

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF NORTH CAROLINA  
RALEIGH DIVISION

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IN RE: CASTLETON GROUP, INC.	)	No. 07-02896-5-RDD
	)	
IN RE: CASTLETON AFFILIATES, LLC	)	No. 07-02894-5-RDD
	)	
IN RE: CASTLETON ASSOCIATES, LLC	)	No. 07-02895-5-RDD
	)	(Jointly Administered)
	)	
Debtors	)	CHAPTER 7

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**TWENTY-FOURTH REPORT AND FEE NOTICE OF COSTS AND EXPENSES  
OF THE SUCCESSOR TRUSTEE AND NAMED PLAN FIDUCIARY OF THE  
CASTLETON GROUP INC. 401(K) PLAN**

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Pursuant to the Order of the Court dated October 2, 2008, the Successor 401(K) Plan Trustee and Named Plan Fiduciary of the Castleton Group Inc. 401(K) Plan (the "Plan") submits this Twenty-Fourth Report and Fee Notice for fees and expenses for the period of November 1, 2010 to November 30, 2010.

**ACTIVITY REPORT**

Extended negotiations with the two bond carriers have resulted in potential recoveries. Extensive negotiations occurred throughout September and October with a multitude of parties including the U.S. Department of Labor, Castleton Group Inc., Ms. Suzanne Clifton, and Mr. Jay McLamb.

Potentially successful negotiations have occurred with AIG and the Travelers. Matters relevant to successfully concluding these negotiations have occurred and the sole matter remaining is a filing by the parties with the U.S. Federal District Court, the U.S. Bankruptcy Court, and the Settlement Agreement as executed by Ms. Clifton. Per the agreements negotiated is payment of \$265,000 paid in settlement by the insurers. Also a recovery of \$45,000 from the Castleton Group Inc. Bankruptcy estate is to be paid as well. Notices and Motions for Approval of these Settlements were filed with the Bankruptcy Court on November 19, 2010. It is assumed the Court will take these matters up after a period of twenty-one (21) days from November 19, 2010 has expired for any response or objections.

On December 9, 2010, Internal Revenue Service Agent Patricia Friend contacted the Successor Trustee indicating she has been assigned to the Voluntary Compliance

Program application filed on March 10, 2010. An initial comment letter was issued by Ms. Friend on December 13, 2010 and Ms. Bryant's staff and ERISA counsel are working on providing the additional information requested by Ms. Friend.

On November 11, 2010, the Successor Trustee received a schedule of Required Minimum Distributions to be made in accordance with the Court's Order regarding these distributions, which are allowed under the current freeze in place on the Plan. Some of these will be made during the month of December, 2010; others will be made no later than April 1, 2011.

### ACCOUNTINGS REGARDING THE 401(K) PLAN

As noted in the Order of October 2, 2008, before causing the Plan to pay compensation, fees or expenses, the Successor Trustee is to provide written notice (the "Fee Notice") of such compensation, fees or expenses, by filing the Fee Notice with the Court, and by serving a copy to the U.S. Department of Labor, Employee Benefits Security Administration, Atlanta Regional Office, Atlanta, Georgia, and to all of the Participating Employers in the Plan. The Successor Trustee submits her Fee Notice and Activity Report on a monthly basis. If, within fifteen (15) days after filing of a Fee Notice, no objection to the Fee Notice or payment by the Plan of the compensation, fees or expenses described therein is filed with the Court, such compensation, fees or expenses shall be deemed reasonable expenses of the Plan and shall be paid by the Plan without further action or approval of the Court.

In an effort to reduce costs, copies of this Twenty-Fourth Fee Notice and Report are being posted to RMI's website and post cards are being mailed to notify the 47 participating employers of the filing and its being available on the RMI website.

Attached hereto as **Exhibit 1** is a schedule of the hourly rates for the Successor Trustee and the hourly rates of any staff of Receivership Management, Inc. that might be used to carry out the terms of the Court's Order of October 2, 2008.

Attached hereto as **Collective Exhibit 2** are expense summaries for the period of November 1, 2010 to November 30, 2010.

Total expenses, as listed on Exhibit 2 include \$675.00 in Successor Trustee fees, \$3,235.67 in legal expenses and \$791.43 in contract labor expenses (which include auditor fees and identified charges for other fees, postage, copies, telephone, travel, etc.).

In anticipation of this filing, a draft of this Fee Notice and the invoices were shared with Mr. Chris Graebe, Counsel for certain Plan Participating Employers.

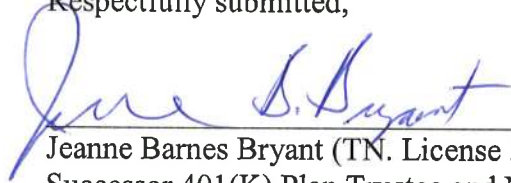
In the absence of any objection, reimbursement of \$675.00 in Successor Trustee fees, \$3,235.67 in legal expenses and \$791.43 in contract labor expenses will be paid from the Plan in accordance with the Court's October 2, 2008 Order. The exact amounts and the parties to be paid are listed below:

- |    |                              |            |
|----|------------------------------|------------|
| 1. | Jeanne Barnes Bryant         | \$675.00   |
| 2. | Wyatt Tarrant & Combs, LLP   | \$1,613.05 |
| 3. | Williams Mullen, PC          | \$1,622.62 |
| 5. | Receivership Management Inc. | \$791.43   |
|    | \$700.75/Contract labor      |            |
|    | \$90.68/Other expenses       |            |

Pursuant to the Court's October 2, 2008 Order, if no objection is filed with the Court within fifteen (15) days after the filing of the Fee Notice with the Court, the Successor Trustee will proceed to authorize payments due counsel and any other parties listed.

Respectfully submitted,

Dated December 20, 2010



Jeanne Barnes Bryant (TN. License 5835)  
Successor 401(K) Plan Trustee and Named Plan  
Administrator  
Castleton Group Inc. 401(K) Plan  
783 Old Hickory Blvd., Ste 255  
Brentwood, TN 37027  
Telephone: 615-370-0051  
Fax: 615-373-4336

Certificate of Service

**I hereby certify that a true and correct copy of the foregoing Successor Trustee's Twenty-Fourth Report and Fee Notice has been or will be mailed by U.S. Mail and/or faxed if number available by the 20 day of Dec, 2010 to the parties noted below**

Robert M. Lewis, Jr.  
Office of the Solicitor  
U.S. Dept. of Labor  
61 Forsyth St., SW, Rm. 7T10  
Atlanta, GA 30303  
Counsel to the U.S. Department of Labor

The Castleton Group, Inc.  
c/o Hugh Davis  
Poyner Spruill LLP  
P.O. Box 1801  
Raleigh, NC 27602-1801  
Counsel to Chapter 7 Trustee Richard Sparkman

Christopher T Graebe  
Graebe Hanna & Welborn, PLLC  
4350 Lassiter at North Hills, Ste 375  
Raleigh, NC 27609  
Counsel to Plan Participating Employers Dr. Lane & Associates, DDS,  
Revels Turf and Tractor, Family Medical Supply, Inc. and XS, Inc.

**I hereby certify that a true and correct copy of the foregoing Successor Trustee's Twenty-Fourth Report and Fee Notice has been or will be posted to the website of Receivership Management, Inc. ([www.receivermgmt.com](http://www.receivermgmt.com)) and that notice of filing and posting has been mailed by U.S. Mail by the 20 day of Dec, 2010 to the parties noted below**

1-800-Pack-Rat, LLC  
Attn: Don Platt  
6400 Goldsboro Rd Ste 300  
Bethesda, MD 20817

Albemarle Propane  
Attn: Alec Natt  
PO Box 1831  
Statesville, NC 28687-1831

Alternate Access, Inc.  
Attn: Adrienne Lumpkin  
5623 Duraleigh Rd, Suite 111  
Raleigh, NC 27612

Apex Veterinary Hospital Equine, P.A.  
Attn: Karin Prince & Dr. Richard Cochrane  
1600 E. Williams Street  
Apex, NC 27539

Ascom Wireless Solutions  
Attn: Nancy Duffy  
598 Airport Blvd, Suite 300  
Morrisville, NC 27560

Bes-Pak, Inc.  
Attn: Steve Whitt  
2306 Cedar Run Place  
Wilson, NC 27896

Carolina Safety Sports International, LLC  
Attn: Tammy Joyce  
124 Sunrise Center Drive  
Thomasville, NC 27360

Cenplex Building Services, Inc  
Attn: Dwight Riley & Chelle Ritchey  
2400 Reliance Avenue  
Apex, NC 27539

DB Management Company  
Attn: Joseph & Diane Bastian  
5850 Fayetteville Road, #205  
Durham, NC 27713

Dogwood Veterinary Hospital & Pet Resort  
Attn: Dr. Linda Sands  
51 Vickers Rd  
Chapel Hill, NC 27517

ducduc, LLC  
Attn: Jodi Cheek  
116 N. West St, Ste 200  
Raleigh, NC 27603

The Executive Staffing Group  
Attn: Matt Savage  
324 South Academy St  
Cary, NC 27511

E & E Farm Equipment  
Attn: Cheryl Ellington  
70 John Deere Road  
Henderson, NC 27537

Family Medical Supply, Inc.  
Attn: Joey Tart  
1120 W. Broad Street  
Dunn, NC 28334

Fortner Insurance Agency, Inc  
Attn: William Shurley  
311 Oak Avenue, P.O. Box 39  
Spruce Pine, NC 28777

Furdex.com  
Attn: Jimmy Redmond  
604 Sunset Drive  
High Point, NC 27262

Galaxy Travel dba Prestige Travel of NC  
Attn: Aaron Spaulding  
5400 Glenwood Avenue, Suite 200  
Raleigh, NC 27612

Harnett Tractor Company, Inc  
Attn: David Lewis  
PO Box 1152  
Dunn, NC 28334

Cabinets by Horizon, LLC  
PO Box 466  
Garner, NC 27529

Indoor Storm, LLC  
2300 Westinghouse Blvd., Ste. 110  
Raleigh, NC 27604

Jamakin Cakes dba Edible Art  
Attn: Michelle Holcomb & Bobby Reynolds  
3801 Hillsborough Street, Suite 405  
Raleigh, NC 27607

Klein Decisions, LLC  
Attn: Robert Padgette & Sally Atwater  
PO Box 13628, 68 TW Alexander Dr  
RTP, NC 27709-3628

L&J Hardwood  
Attn: Joe Amundson  
3554 State Route 125  
Bethal, OH 45106

Materials Innovation Technologies, LLC  
Attn: Jim Stike & Bill Austin  
320 Rutledge Road  
Fletcher, NC 28732

MBA Software Technologies, Inc.  
Attn: Pete Meyer  
48 McKinney Road  
Etowah, NC 27607

McLamb's LP Gas & Supply Co., Inc  
3469 NC 242 South  
Benson, NC 27504

Media Research Planning & Placement, Inc.  
Attn: Sheila Ogle  
201 West Chatham St. Ste 202  
Cary, NC 27511

Mike Hensley  
3948 Browning Place, Suite 200  
Raleigh, NC 27609

MMI Associates Consulting, Inc.  
Attn: Patricia Briguglio  
7406-H Chapel Hill Rd  
Raleigh, NC 27607

NorTex Communications, Inc. dba Response Point  
Attn: Brian Gossett  
111 Corning Rd, Suite 116  
Cary, NC 27518

Personnel Management Services dba Lane & Associates, D.D.S., P.A.  
Attn: Phillip Butts  
PO Box 2227  
19 E. Front Street  
Lillington, NC 27546

Revels Tractor Company, Inc.  
Attn: Turner Revels  
2217 N Main St  
Fuquay Varina, NC 27526

Stewart Physical Therapy Clinic, Inc.  
Attn: Eddie Stewart  
1713 Vaughn Rd  
Burlington, NC 27217

The Animal Hospital of Wilkes, P.A.  
Attn: John Stinson & Stephanie Stinson  
1609 Curtis Bridge Road  
Wilkesboro, NC 28697

Triangle Cable Splicing Co., Inc.  
Attn: Randal Roch  
200 Powell Dr., Ste 108  
Raleigh, NC 27606

Triangle Compounding Pharmacy  
Attn: Joe Cabaleiro  
550 New Waverly Place, Suite 110  
Cary, NC 27518

TriSure Corporation  
Attn: John Cramer  
4325 Lake Boone Trail #200  
Raleigh, NC 27607

US Armored, LLC  
Attn: Michael D. Field  
410 North Boylan Ave, Ste 83  
Cary, NC 27603



VectorCSP, LLC  
Frank Holman  
405 E Main St  
Elizabeth City, NC 27909


VEETech, P.C.  
Attn: Dene Perry & Amitava Sarkar  
113 Centrewest Ct  
Cary, NC 27513

Vein Clinic of Charlotte  
10502 Park Road, Ste. 120  
Charlotte, NC 28210

Wake Forest Urgent Care  
2511-A South Main Street  
Wake Forest, NC 27587

Worldwide Express  
Attn: Brian Tribble  
116 N. West St, Ste 200  
Raleigh, NC 27603

XS, Inc  
Attn: Thad Armbruster  
1500 Perimeter Park Dr, Ste 300  
RTP, NC 27560



Jeanne B. Bryant

# Receivership Management, Inc.

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783 Old Hickory Blvd., Suite 255 Brentwood, TN 37027 (615) 370-0051 Fax (615) 373-4336

## Fee Schedule for Castleton Project:

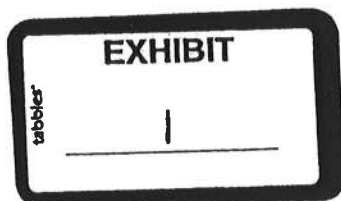
Jeanne Barnes Bryant	\$150 per hour
Rob Moore	\$130 per hour
Billy Spaulding(C.P.A.)	\$110 per hour
Mary Batey (Claims Adm.)	\$40 per hour
Sarah Forton (Tech. Assist. 401k's)	\$45 per hour
Information Tech Consultant	\$65 per hour

Overhead charges are allocated pro-rata based upon the number of hours billed to a receivership. Overhead charges are included in the hourly rates shown above. Overhead includes expenses of a general nature which cannot be charged to a specific receivership. Examples include depreciation on equipment, insurance, etc.

Rent is allocated to a project based on a physical presence (i.e. Files, records, and other documentation) at the RMI location and the time spent on that project. It is by its nature an estimate and is normally set at the beginning of each quarter and remains constant during that quarter. It is charged, based on the preceding description, in addition to the hourly rates shown above. The allocation is reviewed each month and if there is a material change in either the physical presence occupied or time spent on the project, the rent allocation is adjusted to reflect current conditions.

Office Expenses which can be specifically identified to a project (eg. telephone, postage, copies etc.) are charged to the project as incurred.

Travel: Per Diem-\$39.00 for meals and incidentals (first and last day of travel 75% of per diem amount allowed). Per Diem paid only if overnight travel is required. Transportation: By private car: 58.5 cents per mile; By common carrier: Actual ticket cost at coach. Lodging: Actual amount charged.



**SUMMARY TIME SHEET-SUCCESSOR TRUSTEE**  
SERVICES PROVIDED FOR CASTLETON GROUP INC 401K PLAN  
FOR THE PERIOD 11/01/10 THROUGH 11/30/10

Jeanne Barnes Bryant

NOV 2010 FEES	<u>675.00</u>
<b>TOTAL FEES</b>	<b><u><u>\$675.00</u></u></b>



Receivership Management, Inc.  
P. O. Box 2307  
Brentwood, TN 37024

Invoice for Professional Services

**CASTLETON GROUP INC 401K PLAN** **November 2010**

Date	Service Description	Hours	Rate	Total
11/1/2010	E-MAILS FROM ROB MOORE RE ISSUES, DISCUSSION RE INFORMATION SENT BY ACUFF AND ASSOCIATES, QUESTIONS FOR MEETING	0.1	\$150.00	\$15.00
11/3/2010	E-MAIL TO ROB MOORE RE FILING	0.1	\$150.00	\$15.00
11/4/2010	QUESTION RE SPARKMAN AGREEMENT	0.2	\$150.00	\$30.00
11/5/2010	DISCUSSION WITH ROB MOORE RE FILING, QUESTION TO SARAH FORTON RE EXHIBITS, E-MAIL FROM GRAHAM MATHERNE RE STATUS, QUESTION TO ROB MOORE RE CLAIMS, E-MAIL RE SAME	0.4	\$150.00	\$60.00
11/8/2010	FORM FROM TRANSAMERICA, E-MAIL RE SETTLEMENT FILING	0.2	\$150.00	\$30.00
11/9/2010	E-MAIL FROM DOL RE EXTENSION OF TIME, REVIEW DRAFT MOTION FILING, E-MAIL TO AND FROM CHRIS GRAEBE, E-MAIL TO DOL RE FILING	0.5	\$150.00	\$75.00
11/10/2010	REVIEW AND SIGN MOTION, E-MAIL RE WEBSITE	0.2	\$150.00	\$30.00
11/11/2010	E-MAIL RE MOTION ON TIME	0.1	\$150.00	\$15.00
11/12/2010	ADDITIONAL E-MAIL ON MOTION	0.1	\$150.00	\$15.00
11/16/2010	CALL RE INQUIRY FROM BARR OFFICE, QUESTION TO ROB MOORE RE TRANSAMERICA	0.2	\$150.00	\$30.00
11/17/2010	CALL TO BARR OFFICE	0.2	\$150.00	\$30.00
11/18/2010	REVIEW REQUEST FROM BARRS OFFICE, E-MAIL FROM GRAHAM MATHERNE RE CHANGES FROM HOLMES HARDEN RESPONSE RE SAME	0.2	\$150.00	\$30.00

**CASTLETON GROUP INC 401K PLAN**

**November 2010**

Date	Name	Description	Hours	Rate	Total
11/19/2010	Jeanne Barnes Bryant	E-MAILS RE COURT FILING, CALL FROM GRAHAM MATHERNE RESPONSE RE SAME, REVIEW AND SIGN REQUEST RE BARR OFFICE, DISCUSSION WITH ROB MOORE RE INFORMATION FROM IRS RE VCP	0.5	\$150.00	\$75.00
11/22/2010	Jeanne Barnes Bryant	FILING RE MOTION IN CASTLETON BANKRUPTCY, QUESTION RE TIMING OF PAYMENTS	0.3	\$150.00	\$45.00
11/24/2010	Jeanne Barnes Bryant	E-MAIL RE TRANSAMERICA REQUEST, QUESTION RE SAME	0.2	\$150.00	\$30.00
11/29/2010	Jeanne Barnes Bryant	E-MAIL FROM ROB MOORE RE RESPONSE TO TRANSAMERICA, E-MAIL FROM PHILLIP BUTTS RE \$15,000 PAYMENT AND MISSING FUNDS QUESTIONS	0.3	\$150.00	\$45.00
11/30/2010	Jeanne Barnes Bryant	MEETING WITH ROB MOORE AND BILLY SPAULDING RE MISSING FUNDS AND PAYMENTS TO TRANSAMERICA WHEN RECEIVED, REVIEW AND SIGN LETTER TO TRANSAMERICA, E-MAIL FROM GRAHAM MATHERNE RE SETTLEMENTS, RESPONSE RE SAME	0.7	\$150.00	\$105.00

**Total** **\$675.00**

**SUMMARY TIME SHEET-LEGAL COUNSEL**  
SERVICES PROVIDED FOR CASTLETON GROUP INC 401K PLAN  
FOR THE PERIOD 11/01/10 THROUGH 11/30/10

Wyatt Tarrant & Combs

NOV 2010 FEES	INV 831822	<u>1,613.05</u>	1,613.05
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Williams Mullen

OCT 2010 FEES	INV 705132	<u>1,622.62</u>	<u>1,622.62</u>
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<b>TOTAL FEES</b>			<b><u><u>\$3,235.67</u></u></b>
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WYATT, TARRANT & COMBS, LLP  
2525 WEST END AVENUE  
SUITE 1500  
NASHVILLE, TENNESSEE 37203  
(615) 244-0020

F.E.I. # 61-0468003

DECEMBER 7, 2010  
006716.000001  
J. GRAHAM MATHERNE

INVOICE # 831822

JEANNE BRYANT, INDEPENDENT FIDUCIARY  
RECEIVERSHIP MANAGEMENT, INC.  
P.O. BOX 2307  
BRENTWOOD, TENNESSEE 37024

RE: CASTLETON GROUP 401(K) MATTER

FOR PROFESSIONAL SERVICES RENDERED THROUGH NOVEMBER 30, 2010

REMITTANCE ADVICE PAGE

TOTAL SERVICES	\$1,600.00
OTHER CHARGES AND DISBURSEMENTS	\$13.05
TOTAL THIS INVOICE	\$1,613.05
PREVIOUSLY BILLED AND OUTSTANDING	\$12,981.60
TOTAL AMOUNT DUE	\$14,594.65

*Posted  
BJ  
12-7-10*

DUE UPON RECEIPT

TO INSURE PROPER CREDIT TO YOUR ACCOUNT PLEASE RETURN THIS  
REMITTANCE ADVICE WITH YOUR PAYMENT

WYATT, TARRANT & COMBS, LLP  
2525 WEST END AVENUE  
SUITE 1500  
NASHVILLE, TENNESSEE 37203  
(615) 244-0020

F.E.I. # 61-0468003

DECEMBER 7, 2010  
006716.000001  
J. GRAHAM MATHERNE

INVOICE # 831822

JEANNE BRYANT, INDEPENDENT FIDUCIARY  
RECEIVERSHIP MANAGEMENT, INC.  
P.O. BOX 2307  
BRENTWOOD, TENNESSEE 37024

RE: CASTLETON GROUP 401(K) MATTER

FOR PROFESSIONAL SERVICES RENDERED THROUGH NOVEMBER 30, 2010

11/01/10	REVIEW ALL FILES REGARDING SETTLEMENT AGREEMENT, CONSENT JUDGMENT AND RULE 9019 MOTION AND RELATED MATERIALS; E-MAIL TO CRAMPTON REQUESTING STATUS; TELEPHONE CONFERENCE WITH BRYANT REGARDING SAME. J. GRAHAM MATHERNE .90 hours at 250.00 per hour.	225.00
11/04/10	E-MAILS OF D. WOODARD REGARDING STATUS AND FURTHER REQUESTS OF CRAMPTON TO FINISH UP; REVIEW AND FILE REGARDING SAME. J. GRAHAM MATHERNE .40 hours at 250.00 per hour.	100.00
11/05/10	E-MAILS OF S. SCHAFFER REGARDING MCLAMB B.R. APPROVAL STATUS AND REVIEW OF E-MAIL FROM WOODARD TO GROUP REGARDING DEADLINES; E-MAIL OF R. MOORE REGARDING ISSUE OF CONTACTING EMPLOYERS ABOUT SETTLEMENT REGARDING IMPACT IT MIGHT HAVE REGARDING EMPLOYER'S CLAIMS AGAINST CLIFTON. J. GRAHAM MATHERNE .40 hours at 250.00 per hour.	100.00
11/08/10	FURTHER E-MAILS TO COUNSEL GROUP AND REVIEW OF PREVIOUS E-MAILS RELATING TO DEADLINES ON SETTLEMENT/B.R. FILINGS AND RELATED MATTERS. J. GRAHAM MATHERNE .30 hours at 250.00 per hour.	75.00

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JEANNE BRYANT, INDEPENDENT FIDUCIARY  
MATTER NUMBER: 006716.000001  
INVOICE NO.: 831822

Dec 7, 2010  
PAGE 3

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11/10/10	REVIEW BIRCHER'S E-MAIL REGARDING MS. MCLAMB; REVIEW FILE REGARDING SAME; TELEPHONE CONFERENCE WITH BRYANT REGARDING STATUS AND E-MAIL TO BIRCHER REGARDING ISSUES SURROUNDING CONTACT FROM MS. MCLAMB; REVIEW DONALDSON'S REPORT TO COURT. J. GRAHAM MATHERNE .60 hours at 250.00 per hour.	150.00
11/12/10	REVIEW E-MAILS FROM WOODARD REGARDING B.R. FILINGS; REVIEW CRAMPTON'S EMAIL AS TO CLIFTON'S FILINGS AND SIGNATURE TO SETTLEMENT AGREEMENT; REVIEW CLIFTON FILINGS; TELEPHONE CONFERENCE WITH WOODARD REGARDING SAME AND TELEPHONE CONFERENCE WITH BRYANT REGARDING SAME; E-MAILS TO GROUP REGARDING ORIGINAL SIGNATURE AND WITH CRAMPTON REGARDING TRAVELERS' MATERIAL. J. GRAHAM MATHERNE 1.40 hours at 250.00 per hour.	350.00
11/13/10	REVIEW E-MAILS FROM SCHAFFER REGARDING MCLAMB B.R. MOTION AND REGARDING COORDINATION OF ALL MOTIONS, SETTLEMENT AGREEMENTS, CONSENT ORDERS AND RELATED MOTION. J. GRAHAM MATHERNE .40 hours at 250.00 per hour.	100.00
11/18/10	REVIEW OF REVISIONS TO CASTLETON B.R. PROPOSED ORDER AND MOTION REGARDING SETTLEMENT APPROVAL; E-MAIL CLIENT GROUP REGARDING SAME. J. GRAHAM MATHERNE .40 hours at 250.00 per hour.	100.00
11/19/10	FINAL CONTACT WITH AND TELEPHONE CONFERENCE WITH WOODARD AND E-MAILS TO WOODARD REGARDING OKAY AS TO CASTLETON GROUP B.R. FILING TO APPROVE SETTLEMENT. J. GRAHAM MATHERNE .50 hours at 250.00 per hour.	125.00
11/30/10	REVIEW BR MOTION FILINGS AND OUTLINE RESPOND DEADLINES; E-MAILS OF BRYANT, MOORE AND SCHAFFER REGARDING SAME; E-MAIL OF BIRCHER REGARDING SAME; FURTHER REVIEW OF SCHAFFER'S E-MAILS TO CRAMPTON; TELEPHONE CONFERENCE WITH D. WOODARD REGARDING BR MOTION AND TELEPHONE CONFERENCE WITH A. DONALDSON REGARDING STATUS; FILE ORGANIZATION. J. GRAHAM MATHERNE 1.10 hours at 250.00 per hour.	275.00

TOTAL SERVICES

-----  
6.40 \$1,600.00  
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PHOTOCOPIES

13.05  
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JEANNE BRYANT, INDEPENDENT FIDUCIARY  
MATTER NUMBER: 006716.000001  
INVOICE NO.: 831822

Dec 7, 2010  
PAGE 4

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OTHER CHARGES AND DISBURSEMENTS	\$13.05
	-----
TOTAL THIS INVOICE	\$1,613.05
	-----
PREVIOUSLY BILLED AND OUTSTANDING	\$12,981.60
	-----
 TOTAL AMOUNT DUE	 \$14,594.65
	=====

\*-----TIME AND FEE SUMMARY-----\*

*-----TIMEKEEPER-----*	RATE	HOURS	FEE
J MATHERNE PARTNER	250.00	6.40	1600.00



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

RECEIVED  
NOV 19 2010

Receivership Management, Inc.  
c/o Jeanne Bryant  
783 Old Hickory Blvd., Suite 255  
Brentwood, TN 37027

NOVEMBER 16, 2010  
057240.0001  
HOLMES P. HARDEN  
INVOICE NO. 705132

Regarding: CASTLETON GROUP BANKRUPTCY/TERMINATION OF 401(K) PLAN

BILLING SUMMARY THROUGH October 31, 2010

Fees For Professional Services	\$1,619.50
Expenses and Advances	<u>\$3.12</u>
CURRENT BILLING	\$1,622.62
Previous Balance Due	\$3,278.50
<b>TOTAL BALANCE DUE</b>	<b><u>\$4,901.12</u></b>

Revised  
11-23-10

To ensure proper credit, please return remittance page or refer to invoice number when payment is made.  
**Invoices are payable upon receipt. Please make checks payable to: Williams Mullen.**

*If you have questions regarding this invoice, please contact  
Client Account Services at 888.783.8181 x 6305.*

**PLEASE REMIT TO OUR DEPOSIT ACCOUNT OR PAYMENT MAY BE MADE BY WIRE**

WILLIAMS MULLEN  
P. O. BOX 91719  
RICHMOND, VA 23291-1719

SUNTRUST BANK  
ABA #: 061000104  
ACCOUNT #: 201145499

*Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519*



WILLIAMS MULLEN

*A Professional Corporation*

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

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Receivership Management, Inc.  
c/o Jeanne Bryant  
783 Old Hickory Blvd., Suite 255  
Brentwood, TN 37027

NOVEMBER 16, 2010  
057240.0001  
HOLMES P. HARDEN  
INVOICE NO. 705132

Regarding: CASTLETON GROUP BANKRUPTCY/TERMINATION OF 401(K) PLAN

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BILLING SUMMARY THROUGH October 31, 2010

Fees For Professional Services	\$1,619.50
Expenses and Advances	<u>\$3.12</u>
CURRENT BILLING	\$1,622.62
Previous Balance Due	\$3,278.50
<b>TOTAL BALANCE DUE</b>	<b><u>\$4,901.12</u></b>

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WILLIAMS MULLEN

*A Professional Corporation*

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

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RECEIVERSHIP MANAGEMENT, INC.  
Client: 057240  
Matter: 0001

NOVEMBER 16, 2010  
Invoice No: 705132

FOR PROFESSIONAL SERVICES RENDERED

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
10/04/10	HPH	Review amended claims of employers in Clifton BR; review consent order resolving motion to convert/dismiss Clifton BR.	0.40	\$158.00
10/05/10	HPH	Attention to Matherne correspondence, review 22nd report of successor trustee.	0.30	\$118.50
10/06/10	HPH	Review Crampton comment to revised consent judgment and correspondence regarding same.	0.30	\$118.50
10/07/10	HPH	Review Castleton Group's interim report, Crampton comments of 10-6.	0.30	\$118.50
10/08/10	HPH	Review redlined settlement agreement, DOL revision; review final version of settlement agreement and correspondence regarding same.	0.50	\$197.50
10/11/10	HPH	Review email regarding revision of agreement.	0.20	\$79.00
10/12/10	HPH	Attention to correspondence regarding revision of consent judgment.	0.20	\$79.00
10/13/10	HPH	Attention to extensive correspondence regarding revisions of consent judgment and settlement agreement.	0.30	\$118.50
10/14/10	HPH	Attention to email correspondence regarding	0.50	\$197.50



WILLIAMS MULLEN

*A Professional Corporation*

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

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RECEIVERSHIP MANAGEMENT, INC.  
Client: 057240  
Matter: 0001

NOVEMBER 16, 2010  
Invoice No: 705132

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
		revisions; review 9019 motion and proposed order.		
10/20/10	HPH	Review trustee's complaint regarding contingency fee; review final version of consent judgment.	0.40	\$158.00
10/25/10	HPH	Review proposed 9019 motion and order; review revised settlement order.	0.50	\$197.50
10/27/10	HPH	Review motion to enlarge time.	0.20	\$79.00
<b>TOTAL FOR SERVICES</b>				<b>\$1,619.50</b>

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
HOLMES P. HARDEN	\$395.00	4.10	\$1,619.50

**DISBURSEMENTS**

Pacer			\$3.12
<b>TOTAL DISBURSEMENTS</b>			<b>\$3.12</b>
<b>TOTAL THIS STATEMENT</b>			<b>\$1,622.62</b>

**SUMMARY TIME SHEET-CONTRACT LABOR**  
SERVICES PROVIDED FOR CASTLETON GROUP INC 401K PLAN  
FOR THE PERIOD 11/01/10 THROUGH 11/30/10

Receivership Management, Inc.

NOV 2010 FEES	700.75	
RMI EXPENSES	<u>90.68</u>	<u>791.43</u>
		<b><u><u>\$791.43</u></u></b>

**TOTAL FEES**

Receivership Management, Inc.  
P. O. Box 2307  
Brentwood, TN 37024

Invoice for Professional Services

**CASTLETON GROUP INC 401K PLAN** **November 2010**

Date	Participant Name	Description	Hours	Rate	Total
11/2/2010	Sarah D. Forton	CALLS FROM PARTICIPANTS RE: UPDATED ADDRESS, UPDATE TA WEBSITE RE: SAME	0.5	\$45.00	\$22.50
11/3/2010	Robert E. Moore, Jr.	REVIEW EMAILS RE: SETTLEMENT LITIGATION .10	0.1	\$130.00	\$13.00
11/4/2010	Robert E. Moore, Jr.	RESPOND TO EMAIL FROM G.MATHERNE RE: COMMUNICATIONS TO EMPLOYERS WHERE EMPLOYER BANKRUPTCY CLAIMS IMPACTED BY 401(k) SETTLEMENTS .2	0.2	\$130.00	\$26.00
11/4/2010	Sarah D. Forton	CALLS FROM PARTICIPANTS RE: UPDATED ADDRESS, UPDATE TA WEBSITE RE: SAME	0.5	\$45.00	\$22.50
11/8/2010	Robert E. Moore, Jr.	DRAFT TWENTY THIRD REPORT .7; EMAIL TO DOL RE: IRS PENALTY NOTICE FROM H.DAVIS .2	0.9	\$130.00	\$117.00
11/8/2010	Sarah D. Forton	WORK ON MOTION, CALLS FROM PARTICIPANTS RE: UPDATED ADDRESSES	1.25	\$45.00	\$56.25
11/9/2010	Robert E. Moore, Jr.	REVIEW EMAILS FROM G.MATHERNE AND A. DONELSON RE: COURT FILINGS, SETTLEMENT DOCUMENTS NOT RECEIVED FROM CLIFTON .10	0.1	\$130.00	\$13.00
11/10/2010	Robert E. Moore, Jr.	PREPARE NOTICES FOR COURT SUBMISSION .3	0.3	\$130.00	\$39.00
11/10/2010	Sarah D. Forton	WORK ON MOTION, CALLS FROM PARTICIPANTS RE: UPDATED ADDRESSES	1.25	\$45.00	\$56.25
11/11/2010	Robert E. Moore, Jr.	UPDATE FROM J.BRYANT RE: SETTLEMENT STATUS .10	0.1	\$130.00	\$13.00
11/12/2010	Sarah D. Forton	CALLS FROM PARTICIPANTS RE: STATUS	0.5	\$45.00	\$22.50
11/17/2010	Robert E. Moore, Jr.	SPOUSE OF PARTICIPANT CALL-SPOUSE DECEASED, UPDATE ON PENDING MATTERS RE: CABINETS BY HORIZON .4; UPDATE FROM J.BRYANT RE: CONTACT FROM SENATOR BURR'S OFFICE .2	0.6	\$130.00	\$78.00

Tuesday, December 14, 2010



**CASTLETON GROUP INC 401K PLAN**

**November 2010**

Date	Name	Description	Hours	Rate	Amount
11/17/2010	Sarah D. Forton	CALLS FROM PARTICIPANTS RE: UPDATED ADDRESS, UPDATE TA WEBSITE RE: SAME	0.5	\$45.00	\$22.50
11/18/2010	Sarah D. Forton	CALLS FROM PARTICIPANTS RE: UPDATED ADDRESS, UPDATE TA WEBSITE RE: SAME	0.25	\$45.00	\$11.25
11/22/2010	Sarah D. Forton	CALLS FROM PARTICIPANTS RE: STATUS	0.5	\$45.00	\$22.50
11/29/2010	Robert E. Moore, Jr.	PREPARE FUNDS TRANSFER .10; REVIEW AND RESPOND TO C.LOGAN RE: OUTSTANDING INVOICES .5	0.6	\$130.00	\$78.00
11/29/2010	Sarah D. Forton	CALLS FROM PARTICIPANTS RE: STATUS	0.5	\$45.00	\$22.50
11/30/2010	Robert E. Moore, Jr.	MEETING WITH J.BRYANT AND B.SPAULDING RE: DR. BURK ACCOUNT .5	0.5	\$130.00	\$65.00

**Total** **\$700.75**

# RMI EXPENSE RECOVERABLE CASTLETON

11/1/10 Through 11/30/10

Category	Description	11/1/10- 11/30/10
5300	EXPENSES	
6205	COPIES	-21.70
6210	POSTAGE	-44.58
6222	TELEPHONE LONG DISTANCE	-24.40
	TOTAL 5300 EXPENSES	<u>-90.68</u>
	OVERALL TOTAL	<u>-90.68</u>