

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)

Related to Docket Nos. 34, 55, 193, 315

**NOTICE OF FILING OF DECLARATION OF
MATTHEW GLATTSTEIN IN SUPPORT OF SALE MOTION**

PLEASE TAKE NOTICE that on March 18, 2025, the Debtors filed 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, and (F) Granting Related Relief* (the "Bid Procedures Motion"); 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", and together with the Bid Procedures Motion, the "Motion").

PLEASE TAKE FURTHER NOTICE that on April 14, 2025, the Court entered an order approving the Bid Procedures Motion [D.I. 193] (the "Bidding Procedures Order").

PLEASE TAKE FURTHER NOTICE that on May 6, 2025, the Debtors filed the *Notice of (i) Cancellation of Auction with Respect to the Air Pros Legacy Business Units, and (ii) Designation of the Air Pros Legacy Stalking Horse Bidder as the Successful Bidder for the Assets Covered by the Air Pros Legacy Stalking Horse Purchase Agreement* [D.I. 315] as contemplated by the Bidding Procedures Order.

PLEASE TAKE FURTHER NOTICE that, a hearing to consider approval of the proposed Sale and the Air Pros Legacy Stalking Horse Purchase Agreement (the "Sale Hearing") is currently scheduled for **May 19, 2025 at 1:00 p.m. (prevailing Eastern Time)** before the

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, Suite 200, Plantation, Florida 33324.



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Honorable Paul M. Baisier, at the **Bankruptcy Court, Richard B. Russell Federal Building and United States Courthouse 75 Ted Turner Drive, SW Atlanta, Georgia 30303.**²

PLEASE TAKE FURTHER NOTICE that attached hereto as **Exhibit A** is the Declaration of Matthew Glattstein in Support of the Sale Motion filed on behalf of the Air Pros Legacy Stalking Horse Bidder.

PLEASE TAKE FURTHER NOTICE that copies of all documents filed in the above captioned chapter 11 cases are available free of charge by visiting the case website maintained by the Debtors' notice and claims agent, Kurtzman Carson Consultants, LLC dba Verita Global, at <https://www.veritaglobal.net/AirPros> or by calling (866) 927-7076. You may also obtain copies of any pleadings by visiting the Office of the Clerk, U.S. Bankruptcy Court for the Northern District of Georgia (Newnan Division) between 8:00 a.m. and 4:00 p.m. or online by visiting the Court's website at <http://ecf.ganb.uscourts.gov> (registered users) or at <http://pacer.psc.uscourts.gov> (unregistered users). Further information may be obtained by using the "Submit an Inquiry" function at <https://www.veritaglobal.net/AirPros/inquiry>.

Dated: May 16, 2025

Respectfully submitted,

GREENBERG TRAURIG, LLP

/s/ David B. Kurzweil

David B. Kurzweil (Ga. Bar No. 430492)

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Counsel for the Debtors and Debtors in Possession

² Parties may attend the Sale Hearing in **Courtroom 1202 in the Richard B. Russell Federal Building and United States Courthouse, 75 Ted Turner Drive, SW, Atlanta, GA 30303 or virtually via Judge Baisier's Virtual Hearing Room.** The link for the Virtual Hearing Room can be found on Judge Baisier's webpage at <https://www.ganb.uscourts.gov/content/honorable-paul-m-baisier> and is best used on a desktop or laptop computer but may be used on a phone or tablet. Participants' devices must have a camera and audio. You may also join the Virtual Hearing Room through the "Dial-In and Virtual Bankruptcy Hearing Information" link at the top of the homepage of the Court's website, www.ganb.uscourts.gov. Please review "Instructions for Appearing by Telephone and Video Conference" located under the "Hearing Information" tab on the judge's webpage prior to the hearing. You should be prepared to appear at the hearing via video, but you may leave your camera in the off position unless you are speaking or until the Court instructs otherwise. Unrepresented persons who do not have video capability may use the telephone dial-in information on the judge's webpage.

EXHIBIT A

Declaration of Matthew Glattstein in Support of Sale Motion

**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 MATTHEW GLATTSTEIN
IN SUPPORT OF SALE MOTION**

I, Matthew Glattstein, hereby declare as follows:

1. I am the Vice President of Finance of Exuma Capital Partners, LLC (“Exuma”). 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, 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*

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Relief [D.I. 34, as amended, D.I. 55] (the “Sale Motion”)² filed in the above-captioned bankruptcy case, as it relates to the Air Pros Legacy Stalking Horse Purchase Agreement (the “APA”).

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. Exuma is a private equity firm with a number of investments in home services businesses. Buyer is a wholly owned subsidiary of Exuma. I am authorized to submit this Declaration on behalf of the Buyer.

5. Anthony Perera is a manager of Exuma. Mr. Perera was the founder and is a former manager of the Debtors. Mr. Perera has had no involvement with the Debtors since the Petition Date.

6. Buyer has not engaged in any collusive bidding, or other misconduct with respect to its offer, the 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 Buyer and the Debtors, with each party being represented by separate legal counsel.

7. The consideration provided by Buyer 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.

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

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

of the Property.

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

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 16-May-2025 | 11:53:56 AM EDT.

Signed by:

Matthew Glattstein

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Matthew Glattstein