



**PRIOR APPLICATIONS**

		<b>Requested</b>		<b>Approved</b>		
<b>Date Filed</b>	<b>Period Covered</b>	<b>Fees</b>	<b>Expenses</b>	<b>Fees [80%]</b>	<b>Expenses [100%]</b>	<b>Fee Holdback</b>
First Monthly Filed 7/26/2024 Docket No. 262	6/7/2024- 6/30/2024	\$47,840.00	\$0.00	\$38,272.00	\$0.00	\$9,568.00
Second Monthly Filed 8/22/2024 Docket No. 319	7/1/2024- 7/31/2024	\$13,640.00	\$0.00	\$10,912.00	\$0.00	\$2,728.00

**SUPPLY SOURCE ENTERPRISES, INC. *ET AL***  
**SUMMARY OF BILLING BY PROFESSIONAL**  
**AUGUST 1, 2024 THROUGH AUGUST 31, 2024**

Name of Professional Person	Position with the Applicant	Hourly Billing Rate <sup>2</sup>	Total Billed Hours	Total Compensation
Yi Zhu	Partner	\$550.00	3.70	\$2,035.00
<b>Total (Discount Applied):</b>			<b>3.70</b>	<b>\$2,035.00</b>

**SUPPLY SOURCE ENTERPRISES, INC. *ET AL***  
**COMPENSATION BY PROJECT CATEGORY**  
**AUGUST 1, 2024 THROUGH AUGUST 31, 2024**

PROJECT CATEGORY	TOTAL HOURS	TOTAL FEES
Liquidating Trust	0.60	330.00
Committee Communications	0.80	440.00
Fee Application	2.30	1,265.00
<b>TOTAL</b>	<b>3.70</b>	<b>\$2,035.00</b>

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<sup>2</sup> Partner rate reflects courtesy discount.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<p>In re:</p> <p>Supply Source Enterprises, Inc., <i>et al.</i>,<sup>1</sup></p> <p style="text-align: right;">Debtors.</p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>Chapter 11</p> <p>Case No. 24-11054 (BLS)</p> <p>(Jointly Administered)</p> <p><b>Obj. Deadline: October 4, 2024 at 4:00 p.m. (ET)</b></p> <p><b>Hearing Date: <i>Only if objections are filed</i></b></p>
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**THIRD MONTHLY FEE APPLICATION OF FORESIGHT RESTRUCTURING LLC,  
CO-FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF  
EXPENSES FOR THE PERIOD FROM AUGUST 1, 2024 THROUGH AUGUST 31, 2024**

Foresight Restructuring LLC (the “Applicant” or “Foresight”), as co-Financial Advisor to the Official Committee of Unsecured Creditors (the “Committee”) of Supply Source Enterprises, Inc. and its affiliated debtors and debtors-in-possession (collectively, the “Debtors”) in the above-captioned chapter 11 cases, hereby applies, pursuant to (i) sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), (ii) Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), (iii) Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), and (iv) the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and Granting Related

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<sup>1</sup> The Debtors in these chapter 11 proceedings, together with the last four digits of each Debtor’s federal tax identification number, are: Supply Source Enterprises, Inc. (0842); SSE Intermediate, Inc. (1772); SSE Buyer, Inc. (5901); Impact Products, LLC (7450); and The Safety Zone, LLC (4597). The Debtors’ headquarters are located at 385 Long Hill Road, Guilford, Connecticut 06437.

Relief [Docket No. 124] (the “Interim Compensation Order”),<sup>2</sup> for allowance of compensation for services rendered and reimbursement of expenses for the period from August 1, 2024 through August 31, 2024 (the “Application Period”), and respectfully represents as follows:

### **JURISDICTION**

1. The Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

2. The statutory predicates for the relief requested herein are sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016 and Local Rule 2016-2.

### **BACKGROUND**

#### **A. The Chapter 11 Cases**

3. On May 21, 2024 (the “Petition Date”), the Debtors filed with this Court voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

4. The Debtors have continued in the possession of their property and have continued to operate and manage their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

5. No trustee or examiner has been appointed in these chapter 11 cases.

6. On June 3, 2024, the United States Trustee for Region 3 (the “U.S. Trustee”) appointed a five-member Committee consisting of: (i) Jiangsu Bytech Medical Supplies Co., Ltd.; (ii) Xiantao Crosscare Protective Products Co., Ltd.; (iii) Xiantao Deming Healthcare Products

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Interim Compensation Order.

Co., Ltd.; (iv) Hiten Nonwoven Healthcare Products (Hubei) Ltd.; and (v) Xiantao Yilin Protective Products Co., Ltd.

**B. Foresight's Retention**

7. On June 26, 2024, the Committee filed an application [Docket No. 189] with the Court for an order authorizing it to retain and employ Foresight as its counsel, effective as of June 7, 2024. On July 22, 2024, the Court entered an order [Docket No. 248] authorizing such retention.

**C. The Interim Compensation Order**

8. On June 13, 2024, the Court entered the Interim Compensation Order, which sets forth the procedures for interim compensation and reimbursement of expenses in these Chapter 11 Cases.

9. Among other things, the Interim Compensation Order provides that if there are no objections to a Monthly Fee Application filed within fourteen (14) days after the service of that Monthly Fee Application, the Retained Professional may file a certificate of no objection with the Court, after which the Debtors are authorized to pay such Retained Professional eighty percent (80%) of the fees and one-hundred percent (100%) of the expenses requested in such Monthly Fee Application. If an objection is filed to the Monthly Fee Application and the parties cannot reach a consensual resolution, the Debtors are authorized to pay 80% of the fees and 100% of the expenses not subject to an unresolved objection.

**RELIEF REQUESTED**

10. Pursuant to the Interim Compensation Order and section 331 of the Bankruptcy Code, Foresight is seeking compensation in the amount of \$1,628.00, which is equal to eighty percent (80%) of \$2,035.00 in fees for professional services rendered by Foresight during the

Application Period. This amount is derived from the applicable and discounted hourly billing rates of Foresight personnel who rendered services to the Committee.

### **Professional Services Rendered**

11. Attached hereto as Exhibit A is a detailed itemization, by project category, of all services performed by Foresight with respect to the chapter 11 cases during the Application Period. This detailed itemization complies with Local Rule 2016-2(d) in that each time entry contains a separate time allotment, a description of the type of activity and the subject matter of the activity, all time is billed in increments of one-tenth of an hour, time entries are presented chronologically in categories, and all meetings or hearings are individually identified.

12. The professionals who rendered services related to each category are identified on Exhibit A, along with the number of hours for each individual and the total compensation sought for each category.

### **Valuation of Services**

13. Professionals of Foresight have expended a total of 3.70 hours in connection with this matter during the Application Period.

14. The amount of time spent by each of the professionals providing services to the Committee for the Application Period is set forth in Exhibit A. The rates are Foresight's applicable hourly rates of compensation for work of this character with the Partner's hourly rate discounted to \$550.00. The reasonable value of the services rendered Foresight for the Application Period as counsel for the Committee in these Chapter 11 Cases is \$2,035.00.

15. Foresight believes that the time entries included in Exhibit A are in compliance with Local Rule 2016-2.

16. In accordance with the factors enumerated in 11 U.S.C. § 330, the amount requested is fair and reasonable given (a) the complexity of these Chapter 11 cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

**Certificate of Compliance and Request for Waiver**

17. The undersigned representative of Foresight certifies that he has reviewed the requirements of Local Rule 2016-2, and that the Application substantially complies with that Local Rule. To the extent that the Application does not comply in all respects with the requirements of Local Rule 2016-2, Foresight believes that such deviations are not material and respectfully requests that any such requirements be waived.

WHEREFORE, Foresight respectfully requests (a) allowance of compensation for professional services rendered to the Committee during the Application Period in the amount of \$1,628.00 (80% of \$2,035.00); (b) payment by the Debtors of the foregoing amounts; and (c) such other and further relief as the Court deems just and proper.

Dated: September 20, 2024  
Califon, New Jersey

/s/ Yi Zhu  
Yi Zhu  
FORESIGHT RESTRUCTURING LLC  
151 Mount Grove Road  
Califon, New Jersey 07830  
Telephone: (646) 881-4087  
Email: yi@foresightrestructuring.com

*Co-Financial Advisor to the Official Committee of  
Unsecured Creditors*



**Exhibit A****Time Detail**

<b>Date</b>	<b>Person</b>	<b>Comments</b>	<b>Category</b>	<b>Length</b>	<b>Billing Rate</b>	<b>Amount</b>
		Committee call	Committee Communications	0.20	550	110.00
8/1/2024	Yi Zhu	Call with Dundon	Committee Communications	0.10	550	55.00
8/6/2024	Yi Zhu	Call with Amanda Criste of White & Case	Committee Communications	0.20	550	110.00
8/8/2024	Yi Zhu	Committee call	Committee Communications	0.30	550	165.00
8/8/2024	Yi Zhu	Review fee app and draft email reply for UST question	Fee Application	0.50	550	275.00
8/16/2024	Yi Zhu	Draft second fee app	Fee Application	0.80	550	440.00
8/17/2024	Yi Zhu	Draft second fee app	Fee Application	1.00	550	550.00
8/20/2024	Yi Zhu	Call with PPP and Dundon regarding liquidating trust setup	Liquidating Trust	0.60	550	330.00

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

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In re:	)	Chapter 11
	)	
Supply Source Enterprises, Inc., <i>et al.</i> , <sup>1</sup>	)	Case No. 24-11054 (BLS)
	)	
Debtors.	)	(Jointly Administered)
	)	
	)	<b>Obj. Deadline: October 4, 2024 at 4:00 p.m. (ET)</b>
	)	<b>Hearing Date: <i>Only if objections are filed</i></b>

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**NOTICE OF THIRD MONTHLY FEE APPLICATION OF FORESIGHT  
RESTRUCTURING LLC, CO-FINANCIAL ADVISOR TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR  
THE PERIOD FROM AUGUST 1, 2024 THROUGH AUGUST 31, 2024**

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**PLEASE TAKE NOTICE** that on September 20, 2024, the Official Committee of Unsecured Creditors (the “Committee”) filed the *Third Monthly Fee Application of Foresight Restructuring LLC, Co-Financial Advisor to the Official Committee of Unsecured Creditors for Allowance of Compensation and Reimbursement of Expenses for the Period from August 1, 2024 through August 31, 2024* (the “Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

**PLEASE TAKE FURTHER NOTICE** that the Application is submitted pursuant to the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* [Docket No. 124] (the “Interim Compensation Order”) dated June 13, 2024.

**PLEASE TAKE FURTHER NOTICE** that objections, if any, to the Application must be in writing, filed with the Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon undersigned counsel for the Committee, so that it is received **on or before 4:00 p.m. on October 4, 2024 (prevailing Eastern Time)** (the “Objection Deadline”).

**PLEASE TAKE FURTHER NOTICE** that objections to the Application, if any, must be served upon and received by the following Application Recipients: (i) counsel to the Debtors, Potter Anderson & Corroon LLP, 1313 North Market Street, 6th Floor, Wilmington, Delaware 19801 (Attn: M. Blake Cleary (bcleary@potteranderson.com), R. Stephen McNeill (rmcneill@potteranderson.com), and Katelin A. Morales (kmorales@potteranderson.com)); (ii) Office of the United States Trustee, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Benjamin A. Hackman (benjamin.a.hackman@usdoj.gov) and Malcolm M. Bates (malcolm.m.bates@usdoj.gov)); (iii) counsel for the DIP Lender and the Prepetition Secured

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<sup>1</sup> The Debtors in these chapter 11 proceedings, together with the last four digits of each Debtor’s federal tax identification number, are: Supply Source Enterprises, Inc. (0842); SSE Intermediate, Inc. (1772); SSE Buyer, Inc. (5901); Impact Products, LLC (7450); and The Safety Zone, LLC (4597). The Debtors’ headquarters are located at 385 Long Hill Road, Guilford, Connecticut 06437.

Parties, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Ray C. Schrock, Esq. (ray.schrock@weil.com) and Kevin Bostel, Esq. (kevin.bostel@weil.com)) and (b) Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: Zachary I. Shapiro, Esq. (shapiro@rlf.com) and Daniel J. DeFranceschi (defranceschi@rlf.com)); and (iv) proposed counsel to the Committee, (a) Klehr Harrison Harvey & Branzburg LLP, 919 North Market Street, Suite 1000, Wilmington, Delaware 19801 (Attn: Domenic E. Pacitti (dpacitti@clehr.com), Richard M. Beck (rbeck@klehr.com) and Sally E. Veghte (sveghte@klehr.com)) and (b) Orrick, Herrington & Sutcliffe LLP, 51 West 52nd Street, New York, New York 10019 (Attn: Raniero D'Aversa (rdaversa@orrick.com), Xiang Wang (xiangwang@orrick.com), Mark Franke (mfranke@orrick.com), and Brandon Batzel (bbatzel@orrick.com)) (collectively, "Notice Parties").

**PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE INTERIM COMPENSATION ORDER, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF THE REQUESTED FEES AND 100% OF THE REQUESTED EXPENSES WITHOUT FURTHER ORDER OF THE COURT. IF A TIMELY OBJECTION IS FILED AND SERVED, THEN PAYMENT WILL BE MADE IN ACCORDANCE WITH THE PROCEDURES SET FORTH IN THE INTERIM COMPENSATION ORDER AND A HEARING WILL BE HELD.**

Dated: September 20, 2024  
Wilmington, Delaware

/s/ Domenic E. Pacitti

Domenic E. Pacitti (DE Bar No. 3989)

Richard M. Beck (DE Bar No. 3370)

Sally E. Veghte (DE Bar No. 4762)

**KLEHR HARRISON HARVEY BRANZBURG LLP**

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-and-

Raniero D'Aversa (admitted *pro hac vice*)

Xiang Wang (admitted *pro hac vice*)

Mark Franke (admitted *pro hac vice*)

Brandon Batzel (admitted *pro hac vice*)

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*Co-Counsel to the Official Committee of Unsecured Creditors*