

Peter J. Barrett (VA 46179)  
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**KUTAK ROCK LLP**  
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*Special Conflicts Counsel for  
the Debtor and Debtor-in-Possession*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:	)	Chapter 11
HOPEMAN BROTHERS, INC.,	)	Case No. 24-32428 (KLP)
Debtor.	)	

**MONTHLY FEE STATEMENT OF KUTAK ROCK LLP AS SPECIAL CONFLICTS COUNSEL  
FOR THE DEBTOR AND DEBTOR-IN-POSSESSION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD FROM FEBRUARY 1,  
2025 THROUGH AND INCLUDING FEBRUARY 28, 2025**

Name of applicant:	Kutak Rock LLP
Name of Client:	Hopeman Brothers, Inc. Debtors and Debtors in Possession
Date retention order entered:	January 21, 2025, effective as of January 1, 2025
Date of retention:	January 1, 2025
Time Period Covered:	February 1, 2025 through February 28, 2025
Total Fees Requested:	\$20,848.00 (80% of \$26,060.00)
Total Expenses Requested:	\$5.20
Type of Fee Statement:	Monthly Fee Statement <sup>1</sup>

<sup>1</sup> Notice of this Monthly Fee Statement shall be served in accordance with the Interim Compensation Order (as defined herein) and objections to payment of the amounts described in this Monthly Fee Statement shall be addressed in accordance with the Interim Compensation Order.



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 2016-1 of the Local Rules of Bankruptcy Practice and Procedures of the United States Bankruptcy Court for the Eastern District of Virginia (the “Local Bankruptcy Rules”), and the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals and (II) Granting Related Relief* entered September 9, 2024 [Docket No. 162] (the “Interim Compensation Order”), Kutak Rock LLP, special conflicts counsel for Hopeman Brothers, Inc. (the “Debtor”), hereby submits this monthly fee statement (the “Monthly Fee Statement”) for the allowance of compensation for the reasonable and necessary legal services rendered by Kutak Rock LLP for the period from February 1, 2025, through and including February 28, 2025 (the “Fee Period”) and reimbursement of the actual and necessary expenses that Kutak Rock LLP incurred during the Fee Period. By this Monthly Fee Statement, Kutak Rock LLP seeks allowance of compensation for services rendered in the amount of \$20,848.00 (which equals 80% of the compensation sought herein) and allowance and reimbursement of actual and necessary expenses pursuant to this Monthly Fee Statement in the amount of \$5.20 for a total of \$20,836.60.

**Itemization of Services Rendered and Disbursements Incurred**

1. In support of this Monthly Fee Statement, Kutak has attached the following:
  - **Exhibit A** is a summary of the prior fee statements and applications submitted by Kutak and the amounts allowed by the Court in connection with these chapter 11 cases.
  - **Exhibit B** is a summary of the number of hours expended and fees incurred (on an aggregate basis) by Kutak partners, associates, and paraprofessionals during the Fee Period with respect to each of the subject matter categories that Kutak established in accordance with its internal billing procedures. Kutak incurred \$26,060.00 in fees during the Fee Period. Pursuant to this Monthly Fee Statement, Kutak Rock LLP seeks reimbursement for 80% of such fees (\$20,848.00 in the aggregate).

- **Exhibit C** is a summary providing certain information regarding the Kutak attorneys and paraprofessionals for whose work on these chapter 11 cases compensation is sought in this Monthly Fee Statement. Kutak's attorneys and paraprofessionals expended a total of 31.60 hours in connection with this chapter 11 case during the Fee Period.
- **Exhibit D** is a summary of the expenses incurred by Kutak Rock LLP during the Fee Period that sets forth the total amount of reimbursement sought with respect to each type of expense for which Kutak Rock LLP is seeking reimbursement in this Monthly Fee Statement. These disbursements comprise the requested sum for Kutak's out-of-pocket expenses.
- **Exhibit E** is a detailed invoice for the hours expended and fees incurred by Kutak Rock LLP's partners and paraprofessionals during the Fee Period with respect to each of the subject matter categories that Kutak Rock LLP established in accordance with its internal billing procedures.

### **Representations**

2. Although every effort has been made to include all fees and expenses incurred in the Fee Period, some fees and expenses might not be included in this Monthly Fee Statement due to delays caused by accounting and processing during the Fee Period. Kutak Rock LP reserves the right to make further application to this Court for allowance of such fees and expenses not included herein. Subsequent fee statements and applications will be filed in accordance with the Bankruptcy Code, Bankruptcy Rules, Local Bankruptcy Rules, and Interim Compensation Order.

### **Notice**

3. Notice of this Monthly Fee Statement has been provided to all necessary parties in accordance with the Interim Compensation Order.

WHEREFORE, Kutak Rock LLP respectfully requests payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount \$20,848.00 which is 80% of the fees incurred by the Debtor for reasonable and necessary professional services rendered by Kutak Rock LLP during the fee Period plus \$5.20 for actual and necessary costs and expenses.

Dated: March 31, 2025  
Richmond, Virginia

/s/ Peter J. Barrett

**KUTAK ROCK LLP**

Peter J. Barrett (VA 46179)

Timothy S. Baird (VA 36315)

Jeremy S. Williams (VA 77469)

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*Special Conflicts Counsel for the Debtor  
and Debtor-in-Possession*

**EXHIBIT A**  
**Prior Fee Statement, Applications, and Allowances**

Filing Name, Filing Date, Docket No.	Period Covered	Total Fees and Expenses	Requested		Preliminarily Allowed	
			Fees	Expenses	Fees	Expenses
First Monthly Fee Statement Feb 24, 2025 Doc. No. 589	Jan 1, 2025 to Jan 31, 2025	\$66,996.45	\$66,889.50	\$106.95	\$53,597.16	\$106.95

**EXHIBIT B**

**Statement of Fees by Subject Matter During the Fee Period**

<b>Matter Code</b>	<b>Matter Description</b>	<b>Hours</b>	<b>Fees</b>
CA	Case Administration	1.50	\$656.50
FEA	Fee/Employment Applications	3.10	\$1,905.00
LIT	Litigation	7.10	\$6,059.50
PDS	Plan and Disclosure Statement	19.90	17,439.00
<b>Total</b>		<b>31.60</b>	<b>\$26,060.00</b>

**EXHIBIT C**

**Professionals Rendering Services during the Fee Period**

The Kutak attorneys who rendered professional services in these cases during the Fee Period include:

<b>Professional</b>	<b>Position</b>	<b>Year Admitted</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Peter J. Barrett	Partner	2000	Bankruptcy, Restructuring and Creditors' Rights	\$885.00	26.60	\$23,541.00
Jeremy S. Williams	Partner	2008	Bankruptcy, Restructuring and Creditors' Rights	\$820.00	1.40	\$1,148.00
Tim S. Baird	Counsel	2009	Bankruptcy, Restructuring and Creditors' Rights	\$630.00	1.30	\$819.00
<b>Totals</b>					<b>29.30</b>	<b>\$25,508.00</b>

The Kutak paraprofessionals who rendered professional services in these cases during the Fee Period include:

<b>Paraprofessional</b>	<b>Position</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Charisse Matthews	Paralegal	Bankruptcy, Restructuring and Creditors' Rights	\$240.00	2.30	\$552.00
<b>Totals</b>				<b>2.30</b>	<b>\$552.00</b>

**EXHIBIT D**

**Summary of Expenses Incurred During the Fee Period**

Type	Expenses
Reproduction	\$5.20
<b>TOTAL EXPENSES:</b>	<b>\$5.20</b>



**EXHIBIT E**

**Detailed Invoice of Fees and Expenses Incurred During the Fee Period**

**KUTAK ROCK LLP**

**RICHMOND, VIRGINIA**

Telephone 804-644-1700

Facsimile 804-783-6192

Federal ID [REDACTED] 7598

March 25, 2025

**Check Remit To:**

Kutak Rock LLP

PO Box 30057

Omaha, NE 68103-1157

**ACH/Wire Transfer Remit To:**

ABA # [REDACTED] 0016

First National Bank of Omaha

Kutak Rock LLP

A/C # [REDACTED] 0470

Reference: Invoice No. 3540227

Client Matter No. 133714-1

Notification Email: eftgroup@kutakrock.com

Billed through 02/28/25

Invoice No. 3540227

Hopeman Brothers, Inc.

6 Auburn Ct.

Brookline, MA 02446

Conflicts Counsel

For Professional Legal Services Rendered

**BILLING SUMMARY**

<b>NAME</b>	<b>HOURS</b>	<b>RATE</b>	<b>AMOUNT</b>
J.Williams	1.40	820.00	\$1,148.00
P.Barrett	26.60	885.00	23,541.00
T.Baird	1.30	630.00	819.00
C.Matthews	2.30	240.00	552.00
 TOTAL FEES	 31.60		 26,060.00
 TOTAL DISBURSEMENTS			 <u>5.20</u>
 TOTAL CURRENT AMOUNT DUE			 <u>\$26,065.20</u>

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**Case Administration**

02/11/25	J. Williams	0.20	164.00	Review case filings
02/18/25	J. Williams	0.20	164.00	Review case filings for impact on appeal
02/19/25	C. Matthews	0.40	96.00	Update and file Motions to Extend Stay Period and Exclusivity
02/21/25	P. Barrett	0.10	88.50	Review of debtor's MOR and draft correspondence to debtor counsel regarding filing issue (.10)
02/24/25	C. Matthews	0.60	144.00	Revise, compile, and file first monthly fee statement

**Fee/Employment Applications**

02/17/25	P. Barrett	0.40	354.00	Review of interim compensation order and related documents and draft correspondence to working group regarding same (.40)
02/18/25	C. Matthews	1.30	312.00	Review bills and draft monthly fee statement
02/18/25	P. Barrett	0.20	177.00	Draft revisions to exhibit to monthly fee application (.20)
02/21/25	P. Barrett	0.90	796.50	Draft revisions to monthly fee application and exhibits (.60); draft correspondence to working group regarding same (.10); draft correspondence to debtor counsel regarding fee application (.10); draft correspondence to client regarding same (.10)
02/24/25	P. Barrett	0.30	265.50	Review of correspondence regarding fee application (.10); review of final fee application and draft correspondence to work group regarding same (.20)

**Litigation**

02/05/25	P. Barrett	0.20	177.00	Review of issue regarding appellant briefs, record and notice (.20)
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02/06/25	P. Barrett	0.20	177.00	Review of issue regarding appeal and draft correspondence to debtor counsel regarding same (.20)
02/07/25	P. Barrett	0.90	796.50	Review of materials in advance of mediation call (.20); telephone conference with debtor counsel, working group and mediator and draft notes regarding same (.60); review of correspondence from HII's counsel (.10)
02/07/25	T. Baird	0.30	189.00	E-mail correspondence with Mr. Barrett regarding settlement term sheet, including review of current terms
02/10/25	P. Barrett	0.30	265.50	Review of issue regarding district court motion practice (.30)
02/14/25	P. Barrett	0.10	88.50	Draft correspondence to debtor counsel regarding appeal issue (.10)
02/15/25	P. Barrett	0.10	88.50	Review of correspondence from HII's counsel regarding appeal (.10)
02/16/25	P. Barrett	0.10	88.50	Draft correspondence to client regarding appeal issue (.10)
02/17/25	P. Barrett	0.30	265.50	Review of correspondence from client regarding appeal issue and draft response (.10); draft correspondence to debtor's counsel regarding same (.10); review of issue regarding briefing (.10)
02/18/25	P. Barrett	0.40	354.00	Draft correspondence to HII's counsel regarding appeal (.10); correspondence to and from debtor's counsel regarding same (.10); review of appellate deadlines and compare to case notes (.20)
02/19/25	P. Barrett	1.00	885.00	Review of correspondence from debtor counsel regarding stay motion (.10); review of draft stay motion, order and exhibits (.40); draft correspondence to working group regarding same (.10); draft correspondence to working group

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02/24/25	J. Williams	0.40	328.00	regarding exhibit (.10); review of compiled pleading set (.20); draft correspondence to working group regarding stay motion (.10)
02/24/25	P. Barrett	0.10	88.50	Review order on motion to extend (.20); review related materials (.20)
02/24/25	P. Barrett	0.10	88.50	Review of correspondence from working group regarding brief issue (.10)
02/24/25	T. Baird	0.40	252.00	Draft correspondence to debtor counsel regarding liquidation analysis(.10)
02/25/25	J. Williams	0.20	164.00	Review and analyze Judge Novak's order extending time for appellants' briefs and applicable rules (.30); e-mail correspondence with Messrs. Barrett and Williams regarding motion to consolidate appeals, pages limits, and timing of appellee's brief (.10)
02/25/25	P. Barrett	0.70	619.50	Review correspondence regarding motion to consolidate and order
				Review of order extending briefing deadline (.10); review of issue regarding motion to consolidate and draft correspondence to working group regarding same (.20); review of additional issue regarding briefing deadline and consolidation (.20); review of correspondence from working group and appellant's counsel regarding motion to consolidate (.10); draft additional correspondence regarding briefing schedule (.10)
02/27/25	J. Williams	0.10	82.00	Review correspondence and draft order regarding consolidation
02/27/25	P. Barrett	0.70	619.50	Review of issues regarding consolidation of appeal (.30); review of proposed consolidation order (.10); draft correspondence to debtor

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				counsel regarding LA appellants (.10); review of correspondence from Mr. Baird regarding appeal issue and provide comments (.20)
02/28/25	P. Barrett	0.50	442.50	Review of LA plaintiffs' objections (.20); review of consolidation order and draft correspondence to Mr. Bender regarding same (.10); review of district court dockets (.20)
<b>Plan and Disclosure Statement</b>				
02/03/25	P. Barrett	0.30	265.50	Review of initial comments on term sheet and draft reply (.30)
02/03/25	T. Baird	0.60	378.00	Review and analyze Section 524(g) term sheet
02/05/25	P. Barrett	2.30	2,035.50	Review of term sheet and draft comments (.60); review of plan precedent (.70); telephone conference with debtor counsel regarding settlement and plan issues (.70); draft notes regarding term sheet insert (.30)
02/06/25	P. Barrett	1.10	973.50	Review of redline of term sheet and draft correspondence to working group regarding same (.30); review of inquiry to committee regarding term sheet (.10); draft additional correspondence to working group regarding term sheet insert (.10); review of issue regarding treatment of appeal creditors in plan (.30); draft term sheet insert and draft correspondence to parties regarding same (.30)
02/07/25	P. Barrett	0.40	354.00	Review of correspondence from client and insurance counsel regarding term sheet (.10); correspondence to and from debtor counsel regarding plan mediation (.10); review of correspondence from debtor's counsel to UCC counsel

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02/10/25	P. Barrett	0.10	88.50	regarding plan term sheet (.10); draft correspondence to HII's counsel regarding plan term sheet (.10)
02/12/25	P. Barrett	2.30	2,035.50	Review of various correspondence from parties' counsel and mediator regarding mediation call (.10)
02/13/25	P. Barrett	0.20	177.00	Review of term sheet redline and outline of inquiries and draft notes regarding same in preparation for mediator call (.60); telephone conference with parties and mediator regarding plan term sheet and debtor inquiries (1.70)
02/14/25	P. Barrett	0.40	354.00	Review of correspondence regarding committee's response to term sheet from debtor counsel and draft reply and draft correspondence to HII's counsel regarding same (.20)
02/18/25	P. Barrett	0.20	177.00	Telephone conference with HII's counsel regarding plan issues (.30); draft correspondence to debtor's counsel regarding same (.10)
02/19/25	J. Williams	0.10	82.00	Review of various correspondence from mediator and debtor counsel regarding mediation and draft response (.20)
02/19/25	P. Barrett	3.30	2,920.50	Review motion to extend exclusivity
				Review of various correspondence from debtor and committee counsel regarding mediator call (.10); draft correspondence to working group regarding same (.10); review of revised term sheet and related materials and draft comments (1.20); telephone conference with client and debtor professionals regarding plan term sheet (.90); review of revised term sheet, draft additional revisions and create redline (.50); telephone conference with debtor counsel regarding additional revision to term

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02/20/25	P. Barrett	1.20	1,062.00	sheet (.10); review of draft motion to extend exclusive period (.20); review of correspondence to committee (.10); draft correspondence to HII's counsel regarding term sheet (.10)
				Review of redline term sheet and commentary and compare to liquidation analysis (.30); review of additional materials in advance of committee call (.20); telephone conference with parties and mediator regarding term sheet (.70)
02/21/25	P. Barrett	1.50	1,327.50	Review of correspondence from committee regarding plan term sheet and draft reply (.10); review of blackline term sheet (.10); review of correspondence to and from debtor regarding same (.10); draft correspondence to HII regarding term sheet (.10); review of materials from committee regarding treatment of insurance contracts in connection with plan and otherwise (.70); draft correspondence to HII's counsel regarding additional term sheet items (.10); review of revised liquidation analysis (.30)
02/25/25	P. Barrett	0.20	177.00	Draft correspondence to working group, debtor's counsel and HII's counsel regarding term sheet (.20)
02/26/25	P. Barrett	0.30	265.50	Review of redline version of revised term sheet and exhibit (.10); review of issue regarding appeal provision (.10); review of various correspondence from debtor professionals regarding mediator call (.10)
02/27/25	P. Barrett	2.20	1,947.00	Telephone conference with debtor counsel regarding plan term sheet and liquidation analysis (.20); draft correspondence to HII's counsel



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02/28/25	J. Williams	0.20	164.00	regarding term sheet (.10); review of materials in advance of mediator call (.40); review of revised term sheet and correspondence regarding same (.20); telephone conference with and draft correspondence to parties in advance of mediation call (.20); video conference with mediator and parties and draft notes regarding same (.50); review of correspondence from debtor counsel regarding mediation status (.10); draft outline of notes for mediation call (.20); draft correspondence to debtor counsel regarding same (.10); telephone conference with working group regarding mediation (.20)
02/28/25	P. Barrett	3.00	2,655.00	Review objections filed to motion to extend Draft notes in advance of mediation call (.10); review of committee's revisions to term sheet and review of HII's markup (.20); telephone conference with mediation parties (.50); draft correspondence to debtor counsel regarding term sheet revisions (.10); telephone conference with debtor counsel regarding same (.10); additional review of term sheet drafts (.30); draft correspondence to committee counsel regarding same (.10) review of correspondence to LA counsel regarding term sheet issue (.10); review of correspondence regarding insurance issue related to term sheet (.10); review of correspondence from LA counsel regarding term sheet issue (.10); correspondence to and from insurance counsel and debtor counsel regarding LA litigation in connection

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with term sheet (.20); draft correspondence to HII regarding insurance issues (.20); review of further revised term sheet and correspondence from Ms. Sieg (.20); draft correspondence to debtor counsel and HII's counsel regarding same (.10); review of additional term sheet issue (.10); telephone conference with HII's counsel and draft notes regarding same (.40); draft correspondence to committee counsel regarding term sheet (.10)

TOTAL HOURS 31.60

TOTAL FOR SERVICES RENDERED \$26,060.00

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**DISBURSEMENTS**

Reproduction Costs (26 copies)	5.20
<b>TOTAL DISBURSEMENTS</b>	<b>5.20</b>

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**ACTIVITY SUMMARY**

<b>ACTIVITY</b>	<b>HOURS</b>	<b>AMOUNT</b>
Case Administration	1.50	\$656.50
Fee/Employment Applications	3.10	1,905.00
Litigation	7.10	6,059.50
Plan and Disclosure Statement	19.90	17,439.00
<b>TOTAL FEES</b>	<b>31.60</b>	<b>26,060.00</b>