

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF NORTH CAROLINA
CHARLOTTE DIVISION

FILED
CHARLOTTE, N.C.
03 FEB 27 AM 10:36
U.S. DISTRICT COURT
W. DIST. OF N.C.

IN RE: ALL FUNDS ON DEPOSIT IN)
ACCOUNT NUMBER 000669829075 in)
THE BANK OF MM APMC BANQUE DE)
COMMERCE, INC., AT NATIONSBANK,)
N.A., CONSISTING OF \$18,756,420.97,)
MORE OR LESS.) C.A. NO. 3:98mc96-McK
_____))
GEORGE AND DOLORES ROLLAR,)
Plaintiffs,)
v.) C.A. NO. 3:01CV205-McK
_____))
UNITED STATES OF AMERICA, et al.,)
Defendants.)
_____)) (CASES CONSOLIDATED)
RICHARD VASQUEZ,)
Intervener.)
_____))

**RECEIVER'S UNOPPOSED FIFTH INTERIM APPLICATION TO
ALLOW AND PAY (1) RECEIVER'S FEES AND EXPENSES
AND (2) ATTORNEYS' FEES AND EXPENSES AND BRIEF IN SUPPORT**

TO THE HONORABLE H. BRENT MCKNIGHT, UNITED STATES MAGISTRATE JUDGE:

Michael J. Quilling, Receiver, files this his Unopposed Fifth Interim Application to Allow and Pay (1) Receiver's Fees and Expenses and (2) Attorneys' Fees and Expenses and in support of such would show unto the Court as follows:

BACKGROUND

1. On October 11, 2001 the Court issued its Consent Order regarding the appointment of a receiver in these proceedings ("Consent Order"). Thereafter, on October 29, 2001 the Court issued its Order Appointing Receiver pursuant to which Michael J. Quilling was specifically appointed to serve as Receiver in this case.

2. Pursuant to the terms of the Consent Order, the Receiver was authorized to employ such attorneys as is necessary and proper in connection with the claims process. Subsequent to his appointment, the Receiver employed the law firm of Quilling, Selander, Cummiskey & Lownds, P.C., ("QSC&L") as his general counsel. The Receiver is an attorney and a shareholder of the law firm and has rendered many of the legal services which are the subject of this Application as well as performing his duties as the Receiver.

3. On February 15, 2002 the Receiver filed his Unopposed First Interim Application to Allow and Pay (1) Receiver's Fees and Expenses and (2) Attorney's Fees and Expenses for the time period from October 1, 2001 through January 31, 2002. On February 20, 2002 the Court entered an Order Approving the First Interim Application and thereafter QSC&L was paid \$71,916.77 of fees and expenses.

4. On May 8, 2002, the Receiver filed his Unopposed Second Interim Application to Allow and Pay (1) Receiver's Fees and Expenses and (2) Attorney's Fees and Expenses for the time period from February 1, 2002 through April 30, 2002. On May 10, 2002 the Court entered an Order Approving the Second Interim Application and thereafter QSC&L was paid \$72,877.21 of fees and expenses.

5. On August 12, 2002, the Receiver filed his Third Interim Application to Allow and Pay (1) Receiver's Fees and Expenses and (2) Attorneys' Fees and Expenses for the time period from May 1, 2002 through July 31, 2002. On August 16, 2002, the Court entered an Order Approving the Third Interim Application and thereafter QSC&L was paid \$50,288.94 of fees and expenses.

6. On November 12, 2002, the Receiver filed his Fourth Interim Application to Allow and Pay (1) Receiver's Fees and Expenses and (2) Attorneys' Fees and Expenses for the time period

from August 1, 2002 through October 31, 2002. On November 14, 2002, the Court entered an Order Approving the Fourth Interim Application and thereafter QSC&L was paid \$117,104.73 of fees and expenses.

7. This Application seeks approval and payment of the fees and reimbursement of expenses for the Receiver and QSC&L for the time period from November 1, 2002 through January 31, 2003.

8. During the period covered by this Application, the Receiver has incurred fees and expenses with respect to his activities as Receiver and with respect to QSC&L as to these proceedings on a monthly basis as follows:

<u>Month</u>	<u>Fees</u>	<u>Expenses</u>
November 2002	\$21,252.50	\$6,112.83
December 2002	\$11,538.50	\$961.17
January 2003	\$34,708.00	\$2,284.88
TOTAL:	\$67,499.00	\$9,358.88

9. Exhibit "A," which is attached hereto and incorporated herein by reference for all purposes conveys the following information for the time period of November 1, 2002 through January 31, 2003: (a) the number of hours worked by each attorney and staff member on a particular day, (b) the manner and type of work performed by each attorney and staff member, (c) the customary billing rate for each person rendering service in this matter, and (d) the monetary value assigned to each task performed by a given attorney and/or staff member. Each of the invoices attached hereto as Exhibit "A" reflect aggregate expenses by category during a given month.

JOHNSON FACTORS

10. In support of this request for allowance of compensation and reimbursement of expenses, the Receiver and QSC&L respectfully direct this Court's attention to those factors generally considered by courts in awarding compensation to professionals for services performed in connection with the administration of a receivership estate. As stated by the Fifth Circuit Court of Appeals in *Migis v. Pearle Vision, Inc.*, 135 F.3d 1041, 1047 (5th Cir. 1998) "The calculation of attorneys fees involves a well-established process. First, the court calculates a 'lodestar' fee by multiplying the reasonable number of hours expended on the case by the reasonable hourly rates for the participating lawyers. (cite omitted.) The court then considers whether the lodestar figure should be adjusted upward or downward depending on the circumstances of the case. In making a lodestar adjustment the court should look at twelve factors, known as the Johnson factors, after *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714 (5th Cir. 1974)." The Johnson factors have been expressly adopted by the Fourth Circuit. See, *Barber v. Kimbrell's Inc.*, 577 F.2d 216, 226 (4th Cir. 1978). Those factors as applied to the services rendered in this case by the Receiver and QSC&L are addressed below.

(a) The Time and Labor Required. The Receiver and QSC&L respectfully refer the Court's attention to Exhibit "A" which details the involvement of the Receiver and QSC&L's attorneys in this case during the three month period covered by this Application during which a total of more than 156 hours of attorney and Receiver time have been expended.

(b) The Novelty and Difficulty of the Questions. Many of the tasks reflected in Exhibit "A" involved factual and legal questions which were of substantial complexity.

(c) The Skill Requisite to Perform the Service. The Receiver believes that the services performed in this case have required individuals possessing considerable experience in asset seizure, tracing and liquidation. Both the Receiver and QSC&L have considerable experience in such areas.

(d) The Preclusion of Other Employment Due to Acceptance of the Case. The Receiver and QSC&L have not declined any representation solely because of their services as Receiver and counsel for the Receiver.

(e) The Customary Fee. The hourly rates sought herein are commensurate with the rates charged by other practitioners of similar experience levels in the Western District of North Carolina. During the course of these proceedings, the following lawyers at QSC&L have performed legal services on behalf of the Receiver with respect to these proceedings: Mike Quilling (\$350.00 per hour), licensed in Texas in 1982 and Texas Board Certified in Business Bankruptcy Law and Civil Trial Law; Dee Raibourn (\$190.00 per hour) licensed in Texas in 1998; and Laura Scurlock (\$150.00 per hour), licensed in Texas in 2001.

(f) Whether the Fee is Fixed or Contingent. The Receiver's and QSC&L's fees are fixed insofar as monies exist by way of Receivership Assets from which to pay such fees. Payment of such fees, however, is subject to Court approval.

(g) Time Limitations Imposed by the Client or Other Circumstances. The time requirements during the period covered by this Application have been normal.

(h) The Amount Involved and the Results Obtained. The Receiver has been charged with the task of tracing the origin of in excess of \$18.8 million of seized funds, developing a claims process and making recommendations to the Court regarding distributions. During the period

covered by this Application the Receiver has made considerable progress in this regard. The Receiver has also addressed the following matters:

- (1) Handled Motion to Allow Claims;
- (2) Handled distributions of funds to claimants;
- (3) Attended meeting with Arizona Securities Commission regarding Mammoth Capital;
- (4) Attended meeting with U.S. Attorney regarding Mammoth Capital Investors;
- (5) Attended meeting with Comerica Bank regarding investment options;
- (6) Continued tracing efforts;
- (7) Continued efforts to locate investors;
- (8) Handled voluminous claims;
- (9) Communicated with numerous investors; and
- (10) Continued website updates.

(i) The Experience, Reputation, and Ability of the Attorneys. QSC&L has several attorneys who specialize exclusively in the practice of civil trial law. The practice of those attorneys regularly includes the representation of bankruptcy trustee and receivers. The reputation of QSC&L's attorneys is recognized and respected in their community in Texas.

(j) The Undesirability of the Case. The representation of the Receiver incident to this case has not been undesirable.

(k) The Nature and Length of the Professional Relationship with the Client. QSC&L did not represent the Receiver in these proceedings prior to being retained in these proceedings.

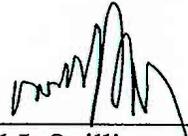
(l) Award in Similar Cases. QSC&L believes that the fees requested in this case are less than or equal to those which have been awarded in similar cases in this District.

WHEREFORE, PREMISES CONSIDERED, the Receiver and QSC&L request that this Court approve all of the fees and expenses as set forth herein and for such other and further relief, general or special, at law or in equity, to which the Receiver and QSC&L may show themselves justly entitled.

Respectfully submitted,

QUILLING, SELANDER, CUMMISKEY & LOWNDS, P.C.
2001 Bryan Street, Suite 1800
Dallas, Texas 75201-4240
(214) 871-2100 (Telephone)
(214) 871-2111 (Facsimile)

By:



Michael J. Quilling
State Bar No. 16432300

ATTORNEYS FOR RECEIVER

CERTIFICATE OF CONFERENCE

Prior to filing this Application, I conferred with all counsel of record. None of them oppose the Application.



Michael J. Quilling

CERTIFICATE OF SERVICE

I hereby certify that on the 27th day of February, 2003 a true and correct copy of the foregoing document was served via first class mail, postage pre-paid, on:

William A. Brafford
Assistant United States Attorney
United States Attorney's Office for
the Western District of North Carolina
227 West Trade Street, Suite 1700
Charlotte, NC 28202

Rodney E. Alexander
Mayer, Brown & Platt
214 North Tryon Street, Suite 3800
Charlotte, NC 28202

Jennifer Leong
Kilpatrick Stockton LLP
3500 One First Union Center
301 South College Street
Charlotte, NC 28202-6001

This Application will also be posted on the Receiver's website, www.secreceiver.com, immediately after filing.



Michael J. Quilling



QUILLING · SELANDER · CUMMISKEY · LOWNDS

Michael J. Quilling, Receiver

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11/30/02

Client No: 911-0300M

Invoice No: 58964

Re: Receiver for funds in MM APMC
Banque De Commerce, Inc.
Account

	Hours	
11/01/02		
MJQ Telephone conference with Rodney Alexander regarding case issues.	0.20	55.00
LFS Continued review of documents for information relating to claimants.	7.00	875.00
SMT FBI document and claims review. Update claim information. Contact of investors regarding claim and case information. Case Research. Update database. Telephone conferences and email correspondence with investors regarding claim information.	6.00	510.00
11/02/02		
MJQ Continue work on fee application (.8); Review of letter from Rich Lamere (.1); Attention to issuance of new check to Rodney Alexander (.1).	1.00	275.00
11/04/02		
MJQ Continue work on Motion to Allow Claims (.5); Continue work on fee application and preparation of letter to counsel regarding same (.6).	1.10	302.50
LFS Continued review of government documents for information relating to claimants.	7.50	937.50
LS Prepare proposed order regarding fee application.	0.50	25.00
SMT FBI document and claims review. Update claim information. Contact of investors regarding claim and case information. Case Research. Update database. Telephone conferences and email correspondence with investors regarding claim information.	7.40	629.00
11/05/02		
LFS Continued review of documents for		



Michael J. Quilling, Receiver

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11/30/02

Client No: 911-0300M

Invoice No: 58964

Re: Receiver for funds in MM APMC
Banque De Commerce, Inc.
Account

	Hours	
information relating to claimants.	8.80	1,100.00
SMT Email correspondence with investors regarding case status.(.3); FBI document and claims review. Update claim information. Contact of investors regarding claim and case information. Case Research. Update database. Telephone conferences and email correspondence with investors regarding claim information.(7.1)	7.40	629.00
11/06/02		
LFS Continued review of government documents for information relating to claimants.	5.20	650.00
SMT FBI document and claims review. Update claim information. Contact of investors regarding claim and case information. Case Research.(6.3) Create Visio spreadsheet for investor returns.(1.5)	7.80	663.00
11/07/02		
LFS Continued review of government documents (1.3) and conference with MJQ, S. Tomasky regarding objections and validity of claims (2.1).	3.40	425.00
MJQ Reconcile bank accounts (.4); Review and respond to email from Jennifer Leong (.2); Continue work on Motion to Allow Claims and telephone conference with Milo Segner regarding same (1.0); Telephone conference with Rodney Alexander regarding same (.2); Telephone conference with Jennifer Leong regarding same (.2); Finalize Fee Application for filing (.2); Meeting with Steve Tomasky and Laura Scurlock to review and determine allowed claims and related issues (1.5).	3.70	1,017.50
SMT FBI document and claims review. Update claim information. Contact of investors regarding claim and case information. Case Research.(5.0); Conference with Laura Scurlock regarding case review and case information.(2.0); Conference with Michael Quilling and Laura Scurlock regarding claims approval and distribution plan.(1.5)	8.50	722.50

Michael J. Quilling, Receiver

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11/30/02

Client No: 911-0300M

Invoice No: 58964

Re: Receiver for funds in MM ACMC
Banque De Commerce, Inc.
Account

	Hours	
11/08/02		
LFS Research Florida and Hawaii secretary of states for information relating to claimants.	1.70	212.50
MJQ Preparation of proposed Order regarding First Claim Motion (.3); Telephone conference with counsel for investors regarding status (.3); Finalize materials for filing (.2).	0.80	220.00
SMT Assist Receiver with motion to allow claims (.8); Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. (6.6)	7.40	629.00
DDR Office conference with paralegal regarding various case issues.	0.30	51.00
11/11/02		
MJQ Review of materials from Comerica regarding investment accounts.	0.20	55.00
LFS Continued research of secretary of state and public records relating to claimants.	1.10	137.50
SMT Email correspondence with several investors regarding case status. (1.0); Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. (3.9)	4.90	416.50
11/12/02		
LFS Continued searching for information relating to claimants (0.9) and work on Chase bank subpoena (1.0).	1.90	237.50
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information.	7.70	654.50
11/13/02		
SMT Telephone conference with Richard Lamere case regarding claims and case information. (.6); Attention to web site review and web site updates. (2.0); Review of claims. Update database and mail		

Michael J. Quilling, Receiver

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11/30/02

Client No: 911-0300M

Invoice No: 58964

Re: Receiver for funds in MM ACMC
Banque De Commerce, Inc.
Account

	Hours	
return postcards. Telephone conference and email correspondence with investors regarding claim information.(5.4)	8.00	680.00
DDR Attention given to updating website.	0.70	119.00
11/14/02		
MJQ Preparation of letter to be used for claimants with multiple claims (.5); Work on website updates (.5); Meeting with Comerica to discuss investment options and statements (1.3); Review of claim materials relating to Oval Pacific (1.0).	3.30	907.50
LFS Review documents for information relating to John Valentine.	0.20	25.00
SMT Assist Nate Robinson with web site modifications.(2.5); Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information.(6.5)	8.00	680.00
11/15/02		
MJQ Review of Order Approving Fee Application and telephone conference with Comerica Bank to transfer funds (.2); Attention to issuance of check (.2); Preparation of website updates (.5).	0.90	247.50
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.00	680.00
11/18/02		
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.00	680.00
11/19/02		
SMT Review of claims. Update database and mail return postcards. Telephone		

Michael J. Quilling, Receiver

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11/30/02

Client No: 911-0300M

Invoice No: 58964

Re: Receiver for funds in MM ACMC
Banque De Commerce, Inc.
Account

	Hours	
conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.00	680.00
11/20/02		
MJQ Review of correspondence relating to case (.2); Telephone conference with IRS and Jim Shaw regarding status (.4); Office conference with Mary Vance regarding request for determination letter (.2).	0.80	220.00
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.00	680.00
11/21/02		
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.00	680.00
11/22/02		
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	7.30	620.50
11/25/02		
MJQ Telephone conference with Rodney Alexander regarding status (.3); Meeting with Mary Vance and Jim Shaw regarding tax determination letter (1.0); Review of Order Allowing Interim Distribution and office conference with Steve Tomasky regarding same (.4); Telephone conference with Comerica Bank regarding movement of funds to cover distributions (.3).	2.00	550.00
SMT Email correspondence with several		

Michael J. Quilling, Receiver

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11/30/02

Client No: 911-0300M

Invoice No: 58964

Re: Receiver for funds in MM ACOM
Banque De Commerce, Inc.
Account

	Hours	
investors regarding case facts and status.(1.5); Set up Check Launch and Quicken for interim distribution checks.(1.6); Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.(3.5)	6.60	561.00
11/26/02		
MJQ Exchange voice mails with Jennifer Leong regarding Vasquez distribution (.2); Telephone conferences with Rodney Alexander regarding Rollar payments (.4); Telephone conference with Comerica Bank regarding distribution checks (.3); Attention to issuance of distribution checks (.4).	1.30	357.50
SMT Attention to web site review and updates.(1.0); Cut and mail interim distribution checks certified mail. Fax copies to Comerica.(2.5); Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.(4.5)	8.00	680.00
11/27/02		
MJQ Preparation of website updates.	0.50	137.50
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.(6.5); Complete certified mailer of distribution checks.(1.0)	7.50	637.50
For Current Services Rendered	196.60	21,252.50

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
Michael J. Quilling	15.80	\$275.00	\$4,345.00
Stephen M. Tomasky	142.50	85.00	12,112.50
D. Dee Raibourn	1.00	170.00	170.00
Lisa M. Storey	0.50	50.00	25.00

Michael J. Quilling, Receiver

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11/30/02

Client No: 911-0300M

Invoice No: 58964

Re: Receiver for funds in MM APMC
Banque De Commerce, Inc.
Account

Laura F. Scurlock 36.80 125.00 4,600.00

Telecopies	40.00
Long-Distance Telephone	18.15
Travel Expenses - Michael Quilling to/from Grand Rapids on 10/15-10/17/02 for meetings.	2,381.00
Travel Expenses - Michael Quilling to/from Charlotte, NC on 10/9-10/10/02 for meetings and hearings.	1,505.92
Travel Expenses - Michael Quilling to/from Atlanta for meetings on 10/23/02.	548.00
Express Mail Service	63.06
Photocopies	336.00
Postage	80.91
West Law Computer Research	1,105.79
Paid to ChoicePoint - Record Search	34.00
Total Expenses Thru 11/30/02	6,112.83
Total Current Work	27,365.33
Balance Due	<u><u>\$27,365.33</u></u>

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT



QUILLING · SELANDER · CUMMISKEY · LOWNDS

Michael J. Quilling, Receiver

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12/31/2002

Client No: 911-0300M

Invoice No: 10526

Re: Receiver for funds in MM APMC
Banque De Commerce, Inc.
Account

12/02/02

Hours

SMT Telephone conference with Peter Haas regarding case info. (.3); Telephone conference with Richard Lamere regarding Richard Fox. (.3); Review of claims. Update database. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims. (7.4)	8.00	680.00
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MJQ Telephone conference with Atlanta SEC regarding case issues (.3); Office conference with Steve Tomasky regarding status of claim review (.2); Begin preparation of letter to John Valentine regarding claims submitted (1.5); Review and respond to email from Isle of Mann Financial Crime Unit (.2).	2.20	605.00
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LFS Update spreadsheet outlining all combined bank accounts for Sterling and continue search for information relating to claimants (5.0); Search government documents for information regarding Tara Management and Jeff Lindsey (0.9).	5.90	885.00
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12/03/02

MJQ Continue work on letter to John Valentine.	0.70	192.50
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SMT Telephone conference with Donricka Cook regarding distribution check. (.3); Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims. (8.0)	8.30	705.50
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Michael J. Quilling, Receiver

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12/31/2002

Client No: 911-0300M

Invoice No: 10526

Re: Receiver for funds in MM ACMC
Banque De Commerce, Inc.
Account

	Hours	
12/04/02		
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	1.00	85.00
12/05/02		
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	4.50	382.50
12/06/02		
MJQ Meeting with Steve Tomasky to review and approve claims (1.5); Preparation of Second Motion and Order (.5).	2.00	550.00
SMT Claims distribution review. (1.5); Meeting with the Receiver regarding the December interim distributions. (1.5); Review and update website database. (2.0); Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims. (2.5)	7.50	637.50
12/09/02		
MJQ Reconcile bank accounts and securities account.	0.80	220.00
SMT Telephone conference with Richard Lamere regarding the Fox distribution. (.4); Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims. (6.0)	6.40	544.00
12/10/02		
MJQ Telephone conference with Milo Segner regarding case issues (.3); Office conference with Steve Tomasky regarding		

Michael J. Quilling, Receiver

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12/31/2002

Client No: 911-0300M

Invoice No: 10526

Re: Receiver for funds in MM ACMC
Banque De Commerce, Inc.
Account

	Hours	
status of claims (.6); Preparation of email to Isle of Mann Crime Unit (.2).	1.10	302.50
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	2.90	246.50
12/11/02		
SMT Telephone conference with Patricia Antonini regarding case status and faxed document (.4); Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims. (7.3)	7.70	654.50
12/12/02		
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	5.20	442.00
12/13/02		
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	3.00	255.00
12/16/02		
MJQ Telephone conference with Michelle Heldmyer regarding case issues and Mammoth Capital.	0.40	110.00
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.00	680.00

Michael J. Quilling, Receiver

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12/31/2002

Client No: 911-0300M

Invoice No: 10526

Re: Receiver for funds in MM ACMC
Banque De Commerce, Inc.
Account

	Hours	
12/17/02		
SMT Enter Quicken information for distribution checks.(1.5); Review of Mammoth Capital investor documents.(5.0); Telephone conferences and email correspondence with investors regarding case status.(1.5)	8.00	680.00
12/18/02		
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	7.70	654.50
12/19/02		
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	6.40	544.00
12/20/02		
MJQ Telephone conference with Rodney Alexander regarding case issues.	0.30	82.50
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	6.00	510.00
12/23/02		
MJQ Telephone conference with John Valentine regarding claims.	0.30	82.50
12/30/02		
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	6.00	510.00

Michael J. Quilling, Receiver

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12/31/2002

Client No: 911-0300M

Invoice No: 10526

Re: Receiver for funds in MM ACMC
Banque De Commerce, Inc.
Account

12/31/02

Hours

SMT Review of claims. Update database and
mail return postcards. Telephone
conference and email correspondence with
investors regarding claim information.
Document review and investor research.
Letters to investors regarding approved
claims.

3.50 297.50

For Current Services Rendered

113.80 11,538.50

Recapitulation

Timekeeper

Michael J. Quilling
Stephen M. Tomasky
Laura F. Scurlock

<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
7.80	\$275.00	\$2,145.00
100.10	85.00	8,508.50
5.90	150.00	885.00

Long-Distance Telephone

34.74

Express Mail Service

13.54

Photocopies

10.00

Postage

23.50

West Law Computer Research

879.39

Total Expenses Thru 12/31/02

961.17

Total Current Work

12,499.67

Balance Due

\$12,499.67

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT



QUILLING · SELANDER · CUMMISKEY · LOWNDS

Michael J. Quilling, Receiver

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01/31/2003
Client No: 911-0300M
Invoice No: 10959

Re: Receiver for funds in MM ACMC
Banque De Commerce, Inc.
Account

	Hours	
01/02/03 SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.00	800.00
LFS Research and review case law regarding tax liability of U.S. agencies.	2.40	360.00
01/03/03 LFS Research regarding taxation of forfeiture fund while in custody of department of justice.	3.20	480.00
SMT Cut distribution checks and prepare the certified mailer postcards.(2.5); Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.(4.7)	7.20	720.00
01/05/03 LFS Continued research and review case law regarding taxation of forfeiture fund held by department of justice.	1.10	165.00
01/06/03 LFS Continued research and review of case law regarding taxation of forfeiture fund while in custody of department of justice.	3.90	585.00
MJQ Telephone conference with counsel for Greater Ministries regarding case status (.7); Telephone conference with FBI regarding case issues (.5); Review of Second Order Allowing Claims and office conference with Steve Tomasky regarding same (.2); Review and respond to email from Dick Vasquez (.2).	1.60	560.00
SMT Complete certified mailer of distribution checks.(2.0); Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors		

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	Hours	
regarding approved claims.(6.0)	8.00	800.00
01/07/03 MJQ Review of proposed allowed claims (.6); Preparation of Third Motion and proposed order (.5).	1.10	385.00
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.30	830.00
LFS Continued research and review of case law regarding taxation of forfeiture fund in custody of department of justice (2.9); Review internal revenue code regarding same (0.5); Research regarding sovereign immunity (1.2).	4.60	690.00
01/08/03 MJQ Telephone conference with Comerica regarding investment of funds to cover distributions (.3); Finalize Third Motion and Order (.2); Review and respond to email from U.S. Attorney regarding Mammoth Capital and office conference with Steve Tomasky regarding same (.4).	0.90	315.00
SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.00	800.00
01/09/03 SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.00	800.00
01/10/03 SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.00	800.00
01/11/03 MJQ Review of letter from FBI relating to Waldorf Corporation (.2); Review of letter from counsel for Greater Ministries (.2); Review of Rollar claim for attorneys fees (1.0).	1.40	490.00
01/13/03 SMT Review of claims. Update database and mail return postcards. Telephone conference and		

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	Hours	
email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	3.00	300.00
01/14/03 MJQ Review of materials from Chris Boyden and telephone conference regarding same (.6); Meeting with Steve Tomasky regarding Mammoth Capital claims (1.7); Extended telephone conference with Charles Gregory regarding same (.8).	3.10	1,085.00
SMT Telephone conference with Diane Binder regarding case status.(.3); Conference with Michael Quilling regarding Mammoth Capital investors.(2.5); Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.(1.0)	3.80	380.00
DDR Review of general case correspondence.	0.20	38.00
01/15/03 MJQ Preparation of letter to Tracey Preisser and Michelle Heldmyer regarding Mammoth Capital (3.0); Telephone conference with Rodney Alexander regarding case issues (.3); Telephone conference with Jennifer Leong regarding same (.2); Review of materials from Michelle Heldmyer regarding Mammoth Capital (.5).	4.00	1,400.00
LFS Research secretary of state for information regarding affiliated solutions.	0.20	30.00
SMT Telephone conferences with several investors regarding claims issues and status.(1.0); Review of Mammoth Capital investors and documents. Contact with several investors regarding case information.(5.0)	6.00	600.00
DDR Several telephone conferences with Arizona Securities Commission regarding documents relating to Mammoth Capital (.5); Review of documents in connection with Mammoth Capital (.5).	1.00	190.00
01/16/03 MJQ Preparation of motion and order to allow transfer of funds to U.S. Attorney in Florida (.8); Attention to website updates (.4).	1.20	420.00
SMT Telephone conference with several investors regarding case status and interim distributions status.(1.5); Review of		

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		Hours	
	claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims. (5.2)	6.70	670.00
01/17/03 MJQ	Review of letter from counsel for Charles Gregory and preparation of response to same (.3); Telephone conference with Michelle Heldmyer discussing Mammoth Capital issues (.2).	0.50	175.00
	SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	2.50	250.00
01/20/03 MJQ	Travel to Pensacola for meeting with U.S. Attorney and FBI including preparation for same.	4.00	1,400.00
	DDR Travel to Pensacola for meeting with U.S. Attorney and FBI including preparation for same.	4.00	760.00
01/21/03 MJQ	Attend meeting with U.S. Attorney to discuss Mammoth Capital investors and coordination of efforts and review of documents (4.0); Return travel to Dallas (4.0); Travel to Phoenix to obtain documents (5.0).	13.00	4,550.00
	DDR Attend meeting with U.S. Attorney to discuss Mammoth Capital investors and coordination of efforts and review of documents (4.0); Return travel to Dallas (4.0); Travel to Phoenix to obtain documents (5.0).	13.00	2,470.00
01/22/03 MJQ	Meeting with Dave Lieber of Arizona Securities Commission to obtain Mammoth Capital records and initial review of same (3.0); Attention to boxing and shipping records (1.0); Return travel to Dallas (5.0).	9.00	3,150.00
	DDR Meeting with Dave Lieber of Arizona Securities Commission to obtain Mammoth Capital records and initial review of same (3.0); Attention to boxing and shipping records (1.0); Return travel to Dallas (5.0).	9.00	1,710.00
01/23/03 MJQ	Telephone conference with Michelle Heldmyer regarding documents from Arizona Securities Commission.	0.30	105.00

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	Hours	
SMT Telephone conference with several investors regarding case status and interim distributions.(1.4); Email correspondence with several investors regarding claim information.(1.1); Review of several claims and update of database.(.7)	3.20	320.00
01/24/03 MJQ Meeting with Laura Scurlock to discuss inventory of documents.	0.30	105.00
LFS Review box contents for Mammoth Capital and prepare outline of contents (3.2).	3.20	480.00
01/25/03 MJQ Telephone conference with Michelle Heldmyer regarding Mammoth Capital documents (.3); Review of 1099 from Comerica (.1); Review of statements for American Express Annuity and establish account in Quicken and reconcile (.5); Review of letter from Mike Cuff and preparation of response (.4).	1.30	455.00
01/27/03 SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.00	800.00
01/28/03 SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.00	800.00
MJQ Review of order regarding transfer of funds and attention to issuance of check and cover letter (.2); Review of 1099 from Comerica Securities (.2); Preparation of letter to Tracey Preisser regarding Mammoth Capital documents (.2); Telephone conference with Judge McKnight's law clerk regarding third motion (.2).	0.80	280.00
01/29/03 SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	5.50	550.00
MJQ Office conference with paralegal regarding documents to send to Tracey Preisser (.1); Telephone conference with Judge McKnight's law clerk regarding third motion (.2); Attention to website updates (.5); Reconcile securities account and telephone		

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01/31/2003

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	Hours	
conference with Comerica regarding same (.5).	1.30	455.00
01/30/03 SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	8.00	800.00
01/31/03 SMT Review of claims. Update database and mail return postcards. Telephone conference and email correspondence with investors regarding claim information. Document review and investor research. Letters to investors regarding approved claims.	4.00	400.00
For Current Services Rendered	203.80	34,708.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
Michael J. Quilling	43.80	\$350.00	\$15,330.00
Stephen M. Tomasky	114.20	100.00	11,420.00
D. Dee Raibourn	27.20	190.00	5,168.00
Laura F. Scurlock	18.60	150.00	2,790.00

Telecopies	9.00
Long-Distance Telephone	28.77
Travel Expenses - Dee Raibourn to/from Pensacola, FL for meeting with AUSA Heldmyer - meeting with AZ Securities Commission.	352.02
Express Mail Service	76.48
Paid to William J. Nolan for Service of Subpoena upon Dale Graybill	400.00
Purchase checks and envelopes	532.00
Photocopies	549.40
Postage	78.12
West Law Computer Research	259.09
Total Expenses Thru 01/31/03	2,284.88
Total Current Work	36,992.88
Balance Due	<u>\$36,992.88</u>

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