \$27.9

million claim by Elektrobil, Inc. (“*Elektrobil*”), entered into a case management order with respect to the same, and engaged in an extensive discovery process in connection with the same; (iii) obtained approval of the TSC Debtors’ settlements with two of its largest claimants, Sprint Nextel Corporation (“*Sprint*”) and Jefferies & Co. Inc. (“*Jefferies*”); (iv) prepared and filed the *First Amended* and *Second Amended Joint Chapter 11 Plan of TerreStar Corporation, Motient Communications Inc., Motient Holdings Inc., Motient License Inc., Motient Services Inc., Motient Ventures Holding Inc., MVH Holdings Inc., TerreStar Holdings Inc. and TerreStar New York Inc.*; (v) prepared and filed the *First Amended* and *Second Amended Disclosure Statement for the Joint Chapter 11 Plan of TerreStar Corporation, Motient Communications Inc., Motient Holdings Inc., Motient License Inc., Motient Services Inc., Motient Ventures Holding Inc., MVH Holdings Inc., TerreStar Holdings Inc. and TerreStar New York Inc.*; (vi) obtained Court approval of adequacy of the Disclosure Statement, and began soliciting the Plan for vote; (vii) prepared and filed a motion to establish notification and tradition procedures with respect to preferred stock in TSC to preserve the TSC Debtors’ valuable tax attributes, which was granted by the Court; (viii) successfully defended against a request by Mohawk Capital LLC (“*Mohawk*”) for standing to pursue an alleged intercompany claim.

4. During the Compensation Period, Akin Gump (i) prepared and filed numerous motions, applications, responses and supplements, in addition to declarations, affidavits, notices of filing, agendas, fee statements and monthly operating reports; (ii) prepared for and participated in eight (8) hearings; (iii) obtained eighteen (18) interim and final orders on the TSC Debtors’ behalf, ensuring the efficient administration of these cases and securing much needed relief for the TSC Debtors; and (iv) performed all of the other professional services further described herein. Akin Gump respectfully submits that the professional and paraprofessional

services it rendered on behalf of the TSC Debtors were necessary and appropriate and have directly contributed to the efficient administration of these chapter 11 cases.

III. BACKGROUND

5. On October 19, 2010 (the “***October Petition Date***”) and February 16, 2011 (the “***Petition Date***”), the Other TSC Debtors and the February Debtors, respectively, filed petitions with this Court under chapter 11 of the Bankruptcy Code. The TSC Debtors are operating their business and managing their property as debtors in possession pursuant to Bankruptcy Code sections 1107(a) and 1108. Requests for the appointment of an examiner have been made and denied.

6. On October 20, 2010, the Court entered an order providing for the joint administration of the Other TSC Debtors’ cases with the chapter 11 cases of TerreStar Networks Inc. and its affiliated debtors and debtors in possession for procedural purposes, styled *In re TerreStar Networks Inc., et al.*, Case No. 10-15446 (SHL). Contemporaneously with the filing of the petitions for the February Debtors, the Other TSC Debtors requested that their cases be de-consolidated from the case of TerreStar Networks Inc., and the TSC Debtors sought procedural consolidation and joint administration of the chapter 11 cases of the Other TSC Debtors and the February Debtors under the case number of TSC. On February 23, 2011, the Court entered orders amending joint administration of the Other TSC Debtors’ chapter 11 cases and providing for the joint administration of the TSC Debtors’ cases for procedural purposes, styled *In re TerreStar Corporation, et al.*, Case No. 11-10612 (SHL).

7. On October 29, 2010, the United States Trustee for the Southern District of New York (the “***U.S. Trustee***”) appointed an official committee of unsecured creditors (the “***TSN Committee***”) of the Other TSC Debtors. No statutory committee has been appointed or

designated in the February Debtors' cases. On information and belief, only one member of the TSN Committee, Van Vlissingen and Company, holds a claim against the TSC Debtors.

8. On November 17, 2010 and March 9, 2011, respectively,² this Court authorized the Other TSC Debtors and the February Debtors to retain Akin Gump to serve as their counsel in these proceedings pursuant to Bankruptcy Code sections 327(a) and 328(a), Bankruptcy Rule 2014 and the terms set forth in the respective orders authorizing the Other TSC Debtors' and the February Debtors' retention of Akin Gump. By orders entered October 20, 2010 and February 23, 2011, respectively, the Court authorized the Other TSC Debtors and the February Debtors to retain The Garden City Group, Inc. ("**GCG**") as their claims agent. On November 23, 2010 and December 22, 2010, respectively, the Court entered interim and final orders authorizing the Other TSC Debtors to retain Blackstone Advisory Partners L.P. ("**Blackstone**") as their financial advisor. On March 23, 2011 and April 26, 2011, respectively, the Court entered interim and final orders authorizing the February Debtors to retain Blackstone as financial advisor.

9. The TSC Debtors have advised Akin Gump that, to date, they have paid all quarterly fees due to the U.S. Trustee and have filed all required monthly operating reports with the U.S. Trustee.

IV. RELIEF REQUESTED

10. By this Application, Akin Gump seeks (i) interim allowance and award of compensation for the professional services rendered by Akin Gump attorneys and

² The Other TSC Debtors' retention of Akin Gump was approved by the Court *nunc pro tunc* to October 19, 2010, and the February Debtors' retention of Akin Gump was approved by the Court *nunc pro tunc* to February 16, 2011.

paraprofessionals during the Compensation Period in the amount of \$2,602,915.25³ representing 5,654.6 hours of professional and paraprofessional services, and (ii) reimbursement of actual and necessary expenses incurred by Akin Gump during the Compensation Period in connection with the rendition of such professional and paraprofessional services in the amount of \$102,634.76.

11. Pursuant to the Interim Compensation Order, Akin Gump is seeking interim approval and allowance of the compensation for professional services rendered and reimbursement of its expenses during the Compensation Period.

12. Before the Petition Date, at the outset of its retention, Akin Gump received an advance payment retainer from the TSC Debtors as compensation for professional services to be performed relating to the potential restructuring of the TSC Debtors' financial obligations and the commencement and administration of these chapter 11 cases and for the reimbursement of reasonable and necessary expenses incurred in connection therewith. Akin Gump used this advance to credit the TSC Debtors' account for its charges for professional services performed and expenses incurred before the Petition Date. After application of the amounts from the advance for payment of pre-petition professional services and related expenses, the excess amount of approximately \$65,000.00 was held as an advance payment retainer (the "**Retainer**"). In accordance with the Court's order, Akin Gump applied the Retainer to credit the February Debtors' account against the December Monthly Fee Statement (as defined below). As a result, the Retainer has been exhausted. There is no agreement or understanding between Akin Gump and any other person (other than members of Akin Gump) for the sharing of compensation to be received for the services rendered in these cases.

³ Pursuant to the Second Interim Fee Order (as defined below), professional fees in the amount of \$242,126.35 were held back from Akin Gump's Second Interim Fee Application. Pursuant to this Third Interim Fee Application, Akin Gump is now requesting that such holdback be released to Akin Gump. Importantly, Akin Gump is not, by this Third Interim Fee Application, requesting payment of the "holdback" for the Compensation Period.

13. On July 15, 2011, Akin Gump filed the *First Interim Application of Akin Gump Strauss Hauer & Feld LLP for Approval and Allowance of Compensation and for Reimbursement of Expenses for Services Rendered During the Period from February 16, 2011 Through May 31, 2011* [Docket No. 129] (the “**First Interim Fee Application**”) seeking interim allowance of compensation for services rendered in the aggregate amount of \$559,071.50 and for reimbursement of actual and necessary expenses in connection therewith in the amount of \$17,063.34. On August 29, 2011, the Court entered an order (the “**First Interim Fee Order**”) granting the First Interim Fee Application [Docket No. 178] and authorizing the TSC Debtors to pay Akin Gump \$447,257.20 in fees and \$17,063.34 in expense reimbursement. As a result, Akin Gump has received 100% of fees and expenses requested in the First Interim Fee Application.⁴

14. On November 14, 2011, Akin Gump filed the *Second Interim Application of Akin Gump Strauss Hauer & Feld LLP for Approval and Allowance of Compensation and for Reimbursement of Expenses for Services Rendered During the Period from June 1, 2011 Through September 30, 2011* [Docket No. 267] (the “**Second Interim Fee Application**”) seeking interim allowance of compensation for services rendered in the aggregate amount of \$1,210,631.75 and for reimbursement of actual and necessary expenses in connection therewith in the amount of \$18,181.92. On December 27, 2011, the Court entered an order (the “**Second Interim Fee Order**”) granting the Second Interim Fee Application [Docket No. 311] and allowing Akin Gump \$1,210,631.75 in fees and \$18,181.92 in expense reimbursement. As a

⁴ Pursuant to the Second Interim Fee Order (as defined below), the Court released the 20% of all court-appointed professionals’ awarded interim fees held back pursuant to the First Interim Fee Order.

result, Akin Gump has received 80% of fees and 100% of expenses requested in the Second Interim Fee Application.⁵

15. On November 18, 2011, Akin Gump filed the *Ninth Monthly Application of Akin Gump Strauss Hauer & Feld LLP for Interim Allowance of Compensation and for Reimbursement of Expenses for Services Rendered During the Period from October 1, 2011 Through October 31, 2011* [Docket No. 281] seeking approval of fees in the amount of \$579,251.50 and expenses in the amount of \$15,314.57 (the “*Ninth Monthly Fee Statement*”).

16. On December 20, 2011, Akin Gump filed the *Tenth Monthly Application of Akin Gump Strauss Hauer & Feld LLP for Interim Allowance of Compensation and for Reimbursement of Expenses for Services Rendered During the Period from November 1, 2011 Through November 30, 2011* [Docket No. 303] seeking approval of fees in the amount of \$286,847.75 and expenses in the amount of \$14,912.07 (the “*Tenth Monthly Fee Statement*”).

a. On January 20, 2012, Akin Gump filed the *Eleventh Monthly Application of Akin Gump Strauss Hauer & Feld LLP for Interim Allowance of Compensation and for Reimbursement of Expenses for Services Rendered During the Period from December 1, 2011 Through December 31, 2011* [Docket No. 348] seeking approval of fees in the amount of \$392,668.50 and expenses in the amount of \$14,441.70 (the “*Eleventh Monthly Fee Statement*”).

17. On February 21, 2012, Akin Gump filed the *Twelfth Monthly Application of Akin Gump Strauss Hauer & Feld LLP for Interim Allowance of Compensation and for Reimbursement of Expenses for Services Rendered During the Period from January 1, 2012*

⁵ Pursuant to the Second Interim Fee Order, the Court held back 20% of all court-appointed professionals’ awarded interim fees.

Through January 31, 2012 [Docket No. 392] seeking approval of fees in the amount of \$772,368.50 and expenses in the amount of \$29,203.22 (the “**Twelfth Monthly Fee Statement**”).

18. On March 20, 2012, Akin Gump filed the *Thirteenth Monthly Application of Akin Gump Strauss Hauer & Feld LLP for Interim Allowance of Compensation and for Reimbursement of Expenses for Services Rendered During the Period from February 1, 2012 Through February 29, 2012* [Docket No. 432] (the “**Thirteenth Monthly Fee Statement**” and together with the Ninth, Tenth, Eleventh and Twelfth Fee Statements, the “**Monthly Fee Statements**”) seeking approval of fees in the amount of \$571,779.00 and expenses in the amount of \$28,763.20. Pursuant to the Interim Compensation Order, as of the date of this Application, Akin Gump has received payment of 80% of the fees requested and 100% of the expenses requested with respect to each of the Monthly Fee Statements.⁶

19. As stated in the Affirmation of Ira S. Dizengoff, Esq. (the “**Dizengoff Affirmation**”), attached hereto as Exhibit A, all of the services for which interim compensation is sought herein were rendered for or on behalf of the TSC Debtors solely in connection with these cases.

V. SUMMARY OF SERVICES RENDERED

20. Akin Gump has rendered professional services to the TSC Debtors as requested and as necessary and appropriate in furtherance of the TSC Debtors’ interests and the interests of their estates during the Compensation Period. In the ordinary course of its practice, Akin Gump maintains written records of the time expended by attorneys and paraprofessionals in the rendition of their services. In accordance with the Interim Compensation Order, a compilation showing the name of the attorney or paraprofessional, the date on which the services were

⁶ The Monthly Fee Statements reflect Akin Gump’s determination to voluntarily reduce its fees for the Compensation Period in the aggregate amount of \$39,247.25 and expenses in the aggregate amount of \$50.69. This includes reductions associated with travel time.

performed, a description of the services rendered and the amount of time spent in performing such services for the TSC Debtors during the Compensation Period is attached hereto as Exhibit B.⁷

21. In the ordinary course of its practice, Akin Gump also maintains records of all actual and necessary out-of-pocket expenses incurred in connection with the rendition of its professional services, all of which are available for inspection. A schedule of the categories of expenses and amounts for which reimbursement is requested is attached hereto as Exhibit C.

22. Akin Gump respectfully submits that the professional and paraprofessional services it rendered on behalf of the TSC Debtors were necessary and appropriate and have directly contributed to the efficient administration of these chapter 11 cases.

23. The following summary of services rendered during the Compensation Period is not intended to be a detailed description of the work performed, as the day-to-day services and the time expended in performing such services are fully set forth in Exhibit B. Rather, it is merely an attempt to highlight certain of those areas in which services were rendered to the TSC Debtors, as well as to identify some of the problems and issues that Akin Gump was required to address during the Compensation Period.

A. Case Administration

(Fees: \$273,152.50; Hours: 549.4)

24. This subject matter relates to services rendered to the TSC Debtors during the Compensation Period relating to the TSC Debtors' organizational and administrative needs. Akin Gump spent time during the Compensation Period on a variety of tasks that were necessary to ensure the efficient and smooth administration of legal services related to the TSC Debtors'

⁷ During the Compensation Period, Akin Gump increased the billing rates of substantially all of its timekeepers. This increase is reflected in Exhibit B.

chapter 11 cases, including: (a) following established procedures for case administration and reviewing and monitoring the docket and related pleadings and correspondence; (b) preparing case calendars and task lists; (c) conducting team meetings and conferring with the TSC Debtors as needed in relation to task lists and pending matters; (d) coordinating service of pleadings and notices with GCG, the claims agent retained in these chapter 11 cases; and (e) attending to staffing issues and internally coordinating among Akin Gump team members, GCG and the TSC Debtors. Due to Akin Gump's experience in counseling debtors in possession, Akin Gump believes it was able to efficiently address all issues related to case administration that have arisen during these chapter 11 proceedings.

Examiner Requests

25. This subject matter also relates to services rendered by Akin Gump attorneys and paraprofessionals in connection with the requests for the appointment of an examiner filed by Jeffrey R. Swarts, Mohawk and Aldo I. Perez (the "**Examiner Requests**"). Before the Compensation Period, Akin Gump prepared the *Objection of the TSC Debtors to the Request for Appointment of an Examiner*, which was filed on September 14, 2011 [Docket No. 201]. A hearing on the Examiner Requests was held before this Court on September 19, 2011. On September 23, 2011, the Court entered an order denying the Examiner Requests [Docket No. 207] (the "**Denial Order**").

26. During the Compensation Period, on October 11, 2011, a motion to reconsider the Denial Order was filed by Aldo I. Perez [Docket No. 232]. Akin Gump researched the legal and factual issues raised in the motion to reconsider and prepared the *TSC Debtors' Objection to Motion of Aldo I. Perez for Reconsideration of Order Denying Motion to Appoint Examiner*, which was filed on November 4, 2011 [Docket No. 253]. Jeffrey M. Swarts filed a joinder to the motion to reconsider following the Compensation Period on November 15, 2011 [Docket No.

273]. In connection with the reconsideration motion, Akin Gump attorneys and paraprofessionals, on behalf of the TSC Debtors, prepared for and held a deposition of Mr. Perez, where they sought to discover the basis for Mr. Perez's assertions. A hearing on the motion to reconsider the Denial Order was held on November 16, 2011, where the Court denied the motion to reconsider the Denial Order and, separately, denied Mr. Perez's request to appoint an examiner in the TSC Debtors' cases [Docket No. 290].

Standing Request

27. This subject matter also relates to services rendered by Akin Gump attorneys and paraprofessionals in connection with requests by Mohawk for standing to pursue an alleged intercompany fraudulent transfer action. During the Compensation Period, on January 9, 2012, Mohawk filed a motion seeking standing to pursue the alleged intercompany fraudulent transfer action [Docket No. 328]. Akin Gump, on behalf of the TSC Debtors, prepared an objection to Mohawk's motion, which was filed on January 18, 2012 [Docket No. 345]. During the Compensation Period, on February 21, 2012, following a hearing on Mohawk's motion for standing where Akin Gump opposed the motion on behalf of the TSC Debtors, the Court denied Mohawk's motion.

28. Due to Akin Gump's experience in counseling debtors in possession, Akin Gump believes it was able to efficiently address all issues related to case administration that have arisen during these chapter 11 proceedings.

B. Akin Gump Fee Application/Monthly Billing Reports

(Fees: \$45,977.50; Hours: 110.1)

29. This subject matter relates to time spent by Akin Gump attorneys and paraprofessionals during the Compensation Period in preparing Akin Gump's monthly fee and expense statements and applications to ensure compliance with relevant provisions of the

Bankruptcy Code, Bankruptcy Rules, Local Rules and U.S. Trustee guidelines. During the Compensation Period, Akin Gump prepared and filed five monthly fee statements [Docket Nos. 243, 281, 303, 348 & 392] and the Second Interim Fee Application [Docket No. 267].

C. Analysis of Other Professionals' Fee Applications/Reports

(Fees: \$13,378.00; Hours: 41.4)

30. This subject matter relates to time spent by Akin Gump attorneys and paraprofessionals during the Compensation Period in reviewing and analyzing the fee statements of other professionals that the February Debtors are required to pay in these chapter 11 cases. Specifically, Akin Gump assisted in reviewing and filing four monthly fee statements of Blackstone during the Compensation Period [Docket Nos. 249, 289, 340 & 369] and Blackstone's second interim fee application [Docket No. 266]. In addition, Akin Gump assisted in reviewing and filing six monthly fee statements of Deloitte Tax LLP's ("**Deloitte**") during the Compensation Period [Docket Nos. 225, 256, 285, 306, 355 & 397] and Deloitte's second interim fee application [Docket No. 265].

31. Akin Gump also analyzed certain professionals' fee statements for compliance with the *Final Order (A) Authorizing the February Debtors to Obtain Postpetition Financing and (B) Authorizing the February Debtors to Use Cash Collateral* [Docket No. 43], which were submitted to the February Debtors by the following professionals: (a) Weil, Gotshal & Manges LLP as counsel to Harbinger Capital Partners, LLC ("**Harbinger**") and certain of its managed and affiliated funds, (b) Wachtell, Lipton, Rosen & Katz as counsel to Highland Capital Management, L.P. ("**Highland**"), (c) Quinn Emanuel Urquhart & Sullivan, LLP as counsel to Solus Alternative Asset Management, L.P. ("**Solus**" and, collectively with Harbinger and Highland, the "**Preferred Shareholders**"), counsel to NexBank, SSB, the agent for the TSC

Debtors' post-petition debtor-in-possession financing and counsel to OZ Management LP, and (d) Kirkland & Ellis LLP as tax counsel to Solus and OZ Management LP.

D. Court Hearings

(Fees: \$77,641.00; Hours: 189.9)

32. This subject matter relates to preparation for and attendance at hearings and other proceedings before this Court. During the Compensation Period, Akin Gump attorneys appeared at eight hearings held before this Court, where they actively represented the TSC Debtors and asserted the TSC Debtors' positions with respect to matters being considered.

33. Akin Gump attorneys, with the assistance of paraprofessionals, prepared for the hearings by reviewing all formal and informal responses to the pending motions and consulting with the TSC Debtors and the TSC Debtors' other professionals to formulate appropriate strategies. Accordingly, Akin Gump's participation in these hearings was beneficial to the TSC Debtors' estates and the interests of their stakeholders.

E. General Claims Analysis/Claims Objections

(Fees: \$1,005,974.50; Hours: 2355.3)

34. This subject matter relates to the analysis of claims asserted against the TSC Debtors. Prior to the Compensation Period, on March 18, 2011, Akin Gump professionals prepared and filed a motion to establish the deadline for filing claims against the February Debtors [Docket No. 51].⁸ On April 6, 2011, the Court entered an order establishing May 13, 2011 at 5:00 p.m. (prevailing Eastern Time) as the deadline to file proofs of claim against the

⁸ On November 8, 2010, the Court entered an order establishing December 10, 2010 as the deadline by which each entity asserting a claim against any of the Other TSC Debtors was required to file written proof of such claim.

February Debtors [Docket. No. 64].⁹ Prior to and continuing throughout the Compensation Period, Akin Gump has reviewed and analyzed proofs of claim filed in the TSC Debtors' cases, and such review remains ongoing as of the date hereof.

Sprint Claims

35. During the Compensation Period, Akin Gump negotiated a complex settlement among TSC, Sprint (one of the TSC Debtors' most significant claimholders), and the Preferred Shareholders. Sprint asserted a claim against each of the TSC Debtors in the amount of approximately \$104 million. Pursuant to the settlement, in full and final satisfaction of their claim against the TSC Debtors, Sprint agreed to forego any distribution they would be entitled to receive under the Plan (as defined below), and instead, agreed to receive an assignment of TSC's rights to receive the first \$2.6 million payable on account of an intercompany claim. In short, rather than the TSC Debtors potentially (a) incurring millions of dollars in fees, (b) delaying exit from chapter 11 on account of time-consuming litigation, and (c) potentially having an additional \$104 million in debt upon emergence from chapter 11, TSC only has to assign its right to receive payment from TerreStar Networks Inc. of \$2.6 million in cash to Sprint to resolve Sprint's claim. During the Compensation Period, Akin Gump prepared and filed the *TSC Debtors' Motion for Entry of an Order, Pursuant to Bankruptcy Code Section 363(b) and Federal Rule of Bankruptcy Procedures 9019 Approving the Stipulation Between the Debtors and Sprint Nextel Corporation* [Docket No. 270]. A hearing on the settlement was held after the Compensation Period, on December 14, 2011, where the Court authorized the TSC Debtors' entry into the Sprint settlement [Docket No. 299]. Akin Gump respectfully submits that its work on the TSC Debtors' behalf resulted in a substantial benefit to the TSC Debtors' estates.

⁹ Such order also set the deadline for certain debtor and non-debtor affiliates of the TSC Debtors to file proofs of claim with respect to intercompany claims.

Jefferies Claims

36. In addition, during the Compensation Period, Akin Gump negotiated a settlement with Jefferies, resolving claim numbers 8-14, 81, 82 and 165-171 against the TSC Debtors in an unsecured amount, as amended, of potentially over \$14 million.¹⁰ Pursuant to the settlement, in full and final satisfaction of Jefferies' claims against the TSC Debtors, Jefferies agreed to forego any distribution it would have been entitled to receive under the Plan (as defined below), and instead agreed to receive an assignment of TSC's rights to receive cash on account of an intercompany claim against TerreStar Networks Inc. ("*TSN*") up to an amount equal to \$1 million minus the distribution that Jefferies receives from TSN based on allowed unsecured claim against TSN in the amount of \$1.7 million. To the extent that these amounts do not equal \$1 million, the parties agreed that TSC would make a cash payment to Jefferies after the two distributions described above have been made so that Jefferies' total recovery is \$1 million. During the Compensation Period, Akin Gump prepared and filed the *TSC Debtors' Motion for Entry of an Order Pursuant to Bankruptcy Code Section 363(b) and Federal Rule of Bankruptcy Procedure 9019, Approving the Stipulation Between the TSC Debtors and Jefferies & Company, Inc. Resolving Claim Numbers 8-14, 81, 82 and 165-171* [Docket No. 319]. Following the hearing on the motion, the settlement was approved by the Court's order dated January 30, 2012 [Docket No. 358].

Elektrobit Claim

37. Additionally, Akin Gump, on behalf of the TSC Debtors, conducted diligence and legal research in connection with the claims asserted by Elektrobit Inc. ("*Elektrobit*"), as reflected in proof of claim numbered 58. Specifically, Akin Gump continued its diligence and

¹⁰ This amount is composed of a liquidated claim amount of \$1.7 million, plus unliquidated amounts that potentially could equal approximately \$12.5 million.

research on the TSC Debtors' behalf and prepared an objection to Elektrobit's claim, which was filed on November 16, 2011 [Docket No. 275]. The Preferred Shareholders also prepared an objection to Elektrobit's claim, which was filed on November 16, 2011 [Docket No. 276]. Elektrobit filed an omnibus response to the TSC Debtors' claim objection during the Compensation Period on December 12, 2011 [Docket No. 296] and a related motion to approve a case management order in connection with the objections to its claims [Docket No. 297]. Akin Gump, on behalf of the TSC Debtors, prepared and filed a reply in support of the TSC Debtors' objection to Elektrobit's claim and in response to Elektrobit's motion to approve a case management order [Docket No. 323]. Akin Gump also negotiated an agreed case management order with Elektrobit and the Preferred Shareholders, which was approved by the Court's order entered on January 25, 2012 [Docket No. 353].

38. During the Compensation Period, in connection with the TSC Debtors' and the Preferred Shareholders' objections to Elektrobit's claims, Elektrobit served the TSC Debtors with more than twenty (20) broad requests for the production of documents. Akin Gump attorneys and paraprofessionals, in consultation with the Preferred Shareholders, spent substantial time reviewing and responding to Elektrobit's additional requests for production. Akin Gump professionals participated in numerous calls with Elektrobit and the Preferred Shareholders with respect to these matters. Elektrobit's requests for production included requests for large quantities of documents and correspondence among the TSC Debtors, Blackstone and the Preferred Shareholders. Accordingly, a team of Akin Gump attorneys continued their extensive review of more than 50,000 requested documents and emails with respect to their relevance to Elektrobit's requests and for privilege and confidentiality. To ensure that attorney review of such documents and emails was as efficient as possible, and in order to

conserve estate resources, Akin Gump utilized in-house e-discovery specialists and paralegals extensively to assist in preparation and organization of documents during the review process. The e-discovery specialists and paralegals performed a variety of tasks in connection with the attorneys' review, including document identification, electronic processing, assistance with planning and organizing, database development and production. In addition, Akin Gump, on behalf of the TSC Debtors, spent substantial time during the Compensation Period preparing for, defending, and/or attending depositions related to the objections to Elektrobit's claims.

Swarts Claim

39. During the Compensation Period, Akin Gump professionals also prepared the *TSC Debtors' Objection to Claim of Jeffrey M. and Patricia E. Swarts (Claim No. 142)*, which was filed on January 26, 2012 [Docket No. 357]. In connection with the objection, on February 1, 2012, Swarts filed a declaration [Docket No. 363], a response [Docket No. 417], and an addendum thereto [Docket No. 423]. Akin Gump attorneys conducted a detailed review of the declaration and response and prepared a reply to the same. The reply was filed shortly after the Compensation Period on March 12, 2012 [Docket No. 421]. A hearing on the Swarts' claim was held on March 16, 2012. Following the hearing, additional documents submitted by Swarts in connection with his claim were entered on the docket [Docket Nos. 427, 429, 430, 433 & 446]. The Court held a telephonic ruling on the Swarts' claim on March 30, 2012, where the Court granted the TSC Debtors' objection to the Swarts' claim [Docket No. 455].

F. Tax Issues

(Fees: \$70,317.00; Hours: 121.1)

40. During the Compensation Period, Akin Gump attorneys prepared the *Motion for Entry of an Order Establishing Notification and Hearing Procedures for Transfers of Certain Preferred Stock and for Related Relief*, which was filed on February 10, 2012 [Docket No. 376].

By the motion, the TSC Debtors sought authorization to protect and preserve their valuable tax attributes, including net operating losses and capital loss carryforwards by establishing notification and hearing procedures regarding the trading of certain preferred stock that must be complied with before trades or transfers of such securities become effective. An interim hearing on the motion was held during the Compensation Period, on February 17, 2012, where the Court approved the relief requested in the motion on an interim basis [Docket No. 387]. A final hearing on the motion was held on March 7, 2012. The Court entered a final order approving the motion on March 8, 2012 [Docket No. 413].

G. Exclusivity

(Fees: \$3,776.00; Hours: 10.0)

41. During the Compensation Period, Akin Gump professionals and paraprofessionals prepared *TSC Debtors' (A) Motion for Entry of an Ex Parte Bridge Order and (B) Third Motion for an Order, Pursuant to Bankruptcy Code Section 1121(d), Extending the Exclusive Periods During which Only the TSC Debtors May File a Chapter 11 Plan and Solicit Acceptance Thereof* [Docket No. 262] (the "**Third Exclusivity Motion**"), seeking entry of an order (a) extending the exclusive period to file a chapter 11 plan (the "**Exclusive Filing Period**") for each TSC Debtor through and including February 13, 2012 and (b) extend the exclusive period to solicit acceptances of a chapter 11 plan for each TSC Debtor (the "**Exclusive Solicitation Period**," and, together with the Exclusive Filing Period, the "**Exclusive Periods**") through and including April 13, 2012. On December 21, 2011, the Court entered an order granting the Third Exclusivity Motion [Docket No. 307].

42. In addition, during the Compensation Period, Akin Gump professionals and paraprofessionals prepared the *TSC Debtors' (A) Motion for Entry of an Ex Parte Bridge Order*

and (B) Fourth Motion for an Order, Pursuant to Bankruptcy Code Section 1121(d), Extending the Exclusive Periods During Which Only the TSC Debtors May File a Chapter 11 Plan and Solicit Acceptance Thereof [Docket No. 374], which was filed on February 10, 2012. After the Compensation Period, on March 23, 2012, the Court entered an order further extending the TSC Debtors' Exclusive Periods to May 14, 2012 and July 13, 2012, respectively [Docket No. 439].

H. Plan/Disclosure Statement/Solicitation and Related Documentation

(Fees: \$1,037,646.00; Hours: 2141.9)

43. Prior to the Petition Date and continuing through the Compensation Period, Akin Gump has worked with the TSC Debtors' management and its stakeholders to develop and refine a plan of reorganization, disclosure statement and associated documents for the TSC Debtors. During the Compensation Period, Akin Gump prepared the *First Amended Joint Chapter 11 Plan of TerreStar Corporation, Motient Communications Inc., Motient Holdings Inc., Motient License Inc., Motient Services Inc., Motient Ventures Holding Inc., MVH Holdings Inc., TerreStar Holdings Inc. and TerreStar New York Inc.* and the *First Amended Disclosure Statement for the Second Amended Joint Chapter 11 Plan of TerreStar Corporation, Motient Communications Inc., Motient Holdings Inc., Motient License Inc., Motient Services Inc., Motient Ventures Holding Inc., MVH Holdings Inc., TerreStar Holdings Inc. and TerreStar New York Inc.*, which were filed each on December 27, 2012 [Docket Nos. 313 & 315].

44. Also during the Compensation Period, Akin Gump prepared the *Second Amended Joint Chapter 11 Plan of TerreStar Corporation, Motient Communications Inc., Motient Holdings Inc., Motient License Inc., Motient Services Inc., Motient Ventures Holding Inc., MVH Holdings Inc., TerreStar Holdings Inc. and TerreStar New York Inc.* (as amended from time to time, the "**Plan**") and the *Second Amended Disclosure Statement for the Second Amended Joint*

Chapter 11 Plan of TerreStar Corporation, Motient Communications Inc., Motient Holdings Inc., Motient License Inc., Motient Services Inc., Motient Ventures Holding Inc., MVH Holdings Inc., TerreStar Holdings Inc. and TerreStar New York Inc. (as amended from time to time, the “**Disclosure Statement**”), which were each filed on January 12, 2012 [Docket Nos. 336 & 338]. Several objections to the disclosure statement had been filed by various creditors and common equity holders, including by Elektrobit and Mohawk. Akin Gump, on behalf of the TSC Debtors, prepared and filed a reply to these objections on January 5, 2012 [Docket No. 321]. Most of these objections were resolved before the hearing by the inclusion of additional language into the disclosure statement. A hearing on the adequacy of the Disclosure Statement was held on January 10, 2012. The Court approved the adequacy of the Disclosure Statement, as amended, and the TSC Debtors’ proposed solicitation procedures by order entered January 17, 2012 [Docket No. 343]. As contemplated by the Plan, during the Compensation Period, Akin Gump prepared the plan supplement documents, which were filed on February 3, 2012 [Docket No. 364]. The TSC Debtors are currently soliciting the Plan for vote. During the Compensation Period, the TSC Debtors and the Preferred Shareholders remained engaged in a continuous dialogue regarding the Plan and solicitation thereof.

45. As set forth in the order approving the adequacy of the Disclosure Statement and the TSC Debtors’ proposed solicitation procedures, the deadline for interested parties to object to the Plan was February 24, 2012. During the Compensation Period, Akin Gump, with the assistance of the TSC Debtors’ other professionals, continued reviewing certain objections filed to the TSC Debtors’ proposed Plan and began to address certain issues raised in the objections. The TSC Debtors’ review of objections to the Plan remain ongoing as of the date hereof.

46. Also during the Compensation Period, in connection with Elektrobit's objection to the TSC Debtors' proposed Disclosure Statement [Docket No. 186] and preliminary objection to confirmation of the TSC Debtors' proposed Plan [Docket No. 222], Elektrobit served the TSC Debtors with more than thirty (30) broad requests for production of documents. Akin Gump attorneys and paraprofessionals, in consultation with the Preferred Shareholders, continued to spend substantial time reviewing and responding to Elektrobit's requests for production in connection with its objection to the Plan. Akin Gump professionals participated in numerous calls with Elektrobit and the Preferred Shareholders with respect to these matters. Elektrobit's requests for production included requests for large quantities of documents and correspondence among Akin Gump professionals, Blackstone and the Preferred Shareholders. Accordingly, a team of Akin Gump attorneys continued their extensive review of more than 10,000 requested documents and emails with respect to their relevance to Elektrobit's requests and for privilege and confidentiality. To ensure that attorney review of such documents and emails was as efficient as possible, and in order to conserve estate resources, Akin Gump utilized in-house e-discovery specialists and paralegals extensively to assist in preparation and organization of documents during the review process. The e-discovery specialists and paralegals performed a variety of tasks in connection with the attorneys' review, including document identification, electronic processing, assistance with planning and organizing, database development and production. In addition, TSC Debtors and the Preferred Shareholders spent substantial time during the Compensation Period preparing for, defending, and/or attending depositions.

I. Travel Time

(Fees: \$32,655.25; Actual Hours: 107.0; Billed Hours: 53.5)

47. During the Compensation Period, Akin Gump attorneys spent 107.0 working hours traveling. Akin Gump has discounted this time by 50% and, accordingly, has billed 53.5 working hours for traveling during the Compensation Period.

48. The foregoing professional services performed by Akin Gump were (a) necessary and appropriate to the administration of the TSC Debtors' chapter 11 cases, and (b) in the best interests of the TSC Debtors and their estates. Compensation for the foregoing services as requested is commensurate with the complexity, importance and nature of the problems, issues or tasks.

VI. ACTUAL AND NECESSARY DISBURSEMENTS

49. As set forth in the summary sheets filed contemporaneously with the Application, Akin Gump disbursed \$102,634.76 as expenses incurred in providing professional services during the Compensation Period. Akin Gump's disbursement policies pass through all out-of-pocket expenses at actual cost or an estimated actual cost when the actual cost is difficult to determine. For example, as it relates to computerized research, Akin Gump believes that it does not make a profit on that service as a whole, although the cost of any particular search is difficult to ascertain. Other reimbursable expenses (whether the service is performed by Akin Gump in-house or through a third-party vendor) include, but are not limited to, facsimiles, toll calls, overtime meals, deliveries, court costs, transcript fees, discovery and temporary legal staffing services, travel and clerk fees.

VII. FACTORS TO BE CONSIDERED IN AWARDING ATTORNEYS' FEES

50. The factors to be considered in awarding attorneys' fees were enumerated in *In re Red Carpet Corp. of Panama City Beach*, 708 F.2d 1576, 1578 (11th Cir. 1983) (citing *In re*

First Colonial Corp. of America, 544 F.2d 1291, 1298-99 (5th Cir.), *reh'g denied*, 547 F.2d 573, *cert. denied*, 431 U.S. 904 (1977)); and have been adopted by most courts. Akin Gump respectfully submits that a consideration of these factors should result in this Court's allowance of the full compensation sought in this Application.

- (a) The Time and Labor Required. The professional services rendered by Akin Gump on behalf of the TSC Debtors have required the continuous expenditure of substantial time and effort under significant time pressures. The services rendered required a high degree of professional competence and expertise in order to be administered with skill and dispatch.
- (b) The Novelty and Difficulty of Questions. In these cases, as in all others in which the firm is involved, Akin Gump's effective advocacy and creative approach have helped clarify and resolve a number of complex and novel issues.
- (c) The Skill Requisite to Perform the Legal Services Properly. Akin Gump believes that its recognized expertise in the area of corporate reorganization, its ability to draw from highly experienced professionals in other areas of Akin Gump's practice and its creative approach to the resolution of issues have contributed to the successful administration of these cases and benefited the TSC Debtors' estates and stakeholders.
- (d) The Preclusion of Other Employment by Applicant Due to Acceptance of the Case. Due to the size of Akin Gump's restructuring practice, Akin Gump's representation of the TSC Debtors has not precluded its acceptance of new clients.
- (e) The Customary Fee. The fees sought herein are based upon Akin Gump's normal hourly rates for services of this kind. Akin Gump respectfully submits that the fees sought herein are not unusual, given the magnitude and complexity of these chapter 11 cases and the time expended in attending to the representation of the TSC Debtors, and they are commensurate with fees Akin Gump has been awarded in other cases, as well as with fees charged by other attorneys of comparable experience.
- (f) Whether the Fee Is Fixed or Contingent. Pursuant to Bankruptcy Code sections 330 and 331, all fees sought by professionals employed by the TSC Debtors are contingent pending final approval by this Court, and are subject to adjustment dependent upon the services rendered and the results obtained. Thus far, however, the collective efforts of the various parties in interest and their respective professionals, including Akin Gump, have resulted in the consensual resolution of many significant issues in these

cases in a relatively short period of time, given the complexity of the TSC Debtors' chapter 11 cases.

- (g) Time Limitations Imposed by Client or Other Circumstances. As already indicated, Akin Gump has been required to attend to certain issues arising in these chapter 11 cases in compressed and urgent time periods.
- (h) The Amount Involved and Results Obtained. Through the efforts of Akin Gump, actions taken by the TSC Debtors have greatly benefited the interests of the TSC Debtors' estates and their stakeholders and contributed to the efficient administration of these chapter 11 cases.
- (i) The Experience, Reputation and Ability of the Attorneys. Akin Gump has a large and sophisticated financial restructuring practice and is playing or has played a major role in numerous cases of national import, including the reorganization proceedings of *In re ATA Holdings Corp.*; *In re Calpine Corp.*; *In re Chemtura Corp.*; *In re Delta Air Lines, Inc.*; *In re Exide Technologies, Inc.*; *In re Kaiser Aluminum Corp.*; *In re Kimball Hill, Inc.*; *In re Loral Space & Communications Ltd.*; *In re Nortel Networks, Inc.*; *In re Pegasus Satellite Television, Inc.*; *In re Propex Inc.*; *In re Quebecor World (USA) Inc.*; *In re Solutia Inc.*; *In re Tower Automotive, Inc.*; *In re Washington Mutual, Inc.*; *In re WCI Communities, Inc.*; and *In re WorldCom, Inc.* Akin Gump's experience enables it to perform the services described herein competently and expeditiously.
- (j) The "Undesirability" of the Case. These cases are not undesirable.
- (k) Nature and Length of Professional Relationship. Akin Gump was retained by the Other TSC Debtors and the February Debtors by orders entered November 17, 2010, *nunc pro tunc* to October 19, 2010, and March 9, 2011, *nunc pro tunc* to February 16, 2011, respectively. Akin Gump has rendered services to certain of the TSC Debtors since 2007 and continuing through the Compensation Period, as necessary and appropriate.

VIII. ALLOWANCE OF COMPENSATION

51. The professional services rendered by Akin Gump required a high degree of professional competence and expertise so that the numerous issues requiring evaluation and action by the TSC Debtors could be addressed with skill and dispatch and, therefore, have required the expenditure of substantial time and effort. It is respectfully submitted that the services rendered to the TSC Debtors were performed efficiently, effectively and economically,

and that the results obtained to date have benefited the TSC Debtors' estates, their stakeholders and other parties in interest.

52. The allowance of interim compensation for services rendered and reimbursement of expenses in bankruptcy cases is expressly provided for in Bankruptcy Code section 331:

Any professional person . . . may apply to the court not more than once every 120 days after an order for relief in a case under this title, or more often if the court permits, for such compensation for services rendered . . . as is provided under section 330 of this title.

11 U.S.C. § 331. Moreover, this Court authorized the filing of this Application under the Interim Compensation Order.

53. With respect to the level of compensation, Bankruptcy Code section 330(a)(1) provides, in pertinent part, that the Court may award to a professional person "reasonable compensation for actual, necessary service rendered" 11 U.S.C. § 330(a)(1)(A). Bankruptcy Code section 330(a)(3)(A), in turn, provides that:

In determining the amount of reasonable compensation to be awarded, the court shall consider the nature, the extent and the value of such services, taking into account all relevant factors, including—

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance and nature of the problem, issue, or task addressed; and
- (E) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3)(A). The clear congressional intent and policy expressed in this statute is to provide for adequate compensation in order to continue to attract qualified and competent bankruptcy practitioners to bankruptcy cases.

54. The total time spent by Akin Gump attorneys and paraprofessionals during the Compensation Period was 5654.6 hours. The work involved and thus the time expended, was carefully assigned in light of the experience and expertise required for each particular task.

55. As shown by this Application and supporting documents, Akin Gump spent its time economically and without unnecessary duplication of time. In addition, Akin Gump incurred actual out-of-pocket expenses in connection with the rendition of professional services to the TSC Debtors in the sum of \$102,634.76, for which Akin Gump respectfully requests reimbursement in full.

56. The disbursements and expenses have been incurred in accordance with Akin Gump's normal practice of charging clients for expenses clearly related to and required by particular matters. Akin Gump has endeavored to minimize these expenses to the fullest extent possible.

57. Akin Gump's billing rates do not include charges for photocopying, telephone and facsimile charges, computerized research, travel expenses, "working meals," secretarial overtime, postage and certain other office services, since the needs of each client for such services differ. Akin Gump believes that it is fairest to charge each client for only the services actually used in performing services for it. Akin Gump charges \$.20 per page for internal duplicating and does not charge for facsimile transmissions. Akin Gump has negotiated a discounted transactional rate for Westlaw computer-assisted legal research.

58. No agreement or understanding exists between Akin Gump and any other person for the sharing of any compensation to be received for professional services rendered or to be rendered in connection with these cases.

IX. RESERVATION

59. To the extent that time or disbursement charges for services rendered or disbursements incurred relate to the Compensation Period but were not processed prior to the preparation of the Application, or Akin Gump has not sought compensation or reimbursement of expenses herein for any other reason with respect to any services rendered or expenses incurred during the Compensation Period, Akin Gump reserves the right to request additional compensation for such services and reimbursement of such expenses in a future application.

X. NOTICE

60. The TSC Debtors have provided notice of this application to: (a) the Office of the United States Trustee for the Southern District of New York; (b) the entities listed on the TSC Debtors' Consolidated List of Creditors Holding the 30 Largest Unsecured Claims filed pursuant to Bankruptcy Rule 1007(d); (c) Weil, Gotshal & Manges LLP as counsel to Harbinger Capital Partners LLC and certain of its managed and affiliated funds; (d) Wachtell, Lipton, Rosen & Katz as counsel to Highland Capital Management, L.P. and certain of its managed and affiliated funds; (e) Quinn Emanuel Urquhart & Sullivan, LLP as counsel to Solus Alternative Asset Management LP, counsel to NexBank, SSB, the agent for the TSC Debtors' post-petition debtor-in-possession financing and counsel to OZ Management LP; (f) NexBank, SSB as agent for the lenders under the Bridge Loan Agreement and as agent for the TSC Debtors' post-petition debtor-in-possession financing; (g) the Internal Revenue Service; (h) the Securities and Exchange Commission; (i) the United States Attorney for the Southern District of New York;

and (j) the Federal Communications Commission. In light of the nature of the relief requested, the TSC Debtors respectfully submit that no further notice is necessary.

WHEREFORE, Akin Gump respectfully requests:

- (a) interim allowance of \$2,602,915.25 for compensation for professional services rendered to the TSC Debtors during the period October 1, 2011 through and including February 29, 2012;
- (b) reimbursement of Akin Gump's out-of-pocket expenses incurred in connection with the rendering of such services during the period October 1, 2011 through and including February 29, 2012 in the amount of \$102,634.76;
- (c) the allowance of such compensation for professional services rendered and reimbursement of actual and necessary expenses incurred be without prejudice to Akin Gump's right to seek additional compensation for services performed and expenses incurred during the Compensation Period that were not processed at the time of this Application; and
- (d) such other and further relief as is just.

New York, New York
Dated: April 11, 2012

/s/ Ira S. Dizengoff

AKIN GUMP STRAUSS HAUER & FELD LLP
One Bryant Park
New York, New York 10036
(212) 872-1000 (Telephone)
(212) 872-1002 (Facsimile)
Ira S. Dizengoff
Arik Preis

1700 Pacific Avenue, Suite 4100
Dallas, Texas 75201
(214) 969-2800 (Telephone)
(214) 969-4343 (Facsimile)
Sarah Link Schultz

Counsel to the TSC Debtors

EXHIBIT A

Dizengoff Affirmation

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:)	Chapter 11
TERRESTAR CORPORATION, <i>et al.</i> , ¹)	Case No. 11-10612 (SHL)
Debtors.)	Jointly Administered

AFFIRMATION OF IRA S. DIZENGOFF

Ira S. Dizengoff respectfully certifies as follows:

1. I am a partner of the firm of Akin Gump Strauss Hauer & Feld LLP ("**Akin Gump**"), which firm maintains offices for the practice of law at, among other locations, One Bryant Park, New York, New York 10036. Akin Gump has been retained as counsel to the Other TSC Debtors and the February Debtors since October 19, 2010 and February 16, 2011, respectively.

2. This affirmation is submitted pursuant to Rule 2016(a) of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**") in support of Akin Gump's monthly application for interim allowance of (i) compensation for professional services rendered in the amount of \$2,602,915.25 and (ii) reimbursement of expenses for services rendered in the amount of \$102,634.76 during the period from October 1, 2011 through and including February 29, 2012.

¹ The debtors in these chapter 11 cases, along with the last four digits of each debtor's federal taxpayer identification number, are: (a) TerreStar Corporation [6127] ("**TSC**") and TerreStar Holdings Inc. [0778] (collectively, the "**February Debtors**"); and (b) TerreStar New York Inc. [6394]; Motient Communications Inc. [3833]; Motient Holdings Inc. [6634]; Motient License Inc. [2431]; Motient Services Inc. [5106]; Motient Ventures Holding Inc. [6191]; and MVH Holdings Inc. [9756] (collectively, the "**Other TSC Debtors**" and, collectively with the February Debtors, the "**TSC Debtors**").

3. All services for which compensation is requested by Akin Gump were professional services performed for and on behalf of the TSC Debtors and not on behalf of any other person.

4. In accordance with 18 U.S.C. § 155, neither I nor any member or associate of Akin Gump has entered into any agreement, express or implied, with any other party in interest for the purpose of fixing the amount of any of the fees or other compensation to be allowed out of or paid from the TSC Debtors' estates.

5. In accordance with section 504 of title 11 of the United States Code (the "**Bankruptcy Code**"), no agreement or understanding exists between me, the firm or any member or associate thereof, on the one hand, and any other person, on the other hand, for division of such compensation as Akin Gump may receive for services rendered in connection with these cases, nor will any division of fees prohibited by Bankruptcy Code section 504 be made by me or any partner or associate of Akin Gump.

CERTIFICATION

6. I have been designated by Akin Gump ("**Applicant**") as a professional with responsibility in these jointly administered cases for compliance with General Order M-389, Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases (the "**Local Guidelines**") and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, effective January 30, 1996 (the "**UST Guidelines**," and, collectively with the Local Guidelines, the "**Guidelines**").

7. I have read the Applicant's application for compensation and reimbursement of expenses ("**Application**"). To the best of my knowledge, information and belief, the Application complies with the Guidelines, and the fees and expenses sought fall within the Guidelines.

8. Except to the extent that fees or expenses are prohibited or restricted by the Guidelines, the fees and expenses sought are billed at rates and in accordance with practices customarily employed by the Applicant and generally accepted by the Applicant's clients.

9. In providing a reimbursable service, the Applicant does not make a profit on that service, whether the service is performed by the Applicant in-house or through a third party.

10. In seeking reimbursement for the expenditures described on Exhibit C, the Applicant is seeking reimbursement for only the actual expenditure and has not marked up the actual cost to provide a profit or to recover the amortized cost of investment in staff time or equipment or capital outlay (except to the extent that the Applicant has elected to charge for in-house photocopies and outgoing facsimile transmissions at the maximum rates permitted by the Guidelines).

11. In seeking reimbursement for any service provided by a third party, the Applicant is seeking reimbursement for only the amount actually paid by the Applicant to the third party.

12. Pursuant to the Guidelines and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* entered on November 17, 2010, made applicable to these cases by the *Order Directing That Certain Orders in the Chapter 11 Cases of TerreStar Networks Inc., et al. Be Made Applicable to the Chapter 11 Cases of TerreStar Corporation and TerreStar Holdings Inc. Nunc Pro Tunc to the Petition Date*, dated February 23, 2011 [Docket No. 13], the TSC Debtors and the U.S. Trustee will each be provided with a copy of the Application simultaneously with the filing thereof and will have at least 14 days to review the Application before the objection deadline with respect thereto.

I HEREBY CERTIFY that the foregoing is true and correct.

Dated: New York, New York
April 11, 2012

/s/ Ira S. Dizengoff
IRA S. DIZENGOFF

EXHIBIT B

Monthly Fee Statements

<p style="text-align: center;">TERRESTAR CORPORATION SUMMARY OF TIMEKEEPERS OCTOBER 1, 2011 THROUGH FEBRUARY 29, 2012</p>									
PARTNERS	DEPARTMENT	STATE OF BAR ADMISSION - YEAR	2011 HOURS	2011 HOURLY BILLING RATE	2012 HOURS	2012 HOURLY BILLING RATE	2012 HOURS	2012 HOURLY BILLING RATE	AMOUNT
Tom W. Davidson	Communications	District of Columbia - 1991	6.30	\$705.00		\$720.00	7.90	\$720.00	\$10,129.50
Ira S. Dizengoff	Financial Restructuring	New York - 1993	23.00	\$975.00		\$1,050.00	25.10	\$1,050.00	\$48,780.00
Howard B. Jacobson	Tax	District of Columbia - 1979	8.40	\$740.00		\$755.00	19.30	\$755.00	\$20,787.50
Arik Preis	Financial Restructuring	New York - 2001	115.00	\$700.00		\$775.00	86.60	\$775.00	\$147,615.00
Sarah Link Schultz	Financial Restructuring	Texas - 2001	165.90	\$700.00		\$775.00	166.30	\$775.00	\$245,012.50
Joseph L. Sorkin	Litigation	Texas - 2001	137.50	\$650.00		\$730.00	126.85	\$730.00	\$181,975.50
Rosa Testani	Corporate	New York - 1988	12.70	\$910.00		\$925.00	9.90	\$925.00	\$20,714.50
SENIOR COUNSEL & COUNSEL	DEPARTMENT	STATE OF BAR ADMISSION - YEAR	2011 HOURS	HOURLY BILLING RATE	2012 HOURS	2012 HOURLY BILLING RATE	2012 HOURS	2012 HOURLY BILLING RATE	AMOUNT
Ashleigh Blaylock	Financial Restructuring	New York - 2007	8.10	\$550.00		\$600.00	0.20	\$600.00	\$4,575.00
Ryan J. Donohue	Litigation	New York - 2007	322.60	\$535.00		\$570.00	201.80	\$570.00	\$287,617.00
Anthony C. Hill	Litigation	District of Columbia - 2005	23.80	\$520.00			0.00		\$12,376.00
Joanna Newdeck	Financial Restructuring	District of Columbia - 2006	151.25	\$625.00		\$650.00	190.15	\$650.00	\$218,128.75
Heather Pellegrino	Litigation	District of Columbia - 2001	19.30	\$560.00			0.00		\$10,808.00
Ira L. Rosenblatt	Corporate	New York - 1999	5.60	\$650.00		\$665.00	9.00	\$665.00	\$9,625.00
Kimberly Reindl	Communications	District of Columbia - 1998	4.90	\$560.00		\$575.00	2.50	\$575.00	\$4,181.50
Jeremy B. Smith	Corporate	New York - 2007	33.80	\$535.00		\$600.00	73.30	\$600.00	\$62,063.00
ASSOCIATES	DEPARTMENT	STATE OF BAR ADMISSION - YEAR	2011 HOURS	2011 HOURLY BILLING RATE	2012 HOURS	2012 HOURLY BILLING RATE	2012 HOURS	2012 HOURLY BILLING RATE	AMOUNT
Joel Bailey	Litigation	Texas - 2009	0.00			\$410.00	31.80	\$410.00	\$13,038.00
Ashley R. Beane	Financial Restructuring	Texas - 2008	86.80	\$400.00			0.00		\$34,720.00
Justin H. Bell	Litigation	New York - 2007	158.40	\$535.00		\$570.00	146.80	\$570.00	\$168,420.00

Andrew Casillas	Litigation	Texas - 2010	1.00	\$335.00	32.60	\$370.00	\$12,397.00
Richard Cella	Litigation	Texas - 2011	0.00		47.10	\$360.00	\$16,956.00
Riana A. Cohen	Financial Restructuring	New York - 2011	20.50	\$360.00	0.50	\$425.00	\$7,592.50
Sean Conway	Communications	New York - 2010	0.40	\$350.00	9.00	\$380.00	\$3,560.00
Michael Cross	Litigation	New York - 2010	47.60	\$400.00	0.00		\$19,040.00
Lindsey Harmon	Litigation	Texas - 2009	0.00		52.90	\$410.00	\$21,689.00
Joshua Hedrick	Litigation	Texas - 2007	10.00	\$440.00	0.00		\$4,400.00
Jaisohn Im	Corporate	New York - 2008	2.40	\$510.00	0.00		\$1,224.00
Amanda Kane	Litigation	District of Columbia - 2011	18.50	\$360.00	39.70	\$390.00	\$22,143.00
David Kazlow	Financial Restructuring	New York - 2008	37.70	\$510.00	29.80	\$575.00	\$36,362.00
Ryan McAuliffe*	Litigation	*Not Yet Admitted	0.00		99.00	\$375.00	\$37,125.00
Connor Mullin	Litigation	District of Columbia - 2009	24.40	\$360.00	0.00		\$8,784.00
Shannen Naegel	Tax	District of Columbia - 2011	10.50	\$440.00	28.90	\$500.00	\$19,070.00
Andrew Newman	Litigation	Texas 2007	25.30	\$440.00	0.00		\$11,132.00
Rachel Presa	Litigation	New York - 2011	218.80	\$360.00	203.00	\$400.00	\$159,968.00
Elizabeth Scott	Litigation	Texas - 2007	0.00		41.20	\$500.00	\$20,600.00
Jeremy B. Smith	Corporate	New York - 2007	14.60	\$535.00	0.00		\$7,811.00
Scott Street	Litigation	California - 2008	15.00	\$400.00	0.00		\$6,000.00
Roxanne Tizravesh	Litigation	New York - 2009	87.40	\$460.00	95.20	\$520.00	\$89,708.00
Elisabeth Walden	Litigation	District of Columbia - 2009	24.30	\$440.00	0.00		\$10,692.00
Dawn Walker	Litigation	Texas - 2010	0.00		44.10	\$370.00	\$16,317.00
Karen Williams	Litigation	District of Columbia - 2011	0.00		23.90	\$390.00	\$9,321.00
Roderick Wilson	Litigation	Texas - 2006	18.00	\$480.00	0.00		\$8,640.00
Sarah J. Woodell	Financial Restructuring	Texas - 2010	332.30	\$335.00	316.75	\$370.00	\$228,518.00
Lindsay Zahradka	Financial Restructuring	New York - 2011	22.70	\$360.00	0.70	\$425.00	\$8,469.50

SENIOR ATTORNEYS / STAFF ATTORNEYS	DEPARTMENT		2011 HOURS	2011 HOURLY BILLING RATE	2012 HOURS	2012 HOURLY BILLING RATE	AMOUNT
Andrew Barnes	Litigation	New York - 2011	0.00		220.50	\$275.00	\$60,637.50
Joseph Decker	Litigation	District of Columbia - 2008	21.10	\$290.00	30.70	\$295.00	\$15,175.50
LEGAL ASSISTANTS	DEPARTMENT		2011 HOURS	2011 HOURLY BILLING RATE	2012 HOURS	2012 HOURLY BILLING RATE	AMOUNT
Denzel Cadet	Litigation		16.40	\$200.00	6.00	\$205.00	\$4,510.00
Phillip Camhi	Litigation		12.50	\$195.00	4.40	\$200.00	\$3,317.50
Abby Foley	Financial Restructuring		6.80	\$185.00	17.20	\$195.00	\$4,612.00
Justine Griffin-Churchill	Litigation		10.80	\$195.00	4.30	\$200.00	\$2,966.00
Patricia Gunn	Corporate		0.00		25.40	\$255.00	\$6,477.00
Melissa Gyure	Litigation		247.00	\$250.00	171.00	\$250.00	\$104,500.00
Brenda R. Kemp	Financial Restructuring		60.30	\$210.00	56.70	\$215.00	\$24,853.50
Jessica Krane	Litigation		6.10	\$195.00	0.00		\$1,189.50
Dagnara Krasa-Berstell	Financial Restructuring		16.60	\$230.00	4.80	\$235.00	\$4,946.00
Jonathan Samper	Financial Restructuring		18.70	\$210.00	19.70	\$215.00	\$8,162.50
Radu Stancut	EDiscovery		8.50	\$225.00	1.80	\$230.00	\$2,326.50
Gregory Strong	EDiscovery		5.50	\$215.00	8.40	\$220.00	\$3,030.50
Charlie Torres	EDiscovery		116.30	\$225.00	118.20	\$230.00	\$53,353.50
TOTAL			2782.35		2872.25		\$2,602,915.25

*This total includes fees for professionals and paraprofessionals who billed less than five (5) hours to these chapter 11 cases, but such fees were excluded from the summary chart. During the Compensation Period, Akin Gump increased the billing rates of substantially all of its timekeepers. This increase is reflected in this Exhibit.

Akin Gump

Strauss Hauer & Feld LLP

TERRESTAR NETWORKS
ATTN: DOUGLAS BRANDON
ONE DISCOVERY SQUARE
12010 SUNSET HILLS ROAD
SUITE 600
RESTON, VA 20190

Invoice Number 1395512
Invoice Date 11/17/11
Client Number 688669
Matter Number 0004

Re: TSC POSTPETITION

FOR PROFESSIONAL SERVICES RENDERED THROUGH 10/31/11 :

MATTER SUMMARY OF TIME BILLED BY TASK :

		<u>HOURS</u>	<u>VALUE</u>
0002	General Case Administration	104.60	\$49,211.00
0003	Akin Gump Fee Application/Monthly Billing Reports	25.10	\$10,001.50
0004	Analysis of Other Professionals Fee Applications/Reports	5.00	\$1,500.00
0008	Court Hearings	12.50	\$4,127.50
0009	Financial Reports and Analysis	3.00	\$1,137.50
0010	DIP, Cash Collateral Usage and Exit Financing	11.10	\$5,549.00
0012	General Claims Analysis/Claims Objections	103.40	\$44,975.00
0017	General Adversary Proceedings/Litigation Matters	16.90	\$6,378.00
0018	Tax Issues	15.20	\$9,028.00
0021	Exclusivity	3.30	\$1,105.50
0022	Plan/Disclosure Statement/Solicitation and Related Documentation	1044.50	\$446,238.50
	TOTAL	1344.60	\$579,251.50

TERRESTAR NETWORKS
Invoice Number: 1395512

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November 17, 2011

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/03/11	SJW	0002 Draft pro hac application (.3).	0.30
10/04/11	SJW	0002 Revise pro hac application (.2).	0.20
10/04/11	EYP	0002 Various communications regarding TSC strategy to S. Schultz.	0.50
10/04/11	EYP	0002 Various case correspondence.	0.50
10/05/11	BRK	0002 Update case calendar.	0.20
10/05/11	EYP	0002 Various correspondence on TSC case.	0.50
10/06/11	ARB	0002 Revise contact list	0.60
10/06/11	SJW	0002 Review numerous communications from TSC team regarding disclosure statement hearing, DIP amendment, and other issues (.3); review of documents in connection with the same (.3).	0.60
10/07/11	SLS	0002 Participate in board call (1.0).	1.00
10/10/11	BRK	0002 Update case calendar.	0.20
10/11/11	JLS	0002 Review motion for reconsideration.	0.30
10/11/11	ARB	0002 Review motion to reconsider order denying appointment of examiner.	1.30
10/11/11	RJD	0002 Review and analyze motion to appoint examiner (.70); Correspondence regarding same (.30)	1.00
10/11/11	SJW	0002 Communications to A. Beane regarding case status and calendar (.2); review Perez motion to appoint examiner (.3).	0.50
10/12/11	DKB	0002 Confer with B. Kemp re transcripts (.1); Review and update transcripts file (.5).	0.50
10/12/11	ARB	0002 Review Perez motion for reconsideration of order denying motion to appoint examiner and analysis of same.	2.20
10/12/11	SJW	0002 Review and revise WIP list and supervise revisions to case calendar (.3); review Perez motion for reconsideration and research regarding the same (.4).	0.70
10/13/11	BRK	0002 Update case calendar.	0.60
10/13/11	DKB	0002 Review and update transcripts file (.6); Confer with B. Kemp re status (.1).	0.70
10/14/11	DKB	0002 Update transcripts file.	0.40
10/14/11	SJW	0002 Attention to task list, case calendar and upcoming agenda items.	0.60
10/14/11	EYP	0002 Various correspondence re: case status.	0.50
10/17/11	SLS	0002 Office conference with S. Woodell regarding case status (.6).	0.60
10/17/11	BRK	0002 Communications to S. Woodell and S. Schultz regarding procedures for filing proposed order.	0.20
10/17/11	BRK	0002 Update case calendar.	0.20
10/17/11	SJW	0002 Review recently filed documents (.2); update case calendar and task list with respect to the same (.2); revise case timeline (.5); office meeting with S. Schultz regarding case timeline and WIP status (.6).	1.50
10/18/11	SLS	0002 Office conference with S. Woodell regarding open case matters (.2); telephone conference with J. Newdeck regarding case status (.6); review motion for reconsideration of examiner motion (.7); telephone call with A. Preis regarding same (.2).	1.70
10/18/11	BRK	0002 Update case calendar.	0.30
10/18/11	JFN	0002 Call with S. Schultz re status (.6); emails re same (.2, .2).	1.00
10/18/11	SJW	0002 Revise case calendar and plan timeline overlay (.3); office conference with S. Schultz regarding the same (.2); draft outline of motion to reconsider examiner motion (3.4); research in connection with the same (2).	5.90
10/18/11	SJW	0002 Correspondence to S. Schultz regarding status of recharacterization motion (.2).	0.20
10/18/11	EYP	0002 Review board minutes.	1.00
10/19/11	SLS	0002 Telephone call with A. Preis regarding general case status (.5); analysis of same (.4).	1.10
10/19/11	BRK	0002 Update case calendar (.2); coordinate for September 21 transcript (.1).	0.30
10/19/11	JFN	0002 Review examiner pleadings.	0.80

TERRESTAR NETWORKS
Invoice Number: 1395512

Page 3
November 17, 2011

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/19/11	DKB	0002 Follow up on ordered transcripts.	0.40
10/19/11	SJW	0002 Draft objection to examiner reconsideration motion.	2.50
10/19/11	EYP	0002 Calls with S. Schultz regarding case status.	0.50
10/20/11	BRK	0002 Research and prepare relevant documents for J. Newdeck.	0.70
10/20/11	BRK	0002 Locate and forward September 19 transcript to S. Woodell.	0.20
10/20/11	JFN	0002 Communications to S. Woodell re case items.	0.20
10/20/11	DKB	0002 Confer with B. Kemp re required transcripts of hearing (.1); Follow up with vendors (.3); Confer with attorney re status (.1).	0.50
10/20/11	EYP	0002 Various calls with stakeholders.	2.00
10/21/11	BRK	0002 Update case calendar.	0.20
10/21/11	JFN	0002 Review examiner pleadings (.7, .8); review upcoming case deadlines (.2).	1.70
10/21/11	EYP	0002 Calls with D. Brandon re: case status.	0.50
10/22/11	JFN	0002 Communications with S. Woodell re examiner motion.	0.10
10/22/11	SJW	0002 Research regarding reconsideration issues (2.5); draft objection to motion for reconsideration of examiner requests (3.7); emails with J. Newdeck regarding the same (.2).	6.20
10/23/11	JFN	0002 Emails re examiner response.	0.20
10/23/11	SJW	0002 Continue drafting objection to motion to reconsider examiner requests (3.7); research in connection with the same (2.8).	6.50
10/24/11	JFN	0002 Review draft examiner response and comment on same (1.1, 2.2); review related pleadings (.8).	4.10
10/24/11	SJW	0002 Review and revise objection to motion for reconsideration per comments of J. Newdeck.	2.20
10/24/11	EYP	0002 Various case correspondence (TSC).	1.00
10/24/11	EYP	0002 Calls with D. Brandon re strategy.	0.60
10/25/11	SLS	0002 Correspondence to J. Sorkin regarding general case matters (.4)	0.40
10/25/11	BRK	0002 Research cases cited in objection to appoint examiner and prepare for attorney review.	1.30
10/25/11	BRK	0002 Confer with D. Krasa-Berstell regarding October 12 transcript.	0.10
10/25/11	JFN	0002 Communications re examiner appeal and review response.	0.60
10/25/11	DKB	0002 Update transcripts file (.5); Confer with B. Kemp re status (.1).	0.60
10/25/11	SJW	0002 Review and revise objection to reconsideration motion (4.9); additional research in connection with same (1.3).	6.20
10/25/11	EYP	0002 Calls internally regarding TSC.	0.50
10/25/11	EYP	0002 TSC case correspondence	1.00
10/26/11	SLS	0002 Review objection to motion to reconsider examiner motion (4.0).	4.00
10/27/11	SLS	0002 Review and revise response to motion to reconsider examiner motion (.7).	0.70
10/27/11	SJW	0002 Revise objection to reconsideration motion per comments of S. Schultz.	3.10
10/27/11	EYP	0002 Call with general counsel (.7) and related correspondence (.3).	1.00
10/27/11	EYP	0002 Various case correspondence re: strategy.	1.00
10/28/11	SLS	0002 Review revised objection to motion to reconsider examiner motion (5.5); office conference with S. Woodell regarding same.	5.70
10/28/11	BRK	0002 Research regarding Perez examiner request.	0.40
10/28/11	SJW	0002 Review and revise objection to reconsideration motion per comments of S. Schultz (3); office conference with S. Schultz regarding the same (.2).	3.20
10/28/11	EYP	0002 Various correspondence and calls re strategy (TSC).	0.50
10/28/11	ALB	0002 Communications with Akin team re reconsideration issues (.2)(.1)(.1).	0.40
10/29/11	JFN	0002 Review revised examiner response and revise same (1.8); communications re same (.2).	1.80
10/29/11	SJW	0002 Review and revise objection to reconsideration motion.	5.30
10/30/11	SLS	0002 Review and revise response to motion to reconsider (1.2); communications with J. Newdeck and S. Woodell regarding same (.3).	1.50
10/30/11	JFN	0002 Various communications re examiner response.	0.40
10/30/11	SJW	0002 Review and revise objection to reconsider motion (2.1); several communications with J. Newdeck and S. Schultz regarding the same	2.30

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		(.2).	
10/30/11	EYP	0002 Review recently filed pleadings on TSC docket.	1.00
10/31/11	SLS	0002 Review and comment on revised objection to motion to reconsider (1.5)	1.50
10/31/11	JFN	0002 Communications re examiner response.	0.20
10/31/11	SJW	0002 Research related to objection to reconsideration motion (.9).	0.90
10/06/11	SJW	0003 Begin to review prebill with respect to task coding.	2.80
10/09/11	SJW	0003 Review and revise prebill with respect to proper task coding and privilege.	4.50
10/10/11	SJW	0003 Review and revise prebill with respect to proper task coding (.8); communication to R. Presa regarding the same (.1).	0.90
10/11/11	SJW	0003 Review prebill with respect to proper task coding and compliance with guidelines.	2.00
10/12/11	ARB	0003 Review monthly invoice for task-coding and redaction purposes (.5) and correspondence to R. Donohue re: same (.2)	0.80
10/13/11	ARB	0003 Review and revise monthly invoice for task-coding and redaction purposes	3.40
10/14/11	ARB	0003 Communication with S. Freeman re: monthly invoice	0.30
10/14/11	SJW	0003 Draft monthly fee statement.	3.50
10/17/11	SJW	0003 Review and revise Akin Gump monthly fee statement.	0.80
10/18/11	SLS	0003 Review monthly fee application and associated exhibits (3.7).	3.70
10/19/11	SJW	0003 Review and revise monthly fee statement.	1.80
10/20/11	BRK	0003 Prepare and file September Monthly fee statement.	0.40
10/20/11	SJW	0003 Finalize fee application with instructions to paralegal for filing.	0.20
10/02/11	SJW	0004 Review Deloitte fee statement and invoice for compliance with court UST requirements.	0.60
10/05/11	BRK	0004 Prepare and file fifth monthly fee application of Deloitte Tax for August.	0.60
10/06/11	SJW	0004 Communications with R. Young regarding Deloitte fee statements (.2).	0.20
10/07/11	SJW	0004 Correspondence with Deloitte regarding monthly fee statements (.2); correspondence to D. Brandon regarding the same (.2).	0.40
10/17/11	SJW	0004 Correspondence to Blackstone (.1) and Deloitte (.1) regarding monthly fee statements; review Weil invoice (.4).	0.60
10/24/11	SJW	0004 Review Deloitte invoice (.4); correspondence to R. Young regarding the same (.1); call with Deloitte regarding the same (.2); follow up correspondence to S. Schultz regarding the same (.1).	0.80
10/26/11	SJW	0004 Review Deloitte revised fee statement.	0.30
10/27/11	BRK	0004 Research filing status and objection deadlines of multiple Blackstone fee statements.	0.80
10/27/11	SJW	0004 Correspondence to S. Schultz regarding Blackstone invoices (.1); communications to B. Kemp regarding filing dates and objection deadlines (.1).	0.20
10/28/11	SJW	0004 Review correspondence from Deloitte regarding monthly fee application (.1); correspondence to S. Schultz regarding the same (.2).	0.30
10/31/11	SJW	0004 Several communications with S. Schultz and Deloitte re September fee application (.2).	0.20
10/06/11	BRK	0008 Assist in preparing and file Notice of Adjournment of hearing.	0.40
10/06/11	ARB	0008 Assist in preparations for October 12 hearing (.6); review prepared hearing binders re: same (.5)	1.10
10/06/11	SJW	0008 Review and revise hearing binder index (.2); supervise preparation of hearing materials (.2); review documents in connection with the same (.8); revise hearing binders with updated information (.4).	1.60
10/07/11	BRK	0008 Draft October 12 agenda letter (.9); prepare and file same (.4).	1.30
10/07/11	ARB	0008 Communication to R. Cohen (.1) and court (.3) re: hearing dates; correspondence with court re: same (.1); review and revise hearing agenda (.8) and supervise filing of same (.2).	1.50
10/07/11	SJW	0008 Correspondence to B. Kemp regarding agenda letter (.1); correspondence to R. Cohen regarding coordination of hearing binders (.1, .1).	0.30

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/10/11	BRK	0008 Coordinate telephonic appearance of S. Schultz regarding October 12 hearing.	0.20
10/10/11	SJW	0008 Review materials for TSC omnibus hearing.	0.50
10/11/11	ARB	0008 Correspondence with court regarding omnibus hearing dates.	0.20
10/11/11	SJW	0008 Assist R. Cohen with preparation for TSC hearing.	0.50
10/11/11	JAS	0008 Correspondence to R. Cohen re agenda of matters scheduled for 10/12 hearing (.1); prepare agendas/make arrangements for delivery to chambers (.3); confirm delivery of agendas and notify attorney (.1)	0.50
10/12/11	SLS	0008 Participate in omnibus hearing (.7).	0.70
10/12/11	ARB	0008 Prepare for hearing (.4) and participate telephonically in same (.5)	1.00
10/12/11	SJW	0008 Assist R. Cohen with preparation of materials for TSC hearing (.4).	0.40
10/12/11	JAS	0008 Pull all documents relevant to 10/12 hearing (.3); develop hearing files for 10/12 hearing (.6); correspondence to R. Cohen re hearing preparation (.1).	1.00
10/13/11	BRK	0008 Retrieve and prepare for hearing.	1.10
10/20/11	SJW	0008 Correspondence to B. Kemp regarding hearing transcripts.	0.20
10/18/11	SLS	0009 Review and comment on MOR (.5).	0.50
10/18/11	SJW	0009 Review and revise monthly operating report (.9); further revise report per comments of S. Schultz (.6).	1.50
10/19/11	SJW	0009 Review Blackstone's revised version of MOR (.4); correspondence with D. Brandon regarding the same (.2).	0.60
10/20/11	BRK	0009 Prepare and file September Monthly Operating Report.	0.40
10/03/11	MR	0010 Coordinate DIP prepayment from 1.4 lease proceeds (0.5); Review R. Testani question with respect to 1.4 Holdings (0.1); correspondence to with J. Im with respect to same (0.4)	1.00
10/04/11	MR	0010 Review history of 1.4 Holdings status under the DIP negotiation (0.3); Correspondence to R. Testani with respect to same (0.2); Research Fifth amendment to Bridge (0.2).	0.70
10/04/11	JJI	0010 Review/analyze credit agreement re: 1.4 Holdings (.6); correspondence with Akin team (.2).	0.80
10/06/11	SLS	0010 Review DIP amendment (.1); communication to J. Im regarding same (.2).	0.30
10/06/11	ARB	0010 Revise draft DIP amendment (.4) and correspondence to preferred shareholders re: same (.2)	0.60
10/06/11	JJI	0010 Revise third amendment to TSC DIP.	0.30
10/07/11	ARB	0010 Correspondence with client re: DIP amendment	0.20
10/07/11	SJW	0010 Review correspondence from J. Im regarding DIP requirements (.1); review several communications from D. Brandon and A. Beane regarding 3rd amendment to DIP (.2).	0.30
10/07/11	JJI	0010 Review TSC DIP re: financials.	0.30
10/11/11	ARB	0010 Correspondence with preferred shareholders regarding DIP amendment.	0.40
10/17/11	SLS	0010 Communication to DIP lender counsel regarding DIP amendment (.1); communication with M. Snyder regarding same (.1).	0.20
10/17/11	SJW	0010 Correspondence to preferreds (.2) and with TSC corporate team (.2) regarding third DIP amendment.	0.40
10/20/11	JFN	0010 Emails re DIP amendment (.2); various calls with S. Woodell and preferreds regarding same (.6); review DIP amendments (.2); call with preferreds regarding same and follow-up (.5).	1.50
10/20/11	SJW	0010 Review 3d DIP amendment (.3); review Weil comments to same (.2); call with J. Newdeck regarding amendment (.2); call with S. Shelley and J. Newdeck re same (.1); follow up work related to DIP amendment (.9); call with J. Newdeck regarding the same (.1); call with M. Snyder regarding the same (.1).	1.90
10/21/11	JFN	0010 Follow up and communications re status of DIP amendment.	0.40
10/22/11	SJW	0010 Review correspondence from J. Im and M. Snyder regarding third DIP amendment.	0.20
10/22/11	JJI	0010 Revise TSC DIP amendment (.3); correspondence regarding TSC DIP	0.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		(.2).	
10/24/11	JFN	0010 Communications re DIP amendment.	0.20
10/24/11	JJI	0010 Coordinate execution of TSC DIP amendment.	0.30
10/25/11	JFN	0010 Communications re DIP Amendment.	0.20
10/26/11	JFN	0010 Emails re DIP amendment.	0.20
10/26/11	JJI	0010 Coordinate closing of third amendment to TSC DIP.	0.20
10/03/11	ARB	0012 Review payments made by company in connection with MDLA (.9); call with company re: same (.2); correspondence with preferred shareholders re: additional Elektrobit documents (.1)	1.30
10/03/11	RAC	0012 Draft TSC Sprint settlement.	1.80
10/04/11	ISD	0012 Review and analysis pending claims and settlements.	0.80
10/04/11	RAC	0012 Draft 9019 motion and stipulation regarding Sprint settlement.	7.40
10/05/11	ISD	0012 Review and analysis of pending claims and settlements.	0.60
10/05/11	RAC	0012 Draft settlement motion and stipulation between TSC and unsecured creditor re litigation and plan.	7.20
10/05/11	ALB	0012 Review and revise TSC Sprint settlement motion and stipulation (1.7)(.6); communications with Akin team re same (.2)(.1)(.1).	2.70
10/06/11	SLS	0012 Office conference with S. Woodell regarding potential claim objections (.4).	0.40
10/06/11	ARB	0012 Revise order re: second omnibus claim objection (.9); prepare correspondence to creditor re: same (.7); email correspondence to creditors re: same (.3); correspondence with GCG re: revised exhibits to same (.2); call with counsel for Van Vlissingen re: claim (.2) and internal correspondence re: same (.1); meet with S. Schultz and S. Woodell re: same (.3)	2.70
10/06/11	SJW	0012 Revise omnibus claims objection exhibits and order (.5); office meeting with S. Schultz regarding outstanding claims (.3); research in connection with the same (.5).	1.30
10/06/11	RAC	0012 Revise and edit TSC settlement motion and stip and circulate same to team.	1.50
10/06/11	EYP	0012 Review and comment on Sprint stipulation and motion (TSC).	2.50
10/07/11	SLS	0012 Correspondence to A. Preis regarding resolution of Sprint claim (.2); call with M. Snyder regarding same (.1).	0.30
10/07/11	RJD	0012 Research in connection with objection to Elektrobit claim (3.20)	3.20
10/08/11	SLS	0012 Review and comment on 9019 to resolve Sprint claim.	0.50
10/09/11	RAC	0012 Review and revise TSC/Sprint settlement motion and stipulation per comments of S. Schultz.	1.40
10/09/11	EYP	0012 Review and correspondence re Sprint stipulation (TSC).	0.40
10/10/11	SLS	0012 Working group call regarding potential objections to Elektrobit claim (1.0); related follow-up call with Akin team (.4); telephone call with M. Snyder regarding resolution of Sprint claim (.2); communications to A. Preis regarding same (.2)	1.80
10/10/11	ARB	0012 Review documents in connection with Elektrobit claim (1.2) and correspondence to client re: same (.1); recreate chronology in connection with same (2.0).	3.40
10/10/11	SJW	0012 Review correspondence from working group regarding Sprint claim (.3).	0.30
10/11/11	SLS	0012 Participate in call with Solus and counsel regarding status of potential settlement (.5); related follow-up correspondence to A. Blaylock regarding same (.1)	0.60
10/11/11	ARB	0012 Revise order for second omnibus claim objection.	0.60
10/11/11	MKC	0012 Confer with litigation team re: costs associated with Sprint claim and call with EchoStar (1.1); review documents and filings re: Sprint claim amounts (0.8); communications to J. Sorkin re: Sprint claim amount issues (0.9).	2.80
10/11/11	JHB	0012 Confer with litigation team regarding Sprint claim (2.0); correspond with litigation team regarding Sprint claim (0.6); Review Sprint claim objection (0.7); review discovery materials produced by Sprint (1.2);	5.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		review settlement outline of Sprint reimbursable costs (0.5).	
10/11/11	ALB	0012 Review sprint comments to stip and 9019.	0.30
10/11/11	JG	0012 Research related to Elektrobitt claim objection.	3.00
10/12/11	SLS	0012 Communications to A. Preis regarding status of Sprint discussions (.4).	0.40
10/12/11	BRK	0012 Prepare and file Notice of Filing Informal Response to Second Omnibus Objection to Proofs of Claim.	0.60
10/12/11	ARB	0012 Revise order re: omnibus claim objection (.2) and correspondence re: same (.1); correspondence to chambers re: same (.2); redact informal responses and prepare same for filing (.6); correspondence re: same (.2); prepare notices of filing in connection with same (.7).	2.00
10/12/11	MAG	0012 Create binder of all briefing filed in connection with TSC claim objection (3.0) Create binder of all documents cited in outline (7.0).	10.00
10/12/11	APM	0012 Research related to Sprint stipulation.	0.30
10/17/11	SJW	0012 Draft letters to equity holders asserting proofs of claim against TSC debtors.	1.50
10/18/11	SLS	0012 Review letter to equity holders regarding claim objections (.5) (.2).	0.70
10/18/11	BRK	0012 Prepare and file Notice of Presentment and proposed Order of protection.	1.10
10/18/11	RJD	0012 Research in connection with objection to Elektrobitt claim (2.30).	2.30
10/18/11	SJW	0012 Review and revise form letters to equity holders.	0.40
10/19/11	JFN	0012 Attention to claims issues.	1.00
10/19/11	SJW	0012 Revise and finalize letters to equity holders.	0.20
10/21/11	JHB	0012 Confer with litigation team regarding legal research projects for Elektrobitt claim objection.	0.50
10/24/11	JLS	0012 Analyze issues in connection with Elektrobitt claim (.3).	0.30
10/24/11	SLS	0012 Communications to A. Preis regarding resolution of Sprint claim (.3).	0.30
10/24/11	MAG	0012 Create binder of Elektrobitt Background Materials re: Claim. (3.0); draft Index and distribute to team re: same (4.0).	4.00
10/24/11	RJD	0012 Research in connection with objection to Elektrobitt claim (1.80)	1.80
10/24/11	RJP	0012 Correspondence to R. Donohue and J. Sorkin regarding research on Elektrobitt claim.	0.70
10/24/11	RS	0012 Correspondence to R. Presa and R. Donohue regarding potentially missing attachments from printed documents placed in binders (.2). Review print logs on E-Discovery database and physical binders (.1). Identify misarranged documents in one group of documents and the missing attachments in the other (.5). Create print set for missing attachments in PDF format and forward for printing and delivery to M. Gyure (.1).	0.90
10/25/11	SLS	0012 Call with Akin working group regarding potential Sprint settlement (.6)	0.60
10/25/11	JR	0012 Chron binder of TSC Oct 21 material and review sets of same in connection with Elektrobitt claim.	4.20
10/25/11	JFN	0012 Call with AG team re settlement issues.	0.60
10/25/11	SJW	0012 Call with Akin working group regarding Sprint settlement and Elektrobitt claim (.6); research related to Elektrobitt claim (.7).	1.30
10/25/11	RJP	0012 Research legal issues in connection w/Elektrobitt claim.	0.60
10/26/11	SJW	0012 Review updated claims register and respond to questions from GCG.	0.50
10/26/11	RJP	0012 Research legal issues in connection w/Elektrobitt claim.	0.80
10/26/11	RJP	0012 Research legal issues in connection w/Elektrobitt claim.	0.10
10/26/11	RJP	0012 Research legal issues in connection w/Elektrobitt claim.	0.20
10/27/11	ISD	0012 Analysis of intercompany claim settlement options.	0.60
10/27/11	RJP	0012 Research legal issues in connection w/Elektrobitt claim.	2.20
10/28/11	ISD	0012 Analysis of Elektrobitt theory on guarantee and cap (1.2); Analysis of interco claim settlement options (1.0).	2.20
10/28/11	JFN	0012 Communications re claims objections.	0.20
10/31/11	ISD	0012 Review of documents and analysis regarding Elektrobitt theory (.5); Analysis of interco claim settlement options (.4).	0.90
10/31/11	JFN	0012 Communications re claims issues.	0.30

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/31/11	RJD	0012 Research and analysis in connection with objection to Elektrobit claim (1.30); Review background materials regarding same (.50); communications with regarding same (1.00); Numerous internal correspondence regarding same (.30, .20, .10).	3.40
10/31/11	RJP	0012 Communications with R. Donohue and J. Bell regarding Elektrobit claim.	0.90
10/31/11	JHB	0012 Communications with R. Donohue regarding Elektrobit claim objection and related research.	1.00
10/02/11	RLW	0017 Research issue re: recharacterization.	4.40
10/04/11	JHB	0017 Review committee correspondence regarding notice of appeal in Sprint adversary proceeding (0.5); confer with litigation team re: same (0.2); review D.C. Circuit oral argument schedule and procedures (0.3); discuss same with J. Sorkin (0.1); research regarding same (0.2).	1.30
10/05/11	JHB	0017 Review authorities regarding extension of time to file appeal of summary judgment in Sprint adversary proceeding (1.5).	1.50
10/11/11	JHB	0017 Review cross-motions for summary judgment in DBSD bankruptcy in connection with TSC research (1.5).	1.50
10/11/11	JEK	0017 Create and assemble key documents file related to Elektrobit litigation and circulate.	3.30
10/28/11	MAG	0017 Create binders of all relevant DBSD briefing re: Motion to Dismiss and distribute to team (4.5).	4.50
10/31/11	JLS	0017 Review and respond to correspondence regarding hearing on recharacterization (.2).	0.20
10/31/11	SJW	0017 Communications with Otterbourg regarding recharacterization adjournment.	0.20
10/03/11	HBJ	0018 Call with S Tarrant re TSC portion of NOL issues (0.3); review notes to prepare for call with Weil re tax issues (0.2).	0.50
10/04/11	HBJ	0018 Correspondence to S Schultz re impact of potential disputed claim settlement on tax issues (.4); call with Weil and Deloitte re tax issues (.5).	0.90
10/05/11	HBJ	0018 Review Deloitte schedules for call; call with Deloitte (S Tarant, M Schneider, Dana), Weil (S Goldring and L Horton) and S Naegel re tax issues (1.4).	1.40
10/05/11	SLN	0018 Participate in NOL update call with H. Jacobson, Deloitte and Weil.	1.40
10/10/11	HBJ	0018 Correspondence regarding tax consequences of proposed Sprint claim settlement to S Schultz.	0.20
10/11/11	HBJ	0018 Correspondence with Deloitte re: tax issues.	1.60
10/11/11	HBJ	0018 Call with C Anderson [Deloitte] re TSC tax issues.	0.20
10/11/11	HBJ	0018 Tax call with Deloitte and Weil.	0.10
10/11/11	SLN	0018 Participate in NOL update call.	1.20
10/13/11	HBJ	0018 Discussions with S Tarrant re 382(l)(6) analysis and claims against TSC.	0.30
10/13/11	SLN	0018 Research pertaining to tax issues.	1.30
10/19/11	HBJ	0018 Various correspondence re tax issues.	0.20
10/19/11	HBJ	0018 Call with L Horton re taxes.	0.20
10/24/11	HBJ	0018 Correspondence with Weil re: tax update.	0.50
10/25/11	SLN	0018 Review updated NOL analysis.	1.30
10/26/11	HBJ	0018 Call with Deloitte, Weil and Kirkland re finalizing tax consequences of Plan.	1.70
10/26/11	SLN	0018 Participate in NOL update call (.7); review -91 regulations re: impact on NOL analysis (.7).	1.40
10/31/11	SLN	0018 Canada tax structure call (.6); follow-up correspondence to H. Jacobson (.2).	0.80
10/31/11	SJW	0021 Draft third motion to extend exclusivity.	3.30
10/01/11	RLW	0022 Document review re: litigation issues.	2.80
10/01/11	ARB	0022 Continue preparing reply to disclosure statement objections	8.40
10/01/11	AJK	0022 Review documents in response to request for production of documents from Elektrobit, Inc.	4.70

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/01/11	CEM	0022 Review documents for privilege and responsiveness in connection with Elektrobitt production.	5.10
10/01/11	RJD	0022 Correspondence with several Akin Gump attorneys regarding Elektrobitt discovery (.50); Manage and supervise discovery response efforts (.50)	1.00
10/01/11	RT	0022 Manage document review for Elektrobitt discovery request re disclosure statement	0.70
10/01/11	JLH	0022 Review documents for potential production in response to Elektrobitt's Request for Production.	2.10
10/01/11	JBC	0022 Review and tag documents for privilege and relevance for Elektrobitt production.	2.10
10/01/11	JBS	0022 Attention to review of revised note term sheet.	0.80
10/02/11	HJP	0022 Review case materials (.2); review documents for production (8.0) in connection with Elektrobitt request.	8.30
10/02/11	AFN	0022 Review documents regarding Elektrobitt objection to disclosure statement.	3.10
10/02/11	JLD	0022 Document review for relevance and privilege to Elektrobitt production.	3.60
10/02/11	ARB	0022 Continue preparing reply to disclosure statement objections	4.50
10/02/11	SJS	0022 Review documents to help prepare document production to Elektrobitt (3.0); summarize tagging methods and identify key documents for additional review for R. Tizravesh (1.2).	4.20
10/02/11	AJK	0022 Review documents in response to request for production of documents from Elektrobitt, Inc.	5.30
10/02/11	CEM	0022 Review documents for privilege and responsiveness for Elektrobitt production.	3.50
10/02/11	RT	0022 Manage document review for Elektrobitt discovery request re disclosure statement	0.40
10/02/11	JLH	0022 Review documents for potential production in response to Elektrobitt's Request for Production.	1.90
10/02/11	SJW	0022 Review memo and research regarding postpetition interest issues.	1.20
10/02/11	JBC	0022 Review and tag documents for privilege and relevance to Elektrobitt production.	0.30
10/03/11	JLS	0022 Review correspondence regarding disclosure statement (.2); Review and respond to correspondence regarding discovery from Elektrobitt (.5); Work on responding to discovery requests (.7).	1.40
10/03/11	SLS	0022 Review and comment on response to objections to disclosure statement (1.8); participate in call with Company advisors regarding note term sheet (.7); office conference with A. Beane regarding response to disclosure statement objections (.2); telephone conference with A. Preis regarding potential plan modifications (.2); research regarding same (.4); review comments from Weil regarding same (.2).	3.50
10/03/11	HJP	0022 Review documents for production in connection with Elektrobitt request.	3.30
10/03/11	JWM	0022 Process documents for attorneys' review	0.70
10/03/11	RLW	0022 Document review re: litigation issues.	4.70
10/03/11	RAT	0022 Participating in conference with working group regarding preliminary comments on term sheet (.2); participating in similar conversation with Akin and Blackstone regarding term sheet comments from Wachtell (.7); reviewing revised draft of term sheet prepared by J. Smith (.9); reviewing draft disclosure statement and DIP structure (1.0).	2.80
10/03/11	ESW	0022 Review documents for relevance and privilege in connection with Elektrobitt request.	3.90
10/03/11	AFN	0022 Review documents regarding Elektrobitt objection to disclosure statement (5.3); draft correspondence to R. Tizravesh regarding same (.2).	5.50
10/03/11	JLD	0022 Review documents for relevance and privilege in connection with Elektrobitt production.	4.70
10/03/11	ARB	0022 Correspondence with Elektrobitt re: call to discuss their objection to disclosure statement (.2); research re: reply (2.7); revise reply (3.2);	7.40

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/03/11	ARB	0022 review Jefferies objection to disclosure statement (1.1); office conference with S. Schultz regarding reply (.2). Review note term sheet (.3); call with Akin and Blackstone teams re: note term sheet (.6); review of shareholders agreement in connection with same (.4)	1.30
10/03/11	SJS	0022 Draft email to R. Tizraves summarizing document review results.	0.40
10/03/11	ACH	0022 Review documents for relevance and privilege in connection with Elektrobite production.	6.20
10/03/11	CT	0022 Prepare case documents for attorney review in connection with Elektrobite production.	3.70
10/03/11	MKC	0022 Review documents for Elektrobite production for relevance and privilege (7.7).	7.70
10/03/11	RJD	0022 Numerous internal correspondence regarding Elektrobite discovery (.20, .30, .50); Manage and supervise discovery response efforts (.80); Review and analyze documents with respect to same (2.30).	4.10
10/03/11	RT	0022 Coordinate with E-Discovery team re status of documents for review re Elektrobite discovery request re disclosure statement (1.5); Manage document review for Elektrobite discovery request re disclosure statement (1.9); Second level reviewed documents re Elektrobite discovery request re disclosure statement (1.1).	4.50
10/03/11	SJW	0022 Participate in conference call with Akin team regarding New TSC Notes (.6); communications to A. Beane regarding the same (.2); review TSC note term sheet and markup sent by Wachtell (.3); review drafts of amended plan and disclosure statement (.8); review documents in connection with TSC notes (.9).	2.80
10/03/11	SJW	0022 Office meeting with K. Prater regarding preparation for disclosure statement hearing (.2); review and revise hearing agenda and hearing binder index for disclosure statement hearing (.5); review filed documents in connection with the same (.4).	0.20
10/03/11	RJP	0022 Review and analyze documents for production to Elektrobite.	4.00
10/03/11	EYP	0022 Call re TSC notes and related correspondence and follow-up.	4.00
10/03/11	JHB	0022 Conduct second-level Elektrobite document review (2.9); confer with teammates regarding second-level review (0.5); correspond with litigation team re: same (0.8).	4.20
10/03/11	JBS	0022 Communication with R. Testani to review term sheet (.1); Teleconference with Akin team and Blackstone to discuss term sheet (.7); Attention to marking up term sheet (.9); Attention to revising T-3 for org structure (.9).	2.60
10/03/11	KR	0022 Review and revise arguments (.8); confer with T. Davidson regarding edits (.2); edit description of transaction and trust in draft reorganization plan (2.1).	3.10
10/04/11	JLS	0022 Review and respond to correspondence regarding communications with Elektrobite's counsel regarding objections (.4); Confer with Akin Gump attorneys regarding issues in connection with objections and discovery (.3); Review and respond to correspondence regarding discovery (.3).	1.00
10/04/11	SLS	0022 Communication to H. Jacobson regarding tax implications of potential plan modifications (.1); review Jefferies disclosure statement objection (1.0); communication to A. Preis regarding disclosure statement hearing (.3); telephone call with D. Danenou regarding same (.2); telephone call with M. Snyder regarding same (.2); telephone call with S. Shelley regarding same (.2); communications to A. Preis and R. Testani regarding notes term sheet (.2); communications to A. Preis regarding terms of notes (.2); participate in call with Elektrobite team regarding disclosure statement (.6); review and comment on reply to disclosure statement objections (1.6).	4.60
10/04/11	SLS	0022 Communication with A. Beane and S. Woodell regarding preparation for hearing on disclosure statement (.3).	0.30

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10/04/11	ISD	0022 Calls w/team re: POR issues (.3) (1.7).	2.00
10/04/11	HJP	0022 Review documents for production in connection with Elektrobite request.	2.50
10/04/11	ILR	0022 Review and mark up draft of stockholders agreement for plan supplement.	1.00
10/04/11	RLW	0022 Document review per J. Sorkin requests.	3.20
10/04/11	RAT	0022 Participating in conference with working group regarding term sheet comments and status of 1.4 Holding spectrum lease subsidiary; reviewing revised draft prepared by J. Smith (.2); reviewing draft disclosure statement and other background documents (2.3).	2.50
10/04/11	ESW	0022 Review documents for relevance and privilege for Elektrobite production.	4.70
10/04/11	AFN	0022 Review documents regarding Elektrobite objection to disclosure statement (2.1); draft correspondence to R. Tizravesb regarding same (.2).	2.30
10/04/11	JLD	0022 Review documents for relevance and privilege in connection with Elektrobite production.	2.50
10/04/11	ARB	0022 Revise chart re: objections to disclosure statement (1.6); revise disclosure statement (3.7); revise plan (1.6); prepare for (1.2) and participate in (.5) call with Elektrobite re: proposed revisions to disclosure statement; related follow-up with Akin team (.3); prepare correspondence to Swarts re: proposed revisions to disclosure statement (.4); revise reply to disclosure statement objections (3.2)	12.50
10/04/11	SJS	0022 Review documents to prepare document production to Elektrobite.	2.70
10/04/11	MAG	0022 Create binders of second level review documents for attorney review per A. Pries (5.0) Create binders of all briefing in the state court actions of all relevant briefing per R. Donohue in preparation for DC meetings (3.0)	8.00
10/04/11	ACH	0022 Review documents for relevance and privilege in connection with Elektrobite production.	5.40
10/04/11	CT	0022 Prepare case documents for attorney review in connection with Elektrobite production.	2.00
10/04/11	AJK	0022 Review documents in response to request for production of documents from Elektrobite, Inc. for relevance and privilege.	3.20
10/04/11	CEM	0022 Review documents for privilege and responsiveness for Elektrobite production.	3.70
10/04/11	MKC	0022 Review documents for Elektrobite production (6.1).	6.10
10/04/11	RJD	0022 Numerous internal correspondence regarding Elektrobite discovery (.30, .30, .30, .10); Manage and supervise discovery response efforts (.90)	1.90
10/04/11	RT	0022 Coordinate with E-Discovery re status of documents for review re Elektrobite discovery request re disclosure statement (1.9); Manage document review for Elektrobite discovery request re disclosure statement (1.8); Second level reviewed documents re Elektrobite discovery request re disclosure statement (2.6)	6.30
10/04/11	SJW	0022 Prepare for call with Elektrobite regarding disclosure statement objection (.4); participate in call with counsel for Elektrobite and TSC team (.6); participate in follow up call and discussions with TSC team (.3); review spectrum lease and amendments (.4); retrieve and distribute requested documents to P. Holleman (.3); correspondence to R. Testani regarding lease and 1.4 Holdings documents (.2); review several communications from Blackstone and TSC team regarding terms of TSC notes (.3); continue work on disclosure statement proffer (3.5); research in connection with disclosure statement reply (2.8).	8.80
10/04/11	JBC	0022 Review documents for relevance and privilege in connection with Elektrobite production.	1.00
10/04/11	EYP	0022 Call with Elektrobite and related follow up.	1.00
10/04/11	EYP	0022 Review updates in TSC proceedings.	3.00
10/04/11	JHB	0022 Review documents related to Elektrobite production (2.5); research privilege under rule 408 of the Federal Rules of Evidence (1.5); confer	4.30

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/04/11	JBS	0022 with litigation team regarding tagging and production of drafts (0.3). Attention to revising Term Sheet and distributing internally (1.8); communication to R. Testani regarding same (.1); Review of DIP and Bridge financing documents and TerreStar 1.4 Holdings LLC Agreement to confirm ability to act as Restricted Sub (.3).	2.20
10/04/11	RS	0022 Communications to R. Tizraves and M. Gyure regarding printing of responsive set of second level reviewed documents (.2); Modify saved search in E-Discovery database, as per C. Torres' request (.2).	0.40
10/05/11	JLS	0022 Review and analyze documents in response to discovery requests (1.5); Confer with Akin Gump attorney regarding discovery responses (.7); Confer with Akin Gump attorneys regarding document review and discovery issues (.8); Phone conference with counsel to Elektrobit regarding discovery (.3); Draft correspondence regarding protective order (.3); Draft correspondence regarding responding to subpoenas (.4); Review proposed changes to protective order (.8); Phone conference with Blackstone regarding discovery issues (.3); Analyze issues regarding discovery (.7).	5.80
10/05/11	SLS	0022 Review Mohawk disclosure statement objection chart (.5); communications with Akin team regarding preparation for disclosure statement hearing (.2); telephone call with Mohawk counsel regarding disclosure statement objections (.4); communications to A. Preis and A. Beane regarding disclosure statement hearing (.2); telephone conference with D. Brandon regarding disclosure statement hearing (.1); telephone conference with CJ Brown regarding disclosure statement hearing (.2); review and comment on communication to the preferreds regarding continuing disclosure statement hearing (.2); telephone call with M. Snyder regarding continuing disclosure statement hearing (.1); telephone conversation with telephone call with J. Liou regarding continuing disclosure statement hearing (.2); communications with M. Taub regarding resolution of disclosure statement objection (.2); analysis of disclosure statement issues (1.2); preparation for disclosure statement hearing (1.3).	4.80
10/05/11	HJP	0022 Review documents for relevance and privilege in connection with Elektrobit production.	5.20
10/05/11	ILR	0022 Communications to D. D'Urso regarding the stockholders agreement.	0.30
10/05/11	RLW	0022 Document review per J. Sorkin requests.	2.90
10/05/11	RAT	0022 Discussing timeline/status internally.	0.10
10/05/11	ESW	0022 Review documents for relevance and privilege in connection with Elektrobit production.	5.10
10/05/11	ARB	0022 Research re: reply to disclosure statement objections (1.7); revise reply (2.4); revise first amended disclosure statement (.4); revise exhibit A (3.3) and exhibit B (2.2) to reply; call with Mohawk re: objection to disclosure statement and proposed responses (.5) and related follow up (.2); correspondence with Mohawk re: same (.2)	10.90
10/05/11	SJS	0022 Review documents to prepare document production to Elektrobit.	3.00
10/05/11	ACH	0022 Review documents for relevance and privilege in connection with Elektrobit production.	5.90
10/05/11	CT	0022 Prepare case documents for attorney review for Elektrobit production.	1.30
10/05/11	MKC	0022 Meet with litigation team re: document review updates (0.7); review documents for Elektrobit production (4.2).	4.90
10/05/11	RJD	0022 Prepare for and participate in team meeting with Akin litigation attorneys regarding Elektrobit discovery (1.10); Manage and coordinate document collection and review (1.80); Review and analyze documents (1.70); Numerous internal correspondence regarding same (.30).	4.90
10/05/11	RT	0022 Coordinate with E-Discovery re status of documents for review re Elektrobit discovery request re disclosure statement (2.4); Manage document review for Elektrobit discovery request re disclosure	8.20

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		statement (2); Second level reviewed documents re Elektrobit discovery request re disclosure statement (2.6); Meeting with litigation team re Elektrobit discovery request re disclosure statement (1.2)	
10/05/11	JBC	0022 Review documents for relevance and privilege in connection with Elektrobit production.	0.40
10/05/11	RJP	0022 Prepare for and participate in team meeting with Akin litigation attorneys (0.8). Manage and coordinate document collection and review for Elektrobit discovery (0.8).	1.60
10/05/11	EYP	0022 Calls with various TSC stakeholders.	1.00
10/05/11	EYP	0022 Call with Mohawk regarding disclosure statement and related follow up.	1.00
10/05/11	EYP	0022 Meet and confer with litigation team.	0.50
10/05/11	JHB	0022 Attend team meeting regarding Elektrobit document review (1.0); review subpoenas of Blackstone (0.4); review relevant documents (0.3); research regarding same (0.2).	1.90
10/05/11	DRC	0022 Make binder of produced documents pertaining to Disclosure Statement for R. Tizraves	1.80
10/05/11	RS	0022 Search E-Discovery database for document review sets in both first and second level review, as per R. Tizraves's request for Elektrobit discovery.	0.30
10/05/11	KR	0022 Review and incorporate comments sent by P. Marchiesiello on Trust Agreement (1.8); communications to T. Davidson regarding description of transaction (.2).	1.00
10/06/11	JLS	0022 Review and analyze documents in response to Elektrobit discovery requests (2.0); Confer w/ Akin Gump attorney re: discovery responses (1.0); Review proposed changes to protective order (.5); Analyze issues re: discovery (.8); Review and respond to correspondence regarding discovery (.2).	4.50
10/06/11	SLS	0022 Communications with Akin team regarding continued disclosure statement hearing (.3); participate in call with Akin team and D. Brandon regarding stockholders' agreement (.5); telephone call with M. Snyder regarding plan supplement documents (.3); review preliminary plan objection (.3); attention to revisions to disclosure statement (1.9).	3.20
10/06/11	ILR	0022 Telephone call with D. Brandon, S. Schultz and others to discuss the stockholders agreement.	0.50
10/06/11	SLN	0022 Review and draft comments to updated disclosure statement with respect to tax issues.	1.80
10/06/11	ESW	0022 Review Elektrobit documents for relevance and privilege.	7.70
10/06/11	AFN	0022 Review second set of documents regarding Elektrobit objection to disclosure statement (3.3); draft correspondence regarding same to R. Tizraves (2).	3.50
10/06/11	DJD	0022 Review shareholder agreement (1.0); communications to I. Rosenblatt regarding shareholder agreement (0.3).	1.30
10/06/11	JLD	0022 Review documents for relevance and privilege in connection with Elektrobit production.	6.70
10/06/11	ARB	0022 Review shareholders agreement to be included in plan supplement (.7) and call with client re: same (.3); internal correspondence re: adjournment of disclosure statement hearing (.4); correspondence to objectors (.2) and GCG (.2) re: same; prepare notice of adjournment (1.1) and call with chambers re: same (.2)	3.10
10/06/11	MAG	0022 Create binders of Second Level Review documents related to Elektrobit production to be produced for attorney review (6.0) Create binders of additional data room documents for J. Sorkin review per R. Presa (4.0) Index data room documents binders (1.0).	11.00
10/06/11	ACH	0022 Review documents for relevance and privilege in connection with Elektrobit production.	6.30
10/06/11	CT	0022 Process case documents related to Elektrobit production for attorney review.	3.70

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/06/11	AJK	0022 Review documents for relevance and privilege in connection with Elektrobitt production.	5.30
10/06/11	CEM	0022 Review documents for relevance and privilege in connection with Elektrobitt production.	8.20
10/06/11	RJD	0022 Manage and coordinate document collection and review in response to Elektrobitt discovery requests (2.10); Numerous internal correspondence regarding same (.30); Numerous internal teleconferences regarding same (.30); Review and analyze documents (1.90) .	4.60
10/06/11	RT	0022 Managed paralegal and E-Discovery re production and final review of documents re Elektrobitt discovery request re disclosure statement (1.5); Manage document review for Elektrobitt discovery request re disclosure statement (.8); Second level reviewed documents re Elektrobitt discovery request re disclosure statement (2.2); Strategized with litigation team re Elektrobitt discovery request re disclosure statement (.8).	5.30
10/06/11	SIW	0022 Office meeting with A. Beane regarding disclosure statement open issues (.4).	0.40
10/06/11	RJP	0022 Manage and coordinate document collection and review in connection with Elektrobitt formal document requests (.8); review and analyze documents in connection with same (1.5); corresp. (0.3) and teleconf. (0.2) w/Blackstone regarding same; liaise w/Akin rediscovery team regarding same (.4).	3.20
10/06/11	EYP	0022 Call regarding shareholders agreement (TSC).	0.50
10/06/11	EYP	0022 Call with counsel to stakeholder regarding Plan (TSC).	0.50
10/06/11	JHB	0022 Review documents for Elektrobitt matter (6.8); correspond with litigation team regarding Elektrobitt document review (0.4); review notice of adjournment of disclosure statement hearing (0.1); review subpoena of 1.4 Holdings by Elektrobitt (0.4).	7.70
10/06/11	DRC	0022 Create binders of disclosure statement production for R. Tizravesh	2.00
10/06/11	RS	0022 Search E-Discovery database for Colbeck email domain name, as per R. Tizravesh's request in connection with Elektrobitt production.	0.10
10/06/11	PJC	0022 Picked up package of eDiscovery materials from Blackstone and prepare for review by AG eDiscovery team.	1.30
10/07/11	JLS	0022 Review and analyze documents in connection with Elektrobitt discovery requests (4.7); Analyze issues in connection with discovery requests (.6); Review and respond to correspondence regarding hearing dates (.2).	5.50
10/07/11	ESW	0022 Review documents for relevance and privilege in connection with Elektrobitt discovery.	2.90
10/07/11	AFN	0022 Review documents regarding Elektrobitt objection to disclosure statement (4.2); draft correspondence regarding same to R. Tizravesh (.2).	4.40
10/07/11	JLD	0022 Review documents for relevance and privilege in connection with Elektrobitt production.	3.60
10/07/11	MAG	0022 Create binders of Second Level review documents to be produced for attorney review per A. Pries (8.0).	8.00
10/07/11	CT	0022 Prepare case documents for Attorney review related to Elektrobitt discovery.	4.80
10/07/11	MKC	0022 Review documents for Elektrobitt production (1.2).	1.20
10/07/11	RJD	0022 Manage and coordinate document collection and review in response to Elektrobitt discovery requests (1.90); Numerous internal correspondence regarding same (.30, .10., 20); Numerous internal teleconferences regarding same (.30, .10); Review and analyze documents (1.50); Review discovery requests and subpoenas served by Elektrobitt (1.10)	5.40
10/07/11	RT	0022 Managed paralegal and E-Discovery re production and final review of documents re Elektrobitt discovery request re disclosure statement (.2); Manage document review for Elektrobitt discovery request re disclosure statement (.9); Second level reviewed documents re Elektrobitt discovery request re disclosure statement (.9); Strategized with litigation team re	3.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/07/11	SIW	0022 Elektrobit discovery request re disclosure statement (1). Review correspondence from J. Swarts and A. Beane regarding proposed revisions to disclosure statement (.2).	0.30
10/07/11	JHB	0022 Review documents for relevance and privilege for Elektrobit matter.	2.50
10/07/11	DRC	0022 Create binders of disclosure statement production for R. Tizraves and prepare for attorney review.	2.30
10/07/11	RS	0022 Assist C. Torres with second level review set document searches within E-Discovery database related to Elektrobit production.	0.20
10/07/11	KR	0022 Review FCC regulatory sections included in draft plan of reorganization.	0.40
10/09/11	AFN	0022 Review documents regarding Elektrobit objection to disclosure statement (3.2); draft correspondence regarding same to R. Tizraves (.2).	3.40
10/09/11	ARC	0022 Review document review memo and review protocol notebook materials for Elektrobit disclosure statement production.	0.50
10/09/11	MKC	0022 Review documents for relevance and privilege in connection with Elektrobit production.	1.90
10/10/11	JLS	0022 Review and analyze documents and issues in connection with Elektrobit discovery responses (2.4); Meeting with Akin Gump attorneys regarding document review and discovery issues (1.0); Prepare for and participate in phone call with counsel to the preferreds regarding discovery issues (1.3); Analyze privilege issues (.7).	5.40
10/10/11	SLS	0022 Numerous communications to A. Preis (.1), A. Beane (.1) (.1) and S. Woodell (.1) regarding plan status.	0.40
10/10/11	TWD	0022 Reviewed and revised Disclosure Statement (1.30); communications to Z. Wittenberg to discuss comments on plan of reorganization (.30); transmit draft of Disclosure Statement to Z. Wittenberg and A.Preis (.10); communication to S. Conway, Z. Wittenberg regarding comments on Disclosure Statement and Plan of Reorganization (.40); email to A. Preis as to whether FCC application discloses trust structure (.20).	2.30
10/10/11	AFN	0022 Review documents regarding Elektrobit objection to disclosure statement.	3.10
10/10/11	ARB	0022 Call with preferred shareholders re: Elektrobit document requests/subpoenas and related privilege issues (1.2).	1.20
10/10/11	ARB	0022 Revise plan and disclosure statement timeline	1.20
10/10/11	SJS	0022 Review documents to prepare document production to Elektrobit.	4.70
10/10/11	MAG	0022 Create binder of all Board of Directors minutes produced with respect to Elektrobit production and search data room for any documents not produced. (12.0).	12.00
10/10/11	CT	0022 Prepare case documents for attorney review with respect to Elektrobit production.	5.10
10/10/11	ARC	0022 Review document review memo and protocol notebook with respect to Elektrobit production.	0.50
10/10/11	CEM	0022 Correspondence to R. Tizraves regarding EB document review (.2); Review documents with respect to Elektrobit production for privilege and responsiveness (3.7).	3.90
10/10/11	MKC	0022 Meet with litigation team re: document review updates and strategy (1.0); review documents for Elektrobit production and draft summary of prior production (5.1).	6.10
10/10/11	RJD	0022 Research issues concerning common interest privilege (1.80); Manage and coordinate document collection and review in response to Elektrobit discovery requests (1.50); Participate in team meeting w/Akin Gump attorneys to discuss Elektrobit discovery requests and responses (.90); Teleconference w/counsel for preferred shareholders (1.20); Follow-up conference w/Akin Gump attorneys regarding Elektrobit discovery (.70).	6.10
10/10/11	RT	0022 Managed document review re Elektrobit discovery request re disclosure statement	3.40
10/10/11	SIW	0022 Communications to S. Schultz and A. Beane regarding revisions to plan	0.50

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		and disclosure statement (.2); follow up correspondence to A. Beane regarding the same (.3).	
10/10/11	SJW	0022 Call with preferred shareholders and working group regarding Elektrobite discovery regarding disclosure statement objection.	1.30
10/10/11	RJP	0022 Participate in team meeting w/Akin attorneys to discuss Elektrobite discovery requests and responses (.9); draft and revise summary of document collection and review activities in connection with same (1.1); participate in teleconf. w/counsel for preferreds (1.2); follow-up conf. w/Akin attorneys regarding Elektrobite discovery (.7).	3.90
10/10/11	EYP	0022 Call with Harbinger counsel re: TSC.	0.30
10/10/11	EYP	0022 Call re Elektrobite discovery requests (1.3); related follow-up (.2)	1.50
10/10/11	JHB	0022 Attend team meeting regarding status of Elektrobite discovery (1.0); review documents for Elektrobite matter (5.6); review common interest case law specific to bankruptcy proceedings (0.7).	7.30
10/10/11	DRC	0022 Prepare Volume 4 of Disclosure Statement Discovery for R. Tizraves.	1.30
10/10/11	PJC	0022 Prepared a Binder of discovery documents re debtors certificates, permits, board meeting minutes etc. in connection with Elektrobite discovery.	5.20
10/11/11	ARB	0022 Revise first amended disclosure statement.	4.30
10/11/11	MAG	0022 Create binder of all Board of Directors minutes produced in connection with Elektrobite discovery (.5); Search data room for any documents not produced. (9.5).	10.00
10/11/11	CT	0022 Prepare case documents for attorney review in connection with Elektrobite discovery.	3.20
10/11/11	MKC	0022 Review documents for Elektrobite production (3.1).	3.10
10/11/11	RJD	0022 Manage and coordinate document collection and review in response to Elektrobite discovery requests (1.50); Numerous internal correspondence regarding same (.30, .10, .20); Numerous internal teleconferences regarding same (.30, .10, .30); Review and analyze documents (1.50)	4.20
10/11/11	RT	0022 Managed document review re Elektrobite discovery request re disclosure statement (3.2); Second level reviewed documents re Elektrobite discovery request re disclosure statement (2.8); Further managed document review re Elektrobite discovery request re disclosure statement (.4).	6.40
10/11/11	JLH	0022 Review documents for potential production in response to Elektrobite's Request for Production.	2.90
10/11/11	RJP	0022 Review and analyze documents in connection w/Elektrobite formal discovery requests (1.3).	1.30
10/11/11	PJC	0022 Prepared a Binder of discovery documents re debtors certificates, permits, board meeting minutes etc. for production to Elektrobite.	3.00
10/12/11	JLS	0022 Review and edit Elektrobite protective order and proposed revisions (1.5); Review and respond to correspondence regarding protective order (.4); Meeting with Akin Gump attorneys regarding document review and discovery issues (1.0); Review and edit discovery responses (.4).	3.30
10/12/11	ISD	0022 Review litigation strategy regarding disclosure statement.	0.60
10/12/11	ARB	0022 Review correspondence from US attorney re: releases in plan and proposed revisions to confirmation order (.3); correspondence to preferred shareholders re: same (.2); research re: same (.2)	0.80
10/12/11	MKC	0022 Meet with litigation team re: responses and objections to Elektrobite discovery requests (1.1); review documents (1.2).	2.30
10/12/11	RJD	0022 Review and analyze documents in connection with Elektrobite discovery (1.90); Prepare for and attend conference with Akin Gump litigation team to discuss responses and objections to Elektrobite discovery (1.50); Related follow-up tasks regarding same (.40); Review draft responses and objections to Elektrobite discovery (1.30); Correspondence with counsel for Elektrobite regarding discovery issues (.30); Correspondence with client regarding Elektrobite discovery issues (.20).	5.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/12/11	RT	0022 Managed document review re Elektrobit discovery request re disclosure statement (3.2); Second level reviewed documents re Elektrobit discovery request re disclosure statement (.6); Further managed document review re Elektrobit discovery request re disclosure statement (.4).	4.20
10/12/11	SJW	0022 Research in connection with Elektrobit discovery.	1.10
10/12/11	RJP	0022 Review and analyze documents in connection w/Elektrobit formal discovery requests (.4); meet w/Akin litigation team to discuss responses and objections to same (1.1) and related follow-up (.2); draft and revise responses and objections to same (1.5).	3.20
10/12/11	EYP	0022 Review of various Elektrobit disclosure statement issues and internal conversations with lit team.	1.00
10/12/11	RS	0022 Prepare documents for attorney review in connection with Elektrobit production as per R. Presa's teleconference request.	0.30
10/12/11	PJC	0022 Prepared a Binder of discovery documents re Elektrobit disclosure statements objections.	3.00
10/13/11	JLS	0022 Review objection to plan.	0.30
10/13/11	JLS	0022 Prepare for and participate in phone call with Blackstone regarding Elektrobit discovery issues (.8); Review and respond to correspondence regarding discovery issues (1.0); Review and edit discovery responses and objections (1.2); Analyze issues regarding discovery (.4); Confer with Akin Gump attorneys regarding discovery issues (.5); Review and analyze documents (.8); Analyze privilege issues (.8); Review revisions to protective order (.5).	6.00
10/13/11	SLS	0022 Participate in call with Blackstone and Akin team regarding Elektrobit disclosure statement discovery (1.0); related follow-up communications with J. Sorkin and A. Preis (.3).	1.30
10/13/11	ILR	0022 Prepare markup of stockholders agreement (1.8); emails to D. D'Urso and Z. Wittenberg regarding same (.2).	2.00
10/13/11	ARB	0022 Review correspondence from US government (.3) and preferred shareholders (.2) re: release language in plan and confirmation order; prepare blackline of proposed language (.4); revise disclosure statement (1.2)	2.20
10/13/11	ARB	0022 Call with Akin and Blackstone teams re: Elektrobit discovery (.7); related follow up with Akin (.1)	0.90
10/13/11	MAG	0022 Print documents produced in response to TSC Elektrobit requests (5.0) Create binders of all documents produced per common interest (4.0) Put in chronological order and create binder sets for team (5.0)	14.00
10/13/11	ML	0022 Prepare case documents for attorneys review in connection with Elektrobit production.	2.00
10/13/11	MKC	0022 Confer with client re: locating documents for Elektrobit production (0.3); review documents for Elektrobit production (1.9); review and comment on responses and objection to Elektrobit discovery requests (0.4).	2.60
10/13/11	RJD	0022 Teleconference with Blackstone regarding Elektrobit discovery (.50); communications to J. Sorkin and R. Presa regarding same (.40); Revise and edit draft responses and objections to Elektrobit (.90); Manage and coordinate document collection and review (2.70); Review and analyze documents in connection with Elektrobit discovery (.90); Correspondence with counsel for Elektrobit regarding discovery issues (.20); Correspondence with client regarding Elektrobit discovery issues (.20); Numerous correspondence with counsel for preferred shareholders regarding Elektrobit discovery (.30).	6.10
10/13/11	RT	0022 Managed document review re Elektrobit discovery request re disclosure statement including develop search parameters, identify key documents, conduct quality control checks, supervise reviewers' tagging, answer questions re documents, maintain files re document review	3.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		process/status, identify relevant documents for printing for review, correspond with TerreStar and Blackstone re documents and files, coordinate with E-Discovery re production integrity.	
10/13/11	JLH	0022 Review documents for potential production in response to Elektrobit's Request for Production.	3.10
10/13/11	RJP	0022 Teleconf. w/Blackstone regarding Elektrobit formal discovery requests (0.5); communications to J. Sorkin and R. Donohue to discuss same (0.4); revise and edit draft and revise responses and objections to Elektrobit (0.7); manage and coordinate document collection and review (0.5); review and analyze documents (0.5).	2.60
10/13/11	RS	0022 Search for responsive document set in second level review binders, within a specific date range, as per R. Presa's request regarding Elektrobit production and provide results to M. Gyure for printing (.5). Process additional electronic documents via eCapture to extract metadata and render to tiff images. Load said processed document set to E-Discovery database under specific binder, as per R. Presa's request (.6).	1.10
10/13/11	JEK	0022 Prepare key documents in connection with Elektrobit production database.	0.70
10/14/11	JLS	0022 Prepare for and participate in phone call with counsel regarding Elektrobit discovery (.9); Prepare for and participate in phone call with Elektrobit's counsel regarding discovery and protective order (1.3); Review and analyze issues in connection with discovery (.7); Analyze cases regarding common interest privilege (.4); follow-up meeting with R. Presa regarding same (.4); Revise and edit protective order (.7); Review and respond to correspondence regarding protective order (.4); Review discovery objections and response (.5).	5.30
10/14/11	SLS	0022 Participate in call with preferreds and Akin teams regarding responding to Elektrobit discovery requests (.3); participate in call with preferreds, Elektrobit and Akin teams regarding same (1.3).	1.60
10/14/11	ARB	0022 Prepare for meet and confer with preferred shareholders and Elektrobit (.4); pre-call with Akin team and preferred shareholders re: same (.3); participate in meet and confer (1.1)	1.80
10/14/11	ARB	0022 Revise first amended plan (1.2); revise first amended disclosure statement (1.4)	2.70
10/14/11	MAG	0022 Prepare and distribute TSC Debtors 1st Elektrobit document production to all counsel for the preferreds (1.0) Create CDs from Ringtail re: same (3.5).	4.50
10/14/11	MAG	0022 Print documents produced in response to TSC Elektrobit requests. (1.0) Create binders of documents produced per common interest (1.0) Put in chronological order and create binder sets for team (1.0).	3.00
10/14/11	CT	0022 Prepare case document for attorney review in connection with Elektrobit production.	2.60
10/14/11	MKC	0022 Participate in meet and confer with counsel from Preferred Stockholders and Elektrobit re: Elektrobit discovery requests (0.9).	0.90
10/14/11	RJD	0022 Participate in meet and confer teleconference with counsel for Elektrobit and counsel for preferred shareholders (1.20); Teleconference with Akin Gump attorneys and counsel for preferreds regarding same (.50); Several communications to J. Sorkin and R. Presa regarding same (.50); Revise and review draft agreed protective order (1.10); Revise and edit draft responses and objections to Elektrobit (.80); Manage and coordinate document collection and review (1.70); Review and analyze documents in connection with Elektrobit discovery (.70).	6.50
10/14/11	RT	0022 Pre-call with litigation team and preferreds re Elektrobit discovery and protective order (.4); Meet and confer re Elektrobit discovery and	1.40

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/14/11	RJP	0022 protective order (1) Review and analyze responses and objections to Elektrobite discovery requests (.3); research common interest privilege (.3); participate in meet and confer w/Akin attorneys, Elektrobite (Sullivan & Worcester), and counsel for preferred shareholders (1.1); participate in conf. call w/Akin attorneys and counsel for preferreds regarding same (.4); follow-up discussion with /J. Sorkin (.4); revise and edit protective order (1.2); manage and coordinate document review and production (.6).	4.30
10/14/11	EYP	0022 Participate in Elektrobite discovery calls (partial).	1.00
10/15/11	EYP	0022 Various correspondence w/Preferreds.	1.50
10/16/11	RJD	0022 Communications to J. Sorkin regarding Elektrobite discovery and draft protective order.	0.30
10/16/11	RJP	0022 Review and analyze documents in connection w/Elektrobite discovery requests.	2.10
10/17/11	JLS	0022 Review and respond to correspondence regarding Elektrobite discovery issues (.3); Review and analyze documents (.5).	0.80
10/17/11	MAG	0022 Create binders of discovery related to Elektrobite (3.0) Create index re: same (1.0).	4.00
10/17/11	CT	0022 Prepare case documents for attorney review in connection with Elektrobite discovery.	4.20
10/17/11	MKC	0022 Confer with litigation team re: Elektrobite production strategy (0.3).	0.30
10/17/11	RJD	0022 Several communications to R. Presa and R. Tizravesh regarding Elektrobite discovery (0.50); Revise and review draft agreed protective order (1.30); Revise and edit draft responses and objections to Elektrobite (.60); Manage and coordinate document collection and review (1.90); Review and analyze documents in connection with Elektrobite discovery (.50).	4.80
10/17/11	RT	0022 Second level reviewed documents re Elektrobite discovery request re disclosure statement (3.3); Managed document review re Elektrobite discovery request re disclosure statement (2.7); Corresponded with TerreStar data extraction team re TerreStar documents re Elektrobite discovery request re disclosure statement (.3); Coordinated with E-discovery re new documents re Elektrobite discovery request re disclosure statement (1.1).	7.40
10/17/11	SJW	0022 Correspondence to A. Blaylock regarding Elektrobite protective order (.2); draft notice of presentment of protective order (.5); call to R. Donohue regarding the same (.1).	0.80
10/17/11	RJP	0022 Correspondence to R. Donohue and R. Tizravesh regarding Elektrobite discovery (0.4); manage and coordinate partner review of documents in connection w/same (0.3).	0.70
10/17/11	EYP	0022 Correspondence with counsel to WGM re plan.	1.90
10/17/11	JHB	0022 Confer with litigation team regarding second level document review in connection with Elektrobite.	0.50
10/18/11	JLS	0022 Review documents in connection with Elektrobite discovery responses and production (.8); Confer with Akin Gump attorneys regarding discovery responses (.5); Review and respond to correspondence regarding document review and production (.4).	1.70
10/18/11	TWD	0022 Communication to Z. Wittenberg as to weather special FCC language needed in corporate governance documents (.30); email to I. Rosenblatt re: same (.30).	0.60
10/18/11	ILR	0022 Prepare markup of stockholders agreement and email to S. Schultz and others (1.2); emails to T. Davidson regarding the stockholders agreement (.3).	1.50
10/18/11	MAG	0022 Create additional binder of documents re: Elektrobite Requests: Responsive Documents Pre-Common Interest and distribute to team (3.0).	3.00
10/18/11	CT	0022 Prepare case documents for attorney review in connection with	4.20

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/18/11	MKC	0022 Elektrobit discovery. Confer with litigation team re: Elektrobit production updates and strategy (0.2); review documents for Elektrobit production (2.3).	2.50
10/18/11	RJD	0022 Review and analyze documents in connection with Elektrobit discovery (1.50); Teleconference with Akin Gump litigation team regarding same (.30); Numerous communications with litigation team regarding same (.30, .30, .30, .10); Numerous internal correspondence regarding same (.20, .30, .20, .10); Manage and coordinate document collection and review (1.30).	5.10
10/18/11	RT	0022 Managed Elektrobit discovery request re disclosure statement including develop search parameters, identify key documents, conduct quality control checks, supervise reviewers' tagging, answer questions re documents, maintain files re document review process/status, identify relevant documents for printing for review, correspond with TerreStar and Blackstone re documents and files, coordinate with E-Discovery re production integrity (2.4); Second level reviewed documents re Elektrobit discovery request re disclosure statement (1.4); Coordinated with paralegals and e-discovery re third level review of documents re Elektrobit discovery request re disclosure statement (1.8); Managed document review re Elektrobit discovery request re disclosure statement (2.2).	7.80
10/18/11	SJW	0022 Correspondence to J. Newdeck regarding disclosure statement open issues (.3); office conference with K. Prater regarding plan timeline and upcoming tasks (.3).	0.60
10/18/11	SJW	0022 Correspondence to Chambers regarding protective order (.2).	0.20
10/18/11	RJP	0022 Review and analyze documents in connection w/Elektrobit discovery requests. (1.2); communications with Akin litigation team regarding same (.2).	1.40
10/18/11	JHB	0022 Confer with litigation team regarding second level document review in connection with Elektrobit.	0.40
10/18/11	RS	0022 Oversee completion of document printing, as per C. Torres' request in connection with Elektrobit discovery, and deliver said documents to M. Gyure.	0.20
10/19/11	JLS	0022 Review and analyze documents in response to Elektrobit document requests.	2.50
10/19/11	SLS	0022 Review revised disclosure statement exhibits (.8); participate in Akin/Blackstone call regarding same (.4); review and revise disclosure statement (.5).	1.70
10/19/11	GS	0022 Searched and processed electronic mail and loaded into database for attorney review in connection with Elektrobit document production.	1.10
10/19/11	JFN	0022 Call re disclosure statement issues and follow up (.7); review chart re DS objections (.3).	1.00
10/19/11	MAG	0022 Create binder of documents that are in the second-level review binders and tagged responsive, hot, or question; and before and including December 1, 2010 per R. Tizraves in connection with Elektrobit discovery (6.0).	6.00
10/19/11	CT	0022 Prepare case documents for attorney review in connection with Elektrobit discovery.	3.40
10/19/11	MKC	0022 Review documents for Elektrobit requests for production (0.3).	0.30
10/19/11	RJD	0022 Review and analyze documents in connection with Elektrobit discovery request (.70); Correspondence to counsel for preferred shareholders regarding document collection in response to Elektrobit discovery requests (.30); Correspondence to Blackstone regarding Elektrobit discovery (.30); Numerous internal correspondence regarding same (.10, .30, .20, .10); Manage and coordinate document collection and review (1.10).	3.10
10/19/11	RT	0022 Managed document review re Elektrobit discovery request re disclosure	5.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		statement including develop search parameters, identify key documents, conduct quality control checks, supervise reviewers' tagging, answer questions re documents, maintain files re document review process/status, identify relevant documents for printing for review, correspond with TerreStar and Blackstone re documents and files, coordinate with E-Discovery re production integrity (2.9); Second level reviewed documents re Elektrobite discovery request re disclosure statement (1.9); Coordinated with paralegals and e-discovery re third level review of documents re Elektrobite discovery request re disclosure statement (.7).	
10/19/11	SJW	0022 Prepare for call with working group and Blackstone re disclosure statement exhibits (.4); participate in same (.4); review and revise disclosure statement per comments of S. Schultz (2.2).	3.00
10/19/11	RJP	0022 Review and analyze documents in connection w/Elektrobite discovery request (.9); corresp. to/Weil regarding document collection in response to Elektrobite discovery requests (.2); review and revise summary of Debtor's document collection activities (.5); teleconf. (.2) and email corresp. (.3) to Blackstone regarding email searches; teleconf. (.3) and email corresp. (.3) to C. Torres regarding same; multiple communications to (.2), (.1) (.4), (.1) R. Tizraresh, R. Donohue and J. Sorkin to regarding responses and document review; problem-solve, manage and coordinate partner review of documents in connection w/same (0.6).	3.90
10/19/11	EYP	0022 Various calls with Preferreds	3.00
10/19/11	EYP	0022 Call regarding disclosure statement with Blackstone.	0.50
10/20/11	JLS	0022 Review and analyze documents in response to Elektrobite discovery requests.	0.90
10/20/11	SLS	0022 Communications to A. Preis regarding revisions to plan and disclosure statement (.3).	0.30
10/20/11	GS	0022 Searched and processed electronic mail and loaded into database for attorney review in connection with Elektrobite document review.	4.40
10/20/11	JFN	0022 Various emails re status of disclosure statement.	0.20
10/20/11	MAG	0022 Create binder of documents that were not included in original search due to Tiff issues (4.0) Run searches in Ringtail re: same for Elektrobite production (3.0).	7.00
10/20/11	CT	0022 Prepare case documents for attorney review in connection with Elektrobite discovery.	3.80
10/20/11	RJD	0022 Review and analyze documents in connection with Elektrobite discovery (2.10); Numerous internal conferences with Akin Gump litigation team regarding same (.30, .20, .20); Numerous communications with J. Sorkin regarding same (.30, .30, .10); Numerous internal correspondence regarding same (.10, .30, .20, .10); Manage and coordinate document collection and review (1.50).	5.60
10/20/11	RT	0022 Managed document review re Elektrobite discovery request re disclosure statement including develop search parameters, identify key documents, conduct quality control checks, supervise reviewers' tagging, answer questions re documents, maintain files re document review process/status, identify relevant documents for printing for review, correspond with TerreStar and Blackstone re documents and files, coordinate with E-Discovery re production integrity.	2.10
10/20/11	RJP	0022 Teleconference w/Blackstone regarding discovery and follow-up email (.2); communications to C. Torres to check status of document pull (.1).	0.30
10/20/11	RJP	0022 Review and analyze documents in connection w/Elektrobite discovery requests.	0.20
10/20/11	RJP	0022 Review and analyze documents in connection w/Elektrobite discovery requests.	0.40
10/20/11	EYP	0022 Several communications with working group regarding Elektrobite	0.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/20/11	RS	0022 discovery issues. Search E-Discovery database for non-tiff rendered documents in connection with Elektrobit discovery and compare results with C. Torres.	0.20
10/20/11	JG	0022 Document retrieval in connection with Elektrobit discovery.	0.80
10/21/11	JLS	0022 Review and analyze documents and Elektrobit discovery issues (1.1); Confer w. Akin Gump attorneys regarding discovery issues (.5); Review and respond to correspondence regarding discovery issues (.3).	1.90
10/21/11	MAG	0022 Create binders of documents that are in the second-level review binders tagged responsive, hot, or question; and before and including December 1, 2010 per R. Tizraves (3.5) Cross check document binders with recently added Tiff. images to insure a complete set, per J. Sorkin and R. Donohue (5.0)	8.50
10/21/11	CT	0022 Prepare case documents for attorney review in connection with Elektrobit discovery.	4.10
10/21/11	MKC	0022 Meet with litigation team re: Elektrobit production updates and strategy (0.7).	0.70
10/21/11	RJD	0022 Review and analyze documents in connection with Elektrobit discovery (3.10); communications to J. Sorkin regarding same (.30, .20, .10); Numerous internal correspondence regarding same (.20, .30, .20, .10); Manage and coordinate document collection and review (1.80).	6.30
10/21/11	RT	0022 Managed document review re Elektrobit discovery request re disclosure statement (2.2); Meeting with litigation team re document review re Elektrobit discovery request (.8).	3.00
10/21/11	SJW	0022 Correspondence to S. Schultz regarding disclosure statement issues (.2); communication to A. Beane regarding the same (.3).	0.50
10/21/11	RJP	0022 Team meeting with litigation team to discuss document review.	1.00
10/21/11	EYP	0022 Calls with Preferreds re: settlement issues.	1.00
10/21/11	JHB	0022 Confer with litigation team regarding second level document review in connection with Elektrobit.	0.70
10/21/11	JG	0022 Assist with document review in connection with Elektrobit discovery.	5.00
10/24/11	JLS	0022 Review and analyze documents in response to document production in connection with Elektrobit discovery (1.0); Review and respond to correspondence regarding document production and discovery issues (.3).	1.30
10/24/11	MAG	0022 Review all tiff images re: second review documents and compare to previously made document review binders in connection with Elektrobit discovery.	4.00
10/24/11	CT	0022 Prepare case documents for attorney review in connection with Elektrobit discovery.	3.40
10/24/11	MKC	0022 Review documents for Elektrobit production (3.6).	3.60
10/24/11	RJD	0022 Review and analyze documents in connection with Elektrobit discovery (2.80); Numerous communications to J. Sorkin regarding same (.20, .20, .10); Numerous internal correspondence regarding same (.20, .30, .10, .10); Manage and coordinate document collection and review (1.50).	5.50
10/24/11	RT	0022 Managed document review re Elektrobit discovery request re disclosure statement (2.2); Third level reviewed documents re Elektrobit discovery request re disclosure statement (1).	3.20
10/24/11	RJP	0022 Communications with R. Donohue and C. Torres regarding document review (.2); review and analyze documents in response to Elektrobit discovery requests (1.0).	1.20
10/24/11	EYP	0022 Call with D. Dandeneau regarding disclosure statement issues.	0.60
10/24/11	EYP	0022 Communications to S. Schultz regarding plan and disclosure statement.	0.40
10/24/11	JHB	0022 Review documents in connection with Elektrobit production.	0.50
10/24/11	DRC	0022 Organize and prepare Elektrobit Discovery binders.	0.30
10/25/11	JLS	0022 Review and respond to correspondence regarding Elektrobit discovery issues (.5); Review and analyze documents in response to discovery	3.20

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		requests (1.5); Meeting with Akin Gump attorneys regarding document production and discovery issues (.7).	
10/25/11	ILR	0022 Emails to D. D'Urso and S. Schultz regarding status of stockholder agreement.	0.30
10/25/11	MAG	0022 Organization and preparation of all discovery binders in connection with Elektrobite discovery (4.0); Confer with E-Discovery re printing issues (.50); Correct all hard copy printing issues (match parent documents with attachments) for all volumes of all documents binders printed to date (5.5).	10.00
10/25/11	CT	0022 Prepare case documents for attorney review in connection with Elektrobite discovery.	4.70
10/25/11	MKC	0022 Meet with litigation team re: Elektrobite production updates and strategy (0.6).	0.60
10/25/11	RJD	0022 Correspondence to counsel for preferred shareholders regarding Elektrobite discovery (.30); Correspondence to Blackstone regarding Elektrobite discovery (.30); Review and analyze documents in connection with Elektrobite discovery (2.30); Numerous communications to J. Sorokin regarding same (.30, .20, .10); Numerous internal correspondence regarding same (.20, .20, .20, .10); Manage and coordinate document collection and review (1.30).	5.80
10/25/11	RT	0022 Managed document review re Elektrobite discovery request re disclosure statement (4.9); Third level reviewed documents (.5).	5.40
10/25/11	RJP	0022 Review and analyze documents in connection with Elektrobite discovery requests.	0.20
10/25/11	RJP	0022 Correspondence to R. Donohue and R. Tizravesh regarding document collection issues (.4); teleconf. and follow-up email corresp. w/K. Castaldi (Blackstone) regarding same (.3); review and analyze documents in response to Elektrobite discovery requests (.2).	0.90
10/25/11	RJP	0022 Litigation team meeting to discuss response to Elektrobite discovery requests and document review and production.	0.70
10/25/11	RJP	0022 Review and analyze documents in connection with Elektrobite discovery requests (1.3); liaise w/e-Discovery re: document production (.2) and follow-up email (.4).	1.90
10/25/11	RJP	0022 Review and analyze documents in connection w/Elektrobite discovery requests (1); communications to C. Torres and R. Tizravesh to discuss document collection issues (.3).	2.30
10/25/11	RJP	0022 Work w/M. Gyure to manage/coordinate partner document review.	0.40
10/25/11	EYP	0022 Review and analysis of issues in connection with Elektrobite discovery.	2.50
10/25/11	EYP	0022 Calls with Blackstone regarding disclosure statement exhibits.	1.00
10/25/11	JHB	0022 Attend team meeting regarding document productions to Elektrobite (0.8); communications with R. Presa regarding document review (0.2); review documents (5.2).	6.20
10/25/11	DRC	0022 Prepare and organize documents together in 10/21/11 Elektrobite production.	4.50
10/25/11	RS	0022 Provide Excel reports listing binder print requests of previous week, as per M. Gyure's request (.1); correspondence to R. Presa regarding methods of providing access to documents to co-counsel prior to production (.1).	0.20
10/25/11	JLC	0022 Organize case documents in connection with Elektrobite discovery.	1.60
10/25/11	KR	0022 Review revised pro forma documents forwarded by T. Davidson.	0.40
10/26/11	JLS	0022 Review and respond to correspondence regarding protective order for Elektrobite production (.2); Review and respond to correspondence regarding document production and discovery issues (.7); Review and analyze documents and discovery issues (1.3).	2.20
10/26/11	SLS	0022 Office conference with S. Woodell regarding Elektrobite disclosure statement objection (.3); communication with preferreds regarding same (.1); telephone call with M. Snyder regarding Elektrobite discovery	0.90

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		response (.2); telephone call with S. Shelley regarding same (.2); communication to A. Preis regarding disclosure statement hearing (.1).	
10/26/11	ISD	0022 Review disclosure statement timing issues.	0.40
10/26/11	JFN	0022 Email with working group re disclosure statement objection resolution language.	0.20
10/26/11	MAG	0022 Create binders for TSC litigation team of all Board Meeting Minutes that have not been produced to date (4.0) Searches in TSC and TSN Ringtail databases re: same (3.0).	7.00
10/26/11	RJD	0022 Correspondence to counsel for preferred shareholders regarding Elektrobite discovery (.30); Review and analyze documents in connection with Elektrobite discovery (2.70); Numerous communications with J. Sorkin regarding same (.20, .20, .10); Numerous internal correspondence regarding same (.20, .20, .10); Manage and coordinate document collection and review (1.10).	5.10
10/26/11	RT	0022 Managed document review re Elektrobite discovery request re disclosure statement (2); Third level reviewed documents (1.8).	3.80
10/26/11	SJW	0022 Communication with Chambers regarding presentment of protective order (.1); email to litigation team regarding the same (.1).	0.20
10/26/11	SJW	0022 Review disclosure statement and prepare documents for review by Elektrobite in connection with disclosure statement objection (.3); revise reply charts to disclosure statement objections (1.4); review and revise disclosure statement (.8); office conference with S. Schultz regarding Elektrobite objection (.3).	2.80
10/26/11	SJW	0022 Coordinate service of protective order with GCG (.2); correspondence to B. Kemp regarding service lists (.3).	0.50
10/26/11	RJP	0022 Communications to C. Torres and R. Stancut regarding document production (.2); corresp. to R. Donohue re: same (.2).	0.30
10/26/11	RJP	0022 Multiple communications to C. Torres and R. Stancut regarding document production (.1), (.1); review and analyze document in connection with Elektrobite discovery requests (.2).	0.40
10/26/11	RJP	0022 Manage and coordinate production of documents to preferred shareholders (.3); review and analyze documents in connection with Elektrobite discovery (2.3); calls w/G. Capone and Frank Greese (Weil) regarding document production (.1), (.2); call w/Weil regarding same (.2).	3.10
10/26/11	RJP	0022 Manage and coordinate production of documents to preferred shareholders--multiple calls w/eDiscovery (.2), (.1), (.1); multiple communications to R. Donohue (.1), (.2).	0.20
10/26/11	RJP	0022 Communications with R. Stancut regarding document production (.2); review and analyze documents (.4).	0.60
10/26/11	EYP	0022 Call with WGM re outstanding issues.	1.00
10/26/11	EYP	0022 Various correspondence internally regarding Elektrobite document production.	0.50
10/26/11	RS	0022 Search E-Discovery database for responsive document set to be posted on FTP for attorney review, as per R. Presa's request in connection with Elektrobite discovery (.2); correspondence to C. Torres to confer on results and resolve any discrepancies (.1); search resulting set for specific date range and forward results to R. Presa (.5); communication to R. Presa regarding newly delivered Blackstone emails and processing specifications (.2).	1.00
10/26/11	JG	0022 Retrieve and organize documents in connection with Elektrobite discovery.	1.00
10/27/11	JLS	0022 Review and analyze documents in response to Elektrobite discovery requests (1.8); Confer with Akin Gump attorneys regarding discovery issues (.6); Draft correspondence regarding discovery issues (.3).	2.70
10/27/11	SLS	0022 Communications to J. Sorkin and A. Preis regarding Elektrobite production (.4); review revised disclosure statement pages (.7);	1.30

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
10/27/11	MAG	0022 communications to S. Woodell regarding same (.2).	8.00
10/27/11	CT	0022 Search TSC Ringtail database for all images that require tifying and prepare same for review in connection with Elektrobite discovery.	2.60
10/27/11	RJD	0022 Prepare case documents for attorney review in connection with Elektrobite discovery.	6.80
10/27/11	SJW	0022 Review and analyze documents in connection with Elektrobite discovery (3.60); Numerous communications to J. Sorkin regarding same (.30, .20, .10); Numerous internal correspondence regarding same (.20, .20, .10, .10, .10); Manage and coordinate document collection and review (1.70); Correspondence to counsel for preferred shareholders regarding Elektrobite discovery (.30).	1.60
10/27/11	RJP	0022 Communications to S. Schultz regarding disclosure statement insert (.2); correspondence with Blackstone regarding the same (.2); call with T. Martin regarding the same (.1); review and revise disclosure statement (1.1).	5.10
10/27/11	EYP	0022 Numerous calls (.1), (.1), (.1) and corresp. (.2), (.1) w/eDiscovery regarding document collection/production; review and analyze documents (4.2); communications (.1), (.2) w/R. Donohue regarding same.	1.00
10/27/11	JHB	0022 Various review of Preferred Shareholder issues.	4.60
10/28/11	JLS	0022 Review documents in connection with Elektrobite (4.0); discuss questions regarding documents with litigation team (0.3); correspond with litigation team regarding same (0.3).	2.50
10/28/11	SLS	0022 Prepare for and participate in phone call with Akin Gump attorneys and attorneys for preferreds regarding Elektrobite discovery issues (1.7); Confer with Akin Gump attorneys regarding discovery issues and case strategy (.7); Draft correspondence to counsel for Elektrobite regarding discovery (.1)	1.60
10/28/11	MAG	0022 Telephone call with preferreds and professionals counsel regarding response to disclosure statement discovery requests (1.1); related follow-up discussion with Akin team (.5).	3.00
10/28/11	CT	0022 Update Discovery binders with respect to comments of preferreds (3.0).	3.90
10/28/11	RJD	0022 Prepare case documents for attorney review in connection with Elektrobite discovery.	7.10
10/28/11	SJW	0022 Review and analyze documents in connection with Elektrobite discovery (2.80); Extensive internal correspondence regarding same (.30, .20, .30, .10, .20); Manage and coordinate document collection and review in preparation for rolling document production (1.90); Correspondence to counsel for preferred shareholders regarding Elektrobite discovery (.30); Teleconference with counsel for preferred shareholders regarding same (1.30).	4.70
10/28/11	RJP	0022 Correspondence to R. Presa regarding call re Elektrobite discovery issues (.2); revise plan and disclosure statement (3.3); call with preferreds regarding EB discovery issues (1.2).	5.40
10/28/11	EYP	0022 Participate in teleconf. w/Preferreds regarding Elektrobite discovery (1.2); follow-up call w/Akin attorneys (0.6); review and analyze documents in connection w/Elektrobite discovery requests (2.6); numerous communications w/eDiscovery regarding same (.1), (.2), (.1); teleconf. (.2) and corresp. to (.1) Blackstone regarding email collection in connection w/same; communications w/R. Donohue regarding same (.3).	1.00
10/28/11	JHB	0022 Call re Elektrobite discovery.	3.80
10/30/11	RJP	0022 Review documents for Elektrobite production (2.5); conference call with counsel for preferreds regarding Elektrobite discovery (1.3).	2.10
10/31/11	JLS	0022 Review and analyze documents in connection w/Elektrobite discovery requests.	1.00
		0022 Review and respond to correspondence regarding Elektrobite document	

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		production (.5); Confer with Akin Gump attorneys regarding discovery issues in connection with document production (.5).	
10/31/11	SLS	0022 Communications with J. Sorkin and A. Preis regarding document production to Elektrobit (.5).	0.50
10/31/11	ISD	0022 Review disclosure statement timing issues.	0.30
10/31/11	JFN	0022 Communications with working group regarding disclosure statement hearing and objection.	0.40
10/31/11	CT	0022 Prepare case documents in connection with Elektrobit discovery.	5.20
10/31/11	RJD	0022 Review and analyze documents in connection with Elektrobit discovery (1.70); Numerous communications to J. Sorkin regarding same (.10, .20, .10); Numerous internal correspondence regarding same (.30, .20, .30); Manage and coordinate document collection and review in preparation for rolling document production (1.70); Correspondence to counsel for preferred shareholders regarding Elektrobit discovery (.30); Teleconferences with counsel for preferred shareholders regarding same (.10, .10, .10).	5.20
10/31/11	RT	0022 Communications with R. Presa and R. Donohue re document production re Elektrobit discovery request re disclosure statement (.2); Managed document review re Elektrobit discovery request re disclosure statement (.8); Reviewed documents of One Dot Four and LightSquared re Elektrobit discovery request re disclosure statement (.6); Drafted summary of documents produced by One Dot Four and Lightsquared re Elektrobit discovery request re disclosure statement (.2).	1.80
10/31/11	SJW	0022 Correspondence with GCG regarding solicitation issues (.2).	0.20
10/31/11	RJP	0022 Communications to C. Torres regarding document production.	0.20
10/31/11	RJP	0022 Review and analyze documents in connection w/Elektrobit discovery requests (3.2); call w/J. Liou (Weil) regarding same (.1); communication to S. Woodell regarding same (.1); numerous communications w/R. Donohue (.3), (.1) and R. Tizraves (2) regarding production; Numerous communications (.1), (.1) w/C. Torres and draft corresp. to eDiscovery (.2), (.1) regarding same.	4.50
10/31/11	EYP	0022 Review of examiner pleading.	0.50
10/31/11	EYP	0022 Calls with WGM re discovery.	1.00
10/31/11	EYP	0022 Various case correspondence and correspondence re Elektrobit discovery.	1.50
10/31/11	RS	0022 Various discovery issues in connection with Elektrobit production including render problem documents to tiff images outside of E-Discovery database, as per C. Torres' request (); up load said tiff images into E-Discovery database in anticipation of print request by R. Presa (); create PDF file print set, with branded bates numbers and sorted in chronological order by parent email, as per R. Presa's request, and place on network to print and deliver to M. Gyure's attention ().	2.60
Total Hours			1344.60

TIMEKEEPER TIME SUMMARY:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
T W DAVIDSON	2.90 at	\$705.00 =	\$2,044.50
H B JACOBSON	7.80 at	\$740.00 =	\$5,772.00
I S DIZENGOFF	8.40 at	\$975.00 =	\$8,190.00
R A TESTANI	5.40 at	\$910.00 =	\$4,914.00
D J D'URSO	1.30 at	\$740.00 =	\$962.00
J L SORKIN	60.00 at	\$650.00 =	\$39,000.00
S L SCHULTZ	55.20 at	\$700.00 =	\$38,640.00
A PREIS	50.20 at	\$700.00 =	\$35,140.00

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<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
I L ROSENBLATT	5.60	at	\$650.00	=	\$3,640.00
K REINDL	4.90	at	\$560.00	=	\$2,744.00
H J PELLEGRINO	19.30	at	\$560.00	=	\$10,808.00
J F NEWDECK	17.50	at	\$625.00	=	\$10,937.50
M RU	1.70	at	\$585.00	=	\$994.50
A C HILL	23.80	at	\$520.00	=	\$12,376.00
R L WILSON	18.00	at	\$480.00	=	\$8,640.00
S L NAEGEL	9.20	at	\$440.00	=	\$4,048.00
E S WALDEN	24.30	at	\$440.00	=	\$10,692.00
A F NEWMAN	25.30	at	\$440.00	=	\$11,132.00
A R BEANE	86.80	at	\$400.00	=	\$34,720.00
S J STREET	15.00	at	\$400.00	=	\$6,000.00
A J KANE	18.50	at	\$360.00	=	\$6,660.00
A R CASILLAS	1.00	at	\$335.00	=	\$335.00
C E MULLIN	24.40	at	\$360.00	=	\$8,784.00
M K CROSS	47.60	at	\$400.00	=	\$19,040.00
R J DONOHUE	122.80	at	\$535.00	=	\$65,698.00
R TIZRAVESH	87.40	at	\$460.00	=	\$40,204.00
J L HEDRICK	10.00	at	\$440.00	=	\$4,400.00
S J WODELL	118.10	at	\$335.00	=	\$39,563.50
R A COHEN	19.30	at	\$360.00	=	\$6,948.00
J B CAPEHART	3.80	at	\$335.00	=	\$1,273.00
R J PRESA	69.10	at	\$360.00	=	\$24,876.00
J J IM	2.40	at	\$510.00	=	\$1,224.00
J H BELL	55.40	at	\$535.00	=	\$29,639.00
A L BLAYLOCK	3.40	at	\$550.00	=	\$1,870.00
A P MARKS	0.30	at	\$360.00	=	\$108.00
J B SMITH	5.60	at	\$535.00	=	\$2,996.00
J L DECKER	21.10	at	\$290.00	=	\$6,119.00
J W MA	0.70	at	\$235.00	=	\$164.50
G STRONG	5.50	at	\$215.00	=	\$1,182.50
C TORRES	65.90	at	\$225.00	=	\$14,827.50
M LEONARD	2.00	at	\$215.00	=	\$430.00
R STANCUT	7.50	at	\$225.00	=	\$1,687.50
B R KEMP	11.80	at	\$210.00	=	\$2,478.00
J RAJKOWSKI	4.20	at	\$250.00	=	\$1,050.00
D KRASA-BERSTELL	3.10	at	\$230.00	=	\$713.00
M A GYURE	149.50	at	\$250.00	=	\$37,375.00
D R CADET	12.20	at	\$200.00	=	\$2,440.00
J L CUATT	1.60	at	\$205.00	=	\$328.00
J E KRANE	4.00	at	\$195.00	=	\$780.00
P J CAMHI	12.50	at	\$195.00	=	\$2,437.50
J A SAMPER	1.50	at	\$210.00	=	\$315.00
J GRIFFIN-CHURCHILL	9.80	at	\$195.00	=	\$1,911.00

Current Fees

\$579,251.50

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Computerized Legal Research - Other	\$524.08
Computerized Legal Research - Westlaw	\$2,967.06
Courier Service/Messenger Service- Off Site	\$67.93
Document Retrieval	\$1.12
Duplication - In House	\$10,725.00

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Meals - Business	\$35.84
Meals (100%)	\$182.73
Audio and Web Conference Services	\$13.62
Telephone - Long Distance	\$30.00
Travel - Ground Transportation	\$435.47
Travel - Lodging (Hotel, Apt, Other)	\$311.72
Travel - Train Fare	\$20.00

Current Expenses	<u>\$15,314.57</u>
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Total Amount of This Invoice	\$594,566.07
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Akin Gump
Strauss Hauer & Feld LLP

TERRESTAR NETWORKS
ATTN: DOUGLAS BRANDON
ONE DISCOVERY SQUARE
12010 SUNSET HILLS ROAD
SUITE 600
RESTON, VA 20190

Invoice Number 1400421
Invoice Date 12/16/11
Client Number 688669
Matter Number 0004

Re: TSC POSTPETITION

FOR PROFESSIONAL SERVICES RENDERED THROUGH 11/30/11 :

MATTER SUMMARY OF TIME BILLED BY TASK :

	<u>HOURS</u>	<u>VALUE</u>
0002 General Case Administration	108.10	\$47,552.50
0003 Akin Gump Fee Application/Monthly Billing Reports	32.50	\$13,608.50
0004 Analysis of Other Professionals Fee Applications/Reports	13.10	\$4,068.00
0006 Retention of Professionals	0.20	\$42.00
0008 Court Hearings	63.90	\$27,504.50
0009 Financial Reports and Analysis	2.70	\$817.00
0010 DIP, Cash Collateral Usage and Exit Financing	0.50	\$350.00
0012 General Claims Analysis/Claims Objections	260.90	\$119,617.50
0017 General Adversary Proceedings/Litigation Matters	4.80	\$3,120.00
0018 Tax Issues	1.20	\$708.00
0021 Exclusivity	3.60	\$1,408.00
0022 Plan/Disclosure Statement/Solicitation and Related Documentation	121.80	\$59,766.00
0024 Asset/Stock Transaction/Business Liquidations	0.30	\$268.50
0025 Travel Time	14.55	\$8,017.25
TOTAL	628.15	\$286,847.75

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/01/11	JLS	0002 Review correspondence regarding recharacterization argument (.1).	0.10
11/01/11	JLS	0002 Review and revise brief regarding examiner motion (.5); Review and respond to correspondence regarding same (.2).	0.70
11/01/11	SJW	0002 Call with Chambers and UCC counsel regarding proposed scheduling order (.2); review and revise examiner pleading per comments of A. Preis (.4); communications to S. Schultz and J. Newdeck regarding revised timeline (.2).	0.80
11/01/11	EYP	0002 Review of examiner reconsideration reply and correspondence re same.	1.00
11/01/11	EYP	0002 Various review of case correspondence.	0.50
11/02/11	SLS	0002 Telephone call with J. Liou regarding reconsideration objection.	0.20
11/02/11	BRK	0002 Retrieve additional case law from Westlaw and Lexis cited in objection to appointment of examiner.	0.40
11/02/11	SJW	0002 Review and revise examiner pleading and accompanying exhibits (3.7); correspondence to J. Newdeck regarding the same (.1); draft letter to equity holder (.3); additional research in connection with examiner pleading (.5).	4.60
11/02/11	EYP	0002 Various calls with D. Brandon re strategy.	0.50
11/02/11	EYP	0002 Communications to Schultz and team re various case items.	0.50
11/03/11	JLS	0002 Work on discovery in connection with examiner motion (.2); Communications with R. Donohue regarding same (.4).	0.60
11/03/11	RJD	0002 Draft deposition notice of A. Perez (.40); Review Perez motion for reconsideration and related pleadings (1.50); Conferences with J. Sorkin regarding same (.30); Correspondence with J. Sorkin regarding same (.30).	2.50
11/03/11	SJW	0002 Call with M. Snyder regarding examiner pleading (.1); review and revise pleading with respect to comments of preferred shareholders (1.2); further revision of pleading (3).	4.30
11/03/11	EYP	0002 Efforts re finalization of examiner pleading.	1.00
11/04/11	JLS	0002 Review and edit opposition to motion for reconsideration (.6); Review and finalize deposition notice and correspondence regarding deposition in connection with motion for reconsideration (.3).	0.90
11/04/11	SLS	0002 Communication to A. Preis regarding case status.	0.20
11/04/11	SJW	0002 Various communications to S. Schultz, A. Preis and J. Newdeck regarding examiner pleading (.3); prepare exhibits for pleading (.5); revise pleading per comments of preferreds, J. Sorkin and A. Preis (.6); review recently filed documents (.2); supervise filing of examiner pleading (.2); coordinate with GCG for service of same (.2).	2.00
11/04/11	RJP	0002 Draft and revise cover letter for Perez deposition notice (.4) and serve notice (.2).	0.60
11/04/11	JAS	0002 Draft cover letter (.2); Arrange for delivery of courtesy copy of objection to chambers (.1)	0.30
11/07/11	MAG	0002 Search Ringtail TSN and TSC databases re: All correspondence containing Aldo Perez in preparation for 11/16 Deposition (3.0)	3.00
11/07/11	EYP	0002 Various calls with D. Brandon re overall strategy.	0.50
11/07/11	EYP	0002 Internal discussions and correspondence re various case issues.	0.60
11/08/11	RJD	0002 Review and analyze Perez motion for reconsideration and related briefing (1.90); Prepare for deposition of A. Perez (.90); Communications to J. Sorkin regarding same (.30); Correspondence to J. Sorkin regarding same (.30).	3.40
11/08/11	SJW	0002 Call with chambers regarding available hearing dates (.1); communications to S. Schultz regarding the same (.1, .1); revise plan timeline (.7).	1.00
11/08/11	EYP	0002 Communication to I. Dizengoff re case status.	0.10

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/09/11	MAG	0002 Pull and print all pleadings from docket related to Aldo Perez or J. Swarts (2.0) create and Index Aldo Perez Deposition binder (3.0)	5.00
11/09/11	RJD	0002 Internal correspondence regarding Perez deposition (.40); correspondence with counsel for Perez regarding same (.40); Review documents in preparation for Perez deposition (.50).	1.30
11/09/11	SIW	0002 Communications to chambers regarding hearing dates (.1) and extension of Perez reply deadline (.1, .2); correspondence to S. Schultz regarding the same (.2).	0.60
11/10/11	DKB	0002 Prepare chambers copies of recently filed pleading per B. Kemp (.2); Coordinate delivery of documents to court (.3).	0.50
11/10/11	LZ	0002 Review emails for ECF notifications in connection w/Perez deposition.	0.20
11/10/11	MAF	0002 Confer with team re upcoming filing.	0.10
11/11/11	JLS	0002 Review correspondence and outline of reply in connection with examiner motion (.3); Review and respond to correspondence regarding deposition (.1).	0.40
11/11/11	LWL	0002 Research background of Aldo Perez for R. Donohue.	1.20
11/11/11	SAF	0002 Research background information on Aldo Perez.	0.80
11/11/11	RJD	0002 Internal correspondence regarding Perez motion for reconsideration and deposition (.30); correspondence with counsel for Perez regarding same (.30); Review documents in preparation for Perez deposition (.60).	1.20
11/12/11	RJD	0002 Numerous internal correspondence regarding Perez motion for reconsideration (.30); Review Swarts joinder to Perez motion (.50).	0.80
11/13/11	SIW	0002 Correspondence to S. Schultz regarding previous communications to Perez (.2); diligence regarding the same (.5).	0.70
11/13/11	EYP	0002 Review of examiner documents.	1.00
11/14/11	JLS	0002 Review and analyze joinder to motion for reconsideration and arguments made by Jeffrey Swarts in support (.5); Review and analyze reply brief and arguments in support of motion for reconsideration (.8); Confer with Akin Gump attorneys regarding hearing on motion for reconsideration (.7); Review and analyze documents and pleadings in preparation for deposition of Mr. Perez (.7); Prepare for deposition (1.0); Review and respond to correspondence in connection with deposition and hearing (.5).	4.20
11/14/11	SLS	0002 Review reply to objection to reconsideration motion (.8); review revised agenda (.2); telephone call with J. Sorkin regarding preparation for upcoming Perez deposition (.3).	1.30
11/14/11	BRK	0002 File Pro Hac Vice Application of S. J. Woodell (.5); confer with D. Krasa-Berstel regarding chambers copies (.1).	0.60
11/14/11	DKB	0002 Confer with B. Kemp re chambers copies of recently filed pleadings (.1); Draft letter to chambers (.3); Prepare chambers copies (.4); Review and forward documents to court (.3).	1.10
11/14/11	MAG	0002 Assist R. Donohue in preparing deposition exhibits re: Aldo Perez (2.0)	2.00
11/14/11	RJD	0002 Prepare for Perez deposition (1.30); confer with R. Presa regarding Perez motion for reconsideration and deposition (.30); internal conferences regarding same (.10, .20, .20); Review documents in preparation for Perez deposition (.80)	2.90
11/14/11	SIW	0002 Review correspondence from counsel for Perez regarding reply (.2); review reply (.4); review filed version (.3); coordinate generating comparison of the same (.2); review changes from emailed version to filed version (.4); review litigation team outline for Perez deposition (.3); correspondence to R. Donohue re same (.2).	2.00
11/14/11	RJP	0002 Conduct research (4.8) and draft memo (.6) in connection w/reconsideration of examiner motion; communications to S. Schultz regarding same (.2); confer w/R. Donohue regarding Perez deposition preparation (.1), (.2).	5.90
11/14/11	EYP	0002 Prepping for deposition in connection with examiner motion.	1.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/15/11	JLS	0002 Prepare for deposition and hearing in connection with motion to appoint an examiner (2.5).	2.50
11/15/11	JFN	0002 Emails re creditor inquiry.	0.10
11/15/11	JFN	0002 Review Swarts joinder (.2); review Perez pleadings (.4); communication re same (.2).	0.80
11/15/11	MAG	0002 Create final deposition exhibits for Aldo Perez per R. Donohue (4.0); Add additional exhibits per R. Presa and renumber per updated outline (1.5)	5.50
11/15/11	RJD	0002 Prepare for Perez deposition (1.90); internal correspondence regarding Perez motion for reconsideration and deposition (.30, .10, .20); internal conferences regarding same (.20, .20, .30); Review documents in preparation for Perez deposition (.90)	4.10
11/15/11	SJW	0002 Draft correspondence to TSC shareholder regarding equity interest inquiry (.3).	0.30
11/15/11	RJP	0002 Review documents in preparation for deposition of A. Perez in connection w/motion for reconsideration of examiner motion (1.5); create outline of documents/potential exhibits for use in deposition (1); communications to M. Gyure (.2), (.1) and R. Donohue (.1), (.1) regarding same.	3.00
11/16/11	JLS	0002 Prepare for and attend deposition of Aldo Perez (2.4). Review and respond to correspondence regarding deposition issues (.4).	2.80
11/16/11	JFN	0002 Review and comment on order re motion to reconsider (.2, .1); confer with S. Woodell re same (.1).	0.40
11/16/11	MAG	0002 Assist R. Donohue re: preparation for deposition of Aldo Perez (2.0)	2.00
11/16/11	RJD	0002 Prepare for Perez deposition (1.50); Take deposition of A. Perez in connection with motion for reconsideration (1.70); Review transcript (.50); Attend hearing on motion for reconsideration (2.50); Correspondence with counsel for Perez (.30)	6.50
11/16/11	SJW	0002 Preparations for Perez deposition (.5); participate in deposition telephonically (1.3) (partial); draft proposed order with respect to the court's ruling denying the Perez motion (.8); review and revise order per comments of J. Newdeck (.5); further revise and circulate to preferreds (.3).	3.40
11/16/11	RJP	0002 Prepare for (1) and participate in (1.7) deposition of A. Perez in connection w/motion to reconsider denial of examiner; multiple follow-up tasks (.3).	3.00
11/16/11	EYP	0002 Prepare for (.3) and participate in (1.7) deposition of A. Perez.	2.00
11/17/11	SLS	0002 Participate in Board meeting.	0.50
11/17/11	SJW	0002 Review and revise proposed order re reconsideration per comments of preferred shareholders (.3); follow up correspondence re same (.1); correspondence to counsel for Perez re same (.2); coordinate service of filed documents (.2).	0.80
11/18/11	JLS	0002 Review correspondence regarding notice of hearing (.1).	0.10
11/18/11	JFN	0002 Emails re motion to reconsider and follow-up.	0.20
11/18/11	DKB	0002 Review, prepare and forward copies of recently filed pleadings to chambers.	0.40
11/18/11	SJW	0002 Coordinate and supervise filing of several TSC documents, including communications with paralegal (.3).	0.30
11/18/11	SJW	0002 Correspondence to S. Schultz regarding proposed order re examiner denial (.1); correspondence with Perez counsel regarding the same (.2); call with M. Snyder regarding case status items (.2); follow up work re same (.3).	0.80
11/21/11	SJW	0002 Revise TSC case calendar (1.3); communications with working group (1.2), Weil (.2) and chambers (.1) regarding hearing.	1.90
11/23/11	SLS	0002 Communications regarding examiner reconsideration order (.3); communications with team regarding case status (.3)	0.60
11/23/11	SJW	0002 Review correspondence from Bellido re Perez order (.1);	0.70

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		correspondence with S. Schultz re Perez order (.2); draft correspondence to chambers transmitting proposed order (.2); communications with GCG regarding recently filed documents and coordinate service of the same (.2).	
11/29/11	SLS	0002 Telephone call with P. Holoman regarding various case related issues (.2); telephone call with A. Preis regarding same (.1)	0.30
11/04/11	SJW	0003 Review and revise prebill with respect to task coding and privilege (.4); begin to draft interim fee application (2.1).	2.50
11/06/11	SJW	0003 Review and revise prebill with respect to proper task coding and privilege.	7.50
11/07/11	SJW	0003 Communications with K. Prater regarding instructions for revisions to TSC prebill (.2); continue drafting TSC interim fee application (4.5).	4.70
11/08/11	SJW	0003 Review and revise interim fee application.	1.00
11/09/11	SLS	0003 Preparing monthly fee statement (4.5)	4.50
11/10/11	SLS	0003 Review interim fee application (2.8).	2.80
11/10/11	SJW	0003 Review and revise fee application per comments of S. Schultz.	0.90
11/14/11	SLS	0003 Review quarterly fee application (.2)	0.20
11/14/11	BRK	0003 Prepare, review and file Second Interim Fee Application of Akin Gump.	0.60
11/14/11	SJW	0003 Begin drafting monthly fee application.	1.50
11/15/11	SJW	0003 Draft monthly fee application.	1.30
11/16/11	SJW	0003 Continue drafting monthly fee application (1.8); draft notice of hearing on interim fee application (.3).	2.10
11/17/11	SLS	0003 Review and comment on monthly fee application.	0.40
11/17/11	SJW	0003 Draft notice of hearing on interim fee applications (.2).	0.20
11/18/11	BRK	0003 Prepare, review and file October Fee Statement for Akin Gump.	0.70
11/18/11	SJW	0003 Correspondence to S. Schultz regarding fee application (.2); review and revise the same with respect to updated invoice (.8); review and revise same per comments of S. Schultz (.6).	1.60
11/01/11	SJW	0004 Review Blackstone fee statement for September.	0.30
11/02/11	BRK	0004 Prepare, review and file Blackstone Seventh Monthly Fee Statement.	0.60
11/03/11	SLS	0004 Telephone call with Deloitte team regarding monthly fee statement.	0.30
11/03/11	SJW	0004 Call with Deloitte team regarding fee application (.3); follow up work and correspondence regarding the same (.3).	0.60
11/08/11	BRK	0004 Prepare, review and file Sixth Monthly Fee Statement of Deloitte.	0.70
11/08/11	SJW	0004 Review revised Deloitte invoice (.4); communication to S. Schultz regarding same (.1).	0.50
11/09/11	SJW	0004 Review Weil invoice.	0.50
11/10/11	SJW	0004 Continue reviewing Weil invoice.	0.60
11/11/11	SJW	0004 Correspondence to D. Brandon regarding GCG invoice (.1).	0.10
11/12/11	SJW	0004 Review and comment on Blackstone interim compensation application (.9); further review Deloitte interim compensation application (1.1); correspondence to S. Schultz regarding the same (.1).	2.10
11/14/11	SLS	0004 Review Blackstone fee application (.2); review Deloitte fee application (.2).	0.40
11/14/11	BRK	0004 Prepare, review and file Second Interim Fee Application of Deloitte Tax, LLP.	0.60
11/14/11	BRK	0004 Prepare, review and file Second Interim Fee Application of Blackstone Advisory.	0.60
11/14/11	SJW	0004 Call with Blackstone regarding fee application (.2); communications to S. Schultz regarding same (.2); correspondence to Blackstone re further revisions to application (.2); supervise filing of application (.1); correspondence to S. Schultz regarding Deloitte application (.1); supervise filing of same (.1); coordinate service with respect to Blackstone and Deloitte fee applications (.1).	1.00
11/15/11	BRK	0004 Update professional fee chart provided by Blackstone.	1.90
11/16/11	RAC	0004 Draft and coordinate filing of notice of hearing for TSC settlement motion.	0.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/17/11	BRK	0004 Prepare, review and file Notice of Hearing on Second Interim Fee Applications.	0.60
11/21/11	SJW	0004 Review Deloitte monthly fee statement.	0.40
11/22/11	SLS	0004 Review Deloitte fee application (.1).	0.10
11/22/11	SJW	0004 Review GCG letter and invoice.	0.10
11/30/11	SJW	0004 Review Blackstone's monthly fee statement for October (.3); supervise filing (.2) and coordinate service (.1) of same.	0.60
11/02/11	BRK	0006 Retrieve March 23 hearing transcript regarding Blackstone retention and prepare for attorney review.	0.20
11/03/11	BRK	0008 Prepare electronic materials for S. Schultz in preparation for hearing.	0.20
11/07/11	SLS	0008 Prepare for hearing on motion for reconsideration (.9).	0.90
11/07/11	BRK	0008 Supervise preparation of index for November 16 hearing (.2).	0.20
11/08/11	SLS	0008 Preparation for hearing on motion to reconsider examiner order.	0.60
11/08/11	BRK	0008 Retrieve and upload relevant documents in preparation for assembly of hearing binders regarding November 16 hearing.	2.30
11/09/11	SLS	0008 Review notice of adjournment (.1); office conference with S. Woodell regarding upcoming hearing (.2)	0.30
11/09/11	SLS	0008 Prepare for reconsideration hearing (1.4); telephone call with J. Liou regarding same (.1); telephone call with D. Holzman regarding same (.1)	1.60
11/09/11	BRK	0008 Draft Agenda Letter regarding November 16 hearing.	1.20
11/09/11	SJW	0008 Communications with paralegals regarding preparation of hearing materials (.1, .1, .2); review and comment on draft hearing agenda (.3); review documents included in binders (.2); office conference with S. Schultz regarding hearing (.2).	1.10
11/09/11	JAS	0008 Pull exhibits for motion and send to attorney (.3); e-mail exchange with S. Woodell re hearing preparation (.1)	0.40
11/10/11	SLS	0008 Review agenda letter (.4); preparation for upcoming hearing (1.1)	1.50
11/10/11	SJW	0008 Begin to prepare materials for 11/22 hearing, including review of documents prepared for previous examiner hearing (.8); communications with L. Zahradka and paralegals regarding same (.2); and review of draft agenda (.3).	1.30
11/10/11	LZ	0008 Call w/S. Woodell re: coordinating hearing materials for 11/16 hearing.	0.10
11/11/11	SLS	0008 Review hearing materials (.2); preparation for hearing (.3)	0.20
11/11/11	BRK	0008 Update and finalize Agenda letter.	1.30
11/11/11	SJW	0008 Several communications to B. Kemp regarding hearing preparation (.3); review and comment on draft agenda (.2).	0.50
11/13/11	SLS	0008 Preparation for reconsideration hearing.	2.00
11/14/11	SLS	0008 Preparation for upcoming hearing on reconsideration motion (3.3).	3.30
11/14/11	BRK	0008 Continue preparing for November 16 hearing (1.0); revise agenda letter (.3); prepare index of potential evidence exhibits (1.5).	2.80
11/14/11	BRK	0008 Review, prepare and file Agenda Letter regarding November 16 hearing.	0.60
11/14/11	JFN	0008 Communication to S. Schultz re hearing (.1); follow-up with S. Woodell (.1); emails re same (.1).	0.30
11/14/11	DKB	0008 Communication to J. Samper re preparation of hearing notebooks for chambers (.1); Update the above (.6); Update index therefore (.3); Coordinate sending documents to court (.2).	1.20
11/14/11	SJW	0008 Review and comment on revised hearing agenda (.3, .2); review Perez reply in preparation for hearing (.4); assemble documents to be used as potential evidence at hearing (.9); several communications with paralegals regarding evidence preparation (.1, .1, .1).	2.10
11/14/11	JAS	0008 Revise hearing files for 11/16 hearing (.7); confer with S. Woodell re hearing preparation (.1); pull and compile potential evidence for 11/16 hearing (2.0).	2.80
11/15/11	SLS	0008 Preparation for upcoming hearing (2.0); office conference with Akin working group regarding hearing (.3).	2.30
11/15/11	JFN	0008 Confer with S. Woodell re hearing prep (.4); follow-up emails re same (.2); hearing prep (.5, .2); confer with S. Woodell re hearing script (.4);	2.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/15/11	DKB	0008 team meeting and follow-up re same (.8)	1.40
11/15/11	DKB	0008 Review and prepare sets of exhibits for hearing (1.3); communication to J. Samper re above (.1).	1.40
11/15/11	SJW	0008 Prepare for 11/16 hearing, including review of pending pleadings (2.9); confer with J. Newdeck regarding hearing prep (.4); several communications with paralegals regarding materials to be prepared for hearing (.2, .2, .1, .2); prepare notes for presentation of omnibus claims objection (.8); meeting with J. Newdeck regarding hearing script (.4); further preparations for presentation (.9); strategy meeting with TSC team (.7); further preparation for hearing (.6).	7.40
11/15/11	EYP	0008 Internal team meeting regarding TSC hearing and prep for hearing (review docs, etc).	0.10
11/15/11	JAS	0008 Develop file of all potential evidence for 11/16 hearing (5.6); Correspond with S. Woodell re hearing preparation (.2) (.2) (.1); finalize all hearing materials and arrange delivery to U.S. Bankruptcy Court (.6);	6.70
11/16/11	JLS	0008 Prepare for and attend hearing on motion for reconsideration and other matters (2.0).	2.00
11/16/11	SLS	0008 Prepare for upcoming hearing (.5); deposition regarding same (1.5); participate in hearing (2.0); review order resolving motion to reconsider (.2).	4.00
11/16/11	JFN	0008 Attend hearing (2.0); follow-up re same (.8).	2.80
11/16/11	SJW	0008 Prepare materials for hearing (.3); participate in TSC hearing (2.0).	2.30
11/16/11	RJP	0008 Prepare documents for (.2) and attend hearing on reconsideration of examiner motion (2).	2.20
11/16/11	JAS	0008 Communications to S. Woodell re storage of hearing materials (.2); transfer hearing materials to records (.2)	0.40
11/17/11	JFN	0008 Review and revise various hearing notices (.2, .3, .2); various communications re hearing issues (.3).	1.00
11/13/11	SJW	0009 Correspondence to T. Martin regarding MOR.	0.20
11/16/11	SJW	0009 Review and revise monthly operating report.	0.80
11/17/11	SJW	0009 Review and revise monthly operating report.	0.50
11/18/11	BRK	0009 File October 2011 Operating Report.	0.70
11/18/11	SJW	0009 Communications to S. Schultz regarding comments to MOR (.1, .1); review and revise the same per comments (.2); draft correspondence to client regarding the same (.1).	0.50
11/17/11	SLS	0010 Review and comment on MOR.	0.30
11/18/11	SLS	0010 Communication to S. Woodell regarding MOR (.1) (.1).	0.20
11/01/11	JFN	0012 Communication re EB claim (.3); review documents re same (1.5).	1.80
11/01/11	SJW	0012 Research in connection with Elektrobait claim (.4); review correspondence from R. Donohue and J. Newdeck regarding the same (.1).	0.50
11/01/11	RJP	0012 Conduct legal and factual research in connection w/Elektrobait claim.	4.10
11/01/11	JHB	0012 Conduct legal research re: Elektrobait claim.	1.00
11/02/11	JFN	0012 Review EB documents and draft timeline (1.0, 1.6, .4); emails re same (.2, .1); confer with R. Presa (.4).	3.70
11/02/11	SJW	0012 Research related to Elektrobait claim (.7); communication to J. Newdeck regarding the same (.2).	0.90
11/02/11	RJP	0012 Review background materials (.1); call w/J. Newdeck regarding same (.4).	0.50
11/03/11	SJW	0012 Review potential claims for matches with schedules.	0.20
11/03/11	RJP	0012 Research legal and factual issues in connection w/Elektrobait claim.	2.30
11/04/11	JFN	0012 Review Proof of Claim and begin analysis re same (.7); communications to S. Woodell (.2).	0.90
11/04/11	JFN	0012 Call regarding Sprint settlement and follow-up.	0.50
11/04/11	RJD	0012 Review and analyze documents in connection with Elektrobait claim objection (.50); internal correspondence regarding same (.10, .20, .30);	1.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		correspondence with counsel for preferred shareholders regarding same (.10, .10, .20).	
11/04/11	SJW	0012 Call with working group, Blackstone and D. Brandon regarding Sprint issues (.5); follow up review of DIP (.3).	0.80
11/04/11	RJP	0012 Meet with J. Bell to discuss research in connection w/Elektrobit claim.	0.20
11/04/11	DAK	0012 Review and revise TSC settlement motion.	2.70
11/04/11	JHB	0012 Discuss Elektrobit guarantee research with R. Presa.	0.20
11/05/11	EYP	0012 Revise TSC settlement papers.	1.50
11/06/11	LZ	0012 Revise Sprint 9019 motion.	0.40
11/06/11	EYP	0012 Review and revise stip and motion (1.0); correspondence re same (.2).	1.20
11/06/11	JHB	0012 Conduct legal research regarding Elektrobit guarantee and arguments for possible claim objection.	6.50
11/06/11	ALB	0012 Review and revise TSC Sprint 9019 and stip.	0.90
11/07/11	JLS	0012 Review and analyze draft claim objection (1.0); Confer with Akin Gump attorneys regarding arguments in connection with claim objection (.8); Review and analyze documents in connection with discovery requests relevant to objection (1.8); Analyze documents in connection with Elektrobit claim objection (.4); Review and respond to correspondence regarding proposed stipulated facts (.2); Review and respond to correspondence regarding discovery (.2).	4.40
11/07/11	SLS	0012 Review and comment on 9019 for sprint claim (1.0); communications to A. Preis regarding same (.2); review Elektrobit claim objection (1.5).	2.70
11/07/11	JFN	0012 Call re potential claim objection with R. Donohue, J. Bell and S. Woodell (.5) and follow-up communications to S. Woodell re same (.2); team emails re same (.2); analyze claim issues (.8); research re same (1.2).	2.90
11/07/11	MAG	0012 Assist J. Sorkin with identifying all outstanding Elektrobit Agreements in connection with claim objection (1.0). Search Ringtail databases (TSN and TSC) regarding same (2.0)	2.00
11/07/11	RJD	0012 Research and analysis in connection with objection to Elektrobit claim (1.10); Review background materials regarding same (.60); Conference with J. Bell regarding same (1.00); Teleconference with J. Newdeck, S. Woodell and J. Bell regarding same (.50); Numerous internal correspondence regarding same (.30, .20, .10); Correspondence with preferred shareholders regarding same (.30).	4.10
11/07/11	SJW	0012 Call with J. Newdeck R. Donohue and J. Bell regarding Elektrobit claim objection.	0.40
11/07/11	LZ	0012 Review TSC Sprint 9019 motion.	0.10
11/07/11	DAK	0012 Review and revise TSC settlement stipulation (3.0) and motion (2.2) and correspondence to A. Preis (.5) and Sprint (.8) re: same.	6.50
11/07/11	EYP	0012 Review of EB draft objection and related discussions.	2.10
11/07/11	EYP	0012 Review of stipulated EB facts draft and related correspondence.	0.50
11/07/11	JHB	0012 Conduct legal research regarding Elektrobit guarantee (1.0); discuss Elektrobit guarantee with R. Donohue (1.0); confer with R. Donohue, J. Newdeck and S. Woodell re: same (0.5); review and circulate endorsed letter regarding Sprint and DBSD settlement (0.3); research and draft outline of Elektrobit claim objection arguments (5.3).	7.80
11/07/11	MAF	0012 Cite check 9019 motion.	0.90
11/08/11	SLS	0012 Preparation for call regarding Elektrobit claim objection (3.7); participate in pre-call with Akin working group regarding same (.3); participate in call with Akin working group and counsel to preferreds (.7); related follow-up call with Akin working group (.2); follow-up communications to A. Preis and J. Sorkin regarding same (.2).	5.10
11/08/11	JFN	0012 Review EB documents (.5); internal pre-call (.3); call with preferreds' professionals (.7); follow-up call (.3); communication re same (.2).	2.00
11/08/11	SLN	0012 Review Sprint settlement motion.	0.70
11/08/11	MAG	0012 Search data room for all Elektrobit agreements, specifically statements	10.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/08/11	RJD	0012 of work in connection with claim objection (2.0); create binder of all Elektrobitt Agreements and statements of work (3.0); Create binder of cases cited in Elektrobitt Guaranty Research (3.0); Create binder of relevant Blackstone Emails (2.0). Teleconference with R. Presa regarding Elektrobitt claim (.50); Research legal and factual issues regarding same (2.3); Review and revise outline of legal arguments (.40); Review preferred shareholders' draft claim objection (.40); Prepare for and participate in internal teleconference regarding same (.3); Teleconference with counsel for preferred shareholders regarding Elektrobitt claim (.7); post call with working group (.3).	4.90
11/08/11	SIW	0012 Review preferreds' draft of objection to Elektrobitt claim (.3); prepare materials for call re same (.2); attend pre-call with working group and litigation team regarding Elektrobitt claim analysis (.3); attend call with preferreds re same (.9); attend internal post-call (.2); review correspondence from A. Preis and preferreds regarding Sprint settlement (.2).	1.90
11/08/11	RJP	0012 Call w/R. Donohue regarding Elektrobitt claim (.5); research legal and factual issues in connection w/same (4); review and revise outline legal arguments (.3); review Harbinger/Weil draft claims objection (.3); prepare for/participate in prep call w/Akin attorneys (.5); call w/Preferreds regarding Elektrobitt claim (.6); follow-up call (.2) and meeting (.2) w/Akin attorneys.	6.60
11/08/11	DAK	0012 Incorporate global comments into TSC settlement documents.	1.40
11/08/11	EYP	0012 Review EB documents, prep for various EB calls, and participate in various EB calls.	2.50
11/08/11	EYP	0012 Various calls and correspondence with preferred holders regarding Sprint settlement.	0.50
11/08/11	JHB	0012 Revise outline of potential Elektrobitt claim objection arguments (2.8); prepare for call with preferreds regarding Elektrobitt claim (0.7); attend precall (.3); attend call with working group and preferreds (.7); attend post call (.3).	4.80
11/09/11	RJD	0012 Review legal research and factual issues in connection with Elektrobitt claim (.70); Review draft objection to Elektrobitt proof of claim (1.10); Teleconference with R. Presa regarding same (.50).	2.30
11/09/11	SIW	0012 Communications to R. Donohue re Elektrobitt claim objection issues (.2); follow up work re same (.4).	0.60
11/09/11	RJP	0012 Research legal and factual issues in connection w/Elektrobitt claim (.9); draft and revise objection to Elektrobitt proof of claim (5.4); call w/R. Donohue regarding same (.5).	6.80
11/09/11	DAK	0012 Calls with Preferreds (.8) and Sprint (1.0) re: settlement documents; review and revise TSC motion and stipulation reflecting revisions to same (5.0).	6.80
11/10/11	MAG	0012 Create binder of cases cited in Draft Elektrobitt Claims Objection (1.0)	1.00
11/10/11	RJD	0012 Review legal research and factual issues in connection with Elektrobitt claim (.90); Review and revise draft objection to Elektrobitt proof of claim (1.30); Numerous teleconferences with R. Presa regarding same (.10, .20, .10, .30); Numerous internal correspondence regarding same (.20, .10, .30).	3.50
11/10/11	SIW	0012 Draft revised order for second omnibus claims objection (.5); review and revise per comments of S. Schultz (.2); correspondence with working group and work in connection with Sprint stipulation (.4).	1.10
11/10/11	LZ	0012 Emails to A. Preis re: TSC stipulation (.1); revise same (.1).	0.20
11/10/11	RJP	0012 Research legal and factual issues in connection w/Elektrobitt claim (1.4); draft and revise objection to Elektrobitt proof of claim (6.1); communications w/R. Donohue regarding same (.1), (.2), (.1), (.3).	8.20
11/10/11	DAK	0012 Review and revise TSC settlement documents.	4.70

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/10/11	EYP	0012 Revise Sprint settlement docs.	2.00
11/10/11	JHB	0012 Review draft Elektrobit claim objection.	1.00
11/11/11	JLS	0012 Review and edit Elektrobit claim objection and authority in support (3.5); Review and respond to correspondence regarding Elektrobit claim objection (.3).	3.70
11/11/11	SLS	0012 Review and comment on Elektrobit claim objection (.3)	0.30
11/11/11	JFN	0012 Communications re Sprint settlement (.2); attention to research re claims objection (.8).	1.00
11/11/11	MAG	0012 Draft and revise Table of Authorities for Elektrobit Claims Objections (2.0)	2.00
11/11/11	RJD	0012 Review legal research and factual issues in connection with Elektrobit claim (.60); Review and revise draft objection to Elektrobit proof of claim (1.10); Numerous internal correspondence regarding same (.30, .20, .10, .10).	2.40
11/11/11	SIW	0012 Correspondence with GCG regarding exhibit for second omnibus claims objection order (.2).	0.20
11/11/11	LZ	0012 Revise Sprint settlement motion and stipulation.	0.20
11/11/11	LZ	0012 Revise TSC 9019 motion (3.3) (.9) and stipulation (1.0) (.7); call w/Prefs re: same (1.1) and communications to A. Preis re: same (.4).	7.40
11/11/11	RJP	0012 Research legal and factual issues in connection e/Elektrobit claim (1.8); draft and revise objection to Elektrobit proof of claim (4); communications to J. Sorkin regarding same (.1), (.1).	6.00
11/11/11	DAK	0012 Incorporate Sprint comments into TSC documents (.9) and various follow up correspondence re: same (.8); review and revise global comments received and re: draft documents (3.0).	4.70
11/11/11	EYP	0012 Review and comment on EB objection.	1.00
11/11/11	EYP	0012 Review and revise settlement papers.	1.50
11/12/11	JLS	0012 Review correspondence regarding Elektrobit claim objection (.3).	0.30
11/12/11	RJD	0012 Numerous internal correspondence regarding Elektrobit claim objection (.40).	0.40
11/12/11	SIW	0012 Review numerous communications and drafts circulated among Akin Gump working group, preferred shareholders and client with respect to Sprint settlement (.2) and draft objection to Elektrobit claim (.3).	0.50
11/12/11	LZ	0012 Revise TSC-sprint settlement documents.	0.40
11/12/11	RJP	0012 Draft and revise objection to Elektrobit proof of claim (.9); corresp. to Akin team (.1) and company (.1) regarding same.	1.10
11/13/11	JLS	0012 Review and respond to correspondence regarding draft claim objection (.2); Review and edit draft claim objection (.3); Draft correspondence regarding draft claim objection (.2).	0.70
11/13/11	RJD	0012 Numerous internal communications regarding Elektrobit claim objection (.30).	0.30
11/13/11	SIW	0012 Review numerous substantial communications and drafts circulated among Akin Gump working group, preferred shareholders and client with respect to Sprint settlement (.2) and draft objection to Elektrobit claim (.4).	0.60
11/13/11	LZ	0012 Revise TSC-Sprint settlement documents.	0.30
11/13/11	RJP	0012 Draft and revise objection to Elektrobit proof of claim (.8).	0.80
11/13/11	EYP	0012 Various correspondence re TSC settlement with Sprint.	0.80
11/14/11	JLS	0012 Review and respond to correspondence regarding Elektrobit claim objection (.3); Review non-disclosure agreement (.3).	0.60
11/14/11	MAG	0012 Cite check claims objection (1.0) prepare exhibits for claims objection to be served hard copy to court, unsealed version (2.0) create updated Table of Contents and Table of Authorities for Claims Objection (1.5)	4.50
11/14/11	RJD	0012 Review legal research and factual issues in connection with Elektrobit claim (.40); Review and revise draft objection to Elektrobit proof of claim (1.10); internal correspondence regarding same (.10, .10)	1.60
11/14/11	SIW	0012 Call with working group, preferred shareholders and Sprint regarding	0.90

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/14/11	LZ	0012 draft stipulation (.4); review extensive emails among Akin Gump team, Sprint and counsel for preferreds regarding stipulation and 9019 (.5). Prepare for call re: settlement documents (.7); call re: same (.6); various revisions of documents re: same (1.2)(1.3)(.9)(2.3)(1.7); draft notice of 9019 motion (.2); communication to w/A. Preis re: same (.2); revise same (.1); prepare 9019 motion (.5) and stipulation (.6) for filing; supervise filing same (.4); various emails w/professionals re: filing same (.2); emails w/chambers re: same (.1); emails w/GCG re: instructions on serving same (.2).	11.20
11/14/11	RJP	0012 Research legal issues in connection w/Elektrobit claim objection (1.8).	1.10
11/14/11	DAK	0012 Calls with TSC constituents re: settlement documents (1.0); review and revise TSC settlement documents and prepare for filing (1.9).	2.90
11/14/11	EYP	0012 Numerous calls with Sprint (.5, .5) and preferreds (.2, .3, .5) regarding Sprint settlement; discussion of same with co-counsel (.2, .1, .2); analysis of issues related to same (2.0); review and comment on documentation of same (1.5).	6.00
11/14/11	MAF	0012 Prepare and file 9019 Motion.	0.50
11/14/11	JAS	0012 Cite check sprint settlement 9019 motion (.8); review authorities in 9019 motion and revise table of authorities (.6); communication to L. Zahradka re redlines (.1).	1.50
11/15/11	JLS	0012 Edit objection to Elektrobit claim (1.4); Review and respond to correspondence regarding Elektrobit claim objection (.5); Confer with Akin Gump attorneys regarding claim objection (.5); Confer with counsel to preferreds regarding claim objection (.3).	2.20
11/15/11	SLS	0012 Telephone call with M. Snyder regarding Elektrobit objection (.1); telephone call with J. Liou regarding same (.1); office conference with Akin working group regarding same (.2); follow-up communication to A. Preis regarding filing of same (.1).	0.50
11/15/11	JFN	0012 Communication to A. Blaylock re claims objection (.2); communications re EB objection (.2).	0.40
11/15/11	MAG	0012 Assist R. Presa with finalizing all exhibits for Claims Objection (3.0); prepare all sealed and unsealed versions of exhibits (2.0)	5.00
11/15/11	RJD	0012 Review legal research and factual issues in connection with Elektrobit claim (.90); Review and revise draft objection to Elektrobit proof of claim (.90); internal correspondence regarding same (.10, .10, .20)	2.20
11/15/11	SJW	0012 Review and revise objection to Elektrobit claim.	0.80
11/15/11	RJP	0012 Research legal and factual issues in connection w/Elektrobit claim (2.1); draft and revise objection to same (2.5); meeting w/Akin team to discuss same (.5); multiple corresp./calls/confers w/R. Donohue (.2), (.1), (.1) and communications to J. Sorkin (.1), (.2) regarding same; multiple corresp. w/counsel for Preferred Shareholders regarding same (.2), (.1), (.2).	6.30
11/15/11	EYP	0012 Review and comment on EB objection and calls re same.	1.00
11/15/11	JHB	0012 Review and circulate ICO global motion to dismiss in DBSD case in connection with Sprint settlement.	0.30
11/15/11	DRC	0012 Cite-check Debtors' Objection to Elektrobit Claim for R. Presa	2.20
11/16/11	JLS	0012 Revise and finalize objection to Elektrobit claim (1.0). Review and respond to correspondence regarding Elektrobit claim objection (.4).	1.40
11/16/11	SLS	0012 Review Elektrobit claim objection (.8); communications with M. Snyder regarding same (.2).	1.00
11/16/11	JFN	0012 Communication re EB objection.	0.20
11/16/11	DKB	0012 Communications to M. Gyure re filing of objection to claim (.2); Assist with filing thereof (.5); Confer with attorney re status (.1).	0.80
11/16/11	DKB	0012 Review notice of hearing re Sprint settlement (.1); Prepare the above to be filed (.2); Effect the above (.2); Confer with R. Cohen re status (.1).	0.60
11/16/11	MAG	0012 Assist R. Presa with finalizing of exhibits (both sealed and unsealed) (1.0); electronic filing of claims objection re: claim 58 (.5); Prepare and	3.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/16/11	RJD	0012 effect service of unsealed objection and exhibits (2.0). Review and revise draft objection to Elektrobit proof of claim in preparation for filing (1.20); internal correspondence regarding revisions to same (.10, .10, .20, .10)	1.70
11/16/11	SJW	0012 Review and submit to chambers the proposed order for the supplemental claims objection (.1); review Elektrobit objection (.2); coordinate combined service of same (.2).	0.50
11/16/11	RJP	0012 Research legal and factual issues in connection w/Elektrobit claim (.8); draft and revise objection to same (.9); prepare objection and exhibits for filing (2); multiple calls w/counsel for Preferred Shareholders regarding same (.1), (.1), (.2); confer w/Akin Gump attorneys regarding same (.5). Communications with R. Presa regarding notice of hearing on Elektrobit claim objection.	4.60
11/17/11	SJW	0012	0.20
11/17/11	RJP	0012 Draft and revise notice of hearing on Elektrobit claim objection (2); confer w/S. Woodell (.1), (.1) and communication to J. Newdeck (.1), (.1), (.1) S. Schultz (.1) regarding same; communication to D. Krasa-Berstel regarding filing of same (.1); corresp. w/counsel for Preferred Shareholders regarding exhibits to Elektrobit claim objection (.2); call w/D. Brandon regarding Elektrobit claims objections filed by Debtors and Preferreds (.1); research legal issues in connection w/Elektrobit claim (.5).	3.50
11/18/11	MAG	0012 Create binder of all pleadings relevant to Elektrobit Claims Objection 58 per R. Presa (2.0)	2.00
11/21/11	MAG	0012 Create binders of all Elektrobit Claims Objections responses and Objections and all other related Pleadings (2.0); Create index re: same and distribute to team (2.0).	4.00
11/21/11	RJP	0012 Review Jefferies amended POCs, disclosure statement objection, and claims objection filed by debtors (.6); communications to R. Cohen (.1) and R. Donohue (.1) regarding same; draft email to R. Donohue summarizing status of claim (.2).	1.00
11/21/11	MDW	0012 Retrieve and prepare proofs of claim for R. Presa.	0.80
11/22/11	SLS	0012 Telephone call with Akin attorneys regarding Jefferies claim objection (.6)	0.60
11/22/11	RJD	0012 Numerous internal correspondence regarding discovery in connection with Elektrobit claim objection (.10, .10, .20, .30)	0.70
11/28/11	RJP	0012 Correspondence to R. Donohue regarding discovery requests to Elektrobit (.1).	0.10
11/29/11	RJP	0012 Correspondence to R. Donohue regarding discovery requests (.1).	0.10
11/08/11	JLS	0017 Review and respond to correspondence regarding deposition of Aldo Perez (.2); Confer with Akin Gump attorneys regarding deposition of Aldo Perez (.2); Review and analyze arguments and documents in connection with Elektrobit claim objection (1.7); Prepare for and participate in phone call regarding Elektrobit claim objection (1.2); Analyze issues in connection with Elektrobit claim objection(.3); Review and respond to correspondence regarding stipulated facts (.2); Review reply brief in support of reconsideration motion (.6).	4.40
11/30/11	JLS	0017 Review and respond to correspondence regarding discovery issues (.4).	0.40
11/08/11	HBJ	0018 Follow-up correspondence to S Schultz re ownership change questionnaires.	0.20
11/09/11	HBJ	0018 Reviewing tax attribute carry forward schedules.	0.20
11/10/11	HBJ	0018 Call with S Tarrant at Deloitte re tax attributes on emergence.	0.20
11/15/11	SLN	0018 Review restructuring chart with respect to tax attributes.	0.60
11/01/11	SJW	0021 Review and revise exclusivity motion.	0.70
11/08/11	SLS	0021 Review motion to extend exclusivity(.5); telephone conference with M. Snyder regarding same (.1)	0.60
11/10/11	SJW	0021 Review and revise exclusivity motion.	0.60
11/11/11	JFN	0021 Communications re exclusivity motion.	0.20

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/11/11	SJW	0021 Draft correspondence to preferreds regarding exclusivity motion (.2).	0.20
11/14/11	BRK	0021 File Exclusivity motion.	0.60
11/14/11	SJW	0021 Review and finalize exclusivity motion (.4); communications with chambers regarding bridge order (.1, .1); supervise filing of motion (.1).	0.70
10/09/11	TWD	0022 Review TSC pref issues.	1.00
11/01/11	JLS	0022 Review correspondence regarding document production (.1).	0.10
11/01/11	SLS	0022 Participate in call with Akin and Blackstone regarding TSC notes (.4); telephone call with M. Snyder regarding resolution of EB disclosure statement objection (.2).	0.60
11/01/11	JFN	0022 Call with GCG and S. Woodell re service/solicitation issues and follow-up re same (.7); confer with S. Woodell (.1).	0.80
11/01/11	CT	0022 Prepare case documents for production with respect to EB.	4.60
11/01/11	RJD	0022 Communications to J. Sorkin and R. Presa regarding Elektrobit discovery (.10, .20, .20); further internal correspondence regarding same (.30, .20, .30); Manage and coordinate document collection and review in preparation for rolling document production (1.90); Teleconferences with counsel for preferred shareholders regarding same (.10, .10, .10).	3.50
11/01/11	SJW	0022 Coordinate call with J. Swarts regarding disclosure statement objections (.1); call with J. Newdeck and GCG regarding solicitation issues (.7); call with working group and Blackstone regarding new TSC note (.3); revise plan and disclosure statement timeline (.3).	1.40
11/01/11	RJP	0022 Coordinate production of documents to Elektrobit(.4); corresp. to Elektrobit (.3) and Preferreds (.1) regarding same; calls w/R. Donohue regarding same (.1), (.1); numerous calls and corresp. w/eDiscovery (.1), (.1) and paralegals (.2) regarding document review logistics.	1.40
11/01/11	RS	0022 Prepare and circulate FTP link of document production to parties requested by R. Presa.	0.80
11/01/11	JEK	0022 Prepare and assemble key document files in connection with Elektrobit production.	1.30
11/02/11	JLS	0022 Review and respond to correspondence regarding Elektrobit discovery (.2); Confer with Akin Gump attorneys regarding discovery (.3).	0.50
11/02/11	SLS	0022 Communication to A. Preis regarding plan related matters (.2); telephone call with M. Snyder regarding same (.1); communication to working group regarding note term sheet call (.2).	0.50
11/02/11	JFN	0022 Review revised plan dates/timeline (.2, .2); correspondence re same (.2).	0.60
11/02/11	SJW	0022 Revise plan timeline (.5).	0.50
11/02/11	SJW	0022 Communication to S. Schultz regarding GCG invoice, solicitation issues, and other timeline matters (.2); review claims register and correspondence from GCG regarding solicitation issues (.8).	1.00
11/02/11	RJP	0022 Review and analyze documents in connection w/Elektrobit discovery requests (1.6); liaise w/EDiscovery regarding same (.2); manage and coordinate partner review of documents (.3).	2.10
11/02/11	EYP	0022 Supervise document review for EB discovery and related calls.	2.00
11/02/11	JBS	0022 Review of Blackstone mark-up of term sheet and review of T-3.	0.80
11/03/11	SLS	0022 Telephone call with Akin working group regarding note term sheet (.8); telephone call with CJ Brown regarding same (.2); telephone call with J. Swarts and Akin working group regarding Swarts disclosure statement objection (.8); related follow-up call with Akin working group (.1).	1.90
11/03/11	JFN	0022 Review notes term sheet and call re same (.7); revise term sheet (.2, .1); call re DS with Swarts (.8); follow-up call (.1).	1.90
11/03/11	RAT	0022 Participating in conference with TSC team regarding revised term sheet (.8) and reviewing the Wachtell draft against our markup in advance of the meeting (.7).	1.50
11/03/11	MAG	0022 Create binder of Blackstone Electronic documents for J. Sorkin in connection with Elektrobit, per R. Presa (4.0)	4.00
11/03/11	CT	0022 Prepare case documents for attorney review in connection with Elektrobit production.	4.80

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/03/11	RJD	0022 Review and analyze documents in connection with Elektrobit discovery (1.50); communications to J. Sorkin and R. Presa regarding same (.30, .20, .30); further internal correspondence regarding same (.10, .20, .20); Manage and coordinate document collection and review in preparation for rolling document production (1.90); Teleconferences with counsel for preferred shareholders regarding same (.10, .10, .10).	5.00
11/03/11	SJW	0022 Call with corporate team regarding TSC note term sheet (.3); review and revise proposed disclosure statement language from DOJ (.4); call with Chambers regarding potential hearing dates (.1); revise plan timeline based on proposed dates (.8); call with J. Swarts regarding DS objections (.8); follow up call with working group (.3); follow up correspondence with D. Brandon (.3) regarding questions raised during call; draft email to Swarts regarding the same (.4).	3.30
11/03/11	RJP	0022 Coordinate production of documents in connection w/Elektrobit discovery requests (1.3); calls and corresp. w/eDiscovery regarding same (.2), (.1), (.2) review and analyze documents (2.0) manage and coordinate partner review of documents (.5).	4.30
11/03/11	EYP	0022 Call with Swarts re DS (.8) and related follow up call with working group (.2).	1.00
11/03/11	MAF	0022 Review Plan and Swarts POC.	0.20
11/03/11	JBS	0022 Teleconference with Akin team regarding Blackstone's proposed term sheet.	0.40
11/03/11	RS	0022 Post password protected zip file containing potentially responsive documents onto Akin Gump's FTP site, as per R. Presa's request, in anticipation of sharing the data with co-counsel.	0.20
11/04/11	JLS	0022 Confer with Akin Gump attorneys regarding Elektrobit document review and production (.5).	0.50
11/04/11	SLS	0022 Telephone call with M. Snyder regarding plan status (.1); telephone call with J. Liou regarding same (.1).	0.20
11/04/11	CT	0022 Prepare case documents for attorney review in connection with Elektrobit production.	1.40
11/04/11	RJP	0022 Coordinate production (.4); review and analyze documents (2.8); numerous calls (.2), (.2), (.1) and corresp. (.2), (.1), (.2), (.1) w/eDiscovery regarding document production; communications to J. Sorkin regarding same (.4).	4.70
11/07/11	SLS	0022 Preparation for disclosure statement hearing (.2); review preferreds stipulated facts related to disclosure statement objection (.2); communications to with A. Preis regarding plan related issues (.3)	0.70
11/07/11	JFN	0022 Emails re note term sheet (.2); follow-up re same (.1).	0.30
11/07/11	RJD	0022 Numerous communications to J. Sorkin and R. Presa regarding Elektrobit discovery (.10, .20, .30); further internal correspondence regarding same (.10, .20, .30); Manage and coordinate document collection and review in preparation for rolling document production (1.10).	2.30
11/07/11	RJP	0022 Manage and coordinate document review/production.	0.50
11/07/11	EYP	0022 Call with Wachtell and related follow up regarding plan.	0.60
11/07/11	JBS	0022 Updating indenture to reflect current draft of term sheet.	4.70
11/08/11	JLS	0022 Review and respond to correspondence regarding disclosure statement hearing (.2).	0.20
11/08/11	TWD	0022 Email to C. Bjornson re: status of comments on short form narrative exhibit (.20) telephone call from C. Bjornson re: same (.20); multiple email correspondence with D. Brandon re: FCC meeting date (.30).	0.60
11/08/11	JFN	0022 Emails re notes term sheet.	0.20
11/08/11	RJP	0022 Manage and coordinate document review and production in connection w/Elektrobit discovery requests.	0.40
11/08/11	EYP	0022 Prep for (.5) call with DOJ (.4) and related follow up (.1).	1.00
11/08/11	EYP	0022 Correspondence with Blackstone and related discussions regarding	0.30

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		Notes.	
11/08/11	JBS	0022 Reviewing revised indenture.	0.80
11/09/11	JLS	0022 Phone call with Blackstone regarding Elektrobot discovery (.4); Review documents in connection with discovery (.8).	1.20
11/09/11	JLS	0022 Review and respond to correspondence regarding deposition (.2); Review and respond to correspondence regarding reply brief in connection with examiner motion (.1).	0.30
11/09/11	SLS	0022 Conference call with Akin and Blackstone teams regarding revised notes terms sheet (.4).	0.40
11/09/11	ISD	0022 Review settlement issues re: TSC documents.	5.20
11/09/11	SJW	0022 Draft notice of adjournment of disclosure statement hearing.	0.40
11/10/11	JLS	0022 Review correspondence regarding Elektrobot discovery and analyze discovery issues.	0.20
11/10/11	BRK	0022 File Notice of Adjournment of Hearing on Disclosure Statement Motion (.4); coordinate with D. Krasa-Berstel regarding chamber copy (.2).	0.60
11/10/11	JFN	0022 DS communications (.1); call with J. Smith re notes issues (.8).	0.90
11/10/11	RAT	0022 Communication to S. Schultz regarding notes.	0.20
11/10/11	SJW	0022 Coordinate filing, service and delivery of notice of adjournment of disclosure statement hearing, including communications with paralegals and GCG (.4); prepare list of all claimants receiving notes under TSC plan (.8).	1.20
11/10/11	JBS	0022 Teleconference with J. Newdeck to review T-3 and required information.	0.90
11/11/11	SLS	0022 Telephone call with working group regarding filing of T-3 (.9); review proposed revisions to disclosure statement (.3).	1.20
11/11/11	JFN	0022 Call with working group TSC notes (.9); follow-up re same (.3); review issues (.2).	1.10
11/11/11	RAT	0022 Participating in conference with TSC team regarding comments from preferred stockholder counsel regarding converting to a 4(2) private placement (.9); discussing securities law analysis (.1); and communication to R. Parks regarding same (.1); reviewing Form T-3 requirements (.1).	1.20
11/11/11	SJW	0022 Attend call with S. Schultz, J. Newdeck and R. Testani regarding TSC notes (partial).	0.60
11/12/11	EYP	0022 Review and revise TSC settlement docs.	2.00
11/14/11	JBS	0022 Reviewed TIA and Form T-3 for disclosure requirements.	0.80
11/15/11	SJW	0022 Correspondence to Blackstone regarding professional fees for exit financing projections (.1); work on chart re same (.3); communications to B. Kemp re same (.2); further communications with Blackstone re same (.2).	0.80
11/16/11	JLS	0022 Confer with Akin Gump attorneys regarding discovery issues in connection with Elektrobot requests (.3). Phone call with counsel to Elektrobot regarding discovery (.2).	0.50
11/17/11	RJD	0022 Numerous communications to J. Sorkin and R. Presa regarding Elektrobot discovery (.50); internal correspondence regarding same (.50); Manage and coordinate document collection and review in preparation for continued rolling document production (.50)	1.50
11/18/11	JLS	0022 Confer with Akin Gump attorneys regarding discovery issues in connection with Elektrobot requests (.5).	0.50
11/18/11	JFN	0022 Communications re note term sheet.	0.20
11/18/11	RJD	0022 Conference with R. Presa regarding discovery in connection with Elektrobot claim (.7); Internal correspondence regarding same (.4).	1.10
11/18/11	RJP	0022 Meet w/R. Donohue to discuss Elektrobot discovery issues.	0.70
11/21/11	RJP	0022 Draft and revise annotated discovery responses summarizing discovery activities and documents produced (1.2).	1.50
11/22/11	RJD	0022 Conference with R. Presa regarding Elektrobot discovery in connection with disclosure statement (.60); Internal correspondence regarding same	4.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		(.10, .20, .20); Review and analyze documents (1.80); Teleconference with Blackstone regarding same (1.10)	
11/22/11	SIW	0022	0.90
11/22/11	RJP	0022	2.60
		Teleconf. w/Blackstone to discuss Elektrobitt subpoena and document requests (1.3); conference with R. Donohue regarding Elektrobitt discovery (.7); update record of Debtors' responses to Elektrobitt discovery (.6).	
11/23/11	SLS	0022	0.20
11/23/11	RAT	0022	0.20
		Review Blackstone revisions to note term sheet (.2). Participating in internal conferences regarding status of deal and T-3 question.	
11/23/11	RJD	0022	1.20
		Numerous internal communications regarding Elektrobitt discovery in connection with disclosure statement (.10, .20, .20, .10, .30); Correspondence with Blackstone regarding same (.30)	
11/23/11	RJP	0022	1.00
		Draft email to Elektrobitt regarding status of discovery (.4); correspondence to w/R. Donohue and J. Sorkin regarding same (.1); multiple corresp. to C. Reyes regarding TerreStar documents (.1), (.1); review TerreStar board minutes for production to Elektrobitt (.2); corresp. to A. Preis and S. Schultz regarding same (.1).	
11/23/11	JBS	0022	0.60
		Attention to correspondence on T-3 call and TIA inquiry from R. Testani.	
11/28/11	SLS	0022	0.40
		Telephone call with M. Snyder regarding note term sheet (.2); telephone call with CJ Brown regarding same (.2)	
11/28/11	RJD	0022	2.50
		Communications to J. Sorkin and R. Presa regarding Elektrobitt discovery in connection with disclosure statement (.50); further internal correspondence regarding same (.10, .30, .10); Review and analyze documents (1.30); call with R. Presa regarding same (.2).	
11/28/11	SIW	0022	0.30
		Communications to S. Schultz (.1, .1) and coordinate call with preferreds re T-3 (.1).	
11/28/11	RJP	0022	0.80
		Manage and coordinate discovery in response to Elektrobitt requests (.3); call w/R. Donohue regarding same (.2); corresp. to M. Gyure (.1) and C. Torres (.1), (.1) regarding document review.	
11/29/11	SLS	0022	0.20
		Telephone call with M. Snyder regarding plan term sheet (.1); communication to A. Preis regarding same (.1).	
11/29/11	MAG	0022	2.00
		Create 2 binder sets of documents for J. Sorkin review related to Elektrobitt discovery (1.5). Separate and chron documents re: Blackstone and FTP. (.5)	
11/29/11	RJD	0022	3.70
		Review and analyze deposition subpoenas to 1.4 Holdings and Blackstone (.80); Draft and edit responses to same (2.10); Internal correspondence to J. Sorkin and R. Presa regarding same (.30); Internal correspondence regarding Elektrobitt discovery in connection with disclosure statement (.50)	
11/29/11	RJP	0022	0.30
		Corresp. to M. Gyure (.1) and C. Torres (.1), (.1) regarding document review and production.	
11/30/11	MAG	0022	1.00
		Create binder and index of all post Oct. 2010 TSC Board Minutes in connection with Elektrobitt discovery.	
11/30/11	RJD	0022	1.70
		Internal correspondence regarding Elektrobitt discovery in connection with disclosure statement (.10, .30, .20); Numerous teleconferences with R. Presa regarding same (.10, .30); Review and analyze documents (.70)	
11/30/11	SIW	0022	1.00
		Correspondence to S. Schultz (.1) and TSN team (.1) regarding terms of Sprint settlement with respect to TSC plan and disclosure statement; review and revise disclosure statement (.6); communications with Blackstone regarding disclosure statement objection chart (.2).	
11/30/11	RJP	0022	0.60
		Multiple confs. w/R. Donohue regarding Elektrobitt discovery (.1), (.3); corresp. to D. Brandon and Z. Wittenburg regarding same (.1), (.1).	
11/11/11	RWP	0024	0.30
		Telephone call regarding disclosures; T-3 and private placement issues.	
11/14/11	SLS	0025	2.00
		Travel from Dallas to NY (Actual time - 4.0)	
11/14/11	SIW	0025	1.55
		Travel from Dallas to NY. (Actual time - 3.1)	

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
11/15/11	JFN	0025 Travel to New York. (Actual time - 2.5)	1.25
11/16/11	JLS	0025 Travel to/from hearing on motion for reconsideration (1.4). (Actual time - 1.4)	0.70
11/16/11	SLS	0025 Travel to and from hearing. (Actual time - 1.0)	0.50
11/16/11	JFN	0025 Travel to and from hearing (2.0). (Actual time - 2.0)	1.00
11/16/11	SJW	0025 Travel to (.8) and from (.8) TSC hearing. (Actual time - 1.6)	0.80
11/16/11	RJP	0025 Travel to and from hearing on reconsideration of examiner motion. (Actual time - .8)	0.40
11/17/11	SLS	0025 Return travel from New York (Actual time - 5.0).	2.50
11/17/11	JFN	0025 Travel to DC. (Actual time - 3.0)	1.50
11/17/11	SJW	0025 Travel from NY to Dallas. (Actual time - 4.7)	2.35
Total Hours			628.15

TIMEKEEPER TIME SUMMARY:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
T W DAVIDSON	1.60 at	\$705.00 =	\$1,128.00
H B JACOBSON	0.60 at	\$740.00 =	\$444.00
R W PARKS	0.30 at	\$895.00 =	\$268.50
I S DIZENGOFF	5.20 at	\$975.00 =	\$5,070.00
R A TESTANI	3.10 at	\$910.00 =	\$2,821.00
J L SORKIN	37.10 at	\$650.00 =	\$24,115.00
S L SCHULTZ	51.10 at	\$700.00 =	\$35,770.00
A PREIS	36.30 at	\$700.00 =	\$25,410.00
J F NEWDECK	31.45 at	\$625.00 =	\$19,656.25
S L NAEGEL	1.30 at	\$440.00 =	\$572.00
R J DONOHUE	74.80 at	\$535.00 =	\$40,018.00
S J WOODSELL	99.40 at	\$335.00 =	\$33,299.00
L ZAHRAKKA	20.50 at	\$360.00 =	\$7,380.00
R A COHEN	0.50 at	\$360.00 =	\$180.00
R J PRESA	89.30 at	\$360.00 =	\$32,148.00
D A KAZLOW	29.70 at	\$510.00 =	\$15,147.00
J H BELL	21.60 at	\$535.00 =	\$11,556.00
A L BLAYLOCK	0.90 at	\$550.00 =	\$495.00
J B SMITH	9.00 at	\$535.00 =	\$4,815.00
C TORRES	10.80 at	\$225.00 =	\$2,430.00
R STANCUT	1.00 at	\$225.00 =	\$225.00
B R KEMP	18.00 at	\$210.00 =	\$3,780.00
D KRASA-BERSTELL	6.00 at	\$230.00 =	\$1,380.00
M A GYURE	58.50 at	\$250.00 =	\$14,625.00
M A FOLEY	1.70 at	\$185.00 =	\$314.50
D R CADET	2.20 at	\$200.00 =	\$440.00
M D WEIN	0.80 at	\$195.00 =	\$156.00
J E KRANE	1.30 at	\$195.00 =	\$253.50
J A SAMPER	12.10 at	\$210.00 =	\$2,541.00
L W LANPHEAR	1.20 at	\$215.00 =	\$258.00
S A FENER	0.80 at	\$190.00 =	\$152.00

Current Fees

\$286,847.75

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Computerized Legal Research - Lexis

\$344.70

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Computerized Legal Research - Westlaw	\$3,976.80
Courier Service/Messenger Service- Off	\$79.25
Site	
Duplication - In House	\$1,528.00
Filing Fees	\$200.00
Meals - Business	\$291.91
Meals (100%)	\$277.75
Postage	\$1.08
Audio and Web Conference Services	\$98.19
Travel - Airfare	\$5,085.80
Travel - Ground Transportation	\$615.42
Travel - Lodging (Hotel, Apt, Other)	\$2,329.95
Travel - Parking	\$58.00
Travel - Telephone & Fax	\$20.72
Travel - Train Fare	\$4.50

Current Expenses	<u>\$14,912.07</u>
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Total Amount of This Invoice	\$301,759.82
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Prior Balance Due	<u>\$469,790.95</u>
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Total Balance Due Upon Receipt	<u>\$771,550.77</u>
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Akin Gump

Strauss Hauer & Feld LLP

TERRESTAR NETWORKS
ATTN: DOUGLAS BRANDON
ONE DISCOVERY SQUARE
12010 SUNSET HILLS ROAD
SUITE 600
RESTON, VA 20190

Invoice Number 1404526
Invoice Date 01/20/12
Client Number 688669
Matter Number 0004

Re: TSC POSTPETITION

FOR PROFESSIONAL SERVICES RENDERED THROUGH 12/31/11 :

MATTER SUMMARY OF TIME BILLED BY TASK :

		<u>HOURS</u>	<u>VALUE</u>
0002	General Case Administration	36.90	\$19,418.00
0003	Akin Gump Fee Application/Monthly Billing Reports	20.60	\$9,016.00
0004	Analysis of Other Professionals Fee Applications/Reports	5.90	\$1,538.00
0008	Court Hearings	29.40	\$11,831.50
0009	Financial Reports and Analysis	2.90	\$1,139.50
0012	General Claims Analysis/Claims Objections	384.00	\$182,686.50
0018	Tax Issues	0.70	\$490.00
0022	Plan/Disclosure Statement/Solicitation and Related Documentation	324.50	\$163,799.00
0025	Travel Time	4.40	\$2,750.00
	TOTAL	809.30	\$392,668.50

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Invoice Number: 1404526

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
12/01/11	ISD	0002 Review Mohawk standing motion (.6).	0.60
12/01/11	DKB	0002 Update transcripts file.	0.50
12/02/11	SJW	0002 Communications to A. Blaylock regarding timing for omnibus hearing dates (.1, .1).	0.20
12/05/11	SJW	0002 Call with chambers regarding omnibus hearing dates (.1); follow up correspondence to A. Blaylock (.1).	0.20
12/06/11	JLS	0002 Review and respond to correspondence regarding hearing dates (.2).	0.20
12/06/11	ISD	0002 Review Mohawk standing issue (.6).	0.60
12/06/11	SJW	0002 Review recently filed documents (.3); review case website (.2); correspondence with GCG re same (.2); communications with chambers regarding case calendar (.1, .1); communications with working group regarding the same and case timeline (.2, .1); revise WIP list (.2); communications to J. Newdeck regarding case calendar (.3).	1.70
12/06/11	EYP	0002 Various calls and correspondence to S. Schultz regarding general case timeline and strategy.	0.50
12/07/11	BRK	0002 Update case calendar.	0.80
12/07/11	JFN	0002 Communications re upcoming calendar dates/issues.	0.20
12/07/11	SJW	0002 Correspondence with working group regarding omnibus hearing dates and case calendar (.1, .1); call with chambers regarding the same (.2); correspondence to B. Kemp regarding calendaring of the same (.1).	0.50
12/08/11	BRK	0002 Update case calendar.	0.30
12/09/11	JFN	0002 Communications re Wells notice (.2,2) and follow-up.	0.40
12/09/11	SJW	0002 Review numerous emails from TSC team regarding Wells Notice (.3); coordinate call to discuss the same (.2).	0.50
12/12/11	SLS	0002 Communication regarding NDA for TSC (.2); participate in call with TSC working group regarding Harbinger Wells notice (.6).	0.80
12/12/11	JFN	0002 Call with B. Mendelsohn re Wells notice (.3) and follow-up (.3); team call re same (.6) and follow-up (.1).	1.30
12/12/11	SJW	0002 Call with TSC team and Blackstone regarding Wells notice.	0.40
12/12/11	JBS	0002 Participate in calls regarding on wells notice (.6).	0.60
12/13/11	SLS	0002 Communication with J. Sorkin regarding upcoming litigation matters (.2)	0.20
12/13/11	JFN	0002 Communications re response to creditor letter.	0.20
12/13/11	SJW	0002 Organize various documents and task lists.	0.40
12/13/11	EYP	0002 Various calls with Company and Blackstone regarding issue	1.00
12/14/11	BRK	0002 Update case calendar.	0.20
12/14/11	JFN	0002 Review creditor letter and revise draft response (.8, .3).	1.10
12/14/11	SJW	0002 Communications with J. Newdeck regarding status of various tasks (.3).	0.30
12/14/11	EYP	0002 Calls with various stakeholders.	0.50
12/14/11	MAF	0002 Review related cases (.2); review upcoming objection deadlines (.1).	0.30
12/15/11	SJW	0002 Revise Mohawk response per comments of J. Newdeck (.5).	0.50
12/16/11	SLS	0002 Communications with T-star team regarding response to request for standing to initiate fraudulent transfer claim (.5); review correspondence related to case administration (.2).	0.70
12/16/11	SJW	0002 Pull pleading and communication to A. Preis re Bellido motion to withdraw (.3).	0.30
12/16/11	EYP	0002 Call with preferred holders.	0.50
12/18/11	SLS	0002 Comment on response to request for standing to bring fraudulent transfer claim.	0.50
12/18/11	SJW	0002 Review and revise letter to Mohawk regarding standing request per comments of S. Schultz (2.6); correspondence with J. Newdeck regarding same (.1).	2.70
12/19/11	SLS	0002 Revise response to request for standing to initiate fraudulent transfer	0.80

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		(.8).	
12/19/11	JFN	0002 Communications re response to credit letter (.2); review comments (.2).	0.40
12/19/11	SJW	0002 Review and revise letter to Mohawk per comments of S. Schultz and A. Preis (.9); correspondence to D. Brandon regarding the same (.2).	1.10
12/19/11	MAF	0002 Prepare J. Newdeck pro hac application.	0.70
12/20/11	BRK	0002 Update case calendar.	0.20
12/20/11	MAF	0002 Update J. Newdeck pro hac (.1); file same (.3).	0.40
12/21/11	JFN	0002 Correspondence from GCG re service question.	0.20
12/21/11	SJW	0002 Review and submit orders to Chambers for entry.	0.30
12/22/11	SJW	0002 Respond to inquiry from GCG regarding warrants.	0.20
12/23/11	JLS	0002 Review and respond to corresp re: notice of appeal (.4); Review and respond to corresp re: case (.3).	0.70
12/23/11	JFN	0002 Communications re examiner appeal;	0.20
12/23/11	JFN	0002 Communications re creditor standing letter.	0.20
12/23/11	RJD	0002 Review and analyze Perez notice of appeal of decision on examiner motion (.50); Numerous internal correspondence regarding Perez notice of appeal (.20, .20, .20).	1.10
12/23/11	SJW	0002 Review correspondence from Mohawk regarding intercompany transfer (.3); follow up communication with S. Schultz (.1).	0.40
12/23/11	LZ	0002 Email S. Woodell re: call from TSC stockholder.	0.10
12/23/11	EYP	0002 Review of Neiger letter.	0.50
12/24/11	EYP	0002 Review Neiger letter and draft response.	1.50
12/26/11	SJW	0002 Review several communications between TSC team and E. Neiger re Mohawk demand.	0.30
12/27/11	SLS	0002 Review letter regarding request for standing.	3.40
12/27/11	BRK	0002 Retrieve 10K of TerreStar dated March 16, 2010.	0.30
12/27/11	SJW	0002 Several communications with GCG re service of recently filed documents (.1, .1, .1).	0.30
12/27/11	EYP	0002 Review and comment on Neiger letter.	1.00
12/28/11	SLS	0002 Communication to preferreds regarding response to Mohawk letter (.2); communications to A. Preis (.1) and S. Woodell (.1) regarding revisions to same.	0.30
12/28/11	JFN	0002 Emails re creditor standing letter.	0.20
12/28/11	SJW	0002 Draft letter to Mohawk re demand (.4).	0.40
12/28/11	ALB	0002 Review and revise Mohawk letter (.3); correspondence to S. Schultz re same (.2).	0.50
12/29/11	SLS	0002 Finalize response to recent Mohawk correspondence (.7).	0.70
12/29/11	JFN	0002 Email re creditor standing letter.	0.20
12/29/11	SJW	0002 Review and revise two letters to Mohawk counsel (.6).	0.60
12/07/11	SJW	0003 Review and revise prebill with respect to privilege and task coding.	4.60
12/08/11	SJW	0003 Discuss with K. Prater global revisions to task coding on prebill (.2).	0.20
12/11/11	SJW	0003 Review and revise prebill with respect to task coding.	2.20
12/15/11	SLS	0003 Review attachment for monthly fee application (1.0).	1.00
12/15/11	SJW	0003 Begin to draft monthly fee statement.	0.30
12/16/11	JFN	0003 Emails re fee application (.1); review same (.8, 1.2, 1.4); various communications with S. Woodell (.3).	3.70
12/16/11	SJW	0003 Continue drafting monthly fee application (1.4); draft proposed order on interim fee applications (1.2); several communications with J. Newdeck regarding monthly fee application (.3).	2.90
12/17/11	JFN	0003 Follow-up re fee application.	0.20
12/17/11	SJW	0003 Review communication from J. Newdeck regarding monthly fee statement (.1).	0.10
12/19/11	SLS	0003 Review and comment on monthly fee application (1.6); review and	2.10

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
12/19/11	SJW	0003 comment on quarterly fee application order (.3); communication to S. Woodell regarding same (.2). Review and revise proposed order on interim fee applications per comments of S. Schultz (.7).	0.70
12/19/11	MAF	0003 Review fee applications.	0.10
12/20/11	BRK	0003 File November 2011 fee statement.	0.70
12/20/11	SJW	0003 Revise proposed fee application order per agreement with UST.	0.40
12/20/11	MAF	0003 Review Akin Fee Application.	0.30
12/27/11	SJW	0003 Review order granting interim fee applications (.3); correspondence to L. Zahradka re same (.1, .1); communication to L. Zahradka re outstanding invoices (.2); draft chart re holdbacks granted to each professional per order for client (.4).	1.10
12/05/11	BRK	0004 Update monthly fee chart.	2.50
12/05/11	SJW	0004 Review GCG invoice.	0.20
12/06/11	BRK	0004 Update monthly fee chart.	0.20
12/06/11	SJW	0004 Review preferred shareholders' monthly invoices.	0.60
12/07/11	BRK	0004 Continue updating monthly fee chart.	0.40
12/07/11	SJW	0004 Correspondence with company regarding payment of professional fees (.1, .1); review updated fee chart and circulate to Blackstone (.2).	0.40
12/09/11	SJW	0004 Review WLRK invoice.	0.20
12/15/11	SJW	0004 Correspondence to Blackstone (.1) and Deloitte (.1) regarding monthly fee statements.	0.20
12/16/11	SLS	0004 Review Deloitte fee application (.1)	0.10
12/20/11	SJW	0004 Review Deloitte fee application (.3); call with D. Gutierrez re same (.1).	0.40
12/21/11	BRK	0004 File Eighth Monthly Statement of Deloitte Tax for November.	0.70
12/12/11	JFN	0008 Email re 12/21 hearing.	0.10
12/12/11	DKB	0008 Review case docket (.2); Prepare agenda to be efiled (.1); Effect the above (.2); Prepare hearing notebooks (.8); Confer with attorney re status (.1); Forward notebooks to court (.2); Schedule telephonic appearance for S. Schultz (.5); Confer with chambers re above (.2); Update attorneys re status (.1).	2.40
12/12/11	SJW	0008 Correspondence with R. Cohen regarding preparation of agenda and hearing binders (.3); draft agenda (.2); prepare hearing materials and coordinate with paralegals with respect to same (.3); communications to TSN team regarding TSC agenda (.1, .1).	1.00
12/12/11	SJW	0008 Review and revise case calendar (.3); communications with R. Donohue regarding timeline (.3); correspondence with working group regarding same (.2); draft notice of omnibus hearing (.2); coordinate filing the same (.1).	1.10
12/13/11	DKB	0008 Assist with preparation for hearing.	0.50
12/13/11	EYP	0008 Prepare for hearing	1.00
12/13/11	JAS	0008 Preparation for 12/14 hearing.	1.80
12/14/11	SLS	0008 Participate in hearing to approve Sprint settlement (telephonic) (1.1)	1.10
12/14/11	SJW	0008 Call with chambers regarding potential hearing dates (.2).	0.20
12/16/11	BRK	0008 Draft and file December 21 agenda letter.	1.60
12/16/11	DKB	0008 Confer with B. Kemp re preparation for upcoming hearing (.2); Review materials therefor (.6).	0.80
12/16/11	SJW	0008 Communication to B. Kemp regarding agenda letter (.2); call with S. Schultz regarding same (.1); review and revise agenda (.3); communications with R. Cohen regarding hearing preparation (.2).	0.80
12/19/11	BRK	0008 File agenda letter regarding December 21 hearing.	0.70
12/19/11	BRK	0008 Coordinate with CourtCall regarding telephonic appearance of S. Schultz.	0.20
12/19/11	JFN	0008 Review documents in preparation for 10/21 hearing.	1.20
12/19/11	SJW	0008 Communications with B. Kemp regarding hearing preparations (.2).	0.20
12/19/11	MAF	0008 Prepare documents for hearing.	0.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
12/19/11	JAS	0008 Preparation for 12/21/2011 hearing.	3.30
12/20/11	BRK	0008 Coordinate with CourtCall regarding cancellation of appearance of S. Schultz.	0.20
12/20/11	JFN	0008 Correspondence re 12/21 hearing (.4); review pleadings (.2); hearing preparation (2.0, .7).	3.30
12/20/11	DKB	0008 Confer with attorney re preparation for hearing (.2); Review materials for hearing (.3); Prepare separate copies of various hearing materials requested by attorneys (.7); Prepare materials for court (.3).	1.50
12/20/11	SJW	0008 Several communications to J. Newdeck regarding preparation for 12/21 hearing (.3); follow up work re same (.2).	0.50
12/21/11	JFN	0008 Prepare for hearing (2.0); pre-meeting (.5) attend hearing and follow-up (1.5); working lunch meeting re follow-up issues (1.0); follow up re order submission (.2).	5.20
12/28/11	MAF	0008 Review upcoming hearing dates.	0.10
12/19/11	SJW	0009 Review and revise November MOR.	0.60
12/20/11	SLS	0009 Review monthly operating report (.5); discuss same with S. Woodell (.2)	0.70
12/20/11	BRK	0009 File November Operating Report.	0.70
12/20/11	SJW	0009 Review and revise MOR per comments of S. Schultz.	0.90
11/04/11	ISD	0012 Update on EB claims matters, defenses and status..	1.00
11/07/11	ISD	0012 Update on EB claims matters, defenses and status.	1.00
11/15/11	ISD	0012 Update on EB claims matters, defenses and status.	1.10
11/23/11	JLS	0012 Review correspondence regarding proposed scheduling order (.1); Review and respond to correspondence regarding claims discovery issues (.4).	0.50
11/28/11	JLS	0012 Draft correspondence regarding discovery issues (.4); Confer with Akin Gump attorneys regarding discovery issues (.5); Phone call with client regarding discovery issues (.2); Review and respond to correspondence regarding discovery issues (.4); Review draft discovery requests (.4).	1.90
11/28/11	CT	0012 Prepare case documents for review.	2.40
11/29/11	JLS	0012 Review and respond to correspondence regarding discovery issues (.3); Confer with Akin Gump attorneys regarding discovery issues (.2).	0.50
11/29/11	CT	0012 Prepare case documents for attorney review.	2.80
11/30/11	JFN	0012 Review Swarts claim materials (.2, .3); communications re same (.2).	0.70
12/01/11	JLS	0012 Confer with Akin Gump attorneys regarding discovery issues (.2); Review and respond to correspondence regarding discovery issues (.4).	0.60
12/01/11	SLS	0012 Telephone call with J. Newdeck regarding Swartz claim objection (.3).	0.30
12/01/11	ISD	0012 Update from team on EB claim (.3).	0.30
12/01/11	JFN	0012 Call with S. Schultz re Swarts.	0.30
12/01/11	MAG	0012 Review all post 10/2011 Meeting Minutes to ensure chronology prior to production. (1.0)	1.00
12/01/11	CT	0012 Prepare case documents for attorney review.	2.40
12/01/11	RJD	0012 Review and analyze Swartz claim and related filings (1.10); Numerous internal correspondence regarding same (.10, .20, .30)	1.70
12/01/11	SJW	0012 Prepare for call re Swarts claim.	0.30
12/01/11	MAF	0012 Review status of Sprint Stipulation.	0.10
12/02/11	JLS	0012 Phone calls with Akin Gump attorneys regarding case status and strategy regarding claim objection (.5); Review and finalize correspondence in connection with production (.3); Confer with Akin Gump attorneys regarding discovery issues (.4).	1.20
12/02/11	SLS	0012 Telephone conference with working group regarding Swartz claim objection (.6); follow-up communication to A. Blaylock regarding same (.3).	0.90
12/02/11	JFN	0012 Review Swarts POC (.2); call with working group regarding Swarts claim (.6); follow-up communications re same (.2).	1.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
12/02/11	MAG	0012 Begin compilation of all documents produced in TSC-Debtors re: Elektrobit claim and all documents produced in Blackstone range re: Elektrobit Claim (2.0).	2.00
12/02/11	CT	0012 Prepare case documents for production.	3.80
12/02/11	SJW	0012 Calls with working group and litigation team regarding Swarts claim (.6); and Jefferies claim (.3).	0.90
12/02/11	RJP	0012 Teleconf. w/F. Grese and R. Mullen (Weil) regarding Elektrobit claim discovery (.3); draft email to J. Sorkin and R. Donohue summarizing same (.5); review draft responses/objections to Elektrobit subpoenas (.3).	1.10
12/02/11	RJP	0012 Teleconf. w/Akin attorneys regarding Swarts claim objection (.6).	0.60
12/05/11	JLS	0012 Review and respond to correspondence regarding discovery issues and depositions.	0.20
12/05/11	ISD	0012 Update from team on EB claim objection (.2); review Jefferies settlement (.3).	0.50
12/05/11	JFN	0012 Review Swarts POC and potential claim objection draft (1.2); review correspondence to/from Swarts (.2); communications to A. Blaylock re same (.2, .2); confer with R. Presa (.2) and follow-up email (.1); attention to claim issues (.2).	2.30
12/05/11	MAG	0012 Create binder of all Blackstone documents produced in TSC action re: Elektrobit claim (1.5) Create binders of all TSC-Debtors documents produced in connection with Elektrobit Claims Objection (1.5).	3.00
12/05/11	CT	0012 Prepare case documents for attorney review.	3.40
12/05/11	RJD	0012 Review and analyze Jefferies claims and related filings (1.90); Communications with J. Sorkin and R. Presa regarding same (.10, .20, .30); internal correspondence regarding same (.30, .20, .30); Review draft discovery in connection with Jefferies claim (1.30); Revise and edit draft objection to Jefferies claims (1.80); Review and analyze Swartz claim and related filings (.80); Internal teleconference regarding responding to Swarts and Jefferies claims (.60).	7.80
12/05/11	RAC	0012 Review docket and send documents to litigation team with regard to Jefferies objection and form of prior filings.	0.40
12/05/11	RJP	0012 Teleconfs. (.2) and corresp. (.1) w/J. Newdeck regarding Swarts claim; review and analyze Swarts claim (.5) and Swarts-related filings in TSC (.3); research legal issues in connection w/same (1.7).	2.80
12/05/11	RJP	0012 Draft and revise interrogatories to Jefferies (1); draft and revise 30(b)(6) notice to Jefferies (.8); corresp. (.2), (.1) and conf. (.2) w/R. Donohue regarding same; review Jefferies background materials (.4).	2.70
12/06/11	ISD	0012 Update from team on EB litigation (.2).	0.20
12/06/11	MAG	0012 Organize all pdfs of meeting minutes and create additional binder for S. Schultz review in connection with Elektrobit claim (2.0).	2.00
12/06/11	RJD	0012 Conferences with J. Sorkin and R. Presa regarding Jefferies claim (.10, .10, .20); internal correspondence regarding same (.10, .20, .30); Review draft discovery in connection with Jefferies claim (1.10); review and revise draft objection to Jefferies claims (1.30).	3.40
12/06/11	RJP	0012 Conf. w/R. Donohue regarding Jefferies and Swarts claims objections (.4).	0.40
12/06/11	ALB	0012 Communications with R. Donohue re: Jefferies objection.	0.30
12/07/11	JFN	0012 Confer with S. Woodell re claims issues (.2); follow-up email re same (.1).	0.30
12/07/11	RJD	0012 Communications to J. Sorkin and R. Presa regarding Jefferies claim (.10, .20, .20); Numerous internal correspondence regarding same (.10, .20, .30); Review draft discovery in connection with Jefferies claim (1.10); Review and revise draft objection to Jefferies claims (1.30); further communications with J. Sorkin and R. Presa regarding Swarts claim (.10, .20); Numerous internal correspondence regarding same (.20, .30); Revise draft objection to Swarts claim (1.10).	5.40

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
12/07/11	SJW	0012 Review TSC Debtors' claims register.	0.30
12/07/11	RJP	0012 Research related to Swarts claim objection (.4).	0.40
12/08/11	SLS	0012 Review communications regarding Sprint settlement.	0.30
12/08/11	RJD	0012 Communication to J. Sorkin and R. Presa regarding Jefferies claim (.10, .20); Numerous internal correspondence regarding same (.10, .20); Review draft discovery in connection with Jefferies claim (.90); Revise draft objection to Jefferies claims (2.10).	3.60
12/08/11	RJP	0012 Draft and revise discovery requests to Jefferies (1); conf. w/R. Donohue re same (.1); research legal issues in connection w/Swarts claim objection (.8).	1.90
12/08/11	JHB	0012 Communications regarding outstanding tasks and scheduling with R. Donohue in connection with various claims objections.	0.50
12/09/11	CT	0012 Prepare case documents for attorney review.	2.40
12/09/11	RJD	0012 Internal conferences regarding Jefferies claim (.20, .30); internal correspondence regarding same (.10, .20, .20); Review draft discovery in connection with Jefferies claim (.80); Revise draft objection to Jefferies claims (1.30).	3.10
12/09/11	RJP	0012 Communication to C. Torres regarding FTP site for pre-production review of emails (.1), (.1); conf. w/R. Donohue re same (.2).	0.40
12/09/11	RJP	0012 Draft and revise discovery requests and 30(b)(6) notice to Jefferies (.9); research legal issues in connection w/Swarts proof of claim (1); draft and revise objection to same (1.4); multiple communications w/R. Donohue re Jefferies discovery (.2) and Swarts objection (.2).	3.70
12/11/11	RJP	0012 Draft and revise objection to Swarts proof of claim (3.3).	3.30
12/12/11	JLS	0012 Review and respond to correspondence regarding Elektrobot response brief (.3); Meeting with Akin Gump attorneys regarding claims status and tasks (.6); Confer with Akin Gump attorney regarding depositions (.1).	1.00
12/12/11	SEs	0012 Telephone call with J. Newdeck regarding Swartz claim (.4); telephone call with J. Liou and S. Woodell regarding claims register (.5)	0.90
12/12/11	JFN	0012 Follow-up re Swarts claim objection (.2); call with S. Schultz re same (.4); review draft (1.0); email re same (.2, .2); calls/emails re claims issues and follow-up (.3); review claims register (.2).	2.50
12/12/11	MAG	0012 Locate and distribute to team Elektrobot's opposition to the preferreds' and the TSC Debtors' claim objection (1.0)	1.00
12/12/11	MAG	0012 Confer with R. Donohue and J. Bell re: TSC Hearing schedule and other scheduling issues (.50) Create electronic files of all minutes (1.0) send all 1.4 BOD minutes to J. Bell and create electronic filed re: same (1.5).	3.00
12/12/11	CT	0012 Prepare case documents for attorney review.	1.40
12/12/11	RJD	0012 Internal conferences regarding Jefferies, Elektrobot, and Swarts claim objections (.30, .20, .6); Confer with M. Gyure and J. Bell regarding scheduling and WIP issue (.6); correspondence regarding same (.20, .20, .30, .40); Revise draft objection to Jefferies claims (1.80); Review and analyze Elektrobot's opposition to claim objection and motion for CMO (2.60).	7.10
12/12/11	SJW	0012 Call with S. Schultz and J. Liou regarding claims issues (.4); follow up research (.7).	1.10
12/12/11	LZ	0012 Review alleged claim by Morgan Stanley (.7); call with Company re: same (.1); communication to A. Blaylock re: same (.1); summarize status for Company (.2).	1.10
12/12/11	RJP	0012 Draft and revise objection to Swarts proof of claim and circulate for review (2.6); discuss revisions to obj. to Swarts proof of claim w/R. Donohue (.2); review redacted Elektrobot opposition to objections to Elektrobot proof of claim (.3).	3.10
12/12/11	JHB	0012 Attend meeting with R. Donohue and M. Gyure regarding claims objections and timing issues (0.6); review and comment on draft of Swarts claim objection (0.8); review draft of Jefferies claim objection	7.00

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		(1.3); review Elektrobit motion for case management order (0.5); communication regarding TSC board minutes with M. Gyure (0.3); review board minutes (1.5); review Elektrobit discovery requests and related correspondence (0.7); discuss claims objections with R. Donohue (0.5); review TSC Debtors' objection to Elektrobit's claim (0.8).	
12/13/11	SLS	0012 Review Elektrobit motion to establish schedule for claim objection (.6)	0.60
12/13/11	JFN	0012 Review draft Swarts objection; (.4); communications re same (.3).	0.70
12/13/11	MAG	0012 Team meeting re: scheduling and claims and discovery issues (.50).	0.50
12/13/11	CT	0012 Prepare case documents for attorney review.	1.30
12/13/11	RJD	0012 Internal conferences regarding Jefferies, Elektrobit, and Swarts claim objections (.30, .20, .10); internal correspondence regarding same (.20, .20, .30, .10); Revise draft objection to Jefferies claims (.90); Review and analyze Elektrobit's opposition to claim objection and motion for CMO (1.50).	3.80
12/13/11	SJW	0012 Communications with L. Zahradka regarding Morgan Stanley claim (.1, .1); draft response letter to Mohawk demand (1.6).	1.80
12/13/11	LZ	0012 Confer with S. Woodell re: claims issue (.1) (.1); communications to A. Blaylock re: same (.2); summarize issue for S. Schultz (.6).	1.00
12/13/11	JHB	0012 Review and analyze Elektrobit's opposition to objections of preferreds and Debtors to Elektrobit's claim (1.4); read cases cited in Elektrobit's opposition (3.4).	4.80
12/13/11	ALB	0012 Significant correspondence with company (.2) and L. Zahradka (.1)(.2)(.1) re TSC stock program claim issue.	0.60
12/14/11	SLS	0012 Review Elektrobit claim documents (1.3); communication to A. Preis regarding same (.2); communication to working group regarding same (.2).	1.70
12/14/11	JFN	0012 Review claims issues (.2); revise Swarts objection (.8, .3); confer with R. Presa (.2); email to Swarts and follow-up (.2); emails re same (.2); review EB scheduling order motion and emails to S. Schultz re same (.4).	2.30
12/14/11	MAG	0012 Create Blackstone deposition prep binder per J. Bell outline (3.0) Create 1.4 entity binder per J. Bell outline (3.0); Edit TSC-Debtors production binders in preparation for S. Schultz review (2.0).	8.00
12/14/11	RJD	0012 Internal conferences regarding Jefferies, Elektrobit, and Swarts claim objections (.30, .20, .10); internal correspondence regarding same (.20, .20, .30, .40); Review draft objection to Swarts claims (.60).	2.30
12/14/11	SJW	0012 Review correspondence from J. Swarts re claim objection (.2); review related correspondence from team (.1, .1, .2); communication with R. Cohen regarding Swarts claim (.3); call with R. Donohue regarding Elektrobit and Swarts claims (.4); communication with R. Presa re Swarts claim objection (.2); follow up work re background of claim (.4); review correspondence from J. Newdeck regarding Mohawk letter response (.1); review correspondence from A. Preis and S. Schultz re same (.1, .1); coordinate TSC team call re Elektrobit response and follow up correspondence re same (.3, .1, .1).	2.70
12/14/11	RJP	0012 Communications w/J. Newdeck re Swarts claim objection (.2), (.2); teleconf. (.2) and corresp. (.2) w/S. Woodell re same; draft and revise Swarts claim objection (2).	2.80
12/14/11	JHB	0012 Select and organize key documents for 1.4 Holdings entity binder (2.8); review Blackstone documents (2.5); email M. Gyure re: same (0.2); discuss deposition prep with R. Donohue (0.3); review privileged docs re: Elektrobit objection to disclosure statement (2.1).	7.90
12/14/11	MAF	0012 Review proofs of claim.	0.30
12/15/11	JLS	0012 Confer with Akin Gump attorneys regarding Elektrobit claim objection briefing (.7); Review and edit draft claim objections (1.7); Review and respond to correspondence regarding discovery issues (.4).	2.80
12/15/11	SLS	0012 Review Elektrobit claim objection response (1.2); telephone call with	1.70

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		working group regarding Elektrobitt claim objection and Jefferies claim objection (.4); telephone call with J. Swartz regarding anticipated claim objection (.1).	
12/15/11	JFN	0012 Review EB pleadings (.4, .5); call with R. Donohue re same (.2); communications re EB response (.2); team call and follow-up (.4); review Swartz objection (.5); communications re same (.2).	2.40
12/15/11	MAG	0012 Fix TSC-Debtors production binders in preparation for R. Presa (4.0)	4.00
12/15/11	CT	0012 Prepare case documents for attorney review.	2.40
12/15/11	RJD	0012 Numerous internal conferences regarding Jefferies, Elektrobitt, and Swartz claim objections (.30, .20, .20, .40); Numerous internal correspondence regarding same (.20, .10, .30, .40); Revise draft objection to Jefferies claims (1.60); Review draft objection to Swartz claims (.90); Review and analyze Elektrobitt's opposition to claim objection and motion for CMO (.90).	5.50
12/15/11	SJW	0012 Call with TSC team re EB motion (.3); follow up work re same (.2).	0.50
12/15/11	RJP	0012 Correspondence to M. Gyure (.1), (.1) and J. Bell (.1) re depo prep binders; corresp. to R. Cohen re Swartz claim objection (.1); discuss Jefferies discovery and revisions to Swartz objection w/R. Donohue (.2); teleconf. w/Akin team re Elektrobitt claim objection opposition (.4); follow-up call w/J. Bell, and R. Donohue (.2); communication to A. Preis re reply (.1).	1.20
12/15/11	JHB	0012 Attend team meeting regarding Elektrobitt pleadings and Jefferies claim objection (0.4); follow-up discussion with R. Donohue, and R. Presa re: same (0.3); develop arguments in reply to Elektrobitt's response in support of its claim and begin outline (4.3).	5.00
12/15/11	ALB	0012 Communications with Akin team re: Jefferies claim objection.	0.40
12/15/11	ALB	0012 Conference with akin team regarding EB claims issues.	0.40
12/15/11	JLC	0012 Organize case documents related to claims issue.	0.80
12/15/11	JEK	0012 Prepare key document files per M. Gyure related to claims issue.	0.80
12/15/11	JG	0012 Assist M. Gyure with blue-booking of binder related to claims issue.	1.00
12/16/11	JLS	0012 Prepare for and participate in phone call regarding claim objection issues (1.0); Review and respond to correspondence regarding discovery (.3); Work on claim objections (1.0).	2.30
12/16/11	SLS	0012 Telephone call with counsel to the preferreds regarding various upcoming claim objections (.9)	0.90
12/16/11	JFN	0012 Call with preferreds re claim issues (partial) (.5); follow-up communications re same (.3); Swartz objection (.2).	1.00
12/16/11	RJD	0012 Teleconference with counsel for preferred shareholders regarding Jefferies, Elektrobitt, and Swartz claims (.9); follow-up work regarding same (.2); Numerous internal teleconferences regarding same (.50, .20, .20), Numerous internal correspondence regarding same (.20, .10, .30).	2.60
12/16/11	SJW	0012 Call with TSC team and preferreds regarding claims issues (partial) (.6).	0.60
12/16/11	RJP	0012 Review Elektrobitt opposition and motion for CMO in prep. teleconf. w/Preferred Shareholders (.4); participate in teleconf. w/Preferred Shareholders to discuss claim objections (.9); follow-up meeting w/R. Donohue, and J. Bell (.2); review draft Jefferies claim objection (.1).	1.60
12/16/11	JHB	0012 Research consent to modify guaranty (3.5); review additional cases cited in Elektrobitt's response to claim objection (3.1); attend call with preferreds re: various claims objections (partial) (0.5); follow-up discussion with R. Donohue and R. Presa (0.5).	7.60
12/17/11	JLS	0012 Review and respond to correspondence regarding discovery issues (.2).	0.20
12/17/11	RJD	0012 Numerous internal correspondence regarding Jefferies claim (.10, .20, .20).	0.50
12/17/11	SJW	0012 Review several emails from TSC team regarding Jefferies claim objection (.3).	0.30
12/17/11	EYP	0012 Review Jefferies objection.	1.00
12/18/11	JLS	0012 Review and respond to correspondence regarding claim objection (.4);	1.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		Confer with Akin Gump attorney regarding claim objection (.3); Review revise draft claim objection (.8).	
12/18/11	SLS	0012 Communication with A. Preis regarding Jefferies claim objection (.1); communication to team regarding same (.1).	0.20
12/18/11	RJD	0012 Internal correspondence regarding Jefferies claim (.10, .20, .20, .30); internal teleconferences regarding same (.50, .30, .30); Review and analyze Jefferies claims (1.10); Revise draft objection to Jefferies claims (1.90).	4.90
12/18/11	SJW	0012 Research (.4) and correspondence related to Jefferies claim objection (.4); follow up correspondence with TSC team (.2).	1.00
12/18/11	RJP	0012 Review corresp. from A. Preis re Jefferies objection (.2); teleconf. w/R. Donohue re same (.3); draft and revise Jefferies claim objection (2.8)	3.30
12/18/11	EYP	0012 Review and revise Jefferies objection.	2.50
12/19/11	JLS	0012 Review revise draft claim objection (.8); Review and respond to correspondence regarding claim objection (.7).	1.50
12/19/11	SLS	0012 Communications with Akin team regarding Jefferies claim objection (.4); review and comment on same (.7).	1.10
12/19/11	JFN	0012 Call with S. Woodell regarding Jefferies claim (.2, .2); various follow-ups (.5).	0.90
12/19/11	MAG	0012 Cite Checking re: Swartz Claim Objection in TSC matter (3.0)	3.00
12/19/11	RJD	0012 Review and analyze Jefferies claims (1.70); Revise draft objection to Jefferies claims (4.90); internal correspondence regarding Jefferies claim (.20, .20, .30, .30); Numerous internal teleconferences regarding same (.50, .30, .30, .40).	9.10
12/19/11	SJW	0012 Work related to Jefferies claim objection (.6); calls with J. Newdeck regarding same (.2; .2).	1.00
12/19/11	RAC	0012 Review and edit bankruptcy section of Jefferies objection.	0.30
12/19/11	RJP	0012 Draft and revise Jefferies claim objection (4); numerous confs. w/R. Donohue re same (1); corresp. to V. Colavita re same (.2).	5.20
12/19/11	EYP	0012 Review and revise Jefferies objection.	2.00
12/19/11	JHB	0012 Review Jefferies claim objection (1.3); revise Jefferies claim objection (1.2); draft inserts to Jefferies claim objection to address comments from A. Preis (1.5); discuss Jefferies claim objection with R. Donohue (0.3); review case law and pleadings regarding strictissimi juris in connection with Elektrobit claim objection (2.0).	6.30
12/20/11	JLS	0012 Review revise discovery requests (1.0); Review and revise claim objection (.5); Review and analyze documents (2.0).	3.50
12/20/11	SLS	0012 Telephone call with R. Donohue regarding Jefferies claim objection (.2); numerous communications with team regarding potential resolution of Jefferies claim (.4); attention to Elektrobit claim objection (.5).	1.10
12/20/11	MAG	0012 Create additional binder set off all TSC production documents in connection with Jeffery Epstein deposition prep. (1.0) Create additional 1.4 Entity binders (1.0). Search for all J. Epstein emails in Ringtail and creat ebinder re: same (1.0).	3.00
12/20/11	CT	0012 Prepare case documents for attorney review.	1.70
12/20/11	RJD	0012 Review and analyze Jefferies claims (1.20); Revise draft objection to Jefferies claims (4.10); internal correspondence regarding Jefferies claim (.20, .20, .30); extensive internal teleconferences regarding same (.50, .30, .30).	7.10
12/20/11	SJW	0012 Draft omnibus claims objection (1); review several emails from A. Preis regarding status of Jefferies claim (.2).	1.20
12/20/11	RJP	0012 Draft and revise Jefferies claims objection (2.8); confer w/R. Donohue re same (.2), (.1).	3.10
12/20/11	DAK	0012 Review and revise Jefferies claim objection.	3.90
12/20/11	EYP	0012 Various calls and correspondence regarding settlement with Jefferies.	3.00
12/20/11	JHB	0012 Discuss Elektrobit claim objection with R. Donohue (0.6); review revise objection to Elektrobit claim (1.0); review correspondence regarding	2.40

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		Elektrobit claim objection (0.3); attend call regarding FRE 408 issue and other revisions to Elektrobit claim (0.5).	
12/20/11	ALB	0012 Communications with counsel and other parties re: Jefferies claim (.6); correspondence re: same (.2); review proposals re: same (.1)(.2)(.1).	1.20
12/21/11	JLS	0012 Review discovery requests (.7); Review and analyze documents (2.5); Review and respond to corresp re: discovery (.7); Work on discovery responses (.5).	4.40
12/21/11	SLS	0012 Telephone call with J. Swartz regarding potential resolution of claim (.2); communication to A. Preis regarding same (.1) (.1).	0.40
12/21/11	BRK	0012 Draft and file Notice of Withdrawal of Document.	1.30
12/21/11	JFN	0012 Emails re Jefferies stipulation (.3); review terms of same (.3).	0.60
12/21/11	MAG	0012 Load all Elektrobit Discovery responses onto electronic database. Name accordingly. (2.0)	2.00
12/21/11	RJD	0012 Internal correspondence regarding Jefferies claim and potential settlement (.30, .30, .20, .10); Correspondence with counsel for Jefferies regarding same (.30); Review additional written discovery served by Elektrobit on the Debtors and preferred shareholders in connection with Elektrobit claim (1.30); internal correspondence regarding same (.10, .20, .30).	3.10
12/21/11	SIW	0012 Draft memo to J. Swartz re claim status.	0.70
12/21/11	DAK	0012 Review Jefferies settlement and related documents pertaining to claim.	1.40
12/21/11	EYP	0012 Finalization of settlement with Jefferies.	1.00
12/21/11	JHB	0012 Review correspondence regarding potential settlement of Jefferies claim objection.	0.30
12/22/11	JLS	0012 Prepare for and participate in phone call with counsel for Elektrobit re: discovery issues (.8); Review and respond to corresp re: discovery (.6); Confer with Akin Gump attorneys re: discovery issues (.7); Review and analyze documents (.7).	2.80
12/22/11	SLS	0012 Revise settlement correspondence to J. Swartz (.6); review correspondence from J. Swartz regarding same (.1); communications with working group regarding same (.1)	0.80
12/22/11	JFN	0012 Communications re Swartz claim.	0.10
12/22/11	JFN	0012 Draft Jefferies stipulation.	1.00
12/22/11	JFN	0012 Draft Jefferies stipulation (1.6); emails re same (.2).	1.80
12/22/11	CT	0012 Prepare case documents for attorney review.	2.20
12/22/11	SIW	0012 Review revised Swartz proposal (.2); review correspondence from Swartz (.2); review several follow up emails from Akin team (.3).	0.70
12/22/11	EYP	0012 Calls regarding Elektrobit claims discovery.	1.00
12/23/11	JLS	0012 Prepare for and participate in phone call regarding discovery issues (.9); Analyze issues re: discovery (.6).	1.50
12/23/11	JFN	0012 Continue to draft Jefferies stipulation.	1.10
12/23/11	RJD	0012 Communications to S. Woodell regarding claims objections (.50).	0.50
12/23/11	SIW	0012 Correspondence with J. Newdeck re Jefferies stipulations and motions (.2).	0.20
12/23/11	RJP	0012 Review additional Elektrobit discovery requests (.4) and related corresp. (.1); participate in teleconf. w/Blackstone regarding discovery and depositions (.8); teleconf. w/R. Donohue regarding claims objections (.6).	1.90
12/23/11	EYP	0012 Call regarding discovery in response to Elektrobit.	1.00
12/24/11	JFN	0012 Revise Jefferies stipulation.	0.60
12/25/11	JFN	0012 Begin to draft Jefferies 9019 motion.	0.50
12/26/11	JFN	0012 Revise Jefferies stipulation (.5); continue motion draft (1.0).	1.50
12/27/11	JLS	0012 Confer with Akin Gump attorneys regarding discovery (1.3); Review and respond to correspondence regarding discovery (.5); Review and analyze documents in connection with discovery (.6).	2.40

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
12/27/11	JFN	0012 Emails re creditor letter response (.1); draft Jefferies motion (.8); revise Jefferies motion (.6).	1.50
12/27/11	MAG	0012 Assist A. Pries re: creating electronic versions of selected documents for call with client (3.0) Create binder of documents produced in TSC matter (1.0).	4.00
12/27/11	CT	0012 Prepare case documents for attorney review.	2.30
12/27/11	EYP	0012 Document review and follow up call with litigation team in connection with Elektrobot discovery.	1.50
12/28/11	JLS	0012 Analyze discovery issues (.7); Confer with Akin Gump attorneys regarding discovery issues (.7); Review and respond to correspondence regarding discovery (.9); Draft correspondence regarding discovery (.3).	2.60
12/28/11	SLS	0012 Review Jefferies claim stipulation (.2)	0.20
12/28/11	JFN	0012 Draft 9019 motion (.6, 1.7); revise stipulation (.6, .5); revise 9019 motion (1.9); review stipulation (.6); review and revise 9019 motion (.5); emails re: stipulation/9019 motion (.3).	6.70
12/28/11	JFN	0012 Communications re filed POCs (.2); revise 9019 motion (1.0, .7); review and revise stipulation (.5, 3.); review and revise motion (.8); communications re same (.1).	3.60
12/28/11	CT	0012 Prepare case documents for attorney review.	2.70
12/28/11	SJW	0012 Communications regarding VanVlissingen claim (.1), and Jefferies stipulation (.1); review VanVlissingen claim (.4); review and revise Jefferies stipulation (2.9) and related 9019 motion (2.0); review correspondence from J. Newdeck and S. Schultz re 9019 motions (.2).	5.70
12/28/11	RJP	0012 Draft email to Akin lit. team regarding Preferreds' discovery activities w/EB (.5); corresp. w/G. Capone regarding productions (.1), (.1); numerous corresp. w/C. Torres (.2) and J. Bell (.5) regarding document production.	1.40
12/28/11	EYP	0012 Review and comment on Jefferies stip.	2.00
12/28/11	MAF	0012 Review Jeffries' Stipulation.	0.60
12/29/11	JLS	0012 Review and respond to correspondence regarding discovery issues (.5); Review and analyze documents in connection with discovery (.7); Confer with Akin Gump attorneys regarding discovery issues (.3).	1.50
12/29/11	SLS	0012 Review Jefferies claims stipulations (.7)	0.70
12/29/11	JFN	0012 Emails re draft stipulation (.1); review 9019 motion (.3, .8, .2); review same (.5); revise/review stipulation (.7); revise documents (1.3); review Van Vlissingen POCs (.3); call with S. Woodell (.2); further review and analysis (.4); emails with S. Schultz re same (.2).	5.00
12/29/11	MAG	0012 Conference call with team re: upcoming deposition.	0.50
12/29/11	CT	0012 Prepare case documents for attorney review.	2.50
12/29/11	SJW	0012 Review correspondence from A. Preis and S. Schultz re 9019 motions (.1, .1); review and revise Jefferies stipulations (.8); review documents for relevance to Elektrobot request for production in connection with claim objection (1.3); review and redact documents to be produced for privilege (3.4).	5.70
12/29/11	EYP	0012 Review and comment on Jefferies stipulation and motion.	2.50
12/29/11	MAF	0012 Review claims objections.	0.30
12/30/11	JLS	0012 Confer with Akin Gump attorneys regarding discovery issues (.8); Review and respond to correspondence regarding discovery (1.4); Review and analyze documents in connection with production (1.3); Analyze discovery issues (.6).	4.10
12/30/11	JFN	0012 Correspondence re Jeffries stipulation and follow-up (.2); emails re claim issues (.1).	0.30
12/30/11	JFN	0012 Correspondence re: Jefferies stipulation and follow-up.	0.20
12/30/11	MAG	0012 Update binders re: Elektrobot discovery (2.0)	2.00
12/30/11	CT	0012 Prepare case documents for Production.	4.60

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12/30/11	SJW	0012 Communications with J. Bell regarding Elektrobitt production (.3).	0.30
12/30/11	EYP	0012 Efforts re Jefferies settlement	2.00
12/02/11	SLS	0018 Tax call (.7)	0.70
11/04/11	ISD	0022 Review plan and disclosure statement, open items and review documents in connection with disclosure statement hearing.	0.90
11/09/11	ISD	0022 Review plan and disclosure statement, open items and review documents in connection with disclosure statement hearing.	0.90
11/17/11	ISD	0022 Review plan and disclosure statement, open items and review documents in connection with disclosure statement hearing.	0.60
11/21/11	JFN	0022 Emails re DS solicitation issues.	0.20
11/22/11	JLS	0022 Phone call with Blackstone regarding discovery issues (2.0); Meeting with Akin Gump attorneys regarding discovery issues (.4).	2.40
11/23/11	JFN	0022 Emails re T3 issues (.2); correspondence re motion and review plan re same (.4).	0.60
11/30/11	JFN	0022 Correspondence re DS revisions (.2); communication to S. Woodell (.1); correspondence re notes term sheet (.1); correspondence re issuance (.1); attention to term sheet issues (.1).	0.60
12/01/11	SLS	0022 Telephone call with preferreds regarding filing of T-3 (.9); follow-up call with R. Testani regarding same (.2); follow-up email to preferreds regarding same (.1).	1.20
12/01/11	TWD	0022 Reviewed and revised TSN disclosure statement based on Sean Conway comments (1.00); email from Z. Wittenberg with comments on FCC comments (.30); conference call with Akin Gump team re: miscellaneous issues (.50).	1.80
12/01/11	JFN	0022 Call with preferreds re notes (.4); follow-up communication to S. Schultz (.2); review revised plan and DS and comment on same (1.0, .5); confer with S. Woodell (.1, .2) re same; emails re notes term sheet (.2).	2.60
12/01/11	RAT	0022 Participating in conference call with representatives of new equity to discuss TIA requirements and lack of valid exemption.	0.50
12/01/11	RJD	0022 Review and analyze documents in connection with Elektrobitt discovery (1.30); communications with J. Sorkin and R. Presa regarding Elektrobitt discovery (.10, .20, .30); Numerous internal correspondence regarding same (.30, .20, .30); Manage and coordinate document collection and review in preparation for continued rolling document production (1.80).	4.50
12/01/11	SJW	0022 Communications with J. Newdeck regarding revisions to plan and disclosure statement (.1, .2, .1); call with preferreds re T-3 and solicitation (.4); follow up call with corporate team (.2); follow up communication to working group (.2); call to M. Snyder re corporate documents (.1); review and revise plan and disclosure statement (.5); correspondence to S. Schultz regarding revisions to plan and voting issues (.5).	6.80
12/01/11	RJP	0022 Communications w/J. Sorkin and R. Donohue regarding Elektrobitt discovery (.3); review and analyzed documents for production to Elektrobitt (.5); numerous communications w/C. Torres regarding document production (.1), (.1), (.1).	1.10
12/01/11	MAF	0022 Review and distribute Plan.	0.10
12/01/11	JBS	0022 Teleconference with various parties re: T-3 vs. private placement and related follow-up.	0.80
12/02/11	SLS	0022 Communication to R. Donahue regarding upcoming depositions (.1)(.1)	0.20
12/02/11	JFN	0022 Follow-up re plan/DS.	0.20
12/02/11	RJD	0022 Review and analyze documents in connection with Elektrobitt discovery (1.50); communications with J. Sorkin and R. Presa regarding Elektrobitt discovery (.20, .30, .30); Numerous internal correspondence regarding same (.30, .20, .30); Manage and coordinate rolling document review and production to Elektrobitt (2.10).	5.20
12/02/11	SJW	0022 Revise plan and disclosure statement with respect to Sprint stipulation and comments of US Trustee.	2.20

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12/02/11	RJP	0022 Review and analyze documents for production in response to Elektrobit formal discovery requests (.7); communications w/C. Reyes regarding TSC board minutes (.1); corresp. w/R. Donohue (.1), (.1) and C. Torres (.1), (.1), (.1) regarding document production; draft corresp. to Elektrobit and Preferred Shareholders regarding same (.2).	1.50
12/05/11	SLS	0022 Review and comment on revised TSC plan (3.4)	3.40
12/05/11	SIW	0022 Review revised notes term sheet (.2); correspondence to preferreds re same (.1).	0.30
12/05/11	JBS	0022 Communication with J. Newdeck (.2); Attention to initial update of indenture based on revised term sheet (.8).	1.00
12/06/11	SLS	0022 Telephone conference with M. Snyder regarding note term sheet (.3) (.2); telephone conference with M. Snyder regarding effective date (.3); analysis of same (.7); multiple follow-up discussions with co-counsel regarding same (.5); draft email response to same (.3); follow-up communications with co-counsel regarding same (.2)	2.50
12/06/11	JFN	0022 Review plan edits (.2); confer with S. Woodell re same (.3); follow-up (.2).	0.70
12/06/11	JFN	0022 Emails with J. Smith re T3 (.1); call with J. Smith re T3 (.3); follow-up re same (.2); draft emails re open information (.4); attention to go-forward items (.2); revise T3 (.3); various issues (.2).	1.70
12/06/11	SIW	0022 Call with J. Newdeck regarding revisions to plan (.3); review the same (.3).	0.60
12/06/11	RJP	0022 Communication w/J. Sorkin and R. Donohue regarding Elektrobit discovery (.1).	0.10
12/06/11	JBS	0022 Attention to correspondence and conversations with J. Newdeck on T-3 and related revisions of T-3 and review of T-3 rules (.3); Attention to revising indenture to reflect current term sheet (3.5).	3.80
12/07/11	SLS	0022 Telephone call with M. Snyder regarding plan effective date (.1); telephone call with J. Liou regarding indentures/notes (.1); review revised disclosure statement (.6).	0.80
12/07/11	SLS	0022 Telephone call with D. Brandon and J. Newdeck regarding T-3 related issues (.9).	0.90
12/07/11	JFN	0022 Communications with preferreds re notes (.2); consider issues re same (.3, .5); confer with S. Schultz (.2); review T3 draft (.2); call with company and S. Schultz re same and follow-up (.9); call re NDA (.5); attention to emergence issues (.6); communications re plan (.2); review revised plan (.5, .4).	4.50
12/07/11	RAT	0022 Communication regarding TIA question regarding promissory notes to J. Smith.	0.20
12/07/11	SIW	0022 Revise plan per comments of S. Schultz.	2.50
12/07/11	DAK	0022 Review and revise TSC settlement documents.	2.70
12/07/11	EYP	0022 Various calls with Blackstone re refresh analysis and review of docs re same.	1.00
12/07/11	JBS	0022 Attention to revising indenture and distributing to R. Testani (2.5). Teleconference with D. Brandon, J. Newdeck and S. Schultz on T-3 and attention to revising/updating T-3 (.9). Attention to review of Deloitte proposed restructuring presentation (.2). Attention to review of TIA and indenture in light of possible use of promissory notes (1.0).	4.60
12/08/11	SLS	0022 Review and comment on reviewed disclosure statement (1.0); review and comment on reply brief (.4); communication with S. Woodell regarding same (.2); review and comment on reviewed plan (.5); review and comment on further revised disclosure statement (.4).	2.50
12/08/11	JFN	0022 Emails with S. Woodell re plan (.2); view same (.3); follow-up (.2); emails re note issues and analysis re same (.5).	1.20
12/08/11	RAT	0022 Communication regarding TIA research regarding 304(8) exemption to J. Smith and others.	0.40
12/08/11	SIW	0022 Correspondence with J. Newdeck regarding revised plan (.1);	8.10

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		correspondence to S. Schultz regarding the same (.1); call with S. Schultz regarding revisions to DS and reply (.2); review and revise several rounds of plan and DS (7.4); correspondence with GCG regarding revised solicitation timeline (.3).	
12/08/11	JBS	0022 Communications with R. Testani on promissory note issues (.2) and related research (1.9).	2.10
12/09/11	JLS	0022 Review and respond to correspondence regarding Elektrobite depositions.	0.10
12/09/11	SLS	0022 Communications with working group re plan valuation issues (.3); follow up call with R Testani re same (.4).	0.70
12/09/11	SLS	0022 Communications with Akin working group regarding plan documents (.4); telephone conference with M Snyder regarding plan documents and disclosure statement depositions (.2); communications to A Pries and J Sorkin re Highland disclosure statement deposition (.2).	0.80
12/09/11	CMG	0022 Email to New York office on qualifying indenture in a Sec. 1145 transaction (.1); telephone call with Mr. Mendelsohn thereon (.2).	0.30
12/09/11	ALL	0022 Correspondence regarding Trust Indenture Act issues.	0.20
12/09/11	JFN	0022 Communication re T3 issues (.2); email J. Smith (.2); consider plan issues (.2); communication with R. Testani re T3 filing (.2) and follow-up correspondence (.2); email preferreds (.2).	1.20
12/09/11	RAT	0022 Participating in call with S. Schultz regarding recent developments.	0.50
12/09/11	ZNW	0022 Drafting confidentiality agreement for third party.	0.50
12/09/11	RJD	0022 Review and analyze documents in connection with Elektrobite discovery (1.10); internal teleconferences regarding same (.10, .20, .30); internal correspondence regarding same (.10, .20, .30); Manage and coordinate document collection and review in preparation for continued rolling document production (1.30); Teleconference with Blackstone regarding Elektrobite discovery (.40).	4.00
12/09/11	SJW	0022 Review and revise disclosure statement (2.1); correspondence to preferreds regarding revised DS (.2); communications with J. Newdeck regarding status of plan-related items (.3); related follow up (.3).	2.90
12/09/11	SJW	0022 Review several emails from TSC team regarding T-3 (.2); coordinate call to discuss the same with preferreds (.2).	0.40
12/09/11	EYP	0022 Review revised Disclosure Statement.	1.00
12/09/11	JBS	0022 Communications with R. Testani and follow up on promissory note issue.	0.30
12/12/11	SLS	0022 Telephone call with M. Snyder regarding plan documents (.2)	0.20
12/12/11	ISD	0022 Review plan and disclosure statement.	1.10
12/12/11	RAT	0022 Participating in conference with Blackstone regarding changes to term sheet for notes.	0.50
12/12/11	SJW	0022 Call with M. Snyder regarding revised plan and DS (.1); correspondence to TSC team regarding same (.1).	0.20
12/12/11	RJP	0022 Status and strategy meeting with litigation team.	0.60
12/12/11	ALB	0022 Conference with BX and Akin team re notes term sheet.	0.40
12/12/11	JBS	0022 Review of revised term sheet (.2) and communication with R. Testani (.1); Follow-up on T-3 with J. Newdeck (.1).	0.40
12/13/11	SLS	0022 Preparation for call with preferreds to discuss plan (.8); participate in same (1.0); follow-up communication to R. Testani (.2).	2.00
12/13/11	ALL	0022 Correspondence regarding TIA issue.	0.20
12/13/11	JFN	0022 Call with preferreds re date issues (.3) and communications regarding same (.2).	0.50
12/13/11	RAT	0022 Discussing equity cure provisions with J. Smith; reviewing revised draft of term sheet prior to distribution to Blackstone.	1.00
12/13/11	RJD	0022 Review and analyze documents in connection with Elektrobite discovery (.60); internal teleconferences regarding same (.20, .30); draft and review internal correspondence regarding same (.10, .20, .30).	1.70
12/13/11	SJW	0022 Prepare for (.2) and attend (.5) call with preferreds regarding T-3.	0.70
12/13/11	RJP	0022 Review docs. in connection w/Elektrobite discovery requests (1); review	1.40

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
12/13/11	JHB	0022 Elektrobitt opposition to claim objection (.3); confer w/R. Donohue re litigation tasks (.1).	3.30
12/13/11	JBS	0022 Review documents related to 1.4 Holdings LLC and spectrum lease negotiations.	2.80
12/14/11	SLS	0022 Call with counsel for preferreds on T-3 (.3). Attention to revising term sheet and related communications w/ R. Testani (2.5).	0.60
12/14/11	BRK	0022 Telephone call with J. Newdeck and CJ Brown regarding plan documents (.4); communication with M. Snyder regarding same (.1); communication to A. Blaylock and A. Preis regarding same (.1)	1.20
12/14/11	JFN	0022 Draft Notice of Filing Amended Plan and Disclosure Statement.	2.80
12/14/11	RAT	0022 Emails with S. Woodell re plan issues (.1, .1) and follow-up (.1); review/comment on revised plan (.4, .3); call with S. Schultz (.2); call with S. Woodell re DS document issues and plan (.2, .2); communications re revised notes term sheet (.2); call with J. Smith re T3 issues (.2) and conference with S. Woodell (.2); call with BS and S. Schultz (.4) and communications re same (.2).	0.20
12/14/11	LWL	0022 Conference with J. Smith regarding TIA.	0.30
12/14/11	RJD	0022 Assist J. Smith in researching status of various no-action letters.	1.80
12/14/11	SJW	0022 Prepare for corporate representative deposition of 1.4 Holdings noticed by Elektrobitt (1.20); Numerous internal correspondence regarding same (.10, .20, .30).	5.60
12/14/11	RJP	0022 Review of claims register and correspondence to J. Smith and J. Newdeck in connection with TSC notes (.4); revise TSC plan, disclosure statement and solicitation order (4.5); substantial communications with J. Newdeck regarding plan and DS (.6).	1.30
12/14/11	JBS	0022 Multiple communications w/J. Bell re documents (.1), (.1); review doc index created by J. Bell (.1); review docs to be sent to S. Schultz in prep for depositions and flag key docs (1).	2.40
12/15/11	SLS	0022 Attention to reviewing and summarizing no action letters on TIA 304(a)(1) exemption (2.0). Communications with R. Testani and call into SEC re: qualifying promissory notes under TIA (.2). Follow-up with S. Woodell and Blackstone re: TSC ownership on emergence for T-3 (.2).	0.90
12/15/11	BRK	0022 Review revised plan (.8); communication to S. Woodell regarding same (.1)	0.80
12/15/11	JFN	0022 Continue drafting Notice of Filing First Amended Plan and Disclosure Statement	2.00
12/15/11	STC	0022 Email to T. Davidson re ballots (.1); communication to S. Woodell re same (.1); review/revise ballots (.5, .3) confer with T. Davidson re same (.3); confer with A. Beane re DS issues (.2); plan revisions (.5).	0.40
12/15/11	RJD	0022 Review FCC language on ballots and draft email to T. Davidson.	3.20
12/15/11	JHB	0022 Review and analyze documents in connection with Elektrobitt discovery (.8); internal teleconferences regarding same (.20, .20); internal correspondence regarding same (.10, .20, .20); Prepare for corporate representative deposition of 1.4 Holdings noticed by Elektrobitt (1.10); further internal correspondence regarding same (.20, .20).	2.50
12/15/11	DRC	0022 Organize key documents for Blackstone deposition prep.	2.00
12/15/11	JBS	0022 Print select documents from Blackstone production, compile in binder, and copy for M. Gyure.	0.40
12/16/11	JFN	0022 Attention to follow-up call to SEC.	1.40
12/16/11	RJP	0022 Review/revise DS exhibits (.7); communications re same (.2); confer with A. Foley (.1); review plan (.2); follow-up (.2).	1.90
12/16/11	MAF	0022 Review and flag key documents in preparation for depositions (1.9).	1.20
12/16/11	JBS	0022 Edit ballots (.8); review exclusivity motion documents (.4)	0.50
12/19/11	JFN	0022 Attention to call with SEC and related follow-up.	4.40
		0022 Emails re plan supplement documents (.5); review status (.5); correspondence re T-3 filing; emails re same (.6); review comments to	

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		plan (.4) and emails re same (.4); review comments to DS (.5); emails re same (.3); calls with S. Woodell re open issues (.5); follow-up (.4); various emails with BS (.3).	
12/19/11	RAT	0022 Participating in internal conferences regarding TIA requirements.	0.20
12/19/11	SJW	0022 Review and revise plan and disclosure statement per comments of the preferred shareholders and TSC team.	7.40
12/19/11	SJW	0022 Review status of each plan supplement document and update checklist with respect to the same (.5); calls with J. Newdeck regarding same (.5).	1.00
12/19/11	RJP	0022 Review docs. in connection w/Elektrobit discovery reqs (2).	2.00
12/19/11	JBS	0022 Attention to following up call with SEC and related Akin correspondence with respect to T-3 and necessary documentation.	1.50
12/20/11	JFN	0022 Follow-up re open issues for T-3 filings including document status (.3, .2); review chart re plan supplement (.2, .1); email preferreds re plan supplement documents (.2); review status of documents (2.0); review ballots (.5, .3); confer with S. Woodell re same (.2); correspondence re solicitation issues (.2, .2); attention to solicitation revisions (1.0).	5.40
12/20/11	SJW	0022 Correspondence with J. Newdeck regarding plan supplement (.2); call with J. Newdeck regarding revisions to ballots (.3); review and revise ballots (.2); revise disclosure statement order exhibits (.9); revise DS with respect to expected distributions (2.1).	3.70
12/20/11	JBS	0022 Attention to following up call with SEC and related Akin correspondence with respect to T-3 and necessary documentation.	0.50
12/21/11	SLS	0022 Office conference with S. Woodell regarding revised plan and disclosure statement (.5);	0.50
12/21/11	ISD	0022 Review plan and disclosure statement.	0.60
12/21/11	BRK	0022 Draft Notices of Filing Amended Plan and Disclosure Statement.	1.20
12/21/11	CT	0022 Prepare case documents for attorney review.	1.30
12/21/11	RJD	0022 Prepare for Blackstone deposition and corporate representative deposition of 1.4 Holdings noticed by Elektrobit (1.50); Numerous internal correspondence regarding same (.10, .20, .30); Correspondence with counsel for Elektrobit regarding discovery in connection with its disclosure statement objection (.30).	2.40
12/21/11	SJW	0022 Office meeting with S. Schultz regarding plan and DS (.5); review and revise DS (3.1); review and revise plan (.9).	4.50
12/21/11	JHB	0022 Review additional Elektrobit discovery requests (1.3); email J. Sorkin and R. Donohue re: same (0.1); communications regarding planning and tasks re: Elektrobit discovery with R. Donohue (0.5); review deposition scheduling correspondence and case calendar (0.3).	2.20
12/22/11	SLS	0022 Telephone conference with Akin working group regarding plan related discovery requests (.3); communication to L. Fogelman regarding proposed insert to plan/disclosure statement (.2); communications with S. Woodell regarding same (.1); review revised plan (.7); review and comment on revised disclosure statement (1.0); communications with J. Sorkin regarding Elektrobit discovery call (.8); call with Elektrobit counsel regarding discovery requests (.5); follow-up communications to J. Sorkin and A. Preis regarding Elektrobit discovery requests (.2); review and comment on TSC disclosure statement exhibits (.9); emails to CJ Brown regarding same (.1); telephone call with CJ Brown regarding same (.2); telephone call with M. Snyder regarding draft term sheet (.2); communications with working group regarding filing of T-3 in connection with plan (.3); numerous communications with D. Harris regarding same (.5)	6.00
12/22/11	JFN	0022 Emails re with GCG re solicitation issues.	0.20
12/22/11	RAT	0022 Communications with J. Smith regarding deal matters.	0.20
12/22/11	RJD	0022 Review and analyze documents in connection with Elektrobit disclosure statement discovery (.90); Numerous internal teleconferences regarding same (.20, .20); internal correspondence regarding same (.10, .20, .30);	5.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		Prepare for Blackstone deposition and corporate representative deposition of 1.4 Holdings noticed by Elektrobitt (1.30); internal correspondence regarding same (.10, .20, .20); Correspondence with counsel for Elektrobitt regarding discovery in connection with its disclosure statement objection (.50); Teleconference with Blackstone regarding same (1.30).	
12/22/11	SJW	0022 Correspondence to J. Smith and J. Newdeck re corporate docs related to T-3 (.3); revise plan (.3); revise disclosure statement (1.2); revise related exhibits (3.1).	4.90
12/22/11	JHB	0022 Review correspondence regarding depositions in connection with Elektrobitt disclosure statement objection (0.2); review disclosure statement and exhibits (3.0).	3.20
12/22/11	JBS	0022 Attention to revising T-3 (3.1), conversation with SEC Staff (.4) and related follow-up communications with R. Testani and internal correspondence (.3), collecting and reviewing exhibits (bylaws & charters), drafting and distributing to client (1.2). Form IDs for guarantors (.2).	5.20
12/23/11	SLS	0022 Telephone call with M. Snyder and F. Greis regarding plan documents (.3); telephone call with Akin and Blackstone team regarding plan and disclosure statement discovery requests (.4); communications with potential indenture trustee regarding plan documents (.1); follow-up discussion with same (.2).	1.00
12/23/11	JFN	0022 Call with GCG re solicitation issues (.2); follow-up with J. Smith (.2); communications re T3 issues (.3).	0.70
12/23/11	RAT	0022 Responding to emails regarding TIA and indenture requirements.	0.30
12/23/11	RJD	0022 Prepare for Blackstone deposition noticed by Elektrobitt (1.60); Numerous internal correspondence regarding same (.10, .20, .30); Teleconference with Blackstone regarding same (1.30)	3.50
12/23/11	SJW	0022 Review correspondence from S. Schultz re T-3 (.1); prepare DS exhibits for filing (.2).	0.30
12/23/11	JHB	0022 Review recent news coverage regarding Terrestar proceedings.	1.00
12/23/11	JBS	0022 Attention to reviewing and preparing T-3 exhibits for word processing (.5). Attention to Form IDs and related internal correspondence on process (1.3).	1.80
12/26/11	SLS	0022 Communications with preferreds counsel regarding updated plan and disclosure statement (.2); communications with same regarding reviewed disclosure statement exhibits (.2); emails with Company professionals regarding same (.2).	0.60
12/26/11	SJW	0022 Correspondence to S. Schultz regarding plan and DS (.2); review correspondence among S. Schultz and preferred shareholders re same (.1, .1); review several communications from Blackstone re revised DS exhibits (.4); draft correspondence to preferreds re DS exhibits (.4).	1.20
12/27/11	SLS	0022 Review additional comments to plan and disclosure statement (.2); coordinate filing of amended plan and disclosure statement (1.6); telephone call with J. Newdeck and CJ Brown regarding same (.5); participate in Akin working group call regarding response to Elektrobitt disclosure statement document request (.7); review notice of filing of plan and disclosure statement (.3); review revised disclosure statement order (.5) and solicitation materials (.4)	4.20
12/27/11	BRK	0022 Input various revisions to First Amended Plan and First Amended Disclosure Statement (7.5); redline same (1.8); filing of First Amended Plan and First Amended Disclosure Statement and the Notices of Filing of same (1.2).	10.50
12/27/11	JFN	0022 Review DS objections/chart (.6, .8); review/revise DS exhibits (.5, .6, .2, .2); communications with S. Schultz re filing (.6); call with BS and S. Schultz re DS exhibits (.5); review solicitation exhibits (.5, .3); call with S. Woodell (.2); various calls with paralegal re filing (.5); review plan	9.30

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		(.8); revisions to DS (.7, .8); final review and sign-off of plan/DS/exhibits (.7, .7); service issues (.2).	
12/27/11	RAT	0022 Responding to emails regarding TIA and indenture requirements.	0.20
12/27/11	RJD	0022 Prepare for Blackstone deposition noticed by Elektrobitt (1.10); Review and analyze documents in connection with Elektrobitt disclosure statement discovery (1.10); Manage and coordinate document production efforts (1.30); internal teleconferences regarding same (.30, .20, .70); Numerous internal correspondence regarding same (.20, .20, .30).	5.40
12/27/11	SJW	0022 Correspondence with J. Newdeck re language resolving DS objections (.3); review QE comments to plan and DS (.2); extensive communications with TSC team and Blackstone re DS exhibits (.5); review revised exhibits (.4); review revised DS (.6); review valuation analysis (.2); review revised plan (.9); communication with B. Kemp re same (.1); review correspondence from D. Holzman re T-3 (.1); review email from R. Testani re same (.2); call with J. Newdeck re DS order exhibits (.1); compile all filed documents, draft cover letter to preferreds and circulate (.9).	4.50
12/27/11	RJP	0022 Review documents. and related corresp. in prep. for (.3) and participate in teleconf. w/Akin team regarding Elektrobitt discovery and Blackstone deposition (.6); follow-up call with litigation team regarding same (.4); teleconf. w/G. Capone regarding Preferreds' discovery activities (.3).	1.60
12/27/11	JHB	0022 Attend call with financial restructuring and litigation teams regarding Elektrobitt discovery (0.7); attend pre-call with litigation team re same (0.2); attend post-call with litigation team re same (0.3); review and prepare documents for discussion on call (2.0); make changes to document tagging (1.7); prepare pre-production of documents (1.5); communication regarding same with R. Presa (0.2); email e-discovery team re same (0.3); email J. Sorkin regarding same (0.1).	7.00
12/28/11	DKB	0022 Review recently filed plan & disclosure statement (.5); Prepare chambers copy (1).	1.50
12/28/11	RJD	0022 Review and analyze documents in connection with Elektrobitt disclosure statement discovery (2.50); Manage and coordinate document production efforts (1.50); internal teleconferences regarding same (.30, .20, .40); internal correspondence regarding same (.10, .20, .20, .30); Correspondence with counsel for preferred shareholders regarding Elektrobitt discovery (.30); Prepare for Blackstone deposition noticed by Elektrobitt (1.30).	7.30
12/28/11	SJW	0022 Review correspondence from TSC team regarding DS revisions (.1, .1).	0.20
12/28/11	JHB	0022 Review third-party document production in connection with Elektrobitt disclosure statement objection (3.5); coordinate pre-production of emails to preferreds in connection with Elektrobitt disclosure statement objection (2.5); review preferreds' proposed stipulated facts regarding Elektrobitt (0.9).	6.90
12/29/11	SLS	0022 Preparation for disclosure statement related deposition (4.0).	4.00
12/29/11	BRK	0022 Research TSC archives of S. Schultz regarding emails with term note attachments (3.5); redaction of same (.9).	4.40
12/29/11	DKB	0022 Confer with B. Kemp re chambers copies of plan & disclosure statement (.1); Follow up with chambers re above (.2).	0.30
12/29/11	RJD	0022 Review and analyze documents in connection with Elektrobitt disclosure statement discovery (2.70); Manage and coordinate document production efforts (1.80); internal teleconferences regarding same (.30, .30, .40); internal correspondence regarding same (.20, .20, .30, .30); Correspondence with counsel for preferred shareholders regarding Elektrobitt discovery (.50); Prepare for Blackstone deposition noticed by Elektrobitt (.90).	7.90
12/29/11	RJP	0022 Teleconf. with litigation team re doc. production (.5); follow-up call w/J.	0.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
12/29/11	JHB	0022 Bell re same (.1). Review third-party document productions in connection with Elektrobit (2.5); select documents for inclusion in Blackstone depo prep materials (2.3); draft email to litigation team regarding same (0.3); review Blackstone work papers (0.8); review new notes term sheets and emails regarding same (0.8); conference call with litigation team regarding Elektrobit discovery (0.8); revise email to internal Akin team regarding document production open issues (0.3).	7.80
12/29/11	JBS	0022 Attention to reviewing/revising T-3 charter/bylaw exhibits and providing to Securex for edgarization (3.1). Attention to follow-up with J. Newdeck on next steps (.2).	3.30
12/30/11	SLS	0022 Telephone call with J. Sorkin regarding disclosure statement related production (.2); communications with J. Sorkin and A. Preis regarding same (.9); review documents related to same (.6).	1.70
12/30/11	BRK	0022 Additional redaction of Term Note attachments and forward final document production to litigation team.	1.40
12/30/11	JFN	0022 Communications re indenture.	0.20
12/30/11	SJW	0022 Draft DS hearing agenda letter.	0.70
12/30/11	RJP	0022 Review docs. produced by Harbinger/One Dot Four (2); draft email summarizing review (.4); communication w/J. Sorkin and J. Bell re doc. production (.3); manage and coordinate doc. production to Elektrobit (1.3); draft and revise cover email for production (.3); corresp. w/Blackstone regarding depo prep (.2); review Blackstone emails (1.7); corresp. to Akin lit. team re same (.2); review company records re Elektrobit invoices (.5); teleconf. w/R. Mullins re Elektrobit opposition (.3); corresp. to Akin lit team re same (.2).	7.40
12/30/11	JHB	0022 Finalize and proof production to Elektrobit in connection with objection to disclosure statement (3.1); communications regarding same with J. Sorkin and R. Presa (0.2); correspondence regarding same with R. Presa (0.2); select documents from third party productions for inclusion in Blackstone deposition preparation materials (0.5); oversee final arrangements for producing document (1.0); review and comment on cover email (0.2); review further correspondence regarding same (0.2); review recent news coverage regarding Terrestar proceedings (0.3).	5.70
12/30/11	JBS	0022 Attention to revising indenture and internal distribution (1.1). Attention to revising Form T-3 and related correspondence (.7).	1.80
12/31/11	EYP	0022 Review of indenture	0.50
12/20/11	JFN	0025 Travel to New York. (Actual time 3.50)	1.75
12/21/11	JFN	0025 Travel to/from hearing (.8); travel to DC (with travel delays) (4.5). (Actual time 5.30)	2.65

Total Hours

809.30

TIMEKEEPER TIME SUMMARY:

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
T W DAVIDSON	1.80	at	\$705.00	=	\$1,269.00
C M GORES	0.30	at	\$790.00	=	\$237.00
A L LAVES	0.40	at	\$790.00	=	\$316.00
I S DIZENGOFF	9.40	at	\$975.00	=	\$9,165.00
R A TESTANI	4.20	at	\$910.00	=	\$3,822.00
J L SORKIN	40.40	at	\$650.00	=	\$26,260.00
S L SCHULTZ	59.60	at	\$700.00	=	\$41,720.00
Z N WITTENBERG	0.50	at	\$665.00	=	\$332.50
A PREIS	28.50	at	\$700.00	=	\$19,950.00
J F NEWDECK	102.00	at	\$625.00	=	\$63,750.00
R J DONOHUE	125.00	at	\$535.00	=	\$66,875.00

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<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
A L BLAYLOCK	3.80	at	\$550.00	=	\$2,090.00
J B SMITH	33.80	at	\$535.00	=	\$18,083.00
S T CONWAY	0.40	at	\$350.00	=	\$140.00
S J WOODSELL	114.80	at	\$335.00	=	\$38,458.00
L ZAHRADKA	2.20	at	\$360.00	=	\$792.00
R A COHEN	0.70	at	\$360.00	=	\$252.00
R J PRESA	60.40	at	\$360.00	=	\$21,744.00
D A KAZLOW	8.00	at	\$510.00	=	\$4,080.00
J H BELL	81.40	at	\$535.00	=	\$43,549.00
C TORRES	39.60	at	\$225.00	=	\$8,910.00
B R KEMP	30.50	at	\$210.00	=	\$6,405.00
D KRASA-BERSTELL	7.50	at	\$230.00	=	\$1,725.00
M A GYURE	39.00	at	\$250.00	=	\$9,750.00
M A FOLEY	5.10	at	\$185.00	=	\$943.50
D R CADET	2.00	at	\$200.00	=	\$400.00
J L CUATT	0.80	at	\$205.00	=	\$164.00
J E KRANE	0.80	at	\$195.00	=	\$156.00
J A SAMPER	5.10	at	\$210.00	=	\$1,071.00
J GRIFFIN-CHURCHILL	1.00	at	\$195.00	=	\$195.00
L W LANPHEAR	0.30	at	\$215.00	=	\$64.50

Current Fees

\$392,668.50

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Computerized Legal Research - Lexis	\$252.90
Computerized Legal Research - Westlaw	\$1,632.04
Courier Service/Messenger Service- Off Site	\$260.13
Document Retrieval	\$80.80
Duplication - In House	\$6,065.20
Document Production - In House	\$800.00
Meals - Business	\$55.53
Meals (100%)	\$309.58
Transcripts	\$2,791.13
Travel - Airfare	\$616.40
Travel - Ground Transportation	\$665.91
Travel - Lodging (Hotel, Apt, Other)	\$902.08
Travel - Telephone & Fax	\$10.00

Current Expenses

\$14,441.70

Total Amount of This Invoice

\$407,110.20

Akin Gump
Strauss Hauer & Feld LLP

TERRESTAR NETWORKS
ATTN: DOUGLAS BRANDON
ONE DISCOVERY SQUARE
12010 SUNSET HILLS ROAD
SUITE 600
RESTON, VA 20190

Invoice Number 1409086
Invoice Date 02/21/12
Client Number 688669
Matter Number 0004

Re: TSC POSTPETITION

FOR PROFESSIONAL SERVICES RENDERED THROUGH 01/31/12 :

MATTER SUMMARY OF TIME BILLED BY TASK :

		<u>HOURS</u>	<u>VALUE</u>
0002	General Case Administration	212.40	\$108,301.00
0003	Akin Gump Fee Application/Monthly Billing Reports	12.60	\$4,833.50
0004	Analysis of Other Professionals Fee Applications/Reports	5.40	\$2,147.00
0008	Court Hearings	29.60	\$7,274.00
0009	Financial Reports and Analysis	1.80	\$573.00
0010	DIP, Cash Collateral Usage and Exit Financing	0.30	\$195.00
0012	General Claims Analysis/Claims Objections	765.50	\$334,681.50
0017	General Adversary Proceedings/Litigation Matters	30.60	\$19,758.00
0018	Tax Issues	41.20	\$24,902.00
0019	Labor Issues/Employee Benefits	0.10	\$19.50
0020	Real Estate Issues/Leases	1.90	\$1,144.00
0022	Plan/Disclosure Statement/Solicitation and Related Documentation	468.00	\$259,463.00
0025	Travel Time	15.25	\$9,077.00
	TOTAL	<u>1584.65</u>	<u>\$772,368.50</u>

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Date	Tkpr	Task	Hours
12/13/11	TAB	0002 Retrieval of SEC No-Action Letters.	0.20
01/03/12	SLS	0002 Communication to A. Preis regarding various case management matters (.7).	0.70
01/03/12	SIW	0002 Review TSC 10-K.	0.20
01/05/12	DKB	0002 Prepare courtesy copies of recently filed pleadings for chambers (.4); Forward documents to court (.2).	0.60
01/05/12	JAS	0002 Pull recently filed documents (.7); arrange delivery of same to U.S. Bankruptcy court (.4).	1.10
01/09/12	JFN	0002 Review Mohawk standing motion.	0.20
01/09/12	DKB	0002 Update transcripts file.	0.40
01/09/12	LZ	0002 Emails w/Chambers re: proposed form of order for Newdeck pro hac vice application.	0.20
01/09/12	JHB	0002 Review Mohawk motion for standing (1.0); review cases cited in Mohawk motion for standing (1.7).	2.70
01/10/12	MAG	0002 Pull all cases cited in Mohawk Motion for Order and create binder for litigation team re: same and distribute (2.5).	2.50
01/10/12	RJP	0002 Review Mohawk standing motion (.4); teleconf. w/R. Donohue re same (.2).	0.60
01/10/12	JHB	0002 Conduct research for Mohawk objection.	2.80
01/11/12	BRK	0002 Update case calendar.	0.20
01/11/12	JFN	0002 Correspondence re Mohawk standing; correspondence and follow-up re same.	0.40
01/11/12	RJD	0002 Review Mohawk motion for standing (1.10); Review documents and research in preparation for opposition; (1.50); internal correspondence regarding same (.10, .20); internal teleconferences regarding same (.10).	3.00
01/11/12	RJP	0002 Multiple communications with J. Bell (.6) and to A. Preis (.2) re debtors' opposition to Mohawk standing motion; research legal issues in connection w/same (1.5).	2.30
01/11/12	JHB	0002 Discuss objection to Mohawk motion for standing with R. Presa (0.3); follow-up communications regarding same with R. Presa (0.2); discuss same with R. Donohue (0.2); draft email to D. Brandon regarding factual questions for objection to Mohawk motion for standing (0.3); research fraudulent conveyance (3.4); research derivative standing (2.7).	7.30
01/12/12	JLS	0002 Review and respond to correspondence regarding response to Mohawk motion (.5); Prepare for and participate in phone call regarding response to Mohawk motion (.6); Review documents in connection with response to Mohawk motion (1.0).	2.10
01/12/12	SLS	0002 Participate in working group call regarding response to Mohawk motion for standing (.5); analysis of same (.4).	0.90
01/12/12	RJD	0002 Review Mohawk motion for standing (.70); Review documents and research in preparation for opposition; (1.80); internal correspondence regarding same (.10, .10, .20, .20); internal teleconferences regarding same (.10, .10, .20, .20).	3.70
01/12/12	SIW	0002 Draft notice of rescheduled omnibus hearing date.	0.40
01/12/12	RJP	0002 Research legal issues in connection w/Mohawk standing motion (2.5); review cases cited by Mohawk (1); draft and revise objection to same (2.5); conf. w/J. Bell about objection (.2); multiple confers. and corresp. w/J. Bell (.5) teleconf. w/D. Brandon re same (.3).	7.00
01/12/12	JHB	0002 Research objection to Mohawk motion for standing (3.3); prepare questions for call with D. Brandon (0.5); review documents sent by D. Brandon (0.7); attend call with D. Brandon regarding objection to Mohawk motion (0.3); conference with R. Presa re: same (0.2); multiple conferences and correspondence with R. Presa re: same (0.5); review Mohawk demand letters and Akin Gump responses (0.5); prepare questions for call with Blackstone (0.4); draft objection to Mohawk	10.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/13/12	JLS	0002 motion for standing (4.1). Prepare for and participate in phone call with debtors' advisors regarding response to Mohawk standing motion (1.4); Review and respond to correspondence regarding Mohawk standing motion (.3); Work on opposition to Mohawk standing motion (1.3).	3.00
01/13/12	SLS	0002 Participate in call with Akin and Blackstone teams regarding response to Mohawk standing motion (.8) (partial).	0.80
01/13/12	BRK	0002 Update case calendar.	0.20
01/13/12	RJP	0002 Conduct legal research (1.8) and draft and revise objection to Mohawk standing motion (3); teleconf. w/CJ Brown re same (.3); conf. w/J. Bell re objection (.2); numerous confs. w/J. Bell re same (.5).	5.80
01/13/12	JHB	0002 Research and draft objection to Mohawk motion for standing (11.1); discuss objection to Mohawk motion for standing with Blackstone (.3); conference with J. Sorkin and R. Presa regarding same (.2); multiple conferences with R. Presa regarding same (.5).	12.10
01/14/12	JFN	0002 Correspondence re objection to standing motion (.2); review documents re same (.3); follow-up emails (.2).	0.70
01/14/12	RJD	0002 Review draft of opposition to Mohawk motion for standing (1.10); internal correspondence regarding same (.20).	1.30
01/14/12	RJP	0002 Draft and revise objection to Mohawk motion for standing (3).	3.00
01/14/12	EYP	0002 Review research regarding Mohawk motion for standing.	0.50
01/14/12	JHB	0002 Draft Mohawk objection (5.0); review comments to and revise same (0.4); review internal correspondence re same (0.1).	5.50
01/15/12	SLS	0002 Review and comment on response to Mohawk motion for standing (1.2)	1.20
01/15/12	JFN	0002 Emails re standing motion response.	0.20
01/15/12	RJD	0002 Review draft of opposition to Mohawk motion for standing (.80); internal communications regarding same (.10, .20, .20).	1.30
01/15/12	SJW	0002 Review and respond to several communications re Mohawk standing motion.	0.50
01/16/12	JLS	0002 Review and respond to correspondence regarding opposition to Mohawk standing motion (.5); Work on opposition to Mohawk standing motion (2.8).	3.30
01/16/12	SLS	0002 Review comments to standing response (.4); communication to A. Preis regarding same (.2); follow-up communication to A. Preis regarding same (.1).	0.70
01/16/12	RJD	0002 Review draft of opposition to Mohawk motion for standing (1.30); internal correspondence regarding same (.10, .20, .30, .20).	2.10
01/16/12	RJP	0002 Research legal issues in connection w/objection to Mohawk motion for standing (2.6); draft and revise same (2.5); correspondence with J. Bell regarding same (.6); numerous corresp. w/J. Bell re objection (.5).	6.20
01/16/12	EYP	0002 Review and comment on reply to Mohawk motion for standing, and correspondence related thereto.	3.00
01/16/12	JHB	0002 Correspond with R. Presa regarding Mohawk objection (0.6); correspondence to J. Sorkin regarding same (0.2); conduct research for Mohawk objection (2.5); revise objection to incorporate partner comments (6.5).	9.80
01/17/12	JLS	0002 Review and analyze case law and arguments in connection with opposition to standing motion filed by Mohawk (2.0); Review and edit briefing in opposition to standing motion filed by Mohawk (2.2).	4.20
01/17/12	SLS	0002 Communications regarding finalization of Debtors' response to Mohawk standing motion (.9); review research regarding Mohawk response (1.0); review UCC joinder regarding same (.2); communications to R. Presa regarding Debtors' response (.2)	2.30
01/17/12	RJD	0002 Review draft of opposition to Mohawk motion for standing (1.80); internal communications regarding same (.10, .20, .30).	2.50
01/17/12	SJW	0002 Review and respond to numerous communications re Mohawk motion for standing and response thereto.	0.50

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Date	Tkpr	Task	Hours
01/17/12	RJP	0002 Conduct legal research in connection w/Mohawk standing motion (.8); draft and revise same (3.9); review and revise per comments of A. Preis (.3) and S. Schultz (.2) comments to same (.3); numerous confs. w/Akin attorneys re revisions to motion (.2), (.2), (.1), (.3), (.1); communication to D. Cadet re cite checking (.2); draft Schultz declaration in support of objection (.4); conf. and corresp. w/J. Griffin-Churchill re assignment (.2).	6.90
01/17/12	EYP	0002 Various efforts in connection with pleading replying to Mohawk standing request.	1.50
01/17/12	JHB	0002 Conduct additional research to respond to partner comments re Mohawk objection (2.2); draft revised inserts for brief re same (1.5); communications to R. Presa re same (0.4); review committee objection to Mohawk motion for standing (0.7); review Schultz declaration (0.2).	5.00
01/17/12	DRC	0002 Cite check Mohawk objection	4.10
01/18/12	JLS	0002 Review and revise and finalize briefing and supporting documents in connection with standing motion filed by Mohawk.	4.00
01/18/12	SLS	0002 Telephone call with M. Snyder regarding response to Mohawk standing motion (.1); finalize response for filing (.4).	0.50
01/18/12	BRK	0002 Update case calendar.	0.20
01/18/12	BRK	0002 Review and file Mohawk opposition brief.	0.70
01/18/12	JFN	0002 Emails re Mohawk response.	0.20
01/18/12	DKB	0002 Prepare chamber copies of recently filed pleadings with redlines (.5); Forward documents to court (.2).	0.70
01/18/12	RJD	0002 Review draft of opposition to Mohawk motion for standing (1.30); internal communications regarding same (.10, .20, .20, .30).	2.10
01/18/12	SJW	0002 Attention to Perez appeal issues (.4); call with R. Donohue re same (.2).	0.60
01/18/12	RJP	0002 Draft and revise objection to Mohawk standing motion (3); multiple confs. w/J. Bell re revisions to same (.1), (.1), (.2); draft and revise Schultz Decl. (.5); corresp. w/Otterbourg re objection (.2); teleconfs. w/D. Cadet re TOA/TOC and cite checking (.2); draft email encl. courtesy copy of filing to Mohawk (.1); communication to B. Kemp re filing (.1).	4.50
01/18/12	BYP	0002 Various calls and other efforts related to Mohawk standing motion.	1.50
01/18/12	JHB	0002 Review and email team regarding preferreds position regarding Mohawk (0.2); discuss same with M. Snyder from Wachtell (0.3); finalize Mohawk filing (0.3); discuss same with R. Presa (0.2); email R. Presa regarding notification provision (0.2).	2.40
01/18/12	DRC	0002 (1.6) Create Table of Authorities and coordinate with Word Processing to create Table of Contents; (0.2) Correspond with R. Presa re: same	1.80
01/19/12	GS	0002 Searched and processed electronic material and loaded into database for attorney review	4.60
01/19/12	JFN	0002 Confer with A. Foley re hearing transcript and follow-up.	0.20
01/19/12	SJW	0002 Review case management order in connection with request from creditor (.2); research re creditor derivative standing (3.4).	3.60
01/19/12	JHB	0002 Correspond with R. Presa and J. Newdeck re Swarts joinder to Mohawk objection.	0.20
01/19/12	JHB	0002 Review case management order and related correspondence (0.3); review correspondence regarding Perez appeal and counterstatement of issues (0.2).	0.50
01/20/12	JLS	0002 Review and analyze correspondence and discovery requests from Mohawk (.4); Review and respond to correspondence regarding Mohawk's requests (.3).	0.70
01/20/12	SLS	0002 Communication to A. Preis regarding Mohawk standing motion (.2).	0.20
01/20/12	BRK	0002 Update case calendar.	0.20
01/20/12	GS	0002 Processed electronic material and loaded into database for attorney review	2.20
01/20/12	JFN	0002 Research re standing issues (1.6) and various communications re same	2.30

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/20/12	SJW	0002 (.5); communications re committee note issues and follow-up (.2). Review correspondence from J. Newdeck re creditor standing research (.2); follow up research re same (.2).	0.40
01/20/12	SJW	0002 Conduct research with respect to derivative standing (.7); communications with chambers re potential hearing dates (.1, .1, .1); internal communications re same (.2); research related to Swarts claim issues (.9).	2.10
01/20/12	SJW	0002 Call with working group, Blackstone and D. Brandon re post- confirmation issues (.6).	0.60
01/20/12	RJP	0002 Review Mohawk discovery requests (.3).	0.30
01/20/12	JHB	0002 Conduct research regarding Swarts joinder to Mohawk objection (3.8); correspondence to J. Newdeck and S. Woodell re same (0.6); review additional cases for oral argument prep (0.4); review discovery requests from Mohawk and correspondence re same (0.5).	5.30
01/23/12	JLS	0002 Review and respond to correspondence regarding standing motion filed by Mohawk (.4); Phone call with counsel to Mohawk (.5); Confer with Akin Gump attorneys regarding discovery requests (.5).	1.40
01/23/12	JFN	0002 Call re Mohawk discovery (.5); emails re go-forward items (.7); status of Perez appeal (.2).	0.90
01/23/12	SJW	0002 Review Perez designation of record on appeal (.5); prepare counter- designation (1.4).	1.90
01/23/12	EYP	0002 Various correspondence regarding Mohawk standing motion.	0.30
01/23/12	EYP	0002 Various calls (both internally and with Neiger) re Mohawk standing motion.	1.00
01/23/12	JHB	0002 Discuss Mohawk document requests with financial restructuring team (0.5); email M. Gyure re same (0.1).	0.60
01/23/12	JHB	0002 Review news article re Harbinger (0.2).	0.20
01/23/12	MAF	0002 Review recent filing.	0.10
01/24/12	JLS	0002 Confer with Akin Gump attorneys regarding appeal counter- designations.	0.40
01/24/12	SLS	0002 Telephone call with working group regarding response to Perez appeal (.3); review draft designation of record (.7); communications to A. Preis regarding same (.2); prepare for hearing on standing motion (.3).	1.50
01/24/12	BRK	0002 Telephone conference with court reporting agency regarding pdf version of Aldo Perez transcript.	0.20
01/24/12	BRK	0002 Update case calendar.	0.20
01/24/12	JFN	0002 Attention to counter-designation/Perez appeal (.2); emails re same (.2); team call (.3).	1.00
01/24/12	SJW	0002 Call with litigation team re Perez appeal (.3); extensive review of docket and filed documents in connection with Perez appeal (4.8); draft counter designation of record on appeal (1.4); confer with J. Newdeck (.1).	6.60
01/24/12	RJP	0002 Teleconf. w/TSC team to discuss Perez appeal (.3); review materials submitted in appeal (.4); correspondence to S. Woodell re designations (.2); review draft designations (.1).	1.00
01/24/12	JHB	0002 Email J. Sorkin regarding Mohawk document requests (0.1).	0.10
01/24/12	JHB	0002 Attend call regarding Perez appeal (0.3); review Perez statement of issues on appeal and designations (0.5); review counter-designations and statement of issues (0.3).	1.10
01/25/12	BRK	0002 Gather and mark exhibits to appellee's counter designation of items to be included in the record on appeal.	1.50
01/25/12	JFN	0002 Correspondence with A. Perez and follow-up.	0.20
01/25/12	DKB	0002 Update transcripts file.	0.30
01/25/12	SJW	0002 Communications to S. Schultz and J. Newdeck re call with preferreds (.1, .1); draft motion to seal (6.1).	6.30
01/26/12	JLS	0002 Review and revise counter-designation for Perez appeal.	1.00
01/26/12	SJW	0002 Review and revise counter designation for filing (1.2); coordinate filing with paralegals (.2); coordinate service with GCG (.2).	1.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/26/12	JAS	0002 Communications to S. Woodell re TSC filings and copies for chambers (.1) (.1); prepare appellee counter designation for filing (.7); review same (.2); file same with court electronic filing system (.4).	1.50
01/27/12	SJW	0002 Coordinate call with Blackstone.	0.20
01/27/12	JAS	0002 Arrange for delivery of Swarts objection to chambers.	0.30
01/30/12	SJW	0002 Call with Cliff Didaminzo (TSC stockholder) re T-3 filing.	0.10
01/30/12	EYP	0002 Call with preferreds and related follow up.	0.10
01/05/12	SJW	0003 Draft supplemental declaration.	0.50
01/06/12	SJW	0003 Finish drafting supplemental declaration.	0.10
01/08/12	SJW	0003 Review and revise prebill with respect to proper task coding.	2.90
01/10/12	SJW	0003 Review and revise prebill with respect to task coding and privilege.	2.00
01/12/12	SJW	0003 Research UST guidelines with respect to compensation (.4); review and revise prebill with respect to task coding and privilege (.4).	0.40
01/18/12	SJW	0003 Review and revise prebill with respect to proper task coding (.9); draft monthly fee application (1.6).	2.50
01/18/12	JAS	0003 Pull TSC pre-bill and deliver to S. Schultz (.2).	0.20
01/19/12	SLS	0003 Review monthly fee statement.	0.50
01/19/12	SJW	0003 Draft monthly fee statement.	2.10
01/20/12	SJW	0003 Follow up work re monthly fee statement (.4) and exhibits thereto (.4); review and revise per comments of S. Schultz (.6).	1.40
01/03/12	SJW	0004 Review Blackstone fee statement.	0.30
01/12/12	SLS	0004 Review Blackstone monthly fee statement (.3); communications with S. Woodell (.1) and to A. Preis (.1) regarding payment of Weil invoices.	0.50
01/12/12	SJW	0004 Review Weil invoices (1.6); email with S. Schultz regarding same (.1).	1.70
01/12/12	LZ	0004 Emails w/Company re: professional's fees (.1); emails to A. Preis re: same (.1).	0.20
01/17/12	LZ	0004 Emails (.1) and call (.1) w/Company re: payment of professional fees; communication to S. Woodell re: same (.1).	0.30
01/20/12	SJW	0004 Review Deloitte fee statement (.4).	0.40
01/23/12	SJW	0004 Review Deloitte monthly fee statement draft.	0.30
01/26/12	DKB	0004 Communication to S. Woodell re filing of Deloitte fee statement (.1); Prepare document to be efiled (.2); Effect the above (.2); Confer with attorney re status (.1).	0.60
01/26/12	SJW	0004 Review Weil invoices with respect to exit facility.	1.10
01/03/12	SLS	0008 Review draft agenda letter (.2).	0.20
01/04/12	BRK	0008 Revise Agenda Letter.	0.60
01/05/12	BRK	0008 Preparation of materials for hearing.	4.30
01/05/12	JAS	0008 Communication to B. Kemp re delivery of Terrestar Corp. materials to court for 1/10/2012 hearing.	0.10
01/06/12	JAS	0008 File agenda for 1/10/2012 hearing with the court ECF system (.3); revise hearing files for 1/10/2012 hearing (.8); arrange delivery of hearing files to U.S. Bankruptcy court (.4).	1.50
01/09/12	MAG	0008 Assist Lit team with hearing preparation including preparing binder of exhibits and deposition transcript.	4.00
01/09/12	JAS	0008 Confer with office services re retrieval of hearing files (.1); confirm hearing development with S. Woodell (.1); pull disclosure statement (clean and redline) and related exhibits (.2); prepare file of same for 1/11/2012 hearing (1.1); review note term sheet (.6); revise note term sheet for 1/10/2012 hearing (.3); preparation for 1/12/2012 hearing files (3.4).	5.80
01/13/12	JAS	0008 Pull second amended plan, disclosure statement, notices there of, and related documents (.3); arrange for delivery of same to the U.S. Bankruptcy court (.3); draft cover letter to Judge Lane re plan and disclosure statement (.3).	0.90
01/18/12	JAS	0008 Pull disclosure statement and related documents (.2); arrange delivery of documents to U.S. Bankruptcy courthouse (.2).	0.40
01/20/12	BRK	0008 Draft January 25 hearing agenda.	1.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/20/12	BRK	0008 Preparation of binders for January 25 hearing.	3.80
01/23/12	BRK	0008 Revise hearing agenda and file same with court.	1.40
01/23/12	BRK	0008 Prepare authorities binder and index and additional document preparation for hearing.	2.30
01/23/12	BRK	0008 Coordinate with courtcall regarding telephonic appearance of S. Schultz for January 25 hearing.	0.20
01/23/12	DKB	0008 Communications to B. Kemp re preparation for hearing (.2); Review and revise hearing notebooks (.5); Prepare notebooks to be sent to court (.2); emails re above (.2); correspondence to S. Woodell re status (.1).	1.20
01/23/12	SIW	0008 Supervise preparation of hearing materials (.3); communication to B. Kemp re same (.1); revise agenda letter and related materials including binders for court (.6).	1.00
01/25/12	SLS	0008 Participate in omnibus hearing telephonically (.7).	0.70
01/25/12	JFN	0008 Correspondence re Jefferies hearing and filed order.	0.20
01/20/12	SIW	0009 Review and revise monthly operating report.	1.20
01/23/12	BRK	0009 File December 2011 Monthly Operating Report.	0.60
01/03/12	JFN	0010 Review DIP order to answer client inquiry and email re same.	0.30
12/18/11	JFN	0012 Communications re Jefferies objection (.1); communications re Swarts objection (.2).	0.30
01/02/12	JFN	0012 Emails re filed POC analysis.	0.10
01/03/12	SLS	0012 Review proposed changes to Jefferies stipulation (.2); analysis of Houlihan claim (.2).	0.40
01/03/12	JFN	0012 Email D. Brandon re claim call and follow-up (.2); emails re Jefferies comments to stipulation (.2); review comments and email re same (.3); research re Van Vlissingen POC (1.4); review comments to Jefferies 9019 pleading (.3, 3); communications to A. Preis (.2, .1); revise stipulation and motion (.7, .5, .6); emails re same (.3).	5.10
01/03/12	MAG	0012 Prepare materials for CJ Brown Deposition Prep session per R. Donohue and R. Presa (5.0) Create binder of all cases cited in Joint Objection per R. Presa (1.0)	6.00
01/03/12	CT	0012 Prepare case documents for attorney review (1.8); confere with R. Presa regarding same (.4).	2.20
01/03/12	RT	0012 Call with R. Donohue (.1); Reviewed directors and officers associated with TSC and TSN (.4) all in connection with EB claim.	0.50
01/03/12	SIW	0012 Draft omnibus claims objection (.8); research in connection with Van Vlissingen claim (1.9).	2.70
01/03/12	EYP	0012 Efforts re revising and reviewing Jefferies settlement docs.	1.50
01/03/12	EYP	0012 Efforts related to deposition and discovery.	1.00
01/03/12	MAF	0012 Cite-check Jefferies' Stipulation	1.00
01/03/12	RS	0012 Search E-Discovery database for production version of specific document, as per R. Presa's request (.1); Assist M. Gyure with field searches within database (.1).	0.20
01/04/12	SLS	0012 Review preferreds draft reply to Elektrobitt response to claim objection (.4); communications with Akin working group regarding same (.2).	0.60
01/04/12	JFN	0012 Emails re Jefferies 9019 status and comments (.4); review comments (.3); communications to A. Preis re same (.3); review notice (.1, .1); emails re filing (.2); revise stipulation and motion (.7, .5); review (.3, .3); finalize for filing (.8).	4.00
01/04/12	JFN	0012 Emails re Jefferies 9019 status and comments (.4); review comments (.3); communications to A. Preis re same (.3); review notice (.1, .1); emails re filing (.2); revise stipulation and motion (.7, .5); review (.3, .3); finalize for filing (.8).	4.00
01/04/12	JFN	0012 Review Van Vlissingen lease and rejection note (.5); call with company re same (.5); review research and email (.5); follow-up emails re same (.3).	1.80
01/04/12	MAG	0012 Prepare materials for CJ Brown's deposition prep.	5.00
01/04/12	CT	0012 Prepare case documents for attorney review.	3.70

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/04/12	RJD	0012 Numerous internal correspondence regarding Elektrobitt claim (.20, .20, .10, .10); several internal teleconferences regarding same (.10, .20, .30); Correspondence with counsel for preferred shareholders regarding same (.30).	1.50
01/04/12	SJW	0012 Assist with finalizing and coordinating service of Jefferies 9019 motions.	1.10
01/04/12	RJP	0012 Review Preferreds' draft reply to EB claim objection opposition (1); communications to A. Preis re same; teleconf. w/R. Donohue re Debtors' reply (.3); numerous corresp. and conf. w/R. Mullen re: factual questions and service (.2), (.1), (.2)	2.10
01/04/12	EYP	0012 Various efforts finalizing Jefferies settlement documents.	3.00
01/04/12	JHB	0012 Review draft reply re: Elektrobitt claim objection (0.7); discuss same with R. Donohue (0.2); review chart of responses to claim objection arguments (1.0).	1.90
01/04/12	MAF	0012 Review Jefferies Stipulation (.5, .9); prepare for and file same (1.1, 3.9).	6.40
01/05/12	SLS	0012 Telephone call with working group regarding Elektrobitt claim objection (.2); participate in call with Van Vlissingers counsel and Akin working group regarding claim (.3); follow-up communications with J. Newdeck regarding same (.1); communications with Akin working group regarding reply to Elektrobitt claim objection (.1) (.1) (.1); draft insert for same (.2); review draft reply (.2).	1.30
01/05/12	BRK	0012 File reply joinder to Elektrobitt objection.	0.70
01/05/12	JFN	0012 Review Van Vlissingen documents (.8); review SOFA in connection with same (.4); internal call re Van Vlissingen (.3); call with Posner and working group regarding same (.4); follow-up analysis and draft open issues (.8); email S. Schultz (.1); follow-up with Posner (.2); confer with J. Bain (.3) and follow-up (.3); emails re solicitation issues (.2); draft DS insert re Jefferies settlement (.3, .2); revise same (.2); correspondence re Jefferies settlement (.2).	4.70
01/05/12	JFN	0012 Emails re EB deposition (.1); correspondence re EB claim objection (.2); internal call re scheduling order (.3).	0.60
01/05/12	MAG	0012 Prepare additional Blackstone email binders for CJ Brown and shadow counsel. (3.8); confer with R. Presa regarding same (.2); Prepare review binders per J. Sorkin for Blackstone prep meeting (2.0)	6.00
01/05/12	RJD	0012 Internal correspondence regarding Elektrobitt claim (.30, .20, .10); internal conferences regarding same (.10, .20, .30); Correspondence with counsel for preferred shareholders regarding same (.30); Review and revise draft reply to claim objection briefing (1.10).	2.60
01/05/12	SJW	0012 Call with D. Posner and working group re VanVlissingen claim (.4); review follow up correspondence from J. Newdeck re same (.2); draft email to counsel re Elektrobitt claim (.3); internal call with TSC team re Elektrobitt claim (.2); follow up work (.3).	1.40
01/05/12	RJP	0012 Extensive correspondence with Akin attys re: Debtors' reply to Elektrobitt claim objection opposition (.7); draft and revise Debtors' reply (2); corresp. to counsel for Elektrobitt and Preferreds re same (.2).	2.90
01/05/12	EYP	0012 Efforts re pleading on Elektrobitt.	2.00
01/05/12	JHB	0012 Review e-mail correspondence regarding reply in support of objection to Elektrobitt claim (0.3); review and comment on reply in support of objection to Elektrobitt claim (0.4).	0.70
01/05/12	JAB	0012 Call with Joanna Newdeck regarding retroactive lease damage claims under Knightsbridge lease agreement (.3).	0.30
01/05/12	RS	0012 Load documents to be produced onto E-Discovery Ringtail database (.4). Apply next production number, upload production version of document onto Ringtail, and create PDF version, as per R. Presa's request (.4).	0.80
01/06/12	JLS	0012 Phone call with counsel regarding hearing on Elektrobitt claim objection (.2).	0.20
01/06/12	SLS	0012 Telephone call with J. Swarts regarding status of claim objection (.2).	0.20

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/06/12	CT	0012 Prepare case documents for attorney review.	2.20
01/06/12	RJD	0012 Internal correspondence regarding Elektrobitt claim (.10, .20, .10, .30); internal conferences regarding same (.20, .20, .30).	1.40
01/06/12	EYP	0012 Attendance at CJ Brown deposition (including pre-meeting and post-meeting follow up).	8.00
01/07/12	JLS	0012 Review and respond to correspondence regarding Elektrobitt claim (.4).	0.40
01/09/12	ISD	0012 Analysis of Swarts issues and resolution (.6); communications to A. Preis re: same (.4).	1.00
01/09/12	CT	0012 Prepare case documents for attorney review.	2.30
01/09/12	RJD	0012 Manage and coordinate document collection and review efforts in connection with Elektrobitt claim objection discovery (1.30); Review and analyze documents in connection with Elektrobitt claim objection discovery (1.10); internal teleconferences regarding same (.20, .20, .20); internal correspondence regarding same (.10, .10, .20, .20).	3.60
01/09/12	RJP	0012 Meet w/R. Donohue and J. Bell to discuss Elektrobitt claim objection discovery (1.5).	1.50
01/09/12	DRC	0012 Confer with M. Gyure re: Case files in connection with Elektrobitt production.	0.10
01/10/12	JLS	0012 Meet with Akin Gump attorneys regarding claim status and tasks (1.0); Review and edit case management order (.3); Work on discovery issues (.5); Review and edit draft correspondence regarding discovery issues (.2).	2.00
01/10/12	JFN	0012 Emails Swarts re claim objection hearing date and review notes.	0.20
01/10/12	MAG	0012 Meeting re: discovery schedule for Elektrobitt claim (1.0).	1.00
01/10/12	CT	0012 Prepare case documents for attorney review.	2.80
01/10/12	RJD	0012 Manage and coordinate document collection and review efforts in connection with Elektrobitt claim objection discovery (2.80); internal teleconferences regarding same (.20, .20, .30); internal correspondence regarding same (.10, .20, .30); Review and analyze draft case management order (.80); Internal correspondence regarding same (.40); Teleconference with counsel for preferred shareholders regarding same (.30).	5.70
01/10/12	RJD	0012 Internal correspondence regarding Elektrobitt claim (.10, .20, .20, .20).	0.70
01/10/12	RJP	0012 Meet w/Akin lit. team to discuss Elektrobitt claim discovery and case management order (1).	1.00
01/11/12	JLS	0012 Review and respond to correspondence from client regarding case status (.2); Work on correspondence to Elektrobitt's counsel regarding privileged documents (.4); Work on proposed case management order (.5); Review and respond to correspondence regarding discovery issues (.5).	1.60
01/11/12	JFN	0012 Emails re Van Vlissingen claim (.1); review documents and case law (.7); call with J. Bain and S. Woodell re same (.4); follow-up with S. Woodell (.2).	1.40
01/11/12	RJC	0012 Team meeting regarding database issues and pending document review regarding Elektrobitt.	2.10
01/11/12	MAG	0012 Meeting with E-Discovery re: searching in TSC Ringtail database (2.0)	2.00
01/11/12	CT	0012 Meeting with Team members (2.0) and search tutorial with all Attorneys (.5).	2.50
01/11/12	RJD	0012 Manage and coordinate document collection and review efforts in connection with Elektrobitt claim objection discovery (2.10); internal teleconferences regarding same (.10, .20, .20); internal correspondence regarding same (.10, .20, .20, .30); Correspondence with client regarding same (.40).	3.80
01/11/12	SJW	0012 Participate in call with J. Bain and J. Newdeck re VanVlissingen claim (.4); follow up with J. Newdeck (.2).	0.60
01/11/12	RJP	0012 Teleconf. w/R. Donohue re Elektrobitt claim (.5); review emails regarding responses to Elektrobitt discovery requests (.4).	0.90

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/11/12	RJP	0012 Meet w/Akin e-Discovery team and lit. attys to discuss Elektrobit discovery (2); teleconf. w/R. Donohue re same (.1)	2.10
01/11/12	JHB	0012 Attend meeting with litigation team and e-discovery regarding organization and searchability of all TSC documents, and upcoming document productions (2.0); edit privilege log (0.2); communication regarding same to J. Sorkin (0.1); draft email to A. Preis and S. Schultz re: same (0.1).	2.40
01/11/12	JAB	0012 Review and analysis of landlord itemized claims regarding space repairs claimed against bankruptcy estate in connection with Knightsbridge Parkway lease (.5); call with Joanna Newdeck and Sarah Woodell regarding same (.4).	0.90
01/12/12	JLS	0012 Review correspondence regarding revised case management order (2); Review and analyze documents in connection with Elektrobit claim (4); Prepare for and participate in phone call with debtors' advisors regarding Elektrobit claim (.7); Review documents in connection appeal (.2); Review and respond to correspondence regarding discovery issues (.5); Work on discovery issues (.8).	2.80
01/12/12	SLS	0012 Prepare for (.3) and participate in Akin/Blackstone working group call regarding EB claim (.7).	1.00
01/12/12	ISD	0012 Update on EB claim litigation (.3); Analysis of Swarts issues and resolution (.5).	0.80
01/12/12	CT	0012 Prepare case documents for attorney review.	3.10
01/12/12	RJD	0012 Manage and coordinate document collection and review efforts in connection with Elektrobit claim objection discovery (1.80); internal teleconferences regarding same (.20, .20, .30); internal correspondence regarding same (.10, .20, .30, .30); Correspondence with client regarding same (.30).	3.70
01/12/12	RJP	0012 Review emails from vendor re email searches in connection w/Elektrobit claims objection discovery (.3); teleconf. w/R. Donohue re same (.2); review internal email re same (.2).	0.70
01/12/12	EYP	0012 Various efforts and calls regarding potential settlement efforts regarding EB.	2.00
01/13/12	JLS	0012 Review and respond to correspondence regarding discovery issues (.4); Review and edit proposed case management order (.5); Attend to discovery issues (.3).	1.20
01/13/12	SLS	0012 Review Elektrobit revisions to scheduling order (.4); communications with working group regarding resolution of Elektrobit claim (.4)	0.80
01/13/12	JFN	0012 Correspondence re review of Van Vlissingen claim (.3); review documents re same (.3).	0.60
01/13/12	CT	0012 Prepare case documents for attorney review.	2.30
01/13/12	RJD	0012 Manage and coordinate document collection and review efforts in connection with Elektrobit claim objection discovery (1.50); Review and analyze documents in connection with Elektrobit claim objection discovery (1.70); internal teleconferences regarding same (.10, .20, .30); internal correspondence regarding same (.10, .20, .20, .30); Review and analyze draft case management order (.40); Internal correspondence regarding same (.40); Teleconference with counsel for preferred shareholders regarding same (.50).	5.90
01/13/12	SJW	0012 Review correspondence re VanVlissingen claim and Elektrobit claim issues.	0.30
01/13/12	EYP	0012 Review Elektrobit claim case management order draft.	0.30
01/13/12	EYP	0012 Draft potential settlement items regarding EB.	1.50
01/15/12	RJD	0012 Manage and coordinate document collection and review efforts in connection with Elektrobit claim objection discovery (.80); Internal correspondence regarding same (.20, .30); Correspondence with client regarding same (.30).	1.60
01/16/12	JFN	0012 Review claims register (.2); emails re same (.2).	0.40

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/17/12	JLS	0012 Review and respond to correspondence regarding case management order (.8); Review and respond to correspondence regarding discovery issues (.4); Work on discovery issues (.5).	1.70
01/17/12	CT	0012 Prepare case documents for attorney review.	2.40
01/17/12	RJD	0012 Manage and coordinate document collection and review efforts in connection with Elektrobit claim objection discovery (1.90); Review and analyze documents in connection with Elektrobit claim objection discovery (1.30); internal teleconferences regarding same (.10, .20, .20); internal correspondence regarding same (.10, .10, .20, .30); Review and analyze draft case management order (.60); Internal correspondence regarding same (.30); Teleconference with counsel for preferred shareholders regarding same (.30).	5.60
01/17/12	RJP	0012 Review corresp. re Elektrobit discovery (.4).	0.40
01/17/12	JG	0012 Case pull from brief & uploading of documents (on-call assignment).	2.00
01/18/12	JLS	0012 Review and respond to correspondence regarding Elektrobit case management order (.3); Prepare for and meet with Akin Gump attorneys regarding case status and strategy (.8); Review analysis of Elektrobit claim and settlement issues (.6).	1.70
01/18/12	JFN	0012 Swarts email re claim and follow-up (.2); review claim issues (.5); review claim issues (.5).	1.20
01/18/12	CT	0012 Prepare case documents for attorney review.	4.30
01/18/12	RJD	0012 Manage and coordinate document collection and review efforts in connection with Elektrobit claim objection discovery (1.10); internal teleconferences regarding same (.10, .20, .30); internal correspondence regarding same (.10, .10, .20, .30); Conference with litigation team regarding same (.80); Review and analyze draft case management order (.40); Internal correspondence regarding same (.30); Teleconference with counsel for preferred shareholders regarding same (.30).	4.20
01/18/12	RT	0012 Communications with R. Donohue re Elektrobit claim objection (.7); Reviewed correspondence re Elektrobit claim objection (.5); Reviewed drafts of case management order re Elektrobit claim objection (.3); Reviewed protective order (.2); Reviewed document requests re Elektrobit claim objection (.6); Reviewed briefing re Elektrobit claim objection (1.8).	4.10
01/18/12	RJP	0012 Review corresp. re Elektrobit claim discovery (.1); team meeting to discuss Elektrobit claim discovery and litigation issues (.8); follow-up call w/R. Donohue (.1).	1.00
01/18/12	JHB	0012 Attend litigation team meeting (0.8); review responses and objections to Elektrobit discovery (0.4).	1.20
01/19/12	JLS	0012 Review analysis regarding claim objection (.5); Prepare for and participate in phone call with debtors' advisors regarding claim objection analysis (.5); Revise analysis (.5); Review and respond to correspondence regarding case and discovery issues (.7).	2.20
01/19/12	JFN	0012 Emails re EB claim (.1) review Swarts email and follow-up (.2, .2); email re Swarts (.2, .1) research re claims issues (2.5, 3.0); comments re same (.2); emails re Swarts claim (.3); follow-up (.2).	7.00
01/19/12	CT	0012 Prepare case documents for attorney review (4.5); communication with R. Presa regarding same (.2).	4.70
01/19/12	RJD	0012 Manage and coordinate document collection and review efforts in connection with Elektrobit claim objection discovery (1.90); internal teleconferences regarding same (.10, .20, .20); internal correspondence regarding same (.10, .20, .30); Review and analyze draft case management order (.40); Internal correspondence regarding same (.30); Teleconference with counsel for preferred shareholders regarding same (.30).	4.00
01/19/12	RT	0012 Reviewed document requests re Elektrobit claim objection (.3); Reviewed related filings re Elektrobit claim objection (2.1); Managed	5.90

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/19/12	SJW	0012 document review with E-Discovery and team re Elektrobitt claim objection (3.5).	1.00
01/19/12	RJP	0012 Review correspondence among working group and Blackstone re Elektrobitt claim issues (.3); call with working group and Blackstone re same (.7).	1.90
01/19/12	DAK	0012 Communications w/R. Donohue (.2); J. Bell (.1); and C. Torres (.2) re Elektrobitt claim objection discovery; review email corresp. re same (.2).	2.20
01/19/12	EYP	0012 Review TSC stipulation re: Swarts claim.	1.00
01/19/12	JHB	0012 Prep for and review materials and call re potential EB settlement.	0.70
01/20/12	JLS	0012 Communication to responses and objections to Elektrobitt document requests to J. Sorkin (0.1); multiple correspondences with R. Donohue regarding email filtering and searches for production to Elektrobitt (0.5); correspond with R. Presa re Elektrobitt settlement (0.1).	3.10
01/20/12	SLS	0012 Review and revise case management order (.3); Review and respond to correspondence regarding case management order (.4); Finalize and submit case management order (.2); Review and respond to correspondence regarding deposition transcript (.2); Review deposition transcript (1.0); Review and edit objection to claim (1.0).	1.80
01/20/12	ISD	0012 Communication to A. Preis regarding Swarts claim (.1); communication with J. Newdeck regarding same (.1); telephone call with Akin team and J. Swarts regarding claim objection (1.0); review Swarts claim objection (.6)	1.40
01/20/12	JFN	0012 Analysis of Swarts issues and resolution.	4.70
01/20/12	CT	0012 Emails re status of Swarts claim (.2); review Swarts objection (.2); call with S. Schultz re same (.2); call with Swarts and follow-up (1.0); review S. Schultz comments (.2); correspondence with litigation (.3); draft new section and incorporate comments (2.6).	4.20
01/20/12	SJW	0012 Prepare case documents for attorney review.	1.60
01/20/12	RJP	0012 Call with J. Swarts, re claim (1.0); review objection to Swarts claim (.4); review correspondence from GCG and J. Newdeck re Swarts POC (.2).	1.80
01/20/12	JHB	0012 Communication to J. Newdeck re Swarts objection (.1); review corresp. (.2) and communications w/J. Bell (.3); review comments to Swarts objection (.2); corresp. to C. Torres re discovery (.2); plan and coordinate discovery in resp. to Elektrobitt requests (.5); communications with J. Bell (.2), (.1).	1.40
01/21/12	SLS	0012 Review and revise case management order (0.6); communication with R. Presa re same (0.2); correspond with other counsel re same (0.2); correspond with R. Presa re Swarts claim objection (0.4).	0.70
01/21/12	JFN	0012 Review revised Swarts objection (.4); communication with Akin working group regarding same (.2); telephone call with R. Presa regarding same (.1).	2.40
01/21/12	SJW	0012 Continue drafting additional insert for Swarts objection (1.3); emails re same (.2); review revisions to Swarts objection (.2, .2); emails re same (.1, .1); review additional revisions (.1); follow-up (.2).	0.60
01/21/12	RJP	0012 Review extensive correspondence among working group re objection to Swarts claim.	2.80
01/21/12	DAK	0012 Draft and revise Swarts claim objection (2.3); teleconf. w/S. Schultz re same (.2); corresp. to J. Newdeck re revisions (.1); (.2)	2.80
01/21/12	EYP	0012 Review and revise Swarts claim objection.	1.00
01/22/12	SLS	0012 Review and comment on Swarts objection.	0.50
01/22/12	JFN	0012 Review and comment on further revised Swarts objection.	0.30
01/22/12	RJP	0012 Emails re Swarts objection.	2.40
01/23/12	JLS	0012 Draft and revise Swarts claim objection (2); corresp. to J. Newdeck re revisions (.3); corresp. to S. Schultz re same (.1).	1.20
01/23/12	SLS	0012 Review and revise objection to Swarts claim (.8); Confer with Akin Gump attorneys regarding status and strategy (.4).	0.60
01/23/12	SLS	0012 Finalize Swarts claim objection	

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/23/12	SLS	0012 Review and edit Swarts claim objection	0.80
01/23/12	JFN	0012 Emails re Swarts objection (.2); emails re Jefferies hearing (.1); communications re Van Vlissingen POC (.2); review emails re same (.2); follow-up re Swarts objection and review revised draft (.3).	1.50
01/23/12	CT	0012 Prepare case documents for attorney review.	4.40
01/23/12	RT	0012 Reviewed documents and agreements between TSC or TSN and Elektrobitt re Elektrobitt claim objection (2.5); Managed document review with E-Discovery and team re Elektrobitt claim objection (1.8); correspondence with J. Bell regarding same (.4).	4.70
01/23/12	SIW	0012 Review correspondence from A. Preis re Swarts objection (.1); review and revise Swarts objection (.7); research in connection with VanVlissingen claim (2.1).	2.90
01/23/12	RJP	0012 Draft and revise Swarts claim objection (.8); communication to J. Sorkin re same (.1); corresp. to M. Gyure and P. Camhi re cite checking (.2); communications to C. Torres re Elektrobitt disc. (.3); corresp. to C. Torres re same (.3); communications w/J. Bell re same (.2); review corresp. re discovery (.2); meet w/J. Bell to discuss doc. Elektrobitt doc. review protocol (.2); meet w/lit. team to discuss same (.3); follow-up corresp. and conf. w/J. Bell and R. Tizravesb (.5); draft and revise Elektrobitt doc. review memo (4).	7.10
01/23/12	RJP	0012 Draft and revise objection to Swarts claim (.5).	0.50
01/23/12	JHB	0012 Multiple telephone conferences with R. Presa re Elektrobitt discovery (0.2); pre-meeting with R. Presa regarding Elektrobitt document review (0.2); multiple emails with first-level reviewers (0.5); confer with litigation team regarding Elektrobitt document review (0.3); correspond with R. Tizravesb and R. Presa re same (0.5); draft email summary to J. Sorkin regarding Elektrobitt document review (0.4); multiple correspondence and conference re document review staffing with K. Giltenan (0.3); review Swarts claim objection (1.2).	3.60
01/23/12	PJC	0012 Cite checked TSC-Swarts objection and created Table of Authorities and Table of Contents.	4.40
01/24/12	JLS	0012 Review and respond to correspondence regarding discovery (.3); Analyze issues regarding discovery (.6); Review and respond to correspondence regarding claim objection and draft reply in support of claim (.9).	1.80
01/24/12	SLS	0012 Communications with team regarding distribution of Swarts claim objection (.1); review Swarts declaration (.8); communication to A. Preis and J. Sorkin regarding same (.1)	1.10
01/24/12	JFN	0012 Communications re Swarts objection (.4); review revised draft (.2, .3); communication re same to S. Woodell (.1) and A. Blaylock (.1); review research re Van Vlissingen (1.0); follow-up with S. Woodell (.1); emails to R. Presa re Swarts (.2).	2.40
01/24/12	MAG	0012 Input conflict information re: Elektrobitt Claim Objection document review (2.0)	4.00
01/24/12	CT	0012 Prepare case documents for attorney review.	3.60
01/24/12	RT	0012 Managed document review with E-Discovery and team re Elektrobitt claim objection (.8); communications with J. Bell and R. Presa regarding protocol (.4).	1.20
01/24/12	SIW	0012 Review and revise Swarts claim objection (.6); review Swarts declaration in detail (1.0); correspondence with J. Newdeck regarding Van Vlissingen (.1).	1.70
01/24/12	RJP	0012 Draft and revise doc. review memo for Elektrobitt claim objection doc. review (3.1); corresp. w/reviewers re doc. review (.3); communications w/J. Bell and R. Tizravesb re doc. review protocol (.4); draft and revise notice of hearing for Swarts claim objection (.5); draft and revise Swarts claim objection (.5); corresp. to S. Woodell and J. Newdeck re same (.3); corresp. to C. Torres re documents (.2).	5.30

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/24/12	JHB	0012 Multiple conferences and correspondence with R. Presa regarding document review and production to Elektrobit (0.2); multiple emails with document reviewers (0.5); email to J. Sorkin regarding Elektrobit document review (0.2); review and comment on tag palette for document review (0.3); review and revise document review memorandum (2.0); correspond with R. Presa and R. Tizraveshe re same (0.2).	3.40
01/24/12	RS	0012 Search document set for specific terms, as per C. Torres' request, to confirm results prior to providing numbers and documents for review to attorneys.	0.60
01/25/12	JLS	0012 Review and respond to correspondence regarding Elektrobit case management order.	0.30
01/25/12	JLS	0012 Review and respond to correspondence regarding discovery issues in connection with claim objection (.5); Review and respond to correspondence regarding draft claim objection (.3); Confer with Akin Gump attorneys regarding Swarts claim objection (.4).	1.20
01/25/12	SLS	0012 Communication to A. Preis regarding Swarts declaration (.1); draft communication to J. Swarts regarding same (.4); communications to A. Preis regarding same (.1) (.1) (.2); further review of Swarts declaration (1.0)	1.90
01/25/12	ISD	0012 Update on EB claim litigation (.8); Analysis of Swarts issues and resolution (.9).	1.70
01/25/12	AB	0012 Conference call to discuss review of documents (0.5); Review documents in response to Elektrobit claim objection discovery requests (10).	10.50
01/25/12	JFN	0012 Correspondence with J. Bain re Van Vlissingen claim (.2); review documents/open issues/case law (1.2); call with J. Bain re same (1.0).	2.40
01/25/12	EMS	0012 Review document review protocol and requests for production (.4) and participate in conference call in preparation for reviewing documents for responsiveness to Elektrobit claim objection discovery requests (.5).	0.90
01/25/12	JLD	0012 Meeting and preliminary review of materials (.5). Commence reviewing documents in connection with Elektrobit production (1.8).	2.30
01/25/12	MAG	0012 Set up for contract attorneys re: Elektrobit document review (2.0) Create binder per R. Presa re: Elektrobit document review (1.0) call with reviewers re: document review protocol (.50) Create calendar of Elektrobit Case Management Order (.50)	4.00
01/25/12	MAG	0012 Create binder of all Elektrobit briefing and distribute to document review team (3.0)	3.00
01/25/12	CT	0012 Prepare case documents for attorney review.	3.40
01/25/12	JBB	0012 Review document review memo ahead of call (.4); teleconference with document review team regarding guidelines for document review (.5); review and analyze documents for responsiveness and privilege for the Elektrobit claim objection (2.3).	3.20
01/25/12	LBH	0012 Review relevant background information and requests for production (.4); telephone call with document review team regarding background information and format for document review (.5); review documents for responsiveness to Elektrobit claim objection discovery requests (.5).	5.90
01/25/12	ARC	0012 Call with litigation team regarding Terrestar document review assignment (.5); review memo and related documents outlining review parameters (.3); Review docs. for responsiveness to Elektrobit claim objection discovery requests (1.7).	2.50
01/25/12	RT	0012 Managed document review with E-Discovery and team re Elektrobit claim objection (1.2); Reviewed documents (1.8); Meeting with litigation team re document review process (1)	4.00
01/25/12	DSW	0012 Call with TSC Elektrobit claim objection document review team (.5); Review document review memo, TerreStar organizational chart, a copy of the contractual guarantee, and document requests to which we are responding (.5); Review documents for responsiveness to Elektrobit	6.70

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/25/12	SJW	0012 claim objection discovery requests (5.7). Review correspondence to J. Swarts re claim.	0.30
01/25/12	RJP	0012 Review Swarts declaration (.3) and related corresp. (.1).	0.40
01/25/12	RJP	0012 Draft and revise doc. review memo for Elektrobitt claims obj. review (.6); prepare for (.8) and meet/teleconf. w/doc. reviewers to discuss Elektrobitt claims objection doc. review (.5); corresp. to M. Gyure re same (.2); teleconf. w/J. Bell re Elektrobitt discovery requests (.1); follow-up email corresp. and conf. w/reviewers re doc. review protocol (1); communication to J. Sorkin re Elektrobitt lit. issues (.1); draft and revise responses and objections to Elektrobitt claims objection document requests (.8); conf. w/J. Bell re same (.1); corresp. to D. Brandon re Elektrobitt discovery (.1); review docs. produced to Elektrobitt by Harbinger/LightSquared (.7) and draft summary email to Akin team (.2); review TerreStar docs. for responsiveness to Elektrobitt disc. requests (.2).	5.40
01/25/12	DAK	0012 Revisions to Swarts objection.	2.30
01/25/12	JHB	0012 Review and analyze Swarts' pretrial declaration (1.0); communications to R. Presa re same (0.2); discuss Elektrobitt document review preparations with R. Presa (0.2); communication regarding same to M. Rudko (0.1); review and revise and circulate responses and objections to Elektrobitt's second requests for documents (0.6); discuss same with R. Presa (0.1); attend calls with first-level reviewers for Elektrobitt document review (1.0); communications regarding prep for same to R. Presa (0.2); multiple correspondence re Elektrobitt document review questions (0.5); email M. Gyure regarding Elektrobitt claim objection deadlines (0.1).	4.00
01/25/12	JAB	0012 Review and analysis of lease agreement and related file materials relating to Landlord claim for surrender reimbursements (1.2); email correspondence with Joanna Newdeck regarding same (.2); call with Joanna Newdeck regarding same (1.0).	2.40
01/25/12	RPM	0012 Review discovery request and supporting documents (.7); Conference with attorneys to organize document review to respond to Elektrobitt claim objection (.5); Review docs. for responsiveness to Elektrobitt claim objection discovery requests (5.7).	6.90
01/25/12	RMC	0012 Reviewing document review memorandum and related request for production (.3); reviewing documents for responsiveness and privilege (1.1).	1.40
01/25/12	RS	0012 Create review binders in E-Discovery Ringtail database, as per J. Bell's request.	0.20
01/26/12	JLS	0012 Review and respond to correspondence regarding claim objection (.5); Confer with Akin Gump attorneys regarding reply in connection with response to Swarts claim objection (.5).	1.00
01/26/12	SLS	0012 Telephone call with Akin team regarding Swarts claim objection (.2).	0.20
01/26/12	AB	0012 Review documents in response to Elektrobitt claim objection discovery requests (11.0).	11.00
01/26/12	TS	0012 Prepare and ECF file objection to Swarts claim (.5); follow-up with R. Presa re same (.1).	0.50
01/26/12	TS	0012 Review correspondence from S. Woodell re reply re Swarts claims (.1); email to S. Woodell re same (.1).	0.20
01/26/12	JFN	0012 Communications re Swarts claim objection (.2); communication to S. Schultz (.2); attention to same (.1).	0.50
01/26/12	JLD	0012 Review documents in response to Elektrobitt claim objection discovery requests.	2.60
01/26/12	MAG	0012 Prepare review binder per J. Bell instructions in preparation for T. Parker deposition (5.0)	5.00
01/26/12	CT	0012 Prepare case documents for attorney review.	3.40
01/26/12	JBB	0012 Review and analyze documents for responsiveness and privilege in	5.70

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/26/12	LBH	0012 response to Elektrobit discovery and claim objection (5.7); Review relevant background information and requests for production(.3); review documents for responsiveness to Elektrobit claim objection discovery requests (4.2).	4.50
01/26/12	AJK	0012 Review memo and attachments from R. Presa (.5); review documents for responsiveness and privilege (4.2).	4.70
01/26/12	ARC	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	2.80
01/26/12	KDW	0012 Review filings and document review memo (.3); attend teleconference regarding same (.5); review documents for document production (2.0).	2.80
01/26/12	RT	0012 Second level reviewed docs (3); Managed document review with E- Discovery and team re Elektrobit claim objection (1.1)	4.10
01/26/12	DSW	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	5.60
01/26/12	SIW	0012 Coordinate filing and service of Swarts objection (.3).	0.30
01/26/12	SIW	0012 Communication to S. Schultz re response to Swarts declaration (.2); research re Van Vlissingen claim (.3).	0.50
01/26/12	RJP	0012 Respond to several questions from doc. reviewers in connection w/Elektrobit disc. requests (1) and manage and coordinate review (.5); communications to C. Torres re same (.3); second-level review TerreStar docs. for responsiveness to Elektrobit requests (1); finalize and file Swarts claim objection (.7); corresp. and conf. re Swarts objection with T. Southwell (.2).	3.70
01/26/12	EYP	0012 Discussions regarding Swarts objection.	0.50
01/26/12	JHB	0012 Communication to R. Presa and R. Tizraresh regarding privilege determinations for Elektrobit claim objection document production (0.2); respond to questions from document reviewers regarding Elektrobit document review (0.4); review correspondence re Swarts claim objection (0.2).	0.80
01/26/12	RPM	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	4.10
01/27/12	JLS	0012 Prepare for and participate in phone call with counsel for Elektrobit (.7); Analyze issues regarding Elektrobit claim (.3); Review and analyze documents (.8); Review and respond to correspondence regarding case (.5).	2.30
01/27/12	SLS	0012 Office conference with S. Woodell regarding review of Swarts declaration (.2).	0.20
01/27/12	SLS	0012 Prepare for and participate in call with Elektrobit counsel regarding claim.	0.70
01/27/12	AB	0012 Review documents in response to Elektrobit claim objection discovery requests (8.0)	8.00
01/27/12	JFN	0012 Emails re Swarts objection.	0.10
01/27/12	MAG	0012 Assist R. Presa in fixing discrepancy in total number of documents tagged in Elektrobit document review (1.0). Run searches in Ringtail database re: same (3.0)	4.00
01/27/12	CT	0012 Prepare case documents for attorney review.	3.60
01/27/12	JBB	0012 Review and analyze documents for responsiveness and privilege in response to Elektrobit discovery and claim objection (3.9).	3.90
01/27/12	LBH	0012 Review relevant background information and requests for production (.1); review documents for responsiveness to Elektrobit claim objection discovery requests (.2).	0.30
01/27/12	AJK	0012 Review documents in connection with Elektrobit for responsiveness and privilege.	8.40
01/27/12	ARC	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	2.30
01/27/12	KDW	0012 Review documents for Elektrobit document production	5.90
01/27/12	RT	0012 Conducted second level review of documents for Elektrobit production	6.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/27/12	DSW	0012 (4.5); Further conducted second level review of documents (2) Review documents for responsiveness to Elektrobitt claim objection discovery requests.	1.50
01/27/12	SIW	0012 Begin to draft response to Swarts declaration (2.0); office conference with S. Schultz regarding same (.2).	2.20
01/27/12	RJP	0012 Second level review docs. for responsiveness to Elektrobitt discovery requests (3); determined regarding responsiveness and privilege issues raised by first level reviewers (1) and corresp. re same (.5); corresp. to C. Torres re docs (.2); communications with J. Bell re review (.2); communication to J. Sorkin re depo of Trey Parker (.1).	5.00
01/27/12	EYP	0012 Call with Elektrobitt regarding claim and follow up.	1.00
01/27/12	JHB	0012 Conduct second-level review of documents for production to Elektrobitt in connection with claim objection (2.5); respond to questions from first-level reviewers and review correspondence re same (0.8); discuss document review with e-discovery professionals (0.2); multiple conf. and correspondence with R. Presa re Elektrobitt document review (0.3); correspondence to R. Presa and J. Sorkin regarding deposition of Trey Parker in connection with Elektrobitt claim objection (0.2).	4.00
01/27/12	RPM	0012 Review Documents for responsiveness to Elektrobitt claim objection discovery requests.	6.60
01/27/12	RMC	0012 Reviewing documents for responsiveness and privilege in relation to Elektrobitt's claims and discovery requests.	2.90
01/28/12	LBH	0012 Review relevant background information and requests for production (.3); review documents for responsiveness to Elektrobitt claim objection discovery requests (5.4).	5.70
01/28/12	KDW	0012 Reviewing documents for responsiveness and privilege in relation to Elektrobitt's claims and discovery requests.	2.50
01/28/12	SIW	0012 Review correspondence from D. Kazlow re Swarts claim.	0.20
01/28/12	JHB	0012 Correspond with document reviewers regarding questions about production to Elektrobitt.	0.30
01/28/12	RMC	0012 Reviewing documents for responsiveness and privilege in relation to Elektrobitt's claims and discovery requests.	3.90
01/29/12	SLS	0012 Review Swarts filed declaration and began review of exhibits (1.0); communication with Akin team regarding same (.1) (.1); communication to preferreds regarding same (.1).	1.30
01/29/12	AB	0012 Review documents in response to Elektrobitt claim objection discovery requests (6.5).	6.50
01/29/12	EMS	0012 Review and analyze documents for all/word responsiveness to Elektrobitt claim objection discovery requests.	1.10
01/29/12	JLD	0012 Complete document review of Elektrobitt MDLA first set and commence second.	5.20
01/29/12	LBH	0012 Review relevant background information and requests for production (.2); review documents for responsiveness to Elektrobitt claim objection discovery requests (4.6).	4.80
01/29/12	AJK	0012 Review documents for responsiveness to Elektrobitt claim objection discovery requests.	4.40
01/29/12	ARC	0012 Review documents for responsiveness to Elektrobitt claim objection discovery requests.	5.00
01/29/12	KDW	0012 Review documents for responsiveness to Elektrobitt claim objection discovery requests.	1.20
01/29/12	DSW	0012 Review documents for responsiveness to Elektrobitt claim objection discovery requests.	3.60
01/29/12	SIW	0012 Review Swarts declaration and begin work on response.	4.00
01/29/12	RMC	0012 Reviewing documents for responsiveness and privilege in relation to Elektrobitt's claims and discovery requests.	3.40
01/30/12	JLS	0012 Review order entered regarding claim (.1); Review discovery in connection with claim objection (.4); Review and respond to	1.90

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/30/12	JLS	0012 correspondence regarding claim objection discovery (.8); Confer with Akin Gump attorneys regarding discovery (.6). Review and respond to correspondence regarding Elektrobitt deposition (.4).	0.40
01/30/12	SLS	0012 Prepare for (.2) and participate in (.5) call with preferreds regarding Elektrobitt claim; review Swarts declaration (.7).	1.40
01/30/12	ISD	0012 Analysis of Swarts issues and resolution (1.0); Communications to A. Preis re: same (.5).	1.50
01/30/12	AB	0012 Review documents in response to Elektrobitt claim objection discovery requests (9.0).	9.00
01/30/12	JFN	0012 Call with preferreds re EB claim.	0.40
01/30/12	EMS	0012 Review and analyze documents for responsiveness to Elektrobitt claim objection discovery requests.	9.10
01/30/12	MAG	0012 Tag documents in TSC database re: Highland Capital 3rd Party production re: responsiveness per R. Presa (2.0) Create chronology of all responsive documents and distribute to litigation team in preparation for upcoming deposition per R. Presa (4.0).	6.00
01/30/12	CT	0012 Prepare case documents for attorney review.	3.70
01/30/12	JBB	0012 Review and analyze documents for responsiveness and privilege in response to Elektrobitt discovery and claim objection (4.1).	4.10
01/30/12	LBH	0012 Review relevant background information and requests for production (.2); review documents for responsiveness to Elektrobitt claim objection discovery requests (6.6).	6.80
01/30/12	AJK	0012 Review documents for responsiveness to Elektrobitt claim objection discovery requests.	6.20
01/30/12	ARC	0012 Review documents for responsiveness to Elektrobitt claim objection discovery requests.	4.90
01/30/12	KDW	0012 Review documents for responsiveness to Elektrobitt claim objection discovery requests.	2.00
01/30/12	RJD	0012 Review and analyze documents in connection with Elektrobitt claim objection discovery (1.30); Manage and coordinate document production efforts (1.10); internal teleconferences regarding same (.10, .20, .30); internal correspondence regarding same (.10, .10, .20, .20); Conference with J. Bell regarding status of Elektrobitt discovery (.70); Prepare for Highland deposition noticed by Elektrobitt (.80); Correspondence regarding same (.30); Draft disclosures pursuant to case management order (.80).	6.20
01/30/12	RT	0012 Conducted second level document review in connection with Elektrobitt production.	5.20
01/30/12	DSW	0012 Review documents for responsiveness to Elektrobitt claim objection discovery requests.	7.30
01/30/12	SIW	0012 Continue review of Swarts declaration (.3); call with D. Kazlow re same (.3); work on response to declaration (2.1); participate in call with preferreds and working group re Elektrobitt (.5).	3.20
01/30/12	RJP	0012 Second level review TerreStar documents for responsiveness to Elektrobitt claim objection disc. requests (2); answer questions re responsiveness from first level reviewers (.5); communications to M. Gyure re prep. for T. Parker depo (.2); review docs. produced by Highland to Elektrobitt in prep. for same (.8); email corresp. to J. Sorkin re Highland docs (.2).	3.70
01/30/12	DAK	0012 Review Swarts declaration and prepare response (3.6); call with S. Woodell regarding same (.3).	3.90
01/30/12	JHB	0012 Meet with R. Donohue regarding discovery for Elektrobitt claim objection (0.7); communicate Elektrobitt document review to R. Presa (0.1); correspond with document reviewers regarding questions about Elektrobitt document production (0.5).	1.30
01/30/12	RPM	0012 Review Documents for responsiveness to Elektrobitt claim objection	7.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/30/12	RMC	0012 discovery requests. Reviewing documents for responsiveness and privilege in relation to to Elektrobitt's claims and discovery requests.	6.40
01/30/12	JG	0012 Assist M. Gyure with identifying non-responsive documents (document review).	2.30
01/31/12	JLS	0012 Review documents and prepare for deposition (3.0); Review and edit discovery response (.3); Confer with Akin Gump attorneys regarding case status (.5); Review and respond to correspondence regarding discovery (.5).	4.30
01/31/12	SLS	0012 Communication to S. Woodell regarding J. Swarts declaration (.2).	0.20
01/31/12	AB	0012 Review documents in response to Elektrobitt claim objection discovery requests (8.5).	8.50
01/31/12	EMS	0012 Continue reviewing documents and analyzing same for responsiveness to Elektrobitt claim objection discovery requests.	3.30
01/31/12	JLD	0012 Review documents for Elektrobitt MDLA.	2.70
01/31/12	LWL	0012 Research NY case law relating to discovery issues for R. Tizraves.	0.40
01/31/12	MAG	0012 Meeting with litigation team re: EB Claims Objection, upcoming tasks (1.0) Create eRoom for EB Claims Objection (1.0) Create binder of all Highland documents per R. Presa in preparation for 2.1.2012 Park deposition (3.0)	5.00
01/31/12	MAG	0012 Update Litigation team Elektrobitt Discovery binders per R. Presa (2.0)	2.00
01/31/12	CT	0012 Prepare case documents for attorney review.	3.40
01/31/12	JBB	0012 Review and analyze documents for responsiveness and privilege in response to Elektrobitt discovery and claim objection (3.4).	3.40
01/31/12	LBH	0012 Review relevant background information and requests for production (.2); review documents for responsiveness to Elektrobitt claim objection discovery requests (4.7).	4.90
01/31/12	AJK	0012 Review documents for responsiveness to Elektrobitt claim objection discovery requests.	4.50
01/31/12	ARC	0012 Review documents for responsiveness to Elektrobitt claim objection discovery requests.	2.50
01/31/12	KDW	0012 Review documents for responsiveness to Elektrobitt claim objection discovery requests.	2.70
01/31/12	RJD	0012 Review and analyze documents in connection with Elektrobitt claim objection discovery (1.50); Manage and coordinate document production efforts regarding same (.90); internal teleconferences regarding same (.20, .20, .30); internal correspondence regarding same (.10, .20, .20, .30); Conference with litigation team regarding same (1.10); Prepare for Highland deposition noticed by Elektrobitt (.70); Correspondence regarding same (.30); Revise disclosures pursuant to case management order (.60).	6.60
01/31/12	RT	0012 Conducted second level document review (2.2); Managed document review (.5); Meeting with litigation team re Elektrobitt discovery re. Elektrobitt claim objection (1.1); Researched issues re obligations in document production re Elektrobitt claim objection (.5)	4.30
01/31/12	DSW	0012 Review documents for responsiveness to Elektrobitt claim objection discovery requests.	2.80
01/31/12	RJP	0012 Review docs. produced to Elektrobitt by Highland in prep. for T. Parker depo (.5); second-level review TerreStar docs. for responsiveness to Elektrobitt doc. requests (2.6); manage and coordinate doc. review/corresp. w/first level reviewers re assignments, responsiveness of docs. (.5); team meeting w/Akin lit. team to discuss Elektrobitt discovery and claims objections (1.1); review Elektrobitt doc. reqs. to Blackstone (.4); draft and revise responses and objections to same (1.1); corresp. to J. Sorkin re Blackstone docs. (.9); teleconf. w/R. Donohue re same (.3); corresp. to Blackstone re same (.4); corresp. to M Gyure re e-room (.3); corresp. w/G. Capone re Elektrobitt R&Os (.2).	8.30

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/31/12	RPM	0012 Review documents for responsiveness to Elektrobitt claim objection discovery requests.	7.50
01/31/12	RMC	0012 Reviewing documents for responsiveness and privilege in relation to Elektrobitt's claims and discovery requests.	5.70
01/03/12	JLS	0017 Review and analyze documents in preparation for deposition (3.7); Review and respond to correspondence regarding discovery (.7); Review correspondence regarding case status (.2).	4.60
01/04/12	JLS	0017 Review and respond to correspondence regarding discovery in connection with claimant requests (.8); Review and edit briefing regarding reply to claimant in connection with claim objection (1.5); Review documents and prepare for deposition of Blackstone (1.5); Meet with Blackstone to prepare for deposition (4.5).	8.30
01/05/12	JLS	0017 Prepare for deposition and meet with deponent (5.5); Review and respond to correspondence regarding deposition (.8); Correspondence with Akin Gump attorneys regarding hearing (.4); Work on reply in support of claim objection (1.3).	8.00
01/05/12	JWM	0017 Assist paralegal in searching and locating case documents for production.	0.50
01/09/12	JLS	0017 Review and respond to correspondence regarding discovery issues.	4.50
01/11/12	JWM	0017 Assist attorneys and paralegals in searching documents in database.	3.10
01/18/12	GS	0017 Searched and processed electronic information for load into database for attorney review	1.20
01/26/12	GS	0017 Processed electronic material for load into database for attorney review	0.40
01/04/12	HBJ	0018 Communication follow-up on tax reporting to S Naegel and Z Wittenberg.	0.10
01/04/12	SLN	0018 Draft memorandum re: timing of sale and impact on taxes.	5.60
01/09/12	HBJ	0018 Prepare for and tax call with Deloitte, Kirkland and Weil re NOL utilization.	1.40
01/09/12	SLN	0018 Teleconference with Deloitte, H. Jacobson, T. Maynes re: TSC NOL utilization.	0.60
01/11/12	HBJ	0018 Review restructuring proposal regarding tax consequences.	0.30
01/11/12	SLN	0018 Revise tax memorandum.	3.10
01/16/12	SLN	0018 Edit tax memorandum.	2.20
01/18/12	SLN	0018 Review restructuring slides.	3.20
01/18/12	SLN	0018 Review NOL motion.	1.20
01/19/12	HBJ	0018 Review restructuring proposal regarding tax consequences.	0.20
01/20/12	HBJ	0018 Review restructuring steps with respect to tax attributes.	0.20
01/23/12	HBJ	0018 Prepare for (.2) and call with S Tarrant, M Schneider, G Anderson and S Naegel re consolidation proposal (.5); communication to T Davidson re same (.1).	0.80
01/23/12	SLN	0018 Participate in Terrestar tax restructuring call.	0.50
01/24/12	SLS	0018 Prepare for (.2) and participate in (.8) tax restructuring call; call with J. Newdeck regarding same (.2).	1.20
01/24/12	HBJ	0018 Participate in tax call with Deloitte, S Schultz, A Preis and CJ Brown.	0.80
01/24/12	JFN	0018 Confer with S. Schultz re tax issues (.2); review structure (.2, .2); review plan (.5).	1.10
01/24/12	EYP	0018 Call regarding tax issues (.8) and related follow up (.4).	1.20
01/25/12	HBJ	0018 Review materials for Thursday tax call (.3); communication to with J. Newdeck regarding same (.1).	0.40
01/25/12	JFN	0018 Emails re tax structure (.2); review Deloitte documents (.2); follow-up re same (.1); confer with H. Jacobson (.1).	0.60
01/26/12	SLS	0018 Participate in all-hands call regarding plan/corporate restructuring (.8); related follow-up communication to A. Preis (.2).	1.00
01/26/12	HBJ	0018 Call with T Davidson re possible FCC issues in tax restructurings (.3); tax call with preferred holders counsel, Deloitte and Akin attorneys re possible restructuring prior to TSC effective date (.8); review draft FCC	1.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/26/12	JFN	0018 Trust Agreement (.5).	
01/26/12	JFN	0018 Correspondence re tax call (.2); participate in same (.7); follow-up with Deloitte (.1).	1.00
01/26/12	SLN	0018 Review restructuring presentation (2.0); tax call with Deloitte, Weil, Wachtell, T. Maynes, Solis (.8).	2.80
01/26/12	SJW	0018 Coordinate tax call with Deloitte team (.1); participate in tax restructuring call with Deloitte and preferreds (.7).	0.80
01/27/12	JFN	0018 Review tax structure (.2, .1); emails with Deloitte re same (.1, .1).	0.50
01/31/12	SLS	0018 Analysis of tax consequences of disposition of preferred shares (.8); telephone call with H. Jacobson and S. Naegel regarding same (.1); telephone call with D. Brandon regarding same (.1); review and revise NOL trading motion (2.0)	3.00
01/31/12	SLS	0018 Telephone conference with T. Davidson regarding tax trading motion.	0.20
01/31/12	HBJ	0018 Review Deloitte comments re NOLs (.3); communication to S Schultz re proposed trading of preferred and trading order (.1); review draft trading order (.4); discuss with S Naegel and S Schultz (.1); call with S Tarrant re computations and shares outstanding (.3); emails to Z Wittenberg re same (.2).	1.40
01/31/12	SLN	0018 Conference with H. Jacobson and S. Schultz re: NOL motion (.2); Research (3).	3.20
01/31/12	EYP	0018 Various calls re tax issues.	1.00
01/20/12	MAF	0019 Review docket for pleadings re incentive compensation.	0.10
01/19/12	MAF	0020 Review and organize lease documents.	0.20
01/25/12	JFN	0020 Review/analyze lease (.7, .8); email S. Schultz re same (.2).	1.70
01/02/12	RAT	0022 Reviewing revised draft of indenture.	1.00
01/02/12	SJW	0022 Review several communications from TSC corporate team regarding draft indenture.	0.30
01/02/12	RJP	0022 Review and analyze Blackstone docs (1.5).	1.50
01/02/12	EYP	0022 Review of disclosure statement issues.	0.30
01/03/12	SLS	0022 Review disclosure statement objection chart (1.1); communications with preferreds regarding plan related documents (.5); telephone call with M. Snyder regarding same (.3); review revised indenture (.2).	2.10
01/03/12	ALL	0022 Correspondence regarding Trust Indenture Act issue.	0.20
01/03/12	PLG	0022 Proofread T-3 exhibits.	5.20
01/03/12	ISD	0022 Attention to plan issues.	1.50
01/03/12	JFN	0022 Follow-up on open issues re T3 (.5).	0.50
01/03/12	JFN	0022 Emails re DS update (.1); call with S. Woodell re chart response (.3); review same (.2); email re solicitation order (.1).	0.70
01/03/12	RAT	0022 Meeting with J. Smith to discuss indenture comments and T-3 matters.	1.20
01/03/12	RJD	0022 Review and analyze documents in connection with Elektrobite disclosure statement discovery (2.70); Manage and coordinate document production efforts (1.80); internal teleconferences regarding same (.30, .30, .40); internal correspondence regarding same (.20, .20, .30, .30); Correspondence with counsel for preferred shareholders regarding Elektrobite discovery (.50); Prepare for Blackstone deposition noticed by Elektrobite (1.90).	8.90
01/03/12	SJW	0022 Review and revise reply to DS objections (5.1); call with J. Newdeck regarding same (.3); revise TSC disclosure statement order per comments at TSN disclosure statement hearing (3.6); conduct diligence related to T-3 (.4).	9.40
01/03/12	RJP	0022 Review and analyze Blackstone docs. for production to Elektrobite (2); manage and coordinate doc. review, prepare docs. for production to Elektrobite (1); teleconfs. w/C. Torres re same (.4); corresp. w/G. Capone re LightSquared production (.1); review Preferreds' productions (2.2); meet w/J. Bell to discuss Elektrobite discovery issues and plan for Blackstone depo (1); communications with J. Bell re depo prep materials	11.40

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/03/12	JHB	0022 (.5); prepare materials for depo. prep (4.2). Discuss document productions and deposition preparation with R. Presa (0.4); meet with R. Donohue and R. Presa to discuss follow-up regarding same (1.0); review email correspondence regarding same (0.2); review new deposition notices from Elektrobitt (0.2); review third-party document productions (4.0); draft email describing same (0.4); review new Blackstone emails (1.0); review correspondence from preferreds regarding document production (0.2); discuss same with R. Donohue (0.3); review emails referenced in same (0.5); draft letter requesting return of inadvertently produced emails (1.0); discuss same with R. Donohue (0.4); draft email regarding same to J. Sorkin (0.1).	9.70
01/03/12	MAF	0022 Review Disclosure Statement documents.	0.10
01/03/12	JBS	0022 Attention T-3 precedent research and internal correspondence w/r/t filing form of indenture by amendment to T-3.	1.70
01/03/12	JBS	0022 Attention to indenture and T-3 revisions and distribution (4.4); related meetings with R. Testani (1.2).	5.60
01/04/12	SLS	0022 Participate in meetings with Blackstone and Akin teams regarding upcoming disclosure statement deposition (5.0); communication with M. Snyder regarding plan related documents (.2); office conference with B. Kemp regarding preparation of hearing binders for disclosure statement hearing (.2); review of materials for same (.5); finalize note term sheet (.5); communications with preferreds regarding same (.2); communication to P. Holeman regarding disclosure statement objection (.3); follow-up communications with preferreds regarding note term sheet (.2), (.2), (.2).	7.00
01/04/12	PLG	0022 Proofread T-3 exhibits.	3.70
01/04/12	BRK	0022 Preparation of binders for disclosure statement hearing (6.1); office conference with S. Schultz regarding same (.2).	6.30
01/04/12	JFN	0022 Respond to T-3 question (.1); emails re notes term sheet/T3 (.3); communications to S. Woodell (.2); follow-up call with J. Smith (.2).	0.80
01/04/12	RAT	0022 Responding to email inquiries regarding indenture matters.	0.30
01/04/12	RJD	0022 Review and analyze documents in connection with Elektrobitt disclosure statement discovery (1.60); Manage and coordinate document production efforts (1.30); internal teleconferences regarding same (.20, .20, .30); internal correspondence regarding same (.10, .20, .20, .30); Correspondence with counsel for preferred shareholders regarding Elektrobitt discovery (.30); Prepare for Blackstone deposition noticed by Elektrobitt (4.10).	8.80
01/04/12	SJW	0022 Review and revise reply to DS objections and exhibits thereto (2.1).	2.10
01/04/12	RJP	0022 Meet w/Akin attorneys to discuss depo. prep. and Elektrobitt discovery (1.3); multiple teleconfs. w/R. Donohue (.1), (.1), (.1) re same; prepare materials for CJ Brown depo. prep. (2); participate in depo. prep. w/CJ Brown (3.5) (partial).	7.10
01/04/12	EYP	0022 Prep session with Brown and Akin Team for deposition.	5.00
01/04/12	JHB	0022 Review and flag completed binder of selected third-party materials for Blackstone depo prep (1.0); revise and re-circulate letter requesting return of inadvertently produced emails (0.3); attend internal pre-meeting for Blackstone depo prep (1.0); attend prep session for C.J. Brown (4.0); discuss follow-up with R. Donohue (0.2); finalize and send letter requesting return of inadvertently produced emails (0.5); discuss same with R. Donohue (0.1).	6.20
01/04/12	JBS	0022 Attention to T-3 and indenture follow-up and filing preparation (3.3); call with J. Newdeck regarding same (.2).	3.50
01/05/12	SLS	0022 Communication to J. Sorkin regarding disclosure statement response (.2); review notice of filing of disclosure statement exhibit (1.0); communication with M. Snyder regarding same (.1); participate in call with GCG regarding solicitation process (.6); review revised disclosure	2.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/05/12	BRK	0022 statement order (.3); preparation for disclosure statement hearing (.4). File reply to disclosure statement objections (.3); file notice of filing exhibit to First Amended Disclosure Statement (.3); coordinate with D. Krasa-Berstell and J. Samper regarding copies of same to chambers (.2).	0.80
01/05/12	JFN	0022 Follow-up re T3 (.1); review DS (.6); review status of documents re solicitation (.5).	1.20
01/05/12	RJD	0022 Review and analyze documents in connection with Elektrobite disclosure statement discovery (1.10); Manage and coordinate document production efforts (1.10); internal teleconferences regarding same (.10, .20, .30); internal correspondence regarding same (.10, .10, .20, .20); Prepare for Blackstone deposition noticed by Elektrobite (2.90).	6.30
01/05/12	SIW	0022 Call with GCG re solicitation (.5); review and revise reply to DS objections (4); review and revise DS order and exhibits per comments of S. Schultz and GCG (3.1); review and revise insert to DS re Jefferies stipulation (4); communications to S. Schultz re DS status (.3); correspondence with Blackstone and J. Smith re DS exhibits (4).	8.70
01/05/12	RJP	0022 Prepare materials for depo. prep. for CJ Brown/Elektrobite depo (1.5); confer w/R. Donohue (.2) and M. Gyure (.2) re same; review Preferreds' doc. prods. to Elektrobite (.8); manage and coordinate prod. of documents (.5); corresp. w/Elektrobite re final notes term sheet (.1); retrieve documents in prep. for hearing for R. Mullen (Weil) and corresp. re same (.4); teleconf. w/Akin attys re disclosure statement hearing (.2); follow-up corresp. w/R. Donohue and J. Bell re same (.2).	4.10
01/05/12	EYP	0022 Review of DS objection chart.	1.00
01/05/12	JHB	0022 Research with respect to Elektrobite discovery requests, common interest privilege, attorney-client privilege, and work product privilege in the bankruptcy context (1.7); correspondence with R. Presa regarding disclosure statement hearing (.2); draft privilege log (3.3); discuss privilege log with R. Donohue (0.3); e-mail S. Woodell re same (0.1); e-mail R. Presa re same (0.1); revise privilege log (1.4).	7.10
01/05/12	JBS	0022 Attention to engaging Trustee and follow-up on and edgarization of certain T-3 exhibits (2.0). Attention to correspondence/call with Blackstone on DS exhibits (4).	2.40
01/06/12	JLS	0022 Prepare for and defend Blackstone deposition (6.5); Confer with counsel to Elektrobite regarding case (.6); Confer with Akin Gump attorneys regarding case status and strategy (.7); Review and respond to correspondence regarding case (4).	8.20
01/06/12	SLS	0022 Participate in CJ Brown deposition via video conference (6.0); preparation for disclosure statement hearing (2.2); participate in follow-up call regarding same (4).	8.60
01/06/12	JFN	0022 Participate in EB deposition of CJ Brown telephonically (partial).	4.00
01/06/12	JFN	0022 Draft GCG declaration re DS (.2, .2); correspondence re DS issues (.5); communications to S. Schultz re same (.4); follow-up with GCG (.1, .1); correspondence re outstanding DS issues and DS hearing preparation (.4); correspondence to S. Woodell (.2, .2); correspondence re notes issues and follow-up (.3); review DS documents (1.0).	3.60
01/06/12	MAG	0022 Assist at CJ Brown's (Blackstone) deposition (partial).	4.00
01/06/12	RJD	0022 Attend via teleconference Blackstone deposition noticed by Elektrobite (6.10).	6.10
01/06/12	SIW	0022 Prepare materials for DS hearing (3.5); review correspondence from S. Schultz and J. Newdeck re GCG affidavit in connection with DS hearing (.2); review email from S. Schultz re DS revisions (.2).	3.90
01/06/12	SIW	0022 Precall with preferreds and Akin team re Elektrobite claim (.1); prepare for (.2) and participate telephonically in (5.9) Elektrobite's deposition of CJ Brown.	6.20
01/06/12	RJP	0022 Teleconf. w/Preferreds re disc. statement hearing (.1); meet w/R. Donohue and J. Bell to discuss CJ Brown/Elektrobite depo (3);	6.40

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/06/12	JHB	0022 participate in CJ Brown/Elektrobit depo. via teleconf. (6). Attend deposition of CJ Brown via conference call (6.0); discuss deposition with R. Donohue and R. Presa (0.3); revise privilege log (0.7); review Terrestar news coverage (0.2); review discovery article authored by Elektrobit counsel (0.4); e-mail J. Sorkin regarding deposition of CJ Brown (0.1).	7.70
01/06/12	JBS	0022 Attention to follow-up with trustee (.3); Attention to conflict waiver (.7).	1.00
01/07/12	SLS	0022 Preparation for disclosure statement hearing (3.8); telephone call with P. Holeman regarding disclosure statement objections (.2); communication to E. Neiger regarding same (.2).	4.20
01/07/12	RAT	0022 Responding to email regarding indenture comments.	0.10
01/07/12	SIW	0022 Communications to J. Newdeck re DS revisions (.3); review several communications from preferreds and Akin corporate team re comments to draft indenture (.3); locate information and draft correspondence to S. Schultz re Mohawk DS objection (.5); review several emails from working group re revisions to DS (.4); communication to S. Schultz re updates to DS reply chart (.2); review and revise chart per comments (.6); draft correspondence to chambers re updated exhibit (.4); review of claims register in connection with DS reply (.4); review substantial correspondence from working group re Elektrobit DS objections (.3); correspondence with M. Snyder re notes term sheet (.2).	3.60
01/08/12	SLS	0022 Preparation for disclosure statement hearing (.3).	0.30
01/08/12	SIW	0022 Review and revise disclosure statement (1.0); review correspondence from D. Holzman re DS insert (.3); correspondence with working group (.1); review email from E. Neiger re Mohawk DS objection (.1).	1.50
01/08/12	EYP	0022 Prep for Disclosure Statement hearing (review of objections).	2.00
01/09/12	SLS	0022 Preparation for disclosure statement hearing (8.5); communications with J. Newdeck regarding same (.5); review documents regarding same (1.4); telephone calls and communications with P. Holeman regarding resolution of Elektrobit disclosure statement objections (.1) (.2) (.1); communication to E. Neiger regarding Mohawk disclosure statement objection (.2); review response to same (.2); communication to A. Preis regarding same (.2); telephone call with M. Taub regarding resolution of Mohawk disclosure statement objections (.2); review revised plan (.4); review revised disclosure statement (.3); telephone call with F. Greese regarding revisions to disclosure statement (.1) (.1).	12.30
01/09/12	ISD	0022 Review open TSC disclosure statement issues.	0.60
01/09/12	JFN	0022 Review and revise script (.2, .2); draft hearing chart (.5); finalize documents for hearing (1.5); meet with client re hearing preparation (2.0); various communications with S. Woodell and S. Schultz for final hearing preparation (.5, .5); prepare re same (3.0).	8.40
01/09/12	JFN	0022 Communication to S. Schultz re DS objection (.2); review open items (.2); communications to S. Schultz and S. Woodell (.2); follow-up with S. Woodell (.2); emails re Mohawk DS objections (.2); confer with Mohawk (.1); follow-up emails (.2); analyze Mohawk additional DS issues (.4); draft language to resolve additional Mohawk DS issue (.2); revise (.1); correspondence re EB DS objection (.3); review and revise proposed EB language (.4); review updated DS chart (.3); attention to solicitation chart (.2).	3.10
01/09/12	RJD	0022 Assist with preparation for disclosure statement hearing (3.10); Numerous internal correspondence regarding Elektrobit disclosure statement objections (.10, .20, .20, .30); Numerous internal conferences regarding same (.30, .40, .50).	5.10
01/09/12	SIW	0022 Review revised DS (.4); prepare redlines for review by S. Schultz (.3); several communications with J. Newdeck re DS hearing preparation (.5); prepare materials and review documents in preparation for DS hearing	14.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		(11.5); call with chambers re proposed DS order (.1); draft correspondence to chambers with respect to the same (.2); preparation for disclosure statement hearing (1.5).	
01/09/12	RJP	0022 Prepare docs. for disclosure statement hearing (.8).	0.80
01/09/12	EYP	0022 Various prep for Disclosure Statement hearing including discussions with potential objectors and meeting with D. Brandon.	4.00
01/09/12	JHB	0022 Meet with R. Donohue and R. Presa regarding Elektrobit discovery (1.8); revise privilege log (1.0); review Elektrobit discovery requests (0.3); discuss disclosure statement hearing with R. Donohue and R. Presa (0.5); email J. Sorkin re same (0.1); email R. Donohue regarding Elektrobit expert witnesses (0.2); research Elektrobit expert witnesses (0.2); consider search terms for additional Elektrobit document requests (0.3); review transcript of CJ Brown deposition (1.0).	4.50
01/09/12	MAF	0022 Review Plan and DS dates.	0.10
01/09/12	JBS	0022 Attention to indenture revisions and follow-up.	0.80
01/10/12	JLS	0022 Prepare for (.9), attend and participate (2.1) in hearing on disclosure statement and Elektrobit claim objection.	3.00
01/10/12	SLS	0022 Prepare for (2.9) and participate in (2.0) disclosure statement hearing; communication with Chambers regarding requested revision to solicitation procedures (.1); review revised order (.4); review revisions to disclosure statement (.4); review notice of filing of supplemental disclosure statement objection (.2).	6.00
01/10/12	JFN	0022 Communications to S. Woodell re solicitation issues (.1, .1); email to S. Schultz (.1); analysis re same (.2).	0.50
01/10/12	JFN	0022 Finalize disclosure statement hearing preparation and various conferences (2.0); attend hearing (2.0) and follow-up (1.0).	5.00
01/10/12	MAG	0022 Assist in preparation for disclosure statement hearing (2.0)	2.00
01/10/12	RJD	0022 Attend via teleconference disclosure statement hearing (2.10).	2.10
01/10/12	SJW	0022 Prepare materials for hearing (1.2); attend and assist S. Schultz at disclosure statement hearing (2.1).	3.30
01/10/12	SJW	0022 Prepare notice of filing of Perez supplemental DS objection (.3); coordinate with J. Samper re filing of same (.1, .1); review and revise DS and related documents (2.4); finalize DS order and exhibits (1.8).	4.70
01/10/12	RJP	0022 Review filings in preparation for Disclosure statement hearing (.4) and attend hearing by teleconf. (1.5).	1.90
01/10/12	EYP	0022 Prep for (1.5) and attend Disclosure Statement hearing (2.0); related follow up regarding same (.5).	4.00
01/10/12	JHB	0022 Attend disclosure statement hearing via court call (1.6); discuss disclosure statement hearing with R. Donohue (0.2); review amended chart of responses to disclosure statement and plan objections (0.5); draft responses and objections to Elektrobit's second set of document requests (2.2); attend litigation team meeting regarding Elektrobit and Mohawk objections (1.0).	5.50
01/10/12	JBS	0022 Attention to follow-up on indenture/T-3 (.8), including call w/ M. Snyder of WLRK (.2) and with Blackstone on DS exhibits (.3).	1.30
01/11/12	SLS	0022 Review revised solicitation order (.4) and exhibits (.4); review revised plan (.2); review revised disclosure statement (.4); communications with J. Newdeck regarding comments to same (.2) (.1) (.1).	1.80
01/11/12	JFN	0022 Confer with S. Schultz re DS edits (.2, .1, .1); review and revise Plan and DS (1.5, .7); review comments from third parties (.3); incorporate same (.3); call with certain preferred re modifications (.1, .5); review EB plan/DS comments (.2); emails re same and follow-up (.2) communications with GCG re solicitation (.2); review solicitation issues (.3).	4.70
01/11/12	RJD	0022 Review privilege log for documents inadvertently produced in response to Elektrobit disclosure statement document requests (.60); Internal	0.90

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/11/12	SIW	0022 correspondence regarding same (.30).	2.10
01/11/12	JBS	0022 Prepare numerous documents for review by interested parties and for filing.	1.50
01/12/12	SLS	0022 Attention to follow-up on and review of Blackstone exhibits to DS and engagement and coordination with Wilmington Trust as trustee.	0.70
01/12/12	ISD	0022 Review notice of filing of plan (.1); supervise filing of second amended plan and disclosure statement (.6)	0.40
01/12/12	JFN	0022 Attention to plan issues.	2.10
01/12/12	RAT	0022 Finalizing solicitation issues (.5, .5); emails re same (.2); confer with GCG (.3); follow-up re status of DS order and various calls re same (.5); email J. Smith re indenture (.1).	0.20
01/12/12	SIW	0022 Discussing indenture matters with J. Smith.	9.10
01/12/12	JBS	0022 Review and revise DS per comments of interested parties (.4); review and prepare for filing the DS, plan and related documents (3.1); review plan supplement checklist (.2); communications to S. Schultz and J. Newdeck re plan supplement (.4); review and revise several versions of plan, DS, order and exhibits and coordinate filing and service of the same (5).	2.60
01/13/12	PLG	0022 Attention to TSC follow-up on indenture/TSC including providing DS and related exhibits to Securex (2.4); discuss same with R. Restani (.2).	1.50
01/13/12	JFN	0022 Begin proofreading T3 exhibits.	0.50
01/13/12	RAT	0022 Emails re solicitation issues (.2); call with GCG (.3).	0.70
01/13/12	JBS	0022 Discussing trustee indenture comments and other matters with J. Smith.	4.30
01/15/12	PLG	0022 Attention to trustee comments and indenture revisions. TCW R. Testani (.7). Attention to revising Disclosure Statement exhibit to T-3 (3.3).	10.00
01/16/12	PLG	0022 Attention to follow-up on indenture comments (.3).	5.00
01/17/12	SLS	0022 Proofreading exhibits to T3.	0.20
01/17/12	BRK	0022 Email to preferreds regarding plan supplement comments (.2)	0.60
01/17/12	JFN	0022 Locate and forward document titles, docket number and filing date of first amended plan, disclosure statement and cash collateral order to R. Presa (.4); retrieve and forward cash collateral order (.2).	4.60
01/17/12	SIW	0022 Review DS changes (.5); emails re same (.2); confer with M. Snyder re Jefferies claim (.2); follow-up email (.2); review second amend plan (.3); revisions (.2); review plan, DS and related exhibits for filing and revisions to same (1.0, .5, .7); various communications with S. Woodell (.5); final review of documents for filing (.3).	0.50
01/17/12	MAF	0022 Communications with J. Newdeck regarding DS order.	0.20
01/17/12	JBS	0022 Review Plan and DS.	1.20
01/18/12	BRK	0022 Attention to review of proof of Disclosure Statement and providing mark-up to Securex.	0.60
01/18/12	JFN	0022 Forward second amended plan and disclosure statement to GCC for solicitation packages.	5.00
01/18/12	SIW	0022 Email S. Woodell re solicitation issues (.1); review status of same (1.2); call with S. Woodell (.2); correspondence re T3 filing (.2); review status of closing (.2, .1); review executory contract list (.2, .2); review solicitation documents (.3, .5); several emails to S. Woodell re solicitation questions (.5); review and consider open solicitation issues (.5, .3, .2); emails re same (.3).	4.50
01/18/12	JBS	0022 Call with J. Newdeck re solicitation issues (.2); work related to solicitation documents and other solicitation matters (3.8); correspondence with J. Newdeck regarding same (.5).	3.00
01/18/12	KR	0022 Attention to T-3 and indenture revisions and correspondence with trustee's counsel.	2.10
01/19/12	SLS	0022 Review draft trust agreement.	1.20
		0022 Telephone call with working group regarding transition post-effective date actions (1.2).	

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/19/12	BRK	0022 Update cover page of Plan and Disclosure Statement and forward to GCG for solicitation packages.	0.60
01/19/12	JFN	0022 Various conferences with S. Woodell re solicitation issues (.8); call with GCG re same (.3); review solicitation issues (.5); review time line (.1, .1); review exhibits (.2, .2); review executory contract issues (.3); communication with A. Blaylock (.1); follow-up with S. Woodell (.1, .1); emails re executory contract (.1).	2.90
01/19/12	RAT	0022 Discussing deal matters with J. Smith.	0.20
01/19/12	SJW	0022 Review correspondence from GCG re solicitation (.2); review draft T-3 (.7); communications with J. Newdeck and GCG re solicitation outstanding issues (.8); review and prepare documents in connection with solicitation (1.3); correspondence with company regarding contract party list (.2); review contract party list and claims register and multiple communications with working group in connection with same (1.1).	4.30
01/19/12	JBS	0022 Attention to follow-up on indenture and T-3 (.5). Attention to form T-1 and coordinating with Securex (.5). Call with R. Testani (.2).	1.20
01/20/12	SLS	0022 Telephone call with Akin team, Blackstone team and D. Brandon regarding next steps for exit (.6); telephone call with D. Holzman regarding plan supplement documents (.1); telephone call with S. Shelley regarding same (.2); communications with Akin team regarding plan supplement documents (.6)	1.50
01/20/12	JFN	0022 Communication to S. Schultz re solicitation/confirmation issues (.2); follow-up correspondence to S. Woodell (.2); review open items (.2); correspondence to A. Foley (.1); review emails re solicitation/confirmation issues (.2); call re post-confirmation issues (.5); follow-up (.2).	1.60
01/20/12	SJW	0022 Communications with J. Lee re executory contracts (.1, .2); review of claims register and agreements in connection with same with respect to solicitation notices for contract parties (.8).	1.10
01/20/12	JHB	0022 Review errata from CJ Brown deposition.	0.30
01/20/12	JBS	0022 Attention to follow-up on indenture and T-3 timing, including email and distribution to Preferreds of revised documents.	0.80
01/23/12	SLS	0022 Participate in discovery call with Akin working group	0.90
01/23/12	SLS	0022 Communications with working group regarding review of indenture comments (.2); review proof for confirmation publication notice (.2); communication to S. Woodell regarding same (.1)	0.50
01/23/12	ISD	0022 Attention to plan issues (1.0); Update on EB discovery (.6).	1.60
01/23/12	JFN	0022 Review documents for solicitation (.5); emails re same (.3); comments re Indenture and follow-up emails (.3); communications from committee re notes term sheet and follow-up (.2, .2); review Perez DS objection (1.0); research re other objection (.4).	2.90
01/23/12	RAT	0022 Discussing revised draft of indenture with J. Smith.	0.20
01/23/12	SJW	0022 Participate in conference call with litigation team re Mohawk discovery requests (.4); review and revise documents in connection with solicitation (1.8); communications with Miller advertising re confirmation hearing notice and review of notice proofs (.5).	2.70
01/23/12	RJP	0022 Review Mohawk letter and disc. requests (.2); teleconf. w/Akin attorneys same (.5).	0.70
01/23/12	JBS	0022 Correspondence and follow-up with trustee's counsel (.3). Call with R. Testani (.2). Attention to review of indenture comments (.9).	1.40
01/24/12	SLS	0022 Review comments to indenture (1.2); participate in call with call with Akin and Blackstone working group regarding same (.7); follow-up call with CJ Brown regarding same (.1); review communication from Van Vlissingen regarding TSC Notes (.2); communication with preferreds regarding indenture comments (.2); review language request from DOJ (.3); participate in call with preferreds regarding comments to indenture (1.0); telephone call with L. Fogelman regarding government plan	4.40

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/24/12	JFN	0022 reservation language (.3); communication to S. Woodell regarding response to same (.2); telephone call with J. Smith regarding response to M. Snyder indenture comments (.2)	
01/24/12	JFN	0022 Various emails re T3 (.2); follow-up re committee order call (.1); review forms and solicitation documents (.4); emails re solicitation (.2); review indenture comments (.2, .2); team call re same (.8); review summary of preferreds' comments (.1).	2.20
01/24/12	JFN	0022 Email Perez re information request (.2); confer with S. Woodell (.1).	0.30
01/24/12	RAT	0022 Reviewing indenture markup provided by preferreds (.9) and discussing same with Blackstone (.7); participating in follow-up discussion with J. Smith (.6).	2.20
01/24/12	SIW	0022 Participate in teleconference with TSC team and Blackstone re indenture (.7); follow up (.2).	0.90
01/24/12	JBS	0022 Attention to indenture and Form T-3 edits and mark-ups and related calls with Akin team and Blackstone (.7); the trustee's counsel (.3) and the preferred shareholders (1.0) and related internal follow-up (with R. Restani (.6). Attention to distribution and coordination with printer for edgarization (5.4).	8.00
01/24/12	KR	0022 Review and revise Liquidating Trust Agreement.	0.40
01/25/12	SLS	0022 Telephone call with preferreds, Akin and Blackstone regarding need for exit facility (.8); review Lightsquared document production (.3); review proposed revisions to indenture (1.2); communication to J. Smith regarding same (.1)	2.40
01/25/12	JFN	0022 Correspondence with J. Smith re T-3 (.1); review T-3 filing (.2); email parties re same (.2).	0.50
01/25/12	JFN	0022 Call with preferreds re exit financing (.8).	0.80
01/25/12	RAT	0022 Participating in discussion with J. Smith regarding T-3 matters.	0.20
01/25/12	SIW	0022 Participate in call with Blackstone and Preferreds re exit facility.	0.70
01/25/12	JBS	0022 Attention to reviewing proof, finalizing and filing Form T-3 (1.5). Attention to indenture revisions (1.7) and related calls with R. Testani (.2); correspondence with J. Newdeck regarding same (.1).	3.50
01/26/12	SLS	0022 Communication with J. Smith regarding indenture (.4)	0.40
01/26/12	TWD	0022 Telephone call with H. Jacobsen re: FCC implications of internal reorganization to address tax issues.	0.30
01/26/12	JFN	0022 Attention to plan supplement issues.	0.40
01/26/12	SIW	0022 Communication with J. Lee (.1) and to J. Newdeck (.2); re plan supplement docs.	0.30
01/26/12	JBS	0022 Attention to indenture revisions (EoD precedent research and adding in Additional Notes flexibility) (2.6) and follow-up communications to Blackstone and S. Schultz (.3).	2.90
01/27/12	SLS	0022 Telephone call with Van Vlissingen counsel regarding note term sheet (.6); review precedent regarding corporate reorganization plan supplement exhibit (.1).	0.70
01/27/12	SLS	0022 Communications with team regarding omnibus hearing dates (.1); communications with S. Woodell and J. Newdeck regarding plan supplement documents (.2) (.1); call with D. Holzman and S. Shelley regarding case status (.2); communication to A. Preis regarding case status (.2).	0.80
01/27/12	ISD	0022 Attention to plan issues.	1.10
01/27/12	JFN	0022 Call re notes (.6); follow-up communications re same (.2); review status of plan supplement documents (.3, .3); emails with S. Woodell (.3) and to S. Schultz re confirmation issues (.2); review plan supplement issues (.5); work regarding solicitation (.3).	2.60
01/27/12	SIW	0022 Correspondence with J. Newdeck and S. Schultz re plan supplement (.3); review and revise plan supplement documents (3.2).	3.60
01/27/12	SIW	0022 Call with working group and Posner re TSC notes in connection with Van Vlissingen claim (.5).	0.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
01/27/12	EYP	0022 Call with Posner and working group regarding new notes.	0.50
01/27/12	MAF	0022 Review related cases' Plan Supplements.	0.40
01/27/12	JBS	0022 Attention to indenture revisions (1.9) and follow-ups communications to S. Schultz and R. Testani (.3).	2.20
01/30/12	SLS	0022 Prepare for (.5) and participate in (.6) call with Akin team regarding proposed revisions to indenture; telephone call with J. Smith regarding same (.2) (.1).	1.40
01/30/12	JFN	0022 Various emails re plan supp issues (.3); review issues re confirmation brief (.1).	0.40
01/30/12	RAT	0022 Reviewing comments from Wachtell to the indenture (.5); discussing same with J. Smith (.3) and subsequently with Blackstone (.2).	1.00
01/30/12	SIW	0022 Participate in call with corporate team re preferreds' comments to indenture.	0.60
01/30/12	JBS	0022 Call with R. Testani (.3). Attention to revising indenture (4.0). Call with Blackstone and Akin team (.6). Follow-up calls with S. Schultz regarding same (.3).	5.20
01/31/12	SLS	0022 Review comments to plan supplement documents (.3); telephone call with D. Holzman regarding same (.1); telephone call with potential purchaser regarding transfer of preferred shares (.2); related follow-up communication to A. Preis regarding same (.1)	0.70
01/31/12	TWD	0022 Telephone call with S. Schultz re: FCC implications of Harbinger sale of interest in Terrestar Corp. (.2); related follow up (.2).	0.40
01/31/12	ILR	0022 Review and mark up stockholders agreement and registration rights agreement and emails regarding same.	2.00
01/31/12	JFN	0022 Various emails re plan supplement docs (.2); review form for notice of plan supp and emails re same (.2).	0.40
01/31/12	RAT	0022 Discussing revised draft of indenture with J. Smith.	0.20
01/31/12	JHB	0022 Attend litigation meeting re: Elektrobitt and Mohawk discovery (1.1); review and respond to questions regarding Elektrobitt document review (0.5).	1.60
01/31/12	JBS	0022 Call with R. Testani to go over indenture and distribution of revised indenture to preferreds and trustee (.2). General review of other corporate docs (2.3).	2.50
01/06/12	JLS	0025 Travel to/from deposition (Actual time .7).	0.35
01/08/12	SLS	0025 Travel to New York for disclosure statement hearing (actual time 4.8).	2.40
01/08/12	SIW	0025 Travel from Dallas to New York (Actual time 5.7).	2.85
01/09/12	JFN	0025 Travel to New York. (Actual time - 3.0)	1.50
01/10/12	JLS	0025 Travel to/from hearing (Actual time 1.4).	0.70
01/10/12	SLS	0025 Travel from New York to Dallas (actual time 5.8).	2.90
01/10/12	JFN	0025 Travel to DC. (Actual time - 3.5)	1.75
01/10/12	SIW	0025 Travel from office to hearing (actual time .5); travel from hearing back to office (.6); travel from NY to Dallas (actual time 4.5) (actual time 5.6).	2.80

Total Hours

1584.65

TIMEKEEPER TIME SUMMARY:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
T W DAVIDSON	0.70 at	\$720.00 =	\$504.00
H B JACOBSON	7.20 at	\$755.00 =	\$5,436.00
A L LAVES	0.20 at	\$805.00 =	\$161.00
I S DIZENGOFF	11.60 at	\$1050.00 =	\$12,180.00
R A TESTANI	7.50 at	\$925.00 =	\$6,937.50
J L SORKIN	89.05 at	\$730.00 =	\$65,006.50
S L SCHULTZ	97.80 at	\$775.00 =	\$75,795.00

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<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
A PREIS	49.70	at	\$775.00	=	\$38,517.50
I L ROSENBLATT	2.00	at	\$665.00	=	\$1,330.00
K REINDL	2.50	at	\$575.00	=	\$1,437.50
J F NEWDECK	120.75	at	\$649.94	=	\$78,480.00
R J DONOHUE	111.30	at	\$570.00	=	\$63,441.00
J B SMITH	56.60	at	\$600.00	=	\$33,960.00
S L NAEGEL	22.40	at	\$500.00	=	\$11,200.00
E M SCOTT	14.40	at	\$500.00	=	\$7,200.00
J B BAILEY	20.30	at	\$410.00	=	\$8,323.00
L B HARMON	32.90	at	\$410.00	=	\$13,489.00
A J KANE	28.20	at	\$390.00	=	\$10,998.00
A R CASILLAS	20.00	at	\$370.00	=	\$7,400.00
K D WILLIAMS	17.10	at	\$390.00	=	\$6,669.00
R TIZRAVESH	40.50	at	\$520.00	=	\$21,060.00
D S WALKER	27.50	at	\$370.00	=	\$10,175.00
S J WOODELL	163.65	at	\$370.00	=	\$60,550.50
L ZAHRADKA	0.70	at	\$425.00	=	\$297.50
R J PRESA	132.40	at	\$400.00	=	\$52,960.00
D A KAZLOW	11.20	at	\$575.00	=	\$6,440.00
J H BELL	134.40	at	\$570.00	=	\$76,608.00
J A BAIN	3.60	at	\$450.00	=	\$1,620.00
R P MCAULIFFE	32.10	at	\$375.00	=	\$12,037.50
R M CELLA	23.70	at	\$360.00	=	\$8,532.00
A BARNES	53.50	at	\$275.00	=	\$14,712.50
J L DECKER	12.80	at	\$295.00	=	\$3,776.00
R J COLLINS	2.10	at	\$310.00	=	\$651.00
J W MA	3.60	at	\$240.00	=	\$864.00
G STRONG	8.40	at	\$220.00	=	\$1,848.00
C TORRES	62.20	at	\$230.00	=	\$14,306.00
R STANCUT	1.80	at	\$230.00	=	\$414.00
P L GUNN	25.40	at	\$255.00	=	\$6,477.00
B R KEMP	27.20	at	\$215.00	=	\$5,848.00
T SOUTHWELL	0.70	at	\$235.00	=	\$164.50
D KRASA-BERSTELL	3.80	at	\$235.00	=	\$893.00
M A GYURE	65.50	at	\$250.00	=	\$16,375.00
M A FOLEY	8.60	at	\$195.00	=	\$1,677.00
D R CADET	6.00	at	\$205.00	=	\$1,230.00
P J CAMHI	4.40	at	\$200.00	=	\$880.00
J A SAMPER	11.80	at	\$215.00	=	\$2,537.00
J GRIFFIN-CHURCHILL	4.30	at	\$200.00	=	\$860.00
T A BOGGIO-TURNER	0.20	at	\$110.00	=	\$22.00
L W LANPHEAR	0.40	at	\$220.00	=	\$88.00

Current Fees

\$772,368.50

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Computerized Legal Research - Other	\$485.44
Computerized Legal Research - Westlaw	\$8,907.97
Courier Service/Messenger Service- Off Site	\$256.39
Document Retrieval	\$20.08
Duplication - In House	\$7,857.20
Filing Fees	\$200.00
Meals - Business	\$291.34

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Meals (100%)	\$839.65
Postage	\$1.10
Audio and Web Conference Services	\$20.73
Telephone - Long Distance	\$30.00
Transcripts	\$395.81
Travel - Airfare	\$6,102.80
Travel - Ground Transportation	\$1,556.52
Travel - Lodging (Hotel, Apt, Other)	\$2,141.01
Travel - Parking	\$74.69
Travel - Telephone & Fax	\$17.99
Travel - Train Fare	\$4.50

Current Expenses

\$29,203.22

Total Amount of This Invoice

\$801,571.72

Akin Gump

Strauss Hauer & Feld LLP

TERRESTAR NETWORKS
ATTN: DOUGLAS BRANDON
ONE DISCOVERY SQUARE
12010 SUNSET HILLS ROAD
SUITE 600
RESTON, VA 20190

Invoice Number 1411187
Invoice Date 03/20/12
Client Number 688669
Matter Number 0004

Re: TSC POSTPETITION

FOR PROFESSIONAL SERVICES RENDERED THROUGH 02/29/12 :

MATTER SUMMARY OF TIME BILLED BY TASK :

		<u>HOURS</u>	<u>VALUE</u>
0002	General Case Administration	87.40	\$48,670.00
0003	Akin Gump Fee Application/Monthly Billing Reports	19.30	\$8,518.00
0004	Analysis of Other Professionals Fee Applications/Reports	12.00	\$4,125.00
0006	Retention of Professionals	1.00	\$510.00
0008	Court Hearings	54.50	\$26,903.50
0009	Financial Reports and Analysis	3.30	\$1,174.50
0012	General Claims Analysis/Claims Objections	841.50	\$324,014.00
0017	General Adversary Proceedings/Litigation Matters	0.60	\$222.00
0018	Tax Issues	62.80	\$35,189.00
0021	Exclusivity	3.10	\$1,262.50
0022	Plan/Disclosure Statement/Solicitation and Related Documentation	183.10	\$108,379.50
0025	Travel Time	19.30	\$12,811.00
	TOTAL	1287.90	\$571,779.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/01/12	BRK	0002 Draft Notice of Filing.	1.00
02/01/12	SJW	0002 Call with equity holder re case status (.2).	0.20
02/03/12	EYP	0002 Communications re strategy with team.	0.50
02/05/12	SJW	0002 Draft motion to adjourn Mohawk motion.	0.30
02/08/12	SJW	0002 Calls with chambers re upcoming motion (.2, .2); call with shareholder re questions about common stock (.3).	0.70
02/08/12	EYP	0002 Various calls re strategy.	0.30
02/08/12	JHB	0002 Review notice of adjournment of hearing on Mohawk standing motion (0.1); e-mail M. Gyure re same (0.1).	0.20
02/09/12	EYP	0002 Various calls re case issues.	1.00
02/10/12	SLS	0002 Telephone conference with Akin and Blackstone working group regarding transfer of interest (.5); telephone calls with S. Shelley regarding same (.1) (.1) (.1); emails with D. Brandon regarding same (.2).	1.00
02/10/12	BRK	0002 Update case calendar.	0.20
02/10/12	JFN	0002 Call with team re holdings issues and follow-up (.9); correspondence with Laukitis (.1); voicemail re same (2.1); emails with S. Schultz (.2); emails re rights for preferred holders (.2); review documents (.4).	1.90
02/11/12	SJW	0002 Correspondence to J. Newdeck and S. Schultz re preferred holders' retained rights.	0.30
02/11/12	EYP	0002 Various items dealing with preferreds.	0.50
02/12/12	JLS	0002 Review and respond to correspondence regarding common interest agreement and case strategy.	0.50
02/12/12	SLS	0002 Telephone call with M.Friedman regarding potential transfer of preferred shares.	0.30
02/12/12	RJD	0002 Internal correspondence regarding issues raised by [REDACTED] trade of TSC shares (.50); Draft and revise potential new common interest agreement as a result of issues raised by trade of TSC shares (1.10)	1.60
02/12/12	SJW	0002 Correspondence with working group re preferred holder trade and related issues (.5); draft summary of rights retained under various documents (3.5).	4.00
02/13/12	JFN	0002 Communications re preferred call (.5); review chart re plan/bridge loan rights and revise (.8); review summary (.2).	1.50
02/13/12	STC	0002 Research on conditions in FCC Foreign Ownership Order.	0.70
02/13/12	RJD	0002 Internal correspondence regarding issues raised trade of TSC shares (.60); Internal conferences regarding same (.50); Draft and revise potential new common interest agreement as a result of same (.90).	2.00
02/13/12	SJW	0002 Continue drafting summary of preferred holder retained rights (1.3); research re common interest and NDAs (1.1); revise retained rights summary per comments of S. Schultz (1); follow-up with J. Newdeck re same (.2).	3.60
02/13/12	RJP	0002 Draft and revise common interest agreement (1.5); teleconfs. w/R. Donohue (.2), (.2) and communication to J. Sorkin (.1) re same; correspondence to S. Woodell re common interest (.1).	2.10
02/13/12	EYP	0002 Various correspondence re trading issue (.3); draft NDA (.4); calls re same (.3).	1.00
02/13/12	JAS	0002 Pull motion for ex parte bridge order and notice of confirmation hearing (.2); communication to L. Zahradka re courtesy copies (.1); draft cover letter (.3); arrange for delivery of courtesy copies (.2).	0.80
02/14/12	JOT	0002 Prepared electronic data for attorney review per the request of Ryan Donohue	1.70
02/14/12	JFN	0002 Review omnibus notice (.1); email preferred counsel re requested pleadings (.1).	0.20
02/14/12	SJW	0002 Draft notice of omnibus hearings (.3); call with J. Newdeck re deadlines	2.80

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		(.3); follow-up re same (.4); draft notice of interim hearing on NOL motion (.3); correspondence to A. Preis and J. Newdeck re NDA (.3); review and revise same (1.2).	
02/15/12	SLS	0002 Prepare for standing hearing (.9); telephone call with J. Newdeck regarding same (.3); participate in working group call regarding potential transfer of stock (.5); follow-up communications to J. Newdeck regarding same (.2).	1.90
02/15/12	BRK	0002 Update case calendar.	0.30
02/15/12	JFN	0002 Correspondence re Mohawk motion (.1); consider evidence for hearing (.2); conferences with S. Schultz (.3); review SEC filings and follow-up (.5); draft GCG declaration and evidence issues follow-up (.2, .3).	1.60
02/15/12	STC	0002 Research on conditions in FCC Foreign Ownership Order and draft email to T. Davidson on same (4.8); telephone conference with outside parties on same (.6).	5.40
02/15/12	SJW	0002 Attend call with preferred shareholders re trade and correspondence from TSC team.	0.90
02/15/12	EYP	0002 Various calls re FCC and trading issues.	0.50
02/16/12	JLS	0002 Review Mohawk's response in support of standing motion.	0.50
02/16/12	JFN	0002 Communication to S. Woodell re Mohawk motion (.2); review statements and SEC filings (.2); follow-up with S. Woodell (.2); correspondence re filed Mohawk response (.2); draft GCG declaration (.2); various email re same (.2); follow-up re hearing preparation and status (.5).	1.70
02/16/12	RJP	0002 Review Mohawk response (.3).	0.30
02/16/12	JHB	0002 Review TerreStar public filings in preparation for hearing on Mohawk standing objection (1.0); communication to S. Woodell (0.1) and R. Presa (0.1); draft emails to S. Woodell re same (0.1); review Mohawk reply in support of standing motion (0.3).	1.60
02/17/12	BRK	0002 Retrieve and forward Mohawk pleadings to J. Newdeck.	0.30
02/17/12	BRK	0002 Review Reply of Mohawk.	0.60
02/17/12	JFN	0002 Correspondence re Mohawk hearing preparation and review declaration.	0.30
02/18/12	JFN	0002 Review West Face correspondence and emails re same.	0.30
02/18/12	EYP	0002 Review Mohawk response.	0.30
02/18/12	EYP	0002 Review Perez appeal.	0.30
02/18/12	EYP	0002 Review West Face letter.	0.20
02/18/12	EYP	0002 Various correspondence re TSC matters.	0.40
02/19/12	JFN	0002 Draft letter response to West Face (2.5); incorporate revisions (.3).	2.80
02/19/12	SJW	0002 Multiple communications with TSC team re West Face acquisition.	0.40
02/19/12	EYP	0002 Review of various items regarding strategy and dealing with preferreds.	1.00
02/20/12	EYP	0002 Call with D. Brandon and CJ Brown re case strategy (.7); prep for same (.3).	1.00
02/21/12	JFN	0002 Emails to S. Woodell re Mohawk motion (.2); emails re NDA and follow-up (3).	0.50
02/21/12	SJW	0002 Coordinate with GCG re service of pleadings; (.2); review and circulate notice of appearance to TSC team (.1).	0.30
02/21/12	EYP	0002 Various calls with West Face (1.0); review and revise NDA (.6); correspondence re same (.4).	2.00
02/21/12	EYP	0002 Various conferences with D. Brandon re strategy of case.	0.50
02/21/12	JAS	0002 Confirm notice of appearance of S. Hazen (.3); e-mail to J. Newdeck and S. Woodell re same (.1); correspondence to S. Woodell re service and filings (.1).	0.50
02/22/12	SLS	0002 Call with CJ Brown regarding status of holder discussions (.3); review order denying Mohawk standing motion (.2); office conference with S. Woodell regarding status of Perez appeal (.2); correspondence to A. Preis regarding same (.1); update calls with CJ Brown (.3) (.2); telephone call with West Face's counsel regarding case status (.3).	1.60
02/22/12	BRK	0002 Update case calendar.	0.20

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/22/12	BRK	0002 Update case Calendar.	0.20
02/22/12	RJD	0002 Review and analyze briefing and documents in connection with Perez appeal (1.50); internal correspondence regarding same (.10, .20, .20); internal teleconferences regarding same (.10, .20, .30).	2.50
02/22/12	SJW	0002 Draft order denying Mohawk motion (.5); prepare for and call with equity holder (.4); attend call with TSC team and West Face (.7); call with second common stockholder (.2).	1.80
02/22/12	SJW	0002 Attention to status of Perez appeal, including several calls with R. Donohue (1.1); office conference with S. Schultz re same (.2).	1.30
02/22/12	RAC	0002 Conversation and correspondence with lit team and Blackstone team re Perez appeal.	0.50
02/22/12	EYP	0002 Call with stakeholder re case issues.	1.00
02/22/12	EYP	0002 Efforts re NDA for stakeholder.	1.50
02/23/12	BRK	0002 Monitor docket regarding Aldo Perez appeal.	0.40
02/23/12	EYP	0002 Various calls and correspondence regarding case.	1.00
02/24/12	BRK	0002 Monitor docket regarding Aldo Perez appeal.	0.40
02/24/12	SJW	0002 Communications to J. Newdeck and A. Blaylock re shareholder inquiry.	0.20
02/24/12	EYP	0002 Review of draft pleadings, and correspondence and calls re same.	1.00
02/25/12	EYP	0002 Review of various pleadings filed and correspondence regarding same.	1.30
02/26/12	EYP	0002 Various correspondence with general counsel re strategy.	0.30
02/27/12	SLS	0002 Telephone call with M. Snyder regarding case status (.4).	0.40
02/27/12	BRK	0002 Update case calendar.	0.40
02/27/12	BRK	0002 Monitor docket regarding Aldo Perez appeal.	0.40
02/27/12	SJW	0002 Coordinate meeting with West Face (.2); calls with chambers re hearing dates and times (.2); revise notice of adjournment with respect to same (.2).	0.60
02/27/12	EYP	0002 Calls with GC re overall strategy.	0.50
02/28/12	JLS	0002 Prepare for (.3) and participate in (1.7) meeting with preferred shareholder regarding litigation issues; follow-up discussion (.3).	2.30
02/28/12	SLS	0002 Prepare for in-person meeting with West Face (.5); participate in same (1.7); follow-up discussion with Akin working group regarding same (.3); telephone call with M. Snyder regarding same (.1); telephone calls with S. Shelley and D. Holzman regarding same (.2) (.1).	2.90
02/28/12	BRK	0002 Update case calendar.	0.40
02/28/12	SJW	0002 Review case calendar and email GCG re website updates (.4); call with stockholder (.2).	0.60
02/28/12	EYP	0002 Various calls with D. Brandon re strategy.	0.50
02/28/12	EYP	0002 Prepare for in-person meeting with West Face (0.5); participate in meeting with West Face (1.7); follow-up discussion with Akin working group regarding meeting (0.3); telephone call with M. Snyder regarding meeting (0.1); telephone calls with S. Shelley and D. Holzman regarding meeting (0.2).	2.80
02/29/12	BRK	0002 Research regarding letter received from R. Harden.	0.30
02/29/12	JFN	0002 Emails re Bridge agreement (.1); review same (.2).	0.30
02/29/12	SJW	0002 Research re Harden letter.	1.50
02/29/12	EYP	0002 Various calls with counsel regarding strategy issues.	1.00
02/03/12	SJW	0003 Review and revise prebill for task coding and privilege.	1.00
02/05/12	SJW	0003 Review and revise prebills with respect to task coding and privilege.	2.50
02/07/12	SJW	0003 Continue to review and revise prebill with respect to task coding and privilege.	1.90
02/10/12	SJW	0003 Review and revise prebill with respect to task coding.	1.60
02/11/12	SJW	0003 Review and revise prebill with respect to task coding and privilege.	2.00
02/12/12	SJW	0003 Review and revise prebill with respect to task coding and privilege.	1.50
02/13/12	SJW	0003 Review and revise prebill with respect to task coding and privilege.	2.00
02/15/12	SJW	0003 Draft monthly fee statement.	0.10
02/18/12	SJW	0003 Continue drafting monthly fee statement.	1.50
02/20/12	SLS	0003 Review attachment to monthly fee statement (3.6).	3.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/21/12	DKB	0003 Communication to J. Samper re filing of monthly fee statement (.1); Review and prepare document to be filed (.2); Effect the above (.2); Confer with attorney re status (.1).	0.60
02/21/12	SJW	0003 Review comments of S. Schultz to prebill (.2); correspondence to J. Newdeck (.1) and J. Bell re same (.1); review and revise monthly fee statement per comments of S. Schultz (.6).	1.00
02/01/12	SJW	0004 Review Blackstone fee statement.	0.40
02/03/12	BRK	0004 Update monthly fee chart of professionals.	1.00
02/06/12	SJW	0004 Review professional invoices' in connection with Blackstone request.	0.10
02/07/12	BRK	0004 Update monthly fee chart of professionals.	0.80
02/07/12	BRK	0004 File Blackstone Tenth Monthly Fee Statement.	0.70
02/09/12	BRK	0004 Update monthly fee chart.	1.00
02/09/12	SJW	0004 Correspondence with Blackstone re professional fees (.2).	0.20
02/09/12	SJW	0004 Review WLRK invoice.	0.30
02/10/12	SJW	0004 Review WLRK invoice.	0.40
02/13/12	SJW	0004 Review Weil invoice (.3); correspondence to S. Schultz re same (.2).	0.50
02/22/12	SJW	0004 Review invoice received from Blackstone and communications re same.	0.30
02/23/12	BRK	0004 File Tenth Monthly Fee Application of Deloitte Tax.	0.70
02/28/12	JFN	0004 Emails re professional fees (.2); review DIP order and credit documents with respect to same (.3, .3); communication to S. Woodell (.1); follow-up summary re same (.3).	1.20
02/28/12	SJW	0004 Review several QE (1.2) and Weil invoices (2.5); correspondence to working group re same (.2, .1); coordinate with company re payment of professional fees (.2).	4.20
02/29/12	SJW	0004 Review bridge loan in connection with payment of fees.	0.20
02/28/12	JFN	0006 Review disclosures re retention (.2); emails re same (.3).	0.50
02/28/12	SJW	0006 Communication to D. Kazlow re retention disclosure (.2), and to J. Newdeck re same (.1); review correspondence from D. Kazlow and P. Sprofera re same (.2).	0.50
02/10/12	DKB	0008 Update transcripts file.	0.40
02/14/12	SLS	0008 Attend scheduling conference regarding NOL motion.	2.00
02/14/12	BRK	0008 Draft February 17 hearing agenda.	0.80
02/14/12	BRK	0008 Draft February 21 hearing agenda.	0.80
02/14/12	BRK	0008 Preparation of hearing binder and update authorities binder regarding February 21 hearing.	2.50
02/14/12	SJW	0008 Review and revise draft agenda for 2/17 hearing.	0.40
02/14/12	SJW	0008 Review and revise notice of hearing per comments of S. Schultz and coordinate service of same with GCG team (1.1).	1.10
02/15/12	BRK	0008 File Notice of Omnibus Hearing.	0.70
02/15/12	BRK	0008 Retrieve Schedules of TerreStar Networks, Inc., TerreStar Corporation, Motient Ventures Holdings, Inc. and TerreStar Holdings, Inc. and prepare copies for hearing.	0.60
02/15/12	BRK	0008 Coordinate with CourtCall regarding telephonic appearance of S. Schultz for February 17 hearing.	0.20
02/15/12	BRK	0008 File Agenda letter regarding February 17 hearing.	0.70
02/15/12	SJW	0008 Coordinate with staff re hearing agendas and binders (.3); correspondence to A. Preis re same (.1); prepare materials for hearing (1.8).	2.20
02/15/12	JHB	0008 Email to S. Woodell re preparation for hearing on Mohawk motion for standing hearing (0.2); review prior correspondence re same (0.2).	0.40
02/15/12	ALB	0008 Review hearing binder.	0.20
02/15/12	JAS	0008 Communication to S. Woodell re hearing preparation for 2/21/2012 hearing (.1), and to A. Blaylock re same (.1); develop hearing file for same (.9).	1.10
02/15/12	JAS	0008 Correspondence with S. Woodell re hearing preparation (.1); arrange delivery of TSC hearing materials to U.S. Bankruptcy court (.4); draft cover letter (.2); amend hearing materials (.2).	0.90

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/16/12	SLS	0008 Preparation for hearing on standing motion (1.5)	1.50
02/16/12	SLS	0008 Correspondence to A. Preis regarding preparation for hearing on NOL motion (.3); communications to A. Preis regarding preparation for hearing regarding same (.2) (.1) (.2) (.1).	0.90
02/16/12	BRK	0008 File agenda letter	0.60
02/16/12	SJW	0008 Prepare for NOL hearing (.5); prepare for Mohawk hearing (2.9).	3.40
02/16/12	EYP	0008 Prep for hearing on NOL motion.	3.50
02/16/12	JAS	0008 Prepare hearing files for 2/21/2012 hearing (.6); draft cover letter (.2); prepare files for delivery to the U.S. bankruptcy court (.2); pull agenda for 2/21/2012 hearing (.1).	1.10
02/17/12	SLS	0008 Participate in hearing telephonically (.6); follow-up correspondence regarding same (.2).	0.80
02/17/12	BRK	0008 Amend and file Amended Agenda regarding February 21 hearing.	0.80
02/17/12	JFN	0008 Emails re NOL hearing and follow-up re preparation (.3); attend hearing (telephonic) (.6).	0.90
02/17/12	KMH	0008 Schedule 2/21 telephonic appearance.	0.10
02/17/12	SJW	0008 Prepare for hearing (3.2); attend hearing (.6).	3.80
02/17/12	EYP	0008 Prep for (2.0), participate in (.6), and related follow-up to TSC hearing (.4).	3.00
02/17/12	JAS	0008 Call to Courtcall to schedule listen only for J. Newdeck for telephonic hearing on 2/17/2012 (.3); e-mail to K. Howard and J. Newdeck re same (.1) (.1).	0.50
02/17/12	JAS	0008 Hearing preparation for 2/17/2012 hearing.	1.80
02/20/12	SLS	0008 Prepare for hearing regarding Mohawk standing motion (2.1); communications to A. Preis regarding same (.4); communications to S. Woodell regarding same (.2).	2.70
02/20/12	SJW	0008 Prepare for hearing.	2.00
02/21/12	SLS	0008 Prepare for (2.5) and participate in Mohawk standing hearing (1.0).	3.50
02/21/12	KMH	0008 Attend hearing telephonically (1.0); follow-up work regarding same (.4).	1.40
02/21/12	SJW	0008 Prepare materials for hearing (2.3); attend and assist S. Schultz at hearing (1).	3.30
02/21/12	EYP	0008 Prep for, attend, and related follow-up to hearing on Mohawk motion.	3.00
02/21/12	JAS	0008 Hearing preparation for 2/21/2012 hearing (.3); communication to S. Woodell re hearing materials (.1); communication to B. Kemp re same (.1).	0.50
02/27/12	BRK	0008 File Notice of Adjournment of March 7 confirmation hearing.	0.40
02/19/12	SJW	0009 Draft sections of monthly operating report.	2.30
02/20/12	SJW	0009 Review and revise monthly operating report.	0.40
02/21/12	SJW	0009 Coordinate filing of MOR.	0.30
02/21/12	JAS	0009 File monthly operating report for the month of January 2012 (.3).	0.30
02/01/12	BRK	0012 Research regarding filings by Jeffrey Swarts.	1.20
02/01/12	AB	0012 Review documents in response to Elektrobit claim-objection discovery requests (11.5).	11.50
02/01/12	JFN	0012 Review case law re Van Vlissingen claim.	0.50
02/01/12	EMS	0012 Review and analyze documents for responsiveness to Elektrobit claim objection discovery requests.	2.60
02/01/12	LWL	0012 Research procedures relating to document production for R. Tizraves.	1.00
02/01/12	MAG	0012 Create electronic versions of all exhibits used in TSC Claims Objection Deposition (Brown and Parker) (4.0)	4.00
02/01/12	CT	0012 Prepare case documents for Attorneys' Review.	3.40
02/01/12	JBB	0012 Review and analyze documents for responsiveness and privilege in response to Elektrobit discovery and claim objection (4.6).	4.60
02/01/12	LBH	0012 Review relevant background information and requests for production (.3); review documents for responsiveness to Elektrobit claim objection discovery requests (8.9).	9.20
02/01/12	AJK	0012 Review documents for responsiveness to Elektrobit claim objection	4.10

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/01/12	ARC	0012 discovery requests. Review documents for responsiveness to Elektrobit claim objection	4.70
02/01/12	KDW	0012 discovery requests. Review documents for responsiveness to Elektrobit claim objection	6.80
02/01/12	RJD	0012 discovery requests. Internal correspondence regarding Elektrobit document review (.10, .20, .20).	0.60
02/01/12	RT	0012 Researched issues re discovery re Elektrobit claim objection (3); Reviewed documents re Elektrobit claim objection (2.1).	5.10
02/01/12	DSW	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	5.60
02/01/12	RJP	0012 Second level review TerreStar docs. for responsiveness to Elektrobit claim objection discovery reqs (3.7); corresp. w/first level reviewers re doc review protocol (.5); teleconf. w/R. Donohue re claims objection discovery (.3).	4.50
02/01/12	RPM	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	8.20
02/01/12	RMC	0012 Reviewing documents for responsiveness and privilege in relation to Elektrobit's claims and discovery requests.	8.40
02/02/12	JLS	0012 Prepare for and participate in phone conference with client regarding discovery issues (.9); Review and revise discovery responses (.6); Work on discovery issues (.8); Confer with Akin Gump attorneys regarding document production (.5); Review and respond to correspondence regarding discovery issues (.4).	3.20
02/02/12	AB	0012 Review documents in response to Elektrobit claim-objection discovery requests (11.5).	11.50
02/02/12	EMS	0012 Continue reviewing documents and analyzing same for responsiveness to Elektrobit claim objection discovery requests.	10.00
02/02/12	MAG	0012 Create eRoom (1.0) download briefing and integrate into eroom case record (7.0)	8.00
02/02/12	MAG	0012 Review productions to identify any additional gaps in productions (1.00); review communications re incoming productions to verify status of missing production (1.00)	2.00
02/02/12	CT	0012 Prepare case documents for Attorneys' Review.	3.60
02/02/12	JBB	0012 Review and analyze documents for responsiveness and privilege in response to Elektrobit discovery and claim objection (1.8).	1.80
02/02/12	LBH	0012 Review relevant background information and requests for production (.3); review documents for responsiveness to Elektrobit claim objection discovery requests (6.4).	6.70
02/02/12	AJK	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	7.40
02/02/12	ARC	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	2.90
02/02/12	RJD	0012 Review and analyze documents in connection with Elektrobit claim objection discovery (1.30); Manage and coordinate document production efforts regarding same (.80); internal teleconferences regarding same (.10, .20, .30); internal correspondence regarding same (.20, .20, .30, .30); Teleconference with client regarding same (.40)	4.10
02/02/12	RT	0012 Second level reviewed of Elektrobit documents.	2.80
02/02/12	DSW	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	5.30
02/02/12	RJP	0012 Teleconf. w/D. Brandon and A. Preis re Elektrobit claims objection disclosures (.4); follow-up meeting with R. Donohue (.3); second-level review docs. for responsiveness to Elektrobit doc. request (3); corresp. w/first level reviewers re same (.5); teleconf. w/R. Donohue re	4.90

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/02/12	EYP	0012 Elektrobit discovery (.2); teleconf. w/K. Castaldy re Elektrobit doc. requests to Blackstone (.2); draft corresp. to Blackstone re same (.3).	0.50
02/02/12	JHB	0012 Call with D. Brandon and R. Presa re discovery items.	0.30
02/02/12	RPM	0012 Respond to questions from document reviewers re Elektrobit claim objection.	8.40
02/02/12	RMC	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	9.10
02/03/12	SLS	0012 Reviewing documents for responsiveness and privilege in relation to to Elektrobit's claims and discovery requests.	0.30
02/03/12	AB	0012 Review documents related to Elektrobit discovery request (.3).	10.00
02/03/12	EMS	0012 Review documents in response to Elektrobit claim-objection discovery requests (10.0).	6.50
02/03/12	JLD	0012 Review and analyze documents for responsiveness to Elektrobit claim objection discovery requests.	2.60
02/03/12	CT	0012 Document review and identification of responsiveness to specific discovery requests.	2.80
02/03/12	JBB	0012 Prepare case documents for Attorneys' Review.	3.20
02/03/12	LBH	0012 Review and analyze documents for responsiveness and privilege in response to Elektrobit discovery and claim objection (3.2).	4.10
02/03/12	ARC	0012 Review relevant background information and requests for production (.2); review documents for responsiveness to Elektrobit claim objection discovery requests (3.9).	5.00
02/03/12	RJD	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	5.60
02/03/12	DSW	0012 Review and analyze documents in connection with Elektrobit claim objection discovery (2.80); Manage and coordinate document production efforts regarding same (1.10); internal teleconferences regarding same (.20, .20, .30); internal correspondence regarding same (.20, .30, .50).	1.30
02/03/12	SJW	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	1.50
02/03/12	RJP	0012 Work on response to Swarts declaration (1.5).	4.10
02/03/12	RPM	0012 Teleconf. w/R. Donohue and R. McAuliffe re second level doc. review in response to Elektrobit claims objection discovery requests (.3); follow-up corresp. re same (.3); second level review documents (3); corresp. to C. Torres re docs (.1); corresp. w/second level review team re review protocol (.2); corresp. w/first level reviewers re same (.2).	5.20
02/03/12	RMC	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests (4.9); conference and correspondence with R. Donohue, R. Presa re: second-level review for responsiveness to Elektrobit claim objection discovery requests (.3).	5.90
02/04/12	EMS	0012 Reviewing documents for responsiveness and privilege in relation to to Elektrobit's claims and discovery requests.	7.70
02/04/12	JLD	0012 Continue reviewing documents and analyzing same for responsiveness to Elektrobit claim objection discovery requests.	4.60
02/04/12	DSW	0012 Document review and identification of responsiveness to specific discovery requests.	3.20
02/05/12	JLD	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	6.20
02/05/12	DSW	0012 Document Review and identification of responsiveness to specific requests.	1.20
02/06/12	JLS	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	1.00
02/06/12	ISD	0012 Review and respond to correspondence regarding discovery.	0.40
02/06/12	BRK	0012 Communications to S. Schultz and A. Preis re: claims update.	0.30
02/06/12	BRK	0012 Research regarding Swarts claim issues.	0.40
02/06/12	AB	0012 Research regarding Swarts claim.	10.00
02/06/12	AB	0012 Review documents in response to Elektrobit claim-objection discovery	

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/06/12	JFN	0012 requests (10.0). Email S. Schultz re Van Vlissingen (.1); research re same (2.3); analyze lease and case law (1.5); follow-up with counsel (.1); draft summary of status/analysis (1.0).	5.00
02/06/12	JLD	0012 Document Review and identification of documents responsive to specific discovery requests.	4.50
02/06/12	JBB	0012 Review and analyze documents for responsiveness and privilege in response to Elektrobit discovery and claim objection (1.9).	1.90
02/06/12	RJD	0012 Review and analyze documents in connection with Elektrobit claim objection discovery (2.80); Manage and coordinate document review and production efforts regarding same (1.10); internal teleconferences regarding same (.10, .10, .20, .30); internal correspondence regarding same (.20, .20, .30, .30); Review compilation of deposition exhibits to date (.70).	6.30
02/06/12	RT	0012 Second level reviewed documents for responsiveness and privilege.	2.80
02/06/12	SJW	0012 Drafting response to Swarts declaration.	0.80
02/06/12	RJP	0012 Second-level review docs. for responsiveness to Elektrobit claim objection discovery requests (3); teleconf. w/R. Donohue re same (.1); corresp. w/second level reviewers re privilege and responsiveness questions (.3).	3.40
02/06/12	EYP	0012 Call with Harbinger counsel (.2) and related internal calls (.3) re discovery.	0.50
02/06/12	JHB	0012 Respond to question from document reviewer in connection with Elektrobit claim objection.	0.10
02/06/12	RPM	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	7.20
02/07/12	JLS	0012 Confer with Blackstone regarding discovery issues (.5); Review and respond to correspondence regarding discovery issues (.4); Work on discovery responses (1.0); Review deposition notice (.1).	2.00
02/07/12	AB	0012 Review documents in response to Elektrobit claim-objection discovery requests (9.5).	9.50
02/07/12	JFN	0012 Emails with company re Van Vlissingen (.1); review Van Vlissingen response (.5).	0.60
02/07/12	MAG	0012 Download pretrial filings and update eroom (1.0); verify database accuracy (1.0) download pretrial briefing from court and integrate into eroom case record (2.0).	4.00
02/07/12	CT	0012 Prepare case documents for Attorneys' Review.	3.20
02/07/12	RJD	0012 Review and analyze documents in connection with Elektrobit claim objection (4.50); Manage and coordinate document review and production efforts regarding same (1.20); internal teleconferences regarding same (.10, .20, .20, .30); internal correspondence regarding same (.10, .20, .30, .30).	7.40
02/07/12	RT	0012 Second level reviewed documents	1.60
02/07/12	SJW	0012 Continue work on response to Swarts declaration.	0.50
02/07/12	RJP	0012 Second level review docs. for responsiveness to Elektrobit claims objection discovery requests (1.9); conf. w/first and second level reviewers re same (.4); teleconf. w/Blackstone re Elektrobit requests to Blackstone (.3); follow-up conf. with R. Donohue (.3).	2.90
02/07/12	RBM	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	4.10
02/08/12	JLS	0012 Review and respond to correspondence regarding discovery issues (1.3); Work on discovery responses (1.5).	2.80
02/08/12	BRK	0012 Research related to Swarts claim.	0.30
02/08/12	AB	0012 Review documents in response to Elektrobit claim-objection discovery requests (7.5).	7.50
02/08/12	CT	0012 Prepare case documents for Attorneys' Review.	3.40
02/08/12	RJD	0012 Review and analyze documents in connection with Elektrobit claim	3.90

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		objection discovery (1.30); Manage and coordinate document production efforts regarding same (.90); substantial internal teleconferences regarding same (.20, .20, .50); substantial internal correspondence regarding same (.10, .20, .20, .30).	
02/08/12	RT	0012 Second level reviewed documents	2.10
02/08/12	SJW	0012 Draft response to Swarts declaration.	4.20
02/08/12	RJP	0012 Second-level review docs. for privilege and responsiveness to Elektrobit claim objection discovery requests (4.1); correspondence to C. Torres re documents (.1); call w/K. Castaldy re Elektrobit claim objection discovery (.2); follow-up call w/R. Donohue (.1); draft email to J. Sorkin (.2) and Blackstone re same (.2).	4.90
02/08/12	RPM	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	4.50
02/09/12	JLS	0012 Review and respond to correspondence regarding discovery issues.	0.80
02/09/12	SLS	0012 Telephone call with company and Akin team regarding Van Vlissingen claim (.5); follow-up call with J. Newdeck regarding same (.1).	0.60
02/09/12	BRK	0012 Research regarding Swarts claim.	0.40
02/09/12	AB	0012 Review documents in response to Elektrobit claim-objection discovery requests (8.0).	8.00
02/09/12	JFN	0012 Research re claims (1.9); prepare for call (.5); call with company and Akin team regarding Van Vlissingen claim (.5); follow-up call with S. Schultz (.2); review proofs of claim (.2); email client re same (.1); emails with J. Bain and review documents (.2).	3.60
02/09/12	MAG	0012 Meeting with litigation team re: D. Matheson deposition prep (.50)	0.50
02/09/12	MAG	0012 Coordinate with E-Discovery re: searching Ringtail database for correspondence and emails (2.0) Compile electronic binders of selected documents re: same (1.0) review completeness of each binder and document any gaps in electronic documents (2.0)	5.00
02/09/12	CT	0012 Prepare case documents for Attorneys' Review.	3.20
02/09/12	RJD	0012 Review and analyze documents in connection with Elektrobit claim objection discovery (1.50); Manage and coordinate document review and production efforts regarding same (.80); internal teleconferences regarding same (.10, .20, .30); internal correspondence regarding same (.10, .20, .30, .30); Prepare for upcoming deposition of TerreStar representative (1.30).	5.10
02/09/12	RT	0012 Second level reviewed documents (1.7); Further second level reviewed documents (4.6)	6.30
02/09/12	SJW	0012 Participate in call with company and Akin team regarding Van Vlissingen claim (.4); correspondence to D. Kazlow re Swarts response (.2).	0.40
02/09/12	RJP	0012 Second level review docs. for privilege and responsiveness to Elektrobit claim objection discovery requests (5.6); teleconfs. w/R. Donohue re preparation for Matheson depo (.3), (.2); communication to R. Tizraveshe re same (.2); email corresp. w/G. Capone re discovery issues (.2).	6.50
02/09/12	DAK	0012 Review Swarts declaration and prepare response to same.	4.70
02/09/12	JAB	0012 Review responses to inquiries regarding landlord claims for post-term repairs prepared by landlord's counsel (.4); email correspondence with J. Newdeck in analysis of certain applicable provisions of the lease in connection with same (.2).	0.60
02/09/12	RPM	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	4.30
02/09/12	MAF	0012 Research regarding Swarts claim.	0.40
02/10/12	AB	0012 Review documents in response to Elektrobit claim-objection discovery requests (7.5).	7.50
02/10/12	MAG	0012 Create binder of all Elektrobit deposition exhibits to date per R. Donohue (3.0) Create Elektrobit Agreements binder (3.0) Create binder	8.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/10/12	CT	0012 of Matheson deposition transcript and exhibits in Sprint Claims Obj. in preparation for upcoming Matheson Elektrobit deposition prep (2.0).	2.80
02/10/12	RJD	0012 Prepare case documents for Attorneys' Review.	6.40
		0012 Review and analyze documents in connection with Elektrobit claim objection discovery (1.10); Manage and coordinate document review and production efforts regarding same (.70); internal teleconferences regarding same (.10, .20, .30); internal correspondence regarding same (.10, .20, .30, .30); Prepare for upcoming deposition of TerreStar representative (1.70); Review Parker deposition transcript (1.40).	
02/10/12	RT	0012 Meeting with R. Presa re preparation for depositions re Elektrobit claim objection (.3); Corresponded with team re preparation for depositions re Elektrobit claim objection (.3).	0.60
02/10/12	SJW	0012 Review Loral pleadings in connection with Swarts claim.	1.50
02/10/12	RJP	0012 Conf. w/R. Tizravesh re Matheson depo prep. (.4); multiple corresp. (.2), (.1), (.1) and communications to C. Torres re doc.-gathering for same (.2), (.2); corresp. to Akin team re same (.2); second level review docs. for Privilege and responsiveness to Elektrobit claim objection doc. requests (5); conf. w/R. Donohue re discovery (.2, .2); follow-up corresp. w/Akin team re same (.3); draft outline of depo prep topics (.8).	7.90
02/10/12	RPM	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	1.50
02/13/12	JLS	0012 Review and edit draft common interest agreement (.8); Conference with Akin Gump attorneys regarding discovery issues (.4); Review and respond to correspondence regarding case (.5); Conference with Client regarding deposition (.3).	2.00
02/13/12	JOT	0012 Prepared electronic data for attorney review per the request of Ryan Donohue	3.20
02/13/12	AB	0012 Review documents in response to Elektrobit claim-objection discovery requests (10.0).	10.00
02/13/12	MAG	0012 In connection with Elektrobit claim discovery, create binders of all emails produced in TSC to date on which Dennis Matheson was copied (4.0) Create binder of all board minutes produced by Debtors reflecting meetings for which Matheson is signatory (4.0) Create binder of Dennis Matheson prior deposition transcript with all exhibits (1.0) Create binder of all relevant Elektrobit agreements, search Ringtail TSC database re: same (4.0)	13.00
02/13/12	CT	0012 Prepare case documents for attorney review.	3.20
02/13/12	RJP	0012 Corresp. w/Akin team re Matheson depo prep (.2); draft and revise outline of depo prep topics (1.2); teleconf. w/R. Donohue re same (.2); communication to C. Torres re docs. for prep (.1); review docs. collected for same (.3).	2.00
02/13/12	RPM	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	2.10
02/14/12	JLS	0012 Review and respond to correspondence regarding discovery (.3); Review correspondence regarding deposition designations (.4).	0.70
02/14/12	AB	0012 Review documents in response to Elektrobit claim-objection discovery requests (3.5).	3.50
02/14/12	MAG	0012 In connection with Elektrobit discovery, create binder of any agreements or other documents in Debtors' production on which Matheson is a signatory (4.0) Create binder of deposition exhibits that have been used in Elektrobit to date (3.0) Meeting re: status of Matheson deposition prep (1.0)	8.00
02/14/12	CT	0012 Prepare case documents for attorney review.	3.60
02/14/12	RJD	0012 Prepare for upcoming deposition of TerreStar representative (2.10); internal teleconferences regarding same (.10, .20, .30); internal correspondence regarding same (.10, .20, .20, .30).	3.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/14/12	RT	0012 Second level reviewed documents.	3.60
02/14/12	SJW	0012 Coordinate with staff re Swarts claim research (.3).	0.30
02/14/12	RJP	0012 Conf. w/R. Donohue re prep for Matheson depo. (.3); team meeting to discuss same (.8); draft and revise depo prep outline (.5); review materials for depo prep (1.3); corresp. w/lit. team re same (.3); correspondence w/R. Donohue re confidentiality designations of depositions. (.2).	3.40
02/14/12	JHB	0012 Meet with litigation team regarding preparations for Matheson deposition and Elektrobit discovery (.8); follow-up work regarding same.	1.10
02/15/12	JLS	0012 Review and respond to correspondence regarding discovery issues.	0.30
02/15/12	ISD	0012 Update on EB litigation and claims options.	0.90
02/15/12	AB	0012 Review documents in response to Elektrobit claim-objection discovery requests (8.5).	8.50
02/15/12	MAG	0012 Create binder of all emails that have been tagged responsive on first level review in connection with Elektrobit request (5.0) Search Ringtail re: same (1.0) Quality check hard copies to ensure chronology of all emails (3.0)	9.00
02/15/12	CT	0012 Prepare case documents for attorney review.	3.50
02/15/12	RJD	0012 Review and analyze documents in connection with Elektrobit claim objection discovery (1.20); Manage and coordinate document review and production efforts regarding same (.60); Prepare for upcoming deposition of TerreStar representative (2.50); internal teleconferences regarding same (.10, .20, .30); internal correspondence regarding same (.10, .10, .20, .20).	5.70
02/15/12	RJP	0012 Teleconf. w/R. Donohue re depo prep and misc. claim objection issues (.3); review materials in prep. for Matheson depo (1.5); multiple corresp. to C. Torres re same (.1), (.1), (.1); draft email to lit. team summarizing review (.2); complete errata sheets from Brown depo (.5).	2.80
02/15/12	JHB	0012 Deposition prep in connection with Elektrobit claim objection (0.5); e-mail litigation team re same (0.2); review documents for Matheson prep re same (0.5).	1.20
02/15/12	RPM	0012 Review documents for responsiveness to Elektrobit claim objection discovery requests.	7.00
02/16/12	JLS	0012 Review and respond to correspondence regarding discovery issues (.6); Review relevant news articles (.4).	1.00
02/16/12	SLS	0012 Review Swarts research (.5).	0.50
02/16/12	AB	0012 Review documents in response to Elektrobit claim-objection discovery requests (8.5).	8.50
02/16/12	MAG	0012 Run search in Ringtail re: Elektrobit discovery request (1.0); Create hard copy binders re: same (4.0); Insure chronology of all emails and email E-Discovery re: missing documents (3.0); prepare all Native spreadsheets and adjust formatting where necessary (1.0).	9.00
02/16/12	CT	0012 Prepare case documents for attorney review.	2.30
02/16/12	RJD	0012 Review and analyze documents in connection with Elektrobit claim objection discovery (1.30); Manage and coordinate document review and production efforts regarding same (1.10); Prepare for upcoming deposition of TerreStar representative (1.30); internal teleconferences regarding same (.10, .20, .30, .30); internal correspondence regarding same (.10, .20, .20, .20)	5.30
02/16/12	SJW	0012 Draft summary of Swarts research and circulate to working group (1); review and revise response (1).	2.00
02/16/12	RJP	0012 Draft summary of claim obj. discovery and send to Akin lit. team (.6); teleconf. w/R. Donohue re same (.2); review corresp. re stipulated facts (.3); review materials in prep. for D. Matheson depo. (1.5); numerous corresp. to C. Torres re documents (.1), (.1), (.1); corresp. (.1) and	4.10

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/16/12	JHB	0012 teleconf. (.1) w/K. Castaldy re Blackstone docs.; review TerreStar docs. for responsiveness to EB claim objection discovery request (1). Review documents for Dennis Matheson prep. in connection with Elektrobite claim objection (1.5); review recent news articles re TerreStar (0.3).	1.80
02/16/12	RPM	0012 Review documents for responsiveness to Elektrobite claim objection discovery requests.	5.30
02/17/12	JLS	0012 Review and respond to correspondence regarding discovery issues (.7); Work on discovery in connection with claim objection (1.3).	2.00
02/17/12	AB	0012 Review documents in response to Elektrobite claim-objection discovery requests (7.0).	7.00
02/17/12	MAG	0012 Review documents in TSC Ringtail database for all Matheson communications post 6/6/2010 (4.0). Create hard copy binder of correspondence re: same (2.0) Identify and gaps in chronology and report to E-Discovery re: same (1.0)	7.00
02/17/12	CT	0012 Prepare case documents for attorney review.	2.30
02/17/12	RJD	0012 Review and analyze documents in connection with Elektrobite claim objection discovery (1.80); Manage and coordinate document review and production efforts regarding same (.60); internal teleconferences regarding same (.10, .20, .30); discuss with J. Bell (.5).	3.50
02/17/12	DAK	0012 Research issues re: Swarts claims.	3.70
02/17/12	JHB	0012 Discuss Elektrobite discovery with R. Donohue.	0.50
02/20/12	AB	0012 Review documents in response to Elektrobite claim-objection discovery requests (9.0).	9.00
02/20/12	SJW	0012 Continue drafting response to Swarts declaration.	0.80
02/21/12	JLS	0012 Review and respond to correspondence regarding discovery issues (.5); Conference with Akin Gump attorney regarding discovery and case strategy (.3).	0.80
02/21/12	AB	0012 Review documents in response to Elektrobite claim-objection discovery requests (3.5).	3.50
02/21/12	MAG	0012 Download filings and update eroom (2.20); verify database accuracy (.80).	3.00
02/21/12	CT	0012 Prepare case documents for attorney review.	1.70
02/21/12	SJW	0012 Correspondence to D. Kazlow re Swarts response (.3).	0.30
02/21/12	RPM	0012 Review documents for responsiveness to Elektrobite claim objection discovery requests.	0.40
02/22/12	JLS	0012 Review and respond to correspondence regarding discovery issues.	1.00
02/22/12	AB	0012 Review documents in response to Elektrobite claim-objection discovery requests (8.0).	8.00
02/22/12	JFN	0012 Review status of Swarts claim objection (.1); follow-up (.1).	0.20
02/22/12	MAG	0012 Download filings and update eroom (1.20); verify database accuracy (.25). Review productions to identify any additional gaps in productions (1.30); review communications re incoming productions to verify status of missing production (.25); download briefing and integrate into eroom case record (2.0).	5.00
02/22/12	CT	0012 Prepare case documents for attorney review.	2.70
02/22/12	RT	0012 Second level reviewed documents re Elektrobite claim objection (1.9); Managed document review re Elektrobite claim objection (2.5); Reviewed documents re Elektrobite claim objection (2.9).	7.30
02/22/12	SJW	0012 Draft response to Swarts declaration.	1.60
02/22/12	RPM	0012 Review documents for responsiveness to Elektrobite claim objection	0.20
02/23/12	JLS	0012 Conference with S. Schultz and S. Woodell regarding claims status.	0.40
02/23/12	SLS	0012 Telephone call with J. Sorkin and S. Woodell regarding claims status (.4); office conference with S. Woodell regarding response to Swarts declaration (.5).	0.90
02/23/12	BRK	0012 Research through materials and retrieve documents filed by and related to Jeffrey Swarts.	3.20

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/23/12	AB	0012 Review documents in response to Elektrobitt claim-objection discovery requests (8.0).	8.00
02/23/12	MAG	0012 Review documents from Elektrobitt in Ringtail database and mark all SEC filings non-responsive (4.5)	4.50
02/23/12	CT	0012 Prepare case documents for attorney review.	3.70
02/23/12	RJD	0012 Review and analyze documents in connection with Elektrobitt claim objection discovery (1.30); Manage and coordinate document review and production efforts regarding same (.50); internal teleconferences regarding same (.20, .20, .30); internal correspondence regarding same (.10, .20, .30).	3.10
02/23/12	RT	0012 Managed E-Discovery re document review and production (.4); Reviewed documents (2.5).	2.90
02/23/12	SJW	0012 Review and revise Swarts response (4.5); call with S. Schultz and J. Sorkin regarding claims status (.4); confer with S. Schultz regarding Swarts response (.5).	5.40
02/23/12	DAK	0012 Review and revise TSC responses to Swarts declaration.	5.50
02/24/12	JLS	0012 Conference with Akin Gump attorneys regarding claims status and strategy (.7); Phone call to counsel for Elektrobitt (.1); Review and analyze documents in connection with claim objection (.8); Review discovery requests (.3).	1.90
02/24/12	AB	0012 Review documents in response to Elektrobitt claim-objection discovery requests (9.0).	9.00
02/24/12	MAG	0012 Review all documents produced by Blackstone in Ringtail database and mark all SEC filings non-responsive (4.5)	4.50
02/24/12	CT	0012 Prepare case documents for attorney review.	2.90
02/24/12	RJD	0012 Review and analyze documents in connection with Elektrobitt claim objection discovery (2.70); Manage and coordinate document review and production efforts regarding same (.80); internal teleconferences regarding same (.10, .10, .20); internal correspondence regarding same (.10, .20, .20).	4.40
02/24/12	RT	0012 Second level reviewed documents re Elektrobitt claim objection (3.9); Managed document review re Elektrobitt claim objection (.4).	4.30
02/24/12	SJW	0012 Draft response to Swarts declaration.	1.50
02/24/12	RPM	0012 Review documents for responsiveness to Elektrobitt claim objection.	6.00
02/24/12	JAS	0012 Correspondence to B. Kemp re retrieval of Loral Space pleadings (.1); upload pleadings (.2); e-mail same to Dallas office (.1).	0.40
02/25/12	RJD	0012 Correspondence with counsel for preferred shareholders regarding production of documents in response to Elektrobitt's requests.	0.30
02/26/12	SJW	0012 Review and revise response to Swarts declaration.	3.80
02/27/12	JLS	0012 Conference with Akin Gump attorneys regarding case status and strategy (.6); PC with counsel for Elektrobitt regarding discovery issues (.2); Review and respond to correspondence regarding case (.5); Analyze issues in connection with Elektrobitt claim objection (.7); Review and analyze documents (.5).	2.50
02/27/12	BRK	0012 Research Loral Space docket regarding Space Systems/Loral, Inc.'s schedules of assets and liabilities in connection with Swarts claim.	0.30
02/27/12	AB	0012 Review documents in response to Elektrobitt claim-objection discovery requests (10.5).	10.50
02/27/12	JFN	0012 Emails to S. Woodell re Swarts (.2); call with S. Woodell (.2); review and comment on response (1.0); correspondence re deposition (.1); review chart (.6).	2.10
02/27/12	MAG	0012 Create binder of selected documents from Ringtail database re: LightSquared Production 5 (1.0) Tag and review re: same (2.0)	3.00
02/27/12	CT	0012 Prepare case documents for attorney review.	2.70
02/27/12	RJD	0012 Review and analyze documents in connection with Elektrobitt claim objection discovery (2.10); Manage and coordinate document review and production efforts regarding same (.80); internal teleconferences	4.20

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/27/12	RT	0012 regarding same (.20, .20, .30); internal correspondence regarding same (.10, .20, .30). Reviewed documents re Elektrobite claim objection (1.3); meeting re document review and production re Elektrobite claim litigation with R. Presa and J. Bell (.8); Further reviewed documents re Elektrobite claim objection (1.5).	3.60
02/27/12	SJW	0012 Review and revise response to Swarts declaration (2.2); draft letter to Swarts re discovery (.5); review and revise draft Swarts reply per comments of J. Newdeck (.2); call with J. Newdeck regarding same (.2).	3.10
02/27/12	RJP	0012 Teleconf. w/R. Donohue re status of discovery (.3); corresp. to C. Torres re same (.2); review docs. for privilege and responsiveness to EB claim objection discovery requests (1); meeting to discuss status of discovery with R. Tizravesh and J. Bell (.8); draft email to team re docs (.2).	2.50
02/27/12	DAK	0012 Review and revise response to Swarts declaration.	4.70
02/27/12	JHB	0012 Attend meeting with R. Presa and R. Tizravesh re Elektrobite discovery and document production (.8); follow-up work regarding same (.6).	1.40
02/28/12	JLS	0012 Review and analyze pleadings and issues in connection with Elektrobite claim objection (1.2); Review and respond to correspondence regarding discovery issues and protective order (.6); Phone call with counsel for Elektrobite regarding discovery issues (.1); Review correspondence regarding Swarts claim objection (.3).	2.20
02/28/12	AB	0012 Review documents in response to Elektrobite claim-objection discovery requests (2.5).	2.50
02/28/12	JFN	0012 Review correspondence re Swarts discovery (.1); review Swarts discovery correspondence and follow-up re same (.4).	0.50
02/28/12	CT	0012 Prepare case documents for attorney review.	2.70
02/28/12	RJD	0012 Review and analyze briefing in Elektrobite claim objection (1.80); Internal teleconferences regarding same (.30, .40); Numerous internal correspondence regarding same (.10, .10, .20); Review and analyze briefing in Swarts claim objection (.80).	3.70
02/28/12	RT	0012 Reviewed documents re Elektrobite claim objection (3.2); Further reviewed documents re Elektrobite claim objection (2).	5.20
02/28/12	SJW	0012 Correspondence with TSC team re Swarts claim.	0.20
02/28/12	RJP	0012 Correspondence to C. Torres (.1) and G. Capone (.1) re doc. production.	0.20
02/28/12	RJP	0012 Review TerreStar docs. for responsiveness to Elektrobite claim objection discovery requests (3.5); teleconf. w/R. Donohue re Elektrobite briefing (.2).	3.70
02/28/12	RPM	0012 Review documents for responsiveness to Elektrobite claim objection.	2.50
02/29/12	JLS	0012 Conference with Akin Gump attorneys regarding Elektrobite claim (.5); Phone call with counsel for Elektrobite (.4); Work on response to discovery requests (.5); Conference with Akin Gump attorneys regarding discovery issues (.7).	2.10
02/29/12	ISD	0012 Analysis of Swarts claim issues (.5).	0.50
02/29/12	AB	0012 Review documents in response to Elektrobite claim-objection discovery requests (3.5).	3.50
02/29/12	MAG	0012 Search in TSC database for Loral and Purchase Agreement re: Swarts discovery request (2.0) Create binder of selected documents per R. Presa (1.0) verify search accuracy (1.0).	4.00
02/29/12	CT	0012 Prepare case documents for attorney review.	2.30
02/29/12	RJD	0012 Review and analyze briefing in Swarts claim objection (.80); Internal teleconferences regarding same (.30, .30); Internal correspondence regarding same (.10, .20, .20); Draft correspondence regarding discovery issues regarding same (.60); Review and analyze documents in	4.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		connection with Elektrobit claim objection discovery (1.30); Manage and coordinate document review and production efforts regarding same (.70).	
02/29/12	RT	0012 Reviewed documents re Elektrobit claim objection (2.8); Second level reviewed documents re Elektrobit claim objection (3.7).	6.50
02/29/12	SJW	0012 Call with R. Donohue re Swarts discovery.	0.30
02/29/12	RJP	0012 Several communications w/R. Donohue re Swarts discovery (.6); search data room for docs (.2) and communication to M. Gyure re same (.1); review and comment on letter to Swarts (.3); review TerreStar docs. for responsiveness to Elektrobit claim objection discovery requests (1.5).	3.70
02/16/12	SJW	0017 Several communications with GCG re service of interim order (.2, .1, .1); communications to S. Schultz re same (.2).	0.60
02/01/12	HBJ	0018 Analyze impact of late-issued notes with up front interest payment (.5) and discuss with S Naegel (.4); communication to (.2) J Smith re same; call with M Sabbah (Wachtell) re tax slides (.3).	1.40
02/01/12	HBJ	0018 Internal discussions re filing motion for possible claims trading order (.3); discussions with S Tarrant re NOLs available and potential tax savings preferred under order for inclusion in motion (1.3).	1.40
02/01/12	JFN	0018 Review tax restructure memo (.2); emails re same (.2); revise (.1); email preferreds (.1); follow-up communication to H. Jacobson and review revisions (.2).	0.80
02/01/12	SLN	0018 Revise TSC NOL motion (3.2); conference with H. Jacobson re: updated NOL numbers (.4).	3.60
02/02/12	SLS	0018 Telephone call with M. Benns regarding NOL motion (.5).	0.50
02/02/12	HBJ	0018 Review updated restructuring schedule and comments to J Newdeck (.2); call with Akin team members re tax impact of possible sale by a preferred holder (.2).	0.40
02/02/12	SLN	0018 Review NOL motion (.4); review trust and warrant structures (1).	1.40
02/03/12	SLS	0018 Communications to H. Jacobson regarding NOL trade restrictions motion (.3); follow-up communications to A. Preis regarding same (.2)	0.50
02/05/12	SJW	0018 Draft motion to shorten re NOL motion.	4.00
02/06/12	SLS	0018 Participate in call with working group regarding NOL trading motion (.4); revise same (.5); follow-up call with working group regarding same (.4); review revised motion (.2); telephone conference with S. Woodell regarding same (.2)	1.70
02/06/12	HBJ	0018 Review draft trading motion (.9) and emails with Akin and Deloitte team re same (.3); internal calls re trading motion (.4, .4).	2.00
02/06/12	BRK	0018 Draft Notice of Filing Motion Establishing Notification and Hearing Procedures, and Notice of Filing Motion to Shorten Notice Period regarding same.	0.80
02/06/12	SLN	0018 Teleconference with Deloitte re: NOL motion (.3); review NOL motion (.7).	1.00
02/06/12	SJW	0018 Review and revise motion to shorten (.9); review and revise NOL motion (.5); call with Deloitte re NOL motion (.3); follow-up diligence re NOL motion (.9); further review and revise motion (1.9); participate in second call with Deloitte (.3); further review and revise NOL motion (2.3); call with S. Schultz regarding same (.2).	7.30
02/07/12	SLS	0018 Office conference with S. Woodell regarding NOL motion (.3); telephone conference with M. Snyder regarding same (.2)	0.50
02/07/12	HBJ	0018 Telephone L Horton and emails with S Tarrant re steps in restructuring.	0.20
02/07/12	BRK	0018 Revise notices of filing regarding NOL motion.	0.60
02/07/12	SJW	0018 Review and revise NOL motion (.3); office conference with S. Schultz regarding same (.3); and revise motion to shorten notice (.4).	1.00
02/08/12	SLS	0018 Communications with working group regarding NOL motion (.1); telephone conference with H. Jacobson regarding same (.1); office conference with S. Woodell regarding hearing on same (.2); communications with Akin working group regarding same (.2)	0.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/08/12	HBJ	0018 Analysis, review files for examples (.3) and discussions with S Schultz re trading restriction issues (.1).	0.40
02/08/12	SJW	0018 Review and revise NOL Motion (.3); call with M. Snyder re same (.2); review communications from working group re NOL motion (.1); confer with S. Schultz regarding hearing on same (.2).	0.80
02/09/12	SLS	0018 Telephone call with S. Shelley regarding NOL motion (.2); communication to A. Preis regarding disposition of ██████████ stock (.2); telephone call with S. Woodell regarding revisions to NOL motion (.1); review same (.1); telephone call with M. Snyder regarding disposition of ██████████ stock (.1); review emails regarding new holder (.1)	0.80
02/09/12	HBJ	0018 Emails re ██████████ sale of shares (.2); review and send comments re revised draft of trading order (.4).	0.60
02/09/12	ISD	0018 Analysis of tax issues.	1.40
02/09/12	JFN	0018 Emails re NOL motion (.1); emails re tax structure (.1); follow-up (.2) and calls (.2); review revised NOL (.1).	0.70
02/09/12	SJW	0018 Review and revise NOL motion per comments of S. Schultz (.3); further revise to reflect ██████████ sale (1.3); call with S. Schultz regarding same (.1).	1.70
02/10/12	SLS	0018 Finalize NOL motion for filing (.4); communications with S. Shelly regarding same (.2) (.1)	0.70
02/10/12	TWD	0018 Conference call with D. Brandon and Akin team to discuss tax and FCC implications of ██████████ in Terrestar Corporation (.50); email from D. Brandon with language from FCC decision on Terrestar's permissible level of foreign ownership (.30); office conference with S. Conway re: same (.30); analyze foreign ownership issue (.40).	1.50
02/10/12	HBJ	0018 Two separate conference calls re change in control issues and trading order (.5, .6); emails re taxes and trading order (.4).	1.50
02/10/12	BRK	0018 File Motion Establishing Notification Procedures.	0.60
02/10/12	JFN	0018 Review NOL notice (.2); correspondence re same (.2).	0.40
02/10/12	SLN	0018 Teleconference re: tax implications of ██████████ sale.	0.50
02/10/12	STC	0018 Conference with T. Davidson regarding foreign ownership.	0.20
02/10/12	SJW	0018 Call with Akin team, Blackstone and client re ██████████ transfer tax implications (.6); follow-up work re same (1.6).	2.20
02/12/12	SLS	0018 Communications with working group regarding NOL motion (.1) (.2) (.1) (.1) (.1) (.2).	0.80
02/12/12	RJP	0018 Review corresp. regarding motion for order establishing procedures for transfer of preferred stock (.3).	0.30
02/13/12	SLS	0018 Telephone call M. Snyder regarding NOL motion (.3).	0.30
02/13/12	RJP	0018 Review motion for order establishing procedures for transfer of preferred stock (.2).	0.20
02/14/12	SLS	0018 Review notice hearing on NOL motion (.1); correspondence to S. Woodell regarding same (.2); follow-up call with GCG regarding same (.1).	0.40
02/14/12	BRK	0018 File Notice of Interim Hearing on Notification Motion.	0.70
02/15/12	HBJ	0018 Prepare for (.1), participate in (1.0) and follow-up (.1) from conference call re ██████████ and trading motion with Solus and Highland.	1.20
02/15/12	JFN	0018 Call re tax issues (.6); correspondence NOL motion (.1).	0.70
02/15/12	SJW	0018 Call with GCG re notices for NOL motion (.2); review notices (.4); communications with Miller publishing re same (.3).	0.90
02/16/12	SLS	0018 Communications regarding upcoming interim tax motion (.1); communication with CJ Brown regarding same (.1); communication with H. Jacobson regarding same (.2).	0.40
02/16/12	HBJ	0018 Follow-up with S. Schultz re equity trading order (.2); Deloitte tax preparation engagement review (.3).	0.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/16/12	JFN	0018 Emails re NOL motion (.2); review docket pleadings (.2); review/revise NOL motion and emails (.2).	0.60
02/16/12	SJW	0018 Review and revise proposed order for NOL motion.	0.30
02/17/12	SLS	0018 Preparation for hearing on NOL motion.	1.20
02/17/12	JFN	0018 Review NOL precedent (.6); revise NOL order (.3); call re same (.1); addition revisions/review blackline (.5); follow-up re publication notice (.1, .1).	1.70
02/17/12	SJW	0018 Follow-up work with respect to NOL motion, including coordinating with GCG re service and Miller advertising re publication of the interim order.	3.20
02/17/12	MAF	0018 Review related cases' trading motions in connection with hearing prep.	0.60
02/19/12	HBJ	0018 Communication to S Schultz re tax issues arising from West Face acquisition of [REDACTED] interest.	0.10
02/21/12	HBJ	0018 Analysis of 382 issues resulting from [REDACTED] sale to prepare for call with West Face counsel.	1.10
02/22/12	SLS	0018 Telephone conference with West Face's counsel regarding NOL analysis (.2); follow-up call with H. Jacobson regarding same (.1).	0.30
02/22/12	HBJ	0018 Emails re analysis (.4), followed by conference call with S Schultz (.1) re tax consequences of purchases by [REDACTED] West Face; confer with Akin Gump attorneys regarding same (.5); emails re follow-up (.3).	1.30
02/22/12	JFN	0018 Call with Mohawk re tax issues.	0.30
02/22/12	SJW	0018 Attend tax call with TSC team and counsel for West Face.	0.30
02/22/12	EYP	0018 Call re tax issues and related follow-up.	1.00
02/24/12	SJW	0018 Review and revise form of affidavit for publication.	0.20
02/27/12	JFN	0018 Email re NOL exhibit (.1); review NOL exhibit (.1); follow-up correspondence to S. Schultz (.2).	0.40
02/27/12	MAF	0018 Review related cases' trading orders.	0.10
02/06/12	SJW	0021 Draft fourth exclusivity motion.	1.00
02/07/12	SJW	0021 Review and revise exclusivity motion.	0.60
02/09/12	SLS	0021 Review motion to extend exclusivity (.3)	0.30
02/09/12	SJW	0021 Review and revise exclusivity motion (.4); correspondence to preferreds re same (.2).	0.60
02/10/12	BRK	0021 File Fourth Motion Extending Exclusivity.	0.40
02/10/12	JFN	0021 Emails re exclusivity motion (.2).	0.20
02/01/12	JLS	0022 Prepare for (.4) and attend deposition of Trey Parker (7.1); Review draft responses to discovery requests (.3).	7.80
02/01/12	SLS	0022 Attend Trey Parker deposition (telephonically) (5.8) (partial); participate in call with I. Rosenblatt regarding plan supplement documents (.5); participate in indenture call with Akin and Blackstone teams (.6); telephone call with preferreds regarding plan supplement documents (.7); communications with J. Newdeck regarding same (.2)	7.80
02/01/12	ILR	0022 Review and mark-up registration rights agreement and stockholders agreement (1.8) and emails to S. Schultz, J. Newdeck and D. D'Urso regarding same (.4); emails to S. Schultz and J. Newdeck regarding the charter and bylaws (.3); call with S. Schultz regarding plan supplement documents (.5).	3.00
02/01/12	JFN	0022 Emails re preferred comments to plan supplement (.1); review same (.1); call with Akin and Blackstone teams re indenture issues (.6); revise corporate governance documents (.6); emails with S. Schultz re same (.2).	1.60
02/01/12	RAT	0022 Participating in conference with Blackstone regarding Wachtell comments to indenture (.6); participating in conference with counsel to the preferreds and Blackstone regarding indenture comments (.6).	1.20
02/01/12	SJW	0022 Communications to R. Presa re Parker depo (.1); attend depo telephonically (2.8) (partial).	2.90
02/01/12	SJW	0022 Draft notice of publication of confirmation hearing notice (.3); participate in pre-call with corporate team and Blackstone re preferreds'	1.50

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/01/12	RJP	0022 comments to indenture (.6); participate in call with corporate team and preferreds re same (.6). Attend T. Parker depo telephonically (partial) (3).	3.00
02/01/12	EYP	0022 Attend call regarding TSC notes.	0.60
02/01/12	JHB	0022 Draft responses and objection to Mohawk's discovery requests in connection with the disclosure statement (1.5); communication regarding same to R. Donohue (0.1); e-mail e-discovery regarding production of documents to Mohawk (0.2); e-mail litigation team regarding scope of production to Mohawk (0.2).	2.00
02/01/12	JBS	0022 Attention to indenture revisions (.6), including calls with Akin/Blackstone (.6) and working group call with the Preferreds, Blackstone and Akin (.6). Attention to internal distribution of revised indenture (.2).	7.40
02/02/12	SLS	0022 Review revised indenture (.2); communication to Akin working group regarding same (.1); telephone conference with J. Newdeck and S. Woodell regarding plan supplement documents (.2); telephone communication with I. Rosenblat regarding same (.2); telephone call with D. Brandon and I. Rosenblatt regarding same (.2); review notice of filing of plan supplement (.1); review plan supplement exhibits (.1)	1.10
02/02/12	ILR	0022 Review and mark-up the revised version of the certificate of incorporation (1.8); call with S. Schultz regarding same (.2); review the revised draft of the bylaws prepared by J. Newdeck (.5); review the revised versions of the registration rights agreement and stockholders agreement and internal communications regarding same (1.3); telephone call with D. Brandon and S. Schultz to discuss the stockholders agreement (.2).	4.00
02/02/12	BRK	0022 Preparation of plan supplement exhibits for filing with court.	0.80
02/02/12	JFN	0022 Review plan supplement documents (.5, .6) call with S. Schultz and S. Woodell regarding same (.2); draft exhibits (.3); review status (.3); various internal calls re corporate governance documents (.4); review/revise same (1.0); review/revise plan supplement (1.1) emails with S. Woodell re same (.5); review PDF and email re change (.9).	5.80
02/02/12	RAT	0022 Reviewing revised draft of indenture (.9) and discussing comments with J. Smith (.3).	1.20
02/02/12	RJD	0022 Internal teleconference regarding discovery in connection with Mohawk confirmation objection (.50); Manage and coordinate document production efforts regarding same (1.10)	1.60
02/02/12	SJW	0022 Review and revise each plan supplement document (7.6); call with S. Schultz and J. Newdeck regarding same (.2); Prepare plan supplement documents for filing (.8); multiple communications with J. Newdeck re same (.4).	9.00
02/02/12	RJP	0022 Draft and revise responses and objections to Mohawk discovery requests (.3); teleconf. (.2) and corresp. (.5) w/Akin attorneys re same; corresp. to C. Torres re doc. production to Mohawk (.2);	1.20
02/02/12	EYP	0022 Review of Blackstone analysis.	0.50
02/02/12	JHB	0022 Revise responses and objections to Mohawk's discovery requests in connection with the plan to incorporate comments (0.5); draft email to preferreds re same (0.1); draft email to counsel for Mohawk re same (0.2); review Mohawk's discovery requests in connection with the plan (0.2); communication regarding responses and objections to Mohawk's discovery requests in connection with the plan to J. Sorkin (0.1); confer with litigation and financial restructuring teams re same (0.5).	1.60
02/02/12	JBS	0022 Attention to indenture revisions and distribution and drafting T-3/A (5.8); confer with R. Testani regarding same (.3); Attention to follow-up with preferreds and finalizing indenture for plan supplement (.2).	6.30

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/03/12	SLS	0022 Review filing version of plan supplement (.4); telephone conference with Akin and Blackstone teams regarding exit facility (.5); telephone call with CJ Brown regarding preparation for preferreds call (.1); telephone call with CJ Brown regarding exit facility call with preferreds (.2); follow-up communication to A. Preis regrading same (.1).	1.30
02/03/12	SLS	0022 Review Mohawk discovery response (.2).	0.20
02/03/12	BRK	0022 File Notice of Filing Plan Supplement and coordinate copy of same to chambers.	0.80
02/03/12	JFN	0022 Review/revise plan supplement notice (.2, .2); emails re same (.2); call with preferreds re plan supplement (.2); review plan supplement for filing (.5, .4); emails re same (.3).	2.00
02/03/12	MAG	0022 Update litigation team discovery binders and eRoom re: Mohawk discovery requests (4.0)	4.00
02/03/12	SJW	0022 Participate in call with working group and Blackstone re strategy and exit facility (.5).	0.50
02/03/12	SJW	0022 Review and revise plan supplement (.9); circulate to preferreds (.2).	1.10
02/03/12	JBS	0022 Attention to finalizing indenture for Plan Supplement (.5). Telephone conference with J. Groff at SEC regarding process for T-3 and next steps (.3) and relaying information internally (.2).	1.00
02/06/12	SLS	0022 Review and analysis of Lightsquared certification request (.2); communication to A. Preis and CJ Brown regarding same (.1); telephone call with D. Dandeneau regarding plan stipulation (.2)	0.50
02/06/12	ISD	0022 Communication to A. Preis and S. Schultz re: feasibility issues and POR funding needs.	1.00
02/06/12	BRK	0022 Prepare exhibits regarding notice of publication.	0.40
02/07/12	JBS	0022 Attention to follow-up on indenture/T-3 issues.	0.50
02/08/12	SLS	0022 Telephone conference with CJ Brown regarding confirmation (.2); review and comment on proposed Elektrobit language regrading confirmation (.4); related follow-up communications with Akin working group (.2); review agreement regarding Mohawk confidentiality agreement (.1)	0.90
02/08/12	ISD	0022 Analysis regarding feasibility issues and POR funding needs.	1.00
02/08/12	JFN	0022 Review confirmation brief forms (.3, .3); emails to S. Schultz (.2); begin draft of brief (1.0, 1.8).	3.60
02/08/12	RJD	0022 Internal teleconference regarding discovery in connection with Mohawk (.50); Correspondence with counsel for Mohawk regarding same (.40); Manage and coordinate document production efforts regarding same (.60).	1.50
02/08/12	MAF	0022 Research regarding Confirmation Brief.	0.10
02/09/12	JFN	0022 Call from interested party re plan (.1); emails re plan inquiry (.2); review plan (.1); follow-up email (.1); correspondence with S. Woodell re same (.1) and group email re plan issues (.1); review publication notice and follow-up emails re same (.2); emails re exclusivity extension (.1); draft confirmation brief (.5).	1.50
02/09/12	SJW	0022 Review and revise publication notice per comments of J. Newdeck (.2); correspondence to B. Kemp re filing (.1).	0.30
02/09/12	SJW	0022 Correspondence with J. Newdeck regarding Jefferies inquiry.	0.20
02/10/12	SLS	0022 Telephone conference with M. Snyder regarding solicitation process (.2); communication with GCG regarding same (.3)	0.60
02/10/12	BRK	0022 File Notice of Publication of Confirmation Hearing.	0.40
02/10/12	JFN	0022 Emails re solicitation (.2).	0.20
02/10/12	EYP	0022 Various correspondence re plan issues.	0.50
02/13/12	SLS	0022 Email to J. Hess regarding solicitation question (.1); telephone call with J. Hess regarding same (.2); email to M. Snyder regarding same (.2)	0.50
02/13/12	TWD	0022 Analysis of FCC implications of sale by [REDACTED] in Terrestar Corp.	0.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/14/12	TWD	0022 Telephone calls with S. Conway re: foreign ownership analysis (.40); analyze same (.60).	1.00
02/14/12	ISD	0022 Analysis re: POR issues, confirmation and consummation open items.	1.30
02/14/12	BRK	0022 Research regarding proposed confirmation order.	0.20
02/14/12	JFN	0022 Draft confirmation brief.	2.80
02/14/12	JFN	0022 Confer with S. Woodell re plan deadlines (.2).	0.20
02/14/12	STC	0022 Research on conditions in FCC Foreign Ownership Order (2.3) and calls with T. Davidson on same (.4).	2.70
02/14/12	RJD	0022 Review Parker deposition transcript for confidentiality designations (1.10); Correspondence regarding same (.30).	1.40
02/14/12	SJW	0022 Diligence re cure claim amounts (.3); correspondence to company re same (.2); call with J. Lee re same (.2); draft notice of cure claims to contract parties (2).	2.70
02/14/12	MAF	0022 Review Confirmation Brief (.4); review Plan Supplement (.5, .3).	1.20
02/15/12	SLS	0022 Review recent news that may impact plan (.9); telephone call with D. Brandon and CJ Brown regarding same (.3)	1.20
02/15/12	TWD	0022 Telephone call with Z. Wittenberg re: foreign ownership analysis (.30); reviewed Terrestar Corp. FCC foreign ownership decision (.80); reviewed, revised and sent to Akin team a summary of analysis of FCC implications of sale of [REDACTED] (.70); email from and to D. Brandon with question about basis [REDACTED] used in calculation (.30); conference call with Akin team and holders of preferred interest re: FCC and tax issues (1.00).	3.10
02/15/12	ZNW	0022 Call re FCC and tax items re potential sale of equity by [REDACTED] with T. Davidson (.3); follow-up work (.2).	0.50
02/15/12	SJW	0022 Review voting procedures (.2).	0.20
02/15/12	MAF	0022 Review Confirmation Brief.	2.60
02/15/12	JBS	0022 Communication to J. Newdeck on preferred share ownership.	0.20
02/16/12	JFN	0022 Emails re preferred ownership (.2); follow-up with GCG (.2); review plan (.2); communication to J. Smith (.1); continue draft of confirmation brief (1.2); consider solicitation issues (.2, .2).	2.30
02/16/12	SJW	0022 Review correspondence from A. Preis re media misprint (.1); review Law 360 article re confirmation (.2); correspondence with Miller advertising re publication of hearing notice (.2, .1, .1, .1).	0.80
02/16/12	MAF	0022 Review Confirmation Brief.	2.60
02/16/12	JBS	0022 Call with J. Newdeck.	0.20
02/17/12	MAF	0022 Review Confirmation Brief.	0.20
02/20/12	SLS	0022 Telephone call with D. Brandon and CJ Brown regarding next steps in confirmation (.7)	0.70
02/20/12	SJW	0022 Review Swarts plan objection.	1.20
02/21/12	SLS	0022 Communication to I. Dizengoff regarding case status (.2); telephone call with S. Shelley and M. Snyder regarding plan voting (.2); communications with S. Shelley regarding same (.2); communication with M. Snyder regarding same (.2).	0.80
02/21/12	TWD	0022 Reviewed AT&T ex parte letter on buildout requirements for ATC waiver (.30); telephone call with Z. Wittenberg re: same (.30).	0.60
02/21/12	BRK	0022 Prepare documents for attorney review of the Swarts' objection to confirmation.	0.30
02/21/12	ZNW	0022 Review of spectrum lease agreement and default provisions in connection with plan (.7); call with T. Davidson regarding same (.3).	1.00
02/21/12	RJD	0022 Prepare for Elektrobit's deposition of Solus representative (1.2); internal teleconferences regarding same (.10, .20, .30); internal correspondence regarding same (.10, .20, .20).	2.30
02/21/12	SJW	0022 Correspondence with TSC team re solicitation procedures (.3); correspondence to GCG re extension of voting deadline for certain parties (.2).	0.50
02/21/12	JHB	0022 Communication regarding upcoming depositions to R. Donohue.	0.20

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/21/12	JBS	0022 Communication to R. Testani and correspondence to bankruptcy team regarding plan issues.	0.50
02/22/12	SLS	0022 Correspondence to J. Newdeck regarding plan related deposition (.1); telephone call with GCG and Akin team regarding plan voting (.2); communication with S. Shelley regarding Och Ziff ballot (.1); review and comment on note to West Face regarding voting (.2)	0.60
02/22/12	TWD	0022 Telephone call with Z. Wittenberg re: FCC implications of foreclosure on LightSquared lease (.20); communication to S. Conway and Z. Wittenberg re: same (.20).	0.40
02/22/12	JFN	0022 Call with GCG re solicitation issues (.3); call with preferred holders re plan status (.5); review plan documents (.5, .5, .8); review executory notice and review same (.2); calls with Van Vlissingen counsel re ballots (.2, .1); follow-up re same (.2, .1); draft email to preferreds and review (.3).	3.70
02/22/12	ZNW	0022 Review of LLC agreement and provision relating to spectrum lease agreement (.8); call with T. Davidson regarding same (.2).	1.00
02/22/12	SJW	0022 Extensive communications re voting procedures and extension of deadline with GCG, TSC team, and preferred shareholders.	0.90
02/22/12	MAF	0022 Review Confirmation Brief (.4); review Solicitation Order (.1).	0.50
02/23/12	SLS	0022 Telephone call with Elektrobit counsel regarding confirmation hearing (.2); follow-up communications to A. Preis (.1)(.1)(.1) and S. Woodell (.2) regarding same; communication with working group regarding same (.1).	0.80
02/23/12	ISD	0022 Analysis of POR and 1.4 issues, including feasibility.	3.00
02/23/12	JFN	0022 Email re DTC letter (.1, .1); review same (.1, .1); call with S. Woodell (.1); follow-up correspondence (.1); emails re new preferred holder (.1); review documentation and email S. Schultz re same (.3).	0.80
02/23/12	SJW	0022 Review letter from DTC re assignment of voting rights and follow-up communications with GCG and J. Newdeck (1.5); correspondence to S. Schultz re confirmation hearing (.3).	1.80
02/24/12	SLS	0022 Communication with M. Snyder regarding confirmation hearing (.1) (.1); review notice of continuation of confirmation hearing (.1) (.1); communication with S. Woodell regarding same (.1) (.1) (.1).	0.70
02/24/12	ISD	0022 Analysis of plan-related issues and open items.	3.00
02/24/12	JFN	0022 Email S. Schultz re preferred holdings (.1); email re confirmation hearing (.1); review Levin publication notice and comment (.2); review lease rejection notice comments and revise (.2, .1); review preferreds agreement and analysis re same (.4); follow-up with preferred holders (.1); call with referred (.2) and follow-up (.1); draft confirmation brief and related documents (1.7, 2.3); review status of confirmation objections (.2).	5.70
02/24/12	SJW	0022 Call with chambers re confirmation hearing (.1); follow-up communication to TSC team (.1); draft notice of adjournment (.5); discuss with S. Schultz (.2); review and revise contract counterparty notice (.9); research related to EB motion to designate (1.3).	3.10
02/25/12	SLS	0022 Communications to A. Preis regarding next steps for plan process (.1) (.1); communication with Elektrobit regarding vote designation motion (.2).	0.40
02/25/12	SJW	0022 Correspondence to J. Newdeck re confirmation objections (.2); review communication from S. Schultz re response to motion to designate (.1).	0.30
02/27/12	SLS	0022 Telephone call with A. Preis regarding next steps (.3); telephone call with M. Friedman regarding voting (.2); office conference with S. Woodell regarding same (.3).	0.70
02/27/12	JFN	0022 Emails re confirmation hearing (.1, .1); status re preferred voting (.1, .1); review confirmation brief issues (.3); review EB designation motion (.3); confirmation brief (1.7).	2.70
02/27/12	SJW	0022 Review objections to confirmation.	0.70

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
02/27/12	SJW	0022 Office conference with S. Schultz re case status (.3).	0.30
02/27/12	RJP	0022 Review docs. produced by LightSquared in response to Elektrobit discovery requests (1); draft email summary of same (.3) and circulate relevant docs. to group (.2).	1.50
02/27/12	EYP	0022 Review of documents re 1.4 LLC.	1.00
02/27/12	EYP	0022 Discussion with Blackstone and general prep for meeting next day (.7); call with S. Schultz regarding next steps (.3).	1.00
02/27/12	MAF	0022 Review Confirmation Brief.	0.10
02/27/12	JBS	0022 Follow-up communications to S. Schultz and R. Testani on T-3 and next steps.	0.40
02/28/12	SLS	0022 Respond to emails from West Face (.1), Solus (.1), Highland (.1) and Och Ziff (.1) regarding voting.	0.40
02/28/12	JFN	0022 Draft confirmation brief (2.3); conferences with S. Woodell (.2, .2); review plan/DS (.3, .2); review first day documents (.2); review precedent (.5); review Mohawk confirmation objection (.2) and emails re same (.1); review Swarts confirmation objection and emails re same (.2, .1).	4.50
02/28/12	SJW	0022 Several communications re extension of voting deadline (.3); draft chart of objections to confirmation (2.1); call with J. Newdeck re confirmation brief (.2, .2).	2.80
02/28/12	RJP	0022 Review Solus production and circulate email (.5).	0.50
02/28/12	EYP	0022 Review of decision re SPV's.	0.40
02/28/12	MAF	0022 Review Confirmation Brief.	0.20
02/28/12	JBS	0022 Follow-up on TSC plan status.	0.20
02/29/12	SLS	0022 Telephone call with M. Snyder regarding case status (.3); follow-up communications to J. Sorkin (.2) and A. Preis (.2) regarding same; email communication with S. Shelley regarding same (.2)	0.90
02/29/12	ISD	0022 Analysis of plan and feasibility issues (1.0).	1.00
02/29/12	JFN	0022 Correspondence re confirmation.	0.30
02/29/12	SJW	0022 Draft chart of replies to plan objections.	3.20
02/29/12	EYP	0022 Review of various documents regarding potential plan structures.	1.00
02/13/12	SLS	0025 Travel from Dallas to NY (actual time 3.8 hours).	1.90
02/14/12	SLS	0025 Travel to/from court regarding scheduling conference (.5) (actual time 1.0); travel from New York to Dallas (3.2) (actual time 6.4).	3.70
02/16/12	SJW	0025 Travel to NYC (1.6) (actual time 3.2).	1.60
02/17/12	SJW	0025 Travel to and from hearing. (Actual time - 1.0)	0.50
02/20/12	SLS	0025 Travel from Dallas to New York (2.0) (actual time 4.0)	2.00
02/21/12	SLS	0025 Travel to/from court (.5) (actual time 1.0); travel from New York to Dallas (2.9) (actual time 6.8).	3.40
02/21/12	SJW	0025 Travel to and from hearing (1.4); travel from NY to Dallas (4.7) (actual time 6.4).	3.20
02/28/12	SLS	0025 Travel from Dallas to NY (2.0) (actual time 4.0); travel from NY to Dallas (1.0) (actual time 2.0).	3.00

Total Hours

1287.90

TIMEKEEPER TIME SUMMARY:

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
T W DAVIDSON	7.20	at	\$720.00	=	\$5,184.00
H B JACOBSON	12.10	at	\$755.00	=	\$9,135.50
I S DIZENGOFF	13.50	at	\$1050.00	=	\$14,175.00
R A TESTANI	2.40	at	\$925.00	=	\$2,220.00
J L SORKIN	37.80	at	\$730.00	=	\$27,594.00
S L SCHULTZ	68.50	at	\$775.00	=	\$53,087.50

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<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
Z N WITTENBERG	2.50	at	\$680.00	=	\$1,700.00
A PREIS	36.90	at	\$775.00	=	\$28,597.50
I L ROSENBLATT	7.00	at	\$665.00	=	\$4,655.00
J F NEWDECK	69.70	at	\$650.00	=	\$45,305.00
R J DONOHUE	90.50	at	\$570.00	=	\$51,585.00
A L BLAYLOCK	0.20	at	\$600.00	=	\$120.00
J B SMITH	16.70	at	\$600.00	=	\$10,020.00
S L NAEGEL	6.50	at	\$500.00	=	\$3,250.00
E M SCOTT	26.80	at	\$500.00	=	\$13,400.00
J B BAILEY	11.50	at	\$410.00	=	\$4,715.00
L B HARMON	20.00	at	\$410.00	=	\$8,200.00
S T CONWAY	9.00	at	\$380.00	=	\$3,420.00
K M HOWARD	1.50	at	\$450.00	=	\$675.00
A J KANE	11.50	at	\$390.00	=	\$4,485.00
A R CASILLAS	12.60	at	\$370.00	=	\$4,662.00
K D WILLIAMS	6.80	at	\$390.00	=	\$2,652.00
R TIZRAVESH	54.70	at	\$520.00	=	\$28,444.00
D S WALKER	16.60	at	\$370.00	=	\$6,142.00
S J WODELL	153.10	at	\$370.00	=	\$56,647.00
R A COHEN	0.50	at	\$425.00	=	\$212.50
R J PRESA	70.60	at	\$400.00	=	\$28,240.00
D A KAZLOW	18.60	at	\$575.00	=	\$10,695.00
J H BELL	12.40	at	\$570.00	=	\$7,068.00
J A BAIN	0.60	at	\$450.00	=	\$270.00
R P MCAULIFFE	66.90	at	\$375.00	=	\$25,087.50
R M CELLA	23.40	at	\$360.00	=	\$8,424.00
A BARNES	167.00	at	\$275.00	=	\$45,925.00
J L DECKER	17.90	at	\$295.00	=	\$5,280.50
J O THOMPSON	4.90	at	\$220.00	=	\$1,078.00
C TORRES	56.00	at	\$230.00	=	\$12,880.00
B R KEMP	29.50	at	\$215.00	=	\$6,342.50
D KRASA-BERSTELL	1.00	at	\$235.00	=	\$235.00
M A GYURE	105.50	at	\$250.00	=	\$26,375.00
M A FOLEY	8.60	at	\$195.00	=	\$1,677.00
J A SAMPER	7.90	at	\$215.00	=	\$1,698.50
L W LANPHEAR	1.00	at	\$220.00	=	\$220.00

Current Fees

\$571,779.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Computerized Legal Research - Other	\$50.05
Computerized Legal Research - Westlaw	\$2,022.81
Courier Service/Messenger Service- Off Site	\$156.11
Duplication - In House	\$3,006.60
Document Production - In House	\$2,651.00
Contract Labor - Attorney	\$15,644.02
Meals - Business	\$89.24
Meals (100%)	\$864.45
Audio and Web Conference Services	\$32.26
Transcripts	\$209.64
Travel - Airfare	\$2,756.60
Travel - Ground Transportation	\$799.82
Travel - Lodging (Hotel, Apt, Other)	\$430.80

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Travel - Parking	\$49.80	
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Current Expenses		<u>\$28,763.20</u>
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Total Amount of This Invoice		\$600,542.20
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EXHIBIT C

Expenses by Category

TERRESTAR CORPORATION
SUMMARY OF EXPENSES
OCTOBER 1, 2011 THROUGH FEBRUARY 29, 2012

Attorney Contract Labor	\$15,644.02
Audio and Web Conference Services	\$164.80
Computerized Legal Research	\$21,163.85
Courier Service / Messenger Service - Off Site	\$819.81
Document Retrieval	\$102.00
Document Production and Duplication	\$32,833.00
Filing fees	\$200.00
Meals - Business	\$3,238.02
Postage	\$2.18
Telephone - Long Distance	\$60.00
Transcripts	\$3,396.58
Travel - Airfare	\$14,561.60
Travel Expenses - Ground Transportation	\$4,073.14
Travel - Lodging	\$6,115.56
Travel - Other	\$260.20
TOTAL	\$102,634.76