

CAPLIN & DRYSDALE, CHARTERED

Kevin C. Maclay (admitted *pro hac vice*)
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*Counsel for the Official Committee of Unsecured
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*Special Insurance Counsel for the Official
Committee of Unsecured Creditors*

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

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

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

On January 14, 2025, Morgan, Lewis & Bockius LLP (“**Morgan Lewis**”)¹ filed the *Second Interim Application of Morgan, Lewis & Bockius LLP as Special Insurance Counsel to the Official Committee of Unsecured Creditors of the Interim Period of September 1, 2024 through November 30, 2024* [Docket No. 495] (“**Application**”) with the United States Bankruptcy Court for the Eastern District of Virginia. A proposed form of order is annexed to the Application (the “**Original Proposed Order**”).

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



The undersigned certifies that the Application was filed and served in accordance with the Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief [Docket No. 162] (the “**Interim Compensation Order**”) and “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. Pursuant to the Interim Compensation Order and the notice served with the Application, all objections to the approval of the relief requested the Application were due on or before February 4, 2024.

In response to informal comments received on the Application, Morgan Lewis has made certain revisions to the Original Proposed Order and hereby is filing a revised proposed Order Granting Second Interim Application of Morgan, Lewis & Bockius LLP as Special Insurance Counsel to the Official Committee of Unsecured Creditors of the Interim Period of September 1, 2024 through November 30, 2024 (the “**Revised Proposed Order**”), which is attached hereto as Exhibit A. Attached hereto as Exhibit B is a redline of the Revised Proposed Order as compared to the Original Proposed Order.

The undersigned further certifies that the notice filed with the Application includes a statement that the Application may be granted 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 Application appears thereon.

Therefore, pursuant to the notice filed with the Application and the Interim Compensation Order, Morgan Lewis is authorized, and intends, to submit the Revised Proposed Order, without

further notice or hearing. The United States Trustee has reviewed and authorized Morgan Lewis to add her endorsement to the Revised Proposed Order.

Dated: February 7, 2025

CAPLIN & DRYSDALE, CHARTERED

/s/ Jeffrey A. Liesemer

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EXHIBIT

A

CAPLIN & DRYSDALE, CHARTERED

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

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**ORDER GRANTING THE SECOND INTERIM FEE APPLICATION
OF MORGAN, LEWIS & BOCKIUS LLP AS SPECIAL INSURANCE COUNSEL TO
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
THE INTERIM PERIOD OF SEPTEMBER 1, 2024 THROUGH NOVEMBER 30, 2024**

Under consideration of the *Second Interim Fee Application of Morgan, Lewis & Bockius LLP as Special Insurance Counsel to the Official Committee of Unsecured Creditors for the Interim Period of September 1, 2024 through November 30, 2024* (the “**Fee Application**”);¹ and the Court having reviewed the Fee Application, the matters contained therein, and exhibits thereto

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

and having found that the attorneys' fees accrued and expenses incurred should be allowed as set forth herein and paid by the above-captioned debtor (the "**Debtor**"), the Court orders as follows:

1. The Fee Application is approved as set forth herein.
2. Morgan Lewis is hereby granted, on an interim basis, allowance of compensation for professional services rendered and reimbursement for expenses incurred for the period from September 1, 2024 through November 30, 2024, in the aggregate amount of \$980,865.23.²
3. The Debtor is hereby authorized and directed to remit to Morgan Lewis all unpaid fees and expenses allowed pursuant to this Order.
4. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

Dated: _____, 2025
Richmond, Virginia

HONORABLE KEITH L. PHILLIPS
UNITED STATES BANKRUPTCY JUDGE

Entered on Docket: _____

² \$980,865.23 includes a \$5,100 reduction, as agreed upon by Morgan Lewis and the U.S. Trustee, in response to informal comments from the U.S. Trustee on the Fee Application.

WE ASK FOR THIS:

CAPLIN & DRYSDALE, CHARTERED

/s/ Jeffrey A. Liesemer

Kevin C. Maclay (admitted *pro hac vice*)
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*Special Insurance Counsel to the Official
Committee of Unsecured Creditors*

SEEN AND NO OBJECTION:

/s/ Kathryn Montgomery

Kathryn Montgomery
Office of the United States Trustee
701 East Broad Street
Suite 4304
Richmond, VA 23219

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/ Jeffrey A. Liesemer

EXHIBIT
B

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

thereto and having found that the attorneys' fees accrued and expenses incurred should be allowed as set forth herein and paid by the above-captioned debtor (the "**Debtor**"), the Court orders as follows:

1. The Fee Application is approved as set forth herein.

2. Morgan Lewis is hereby granted, on an interim basis, allowance of compensation for professional services rendered and reimbursement for expenses incurred for the period from September 1, 2024 through November 30, 2024, in the aggregate amount of ~~\$985,965.23~~\$980,865.23.²

3. The Debtor is hereby authorized and directed to remit to Morgan Lewis all unpaid fees and expenses allowed pursuant to this Order.

4. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

Dated: _____, 2025
Richmond, Virginia

HONORABLE KEITH L. PHILLIPS
UNITED STATES BANKRUPTCY JUDGE

Entered on Docket: _____

² \$980,865.23 includes a \$5,100 reduction, as agreed upon by Morgan Lewis and the U.S. Trustee, in response to informal comments from the U.S. Trustee on the Fee Application.

WE ASK FOR THIS:

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/s/ Jeffrey A. Liesemer

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/s/ Jeffrey A. Liesemer