

# EXHIBIT D



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Federal ID #75-2459334

S. Gregory Hays
Special Counsel for Greg Hays
Hays Financial Consulting, LLC
3343 Peachtree Road, Suite 750
Atlanta GA 30326

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07/31/2008
Client No: 911-0150M
Invoice No: 62831

Travis E. Correll, et al.

ITEMIZED SERVICES BILL

Table with columns for date, initials, description, and hours. Includes entries for 07/01/2008, 07/02/2008, and 07/03/2008 with various service descriptions and associated costs.

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			Hours	
		missing items (5.4); Legal research on appeal timelines and deadlines for contempt orders against non-parties (1.8).	7.20	1,800.00
07/07/2008	MDC	Continue review and analysis of Mark Maine documents and financial records (3.8); Discuss bankruptcy issues with atty. Hudson Jobe pertaining to the Carlisle matter and brief legal research re same (.9).	4.70	1,175.00
07/08/2008	CBW	Lunch meeting with R. Freeman and M. Clark regarding tasks and actions for Maine, Carlisle, Johnson and Gowdey;	1.50	525.00
	HMJ	Revise form of Orders from hearings on Motion for 2004 Exam and Motion for Extension of Time.	0.40	90.00
	MDC	Meet with CBW and Ralph Freeman to discuss strategies and action items regarding Carlisle and Mark Maine/Angelic matters, and review documents for various contemplated demand letters and records subpoenas (1.4); Begin deposition outline for Randall Clark Carlisle and identification of exhibits for same, and discuss need for and contents of exhibit notebook with Ralph Freeman (5.4).	6.80	1,700.00
07/09/2008	CBW	Telephone conference with R. Freeman regarding Maine's documents (0.3); telephone conference with witness regarding assets and telephone conference with R. Freeman regarding same (0.4); review of proposed orders and emails from opposing counsel (0.6); draft update memo to team regarding <del>_____</del> and email to client regarding <del>_____</del> (1.2);	2.50	875.00
	HMJ	Final revisions to Orders with comments thereto and transmittal of same to related parties(.5); Review Debtor comments/revisions and follow up with US Trustee regarding same(.3); Review comments/revisions from R. Carlisle, Jr. (.2).	1.00	225.00
	MDC	Legal research on various bankruptcy issues (Carlisle) (2.2); Continue work on deposition outlines for R. Clark Carlisle and Tammy Carlisle, and exhibit identification (3.6).	5.80	1,450.00
07/10/2008	CBW	Meet with team regarding analysis of Maine documents and SEC response (0.8); draft letter to Ms. Wallner (0.5); review of email from Ms. Wallner (0.3);	1.60	560.00
	MDC	Review and consult on recent correspondence between CBW and Mark Maine counsel re status and additional discovery/disclosures needed from Maine.	0.60	150.00
07/11/2008	HMJ	Analysis of respective parties' numerous revisions and comments to Orders on Motion for 2004 Exam and Motion to Extend Deadlines(.4); Revise same(.4);		

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			Hours	
		Follow up with Vida regarding permission to file and other case matters(.3); Final revisions and preparation of Orders for submission(.3).	1.40	315.00
07/14/2008	MDC	Review analysis memorandum by Ralph Freeman of Mark Maine discovery/disclosure documents, and discuss same with Mr. Freeman, and review of certain Maine discovery items and identify deficient areas (3.8); Preliminary compiling of additional exhibits for August's Maine show cause hearing, and areas for follow up investigation (2.2).	6.00	1,500.00
07/15/2008	HMJ	Correspondence from Debtor's counsel regarding document request(.2); Assist parties in evaluation of means for obtaining bank statements in bankruptcy case(.3).	0.50	112.50
	MDC	Phone call from Sitton counsel to discuss agreed judgment as to Kerry Sitton, and e-mail to Sitton counsel re same.	0.50	125.00
07/16/2008	MDC	Meet with RSF to discuss supplemental Carlisle document subpoenas (.5); Continue preparations for Maine show cause hearing in August (3.2).	3.70	925.00
07/18/2008	MDC	Receive and review initial settlement offer and document package from M. Maine counsel, and discuss same with Ralph Freeman (3.8); E-mail to receiver team and Tim McCole re [REDACTED] (.7); Begin work on Carlisle bank records authorizations and attachments (1.3).	5.80	1,450.00
07/19/2008	CBW	Review of various emails regarding status of case (0.3); review of notice of appearance of First National Bank of Lipan (0.3); review and analysis of Maine offer and response to same (0.5);	1.10	385.00
07/21/2008	CBW	Review of orders approving fee applications and forward [REDACTED] to client (0.5); review and analysis of pleadings received in Carlisle Bankruptcy (0.4); emails with Bill Arnold regarding [REDACTED] (0.3); review and analysis of documents received from Maine's counsel (0.9); email with team regarding [REDACTED] (0.5); begin working on show cause motion for Vida Maine (0.5); telephone conference with Attorney Petrocchi regarding Randall Clark's document production for next week, and email to M. Clark regarding bank forms (0.5); follow-up email to client regarding [REDACTED] (0.3); review and forward financial institutions authorizations, and email to opposing counsel (0.5);	4.40	1,540.00
	MDC	Work on financial records authorization forms (Randy Clyde Calisle, Randy Clark Carlisle, Tammy Calisle & Bethany Carlisle), and e-mails to/from CBW and Hudson Jobe re same and logistics of service (1.7); E-mails to/from CBW re M. Maine		

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		Hours	
		offer of settlement and analysis of same, and meet with CBW to discuss same and status of various upcoming matters (1.0); Continue preparations for next week's 3 Carlisle 2004 exams (3.7).	6.40 1,600.00
	HMJ	Conference with counsel for Bank of Lipan regarding issues with bankruptcy case and discovery(.3); Follow up with clerk's office regarding status of orders(.3); Calendar and calculate bankruptcy deadlines(.2); Work with counsel for Bank of Lipan, United States Trustee, and co-counsel on issues with 2004 Examination(.8); Review bankruptcy court pleadings and outline issues for 2004 examination and other matters in bankruptcy case, including dismissal, venue, discharge, and exemption issues(1.0).	2.60 585.00
07/22/2008	CBW	Emails with client regarding [REDACTED] (0.5); review of exhibit book and other materials for Maine in preparation for meeting (1.2); meet with team to prepare for upcoming 2004 examinations, and to prepare for upcoming Maine hearings (3.2); research regarding Maine hearings (0.8); work on Vida Maine show cause motion (0.9);	6.60 2,310.00
	MDC	E-mails from/to Ralph Freeman, CBW, Hudson Jobe and Maine counsel S. Wallner re Maine discovery and analysis of initial Maine settlement offer, and related issues (.8); Receive/review memos from Ralph Freeman re same (.9); Meetings with CBW, Ralph Freeman and atty. Hudson Jobe to discuss strategy, discovery and bankruptcy issues and review documents relevant to Carlisle 2004 examinations next week (1.5); Work on deposition outlines for all 3 Carlisle 2004 exams (2.2).	5.40 1,350.00
	HMJ	Review and analysis of documents related to upcoming depositions and initial outlining of possible areas of inquiry	1.20 270.00
07/23/2008	CBW	Emails from Attorney Petrocchi regarding Randy Clark's financial authorization (0.3); email from Sarah Wallner regarding credit report authorization (.3); draft correspondence to various banking institutions regarding Randy Clark's financial authorization (0.9); telephone conference with Ross Simmons regarding Angelic (0.3); email with Askue regarding [REDACTED] (0.2); review of Solis research (0.4); forward [REDACTED] to Askue/Hays (0.3); review and comment on fee app (0.5); work on upcoming 2004 exams (0.9);	4.10 1,435.00
	MDC	E-mails from/to Maine/Angelic counsel re credit report release authorizations for Angelic and principals, and e-mail to Ralph Freeman re same (.3); Continue working on deposition outlines and document compilation/review in preparation for 3 2004 exams next week, and conferring with Ralph Freeman and CBW re same (1.0); Assist/advise with	

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			Hours	
		preparation of voluminous Carlisle exhibit notebook (2.5).	3.80	950.00
	HMJ	Conference with other parties in bankruptcy case regarding Motion for 2004 Exam and related issues(.4); Prepare lengthy summary and analysis of bankruptcy claims to be pursued, outline areas of examination, and prepare exhibits related to same for deposition(2.8).	3.20	720.00
07/24/2008	CBW	Emails with Ross Simmons (0.4); emails with clients regarding [REDACTED] (0.4); work on Carlisle 2004's (1.8); begin review and analysis of Angelic's Motion to Reconsider (0.9); work on show cause motion for Vida Maine (3.2);	5.80	2,030.00
	MDC	Receive and begin review/analysis of Motion for Reconsideration of, and Relief from Order Finding Angelic in Contempt (1.9); Continue preparing for and assisting with document/exhibit compilation for 3 Carlisle 2004 examinations next week (2.5); Prepare document subpoena for Elliott & Waldron Abstract Co. and meet with Ralph Freeman re same (.8); Prepare document subpoenas for One Smart Tool, Inc. and Larry Cadwell, individually (.9).	6.10	1,525.00
07/25/2008	CBW	Continue working on Vida Maine show cause motion, review of documents and on--line research, and revise motion, order and declaration, and telephone conference with Sarah Wallner (5.6); telephone conference with Scott Ritcheson and K. Sitton to fact check (0.4); continue working on 2004 exam preparation of (1.2); review of documents from title company (0.5);	7.70	2,695.00
	MDC	Continue preparations for Carlisle 2004 examinations next week, and document review and compilation re same, and confer with CBW and Ralph Freeman re same (.4); Review final version of show cause motion against Vida Maine and comment on same (1.0).	1.40	350.00
07/27/2008	MDC	Final preparations and document/exhibit review prior to 2004 examination of R. Clark Carlisle, finish deposition outline, and meeting with Ralph Freeman to go over exhibits and money tracing elements.	5.00	1,250.00
	MK	Review Defendant's motion for reconsideration and relief and attachments thereto; draft and revise response to motion for reconsideration and relief; legal research on challenges to Rule60(b) motions	8.00	1,480.00
07/28/2008	CBW	Attend 2004 of R. Clark Carlisle, to monitor and to prepare for deposition of R. Clyde Carlisle, meet with team regarding same (7.8); review of financial institution authorizations and send out letters (12) to financial institutions for Carlisle bank account documents (1.2);	9.00	3,150.00

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			Hours	
	MDC	Take 2004 Examination of Randall Clark Carlisle (6.5); Review and analysis of additional documents, particularly bank notes and related items, produced by R. Clark Carlisle immediately prior to deposition (1.2).	7.70	1,925.00
	HMJ	Prepare deposition analysis of bankruptcy issues and work with co-counsel and co-parties on same	1.50	337.50
07/29/2008	CBW	Telephone conference with Cheryl Barnes regarding Regions Bank production on Carlisle (0.3); review of email from Ms. Barnes and forward to counsel (0.3); review of Carlisle documents and prepare for depositions tomorrow and Thursday, meet with R. Freeman regarding same (2.6); review and analysis of motion to reconsider (1.8);	5.00	1,750.00
	MDC	Prepare for 2004 Examination of Tammy Carlisle, including document review and deposition outline (4.4); Prepare document subpoenas for Porter Abstract & Title Co., Central Texas Title and Capital Title (1.4); Meet with CBW, Ralph Freeman and Matt Kita to discuss strategy with respect to Angelic Entertainment motion for reconsideration (.5).	6.30	1,575.00
	MK	Conference with counsel regarding motion to reconsider; research standard of review regarding Rule 60 motions	1.00	185.00
07/30/2008	CBW	Review and analysis of Carlisle tax documents, attend and assist with 2004 exam of Tammy Carlisle and prepare for Randy Clyde Carlisle, meet with team, prepare subpoena regarding loan documents; post-meeting with team;	9.00	3,150.00
	MDC	Final review for and take 2004 Examination of Tammy D. Carlisle.	8.00	2,000.00
07/31/2008	MDC	Attend deposition of R. Clyde Carlisle (3.0); E-mails from/to Sitton counsel re status of Maine/Angelic matter (.3); Receive/review California criminal court documents relating to Mark Maine's guilty plea to child sex offenses and discuss same with Ralph Freeman (.8); Receive/review Carlisle real estate records subpoenaed from both Capital Title and Central Texas Title (1.5); Meeting with CBW, Ralph Freeman and Hudson Jobe to discuss bankruptcy case strategies and action items (1.0); Receive/review documents relating to Ponzi investor Fleisner and associated transactions (.4).	7.00	1,750.00
	HMJ	Analysis of information from deposition and impact upon bankruptcy strategy, including facts related to receivership property and proceeds thereof	1.30	292.50
	CBW	Final preparation for Randy Carlisle exam (1.6); conduct 2004 exam of Randy Carlisle (3.2); post meeting with team regarding action plans (0.8);		

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	Hours	
email with Lori Bates regarding Vida Maine issue (0.3);	5.90	2,065.00
For Current Services Rendered	212.80	59,650.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
Michael D. Clark	104.20	\$250.00	\$26,050.00
Clark B. Will	76.20	350.00	26,670.00
Hudson M. Jobe	23.40	225.00	5,265.00
Matthew Kita	9.00	185.00	1,665.00

Long-Distance Telephone	5.97
Parking	6.00
Travel Expenses - Clark Will to Ft. Worth, TX for hearing.	170.83
Courier Deliveries	20.48
Express Mail Service	116.77
Paid to Universal Document Solutions for outside photocopy services/Invoice #1806137QS	246.81
Travel expense for Clark Will, Mike Clark and Ralph Freeman.	73.00
Travel expense for Ralph Freeman, Hudson Jobe Clark Will and Mike Clark.	119.00
Counsel lunch during 2004 exam of Carlisle.	75.00
Paid to the Secretary of State for web inquiries	1.00
Postage	22.29
Pacer Service	53.36
Online outside service expense for legal research - Invoice No. 816248162	27.94
Total Expenses Thru 07/31/2008	938.45
Total Current Work	60,588.45
Balance Due	<u>\$60,588.45</u>

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT