

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
NEWNAN DIVISION

In re:

AFH AIR PROS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-10356-PMB

(Jointly Administered)

**APPLICATION OF THE COMMITTEE OF CREDITORS HOLDING UNSECURED  
CLAIMS FOR AUTHORIZATION TO RETAIN AND EMPLOY PACHULSKI  
STANG ZIEHL & JONES LLP AS COUNSEL EFFECTIVE AS OF APRIL 2, 2025**

The Committee of Creditors Holding Unsecured Claims (the “Committee”) of AFH Air Pros, LLC and its affiliated debtors and debtors in possession (collectively, the “Debtors”) hereby submits its application (the “Application”) for the entry of an order, pursuant to sections 328(a) and 1103(a) of title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the “Bankruptcy Code”), rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), authorizing and approving the employment of Pachulski Stang Ziehl & Jones LLP (“PSZJ” or the “Firm”) as counsel to the Committee in connection with the Debtors’ jointly-administered chapter 11 cases (the “Chapter 11 Cases”), effective as of April 2, 2025. In support of the Application, the Committee respectfully represents as follows:

**JURISDICTION AND VENUE**

1. The United States Bankruptcy Court for the Northern District of Georgia (the “Court”) has jurisdiction over this Application pursuant to 28 U.S.C. § 1334. This matter is a core

<sup>1</sup> The last four digits of AFH Air Pros, LLC’s tax identification number are 1228. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at <https://www.veritaglobal.net/AirPros>. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 150 S. Pine Island Road, Suite 200, Plantation, Florida 33324.



proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue of these Chapter 11 Cases and this Application is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory bases for the relief requested herein are sections 328(a) and 1103(a) of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, the *Second Amended and Restated General Order 26-2019, Procedures for Complex Chapter 11 Cases* (the “Complex Case Procedures”).

### **BACKGROUND**

3. On March 16, 2025 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their business and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Debtors’ chapter 11 cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b). No request for the appointment of a trustee or examiner has been made in these Chapter 11 Cases.

4. On March 31, 2025, the Office of the United States Trustee (the “U.S. Trustee”) appointed the Committee pursuant to section 1102 of the Bankruptcy Code. *See* Docket No. 111. The Committee is comprised of the following seven members: (i) Chadwich Jay Setchell; (ii) Despedida Holdings, Inc.; (iii) HVAC Success, Inc.; (iv) Jack Denton; (v) Jeffrey D. Tauzin; (vi) LaGrange Air Force Heating & Air, LLC; and (vii) West Georgia Indoor Comfort, LLC.

5. On April 2, 2025, the Committee held a meeting and, among other things, voted to retain PSZJ as its counsel, subject to this Court’s approval.

**RELIEF REQUESTED**

6. By this Application, the Committee respectfully requests that the Court enter an order, substantially in the form of the Proposed Order, authorizing the Committee to employ and retain the Firm as its counsel in these Chapter 11 Cases.

7. The Committee has selected PSZJ as its counsel in furtherance of the efficient administration of the estates on behalf of the Committee. The Committee seeks to retain the Firm effective as of April 2, 2025, because the Firm began providing services to the Committee as of such date.

**PSZJ'S QUALIFICATIONS AND SERVICES TO BE RENDERED**

8. The Committee seeks to retain PSZJ as counsel because of the Firm's extensive expertise and knowledge debtors' and creditors' rights and business reorganizations under chapter 11 of the Bankruptcy Code. The Firm has approximately 85 attorneys with a practice concentrated on corporate reorganizations, bankruptcy, litigation, and commercial matters. The Firm's attorneys have comprehensive experience representing creditors' committees, debtors, creditors, trustees, and others in a wide variety of bankruptcy cases. Attorneys of the Firm have extensive experience representing committees and debtors in complex chapter 11 cases, including in *CareMax Inc.*, *TGI Friday's Inc.*, *Conn's, Inc.*, *Hornblower Holdings LLC*, *Surgalign Holdings, Inc.*, *Party City Holdco Inc.*, *Cineworld Group PLC*, *Corsicana Bedding, LLC*, *Rockall Energy Holdings, LLC*, *Studio Movie Grill*, *Highland Capital Management*, *ERG Intermediate Holdings*, *Buffet Partners*, *Reddy Ice Holdings*, *DLH Master Land Holding*, *Keys Fitness Products*, *Limetree Bay*, *Agilon Energy*, *Tailored Brands*, *Neiman Marcus*, *Whiting Petroleum*, *Cobalt Energy*, *Erin Energy*, *Ignite Restaurants*, and *Rita Restaurants*. Based on these facts, the Committee believes that the Firm is well-qualified to render the services described below.

9. The Committee submits that it is necessary and appropriate for it to employ and retain the Firm to provide, among other things, the following services as may be requested by the Committee and its other professionals:

- a. Assisting, advising, and representing the Committee in its consultations with the Debtors regarding the administration of these Chapter 11 Cases;
- b. Assisting, advising, and representing the Committee in analyzing the Debtors' assets and liabilities, investigating the extent and validity of liens, and participating in and reviewing any proposed asset sales, asset dispositions, financing arrangements, and cash collateral stipulations or proceedings;
- c. Assisting, advising, and representing the Committee in any manner relevant to reviewing and determining the Debtors' rights and obligations under leases and other executory contracts;
- d. Assisting, advising, and representing the Committee in assessing the acts, conduct, assets, liabilities, and financial condition of the Debtors, the Debtors' operations and the desirability of the continuance of any portion of those operations, and any other matters relevant to these cases or to the formulation of any plan;
- e. Assisting, advising, and representing the Committee in its participation in the negotiation, formulation, and drafting of a plan of liquidation or reorganization;
- f. Assisting and advising the Committee in communicating with unsecured creditors regarding significant matters in these Chapter 11 Cases;
- g. Representing the Committee at hearings and other proceedings;
- h. Reviewing and analyzing applications, orders, statements of operations, and schedules filed with the Court and advising the Committee regarding same;
- i. Assisting the Committee in preparing pleadings and applications as may be necessary in furtherance of the Committee's interests and objectives;
- j. Assisting, advising, and representing the Committee in the evaluation of claims and on any litigation matters;
- k. Preparing, on behalf of the Committee, any pleadings, including, without limitation, motions, memoranda, complaints, adversary complaints, objections, or comments in connection with any of the foregoing; and

1. Providing such other services as may be required or requested or as may otherwise be deemed in the interests of the Committee in accordance with the Committee's powers and duties as set forth in the Bankruptcy Code, Bankruptcy Rules, or other applicable law.

10. PSZJ will coordinate closely with co-counsel Small Herrin LLP and the Committee's financial advisor, Province, LLC, to minimize the duplication of the services provided to the Committee by each professional and meet the scope of services each firm is retained to provide.

**NO ADVERSE INTEREST AND DISCLOSURES REGARDING CONNECTIONS**

11. The Committee believes that PSZJ does not hold or represent any interest that is adverse to the Committee and the Debtors' estates and does not hold or represent any interest adverse to and has no connection with the Committee, the Debtors, the Debtors' creditors, or any party in interest herein in the matters upon which PSZJ is to be retained, except as set forth below:

- a. Upon information and belief, Trive Capital is listed as a one of the "Stalking Horse Bidder Parties" of the Debtors. The Firm currently serves as Delaware counsel to Trive Capital Management, LLC and certain affiliates and persons as defendants in the adversary proceeding captioned In re Lucky Bucks Holdings LLC (Abrams v. Trive Capital Management, LLC, et al.). Adv. Pro. No. 24-50130 (KBO), pending in the U.S. Bankruptcy Court for the District of Delaware (the "Trive Case"). The Trive Case is unrelated to the Debtors' chapter 11 cases. The Firm will not represent Trive Capital or any of its affiliates in the Debtors' chapter 11 cases.

12. To the best of the Committee's knowledge, neither the Firm nor any of its attorneys have any connection with any party in interest or their attorneys or accountants, other than as set forth above.

13. To the best of the Committee's knowledge, other than as set forth above, neither the Firm, nor any of its attorneys, represent any interest adverse to that of the Committee in the matters on which they are to be retained.

14. The Committee submits that its proposed employment of PSZJ is in the best interests of the Committee and its members.

15. While the Firm has undertaken, and continues to undertake, efforts to identify connections with the Debtors and other parties in interest, it is possible that connections with some parties in interest have not yet been identified. Should the Firm, through its continuing efforts or as these Chapter 11 Cases progress, learn of any new connections of the nature described above, the Firm will promptly file supplemental declarations as required by Bankruptcy Rule 2014(a).

16. The Firm represents many debtors and creditors' committees in other bankruptcy cases, and those debtors, the members of those committees, or those estates may be creditors of the Debtors. However, the Firm will not represent any of those debtors, creditors' committees, or committee members with respect to any claims that they may have collectively or individually against the Debtors.

17. Similarly, PSZJ may represent, or may have represented, debtors, creditors' committees, or trustees in cases or proceedings against creditors of the Debtors that are unrelated to these Chapter 11 Cases.

### **PROFESSIONAL COMPENSATION**

18. Subject to Court approval and in accordance with section 330(a) of the Bankruptcy Code and any applicable orders of this Court, compensation will be payable to PSZJ on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by PSZJ. The Firm's 2025 standard hourly rates are:

<b>Partners</b>	\$1,075.00 - \$2,350.00 per hour
<b>Of Counsel</b>	\$1,050.00 - \$1,850.00 per hour
<b>Associates</b>	\$725.00 - \$1,225.00 per hour
<b>Paraprofessionals</b>	\$575.00 - \$675.00 per hour

19. PSZJ will provide notice of any further hourly rate increases in accordance with the terms of the Proposed Order.

20. The hourly rates set forth above are PSZJ's current standard hourly rates for work of this nature. These rates are set at a level designed to compensate PSZJ fairly for the work of its attorneys and paralegals and to cover fixed and routine overhead expenses. It is the Firm's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the client's case. The expenses charged to clients include, among other things, telephone and telecopier toll and other charges, mail and express mail charges, special or hand delivery charges, document retrieval, photocopying charges, charges for mailing supplies (including, without limitation, envelopes and labels) provided by the Firm to outside copying services for use in mass mailings, expenses for "working meals," computerized research, transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. The Firm will charge the Committee for these expenses in a manner and at rates consistent with charges made generally to the Firm's other clients. PSZJ believes it is more appropriate to charge these expenses to the clients incurring them than to increase the hourly rates and spread the expenses among all clients.

### **NOTICE**

21. Notice of this Application will be provided to (i) the Debtors and their counsel, (ii) the U.S. Trustee, (iii) counsel to Debtors' prepetition and postpetition lenders and collateral agent, (iv) the United States Securities Exchange Commission, (v) the Internal Revenue Service, (vi) the Georgia Department of Revenue, (vii) the Attorney General for the State of Georgia, (viii) the United States Attorney for the Northern District of Georgia, (ix) the state attorneys general for states in which Debtors conduct business, (x) the members of the Committee, and (xi) any party that has requested notice pursuant to Bankruptcy Rule 2002. In light of the nature

of the requested relief, the Committee submits that such notice is sufficient and that no other or further notice is needed.

**NO PRIOR REQUEST**

22. No previous request for the relief sought herein has been made to this Court or any other court.

**WHEREFORE**, the Committee respectfully requests the entry of an order, substantially in the form of the Proposed Order attached as Exhibit “A”, authorizing the Committee to employ and retain PSZJ as counsel effective as of April 2, 2025 and granting such other and further relief as is just and proper.

Dated: April 18, 2025

**COMMITTEE OF CREDITORS HOLDING  
UNSECURED CLAIMS OF THE DEBTORS**

By: /s/ Chadwich Jay Setchell

Chadwich Jay Setchell  
solely in his capacity as Chair of the  
Committee of Creditors Holding Unsecured  
Claims of the Debtors and not in any other  
capacity



**VERIFICATION**

Pursuant to 28 U.S.C. § 1746, the undersigned does hereby declare under the penalty of perjury, under the laws of the United States of America, that the statements contained in the foregoing Application are true and correct.

Executed this 18th day of April, 2025.

Committee of Creditors Holding Unsecured  
Claims of the Debtors

By: /s/ Chadwich Jay Setchell

Chadwich Jay Setchell  
solely in his capacity as Chair of the  
Committee of Creditors Holding  
Unsecured Claims of the Debtors and  
not in any other capacity

**VERIFIED STATEMENT**

The undersigned makes the following solemn oath:

1. I am a partner with the law firm of Pachulski Stang Ziehl & Jones LLP ("PSZJ"), with offices located at 1700 Broadway, 36<sup>th</sup> Floor, New York, NY 10019, among other locations.

2. I am duly admitted to practice in, among others: (a) the United States District Court for: (i) the District of Delaware, (ii) the Eastern District of Michigan (iii) the Eastern District of Pennsylvania, (iv) the District of New Jersey, (v) the Southern and Western Districts of New York; (b) the Supreme Court of the United States; (c) the Supreme Court of Delaware, New Jersey and Pennsylvania; (d) the Third Circuit Court of Appeals; and (e) the New York Court of Appeals. I am duly admitted *pro hac vice* to practice in these Chapter 11 Cases.

3. To the best of my knowledge, neither PSZJ nor the attorneys employed by PSZJ, for the two years prior to the date of this Verified Statement, were or are currently directors, officers, equity security holders, partners, general partners, managers, members, creditors, persons or entities in control of Debtors or any entity owned by Debtors, or related to a general partner, director, officer, or person in control of an entity owned by Debtors; have any connection with Debtors, its creditors, any other party in interest, their respective attorneys or accountants, or the United States Trustee, or any person employed in the Office of the United States Trustee, or hold or represent any interest that are adverse to the Estate, except as set forth below:

- a. Upon information and belief, Trive Capital is listed as a one of the "Stalking Horse Bidder Parties" of the Debtors. The Firm currently serves as Delaware counsel to Trive Capital Management, LLC and certain affiliates and persons as defendants in the adversary proceeding captioned In re Lucky Bucks Holdings LLC (Abrams v. Trive Capital Management, LLC, et al.). Adv. Pro. No. 24-50130 (KBO), pending in the U.S. Bankruptcy Court for the District of Delaware (the "Trive Case"). The Trive Case is unrelated to the Debtors' chapter 11 cases. The Firm will not represent Trive Capital or any of its affiliates in the Debtors' chapter 11 cases.

Pursuant to 28 U.S.C. § 1746, I do hereby declare under the penalty of perjury, under the laws of the United States of America, that the statements contained in this foregoing Verified Statement are true and correct.

Executed this 17th day of April 2025.

/s/ Bradford J. Sandler

Bradford J. Sandler

**Exhibit A**

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
NEWNAN DIVISION**

In re:

AFH AIR PROS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-10356-PMB

(Jointly Administered)

**Related to Docket No. \_\_\_\_**

**ORDER APPROVING APPLICATION  
OF PROFESSIONAL, SUBJECT TO OBJECTION**

The Committee of Creditors Holding Unsecured Claims of the Debtors (the “**Committee**”) filed on April 21, 2025 (Docket No. \_\_\_\_ ) an *Application of the Committee of Creditors Holding Unsecured Claims for Authorization to Retain And Employ Pachulski Stang Ziehl & Jones LLP as Counsel Effective as of April 2, 2025* (the “**Applicant**”) as counsel for the Committee in these Chapter 11 Cases (the “**Application**”)<sup>2</sup>. No hearing is necessary on the Application absent the

<sup>1</sup> The last four digits of AFH Air Pros, LLC’s tax identification number are 1228. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at <https://www.veritaglobal.net/AirPros>. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 150 S. Pine Island Road, Suite 200, Plantation, Florida 33324.

<sup>2</sup> A capitalized term used but not defined herein shall have the meaning ascribed to it in the Application.

filing of an objection to it. Pursuant to a certificate of service filed with or attached to the Application, the Application has been served on the United States Trustee as required by Federal Rule of Bankruptcy Procedure 2014, and on lenders with an interest in all or substantially all of the Debtors' assets, any party that has filed a notice of appearance or request for notices in this case as of the date of the filing of the Application, and the thirty (30) largest unsecured creditors on the list filed by the Debtors pursuant to Federal Rule of Bankruptcy Procedure 1007(d). No further service of the Application is necessary.

The Application and accompanying affidavit of Bradford J. Sandler demonstrate preliminarily that the Applicant are attorneys qualified to practice in this Court and are, for attorneys, disinterested. Accordingly, it is hereby

ORDERED that, pursuant to 11 U.S.C. §§ 328(a), 1103(a), and Federal Rule of Bankruptcy Procedure 2014, the Application is **GRANTED**, and the Committee is authorized to employ the Applicant as its counsel during the Debtors' Chapter 11 Cases, subject to objection as provided for herein; and it is further

ORDERED that compensation may be paid and expenses reimbursed to the Applicant only pursuant to an application filed and approved by this Court pursuant to 11 U.S.C. §§ 330, 331 and Federal Rule of Bankruptcy Procedure 2016, unless the Court orders otherwise; and it is further

ORDERED that any party in interest shall have twenty-one (21) days from the service of this Order to file an objection to the Application and/or the relief provided in this Order; and it is further

ORDERED that if an objection is timely filed counsel for the Committee will set the Application and all such objections for hearing pursuant to the Court's Open Calendar Procedures; and it is further

ORDERED that if no objection to this Order is timely filed, this Order shall be a final Order approving the Application; and it is further

ORDERED that counsel for the Committee shall, within three (3) days of the entry of this Order, cause a copy of this Order to be served by first class mail, postage prepaid,<sup>3</sup> on all parties served with the Application, and shall file promptly thereafter a certificate of service confirming such service.

**[END OF DOCUMENT]**

Prepared and presented by:

**PACHULSKI STANG ZIEHL & JONES LLP**

/s/ Bradford J. Sandler

*Signed w/express permission by Anna M.*

*Humnick*

Bradford J. Sandler, Esq. (NY Bar No. 4499877)

Paul J. Labov, Esq. (NY Bar No. 4136941)

Cia H. Mackle, Esq. (FL Bar No. 0026471)

1700 Broadway, 36th Floor

New York, NY 10019

Telephone: (212) 561-7700

Facsimile: (212) 561-7777

Email: bsandler@pszjlaw.com

plabov@pszjlaw.com

cmackle@pszjlaw.com

*Proposed Counsel to the Committee of Creditors*

*Holding Unsecured Claims*

- and -

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<sup>3</sup> First class mail service is not required if the recipient is a registered ECF user who has agreed to waive all other service in favor of ECF service pursuant to Bankruptcy Local Rule 5005-8, in which case ECF notification shall serve as the required service. The party certifying service should certify ECF service on such recipients.

*/s/ Anna M. Humnicky*

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**Small | Herrin, A Limited Liability Partnership**

Gus H. Small, Esq. (GA Bar No. 653200)

Anna M. Humnicky, Esq. (GA Bar No. 377850)

100 Galleria Parkway

Suite 350

Atlanta, GA 30339

Telephone: 707.783.1800

Email: gherrin@smallherrin.com

ahumnicky@smallherrin.com

*Proposed Local Counsel to the Committee of  
Creditors Holding Unsecured Claims*

**Distribution List**

David B. Kurzweil, Esq.  
Matthew A. Petrie, Esq.  
Greenberg Traurig, LLP  
3333 Piedmont Road, N.E.  
Terminus 200, Suite 2500  
Atlanta, GA 30305

Bradford J. Sandler, Esq.  
Paul J. Labov, Esq.  
Cia H. Mackle, Esq.  
Pachulski Stang Ziehl Jones, LLP  
1700 Broadway, 36th Floor  
New York, NY, 10019

Gus H. Small, Esq.  
Anna M. Humnicky, Esq.  
Benjamin S. Klehr, Esq.  
Q. Andy T. Nguyen, Esq.  
Small Herrin, LLP  
100 Galleria Parkway  
Suite 350  
Atlanta, GA 30339

Jonathan S. Adams, Esq.  
Office of the United States Trustee  
362 Richard Russell Building  
75 Ted Turner Drive, SW  
Atlanta, GA 30303