

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

AMERICAN SIGNATURE, INC., *et al.*,¹
Debtors.

Chapter 11

Case No. 25–12105 (JKS)

(Jointly Administered)

Objection Deadline: January 19, 2026 at 4:00 p.m. (ET)
Hearing Date: February 4, 2026 at 10:00 a.m. (ET)

**APPLICATION FOR AN ORDER PURSUANT TO 11 U.S.C. §§ 328(a)
AND 1103 AUTHORIZING AND APPROVING THE RETENTION AND
EMPLOYMENT OF COLE SCHOTZ P.C. AS CO-COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS EFFECTIVE AS OF DECEMBER 5, 2025**

The Official Committee of Unsecured Creditors (the “Committee”) of American Signature, Inc., *et al.* (collectively, the “Debtors”) in the above-captioned jointly administered chapter 11 cases (the “Chapter 11 Cases”) hereby files this application (the “Application”) for entry of an order, pursuant to sections 328(a) and 1103 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 2014-1 of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), authorizing the Committee to retain and employ Cole Schotz P.C. (“Cole Schotz”) as co-counsel to the Committee effective as of December 5, 2025. In support of the Application, the Committee submits (i) the declaration of Justin R. Alberto attached hereto as **Exhibit A** (the “Alberto Declaration”) and (ii) the declaration of Michael DiGiacomo, not in his individual capacity but solely as Co-Chair of the Committee,

¹ The Debtors in these chapter 11 cases (these “Chapter 11 Cases”) are, along with the last four digits of each Debtor’s federal tax identification number are: American Signature, Inc. (6162); American Signature Home Inc. (8573); American Signature USA Inc. (6162); ASI Pure Promise Insurance LLC (6162); ASI Elston LLC (7520); ASI – Laporte LLC (6162); ASI Polaris LLC (6162); ASI Thomasville LLC (6162); and American Signature Woodbridge LLC (6162). The Debtors’ business address is 4300 E. 5th Avenue, Columbus, OH 43235.



attached hereto as **Exhibit B** (the “Committee Declaration”), and respectfully represents as follows:

JURISDICTION AND VENUE

1. The United States District Court for the District of Delaware has jurisdiction over this matter pursuant to 28 U.S.C. § 1334, which was referred to the United States Bankruptcy Court for the District of Delaware (the “Court”) under 28 U.S.C. § 157 and the *Amended Standing Order of Reference for the United States District Court for the District of Delaware*, dated February 29, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b).

2. Pursuant to Local Rule 9013-1(f), the Committee consents to the entry of a final order or judgment by the Court in connection with this Application to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

3. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

4. The statutory and other bases for relief requested in this Application are sections 328(a) and 1103 of the Bankruptcy Code, Bankruptcy Rule 2014 and Local Rule 2014-1.

BACKGROUND

5. On November 22, 2025 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. These Chapter 11 Cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b). Since the Petition Date, the Debtors have remained in possession of their assets and have continued to operate and manage their business as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

6. On December 4, 2025, the Office of the United States Trustee for Region 3 (the “U.S. Trustee”) appointed a seven-member Committee consisting of: (i) Man Wah MCO;

(ii) H317 Logistics, LLC; (iii) Riverside Furniture Corp.; (iv) Holland House; (v) Tempur World, LLC; (vi) Everest Technologies, Inc.; and (vii) Realty Income Corp.² Man Wah MCO and Realty Income Corp. serve as the co-chairs of the Committee.

7. On December 5, 2025, the Committee selected Kelley Drye & Warren LLP (“Kelley Drye”) as its lead counsel and Cole Schotz as co-counsel. On December 8, 2025, the Committee selected Province, LLC (“Province”) as its financial advisor.

RELIEF REQUESTED

8. By this Application, the Committee respectfully requests that the Court enter an order, pursuant to sections 328(a) and 1103 of the Bankruptcy Code, authorizing the Committee to retain and employ Cole Schotz as its co-counsel to represent the Committee in all phases of the Chapter 11 Cases effective as of December 5, 2025, which is the date Cole Schotz was selected as proposed co-counsel and commenced providing services on behalf of the Committee.

9. Contemporaneously herewith, the Committee is filing applications to retain and employ Kelley Drye as lead counsel to the Committee and Province as financial advisor to the Committee. Kelley Drye, Province and Cole Schotz will coordinate responsibilities and services rendered to the Committee to avoid any unnecessary duplication and inefficiencies.

BASIS FOR RELIEF

10. Pursuant to sections 328(a) and 1103 of the Bankruptcy Code, a committee appointed under section 1102 of the Bankruptcy Code may employ one or more attorneys to represent it in carrying out its duties under the Bankruptcy Code, provided that such attorneys are disinterested persons and do not hold or represent an interest adverse to the estate. 11 U.S.C. §§ 328(a), 1103. The Committee requests that the Court approve its retention of Cole

² Docket No. 119.

Schotz as its counsel to perform certain legal services that will be necessary during the Chapter 11 Cases in accordance with Cole Schotz's standard hourly rates and disbursement policies.

11. The Committee selected Cole Schotz as its counsel because of the firm's extensive experience representing official committees in complex chapter 11 proceedings. Most recently, Cole Schotz has been engaged to represent committees in: *In re Claire's Holdings LLC*, Case No. 25-11454 (BLS) (Bankr. D. Del.); *In re Zen JV, LLC*, Case No. 25-11195 (JKS) (Bankr. D. Del.); *In re F21 Opco, LLC*, Case No. 25-10469 (MFW) (Bankr. D. Del.); *In re LL Flooring Holdings, Inc.*, Case No. 24-11680 (BLS) (Bankr. D. Del.); *In re Fisker, Inc.*, Case No. 24-11390 (TMH) (Bankr. D. Del.); *In re Project Sage Oldco, Inc.*, Case No. 24-10245 (JTD) (Bankr. D. Del.); *In re Cano Health, Inc.*, Case No. 24-10164 (KBO) (Bankr. D. Del.); *In re Restoration Forest Products Group, LLC*, Case No. 24-10120 (KBO) (Bankr. D. Del.); *In re MediaMath Holdings Inc.*, Case No. 23-10882 (LSS) (Bankr. D. Del.); *In re the Mitchell Gold Co., LLC*, Case No. 23-11385 (LSS) (Bankr. D. Del.); *In re FB Debt Financing Guarantor, LLC*, Case No. 23-10025 (KBO) (Bankr. D. Del.); *In re Performance Powersports Group Investor, LLC*, Case No. 23-10047 (LSS) (Bankr. D. Del.); and *In re Mallinckrodt plc*, Case No. 20-12522 (JTD) (Bankr. D. Del.). Several of the attorneys at Cole Schotz who will be employed in the Chapter 11 Cases are members in good standing of the Bar of the Supreme Court of Delaware and all regularly practice before this Court. Accordingly, the Committee seeks to retain Cole Schotz because Cole Schotz is well qualified to represent and assist the Committee in performing its duties in the Chapter 11 Cases.

SERVICES TO BE PROVIDED BY COLE SCHOTZ

12. The Committee respectfully submits that it is necessary and appropriate to employ and retain Cole Schotz as its co-counsel to represent it in the Chapter 11 Cases and render various

professional services to enable it to faithfully execute its duties. Cole Schotz's duties may include, among others:

- a) serving as co-counsel to the Committee;
- b) providing legal advice with respect to the Committee's powers, rights, duties and obligations in the Chapter 11 Cases;
- c) assisting and advising the Committee in its consultations with the Debtors regarding the administration of the Chapter 11 Cases;
- d) assisting the Committee in reviewing and negotiating terms for unsecured creditors with respect to (i) debtor in possession financing and the use of cash collateral, (ii) sale of the Debtors' assets, including negotiating proposed asset purchase agreements, (iii) confirmation of a chapter 11 plan, and (iv) other requests for relief which would impact unsecured creditors;
- e) investigating the liens asserted by the Debtors' lenders and any potential causes of action;
- f) advising the Committee on the corporate aspects of the Chapter 11 Cases and any plan(s) or other means to effect the Debtors' liquidation that may be proposed in connection therewith and participation in the formulation of any such plan(s) or means of implementing the liquidation, as necessary;
- g) taking all necessary actions to protect and preserve the estates of the Debtors for the benefit of unsecured creditors, with the assistance of Kelley Drye, including the investigation of the acts, conduct, assets, liabilities and financial condition of the Debtors, the investigation of the prior operation of the Debtors' business and the investigation and prosecution of estate claims, causes of action and any other matters relevant to the Chapter 11 Cases;
- h) preparing on behalf of the Committee, with the assistance of Kelley Drye, all necessary motions, applications, complaints, answers, orders, reports, papers and other pleadings and filings in connection with the Committee's duties in the Chapter 11 Cases;
- i) advising and representing the Committee in hearings and other judicial proceedings in connection with all necessary motions, applications, objections and other pleadings and otherwise protecting the interests of those represented by the Committee; and

- j) performing all other necessary legal services as may be required and authorized by the Committee that are in the best interests of unsecured creditors.

13. The Committee respectfully represents that it is necessary for the Committee to retain counsel to perform the above-referenced services and otherwise assist the Committee in fulfilling its statutory duties under the Bankruptcy Code. Cole Schotz will perform the above tasks, as may be requested by the Committee, in a manner that avoids unnecessary duplication, promotes the efficient representation of the Committee and is consistent with the representation of the Committee as counsel.

DISINTERESTEDNESS OF COLE SCHOTZ

14. To the best of the Committee's knowledge, information and belief and as evidenced by the Alberto Declaration, Cole Schotz does not currently hold or represent any interest adverse to the interest of the estates or creditors or equity security holders with respect to the matters in which Cole Schotz is to be employed, except as set forth therein, and Cole Schotz is "disinterested" under section 101(14) of the Bankruptcy Code.

15. Except as disclosed in the Alberto Declaration, Cole Schotz does not represent, and has not represented, any entities other than the Committee, in matters related to the Chapter 11 Cases. Cole Schotz may represent, or may have represented, certain parties with interests in the Chapter 11 Cases on matters unrelated to the Chapter 11 Cases. As set forth in the Alberto Declaration, Cole Schotz has conducted, and continues to conduct, research into its relations with the Debtors, the Debtors' substantial creditors and other parties in interest in the Chapter 11 Cases.

COMPENSATION OF COLE SCHOTZ

16. The terms of the employment of Cole Schotz provide generally that certain attorneys and other personnel within Cole Schotz will undertake this representation at their standard hourly rates, and that Cole Schotz will be reimbursed for reasonable and necessary

expenses, subject to approval of the Court in accordance with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules and the orders of this Court.

17. The present hourly rates for attorneys and paralegals of Cole Schotz are set forth in the Alberto Declaration. The hourly rates are subject to periodic adjustments to reflect economic and other conditions and to reflect their increased expertise and experience in their area of law. Cole Schotz will advise the Committee, the Debtors and the U.S. Trustee of any increases in its hourly rates.³

18. Cole Schotz will also seek reimbursement for reasonable and necessary expenses incurred, which may include, among other things, travel expenses, work related meals, facsimile (outgoing only) toll and other charges, external teleconferencing, mail and express or overnight mail charges, special or hand delivery charges, document processing, photocopying (not to exceed \$0.10 per page for black and white copies and \$0.80 for color copies), scanning and printing charges, vendor charges, computerized research, transcription costs, filing fees, non-ordinary overhead expenses such as secretarial and other overtime and other out-of-pocket expenses incurred in providing professional services to the Committee. Cole Schotz will charge for these expenses in a manner and at rates consistent with charges made generally to its other clients.

STATEMENT REGARDING U.S. TRUSTEE GUIDELINES

19. Cole Schotz will file fee applications with the Court in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules and orders of this Court, and be paid pursuant thereto. Cole Schotz also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses*

³ Such rate increases generally occur on or about September 1 of each year.

filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013 (the “Revised UST Guidelines”).

20. The following is provided in response Paragraph D.1. of the Revised UST Guidelines:

- | | |
|-----------------|---|
| Question | Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement? |
| Response | No. Cole Schotz professionals working on this matter will bill at their standard hourly rates. |
| Question | Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case? |
| Response | No. |
| Question | If you represented the client in the 12 months prepetition, disclose your billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If your billing rates and material financial terms have changed postpetition, explain the difference and the reasons for the difference. |
| Response | Cole Schotz did not represent the Committee during the 12 months preceding the filing of the Chapter 11 Cases. |
| Question | Has your client approved your prospective budget and staffing plan, and, if so for what budget period? |
| Response | Cole Schotz expects to develop a prospective budget and staffing plan to reasonably comply with the U.S. Trustee’s request for information and additional disclosures, as to which Cole Schotz reserves all rights. |

NOTICE

21. Notice of this Application will be provided to the following parties: (i) the U.S. Trustee; (ii) proposed counsel to the Debtors; and (iii) those persons who have formally appeared in these Chapter 11 Cases and requested service pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested, the Committee respectfully submits that no other or further notice of the Application is required.

NO PRIOR REQUEST

22. No prior request for the relief requested in this Application has been made to this Court or any other court.

CONCLUSION

WHEREFORE, the Committee respectfully requests that this Court enter an order, substantially in the form attached hereto as **Exhibit C**, authorizing and approving the Committee's retention and employment of Cole Schotz as its co-counsel effective as of December 5, 2025, and grant such other and further relief as the Court deems just and proper.

Dated: December 29, 2025

**THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS OF
AMERICAN SIGNATURE, INC., *ET AL.***

A handwritten signature in black ink, appearing to read "M. DiGiacomo", is written over a horizontal line.

Michael DiGiacomo

On behalf of Realty Income Corp.

Solely in his capacity as Co-Chair of the
Official Committee of Unsecured Creditors of
American Signature, Inc., *et al.*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AMERICAN SIGNATURE, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25–12105 (JKS)

(Jointly Administered)

**NOTICE OF APPLICATION FOR AN
ORDER PURSUANT TO 11 U.S.C. §§ 328(a) AND 1103
AUTHORIZING AND APPROVING THE RETENTION AND
EMPLOYMENT OF COLE SCHOTZ P.C. AS CO-COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS EFFECTIVE AS OF DECEMBER 5, 2025**

PLEASE TAKE NOTICE that on December 29, 2025, the Official Committee of Unsecured Creditors (the “Committee”) of the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) the *Application for an Order Pursuant to 11 U.S.C. §§ 328(a) and 1103 Authorizing and Approving the Retention and Employment of Cole Schotz P.C. as Co-Counsel to the Official Committee of Unsecured Creditors Effective as of December 5, 2025* (the “Application”).

PLEASE TAKE FURTHER NOTICE that a hearing to consider the relief sought in the Application will be held on **February 4, 2026 at 10:00 a.m. (ET)** before The Honorable J. Kate Stickles, United States Bankruptcy Judge for the District of Delaware, at the United States

¹ The Debtors in these chapter 11 cases (these “Chapter 11 Cases”) are, along with the last four digits of each Debtor’s federal tax identification number are: American Signature, Inc. (6162); American Signature Home Inc. (8573); American Signature USA Inc. (6162); ASI Pure Promise Insurance LLC (6162); ASI Elston LLC (7520); ASI – Laporte LLC (6162); ASI Polaris LLC (6162); ASI Thomasville LLC (6162); and American Signature Woodbridge LLC (6162). The Debtors’ business address is 4300 E. 5th Avenue, Columbus, OH 43235.

Bankruptcy Court, 5th Floor, Courtroom No. 6, 824 North Market Street, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the entry of an order granting the relief sought in the Application must be filed on or before **January 19, 2026 at 4:00 p.m. (ET) (the “Objection Deadline”)** with the Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801. At the same time, you must serve a copy of the response or objection upon the undersigned proposed counsel to the Committee so as to be received on or before the Objection Deadline.

PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO PROPERLY FILE AND SERVE A RESPONSE ON OR BEFORE THE OBJECTION DEADLINE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

[Remainder of Page Intentionally Left Blank]

Dated: December 29, 2025
Wilmington, Delaware

COLE SCHOTZ P.C.

/s/ Carol E. Thompson

Justin R. Alberto (No. 5126)
Stacy L. Newman (No. 5044)
Carol E. Thompson (No. 6936)
500 Delaware Avenue, Suite 600
Wilmington, DE 19801
Telephone: (302) 652-3131
Facsimile: (302) 652-3117
Email: jalberto@coleschotz.com
snewman@coleschotz.com
cthompson@coleschotz.com

- and -

Seth Van Aalten (admitted *pro hac vice*)
Sarah A. Carnes (admitted *pro hac vice*)
1325 Avenue of the Americas, 19th Floor
New York, NY 10019
Telephone: 212-752-8000
Facsimile: 212-752-8393
Email: svanalten@coleschotz.com
scarnes@coleschotz.com

-and-

KELLEY DRYE & WARREN LLP

Eric R. Wilson (admitted *pro hac vice*)
Jason R. Adams (admitted *pro hac vice*)
Maeghan J. McLoughlin (admitted *pro hac vice*)
3 World Trade Center
175 Greenwich Street
New York, New York 10007
Telephone: (212) 808-7800
Email: ewilson@kelleydrye.com
jadams@kelleydrye.com
mmcloughlin@kelleydrye.com

*Proposed Counsel to the Official
Committee of Unsecured Creditors of American
Signature, Inc., et al.*

EXHIBIT A

Alberto Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AMERICAN SIGNATURE, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25–12105 (JKS)

(Jointly Administered)

**DECLARATION OF
JUSTIN R. ALBERTO IN SUPPORT OF APPLICATION
FOR AN ORDER PURSUANT TO 11 U.S.C. §§ 328(a) AND
1103 AUTHORIZING AND APPROVING THE RETENTION AND
EMPLOYMENT OF COLE SCHOTZ P.C. AS CO-COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS EFFECTIVE AS OF DECEMBER 5, 2025**

I, Justin R. Alberto, hereby declare, pursuant to 28 U.S.C. § 1746, as follows:

1. I am a member of the law firm of Cole Schotz P.C. (“Cole Schotz”), which maintains offices for the practice of law at 500 Delaware Avenue, Suite 600, Wilmington, Delaware. Cole Schotz also maintains offices in Boca Raton, Florida; Baltimore, Maryland; Dallas, Texas; Hackensack, New Jersey; Miami, Florida; New York, New York; and Washington D.C.

2. This declaration (the “Declaration”) is submitted pursuant to sections 328(a) and 1103(b) of the Bankruptcy Code, Bankruptcy Rule 2014 and Local Rule 2014-1 and in support of the *Application of the Official Committee of Unsecured Creditors for an Order Pursuant to 11 U.S.C. §§ 328(a) and 1103 Authorizing and Approving the Retention and Employment of Cole*

¹ The Debtors in these chapter 11 cases (these “Chapter 11 Cases”) are, along with the last four digits of each Debtor’s federal tax identification number are: American Signature, Inc. (6162); American Signature Home Inc. (8573); American Signature USA Inc. (6162); ASI Pure Promise Insurance LLC (6162); ASI Elston LLC (7520); ASI – Laporte LLC (6162); ASI Polaris LLC (6162); ASI Thomasville LLC (6162); and American Signature Woodbridge LLC (6162). The Debtors’ business address is 4300 E. 5th Avenue, Columbus, OH 43235.

Schotz P.C. as Co-Counsel to the Official Committee of Unsecured Creditors Effective as of December 5, 2025 (the “Application”).²

3. Unless otherwise stated in this Declaration, I have personal knowledge of the facts set forth herein. To the extent that any information disclosed herein requires supplementation, amendment or modification upon Cole Schotz’s completion of further analysis or as additional information becomes available to it, a supplemental declaration will be filed with the Court.

Cole Schotz’s Disinterestedness

4. In connection with its proposed retention by the Committee in the Chapter 11 Cases, Cole Schotz researched its client database to determine whether it has relationships with any of the entities or persons that were identified to Cole Schotz as creditors or parties in interest in these Chapter 11 Cases (the “Interested Parties”), as set forth on **Schedule 1** attached hereto and incorporated herein (the “Interested Party List”). In addition, a list of the Interested Parties was sent via email to all employees of Cole Schotz for their individual review and response.

5. To the extent such a search indicated that Cole Schotz has, or previously had, a relationship with any of the Interested Parties within the last three (3) calendar years, the identities of such parties and Cole Schotz’s relationship with such parties are set forth on **Schedule 2** attached hereto. Further, each of the representations identified on **Schedule 2** are wholly unrelated to the Debtors and their Chapter 11 Cases.

6. Through its analysis, Cole Schotz determined that it has no connections with the Debtors, certain creditors of the Debtors, their respective attorneys, the U.S. Trustee or any person employed in the Office of the U.S. Trustee, Judges for the United States Bankruptcy Court for the

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

District of Delaware (and certain staff members) over the last three (3) calendar years, except as set forth herein or on **Schedule 2** attached hereto.

7. Further, as part of its diverse practice, Cole Schotz appears in numerous cases, proceedings and transactions involving many different professionals, including other attorneys, accountants, financial consultants and investment bankers, some of whom are or represent potential parties in interest in the Chapter 11 Cases. Cole Schotz does not, and will not, represent any such professional in the Chapter 11 Cases.

8. Based on the results of Cole Schotz's analysis, and except as otherwise disclosed herein, Cole Schotz does not hold or represent any interest adverse to the Committee, the Debtors or their estates.

9. To the best of my knowledge, information and belief after reasonable inquiry, Cole Schotz is disinterested within the meaning of section 101(14) of the Bankruptcy Code in that neither I, Cole Schotz nor any of its members, special counsel or associates:

- (a) are creditors, equity security holders or insiders of the Debtors;
- (b) are, or within two years before the Petition Date were, a director, officer or employee of the Debtors; or
- (c) have an interest materially adverse to the interest of the estates or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with or interest in the Debtors or for any other reason.

Cole Schotz's Rates and Billing Practices

10. Cole Schotz intends to apply for compensation for professional services rendered in connection with the Chapter 11 Cases subject to the approval of this Court and in compliance with applicable provisions of the Bankruptcy Code, Bankruptcy Rules, Local Rules and orders of the Court entered in these Chapter 11 Cases concerning compensation of professionals, on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by Cole Schotz.

The attorneys and paralegals primarily responsible for representing the Committee and their current standard hourly rates are:

<u>Name</u>	<u>Title</u>	<u>Hourly Rate</u>
Seth Van Aalten	Member	\$1,375 per hour
Justin R. Alberto	Member	\$1,150 per hour
Sarah A. Carnes	Member	\$1,000 per hour
Stacy L. Newman	Member	\$875 per hour
Carol E. Thompson	Associate	\$505 per hour
Julie A. Aberasturi	Associate	\$485 per hour
Michael A. Solimani	Associate	\$460 per hour
Larry S. Morton	Paralegal	\$420 per hour

11. In addition, other attorneys, paralegals and staff may be involved as necessary and appropriate to represent the Committee. The current rates of Cole Schotz members, special counsel, associates, paralegals and litigation support specialists are as follows:

<u>Professional</u>	<u>Rates</u>
Members	\$650.00 to \$1,800.00 per hour
Associates and Special Counsel	\$425.00 to \$950.00 per hour
Paralegals	\$330.00 to \$485.00 per hour
Litigation Support Specialists	\$460.00 to \$560.00 per hour

These rates are subject to change in accordance with Cole Schotz's billing practice and procedures. Cole Schotz will advise the Committee, the Debtors and the U.S. Trustee of any increases in its hourly rates.³

12. In addition, it is Cole Schotz's policy to charge its clients in all areas of practice for all other expenses incurred related to the representation. The expenses charged to clients include, among other things, facsimile (outgoing only) toll and other charges, external teleconferencing, mail and express mail charges, special or hand delivery charges, photocopying, scanning and printing charges, travel expenses, expenses for "working meals", computerized research,

³ Cole Schotz generally increases its rates on or about September 1 of each year. These hourly rates are effective as of September 1, 2025.

transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. Cole Schotz will charge for these expenses in a manner and at rates consistent with charges made generally to its other clients.

13. No agreement exists, nor will any be made, between Cole Schotz and any other person regarding the sharing of compensation received by Cole Schotz for its services in these Chapter 11 Cases, as described in Bankruptcy Rule 2016.

Attorney Statement Pursuant to Revised UST Guidelines

14. Cole Schotz shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Chapter 11 Cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, Local Rules and any other applicable procedures and orders of the Court. Cole Schotz also intends to make a reasonable effort (taking into account the particular facts and circumstances of these cases) to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "Revised UST Guidelines"), both in connection with this Application and the interim and final fee applications to be filed by Cole Schotz in the Chapter 11 Cases. While Cole Schotz is agreeing to do so in these cases, this statement regarding the Revised UST Guidelines is made for this case only and with a full and express reservation of rights with respect to any other case(s) or matter(s).

15. The following is provided in response to the request for additional information set forth in Paragraph D.1. of the Revised UST Guidelines:

Question	Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement?
-----------------	--

Response	No. Cole Schotz professionals working on this matter will bill at their standard hourly rates.
Question	Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case?
Response	No.
Question	If you represented the client in the 12 months prepetition, disclose your billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If your billing rates and material financial terms have changed postpetition, explain the difference and the reasons for the difference.
Response	Cole Schotz did not represent the Committee during the 12 months preceding the filing of the Chapter 11 Cases.
Question	Has your client approved your prospective budget and staffing plan, and, if so for what budget period?
Response	Cole Schotz expects to develop a prospective budget and staffing plan to reasonably comply with the U.S. Trustee's request for information and additional disclosures, as to which Cole Schotz reserves all rights.

16. Cole Schotz, as proposed counsel to the Committee, will report directly to the Committee. During these Chapter 11 Cases, Cole Schotz will reasonably coordinate with Kelley Drye and Province regarding responsibilities and services rendered to the Committee to avoid any unnecessary duplication and inefficiencies.

I hereby declare under the penalty of perjury that the foregoing is true and correct.

Executed on December 29, 2025
Wilmington, Delaware

/s/ Justin R. Alberto
Justin R. Alberto

SCHEDULE 1

List of Potential Parties in Interest

Debtors

ASI Elston LLC
ASI Thomasville LLC
American Signature Home Inc.
American Signature USA Inc.
American Signature Woodbridge LLC
American Signature, Inc.
ASI - LaPorte LLC
ASI POLARIS LLC
ASI Pure Promise Insurance LLC

Current and Former Affiliates

Kroehler Corporation
Kroehler Furniture Mfg. Co., Inc.
Luxury Delivery Service, Inc.
Schottenstein Stores Corporation
Value City Furniture, Inc.

Current Directors and Officers

Brian T. Strayton
Deana Carrington
Dena Schilling
Eric Jackson
Eric R. Duerksen
George Hunter
George Vemadakis
Jay L. Schottenstein
Jeffry D. Swanson
Jim Dierker
Joseph A. Schottenstein
Kelly Routhier
Kevin Hughes
Melita Garrett Abbey
Patrick J. Sanderson
Richard Favata
Steven D. Rabe
Suzanne Kiggin
Tod H. Friedman
William R. Kugel

5% or More Equity Holders

Jay L. Schottenstein
Schottenstein Stores Corporation

Bankruptcy Judges

Chief Judge Karen B. Owens
Judge Brendan L. Shannon
Judge Craig T. Goldblatt
Judge J. Kate Stickles
Judge John T. Dorsey
Judge Laurie Selber Silverstein
Judge Mary F. Walrath
Judge Tomas M. Horan

U.S. Trustee Office Personnel

Andrew Vara
Benjamin Hackman
Christine Green
Diane Giordano
Dion Wynn
Edith A. Serrano
Elizabeth Thomas
Hannah M. Mccollum
Hawa Konde
Holly Dice
James R. O'malley
Jane Leamy
Jonathan Lipshie
Jonathan Nyaku
Joseph Cudia
Joseph McMahon
Lauren Attix
Linda Casey
Linda Richenderfer
Malcolm M. Bates
Michael Girello
Nyanquoi Jones
Richard Schepacarter
Rosa Sierra-Fox
Shakima L. Dortch
Timothy J. Fox, Jr.

Employee Benefit Providers

Anthem
Anthem Blue Cross And Blue Shield
BenefitHub

Carelonrx Through Anthem
Cigna
Express Scripts
Fidelity
Hinge Health
Lark Through Anthem
Legalshield
MetLife
Omada
Prudential
Talkspace Through Anthem EAP
VSP

Banks

Alex Brown
Morgan Stanley
PNC Bank, National Association
Raymond James
The Huntington National Bank

Debtor Professionals

Berkeley Research Group, LLC
C Street Advisory Group, LLC
Pachulski Stang Ziehl & Jones Llp
SSG Advisors, LLC

Lender Professionals

Choate, Hall & Stewart LLP

Insurance Providers

Ace American Insurance Co
American Guarantee & Liability Insurance Co
American International Reinsurance Co Ltd
Amwins Insurance Brokerage LLC
Arch Insurance Company
Aspen Insurance Uk Limited
Aspen Specialty Insurance Company
Atlantic Security Ltd.
Chubb Bermuda Insurance Ltd.
Cobbs Allen Capital LLC
Crc Group
Crum & Forster Specialty Insurance Company
Endurance American Specialty Ins Co
Everest Indemnity Insurance Co
Everest International Assurance Ltd.
Everest National Insurance Co

Factory Mutual Insurance Company
Freedom Specialty Insurance Co
Gai Insurance Company Limited
Gemini Insurance Company
Great American Assurance Company
Hanseatic Insurance Company Ltd.
Houston Casualty Company
Incline Casualty Company
Insurance Company of the State of PA
IOA National Inc.
Lexington Insurance Company
Liberty Insurance Underwriters Inc
Magna Carta Insurance, Ltd
Midvale Indemnity Company
Navigators Insurance Company
RSUI Indemnity Company
R-T Specialty, LLC - Burbank
Scottsdale Insurance Company
Starr Indemnity & Liability Co
Steadfast Insurance Company
The Charter Oak Fire Insurance Company
The Travelers Indemnity Company
The Travelers Indemnity Company of Connecticut
Travelers Excess And Surplus Lines Company
Travelers Property Casualty Company of America
United Specialty Insurance Company
US Specialty Insurance Co
Westchester Surplus Lines Insurance Co
XL Specialty Insurance Co
Zurich American Ins Co of IL

Lenders and Secured Creditors

PNC Bank, National Association
Second Avenue Capital Partners LLC

Shippers and Distribution Centers

AG Container Transport LLC
Ahm Furniture Service LLC
Alabama Motor Express Inc
American Global Logistics LLC
Ascend LLC
ATS Inc
Axle Logistics LLC
Broadleaf Contracting Inc
Bungii LLC
Castera Transportation

Circle Express Inc
 Cosco Container Lines America
 Coyote Logistics LLC
 Custom Transport Inc
 Dolly Inc
 Evans Delivery Co Inc
 Forward Air Corporation
 Franklin Logistics Co LLC
 Hapag-Lloyd (America) LLC
 Jb Hunt Transport Inc
 Keystone Lines
 Landstar Inway Inc
 LV Trucking Inc
 Mediterranean Shipping Co(Usa)
 MSC Per Diem Dept
 Rapid Response Inc
 Robert Bearden Inc
 Schneider National Carriers
 Silvan Trucking LLC
 Total Transportation of Ms
 Transport One Inc
 Triumph Business Capital
 Unique Logistics International
 UST Logistical Systems
 Wex Bank
 Wintrust Bank, N.A.
 Zim Shipping Finance Limited
 Zim Shipping Per Diem Dept

Surety and Letters of Credit

American Alternative Insurance
 American Express Travel
 Broadstone Avf Michigan, LLC
 Ohio Bureau of Workers Compensation
 The CIT Group
 The Travelers Indemnity Company
 Trimont LLC
 Wells Fargo

Utility Providers

Ameren Illinois Company
 American Electric Power Co.
 Aqua Ohio Inc.
 Artesian Water Company Inc.
 Athena Energy Services
 Atmos Energy Corporation

AW Metering Services LLC
 Belmont County Water & Sewer
 BGE
 Caseyville Township Sewer Syst
 Centerpoint Energy Services
 Charles County Government
 Charter Township of Canton
 Charter Township of Clinton
 Charter Twnshp of Chesterfield
 Chesterfield County VA
 Citizens Gas & Coke Utility
 City of Altamonte Springs
 City of Calumet City
 City of Charlotte
 City of Chicago
 City of Clarksville Department
 City of Clarksville Tenn
 City of Columbia
 City of Cuyahoga Falls
 City of Daytona Beach
 City of Dearborn
 City of East Point
 City of Franklin
 City of Fredericksburg
 City of Grand Rapids
 City of Hagerstown
 City of Joliet
 City of Lansing, By Its Board
 City of Northlake
 City of Novi
 City of Portage
 City of Richmond
 City of Sandusky Acct Office
 City of St Peters
 City of Taylor Water Dept
 City of Toledo
 City of Traverse City
 City of Utica
 City of Virginia Beach
 City of Westland
 Cobb Place Property LLC
 Columbia Gas
 Columbia Gas of Kentucky
 Columbia Gas of Maryland
 Columbia Gas of Ohio
 Columbia Gas of Virginia

Columbus - City Treasurer
 Commonwealth Edison Company
 Constellation Energy Services
 Constellation Newenergy Inc
 Consumers Energy Company
 County of Henrico
 Cranberry Township
 Dayton Power And Light Co.
 Dekalb County
 Delmarva Power
 Delta Charter Township
 Direct Energy Marketing Inc.
 Dominion East Ohio
 Dominion Energy South
 Dominion Virginia Power
 Downers Grove Sanitary District
 DTE Energy
 Duke Energy
 Duquesne Light Company
 Edge Properties LLC
 EMC Natural Gas Inc.
 Engie North America Inc
 Evansville Water And Sewer
 Fairfax County Water Authority
 Flint Township
 Florence Water And Sewer
 Florida Power & Light Company
 Franklin County Sanitary
 G&I IX Empire JV DLC LLC
 Georgia Power Company
 Grand Traverse County Dpw
 Greenwood Sanitation
 Gwinnett County Dept of Water
 Hampton Roads Sanitation Distr
 Hillsborough County Water Dept
 Huntington National Bank
 Huntington Sanitary Board
 IGS Ventures Inc
 Indiana-American Water Co. Inc.
 Indianapolis Power & Light Co.
 JEA
 Kentucky American Water Co.
 Kentucky Utilities Co.
 Kochville Township
 Lake County Dept of Utilities
 LDC Funding LLC

Lexington Fayette
 Louisville Gas & Electric Co.
 Louisville Water Co.
 Lower Paxton Township
 Mahoning Cty Sanitary Engineer
 Mallory Valley Utility District
 Manatee County Utilities Dept.
 Merrillville Conservancy Dist.
 Miami-Dade Water & Sewer
 Middle Tennessee Electric
 Mishawaka Utilities
 Monongahela Power Company
 Monroe County Water Authority
 Monroeville Water Authority
 Montgomery Cnty Water Services
 Mountaineer Gas
 Murfreesboro Water Resources
 Nashville Electric
 National Fuel Gas Dist. Corp
 National Grid
 Newport News Waterworks
 North Shore Gas Company
 Northern Illinois Gas Company
 Northern Indiana Public
 NYSEG
 Ohio Edison Company
 Orlando Utilities Commission
 Palmetto Utilities Inc.
 Parkersburg Utility Board
 Pennsylvania Power Company
 Pennsylvania-American
 Piedmont Natural Gas Co.
 Pleasant Hills Authority
 Potomac Electric Power Co.
 PPL Electric Utilities
 Prince William County Service
 Profile Energy Inc.
 Rochester Gas And Electric
 Semco Energy Inc.
 Silver Spring Township
 Site Centers Corp.
 South Central Power Co.
 South Stickney Sanitary Dist
 Southern Maryland Electric
 Southstar Energy Services LLC
 Spire Missouri Inc.

Suburban Natural Gas Company
 Tampa Electric Company
 The City of Ann Arbor
 The Cleveland Electric
 The East Ohio Gas Company
 The Peoples Gas Light And Coke
 The Potomac Edison Company
 Toledo Edison
 Town of Henrietta
 Town of Plainfield
 Treasurer of Spotsylvania
 UGI Utilities Inc.
 Union Electric Company
 Veolia Water Pennsylvania Inc.
 Village of Downers Grove
 Village of Gurnee
 Village of Orland Park
 Village of Schaumburg
 Virginia Natural Gas Inc.
 Washington Gas
 Waste Harmonics LLC
 WV-American Water Co.

Landlords

1731 Central Park, LLC
 2015 Wesel Boulevard LLC
 2195 Harlem Road Leasing LLC
 4300 Venture 34910 LLC
 6100 Pacific, LLC
 7500 Brookpark LLC
 AILSA 5109, LLC
 Alex Hepper
 ALISUE LLC
 American Signature of Woodbridge, LLC Ann M.
 Busby
 ASI Owned
 ASI Sunrise, LLC
 B&G Properties Limited Partnership
 Balgot Realty Corporation
 Bel Air Plaza Limited Partnership
 Belden Park Delaware, LLC
 Blanding Partners, LLC
 BRE Retail Residual NC Owner L.P.
 Brian McDermott, M.D.
 Brixmor Holdings 10 SPE, LLC
 Brixmor Operating Partnership 2, LLC

Brixmor Property Group
 Brixmor/IA Regency Park SC, LLC
 Broad Street FF, LLC
 Broadstone Net Lease, Inc.
 BV1 Alum Creek Drive Holdings, LLC
 Canton Corners Ford Road LLC
 Carl T Julio, Edward V & Anna Julio PTR
 Charles Triangle, LLC
 Chippewa Center, LLC
 Cobb Place Shops LLC
 Corvair Furniture Manufacturing Co., Inc. CPP
 River Falls II LLC
 CPP River Falls LLC
 Crossings at Hobart-I LLC
 CTO24 Carolina LLC
 Dabaja Fairlane North Properties LLC
 DDRTC Heritage Pavilion LLC
 Decar Realty, LLC
 DIAJEFF LLC
 Dr. Julian G. Busby, Jr.
 Easton Market SC, LLC
 EASTPOINT MALL
 Elston Leavitt LLC
 Exeter 11266 Enterprise, LLC
 Federal Realty Investment Trust
 FR Montrose Crossing LLC
 Franklin Square Drive, LLC
 GPT Managed Holdings. LP
 Gregory Camarco
 GSA I SPE, LLC
 Hill Management Services, Inc.
 Holiday Station Properties, LLC
 HRE/MStreet Turner Hill, LLC
 JLP Beaver creek, LLC
 JLP-Baileys Cross Roads VA LLC
 JLP-BEAVERCREEK LLC
 JLP-Chesapeake LLC
 JLP-Cranberry, LLC
 JLP-FAIRVIEW HEIGHTS, LLC
 JLP-Florence KY, LLC
 JLP-Harvard Park LLC
 JLPK-Dale Mabry LLC
 JLP-Madison LLC
 JLP-Orland Park, LLC
 JLP-Plainfield LLC
 JLP-Richmond, LLC

JLP-TOLEDO MONROE, LLC	Sir Barton Place LLC
JLP-Youngstown, LLC	Skyline Seven Real Estate
Jubilee Coolsprings LLC	Spark Realty Solutions, Inc.
Jubilee Limited Partnership	SPG ASI Polaris LLC
Jubilee-Sawmill, LLC	Spirit Realty, L.P.
JV Venture Pointe Decelopment LLC	Spotsylvania Crossing DE LLC
Kaden T, LLC	SR Clarksville TN LLC
Kimco of Pennsylvania Trust	SR Columbia SC LLC
Kimco Realty Corporation	SR Louisville KY LLC
KRG Castleton Crossing, LLC	SR Murfreesboro TN LLC
KRG Eastgate Pavilion LLC	SRL Crossings at Taylor LLC
KRG Town and Country Manchester LLC	SRL East Main Center LLC
Krinsky & Castelli Properties. LLC	SRLLC
Julian K. & Adrian C. et al	SSC Akron LLC
Lakeside Capital Advisors, LP Lakeview Plaza	SSC Burbank IL LLC
(Orland), LLC Lucky JJC, Inc.	SSC Calumet City IL LLC
Lynnhaven VC, LLC	SSC Charlotte NC LLC
Maple Ridge Plaza Acquisitions Marcy D.	SSC Market St Sandusky LLC
Cellentani	SSC Monroeville PA LLC
Market Square Owner, LLC	SSC Parkersburg WV LLC
Mishawaka Investments, LLC	SSC Pittsburgh PA LLC
MLRP Army Trail Trade Center, LLC Morse	SSC Springdale LLC
Road Company-I, LLC	SSC St. Peters MO LLC
MPI Development Group LLC	St Clairsville Main Parcel, L.L.C
NC Center Ft. Wayne, LLC	Sterling Ponds LLC
Niki Core I. LP.	Stoltz Real Estate Partners
Niki Delano. LP.	Store SPE AVFII 2017-2, LLC
NNN REIT, Inc.	SWTC Partners, LLC
PAARK Properties, LLC	TALCA Daytona Beach, LLC
Pacific Square, LLC	The Kroenke Group
Park Associates	The Real McKeever LLC
PR Financing Limited Partnership	THF Management, Inc.
RCC Chesapeake Center, LLC	THF Silver Spring Development, LP TNG Happy
Realty Four, LLP	Valley, LLC.
Robert L. Stark Enterprises, Inc.	Tropicaire Development, Inc.
Rosemont 2019, LLC	TRP-MCB Eastpoint, LLC
RPT Aspen Place, LP	Truss Greenwood IN LLC
Sandhill Columbia SC LLC	U.S. Transport Corporation
Saul Holdings Limited Partnership	United Properties Corp
SBV - Holland LLC	US Transport
SCF RC Funding IV LLC	Utica Park Place Owner, LLC
Schaumburg Associates LLC	Walden/Dick/ WR-1
Schostak Brothers & Company, Inc. Schottenstein	Weingarten Nostat, LLC
Property Group (SPG) Schottenstein Realty LLC	Weingarten Realty
SDG Dadeland Associates, Inc.	West Town Corners, LLC
SG-Mentor, LLC	Westview Center Associates L.C.

Woodbridge VA-JLP LLC
WRI Camp Creek Marketplace II, LP YSJ, LLC
Zamagias Properties

SCHEDULE 2**Disclosures to Cole Schotz Retention Application**

Parties who are current or former clients of Cole Schotz in matters unrelated to the Chapter 11 Cases, whose names include the following:

Name of Interested Party Searched	Relationship to Debtors	Name of Entity that is a Cole Schotz Client	Relationship to Cole Schotz
Berkeley Research Group, LLC	Debtor Professional	Berkeley Research Group	Current Client
Choate, Hall and Stewart, LLP	Lender Professional	Choate, Hall and Stewart, LLP	Former Client
Great American Insurance Company	Insurance	Great American Insurance Company	Current Client
Hampton Roads Sanitation District	Utility Provider	Hampton Roads Sanitation District	Current Client
Kimco Realty Corporation	Landlord	Kimco Realty Corporation	Current Client
Lexington Insurance Company	Insurance	Lexington Insurance Co	Former Client
Metlife	Employee Benefits Provider	Metlife Investment Management	Cole Schotz previously represented a group of ad hoc lenders in which Metlife was a member
Wells Fargo	Surety & Letters of Credit	Wells Fargo	Former Client

As part of its diverse practice, Cole Schotz appears in numerous cases, proceedings and transactions involving many different professionals, including other attorneys, accountants, financial consultants and investment bankers, some of whom are or represent parties-in-interest in the Chapter 11 Cases. Cole Schotz does not, and will not, represent any such professional in the Chapter 11 Cases. In addition, Cole Schotz has been in the past, and likely will be in the future, engaged in matters unrelated to the Debtors or these Chapter 11 Cases in which it works with or in opposition to other professionals involved in these Chapter 11 Cases. Moreover, Cole Schotz might have referred work to other professionals retained in these Chapter 11 Cases. Likewise, professionals retained in these Chapter 11 Cases might have referred work to Cole Schotz. To the best of my knowledge, information and belief, insofar as I have been able to ascertain after

reasonable inquiry, none of these business relationships constitute interests adverse to the Debtors' estates.

Ronald Gold of Frost Brown Todd LLP represents Committee member Tempur World, LLC in this case. Cole Schotz currently represents, and has previously represented, unsecured creditor committees in which Committee members were represented by Ronald Gold. Cole Schotz has also regularly worked with attorneys at Frost Brown Todd LLP as co-counsel in unrelated matters.

Eric Monzo of Morris James represents Committee member Man Wah MCO in this case. Cole Schotz currently represents, and has previously represented, unsecured creditor committees in which Committee members were represented by Eric Monzo.

Cole Schotz currently represents, and has previously represented, unsecured creditor committees in which Committee members in this case have served. Other than as disclosed herein, Cole Schotz does not currently represent, and has not previously represented, any Committee members in their individual capacities in any matter.

Furthermore, United States Bankruptcy Judge for the District of Delaware J. Kate Stickles was a former partner at Cole Schotz.

EXHIBIT B

Committee Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AMERICAN SIGNATURE, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25–12105 (JKS)

(Jointly Administered)

**DECLARATION OF MICHAEL DIGIACOMO
IN SUPPORT OF THE APPLICATION FOR AN ORDER
PURSUANT TO 11 U.S.C. §§ 328(a) AND 1103 AUTHORIZING
AND APPROVING THE RETENTION AND EMPLOYMENT OF
COLE SCHOTZ P.C. AS COUNSEL TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS EFFECTIVE AS OF DECEMBER 5, 2025**

I, Michael DiGiacomo, hereby declare, pursuant to 28 U.S.C. § 1746, as follows:

1. My name is Michael DiGiacomo. I am over the age of 21 and am competent in all respects to make this Declaration. I am the Co-Chair of the Official Committee of Unsecured Creditors (the “Committee”) of American Signature, Inc., *et al.* (collectively, the “Debtors”) in these chapter 11 cases (the “Chapter 11 Cases”).

2. I am authorized to make this declaration (this “Declaration”) in support of the Committee’s application (the “Application”)² seeking authorization to retain Cole Schotz P.C. (“Cole Schotz”) as its co-counsel pursuant to sections 328(a) and 1103(a) of the Bankruptcy Code, Bankruptcy Rule and Local Rule 2014-1. Except as otherwise noted, I have personal knowledge as to all of the information set forth below.

¹ The Debtors in these chapter 11 cases (these “Chapter 11 Cases”) are, along with the last four digits of each Debtor’s federal tax identification number are: American Signature, Inc. (6162); American Signature Home Inc. (8573); American Signature USA Inc. (6162); ASI Pure Promise Insurance LLC (6162); ASI Elston LLC (7520); ASI – Laporte LLC (6162); ASI Polaris LLC (6162); ASI Thomasville LLC (6162); and American Signature Woodbridge LLC (6162). The Debtors’ business address is 4300 E. 5th Avenue, Columbus, OH 43235.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

3. This Declaration is provided pursuant to the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the “Revised UST Guidelines”). Except as otherwise noted, all facts in this Declaration are based on my personal knowledge of the matters set forth herein, information gathered from my review of relevant documents and information supplied to me by Cole Schotz.

4. I am informed by counsel that Paragraph D.2 of the Revised UST Guidelines suggests that any application for employment of an attorney under sections 327 or 1103 of the Bankruptcy Code be accompanied by a verified statement from the client that addresses the following:

- (a) The identity and position of the person making the verification. The person ordinarily should be the general counsel of the debtor or another officer responsible for supervising outside counsel and monitoring and controlling legal costs.
- (b) The steps taken by the client to ensure that the applicant’s billing rates and material terms for the engagement are comparable to the applicant’s billing rates and terms for other non-bankruptcy engagements and to the billing rates and terms of other comparably skilled professionals.
- (c) The number of firms the client interviewed.
- (d) If the billing rates are not comparable to the applicant’s billing rates for other non-bankruptcy engagements and to the billing rates of other comparably skilled professionals, the circumstances warranting the retention of that firm.
- (e) The procedures the client has established to supervise the applicant’s fees and expenses and to manage costs. If the procedure for the budgeting, review and approval of fees and expenses differ from those the client regularly employs in non-bankruptcy cases to supervise outside general counsel, explain how and why. In addition, describe any efforts to negotiate rates including rates for routine matters, or in the alternative to delegate such matters to less expensive counsel.

Identity of Declarant

5. On December 4, 2025, the Office of the United States Trustee for Region 3 (the “U.S. Trustee”) appointed a seven-member Committee consisting of: (i) Man Wah MCO; (ii) H317 Logistics, LLC; (iii) Riverside Furniture Corp.; (iv) Holland House; (v) Tempur World, LLC; (vi) Everest Technologies, Inc.; and (vii) Realty Income Corp. *See* Docket No. 119. Man Wah MCO and Realty Income Corp. serve as the co-chairs of the Committee.

6. On December 5, 2025, the Committee selected Cole Schotz and Kelley Drye & Warren LLP (“Kelley Drye”) as its counsel. On December 8, 2025, the Committee selected Province Advisors, LLC (“Province”) as its financial advisor. As Co-Chair and a member of the Committee, I was directly involved in the Committee’s decision to retain Cole Schotz.

Steps Taken to Ensure the Comparability of Engagement Terms

7. Cole Schotz has informed the Committee that its rates for bankruptcy representations are comparable to the rates Cole Schotz charges for non-bankruptcy representations, and that Cole Schotz endeavors to set its hourly rates for attorneys and professionals at levels competitive to those charged by peer firms.

8. Following its formation, the Committee interviewed three law firms to represent the Committee as bankruptcy counsel in these Chapter 11 Cases. After interviewing each of these firms, the Committee selected Cole Schotz as its proposed co-counsel because of its extensive experience representing committees and other parties in chapter 11 proceedings, as well as its knowledge and expertise in the fields of, *inter alia*, debtors’ and creditors’ rights and bankruptcy. In addition, several of the attorneys at Cole Schotz are members in good standing of the Bar of the Supreme Court of Delaware and regularly practice before this Court. Therefore, it is the

Committee's opinion that Cole Schotz is well qualified to represent and assist the Committee in performing its duties in the Chapter 11 Cases.

Rate Structure

9. Cole Schotz has informed the Committee that its hourly rates are subject to periodic adjustments (typically on or about September 1 of each year) to reflect economic and other conditions.

10. By virtue of the foregoing, and for the reasons set forth in the Application and the Alberto Declaration, the Committee believes that Cole Schotz is well qualified to represent the Committee in the Chapter 11 Cases as co-counsel and seeks entry of an order in the form attached to the Application authorizing the Committee to retain Cole Schotz effective as of December 5, 2025 in accordance with the terms set forth in the Application and the Alberto Declaration.

Procedures Established to Supervise Fees and Expenses and Manage Costs

11. I understand that Cole Schotz will be using budget and staffing reports for legal services provided to the Committee during this engagement. The Committee recognizes that in the course of a chapter 11 case, there may be unforeseeable fees and expenses that will need to be addressed by the Committee and Cole Schotz. Therefore, the Committee recognizes that it is its responsibility to closely monitor the billing practices of its counsel to ensure that the fees and expenses paid by the estates remain consistent with the Committee's expectations and exigencies of these cases. The Committee will continue to review the invoices submitted by Cole Schotz, and together with Cole Schotz, may periodically amend the budget and staffing plan as the cases develop to reflect changed circumstances or unanticipated developments.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: December 29, 2025

**THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS OF
AMERICAN SIGNATURE, INC., *ET AL.***

A handwritten signature in dark ink, appearing to read "Mr. DiGiacomo", is written over a horizontal line.

By: Michael DiGiacomo

On behalf of Realty Income Corp.

Solely in his capacity as Co-Chair of the
Official Committee of Unsecured Creditors of
American Signature, Inc., *et al.*

EXHIBIT C

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AMERICAN SIGNATURE, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25–12105 (JKS)

(Jointly Administered)

Related Docket No. __

**ORDER PURSUANT TO
11 U.S.C. §§ 328(a) AND 1103 AUTHORIZING
AND APPROVING THE RETENTION AND EMPLOYMENT OF
COLE SCHOTZ P.C. AS CO-COUNSEL TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS EFFECTIVE AS OF TO DECEMBER 5, 2025**

Upon the application (the “Application”)² of the Official Committee of Unsecured Creditors (the “Committee”) of American Signature, Inc., *et al.* (collectively, the “Debtors”) for entry of an order, pursuant to sections 328(a) and 1103(a) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 2014-1 of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), authorizing the Committee to retain and employ Cole Schotz P.C. (“Cole Schotz”) as its co-counsel in connection with the Debtors’ chapter 11 cases (the “Chapter 11 Cases”) effective as of December 5, 2025, and upon the declaration of Justin R. Alberto, a member in the Bankruptcy & Corporate Restructuring group of Cole Schotz (the “Alberto Declaration”), and upon the declaration of Michael DiGiacomo, as Co-Chair of the Committee (the “Committee Declaration”, and together with the Alberto Declaration, the

¹ The Debtors in these chapter 11 cases (these “Chapter 11 Cases”) are, along with the last four digits of each Debtor’s federal tax identification number are: American Signature, Inc. (6162); American Signature Home Inc. (8573); American Signature USA Inc. (6162); ASI Pure Promise Insurance LLC (6162); ASI Elston LLC (7520); ASI – Laporte LLC (6162); ASI Polaris LLC (6162); ASI Thomasville LLC (6162); and American Signature Woodbridge LLC (6162). The Debtors’ business address is 4300 E. 5th Avenue, Columbus, OH 43235.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

“Declarations”); and it appearing that the attorneys of Cole Schotz who will perform services on behalf of the Committee in the Chapter 11 Cases are duly qualified to practice before this Court; and the United States District Court for the District of Delaware having jurisdiction over this matter pursuant to 28 U.S.C. § 1334, which was referred to the Court under 28 U.S.C. § 157 and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court finding, based on the representations made in the Application and the Declarations, that Cole Schotz does not represent any interest adverse to the Committee or the Debtors’ estates with respect to the matters upon which it is to be engaged, that it is a “disinterested person” as that term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, that its employment is necessary and appropriate and in the best interests of the Committee and the Debtors’ estates; and finding that adequate notice of the Application having been given; and it appearing that no other notice need be given; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED AND DECREED that:

1. The Application is APPROVED as set forth herein.
2. The Committee is hereby authorized to retain and employ Cole Schotz as its co-counsel in these Chapter 11 Cases, effective as of December 5, 2025, pursuant to sections 328(a) and 1103 of the Bankruptcy Code, as contemplated by the Application and on the terms provided in the Application and the Alberto Declaration, and Cole Schotz is authorized to perform the services set forth in the Application and the Alberto Declaration, as may be modified herein.

3. Cole Schotz shall be compensated in accordance with procedures set forth in sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules and such procedures as may be fixed by order of this Court.

4. Notwithstanding anything to the contrary in the Application or the Alberto Declaration, Cole Schotz shall not seek reimbursement of any fees or costs arising from the defense of any of Cole Schotz's fee applications in these Chapter 11 Cases.

5. Cole Schotz shall make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "Revised UST Guidelines") in connection with any interim or final fee applications Cole Schotz files in the Chapter 11 Cases.

6. Notwithstanding anything in the Application or this Order to the contrary, all parties shall retain the right and be entitled to object to Cole Schotz's fee applications based on the reasonableness standard provided for in section 330 of the Bankruptcy Code, including, without limitation, objections to fees and expenses on the basis of duplication of efforts among the Committee's professionals.

7. Consistent with the Revised UST Guidelines, Cole Schotz shall provide ten (10) business days' notice to the Debtors and the U.S. Trustee before any increases in the rates set forth in the Application are implemented and shall file such notice with the Court. The U.S. Trustee retains all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

8. Notwithstanding anything in the Application to the contrary, to the extent that Cole Schotz uses the services of independent contractors or subcontractors (collectively, the “Contractors”) in these cases, Cole Schotz shall (i) pass through the cost of such Contractors at the same rate that Cole Schotz pays the Contractors; (ii) seek reimbursement for actual costs only; (iii) ensure that the Contractors are subject to the same conflicts checks as required for Cole Schotz; and (iv) file with this Court such disclosures required by Bankruptcy Rule 2014.

9. Cole Schotz shall use its reasonable efforts to avoid any duplication of services provided by any of the Committee’s other retained professionals in these Chapter 11 Cases.

10. To the extent that there may be any inconsistency among the terms of the Application, the Alberto Declaration and this Order, the terms of this Order shall govern.

11. The Committee is authorized and empowered to take all actions necessary to effectuate the relief granted by this Order.

12. Notwithstanding the possible applicability of Bankruptcy Rules 6004, 7062, 9014 or otherwise, or any Local Rule that might otherwise delay the effectiveness of this Order, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

13. The Court shall retain jurisdiction to hear and determine all matters arising under or related to the implementation or interpretation of this Order.