

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

In re: Dynamic Aerostructures LLC, <i>et al.</i> , Debtors. ¹	Chapter 11 Case No. 25-10292 (LSS) (Jointly Administrated)
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**SUMMARY OF FIRST AND FINAL APPLICATION OF
 ROPES & GRAY LLP FOR ALLOWANCE OF COMPENSATION AND
 REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE DEBTORS
FOR THE PERIOD FROM FEBRUARY 26, 2025 THROUGH JUNE 11, 2025**

Name of Applicant	Ropes & Gray LLP
Authorized to provide professional services to:	Dynamic Aerostructures LLC and its debtor affiliates
Date of Retention:	February 26, 2025 by Order entered on March 21, 2025 [Docket No. 151]
Time Period Covered by this Application	February 26, 2025 through June 11, 2025
Total Compensation Sought During the Final Fee Period	\$303,511.25 ²
Total Expenses Sought During the Final Fee Period	\$3,288.00
Total Compensation Approved by Interim Order to Date	N/A
Total Expenses Approved by Interim Order to Date	N/A
Total Allowed Compensation Paid to Date	N/A
Total Allowed Expenses Paid to Date	N/A
Blended Rate in this Application for All Attorneys	\$1,735.94
Blended Rate in this Application for All Timekeepers	\$1,665.75

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.

² This figure includes an estimate of \$20,000 for compensation for services rendered and expenses incurred after June 11, 2025. Ropes & Gray LLP will file a statement supplementing this Application.



Compensation Sought in this Application Already Paid Pursuant to a Monthly Compensation Order But Not Yet Allowed	N/A
Expenses Sought in this Application Already Paid Pursuant to a Monthly Compensation Order But Not Yet Allowed	N/A
Number of Professionals Included in this Application	1 partner, 1 associate, 2 paraprofessionals
If Applicable, Number of Professionals in this Application Not Included in Staffing Plan Approved by Client	N/A
If Applicable, Difference Between Fees Budgeted and Compensation Sought During the Final Fee Period	Amount Budgeted: \$800,000.00 Amount Sought: \$303,511.25 ³
Number of Professionals Billing Fewer Than 15 Hours to the Case During the Final Fee Period	2
Are Any Rates in this Application Higher Than Those Approved or Disclosed at Retention?	No

This is a: ___ Monthly ___ x ___ Final Application

³ This figure includes an estimate of \$20,000 for compensation for services rendered and expenses incurred after June 11, 2025. Ropes & Gray LLP will file a statement supplementing this Application.

**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 Administrated)

**FIRST AND FINAL FEE APPLICATION OF
ROPES & GRAY LLP AS COUNSEL FOR THE DEBTORS FOR
THE FINAL PERIOD FROM FEBRUARY 26, 2025 THROUGH JUNE 11, 2025**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure (the “Local Rules”), and in accordance with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the “UST Guidelines”), and the *Order Authorizing the Retention and Employment of Ropes & Gray LLP as Attorneys for the Debtors Effective as of the Petition Date [Docket No. 151]* (the “Retention Order”), the law firm of Ropes & Gray LLP (“Ropes & Gray”) submits this application (this “Application”) seeking reasonable compensation for professional legal services rendered as counsel to Dynamic Aerostructures LLC and its affiliated debtors and debtors in possession (the “Debtors”) and final allowance of \$303,511.25² in fees and \$3,288.00 in expenses incurred during the period from February 26, 2025 through and including June 11,

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.

² This figure includes an estimate of \$20,000 for compensation for services rendered and expenses incurred after June 11, 2025. Ropes & Gray LLP will file a statement supplementing this Application.

2025 (the “Final Fee Period”). In support of this Application, Ropes & Gray respectfully represents as follows:

JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction to consider this matter 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 pursuant to 28 U.S.C. § 157(b)(2). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. Pursuant to Bankruptcy Rule 7008 and Local Rule 9013-1(f), Ropes & Gray consents to the entry of a final order by the Court in connection with this Application to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection therewith consistent with Article III of the United States Constitution.

3. The statutory predicates for the relief requested herein are sections 328, 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Rule 2016-2.

BACKGROUND

4. On February 26, 2025 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief pursuant to chapter 11 of the Bankruptcy Code. No trustee or examiner was appointed in these chapter 11 cases.

5. On March 4, 2025, the Debtors’ filed the *Debtors’ Application for Entry of an Order Authorizing the Retention and Employment of Ropes & Gray LLP as Attorneys for the Debtors Effective as of the Petition Date* [Docket No. 84] (the “Retention Application”).

6. On March 21, 2025, the Court entered the Retention Order authorizing the Debtors to compensate Ropes & Gray in accordance with the Bankruptcy Code, the Bankruptcy Rules, and

the Local Rules. The Retention Order authorizes Ropes & Gray to be compensated on an hourly basis for professional services rendered and to be reimbursed for actual and necessary incurred by Ropes & Gray in connection such professional services.

RELIEF REQUESTED

7. Ropes & Gray submits this Application (a) for approval and payment of reasonable compensation for actual, reasonable, and necessary professional services performed by Ropes & Gray as attorneys for the Debtors during the Final Fee Period and (b) for approval and reimbursement of actual, reasonable, and necessary expenses incurred by Ropes & Gray rendering professional services to the Debtors during the Final Fee Period.

8. Ropes & Gray seeks final compensation for professional services rendered during the Final Fee Period in the amount of \$303,511.25³ and reimbursement of actual and necessary expenses incurred in connection with providing such services in the amount of \$3,288.00.⁴ During the Final Fee Period, Ropes & Gray attorneys and paraprofessionals expended a total of 170.20 hours for which compensation is requested. A detailed statement of hours spent rendering legal services and detailed lists of disbursements supporting Ropes & Gray's expense reimbursements during the Final Fee Period is attached hereto as **Exhibit A**.

9. Ropes & Gray performed the services for which it is seeking compensation on behalf of the Debtors and their estates, certain non-debtor subsidiaries, and not on behalf of any committee, creditor, or other entity. Ropes & Gray has received no payment and no promises for payment from any source other than the Debtors for services provided in any capacity whatsoever

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⁴ The requested compensation for services rendered by Ropes & Gray during the Final Fee Period reflect voluntary client accommodations and write-offs, not requested by the Debtors, in excess of \$24,000.

in connection with the Debtors' chapter 11 cases. Consistent with the Retention Order and the Engagement Agreements (as defined in the Retention Application), Ropes & Gray has applied the remainder of the Advanced Payment Retainer (as defined in the Retention Application) to all prepetition invoices. Ropes & Gray has waived any right to payment as to the amount outstanding in excess of the remainder of the Advanced Payment Retainer. Pursuant to Bankruptcy Rule 2016(b), Ropes & Gray has not shared, nor has Ropes & Gray agreed to share (a) any compensation it has received or may receive with another party or person other than with the partners, counsel, and associates of Ropes & Gray or (b) any compensation another person or party has received or may receive.

FEES AND EXPENSES INCURRED DURING THE FINAL FEE PERIOD

A. CUSTOMARY BILLING DISCLOSURES.

10. Ropes & Gray's hourly rates are set at a level designed to compensate Ropes & Gray fairly for the work of its attorneys and paraprofessionals and to cover fixed and routine expenses. The hourly rates and corresponding rate structure utilized by Ropes & Gray in the Debtors' chapter 11 cases are equivalent to the hourly rates and corresponding rate structure used by Ropes & Gray for other restructuring matters, as well as similar complex corporate and litigation matters whether in court or otherwise, regardless of whether a fee application is required. The rates and rate structure reflect that such restructuring and other complex matters typically are national in scope and typically involve great complexity, high stakes, and significant time pressures. For the convenience of the Court and all parties in interest, attached hereto as **Exhibit B** is Ropes & Gray's budget and staffing plan for the Final Fee Period and the actual breakdown of hours and fees incurred by Ropes & Gray during the Final Fee Period. Further, attached hereto as **Exhibit C** is a summary of blended hourly rates for all non-bankruptcy domestic timekeepers who

billed to non-bankruptcy matters and blended hourly rates for timekeepers who billed to the Debtors during the Final Fee Period.

B. FEES INCURRED DURING THE FINAL FEE PERIOD.

11. In the ordinary course of Ropes & Gray's practice, Ropes & Gray maintains computerized records of the time expended to render the professional services required by its clients. For the convenience of the Court and all parties in interest, attached hereto as **Exhibit D** is a summary of fees incurred and hours expended during the Final Fee Period, setting forth the total amount of compensation sought with respect to each Project Category (as defined below) for which Ropes & Gray is seeking compensation. Further, attached hereto as **Exhibit E** is a summary of fees incurred and hours expended during the Final Fee Period, setting forth the following information:

- a. the name of each attorney and paraprofessional for whose work on the Debtors' chapter 11 cases compensation is sought;
- b. each attorney's year of bar admission and area of practice concentration;
- c. the aggregate time expended and fees billed by each attorney and each paraprofessional during the Final Fee Period;
- d. the hourly billing rate for each attorney and each paraprofessional at Ropes & Gray's current billing rates.

C. EXPENSES INCURRED DURING THE FINAL FEE PERIOD.

12. In the ordinary course of Ropes & Gray's practice, Ropes & Gray maintains a record of expenses incurred in the performance of the professional services required by the Debtors and for which reimbursement is sought.

13. For the convenience of the Court and all parties in interest, attached hereto as **Exhibit F** is a summary for the Final Fee Period, setting forth the total amount of reimbursement sought with respect to each category of expenses for which Ropes & Gray is seeking

reimbursement.

14. These charges are intended to reimburse Ropes & Gray's direct operating costs, which are not incorporated into Ropes & Gray's hourly billing rates. Only clients who actually use services of the types set forth in **Exhibit F** are separately charged for such services. The effect of including such expenses as part of the hourly billing rates would impose that cost upon clients who do not require such facilities and services.

SUMMARY OF LEGAL SERVICES PROVIDED DURING THE FINAL FEE PERIOD

15. As discussed above, during the Final Fee Period, Ropes & Gray provided extensive and important professional services to the Debtors in connection with the Debtors' chapter 11 cases. These services were often performed under severe time constraints and were necessary to address a multitude of critical issues both unique to the Debtors' chapter 11 cases and typically faced by corporate debtors and their non-debtor subsidiaries in similar cases of this magnitude and complexity. Ropes & Gray helped guide the Debtors and their non-debtor subsidiaries through unprecedented times in an effort to maximize the value of the Debtors' estates for all stakeholders.

16. To provide a meaningful summary of the services rendered by Ropes & Gray to the Debtors and their estates, Ropes & Gray established, in accordance with its internal billing procedures, certain subject project categories (each, a "Project Category") in connection with these chapter 11 cases. The following is a summary of the professional services rendered by Ropes & Gray during the Final Fee Period. This summary of services is not intended to be a detailed description of the work performed; rather, the summary highlights certain areas in which services were rendered to the Debtors and identifies some of the matters and issues that Ropes & Gray was required to address during the Final Fee Period.

(i) **Asset Disposition (003)**

Fees: \$66,717.00; Total Hours: 32.90

17. This Project Category includes all matters relating to, and including analysis of, the Debtors' sale of substantially all of their assets. During the Final Fee Period, Ropes & Gray attorneys spent time, among other things, responding to inquiries regarding the sale and disposition of certain assets, strategizing and analyzing issues related to the Debtors' sale and closing, and reviewing and revising the bid procedures motion and sale order.

(ii) **Assumption and Rejection of Leases and Contracts (004)**

Fees: \$5,508.00; Total Hours: 2.40

18. This Project Category includes all matters relating to, and including analysis of, the Debtors' executory contracts and unexpired leases. During the Final Fee Period, Ropes & Gray attorneys spent time, among other things, reviewing, revising, and finalizing the cure order, assumption notice, and Debtors' lists of assumed and rejected executory contracts.

(iii) **Budgeting (006)**

Fees: \$4,571.50; Total Hours: 2.70

19. This Project Category includes all matters relating to and including budgeting and staffing. During the Final Fee Period, Ropes & Gray attorneys and paraprofessionals spent time, among other things, preparing and finalizing the budget and staffing memorandum.

(iv) **Business Operations (007)**

Fees: \$18,481.50; Total Hours: 8.60

20. This Project Category includes all issues relating to the Debtors' operations and strategic planning for next steps in these chapter 11 cases. During the Final Fee Period, Ropes &

Gray attorneys spent time, among other things, advising the Debtors on issues pertaining to utilities, critical vendors, and the motion to dismiss.

(v) Case Administration (008)

Fees: \$3,268.50; Total Hours: 2.50

21. This Project Category includes all matters related to preparing administrative documents, performing tasks and responding to questions relating to the administration of these chapter 11 cases. During the Final Fee Period, Ropes & Gray attorneys and paraprofessionals spent time, among other things, reviewing, revising, and finalizing hearing agendas, updating the case calendar and finalizing the motion to dismiss.

(vi) Claims Administration and Objections (009)

Fees: \$5,049.00; Total Hours: 2.20

22. This Project Category includes all issues relating to administration and analysis of claims against the Debtors. During the Final Fee Period, Ropes & Gray attorneys spent time, among other things, reviewing schedules and statements regarding filed claims.

(vii) Corporate Governance and Board Matters (010)

Fees: \$3,901.50; Total Hours: 1.70

23. This Project Category includes all matters related to the Debtors' corporate governance, including the Debtors' boards of directors. During the Final Fee Period, Ropes & Gray attorneys spent attending, leading, participating, and preparing materials for meetings of the Debtors' boards of directors, and reviewing related meeting minutes.

(viii) Employee Matters (011)

Fees: \$1,377.00; Total Hours: 0.60

24. This Project Category includes all matters relating to employee issues. During the Final Fee Period, Ropes & Gray attorneys spent time, among other things, reviewing the final employee wage order.

(ix) Financing and Cash Collateral (012)

Fees: \$27,715.50; Total Hours: 13.90

25. This Project Category includes all matters relating to the Debtors' financing needs, including achieving access to the debtor in possession financing facility (the "DIP Facility") and related use of cash collateral. It includes time spent during the Final Fee Period: (a) revising orders and exhibits in connection with the DIP Facility; (b) responding to correspondence regarding the DIP Facility budget; and (c) addressing issues related to the DIP Facility variance.

(x) First Day Relief (013)

Fees: \$43,697.00; Total Hours: 26.90

26. This Project Category includes all matters relating to the first day hearing and the relief sought by the Debtors at such hearing. During the Compensation Period, Ropes & Gray attorneys and paraprofessionals spent time, among other things, reviewing, revising and finalizing first day relief motions, preparing and revising the first day hearing presentation, and attending the "First Day" hearing on February 27, 2025.

(xi) Hearing Prep and Attendance (014)

Fees: \$10,251.00; Total Hours: 5.50

27. This Project Category includes all time spent preparing for and attending hearings, as well as preparing related agendas, orders, and binders, settling orders before and after the hearings, and responding to various objections in advance of hearings. During the Final Fee

Period, Ropes & Gray attorneys spent time preparing for and attending: (a) the “Second Day” hearing on March 25, 2025; and (b) the “Sale” hearing on April 7, 2025 to consider, among other things, approval of the bid procedures for the sale of Debtors’ assets.

(xii) Meetings & Communications with Creditors (016)

Fees: \$5,211.00; Total Hours: 3.00

28. This Project Category includes all matters relating to and including discussions with creditors. During the Final Fee Period, Ropes & Gray attorneys spent time, among other things, responding to creditor inquiries and committee status, reviewing United States Trustee for the District of Delaware (the “U.S. Trustee”) comments regarding case matters, and preparing for and attending the U.S. Trustee’s debtor interview.

(xiii) Non Working Travel (017)

Fees: \$5,211.00; Total Hours: 3.00

29. This Project Category includes all non-working travel by Ropes & Gray attorneys in connection with Ropes & Gray’s representation of the Debtors during these chapter 11 cases. Non-working travel time is billed at 50% of the normal hourly rate for timekeepers.

(xiv) Reporting (021)

Fees: \$5,211.00; Total Hours: 3.00

30. This Project Category includes all matters relating to reporting and other requirements of the U.S. Trustee, including the reviewing of monthly operating reports, and any other reporting activities. During the Compensation Period, Ropes & Gray attorneys spent time, among other things, corresponding with advisors about reporting requirements and reviewing and revising the Debtors’ monthly operating reports.

(xv) **Retention and Fee Applications (022)**

Fees: \$67,911.00; Total Hours: 51.10

31. This Project Category includes all matters related to the retention of Ropes & Gray as co-counsel to the Debtors as well as to the retention of the Debtors' other advisers, Carroll Services LLC ("Carroll Services") and Berkeley Research Group, LLC ("BRG"). During the Final Fee Final, Ropes & Gray attorneys spent time drafting, revising, and filing the Retention Application and the *Supplemental Declaration of Gregg M. Galardi in Support of the Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Ropes & Gray LLP as Attorneys for the Debtors Effective as of the Petition Date* [Docket No. 144]. Ropes & Gray attorneys also spent time, among other things, corresponding with Carroll Services and BRG on their retention applications and addressing issues raised by the U.S. Trustee with respect to the retention applications of Carroll Services, BRG and Ropes & Gray's Retention Application.

**ROPES & GRAY'S REQUESTED COMPENSATION
AND REIMBURSEMENT SHOULD BE ALLOWED**

32. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered . . . and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded, the court should consider the nature, extent, and the value of such services, taking into account all relevant factors, including—

- (a) the time spent on such services;
- (b) the rates charged for such services;

- (c) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (d) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (e) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (f) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11. U.S.C. § 330(a)(3).

33. Ropes & Gray respectfully submits that the services for which it seeks compensation in this Application were, at the time rendered, necessary for and beneficial to the Debtors and their estates and were rendered to protect and preserve the Debtors' estates. Ropes & Gray further believes it performed the services for the Debtors economically, effectively, and efficiently, and the results obtained benefited not only the Debtors, but also the Debtors' estates and all parties in interest. Ropes & Gray further submits that it stayed well within the budget proposed in the staffing plan. The compensation requested herein is reasonable in light of the nature, extent and value of such services to the Debtors, their estates, and all parties in interest and the circumstances set forth below. Moreover, in the aggregate, the fees of the Debtors' professionals, including Ropes & Gray, Chipman Brown Cicero & Cole, LLP, Configure Partners, BRG, and Carroll Services, were under budget during the chapter 11 cases.

34. During the Final Fee Period, Ropes & Gray's hourly billing rates for attorneys ranged from \$900 to \$2,295. The hourly rates and corresponding rate structure utilized by Ropes & Gray in these chapter 11 cases are equivalent to the hourly rates and corresponding rate structure used by Ropes & Gray for restructuring, workout, bankruptcy, insolvency, and comparable

matters, and similar complex corporate and litigation matters, whether in court or otherwise, regardless of whether a fee application is required. Ropes & Gray strives to be efficient in the staffing of matters. These rates and the rate structure reflect that such matters are typically national in scope and involve great complexity, high stakes and severe time pressures—all of which were present in these chapter 11 cases.

35. Moreover, Ropes & Gray's hourly rates are set at a level designed to compensate Ropes & Gray fairly for the work of its attorneys and paraprofessionals and to cover certain fixed and routine overhead expenses. Hourly rates vary with the experience and seniority of the individuals assigned. These hourly rates are subject to periodic adjustments to reflect economic and other conditions and are consistent with the rates charged elsewhere.

36. In sum, Ropes & Gray respectfully submits that the professional services provided by Ropes & Gray on behalf of the Debtors and their estates during these chapter 11 cases were necessary and appropriate given the complexity of these chapter 11 cases, the time expended by Ropes & Gray, the nature and extent of Ropes & Gray's services provided, the value of Ropes & Gray's services, and the cost of comparable services outside of bankruptcy, all of which are relevant factors set forth in section 330 of the Bankruptcy Code. Moreover, the primary Ropes & Gray attorney that represented the Debtors has years of experience and is well recognized as an accomplished professional in this field. Accordingly, Ropes & Gray respectfully submits that approval of the compensation sought herein is warranted and should be approved.

REPRESENTATIONS AND RESERVATION OF RIGHTS

37. The undersigned has reviewed the requirements of Local Rule 2016-2 and hereby attests that this Application conforms to such requirements.

38. Although every effort has been made to include all fees and expenses incurred during the Final Fee Period, some fees and expenses might not be included in this Application due to delays caused by accounting and processing during the Final Fee Period. Ropes & Gray reserves the right to make further application to the Court for allowance of such fees and expenses not included herein in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the UST Guidelines.

STATEMENT OF APPLICANT

39. The following statements address the questions set forth under section C.5 of the UST Guidelines:

- C.5(a) During the Final Fee Period, Ropes & Gray did not agree to any variations from, or alternatives to, its standard or customary billing rates, fees, or terms pertaining to its engagement by the Debtors.
- C.5(b) The aggregate fees sought by Ropes & Gray in the Application are less than the fees budgeted pursuant to the original budget provided by Ropes & Gray to the Debtors.
- C.5(c) The professionals included in the Application did not vary their hourly rate based on the geographic location of the bankruptcy cases.
- C.5(d) The Application includes an estimate for fees related to reviewing or revising time records or preparing, reviewing, or revising invoices. Ropes & Gray will file a statement supplementing this Application quantifying hours and fees, if applicable.
- C.5(e) An estimate of the fees expended in connection with reviewing time records to redact any privileged information or other confidential information is included in this Application. Ropes & Gray will file a statement supplementing this Application quantifying hours and fees, if applicable.
- C.5(f) Ropes & Gray did not increase its hourly billing rates during the Final Fee Period.

NOTICE AND PRIOR APPLICATION

40. Notice of this Final Fee Application shall be provided to: (i) the Debtors; (ii) the U.S. Trustee; (iii) the holders of the thirty (30) largest unsecured claims against the Debtors on a consolidated basis; and (iv) any party that has requested notice pursuant to Bankruptcy Rule 2002. Ropes & Gray respectfully submits that such notice is sufficient under the circumstance.

41. No previous application for the relief sought herein has been made to this or any other court.

CONCLUSION

WHEREFORE, Ropes & Gray respectfully requests approval of \$303,511.25⁵ as the total compensation for professional services rendered during the Final Fee Period, \$3,288.00 for reimbursement of actual and necessary costs and expenses incurred by Ropes & Gray during the Final Fee Period in these chapter 11 cases, and that within three (3) business days following entry of an order on this Application, allowed compensation for professional services and reimbursement of actual and necessary costs and expenses incurred by Ropes & Gray during the Final Fee Period be distributed to Ropes & Gray.

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⁵ This figure includes an estimate of \$20,000 for compensation for services rendered and expenses incurred after June 11, 2025. Ropes & Gray will file a statement supplementing this Application.

Dated: June 25, 2025
New York, New York

ROPES & GRAY LLP

/s/ Gregg M. Galardi

Gregg M. Galardi (No. 2991)

1211 Avenue of the Americas

New York, New York 10036

Telephone: (212) 596-9000

Facsimile: (212) 596-9090

E-mail: gregg.galardi@ropesgray.com

Counsel to the Debtors and Debtors in Possession

VERIFICATION

I, Gregg M. Galardi, declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury:

1. I am a Partner in the applicant firm, Ropes & Gray LLP (“Ropes & Gray”) and have been admitted to the bar of the Supreme Court of Delaware since 1991.

2. I have personally performed many of the legal services rendered by Ropes & Gray for the Debtors in connection with their chapter 11 cases and am familiar with all other work performed on behalf of the lawyers and paraprofessionals at Ropes & Gray.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information, and belief.

/s/ Gregg M. Galardi

Gregg M. Galardi

EXHIBIT A

INVOICES



ROPE & GRAY LLP
 1211 AVENUE OF THE AMERICAS
 NEW YORK, NY 10036-8704
 212-596-9000 F 212-596-9090
 WWW.ROPEGRAY.COM

Invoice No.: 1699270
 Invoice Date: June 16, 2025
 Federal Tax ID: 04-2233412

Dynamic Aerostructures LLC
 27756 Avenue Mentry
 Valencia, CA 91355

FOR PROFESSIONAL SERVICES rendered through June 11, 2025.

119627-0003 Asset Disposition Services		\$	66,717.00
119627-0004 Assumption and Rejection of Leases and Contracts Services			5,508.00
119627-0006 Budgeting (Case) Services			4,571.50
119627-0007 Business Operations Services			18,481.50
119627-0008 Case Administration Services			3,268.50
<u>Disbursements and Charges</u>			
Air/Rail Travel	2,648.00		
Hotel	640.00		
Total Disbursements and Charges	<hr/>		3,288.00
119627-0009 Claims Administration and Objections Services			5,049.00
119627-0010 Corporate Governance and Board Matters Services			3,901.50
119627-0011 Employee Matters Services			1,377.00

Our Reference No.: 119627

ROPES & GRAY LLP

119627-0012 Financing and Cash Collateral Services	27,715.50
119627-0013 First Day Relief Services	43,697.00
119627-0014 Hearing Prep and Attendance Services	10,251.00
119627-0016 Meetings & Communications with Creditors Services	5,211.00
119627-0017 Non Working Travel Services	34,654.50
Non-Working Travel -50%	<u>-17,327.25</u>
Total Services	17,327.25
119627-0021 Reporting Services	2,524.50
119627-0022 Retention & Fee Applications Services	67,911.00
TOTAL	\$ <u>286,799.25</u>

Payment Instructions		
Mail checks to: Ropes & Gray LLP Mail Code: 11104 P.O. Box 70280 Philadelphia, PA 19176-0280	ACH Fund & Domestic Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 153 East 53rd Street New York, NY 10022	International Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 111 Wall Street New York, NY 10005

Standard Payment Terms: 30 Days

ROPES & GRAY LLP

FRAUD PREVENTION ALERT: In our efforts to protect against possible wire transfer fraud, if you receive alternative payment instructions or are contacted by an unfamiliar/third party requesting changes be made to this invoice, please call your known contact at Ropes & Gray LLP to verbally verify.

File No.: 119627-0003

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
02/26/25	Galardi, G.	1.10	Review bid procedures motion (.7); emails with Chipman and DIP Lenders re: same (.4).	2,524.50
03/03/25	Galardi, G.	0.90	Review and comment on revised bid procedures (.6); calls with Chipman re: same (.3).	2,065.50
03/05/25	Galardi, G.	0.30	Call with E. Ellis re: TRM debt purchase discussion.	688.50
03/06/25	Galardi, G.	0.90	Emails and call with E. Ellis (.2); call with Avem and counsel (.4); follow-up re: possible debt purchase and auction (.3).	2,065.50
03/06/25	Fanto, M.	0.90	Attend calls with G. Galardi, BRG, Chipman Brown, and Configure re: credit bid (.7); draft pro hac vice application and coordinate with Chipman Brown re: same (.2),	810.00
03/07/25	Galardi, G.	0.40	Call with client re: bidding and BMO debt (.3); emails and call with Configure re: same (.1).	918.00
03/11/25	Galardi, G.	0.60	Work on litigation strategy re: BMO debt purchase and auction.	1,377.00
03/12/25	Galardi, G.	0.30	Review draft sale order.	688.50
03/12/25	Fanto, M.	1.20	Review and revise sale order (1.1); correspond with G. Galardi re same (1).	1,080.00
03/13/25	Galardi, G.	1.20	Call with professionals re: BMO development and sale process implications (.6); work on bid procedures hearing evidence (.3); review UST comments to bid procedures order (.3).	2,754.00
03/13/25	Fanto, M.	1.90	Review and revise bid procedures motion and order (1.6); attend call re sale process with G. Galardi, company, Configure and Chipman Brown (.3).	1,710.00
03/14/25	Galardi, G.	2.10	Review and revise comments to bid procedures order (.8); review UST comments and revise sale order (.6); call with M. Fanto re: bid procedures and sale order (.4); emails re: APA schedules with Chipman (.3).	4,819.50
03/14/25	Fanto, M.	0.90	Review sale order and bid procedures motion (.4); call with G. Galardi re bid procedures motion (.4); call with Chipman Brown re bid procedures motion (.1).	810.00
03/18/25	Galardi, G.	0.90	Emails and calls re: NWC with client and BRG (.4); call with E. Ellis re: Avem financing status (.2); emails re: LM and Avem sale issues (.3).	2,065.50
03/19/25	Galardi, G.	1.70	Emails with Chipman and Configure re: sale hearing evidence and strategy (.2); call re: same (.4); review and comment on sale order and exhibits (1.1).	3,901.50
03/20/25	Galardi, G.	0.70	Emails with TRM counsel re: credit bid issues	1,606.50

Detail of Services				
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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
03/21/25	Galardi, G.	1.30	(.4); follow-up with company, Configure and Chipman re: same (.3). Emails with Chipman re: sale issues and TRM statement (.6); review TRM statement (.3); emails with CRG re: TRM statement and upcoming hearing (.4).	2,983.50
03/22/25	Galardi, G.	0.60	Review and analyze TRM statement.	1,377.00
03/24/25	Galardi, G.	4.10	Analyze TRM statement (.6); calls with Avem re: same and position (.5); calls with Chipman re: hearing and witnesses (.3); begin drafting proffers for hearing on bid procedures (.7); calls with Configure re: status of sale process and supplemental testimony (.7); call with BRG re: budget and potential testimony (.6); review charts re: savings (.4).	9,409.50
03/25/25	Galardi, G.	0.70	Follow-up re: sale notices (.4); emails re: credit bid announcement (.3).	1,606.50
04/01/25	Galardi, G.	0.70	Review various sale supplements and draft notices of auction (.4); emails with company and Chipman re: status (.3).	1,606.50
04/02/25	Galardi, G.	0.30	Review notice of cancellation.	688.50
04/02/25	Fanto, M.	0.20	Review notice of auction cancellation.	180.00
04/03/25	Galardi, G.	1.80	Emails with Chipman re: sale evidence and witness testimony (.6); review and comment on EPA email re: sale language (.5); review draft sale order (.7).	4,131.00
04/04/25	Galardi, G.	0.70	Emails re: open sale issues and form of order (.4); review redacted document for sale earing (.3).	1,606.50
04/06/25	Galardi, G.	0.60	Emails and calls with Chipman re: sale hearing.	1,377.00
04/07/25	Galardi, G.	1.90	Review final sale order (.7); attend sale hearing (.5); emails and calls re: closing mechanics and next steps (.6).	4,360.50
04/08/25	Galardi, G.	1.60	Review final APA and sale documents (.9); emails and calls re: same and closing (.7).	3,672.00
04/08/25	Fanto, M.	1.20	Review and finalize closing documents.	1,080.00
04/09/25	Galardi, G.	0.40	Review sale hearing transcript.	918.00
04/10/25	Galardi, G.	0.40	Address closing issues with Chipman.	918.00
04/11/25	Galardi, G.	0.40	Emails re: closing and next steps.	918.00
Total Hours		32.90	Total Amount	\$ 66,717.00

ROPES & GRAY LLP

File Number - 119627-0003 Asset Disposition

Timekeeper Fee Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Galardi, Gregg	26.60	2,295.00	61,047.00
Fanto, Mikayla	6.30	900.00	5,670.00
Total Hours	32.90	Total Amount \$	66,717.00
Services			\$ <u>66,717.00</u>
Total Due			\$ <u><u>66,717.00</u></u>

File No.: 119627-0004

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
03/05/25	Galardi, G.	0.40	Review revised Boeing agreement.	918.00
03/10/25	Galardi, G.	0.20	Emails with client re: equipment lease payments.	459.00
03/11/25	Galardi, G.	0.40	Review and analyze Rexford Industrial.	918.00
03/14/25	Galardi, G.	0.40	Review and analyze Mitsubishi objection.	918.00
03/24/25	Galardi, G.	0.40	Review and finalize order setting cures.	918.00
03/28/25	Galardi, G.	0.60	Review supplement assumption notice (.4); calls with Chipman re: same (.2).	1,377.00
Total Hours		2.40	Total Amount	\$ 5,508.00

Timekeeper Fee Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Galardi, Gregg	2.40	2,295.00	5,508.00
Total Hours	2.40	Total Amount \$	5,508.00
Services			\$ 5,508.00
Total Due			\$ 5,508.00

ROPES & GRAY LLP

File Number - 119627-0006 Budgeting (Case)

File No.: 119627-0006

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
03/04/25	Galardi, G.	0.40	Work on case/staffing budget.	918.00
03/04/25	Alindogan, N.	0.60	Prepare case budget.	402.00
03/12/25	Alindogan, N.	0.10	Finalize proposed budget and staffing memo.	67.00
03/13/25	Galardi, G.	1.10	Review, revise and finalize Ropes Staffing plan (.8); emails with client re: same (.3).	2,524.50
03/13/25	Alindogan, N.	0.30	Update proposed budget and staffing memo.	201.00
03/14/25	Galardi, G.	0.20	Emails re: approval of Staffing budget.	459.00
Total Hours		2.70	Total Amount	\$ 4,571.50

Timekeeper Fee Summary				
<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	
Galardi, Gregg	1.70	2,295.00	3,901.50	
Alindogan, Nova	1.00	670.00	670.00	
Total Hours		2.70	Total Amount \$	4,571.50
			Services	\$ <u>4,571.50</u>
			Total Due	\$ <u>4,571.50</u>

ROPES & GRAY LLP

File Number - 119627-0007 Business Operations

File No.: 119627-0007

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
02/28/25	Galardi, G.	0.20	Review and respond to emails re: pre-post dates.	459.00
03/03/25	Galardi, G.	0.40	Emails with E. Ellis and professionals re: CV payments.	918.00
03/07/25	Fanto, M.	0.90	Review utilities objection from Southern California Edison (.8); correspond with Chipman Brown re reply to same (.1).	810.00
03/08/25	Galardi, G.	0.10	Review Southern California adequate assurances request.	229.50
03/10/25	Galardi, G.	0.30	Review adequate assurance objection.	688.50
03/11/25	Galardi, G.	0.40	Review and comment on Boeing agreement comments.	918.00
03/12/25	Galardi, G.	0.60	Review and comment on form CV agreement.	1,377.00
03/14/25	Galardi, G.	0.10	Review and respond to email from S. Finley re: PT Solutions.	229.50
03/19/25	Galardi, G.	0.60	Review final CV order (.4); review final insurance order (.2).	1,377.00
05/05/25	Galardi, G.	0.70	Review and revise application for J. Carroll.	1,606.50
05/06/25	Galardi, G.	0.60	Call with Chipman re: wind down officer and next steps.	1,377.00
05/13/25	Galardi, G.	1.10	Review and comment on motion to dismiss case (.8); emails with Chipman re: same (.3).	2,524.50
05/14/25	Galardi, G.	0.60	Review and provide final comments to motion to dismiss case.	1,377.00
05/24/25	Galardi, G.	0.40	Review dismissal motion and UST comments.	918.00
05/29/25	Galardi, G.	0.40	Emails re: budget and funding.	918.00
05/30/25	Galardi, G.	0.30	Emails re: BMO accounts with BRG and J. Carroll.	688.50
06/05/25	Galardi, G.	0.90	Emails and calls with J. Carroll and Chipman re: dismissal (.6); review dismissal order (.3).	2,065.50
Total Hours		8.60	Total Amount	\$ 18,481.50

Timekeeper Fee Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Galardi, Gregg	7.70	2,295.00	17,671.50
Fanto, Mikayla	0.90	900.00	810.00
Total Hours	8.60	Total Amount \$	18,481.50
Services			\$ 18,481.50
Total Due			\$ 18,481.50

File No.: 119627-0008

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
02/26/25	Alindogan, N.	0.60	Obtain first day docket filings and save onto internal files.	402.00
03/10/25	Alindogan, N.	0.10	Update case calendar.	67.00
03/21/25	Galardi, G.	0.30	Review and comment on agenda.	688.50
03/23/25	Galardi, G.	0.30	Review and comment on amended agenda.	688.50
03/24/25	Fanto, M.	0.20	Review 3/25 hearing agenda.	180.00
04/02/25	Galardi, G.	0.30	Review draft agenda for 4/7 hearing.	688.50
04/07/25	Alindogan, N.	0.10	Register appearance for 04/07 hearing.	67.00
05/04/25	Alindogan, N.	0.10	Coordinate docu-sign execution of Carroll retention agreement (.1); circulate executed agreement to D. Egan at Chipman Brown (.1).	67.00
05/04/25	Lee, G.	0.10	Prepped and sent document to M. Zawalski via DocuSign for execution.	60.00
05/12/25	Fanto, M.	0.40	Review and finalize motion to dismiss.	360.00
	Total Hours	2.50	Total Amount	\$ 3,268.50

Timekeeper Fee Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Galardi, Gregg	0.90	2,295.00	2,065.50
Fanto, Mikayla	0.60	900.00	540.00
Alindogan, Nova	0.90	670.00	603.00
Lee, Gary Wai Yuen	0.10	600.00	60.00
	Total Hours	2.50	Total Amount \$ 3,268.50

Detail of Disbursements**Air/Rail Travel**

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/26/25	02/26/2025 - - Train - Train fare to Wilmington, DE (Galardi)	300.00
02/26/25	02/26/2025 - - Airfare - Denver, Co to New York	750.00
02/27/25	02/27/2025 - - Train - Train tickets (Fanto)	248.00
03/18/25	03/18/2025 - - Airfare - Airfare from Philadelphia to Chicago to Vail/Eagle.	750.00
03/24/25	03/24/2025 - - Train - Train fare for travel to Wilmington DE for hearing (Galardi).	300.00
03/25/25	03/25/2025 - - Train - Round Trip Train (Fanto)	300.00
	Air/Rail Travel	2,648.00

Hotel

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/14/25	03/14/2025 - - Lodging - 1 night stay taxes and room fee for travel to Wilmington DE	320.00
03/25/25	03/25/2025 - - Lodging - 1 night stay taxes and room fee for travel to Wilmington DE	320.00

Invoice No.: 1699270

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Page 11

File Number - 119627-0008 Case Administration

Detail of Disbursements

Hotel	<u>640.00</u>
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Total Disbursements	\$ 3,288.00
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Services	\$ 3,268.50
Total Disbursements and Charges	<u>3,288.00</u>

Total Due	\$ <u>6,556.50</u>
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File No.: 119627-0009

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
03/03/25	Galardi, G.	0.90	Review and comment settlement motion with Northrup.	2,065.50
03/26/25	Galardi, G.	1.30	Review schedules and statements.	2,983.50
Total Hours		2.20		
			Total Amount	\$ 5,049.00

Timekeeper Fee Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Galardi, Gregg	2.20	2,295.00	5,049.00
Total Hours		2.20	
			Total Amount \$
			5,049.00
Services			\$ 5,049.00
Total Due			\$ 5,049.00

File No.: 119627-0010

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
04/08/25	Galardi, G.	0.40	Attend Board meeting.	918.00
04/10/25	Galardi, G.	0.70	Emails re: wind down officer (.4); emails to Board re: closing (.3).	1,606.50
04/15/25	Galardi, G.	0.20	Review minutes.	459.00
05/01/25	Galardi, G.	0.40	Attend board call re: J. Carroll appointment.	918.00
Total Hours		1.70		
			Total Amount	\$ 3,901.50

Timekeeper Fee Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Galardi, Gregg	1.70	2,295.00	3,901.50
Total Hours		1.70	
			Total Amount \$
			3,901.50
Services			\$ 3,901.50
Total Due			\$ 3,901.50

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File Number - 119627-0011 Employee Matters

File No.: 119627-0011

Detail of Services				
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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
03/19/25	Galardi, G.	0.60	Review final Employee wage order.	1,377.00
Total Hours		0.60	Total Amount	\$ 1,377.00

Timekeeper Fee Summary			
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<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Galardi, Gregg	0.60	2,295.00	1,377.00
Total Hours		0.60	Total Amount \$ 1,377.00
Services			\$ 1,377.00
Total Due			\$ <u>1,377.00</u>

File No.: 119627-0012

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
02/28/25	Galardi, G.	0.40	Emails re: final DIP order with UST and DIP counsel (.6); review draft final order provisions (.3); address funding draw (.2).	918.00
03/05/25	Galardi, G.	0.70	Review transcript and objections from bidder.	1,606.50
03/06/25	Galardi, G.	0.80	Emails re: DIP borrowings and cash needs with client (.4); work on litigation strategy re: BMO debt purchase (.4).	1,836.00
03/07/25	Galardi, G.	0.60	Work litigation strategy on potential debt purchase and DIP implications.	1,377.00
03/11/25	Galardi, G.	0.70	Call with CRG counsel re: status of committee and related matters (.4); call with E. Ellis re: funding and timetable (.3).	1,606.50
03/13/25	Galardi, G.	0.60	Emails with company advisers re: DIP budget default (.2); follow-up re: same with lenders (.2); emails re further lien search (.2).	1,377.00
03/14/25	Galardi, G.	0.30	Emails with client and advisers re: DIP budget default.	688.50
03/15/25	Galardi, G.	0.30	Emails re: revised DIP order with company and lender (.2); emails with Avem re: DIP order (.1).	688.50
03/17/25	Galardi, G.	1.10	Emails and calls re: DIP Variance (.4); begin to address issues re: BMO's potential sale of debt (.4); calls and emails with BMO counsel and others re: potential sale (.3).	2,524.50
03/17/25	Fanto, M.	0.90	Attend call with BRG, Chipman Brown, and company with DIP variance report (.7); draft summary of call (.2).	810.00
03/18/25	Galardi, G.	0.90	Emails and call with E. Ellis re: DIP issues and next steps re: budget (.3); review and respond to emails with CRG counsel re: DIP order and Mitsubishi objection (.6).	2,065.50
03/19/25	Galardi, G.	0.40	Review final cash management order.	918.00
03/19/25	Fanto, M.	1.30	Review and comment on DIP order.	1,170.00
03/20/25	Galardi, G.	0.80	Review and comment on Final DIP order.	1,836.00
03/20/25	Galardi, G.	0.40	Emails with Chipman re: final DIP order (.2); review budget variance report (.2).	918.00
03/21/25	Galardi, G.	0.30	Emails with BRG and CRG re: DIP variance and next steps.	688.50
03/24/25	Galardi, G.	1.20	Call with BRG re: variance (.4); emails and call with CRG re: bid procedures, Avem commitment and final DIP loan issues (.7).	2,754.00
03/24/25	Fanto, M.	0.80	Call re DIP with Chipman Brown and company.	720.00
03/25/25	Galardi, G.	0.40	Emails and calls re: final DIP funding.	918.00
04/03/25	Galardi, G.	0.60	Review DIP variance report (.3); review agents fees (.3).	1,377.00
04/07/25	Galardi, G.	0.40	Emails with DIP lender re: closing.	918.00

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Detail of Services				
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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
Total Hours		13.90	Total Amount	\$ 27,715.50

Timekeeper Fee Summary			
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<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Galardi, Gregg	10.90	2,295.00	25,015.50
Fanto, Mikayla	3.00	900.00	2,700.00
Total Hours	13.90	Total Amount \$	27,715.50
Services			\$ <u>27,715.50</u>
Total Due			\$ <u><u>27,715.50</u></u>

ROPES & GRAY LLP

File Number - 119627-0013 First Day Relief

File No.: 119627-0013

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
02/23/25	Fanto, M.	2.60	Review and finalize first day motions.	2,340.00
02/26/25	Galardi, G.	5.90	Review final first day motions, orders and declarations for hearing preparation (1.4); emails and calls re: UST concerns regarding first day papers, including DIP issues (1,2); review revisions to DIP order (.7); calls and emails with Chipman and DIP lender counsel re: open issues and strategy for first day hearing (1.8); emails with BRG re: budget and related materials for first day hearing (1.1); emails and calls with client re: first day hearing expectations (.6); emails and calls with Configure re: declaration and first day hearing issues (.9).	13,540.50
02/26/25	Fanto, M.	3.60	Draft first day hearing presentation.	3,240.00
02/26/25	Alindogan, N.	0.80	Assist with preparation for first day hearing.	536.00
02/27/25	Galardi, G.	8.30	Continue review of first day pleadings and declarations (1.4); prepare additional proffers for first day hearing (2.3); review proffers with witnesses (.9); review and revise first day presentation (1.1); attend and represent company at first day hearing (2.6).	19,048.50
02/27/25	Fanto, M.	5.10	Revise first day hearing presentation (.4); attend first day hearing (2.5); revise first day presentation (2.2).	4,590.00
02/27/25	Alindogan, N.	0.60	Assist with preparation for first day hearing.	402.00
	Total Hours	26.90	Total Amount	\$ 43,697.00

Timekeeper Fee Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Galardi, Gregg	14.20	2,295.00	32,589.00
Fanto, Mikayla	11.30	900.00	10,170.00
Alindogan, Nova	1.40	670.00	938.00
Total Hours	26.90	Total Amount \$	43,697.00
Services			\$ 43,697.00
Total Due			\$ 43,697.00

ROPES & GRAY LLP

File Number - 119627-0014 Hearing Prep and Attendance

File No.: 119627-0014

Detail of Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
03/24/25	Fanto, M.	0.40	Call re hearing prep with G. Galardi, Chipman Brown, and Troutman Pepper.	360.00
03/25/25	Galardi, G.	2.90	Prepare witnesses for hearing on Bid Procedures (1.3); review TRM pleading (.4); review DIKP order and stipulation (.6); represent company at bid procedures hearing (1.2).	6,655.50
03/25/25	Fanto, M.	1.30	Attend second day hearing.	1,170.00
04/06/25	Galardi, G.	0.90	Begin reviewing documents for sale hearing (.7); emails with Chipman and Configure re: same (.2).	2,065.50
	Total Hours	5.50		
			Total Amount	\$ 10,251.00

Timekeeper Fee Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Galardi, Gregg	3.80	2,295.00	8,721.00
Fanto, Mikayla	1.70	900.00	1,530.00
Total Hours	5.50	Total Amount \$	10,251.00
	Services		\$ 10,251.00
	Total Due		\$ 10,251.00

ROPES & GRAY LLP

File Number - 119627-0016 Meetings & Communications with Creditors

File No.: 119627-0016

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
03/05/25	Galardi, G.	0.20	Emails re: 341 and debtor interview.	459.00
03/06/25	Galardi, G.	0.40	Emails and call with Chipman re: creditor issues and solicitation.	918.00
03/10/25	Galardi, G.	0.60	Calls and emails with Chipman re: creditor inquiries and committee status.	1,377.00
03/11/25	Galardi, G.	0.60	Review and follow-up with Chipman on UST comments re: various second day motions and proposed orders.	1,377.00
03/12/25	Fanto, M.	1.20	Attend initial debtor interview (.5); draft summary of meeting (.7).	1,080.00
Total Hours		3.00		
			Total Amount	\$ 5,211.00

Timekeeper Fee Summary				
<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	
Galardi, Gregg	1.80	2,295.00	4,131.00	
Fanto, Mikayla	1.20	900.00	1,080.00	
Total Hours		3.00	Total Amount \$ 5,211.00	
			Services	\$ 5,211.00
			Total Due	\$ 5,211.00

Invoice No.: 1699270

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Page 20

File Number - 119627-0017 Non Working Travel

File No.: 119627-0017

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
02/26/25	Galardi, G.	4.80	Non-working travel from CO to NYC.	11,016.00
02/27/25	Galardi, G.	8.20	Non-working travel from DE to Colorado.	18,819.00
03/25/25	Galardi, G.	2.10	Non-working travel to Wilmington for hearing.	4,819.50
Total Hours		15.10	Total Amount	\$ 34,654.50

Timekeeper Fee Summary				
<u>Timekeeper</u>		<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Galardi, Gregg		15.10	2,295.00	34,654.50
Total Hours		15.10	Total Amount \$	34,654.50
				Services \$ 34,654.50
				Non-Working Travel -50% <u>-17,327.25</u>
Total Due				\$ <u>17,327.25</u>

Our Reference No.: 119627

ROPES & GRAY LLP

File No.: 119627-0021

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
03/04/25	Galardi, G.	0.40	Review and comment on press release.	918.00
03/05/25	Galardi, G.	0.20	Review 941 report.	459.00
04/23/25	Galardi, G.	0.50	Review monthly reports (.3); emails re: same with Chipman (.2).	1,147.50
Total Hours		1.10	Total Amount	\$ 2,524.50

Timekeeper Fee Summary				
<u>Timekeeper</u>		<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Galardi, Gregg		1.10	2,295.00	2,524.50
Total Hours		1.10	Total Amount \$	2,524.50
			Services	\$ 2,524.50
			Total Due	\$ 2,524.50

File No.: 119627-0022

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
02/26/25	Alindogan, N.	0.90	Prepare and efile G. Galardi 9010 appearance (.3); upload proposed order (.1); prepare firm-wide connections disclosure request (.5).	603.00
02/27/25	Alindogan, N.	1.60	Further review of connections disclosure reports.	1,072.00
02/28/25	Galardi, G.	0.40	Review and respond to emails re: disclosure matters.	918.00
02/28/25	Fanto, M.	1.00	Review conflicts reports for Ropes & Gray retention application (.8); revise same (.2).	900.00
03/01/25	Galardi, G.	0.40	Work on retention application disclosures.	918.00
03/01/25	Alindogan, N.	0.60	Review connections disclosure reports and update analysis sheet (.4); confer with M. Fanto re same (.2).	402.00
03/03/25	Galardi, G.	1.70	Begin reviewing retention application (.6); begin reviewing Galardi declaration and disclosure reports (1.1).	3,901.50
03/03/25	Fanto, M.	1.20	Revise retention application and G. Galardi declaration (.3); correspond with revenue team re same (.2); review draft Bid Procedures Motion (.7).	1,080.00
03/03/25	Alindogan, N.	0.10	Confer with G. Galardi re status of R&G retention application.	67.00
03/04/25	Galardi, G.	1.90	Review and revise R&G application (.8); review and revise Galardi declaration (1.1).	4,360.50
03/04/25	Fanto, M.	4.70	Draft and revise Ropes & Gray retention application.	4,230.00
03/10/25	Galardi, G.	1.10	Review pre-filing time detail for final reconciliation (.6); begin reviewing time detail for post-filing period (.5).	2,524.50
03/11/25	Fanto, M.	0.10	Revise R&G retention application.	90.00
03/12/25	Fanto, M.	0.40	Revise R&G retention application.	360.00
03/12/25	Alindogan, N.	0.20	Review connections in preparation for supplemental retention disclosure.	134.00
03/13/25	Galardi, G.	0.70	Review and respond to UST questions re: Ropes retention and Galardi declaration (.3); obtain responsive information for Trustee (.4).	1,606.50
03/13/25	Fanto, M.	0.10	Revise R&G retention application.	90.00
03/17/25	Galardi, G.	0.60	Emails with UST re: Ropes retention questions (.2); follow-up re: supplemental disclosure issues (.4).	1,377.00
03/17/25	Fanto, M.	3.70	Draft and revise supplemental declaration for retention application.	3,330.00
03/17/25	Alindogan, N.	2.40	Review of connections reports to identify entities for retention disclosures.	1,608.00
03/18/25	Galardi, G.	1.30	Review UST emails re: BRG and other retention matters (.2); respond to same (.2); emails with BRG re: Endeavor issue (.2); review updated disclosure reports for Galardi	2,983.50

Detail of Services				
<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Amount</u>
03/18/25	Fanto, M.	5.20	supplemental declaration (.7). Revise supplemental declaration for R&G retention.	4,680.00
03/18/25	Alindogan, N.	1.40	Prepare draft of first supplemental Galardi declaration in support of R&G retention (.9); further review of connections reports to identify possible retention disclosure entities (.5).	938.00
03/19/25	Galardi, G.	1.40	Provide comments to revised Ropes order (.3); continue reviewing disclosure reports for supplemental declaration (.8); emails re: BRG supplemental disclosures (.3).	3,213.00
03/19/25	Fanto, M.	1.90	Revise supplemental declaration for R&G retention.	1,710.00
03/19/25	Alindogan, N.	0.30	Confer with M. Fanto re UST inquiries re R&G retention.	201.00
03/20/25	Galardi, G.	1.90	Review and revise Ropes retention order (.6); review and revise Galardi supplemental disclosure per revenue review and client and affiliate lists (.7); emails with UST (.2); emails re: BRG revisions (.4).	4,360.50
03/20/25	Fanto, M.	7.40	Revise supplemental declaration for R&G retention; correspond with G. Galardi re same.	6,660.00
03/20/25	Alindogan, N.	0.20	Correspond with G. Galardi and M. Fanto re connections disclosures.	134.00
03/21/25	Galardi, G.	0.80	Review revise and finalize Supplemental declaration (.4); review final order (.2); emails with Trustee (.2).	1,836.00
03/21/25	Fanto, M.	0.60	Revise and finalize supplemental declaration for retention application.	540.00
04/16/25	Galardi, G.	1.40	Review and revise time detail per Court and UST guidelines.	3,213.00
04/22/25	Galardi, G.	0.60	Review time detail for March for compliance with budget, court and UST guidelines.	1,377.00
04/23/25	Alindogan, N.	0.10	Review and revise draft March time detail to comply with UST fee guidelines.	67.00
05/03/25	Galardi, G.	0.40	Emails and calls re: J. Carroll retention.	918.00
05/06/25	Galardi, G.	0.40	Call with Chipman re: fee applications and Configure DIP fee.	918.00
05/13/25	Galardi, G.	0.30	Review BRG supplemental disclosures.	688.50
05/21/25	Galardi, G.	0.40	Address Configure application issues.	918.00
05/22/25	Galardi, G.	1.10	Review configure final fee application (.6); emails re: same and resolution of issues (.5).	2,524.50
05/27/25	Galardi, G.	0.20	Emails re: COC.	459.00
Total Hours		51.10	Total Amount	\$ 67,911.00

Timekeeper Fee Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Galardi, Gregg	17.00	2,295.00	39,015.00
Fanto, Mikayla	26.30	900.00	23,670.00
Alindogan, Nova	7.80	670.00	5,226.00
Total Hours	51.10	Total Amount \$	67,911.00
Services			\$ <u>67,911.00</u>
Total Due			\$ <u>67,911.00</u>



ROPES & GRAY LLP
 1211 AVENUE OF THE AMERICAS
 NEW YORK, NY 10036-8704
 212-596-9000 F 212-596-9090
 WWW.ROPESGRAY.COM

Invoice No.: 1699270
 Invoice Date: June 16, 2025
 Federal Tax ID: 04-2233412

Dynamic Aerostructures LLC
 27756 Avenue Mentry
 Valencia, CA 91355

Services	\$ 300,838.50
Non-Working Travel -50%	<u>-17,327.25</u>
Total Services	283,511.25
Total Disbursements and Charges	3,288.00
TOTAL	\$ <u>286,799.25</u>

Payment Instructions		
<p>Mail checks to: Ropes & Gray LLP Mail Code: 11104 P.O. Box 70280 Philadelphia, PA 19176-0280</p>	<p>ACH Fund & Domestic Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 153 East 53rd Street New York, NY 10022</p>	<p>International Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 111 Wall Street New York, NY 10005</p>

Standard Payment Terms: 30 Days

FRAUD PREVENTION ALERT: In our efforts to protect against possible wire transfer fraud, if you receive alternative payment instructions or are contacted by an unfamiliar/third party requesting changes be made to this invoice, please call your known contact at Ropes & Gray LLP to verbally verify.

EXHIBIT B

BUDGET & STAFFING PLAN

**AGGREGATE BUDGET FOR ALL PROJECT CATEGORIES FOR
THE PERIOD FEBRUARY 26, 2025 THROUGH JUNE 11, 2025**

Task Code	Project Category	Budgeted	Actual
		Fees (\$)	Fees (\$)
2	Asset Analysis and Recovery	\$8,000-\$12,000	\$0.00
3	Asset Disposition	\$160,000-\$240,000	\$66,717.00
4	Assumption and Rejection of Leases and Contracts	\$24,000-\$36,000	\$5,508.00
5	Avoidance Actions	\$8,000-\$12,000	\$0.00
6	Budgeting (Case)	\$16,000-\$24,000	\$4,571.50
7	Business Operations	\$24,000-\$36,000	\$18,481.50
8	Case Administration	\$40,000-\$60,000	\$3,268.50
9	Claims Administration and Objections	\$24,000-\$36,000	\$5,049.00
10	Corporate Governance and Board Matters	\$24,000-\$36,000	\$3,901.50
11	Employee Matters	\$8,000-\$12,000	\$1,377.00
12	Financing and Cash Collateral	\$240,000-\$360,000	\$27,715.50
13	First Day Relief	\$40,000-\$60,000	\$43,697.00
14	Hearing Prep and Attendance	\$40,000-\$60,000	\$10,251.00
15	Litigation: Contested Matters & Adversary Proceedings	\$16,000-\$424,000	\$0.00
16	Meetings & Communications with Creditors	\$16,000-\$24,000	\$5,211.00
17	Non-Working Travel	\$40,000-\$60,000	\$17,327.25
18	Plan and Disclosure Statement	0-0	\$0.00
19	Real Estate	0-0	\$0.00
20	Relief from Stay	\$8,000-\$12,000	\$0.00
21	Reporting	\$8,000-\$12,000	\$2,524.50
22	Retention & Fee Applications	\$40,000-\$60,000	\$67,911.00
23	Retention & Fee Application Objections	\$8,000-\$12,000	\$0.00
24	Tax	\$8,000-\$12,000	0.00
	TOTAL	\$800,000-\$1,200,000	\$283,511.25

**AGGREGATE STAFFING PLAN FOR ALL PROJECT CATEGORIES
FOR THE PERIOD FEBRUARY 26, 2025 THROUGH JUNE 11, 2025**

Category of Timekeeper	Number of Timekeepers Expected to Perform Work Across All Matters During the Budget Period	Average Hourly Rate¹
Partner	3	\$2,274
Counsel	3	\$1,644
Associate	11	\$1,276
Legal Assistant	4	\$642
Total Attorney	17	\$1,632
Total	21	\$1,557

¹ The Average Hourly Rate is a weighted average based on the individual hourly rate of, and projected number of hours worked by, each timekeeper through April 30, 2025.

EXHIBIT C**CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES**

The blended hourly rate for all Ropes & Gray non-bankruptcy domestic timekeepers (including both professionals and paraprofessionals) (the “Non-Bankruptcy Blended Rate”) during the period beginning February 26, 2025 and ending June 11, 2025 (the “Comparable Period”) was, in the aggregate, approximately \$1,158.22 per hour.¹

The blended hourly rate for all Ropes & Gray timekeepers (including both professionals and paraprofessionals) who billed to the Debtors during the Comparable Period was approximately \$1,665.75 per hour.²

A detailed comparison of these rates is as follows:

Position at Ropes & Gray	Non-Bankruptcy Blended Rate	Blended Hourly Rate in Application
Partner	\$1,719.09	\$2,134.12
Associate	\$1,066.50	\$900.00
Paraprofessionals	\$383.38	\$669.38
Blended Rate	\$1,158.22	\$1,665.75

¹ In calculating the Non-Bankruptcy Blended Rate, Ropes & Gray excluded all billing data of Ropes & Gray’s timekeepers that practice primarily in Ropes & Gray’s Business Restructuring Group. Ropes & Gray calculated the Non-Bankruptcy Blended Rates by dividing the total dollar amount billed by Ropes & Gray domestic timekeepers during the Comparable Period by the total number of hours billed by Ropes & Gray domestic timekeepers during the Comparable Period.

² Ropes & Gray calculated the blended rate for timekeepers who billed to the Debtors by dividing the total dollar amount billed by such timekeepers during the Final Fee Period by the total number of hours billed by such timekeepers during the Final Fee Period.

EXHIBIT D**FINAL COMPENSATION BY PROJECT CATEGORY
FOR THE PERIOD FEBRUARY 26, 2025 THROUGH JUNE 11, 2025**

Task Code	Project Category	Total Hours	Total Fees
0003	Asset Disposition	32.90	\$66,717.00
0004	Assumption and Rejection of Leases and Contracts	2.40	\$5,508.00
0006	Budgeting (Case)	2.70	\$4,571.50
0007	Business Operations	8.60	\$18,481.50
0008	Case Administration	2.50	\$3,268.50
0009	Claims Administration and Objections	2.20	\$5,049.00
0010	Corporate Governance and Board Matters	1.70	\$3,901.50
0011	Employee Matters	0.60	\$1,377.00
0012	Financing and Cash Collateral	13.90	\$27,715.50
0013	First Day Relief	26.90	\$43,697.00
0014	Hearing Prep and Attendance	5.50	\$10,251.00
0016	Meetings & Communications with Creditors	3.00	\$5,211.00
0017	Non-Working Travel	15.10	\$17,327.25
0021	Reporting	1.10	\$2,524.50
0022	Retention & Fee Applications	51.10	\$67,911.00
	TOTALS	170.20	\$283,511.25

EXHIBIT E**FINAL COMPENSATION BY INDIVIDUAL
FOR THE PERIOD FEBRUARY 26, 2025 THROUGH JUNE 11, 2025**

Timekeeper	Title, Department and Year Admitted	Rate	Hours	Amount
Gregg Galardi	Partner, Business Restructuring Admitted in DE (1991) Admitted in DC (2007) Admitted in NY (2007) Admitted in CO (2023)	\$2,295.00	107.70	\$247,171.50
Mikayla Fanto	Associate, Business Restructuring Admitted in NY (2025)	\$900.00	51.30	\$46,170.00
Nova Alindogan	Business Restructuring Paralegal Specialist	\$670.00	11.10	\$7,437.00
Gary Lee	Paralegal Coordinator	\$600.00	0.10	\$60.00
TOTAL			170.20	\$283,511.25
Blended Hourly Rate for All Timekeepers				\$1,665.75
Blended Hourly Rate for Attorneys				\$1,735.94

EXHIBIT F

**FINAL EXPENSE SUMMARY FOR ROPES & GRAY LLP
FOR THE PERIOD FEBRUARY 26, 2025 THROUGH JUNE 11, 2025**

Expense Category	Amount
Air/Rail Travel	\$2,648.00
Hotel/Lodging	\$640.00
TOTAL	\$3,288.00

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

In re:)	
)	Chapter 11
)	
Dynamic Aerostructures LLC, <i>et al.</i> ,)	Case No. 25-10292 (LSS)
)	
Debtors. ¹)	(Jointly Administered)
)	
)	Hearing Date: August 5, 2025 at 2:00 p.m. (ET)
)	Obj. Deadline: July 18, 2025 at 4:00 p.m. (ET)

**NOTICE OF FIRST AND FINAL APPLICATION OF
ROPES & GRAY LLP FOR ALLOWANCE OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE DEBTORS
FOR THE PERIOD FROM FEBRUARY 26, 2025 THROUGH JUNE 11, 2025**

PLEASE TAKE NOTICE that the *First and Final Application of Ropes & Gray LLP for Allowance of Compensation and Reimbursement of Expenses as Counsel to the Debtors for the Period from February 26, 2025 Through June 11, 2025* (the “**Final Fee Application**”) has been filed with the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that objections (“**Objections**”) to the Final Fee Application, if any, must be filed on or before **July 18, 2025 at 4:00 p.m. (ET)** (the “**Objection Deadline**”) with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 N. Market Street, Wilmington, Delaware 19801.

You must also serve any such Objection so as to be received by the following on or before the Objection Deadline: (a) (i) 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); and (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: Linda Casey; email: linda.casey@usdoj.gov).

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.

A HEARING ON THE FINAL APPLICATION WILL BE HELD ON **AUGUST 5, 2025** **AT 2:00 P.M. (ET)** BEFORE THE HONORABLE LAURIE SELBER SILVERSTEIN, UNITED STATES BANKRUPTCY COURT JUDGE, IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 NORTH MARKET STREET, 6TH FLOOR, WILMINGTON, DELAWARE 19801.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE FINAL APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated: June 25, 2025
Wilmington, Delaware

CHIPMAN BROWN CICERO & COLE, LLP

/s/ Mark L. Desgrosseilliers
Robert A. Weber (I.D. No. 4013)
Mark L. Desgrosseilliers (No. 4083)
Hercules Plaza
1313 North Market Street, Suite 5400
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-and-

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Counsel to the Debtors and Debtors in Possession