

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

In re:

F21 OPCO, LLC, *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 25-10469 (MFW)

(Jointly Administered)

**Related Docket No. 504**

**CERTIFICATE OF NO OBJECTION REGARDING SECOND MONTHLY FEE  
APPLICATION OF MCDERMOTT WILL & EMERY LLP, COUNSEL TO  
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR  
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES  
FOR THE PERIOD FROM MAY 1, 2025 THROUGH MAY 31, 2025  
[NO ORDER REQUIRED]**

The undersigned hereby certifies that, as of the date hereof, he has received no answer, objection, or other responsive pleading to the *Second Monthly Fee Application of McDermott Will & Emery LLP, as Counsel to the Official Committee of Unsecured Creditors, for Allowance of Compensation and Reimbursement of Expenses for the Period from May 1, 2025 through May 31, 2025* [Docket No. 504] (the “Application”) filed on June 27, 2025. Objections to the Application were to be filed and served no later than July 11, 2025, at 4:00 p.m. (prevailing Eastern Time). The undersigned further certifies that he has reviewed the Court’s docket in these cases and no answer, objection, or other responsive pleading to the Application appears thereon.

In accordance with the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, and (II) Granting Related Relief* [Docket No. 193],

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: F21 OpCo, LLC (8773); F21 Puerto Rico, LLC (5906); and F21 GiftCo Management, LLC (6412). The Debtors’ address for purposes of service in these Chapter 11 Cases is 110 East 9th Street, Suite A500, Los Angeles, CA 90079.



251046925071500000000001

the Debtors are authorized to pay McDermott Will & Emery LLP 80% of the fees, or \$573,007.20, and 100% of the expenses, or \$1,609.30, requested in the Application upon the filing of this certification and without the need for entry of a Court order approving the Application.

*[Remainder of Page Intentionally Left Blank]*

Dated: July 15, 2025  
Wilmington, Delaware

**COLE SCHOTZ P.C.**

/s/ Justin R. Alberto

Justin R. Alberto (No. 5126)  
Stacy L. Newman (No. 5044)  
500 Delaware Avenue, Suite 600  
Wilmington, DE 19801  
Tel: (302) 652-3131  
Fax: (302) 652-3117  
Email: jalberto@coleschotz.com  
snewman@coleschotz.com

-and-

Sarah A. Carnes (admitted *pro hac vice*)  
1325 Avenue of the Americas, 19<sup>th</sup> Floor  
New York, NY 10019  
Tel: (212) 752-8000  
Fax: (212) 752-8393  
Email: scarnes@coleschotz.com

-and-

**MCDERMOTT WILL & EMERY LLP**

Darren Azman (admitted *pro hac vice*)  
Kristin K. Going (admitted *pro hac vice*)  
One Vanderbilt Avenue  
New York, NY 10017  
Tel: (212) 547-5400  
Fax: (212) 547-5444  
Email: dazman@mwe.com  
kgoing@mwe.com

*Counsel to the Official Committee of  
Unsecured Creditors*