Docket #0505 Date Filed: 10/28/2026

UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF NORTH CAROLINA
Charlotte Division

IN RE:	Chapter 11
BRD LAND & INVESTMENT, et al.	Case No. 26-30215
Debtors.[1]	(Jointly Administered)

***EX PARTE* APPLICATION TO EMPLOY GUYTON LAW FIRM AS SPECIAL SOUTH CAROLINA TRANSACTIONAL COUNSEL FOR DEBTORS AND DEBTORS-IN-POSSESSION AS OF OCTOBER 13, 2026**

BRD Land & Investment, a South Carolina partnership, BRDL Warden Station Holding Co LLC, and BRDL Warden Station, LLC (collectively, the "Debtors"), as debtors and debtors-in-possession in the above-captioned case, hereby apply to the Court for entry of an order pursuant to sections 327(e), 330, and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Local Rules 2014-1 and 9013(f) of the Rules of Practice and Procedure of the United States Bankruptcy Court for the Western District of North Carolina (the "Local Rules"), authorizing the Debtors to employ and retain Robert S. Guyton, P.C. ("Guyton Law") effective as of October 13, 2026 (as hereinafter defined) as Special South Carolina Transactional Counsel (the "Application"). The facts and circumstances supporting this Application are set forth in the Declaration of Robert "Shep" Guyton (the "Declaration," attached hereto as **Exhibit A**). In further support of this Application, the Debtors respectfully show the Court as follows:

[1] The Debtors in these jointly administered cases are the following entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): BRD Land & Investment, a South Carolina partnership (6940), BRDL Warden Station Holding Co LLC (0184), and BRDL Warden Station, LLC (4687). The Debtors' address is 6433 Bannington Road, Charlotte, NC 28226.

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JURISDICTION AND BASIS FOR RELIEF

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

2. On February 24, 2026 (the "Petition Date"), the Debtors filed their voluntary petitions for relief under chapter 11 of the Bankruptcy Code (the "Chapter 11 Cases"). The Debtors are operating their businesses and managing their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee, examiner, or statutory committee has yet been appointed in these Chapter 11 Cases.

3. The statutory bases for the relief requested herein are sections 327(e), 330, and 331 of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016, and Local Rules 2014-1 and 9013(f).

4. Under section 327(e) of the Bankruptcy Code, a debtor-in-possession may employ one or more attorneys for a specified special purpose provided that it is in the best interest of the estate and such attorneys do not hold or represent an interest adverse to the estate with respect to the matter with which they are to be employed.

RETENTION OF GUYTON LAW FIRM

5. The Debtors seek to retain Guyton Law as Special South Carolina Transactional Counsel for the Debtors because of Guyton Law's experience and knowledge in the field of transactional law throughout the southeast, particularly in the State of South Carolina where the Debtors own real property, and Guyton Law's prior experience in negotiating the water services agreement with Bucksport Water System, Inc.

6. The Debtors seek to employ Guyton Law and/or its attorney with respect to negotiating, documenting and executing a water services agreement with Bucksport Water System,

Inc., to service the Debtors' Warden Station Project. Guyton Law is well-qualified and able to represent the Debtors as Special South Carolina Transactional Counsel in this capacity in these Chapter 11 Cases.

7. The Debtors anticipate that Guyton Law will render legal services to the Debtors in connection with the negotiation of a water services agreement with Bucksport Water System, Inc. along with the drafting of the associated transactional documents to the extent needed and non-duplicative of the work of the Debtors' other professionals, including, without limitation, the following:

a. Amended and Restated Utility Development Agreement; and

b. Assignment and Assumption of Amended and Restated Utility Development Agreement.

8. The services of Guyton Law pursuant to the terms of this Application are necessary for the Debtors to efficiently negotiate and draft a water services agreement for the Debtors' Warden Station Project. Guyton Law has informed the Debtors that Guyton Law will accept the engagement on a flat, contingency fee basis in the amount of $85,000, paid in full at the time of final approval and execution by Debtor and Bucksport Water System, Inc. Guyton Law will apply for reimbursement of actual, necessary expenses and other charges that Guyton Law incurs in this representation. The Debtors are informed and believe that the proposed flat, contingency fee based upon final and execution approval of the proposed Amended and Restated Utility Development Agreement is both reasonable and consistent with the rates charged by Guyton Law in matters of this type. Also, the Debtors believe the fee is reasonable considering the increase in value of the Warden Station Project with an executed Amended and Restated Utility Development Agreement, which will boost the value of the transaction to a third party by hundreds of thousands of dollars.

9. Robert "Shep" Guyton at Guyton Law practices in the field of transactional law.

10. To the best of the Debtors' knowledge, information, and belief, and except to the extent disclosed herein and in the Declaration, Guyton Law (a) does not hold any interest materially adverse to the Debtors' estates with respect to the matters on which it will be employed, and (b) has previously represented the Debtors, their creditors, equity security holders, or related parties herein other than as disclosed in the Declaration. The Debtors' knowledge, information, and belief regarding the matters set forth herein are based, and made in reliance, upon the Declaration.

11. Neither Guyton Law nor any of its members hold any equity interest in the Debtors.

12. Guyton Law employs a single attorney located in Myrtle Beach, South Carolina. Guyton Law has, and may continue to represent one or more clients, including Greenstead Development and its associated entities, in matters related to the amendment of the development agreement and the PD Zoning ordinance for Warden Station during the pendency of these Chapter 11 Cases. If any new relevant facts or relationships are discovered or arise, Guyton Law will use reasonable efforts to identify such further developments and will promptly file a supplemental statement pursuant to Bankruptcy Rule 2014(a).

13. The Debtors request authority to employ and retain Guyton Law to render legal services relating to the Debtors as Special South Carolina Transactional Counsel. The Debtors agree and understand that Guyton Law intends to apply for compensation for professional services in connection with its representation of the Debtors through monthly and final fee applications subject to approval of this Court and in compliance with the rules and orders of this Court.

NO DUPLICATION OF SERVICES/SPECIAL PURPOSE

14. Guyton Law understands that the Debtors have retained and may retain additional professionals during the term of the engagement and will work cooperatively with such professionals to integrate any respective work conducted by the professionals on behalf of the Debtors to ensure no duplication of efforts between professionals.

NOTICE

15. Notice of this Application has been given to the following parties: (a) Committee of Unsecured Creditors; (b) the Internal Revenue Service; (c) the Office of the United States Attorney for the Western District of North Carolina; (d) the Office of the United States Bankruptcy Administrator for the Western District of North Carolina; and (d) all parties having requested notice pursuant to Rule 2002 of the Bankruptcy Rules as of the date of this Application. Pursuant to an *ex parte* procedure set forth in Local Rule 9013-1(f)(8) and considering the nature of the relief requested, the Debtors submit that no further notice need be given.

16. No previous application for the relief sought herein has been made to this or any other court.

17. Attached hereto as **Exhibit B** is a proposed Order approving the engagement of Guyton Law.

CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court:

A. Enter an Order pursuant to sections 327(e), 328, 330, and 331 of the Bankruptcy Code authorizing the employment of Guyton Law under the terms specified to represent them as Special South Carolina Transactional Counsel for the Debtors in these Chapter 11 Cases and approving its employment as set forth herein as of October 13, 2026;

B. Allowing compensation to be paid to Guyton Law by the Debtors for professional services rendered and reimbursement for expenses incurred by it as determined by this Court upon monthly and final applications pursuant to the Bankruptcy Code; and

C. Grant the Debtors such other and further relief as is just and proper.

This the 28th day of October, 2026.

RAYBURN COOPER & DURHAM, P.A.

By: */s/ Matthew L. Tomsic*

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Counsel to the Debtors

Exhibit A
Declaration of Robert "Shep" Guyton

UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF NORTH CAROLINA
Charlotte Division

IN RE:	Chapter 11
BRD LAND & INVESTMENT, et al.	Case No. 26-30215
Debtors.[2]	(Jointly Administered)

DECLARATION OF ROBERT "SHEP" GUYTON ON BEHALF OF GUYTON LAW FIRM IN SUPPORT OF APPLICATION TO EMPLOY GUYTON LAW FIRM AS SPECIAL SOUTH CAROLINA TRANSACTIONAL COUNSEL FOR DEBTORS AND DEBTORS-IN-POSSESSION AS OF OCTOBER 13, 2026

I, Robert "Shep" Guyton, declare that:

1. I am an attorney at law duly admitted to practice in the State of South Carolina and partner at Robert S. Guyton, P.C. ("Guyton Law"). Guyton Law maintains offices for the practice of law at 4605 B Oleander Drive, Suite 202, Myrtle Beach, SC 29577. I am authorized to make this declaration on Guyton Law's behalf.

2. I submit this declaration in support of the Debtors' *Ex Parte* Application to Employ Guyton Law as Special South Carolina Transactional Counsel for Debtors and Debtors-in-Possession as of October 13, 2026 (the "Application"),[3] and in compliance with and to provide disclosure pursuant to Bankruptcy Code section 328 and Bankruptcy Rules 2014(a) and 2016. Unless otherwise stated in this declaration, I have personal knowledge of the facts hereinafter set forth. To the extent that any information disclosed herein may require amendment or modification upon Guyton Law's completion of further analysis or as additional creditor information becomes

[2] The Debtors in these jointly administered cases are the following entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): BRD Land & Investment, a South Carolina partnership (6940), BRDL Warden Station Holding Co LLC (0184), and BRDL Warden Station, LLC (4687). The Debtors' address is 6433 Bannington Road, Charlotte, NC 28226.

[3] Capitalized terms used but not otherwise defined herein shall have the meaning given to them in the Application.

available to it or if any new relevant facts or relationships are discovered by Guyton Law or made known to us or arise herein, a supplemental declaration will be submitted to the Court.

3. The Debtors have requested that Guyton Law agree to be employed and provide professional services to the Debtors subject to Court approval. Guyton Law is well-qualified and able to represent the Debtors as Special South Carolina Transactional counsel in these Chapter 11 Cases.

4. The Debtors anticipate that Guyton Law will render legal services to the Debtors in connection with the negotiation of a water services contract with Bucksport Water System, Inc., including, without limitation, the following:

a. Amended and Restated Utility Development Agreement; and

b. Assignment and Assumption of Amended and Restated Utility Development Agreement.

5. Guyton Law has performed a conflict check based on the information provided by the Debtors, including the parties reflected on the Matrix of Creditors filed on the Petition Date. Based upon such review, to the best of my knowledge, information, and belief, Guyton Law, insofar as I have been able to ascertain at this time, has previously represented one of more of the Debtors, but has not represented any of their creditors, the United States Bankruptcy Administrator, or any other party in interest in the above-captioned case, or any of the foregoing's respective attorneys except for the following:

a. I or Guyton Law:

i. May have appeared in the past, and may appear in the future, in matters, cases, or controversies where one or more of the parties in interest of the Debtors may be involved;

ii. May represent or have represented certain of the Debtors' creditors, contract counterparties, or lessors in matters unrelated to this case; and

iii. May have, directly or indirectly, investments in publicly held business entities that may include various parties in interest.

6. Neither I nor Guyton Law holds any direct equity interest in the Debtors.

7. Guyton Law employs a single attorney located in Myrtle Beach, South Carolina. Guyton Law has, and may continue to represent one or more clients, including Greenstead Development and its associated entities, in matters related to the amendment of the development agreement and the PD Zoning ordinance for Warden during the pendency of these Chapter 11 Cases. If any new relevant facts or relationships are discovered or arise, Guyton Law will use reasonable efforts to identify such further developments and will promptly file a supplemental statement pursuant to Bankruptcy Rule 2014(a).

8. Based upon the foregoing, neither I nor Guyton Law, insofar as I have been able to ascertain, represent any interest adverse to the Debtors or to the Debtors' estates in the matters upon which the law firm is to be engaged.

9. Subject to approval of this Court and in compliance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, and the local rules and orders of this Court, Guyton Law intends to apply for compensation for professional services in connection with its representation of the Debtors as Special South Carolina Transactional Counsel, plus reimbursement of certain actual, necessary expenses and other charges incurred by Guyton Law during this representation. Guyton Law has informed the Debtors that Guyton Law will accept the engagement on a flat fee basis, paid in full at the time of final approval by Debtor and Bucksport Water System, Inc. of the Amended and Restated Utility Development Agreement, in the amount

of $85,000.00. For the calendar year 2026, Guyton Law will apply for reimbursement of actual, necessary expenses and other charges that Guyton Law incurs in this representation.

10. No promises have been received by Guyton Law as to compensation in connection with this case other than in accordance with the provisions of the Bankruptcy Code.

11. Guyton Law further states pursuant to Bankruptcy Rule 2016(b) that it has not shared, nor agreed to share, (a) any compensation it has received or may receive in this case with any other party or person, other than with partners, shareholders, counsel, and associates of Guyton Law or (b) any compensation another party or person has received or may receive

By: _____
Robert "Shep" Guyton

Sworn to and subscribed before me,
A notary public for the state of South Carolina,
County of Horry,
This the 13th day of October 2026.

Jenny A. Everhart
Notary Public

My Commission Expires: 7/20/2032

JENNY A. EVERHART NOTARY PUBLIC STATE OF SOUTH CAROLINA My Commission Expires 07-20-2032

Exhibit B
Proposed Order

UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF NORTH CAROLINA
Charlotte Division

IN RE:	Chapter 11
BRD LAND & INVESTMENT, et al.	Case No. 26-30215
Debtors.[4]	(Jointly Administered)

***EX PARTE* ORDER APPROVING EMPLOYMENT OF GUYTON LAW FIRM AS SPECIAL SOUTH CAROLINA TRANSACTIONAL COUNSEL FOR DEBTORS AND DEBTORS-IN-POSSESSION AS OF OCTOBER 13, 2026**

THIS MATTER coming before the Court on the *Ex Parte* Application to Employ Guyton Law Firm as Special South Carolina Transactional Counsel for Debtors and Debtors-in-Possession as of October 13, 2026 (the "Application") filed by BRD Land & Investment, a South Carolina partnership, BRDL Warden Station Holding Co LLC, and BRDL Warden Station, LLC (collectively, the "Debtors") as debtors and debtors-in-possession in the above-captioned case

[4] The Debtors in these jointly administered cases are the following entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): BRD Land & Investment, a South Carolina partnership (6940), BRDL Warden Station Holding Co LLC (0184), and BRDL Warden Station, LLC (4687). The Debtors' address is 6433 Bannington Road, Charlotte, NC 28226.

seeking entry of an order authorizing the Debtors[5] to employ and retain Guyton Law Firm ("Guyton Law") as Special South Carolina Transactional Counsel effective as of October 13, 2026 of these Chapter 11 Cases, pursuant to section 327(e), 330, and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rules 2014-1 and 9013-1(f) of the Rules of Practice and Procedure of the United States Bankruptcy Court for the Western District of North Carolina (the "Local Rules"). The Court, having reviewed the Application, finding that the relief requested therein is in the best interests of the Debtors' estates and creditors, and finding good cause for granting the relief sought in the Application:

IT IS HEREBY ORDERED THAT:

1. The Application is APPROVED.

2. Pursuant to section 327(e) of the Bankruptcy Code, the Debtors are authorized to employ Guyton Law effective as of October 13, 2026 as Special South Carolina Transactional Counsel in accordance with the terms and conditions set forth in the Application.

3. The compensation to be paid to Guyton Law by the Debtors for professional services rendered and reimbursement for expenses incurred shall be determined by this Court upon a final application pursuant to the Bankruptcy Code, including, without limitation, sections 328, 330, and 331, and such other procedures as may be fixed by order of this Court.

4. Pursuant to Rule 9013-1(f) of the Local Rules, any party shall be entitled to request a hearing or request that the Court reconsider entry of this Order by filing a Motion for Reconsideration within fourteen (14) days of service of this Order.

5. The Debtors are authorized to take all actions necessary to effectuate the relief

[5] Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Application.

granted pursuant to this Order in accordance with the Application.

6. The Court shall retain jurisdiction over any and all issues arising from or related to the implementation and interpretation of this Order.

This Order has been signed electronically. The judge's signature and court's seal appear at the top of the Order.

United States Bankruptcy Court