

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

In re:

Dynamic Aerostructures LLC, *et al.*,
Debtors.¹

Chapter 11

Case No. 25-10292 (LSS)

(Jointly Administered)

Hearing Date: Mar. 25, 2025 at 11:00 a.m. (ET)

Obj. Deadline: Mar. 18, 2025 at 4:00 p.m. (ET)

**MOTION OF DEBTORS FOR ENTRY OF ORDER
AUTHORIZING THE EMPLOYMENT AND PAYMENT OF
PROFESSIONALS USED IN THE ORDINARY COURSE OF BUSINESS**

Dynamic Aerostructures LLC and certain of its affiliates, as debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”), hereby move (this “Motion”) this Court for entry of an order, substantially in the form attached hereto as Exhibit A (the “Proposed Order”), authorizing the Debtors to employ and pay professionals used in the ordinary course of business, effective as of the Petition Date (as defined below). In support of this Motion, the Debtors represent as follows:

RELIEF REQUESTED

1. In the ordinary course of their business, the Debtors employ certain professionals (each, an “OCP” and, collectively, the “OCPs”) to provide the Debtors with services in matters unrelated to the administration of these chapter 11 cases. A preliminary, non-exclusive list of the Debtors’ current OCPs is attached to the Proposed Order as Exhibit 1. Periodically, other OCPs may be employed by the Debtors.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are: Dynamic Aerostructures LLC (3076); Dynamic Aerostructures Intermediate LLC (9800); and Forrest Machining LLC (3421). The Debtors’ service address is 27756 Avenue Mentry, Valencia, California 91355.



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2. By this Motion, the Debtors respectfully request that the Court permit the continued use of the OCPs' services without the filing of formal applications for employment and compensation for each OCP under Bankruptcy Code sections 327 and 328. The Debtors seek to employ the OCPs on terms substantially similar to those in effect before the Petition Date, though subject to the conditions described herein. The Debtors represent that (a) they wish to employ the OCPs for the day-to-day operation of the Debtors' businesses, effective as of the Petition Date, (b) the fees charged and expenses incurred by the OCPs will be minimized, and (c) the OCPs will not perform substantial services related to the administration or prosecution of these chapter 11 cases without the Court's authorization.

JURISDICTION AND VENUE

3. This Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Motion in this District is proper under 28 U.S.C. §§ 1408 and 1409.

4. The legal predicates for the relief requested herein are sections 105(a), 327, 330, and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 2014-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Bankruptcy Rules").

5. Pursuant to Local Bankruptcy Rule 9013-1(f), the Debtors consent to the entry of a final judgment or order with respect to this Motion if it is determined that this Court would lack Article III jurisdiction to enter such final order or judgment absent the consent of the parties.

BACKGROUND

I. The Chapter 11 Cases

6. On February 26, 2025 (the “Petition Date”), each Debtor filed a voluntary petition for relief pursuant to chapter 11 of the Bankruptcy Code. 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. These chapter 11 cases are jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b). No request for the appointment of a trustee or examiner has been made in these chapter 11 cases, and no official committee of unsecured creditors has been appointed in these chapter 11 cases.

7. The Debtors are a leading manufacturer and supplier of critical structural components and assemblies for the aerospace and defense industry. The Debtors specialize in complex, large-format structural airframe and wing components, large aluminum structures, and complex assemblies for key aerospace and defense customers such as Lockheed Martin, Northrop Grumman, and Boeing, among others. The Debtors have one of the largest independent aerospace and defense manufacturing sites in North America, operating out of 226,000 square feet across two facilities in Southern California.

8. Additional factual background regarding the Debtors, including their business operations, their corporate and capital structure, and the events leading to the filing of these chapter 11 cases is set forth in detail in the *Declaration of Eric N. Ellis in Support of Debtors’ Chapter 11 Petitions and First Day Motions* [Docket No. 2] (the “First Day Declaration”),² filed on the Petition Date and incorporated herein by reference.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the First Day Declaration.

II. Employment And Compensation Procedures

9. The Debtors seek to retain and employ the OCPs without having to file separate formal retention and compensation applications for each of the OCPs pursuant to Bankruptcy Code sections 327 and 328 to improve administrative efficiency. Applying separately to this Court for approval of the retention of each OCP would be unduly burdensome for the Debtors. Likewise, it would be burdensome to apply separately for each OCP's compensation and expense reimbursement. Moreover, certain of the OCPs may be unfamiliar with the compensation process employed in a bankruptcy case and might be less inclined to work for the Debtors if forced to adhere to such requirements. Accordingly, the Debtors request that the Court excuse the OCPs from filing separate retention and compensation applications and propose that the following procedures govern the employment and compensation of the OCPs (the "OCP Procedures"):

- (a) Before the Debtors may compensate any OCP, the Debtors must first file with the Court and serve upon (a) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lock Box 35, Wilmington, Delaware 19801 (Attn: Rosa Sierra-Fox; email: Rosa.Sierra-Fox@usdoj.gov); (b) counsel to the DIP Lender, (i) King & Spalding LLP, 1100 Louisiana Street, Houston, TX 77002 (Attn: Michael Fishel; email: mfishel@kslaw.com) and (ii) Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801 (Attn: Ken Enos; email: kenos@ycst.com); (c) counsel to the Prepetition Lender, (i) Katten Muchin Rosenman LLP, 2121 Avenue of the Stars, Los Angeles, CA 90067 (Attn: William Freeman and Michaela Crocker; emails: bill.freeman@katten.com, michaela.crocker@katten.com) and (ii) Womble Bond Dickinson (US) LLP, 1313 North Market Street, Suite 1200, Wilmington, DE 19801 (Attn: Matthew Ward; email: matthew.ward@wbd-us.com); and (d) counsel for any statutory committee appointed in these chapter 11 cases (collectively, the "Notice Parties") a Declaration of Ordinary Course Professional (the "OCP Declaration"), substantially in the form attached as Exhibit 2 to the Proposed Order. The OCP Declaration will be filed within 30 days of the date of entry of the Proposed Order granting this Motion.
- (b) The Notice Parties will have 10 days after service of each OCP Declaration (the "Objection Deadline") to object to the Debtors' employment and compensation of such OCP. Any objecting party will serve any such

objection upon each of the Notice Parties, counsel to the Debtors, and the applicable OCP on or before the Objection Deadline. If any such objection cannot be consensually resolved within 10 days of its receipt by the Debtors, the objection will be scheduled for a hearing before the Court at the next regularly scheduled omnibus hearing date or such other date otherwise agreeable to the parties thereto. If no objection is received from any of the Notice Parties by the Objection Deadline with respect to any particular OCP, the Debtors will be authorized to employ and compensate such OCP in accordance with the OCP Procedures.

- (c) After retention in accordance with the procedures set forth above, each OCP may present to the Debtors a monthly invoice setting forth in reasonable detail the nature of the services rendered by such OCP for the applicable monthly period and calculated in accordance with such OCP's standard billing rates (without prejudice to the Debtors' right to dispute any invoice). The Debtors will be authorized to pay, without the requirement of further Court approval, 100% of the postpetition fees charged and expenses incurred by such OCP; *provided* that the fees charged by an OCP, excluding costs, shall not exceed \$50,000 per month on average over a rolling three-month period (the "Average Monthly Cap").
- (d) In the event that the fees charged and invoiced by any OCP exceed the Average Monthly Cap set forth in clause (c) above, such OCP will be required to seek this Court's approval of all postpetition fees and expenses in accordance with Bankruptcy Code sections 330 and 331, the Bankruptcy Rules, the Local Bankruptcy Rules, and the Court's orders (including those governing interim compensation of professionals).
- (e) At three-month intervals during the pendency of these chapter 11 cases (each, a "Quarter"), beginning with the three-month interval which commences on the Petition Date and ending on May 31, 2025, the Debtors will file with the Court and serve upon the Notice Parties, no later than 30 days after the end of such Quarter, a statement that will include: (i) the name of each OCP; (ii) the amount paid as compensation for services rendered and reimbursement of expenses incurred by each OCP during the previous quarter; and (iii) a general description of the services rendered by each OCP during the previous quarter.
- (f) The Debtors reserve the right to supplement the list of OCPs from time to time, in their discretion, as necessary to add or remove OCPs without the need for further Court approval. In such event, the Debtors will file a supplemental list of OCPs with the Court and serve it on the Notice Parties. The Notice Parties will have ten days after service of a supplemental list (the "Supplemental List Objection Deadline") to object to the Debtors' employment and compensation of any professionals on a supplemental list. If no objection is received from any of the Notice Parties by the Supplemental List Objection Deadline, the Debtors will be authorized to

employ and compensate each additional OCP on such supplemental list in accordance with the OCP Procedures set forth above.

BASIS FOR RELIEF REQUESTED AND APPLICABLE AUTHORITY

10. Although some OCPs would likely continue to provide services to the Debtors even if the Court required all OCPs to submit formal applications for employment and compensation, other OCPs might discontinue their services. If the expertise and continuity of service of an OCP were lost, the Debtors would incur unnecessary expenses to replace the OCP with other professionals that lack that OCP's expertise and experience with the Debtors. The OCP Procedures will allow the Debtors to avoid any disruption in the professional services required in connection with the operation of the Debtors' businesses and, therefore, the Debtors submit that the OCP Procedures are in the best interests of their estates.

11. The OCPs will not be involved in the administration of these chapter 11 cases. Rather, the OCPs will provide professional services in connection with the Debtors' businesses, *i.e.*, services that the OCPs performed for the Debtors before the Petition Date. Accordingly, the Debtors do not believe that the OCPs are "professionals," the employment of which the Court must approve under Bankruptcy Code section 327. *See, e.g., In re First Merchs. Acceptance Corp.*, No. 97-1500 JJF, 1997 WL 873551, at *3 (D. Del. Dec. 15, 1997) (discerning six factors for determining whether someone is a "professional," as the term is used in Bankruptcy Code section 327); *In re Argus Grp. 1700, Inc.*, 199 B.R. 525, 534 n.18 (Bankr. E.D. Pa. 1996) ("[T]he term 'professional person' is a 'term of art reserved for those persons who play an intimate role in the reorganization of a debtor's estate.'") (quoting *Comm. of Asbestos-Related Litigants and/or Creditors v. Johns-Manville Corp. (In re Johns-Manville Corp.)*, 60 B.R. 612, 619 (Bankr. S.D.N.Y. 1986)); *Elstead v. Nolden (In re That's Entm't Mktg. Grp., Inc.)*, 168 B.R. 226, 230 (N.D. Cal. 1994) ("A person's status as a 'professional' is not determinative; the inquiry focuses on that

person's duties. 'If the duties involved are central to the administration of the estate, such duties are professional in nature.'") (quoting *In re Sieling Assocs. Ltd. P'ship*, 128 B.R. 721, 723 (Bankr. E.D. Va. 1991)).

12. Nevertheless, out of an abundance of caution, the Debtors seek the relief requested herein to avoid any controversy regarding the Debtors' employment and compensation of the OCPs during these chapter 11 cases. Notwithstanding the relief requested in the Motion and any OCP's inclusion on Exhibit 1 to the Proposed Order, the Debtors will seek the Court's leave before employing a professional involved in the actual administration of these chapter 11 cases.

13. The Debtors thus submit that granting the relief requested herein is appropriate in these chapter 11 cases.

RESERVATION OF RIGHTS

14. Nothing in this Motion should be construed as: (a) authority to assume or reject any executory contract or unexpired lease of real property, or as a request for the same; (b) an admission as to the validity, priority, or character of any claim or other asserted right or obligation, or a waiver or other limitation on the Debtors' ability to contest the same on any ground permitted by bankruptcy or applicable non-bankruptcy law; (c) a promise to pay any claim or other obligation; (d) granting third-party beneficiary status or bestowing any additional rights on any third party; or (e) being otherwise enforceable by any third party.

NOTICE

15. The Debtors will provide notice of this Motion to: (a) United States Trustee for the District of Delaware; (b) the United States Attorney's Office for the District of Delaware; (c) the state attorneys general for all states in which the Debtors conduct business; (d) the Internal Revenue Service; (e) the United States Securities and Exchange Commission; (f) the holders of the thirty (30) largest unsecured claims against the Debtors on a consolidated basis; (g) counsel to

the DIP Lender; (h) counsel to the Prepetition Agent; and (i) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtors respectfully submit that, in light of the nature of the relief requested, no further notice is necessary.

NO PRIOR REQUEST

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

CONCLUSION

The Debtors respectfully request that this Court enter the Proposed Order, substantially in the form annexed hereto, granting the relief requested herein and such other and further relief as may be just and proper.

Dated: March 4, 2025
Wilmington, Delaware

CHIPMAN BROWN CICERO & COLE, LLP

/s/ Mark L. Desgrosseilliers
Robert A. Weber (I.D. No. 4013)
Mark L. Desgrosseilliers (No. 4083)
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-and-

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Proposed Counsel to the Debtors and Debtors in Possession

EXHIBIT A

Proposed Order

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

In re:

Dynamic Aerostructures LLC, *et al.*,
Debtors.¹

Chapter 11

Case No. 25-10292 (LSS)

(Jointly Administered)

Related Docket No.

**ORDER AUTHORIZING
THE EMPLOYMENT AND PAYMENT OF
PROFESSIONALS USED IN THE ORDINARY COURSE OF BUSINESS**

Upon the motion (the “Motion”)² of the Debtors for entry of an order (this “Order”) pursuant to Bankruptcy Code sections 105(a), 327, 330, and 331, Bankruptcy Rule 2014, and Local Bankruptcy Rule 2014-1, authorizing the employment and payment of certain professionals used in the ordinary course of the Debtors’ businesses and operations (collectively, the “OCPs”), effective as of the Petition Date; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference from the United States District Court for the District of Delaware, dated February 29, 2012; and the matter being a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and the Court being able to issue a final order consistent with Article III of the United States Constitution; and venue of this proceeding and the Motion being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due and sufficient notice of the Motion having been given under the particular circumstances; and it appearing that no other or further notice is necessary; and it

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

appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby;

ORDERED, ADJUDGED, AND DECREED that:

1. The Motion is GRANTED as set forth herein.
2. The Debtors are hereby authorized to employ and compensate the OCPs listed on **Exhibit 1** hereto, in accordance with the terms of this Order, including the procedures in paragraph 3 below.
3. The following procedures (the “OCP Procedures”) for the employment and compensation of OCPs are hereby approved:
 - (a) Before the Debtors may compensate any OCP, the Debtors must first file with the Court and serve upon (a) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lock Box 35, Wilmington, Delaware 19801 (Attn: Rosa Sierra-Fox; email: Rosa.Sierra-Fox@usdoj.gov); (b) counsel to the DIP Lender, (i) King & Spalding LLP, 1100 Louisiana Street, Houston, TX 77002 (Attn: Michael Fishel; email: mfishel@kslaw.com) and (ii) Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801 (Attn: Ken Enos; email: kenos@ycst.com); (c) counsel to the Prepetition Lender, (i) Katten Muchin Rosenman LLP, 2121 Avenue of the Stars, Los Angeles, CA 90067 (Attn: William Freeman and Michaela Crocker; emails: bill.freeman@katten.com, michaela.crocker@katten.com) and (ii) Womble Bond Dickinson (US) LLP, 1313 North Market Street, Suite 1200, Wilmington, DE 19801 (Attn: Matthew Ward; email: matthew.ward@wbd-us.com); and (d) counsel for any statutory committee appointed in these chapter 11 cases (collectively, the “Notice Parties”) a Declaration of Ordinary Course Professional (the “OCP Declaration”), substantially in the form attached as Exhibit 2 to the Proposed Order. The OCP Declaration will be filed within 30 days of the date of entry of the Proposed Order granting this Motion.
 - (b) The Notice Parties will have 10 days after service of each OCP Declaration (the “Objection Deadline”) to object to the Debtors’ employment and compensation of such OCP. Any objecting party will serve any such objection upon each of the Notice Parties, counsel to the Debtors, and the applicable OCP on or before the Objection Deadline. If any such objection

cannot be consensually resolved within 10 days of its receipt by the Debtors, the objection will be scheduled for a hearing before the Court at the next regularly scheduled omnibus hearing date or such other date otherwise agreeable to the parties thereto. If no objection is received from any of the Notice Parties by the Objection Deadline with respect to any particular OCP, the Debtors will be authorized to employ and compensate such OCP in accordance with the OCP Procedures.

- (c) After retention in accordance with the procedures set forth above, each OCP may present to the Debtors a monthly invoice setting forth in reasonable detail the nature of the services rendered by such OCP for the applicable monthly period and calculated in accordance with such OCP's standard billing rates (without prejudice to the Debtors' right to dispute any invoice). The Debtors will be authorized to pay, without the requirement of further Court approval, 100% of the postpetition fees charged and expenses incurred by such OCP; *provided* that the fees charged by an OCP, excluding costs, do not exceed \$50,000 on average over a rolling three-month period (the "Average Monthly Cap").
- (d) In the event that the fees charged and invoiced by any OCP exceed the Average Monthly Cap set forth in clause (c) above, such OCP will be required to seek this Court's approval of all postpetition fees and expenses in accordance with Bankruptcy Code sections 330 and 331, the Bankruptcy Rules, the Local Bankruptcy Rules, and the Court's orders (including those governing interim compensation of professionals).
- (e) At three-month intervals during the pendency of these chapter 11 cases (each, a "Quarter"), beginning with the three-month interval which commences on the Petition Date and ending on May 31, 2025, the Debtors will file with the Court and serve upon the Notice Parties, no later than 30 days after the end of such Quarter, a statement that will include: (i) the name of each OCP; (ii) the amount paid as compensation for services rendered and reimbursement of expenses incurred by each OCP during the previous quarter; and (iii) a general description of the services rendered by each OCP during the previous quarter.
- (f) The Debtors reserve the right to supplement the list of OCPs in **Exhibit 1** from time to time, in their discretion, as necessary to add or remove OCPs without the need for further Court approval. In such event, the Debtors will file a supplemental list of OCPs with the Court and serve it on the Notice Parties. The Notice Parties will have ten days after service of a supplemental list (the "Supplemental List Objection Deadline"), which supplemental list shall be filed with an OCP Declaration for each professional on such supplemental list, to object to the Debtors' employment and compensation of any professionals on a supplemental list. If no objection is received from any of the Notice Parties by the Supplemental List Objection Deadline, the Debtors will be authorized to

employ and compensate each additional OCP on such supplemental list in accordance with the OCP Procedures set forth above

4. With the exception of the OCPs, all professionals that the Debtors employ in connection with the administration of these chapter 11 cases (a) shall be employed by the Debtors pursuant to separate applications for employment subject to the Court's approval, and (b) shall be paid in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules, and the Court's orders.

5. OCPs shall not perform substantial services relating to bankruptcy matters or be involved in the administration of these chapter 11 cases but rather shall provide services in connection with the Debtors' ongoing business operations and services ordinarily provided by non-bankruptcy counsel and professionals.

6. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

7. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

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

9. The Court retains jurisdiction over any matter arising from or related to this Order, including its interpretation, construction, implementation, and enforcement.

EXHIBIT 1**Schedule of Ordinary Course Professionals**

Ordinary Course Professional	Address/Contact	Service Provided to Debtor
Hackler Flynn & Associates	479 S Marengo Avenue Pasadena, CA 91101 Attn: Nicole C. Baldwin	Employment law matters
Orrick, Herrington & Sutcliffe LLP	200 West 6th Street Suite 2250 Austin, TX 78701 Attn: Zac Padgett	General corporate and real estate law matters
Hedman Partners LLP	27441 Tourney Road Suite 200 Santa Clarita, CA 91355 Attn: Michael Grisanti	Tax and auditing advisory services
The Environmental Law Group, LLP	225 Broadway, Suite 1900, San Diego, CA 92101 Attn: S. Wayne Rosenbaum	Environmental law matters

EXHIBIT 2

Form Declaration

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

In re:

Dynamic Aerostructures LLC, *et al.*,
Debtors.¹

Chapter 11

Case No. 25-10292 (LSS)

(Jointly Administered)

Related Docket No.

DECLARATION OF ORDINARY COURSE PROFESSIONAL

I, [DECLARANT], pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am a [POSITION] of [THE FIRM] (the “Firm”), which maintains offices at [ADDRESS].
2. This Declaration is submitted in connection with an Order of the United States Bankruptcy Court for the District of Delaware authorizing the above-captioned debtors and debtors in possession (collectively, the “Debtors”) to employ and compensate certain professionals in the ordinary course of business during the pendency of their chapter 11 cases.
3. The Debtors have requested that the Firm provide [INSERT DESCRIPTION OF SERVICES TO BE RENDERED AND, IF SERVICES ARE LEGAL SERVICES, SPECIFY AREA OF LAW] services to the Debtors, and the Firm has agreed to provide such services.
4. The Firm [IS/IS NOT] a legal services firm.
5. The Firm [PROVIDED/DID NOT PROVIDE] services to the Debtors prior to the filing of the Debtors’ chapter 11 cases on February 26, 2025.

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6. The Firm's current customary rates, subject to change from time to time, are _____. In the normal course of its business, the Firm revises its billing rates on _____ of each year and requests that, effective _____ of each year, the aforementioned rates be revised to the regular hourly rates which will be in effect at that time.

7. The Firm may have performed services in the past, may currently perform services, and may perform services in the future in matters unrelated to the Debtors or the chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. To the best of my knowledge, the Firm does not perform services for any such person in connection with the chapter 11 cases, or have any relationship with any such person, its attorneys, or its accountants that would be adverse to the Debtors or their estates.

8. Neither I nor [ANY PRINCIPAL, PARTNER, DIRECTOR, OFFICER, ETC.] of, or professional employed by, the Firm, insofar as I have been able to ascertain, holds, or represents any interest adverse to, the Debtors or their estates with respect to the matter(s) upon which the Firm is to be employed.

9. Neither I nor [ANY PRINCIPAL, PARTNER, DIRECTOR, OFFICER, ETC.] of, or professional employed by, the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Firm, as permitted by 11 U.S.C. § 504(b).

10. The Debtors owe the Firm \$[_____] for prepetition services. The Firm holds a retainer of \$[_____] that is applicable to post petition services.

11. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its

employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

12. I declare under penalty of perjury that, to the best of my knowledge and belief after reasonable inquiry, the foregoing is true and correct.

Executed on this ____ day of _____, 2025.

[DECLARANT]

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

In re:

Dynamic Aerostructures LLC, *et al.*,
Debtors.¹

Chapter 11

Case No. 25-10292 (LSS)

(Jointly Administered)

Hearing Date: 3/25/25 @ 11:00 a.m. (ET)

Objection Deadline: 3/18/25 @ 4:00 p.m. (ET)

**NOTICE OF MOTION OF DEBTORS FOR ENTRY OF ORDER
AUTHORIZING THE EMPLOYMENT AND PAYMENT OF
PROFESSIONALS USED IN THE ORDINARY COURSE OF BUSINESS**

PLEASE TAKE NOTICE that on March 4, 2025, the above-captioned debtors and debtors-in-possession (the “**Debtors**”) filed the attached *Motion of Debtors for Entry of Order Authorizing the Employment and Payment of Professionals Used in the Ordinary Course of Business* (the “**Motion**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that responses, if any, to the relief requested by the Motion, must be filed on or before **March 18, 2025, at 4:00 p.m. (ET)** (the “**Objection Deadline**”) with the Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that at the same time, you must serve a copy of the response on: (i) proposed co-counsel to the Debtors, Ropes & Gray LLP, 1211 Avenue of the Americas, New York, NY 10036 (Attn: Gregg M. Galardi; email: gregg.galardi@ropesgray.com) and Chipman Brown Cicero & Cole LLP, 1313 N. Market Street, Suite 5400, Wilmington, DE 19801 (Attn: Mark L. Desgrosseilliers and Robert A. Weber; email: desgross@chipmanbrown.com and weber@chipmanbrown.com) and Chipman Brown Cicero & Cole LLP, 501 5th Ave., 15th Floor, New York, NY 10017 (Attn: Daniel G. Egan; email: egan@chipmanbrown.com); (ii) counsel to the DIP Lender, King & Spalding LLP, 1100 Louisiana St., Suite 4100, Houston, TX 77002 (Attn: Michael Fishel; email: mfishel@kslaw.com) and Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801 (Attn: Kenneth J. Enos; email: kenos@ycst.com); (iii) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lock Box 35, Wilmington, DE 19801 (Attn: Rosa Sierra-Fox; email: Rosa.Sierra-Fox@usdoj.gov); and (iv) counsel for any statutory committee appointed in these chapter 11 cases, so as to be received on or before the Objection Deadline.

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PLEASE TAKE FURTHER NOTICE that a hearing on the relief requested by the Motion will be held on **March 25, 2025, at 11:00 a.m. (ET)** before the Honorable Laurie Selber Silverstein, in the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom 2, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS TO THE RELIEF REQUESTED BY THE MOTION ARE TIMELY FILED, SERVED, AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE BANKRUPTCY COURT MAY GRANT THE BID PROCEDURES RELIEF REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR HEARING.

Dated: March 4, 2025
Wilmington, Delaware

CHIPMAN BROWN CICERO & COLE, LLP

/s/ Mark L. Desgrosseilliers

Robert A. Weber (I.D. No. 4013)

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Proposed Counsel to the Debtors and Debtors in Possession