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*Proposed Attorneys for the Debtors and
Debtors in Possession*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SANTA ROSA DIVISION

KELLER BENVENUTTI KIM LLP
425 MARKET STREET, 26TH FLOOR
SAN FRANCISCO, CALIFORNIA 94105

In re:

LEFEVER MATTSON, a California
corporation, *et al.*,¹

Debtors.

Lead Case No. ___ - _____ (CN)

(Joint Administration Requested)

Chapter 11

**DECLARATION OF EVAN
GERSHBEIN IN SUPPORT OF
APPLICATION OF DEBTORS FOR
ORDER (I) AUTHORIZING AND
APPROVING THE APPOINTMENT
OF KURTZMAN CARSON
CONSULTANTS, LLC DBA VERITA
GLOBAL AS CLAIMS AND
NOTICING AGENT, AND
(II) GRANTING RELATED RELIEF**

Date: TBD

Time: TBD

Place: United States Bankruptcy Court
1300 Clay Street, Courtroom 215
Oakland, CA 94612

¹ The last four digits of LeFever Mattson’s tax identification number are 7537. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://veritaglobal.net/LM>. The address for service on the Debtors is 6359 Auburn Blvd., Suite B, Citrus Heights, CA 95621.



1 I, Evan Gershbein, being duly sworn, state the following under penalty of perjury:

2 1. I am an Executive Vice President of Corporate Restructuring Services for Kurtzman
3 Carson Consultants, LLC dba Verita Global (“Verita”), whose offices are located at 222 N. Pacific
4 Coast Highway, 3rd Floor, El Segundo, California 90245. Except as otherwise noted, I have
5 personal knowledge of the matters set forth herein, and if called and sworn as a witness, I could
6 and would testify competently thereto.

7 2. This declaration (this “Declaration”) is made in support of the *Application of*
8 *Debtors for Order (I) Authorizing and Approving the Appointment of Kurtzman Carson*
9 *Consultants, LLC dba Verita Global as Claims and Noticing Agent, and (II) Granting Related*
10 *Relief.*²

11 3. Verita is comprised of leading industry professionals with significant experience in
12 both the legal and administrative aspects of large, complex chapter 11 cases. Verita’s professionals
13 have experience in noticing, claims administration, solicitation, balloting and facilitating other
14 administrative aspects of chapter 11 cases. Verita has acted as official claims and noticing agent
15 in many large bankruptcy cases in this district and in other districts nationwide. Verita’s cases in
16 this district and others include: *In re The Roman Catholic Bishop of Oakland*, Case No. 23-40523
17 WJL (Bankr. N.D. Cal. May 11, 2023); *In re Mariner Health Central, Inc., et al.*, Case No. 4:22-
18 bk-41079-WJL (Bankr. N.D. Cal. Sept. 20, 2022); *In re Borrego Community Health Foundation*,
19 Case No. 22-02384-11 (Bankr. S.D. Cal. Sep. 27, 2022); *In re Verity Health Systems of California,*
20 *Inc., et al.*, Case No. 2:18-bk-20151-ER (Bankr. C.D. Cal. Sep. 10, 2018); *In re Supply Source*
21 *Enterprises, Inc., et al.*, Case No. 24-11054 (BLS) (Bankr. D. Del. Jun. 13, 2024); *In re*
22 *ProSomnus, Inc., et al.*, Case No. 24-10972 (JTD) (Bankr. D. Del. May 9, 2024); *In re Sticky’s*
23 *Holding LLC, et al.*, Case No. 24-10856 (JKS) (Bankr. D. Del. Apr. 26, 2024); *In re SC Healthcare*
24 *Holding, LLC, et al.*, Case No. 24-10443 (TMH) (Bankr. D. Del. Mar. 22, 2024); *In re Cano*
25 *Health, Inc., et al.*, Case No. 24-10164 (KBO) (Bankr. D. Del. Feb. 6, 2024).

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28 ² Capitalized terms used herein but not otherwise defined herein shall have the meanings
given to them in the Application.

1 4. As agent and custodian of the Court records pursuant to 28 U.S.C. § 156(c), Verita
2 will perform at the request of the Clerk’s office the noticing and claims related services specified
3 in the Application. In addition, at the Debtor’s request, Verita will perform such other noticing,
4 claims, technical, administrative, and support services specified in the Application, subject to 28
5 U.S.C. § 156(c).

6 5. Verita represents, among other things, the following:

- 7 a. Verita is not a creditor of the Debtors;
- 8 b. Verita is a “disinterested person” within the meaning of section 101(14) of the
9 Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code;
- 10 c. Verita will not consider itself employed by the United States government and
11 will not seek any compensation from the United States government in its
12 capacity as the claims and noticing agent in these Chapter 11 Cases;
- 13 d. by accepting employment in these Chapter 11 Cases, Verita waives any rights
14 to receive compensation from the United States government as claims and
15 noticing agent;
- 16 e. in its capacity as the claims and noticing agent in these Chapter 11 Cases, Verita
17 will not be an agent of the United States and will not act on behalf of the United
18 States;
- 19 f. Verita will not employ any past or present employees of the Debtors in
20 connection with its work as the claims and noticing agent in these Chapter 11
21 Cases;
- 22 g. in its capacity as claims and noticing agent in these Chapter 11 Cases, Verita
23 will not intentionally misrepresent any fact to any person;
- 24 h. Verita will be under the supervision and control of the Clerk’s office with
25 respect to the receipt and recordation of claims and claim transfers;
- 26 i. Verita will comply with all requests of the Clerk’s office and the guidelines
27 promulgated by the Judicial Conference of the United States for the
28 implementation of 28 U.S.C. § 156(c); and
- j. none of the services provided by Verita as claims and noticing agent will be at
 the expense of the Clerk’s office.

 6. Although the Debtors do not propose to retain Verita under section 327 of the
Bankruptcy Code pursuant to the Application, I caused to be submitted for review by our conflicts
system the names of all known potential parties in interest (the “Potential Parties in Interest”) in
this Chapter 11 Case. The list of Potential Parties in Interest was provided by the Debtor and
included, among other things, the Debtors, non-Debtor affiliates, secured creditors, top unsecured

1 creditors, and other parties. The results of the conflict check were compiled and reviewed by
2 Verita professionals under my supervision. At this time, and as set forth in further detail herein,
3 Verita is not aware of any relationship that would present a disqualifying conflict of interest.
4 Should Verita discover any new relevant facts or relationships bearing on the matters described
5 herein during the period of its retention, Verita will use reasonable efforts to promptly file a
6 supplemental declaration.

7 7. To the best of my knowledge, and based solely upon information provided to me
8 by the Debtors, and except as provided herein, neither Verita, nor any of its professionals, has any
9 materially adverse connection to the Debtors, their creditors or other relevant parties. Verita may
10 have relationships with certain of the Debtors' creditors as vendors or in connection with cases in
11 which Verita serves or has served in a neutral capacity as claims and noticing agent or
12 administrative advisor for another chapter 11 debtor.

13 8. On May 1, 2023, funds affiliated with GCP Capital Partners LLC ("GCP")
14 indirectly acquired a controlling equity interest in Verita (the "Acquisition"). Pursuant to the
15 Acquisition, an indirect, non-controlling, beneficial minority interest in Verita was acquired by
16 funds affiliated with J.P. Morgan Investment Management Inc. ("JPMIM"). GCP is a middle-
17 market private equity investment firm based in New York. GCP has made investments in a number
18 of industries, including tech-enabled business services, payments, and select financials. JPMIM
19 is a U.S. registered investment adviser. Designees of GCP are members of the Board of Managers
20 (the "Board") of Verita's ultimate parent company, KCC Parent LLC ("Parent"). Parent wholly
21 owns Verita Intermediate, LLC, which in turn wholly owns Verita Global, LLC, which in turn
22 wholly owns KCC Topco LLC, which in turn wholly owns Verita. One representative of JPMIM
23 is entitled to attend and observe (but not vote) at all meetings of the Board, but no designee of
24 JPMIM is a member of the Board.

25 9. Verita searched all entities listed in the list of Potential Parties in Interest against
26 an internal database that includes (i) Verita's parent entities, affiliates, and subsidiaries and (ii)
27 GCP, GCP's funds, and each such fund's respective portfolio companies and investments as set
28 forth in the list most recently provided to Verita by GCP. Based solely on the foregoing search,

1 Verita has determined, to the best of its knowledge, that there are no material connections. Chase
2 Bank is listed as a secured creditor on the Potential Parties in Interest List. There are information
3 barriers between JPMIM and the line of business where Chase Bank may be associated with the
4 Debtors.

5 10. To the extent Verita learns of any other material connections between the funds or
6 investments included in the above-described conflicts search and the Debtor, Verita will promptly
7 file a supplemental disclosure. In addition, Verita may have had, may currently have, or may in
8 the future have business relationships unrelated to the Debtor with one or more GCP or JPMIM
9 entities including, among others, portfolio companies of GCP.

10 11. Verita has and will continue to represent clients in matters unrelated to these
11 Chapter 11 Cases. In addition, Verita and its personnel have and will continue to have relationships
12 in the ordinary course of its business with certain vendors, professionals and other parties in
13 interest that may be involved in these Chapter 11 Cases. Verita may also provide professional
14 services to entities or persons that may be creditors or parties in interest in these Chapter 11 Cases,
15 which services do not directly relate to, or have any direct connection with, these Chapter 11 Cases
16 or the Debtors.

17 12. To the best of my knowledge, neither Verita nor any of its employees represent any
18 interest materially adverse to the Debtors' estates with respect to any matter upon which Verita is
19 to be engaged. Based on the foregoing, I believe that Verita is a "disinterested person" as that term
20 is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the
21 Bankruptcy Code.

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1 Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true
2 and correct to the best of my information, knowledge and belief.

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4 Dated: September 12, 2024

Respectfully submitted,

5 /s/ Evan Gershbein
6 Evan Gershbein
7 Executive Vice President
8 Kurtzman Carson Consultants, LLC dba
9 Verita Global
10 222 N. Pacific Coast Highway, 3rd Floor
11 El Segundo, California 90245
12 Telephone: (310) 823-9000

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