

# EXHIBIT D



QUILLING • SELANDER • CUMMISKEY • LOWNDS

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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05/31/2008  
Client No: 911-0150M  
Invoice No: 59992

Travis E. Correll, et al.

ITEMIZED SERVICES BILL

			Hours	
05/01/2008	CBW	Update accounts and prepare deposit on sales and oil and gas matters (1.0);	1.00	350.00
	MDC	Sort through and analyze bank records and other documents received from Randy Carlisle and discuss same with Ralph Freeman (4.8); Work on form of agreement with PRR Hearthstone (1.0); Continue work on form of agreed judgment (Sitton) (.9).	6.70	1,675.00
05/02/2008	CBW	Review of Bank of America document production (0.5);	0.50	175.00
	MDC	Receive/review small batch of Bank of America documents in response to subpoena relating to specific Angelic account transactions, and e-mails to/from Ralph Freeman and CBW re same (.8); Continue work on Sitton agreed judgment and discuss same with CBW (1.3).	2.10	525.00
05/05/2008	CBW	Telephone conference with R. Freeman regarding K. Bush meeting (0.3); prepare for and meet with K. Bush (1.5); prepare memo for [REDACTED] to B. Arnold and forward April invoice (0.7); telephone conference with Attorney Moore regarding funding and conference with Martin (0.3); emails regarding Martin (0.3);	3.10	1,085.00
	MDC	Phone call from Ralph Freeman to discuss status of various pending matters involving Carlisle investigation (.2); Work on analysis of documents and tracing issues relating to same, and review/analysis of accounting summary of Correll Ponzi "winners" and possible actions on same (2.4).	2.60	650.00
05/06/2008	CBW	Emails with Cheryl Moore regarding Martin settlement (0.3); follow up emails with Cheryl Moore regarding meeting with Martin (0.3); emails with R. Freeman regarding preparation for Martin meeting (0.3); review and forward materials for April fee application (0.5);	1.40	490.00
05/07/2008	CBW	Review of report from R. Freeman regarding analysis of Carlisle documents and office conference with R. Freeman and M. Clark regarding additional information and strategy for collection of payments (1.2); review/analysis of Freeman invoice and forward to Bill Arnold (0.5); document review regarding Carlisle production (0.5);	2.20	770.00
	MDC	Meet with CBW and Ralph Freeman to discuss		

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			Hours	
		analysis of documents received from Randy Carlisle, and Earl Martin deposition/strategy (.8); Follow up with additional document review on same and discuss same with Ralph Freeman (2.6).	3.40	850.00
05/08/2008	CBW	Review of email regarding Johnson and Gowdey (0.3); review schedules and data and draft [REDACTED] to Dantzler and to team (0.7); emails with SA, TM and DD (0.5);	1.50	525.00
	MDC	Review e-correspondence between CBW, David Dantzler and Tim McCole, and begin analysis and review of documents, notes and records relating to [REDACTED], and [REDACTED] (4.4); Continue review/analysis of records relating to the Carlisles and consideration of actions re same (1.7).	6.10	1,525.00
05/09/2008	CBW	Review of memo from R. Freeman and document review, etc. in preparation for interview with Earl Martin on Monday (1.5);	1.50	525.00
	MDC	Meeting with CBW and Ralph to discuss status of actions and pending matters, including Carlisle issues and document production (1.0); Supplement funds tracing analyses (3.3).	4.30	1,075.00
05/12/2008	CBW	Meeting with Earl Martin, R. Freeman and Cheryl Moore for interview with Martin and post-interview meeting with R. Freeman regarding Carlisle and Salazar (2.9); review and analysis of spreadsheets received regarding Catarina oil wells and email to operator regarding same (0.5); research Martin settlement and orders regarding obligations of Martin, and draft compliance letter to C. Moore and deposit settlement funds and update accounts (1.5); review of documents produced by Carlisle and duces tecum (0.8);	5.70	1,995.00
	MDC	Phone calls from/to Ralph Freeman to discuss Carlisle subpoena compliance and e-mail to Mr. Freeman re same.	0.30	75.00
05/13/2008	CBW	Email with Catarina regarding operating expenses (0.3);	0.30	105.00
	MDC	Continue Carlisle document and action analysis, and consideration of other actions against Ponzi "winners," and discuss same and accounting/tracing issues with Ralph Freeman (3.6); Continue working on form of agreement with PRR Hearthstone (1.1); Continue working on form of agreed judgment for Kerry Sitton (.7).	5.40	1,350.00
05/14/2008	CBW	Research regarding show cause hearing on Carlisle (1.2); extensive document review and conference with R. Freeman regarding missing statements, documents, etc. from production (2.3); review of		

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Hours

		information on Tony Cadwell regarding fraudulent transfer from Thompson (0.7); telephone conference with to Attorney Phillippi (attorney for Cadwell) (0.3);	5.50	1,925.00
	MDC	Phone call from Mike Wyrick (Carlisle investor) to discuss dealings with Carlisle, and phone call from Ralph Freeman re same (.5); Continue working on form of agreed judgment as to Kerry Sitton (.5); Work on and finalize Second Agreed Motion to Amend Scheduling Order and form of Second Amended Scheduling Order, and e-mail to defendants' counsel re same (2.2).	3.20	800.00
05/15/2008	CBW	Review of documents received from Attorney Ritcheson (0.4); telephone conference with R. Freeman regarding investigation of Bush and Cadwell (0.3); analysis of documents produced by Carlisle, review of subpoena's etc., and work on letter to Carlisle counsel and research for show cause motion (3.2);	3.90	1,365.00
	MDC	Arrange for e-filing of Second Agreed Motion to Amend Scheduling Order and form of proposed SO (.3); Continue working on form of agreed judgment as to Kerry Sitton (1.2).	1.50	375.00
05/16/2008	CBW	Work on demand letters and post show cause matters and review Carlisle documents (1.3);	1.30	455.00
05/19/2008	CBW	Conference with R. Freeman regarding status of Carlisle, Bush and Cadwell (0.7); review of order from court and forward to interested parties (0.5); review of revised oil and gas schedules from Catarina (0.4);	1.60	560.00
05/20/2008	CBW	Review and reply to emails from T. McCole, M. Clark and R. Freeman regarding Carlisle, Thompson and Cadwell (0.8); telephone conference with T. McCole regarding Thompson (0.3); follow-up emails with T. McCole (0.2); telephone conference with R. Freeman regarding scheduling issues (0.3);	1.60	560.00
	MDC	Phone call from Ralph Freeman to discuss current status and immediate action items (.5); Carlisle, Johnson and Gowdey document and tracing review (2.7).	3.20	800.00
05/22/2008	MDC	Travel to Farmer's Branch to meet with RSF to discuss status of pending matters, review documents and document summaries/tracing analyses, strategy with respect to pursuing remaining "winners" and to identify urgent action items.	3.80	950.00
05/23/2008	CBW	Review of court's order, email with client, telephone conference with R. Freeman regarding status of various investigations, update task list, and email with M. Clark regarding various matters pertaining to case;	1.50	525.00

Special Counsel for Greg Hays

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			Hours	
05/27/2008	CBW	Emails with court regarding fee application; email to client regarding [REDACTED]	0.40	140.00
05/28/2008	CBW	Meeting with R. Freeman and review of documents regarding Carlisle and Thompson's disgorgement obligation (0.9); telephone conference with R. Freeman regarding Thompson's tax return (0.4); telephone conference with R. Freeman regarding Thompson's amended return (0.3);	1.60	560.00
05/29/2008	MDC	Receive/review Greg Thompson and TNT tax return information and discuss same with Ralph Freeman.	2.20	550.00
	CBW	Telephone conference with R. Freeman regarding telephone conference with Sabatino (0.3); email to clients regarding [REDACTED] (0.3); follow-up telephone conference with R. Freeman regarding Thompson refunds (0.3); emails with TM regarding meeting next week and review of emails regarding Thompson, Gowdey, Johnson issues (0.5);	1.40	490.00
05/30/2008	CBW	Telephone conference with G. Hays regarding [REDACTED]	0.30	105.00
		For Current Services Rendered	81.10	23,905.00

Recapitulation

Timekeeper	Hours	Hourly Rate	Total
Michael D. Clark	44.80	\$250.00	\$11,200.00
Clark B. Will	36.30	350.00	12,705.00

Long-Distance Telephone	5.60
Express Mail Service	48.42
Paid to Bank of America for copies of bank records	26.10
Working lunch with Ralph Freeman and Clark Will regarding Carlisle.	63.00
Photocopies	16.20
Postage	2.93
Online outside service expense for legal research - Invoice #815878586	461.15
Total Expenses Thru 05/31/2008	623.40
Total Current Work	24,528.40
Balance Due	<u>\$24,528.40</u>

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT





QUILLING SELANDER CUMMISKEY LOWNDS

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Client No: 911-0150M
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ITEMIZED SERVICES BILL

Table with columns: Date, Counselor, Description, Hours, Amount. Includes entries for 06/02/2008, 06/03/2008, 06/04/2008, and 06/05/2008.

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			Hours	
		Maine and other individual actions.	4.20	1,050.00
	HMJ	Initial evaluation and research of effect of bankruptcy upon receivership proceedings, interaction of receivership assets, and potential grounds for objections to discharge, dischargeability, and exemptions.	1.20	270.00
06/09/2008	CBW	Telephone conference with R. Freeman regarding 341 meeting on Wednesday (0.3); review of filings regarding Maine and Angelic (0.5); on-line research regarding opposing counsel (0.5); further review of bankruptcy filings regarding means test, and prepare for 341 meeting (0.6);	1.90	665.00
	MDC	Review notes and all documentation relating to Randy Carlisle, including Ralph Freeman's analysis of money flow, and begin preparing for 6/11 creditors' meeting in Carlisle bankruptcy matter.	3.00	750.00
06/10/2008	MDC	Continue reviewing R. Carlisle documents and materials, meet and discuss same with Ralph Freeman, and prepare for Carlisle bankruptcy creditors' meeting tomorrow morning (2.1); Begin working on objections to Carlisle bankruptcy discharge and claimed exemptions (1.7); Schedule and calendar Carlisle bankruptcy deadlines (.3).	4.10	1,025.00
06/11/2008	CBW	Emails with Attorney Wallner regarding Mark Maine; review and respond to same;	0.50	175.00
	MDC	Round trip travel to/from Fort Worth to attend and participate in Carlisle bankruptcy creditors' meeting, and post-meeting discussion with other creditor's counsel (4.0); Continue working on Receiver's bankruptcy strategies, and research re same, in light of debtors' testimony at creditor's meeting (2.7).	6.70	1,675.00
06/12/2008	CBW	Meet with team regarding meeting with Tim McCole, update action list, and post mortem 341 meeting for motions and notices to be filed (1.2); telephone conference with Scott Askue regarding [REDACTED] (0.3);	1.50	525.00
	MDC	Meet with CBW and Ralph Freeman to discuss Carlisle bankruptcy matters, and legal research on bankruptcy dismissals and withdrawing the reference.	1.90	475.00
06/13/2008	CBW	Review of [REDACTED] and respond with [REDACTED] to Scott Askue (0.5); analysis of [REDACTED] and [REDACTED] to Askue (0.3); telephone conference with Attorney Wallner regarding Mark Maine (0.4); follow-up telephone conference with Attorney Wallner and review of pro hoc vice petition from California counsel (0.5);	1.70	595.00
06/16/2008	CBW	Review and analysis of transcript of 341 meeting (0.7); email/memo to M. Clark, H. Jobe and client		



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Hours

		(0.5); telephone conference with Mrs. Gowdey regarding Robbie Gowdey (0.3); telephone conference with R. Freeman regarding interview of Mrs. Gowdey (0.3); email with Hays and M. Clark regarding [REDACTED] (0.2);	2.00	700.00
06/17/2008	CBW	Telephone conference with R. Freeman regarding interview and Gowdey's wife and settlement meeting (0.4); conference with R. Freeman regarding Diana Gowdey and assets (0.9); review of documents received from R. Freeman in preparation for meeting on Thursday regarding Maine/Angelic (0.9);	2.20	770.00
	MDC	Meet with Ralph Freeman to review Angelic/Maine matters and prepare for 6/19 meeting with Maine counsel (2.4); Meet with Hudson Jobe to discuss Carlisle bankruptcy scheduling, strategies and action plan (.9); Legal research on relevant bankruptcy code provisions (1.4).	4.70	1,175.00
06/18/2008	CBW	Continue to work on Angelic/Maine issues (0.9); research and work on bankruptcy pleadings in Carlisle matter (1.5);	2.40	840.00
	HMJ	Draft Motion for 2004 Exam(1.0); Draft Order on Motion for 2004 Exam(.5); Draft Notice of 2004 Exam(.5); Prepare Motion to Extend Deadlines, including related research(1.5); Prepare Order on same(.5).	4.00	900.00
06/19/2008	CBW	Meet with team in preparation for meeting with Maine's counsel and work on Carlisle issues (1.5); meet with Attorney for Maine, M. Clark and R. Freeman and telephone conference with client regarding same (1.3); telephone conference with Scott Askew regarding [REDACTED] (0.4); office conference with M. Clark and R. Freeman regarding Maine and financial status (0.5);	3.70	1,295.00
	MDC	Meeting with atty. Sarah Wallner to discuss Maine/Angelic issues (1.0); E-mail to Tim McCole and Receiver team re [REDACTED] and [REDACTED] (.4); Review transcript of Carlisle 341 meeting and communicate with Receiver team re same (1.0); Legal research on appealability of contempt orders (1.0); Legal research on burden of proof concerning showing financial inability to pay, and e-mail to attys. Brent Rodine and Matt Kita re same (1.8); Receive financial disclosure forms from Tim McCole, revise same, and forward to Maine's counsel with comments (1.6).	6.80	1,700.00
06/20/2008	CBW	Emails with Maine and McCole regarding financial disclosure (0.4); emails with Scott regarding [REDACTED] review and update [REDACTED] and [REDACTED] with Scott regarding [REDACTED] (0.6); telephone conference with Sarah Wallner regarding late filing of response (0.3); conference with Mike Clark and G. Hays regarding [REDACTED] (0.5); telephone conference with Ms. Wallner		



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Hours

		regarding continuance (0.2); begin review and analysis of Maine's responses and numerous exhibits and begin review of continuance motion and telephone conference with R. Freeman regarding background on Maine (2.2); follow-up telephone conference with R. Freeman and office conference with Mike Clark regarding Maine and Carlisle issues (0.3);	4.20	1,470.00
MDC		Phone calls to/from Sarah Wallner to discuss possible continuance of Mark Maine show cause hearing and related matters (.2); Meet and confer with CBW re same (.3); Phone call with CBW to Receiver to discuss same and status of Maine/Angelic issues and other various matters (.3); Receive and begin review/analysis of Maine's Response to Show Cause Motion and related voluminous exhibits (and production book) thereto (4.4); Receive/review Maine's Motion for Continuance of Show Cause hearing, and discuss same with CBW (.5).	5.70	1,425.00
BR		Examine case law regarding federal standards for considering inability to pay as a defense to disgorgement and contempt orders and circumstances where value of the homestead may be considered by the Court (3.6); Prepare memorandum regarding same (1.3)	4.90	980.00
06/23/2008	CBW	Telephone conference with Mike Clark regarding conference call with Judge Schell and review of email and memo from R. Freeman regarding Pobjoy (0.8); continue review of filings from Maine's counsel and prepare for conference call (0.9); conference call with Judge Schell and after conference with Attorney Wallner (0.5); meeting with R. Freeman and Mike Clark to discuss actions in Carlisle, Cadwell, and Bush and Maine matters (1.2); prepare memo regarding task lists (0.9); work on Carlisle 2004 and scheduling issues (0.6); review of research memorandum regarding inability to pay (0.5); emails with team regarding 2004 and other issues (0.6);	6.00	2,100.00
	MDC	Conference call with Court and all parties' counsel re Wednesday's Mark Maine show cause hearing, scheduling and related matters (.5); Communications with CBW and Ralph Freeman re same (.3); Prepare for conference call (.4); Receive/review new memo from Ralph Freeman re former associate of Maine and Angelic and discuss same with Mr. Freeman (.5); Continue review and analysis of Mr. Maine's extensive response to show cause motion (1.7); Review and analysis of legal memo prepared by atty. Brent Rodine re burden of proof and evidentiary issues on respondent to prove inability to pay contempt sanction, and review of case law on same (1.4); Continue revisions and supplements to 2004 motion, notices and order, and Motion for Extension of Deadlines		

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			Hours	
		and related documents in the Carlisle bankruptcy proceeding (2.5); Numerous communications with atty. Hudson Jobe and CBW re same and scheduling (.6); Calendar bankruptcy and new case deadlines (.2).	8.10	2,025.00
06/24/2008	MDC	Continue assisting (factual background) and review of various motions being prepared for filing in Carlisle bankruptcy proceeding, and communicate with atty. Hudson Jobe re same.	4.60	1,150.00
	CBW	Continue review and analysis of Response by Mr. Maine (2.2); work on our response (1.3);	3.50	1,225.00
06/25/2008	MDC	Receive/review from atty. Hudson Jobe revised 2004 Examination motion, 2004 Examination Notice and Motion to Extend Deadlines, along with related notices and proposed orders (Carlisle bankruptcy matter), and meet with Mr. Jobe and comment on and revise same (2.9); Phone calls to/from Carlisle bankruptcy counsel for certificate of conference purposes and to discuss scheduling (.5); Determine possible bankruptcy motion hearing dates and calendar same, as well as Carlisle depositions, and discuss/coordinate same with Receivership team (.7).	4.10	1,025.00
	HMJ	Review Motion for Relief from Stay and investigation of potential effect of same upon receivership proceeding(.8); Revise Motion for 2004 Exam(.5); Revise 2004 Notice(.4); Revise Motion to Extend Deadlines to Object to Exemptions, Discharge, and Dischargeability(.4).	2.10	472.50
	CBW	Review/analysis of motion for relief from stay in Carlisle bankruptcy (0.8); review/revise motion for 2004 examination (0.8); review/revise motion to extend deadlines (0.5); telephone conference with Robert Rucker with follow-up email (0.6); continue review of response by Mr. Maine and research regarding reply (0.9);	3.60	1,260.00
06/26/2008	MDC	Telephone conferences with Carlisle bankruptcy counsel and atty. Hudson Jobe to discuss anticipated bankruptcy filings and opposition to same, and scheduling matters (.8); Update calendar re same (.2);	1.00	250.00
	CBW	Review documents regarding [REDACTED] with Attorney Arnold, telephone conference with R. Freeman, prepare memo regarding May (1.2); work on bankruptcy pleadings and another call to Attorney Rucker (0.6); telephone conference with Attorney Rucker and follow up email regarding dates, and conference with team regarding [REDACTED] and [REDACTED] (0.5); follow-up emails with Attorney Rucker regarding 2004 and telephone conference with R. Freeman regarding changes in schedule (0.5); follow-up regarding Carlisle and Cadwell (0.6);	3.40	1,190.00



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Hours

	HMJ	Prepare separate Motions for 2004 Exam of parties, Notices of same, and Orders on same(1.0); Negotiate with Debtor's counsel on expedited hearing and 2004 exam(.2); Prepare Agreed Order on Motion for 2004 Exam(.5); Prepare Motion for Expedited Hearing(.9); Prepare Order on same(.4); Review Nelms requirements on settings and self-calendaring(.3); Analysis of related bankruptcy deadlines(.3); Revise hearing request to include Extension of Time to Object(.3); Revise Motion to Extend Time to Object(.4); Revise Order on same(.2); Coordinate discovery dates with co-counsel and opposing counsel(.4).	4.90	1,102.50
06/27/2008	MDC	Receive from atty. Hudson Jobe and review final versions of Carlisle bankruptcy motions and related documents for filing today, and make minor revisions to same (.8); TC with atty. Hudson Jobe and Carlisle bankruptcy counsel to discuss place of depositions and document production issue, and follow up e-mails re same (.5); Communications with bankruptcy court re certificate of conference issue and receive scheduling deadlines from court prior to hearing on motion to extend Carlisle bankruptcy deadlines, and calendar same (.5); Communicate with CBW and Ralph Freeman re same and consider exhibits and testimony necessary at hearing (.2).	2.00	500.00
	CBW	Review/revise 2004 notices and three motions for expedited hearing, order granting and two motions for 2004 and orders (1.5); emails with clients and opposing counsel regarding hearing and work on witness and exhibit list (0.5); emails with Attorney Walner regarding document production, and emails with M. Clark and telephone conference with R. Freeman regarding reviewing the documents this weekend (0.6);	2.60	910.00
	HMJ	Revise Motion for 2004 Exam, Motion for Extension of Time, and Motion for Expedited Hearing, including related documents, and coordinate submission of same to Court with correspondence on Expedited Hearing request(1.0); Revise and negotiate Agreed Order with Debtor's counsel on Motion for 2004 Exam of Debtors(.5); Prepare/revise Notice of Hearing(.3); Begin outlining of issues for presentation of same(.5).	2.30	517.50
06/29/2008	MDC	Begin review and analysis of voluminous documents and financial disclosures received from Mark Maine counsel on 6/27, and discuss same with Ralph Freeman and CBW (5.8); Discuss additional Maine matter discovery needs with CBW and scheduling, staffing and strategy issues going forward (.5); Assist CBW with e-mail to court regarding possible continuance of Maine show cause hearing (.1).	6.40	1,600.00
	CBW	Initial review of materials received from Attorney		

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		Hours	
	Walner and review of additional materials and research regarding Maine hearing; conference with R. Freeman and M. Clark and email to Court's secretary regarding hearing;	2.20	770.00
06/30/2008	MDC Prepare letter to Carlisle bankruptcy counsel re witness and exhibit lists for 7/3 hearing, and enclosing copies of exhibit documents (.8); Identify, format and assemble potential exhibit documents (1.5); Confer with CBW and atty. Hudson Jobe re same (.2); E-mail to atty. Liz Ziegler (U.S. Trustee's office) enclosing transcript of Carlisle 341 meeting (.2).	2.70	675.00
	CBW Emails with Court's secretary and opposing counsel regarding date of hearing and conference with team regarding preparation for hearing on the 7th (0.8); telephone conference with Earl Martin and with with H. Jobe regarding Carlisle hearing (0.5); draft motion and order continuing show cause hearing (1.0); more emails with court and opponent, review and file unopposed continuance motion (0.5);	2.80	980.00
	HMJ Lengthy conference with US Trustee regarding background information and pending pleadings, including obtaining US Trustee joinder of same(.4); Compilation and preparation of W&E information and exchange, including service list of same(.5).	0.90	202.50
	For Current Services Rendered	<u>159.30</u>	<u>44,657.50</u>

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
Michael D. Clark	81.80	\$250.00	\$20,450.00
Clark B. Will	55.70	350.00	19,495.00
Brent Rodine	4.90	200.00	980.00
Valerie Radosovich	0.50	85.00	42.50
Hudson M. Jobe	16.40	225.00	3,690.00

Long-Distance Telephone	2.96
Parking	12.00
Travel Expenses for Clark Will for meeting with Tim Cole at SEC regarding disgorement issues.	54.50
Working lunch for Mike Clark, Clark Will and Ralph Freeman to discuss Carlisle and Mark Maine matters.	77.50
Paid to Sunbelt Reporting & Litigation Services for charge for preparation of original transcript for Randall Carlisle and Tamy Carlisle/Invoice #128378	485.10
Photocopies	6.40
Postage	74.27
Total Expenses Thru 06/30/2008	<u>712.73</u>



Special Counsel for Greg Hays

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Client No: 911-0150M  
Invoice No: 61861

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Total Current Work

45,370.23

Balance Due

\$45,370.23

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT