

**Exhibit A-3**



# PALTER • STOKLEY • SIMS

A Professional Limited Liability Company

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TAX ID# 46-1734174

W Craig Stokley, Receiver  
Palter Stokley Sims PLLC  
8115 Preston Road, Suite 600  
Dallas, TX 75225

May 31, 2017

Matter Number: HCHR01-00

Invoice Number: 006573

Regarding: HCH Receivership\General

***Professional services rendered:***

<u>Date</u>	<u>Staff</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Charges</u>
5/01/2017	KDB	Finalize and file Receiver's Quarterly Status Report. Organize private process service on three non-defendants.	0.50	\$125.00	\$62.50
5/01/2017	KJS	Final preparation and revision of Receiver's Quarterly Status Report and supporting Exhibit.	0.80	\$300.00	\$240.00
5/01/2017	KTDT	Continue first quarter accounting report. Prepare Florida SUI employer account change form for signature and mailing via certified mail. Receive payment from Adams Furniture and prepare for deposit. Correspondence regarding payment. Correspondence regarding Masters of Taxation.	1.00	\$125.00	\$125.00
5/01/2017	WCS	Attention to inquiry from counsel for Soblinskas. Attention to finalizing Receiver's quarterly status report. Review Court's order to show cause. Attention to compliance with Court order. Arrange for service of same to respondents. Research service information for same. Coordinate same. Attention to possible terms for resolving contempt matters with Soblinskas. Confer regarding same.	5.20	\$325.00	\$1,690.00
5/02/2017	KJS	Attention to service of Motion to Show Cause on employees made subject of motion. Research and	2.60	\$300.00	\$780.00

analysis of service on Christine Horne. Confer with private process server related to same. Attention to service on out-of-state employee, Attention to docketing of briefing deadlines related to Court's Order to show cause. Review and analysis of correspondence from American Express regarding claim and claims process. Preparation of correspondence in response. Review and analysis of updated contact information for parties and preparation of matrix for notice to claimants.

5/02/2017	WCS	Attention to correspondence from American Express regarding outstanding bills. Attention to issues related to serving show cause order and briefing in compliance with the Court's order. Attention to correspondence from James Bell following up his request that I consider making a proposal to him to resolve the show cause issues for his client Soblinskas. Attention to correspondence from Charles Heizelman. Review same. Review Court order with respect to waiver of service options. Correspond regarding same. Attention to inquiry from Joe Paterno regarding storage of TU bottles. Detailed attention to service issues. Confer with Timothy McCole regarding his conversation with Darryl Cleveland related to Whrzt deal. Confer regarding same.	6.20	\$325.00	\$2,015.00
5/03/2017	KJS	Receipt and review of notice of service on Christine Horne. Attention to docketing briefing deadline by Horne in response to motion to show cause. Review correspondence related to WHRZT discussions. Participate in call with WHRZT. Telephone conference with Cristina Cason regarding receivership.	1.60	\$300.00	\$480.00
5/03/2017	KTDT	Check bank and record new transactions in QuickBooks. Receive refund check from Texas Comptroller and prepare for deposit. Receive and record Masters of Taxation W-9. Prepare Masters of Taxation check for mailing. Attention to periodic reporting to court.	1.80	\$125.00	\$225.00
5/03/2017	NK	Conduct research regarding liquidators.	1.00	\$200.00	\$200.00
5/03/2017	WCS	Confer with Timothy McCole regarding Whrzt. Review voice messages from Daryl Cleveland regarding	6.50	\$325.00	\$2,112.50

pending payments from Whrzt. Forward same to Timothy McCole. Send correspondence to Darryl Cleveland to set up conference call with Whrzt, myself and SEC. Attend conference call regarding same. Confer regarding Whrzt on multiple calls. Correspond with Joe Paterno regarding warehousing issues for TU bottles. Respond to Jim Nalley's email. Brief attention to service issues. Review report regarding service attempts on Ms. Soblinskas. Attention to voicemail from Rob Long on behalf of Rick Stahl. Review research on possible liquidators for TU bottles.

5/04/2017	KJS	Confer with Howard LLP regarding pending receivership matters. Confer with process server regarding status of service on Dovile Soblinskas. Analysis of communications regarding counsel for investor. Analysis of communications with James Bell.	0.60	\$300.00	\$180.00
5/04/2017	NK	Contact potential liquidators regarding purchasing Tu Flo + Elixr.	0.30	\$200.00	\$60.00
5/04/2017	WCS	Send request for accounting information from Whrzt. Attention to issues related to Midland Funding IRA frozen status. Correspond with Darryl Cleveland regarding new Whrzt deal requesting additional information from Whrzt. Review Whrzt's AP report. Review revenue report. Attention to affidavit of service for Christine Horne. Review proposal from Whrzt. Correspond regarding same.	3.90	\$325.00	\$1,267.50
5/05/2017	NK	Communications with potential liquidators regarding purchasing Tu Flo + Elixr.	0.50	\$200.00	\$100.00
5/05/2017	WCS	Send correspondence to James Bell regarding service issues and requesting him to confirm in writing that he is authorized to, and has accepted service by email on behalf of Soblinskas. Forward quarterly fee application to SEC for review [No Charge]. Correspond with James Bell regarding service issues. Review correspondence from Darryl Cleveland with purported "valuation" for Whrzt. Correspond with SEC regarding same. Send requests for O'Reilly, Cabellas, and other potential customer contracts. Send request to set up a call with Whrzt and Silverwood. Attention to first offer	5.00	\$325.00	\$1,625.00

for TU bottles. Confer with Mario Dolan regarding potential engagement regarding transaction with Whrzt.

5/08/2017	NK	Communications with potential liquidators regarding purchasing Tu Flo + Elixr	0.20	\$200.00	\$40.00
5/08/2017	WCS	Attend call with Whrzt and Silverwood partners to discuss restructuring debt to equity of Whrzt. Attention to term sheet and cap table circulated by Whrzt regarding their deal with Silverwood partners. Confer with Mario regarding same. Attention to correspondence from Joe Paterno.	4.00	\$325.00	\$1,300.00
5/09/2017	KJS	Telephone conference with TWC regarding response to unemployment claim by OE Capital employees. Telephone conference with Brady Wyatt regarding representation of Christine Horne. Correspondence to counsel regarding request for documents from Ms. Horne. Review and analysis of discussions with WHRZT regarding terms of equity conversion.	0.90	\$300.00	\$270.00
5/09/2017	WCS	Attention to investor inquiry. Attend conference call with Whrzt, Silverwood, and EVP. Confer with Mario regarding same. Confer with Timothy McCole. Send correspondence regarding whether counsel for the SEC or Howard oppose engaging Mario Dolan to put together transaction for Whrzt. Review correspondence from Howard's counsel. Confer with Phil Bezanson regarding same. Confirm they are not opposed. Obtain reduced hourly rate from Mario. Set up follow up call with Silverwood and EVP. Review issues with Mario and circulate proposed methods for addressing Silverwood and EVP's concerns. Attention to correspondence with Brady Wyatt regarding Christine Horne. Attention to correspondence from Whrzt's counsel. Attention to correspondence from Mario regarding discussion points in anticipation of call. Further attention to service issues.	7.30	\$325.00	\$2,372.50
5/10/2017	NK	Communications with potential liquidators regarding Tu Flo + Elixr.	0.30	\$200.00	\$60.00
5/10/2017	WCS	Attend call with Mario Dolan, Whrzt, Silverwood, and EVP. Follow up calls with Whrzt and Mario Dolan	5.20	\$325.00	\$1,690.00

regarding same. Detailed attention to new suggested term sheet (subject to Court approval). Correspond with Darryl Cleveland regarding deal points and reasons terms changed.

5/11/2017	WCS	Conference with Mario Dolan, Darryl Cleveland, and Jim Nalley regarding restructuring Whrzt arrangement. Review materials circulated by Darryl Cleveland. Confer with Mario Dolan regarding same. Reach agreement on proposed terms. Draft, revise, edit motion for authority and proposed order regarding same. Circulate same to counsel for Whrzt Darryl Cleveland, Rob Long, and Timothy McCole.	7.70	\$325.00	\$2,502.50
5/12/2017	KDB	Finalize and file Receiver's Unopposed Motion to Retain Mario Dolan and email Order to Court. Finalize Receiver's Quarterly Fee Application for filing. Access DropBox to provide updated filings for addition to Receiver's Website.	0.50	\$125.00	\$62.50
5/12/2017	KDB	Finalize and file Unopposed Motion for Authority. Access DropBox to provide Unopposed Motion for Authority to be added to Receiver's Website.	0.30	\$125.00	\$37.50
5/12/2017	KJS	Preparation and revision of unopposed motion and order granting unopposed motion to retain transactional counsel for Receiver. Revision of proposed motion and order for authority to enter into WHRZT transaction. Review and analysis of communications between counsel regarding final terms. Confer with Receiver regarding agreement terms. Confer with process server and James Bell regarding service on Dovile Soblinskas. Correspondence to James Bell regarding acceptance of service. Confer with James Bell regarding same. Attention to updated communications to investors and updates to Receiver's website. Preparation of revised communication to investors.	1.90	\$300.00	\$570.00
5/12/2017	WCS	Confer with counsel for Rick Stahl regarding the motion for authority related to Whrzt. Forward information related to same. Correspond regarding obtaining appropriate documentation to draft transfer documents. Respond to inquiry from Whrzt's counsel. Finalize and file motion to retain Mario Dolan. Finalize and file	4.90	\$325.00	\$1,592.50

motion for authority to enter into transaction with Whrzt. Review initial due diligence request list sent to Whrzt.

5/15/2017	KJS	Review and analysis of lawsuit filed by Philip Hess against OE Capital and Patrick Howard. Preparation of correspondence to counsel regarding litigation stay and provisions of Order Appointing Receiver in connection with request for dismissal of lawsuit. Correspondence to counsel for Patrick Howard regarding same. Telephone conference with counsel regarding dismissal of lawsuit as to Receivership Defendants. Correspondence to counsel for Howard regarding updated status of dismissal.	0.90	\$300.00	\$270.00
5/15/2017	NK	Communications with potential liquidator regarding Tu Flo + Elixr.	0.10	\$200.00	\$20.00
5/15/2017	WCS	Attention to lawsuit filed by Phillip Hess. Review Order appointing receiver. Confer regarding same. Attention to investor inquiry. Attention to service issues created by Soblinskas counsel's refusal to meet process server or adequately respond to requests for waiver of service. Correspond with Rob Long. Attention to request from Soblinskas counsel.	4.00	\$325.00	\$1,300.00
5/16/2017	KJS	Confer with process server regarding status of service as to Dovile Soblinskas and attempts to serve Soblinskas and her counsel, as agreed. Preparation of correspondence to James Bell regarding service. Confer with James Bell regarding same. Telephone conference with counsel for Philip Hess regarding confirmation of dismissal of lawsuit.	0.80	\$300.00	\$240.00
5/16/2017	WCS	Attention to letter to Soblinskas counsel regarding service issues. Review motion for expedited discovery by Soblinskas.	1.20	\$325.00	\$390.00
5/17/2017	NK	Communications with potential liquidator regarding Tu Flo + Elixr.	0.10	\$200.00	\$20.00
5/17/2017	WCS	Attention to Whrzt deal. Review motion filed by Soblinskas counsel. Review and approve filings.	1.10	\$325.00	\$357.50

5/18/2017	NK	Confer with liquidator regarding other potential options.	0.50	\$200.00	\$100.00
5/18/2017	WCS	Confer with Rick Stahl and his counsel regarding receivership.	1.00	\$325.00	\$325.00
5/19/2017	KJS	Review and analysis of Patrick Howard's Response in Opposition to the Receiver's Motion to Show Cause.	0.50	\$300.00	\$150.00
5/19/2017	WCS	Review Patrick Howard's response to Court's order to show cause.	1.00	\$325.00	\$325.00
5/22/2017	WCS	Attention to motion to withdraw by James Bell. Attention to email regarding request for extension.	1.00	\$325.00	\$325.00
5/23/2017	KJS	Preparation of proposed order granting motion for authority as to WHRZT following expiration of objection period in motion.	0.20	\$300.00	\$60.00
5/23/2017	NK	Conduct research regarding confirming waiver of service	0.20	\$200.00	\$40.00
5/23/2017	WCS	Attention to response to Kelley Cash. Confer with Ramon Rodriguez regarding his engagement by Soblinskas. Confer with Rob Long and receive authorization from him to speak directly with Rick Stahl going forward.	1.50	\$325.00	\$487.50
5/24/2017	WCS	Draft and submit proposed orders for Dkt. 63 and 64. Attention to inquiry from Soblinskas's new counsel. Attention to investor inquiries.	3.00	\$325.00	\$975.00
5/25/2017	KJS	Telephone conference with investors regarding receivership activity.	0.20	\$300.00	\$60.00
5/25/2017	KJS	Review and analysis of Notice of Appearance of Counsel and Motion to Withdraw Movant's Motion for Expedited Discovery filed by Dovile Soblinskas and Affidavit of service. Review and analysis of communications and proposed terms of agreement between counsel for Soblinskas and Receiver.	0.50	\$300.00	\$150.00
5/25/2017	WCS	Confer with Ramon Rodriguez regarding representation of Soblinskas. Begin response in support of contempt motion. Correspond regarding Whrzt transaction.	2.80	\$325.00	\$910.00



5/26/2017	KJS	Telephone conference with Ray Jordan regarding receivership and notice to investors through receivership website. Correspondence to investor Ray Jordan regarding same. Confer with Receiver regarding interview of Dovile Soblinskas and reply to response by Christine Horne to motion to show cause.	0.40	\$300.00	\$120.00
5/26/2017	WCS	Draft response in support of contempt motion.	5.00	\$325.00	\$1,625.00
5/27/2017	KJS	Preparation for and meeting with Dovile Soblinskas and her counsel in furtherance of resolution of Receiver's notice and motion regarding contempt by Soblinskas. Participate in interview of Soblinskas regarding facts made basis of motion. Confer with counsel regarding terms for resolution. Review of emails produced by Soblinskas.	3.20	\$300.00	\$960.00
5/27/2017	WCS	Attention to correspondence from counsel to other investors in Unequal Technologies. Meet with Soblinskas and counsel and conduct factual interview regarding facts related to the contempt motions. Review documents produced by Soblinskas. Draft omnibus response.	5.50	\$325.00	\$1,787.50
5/29/2017	WCS	Attention to omnibus response in support of motion for contempt.	0.40	\$325.00	\$130.00
5/30/2017	KJS	Analysis of claims against former OE Capital professional advisors. Meeting with Dovile Soblinskas and her counsel regarding continued interview and testimony.	2.30	\$300.00	\$690.00
5/30/2017	NLM	Conduct legal research relating to Reply Brief in Support of Motion to Show Cause.	4.00	\$250.00	\$1,000.00
5/30/2017	SJM	Notarization of Affidavit of Dovile Soblinskas.	0.10	\$100.00	\$10.00
5/30/2017	WCS	Attention to potential claims by Receivership entities. Evaluate same. Review client files in connection with investigation. Draft omnibus response. Follow up meeting with Soblinskas and counsel regarding documents that were produced. Correspond with Court regarding opposition to James Bell's motion to	5.50	\$325.00	\$1,787.50

withdraw.

5/31/2017	NLM	Conduct additional research relating to reply brief in support of motion to show cause. Review and analyze affidavit testimony of Dovile Soblinskas to be used in reply brief. Email to Receiver regarding same. Draft initial brief and outline for reply brief.	2.50	\$250.00	\$625.00
5/31/2017	SJM	Review of Soblinskas Affidavit and other documents pertaining to same.	0.30	\$100.00	\$30.00
5/31/2017	WCS	Finalize response in support of contempt motion. Review and revise same. Prepare for conference with Court.	4.80	\$325.00	\$1,560.00
					Total Fees \$38,490.00

**Expenses**

<u>Description</u>	<u>Charges</u>
Postage - Certified Mail	\$5.69
Barns & Associates Inv.#28707	\$144.00
Postage - Stamp to mail check	\$0.46
Secretary of State - Documents #735954260002-3	\$2.00
Total Expenses \$152.15	
Total New Charges	\$38,642.15
Retained Balance from Previous Invoices	\$ 7,927.37
Balance Due <u><u>\$46,569.52</u></u>	