

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

In re:

Dynamic Aerostructures LLC, *et al.*,  
Debtors.<sup>1</sup>

Chapter 11

Case No. 25-10292 (LSS)

(Jointly Administered)

**Related Docket No. 77**

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

Upon the motion (the “Motion”)<sup>2</sup> 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

<sup>1</sup> 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.

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



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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, subject to 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 14 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. The Objection Deadline shall be noted on the OCP Declaration.

- (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, (i) 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), and (ii) all rights of the U.S. Trustee to object to payment of such postpetition fees and expenses on the ground that the OCP should be required to file a formal application for employment under Bankruptcy Code section 327 are preserved.
- (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, broken out by month; 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 fourteen 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.

**Dated: March 20th, 2025**  
**Wilmington, Delaware**

  
**LAURIE SELBER SILVERSTEIN**  
**UNITED STATES BANKRUPTCY JUDGE**

**EXHIBIT 1****Schedule of Ordinary Course Professionals**

<b>Ordinary Course Professional</b>	<b>Address/Contact</b>	<b>Service Provided to Debtor</b>
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	Non-bankruptcy 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.<sup>1</sup>

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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<sup>1</sup> 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.

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. To make this assertion, the [FIRM] researched its conflict database against Exhibit A.

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. After the application of such retainer, to the extent that the Firm has any claims against any of the Debtors for prepetition services, such claims are waived [NON-LEGAL SERVICES ONLY].



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.

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[DECLARANT]

**EXHIBIT A**

**List of Parties in Interest**