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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.** :
 :
 :
 :
 :

**ORDER (I) AUTHORIZING THE APPOINTMENT OF BLANK ROME LLP
AS SPECIAL INSURANCE COUNSEL EFFECTIVE AS OF THE PETITION DATE
AND (II) GRANTING RELATED RELIEF**

Upon consideration of the application (the "Application")¹ of the above-captioned debtor and debtor-in-possession (the "Debtor"), for entry of an order authorizing the Debtor to retain and employ Blank Rome LLP ("Blank Rome") as its counsel, effective as of the Petition Date, as more fully set forth in the Application; and the Court having reviewed the Application, the Brinkman Declaration, the Lascell Declaration, and the First Day Declaration; and this Court having jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, and the *Standing Order of Reference from the United States District Court for the Eastern District of Virginia*, dated August 15, 1984; and consideration of the Application and

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



the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been provided in accordance with the Local Bankruptcy Rules; and this Court having found that notice of the Application and the opportunity to be heard on the relief sought in the Application were appropriate under the circumstances and that no other or further notice need be provided; and upon the Brinkman Declaration, the Lascell Declaration, and the record of the hearing, if any, on the Application; and all objections to the relief requested in the Application having been withdrawn, resolved, or overruled; and the Court having determined that Blank Rome represents and holds no interest materially adverse to the Debtor or its estate and is disinterested under section 101(14) of the Bankruptcy Code (as modified by section 1107(b) of the Bankruptcy Code; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Application is granted as set forth in this order (the "Order").
2. Pursuant to sections 327(e), 328(a), 329, and 1107(b) of the Bankruptcy Code, rules 2014 and 2016 of the Bankruptcy Rules, and rules 2014-1 and 2016-1 of the Bankruptcy Local Rules, the Debtor is hereby authorized to employ and retain Blank Rome as Special Insurance Counsel under the terms and conditions set forth in the Application and the Brinkman Declaration effective as of the Petition Date.
3. The terms and conditions of the retention of Blank Rome set forth in the Application and in the Brinkman Declaration are reasonable, and Blank Rome shall be compensated in accordance with sections 330 and 331 of the Bankruptcy Code, any applicable Bankruptcy Rule, any applicable Local Bankruptcy Rule, and any orders of the Court.

4. Blank Rome is authorized, but not directed, to continue to hold the Advance Payment Retainer and apply such Advance Payment Retainer, to the extent necessary, to pay any allowed fees, costs, and expenses relating to services rendered by Blank Rome to the Debtor subsequent to the Petition Date in accordance with the Application.

5. Blank Rome 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 Filing under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases* both in connection with the Application and the interim and final fee applications filed by Blank Rome in the course of its engagement.

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

7. This Court shall retain exclusive jurisdiction over any and all matters arising from or related to the implementation or interpretation of this Order.

Dated: _____, 2024
Richmond, Virginia

Sep 9 2024

/s/ Keith L Phillips
UNITED STATES BANKRUPTCY JUDGE

Entered On Docket: Sep 9 2024

WE ASK FOR THIS:

/s/ Henry P. (Toby) Long, III
Tyler P. Brown (VSB No. 28072)
Henry P. (Toby) Long, III (VSB No. 75134)
HUNTON ANDREWS KURTH LLP
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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

Henry P. (Toby) Long, III

In re:
Hopeman Brothers, Inc.
Debtor

Case No. 24-32428-KLP
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0422-7
Date Rcvd: Sep 09, 2024

User: RenierJes
Form ID: pdford9

Page 1 of 2
Total Noticed: 7

The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Sep 11, 2024:

Recip ID	Recipient Name and Address
db	+ Hopeman Brothers, Inc., 6 Auburn Court, Unit 3, Brookline, MA 02446-6380
cr	+ Boling Law Firm, c/o Spotts Fain PC, 411 E. Franklin St., Suite 600, Richmond, VA 23219-2200
desig	+ Christopher Lascell, 6 Auburn Ct., Unit 3, Brookline, MA 02446, UNITED STATES 02446-6380
cr	+ Law Office of Philip C. Hoffman, c/o Spotts Fain PC, 411 E. Franklin St., Suite 600, Richmond, VA 23219-2200

TOTAL: 4

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

Recip ID	Notice Type: Email Address	Date/Time	Recipient Name and Address
smg	+ Email/Text: ustregion04.rh.ecf@usdoj.gov	Sep 10 2024 00:20:00	UST smg Richmond, Office of the U. S. Trustee, 701 East Broad St., Suite 4304, Richmond, VA 23219-1849
16459360	Email/Text: sbse.cio.bnc.mail@irs.gov	Sep 10 2024 00:19:00	IRS, PO Box 7346, Philadelphia, PA 19101-7346
16459361	Email/Text: atreorg@sec.gov	Sep 10 2024 00:20:00	U.S. Securities and Exchange Commission, Office of Reorganization, 950 East Paces Ferry Road, Suite 900, Atlanta, GA 30326-1382

TOTAL: 3

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

Recip ID	Bypass Reason	Name and Address
cr		Certain Clients of Roussel & Clement
cr		Certain Clients of Simmons Hanly Conroy LLC, Brayt
cr		Huntington Ingalls Industries, Inc.
intp		Liberty Mutual Insurance Company
unk		Official Committee of Unsecured Creditors

TOTAL: 5 Undeliverable, 0 Duplicate, 0 Out of date forwarding address

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Sep 11, 2024

Signature: /s/Gustava Winters

District/off: 0422-7
Date Rcvd: Sep 09, 2024

User: RenierJes
Form ID: pdford9

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Total Noticed: 7

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on September 9, 2024 at the address(es) listed below:

Name	Email Address
Dion W. Hayes	on behalf of Creditor Huntington Ingalls Industries Inc. dhayes@mcguirewoods.com, kcain@mcguirewoods.com
Douglas M. Foley	on behalf of Interested Party Liberty Mutual Insurance Company dmfoley@kaufcan.com nabruce@kaufcan.com
Gerard R. Vetter	USTPRegion04.RH.ECF@usdoj.gov
Henry Pollard Long, III	on behalf of Debtor Hopeman Brothers Inc. hlong@huntonAK.com, tcanada@huntonAK.com
Jeffrey Allen Liesemer	on behalf of Creditor Certain Clients of Simmons Hanly Conroy LLC Brayton Purcell LLP, The Gori Law Firm, P.C., Peter Angelos Law, and Simon Greenstone Panatier, PC jliesemer@capdale.com, brigitte-wolverton-caplin-drysdale-9897@ecf.pacerpro.com
Jeffrey Allen Liesemer	on behalf of Unknown Official Committee of Unsecured Creditors jliesemer@capdale.com brigitte-wolverton-caplin-drysdale-9897@ecf.pacerpro.com
Jennifer J. West	on behalf of Creditor Boling Law Firm jwest@spottsfain.com rchappell@spottsfain.com;tmoore@spottsfain.com;eanderson@spottsfain.com;tfishback@spottsfain.com;nmccullagh@spottsfain.com;churley@spottsfain.com
Jennifer J. West	on behalf of Creditor Law Office of Philip C. Hoffman jwest@spottsfain.com rchappell@spottsfain.com;tmoore@spottsfain.com;eanderson@spottsfain.com;tfishback@spottsfain.com;nmccullagh@spottsfain.com;churley@spottsfain.com
Kathryn R. Montgomery	on behalf of U.S. Trustee Gerard R. Vetter Kathryn.Montgomery@usdoj.gov june.e.turner@usdoj.gov;Nisha.R.Patel@usdoj.gov;Shannon.pecoraro@usdoj.gov;shannon.m.tingle@usdoj.gov;Peggy.T.Flinchum@usdoj.gov
Kollin Geoffrey Bender	on behalf of Creditor Certain Clients of Roussel & Clement kbender@hirschlerlaw.com rhenderson@hirschlerlaw.com
Tyler P. Brown	on behalf of Debtor Hopeman Brothers Inc. tpbrown@huntonak.com, tcanada@huntonak.com

TOTAL: 11