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Counsel to the Official Committee of Unsecured Creditors

Local Counsel to the Official Committee of Unsecured Creditors

**IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE EASTERN DISTRICT OF VIRGINIA
 ALEXANDRIA DIVISION**

In re:)	Chapter 11
)	
ENVIVA INC., <i>et al.</i> ,)	Case No. 24-10453 (BFK)
)	
Debtors. ¹)	(Jointly Administered)

SECOND SUPPLEMENTAL DECLARATION OF SCOTT L. ALBERINO IN SUPPORT OF THE APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF ENVIVA INC., *ET AL.* TO RETAIN AND EMPLOY AKIN GUMP STRAUSS HAUER & FELD LLP AS LEAD COUNSEL, EFFECTIVE AS OF MARCH 28, 2024

Under 28 U.S.C. § 1746, I, Scott L. Alberino, declare as follows under the penalty of perjury:

1. I am an attorney admitted to practice in the District of Columbia and the State of Georgia and have been admitted *pro hac vice* to the United States Bankruptcy Court for the Eastern District of Virginia for the purposes of these Chapter 11 Cases.² I am a partner of the firm of Akin

¹ Due to the large number of Debtors in these jointly administered chapter 11 cases, a complete list of the Debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://kccllc.net/enviva>. The location of the Debtors' service address is: 7272 Wisconsin Avenue, Suite 1800, Bethesda, MD 20814.

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



Gump Strauss Hauer & Feld LLP (“Akin”). There are no disciplinary proceedings pending against me.

2. I am familiar with the matters set forth herein and make this second supplemental declaration (the “Second Supplemental Declaration”) in support of the *Application of the Official Committee of Unsecured Creditors of Enviva Inc., et al. to Retain and Employ Akin Gump Strauss Hauer & Feld LLP as Lead Counsel, Effective as of March 28, 2024* [Docket No. 451] (the “Application”).

3. Except as otherwise noted, all facts in this Second Supplemental Declaration are based on my personal knowledge of the matters set forth herein, information gathered from my review of relevant documents or information supplied to me by Akin.

4. On May 3, 2024, the Committee filed the Application, together with, among other things, the *Declaration of Scott L. Alberino in Support of the Application of the Official Committee of Unsecured Creditors of Enviva Inc., et al. to Retain and Employ Akin Gump Strauss Hauer & Feld LLP as Lead Counsel, Effective as of March 28, 2024* (the “Initial Declaration”), which is attached to the Application as Exhibit B and is incorporated herein by reference.

5. On May 23, 2024, Akin filed the *Supplemental Declaration of Scott L. Alberino in Support of the Application of the Official Committee of Unsecured Creditors of Enviva Inc., et al. to Retain and Employ Akin Gump Strauss Hauer & Feld LLP as Lead Counsel, Effective as of March 28, 2024* [Docket No. 606] (the “First Supplemental Declaration”). The Court entered an order approving the Application on May 29, 2024 [Docket No. 626].

6. On July 30, 2024, the Debtors filed an application seeking to retain Paul, Weiss, Rifkind, Wharton & Garrison LLP (“Paul Weiss”), as substitute counsel to the Debtors [Docket No. 872] (the “Paul Weiss Retention Application”). On August 14, 2024, Paul Weiss filed a

supplemental declaration which, among other things, identified additional potential parties in interest in these Chapter 11 Cases [Docket No. 967] (the “Supplemental Paul Weiss Declaration”).

7. In reviewing the schedules to the Paul Weiss Retention Application and the Supplemental Paul Weiss Declaration, Akin identified the names of those additional potential parties in interest that were not included on Schedule 1 of the Initial Declaration. The names of these additional parties in interest, as well as other additional parties in interest identified by Akin, are set forth on Schedule 1 attached hereto (the “Additional Searched Parties”).³

8. In preparing this Second Supplemental Declaration, Akin submitted the names of the Additional Searched Parties to its Conflicts Database and conducted a review of the Additional Searched Parties in accordance with the procedures described in the Initial Declaration.

9. Set forth on Schedule 2, attached hereto, is a listing of the Additional Searched Parties from Schedule 1 that Akin either (a) currently represents (or represents a related party thereto) (the “Current Clients”) in matters wholly unrelated to these Chapter 11 Cases or (b) has, in the past three calendar years, represented (or represented a related party thereto) in matters wholly unrelated to these Chapter 11 Cases (the “Former Clients”).⁴

³ Akin’s inclusion of parties on Schedule 1 (and the categorization thereof) is solely to illustrate Akin’s conflict search process and is not an admission that any party has a valid claim against the Debtors or that any party has a claim or legal relationship to the Debtors of the nature described in any of the schedules.

⁴ For purposes of the disclosures set forth herein, Akin has searched for connections with clients with whom time has been posted in the last three calendar years. “Current Clients” are those clients (or related parties thereof) in which the Conflicts Database shows that one or more timekeepers have posted time to such client matters in the last 12 months and are not listed in the Conflicts Database as “closed” matters. “Former Clients” are those clients in which the Conflict Database shows that Akin has previously represented such clients (or related parties thereof) within the last three calendar years and (i) no time has been posted to such client matters in the last 12 months or (ii) such client matters are otherwise listed as “closed” within the Conflicts Database. To the extent that a client (or related party thereof) is both a Current Client and a Former Client on separate matters, such client is only listed once on Schedule 2 as a Current Client. Notwithstanding the foregoing, whether an actual client relationship exists can only be determined by reference to the documents governing Akin’s representation rather than its listing in the Conflicts Database. As such, for purposes of the disclosures set forth herein, some of the disclosures set forth herein and on Schedule 2 may be overinclusive.

10. Set forth on **Schedule 3**, attached hereto, is a listing of those Additional Searched Parties that currently serve or have, in the past three calendar years, served on informal and/or official creditors' committees (or represent a related party thereto) represented by Akin in chapter 11 cases (other than these Chapter 11 Cases).

11. As set forth in paragraph 19 of the Initial Declaration, at the inception of each engagement for which a declaration is required pursuant to Bankruptcy Rule 2014, Akin reviews the information relating to the parties involved in a bankruptcy case to determine whether any such party, together with its known related entities, were clients of Akin and made payments to Akin for services rendered in the calendar year prior to the date of review that in the aggregate for each such party exceeds 1% of Akin's total revenues (the "1% Clients") for such prior calendar year.

12. With respect to the Additional Searched Parties, Akin currently represents and has formerly represented certain related entities and/or affiliates of Apollo Global Management, Inc. (the "Apollo Group") on a variety of matters wholly unrelated to these Chapter 11 Cases. The total fees received from the Apollo Group represented more than 1% of Akin's 2023 revenue.

13. In addition, paragraphs 22 and 23 of the Initial Declaration disclose that one or more members of the (i) Avaya Ad Hoc Group (and/or their affiliates) and (ii) Cineworld Ad Hoc Group (and/or their affiliates) are parties in interest in these Chapter 11 Cases. Certain Additional Searched Parties (and/or their affiliates) are, or were, members of Avaya Ad Hoc Group and/or the Cineworld Ad Hoc Group. As set forth in the Initial Declaration, the total fees received from each of the Avaya Ad Hoc Group and the Cineworld Ad Hoc Group represented more than 1% of Akin's 2023 revenue.

14. To the best of my knowledge, Akin continues to have no adverse interest under Bankruptcy Code section 1103(b).

I declare under penalty of perjury that the foregoing is true and correct on this 30th day of September 2024.

/s/ Scott L. Alberino
Name: Scott L. Alberino

Schedule 1

Schedule of Additional Searched Parties¹

Ordinary Course Professionals

Adams & Reese
Checkmate Government Relations
Dentons UK and Middle East LLP
DSS Sustainable Solutions USA, Inc.
Farrell Smith O'Connell Aarsheim Aprans
LLP

Holthouse Carlin & Van Trigt LLP
Kenison Dudley & Crawford LLC
Nexsen PC
Sidley Austin LLP
Slover & Loftus, LLP
White & Case LLP

Debtors' Professionals

Deloitte & Touche LLP
Hilco Valuation Services, LLC

Paul, Weiss, Rifkind, Wharton & Garrison
LLP
Vinson & Elkins LLP

Debtholders

21st Century, LLC
Apollo Global Management Inc.
Benefit Street Partners, on Behalf of Its
Managed or Advised Funds
Cahill Gordon & Reindel LLP
Calvert Research and Management
Caspian Capital LP
CF NVV LLC
Futuregen (Enviva) LLC
Ilex Partners, LLC
JPMorgan Chase Funding Inc., on Behalf of
Its North Americas Special Situations
and Distressed Trading Group

Livello Capital Special Opportunities Master
Fund LP
Morgan Riverstone, LLC
Morgan Stanley Investment Management
Inc.
Morgan Stanley Munistrategies Sub-Cde
#41, LLC
Old Orchard Capital Management LP
Procyon Partners LP
Sona Asset Management (US) LLC
SPT Infrastructure Finance Sub-5 LLC

Regulatory and Governmental Agencies

Board of Commissioners of Roads and
Revenues, Wilkes County, Georgia
Commonwealth of Virginia Department of
Labor and Safety

NC Forestry Association Inc.
SC Department of Labor Licensing
The Utilities Board of the City of
Livingston, Alabama

¹ This **Schedule 1** to the Second Supplemental Declaration includes only new entities not already included on **Schedule 1** filed with the Initial Declaration.

Largest Customers

KG
SCRL

Significant Vendors and Unsecured Creditors

Aircon Corporation	Fiber Co.
Alixpartners, LLP	Gas South LLC
Ankura Trust	Haixu Zhao
Blackrock Material Handling LLC	John Deere Financial Inc.
BM&M Screening Solutions	Merchant Iron Works Inc.
C Terry Hunt Industries Inc.	Milton J Wood Company
CCC Group Inc.	Milton J Wood Fire Protection Inc.
Charles A Brasington	Old Dominion Insulation
Cogent Industrial Technologies Ltd	Process Equipment Inc.
Conveyor Engineering 7 Manufacturing Development Holdings	Saffo Contractors Inc.
East Coast Construction Services LLC	US Industrial Pellet Association
Electronic Maintenance Associates Inc.	Wearetek Inc.

Claim Transferees

CRG Financial LLC

Notice of Appearance Parties, as of September 17, 2024²

Bailey & Glasser, LLP	Norton Rose Fulbright US LLP
Manulife Investment Management	Orion Construction LLC
Timberland and Agriculture Inc. (f/k/a Hancock Natural Resource Group, Inc.)	Taxing Authority Consulting Services PC on Behalf of Southampton County, Virginia
Milbank LLP	

Parties Listed on Filed Rule 2019 Statements, as of September 17, 2024³

Morgan Stanley & Co. LLC.

² Only new entities not already included in any other category on this **Schedule 1** are included in this Notice of Appearance category.

³ Only new entities not already included in any other category on this **Schedule 1** are included in this Rule 2019 category.

Schedule 2

Schedule of Additional Searched Parties that Akin Currently Represents, or Has in the Past Three Calendar Years Represented, in Matters Unrelated to these Chapter 11 Cases

Ordinary Course Professionals

Akin currently represents the following Additional Searched Parties and/or related parties of such Additional Searched Parties on matters wholly unrelated to these Chapter 11 Cases:

Dentons UK and Middle East LLP
White & Case LLP

Debtors' Professionals

Akin currently represents the following Additional Searched Party and/or related parties of such Additional Searched Party on matters wholly unrelated to these Chapter 11 Cases:

Deloitte & Touche LLP

Debtholders

Akin currently represents the following Additional Searched Parties and/or related parties of such Additional Searched Parties on matters wholly unrelated to these Chapter 11 Cases:

21st Century, LLC
Apollo Global Management Inc.
Benefit Street Partners, on Behalf of Its
Managed or Advised Funds
Caspian Capital LP
JPMorgan Chase Funding Inc., on Behalf of
Its North Americas Special Situations
and Distressed Trading Group

Morgan Stanley Investment Management
Inc.
Morgan Stanley Munistrategies Sub-Cde
#41, LLC
Sona Asset Management (US) LLC

Akin has represented in the past three calendar years the following Additional Searched Party and/or related parties of such Additional Searched Party on matters wholly unrelated to these Chapter 11 Cases:

Livello Capital Special Opportunities Master Fund LP

Regulatory and Governmental Agencies

Akin has not represented in the past three calendar years and currently does not represent these Additional Searched Parties and/or related parties of such Additional Searched Parties.

Largest Customers

Akin has not represented in the past three calendar years and currently does not represent these Additional Searched Parties and/or related parties of such Additional Searched Parties.

Significant Vendors and Unsecured Creditors

Akin currently represents the following Additional Searched Party and/or related parties of such Additional Searched Party on matters wholly unrelated to the Chapter 11 Cases:

Alixpartners, LLP

Claim Transferees

Akin has not represented in the past three calendar years and currently does not represent these Additional Searched Parties and/or related parties of such Additional Searched Parties.

Notice of Appearance Parties, as of September 17, 2024¹

Akin has not represented in the past three calendar years and currently does not represent these Additional Searched Parties and/or related parties of such Additional Searched Parties.

Parties Listed on Filed Rule 2019 Statements, as of September 17, 2024²

Akin currently represents the following Additional Searched Party and/or related parties of such Additional Searched Party on matters wholly unrelated to the Chapter 11 Cases:

Morgan Stanley & Co. LLC.

¹ Only new entities not already included in any other category on this **Schedule 1** are included in this Notice of Appearance category.

² Only new entities not already included in any other category on this **Schedule 1** are included in this Rule 2019 category.

Schedule 3

**Schedule of Additional Searched Parties that are
Currently Serving, or Have in the Past Three Calendar Years Served,
on Informal and/or Official Creditors' Committees Represented by Akin**

Apollo Global Management Inc.
Benefit Street Partners, on Behalf of Its
Managed or Advised Funds
Caspian Capital LP
JPMorgan Chase Funding Inc., on Behalf of
Its North Americas Special Situations and
Distressed Trading Group
Livello Capital Special Opportunities Master
Fund LP

Manulife Investment Management
Timberland and Agriculture Inc. (f/k/a
Hancock Natural Resource Group, Inc.)
Morgan Stanley & Co. LLC
Morgan Stanley Investment Management
Inc.
Morgan Stanley Munistrategies Sub-Cde
#41, LLC