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*Proposed Counsel to Marla Rosoff Eskin,
Future Claimants' Representative*

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

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**APPLICATION OF THE FUTURE CLAIMANTS' REPRESENTATIVE
TO RETAIN AND EMPLOY CAMPBELL & LEVINE, LLC
AS COUNSEL NUNC PRO TUNC TO APRIL 25, 2025**

Marla Rosoff Eskin, Esq., the legal representative (the "Future Claimants' Representative") for purposes of protecting the rights of persons who might subsequently assert asbestos-related demands (the "Future Claimants") against the above captioned debtor (the "Debtor"), by and through her undersigned counsel, submits this application for an order approving and authorizing the employment and retention of Campbell & Levine, LLC ("Campbell & Levine"), as counsel to the Future Claimants' Representative, effective *nunc pro tunc* as of April 25, 2025 (this "Application"). In support of this Application, the Future Claimants' Representative submits the



Declaration of David B. Salzman Esq. (the “Salzman Declaration”), attached hereto as **Exhibit A**, and respectfully avers as follows.

Jurisdiction and Venue

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§157 and 1334. Venue in this district is proper pursuant to 28 U.S.C. §§1408 and 1409. This is a core proceeding within the meaning of 28 U.S.C. §157(b).

2. The statutory and legal predicates for the relief sought in this Application are Sections 105, 524(g)(4)(B)(i), 327, and 1103 of the United States Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure, and Rule 2014-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Eastern District of Virginia (the “Local Rules”).

3. The Future Claimants’ Representative consents to the entry of a final Order by this Court in connection with this Application.

Background

4. On June 30, 2024 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”).

5. The Debtor continues to manage its business as a debtor-in-possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code.

6. On July 22, 2024, the United States Trustee appointed an Official Committee of Unsecured Creditors (the “Creditors’ Committee”), pursuant to Section 1102 of the Bankruptcy Code. Dkt. 69.

7. On April 29, 2025, the Debtor and the Creditors’ Committee filed a Joint Application for an Order Appointing Marla Rosoff Eskin, Esq. (“Attorney Eskin”) as the Future Claimants’ Representative (the “FCR Application”). Dkt. 688.

8. On May 14, 2025, this Court entered an Order appointing Attorney Eskin as the Future Claimants' Representative. Dkt. 732.

9. By this Application, the Future Claimants' Representatives requests this Court enter an Order authorizing her to engage Campbell & Levine as her counsel in this case, *nunc pro tunc* to the date of the FCR Application, *i.e.*, April 29, 2025.

Basis for Relief

10. The Future Claimants' Representative desires to employ Campbell & Levine as counsel in this bankruptcy case, pursuant to Sections 327 and 1103 of the Bankruptcy Code.

11. Campbell & Levine is well suited to the type of representation required by the Future Claimants' Representative in this bankruptcy case, as it has substantial bankruptcy and insolvency experience. Campbell & Levine has extensive experience representing debtors, creditors, and creditors' committees in chapter 11 cases. It also has experience representing parties in asbestos-related bankruptcy cases, including as counsel to numerous official committees of asbestos-related claimants including, for example: Armstrong World Industries, Inc., In re: Armstrong World Industries, Inc., Case No. 00-4471 (KG) (Bankr. D. Del.); The Federal-Mogul Asbestos Personal Injury Trust, In re: Federal-Mogul Global, Inc., T&N Limited, et al., Case No. 01-10578 (JKF) (Bankr. D. Del.); Paddock Enterprises, LLC, In re: Paddock Enterprises, LLC, Case No. 20-10028 (LSS) (Bankr. D. Del.); The Flintkote Company, In re: The Flintkote Company, Case No. 04-11300 (JKF) (Bankr. D. Del.); Kaiser Aluminum Corporation, In re: Kaiser Aluminum Corporation, a Delaware Corporation, et al., Case No. 02-10429 (JKF) (Bankr. D. Del.); Pittsburgh Corning Corporation Asbestos Personal Injury Settlement Trust, In re: Pittsburgh Corning Corp., Case No. 00-22876 (JKF) (Bankr. W.D. Pa.); United States Gypsum Asbestos Personal Injury Settlement Trust, In re: USG Corporation, Case No. 01-2094 (JKF) (Bankr. D.

Del.); WRG Asbestos PI Trust, In re: W.R.Grace & Co., et al., Case No. 01-1139 (JKF) (Bankr. D. Del.); Owens Corning/Fibreboard Asbestos Personal Injury Trust, In re: Owens Corning, et al., Case No. 00-03837 (JKF) (Bankr.D. Del.); and Yarway Asbestos Personal Injury Trust, In re: Yarway Corporation, Case No. 13-11025 (BLS) (Bankr. D. Del.).

12. Campbell & Levine also represents numerous personal injury settlement trusts created for the benefit of tort claimants pursuant to the plans confirmed in several bankruptcy cases including, as example: The Babcock & Wilcox Company Asbestos PI Trust, In re The Babcock & Wilcox Company, Case No. 00-10992 (Bankr. W.D. La.); C.E. Thurston & Sons Asbestos Trust, In re C.E. Thurston & Sons, Inc., Case No. 03-75932-SCS (Bankr. E.D. Va.); The Federal-Mogul Asbestos Personal Injury Trust, In re Federal-Mogul Global, Inc., T&N Limited, et al., Case No. 01-10578 (JKF) (Bankr. D. Del.); H.K. Porter Asbestos Trust, In re: H.K. Porter Company, Inc., Case No. 91-468-WWB (PGH) (Bankr. W.D. Pa.); Owens Corning/Fibreboard Asbestos Personal Injury Trust, In re Owens Corning, et al., Case No. 00-03837 (JKF) (Bankr. D. Del.); Pittsburgh Corning Corporation Asbestos Personal Injury Settlement Trust, In re Pittsburgh Corning Corp., Case No. 00-22876 (JKF) (Bankr. W.D. Pa.); Specialty Products Holding Corp., Bondex International, Inc., Republic Powdered Metals, Inc., and NMBFiL, Inc. Asbestos Personal Injury Trust, In re Specialty Products Holding Corp., et al., Case No. 10-11780 (PJW) (Bankr. D. Del.); United States Gypsum Asbestos Personal Injury Settlement Trust, In re: USG Corporation, Case No. 01-2094 (JKF) (Bankr. D. Del.); WRG Asbestos PI Trust, In re: W.R. Grace & Co., et al., Case No. 01-1139 (JKF) (Bankr. D. Del.); Yarway Asbestos Personal Injury Trust, In re: Yarway Corporation, Case No. 13-11025 (BLS) (Bankr. D. Del.); Hercules Chemical Company, Inc. Asbestos Trust, In re: Hercules Chemical Company, Inc., Case No. 08-27822 (MS) (Bankr. D. NJ); Porter Hayden Bodily Injury Trust, In re: Porter-Hayden Company, Case No. 02-54152

(Bankr. D. MD); and Owens-Illinois Asbestos Personal Injury Trust, In re: Paddock Enterprises, LLC, Case No. 20-10028 (LSS) (Bankr. D. Del.)

13. The Future Claimants' Representative anticipates that Campbell & Levine will render general legal services to the Future Claimants' Representative throughout this chapter 11 case in all cases that may arise in connection with her representation of Future Claimants.

14. Specifically, the Future Claimants' Representative anticipates that Campbell & Levine will provide services including:

- (i) preparation of all necessary motions, applications, pleadings, proposed order, reports, and other legal documents as necessary;
- (ii) assisting and advising the Future Claimants' Representative with respect to her power and duties as the Future Claimants' Representative and with respect to the Debtor's proposed plan;
- (iii) attending meetings and negotiations with all parties on before of the Future Claimants' Representative;
- (iv) representing the Future Claimants' Representative in all matters before this Court and any appellate Courts;
- (v) representing the Future Claimants' Representative in maximizing the Debtor's estate for the benefit of Future Claimants;
- (vi) reviewing and analyzing the Debtor's chapter 11 plan, applications, motions, and requests of all parties, and advising the Future Claimants' Representative as to the effect of such requests for relief on Future Claimants; and
- (vii) all other legal services necessary to advise the Future Claimants' Representative in this case.

15. Performing such legal services as the Future Claimants' Representative may request is necessary to protect the rights and interests of Future Claimants. Campbell & Levine has agreed to represent the Future Claimants' Representative at its normal hourly rates, set forth as follows:

Professional	Position	2025 Hourly Rate
David B. Salzman	Member	\$825
Kathryn L. Harrison	Member	\$450
Douglas A. Campbell	Member	\$900
Kathleen Campbell Davis	Member	\$800
Stanley E. Levine	Senior Counsel	\$725
Philip E. Milch	Member	\$800
Paul J. Cordaro	Member	\$625
Jeanne S. Lofgren	Counsel	\$600
Shannon M. Clougherty	Member	\$550
Frederick D. Rapone, Jr.	Counsel	\$475
Katherine Hemming	Associate	\$500
Joseph C. Bacharach	Associate	\$275
Michael Pritzker	Paralegal	\$200
Heather L. Penn	Paralegal	\$155
Theresa A. Matiasic	Paralegal	\$140
Kaitlan A. Monahan	Paralegal	\$120
Jeffrey Quinn	Paralegal	\$225
Julie T. Forrest	Paralegal	\$100

16. The hourly rates set forth above are Campbell & Levine's standard hourly rates for the types of services to be performed for the Future Claimants' Representative in all cases as of January 1, 2025. These rates are set at a level designed to fairly compensate Campbell & Levine for the work of its attorneys and paralegals and to cover fixed and routine overhead expenses.

17. Given Campbell & Levine's experience and expertise, the type of services to be performed, the background of the professionals to provide services, and the market price for such services, Campbell & Levine's hourly rates are reasonable.

18. In addition, it is Campbell & Levine's policy to charge its clients in all areas of practice for all other expenses incurred in connection with a client's case. The expenses charged

to clients include, among other things, telephone and telecopier charges, photocopying charges, travel expenses, expenses for “work meals,” and computerized research.

19. The Future Claimants’ Representative asserts that Campbell & Levine does not represent or hold an interest adverse to the estate in the matters upon which it is to be engaged, is a “disinterested person” as defined in the Bankruptcy Code, and its retention being approved *nunc pro tunc* as of the April 25, 2025 is in the best interests of the Future Claimants’ Representative.

20. As more fully set forth in the Salzman Declaration, no professional at Campbell & Levine has any connection with the Debtor, its creditors, or any other party in interest which would render it unqualified from representing the Future Claimants’ Representative pursuant to Section 101(14) of the Bankruptcy Code.

[REMAINDER INTENTIONALLY BLANK]

WHEREFORE, the Future Claimants' Representative enter an Order approving the Application, and such other relief as this Court deems necessary and appropriate.

Dated: May 19, 2025

By: Marla Rosoff Eskin, Esq.
Future Claimants' Representative

Submitted by:

REAVES PLLC

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CAMPBELL & LEVINE, LLC

s/David B. Salzman

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*Proposed Counsel to the Future Claimants'
Representative*

EXHIBIT A

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

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**DECLARATION OF DAVID B. SALZMAN, ESQ.
IN SUPPORT OF THE APPLICATION OF THE FUTURE
CLAIMANTS' REPRESENTATIVE TO RETAIN AND EMPLOYEE
CAMPBELL & LEVINE, LLC AS COUNSEL NUNC PRO TUNC TO APRIL 25, 2025**

Pursuant to Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), David B. Salzman declares:

1. I am a member of the law firm of Campbell & Levine, LLC ("Campbell & Levine") and am duly authorized to make this declaration on behalf of it. I am an attorney at law admitted and in good standing to practice in the State of West Virginia and before the United States Bankruptcy Court for the Northern District of West Virginia. I make this declaration in support of the Application of the Future Claimants' Representative to Retain and Employ Campbell & Levine, LLC, as Counsel for the Future Claimants' Representative *Nunc Pro Tunc* to April 25, 2025. (the "Application"). Unless otherwise defined, all capitalized terms used herein shall have the meaning ascribed to them in the Application.

2. Neither I, nor Campbell & Levine, nor any of its professionals, as far as I have been able to ascertain, has any connection with the Debtor, its creditors, the United States Trustee, or any other party or their respective attorneys or accountants.

3. Subject to the Court's approval, Campbell & Levine will charge for its legal services on an hourly basis in accordance with its ordinary and customary hourly rates in effect on the date services are rendered. These rates may change from time to time in accordance with Campbell & Levine's established billing practices and procedures.

4. Campbell & Levine will maintain detailed, contemporaneous records of time and any actual and necessary expenses incurred in connection with the rendering of the legal services described above by category and nature of the services rendered. As of this date, the rates of the professionals and paraprofessionals expected to serve the Debtor in this chapter 11 case are as follows:

Professional	Position	2025 Hourly Rate
David B. Salzman	Member	\$825
Kathryn L. Harrison	Member	\$450
Douglas A. Campbell	Member	\$900
Kathleen Campbell Davis	Member	\$800
Stanley E. Levine	Senior Counsel	\$725
Philip E. Milch	Member	\$800
Paul J. Cordaro	Member	\$625
Jeanne S. Lofgren	Counsel	\$600
Shannon M. Clougherty	Member	\$550
Frederick D. Rapone, Jr.	Counsel	\$475
Katherine Hemming	Associate	\$500
Joseph C. Bacharach	Associate	\$275
Michael Pritzker	Paralegal	\$200
Heather L. Penn	Paralegal	\$155
Theresa A. Matiasic	Paralegal	\$140
Kaitlan A. Monahan	Paralegal	\$120
Jeffrey Quinn	Paralegal	\$225
Julie T. Forrest	Paralegal	\$100

5. The Future Claimants' Representative will also seek the engagement Michael Wilson of the law firm of ReavesColey PLLC ("ReavesColey"), as local counsel. Mr. Wilson is a

highly qualified professional with expertise in the areas of insolvency and chapter 11 bankruptcy reorganization cases.

6. Campbell & Levine and ReavesColey will not duplicate the services provided to the Future Claimants' Representative

7. The proposed employment of Campbell & Levine is not prohibited by or improper under Bankruptcy Rule 5002. Campbell & Levine and the professionals it employs are qualified to represent the Future Claimants' Representative in the matters for which the firm is proposed to be employed.

8. Campbell & Levine intends to apply to the Court for compensation and reimbursement of expenses in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules of this Court, and pursuant to any additional procedures that may be established by the Court in this case.

9. No promises have been received by Campbell & Levine or any member of the firm as to compensation in connection with this case. Campbell & Levine has no agreement with any other entity to share with such entity any compensation received by the law firm in connection with this case. Campbell & Levine is a "disinterested person" as that term is defined in § 101(14) of the Bankruptcy Code and does not hold or represent any interest adverse to the Debtor, the creditors, or any party in interest in the matters for which it is proposed to be employed.

10. Pursuant to 28 U.S.C. §1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: May 19, 2025

s/David B. Salzman

David B. Salzman

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

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**ORDER AUTHORIZING THE RETENTION AND
EMPLOYMENT OF CAMPBELL & LEVINE, LLC, AS COUNSEL TO THE
FUTURE CLAIMANTS' REPRESENTATIVE NUNC PRO TUNC AS OF APRIL 25, 2025**

Upon consideration of the Application of the Future Claimants' Representative to Retain and Employ Campbell & Levine, LLC, Nunc Pro Tunc to April 25, 2025 (the "Application")¹ pursuant to Sections 105(a), 328, and 1103(a) of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure, Rule 2014-1 of the Local Rules of the United States Bankruptcy Court for the Eastern District of Virginia, the Declaration of David B. Salzman, Esq. in support of the Application, and the Court having jurisdiction to consider the Application and the relief sought therein as a core proceeding pursuant to Section 157(b) of the Bankruptcy Code, and after due opportunity for notice and a hearing on the Application, it is hereby ORDERED that:

1. The Application is GRANTED in its entirety, and as set forth herein.
2. The Future Claimants' Representative is authorized to retain and employ Campbell & Levine, LLC under the terms and conditions set forth in the Application as of April 25, 2025.

¹ Capitalized terms not defined herein shall have the meaning ascribed them in the Application.

3. The terms and conditions set forth in the Application are reasonable, and Campbell & Levine shall be compensated in accordance with Section 330 and 331 of the Bankruptcy Code, any applicable Bankruptcy Rule, Local Bankruptcy Rule, and Orders of this Court.
4. The Future Claimants' Representative is authorized to take all actions necessary to implement the relief granted by this Court.
5. This Court shall retain jurisdiction, to the extent such jurisdiction exists, to hear and determine all matters arising from the implementation of this Order.
6. This Order shall be immediately effective and enforceable upon entry, notwithstanding any provision on the Bankruptcy Code or Bankruptcy Rule to the contrary.

Dated:

Honorable Keith L. Phillips
United States Bankruptcy Judge

WE ASK FOR THIS:

/s/ Michael Wilson

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*Proposed Counsel to the Future Claimants’
Representative*

SEEN AND _____:

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

CERTIFICATION UNDER LOCAL BANKRUPTCY RULE 9022-1(C)

Pursuant to 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/ Michael Wilson