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*Proposed Co-Counsel to the Debtor and Debtor in Possession*

*Proposed Co-Counsel to the Debtor and Debtor in Possession*

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF NEW JERSEY**

In re:

CCA Construction, Inc.,<sup>1</sup>

Debtor.

Chapter 11

Case No. 24-22548 (CMG)

**NOTICE OF HEARING ON DEBTOR’S MOTION  
FOR ENTRY OF AN ADMINISTRATIVE FEE ORDER  
ESTABLISHING PROCEDURES FOR THE ALLOWANCE AND  
PAYMENT OF INTERIM COMPENSATION AND REIMBURSEMENT  
OF EXPENSES OF PROFESSIONALS RETAINED BY ORDER OF THIS COURT**

**PLEASE TAKE NOTICE** that on **January 30, 2025 at 10:00 a.m. (prevailing Eastern Time)**, or as soon thereafter as counsel may be heard, the above-captioned debtor and debtor in possession (the “**Debtor**” or “**CCA**”), by and through its undersigned proposed co-counsel, shall move the *Debtor’s Motion for Entry of an Administrative Fee Order Establishing Procedures for*

<sup>1</sup> The Debtor in this chapter 11 case, along with the last four digits of its federal tax identification number, is CCA Construction, Inc. (4862). CCA’s service address for the purposes of this chapter 11 case is 445 South Street, Suite 310, Morristown, NJ 07960.



*the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of this Court* (the “**Motion**”) before the Honorable Christine M. Gravelle, United States Bankruptcy Judge, in Courtroom 3 of the United States Bankruptcy Court for the District of New Jersey (the “**Court**”), 402 East State Street, Trenton, NJ 08608, for entry of an order (the “**Order**”), substantially in the form submitted herewith, establishing procedures for the allowance of interim compensation and reimbursement of expenses of professionals retained by this Court.

**PLEASE TAKE FURTHER NOTICE** that in support of the relief requested in the Motion, CCA shall rely on the accompanying Motion, which sets forth the relevant legal and factual bases upon which the relief requested should be granted. A proposed Order granting the relief requested in the Motion is also submitted herewith.

**PLEASE TAKE FURTHER NOTICE** that objections, if any, to the relief requested in the Motion shall: (a) be in writing; (b) state with particularity the basis of the objection; and (c) be filed with the Clerk of the United States Bankruptcy Court electronically by attorneys who regularly practice before the Bankruptcy Court in accordance with the *General Order Regarding Electronic Means for Filing, Signing, and Verification of Documents dated March 27, 2002* (the “**General Order**”) and the *Commentary Supplementing Administrative Procedures* dated as of March 2004 (the “**Supplemental Commentary**”) (the General Order, the Supplemental Commentary and the User’s Manual for the Electronic Case Filing System can be found at [www.njb.uscourts.gov](http://www.njb.uscourts.gov), the official website for the Bankruptcy Court) and, by all other parties-in-interest, on CD-ROM in Portable Document Format (PDF), and shall be served in accordance with the General Order and the Supplemental Commentary, so as to be received no later than seven (7) days before the hearing date set forth above.

**PLEASE TAKE FURTHER NOTICE** that copies of all documents filed in this chapter 11 case may be obtained free of charge by visiting the website of Kurtzman Carson Consultants, LLC dba Verita Global at <https://veritaglobal.net/cca>. You may also obtain copies of any pleadings by visiting the Court's website at <https://www.njb.uscourts.gov> in accordance with the procedures and fees set forth therein.

**PLEASE TAKE FURTHER NOTICE** that unless objections are timely filed and served, the Motion shall be decided on the papers in accordance with D.N.J. LBR 9013-3(d) and the relief requested may be granted without further notice or hearing.

*[Remainder of Page Intentionally Left Blank.]*

DATED: January 9, 2025

Respectfully submitted,

By: /s/Michael D. Sirota  
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**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF NEW JERSEY**

In re:  
  
CCA Construction, Inc.,<sup>1</sup>  
  
Debtor.

Chapter 11  
  
Case No. 24-22548 (CMG)

**DEBTOR’S MOTION FOR ENTRY OF AN  
ADMINISTRATIVE FEE ORDER ESTABLISHING  
PROCEDURES FOR THE ALLOWANCE AND PAYMENT  
OF INTERIM COMPENSATION AND REIMBURSEMENT OF  
EXPENSES OF PROFESSIONALS RETAINED BY ORDER OF THIS COURT**

TO THE HONORABLE CHRISTINE M. GRAVELLE  
UNITED STATES BANKRUPTCY JUDGE:

<sup>1</sup> The Debtor in this chapter 11 case, along with the last four digits of its federal tax identification number, is CCA Construction, Inc. (4862). The Debtor’s service address for the purposes of this chapter 11 case is 445 South Street, Suite 310, Morristown, NJ 07960.

The above-captioned debtor and debtor in possession (the “**Debtor**” or “**CCA**”)<sup>2</sup> in the above-captioned chapter 11 case states the following in support of this motion (this “**Motion**”):

### **Jurisdiction and Venue**

1. The United States Bankruptcy Court for the District of New Jersey (the “**Court**”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Standing Order of Reference to the Bankruptcy Court Under Title 11*, entered July 23, 1984, and amended on September 18, 2012 (Simandle, C.J.). CCA confirms its consent to the Court entering a final order in connection with this Motion 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.

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

3. The bases for the relief requested herein are sections 105(a) and 331 of title 11 of the United States Code, (the “**Bankruptcy Code**”), rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and rule 2016-3 of the Local Rules of the United States Bankruptcy Court for the District of New Jersey (the “**Local Rules**”).

### **Background**

4. CCA is headquartered in New Jersey and provides construction management, program management, and general contracting services for public and private clients through its non-debtor operating subsidiaries (the “**Non-Debtor Subsidiaries**” and, together with CCA, the “**CCA Group**”). CCA supports its Non-Debtor Subsidiaries by providing them with key shared services to enable them to deliver large-scale projects in civil, commercial, residential, and public

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the First Day Declarations.

infrastructure sectors. As set forth in the First Day Declarations, defined below, CCA performs construction and project management services on large scale projects primarily in the New York and New Jersey metropolitan area.

5. On December 22, 2024 (the “**Petition Date**”), CCA filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. CCA is operating its business and managing its property as debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made in this chapter 11 case and no statutory committees have been appointed or designated.

6. Additional information regarding CCA, the events leading up to the Petition Date, and the facts and circumstances supporting the relief requested in this motion is set forth in the *Declaration of Yan Wei, Chairman and Chief Executive Officer of the Debtor, in Support of Chapter 11 Petition* [Docket No. 11] (the “**Wei Declaration**”) and the *Declaration of Evan Blum in Support of First Day Pleadings and Debtor-in-Possession Financing* [Docket No. 12] (the “**BDO Declaration**”) and, together with the Wei Declaration, the “**First Day Declarations**”).

#### **Retention of Professionals**

7. CCA intends to file applications for authority to retain and employ (i) Debevoise & Plimpton LLP as bankruptcy co-counsel, (ii) Cole Schotz P.C. as bankruptcy co-counsel, (iii) BDO USA, P.C. as financial advisor, and (iv) Kurtzman Carson Consultants, LLC dba Verita Global as administrative advisor. CCA and any statutory committee appointed in this chapter 11 case (the “**Committee**”) may seek to retain additional professionals to render services in connection with this chapter 11 case.<sup>3</sup>

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<sup>3</sup> For the avoidance of doubt, CCA submits that any professionals it elects to employ and retain in the ordinary course of business should not be subject to any Order granting the relief requested in this Motion.

**Relief Requested**

8. CCA seeks entry of an administrative fee order, substantially in the form attached hereto as **Exhibit A** (the “**Order**”) pursuant to section 105(a) and 331 of the Bankruptcy Code and Local Rule 2016-3, authorizing an orderly, regular process for allowance and payment of interim compensation for services rendered and reimbursement of expenses incurred by attorneys and other professionals retained by CCA and the Committee (collectively, the “**Professionals**”, and each a “**Professional**”), whose services are authorized by this Court and who are required to file applications for the allowance of compensation and reimbursement of expenses pursuant to sections 330 and 331 of the Bankruptcy Code and Local Rule 2016-1.

9. More specifically, CCA requests that procedures for compensating and reimbursing the Professionals retained under section 327 of the Bankruptcy Code and, to the extent applicable, sections 328(a) and 1103 of the Bankruptcy Code, be established comparable to those approved in other chapter 11 cases in this district and in accordance with the guidelines set forth in Local Rule 2016-3.

10. The requested procedures would require the presentation of monthly fee statements to the parties described below for interim payment of compensation for professional services rendered and reimbursement of expenses incurred by each such Professional during the immediately preceding month. CCA submits that the proposed procedures for compensating and reimbursing the Professionals will enable the Court and all parties in interest to monitor professional fees and costs effectively and in a timely manner. In accordance with Local Rule 2016-3, the proposed procedures (the “**Compensation Procedures**”) are as follows:

(A) **Monthly Fee Statements.**

1. Not later than the 25th day of the month following the month for which compensation is sought, each Professional seeking compensation under the Order must file and serve, by electronic



transmission, hand delivery, or overnight delivery, or by any means directed by the Court, a monthly fee and expense statement (a “**Monthly Fee Statement**”) on the following parties:

- A. the Debtor, CCA Construction, Inc., c/o BDO USA, P.C., 100 Park Avenue, New York, NY 10017, Attn: James Schwarz (JSchwarz@bdo-ba.com);
  - B. Debevoise & Plimpton LLP, as proposed co-counsel to CCA, 66 Hudson Boulevard, New York, NY 10001, Attn: M. Natasha Labovitz, Esq. (nlabovitz@debevoise.com) Sidney P. Levinson, Esq. (slevinson@debevoise.com) Elie J. Worenklein, Esq. (eworenklein@debevoise.com);
  - C. Cole Schotz P.C., as proposed co-counsel to CCA, Court Plaza North, 25 Main Street, Hackensack, New Jersey 07601, Attn: Michael D. Sirota, Esq. (msirota@coleschotz.com), Warren A. Usatine, Esq. (wusatine@coleschotz.com), Felice R. Yudkin, Esq. (fyudkin@coleschotz.com), and Ryan T. Jareck, Esq. (rjareck@coleschotz.com);
  - D. the United States Trustee for the District of New Jersey, One Newark Center, 1085 Raymond Boulevard, Suite 2100, Newark, New Jersey, 07102, Attn: Fran B. Steele (fran.b.steele@usdoj.gov) and Peter J. D’Auria (peter.j.d’auria@usdoj.gov);
  - E. Lowenstein Sandler LLP, as counsel to the DIP Lender, Attn: Jeffrey Cohen (jcohen@lowenstein.com) and Andrew Behlmann (abehlmann@lowenstein.com);
  - F. counsel to any statutory committees appointed in this chapter 11 case;
  - G. any other secured creditor and counsel, to the extent known;
  - H. any party requesting notice of all proceedings; and
  - I. any other party designated by the Court.
2. Unless otherwise provided in the order authorizing the Professional’s retention, each Professional’s Monthly Fee Statement, in accordance with Local Rules 2016-1 and 2016-3, shall include a monthly invoice with fee and expense detail that describes the fees and expenses incurred by such Professional in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules,

and the Guidelines established by the Office of the United States Trustee (the “**UST Guidelines**”).

3. Time spent travelling without actively working on the chapter 11 case shall be billed at 50% of the Professional’s normal hourly rate.
4. Except as otherwise provided in the Professional’s specific retention orders, all timekeepers must contemporaneously maintain time entries, in increments of tenths (1/10th) of an hour, for each individual.
5. Except as otherwise provided in the order authorizing the Professional’s retention, all Monthly Fee Statements shall comply with the Bankruptcy Code, the Bankruptcy Rules, the UST Guidelines, and applicable law.
6. The first Monthly Fee Statement submitted by each Professional shall cover the period from the Petition Date through and including January 31, 2025.

(B) Objections.

An objection to a Monthly Fee Statement must be filed and served on the applicable Professional and the parties listed in subdivision (A)(1) not later than fourteen (14) days after service of the statement. The objection must set forth the nature of the objection and the amount of fees and expenses at issue. Grounds for objection include: (i) CCA’s failure to timely file monthly operating reports; and (ii) CCA’s failure to remain current with administrative expenses and fees under 28 U.S.C. § 1930.

(C) Payments.

1. On the expiration of the objection deadline under subdivision (B), a Professional may file and serve on the parties listed in subdivision (A)(1) Local Form *Certification of No Objection* or Local Form *Certification of Partial Objection*, and then receive 80% of the fees and 100% of the expenses not subject to an objection. A Professional may seek authorization as part of its next interim or final fee application to receive the remaining 20% of fees not subject to an objection. If a Professional receives an objection to particular Monthly Fee Statement, CCA shall withhold payment of that portion of the Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth herein.
2. If the parties resolve an objection and if the applicable Professional files and serves on the parties listed in subdivision (A)(1) a

statement indicating that the objection is withdrawn and describing the terms of the resolution, CCA may pay in accordance with subdivision (C)(1) that portion of the Monthly Fee Statement which is no longer subject to an objection.

3. If the parties are unable to resolve an objection not later than fourteen (14) days after the deadline for filing an objection under subdivision (B), the Professional may either (i) file a response to the objection together with a request for payment of the fees and expenses to which the objection applies and schedule a hearing on at least fourteen (14) day's notice; or (ii) forgo payment of those fees and expenses until the next interim or final fee application or another date directed by the Court.
4. The service of an objection to a Monthly Fee Statement shall not prejudice the objecting party's right to object to any Interim Fee Application (as defined below) or final fee application made to the Court in accordance with the Bankruptcy Code on any ground whether raised in an objection or not. Failure by any party listed in section (A)(1) to object to a Monthly Fee Statement shall not constitute a waiver of any kind nor prejudice that party's right to object to any Interim Fee Application (as defined below) or final fee application.

(D) Fee Applications.

1. A Professional who has received monthly payments under the Order must, at four-month intervals (the "**Interim Fee Period**") or such other intervals directed by the Court, shall file and serve on the parties listed in subdivision (A)(1) an interim application under section 331 of the Bankruptcy Code for allowance of the compensation and reimbursement of the expenses sought in the monthly statements issued during the applicable period (an "**Interim Fee Application**") unless otherwise agreed between such professional and the U.S. Trustee. The first Interim Fee Application shall cover the Interim Fee Period from the Petition Date through and including April 30, 2025.
2. Interim Fee Applications must be filed and served on or before the 45th day after the end of the Interim Period for which the application seeks allowance of fees and reimbursement of expenses. The Interim Fee Application must include a summary of the Monthly Fee Statements that are the subject of the request and any other information requested by the Court or required by the Bankruptcy Code, the Bankruptcy Rules, applicable Third Circuit law, the Local Rules, and the UST Guidelines.

3. The pendency of an objection or the entry of a Court order holding that the prior payment of compensation or the reimbursement of expenses was improper as to a particular Monthly Fee Statement will not disqualify a Professional from the future payment of compensation or reimbursement of expenses as set forth above unless the Court orders otherwise.
4. Any Professional who fails to file an Interim Fee Application when due will be ineligible to receive further interim payments of fees or expenses under the Compensation Procedures until such time as the Interim Fee Application is submitted.
5. Neither (i) the payment of or the failure to pay, in whole or in part, interim compensation and reimbursement of expenses under the Compensation Procedures nor (ii) the filing of, or failure to file, an objection to any Monthly Fee Statement or any Interim Fee Application will bind any party in interest or the Court with respect to the final applications for allowance of compensation and reimbursement of expenses of Professionals.
6. Any party under section (A)(1) may request that a Professional deliver a Monthly Fee Statement or an Interim Fee Application in an electronically searchable format mutually acceptable to the parties.

11. CCA submits that the Compensation Procedures will enable CCA to closely monitor the costs of administration of this chapter 11 case, maintain a level cash flow, and implement efficient cash management procedures. Moreover, the Compensation Procedures will also enable the Court and parties-in-interest to ensure the reasonableness of the compensation and reimbursement sought by Professionals on a regular basis.

#### **Basis for Relief Requested**

12. A professional's right to seek interim payments from a debtor's estate is governed by section 331 of the Bankruptcy Code, which authorizes professionals to submit applications for interim compensation and reimbursement of expenses every 120 days or more often, if the court permits. It provides, in relevant part:

A trustee, an examiner, a debtor's attorney, or any professional person employed under section 327 or 1103 of this title may apply to the court not more than once every 120 days after an order for relief in a case under this title, or more often if the court permits, for such compensation for services rendered before the date of such an application or reimbursement for expenses incurred before such date as is provided under section 330 of this title.

11 U.S.C. § 331.

13. In addition, section 105(a) of the Bankruptcy Code provides, in relevant part, that “[t]he court may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title,” thereby codifying the bankruptcy courts’ inherent equitable powers.

11 U.S.C. § 105(a).

14. Courts in this district have recognized that the permissive language of section 331 of the Bankruptcy Code, coupled with the court’s inherent power under section 105(a) of the Bankruptcy Code, provide authority for the entry of orders establishing procedures for monthly compensation and reimbursement of expenses of professionals. *See, e.g., In re Sam Ash Music Corporation*, No. 24-14727 (SLM) (Bankr. D.N.J. June 5, 2024) (authorizing payment of professional fees pursuant to interim compensation procedures); *In re Thrasio Holdings, Inc.*, No. 24-11840 (CMG) (Bankr. D.N.J. Apr. 4, 2024) (same); *In re Invitae Corporation*, No. 24-11362 (MBK) (Bankr. D.N.J. Mar. 18, 2024) (same); *In re Careismatic Brands, LLC*, No. 24-10561 (VFP) (Bankr. D.N.J. Feb. 29, 2024) (same); *In re WeWork Inc., et. al.*, No. 23-19865 (JKS) (Bankr. D.N.J. Dec. 6, 2023) (same); *In re Rite Aid Corp.*, No. 23-18993 (MBK) (Bankr. D.N.J. Nov. 20, 2023) (same); *In re DirectBuy Home Improvement, Inc.*, No. 23-19159 (SLM) (Bankr. D.N.J. Nov. 9, 2023) (same); *In re CTI Liquidation Co, Inc. (f/k/a Cyxtera Technologies, Inc.)*, No. 23-14852 (JKS) (Bankr. D.N.J. July 21, 2023) (same); *In re Whittaker, Clark & Daniels, Inc.*, Case No. 23-13565 (MBK) (Bankr. D.N.J. June 6, 2023) (same); *In re David’s Bridal, LLC*, Case No. 23-13131 (CMG) (Bankr. D.N.J. May 18, 2023) (same); *In re Bed Bath & Beyond Inc.*, Case

No. 23-13359 (VFP) (Bankr. D.N.J. May 17, 2023) (same).<sup>4</sup> Such procedures are necessary not only to encourage professionals to provide services in connection with chapter 11 cases, but also to avoid having professionals fund the cases. *See In re Int’l Horizons, Inc.*, 10 B.R. 895, 897-98 (Bankr. N.D. Ga. 1981) (“[T]he Court does not wish that the attorneys for the debtors in possession fund this reorganization proceeding.”). Appropriate factors to consider include “the size of [the] reorganization cases, the complexity of the issues involved, and the time required on the part of the attorneys for the debtors in providing services necessary to achieve a successful reorganization of the debtors . . . .” *Id.* at 897.

15. CCA submits that the Compensation Procedures are appropriate in light of the facts described above. Indeed, such procedures are necessary to ensure that the Professionals are compensated fairly and timely for their services in this chapter 11 case and are not forced to bear undue financial burden or risk caused by delays in payment. Moreover, the Compensation Procedures will enable CCA to closely monitor the costs of administration of this chapter 11 case and avoid large spikes in their cash outlays. Finally, the Compensation Procedures will allow the Court and key parties in interest to ensure the reasonableness and necessity of the compensation and reimbursement sought.

#### **Waiver of Memorandum of Law**

16. CCA requests that the Court waive the requirement to file a separate memorandum of law pursuant to Local Rule 9013-1(a)(3) because the legal basis upon which CCA relies is set forth herein and this Motion does not raise any novel issues of law.

#### **Reservation of Rights**

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<sup>4</sup> Because of the voluminous nature of the orders cited herein, such orders have not been attached to this Motion. Copies of these orders are available upon request to CCA’s proposed co-counsel.

17. Notwithstanding anything to the contrary herein, nothing contained in this Motion or any actions taken pursuant to any order granting the relief requested by this Motion is intended or should be construed as (a) an implication or admission as to the amount of, basis for, or validity of any particular claim against CCA under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the CCA's or any other party in interest's rights to dispute any particular claim on any grounds; (c) a promise or requirement to pay any particular claim; (d) an implication, admission, or finding that any particular claim is an administrative expense claim, other priority claim or otherwise of a type specified or defined in this Motion or any order granting the relief requested by this Motion; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission by CCA as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the CCA's estates; (g) a waiver or limitation of the CCA's, or any other party in interest's, claims, causes of action, or other rights under the Bankruptcy Code or any other applicable law; (h) an approval, assumption, adoption, or rejection of any agreement, contract, lease, program, or policy under section 365 of the Bankruptcy Code; (i) a concession by CCA that any liens (contractual, common law, statutory, or otherwise) that may be satisfied pursuant to the relief requested in this Motion are valid, and the rights of all parties in interest are expressly reserved to contest the extent, validity, or perfection or seek avoidance of all such liens; (j) a waiver of the obligation of any party in interest to file a proof of claim; or (k) otherwise affecting the CCA's rights under section 365 of the Bankruptcy Code to assume or reject any executory contract or unexpired lease.

**No Prior Request**

18. No prior request for the relief sought in this Motion has been made to this Court or any other court.

**Notice**

19. CCA will provide notice of this Motion to the following parties or their respective counsel: (a) the Office of the United States Trustee for the District of New Jersey; (b) the entities listed on the *List of Creditors Holding the 20 Largest Unsecured Claims*; (c) the Internal Revenue Service; (d) the Office of the United States Attorney for the District of New Jersey; (e) counsel to the DIP Lender; and (f) any party that has requested notice pursuant to Bankruptcy Rule 2002. CCA submits that, in light of the nature of the relief requested, no other or further notice need be given.

**WHEREFORE**, CCA requests that the Court enter an order, in substantially the form submitted herewith, granting the relief requested herein and such other relief as is just and proper under the circumstances.



DATED: January 9, 2025

Respectfully submitted,

By: /s/Michael D. Sirota  
**COLE SCHOTZ P.C.**  
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*Proposed Co-Counsel to the Debtor  
and Debtor in Possession*

**EXHIBIT A**

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-1(b)

**COLE SCHOTZ P.C.**

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*Proposed Co-Counsel to the Debtor and Debtor in Possession*

In re:

CCA Construction, Inc.,<sup>1</sup>

Debtor.

Chapter 11

Case No. 24-22548 (CMG)

**ADMINISTRATIVE FEE ORDER ESTABLISHING  
PROCEDURES FOR THE ALLOWANCE AND PAYMENT  
OF INTERIM COMPENSATION AND REIMBURSEMENT OF  
EXPENSES OF PROFESSIONALS RETAINED BY ORDER OF THIS COURT**

<sup>1</sup> The Debtor in this chapter 11 case, along with the last four digits of its federal tax identification number, is CCA Construction, Inc. (4862). The Debtor's service address for the purposes of this chapter 11 case is 445 South Street, Suite 310, Morristown, NJ 07960.

(Page | 2)

Debtor: CCA CONSTRUCTION, INC.

Case No.: 24-22548 (CMG)

Caption of Order: Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of this Court

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The relief set forth on the following pages, numbered two (3) through nine (9) is

**ORDERED.**

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Upon the *Debtor's Motion for Entry of an Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of this Court* [ECF \_\_\_\_] (the "**Motion**")<sup>1</sup> of the above-captioned debtor and debtor in possession (the "**Debtor**" or "**CCA**"), for entry of an administrative order (this "**Order**") establishing procedures for the allowance and payment of interim compensation and reimbursement of expenses of certain professionals retained by Order of this Court pursuant to sections 105(a) and 331 of the Bankruptcy Code and Local Rule 2016-3, all as more fully set forth in the Motion; and upon the First Day Declarations; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the *Standing Order of Reference to the Bankruptcy Court Under Title 11* of the United States District Court for the District of New Jersey, entered July 23, 1984, and amended on September 18, 2012 (Simandle, C.J.); and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that sufficient cause exists for the relief set forth herein; and this Court having found that CCA's notice of the Motion was appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "**Hearing**"), if any; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor **IT IS HEREBY ORDERED THAT:**

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<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

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1. The Motion is **GRANTED** as set forth herein.
2. Except as may otherwise be provided in Court orders authorizing the retention of specific Professionals, all Professionals retained in this chapter 11 case pursuant to section 327 and, to the extent applicable, sections 328(a) and 1103 of the Bankruptcy Code, may seek monthly compensation in accordance with the following procedures (the “**Compensation Procedures**”):

(A) Monthly Fee Statements.

1. Not later than the 25th day of the month following the month for which compensation is sought, each Professional seeking compensation under the Order must file and serve, by electronic transmission, hand delivery, or overnight delivery, or by any means directed by the Court, a monthly fee and expense statement (a “**Monthly Fee Statement**”) on the following parties:
  - A. the Debtor, CCA Construction, Inc., c/o BDO USA, P.C., 100 Park Avenue, New York, NY 10017, Attn: James Schwarz (JSchwarz@bdo-ba.com);
  - B. Debevoise & Plimpton LLP, as proposed co-counsel to CCA, 66 Hudson Boulevard, New York, NY 10001, Attn: M. Natasha Labovitz, Esq. (nlabovitz@debevoise.com) Sidney P. Levinson, Esq. (slevinson@debevoise.com) Elie J. Worenklein, Esq. (eworenklein@debevoise.com);
  - C. Cole Schotz P.C., as proposed co-counsel to CCA, Court Plaza North, 25 Main Street, Hackensack, New Jersey 07601, Attn: Michael D. Sirota, Esq. (msirota@coleschotz.com), Warren A. Usatine, Esq. (wusatine@coleschotz.com), Felice R. Yudkin, Esq. (fyudkin@coleschotz.com), and Ryan T. Jareck, Esq. (rjareck@coleschotz.com);
  - D. the United States Trustee for the District of New Jersey, One Newark Center, 1085 Raymond Boulevard, Suite 2100, Newark, New Jersey, 07102, Attn: Fran B. Steele (fran.b.steele@usdoj.gov) and Peter J. D’Auria (peter.j.d’auria@usdoj.gov);

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- E. Lowenstein Sandler LLP, as counsel to the DIP Lender, Attn: Jeffrey Cohen (jcohen@lowenstein.com) and Andrew Behlmann (abehlmann@lowenstein.com);
  - F. counsel to any other statutory committees appointed in this chapter 11 case;
  - G. any other secured creditor and counsel, to the extent known;
  - H. any party requesting notice of all proceedings; and
  - I. any other party designated by the Court.
2. Unless otherwise provided in the order authorizing the Professional's retention, each Professional's Monthly Fee Statement, in accordance with Local Rules 2016-1 and 2016-3, shall include a monthly invoice with fee and expense detail that describes the fees and expenses incurred by such Professional in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the Guidelines established by the Office of the United States Trustee (the "**UST Guidelines**").
  3. Time spent travelling without actively working on the chapter 11 case shall be billed at 50% of the Professional's normal hourly rate.
  4. Except as otherwise provided in the Professional's specific retention orders, all timekeepers must contemporaneously maintain time entries, in increments of tenths (1/10th) of an hour, for each individual.
  5. Except as otherwise provided in the order authorizing the Professional's retention, all Monthly Fee Statements shall comply with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the UST Guidelines, and applicable law.
  6. The first Monthly Fee Statement submitted by each Professional shall cover the period from the Petition Date through and including January 31, 2025.

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(B) Objections.

An objection to a Monthly Fee Statement must be filed and served on the applicable Professional and the parties listed in subdivision (A)(1) not later than fourteen (14) days after service of the statement. The objection must set forth the nature of the objection and the amount of fees and expenses at issue. Grounds for objection include: (i) CCA's failure to timely file monthly operating reports; and (ii) CCA's failure to remain current with administrative expenses and fees under 28 U.S.C. § 1930.

(C) Payments.

1. On the expiration of the objection deadline under subdivision (B), a Professional may file and serve on the parties listed in subdivision (A)(1) Local Form *Certification of No Objection* or Local Form *Certification of Partial Objection*, and then receive 80% of the fees and 100% of the expenses not subject to an objection. No payments shall be made to a Professional until the Professional's retention is approved by the Court. A Professional may seek authorization as part of its next interim or final fee application to receive the remaining 20% of fees not subject to an objection. If a Professional receives an objection to particular Monthly Fee Statement, CCA shall withhold payment of that portion of the Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth herein.
2. If the parties resolve an objection and if the applicable Professional files and serves on the parties listed in subdivision (A)(1) a statement indicating that the objection is withdrawn and describing the terms of the resolution, CCA may pay in accordance with subdivision (C)(1) that portion of the Monthly Fee Statement which is no longer subject to an objection.
3. If the parties are unable to resolve an objection not later than fourteen (14) days after the deadline for filing an objection under subdivision (B), the Professional may either (i) file a response to the objection together with a request for payment of the fees and expenses to which the objection applies and schedule a hearing on at least fourteen (14) day's notice; or (ii) forgo payment of those fees and expenses until the next interim or final fee application or another date directed by the Court.



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4. The service of an objection to a Monthly Fee Statement shall not prejudice the objecting party's right to object to any Interim Fee Application (as defined below) or final fee application made to the Court in accordance with the Bankruptcy Code on any ground whether raised in an objection or not. Failure by any party listed in section (A)(1) to object to a Monthly Fee Statement shall not constitute a waiver of any kind nor prejudice that party's right to object to any Interim Fee Application (as defined below) or final fee application.

(D) Fee Applications.

1. A Professional who has received monthly payments under the Order must, at four-month intervals (the "**Interim Fee Period**") or such other intervals directed by the Court, shall file and serve on the parties listed in subdivision (A)(1) an interim application under section 331 of the Bankruptcy Code for allowance of the compensation and reimbursement of the expenses sought in the monthly statements issued during the applicable period (an "**Interim Fee Application**") unless otherwise agreed between such professional and the U.S. Trustee. The first Interim Fee Application shall cover the Interim Fee Period from the Petition Date through and including April 30, 2025
2. Interim Fee Applications must be filed and served on or before the 45th day after the end of the Interim Fee Period for which the application seeks allowance of fees and reimbursement of expenses. The Interim Fee Application must include a summary of the Monthly Fee Statements that are the subject of the request and any other information requested by the Court or required by the Bankruptcy Code, the Bankruptcy Rules, applicable Third Circuit law, the Local Rules, and the UST Guidelines.
3. The pendency of an objection or the entry of a Court order holding that the prior payment of compensation or the reimbursement of expenses was improper as to a particular Monthly Fee Statement will not disqualify a Professional from the future payment of compensation or reimbursement of expenses as set forth above unless the Court orders otherwise.
4. Any Professional who fails to file an Interim Fee Application when due will be ineligible to receive further interim payments of fees or

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expenses under the Compensation Procedures until such time as the Interim Fee Application is submitted.

5. Neither (i) the payment of or the failure to pay, in whole or in part, interim compensation and reimbursement of expenses under the Compensation Procedures nor (ii) the filing of, or failure to file, an objection to any Monthly Fee Statement or any Interim Fee Application will bind any party in interest or the Court with respect to the final applications for allowance of compensation and reimbursement of expenses of Professionals.
6. Any party under section (A)(1) may request that a Professional deliver a Monthly Fee Statement or an Interim Fee Application in an electronically searchable format mutually acceptable to the parties.

3. CCA shall include all payments to Professionals on the CCA's monthly operating reports, detailed to state the amount paid to each Professional.

4. All Professionals that are law firms shall make a reasonable effort to comply with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. Section 330 by Attorneys in Larger Chapter 11 Cases*, effective as of November 1, 2013, in connection with any Monthly Fee Statements, interim fee applications and final fee applications to be filed in this chapter 11 case. All professionals that are law firms shall provide any and all Monthly Fee Statements, interim fee applications, and final fee applications in "LEDES" format to the U.S. Trustee.

5. Each member of any Committee shall be permitted to submit statements of expenses (excluding third-party counsel expenses of individual Committee members) and supporting vouchers to the Committee's counsel, which counsel will collect and submit any Committee members' requests for reimbursement in accordance with the Compensation

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Procedures. For the avoidance of doubt, this provision only permits a Committee member to request reimbursement and does not extend to any representative purporting to act on behalf of a Committee member.

6. Time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

7. All fees and expenses paid to Professionals are subject to disgorgement until such time as they are allowed pursuant to a final order of this Court.

8. CCA is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

9. Notwithstanding anything to the contrary in the Motion or this Order, any payment made by CCA pursuant to the authority granted in this Order must be in compliance with and any authorization of CCA contained herein is subject to: (a) any interim or final orders entered by the Court approving the CCA's entry into any postpetition debtor-in-possession financing facility and/or authorizing the use of cash collateral; (b) the documentation in respect of any such debtor-in-possession financing or use of cash collateral; and (c) any budget or cash flow forecasts in connection therewith.

10. The requirement set forth in Local Rule 9013-1(a)(3) that any motion be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Motion or otherwise waived.

11. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.