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Proposed Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:	:	Chapter 11
	:	
HOPEMAN BROTHERS, INC.,	:	Case No. 24-32428 (KLP)
	:	
Debtor.	:	
	:	
	:	

**CERTIFICATION OF NO OBJECTION
AND NOTICE OF FILING OF REVISED PROPOSED ORDER**

On June 30, 2024, the above-captioned debtor and debtor in possession (the “Debtor”) filed the *Motion of the Debtor for Entry of Interim and Final Orders (I) Authorizing Debtor to Use Existing Bank Accounts and Business Forms; and (II) Granting the Debtor an Extension of Time to Comply with Section 345(b) of the Bankruptcy Code* [Docket No. 5] (the “Motion”). The Court entered an order on July 2, 2024 [Docket No. 31], approving the Motion on an interim basis (the “Interim Order”).

The undersigned certifies that the Debtor served the Motion on all necessary parties on June 30, 2024, and served the Interim Order on all necessary parties on July 3, 2024, in accordance with the “Procedures for Complex Chapter 11 Cases in the Eastern District of Virginia” (the “Case Management Procedures”), as adopted by Rule 1075-1 of the Local Bankruptcy Rules for the



United States Bankruptcy Court for the Eastern District of Virginia, and the Interim Order. Pursuant to the Case Management Procedures and Interim Order, all objections to the approval of the relief requested in the Motion on a final basis were due on or before July 30, 2024. The Debtor subsequently agreed to extend the objection deadline to final approval of the Motion for certain parties to August 30, 2024.

In response to informal comments received to the Motion, the Debtor has made certain revisions to the proposed final order and hereby is filing a revised proposed *Final Order (I) Authorizing Debtor to Use Existing Bank Accounts and Business Forms; and (II) Granting the Debtor an Extension of Time to Comply with Section 345(b) of the Bankruptcy Code* (the “Final Proposed Order”), which is attached hereto as **Exhibit A**. Attached hereto as **Exhibit B** is a redline of the Final Proposed Order as compared to the Interim Order.

The undersigned further certifies that the Interim Order includes a statement that the Motion may be granted on a final basis and an order entered without a hearing unless a timely objection is made. The undersigned further certifies that, he has caused a review of the Court’s docket in this case and no answer, objection or other responsive pleading to the Motion appears thereon, nor is he aware of any informal answer or objection to the Motion.

Therefore, pursuant to the Interim Order and the Case Management Procedures, the Debtor is authorized, and intends, to submit the Final Proposed Order, without further notice or hearing. The United States Trustee has reviewed and authorized the Debtor to add her endorsement to the Final Proposed Order.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Dated: September 6, 2024
Richmond, Virginia

/s/ Henry P. (Toby) Long, III

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Proposed Counsel for the Debtor and Debtor in Possession

Exhibit A

Revised Proposed Order

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Proposed Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re: : **Chapter 11**
:
HOPEMAN BROTHERS, INC., : **Case No. 24-32428 (KLP)**
:
Debtor. :
:
:
:

FINAL ORDER (I) AUTHORIZING DEBTOR TO MAINTAIN EXISTING BANK ACCOUNTS AND BUSINESS FORMS; AND (II) GRANTING THE DEBTOR AN EXTENSION OF TIME TO COMPLY WITH THE REQUIREMENTS OF SECTION 345(b) OF THE BANKRUPTCY CODE

Upon the motion (the “Motion”)¹ of the above-captioned debtor in the above-captioned chapter 11 case (the “Debtor”) for entry of an order (this “Final Order”) (i) authorizing the Debtor to maintain existing Bank Accounts and business forms, and (ii), if the Court determines the Debtor is not in compliance with section 345(b) of the Bankruptcy Code, granting the Debtor a 45-day extension from the Petition Date (as defined below) to comply with such requirements, all as more fully set forth in the Motion; and the Court having reviewed the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C.

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

§ 1334 and the *Standing Order of Reference from the United States District Court for the Eastern District of Virginia*, dated August 15, 1984; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that the Court may enter a final order consistent with Article III of the United States Constitution; and the 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 it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and the Court having determined that there is good and sufficient cause for the relief granted in this order, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion is granted on a final basis as set forth herein.
2. The Debtor is authorized and empowered, but not directed, to continue to maintain, operate and make transfers under its existing cash management system.
3. The Debtor is authorized and empowered, but not directed, to continue to maintain the Bank Accounts with the same names and account numbers as existed immediately prior to this chapter 11 case.
4. Any requirement to establish separate accounts for tax payments is waived.
5. The Debtor is authorized to deposit funds in and withdraw funds from the Bank Accounts by all usual means, including, but not limited to, checks, wire transfers, electronic funds transfers, automated clearing house transfers (“ACH Transfers”) and other debits, and to otherwise treat the prepetition Accounts for all purposes as debtor in possession accounts.
6. The Debtor is authorized to direct banks and the banks are authorized and directed to pay all ordinary-course prepetition obligations in accordance with this or any separate order of

this Court, provided that the Debtor initiated or caused to be initiated such payment(s) of prepetition obligations on or before the Petition Date.

7. All banks with which the Debtor maintains the Bank Accounts are authorized and directed to continue to maintain, service and administer the Bank Accounts. Notwithstanding anything to the contrary in any other order of this Court, the banks (a) are authorized to accept and honor all representations from the Debtor as to which checks, drafts, wires or ACH Transfers should be honored or dishonored, consistent with any order of this Court and governing law, whether such checks, drafts, wires or ACH Transfers are dated prior to, on or subsequent to the Petition Date, and whether the banks believe the payment is or is not authorized by an order of this Court and (b) have no duty to inquire as to whether such payments are authorized by an order of this Court.

8. The banks shall not be liable to any party on account of (a) following the Debtor's instructions or representations as to any order of this Court, (b) the honoring of any prepetition check or item in a good faith belief that the Court has authorized such prepetition check or item to be honored or (c) an innocent mistake made despite implementation of reasonable item handling procedures.

9. The Debtor is authorized to continue to use its existing business forms, including without limitation its existing check stock, which forms shall not be required to include the legend "Debtor in Possession" or other similar legend.

10. Any payment from a Bank Account at the request of the Debtor made by a bank prior to the Petition Date (including any ACH Transfer such bank is or becomes obligated to settle), or any instruments issued by such bank on behalf of any Debtor pursuant to a "midnight deadline"

or otherwise, shall be deemed to be paid prepetition, whether or not actually debited from the Bank Account prepetition.

11. The Debtor is authorized to open any new bank accounts or close any existing bank accounts as they may deem necessary and appropriate in its sole discretion; *provided* that written notice thereof shall be provided to the U.S. Trustee and any official committee appointed in this chapter 11 case at least three (3) days in advance of such opening and any new bank accounts should be at an institution that has been approved as an authorized depository by the U.S. Trustee for the Eastern District of Virginia.

12. To the extent any Bank Accounts existing as of the Petition Date are not in compliance with section 345(b) of the Bankruptcy Code, the Debtor shall have 45 days (or such additional time as to which the U.S. Trustee may agree) from the Petition Date within which to either come into compliance with section 345(b) of the Bankruptcy Code or to make such other arrangements as agreed to by the U.S. Trustee, and such extension is without prejudice to the Debtor's right to request a further extension or waiver of the requirements of section 345(b) of the Bankruptcy Code.

13. The Debtor is authorized and empowered to take all actions necessary to implement the relief granted in this Final Order.

14. The notice procedures set forth in the Motion are good and sufficient notice and satisfy Bankruptcy Rule 9014 by providing the counterparties with notice and an opportunity to object and be heard at a hearing.

15. The requirements set forth in Bankruptcy Rule 6004(a) are hereby waived.

16. Notwithstanding entry of this Final Order, nothing herein shall create, nor is intended to create, any rights in favor of or enhance the status of any claim held by, any party.

17. Notwithstanding Bankruptcy Rule 6004(h), to the extent applicable, this Final Order shall be effective and enforceable immediately upon entry hereof.

18. The requirements set forth in Bankruptcy Rule 6003(b) are satisfied because the relief set forth in this Final Order is necessary to avoid immediate and irreparable harm.

19. The requirement under Local Rule 9013-1(F) to file a memorandum of law in connection with the Motion is waived.

20. The Debtor is authorized to take all actions necessary or appropriate to implement the relief granted in this Final Order in accordance with the Motion.

21. The Court shall retain jurisdiction with respect to all matters arising from or related to the implementation and/or interpretation of this Final Order.

Dated: _____, 2024
Richmond, Virginia

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Henry P. (Toby) Long, III

Tyler P. Brown (VSB No. 28072)
Henry P. (Toby) Long, III (VSB No. 75134)
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- and -

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crankin@HuntonAK.com

Proposed Counsel for the Debtor and Debtor in Possession

SEEN AND NO OBJECTION:

/s/ Kathryn Montgomery

Kathryn Montgomery
Office of The United States Trustee
701 East Broad Street
Suite 4304
Richmond, VA 23219
kathryn.montgomery@usdoj.gov

United States Trustee

**CERTIFICATION OF ENDORSEMENT
UNDER LOCAL BANKRUPTCY RULE 9022-1(C)**

I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Henry P. (Toby) Long, III

Exhibit B

Redline

HUNTON ANDREWS KURTH LLP
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Proposed Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
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In re:	:	Chapter 11
	:	
HOPEMAN BROTHERS, INC.,	:	Case No. 24-32428 (KLP)
	:	
Debtor.	:	
	:	
	:	

~~INTERIM~~FINAL ORDER (I) AUTHORIZING DEBTOR TO MAINTAIN EXISTING BANK ACCOUNTS AND BUSINESS FORMS; AND (II) GRANTING THE DEBTOR AN EXTENSION OF TIME TO COMPLY WITH THE REQUIREMENTS OF SECTION 345(b) OF THE BANKRUPTCY CODE

Upon the motion (the “Motion”)¹ of the above-captioned debtor in the above-captioned chapter 11 case (the “Debtor”) for entry of an ~~interim~~-order (this “InterimFinal Order”) (i) authorizing the Debtor to maintain existing Bank Accounts and business forms, and (ii), if the Court determines the Debtor is not in compliance with section 345(b) of the Bankruptcy Code, granting the Debtor a 45-day extension from the Petition Date (as defined below) to comply with such requirements, all as more fully set forth in the Motion; and the Court having reviewed the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

in accordance with 28 U.S.C. § 1334 and the *Standing Order of Reference from the United States District Court for the Eastern District of Virginia*, dated August 15, 1984; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that the Court may enter a final order consistent with Article III of the United States Constitution; and the 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 it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and the Court having determined that there is good and sufficient cause for the relief granted in this order, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion is granted on ~~an interim~~ a final basis as set forth herein.
2. The Debtor is authorized and empowered, but not directed, to continue to maintain, operate and make transfers under its existing cash management system.
3. The Debtor is authorized and empowered, but not directed, to continue to maintain the Bank Accounts with the same names and account numbers as existed immediately prior to this chapter 11 case.
4. Any requirement to establish separate accounts for tax payments is waived.
5. The Debtor is authorized to deposit funds in and withdraw funds from the Bank Accounts by all usual means, including, but not limited to, checks, wire transfers, electronic funds transfers, automated clearing house transfers (“ACH Transfers”) and other debits, and to otherwise treat the prepetition Accounts for all purposes as debtor in possession accounts.
6. The Debtor is authorized to direct banks and the banks are authorized and directed to pay all ordinary-course prepetition obligations in accordance with this or any separate order of

this Court, provided that the Debtor initiated or caused to be initiated such payment(s) of prepetition obligations on or before the Petition Date.

7. All banks with which the Debtor maintains the Bank Accounts are authorized and directed to continue to maintain, service and administer the Bank Accounts. Notwithstanding anything to the contrary in any other order of this Court, the banks (a) are authorized to accept and honor all representations from the Debtor as to which checks, drafts, wires or ACH Transfers should be honored or dishonored, consistent with any order of this Court and governing law, whether such checks, drafts, wires or ACH Transfers are dated prior to, on or subsequent to the Petition Date, and whether the banks believe the payment is or is not authorized by an order of this Court and (b) have no duty to inquire as to whether such payments are authorized by an order of this Court.

8. The banks shall not be liable to any party on account of (a) following the Debtor's instructions or representations as to any order of this Court, (b) the honoring of any prepetition check or item in a good faith belief that the Court has authorized such prepetition check or item to be honored or (c) an innocent mistake made despite implementation of reasonable item handling procedures.

9. The Debtor is authorized to continue to use its existing business forms, including without limitation its existing check stock, which forms shall not be required to include the legend "Debtor in Possession" or other similar legend.

10. Any payment from a Bank Account at the request of the Debtor made by a bank prior to the Petition Date (including any ACH Transfer such bank is or becomes obligated to settle), or any instruments issued by such bank on behalf of any Debtor pursuant to a "midnight deadline"

or otherwise, shall be deemed to be paid prepetition, whether or not actually debited from the Bank Account prepetition.

11. The Debtor is authorized to open any new bank accounts or close any existing bank accounts as they may deem necessary and appropriate in its sole discretion; *provided* that written notice thereof shall be provided to the U.S. Trustee and any official committee appointed in this chapter 11 case at least three (3) days in advance of such opening and any new bank accounts should be at an institution that has been approved as an authorized depository by the U.S. Trustee for the Eastern District of Virginia.

12. To the extent any Bank Accounts existing as of the Petition Date are not in compliance with section 345(b) of the Bankruptcy Code, the Debtor shall have 45 days (or such additional time as to which the U.S. Trustee may agree) from the Petition Date within which to either come into compliance with section 345(b) of the Bankruptcy Code or to make such other arrangements as agreed to by the U.S. Trustee, and such extension is without prejudice to the Debtor's right to request a further extension or waiver of the requirements of section 345(b) of the Bankruptcy Code.

~~13. Within three business days after entry of this Interim Order, the Debtor shall serve a copy of this Interim Order and the Motion on (a) the Office of the United States Trustee for the Eastern District of Virginia; (b) the 20 law firms with the largest number of asbestos personal injury claims currently pending against the Debtor; (c) the 20 law firms that represent clients with, collectively, the largest unpaid settlement amounts; (d) counsel to the Chubb Settling Insurers; and (e) the banks where the Debtor maintains its Bank Accounts.~~

~~14. Any objection to the relief requested in the Motion on a permanent basis must, by 4:00 p.m. (prevailing Eastern Time) on July 30, 2024 (the “Objection Deadline”), be: (a) filed with the Court and (b) actually received by (i) the U.S. Trustee, the Office of the United States Trustee for the Eastern District of Virginia, 701 East Broad Street, Suite 4304, Richmond, VA 23219, Attn: Kathryn R. Montgomery, email: kathryn.montgomery@usdoj.gov, (ii) proposed counsel to the Debtor, Hunton Andrews Kurth LLP, Riverfront Plaza, East Tower, 951 East Byrd Street, Richmond, Virginia 23219, Attn: Tyler P. Brown and Henry P. (Toby) Long, III, email: tpbrown@huntonAK.com and hlong@huntonAK.com; (iii) proposed counsel to the Debtor, Hunton Andrews Kurth LLP, 600 Travis Street, Suite 4200, Houston, Texas, Attn: Joseph P. Rovira and Catherine A. Rankin, email: josephrovira@huntonAK.com and crankin@huntonAK.com; and (iv) the attorneys for any official committee of unsecured creditors, if then appointed in this case, on or before the Objection Deadline.~~

~~15. A reply to an Objection may be filed with the Court and served on or before 12:00 p.m. (prevailing Eastern Time) on the day that is at least one business day before the hearing date set forth below.~~

~~16. If a timely objection is received there shall be a hearing held on August 6, 2024, at 10:00 a.m. (prevailing Eastern Time) to consider such timely objection to the Motion.~~

~~17. If no Objections are timely filed and served as set forth herein, the Debtor shall, on or after the Objection Deadline, submit to the Court a final order substantially in the form of this Interim Order, which order shall be submitted and may be entered with no further notice or opportunity to be heard afforded any party, and the Motion shall be~~

~~approved, on a final basis, retroactive to the date of the commencement of this chapter 11 case.~~

13. ~~18.~~ The Debtor is authorized and empowered to take all actions necessary to implement the relief granted in this **InterimFinal** Order.

14. ~~19.~~ The notice procedures set forth in the Motion are good and sufficient notice and satisfy Bankruptcy Rule 9014 by providing the counterparties with notice and an opportunity to object and be heard at a hearing.

15. ~~20.~~ The requirements set forth in Bankruptcy Rule 6004(a) are hereby waived.

16. ~~21.~~ Notwithstanding entry of this **InterimFinal** Order, nothing herein shall create, nor is intended to create, any rights in favor of or enhance the status of any claim held by, any party.

17. ~~22.~~ Notwithstanding Bankruptcy Rule 6004(h), to the extent applicable, this **InterimFinal** Order shall be effective and enforceable immediately upon entry hereof.

18. ~~23.~~ The requirements set forth in Bankruptcy Rule 6003(b) are satisfied because the relief set forth in this **InterimFinal** Order is necessary to avoid immediate and irreparable harm.

19. ~~24.~~ The requirement under Local Rule 9013-1(F) to file a memorandum of law in connection with the Motion is waived.

20. ~~25.~~ The Debtor is authorized to take all actions necessary or appropriate to implement the relief granted in this **InterimFinal** Order in accordance with the Motion.

21. ~~26.~~ The Court shall retain jurisdiction with respect to all matters arising from or related to the implementation and/or interpretation of this **InterimFinal** Order.

Dated: _____, 2024
Richmond, Virginia

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Henry P. (Toby) Long, III

Tyler P. Brown (VSB No. 28072)
Henry P. (Toby) Long, III (VSB No. 75134)
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Proposed Counsel for the Debtor and Debtor in Possession

SEEN AND NO OBJECTION:

/s/ Kathryn Montgomery

Kathryn Montgomery
Office of The United States Trustee
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kathryn.montgomery@usdoj.gov

United States Trustee

**CERTIFICATION OF ENDORSEMENT
UNDER LOCAL BANKRUPTCY RULE 9022-1(C)**

I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Henry P. (Toby) Long, III

Summary report:	
Litera Compare for Word 11.7.0.54 Document comparison done on 9/5/2024 11:31:19 PM	
Style name: Firm Standard	
Intelligent Table Comparison: Active	
Original DMS: iw://dms.hunton.com/DMS/307347339/2	
Modified DMS: iw://dms.hunton.com/DMS/308290556/2	
Changes:	
<u>Add</u>	22
Delete	30
Move From	0
<u>Move To</u>	0
<u>Table Insert</u>	0
Table Delete	0
<u>Table moves to</u>	0
Table moves from	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format changes	0
Total Changes:	52