

**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 No. 217

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 No. 3

**DEBTORS' MOTION FOR ENTRY OF AN ORDER SHORTENING NOTICE AND
SCHEDULING AN EXPEDITED HEARING WITH RESPECT TO DEBTORS'
SUPPLEMENTAL MOTION FOR ENTRY OF AN ORDER DIRECTING
JOINT ADMINISTRATION OF CHAPTER 11 CASES**

CTN Holdings, Inc. and its above-captioned affiliates (the “Debtors”), the debtors and debtors in possession in the above-captioned chapter 11 cases (the “Chapter 11 Cases”), hereby file this motion (this “Motion”) for the entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Proposed Order”), shortening and limiting the notice period for and scheduling an expedited hearing on *Debtors’ Supplemental Motion for Entry of an Order Directing Joint Administration of Chapter 11 Cases* (the “Joint Administration Motion”). In support of the Motion, the Debtors respectfully state as follows.

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.



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JURISDICTION AND VENUE

1. This Court has jurisdiction over this 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 as of February 29, 2012 (the “Standing Order”).

2. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

3. Venue of this proceeding and this Motion is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

4. The statutory and legal predicates for the relief sought herein are section 105(a) of Title 11 of the United States Code, 11 U.S.C. § 101–1532 (the “Bankruptcy Code”), Rule 9006 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Local Rule 9006-1.

BACKGROUND

5. On March 30, 2025 (the “Petition Date”), the Debtors each filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code in this Court. The Debtors continue to manage their assets as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these cases.

6. On April 10, 2025, the Office of the United States Trustee (the “Trustee”) appointed the Official Committee of Unsecured Creditors (the “Committee”) [D.I. 59].

7. On May 22, 2025, Carbon Sequestration III, LLC (“CSIII”), an affiliate of the Debtors, filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in this Court.

8. The Debtors, along with CSIII, are a climate finance company that sells carbon credits to enterprise clients sourced from the Debtors’ diverse project developer network. To ensure a reliable supply of the highest quality carbon, the Debtors partner with project developers by providing financial investment, project monitoring, technical assistance and marketing services

to carbon credit generators. These partnerships in turn yield high-quality carbon credits made available to the Debtors' customers through a variety of offered products.

9. Additional details regarding the Debtors, their business, the events leading to the commencement of these Chapter 11 Cases, and the facts and circumstances supporting the relief requested herein is set forth in the *Declaration of Miles Staglik in Support of Chapter 11 Petitions and First Day Relief* (the "First Day Declaration"), filed on March 31, 2025 [D.I. 22] and incorporated herein by reference.

10. On April 11, 2025, the Debtors moved for approval of a stalking horse purchase agreement and bid procedures to sell substantially all of the Debtors' assets (D.I. 65) (the "Sale Motion").

11. On May 14, 2025, the Court entered an order approving the Sale Motion (D.I. 171) (the "Bid Procedures Order").

12. A hearing to approve the sale of substantially all of the Debtors' assets is scheduled for June 2, 2025.

13. The Debtors believe that is in the best interests of the Debtors' and CSIII's estates and their collective creditors and other parties in interest for the joint administration of these cases to take effect prior to the sale of the Debtors' assets so that all papers related to the Debtors and CSIII may be found under the same case caption and docket, creditors and parties in interest will be able to access and review relevant information concerning the Debtors and CSIII in one place, thereby allowing them to better keep apprised of the matters before this Court, and any disputes concerning the rights of various parties concerning any of the Debtors' or CSIII's assets can be adjudicated on one docket for the convenience of all concerned.

RELIEF REQUESTED

14. Pursuant to section 105(a) of the Bankruptcy Code, Bankruptcy Rule 9006, and Local Rule 9006-1, Debtors request that the Court shorten the notice period for the Joint Administration Motion and set the: (i) hearing for May 28, 2025 (the “Proposed Hearing”), and (ii) objection deadline for May 27, 2025, at 4:00 p.m. (prevailing Eastern Time).

BASIS FOR RELIEF

15. Local Rule 9006-1(c) requires that all motions must be served on at least fourteen (14) days’ notice prior to the hearing date. According to Bankruptcy Rule 9006(c), “when an action is required or allowed to be done at or within a specified time by these rules or by a notice given thereunder or by order of court, the court for cause shown may in its discretion with or without motion or notice order the period reduced.” Fed. R. Bankr. P. 9006(c)(1). Local Rule 9006-1(e) provides that the fourteen (14) day notice period may be shortened by Court upon a written motion specifying the exigencies justifying shortened notice.

16. In exercising its discretion, the Court should “consider the prejudice to the parties entitled to notice and weigh this against the reasons for hearing the motion on an expedited basis.” *In re Philadelphia Newspapers, LLC*, 690 F.3d 161, 172 (3d Cir. 2012) (noting that motions to shorten are common given the “accelerated timeframe of bankruptcy proceedings”). Indeed, “notice and a hearing” is an elastic concept in the Bankruptcy Code meant to consider the “particular circumstances” of a debtor’s case. *See* 11 U.S.C. § 102(1) (“‘after notice and a hearing’, or a similar phrase . . . means after such notice as is appropriate in the particular circumstances”); *Rockwell Int’l Corp. v. Harnischfeger Indus., Inc. (In re Harnischfeger Indus., Inc.)*, 316 B.R. 616, 620 (D. Del. 2003) (“The policy of Section 102 is to permit the court flexibility, while ensuring that all parties have proper notice.”). Finally, section 105(a) of the Bankruptcy Code

allows the “court [to] issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title.” 11 U.S.C. § 105(a).

17. Here, compelling circumstances exist to shorten notice in connection with the Joint Administration Motion. The hearing to approve the sale of substantially all of the Debtors’ assets is scheduled for June 2, 2025. The joint administration of these cases should take effect prior to the sale of the Debtors’ assets so that all papers related to the Debtors and CSIII may be found under the same case caption and docket, creditors and parties in interest will be able to access and review relevant information concerning the Debtors and CSIII in one place, thereby allowing them to better keep apprised of the matters before this Court, and any disputes concerning the rights of various parties concerning any of the Debtors’ or CSIII’s assets can be adjudicated on one docket for the convenience of all concerned.

18. Accordingly, the Debtors respectfully request that the Joint Administration Motion be considered on shortened notice so that the Joint Administration Motion can be heard at the hearing scheduled for May 28, 2025.

LOCAL RULE 9006-1(e) CERTIFICATION

19. In accordance with Local Rule 9001(e), the Debtors notified the Trustee, the Committee, and the DIP Secured Parties of their intention to file this Motion. None of those parties has an objection to the relief sought herein.

NOTICE

20. Notice of this Motion has been provided to: (a) the Office of the United States Trustee; (b) the Committee; and (c) all parties who have requested notice in these chapter 11 cases pursuant to Bankruptcy Rule 2002. In light of the nature of relief requested in this Motion, the Debtors respectfully submit that no further notice is necessary.

CONCLUSION

WHEREFORE, the Debtors that the Court enter the Proposed Order attached hereto as **Exhibit A**, granting the relief requested herein and such other and further relief as the Court deems appropriate.

Dated: May 22, 2025
Wilmington, Delaware

Respectfully submitted,

/s/ Bradley P. Lehman

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

EXHIBIT A

**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)

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Related Docket Nos. 217 & ____

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Employer Tax I.D. No. 88-1182344

Related Docket Nos. 3 & ____

**ORDER SHORTENING NOTICE AND SCHEDULING AN EXPEDITED HEARING
WITH RESPECT TO DEBTORS' SUPPLEMENTAL MOTION FOR ENTRY OF AN
ORDER DIRECTING JOINT ADMINISTRATION OF CHAPTER 11 CASES**

Upon the *Debtors' Motion for Entry of an Order Shortening Notice and Scheduling an Expedited Hearing with Respect to Debtors' Supplemental Motion for Entry of an Order Directing Joint Administration of Chapter 11 Cases* (the “**Motion to Shorten**”)² of the Debtors for entry of an order (the “**Order**”) shortening notice of the *Debtors' Supplemental Motion for Entry of an Order Directing Joint Administration of Chapter 11 Cases* [Docket Nos. 217 and 3] (the “**Motion**”) requesting approval of a hearing on the Motion, the Court having reviewed the Motion to Shorten and found that the relief requested therein is justified under the circumstances,

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² Defined terms not otherwise defined herein shall have the meaning or meanings ascribed thereto in the Motion to Shorten or the Motion, as applicable.

IT IS HEREBY ORDERED THAT:

1. The Motion to Shorten is **GRANTED**.
2. The Motion will be considered at the hearing scheduled for **May 28, 2025 at 3:00 PM (ET)**.
3. Objections, if any, to the relief requested in the Motion must be filed and served so as to be received by the Debtors by no later than **May 27, 2025 at 4:00 p.m. (ET)**.
4. This Court retains jurisdiction to construe and enforce the terms of this Order.