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Tax ID # 95-2157337

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SAN DIEGO
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WALNUT CREEK
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TOWN OF APPLE VALLEY
ATTN: LA VONDA PEARSON
14955 DALE EVANS PARKWAY
APPLE VALLEY, CA 92307-3061

April 5, 2011
Invoice 649597
JEB
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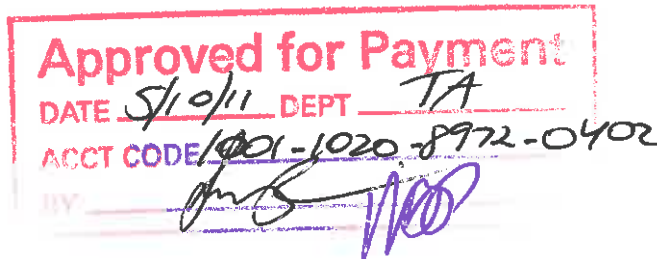
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INVOICE SUMMARY

For Professional Services Rendered Through March 31, 2011:

Our Matter # 28314.0201A
Re: APPLE VALLEY RANCHOS WATER COMPANY

Current Fees:	\$ 74,111.00
Current Reimbursable Costs:	2,433.58
 Total Current Billings For This Matter:	 \$ 76,544.58



Margot
Rate
BRWC

INVOICE IS DUE AND PAYABLE UPON RECEIPT

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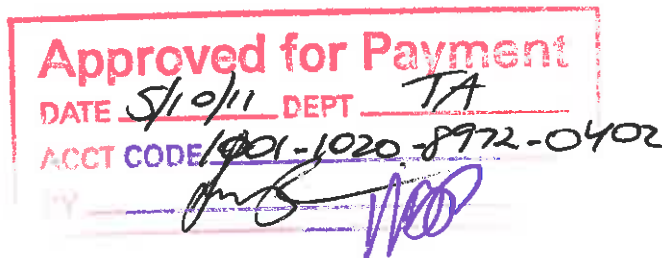
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Re: APPLE VALLEY RANCHOS WATER COMPANY

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
03/01/11	REVIEW [REDACTED]; FOLLOW-UP RE [REDACTED] [REDACTED] INTRA O/CONF W/ ATTY CWIERTNY RE [REDACTED] [REDACTED] EMAILS RE SAME [REDACTED] ASSOCIATE: CHARITY B. SCHILLER	1.40
03/01/11	T/CONF W/ ATTY HIRSCH RE [REDACTED] REVIEW [REDACTED] [REDACTED] STRATEGIZE W/ ATTYS BROWN AND DALLARDA RE [REDACTED] DRAFT [REDACTED] ASSOCIATE: KELLY CWIERTNY	7.20
03/01/11	REVIEW OF [REDACTED] ATTY HIRSH RE [REDACTED] [REDACTED]; REVIEW AND [REDACTED] REVIEW AND REVISIONS TO [REDACTED] REVIEW [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	
03/01/11	REVISE AND FINALIZE [REDACTED] [REDACTED]; E-MAIL CORRESP W/ MR. CRON AND ATTY BROWN REMITTING SAME [REDACTED] PARALEGAL: KRYSTEN STEELE	0.70
03/01/11	[REDACTED] ATTEND PUC HEARING; UPDATE ATTY CWIERTNY RE [REDACTED] [REDACTED]; DRAFT [REDACTED] [REDACTED] AND CIRCULATE TO TEAM; CONFER W/ ATTY CWIERTNY RE SAME; REVIEW AND DRAFT [REDACTED] ASSOCIATE: JESSICA L. HIRSCH	13.80
03/01/11	CONTINUE [REDACTED] REVIEW [REDACTED]; COMPOSE AND SEND NUMEROUS E-MAILS TO TOWN MANAGER; FINALIZE [REDACTED] [REDACTED] [REDACTED] COMPOSE AND SEND E-MAIL [REDACTED] TO TOWN CLERK RE [REDACTED] [REDACTED] PARTNER: JOHN E. BROWN	4.10

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
03/02/11	INTRA O/CONF W/ ATTY BROWN RE [REDACTED] [REDACTED] EMAILS RE SAME; REVIEW CORRESP RE [REDACTED]; FOLLOW-UP W/ ATTY HIRSCH RE [REDACTED]; DISCUSS [REDACTED] [REDACTED] W/ ATTY BROWN; T/CONF W/ ATTY WINTERSWYK RE [REDACTED]; REVIEW [REDACTED] [REDACTED]; INTRA O/CONF W/ ATTY CWIERTNY RE [REDACTED] EMAILS W/ ATTY DALLARDA RE SAME ASSOCIATE: CHARITY B. SCHILLER	1.80
03/02/11	CORRESPONDENCE W/ ATTYS BROWN, DALLARDA, SCHILLER AND HIRSCH RE [REDACTED] [REDACTED] T/CONF W/ MR. CRON RE [REDACTED] [REDACTED] RESEARCH [REDACTED] [REDACTED] EDIT [REDACTED] [REDACTED] REVIEW [REDACTED] RESEARCH [REDACTED] [REDACTED] REVIEW [REDACTED] ASSOCIATE: KELLY CWIERTNY	6.80
03/02/11	REVISE [REDACTED] T/CONFS W/ ATTY SCHILLER RE SAME; DRAFT EMAIL TO MR. ROBINSON RE SAME ASSOCIATE: ALISHA WINTERSWYK	1.20
03/02/11	[REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	3.80
03/02/11	INTRA O/CONF RE [REDACTED] PARTNER: KENDALL H. MACVEY	0.30
03/02/11	REVIEW [REDACTED] [REDACTED]; EDIT SAME; REVIEW [REDACTED] [REDACTED] ASSOCIATE: JESSICA L. HIRSCH	0.90
03/02/11	([REDACTED]) RESEARCH AND EXAMINE [REDACTED] [REDACTED] T/CONF W/ MR. HANDLER OF BARTLE WELLS RE SAME; E-MAIL CORRESP W/ MR. HANDLER AND ATTY DALLARDA RE [REDACTED] [REDACTED]; PREPARE [REDACTED] [REDACTED] AND REMIT TO ATTY BROWN PARALEGAL: KRYSTEN STEELE	1.50

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03/02/11	[REDACTED] [REDACTED] [REDACTED] PARTNER: JOHN E. BROWN	3.40
03/02/11	[REDACTED] REVIEW OF [REDACTED] [REDACTED]; CONF W/ ATTY BROWN RE SAME; REVIEW OF [REDACTED] [REDACTED]; PREPARE [REDACTED] [REDACTED]; CONF W/ ATTY CWIERTNY RE [REDACTED] [REDACTED] CONF W/ ATTY CWIERTNY RE [REDACTED] [REDACTED] REVIEW OF [REDACTED] [REDACTED] CONF W/ MR. HANDLER RE SAME TO [REDACTED] [REDACTED] REVIEW OF MEMORANDUM FROM ATTY CWIERTNY RE C [REDACTED] [REDACTED] REVIEW OF [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	2.70
03/03/11	REVIEW CORRESP TO AND FROM ALJ LEONG RE EX-PARTE ISSUES; DISCUSS SAME W/ ATTY CWIERTNY; REVIEW [REDACTED] [REDACTED] ASSOCIATE: CHARITY B. SCHILLER	0.70
03/03/11	([REDACTED]) EMAIL ALJ DE BERRY RE FOLLOW-UP TO PHC ISSUES; RESEARCH [REDACTED] [REDACTED] [REDACTED]; REVIEW [REDACTED] [REDACTED] CONTINUE DRAFTING [REDACTED] [REDACTED] ASSOCIATE: KELLY CWIERTNY	5.10
03/03/11	PREPARING FOR AND ATTENDING HEARING BEFORE PUBLIC UTILITY COMMISSION RE MERGER WITH WESTERN WATER; TRAVEL BACK FROM SAN FRANCISCO RE SAME PARTNER: PIERO C. DALLARDA	6.20
03/03/11	CONFERENCE W/ MR. ROBINSON RE [REDACTED] [REDACTED] CONF W/ ATTY PRICE RE [REDACTED] PARTNER: PIERO C. DALLARDA	0.20

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
03/03/11	PREPARATION FOR AND ATTENDANCE AT CPUC HEARING RE APPLICATION OF THE CARLYLE GROUP TO PURCHASE PARK WATER COMPANY (APPLE VALLEY RANCHOS WATER COMPANY) PARTNER: JOHN E. BROWN	8.40
03/04/11	([REDACTED]) CORRESPONDENCE W/ ATTYS BROWN, DALLARDA, SCHILLER AND HIRSCH RE [REDACTED] [REDACTED] ASSOCIATE: KELLY CWIERTNY	0.70
03/04/11	REVIEW EMAIL FROM ATTY BROWN RE [REDACTED] REVIEW [REDACTED] ASSOCIATE: ALISHA WINTERSWYK	0.70
03/04/11	CONF W/ MR. HANDLERS AT BARTEL WELLS RE [REDACTED] [REDACTED] REVIEW OF [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	1.80
03/04/11	REVIEW [REDACTED] [REDACTED] ASSOCIATE: JESSICA L. HIRSCH	0.10
03/04/11	T/CONF W/ ATTY BROWN RE [REDACTED] [REDACTED] ASSOCIATE: PARISSH A. KNOX	0.90
03/04/11	FOLLOW-UP ON [REDACTED] [REDACTED]; COMPOSE AND SEND NUMEROUS E-MAILS TO TOWN MANGER AND MR. CRON PARTNER: JOHN E. BROWN	2.90
03/04/11	REVIEW [REDACTED] [REDACTED] REVIEW [REDACTED] [REDACTED] [REDACTED] PREPARE [REDACTED] PARTNER: GLEN W. PRICE	4.50
03/06/11	REVIEW [REDACTED] [REDACTED]; EMAILS RE [REDACTED] FOLLOW-UP RE SAME ASSOCIATE: CHARITY B. SCHILLER	0.60
03/07/11	REVIEW [REDACTED]; PREPARE FOR AND PARTICIPATE IN MEETING W/ ATTYS BROWN AND DALLARDA RE [REDACTED] DRAFT EMAIL CORRESP TO ALJ LEONG; FOLLOW-UP RE SAME ASSOCIATE: CHARITY B. SCHILLER	2.20

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03/07/11	REVIEW [REDACTED] [REDACTED] [REDACTED] COMPOSE ND SEND NUMEROUS E-MAILS TO MR. ROBINSON AND MR. CRON RE [REDACTED] [REDACTED] [REDACTED] REVIEW [REDACTED] [REDACTED] FOLLOW-UP ON [REDACTED] [REDACTED] [REDACTED] REVIEW [REDACTED] [REDACTED] PARTNER: JOHN E. BROWN	4.70
03/07/11	([REDACTED]) REVIEW [REDACTED]; REVIEW [REDACTED] [REDACTED]; REVIEW [REDACTED] [REDACTED]; INTER O/CONF W/ PUC TEAM RE [REDACTED] [REDACTED] INTER O/CONF W/ PUC TEAM RE [REDACTED] REVIEW EMAIL FROM CONSULTANT RE [REDACTED] ASSOCIATE: KELLY CWIERTNY	3.10
03/07/11	TEAM MEETING TO DISCUSS [REDACTED] [REDACTED] PARTNER: GLEN W. PRICE	1.50
03/07/11	REVIEW [REDACTED] [REDACTED] FORWARD ON [REDACTED] TO TOWN MANAGER AND ASSISTANT TOWN MANAGER CRON, INCLUDING R [REDACTED] [REDACTED] PARTNER: JOHN E. BROWN	1.30
03/07/11	MEETING W/ ATTY BROWN AND ATTY DALLARDA RE [REDACTED] [REDACTED]; T/CONF AND E-MAIL CORRESP W/ MS. PEARSON RE [REDACTED] [REDACTED] PARALEGAL: KRYSTEN STEELE	1.90

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03/07/11	REVIEW OF [REDACTED]; REVIEW OF A [REDACTED]; [REDACTED]; REVIEW [REDACTED] [REDACTED] COMMUNICATIONS W/ MR. JORDAN AT PARK WATER COMPANY RE SAME. [REDACTED] REVIEW OF MR. HANDLER'S [REDACTED] [REDACTED] [REDACTED] REVIEW OF [REDACTED] [REDACTED] MEMORANDUM TO MR. ROBINSON RE [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	3.30
03/08/11	EMAILS RE [REDACTED] T/CONF W/ ATTY [REDACTED] ASSOCIATE: CHARITY B. SCHILLER	0.40
03/08/11	([REDACTED]) CONTINUE [REDACTED] REVIEW [REDACTED]; REVIEW [REDACTED]; ([REDACTED]) REVIEW [REDACTED] [REDACTED] ASSOCIATE: KELLY CWIERTNY	5.30
03/08/11	[REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	1.10
03/09/11	INTRA O/CONF W/ TOWN ATTY BROWN RE [REDACTED] [REDACTED] FOLLOW-UP W/ TOWN CLERK RE [REDACTED] [REDACTED] EMAILS RE SAME; INTRA O/CONF W/ ATTY [REDACTED] EXCHANGE EMAILS W/ ADMINISTRATIVE LAW JUDGE LONG RE PUBLIC PARTICIPATION HEARINGS; REVIEW [REDACTED] [REDACTED] ASSOCIATE: CHARITY B. SCHILLER	1.40
03/09/11	([REDACTED]) T/CONF W/ DRA ATTY BONDONNO RE DISCOVERY RESPONSES AND FOLLOW-UP TO DEFECTIVE NOTICE; [REDACTED] RESEARCH [REDACTED] ARRANGE [REDACTED] [REDACTED]; CORRESPONDENCE RE [REDACTED]; CORRESPONDENCE RE [REDACTED] ASSOCIATE: KELLY CWIERTNY	2.80

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03/09/11	[REDACTED] REVIEW OF [REDACTED]; CONF W/ ADMINISTRATIVE LAW JUDGE LONG RE PUBLIC HEARING; [REDACTED] [REDACTED] REVIEW OF [REDACTED]; [REDACTED] PARTNER: PIERO C. DALLARDA	1.80
03/10/11	([REDACTED]) CONTINUE DRAFTING [REDACTED]; BEGIN [REDACTED] [REDACTED]; CORRESPONDENCE W/ MESSRS. ROBINSON AND CRON RE [REDACTED]; BEGIN COORDINATION FOR [REDACTED] [REDACTED]; BEGIN COORDINATION FOR [REDACTED] [REDACTED]; TELEPHONE MESSAGE TO DRA ATTY SHEK RE DISCOVERY RESPONSES; INTER O/CONF W/ ATTY HIRSCH RE [REDACTED] [REDACTED] ASSOCIATE: KELLY CWIERTNY	6.60
03/10/11	T/CONF W/ PARALEGAL STEELE RE [REDACTED] [REDACTED]; REVIEW CORRESP FROM TOWN ATTY BROWN RE SAME; EXCHANGE CORRESP W/ ALJ LONG RE PRE-HEARING CONFERENCE SCHEDULE; INTRA O/CONF W/ ATTY CWIERTNY RE [REDACTED] ASSOCIATE: CHARITY B. SCHILLER	1.50
03/10/11	REVIEW OF [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	1.10
03/10/11	[REDACTED] BEGIN RESEARCH RE [REDACTED] [REDACTED] ASSOCIATE: JESSICA L. HIRSCH	0.40
03/10/11	[REDACTED] E-MAIL CORRESP AND T/CONF W/ MS. HEVLE RE [REDACTED] [REDACTED] FOLLOW-UP W/ ATTY SCHILLER RE SAME; E-MAIL CORRESP W/ ATTY CWIERTNY RE [REDACTED] BEGIN [REDACTED] [REDACTED] PARALEGAL: KRYSTEN STEELE	0.90
03/10/11	CONTINUE WORK ON [REDACTED] [REDACTED]; COMPOSE AND SEND NUMEROUS E-MAILS PARTNER: JOHN E. BROWN	3.20
03/10/11	CONF W/ ATTY BROWN AND ATTY CWIERTNY RE [REDACTED] [REDACTED] REVIEW AND REVISIONS TO [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	0.80

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03/11/11	REVIEW [REDACTED] [REDACTED] FOLLOW-UP RE RESEARCH ON SAME; EMAILS RE SAME; REVIEW [REDACTED] [REDACTED] ASSOCIATE: CHARITY B. SCHILLER	1.20
03/11/11	RESEARCH [REDACTED] [REDACTED] ASSOCIATE: PARISSH A. KNOX	2.00
03/11/11	REVIEW OF [REDACTED] [REDACTED] CONF W/ DIVISION OF RATEPAYER'S ADVOCATE RE PUBLIC HEARING DATE AND SCHEDULE PROPOSED BY APPLICANTS PARTNER: PIERO C. DALLARDA	1.80
03/14/11	([REDACTED]) E-MAIL CORRESP W/ MS. PEARSON AND MR. ROBINSON RE [REDACTED] [REDACTED]; FOLLOW-UP W/ ATTY BROWN AND ATTY DALLARDA RE [REDACTED] PARALEGAL: KRYSTEN STEELE	0.40
03/14/11	([REDACTED]) EXAMINE [REDACTED] [REDACTED]; E-MAIL CORRESP W/ MR. PROPP RE REVIEW OF DOCUMENTS PARALEGAL: KRYSTEN STEELE	0.40
03/14/11	[REDACTED] CONF W/ BARTLE WELLS RE [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	0.60
03/15/11	REVIEW CORRESP [REDACTED] EMAILS RE SAME; FOLLOW-UP RE [REDACTED]; T/CONF W/ TOWN ATTY BROWN RE [REDACTED] INTRA O/CONF W/ ATTY DALLARDA RE SAME AND [REDACTED]; RESEARCH SAME ASSOCIATE: CHARITY B. SCHILLER	1.40
03/15/11	[REDACTED] REVIEW [REDACTED] [REDACTED] INTER O/CONF W/ ATTY BRADSHAW RE [REDACTED] RESEARCH [REDACTED] BEGIN DRAFTING [REDACTED] [REDACTED] ASSOCIATE: KELLY CWIERTNY	7.80

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03/15/11	CONTINUE [REDACTED] [REDACTED] [REDACTED] [REDACTED] PARTNER: JOHN E. BROWN	3.80
03/15/11	([REDACTED]); RESEARCH [REDACTED] [REDACTED] CONFER WITH ATTY CWIERTNY ASSOCIATE 2: BEVERLY BRADSHAW	4.10
03/15/11	RESEARCH [REDACTED] AND DISCUSS W/ ATTYS DALLARDA AND BROWN PARTNER: GLEN W. PRICE	0.50
03/15/11	[REDACTED] REVIEW OF [REDACTED] [REDACTED] [REDACTED]; REVIEW OF [REDACTED] [REDACTED] REVIEW OF [REDACTED] [REDACTED] CONF W/ MR. CRON RE [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	1.90
03/16/11	REVIEW CORRESP RE [REDACTED] EMAILS RE [REDACTED] [REDACTED]; RESEARCH RE [REDACTED] [REDACTED] ASSOCIATE: CHARITY B. SCHILLER	1.30
03/16/11	[REDACTED] RESEARCH [REDACTED] [REDACTED] VIEW DOCUMENTARY RE [REDACTED] [REDACTED] [REDACTED] CREATE [REDACTED] [REDACTED] ASSOCIATE: KELLY CWIERTNY	6.30
03/16/11	RESEARCH RE [REDACTED] [REDACTED] RESEARCH RE [REDACTED] [REDACTED] ASSOCIATE 2: BEVERLY BRADSHAW	3.60
03/16/11	[REDACTED] REVIEW OF [REDACTED] [REDACTED] REVIEW OF [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	1.70

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
03/17/11	() CONTINUE DRAFTING AND EDITING ; RESEARCH CORRESPONDENCE W/ ATTY BRADSHAW RE ASSOCIATE: KELLY CWIERTNY	6.20
03/17/11	REVIEW AND REVISE PARTNER: GLEN W. PRICE	2.00
03/17/11	CONTINUE RESEARCHING ; CONTINUE ASSOCIATE 2: BEVERLY BRADSHAW	3.40
03/17/11	CONTINUE PREPARATION OF ; REVIEW, COMPOSE AND SEND NUMEROUS E-MAILS TO LEGAL TEAM MEMBERS RE PARTNER: JOHN E. BROWN	2.80
03/17/11	REVIEW AND REVISIONS TO MEMORANDUM TO ATTY CWIERTNY RE SAME. PARTNER: PIERO C. DALLARDA	2.10
03/18/11	RESEARCH FOR ASSOCIATE: MELISSA R. CUSHMAN	2.50
03/18/11	EDIT AND RESEARCH FILE AND SERVE SAME; REVIEW REVIEW CORRESPONDENCE W/ ATTYS BROWN, DALLARDA, PRICE AND SCHILLER RE SAME AND ASSOCIATE: KELLY CWIERTNY	6.10
03/18/11	REVIEW PARTNER: GLEN W. PRICE	1.00
03/18/11	INTRA O/CONF W/ ATTY CWIERTNY RE EXCHANGE EMAILS W/ ALJ LONG RE STATUS CONFERENCE ASSOCIATE: CHARITY B. SCHILLER	0.50

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
03/18/11	CONTINUE [REDACTED] COMPOSE AND SEND NUMEROUS E-MAILS TO TOWN MANAGER, MS. MARTIN AND MR. CRON RE [REDACTED] PARTNER: JOHN E. BROWN	3.90
03/18/11	REVIEW AND REVISIONS TO [REDACTED] [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	2.80
03/18/11	CONTINUE PREPARATION OF [REDACTED] [REDACTED] T/CONF ATTY EBERSOFF (PARK WATER COMPANY) RE MOJAVE WATER AGENCY APPROVAL OF SALE OF STOCK AND RELATED DISCOVERY ISSUES [REDACTED] PARTNER: JOHN E. BROWN	2.40
03/18/11	[REDACTED]: REVIEW OF [REDACTED] [REDACTED] [REDACTED] REVIEW OF [REDACTED] [REDACTED] OFFICE CONF W/ ATTY BROWN RE SAME; T/CONF W/ ATTY EBERSHOFF (CARLYLE), ATTY MATTES (RANCHOS) AND ATTY BROWN RE WATER RIGHT ISSUES AND PRODUCTION OF DOCUMENTS PARTNER: PIERO C. DALLARDA	1.60
03/20/11	REVIEW [REDACTED] EXCHANGE CORRESP W/ ADMINISTRATIVE LAW JUDGE LONG RE CASE MANAGEMENT CALL; EMAILS RE SAME; [REDACTED] ASSOCIATE: CHARITY B. SCHILLER	1.40
03/21/11	INTRA O/CONF RE [REDACTED] RESEARCH RE [REDACTED] PREPARE AND TRANSMIT [REDACTED] [REDACTED] PARALEGAL: DIANNA MARIE VALDEZ	0.40
03/21/11	REVIEW [REDACTED] [REDACTED] EMAILS RE SAME ASSOCIATE: CHARITY B. SCHILLER	0.20
03/21/11	REVIEW CORRESPONDENCE AND PREPARE FOR [REDACTED] [REDACTED] ASSOCIATE: KELLY CWIERTNY	1.10
03/21/11	[REDACTED] REVIEW OF [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	0.60

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
03/21/11	CONTINUE [REDACTED] [REDACTED] [REDACTED] PARTNER: JOHN E. BROWN	0.80
03/21/11	CONTINUE DRAFTING [REDACTED] T/CONF W/ ATTY BROWN; T/CONF W/ PUBLIC UTILITIES COMMISSION ASSOCIATE: PARISSH A. KNOX	3.20
03/22/11	[REDACTED] ATTEND [REDACTED] [REDACTED]; T/CONF W/ DRA ATTY SHEK RE DISCOVERY REQUESTS; PREPARE [REDACTED] [REDACTED]; BEGIN PREPARATION OF [REDACTED] [REDACTED] T/CONF W/ DRA ATTY BONDONNO RE DISCOVERY REQUESTS AND NOTICE ISSUES; CORRESPONDENCE TO ALJ DEBERRY RE DEFECTIVE NOTICE; [REDACTED] [REDACTED] ASSOCIATE: KELLY CWIERTNY	6.90
03/22/11	PREPARE FOR [REDACTED] [REDACTED] MAKE INQUIRY OF TOWN RE [REDACTED] FOLLOW-UP ON [REDACTED] REVIEW [REDACTED] FOLLOW-UP T/CONF W/ TOWN MANAGER RE [REDACTED]; REVIEW [REDACTED] [REDACTED] PARTNER: JOHN E. BROWN	3.10
03/22/11	REVIEW [REDACTED] [REDACTED]; T/CONF W/ ATTY DALLARDA RE SAME; INTRA O/CONF W/ ATTY CWIERTNY RE SAME; [REDACTED] [REDACTED] ISSUES W/ ATTY DALLARDA; EMAILS AND T/CONF W/ ATTY CWIERTNY RE [REDACTED] ASSOCIATE: CHARITY B. SCHILLER	4.10
03/22/11	REVIEW OF [REDACTED] REVISIONS; REVIEW OF [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	0.90
03/22/11	[REDACTED] STATUS CONFERENCE W/ ADMINISTRATIVE LAW JUDGE LONG AND INTERESTED PARTIES; CONF W/ ATTYS BROWN, SCHILLER AND CWIERTNY RE SAME PARTNER: PIERO C. DALLARDA	1.30
03/22/11	[REDACTED]; RESEARCH RE [REDACTED] [REDACTED] ASSOCIATE 2: BEVERLY BRADSHAW	2.60

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
03/23/11	REVIEW [REDACTED] ; BEGIN REVIEW OF [REDACTED] ASSOCIATE: KELLY CWIERTNY	1.20
03/23/11	FOLLOW-UP ON [REDACTED] [REDACTED] PARTNER: JOHN E. BROWN	1.30
03/23/11	REVIEW OF [REDACTED] ; REVIEW OF [REDACTED] [REDACTED] CONF W/ ATTY CWIERTNY RE SAME PARTNER: PIERO C. DALLARDA	1.30
03/23/11	REVIEW [REDACTED] DISCUSS W/ ATTY DALLARDA PARTNER: GLEN W. PRICE	0.40
03/23/11	CONTINUE RESEARCHING RE [REDACTED] [REDACTED] ASSOCIATE 2: BEVERLY BRADSHAW	0.60
03/24/11	REVIEW CORRESP [REDACTED] [REDACTED] FOLLOW-UP RE [REDACTED] EMAILS RE SAME; INTRA O/CONF W/ ATTY CWIERTNY RE SAME ASSOCIATE: CHARITY B. SCHILLER	0.90
03/24/11	[REDACTED] PREPARE AND SEND [REDACTED] [REDACTED] T/CONF W/ MS. STEELE RE [REDACTED] ASSOCIATE: KELLY CWIERTNY	3.40
03/24/11	[REDACTED] REVIEW OF [REDACTED] QUESTIONS [REDACTED] [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	1.60
03/24/11	CONTINUE [REDACTED] [REDACTED] ASSOCIATE 2: BEVERLY BRADSHAW	2.30

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
03/24/11	[REDACTED] E-MAIL CORRESP AND T/CONF W/ MR. REED RE [REDACTED] [REDACTED] FOLLOW-UP W/ ATTY CWIERTNY RE SAME; [REDACTED] [REDACTED] PARALEGAL: KRYSTEN STEELE	1.10
03/24/11	[REDACTED] RESEARCH AND EXAMINE [REDACTED] [REDACTED] [REDACTED] [REDACTED] E-MAIL CORRESP AND T/CONF W/ MS. HEVLE RE [REDACTED] T/CONF W/ MS. HOANG RE [REDACTED] [REDACTED] PARALEGAL: KRYSTEN STEELE	1.40
03/25/11	FINISH [REDACTED] [REDACTED] EMAILS RE [REDACTED] ASSOCIATE: CHARITY B. SCHILLER	0.50
03/25/11	REVIEW OF [REDACTED] REVIEW OF [REDACTED] PARTNER: PIERO C. DALLARDA	1.40
03/25/11	REVIEW [REDACTED] [REDACTED] EMAILS RE SAME ASSOCIATE: CHARITY B. SCHILLER	0.30
03/25/11	CONTINUE RESEARCH RE [REDACTED] [REDACTED] ASSOCIATE 2: BEVERLY BRADSHAW	0.80
03/27/11	REVIEW CORRESP RE [REDACTED] FOLLOW-UP RE [REDACTED] EMAILS RE SAME ASSOCIATE: CHARITY B. SCHILLER	0.30
03/28/11	[REDACTED] REVIEW CORRESPONDENCE RE [REDACTED] [REDACTED] ASSOCIATE: KELLY CWIERTNY	1.30
03/28/11	CONTINUE WORK ON [REDACTED]; REVIEW [REDACTED]; REVIEW [REDACTED] [REDACTED] REVIEW E-MAIL AND RESPOND TO E-MAIL FROM MS. MARTIN RE [REDACTED] PARTNER: JOHN E. BROWN	2.20

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
03/28/11	RESEARCH RE [REDACTED] [REDACTED] ASSOCIATE 2: BEVERLY BRADSHAW	2.10
03/28/11	CONF W/ MR. SCHMIDT AT BARTLE WELLS RE [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	0.20
03/29/11	READ [REDACTED] INTRA O/CONF W/ ATTY CWIERTNY RE SAME AND [REDACTED] [REDACTED] EMAILS RE SAME ASSOCIATE: CHARITY B. SCHILLER	1.00
03/29/11	[REDACTED] CONTINUE [REDACTED] CORRESPONDENCE W/ ATTYS MACVEY AND DIVEN RE [REDACTED] [REDACTED]; T/CONF W/ MR. SCHMIDT OF BARTLE WELLS RE [REDACTED] CORRESPONDENCE W/ OPPOSING COUNSEL RE DISCOVERY RESPONSES AND [REDACTED]; CORRESPONDENCE W/ ALJ LONG RE STATUS CONFERENCE; COMMUNICATION W/ ATTY BRADSHAW RE [REDACTED] [REDACTED] COMMUNICATION W/ ATTY BRADSHAW RE [REDACTED] [REDACTED] ASSOCIATE: KELLY CWIERTNY	6.80
03/29/11	REVIEW, AND FORWARD INFORMATION TO MR. SCHMIDT [REDACTED] [REDACTED] PARTNER: JOHN E. BROWN	1.10
03/29/11	[REDACTED] CONFER WITH ATTY CWIERTNY RE [REDACTED] [REDACTED] [REDACTED] BEGIN RESEARCH RE [REDACTED] [REDACTED] ASSOCIATE 2: BEVERLY BRADSHAW	0.80
03/30/11	[REDACTED] CONTINUE [REDACTED] [REDACTED]; BEGIN DRAFTING [REDACTED] [REDACTED] CORRESPONDENCE W/ ATTY MATTES RE DATA REQUESTS; REVIEW [REDACTED] [REDACTED] ASSOCIATE: KELLY CWIERTNY	4.30

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
03/30/11	COMPOSE AND SEND FOLLOW-UP E-MAIL [REDACTED] [REDACTED] [REDACTED] PARTNER: JOHN E. BROWN	0.80
03/30/11	[REDACTED] CONTINUE RESEARCH ON [REDACTED] [REDACTED] ASSOCIATE 2: BEVERLY BRADSHAW	1.40
03/31/11	REVIEW CORRESP FROM ALJ LONG; PARTICIPATE IN [REDACTED] [REDACTED]; T/CONF W/ ATTY BROWN RE [REDACTED] [REDACTED]; EMAILS RE SAME; T/CONF W/ ATTY WINTERSWYK RE SAME; REVIEW [REDACTED] [REDACTED] ASSOCIATE: CHARITY B. SCHILLER	1.90
03/31/11	T/CONF W/ ATTY SCHILLER RE [REDACTED] BEGIN REVIEW OF [REDACTED] [REDACTED] ASSOCIATE: ALISHA WINTERSWYK	1.20
03/31/11	CONF CALL W/ BARTLE WELLS RE [REDACTED]; WORK ON [REDACTED] [REDACTED] FOLLOW-UP ON [REDACTED] [REDACTED] T/CONF W/ MR. SCHMIDT AND ATTY CWIERTNY AND SCHILLER' [REDACTED] [REDACTED] PARTNER: JOHN E. BROWN	2.90
03/31/11	REVIEW OF [REDACTED] [REDACTED] PARTNER: PIERO C. DALLARDA	0.70
03/31/11	[REDACTED] T/CONF W/ MR. SCHMIDT AND ATTYS SCHILLER AND BROWN RE [REDACTED] [REDACTED] [REDACTED] ASSOCIATE: KELLY CWIERTNY	3.50

Summary of Fees:

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate/Hr</u>	<u>Amount</u>
JOHN E. BROWN	PARTNER	53.10	285.00	15,133.50
KENDALL H. MACVEY	PARTNER	0.30	285.00	85.50
PIERO C. DALLARDA	PARTNER	47.60	285.00	13,566.00

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<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate/Hr</u>	<u>Amount</u>
GLEN W. PRICE	PARTNER	9.90	285.00	2,821.50
ALISHA WINTERSWYK	ASSOCIATE	3.10	250.00	775.00
CHARITY B. SCHILLER	ASSOCIATE	25.00	250.00	6,250.00
MELISSA R. CUSHMAN	ASSOCIATE	2.50	250.00	625.00
PARISSH A. KNOX	ASSOCIATE	6.10	250.00	1,525.00
JESSICA L. HIRSCH	ASSOCIATE	15.20	250.00	3,800.00
KELLY CWIERTNY	ASSOCIATE	92.50	250.00	23,125.00
BEVERLY BRADSHAW	ASSOCIATE 2	21.70	235.00	5,099.50
DIANNA MARIE VALDEZ	PARALEGAL	0.40	150.00	60.00
KRYSTEN STEELE	PARALEGAL	8.30	150.00	1,245.00

Total Hours: 285.70

Total Fees for Professional Services \$ 74,111.00

Reimbursable Costs:

LOCAL TRAVEL

02/10/11	TRAVEL TO ONTARIO TO ATTEND MEETING REGARDING APPLE VALLEY RANCHOS WATER COMPANY - PIERO C. DALLARDA	20.40
02/22/11	TRAVEL TO APPLE VALLEY TO ATTEND APPLE VALLEY COUNCIL MEETING REGARDING APPLE VALLEY RANCHOS WATER COMPANY - PIERO C. DALLARDA	58.14
03/01/11	SOUTHWEST AIRLINE TRAVEL JESSICA HIRSCH 3/01/11 SAN FRANCISCO ATTEND HEARING TRAVEL - BANK OF AMERICA(JLH)	175.70
03/01/11	TRAVEL EXPENSE WHILE IN SAN FRANCISCO TO ATTEND PUC HEARING - JESSICA L. HIRSCH	88.43
03/02/11	SOUTHWEST AIRLINE TRAVEL PIERO DALLARDA 3/02-3/03/11 OAKLAND ATTEND HEARING - BANK OF AMERICA(PCD)	381.40
03/02/11	TRAVEL EXPENSE WHILE IN SAN FRANCISCO TO ATTEND PUC HEARING - PIERO C. DALLARDA	377.89
03/03/11	SOUTHWEST AIRLINE TRAVEL JOHN BROWN 3/02-3/03/11 SAN FRANCISCO ATTEND MEETING - BANK OF AMERICA(JEB)	253.40
03/03/11	HOTEL JOHN BROWN 3/02-3/03/11 SAN FRANCISCO ATTEND MEETING - BANK OF AMERICA(JEB)	150.61

SUBTOTAL: 1,505.97



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MISCELLANEOUS

03/01/11	OSCILLOSCOPE PICTURES; DVD FLOW - BANK OF AMERICA(JEB)	38.99
	SUBTOTAL:	38.99
03/31/11	LEXIS ONLINE RESEARCH	620.00
03/31/11	LEXIS PUBLIC RECORD SEARCH	50.00
03/31/11	PRINT COST	184.62
03/31/11	COLOR COPIES	34.00

Total Reimbursable Costs \$ 2,433.58

Total Current Billings For This Matter: \$ 76,544.58

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TOWN OF APPLE VALLEY
ATTN: LA VONDA PEARSON
14955 DALE EVANS PARKWAY
APPLE VALLEY, CA 92307-3061

April 5, 2011
Invoice 649597
JEB

INVOICE IS DUE AND PAYABLE UPON RECEIPT

INVOICE SUMMARY

For Professional Services Rendered Through March 31, 2011:

Our Matter # 28314.0201A
Re: APPLE VALLEY RANCHOS WATER COMPANY

Current Fees:	\$ 74,111.00
Current Reimbursable Costs:	2,433.58
Total Current Billings For This Matter:	\$ 76,544.58

To Pay by credit card, please complete the information below.

Credit Card Number
(Visa, MasterCard, Discover, American Express)

Expiration Date

Amount of Charge

Signature

Daytime Phone No.

PLEASE RETURN THIS COPY WITH YOUR REMITTANCE