

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION

IN RE:

AFH AIR PROS, LLC, *et al.*,¹

Debtors.

CHAPTER 11

CASE NO. 25-10356-PMB

(Jointly Administered)

NOTICE OF FILING OF DECLARATION IN SUPPORT OF SALE MOTION

COME NOW Buddy's Heating & Cooling, L.L.C., Southern Air of Thibodaux, LLC, and Hansen Super Techs, LLC (collectively, the "Buyer Parties") and hereby file the *Declaration of Andrew J. "AJ" Brown in Support of Sale Motion* attached hereto as **Exhibit "A"** in support of the *Motion of the Debtors for Entry of Orders (I)(A) Establishing Bidding Procedures Relating to the Sale of the Debtors' Assets, (B) Approving the Debtors' Entry into the Stalking Horse Purchase Agreements and Related Bid Protections, (C) Establishing Procedures Relating to the Assumption and Assignment of Certain Executory Contract and Unexpired Leases, (D) Approving Form and Manner of Notices Relating Thereto, (E) Scheduling a Hearing to Consider the Proposed Sale, and (F) Granting Related Relief; and (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Granting Related Relief* (Doc. No. 34, as amended by Doc. No. 55) (the "Sale Motion").

¹ The last four digits of AFH Air Pros, LLC's tax identification number are 1228. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at <https://www.veritaglobal.net/AirPros>. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 150 S. Pine Island Road, Plantation, Florida 33020.



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This 16th day of May, 2025.

JONES & WALDEN LLC

/s/ Cameron M. McCord

Cameron M. McCord

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Exhibit “A”

Declaration of Andrew J. “AJ” Brown

**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION**

In re:

AFH AIR PROS, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10356 (PMB)

(Jointly Administered)

Re: Docket Nos. 34, 55, 193

DECLARATION OF ANDREW J. “AJ” BROWN IN SUPPORT OF SALE MOTION

I, Andrew J. “AJ” Brown, hereby declare as follows:

1. I am the Chief Executive Officer of Buddy’s Heating & Cooling, L.L.C., a Louisiana limited liability company, Southern Air of Thibodaux, LLC, a Delaware limited liability company and Hansen Super Techs, LLC, a Delaware limited liability company (each individually, a “Buyer” and collectively, the “Buyers”). I am over 18 years of age and am competent and qualified to execute this Declaration.

2. I submit this declaration (this “Declaration”) in support of the *Motion of the Debtors for Entry of Orders (I)(A) Establishing Bidding Procedures Relating to the Sale of the Debtors’ Assets, (B) Approving the Debtors’ Entry into the Stalking Horse Purchase Agreements and Related Bid Protections, (C) Establishing Procedures Relating to the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (D) Approving Form and Manner of Notices Relating Thereto, (E) Scheduling a Hearing to Consider the Proposed Sale,*

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and (F) Granting Related Relief; and (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Granting Related Relief[D.I. 34, as amended, D.I. 55] (the "Sale Motion")² filed in the above-captioned bankruptcy case.

3. Except as otherwise indicated, all facts set forth in this Declaration are based upon my personal knowledge. If I were called to testify, I would testify competently to the facts set forth in this Declaration.

4. Each Buyer is a direct and/or indirect wholly-owned subsidiary of Apex Service Partners, LLC. I am authorized to submit this Declaration on behalf of the Buyers.

5. Buyers are not "affiliates" or "insiders" of the Debtors, as such terms are defined in the Bankruptcy Code.

6. Buyers have not engaged in any collusive bidding, or other misconduct with respect to its offer, the Stalking Horse Purchase Agreement entered into on March 13, 2025 by and among Buyers, Air Pros Solutions, LLC, Doug's Service Air Pros, LLC, Dream Team Air Pros, LLC and Hansen Air Pros, LLC ("APA"), the sale process or the sale of the Acquired Assets. All negotiations have been conducted in good faith and at arm's length between the Buyers and the Debtors, with each party being represented by separate legal counsel.

7. The consideration provided by Buyers under the APA is fair and reasonable. All of the consideration to be paid to the Debtors is fully disclosed in the APA, and no other agreements, understandings or commitments in respect of any further consideration exist with the Debtors or any of their insiders.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Sale Motion.

8. Each Buyer submits that it is a “good faith purchaser” of the assets of the Debtors purchased under the APA, and is entitled to the full benefits and protections of section 363(m) of the Bankruptcy Code with respect to the sale of the assets of the Debtors purchased under the APA.

9. Other than the APA, and exhibits and schedules thereto, there are no other agreements between the Buyers and the Debtors or their insiders.

10. Each Buyer will be capitalized with the assets and other resources necessary to timely perform its obligations under the APA. Each Buyer also has committed capital available to support closing the Sale, operating the go-forward business and to adequately assure future performance under any executory contracts or unexpired leases that Debtors, at the direction of the Buyers, may assume and assign to the Buyers.

11. This concludes my Declaration.

[Signature Page Follows]

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the law of the United States of America that the foregoing is true and correct.

Executed on May ___, 2025

Signed by:

AJ Brown

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Printed Name: Andrew J. "AJ" Brown

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION

IN RE:

AFH AIR PROS, LLC, *et al.*,²

Debtors.

CHAPTER 11

CASE NO. 25-10356-PMB

(Jointly Administered)

CERTIFICATE OF SERVICE

This is to certify that I have on this day electronically filed the foregoing *Notice of Filing of Declaration in Support of Sale Motion* (the “Notice”) using the Bankruptcy Court’s Electronic Case Filing program, which sends a notice of and an accompanying link to the Notice to the following parties who have appeared in this case under the Bankruptcy Court’s Electronic Case Filing Program:

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This 16th day of May, 2025.

JONES & WALDEN LLC

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