

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 PROVINCE, LLC AS  
FINANCIAL ADVISOR EFFECTIVE AS OF APRIL 3, 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 Province, LLC (“Province” or the “Firm”) as financial advisor to the Committee in connection with the Debtors’ jointly-administered chapter 11 cases (the “Chapter 11 Cases”), effective as of April 3, 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 3, 2025, the Committee held a meeting and, among other things, voted to retain Province as its financial advisor, 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 financial advisor in these Chapter 11 Cases.

7. The Committee has selected Province as its financial advisor 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 3, 2025, because the Firm began providing services to the Committee as of such date.

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

8. The Committee seeks to retain Province as financial advisor because of the Firm's extensive experience representing official creditors' committees, debtors, creditors, trustees, and others in a wide variety of bankruptcy cases, including, as (i) financial advisor to the official committees of unsecured creditors of A.B.C. Carpet, AgileThought, Alex and Ani, American Tire Distributors, Armstrong Flooring, Aruze Gaming, Ascena Group, Avadim Health, AIO US (Avon), Barretts Minerals, Benitago, BL Restaurants Holding, Carbonlite Holdings, CarePoint Health Systems Inc., Casa Systems, Cherry Man Industries, Conn's, Cyprus Mines, David's Bridal, DCL Holdings (USA), Destination Maternity, DirectBuy Home Improvement, Eastern Outfitters, EHT US1 (Eagle Hospitality), Endo International, Exactech, Inc., Express, Francesca's Holding Corporation, Guardian Elder Care, Hardinge, Honx, Insys Therapeutics, Independent Pet Partners, Invacare, J Crew, Joann, L'Occitane, Lucky's Market, Lumio, Mallinckrodt, Midwest Christian Villages, Mountain Express Oil Company, Nielsen & Bainbridge (NBD Home), Neopharma, Nevada Copper, Noble House, One Web, Papyrus, Path Medical, Pier 1, PBS Brand Co. (Punch Bowl), Purdue Pharma, Prime Core Technologies, Restoration Forest Products Group,

LLC, Reverse Mortgage, Revlon, Sientra, SiO2 Medical Products, South Hills Operations, Stimwave Technologies, Surgalign, TECT Aerospace Group, The Rockport Company, Salt Life, South Hills Operations, Sunpower, True Religion Apparel, True Value, Tuesday Morning, Virgin Orbit, Water Gremlin, Wesco Aircraft, White Stallion Energy, Whittaker, Clark & Daniels, and Winsor Terrace; (ii) financial advisor to the debtors 4E Brands, Basic Energy Services, Cherry Man Industries, Cinemex Holdings USA, Codiak BioSciences, Coin Cloud, Frontsight Management, Irwin Naturals, Penthouse Global Media, Rhodium Enterprises, Superior Linen, True Religion Apparel, WeWork and Woodbridge Group of Companies; and (iii) trustee or trustee advisor in Aegean Marine Petroleum, Advance Watch, American Apparel, Aruze Gaming, Borden Dairy, CS Mining, Cycle Force, DCL, EBH Topco, Eclipse Berry Farms, Energy & Exploration (ENXP), Fieldwood, Gump's, Invacare, La Paloma Generating Company, Limetree Bay Services, Invacare, Mallinckrodt, Maxus Energy, Neogenix, PBS Brand Co. (Punch Bowl), Promise Healthcare Group, Proterra, RadioShack Corporation, RMIT (Reverse Mortgage), Samson Resources, SiO2, Stimwave Technologies, and Vesta Holdings, among others.

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. becoming familiar with and analyzing the Debtors' DIP budget, assets and liabilities, and overall financial condition;
- b. reviewing financial and operational information furnished by the Debtors;
- c. monitoring the sale process, interfacing with the Debtors' professionals, and advising the Committee regarding the process;
- d. scrutinizing the economic terms of various agreements, including, but not limited to, various professional retentions;
- e. analyzing the Debtors' proposed business plans and developing alternative scenarios, if necessary;

- f. assessing the Debtors' various pleadings and proposed treatment of unsecured creditor claims therefrom;
- g. assisting the Committee's investigation of the acts, conduct, assets, liabilities and financial condition of the Debtors and their affiliates, including certain transactions preceding the bankruptcy filing and the formation of the Debtors;
- h. analyzing claims against the Debtors and non-Debtor affiliates;
- i. assisting and advising the Committee and counsel regarding the identification and prosecution of estate claims, including in connection with any issues regarding the filing of the Case and the propriety of the filing;
- j. assisting and advising the Committee in its review and analysis of, and negotiations with the Debtors and non-Debtor affiliates related to, intercompany transactions and claims;
- k. preparing, or reviewing as applicable, avoidance action and claim analyses;
- l. assisting the Committee in reviewing the Debtors' financial reports, including, but not limited to, statements of financial affairs, schedules of assets and liabilities, DIP budgets, and monthly operating reports;
- m. advising the Committee on the current state of these chapter 11 cases;
- n. preparing and updating waterfall analyses and the components thereof for the Committee to analyze potential claims recoveries under various scenarios;
- o. advising the Committee in negotiations with the Debtors and third parties as necessary;
- p. if necessary, participating as a witness in hearings before the Court with respect to matters upon which Province has provided advice; and
- q. other activities as are approved by the Committee, the Committee's counsel, and as agreed to by Province.

10. Province will coordinate closely with co-counsel Pachulski Stang Ziehl & Jones LLP, and Small Herrin LLP, 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 Province 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 Province is to be retained.

12. To the best of the Committee's knowledge, neither the Firm nor any of its partners, associates or staff members have any connection with any party in interest or their attorneys or accountants, other than as set forth in the attached verified statement (the "Verified Statement").

13. To the best of the Committee's knowledge, other than as set forth above, neither the Firm, nor any of its partners, associates or staff members 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 Province 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, Province 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 Province on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by Province. The Firm's 2025 standard hourly rates are:

<b><u>Professional Level</u></b>	<b><u>Per Hour (USD)</u></b>
Managing Directors and Partners	\$900-\$1,450
Vice Presidents, Directors, and Senior Directors	\$700-\$1,050
Analysts, Associates, and Senior Associates	\$350-\$825
Paraprofessional / Admin	\$270-\$450

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

20. In addition, Province will bill for all out-of-pocket expenses reasonably and actually incurred by Province in connection with the matters contemplated by this Application.

### **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, authorizing the Committee to employ and retain Province as financial advisor effective as of April 3, 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 Province, LLC (“Province”), which is a financial advisory firm with its principal office located at 2360 Corporate Circle, Suite 340, Henderson, Nevada 89074. Province also has offices in the Greenwich, Los Angeles, Miami, and New York metro areas.

2. I am authorized to submit this Verified Statement on behalf of Province in support of the Application.

3. To the best of my knowledge, neither Province nor its partners, associates or staff members, 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.

4. Additionally, to the best of my knowledge, neither Province nor its partners, associates or staff members 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 disclosed below, none of which is believed to negatively impact Province’s disinterestedness:

<b>Party</b>	<b>Connection Role</b>
Airgas LLC	Former Committee Member in Unrelated Case
Akerman LLP	Professionals
AT&T	Former Committee Member in Unrelated Case
Berger Singerman LLP	Professionals
CBIZ	Professionals
Crowe LLP	Professionals

Greenberg Traurig	Professionals
Jefferies	Professionals
Joele Frank	Professionals
JPMorgan Chase Bank	Target Financier in Unrelated Case
King & Spalding LLP	Professionals / Former Client in an Unrelated Case
KPMG	Professionals
Kroll, LLC	Professionals
Latham & Watkins	Professionals
Lewis Brisbois Bisgaard & Smith LLP	Professionals
Sheppard, Mullin, Richter & Hampton LLC	Professionals
UPS	Former Committee Member in Unrelated Case
Valassis Direct Mail, Inc	Former Committee Member in Unrelated Case
Venable LLP	Professionals
Verita	Professionals
Willkie Farr & Gallagher LLP	Professionals

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 21st day of April 2025.

/s/ Paul Navid

Paul Navid

**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. \_\_\_\_**

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

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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 Province, LLC as Financial Advisor Effective as of April 3, 2025* (the “**Applicant**”) as financial advisor for the Committee in these Chapter 11 Cases (the “**Application**”)<sup>2</sup>. No hearing is necessary on the Application absent the

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<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 Paul Navid demonstrate preliminarily that the Applicant are disinterested professionals. 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 financial advisor 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)\*

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*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**

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