

Wallack Somers & Haas, P.C.  
One Indiana Square  
Suite 1500  
Indianapolis, IN 46204

Check: 1306  
Date: 10/21/2010  
Vendor: WALLAC01

Invoice	P.O. Num.	Invoice Amt	Prior Balance	Retention	Discount	Amt. Paid
See Transmittal Sheet for check detail.		55,534.11	55,534.11	0.00	0.00	55,534.11

THIS CHECK HAS A COLORED BACKGROUND AND CONTAINS MULTIPLE SECURITY FEATURES. SEE BACK FOR DETAILS.



Carmel Redevelopment Commission  
30 West Main Street  
Suite 220  
Carmel, IN 46032



001306

1306

DATE

AMOUNT

10/21/2010

\*\*\*\*\*55,534.11

PAY TO THE ORDER OF THE SUM OF FIFTY FIVE THOUSAND FIVE HUNDRED THIRTY FOUR DOLLARS AND 11 CENTS

Wallack Somers & Haas, P.C.  
One Indiana Square  
Suite 1500  
Indianapolis, IN 46204



⑈001306⑈ ⑆074014213⑆ 0087504111⑈

CARMEL REDEVELOPMENT COMMISSION

001306

Wallack Somers & Haas, P.C.  
One Indiana Square  
Suite 1500  
Indianapolis, IN 46204

Check: 1306  
Date: 10/21/2010  
Vendor: WALLAC01

Invoice	P.O. Num.	Invoice Amt	Prior Balance	Retention	Discount	Amt. Paid
See Transmittal Sheet for check detail.		55,534.11	55,534.11	0.00	0.00	55,534.11

Transmittal Sheet  
Carmel Redevelopment Comm

Wallack Somers & Haas, P.C.  
One Indiana Square  
Suite 1500  
Indianapolis, IN 46204

Check: 1306  
Date: 10/21/2010  
Vendor: WALLAC01

<u>Invoice</u>	<u>P.O. Num.</u>	<u>Invoice Amt</u>	<u>Prior Balance</u>	<u>Retention</u>	<u>Discount</u>	<u>Amt. Paid</u>
16412		1,460.65	1,460.65	0.00	0.00	1,460.65
Main and Meridian						
16413		6,657.53	6,657.53	0.00	0.00	6,657.53
116th and Guilford						
16414		9,625.03	9,625.03	0.00	0.00	9,625.03
general matters						
16415		246.26	246.26	0.00	0.00	246.26
P 10						
16416		923.76	923.76	0.00	0.00	923.76
P 12						
16417		76.88	76.88	0.00	0.00	76.88
P 14						
16418		246.25	246.25	0.00	0.00	246.25
P 16						
16419		230.64	230.64	0.00	0.00	230.64
P 2						
16420		492.51	492.51	0.00	0.00	492.51
P 21						
16421		123.13	123.13	0.00	0.00	123.13
P 4						
16422		1,230.63	1,230.63	0.00	0.00	1,230.63
P 49						
16423		5,611.90	5,611.90	0.00	0.00	5,611.90
P 5						
16424		400.63	400.63	0.00	0.00	400.63
P 51						
16425		215.63	215.63	0.00	0.00	215.63
P 62						
16426		12,090.70	12,090.70	0.00	0.00	12,090.70
P 7A						
16427		1,921.91	1,921.91	0.00	0.00	1,921.91
P 7B						
16428		10,718.80	10,718.80	0.00	0.00	10,718.80
P 7C						
16429		739.38	739.38	0.00	0.00	739.38
P 8						
16430		1,199.38	1,199.38	0.00	0.00	1,199.38
P 92						
16431		1,322.51	1,322.51	0.00	0.00	1,322.51
PTR						
		<u>55,534.11</u>	<u>55,534.11</u>	<u>0.00</u>	<u>0.00</u>	<u>55,534.11</u>

Wallack Somers & Haas, P.C.  
September 2010 Invoices

Invoice Date	Invoice Number	Account Number	Amount	Description
10/8/2010	16412	4460939	\$ 1,460.65	Main and Meridian
	16413	4460941	\$ 6,657.53	116th and Guilford
	16416	4460812	\$ 923.76	P 12
	16415	4460810	\$ 246.26	P 10
	16418	4460816	\$ 246.25	P 16
	16417	4460814	\$ 76.88	P 14
	16420	4460821	\$ 492.51	P 21
	16419	4460802	\$ 230.64	P 2
	16421	4460804	\$ 123.13	P 4
	16422	4460849	\$ 1,230.63	P 49
	16423	4460805	\$ 5,611.90	P 5
	16427	4460807	\$ 1,921.91	P 7B
	16424	4460851	\$ 400.63	P 51
	16425	4460862	\$ 215.63	P 62
	16430	4460892	\$ 1,199.38	P 92
	16429	4460808	\$ 739.38	P 8
	<b>Total</b>		<b>\$ 21,777.07</b>	
	16414	8340000	\$ 9,625.03	General Matters
	16431	8340000	\$ 1,322.51	PTR
	<b>Total</b>		<b>\$ 10,947.54</b>	

Wallack Somers & Haas, P.C.

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City of Carmel Redevelopment Commission  
One Civic Square  
Carmel, IN 46032

Oct 08, 2010


Matter: carmain  
Inv #: 16412

Attention: Mr. Les Olds

RE: Main and Meridian

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Sep-13-10	Attend to emails from S. Hardin.	JRS	0.25
Sep-14-10	Attend to project agreement issues; Conference with J. Shoup.	KPH	0.75
Sep-15-10	Project conference with L Olds; Attend to project issues; Attend to project agreement issues; Conference with J. Shoup; Emails.	KPH	0.75
	Conference with K. Haas, re: project agreement; Review and revise project agreement	JRS	1.50
Sep-16-10	Attend to project agreement issues; Emails.	KPH	0.50
Sep-21-10	Attend to project agreement issues; Meeting preparation; Prepare for and attend special meeting; Calls and emails.	KPH	0.75
Sep-28-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor team; Attend to tax appeal limitations; Meeting follow up.	KPH	0.25
	Totals		<hr/> 4.75

<b>Total Fees</b>	<b>\$1,460.65</b>
<b>Total Disbursements</b>	<b>\$0.00</b>
<b>Total Fees and Disbursements</b>	<b>\$1,460.65</b>
Previous Balance	\$6,350.05
Previous Payments	\$6,350.05
<b>Balance Due Now</b>	<b>\$1,460.65</b>

Director of Redevelopment / 4460939  


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City of Carmel

Oct 08, 2010

Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Matter: carmbond

Inv #: 16413

Attention: Mr. Les Olds

RE: 116th and Guilford

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-10-10	Conference call with B. Donaldson; Follow up on project issues.	KPH	0.25
Aug-17-10	Meeting preparation; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to Wabash Scientific memo re increment and bond issues and conditions developer must satisfy for Commission to proceed; Meeting follow-up.	KPH	0.50
Aug-19-10	Attend to developer conditions; Memo and email to S. Hardin.	KPH	0.50
Aug-24-10	Projects status meeting with J. Brainard, R. Carter, L. Olds, and other; Attend to response to developer conditions; Meeting follow-up; Attend to junior parity limitation and increment pledge issues; Conference call with B. Donaldson.	KPH	0.50
Sep-08-10	Calls and emails, re: project agreement; Attend to increment pledge issues; Conference with B. Donaldson, re: same.	KPH	0.50
Sep-15-10	Project conference with L Olds; Attend to project issues; Prepare for and attend Commission executive session; Attend to project agreement issues; Emails.	KPH	1.25
Sep-16-10	Attend to project agreement terms; Conference with J. Shoup.	KPH	1.25
	Conference with K. Haas, re: project agreement; Draft project agreement.	JRS	3.25
Sep-17-10	Attend to project agreement issues; Emails.	KPH	1.00
	Draft project agreement.	JRS	1.50
Sep-18-10	Consider increment split; Emails.	KPH	0.50

Sep-19-10	Consider developer requests; Emails.	KPH	0.50
Sep-20-10	Attend to project agreement issues, exhibits, increment split, and appeals limitations; Conference calls with Z. Weiss, M. Shaver, and B. Donaldson; Conference with J. Shoup; Emails.	KPH	4.00
	Attend to emails, re: project agreement; Conference with K. Haas, re: same; Review proposed exhibits to project agreement.	JRS	1.25
	Review emails from B. Donaldson and M. Worthley, re: Resolutions to amend prior resolutions; Review draft motions; Email M. Worthley, re: same.	RRW	0.25
Sep-21-10	Attend to project agreement issues; Meeting preparation; Prepare for and attend special meeting; Conference with J. Shoup; Calls and emails.	KPH	3.50
	Attend to emails, re: project agreement; Conference with K. Haas, re: same.	JRS	0.75
Sep-23-10	Attend to emails, re: project agreement and exhibits.	JRS	0.50
Totals			21.75
Total Fees			\$6,657.53
Total Disbursements			\$0.00
Total Fees and Disbursements			\$6,657.53
Previous Balance			\$307.51
Previous Payments			\$307.51
Balance Due Now			\$6,657.53

Director of Redevelopment /4460941



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City of Carmel

Oct 08, 2010

Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Matter::armparcel12

Inv #: 16416


Attention: Mr. Les Olds

RE: Parcel 12

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-04-10	Attend to garage turnover and conveyance issues; Calls and emails.	KPH	0.50
Aug-11-10	Attend to parking management and garage declarations.	KPH	0.50
Sep-08-10	Draft parking administration agreement.	RRW	2.00
Sep-09-10	Draft parking administration agreement; Email same to J. Buchanan.	RRW	0.50
Sep-14-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to increment recapture and parking issues.	KPH	0.25
Sep-28-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor team; Attend to parking use issues and Knabbe transaction; Meeting follow up.	KPH	0.25
Totals			4.00



<b>Total Fees</b>	<b>\$923.76</b>
<b>Total Disbursements</b>	<b>\$0.00</b>
<b>Total Fees and Disbursements</b>	<b>\$923.76</b>
Previous Balance	\$169.38
Previous Payments	\$169.38
<b>Balance Due Now</b>	<b>\$923.76</b>

Director of Redevelopment *14460812*  


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City of Carmel

Oct 08, 2010

Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Matter: carmparcel10


Inv #: 16415

Attention: Mr. Les Olds

RE: Parcel 10

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-17-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to installment contract payment process and deposits at UFB; Meeting follow-up.	KPH	0.25
Sep-23-10	Consider terms of property management agreement; Conference with R. Wilmering.	KPH	0.25
	Discuss property management agreement with K. Haas.	RRW	0.25
Sep-30-10	Telephone call with J. Stephenson, re: property management agreement.	RRW	0.25
	Totals		1.00
	<b>Total Fees</b>		<b>\$246.26</b>
	<b>Total Disbursements</b>		<b>\$0.00</b>
	<b>Total Fees and Disbursements</b>		<b>\$246.26</b>
	Previous Balance		\$66,586.48
	Previous Payments		\$66,586.48
	<b>Balance Due Now</b>		<b>\$246.26</b>

Director of Redevelopment

14460810  


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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Oct 08, 2010


Matter: carmparcel16  
Inv #: 16418

Attention: Mr. Les Olds

RE: Parcel 16

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Sep-23-10	Review emails from J. Buchanan and M. Worthley, re: declaration and walk-up window; Telephone call with M. Worthley, re: same and unit 1 purchase agreement.	RRW	0.25
Sep-24-10	Telephone call with M. Worthley, re: unit 1 purchase agreement.	RRW	0.25
Sep-28-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor team; Attend to unit 1 sale and unit 2 sale; Meeting follow up; Conference with R. Wilmering.	KPH	0.50
Totals			1.00
<b>Total Fees</b>			<b>\$246.25</b>
<b>Total Disbursements</b>			<b>\$0.00</b>
<b>Total Fees and Disbursements</b>			<b>\$246.25</b>
Previous Balance			\$893.14
Previous Payments			\$893.14
<b>Balance Due Now</b>			<b>\$246.25</b>

Director of Redevelopment

1446 08/16  


Wallack Somers & Haas, P.C.

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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Oct 08, 2010

Matter: carmparcel14  
Inv #: 16417

Attention: Mr. Les Olds

RE: Parcel 14

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Sep-28-10	Meeting preparation; Project status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to conversion of lease to option; Meeting follow up.	KPH	0.25
	Totals		0.25
	<b>Total Fees</b>		<b>\$76.88</b>
	<b>Total Disbursements</b>		<b>\$0.00</b>
	<b>Total Fees and Disbursements</b>		<b>\$76.88</b>
	Previous Balance		\$46.25
	Previous Payments		\$46.25
	<b>Balance Due Now</b>		<b>\$76.88</b>

Director of Redevelopment

14460814  


Wallack Somers & Haas, P.C.

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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Oct 08, 2010

Matter: carmparcel21  
Inv #: 16420

Attention: Mr. Les Olds

RE: Parcel 21

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-03-10	Meeting preparation; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to CAM payment and rent offset; Meeting follow-up.	KPH	0.50
Sep-15-10	Project conference with L Olds; Attend to project issues.	KPH	0.25
Sep-28-10	Meeting preparation; Project status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to conversion of lease to option and Knabbe transaction; Meeting follow up.	KPH	0.25
Sep-30-10	Review letter from W. Rosenbaum, re: condo documents; Email same to M. Worthley.	RRW	0.25
Oct-04-10	Telephone call with M. Worthley, re: letter from W. Rosenbaum and condo documents.	RRW	0.25
Oct-05-10	Review building and condo documents; Email W. Rosenbaum, re: same.	RRW	0.50
	Totals		2.00

<b>Total Fees</b>	<b>\$492.51</b>
<b>Total Disbursements</b>	<b>\$0.00</b>
<b>Total Fees and Disbursements</b>	<b>\$492.51</b>
Previous Balance	\$570.00
Previous Payments	\$570.00
<b>Balance Due Now</b>	<b>\$492.51</b>

Director of Redevelopment /4460821

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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032


Oct 08, 2010

Matter: carmparcel2  
Inv #: 16419

Attention: Mr. Les Olds

RE: Parcel 2

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-17-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to proposed Drees project and additional residential units; Meeting follow-up.	KPH	0.25
Sep-14-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to increment recapture and parking issues.	KPH	0.25
Sep-28-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor team; Attend to parking security; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to parking security; Meeting follow up.	KPH	0.25
Totals			0.75
Total Fees			\$230.64
Total Disbursements			\$0.00
Total Fees and Disbursements			\$230.64
Previous Balance			\$615.01
Previous Payments			\$615.01
Balance Due Now			\$230.64

Director of Redevelopment *14460802*  


Wallack Somers & Haas, P.C.

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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Oct 08, 2010

Matter: carmparcel4  
Inv #: 16421

Attention: Mr. Les Olds

RE: Parcel 4

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-31-10	Meeting Preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to parcel improvements and funding issues; Meeting follow-up. Review and reply to emails from C. Hagenow, re: motion for enlargement of time; Prepare same.	KPH	0.25
		RRW	0.25
	Totals		0.50
	Total Fees		\$123.13
	Total Disbursements		\$0.00
	Total Fees and Disbursements		\$123.13
	Previous Balance		\$92.50
	Previous Payments		\$92.50
	Balance Due Now		\$123.13

Director of Redevelopment / 4460804



Wallack Somers & Haas, P.C.

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City of Carmel

Oct 08, 2010

Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Matter: carmparcel49

Inv #: 16422

Attention: Mr. Les Olds

RE: Parcel 49

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Sep-13-10	Telephone call with P. Racher, re: draft notices to prior property owners and insurers.	RRW	0.25
Sep-15-10	Project conference with L. Olds; Attend to project issues.	KPH	0.25
	Prepare for and attend Commission executive session.	KPH	0.50
Sep-17-10	Telephone call with M. Worthley, re: chain of title of Carmel Lofts parcels; Review emails from K. Boren and M. Worthley, re: same.	RRW	0.25
Sep-20-10	Discuss letter to E. Ozdemir, re: streetscape contracts and closing on Parcel 92; Review and revise same.	RRW	0.25
Sep-23-10	Outline increment recapture; Memo and email to B. Donaldson.	KPH	1.00
Sep-28-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor team; Attend to project financing and funding; Attend to increment recapture; Meeting follow up; Attend to project, streetscape, and bond enhancement issues; Emails.	KPH	0.50
Sep-29-10	Attend to project, streetscape, and bond enhancement issues; Conference call with B. Donaldson; Multiple additional calls and emails.	KPH	1.00
Oct-04-10	Review email from P. Racher, re: draft demand letters; Review and comment on draft demand letters.	RRW	0.50
	Totals		4.50

<b>Total Fees</b>	<b>\$1,230.63</b>
<b>Total Disbursements</b>	<b>\$0.00</b>
<b>Total Fees and Disbursements</b>	<b>\$1,230.63</b>
Previous Balance	\$8,133.80
Previous Payments	\$8,133.80
<b>Balance Due Now</b>	<b>\$1,230.63</b>

Director of Redevelopment / 4460849  


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City of Carmel

Oct 08, 2010

Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Matter: carmparcel5

Inv #: 16423

Attention: Mr. Les Olds

RE: Parcel 5

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Sep-10-10	Attend to alternative developer/project financing arrangements; Attend to increment recapture.	KPH	1.50
Sep-14-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to project status and issues; increment recapture, alternative developer/project financing arrangements, fountain installation, office leases, and remaining CRC work.	KPH	1.00
Sep-15-10	Attend to alternative developer/project financing arrangements.	KPH	0.25
Sep-16-10	Attend to alternative developer/project financing arrangements.	KPH	0.25
Sep-17-10	Attend to alternative developer/project financing arrangements.	KPH	0.50
Sep-20-10	Attend to increment recapture; Review and analyze Pedcor information and projections.	KPH	1.50
Sep-21-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to work items and streetscape; Meeting follow-up.	KPH	0.50
Sep-27-10	Attend to increment recapture; Review D. Krohne spreadsheet.	KPH	0.75
Sep-28-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor team; Attend to fountain financing and funding, future phases and timing, parking security, streetscape, and conduits; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to project financing and funding; Meeting follow up; Attend to increment recapture; Calls and emails.	KPH	1.50

Sep-29-10	Attend to increment recapture; Review updated materials from D. Krohne; Attend to alternative developer/project financing arrangements.	KPH	1.50
Sep-30-10	Attend to increment recapture; Review materials from D. Krohne and increment projection from Umbaugh; Analyze increment recapture; Prepare spreadsheet.	KPH	1.75
Oct-01-10	Attend to modeling of increment recapture; Review, revise, and extend spreadsheet; Memo and email to D. Krohne.	KPH	1.50
	Attend to emails, re: 3rd amendment to Regions collateral assignment and related documents; Draft additional installment contract; Review and revise amendment documents; Prepare execution copies and send out.	JRS	2.25
Oct-04-10	Attend to modeling of increment recapture; Review, revise, and extend spreadsheet; Prepare for Tuesday meeting with B. Cordingley and D. Krohne.	KPH	2.50
Oct-05-10	Meeting preparation; Weekly projects meeting with B. Cordingley, D. Krohne, and Pedcor projects team; Attend to funding of remaining improvements, garage turnover, and utility meeting; Attend to increment recapture analysis and issues; Projects status meeting with R. Carter, L. Olds, and others; Attend to increment recapture analysis and issues; Meeting follow up.	KPH	1.00
Totals			18.25
<b>Total Fees</b>			<b>\$5,611.90</b>
<b>Total Disbursements</b>			<b>\$0.00</b>
<b>Total Fees and Disbursements</b>			<b>\$5,611.90</b>
Previous Balance			\$4,381.90
Previous Payments			\$4,381.90
<b>Balance Due Now</b>			<b>\$5,611.90</b>

Director of Redevelopment *14460805*  


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Carmel, IN 46032

Oct 08, 2010

Matter: carmparcel7b  
Inv #: 16427

Attention: Mr. Les Olds

RE: Parcel 7B

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-10-10	Conference with L. Olds, re: funding for center green improvements.	KPH	0.25
Aug-17-10	Meeting preparation; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to amphitheater cost and funding source; Meeting follow-up.	KPH	0.25
Aug-24-10	Projects status meeting with J. Brainard, R. Carter, L. Olds, and other; Attend to bid packages and bidding issues; Attend to funding for center green; Attend to amphitheater cost and funding source; Meeting follow-up.	KPH	0.75
Sep-01-10	Attend to alternative developer/project financing arrangements; Consider funding alternatives.	KPH	1.00
Sep-03-10	Attend to alternative developer/project financing arrangements.	KPH	0.75
Sep-15-10	Project conference with L Olds; Attend to project issues.	KPH	0.25
	Prepare for and attend Commission executive session.	KPH	0.50
Oct-01-10	Attend to emails, re: 3rd amendment to Regions loan documents and related installment contracts; Draft additional installment contract; Review and revise amendment to documents; Prepare execution copies and send out.	JRS	2.25
Oct-05-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to loop road construction and construction staging; Meeting follow up.	KPH	0.25
	Totals		6.25

<b>Total Fees</b>	<b>\$1,921.91</b>
<b>Total Disbursements</b>	<b>\$0.00</b>
<b>Total Fees and Disbursements</b>	<b>\$1,921.91</b>
Previous Balance	\$76.88
Previous Payments	\$76.88
<b>Balance Due Now</b>	<b>\$1,921.91</b>

Director of Redevelopment 14460807  


Wallack Somers & Haas, P.C.

One Indiana Square  
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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Oct 08, 2010

Matter: Carmel51  
Inv #: 16424

Attention: Mr. Les Olds

RE: Parcel 51

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-07-10	Review email from M. Worthley, re: RFP; Telephone call with M. Worthley, re: same.	RRW	0.25
Aug-10-10	Meet with M. Worthley, re: RFP; Revise same; Email same to M. Worthley.	RRW	0.50
Aug-12-10	Review and reply to emails from M. Worthley, re: RFP; Revise same; Review and revise exhibit D.	RRW	0.50
Sep-09-10	Conference with R. Wilmering.	KPH	0.25
	Discuss draft RFP with K. Haas; Telephone call with M. Worthley, re: same.	RRW	0.50
	Totals		2.00
	<b>Total Fees</b>		<b>\$400.63</b>
	<b>Total Disbursements</b>		<b>\$0.00</b>
	<b>Total Fees and Disbursements</b>		<b>\$400.63</b>
	Previous Balance		\$369.38
	Previous Payments		\$369.38
	<b>Balance Due Now</b>		<b>\$400.63</b>

Director of Redevelopment *14460851*

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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Oct 08, 2010

Matter::armparcel62  
Inv #: 16425

Attention: Mr. Les Olds

RE: Parcel 62

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-03-10	Meeting preparation; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to building re-use and cost; Meeting follow-up.	KPH	0.25
Sep-16-10	Review and reply to email from D. Barker, re: liquor license; Email M. Worthley, re: same; Telephone call with M. Worthley, re: same.	RRW	0.25
Sep-23-10	Review email from D. Barker, re: liquor license agreement; Revise same; Email same to D. Barker.	RRW	0.50
Totals			1.00
<b>Total Fees</b>			<b>\$215.63</b>
<b>Total Disbursements</b>			<b>\$0.00</b>
<b>Total Fees and Disbursements</b>			<b>\$215.63</b>
Previous Balance			\$801.26
Previous Payments			\$801.26
<b>Balance Due Now</b>			<b>\$215.63</b>

Director of Redevelopment 14460862



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City of Carmel

Oct 08, 2010

Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Matter: carmparcel92


Inv #: 16430

Attention: Mr. Les Olds

RE: Parcel 92

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-09-10	Attend to project agreement issues; Review project agreement; Calls with L. Olds.	KPH	1.50
Aug-12-10	Attend to project and closing; Meeting with E. Ozdemir, re: same; Follow up on meeting issues.	KPH	0.50
Aug-23-10	Telephone call with M. Worthley, re: project agreement and VFW lease.	RRW	0.25
Sep-15-10	Prepare for and attend Commission executive session.	KPH	0.50
Sep-28-10	Meeting preparation; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Meeting follow up; Attend to project, closing, and bid compliance issues; Emails.	KPH	0.75
Sep-29-10	Attend to project, closing, and bid compliance issues; Conference call with B. Donaldson; Multiple additional class and emails.	KPH	0.50
	Totals		<hr/> 4.00

<b>Total Fees</b>	<b>\$1,199.38</b>
<b>Total Disbursements</b>	<b>\$0.00</b>
<b>Total Fees and Disbursements</b>	<b>\$1,199.38</b>
Previous Balance	\$123.13
Previous Payments	\$123.13
<b>Balance Due Now</b>	<b>\$1,199.38</b>

Director of Redevelopment *14460892*  


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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Oct 08, 2010

Matter: carmparcel8

Inv #: 16429

Attention: Mr. Les Olds

RE: Parcel 8

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Sep-13-10	Review email and draft notice of lease termination from M. Worthley; Review lease agreement and revise notice of lease termination; Telephone call with M. Worthley, re: same.	RRW	0.75
Sep-17-10	Telephone call with M. Worthley, re: termination of lease.	RRW	0.25
Sep-21-10	Prepare for and attend 4CDC meeting; Attend to tenant grants.	KPH	0.50
	Attend 4CDC board meeting.	RRW	1.75
Sep-28-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor team; Attend to termination of lease and tenant grants; Meeting follow up.	KPH	0.25
	Totals		3.50
	<b>Total Fees</b>		<b>\$739.38</b>
	<b>Total Disbursements</b>		<b>\$0.00</b>
	<b>Total Fees and Disbursements</b>		<b>\$739.38</b>
	Previous Balance		\$1,861.70
	Previous Payments		\$1,861.70
	<b>Balance Due Now</b>		<b>\$739.38</b>

Director of Redevelopment 14460808



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City of Carmel Redevelopment Commission  
One Civic Square  
Carmel, IN 46032

Oct 08, 2010

Matter: carmisc  
Inv #: 16414

Attention: Mr. Les Olds

RE: General Matters

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Sep-09-10	Telephone call with M. McVicker, re: Go-To-Girls contract.	RRW	0.25
Sep-13-10	Attend to administrative issues; Call with L. Olds.	KPH	0.25
Sep-14-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to Mercantile line of credit and attorney general opinion; Projects conference with L. Olds; Attend to treasurer transition issues and project sources and uses; Attend to administrative matters.	KPH	1.25
Sep-15-10	Project conference with L. Olds; Attend to administrative and budgeting issues; Prepare for and attend Commission executive session.	KPH	1.00
Sep-17-10	Attend to administrative matters; Calls.	KPH	0.25
Sep-20-10	Attend to administrative matters; Attend to Council opinions and issues; Conference call with B. Donaldson; Calls and emails.	KPH	2.00
	Review and reply to email from M. McVicker, re: Go 2 Girls contract.	RRW	0.25
Sep-21-10	Prepare for and attend 4CDC meeting; Attend to tenant grants and financial reports; Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to Mercantile line of credit, increment recapture, Estridge proposed transaction, and Council opinion and issues; Meeting follow-up.	KPH	1.75
Sep-22-10	Follow up on 4CDC meeting; Attend to Council opinion and issues; Financial analysis; Consider increment recapture;	KPH	5.50

	Assemble and analyze materials; Consider alternative deal structures; Extended memos and emails to J. Brainard, R. Carter, and L. Olds; Calls and Emails.		
Sep-23-10	Attend to administrative issues; Attend to treasurer transition; Attend to Council opinion and issues; Consider increment recapture; Assemble and analyze materials; Prepare financial analysis; Consider alternative deal structures; Extended memos and emails to J. Brainard, R. Carter, and L. Olds; Emails.	KPH	3.50
Sep-24-10	Review B&T opinion re Council budget approval; Suggest revisions to same; Calls and emails.	KPH	1.00
Sep-27-10	Prepare for meeting with C. Anker; Assemble materials; Attend to administrative matters; Conference call with L. Olds.	KPH	0.75
Sep-28-10	Meeting preparation; Meeting with C. Anker to review project financings and funding; Weekly projects meeting with B. Cordingley and Pedcor team; Attend to increment recapture and Mercantile line of credit; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to increment recapture, council opinions and issues, 4CDC accounting, and treasurer transition; Meeting follow up; Meeting with L. Olds, J. Higgins, and R. Swintz, re: 4CDC accounting, treasurer transition, fiscal plan preparation, CRC accounting procedures, and project financing and funding; Attend to Council opinions and issues; Attend to Estridge proposed transaction; Attend to treasurer transition and fiscal plan preparation; Calls and emails.	KPH	5.50
Sep-29-10	Attend to documents request, 4CDC accounting, treasurer transition, and fiscal plan preparation; Conference call with C. Coonrod; Attend to Estridge proposed transaction; Conference call with B. Donaldson; Additional calls and emails.	KPH	2.00
Sep-30-10	Attend to administrative matters; Attend to TIF report updates; Attend to council opinions and issues; Conference with R. Wilmering; Conference call with B. Donaldson; Emails.	KPH	1.00
Oct-01-10	Attend to Global Insight professional service contracts; Conference with R. Wilmering; Emails.	KPH	0.50
Oct-04-10	Attend to attorney general opinion; Attend to administrative matters; Attend to conflicts of interest issues; Attend to Council opinions and issues; Attend to project funding and budgeting; Calls and emails with R. Carter, L. Olds, and J. Worrell; Attend to Estridge proposed transaction; Conference call with B. Donaldson.	KPH	2.25
Oct-05-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to Mercantile line of credit and junior parity obligation cap; Projects conference with L. Olds; Attend to project funding and budgeting; Attending to Mercantile line of credit and interest	KPH	2.50

reserve; Projects status meeting with R. Carter, L. Olds, and others; Attend to Mercantile line of credit, Estridge proposed transaction, Council opinions and issues, conflicts of interest, and way finding signage; Meeting follow up; Attend to conflict of interest issues; Calls and emails with J. Worrell; Attend to administrative matters.

Totals	31.50
<b>Total Fees</b>	<b>\$9,625.03</b>
<b>Total Disbursements</b>	<b>\$0.00</b>
<b>Total Fees and Disbursements</b>	<b>\$9,625.03</b>
Previous Balance	\$5,597.52
Previous Payments	\$5,597.52
<b>Balance Due Now</b>	<b>\$9,625.03</b>

Director of Redevelopment / 834 0000

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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Oct 08, 2010

Matter: carmparty  
Inv #: 16431

Attention: Mr. Les Olds

RE: PTR

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-05-10	Attend to project, purchase, and loan issues; Consider alternative exit strategies; Meeting with D. Flaherty, re: same; Conference with R. Wilmering.	KPH	2.25
	Conference with R. Wilmering.	KPH	0.25
	Attend to utility responsibility under PTR agreement; Review PTR agreement; Discuss same with K. Haas.	RRW	0.50
Oct-05-10	Review notes and file; Meeting preparation; Meeting with D. Flaherty, C. Kirles, L. Olds, and M. Worthley; Outline terms for acquisition by F&C.	KPH	1.50
	Totals		4.50
	Total Fees		\$1,322.51
	Total Disbursements		\$0.00
	Total Fees and Disbursements		\$1,322.51
	Previous Balance		\$307.51
	Previous Payments		\$307.51
	Balance Due Now		\$1,322.51

Director of Redevelopment / 8340000  
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Wallack Somers & Haas, P.C.  
September 2010 Invoices

Invoice Date	Invoice Number	Account Number	Amount	Description
10/8/2010	16426	4460807	\$ 12,090.70	P 7
	16428	4460807	\$ 10,718.80	P7 C
		<b>Total</b>	<b>\$ 22,809.50</b>	



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City of Carmel

Oct 08, 2010

Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Matter: carmparcel7c

Inv #: 16428

Attention: Mr. Les Olds

RE: Parcel 7C

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Sep-09-10	Attend to sales tax issues; Attend to alternative developer/project financing arrangements.	KPH	0.75
Sep-10-10	Attend to alternative developer/project financing arrangements; Attend to energy center sale and parking revenue capitalization. Draft first amendment to office stacking declaration.	KPH JRS	1.50 1.00
Sep-13-10	Attend to energy center sale; Emails.	KPH	0.75
Sep-14-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to increment recapture, alternative developer/project financing arrangements, and design funding; Projects conference with L. Olds; Attend to energy center sale, land acquisition funding, reserve release requirements, and design funding; COP's status conference call with Oppenheimer, CFP, and CRC deal teams.	KPH	2.50
Sep-15-10	Attend to reserves and release requirements; Attend to alternative developer/project financing arrangements; Project conference with L. Olds; Attend to project issues; Prepare for and attend Commission executive session and regular meeting; Attend to energy center sale.	KPH	2.00
Sep-16-10	Attend to reserves and release requirements; Attend to alternative developer/project financing arrangements. Review and reply to email from B. Roeger, re: black box theater ownership and construction.	KPH RRW	1.50 0.25

Sep-17-10	Attend to alternative developer/project financing arrangements; Attend to reserves and release requirements; Conference with R. Wilmering.	KPH	1.25
	Review trust agreement and installment purchase contract; Calculate reserve requirement; Discuss same with K. Haas; Email N. Steinbart, re: same; Review email from N. Steinbart, re: same; Review email from R. Taylor, re: KeyBank disbursements and construction costs; Telephone calls with N. Steinbart and M. Worthley, re: same; Email N. Taylor, re: same.	RRW	1.75
Sep-20-10	Attend to parking revenue capitalization; Attend to energy center sale; Attend to amortization of extensions and retrofits; Attend to deal terms; Calls and emails. Review emails from J. Stephenson and R. Taylor, re: KeyBank loan disbursements; Telephone calls with M. Worthley, re: 4CDC meeting; Discuss same with K. Haas; Review and revise minutes and agenda; Draft meeting minutes; Emails with N. Steinbart, re: Oppenheimer reserve requirements.	KPH	2.00
		RRW	1.00
Sep-21-10	Prepare for and attend 4CDC meeting; Attend to project funding; Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Meeting follow-up.	KPH	0.75
Sep-22-10	Attend to parking revenue capitalization; Meeting with D. Lee, re: same; Attend to budget and sources reconciliation; Review notes and spreadsheet; Attend to project issues and approvals; Attend to draw processing; Conference call with J. Stephenson and B. Weddle.	KPH	3.00
Sep-24-10	Attend to energy center sale, parking revenue capitalization, and alternative developer/project financing arrangements; COP's status conference call with Oppenheimer, CFP, and CRC deal teams; Attend to energy center project application; Conference with R. Wilmering.	KPH	2.50
	Review email from K. Haas, re: Energy Center application for participation; Telephone calls with M. Worthley; Conference with K. Haas, re: same; Review application; Complete application; Email same to M. Worthley.	RRW	0.75
Sep-25-10	Attend to energy center sale issues; Emails.	KPH	0.50
Sep-27-10	Attend to energy center sale issues; Attend to energy center project application; Attend to project, funding, and operation issues; Conference call with J. Stephenson; Conferences with R. Wilmering.	KPH	2.50
Sep-28-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor team; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to energy center sale, parking revenue capitalization, project funding and financing, parking garage turnover, emergency communication, building security, and parking security;	KPH	1.25

	Meeting follow up; Attend to energy center project application; Conference with R. Wilmering.		
Sep-29-10	Attend to alternative developer/project financing arrangements.	KPH	0.25
Sep-30-10	Attend to email from C. Dick, re: naming rights for main stage theater.	JRS	0.25
Oct-01-10	Attend to energy center sale; COP's status conference call with Oppenheimer, CFP, and CRC deal terms; Follow up on conference call issues; Emails.	KPH	1.25
	Listen to voicemail message from K. Donat, re: energy center financing; Leave voicemail message for K. Donat, re: same; Telephone call with M. Worthley, re: survey; Email K. Boren, re: updated title commitment.	RRW	0.25
Oct-03-10	Attend to energy center deal structure, required agreements, and closing checklist; Extended memos and emails; Supplement and revise closing checklist.	KPH	4.00
Oct-04-10	Attend to energy center deal structure; Attend to Civic naming rights issues; Conference with R. Wilmering; Emails.	KPH	1.25
	Review emails from R. Woolery and K. Haas, re: energy center sale; Review closing timeline and checklist; Email checklist to M. Worthley; Discuss same with K. Haas.	RRW	0.50
Oct-05-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to garage turnover, and utility metering; Projects conference with L. Olds; Attend to parking revenue capitalization and energy center sale; Projects status meeting with R. Carter, L. Olds, and others; Attend to civic naming rights, energy center sale, and energy purchase agreements; Meeting follow up.	KPH	1.25
Oct-06-10	Telephone call with R. Woolery, re: status of draft installment purchase agreement; Email K. Haas and J. Shoup, re: same.	RRW	0.25

Totals	36.75
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<b>Total Fees</b>	<b>\$10,718.80</b>
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<b>Total Disbursements</b>	<b>\$0.00</b>
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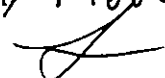
<b>Total Fees and Disbursements</b>	<b>\$10,718.80</b>
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Previous Balance	\$13,961.30
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Previous Payments	\$13,961.30
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<b>Balance Due Now</b>	<b>\$10,718.80</b>
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Director of Redevelopment

4460807  


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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Oct 08, 2010

Matter: carmparcel7a  
Inv #: 16426

Attention: Mr. Les Olds

RE: Parcel 7A

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-25-10	Attend to alternative developer/project financing arrangements; Attend to loan draws and contract payments.	KPH	1.25
	Review loan statement from Lake City; Telephone call with D. Lee, re: same.	RRW	0.25
Aug-26-10	Attend to alternative developer/project financing arrangements.	KPH	0.50
Aug-30-10	Review and reply to email from D. Samuels, re: Lake City wire transfers.	RRW	0.25
Aug-31-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to defect in fabricated materials; Meeting follow-up.	KPH	0.25
	Review and reply to email from M. Worthley, re: draft memo to M. Hollibaugh, re: sign package; Review and revise draft memo.	RRW	0.25
Sep-01-10	Attend to dome defect claim issues; Attend to alternative developer/project financing arrangements; Emails.	KPH	1.50
Sep-02-10	Review emails from B. Bogan and J. Shoup, re: Regions installment contract disbursements; Telephone calls with M. Worthley, re: same; Prepare form disbursement instructions; Emails same to M. Worthley; Email J. Stephenson, re: same.	RRW	0.75
Sep-09-10	Attend to sales tax issues; Attend to alternative developer/project financing arrangements.	KPH	0.75
	Review and reply to email from T. Cross; Telephone call with M. Worthley, re: purchase orders; Review and reply to emails from M. Worthley, re: sitescape and ownership of PAC; Telephone call with M. Worthley, re: same.	RRW	0.75

Sep-10-10	Attend to alternative developer/project financing arrangements.	KPH	1.00
	Prepare and send out execution copies of installment contracts and ancillary documents.	JRS	0.75
Sep-14-10	Projects conference with L Olds; Attend to project funding.	KPH	0.50
Sep-15-10	Attend to alternative developer/project financing arrangements; Attend to dome defect claims; Attend meeting with SSE representatives; Follow-up conference; Project conference with L. Olds; Attend to project issues; Prepare for and attend Commission executive session and regular meeting.	KPH	3.75
	Telephone call with M. Worthley, re: delay claims.	RRW	0.25
Sep-16-10	Attend to alternative developer/project financing arrangements; Conference with R. Wilmering.	KPH	0.50
	Telephone call with M. Worthley, re: disbursement requests; Discuss same with K. Haas; Review and reply to email from J. Stevenson, re: same; Update loan program spreadsheets.	RRW	1.50
Sep-17-10	Telephone call with M. Worthley, re: hardscape installment contract; Review email from M. Worthley, re: same; Email J. Sporleder and J. Stephenson, re: same; Review and reply to email from M. Lee, re: disbursement instructions; Prepare same; Attend to alternative developer/project financing arrangements.	KPH	1.25
	Draft installment contract and ancillary documents for box office, phone, and sound equipment.	JRS	3.00
Sep-20-10	Draft and send out installment contract and ancillary documents for box office, phone, sound, and phone equipment.	JRS	1.50
	Telephone call with M. Worthley, re: Gibraltar contact; Draft assignment of same.	RRW	0.75
Sep-21-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Meeting follow-up.	KPH	0.25
	Prepare and send out execution copies of installment contracts and ancillary documents (including certifications, opinions, and authority documents) for box office, phone, and sound equipment.	JRS	3.50
	Review and reply to emails from J. Shoup and M. Worthley, re: installment contract; Telephone calls with M. Worthley, re: personal injury lawsuit against CRC; Telephone call with J. Moland, re: same; Update loan program spreadsheets; Email H. Dickman, re: same; Telephone call with L. Matthes and H. Dickman, re: same; Telephone call with J. Stephenson, re: installment contracts.	RRW	1.50
Sep-22-10	Attend to Regions loan document modifications; Attend to project funding, bidding, and contract assignment; Conference call with J. Stephenson; Conference with R. Wilmering.	KPH	1.00

	Attend to emails, re: installment contract and ancillary documents; Conference with R. Wilmering.	JRS	0.25
	Discuss Regions additional million loan program and updated TIF projections with K. Haas; Discuss hardscape installment contract with J. Shoup; Email J. McClellan, re: same; Review installment contract documents; Draft amendment to hardscape installment contract; Review email from J. Stephenson, re: assignment of Gibraltar contract; Draft acknowledgment of assignment; Email same to J. Stephenson.	RRW	1.50
Sep-23-10	Review emails from M. Worthley, re: installment contracts; Telephone call with M. Worthley, re: same.	RRW	0.25
Sep-24-10	Compile executed installment contracts and ancillary documents and send to J. McClellan.	JRS	0.75
	Review email from M. Worthley, re: Van Ausdall contract and installment contract; Telephone call with M. Worthley, re: same.	RRW	0.25
Sep-27-10	Attend to post-closing items, re: box office installment contract and ancillary documents; Begin drafting installment contract for security equipment with ancillary documents.	JRS	2.50
Sep-28-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor team; Attend to Regions loan document modifications; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to project financing and funding, dome defect claims, Feinstein space build-out, equipment selections, emergency communications, and building security; Meeting follow up.	KPH	0.50
Sep-29-10	Attend to alternative developer/project financing arrangements.	KPH	0.25
	Telephone call from J. Stephenson, re: installment contracts.	JRS	0.25
	Review emails from M. Anderson and correspondence from contractors and engineers, re: chilled water piping insulation; Telephone call with M. Worthley, re: installment contracts; Review emails from M. Worthley and J. Shoup, re: same.	RRW	0.50
Sep-30-10	Attend to installment contract issues; Conferences with J. Shoup and R. Wilmering.	KPH	0.50
	Attend to installment contracts, together with ancillary documents; Attend to emails, re: same.	JRS	2.75
	Telephone calls with J. Stephenson and M. Worthley, re: installment contracts; Discuss same with K. Haas.	RRW	0.75
Oct-01-10	Attend to installment contract issues; Emails.	KPH	0.25
	Attend to emails, re: 3rd amendment to Regions loan documents and related installment contracts; Draft additional installment contract; Review and revise amendment documents; Prepare execution copies and send out.	JRS	2.25
	Review email from M. Worthley, re: Regions installment contracts; Prepare spreadsheet, re: same; Telephone call with M. Worthley, re: same.	RRW	0.75

Oct-04-10	Attend to JM Ferrell claim; Conference with R. Wilmering; Emails.	KPH	0.50
	Review emails from M. Anderson and K. Haas, re: JM Farrell claims; Review General Piping contracts; Discuss matter with K. Haas.	RRW	1.00
Oct-06-10	Attend to emails, re: 3rd amendment to Regions loan documents and related installment contracts.	JRS	0.25
	Review emails and correspondence from M. Anderson, re: JM Farrell claims; Telephone call with M. Anderson, re: same.	RRW	0.50
Totals			44.00
<b>Total Fees</b>			<b>\$12,090.70</b>
<b>Total Disbursements</b>			<b>\$0.00</b>
<b>Total Fees and Disbursements</b>			<b>\$12,090.70</b>
Previous Balance			\$11,060.39
Previous Payments			\$11,060.39
<b>Balance Due Now</b>			<b>\$12,090.70</b>

Director of Redevelopment / 4460807



Wallack Somers & Haas, P.C.  
August 2010 Invoices

Invoice Date	Invoice Number	Account Number	Amount	Description
9/10/2010	16285	4460808	\$ 1,861.90	P 8
	16280	4460816	\$ 893.14	P 16
	16274	4460939	\$ 6,350.05	Meridian and Main
	16269	4460849	\$ 8,133.80	P 49
	16268	4460805	\$ 4,381.90	P 5

**Total \$ 21,620.79**

16276 8340000 \$ 5,597.32 General Matters

**Total \$ 5,597.32**

**PAID SEP 16 2010**



Wallack Somers & Haas, P.C.

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Phone: 317/231-9000

Fax: 317/231-9900

City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Sep 10, 2010

Matter: carmparcel8

Inv #: 16285

Attention: Mr. Les Olds

RE: Parcel 8

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-03-10	Meeting preparation; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to tenant expansions and new tenants; Meeting follow-up.	KPH	0.25
Aug-04-10	Attend to setting up grant program; Conference with R. Wilmering.	KPH	1.00
	Conference with K. Haas, re: 4CDC grant program; Review statute; Draft 4CDC resolution and grant agreement between CRC and 4CDC.	RRW	2.00
Aug-10-10	8/10/2010	KPH	0.75
Aug-12-10	Conference with R. Wilmering.	KPH	0.25
	Draft resolution, re: 4CDC grant program; Discuss same with K. Haas.	RRW	0.50
Aug-16-10	Attend to 4CDC grant program; Prepare Commission resolution re grant program.	KPH	1.00
Aug-18-10	Attend to 4CDC grants; Calls and emails.	KPH	0.50
Aug-24-10	Projects status meeting with J. Brainard, R. Carter, L. Olds, and other; Attend to CRC office space and art gallery usage; Meeting follow-up.	KPH	0.25
Aug-31-10	Meeting Preparation; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to CRC office space and art gallery usage; Meeting follow-up.	KPH	0.25
Sep-07-10	Review emails from M. Kremery and R. Taylor, re: 4CDC meeting; Email M. Worthley, re: same.	RRW	0.25
Sep-08-10	Telephone call with M. Worthley and D. Cleveland, re: grant payment process; Attend to same.	RRW	0.25

Totals	<hr/> 7.25
<b>Total Fees</b>	<b>\$1,861.90</b>
<b>Total Disbursements</b>	<b>\$0.00</b>
<b>Total Fees and Disbursements</b>	<hr/> <b>\$1,861.90</b>
Previous Balance	\$400.00
Previous Payments	\$400.00
<b>Balance Due Now</b>	<hr/> <b>\$1,861.90</b>

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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Sep 10, 2010

Matter: Carmel parcel 16  
Inv #: 16280

Attention: Mr. Les Olds

RE: Parcel 16

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-03-10	Meeting preparation; Projects status meeting with J. Brainard, R. Carter, L Olds, and others; Attend to unit sales terms and issues; Meeting follow-up.	KPH	0.50
Aug-05-10	Conference with R. Wilmering.	KPH	0.25
	Discuss Unit 2 purchase agreement with K. Haas; Revise same; Email same to M. Napariu; Telephone call with M. Napariu, re: same.	RRW	0.50
Aug-06-10	Revise Unit 2 purchase agreement; Telephone call with M. Worthley, re: same.	RRW	0.25
Aug-10-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to unit sales; Meeting follow-up.	KPH	0.25
Aug-23-10	Draft Unit 1 purchase agreement; Email M. Worthley, re: same; Telephone call with M. Worthley, re: same.	RRW	1.75
Aug-26-10	Review emails from J. Brainard, R. Carter, and M. Worthley, re: Unit 1 purchase agreement; Telephone call with M. Worthley, re: same.	RRW	0.25
Aug-31-10	Meeting Preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to issues, re: unit sales; Meeting follow-up.	KPH	0.25
	Totals		4.00

<b>Total Fees</b>	<b>\$893.14</b>
<b>Total Disbursements</b>	<b>\$0.00</b>
<b>Total Fees and Disbursements</b>	<b>\$893.14</b>
Previous Balance	\$862.51
Previous Payments	\$862.51
<b>Balance Due Now</b>	<b>\$893.14</b>

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City of Carmel Redevelopment Commission  
One Civic Square  
Carmel, IN 46032

Sep 10, 2010

Matter: carmain  
Inv #: 16274

Attention: Mr. Les Olds

RE: Main and Meridian

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-02-10	Meeting preparation; Meeting with J. Scimia, S. Hardin, and J. Shoup; Negotiate project agreement terms.	KPH	1.50
Aug-03-10	Conference with L. Olds; Memos and emails to J. Scimia.	KPH	0.50
Aug-04-10	Attend to project agreement issues; Conference with J. Shoup.	KPH	0.50
	Conference with K. Haas, re: revisions to project agreement; Review and revise project agreement.	JRS	1.25
Aug-05-10	Attend to project agreement issues; Conferences with J. Shoup.	KPH	0.50
	Review and revise project agreement; Conference with K. Haas.	JRS	6.25
Aug-06-10	Attend to project agreement issues; Conferences with J. Shoup.	KPH	0.25
	Review and revise project agreement; Conference with K. Haas.	JRS	1.50
Aug-10-10	Conference call with B. Donaldson; Follow up on project issues.	KPH	0.25
Aug-11-10	Review and revise PILOT agreement.	JRS	0.25
Aug-13-10	Review and revise project agreement; Emails.	KPH	1.00
Aug-16-10	Attend to project agreement issues; Conference with J. Shoup; Emails.	KPH	0.50
	Review and revise project agreement; Conference with K. Haas.	JRS	1.25

Aug-18-10	Attend to junior parity limitation and increment pledge issues; Emails.	KPH	0.50
Aug-23-10	Conference with R. Wilmering.	KPH	0.25
	Telephone call with M. Worthley, re: status of project; Conference with K. Haas, re: notice to Browning under reimbursement agreement; Discuss same with K. Haas.	RRW	0.25
Aug-24-10	Attend to junior parity limitation and increment pledge issues; Conference call with B. Donaldson.	KPH	0.25
Aug-26-10	Attend to project agreement issues and S. Hardin comments to same; Conference with J. Shoup.	KPH	0.50
	Conference with K. Haas.	JRS	0.50
Aug-30-10	Attend to project agreement issues; Memo and email to S. Hardin; Conference with J. Shoup.	KPH	0.50
	Review and revise project agreement; Conference with K. Haas, re: same.	JRS	1.00
Aug-31-10	Attend to junior parity limitations and increment pledge issues; Review applicable documents; Analyze issues; Memo and email to B. Donaldson.	KPH	1.00
Sep-01-10	Attend to email from B. Donaldson, re: increment pledge and related covenants.	JRS	0.25
Sep-08-10	Attend to increment pledge issues; Conference with B. Donaldson, re: same.	KPH	0.25
Totals			20.75
<b>Total Fees</b>			<b>\$6,350.05</b>
<b>Total Disbursements</b>			<b>\$0.00</b>
<b>Total Fees and Disbursements</b>			<b>\$6,350.05</b>
Previous Balance			\$3,013.77
Previous Payments			\$3,013.77
<b>Balance Due Now</b>			<b>\$6,350.05</b>

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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Sep 10, 2010

Matter: carmparcel49

Inv #: 16269

Attention: Mr. Les Olds

RE: Parcel 49

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-11-10	Attend to parking management and garage declarations; Outline terms of same; Conferences with J. Shoup.	KPH	0.75
	Conference with K. Haas, re: revising parking management agreement to be a parking standards agreement.	JRS	0.25
Aug-12-10	Attend to TIF bond issues; Meeting with E. Ozdemir and J. Shoup, re: same; Follow up on meeting issues.	KPH	1.00
	Attend meeting with E. Ozdemir and K. Haas.	JRS	0.75
Aug-13-10	Telephone call with P. Racher, re: status of environmental claims.	RRW	0.25
Aug-16-10	Draft installment contract amendment; Telephone call with D. Williams, re: loan agreement amendment and corresponding installment contract amendment; Telephone call with J. McClellan, re: same.	JRS	2.00
Aug-17-10	Attend to parking standards issues; Conference with J. Shoup; Meeting preparation; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to project status and increment recapture; Meeting follow-up.	KPH	0.75
	Revise parking management agreement to be a parking standards agreement.	JRS	1.50
Aug-18-10	Revise parking management agreement to be a parking standards agreement.	JRS	1.25
Aug-19-10	Attend to parking standards issues; Conference with J. Shoup.	KPH	0.25
	Draft parking standards agreement.	JRS	3.75

Aug-23-10	Telephone call with M. Worthley, re: status of environmental claims.	RRW	0.25
Aug-24-10	Conference with K. Haas, re: allocation of parking garage costs; Draft parking standards agreement.	JRS	1.00
Aug-25-10	Attend to increment recapture issues; Consider bond issuance alternatives; Attend to garage declaration; Conference with J. Shoup.	KPH	1.00
	Draft parking standards agreement; Draft first amendment to access declaration.	JRS	3.50
Aug-26-10	Draft first amendment to access declaration; Draft plaza stacking declaration.	JRS	3.25
Aug-27-10	Attend to parking management standards and plaza declarations; Outline additional terms of same; Conference with J. Shoup; Attend to increment recapture issues; Consider alternative recapture structures.	KPH	0.75
	Draft plaza stacking declaration; Draft plaza standards agreement; Conference with K. Haas, re: same.	JRS	2.25
Aug-30-10	Attend to parking management standards; Conference with J. Shoup.	KPH	0.50
	Review and revise plaza stacking declaration; Draft plaza standards agreement; Conference with K. Haas.	JRS	1.50
Sep-07-10	Telephone call with P. Racher, re: status of environmental claims.	RRW	0.25
Totals			26.75
<b>Total Fees</b>			<b>\$8,133.80</b>
<b>Total Disbursements</b>			<b>\$0.00</b>
<b>Total Fees and Disbursements</b>			<b>\$8,133.80</b>
Previous Balance			\$553.76
Previous Payments			\$553.76
<b>Balance Due Now</b>			<b>\$8,133.80</b>



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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Sep 10, 2010

Matter: carmparcel5

Inv #: 16268

Attention: Mr. Les Olds

RE: Parcel 5

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-03-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to road work and streetscape improvements; Attend to form contracts for streetscape packages; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to prospective office users and projects; Meeting follow-up.	KPH	1.00
Aug-05-10	Attend to alternative developer/project financing arrangements.	KPH	0.50
Aug-06-10	Attend to alternative developer/project financing arrangements.	KPH	0.50
Aug-09-10	Attend to project funding.	KPH	1.00
Aug-10-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to inspections and issuance of occupancy certificates; Attend to road work and streetscape improvements; Attend to fountains and plaza improvements; Meeting follow-up.	KPH	0.75
Aug-11-10	Attend to parking management and garage declarations; Outline terms of same; Conferences with J. Shoup; Attend to alternative developer/project financing arrangements; Attend to increment recapture issues.	KPH	1.25
	Conference with K. Haas.	JRS	0.00
Aug-13-10	Consider alternatives for increment recapture; Consider alternative funding sources for road work and streetscape.	KPH	0.50
Aug-16-10	Attend to alternative developer/project financing arrangements; Attend to project status and funding.	KPH	0.50

Aug-17-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to roadway and streetscape improvements, fire safety issues, garage declaration issues, and funding for motorcourt improvements; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to recapture of increment, use of recaptured increment, garage security and safety issues, and garage turnover; Meeting follow-up.	KPH	1.50
Aug-19-10	Attend to alternative developer/project financing arrangements; Attend to project status and funding.	KPH	0.75
Aug-23-10	Attend to alternative developer/project financing arrangements; Attend to increment recapture issues.	KPH	0.50
Aug-24-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to increment recapture issues; Meeting follow-up.	KPH	0.50
Aug-25-10	Attend to alternative developer/project financing arrangements; Attend to loan draws and contract payments.	KPH	0.75
Aug-26-10	Attend to alternative developer/project financing arrangements.	KPH	0.50
Aug-27-10	Attend to increment recapture issues; Consider alternative recapture structures.	KPH	0.50
	Review comments from R. Brown to declarations; Review and revise access declaration and send out.	JRS	0.50
Aug-31-10	Review Pedcor increment projections and materials; Prepare preliminary outline of increment recapture; Meeting Preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to declaration issues, increment recapture, project status, construction, and leasing; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to increment recapture, project status, construction, and leasing; Meeting follow-up.	KPH	2.00
Sep-01-10	Attend to alternative developer/project financing arrangements; Consider increment recapture alternatives.	KPH	0.75
Totals			14.25
<b>Total Fees</b>			<b>\$4,381.90</b>
<b>Total Disbursements</b>			<b>\$0.00</b>
<b>Total Fees and Disbursements</b>			<b>\$4,381.90</b>
Previous Balance			\$4,182.53
Previous Payments			\$4,182.53
<b>Balance Due Now</b>			<b>\$4,381.90</b>

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City of Carmel Redevelopment Commission  
One Civic Square  
Carmel, IN 46032

Sep 10, 2010

Matter: carmisc  
Inv #: 16276

Attention: Mr. Les Olds

RE: General Matters

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-03-10	Review CRC financials; Prepare for Mercantile meeting; Meeting with J. Rush and Mercantile representatives re proposed additional line of credit; Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to Estridge proposal; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to treasurer transition issues and Estridge proposal; Meeting follow-up; Conference with L. Olds.	KPH	2.75
Aug-05-10	Attend to administrative matters.	KPH	0.25
Aug-06-10	Attend to administrative matters.	KPH	0.50
Aug-09-10	Attend to financial statements and treasurer transition issues; Attend to administrative matters; Calls and emails.	KPH	1.50
Aug-10-10	Prepare for and attend 4CDC board meeting; Meeting with F. Hoffman and R. Brown, re: Estridge proposal; Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to additional Mercantile line of credit and treasurer payment process; Meeting follow-up; Attend to administrative matters.	KPH	1.50
Aug-12-10	Attend to administrative matters; Calls.	KPH	0.50
Aug-13-10	Attend to budgeting and funding; Attend to sources and uses; Calls re same.	KPH	1.00
Aug-16-10	Attend to administrative matters; Attend to relocation of depository accounts; Prepare Commission resolution re depository accounts; Attend to Estridge proposal; Calls and emails.	KPH	1.25

Aug-17-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to additional Mercantile line of credit and 3rd Avenue redevelopment plans; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to Commission financial reporting, turnover of Commission funds to treasurer, treasurer transition issues, approval of grant program and funding, and CRC employee handbook; Meeting follow-up.	KPH	1.00
Aug-18-10	Attend to account and funds transfers; Memos and emails, re: same.	KPH	0.50
	Review emails from M. Worthley, re: draft CRC resolutions and motions; Review same; Email to M. Worthley, re: same.	RRW	0.25
Aug-19-10	Calls with L. Olds, re: various Commission matters; Follow up on same.	KPH	0.50
Aug-24-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to Mercantile additional line of credit, loan information required by treasurer, and Estridge proposal and related issues; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to projects appropriate for parks funding, funding for Global Insights study, Estridge proposal and related issues, general budgeting and funding issues, and CRC employee handbook; Meeting follow-up.	KPH	1.50
Aug-25-10	Attend to administrative matters; Attend to budgeting and funding; Attend to treasurer transition matters; Calls.	KPH	0.50
	Review emails from R. Taylor and B. Kimball, re: 4CDC checking account; Draft resolution, re: same; Email same to R. Taylor, M. Krcmery, and B. Kimball.	RRW	0.25
Aug-26-10	Project status and issues conference call with L. Olds.	KPH	0.50
Aug-30-10	Review draft motions for CRC special meeting; Email M. Worthley, re: same; Review email from M. Worthley, re: same; Telephone call with M. Worthley, re: same.	RRW	0.50
Aug-31-10	Meeting Preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to Estridge proposal and related issues; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to Estridge proposal and related issues, Attorney General opinion, and art and sculpture matters; Meeting follow-up.	KPH	0.50
Sep-01-10	Discuss proposed economic impact analysis of the PAC with K. Haas; Review letter from Global Insight, re: same; Telephone call with M. Worthley, re: same.	RRW	0.75
Sep-02-10	Attend to Estridge transaction issues; Attend to administrative matters; Emails.	KPH	0.50
	Review attorney general opinion, re: redevelopment commissions.	RRW	0.25
Sep-03-10	Attend to Estridge transaction issues; Emails.	KPH	0.25
Sep-07-10	Attend to administrative matters; Calls and emails.	KPH	0.50

Sep-08-10	Attend to administrative matters and Attorney General opinion; Review Attorney General opinion and consider implications of same; Conference with B. Donaldson, re: same.	KPH	1.50
	Totals		<hr/> 19.00
Jan-29-10	pre paid		0.00
	<b>Total Fees</b>		<b>\$5,597.52</b>
	<b>Total Disbursements</b>		<b>\$0.00</b>
	<b>Total Fees and Disbursements</b>		<hr/> <b>\$5,597.52</b>
	Previous Balance		\$720.03
	Previous Payments		\$720.03
	<b>Balance Due Now</b>		<hr/> <b>\$5,597.52</b>

Wallack Somers & Haas, P.C.  
August 2010 Invoices

Invoice Date	Invoice Number	Account Number	Amount	Description
9/10/2010	16289	4460807	\$ 11,060.39	P 7
	16272	4460807	\$ 13,961.30	P7 C
		<b>Total</b>	<b>\$ 25,021.69</b>	

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City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Sep 10, 2010

Matter: carmparcel7a  
Inv #: 16289

Attention: Mr. Les Olds

RE: Parcel 7A

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-03-10	Meeting preparation; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to closing with Lake City and availability of funds; Attend to closing of final Regions tranche and availability of funds; Attend to use of reserve funds; Attend to terms of PAC operating agreement; Outline same; Meeting follow-up; Conference with L. Olds.	KPH	1.25
Aug-05-10	Attend to alternative developer/project financing arrangements.	KPH	0.50
	Review and reply to emails from B. Roeger, re: Lake City loan documents; Telephone call with M. Worthley, re: PAC liquor license and ownership.	RRW	0.50
Aug-06-10	Attend to alternative developer/project financing arrangements.	KPH	0.50
	Draft minutes of 4CDC meetings and resolutions; Email same and financials to R. Taylor, M. Kremery, and B. Kimball; Review and reply to emails from K. Altice, re: requests for copies of construction contracts.	RRW	0.75
Aug-07-10	Conference with K. Haas, re: 4CDC meeting and agenda; Draft Lake City loan summary; Prepare for 4CDC meeting; Review email from M. Worthley, re: bids and specifications; Telephone call with M. Worthley, re: same.	RRW	1.25
Aug-09-10	Attend to project funding.	KPH	1.00
Aug-10-10	Conference call with B. Donaldson, re: use of reserves; Follow up on same.	KPH	0.25

Aug-11-10	Review and reply to email from M. Worthley, re: bid specifications; Telephone call with M. Worthley, re: same; Attend 4CDC board meeting.	RRW	2.25
	Attend to final tranche of Region loan program; Attend to installment contracts and related documents; Conference with J. Shoup; Attend to dome defect claims; Attend to alternative developer/project financing arrangements; Emails.	KPH	2.00
Aug-12-10	Review and reply to email from K. Haas, re: bid specifications; Discuss same with K. Haas; Telephone call with M. Worthley, re: same.	RRW	0.50
	Attend to final tranche of Region loan program; Attend to installment contracts and related documents; Conference with J. Shoup.	KPH	1.00
	Draft four installment contracts and related documents.	JRS	2.25
Aug-13-10	Consider alternatives for additional bridge financing and funding after Lake City loan.	KPH	0.50
	Draft four installment contracts and related documents.	JRS	6.75
Aug-16-10	Prepare certificates, opinions, and other documents ancillary to executing installment contracts and disbursing funds from Regions; Draft installment contract amendments to correspond with loan agreement amendments; Telephone call with J. McClellan, re: same.	JRS	3.50
Aug-17-10	Meeting preparation; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to streetscape and hardscape funding and construction and funding of concert hall café and Feinstein space; Meeting follow-up; Prepare for closing on installment contracts as part of Regions loan program; Attend to alternative developer/project financing arrangements; Attend to project status and funding.	KPH	2.75
	Prepare for closing on Regions installment contracts.	JRS	1.00
Aug-18-10	Draft amendments to Regions installment contracts and send out; Draft explanatory email to L. Sledge, re: structure of final tranche of Regions loan program; Draft letter to NBI for execution by L. Olds, re: disbursement of administrative fee to REI; Prepare for closing on installment contracts.	JRS	2.75
	Emails, re: Lake City checks and loan disbursements.	RRW	0.25
Aug-19-10	Attend to alternative developer/project financing arrangements; Attend to project status and funding.	KPH	0.75
	Prepare and send out execution copies of installment contracts and ancillary documents.	JRS	2.75
	Attend to Lake City disbursement form; Email same to D. Cleveland.	RRW	0.25
Aug-23-10	Attend to alternative developer/project financing arrangements; Attend to loan draws and contract payments.	KPH	0.75



Aug-24-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to coordinated marketing and signage program; Projects status meeting with J. Brainard, R. Carter, L. Olds, and other; Attend to bid packages and bidding issues, donation of limestone, and funding for settling dome defect claims; Meeting follow-up. Attend to emails, re: documents and disbursement instructions; Collate executed documents and send to J. McClellan for signature by Regions.	KPH	1.50
		JRS	3.00
Sep-10-10		KPH	
	Totals		40.50
	<b>Total Fees</b>		<b>\$11,060.39</b>
	<b>Total Disbursements</b>		<b>\$0.00</b>
	<b>Total Fees and Disbursements</b>		<b>\$11,060.39</b>
	Previous Balance		\$27,555.66
	Previous Payments		\$27,555.66
	<b>Balance Due Now</b>		<b>\$11,060.39</b>

Wallack Somers & Haas, P.C.

One Indiana Square  
Suite 1500  
Indianapolis, IN 46204

Phone: 317/231-9000

Fax: 317/231-9900

City of Carmel  
Carmel Redevelopment Commission  
30 West Main Street, Suite 220  
Carmel, IN 46032

Sep 10, 2010

Matter: carmparcel7c  
Inv #: 16272

Attention: Mr. Les Olds

RE: Parcel 7C

<u>FEES</u>	<u>EXPLANATION</u>	<u>ATTY</u>	<u>HRS</u>
Aug-03-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to loop road street name and building address; Attend to parking space availability; Meeting follow-up.	KPH	0.50
Aug-04-10	Attend to sources and uses reconciliation; Review notes and file.	KPH	1.00
Aug-05-10	Review email from M. Worthley, re: tax exemption; Discuss same with K. Haas; Telephone call with M. Worthley, re: same.	RRW	0.25
Aug-06-10	Attend to amendments to Regions loan program documents; Conferences with J. Shoup; Attend to alternative developer/project financing arrangements.	KPH	1.00
	Attend to comments, re: loan agreement amendments and second amendment to MLPA; Review and revise loan agreement amendments and second amendment to MLPA; Conference with K. Haas.	JRS	1.75
Aug-09-10	Attend to project funding and reconciliation of sources and uses; Attend to tax exemption for materials purchases; Emails.	KPH	1.50
Aug-10-10	Prepare for and attend 4CDC board meeting; Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to project bidding and construction savings; Meeting follow-up; Conference with L. Olds, re: energy center sale and parking revenue capitalization.	KPH	0.75
	Review and revise loan agreement amendments and second amendment to MLPA.	JRS	2.25

Aug-11-10	Attend to parking management and garage declarations; Outline terms of same; Conferences with J. Shoup.; Attend to sources and uses reconciliation; Conference with R. Wilmering; Meeting with J. Stephenson.	KPH	3.00
	Attend to emails, re: loan agreement amendments;	JRS	1.50
	Conference with K. Haas, re: required easements.		
	Discuss loan program net proceeds with K. Haas.	RRW	0.25
Aug-12-10	Review initial Oppenheimer term sheet for energy center sale; Consider alternative deal structures; Emails.	KPH	1.00
Aug-13-10	Review notes and file; Prepare for and participate in conference call with R. McGinley, re: energy center sale; Follow up on conference call issues.	KPH	1.50
	Review email from M. Worthley, re: Civic's use of garage;		
	Telephone call with M. Worthley, re: same; Email M. Worthley, re: same.	RRW	0.25
Aug-16-10	Attend to alternative developer/project financing arrangements; Attend to project status and funding.	KPH	0.50
	Emails, re: administrative fee and indemnification agreement for Oppenheimer deal.	RRW	0.25
Aug-17-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to work status, facade and equipment issues, Installment contract payment process, and payment of design fees; Projects status meeting with J. Brainard, R. Carter, L. Olds, and others; Attend to capitalizing parking revenues, signage location and package preparation, and garage turnover; Meeting follow-up.	KPH	0.75
Aug-19-10	Attend to alternative developer/project financing arrangements; Attend to project status and funding.	KPH	1.00
	Attend to administrative fee and indemnification agreement for Oppenheimer deal; Email L. Sledge, re: same.	RRW	0.25
Aug-23-10	Attend to alternative developer/project financing arrangements; Attend to energy center sale and parking revenue capitalization; Calls.	KPH	1.00
Aug-24-10	Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to payment of design fees, signage location and package preparation, and Civic matters; Projects status meeting with J. Brainard, R. Carter, L. Olds, and other; Attend to bid packages and bidding issues, energy center sale, and signage location and package preparation; Meeting follow-up.	KPH	0.75
Aug-25-10	Attend to alternative developer/project financing arrangements; Attend to energy center sale and parking revenue capitalization; Preliminary review of initial Oppenheimer term sheet; Attend to loan draws and contract payments; Emails.	KPH	2.00
Aug-26-10	Attend to alternative developer/project financing arrangements; Attend to energy center sale and parking revenue capitalization; Preliminary review of initial Oppenheimer term sheet; Emails.	KPH	1.00

Aug-27-10	Attend to energy center sale and Oppenheimer transaction; Conference call with D. Nelson, R. McGinley, and R. Woolery; Meeting with C. Dick, R. Sobera, M. Lasley, and CPAF staff, re: Civic naming, scheduling, usage, and operation issues; Conference with R. Wilmering.	KPH	3.25
	Review email from M. Worthley, re: site work contracts; Telephone call with M. Worthley, re: same; Discuss same with K. Haas; Email M. Worthley, re: same.	RRW	0.25
Aug-30-10	Attend to garage declarations; Conference with J. Shoup.	KPH	0.50
	Draft garage access declaration; Review executed documents in connection therewith; Conference with K. Haas.	JRS	2.25
Aug-31-10	Attend to garage declaration issues; Conferences with J. Shoup; Meeting preparation; Weekly projects meeting with B. Cordingley and Pedcor projects team; Attend to energy center sale and parking revenue capitalization; Meeting follow-up.	KPH	1.50
	Draft garage access declaration; Conference with K. Haas, re: same.	JRS	4.50
Sep-01-10	Attend to alternative developer/project financing arrangements; Consider parking revenue capitalization alternatives; Attend to garage declaration issues.	KPH	1.00
	Draft garage access declaration; Draft first amendment to office stacking declaration.	JRS	3.75
Sep-03-10	Attend to energy center sale issues; Emails.	KPH	0.25
Sep-07-10	Review Oppenheimer term sheet for energy center sale; Consider alternative deal structures; Calls and emails.	KPH	2.00
Sep-08-10	Conference call with J. Stephenson, L. Sledge, and J. Shoup; Attend to Oppenheimer term sheet; Conference with B. Donaldson, re: same; Prepare for and participate in conference call with D. Nelson, R. McGinley, R. Woolery, J. Ullom, J. Duffy, L. Matthes, and B. Donaldson; Outline alternative deal structures and address deal issues.	KPH	1.75
	Telephone call with J. Stephenson, L. Sledge, and K. Haas, re: installment contracts and administrative fee agreements; Attend to emails from L. Sledge, re: same.	JRS	1.00
Totals			46.00

<b>Total Fees</b>	<b>\$13,961.30</b>
<b>Total Disbursements</b>	<b>\$0.00</b>
<b>Total Fees and Disbursements</b>	<b>\$13,961.30</b>
Previous Balance	\$2,460.65
Previous Payments	\$2,460.65
<b>Balance Due Now</b>	<b>\$13,961.30</b>