

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

-----X  
SECURITIES AND EXCHANGE COMMISSION :

*Plaintiff,*

vs.

Case No. 1:10-CV-457  
(GLS/CFH)

McGINN, SMITH & CO., INC., :  
McGINN, SMITH ADVISORS, LLC :  
McGINN, SMITH CAPITAL HOLDINGS CORP., :  
FIRST ADVISORY INCOME NOTES, LLC, :  
FIRST EXCELSIOR INCOME NOTES, LLC, :  
FIRST INDEPENDENT INCOME NOTES, LLC, :  
THIRD ALBANY INCOME NOTES, LLC, :  
TIMOTHY M. MCGINN, AND :  
DAVID L. SMITH, GEOFFREY R. SMITH, :  
Individually and as Trustee of the David L. and :  
Lynn A. Smith Irrevocable Trust U/A 8/04/04, :  
LAUREN T. SMITH, and NANCY MCGINN, :

*Defendants,*

LYNN A. SMITH and  
NANCY MCGINN,

*Relief Defendants. and*

GEOFFREY R. SMITH, Trustee of the  
David L. and Lynn A. Smith Irrevocable  
Trust U/A 8/04/04,

*Intervenor.*

-----  
**NOTICE OF EIGHTH INTERIM  
APPLICATION OF PHILLIPS LYTLE LLP AND THE  
RECEIVER FOR ALLOWANCE OF COMPENSATION  
AND REIMBURSEMENT OF EXPENSES**

PLEASE TAKE NOTICE that upon the Eighth Interim Application of Phillips Lytle LLP and the Receiver for Allowance of Compensation and Reimbursement of Expenses (“Application”), Phillips Lytle LLP (“Phillips Lytle”) will move before the Hon. Christian F. Hummel, United States Magistrate Judge, United States District Court for the Northern District of New York, James T. Foley - U.S. Courthouse, 445 Broadway, Albany, New York 12207-2924, on **September 21, 2017 at 9:30 a.m.**, seeking an Order to be entered approving the

Application of Phillips Lytle and the Receiver for interim compensation and reimbursement of expenses for the two-year period from July 1, 2014 through June 30, 2016 in connection with legal services performed for William J. Brown, Esq., the Receiver for the McGinn Smith Entities and the services of the Receiver. No oral argument is requested.

PLEASE TAKE FURTHER NOTICE that attached is the cover sheet for the Application, indicating the nature and dates of the services rendered by Phillips Lytle and the Receiver, as well as the total amount sought by Phillips Lytle and the Receiver for interim compensation and reimbursement of expenses. The complete Application of Phillips Lytle is filed with the United States District Court and will be available for review electronically at the Office of the Clerk, United States District Court, Northern District of New York, James T. Foley - U.S. Courthouse, 445 Broadway, Room 509, Albany, New York 12207-2924 or online, at the Court's website ([www.nynd.uscourts.gov](http://www.nynd.uscourts.gov)), or at the website of the Receiver ([www.mcginnsmithreceiver.com](http://www.mcginnsmithreceiver.com)). Copies can also be obtained upon written request to Phillips Lytle.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the relief requested in the Application must be made in writing in accordance with the Federal Rules of Civil Procedure and the Local Rules for the United States District Court for the Northern District of New York.

Dated: August 17, 2017

PHILLIPS LYTLE LLP

By         /s/ William J. Brown        

William J. Brown (Bar Roll #601330)

Attorneys for Receiver

Omni Plaza

30 South Pearl Street

Albany, New York 12207

Telephone No. (518) 472-1224

and

One Canalside  
125 Main Street  
Buffalo, New York 14203  
Telephone No.: (716) 847-8400

Doc No.01- 3058792.1

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

-----X  
SECURITIES AND EXCHANGE COMMISSION :

*Plaintiff,* :

vs. :

Case No. 1:10-CV-457  
(GLS/CFH)

McGINN, SMITH & CO., INC., :  
McGINN, SMITH ADVISORS, LLC :  
McGINN, SMITH CAPITAL HOLDINGS CORP., :  
FIRST ADVISORY INCOME NOTES, LLC, :  
FIRST EXCELSIOR INCOME NOTES, LLC, :  
FIRST INDEPENDENT INCOME NOTES, LLC, :  
THIRD ALBANY INCOME NOTES, LLC, :  
TIMOTHY M. McGINN, AND :  
DAVID L. SMITH, GEOFFREY R. SMITH, :  
Individually and as Trustee of the David L. and :  
Lynn A. Smith Irrevocable Trust U/A 8/04/04, :  
LAUREN T. SMITH, and NANCY McGINN, :

*Defendants,* :

LYNN A. SMITH and :  
NANCY McGINN, :

*Relief Defendants. and* :

GEOFFREY R. SMITH, Trustee of the :  
David L. and Lynn A. Smith Irrevocable :  
Trust U/A 8/04/04, :

*Intervenor.* :

-----

**FACE SHEET PURSUANT TO LOCAL RULE 2016-1  
FOR EIGHTH INTERIM APPLICATION BY ATTORNEYS  
FOR RECEIVER AND THE RECEIVER FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

APPLICANT'S NAME: Phillips Lytle LLP and William J. Brown, as  
Receiver

APPLICANT'S ADDRESS: Omni Plaza  
30 South Pearl Street  
Albany, New York 12207

DATE APPLICANT APPOINTED: April 20, 2010

NATURE OF SERVICES RENDERED: Legal services rendered for William J. Brown, Receiver, with respect to McGinn, Smith & Co., Inc., et al. and for Receiver services and expenses for the period from July 1, 2014 through June 30, 2016

AMOUNT OF COMPENSATION SOUGHT FOR FEES FROM JULY 1, 2014 THROUGH JUNE 30, 2016 \$180,738.67 (including Phillips Lytle and Receiver's fees at pre-arranged discounted hourly rates) at 7.5% for Phillips Lytle and \$225 rather than \$455, \$460 and \$470 per hour for the Receiver

AMOUNT OF COMPENSATION SOUGHT FOR EXPENSES FROM JULY 1, 2014 THROUGH JUNE 30, 2016 \$1,435.52

Dated: August 17, 2017

PHILLIPS LYTLE LLP

By         /s/ William J. Brown          
William J. Brown (Bar Roll #601330)  
Attorneys for the Receiver  
Omni Plaza  
30 South Pearl Street  
Albany, New York 12207  
Telephone No. (518) 472-1224

and

One Canalside  
125 Main Street  
Buffalo, New York 14203  
Telephone No.: (716) 847-8400

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

-----X  
SECURITIES AND EXCHANGE COMMISSION :

*Plaintiff,* :

vs. :

Case No. 1:10-CV-457  
(GLS/CFH)

McGINN, SMITH & CO., INC., :  
McGINN, SMITH ADVISORS, LLC :  
McGINN, SMITH CAPITAL HOLDINGS CORP., :  
FIRST ADVISORY INCOME NOTES, LLC, :  
FIRST EXCELSIOR INCOME NOTES, LLC, :  
FIRST INDEPENDENT INCOME NOTES, LLC, :  
THIRD ALBANY INCOME NOTES, LLC, :  
TIMOTHY M. MCGINN, AND :  
DAVID L. SMITH, GEOFFREY R. SMITH, :  
Individually and as Trustee of the David L. and :  
Lynn A. Smith Irrevocable Trust U/A 8/04/04, :  
LAUREN T. SMITH, and NANCY MCGINN, :

*Defendants,* :

LYNN A. SMITH and :  
NANCY MCGINN, :

*Relief Defendants. and* :

GEOFFREY R. SMITH, Trustee of the :  
David L. and Lynn A. Smith Irrevocable :  
Trust U/A 8/04/04, :

*Intervenor.* :

-----X

**EIGHTH INTERIM APPLICATION OF PHILLIPS LYTLE LLP  
AND THE RECEIVER FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Phillips Lytle LLP (“Phillips Lytle”) submits this application (“Fee Application”) for allowance of interim compensation and reimbursement of expenses for the two-year period from July 1, 2014 through June 30, 2016 pursuant to Section XIV of this Court’s Preliminary

Injunction Order (Docket No. 96). Attached as **Exhibit A** is the Declaration of William J. Brown, Esq. in support of the Fee Application. Phillips Lytle respectfully represents as follows:

### **INTRODUCTION**

1. The Securities and Exchange Commission (“SEC”) commenced an action against McGinn Smith & Co., Inc., et al. in the United States District Court for the Northern District of New York on April 20, 2010 wherein William J. Brown, Esq. was appointed as temporary Receiver for certain of the defendants and other entities in the action (“Receiver”) (Docket No. 5). The SEC’s Complaint was subsequently amended (Docket No. 100 on August 3, 2011 and Docket No. 334 on June 8, 2011), and the Preliminary Injunction Order was entered on July 22, 2010 appointing William J. Brown as the permanent Receiver.

2. During the period from July 1, 2014 to June 30, 2016 (“Eighth Interim Period”), Phillips Lytle performed extensive legal services for the Receiver, and the Receiver performed extensive non-legal or quasi-legal functions, which are each more particularly described below and itemized in the detailed time and disbursement records attached as **Exhibit B**.

3. As a public service discount, the legal fees incurred in this case are being performed with a current 7.5% discount on the hourly rates of Phillips Lytle pursuant to a prior agreement with the SEC. Similarly, the Receiver’s hourly rate for this engagement is \$225 per hour rather than his 2014, 2015 and 2016 hourly rates of \$455.00, \$460.00 and \$470.00 per hour, respectively, again per prior agreement with the SEC.

4. As a result, legal services at full value in this Eighth Interim Period total \$169,731.00, while the amount to be paid less the 7.5% discount if this Application is approved is \$157,001.17. The Receiver’s services at full value of \$455.00, \$460.00 and \$470.00 per hour

in this Eighth Interim Period total \$49,969.50, while the amount to be paid if this Application is granted are \$23,737.50 at \$225 per hour. This makes the total amount sought pursuant to this Application to be \$180,738.67 in fees and \$1,435.52 in disbursements.

### **CASE STATUS**

5. As of August 11, 2017, there is \$21,347,444 on hand in Receiver accounts. All post-Receiver obligations are current and paid on a current basis other than the amounts sought in professional fee applications. The monies on account in the Receiver's accounts are unencumbered. When this estate was commenced in April 2010, there was \$485,491.63 on hand.

6. Currently, the investor and creditor claims bar date and the equity claims bar dates have passed following the successful administration of claims notice procedures. Judgments in favor of the SEC in its action against David L. Smith, Lynn Smith, the Smith Trust, Geoffrey Smith, Lauren Smith and Timothy McGinn were entered in June and July 2015. The Second Circuit upheld those judgments in a decision on April 18, 2016.

7. There are approximately \$124,123,595 in investor claims, some of which will be subject to objection or various grounds. If the objections are sustained, net claims appear to be in the range of \$100,506,405 subject to final Court approval. At present, it appears likely that additional collections to further increase investor recoveries are possible, although they remain subject to negotiations and contingencies.

8. A Plan of Distribution was filed on December 30, 2015 (Docket No. 847), and a Memorandum-Decision and Order approving the Plan of Distribution was entered on October 31, 2016 (Docket No. 904).



9. A concise current summary of material Receiver activities and the status of the Receivership Estate for the Eighth Interim Period is contained in the Third Written Status Report of the Receiver, which was filed with the Court on July 19, 2017 (Docket No. 925) and also on the Receiver's website at [www.mcginnsmithreceiver.com](http://www.mcginnsmithreceiver.com). A copy of the Status Report is attached as **Exhibit C**.

10. The SEC's Standard Fund Accounting Reports are attached to this Application as **Exhibit D**.

#### **SUMMARY OF ACTIVITIES DURING EIGHTH INTERIM PERIOD**

11. While the legal, non-legal and quasi-legal functions and services performed during the Eighth Interim Period are described in greater detail below and in the detailed time and disbursement records attached as Exhibit B, this executive summary is provided to highlight some of the activities and accomplishments during this period. From a cash perspective, the beginning balance of the Receiver's accounts as of July 3, 2014 totaled \$20,883,485, and at the end of the period, the balance was \$21,745,367. The increase resulted from a number of collections and settlements of claims owed to the estate, including from Jeffrey Few, alsoT guarantor settlements, Aquatic Development and Thomas Livingston. The successful sale of various businesses previously operated by the Receiver took place in prior periods. Interest income also contributed to some of the increase.

12. Other activities during this time included all of the business and legal work relating to the realization of the above-referenced recoveries, including the negotiation of the agreements relating to the same and the closing of those transactions. The Receiver also continued to deal with the Department of Justice Tax Division in relation to his Motion (Docket No. 658) in order to obtain clearance to be able to make distributions to investors. The Receiver

also provided substantial assistance to the SEC in the preparation of its Memorandum of Law and the Receiver's Declaration so as to provide the Court the calculations necessary to support the Court entering a judgment of disgorgement against Messrs. McGinn and Smith for investor losses. (Docket No. 809). The District Court granted partial summary judgment to the SEC on February 17, 2015.

13. The SEC also prevailed in its administrative action against certain former McGinn Smith brokers, including for disgorgement of commissions. The Receiver had twice testified in support of the SEC in the proceeding. (See February 25, 2015 update on Receiver's website.) That decision remains on appeal to the Commission.

14. On March 30, 2015, the District Court granted the balance of the SEC's Motion for Summary Judgment and directed that the assets of the Smith stock account, and the Smith Vero Beach and Sacandaga home proceeds, the Smith Trust and the Smith checking account be used to satisfy the disgorgement Order. (Docket No. 816.) The Receiver had previously sold the Vero Beach and Sacandaga homes and was holding the proceeds pending further Court Order. Judgments in the SEC action were entered in late June 2015.

15. In April 2015, the Department of Justice Tax Division issued a favorable letter in response to the Receiver's motion which would permit the Receiver to make investor distributions without threat of disgorgement efforts by the IRS. Thereafter, the Receiver's tax professionals reviewed potential COD income and other possible income tax generating events in connection with the structuring of the Plan and payments to investors.

16. As a result of the IRS letter and the SEC trial court judgments, the Receiver prepared a Plan of Distribution in the Fall of 2015 structured so that the Plan, if

approved by the Court, could proceed irrespective of whether the judgments against the defendants were still on appeal.

17. The Plan of Distribution was filed on December 30, 2015 (Docket No. 847). Four objections were filed to the Plan primarily opposing the Receiver's equitable Collateral Recovery rule which would offset against Receiver's distributions any amounts received from an investor from a third party. All objections were eventually briefed and overruled, and the Plan was approved by the Court on October 31, 2016 (Docket No. 904).

18. As is true in all periods, the Receiver continued to deal with various day-to-day issues involving the operation of the estate, responding to numerous investor claims and questions, and the collection of remaining assets including CMS.

#### **COMPENSATION FOR LEGAL SERVICES**

19. The legal services rendered by Phillips Lytle during the Eighth Interim Period have been categorized into twenty-two (23) separate categories (Categories A through W), as described below:

A. Asset Analysis and Recovery

No services were charged to or rendered by Phillips Lytle in Category A during the Eighth Interim Period.

B. Claims Administration and Objections

Category B relates to numerous communications with multiple investors respecting issues involving their specific claims, and attending to ongoing review and updating of McGinn Smith Receiver's website.

In rendering the services in Category B, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$3,700.50, plus \$10.80 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	8.00	462.56	3,700.50

C. Asset Disposition

Category C relates to Benchmark Communications and the process and transfer of FCC licenses.

In rendering the services in Category C, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$1,002.50, and no disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	2.20	455.68	1,002.50

D. Business Operations

No services were charged to or rendered by Phillips Lytle in Category D during the Eighth Interim Period.

E. Case Administration

Category E is a “catch all” category consisting of services performed by Phillips Lytle in connection with this action and primarily consists of services performed which do not fit within one of the other 22 specific categories.

During this time period, this category consists of essentially all of the day-to-day work for the Receiver and his professionals and the handling of the legal affairs of the 82 entities which were initially placed into Receivership by this Court’s Preliminary Injunction Order

(Docket No. 96). The detailed descriptions attached include communications and correspondence regarding review and discussion regarding National Financial Services, dealing with various business issues arising in the ordinary course of business, matters relating to financial statement and insurance issues, communications with the SEC and IRS regarding criminal trial issues and data, various legal inquiries and questions raised by the SEC concerning the Receivership estates and SFAR reports, several communications with representative of the Stanford Investor Group regarding pending SIPC litigation; deal with insurance issues and questions; work on issues regarding Timothy McGinn and David Smith life insurance policies; communications with the IRS Department of Justice (Insurance Division) regarding disgorgement matters; extensive research regarding Ponzi Schemes and relevance in connection with Plan of Distribution; work on Plan of Distribution and related documents and communications with the SEC regarding same; research regarding Plan objections; deal with 107th Associates, CMS (including travel and settlement discussions respecting a Memorandum of Understanding), communications and conferences regarding 99 Pine Street office matters, M&T Bank, First Niagara Bank, Kinderhook Bank matters regarding existing accounts, KeyBank regarding the opening of new accounts; correspondence and communications regarding the Aquatic Development settlement matter; the Jeffrey Few claim; the alsoT matter; the Smith Sacanadaga home sale; extensive communications with investors on legal questions, attendance to investor phone log, and continued review and updating of McGinn Smith Receiver website.

In rendering the services in Category E, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$69,767.00, plus \$794.98 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	123.70	461.05	57,032.00
Deborah A. Doxey	0.10	365.00	36.50
Kelly E. Marks	0.10	290.00	29.00
Joseph B. Schmit	0.30	500.00	150.00
Nickolas Karavolas	9.70	301.60	2,925.50
Heather H. Kidera	16.70	300.00	5,010.00
Catherine M.E. Dines	0.70	185.00	129.50
William V. Rossi	16.70	165.00	2,755.50
Karen A. Kawczynski (P)	2.00	160.00	320.00
Kristine D. Westphal (P)	5.80	159.31	924.00
Pamela C. Kepfer (P)	0.10	160.00	16.00
Elizabeth Lederer (P)	3.00	146.33	439.00

F. Employee Benefits/Pensions

Category F relates several communications with Pension Works representatives regarding the termination/rollover of plans, John Hancock 401(k) plans including transfers, and related matters.

In rendering the services in Category F, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$1,537.50, and no disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	3.20	467.66	1,496.50
David H. Kernan	0.10	410.00	41.00

G. Fee/Employment Applications

No services were charged to or rendered by Phillips Lytle in Category G during the Eighth Interim Period.

H. Fee/Employment Objections

No services were charged to or rendered by Phillips Lytle in Category H during the Eighth Interim Period.

I. Accounting/Auditing

No services were charged to or rendered by Phillips Lytle in Category I during the Eighth Interim Period.

J. Business Analysis

No services were charged to or rendered by Phillips Lytle in Category J during the Eighth Interim Period.

K. Corporate Finance

No services were charged to or rendered by Phillips Lytle in Category K during the Eighth Interim Period.

L. Data Analysis

No services were charged to or rendered by Phillips Lytle in Category L during the Eighth Interim Period.

M. Status Reports

No services were charged to or rendered by Phillips Lytle in Category M during the Eighth Interim Period.

N. Litigation Consulting

No services were charged to or rendered by Phillips Lytle in Category N during the Eighth Interim Period.

O. Forensic Accounting

No services were charged to or rendered by Phillips Lytle in Category O during the Eighth Interim Period.

P. Tax Issues

Category P consists of services related to conversations with tax accountants for the Receivership estates concerning how to proceed with tax reviews, tax return preparation and certain financial statement issues; communications and conferences regarding Receiver distributions; multiple communications with the Department of Justice regarding IRS questions; several communications and conferences regarding the tax motion against IRS to compel resolution of Ponzi scheme priority of investors; and, a substantial amount of time in this category relates to the review and approval of a significant number of IRS and New York State tax returns, various other tax forms and dealing with tax and financial professionals on tax issues.

In rendering the services in Category P, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$30,825.00, plus \$52.40 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	45.10	460.39	20,763.50
Sharon L. Wick	0.30	365.00	109.50
Kelly E. Marks	33.30	289.37	9,636.00
David J. Luzon	0.80	315.00	252.00
Karen A. Kawczynski (P)	0.40	160.00	64.00

Q. Valuation

No services were charged to or rendered by Phillips Lytle in Category Q during the Eighth Interim Period.



R. William J. Brown, as Receiver Function

Category R consists of services related to the function of William J. Brown, as Receiver in his capacity as Receiver. These services, per prior agreement with the SEC, are rendered at \$225 per hour. Thus, while the accrued amount would otherwise be \$46,969.50, the discounted amount to be paid is \$23,737.50. All of the Receiver's travel time is charged to this category and, thus, is at a substantially reduced rate. Travel time is also charged at one-half of the total time travelled unless work associated with these estates is being conducted at that time.

The daily time entries reveal the Receiver's almost daily involvement with the various Receiver entities identified in the various descriptions including for this Application Period frequent communications with investors to answer questions about assets recovered, the claims process, asset distributions to creditors, questions regarding SIPC coverage and related items, weekly review, processing and approval of payments to vendors and other third parties for services rendered to Receiver operating companies prior to sale of each of those companies, review and authorization of payroll, review of communications from investors and SEC regarding various and ongoing matters, travel to 99 Pine Street for supervision of businesses, sale negotiations, travel to/from and appear for several court matters, dealing with business issues for Alarm Traders, LLC regarding financial performance including periodic telephone updates, review of bank statements and accounts, review and deal with NFS statements and Dinosaur Securities statements; maintenance of website and updating of same, review of National Life Insurance annual reports, dealings with the various banks at which operating entities of the Receivership estates maintain accounts, the review of checks and invoices for payment on a weekly basis for those various operating businesses, various conference and communications regarding opening of new KeyBank account, conferences with third parties

regarding claims and related issues, review and deal with Mass Mutual statements, attend to weekly review of payroll requests and substantiation for same, numerous investor communications both by phone, in writing and e-mail, attending to various investor letters, dealing with 99 Pine Street lease and Smith Trust Sacandaga property for sale issues.

In rendering the services in Category R, the Receiver expended the time represented below at the hourly rates represented below for a total value of \$46,969.50, plus \$497.78 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	105.50	445.21	\$46,969.50 (to be billed and paid at \$23,737.50)

S. SEC vs. McGinn, Smith & Co., Inc., et al.

Category S consists of services related to legal involvement in the SEC's action against McGinn, Smith & Co., Inc. and other parties including review of pleadings, conferences regarding same, review of criminal dockets; communications and work on SEC summary judgment motion; review of Smith Trust, Lynn Smith summary judgment motions; review of broker trial docket and communications with SEC regarding same; communications with SEC regarding disgorgement and calculation of same; preparation of Declaration for SEC disgorgement motion; communications with SEC and other counsel regarding judgments and requests for stay by certain defendants; prepare for and participate in District Court status conference; review of Second Circuit docket for appeals by Smith parties and communications with SEC regarding same.

In rendering the services in Category S, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$30,794.50, plus \$31.96 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	69.90	436.41	30,505.00
Kevin J. English	0.30	405.00	121.50
Todd A. Ritschdorff	0.60	280.00	168.00

T. W.J. Brown, as Receiver of McGinn Smith & Co., Inc. vs. Thomas E. Livingston

Category T consists of review and reporting of ongoing Livingston payments; review of Settlement Agreement regarding Confession of Judgment requirements; preparation of renewed Confession of Judgment and communications regarding same.

In rendering the services in Category T, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$814.50, and no disbursements:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	1.70	460.88	783.50
Karen A. Kawczynski	0.20	155.00	31.00

U. Sale of McGinn Niskayuna Property

No services were charged to or rendered by Phillips Lytle in Category U during the Eighth Interim Period.

V. Sale of Smith Vero Beach Property

No services were charged to or rendered by Phillips Lytle in Category V during the Eighth Interim Period.

W. David L. & Lynn A. Smith Irrevocable Trust

Category W consists of services related to Smith Trust Assets including communications with Geoffrey Smith regarding trust matters including disposition of Smith Trust money and holding of same in Receiver accounts; communications with real estate broker agent regarding Sacandaga camp matters; communications regarding Lynn Smith tax returns and payment of same; and ongoing communications with Kinderhook Bank.

In rendering the services in Category W, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$4,448.00, and no disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	9.60	460.00	4,417.00
Karen A. Kawczynski (P)	0.20	155.00	31.00

X. USA vs. McGinn, Smith & Co. Inc.

No services were charged to or rendered by Phillips Lytle in Category X during the Eighth Interim Period.

Y. William J. Brown, as Receiver for Third Albany Income Notes, LLC vs. David Kennedy and Stephen I. Willis

Category Y consists of services for various matters related to alseT and dealing with Messrs. Kennedy and Willis with regard to guaranty claims against each of them, communications with counsel and preparation of and revisions to Settlement Agreement and Confessions of Judgment; preparation of payment schedules and communications regarding same; preparation of and revisions to Stephen Willis and David Kennedy life insurance assignments; review and posting of settlement payments.

In rendering the services in Category Y, the following attorneys and paralegals at Phillips Lytle expended the time represented below at the hourly rates represented below for a total value of \$26,841.50, plus \$47.60 in disbursement expense:

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
William J. Brown	29.90	455.45	13,618.00
Joseph B. Schmit	1.30	475.00	617.50
Nickolas Karavolas	43.40	285.00	12,369.00
Stacy E. O'Brien (P)	1.00	205.00	205.00
Karen A. Kawczynski (P)	0.20	160.00	32.00

### **REIMBURSEMENT OF EXPENSES**

20. Photocopies made by Phillips Lytle are billed by Phillips Lytle at \$.10 per page, which is based upon Phillips Lytle's costs. Telefax charges are \$1.00 per page for outgoing documents, with no charge for incoming documents. Long distance telephone charges and overnight courier charges are billed at cost. Overnight courier charges are incurred only when necessary as determined by either the Receiver or Phillips Lytle. In addition, there are the usual disbursements of such items as long distance telephone charges, duplicating charges, and UPS charges for checks received and sent to Receivership businesses.

21. Phillips Lytle incurred out-of-pocket expenses for secretarial overtime in connection with this case. These amounts have been written off and no claim for reimbursement of such expenses is being sought herein.

### **PARTICULAR EXPENDITURES**

22. There were no substantial charges incurred during the Eighth Interim Period.

**CONCLUSION**

23. All of the services for which Phillips Lytle now seeks compensation were performed on behalf of the Receiver. No services were performed by Phillips Lytle in any capacity other than as counsel to the Receiver.

24. Phillips Lytle has provided the SEC with copies of Phillips Lytle's and the Receiver's billing statements attached as **Exhibit B**. As of this date, Phillips Lytle and the Receiver do not believe that the SEC has any objection to the amounts sought by Phillips Lytle or the Receiver pursuant to this Fee Application.

25. As the record in this action clearly indicates, Phillips Lytle has worked persistently and efficiently during the Eighth Interim Period to handle various issues for the Receiver, the resolution of which will, to varying degrees, enhance the fair and equitable distribution of the McGinn Smith Entities' proceeds to its creditors. This action has mandated a considerable expenditure of Phillips Lytle resources.

26. Based upon the foregoing, Phillips Lytle and the Receiver represent that they are entitled to the interim compensation and reimbursement of expenses sought herein.

27. Phillips Lytle and the Receiver believe that this Fee Application substantially complies with the substantive requirements of the guidelines for fee applications adopted by the SEC.

**NOTICE**

28. Notice of this Fee Application is being served on the SEC and all parties who have filed a Notice of Appearance in this action. Additionally, it has been posted on the Receiver's website ([www.mcginnsmithreceiver.com](http://www.mcginnsmithreceiver.com)) for all investors and creditors to see. Phillips Lytle and the Receiver submit that no other or further notice need be given.

WHEREFORE, Phillips Lytle and the Receiver respectfully request that this Court enter an order allowing and approving Phillips Lytle's and the Receiver's Application for (i) interim compensation in the amount of \$180,738.67, and reimbursement of expenses in the amount of \$1,435.52, for a total of \$182,174.19 for the period of July 1, 2014 through June 30, 2016; and (ii) granting such other and further relief as is just and proper.

Dated: August 17, 2017

PHILLIPS LYTLE LLP

By /s/ William J. Brown  
William J. Brown (Bar Roll #601330)

Attorneys for the Receiver  
Omni Plaza  
30 South Pearl Street  
Albany, New York 12207  
Telephone No. (518) 472-1224

and

One Canalside  
125 Main Street  
Buffalo, New York 14203  
Telephone No.: (716) 847-8400

Doc #01-3058796.1

# *Exhibit A*



UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

-----X  
SECURITIES AND EXCHANGE COMMISSION :

*Plaintiff,* :

vs. :

Case No. 1:10-CV-457  
(GLS/CFH)

McGINN, SMITH & CO., INC., :  
McGINN, SMITH ADVISORS, LLC :  
McGINN, SMITH CAPITAL HOLDINGS CORP., :  
FIRST ADVISORY INCOME NOTES, LLC, :  
FIRST EXCELSIOR INCOME NOTES, LLC, :  
FIRST INDEPENDENT INCOME NOTES, LLC, :  
THIRD ALBANY INCOME NOTES, LLC, :  
TIMOTHY M. MCGINN, AND :  
DAVID L. SMITH, GEOFFREY R. SMITH, :  
Individually and as Trustee of the David L. and :  
Lynn A. Smith Irrevocable Trust U/A 8/04/04, :  
LAUREN T. SMITH, and NANCY MCGINN, :

*Defendants,* :

LYNN A. SMITH and :  
NANCY MCGINN, :

*Relief Defendants. and* :

GEOFFREY R. SMITH, Trustee of the :  
David L. and Lynn A. Smith Irrevocable :  
Trust U/A 8/04/04, :

*Intervenor.* :

-----X

**DECLARATION OF WILLIAM J. BROWN IN SUPPORT OF EIGHTH INTERIM  
APPLICATION OF PHILLIPS LYTTLE LLP AND THE RECEIVER FOR ALLOWANCE  
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Pursuant to 28 U.S.C. §1746, William J. Brown declares, under penalty of

perjury, as follows:

1. I am a partner with the law firm of Phillips Lytle LLP (“Phillips Lytle”) and am also the Receiver (“Receiver”) appointed in this action for certain of the Defendants and other entities.

2. I make this declaration in support of the Eighth Interim Application of Phillips Lytle and of the Receiver for Allowance of Compensation and Reimbursement of Expenses (“Application”) in connection with Phillips Lytle’s representation of the Receiver in this Case and the Receiver’s services.

3. I have reviewed the Application and, to the best of my knowledge, information and belief, the facts set forth therein are true and correct.

4. The billing rates being charged by Phillips Lytle in connection with the Application are those which were customarily charged by Phillips Lytle during the time periods in question and are comparable to those charged by other firms of comparable size and experience in this geographic area for the prosecution of matters similar to this action. Pursuant to prior agreement, in my capacity as Receiver, I agreed to charge an hourly rate of \$225 rather than my 2014, 2015 and 2016 hourly rates of \$455.00, \$460.00 and \$470, respectively.

5. The compensation and reimbursement of expenses (“Interim Compensation”) for which allowance is sought by Phillips Lytle and the Receiver is reasonable and is sought for actual and necessary services rendered by Phillips Lytle and the Receiver, together with actual and necessary expenses advanced by Phillips Lytle, on behalf of the Receivership entities.

6. The Interim Compensation sought by Phillips Lytle and the Receiver is based upon the nature, the extent and the value of the services rendered. These matters are detailed more particularly in the time itemizations attached to the Application as Exhibit B.

7. Phillips Lytle and the Receiver believe they are entitled to Interim Compensation based on the considerable expenditures of Phillips Lytle and Receiver resources incurred since the onset of this action.

8. Phillips Lytle and the Receiver have no agreement directly or indirectly and no understanding exists with any other person or entity for the sharing of compensation to be received for legal or other services rendered in this action, except as such compensation may be shared by and among the attorneys of Phillips Lytle.

Phillips Lytle and the Receiver respectfully request that this Court authorize the allowance of the Interim Compensation sought pursuant to the Application.

Dated: August 17, 2017

/s/ William J. Brown  
William J. Brown

Doc #01-3058807.1

# ***Exhibit B***

# **CATEGORY B**

## **CLAIMS ADMINISTRATION AND OBJECTIONS**



## Phillips Lytle LLP

Attorneys at Law  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203-2887  
 Telecopier # (716) 852-6100  
 (716) 847-8400  
 FED I.D. #16-0505790

William J. Brown, Esq.  
 Phillips Lytle LLP  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203

Invoice Number 915095  
 Invoice Date 08/17/17  
 Client Number 33474  
 Matter Number 00001  
 W J Brown

---

### Re: CLAIMS ADMINISTRATION & OBJECTIONS

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2016:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/26/14	WJB	Review two J Alaskey claims as filed on paper and e-mail B Shea re background analysis concerning possible direct claim against CMS	0.1
10/03/14	WJB	Telephone call from A Carroll at Memory Gardens re audit by NYS Division of Cemeteries, CMS value; Review creditors' list and direct investor list; Telephone call to A Carroll re facts and differentiation of two CMS investments	0.5
10/03/14	WJB	Memory Gardens: Review Memory Gardens claims file; Prepare reply e-mail to Memory Gardens with R Haldeman contact information	0.2
10/15/14	WJB	Review B Shea analysis on Feides claim per 9/20 e-mail	0.1
01/26/15	WJB	Prepare reply letter to S Cedar re prior correspondence concerning allowance of claim	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00001 Claims Administration & Objections  
August 17, 2017

Invoice Number 915095

Page 2 of 5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/26/15	WJB	Review S Cedar claim file, identify claim against CMS and review prior correspondence from S Cedar re nature of claim and prepare reply	0.4
01/27/15	WJB	Revise letter to S Cedar re his claim against CMS and how his letter will be treated as informal claim; Prepare e-mail B Shea on how to treat S Cedar claim	0.2
01/29/15	WJB	Telephone call from S Cedar and prepare notes re discussion of claim and confirming that letter explaining claim had been sent	0.2
02/18/15	WJB	Prepare email B Shea re questions relating to claims process and database to assist in calculation of disgorgement amount in light of District Court decision	0.1
03/27/15	WJB	Review e-mail from K Laurilliard re J and S Allegretta and request for whether any further action need to be taken in light of his now acting as substitute counsel	0.2
04/17/15	WJB	Telephone call from K Laurilliard re Allegretta and JAT Construction claims and discuss same	0.3
05/01/15	WJB	Review e-mail from S Kohl re HongKong address and consider course of action	0.1
05/01/15	WJB	Conference km15 re HongKong investor and claims password, verification of same	0.1
05/01/15	WJB	Review e-mail from K Laurilliard on behalf of Allegretta's asserting claims beyond those filed	0.1
05/08/15	WJB	Review e-mail from K Laurilliard and prepare reply re scheduling of meeting to consider Allegretta claims	0.1
05/11/15	WJB	Allegretta: Review claims in preparation for conference call; Participate in conference call with J and S Allegretta and K Laurilliard as counsel, discussion of claims and basis and necessary follow-up	0.9
05/11/15	WJB	Prepare notes re Allegretta claims call with K Laurilliard	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00001 Claims Administration & Objections  
August 17, 2017

Invoice Number 915095

Page 3 of 5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/27/15	WJB	Review K Laurilliard three questions on Allegretta claim; Prepare initial reply to K Laurilliard and forward questions to B Shea for confirmation	0.2
05/27/15	WJB	Participate in conference call with Allegrettas and accountant to explain different investments and categories and discuss basis of their overall claim including arbitration award as including non-McGinn Smith receivership assets	0.7
06/10/15	WJB	Telephone call from G Caldwell at Fulton Bank re estate of T Walls and W Lex as broker, background facts to Receivership, status of claims and course of action	0.3
06/29/15	WJB	Review letter from G Caldwell at Fulton Bank re estate of T Walls; Prepare reply letter with information and password access and review claim site re claim	0.3
08/05/15	WJB	Review letter from D Puglisi re beneficiary request and prepare reply	0.1
01/29/16	WJB	Telephone call from A Zenko re claim of M Weinar and whether it contained in database and necessary steps to follow-up	0.2
02/01/16	WJB	Review M Weinar claim and prepare e-mail reply re treatment of confidential nature of claim	0.3
02/11/16	WJB	Review W Lex collection and recovery letter and forward to SEC re organization of objections to collateral recovery and plan	0.1
02/19/16	WJB	Prepare Memo to File re Harry & Diane McCafferty claim relating to SAI and treatment under Plan	0.1
02/22/16	WJB	Review Stradley Ronan bill for addition to creditor claims list	0.1
02/22/16	WJB	Review address change request from J Burke, A Greenberg, D Puglisi	0.2
02/22/16	WJB	Prepare e-mail B Shea re K Meier letter re claim	0.1



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00001 Claims Administration & Objections  
August 17, 2017

Invoice Number 915095

Page 4 of 5

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/22/16	WJB	Prepare reply letter to B & G Forgea re Plan	0.1
02/22/16	WJB	Prepare reply letter J Goodhart re Letters Testamentary for Goodharts	0.1
03/29/16	WJB	Review P Cartin claim folder in light of e-mail from daughter inquiring as to status	0.1
04/11/16	WJB	Review P Carus change of address form and request for information on claims; Prepare reply letter with confidential password and information	0.2
06/28/16	WJB	Review K Laurilliard letter re request to resolve claims difference for Allegretta's and their related company involving SAI entities and other entities; Prepare reply re issue not timely but will review same; Prepare e-mail B Shea for review of claims and reasons for differentiation including SAI as excluded entity	0.4
06/29/16	WJB	Telephone call from P Sicluna re purported claim of Patty Sicluna for PTO and refusal to agree that she is creditor for purposes of McGinn Smith case and desire to pursue claim for payment of PTO	0.4
06/30/16	WJB	Prepare notes and analysis re P Sicluna June 29 call re Patty Sicluna PTO claim	0.1
CURRENT FEES			\$3,700.50

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00001 Claims Administration & Objections  
August 17, 2017

Invoice Number 915095

Page 5 of 5

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Duplicating A1, 66 Page(s)	6.60
Duplicating A1, 40 Page(s)	4.00
Duplicating A1, 2 Page(s)	0.20
CURRENT EXPENSES	<hr/> 10.80

TOTAL AMOUNT OF THIS INVOICE \$3,711.30

\*\*\*PAYMENT DUE UPON RECEIPT\*\*\*

# **CATEGORY C**

## **ASSET DISPOSITION**



## Phillips Lytle LLP

Attorneys at Law  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203-2887  
 Telecopier # (716) 852-6100  
 (716) 847-8400  
 FED I.D. #16-0505790

William J. Brown, Esq.  
 Phillips Lytle LLP  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203

Invoice Number 915096  
 Invoice Date 08/17/17  
 Client Number 33474  
 Matter Number 00002  
 W J Brown

---

### Re: ASSET DISPOSITION

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2016:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/14/14	WJB	Benchmark: Review state and SEC applications for signature by Receiver received from purchaser counsel and prepare changes to same and e-mail to L Nowalsky with required changes	0.7
07/16/14	WJB	Benchmark: Review status of FCC license transfers	0.1
07/16/14	WJB	Benchmark: Review revised versions of FCC license transfer applications, compare combined application, compare verification, compare joint application; E-mail L Nowalsky regarding potential discrepancy	0.6
07/17/14	WJB	Benchmark: Prepare e-mail to L Nowalsky regarding final question on Benchmark FCC license transfer applications	0.1
07/17/14	WJB	Benchmark: Telephone call from L Nowalsky regarding Benchmark FCC and state license transfer applications and reconciling language regarding same	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00002 Asset Disposition  
August 17, 2017

Invoice Number 915096

Page 2 of 2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/17/14	WJB	Benchmark: Review final form of license transfer applications for FCC and states and return same to buyer's counsel	0.1
07/17/14	WJB	Benchmark: Prepare cover letter to buyer's counsel regarding signed transfer applications and prepare e-mail regarding same	0.3
02/22/16	WJB	Review Shutts & Bowen letter re money held and prepare reply letter re delivery of escrow account and holding retainer re potential offset right	0.1

CURRENT FEES \$1,002.50

TOTAL AMOUNT OF THIS INVOICE \$1,002.50

\*\*\*PAYMENT DUE UPON RECEIPT\*\*\*

# **CATEGORY E**

## **CASE ADMINISTRATION**



## Phillips Lytle LLP

Attorneys at Law  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203-2887  
 Telecopier # (716) 852-6100  
 (716) 847-8400  
 FED I.D. #16-0505790

William J. Brown, Esq.  
 Phillips Lytle LLP  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203

Invoice Number 915097  
 Invoice Date 08/17/17  
 Client Number 33474  
 Matter Number 00004  
 W J Brown

---

**Re: CASE ADMINISTRATION**

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2016:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/02/14	WJB	CMS: Telephone call from R Haldeman re commitment by Binghamton investor for \$1 million and intent to find another \$1 million source, discussion of term sheet	0.2
07/18/14	WJB	Review DC circuit decision on Sypic coverage and rejection of SEC position	0.2
07/21/14	WJB	Prepare receiver website update on SIPC Appellate Decision and likely consequences for McGinn Smith Estate based upon review of decision	0.6
07/22/14	WJB	Review Finra monthly billing and other notices and compose letter to Finra to once again request cessation of efforts given stay in place pursuant to preliminary injunction order	0.3
07/22/14	K-K	Docket last day to file proofs of claim in the Anadarka Petroleum Class Action	0.2
07/23/14	WJB	Revise letter to Finra regarding imposition of stay pursuant to preliminary injunction order	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 2 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/28/14	WJB	CMS: Initial review of R Haldeman revised Memorandum of Understanding revising prior version provided by Receiver	0.2
07/29/14	WJB	CMS: Review 7/2 R Haldeman call re B Koffman \$1 million commitment and impact of same as part of process to review MOU and R Haldeman revisions, revise same including review of prior source documents and prepare draft e-mail to R Haldeman re same; Finalize revisions and forward to R Haldeman and B Koffman counsel	2.1
07/30/14	WJB	Voicemail message from R Haldeman regarding memorandum of understanding and status	0.1
07/30/14	WJB	CMS: Review H Rittenberg e-mail on CMS memorandum of understanding and revisions to same; Prepare reply regarding consent to fee proposal to B Koffman but no agreement on lifting of stay	0.2
07/31/14	WJB	CMS: Review R Haldeman e-mail with two follow up questions concerning memorandum of understanding regarding HSK interest and explanation of IRS involvement	0.1
08/01/14	WJB	CMS: Review R Haldeman questions on memo re bridge notes and investment banker	0.4
08/04/14	WJB	CMS: Review R Haldeman 8/1 e-mail on B Koffman and IRS questions; Prepare reply re substituting language on 107 loan transaction in lieu of bridge loan notes; Prepare reply to B Koffman re language and intent still the same	0.3
08/04/14	WJB	Livingston: Review N Pippo e-mail with contents of new life insurance policy to replace prior policy; Prepare reply N Pippo requesting entire policy and confirming who wrote assignment	0.3
08/18/14	WJB	Review e-mail from P Zindell re IASG claims	0.2
08/18/14	WJB	Further review of P Zindell e-mail with IASG Complaint; Review Complaint and prepare reply with questions to P Zindell re proposed Complaint and related issues	0.7



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 3 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/18/14	WJB	Telephone call to D Stoelting re P Zindell claims re IASG including reply by P Zindell re three Receiver questions	0.2
08/19/14	WJB	Review J Few settlement payment check and review prior e-mails to determine whether amount is multiple payment or is due as multiple payment	0.1
08/25/14	WJB	Review three securities law settlements received from various law firms and follow-up with B Shea as to who owns claims	0.3
08/25/14	WJB	Prepare reply letter to online collections re Florida Power & Light bill allegedly owned by T McGinn	0.1
09/08/14	WJB	Review Law 360 article on SEC decision not to appeal Stanford decision and consider implications for McGinn Smith victims	0.1
09/08/14	WJB	Prepare website update analyzing impact of SEC decision not to appeal Stanford decision and outcome as affecting McGinn Smith investors, post to website	0.2
09/08/14	WJB	Review SEC press release on decision not to appeal Stanford decision and consider implications	0.2
09/12/14	WJB	TDMM: Review D Stoelting e-mail re inquiry on existence of lawsuit re easement and prepare reply re knowledge re same	0.2
09/15/14	WJB	SIPC: Telephone call from J Bowen re inquiry from R Stein re SIPC and proposed legislation; Telephone message R Stein in response to call to "motivate" Senator Schumer and Network for Investor Asset Protection; Review website material at Network for Investor Asset Protection	0.7
09/15/14	WJB	Exchange e-mails with R Stein re Investor Network to schedule call re SIPC	0.1
09/15/14	WJB	Telephone call from R Rogers (former broker) re status of McGinn Smith tax resolution with IRS and intent to communicate with Senator Schumer's office concerning SIPC	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 4 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/15/14	WJB	Telephone call from R Stein on behalf of investor group re communicating with Stanford victims group and Senator Schumer's office on SIPC, legal and other reasons for same	0.3
09/16/14	WJB	Prepare reply e-mails to A Kogutt and R Stein re communications with Stanford investor group and Senator Schumer	0.1
09/17/14	WJB	Aquatic Development: Analyze potential settlement terms concerning payment of disputed amount	0.2
09/18/14	WJB	Aquatic Development: Telephone call to K Ellis re discussion of settlement proposal re disputed amount	0.2
09/23/14	WJB	KeyBank: Review e-mail from E Oexle at KeyBank re status of new account, name of same; Prepare reply re reasons for same and conclusion of information	0.1
09/23/14	WJB	Aquatic Development Group: Prepare e-mail K Ellis on follow-up to prior settlement discussions and request for response; Review response re June 24 answer	0.1
09/24/14	WJB	Aquatic Development: Prepare e-mail K Ellis re status of proposed answer to settlement resolution and prepare reply	0.1
09/25/14	WJB	Aquatic Development: Prepare e-mail K Ellis re settlement resolution terms and status	0.2
09/25/14	WJB	Aquatic Development: Review K Ellis e-mail with proof of payment for loan to McGinn Smith & Co; Evaluate settlement terms and prepare initial draft of settlement letter agreement	0.7
09/25/14	WJB	Aquatic Development: Revise draft settlement agreement and tolling agreement; Prepare e-mail K Ellis re background and terms and forwarding of settlement and tolling letter after checking calculations	0.9
09/25/14	WJB	Aquatic Development: Telephone call to K Ellis re explanation of tolling agreement and reasons for timing of settlement	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 5 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/26/14	WJB	Aquatic Development: Review K Ellis three comments to settlement letter agreement with tolling provision; Telephone call to K Ellis re need for father to sign tolling agreement as guarantor; Revise letter agreement based upon comments and prepare e-mail K Ellis with revised letter for Monday delivery	0.8
09/29/14	WJB	Aquatic Development: Review signed settlement agreement letter with tolling provision received from K Ellis (.1); Prepare reply to K Ellis on where to send initial payment check (.1); Prepare e-mail B Shea with settlement agreement letter with explanation (.1)	0.3
09/30/14	WJB	Aquatic Development: Review B Shea e-mail on deposit of Aquatic settlement payment and choice of accounts re same; Consider same and prepare reply	0.1
09/30/14	WJB	Review FINRA letter in K Sullivan vs. McGinn Smith re T O'Connor letter on stay (.1); Prepare letter to FINRA re appropriate address for McGinn Smith entities and applicability of stay (.1)	0.2
10/06/14	WJB	Meeting at M&T Bank with B Shea, N Sadhak re M&T relationship, legal issues and next steps in transferring of accounts and related items (.7); Follow-up meeting with B Shea re agenda of open items to address re claims, accounts, deposits, related items and open legal issues (1.2)	1.9
10/07/14	WJB	Prepare e-mail to D Stoelting at SEC re intentions concerning payment of L Smith and Smith Trust taxes and communications with Smith counsel re same	0.1
10/13/14	WJB	L Smith Tax Returns: Review proposed Stipulation sent by Featherstonhaugh law firm and prepare revisions to same to support payment of income tax returns from L Smith proceeds; Prepare e-mail with comments to L Smith counsel	0.5
10/13/14	WJB	Review e-mail from B Shea re M Markhan at Glardi & Co. class action notices; Prepare reply for notification to parties via Receiver's website, dealing with street name issues and prepare response re chart for website by B Shea re various class action and notices and information request locations; Prepare description for website	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 6 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/13/14	WJB	Review correspondence re electronic files and other notices received from B Shea re pending matters	0.2
10/14/14	WJB	Aquatic Development Group: E-mail R Brandel re receipt of ADG check and next steps	0.1
10/15/14	WJB	Prepare description of class action settlement notice and chart for purposes of investor notification for posting on Receiver website	0.5
10/15/14	WJB	L Smith: Prepare e-mail J McCardle authorizing WJB signature to revise Stipulation agreeing to authority to pay L Smith income tax liability as revised by Receiver	0.1
10/16/14	WJB	Telephone call from A Kogut of Stanford victims re Stanford case reasons for SIPC coverage and her viewpoints on why McGinn Receiver should participate in effort re legislation and response to her questions re McGinn situation	0.2
10/16/14	WJB	Aquatic Development Group: Telephone call to R Bandel re ADG check and process for submission to NYS; Prepare e-mail with claim form at his request	0.1
10/17/14	WJB	Review e-mail from Z Rosenblum in Sen. Schumer's office and prepare reply re arranging conference call re McGinn Smith investors	0.1
10/17/14	WJB	Prepare reply to P Zindel e-mail re inquiry on class action	0.1
10/17/14	WJB	Prepare further reply to P Zindel e-mail on reasons why class action settlements are posted to website	0.1
10/17/14	WJB	Review Smith criminal appeal docket for latest developments including retention of new counsel by D Smith	0.1
10/17/14	WJB	Review D Smith criminal appeal brief and tickle dates re briefing and related matters	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 7 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/20/14	WJB	Review RVC Correspondence Services letter re clearing Dinosaur Securities and two RMR statements for 9/30/14; Consider implications re clearing services	0.2
10/21/14	WJB	Telephone call from W Myers at US Attorney's Office re questions concerning criminal appeal in terms of victims and amount of loss	0.2
10/21/14	WJB	Aquatic Development Group: Prepare letter to R Bandel with check for submission to NYS for recovery	0.1
10/21/14	WJB	Telephone call from Z Rosenblum from Sen. Schumer's office re McGinn Smith investors and pending SIPC legislation	0.4
10/21/14	WJB	Prepare descriptions for investor update on broker trial, assets collected, SIPC including discussions with Sen. Schumer's office, and summary judgment motion status	0.6
10/21/14	WJB	Prepare e-mail A Kogut on geographic investor distribution and confirmation of Z Rosenblum call	0.2
10/21/14	WJB	Review D Smith bail motion	0.2
10/21/14	WJB	Review e-mail from D Stoelting re N McGinn Ch 7 case and request for copy of Order re house proceeds and locate same and forward to D Stoelting	0.3
10/21/14	DAD	Conference WJB regarding life insurance assignment	0.1
10/22/14	WJB	Revise e-mail to A Kogut re geographic distribution of investors	0.1
10/22/14	WJB	Prepare revisions to website update re legal developments including broker trial, SIPC and summary judgment motion	0.8
10/22/14	WJB	Extended telephone conference with D Stoelting, K McGrath re how to deal with Department of Justice and IRS, Receiver proposal to file Plan subject to IRS disposition, SIPC, website postings, broker trial, summary judgment motion, criminal restitution and issues on appeal	0.8

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 8 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/23/14	WJB	Review A Kogut e-mail on "joining efforts" re Congressional efforts and prepare reply re same	0.1
10/23/14	WJB	Review R Stein 10/22 e-mail on SIPC	0.1
10/27/14	WJB	Aquatic Development Group: Review claim received from Aquatic Development and prepare e-mail B Shea for inclusion and reconciliation in claims database	0.2
10/27/14	WJB	Telephone call from W Myers re follow-up concerning Smith and McGinn criminal appeal and questions about number of investors and damages to investors	0.5
10/27/14	WJB	Prepare e-mail B Shea re information to provide to U.S. Attorney concerning exact count of investors insofar as families and spouses are concerned; Prepare reply to B Shea questions re formulation of same	0.2
10/28/14	WJB	Review investor database for number of investors in response to request from U.S. Attorney's Office; Organize search to determine number of individual investors	0.1
10/28/14	K-K	Docket hearing date on bail pending appeal	0.2
10/30/14	WJB	Review information concerning investor numbers; Prepare e-mail to Assistant U.S. Attorney W Myers re same	0.3
10/31/14	WJB	Telephone call from B Shea re complaint versus accountant; Review complaint; Follow-up with B Shea concerning financial statements for Trust which were not done by accountants	0.3
11/01/14	WJB	Review B Shea table on investor count and reply re approval of format and recommendations re total investments	0.1
11/03/14	WJB	Review response of United States to D Smith motion for bail pending appeal	0.5
11/18/14	WJB	Telephone call from D Puglisi as investor regarding change of address and discussion of status with IRS and other matters	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 9 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/25/14	WJB	Review e-mail from J McArdle on behalf of L Smith with respect to payment of NYS and IRS interest and penalties for late tax payments including review of initial Order authorizing payment of L Smith taxes by Court and examine IRS and NYS notices re amounts due and reasons for same; Prepare reply e-mail to J McArdle setting forth terms on which Receiver would make interest and penalty payments absent SEC objection and subject to verification of amounts by L Smith	0.8
11/25/14	WJB	Prepare e-mail B Shea on method to pay L Smith taxes by check and against which account and follow-up e-mails re same	0.1
11/26/14	WJB	Aquatic Development Group: Review R Bandel e-mail re receipt of check and prepare response re method for delivery of check and payee of check for benefit of estate	0.1
11/26/14	WJB	Complete payment coupons for NYS and IRS interest and penalties tax payments on behalf of L Smith, arrange for checks from M&T Bank; E-mail to M&T Bank re authority for delivery of checks to Albany office employee	0.3
11/26/14	WJB	Review D Smith appeal of bail decision received from ECF	0.1
11/26/14	WJB	Distribution Plan: Work on Plan of Distribution notwithstanding receipt of tax return approval from IRS and Department of Justice	0.1
12/01/14	WJB	Aquatic Development: Review check and letter from company re payment of settlement amount; Prepare e-mail B Shea re where to deposit	0.1
12/01/14	WJB	Aquatic Development: Review check received from Aquatic and settlement agreement terms; Prepare e-mail R Bandel to confirm same	0.3
12/02/14	WJB	Aquatic Development: Deposit settlement check and verify settlement numbers	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 10 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/04/14	WJB	Aquatic Development: Review R Bandel e-mail on why Receiver refused to sign ADG letter confirming terms and prepare reply re settlement agreement contains terms consistent with same	0.2
12/12/14	K-K	Docket date Brian Shea's employment agreement terminates	0.2
12/15/14	WJB	CMS: Telephone call from B Koffman, Esq. re CMS	0.1
01/02/15	WJB	Review e-mail from D Stoelting at SEC re criminal trial and restitution matter and Receiver position re same	0.1
01/02/15	WJB	Review motion of United States to clarify criminal restitution judgment, reasons and case law re same considering Second Circuit appeal and consider implications to McGinn Smith victims	0.9
01/05/15	K-K	Docket hearing date on Motion to Clarify Restriction Orders	0.2
01/16/15	WJB	Telephone call from D Stoelting re J Dunn censure argument at NY Court of Appeals and status of preparation of restitution letter to federal criminal judge re Messrs. McGinn and Smith	0.2
01/16/15	WJB	Prepare draft letter to Judge Hurd re criminal restitution matter and Receiver position re facts	0.3
01/20/15	WJB	Revise letter to Judge Hurd in response to Government's motion re modification of criminal restitution order, retrieve and confirm background facts concerning amounts on hand and explain reasons for distribution delay due to IRS and Department of Justice; Forward draft to D Stoelting and K McGrath; Review D Smith, T McGinn response to Government motion; Review and finalize letter to Judge Hurd and deal with inability to file on docket and forward by overnight courier	1.4
01/23/15	WJB	J Few: Review Promissory Note and e-mail B Shea re balloon payment due and request for follow-up on same	0.2
01/23/15	WJB	Review letter from J Lawson to Judge Sharpe and consider course of action re response to same	0.1



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 11 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/23/15	WJB	Prepare reply letter to J Lawson in response to his letter to Judge Sharpe incorporating and referencing prior factual developments and current status including Receiver website	0.5
01/26/15	WJB	Prepare draft letter to U.S. Attorney's office concerning comments on criminal restitution order from Judge Hurd and proposing criminal restitution list to ascertain amounts to be distributed	0.3
01/26/15	WJB	Review W Stauffer e-mail with draft FOYA request relating to IRS; Prepare reply re timing of review and comment	0.1
01/26/15	WJB	Revise draft letter to U.S. Attorney re restitution and forward draft to SEC for review and comment	0.2
01/27/15	WJB	J Few: Review e-mail from B Shea re balloon payment due and prepare reply re reservation of rights on full payment in dealing with J Few	0.2
01/28/15	WJB	Review W Stauffer FOYA request to IRS and Dept of Justice and prepare reply e-mail re Receiver position re same and providing one comment concerning typo	0.2
02/04/15	WJB	Jeffrey Few: Review e-mail from B Shea re J Few proposal re deposit installment payment and subsequent payment of full balance due; Reply to B Shea re same	0.1
02/11/15	WJB	J Few: Review email from B Shea re J Few terms of final payment and authority to negotiate interim install payment; Respond to same concerning confirmation of approval of transaction	0.1
02/16/15	WJB	Review final installment payment from J Few; Prepare close out e-mail to J Few, B Shea re same re satisfaction of loan obligations to estate	0.2
02/17/15	WJB	Prepare legal description for Receiver website on District Court decision granting, in part, SEC motion for summary judgment	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 12 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/17/15	WJB	Prepare e-mail B Shea with explanation of District Court decision	0.1
02/17/15	WJB	Review e-mail from Law 360 requesting Receiver statement re District Court decision and prepare reply re same	0.1
02/23/15	K-K	Docket last day for SEC to submit supplemental submission re disgorgement	0.2
02/24/15	WJB	Review SEC docket re status of broker trial decision; Prepare e-mail D Stoelting for status re issuance of decision by administrative law judge	0.2
02/24/15	WJB	Review decision by NY Court of Appeals concerning J Dunn professional conduct case, collateral estoppel rule and implications for estate re further hearing on evidence concerning annuity agreement	0.3
02/25/15	WJB	Conference B Shea re W Lex proposed claims against potential banks, Piatker & Lyons lawsuit including review of docket and motion to dismiss	0.4
02/25/15	WJB	Prepare website description of outcome of SEC broker trial following review of decision and post to website	0.4
02/25/15	WJB	Telephone call from B Lyons re information concerning SEC victory in broker trial	0.2
02/26/15	WJB	Review complaint by certain investors against Piatker & Lyons, review docket; Review motion to dismiss	0.2
02/26/15	WJB	Review Times Union article re outcome of SEC broker trial	0.2
02/27/15	WJB	Conference B Shea re status of Piatker & Lyons lawsuit and proposed lawsuit vs Mercantile Bank by W Lex and Receiver position re willing to listen to proposed request for cooperation by Controller and Receiver and benefit to estate	0.1
02/27/15	WJB	Zetek: Review prior reports concerning investment, seek to obtain information re same; Discuss with B Shea concerning tax treatment	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 13 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/04/15	WJB	Prepare website description of outcome of broker trial and implications	0.3
03/05/15	WJB	Prepare revision to website description for broker trial cross-reference re decision for facts	0.5
03/05/15	WJB	Continue update of website description to provide amplification re outcome of broker trial for investor information	0.3
03/06/15	WJB	Update website and check on status of IRS response re clearance of McGinn Smith tax returns	0.1
03/06/15	WJB	Revise IRS status notice for website and update same	0.2
03/06/15	WJB	Telephone call from Mr. Sadalie on behalf of P Zindell re breakdown of funds and whether any constitute insurance claims	0.2
03/09/15	WJB	Review three March 2015 through May 2015 checks received from Mr. Livingston; Prepare letter Mr. Livingston on how Receiver will treat checks since earlier checks still existed and will move payments forward one month	0.2
03/11/15	WJB	Prepare 2015, 2015 part-time employment agreement for B Shea based upon prior part-time employment agreement, as revised	0.4
03/11/15	WJB	Telephone call from B Shea re W Lex lawsuit vs Merchant Bank and whether to become involved and on what basis	0.1
03/13/15	WJB	Prepare reply letter to counsel for P Zindell re insurance claims	0.1
03/14/15	WJB	Telephone conference with B Shea re follow-up on potential insurance claims and information re prior insurance policies and confirming prior facts	0.1
03/17/15	WJB	Review Second Circuit decision on interest claim by Madoff investors for relevance to McGinn Smith Plan of Distribution	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 14 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/19/15	WJB	Prepare letter replying to P Zindell counsel re insurance policies	0.1
03/20/15	WJB	Review further details of letter from P Zindell counsel on insurance questions	0.1
03/20/15	WJB	Conference JBS re insurance coverage, nature of claims made policy, result of prior investigation and discussion of how to best obtain personal insurance policies and likely coverage limits	0.5
03/20/15	JBS3	Telephone calls with WJB regarding potential insurance-related claims	0.3
03/23/15	WJB	Prepare e-mail SEC inquiring as to whether they have copies of any personal insurance policies for Messrs. McGinn and Smith and consider alternative courses of action	0.2
03/23/15	WJB	Review D Stoelting reply re McGinn and Smith personal insurance policies and need to search file; Review J Carr note re same	0.1
03/24/15	WJB	Review e-mail from D Stoelting re status of review of SEC files re Messrs. McGinn and Smith personal insurance policies and consider course of action based upon same	0.1
03/24/15	WJB	Review e-mail from D Stoelting re M White testimony before Congress and possible IRS McGinn Smith reference; Review prepared testimony and locate same	0.3
03/24/15	WJB	Review M White of SEC prepared Congressional testimony for any references and potential links to McGinn and IRS issue	0.2
03/24/15	K-K	Docket expiration date for B Shea's Employment Agreement	0.2
03/27/15	WJB	Telephone message W Dreyer re request for D Smith personal insurance policies	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 15 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/27/15	WJB	Review T O'Connor status letter to FINRA re Melmud, McDowell, Harris, DeLuca, Alaskey, Finley and Sullivan	0.2
03/30/15	WJB	Prepare description for website interpreting summary judgment decision by District Court for investor consumption	0.4
03/30/15	WJB	Telephone call from W Dreyer re agreement to look for Smith personal insurance policies and reasons for same	0.1
03/30/15	WJB	Prepare e-mail W Dreyer, J Featherstonhaugh re L and D Smith insurance policies and request for turnover of same	0.2
03/31/15	WJB	Telephone call from M Gaynor of Appellate Division Third Department Professional Responsibility Office re who is responsible for payment of fraudulent conveyance transferred in connection with J Dunn	0.3
03/31/15	WJB	Telephone message from D Stoelting re follow-up to District Court decision; Review e-mail from D Stoelting re scheduling conference call; Prepare reply re availability and prepare agenda items	0.1
03/31/15	WJB	Review e-mail from W Dreyer re lack of D Smith personal insurance policies and consider alternative course of action	0.2
04/01/15	WJB	Prepare reply e-mail to D Kohl Esq. re insurance coverage	0.1
04/02/15	WJB	Insurance: Telephone call with W Myers re request for copies of insurance policies which may be held by United States and reasons for same	0.2
04/03/15	WJB	Investigation of law re issuance of subpoena for insurance policies and determination of who can issue same	0.1
04/03/15	WJB	Insurance: Telephone conference with S Jones re T McGinn insurance policies and information or name of broker; Follow-up on who bears responsibility e-mail from S Jones in light of summary judgment decision	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 16 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/03/15	WJB	Prepare notes re S Jones call re T McGinn e-mail re responsibility in light of summary judgment motion and follow-up on insurance policies	0.2
04/08/15	WJB	Telephone call from W Myers re scope of range of disgorgement	0.2
04/08/15	WJB	Prepare e-mail W Myers with Declaration from SEC re disgorgement amount and summary judgment motion	0.2
04/08/15	WJB	Telephone call from W Myers re restitution calculation based upon additional recoveries and re whether criminal case investors will be restored in full	0.3
05/18/15	WJB	Complete forms for NYS Insurance Fund relating to disability insurance for Alarm Traders	0.2
05/18/15	WJB	Telephone call from C de Oliveria and M Kornstein at Cooper Erving to discuss Smith Saratoga residence and request of Receiver for principal balance and latest appraisal	0.2
05/18/15	WJB	Prepare e-mail D Stoelting, K McGrath re background on call from counsel for bank re Smith Saratoga residence and inquiry on lifting stay for foreclosure	0.1
05/27/15	WJB	Update legal description for website on T McGinn/D Smith criminal convictions and status of Dept of Justice letter re taxes	0.3
05/29/15	WJB	Review L Smith Fidelity statements received under subpoena and forward copy to SEC	0.2
06/01/15	WJB	Smith Residence: Prepare follow-up e-mail to C Oliverra, M Kornstein re debt amount and latest appraisal	0.2
06/01/15	WJB	Review M Kornstein e-mail re debt amounts constituting lien against Saratoga residence premises	0.1
06/10/15	WJB	Review Worker's Compensation bill and policy, pharmacy benefits and policy and forward B Shea re same	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 17 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/17/15	WJB	Prepare reply letter to A Werksman in response to his letter to Court including review of prior communications and legal issues re same; Revise letter and send same	0.7
06/24/15	WJB	Plan: Consider issues re subordination in Plan including review of B Shea abstract re subordination language	0.1
06/24/15	WJB	Plan: Conference WVR re legal research concerning subordination issue and Ponzi scheme, background facts for research purposes and outline potential issues (.2); Prepare e-mail WVR with sample subordination language (.2)	0.4
06/24/15	WJB	Plan: Follow-up conference WVR re research on subordination issues	0.1
06/24/15	WJB	Plan: Consider subordination issue, Ponzi scheme, review case law and look for prior research; Review prior briefing and case law on same	0.4
06/24/15	WVR	Discuss research assignment regarding pro-rata distribution	0.2
06/24/15	WVR	Research Ponzi Scheme cases	2.4
06/24/15	WVR	Meet with WJB to discuss research results	0.2
06/25/15	WVR	Research case law on Pro Rata Distribution Plans	1.4
06/26/15	WJB	Plan: Conference WVR re research on subordination and Ponzi scheme issue, pro-rata payments; Prepare e-mail WVR with case law re same for further research	0.3
06/26/15	WVR	Research SEC cases approving or rejecting pro-rata distribution	1.6
06/26/15	WVR	Research case law in other circuits for distinctions	0.5
06/27/15	WJB	Plan: Review Integrated Excellence Declaration of Trust for possible merger issues and prepare e-mail B Shea re providing copies of Trust documents to KEM for tax analysis	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 18 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/27/15	WJB	Plan: Review status of professional fees and estimate balance to accomplish plan; Prepare e-mail B Shea re assumptions concerning same	0.2
06/29/15	WJB	Review various checkbooks and consider course of action re avoidable payments made	0.1
06/29/15	WJB	Review H Smith letter requesting information about description of disgorgement; Prepare reply re interpretation of disgorgement in recent case law, SEC judgment and broker trial	0.2
06/29/15	WJB	Review letter received 6/27 from A Werksman re tax analysis and prepare reply re same	0.2
06/29/15	WJB	Plan: Conference WVR re results of research on pro-rata distribution and Ponzi scheme and identification of recent decision on CFTC v. Walsh and factors for pooling funds	0.2
06/29/15	WJB	Plan: Review CFTC v. Walsh decision on Ponzi scheme distribution and recent Second Circuit case law re same	0.4
06/29/15	WJB	Continue review of Walsh decision on equitable distribution in Ponzi scheme case	0.2
06/29/15	WVR	Review WJB memo	1.1
06/29/15	WVR	Shepardine and research cases cited in WJB memo	1.8
06/30/15	WJB	Plan: Conference WVR re preparation Memo re outcome of research re Plan distribution	0.2
07/09/15	WVR	Reviewing cases cited in WJB Memorandum of Law	0.8
07/09/15	WVR	Reviewing Memo facts for commingling evidence	0.5
07/09/15	WVR	Review facts for similarly situated evidence for Plan	0.3
07/09/15	WVR	Draft introduction/legal standard	1.3



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 19 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/09/15	WVR	Draft memorandum regarding interpretation of argument and accuracy	1.4
07/09/15	WVR	Draft Section M additional support	0.9
07/09/15	WVR	Draft section on limitations of support	0.7
07/09/15	WVR	Draft Application and Conclusion	1.6
07/29/15	WJB	Review Order granting extensions and clarifying prior Orders issued by SEC in trial of brokers received from P Zindel on 7/28	0.2
07/29/15	K-K	Docket last day for Division of Enforcement to file brief	0.2
07/30/15	WJB	Review WVR Memorandum of Law on subordination and Ponzi Scheme in connection with McGinn Smith plan of distribution	0.1
07/31/15	WJB	Continue review of subordination agreement Memorandum of Law in relation to Ponzi Scheme in connection with plan of distribution	0.4
08/12/15	WJB	Prepare update descriptions on Receiver website describing broker trial status, briefing schedule and court rulings including review of information from SEC to interpret same and review of broker trial findings, tax status, Plan of Distribution and bank balances	1.2
08/13/15	WJB	Prepare reply e-mail P Zindel re posting of broker briefs in SEC broker case	0.1
08/13/15	WJB	Review email from P Zindel with questions on brokers' briefs and prepare reply	0.1
08/17/15	WJB	Consider issues re document storage and retention including review of prior document destruction notice to parties at Docket No. 427; Prepare e-mail B Shea re recommendations and questions re same concerning storage locations	0.4

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 20 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/17/15	WJB	Plan of Distribution: Work on list of schedules for Plan of Distribution	0.3
08/18/15	WJB	Review Smith Saratoga house analysis including 2012 and 2014 appraisals received from Citizens Bank, review 2012 motion and affidavit by counsel for mortgage lender, review L Smith judgment held by SEC in considering how to deal with Saratoga residence	1.1
08/18/15	WJB	Consider legal issues involving foreclosure versus homestead exemption on Smith Saratoga residence and investigation of law re same and disqualification re incarcerated person	0.9
08/18/15	WJB	Prepare brief e-mail analysis to SEC on Smith Saratoga residence and proposed course of action	0.2
08/18/15	WJB	Telephone call from C DeOliveira at Cooper Erving re mortgagee intention re foreclosure and sale of residence, information available to Receiver and request for additional information; Prepare e-mail follow-up to SEC	0.3
08/18/15	WJB	Saratoga Residence: Telephone conference with D Stoelting, K McGrath of SEC re strategy concerning Smith Saratoga residence and consensual sale, homestead exemption	0.3
08/18/15	WJB	Review e-mail response from B Shea on records destruction and prepare reply re status of appeal	0.1
08/18/15	PCK	Conference with WJB regarding seller's expenses	0.1
08/19/15	WJB	Prepare e-mail N-K re homestead exemption research as it relates to D and L Smith Saratoga residence, background facts applicable to homestead exemption potential claim	0.4
08/19/15	WJB	Review mandate from Second Circuit in criminal trial filed in criminal case docket received by ECF directing adjustment of restitution remedy	0.1
08/25/15	WJB	Review S Wily decision from NDTX as to applicable issues	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 21 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/31/15	WJB	Telephone conference T Oexle, E Hackett at KeyBank re process for distribution checks and 1099's	0.1
09/01/15	WJB	Telephone message to W Myers at US Attorney's Office responding to information concerning rental of L Smith Saratoga house	0.2
09/01/15	WJB	Saratoga residence: Prepare follow-up e-mail to C D'Oliverio re breakdown of protective advances by mortgage lender	0.1
09/01/15	WJB	Prepare e-mail to D Stoelting at SEC re P Englebert report re W Lex	0.1
09/01/15	N-K	Saratoga Residence: Research issues regarding scope of CPLR 5206; Research issues regarding priority of judgment creditor claims when property owner claims homestead exemption; Prepare research summary analysis email	3.3
09/08/15	WJB	Review list of W Lex relatives who are investors received from SEC	0.1
09/24/15	WJB	Plan of Distribution: Review e-mail from E Hackett re KeyBank check payment process and schedule conference call to discuss same	0.1
09/30/15	WJB	Plan of Distribution: Conference call E Hackett, R Rosenburger of KeyBank re check distribution process, requirements for process, costs and allocation of duties in connection with preparations for McGinn Smith Plan and distributions to investors	0.5
09/30/15	WJB	Lynn Smith: Review 9/23 J McArdle letter re payment of L Smith 2014 taxes, differing tax rates and prepare e-mail re consultation with SEC	0.2
09/30/15	WJB	Lynn Smith: Review L Smith tax returns and tax rates	0.2
10/09/15	WJB	Continue preparation of revisions	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 22 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/12/15	WJB	Plan: Prepare revisions to original Plan of Distribution and Memorandum of Law making revisions based upon intervening developments and law incorporating provisions re claim process and process for distributions of payments to investors	3.5
10/12/15	WJB	Plan: Prepare B Shea Declaration in support of Plan based upon Memorandum of Law and prepare revisions to Receiver Declaration in support of Plan	0.7
10/12/15	WJB	Plan: Send Memorandum of Law as revised to B Shea for review	0.1
10/13/15	WJB	Plan: No Charge: Prepare e-mail SEC re Plan status and status of B Shea verifying facts and cross-references	0.1
10/14/15	WJB	Plan: Prepare further revisions to B Shea Declaration and forward to B Shea for completion and verification	0.3
10/16/15	WJB	Plan: Prepare further revisions to Plan of Distribution and Memorandum of Law	1.1
10/16/15	WJB	Plan: Prepare revisions to B Shea and Receiver Declarations to conform to Memorandum of Law	0.9
10/16/15	WJB	Plan: Review latest changes to Plan of Distribution and Declarations and forward to SEC for review; Forward Memorandum of Law and Plan along with Declarations to B Shea for review and confirmation of facts	0.3
10/18/15	WJB	Plan of Distribution: Review long list of B Shea comments to Plan Declaration; Evaluate and prepare replies re further instructions and follow-up questions	0.2
10/19/15	WJB	Plan: Telephone call from B Shea to discuss B Shea proposed Declaration for Plan of Distribution, format and outline, comparison to 2013 version of same and updating of same and coordinating with other pleadings, back-up process to verify data	0.4

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 23 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/19/15	WJB	Plan: Retrieve other court-filed information to review in preparation of Plan to update from 2013 drafts including K Palen Declaration in Motion for Summary Judgment, Docket No. 711, Statement of Material Facts and related Memorandum of Law, locate K Palen broker trial Declaration and forward same to B Shea	0.9
10/20/15	WJB	Plan: Work on revisions to Plan and forward exhibits to B Shea for review and verification	0.3
10/22/15	WJB	Plan: Review B Shea changes to Declaration in support of Plan of Distribution; Prepare reply to B Shea re same	0.4
10/22/15	WJB	Plan: Telephone call to B Shea re how to deal with comments to Declaration and re format and presentation and substance	0.1
10/24/15	WJB	Plan: Forward revisions to B Shea from 10/23 edits	0.1
10/26/15	WJB	Plan: Review additional changes from B Shea to Declaration in Support of Plan	0.1
10/26/15	WJB	Plan: Prepare e-mail status report to D Stoelting, K McGrath at SEC on Plan status and Chiam pou Fee Application	0.1
10/30/15	WJB	Plan: Work on latest version of B Shea Declaration with changes between 10/25 and 10/23 versions	0.2
10/30/15	WJB	Plan: Continue work on Plan revisions	0.4
11/12/15	WJB	Plan: Continue extensive work on revisions to B Shea Declaration to incorporate citations from more recent authority	1.6
11/12/15	WJB	Plan: Telephone call to B Shea re cross-referencing exhibits and how to accomplish same to finalize Declaration	0.2
11/23/15	WJB	Plan: Continue revisions to B Shea Declaration in Support of Plan and incorporation of newer fact and legal citations to support conclusions based upon rulings of District Court	1.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 24 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/27/15	WJB	Plan: Revise B Shea Declaration incorporating latest Court decisions for authority for statements and fact conclusions	0.9
11/30/15	WJB	Continue to incorporate District Court citations into Shea Declaration to support references replacing older references prior to decision	0.6
12/03/15	WJB	401K: Telephone call from B Shea re possible interdiction of D Smith benefits and termination of 401K Plan	0.1
12/07/15	WJB	Prepare letter Ch 13 Trustee correcting Alarm Services address for payment of claim	0.1
12/09/15	WJB	Plan: Revise B Shea Declaration from 2013 format to conform to recent District Court decision on SEC summary judgment motion as basis for Receiver Plan of Distribution, cross-checking citations	1.5
12/14/15	WJB	Plan: Incorporate changes to B Shea Declaration from revisions provided by B Shea	0.2
12/15/15	WJB	Plan: Continue insertion of revisions to B Shea Declaration in support of Plan	0.5
12/16/15	WJB	Plan: Prepare further revisions and citation references in B Shea Declaration incorporating correspondence and District Court decision	1.1
12/16/15	WJB	Plan: Continue work on Plan and supporting Declarations to conform to post-District Court decision	1.1
12/17/15	WJB	Plan: Prepare Motion to approve Plan of Distribution (.3); Work on revisions to Memorandum of Law to update 2013 version following District Court decision	0.7
12/17/15	WJB	Plan: Update and revise WJ Brown Declaration	0.7
12/17/15	WJB	Plan: Revise Plan documents and forward to SEC for review and comment	0.8

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 25 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/18/15	WJB	Plan: Participate in conference call with D Stoelting, K McGrath re comments to Plan and related documents and discussion of reliance solely on Court decision rather than on associated Declarations, follow-up on changes	1.0
12/22/15	WJB	Plan: Re-write portions of Plan to conform to 2015 District Court Order	0.3
12/23/15	WJB	Plan: Revise Plan of Distribution based upon revised Declaration and 2015 District Court decision including addition of miscellaneous provisions per SEC recommendation	3.2
12/24/15	WJB	Plan: Review B Shea language for missing inserts on Plan and Declaration re claims	0.1
12/24/15	WJB	Plan: Prepare e-mail B Shea with questions on final changes to Plan subject to SEC review	0.1
12/24/15	KEM	Conference with WJB re W-9 question	0.1
12/28/15	WJB	Review Time Warner contract extension received from B Shea; Prepare reply to decrease nationwide service from 36 mos. to 24 mos.	0.2
12/28/15	WJB	Review FNB audit confirmation and consider same re Receiver accounts; Prepare e-mail B Shea to confirm balances as of specified date	0.1
12/28/15	WJB	Plan: Review proposed changes received from SEC and incorporate into Plan	0.9
12/28/15	WJB	Plan: Revise Motion and Notice of Motion in contemplation of filing Plan	0.5
12/28/15	WJB	Plan: Review final Plan version incorporating SEC changes and other changes based upon information received from B Shea	0.5

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 26 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/28/15	WJB	IRA Services: Review letter from IRA Services requesting valuation as to preferred stock; Prepare draft reply letter; Prepare e-mail B Shea re preferred stock characteristics in order to respond to IRA Services valuation inquiry	0.3
12/29/15	WJB	Plan: Revise Notice of Motion, Motion and Memorandum of Law including conforming Declaration to Memorandum of Law and Plan and continue final review of edits following cite checking by librarian	2.3
12/29/15	WJB	Plan: Prepare website description for update on website re filing of Plan	0.7
12/29/15	WJB	Plan: Review final versions of Notice of Motion, Motion, Declaration and Memorandum of Law including Plan for final revisions and conforming versions following SEC comments	2.4
12/30/15	WJB	Plan: Review and revise Order approving Plan	0.1
12/30/15	WJB	Plan: Review and revise final form of Receiver Declaration in support of Plan	0.5
12/30/15	WJB	Plan: Review and revise final version of Notice of Motion	0.3
12/30/15	WJB	Plan: Review and revise final version of Memorandum of Law and Plan subject to cite checking by librarian	0.9
12/30/15	WJB	Plan: Prepare draft letter to Court requesting hearing on approval of Plan of Distribution	0.2
12/30/15	WJB	Plan: Locate prior Order No. 442 re lifting of stay to file Plan and revise letter to Judge Hummel incorporating same	0.2
12/30/15	WJB	Plan: Review cite check revisions received from librarian and incorporate into Plan and attend to filing of Plan and related pleadings with Curt	1.5
12/30/15	WJB	Plan: Prepare e-mail SEC with pleadings and Plan as filed with Court	0.1



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 27 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/30/15	WJB	Plan: Revise letter to Judge Hummel requesting hearing on approval of Plan of Distribution	0.2
12/30/15	KDW	Continued legal research to obtain zoning maps of the Town of Wheatfield as far back as possible.	0.8
12/30/15	E-L	perform legal research to cite check a brief (includes verifying quotes, validity of cases, & bluebook format) for Wjb.	2.2
01/05/16	WJB	Saratoga Residence: Telephone conference with D Stoelting re facts, law and analysis and course of action re Smith Saratoga residence in light of Citizens Bank mortgage, discussion of economics and best course of action	0.5
01/05/16	K-K	Docket scheduling conference date	0.2
01/06/16	WJB	Prepare description for Receiver website on explanation of status conference set up by Court for scheduling purposes related to Plan of Distribution	0.2
01/06/16	WJB	Investigation of law re homestead exemption and calculations re Smith Saratoga residence and priority of homestead exemption versus other claims including SEC judgment based upon case law provided by SEC	0.8
01/06/16	CMED	Saratoga Residence: Research issue regarding applicability of homestead exemption to money surplus	0.6
01/07/16	CMED	Saratoga Residence: Conference with WJB regarding research issue regarding applicability of homestead exemption to money surplus	0.1
01/09/16	WJB	Plan: Review e-mail from B Shea on check writing process for Plan distribution, consider issues and prepare reply with follow-up questions	0.1
01/14/16	K-K	Docket objection deadline to plan of distribution and memorandum of law	0.2
01/19/16	WJB	Plan: Prepare website update re status conference and reply deadlines for Plan of Distribution	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 28 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/19/16	WJB	Telephone call from E Kang re Piaker & Lyons claim and request for assistance, discussion of same	0.4
01/19/16	WJB	Telephone call B Shea re conversation with E Kang re Piaker & Lyons claim and 1099 issue, best evidence rule and discussion of background	0.0
01/29/16	WJB	Plan: Review K Laurilliard objection to Plan re assets and distribution amount	0.2
02/02/16	WJB	Prepare reply e-mail E Kang re January 19 call re Piatker & Lyons claim	0.3
02/05/16	WJB	Plan: Work on Plan details and process for objections	0.1
02/08/16	WJB	Plan: Calculate range of potential distribution amounts based upon Plan and other legal considerations including additional recoveries and administrative expenses; Prepare reply e-mail to investor, J Hertzberg, re same	0.8
02/11/16	WJB	Conference KJE re preparation of potential responses to objections to McGinn Plan and research re same	0.1
02/12/16	HHK	Review materials re collateral recovery research	0.2
02/13/16	WJB	Plan: Review S Fowler notice and motion to file under seal and prepare draft reply on behalf of estate	0.4
02/14/16	HHK	Conduct research re collateral recovery rule in connection with plan of distribution	3.5
02/15/16	WJB	Plan: Review e-mail from HHK re collateral recovery research and follow-up conference HHK re other decisions and review Ninth Circuit decision	0.4
02/15/16	HHK	Continue research re collateral recovery rule in connection with distributions; Draft summary email re same	4.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 29 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/17/16	WJB	Plan: Review objection to collateral recovery and e-mail HHK re preparation of response and course of action re same (.2); Review collateral recovery objection filed by S Fowler (.3)	0.5
02/17/16	WJB	Plan: Prepare e-mail HHK with relevant objections to prepare Reply concerning collateral recovery and initial impressions re same	0.3
02/17/16	HHK	Plan: Correspond with B Brown re response to plan objections; Review documents re same	0.3
02/18/16	WJB	Plan: Review e-mail from SEC re SEC position on collateral recovery rule in Plan and associated Second Circuit decision in CFTC case	0.1
02/18/16	WJB	Plan: Review CFTC v. Rob Evans decision from Second Circuit provided by SEC in connection with Plan and discretion of Receiver in District Court; Prepare e-mail HHK re incorporation into Receiver's Response to Objections	0.5
02/18/16	WJB	Plan: Conference N-K re dealing with Rabinovich objection to Plan and basis for same	0.2
02/18/16	WJB	Telephone call from H Levine re passing of R Haldeman, request to lift stay for his client relating to CMS interests and review and consider implications of R Haldeman debt and review new leadership at CMS	0.5
02/18/16	WJB	Plan: Prepare e-mail N-K with instructions concerning Rabinovich objection and research re same	0.2
02/18/16	WJB	Plan: Prepare e-mail B Shea to prepare schedule listing investors objecting to collateral recovery rule, amount of claim in recovery and description of any potential objections	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 30 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/18/16	N-K	Plan: Telephone conference with WJB regarding objections to motion for order approving plan of distribution; Review motion to approve claims procedures and related claims procedures order; Review motion to amend claims procedures order and corresponding amended order; Analyze motion to approve plan of distribution and objection to motion	1.6
02/18/16	HHK	Plan: Work on drafting omnibus reply to plan objections	1.9
02/19/16	WJB	Plan: Prepare e-mail N-K, HHK re follow-up concerning research on Plan objections	0.1
02/19/16	WJB	Review B Golub letter re extension of time re certain investor objections and sealing of same; Forward to HHK and consider response to same in light of Reply due by Receiver to Plan objections	0.2
02/19/16	N-K	Plan: Analyze issues regarding due process notice; Analyze cases cited by Rabinovich claimants in objection; Research issues regarding time limits to objection to claims in receivership cases and in bankruptcy; Prepare insert to reply to objection	4.8
02/19/16	HHK	Plan: Continue drafting omnibus reply in response to plan objection	4.7
02/20/16	WJB	Plan: Review N-K draft Plan insertion re claims allowance objection by Mr./Mrs. Rabinovich	0.1
02/20/16	WJB	Plan: Telephone conference with B Shea re how to structure list of certain investors who received collateral recoveries and filed objection to identify claims, amount of recovery and evaluation for purposes of reply brief	0.2
02/20/16	HHK	Plan: Continue drafting receiver's omnibus reply to plan objections	1.5
02/22/16	WJB	Plan: Review Excel spreadsheet prepared by B Shea listing claims asserted by investors with collateral recoveries and preliminary analysis re same	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 31 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/22/16	WJB	Plan: Telephone call to Judge Sharpe's Law Clerk re extension letter request based upon B Golub failure to file complete objection and pending update from her on additional details	0.1
02/22/16	WJB	Review open issues in Plan for wrap-up of Receivership assuming approval of Plan	0.2
02/23/16	WJB	Plan: Review B Shea Excel chart re Certain Investor claims and prepare e-mail B Shea re expanding same to include collateral recoveries	0.2
02/23/16	WJB	Plan: Work on Reply to objections	0.2
02/23/16	K-K	Docket last day to reply to responses to Plan Distribution Motion	0.2
02/24/16	WJB	Plan: Work on response to objections to plan and focus on schedule of investors in collateral recoveries	1.1
02/29/16	WJB	Plan: Work on revisions to Response to Objections including review of case law re same	1.1
03/04/16	WJB	Plan: Exchange e-mails with B Shea re schedules for Plan reply concerning collateral recovery; Review B Shea analysis re collateral recoveries and reply re open questions for further analysis	0.4
03/04/16	WJB	Plan: Review B Coffin Declaration, identify discrepancy and forward same to B Gollub	0.2
03/04/16	WJB	Plan: Review e-mail from A Park re not representing certain investors in Coffin Declaration and work on calculations of collateral recoveries based upon information provided by collateral recovery objectors	0.5
03/04/16	WJB	Plan: Telephone call from B Shea to discuss formatting of information to deal with collateral recovery response to Plan Objections	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 32 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/05/16	WJB	Work on revisions to response to plan objections, including review of dockets to assure receipt of all confidential material; Prepare email to K Scholl to identify pleadings filed under seal; Prepare email to B Shea regarding supplemental certain investor information; Review Ravinovich objection on claims objection and draft changes to response	3.3
03/07/16	WJB	Plan: Review D Stoelting questions re Rabinovich Objection and prepare reply with draft insert responding to legal arguments	0.3
03/07/16	WJB	Plan: Review D Stoelting request for draft of Receiver response to Plan objections and prepare reply with current draft version	0.1
03/07/16	WJB	Plan: Review Kaye Scholer response re identification of docket entries including sealed pleadings and review S Fowler motion to file under seal and work on response to Plan Objections and revisions to same	0.8
03/07/16	WJB	Plan: Revise S Fowler motion to file under seal; Telephone call D Stoelting re briefing issues and timeframe and forward additional materials re Plan response to D Stoelting	0.5
03/07/16	KDW	Started legal research to verify status of case law, proper Bluebook format, and accuracy of quoted material in McGinn Reply.	0.9
03/08/16	WJB	Plan: Continue work on Plan revisions and citations	0.5
03/08/16	WJB	Plan: Prepare motion to file Receiver's Declaration under seal and revise same with respect to information previously filed under seal by Plan objectors	0.9
03/08/16	WJB	Plan: Revise draft Order to file under seal and file motion for sealing of Receiver's Declaration	0.7
03/08/16	WJB	Plan: Review D Stoelting e-mail with calculations to verify chart and reply including exchange of e-mails on confidentiality of calculations per prior Court Order	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 33 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/08/16	WJB	Continue revisions to Plan and dealing with Receiver's Declaration revisions concerning information provided by Objectors under seal	1.4
03/08/16	WJB	Plan: Prepare Receiver Declaration containing calculations using settlement numbers filed by Objectors under seal	0.3
03/08/16	KDW	Continued legal research to verify status of case law, accuracy of quoted material, and ensure proper Bluebook format for McGinn Reply.	3.0
03/08/16	HHK	Review citations in reply to plan objection; Confer with KDW and WJB re same	0.5
03/09/16	WJB	Plan: Review SEC response to objections to Plan in draft form; Revise confidential Receiver Declaration and sealing motion	0.6
03/09/16	WJB	Plan: Send omnibus reply and confidential Declaration in draft form to SEC for review and comment; Review SEC draft and prepare comments to same and forward to SEC	0.5
03/09/16	WJB	Plan: Review e-mail from Judge's Law Clerk requesting copy of confidential Receiver Declaration; E-mail same to Chambers	0.2
03/09/16	WJB	Plan: Revise response to Plan Objections in final version, make final changes and ready for filing on ECF and attend to dealing with filing issues including overseeing of preparation of Certificate of Service	1.3
03/09/16	WJB	Plan: Review revised SEC brief in support of McGinn Smith Plan of Distribution	0.1
03/09/16	KDW	Completed legal research to verify status of case law, accuracy of quoted material, and proper Bluebook format for McGinn Reply.	1.1
03/09/16	E-L	perform legal research to verify citation changes made to a brief for Wjb.	0.8

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 34 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/10/16	WJB	Plan: Prepare distribution e-mail re sealed Declaration with accompanying Order and review Order re sealing and service	0.4
03/10/16	WJB	Prepare revisions to Receiver website on updates concerning legal status of Plan of Distribution	0.2
03/10/16	WJB	Plan: Prepare e-mail N-K, HHK re Plan response inserts	0.2
03/10/16	WJB	Prepare website description update re objections to Plan and omnibus reply and status of court proceedings	0.3
03/10/16	WJB	Plan: Continue to work on response to objections	0.1
03/10/16	WJB	Revise legal descriptions for website update	0.2
03/14/16	WJB	Plan: Review S Fowler motion to file sur-reply	0.1
03/15/16	WJB	Plan: Telephone call from B Westhoff at Kaye Scholer re proposal for receiver to discount claim amount versus distribution amount for benefit of S Fowler as resolution of collateral discovery dispute	0.3
03/16/16	WJB	Plan: Review e-mail from A Park re withdrawal of R and L Broast Objection to collateral recovery rule	0.1
03/17/16	WJB	Plan: Review Court's text Order denying motions to file reply by Objectors	0.1
03/17/16	WJB	Plan: Review Rabinovich sur-reply response letter filed with Court	0.1
03/17/16	WJB	Plan: Review proposed Kaye Scholer calculation for collateral recovery rule for S Fowler; Telephone message B Westoff rejecting settlement offer; Telephone call from B Westoff re follow-up on same and pursuit by him of settlement alternatives	0.7
03/19/16	WJB	Telephone call to B Shea re employments terms following 3/30/16, Plan objections and potential impact upon distribution process, timing	0.2



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 35 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/24/16	WJB	Prepare and revise 2016/2017 Employment Letter for B Shea and compare terms with prior years, revise and forward to B Shea for signature	0.6
03/28/16	WJB	Telephone call from B Naso re possible purchase of T McGinn life insurance policy, discuss value and facts; Review form for potential valuation quote	0.3
04/18/16	WJB	Saratoga Residence: Prepare for and telephone conference with M Kornstein re solutions to deal with sale and monetizing of Saratoga property in light of SEC Judgment and mortgage	0.4
04/19/16	WJB	Prepare website updates explaining Second Circuit decision and impact of same and IRA Services e-mail received by investors	0.3
04/20/16	WJB	Revise website descriptions for Second Circuit decision and IRA Services	0.1
04/20/16	WJB	Prepare e-mail to Judge Sharpe Chambers re Second Circuit decision and forward same	0.2
04/20/16	WJB	Prepare further revisions to website descriptions re Second Circuit decision and IRA Services e-mail to investors and incorporate Second Circuit decision	0.1
05/03/16	WJB	Prepare requested letter to J Enders at M&T Bank re CCV as inactive entity and reason for same as a result of bank's KYC process; Review Florida SOS website and prior historical e-mails re same	0.3
05/03/16	WJB	Revise letter J Enders of M&T re CCV	0.2
05/20/16	WJB	Review letter from NYS Insurance Fund re Workers' Compensation legislation and new forms for completion; Prepare letter B Shea re same and instructions re same	0.2
05/23/16	WJB	Review NYS Insurance Fund renewal policy for Workers' Compensation with request for information and prepare letter with instructions with B Shea	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 36 of 39

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/01/16	WJB	Review R Feldman SEC broker decision denying modification of settlement agreement as received from SEC	0.2
06/16/16	WJB	Review form of motion to abandon records in light of prior motion and order and consider effect of same given pending matters	0.2
06/27/16	WJB	107th Associates: Telephone call from H Rittberg re request for relief from stay, interim monthly payments from Coventry and other alternatives	0.2
06/30/16	WJB	Review SEC form SFAR's for first and second quarter of 2013 for incorporation into Sixth Interim Fee Application	0.4

CURRENT FEES

\$69,767.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Overnight Courier WJB - UPS to Mr. David Stoelting re: Case Admin	26.85
Overnight Courier WJB - UPS to Leon Nowalsky, Esq. Re: Case Admin	33.92
Duplicating A1, 17 Page(s)	1.70
Overnight Courier WJB - UPS to Ralph W. Bandel; Re: Case Admin	30.60
Duplicating A1, 6 Page(s)	0.60
Overnight Courier WJB - UPS to David N. Hurd; Re: Case Admin	26.75
Duplicating A1, 3 Page(s)	0.30
Duplicating A1, 39 Page(s)	3.90
Postage WJB - Postage to NFS; Re: Case Admin	8.03
Telephone (Long Distance Only) Telephone; 15186364435, 2 Mins. Ext: 4404	0.40

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 37 of 39

Telephone (Long Distance Only) Telephone; 15184637784, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 18144659979, 3 Mins. Ext: 4404	0.60
Duplicating A1, 6 Page(s)	0.60
Duplicating A1, 16 Page(s)	1.60
Duplicating A1, 29 Page(s)	2.90
Telephone (Long Distance Only) Telephone; 17179723998, 1 Mins. Ext: 7089	0.20
Duplicating A1, 10 Page(s)	1.00
Telephone (Long Distance Only) Telephone; 17179723998, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 17179723998, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 15184964012, 1 Mins. Ext: 7089	0.20
Telephone (Long Distance Only) Telephone; 17049731852, 7 Mins. Ext: 4404	1.40
Telephone (Long Distance Only) Telephone; 17049731852, 1 Mins. Ext: 4404	0.20
Telephone (Long Distance Only) Telephone; 17049731852, 1 Mins. Ext: 4404	0.20
Postage WJB - Postage to Various (9 pieces); Re: Fee Applications	57.15
Telephone (Long Distance Only) Telephone; 17049731852, 4 Mins. Ext: 4404	0.60
Postage WJB - Postage to 9 Various (names not listed); Re: Case Admin	16.74
Overnight Courier WJB - UPS to Steve R. Brady; Re: Professional Fee Apps	22.70
Telephone (Long Distance Only) Telephone; 18017816886, 2 Mins. Ext: 4404	0.40
Telephone (Long Distance Only) Telephone; 18609195791, 1 Mins. Ext: 4404	0.20
Travel Expense Brown, William J; WJB 01/13-01/14/16 Trip to Albany, NY for district court status conference regarding Plan of Distribution; 01/27/16	441.56
Travel Meals Brown, William J; WJB 01/13-01/14/16 Trip to Albany, NY for district court status conference regarding Plan of Distribution; 01/27/16	15.58

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00004 Case Administration  
August 17, 2017

Invoice Number 915097

Page 38 of 39

Postage WJB - Postage to Matthew B. McGinn; Re: Case Admin	6.93
Postage WJB - Postage to (10 parties) Nancy McGinn, Michael L. Koenig, Jill A. Dunn, Piaker & Lyons CPA's, The Shoma Group, Thomas J. Urbelis, Martin H. Kaplan, Iseman Cunningham Riester & Hyde LLP, RBS Citizen NA and Gary L. Sharpe; Re: Case Administration	20.80
Duplicating A1, 80 Page(s)	8.00
Telephone (Long Distance Only) Telephone; 15182571873, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 15182571853, 2 Mins. Ext: 7089	0.40
Postage WJB - Postage to Matthew B. McGinn; Re: Case Admin	6.27
Litigation Support Vendors VENDOR: Pacer Service Center; INVOICE#: 2614793-Q12016; DATE: 3/31/2016	44.30
Duplicating A1, 12 Page(s)	1.20
Telephone (Long Distance Only) Telephone; 15183743399, 2 Mins. Ext: 7089	0.40
Telephone (Long Distance Only) Telephone; 15183743399, 4 Mins. Ext: 7089	0.80
Telephone (Long Distance Only) Telephone; 15184323126, 13 Mins. Ext: 7089	2.60
Duplicating A1, 2 Page(s)	0.20
Duplicating A1, 2 Page(s)	0.20
Telephone (Long Distance Only) Telephone; 15184360786, 8 Mins. Ext: 7089	1.60
Telephone (Long Distance Only) Telephone; 12123360533, 3 Mins. Ext: 7089	0.60
Telephone (Long Distance Only) Telephone; 15186646659, 10 Mins. Ext: 7089	2.00
Telephone (Long Distance Only) Telephone; 15124751928, 2 Mins. Ext: 7089	0.40
CURRENT EXPENSES	<hr/> 794.98

TOTAL AMOUNT OF THIS INVOICE

\$70,561.98

# **CATEGORY F**

## **EMPLOYEE BENEFITS/PENSIONS**



## Phillips Lytle LLP

Attorneys at Law  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203-2887  
 Telecopier # (716) 852-6100  
 (716) 847-8400  
 FED I.D. #16-0505790

William J. Brown, Esq.  
 Phillips Lytle LLP  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203

Invoice Number 915098  
 Invoice Date 08/17/17  
 Client Number 33474  
 Matter Number 00005  
 W J Brown

---

**Re: EMPLOYEE BENEFITS / PENSIONS**

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2016:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/28/14	WJB	Telephone call from A Charland at Pension Works re termination of plan and D Smith rollover (.2); Forward prior John Hancock e-mail to A Charland re D Smith rollover (.1); Prepare update e-mail to G Smith re same (.1)	0.4
08/20/14	WJB	Review John Hancock pension report and related mail and forward to B Shea for address change	0.1
03/28/16	WJB	Review John Hancock minimum distribution form for D Smith, execute same and prepare e-mail SEC re intention to interrupt minimum distribution based upon SEC judgment; Prepare letter John Hancock to send payment to Receiver and revise form accordingly	0.4
03/28/16	WJB	Sign 2015 Form 5500 for pension plan and review Pension Works authorization form relating to same and forward to B Shea and prepare letter re same	0.3
03/28/16	WJB	Finalize pension plan documents and letter to John Hancock including e-mail to B Shea re John Hancock withholding tax portion for payment of taxes due by D Smith	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00005 Employee Benefits / Pensions  
August 17, 2017

Invoice Number 915098

Page 2 of 2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/31/16	WJB	Review e-mail from B Shea re need for decision on 401K termination	0.1
04/11/16	WJB	Review John Hancock retirement distribution form for D Smith for mandatory IRA distribution	0.2
04/11/16	WJB	Investigation of law on entitlement to proceeds on 401K and payout status relating to D Smith	0.4
04/12/16	WJB	Telephone call from B Shea re IRA Services treatment of investors, Second Circuit decision and implications in 401K termination	0.2
04/25/16	WJB	Analyze 401K termination alternatives and respond to B Shea with instructions to terminate plans by resolution and payout in 12 months per prior directions from Pension Works	0.2
04/26/16	WJB	Conference DHK re any potential issues re termination process of plan	0.1
04/26/16	WJB	Telephone call to B Shea re decision to terminate plan and decision not to pursue IRS determination letter following confirmation that there are no issues surrounding plan	0.1
04/26/16	DHK	Review issues regarding proposed termination of defined contribution plan	0.1
04/27/16	WJB	Review and sign Notice of Intent to Terminate Plan and forward to B Shea and Pension Works to prepare necessary documentation	0.3
05/16/16	WJB	Review Pension Works statement re amount processed and forward to B Shea	0.1
		CURRENT FEES	\$1,537.50
		TOTAL AMOUNT OF THIS INVOICE	\$1,537.50

\*\*\*PAYMENT DUE UPON RECEIPT\*\*\*

# **CATEGORY P**

## **TAX ISSUES**





## Phillips Lytle LLP

Attorneys at Law  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203-2887  
 Telecopier # (716) 852-6100  
 (716) 847-8400  
 FED I.D. #16-0505790

William J. Brown, Esq.  
 Phillips Lytle LLP  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203

Invoice Number 915100  
 Invoice Date 08/17/17  
 Client Number 33474  
 Matter Number 00015  
 W J Brown

---

**Re: TAX ISSUES**

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2016:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/01/14	WJB	Review Department of Justice e-mail with list of questions as part of IRS process in reviewing tax returns; Prepare e-mail and forward to B Shea; Prepare e-mail and forward to SEC	0.3
07/01/14	WJB	Telephone call from P Sklarew at Department of Justice re discussion of IRS questions, status of tax returns by IRS and involvement of McGinn and Smith sons in Firstline Funding and implications of same	0.3
07/01/14	WJB	Review e-mail from P Sklarew at Department of Justice re dial-in numbers for Court conference and request for discussion with DOJ prior to Court conference; Review e-mail from and prepare e-mail to C Pappas at SEC re arrangements for conference call with SEC on 7/3	0.2
07/02/14	WJB	Review IRS questions including telephone call to M Horbachewski to discuss same, timing of responses and coordination with vacation	0.6

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 2 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/02/14	WJB	Prepare for and participate in status conference with Court, IRS and SEC	0.5
07/02/14	WJB	Exchange two e-mails with B Shea re questions posed by IRS and format and answers to questions, discussion of potential implications	0.1
07/02/14	K-K	Docket telephone conference date	0.2
07/03/14	WJB	Telephone call to S Brady at Chiampou Travis to discuss Department of Justice position outlined in P Sklarew e-mail concerning possible position concerning loss carry forwards, discussion of same and discussion of how to respond to IRS questions to avoid future unknown implications for McGinn Smith estate	0.3
07/07/14	WJB	Review B Shea e-mail re Mr. Cranberry tax appeal; Prepare approval re course of action and prepare cover letter to IRS re same	0.3
07/07/14	WJB	Revise and send letter to IRS re Mr. Cranberry appeal	0.2
07/11/14	WJB	Prepare e-mail B Shea on timing of coordinating answers to IRS questions for sharing with Chiampou Travis for finalization	0.1
07/11/14	WJB	Conference KEM to discuss IRS questions, use of tax attributes, potential IRS position re loss of same, analysis and course of action	0.4
07/11/14	KEM	Conference with WJB re IRS review of returns	0.4
07/16/14	WJB	Review B Shea responses to IRS questions and incorporate into omnibus response to IRS	0.7
07/17/14	WJB	Telephone call to B Shea regarding IRS question regarding receivership expenses and allocation of same during receivership, having conference call with tax accountants and arrange for setup of same	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 3 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/17/14	WJB	Telephone conference B Shea, M Horbachewski, S Brady to review draft responses to IRS questions, discussion of impact and other open questions on how to resolve and prepare notes regarding same	0.8
07/17/14	KEM	Review email questions re tax returns from Department of Justice	0.2
07/23/14	WJB	Consider response to Department of Justice in how to proceed regarding timing given Court announcement of need to deal with motion	0.1
07/25/14	WJB	Work on reply with omnibus responses to IRS	0.1
07/28/14	WJB	Continue preparation of reply to Justice Department on IRS questions incorporating answers and comments received from B Shea and M Horbachewski (.9); Prepare email with questions on particular responses to B Shea and M Horbachewski (.3); Review schedules to IRS question answers provided by Chiampou Travis (.3); Review S Brady analysis on McGinn Smith loss carry forward (.2)	1.7
07/28/14	WJB	Revise answers to IRS questions based upon supplemental answer from M Horbachewski; Revise final document	0.4
07/28/14	WJB	Finalize and send to Department of Justice answers to IRS questions with attached list of schedules for IRS to analyze	0.2
07/28/14	WJB	Prepare e-mail to SEC with answers to Department of Justice with IRS questions and report on status of same	0.1
08/05/14	WJB	Telephone call to P Sklarew at IRS concerning status and next steps re tax review process	0.4
08/05/14	WJB	Prepare e-mail M Horbachewski at Chimapou with follow-up questions from P Sklarew at Dept of Justice	0.1
08/06/14	WJB	Review M Horbachewski response re request for chart from Dept of Justice re losses; Prepare e-mail B Shea re same and response	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 4 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/07/14	WJB	Prepare for and attend status conference with Court and prepare terms of dismissal without prejudice, communicate with Court and Dept of Justice counsel re same; Prepare e-mail report to SEC re same	1.0
08/07/14	WJB	Follow-up telephone conference with Dept of Justice re next steps in light of dismissal without prejudice and Dept of Justice agreement to complete tax return review, issues identified by Dept of Justice	0.8
08/07/14	WJB	Revise e-mail report to SEC on dismissal of tax motion without prejudice and Dept of Justice promise to continue to review tax returns	0.2
09/15/14	WJB	Review two e-mails from W McGowan re filing and payment of taxes and prepare and sign reimbursement checks for same	0.2
10/15/14	WJB	Review Smith Trust tax returns and checks, sign same; Review Stipulation as filed for payment of L Smith taxes; Prepare e-mail parties re Smith Trust checks sent to IRS and NYS and holding L Smith checks pending approval of Court Order	0.4
10/17/14	WJB	Review status and prepare e-mail P Sklarew re status prior to posting status re Department of Justice and IRS on Receiver website	0.1
10/17/14	WJB	L Smith: Review Order entered re authority to pay L Smith net tax payments; Review tax returns, sign checks, and e-mail to parties confirming payment having been made	0.4
11/17/14	WJB	Review 941 deposit requirements letter from IRS for Alarm Traders	0.1
12/01/14	WJB	Review M Horbachewski e-mail on D Smith taxes and prepare reply with correct information	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 5 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/04/15	WJB	Review and sign IT-204 forms for NYS Department of Taxation and Finance for McGinn Smith Alarm Trading LLC, McGinn Smith Funding, LLC, McGinn Smith Licensing, LLC, McGinn Smith Advisors, LLC, 107th Associates, LLC, First Independent Income Notes, LLC, First Excelsior Income Notes, LLC, First Advisory Income Notes, LLC, Third Albany Income Notes, LLC, NEI Capital, LLC, Cruise Charter Ventures, IP Investors, LLC, Mr. Cranberry, LLC, MSFC Security Holdings, LLC, TDM Cable Funding, LLC, TDMM Cable Funding, LLC, and McGinn Smith Firstline Funding, LLC	0.8
02/04/15	WJB	Review and sign 18 e-file signature authorizations for New York State electronic return filing	0.4
02/06/15	WJB	Review B Shea e-mail on consent to proceed for electronic filing and payment for NYS tax returns using routing number for payment	0.1
02/06/15	WJB	Prepare e-mail B Shea re IRS notice on McGinn Smith Advisors enforcement and next steps	0.1
02/24/15	WJB	Prepare e-mail P Sklarew at Department of Justice Tax Division re status of review of McGinn Smith tax returns in light of developments and passage of time	0.2
02/24/15	WJB	Review reply e-mail from P Sklarew at Department of Justice Tax Division re promise of end of March answer by Tax Division; Prepare e-mail SEC re same	0.4
03/10/15	WJB	Review and approve 2014 IRS and NYS automatic extension requests for McGinn Smith Holdings, LLC, MSFC Securities Holdings, LLC, and TDM Cable Funding, LLC	0.4
03/10/15	WJB	Review 2014 IRS and NYS McGinn Smith Capital Holdings Corp. tax returns, IRS and NYS e-file signature authorizations and IRS and NYS forms for change of address, sign and authorize same and file documents	0.5

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 6 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/10/15	WJB	Review, approve and sign 2014 IRS and NYS tax returns for M&S Partners, IRS and NYS e-file signature authorizations, 2014 change of address reports for IRS and NYS	0.4
03/10/15	WJB	Prepare two e-mails to Chiampou with D Smith and McGinn Smith interest payment forms	0.1
03/11/15	WJB	Review, approve and sign 2014 McGinn Smith Transaction Funding Corp. IRS and NYS tax returns, address change notification form and e-file authorization form and send same to Chiampou Travis	0.3
03/12/15	WJB	Prepare letter F Hazzan re preparation of 2014 tax return extensions and income tax returns and enclosing deposit check	0.3
03/12/15	WJB	Review letter from Chiampou re IRS and NYS extensions for McGinn Smith & Co. 2014; Review extension	0.2
03/16/15	WJB	Investigation of law on how to treat worthless IRA in response to questions from McGinn Smith investors	0.1
04/01/15	WJB	Review P Sklarew e-mail on tax timing re Dept of Justice; Forward to D Stoelting	0.1
04/10/15	WJB	Begin review of IRS Department of Justice tax letter	0.2
04/10/15	WJB	Prepare e-mail SEC re Dept of Justice tax letter, identifying next steps and course of action	0.3
04/11/15	WJB	Review and authorize 2014 IRS and NYS Firstline Trust 07, Firstline Sr. Trust 07 and Firstline Trust 07 Series B tax returns, electronic authorization forms and change of address forms	0.5
04/12/15	KEM	Review letter from department of justice re returns	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 7 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/13/15	WJB	Review and authorize 2014 IRS and NYS tax returns for Firstline Sr. Trust 07 Series B, Fortress Trust 08, Integrated Excellence Jr. Trust 08, Integrated Excellence Sr. Trust 08, Pacific Trust 02, TDM Luxury Cruise Trust 07, TDM Verifier Trust 07, TDM Verifier Trust 07R, TDM Verifier Trust 08, TDM Verifier Trust 09, TDM Verifier Trust 11, TDMM Benchmark Trust 09, TDMM Cable Jr. Trust 09, TDMM Cable Sr. Trust 09 and TDM Cable Trust 06 plus electronic signature authorization forms and change of address forms	2.1
04/13/15	WJB	Review, sign and approve 2014 McGinn Smith Firstline Funding LLC IRS and NYS tax returns, e-file and change of address notifications	0.4
04/13/15	WJB	Conference KEM re Dept of Justice Section 3713 letter and course of action re receivership decision on how to treat IRS taxes in distribution plan	0.3
04/13/15	WJB	Review, sign and approve 2014 IRS and NYS Mr. Cranberry tax returns, address change notifications and attend to e-filing of same	0.3
04/13/15	WJB	Review 2014 IRS and NYS TDMM Cable Funding LLC tax returns and approve same, attend to address notifications and e-filing of same	0.4
04/13/15	WJB	Review, sign and approve 2014 IRS and NYS Seton Hall tax returns, address change notifications and e-file notifications	0.4
04/13/15	WJB	Review, sign and approve IP Investors LLC IRS, NYS and Georgia 2014 tax returns, address change notifications, extension requests and returns and attend to filing of same	0.5
04/13/15	KEM	Conference with WJB re distribution to victims/letter re tax return review	0.3
04/14/15	WJB	Conference with KEM re preliminary conclusions re Dept of Justice letter and next steps re calculation of potential final returns and implications	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 8 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/14/15	KEM	Review cases re fiduciary personal liability for taxes, conference with WJB re same	1.2
05/01/15	WJB	Locate and review tax return preparation chart	0.1
05/05/15	WJB	Review records re filed tax returns for evaluation of Dept of Justice IRS letter re distributions	0.1
05/06/15	WJB	Locate chart of filed tax returns for KEM for further due diligence in connection with Dept of Justice Tax Division letter; Prepare e-mail B Shea re potential impact of final tax returns	0.3
05/06/15	KEM	Review and reply to email from WJB re tax returns/entity listing	0.1
05/07/15	WJB	Conference with KEM re conference call with B Shea re liquidation values and final tax returns	0.1
05/07/15	KEM	Review tax return spreadsheet; Teleconference with WJB re same	0.3
05/08/15	WJB	Review e-mail exchange with B Shea, KEM to set up call re Dept of Justice letter and final tax returns	0.1
05/11/15	WJB	Review notice from NYS re TDMM Benchmark address change rejection and forward to B Shea for further action	0.1
05/11/15	WJB	Forward chart and Dept of Justice letter to B Shea per his request for evaluation of implications of final tax returns	0.2
05/11/15	WJB	Review NYC rejection of TDMM Benchmark Trust change of address notice	0.1
05/11/15	WJB	Review Dept of Justice letter in preparation for conference call with B Shea, KEM and consider distributions	0.5
05/11/15	WJB	Participate in conference call with B Shea, KEM re evaluation of Dept of Justice letter, next steps and final tax returns	0.8



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 9 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/11/15	KEM	Teleconference with WJB and B Shea re corporate tax matters in connection with investor distributions	0.6
05/12/15	WJB	Arrange to pull last file corporate returns and evaluation of Dept of Justice letter based upon 5/11 conference call with KEM, B Shea; Prepare e-mail KEM, B Shea re next steps based upon 5/11 conference call	0.4
05/13/15	KEM	Review corporate tax returns	0.4
05/15/15	KEM	Email B Shea re missing tax returns	0.1
05/18/15	WJB	Follow-up with B Shea on missing tax return for Dept of Justice final tax return project	0.1
05/18/15	WJB	Telephone call from B Shea re coordination with Chiampou on missing final returns	0.1
05/18/15	KEM	Review email from WJB re tax returns	0.1
05/20/15	KEM	Research insolvency/cancellation of debt question, begin drafting email to WJB re cancellation of debt income exposure	0.4
05/21/15	WJB	Conference KEM re tax exclusions in dealing with final issues on Dept of Justice letter	0.3
05/21/15	KEM	Continue drafting email to WJB re cancellation of debt income exposure, revise and review cancellation of debt income exposure spreadsheet, teleconference with WJB re same	1.6
05/25/15	KEM	Research cancellation of debt exclusion rules and draft email to WJB re same	2.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 10 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/26/15	KEM	Finalize email to WJB re cancellation of debt income matters, teleconference with WJB re same	0.2
05/28/15	WJB	Review KEM e-mail re COD income and prepare e-mail B Shea with instructions	0.2
05/29/15	WJB	Arrange for McGinn Smith Transaction Funding 2014 tax return to B Shea per his request	0.1
05/30/15	KEM	Review email from B Shea re cancellation of debt income questions, and reply to same	0.3
06/01/15	WJB	Review request from SEC for another copy of Dept. of Justice letter and prepare e-mail re same with explanation of potential COD income and steps being taken to analyze same	0.3
06/04/15	WJB	Review KEM chart re no tax liability on final returns projected at corporate level	0.1
06/04/15	KEM	Revise COD Income calculations	0.3
06/05/15	WJB	Prepare e-mail B Shea re request for evaluation of KEM conclusions concerning COD income and course of action re involvement of Chiampou	0.1
06/08/15	SLW	Conference KEM regarding cancellation of debt issue	0.3
06/08/15	KEM	Research trust tax considerations in connection with COD income, conference with SLW re same, email B Shea and WJB re same	1.7
06/15/15	WJB	Prepare for and participate in conference call with KEM, B Shea re final taxable income of McGinn Smith Trusts, evaluation of same in light of IRS letter, analysis and course of action including conference re obtaining last filed Trust tax returns	0.6

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 11 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/15/15	KEM	Teleconference with WJB and B Shea re trust matters, review tax trust tax returns, email WJB re same	1.5
06/16/15	WJB	Review four e-mails between B Shea and KEM re McGinn Smith Trust balance sheets; Prepare reply re timing	0.1
06/16/15	WJB	Conference KEM re need for Trust balance sheets	0.2
06/16/15	KEM	Email with B Shea re trust balance sheets	0.1
06/17/15	WJB	Review B Shea draft information request to Chiampou re need for balance sheets for 18 Trusts supporting 2014 tax returns in connection with evaluation of pro forma final tax returns based upon needs of Department of Justice letter	0.2
06/20/15	WJB	Review e-mail from KEM with analysis concerning final tax return, cancellation of debt calculations for Trust tax returns; Review same and prepare reply re estimate of potential tax liability and consider course of action	0.2
06/20/15	KEM	Review trial balances for trusts; Prepare spreadsheet re COD income; Email WJB and B Shea re same	1.8
06/23/15	WJB	Review KEM 6/23 e-mail and chart re McGinn Smith Trust tax liability projections and Integrated Excellence payments	0.3
06/23/15	WJB	Telephone conference with B Shea to discuss McGinn Smith Trust tax potential liability, reasons for same, allocation of proceeds, analysis, risks and courses of action	0.3
06/23/15	WJB	Review files for background on Integrated Excellence Note repayment and sale to D Roman; Review documentation and search files; Review J Carr e-mail re financing agreement; Review e-mail from J Carr re description of Integrated Excellence transaction and Receivable Financing Agreement and forward same to B Shea with explanation for evaluation of McGinn Smith Trust potential tax liability	0.9

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 12 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/23/15	WJB	Follow-up conference with KEM re documents re Integrated Excellence, debt vs equity; Prepare e-mail B Shea re follow-up on debt vs equity characterization	0.3
06/23/15	KEM	Email and teleconference with WJB re debt versus equity issues	0.3
06/24/15	WJB	Plan: Review Integrated Excellence Sr. Trust 08 Certificate for existence of maturity date in connection with tax analysis	0.1
06/24/15	WJB	Review e-mails from B Shea on maturity date of investments, terms of certificates and prepare reply re tax analysis (.3); Prepare e-mail KEM re debt vs equity questions (.2)	0.5
06/24/15	KEM	Review and reply to emails re trust COD income and debt/equity matters	0.2
06/25/15	WJB	Prepare e-mail B Shea re questions re distribution of funds to trust investors on pro-rata basis and reasons for same	0.3
06/25/15	WJB	Telephone call from B Shea to discuss possible courses of action re outcome on final draft tax returns for Trusts, potential taxes due, methods and alternatives, balance sheets and discussion of where assets and liabilities have been recorded and reasons for same, schedule follow-up conference call with tax partner	0.6
06/26/15	WJB	Review B Shea e-mail re impact of distribution on tax treatment	0.1
06/26/15	WJB	Prepare for and participate in conference call with B Shea, KEM to discuss Trust tax returns, possible strategies including merger, allocation of assets, computation of expenses, analysis, risks and courses of action	1.1
06/26/15	KEM	Teleconference with WJB and B Shea re Trust COD income exposure	0.7
07/05/15	KEM	Research COD income/trust merger tax consequences	1.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 13 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/06/15	KEM	Continue researching COD income/trust merger tax consequences	2.7
07/07/15	KEM	Review distributable net income rules	0.3
07/08/15	KEM	Continue review of COD income issues for trusts	0.2
07/09/15	WJB	Conference KEM re follow-up on tax issues concerning trusts	0.2
07/09/15	WJB	Locate and provide tax motion to KEM for background on Ponzi Scheme exception	0.2
07/09/15	KEM	Continue research debt discharge income tax issues in connection with trusts, conference with DJL re trust termination consequences	3.1
07/09/15	DJL	Conference KEM re trust termination consequences	0.8
07/10/15	KEM	Continue researching debt discharge income tax issues in connection with trusts, begin drafting memo re same	1.9
07/11/15	KEM	Continue researching debt discharge income tax issues in connection with trusts and drafting memo re same	2.5
07/12/15	KEM	Research trust merger issues and continue drafting memo re same and debt discharge tax issues	2.5
07/13/15	WJB	Conference with KEM re taxation on McGinn Smith trusts, COD income, use of segregated funds and coordination with Chiampou	0.4
07/13/15	WJB	Review MSFC Security Holdings LLC 2014 IRS and NYS tax returns and e-file authorizations and sign same	0.5

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 14 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/13/15	WJB	Review, sign and approve McGinn Smith & Co. IRS and NYS 2014 tax returns and e-file authorizations	0.6
07/13/15	KEM	Draft/revise memo re COD income and merger, review COD calculations and teleconference with WJB re same	2.9
07/14/15	WJB	Conference KEM re Integrated Sr. Trust amount and spreading to limit to 20%	0.2
07/14/15	WJB	Prepare e-mail B Shea re tax liability among McGinn Smith trusts	0.2
07/14/15	KEM	Review income statement prepared by B Shea, comment on same, teleconference re same/COD income considerations	0.3
07/15/15	WJB	Prepare e-mail B Shea re need to discuss excess trust proceeds	0.1
07/15/15	WJB	Telephone conference with B Shea re allocating Integrated Excellence liabilities among trusts	0.3
07/16/15	KEM	Email WJB re cash consolidation account allocation	0.1
08/28/15	WJB	Review 2014 McGinn Smith Holdings LLC NYS and IRS tax returns; Prepare e-mail B Shea for approval of same; E-mail B Shea re change in accounting method question; Execute e-file authorization and accounting change form	0.8
08/31/15	WJB	Review Revenue Proclamation 2015-14 re McGinn Smith Holdings LLC 2014 IRS tax return; Review B Shea response re revenue proclamation; Prepare e-mail KEM to confirm appropriateness of accounting change and methodology with IRS	0.2
08/31/15	WJB	Conference KEM re McGinn Smith Holdings 2014 tax return and IRS form re change in accounting methods and approval of same based upon change in IRS procedures; Prepare e-mail B Shea re same and proceeding to file tax returns	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 15 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/31/15	KEM	Review automatic accounting method change rules; Teleconference with WJB re same	0.4
10/02/15	WJB	Voicemail message K McGrath re Receiver position on payment of L Smith taxes	0.1
10/02/15	WJB	Review K McGrath reply on payment of L Smith taxes	0.1
10/05/15	WJB	Lynn Smith: Review 9/23 J McArdle letter to K McGrath for payment of L Smith taxes in light of K McGrath agreement to same on 10/2; Prepare e-mail J McArdle on process for payment of L Smith taxes	0.3
10/06/15	WJB	Prepare e-mail C Crawford re arrangements for payment of L Smith portion of taxes based upon absence of attorney given reply e-mail	0.1
10/06/15	WJB	Review C Crawford e-mail on where to send tax payments for L Smith portion of taxes; Prepare e-mail B Shea for issuance of checks to accomplish same	0.2
10/06/15	WJB	Prepare letter to G DeAngelus re L Smith tax checks	0.1
10/08/15	WJB	Telephone call from G DeAngelus, L Smith re amount of tax checks and process for payment	0.1
10/09/15	WJB	Revise letter to G DeAngelus enclosing tax checks on behalf of L Smith received from B Shea	0.2
11/09/15	WJB	Review IRS notice on McGinn Smith Holdings LLC interest payment notice	0.1
11/11/15	WJB	Review B Shea proposal re IRS on unpaid tax claim; Review IRS notice and respond to B Shea asking why interest should be paid if returns filed timely	0.3
11/11/15	WJB	Follow-up on e-mail to B Shea re claimed interest by IRS	0.1
11/12/15	WJB	Review B Shea e-mail re Chiampou timing of finishing tax returns and prepare reply re IRS claimed amount	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 16 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/16/15	WJB	Review IRS draft letter from B Shea re McGinn Smith Holdings LLC interest demand by IRS, revise same and forward to B Shea for forwarding to IRS	0.5
02/08/16	WJB	Review, approve and sign NYS Forms IT-204-LL and related forms TR-579-PT for each of McGinn Smith Holding, LLC, McGinn Smith Alarm Trading, LLC, McGinn Smith Funding, LLC, McGinn Smith Licensing, LLC, McGinn Smith Advisors, LLC, 107th Associates, LLC, First Independent Notes, LLC, First Excelsior Income Notes, LLC, First Advisory Income Notes, LLC, Third Albany Income Notes, LLC, NEI Capital, LLC, Cruise Charter Ventures, LLC, IP Investors LLC, Mr. Cranberry, LLC, MSFC Security Holdings LLC, TDM Cable Funding LLC, TDMM Cable Funding LLC, McGinn Smith Firstline Funding LLC	0.8
02/13/16	WJB	Review Chiampou Travis 1/1/16 to 2/6/16 statement, identify areas of examination and forward to B Shea re same; Review Shea examination and prepare reply re follow-up with Chiampou	0.1
02/19/16	WJB	Review McGinn Smith Firstline Funding K-1 for G Smith and forward same to G Smith	0.1
02/20/16	WJB	Review, sign and file IRS and NYS electronic filing authorization forms and IRS and NYS tax returns for Firstline Trust 07, Firstline Sr. Trust 07, Firstline Trust 07 Series B, Fortress Trust 08, Integrated Excellence Jr. Trust 08, Integrated Excellence Sr. Trust 08, Pacific Trust 02, TDM Luxury Cruise Trust 07 and TDM Verifier Trust 07	1.1
02/22/16	WJB	Review, sign and file 2015 IRS and NYS electronic filing authorizations and IRS and NYS Income Tax Returns for TDM Verifier Trust 07R, TDM Verifier Trust 08, TDM Verifier Trust 09, TDM Verifier Trust 11, TDMM Benchmark Trust 09, TDMM Cable Jr. Trust 09, TDMM Cable Sr. Trust 09 and TDM Cable Trust 06	0.8
02/22/16	WJB	Review, sign and authorize electronic filing for 2015 IRS and NYS tax returns for M&S Partners, McGinn Smith Firstline Funding, LLC, Mr. Cranberry LLC, MSFC Security Holdings LLC, Seton Hall Associates and TDMM Cable Funding LLC	0.7



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 17 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/22/16	WJB	Review Chiampou 2015 IRS and NYC Extension Requests for McGinn Smith Holdings, LLC; Prepare e-mail B Shea re reasons and basis for same	0.1
03/14/16	WJB	Review e-mail from Chiampou and prepare reply to identify taxes due	0.1
03/15/16	WJB	Review 2015 McGinn Smith Capital Holdings Corp. IRS and NYS tax returns and e-file authorizations, sign and file same	0.3
03/15/16	WJB	Review 2015 McGinn Smith Transaction Funding Corp. IRS and NYS tax returns and e-file authorizations, sign and file same	0.3
03/15/16	WJB	Review 2015 McGinn Smith & Co. Inc. IRS and NYS tax returns and e-file authorizations, sign and file same	0.3
03/15/16	WJB	Review e-mail from Chiampou re filing deadline and prepare reply re returns to identify and filing timeline	0.2
03/17/16	WJB	Review IRS decision denying waiver of interest for failure to file 2008-2011 McGinn Smith Holdings tax returns prior to Receivership period; Prepare e-mail B Shea re next steps	0.2
03/18/16	K-K	Docket last day to appeal IRS decision on McGinn Smith Holdings' failure to file penalty for 2008-2011	0.2
03/21/16	WJB	Review returned mail from M McGinn K-1 and follow-up on address search	0.1
04/06/16	WJB	Smith Trust: Review e-mail from G Smith inquiring re tax dividend statement received re CIFIC and prepare reply providing 2012 report mentioning equity interest in same	0.2
05/10/16	WJB	Review draft appeal document prepared by B Shea for appeal of McGinn Smith Holdings late filing from pre-Receivership period based upon prior successful appeals; Prepare e-mail B Shea with same and instructions to file	0.9

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 18 of 19

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/25/16	WJB	Prepare e-mail R Weiss re whether Hodgson Russ has address for M McGinn given failed attempts to deliver 2015 McGinn Smith Firstline Funding K-1's	0.2
06/07/16	WJB	Review e-mail from D Keenholts with letter from Texas Attorney General re franchise tax claim as allegedly due and prepare reply; Review B Shea e-mail re same and prepare reply	0.2
06/10/16	WJB	Review NYS Dept of Tax and Finance adjustment to MS Capital Holdings account	0.1
06/11/16	WJB	Prepare e-mail to and review e-mail from B Shea re Texas tax claim for alleged taxes and question whether there were alarm contracts in existence at relevant times	0.1
06/13/16	WJB	Review Texas attorney general letter re Alarm Traders alleged franchise tax claim; Telephone Zach Sexton re claim; Prepare reply letter to Texas attorney general	0.3
06/13/16	WJB	Review email from Zach Sexton of Texas Attorney General closing file on alleged franchise tax claim and forward to Brian Shea and Doug Keenholts	0.2
06/21/16	WJB	Review A Ornowski e-mail re NYS Dept of Taxation and Finance adjustment to McGinn Smith Capital Holdings tax account	0.1

CURRENT FEES

\$30,825.00

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00015 Tax Issues  
August 17, 2017

Invoice Number 915100

Page 19 of 19

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Duplicating A1, 22 Page(s)	2.20
Duplicating A1, 41 Page(s)	4.10
Duplicating A1, 128 Page(s)	12.80
Duplicating A1, 12 Page(s)	1.20
Duplicating A1, 6 Page(s)	0.60
Duplicating A1, 2 Page(s)	0.20
Duplicating A1, 111 Page(s)	11.10
Duplicating A1, 88 Page(s)	8.80
Duplicating A1, 114 Page(s)	11.40

CURRENT EXPENSES

52.40

TOTAL AMOUNT OF THIS INVOICE

\$30,877.40

\*\*\*PAYMENT DUE UPON RECEIPT\*\*\*

# **CATEGORY R**

**WILLIAM J. BROWN, AS RECEIVER FUNCTION**



## Phillips Lytle LLP

Attorneys at Law  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203-2887  
 Telecopier # (716) 852-6100  
 (716) 847-8400  
 FED I.D. #16-0505790

William J. Brown, Esq.  
 Phillips Lytle LLP  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203

Invoice Number 915101  
 Invoice Date 08/17/17  
 Client Number 33474  
 Matter Number 00017  
 W J Brown

---

**Re: W.J. BROWN, AS RECEIVER FUNCTION**

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2016:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/03/14	WJB	99 Pine Street: Review July rent statement with increase in charges for storage and prepare e-mail B Shea re request for analysis and course of action in connection with surrendering of office space at 99 Pine Street	0.1
07/03/14	WJB	Prepare e-mail B Shea re McGinn Smith Capital Holdings Fidelity fund report	0.1
07/07/14	WJB	99 Pine Street: Review B Shea analysis re lease payments and amounts subsequent to surrender of office space and approve same	0.1
07/07/14	WJB	McGinn Smith Capital Holdings: Review B Shea reply re background on McGinn Smith Capital Holdings account at Fidelity as RMR account in response to inquiry re same based upon receipt of statement	0.2
07/07/14	WJB	Extended telephone call from G and C VonGlinow (investors) re review of status of case, questions about next steps, analysis re recovery and investments	0.6

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 2 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/08/14	WJB	Review, sign and approve checks and forward to B Shea	0.1
07/08/14	WJB	Telephone call from reporter from Schenectady Gazette requesting update, discussion of Sacandaga property sale and reference to Receiver website	0.3
07/08/14	WJB	Review three M&T bank statements for June 2014 and two HSBC bank statements for June 2014	0.1
07/09/14	WJB	Work on posting up updates to website	0.1
07/09/14	WJB	Review Law 360 article on summary judgment motions and implications	0.1
07/10/14	WJB	Alarm Traders: Review and approve payroll	0.1
07/10/14	WJB	Telephone call from B Lyons at Times Union re update on various events, summary judgment motion, Sacandaga residence sale and other items, referral to Receiver website	0.3
07/10/14	WJB	Review newspaper and legal publications on summary judgment motion by SEC and implications	0.1
07/11/14	WJB	Review and update Receiver website with developments concerning SEC motion for summary judgment, implications re same, IRS ongoing review of tax returns, and amounts on hand for distribution and sale of Sacandaga property, revise same, check source documents for accuracy	1.6
07/14/14	WJB	Reply to two e-mails from Monica and Peter Check re distribution, IRS and summary judgment motion	0.3
07/16/14	WJB	Prepare draft postings for most recent court filings	0.1
07/18/14	WJB	Review P Zindell e-mail on SIPC statement and prepare reply concerning Stanford result	0.1
07/21/14	WJB	Review RMR monthly statement and forward to Brian Shea for reconciliation	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 3 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/21/14	WJB	Teleconference from D. Blake regarding Livingston's insurance policy and conversion to whole life	0.2
07/21/14	WJB	Review newly received M&T Bank statements and forward to Brian Shea for reconciliation and respond to Brian Shea inquiry concerning additional missing statements	0.2
07/22/14	WJB	Review revised website update for SIPC as posted for investor notification	0.1
07/22/14	WJB	Prepare email to B. Shea with ING check and question regarding Pension Works	0.1
07/22/14	WJB	Review Anadarko Petroleum class action settlement; prepare letter to B. Shea to analyze same	0.2
07/22/14	WJB	Prepare letter to B. Shea regarding four Massachusetts Mutual letters with George Lex information, Cops Monitoring, and Mako Surgical Corp.	0.5
07/23/14	WJB	Review reply email concerning T. Livingston life insurance policy and need for receipt of documents to describe proposed new policy	0.1
07/24/14	WJB	Review Alarm Trader's payroll; prepare email to B. Shea regarding approval	0.1
07/24/14	WJB	Teleconference from D. Blake regarding follow-up on Livingston life insurance conversion issue to whole life policy	0.1
07/24/14	WJB	Review National Life Insurance - T. McGinn life insurance policy bills; prepare email to B. Shea regarding concern of exhaustion of cash value	0.2
07/25/14	WJB	Review email from S. Donovan regarding McGinn Smith status and prepare reply regarding information contained on website concerning her firm's client investors	0.2
07/25/14	WJB	Two teleconferences from J. Alaskey regarding locating his claim, review computer file; discussion of claims process and claims	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 4 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/26/14	WJB	Prepare reply to B Shea analysis re T McGinn life insurance policy and request follow-up on net cost per annum	0.1
07/29/14	WJB	Review and sign checks and return to B Shea	0.2
08/01/14	WJB	Update website for civil action entries on 7/31/14	0.1
08/04/14	WJB	Review cash report received from B Shea on 8/2	0.1
08/04/14	WJB	Telephone call from J Burke re address change	0.1
08/05/14	WJB	Review, sign and approve checks and return to B Shea	0.2
08/06/14	WJB	Livingston: Review letter from T Livingston containing series of post-dated checks to 12/2014 for deposit monthly; Dictate deposit arrangements and situation to B Shea and place checks in safe	0.2
08/08/14	WJB	Telephone call from lawyer at Hinman Howard re McGinn status	0.1
08/11/14	WJB	Alarm Traders: Review and approve payroll and forward to B Shea	0.1
08/11/14	WJB	Telephone call from A Greenburg re 401K in McGinn Smith investments	0.2
08/14/14	WJB	KeyBank: Telephone call from G Mohan at KeyBank re possible investment alternatives for McGinn Smith investor funds recovered by Receiver, potential rates and mechanisms	0.3
08/14/14	WJB	Prepare e-mail to B Shea requesting interest rate chart regarding current deposits with recovered funds	0.1
08/18/14	WJB	Telephone call to B Shea re rate comparison of various lenders, procedures for banking and next steps	0.3
08/19/14	WJB	Review various pieces of correspondence, J Few settlement checks and arrange for deposit of same	0.2



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 5 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/19/14	WJB	Prepare e-mails to B Shea re Windstream (.1), Mass Mutual George Lex payments (.1), Kinderhook Bank statements for two accounts relating to Smith Trust (.2)	0.4
08/19/14	WJB	Review various bank account statements including First Niagara Bank McGinn Smith Firstline account (.1), First Niagara Bank McGinn Smith & Co account (.1), M&T account analysis statement for Alarm Trading (.2), M&T account analysis statement for First Excelsior (.1)	0.5
08/19/14	WJB	Review M&T Benchmark (.1), M&T Alarm Trading (.1) and M&T FIIN (.1) bank account statements and forward to B Shea for review and reconciliation	0.3
08/19/14	WJB	Review HSBC Cruise Charter Ventures and TAIN bank account statements	0.1
08/19/14	WJB	Conference G Nagle at HSBC re movement of McGinn Smith deposits and possible contacts of interest re increase	0.1
08/20/14	WJB	Telephone all from S Cedar as investor re update on developments	0.2
08/25/14	WJB	Review correspondence received re class action concerning Bestas Wind Systems	0.1
08/25/14	WJB	Review T McGinn National Life annual report re cash value and depreciation to pay premiums; Prepare e-mail B Shea re analysis and recommendations re depreciation of cash value and ongoing payments	0.5
08/25/14	WJB	Review Halstead class action settlement re iParty Corp.; Prepare letter B Shea to identify affected party	0.2
08/25/14	WJB	Review Halstead class action settlement re Central Distribution Corp.; Prepare letter B Shea to identify affected party	0.1
08/25/14	WJB	Review Halstead class action settlement re Hansen Natural; Prepare letter B Shea to identify affected party	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 6 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/25/14	WJB	Review Halstead class action settlement re Vestas Wind; Prepare letter B Shea to identify affected party	0.1
08/25/14	WJB	Review e-mail from B Shea on T McGinn life insurance policy, life expectancy issues and determination to continue with policy as is	0.1
08/26/14	WJB	Telephone call from C Ramsey re status of case and explanation of SIPC statute and impact of Court decisions re same on McGinn Smith estate	0.3
08/26/14	WJB	Review Mass Mutual George Lex check and information and forward same to B Shea	0.2
08/28/14	WJB	Telephone call from S Algretta re status of case	0.3
09/02/14	WJB	Consider KeyBank Investment as alternative to M&T deposits given alternative interest rates	0.1
09/02/14	WJB	Review 99 Pine Street rent bill for September 2014; E-mail rent bill to B Shea and sign checks and return same to B Shea for payment	0.4
09/02/14	WJB	Prepare for call with T Oexle of KeyBank re deposit proposal; Participate in call with T Oexle re terms of KeyBank proposal; E-mail B Shea re same re benefits and analysis	0.4
09/02/14	WJB	Revise KeyBank proposal e-mail and analysis and forward same to B Shea	0.1
09/04/14	WJB	Review S Rothstein settlement in Ponzi scheme for comparison between criminal and bankruptcy court distribution of proceeds	0.1
09/04/14	WJB	Review First Niagara Bank statements and forward to B Shea for reconciliation	0.1
09/04/14	WJB	Review Delaware Investment notice to fund investors and send e-mail to B Shea re distribution	0.2
09/04/14	WJB	Telephone call from J McHugh re investor questions re status	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 7 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/05/14	WJB	Review B Shea reply on reducing eSozo bill re computer assistance	0.1
09/05/14	WJB	Review HSBC Cruise Charter Ventures statement and forward to B Shea for reconciliation	0.1
09/06/14	WJB	Review and approve payroll and forward to B Shea	0.1
09/06/14	WJB	Review HSBC Third Albany Income Notes checking account statement and eleven M&T Bank checking account statements and forward to B Shea for reconciliation	0.3
09/09/14	WJB	Telephone call from H George re status of McGinn Smith case and amount of distribution	0.1
09/10/14	WJB	KeyBank: Review T Oexle e-mail on deposits, consider same and prepare reply re establishing new account	0.1
09/11/14	WJB	Review August RMR statement and send to B Shea with questions on listed securities (.1); Review Mass Mutual G Lex statement and send to B Shea for follow-up (.1); Review City of Sacramento claim re license renewal and request to terminate permit and send to B Shea to accomplish same (.2)	0.4
09/12/14	WJB	Telephone call from J Bowen, investor, concerning loss carry forward and Receivership expenses	0.3
09/16/14	WJB	Review M/M Lapham letter, consider reply and prepare draft reply concerning updated facts rebutting statements and providing current information	0.4
09/16/14	WJB	Prepare e-mail D Stoelting re M/M Lapham letter response in response to inquiry from SEC	0.1
09/17/14	WJB	Review account information received from B Shea as requested by KeyBank and forward to KeyBank re new account; Prepare e-mail E Hackett with information as requested; E-mail B Shea re calculation of amount to be deposited at KeyBank and process re disbursement account being maintained at M&T	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 8 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/17/14	WJB	KeyBank: Prepare reply to T Oexle re questions concerning KYC information for new Receiver account	0.2
09/17/14	WJB	Prepare e-mail A Bambach re Lapham letter and status of same providing copy of letter	0.1
09/17/14	WJB	KeyBank: Revise e-mail to T Oexle re KYC materials for new McGinn Smith Receiver account	0.1
09/17/14	WJB	Telephone call from H Hopper re taking losses on tax returns, IRA Services and existence of claim; Prepare notes re same	0.3
09/17/14	WJB	Review B Shea e-mail re KeyBank amount for transfer and prepare reply re KeyBank/Seton account separate and reasons for same	0.1
09/18/14	WJB	Review letter from L Palmer, Esq. re estate of J Schmitt; Prepare e-mail B Shea to locate initial contributions	0.3
09/26/14	WJB	Telephone call from W Steinkirchner, investor, re status of Receivership	0.1
09/26/14	WJB	Review e-mail from J Burden requesting fiduciary deposit account agreements for HSBC and prepare reply re forms needing completion by HSBC before execution by Receiver	0.2
09/26/14	WJB	Review e-mail from A Kogutt and attempt to reach her re Stanford investor group; Prepare e-mail re same	0.1
09/26/14	WJB	Review R Stein e-mail re Z Rosenblum at Senator Schumer's office and prepare e-mail Z Rosenblum re McGinn Smith and SIPC statute	0.3
09/29/14	WJB	Review KeyBank cash management agreement and prepare necessary information to E Hackett at KeyBank	0.2
09/29/14	WJB	Conference T Oexle, E Hackett to sign KeyBank new account forms	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 9 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/30/14	WJB	HSBC: Review fiduciary account agreement delivered by HSBC; Prepare e-mail B Shea requesting EIN numbers for relevant McGinn Smith entities	0.2
09/30/14	WJB	Aquatic Development: Review check received from Aquatic as initial settlement payment, endorse and prepare instructions for deposit re same	0.1
09/30/14	WJB	Review bill from Ontel Security and Alarm Claim Report (.1); Forward to B Shea requesting notification of new account holder and termination of service (.1)	0.2
09/30/14	WJB	Prepare reply letter to City of Boca Raton re T McGinn water and sewer bill	0.1
09/30/14	WJB	Review Morgan Stanley RMBS settlement and prepare letter to B Shea re need to identify customers	0.2
09/30/14	WJB	KeyBank: Set up secure message authorization and review information from KeyBank on checking account and checks	0.1
09/30/14	WJB	KeyBank: Send account details to B Shea and discuss M&T transition	0.2
09/30/14	WJB	Revise Morgan Stanley RMBS letter to B Shea to identify customers	0.1
10/01/14	WJB	E-mail L Whelan at HSBC with information requested by HSBC as to EINs re two McGinn Smith Receiver accounts	0.1
10/01/14	WJB	Telephone call from S Brandon as investor re status including IRS and timing of SEC action versus Smiths re disputed money	0.2
10/02/14	WJB	Prepare e-mail B Shea re possible Monday meeting with M&T and agenda for same	0.1
10/02/14	WJB	Review e-mail from T Oexle on whether physical address exists in Albany for Receiver as part of KeyBank know thy customer investigation; Prepare reply re transactional history	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 10 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/02/14	WJB	Telephone call from C Dot as investor re IRS status, income tax, sale of camp, and Smith Trust litigation	0.2
10/02/14	WJB	Review checks from B Shea, sign same and send back; Review and distribute 99 Pine Street invoice to B Shea for stored records	0.2
10/02/14	WJB	Review situation with transfer of bank accounts from M&T to KeyBank, attend to details	0.1
10/02/14	WJB	Prepare agenda for meeting with B Shea and M&T Bank and coordination re same	0.2
10/02/14	WJB	Telephone call to T Oexle re further know your customer requirements for KeyBank and information re same concerning McGinn Smith offices and Receiver offices; Prepare e-mail T Oexle at KeyBank summarizing same	0.4
10/02/14	WJB	Telephone call from A Peterson at HSBC re information needed for McGinn Smith Receiver accounts	0.1
10/03/14	WJB	Prepare e-mail to T Oexle on KYC status at KeyBank and review reply for opening of account	0.1
10/03/14	WJB	Telephone call from T Oexle re need for confirming letter re WJB employment at Phillips Lytle for KYC process and other required information for opening of KeyBank account; Coordinate information request with B Shea	0.2
10/03/14	WJB	Prepare e-mail B Shea re amount to transfer from M&T Bank to KeyBank and approve letter to T Oexle at KeyBank re confirmation of employment at Phillips Lytle for KYC purposes	0.2
10/04/14	WJB	Prepare lists of open tasks to B Shea in preparation for 10/6/14 meeting	0.2
10/06/14	WJB	Travel from NYC office to Albany for meeting with M&T Bank and B Shea (Total travel time 3.8 hours)	1.9

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 11 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/06/14	WJB	No Charge: Travel from NYC office to Albany for meeting with M&T Bank and B Shea (Total travel time 3.8 hours)	1.9
10/06/14	WJB	Travel from Albany following meetings with M&T Bank and B Shea to NYC office (Total travel time 3.2 hours)	1.6
10/06/14	WJB	No Charge: Travel from Albany following meetings with M&T Bank and B Shea to NYC office (Total travel time 3.2 hours)	1.6
10/07/14	WJB	Review B Shea 10/3 payroll request and approve same; Prepare e-mail re same	0.1
10/07/14	WJB	Review multiple bank status re Receiver deposits	0.2
10/08/14	WJB	Telephone call from R Gold as investor re status	0.1
10/08/14	WJB	HSBC: Prepare two forms for HSBC for accounts maintained at HSBC re EIN numbers and other disclosures required by HSBC for maintenance of accounts; Prepare e-mail to HSBC re same	0.4
10/08/14	WJB	Prepare three e-mails to B Shea re KeyBank statement, KeyBank account materials and Pension Works bill	0.1
10/08/14	WJB	Review Dinosaur Securities letter re change of clearing agent; Prepare e-mail B Shea re same	0.1
10/08/14	WJB	Review two HSBC Bank statements, nine M&T Bank statements, two First Niagara Bank statements and two Kinderhook Bank statements and forward to B Shea for reconciliation and posting	0.2
10/08/14	WJB	Attend to administrative detail	0.1
10/09/14	WJB	Review e-mail from T Oexle at KeyBank re status of wire transfer from incumbent bank; Prepare reply; Prepare e-mail B Shea re initiating wire transfer from M&T to KeyBank and instructions re same	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 12 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/10/14	WJB	Telephone message from W Witzleben at M&T re account transfer and reasons for same; Telephone call to W Witzleben re expectation of transfer on next business banking day	0.1
10/13/14	WJB	Review TAIN and Cruise Charter Ventures W-9s requested by HSBC; Prepare e-mail L Whelan at HSBC re same following completion	0.2
10/14/14	WJB	Attend meeting at M&T Bank to withdraw funds and meeting at KeyBank to deposit funds into new Receiver account including follow-up conversations with M&T officer and T Oexle at KeyBank	1.4
10/14/14	WJB	Telephone call from W Witzleben at M&T Bank re transfer of funds and documents needing to be signed and arrangements for same	0.2
10/14/14	WJB	Locate residential sale Order requested by N McGinn for forwarding to her at her request	0.1
10/14/14	WJB	Organize KeyBank deposits and M&T withdrawal slip information and forward copies to B Shea for reconciliation	0.1
10/14/14	WJB	Telephone call from J Mitzel as investor re Z Rosenblum e-mail concerning Stanford investors and IRS	0.3
10/14/14	WJB	Review and sign checks received from B Shea	0.1
10/14/14	WJB	Prepare e-mail B Shea with M&T Bank and KeyBank deposit proof and explanation	0.2
10/15/14	WJB	Review payroll request and authorize same by reply e-mail to B Shea	0.1
10/15/14	WJB	Revise e-mail to B Shea with KeyBank deposit information establishing new account	0.1
10/15/14	WJB	Prepare e-mail B Shea re M&T Bank deposit	0.1
10/16/14	WJB	Review multiple e-mails from and to B Shea re M&T to KeyBank transfer and follow-up	0.2



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 13 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/16/14	WJB	Telephone call from T Oexle, T Vail at KeyBank re request for official check and requirements for same	0.2
10/16/14	WJB	Prepare e-mail B Shea to confirm KeyBank withdrawal amount and process	0.1
10/16/14	WJB	Attend to KeyBank final paperwork wrap-up and official check request, details and endorsements	0.2
10/16/14	WJB	Telephone call from J Delaney as investor re status	0.2
10/16/14	WJB	Telephone call from C Johns Esq. on behalf of investor, S Reindollar, re status and various questions re losses and other matters	0.2
10/17/14	WJB	Review e-mail from N Sadhak at M&T Bank to confirm MS Holdings LLC account closure and prepare reply	0.1
10/20/14	WJB	Prepare response on status of case to D Newcomb	0.1
10/20/14	WJB	Telephone call from D Hargrave re his belief that website posting means no distribution because of SIPC decision and discussion of why same is not true, status of case and next steps	0.3
10/22/14	WJB	Telephone call from J Pozzuoli re status including taxes and IRS	0.2
10/23/14	WJB	Review B Shea e-mail on eSozo and decommissioning services; Prepare reply re investor plan	0.1
10/24/14	WJB	Telephone call from R Rogers re current status of IRS and tax return issue, interpretation for meanings to investors and next steps	0.2
10/24/14	WJB	Forward insurance bill re T McGinn to B Shea	0.1
10/28/14	WJB	Review and approve payroll; Prepare e-mail B Shea re same	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 14 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/28/14	WJB	Review e-mail from D Gold re basis in investment; Prepare e-mail B Shea re rollover issues	0.1
10/28/14	WJB	Prepare e-mail B Shea re count of investors in light of U.S. Attorney inquiry	0.1
10/31/14	WJB	Telephone call from B Shea re questions on calculating investor list	0.1
11/10/14	WJB	Review two First Niagara Bank account statements, two HSBC bank account statements, Kinderhook savings account statement and nine M&T Bank account statements and forward to B Shea	0.3
11/13/14	WJB	Review payroll request from B Shea, approve same and e-mail approval	0.1
11/14/14	WJB	Review RMR statement and forward to B Shea for reconciliation	0.1
11/14/14	WJB	Review KeyBank statement and forward to B Shea for reconciliation	0.1
11/14/14	WJB	Review M&T Bank statements and forward to B Shea for reconciliation	0.1
11/14/14	WJB	Review B Shea e-mail on payment of bills and prepare reply re same	0.1
11/17/14	WJB	Review Windstream invoice and forward to B Shea	0.1
11/24/14	WJB	Review, sign and approve checks and return to B Shea	0.1
12/01/14	WJB	Attend to review and signing of checks and forwarding to B Shea	0.1
12/01/14	WJB	Review Hartford Insurance premium bill and prepare letter B Shea to review same with broker	0.1
12/01/14	WJB	Review correspondence from Mass Mutual re G Lex statement and e-mail to B Shea re same	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 15 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/02/14	WJB	Telephone call from Nisch at M&T re whether tax checks were signed by bank for Smith taxes	0.1
12/04/14	WJB	Attend to matters re M&T banking relationship, IP voice communications and notice re same in preparation for e-mail to B Shea re termination of service	0.2
12/08/14	WJB	Prepare draft reply e-mail to A Werksman in response to his letter to Judge Hummel	0.2
12/09/14	WJB	Finalize reply to A Werksman in response to letter to Judge Hummel	0.4
12/09/14	WJB	Prepare e-mail C Mezoff at Judge Hummel's Chambers re A Werksman reply letter	0.2
12/09/14	WJB	Review two HSBC Bank statements and one KeyBank statement for reconciliation and forward to B Shea re same	0.2
12/09/14	WJB	Review National Financial Services statement and reverse split re Newmarket; Prepare e-mail B Shea re same	0.1
12/09/14	WJB	Review Mass Mutual G Lex check and statement and forward to B Shea	0.1
12/10/14	WJB	Telephone call from C Honeywall, Esq. re Forgea FINRA claim	0.3
12/11/14	WJB	Review NYS Insurance Fund letter and forward to B Shea re renewal	0.1
12/11/14	WJB	Review, approve and sign checks and forward to B Shea	0.1
12/11/14	WJB	Review M&T account analysis and forward to B Shea	0.1
12/11/14	WJB	Review HSBC Cruise Charter Ventures mailing re new bank account rules and implications for McGinn Smith	0.1
12/12/14	WJB	Review payroll and approve same and forward to B Shea	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 16 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/12/14	WJB	Review and tickle termination date for B Shea employment agreement	0.1
12/19/14	WJB	Review letter received from B Shea re NYS insurance payment, sign checks and forward to B Shea	0.1
12/24/14	WJB	Telephone call from B Shea re R McFarlane and CMS status, review and approve payroll	0.2
01/02/15	WJB	Telephone call from M Lasko, as investor, re status	0.1
01/05/15	WJB	Review TAIN bank account statement and 1099 and forward to B Shea	0.1
01/05/15	WJB	Review M&T Bank fee statement increase for banking services and prepare letter B Shea re same	0.1
01/06/15	WJB	Review Cruise Charter Ventures account statement, M&T statements for Benchmark, Seton Hall, Alarm Trading and MS Holdings and forward to B Shea for review and posting	0.2
01/06/15	WJB	Review multiple 1099 forms received from HSBC and forward to B Shea for preparation of tax returns	0.1
01/07/15	WJB	Review, approve and sign checks; Prepare letter B Shea returning checks and questioning postage charge	0.2
01/08/15	WJB	Review B Shea e-mail re payroll; Review same and approve	0.1
01/12/15	WJB	Review NYS Insurance Fund Workers Compensation report form and prepare letter B Shea re same for completion; Review Pension Works quarterly bill and forward to B Shea for payment; Review NFS McGinn Smith Capital Holdings statement for fourth quarter 2014 and McGinn Smith & Co. statement for December 2014 and forward to B Shea	0.4
01/12/15	WJB	Endorse J Few check and deposit same; Review John Hancock statement and forward to B Shea for reconciliation	0.1
01/12/15	WJB	Review Dinosaur Securities statement for 12/2014 and forward to B Shea for reconciliation	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 17 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/12/15	WJB	Review M&T bank statement and forward to B Shea	0.1
01/16/15	WJB	Review B Shea request to purchase minimal shelving; Prepare reply re delivery of sale proceeds and Bill of Sale; Review Times Union article	0.2
01/21/15	WJB	Prepare reply letter to W Stouffer inquiry re status of IRS and distributions enclosing copy of letter to Judge Hurd re criminal restitution	0.2
01/23/15	WJB	Review payroll request from B Shea, approve and prepare reply re same	0.2
01/23/15	WJB	Prepare updates for Receiver website re status of various matters	0.4
01/23/15	WJB	Review G Lex Mass Mutual statement and forward to B Shea (.1); Review Kinderhook savings statement and prepare letter Kinderhook Bank re non-dormancy of account (.1); Review KeyBank statement and forward to B Shea for recording and reconciliation (.1); Review Kinderhook checking account statement and forward to B Shea for recording and reconciliation and to G Smith (.1); Review National Life premium statement for T McGinn and forward to B Shea (.1)	0.5
01/26/15	WJB	Prepare reply to D Newcomb re inquiry re status	0.1
01/28/15	WJB	Review, sign and approve checks and forward to B Shea; Review Bill of Sale for shelving and consideration for same	0.2
01/29/15	WJB	Review KeyBank 2014 1099 and forward to B Shea for dealing with tax returns	0.1
01/29/15	WJB	Review Mass Mutual Lex statement and check and forward to B Shea with deposit information	0.1
01/29/15	WJB	Review US Trust McGinn Smith Incentive Plan 401K profit sharing statement for T McGinn for 2014 and for Fourth Quarter and forward to B Shea with questions	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 18 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/29/15	WJB	Review M&T 2014 1099 and forward to B Shea for inclusion in tax reporting	0.1
01/29/15	WJB	Review ING VOYA check on commission and send to B Shea for deposit and prior check re same and notify VOYA of change of address	0.1
01/30/15	WJB	Deal with VOYA check issues following review of prior November check deposit issues, endorse checks and deposit per B Shea instructions	0.1
01/30/15	WJB	Review various correspondence from investors and creditor parties	0.3
02/03/15	WJB	J Few: Prepare e-mail B Shea following receipt of \$500 check from J Few and necessary follow-up concerning final installment payment	0.1
02/03/15	WJB	Review February rent invoice received 2/3 and forward to B Shea	0.1
02/06/15	WJB	Review HSBC TAIN and Cruise Charter Ventures statements and forward to B Shea	0.1
02/09/15	WJB	Review e-mail from J Ritz and prepare reply with duplicate W-2 and evidence of prior mailing	0.1
02/09/15	WJB	Review KeyBank January statement and four M&T Bank statements and forward to B Shea for recording and reconciliation	0.2
02/09/15	WJB	Review NFS January 2015 statement and forward to B Shea for reconciliation and recording	0.1
02/09/15	WJB	Telephone call from S Stallad re assistance with Receiver website	0.2
02/10/15	WJB	Review Mass Mutual statement re W Lex and forward to B Shea	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 19 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/16/15	WJB	Review M&T account analysis and forward to B Shea to record and reconcile	0.2
02/18/15	WJB	Prepare two e-mails with B Lyons at Times Union re Judge Sharpe decision	0.1
02/18/15	WJB	Telephone call from B Lyons at Times Union re questions re Judge Sharpe decision on SEC motion for summary judgment	0.2
02/19/15	WJB	Review Times Union article on Judge Sharpe decision on summary judgment motion	0.1
02/19/15	WJB	Review and approve payroll and forward to B Shea for administration	0.1
02/19/15	WJB	Forward various bills and checks to B Shea	0.1
02/23/15	WJB	Review NYS Unemployment Notice re rates for unemployment insurance and forward to B Shea	0.1
02/23/15	WJB	Telephone call from A Bailey, investor, re website and update re status of various matters of interest to investors	0.2
02/24/15	WJB	Telephone call from D Anthony, investor, re his direct claim in CMS, IRA servicing notice from NFS, total claims, custodial roles, role of brother as broker and related matters, status update	0.6
02/24/15	WJB	Review G Lex statement and check from Mass Mutual commission deposit and forward to B Shea	0.1
03/04/15	WJB	Telephone call from B Conarck at Law 360 re off the record explanation of Smith Trust and disgorgement	0.3
03/05/15	WJB	Review two new articles re disgorgement motion	0.1
03/05/15	WJB	Review Law 360 article on disgorgement motion	0.1
03/05/15	WJB	Review Law 360 disgorgement article	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 20 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/06/15	WJB	Telephone call from R Marquadt on behalf of Dr. Chang re SEC Fair Fund as a result of broker trial, fraudulent conveyance claims against Wm Lex and other status matters	0.3
03/06/15	WJB	Telephone call from M Anthony, as investor, re CMS direct claim	0.2
03/09/15	WJB	Review HSBC TAIN bank account statement, National Financial Services statement and KeyBank statement and forward to B Shea	0.1
03/09/15	WJB	Review 99 Pine Street rent bill and forward to B Shea	0.1
03/09/15	WJB	Review KeyBank statement, four M&T Bank statements and two FNB statements and forward to B Shea	0.2
03/09/15	WJB	Review Kinderhook Bank Business Money Market statement and savings account statement and forward to B Shea	0.1
03/10/15	WJB	Alarm Traders: Review B Shea employment agreement in anticipation of call re extension of same (.1); Telephone conference with B Shea re extension and terms of same (.1)	0.2
03/10/15	WJB	Telephone call from M Anthony as investor re he holds Class A bonds in CMS and identification has direct investment with CMS	0.1
03/10/15	WJB	Prepare e-mail B Shea on employment extension follow-up	0.1
03/10/15	WJB	Telephone call from T Carroll re P Carroll address and follow-up re same	0.1
03/11/15	WJB	Alarm Traders: Review payroll request, approve same and prepare e-mail B Shea re same	0.1
03/12/15	WJB	Review Mr. Lex commission report and forward to B Shea	0.1
03/12/15	WJB	Review IRS letter to T McGinn and forward to prison address including cover letter to T McGinn	0.1
03/12/15	WJB	Review Hartford Insurance bill and forward to B Shea	0.1



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 21 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/16/15	WJB	Review four M&T account analysis statements and forward to B Shea	0.1
03/16/15	WJB	Telephone call from C Dott re Pine Meadows Training Facility in Boynton Beach, FL as having involved T McGinn; Status of Receivership and other questions as investor	0.3
03/16/15	WJB	Telephone call from A Garfinkle, investor, re status and course of action	0.2
03/17/15	WJB	Review B Shea signed part-time employment agreement and attend to filing of same; Review B Shea e-mail re missing Cruise Charter Ventures/HSBC Bank statement and request for copy	0.1
03/17/15	WJB	Review HSBC/Cruise Charter Ventures statement and forward to B Shea	0.1
03/18/15	WJB	Review, sign and return to B Shea ordinary course checks for Receiver operations	0.2
03/19/15	WJB	Review B Shea letter re insurance policy and coverage	0.1
03/20/15	WJB	Review payroll request, approve same and forward to B Shea	0.1
03/23/15	WJB	Telephone call from K Lynch as McGinn Smith investor re access to claims website	0.2
03/23/15	WJB	Telephone call from J Burke as McGinn Smith investor to explain FINRA arbitration process	0.2
03/23/15	WJB	Review letter from K Lynch as investor re second notice of address change	0.1
03/24/15	WJB	Telephone call from J Bowen as investor to discuss investor losses, tax deduction, explanation of calculation of disgorgement amount and recent SEC filing	0.4
03/25/15	WJB	Telephone call from S Bejian investor and forward to KML5 for processing	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 22 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/26/15	WJB	Prepare e-mail B Shea re Hartford Insurance with instructions to pay balance due	0.1
03/26/15	WJB	Review FNB 1099 for 2014 and forward to B Shea for inclusion in tax return information	0.1
03/27/15	WJB	Review inquiry from K and A Morrison and prepare reply responding to information request	0.2
03/30/15	WJB	Review request for quote from Law 360 re District Court decision; Prepare and respond to same	0.2
03/31/15	WJB	Review weekly cash flow report from B Shea	0.1
03/31/15	WJB	Telephone call from D Rocca as investor re status and follow-up questions	0.2
03/31/15	WJB	Prepare notes to file re D Rocca as investor call	0.1
04/01/15	WJB	Telephone call from J McHugh, investor, re payments to IRA Services on investor 401K and status of receivership	0.2
04/01/15	WJB	Telephone call from M St. Onge, investor, re purchase of Faith & Family Value Network stock as outside Receivership and reasons for same	0.3
04/01/15	WJB	Telephone conference with D Puglisi re status of receivership, open items and expectations	0.3
04/02/15	WJB	Prepare reply to D Newcomb, investor, re inquiry	0.2
04/02/15	WJB	Review fax from R DeLeonardes re answer and various matters	0.2
04/03/15	WJB	Review e-mails from B Shea re website retention; Prepare e-mail B Shea approving termination of Go Daddy service	0.2
04/03/15	WJB	Review 99 Pine Street rent bill, forward to B Shea with request for site visit to examine stored materials	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 23 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/03/15	WJB	Telephone call from S Allegretta, investor, re San Diego address and resolution concerning other addresses in file	0.3
04/03/15	WJB	Prepare e-mail B Shea re Allegretta address reconciliation	0.1
04/06/15	WJB	Review HSBC TAIN bank account statement and forward to B Shea	0.1
04/08/15	WJB	Review, sign and approve checks received from B Shea and McGinn Smith authorization to Pension Works for 2014 Form 5500	0.2
04/08/15	WJB	Telephone call from E VanHoesan re F Brady IRA investment and discussion of same	0.3
04/08/15	WJB	Review and approve payroll request and e-mail re same	0.1
04/08/15	WJB	Review B Shea analysis of M St. Onge purported claim re Faith equity investment; Telephone message for M St. Onge re same	0.1
04/08/15	WJB	Telephone call from R DeLeonardes re his 4/2 letter re insurance statement by D Smith	0.3
04/09/15	WJB	Telephone call from M St. Onge re McGinn Smith Faith & Family equity investment	0.1
04/09/15	WJB	Review two M&T Bank statements and forward to B Shea for review and recording	0.1
04/09/15	WJB	Review two First Niagara Bank statements re McGinn Smith & Co. and Firstline Funding and forward to B Shea for review and recording	0.1
04/09/15	WJB	Review KeyBank statement and forward to B Shea for recording and reconciliation; Review HSBC CCV statement and forward to B Shea for reconciliation and recording; Prepare e-mail B Shea to confirm Willis payment	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 24 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/09/15	WJB	Review two National Financial Services statements re McGinn Smith Capital Holdings and McGinn Smith & Co. and forward to B Shea for review and reconciliation	0.1
04/09/15	WJB	Telephone call from R Chang re contingency fee on FINRA recovery	0.2
04/09/15	WJB	Review four M&T Bank statements and forward to B Shea for recording and reconciliation	0.1
04/13/15	WJB	Telephone call from M Favish re change of address request	0.1
04/14/15	WJB	Telephone call from S Bejian re status of IRS and tax division letter, implications	0.1
04/15/15	WJB	Telephone call from H Venezik re change of address and website password	0.1
04/15/15	WJB	Review M&T Bank account analysis statements and forward to B Shea	0.1
04/15/15	WJB	Review Dinosaur Securities statement and forward to B Shea for review and recordation	0.1
04/15/15	WJB	Review Pfiser class action notice and forward to B Shea and arrange to post on website	0.1
04/16/15	WJB	Review and approve payroll request and forward e-mail to B Shea re same	0.1
04/24/15	WJB	Review e-mail from P Zindel with press release of re-introduction of SIPC legislation	0.1
04/27/15	WJB	Review T McGinn life insurance bill and forward to B Shea for review	0.1
04/27/15	WJB	Telephone call from investor, C Dot, re possible consequences of appeal by defendant parties	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 25 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/29/15	WJB	Telephone call from investor, J Delaney, re status of receivership and statement by Wm Lex's wife re transfer of beach house to avoid issues with McGinn Smith situation	0.3
04/29/15	WJB	Prepare e-mail to SEC re report on statement by Wm Lex's wife re beach house transfer received from J Delaney	0.1
04/29/15	WJB	Review Mass Mutual statement re G Lex; Forward to B Shea and arrange for deposit of check	0.1
05/07/15	WJB	Telephone call from R Rogers re status of IRS letter, final returns, Fair Fund, and discussion of his involvement with IRS and request to wait until Receiver tax professionals are complete	0.3
05/07/15	WJB	Review communication from Clifton Park Storage re new insurance requirement letter and forward to B Shea with direction; Review and send to B Shea Pine Street rent bill; Review HSBC statement re Cruise Charter Ventures and TAIN and forward to B Shea; Review Kinderhook Bank savings account and forward to B Shea, G Smith	0.4
05/11/15	WJB	Review FNB Firstline statement and forward to B Shea; Review KeyBank statement and forward to B Shea	0.1
05/11/15	WJB	Telephone call from M Kenyon re Dinosaur Securities	0.1
05/12/15	WJB	Review, approve and forward Alarm Traders payroll to B Shea	0.1
05/12/15	WJB	Review M&T account analysis statements and forward to B Shea for reconciliation and posting; Prepare e-mail B Shea re alseT wire transfer	0.1
05/12/15	WJB	Prepare follow-up e-mail B Shea re Clifton Park insurance forms and confirmation to storage facility re insurance coverage	0.1
05/12/15	WJB	Prepare e-mail to B Shea re NFS statement	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 26 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/18/15	WJB	Prepare letter to B Shea with NYS disability policy and finalize information for NYS Insurance Fund insurance	0.3
05/18/15	WJB	Telephone call from R Murphy as investor for update	0.1
05/26/15	WJB	Review monthly bills received from B Shea, approve same and forward to B Shea for payment	0.1
05/27/15	WJB	Alarm Traders: Review payroll, approve same and forward to B Shea	0.1
06/04/15	WJB	Review rent bill for 99 Pine Street and forward to B Shea	0.1
06/04/15	WJB	Review Mass Mutual/George Lex statement and forward to B Shea	0.1
06/08/15	WJB	Review status inquiry e-mail from W Staufer; Prepare reply re status of SEC judgments, plan and IRS letter; Review follow-up e-mail from W Staufer and reply to same re IRS	0.2
06/08/15	WJB	Prepare e-mail to N Moeller and inquire re A Marr payroll status	0.1
06/10/15	WJB	Clifton Park Storage: Review multiple e-mails on last check sent for storage payment and arrange for stop payment and issuance of new check	0.1
06/10/15	WJB	Review Alarm Traders payroll, approve same and forward to B Shea	0.1
06/10/15	WJB	Review Kinderhook Bank money market savings statement and forward to B Shea, G Smith	0.1
06/10/15	WJB	Review D Puglisi, DeLeonardis change of address notices and record same	0.1
06/15/15	WJB	Review Diamond Moving storage bill for removal of computers and files and arrange payment for same	0.1
06/15/15	WJB	Review A Werksman letter to Judge Sharpe; E-mail to SEC with prior communications to A Werksman	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 27 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/17/15	WJB	Review, approve and sign checks and return to B Shea	0.1
06/23/15	WJB	Review weekly payroll, approve same and forward to B Shea	0.1
06/29/15	WJB	Review Mass Mutual statement re G Lex, deposit check and forward to B Shea	0.1
06/29/15	WJB	Review Willis deposit at KeyBank and evidence of same to B Shea	0.1
06/29/15	WJB	Review letter explaining McGinn claim from H Venezia requesting password and address change	0.1
07/01/15	WJB	Review Livingston e-mail re deposits, dated checks and prepare reply	0.1
07/06/15	WJB	Review four checks from Pine Street for L Smith, TAIN, FAIN, Smith Trust and forward to B Shea for deposit information, endorse and arrange for deposit	0.3
07/06/15	WJB	Livingston: Telephone call from T Livingston re how long his remaining post-dated checks at PL will continue	0.1
07/07/15	WJB	Review TAIN HSBC statement for June 2015 and 99 Pine Street rent bill and forward to B Shea	0.1
07/07/15	WJB	Telephone call from R Murphy, as investor, re update	0.1
07/07/15	WJB	Review M&T Benchmark, MS Holdings, Alarm Traders and Seton bank account statements, FNB statements, and forward all to B Shea; Review NYS Insurance Fund payroll report form and prepare letter B Shea re same	0.3
07/07/15	WJB	Telephone call from R Marquadt re Dr. Chang claim questions and follow-up	0.2
07/09/15	WJB	Review KeyBank June 2015 statement and Dinosaur Securities statement and forward both to B Shea	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 28 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/09/15	WJB	Review RBC Dinosaur Rules and forward to B Shea for application	0.1
07/09/15	WJB	Telephone call from A Gienfrede as investor re distribution calculation	0.1
07/13/15	WJB	Review bank account analysis statements from M&T for NFS, MS Capital and McGinn Smith & Co.	0.1
07/16/15	WJB	Review Alarm Traders checks, approve same and forward to B Shea	0.1
07/21/15	WJB	Telephone call from A Zawatsky, as investor, re website information and discussion of claims process and related matters	0.2
07/24/15	WJB	Telephone call from J Spiro re status	0.2
07/27/15	WJB	Review National Life Insurance bill for T McGinn life insurance policy; Prepare e-mail B Shea re policy value	0.1
07/27/15	WJB	Telephone call from C Dott re whether Smiths have appealed judgment, reasons for same and likely course of action, comments re N McGinn change of address and reaction to same	0.2
07/29/15	WJB	Telephone call from C Johns as financial advisor to Fern & Shirley Reindollar and provide short version of historical status, potential recoveries and course of action	0.2
07/30/15	WJB	Review Mass Mutual/G Lex statement, endorse check for deposit and forward to B Shea	0.1
07/30/15	WJB	Review e-mail from P Zindel re posting order on broker trial, consider same and prepare reply	0.1
08/01/15	WJB	Review payroll request, approve same and forward to B Shea	0.1
08/01/15	WJB	T McGinn: Review B Shea analysis on T McGinn life insurance policy and premium payment	0.1



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 29 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/05/15	WJB	Review 99 Pine Street rent bill, approve same and forward to B Shea for payment	0.1
08/05/15	WJB	Review First Step Group collection letter for T McGinn on behalf of Bank of America and prepare courtesy reply	0.1
08/05/15	WJB	alsoT: Review S Willis Mass Mutual quarterly bill	0.1
08/07/15	WJB	Review TAIN and Kinderhook and Seton M&T bank account statements and forward to B Shea	0.1
08/07/15	WJB	Review letter from S and F Reindollar re Plan and prioritized Note type and prepare reply letter	0.2
08/07/15	WJB	Prepare reply letter to D Hargrave re update	0.1
08/07/15	WJB	Prepare reply letter to J Paradiso as Executor of T Stoudemayer re proof of estate and death necessary for further action	0.2
08/10/15	WJB	Prepare outline of website updates	0.1
08/11/15	WJB	Review KeyBank 7/2015 statement, Mass Mutual statement and S Willis KeyBank wire transfer document	0.1
08/12/15	WJB	Telephone call from C Pisacane on behalf of L Levy re status of McGinn Smith receivership	0.1
08/13/15	WJB	Review M&T account analysis statement and forward to B Shea	0.1
08/13/15	WJB	Review letter from NYS Insurance Fund re information request; Prepare letter B Shea with instructions to complete and return same	0.1
08/13/15	WJB	Telephone call from R Murphy re status of process and review claims, discuss same and update R Murphy on status	0.3
08/17/15	WJB	Review checks, sign same and forward to B Shea	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 30 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/17/15	WJB	Prepare chart of expenses on monthly basis for review by B Shea	0.2
08/17/15	WJB	Revise expense chart re monthly expenses and forward to B Shea for review and decision	0.2
08/17/15	WJB	Review letter from Dr. M Whalen and prepare reply re website and information available to investors	0.2
08/19/15	WJB	Review, approve and forward e-mail with payroll approval to B Shea	0.1
08/19/15	WJB	Review July 2015 M&T Bank Alarm Traders statement received late and forward to B Shea as late statement	0.1
08/20/15	WJB	Review R Bove 8/12/15 letter to Court re distribution to senior notes and review file for prior communications with Dr. Bove; Prepare reply letter re available information on website and other information in prior statements re priority scheme	0.4
08/20/15	WJB	Prepare and revise reply letter to Dr. Bove re his letter to Court including references to prior communications and correspondence which answer his asserted questions	0.4
08/21/15	WJB	Finalize reply letter to Dr. Bove re his letter to Court	0.4
08/22/15	WJB	Review e-mail from K Laurilliard re status of distribution plan in light of website posting; Prepare reply re same	0.1
08/24/15	WJB	Review National Life Group annual statement for T McGinn and forward to B Shea re life insurance policy value and disposition	0.3
08/24/15	WJB	Review trade publication of electrical wholesaling addressed to T McGinn, as Chairman of IASI and prepare e-mail B Shea re identification of same	0.1
08/24/15	WJB	Review Mass Mutual statement re G Lex and forward to B Shea	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 31 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/24/15	WJB	alsoT: Review returned e-mail from S Willis re insurance documents, locate prior address and prepare e-mail S Willis for confirmation of correct address	0.3
08/25/15	WJB	Review B Shea reply to T McGinn IASI entity inquiry	0.1
08/25/15	WJB	Review e-mail from Kathleen and Amy Morrisseau re explanation re Smith final judgment; Prepare reply e-mail re same	0.2
08/26/15	WJB	Review e-mail from K Morrisseau re \$99 million judgment and restitution and prepare reply re same	0.2
08/31/15	WJB	Telephone message from W Myers at U.S. Attorney's Office re Smith Saratoga residence and renting of same	0.1
08/31/15	WJB	Review additional letter sent by R Bove to Court re payment priority as posted on docket	0.1
08/31/15	WJB	Review E Seguire Jr., investor, letter to Court re CMS as posted on docket	0.1
09/01/15	WJB	Review investor letter sent to Court with reference to R Haldeman investment and consider course of action re same	0.1
09/01/15	WJB	Telephone call from P Englebert re M/N Englebert claim, status of case and distributions	0.3
09/02/15	WJB	Telephone call from S Sckeur re website access and assistance with same	0.1
09/03/15	WJB	Review Alarm Traders payroll, approve same and reply to B Shea	0.1
09/08/15	WJB	Telephone call from R Beck re status of case, distributions and claims	0.2
09/08/15	WJB	Review, sign and approve checks and forward to B Shea	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 32 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/08/15	WJB	Review HSBC Cruise Charter Venture and TAIN bank account statements; Review 99 Pine Street rental bill; Review Kinderhook Savings account statement and forward to B Shea/G Smith; Review NYS Insurance Fund bill with credit and statement and forward to B Shea; Review Mass Mutual G Lex statement, deposit and forward to B Shea; Review M&T McGinn Smith Holdings, Seton Hall, Benchmark and Alarm Trading statements and forward to B Shea	0.6
09/11/15	WJB	Review First Niagara Bank missing August 2015 statement and e-mail to B Shea as received	0.1
09/11/15	WJB	Review State Insurance Fund payroll report with credit balance and forward to B Shea	0.1
09/11/15	WJB	Review two FNB August statements for Firstline and McGinn Smith & Co. and forward to B Shea	0.1
09/14/15	WJB	Review M&T bank account analysis, statements and forward to B Shea	0.1
09/15/15	WJB	Review payroll, approve same and reply to B Shea	0.1
09/17/15	WJB	alsoT: Review Mass Mutual notice of S Willis premium on life insurance policy and interest payment due	0.1
09/24/15	WJB	Review e-mail from L O'Brien, Esq. for Dr. Weinar re W Lex and prepare reply re claims process and inability for dual recovery; Review Dr. Weinar claim on website	0.3
09/28/15	WJB	Review e-mail from J Markowitz re HControl documents and attorney-client privilege; Prepare reply; Prepare e-mail B Shea re inquiry as to any open issues with HControl	0.1
10/05/15	WJB	Review four M&T bank statements and forward to B Shea	0.1
10/05/15	WJB	Review HSBC Cruise Charter Ventures statement and forward to B Shea	0.1
10/05/15	WJB	Telephone call from N Manasse re status	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 33 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/06/15	WJB	Review and send to B Shea HSBC TAIN monthly statement and Dino Securities statements, review same	0.1
10/07/15	WJB	Review M&T digital services agreement requirements and forward to B Shea with comments	0.1
10/08/15	WJB	Review First Niagara Bank Firstline and McGinn Smith statements; Forward to B Shea	0.1
10/09/15	WJB	Review National Financial Services McGinn Smith Capital Holdings/McGinn Smith & Co. statements and forward to B Shea	0.1
10/13/15	WJB	Telephone call from J Burke re investor update	0.2
10/14/15	WJB	Review 10/16 payroll and prepare e-mail B Shea approving same	0.1
10/14/15	WJB	Review KeyBank Willis deposit evidence, Mass Mutual/George Lex check and statement, M&T bank account analysis statements and forward all to B Shea; Review John Hancock pension statement and forward to B Shea	0.2
10/15/15	WJB	Telephone call from H McCafferty re SAI investment and whether part of Receivership	0.1
10/16/15	WJB	Review, sign, approve and forward checks to B Shea	0.1
10/16/15	WJB	Prepare website update	0.1
10/22/15	WJB	Telephone call from C Ramsay (Chicago) re status of Plan	0.1
10/23/15	WJB	Review KeyBank statement and forward to B Shea	0.1
10/23/15	WJB	Review Hartford Insurance renewal and forward to B Shea with observations	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 34 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/24/15	WJB	Telephone message from B Shea re Aptix e-mail with account upgrade versus maintenance of e-mail by eSozo (.1); Telephone call from B Shea to discuss same and who to maintain e-mail accounts with for preservation requirements (.1)	0.2
10/26/15	WJB	Review e-mail from B Coffin re IRA distributions and review prior communications with B Coffin in response to his report of prior requests; Prepare reply explaining treatment of IRA loss, inability to provide tax advice and providing suggestions re alternatives	0.4
10/29/15	WJB	Prepare e-mail to B Shea re proposal to switch e-mail hosting service to eSozo	0.1
10/30/15	WJB	Review NYS Insurance Fund letter and refund check; Prepare e-mail B Shea for information on which account to deposit in	0.1
11/02/15	WJB	Telephone call from D Urbahn-Saratora re claims and discussion of TDM Verifier, Ponzi scheme and distribution pro-rata	0.4
11/03/15	WJB	Telephone call from K Reid regarding website, access code, claims and status	0.2
11/03/15	WJB	Telephone call from R Marquat re Dr. Chan and proposed plan, pro-rata	0.3
11/04/15	WJB	eSozo Agreement: Review agreement for mailbox maintenance for hosting services and review and sign same and return to B Shea	0.2
11/04/15	WJB	Telephone call from D Puglisi for assistance on opening claims website, walk though instructions and identification of information	0.3
11/05/15	WJB	Review three M&T Bank statements for Benchmark, McGinn Smith Holdings and Alarm Trading and forward to B Shea	0.2
11/06/15	WJB	Review M&T Bank Seton Hall statement, two HSBC Bank statements, First Niagara statements and forward to B Shea	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 35 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/09/15	WJB	Telephone call from B Koffman re IRA distributions, tax issues and strategy	0.2
11/10/15	WJB	Review Kinderhook Bank savings account statement and forward to B Shea for reconciliation and to G Smith	0.1
11/10/15	WJB	Review NYS Insurance Fund disability benefits notice and National Financial Services statement and forward both to B Shea	0.1
11/11/15	WJB	Review payroll, approve same and forward to B Shea	0.1
11/12/15	WJB	Telephone call to CAM re website loading issues re SEC exhibits for motion for summary judgment	0.2
11/13/15	WJB	Review M&T account analysis statement and send to B Shea	0.1
11/17/15	WJB	Review KeyBank Alarm Traders statement for 10/15; E-mail to B Shea; Prepare e-mail B Shea with Willis wire transfer information	0.1
11/17/15	WJB	Locate valuation date announcement on Receiver website for B Coffin and forward to B Coffin	0.2
11/23/15	WJB	Review, approve and sign checks received from B Shea and prepare letter B Shea with approved checks	0.1
11/24/15	WJB	Review proposed payroll, approve same and forward e-mail to B Shea	0.1
11/24/15	WJB	Review Mass Mutual George Lex statement and forward to B Shea	0.1
11/27/15	WJB	Review Hartford Insurance renewal bill with request to renew and forward to B Shea with request to review scope of coverage	0.1
11/27/15	WJB	Review disability policy renewal and prepare letter B Shea with documents for completion	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 36 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/30/15	WJB	Telephone call from L Smith re reduction in social security benefits based upon 2013 income of \$85,000 as reported by IRS, ability to act as substitute teacher, request for payment of income tax preparation fees, discussion of reasons why Receiver would not pay same, payment of restitution by D Smith and related matters	0.3
11/30/15	WJB	Prepare notes on substance of L Smith telephone call re social security, restitution and payment for tax preparation	0.2
12/07/15	WJB	Review Ch 13 Notice re F Craig sent to Alarm Traders from EDWI and check schedules for basis of claim	0.1
12/07/15	WJB	Review NFS statement and e-mail B Shea with question re withdrawing cash reserves	0.1
12/07/15	WJB	Review NYS Insurance Fund bill for disability insurance and forward to B Shea	0.1
12/07/15	WJB	Review two HSBC statements for Cruise Charter Ventures and TAIN and forward to B Shea for reconciliation	0.1
12/07/15	WJB	Review M&T Bank statements for MS Holdings, Alarm Traders and Benchmark and forward to B Shea for reconciliation	0.1
12/11/15	WJB	Telephone call from R Marquardt on behalf of Dr. Chang re nature of tax forms required under pending Plan of Distribution	0.1
12/14/15	WJB	Review, approve and sign checks and return to B Shea for distribution	0.2
12/17/15	WJB	Telephone call from R Blank, investor, re timing of Plan and percentage of distribution questions	0.2
12/18/15	WJB	Prepare distribution update for website, Plan update and status of balance holdings for website	0.3
12/18/15	WJB	Revise website posting for distribution and Plan	0.1



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 37 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/22/15	WJB	Prepare reply to L Levy e-mail and W Stauffer e-mail re status of Plan	0.1
12/29/15	WJB	Telephone conference with C Johns Esq. for M/M Reindollar re IRA Services value and tax treatment	0.2
12/30/15	WJB	Telephone call from W Strawbridge on Plan and implications for investors	0.3
12/30/15	WJB	Review website updates re Plan	0.1
12/31/15	WJB	Reply to L Levy address change e-mail received and requesting letter confirmation	0.1
01/04/16	WJB	Review 99 Pine Street storage bill and forward to B Shea for payment	0.1
01/06/16	WJB	Telephone call from D Puglisi, as investor, re handling of her estate, current address and explanation of Court conference re scheduling	0.2
01/06/16	WJB	Prepare for upcoming status conference with Court	0.1
01/07/16	WJB	Review Dinosaur monthly account statement and forward to B Shea	0.1
01/08/16	WJB	Review Dinosaur Securities statement and forward to B Shea for posting	0.1
01/08/16	WJB	Review McGinn Smith Firstline Funding statement and forward to B Shea for posting and review McGinn Smith FNB statement and forward to B Shea for posting	0.1
01/08/16	WJB	Review three M&T Bank statements; Review two HSBC statements with 1099s for 2015; Review National Financial Services statement; Review Kinderhook Bank money market account statement and forward all to B Shea for reconciliation	0.4
01/08/16	WJB	Prepare e-mail B Shea re bank account assessment and recommendations on depository relationships	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 38 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/20/16	WJB	Review payroll, approve same and e-mail to B Shea	0.1
01/20/16	WJB	Telephone call from B Shea to discuss whether Quicken is used to download bank statements and method to ultimately be used to prepare and distribute investor checks as Plan of Distribution	0.2
01/20/16	WJB	Review KeyBank December statement and forward to B Shea	0.1
01/20/16	WJB	Review 2015 1099 business money market tiered savings report and forward to B Shea, G Smith	0.1
01/21/16	WJB	Attend to follow-up re process for approval of Plan and administrative detail	0.4
01/21/16	WJB	Review checks received from B Shea; Approve and return to B Shea	0.2
01/21/16	WJB	Review B Shea mobile phone replacement request and allocation of charges and prepare reply re procedures	0.1
01/25/16	WJB	Review T McGinn National Life Insurance Policy bill and forward to B Shea	0.1
01/25/16	WJB	Telephone call from D Puglisi, investor, re discussion of latest court docket entries, meaning of same and description of remaining process	0.2
01/26/16	WJB	Review G Lex Mass Mutual statement and arrange deposit of check; Forward to B Shea	0.1
01/29/16	WJB	Telephone call from B Shea re PensionWorks critical dates and consider same re pension plan	0.1
02/02/16	WJB	Review 2/5/16 payroll, approve same and forward to B Shea	0.1
02/03/16	WJB	Telephone call from J Bowen as investor re status	0.2
02/05/16	WJB	Telephone call from S Cedar re status and Plan	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 39 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/08/16	WJB	Review two Kinderhook bank statements, KeyBank statement, HSBC/TAIN, HSBC/Cruse Charter, and M&T McGinn Smith Holdings, Benchmark and Alarm Trading statements and forward to B Shea	0.3
02/09/16	WJB	Review Mass Mutual/George Lex statement and forward to B Shea	0.1
02/10/16	WJB	Telephone call from R Plank, as investor, re status and Plan	0.1
02/10/16	WJB	Telephone call from Mrs. Orlando Pozzuol re status and Plan on behalf of husband	0.2
02/12/16	WJB	Prepare reply e-mail G Smith re status of issuance of K-1 for Firstline based upon communications with accountants	0.1
02/13/16	WJB	Review status of Plan and e-mails with B Shea re out-of-town schedules and coordination re follow-up details	0.1
02/15/16	WJB	Telephone call from Dr. Bajwa, as investor, re investor claims and website status	0.2
02/16/16	WJB	Review, sign and approve checks and forward to B Shea	0.1
02/18/16	WJB	Review various investor voicemail messages, organize and respond to same	0.1
02/18/16	WJB	Prepare reply e-mail B Coffin re fixed value by potentially 4/1/16	0.1
02/19/16	WJB	Telephone call from M Lakso, as investor, re request for website address, status and distribution process	0.2
02/23/16	WJB	Review Mass Mutual/George Lex report and check, deposit same and forward to B Shea	0.1
02/23/16	WJB	Telephone call from M Favish re address change process and status of Plan	0.1
03/04/16	WJB	Review Hartford Insurance bill and forward to B Shea	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 40 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/04/16	WJB	Attend to issues with M McGinn address for delivery of K-1	0.1
03/07/16	WJB	Review and forward to B Shea HSBC Cruise Charter Ventures and TAIN bank statements	0.2
03/07/16	WJB	Review, sign and approve checks from B Shea and return to him	0.2
03/09/16	WJB	Telephone call from P Engleburt re investments, objectives and explanation of collateral recovery rule as described in Plan	0.2
03/09/16	WJB	Review McGinn Smith Alarm Traders bank statement, Benchmark and MS Holdings statement and forward to B Shea	0.1
03/09/16	WJB	Review Mass Mutual George Lex statement and forward to B Shea	0.1
03/10/16	WJB	Prepare e-mail B Shea re 2016-2017 employment offer	0.1
03/14/16	WJB	Review FNB Firstline Funding and McGinn Smith & Co. bank account statements and forward to B Shea	0.1
03/14/16	WJB	Review M&T account analysis statements and forward to B Shea	0.1
03/17/16	WJB	Review B Shea response to 2016/2017 employment offer and prepare reply	0.1
03/17/16	WJB	Review payroll, approve same and e-mail B Shea re same	0.1
03/18/16	WJB	Telephone call from M Anthony re death of R Haldeman, CMS, direct investment and Plan	0.3
03/18/16	WJB	Telephone call from C Ramsay re status of Plan and course of action	0.2
03/21/16	WJB	Review Pacer filings	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 41 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/23/16	WJB	Telephone call from J Losson re difference between direct and indirect claims vs CMS, CMS investment, Plan, status and options of how to handle direct CMS investment and what could happen with McGinn Plan given pending Smith appeals	0.3
03/28/16	WJB	Review FNB statement and reconcile	0.1
03/28/16	WJB	Telephone call from N Manessi re status of Plan and distribution	0.2
03/28/16	WJB	Review J Losson letter re 3/23 call and change of address and forward for processing	0.1
03/29/16	WJB	Review e-mail from P Cartin and S Regan; Prepare reply re Proof of Claim, address change, website and description of status	0.3
03/30/16	WJB	Prepare e-mail B Shea re return of 2015 Form 5500; Review, approve and forward payroll approval to B Shea	0.1
03/31/16	WJB	Review e-mail from B Shea re no receipt in US mail of required minimum distribution form; Retrieve same and e-mail to B Shea re same	0.2
04/06/16	WJB	M&T: Prepare e-mail B Shea for EINs for two entities (TAIN and Cruise Charter Ventures) in order to transfer monies from HSBC to M&T	0.1
04/07/16	WJB	Review McGinn Smith FNB account statements and forward to B Shea; Review HSBC TAIN and Cruise Charter Ventures bank statements and forward to B Shea	0.2
04/08/16	WJB	Review Dinosaur Securities statement and forward to B Shea (.1); Review three M&T Bank statements for Benchmark, Alarm Traders and MS Holdings and forward to B Shea (.1); Review two NFS statements for MS Capital Holdings and MS & Co. Inc. and forward to B Shea (.1)	0.3
04/11/16	WJB	Sign M&T signature card for Cruise Charter Ventures and TAIN new bank accounts and prepare reply e-mail to J Enders re corrections to same	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 42 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/11/16	WJB	Review checks received from B Shea, approve and sign same; Prepare letter B Shea for Verizon payment support	0.3
04/12/16	WJB	Telephone call from R Marquadt re Dr. Chang claim and calculation of percent of distribution	0.2
04/12/16	WJB	Telephone call from M Rubin re e-mail received from IRA Services re value of distribution, explanation of same and involvement of W Lex	0.3
04/12/16	WJB	Review new forms received from M&T Bank re two new accounts and explanation received from J Enders and finalize same	0.2
04/12/16	WJB	Review KeyBank statement and forward to B Shea	0.1
04/12/16	WJB	Review M&T Bank account analysis statements and forward to B Shea	0.1
04/12/16	WJB	Review Mass Mutual statement, endorse check and deposit same and forward receipt to B Shea	0.1
04/12/16	WJB	Review John Hancock statement of fees paid to Pension Works and forward to B Shea re 401K Plan	0.1
04/12/16	WJB	Review Alarm Traders payroll, approve same and forward to B Shea	0.1
04/12/16	WJB	Telephone call from J Enders of M&T Bank re finalization of details re two new M&T Bank accounts for Cruise Charter Ventures and TAIN	0.2
04/12/16	WJB	Telephone call from R Furno re IRA Services, taxes, change of address, password request	0.3
04/12/16	WJB	Finalize M&T Bank documents and forward to J Enders	0.1
04/12/16	WJB	Review status of bank accounts with HSBC and M&T and finalize account openings and documents and send to M&T	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 44 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/25/16	WJB	Review payroll, approve and forward to B Shea	0.1
04/26/16	WJB	Review check and invoice received from B Shea for replacement computer and transfer of data, approve same and forward to B Shea with letter concerning eSozo address for future correspondence	0.2
04/26/16	WJB	Telephone call from J Storz on behalf of wife re IRA services, claims process, distribution, appeals and timing, review claim	0.3
04/26/16	WJB	Telephone call from J Mullin-Kriam re lawsuit vs TAIN having been dismissed in Philadelphia court and possible implications on distributions	0.2
04/26/16	WJB	Review Mass Mutual statement re George Lex and forward to B Shea	0.1
04/26/16	WJB	Review National Life Insurance bill for T McGinn and forward to B Shea	0.1
04/26/16	WJB	Review I Nemeth e-mail re IRA Services question and prepare reply	0.1
04/27/16	WJB	Telephone call from I Nemeth re IRA Services and timing of distribution and need for confidential claims password	0.2
04/27/16	WJB	Telephone call from J Burke re IRA Services and distribution timing	0.1
04/28/16	WJB	Telephone call from A Long re IRA Services and explanation re same	0.2
04/28/16	WJB	Telephone call from D Puglisi, investor, re IRA Services, review her claims and confirmation that none was in an IRA and explanation of Judge's decision and timing of distribution	0.2
05/02/16	WJB	Review 4/27 letter from I Nemith re claims password and letter sent	0.1
05/02/16	WJB	Review L Miller letter for address change and attend to same	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 45 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/02/16	WJB	Review letter from R Furno re change of address and password request and attend to same	0.1
05/03/16	WJB	Telephone call from R Kesey of Miami-Dade Tax re report on no distribution to creditors and same being only theoretical possibility because investors will not be repaid in whole	0.2
05/05/16	WJB	Review HSBC/TAIN final statement from HSBC and pursue final interest	0.1
05/05/16	WJB	Review HSBC/Cruise Charter Ventures final statement and pursue final interest check	0.1
05/05/16	WJB	Review KeyBank statement and forward to B Shea	0.1
05/05/16	WJB	Review M&T Bank Alarm Traders, MS Holdings and Benchmark statements and forward to B Shea	0.2
05/09/16	WJB	Review FNB Firstline statement and forward to B Shea	0.1
05/09/16	WJB	Review M&T Bank Cruise Charter Ventures new account statement and verify opening deposit; Review M&T Bank TAIN new account statement and verify deposit; Forward statements to B Shea for reconciliation	0.3
05/10/16	WJB	Review payroll request, approve same and forward e-mail B Shea re same	0.1
05/10/16	WJB	Telephone call from D Murray re report on Plan status and percentages of distributions for investors as reported on website	0.1
05/10/16	WJB	Review George Lex Mass Mutual statement, check; Attend to deposit and forward to B Shea	0.1
05/12/16	WJB	Prepare reply e-mail D Newcomb as investor re process for obtaining additional confidential password	0.1



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 46 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/13/16	WJB	Telephone call from M Kenyon re IRA Services, potential tax issues and referral to tax advisor and fact of multiple distributions likely to be made	0.2
05/16/16	WJB	Review HSBC CCV statement and review interest transfer and prepare e-mail B Shea with deposit evidence	0.1
05/18/16	WJB	Review checks, approve same and forward to B Shea	0.2
05/24/16	WJB	Review Mass Mutual George Lex statement and forward to B Shea	0.1
05/24/16	WJB	Telephone call from B Mohr re status of case and need for duplicate confidential password letter	0.2
05/31/16	WJB	Review letter from B Mohr requesting password replacement and attend to same	0.1
06/01/16	WJB	Review 5/27/16 letter from M/M Lapham questioning when Receivership will be over including review of prior communications from them to Court and prepare response; Revise response letter	0.4
06/01/16	WJB	Telephone call from C Dott re R Feldman and disgorgement order; Prepare e-mail D Stoelting at SEC re status of Feldman payments from broker case	0.2
06/01/16	WJB	Telephone call from C Dott re investor questions, status and follow-up	0.3
06/02/16	WJB	Telephone call from R Marquardt on behalf of her father re process to obtain decision for plan approval from court, timing of same and estimated potential distributions	0.3
06/06/16	WJB	Telephone call from E Howe re status	0.1
06/06/16	WJB	Telephone call from B Rosenzweig voicemail re McGinn Smith status; Telephone message in response to same	0.1
06/06/16	WJB	Telephone call from R Blank as investor re status and review of claim	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 47 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/07/16	WJB	Review payroll and forward to B Shea	0.1
06/08/16	WJB	Review KeyBank statement and forward to B Shea	0.1
06/08/16	WJB	Review McGinn Smith Holdings M&T Bank account statement and forward to B Shea	0.1
06/08/16	WJB	Review M&T Bank TAIN bank account statement and forward to B Shea with question on service charge	0.1
06/08/16	WJB	Review Alarm Traders M&T Bank statement and forward to B Shea for reconciliation	0.1
06/08/16	WJB	Review M&T Bank statements and forward to B Shea	0.1
06/08/16	WJB	Review WCB 2016 bill with credit and forward to B Shea for review	0.1
06/10/16	WJB	Review FNB MS Firstline statement and forward to B Shea	0.1
06/10/16	WJB	Review FNB McGinn Smith & Co statement and forward to B Shea	0.1
06/13/16	WJB	Review Brian Shea email on Tain and Cruise Charter venture M&T bank account charges; Prepare email J Enders re reversal of charges in use of account analysis credits	0.2
06/13/16	WJB	Telephone call from C Farnsworth as McGinn Smith Investor re status, claims and update	0.3
06/14/16	WJB	Telephone call from Samuel Hillman re Estate of Lyle Hillman and how to send information re estate and executor, or situation of assets for distribution to estate	0.2
06/14/16	WJB	Prepare notes on Samuel Hillman call re Estate of Lyle Hillman and necessary follow-up	0.2
06/14/16	WJB	Review M&T Bank account analysis statements and forward to Brian Shea for reconciliation	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 48 of 49

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/14/16	WJB	Review Mass Mutual George Lex statement and forward to Brian Shea	0.1
06/15/16	WJB	Review and approve checks, sign and forward to B Shea	0.3
06/15/16	WJB	Prepare letter B Shea with check; Prepare email B Shea re Smith Trust account's bill and payment of same	0.2
06/15/16	WJB	Telephone call from Gary Waldron of Scott Machine re claim and status	0.2
06/16/16	WJB	Prepare follow up to Julie Enders and Amy Baird at M&T re account charges	0.1
06/20/16	WJB	Review e-mail from B Bertoglio re equity position and inquiry concerning equity claim; Review claims website re same	0.1
06/21/16	WJB	Review payroll, approve and forward to B Shea	0.1
06/22/16	WJB	Telephone call from S Christoff as investor re status	0.1
06/23/16	WJB	Review status of claims by Fortress Investments entity in McGinn Smith case	0.1
06/27/16	WJB	Look for evidence of payment to DeAngelis accounting firm for Smith Trust tax returns; Send follow-up e-mail to L DeAngelis for PDF copy of statements for payment	0.2
06/28/16	WJB	Review Mass Mutual/George Lex statement and deposit check; Forward to B Shea	0.1

CURRENT FEES

\$46,969.50

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00017 W.J. Brown, as Receiver Function  
August 17, 2017

Invoice Number 915101

Page 49 of 49

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Travel Expense Brown, William J; WJB 10/05-10/07/14 Trip to Albany (to/from NYC) for meetings with M & T Bank and B. Shea; 10/09/14	361.99
Travel Meals Brown, William J; WJB 10/05-10/07/14 Trip to Albany (to/from NYC) for meetings with M & T Bank and B. Shea; 10/09/14	135.79
CURRENT EXPENSES	<hr/> 497.78

TOTAL AMOUNT OF THIS INVOICE \$47,467.28

\*\*\*PAYMENT DUE UPON RECEIPT\*\*\*

# **CATEGORY S**

**SEC vs. MCGINN, SMITH & Co., INC., ET AL.**



## Phillips Lytle LLP

Attorneys at Law  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203-2887  
 Telecopier # (716) 852-6100  
 (716) 847-8400  
 FED I.D. #16-0505790

William J. Brown, Esq.  
 Phillips Lytle LLP  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203

Invoice Number 915102  
 Invoice Date 08/17/17  
 Client Number 33474  
 Matter Number 00018  
 W J Brown

---

**Re: SEC V MCGINN SMITH & CO., INC., ET AL**

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2016:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/01/14	WJB	Revise Declaration for SEC Summary Judgment Motion, verify numbers and make revisions based upon same; Send e-mail with Declaration to SEC	0.5
07/02/14	WJB	Respond to SEC inquiry as to whether there is anything on docket to support Receivership funds for investors, review docket in response to same	0.3
07/02/14	WJB	Telephone call to D Stoelting re summary judgment motion, discussion of prior evidence of fraud prior to 2006, background and information on prior claims motion	0.3
07/02/14	WJB	Participate in conference call with D Stoelting, C Pappas and A Bambach re result of conference with District Court on tax motion and communications with Department of Justice, next steps, timing and SEC position vs IRS	0.6
07/02/14	WJB	Review L Smith summary judgment motion	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 2 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/02/14	WJB	Review docket for references on public docket to using fraud recoveries for paying investors	0.1
07/08/14	WJB	Review Smith Trust, Lynn Smith and SEC summary judgment motion filings	0.5
07/17/14	WJB	Pine Street: Review e-mail from D Stoelting at SEC regarding locating final distributions from Pine Street and review prior e-mail and forward to D Stoelting confirming windup and final distributions regarding Smith and Smith trust interests	0.3
07/17/14	WJB	Review D Stoelting e-mail on control of L Smith stock account and prepare reply; Review D Stoelting e-mail on Pine Street and final proceeds; Send cash statement	0.3
07/17/14	WJB	Prepare further reply regarding Pine Street and stock account to d Stoelting at SEC	0.1
07/18/14	WJB	Review B Shea e-mail with answer on L Smith Pine Street proceeds and e-mail D Stoelting at SEC regarding same	0.2
07/31/14	WJB	Review numerous e-mails regarding briefing requests on extension and court order regarding same	0.1
08/21/14	WJB	Review K McGrath e-mail on page limit for briefing and reply re same; Review consents received from counsel and prepare reply with WJB consent	0.3
09/02/14	WJB	Check docket on return date for summary judgment motion and need for personal appearance	0.1
10/22/14	WJB	Review SEC broker trial docket for information, update facts; Prepare e-mal D Stoelting with question concerning status of broker trial so as to update investors	0.6
11/25/14	WJB	Review ECF entry via text Order by Court directing SEC to re-file Exhibit Appendix in connection with summary judgment motion and consider implications re same	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 3 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/17/15	WJB	Review Judge Sharpe decision granting, in part, SEC motion for summary judgment and reserving on disgorgement and Smith claims	0.5
02/18/15	WJB	Review District Court decision on summary judgment motion and disgorgement in detail and prepare e-mail B Shea re determination of amount returned to investors to assist in calculation of disgorgement amount as requested by Court	1.1
02/18/15	WJB	Telephone call to B Shea re discussion of accounting tools to determine amount returned to investors and information already in various databases maintained by Receiver	0.3
02/18/15	WJB	Prepare e-mail SEC re substance of communications with Controller re information able to be provided to calculate disgorgement amount	0.1
02/19/15	WJB	Review investor claims database in readable and writable form prepared for SEC in Excel and prepare e-mail SEC re use of same, confidentiality in connection with court decision for use in disgorgement calculation	0.6
02/19/15	WJB	Telephone call to B Shea re organizing information needed by SEC to determine disgorgement amount	0.1
02/20/15	WJB	Prepare e-mail SEC re scheduling call to discuss disgorgement amount and information for same	0.2
02/20/15	WJB	Review e-mail from D Stoelting re timeframe for response following conference with Court and scheduling time to gather information for disgorgement amount; Prepare reply e-mail to SEC with reminder that investor database is confidential pursuant to prior Court Order	0.1
02/23/15	WJB	Prepare for and participate in conference call with D Stoelting, K McGrath, K Palen of SEC and B Shea re preparation of information requested in decision re calculation of disgorgement amount, explanation of claims database, investor database and arriving at appropriate calculations, analysis and course of action	1.1



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 4 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/24/15	WJB	Telephone conference D Stoelting, K McGrath re form of Declaration re disgorgement amount calculation for filing with Court	0.4
02/24/15	WJB	Prepare e-mail D Stoelting, K McGrath re relevant hearsay rule re records maintained in the ordinary course of business in connection with disgorgement calculation declaration	0.1
02/25/15	WJB	Work on revisions to Receiver Declaration for filing of motion with District Court to clarify disgorgement amount and providing assistance to SEC	0.7
02/26/15	WJB	Review draft Receiver Declaration received from SEC; Forward to B Shea to begin commencement of background work re accounting re same	0.2
02/27/15	WJB	Prepare track changes to proposed SEC action Receiver affidavit re disgorgement amount	0.8
02/27/15	WJB	Prepare e-mail B Shea to calculate total preferential payments for use in Receiver Declaration in disgorgement motion	0.1
02/27/15	WJB	Review K Palen e-mail on Cruise Charter Ventures and return of monies from that offering in connection with calculation of disgorgement amount	0.1
02/27/15	WJB	Review K Palen e-mail on explaining differences in her calculations concerning disgorgement amount	0.1
02/27/15	WJB	Revise Receiver Declaration concerning disgorgement based upon additional SEC requests (.3); Prepare e-mail B Shea with latest revised version for review (.1); Prepare e-mail SEC re desire to finish Declaration today to move process along (.1)	0.5
02/27/15	WJB	Extended conference with B Shea re latest form of Receiver Declaration for SEC disgorgement motion, discuss questions and revisions; Prepare e-mail status SEC	0.5
02/27/15	WJB	Review K Palen proposed revisions to Receiver Declaration for SEC disgorgement motion	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 5 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/27/15	WJB	Incorporate K Palen further updates and calculations into Receiver Declaration for SEC disgorgement motion and review B Shea revisions to paragraph 13	0.6
02/27/15	WJB	Review and incorporate latest B Shea changes into Receiver Declaration for SEC disgorgement motion; Prepare e-mail SEC re need to freeze further changes to Receiver Declaration in order to produce unified product	0.2
02/27/15	WJB	Prepare e-mail SEC with revised Receiver Declaration and explanation re same	0.2
02/28/15	WJB	Review K McGrath questions and comments re exhibits 2 and 4 to Receiver Declaration concerning SEC disgorgement motion	0.2
02/28/15	WJB	Work on extensive revisions to Receiver Declaration to SEC disgorgement motion and compare proposed exhibits to reconcile numbers and verify same	2.1
02/28/15	WJB	Prepare e-mail B Shea with revised Receiver Declaration for review and comment	0.1
02/28/15	WJB	Prepare e-mail B Shea with questions for reconciliation of numbers with latest version of Declaration and exhibits received from K Palen	0.2
02/28/15	WJB	Review B Shea answers to Receiver questions concerning Receiver Declaration in SEC disgorgement motion; Prepare e-mail K McGrath re explanation concerning \$123 million vs \$126 million difference; Prepare e-mail K McGrath requesting exhibit 1	1.1
02/28/15	WJB	Telephone conference K McGrath, B Shea re questions concerning revised Receiver Declaration to SEC disgorgement motion including questions re differing databases used to calculate numbers, explanation of background of same, comparison of claims database, add principal adjustments for preferential payments and related matters	0.8

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 6 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/01/15	WJB	Review K Palen revised exhibits for use in connection with Receiver Declaration and SEC disgorgement motion and proposed revisions to Receiver Declaration	0.5
03/02/15	WJB	Review and compare K Palen revisions to K McGrath revisions to Receiver Declaration and compare two exhibits for accuracy	0.5
03/02/15	WJB	Prepare additional revisions to Receiver Declaration for filing in connection with SEC motion re disgorgement calculation including review of prior materials, claims database and other materials	1.9
03/02/15	WJB	Review D Stoelting request for identification of authority for confidentiality of claims database (.1); Review Court file for basis of confidentiality order including review of claims motion and Magistrate Judge hearing materials and direction from Judge re same	0.6
03/02/15	WJB	Telephone conference with K McGrath to review claim calculation numbers for use in Receiver Declaration re calculation of disgorgement amount	0.3
03/02/15	WJB	Review proposed consent judgment received from D Stoelting and prepare comments to same; E-mail to D Stoelting	0.4
03/02/15	WJB	Extended telephone conference with K McGrath to clarify changes to paragraph 8 of Receiver Declaration on disgorgement re meaning of preferential payments and revisions to same	0.5
03/02/15	WJB	Review and respond to e-mail from D Stoelting re request for document assembly assistance and filing of pleading through PL Albany office and arrange for same	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 7 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
03/02/15	WJB	Prepare final changes to Receiver SEC Declaration on disgorgement amount including review of final changes and telephone conference SEC re same; Prepare transmittal letter to D Stoelting with original SEC Declaration and prepare email providing PDF copy of same	1.1
03/03/15	WJB	Review e-mail from D Stoelting re question on how to express percentage described in Receiver Declaration; Prepare e-mail B Shea to confirm same; Respond to D Stoelting	0.2
03/03/15	WJB	Telephone call from K McGrath re coordination of filing of motion to seal investor data as part of SEC motion to calculate disgorgement amount and coordinate pleadings and arrangements with staff for use through Albany office	0.6
03/03/15	WJB	Review draft SEC brief on disgorgement (.4); Prepare e-mail D Stoelting noting single discrepancy and suggesting correction (.1)	0.5
03/03/15	WJB	Review consent to judgment received from SEC and review judgment as received from SEC	0.2
03/03/15	TAR	Hand delivered SEC motion to file certain documents under seal	0.6
03/04/15	WJB	Review files for disgorgement evidence	0.2
03/05/15	WJB	Review W Dreyer letter requesting extension of time to provide response on disgorgement motion	0.1
03/16/15	WJB	Review W Dreyer response on behalf of D Smith to disgorgement calculations filed by SEC and Receiver	0.3
03/30/15	WJB	Review decision awarding summary judgment to SEC and confirming disgorgement amount and judgments	0.7
04/01/15	WJB	Review Court decision and analyze for next steps	0.2
04/01/15	WJB	Prepare for and participate in call with SEC counsel re summary judgment decision and next steps	0.9

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 8 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/01/15	WJB	Review prior decisions of Judge Homer re Smith Trust accounts and property and transfer of responsibility for same to Receiver in light of summary judgment decision and request of SEC	0.7
04/21/15	WJB	Review text order on Receiver filing consent to Fifth and Sixth causes of action; Prepare Consent and attend to filing on ECF	0.4
04/29/15	WJB	Review J McArdle e-mail request for stay pending appeal on behalf of Smith parties	0.1
04/29/15	WJB	Telephone conference D Stoelting, K McGrath re dealing with request for stay pending appeal, stock account and assets within same, Pine Street proceeds, other questions relating to proposed judgments, analysis, risks and courses of action	1.1
04/30/15	WJB	Preliminary review of proposed Judgments received from D Stoelting and review explanation e-mail	0.1
04/30/15	WJB	Review e-mail from Linnan law firm requesting stay pending appeal on behalf of Geoff and Lauren Smith and Smith Trust; Review K McGrath reply re same	0.1
04/30/15	WJB	Telephone conference D Stoelting, K McGrath re broad discussion of review of prior Orders re Smith Trust, assessment of who owes who for what property, how to frame judgments incorporating same and discussion of form of judgments including fraudulent conveyance judgments	0.8
05/01/15	WJB	Review K McGrath 4/30 e-mail re L Smith statement of net worth and RMR statement as stock account; Review prior Pine Street records and prepare preliminary reply	0.4
05/01/15	WJB	Prepare e-mail A Guzzetti at Dinosaur Securities for copy of L Smith most recent stock account statement	0.2
05/01/15	WJB	Review SEC draft version of D Smith judgment and prepare revisions to same; Prepare e-mail with comments to SEC	0.5

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 9 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/01/15	WJB	Prepare for and participate in extended telephone conference with D Stoelting, K McGrath re form of judgments against various defendants and relief defendants, discussion of partial stay as requested by certain defendants; Follow-up telephone conference with K McGrath, D Stoelting re same	0.8
05/04/15	WJB	Review A Guzzetti response re inability to provide L Smith statements and referral to NFS; Telephone call to NFS re subpoena requirements	0.4
05/05/15	WJB	Prepare Subpoena to NFS for L Smith brokerage records	0.2
05/05/15	WJB	Revise Subpoena to NFS; Prepare e-mail notice to counsel as required by Federal Rules; Draft cover letter to NFS with service of subpoena and review Rule 45 re service	0.6
05/06/15	WJB	Review K McGrath e-mail with new forms of judgment against defendants and relief defendants and prepare reply re same	0.1
05/06/15	WJB	Review D Smith latest version of proposed final judgment from SEC and prepare comments to same; Review other proposed judgments and dictate comments to SEC and revise same and forward to SEC	1.0
05/07/15	WJB	Review D Stoelting responses to WJB comments incorporated into judgments and prepare reply approving same	0.2
05/08/15	WJB	Review L Smith counsel rejection of proposal concerning partial stay	0.1
05/11/15	WJB	Review K McGrath 5/8 e-mail re J Linnan and J McArdle objection to Judgment	0.1
05/11/15	WJB	Prepare e-mail D Stoelting, K McGrath re weekly cash balance and other assets in light of potential judgments; Consider assets and review weekly cash balances	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 10 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
05/12/15	WJB	Review K McGrath 5/11 e-mail to parties re no response in submission of final judgment and prepare reply re Receiver position on proposed forms of judgment and plan re distribution	0.3
05/14/15	WJB	Telephone conference K McGrath, D Stoelting re discussion of defendants' objection to final judgment and course of action re same	0.5
05/15/15	WJB	Saratoga Residence: Telephone call from C de Oliverira re Smith Saratoga residence and providing information on prior attempts to have his firm foreclose on property or use Receiver to sell property and agreement to have Monday conference call with prior lawyer on phone	0.2
05/18/15	WJB	Prepare e-mail K McGrath re status of phone call re judgment and stay pending appeal with J McArdle	0.2
05/26/15	WJB	Preliminary review of Second Circuit upholding criminal conviction	0.1
05/26/15	WJB	Review Second Circuit criminal decision and prepare website updates	0.3
05/26/15	WJB	Read complete Second Circuit decision on criminal case conviction	0.2
05/28/15	WJB	Review e-mail from D Stoelting on motion to enter judgments as proposed; Review FRCP re entry of judgments and prepare reply	0.5
05/28/15	WJB	Review K McGrath e-mail on applicable local rules and court practices re judgment; Prepare reply e-mail K McGrath re recommendation on contacting Chambers	0.4
05/28/15	WJB	Consider course of action and communicate with K McGrath on coordination with Chambers re entry of judgments	0.2
06/04/15	WJB	Review status of appeal and frozen assets, review K McGrath list of D Smith assets and prepare reply re form of proposed judgments	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 11 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/04/15	WJB	Telephone call from D Stoelting re form of judgments, assets, and assets subject to disgorgement and distribution to investors based upon judgment	0.4
06/04/15	WJB	Review K McGrath e-mail on final judgments	0.1
06/05/15	WJB	Review J McArdle reply to Judgment and forward to B Shea re question on Sacandaga net proceeds	0.2
06/05/15	WJB	Review e-mail from K McGrath re assistance on calculation of Sacandaga net proceeds amount	0.1
06/08/15	WJB	Review accounting from B Shea re proceeds spent on Smith Sacandaga property for incorporation into judgments in District Court action and forward same to K McGrath	0.3
06/09/15	WJB	Retrieve Niskayuna McGinn residence closing statement and amount for K McGrath in connection with preparation of final judgment (.1); Prepare e-mail K McGrath with proof of proceeds (.2)	0.3
06/09/15	WJB	Locate list of expenses associated with Sacandaga residence to provide to SEC in connection with preparation of final judgment	0.2
06/09/15	WJB	Telephone message from L Owens and telephone call to L Owens re McGinn Smith final judgment and Receiver intention concerning filing of Plan and disposition of D Smith assets	0.1
06/10/15	WJB	Telephone call from L Owens re D Smith IRA and life insurance proceeds and discussion of whether Smith assets are ripe for distribution under Plan pending appeal of civil judgment	0.2
06/25/15	WJB	Review text order approving entry of judgment and denial of McGinn request for hearing; Prepare website update; Review 6/10/15 J McArdle letter requesting hearing for L Smith to understand nature of request and denial of same by Court	0.5



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 12 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/25/15	WJB	Review entry of Judgment against D Smith	0.2
06/25/15	WJB	Review additional entered McGinn Smith related judgments by District Court	0.2
08/12/15	WJB	Review status of Smith appeal to Second Circuit including notices of appeal and prepare description for Receiver's website	0.6
08/12/15	WJB	Review Second Circuit docket re status of Smith appeals and retrieve three Appellate Briefs filed by D Smith, L Smith, Smith Trust and Smith children	0.5
08/20/15	WJB	Review D Smith appeal brief to Second Circuit of SEC judgment	0.5
08/20/15	WJB	Review L Smith brief on appeal to Second Circuit re SEC judgment	0.3
08/20/15	WJB	Review G and L Smith brief on appeal to Second Circuit from SEC judgment	0.3
10/12/15	WJB	Plan: Review various SEC distribution plans including Fair Fund plans for comparison and review relevant case law re same	0.6
01/05/16	WJB	Prepare e-mail Chambers re available dates for status conference re scheduling order	0.2
01/06/16	WJB	Telephone message to Judge Hummel Courtroom Deputy to describe purpose of Court conference for Receiver website	0.1
01/06/16	WJB	Telephone call from Judge Hummel's Chambers re confirmation of conference purpose to properly describe on Receiver's website and prepare revisions to same based upon discussion	0.2
01/06/16	WJB	Prepare e-mail D Stoelting re case law citations and background research by SEC judgment attorney concerning Smith Saratoga residence	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 13 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/06/16	WJB	Conference with CMED re research question re NYS Supreme Court Appellate Decision re scope of homestead exemption versus judgment liens and consider same	0.2
01/07/16	WJB	Review CMED research on surplus monies in homestead exemption relating to Smith Saratoga residence and applicable NY case law re same	0.3
01/08/16	WJB	Prepare e-mail KJE re upcoming status conference with Court, dial-in and Court process for approval of Plan of Distribution and assistance from him re same	0.2
01/13/16	WJB	Travel from NYC office to Albany for District Court status hearing on 1/14 (Total travel time 4.4)	2.2
01/13/16	WJB	No Charge: Travel from NYC office to Albany for District Court status hearing on 1/14 (Total travel time 4.4)	2.2
01/14/16	WJB	Attend status conference at District Court for scheduling of briefing re Plan of Distribution and preparation for same	1.0
01/14/16	WJB	Travel from Albany office to NYC office following status conference with District Court (total travel time 3.6 hours)	1.8
01/14/16	WJB	No Charge: Travel from Albany office to NYC office following status conference with District Court (total travel time 3.6 hours)	1.8
01/14/16	WJB	Prepare for status conference with Court, prepare list of next steps in Plan Distribution process	0.5
01/14/16	KJE	Attend court conference (by telephone)	0.3
02/11/16	WJB	Review Fowler motion for sealing and extension of time; E-mail SEC re same; Consider course of action	0.5
02/11/16	WJB	Prepare e-mail S Solow re specifics of motion and intentions re same	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 14 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/11/16	WJB	Telephone call from S Solow re collateral recoveries received by S Fowler, confidentiality reasons and discussion of same; Prepare e-mail SEC re same	0.2
02/12/16	WJB	Review collateral recovery rule in light of pending Fowler objection and e-mail HHK re research concerning same including review of Stanford and McGinn distribution plans re collateral recoveries	0.6
02/12/16	WJB	Conference HHK re preparation of legal research in briefing in anticipation of collateral recovery objections	0.1
02/12/16	WJB	Telephone call from H Glavin Esq. to discuss potential objection by Rabinovich to distribution Plan based on fact that claims are marked disputed, contingent or unliquidated on Claims Schedule, meaning of same, discussion of reservation of distribution pending any potential objection to claim and potential basis for doing so, but confirming no final decision has been made re same	0.4
02/12/16	WJB	Telephone call from B Gold for extended discussion on collateral recovery rule in Plan and solicitation for possible objection, discussion of same	0.3
02/16/16	WJB	Prepare response on behalf of Receiver re Fowler motion for sealing and necessity of disclosure to Receiver and SEC	0.6
02/16/16	WJB	Finalize, sign and file Receiver response to Fowler objection and sealing	0.2
02/20/16	WJB	Review 2/19/16 letter from B Golub at Docket No. 872 and extensive review of docket and prior motions and rulings by Court as to whether objection deadline for certain investors was extended and Ms. Golub's request to continue to file additional materials given incomplete filing	0.7
02/20/16	WJB	Prepare letter motion to Court to extend time for Receiver to file Response to Plan objections in light of Golub letters and motion; Revise and file same	1.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 15 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
02/22/16	WJB	Telephone call D Stoelting at SEC re status of extension of time to file responses to objections based upon discussion with law clerk	0.1
02/22/16	WJB	Review D Stoelting SEC letter requesting additional time to file Reply based upon Receiver motion request	0.1
02/23/16	WJB	Review Certain Investors motion to file under seal and review redacted version as filed	0.2
02/23/16	WJB	Review four Orders filed with Court re filing of confidential information by Certain Investors and extension of time for Receiver Reply and SEC Reply	0.1
02/23/16	WJB	Review Order extending, tickle same and review related Orders	0.2
03/11/16	WJB	Prepare Certificate of Service for Declaration to be filed under seal	0.2
03/11/16	WJB	Revise Certificate of Service for Declaration regarding motion to file under seal and coordinate filing of corrected version	0.0
03/23/16	WJB	Review Second Circuit docket for two appeals by Smith parties, briefing and timing of oral argument; Prepare e-mail D Stoelting to confirm argument date of 4/4/16	0.3
03/30/16	WJB	Review Second Circuit calendar entry for hearing date on oral argument of Smith parties' appeal; Review Orders and briefing	0.3
04/01/16	WJB	Review Second Circuit briefs by D Smith, L Smith, G Smith, L Smith and SEC in preparation for Second Circuit argument	0.6
04/03/16	WJB	Review briefs and travel to Second Circuit hearing until travel plans canceled by airlines	3.5
04/04/16	WJB	Review D Smith, Smith Trust Appellate Briefs re estoppel re disgorgement judgment	1.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 16 of 17

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
04/15/16	WJB	Telephone call from M Kornstein re Citizens Bank mortgage foreclosure, applicability of stay, application and exceptions to application of homestead exemption, benefit to estate, analysis, risks and courses of action	0.5
04/18/16	WJB	Review Second Circuit decision affirming District Court decision	0.4
04/28/16	WJB	Telephone call from J McArdle, J Featherstonhaugh re L Smith amount and settlement of judgment and how to obtain satisfaction of judgment, discussion of judgment against her, process and judgment against G Smith; Voicemail message K McGrath re same	0.5
05/17/16	WJB	Prepare notes re call from B Westhoff re follow-up settlement call in light of pending court decision on approval of Plan	0.1
05/17/16	WJB	Telephone call from B Westhoff re S Fowler claim, possible settlement of S Fowler objection on recovery reduction process proposed in Plan, reasons for same and discussion on settlement basis	0.2
06/28/16	WJB	Review J Linnan calculation for L Smith judgment and compare prior calculations re net proceeds from Sacandaga property and credits due to verify same including review of prior orders; Prepare email D Stoelting re same	0.9
06/29/16	WJB	Lauren Smith Judgment: Telephone conference with D Stoelting re confirming calculation of amounts due under L Smith judgment and identification of bank account for monies to be paid and agreement on SEC procedure	0.2
06/30/16	WJB	Prepare e-mail B Shea re identification of bank account to deposit L Smith judgment proceeds into at request of SEC	0.1

CURRENT FEES

\$30,794.50

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00018 SEC v McGinn Smith & Co., Inc., et al  
August 17, 2017

Invoice Number 915102

Page 17 of 17

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Overnight Courier WJB - UPS to David Stoelting; Re: SEC vs.	25.88
Travel Meals Brown, William J; WJB 04/03/16 Travel to NYC for second circuit appeal (flight Cancelled); 04/11/16	6.08

CURRENT EXPENSES

---

31.96

TOTAL AMOUNT OF THIS INVOICE

\$30,826.46

\*\*\*PAYMENT DUE UPON RECEIPT\*\*\*

# **CATEGORY T**

**W.J. BROWN, AS RECEIVER OF MCGINN SMITH & Co.,  
INC. VS. THOMAS E. LIVINGSTON**



**Phillips Lytle LLP**

Attorneys at Law  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203-2887  
 Telecopier # (716) 852-6100  
 (716) 847-8400  
 FED I.D. #16-0505790

William J. Brown, Esq.  
 Phillips Lytle LLP  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203

Invoice Number 915103  
 Invoice Date 08/17/17  
 Client Number 33474  
 Matter Number 00019  
 W J Brown

---

**Re: W.J. BROWN, AS RECEIVER OF MCGINN SMITH & CO., INC. V THOMAS E. LIVINGSTON**

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2016:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/25/14	WJB	Livingston: review original agreement with Livingston concerning a collateral assignment of life insurance policy and original settlement terms; prepare email to Livingston insurance broker regarding need for information on new proposed policy in order to determine if it complies with settlement agreement; teleconference N. Pippo regarding need for information; review new Mass Mutual policy illustration; prepare and send approval regarding substitute collateral assignment	0.9
08/27/14	K-K	Docket expiration date of Confession of Judgment	0.2
02/04/15	WJB	Review letter from Mr. Livingston regarding February and March checks, endorse February check and deposit same	0.1
08/21/15	WJB	Review Mass Mutual annual policy owner statement and prepare e-mail B Shea re same	0.1



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00019 W.J. Brown, as Receiver of McGinn Smith  
August 17, 2017

Invoice Number 915103

Page 2 of 2

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/05/16	WJB	Review new checks received from T Livingston for payment of monthly obligations and arrange for deposit of January check	0.1
05/17/16	WJB	Review e-mail from T Livingston re checks and account request; Prepare reply T Livingston re remaining checks on hand	0.2
05/18/16	WJB	Review e-mail from B Shea re accounting for T Livingston; Revise e-mail T Livingston re accounting, amounts due, final payment and dealing with overpayment	0.3

CURRENT FEES \$814.50

TOTAL AMOUNT OF THIS INVOICE \$814.50

\*\*\*PAYMENT DUE UPON RECEIPT\*\*\*

# **CATEGORY W**

**DAVID L. & LYNN A. SMITH IRREVOCABLE TRUST**



## Phillips Lytle LLP

Attorneys at Law  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203-2887  
 Telecopier # (716) 852-6100  
 (716) 847-8400  
 FED I.D. #16-0505790

William J. Brown, Esq.  
 Phillips Lytle LLP  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203

Invoice Number 915104  
 Invoice Date 08/17/17  
 Client Number 33474  
 Matter Number 00022  
 W J Brown

---

**Re: DAVID L. & LYNN A. SMITH IRREVOCABLE TRUST**

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2016:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/02/14	K-K	Docket hearing date on Smith Trust Motion for Summary Judgment	0.2
07/07/14	WJB	Review G Smith e-mail on receipt of insurance refund checks; Prepare response re where to be deposited and where to be sent if received by Smith family; Review G Smith e-mail on questions concerning disposition of Smith Trust money and holding of same in Receiver accounts; Prepare e-mail B Shea for accounting to satisfy G Smith inquiry	0.2
07/08/14	WJB	Review Kinderhook Bank Business Money Market Savings account statement for June 2014	0.1
07/11/14	WJB	Review insurance refund checks received from G Smith and arrange for deposit	0.1
07/11/14	WJB	Prepare reply e-mail to G Smith re his inquiry concerning uses and segregation of Smith Trust funds, verify Sacandaga calculations, review file re same and e-mail B Shea re same	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00022 David L. & Lynn A. Smith Irrevocable Tru  
August 17, 2017

Invoice Number 915104

Page 2 of 7

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/04/14	WJB	Sacandaga: Review new Preferred Mutual Insurance Company \$253 refund check; E-mail B Shea to reconcile with prior refunds and insurance cancellations	0.1
08/06/14	WJB	Prepare e-mail B Shea re where to deposit additional refund check and locate prior deposits	0.2
08/22/14	WJB	Sacandaga: Review real estate broker agent market report re sales with conclusion that listings are up and sales are down for area including Sacandaga camp, supporting recommendation to sell at earlier date	0.1
08/22/14	WJB	Sacandaga: Telephone call to C Klueg re confirmation of timing of sale of Smith camp in light of market conditions and developments subsequent to same; Prepare memo to file re same	0.2
09/05/14	WJB	Review Business Money Market Savings Account statement and forward to B Shea, G Smith for reconciliation	0.1
09/16/14	WJB	Review Kinderhook Bank Business Checking account statement and forward to B Shea, G Smith for reconciliation	0.1
09/29/14	WJB	Telephone call from L Smith re finalization of tax returns and tax payments, background concerning Pine Street investment and request for payment of taxes due following preparation of letter by her counsel re same and address information	0.3
10/01/14	WJB	Prepare e-mail J Linnan, J Featherstonhaugh re making no tax payments and reporting on call from L Smith re same	0.2
10/01/14	WJB	Review e-mail from G Smith on where to forward tax returns; Prepare reply with information	0.1
10/07/14	WJB	Telephone call from J Featherstonhaugh on payment on income tax and coordination on filing of income tax returns	0.2
10/08/14	WJB	Review G Smith 10/7/14 letter with Smith Trust and L Smith tax returns and consider next steps in light of request to pay taxes and need to determine legal authority to do same as regards L Smith	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00022 David L. & Lynn A. Smith Irrevocable Tru  
August 17, 2017

Invoice Number 915104

Page 3 of 7

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/08/14	WJB	Review G Smith e-mail answering questions re tax returns and prepare reply re location of L Smith stock account; Prepare e-mail G Smith, J Featherstonhaugh,, J Linnan re need for SEC sign-off as to L Smith tax returns and payment of taxes due	0.3
10/08/14	WJB	Prepare two e-mails to B Shea requesting information on payment of Smith Trust taxes and data compiling camp expenses to provide to G Smith	0.1
10/09/14	WJB	Prepare e-mail D Stoelting re request by Smith Trust and L Smith to pay taxes and requesting conferring of parties re same	0.1
10/09/14	WJB	Review G Smith e-mail on whether accountant too into account Sacandaga expenses in preparation of tax return; Forward expenses for Sacandaga property to G Smith and request confirmation that accountant had included based upon G Smith representation that all expenses had been included	0.2
10/10/14	WJB	Smith Taxes: Exchange multiple e-mails with SEC re Smith Trust tax payment and arranging conference call to discuss same; Telephone conference D Stoelting, K McGrath re specifications of request re Smith Trust payment of taxes and L Smith payment of taxes and allocation of amounts to entities and income relating to frozen monies held by Receiver for Pine Street and stock account, recommendations and course of action including requirement of signed stipulation by all parties in interest	0.3
10/14/14	WJB	Prepare e-mail to parties re need to follow-up on handling filing of tax returns and payment of same having heard nothing further from parties including SEC; Prepare e-mail G Smith re whether returns have been e-filed and status of Smith Trust tax return	0.3
10/14/14	WJB	Review Kinderhook Business Checking Account statement and forward to B Shea for reconciliation and posting	0.1
10/23/14	WJB	Prepare e-mail B Shea with copies of tax checks and revised tax return for documentation	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00022 David L. & Lynn A. Smith Irrevocable Tru  
August 17, 2017

Invoice Number 915104

Page 4 of 7

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/23/14	WJB	Prepare e-mail G Smith re his knowledge and that of accountant re incurred expenses in response to his e-mail re same	0.1
12/09/14	WJB	Review Kinderhook Bank savings account statement and forward to B Shea, G Smith	0.1
12/12/14	WJB	Review Kinderhook Bank checking account statement and distribute to B Shea, G Smith	0.1
01/12/15	WJB	Review Kinderhook Bank savings account statement and forward to B Shea for recording and reconciliation and forward to G Smith	0.1
03/10/15	WJB	Prepare e-mail G Smith re 2014 Pine Street K-1s and tax returns	0.1
03/12/15	WJB	Review Kinderhook Bank business checking account statement and forward to B Shea, G Smith	0.1
04/09/15	WJB	Review three expense ledgers and prepare e-mail G Smith re explanation for benefit of preparation of tax returns; Locate and send to G Smith second time Sacandaga closing statement for tax return purposes	0.4
04/09/15	WJB	Review Kinderhook Bank Savings account statement and forward to B Shea for recording and reconciliation and forward to G Smith for information	0.1
04/09/15	WJB	Locate and forward to G Smith 2014 Kinderhook Bank 1099 for Smith Trust at his request	0.2
04/15/15	WJB	Review Notice of Inactivity on Kinderhook Bank savings account and prepare letter to bank for removal of same	0.1
05/11/15	WJB	Review Kinderhook Bank checking account statement and forward to B Shea, G Smith for reconciliation	0.1
07/07/15	WJB	Review Kinderhook Bank Business Money Market Savings account statement and forward to B Shea	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00022 David L. & Lynn A. Smith Irrevocable Tru  
August 17, 2017

Invoice Number 915104

Page 5 of 7

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/11/15	WJB	Prepare e-mail G Smith re status of 2014 tax returns	0.1
08/11/15	WJB	Review Kinderhook Bank business checking account and forward to B Shea, G Smith	0.1
09/08/15	WJB	Prepare sale result information and forward to J Conti in relation to prior appraisal	0.1
09/11/15	WJB	Review Kinderhook Bank August Checking account statement and distribute to G Smith, B Shea	0.1
10/08/15	WJB	Review 2013 additional tax liability payment request and 2014 tax payment request; Prepare e-mail to B Shea for issuance of checks	0.2
10/09/15	WJB	Prepare e-mail T Oexle at KeyBank to arrange for transfer of money to pay L Smith taxes	0.1
10/09/15	WJB	Review Kinderhook Bank savings statement and forward to B Shea, G Smith	0.1
10/12/15	WJB	Review e-mail from B Shea re status of receipt of tax return and prepare reply re deposit	0.1
10/14/15	WJB	Review Kinderhook checking statement and forward to B Shea	0.1
10/14/15	WJB	Review 2013 amended tax returns and 2014 tax returns and payments for each; Prepare reply e-mail G DeAngelus re payment of his Firm's invoice and need for outcome of appeal	0.4
11/19/15	WJB	Review Kinderhook Bank checking account statement and forward to B Shea and G Smith	0.1
12/07/15	WJB	Review Kinderhook Bank savings account statement and forward to B Shea for reconciliation and G Smith	0.1
01/26/16	WJB	Review bank account Audit Confirmation letter and forward to B Shea for confirmation of correct amounts	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00022 David L. & Lynn A. Smith Irrevocable Tru  
August 17, 2017

Invoice Number 915104

Page 6 of 7

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/29/16	WJB	Review B Shea confirmation of amounts in Kinderhook Bank audit confirmation, sign and send same to auditors for Kinderhook Bank and prepare transmittal letter re same	0.2
03/14/16	WJB	Review Kinderhook Bank checking account statement and forward to G Smith/B Shea	0.1
04/06/16	WJB	Review Kinderhook savings account statement and forward to B Shea, G Smith	0.1
04/07/16	WJB	Review letter from L DeAngelis, Esq. for Slocum DeAngelis accounting firm re accounting fees claimed as due for preparation of prior Smith tax returns and consider request for payment re same	0.3
04/07/16	WJB	Telephone conference with L DeAngelis re claim against Smith Trust for payment of accounting fees for preparation of tax returns	0.2
04/18/16	WJB	Review L DeAngelis e-mail concerning confirmation of no testimony or involvement by DeAngelis accounting firm in Smith Trust matter	0.1
04/18/16	WJB	Telephone call to L DeAngelis re resolving accounting bills for Smith Trust tax returns in light of final decision at Second Circuit	0.1
05/09/16	WJB	Review Kinderhook savings account statement and forward to B Shea, G Smith	0.1
06/08/16	WJB	Review Kinderhook Bank savings account statement and forward to B Shea, G Smith	0.1
06/14/16	WJB	Review Kinderhook Bank statement and forward to Geoffrey Smith and Brian Shea	0.1
06/15/16	WJB	Review prior history re Smith Trust accountants in preparation of tax returns, evidence of services, status of payment of bill and review rates for services performed to Smith Trust by Slocum Accounting Firm	0.3



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00022 David L. & Lynn A. Smith Irrevocable Tru  
August 17, 2017

Invoice Number 915104

Page 7 of 7

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
06/28/16	WJB	Review DeAngelis CPA bills and forward to B Shea for issuance of checks for payment	0.1
06/29/16	WJB	Review B Shea question on payment amounts for Smith Trust invoices re tax return preparation, review invoices re same and prepare reply	0.2
06/29/16	WJB	Prepare reply e-mail to L DeAngelis re tax return preparation payment	0.1

CURRENT FEES \$4,448.00

TOTAL AMOUNT OF THIS INVOICE \$4,448.00

\*\*\*PAYMENT DUE UPON RECEIPT\*\*\*

# **CATEGORY Y**

**WILLIAM J. BROWN, AS RECEIVER FOR THIRD ALBANY  
INCOME NOTES, LLC vs. DAVID KENNEDY AND  
STEPHEN I. WILLIS**



## Phillips Lytle LLP

Attorneys at Law  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203-2887  
 Telecopier # (716) 852-6100  
 (716) 847-8400  
 FED I.D. #16-0505790

William J. Brown, Esq.  
 Phillips Lytle LLP  
 One Canalside  
 125 Main Street  
 Buffalo, NY 14203

Invoice Number 915105  
 Invoice Date 08/17/17  
 Client Number 33474  
 Matter Number 00024  
 W J Brown

---

**Re: WILLIAM J. BROWN, AS RECEIVER FOR THIRD ALBANY INCOME NOTES, LLC VS. DAVID KENNEDY AND STEPHEN I. WILLIS**

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2016:

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/01/14	WJB	Prepare e-mail to N-K with two legal questions for review re Kennedy and Willis guaranties; Conference N-K to explain two questions on effectiveness and issues re potential lost guaranty	0.3
07/01/14	WJB	Conference N-K re his analysis of case law on guaranty research	0.1
07/01/14	WJB	Review Memorandum from N-K re analysis and guaranty	0.2
07/01/14	N-K	Research issues regarding enforceability of guaranties; Analyze guaranties and credit agreement; Phone conferences with WJB regarding research issues; Prepare research analysis memorandum	4.3
07/07/14	WJB	Review case law on lack of signed acknowledgment of Guaranty and statute of limitations and prepare e-mail E Dobbs, A Zeisler re defendant's research not addressing cases on point in New York State	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 2 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/14/14	WJB	Kennedy: Telephone call from E Dobbs re Kennedy position re enforcement of Guaranty, lack of acceptance by lender, personal financial statement completion, settlement, motion to dismiss and discussion of one-sided presentation of case law by Kennedy counsel and possible 48-hour extension to allow Kennedy to submit financial disclosure	0.6
07/14/14	WJB	Kennedy and Willis: Review e-mail from A Zeisler re extension for Kennedy and Willis for financial disclosure, analyze and reply re same	0.4
07/15/14	WJB	Conference JBS re arranging for extensions of time to answer or move by defendants in order to receive financial disclosure materials	0.1
07/15/14	JBS3	Conference with WJB regarding stipulation and related issues; Telephone call with opposing counsel regarding the same	0.8
07/16/14	SEO	Docket extension of time for defendants to answer complaint to 7/29/14	0.2
07/17/14	WJB	Review e-mail exchanges between counsel regarding extension of time to answer complaints and terms of same; Prepare e-mail to A Zeisler regarding timing of delivery of Kennedy and Willis financial disclosure affidavits	0.1
07/26/14	WJB	Review personal financial statements submitted for settlement purposes by Messrs. Kennedy and Willis	0.1
07/28/14	WJB	Kennedy: Review Kennedy financial statements and prepare comments to same as part of settlement process, perform calculations (.3); Prepare e-mail A Zeisler re missing exhibit and need to establish interview for questions (.1)	0.4
07/28/14	WJB	Review S Willis financial disclosure and prepare list of questions (.3); Prepare e-mail A Zeisler requesting interview to discuss questions with S Willis (.1)	0.4

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 3 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
07/28/14	WJB	Review e-mail from A Zeisler re answers to questions re financial statements concerning Kennedy and status of Receiver response on Willis and prepare reply to same suggesting extension of time to answer or move to 8/19	0.1
07/28/14	WJB	Review file for next steps in relation to action versus Messrs. Kennedy and Willis	0.1
07/28/14	WJB	Review letter from defendants' counsel to Judge Buckwald re request for extension of time to answer or move based upon settlement discussions; Prepare e-mail A Zeisler re suggested revisions	0.2
07/28/14	SEO	Docket letter requesting a 3 week extension to answer/move re complaint	0.2
07/29/14	WJB	Prepare two e-mails to counsel re separate interviews for Messrs. Willis and Kennedy based upon prior request and timing of same	0.1
07/29/14	WJB	Review e-mail from Kennedy counsel re interview call scheduling; Prepare reply and arrange for conference call dial-in number for same	0.1
07/30/14	WJB	Review e-mail from A Zeisler regarding timing for Mr Willis interview regarding financial disclosure; Prepare reply with proposal	0.1
07/31/14	WJB	Review D Kennedy supplement to financial disclosure affidavit received from Kennedy counsel	0.1
07/31/14	SEO	Docket order extending defendants' time to answer to 8/19/14	0.2
08/01/14	WJB	Review extension of time to answer or move received from Court and tickle relevant dates	0.1
08/04/14	WJB	Kennedy: Review Kennedy Ex A in preparation for call with Kennedy and counsel re financial disclosure; Telephone conference D Kennedy, A Zeisler re questions concerning financial disclosure	1.0

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 4 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/05/14	WJB	Willis: Review financial statement and prepare for and participate in call with S Willis, A Zeisler re questions concerning financial statement disclosure	0.9
08/06/14	WJB	Telephone call from A Zeisler re confirming concerning settlement resolution	0.1
08/12/14	WJB	Analyze Willis and Kennedy guarantor financial statements and develop proposed settlement amounts and structure in light of their respective financial difficulties	0.9
08/12/14	WJB	Willis: Prepare e-mail to A Zeisler re question re existence of S Willis retirement fund	0.1
08/12/14	WJB	Investigation of law re Kennedy and Willis proposed defenses on lack of acceptance of Guaranty by McGinn Smith	0.3
08/12/14	WJB	Kennedy: Analyze Kennedy financial situation and prepare legal structure for proposed financial settlement agreement	0.6
08/12/14	WJB	Kennedy: Review case law on proposed defenses by Kennedy on statute of limitations and lack of acceptance of guaranty; Dictate settlement offer and structure based upon legal analysis	0.4
08/12/14	WJB	Willis: Prepare draft settlement offer based upon legal analysis and financial circumstances	0.2
08/12/14	N-K	Research regarding enforceability of guaranties	0.4
08/13/14	WJB	Kennedy: Telephone call to A Zeisler re Kennedy settlement terms	0.2
08/13/14	WJB	Willis: Organize and finalize Willis settlement offer	0.4
08/13/14	WJB	Kennedy: Revise and finalize Kennedy settlement offer	0.2
08/14/14	WJB	S Willis: Prepare e-mail settlement offer based upon financial circumstances	0.6

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 5 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/14/14	WJB	D Kennedy: Prepare e-mail settlement offer based upon financial circumstances and e-mail same to A Zeisler	0.8
08/14/14	WJB	S Willis: Prepare clarifying e-mail to A Zeisler re default conditions under S Willis proposed settlement	0.1
08/14/14	WJB	Reply to A Zeisler questions on amortization and interpretation on S Willis settlement offer; Telephone call to A Zeisler to discuss same	0.2
08/15/14	WJB	D Kennedy: Review Kennedy settlement proposal and counter-proposal and respond to A Zeisler with Receiver's position	0.2
08/15/14	WJB	S Willis: Review Willis counter-proposal and respond to A Zeisler with Receiver position	0.1
08/15/14	WJB	Kennedy & Willis: Review settlement analysis proposal and counterproposals and prepare reply to A Zeisler re same	0.3
08/18/14	WJB	Kennedy: Prepare final reply to settlement counteroffer to A Zeisler	0.2
08/18/14	WJB	Willis: Prepare reply to settlement counteroffer to A Zeisler	0.2
08/18/14	WJB	Kennedy: Review e-mail from A Zeisler accepting settlement offer and requesting extension of time to answer or move; Prepare reply re same	0.1
08/18/14	WJB	Willis: Review counterproposal concerning insurance policies available and prepare reply re need for further information before deciding on collateral	0.3
08/18/14	WJB	Willis: Review A Zeisler e-mail on acceptance by Kennedy and remaining open issues on Willis settlement offer and prepare reply re same	0.1
08/19/14	WJB	Willis: Review latest settlement counterproposal received from counsel for S Willis and respond to same	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 6 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/19/14	WJB	Kennedy: Review A Zeisler e-mail on Confession of Judgment and prepare reply re same	0.1
08/19/14	WJB	Prepare two e-mails to N-K with details on Kennedy and Willis financial settlements and outline of points for incorporation into two settlement agreements based upon prior Livingston settlement agreement format	0.4
08/19/14	WJB	Review and comment on proposed letter to Court re extension of time to answer or move for defendants in light of proposed settlement agreements	0.1
08/19/14	JBS3	Emails and telephone calls regarding resolution and related extension of time; Prepared letter to court regarding the same	0.3
08/19/14	N-K	Analyze federal court complaint; Analyze settlement details and related email correspondence; Work on draft settlement agreements with defendants; Work on attachments to settlement agreements; Phone conference with WJB regarding settlement issues	5.0
08/20/14	WJB	Forward Confession of Judgment format to N-K for use in S Willis Agreement under IL law	0.1
08/20/14	SEO	Docket letter request extending deadline for defendants to answer complaint	0.2
08/20/14	N-K	Research regarding confessions by judgment under New York law; Work on draft settlement agreements; Phone conference with WJB regarding settlement issues; Research issues regarding confessions of judgment under Georgia and Illinois law	3.2
08/21/14	WJB	Conference JBS re settlement agreement proposals; Conference N-K re preparation of finalization of settlement agreement	0.1
08/21/14	WJB	Review N-K questions re preparation of settlement agreements	0.1



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 7 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
08/21/14	WJB	Conference N-K re Confession of Judgments for Kennedy and Willis; Review e-mail on Confession of Judgment requirements in IL and GA	0.2
08/21/14	WJB	Review and revise draft Kennedy settlement stipulation	0.4
08/21/14	WJB	Kennedy: Review N-K research on periods of enforceability of Confession of Judgment in IL	0.2
08/21/14	WJB	Kennedy: Revise draft settlement agreement	0.6
08/21/14	N-K	Conference with WJB regarding confession of judgment issues and research regarding same	1.5
08/22/14	SEO	Docket order granting extension of time to Answer Complaint to 9-19-14	0.2
08/22/14	N-K	Revisions to settlement agreement	0.8
08/25/14	WJB	Kennedy: Review E Dobbs e-mail re no GA Confession of Judgment statute; Investigation of law re same	0.2
09/02/14	WJB	Telephone call from E Dobbs re alternatives concerning Kennedy Confession of Judgment in light of Georgia law re no Confession of Judgments, discuss analysis, risks and courses of action	0.2
09/03/14	WJB	Conference N-K re preparing NY Confession of Judgment for D Kennedy in light of Georgia limitation on ability to take Confession of Judgments	0.1
09/03/14	N-K	Revise Kennedy settlement agreement; Prepare New York confession of judgment affidavit for Kennedy	1.4
09/09/14	WJB	Review e-mail from A Zeisler re status of settlement documents; Prepare reply re draft agreements being reviewed	0.1
09/09/14	WJB	Kennedy: Revise final Kennedy settlement documents and conference N-K re same	1.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 8 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/09/14	N-K	Analyze comments to Kennedy settlement agreement; Research regarding confessions of judgment in New York; Revisions to Kennedy and Willis settlement agreements	1.3
09/10/14	WJB	Willis: Conference N-K re review Illinois law re any requirements to renew Willis Confession of Judgment	0.2
09/10/14	WJB	Kennedy: Review latest revised version and finalize same; Prepare e-mail B Shea requesting amortization chart	0.7
09/10/14	WJB	Kennedy: Dictate final changes to settlement agreement and prepare e-mail A Zeisler re same	0.2
09/10/14	WJB	Willis: Review final draft and e-mail A Zeisler re same; Conference N-K re preparation of Illinois Confession of Judgment	0.3
09/10/14	WJB	Review prior Livingston settlement agreement for differences with compensation language in finalization of Kennedy and Willis settlement agreements	0.2
09/10/14	WJB	Willis: Review Illinois Confession of Judgment prepared by N-K; Revise same and e-mail B Shea re response re amortization schedule	0.4
09/10/14	WJB	Willis: Review N-K questions on Promissory Note for Illinois Confession of Judgment and prepare reply	0.1
09/10/14	WJB	Willis: Review revised Illinois Confession of Judgment and Promissory Note and conference with N-K re same	0.4
09/10/14	N-K	Prepare Illinois confession of judgment for Willis settlement agreement; Attention to confession of judgment issues and conferences with WJB regarding same; Revise affidavit of confession of judgment; Prepare demand note for judgment	2.4
09/12/14	N-K	Analyze comments to Kennedy settlement agreement and confession of judgment and mark up same	0.4

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 9 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/15/14	WJB	Review e-mail from A Zeisler with proposed changes to Kennedy and Willis settlement agreements and related documents	0.7
09/15/14	WJB	Review Kennedy revisions and e-mail to A Zeisler with changes as requested	0.2
09/15/14	WJB	Review A Zeisler further comments to Kennedy final version and prepare reply to two open points	0.3
09/15/14	WJB	Review default notice provision at A Zeisler request concerning notice and ability to cure; Prepare reply for proposed language	0.1
09/16/14	WJB	Review e-mail from B Shea on amortization schedule and prepare reply re need for same, format	0.1
09/17/14	WJB	Review two amortization schedules received from B Shea and forward to N-K for review and incorporation into Kennedy and Willis settlement agreements	0.3
09/17/14	WJB	Review A Zeisler e-mail on final changes to settlement documents; Telephone call from N-K on when interest should start on amortization tables	0.3
09/17/14	WJB	Kennedy: Prepare e-mail A Zeisler re receipt of latest changes and schedule with N-K re amortization and finalization	0.1
09/17/14	N-K	Review payment schedules for Willis and Kennedy settlements; Email correspondence with B Shea regarding payment schedule issues; Analyze comments to Willis and Kennedy settlement agreements and emails regarding same	1.2
09/18/14	WJB	Review life insurance assignment form; Discuss changes with N-K; Review amortization schedules and discuss closing process and final wrap-up with A Zeisler with N-K	0.3

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 10 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/18/14	WJB	Conference N-K to discuss status of Kennedy and also T agreements, form of life insurance documents and provide comments to same; Review Kennedy and Willis settlement agreements and prepare final revisions; Conference N-K re same and steps to finalize same	1.3
09/18/14	N-K	Review revised payment schedules; Confer with WJB regarding payment schedules and assignment of life insurance policies; Review and revise Willis and Kennedy settlement agreements; Work on assignments of life insurance policies for Willis and Kennedy; Email correspondence regarding insurance policy collateral issues; Review copy of Kennedy life insurance policy; Review and revise assignment of Kennedy life insurance policy; Attention to issues regarding Illinois confession of judgment and revisions to same	4.8
09/19/14	WJB	Follow-up communications re Illinois Confession of Judgment and need for counsel advice in Illinois re same and communications with N-K and A Zeisler re same	0.3
09/19/14	WJB	Review N-K response re Willis insurance and Confession of Judgment and analyze same	0.2
09/19/14	WJB	Multiple e-mails with N-K, A Zeisler re Willis issues re Confession of Judgment, life insurance policies and related matters	0.4
09/19/14	N-K	Email correspondence regarding settlement issues; Analyze comments to settlement agreements; Revise Willis settlement agreement; Attention to issues regarding assignment of insurance policies; Emails/phone calls to A Zeisler regarding settlement issues	1.4
09/22/14	N-K	Phone conference with A Zeisler regarding settlement issues and emails regarding same	0.6

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 11 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
09/24/14	WJB	Review A Zeisler e-mail on originals for delivery and Confession of Judgment re Willis and need for Illinois counsel to sign off on same; Prepare e-mail N-K re same; Telephone conference A Zeisler re summary of whose responsibility to accomplish Illinois Confession of Judgment certifications; Prepare e-mail A Zeisler re resolution on who is handling final issues in order to accomplish Willis and Kennedy settlements	0.6
09/24/14	WJB	Review e-mail from A Zeisler confirming settlement terms and extension of time to answer or move including resolution of Illinois documents and prepare reply to clarification	0.3
09/24/14	N-K	Review and revise Willis settlement agreement; Emails regarding outstanding settlement issues	0.5
09/26/14	WJB	Follow-up with N-K on finalizing Kennedy and Willis settlement agreements, list of open items	0.1
09/26/14	WJB	Conference N-K re next steps to finalize Kennedy and Willis settlements	0.1
09/30/14	N-K	Attention to Illinois confession of judgment issues; Emails regarding settlement issues and open items; Phone call to A Zeisler to resolve settlement issues	0.4
10/01/14	N-K	Phone conference with A Zeisler regarding insurance policy assignment issues; Review Kennedy insurance policy	0.4
10/16/14	N-K	Prepare email of open settlement items; Review copies of Willis insurance policies	0.7
10/21/14	WJB	Conference with N-K re open document issues re settlements with Messrs. Kennedy/Willis including Illinois Confession of Judgment	0.2
10/21/14	WJB	Review legal issues surrounding assignment of Willis life insurance policy re minor beneficiaries and send to N-K for resolution of life insurance assignment issue	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 12 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/21/14	WJB	Consider how to handle life insurance assignments given minor beneficiaries	0.1
10/21/14	N-K	Confer with WJB regarding open settlement items; Analyze issues regarding assignment of life insurance policies; Analyze terms and conditions of policies	0.7
10/22/14	WJB	Conference with RLR re legal treatment of life insurance assignment when minor beneficiaries, courses of action	0.1
10/23/14	WJB	Conference N-K re beneficiary language for life insurance assignment and approve same	0.1
10/23/14	WJB	Review Willis life insurance assignment as revised	0.1
10/23/14	WJB	Prepare revisions to Willis life insurance assignment and confession of judgment	0.2
10/23/14	JBS3	Review of status of case; Conferred with N-K regarding the same; Telephone call with Chambers regarding the same	0.2
10/23/14	N-K	Email correspondence regarding case status and settlement issues; Phone conference with JBS3 regarding same; Phone conference with A Zeisler regarding settlement agreements; Prepare signature pages for settlement documents; Revise Kennedy lift insurance policy assignment agreement; Work on Willis life insurance policy assignment agreements; Attention to life insurance assignment issues regarding beneficiaries; Revise Willis assignments; Revise Willis settlement agreement	2.9
10/24/14	N-K	Confer with JBS3 regarding litigation status issues	0.2
10/27/14	N-K	Email correspondence with A Zeisler regarding settlement issues	0.2

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 13 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/29/14	WJB	Review Kennedy life insurance revised documents dealing with beneficiary issues; Prepare e-mail A Zeisler re use of dollar amount rather than percentage and finalizing same (.2); Review Willis confession of judgment and finalize same (.2); Conference with N-K re Illinois confession of judgment issues and finalizing same (.1); Finalize Willis documents received from N-K and conference with N-K re final necessary revisions to same and Kennedy life insurance amount (.4)	0.9
10/29/14	N-K	Phone conferences with WJB regarding Kennedy life insurance assignment issues and Illinois confession of judgment; Revise Willis settlement agreement; Analyze revise assignment in light of change in beneficiary; Phone conference with A Zeisler regarding Kennedy assignment issues; Revisions to Kennedy life insurance assignment; Circulate execution settlement documents	2.3
10/30/14	N-K	Analyze comments to life insurance assignment agreements; Revise Willis and Kennedy assignments and coordinate execution of same	0.8
10/31/14	WJB	Review final execution version of agreements and closing signatures	0.1
10/31/14	N-K	Email correspondence regarding confession of judgment issues; Confer with JBS3 regarding case status issues; Phone conference with court chambers to provide settlement status; Revise Illinois confession of judgment form and circulate for execution	0.8
11/05/14	WJB	Prepare e-mail N-K re preparation of closing documents	0.1
11/05/14	N-K	Phone conference with A Zeisler regarding settlement and insurance policy assignment issues; Analyze insurance company form of assignment and proposed revisions to same	0.5
11/06/14	WJB	Conference N-K re new forms of insurance assignments and course of action to reconcile same with settlement agreement	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 14 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/06/14	WJB	Conference N-K to discuss life insurance assignments for Kennedy and Willis, work on drafting of language for same to reach solution to resolve issues with insurance companies and execute final versions of documents in capacity as Receiver	0.2
11/06/14	N-K	Conferences with WJB regarding execution of settlement agreements and insurance policy issues; Revise addendum to insurance policy assignment	0.5
11/07/14	N-K	Revise settlement agreements and send for review; Email correspondence with A Zeisler regarding same	0.4
11/11/14	WJB	Prepare e-mail B Shea for EIN for Kennedy life insurance assignment	0.1
11/11/14	N-K	Review executed settlement documents and prepare email with a list of open settlement items	0.3
11/24/14	N-K	Review executed settlement documents and emails/phone calls with A Zeisler regarding same	0.3
11/25/14	WJB	Conference N-K re status and prepare e-mail JBS requesting status of dismissal status with Court	0.1
11/25/14	WJB	Review draft Closing List from N-K and compare to documentation	0.1
11/25/14	N-K	Phone conference with court chambers regarding case status; Prepare closing documents list; Review executed documents and prepare email regarding open settlement items	1.3
12/12/14	WJB	Review e-mail from S Willis counsel re insurance forms and e-mail N-K re completing same to finalize settlement	0.1
12/12/14	N-K	Review executed change in beneficiary forms for Willis; Phone conference with WJB regarding settlement closing issues	0.6



33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 15 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/15/14	WJB	Conference with N-K re finalization of execution versions of documents having received Willis final insurance documents subject to acknowledgment by insurance company, execute documents and prepare to finalize settlement	0.6
12/15/14	N-K	Review closing documents for settlement and confer with WJB regarding same; Phone conference with A Zeisler regarding settlement issues	0.5
12/16/14	N-K	Review executed settlement documents and circulate same	0.4
01/02/15	WJB	Prepare e-mail B Shea re setting up ACH or wire transfer instructions for Kennedy and Willis payments on monthly basis	0.1
01/06/15	WJB	Review, sign and endorse Kennedy and Willis checks and deposit same; Review settlement agreements and tickle relevant dates re repayments and confession of judgment	0.4
01/06/15	K-K	Docket last day for final payment of Willis & Kennedy settlement amounts	0.2
01/30/15	WJB	Review S Willis payment check, endorse same, verify information and incorporate into system; Prepare e-mail wire transfer instructions to Messrs. Willis and Kennedy for future payments	0.3
02/05/15	WJB	Review Kennedy e-mail with money transfer and send to Shea to verify deposit	0.1
03/23/15	WJB	Review e-mails with Kennedy and Willis re payment evidence	0.1
06/05/15	WJB	Review e-mail from S Willis re delay in receipt of June payment and prepare reply re Receiver position re same	0.1
06/27/15	WJB	Prepare e-mail B Shea re status of receipt of Kennedy late payment and prepare e-mail to verify payments received	0.1

33474 Brown, William J. as Receiver of McGinn,  
Smith & Co., Inc., et al  
00024 William J. Brown, as Receiver for Third  
August 17, 2017

Invoice Number 915105

Page 16 of 16

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
01/20/16	WJB	Review Settlement Agreement for requirement for \$15,000 payment from D Kennedy based upon 2014 tax return; Prepare e-mail D Kennedy acknowledging receipt of payment	0.2
01/20/16	WJB	Prepare e-mail S Willis re late January payment and follow-up re same	0.1
02/01/16	WJB	Prepare e-mail to S Willis re status of being able to continue to make installment payments	0.1
02/02/16	WJB	Prepare reply e-mail to S Willis re late payment	0.1

CURRENT FEES \$26,841.50

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Copies - County Clerk VENDOR: Suffolk County Lawyers Service; INVOICE#: AUGUST2014; DATE: 8/15/2014 - SEO - Re: RUSH - OBT CPYS 2 DECISIONS & APPEAL & FAX	46.50
Searches VENDOR: Pacer Service Center; INVOICE#: 2614793-Q32014; DATE: 10/7/2014 - from 07/01/2014 to 9/30/14	0.30
Searches VENDOR: Pacer Service Center; INVOICE#: 2614793-Q32014; DATE: 10/7/2014 - from 07/01/2014 to 9/30/14	0.40
Searches VENDOR: Pacer Service Center; INVOICE#: 2614793-Q32014; DATE: 10/7/2014 - from 07/01/2014 to 9/30/14	0.40

CURRENT EXPENSES 47.60

TOTAL AMOUNT OF THIS INVOICE \$26,889.10

\*\*\*PAYMENT DUE UPON RECEIPT\*\*\*

# *Exhibit C*

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

-----X  
SECURITIES AND EXCHANGE COMMISSION :

*Plaintiff,*

vs.

Case No. 1:10-CV-457  
(GLS/CFH)

McGINN, SMITH & CO., INC., :  
McGINN, SMITH ADVISORS, LLC :  
McGINN, SMITH CAPITAL HOLDINGS CORP., :  
FIRST ADVISORY INCOME NOTES, LLC, :  
FIRST EXCELSIOR INCOME NOTES, LLC, :  
FIRST INDEPENDENT INCOME NOTES, LLC, :  
THIRD ALBANY INCOME NOTES, LLC, :  
TIMOTHY M. MCGINN, AND :  
DAVID L. SMITH, GEOFFREY R. SMITH, :  
Individually and as Trustee of the David L. and :  
Lynn A. Smith Irrevocable Trust U/A 8/04/04, :  
LAUREN T. SMITH, and NANCY MCGINN, :

*Defendants,*

LYNN A. SMITH and  
NANCY MCGINN,

*Relief Defendants. and*

GEOFFREY R. SMITH, Trustee of the  
David L. and Lynn A. Smith Irrevocable  
Trust U/A 8/04/04,

*Intervenor.*

-----X

**THIRD WRITTEN STATUS REPORT OF THE RECEIVER**

This Report describes relevant events respecting the status of the Receivership Estates at this time and also incorporates by reference updates which have been posted regularly on the Receiver’s website since the commencement of this action ([www.mcginnsmithreceiver.com](http://www.mcginnsmithreceiver.com)).<sup>1</sup> This Report also supplements the First Report of the Receiver (Docket No. 49) and the Second Written Report of the Receiver (Docket No. 425). The Receiver’s Motion for an Order (I)

<sup>1</sup> The Receiver’s website contains more detailed descriptions of each of these events and others which were reported to investors contemporaneously with their occurrence.

Approving Plan of Distribution of Estate Assets (“Plan”) and (II) Authorizing Interim Distributions was approved by Court Order on October 31, 2016 (Docket No. 904). The Court directed the Receiver to file this status report in six months of the date of its January 20, 2017 Text Order.

### **Summary of Events**

While this action was commenced by the SEC on April 20, 2010, both civil and criminal proceedings against the defendants and relief defendants continued through April 18, 2016 when the Second Circuit Court of Appeals, following a series of prior appeals by the defendants, affirmed the SEC’s judgments against David Smith, Timothy McGinn, Lynn Smith, the Smith Trust, Geoffrey Smith and Lauren Smith. The criminal convictions on February 6, 2013 of David Smith and Timothy McGinn resulted in their incarceration in federal prisons while serving their respective 10 and 15-year sentences.

During the period from 2010 to 2013, the Receiver continued to operate multiple businesses (other than the securities business) which had been under the control of McGinn Smith, and eventually sold each of those businesses for positive cash after stabilizing their operations. During the Receivership, all of the businesses operated profitably, which profits (after expenses) were recovered for eventual payment to defrauded investors. Those businesses included Alarm Traders (alarm service business), Cruise Charter Ventures (high-end luxury cruise vacations), Benchmark (triple play business in the Gulf Southeast providing cable, telephone and internet service to apartment and condominium complexes), YOLO (adult-themed cruise charters, which the Receiver did not operate but liquidated shortly after the commencement of the action), and Seton Hall (medical office building in Troy, New York).

Other McGinn Smith assets were collected and liquidated over time with the proceeds deposited into the Receiver's accounts.

During 2012, the Receiver also initiated a court-approved claims allowance process for investors and creditors through a confidential database for which investors were provided a confidential password to review their allowed claims and for those holding disputed claims to file paper claims with the Receiver by an established bar date. The vast majority of claims were granted "allowed" status. The Receiver classified claims as "disputed" primarily when the investor had received preferential treatment or had engaged in conduct or had a relationship making it inequitable or unlawful to distribute monies to those disputed investors. At the Court's direction, the same process was also established for equity claims, but equity claims are not receiving a distribution under the Plan since it is unlikely that investors will be repaid in full.

In 2012, the Receiver sold the Smiths' Vero Beach property following litigation pursued by the Smith's challenging the Receiver's authority to do so, and in 2014 the Receiver also successfully sold the Smiths' Sacandaga Lake property following extensive litigation between the Smith Trust and the SEC concerning the Receiver's authority to sell the same. Each sale resulted in material proceeds for investors. The McGinn residence was also sold during this time, and the Verifier investment was also successfully liquidated for \$4 million in 2013 by the Receiver.

During the Receivership period and following the sale of the alarm business, the Receiver vacated the office premises at 99 Pine Street and moved all records to a storage location. The Receiver continues to employ a controller on a part-time basis for continued reconciliation of the financial records, the preparation of tax returns and assistance with administration of the claims

process, which involves both verifying data, review and approval of claims, and the issuance of checks.

At this time, the Receiver has two record storage locations, and a process for the destruction of those records will begin later in 2017.

#### **Liquid Assets of the Estate**

As of July 14, 2017, estate assets total \$21,350,384. This compares favorably to the initial account balance of \$485,491.63 at the time of the commencement of the Receivership in 2010, as described in more detail in the First Report of the Receiver (Docket No. 49).

#### **Plan of Distribution**

On December 31, 2015, the Receiver filed the Plan for Court approval anticipating the eventual conclusion of the defendants' litigation with the SEC, which litigation eventually concluded successfully for the SEC on appeal in April 2016. The Court approved the Plan and overruled objections on October 31, 2016. Once the Order approving the Plan became final on December 1, 2016, the Receiver activated the process to make Plan distributions to investors with allowed claims.

On December 23, 2016, the Receiver posted an announcement on the Receiver's website that each investor would receive in early 2017 an explanatory investor letter from the Receiver, an Investor Questionnaire, and IRS Form W-9 for completion. The investor letter (one for each claimed investment) provided the investor with a claim number, the Investor Questionnaire and W-9 Form along with a self-addressed return envelope. The investor letter also contained instructions on how to complete each Investor Questionnaire, information once again about the Receiver's website where investors could obtain current information about the Plan distribution

process, an explanation that distributions would be made in groups on a rolling basis to holders of allowed claims as properly completed Investor Questionnaires and W-9 forms were returned, and that claims which were marked with a “D” for disputed or “P” as paper claim would be subject to a claims objection process to either deal with a dispute or the expungement of what were duplicate paper claims.<sup>2</sup> A form copy of the investor letter and Investor Questionnaire are attached as **Exhibit A**.

In preparation for the mailing of several thousand Investor Questionnaires, the Receiver created an expanded claims database based partially upon the Receiver’s original confidential (password protected) 2012 claims database posted to the Receiver’s website which investors had used to determine whether their claims had been properly calculated and allowed by the Receiver. Also, during this time, the Receiver’s staff coded claims as accepted, disputed or duplicate paper claims so as to properly code and provide each investor with a claim number.

On January 25, 2017, a sample investor letter and Investor Questionnaire was posted to the Receiver’s website so that investors could begin to assemble the information necessary to complete their individual mailings. During this time, those website postings caused many investors to submit change of address or death notices, which the Receiver’s staff used to request needed information (such as original Death Certificates and Letters Testamentary) and to update the Receiver’s database. Once the database was updated, several thousand investor letters, Investor Questionnaires and W-9 forms were mailed to investors. A target date of February 28, 2017 was established for return of the completed information, but that date was not a legal bar date.

---

<sup>2</sup> The Court-approved claims process did not require the filing of a “paper” claim unless the investor disagreed with the Receiver’s posted claim or the claim was marked “disputed” on the Receiver’s confidential claims database. Unfortunately, some investors with allowed claims nevertheless filed duplicative paper claims.



Following return of those materials to the Receiver's office, the Receiver's staff cataloged the Investor Questionnaires and W-9 forms, marked and updated the database indicating those which had been returned and began preparation for review of those materials.

The Receiver announced on March 9, 2017 in a website update that the distribution range estimated in the Receiver's April 19, 2016 posting remained the same, which would result in approximately 13.5 to 21.7% being distributed to investors.

On April 13, 2017, the Receiver's staff completed the cataloging of all Investor Questionnaires and W-9 forms which had been returned by that date with claim review then underway. As of this date, five Payment Schedules of First Investor Distributions have been filed with the Court aggregating 508 total investor claims, with a total distribution value of \$1,465,434.00. The First Investor Distribution will be made at ten percent of the amount of each allowed claim. The Receiver expects that all properly completed allowed claims will be reviewed and processed for the First Investor Distribution by approximately August 14, 2017, subject to whether the Court intends to further review or approve Distribution Schedules as indicated in Docket No. 908.

#### **Claims Objections**

The Receiver expects to file by August 4, 2017 a motion to expunge duplicate claims. The 2012 claims process did not require investors to file paper claims unless they disagreed with the Receiver's posted claims. Unfortunately, some investors filed paper claims. This results in investors having duplicate claims, and a customary claims process involves the need to expunge the duplicate claims which the Receiver will do in an omnibus motion. Many investors have

written to voluntarily expunge the duplicate paper claim when the situation has been explained to them.

Additional claims objection motions will be made thereafter on an ongoing basis for disputed claims, which are largely due to certain investors having received preferred treatment or engaged in conduct or had a relationship making it inequitable or unlawful to distribute monies to those disputed investors. The outcome of the disputed claims objections will affect the percentage of eventual allowed investor claim recoveries.

#### **Various Tax Issues**

There have been a few different tax issues which required resolution in this action. The first occurred in 2012 and 2013 causing the Receiver to initiate a motion (Docket No. 658) establishing the priority of victim investor claims over the IRS and declaring the Receiver not personally liable for tax liabilities of the Receivership, the MS Entities or other defendants on account of distribution of assets in accordance with Court Orders. The motion resulted in the Department of Justice Tax Division providing the Receiver with a April 3, 2015 letter confirming that the IRS would permit distributions to investors with priority over the IRS provided that the Receiver dealt separately with the tax claims against the personal assets of the Smith Trust and the Smiths such as their brokerage account, which might eventually be included within estate assets for distribution purposes.

More recently, as a result of the effective substantive consolidation provided for by the Plan, the Receiver is reviewing if any taxes might be due as a result of that approach and also as a result of the sale of the Smith Vero Beach house, the Smith Sacandaga property and brokerage account assets being incorporated into investor distributions.

Given that the Receivership includes 80 entities, there have been over 530 tax returns filed and which will continue to be filed until final tax returns can be filed following all distributions having been made.

#### **Remaining Assets**

The Receiver continues to collect modest installment payments by certain parties which settled claims with the Receiver. Those monies are deposited into the Receiver's accounts and will continue to be received until paid in full.

There is one relatively significant remaining asset to be collected which is commonly known as the CMS investment. It is an equity position in the Coventry Healthcare entities. The position appears to be illiquid. While the Receiver had reached a Memorandum of Understanding in 2014 with CMS to raise funds in order to buy out the McGinn Smith position, CMS was not successful in being able to raise those monies. The Receiver continues to monitor the situation for an opportunity to liquidate the investment.

#### **SEC Proceeding Against McGinn Smith Brokers**

As reported on the Receiver's website on September 24, 2013, the SEC charged ten McGinn Smith brokers with ignoring red flags which should have led them to conduct more due diligence into the securities they were recommending to their customers. The Receiver testified twice in the proceeding on behalf of the SEC. On February 25, 2015, the SEC prevailed in the broker proceeding. Among the remedies granted was disgorgement of commissions plus interest against seven brokers and a civil money penalty which, if the broker decision is upheld on appeal

and collected, will be added to defrauded investor recoveries. The broker decision is currently on appeal and will be heard on appeal by the Commission on August 15, 2017.

Dated: July 19, 2017

PHILLIPS LYTLE LLP

By /s/ William J. Brown  
William J. Brown (Bar Roll #601330)  
Attorneys for Receiver  
Omni Plaza  
30 South Pearl Street  
Albany, New York 12207  
Telephone No. (518) 472-1224

and

One Canalside  
125 Main Street  
Buffalo, New York 14203  
Telephone No.: (716) 847-8400

Doc #01-3054152.2

# *Exhibit A*

**William J. Brown, as Receiver  
of McGinn, Smith & Co., Inc., et al.**

Tel: 716.847.7089  
www.mcginnsmithreceiver.com

One Canalside  
125 Main Street  
Buffalo, NY 14203

January 20, 2017

**Claim No. 1234 A**

Re: McGinn Smith Plan of Distribution and Claims Distribution Process

Dear McGinn Smith Investor:

I am pleased to enclose, in my capacity as Receiver, the following documents for you to complete and return which is the next step in returning to investors with allowed claims the money they deserve:

1. Investor Questionnaire (individualized for each investment you hold or claim);
2. W-9 Form; and
3. Self-addressed return envelope.

Please truthfully and accurately complete each Investor Questionnaire you receive in a legible manner. The Investor Questionnaire is to be signed under penalty of perjury and, along with the completed W-9 Form, returned in the enclosed envelope. You must apply postage before mailing the envelope with the completed materials.

As you undoubtedly know from the Receiver's website ([www.mcginnsmithreceiver.com](http://www.mcginnsmithreceiver.com)), the Plan of Distribution filed with the Court on December 30, 2015 at Docket No. 847 was approved by the Court on October 31, 2016 at Docket No. 904 and became final and no longer subject to appeal in December 2016. Given the cost of mailing updates to investors and parties in interest by U.S. Mail, the Receiver's website serves as the place at which investors can receive timely information and updates. I encourage you to check the website every few weeks.

Distributions will be made in groups on a rolling basis to holders of allowed claims as properly completed Questionnaires and W-9 Forms are returned. If your forms are incomplete, illegible or not returned, distributions will be delayed or not made.

In order to maintain an orderly process, I request that all completed materials be returned no later than February 28, 2017.

While the vast majority of investor claims are allowed and not disputed, if your claim is marked as Disputed on the Receiver's website, **D** or **P** is listed next to your Claim No. above, or is otherwise challenged as Disputed, the Receiver intends to file a Motion with the Court with notice given to you of a Court hearing to resolve issues regarding the claim.

**PLEASE RETAIN THIS LETTER SINCE IT CONTAINS YOUR CLAIM NUMBER FOR THIS CLAIM WHICH YOU WILL NEED TO IDENTIFY PAYMENTS TO BE MADE TO YOU.**

I thank you for your anticipated cooperation.

Very truly yours,

William J. Brown, Receiver

Doc #01-3011494.2  
Enclosures

## Securities and Exchange Commission vs. McGinn, Smith & Co. Inc. Investor Questionnaire Pursuant to Receiver's Plan of Distribution

This two-sided form is individualized for each investment you hold or claim per the Receiver's records. A Questionnaire will be mailed to you for each investment. Each form must be completed, properly signed, and returned to the Receiver in the enclosed envelope along with the completed W-9 Form.

No distribution checks will be paid to an Investor with an Allowed Claim until a Questionnaire has been properly completed for each investment and received by the Receiver.

\*\*\*\*\*

Name of Investor(s)	Description of Investment	Amount of Investment
John Doe  Claim No. 1234 A	FEIN SECURED SENIOR SUBORDINATED NOTES DUE 01/30/2009	\$10,000

Social Security Number(s) (for each owner) \_\_\_\_\_

Mailing Address: \_\_\_\_\_

Street: \_\_\_\_\_ Apt #: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip Code: \_\_\_\_\_

Telephone Number (\_\_\_\_\_) \_\_\_\_\_  
Area Code

E-Mail Address \_\_\_\_\_

Is this investment held in an IRA? Yes \_\_\_/No \_\_\_. If so, provide name and address of Trustee where payment should be sent.

IRA Trustee Name \_\_\_\_\_

Trustee Address: \_\_\_\_\_

Street: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip Code: \_\_\_\_\_

IRA Account No. \_\_\_\_\_

**Collateral Recoveries**

Did you receive, or are you pursuing or intend to pursue, a recovery from any other source related to McGinn Smith? For example, a recovery through FINRA, other lawsuit, or other type of recovery including insurance.

\_\_\_\_ Yes      \_\_\_\_ No

If so, how much? (List separately for each Collateral Recovery)

	<u>Net Amount Received by Investor**</u>	<u>Source</u>
1.	\$ _____	_____ Name _____ Address _____ City                      State                      Zip Code
2.	\$ _____	_____ Name _____ Address _____ City                      State                      Zip Code
3.	\$ _____	_____ Name _____ Address _____ City                      State                      Zip Code

\*\* The net amount is the amount received by Investor after all fees are applied. Do not pro-rate among investments.

The undersigned certifies under penalty of perjury pursuant to 28 U.S.C. § 1746 that the information contained in this Questionnaire is true and correct.

Dated: \_\_\_\_\_, 2017.

\_\_\_\_\_  
(Printed Name of Investor 1)

\_\_\_\_\_  
*(Signature of Investor 1)*

\_\_\_\_\_  
(Printed Name of Investor 2)

\_\_\_\_\_  
*(Signature of Investor 2)*



# *Exhibit D*

WILLIAM J. BROWN, ESQ  
RECEIVER

PHILLIPS LYTTLE LLP  
125 MAIN STREET  
BUFFALO, NY 14203  
PHONE 716 847 7089

# STANDARDIZED FUND ACCOUNTING REPORT

CIVIL DISTRIBUTION FUND

---

MCGINN, SMITH & CO. INC. ET. AL.  
CIVIL COURT DOCKET No.  
10-CV-457(GLS/DRN)

REPORTING PERIOD 7/1/2014 TO 9/30/2014

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
 Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)  
 Reporting Period 7/1/14 to 9/30/2014

FUND ACCOUNTING (See Instructions):				
		Detail	Subtotal	Grand Total
Line 1	Beginning Balance (As of 6/30/2014):	20,886,379	20,886,379	20,886,379
	<b>Increases in Fund Balance:</b>			
Line 2	Business Income	238	238	238
Line 3	Cash and Securities			
Line 4	Interest/Dividend Income	8,696	8,696	8,696
Line 5	Business Asset Liquidation	76,705	76,705	76,705
Line 6	Personal Asset Liquidation			
Line 7	Third-Party Litigation Income	4,201	4,201	4,201
Line 8	Miscellaneous - Other			
	<b>Total Funds Available (Lines 1 – 8):</b>	<b>89,840</b>	<b>89,840</b>	<b>89,840</b>
	<b>Decreases in Fund Balance:</b>			
Line 9	Disbursements to Investors			
Line 10	Disbursements for Receivership Operations			
Line 10a	Disbursements to Receiver or Other Professionals	-	-	-
Line 10b	Business Asset Expenses	24,589	24,589	24,589
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	<b>Total Third-Party Litigation Expenses</b>			
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments			
	<b>Total Disbursements for Receivership Operations</b>	<b>24,589</b>	<b>24,589</b>	<b>24,589</b>
Line 11	Disbursements for Distribution Expenses Paid by the Fund:			
Line 11a	Distribution Plan Development Expenses:			
	1. Fees:			
	Fund Administrator.....			
	Independent Distribution Consultant (IDC).....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<b>Total Plan Development Expenses</b>			
Line 11b	Distribution Plan Implementation Expenses:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR) Reporting Expenses			
	<b>Total Plan Implementation Expenses</b>			
	<b>Total Disbursements for Distribution Expenses Paid by the Fund</b>			
Line 12	Disbursements to Court/Other:			
Line 12a	Investment Expenses/Court Registry Investment System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other:</b>			
	<b>Total Funds Disbursed (Lines 9 – 11):</b>			
Line 13	Ending Balance (As of 6/30/2014):			<b>20,951,630</b>

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
**Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)**  
**Reporting Period 7/1/14 to 9/30/2014**

<b>Line 14</b>	<b>Ending Balance of Fund – Net Assets:</b>			
Line 14a	Cash & Cash Equivalents			
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	<b>Total Ending Balance of Fund – Net Assets</b>			<b>\$ 20,951,630</b>
<b>OTHER SUPPLEMENTAL INFORMATION:</b>				
		<b>Detail</b>	<b>Subtotal</b>	<b>Grand Total</b>
	<b>Report of Items NOT To Be Paid by the Fund:</b>			
<b>Line 15</b>	<b>Disbursements for Plan Administration Expenses Not Paid by the Fund:</b>			
Line 15a	Plan Development Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<b>Total Plan Development Expenses Not Paid by the Fund</b>			
Line 15b	Plan Implementation Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	<b>Total Plan Implementation Expenses Not Paid by the Fund</b>			
Line 15c	Tax Administrator Fees & Bonds Not Paid by the Fund			
	<b>Total Disbursements for Plan Administration Expenses Not Paid by the Fund</b>			
<b>Line 16</b>	<b>Disbursements to Court/Other Not Paid by the Fund:</b>			
Line 16a	Investment Expenses/CRIS Fees			
Line 16b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other Not Paid by the Fund:</b>			
<b>Line 17</b>	<b>DC &amp; State Tax Payments</b>			
<b>Line 18</b>	<b>No. of Claims:</b>			
Line 18a	# of Claims Received This Reporting Period.....			
Line 18b	# of Claims Received Since Inception of Fund.....			2,781
<b>Line 19</b>	<b>No. of Claimants/Investors:</b>			
Line 19a	# of Claimants/Investors Paid This Reporting Period.....			
Line 19b	# of Claimants/Investors Paid Since Inception of Fund.....			2

Receiver: \_\_\_\_\_  
 By: William J. Brown  
 (signature)  
William J. Brown  
 (printed name)  
Receiver  
 (title)  
 Date: 4/30/2014

WILLIAM J. BROWN, ESQ  
RECEIVER

PHILLIPS LYTTLE LLP  
125 MAIN STREET  
BUFFALO, NY 14203  
PHONE 716 847 7089

# STANDARDIZED FUND ACCOUNTING REPORT

CIVIL DISTRIBUTION FUND

---

MCGINN, SMITH & CO. INC. ET. AL.  
CIVIL COURT DOCKET No.  
10-CV-457(GLS/DRN)

REPORTING PERIOD 10/1/2014 TO 12/31/2014

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
 Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)  
 Reporting Period 10/1/14 to 12/31/2014

<b>FUND ACCOUNTING (See Instructions):</b>				
		<b>Detail</b>	<b>Subtotal</b>	<b>Grand Total</b>
Line 1	Beginning Balance (As of 9/30/2014):	20,951,630	20,951,630	20,951,630
	<b>Increases in Fund Balance:</b>			
Line 2	Business Income	229	229	229
Line 3	Cash and Securities			
Line 4	Interest/Dividend Income	11,894	11,894	11,894
Line 5	Business Asset Liquidation	898,922	898,922	898,922
Line 6	Personal Asset Liquidation			
Line 7	Third-Party Litigation Income	4,232	4,232	4,232
Line 8	Miscellaneous - Other			
	<b>Total Funds Available (Lines 1 - 8):</b>	<b>915,277</b>	<b>915,277</b>	<b>915,277</b>
	<b>Decreases in Fund Balance:</b>			
Line 9	Disbursements to Investors			
Line 10	<b>Disbursements for Receivership Operations</b>			
Line 10a	Disbursements to Receiver or Other Professionals	-	-	-
Line 10b	Business Asset Expenses	38,750	38,750	38,750
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	<b>Total Third-Party Litigation Expenses</b>			
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments			
	<b>Total Disbursements for Receivership Operations</b>	<b>38,750</b>	<b>38,750</b>	<b>38,750</b>
Line 11	<b>Disbursements for Distribution Expenses Paid by the Fund:</b>			
Line 11a	<b>Distribution Plan Development Expenses:</b>			
	1. Fees:			
	Fund Administrator.....			
	Independent Distribution Consultant (IDC).....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<b>Total Plan Development Expenses</b>			
Line 11b	<b>Distribution Plan Implementation Expenses:</b>			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR) Reporting Expenses			
	<b>Total Plan Implementation Expenses</b>			
	<b>Total Disbursements for Distribution Expenses Paid by the Fund</b>			
Line 12	<b>Disbursements to Court/Other:</b>			
Line 12a	Investment Expenses/Court Registry Investment System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other:</b>			
	<b>Total Funds Disbursed (Lines 9 - 11):</b>			
Line 13	Ending Balance (As of 6/30/2014):			<b>21,828,157</b>

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
**Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)**  
**Reporting Period 10/1/14 to 12/31/2014**

<b>Line 14</b>	<b>Ending Balance of Fund – Net Assets:</b>			
Line 14a	Cash & Cash Equivalents			
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	<b>Total Ending Balance of Fund – Net Assets</b>			<b>\$ 21,828,157</b>

21828157

OTHER SUPPLEMENTAL INFORMATION:		Detail	Subtotal	Grand Total
<b>Report of Items NOT To Be Paid by the Fund:</b>				
<b>Line 15</b>	<b>Disbursements for Plan Administration Expenses Not Paid by the Fund:</b>			
Line 15a	Plan Development Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<u>Total Plan Development Expenses Not Paid by the Fund</u>			
Line 15b	Plan Implementation Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	<u>Total Plan Implementation Expenses Not Paid by the Fund</u>			
Line 15c	Tax Administrator Fees & Bonds Not Paid by the Fund			
	<b>Total Disbursements for Plan Administration Expenses Not Paid by the Fund</b>			
<b>Line 16</b>	<b>Disbursements to Court/Other Not Paid by the Fund:</b>			
Line 16a	Investment Expenses/CRIS Fees			
Line 16b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other Not Paid by the Fund:</b>			
<b>Line 17</b>	<b>DC &amp; State Tax Payments</b>			
<b>Line 18</b>	<b>No. of Claims:</b>			
Line 18a	# of Claims Received This Reporting Period.....			
Line 18b	# of Claims Received Since Inception of Fund.....			2,781
<b>Line 19</b>	<b>No. of Claimants/Investors:</b>			
Line 19a	# of Claimants/Investors Paid This Reporting Period.....			
Line 19b	# of Claimants/Investors Paid Since Inception of Fund.....			2

Receiver: \_\_\_\_\_  
 By: William J. Brown  
 (signature)  
WILLIAM J. BROWN  
 (printed name)  
Receiver  
 (title)  
 Date: 4/19/2015

WILLIAM J. BROWN, ESQ  
RECEIVER

PHILLIPS LYTTLE LLP  
125 MAIN STREET  
BUFFALO, NY 14203  
PHONE 716 847 7089

# STANDARDIZED FUND ACCOUNTING REPORT

CIVIL DISTRIBUTION FUND

---

MCGINN, SMITH & CO. INC. ET. AL.  
CIVIL COURT DOCKET No.  
10-CV-457(GLS/DRN)

REPORTING PERIOD 1/1/2015 TO 3/31/2015



**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
 Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)  
 Reporting Period 1/1/15 to 3/31/2015

<b>FUND ACCOUNTING (See Instructions):</b>				
		<b>Detail</b>	<b>Subtotal</b>	<b>Grand Total</b>
Line 1	Beginning Balance (As of 12/31/2014):	21,828,157	21,828,157	21,828,157
	<b>Increases in Fund Balance:</b>			
Line 2	Business Income	186	186	186
Line 3	Cash and Securities			
Line 4	Interest/Dividend Income	11,154	11,154	11,154
Line 5	Business Asset Liquidation	8,868	8,868	8,868
Line 6	Personal Asset Liquidation			
Line 7	Third-Party Litigation Income	7,836	7,836	7,836
Line 8	Miscellaneous - Other	-	-	-
	<b>Total Funds Available (Lines 1 - 8):</b>	<b>28,044</b>	<b>28,044</b>	<b>28,044</b>
	<b>Decreases in Fund Balance:</b>			
Line 9	Disbursements to Investors			
Line 10	<b>Disbursements for Receivership Operations</b>			
Line 10a	Disbursements to Receiver or Other Professionals	-	-	-
Line 10b	Business Asset Expenses	19,502	19,502	19,502
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	<b>Total Third-Party Litigation Expenses</b>			
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments			
	<b>Total Disbursements for Receivership Operations</b>	<b>19,502</b>	<b>19,502</b>	<b>19,502</b>
Line 11	<b>Disbursements for Distribution Expenses Paid by the Fund:</b>			
Line 11a	<b>Distribution Plan Development Expenses:</b>			
	1. Fees:			
	Fund Administrator.....			
	Independent Distribution Consultant (IDC).....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<b>Total Plan Development Expenses</b>			
Line 11b	<b>Distribution Plan Implementation Expenses:</b>			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR) Reporting Expenses			
	<b>Total Plan Implementation Expenses</b>			
	<b>Total Disbursements for Distribution Expenses Paid by the Fund</b>			
Line 12	<b>Disbursements to Court/Other:</b>			
Line 12a	Investment Expenses/Court Registry Investment System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other:</b>			
	<b>Total Funds Disbursed (Lines 9 - 11):</b>			
Line 13	Ending Balance (As of 6/30/2014):			<b>21,836,699</b>

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
 Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)  
 Reporting Period 1/1/15 to 3/31/2015

<b>Line 14</b>	<b>Ending Balance of Fund – Net Assets:</b>			
Line 14a	Cash & Cash Equivalents			
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	<b>Total Ending Balance of Fund – Net Assets</b>			<b>\$ 21,836,699</b>
<b>OTHER SUPPLEMENTAL INFORMATION:</b>				
		<b>Detail</b>	<b>Subtotal</b>	<b>Grand Total</b>
	<b>Report of Items NOT To Be Paid by the Fund:</b>			
<b>Line 15</b>	<b>Disbursements for Plan Administration Expenses Not Paid by the Fund:</b>			
Line 15a	Plan Development Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<b>Total Plan Development Expenses Not Paid by the Fund</b>			
Line 15b	Plan Implementation Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	<b>Total Plan Implementation Expenses Not Paid by the Fund</b>			
Line 15c	Tax Administrator Fees & Bonds Not Paid by the Fund			
	<b>Total Disbursements for Plan Administration Expenses Not Paid by the Fund</b>			
<b>Line 16</b>	<b>Disbursements to Court/Other Not Paid by the Fund:</b>			
Line 16a	Investment Expenses/CRIS Fees			
Line 16b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other Not Paid by the Fund:</b>			
<b>Line 17</b>	<b>DC &amp; State Tax Payments</b>			
<b>Line 18</b>	<b>No. of Claims:</b>			
Line 18a	# of Claims Received This Reporting Period.....			
Line 18b	# of Claims Received Since Inception of Fund.....			2,781
<b>Line 19</b>	<b>No. of Claimants/Investors:</b>			
Line 19a	# of Claimants/Investors Paid This Reporting Period.....			
Line 19b	# of Claimants/Investors Paid Since Inception of Fund.....			2

Receiver:  
 By: William J. Brown  
 (signature)  
WILLIAM J. BROWN  
 (printed name)  
Receiver  
 (title)  
 Date: 8/3/2015

WILLIAM J. BROWN, ESQ  
RECEIVER

PHILLIPS LYTTLE LLP  
125 MAIN STREET  
BUFFALO, NY 14203  
PHONE 716 847 7089

# STANDARDIZED FUND ACCOUNTING REPORT

CIVIL DISTRIBUTION FUND

---

MCGINN, SMITH & CO. INC. ET. AL.  
CIVIL COURT DOCKET No.  
10-CV-457(GLS/DRN)

REPORTING PERIOD 4/1/2015 TO 6/30/2015

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
 Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)  
 Reporting Period 4/1/15 to 6/30/2015

<b>FUND ACCOUNTING (See Instructions):</b>				
		<b>Detail</b>	<b>Subtotal</b>	<b>Grand Total</b>
Line 1	Beginning Balance (As of 3/31/2015):	21,836,699	21,836,699	21,836,699
	<b>Increases in Fund Balance:</b>			
Line 2	Business Income		-	-
Line 3	Cash and Securities			
Line 4	Interest/Dividend Income	11,924	11,924	11,924
Line 5	Business Asset Liquidation	1,639	1,639	1,639
Line 6	Personal Asset Liquidation			
Line 7	Third-Party Litigation Income	6,634	6,634	6,634
Line 8	Miscellaneous - Other		-	-
	<b>Total Funds Available (Lines 1 - 8):</b>	<b>20,197</b>	<b>20,197</b>	<b>20,197</b>
	<b>Decreases in Fund Balance:</b>			
Line 9	Disbursements to Investors			
Line 10	Disbursements for Receivership Operations			
Line 10a	Disbursements to Receiver or Other Professionals	-	-	-
Line 10b	Business Asset Expenses	16,992	16,992	16,992
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	<b>Total Third-Party Litigation Expenses</b>			
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments			
	<b>Total Disbursements for Receivership Operations</b>	<b>16,992</b>	<b>16,992</b>	<b>16,992</b>
Line 11	Disbursements for Distribution Expenses Paid by the Fund:			
Line 11a	Distribution Plan Development Expenses:			
	1. Fees:			
	Fund Administrator.....			
	Independent Distribution Consultant (IDC).....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<b>Total Plan Development Expenses</b>			
Line 11b	Distribution Plan Implementation Expenses:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR) Reporting Expenses			
	<b>Total Plan Implementation Expenses</b>			
	<b>Total Disbursements for Distribution Expenses Paid by the Fund</b>			
Line 12	Disbursements to Court/Other:			
Line 12a	Investment Expenses/Court Registry Investment System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other:</b>			
	<b>Total Funds Disbursed (Lines 9 - 11):</b>			
Line 13	Ending Balance (As of 6/30/2014):			<b>21,839,904</b>

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
**Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)**  
**Reporting Period 4/1/15 to 6/30/2015**

<b>Line 14</b>	<b>Ending Balance of Fund – Net Assets:</b>			
Line 14a	Cash & Cash Equivalents			
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	<b>Total Ending Balance of Fund – Net Assets</b>			<b>\$ 21,839,904</b>

<b>OTHER SUPPLEMENTAL INFORMATION:</b>				
		<u>Detail</u>	<u>Subtotal</u>	<u>Grand Total</u>
	<b>Report of Items NOT To Be Paid by the Fund:</b>			
<b>Line 15</b>	<b>Disbursements for Plan Administration Expenses Not Paid by the Fund:</b>			
Line 15a	Plan Development Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<u>Total Plan Development Expenses Not Paid by the Fund</u>			
Line 15b	Plan Implementation Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	<u>Total Plan Implementation Expenses Not Paid by the Fund</u>			
Line 15c	Tax Administrator Fees & Bonds Not Paid by the Fund			
	<b>Total Disbursements for Plan Administration Expenses Not Paid by the Fund</b>			
<b>Line 16</b>	<b>Disbursements to Court/Other Not Paid by the Fund:</b>			
Line 16a	Investment Expenses/CRIS Fees			
Line 16b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other Not Paid by the Fund:</b>			
<b>Line 17</b>	<b>DC &amp; State Tax Payments</b>			
<b>Line 18</b>	<b>No. of Claims:</b>			
Line 18a	# of Claims Received This Reporting Period.....			
Line 18b	# of Claims Received Since Inception of Fund.....			2,781
<b>Line 19</b>	<b>No. of Claimants/Investors:</b>			
Line 19a	# of Claimants/Investors Paid This Reporting Period.....			
Line 19b	# of Claimants/Investors Paid Since Inception of Fund.....			2

Receiver: \_\_\_\_\_  
 By: William J. Brown  
 (signature)  
William J. Brown  
 (printed name)  
Receiver  
 (title)  
 Date: 11/22/2015

WILLIAM J. BROWN, ESQ  
RECEIVER

PHILLIPS LYTLE LLP  
125 MAIN STREET  
BUFFALO, NY 14203  
PHONE 716 847 7089

# STANDARDIZED FUND ACCOUNTING REPORT

CIVIL DISTRIBUTION FUND

---

MCGINN, SMITH & CO. INC. ET. AL.  
CIVIL COURT DOCKET No.  
10-CV-457(GLS/DRN)

REPORTING PERIOD 7/1/2015 TO 9/30/2015

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
**Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)**  
**Reporting Period 7/1/15 to 9/30/2015**

<b>FUND ACCOUNTING (See Instructions):</b>				
		<b>Detail</b>	<b>Subtotal</b>	<b>Grand Total</b>
<b>Line 1</b>	<b>Beginning Balance (As of 6/30/2015):</b>	<b>21,839,904</b>	<b>21,839,904</b>	<b>21,839,904</b>
	<b>Increases in Fund Balance:</b>			
<b>Line 2</b>	<b>Business Income</b>	159	159	159
<b>Line 3</b>	<b>Cash and Securities</b>			
<b>Line 4</b>	<b>Interest/Dividend Income</b>	11,808	11,808	11,808
<b>Line 5</b>	<b>Business Asset Liquidation</b>	969	969	969
<b>Line 6</b>	<b>Personal Asset Liquidation</b>			
<b>Line 7</b>	<b>Third-Party Litigation Income</b>	9,011	9,011	9,011
<b>Line 8</b>	<b>Miscellaneous - Other</b>			
	<b>Total Funds Available (Lines 1 - 8):</b>	<b>21,947</b>	<b>21,947</b>	<b>21,947</b>
	<b>Decreases in Fund Balance:</b>			
<b>Line 9</b>	<b>Disbursements to Investors</b>			
<b>Line 10</b>	<b>Disbursements for Receivership Operations</b>			
<i>Line 10a</i>	<i>Disbursements to Receiver or Other Professionals</i>	-	-	-
<i>Line 10b</i>	<i>Business Asset Expenses</i>	13,741	13,741	13,741
<i>Line 10c</i>	<i>Personal Asset Expenses</i>			
<i>Line 10d</i>	<i>Investment Expenses</i>			
<i>Line 10e</i>	<i>Third-Party Litigation Expenses</i>			
	1. Attorney Fees			
	2. Litigation Expenses			
	<i>Total Third-Party Litigation Expenses</i>			
<i>Line 10f</i>	<i>Tax Administrator Fees and Bonds</i>			
<i>Line 10g</i>	<i>Federal and State Tax Payments</i>			
	<b>Total Disbursements for Receivership Operations</b>	<b>13,741</b>	<b>13,741</b>	<b>13,741</b>
<b>Line 11</b>	<b>Disbursements for Distribution Expenses Paid by the Fund:</b>			
<i>Line 11a</i>	<i>Distribution Plan Development Expenses:</i>			
	1. Fees:			
	Fund Administrator.....			
	Independent Distribution Consultant (IDC).....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<i>Total Plan Development Expenses</i>			
<i>Line 11b</i>	<i>Distribution Plan Implementation Expenses:</i>			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR) Reporting Expenses			
	<i>Total Plan Implementation Expenses</i>			
	<b>Total Disbursements for Distribution Expenses Paid by the Fund</b>			
<b>Line 12</b>	<b>Disbursements to Court/Other:</b>			
<i>Line 12a</i>	<i>Investment Expenses/Court Registry Investment System (CRIS) Fees</i>			
<i>Line 12b</i>	<i>Federal Tax Payments</i>			
	<b>Total Disbursements to Court/Other:</b>			
	<b>Total Funds Disbursed (Lines 9 - 11):</b>			
<b>Line 13</b>	<b>Ending Balance (As of 9/30/2014):</b>			<b>21,848,110</b>

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
**Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)**  
**Reporting Period 7/1/15 to 9/30/2015**

<b>Line 14</b>	<b>Ending Balance of Fund – Net Assets:</b>			
Line 14a	Cash & Cash Equivalents			
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	<b>Total Ending Balance of Fund – Net Assets</b>			<b>\$ 21,848,110</b>

<b>OTHER SUPPLEMENTAL INFORMATION:</b>				
		<b>Detail</b>	<b>Subtotal</b>	<b>Grand Total</b>
	<b>Report of Items NOT To Be Paid by the Fund:</b>			
<b>Line 15</b>	<b>Disbursements for Plan Administration Expenses Not Paid by the Fund:</b>			
Line 15a	Plan Development Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<u>Total Plan Development Expenses Not Paid by the Fund</u>			
Line 15b	Plan Implementation Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	<u>Total Plan Implementation Expenses Not Paid by the Fund</u>			
Line 15c	Tax Administrator Fees & Bonds Not Paid by the Fund			
	<b>Total Disbursements for Plan Administration Expenses Not Paid by the Fund</b>			
<b>Line 16</b>	<b>Disbursements to Court/Other Not Paid by the Fund:</b>			
Line 16a	Investment Expenses/CRIS Fees			
Line 16b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other Not Paid by the Fund:</b>			
<b>Line 17</b>	<b>DC &amp; State Tax Payments</b>			
<b>Line 18</b>	<b>No. of Claims:</b>			
Line 18a	# of Claims Received This Reporting Period.....			
Line 18b	# of Claims Received Since Inception of Fund.....			2,781
<b>Line 19</b>	<b>No. of Claimants/Investors:</b>			
Line 19a	# of Claimants/Investors Paid This Reporting Period.....			
Line 19b	# of Claimants/Investors Paid Since Inception of Fund.....			2

Receiver: \_\_\_\_\_  
 By: William J. Brown  
 (signature)  
William J. Brown  
 (printed name)  
 Receiver  
 (title)  
 Date: 12/10/2015



WILLIAM J. BROWN, ESQ  
RECEIVER

PHILLIPS LYTTLE LLP  
125 MAIN STREET  
BUFFALO, NY 14203  
PHONE 716 847 7089

# STANDARDIZED FUND ACCOUNTING REPORT

CIVIL DISTRIBUTION FUND

---

MCGINN, SMITH & CO. INC. ET. AL.  
CIVIL COURT DOCKET No.  
10-CV-457(GLS/DRN)

REPORTING PERIOD 10/1/2015 TO 12/31/2015

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
**Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)**  
**Reporting Period 10/1/15 to 12/31/15**

<b>FUND ACCOUNTING (See Instructions):</b>				
		<b>Detail</b>	<b>Subtotal</b>	<b>Grand Total</b>
Line 1	<b>Beginning Balance (As of 9/30/2015):</b>	21,848,110	21,848,110	21,848,110
	<b>Increases in Fund Balance:</b>			
Line 2	Business Income	190	190	190
Line 3	Cash and Securities			
Line 4	Interest/Dividend Income	11,409	11,409	11,409
Line 5	Business Asset Liquidation		-	-
Line 6	Personal Asset Liquidation			
Line 7	Third-Party Litigation Income	5,583	5,583	5,583
Line 8	Miscellaneous - Other		-	-
	<b>Total Funds Available (Lines 1 - 8):</b>	<b>17,182</b>	<b>17,182</b>	<b>17,182</b>
	<b>Decreases in Fund Balance:</b>			
Line 9	Disbursements to Investors			
Line 10	<b>Disbursements for Receivership Operations</b>			
Line 10a	Disbursements to Receiver or Other Professionals	-	-	-
Line 10b	Business Asset Expenses	20,320	20,320	20,320
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	<b>Total Third-Party Litigation Expenses</b>			
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments			
	<b>Total Disbursements for Receivership Operations</b>	<b>20,320</b>	<b>20,320</b>	<b>20,320</b>
Line 11	<b>Disbursements for Distribution Expenses Paid by the Fund:</b>			
Line 11a	<b>Distribution Plan Development Expenses:</b>			
	1. Fees:			
	Fund Administrator.....			
	Independent Distribution Consultant (IDC).....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<b>Total Plan Development Expenses</b>			
Line 11b	<b>Distribution Plan Implementation Expenses:</b>			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR) Reporting Expenses			
	<b>Total Plan Implementation Expenses</b>			
	<b>Total Disbursements for Distribution Expenses Paid by the Fund</b>			
Line 12	<b>Disbursements to Court/Other:</b>			
Line 12a	Investment Expenses/Court Registry Investment System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other:</b>			
	<b>Total Funds Disbursed (Lines 9 - 11):</b>			
Line 13	<b>Ending Balance (As of 9/30/2014):</b>			<b>21,844,972</b>

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
 Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)  
 Reporting Period 10/1/15 to 12/31/15

<b>Line 14</b>	<b>Ending Balance of Fund – Net Assets:</b>			
Line 14a	Cash & Cash Equivalents			
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	<b>Total Ending Balance of Fund – Net Assets</b>			<b>\$ 21,844,972</b>

OTHER SUPPLEMENTAL INFORMATION:				
		Detail	Subtotal	Grand Total
<b>Line 15</b>	<b>Report of Items NOT To Be Paid by the Fund:</b>			
	<b>Disbursements for Plan Administration Expenses Not Paid by the Fund:</b>			
Line 15a	Plan Development Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<u>Total Plan Development Expenses Not Paid by the Fund</u>			
Line 15b	Plan Implementation Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	<u>Total Plan Implementation Expenses Not Paid by the Fund</u>			
Line 15c	<u>Tax Administrator Fees &amp; Bonds Not Paid by the Fund</u>			
	<b>Total Disbursements for Plan Administration Expenses Not Paid by the Fund</b>			
<b>Line 16</b>	<b>Disbursements to Court/Other Not Paid by the Fund:</b>			
Line 16a	Investment Expenses/CRIS Fees			
Line 16b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other Not Paid by the Fund:</b>			
<b>Line 17</b>	<b>DC &amp; State Tax Payments</b>			
<b>Line 18</b>	<b>No. of Claims:</b>			
Line 18a	# of Claims Received This Reporting Period.....			
Line 18b	# of Claims Received Since Inception of Fund.....			2,781
<b>Line 19</b>	<b>No. of Claimants/Investors:</b>			
Line 19a	# of Claimants/Investors Paid This Reporting Period.....			
Line 19b	# of Claimants/Investors Paid Since Inception of Fund.....			2

Receiver:  
 By: William J. Brown  
 (signature)  
William J. Brown  
 (printed name)  
Receiver  
 (title)  
 Date: 2/7/2016

WILLIAM J. BROWN, ESQ  
RECEIVER

PHILLIPS LYTTLE LLP  
125 MAIN STREET  
BUFFALO, NY 14203  
PHONE 716 847 7089

# STANDARDIZED FUND ACCOUNTING REPORT

CIVIL DISTRIBUTION FUND

---

MCGINN, SMITH & CO. INC. ET. AL.  
CIVIL COURT DOCKET No.  
10-CV-457(GLS/DRN)

REPORTING PERIOD 1/1/2016 TO 3/31/2016

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
 Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)  
 Reporting Period 1/1/16 to 3/31/16

FUND ACCOUNTING (See Instructions):				
		Detail	Subtotal	Grand Total
Line 1	Beginning Balance (As of 12/31/2015):	21,844,972	21,844,972	21,844,972
	<b>Increases in Fund Balance:</b>			
Line 2	Business Income	105	105	105
Line 3	Cash and Securities			
Line 4	Interest/Dividend Income	10,259	10,259	10,259
Line 5	Business Asset Liquidation		-	-
Line 6	Personal Asset Liquidation			
Line 7	Third-Party Litigation Income	21,207	21,207	21,207
Line 8	Miscellaneous - Other		-	-
	<b>Total Funds Available (Lines 1 - 8):</b>	<b>31,571</b>	<b>31,571</b>	<b>31,571</b>
	<b>Decreases in Fund Balance:</b>			
Line 9	Disbursements to Investors			
Line 10	<b>Disbursements for Receivership Operations</b>			
Line 10a	Disbursements to Receiver or Other Professionals	109,948	109,948	109,948
Line 10b	Business Asset Expenses	17,321	17,321	17,321
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	<b>Total Third-Party Litigation Expenses</b>			
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments			
	<b>Total Disbursements for Receivership Operations</b>	<b>127,269</b>	<b>127,269</b>	<b>127,269</b>
Line 11	<b>Disbursements for Distribution Expenses Paid by the Fund:</b>			
Line 11a	<b>Distribution Plan Development Expenses:</b>			
	1. Fees:			
	Fund Administrator.....			
	Independent Distribution Consultant (IDC).....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<b>Total Plan Development Expenses</b>			
Line 11b	<b>Distribution Plan Implementation Expenses:</b>			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR) Reporting Expenses			
	<b>Total Plan Implementation Expenses</b>			
	<b>Total Disbursements for Distribution Expenses Paid by the Fund</b>			
Line 12	<b>Disbursements to Court/Other:</b>			
Line 12a	Investment Expenses/Court Registry Investment System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other:</b>			
	<b>Total Funds Disbursed (Lines 9 - 11):</b>			
Line 13	Ending Balance (As of 9/30/2014):			<b>21,749,274</b>

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
**Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)**  
**Reporting Period 1/1/16 to 3/31/16**

<b>Line 14</b>	<b>Ending Balance of Fund – Net Assets:</b>			
Line 14a	Cash & Cash Equivalents			
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	<b>Total Ending Balance of Fund – Net Assets</b>			<b>\$ 21,749,274</b>
<b>OTHER SUPPLEMENTAL INFORMATION:</b>				
		<b>Detail</b>	<b>Subtotal</b>	<b>Grand Total</b>
<b>Line 15</b>	<b>Report of Items NOT To Be Paid by the Fund:</b>			
	<b>Disbursements for Plan Administration Expenses Not Paid by the Fund:</b>			
Line 15a	Plan Development Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<i>Total Plan Development Expenses Not Paid by the Fund</i>			
Line 15b	Plan Implementation Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	<i>Total Plan Implementation Expenses Not Paid by the Fund</i>			
Line 15c	Tax Administrator Fees & Bonds Not Paid by the Fund			
	<b>Total Disbursements for Plan Administration Expenses Not Paid by the Fund</b>			
<b>Line 16</b>	<b>Disbursements to Court/Other Not Paid by the Fund:</b>			
Line 16a	Investment Expenses/CRIS Fees			
Line 16b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other Not Paid by the Fund:</b>			
<b>Line 17</b>	<b>DC &amp; State Tax Payments</b>			
<b>Line 18</b>	<b>No. of Claims:</b>			
Line 18a	# of Claims Received This Reporting Period.....			
Line 18b	# of Claims Received Since Inception of Fund.....			2,781
<b>Line 19</b>	<b>No. of Claimants/Investors:</b>			
Line 19a	# of Claimants/Investors Paid This Reporting Period.....			
Line 19b	# of Claimants/Investors Paid Since Inception of Fund.....			2

Receiver: \_\_\_\_\_  
 By: William J. Brown  
 (signature)  
William J. BROWN  
 (printed name)  
Receiver  
 (title)  
 Date: 7/4/2016

WILLIAM J. BROWN, ESQ  
RECEIVER

PHILLIPS LYTTLE LLP  
125 MAIN STREET  
BUFFALO, NY 14203  
PHONE 716 847 7089

# STANDARDIZED FUND ACCOUNTING REPORT

CIVIL DISTRIBUTION FUND

---

MCGINN, SMITH & CO. INC. ET. AL.  
CIVIL COURT DOCKET No.  
10-CV-457(GLS/DRN)

REPORTING PERIOD 4/1/2016 TO 6/30/2016

**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
 Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)  
 Reporting Period 4/1/16 to 6/30/16

FUND ACCOUNTING (See Instructions):				
		Detail	Subtotal	Grand Total
Line 1	Beginning Balance (As of 3/31/2015):	21,749,274	21,749,274	21,749,274
	<b>Increases in Fund Balance:</b>			
Line 2	Business Income	212	212	212
Line 3	Cash and Securities			
Line 4	Interest/Dividend Income	8,271	8,271	8,271
Line 5	Business Asset Liquidation		-	-
Line 6	Personal Asset Liquidation			
Line 7	Third-Party Litigation Income	7,319	7,319	7,319
Line 8	Miscellaneous - Other		-	-
	<b>Total Funds Available (Lines 1 – 8):</b>	<b>15,802</b>	<b>15,802</b>	<b>15,802</b>
	<b>Decreases in Fund Balance:</b>			
Line 9	Disbursements to Investors			
Line 10	<b>Disbursements for Receivership Operations</b>			
Line 10a	Disbursements to Receiver or Other Professionals	1,762	1,762	1,762
Line 10b	Business Asset Expenses	16,018	16,018	16,018
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	<b>Total Third-Party Litigation Expenses</b>			
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments			
	<b>Total Disbursements for Receivership Operations</b>	<b>17,780</b>	<b>17,780</b>	<b>17,780</b>
Line 11	<b>Disbursements for Distribution Expenses Paid by the Fund:</b>			
Line 11a	<b>Distribution Plan Development Expenses:</b>			
	1. Fees:			
	Fund Administrator.....			
	Independent Distribution Consultant (IDC).....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<b>Total Plan Development Expenses</b>			
Line 11b	<b>Distribution Plan Implementation Expenses:</b>			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR) Reporting Expenses			
	<b>Total Plan Implementation Expenses</b>			
	<b>Total Disbursements for Distribution Expenses Paid by the Fund</b>			
Line 12	<b>Disbursements to Court/Other:</b>			
Line 12a	Investment Expenses/Court Registry Investment System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other:</b>			
	<b>Total Funds Disbursed (Lines 9 – 11):</b>			
Line 13	Ending Balance (As of 6/30/2014):			<b>21,747,296</b>



**STANDARDIZED FUND ACCOUNTING REPORT for McGinn, Smith Co. Co. Et. Al. - Cash Basis**  
 Receivership; Civil Court Docket No. 10-CV-457(GLS/DRN)  
 Reporting Period 4/1/16 to 6/30/16

<b>Line 14</b>	<b>Ending Balance of Fund – Net Assets:</b>			
Line 14a	Cash & Cash Equivalents			
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	<b>Total Ending Balance of Fund – Net Assets</b>			<b>\$ 21,747,296</b>
<b>OTHER SUPPLEMENTAL INFORMATION:</b>				
		<b>Detail</b>	<b>Subtotal</b>	<b>Grand Total</b>
<b>Line 15</b>	<b>Report of Items NOT To Be Paid by the Fund:</b>			
	<b>Disbursements for Plan Administration Expenses Not Paid by the Fund:</b>			
Line 15a	Plan Development Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<b>Total Plan Development Expenses Not Paid by the Fund</b>			
Line 15b	Plan Implementation Expenses Not Paid by the Fund:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	<b>Total Plan Implementation Expenses Not Paid by the Fund</b>			
Line 15c	Tax Administrator Fees & Bonds Not Paid by the Fund			
	<b>Total Disbursements for Plan Administration Expenses Not Paid by the Fund</b>			
<b>Line 16</b>	<b>Disbursements to Court/Other Not Paid by the Fund:</b>			
Line 16a	Investment Expenses/CRIS Fees			
Line 16b	Federal Tax Payments			
	<b>Total Disbursements to Court/Other Not Paid by the Fund:</b>			
<b>Line 17</b>	<b>DC &amp; State Tax Payments</b>			
<b>Line 18</b>	<b>No. of Claims:</b>			
Line 18a	# of Claims Received This Reporting Period.....			
Line 18b	# of Claims Received Since Inception of Fund.....			2,781
<b>Line 19</b>	<b>No. of Claimants/Investors:</b>			
Line 19a	# of Claimants/Investors Paid This Reporting Period.....			
Line 19b	# of Claimants/Investors Paid Since Inception of Fund.....			2

Receiver: \_\_\_\_\_  
 By: William J. Brown  
 (signature)  
William J. Brown  
 (printed name)  
Receiver  
 (title)  
 Date: 10/8/2016

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

-----X  
SECURITIES AND EXCHANGE COMMISSION :

*Plaintiff,* :

vs. :

Case No. 1:10-CV-457  
(GLS/CFH)

McGINN, SMITH & CO., INC., :  
McGINN, SMITH ADVISORS, LLC :  
McGINN, SMITH CAPITAL HOLDINGS CORP., :  
FIRST ADVISORY INCOME NOTES, LLC, :  
FIRST EXCELSIOR INCOME NOTES, LLC, :  
FIRST INDEPENDENT INCOME NOTES, LLC, :  
THIRD ALBANY INCOME NOTES, LLC, :  
TIMOTHY M. MCGINN, AND :  
DAVID L. SMITH, GEOFFREY R. SMITH, :  
Individually and as Trustee of the David L. and :  
Lynn A. Smith Irrevocable Trust U/A 8/04/04, :  
LAUREN T. SMITH, and NANCY MCGINN, :

*Defendants,* :

LYNN A. SMITH and :  
NANCY MCGINN, :

*Relief Defendants. and* :

GEOFFREY R. SMITH, Trustee of the :  
David L. and Lynn A. Smith Irrevocable :  
Trust U/A 8/04/04, :

*Intervenor.* :

-----X

**ORDER APPROVING EIGHTH INTERIM APPLICATION OF  
PHILLIPS LYTLE LLP AND THE RECEIVER FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Upon the Eighth Interim Application of Phillips Lytle LLP (“Phillips Lytle”) and  
the Receiver (“Receiver”) for Allowance of Compensation and Reimbursement of Expenses  
dated August 17, 2017 (“Application”) for an order approving the allowance of compensation  
and reimbursement of expenses; and notice of the Application having been given to the

Securities and Exchange Commission and all parties who have filed a Notice of Appearance in this action and all creditors of the McGinn Smith Entities and other parties in interest via the Receiver's website, which notice is deemed good and sufficient notice; and the Court having determined that sufficient cause exists; it is therefore

ORDERED, that the Application is approved such that (i) compensation for legal and Receiver services rendered between July 1, 2014 and June 30, 2016 ("Eighth Interim Period") in the amount of \$180,738.67 is allowed as an interim allowance, and (ii) reimbursement of expenses advanced by Phillips Lytle during the Eighth Interim Period in the amount of \$1,435.52 is allowed as an interim disbursement payment; and it is further

ORDERED, that the Receiver is authorized and directed to pay the amounts as allowed pursuant to this Order.

Dated: \_\_\_\_\_, 2017

\_\_\_\_\_  
HON. CHRISTIAN F. HUMMEL

Doc #01-3058811.1

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

-----X  
SECURITIES AND EXCHANGE COMMISSION :

*Plaintiff,* :

vs. :

Case No. 1:10-CV-457  
(GLS/CFH)

McGINN, SMITH & CO., INC., :  
McGINN, SMITH ADVISORS, LLC :  
McGINN, SMITH CAPITAL HOLDINGS CORP., :  
FIRST ADVISORY INCOME NOTES, LLC, :  
FIRST EXCELSIOR INCOME NOTES, LLC, :  
FIRST INDEPENDENT INCOME NOTES, LLC, :  
THIRD ALBANY INCOME NOTES, LLC, :  
TIMOTHY M. MCGINN, AND :  
DAVID L. SMITH, GEOFFREY R. SMITH, :  
Individually and as Trustee of the David L. and :  
Lynn A. Smith Irrevocable Trust U/A 8/04/04, :  
LAUREN T. SMITH, and NANCY MCGINN, :

*Defendants,* :

LYNN A. SMITH and :  
NANCY MCGINN, :

*Relief Defendants. and* :

GEOFFREY R. SMITH, Trustee of the :  
David L. and Lynn A. Smith Irrevocable :  
Trust U/A 8/04/04, :

*Intervenor.* :

-----X

**CERTIFICATE OF SERVICE**

I, Karen M. Ludlow, being at all times over 18 years of age, hereby certify that on August 21, 2017, a true and correct copy of the Notice and Eighth Interim Application of Phillips Lytle LLP and the Receiver for Allowance of Compensation and Reimbursement of Expenses (“Eighth Interim Application”) was caused to be served by e-mail upon all parties who receive electronic notice in this case pursuant to the Court’s ECF filing system, and by First Class Mail to the parties indicated below:

- **William J. Brown** wbrown@phillipslytle.com, khatch@phillipslytle.com
- **Certain McGinn Smith Investors** apark@weirpartners.com
- **Elizabeth C. Coombe** elizabeth.c.coombe@usdoj.gov, paul.condon@usdoj.gov, CaseView.ECF@usdoj.gov, kelly.ciccarelli@usdoj.gov
- **William J. Dreyer** wdreyer@dreyerboyajian.com, bhill@dreyerboyajian.com, lowens@dreyerboyajian.com, coconnell@dreyerboyajian.com

- **Scott J. Ely** sely@elylawpllc.com,shm@fwc-law.com
- **James D. Featherstonhaugh** jdf@fwc-law.com,jsm@fwc-law.com,cr@fwc-law.com,shm@fwc-law.com
- **James H. Glavin , IV** hglavin@glavinandglavin.com
- **Bonnie R. Golub** bgolub@weirpartners.com
- **Erin K. Higgins** EHiggins@ckrpf.com
- **Benjamin W. Hill** bhill@dreyerboyajian.com, jcantoni@dreyerboyajian.com, coconnell@dreyerboyajian.com
- **E. Stewart Jones , Jr** esjones@joneshacker.com, mleonard@joneshacker.com, pcampione@joneshacker.com,kjones@joneshacker.com
- **Edward T. Kang** ekang@khflaw.com, mlagoumis@khflaw.com, jarcher@khflaw.com, mmoyes@khflaw.com,jpark@khflaw.com,golberding@KHFlaw.com
- **Jack Kaufman** kaufmanja@sec.gov
- **Michael A. Kornstein** mkornstein@coopererving.com
- **James P. Lagios** jlagios@icrh.com,rlaport@icrh.com
- **Kevin Laurilliard** laurilliard@mltw.com,chandler@mltw.com
- **James D. Linnan** jdlinnan@linnan-fallon.com,lawinfo@linnan-fallon.com
- **Haimavathi V. Marlier** marlierh@sec.gov
- **Jonathan S. McCardle** jsm@fwc-law.com
- **Kevin P. McGrath** mcgrathk@sec.gov
- **Lara S. Mehraban** mehrabanl@sec.gov,marlierh@sec.gov
- **Michael J. Murphy** mmurphy@carterconboy.com, abell@carterconboy.com, tcozzy@carterconboy.com
- **Joshua M. Newville** newvillej@sec.gov
- **Craig H. Norman** cnorman@chnesq.com,jbugos@coopererving.com
- **Andrew Park** apark@weirpartners.com,imarciniszyn@weirpartners.com
- **Thomas E. Peisch** TPeisch@ckrpf.com,apower@ckrpf.com
- **Terri L. Reicher** Terri.Reicher@finra.org
- **Richard L. Reiter** reiterr@wemed.com,richard.reiter@wilsonelser.com
- **Sheldon L. Solow** sheldon.solow@kayescholer.com, kenneth.anderson@kayescholer.com
- **David P. Stoelting** stoeltingd@sec.gov, mehrabanl@sec.gov, mcgrathk@sec.gov, paleym@sec.gov,wbrown@phillipslytle.com
- **Charles C. Swanekamp** cswanekamp@bsk.com,mhepple@bsk.com
- **Walter Weir** wweir@weirpartners.com,smorris@weirpartners.com
- **Bryan M. Westhoff** bryan.westhoff@kayescholer.com
- **Benjamin Zelsermyer** bzlaw@optonline.net,steincav@aol.com

And, I hereby certify that on August 21, 2017, I mailed, via first class mail using the United States Postal Service, a copy of the Eighth Interim Application to the individuals listed below:

Nancy McGinn  
426-8th Avenue  
Troy, NY 12182

Thomas J Urbelis  
Urbelis & Fieldsteel, LLP  
155 Federal Street  
Boston, MA 02110-1727

Michael L. Koenig, Esq.  
Greenberg Traurig, LLP  
54 State Street, 6th Floor  
Albany, NY 12207

Martin H. Kaplan, Esq.  
Gusrae, Kaplan, Bruno & Nusbaum PLLC  
120 Wall Street  
New York, NY 10005

The Shoma Group  
3470 NW 82nd Ave., Suite 988  
Doral, FL 33122

RBS Citizen, N.A.  
Cooper Erving & Savage LLP  
39 North Pearl Street  
4th Floor  
Albany, NY 12207

Iseman, Cunningham, Riester & Hyde, LLP  
9 Thurlow Terrace  
Albany, NY 12203

Charles C. Swanekamp, Esq.  
Bond, Schoeneck & King PLLC  
Avant Building - Suite 900  
200 Delaware Avenue  
Buffalo, NY 14202-2107

Dated: August 21, 2017

/s/ Karen M. Ludlow  
Karen M. Ludlow