

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

In re: ) Chapter 11  
)  
ZACHRY HOLDINGS, INC., ) Case No. 24-90377 (MI)  
*et al.*,<sup>1</sup> )  
) Jointly Administered  
Debtors. )

VACO LLC’S MOTION FOR ALLOWANCE AND PAYMENT OF  
ADMINISTRATIVE EXPENSE CLAIMS

IF YOU OBJECT TO THE RELIEF REQUESTED, YOU MUST RESPOND IN WRITING. UNLESS OTHERWISE DIRECTED BY THE COURT, YOU MUST FILE YOUR RESPONSE ELECTRONICALLY AT [HTTPS://ECF.TXSB.USCOURTS.GOV/](https://ecf.txsb.uscourts.gov/) WITHIN TWENTY-ONE DAYS FROM THE DATE THIS MOTION WAS FILED. IF YOU DO NOT HAVE ELECTRONIC FILING PRIVILEGES, YOU MUST FILE A WRITTEN OBJECTION THAT IS ACTUALLY RECEIVED BY THE CLERK WITHIN TWENTY-ONE DAYS FROM THE DATE THIS MOTION WAS FILED. OTHERWISE, THE COURT MAY TREAT THE PLEADING AS UNOPPOSED AND GRANT THE RELIEF REQUESTED.

Vaco LLC (“Vaco”) hereby submits this *Motion for Allowance and Payment of Administrative Expense Claims* (this “Motion”), and in support hereof, states as follows:

**BACKGROUND**

1. The Debtors commenced these bankruptcy cases by filing petitions for relief under chapter 11 of the Bankruptcy Code on May 21, 2024 (the “Petition Date”).
2. Prior to the Petition Date, effective as of June 22, 2023, Vaco and Zachry Holdings, Inc. (“Zachry Holdings”), executed that certain Master Services Agreement. Among other things, the Master Services Agreement provides that Vaco will deliver to Zachry Holdings and its

<sup>1</sup> The last four digits of Zachry Holdings, Inc.’s tax identification number are 6814. A complete list of each of the Debtors in these chapter 11 cases and the last four digits of their federal tax identification numbers may be obtained on the website of the Debtors’ claims and noticing agent at [www.veritaglobal.net/ZHI](http://www.veritaglobal.net/ZHI). The location of the Debtors’ service address in these chapter 11 cases is: P.O. Box 240130, San Antonio, Texas 78224.



affiliates certain services, resources, and other deliverables.

3. Pursuant to the Master Services Agreement, Vaco has provided and continues to provide certain staffing services to the Debtors.

4. As of April 10, 2025, the amount due to Vaco for services after the Petition Date is \$121,682.84, plus all interest and other legally recoverable charges that continue to accrue. A summary of unpaid invoices as of April 10, 2025 is attached as **Exhibit A**.

### **REQUEST FOR RELIEF**

5. Vaco respectfully requests that this Court enter an order that allows a claim for post-petition services in the amount of \$121,682.84 (the “Vaco Administrative Expense Claim”) as an administrative expense claim pursuant to Sections 503(b)(1)(A) and 507(a)(2) of the Bankruptcy Code, and that requires immediate payment thereof.

6. Section 503(b) of the Bankruptcy Code provides, in pertinent part, that allowed administrative expense claims exist for the “actual, necessary costs and expenses of preserving the estate ... .” 11 U.S.C. § 503(b)(1)(A). Section 507(a) of the Bankruptcy Code provides that administrative expense claims that are allowed under section 503(b) of the Bankruptcy Code have second priority. 11 U.S.C. § 507(a)(2).

7. The Vaco Administrative Expense Claim is entitled to administrative expense priority pursuant to sections 503(b)(1)(A) and 507(a)(2) of the Bankruptcy Code because the claim was incurred by the Debtors’ estates after the Petition Date, and there was a benefit to the estate from Vaco’s services. Without limitation, Vaco provided the Debtors staffing solutions that were necessary for the Debtors’ ongoing operations.

8. The Debtors and their estates benefited from Vaco’s post-petition services and Vaco is entitled to allowance and immediate payment of an administrative expense claim.

### RESERVATION OF RIGHTS

9. Vaco does not release or waive any claim, right or remedy arising under the Master Services Agreement, any related agreements, the Bankruptcy Code, or other applicable law.

10. Similarly, Vaco may continue to provide services to the Debtors. Vaco reserves the right to supplement this Motion to assert additional administrative expense claims for any and all amounts that may be due and owing to Vaco.

**WHEREFORE**, Vaco respectfully requests that the Court enter an order, in the form attached hereto, that (i) allows the Vaco Administrative Expense Claim in the amount of \$121,682.84, plus attorneys' fees for pursuing the relief requested in this Motion, as an administrative expense priority claim pursuant to sections 503(b)(1)(A) and 507(a)(2) of the Bankruptcy Code, (ii) compels the Debtors to pay the Vaco Administrative Expense Claim in full within ten (10) days of the date of an order entered hereon, (iii) compels the Debtors to pay any other amounts due to Vaco in the ordinary course of business, and (iv) grants Vaco such other and further relief as is just and equitable.

Dated: April 10, 2025

By: /s/ James B. Bailey  
BRADLEY ARANT BOULT CUMMINGS LLP  
James B. Bailey  
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Birmingham, Alabama 35203  
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*Counsel to Vaco LLC*

**CERTIFICATE OF SERVICE**

I hereby certify that on April 10, 2025, I electronically filed the foregoing with the Clerk of the Court and served the following using the CM/ECF system which will electronically transmit notification of such filing to CM/ECF participants in the above referenced case.

*/s/ James B. Bailey*

\_\_\_\_\_  
OF COUNSEL

**EXHIBIT A**

<b>Transaction Type</b>	<b>Date</b>	<b>Document Number</b>	<b>Due Date</b>	<b>Age</b>	<b>Open Balance</b>
Payment	4/22/2024	88248694	4/22/2024	353	(\$600.00)
Invoice	12/13/2024	108062993	1/12/2025	88	\$8,885.65
Invoice	12/13/2024	108062998	1/12/2025	88	\$5,527.20
Invoice	12/27/2024	108066109	1/26/2025	74	\$8,063.14
Invoice	12/27/2024	108066111	1/26/2025	74	\$6,316.80
Invoice	1/10/2025	108072007	2/9/2025	60	\$7,028.45
Invoice	1/10/2025	108071983	2/9/2025	60	\$4,737.60
Invoice	1/24/2025	108077247	2/23/2025	46	\$7,501.20
Invoice	1/24/2025	108077256	2/23/2025	46	\$8,524.71
Invoice	2/7/2025	108083467	3/9/2025	32	\$9,075.95
Invoice	2/7/2025	108083469	3/9/2025	32	\$8,093.40
Invoice	2/21/2025	108088696	3/23/2025	18	\$8,044.05
Invoice	2/21/2025	108088704	3/23/2025	18	\$8,240.31
Invoice	3/7/2025	108095010	4/6/2025	4	\$7,599.90
Invoice	3/7/2025	108095019	4/6/2025	4	\$8,951.24
Invoice	3/21/2025	108100250	4/20/2025	-10	\$6,316.80
Invoice	3/21/2025	108100269	4/20/2025	-10	\$9,376.44
<b>TOTAL</b>					<b>\$121,682.84</b>

**IN THE UNITED STATES BANKRUPTCY COURT  
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<b>In re:</b>	)	<b>Chapter 11</b>
	)	
<b>ZACHRY HOLDINGS, INC.,</b>	)	<b>Case No. 24-90377 (MI)</b>
<i>et al.</i> <sup>1</sup>	)	
	)	<b>Jointly Administered</b>
<b>Debtors.</b>	)	

**ORDER GRANTING VACO LLC’S MOTION FOR ALLOWANCE  
AND PAYMENT OF ADMINISTRATIVE EXPENSE CLAIMS**

Upon the Motion of Vaco LLC for Allowance and Payment of Administrative Expense Claims (the “Motion”) for entry of an order allowing and directing immediate payment of the Vaco Administrative Expense Claim as an administrative expense priority claim pursuant to sections 503(b)(1)(A) and 507(a)(2) of the Bankruptcy Code; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that sufficient notice of the Motion has been given and that no further notice is necessary; and the Court having reviewed and considered the Motion, any objections to the Motion, and after due deliberation thereon; and the Court having determined that there is good and sufficient cause for the relief set forth in this Order,

**IT IS HEREBY ORDERED THAT:**

1. The Motion is **GRANTED**, as set forth herein.
2. Vaco LLC is hereby granted an administrative expense priority claim in the amount of \$121,682.84 for services provided by Vaco LLC with invoice dates prior to April 10, 2025, which shall be paid by the Debtors within ten (10) business days of entry of this Order.

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<sup>1</sup> The last four digits of Zachry Holdings, Inc.’s tax identification number are 6814. A complete list of each of the Debtors in these chapter 11 cases and the last four digits of their federal tax identification numbers may be obtained on the website of the Debtors’ claims and noticing agent at [www.veritaglobal.net/ZHI](http://www.veritaglobal.net/ZHI). The location of the Debtors’ service address in these chapter 11 cases is: P.O. Box 240130, San Antonio, Texas 78224.

3. The Debtors shall timely pay Vaco LLC all other amounts due and owing for services provided by Vaco LLC in the ordinary course of business.

4. The relief granted in this Order is without prejudice to Vaco LLC's ability to seek additional administrative expense claims against any of the Debtors or any further relief from the Court.

5. Any stay of this Order under Rule 4001 of the Federal Rules of Bankruptcy Procedure or any similar rule is hereby waived for cause, and this Order shall be effective immediately upon entry,

6. The Court retains exclusive jurisdiction over any and all matters arising from or related to the implementation or interpretation of this Order.

Dated: \_\_\_\_\_, 2025

\_\_\_\_\_  
HONORABLE MARVIN ISGUR  
UNITED STATES BANKRUPTCY JUDGE