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COUNSEL FOR THE
OFFICIAL COMMITTEE OF
UNSECURED CREDITORS

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

IN RE: §
§
HI-WAY EQUIPMENT COMPANY, LLC, § CASE NO. 13-41498-rfn-11
HI-WAY HOLDINGS LLC and §
HWE REAL ESTATE LLC §
§ (Jointly Administered)
Debtors. §

**FIRST AND FINAL FEE APPLICATION OF SHANNON, GRACEY, RATLIFF &
MILLER, LLP, ATTORNEYS FOR THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS. FOR ALLOWANCE OF ATTORNEYS' FEES AND REIMBURSEMENT
OF OUT-OF-POCKET EXPENSES**

Fee Application of: Shannon, Gracey, Ratliff & Miller, L.L.P.

Capacity: Counsel for the Official Committee of Unsecured Creditors

Time Period: June 5, 2013 – October 15, 2013

Bankruptcy Petition Filed on: April 1, 2013

Committee Formed on: June 5, 2013

Date of Entry of Retention Order: August 1, 2013

Status of Cases: Chapter 11 Plan Confirmed and became effective October 15, 2013.

| Fees and Expenses: | | Reductions: | | Amounts Requested: | |
|---------------------------|-------------|-----------------------|------------|---------------------------|--------------------------|
| Fees: | \$93,408.75 | Voluntary reductions: | \$9,340.88 | Fees: | \$84,067.87 ¹ |
| Expenses: | \$443.18 | Expense reductions: | \$0.00 | Expenses: | \$443.18 |
| Total: | \$93,851.93 | Total reductions: | \$9,340.88 | Total: | \$84,511.05 |

Expense Detail:

| | |
|--------------------|----------|
| Computer Research: | \$266.14 |
| Copies: | \$165.00 |
| Other: | \$12.04 |

| Hourly Rates | Attorney | Paralegal |
|----------------------|---|------------------|
| Highest Billed Rate: | \$435.00 | \$0,00 |
| Total Hours Billed: | \$246.05 | |
| Blended Rate: | \$341.00 (after voluntary reduction) | |
| Total Fees Billed: | \$84,067.87 (after voluntary reduction) | |

Dated: November 15, 2013

/s/ Joshua N. Eppich
John Y. Bonds, III
State Bar I.D. No. 025899100
Joshua N. Eppich
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H. Brandon Jones
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**COUNSEL FOR THE OFFICIAL
COMMITTEE OF UNSECURED
CREDITORS**

¹ Shannon Gracey has also requested \$2,500.00 for the in fees and expenses for service and prosecution of this Application.

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IN RE: §
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**FIRST AND FINAL FEE APPLICATION OF SHANNON, GRACEY, RATLIFF &
MILLER, LLP, ATTORNEYS FOR THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FOR ALLOWANCE OF ATTORNEYS' FEES AND REIMBURSEMENT
OF OUT-OF-POCKET EXPENSES**

**NO HEARING WILL BE CONDUCTED HEREON UNLESS A WRITTEN
RESPONSE IS FILED WITH THE CLERK OF THE UNITED STATES
BANKRUPTCY COURT AT 501 WEST TENTH STREET, ROOM 147,
FORT WORTH, TEXAS 76102 BEFORE CLOSE OF BUSINESS ON
DECEMBER 9, 2013, WHICH IS AT LEAST 24 DAYS FROM THE DATE
OF SERVICE HEREOF.**

**ANY RESPONSE SHALL BE IN WRITING AND FILED WITH THE
CLERK, AND A COPY SHALL BE SERVED UPON COUNSEL FOR THE
MOVING PARTY PRIOR TO THE DATE AND TIME SET FORTH
HEREIN. IF A RESPONSE IS FILED A HEARING MAY BE HELD
WITH NOTICE ONLY TO THE OBJECTING PARTY. IF A TIMELY
RESPONSE IS RECEIVED, A HEARING WILL BE HELD ON
DECEMBER 10, 2013 AT 9:30 A.M. AT 501 W. TENTH STREET, ROOM
204, FORT WORTH, TEXAS 76102.**

IF NO HEARING ON SUCH NOTICE OR MOTION IS TIMELY REQUESTED, THE RELIEF REQUESTED SHALL BE DEEMED TO BE UNOPPOSED, AND THE COURT MAY ENTER AN ORDER GRANTING THE RELIEF SOUGHT OR THE NOTICED ACTION MAY BE TAKEN.

TO THE HONORABLE JUDGE RUSSELL F. NELMS,
UNITED STATES BANKRUPTCY JUDGE:

Shannon, Gracey, Ratliff & Miller LLP (“**Shannon Gracey**” or “**Applicant**”), as counsel for The Official Committee of Unsecured Creditors (the “**Committee**”) of Hi-Way Equipment Company, LLC, Hi-Way Holdings LLC, and HWE Real Estate LLC (collectively, the “**Debtors**”), files this *First and Final Fee Application of Shannon, Gracey, Ratliff & Miller for Allowance of Fees and Reimbursement of Expenses* (the “**Final Fee Application**”) for the period commencing on June 5, 2013 through the Effective Date (the “**Final Application Period**”).² In support of the Final Fee Application, Shannon Gracey respectfully shows as follows:

I. SUMMARY OF REQUEST

Name of Applicant: Shannon, Gracey, Ratliff & Miller, LLP
Role in Cases: Counsel to the Official Committee of Unsecured Creditors
Final Application Period: June 5, 2013 through the Effective Date

| | Fees | Expenses | Total |
|-------------------------------------|--------------------|-----------------|--------------------|
| Amounts Requested | \$93,408.75 | \$443.18 | \$93,851.93 |
| Less: Voluntary Reductions | <u>\$9,340.88</u> | <u>\$0.00</u> | <u>\$9,340.88</u> |
| Total Compensation Remaining | \$84,067.88 | \$443.18 | \$84,511.05 |

II. JURISDICTION AND VENUE

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, and this matter constitutes a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409. Relief is requested pursuant to 11

² For various reasons, including, internal accounting delays, it is possible that not all attorneys’ fees incurred and expenses paid during the Final Application Period are included in this Final Fee Application. Shannon Gracey reserves the right to supplement this Final Fee Application prior to the hearing.

U.S.C. §§ 330 and 331, Federal Rule of Bankruptcy Procedure (the “**Bankruptcy Rules**”) 2016(a), the Local Rules of the United States Bankruptcy Court for the Northern District of Texas (the “**Local Rules**”), and the *Order Granting Application for Order Authorizing Employment of Shannon, Gracey, Ratliff & Miller LLP as Counsel to the Official Committee of Unsecured Creditors* [Docket No. 270] (the “**Retention Order**”).

III. GENERAL BACKGROUND

2. The Debtors sought voluntary chapter 11 relief on April 1, 2013 (the “**Petition Date**”) [Docket No. 1]. Pursuant to Bankruptcy Code §§ 1107(a) and 1108, the Debtors continued to operate their respective businesses as debtors in possession.

3. On April 1, 2013, the Debtors filed their Emergency Motion for Order (I) Approving Bid Procedures Relating to Sale of Substantially all of the Estates’ Assets; (II) Approving Bid Protections; (III) Scheduling a Hearing to Approve the Sale; (IV) Approving the Form and Manner of Notices; (V) Establishing Procedures Relating to Assumption and Assignment of Certain Contracts, Including Notice of Proposed Cure Amounts; and (VI) Granting Related Relief (the “**Sale Motion**”) [Docket No. 23].

4. The Debtors’ cases are being jointly administered by this Court’s Order entered April 4, 2013 under Case No. 13-41498-rfn-11. *See Order Granting Motion for Order Authorizing Joint Administration of Chapter 11 Cases* [Docket No. 51].

5. Substantially all of the Debtors’ assets were sold on May 10, 2013. The assets were sold to Associated Supply Company, Inc. (“Asco”).

6. The Committee was appointed on June 5, 2013 after the entry of the order allowing the sale of the Debtors’ assets. *See Appointment of the Official Unsecured Creditors’ Committee* [Docket No. 215].

7. On June 19, 2013, the Debtors and ComVest Investment Partners III, LLC (“ComVest”) filed the Stipulation to Continue Use of Cash Collateral (the “**Stipulation**”) [Docket No. 229]. The Committee filed its objection to the Stipulation on June 20, 2013 [Docket No. 232].

8. The Committee filed its Application to employ Shannon, Gracey, Ratliff & Miller on June 28, 2013 [Docket No. 236].

9. The Debtors filed their Chapter 11 Plan of Reorganization (the “**Plan**”) [Docket No. 240] and their Disclosure Statement (the “**Disclosure Statement**”) [Docket No. 241] and a Motion for Expedited Hearing on the Plan and Disclosure Statement (the “**Motion for Expedited Hearing**”) [Docket No. 242] on July 9, 2013.

10. The Committee filed an Objection to Debtor’s Motion for Expedited Hearing to Approve Disclosure Statement in Support of Joint Chapter 11 Plan of Liquidation and Chapter 11 Plan [Docket No. 244] on July 9, 2013.

11. On July 19, 2013, the Debtors sought expedited relief to extend the exclusivity period. *See Motion for an Order Extending the Exclusive Period in Which Only the Debtors May File a Plan and Solicit Acceptances Thereto* [Docket No. 252].

12. An order extending the exclusivity period was entered on July 31, 2013 [Docket No. 267].

13. The Committee filed its Objection to the Disclosure Statement [Docket No. 277] on August 6, 2013.

14. An Amended Chapter 11 Plan [Docket No. 286] and Amended Disclosure Statement [Docket No. 288] were filed on August 23, 2013. Following a hearing and the

resolution of several issues and objections, including those of the Committee, an Order Approving Disclosure Statement was entered on August 27, 2013 [Docket No. 292].

15. Following additional objections, the Debtors filed an Amended Plan [Docket No. 296] and Amended Disclosure Statement [Docket No. 297] on August 29, 2013.

16. The Committee filed a motion to reconsider the order approving the Ballot [Docket No. 305] on September 6, 2013 requesting that the language in the approved Ballot be reworded. The Debtors filed their objection [Docket No. 306] on September 9, 2013.

17. On September 19, 2013, the Court entered the Stipulation and Agreed Order Resolving Motion to Reconsider Order Approving Ballot [Docket No. 311].

18. Following significant negotiations between the Debtors, BG Strategic Advisors, and the Committee a resolution was reached with respect to BG Strategic Advisors' claim and the objection to the claim. A Motion to Compromise Controversy with *BG Strategic Advisors and Emergency Motion to Approve Stipulation Pursuant to Rule 9019 Resolving Debtors' Objection to Claims of BG Strategic Advisors* [Docket No. 316] was filed on October 4, 2013.

19. On October 18, 2013, a hearing on the motion to compromise controversy with BG Strategic Advisors and confirmation of the Plan was held.

20. On October 15, 2013, the Court entered its order confirming the Plan [Docket No. 325].

IV. RETENTION OF SHANNON GRACEY

21. On June 28, 2013, (the "**Application Date**") the Committee filed its Application to employ Shannon, Gracey, Ratliff & Miller LLP as Attorney for the Official Creditor Committee of Unsecured Creditors [Docket No. 236] (the "**Shannon Gracey Application**").

22. On August 1, 2013, the Court approved the Shannon Gracey Application and the employment of Shannon Gracey as Attorneys for the Official Committee of Unsecured Creditors [Docket No. 270].

23. To this date, Shannon Gracey has not received any payment of fees or expenses incurred during the application period. Shannon Gracey hereby seeks final approval of all fees and expenses incurred during the Final Application Period.

V. MAJOR WORK PERFORMED DURING THE CASES

24. After the Petition Date and prior to the appointment of the Committee, the Debtors requested Court authority to sell substantially all their assets through an auction process. As part of the process, the Debtors selected Associated Supply Company, Inc. (“Asco”) to serve as a “stalking-horse bidder,” setting a floor bid. The Debtors also solicited bids from parties that had previously expressed interest in the Debtors’ assets.

25. The sale was approved by the Court on May 9, 2013, through the *Court’s Order Approving Motion for Order(s) Approving/Authorizing (a) Sale(s) of Certain or Substantially All of the Estates’ Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests and (b) Assumption and Assignment of Certain Executory Contracts and unexpired Leases in Connection with the Sale(s)* [Docket No. 187] (the “**Sale Order**”). On May 10, 2013, the Debtors closed the sale to Asco.

26. The Committee was not formed until after the sale had taken place.

27. While the distributions and credits from the sale resulted in approximately \$30,058,051.00 in debt reduction, the proceeds from the sale were insufficient to provide a distribution to unsecured creditors.

28. Soon after formation, the Committee contacted Shannon Gracey regarding its retention. Shannon Gracey began performing services for the Committee approximately two weeks prior to the Application Date. During that time, Shannon Gracey took all steps necessary to properly structure the Committee including drafting by-laws, holding and initial and follow up Committee meeting, reviewing the pleadings in the case including the documents providing for the sale of substantially all of the assets of the Debtors. Shannon Gracey also contacted Debtors counsel and requested numerous documents including all loan documents, insurance policies, and information regarding the relationship between the Debtors and their lenders.

29. Shannon Gracey extensively reviewed the loan documents, contacted lenders to obtain an extension of the soon to expire investigation, and investigated the security interests of the creditors.

30. Shannon Gracey also reviewed and objected to a stipulation to use cash collateral filed by the Debtors and entered into with ComVest.

31. The Committee investigated in depth the relationship between ComVest and the Debtors. This in depth investigation led to negotiations with the Debtors and ComVest and ultimately led to a significant increase in the cash contribution payment to the unsecured creditors, the transfer of the proceeds of any causes of action, unless specifically released, to the benefit of the unsecured creditors holding allowed claims, and the appointment of a Litigation Agent. Negotiations with ComVest spanned approximately the entire time the Committee was involved in the case and included a significant portion of the negotiations involving the Disclosure Statement and Plan.

32. After significant negotiations, the Committee, the Debtors, and ComVest agreed to contribute \$250,000.00 plus the proceeds of all causes of action except as released in the Plan, to fund a distribution to general unsecured creditors.

33. Shannon Gracey, in conjunction with the Debtors, also spent significant time negotiating the claim of BG Strategic Advisors. The result of the negotiations was a reduction of the unsecured claim of approximately \$2,000,000.00. This reduction alone, assisted in a significantly increased distribution to the remaining allowed general unsecured claim holders.

34. Ultimately, the Plan was confirmed.

VI. COMPENSATION REQUESTED

35. Through this Final Fee Application, Shannon Gracey seeks final approval of compensation for services rendered during the Final Application Period, in the amount of \$84,067.87 (after voluntary fee reduction) and reimbursement for expenses incurred in the amount of \$443.18. Attached as **Exhibit A** is the detailed entries of all fees and expenses incurred during the Final Application Period.

36. As of the Effective Date, Shannon Gracey had expended an aggregate of approximately 246.05 hours on these cases, resulting in an estimated blended hourly rate of approximately \$341.00 for attorneys and paraprofessionals working on these cases. The rates charged are Shannon Gracey's normal hourly billing rates in effect during the Final Application Period.

37. Shannon Gracey represents that, to the best of its knowledge, it has complied with sections 330 and 331 of the Bankruptcy Rules, and the Guidelines adopted by the Executive Office for the United States Trustee.

38. No agreement or understanding exists between Shannon Gracey and any other entity for the sharing of compensation to be received for services rendered in connection with these cases.

39. All legal services performed by Shannon Gracey were performed for and on the behalf of the Committee and not on behalf of any other individual or entity. These services were rendered in discharge of Shannon Gracey's professional responsibilities as bankruptcy counsel to the Committee in these cases. Shannon Gracey's services have been substantial, necessary and beneficial to the Committee.

40. Shannon Gracey maintained written records of the time expended by attorneys and paraprofessionals in the rendition of professional services to the Committee. Attached hereto as **Exhibit A** is the supporting detail of the hours, hourly rates, and fees attributable to the professionals and paraprofessionals who performed services on behalf of the Committee during the Final Application Period. In addition, Shannon Gracey has specified how many hours were incurred with performing each task. **Exhibit A** also includes records of all actual and necessary out-of-pocket expenses incurred in connection with the rendition of services on behalf of the Committee.

41. Shannon Gracey has worked to keep the number of attorneys involved in these cases to a minimum to (a) maximize familiarity with various issues and avoid duplication of efforts, (b) employ special expertise in any given field of law when necessary, and (c) maximize economic use of professionals consistent with sound legal representation and supervision.

VII. SUMMARY OF SERVICES PERFORMED

42. The professional services performed by Shannon Gracey on behalf of the Committee during the Final Application Period are fully described in the fee statements attached

hereto as **Exhibit A**. In addition, Shannon Gracey has segregated its time into the following matter categories:

Summary of Services Rendered by Task During Final Application Period³

| Communications with Committee Members | Total Hours | Rate | Total Fees |
|--|--------------------|-------------|-------------------|
| John Y. Bonds, III | 9.15 | \$435 | \$3,980.25 |
| Joshua N. Eppich | 18 | \$375 | \$6,750.00 |
| H. Brandon Jones | 0 | \$285 | \$0.00 |
| Total: | 27.15 | | \$10,730.25 |

This category includes fees applicable to communications and meetings with Committee members regarding outstanding motions, the status of the cases, and settlement negotiations.

| Investigation of Potential Causes of Action and Claim Objections | Total Hours | Rate | Total Fees |
|---|--------------------|-------------|-------------------|
| John Y. Bonds, III | 12.45 | \$435 | \$5,415.75 |
| Joshua N. Eppich | 22.10 | \$375 | \$8,287.50 |
| H. Brandon Jones | 24.80 | \$285 | \$7,068.00 |
| Total: | 59.35 | | \$20,771.25 |

This category includes investigating potential causes of action, performing requisite discovery to investigate those causes of action, investigating claims and the relationship between the Debtors and their lenders.

| Case Administration | Total Hours | Rate | Total Fees |
|----------------------------|--------------------|-------------|-------------------|
| John Y. Bonds, III | 6.65 | \$435 | \$2,892.75 |
| Joshua N. Eppich | 7.8 | \$375 | \$2,925.00 |
| H. Brandon Jones | 0.00 | \$285 | \$ |
| Total: | 14.45 | | \$5,817.75 |

This category includes fees associated with a broad scope of activities including reviewing filings, objecting to motions, review monthly operating reports, communications with the Court, and general administrative tasks associated with representing the Committee.

| Cash Collateral/DIP | Total Hours | Rate | Total Fees |
|----------------------------|--------------------|-------------|-------------------|
| John Y. Bonds, III | 1.5 | \$435 | \$652.50 |
| Joshua N. Eppich | 7.3 | \$375 | \$2,737.50 |
| H. Brandon Jones | 0.00 | \$285 | \$ |
| Total: | 8.8 | | \$3,390.00 |

This category includes fees associated with reviewing the cash collateral orders, stipulations, objecting to the cash collateral stipulation entered into by the Debtors and reviewing debtor in possession financing agreements.

| Disclosure Statement and Plan | Total Hours | Rate | Total Fees |
|--------------------------------------|--------------------|-------------|-------------------|
| John Y. Bonds, III | 38.3 | \$435 | \$16,660.50 |
| Joshua N. Eppich | 90.1 | \$375 | \$33,787.50 |

³ The fees set forth in this section are before taking into account the voluntary reduction.

| | | | |
|------------------|-------|-------|-------------|
| H. Brandon Jones | 7.9 | \$285 | \$2,251.50 |
| Total: | 136.3 | | \$52,699.50 |

This category includes negotiating with the Debtors and ComVest regarding the contribution payment to the unsecured creditors, the appointment of a litigation agent, the terms of the Disclosure Statement, the Plan, the Confirmation Order, and the reduction of the BG Strategic Advisors claim.

Summary

| | |
|---|-------------------------------------|
| Application Period: | June 5, 2013 through Effective Date |
| Total Fees for Subject Period: | \$84,067.87 (after 10% discount) |
| Total Expenses for Subject Period: | \$443.18 |
| Total Fees and Expenses for Subject Period: | \$84,511.05 |
| Total Hours Expended During Subject Period: | 246.05 |

The Firm hereby submits to the Court that all actions taken by the Firm and described herein were for the benefit of the estate.

VIII. SUMMARY OF EXPENSES

43. It has been necessary for Shannon Gracey to incur and to pay in advance out-of-pocket expense in connection with its representation of the Committee during the Final Application Period. Careful records of these expenses have been maintained by Shannon Gracey. As can be seen from **Exhibit A**, to date, those expenses total **\$443.18**.

IX. JUSTIFICATION FOR AWARD

44. In support of this request for allowance of compensation and reimbursement of expenses, Shannon Gracey references those factors generally considered by bankruptcy courts in awarding compensation to professionals employed by a debtor's estate. Section 330 provides that the allowance of professional compensation should be based upon the time, nature, extent and value of the services rendered as well as consideration of the cost of comparable services rendered in a non-bankruptcy context. The controlling authority in the Fifth Circuit is *Matter of First Colonial Corporation of America*, 544 F.2d 1291 (5th Cir 1977). *First Colonial* identified

twelve (12) factors, which should govern this Court's decision. Those factors, as applied to the services rendered in this case by the Firm, are addressed below:

(a) The Time and Labor Required. Shannon Gracey respectfully refers the Court's attention to Exhibit A, which details the involvement of Shannon Gracey's attorneys in these cases during the Final Application Period. The time covered by this application period spans approximately 7 months during which a total of 246.05 hours of time was expended at an average hourly rate of \$341.00. Shannon Gracey believes that all of the services performed are compensable in that they represent actual and necessary services performed in representing the Committee in these cases. The hourly billing rates for the Firm's professionals during the time period are set forth in herein and in Exhibit A.

(b) The Novelty and Difficulty of the Questions. Many of the tasks performed by Shannon Gracey in these cases involved factual and legal questions relating to complex bankruptcy issues and complex Texas state law issues. Many actions in these cases were performed on an expedited basis requiring immediate action by the Committee.

(c) The Skill Requisite to Perform the Service. Bankruptcy law is a specialized area of practice, requiring knowledge of the Bankruptcy Code and applicable jurisprudence interpreting the Bankruptcy Code. The attorneys staffed on this matter have significant experience representing creditors, debtors, trustees, and committees in bankruptcy court. Their experience in bankruptcy matters allowed for tasks to be performed timely and resulted in a significant increase in the return to general unsecured creditors.

(d) The Preclusion of Other Employment Due to Acceptance of the Case. Shannon Gracey did not decline representation of new clients solely due to its involvement in

this case; however, the matters in this case, to a degree, may have lessened the availability of the Firm's employees for working on other matters.

(e) The Customary Fee. The hourly rates sought herein are commensurate with the rates charged and approved in other bankruptcy proceedings pending in the Northern District of Texas. The fees set forth herein for Shannon Gracey's attorneys and professionals are commensurate with their customary fees charged to other clients. The hourly rates of attorneys who worked on these cases are set forth in Exhibit A. A brief description of the education of the Shannon Gracey attorneys who worked on these matters is attached as Exhibit B.

(f) Whether the Fee is Fixed or Contingent. Shannon Gracey incurred fees on an hourly basis.

(g) Time Limitations Imposed by the Client or Other Circumstances. The time requirements of this case have been moderate to significant, given the size and complexity of this case.

(h) The Amount Involved and the Results Obtained. With the assistance of Shannon Gracey, the Committee successfully negotiated the reduction of a significant unsecured claim, negotiated a substantial increase in the contribution payment made to fund the return to general unsecured creditors, and negotiated the terms of the Plan and Disclosure Statement.

(i) The Experience, Reputation and Ability of the Attorneys. Shannon Gracey has attorneys who practice almost exclusively in bankruptcy law. The practice of those attorneys regularly includes representation of individuals and businesses in Chapter 11 bankruptcy proceedings and the representation of creditors in Chapter 7 and 11 proceedings. Attorneys with Shannon Gracey also have experience representing committees, trustees, and

debtors in Chapter 11 cases. The reputation of Shannon Gracey is recognized and respected in the community.

(j) The Undesirability of the Case. The Firm's representation of the Committee was not undesirable.

(k) The Nature and Length of the Professional Relationship with the Client. Shannon Gracey began representing the Committee on June 5, 2013, and has been counsel since then.

(l) Award in Similar Cases. Shannon Gracey believes that the fees and expenses requested in these cases are less than or equal to those that have been awarded in similar cases pending in this District.

45. Additionally, Shannon Gracey believes that the benefits described herein and within Exhibit A provided material benefits to the estate in order to be compensated under *Pro-Snax* and subsequent case law interpreting *Pro-Snax*. *Pro-Snax, Andrews & Kurth L.L.P. v. Family Snacks, Inc. (In re Pro-Snax Distribs., Inc.)*, 157 F.3d 414, 425 (5th Cir. 1998).

WHEREFORE, PREMISES CONSIDERED, the Firm respectfully requests that this Court enter an order (i) granting and allowing the Firm \$84,511.05 for fees and \$443.18 for expenses for the Final Application Period, plus up to \$2,500.00 in fees and expenses for service and prosecution of this Application, (ii) authorizing and directing the Distribution Agent to pay Shannon Gracey the balance of all fees and expenses awarded within ten days, and (iii) granting Shannon Gracey such other and further relief to which they may be justly entitled.

/s/ Joshua N. Eppich
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Fort Worth, Texas 76102
(817) 336-9333 telephone
(817) 336-3735 facsimile

**COUNSEL FOR THE OFFICIAL
COMMITTEE OF UNSECURED
CREDITORS**

CERTIFICATE OF SERVICE

I hereby certify that on this the 15th day of November 2013, a copy of the foregoing document was served to all parties requesting service via the Court's ECF system and a copy of the foregoing document was served via first class mail, postage paid to those parties on Exhibit 1.

/s/ Joshua N. Eppich
Joshua N. Eppich

SHANNON GRACEY

SHANNON, GRACEY, RATLIFF & MILLER, LLP



420 Commerce St., Ste 500 | 817.336.9333
Fort Worth, TX 76102 | IRS No. 75-2231155

November 14, 2013

Hi-Way Creditors Committee
Transportation
Mike Runnels, Nicole Lewis and Brian Talley
c/o Tom Brandon
301 Commerce, Suite 3500
Fort Worth, TX 76102

Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB Fort Worth Office
Cause# 13-41498-rfn-11

Invoice # 248947

For Services Rendered Through November 14, 2013

| | | |
|-----------------------|-----------------|--------------|
| Current Fees | 93,408.75 | |
| Current Costs | 443.18 | |
| Courtesy Discount | (9,340.88) | |
| Total Current Invoice | <hr/> 84,511.05 | |
| Total Due | | \$ 84,511.05 |

This statement may not include disbursements and other charges incurred during the period shown but not yet reflected on our accounting records.

TERMS: DUE UPON RECEIPT

PAYABLE IN FORT WORTH, TARRANT COUNTY TEXAS

SHANNON GRACEY

SHANNON, GRACEY, RATLIFF & MILLER, LLP

NEW ADDRESS
As of Dec. 1, 2013420 Commerce St., Ste 500 | 817.336.9333
Fort Worth, TX 76102 | IRS No. 75-2231155

November 14, 2013

Invoice: 248947

Hi-Way Creditors Committee

Page 2

Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|----------|
| 06-13-2013 | JYB | 0.75 | Receive and review email from Tom Brandon regarding Committee issues (.15); teleconference with Josh Eppich regarding same (.2); reply to Tom Brandon; receive and review reply from Tom Brandon (.1); teleconference with Josh Eppich regarding Committee issues (.3). | 326.25 |
| 06-14-2013 | JYB | 0.65 | Receive and review email from Tom Brandon regarding Committee conference call (.2); teleconference with Josh Eppich regarding: 1) Agenda; 2) By Laws; 3) Affidavit (.2); receive and review email regarding conference call from Tom Brandon (.15); receive and review follow-up email from Tom Brandon (.1). | 282.75 |
| 06-17-2013 | JYB | 2.25 | Teleconference with Josh Eppich regarding meeting (.25); participate in Committee conference call regarding organization and relevant issues (1.); teleconference with Josh Eppich regarding same (.3); draft email to Tom Brandon regarding Committee documents (.1); receive and review reply (.1); receive and review email from Josh Eppich regarding Committee claims (.25); review signed By-Laws (.25). | 978.75 |
| 06-17-2013 | JNE | 4.10 | In re Hi-Way Equipment: preparation for initial committee call including reviewing pleadings (1); drafting and editing by-laws (2.1); draft agenda (.2); create global contacts list (.3); hold initial committee call (.5). | 1,537.50 |

This statement may not include disbursements and other charges incurred during the period shown but not yet reflected on our accounting records.

TERMS: DUE UPON RECEIPT

PAYABLE IN FORT WORTH, TARRANT COUNTY TEXAS

NEW ADDRESS
As of Dec. 1, 2013420 Commerce St., Ste 500 | 817.336.9333
Fort Worth, TX 76102 | IRS No. 75-2231155

November 14, 2013

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Hi-Way Creditors Committee

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Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|----------|
| 06-18-2013 | JYB | 0.50 | Receive and review email from Josh Eppich regarding contact issues (.25); teleconference with Josh Eppich regarding same and review of Creditor positions (.25). | 217.50 |
| 06-18-2013 | JNE | 3.00 | In re Hi-Way: Teleconference with Brian Transportation (.4); email to Committee (.3); review pleadings in the case (2.3) | 1,125.00 |
| 06-19-2013 | JYB | 2.60 | Review Objection to Comvest Stipulation (.8); receive and review email from Tom Brandon regarding Alamo Group and Notice (.2); teleconference with Josh Eppich regarding Engagement Letter and related issues regarding Committee representation (.4); receive and review Notice of Appearance from Josh Eppich (.2); receive and review email to Committee regarding Engagement (.2); receive and review email from Tom Brandon regarding Comvest Stipulation (.1); review same (.2); receive and review emails from Josh Eppich regarding same (.5). | 1,131.00 |
| 06-19-2013 | JNE | 5.90 | In re Hi-Way: Teleconference with Debtors' counsel (.3); teleconference with J. Bonds (.2); draft and file Notice of Appearance (.5); review stipulation to use cash collateral and budget (.3); draft and edit objection to stipulation (4.3); email to Committee regarding stipulation and objection (.3). | 2,212.50 |
| 06-20-2013 | JYB | 2.25 | Receive and review email from Tom Brandon regarding Objection to Stipulation | 978.75 |

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TERMS: DUE UPON RECEIPT

PAYABLE IN FORT WORTH, TARRANT COUNTY TEXAS

SHANNON GRACEY

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420 Commerce St., Ste 500 | 817.336.9333
 Fort Worth, TX 76102 | IRS No. 75-2231155

NEW ADDRESS
 As of Dec. 1, 2013

November 14, 2013
 Invoice: 248947

Hi-Way Creditors Committee

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Re: Official Committee of Unsecured Creditors
 Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|---|----------|
| | | | (.2); receive and review email from Nicole Lerner regarding Objection (.2); receive and review email regarding conflicts check (.2); teleconference with Josh Eppich regarding same (.25); reply to same (.1); review Objection and make additional edits; receive and review Application to Employ Shannon Gracey, Affidavits and Proposed Order (.5); make revisions to same (.5); teleconference with Josh Eppich regarding revisions (.2). | |
| 06-20-2013 | JNE | 3.60 | In re Hi-Way: Draft and edit Application to Employ (1.5); run search for interested parties (.3); edit and file objection to stipulation (1.5); teleconference with potential financial advisor (.3). | 1,350.00 |
| 06-21-2013 | JYB | 3.10 | Teleconference with Josh Eppich regarding Committee call (.3); receive and review email from Josh Eppich regarding Ross Waetzman's email (.2); receive and review the signed engagement letter (.3); teleconference with Josh Eppich regarding thoughts on case and need to generate additional funds for unsecureds (1.2); teleconference with Josh Eppich regarding CNH Capital and objection period (.2); receive and review email from George Barber extending challenge period (.1); teleconference with Josh Eppich regarding need to talk with Virgil Ochoa regarding CNH and Comvest (.7); receive and review email from Virgil Ochoa (.2). | 1,348.50 |

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Hi-Way Creditors Committee

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Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|----------|
| 06-21-2013 | JNE | 4.90 | In re Hi-Way: Teleconference with Debtor's counsel (.5); review DIP orders (.9); teleconferences with counsel for CNH regarding extension to challenge period (.4); draft and edit motion to extend time for Challenge Period (2.9); teleconferences with J. Bonds (.2). | 1,837.50 |
| 06-24-2013 | JYB | 0.10 | Receive and review email from Josh Eppich regarding Gardere conference call; reply to same. | 43.50 |
| 06-24-2013 | JNE | 3.50 | In re Hi-Way: teleconferences with V. Ochoa (.9); email correspondence with counsel for CNH (.1); begin review of loan documents (2.5). | 1,312.50 |
| 06-25-2013 | JYB | 1.90 | Receive and review CNH documents and review same (1.); receive and review additional documents from George Barber (.5); teleconference with Josh Eppich regarding CNH document review (.4). | 826.50 |
| 06-25-2013 | JNE | 4.50 | In re Hi-Way: review loan documents for CNH, Kawasaki, Comvest, and GE (2.0); UCC search (.5); investigate Comvest transactions and ownership (2.1). | 1,687.50 |
| 06-26-2013 | JYB | 2.25 | Receive and review email from Josh Eppich regarding Comvest's purchase of Wachovia Note (.4); teleconference with Josh Eppich regarding additional information regarding Note (.45); receive and review emails from Virgil Ochoa with additional documents (1.1); review Wachovia documents; review revised Affidavit and execute same (.3). | 978.75 |

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Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|----------|
| 06-26-2013 | JNE | 3.80 | In re Hi-Way: Teleconference with BG Advisors (.4); edit Application to employ (.7); review BG Advisors' filed proof of claim (.4); investigate Comvest's ownership in the Debtors, their payment history, and the original loan documents entered into between the Debtors and Wells Fargo (2.3). | 1,425.00 |
| 06-27-2013 | JYB | 0.60 | Teleconference with Josh Eppich regarding D&O policy (.4); receive and review email from Virgil Ochoa regarding same (.2). | 261.00 |
| 06-27-2013 | JNE | 1.90 | In re Hi-Way Equip: Email to committee regarding application to employ (.2); status email to committee (.5). review purchase as sale agreement (1); email correspondence with Debtors' counsel (.2). | 712.50 |
| 06-28-2013 | JYB | 0.25 | Receive and review Application and attention to services of same. | 108.75 |
| 06-28-2013 | JNE | 2.00 | In re Hi-Way Equip: email correspondence with committee members regarding application to employ (.2); edit and file application to employ (.3); teleconference with J. Bonds regarding CNH loans and challenge period (.3); review UCC records regarding CNH (1.2). | 750.00 |
| 07-01-2013 | JYB | 0.10 | Receive and review email from Mike Runnels; review signature page. | 43.50 |
| 07-01-2013 | JNE | 0.50 | Teleconference with M. Runnels regarding status of case and duties as Committee chair. | 187.50 |
| 07-02-2013 | JYB | 0.40 | Receive and review Debtor's Response to | 174.00 |

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Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|---|----------|
| | | | Application to Employ Shannon Gracey Ratliff & Miller (.1); teleconference with Josh Eppich regarding same (.1); receive and review email to Virgil Ochoa regarding Debtor and Comvest (.1); receive and review reply from Virgil Ochoa; review D & O policy (.1). | |
| 07-02-2013 | JNE | 0.40 | Review response to Motion to Employ (.3); conference with J. Bonds regarding same (.1). | 150.00 |
| 07-03-2013 | JYB | 1.30 | Receive and review email from Josh Eppich regarding CNH's Lien (.3); teleconference to Josh Eppich regarding same (.5); receive and review email regarding Gardere's fees and proposed Plan (.1); review proposed Plan regarding releases and claims against Comvest (.4). | 565.50 |
| 07-03-2013 | JNE | 2.60 | Teleconference with Debtors' counsel (.5); teleconference with J. Bonds (.1); research regarding SPM (2.0). | 975.00 |
| 07-09-2013 | JYB | 2.75 | Receive and review email from Virgil Ochoa regarding Plan and Disclosure Statement, as well as request for Expedited Hearing (.75); teleconference with Josh Eppich regarding Request for Expedited Hearing (.4); receive and review email from Tom Brandon regarding Expedited Motion (.2); receive and review draft of Objection and revise same (.5); research regarding release language and related issues (.9). | 1,196.25 |
| 07-09-2013 | JNE | 4.70 | Draft and edit objection to Expedited Motion to consider disclosure statement and | 1,762.50 |

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Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|---|--------|
| | | | plan of reorganization (3.5); review plan and disclosure statement (1.2). | |
| 07-10-2013 | JYB | 0.60 | Teleconference with Josh Eppich regarding strategy regarding Plan and Disclosure Statement (.4); receive and review email regarding Objection (.2). | 261.00 |
| 07-10-2013 | JNE | 0.40 | Serve objection to expedited motion to consider plan and disclosure statement (.2); correspondence with Committee members regarding same (.2). | 150.00 |
| 07-11-2013 | JYB | 0.75 | Receive and review Response to Motion to Expedite (.1); teleconference with Josh Eppich regarding same (.1); teleconference with Court Clerk regarding Order Denying Motion for Expedited Hearing (.1); teleconference with Josh Eppich regarding same (.1); receive and review draft of Order (.1); revise same (.25). | 326.25 |
| 07-11-2013 | JNE | 0.80 | Review reply to objection to expedited motion to consider plan and disclosure statement (.3); teleconference with J. Bonds regarding same (.1); draft and upload order denying expedited motion (.4). | 300.00 |
| 07-11-2013 | HBJ | 0.30 | HiWay Edit and upload order denying Mtn to Expedite (.3) | 85.50 |
| 07-15-2013 | JYB | 0.20 | Receive and review various emails regarding Gardere Fees, Plan, Disclosure Statement, etc. | 87.00 |
| 07-16-2013 | JYB | 0.35 | Receive and review email from Josh Eppich regarding Objection deadlines (.2); teleconference with Josh Eppich regarding | 152.25 |

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Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|----------|
| | | | same (.15). | |
| 07-16-2013 | HBJ | 0.90 | Review disclosure statement and plan (.5); commence analysis as to potential objections to disclosure statement(.3); telephone call with J Eppich regarding same (.1) | 256.50 |
| 07-17-2013 | JYB | 0.70 | Receive and review email from Tom Brandon regarding Order Denying Expedited Hearing and Josh Eppich reply (.4); teleconference with Josh Eppich regarding setting up Committee Conference call (.3). | 304.50 |
| 07-18-2013 | JYB | 0.25 | Teleconference with Josh Eppich regarding Committee Meeting by phone. | 108.75 |
| 07-18-2013 | JNE | 0.30 | Email correspondence with Committee members. | 112.50 |
| 07-19-2013 | JYB | 0.25 | Teleconference with Josh Eppich regarding Committee update (.1); receive and review update from Josh Eppich (.15). | 108.75 |
| 07-19-2013 | JNE | 3.00 | Preparation for Committee call (1); Committee call (.5); detailed email including status update to Committee members (.8); review plan and disclosure statement (.7). | 1,125.00 |
| 07-22-2013 | JYB | 2.00 | Review Plan and Disclosure Statement, Monthly Operating Reports for May and April, Motion to Extend Exclusivity (.7); begin outline of Objection to Disclosure Statement (1.1); teleconference with Josh Eppich regarding same (.2). | 870.00 |

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Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|----------|
| 07-22-2013 | JNE | 2.20 | Correspondence with creditors regarding status of case and projected recoveries and regarding recently filed pleadings (.8); review operating reports (.6); review motion to extend exclusivity period (.6); teleconference with J. Bonds regarding same (.2). | 825.00 |
| 07-23-2013 | JYB | 0.75 | Receive and review email from Josh Eppich regarding retention of Shannon Gracey (.25); reply to same (.1); receive and review email from Virgil Ochoa regarding Exclusivity Hearing (.1); review docket regarding same (.3). | 326.25 |
| 07-23-2013 | JNE | 1.10 | Edit order on Application to Employ and upload (.3); email correspondence with J. Bonds (.2); teleconference and email correspondence with V. Ochoa (.3); review docket and recent pleadings (.3). | 412.50 |
| 07-23-2013 | HBJ | 0.80 | Draft cert of no objection to application to employ (.4); file same and order approving application to employ and serve on all parties (.4) | 228.00 |
| 07-24-2013 | JNE | 1.20 | Objection to Disclosure statement. | 450.00 |
| 07-25-2013 | JYB | 2.25 | Receive and review email from Josh Eppich regarding Comvest (.1); review Comvest documents (.5); research subordination (1.5); receive and review email regarding Gardere Fee Application (.15); review same.. | 978.75 |
| 07-25-2013 | JNE | 3.60 | Work on objection to disclosure statement (2.4); email correspondence with creditors | 1,350.00 |

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Hi-Way Creditors Committee

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Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|--------|
| | | | (.3); compile information relating to ComVest lien and outline discovery requests (.6); teleconferences with B. Jones and J. Bonds regarding ComVest liens (.3). | |
| 07-25-2013 | HBJ | 2.20 | Review Wachovia notes, CNH Subord. Comvest Note, CNH Ratification, Comvest Assump, Comvest's Loan Docs, regarding issues with Comvest as the owner of the debtor (subordination)(1.4); commence subordination research (.8) | 627.00 |
| 07-26-2013 | JYB | 1.20 | Receive and review email from Josh Eppich regarding scope of representation (.1); reply to same (.1); teleconference with Josh Eppich regarding Exclusivity issue (.2); receive and review email from Virgil Ochoa regarding same and Eppich response to same (.3); receive and review email from Josh Eppich regarding offers for Hi Way assets (.3); review same; teleconference with Josh Eppich regarding same (.2). | 522.00 |
| 07-26-2013 | JNE | 1.00 | Email correspondence with creditors (.3); Review bids received prepetition (.5); email correspondence with B. Jones and J. Bonds (.2). | 375.00 |
| 07-26-2013 | HBJ | 1.70 | Review ownership structure of Comvest and Debtors (.3); review same as to potential equit sub (.3); commence working on 2004 motion and potential discovery regarding same (.8); review offers from Asco pre-petition (.3) | 484.50 |
| 07-29-2013 | JYB | 0.50 | Teleconference from Steve Holmes regarding Objection to Disclosure | 217.50 |

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Hi-Way Creditors Committee

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Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|----------|
| | | | Statement and Plan (.25); conference with Josh Eppich regarding same (.25). | |
| 07-29-2013 | JNE | 0.80 | Teleconference with creditors discussing status of case (.6); teleconference with J. Bonds regarding same (.2). | 300.00 |
| 07-29-2013 | HBJ | 1.90 | Review loan documents by and between Comvest and the Debtor(.5); analyze same as to Wachovia(.4); review Comvest's business structure and which entity/division has an equity position in the Debtor and which entity/division owns the note(.4); review equitable subordination issues (.6) | 541.50 |
| 07-30-2013 | JYB | 0.30 | Conference with Josh Eppich regarding exclusivity issues. | 130.50 |
| 07-30-2013 | JNE | 1.30 | Prepare for and attend hearing on motion to extend exclusivity period (.8); discussions with Debtors' counsel (.3); meeting with J. Bonds regarding same (.2). | 487.50 |
| 07-30-2013 | HBJ | 2.80 | Continue review of loan documents between Debtor and Comvest (.4); review Comvest's proof of claim(.3); review disclosure statement and work on potential objection issues/points (.8); equitable subordination analysis (1.3) | 798.00 |
| 07-31-2013 | JYB | 2.50 | Work on case to subordinate Comvest claim and research regarding same. | 1,087.50 |
| 07-31-2013 | JNE | 3.00 | Draft objection to disclosure statement and research regarding same. | 1,125.00 |
| 08-01-2013 | JNE | 4.30 | Research related to objection to disclosure statement (1.5); draft and edit objection to | 1,612.50 |

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Hi-Way Creditors Committee

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Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|----------|
| | | | disclosure statement (2.8). | |
| 08-01-2013 | HBJ | 3.70 | Research 5th circuit case law and authority wherein re characterization was allowed and not allowed (1.1); Research 5th circuit case law and authority wherein equitable subordination was allowed and not allowed(1.1); review colliers regarding each (.4); work on discovery notes/topics regarding ComVest (.5); review ComVest's public records and web site with regard to different investment branches (.4); telephone conversation with J Eppich regarding discovery timeline and service issues (.2) | 1,054.50 |
| 08-02-2013 | JNE | 3.00 | Draft and edit objection to disclosure statement. | 1,125.00 |
| 08-02-2013 | HBJ | 3.10 | Continue review and analysis regarding recharacterization issues and equitable subordination as to ComVest (.9); analyze national case law regarding facts wherein a loan from equity was determined to be and not to be a capital infusion via recharacterization and equitable subordination (1.1); commence drafting instructions and definitions for production requests to be attached to a 2004 Motion(.5); review disclosure statement filed by debtor, specifically, references to and treatment of Comvest (.6) | 883.50 |
| 08-05-2013 | JNE | 5.40 | Teleconferences with creditors and email correspondence with creditors (.3); draft and edit objection to disclosure statement | 2,025.00 |

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Re: Official Committee of Unsecured Creditors
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| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|---|--------|
| | | | (3.9); research related to objection to disclosure statement (1.2). | |
| 08-05-2013 | HBJ | 2.50 | Analyze Texas law differentiating equity contribution from loan when equity was making the loan, review 5th cir bankruptcy court and district court treatment of same under Texas law (1); outline discovery requests regarding same (.6); finalize definition and instruction section of production requests, commence drafting 2004 Motion (.9); | 712.50 |
| 08-06-2013 | JNE | 2.40 | Draft objection to disclosure statement (1.7); file and serve objection to disclosure statement (.4); teleconference with creditors (.3). | 900.00 |
| 08-06-2013 | HBJ | 0.70 | Communication with J Eppich with regard to discovery timing (.2); draft discovery requests (.5); | 199.50 |
| 08-09-2013 | JYB | 1.25 | Teleconference from Josh Eppich regarding Objection to Disclosure Statement (.25); teleconference from Josh Eppich regarding call from Mr. Ochoa regarding Objection (.2); talk through Objection issues (.5); receive and review draft email from Mr. Eppich to Mr. Ochoa and revise same (.1); receive and review email from Mr. Ochoa regarding changes (.1); review Objection language which Mr. Ochoa did not like (.1). | 543.75 |
| 08-09-2013 | JNE | 2.40 | Disclosure Statement issues (2.4). | 900.00 |
| 08-09-2013 | HBJ | 1.30 | Review issues by and between debtor and committee with regard to objection to | 370.50 |

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Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|---|----------|
| | | | disclosure statement, specifically whether any payments have been made on the Comvest loan (.3); continue analysis of recharacterization issues and application of current facts to Texas law regarding debt vs equity (.5); review judge Jernigan opinion regarding equitable subordination (.5) | |
| 08-12-2013 | JYB | 2.50 | Receive and review email regarding Alamo Objection (.3); review Alamo Objection (.5); conference with Brandon Jones regarding same (.5); begin preparation for Objection Hearing on Disclosure Statement (.7); receive and review email regarding Comvest 2004 Exam (.5). | 1,087.50 |
| 08-12-2013 | JNE | 0.90 | Review Alamo's objection to the disclosure statement (.3); negotiation of objection (.6). | 337.50 |
| 08-12-2013 | HBJ | 4.90 | Draft 2004 Motion and proposed order (1.4); continue reviewing cases wherein debt held by equity was converted to equity or taken pari passue with unsecured creditors (.7); review documents regarding payment history of loans (.6); review forbearance agreements and loan modifications regarding same, calculate accrued and accruing interest from loan modifications to ascertain whether monthly or quarterly payments were made on the loans (1.4); continue drafting discovery (.8) | 1,396.50 |
| 08-13-2013 | JYB | 1.70 | Multiple phone calls with Josh Eppich regarding Objection to Disclosure Statement (.4); teleconference with Josh Eppich and Virgil Ochoa regarding | 739.50 |

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Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|---|--------|
| | | | Objection (.4); teleconference to Tom Brandon regarding settlement number (.2); receive and review email from Virgil Ochoa regarding ComVest (.2); teleconference with Josh Eppich regarding ComVest issues (.4); receive and review new position from Virgil Ochoa regarding ComVest (.3). | |
| 08-13-2013 | JNE | 2.30 | Teleconference with V. Ochoa (.5); teleconference with counsel for BGS and email correspondence (.8); strategy meetings regarding settlement negotiations and preparation for hearing on Disclosure Statement (1.0). | 862.50 |
| 08-13-2013 | HBJ | 0.50 | Edit and revise 2004 motion (.3); add to production request, edit definition section of production requests (.2) | 142.50 |
| 08-15-2013 | JYB | 1.15 | Review Gardere July monthly time (.5); receive and review email regarding Comvest proposal (.4); teleconference with Josh Eppich regarding same (.1); receive and review Amended Disclosure Statement (.15); study same. | 500.25 |
| 08-15-2013 | JNE | 0.60 | Correspondence regarding settlement disclosure statement. | 225.00 |
| 08-15-2013 | HBJ | 0.60 | Continue working on discovery to ComVest (.6); | 171.00 |
| 08-16-2013 | JYB | 1.75 | Receive and review email from Virgil Ochoa regarding Plan and Disclosure Statement comments (.25); teleconference with Josh Eppich regarding same (.2); | 761.25 |

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TERMS: DUE UPON RECEIPT

PAYABLE IN FORT WORTH, TARRANT COUNTY TEXAS

SHANNON GRACEY

SHANNON, GRACEY, RATLIFF & MILLER, LLP

NEW ADDRESS
As of Dec. 1, 2013420 Commerce St., Ste 500 | 817.336.9333
Fort Worth, TX 76102 | IRS No. 75-2231155

November 14, 2013

Invoice: 248947

Hi-Way Creditors Committee

Page 17

Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|--------|
| | | | receive and review email from Holly O'Neal regarding Comvest offer (.1); reply to Holly O'Neal (.2); teleconference with Josh Eppich regarding same (.3); receive and review reply from Holly O'Neal regarding counter-offer to Comvest (.2); receive and review email from Holly O'Neal regarding Comvest position on counter-offer (.1); reply to same (.1); teleconference with Josh Eppich regarding Comvest position (.2); receive and review email regarding continued hearing on Disclosure Statement from Virgil Ochoa (.1). | |
| 08-16-2013 | JNE | 0.20 | Review filings. | 75.00 |
| 08-19-2013 | JYB | 0.30 | Teleconference with Josh Eppich regarding settlement offer (.2); receive and review email from Holly O'Neal regarding same (.1). | 130.50 |
| 08-19-2013 | JNE | 1.50 | Review numerous emails regarding settlement negotiations. | 562.50 |
| 08-20-2013 | JYB | 1.20 | Receive and review email from Tom Brandon regarding settlement (.1); settlement conference call (.3); receive and review email regarding recovery pot and Tom Brandon's reply (.2); teleconference with Josh Eppich regarding settlement issues (.4); receive and review email from Josh Eppich regarding Comvest (.1); reply to same (.1); receive and review email from Holly O'Neal regarding Comvest (.2). | 522.00 |

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Hi-Way Creditors Committee

Page 18

Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|---|----------|
| 08-20-2013 | JNE | 3.40 | Committee call (.8); teleconference with M. Runnels (.2); email correspondence with the Committee regarding settlement (.4); teleconferences with V. Ochoa and J. Bonds regarding settlement and edits to Disclosure Statement (1.1); review Asset Purchase Agreement and Order approving the sale (.9). | 1,275.00 |
| 08-21-2013 | JNE | 2.00 | Teleconference with M. Runnels (.4); teleconferences with V. Ochoa (.5); review disclosure statement and edit (1.1). | 750.00 |
| 08-22-2013 | JYB | 1.50 | Receive and review email from Virgil Ochoa regarding Disclosure Statement (.25); teleconference with Josh Eppich regarding same and focus on contribution (.15); receive and review email from Mike Runnels regarding offer (.1); teleconference with Josh Eppich regarding same (.2); review various redlines of Plan and Disclosure Statement (.3); teleconference to Josh Eppich regarding same (.1); teleconference to Josh Eppich regarding Chapter 5 Causes of Action (.2); teleconference to Mike McBride regarding Trustee (.1); reply to Josh Eppich's email (.1). | 652.50 |
| 08-22-2013 | JNE | 4.50 | Numerous settlement calls with V. Ochoa (.8); teleconferences and email correspondence with M. Runnels (.5); email correspondence with T. Brandon (.1); make significant edits to the Plan and Disclosure Statement (3.1) | 1,687.50 |

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Hi-Way Creditors Committee

Page 19

Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|----------|
| 08-23-2013 | JYB | 1.15 | Receive and review email regarding updated Disclosure Statement (.15); receive and review email from Josh Eppich regarding same (.1); reply to same (.1); receive and review Josh Eppich regarding edits (.3); receive and review Tom Brandon email regarding Disclosure Statement and offer (.2); receive and review final Eppich edits and review same (.1); receive and review reply from Virgil Ochoa with additional changes (.1); draft email to Josh Eppich and review reply regarding Ochoa changes (.2); receive and review email from Tom Brandon regarding same (.1). | 500.25 |
| 08-23-2013 | JNE | 3.80 | Complete edits to Disclosure Statement and Plan (2.4); teleconferences with V. Ochoa regarding same (.6); teleconference with J. Bonds regarding same (.2); review uploaded and redlined Plan and Disclosure Statement (.4); teleconference with T. Brandon (.2) | 1,425.00 |
| 08-26-2013 | JYB | 1.25 | Attend hearing on Disclosure Statement (1.); teleconference with Josh Eppich regarding same (.1); teleconference with Tom Brandon regarding Claim (.15). | 543.75 |
| 08-26-2013 | JNE | 1.10 | Teleconferences with T. Brandon (.3); teleconference with J. Bonds regarding hearing on Disclosure Statement (.3); teleconference with counsel for BGS (.5). | 412.50 |
| 08-26-2013 | HBJ | 0.30 | Review disclosure statement and provide same to J Bonds at hearing (.3) | 85.50 |

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Hi-Way Creditors Committee

Page 20

Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|---|----------|
| 08-27-2013 | JYB | 0.80 | Receive and review emails regarding Disclosure Statement and Plan Confirmation (.2); teleconference with Josh Eppich regarding settlement issues (.3); receive and review emails with Tom Brandon regarding same (.2); receive and review email from Tom Brandon regarding claim (.1). | 348.00 |
| 08-27-2013 | JNE | 2.80 | Begin drafting committee support letter (.3); numerous teleconferences with V. Ochoa regarding plan provisions (.7); review and edits to plan (1.8). | 1,050.00 |
| 08-28-2013 | JYB | 1.00 | Receive and review email from Virgil Ochoa regarding changes to Plan (.2); review Plan (.5); teleconference to Josh Eppich regarding changes and related issues (.0); receive and review email to Virgil Ochoa regarding additional changes (.1); research regarding standing issues (.1). | 435.00 |
| 08-28-2013 | JNE | 2.30 | Teleconferences with V. Ochoa regarding plan (.8); additional edits and review of edits to plan (1.5). | 862.50 |
| 08-29-2013 | JYB | 1.30 | Teleconference from Virgil Ochoa regarding Plan issues (.3); receive and review email from Virgil Ochoa regarding Comvest release (.1); teleconference with Josh Eppich regarding same (.2); review changes to Plan (.2); receive and review email from Josh Eppich regarding same (.1); receive and review email from Virgil Ochoa regarding changes (.1); review Plan (.2); draft email to Virgil Ochoa regarding | 565.50 |

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Hi-Way Creditors Committee

Page 21

Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|---|--------|
| | | | changes and need for more time (.1). | |
| 08-29-2013 | JNE | 2.50 | Teleconferences with V. Ochoa (.5); numerous emails with V. Ochoa (.3); review edits to Plan (.9); make additional edits to Plan (.5); meetings with J. Bonds regarding same (.3). | 937.50 |
| 08-30-2013 | JYB | 2.10 | Receive and review email from Holly O'Neal (.1); teleconference with Josh Eppich regarding issues regarding BG Strategic Advisors (.3); receive and review email from Tom Brandon regarding same (.1); receive and review email from Virgil Ochoa regarding Support Letter for the Plan (.1); receive and review email from Josh Eppich regarding edits to Plan (.7); teleconference with Josh Eppich regarding same (.2); review Second Amended Plan and various emails regarding same (.4); review Support Letter (.1); teleconference with Josh Eppich regarding changes (.1). | 913.50 |
| 08-30-2013 | JNE | 1.70 | Draft and edit Committee support letter (.4); review filed plan and edits (.7); teleconference with J. Bonds regarding same (.3); email correspondence with H. O'Neil and V. Ochoa regarding same (.3). | 637.50 |
| 09-06-2013 | JYB | 1.90 | Teleconference from Tom Brandon regarding Ballot (.1); receive and review email from Tom Brandon regarding same (.1); review case law to determine, if possible, effect of Ballot (.9); review Plan and Disclosure Statement (.5); teleconference with Josh Eppich regarding | 826.50 |

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Hi-Way Creditors Committee

Page 22

Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|---|--------|
| | | | same and effect of Proof of Claim v. Ballot (.1); reply to Tom Brandon (.1); teleconference with Josh Eppich regarding unlimited objection (.1). | |
| 09-06-2013 | JNE | 1.90 | Email correspondence with creditors regarding language in ballot (.3); teleconference with J. Bonds regarding same (.2); draft, edit, and file motion to reconsider order approving ballot (1.4). | 712.50 |
| 09-09-2013 | JYB | 1.50 | Teleconference Josh Eppich regarding Notice for Motion to Reconsider (.2); Receive and review Notice of Hearing (.1); docket same (.1); receive and review email from Tom Brandon regarding ballot issue (.2); teleconference from Josh Eppich regarding compromise language (.3); receive and review Debtors' Objection (.3); teleconference with Josh Eppich regarding his call with Virgil Ochoa and possible compromise language (.3).. | 652.50 |
| 09-09-2013 | JNE | 1.70 | Teleconferences with the Court regarding the motion to reconsider (.3); teleconferences with J. Bonds regarding same (.2); draft and file notice of hearing (.5); teleconferences with V. Ochoa regarding same (.5); email correspondence with creditors regarding same (.2). | 637.50 |
| 09-10-2013 | JYB | 0.75 | Receive and review draft of Order on Motion to Reconsider Ballot and approve same (.5); telephone call with Josh Eppich regarding same (.15); receive and review email to Virgil Ochoa regarding Agreed | 326.25 |

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Hi-Way Creditors Committee

Page 23

Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|---|----------|
| | | | Order (.1). | |
| 09-10-2013 | JNE | 1.60 | Draft proposed order resolving motion to reconsider and email to V. Ochoa. | 600.00 |
| 09-11-2013 | JYB | 0.50 | Telephone call with Josh Eppich regarding Motion to Reconsider Ballot (.1); receipt and review email from Vergil Odroa regarding proposed settlement language (.1); telephone call with Josh Eppich regarding same (.2); receipt and review email regarding settlement from Josh Eppich (.1). | 217.50 |
| 09-11-2013 | JNE | 0.30 | Review edits to proposed order on motion to reconsider and respond via email. | 112.50 |
| 09-13-2013 | JNE | 0.20 | Email correspondence with V. Ochoa. | 75.00 |
| 09-16-2013 | JNE | 1.30 | Upload agreed order on motion to reconsider (.3); teleconference with the Court regarding same (.1); teleconference with V. Ochoa (.2); teleconference with counsel for BGSA (.3); pull D&O policy and email to counsel for BGSA and V. Ochoa (.4). | 487.50 |
| 09-25-2013 | JNE | 1.00 | Review final Plan of Reorganization. | 375.00 |
| 09-30-2013 | JYB | 0.60 | Teleconference with Josh Eppich regarding settlement of investment Company's claim (.2); receipt and review various emails from Debtor's counsel regarding same (.2); telephone call with Josh Eppich regarding amount of investment company's claim (.2). | 261.00 |
| 09-30-2013 | JNE | 6.00 | Review plan (.7); teleconference with V. Ochoa regarding same (.2); teleconferences | 2,250.00 |

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Hi-Way Creditors Committee

Page 24

Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|----------|
| | | | with J. Bonds and email correspondence (.3); email correspondence with V. Ochoa resolving plan issue (.2); teleconferences and email correspondence regarding negotiations with BGSA (1); review and analyze BGSA claim and objections to the claims (1.1). | |
| 10-01-2013 | JYB | 0.50 | Receive and review email from Virgil Ochoa regarding Committee approval of BGSA Claim (.1); conference with Josh Eppich regarding same (.1); receive and review email from Andrew Zaron regarding same; receive and review email to Committee regarding settlement (.3). | 217.50 |
| 10-01-2013 | JNE | 3.20 | Email correspondence with the Committee regarding BGSA settlement (.4); email correspondence with V. Ochoa and J. Bonds (.5); research regarding tail in contracts (2.3). | 1,200.00 |
| 10-02-2013 | JNE | 1.30 | Numerous emails with V. Ochoa and counsel for BGSA regarding settlement and tail (1.3). | 487.50 |
| 10-02-2013 | HBJ | 0.80 | Review case law and issues as to whether the I Bank must have been hired as a professional to obtain payment of fees or whether tail is effective, review section 327 and 330 cases regarding same (.8) | 228.00 |
| 10-03-2013 | JYB | 1.50 | Receive and review email from Josh Eppich regarding BGSA offer (.1); teleconference with Josh Eppich regarding issues relating to settlement of BGSA Claims (.2); receive and review email from Josh Eppich | 652.50 |

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Hi-Way Creditors Committee

Page 25

Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|----------|
| | | | regarding discussion with Virgil Ochoa regarding settlement (.1); teleconference to Josh Eppich regarding same (.2); receive and review email from Virgil Ochoa regarding Emergency Motion to Approve Stipulation with BGSA, the Stipulation itself and the request to change vote (.2); teleconference with Josh Eppich regarding same; receive and review redline changes to documents by Andrew Zaron (.3); receive and review email from Josh Eppich regarding same (.1); teleconference with Josh Eppich regarding slant in documents as revised (.1); review revised documents from Virgil Ochoa (.2). | |
| 10-03-2013 | JNE | 3.50 | Negotiate settlement with BGSA; teleconferences regarding same; review and edit motion and stipulation (3.5). | 1,312.50 |
| 10-03-2013 | HBJ | 0.70 | Continue legal analysis with regard to whether the committee holds an objection to BGSA's claim based on contractual tail issues and whether they must be hired or are seeking to be paid a professional - thus an admin claim (.7); communication with J Bonds and J Eppich regarding same (.0) | 199.50 |
| 10-04-2013 | JYB | 2.10 | Receive and review Witness and Exhibit List from Virgil Ochoa (.3); receive and review from Virgil Ochoa regarding comments to documents approval (.4); receive and review email from Josh Eppich regarding Motion and Stipulation (.1); quick research regarding withdrawal of Ballot (.5); draft email to Josh Eppich | 913.50 |

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Hi-Way Creditors Committee

Page 26

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Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|--------|
| | | | regarding change of vote in Majestic case (.2); receive and review reply (.1); receive and review multiple emails regarding Motion to Approve Stipulation and reply to same (.3); receive and review Declaration of Charles W. Reeves (.2). | |
| 10-04-2013 | JNE | 0.80 | Email correspondence and teleconferences completing settlement with BGSA. | 300.00 |
| 10-04-2013 | HBJ | 0.50 | Review plan issues in preparation of confirmation hearing (.2); review committee's agreement with pe fund regarding claim (.3) | 142.50 |
| 10-07-2013 | JYB | 0.85 | Teleconference with Josh Eppich regarding proposed confirmation order and need to review same (.25); receive and review email from Tom Brandon regarding Committee approval of settlement (.2); receive and review reply (.1); teleconference with Josh Eppich regarding confirmation order issues (.3). | 369.75 |
| 10-07-2013 | JNE | 1.20 | Email correspondence with V. Ochoa regarding confirmation (.5); teleconference with B. Jones regarding confirmation hearing and prep for hearing (.7). | 450.00 |
| 10-08-2013 | JYB | 0.50 | Conference with Brandon Jones regarding conference hearing and lack of confirmation on order (.2); teleconference with Josh Eppich regarding same (.3). | 217.50 |
| 10-08-2013 | JNE | 1.00 | Attend confirmation hearing via teleconference. | 375.00 |

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| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|----------|
| 10-08-2013 | HBJ | 1.60 | Review communications between counsel regarding confirmation (.1); review issues with regard to Debtor not yet providing a proposed confirmation order (.2); attend and appear at confirmation hearing on behalf of committee(1.1); communication with Debtor's counsel regarding confirmation order and timeline regarding same (.2) | 456.00 |
| 10-09-2013 | JYB | 1.35 | Receive and review draft of Order Approving BGSA Stipulation (.15); conference with Josh Eppich regarding same (.1); receive and review email from Josh Eppich regarding change of signature (.1); receive and review draft of confirmation order (.4); telephone communication with Josh Eppich regarding issues; receive and review various emails regarding confirmation order and stipulation (.2); receive and review email from Josh Eppich regarding funding issue (.1); telephone call with Josh Eppich regarding same (.1); receive and review various emails regarding same (.1); review order (.1). | 587.25 |
| 10-09-2013 | JNE | 4.20 | Review 9019 order (.6); review confirmation order (2.3); research applicable case law (1.3). | 1,575.00 |
| 10-10-2013 | JYB | 1.90 | Telephone call with Josh Eppich regarding problems with confirmation order relating to funding and release (.6); numerous calls with Josh Eppich regarding faxing the | 826.50 |

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Page 28

Re: Official Committee of Unsecured Creditors
Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|---|----------|
| | | | language in the confirmation orders and possible edits (.2); receive and review email regarding Litigation Agreement (.4); telephone call with Mike McBride regarding same (.7). | |
| 10-10-2013 | JNE | 3.20 | Edits to confirmation order and teleconferences and email correspondence with V. Ochoa regarding confirmation. | 1,200.00 |
| 10-10-2013 | HBJ | 0.90 | Read and review proposed confirmation order and proposed edits to same, add few edits and questions with regard to funding of \$250M (.9); communication with J Eppich regarding same (.0) | 256.50 |
| 10-11-2013 | JNE | 0.30 | Email correspondence regarding confirmation order and obtaining the Debtors' books and records. | 112.50 |
| 10-15-2013 | JYB | 0.30 | Telephone call with Josh Eppich regarding debtor's books and records (.1); receive and review numerous emails regarding access to books and records (.1); receive and review email from Josh Eppich regarding same (.1). | 130.50 |
| 10-15-2013 | JNE | 1.40 | Teleconference and emails with V. Ochoa regarding obtaining the Debtors' books and records (.4); email correspondence with M. McBride regarding the same (.2); teleconference with M. McBride regarding the duties of the Litigation Agent and obtaining documents (.8) | 525.00 |
| 10-23-2013 | JYB | 0.25 | Receive and review email regarding discovery issues with documents for review | 108.75 |

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Hi-Way Creditors Committee Page 29

Re: Official Committee of Unsecured Creditors
 Matter I.D. 024628-000001-JYB

| Date | Atty | Hours | Description of Services | Amount |
|------------|------|-------|--|-------------|
| | | | and conference with Josh Eppich regarding same (.15); reply to email (.1). | |
| 11-04-2013 | JYB | 0.25 | Teleconference with Josh Eppich regarding records for review and fee application issues. | 108.75 |
| | | | Total Fees | \$93,408.75 |

| | Hours | Rate | Amount |
|------------------|--------|--------|-------------|
| John Y. Bonds | 68.05 | 435.00 | 29,601.75 |
| Joshua Eppich | 145.30 | 375.00 | 54,487.50 |
| H. Brandon Jones | 32.70 | 285.00 | 9,319.50 |
| | | | Total Fees |
| | | | \$93,408.75 |

| Date | Disbursement Description | Amount |
|------------|--------------------------|---------------------|
| 11-14-2013 | Telephone | 12.04 |
| 11-14-2013 | Research Charge | 152.90 |
| 11-14-2013 | Photocopy - Facilities | 165.00 |
| 11-14-2013 | Research Charge | 113.24 |
| | | Total Disbursements |
| | | \$443.18 |

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Exhibit B

Summary of Attorneys Education

John Y. Bonds, III. Mr. Bonds received a Bachelor of Arts with honors from the University of Arkansas in 1979. He received his Juris Doctorate from the University of Houston in 1982. Mr. Bonds is a member of the State Bar of Texas, and is admitted to practice before the United States Court of Appeals for the Fifth Circuit, the United States District Court for the Northern, Southern, Western, and Eastern Districts of Texas. Mr. Bonds focuses on the areas of bankruptcy, civil litigation, and restructuring.

Joshua N. Eppich. Mr. Eppich received a Bachelor of Science degree in Business Management with an emphasis in Finance from Brigham Young University in 2001. He received his Juris Doctorate from Southern Methodist University in 2005. Mr. Eppich is a member of the State Bar of Texas, and is admitted to practice before the United States District Court for the Northern, Western, Eastern, and Southern Districts of Texas. Mr. Eppich focuses on the areas of bankruptcy, litigation, and restructuring.

H. Brandon Jones. Mr. Jones received a Bachelor of Science degree in Agribusiness from Texas A&M University in 2003. He received his Juris Doctorate magna cum laude from Texas Tech University in 2007. Mr. Jones is a member of the State Bar of Texas, and is admitted to practice before the United States District Court for the Northern, Western, Eastern, and Southern Districts of Texas. Mr. Jones focuses on the areas of bankruptcy and civil litigation.

| | | |
|---|--|---|
| Label Matrix for local noticing 0539-4 Case 13-41498-rfn11 Northern District of Texas Ft. Worth Fri Nov 15 10:36:29 CST 2013 | Aldine Independent School District 14910 Aldine Westfield Houston, Tx 77032-3099 | American Express Travel Related Services Co c/o Becket and Lee LLP POB 3001 Malvern, PA 19355-0701 |
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Brock, Peggy
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Broken Tractor LLC
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Brookside Equipment
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Browns Machine & Welding
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Bryan Cotton Warehouse
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Bryan Fuel Injection Service,
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Bryan Hose & Gasket, Inc.
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308 Bounds Ranch Road
Gunter, TX 75058-2159

Diamond P Lease
PO Box 203
Dime Box, TX 77853-0203

Diesel Parts Sales, Inc.
P O Box 9383
Houston, TX 77261-9383

Diesel Pros LLC
1347 W Hurst Blvd
Hurst, TX 76053-7453

Diesel Pump & Injector Service
6632 Navigation Blvd
Houston, TX 77011-1342

Diesel Specialists Inc
1215 Carpenter Rd
Humble, TX 77396-1535

Diesel Truck Service
3764 Hwy 79 E
Henderson, TX 75652-2218

Digital Communications Innovat
PO Box 2524
Wylie, TX 75098-2524

Digital Phone Works
PO Box 1352
Cypress, TX 77410-1352

Dillard, Earl
3210 Amber Holly Ct
Kingwood, TX 77345-5464

Discount Lawn Care
11255 FM 848
Tyler, TX 75707-4601

Discount Plumbing
145 Pool Rd
Richards, TX 77873-4184

Discount Wheel & Tire
4001 Texoma Parkway
Sherman, TX 75090-1939

Ditch Witch of East Texas
7809 Hwy 271 North
Tyler, TX 75708-4002

Ditch Witch of Houston
6807 W. Little York
Houston, TX 77040-4807

Dixie Paper Co.
PO Box 130729
Tyler, TX 75713-0729

Dixiequip, Inc.
4650 S. Sam Houston Pkwy E.
Houston, TX 77048-5908

Doggett Heavy Machinery
10100 N Loop East
Houston, TX 77029-1400

Doggett Heavy Machinery Svcs
705 E Nolana
Pharr, TX 78577-9535

Don Finney
6663 FM 247
Midway, TX 75852-3696

Don Harts Radiator Service Center Inc.
20123 FM 362
Waller, TX 77484-8931

Donald Kieschnick
2211 FM 362
Waller, TX 77484

Donaldson
CO Bank of America
96869 Collection Center Drive
Chicago, IL 60693-0968

Donaldson Co Inc
96869 COLLECTION CENTER DR
CHICAGO, IL 60693-0968

Double Diamond Heavy Haul
PO Box 118
Mount Belvieu, TX 77580-0118

Doug Jones
870 Rains County Raod 4452
POint, TX 75472-5566

Douglas Distributing
PO Box 1124
Sherman, TX 75091-1124

Downey Publishing
2545 East Southlake Blvd.
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Dr Green
3857 FM 115 S
Chappell Hill, TX 77426

Drillers Supply, Inc.
6000 Brittmoore Rd.
Houston, TX 77041-5622

Druerys Flat Fixing & Road Service
3106 Leonard Rd.
Bryan, TX 77803-4313

Ducommun Jr, George Albert
PO Box 3168
Pearland, TX 77588-3168

Dun and Bradstreet Inc
PO Box 75434
Chicago, IL 60675-5434

Duncan Services, Inc.
PO Box 9940
Longview, TX 75608-9940

Duncan, James
5616 Lake Haven
Waco, TX 76710-2855

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3311 Appalanchian Trail
Kingwood, TX 77345-1093

Durans Trucking LLC
201 PR 4906
Haslet, TX 76052

Durans Trucking, LLC
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Dymax Inc
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Arlington, TX 76007-3447

E Villareal
6710 Juarez
Baytown, TX 77521-8566

E and E Equipment
11601 Jacksboro Hwy
Ft Worth, TX 76135-9141

EMI Supply LLC
PO Box 622
Vidor, TX 77670-0622

Eager Beaver
P O Box 30183
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Eagle Auto Glass -Longview
PO Box 150325
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Eagle Tractor
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Eagle Lake, TX 77434-2727

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Earl Dirden
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315 S Vine
Tyler, TX 75702-7145

East Texas Auto Air And Glass
1019 West Marshall Avenue
Longview, TX 75604-5106

East Texas New Holland
P O Box 120219
Tyler, TX 75712-0219

East Texas Radiator, Inc.
703 W Cotton
Longview, TX 75604-5505

East Texas Refrigeration Inc
4700 Old Troup Hwy
Tyler, TX 75707-1426

East, Randall J
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6602 Dusty Dawn
Houston, TX 77086-2114

Ed Warner Construction
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7795 CR 319
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1101 W. William J. Parkway
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Houston, TX 77077-1034

Empire, Inc.
7999 Hansen Ste 115
Houston, TX 77061-3441

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Acct No. 255
PO Box 717
Gainesville, TX 76241-0717

Enderby Gas -Sherman
Acct No. 52006
PO Box 1597
Sherman, TX 75091-1597

Engineered Equipment, Inc
P O Box 60030
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Engines, Inc-Southwest
P.O. Box 16660 -72403
Jonesboro, AR 72403-6710

Entek Manufacturing
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Environmental Solvent Recovery
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Enviropave LLC
PO Box 762
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Equipment Support Services
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Eules Police Dept.
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Houston, TX 77055-7305

Exide Corporation
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Dallas, TX 75247-6306

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Katy, TX 77494-2932

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Mckinney, TX 75069-7325

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Dallas, TX 75284-1634

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FM 529 Topsoil
15527 FM 529
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Flowery Branch, GA 30542-2768

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Farm Plan -12368-13475
PO Box 650215
Dallas, TX 75265-0215

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 Palatine, IL 60055-0001

Fedex Freight East
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 Atlanta, GA 30384-6708

Fedex Freight West
 Dept LA
 PO Box 21415
 Pasadena, CA 91185-0001

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 Lake Jackson, TX 77566-5927

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 PO Box 173940
 Denver, CO 80217-3940

Fiat Powertrain Technologies
 245 E. North Avenue
 Carol Stream, IL 60188-2021

Fidelity National Insurance Co
 Flood Insurance Processing Ctr
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 St. Petersburg, FL 33733-8070

Field Services
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 Gainesville, TX 76241-0523

Firetrol Protection Services
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 Tyler, TX 75701-8492

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 Stafford, TX 77497-1764

First Choice Power, Inc.
 PO Box 659603
 San Antonio, TX 78265-9603

First Class Mail Service
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 Houston, TX 77267-1391

Fleco Attachments Inc
 2216 Mercantile Dr
 Leland, NC 28451-4091

Floyd & Runnels
 PO Box 612703
 Dallas, TX 75261-2703

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 For Kenny Power Service
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 Omaha, NE 68164-8270

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 PO Box 650575
 Dallas, TX 75265-0575

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 Houston, TX 77041-6197

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 Gainesville, TX 76240-1042

Fortenberry, Milford R
 233 CR 397
 Gainesville, TX 76240-1042

Fortenberry, Shane
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 Valleyview, TX 76272-3057

Fortier, Michel
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 Houston, TX 77022-2818

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 Houston, TX 77269-1528

Four Seasons Equipment Inc.
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 Dallas, TX 75227-4024

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 Lagrange, TX 78945-1428

Freightliner of San Antonio
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 San Antonio, TX 78220

Frontier Tractor Parts & Equip
 P.O. Box 1459
 Coldspring, TX 77331-1459

Frostys Water Service
 1650 FM 981
 Leonard, TX 75452-4954

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 1720 Marietta Blvd NW
 Atlanta, GA 30318-3647

Fuelman
 PO Box 105080
 Atlanta, GA 30348-5080

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430 Hill Road
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Fuiks Diesel
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Future Industrial Chemicals
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Houston, TX 77037-1811

G C Fiberglass
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Houston, TX 77075-2801

G4S Integrated Fleet Services LLC
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San Diego, CA 92130-3001

GCEC Telecom
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Van Alstyne, TX 75495

GCR Longview Trk Tire Center
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GCR Truck Tire Center
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Phoenix, AZ 85038

GM Construction
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Houston, TX 77091-3361

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325 North Commerce St.
Gainesville, TX 76240-3915

Gainesville Glass Co., Inc.
311 N. Chestnut
Gainesville, TX 76240-3929

Galloway Wallace
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Garcia, Alejandro Marco
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Garcia, Monet R
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Garfield Inc.
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Enid, OK 73701-8631

Gary Calfee
7711 Longmire Rd
Conroe, TX 77304-4030

Gary Whitman Materials Inc
PO Box 20
Sour Lake, TX 77659-0020

Geith, Inc
CO DII Attachments
24524 Network Place
Chicago, IL 60673-1245

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Forney, TX 75126-4015

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PO Box 200765
Houston, TX 77216-0765

Genuine Parts Company-Houston
PO Box 848033
Dallas, TX 75284-8033

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Huntsville, TX 77340-2569

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George King
14120 CR 1313
Malakoff, TX 75148-7890

George P Bane Inc
PO Box 4665
Tyler, TX 75712-4665

George Sarandos
15268 Hwy 90 North
Bedias, TX 77831-9334

Geoshack
2307 Springlake Rd Suite 514
Dallas, TX 75234-5876

Geoshack
5200 Mitchelldale Ste E-14
Houston, TX 77092-7222

Giant Vac Inc.
100 Hannon Drive
Lawrenceburg, TN 38464-2273

Giddings Livestock
PO Box 538
Giddings, TX 78942-0538

Glen Springer
1725 Shepherd St
Hempstead, TX 77445-9482

Glenco Pest Control, Inc.
PO Box 1172
Tomball, TX 77377-1172

Global Environmental Products
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San Bernardino, CA 92407-1803

Global Environmental Products
CO Tab Bank
PO Box 150990
Ogden, UT 84415-0990

Globalpoint Technologies Inc
307-167 Bannatyne Ave
Winnepeg, MB R3B OR4, CA

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5206 Telephone Rd
Houston, TX 77087-3698

Gonzales Jr, Bernardo
1601 W South St No. 53
Alvin, TX 77511-3160

Gorman Uniform Service
9021 Katy Frwy
Houston, TX 77024-1601

Grabtec Inc.
1242 Arizona Ave
Larchwood, IA 51241-7583

Grace Mfg.
11200 Turkey Ridge Drive
Plato, MO 65552-8947

Gradall Industries, Inc.
406 Mill Avenue SW
New Philadelphia, OH 44663-3870

Gradall Industries, Inc.
c/o Steven T. Holmes
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2711 N. Haskell Avenue, Suite 2750
Dallas, Texas 75204-2911

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Brenham, TX 77833-1804

Graham Diesel Injection Srv.
5800 Texoma Parkway
Sherman, TX 75090-2134

Graham International Parts
5804 Texoma Pkwy
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Dept 352-804137636
Palatine, IL 60038-0001

Grainger
Dept 804081982
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Grainger, W.W.-Dept 804063675
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Green Mountain Energy Company
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Grimms Radiator & Gen. Repair, Inc.
317 S Park St.
Brenham, TX 77833-3647

Grouser Products
755 2nd Ave. North West
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Groves Brothers Machinery
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17606 Coventry Squire Drive
Houston, TX 77084-6360

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805 Dixie Drive
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Gulf Coast Water Authority
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Beaumont, TX 77705-4416

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H & L Tooth Company
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H & V Equipment, Inc.
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H & W Petroleum Co., Inc.
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Ben Wheeler, TX 75754

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Holt Cat
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Houston, TX 77093-3299

Hutchins Services
1415 S Sam Rayburn Frwy
Sherman, TX 75090-8757

Hy Capacity Red River
PO Box 156
Humboldt, IA 50548-0156

Hy Tech Welding & Fabricating
100 Forest Wind Court
Montgomery, TX 77316-6849

Hydradyne Hydraulics
PO Box 974799
Dallas, TX 75397-4799

Hydraquip Corporation
PO Box 4493
Houston, TX 77210-4493

Hydraulic Circuit Technology
250 Fluid Drive
Mcdonough, GA 30253-8773

Hydraulic Works Inc
350 Industrial Blvd
Bryan, TX 77803-2028

Hynd-Man Services
1341 Galena Dr.
Twin Falls, ID 83301-3573

Hyseco Inc
5900 Alameda Genoa Rd
Houston, TX 77048-4596

ICM of American Inc
PO Box 55281
Little Rock, AR 72215-5281

IPC Industries
194 N. Brandon Drive
Glendale Hts, IL 60139-2025

ITR America, LLC
5656 Payshpere Circle
Chicago, IL 60674-0056

Idearc Media Corp.
Attn: Acct Receivable Dept.
2200 W Airfield Dr.
PO Box 619810
DFW Airport, TX 75261-9810

Impact Outdoor Advertising Co.
5454 La Sierra Dr, No. 200
Dallas, TX 75231-2343

Imperial PFS
1001 Winstead Drive Suite 500
Cary, NC 27513-2130

Incorp Services, Inc.
PO Box 94438
Las Vegas, NV 89193-4438

Indeco North America Inc
135 Research Drive
Milford, CT 06460-2839

Industrial Bearing Co.
4312 West Highway 82
Gainesville, TX 76240-1706

Industrial Buckets
1600 N E Loop 820
Fort Worth, TX 76106-1730

Industrial Disposal Supply Co.
P O Box 8623
Houston, TX 77249-8623

Industrial Machine
1585 Crosswind Dr
Bryan, TX 77808-9696

Industrial Magnetics Inc
1385 M-75 South
Boyer City, MI 49712-9689

Industrial Scrap Material
PO Box 4409
Fort Worth, TX 76164-0409

Industrial Supply Solutions
P O Box 798012
St. Louis, MO 63179-8000

Industrial Tractor Parts Company, Inc.
PO Box 230648
Houston, TX 77223-0648

Infinet Solutions Inc
4875 W 106th Drive
Westminster, CO 80031-1975

Infinity Intellectuals Inc
113 Barksdale Professional Ctr
Newark, DE 19711-3258

Ingersoll-Rand Company
P O Box 951358
Dallas, TX 75395-1358

Inter G Enterprises
PO Box 2282
Longview, TX 75606-2282

Internal Revenue Service
Centralized Insolvency Operation
PO Box 7346
Philadelphia, TX 19101-7346

International Trucks of Houston
PO Box 3050
Houston, TX 77253-3050

Interstate Billing Service Inc
P O Box 2250
Attn: Lisa Liles
Decatur, AL 35609-2250

Interstate Billing Svc-Rush Eq
Dept 1265
Birmingham, AL 35287-0001

Interstate Trailers, Inc.
PO Box 226264
Dallas, TX 75222-6264

Iron Solutions Inc
75 Remittance Drive Suite 6455
Chicago, IL 60675-6455

Isbell Farms
PO Box 1214
Crosby, TX 77532-1214

Isri Gulf Coast Chapter
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J L and L Radiator Services
PO Box 4052
Tyler, TX 75712-4052

J Tucker Construction
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Caddo Mills, TX 75135-6207

J and H Trucking Inc
PO Box 35
Vaiden, MS 39176-0035

J and J Chesney Farms
8630 CR 853
McKinney, TX 75071-6860

J and J Lawn Equipment And Serv
437 W Helms Rd
Houston, TX 77037-1513

J and J Machining, Inc.
6520 Springer
Houston, TX 77087-3448

J and K Auction Service
dba Noonday Tractor & Auction
19090 Texas 155
Flint, TX 75762

J and M Diesel
2227 CR 217
Caldwell, TX 77836-4808

J5 Tractor, Inc.
PO Box 470
Normangee, TX 77871-0470

JCB Vibromax Inc.
PO Box 88172
Milwaukee, WI 53288-8172

JFD Services
7858 FM 2954
Bremond, TX 76629-5125

JPMorgan Chase Bank
Attn Corporate Real Estate Group
Acct No. 25 CBB E 89
712 Main St.
Houston, TX 77002-3201

JRB Company Inc
7194 Solution Center
Chicago, IL 60677-7001

JRW Inc. dba Financial Equipment Co.
13000 S Elwood Avenue
Jenks, OK 74037-2838

JWH Equipment LLC
1101 Hwy 80 W
Jackson, MS 39204-3919

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421 RS CR 1301
Emory, TX 75440-5925

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3008 Cliffdale
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Jones Janitorial Services
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Jones Oil Inc
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Justin, TX 76247-0006

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628 East Lake Drive
Taylor, TX 76574-1818

K.D. Timmons, Inc.
P. O. Drawer 2609
Bryan, TX 77805-2609

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KD Timmons Inc
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Bryan, TX 77805-2609

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Kenneth Tipton
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Cleveland, OH 44190-0204

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Keystone Plastics
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South Plainfield, NJ 07080-1303

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Kirby Smith Machinery Inc
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Fort Worth, TX 76111-4127

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Dallas, TX 75312-2366

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Beaumont, TX 77704-0429

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Carol Stream, IL 60132-3281

Kupper Bros.
7293 S. T-35
Gainesville, TX 76240

Kustom Painting
5385 CR 181
Alvin, TX 77511-1371

Kyle Minyard
1204 Villa Downs Dr
Plano, TX 75023-6721

L & H Trucking
PO Box 15217
Fort Forth, TX 76119-0217

L & L Logistics LLC
104 Advance Rd
Weatherford, TX 76088-1220

L B Breland
 3416 Gold Pinch Rd
 Gilmor, TX 75645-7280

L F George Inc
 W231N1129 Highway F
 Waukesha, WI 53186-1504

L.E. Walker & Associates, Inc.
 13111 Northwest Fwy Suite 125
 Houston, TX 77040-6321

LKQ Auto Parts of South Texas
 19423 Aldine Westfield
 Houston, TX 77073-3807

LLT
 11895 IH 10 West
 Maion, TX 78124-6510

La Quinta Inn -Bedford
 1809 Highway 121
 Bedford, TX 76021-8188

Labor Ready
 1418 W Gentry
 Tyler, TX 75702-4006

Labs Industrial Hose Supply
 5955 Clinton Dr
 Houston, TX 77020-8107

Lake Conroe Transmission
 6519 Hwy 105 West
 Conroe, TX 77304-4782

Landmark Equipment
 1351 South Loop 12
 Irving, TX 75060-6319

Landmark Equipment
 5000 Airport Frwy
 Ft. Worth, TX 76117-6250

Landmark Equipment
 7625 N.E. Killingsworth
 Portland, OR 97218-3740

Lanford Equipment Company Inc
 900 Ed Bluestein Blvd
 Austin, TX 78721-3615

Lansdowne-Moody Co., Inc.
 8445 East Frwy
 Houston, TX 77029-1698

Larry Lester
 PO Box 941
 Ringling, OK 73456-0941

Larry Young Paving Inc
 PO Box 11779
 College Station, TX 77842-1779

Larson, Randall
 4720 Kidd Drive
 Tyler, TX 75703-2033

Laser Services
 2180 N Pleasant Ave
 Fresno, CA 93705-4736

Lassetter Lafour Equipment
 999 Ashland Blvd
 Channelview, TX 77530-2607

Lauderdale Spraying
 PO Box 720
 Caldwell, TX 77836-0720

Lawrence Equipment
 357 South Oak Lane
 Waynesboro, VA 22980-5275

Ledwell
 3300 Waco Street
 Texarkana, TX 75501-6680

LeeBoy
 500 Lincoln County Parkway Ext
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 PO Box 406680
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 200 Peach St
 Rockdale, TX 76567-3340

Lewis Eldridge
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 Era, TX 76238-0126

Liberty County Tractors Inc
302 Liberty Street
Cleveland, TX 77327-4815

Lightbourn Equipment Co.
P O Box 801870
Dallas, TX 75380-1870

Linda Hester
471 Southfield Ln
Marshall, TX 75672-4060

Lindsey Equipment & Services
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Houston, TX 77018

Livingstons Auto Body Repair
802 SSW Loop 323
Tyler, TX 75701-1034

Loadrite East Texas Inc
9010 Greenwood Trail
Rowlett, TX 75088-6855

Loegering Mfg Inc
15614 37th Street Se
Casselton, ND 58012

Logan Cole
644 VZCR 4409
Ben Wheeler, TX 75754

Logic Suppliers
CO Sergio Duran
2202 Scanlin Rd
Missouri City, TX 77489-2001

Logix Communications
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Houston, TX 77253-3608

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124 S Ward Dr.
Longview, TX 75604-5052

Lone Star Machine Works Inc
1608 Bruce Way
Seagoville, TX 75159-2840

Lone Star Machinery
15561 Capital Port Drive
San Antonio, TX 78249-1336

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Fort Worth, TX 76161-2809

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Beaumont, TX 77707

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M & M Engineered Products LLC
522 N. Ash St.
Nowata, OK 74048-2323

M & S Technologies Inc
2727 LBJ Freeway Ste 810
Dallas, TX 75234-7481

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4916 East Bankhead Hwy
Weatherford, TX 76087-9404

M.G.Bryan Equipment Co.
1906 S. Great Southwest Pkwy
Grand Prairie, TX 75051-3503

MC Trucking
18514 KC Rd
Cypress, TX 77433

MRT Laboratories LLC
305 Nebraska St
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MSDOnline Inc
350 N Orleans St No. 950
Chicago, IL 60654-1616

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Commerce City, CO 80037-1865

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Sims Cab Depot Corp.
PO Box 311116
Detroit, MI 48231-1116

Singletary, Thomas McBride
3502 Mission Viejo
Baytown, TX 77521-9166

Site Landscaping
6910 Romona Blvd
Houston, TX 77086-3221

Smart Mechanical
304 PR 1344
Liberty, TX 77570

Smarts Truck & Trailer Equip
4730 Washington Blvd
Beaumont, TX 77707-4399

Smith County Tax Office
Attn: Gary B. Barber
PO Box 2011
1517 West Front St.
Tyler, TX 75702-7822

Smith Jr, James
8493 FM 365
Beaumont, TX 77705-9373

Smith Oilfiled
PO Box 562
Bridgeport, TX 76426-0562

Snelson Services Company
1813 Fannin
Houston, TX 77002

Snyder, Donald D
3603 Weslow
Houston, TX 77087-2215

Solesbees Equipment & Attach
PO Box 1585
Douglasville, GA 30133-1585

Solideal Tire, Inc.
PO Box 60158
Charlotte, NC 28260-0158

Sommerfeld, Birdie M.
4305 Old Gay Hill Rd.
Brenham, TX 77833-8814

Sonitrol of Houston
PO Box 660777
Dallas, TX 75266-0777

South Houston Hydraulic
P O Box 808
South Houston, TX 77587-0808

South Houston Hydraulic Equipment Co., Inc.
Attn: Jennifer Duncan, VP of Finance
PO Box 27209
Houston, TX 77227-7209

South Texas Truck A-C Co Inc
85 Oates Rd - Bldg 2B
Houston, TX 77013-4644

Southeastern Equipment Co
228 State Route 7N
Gallitlif, OH 45631

Southeastern Freight Lines, Inc
P.O. Box 1691
Columbia, SC 29202-1691

Southern Automotive Inc.
5490 Washington Blvd.
Beaumont, TX 77707-4135

Southern Marketing Affiliates of Dallas
PO Box 2247
Jonesboro, AR 72402-2247

Southern Sign
1920 Treble Drive Unit 1-3
Humble, TX 77338-5226

Southern Tire Mart, LLC
PO Box 1000
Memphis, TN 38148-0001

Southwest Aftermarket Services
11999 Katy Freeway, Suite 150
Houston, TX 77079-1611

Southwest Distributing Co Inc
10018 US 183 Hwy
Clinton, OK 73601

Southwest Distributing Co Inc
PO Box 456
Clinton, OK 73601-0456

Southwest Industrial Motors Inc.
1813 Peachleaf St
Houston, TX 77039-1231

Southwest Metrofuel 1
7468 Dogwood Park
Fort Worth, TX 76118-6470

Southwest Transport Logistics
5930E Royal Ln.
Dallas, TX 75230-3896

Southwest Wire Rope Inc.
PO Box 4346, Dept 355
Houston, TX 77210-4346

Southwestern Electric Power
609 Enterprise Circle
Louisville, OH 44641-7947

Southwestern Electric Power
PO Box 24422
Canton, OH 44701-4422

Space City Hot Shot Inc
14006 Reeveston Road
Houston, TX 77039-1910

Sparkle Bright
1909 Washington Ave
Houston, TX 77007-6132

Sparkletts
PO Box 660579
Dallas, TX 75266-0579

Specialty Imports, Inc.
3116 Chestnut Drive
Atlanta, GA 30340-3206

Spectra Position Products LLC
703 Fragala
Rayville, LA 71269-3406

Spectrum Events
PO Box 7130
The Woodlands, TX 77387-7130

Spraymax, Inc.
PO Box 130547
Tyler, TX 75713-0547

Spring Chrysler Jeep Dodge
21027 I-45 North
Spring, TX 77388

Spring House Bottled Water
416 N. 3Rd Street
Healdton, OK 73438

Spring Mountain Water Company
928 Shady Lane
Lake Charles, LA 70601-8384

Stacey Janway
601 Noland Road
Whitesboro, TX 76273-7999

Staffing Solutions
PO Box 951859
Dallas, TX 75395-1859

Stafford, James Ryan
1301 Sherman Drive
Whitesboro, TX 76273-9567

Stampede Oil Inc
6912 Lyndale Dr
Watauga, TX 76148-4217

Standard Parking
4 Greenway Plaza C950
Houston, TX 77046-0414

Stanley Convergent Security So
Dept Ch 10651
Palatine, IL 60055-0001

Stanley Hydraulic Tools
P. O. Box 371011M
Pittsburgh, PA 15251

Stanley Industrial Tires, Inc.
PO Box 3163
Coppell, TX 75019-9163

Staples
Dept. 00-01746445
PO Box 183174
Columbus, OH 43218-3174

Staples Advantage Dept Atlanta
PO Box 405386
Atlanta, GA 30384-5386

Staples Promotional Products
PO Box 790322
St Louis, MO 63179-0322

Star Graphics Copiers, Inc
4785 Eastex Freeway
Beaumont, TX 77706-7115

Star Industries
4101 Garland Dr.
Fort Worth, TX 76117-1706

Star Tire Company, Inc.
PO Box 541508
Dallas, TX 75354-1508

Star Voice And Data
2633 McKinney Ave 130-230
Dallas, TX 75204-2581

Stargazer Audio
14418 Duncannon Dr
Houston, TX 77015-2536

Start-Rite
PO Box 446
Calera, OK 74730-0446

Stasco Inc.
1140 Rothwell St
Houston, TX 77002-1134

Steel Supply Inc
10600 Telephone Rd
Houston, TX 77075-4514

Stephen Harlow
1465 FM 1306
Gainesville, TX 76240-0202

Sterling Business Services
157 E. Santa Clara St.
Arcadia, CA 91006-3242

Sterling Testing Systems, Inc
Newark Post Office
PO Box 35626
Newark, NJ 07193-5626

Steve Knobloch
2345 CR 327
Lincoln, TX 78948-5530

Steven R Hill Construction
7782 Hammerly
Houston, TX 77055-1748

Stewart & Stevenson
601 W 38th Street
Houston, TX 77018-6403

Stewart, Bryan Kent
6005 Lalagray Lane
Watauga, TX 76148-3449

Stone, Thomas J
9453 FM 2000
Caldwell, TX 77836-5853

Stones Farm Services
893 CR 1255
Savoy, TX 75479-2077

Strategic Feedback, Inc.
P O Box 302
Naperville, IL 60566-0302

Strong Source
8524 Hwy 6 North No. 209
Houston, TX 77095-2103

Stuart Hose & Pipe Co.
701 Riverside Drive
Fort Worth, TX 76111-4401

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PO Box 16464
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Summit Transportation Services
PO Box 37
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Summit Truck Bodies
990 Vernon Road
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Sunsource Mobile Hydraulic Svc
P.O. Box 730698
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PO Box 5116
Tyler, TX 75712-5116

Superior Lamp And Supply
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Weatherford, TX 76087-8165

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Taylor Foundry Company
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Tyler, TX 75703-1329

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Brazoria, TX 77422-9074

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Houston, TX 77207-3494

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PO Box 1357
Terrell, TX 75160-0024

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Waco, TX 76702-2689

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The Local Government Purchasing Cooperat
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Bryan, TX 77807-1200

Texas Commercial Waste
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Bryan, TX 77806-0645

Texas Communications
1389 N Harvey Mitchell Pkwy
Bryan, TX 77803-2064

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Houston, TX 77271-0547

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1205 FM 3053 N
Overton, TX 75684-2313

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San Antonio, TX 78228-0042

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Round Rock, TX 78664-8643

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Dallas, TX 75211-3828

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Spring, TX 77388-4548

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Dallas, TX 75284-3523

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6004 S First Street
Lufkin, TX 75901-8558

Texas Welders Supply Co., Inc.
Praxair Distribution Inc
1585 Sawdust Road Suite 300
The Woodlands, TX 77380-2095

Texas Workforce Commission
TEC Building - Bankruptcy
101 East 15th Street
Austin, TX 78778-0001

Texas Yellow Iron Inc
12911 Conklin Lane
Houston, TX 77034-4803

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2902 Texoma Drive
Denison, TX 75020-1020

Texoma Fire Equipment, Inc.
PO Box 75091
Sherman, TX 75091

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Houston, TX 77087-4126

The Banner-Press
P O Box 585
Brenham, TX 77834-0585

The Clint Williams Company
433 E Main St
Madill, OK 73446-2244

The Compressor Warehouse
14444 Stuebner Airline Road
Houston, TX 77069-3000

The Fishel Company
1366 Dublin Road
Columbus, OH 43215-1093

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Gradall Industries, Inc.
110 Elizabeth Street NE
Atlanta, GA 30307

The Gradall Co - Equip
Gradall Industries, Inc.
PO Box 277213
Atlanta, GA 30384-7213

The Gradall Co - Parts
Gradall Industries, Inc.
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The Gradall Co - Parts
Gradall Industries, Inc.
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Cypress, TX 77429-4268

The Heitman Company Inc
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Houston, TX 77220-5588

The Lamar Companies
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Baton Rouge, LA 70896-9030

The Parts Depot
PO Box 92
Chilton, WI 53014-0092

The Phone Connection
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Katy, TX 77450-2437

The Victor L Phillips Co
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Joplin, MO 64804-8905

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Dallas, TX 75373-1599

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Hockley, TX 77447-7568

Thomas Sign And Awning
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Clearwater, FL 33762-4405

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Longview, TX 75605-7542

Thompson Brokerage, LLC
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Batavia, IA 52533-8606

Tidal Surge, Inc.
P O Box 153808
Lufkin, TX 75915-3808

Tidwell, Heather
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The Woodlands, TX 77381-4413

Tifco Industries
P.O. Box 40277
Houston, TX 77240-0277

Tiffin Parts
25603 Network Place
Chicago, IL 60673-1256

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Souix Falls, SD 57107-0113

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Anna, TX 75409-0472

Tim Woelfel
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Timothy Grgurich
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Durham, CA 95938-9604

Toku America Inc
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Willoughby, OH 44094-6398

Tom Engel
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Mckinney, TX 75071-6648

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Houston, TX 77032-1522

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2004 FIVE DOE RD
BOKCHITO OK 74726-2332

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Sherman, TX 75090

Toothpro, Inc.
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Mansfield, TX 76063-0776

Top Threading Service
PO Box 1572
Crosby, TX 77532-1572

Torres, Jorge
9622 Intervale
Houston, TX 77075-1808

Total Contracting Limited
11203 Bedford
Houston, TX 77031-1911

Total Truck And Trailer LLC
PO Box 720660
Norman, OK 73070-4500

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4001 North Pan Am Expressway
San Antonio, TX 78219-2206

Toyotalift of Houston
PO Box 678528
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Tractor Ranch
22469 I-20
Willis Point, TX 75169

Tractor Supply Company
1200 FM 1462
Alvin, TX 77511-4054

Tractor and Equipment Company
5336 Airport Highway
Birmingham, AL 35212-1599

Tracy Holder
3518 CR 4614
Athens, TX 75752-6106

Trans Lease Inc.
c/o John R. Jones
6026 Remson Hollow Lane
Katy, Tx 77494-4376

Trans Lease, Inc.
CO JRJONESLAW PLLC
6026 Remson Hollow Lane
Katy, Texas 77494-4376

Trans Lease, Inc.
PO Box 16464
Denver, CO 80216-0464

Translectric
12567 Collections Center Dr
Chicago, IL 60693-0125

Translectric, Inc.
PO Box 307
Jackson, MO 63755-0307

Travis Brothers Supply Inc
632 Washington Blvd
Beaumont, TX 77705-2346

Travis Nichols
111 South Railroad
Navasota, TX 77868-3529

Travis Rosson
PO Box 523
Gaineville, TX 76241-0523

Tree Town USA
5151 Mitchelldale St B2
Houston, TX 77092-7200

Trek, Inc.
P.O. Box 671016
Dallas, TX 75267-1016

Tricon Tool & Supply Inc
5809 Clinton Drive
Houston, TX 77020-8022

Trimble Navigation Ltd
5475 Kellenburger Road
Dayton, OH 45424-1013

Trinity Vendor Finance
475 Sansome St 19th Floor
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1626 Palermo Lane
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Triple P Ranch
2245 SH 21 W
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Triple S Engineering
520 County Road 149
Gainesville, TX 76240-0653

Triple-S Steel Supply Co.
P. O. Box 21119
Houston, TX 77226-1119

Trop Pruner And Hu Pc
1616 S Voss Rd Ste 750
Houston, TX 77057-2620

Truck Parts Specialists
9600 North Loop East
Houston, TX 77029-1232

Trustmark Voluntary Benefit Solutions Inc.
75 Remittance Dr Suite 1791
Chicago, IL 60675-1791

Tubing & Metric Hydraulics
P. O. Box 2496
Alvin, TX 77512-2496

Tutor Security
15819 E. Freeway
Channelview, TX 77530-4309

Twfg Insurance Services
6302 W Broadway St Suite 235
Pearland, TX 77581-7828

Twin City Coffee Service
PO Box 1586
Bryan, TX 77806-1586

Two Bar Ranch
PO Box 708
Anderson, TX 77830-0708

Tyler Fire Extinguisher Co.
13771 Big Oak Bay Rd.
Tyler, TX 75707-7215

Tyler Ford
2626 SSW Loop 323
Tyler, TX 75701-0754

Tyler Truck Center
PO Box 4610
Tyler, TX 75712-4610

Tyler Weathermakers Inc
2503 E Erwin St
Tyler, TX 75702-6469

U Brothers Rent, Ltd.
16750 Hilltop Park Place
Chagrin Falls, OH 44023-4500

U S Jetting
850 McFarland Road
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Portland, OR 97223-9621

US Bank N.A. dba US Bancorp Equipment Financ
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Field, Manning, Stone,
Hawthorne & Aycock, PC
2112 Indiana Avenue
Lubbock, TX 79410-1444

US Bank NA dba US Bank Equipment Finance
1310 Madrid Street
Marshall, MN 56258-4099

USA Industries Inc
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Houston, TX 77217-2757

Underground Tools, Inc.
6680 Hodgson Road
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United Airlines
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United Group Inc
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Universal Lubricants, LLC
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Vacall Industries Wholegoods
Gradall Industries
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Vermeer Mid South Inc
PO 1798 Dept 07013
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WW Grainger
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Houston, TX 77252-2344

Whitley & Siddons
P O Box 164047
Austin, TX 78716-4047

Wicker Machine Co.
PO Box 338
Hollandale, MS 38748-0338

Wilbert Mueller
3119 East St Hwy 71
La Grange, TX 78945-4628

Wilco Supply Inc
PO Box 15182
Houston, TX 77220-5182

William Moos
11100 Wickson Lake
Bryan, TX 77808-3717

Willis of New York Inc.
One World Financial Center
200 Liberty Street
New York City, NY 10281-0009

Wingfoot Commercial Tire
3601 Hwy 21 East
Bryan, TX 77808-0932

Winsby Inc.
1854 Sherman Ave
Evanston, IL 60201-3795

Wirtgen America, Inc.
Attn: Nancy Ribaud
Kelly Hart & Hallman LLP
201 Main Street, Suite 2500
Fort Worth, Texas 76102-3194

Wirtgen America, Inc. -Hamm
6030 Dana Way
Antioch, TN 37013-3116

Wirtgen America, Inc. -Hamm
PO Box 714
Antioch, TN 37011-0714

Wirtgen America, Inc. -Wholegoods
6030 Dana Way
Antioch, TN 37013-3116

Wirtgen America, Inc. -Wholegoods
PO Box 714
Antioch, TN 37011-0714

Wistol Supply, Inc.
110 N. Washington
Dallas, TX 75226-1202

Withrow Jr, Larry D
PO Box 507 1203 CR 4905
Trenton, TX 75490-0507

Wolf Pipe Company LLC
14432 State Highway 64
Ben Wheeler, TX 75754-2169

Wolfenson Electric
PO Box 15173
Houston, TX 77220-5173

Wood, William B
PO Box 27150
Houston, TX 77227-7150

Woodall II, Jimmy
4915 Hennington Dr.
Spring, TX 77388-2839

Woods Construction Equip
P O Box 440
Schofield, WI 54476-0440

Woods Equipment -Parts
1329 Paysphere Circle
Chicago, IL 60674-0013

Woods Equipment -Wholegoods
1329 Paysphere Circle
Chicago, IL 60674-0013

Woods Equipment Company
2606 IL Route 2 South
Oregon, IL 61061-9685

Woods Tisco Parts
1329 Paysphere Circle
Chicago, IL 60674-0013

Wooten, W. Harris
9219 Katy Freeway, Suite 134
Houston, TX 77024-1513

Worley, Billy J
699 Old Airport Road
Denison, TX 75021-5857

Worrell, Sylvia D
P O Box 1422
Alvin, TX 77512-1422

Wratislaw, Fredric
7602 Queens Ferry Lane
Dallas, TX 75248-1647

Wycom
P.O. Box 310
Yakutat, AK 99689-0310

Xpress Business Products
4540 S. Pinemont, Suite 112
Houston, TX 77041-9370

Xpress Care
4471 Calder Ave.
Beaumont, TX 77706-6425

YRC
P O Box 730375
Dallas, TX 75373-0375

Yellow Book USA - West
Attn: Billing Dept.
2201 Renaissance Blvd.
King of Prussia, PA 19406-2709

Yellow Freight System, Inc
P O Box 730333
Dallas, TX 75373-0333

Zachry Construction
PO Box 33240
San Antonio, TX 78265-3240

Zachry Publications
P O Box 1739
Abilene, TX 79604-1739

Zimmerer Kubota & Equipment
5600 N.E. Loop 820
Fort Worth, TX 76117-1501

Ziplocal L P
File 41248
3731 Wilshire Blvd
Los Angeles, CA 90010-2830

Zm Auto
1835 Empire Central Suite B
Dallas, TX 75235-4205

Zurich Deductible Recovery
 NW 5608 PO Box 1450
 Minneapolis, MN 55485-1450

Holland N. O'Neil
 Gardere, Wynne and Sewell
 1601 Elm St., Suite 3000
 Dallas, TX 75201-4761

Virgil Ochoa
 Gardere Wynne Sewell LLP
 1601 Elm Street
 3000 Thanksgiving Tower
 Dallas, TX 75201

The preferred mailing address (p) above has been substituted for the following entity/entities as so specified by said entity/entities in a Notice of Address filed pursuant to 11 U.S.C. 342(f) and Fed.R.Bank.P. 2002 (g)(4).

City of Dallas
 1500 Marilla Room 3Fn
 Dallas, TX 75201

Comptroller of Public Accounts
 State of Texas
 PO Box 13528
 Austin, TX 79711

Oklahoma Tax Commission
 Business Tax Division
 PO Box 26850
 Oklahoma City, OK 73126

United Rentals Inc.
 FileNo. 51122
 Los Angeles, CA 90074

Addresses marked (c) above for the following entity/entities were corrected as required by the USPS Locatable Address Conversion System (LACS).

Bill Tigrett
 Rt 1 Box 928 CR 1155
 Kennard, TX 75847

Bobby Tucker
 HC 66 Box 73
 Overbrook, OK 73453

Charles Liddel
 Rt 2 Box 206
 Marietta, OK 73448

Jay Haralson
 RT 3 Box 1962
 Nocona, TX 76255

Jerry Watkins
 Rt 1 Box 218 B
 Franklin, TX 77856

Mike Templeton
 RT 7 Box 651
 Livingston, TX 77351

Musser, Will
 HC 73, Box 209
 Burneyville, OK 73430

ODay Drilling
 5923 CR 931
 Rosharon, TX 77583

Orkin Exterminating -Bryan
 3209 East Bypass
 College Station, TX 77845

Tommy Hestily
 2004 Jim Mack Rd
 Bokchito, OK 74726

The following recipients may be/have been bypassed for notice due to an undeliverable (u) or duplicate (d) address.

(u)Alamo Group (LL), Inc.

(u)BG Strategic Advisors, LLC

(u)CNH America LLC

(u)CNH Capital America LLC

(u)Gradall Industries, Inc.

(u)Houston-Galveston Area Council

(u)KCMA Corporation

(u)M. Runnels Investments, Ltd.
4916 E. Bankhead Highway
Hudson Oaks

(u)Midwest Real Estate Investments, LLC

(u)Mostar Partners LLC

(u)NACM Gulf States

(u)Texas Comptroller of Public Accounts

(u)The Local Government Purchasing Cooperativ

(u)Wirtgen America, Inc.

(u)ASCO Equipment

(d)Aaxion, Inc,
P O Box 4322
Tyler, TX 75712-4322(d)American Express Travel Related Services
Co, Inc
c o Becket and Lee LLP
POB 3001
Malvern, PA 19355-0701(d)American Express Travel Related Services C
c/o Becket and Lee LLP
POB 3001
Malvern PA 19355-0701

(u)Birdie M. Sommerfield

(d)COOKE CO,LAT RD,G'VIL HOS,NCTC,LIN ISD,
C/O PERDUE BRANDON FIELDER COLLINS & MOT
PO BOX 8188
WICHITA FALLS TX 76307-8188(u)City of Houston
Attn Health & Human Services Dept.(u)Commercial Publications Svcs
CP Snowdon, PO Box 42506(d)Grayson County
Linebarger Goggan Blair & Sampson, LLP
c/o Laurie Spindler Huffman
2323 Bryan Street Suite 1600
Dallas, TX 75201-2644(d)Gregg County
Linebarger Goggan Blair & Sampson, LLP
c/o Laurie Spindler Huffman
2323 Bryan Street Suite 1600
Dallas, TX 75201-2644(d)HWE Real Estate LLC.
6203 Long Drive
Houston, TX 77087-3303(d)Harris County et al
c/o John P. Dillman
Linebarger Goggan Blair & Sampson LLP
P.O. Box 3064
Houston, Tx. 77253-3064(u)Javier Fence
5000 Allen Genoa
Pasadena,

(u)Kawasaki Construction Machinery Company of

(d)L&L Logistics, LLC
co Clifford F. McMaster
309 W. 7th Street, Suite 1400
Fort Worth, TX 76102-5113(d)Smith County
Linebarger Goggan Blair & Sampson, LLP
c/o Laurie Spindler Huffman
2323 Bryan Street Suite 1600
Dallas, TX 75201-2644

(d)Star Tire Company, Inc.
10952 Harry Hines Blvd.
Dallas, TX 75220-1316

(d)Tarrant County
Linebarger Goggan Blair & Sampson, LLP
c/o Laurie Spindler Huffman
2323 Bryan Street Suite 1600
Dallas, TX 75201-2644

(d)Tyler County
c/o John P. Dillman
Linebarger Goggan Blair & Sampson LLP
P.O. Box 3064
Houston, Tx. 77253-3064

(d)Tyler Independent School District
c/o Tab Beall
Perdue Brandon Fielder Collins & Mott
PO Box 2007
Tyler, TX 75710-2007

(d)Washington County
c/o John P. Dillman
Linebarger Goggan Blair & Sampson LLP
P.O. Box 3064
Houston, Tx. 77253-3064

(u)Birdie M Sommerfeld

(u)Charles W Reeves

(u)John Koskiewicz

End of Label Matrix
Mailable recipients 1892
Bypassed recipients 38
Total 1930