

MORRISON | FOERSTER

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MORRISON & FOERSTER LLP
NEW YORK, SAN FRANCISCO,
LOS ANGELES, PALO ALTO,
SAN DIEGO, WASHINGTON, D.C.
DENVER, NORTHERN VIRGINIA,
ORANGE COUNTY, SACRAMENTO,
WALNUT CREEK, CENTURY CITY
TOKYO, LONDON, BEIJING,
SHANGHAI, HONG KONG,
SINGAPORE, BRUSSELS

Edward L. Plank
Assistant to City Manager
City of San Diego
City Administration Building
202 C Street, MS 9A
San Diego, CA 92101

Manned

Taxpayer ID #94-0697210
Invoice Number: ~~4505814~~
Invoice Date: April 20, 2006

Client/Matter Number: 059825-0000001

Matter Name: PROJECT SAN DIEGO

RE: CONFIDENTIAL

For Professional Services Rendered and Disbursements Incurred through March 31, 2006

Current Fees
Current Disbursements

U.S. Dollars

66,665.00

132.99

Total This Invoice

66,797.99

Payment may be made by wire transfer to the firm's account

Bank of America - Main Branch San Francisco, CA 94104
Account # 1499401830 - ABA Routing # 026009593

Our billing statements are due and payable within thirty days of receipt. For your convenience, we have included a summary of your account balance on the last page of this invoice.

Billing questions may be directed to our Billing Hotline at (415) 268-6446 or (866) 314-5320

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059825-0000001
PROJECT SAN DIEGO

Invoice Number: 4505811
Invoice Date: April 20, 2006

Time Detail

Date	Services	Timekeeper	Hours	Value
01-Mar-2006	Work on [REDACTED]	Bayless, David B.	2.00	970.00
01-Mar-2006	Review [REDACTED] [REDACTED] review [REDACTED] [REDACTED] revise [REDACTED] [REDACTED] emails with counsel regarding PowerPoint presentation; address details regarding [REDACTED] address issues regarding [REDACTED] telephone calls with L. Witnondt regarding [REDACTED]	Greer, Kimberly S.	2.40	1,164.00
01-Mar-2006	Research regarding [REDACTED] [REDACTED] address issues regarding [REDACTED]	Marshall, Tyson E.	3.80	1,368.00
02-Mar-2006	Review and address [REDACTED] [REDACTED] revise [REDACTED] [REDACTED] review [REDACTED] emails with counsel regarding PowerPoint presentation and documents; begin [REDACTED] [REDACTED] forward [REDACTED] [REDACTED] generate [REDACTED]	Greer, Kimberly S.	2.90	1,406.50
03-Mar-2006	Continue to review and revise [REDACTED] review and highlight for redaction [REDACTED] [REDACTED] address issues regarding [REDACTED] [REDACTED] telephone calls with client regarding [REDACTED] complete review of [REDACTED] [REDACTED] draft [REDACTED] compare [REDACTED] prepare [REDACTED]	Greer, Kimberly S.	4.20	2,037.00
04-Mar-2006	Emails with T. Zaccaro regarding PowerPoint presentation.	Greer, Kimberly S.	0.10	48.50
05-Mar-2006	Work on [REDACTED]	Bayless, David B.	2.00	970.00
05-Mar-2006	Review [REDACTED] [REDACTED] begin review of [REDACTED] [REDACTED] emails with counsel regarding PowerPoint presentation.	Greer, Kimberly S.	1.80	873.00
06-Mar-2006	Work on [REDACTED] defense team meeting regarding same.	Bayless, David B.	8.00	3,880.00
06-Mar-2006	Attend meeting with counsel to finalize PowerPoint presentation at Alkin Gump offices in Los Angeles; review and revise [REDACTED] [REDACTED]	Greer, Kimberly S.	4.40	2,134.00

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059825-000001
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Date	Services	Timekeeper	Hours	Value
07-Mar-2006	Prepare for [REDACTED] to SEC offices and make presentation to SEC officials; follow up with K. Greer.	Bayless, David B.	8.00	3,880.00
07-Mar-2006	Prepare for [REDACTED] telephone calls with T. Zaccaro regarding PowerPoint presentation; attend presentation at SEC offices in Los Angeles; telephone call with client regarding [REDACTED] telephone call with L. Witmond regarding [REDACTED]; telephone call with D. Bayless regarding [REDACTED]	Greer, Kimberly S.	4.50	2,182.50
08-Mar-2006	Research regarding [REDACTED]	Marshall, Tyson E.	2.20	792.00
09-Mar-2006	Complete review of [REDACTED]; address issues regarding [REDACTED]; begin review of [REDACTED]	Greer, Kimberly S.	2.50	1,212.50
10-Mar-2006	Review and analysis of [REDACTED]	Bayless, David B.	3.00	1,455.00
10-Mar-2006	Complete review of [REDACTED] review [REDACTED] begin drafting [REDACTED]	Greer, Kimberly S.	3.20	1,552.00
3-Mar-2006	Outline [REDACTED]	Bayless, David B.	2.00	970.00
13-Mar-2006	Review [REDACTED] conference call with D. Bayless and S. Prosser regarding [REDACTED]	Greer, Kimberly S.	3.40	1,649.00
14-Mar-2006	Review [REDACTED]	Greer, Kimberly S.	3.30	1,600.50
15-Mar-2006	Review [REDACTED]	Greer, Kimberly S.	4.00	1,940.00
16-Mar-2006	Review [REDACTED]	Greer, Kimberly S.	4.10	1,988.50
17-Mar-2006	Continue drafting [REDACTED] telephone calls with client regarding [REDACTED] review and address [REDACTED]	Greer, Kimberly S.	3.00	1,455.00
20-Mar-2006	Begin work [REDACTED]	Bayless, David B.	2.00	970.00

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Date	Services	Timekeeper	Hours	Value
20-Mar-2006	Continue to draft [REDACTED] begin drafting [REDACTED]	Greer, Kimberly S.	4.00	1,940.00
21-Mar-2006	Discussion regarding [REDACTED]	Bayless, David B.	2.00	970.00
21-Mar-2006	Continue drafting [REDACTED] review and address [REDACTED] telephone call with client regarding [REDACTED] telephone call with C. Miller regarding interview; review [REDACTED] telephone call with C. Young regarding [REDACTED]	Greer, Kimberly S.	3.20	1,552.00
22-Mar-2006	Work on [REDACTED] work on [REDACTED] telephone call with counsel.	Bayless, David B.	2.50	1,212.50
22-Mar-2006	Continue to draft [REDACTED] participate in conference call with counsel for Councilmembers regarding SEC presentation and subpoena; telephone call with client regarding [REDACTED]	Greer, Kimberly S.	3.00	1,455.00
23-Mar-2006	Continued outline [REDACTED]	Bayless, David B.	1.50	727.50
23-Mar-2006	Continue to draft [REDACTED]	Greer, Kimberly S.	2.70	1,309.50
24-Mar-2006	Continued outline [REDACTED]	Bayless, David B.	1.00	485.00
24-Mar-2006	Continue to draft [REDACTED] review [REDACTED] telephone call with client regarding [REDACTED] telephone call with C. Miller regarding scheduling interview with Wilkie Farr; address issues regarding [REDACTED]	Greer, Kimberly S.	2.50	1,212.50
25-Mar-2006	Continue to draft [REDACTED]	Greer, Kimberly S.	0.90	436.50
26-Mar-2006	Continue to draft and revise [REDACTED]	Greer, Kimberly S.	0.60	291.00
27-Mar-2006	Work on [REDACTED]	Bayless, David B.	3.00	1,455.00
27-Mar-2006	Continue to draft and revise [REDACTED] telephone call with C. Young regarding [REDACTED] telephone call with client regarding [REDACTED] review and analyze [REDACTED] analyze [REDACTED] analyze [REDACTED]	Greer, Kimberly S.	3.30	1,600.50
28-Mar-2006	Work on [REDACTED]	Bayless, David B.	4.50	2,182.50
3-Mar-2006	Prepare for and attend meeting with T. Zaccaro and P. Naughton regarding various issues; draft [REDACTED] review and analyze [REDACTED]	Greer, Kimberly S.	3.00	1,455.00

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Date	Services	Timekeeper	Hours	Value
29-Mar-2006	Continued review and analysis [REDACTED]	Bayless, David B.	4.00	1,940.00
29-Mar-2006	Review and analyze [REDACTED] research and analyze [REDACTED] draft analysis [REDACTED] [REDACTED] address issues regarding [REDACTED]	Greer, Kimberly S.	2.80	1,358.00
30-Mar-2006	Continued review and analysis of [REDACTED]	Bayless, David B.	6.00	2,910.00
30-Mar-2006	Address issues regarding [REDACTED] [REDACTED] telephone call with T. Zaccaro regarding Willie Farr interviews; telephone call with L. Witmond regarding [REDACTED] review [REDACTED] [REDACTED] telephone call with client regarding [REDACTED] [REDACTED] address issues regarding [REDACTED]	Greer, Kimberly S.	3.80	1,843.00
31-Mar-2006	Continued review and analysis [REDACTED]	Bayless, David B.	5.00	2,425.00
31-Mar-2006	Continue to review [REDACTED] [REDACTED] draft [REDACTED] [REDACTED] review and revise [REDACTED] [REDACTED] telephone call with client regarding [REDACTED]	Greer, Kimberly S.	2.90	1,406.50
Total Fees				66,665.00

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Timekeeper Summary

No.	Name	Rate	Hours	Value
06900	David B. Bayless	485.00	56.50	27,402.50
11248	Tyson E. Marshall	360.00	6.00	2,160.00
11233	Kimberly S. Greer	485.00	76.50	37,102.50
TOTAL			139.00	66,665.00

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Disbursement Detail

<u>Date</u>	<u>Description</u>	<u>Value</u>
31-Mar-2006	Photocopies	124.53
31-Mar-2006	Air Freight	8.46
Total Disbursements		<u>132.99</u>
Total This Invoice		USD <u><u>66,797.99</u></u>

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For your convenience, we have listed below previous invoices on this matter which our records show as outstanding and the total balance due on this account. If you have already submitted payment, we appreciate your promptness. If your records are not in agreement, or if we can provide additional assistance, please call our Billing Department at (415) 268-6446 or (866) 314-5320.

Date	Invoice Number	Original Invoice Amount	Payments Applied	Amount Outstanding
18-Jan-06	4480901	USD 1,659.86	USD 0.00	USD 1,659.86
23-Feb-06	4490135	USD 12,045.00	USD 0.00	USD 12,045.00
29-Mar-06	4499204	USD 68,411.92	USD 0.00	USD 68,411.92