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Special Counsel for the Debtors

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:
IN RE:	: Chapter 11
ARCAPITA BANK B.S.C.(c), et al.,	:
Debtors.	: Case No. 12-11076 (SHL)
	:
	: Jointly Administered
	:
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**SEVENTEENTH MONTHLY STATEMENT OF KING & SPALDING LLP
AND KING & SPALDING INTERNATIONAL LLP FOR COMPENSATION FOR
PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED DURING
THE PERIOD FROM JANUARY 1, 2014 THROUGH JANUARY 31, 2014**

King & Spalding LLP and King & Spalding International LLP (collectively, "***K&S***"), special counsel for Arcapita Bank B.S.C.(c) ("***Arcapita***") and certain of its subsidiaries and affiliates, as debtors and debtors-in-possession (collectively, the "***Debtors***"), hereby submit this statement of fees and disbursements (a "***Monthly Statement***") incurred on behalf of Debtor Falcon Gas Storage Company, Inc. ("***Falcon Gas***") for the period from January 1, 2014 through January 31, 2014 (the "***Compensation Period***") in accordance with the Order Granting Debtors' Motion for Order Establishing Procedures for Interim Compensation and Reimbursement of

Expenses for Professionals and Committee Members [Docket No. 159] (the “*Interim Compensation Order*”).

FEES FOR SERVICES RENDERED DURING THE COMPENSATION PERIOD

1. Set forth below is a list of the positions of the K&S professionals and paraprofessionals who provided services related to Falcon Gas during the Compensation Period, their respective billing rates, and the aggregate hours spent by each professional and paraprofessional in providing services related to Falcon Gas during the Compensation Period.

<u>Timekeeper Name</u>	<u>Position</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Marooney, Richard	Partner	0.8	825	\$660.00
Robertson, Brannon	Partner	6.6	605	3,993.00
Straus, Paul	Partner	9.6	815	7,824.00
Mitchell, Lauren	Associate	0.5	605	302.50
Heinz, Missy	Paralegal	1.4	310	434.00
McCullough, John	Practice Support	<u>1.1</u>	305	<u>335.50</u>
TOTALS		<u>20.0</u>		<u>\$13,549.00</u>

2. The rates charged by K&S for services rendered to Falcon Gas are the same rates that it charges generally for professional services rendered to its non-bankruptcy clients. An itemization of tasks performed by these professionals and paraprofessionals for the Compensation Period for the litigation related to Falcon Gas is annexed hereto as **Exhibit A**.

EXPENSES INCURRED DURING THE COMPENSATION PERIOD

3. Set forth below is a categorical list of the expenses incurred by K&S prior to or during the Compensation Period which are related to Falcon Gas and which have not been billed previously.

<u>Cost Description</u>	<u>Total</u>
Cabfare	1,141.31
Court Reporter	1,415.38
Filing Fees	0.01
Engineering Consultant Fee	312.67
Records Storage	<u>2,994.07</u>
TOTAL	<u>\$5,863.44</u>

4. K&S customarily charges \$0.10 per page for photocopying expenses. K&S charges the standard usage rates billed by providers of on-line legal research (e.g., LEXIS and Westlaw) for computerized legal research. Any volume discount received by K&S is passed on to its clients. K&S charges its clients for the actual expenses related to travel, hotel lodging and business meals. An itemization of expenses for which K&S seeks reimbursement is included in **Exhibit A.**

NOTICE

5. No trustee or examiner has been appointed in the Chapter 11 Cases. Pursuant to the Interim Compensation Order, the Debtors have provided notice of filing of this statement by electronic mail and/or overnight mail to: (i) Arcapita Bank B.S.C.(c), Arcapita Building, Bahrain Bay, P.O. Box 1406, Manama, Kingdom of Bahrain (Attn: Henry Thompson); (ii) Gibson, Dunn & Crutcher LLP, 200 Park Avenue, New York, NY 10166 (Attn: Michael A. Rosenthal, Esq.); (iii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Richard Morrissey, Esq.); and (iv) the Official Committee of Unsecured Creditors (the "***Committee***"), Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005 (Attn: Dennis F. Dunne, Esq. and Evan R. Fleck, Esq.). A copy of the statement is also available on the website of the Debtors' notice and claims agent, GCG, at www.gcginc.com/cases/arcapita.

Dated: Atlanta, Georgia
March 5, 2014

KING & SPALDING LLP

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and

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Special Counsel for the Debtors

Exhibit A

Time Records for the Compensation Period

Exhibit A

Time Records for the Compensation Period

KING & SPALDING

FEDERAL I.D. 58-0520153

Remit To:
King & Spalding LLP
P.O. Box 116133
Atlanta, GA 30368-6133

By Wire: SunTrust Bank
ABA: 061 000 104
SWIFT: SNTRUS3A
USD Account: 88003 12475
Account Name: King & Spalding

Arcapita Bank B.S.C.(c)
Batelco Commercial Centre - 8th Floor
Bldg 114, Block 304
Al Khalifa Ave, P.O. Box 1406
Manama
BAHRAIN

Invoice No.	9900151
Invoice Date	02/27/14
Client No.	05241
Matter No.	045005

RE: Alinda Litigation
Client Matter Reference: Bank

For questions, contact:
Ray Baltz +1 404 572 4715

For Professional Services Rendered through 01/31/14:

Fees	\$	13,549.00
Expenses		5,863.44
Total this Invoice	\$	19,412.44

Payment is Due Upon Receipt

05241 Arcapita Bank B.S.C.(c)
 045005 Alinda Litigation
 02/27/14

Invoice No. 9900151
 Page 2

PROFESSIONAL SERVICES

Date	Timekeeper	Task	Description	Hours
01/17/14	M Heinz	B160	Prepare monthly fee statement	0.5
01/23/14	M Heinz	B160	Prepare, file and serve monthly fee statement	0.9
01/03/14	L Mitchell	B190	Correspond with P. Straus concerning options for document storage and export of files (.3); correspond with vendor concerning the same (.2)	0.5
01/06/14	P Straus	B190	Identify materials and files pertinent for settlement approval	0.2
01/07/14	J McCullough	B190	Download and circulate latest endorsed status report letter sent to Judge Wood	0.3
01/07/14	P Straus	B190	Identify materials and files pertinent for settlement approval	0.3
01/08/14	B Robertson	B190	Attention to drafting proposed settlement agreement for Thronson plaintiffs	2.8
01/10/14	B Robertson	B190	Attention to Thronson settlement	1.0
01/13/14	P Straus	B190	E-mail correspondence regarding prior fees and anticipated future fees	0.6
01/14/14	J McCullough	B190	Check for objections to settlement at bankruptcy court and advise P. Straus	0.4
01/14/14	B Robertson	B190	Update and finalize Thronson settlement documents	1.5
01/14/14	P Straus	B190	E-mail correspondence and office conferences regarding settlement	0.2
01/15/14	B Robertson	B190	Attention to Thronson settlement	1.0
01/16/14	P Straus	B190	Office conferences and e-mail correspondence regarding settlement approval, expert fees	0.2
01/17/14	P Straus	B190	E-mail correspondence regarding settlement issues	1.1
01/17/14	P Straus	B190	Review materials relating to Falcon settlement approval and plan confirmation	2.8
01/20/14	R Marooney	B190	Review pleadings and correspondence to prepare for bankruptcy hearing on settlement agreement	0.8
01/21/14	P Straus	B190	Attend bankruptcy court hearing on settlement approval	2.1
01/21/14	P Straus	B190	Review papers and prepare for hearing	0.8
01/22/14	P Straus	B190	E-mail correspondence regarding settlement	0.1
01/23/14	P Straus	B190	E-mail correspondence regarding settlement approval	0.2
01/24/14	J McCullough	B190	Download and circulate order signed by bankruptcy judge approving settlement	0.4

05241 Arcapita Bank B.S.C.(c)
 045005 Alinda Litigation
 02/27/14

Invoice No. 9900151
 Page 3

Date	Timekeeper	Task	Description	Hours
01/24/14	P Straus	B190	Review order approving settlement	0.1
01/24/14	P Straus	B190	Prepare stipulation of dismissal for execution	0.2
01/24/14	P Straus	B190	Revise settlement calendar	0.2
01/24/14	P Straus	B190	E-mail correspondence regarding approval and settlement	0.4
01/30/14	P Straus	B190	E-mail correspondence regarding settlement	0.1
01/31/14	B Robertson	B190	Attention to Thronson settlement	0.3
				20.0

TIMEKEEPER SUMMARY

Timekeeper	Status	Hours	Rate	Value
Richard Marooney	Partner	0.8	825.00	660.00
Brannon Robertson	Partner	6.6	605.00	3,993.00
Paul Straus	Partner	9.6	815.00	7,824.00
Lauren Mitchell	Associate	0.5	605.00	302.50
Missy Heinz	Paralegal	1.4	310.00	434.00
John McCullough	Practice Support	1.1	305.00	335.50
Total		20.0		13,549.00

Expenses Incurred

Date	Task	Description	Value
11/05/13	EXP	Cabfare -	71.58
11/16/13	EXP	Cabfare -	102.64
11/18/13	EXP	Cabfare -	96.30
11/18/13	EXP	Cabfare -	79.91
11/20/13	EXP	Cabfare -	71.00
11/20/13	EXP	Cabfare -	51.32
11/20/13	EXP	Cabfare -	52.72
11/26/13	EXP	Cabfare -	51.32
12/02/13	EXP	Cabfare -	102.64
12/04/13	EXP	Cabfare -	102.64
12/05/13	EXP	Cabfare -	102.64
12/06/13	EXP	Cabfare -	102.64
12/11/13	EXP	Cabfare -	102.64
12/16/13	EXP	Cabfare -	51.32
01/07/14	EXP	Court Reporter -	1,415.38
01/14/14	EXP	Filing Fees -	0.01

05241 Arcapita Bank B.S.C.(c)
045005 Alinda Litigation
02/27/14

Invoice No. 9900151
Page 4

Expenses Incurred

01/31/14	EXP	Records Storage -	2,994.07
01/31/14	EXP	Engineering Consultant Fee -	312.67
		Total Expenses	<hr/> \$5,863.44

05241 Arcapita Bank B.S.C.(c)
 045005 Alinda Litigation
 02/27/14

Invoice No. 9900151
 Page 5

Task Summary - Fees

Task		Hours	Value
B160	Fee/Employment Applications	1.4	434.00
B190	Other Contested Matters (excluding assumption/rejection motions)	18.6	13,115.00
	Total Fees	20.0	13,549.00

Task Summary - Disbursements

Task		Value
EXP	Expenses	5,863.44
	Total Expenses	5,863.44