UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

In re: **GROEB FARMS, INC.** Debtor.	**Chapter 11** Case No. 13-58200 Judge Walter Shapero

NOTICE OF FIRST AND FINAL APPLICATION OF HOULIHAN LOKEY CAPITAL, INC. FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS INVESTMENT BANKER TO THE DEBTOR

Houlihan Lokey Capital, Inc. ("Houlihan"), as investment banker for Groeb Farms, Inc., the Debtor and Debtor-in-Possession (the "Debtor"), has filed with this Court the First and Final Application of Houlihan Lokey Capital, Inc. For Allowance and Compensation for Services Rendered and Reimbursement of Expenses as Investment Banker to the Debtor, seeking final allowance of compensation in the amount of $1,113,150.68 for fees and reimbursement of expenses in the amount of $11,488.31 for the period from October 1, 2013 through December 31, 2013 (the "Fee Application"). Houlihan holds an expense retainer in the amount of $3,840.85 for its work for the Debtor, which will be applied to the final allowance of expenses granted to Houlihan.

Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one in this bankruptcy case. If you do not have an attorney, you may wish to consult one.

If you do not want the Court to grant the relief sought in the Motion, or if you want the Court to consider your view on the Motion, within 21 days you or your attorney must:

1. File with the Court a written response or an answer, explaining your position at:

United States Bankruptcy Court
211 West Fort Street, Suite 2100

Detroit, MI 48226

If you mail your response to the Court for filing, you must mail it early enough so the Court will receive it on or before the date stated above.

You must also mail a copy of your response or answer to:

Foley & Lardner LLP
Judy A. O'Neill
John A. Simon
500 Woodward Avenue, Suite 2700
Detroit, Michigan 48226-3489

2. If a response or answer is timely filed and served, the clerk will schedule a hearing on the Fee Application and you will be served with a notice of the date, time and location of the hearing. If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the Fee Application and may enter an order granting such relief without a hearing.

Dated: January 30, 2014

Respectfully Submitted,

FOLEY & LARDNER LLP

By: */s/ Tamar Dolcourt*
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