

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

In re: CTN HOLDINGS, INC., <i>et al.</i> , ¹ Debtors.	Chapter 11 Case No. 25-10603 (TMH) (Jointly Administered) Related Docket Nos. 217, 220 and ____
In re: CARBON SEQUESTRATION III, LLC, Debtor.	Chapter 11 Case No. 25-10918 (TMH) (Joint Administration Requested) Related Docket Nos. 3, 6 and ____

**CERTIFICATE OF NO OBJECTION REGARDING DEBTORS' SUPPLEMENTAL
MOTION FOR ENTRY OF AN ORDER DIRECTING JOINT ADMINISTRATION OF
CHAPTER 11 CASES**

The undersigned hereby certifies that, as of the date hereof, he has received no answer, objection or other responsive pleading to the *Debtors' Supplemental Motion for Entry of an Order Directing Joint Administration of Chapter 11 Cases* [Docket Nos. 217 and 3] (the "Motion"). The undersigned further certifies that he has reviewed the Court's docket in this proceeding and no answer or other responsive pleading to the Motion appears thereon.

Pursuant to the *Notice of Hearing of Debtors' Supplemental Motion for Entry of an Order Directing Joint Administration of Chapter 11 Cases* [Docket Nos. 220 and 6], responses to the relief requested in the Motion were to be filed and served no later than May 27, 2025 at 4:00 p.m. Eastern Time.

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors' federal tax identification numbers, are CTN Holdings, Inc. (9122), CTN SPV Holdings, LLC (8689), Make Earth Green Again, LLC (4441), Aspiration QFZ, LLC (1532), Aspiration Fund Adviser, LLC (4214), Catona Climate Solutions, LLC (3375) and Zero Carbon Holdings, LLC (1679). The mailing address for the Debtors is 548 Market Street, PMB 72015, San Francisco, CA 94104-5401.



2510603250527000000000006

WHEREFORE, counsel to the Debtors respectfully request that the proposed form of order attached hereto as **Exhibit A**, be entered at the earliest convenience of the Court.

Dated: May 27, 2025
Wilmington, Delaware

Respectfully submitted,

/s/ Bradley P. Lehman

WHITEFORD, TAYLOR & PRESTON LLC²

William F. Taylor, Jr. (DE No. 2936)

Bradley P. Lehman (DE No. 5921)

600 North King Street, Suite 300

Wilmington, Delaware 19801

Telephone: (302) 353-4144

Facsimile: (302) 661-7950

Email: wtaylor@whitefordlaw.com

blehman@whitefordlaw.com

WHITEFORD, TAYLOR & PRESTON, L.L.P.

David W. Gaffey (admitted *pro hac vice*)

Brandy M. Rapp (admitted *pro hac vice*)

J. Daniel Vorsteg (admitted *pro hac vice*)

Joshua D. Stiff (admitted *pro hac vice*)

Alexandra G. DeSimone (admitted *pro hac vice*)

3190 Fairview Park Drive, Suite 800

Falls Church, Virginia 22042-4510

Telephone: (703) 280-9260

Email: dgaffey@whitefordlaw.com

brapp@whitefordlaw.com

jdvorsteg@whitefordlaw.com

jstiff@whitefordlaw.com

adesimone@whitefordlaw.com

Counsel to the Debtors and Debtors in Possession

² Whiteford, Taylor & Preston operates as Whiteford, Taylor & Preston LLC in Delaware.

Exhibit A

Proposed Order

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

In re:

CTN Holdings, Inc., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10603 (TMH)

(Jointly Administered)

Related Docket Nos. 217, 220 and ____

In re:

Carbon Sequestration III, LLC,

Debtor.

Chapter 11

Case No. 25-10918 (TMH)

(Joint Administration Requested)

Employer Tax I.D. No. 88-1182344

Related Docket Nos. 3, 6 and ____

**SUPPLEMENTAL ORDER AUTHORIZING JOINT
ADMINISTRATION OF THE DEBTORS' CHAPTER 11 CASES**

Upon the motion (the “Motion”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”), for entry of an order (this “Order”) directing the joint administration of the Affiliate Debtor’s case along with the Original Debtors’ cases and the consolidation thereof for procedural purposes only; and upon the First Day Declaration; and this Court having found that it has jurisdiction to consider the Motion pursuant to 28 U.S.C. § 1334; and this Court having found that the Motion is a core proceeding pursuant to 28 U.S.C. § 157(b), and that the Debtors consent to entry

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors’ federal tax identification numbers, are CTN Holdings, Inc. (9122), CTN SPV Holdings, LLC (8689), Make Earth Green Again, LLC (4441), Aspiration QFZ, LLC (1532), Aspiration Fund Adviser, LLC (4214), Catona Climate Solutions, LLC (3375) and Zero Carbon Holdings, LLC (1679). The mailing address for the Debtors is 548 Market Street, PMB 72015, San Francisco, CA 94104-5401.

² Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the Motion.

of a final order under Article III of the United States Constitution; and this Court having found that venue of these cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and this Court having reviewed the Motion; and this Court having determined that the legal and factual bases set forth in the Motion, the First Day Declaration and the Staglik Declaration establish just cause for the relief granted herein; and any objections to the relief requested in the Motion having been withdrawn or overruled on the merits; and after due deliberation thereon and good and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Affiliate Debtor's case shall be jointly administered with the Original Debtors' cases.
3. The caption of the jointly administered cases shall read as follows:

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

In re:

CTN HOLDINGS, INC., *et al.*,

Debtors.

Chapter 11
Case No. 25-10603 (TMH)
(Jointly Administered)

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors' federal tax identification numbers, are CTN Holdings, Inc. (9122), CTN SPV Holdings, LLC (8689), Make Earth Green Again, LLC (4441), Aspiration QFZ, LLC (1532), Aspiration Fund Adviser, LLC (4214), Catona Climate Solutions, LLC (3375), Zero Carbon Holdings, LLC (1679) and Carbon Sequestration III, LLC (2344). The mailing address for the Debtors is 548 Market Street, PMB 72015, San Francisco, CA 94104-5401.

4. The foregoing consolidated caption satisfies the requirements of section 342(c)(1) of the Bankruptcy Code.

5. A docket entry shall be made in the Affiliate Debtor's case to reflect the joint administration of these chapter 11 cases and shall read substantially as follows:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware directing joint administration of the chapter 11 cases of the following entities: CTN Holdings, Inc.; CTN SPV Holdings, LLC; Catona Climate Solutions, LLC; Make Earth Green Again, LLC; Aspiration QFZ, LLC; Zero Carbon Holdings, LLC; Aspiration Fund Adviser, LLC; and Carbon Sequestration III, LLC. The Debtors' mailing address is 548 Market Street, PMB 72015, San Francisco, CA 94104-5401. **The docket in the chapter 11 case of CTN Holdings, Inc., Case No. 25-10603 (TMH), should be consulted for all matters affecting these Chapter 11 Cases.**

6. Additionally, any and all orders previously entered by the Court in the chapter 11 cases of the Original Debtors which are applicable to the Affiliate Debtor, including, but not limited to, orders authorizing the retention of professionals, shall be deemed to extend and apply with equal force and effect to the Affiliate Debtor's chapter 11 case.

7. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise affecting a substantive consolidation of the Debtors or the Debtors' estates, and this Order shall be without prejudice to the rights of the Debtors or any other party in interest to seek or oppose substantive consolidation of the Debtors' estates.

8. The Debtors are authorized and empowered to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

9. Notwithstanding the applicability of any Rule, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

10. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the interpretation, implementation, or enforcement of this Order.