

JENKINS & KLING, P.C.

10 South Brentwood
Suite 200
St. Louis, MO 63105-1694

Ph:314-721-2525

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43-1626878

Olive-Graeser TDD
c/o Pace Properties
1401 S. Brentwood, Suite 900
St. Louis, Missouri 63144

January 25, 2010

Attention: Steven F. Heitz

File # 2617-001
Inv #: 47384

RE: Corporate

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Dec-01-09	Telephone conference with S. Heitz re: bidding and contracting guidelines; research state law re: same to determine if publication of request for proposals is required.	1.20	\$186.00	NJN
F				
	Continue drafting letter to property owners and directors re: 12-16-09 meetings. Revise agendas for board and property owners' meetings. Exchange emails with A. Roark re: MoDOT appointing advisory directory to TDD board.	0.70	\$108.50	NJN
F				
	Review intergovernmental cooperation agreement between TDD and MoDOT forwarded by S. Heitz.	0.20	\$31.00	NJN
F				
	Forward notice of public hearing to City for posting. Revise script for public hearing.	0.20	\$31.00	NJN
F				
	Revise order forming TDD re: transcript of 12-03-09 public hearing to be kept in TDD records; forward revisions to City and MoDOT.	0.30	\$46.50	NJN
Dec-02-09	Review agendas and revisions to order.	0.80	\$192.00	SLK
F				
Dec-03-09	Prepare for public hearing on TDD formation.	1.10	\$170.50	NJN
F				

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	F	Continue reviewing MoDOT intergovernmental cooperation agreement.	1.90	\$294.50	NJN
	F	Telephone conference with S. Heitz re: public hearing tonight, MoDOT intergovernmental cooperation agreement, bidding and contracting guidelines.	0.60	\$93.00	NJN
	F	Continue preparing for first meetings of the board of directors and property owners.	0.60	\$93.00	NJN
	F	Attend and speak at public hearing on formation of TDD.	1.00	\$155.00	NJN
Dec-04-09	F	Review MoDOT intergovernmental cooperation agreement; conference re: lender assignment form requested.	1.20	\$288.00	SLK
	F	Review correspondence from Creve Coeur residents re: appointment of City board members and advisors. Review agreement for mutual support of road realignment between City and St. Louis County. Review TDD agreement re: TDD notes and bonds in preparation for discussion at first meetings.	0.90	\$139.50	NJN
	F	Update TDD records re: public hearing.	0.20	\$31.00	NJN
	F	Telephone call from S. Heitz requesting TDD legal fees for construction budget. Telephone conference with P. Nasi re: average annual legal fees for operating a TDD; correspondence with S. Heitz re: same.	0.90	\$139.50	NJN
	F	Review TDD Consent and Agreement required by First National Bank.	0.60	\$93.00	NJN
Dec-07-09	F	Review proposed lender consent document in detail.	1.20	\$288.00	SLK
	F	Review for TDD hearing.	0.50	\$117.50	MPS
	F	Continue reviewing TDD Consent and	1.50	\$232.50	NJN

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Agreement document First National Bank
requested TDD to execute.

	F	Prepare for evidentiary hearing on formation of TDD; telephone conference with S. Heitz re: same.	0.90	\$139.50	NJN
	F	Review transcript of public hearing for accuracy; update TDD records re: same.	0.20	\$31.00	NJN
Dec-08-09	F	Attend hearing on formation of TDD.	0.90	\$139.50	NJN
	F	Conference with S. Heitz re: documents for initial meetings of TDD board and property owners, bidding and contracting guidelines, and TDD consent and agreement.	0.60	\$93.00	NJN
	F	Update TDD records with formation order entered today.	0.20	\$31.00	NJN
	F	Continue preparing for initial board and property owners' meetings. Revise agenda re: bidding and contracting guidelines; revise resolutions and bylaws per S. Heitz comments; revise letter to property owners re: first meetings.	2.10	\$325.50	NJN
	F	Draft and revise resolution approving intergovernmental cooperative agreement between TDD and MoDOT.	0.50	\$77.50	NJN
Dec-09-09	F	Conference re: MoDOT intergovernmental cooperation agreement.	0.90	\$216.00	SLK
	F	Finalize meeting notice packets to property owners and City. Prepare notice of board and property owners' meetings to be posted at the City of Creve Coeur; forward same to city clerk.	0.90	\$139.50	NJN
	F	Exchange emails with S. Heitz re: review of TDD Consent and Agreement; recommendations to board re: approval; public meeting requirements.	0.30	\$46.50	NJN
	F	Review proposed cooperative agreement with MoDot to determine whether to recommend any	1.10	\$170.50	NJN

changes to the board. Draft redline of same for discussion purposes with A. Roark and S. Heitz.

Dec-10-09	Continue preparing redline of intergovernmental cooperation agreement with MoDOT; forward to S. Heitz for review and comment.	0.30	\$46.50	NJN
	Draft redline of TDD Consent and Agreement with First National Bank.	2.00	\$310.00	NJN
	Telephone conference and correspondence with P. Sutin re: information for article on TDD in this Saturday's Post-Dispatch. Telephone conference with S. Heitz re: same. Correspondence with S. Heitz re: bringing notary to 12-16-09 meetings.	0.70	\$108.50	NJN
	Review correspondence from C. Lumley re: materials for initial TDD meetings.	0.20	\$31.00	NJN
Dec-11-09	Correspondence with property owners re: meetings on the 16th. Telephone conference with S. Heitz re: intergovernmental cooperation agreement with MoDOT.	0.40	\$62.00	NJN
	Correspondence with C. Lumley re: comments to meeting packet. Revise resolutions and bylaws per his comments; draft correspondence with property owners re: same.	0.50	\$77.50	NJN
Dec-14-09	Correspondence with property owners re: 12-16-09 meetings. Review correspondence with C. Lumley re: his thoughts on whether TDD required to adopt conflict of interest policy of financial disclosure.	0.20	\$31.00	NJN
	Sunshine Law request to City of Creve Coeur for closed records policy, full copies of ordinances relating to TDD, including exhibits, and agreement for mutual support of road realignment. Exchange emails with city clerk re: same.	0.40	\$62.00	NJN
	Continue prepare redline of intergovernmental cooperation agreement with MoDOT; forward to A. Roark.	1.60	\$248.00	NJN

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	F	Continue preparing redline of TDD Consent and Agreement.	0.60	\$93.00	NJN
Dec-15-09	F	Continue preparing redline of TDD consent and agreement; forward to S. Heitz for review and comment.	0.70	\$108.50	NJN
	F	Prepare for 12-16-09 initial meetings of property owners and board of directors. Exchange emails with C. Lumley re: directors appointed by City; update TDD documents to incorporate same.	1.20	\$186.00	NJN
	F	Exchange emails with A. Roark re: conference call to discuss ICA with MoDOT. Correspondence with S. Heitz re: need letter agreement between TDD and Pace re: ICA.	0.30	\$46.50	NJN
Dec-16-09	F	Prepare for initial property owners' and board of directors meetings. Review S. Manolakas email re: questions for meeting; correspondence with S. Manolakas re: same.	0.80	\$124.00	NJN
	F	Attend property owners' and board of directors meetings.	2.70	\$418.50	NJN
	A	Correspondence with J. Beaudean re: contact for directors & officers liability insurance.	0.20	\$31.00	NJN
	F	Telephone call from D. Smith re: sales tax notice for posting at businesses. Update sales/use tax exemption application with officer information; prepare for submittal. Update TDD records with documents of property owners' and board meetings. Correspondence with Wolff and Credit Union re: need signed ballots and memo of agreement.	1.40	\$217.00	NJN
Dec-17-09	F	Correspondence with S. Heitz re: signing documents as chair.	0.20	\$31.00	NJN
Dec-18-09	F	Conference call with A. Roark and S. Heitz re: intergovernmental cooperation agreement with MoDOT.	1.10	\$170.50	NJN
	F	Review property owner's letter to tenants re:	0.20	\$31.00	NJN

TDD. Telephone conference with B. Biermann
re: need signed documents from Wolff.

	F	Review correspondence with D. Caldwell re: questions and comments on voting when Pace directors abstain. Legal research re: quorum and voting requirements for TDD, whether quorum of disinterested directors is required for vote on certain matters.	1.10	\$170.50	NJN
	F	Draft minutes of 12-16-09 property owners' and board of directors meetings. Revise resolutions as approved at board meeting.	3.00	\$465.00	NJN
Dec-19-09	F	Exchange emails with D. Caldwell re: question about Pace directors advocating for appointment of Heitz as executive director and chairman of the board.	0.20	\$31.00	NJN
Dec-21-09	F	Correspondence and telephone conference with credit union attorney re: need signed documents.	0.20	\$31.00	NJN
	F	Continue legal research re: vote absentions, recusal, quorum requirements when members abstain from voting. Draft memorandum re: same.	3.40	\$527.00	NJN
	F	Continue drafting and revising minutes of board of directors meeting.	0.50	\$77.50	NJN
	F	Prepare list of board members and contact information per request of Mark Perkins for City website and for mailing to Department of Revenue; exchange emails with board members re: same.	0.70	\$108.50	NJN
Dec-22-09	F	Conference re: quorum/vote question raised by D. Caldwell and research.	0.40	\$96.00	SLK
	F	Continue drafting letter to Missouri Department of Revenue enclosing documents required to begin collecting TDD sales tax. Draft certifications of sales tax resolution and election results for same; prepare documents to be submitted to DOR.	0.90	\$139.50	NJN

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	F	Continue legal research re: whether abstaining directors destroys a quorum. Prepare letter to board members re: Pace votes on resolutions appointing Pace as District's agent and bookkeeper. Draft correspondence with D. Caldwell re: propriety of votes on Resolutions 09-005 and 09-006 in response to his questions.	1.90	\$294.50	NJN
	F	Telephone conference with S. Heitz re: meeting with MoDOT, changes to ICA with MoDOT. Revise ICA per conversations with MoDOT; forward redline to A. Roark.	0.90	\$139.50	NJN
	F	Telephone conference with B. Biermann re: signatures on TDD documents; correspondence with J. Blanner re: same.	0.20	\$31.00	NJN
Dec-23-09	F	Correspondence with parties to District Development Agreement re: sending TDD's signature pages.	0.30	\$46.50	NJN
	F	Continue preparing package of documents for mailing to Department of Revenue. Conference with B. Biermann re: signing property owner documents. Finalize memorandum of District Development Agreement for recording.	0.50	\$77.50	NJN
Dec-28-09	F	Telephone conference with S. Heitz re: need final documents for submission to Department of Revenue today and scheduling board meeting to approve MoDOT agreement. Exchange emails with S. Heitz re: federal EIN for the District.	0.40	\$62.00	NJN
	A	Schedule board meeting for next week to approve MoDOT agreement; exchange emails and telephone calls with board members re: same. Review correspondence from board members re: contact information and update list for posting at City.	0.90	\$139.50	NJN
	F	Finalize and send packet of documents to Missouri Department of Revenue for collection of TDD sales tax.	0.40	\$62.00	NJN
	F	Sign resolutions and update TDD books and	0.70	\$108.50	NJN

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records with documents from initial board and property owners' meetings.

	F	Prepare application for federal employer identification number from IRS; exchange emails with S. Heitz re: same. Telephone conference with IRS re: special instructions for completing application on behalf of government entity.	0.80	\$124.00	NJN
	F	Telephone call from St. Louis County circuit court clerk re: filing and certifying unanimous petition, spreading on the records of the county council. Update motion, proposed order, and clerk certification re: clerk's instructions. Draft certification of unanimous petition.	0.60	\$93.00	NJN
	F	Draft letter agreement between Pace-Creve Coeur Associates, L.L.C. and the District re: intergovernmental cooperative agreement with MoDOT.	0.90	\$139.50	NJN
Dec-29-09	F	Finalize and submit application for EIN; correspondence with S. Heitz re: same.	0.40	\$62.00	NJN
	F	Continue drafting and revising letter agreement re: cooperative agreement with MoDOT and resolution approving the cooperative agreement and the letter agreement.	1.60	\$248.00	NJN
	F	Correspondence with property owners re: recorded memo of District Development Agreement and need business registration forms by January 20.	0.20	\$31.00	NJN
	F	Telephone conference with G. Krautman re: his review of our motion and proposed order entering results of election re: sales tax. Revise motion and order re: filing original unanimous petition with court instead of certified copy; correspondence with C. Lumley and A. Roark re: same.	0.40	\$62.00	NJN
Dec-30-09	F	Conference re: indemnity issues in Pace/District letter agreement.	0.30	\$72.00	SLK

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split
50/50

	F	Correspondence with board members re: signed resolutions and minutes from 12-16-09 board meeting. Finalize board packets for 01-04-10 meeting and forward to board members. Forward meeting notice to City for posting.	1.00	\$155.00	NJN
		Continue preparing for 01-04-10 board meeting. Draft and revise agenda and notice for same. Telephone conference and multiple emails with S. Heitz re: same. Review Pace redline of letter agreement re: intergovernmental cooperation agreement and revise same.	1.30	\$201.50	NJN
	F	Update TDD records with TDD documents executed to date. Forward documents to D. Ryan for posting on City of Creve Coeur website.	0.60	\$93.00	NJN
	F	Exchange emails with A. Roark re: board set to approve cooperative agreement; logistics of signature and delivery.	0.20	\$31.00	NJN
	F	Prepare sales tax notice for businesses within the District.	0.20	\$31.00	NJN
Dec-31-09	F	Correspondence with A. Roark responding to her request for explanation of need for Roadway Project to be dedicated first to City and then to the Mo. Highways and Transportation Commission; telephone conference with S. Heitz re: same.	0.70	\$108.50	NJN
	F	Review limited exemption from Missouri sales and use tax received from Missouri Department of Revenue.	0.20	\$31.00	NJN
		Totals	65.90	\$10,662.50	

DISBURSEMENTS

Disbursements

Receipts

		Photocopy Expense	153.60
		Postage Expense	62.83
		Westlaw Legal Research	224.19
Dec-11-09		Howser Court Reporting - Public Hearing held 12/3/09	188.50
Dec-15-09		City of Creve Coeur - records request	4.80

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Dec-23-09	St. Louis County Recorder of Deeds - Recording Fee	57.00	
	Totals	<u>\$690.92</u>	<u>\$0.00</u>
	Total Fees & Disbursements		<u>\$11,353.42</u>
	Previous Balance		\$5,356.62
	Previous Payments		\$0.00
	Balance Due Now		<u>\$16,710.04</u>

Legal fees:

Formation -	\$10,392.00 ①
Administrative -	<u>\$ 270.50</u>
Total	10,662.50

Costs:

Formation -	\$690.92 ①
Administrative -	<u>0</u>
Total	\$690.92

Σ ①'s = 11,082.92

Ent	Name	Acct No	Invoice	Date	P.O. Num	Reference	Amount	Discount	Net
1740	Pace Creve Coeur As	1875	47534	2/23/2010		Corporate	8,173.93	0.00	6,173.93

Payor: Pace-Creve Coeur Associates, LLC Date: 3/11/2010 Check No.: 1082 Check Amount: 6,173.93
Payee: Jenkins & Kling, P.C.

THE FACE OF THIS DOCUMENT HAS MICROPRINTING. DO NOT CASH IF MISSING. THE BACKGROUND WILL EXPOSE A HIDDEN VOID WHEN PHOTOCOPIED.

Pace-Creve Coeur Associates, LLC
% Pace Properties, Inc.
1401 S. Brentwood Blvd., Suite 900
St. Louis, MO 63144
(314)968-9898

First National Bank
St. Louis, MO 63105

80-460
810

Date: 3/11/2010 Check No.: 1082 Check Amount: \$6,173.93

Six Thousand One Hundred Seventy Three AND 93/100 DOLLARS

Pay to the order of:

VOID IF NOT CASHED WITHIN 180 DAYS WITHIN DATE OF ISSUE

Jenkins & Kling, P.C.
10 South Brentwood
Suite 200
St. Louis, MO 63105-1694

Copy

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43-1626878

Olive-Graeser TDD

c/o Pace Properties
1401 S. Brentwood, Suite 900
St. Louis, Missouri 63144

February 23, 2010

Attention: Steven F. Heitz

File # 2617-001
Inv #: 47534

RE: Corporate

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Jan-04-10	Telephone conference with S. Heitz re: quorum for TDD board meeting. Telephone conference and correspondence with A. Cundiff at Department of Revenue re: whether any districts overlap ours. Exchange emails with C. Lumley re: minutes of 12-16-09 meetings.	0.50	\$82.50	NJN
	Prepare for TDD board meeting. Revise agenda to add discussion of potential ratification or repeal of resolutions involving Pace Properties per suggestion of C. Lumley.	0.60	\$99.00	NJN
	Finalize and file motion to enter results of election by unanimous petition of property owners authorizing 1% sales tax.	0.50	\$82.50	NJN
	Continue updating TDD records with formation documents and documents from initial meetings.	0.90	\$148.50	NJN
	Attend TDD board of directors' meeting.	1.80	\$297.00	NJN
	Update TDD records with documents from 01-04-10 board of directors meeting.	0.30	\$49.50	NJN
	Draft minutes of 01-04-10 board of directors meeting.	0.60	\$99.00	NJN

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Jan-05-10	Continue drafting minutes of 01-04-10 TDD board of directors meeting; forward to board members for review and correction.	0.60	\$99.00	NJN
	Review correspondence from MoDOT re: cooperative agreement and conveyance of Roadway Project from City to Commission. Revise agreement re: same; forward redline to A. Roark for review and comment.	0.40	\$66.00	NJN
	Draft letter from City of Creve Coeur to MHTC confirming agreements re: conveyance of right-of-way; correspondence with A. Roark and C. Lumley re: same.	1.10	\$181.50	NJN
	Draft letter to S. Heitz re: exemption from Missouri sales and use tax on purchases; review statutes re: how the District can use the exemption.	0.40	\$66.00	NJN
Jan-06-10	Prepare map showing Olive/Graeser TDD and Olive Blvd. TDD per request of Missouri Department of Revenue; forward to A. Cundiff at DOR.	0.70	\$115.50	NJN
	Review comments of First National Bank to our redline of TDD Consent and Agreement; correspondence with G. Smith and C. Lumley re: potential note repayment issues if Pace is unable to fully complete Infrastructure Improvements.	0.90	\$148.50	NJN
	Correspondence with property owners re: need business registration forms from tenants for submitting to Missouri Department of Revenue. Telephone calls from tenants re: questions about registration forms and TDD sales tax.	0.50	\$82.50	NJN
	Prepare quarterly report the District is required to submit to the City per the District Development Agreement.	0.70	\$115.50	NJN
	Correspondence with A. Roark re: following up on cooperative agreement and letter from City re: conveyance of right-of-way. Correspondence with City re: status of letter to Commission.	0.30	\$49.50	NJN

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	F Telephone conference with C. Lumley re: his comments to TDD Consent and Agreement. Review District Development Agreement and TDD Consent and Agreement per his comments; draft revisions to TDD Consent and Agreement.	1.00	\$165.00	NJN
Jan-07-10	F Forward approved 12-16-09 board meeting minutes to M. Perkins. Exchange emails with A. Roark re: MoDOT cooperative agreement; finalize same; draft transmittal letter to A. Roark re: same; exchange emails with S. Heitz re: same.	0.90	\$148.50	NJN
	A Draft agenda for February board of directors meeting. Exchange emails with J. Beaudean re: D&O insurance. Telephone calls from tenants re: questions about business registration forms and when TDD sales tax becomes effective.	0.30	\$49.50	NJN
	A Continue drafting and revising quarterly report required by development agreement; correspondence with S. Heitz re: same. Review Pace quarterly report.	0.60	\$99.00	NJN
	A Draft letter to Pace reminding them of bidding and contracting and prevailing wage requirements, per request of Advisory Director D. Smith. Review bidding and prevailing wage obligations of District Development Agreement and cooperative agreement with MoDOT.	0.70	\$115.50	NJN
	A Forward documents to D. Ryan for posting on City website (minutes, resolutions, fully-executed District Development Agreement).	0.20	\$33.00	NJN
	F Continue revising TDD Consent and Agreement per C. Lumley and G. Smith comments.	1.80	\$297.00	NJN
Jan-08-10	F Prepare final MoDOT cooperative agreement for mailing to A. Roark.	0.40	\$66.00	NJN
	F Telephone call to tenant in District re: questions about sales tax collection. Review registration forms received from businesses.	0.20	\$33.00	NJN

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	A	Finalize and submit quarterly reports of Board of Directors and Pace due on 1/15/10; draft letter to M. Perkins re: same.	0.70	\$115.50	NJN
	F	Continue drafting revisions to TDD Consent and Agreement.	0.60	\$99.00	NJN
Jan-11-10	F	Continue revising TDD Consent and Agreement. Telephone call to G. Smith re: same.	1.20	\$198.00	NJN
	F	Telephone conference with tenant re: questions about TDD sales tax and collection of tax. Exchange emails with A. Roark re: when approval of project will be on MHTC agenda.	0.20	\$33.00	NJN
Jan-12-10	F	Telephone conference with tenant re: business registration forms.	0.20	\$33.00	NJN
Jan-13-10	F	Telephone conference with G. Smith (First National Bank attorney) re: TDD Consent and Agreement.	0.50	\$82.50	NJN
	F	Review assignment, assignment of project documents, and pledge and security agreement between Pace and First National Bank for purposes of TDD Consent and Agreement.	0.80	\$132.00	NJN
	F	Telephone conference with G. Krautman at circuit clerk's office re: judge entered order re: results of sales tax election.	0.20	\$33.00	NJN
	F	Continue revising TDD Consent and Agreement per conversation with G. Smith; forward redline to G. Smith for review and comment.	0.60	\$99.00	NJN
Jan-15-10	F	Exchange emails with A. Roark and C. Lumley re: entry of order entering sales tax election results and cancellation of hearing on same.	0.20	\$33.00	NJN
Jan-18-10	F	Exchange emails with S. Heitz re: copy of Resolution No. 10-001, D&O insurance, UMB bank account, and letter agreement between Pace and TDD re: ICA with MoDOT.	0.40	\$66.00	NJN
	F	Telephone conference with S. Heitz re: possibility that portion of Stern property was not	0.90	\$148.50	NJN

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included in TDD; review file and assessor's office information re: same; telephone call to Stern attorney re: same.

Jan-19-10	F Conference re: different ownership of Stern properties and options.	0.40	\$100.00	SLK
	F Telephone conference with T. Stern re: business registration forms; review same.	0.20	\$33.00	NJN
Jan-20-10	A Conference re: bidding information requests; review response to City re: same.	0.30	\$75.00	SLK
	A Exchange emails with M. Perkins re: Advisory Director Klearman's questions about competitive bidding, advisory directors' access to TDD records. Correspondence with board members re: access to records and keeping closed records confidential. Forward Sunshine Law request form to M. Perkins for posting on website.	1.10	\$181.50	NJN
Jan-21-10	F Telephone conference with Department of Revenue re: list of businesses for sales tax collection. Prepare business information for submission to Department of Revenue. Telephone conference with S. Heitz re: status update, February meeting, MoDOT approvals. Correspondence and telephone conferences re: missing tenant registration forms.	0.90	\$148.50	NJN
	F Telephone conference with I. Ness re: Stern property issue.	0.20	\$33.00	NJN
	A Review M. Klearman request for bid information; telephone conference with S. Heitz re: same; correspondence with M. Klearman re: same.	0.30	\$49.50	NJN
Jan-22-10	F Correspondence with G. Smith re: TDD Consent and Agreement.	0.10	\$16.50	NJN
	A Review correspondence from M. Klearman re: bids and minority contractor considerations. Legal research re: whether TDD must comply with minority contractor requirements, whether Missouri remains in period of excessive	1.70	\$280.50	NJN

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unemployment thus requiring Missouri laborers to work on TDD improvements; correspondence with M. Klearman and S. Heitz re: same.

Jan-25-10	F Review correspondence from G. Smith re: TDD consent and agreement.	0.20	\$33.00	NJN
	F Finalize business registration information and submit to Department of Revenue.	0.20	\$33.00	NJN
Jan-26-10	F Telephone conference with I. Ness re: which businesses are in Stern shopping center that were accidentally excluded from the TDD. Telephone conference with S. Heitz re: providing bids to Advisory Director Klearman; review correspondence with M. Klearman re: same.	0.50	\$82.50	NJN
Jan-27-10	F Review redline of TDD Consent & Agreement forwarded by bank attorney G. Smith; telephone call to G. Smith re: same. Forward 1-04-10 Pace-City letter agreement to G. Smith as requested.	0.70	\$115.50	NJN
	F Review correspondence from Missouri Department of Revenue re: registration for collection of TDD sales tax beginning 4/01/10 and review of business list. Correspondence with S. Heitz re: same and completing ACH agreement.	0.70	\$115.50	NJN
	F Receipt and review of Order of St. Louis County Council ordering the certified copies of sales tax election results to be spread upon the records of St. Louis County per TDD Act.	0.30	\$49.50	NJN
Jan-28-10	A Draft resolution approving TDD Consent & Agreement.	0.80	\$132.00	NJN
	A Review correspondence from D. Caldwell re: City contributions to Dautel alignment.	0.20	\$33.00	NJN
	A Review City substitute resolution no. 582 re: automatic closure of records it is permitted to close under Sunshine Law; analysis of whether TDD should approve something similar.	0.30	\$49.50	NJN

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	F	Telephone conferences with I. Ness and S. Heitz re: inadvertent exclusion of portion of Stern property; next steps to add property to TDD. Review TDD Act re: procedural requirements for adding property to TDD. Draft motion to annex Stern property.	0.40	\$66.00	NJN
	F	Review new redline of TDD Consent & Agreement forwarded by First National Bank.	0.20	\$33.00	NJN
Jan-29-10	F	Telephone conference with S. Heitz re: excluded Stern property. Correspondence and telephone conference with Department of Revenue re: same.	0.30	\$49.50	NJN
	F	Continue reviewing Bank's proposed changes to TDD Consent & Agreement. Draft correspondence with TDD board re: same.	0.80	\$132.00	NJN
	A	Review correspondence from M. Perkins to D. Caldwell re: City contribution of \$200,000 to Dautel realignment; correspondence with M. Perkins re: same.	0.30	\$49.50	NJN
		Totals	34.50	\$5,752.00	

DISBURSEMENTS

	Disbursements	Receipts
	Photocopy Expense	56.25
	Postage Expense	7.63
	Westlaw Legal Research	4.05
Jan-06-10	Missouri Lawyers Media - Notice of Public Hearing on the Creation and Funding of a TDD	324.80
Jan-19-10	FedEx delivery to A. Roark, Esq. on 1/8/10	24.70
Jan-28-10	St. Louis County Circuit Court - Photocopy Service Expense	4.50
	Totals	\$421.93
		\$0.00

Legal fees:
 Formation \$3,730^①
 Administrative 2,022
 Total \$5,752

Costs:
 Formation \$421.93^①
 Administrative 0
 Total \$421.93

Σ^①'s = 4151.93

Invoice #:

47534

Total Fees & Disbursements

\$6,173.93

Previous Balance

\$16,710.04

Previous Payments

\$16,710.04

Balance Due Now

\$6,173.93

Ent	Name	Acct No	Invoice	Date	P.O. Num	Reference	Amount	Discount	Net
1740	Pace Creve Coeur As	1875	47878	3/23/2010		Corporate	6,403.53	0.00	6,403.53
Payor: Pace-Creve Coeur Associates, LLC							Date	Check No.	Check Amount
Payee: Jenkins & Kling, P.C.							4/15/2010	1099	6,403.53

VOID IF NOT CASHED WITHIN 180 DAYS WITHIN DATE OF ISSUE

Pace-Creve Coeur Associates, LLC
 % Pace Properties, Inc.
 1401 S. Brentwood Blvd., Suite 900
 St. Louis, MO 63144
 (314)968-9898

First National Bank
 St. Louis, MO 63105

80-460
 810

Date: 4/15/2010 Check No.: 1099 Check Amount: \$6,403.53

Six Thousand Four Hundred Three AND 53/100 DOLLARS

VOID IF NOT CASHED WITHIN 180 DAYS WITHIN DATE OF ISSUE

Pay to the order of:

Jenkins & Kling, P.C.
 10 South Brentwood
 Suite 200
 St. Louis, MO 63105-1694

Copy

JENKINS & KLING, P.C.

10 South Brentwood
Suite 200
St. Louis, MO 63105-1694

Ph:314-721-2525

Fax:314-721-5525

43-1626878

Olive-Graeser TDD
c/o Pace Properties
1401 S. Brentwood, Suite 900
St. Louis, Missouri 63144

March 23, 2010

Attention: Steven F. Heitz

File # 2617-001
Inv #: 47878

RE: Corporate

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Feb-01-10	F Conference re: revised lender consent.	0.30	\$75.00	SLK
	F Telephone conference with S. Heitz re: TDD Consent and Agreement. Review new redline of same drafted by G. Smith. Revise same re: MoDOT approval of cooperative agreement; correspondence with G. Smith re: same.	0.60	\$99.00	NJN
	A Revise and finalize agenda and notice for 02-09-10 board meeting. Draft correspondence with TDD board re: meeting packets. Prepare notice of board meeting for posting at City; forward to D. Ryan.	0.80	\$132.00	NJN
	A Review TDD Act & order forming TDD re: whether Pace can be reimbursed for cost of providing traffic control in connection with Olive Blvd. improvements.	0.20	\$33.00	NJN
Feb-02-10	F Conference re: City attorney's comments to bank consent.	0.30	\$75.00	SLK
	F Continue drafting motion to add Stern property to TDD; draft proposed order and unanimous petition of property owners re: same. Correspondence with I. Ness re: need legal	2.40	\$396.00	NJN

description and name of owner of Stern property owned by Gershman trust.

	F	Review C. Lumley comments to TDD Consent and Agreement and revise same; forward to G. Smith for review.	0.70	\$115.50	NJN
	F	Draft letter to property owners re: DOR requires notification when any business enters or leaves the TDD; forwarding copy of order entered re: sales tax. Draft letter to C. Lumley and A. Roark re: order entering results of sales tax. Review deficiencies in order entering sales tax and certification of unanimous petition due to court signing same without hearing or presentation of full packets; review strategy for curing deficiencies.	0.80	\$132.00	NJN
	F	Draft amendment to District Development Agreement re: adding Gershman trust as a party.	0.60	\$99.00	NJN
Feb-03-10	F	Telephone conference with Department of Revenue re: how to determine and separately account for sales tax from Hutkin businesses per District Development Agreement. Complete form 4379 to obtain free annual reports with detailed information on TDD sales tax collected.	0.40	\$66.00	NJN
	F	Exchange emails with I. Ness re: legal description of Stern property to be added to TDD.	0.20	\$33.00	NJN
	F	Telephone conference with S. Heitz re: TDD Consent & Agreement; correspondence with G. Smith re: same.	0.20	\$33.00	NJN
	F	Review correspondence from Department of Revenue re: list of registered businesses and sales tax holidays; telephone conference with DOR re: same.	0.30	\$49.50	NJN
Feb-04-10	F	Check MoDOT agenda re: approval of intergovernmental cooperation agreement with the TDD.	0.20	\$33.00	NJN
Feb-05-10	F	Review correspondence from I. Ness re: Gershman property legal description.	1.90	\$313.50	NJN

Correspondence with Old Republic re: same. Review quitclaim deeds provided by Old Republic; correspondence with I. Ness re: same. Continue drafting and revising motion to add Gershman property, unanimous petition of property owners approving same, proposed order, and amendment to district development agreement.

	F	Telephone conference and correspondence with G. Smith re: TDD Consent and Agreement.	0.30	\$49.50	NJN
	A	Review correspondence from S. Manolakas re: requests for agenda changes for Tuesday meeting. Telephone conference with S. Heitz re: board meeting.	0.20	\$33.00	NJN
	F	Draft motion to amend judgment entering results of election due to errors caused by court signing order without hearing. Draft motion to shorten time for hearing on motion.	1.30	\$214.50	NJN
Feb-08-10	F	Review and revise motion to amend judgment. Legal research regarding correcting exhibits to judgment via nunc pro tunc order. Review and revise motion to add property to TDD.	1.20	\$288.00	MPS
	A	Telephone conferences with G. Smith re: TDD Consent and Agreement. Correspondence with board re: same, adding agenda items requested by S. Manolakas. Exchange emails with D. Smith re: form of information Pace should provide with requests for TDD notes to be issued. Exchange emails with D. Ryan re: posting updated notice with revised agenda. Correspondence with A. Roark re: request for update on MoDOT approval of cooperative agreement. Prepare for 02-09-10 board meeting.	1.20	\$198.00	NJN
	F	Exchange emails with A. Roark and C. Lumley re: motion to amend judgment and order entering results of election due to errors by court. Legal research re: motion for judgment nunc pro tunc for correcting clerical error versus motion to amend judgment. Draft motion for judgment nunc pro tunc.	2.50	\$412.50	NJN

Invoice #:

47878

	F	Revise TDD Consent & Agreement per final comments by C. Lumley; correspondence with board re: same.	0.20	\$33.00	NJN
	F	Exchange emails with C. Lumley re: recorded memorandum of TDD agreement.	0.20	\$33.00	NJN
Feb-09-10	F	Review and revise motion for order nunc pro tunc. Review issues regarding obtaining order.	0.50	\$120.00	MPS
	F	Finalize motion for judgment nunc pro tunc, motion to shorten time, and notice of hearing re: judgment and order entering results of sales tax election. Telephone conference with Div. 18 re: walking through motions. Correspondence with A. Roark re: whether any objections to motion.	0.70	\$115.50	NJN
	A	Review correspondence from board members re: meeting. Forward final clean version of TDD Consent and Agreement to G. Smith. Prepare for board meeting.	0.60	\$99.00	NJN
	F	Continue drafting and revising second amendment to district development agreement re: adding Gershman property. Exchange emails with property owners re: same, getting court order adding property to TDD.	0.80	\$132.00	NJN
	A	Attend TDD board of directors meeting.	1.50	\$247.50	NJN
Feb-10-10	A	Conference re: Pace engaging separate bond counsel.	0.20	\$50.00	SLK
	F	Revise and finalize letter to property owners re: imposition of sales tax and need for them to give notice of any businesses coming to or leaving the TDD.	0.40	\$66.00	NJN
	F	Correspondence with I. Ness re: addition of Gershman property to the TDD.	0.20	\$33.00	NJN
	A	Correspondence with S. Heitz re: selecting bond counsel.	0.20	\$33.00	NJN

Invoice #:

47878

	A	Draft and revise minutes of 02-08-10 board meeting. Draft agenda for next board meeting.	1.40	\$231.00	NJN
	F	Revise and finalize letter to S. Heitz re: certificate of tax exemption for TDD.	0.20	\$33.00	NJN
Feb-11-10	A	Complete TDD questionnaire requested by Missouri State Auditor; correspondence with S. Heitz re: same.	0.70	\$115.50	NJN
	A	Correspondence with S. Heitz re: bond counsel.	0.20	\$33.00	NJN
	A	Telephone conference with D. Smith re: reports from State of Missouri re: details of sales tax collection. Revise Form 4379 to request monthly reports of TDD sales tax collection; forward to S. Heitz for review and signature.	0.20	\$33.00	NJN
Feb-12-10	A	Telephone conference with S. Heitz re: TDD questionnaire from state auditor. Review correspondence from MoDOT re: approval of cooperative agreement. Review correspondence from M. Klearman re: various TDD issues.	0.50	\$82.50	NJN
	F	Finalize ACH agreement for submission to Department of Revenue. Correspondence with Department of Revenue and UMB Bank re: same.	0.50	\$82.50	NJN
	F	Correspondence with property owners re: need signatures on unanimous consent to add Gershman property to TDD and Second Amendment to District Development Agreement.	0.20	\$33.00	NJN
Feb-16-10	A	Final review of TDD questionnaire and submission to Missouri State Auditor.	0.20	\$33.00	NJN
	A	Correspondence with board re: MoDOT has approved cooperative agreement, forwarding documents from last week's board meeting. Update TDD records; correspondence with D. Ryan re: forwarding documents for posting on City website and updating text on same. Telephone call from S. Heitz re: pending issues.	0.70	\$115.50	NJN

Invoice #:

47878

Feb-17-10	Correspondence with S. Heitz re: discussion and action items for March board meeting. A Telephone conference with Department of Revenue re: cost of monthly sales tax reports.	0.40	\$66.00	NJN
	A Exchange emails with board members re: inclusion of M. Klearman and D. Caldwell on email distribution lists for TDD board members.	0.30	\$49.50	NJN
Feb-18-10	Review signatures received from property owners for adding Gershman property to TDD. F Correspondence with property owners re: need 11 original signatures to Second Amendment to District Development Agreement.	0.30	\$49.50	NJN
Feb-19-10	A Draft and revise resolution approving second amendment to district development agreement.	0.60	\$99.00	NJN
Feb-22-10	A Prepare for City Council meeting re: City approval of second amendment to district development agreement.	0.20	\$33.00	NJN
	A Draft resolution re: automatic closure of records permitted to be closed under the Sunshine Law.	0.50	\$82.50	NJN
	A Draft and revise resolution approving bond counsel.	0.80	\$132.00	NJN
	F Prepare for hearing on motion for judgment nunc pro tunc. Draft order of judgment nunc pro tunc.	0.80	\$132.00	NJN
	A Respond to request by Advisory Director M. Klearman for list of businesses within the TDD.	0.20	\$33.00	NJN
	A Attend City Council meeting re: first reading of bill approving Second Amendment to District Development Agreement.	1.90	\$313.50	NJN
Feb-23-10	F Attend court hearing on motion for judgment nunc pro tunc to correct order entering results of property owners' election to impose TDD sales tax.	0.40	\$66.00	NJN
	F Draft letter to property owners per court order re: sending copy of order entering results of	0.40	\$66.00	NJN

Invoice #:

47878

sales tax election, need signatures for adding Gershman property to the TDD.

	Draft list of TDD's obligations under TDD Consent and Agreement with First National Bank. Correspondence with G. Smith re: need date of TDD Consent, forwarding fully-executed copy of MoDOT cooperative agreement, and need Bank's consent to Second Amendment to District Development Agreement.	1.00	\$165.00	NJN
F				
	Exchange emails with A. Roark re: MoDOT advisory director to TDD. Forward updated board information to D. Ryan for posting on City website.	0.30	\$49.50	NJN
A				
	Telephone conference and correspondence with Advisory Director D. Smith re: providing list of businesses within the TDD.	0.20	\$33.00	NJN
A				
Feb-24-10	Exchange emails and phone calls with property owners who have not signed consent to addition of Gershman property to TDD. Review signature pages already submitted.	0.70	\$115.50	NJN
F				
Feb-25-10	Telephone conference with S. Heitz and correspondence with G. Smith re: TDD Consent.	0.20	\$33.00	NJN
F				
	Totals	36.10	\$6,152.00	

DISBURSEMENTS

Photocopy Expense
 Postage Expense
 Westlaw Legal Research

Disbursements
 194.75
 27.14
 29.64

Receipts

Totals

\$251.53

\$0.00

Legal fees:

Formation \$3,742.00
 Administrative 2,360
 Total \$6,152

COSTS:

Formation \$125.77
 Administrative 125.76
 Total \$251.53

\$3917.77

Invoice #:

47878

Total Fees & Disbursements

\$6,403.53

Previous Balance

\$6,173.93

Previous Payments

\$6,173.93

Balance Due Now

\$6,403.53

Eq#	Name	Acct No	Invoice	Date	P.O. Num	Reference	Amount	Discount	Net
1740	Pace Creve Coeur As	1875	48205	7/1/2010		3/10 mtg/Gershman	2,720.49	0.00	2,720.49
1740	Pace Creve Coeur As	1875	48529	7/1/2010		board mtg/TDD	1,502.57	0.00	1,502.57
Payor: Pace-Creve Coeur Associates, LLC					Date	Check No.	Check Amount		
Payee: Jenkins & Kling, P.C.					7/6/2010	1134	4,223.06		

~~REPRODUCTION OF THIS DOCUMENT HAS MICROPRINTING AND NOT CASH IF MISSING OR IF BACK GROUND WILK EXPOSED WHEN VOIDED WHEN PHOTO COPIED~~

Pace-Creve Coeur Associates, LLC
 % Pace Properties, Inc.
 1401 S. Brentwood Blvd., Suite 900
 St. Louis, MO 63144
 (314)968-9898

First National Bank
 St. Louis, MO 63105

80-460
 810

Date
 7/6/2010

Check No.
 1134

Check Amount
 \$4,223.06

Four Thousand Two Hundred Twenty Three AND 06/100 DOLLARS

Pay to the order of:

VOID IF NOT CASHED WITHIN 180 DAYS WITHIN DATE OF ISSUE

Jenkins & Kling, P.C.
 10 South Brentwood
 Suite 200
 St. Louis, MO 63105-1694

Copy

JENKINS & KLING, P.C.

10 South Brentwood
Suite 200
St. Louis, MO 63105-1694

Ph:314-721-2525

Fax:314-721-5525

43-1626878

Olive-Graeser TDD
c/o Pace Properties
1401 S. Brentwood, Suite 900
St. Louis, Missouri 63144

April 27, 2010

Attention: Steven F. Heitz

File # 2617-001
Inv #: 48205

RE: Corporate

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Mar-01-10	A Telephone call from Missouri Department of Revenue re: Advisory Director Klearman requesting sales tax information for businesses within the District from past few years; status of adding Gershman property to the District.	0.20	\$33.00	NJN
Mar-02-10	A Telephone conference with S. Heitz re: board meeting next Tuesday and property owner signatures for adding Gershman property.	0.20	\$33.00	NJN
Mar-03-10	A Send packets for 03-09-10 board meeting to board members. Send notice of meeting to City for posting.	0.60	\$99.00	NJN
	A Review correspondence from M. Klearman re: concerns about sales tax revenues within the District. Exchange emails with M. Klearman re: forwarding meeting packet to D. Caldwell.	0.20	\$33.00	NJN
	A Review Gilmore & Bell engagement letter; forward to board members. Telephone conference with S. Heitz re: fees for TDD Notes.	0.90	\$148.50	NJN
Mar-04-10	F Follow up with Stern, Credit Union, and Wolff re: signatures needed for addition of Gershman property.	0.40	\$66.00	NJN

Invoice #:

48205

	A	Review correspondence from M. Klearman re: objections to Gilmore & Bell engagement letter.	0.20	\$33.00	NJN
Mar-05-10	A	Correspondence with M. Klearman re: his objections to Gilmore & Bell engagement letter, sales tax collections.	0.40	\$66.00	NJN
Mar-08-10	F	Review revised motion and order adding Gershman property to TDD prepared by counsel for Bettie Gershman; correspondence re: same. Follow-up correspondence with B. Biermann re: signatures on property owner consent to add Gershman property.	0.20	\$33.00	NJN
Mar-09-10	A	Prepare for board meeting.	0.60	\$99.00	NJN
	A	Attend board meeting.	1.70	\$280.50	NJN
	A	Exchange emails with S. Manolakas re: changed board meeting time.	0.20	\$33.00	NJN
	A	Draft minutes of board meeting.	0.80	\$132.00	NJN
Mar-10-10	A	Conference re: bond counsel issues; telephone conference with Armstrong Teasdale re: certificate of eligible costs.	0.30	\$75.00	SLK
	A	Continue drafting and revising board meeting minutes; forward to board for review and correction. Review emails exchanged among board members re: regular board meeting times.	0.90	\$148.50	NJN
	A	Correspondence and telephone conference with M. Boatman and R. Klahr of Armstrong Teasdale re: serving as bond counsel to the TDD. Telephone conference with S. Heitz re: same.	0.90	\$148.50	NJN
	A	Respond to request from D. Friday at Vertex Inc. for TDD boundary map.	0.20	\$33.00	NJN
	F	Follow up with property owners re: signatures on consent to add Gershman property to TDD.	0.20	\$33.00	NJN

Invoice #:

48205

Mar-11-10	F Draft letter to businesses within TDD re: stickers required to be displayed at cash register giving notice of TDD sales tax.	0.20	\$33.00	NJN
	A Prepare request to Department of Revenue for sales tax reports. Draft correspondence to S. Heitz re: need signatures on request and Second Amendment to District Development Agreement.	0.60	\$99.00	NJN
Mar-12-10	F Review and finalize letters to business owners re: must prominently display sticker stating rate of TDD sales tax at cash register area.	0.40	\$66.00	NJN
	A Correspondence with J. Beaudean re: directors and officers insurance invoice.	0.20	\$33.00	NJN
	F Prepare documents re: addition of Gershman property to TDD for signature by B. Biermann on behalf of Wolff. Telephone conference and meeting with B. Biermann re: same.	0.40	\$66.00	NJN
Mar-15-10	F Telephone call to I. Ness re: following up on Stern signature on documents needed to add Gershman property to the TDD.	0.20	\$33.00	NJN
	F Telephone call from Beverly at The Source Unlimited re: whether their business must collect the TDD Sales Tax.	0.20	\$33.00	NJN
Mar-16-10	F Correspondence with C. Lumley and credit union re: signature on 2nd amendment to TDD agreement. Telephone conference with I. Ness re: issue of City easement on Gershman property; review TDD Act re: same; correspondence with C. Lumley re: same.	0.90	\$148.50	NJN
	A Respond to request from First American Spatial Solutions for TDD boundary map.	0.20	\$33.00	NJN
	A Review directors and officers insurance policy; analyze whether advisory directors are covered as requested by M. Klearman.	0.30	\$49.50	NJN
Mar-17-10	A Review correspondence from board members re: upcoming meetings. Review signature pages received for consent to add Gershman property	0.50	\$82.50	NJN

Invoice #:

48205

to the TDD. Telephone conference with S. Heitz re: bond counsel issues and Stern legal description issues.

	A	Draft letter to insurance company confirming that advisory directors are covered under directors and officers liability insurance policy.	0.40	\$66.00	NJN
Mar-18-10	F	Correspondence with C. Lumley re: Stern easement/dedication of right-of-way issues in legal description for property to be added to TDD. Telephone conference with S. Heitz re: Gershman property will likely not be added before 04-01-10 start date for collecting TDD sales tax, bond counsel issues.	0.40	\$66.00	NJN
	F	Exchange emails with Department of Revenue re: Gershman property will not be added to the TDD before the 04-01-10 commencement of sales tax collection.	0.30	\$49.50	NJN
Mar-19-10	F	Review correspondence from C. Lumley re: discussions with Stern attorney re: potential legal description issue.	0.20	\$33.00	NJN
Mar-24-10	F	Telephone call to S. Heitz re: outstanding issues. Correspondence with I. Ness re: property owner signatures on consent to add Gershman property to TDD and still need Stern and Gershman signatures on Second Amendment to District Development Agreement.	0.50	\$82.50	NJN
Mar-29-10	A	Exchange emails with M. Klearman re: Exhibit D to MoDOT intergovernmental cooperation agreement (construction schedule).	0.20	\$33.00	NJN
	A	Review agenda items for upcoming board meeting; telephone conference with S. Heitz re: same.	0.20	\$33.00	NJN
	A	Review correspondence from C. Turner re: coverage of advisory directors under D&O insurance policy. Correspondence with board re: same and forwarding D&O policy.	0.20	\$33.00	NJN
Mar-31-10	F	Respond to inquiry from U.S. Cellular	0.20	\$33.00	NJN

Invoice #:

48205

accountant re: whether property is within the TDD.

F Review correspondence from Department of Revenue re: businesses on Gershman property to be added to TDD. 0.20 \$33.00 NJN

Totals 16.00 \$2,665.50

DISBURSEMENTS

Photocopy Expense
Postage Expense

Disbursements

36.50
18.49

Receipts

Totals

\$54.99

\$0.00

Total Fees & Disbursements

\$2,720.49

Previous Balance

\$6,403.53

Previous Payments

\$6,403.53

Balance Due Now

\$2,720.49

Legal fees:

Formation

\$ 808.50

Administrative

1,857.00

Total \$ 2,665.50

Costs:

Formation

\$18.33

Administrative

36.66

Total

\$ 54.99

Σ ①'s = 826.83

Ent	Name	Acct No	Invoice	Date	P.O. Num	Reference	Amount	Discount	Net
1740	Pace Creve Coeur As	1875	48205	7/1/2010		3/10 mtg/Gershman board mtg/TDD	2,720.49	0.00	2,720.49
1740	Pace Creve Coeur As	1875	48529	7/1/2010			1,502.57	0.00	1,502.57
Payor: Pace-Creve Coeur Associates, LLC					Date	Check No.	Check Amount		
Payee: Jenkins & Kling, P.C.					7/6/2010	1134	4,223.06		

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Pace-Creve Coeur Associates, LLC
 % Pace Properties, Inc.
 1401 S. Brentwood Blvd., Suite 900
 St. Louis, MO 63144
 (314)968-9898

First National Bank
 St. Louis, MO 63105

80-460
 810

Date: 7/6/2010 Check No.: 1134 Check Amount: \$4,223.06

Four Thousand Two Hundred Twenty Three AND 06/100 DOLLARS

Pay to the order of:

VOID IF NOT CASHED WITHIN 180 DAYS WITHIN DATE OF ISSUE

Jenkins & Kling, P.C.
 10 South Brentwood
 Suite 200
 St. Louis, MO 63105-1694

Copy

JENKINS & KLING, P.C.

10 South Brentwood
Suite 200
St. Louis, MO 63105-1694

Ph:314-721-2525

Fax:314-721-5525

43-1626878

Olive-Graeser TDD
c/o Pace Properties
1401 S. Brentwood, Suite 900
St. Louis, Missouri 63144

May 26, 2010

Attention: Steven F. Heitz

File # 2617-001
Inv #: 48529

RE: Corporate

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Apr-01-10	Correspondence and telephone conference with S. Heitz re: April board meeting; bond counsel. Prepare agenda for 4/8/10 board meeting.	0.90	\$148.50	NJN
A	Correspondence with I. Ness and S. Alton re: status of adding Gershman property to TDD. Revise resolution approving bond counsel to incorporate Armstrong Teasdale. Prepare meeting packets; correspondence with board re: same and bond counsel update. Prepare meeting notice and forward to City for posting.			
F	Correspondence with G. Smith re: obtaining First National Bank's approval of second amendment to district development agreement.	0.20	\$33.00	NJN
A	Telephone conference with M. Boatman of Armstrong Teasdale re: preparing engagement letter. Forward TDD formation documents to M. Boatman.	0.50	\$82.50	NJN
Apr-02-10	Telephone conference and correspondence with M. Boatman re: contact information for TDD.	0.20	\$33.00	NJN
Apr-05-10	Draft quarterly report due 4/15/10; correspondence with S. Heitz re: same.	0.50	\$82.50	NJN

Invoice #:

48529

Date	Description	Hours	Amount	Client
Apr-06-10	A Exchange emails with G. Smith re: First National Bank's approval of Second Amendment to District Development Agreement. Exchange emails with M. Klearman re: his questions about legal counsel oversight of construction schedule and Exhibit D (construction schedule) to intergovernmental cooperation agreement with MoDOT. Review Pace letter to City requesting extension of deadline to complete Dautel improvements.	0.50	\$82.50	NJN
Apr-07-10	F Telephone conference with J. Gershman re: need title report to determine accurate legal description of Gershman property; telephone conference with S. Heitz re: same. Telephone conference with M. Boatman re: status of engagement letter for bond counsel.	0.40	\$66.00	NJN
Apr-08-10	A Prepare for board meeting. Review Armstrong Teasdale engagement letter; telephone conference with M. Boatman re: same; correspondence with board re: same.	1.00	\$165.00	NJN
	A Review Pace quarterly report. Draft letter to City re: same and forward Pace and Board quarterly reports to City, property owners, and board members.	0.30	\$49.50	NJN
	A Attend board meeting.	1.20	\$198.00	NJN
	A Draft and revise minutes of board meeting; forward to board for review and comment. Sign and seal resolutions and update TDD records re: today's board meeting.	0.80	\$132.00	NJN
Apr-09-10	A Review correspondence from board re: yesterday's meeting.	0.20	\$33.00	NJN
Apr-12-10	A Telephone conference with S. Heitz re: budgeting legal fees.	0.20	\$33.00	NJN
Apr-14-10	A Telephone conference with S. Heitz re: MoDOT may require signal agreement; forward intergovernmental cooperation agreement with MoDOT to S. Heitz. Review correspondence	0.20	\$33.00	NJN

Invoice #:

48529

from board members re: attending May board meeting.

Apr-26-10	F Exchange emails with West Oak Cleaners re: displaying TDD sales tax notice sticker and collection of TDD sales tax.	0.20	\$33.00	NJN
Apr-27-10	A Telephone conference with S. Heitz re: May board meeting, title report on Gershman property, and trust indenture. Correspondence with G. Smith re: need First National Bank approval of second amendment to TDD agreement. Review district development agreement and TDD Act re: matters needing action at next board meeting; correspondence with S. Heitz re: same.	1.10	\$181.50	NJN
Apr-28-10	F Review correspondence and deeds from title company re: Gershman property legal description problems.	0.20	\$33.00	NJN
Apr-29-10	F Telephone conference with S. Heitz re: legal description for Gershman property; review correspondence with Stock & Associates re: same.	0.20	\$33.00	NJN
	F Respond to email from C. Lumley requesting status update on second amendment to district development agreement.	0.20	\$33.00	NJN

Totals

9.00 \$1,485.00

DISBURSEMENTS

Photocopy Expense
Postage Expense

Disbursements

16.25
1.32

Receipts

Totals

\$17.57

\$0.00

Legal fees:

Formation \$ 231.00
 Administrative 1,254.00
 Total \$ 1,485.00

Costs:

Formation \$ 0
 Administrative 17.57
 Total \$ 17.57

Invoice #:

48529

Total Fees & Disbursements

\$1,502.57

Previous Balance

\$2,720.49

Previous Payments

\$0.00

Balance Due Now

\$4,223.06

Total through April 2010: \$53,445.25

\$45,501.74
Formation

\$7,943.49
Administrative