



*Joint Personal Representatives of the Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC, Florida Science Foundation, Inc., Maple, Inc., LSJ, LLC, HBRK Associates, Inc., and JEGE, Inc., Case No. 1:19-cv-07771 (S.D.N.Y.); (5) Priscilla Doe v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of The Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC, Maple, Inc., LSJ, LLC, HBRK Associates, Inc., and JEGE, Inc., 1:19-cv-07772 (S.D.N.Y.); and (6) Lisa Doe v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of The Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC, and HBRK Associates, Inc., Case No. 1:19-cv-07773 (S.D.N.Y.).<sup>1</sup>*

These federal and state lawsuits assert a multitude of federal and state claims, seek compensatory, general, and punitive damages, and attorneys' fees and costs. To preserve, protect, and defend the Estate in these complex civil matters, the Executors retained Troutman. See Affidavit of Bennet J. Moskowitz attached hereto as **EXHIBIT A**. As of September 15, 2019, legal expenses are in the amount of Ninety Thousand Three Hundred Ninety-Six Dollars and Fifty Cents (\$90,396.50), consisting of attorneys' fees in the amount of Eighty-Eight Thousand Four Hundred Eighty-Four Dollars (\$88,484.00), paralegal fees in the amount of Nine Hundred Sixty-Two Dollars and Fifty Cents (\$962.50), research librarian fees in the amount of Nine Hundred Five Dollars (\$905.00), and costs in the amount of Forty-Five Dollars (\$45.00).

## **II. VIRGIN ISLANDS LAW RECOGNIZES ATTORNEYS' FEES AS A RECOVERABLE EXPENSE**

"An executor or administrator shall be allowed . . . all necessary expenses incurred in the care, management, and settlement of the estate, including reasonable attorney's fees in any

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<sup>1</sup> On September 18, 2019, a seventh lawsuit was filed against the Executors, *Jane Doe v. Darren K. Indyke and Richard D. Kahn, in their capacities as the executors of the Estate of Jeffrey E. Epstein*, Case No. 1:19-cv-08673 (S.D.N.Y). The legal services rendered for this seventh action, however, are outside of the billing period that is subject to the instant Motion and will be part of a subsequent filing.

necessary litigation or matter requiring legal advice or counsel.” V.I. CODE ANN. tit. 15, § 568. In the Virgin Islands, “attorneys’ fees are one of many expenses of an administrator or executor.” *In Matter of Aubain*, No. ST-06-PB-31, 2011 WL 13055253, at \*1 (V.I. Super. May 18, 2011). The administrator or executor must demonstrate to the Court that the attorneys’ fees generated in administering the Estate were not only generated in “necessary litigation or matter[s] requiring legal advice or counsel” but were also “reasonable” before they will be allowed in settlement of the account. *In the Matter of Estate of Smith*, Probate No. ST-02-PB-52, 2011 WL 13055153, at \*1 (V.I. Super. Ct. Sept 7, 2011).

“The Virgin Islands law treats attorney’s fees like any other expense of administration in that they are an expense of the administrator or executor.” *In Matter of Aubain*, 2011 WL 13055253, at \*1. Importantly, “[i]t is the duty of the personal representative to pay all the claims against the estate and the expenses of administration of the estate. . . .” *In the Matter of the Estate of Bonifacio Latalladi, Deceased*, 23 V.I. 353, 356 (Terr. Ct. 1988). Therefore, the administrator or executor is the one who must review the attorney’s fee sought to be recovered, find them reasonable, and move the Court for payment. *Id.* “[U]nder appropriate circumstances and with Court approval, an administrator or executor may pay reasonable attorney’s fees from the estate’s assets.” *In the Matter of Estate of Smith*, 2011 WL 13055153, at \*1.

In support of the instant Motion are the Executors’ respective affidavits, stating that the legal professional services, fees, and costs were incurred in the necessary defense of the Estate and the Executors; the Executors carefully reviewed the legal invoices, and deem the invoices reasonable given the experience and reputation of the law firm, and the number and complexity of the lawsuits filed against the Estate and the federal regulatory matter; that the time expended in defense of the Estate was reasonable and necessary; and that the rates charged are well within the

range of rates that are customary for such legal services in New York City, New York. *See* Affidavits of Darren K. Indyke and Richard Kahn attached hereto as **EXHIBITS B & C**.

### **III. LAWSUITS AGAINST THE ESTATE NECESSITATED RETENTION OF LEGAL REPRESENTATION**

As fiduciaries, the Executors must preserve, protect, and safeguard the Estate's assets and owe a duty of undivided loyalty to the decedent. *See, e.g., Matter of Buggs*, No. P85/1993, 1998 WL 782025, at \*1 (Terr. V.I. Oct. 29, 1998) (“[E]xecutor . . . ha[s] the duty to preserve and protect the Estate for the benefit of all interested parties . . .”). The need for continued legal advice in the New York litigation and the federal regulatory matter, in addition to the newly filed civil actions, arose immediately upon the Decedent's death and shortly before the Letters Testamentary were issued. The Executors' duty, nonetheless, existed before their appointment. *See generally, In re Timpano*, 50 N.Y.S.3d 28 (N.Y. Sur. 2016) (Under the law, a nominated executor has obligations to secure assets of an estate prior to formal appointment.); *Matter of Estate of Donner*, 626 N.E.2d 922 (1993) (Decedent's attorney and personal financial adviser, as executors of decedent's estate, had a duty to preserve assets of estate even prior to obtaining letters testamentary; given their relationship to decedent, executors had duty to safeguard assets of estate from moment of death to ensure that they were protected for persons or entities eventually entitled to receive them.).

Accordingly, in the diligent exercise of their duty and the high standard of care required by such fiduciaries, the Executors, reasonably and in good faith, retained counsel. Their prudent action is evidence of their understanding of their responsibility as executors. Moreover, the Estate is entitled to legal representation to defend against the six (6) civil lawsuits, representation in the federal regulatory matter, and to be afforded advice in other New York litigation matters. Given the scope of the potential recovery sought, complexity, and the multitude of claims in both state

and federal courts, retention of counsel was necessary. *See, e.g., In re Estate of Reynolds*, 970 P.2d 537, 547 (1998) (Substantial evidence supported allowance, as necessary expenses, of interim executor fees and attorney fees relating to litigation of creditor's claim against decedent's estate). Accordingly, this Court should find that Troutman's legal professional services are a necessary expense of the Executors for the benefit and protection of the Estate.

#### **IV. TROUTMAN'S FEES ARE REASONABLE**

Title 15, section 568 of the Virgin Islands Code does not set forth criteria for asserting the reasonableness of attorneys' fees. Generally, a request for attorneys' fees and costs expended as part of a civil action is governed by 5 V.I.C. § 541. *See, e.g., Matter of Estate of Benjamin*, Probate No. ST 95 PB-53, 2019 WL 3219450, at \*3 (V.I. Super. 2019) (quoting *Thomas v. V.I. Bd. of Land Use Appeals*, Super. Ct. No. 202/2018 (STT), — V.I. —, 2018 V.I. LEXIS 78, at \*3 (V.I. Super. Ct. Aug. 8, 2018)). Attorney's fees are subject to the reasonableness standard of Virgin Islands Supreme Court Rule 211.1.5 which states:

- (a) A lawyer shall not make an agreement for, charge, or collect an unreasonable fee or an unreasonable amount for expenses. The factors to be considered in determining the reasonableness of a fee include the following:
- (1) the time and labor required, the novelty and difficulty of the questions involved, and the skill requisite to perform the legal service properly;
  - (2) the likelihood, if apparent to the client, that the acceptance of the particular employment will preclude other employment by the lawyer;
  - (3) the fee customarily charged in the locality for similar legal services;
  - (4) the amount involved and the results obtained;
  - (5) the time limitations imposed by the client or by the circumstances;
  - (6) the nature and length of the professional relationship with the client;
  - (7) the experience, reputation, and ability of the lawyer or lawyers performing the services; and
  - (8) whether the fee is fixed or contingent.

V.I. S. CT. R. 211.1.5. In calculating the 'lodestar' amount, courts consider the following similar factors:

- (1) the time and labor required, the novelty and difficulty of the questions involved, and the skill requisite to perform the legal service properly;
- (2) the likelihood, if apparent to the client, that the acceptance of the particular employment will preclude other employment by the lawyer;
- (3) the fee customarily charged in the locality for similar legal services;
- (4) the amount involved and the results obtained;
- (5) the time limitations imposed by the client or by the circumstances;
- (6) the nature and length of the professional relationship with the client;
- (7) the experience, reputation and ability of the lawyer or lawyers performing the services; and
- (8) whether the fee is fixed or contingent.

*Yearwood Enterprises, Inc. v. Antilles Gas Corp.*, No. ST-17-CV-77, 2017 WL 6316625, at \*2 (V.I. Super. Dec. 5, 2017), *aff'd*, 69 V.I. 863 (2018).

“Importantly, nothing in the statute purports to mandate that the Superior Court is precluded from granting the full amount of attorney’s fees and costs requested.” *Hansen v. Bryan*, No. 2017-0050, 2018 WL 1901581, at \*6 (V.I. Apr. 20, 2018).

Reasonable attorneys’ fees may include charges for work that was “useful and of a type ordinarily necessary to secure the final result obtained from the litigation.” *Pennsylvania v. Delaware Valley Citizens’ Council for Clean Air*, 478 U.S. 546, 561 (1986); *see also Gulfstream III Associates, Inc. v. Gulfstream Aerospace Corp.*, 995 F.2d 414, 420 (3d Cir. 1993) (noting that reasonable attorneys’ fees may include charges for measures necessary to enforce district court judgments as well as other charges “reasonably expended” to advance the litigation).

*Banco Popular de Puerto Rico v. Paradise Motors, Inc.*, Civil No. 2004–162, 2008 WL 4222085, \*1 (D.V.I. 2008).

Troutman’s costs and attorneys’ fees incurred in its representation of the Estate in the federal regulatory matter and various complex litigation matters in the State of New York is Ninety Thousand Three Hundred Ninety-Six Dollars and Fifty Cents (\$90,396.50), consisting of attorneys’ fees in the amount of Eighty-Eight Thousand Four Hundred Eighty-Four Dollars



(\$88,484.00), paralegal fees in the amount of Nine Hundred Sixty-Two Dollars and Fifty Cents (\$962.50), research librarian fees in the amount of Nine Hundred Five Dollars (\$905.00), and costs in the amount of Forty-Five Dollars (\$45.00) as set forth in **EXHIBIT A**. Troutman's fees and costs for its professional legal services meet each criterion set forth for reasonableness.

**A. Time and Labor Involved, Complexity of Litigation Matters, Skill Required, Experience, Reputation, and Ability of Counsel Support Reasonableness of Fees.**

"In determining the 'lodestar,' or initial valuation of an attorney's services," the Court considers "the number of hours spent on the case and the reasonable hourly rate." *Morcher v. Nash*, 32 F. Supp. 2d 239, 243 (D.V.I. 1998) (citing *Jo-Ann's Launder Ctr., Inc.*, 31 V.I. 226, 234, (D.V.I. 1995)). As demonstrated by the accompanying Affidavit of Bennet J. Moskowitz, Troutman expended a total of 150.5 attorney hours on the complex matters at a total labor cost of Eight-Eight Thousand Four Hundred Eighty-Four Dollars (\$88,484.00) and expended a total of 9.5 of paralegal hours at a total labor cost of Nine Hundred Sixty-Two Dollars and Fifty Cents (\$962.50), and 4 hours of research librarian hours at a total labor cost of Nine Hundred Five Dollars (\$905.00). The paralegals' and research librarians' work included shepardizing cases and other pertinent and required functions, which functions reduce the need for attorneys to expend their time doing tasks at higher attorney rates and, thus, serve to save on fees charged to the Estate. All time spent was necessary, and the rates charged are fair, reasonable, and were incurred by the Executors in defense of the Estate against numerous causes of actions in the State of New York.

Regarding skill required to defend the Estate in the New York cases and federal regulatory matter, Troutman is required to be considerably proficient in New York law, including N.Y.P.L. § 130.52, N.Y.P.L. § 130.55, and N.Y. C.P.L.R. § 214-g (McKinney 2019), federal law, including 18 U.S.C. § 1591 & 1595, New York Rules of Civil Procedure, the Federal Rules of Civil

Procedure, federal regulatory procedure, and complex civil litigation, and uniquely familiar with the decedent's past criminal matters.

Regarding experience, reputation, and ability of counsel, Troutman has a superior, diverse practice and produces a high caliber of legal work, with attorneys that have many years of vast litigation and regulatory experience. See <https://www.troutman.com>. Bennet J. Moskowitz, a partner of Troutman, serves as the lead attorney on the New York matters and has comprehensive practice experience in civil claims arising from alleged criminal misconduct, and has a significant defense, trial, post-judgment, and alternative dispute resolution experience. Troutman Sanders, *Professionals, Bennet J. Moskowitz*, [WWW.TROUTMANSANDERS.COM](http://WWW.TROUTMANSANDERS.COM), <https://www.troutman.com/professionals/bennet-j-moskowitz.html>. David Chaiken, a partner of Troutman, has considerable complex civil litigation, government enforcement actions, and trial experience. Troutman Sanders, *Professionals, David Chaiken*, [WWW.TROUTMANSANDERS.COM](http://WWW.TROUTMANSANDERS.COM), <https://www.troutman.com/professionals/david-m-chaiken.html>. Charles L. Glover, an associate of Troutman, has significant federal defense litigation experience. Troutman Sanders, *Professionals, Charles. L Glover*, [WWW.TROUTMANSANDERS.COM](http://WWW.TROUTMANSANDERS.COM), <https://www.troutman.com/professionals/charles-glover.html>. Kurt Wolfe, an associate of Troutman has vast experience with complex internal investigations and government regulatory matters and proceedings. Troutman Sanders, *Professionals, Kurt Wolfe*, [WWW.TROUTMANSANDERS.COM](http://WWW.TROUTMANSANDERS.COM), <https://www.troutman.com/site-search.html?q=kurt+wolfe>. Molly DiRago, an attorney with Troutman, has state and federal court practice experience. Troutman Sanders, *Professionals, Molly DiRago*, [WWW.TROUTMANSANDERS.COM](http://WWW.TROUTMANSANDERS.COM), <https://www.troutman.com/site-search.html?q=dirago>. Katherine Harihar, an associate, has significant civil litigation and appellate practice experience. Troutman Sanders, *Professionals, Katherine Harihar*, [WWW.TROUTMANSANDERS.COM](http://WWW.TROUTMANSANDERS.COM), <https://www.troutman.com/professionals/>



katherine-harihar.html. Lastly, Patrick M. Ryan, an associate, has considerable state and federal litigation practice experience. Troutman Sanders, *Professionals, Patrick M. Ryan*, [WWW.TROUTMAN SANDERS.COM](http://WWW.TROUTMAN SANDERS.COM), <https://www.troutman.com/professionals/patrick-m-ryan.html>.

**B. Nature and Length of Professional Relationship with Decedent and Time Limitations.**

Troutman provided legal services to the Decedent during his life and has gained considerable experience in defending the Decedent. Continued representation of the Estate is prudent. Because the lawsuits were filed against the Estate shortly following the Decedent's death, the Executors needed immediate representation. This weighs in favor of finding that the attorneys' fees and costs incurred are reasonable as Troutman is a firm that can respond quickly with institutional knowledge regarding claims being made and will not have to start with a blank slate when responding to existing and newly filed litigation.

**C. Attorneys' Rates are Representative of Customary Rates In New York.**

To determine a reasonable hourly rate, the court considers "the reasonable market rate in light of the complexity of the services performed." *Anthony On Behalf of Lewis v. Abbott*, No. 1999-78, 2012 WL 2752154, at \*2 (D.V.I. July 9, 2012). In addition to the attorneys' own affidavit, satisfactory evidence must be produced supporting that "the requested rates are in line with those prevailing in the community for similar services by lawyers of reasonably comparable skill, experience, and reputation." *Id.* (citing *Blum v. Stenson*, 465 U.S. 886, 896 (1984); *see also, Garvey v. Estate of Moorhead*, No. SX-13-CV-210, 2016 WL 9503603, at \*4 (V.I. Super. Aug. 1, 2016)).

"The starting point in determining a reasonable hourly rate is the attorneys' usual billing rate." *Anthony On Behalf of Lewis*, 2012 WL 2752154, at \*2. "[T]he actual billing arrangement certainly provides a strong indication of what private parties believe is the reasonable fee to be awarded." *Ross v. Congregation B'Nai Abraham Mordechai*, 814 N.Y.S.2d 837, 843

(Civ. Ct. 2006) (citing *Crescent Publ'g Grp., Inc. v. Playboy Enterprises, Inc.*, 246 F.3d 142, 151(2d Cir. 2001)); *Tri-Star Pictures, Inc. v. Unger*, 42 F.Supp.2d 296, 305 (S.D.N.Y. 1999.) (a fee agreement is strong indication of reasonableness in determining reasonable fees.); *see also*, *Prospect Capital Corp. v. Enmon*, No. 08 Civ. 3721(LBS), 2010 WL 2594633, at \*4 (S.D.N.Y. June 23, 2010) (“Numerous courts have recognized that ‘negotiation . . . of fees by sophisticated clients are solid evidence of their reasonableness in the market.’ ”).

For legal services rendered to the Estate and Executors, the attorneys’ fees were billed on an hourly basis under a retainer agreement. Troutman's normal hourly rates for the subject legal services typically range from Four Hundred Twenty-Five Dollars (\$425.00) to over Seven Hundred Seventy-Five Dollars (\$775.00), depending on the attorney's experience. These rates are in line with the rates customarily charged by equivalent law firms in New York, the jurisdiction in which these cases against the Estate are being litigated and the federal regulatory matter is being managed. The Executors and Troutman partner Attorney Moskowitz's respective affidavits attest to the reasonableness of the hourly rates and the fact that those rates were deemed by the Executors (client), who must be considered sophisticated by virtue of the Executors’ legal and financial backgrounds, and Troutman to be reasonable. **EXHIBITS A, B, & C.** Moreover, Troutman charges other clients at the same or similar hourly rates. Importantly, the New York courts have acknowledged that such rates are reasonable even many years ago (legal fees typically increase market-wide on an annual basis). *See, e.g., Lyda v. Fremantlemedia N. Am.*, No. 10CV4773-DAB-FM, 2016 WL 4574390, at \*3 (S.D.N.Y. July 11, 2016), *report and recommendation adopted sub nom. Lyda v. Fremantlemedia N. Am., Inc.*, No. 10-CV-4773 (DAB), 2016 WL 4581340 (S.D.N.Y. Aug. 31, 2016) (considering higher average rates in New York and finding attorney hourly rate at Six Hundred Seventy-Five Dollars (\$675.00) (vs. the Six Hundred Thirty Dollars (\$630.00) charged for Attorney Moskowitz) reasonable); *Raniere v. Citigroup Inc.*, 310 F.R.D.

211, 221 (S.D.N.Y. 2015) (counsel requested one-third (1/3) of settlement for attorneys' fee, indicating that the time expended on the case at its typical hourly rates of Six Hundred Fifty Dollars (\$650.00) to Nine Hundred Fifty Dollars (\$950.00) for partners and Three Hundred Fifty Dollars (\$350.00) to Six Hundred Dollars (\$600.00) for associates would result in roughly the equivalent of the requested one-third (1/3) of the settlement, the Court deemed the request reasonable given the complexity of the case, the jurisdiction, and the reputation and skill of the plaintiff's counsel.); *In re Vitamin C Antitrust Litig.*, No. 05-CV-453, 2013 WL 6858853, at \*1 (E.D.N.Y. Dec. 30, 2013) (acknowledging, in addressing a motion for an award of attorneys' fees and costs, that a \$650 per hour rate for complex cases is customarily charged.); *Tyco Healthcare Grp. LP v. Ethicon Endo-Surgery, Inc.*, No. 3:10CV60 (JBA), 2012 WL 4092515, at \*2 (D. Conn. Sept. 17, 2012) (applying New York rates and approving of \$850 per hour for partner); *Thai-Lao Lignite (Thailand) Co. v. Gov't of Lao People's Democratic Republic*, No. 10 CIV. 05256 KMW DF, 2012 WL 5816878, at \*6 (S.D.N.Y. Nov. 14, 2012) (acknowledging that courts have awarded fees of more than Seven Hundred Dollars (\$700.00) per hour for highly experienced senior partners); *Union of Orthodox Jewish Congregations of Am. v. Royal Food Distributors Liab. Co.*, 665 F. Supp. 2d 434, 437 (S.D.N.Y. 2009) (in awarding attorneys' fees and costs, finding that an attorney hourly rate at Seven Hundred Thirty-Five Dollars (\$735.00) reasonable). Notably, the District Court of the Virgin Islands has found reasonable and approved hourly rates as high as Eight Hundred Eighty Dollars (\$880.00). *See* Fee Auditor's Final Report entered in *In re Innovative Comm. Co. LLC*, Case. 3:07-bk-30012-JFK (D.V.I. Aug. 20, 2010) attached hereto as **EXHIBIT D**. Accordingly, Troutman's hourly rate range for its attorneys is reasonable in New York and this Court should approve the same.

Similarly, Troutman's hourly rate range for its paralegals and research librarians is reasonable. Troutman's research librarians and paralegals working on this matter bill at rates

ranging from One Hundred Seventy-Five Dollars (\$175.00) to Two Hundred Thirty Dollars (\$230.00). **EXHIBIT A.** In New York, this rate range is reasonable. *See, e.g., Lucky Brand Dungarees, Inc. v. Ally Apparel Resources LLC*, No. 05 Civ. 6757, 2009 WL 466136, at \*6 (S.D.N.Y. Feb. 25, 2009) (approving rates of Two Hundred Five Dollars (\$205.00) per hour to Two Hundred Thirty-Five Dollars (\$235.00) per hour for paralegals); *Genger v. Genger*, No. 14 Civ. 5683 (KBF), 2015 WL 1011718, at \*3 (S.D.N.Y. Mar. 9, 2015) (approving Two Hundred Sixty Dollars (\$260.00) to Two Hundred Eighty Dollar (\$280.00) paralegal rates); *Tabatznik v. Turner*, No. 14 CIV. 8135 (JFK), 2016 WL 1267792, at \*12 (S.D.N.Y. Mar. 30, 2016) (suggesting that in the Southern District of New York paralegal fees range between One Hundred Dollars (\$100.00) and Two Hundred Eighty (\$280.00)). Thus, this Court should approve payment of the paralegal and research librarian fees.

#### V. CONCLUSION

This Court should approve payment of the Troutman invoice in the amount of Ninety Thousand Three Hundred Ninety-Six Dollars and Fifty Cents (\$90,396.50), consisting of attorneys' fees in the amount of Eighty-Eight Thousand Four Hundred Eighty-Four Dollars (\$88,484.00), paralegal fees in the amount of Nine Hundred Sixty-Two Dollars and Fifty Cents (\$962.50), research librarian fees in the amount of Nine Hundred Five Dollars (\$905.00), and costs in the amount of Forty-Five Dollars (\$45.00). The litigation expenses incurred in representing the Estate, providing legal advice, and managing the federal regulatory matter were necessary to protect and defend the Estate. The attorneys' fees and costs are reasonable considering the complexity of the numerous civil cases, the length of the professional relationship with the Decedent, the experience and reputation of the firm, the customary rate in New York, and the rate agreed upon by the Executors. Each of the lodestar elements and the V.I. Supreme Court Rule 211.1.5 have been met.

**WHEREFORE**, it is respectfully requested that this Honorable Court grant this Motion for Approval of Troutman Sanders LLP's Interim Pay Application No. 1.

Dated: October 7, 2019

Respectfully,



**WILLIAM J. BLUM, ESQ.**  
**CHRISTOPHER ALLEN KROBLIN, ESQ.**  
**SHARI N. D'ANDRADE, ESQ.**  
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*Attorneys for the Estate*





- b. *Jane Doe 1 and Jane Doe 2 v. Estate of Jeffrey Epstein, Sue Roe and Roes 2-10, Case No. 1:19-cv-7675 (S.D.N.Y) (hereinafter, "Jane Doe 1 and Jane Doe 2 matter");*
- c. *VE v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of The Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., and NES, LLC, Case No. 1:19-cv-07625 (S.D.N.Y.) (hereinafter, "Nine East 71<sup>st</sup> Street Corp. Matter");*
- d. *Katlyn Doe v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of the Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC, Florida Science Foundation, Inc., Maple, Inc., LSJ, LLC, HBRK Associates, Inc., and JEGE, Inc., Case No. 1:19-cv-07771 (S.D.N.Y) (hereinafter, "Katlyn Doe Matter");*
- e. *Priscilla Doe v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of The Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC, Maple, Inc., LSJ, LLC, HBRK Associates, Inc., and JEGE, Inc., 1:19-cv-07772 (S.D.N.Y.) (hereinafter, "Priscilla Doe Matter"); and*
- f. *Lisa Doe v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of The Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC, and HBRK Associates, Inc., Case No. 1:19-cv-07773 (S.D.N.Y.) (hereinafter, "Lisa Doe Matter").*

4. Legal services provided for the above-referenced matters include managing complex federal regulatory issues, civil litigation, extensive research, legal analysis and strategy, communication with opposing counsel, and drafting court filings.
5. The work performed in the above-referenced matters is presented in the itemized spreadsheet of time and costs for the period of August 10, 2019 to September 13, 2019, attached hereto as **EXHIBIT 1**<sup>1</sup> and as more fully explained in the Motion for Approval of Troutman Sanders LLP's Interim Pay Application No. 1 and Incorporated Memorandum of Law.
6. Based on my personal knowledge, review of the file, the underlying bills, and in consultation with members and assistants of the firm who assisted in the above-referenced civil and federal regulatory matters, the total amount of attorney time spent in this matter and costs incurred during representation of the Estate, which is sought herein and set forth in Exhibit 1 to the accompanying Motion, is as follows:

**Federal Regulatory Matter** covering August 10, 2019-September 13, 2019

<b><u>Attorney</u></b>	<b><u>Hours</u></b>	<b><u>Rate(s)</u></b>	<b><u>Total Amount Charged</u></b>
Bennet J. Moskowitz	1	\$630.00	\$ 630.00
Kurt Wolfe	1.1	\$610.00	\$ 671.00

<b><u>Paralegal</u></b>	<b><u>Hours</u></b>	<b><u>Rate(s)</u></b>	<b><u>Total Amount Charged</u></b>
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**Total Fees charged and sought:** \$ 1,301.00  
**Total Costs charged and sought:** \$ 0  
**Total Costs and Fees sought:** \$ 1,301.00

<sup>1</sup> Portions of the invoice are redacted to protect attorney-client privilege and other confidential information.

**NY Litigation Counseling** covering August 10, 2019-September 13, 2019

<b><u>Attorney</u></b>	<b><u>Hours</u></b>	<b><u>Rate(s)</u></b>	<b><u>Total Amount Charged</u></b>
Bennet J. Moskowitz	59.6	\$630.00	\$37,548.00
Charles L. Glover	36.7	\$525.00	\$19,267.50
David M. Chaiken	.2	\$775.00	\$155.00
Molly S. DiRago	3.2	\$550.00	\$1,760.00
Katherine Harihar	6.9	\$545.00	\$3,760.50
Patrick M. Ryan	3.4	\$425.00	\$1,445.00
<b><u>Paralegal</u></b>	<b><u>Hours</u></b>	<b><u>Rate(s)</u></b>	<b><u>Total Amount Charged</u></b>
K. Molina	.6	\$175.00	\$105.00
<b><u>Research Librarians</u></b>	<b><u>Hours</u></b>	<b><u>Rate(s)</u></b>	<b><u>Total Amount Charged</u></b>
P. Cherry	1.2	\$225.00	\$270.00
T.R. Jenkins	1	\$230.00	\$230.00
B.R. Raymond	1.8	\$225.00	\$405.00
<b>Total Fees charged and sought:</b>			<b>\$ 64,946.00</b>
<b>Total Costs charged and sought:</b>			<b>\$ ---</b>
<b>Total Costs and Fees sought:</b>			<b>\$ 64,946.00</b>

**Araoz Matter** covering August 12, 2019-September 13, 2019

<b><u>Attorney</u></b>	<b><u>Hours</u></b>	<b><u>Rate(s)</u></b>	<b><u>Total Amount Charged</u></b>
Bennet J. Moskowitz	3.9	\$630.00	\$2,457.00
Charles L. Glover	7	\$525.00	\$3,675.00
<b><u>Paralegal</u></b>	<b><u>Hours</u></b>	<b><u>Rate(s)</u></b>	<b><u>Total Amount Charged</u></b>

K. Molina 4 \$175.00 \$700.00

**Costs** **Total Amount Charged**

Filing Fees \$45.00

**Total Fees charged and sought: \$ 6,832.00**

**Total Costs charged and sought: \$ 45.00**

**Total Costs and Fees sought: \$ 6,877.00**

**Jane Doe 1 and Jane Doe 2 Matter covering August 18, 2019-September 13, 2019**

**Attorney** **Hours** **Rate(s)** **Total Amount Charged**

Bennet J. Moskowitz 6 \$630.00 \$ 3,780.00

**Paralegal** **Hours** **Rate(s)** **Total Amount Charged**

K. Molina .5 \$175.00 \$ 87.50

**Total Fees charged and sought: \$ 3,867.50**

**Total Costs charged and sought: \$ 0**

**Total Costs and Fees sought: \$ 3,867.50**

**Nine East 71<sup>st</sup> Street Corp. Matter covering August 15, 2019-September 13, 2019**

**Attorney** **Hours** **Rate(s)** **Total Amount Charged**

Bennet J. Moskowitz 4.7 \$630.00 \$ 2,961.00

Charles L. Glover .5 \$525.00 \$ 262.50

**Paralegal** **Hours** **Rate(s)** **Total Amount Charged**

---

**Total Fees charged and sought: \$ 3,223.50**

**Total Costs charged and sought: \$ 0**

**Total Costs and Fees sought: \$ 3,223.50**

**Katlyn Doe Matter covering August 20, 2019-September 13, 2019**

<b><u>Attorney</u></b>	<b><u>Hours</u></b>	<b><u>Rate(s)</u></b>	<b><u>Total Amount Charged</u></b>
Bennet J. Moskowitz	7.4	\$630.00	\$ 4,662.00
Charles L. Glover	.5	\$525.00	\$ 262.50

<b><u>Paralegal</u></b>	<b><u>Hours</u></b>	<b><u>Rate(s)</u></b>	<b><u>Total Amount Charged</u></b>
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**Total Fees charged and sought: \$ 4,924.50**

**Total Costs charged and sought: \$ 0**

**Total Costs and Fees sought: \$ 4,924.50**

**Priscilla Doe Matter covering August 20, 2019-September 13, 2019**

<b><u>Attorney</u></b>	<b><u>Hours</u></b>	<b><u>Rate(s)</u></b>	<b><u>Total Amount Charged</u></b>
Bennet J. Moskowitz	4.9	\$630.00	\$ 3,087.00
Charles L. Glover	.5	\$525.00	\$ 262.50

<b><u>Paralegal</u></b>	<b><u>Hours</u></b>	<b><u>Rate(s)</u></b>	<b><u>Total Amount Charged</u></b>
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K. Molina	.1	\$175.00	\$ 17.50
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**Total Fees charged and sought: \$ 3,367.00**

**Total Costs charged and sought: \$ 0**

**Total Costs and Fees sought: \$ 3,367.00**

**Lisa Doe Matter covering August 20, 2019-September 13, 2019**

<b><u>Attorney</u></b>	<b><u>Hours</u></b>	<b><u>Rate(s)</u></b>	<b><u>Total Amount Charged</u></b>
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Bennet J. Moskowitz	2.5	\$630.00	\$ 1,575.00
Charles L. Glover	.5	\$525.00	\$ 262.50

<b><u>Paralegal</u></b>	<b><u>Hours</u></b>	<b><u>Rate(s)</u></b>	<b><u>Total Amount Charged</u></b>
K. Molina	.3	\$175.00	\$ 52.50

**Total Fees charged and sought: \$ 1,890.00**

**Total Costs charged and sought: \$ 0**

**Total Costs and Fees sought: \$ 1,890.00**

***Total Fees for All Above-Referenced Matters: \$ 90,351.50***

***Total Costs for All Above-Referenced Matters: \$ 45.00***

7. The above hourly rates are standard and Troutman charges its other clients the same or similar rates.
8. All items of fees for legal services, costs, and expenses set forth within this Affidavit are correct. All fees for legal services, costs, and expenses have been reasonably and necessarily incurred in the aforementioned matters and were actually and necessarily performed.
9. The rates charged are within the range of rates that are customary for such legal services performed in New York City, New York.
10. This Affidavit is submitted in support of the Motion for Approval of Troutman Sanders LLP's Interim Pay Application No. 1.




I declare, certify, verify, and state under penalty of perjury under the laws of the United States  
Virgin Islands that the foregoing is true and correct.

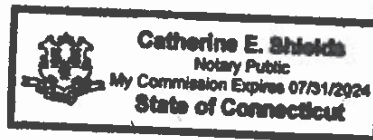
Dated: 10/1/2019

  
Bennet J. Moskowitz

**SUBSCRIBED AND SWORN** to before me

this 1<sup>st</sup> day of October 2019.

  
NOTARY



Troutman Sanders LLP  
875 Third Avenue  
New York, NY 10022

troutman.com

troutman  
sanders

**Federal ID No.:**  
58-0946915

**Billing Inquiries:**  
404-885-2508

**Payment Remittance Address**  
Troutman Sanders LLP  
P.O. Box 933652  
Atlanta, Georgia 31193-3652

Jeffrey Epstein  
Attn: Erika A. Kellerhals  
40 Wall Street  
35th Floor  
New York, NY 10005

Invoice Date  
Submitted by  
Direct Dial  
Invoice No.  
File No.

09/17/19  
B J Moskowitz  
212-704-6087  
2158135  
238227

Fees for Professional Services Rendered Through 09/13/19	\$73,079.00
Costs and Expenses Through 09/13/19	\$45.00
<b>Total Amount of This Invoice</b>	<b>\$73,124.00</b>



Invoice Date 09/17/19  
Invoice Number 2158135  
File No. 238227.000017  
Page 2



Jeffrey Epstein  
NY Litigation Counseling

**FEEES FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/13/19**

Date	Init	Description of Work Performed	Hours	Amount
08/10/19	BJM	Confer with client regarding strategies and status [REDACTED]; analyze [REDACTED]	2.0	1,260.00
08/12/19	DMC	Work with B. Moskowitz to identify potential [REDACTED] for [REDACTED] New York litigation	0.2	155.00
08/12/19	CLG	Research [REDACTED] on pending and forthcoming New York lawsuits, including [REDACTED]	7.1	3,727.50
08/12/19	BJM	Continue analyzing [REDACTED] on pending litigation; perform due diligence on potential [REDACTED]; emails and calls with client regarding the same; work with associate C. Glover to research new issue following [REDACTED], analyze internal research memo and develop follow up questions	2.4	1,512.00
08/13/19	BJM	Emails with other outside counsel to estate regarding pending civil litigation; confer with associate C. Glover regarding the same and other strategy matters for forthcoming civil actions	0.7	441.00
08/14/19	CLG	Analyze media coverage related to pending New York litigation; draft revised [REDACTED]	1.8	945.00
08/14/19	BJM	Work with other outside counsel to the estate to develop litigation strategies; perform due diligence on [REDACTED]	3.0	1,890.00
08/15/19	BJM	Work with other outside counsel to the estate to develop general litigation strategies following [REDACTED]	1.2	756.00
08/16/19	CLG	Analyze new complaints against the estate	1.1	577.50
08/16/19	TRJ	Compile and analyze news reports concerning [REDACTED] against J. Epstein	1.0	230.00
08/16/19	BJM	Analyze new complaint filed by the Bloom law firm on behalf of anonymous plaintiffs; telephone conference with Estate legal team regarding various pending New York litigation matters; analyze correspondence from counsel for plaintiffs	1.9	1,197.00
08/18/19	MD	Analyze compiled reports regarding [REDACTED] claims against the estate to summarize the same in anticipation of [REDACTED]	0.5	275.00

Invoice Date 09/17/19  
Invoice Number 2158135  
File No. 238227.000017  
Page 3



Jeffrey Epstein  
NY Litigation Counseling

**FEEES FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/13/19**

Date	Init	Description of Work Performed	Hours	Amount
08/19/19	BJM	Confer with estate counsel regarding [REDACTED]; confer with M. Aaronson regarding [REDACTED]	0.5	315.00
08/20/19	BJM	Confer with other outside counsel regarding numerous newly filed court actions; work with associate C. Glover to develop litigation strategies; perform initial due diligence of [REDACTED]	3.0	1,890.00
08/20/19	BRR	Perform due diligence on [REDACTED]	0.1	22.50
08/21/19	BJM	Analyze case law, statutes and secondary sources to determine [REDACTED]; communicate with other outside counsel to estate regarding litigation status and strategies; work with associate C. Glover to develop [REDACTED] analysis	3.7	2,331.00
08/22/19	MD	Analyze news articles about Epstein and [REDACTED]; review prior court pleadings and documents; draft [REDACTED]	2.7	1,485.00
08/22/19	CLG	Perform additional research and analysis of [REDACTED], including [REDACTED]	7.1	3,727.50
08/22/19	BJM	Continue performing [REDACTED] analysis; work with C. Glover to develop strategies; telephone conferences and emails with other outside counsel to estate regarding pending New York court actions; analyze media developments related to New York litigation	4.5	2,835.00
08/23/19	CLG	Work with B. Moskowitz to develop litigation strategies [REDACTED] and new case filings in the pending civil actions against the estate; continue performing internal analysis regarding the same	5.1	2,677.50
08/23/19	KH	Analyze sample [REDACTED] letters; research regarding [REDACTED]; analyze [REDACTED] request	0.8	436.00
08/23/19	BJM	Telephone conferences and emails with other outside counsel to the estate; continue analyzing ability of civil plaintiffs to [REDACTED]; draft internal memo regarding [REDACTED] analysis; work with C. Glover to supplement [REDACTED] analysis	5.2	3,276.00
08/23/19	BRR	Research and obtain detailed background information on [REDACTED] for Charles Glover	0.6	135.00

Invoice Date 09/17/19  
Invoice Number 2158135  
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Page 4



Jeffrey Epstein  
NY Litigation Counseling

**FEES FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/13/19**

Date	Init	Description of Work Performed	Hours	Amount
08/25/19	KH	Analyze [REDACTED] letter; draft [REDACTED] letter; research regarding [REDACTED]	3.5	1,907.50
08/25/19	BJM	Analyze [REDACTED] issues related to New York litigation	0.7	441.00
08/26/19	CLG	Analyze New York law regarding procedures for [REDACTED] research [REDACTED]; research [REDACTED] for plaintiffs asserting [REDACTED]	2.3	1,207.50
08/26/19	KH	Analyze and edit draft [REDACTED]	0.9	490.50
08/26/19	BJM	Telephone call with other outside counsel to estate regarding new case developments, [REDACTED] in civil actions and other matters; revise internal memo; regarding [REDACTED]; work with associate C. Glover regarding [REDACTED] inquiries from other outside counsel to estate; draft supplemental, [REDACTED] and [REDACTED] same to client	2.3	1,449.00
08/26/19	BRR	Obtain subscription only news article concerning legal claims against the estate	0.1	22.50
08/27/19	BJM	Analyze new information concerning New York litigation; emails with litigation team regarding [REDACTED]	0.8	504.00
08/27/19	BRR	Research and obtain detailed background information on [REDACTED] for Charles Glover	1.0	225.00
08/28/19	CLG	Attend strategy call with litigation team.	1.0	525.00
08/28/19	BJM	Work with litigation team to team to determine next steps following [REDACTED] and related developments	1.1	693.00
08/29/19	CLG	Attend teleconference with opposing counsel and draft internal memo regarding [REDACTED]	0.8	420.00
08/29/19	KH	Finalize [REDACTED] letter and send to [REDACTED]; review finalized PDF from [REDACTED] before filing	1.3	708.50
08/29/19	BJM	Telephone calls with client regarding litigation strategies; telephone call with opposing counsel regarding pending lawsuits against estate; email to litigation team regarding [REDACTED]; analyze new media reports concerning estate; analyze new case filings	1.9	1,197.00
08/30/19	KH	Attention to finalized [REDACTED] documents; confer with B. Raymond regarding service of same by [REDACTED]	0.4	218.00

Invoice Date 09/17/19  
Invoice Number 2158135  
File No. 238227.000017  
Page 5



Jeffrey Epstein  
NY Litigation Counseling

**FEES FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/13/19**

Date	Init	Description of Work Performed	Hours	Amount
08/30/19	BJM	Analyze draft [REDACTED]	0.2	126.00
09/03/19	BJM	Telephone conference with client and other outside counsel regarding litigation status and strategies; perform due diligence on [REDACTED] and related issues	1.9	1,197.00
09/04/19	PC	Analyze docket and obtain materials in [REDACTED] counsel in one of the actions against J. Epstein's estate	1.0	225.00
09/04/19	CLG	Continue researching [REDACTED]	4.8	2,520.00
09/04/19	BJM	Continue analyzing [REDACTED]; emails with other counsel regarding the same; analyze [REDACTED]; perform due diligence on [REDACTED]; telephone conference with estate administrators and their counsel regarding [REDACTED]	5.7	3,591.00
09/05/19	PC	Obtain trial transcript for C. Glover	0.2	45.00
09/05/19	CLG	Analyze [REDACTED]; perform due diligence on [REDACTED]	1.5	787.50
09/05/19	BJM	Work with legal team to address new research issues pertaining to [REDACTED]; analyze New York [REDACTED] and related case law	3.0	1,890.00
09/06/19	BJM	Continue analyzing New York law to further develop litigation strategies; confer with legal team regarding the same	2.0	1,260.00
09/09/19	CLG	Attend teleconference with [REDACTED]. Research additional [REDACTED].	1.6	840.00
09/09/19	BJM	Analyze and provide comment to internal analysis regarding issues arising from pending claims against estate, including [REDACTED]; continue analyzing [REDACTED] pertaining to [REDACTED]; telephone call with client regarding pending New York litigation; work with associate C. Glover to perform due diligence of [REDACTED]	6.0	3,780.00
09/10/19	CLG	Analyze [REDACTED] pending SDNY actions	1.4	735.00



Invoice Date 09/17/19  
 Invoice Number 2158135  
 File No. 238227.000017  
 Page 6



Jeffrey Epstein  
 NY Litigation Counseling

**FEES FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/13/19**

Date	Init	Description of Work Performed	Hours	Amount
		against the estate		
09/10/19	BJM	Work with colleagues [REDACTED] regarding analysis of [REDACTED] against the estate; analyze [REDACTED]; work with other outside counsel to estate to develop [REDACTED] pertaining to claims against estate	1.8	1,134.00
09/10/19	PMR	Conference with [REDACTED] concerning [REDACTED] and review and analyze case law concerning same	0.8	340.00
09/11/19	CLG	Analyze correspondence with opposing counsel and others	0.7	367.50
09/11/19	BJM	Analyze [REDACTED] to perform [REDACTED]; email status updates to client	0.5	315.00
09/11/19	PMR	Review and analyze application of state [REDACTED]	1.2	510.00
09/12/19	CLG	Work with B. Moskowitz to develop [REDACTED]	0.4	210.00
09/12/19	BJM	Telephone call with [REDACTED] regarding [REDACTED] and related matters; work with other outside counsel to determine next steps following [REDACTED]	1.6	1,008.00
09/13/19	KM	Draft Notices of Appearance for and circulate for attorney reference	0.6	105.00
09/13/19	BJM	Work with litigation team to prepare for call with [REDACTED]; telephone call with [REDACTED] regarding potential [REDACTED] and related matters	2.0	1,260.00
09/13/19	PMR	Continue researching and analyzing [REDACTED]	1.4	595.00
<b>Totals</b>			<b>114.6</b>	<b>64,946.00</b>

Invoice Date 09/17/19  
Invoice Number 2158135  
File No. 238227.000017  
Page 7



Jeffrey Epstein  
NY Litigation Counseling

**TIMEKEEPER TIME SUMMARY THROUGH 09/13/19**

<b>Initials</b>	<b>Name</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
DMC	Chaiken	0.2	775.00	155.00
PC	Cherry	1.2	225.00	270.00
MD	DiRago	3.2	550.00	1,760.00
CLG	Glover	36.7	525.00	19,267.50
KH	Harihar	6.9	545.00	3,760.50
TRJ	Jenkins	1.0	230.00	230.00
KM	Molina	0.6	175.00	105.00
BJM	Moskowitz	59.6	630.00	37,548.00
BRR	Raymond	1.8	225.00	405.00
PMR	Ryan	3.4	425.00	1,445.00

Invoice Date 09/17/19  
Invoice Number 2158135  
File No. 238227.000018  
Page 8



Jeffrey Epstein  
Jennifer Danielle Araoz

**FEES FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/13/19**

Date	Init	Description of Work Performed	Hours	Amount
08/12/19	KM	Download NYSCEF filings for Index No. 156728/2019; upload filings onto Desk Site and circulate for attorney reference	0.2	35.00
08/13/19	CLG	Continue researching [REDACTED] New York lawsuits, including [REDACTED]	3.8	1,995.00
08/14/19	KM	Download NYSCEF filings for Index No. 950010/2019; upload filings onto Desk Site and circulate for attorney reference	0.3	52.50
08/14/19	BJM	Begin analyzing complaint filed against the estate and work with litigation team and estate representatives to [REDACTED]; draft letter to judge assigned to pre-action discovery petition regarding filing of underlying action and death	1.4	882.00
08/14/19	BJM	Begin analyzing new complaint filed by plaintiff	1.0	630.00
08/15/19	CLG	Analyze complaint; work with B. Moskowitz to develop response to complaint	2.6	1,365.00
08/15/19	KM	File letter for Index No. 156728/2019 via NYSCEF; telephone call with Judge's clerk re filed letter; upload filings onto Desk Site and circulate same for attorney reference; send courtesy copy of filing via FedEx to Judge; download filings for Case No. 19-cv-07625 and circulate for attorney reference	0.9	157.50
08/15/19	BJM	Revise letter to court regarding death and filing of underlying action	0.4	252.00
08/19/19	CLG	Analyze new case filings.	0.3	157.50
08/19/19	KM	Draft and file Notice of Entries for Index No. 156728/2019 via NYSCEF; upload filing onto Desk Site and circulate for attorney reference	1.1	192.50
08/19/19	BJM	Analyze court orders dismissing petition as moot; email update to litigation team regarding [REDACTED]	0.2	126.00
08/20/19	KM	Download new filings upload filings onto Desk Site and circulate for attorney reference	0.7	122.50
08/21/19	KM	Upload new filings from onto Desk Site and circulate for attorney reference	0.8	140.00
08/26/19	BJM	Emails with other estate counsel and others regarding [REDACTED]	0.2	126.00

Invoice Date 09/17/19  
Invoice Number 2158135  
File No. 238227.000018  
Page 9



Jeffrey Epstein  
Jennifer Danielle Araoz

**FEEES FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/13/19**

Date	Init	Description of Work Performed	Hours	Amount
09/03/19	BJM	Email from counsel for plaintiff regarding service of complaint; email to client regarding [REDACTED]	0.2	126.00
09/04/19	BJM	Emails with opposing counsel regarding his request for acceptance of service of complaint	0.1	63.00
09/10/19	BJM	Telephone call with counsel for plaintiff regarding service of process and case deadlines; provide [REDACTED]	0.4	252.00
09/12/19	CLG	Draft stipulation to adjourn deadline to respond to complaint	0.3	157.50
			Totals	14.9 6,832.00

**TIMEKEEPER TIME SUMMARY THROUGH 09/13/19**

Initials	Name	Hours	Rate	Amount
CLG	Glover	7.0	525.00	3,675.00
KM	Molina	4.0	175.00	700.00
BJM	Moskowitz	3.9	630.00	2,457.00

**FOR COSTS AND EXPENSES INCURRED THROUGH 09/13/19**

Date	Description	Amount
08/31/19	Filing Fees	45.00
		Total: 45.00

Total Fees & Costs: \$6,877.00

Invoice Date 09/17/19  
Invoice Number 2158135  
File No. 238227.000021  
Page 10



Jeffrey Epstein  
[REDACTED]

**FEEES FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/13/19**

Date	Init	Description of Work Performed	Hours	Amount
08/10/19	KEW	Conduct legal research regarding [REDACTED] requirements for [REDACTED]	1.1	671.00
08/11/19	BJM	Confer with [REDACTED] regarding strategies and status following [REDACTED]; analyze [REDACTED]	1.0	630.00
Totals			2.1	1,301.00

**TIMEKEEPER TIME SUMMARY THROUGH 09/13/19**

Initials	Name	Hours	Rate	Amount
BJM	Moskowitz	1.0	630.00	630.00
KEW	Wolfe	1.1	610.00	671.00

Troutman Sanders LLP  
875 Third Avenue  
New York, NY 10022

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**Federal ID No.:**  
58-0946915

**Billing Inquiries:**  
404-885-2508

**Electronic Payments**  
Wells Fargo Bank, N.A., Atlanta, Georgia  
ACH/ABA #061000227  
WIRE/ABA #121000248  
To Credit Troutman Sanders LLP  
Operating Account #2052700305792  
Reference Attorney: B J Moskowitz  
Reference Client: 238227  
From International Locations please add  
Swift Address/Code: WFBI US 65

**Payment Remittance Address**

Troutman Sanders LLP  
P.O. Box 933652  
Atlanta, Georgia 31193-3652

Jeffrey Epstein  
Attn: Erika A. Kellerhals  
40 Wall Street  
35th Floor  
New York, NY 10005

Invoice Date  
Submitted by  
Direct Dial  
Invoice No.  
File No.

09/17/19  
B J Moskowitz  
212-704-6087  
2158135  
238227

**Total Amount of This Invoice** \$73,124.00

**Summary of Additional Outstanding Invoices by Client as of 09/17/19**

Date	Invoice No.	Amount	Credits	Balance
08/19/19	215823	\$58,773.50	\$0.00	\$58,773.50
		\$58,773.50	0.00	\$58,773.50

**Total Amount Due** \$131,897.50

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875 Third Avenue  
New York, NY 10022

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**Federal ID No.:**  
58-0946915

**Billing Inquiries:**  
404-885-2508

**Payment Remittance Address**  
Troutman Sanders LLP  
P.O. Box 933652  
Atlanta, Georgia 31193-3652

The Estate of Jeffrey E. Epstein  
Attn: Erika A. Kellerhals  
40 Wall Street  
35th Floor  
New York, NY 10005

Invoice Date  
Submitted by  
Direct Dial  
Invoice No.  
File No.

09/17/19  
B J Moskowitz  
212-704-6087  
2158164  
255718.000002

**RE: vs. Nine East 71st Street Corp.**

Fees for Professional Services Rendered Through 09/13/19	\$3,223.50
<b>Total Amount of This Invoice</b>	<b>\$3,223.50</b>

Invoice Date 09/17/19  
Invoice Number 2158164  
File No. 255718.000002  
Page 2



The Estate of Jeffrey E. Epstein  
vs. Nine East 71st Street Corp.

**FEES FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/13/19**

Date	Init	Description of Work Performed	Hours	Amount
08/15/19	BJM	Analyze complaint	2.0	1,260.00
08/20/19	BJM	Continue analyzing complaint	0.4	252.00
08/28/19	BJM	Draft memorandum to other outside counsel to estate and client regarding [REDACTED]	2.0	1,260.00
09/10/19	BJM	Telephone call and emails with counsel for plaintiff regarding case deadlines and related matters; provide [REDACTED]	0.3	189.00
09/12/19	CLG	Analyze judge's individual practices; draft letter memorializing agreement among counsel to adjourn deadline to respond to complaint	0.5	262.50
Totals			5.2	3,223.50

**TIMEKEEPER TIME SUMMARY THROUGH 09/13/19**

Initials	Name	Hours	Rate	Amount
CLG	Glover	0.5	525.00	262.50
BJM	Moskowitz	4.7	630.00	2,961.00

Troutman Sanders LLP  
875 Third Avenue  
New York, NY 10022

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**Federal ID No.:**  
58-0946915

**Billing Inquiries:**  
404-885-2508

**Electronic Payments**  
Wells Fargo Bank, N.A., Atlanta, Georgia  
ACH/ABA #061000227  
WIRE/ABA #121000248  
To Credit Troutman Sanders LLP  
Operating Account #2052700305792  
Reference Attorney: B J Moskowitz  
Reference Client: 255718  
From International Locations please add  
Swift Address/Code: WFBI US 6S

**Payment Remittance Address**

Troutman Sanders LLP  
P.O. Box 933652  
Atlanta, Georgia 31193-3652

The Estate of Jeffrey E. Epstein  
Attn: Erika A. Kellerhals  
40 Wall Street  
35th Floor  
New York, NY 10005

Invoice Date  
Submitted by  
Direct Dial  
Invoice No.  
File No.

09/17/19  
B J Moskowitz  
212-704-6087  
2158164  
255718.000002

**RE:** vs. Nine East 71st Street Corp

**Total Amount of This Invoice**

**\$3,223.50**

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875 Third Avenue  
New York, NY 10022

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**Federal ID No.:**  
58-0946915

**Billing Inquiries:**  
404-885-2508

**Payment Remittance Address**  
Troutman Sanders LLP  
P.O. Box 933652  
Atlanta, Georgia 31193-3652

The Estate of Jeffrey E. Epstein  
Attn: Erika A. Kellerhals  
40 Wall Street  
35th Floor  
New York, NY 10005

Invoice Date	09/17/19
Submitted by	B J Moskowitz
Direct Dial	212-704-6087
Invoice No.	2158165
File No.	255718.000003

**RE: Jane Doe 1 and Jane Doe 2 (SDNY)**

Fees for Professional Services Rendered Through 09/13/19	\$3,867.50
<b>Total Amount of This Invoice</b>	<b>\$3,867.50</b>

Invoice Date 09/17/19  
Invoice Number 2158165  
File No. 255718.000003  
Page 2



The Estate of Jeffrey E. Epstein  
Jane Doe 1 and Jane Doe 2 (SDNY)

**FEES FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/13/19**

Date	Init	Description of Work Performed	Hours	Amount
08/18/19	BJM	Analyze and develop litigation strategy	1.2	756.00
08/19/19	KM	Download, organize and circulate new filings for Case No. 19-cv-07675 for attorney reference; upload same onto Desk Site	0.4	70.00
08/20/19	BJM	Analyze complaint; emails and phone calls with other outside counsel to estate regarding [REDACTED]	1.0	630.00
08/21/19	BJM	Continue analyzing complaint to determine litigation strategies; analyze plaintiffs' ex parte motion to proceed anonymously; analyze court order on ex parte motion	2.0	1,260.00
08/28/19	BJM	Draft memorandum to other outside counsel to estate and client regarding [REDACTED]	1.8	1,134.00
09/12/19	KM	Analyze correspondence with opposing counsel regarding case deadlines	0.1	17.50
			Totals	6.5 3,867.50

**TIMEKEEPER TIME SUMMARY THROUGH 09/13/19**

Initials	Name	Hours	Rate	Amount
KM	Molina	0.5	175.00	87.50
BJM	Moskowitz	6.0	630.00	3,780.00

Troutman Sanders LLP  
875 Third Avenue  
New York, NY 10022

troutman.com



**Federal ID No.:**  
58-0946915

**Billing Inquiries:**  
404-885-2508

**Electronic Payments**  
Wells Fargo Bank, N.A., Atlanta, Georgia  
ACH/ABA #061000227  
WIRE/ABA #121000248  
To Credit Troutman Sanders LLP  
Operating Account #2052700305792  
Reference Attorney: B J Moskowitz  
Reference Client: 255718  
From International Locations please add  
Swift Address/Code: WFBI US 6S

**Payment Remittance Address**

Troutman Sanders LLP  
P.O. Box 933652  
Atlanta, Georgia 31193-3652

The Estate of Jeffrey E. Epstein  
Attn: Erika A. Kellerhals  
40 Wall Street  
35th Floor  
New York, NY 10005

Invoice Date  
Submitted by  
Direct Dial  
Invoice No.  
File No.

09/17/19  
B J Moskowitz  
212-704-6087  
2158165  
255718.000003

**RE:** Jane Doe 1 and Jane Doe 2 (SON)

**Total Amount of This Invoice** \$3,867.50

TO ENSURE PROPER CREDIT, PLEASE RETURN THIS PAGE WITH PAYMENT. THANK YOU!

Troutman Sanders LLP  
875 Third Avenue  
New York, NY 10022

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**Federal ID No.:**  
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**Billing Inquiries:**  
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**Payment Remittance Address**  
Troutman Sanders LLP  
P.O. Box 933652  
Atlanta, Georgia 31193-3652

The Estate of Jeffrey E. Epstein  
Attn: Erika A. Kellerhals  
40 Wall Street  
35th Floor  
New York, NY 10005

Invoice Date  
Submitted by  
Direct Dial  
Invoice No.  
File No.

09/17/19  
B J Moskowitz  
212-704-6087  
2158167  
255718.000006

**RE: Lisa Doe**

Fees for Professional Services Rendered Through 09/13/19

\$1,890.00

**Total Amount of This Invoice**

**\$1,890.00**



Invoice Date 09/17/19  
Invoice Number 2158167  
File No. 255718.000006  
Page 2



The Estate of Jeffrey E. Epstein  
Lisa Doe

**FEES FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/13/19**

Date	Init	Description of Work Performed	Hours	Amount
08/20/19	BJM	Begin analyzing complaint	0.4	252.00
08/27/19	KM	Download filings for Case No. 19-cv-07773; upload onto Desk Site and circulate for attorney reference	0.3	52.50
08/28/19	BJM	Draft memorandum to other outside counsel to estate and client regarding [REDACTED]	1.8	1,134.00
09/10/19	BJM	Telephone call and emails with counsel for plaintiff regarding case deadlines and related matters; provide [REDACTED]	0.3	189.00
09/12/19	CLG	Analyze judge's individual practices; draft letter memorializing agreement among counsel to adjourn deadline to respond to complaint	0.5	262.50
Totals			3.3	1,890.00

**TIMEKEEPER TIME SUMMARY THROUGH 09/13/19**

Initials	Name	Hours	Rate	Amount
CLG	Glover	0.5	525.00	262.50
KM	Molina	0.3	175.00	52.50
BJM	Moskowitz	2.5	630.00	1,575.00

Troutman Sanders LLP  
875 Third Avenue  
New York, NY 10022

troutman.com



**Federal ID No.:**  
58-0946915

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404-885-2508

**Electronic Payments**

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WIRE/ABA #121000248  
To Credit Troutman Sanders LLP  
Operating Account #2052700305792  
Reference Attorney: B J Moskowitz  
Reference Client: 255718  
From International Locations please add  
Swift Address/Code: WFBI US 6S

**Payment Remittance Address**

Troutman Sanders LLP  
P.O. Box 933652  
Atlanta, Georgia 31193-3652

The Estate of Jeffrey E. Epstein  
Attn: Erika A. Kellerhals  
40 Wall Street  
35th Floor  
New York, NY 10005

Invoice Date  
Submitted by  
Direct Deposit  
Invoice No.  
File No.

09/17/19  
B J Moskowitz  
212-704-6087  
2158167  
255718.000006

**RE:** Lisa Doe

**Total Amount of This Invoice**

**\$1,890.00**

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New York, NY 10022

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404-885-2508

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Troutman Sanders LLP  
P.O. Box 933652  
Atlanta, Georgia 31193-3652

The Estate of Jeffrey E. Epstein  
Attn: Erika A. Kellerhals  
40 Wall Street  
35th Floor  
New York, NY 10005

Invoice Date  
Submitted by  
Direct Dial  
Invoice No.  
File No.

09/17/19  
B J Moskowitz  
212-704-6087  
2158166  
255718.000007

**RE: Katlyn Doe**

Fees for Professional Services Rendered Through 09/13/19

\$4,924.50

**Total Amount of This Invoice**

**\$4,924.50**

IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS  
DIVISION OF ST. THOMAS AND ST. JOHN

\*\*\*\*\*

IN THE MATTER OF THE ESTATE OF )  
JEFFREY E. EPSTEIN )

Deceased. )

PROBATE NO. ST-19-PB-80

ACTION FOR TESTATE  
ADMINISTRATION

19-03-17-1815

**AFFIDAVIT OF DARREN K. INDYKE**

I, Darren K. Indyke, being of lawful age and otherwise competent to make this Affidavit, and after having been duly sworn, depose and state:

1. During the Decedent Jeffery E. Epstein's life, he retained the services of the law firm Troutman Sanders LLP ("Troutman") to provide legal representation and advice on certain New York litigation and a federal regulatory matter.
2. By Letters Testamentary dated September 6, 2019, I am the duly appointed Co-Executor of the Estate of Jeffrey E. Epstein. Additionally, I am authorized to administer the Estate of Jeffrey E. Epstein (the "Estate"), along with Co-Executor Richard D. Kahn ("Kahn").
3. Following the decedent's death, Kahn and I, as co-executors, retained Troutman to continue providing legal services on the New York litigation and federal regulatory matter.
4. Moreover, Kahn and I, as co-executors, retained Troutman to represent the Estate in the following civil lawsuits filed in the State of New York, in both the state and federal courts:
  - a. *Jennifer Danielle Araoz v. Estate of Jeffrey Edward Epstein, Ghislaine Maxwell, and Jane Does 1 – 3*, Case No. 950010/2019 (Sup. Ct. N.Y.C.); and

EXHIBIT  
B

- b. *Jane Doe 1 and Jane Doe 2 v. Estate of Jeffrey Epstein, Sue Roe and Roes 2-10*, Case No. 1:19-cv-7675 (S.D.N.Y).
5. Kahn and I also retained Troutman to provide legal defense in the following civil actions filed in federal court in the State of New York, in which Kahn and I have been sued in our capacity of joint personal representatives of the Estate:
  - a. *VE v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of The Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC*, Case No. 1:19-cv-07625 (S.D.N.Y.);
  - b. *Katlyn Doe v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of the Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC, Florida Science Foundation, Inc., Maple, Inc., LSJ, LLC, HBRK Associates, Inc., and JEGE, Inc.*, Case No. 1:19-cv-07771 (S.D.N.Y);
  - c. *Priscilla Doe v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of The Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC, Maple, Inc., LSJ, LLC, HBRK Associates, Inc., and JEGE, Inc.*, 1:19-cv-07772 (S.D.N.Y.); and
  - d. *Lisa Doe v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of The Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC, and HBRK Associates, Inc.*, Case No. 1:19-cv-07773 (S.D.N.Y.).
6. Each of the above-listed New York civil matters alleges numerous federal and state claims and seeks compensatory, general, and punitive damages and, attorneys' fees and costs.


7. Kahn and I retained Troutman to provide immediate, necessary legal defense and to preserve and protect the Estate.
  8. I have reviewed Troutman's invoices covering the period August 10, 2019 to September 13, 2019 for the following legal professional services without limitation: legal analysis and strategy, pretrial Orders, motions, extensive legal research, and providing legal advice.
  9. I find Troutman invoices to be reasonable given Troutman's experience and reputation in the legal community, and the number and complexity of the civil actions and the federal regulatory matter. Furthermore, the legal expenses were incurred in the necessary defense and protection of the Estate.
  10. The rates charged are, as I understand it, charged at Troutman's standard rates and are well within the range of rates that are customary for legal services performed in New York City, New York.
  11. That this Affidavit is submitted in support of the Motion for Approval of Troutman Sanders LLP's Interim Pay Application No. 1 and Incorporated Memorandum of Law.
- I declare, certify, verify, and state under penalty of perjury under the laws of the United States Virgin Islands that the foregoing is true and correct.

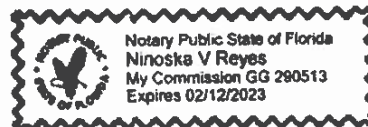
Dated: October 1, 2019

  
Darren K. Indyke

SUBSCRIBED AND SWORN to before me

this 1st day of October 2019.

  
\_\_\_\_\_  
NOTARY



Invoice Date 09/17/19  
Invoice Number 2158166  
File No. 255718.000007  
Page 2



The Estate of Jeffrey E. Epstein  
Katlyn Doe

**FEES FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/13/19**

Date	Init	Description of Work Performed	Hours	Amount
08/20/19	BJM	Begin analyzing complaint; phone calls with other outside counsel regarding [REDACTED]	1.0	630.00
08/21/19	BJM	Continue analyzing complaint; analyze plaintiff's motion to proceed anonymously; perform due diligence on [REDACTED]	2.0	1,260.00
08/22/19	BJM	Continue analyzing complaint to develop litigation strategy	1.3	819.00
08/25/19	BJM	Continue analyzing plaintiff's motion to proceed anonymously; analyze the assigned judge's individual practices	0.8	504.00
08/28/19	BJM	Draft memorandum to other outside counsel to estate and client regarding [REDACTED]	2.0	1,260.00
09/10/19	BJM	Telephone call and emails with counsel for plaintiff regarding case deadlines and related matters; provide [REDACTED]	0.3	189.00
09/12/19	CLG	Analyze judge's individual practices; draft letter memorializing agreement among counsel to adjourn deadline to respond to complaint	0.5	262.50
Totals			7.9	4,924.50

**TIMEKEEPER TIME SUMMARY THROUGH 09/13/19**

Initials	Name	Hours	Rate	Amount
CLG	Glover	0.5	525.00	262.50
BJM	Moskowitz	7.4	630.00	4,662.00



Troutman Sanders LLP  
875 Third Avenue  
New York, NY 10022

troutman.com



**Federal ID No.:**  
58-0946915

**Billing Inquiries:**  
404-885-2508

**Electronic Payments**  
Wells Fargo Bank, N.A., Atlanta, Georgia  
ACH/ABA #061000227  
WIRE/ABA #121000248  
To Credit Troutman Sanders LLP  
Operating Account #2052700305792  
Reference Attorney: B J Moskowitz  
Reference Client: 255718  
From International Locations please add  
Swift Address/Code: WFBI US 65

**Payment Remittance Address**

Troutman Sanders LLP  
P.O. Box 933652  
Atlanta, Georgia 31193-3652

The Estate of Jeffrey E. Epstein  
Attn: Erika A. Kellerhals  
40 Wall Street  
35th Floor  
New York, NY 10005

Invoice Date  
Submitted by  
Direct Deposit  
Invoice No.  
File No.

09/17/19  
B J Moskowitz  
212-704-6087  
2158166  
255718.000007

**RE:** Katlyn Doe

**Total Amount of This Invoice** \$4,924.50

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875 Third Avenue  
New York, NY 10022

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Troutman Sanders LLP  
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Atlanta, Georgia 31193-3652

The Estate of Jeffrey E. Epstein  
Attn: Erika A. Kellerhals  
40 Wall Street  
35th Floor  
New York, NY 10005

Invoice Date	09/17/19
Submitted by	B J Moskowitz
Direct Dial	212-704-6087
Invoice No.	2158168
File No.	255718.000008

**RE: Priscilla Doe**

Fees for Professional Services Rendered Through 09/13/19	\$3,367.00
<b>Total Amount of This Invoice</b>	<b>\$3,367.00</b>

Invoice Date 09/17/19  
Invoice Number 2158168  
File No. 255718.000008  
Page 2



The Estate of Jeffrey E. Epstein  
Pricilla Doe

**FEES FOR PROFESSIONAL SERVICES RENDERED THROUGH 09/13/19**

Date	Init	Description of Work Performed	Hours	Amount
08/20/19	BJM	Begin analyzing complaint	0.4	252.00
08/23/19	KM	Download filings for Case No. 19-cv-07772-ALC and upload onto Desk Site	0.1	17.50
08/25/19	BJM	Continue analyzing complaint to determine litigation strategies	1.2	756.00
08/26/19	BJM	Continue analyzing complaint to determine litigation strategies	1.0	630.00
08/28/19	BJM	Draft memorandum to other outside counsel to estate and client regarding [REDACTED]	2.0	1,260.00
09/10/19	BJM	Telephone call and emails with counsel for plaintiff regarding case deadlines and related matters; provide [REDACTED]	0.3	189.00
09/12/19	CLG	Analyze judge's individual practices; draft letter memorializing agreement among counsel to adjourn deadline to respond to complaint	0.5	262.50
			Totals	5.5 3,367.00

**TIMEKEEPER TIME SUMMARY THROUGH 09/13/19**

Initials	Name	Hours	Rate	Amount
CLG	Glover	0.5	525.00	262.50
KM	Molina	0.1	175.00	17.50
BJM	Moskowitz	4.9	630.00	3,087.00

Troutman Sanders LLP  
875 Third Avenue  
New York, NY 10022

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**Federal ID No.:**  
58-0946915

**Billing Inquiries:**  
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WIRE/ABA #121000248  
To Credit Troutman Sanders LLP  
Operating Account #2052700305792  
Reference Attorney: B J Moskowitz  
Reference Client: 255718  
From International Locations please add  
Swift Address/Code: WFBI US 6S

**Payment Remittance Address**

Troutman Sanders LLP  
P.O. Box 933652  
Atlanta, Georgia 31193-3652

The Estate of Jeffrey E. Epstein  
Attn: Erika A. Kellerhals  
40 Wall Street  
35th Floor  
New York, NY 10005

Invoice Date  
Submitted by  
Dmitry Dianov  
Invoice No.  
File No.

09/17/19  
B J Moskowitz  
212-704-6087  
2158168  
255718.000008

**RE:** Pricilla Doe

**Total Amount of This Invoice**

**\$3,367.00**

**TO ENSURE PROPER CREDIT, PLEASE RETURN THIS PAGE WITH PAYMENT. THANK YOU!**

IN THE SUPERIOR COURT OF THE VIRGIN ISLANDS  
DIVISION OF ST. THOMAS AND ST. JOHN

\*\*\*\*\*

IN THE MATTER OF THE ESTATE OF )  
JEFFREY E. EPSTEIN )

PROBATE NO. ST-19-PB-80

Deceased. )

ACTION FOR TESTATE  
ADMINISTRATION

19 03 17 PM 1:50

**AFFIDAVIT OF RICHARD D. KAHN**

I, Richard D. Kahn, being of lawful age and otherwise competent to make this Affidavit, and after having been duly sworn, depose and state:

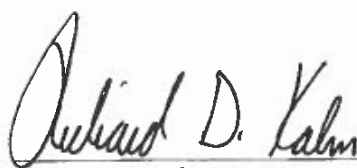
1. During the Decedent Jeffery E. Epstein's life, he retained the services of the law firm Troutman Sanders LLP ("Troutman") to provide legal representation and advice on certain New York litigation and a federal regulatory matter.
2. By Letters Testamentary dated September 6, 2019, I am the duly appointed Co-Executor of the Estate of Jeffrey E. Epstein. Additionally, I am authorized to administer the Estate of Jeffrey E. Epstein (the "Estate"), along with Co-Executor Darren K. Indyke ("Indyke").
3. Following the decedent's death, Indyke and I, as co-executors, retained Troutman to continue providing legal services on the New York litigation and federal regulatory matter.
4. Moreover, Indyke and I, as co-executors, retained Troutman to represent the Estate in the following civil lawsuits filed in the State of New York, in both the state and federal courts:
  - a. *Jennifer Danielle Araoz v. Estate of Jeffrey Edward Epstein, Ghislaine Maxwell, and Jane Does 1 - 3*, Case No. 950010/2019 (Sup. Ct. N.Y.C.); and
  - b. *Jane Doe 1 and Jane Doe 2 v. Estate of Jeffrey Epstein, Sue Roe and Roes 2-10*, Case No. 1:19-cv-7675 (S.D.N.Y).



5. Indyke and I also retained Troutman to provide legal defense in the following civil actions filed in federal court in the State of New York, in which Indyke and I have been sued in our capacity of joint personal representatives of the Estate:
  - a. *VE v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of The Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC*, Case No. 1:19-cv-07625 (S.D.N.Y.);
  - b. *Katlyn Doe v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of the Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC, Florida Science Foundation, Inc., Maple, Inc., LSJ, LLC, HBRK Associates, Inc., and JEGE, Inc.*, Case No. 1:19-cv-07771 (S.D.N.Y.);
  - c. *Priscilla Doe v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of The Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC, Maple, Inc., LSJ, LLC, HBRK Associates, Inc., and JEGE, Inc.*, 1:19-cv-07772 (S.D.N.Y.); and
  - d. *Lisa Doe v. Darren K. Indyke and Richard D. Kahn as Joint Personal Representatives of The Estate of Jeffrey E. Epstein, Nine East 71st Street, Corporation, Financial Trust Company, Inc., NES, LLC, and HBRK Associates, Inc.*, Case No. 1:19-cv-07773 (S.D.N.Y.).
6. Each of the above-listed New York civil matters alleges numerous federal and state claims and seeks compensatory, general, and punitive damages and, attorneys' fees and costs.
7. Indyke and I retained Troutman to provide immediate and necessary legal defense and to preserve and protect the Estate.

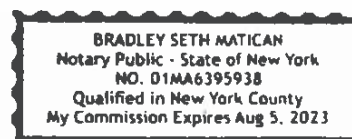
8. I have reviewed Troutman's invoices covering the period August 10, 2019 to September 13, 2019 for the following legal professional services without limitation: legal analysis and strategy, pretrial Orders, motions, extensive legal research, and providing legal advice.
  9. I find Troutman invoices to be reasonable given Troutman's experience and reputation in the legal community, and the number and complexity of the civil actions and the federal regulatory matter. Furthermore, the legal expenses were incurred in the necessary defense and protection of the Estate.
  10. The rates charged are, as I understand it, charged at Troutman's standard rates and are well within the range of rates that are customary for legal services performed in New York City, New York.
  11. That this Affidavit is submitted in support of the Motion for Approval of Troutman Sanders LLP's Interim Pay Application No. 1 and Incorporated Memorandum of Law.
- I declare, certify, verify, and state under penalty of perjury under the laws of the United States Virgin Islands that the foregoing is true and correct.

Dated: 10/11/2019

  
Richard D. Kahn

SUBSCRIBED AND SWORN to before me  
this 1<sup>st</sup> day of October 2019.

  
NOTARY





**IN THE DISTRICT COURT OF THE VIRGIN ISLANDS  
DIVISION OF ST. THOMAS AND ST. JOHN  
BANKRUPTCY DIVISION**

In re: ) Chapter 11  
)  
INNOVATIVE COMMUNICATION ) Case No. 06-30008 (JKF)  
COMPANY, LLC, )  
)  
Debtor. ) (Jointly Administered)

---

In re: ) Chapter 11  
)  
INNOVATIVE COMMUNICATION ) Case No. 07-30012 (JKF)  
CORPORATION, )  
)  
Debtors. )

**FEE AUDITOR'S FINAL REPORT REGARDING THE TENTH  
QUARTERLY FEE APPLICATION OF VINSON & ELKINS LLP FOR THE  
PERIOD OF JANUARY 1, 2010 THROUGH MARCH 31, 2010**

This is the final report of Warren H. Smith & Associates, P.C., acting in its capacity as fee auditor in the above-captioned bankruptcy proceedings, regarding the Tenth Quarterly Fee Application of Vinson & Elkins LLP for the Period of January 1, 2010 through March 31, 2010 (the "Application").

**BACKGROUND**

1. Vinson & Elkins LLP ("V&E") was retained as counsel for the Chapter 11 Trustee. In the Application, V&E seeks approval of fees totaling \$1,815,000.00<sup>1</sup> and expenses totaling \$41,993.42 for its services from January 1, 2010 through March 31, 2010 (the "Application Period").

<sup>1</sup>This amount reflects a total of \$7,016.50 in voluntary reductions and a reduction of \$47,822.00 representing one-half of the amount originally stated for non-working travel time from the gross amount of \$1,869,838.50 sought in V&E's monthly fee applications for the Application Period.



2. In conducting this audit and reaching the conclusions and recommendations contained herein, we reviewed in detail the Application in its entirety, including each of the time and expense entries included in the exhibits to the Application, for compliance with the *Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals Pursuant to 11 U.S.C. §§ 105(A) and 331* (the "Compensation Order"), Local Rule 2016-1 of the Local Bankruptcy Rules of the District Court for the Virgin Islands, Bankruptcy Division, Effective June 8, 2007 (the "Local Rules"), and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, issued January 30, 1996 (the "Guidelines"), as well as for consistency with precedent established in the United States District Court of the Virgin Islands, Bankruptcy Division, the United States District Court of the Virgin Islands, and the Third Circuit Court of Appeals. We served on V&E an initial report based on our review and received a response from V&E, portions of which response are quoted herein.

#### DISCUSSION

3. We noted a number of instances in which multiple V&E professionals attended the same meetings, depositions, and hearings. See EXHIBIT A. Paragraph II.D.5 of the Guidelines provides, "...[i]f more than one professional from the applicant firm attends a hearing or conference, the applicant should explain the need for multiple attendees." We asked V&E to review EXHIBIT A and explain why it was necessary for each professional to attend each conference or proceeding, as well as the specific role of each professional. V&E's response is attached hereto as RESPONSE EXHIBIT 1. We appreciate V&E's response and thus recommend a reduction of \$590.00 as agreed by V&E. We have no objection to the remaining fees requested on EXHIBIT A.

4. We noted several time entries that appeared to be a duplication of the services of Alvarez & Marsal. See EXHIBIT B. Pursuant to Bankruptcy Code Section 330(a)(4)(A), "...the court shall not allow compensation for — (1) unnecessary duplication of services..." We asked V&E to review EXHIBIT B and explain whether there was any duplication in services. V&E responded as follows.

Alvarez & Marsal ("A&M") was hired in these cases as Trustee Springel's accountants. A&M does not have an ECF login and password and is not capable of filing its own fee statements and applications. Although A&M prepares these documents, attorneys and/or paralegals from V&E assist A&M in finalizing and filing these documents with the Court. The time normally spent on such activities is minimal. During the Period, however, the Court requested that A&M supplement its application with additional information reflecting services performed. Although A&M located and prepared an initial draft of this information, significant review and assistance was required in order to finalize and file this document with the Court. The services performed by the two firms are not duplicative, but reflect V&E's assistance to A&M in finalizing and filing documents with the Court.

We appreciate this response and have no objection to these fees.

5. We noted two time entries that appeared to be a duplication.

03/05/10	MCCR	1.5	937.50	...; telephonic participation at the March 11th hearing (1.5); ...
03/11/10	MCCR	1.5	937.50	Telephonic appearance at special setting, e-mail and summary to group re same (1.5); ...

We asked V&E to explain whether any duplication was reflected in these time entries. V&E responded as follows.

There is a clerical error on the March 5, 2010 time entry that reads: "Review documents related to March 11<sup>th</sup> hearing (.5); telephonic participation at the March 11<sup>th</sup> hearing (1.5); update VE working group regarding matters addressed (.3)." The reference should be to the March 5<sup>th</sup> hearing held in relation to Fox Rothschild's motion to be dismissed from Prosser's Motion for Evidentiary Hearing (Adv. Proc. 10-3001). The services performed were necessary and this correction does not affect the net fees requested by V&E. Both James Lee and Michaela Crocker attended the March 5, 2010 hearing telephonically, with Mr. Lee addressing

litigation matters.

We appreciate this response and have no objection to these fees.

6. We noted charges totaling \$3,847.50 for secretarial overtime. See EXHIBIT C. According to the Guidelines, paragraph, II. E.7., “[f]actors relevant to a determination that the expense is proper include the following: . . . Whether the expenses appear to be in the nature of nonreimbursable overhead...Overhead includes word processing, proofreading, secretarial and other clerical services, ...” We asked V&E to review EXHIBIT C and explain why these expenses should not be considered overhead. V&E provided the following response.

V&E agrees with your assessment regarding secretarial overtime and agrees to reduce its expenses requested by \$3,847.50.

We appreciate V&E’s response and thus recommend a reduction of \$3,847.50 in expenses.

7. We noted several air fare expenses for which more information was needed.

01/11/10	DKM	VENDOR: AMEX INVOICE#: CON383180 DATE: 2/3/2010 Tkt#:0057729397517-01/31/10- CONTINENTAL AIRLINES-Houston/St. Thomas, VI/Houston-Travel to St. Thomas, Virgin Islands for 727 Trial.	1,547.70
01/19/10	RLPE	VENDOR: AMEX INVOICE#: CON384400 DATE: 2/17/2010 Tkt#:0017729397608-01/31/10- AMERICAN AIRLINES-DFW/St. Thomas VI- Travel to St. Thomas VI to attend hearings.	1,406.70
01/27/10	DKM	VENDOR: AMEX INVOICE#: CON382989 DATE: 2/1/2010 Tkt#:0057729397693-01/28/10- CONTINENTAL AIRLINES-Houston/Pittsburgh/ Houston-Travel to Pittsburgh for ICC Omnibus Hearing.	1,070.82

Paragraph II.E.1 of the Guidelines states, “. . . [f]actors relevant to a determination that the expense is proper include the following: 1. Whether the expense is reasonable and economical. For example, first class and other luxurious travel mode or accommodations will normally be

objectionable.”

We asked V&E to state the class of fare for each of these airfares, and V&E responded as follows:

Travel Date	Attny	Departure	Arrival	Class of Fare
1/31/10	RLPE	Dallas/Ft. Worth	Miami	Economy
1/31/10	RLPE	Miami	St. Thomas	Discount Business
1/31/10	RLPE	St. Thomas	Miami	Discount Business
1/31/10	RLPE	Miami	Dallas/Ft. Worth	Economy
1/31/10	DKM	Houston	San Juan	Economy
1/31/10	DKM	San Juan	St. Thomas	Economy
2/2/10	DKM	St. Thomas	San Juan	Economy
2/2/10	DKM	San Juan	Houston	Economy
1/28/10	DKM	Houston	Pittsburgh	Economy
1/29/10	DKM	Pittsburgh	Houston	Economy

Based on our research of comparable refundable economy class fares,<sup>2</sup> we accept V&E's response and have no objection to these expenses.

8. We noted the following business meal expenses for which more information was needed.

01/11/10	JJL	VENDOR: AMEX INVOICE#: CON381622 DATE: 1/14/2010 H2O CAFE-2-Fort Lauderdale- Deposition/Meeting	151.22
01/30/10	JJL	VENDOR: AMEX INVOICE#: CON383005 DATE: 2/1/2010 Marriott Hotels-2-Pittsburgh-	123.43

<sup>2</sup> From www.aa.com

Hearing

02/01/10 DKM VENDOR: AMEX INVOICE#: CON383299 275.00  
DATE: 2/24/2010 02/01/10-ICC Case-  
BUSD/Dinner with F&J Counsel/ICC-BUSD  
Dinner F&J Counsel/ICC.

For each meal, we asked V&E to provide additional details. V&E provided the following response.

Date	Attny	City	Meal	Parties	Reason
1/11/10	JJL	Ft. Lauderdale	Dinner \$151.22	Lee McFaul	Traveling dinner after deposition. V&E will reduce this charge by \$91.22 to \$60.00
1/30/10	JJL	Pittsburgh	Dinner \$123.43	Lee McFaul	Traveling dinner evening prior to January 29, 2010 omnibus hearing. V&E will reduce this charge by \$63.43 to \$60.00
2/1/10	DKM	--	Dinner \$275.00	--	V&E will not charge for this dinner.

It appears to us that one person can dine satisfactorily at dinner for \$55 in most locales.<sup>3</sup> We appreciate V&E's willingness to deduct the 2/1/10 dinner charge of \$275 and to reduce the other dinner charges to \$60 each. However, we recommend that reimbursement for both the 1/11/10 and 1/30/10 dinner charges be reduced by an additional \$5. Thus, in addition to the \$429.65 reduction offered by V&E, we recommend an additional reduction of \$10.00, for a total reduction of \$439.65 in expenses.

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<sup>3</sup>\$60 per person in Washington, DC, Los Angeles, and San Francisco, and \$70 per person in New York City and London.

**CONCLUSION**

9. Thus, we recommend approval of fees totaling \$1,814,410.00 (\$1,815,000.00 minus \$590.00) and costs totaling \$37,706.27 (\$41,993.42 minus \$4,287.15) for V&E's services for the Application Period.

Respectfully submitted,

**WARREN H. SMITH & ASSOCIATES, P.C.**

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\_\_\_\_\_  
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**FEE AUDITOR**

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing document has been served on the Applicant and on the Office of the United States Trustee via first class U.S. mail and email, and by email to the remaining parties on the attached service list on this 6<sup>th</sup> day of August, 2010.

  
\_\_\_\_\_  
Warren H. Smith



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**EXHIBIT A**

**Meetings:**

A. On January 5, 2010, Partner PEH (\$805 per hour), Partner DCS (\$880 per hour), Partner DKM (\$675 per hour), Associate MCCR (\$625 per hour), Associate RHLO (\$625 per hour) and Associate RLPE (\$495 per hour) participated in a meeting. The total time spent, including any preparation time, is 15.0 hours for a total amount of \$10,115.00.

01/05/10	PEH	1.2	966.00	Prepare for and participate in team meeting re: sales.
01/05/10	DCS	1.8	1,584.00	Team meeting to go over all regarding sale status and litigation.
01/05/10	DKM	2.8	1,890.00	...; review and analyze all emails and materials of last month for action items and draft notes, strategy in anticipation of meeting (2.8).
01/05/10	DKM	1.1	742.50	Meeting with team, led by Dan Stewart, regarding action items and game plan on litigation and sale.
01/05/10	MCCR	2.8	1,750.00	Review case notes and compile list of pending matters for internal VE agenda meeting (1.5); ...; prepare for all-hands meeting (.3); participate in VE internal meeting to discuss case status, strategy and pending matters (1.0); ...
01/05/10	RHLO	4.3	2,687.50	Review numerous recently filed pleadings in the bankruptcy case and adversary proceedings and prepare a list of outstanding tasks (3.0); conference with V&E team regarding the same (1.3).
01/05/10	RLPE	1.0	495.00	Team meeting with Dan Stewart, Paul Heath, Duston McFaul, Richard London, Michael Crocker and Bailey Pham regarding all pending matters, strategy and next steps for same (1.0).

B. On January 14, 2010, Partner DCS (\$880 per hour), Partner JJJL (\$805 per hour),

Partner DKM (\$675 per hour), and Associate RLPE (\$495 per hour) attended a meeting. The total time spent, including any preparation time, is 16.4 hours for a total amount of \$10,852.00.

01/14/10	DCS	2.6	2,288.00	Discharge trial preparation and meetings with our work team and Fulbright.
01/14/10	JJL	3.5	2,817.50	Meeting with RTFC counsel to prepare for Discharge trial.
01/14/10	DKM	3.6	2,430.00	Meeting with B. Greendyke, M. Platt, G. Wilkes, J. Cornwell, joined by J. Lee, D. Stewart and B. Petereit (3.6); ...
01/14/10	RLPE	6.7	3,316.50	Trial preparation for upcoming trial on discharge adversary proceedings and e-mail correspondence and conferences with Jim Lee, Duston McFaul and counsel for the RTFC concerning same (6.7).

**Hearings and Depositions:**

C. On January 12, 2010, Partner DCS (\$880 per hour), Partner JJL (\$805 per hour), Partner DKM (\$675 per hour), and Associate RLPE (\$495 per hour) participated in a deposition. The total time spent, including any preparation time, is 14.0 hours for a total amount of \$9,698.00.

01/12/10	DCS	.8	704.00	Stetzler deposition telephone conferences throughout the day (discharge).
01/12/10	JJL	1.0	805.00	Meeting with counsel to discuss upcoming deposition.
01/12/10	JJL	3.8	3,059.00	Attend oral deposition of Arthur Stelzer.
01/12/10	DKM	5.7	3,645.00	Analyze documentary materials in preparation for deposition (1.2); meeting with counsel (.2); deposition of Arthur Stelzer (4.0); ...
01/12/10	RLPE	3.0	1,485.00	Attend deposition of Arthur Stelzer telephonically and e-mail correspondence and conferences with Jim Lee, Dan Stewart, Rich London and Duston McFaul regarding same (3.0); ...

D. On January 29, 2010, Partner DCS (\$880 per hour), Partner JJL (\$805 per hour),



Partner DKM (\$675 per hour), Associate MCCR (\$625 per hour), Associate RHLO (\$625 per hour), and Associate RLPE (\$495 per hour) attended a hearing. The total time spent, including any preparation time, is 22.1 hours for a total amount of \$15,067.00.

01/29/10	DCS	.7	616.00	Prepare for Omnibus Hearing.
01/29/10	DCS	2.8	2,464.00	Agenda items and participate by phone in bulk of hearing.
01/29/10	JJL	3.7	2,978.50	Attend Omnibus hearing.
01/29/10	DKM	1.6	1,080.00	Early morning preparations in Pittsburgh for hearing in front of Judge Fitzgerald.
01/29/10	DKM	3.5	2,362.50	Omnibus hearing in Pittsburgh in front of Judge Fitzgerald.
01/29/10	MCCR	3.8	2,375.00	Telephonic appearance at January omnibus.
01/29/10	RHLO	1.7	1,062.50	Participate in telephonic omnibus hearing.
01/29/10	RLPE	4.3	2,128.50	Prepare for and attend telephonically omnibus hearing and e-mail correspondence and conferences with Dan Stewart, Jim Lee, Richard London, Michaela Crocker and Duston McFaul regarding same (4.3); ...

E. On February 26, 2010, Partner DCS (\$880 per hour), Partner JJL (\$805 per hour), Partner DKM (\$675 per hour), Associate MCCR (\$625 per hour), Associate RHLO (\$625 per hour), and Associate RLPE (\$495 per hour) attended a hearing. The total time spent, including any preparation time, is 23.3 hours for a total amount of \$15,644.00.

02/26/10	DCS	2.3	2,024.00	Omnibus Hearing (part of; by phone).
02/26/10	JJL	4.7	3,783.50	Continue preparation for and attendance at Omnibus hearing.
02/26/10	DKM	3.9	2,632.50	Omnibus hearing in Pittsburgh, notes of positions and court direction (3.9); ...
02/26/10	MCCR	5.2	3,250.00	Participate at omnibus hearing and follow-up calls and meetings regarding same (5.2).

02/26/10	RHLO	3.0	1,875.00	Participate in omnibus hearing (2.5); conference with Dan Stewart, Becky Petereit, and Michaela Crocker concerning agenda items for upcoming hearing.
02/26/10	RLPE	4.2	2,079.00	Attend and participate telephonically in omnibus hearing and conferences with Michaela Crocker, Duston McFaul, Dan Stewart and Richard London regarding same. (4.2).

F. On March 24, 2010, Partner JJL (\$805 per hour), Associate RHLO (\$625 per hour), and Associate RLPE (\$495 per hour) attended a hearing. The total time spent, including any preparation time, is 4.8 hours for a total amount of \$3,278.00.

03/24/10	JJL	2.7	2,173.50	Further preparation for and attendance at Omnibus hearing.
03/24/10	RHLO	.5	312.50	Participate in portion of omnibus hearing.
03//24/10	RLPE	1.6	792.00	Attend omnibus hearing telephonically and e-mail correspondence with Dan Stewart, Michaela Crocker, Pete Vranderic, Duston McFaul and Richard London regarding scheduling matters and other issues addressed at same (1.6).

G. On March 30, 2010, Partner DCS (\$880 per hour), Partner JJL (\$805 per hour), Associate MCCR (\$625 per hour), Associate RHLO (\$625 per hour), Associate RLPE (\$495 per hour), and Associate PFVR (\$295 per hour) attended a hearing. The total time spent, including any preparation time, is 14.3 hours for a total amount of \$8,779.50.<sup>4</sup>

03/30/10	DCS	1.4	1,232.00	Multiple telephone conferences and correspondence; today's court hearing and related issues; part of evidentiary hearing.
03/30/10	JJL	2.9	2,334.50	General preparation for and attendance at hearing on discovery issues.
03/30/10	MCCR	3.3	2,062.50	Prepare items for March 30th omnibus (4);

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<sup>4</sup>Time entries for this hearing appear in the following categories: I) Category 9: Motion for Evidentiary Hearing and Related Matters; and ii) Category 53: Court Hearings and Prep.



			participate telephonically at hearing and brief follow up with parties re same (2.9)
03/30/10	RHLO 1.8	1,125.00	Participate in portions of omnibus hearing.
03/30/10	RLPE 2.9	1,435.50	Attend and participate telephonically in hearing relating to Jeff Prosser's motion for evidentiary hearing and e-mail correspondence and conferences with Dan Stewart, Richard London and Michaela Crocker analyzing issues regarding same (2.9); ...
03/30/10	PFVR 2.0	590.00	Listen to March 30, 2010 Special Setting Hearing telephonically.

**EXHIBIT B**

The following time entries appear in the Tenth Quarterly Application of Vinson & Elkins LLP for the period of January 1, 2010 through March 31, 2010:

01/12/10	MCCR	.5	312.50	Call with B. Smyl and P. Vranderic re A&M's fee supplement
01/16/10	DCS	.2	176.00	Alvarez Fee Application review.
01/20/10	MCCR	4.5	2,812.50	Receive notes related to A&M fee supplement as requested by Judge Fitzgerald; revise and incorporate same into fee supplement to be filed with the Court.
01/21/10	MCCR	.9	562.50	Receive and incorporate D. Stewart's comments into A&M fee supplement (.2); receive, review and incorporate B. Smyl's additional comments into fee supplement (.2); review and final revisions to fee supplement (.5).
1/22/10	MCCR	.8	500.00	Review, modify, finalize and file A&M Fee Supplement (.8); ...
1/31/10	MCCR	.6	375.00	Receive and begin review of A&M quarterly application (.6); ...
02/01/10	MCCR	2.5	1,562.50	Review, finalize and file A&M fee application (2.5); ...
2/16/10	PFVR	1.6	472.00	Review and revise Trustee's Quarterly Fee Applications for October through December 2009.
2/17/10	MCCR	.3	187.50	Review Trustee's quarterly application and forward same to Trustee (.3).
2/17/10	MCCR	.3	187.50	Finish updating Exhibit F for Trustee's Quarterly Fee Application, October through December 2009.
2/18/10	MCCR	.2	125.00	Final revisions to Trustee fee application and direct P. Vranderic to file same.
2/23/10	MCCR	.6	375.00	Review and finalize A&M January fee statement

(.4); review and finalize Trustee January fee statement (.2); ...

The following time entries appear in the Tenth Quarterly Application of Alvarez & Marsal for the period of January 1, 2010 through March 31, 2010:

1/14/2010	Smyl, Byron	.5	312.50	Draft initial supplemental fee application
1/17/2010	Smyl, Byron	1.0	625.00	Draft supplemental fee application for A&M fees
1/18/2010	Cassel, Philip	1.0	265.00	Business Operations - December A&M and Trustee Fee Applications
1/21/2010	Smyl, Byron	1.0	625.00	Draft supplemental fee application for Alvarez and Marsal
1/22/2010	Smyl, Byron	.5	312.50	Complete supplemental fee application
1/25/2010	Cassel, Philip	3.5	927.50	Business Operations - December A&M and Trustee Fee Applications
1/29/2010	Cassel, Philip	.7	185.50	Business Operations - December A&M and Trustee Fee Applications
1/31/2010	Smyl, Byron	1.0	625.00	Review final fee applications
2/15/2010	Cassel, Philip	.5	132.50	Business Operations - January A&M and Trustee Fee Applications
2/15/2010	Cassel, Philip	1.5	397.50	Business Operations - January A&M and Trustee Fee Applications
2/16/2010	Cassel, Philip	.5	132.50	Business Operations - January A&M and Trustee Fee Applications
2/18/2010	Smyl, Byron	.5	312.50	Review fee applications for A&M and Trustee and make edits
2/22/2010	Cassel, Philip	4.0	1,060.00	Business Operations - January A&M and Trustee Fee Applications

2/23/2010	Cassel, Philip	1.0	265.00	Business Operations - January A&M and Trustee Fee Applications
2/25/2010	Cassel, Philip	1.0	265.00	Business Operations - January A&M and Trustee Fee Applications

**EXHIBIT C**

**Secretarial Overtime:**

01/05/10	JJL	Database Entry (Rose Palomo)	45.00	
01/05/10	JJL	Continue Binder Prep for hearing (Rose Palomo)	45.00	
01/05/10	JJL	Binder Prep for Hearing of 1/29 (Rose Palomo)	45.00	
01/06/10	JJL	Database Entry (Rose Palomo)	45.00	
01/08/10	JJL	Database Entry (Rose Palomo)	90.00	
01/10/10	JJL	Database Entry (Rose Palomo)	112.50	
01/11/10	JJL	Revisions/Database Entry (Rose Palomo)	67.50	
01/11/10	JJL	Database Entry (Rose Palomo)	22.50	
01/12/10	JJL	Database Entry (Rose Palomo)	45.00	
01/13/10	JJL	Database Entry (Rose Palomo)	157.50	
01/14/10	JJL	Organization of 07-20012 via pacer. (Rose Palomo)		45.00
01/14/10	JJL	Database Entry (Rose Palomo)	90.00	
01/19/10	JJL	Database Entry (Rose Palomo)	135.00	
01/20/10	JJL	Database Entry re Pacer (Rose Palomo)	45.00	
01/21/10	JJL	Database Entry (Rose Palomo)	112.50	
01/22/10	MCCR	(Mike White)	45.00	
01/23/10	JJL	Database Entry (Rose Palomo)	247.50	
02/01/10	JJL	Database/Organization of new Pacer files. (Rose Palomo) (Rose Palomo)	67.50	
02/02/10	JJL	Database Entry - Pleadings (Rose Palomo) (Rose Palomo)	45.00	
02/02/10	JJL	Database Entry (Rose Palomo) (Rose Palomo)	22.50	
02/03/10	JJL	Database Entry (Rose Palomo) (Rose Palomo)	45.00	
02/03/10	JJL	(Rose Palomo) (Rose Palomo)	45.00	
02/04/10	JJL	Database Entry (Rose Palomo) (Rose Palomo)	45.00	
02/05/10	JJL	Database Entry (Rose Palomo) (Rose Palomo)	45.00	
02/09/10	JJL	Database Entry. (Rose Palomo)	45.00	
02/10/10	JJL	Revisions (Rose Palomo)	67.50	
02/15/10	JJL	Database Entry - Pacer (Rose Palomo)	135.00	
02/16/10	JJL	Database Entry. (Rose Palomo)	45.00	
02/16/10	JJL	Database Entry (Rose Palomo)	45.00	
02/17/10	JJL	Database Entry (Rose Palomo)	112.50	
02/19/10	JJL	Database Entry (Rose Palomo)	67.50	
02/22/10	JJL	Database Entry (Rose Palomo)	90.00	
02/23/10	JJL	DB Entry (Rose Palomo)	90.00	
02/23/10	JJL	DB Entry (Rose Palomo)	45.00	
02/24/10	JJL	Revisions to Proposed Order. (Rose Palomo)	45.00	
02/25/10	JJL	Hearing Prep (Rose Palomo)	45.00	
02/25/10	JJL	Database Entry (Rose Palomo)	45.00	
02/25/10	JJL	Continued Revisions to Proposed Order. (Rose Palomo)	45.00	

02/26/10	JJL	Database Entry (Rose Palomo)	45.00
03/01/10	JJL	Database Entry (Rose Palomo)	135.00
03/02/10	JJL	Database Entry (Rose Palomo)	45.00
03/02/10	JJL	Database Entry (Rose Palomo)	45.00
03/03/10	JJL	Database Entry (Rose Palomo)	135.00
03/04/10	JJL	Database Entry (Rose Palomo)	45.00
03/04/10	JJL	Database Entry (Rose Palomo)	22.50
03/05/10	JJL	Database Entry (Rose Palomo)	90.00
03/06/10	JJL	Database Entry (Rose Palomo)	157.50
03/08/10	JJL	Database Entry (Rose Palomo)	157.50
03/09/10	JJL	Research Pacer/Database Entry (Rose Palomo)	67.50
03/09/10	JJL	Database Entry (Rose Palomo)	45.00
03/10/10	JJL	Database Research/Entry (Rose Palomo)	45.00
03/10/10	JJL	Database Entry (Rose Palomo)	45.00
03/11/10	JJL	Database Entry (Rose Palomo)	45.00
03/12/10	JJL	Database Entry (Rose Palomo)	90.00

## **RESPONSE EXHIBIT 1**

### **Participation by Multiple Attorneys (Par. 5; Exhibit A)**

These bankruptcy cases are complex and highly contested, resulting in a multitude of issues and a substantial factual and procedural history involving over forty appeals, a motion to recuse, countless motions to stay, approximately six motions to withdraw the reference, approximately 100 adversary proceedings, numerous discovery disputes, objections to Prosser's exemptions, objections to Prosser's discharge, and more than 1800 docket entries in New ICC's case alone.

For simplicity sake, the matters addressed during the Period can generally be classified as follows: (a) case administration, general bankruptcy matters, and day-to-day operations, (b) contested asset sales, including the associated bankruptcy, M&A, tax, regulatory compliance, and other work associated with selling the "Group 1" assets, comprised of New ICC's interests in its various foreign and domestic subsidiaries that provide telephone, wireless, internet, cable, and other telecommunication services to the citizens of the U.S. Virgin Islands and surrounding Caribbean locations, and (c) litigation matters, including preference/fraudulent transfer litigation and protracted litigation with Prosser regarding exemptions, discharge, fraudulent conveyances, and many other matters (in the bankruptcy court, the district court, and on appeal).

To address these myriad of issues, V&E has enlisted the help of multiple attorneys. The main V&E teams, however, can generally be broken down into the following categories, all of which are directed and supervised by Dallas partner Daniel Stewart:

- **Litigation, Including Preparation for and Participation at Trials and Contested Hearings:** The litigation team is directed by Dallas partner James Lee with the assistance of Houston partner Duston McFaul and Dallas associates Richard London and Rebecca Petereit.
- **Asset Sales, Including the Negotiation, Documentation, and Prosecution of Purchase Agreements and Related Documents:** Sale efforts are directed by Dallas Partner Paul Heath, with the assistance of Dallas associates Michaela Crocker, Richard London, and Michael Freeman
- **Bankruptcy Administration and Operations:** The bankruptcy and operations team is directed by Dallas partners Daniel Stewart and Paul Heath, with the assistance of Dallas associate Michaela Crocker

As the need arises, attorneys will move between teams, or additional attorneys will assist, to ensure sufficient manpower is available. Moreover, depending upon the task (e.g., the contested, multi-national Group 1 asset sale with discovery and a full evidentiary hearing), there can be overlap between the teams and all members will need to remain engaged and informed to ensure that matters



are timely and properly addressed. To the extent that a meeting, hearing, or other matter requires the involvement of multiple attorneys, V&E tries to minimize participation once the matter relevant to an attorney has been addressed.

*Subsection A – January 5, 2010 Meeting:* The January 5, 2010 meeting was an internal V&E meeting to discuss status and strategy regarding upcoming hearings (i.e., January 27 pre-trial arguments in Prosser’s pending discharge actions and a January 29 omnibus hearing involving discharge and preference litigation, as well as general bankruptcy matters) and the pending sale of New ICC’s Group 1 assets. Due to the nature and interrelationship of the matters being discussed, including discharge, litigation, assets sales, and bankruptcy administration, it was necessary for members of each team to attend the meeting. Each person in attendance played a specific role and was required to properly address the matters pending. Without team-wide internal meetings, V&E would not be able to effectively coordinate its overall efforts and case strategy.

*Subsection B – January 14, 2010 Meeting:* The January 14, 2010 meeting was an internal V&E litigation meeting to discuss preparations and strategy for the upcoming hearings and trials involving Prosser’s bankruptcy discharge, followed by a meeting with attorneys from Fulbright & Jaworski, who represent the Rural Telephone Finance Cooperative (New ICC’s largest creditor and another plaintiff in the Prosser discharge litigation). Due to the nature of this meeting and the matters discussed, including trial preparations and strategy, it was necessary for the full litigation team to participate in order to properly delegate activities and prepare for the upcoming hearings and trial (which commenced in the Virgin Islands on February 1, 2010).

*Subsection C – January 12, 2010 Depositions:* Since he first testified at Prosser’s exemptions hearing, Arthur Stelzer has been continually harassed and intimidated by Prosser and his counsel in their attempt to discredit his testimony that, in part, led to the denial of Prosser’s claimed exemptions (including physical intimidation at the courthouse, private investigators “staking out” Stelzer and his wife, contact by Prosser and his counsel with Palm Beach police leading to Stelzer’s arrest (which was shortly thereafter *nolle prossed* when the true facts came to light), and a pending lawsuit in which Prosser is alleging that Stelzer has caused him mental distress). Due to Prosser’s overt actions towards both counsel and witnesses, and the filing and pursuit of an “evidentiary hearing” thereon, it was necessary for multiple attorneys to help prepare for Stelzer’s deposition in order to limit the permissible scope of the deposition, avoid the additional harassment of Mr. Stelzer, and to properly prepare for the upcoming February 1st discharge trial.

*Subsections D-G:* Attendance at Omnibus Hearings: Due to the complexity of these cases, the monthly omnibus hearings often last several hours (if not all day) and cover a broad range of topics. The agendas themselves for these monthly omnibus hearings typically are 15-20 pages in length. In order to properly address all issues, partners Dan Stewart and/or James Lee routinely attend the hearings in person (Mr. Stewart is the lead bankruptcy attorney in the corporate cases, while Mr. Lee directs litigation matters). In addition to supporting Mr. Stewart in handling bankruptcy matters before the Court, I am responsible for, among other things, preparing the lengthy hearing/trial agendas for the corporate bankruptcy cases, Prosser’s individual bankruptcy case, and the approximately 150 related adversary proceedings. Because of this, I participate telephonically



at all hearings and trials in order to remain current on the status of pending/future matters, to coordinate entry of orders, and to answer any general questions posed by the Court and parties. One or more attorneys may also participate telephonically, if warranted, including if that attorney was directly involved in drafting, responding to, or negotiating a matter to be addressed at the hearing or has particular or specialized knowledge (or will need such particularized knowledge in order to assist in responding to related or resulting matters). This is what occurred at each of the omnibus hearings cited in Exhibit A. Each V&E attorney participating at the omnibus hearings was necessary in light of the pending matters, as reflected in the Agendas attached for your reference.

The January 20, 2010 omnibus hearing was heavily focused on litigation matters, both general preference litigation and arguments and motions related to the Prosser discharge adversary proceedings, which were rapidly approaching trial. Because of this, litigation partners Lee and McFaul attended in person, while associates London and Petereit participated in at least portions of the hearing telephonically. Mr. Stewart telephonically attended key portions of the hearing only. As is standard practice, I participated at the hearing telephonically to assist in all scheduling, calendaring, and case coordination matters.

The February 26, 2010 omnibus hearing involved a lengthy agenda covering Prosser's RICO complaint filed against the RTFC and others, the Motion for Evidentiary Hearing in which Prosser requests referrals to the U.S. Attorney of virtually every party adverse to him in the case, including V&E and certain of its attorneys, and the disqualification of various counsel, Prosser's pending discharge adversaries, non-Prosser preference litigation, and other matters. James Lee and Duston McFaul attended in person, while Richard London and Rebecca Petereit participated in at least portions of the hearing telephonically. Dan Stewart telephonically monitored key portions of the hearing only, while I participated telephonically for administrative reasons. Although multiple attorneys attended this hearing, each was necessary in light of the broad scope of litigation addressed, including allegations specifically raised against V&E, Lee, McFaul and Stewart.

James Lee was the only V&E attorney who attended the March 24, 2010 omnibus hearing in person. Because I was on vacation that week, Rebecca Petereit attended telephonically to assist in all scheduling, calendaring, and case coordination matters. Associate Rich London participated telephonically in only a small portion of the hearing (.5 hours) in order to remain apprised of the status of certain pending litigation.

The March 30, 2010 hearing was a special setting to consider discovery disputes related to Prosser's Motion for Evidentiary Hearing (Adv. Proc. 10-3001). Due to the scurrilous allegations against V&E, it was necessary for the full litigation team to attend this hearing. James Lee attended in person, while associates Richard London and Rebecca Petereit attended telephonically. I also attended the hearing telephonically to assist in all scheduling, calendaring, and case coordination matters. Although listed in Exhibit A, Mr. Stewart did not attend the hearing and was only involved in post-hearing meetings and conferences associated with the Motion for Evidentiary Hearing. Multiple attorneys participated in the post-hearing strategy calls due to the nature of the allegations made and to help coordinate efforts in responding and addressing such matters.

Attorney Pete Vranderic also participated telephonically at the hearing; however, V&E agrees not to charge for his time, resulting in a \$590 reduction in fees requested.

