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**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

:
: **Chapter 11**
:
: **Case No. 24-32428 (KLP)**
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:
:
:

**CHUBB INSURERS' OMNIBUS OBJECTION TO
INTERIM FEE APPLICATIONS OF DEBTOR'S PROFESSIONALS
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD OF DECEMBER 1, 2024 THROUGH FEBRUARY 28, 2025**

Century Indemnity Company and Westchester Fire Insurance Company (together, the “Chubb Insurers”), parties in interest, object to the (I) Third Interim Fee Application of Morgan, Lewis & Bockius as Special Insurance Counsel to the Official Committee of Unsecured Creditors for the Interim Period of December 1, 2024 Through February 28, 2025 (Dkt. No. 653); (II) the Third Interim Application of Hunton Andrews Kurth LLP, Counsel for Debtor and Debtor in Possession, For Allowance of Interim Compensation and Reimbursement of Expenses Incurred for the Period of December 1, 2024 Through and Including February 28, 2025 (Dkt. No. 656); (III) Third Interim Application of Blank Rome LLP as Special Insurance Counsel for the Debtor and



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Debtor in Possession, for Allowance of Interim Compensation and Reimbursement of Expenses Incurred for the Period of December 1, 2024 Through February 28, 2025 (Dkt. No. 657), (IV) Third Interim Application of Stout Risius Ross, LLC as Financial Advisor to the Debtor, for Allowance of Compensation for Services Rendered and Reimbursement of Expenses for the Period of December 1, 2024 Through and Including February 28, 2025 (Dkt. No. 659); (V) Third Interim Application of Caplin & Drysdale, Chartered for Allowance of Compensation and Reimbursement of Expenses Incurred for the Period of December 1, 2024 Through February 28, 2025 (Dkt. No. 668), and (VI) Second Interim Application of FTI Consulting for Allowance of Administrative Claim for Compensation and Reimbursement of Expenses Incurred from December 1, 2024 Through February 28, 2025 (Dkt. No. 669) (collectively, the “Debtor’s Professionals’ Interim Fee Applications”).

1. The Chubb Insurers object to the portions of Debtor’s Professionals’ Interim Fee Applications reflecting work performed to analyze, and negotiate with the Official Committee of Unsecured Creditors (the “Committee”) regarding, the § 524(g) plan. There is no question that Debtor is liquidating. Its president, Christopher Lascell, unequivocally affirmed this at the December 16, 2024 hearing before this Court:

Q. And *there’s no doubt that this is a liquidating Chapter 11 case, correct?*

A. *That’s correct.*

12/16/24 Tr., p. 46:16-18 (emphasis added). The Committee’s counsel represented the same to the Court in September 2024, stating plainly: “*There’s nothing to rehabilitate here. There’s no operating business, no going concern to preserve, no jobs to save. This is a liquidating debtor.*” 9/10/24 Tr., p. 131:11-13 (emphasis added). Because Hopeman is liquidating, it is ineligible for a discharge under 11 U.S.C. § 1141. Because Debtor cannot obtain a discharge, it is necessarily

ineligible for the “supplemental” discharge injunction of § 524(g). As a result, fees incurred by Debtor, the Committee, and their respective professionals in pursuit of a § 524(g) plan cannot be reasonably likely to benefit Debtor’s estate. Because it is liquidating, Debtor is ineligible for a discharge under 11 U.S.C. § 1141.

2. The Chubb Insurers’ objections to the Debtor’s Professionals’ Interim Fee Applications are the same as those set forth in the Chubb Insurers’ Objection to Fifth Monthly Fee Statement of FTI Consulting, Inc. for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Period of January 1, 2025 Through January 31, 2025 (Dkt. No. 644), the Chubb Insurers’ Objection to Seventh Monthly Fee Statement of Morgan, Lewis & Bockius LLP as Special Insurance Counsel to the Official Committee of Unsecured Creditors for Allowance of Compensation for Service Rendered and Reimbursement of Expenses Incurred for the Period of February 1, 2025 Through February 28, 2025 (Dkt. No. 645), the Chubb Insurers’ Omnibus Objection to Monthly Fee Statements of Debtor’s Professionals for Services Rendered and Reimbursement of Expenses Incurred for the Period of February 1, 2025 Through February 28, 2025 (Dkt. No. 651), the Chubb Insurers’ Objection to Seventh Monthly Fee Statement of Caplin & Drysdale, Chartered For Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Period of February 1, 2025 Through February 28, 2025 (Dkt. No. 676), and the Chubb Insurers’ Objection to Sixth Monthly Fee Statement of FTI Consulting for Allowance of Compensation for Services Rendered and Reimbursement of Expenses for the Period of February 1, 2025 Through February 28, 2025 (Dkt. No. 684) (collectively, the “Chubb Insurers’ Prior Fee Objections”). Accordingly, the Chubb Insurers hereby incorporate by reference as though fully set forth herein the entirety of the Chubb Insurers’ Prior Fee Objections. The specific services and fees that are the subject of the Chubb

Insurers' objections to Debtor's Professionals' Interim Fee Applications are set forth below. For the reasons set forth in the Chubb Insurers' Prior Fee Objections, these fees must be disallowed because they were incurred for services that were not "reasonably likely to benefit the debtor's estate." 11 U.S.C. § 330(a)(4)(A).

3. According to the third interim fee application of Morgan, Lewis & Bockius LLP ("MLB"), MLB billed a total of 213.16 hours between December 1, 2024 and February 28, 2025, for \$297,566.00 in fees. *See* Dkt. No. 653, Ex. Summary Cover Sheet. MLB spent 130.1 hours assessing and revising the "term sheet" for the § 524(g) plan, conferring with the Committee and its counsel regarding the "524(g) term sheet" or the "strategy" that included the § 524(g) plan, preparing for and mediating with Debtor regarding the "term sheet" and § 524(g) plan, addressing the "ongoing mediation" that excluded the Chubb Insurers regarding "settlement issues and related follow-up items" concerning the § 524(g) plan, analyzing the Chubb Insurers settlement with Debtor "in connection with inquiries from Hopeman regarding term sheet," working on a "revised term sheet" for the § 524(g) plan, and considering "comments regarding FTI analysis" on the revised term sheet for the § 524(g) plan, and other § 524(g) "mediation-related analysis" or communications "concerning 524(g) term sheet." *See* Ex. A (highlighted time entries in MLB's third interim application). MLB's fees associated with that work total \$202,854.00. *Id.* The Chubb Insurers object to those fees.

4. According to the third interim fee application of Debtor's bankruptcy counsel, Hunton Andrews Kurth LLP ("Hunton"), Hunton billed a total of 906.5 hours between December 1, 2024 through February 28, 2025. *See* Dkt. No. 656, Summary Sheet. Hunton spent 254.6 hours on "finalizing term sheet with Committee," analyzing its "strategy re mediation motion," considering its "shift in drafting approach considering term sheet executed with Committee" for

the § 524(g) plan, reviewing “524(g) and term sheet issues,” considering “524(g) issues and potential strategies for appeal and mediation,” assessing and revising the “524(g) term sheet,” developing “term sheet strategy,” preparing for and mediating with the Committee regarding the “term sheet” while essentially excluding the Chubb Insurers’ from the same, reviewing communications from the Committee regarding “section 524(g) example,” conducting “research regarding various 524(g) related issues” or “various 524(g) considerations,” and reviewing and analyzing the Committee’s liquidation analysis in connection with the § 524(g) term sheet. *See* Ex. B (highlighted time entries in Hunton’s third interim application). Hunton’s fees associated with that work total \$309,802.00. *Id.* The Chubb Insurers object to approval of those fees.

5. According to the third interim fee application of Debtor’s Special Insurance Counsel, Blank Rome LLP, Blank Rome billed a total of 32.6 hours for the period of December 1, 2024 through February 28, 2025. *See* Dkt. No. 657, Summary Sheet. Blank Rome spent 19.2 hours working on mediation and “term sheet” efforts, along with analyzing the Committee’s “liquidation analysis” and “ongoing business evaluation.” *See* Ex. C (highlighted entries in Blank Rome’s third interim application). Blank Rome’s fees associated with that work total \$18,423.45. *Id.* The Chubb Insurers object to approval of those fees.

6. According to the third interim fee application of Debtor’s financial advisor, Stout Risius Ross, LLC (“Stout”), Stout billed a total of 197.3 hours for the period of December 1, 2024 through February 28, 2025. *See* Dkt. No. 659, p. 3. Stout spent 61.8 hours on work regarding “524G plan,” the “524(g) term sheet,” participating in a “mediation debrief,” analyzing the Committee’s liquidation analysis, and related “trust fund” modeling updates. *See* Ex. D (highlighted entries in Stout’s third interim fee application). Stout’s fees associated with that work total \$31,662.00. *Id.* The Chubb Insurers object to approval of those fees.

7. According to the third interim fee application of Caplin & Drysdale, the firm billed a total of 570.5 hours between December 1, 2024 through February 28, 2025. *See* Dkt. No. 668, Ex. A. Caplin & Drysdale spent 341.5 hours on “term sheet”-related work, “mediation issues,” drafting a “memo re 524(g) issues,” preparing “524(g) materials,” drafting “524(g) document index,” researching “524(g) mediation issues” before the mediation, corresponding regarding “prep of draft term sheet,” “524(g) issues,” and “term sheet revisions,” reviewing and analyzing “issues re 524(g) plan,” and the Committee’s liquidation analysis in connection with the § 524(g) term sheet. *See* Ex. E (highlighted time entries in Caplin & Drysdale’s third interim fee application). Caplin & Drysdale’s fees associated with that work total \$388,715.50. *Id.* The Chubb Insurers object to allowance of those fees.

8. According to the second interim application of FTI Consulting, Inc. (“FTI”), FTI billed 397.1 hours between December 1, 2024 through February 28, 2025. *See* Dkt. No. 669, Ex. B. FTI spent 284.5 hours on preparing, reviewing, discussing, or participating on a call about “draft term sheet-related materials,” conducting “mediation preparation,” preparing, reviewing, discussing, or participating on a call about “potential investment opportunities” or preparing or revising an “investments presentation,” often “in connection with mediation,” and working on “mediation – related issues” or the “mediation term sheet” or other “mediation matters,” undoubtedly in service of § 524(g) plan. *See* Ex. F (highlighted time entries in FTI’s second interim fee application). FTI’s fees associated with that work total \$234,033.00. *Id.* The Chubb Insurers object to allowance of those fees.

9. As further detailed in the Chubb Insurers’ Prior Fee Objections, which are incorporated herein by reference, the objectionable fees in the Debtor’s Professionals’ Interim Fee Applications must be disallowed because they were incurred for services that were not “reasonably

likely to benefit the debtor's estate." 11 U.S.C. § 330(a)(4)(A). Debtor's estate currently is administratively insolvent by over \$6 million dollars and counting. *See* Dkt. No. 674. The only potential payment source for these mounting administrative fees are the Certain Insurers' settlement proceeds, which were intended to pay holders of Asbestos-Related Claims – the very reason Hopeman filed this bankruptcy case in the first place. Every dollar paid towards Debtor's and the Committee's professionals diminishes payments to those creditors and to the Chubb Insurers, who are entitled to contribution from the proceeds of Certain Insurers' settlement for Certain Insurers' now-settled share of claim payments and defense costs. Wasting significant dollars pursuing a non-confirmable plan must be viewed with this lens. The Debtor's Professionals' Interim Fee Applications with respect to work regarding the § 524(g) mediation, term sheet and plan should be denied.

CONCLUSION

For the reasons set forth in the MLB Fee Application Objection, as incorporated herein, the Debtor's Professionals' Fee Applications should be disallowed as set forth above.

Dated: May 5, 2025

Respectfully submitted,

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CERTIFICATE OF SERVICE

I HEREBY CERTIFY that, on May 5, 2025, a true and correct copy of the foregoing Omnibus Objection to Interim Fee Applications of Debtor's Professionals for Services Rendered and Reimbursement of Expenses Incurred for the Period of December 1, 2024 Through February 28, 2025 was served upon all parties receiving electronic notice through the Court's ECF notification system.

/s/ Dabney J. Carr

Dabney J. Carr

EXHIBIT A

CAPLIN & DRYSDALE, CHARTERED

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*Special Insurance Counsel for the Official
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**SUMMARY COVER SHEET TO THE THIRD INTERIM FEE APPLICATION
OF MORGAN, LEWIS & BOCKIUS LLP AS SPECIAL INSURANCE COUNSEL TO
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
THE INTERIM PERIOD OF DECEMBER 1, 2024 THROUGH FEBRUARY 28, 2025**

Basic Information	
Name of Applicant:	Morgan, Lewis & Bockius LLP
Name of Client:	Official Committee of Unsecured Creditors
Petition Date:	June 30, 2024 (the “ Petition Date ”)
Date of Retention Order Entered:	October 4, 2024, effective as of July 29, 2024 [Docket No. 269]
Third Interim Fee Application	
Third Interim Period:	December 1, 2024 through February 28, 2025
Total Hours Billed:	213.10
Total Fees Requested:	\$297,566.00



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636	February 1, 2025 through February 28, 2025	\$74,080.00 (80% of \$92,600.00)	\$10,723.58	\$0.00	\$0.00
	Total	\$238,052.80 (80% of \$297,566.00)	\$43,020.59	\$0.00	\$0.00

PRIOR INTERIM FEE ORDER(S):

Docket No.	Period Covered	Requested		Allowed on Interim Basis	
		Fees	Expenses	Fees Allowed	Expenses Allowed
357	July 29, 2024 through August 31, 2024	\$230,210.00	\$90.00	\$230,210.00	\$90.00
558	September 1, 2024 through November 30, 2024	\$958,844.00	\$27,121.23	\$953,744.00 ¹	\$27,121.23

SUMMARY OF PROFESSIONALS RENDERING SERVICES FOR THE THIRD INTERIM PERIOD:

Professional	Position	First Bar Date	Section	Hourly Billing Rate	Total Hours Billed	Total Compensation
Cox, David S	Partner	1995	Litigation	\$1,375.00 (2025)	65.20	\$89,650.00
Cox, David S	Partner	1995	Litigation	\$1,265.00 (2024)	11.10	\$14,041.50
Edwards, Brady	Partner	1995	Litigation	\$2,025.00 (2025)	27.30	\$55,282.50
Edwards, Brady	Partner	1995	Litigation	\$1,860.00 (2024)	5.70	\$10,602.00
Nes, W. Brad	Partner	2005	Litigation	\$1,450.00 (2025)	1.20	\$1,740.00
Nes, W. Brad	Partner	2005	Litigation	\$1,330.00 (2024)	0.60	\$798.00
Raskin, Jeffrey S	Partner	1993	Litigation	\$1,550.00 (2025)	45.10	\$69,905.00
Raskin, Jeffrey S	Partner	1993	Litigation	\$1,430.00 (2024)	17.20	\$24,596.00
DeSantis, Celine M.	Associate	2022	Finance	\$850.00 (2025)	7.70	\$6,545.00
DeSantis, Celine M.	Associate	2022	Finance	\$710.00 (2024)	0.00	\$0.00
Shim, David K.	Associate	2016	Finance	\$1,100.00 (2025)	8.60	\$9,460.00
Shim, David K.	Associate	2016	Finance	\$985.00 (2024)	1.60	\$1,576.00
Gonzales, Rachael	Associate	2022	Finance	\$850.00 (2025)	1.40	\$1,190.00
Gonzales, Rachael	Associate	2022	Finance	\$710.00 (2024)	8.90	\$6,319.00
				Total	201.60	\$291,705.00
Non-legal Professional	Position	First Bar Date	Section	Hourly Billing Rate	Total Hours Billed	Total Compensation
Guzzi, Tiffany	Sr. Paralegal	N/A	Litigation	\$520.00	7.60	\$3,952.00
Guzzi, Tiffany	Sr. Paralegal	N/A	Litigation	\$490.00 (2024)	3.70	\$1,813.00
Weiss, Simone F.	Sr. Paralegal	N/A	Litigation	\$480.00	0.20	\$96.00
Weiss, Simone F.	Sr. Paralegal	N/A	Litigation	\$455.00	0.00	\$0.00
				Total	11.50	\$5,861.00
				Aggregate Total	213.10	\$297,566.00

¹ 953,744.00 includes a \$5,100 reduction, as agreed upon by Morgan Lewis and the U.S. Trustee, in response to informal comments from the U.S. Trustee on the Second Interim Fee Application.

Blended Rate for Attorneys:			\$1,446.95
Blended Rate for All Timekeepers:			\$1,396.37

**SUMMARY OF FEES BY PROJECT CATEGORY
DURING THE THIRD INTERIM PERIOD:**

Task Code	Matter Description	Hours	Fees Requested
00	General	46.60	\$58,202.00
04	Case Administration & Calendar Control	1.30	\$1,430.00
07	Fee Applications - Self	27.00	\$24,039.50
08	Objections - Fee/Retention Applications	1.60	\$2,249.00
10	Litigation	125.90	\$193,538.00
15	Committee Meetings/Conferences	0.80	\$1,100.00
16	Non-Working Travel ²	9.90	\$17,007.50
TOTAL		213.10	\$297,566.00

**SUMMARY OF EXPENSES INCURRED
DURING THE THIRD INTERIM PERIOD:**

Type	Expenses
Legal Research	\$5,603.75
Court Reporter	\$10,280.63
Taxi	\$563.04
Travel – Airfare	\$5,968.80
Hotel	\$2,174.77
Business Meals	\$93.02
Court Transcripts	\$237.00
Litigation Support Vendor Charges	\$5,134.18
Videographers	\$2,595.00
Data Services	\$20.00
Data Services Active	\$5,220.40
User Fees (Monthly) - Relativity	\$5,130.00
Total	\$43,020.59

² 50% rate applied where time is charged for non-working travel.

CAPLIN & DRYSDALE, CHARTERED

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*Special Insurance Counsel for the Official
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**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**THIRD INTERIM FEE APPLICATION OF
MORGAN, LEWIS & BOCKIUS LLP AS SPECIAL INSURANCE COUNSEL
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
THE INTERIM PERIOD OF DECEMBER 1, 2024 THROUGH FEBRUARY 28, 2025**

Morgan, Lewis & Bockius LLP (“**Morgan Lewis**”), as special insurance counsel for the Official Committee of Unsecured Creditors (the “**Committee**”) of Hopeman Brothers, Inc. (the “**Debtor**”), submits this third interim fee application (the “**Fee Application**”) for allowance of compensation for professional services provided in the amount of \$297,566.00 and reimbursement of actual and necessary expenses in the amount of \$43,020.59 incurred during the interim period

from December 1, 2024 through February 28, 2025 (the “**Third Interim Period**”). In support of this Fee Application, Morgan Lewis respectfully states as follows:

Jurisdiction and Venue

1. The United States Bankruptcy Court for the Eastern District of Virginia (the “**Court**”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Standing Order of Reference from the United States District Court for the Eastern District of Virginia*, dated August 15, 1984. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). The Committee confirms its consent to the entry of a final order by the Court in connection with this Fee 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 herewith consistent with Article III of the United States Constitution.

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The bases for the relief requested herein are 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 the United States Bankruptcy Court for the Eastern District of Virginia (the “**Local 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**”).

Background

4. On June 30, 2024, the Debtor filed a petition for relief under Chapter 11 of the Bankruptcy Code, commencing the above-captioned chapter 11 case (the “**Chapter 11 Case**”).

The largest creditor constituency in the Chapter 11 Case consists of holders of claims for personal injury or wrongful death arising from exposure to asbestos.

5. On July 22, 2024, the Office of the United States Trustee for Region 4 (the “**U.S. Trustee**”) notified the Court that, pursuant to 11 U.S.C. § 1102, it had appointed the Committee [Docket No. 69]. All of the Committee’s members hold unsecured claims against the Debtor resulting from exposure to asbestos.

6. On August 28, 2024, the Committee filed an application to retain Morgan Lewis as its special insurance counsel, effective *nunc pro tunc* to July 29, 2024, pursuant to sections 327(e), 328, and 1103(a) of the Bankruptcy Code (the “**Retention Application**”) [Docket No. 124]. The Court approved the Retention Application on October 4, 2024 (the “**Retention Order**”) [Docket No. 269]. A copy of the Retention Order is attached as **Exhibit A**.

7. Pursuant to the Retention Order and the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals and (II) Granting Related Relief* (the “**Interim Compensation Order**”) [Docket No. 162], Morgan Lewis filed its first interim fee application seeking allowance of compensation for professional services in the amount of \$230,210.00 and reimbursement of actual and necessary expenses in the amount of \$90.00 for the period from July 29, 2024 to August 31, 2024 (the “**First Interim Fee Application**”) [Docket No. 302]. On November 13, 2024, the Court approved the First Interim Fee Application, allowing the full amounts sought on an interim basis.

8. Additionally, on January 14, 2024, Morgan Lewis filed its second interim fee application seeking allowance and compensation for professional services in the amount of \$958,844.00 and reimbursement of actual and necessary expenses in the amount of \$27,121.23 for the period from September 1, 2024 to November 30, 2024 (the “**Second Interim Fee Application**”)

[Docket No. 495]. On February 13, 2025, the Court approved the Second Interim Fee Application, allowing compensation for professional services rendered and reimbursement for expenses incurred in the aggregate amount of \$980,865.23.³

9. Morgan Lewis has received payment of the amounts approved by the Court in connection with the First Interim Fee Application and it is awaiting payments for the amounts approved by the Court in connection with the Second Interim Fee Application. Morgan Lewis has not yet received any payments for the Third Interim Period based on the monthly fee statements. Accordingly, and based on those monthly fee statements for the Third Interim Period, Morgan Lewis hereby submits this Third Interim Fee Application, seeking allowance of compensation for professional services in the amount of \$297,566.00 (inclusive of the 20% holdback) and reimbursement of actual and necessary expenses in the amount of \$43,020.59.

Services Rendered and Disbursements Incurred

10. During the Third Interim Period, Morgan Lewis advised the Committee on various insurance-related matters and provided necessary insurance-related services in connection with this Chapter 11 Case. Specifically, Morgan Lewis performed the following services as the Committee's special insurance counsel:

- a. Advising the Committee on steps to preserve and maximize insurance coverage;
- b. Attending meetings and negotiating with representatives of the Debtor to preserve insurance coverage and resolve disputed insurance issues;
- c. Analyzing and assisting the Committee in evaluating any settlement motions related to the Debtor's insurance policies;
- d. Investigating the Debtor's proposed settlements of insurance coverage, including coordinating with expert witnesses and the Committee's other professionals and participating in related discovery; and

³ \$980,865.23 includes a \$5,100 reduction, as agreed upon by Morgan Lewis and the U.S. Trustee, in response to informal comments from the U.S. Trustee on the Second Interim Fee Application.

- e. Providing additional advice or actions related to the Debtor's insurance coverage as needed by the Committee.

11. As set forth in the Retention Application, Morgan Lewis charged for its legal services on an hourly basis in accordance with its ordinary and customary hourly rates, traditionally adjusted each January 1. These charges included actual, reasonable, and necessary out-of-pocket disbursements incurred in connection therewith. The billing statements, attached as **Exhibit B**, detail the legal services rendered, service dates, personnel involved, time spent, hourly rates, and fees attributable to each service.

12. The Interim Compensation Order authorized the monthly payment of eighty percent (80%) of fees and one hundred percent (100%) of expenses incurred by estate professionals, absent a timely objection upon notice to designated parties. Pursuant to the Interim Compensation Order, and as detailed above, Morgan Lewis filed its monthly fee statements for the Third Interim Period, seeking compensation of \$238,052.80 (80% of \$297,566.00) and reimbursement of total expenses incurred in the amount of \$43,020.59.

13. Through this Fee Application, Morgan Lewis seeks allowance of compensation for professional services in the full amount of \$297,566.00 (inclusive of the 20% holdback) and reimbursement of actual and necessary expenses in the amount of \$43,020.59 incurred during the Third Interim Period. During the Third Interim Period, Morgan Lewis expended a total of 213.10 hours on this matter. Narrative descriptions of the services performed and the time expended during the Third Interim Period are provided below, organized by task or proceeding where applicable.

A. General/Litigation

Total Fees: \$251,740.00

Total Hours: 172.5

14. These task codes reflect time spent by Morgan Lewis professionals preparing for and attending hearings bearing on insurance coverage issues, engaging in the Court-ordered mediation with the Debtor and others, negotiating and participating in the drafting of the provisions of a resulting term sheet, collaborating with other committee professionals in the drafting of a proposed plan of reorganization and related plan documents, and advising on the status of these activities to the Committee.

B. Committee Meetings/Conferences

Total Fees: \$1,100.00

Total Hours: 0.80

15. This task code includes time spent by Morgan Lewis professionals participating in conferences with the Committee.

C. Case Administration & Calendar Control

Total Fees: \$1,430.00

Total Hours: 1.30

16. This task code covers time spent on tasks necessary for the efficient administration of legal services related to the Chapter 11 Case. Specifically, Morgan Lewis professionals monitored critical dates, maintained a case calendar, task lists, and work-in-progress reports, and established procedures for case administration and docket monitoring.

D. Fee Applications

Total Fees: \$24,039.50

Total Hours: 27.00

17. This task involves time spent by Morgan Lewis professionals on the preparation, review, and filing of monthly fee statements and the Second Interim Fee Application. The complexity of the invoices, resulting from the nature of the insurance-related work, required detailed review of services rendered across various tasks.

E. Objections – Fee/Retention Applications

Total Fees: \$2,249.00

Total Hours: 1.60

18. This task code covers time spent by Morgan Lewis professionals managing and addressing any inquiries or correspondence related to the Second Interim Fee Application. This includes reviewing and responding to communications from relevant parties, coordinating internally to provide necessary information or clarifications, and handling any procedural or substantive issues that arose in connection with that application.

F. Travel

Total Fees: \$17,007.50

Total Hours: 9.90

19. This task code covers time spent by Morgan Lewis professionals for non-working travel that is billed at half the timekeeper's standard hourly rate.

20. All services for which Morgan Lewis requests compensation were performed on behalf of the Committee and not for any other person. Morgan Lewis has not entered into any agreement to fix fees or share compensation as prohibited by 18 U.S.C. § 155 and section 504 of the Bankruptcy Code.

G. Expenses

21. In addition to the fees incurred above, Morgan Lewis incurred actual and necessary expenses during the Third Interim Period totaling \$43,020.59. Included in **Exhibit B** are itemizations, where applicable, of expenses for which Morgan Lewis seeks reimbursement in this Fee Application. All expenses for which reimbursement is sought were incurred on behalf of the Committee and no other person.

Morgan Lewis's Requested Compensation and Reimbursement Should be Allowed

22. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 of the Bankruptcy Code to govern the Court's award of such compensation. 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 shall consider the nature, the 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).

23. In determining the reasonableness of a compensation request, courts generally apply the lodestar method. *Boddy v. United States Bankruptcy Court (In re Boddy)*, 950 F.2d 334, 337 (6th Cir. 1991) (“The Supreme Court has made it clear that the lodestar method of fee calculation is the method by which federal courts should determine reasonable attorney’s fees under federal statutes that provide for such fees.”); *Shaw, Licitra, Parente, Esernio & Schwartz, P.Z. v. Travelers Indemnity Co. (In re Grant Associates)*, 154 B.R. 836, 843 (S.D.N.Y. 1993) (noting that the lodestar standard had been adopted by most courts calculating fees under section 330(a), and that “[g]iven the similarity in context and language between the two statutes, the same standard should apply” to fees under section 506(c)); *In re Drexel Burnham Lambert Grp., Inc.*, 133 B.R. 13, 21-22 (Bankr. S.D.N.Y. 1991). Courts calculate the lodestar amount by multiplying the number of hours reasonably expended by the attorney’s reasonable hourly rate. *See Drexel*, 133 B.R. at 22 (citing *Pennsylvania v. Delaware Valley Citizens’ Council for Clean Air*, 478 U.S. 546, 565 (1986)). In assessing the reasonableness of a compensation request, there is a “strong presumption” that an attorney is entitled to the lodestar fee. *Id.*

24. Morgan Lewis submits that the compensation for services rendered and reimbursement of expenses incurred during the Third Interim Period are reasonable and appropriate based on: (i) the time and labor required; (ii) the complexity of the legal issues presented; (iii) the skill necessary to perform the legal services; (iv) the customary compensation for such services; and (v) the experience and ability of the attorneys providing these services.

25. The Committee retained Morgan Lewis as its special insurance counsel due to the firm's: (i) intimate familiarity with the Debtor and the specific insurance issues involved, and (ii) reputation and extensive expertise in insurance matters. Morgan Lewis's deep understanding of the Debtor and its insurance-related issues enabled efficient and cost-effective service.

26. Morgan Lewis reserves the right to request additional compensation for the Third Interim Period if further time or disbursement charges for services rendered or expenses incurred relate to the Third Interim Period.

Statement Pursuant to Appendix B Guidelines

27. The following is provided in response to the questions set forth in ¶ C.5 of 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*:

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period?

Response: No.

Question: If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Response: Not applicable.

Question: Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

Response: No.

Question: Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billed records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.) If so, please quantify by hours and fees.

Response: The fees reflected in billing code titled Fee Applications-Self relate to Morgan Lewis preparation of monthly fee statements and fee applications as well as review and revision of its invoices.

Question: Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information?

Response: Yes, in connection with the review of the monthly time records for submission of the monthly fee statements and fee applications, Morgan Lewis reviewed the time detail for privileged or confidential information.

Question: Does this fee application include rate increases since retention?

Response: Yes. Pursuant to internal operating procedures and past practices, Morgan Lewis adjusts as appropriate its hourly rates on January 1st of each year. The table in this third interim fee application labeled “Summary of Professionals Rendering Services for the Third Interim Period” reflects the hourly rate increase for professionals and paraprofessionals providing services to the Unsecured Creditors’ Committee during the pendency of this case.

Question: Did the client agree when retaining Morgan Lewis to accept all future rate increases? If not, did Morgan Lewis inform the client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?

Response: The client was notified at the outset of the engagement that Morgan Lewis’s hourly rates are reviewed and revised generally on January 1st of each year.

WHEREFORE, Morgan Lewis requests that the Court enter an order: (a) awarding Morgan Lewis compensation for services rendered during the Third Interim Period in the amount of \$297,566.00, and reimbursement of actual, reasonable, and necessary expenses incurred during the Third Interim Period in the amount of \$43,020.59; (b) authorizing and directing the Debtor to remit payment to Morgan Lewis for such fees and expenses that remain unpaid; and (c) granting any further relief the Court deems just and appropriate under the circumstances.

Dated: April 14, 2025

By: /s/ Brady Edwards
Brady Edwards
MORGAN, LEWIS & BOCKIUS LLP
1000 Louisiana Street, Suite 4000
Houston, TX 77002-5006
Telephone: (713) 890-5000
Email: brady.edwards@morganlewis.com

ELECTRONICALLY FILED BY:

/s/ Jeffrey A. Liesemer
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Jeffrey A. Liesemer (VSB No. 35918)
1200 New Hampshire Avenue, NW, 8th Floor
Washington, DC 20036
Telephone: (202) 862-5000

EXHIBIT A

Morgan Lewis Retention Order

CAPLIN & DRYSDALE, CHARTERED
Kevin C. Maclay (admitted *pro hac vice*)
Todd E. Phillips (admitted *pro hac vice*)
Jeffrey A. Liesemer (VSB No. 35918)
Nathaniel R. Miller (admitted *pro hac vice*)
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*Counsel for the Official
Committee of Unsecured Creditors*

MORGAN, LEWIS & BOCKIUS LLP
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San Francisco, CA 94105-1596
Telephone: (415) 442-1000

*Proposed Special Insurance Counsel for the
Official Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF
MORGAN, LEWIS & BOCKIUS LLP AS SPECIAL INSURANCE COUNSEL
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
EFFECTIVE NUNC PRO TUNC AS OF JULY 29, 2024**

Upon consideration of the *Application of the Official Committee of Unsecured Creditors to Retain and Employ Morgan, Lewis & Bockius LLP as the Committee's Special Insurance Counsel, Effective Nunc Pro Tunc as of July 29, 2024* (the "**Application**"),¹ pursuant to sections 105(a), 327(e), 328, and 1103(a) of title 11 of the United States Code (the "**Bankruptcy Code**"), rule 2014 of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), rule 2014-1

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Eastern District of Virginia (the “**Local Rules**”), and section VI.F.4 of the Procedures for Complex Chapter 11 Cases in the Eastern District of Virginia, authorizing and approving the employment of Morgan, Lewis & Bockius LLP (“**Morgan Lewis**”) as special insurance counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) appointed in the above-captioned bankruptcy case of Hopeman Brothers, Inc. (the “**Debtor**”), effective as of July 29, 2024; and upon the declarations of Brady Edwards and Lisa Nathanson Busch filed in support of the Application (the “**Declarations**”); and the Court having jurisdiction to consider the Application and the relief in the Application being a core proceeding pursuant to 28 U.S.C. § 157(b); and the Court having reviewed the Application; and the Court having found that Morgan Lewis represents or holds no interest adverse to the Debtor’s estate concerning the matters on which it is employed; and the Court having determined that the relief requested in the Application is in the best interests of the Debtor’s estate, its creditors and other parties in interest; and the Committee having provided adequate and appropriate notice of the Application under the circumstances and no other or further notice of the Application need be provided; and the Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and after due deliberation and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is **GRANTED** as set forth herein.
2. Objections, if any, to the relief requested in the Application that have not been withdrawn or resolved by this Order are overruled in all respects.
3. Pursuant to sections 105(a), 327(e), 328(a), and 1103(b) of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rule 2014-1, the Committee is authorized to employ and retain

Morgan Lewis as special insurance counsel under the terms and conditions set forth in the Application and the Declarations effective as of July 29, 2024.

4. The terms and conditions of the retention of Morgan Lewis set forth in the Application and in the Declarations are reasonable, and Morgan Lewis shall be compensated in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any other applicable procedures and orders of the Court.

5. Morgan Lewis intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filing under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, both in connection with the Application and the interim and final fee applications filed by Morgan Lewis in the course of its engagement.

6. The Committee and Morgan Lewis are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

7. Notwithstanding any provision in the Bankruptcy Code or the Bankruptcy Rules to the contrary, this Order shall be effective and enforceable immediately upon entry.

8. This Court shall retain exclusive jurisdiction with respect to the enforcement, implementation or interpretation of this Order.

Oct 4 2024

Dated: _____, 2024
Richmond, Virginia

/s/ Keith L Phillips
HONORABLE KEITH L. PHILLIPS
UNITED STATES BANKRUPTCY JUDGE

Entered on Docket: Oct 4 2024

WE ASK FOR THIS:

CAPLIN & DRYSDALE, CHARTERED

/s/ Jeffrey A. Liesemer

Kevin C. Maclay (admitted *pro hac vice*)
Todd E. Phillips (admitted *pro hac vice*)
Jeffrey A. Liesemer (VSB No. 35918)
Nathaniel R. Miller (admitted *pro hac vice*)
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tphillips@capdale.com
jliesemer@capdale.com
nmiller@capdale.com

*Counsel to the Official
Committee of Unsecured Creditors*

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Telephone: (415) 442-1000
Facsimile: (415) 442-1001
Email: jeffrey.raskin@morganlewis.com

*Proposed Special Insurance Counsel to the
Official Committee of Unsecured Creditors*

SEEN AND NO OBJECTION:

/s/ Kathryn Montgomery

Kathryn Montgomery
Office of the United States Trustee
701 East Broad Street
Suite 4304
Richmond, VA 23219

United States Trustee

**CERTIFICATION OF ENDORSEMENT
UNDER LOCAL BANKRUPTCY RULE 9022-1(C)**

I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Jeffrey A. Liesemer

EXHIBIT B

Invoices

CAPLIN & DRYSDALE, CHARTERED

Kevin C. Maclay (admitted *pro hac vice*)
Todd E. Phillips (admitted *pro hac vice*)
Jeffrey A. Liesemer (VSB No. 35918)
Nathaniel R. Miller (admitted *pro hac vice*)
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Counsel for the Official Committee of Unsecured Creditors

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Jeffrey S. Raskin (admitted *pro hac vice*)
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Telephone: (415) 442-1000

Special Insurance Counsel for the Official Committee of Unsecured Creditors

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**FIFTH MONTHLY FEE STATEMENT OF
MORGAN, LEWIS & BOCKIUS LLP AS SPECIAL
INSURANCE COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS FOR ALLOWANCE OF COMPENSATION FOR
SERVICE RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD OF DECEMBER 1, 2024 THROUGH DECEMBER 31, 2024**

Name of Applicant:	Morgan, Lewis & Bockius LLP
Name of Client:	Official Committee of Unsecured Creditors
Date of Retention Order Entered:	October 4, 2024, effective as of July 29, 2024 [Docket No. 269]
Time Period Covered:	December 1, 2024 through December 31, 2024
Total Fees Requested:	\$47,796.40 (80% of \$59,745.50)
Total Expenses Requested:	\$24,329.15

Type of Fee Statement:	Monthly ¹
------------------------	----------------------

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 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**”), Morgan, Lewis & Bockius LLP (“**Morgan Lewis**”), as special insurance counsel for the Official Committee of Unsecured Creditors (the “**Committee**”) of Hopeman Brothers, Inc. (the “**Debtor**”), hereby submits this monthly fee statement (the “**Monthly Fee Statement**”) for the reasonable and necessary legal services rendered by Morgan Lewis for the period December 1, 2024 through December 31, 2024 (the “**Fee Period**”) and reimbursement of the actual and necessary expenses that Morgan Lewis incurred during the Fee Period. By this Monthly Fee Statement, Morgan Lewis seeks payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$72,125.55, consisting of (i) \$47,796.40, which is 80% of the fees incurred by the Committee for reasonable and necessary professional services rendered by Morgan Lewis during the Fee Period, and (ii) \$24,329.15 for actual and necessary costs and expenses.

Itemization of Services Rendered and Disbursement Incurred

1. In support of this Monthly Fee Statement, Morgan Lewis has attached the following:
 - a. **Exhibit A** is a summary of schedule of hours and fees covered by this Monthly Fee Statement, categorized by project code.

¹ 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 set forth in this Monthly Fee Statement shall be addressed in accordance with the Interim Compensation Order.

- b. **Exhibit B** is a summary schedule of the time expended by all Morgan Lewis professionals and paraprofessionals engaged in the representation of the Committee during the Fee Period.
- c. **Exhibit C** is a summary of the expenses incurred by Morgan Lewis during the Fee Period.
- d. **Exhibit D** includes detailed invoices for the hours expended and fees incurred by Morgan Lewis professionals and paraprofessionals during the Fee Period.

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. Morgan Lewis 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 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.

[Remainder of page left blank]

WHEREFORE, Morgan Lewis respectfully requests payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$72,125.55, consisting of (i) \$47,796.40, which is 80% of the fees incurred by the Committee for reasonable and necessary professional services rendered by Morgan Lewis during the Fee Period, and (ii) \$24,329.15 for actual and necessary costs and expenses.

Dated: January 21, 2025

By: /s/ Brady Edwards
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Email: jliesemer@capdale.com

Counsel for the Official Committee of Unsecured Creditors

EXHIBIT A

Statement of Fees by Subject Matter During the Fee Period

Task Code	Matter Description	Hours	Fees Requested
00	General	11.90	\$13,539.00
07	Fee Applications - Self	10.80	\$8,274.50
08	Objections – Fee/Retention Applications	0.40	\$744.00
10	Litigation	16.70	\$24,318.00
16	Non-Working Travel ¹	9.00	\$12,870.00
<u>TOTAL</u>		<u>48.80</u>	<u>\$59,745.50</u>

¹ 50% rate applied where time is charged for non-working travel.

EXHIBIT B

Professionals Rendering Services During the Fee Period

The Morgan Lewis attorneys who rendered professional services in this chapter 11 case during the Fee Period include:

Professional	Position	First Bar Date	Section	Hourly Billing Rate	Total Hours Billed	Total Compensation
Cox, David S	Partner	1995	Litigation	\$1,265.00	11.10	\$14,041.50
Edwards, Brady	Partner	1995	Litigation	\$1,860.00	5.70	\$10,602.00
Nes, W. Brad	Partner	2005	Litigation	\$1,330.00	0.60	\$798.00
Raskin, Jeffrey S	Partner	1993	Litigation	\$1,430.00	17.20	\$24,596.00
Shim, David K.	Associate	2016	Finance	\$985.00	1.60	\$1,576.00
Gonzales, Rachael T.	Associate	2022	Finance	\$710.00	8.90	\$6,319.00
				Total	45.10	57,932.50

The Morgan Lewis paraprofessionals who rendered professional services in this chapter 11 case during the Fee Period include:

Paraprofessional	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Guzzi, Tiffany A.	Paralegal	Litigation	\$490.00	3.70	\$1,813.00
			Total	3.70	\$1,813.00

EXHIBIT C

Summary of Expenses Incurred During the Fee Period

Type	Expenses
Air Travel	\$2,182.54
Court Reporter	\$10,280.63
Court Transcripts	\$237.00
Data Services Active	\$1,740.80
Litigation Support Vendors	\$5,134.18
User Fees (Monthly) – Relativity	\$2,090.00
Videographers	\$2,595.00
Legal Research	\$69.00
<u>Total</u>	\$24,329.15

EXHIBIT D

Invoices

Morgan Lewis

Morgan, Lewis & Bockius LLP
1000 Louisiana Street, Suite 4000
Houston, TX 77002-5005
T +1.713.890.5000
F +1.713.890.5001
www.morganlewis.com
Fed Tax ID: 23-0891050

Hopeman Brothers, Inc.
c/o Hunton Andrews Kurth LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Attn: Tyler P. Brown and Henry P.
(Toby) Long, III
Richmond, Virginia 23219

Invoice Date: January 10, 2025
Invoice No. 5588017
Account No. 139505-0001

Summary of Services for the period ended December 31, 2024:

Re: Hopeman Creditors Committee

Fees	\$	59,745.50
Disbursements	\$	24,329.15
Total Current Period Charges	\$	84,074.65

Please refer to the table titled "**Detail of Outstanding Invoices**" which lists all other outstanding invoices for the matters referenced on this invoice.

Morgan Lewis

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Houston, TX 77002-5005
T +1.713.890.5000
F +1.713.890.5001
www.morganlewis.com
Fed Tax ID: 23-0891050

Invoice Date: January 10, 2025
Invoice No. 5588017
Account No. 139505-0001

Hopeman Brothers, Inc.
c/o Hunton Andrews Kurth LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Attn: Tyler P. Brown and Henry P.
(Toby) Long, III
Richmond, Virginia 23219

REMITTANCE COPY

Summary of Services for the period ended December 31, 2024:

Re: Hopeman Creditors Committee

Fees	\$	59,745.50
Disbursements	\$	24,329.15
Total Current Period Charges	\$	84,074.65

Please reference account and/or invoice number(s) on your remittance.

Please send your remittance to:
Morgan, Lewis & Bockius LLP
P. O. Box 8500 S-6050
Philadelphia, PA 19178-6050
Federal Tax ID 23-0891050

Or please wire your remittance to:
Wells Fargo Bank, N.A.
ABA# 121000248
Morgan, Lewis & Bockius LLP
Acct# 2100010985563
Swift Code: WFBIUS6S

For ACH transfers:
ABA# 031000503
Acct# 2100010985563
Reference account number

Remittance detail address
cashapplication@morganlewis.com

Morgan Lewis

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1000 Louisiana Street, Suite 4000
Houston, TX 77002-5005
T +1.713.890.5000
F +1.713.890.5001
www.morganlewis.com
Fed Tax ID: 23-0891050

Detail of Outstanding Invoices

The following table shows all other outstanding invoices for the matters being billed on this invoice.

Invoice Date	Invoice Number	Invoice Amount	Payments/Credits	Days Outstanding	Balance Due
10/18/24	5530494	238,023.66	0.00	84	238,023.66
11/15/24	5552180	309,570.64	0.00	56	309,570.64
12/13/24	5570374	438,370.93	0.00	28	438,370.93
TOTAL OUTSTANDING					\$ 985,965.23

Please reference account and/or invoice number(s) on your remittance.

Please send your remittance to:
Morgan, Lewis & Bockius LLP
P. O. Box 8500 S-6050
Philadelphia, PA 19178-6050
Federal Tax ID 23-0891050

Or please wire your remittance to:
Wells Fargo Bank, N.A.
ABA# 121000248
Morgan, Lewis & Bockius LLP
Acct# 2100010985563
Swift Code: WFBIUS6S

For ACH transfers:
ABA# 031000503
Acct# 2100010985563
Reference account number

Remittance detail address
cashapplication@morganlewis.com

Morgan Lewis

January 10, 2025
Page 1

Invoice No. 5588017
Account No. 139505-0001

Detail for Fee Services Rendered

Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
12/02/24	00	General	Evaluate case pleadings.	Guzzi, T. A.	490.00	0.30	147.00
12/03/24	10	Litigation	Analyze HII objection to settlement motions (.3) analyze proposed orders from debtor regarding term sheet (.3) and confer with Caplin team regarding next steps.(.2).	Cox, D.S.	1,265.00	0.80	1,012.00
12/03/24	00	General	Evaluate case pleadings.	Guzzi, T. A.	490.00	0.20	98.00
12/03/24	10	Litigation	Review and revise draft Agreed Order Continuing the Hearing on the Chubb Insurer Settlement Motion and Motion for Mediation on the Chubb Settlement Motion.	Nes, W. B.	1,330.00	0.30	399.00
12/04/24	10	Litigation	Prepare for and conduct call with Caplin team regarding status of proposed orders and telephone conference with T. Branham regarding same.	Cox, D.S.	1,265.00	0.80	1,012.00
12/04/24	10	Litigation	Conference call with Caplin team and Morgan Lewis team regarding litigation strategy.	Nes, W. B.	1,330.00	0.30	399.00
12/05/24	07	Fee Applications - Self	Reviewing invoice proforma for November 2024 to prepare monthly statement.	Gonzales, R.	710.00	2.00	1,420.00
12/05/24	00	General	Evaluate case pleadings.	Guzzi, T. A.	490.00	0.20	98.00
12/06/24	00	General	Evaluate case pleadings.	Guzzi, T. A.	490.00	0.20	98.00

Morgan Lewis

January 10, 2025
Page 2

Invoice No. 5588017
Account No. 139505-0001

Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
12/09/24	10	Litigation	Telephone conferences and email exchanges with M. Clark and debtor's counsel regarding December 16th hearing.	Cox, D.S.	1,265.00	1.80	2,277.00
12/09/24	07	Fee Applications - Self	Reviewing invoices for interim application.	Gonzales, R.	710.00	0.40	284.00
12/09/24	00	General	Evaluate case pleadings.	Guzzi, T. A.	490.00	0.20	98.00
12/10/24	10	Litigation	Confer with B. Edwards and debtor's counsel regarding December 16th hearing,.	Cox, D.S.	1,265.00	0.60	759.00
12/10/24	10	Litigation	Analyze correspondence regarding hearings and strategy for same.	Edwards, B.	1,860.00	0.40	744.00
12/10/24	10	Litigation	Confer with Caplin and internal team regarding treatment of inquiries from non-committee member plaintiffs' counsel and related strategy issues.	Edwards, B.	1,860.00	0.90	1,674.00
12/10/24	10	Litigation	Prepare for and attend committee meeting, including numerous follow-up action items.	Edwards, B.	1,860.00	1.20	2,232.00
12/11/24	10	Litigation	Prepare for and conduct videoconferences with debtor counsel regarding proposed order and motion.	Cox, D.S.	1,265.00	1.30	1,644.50
12/11/24	10	Litigation	Work with team to formulate strategy and prepare for upcoming hearings.	Edwards, B.	1,860.00	1.00	1,860.00
12/11/24	07	Fee Applications - Self	Drafting second interim application.	Gonzales, R.	710.00	2.00	1,420.00

Morgan Lewis

January 10, 2025
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Invoice No. 5588017
Account No. 139505-0001

Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
12/11/24	07	Fee Applications - Self	Correspondence with billing regarding fee application.	Gonzales, R.	710.00	0.40	284.00
12/11/24	07	Fee Applications - Self	Preparing and reviewing the invoices for the monthly fee statement.	Gonzales, R.	710.00	1.20	852.00
12/11/24	00	General	Conferences concerning hearing on motion to approve the Certain Settling Insurers' settlement agreement.	Raskin, J. S.	1,430.00	0.80	1,144.00
12/12/24	10	Litigation	Prepare for and attend status conference (1.0) and related follow-up (.7).	Cox, D.S.	1,265.00	1.70	2,150.50
12/12/24	10	Litigation	Work with team regarding strategy for upcoming video conference with court.	Edwards, B.	1,860.00	0.20	372.00
12/12/24	07	Fee Applications - Self	Correspondence with billing regarding fee application.	Gonzales, R.	710.00	0.20	142.00
12/12/24	07	Fee Applications - Self	Begin preparing second interim fee application.	Gonzales, R.	710.00	1.00	710.00
12/12/24	00	General	Evaluate case pleadings.	Guzzi, T. A.	490.00	0.40	196.00
12/13/24	10	Litigation	Analyze revisions to proposed order and email to Caplin/MLB teams regarding same.	Cox, D.S.	1,265.00	0.30	379.50
12/13/24	00	General	Evaluate case pleadings.	Guzzi, T. A.	490.00	0.20	98.00
12/15/24	10	Litigation	Exchange emails with T. Phillips regarding request from M. Clark.	Cox, D.S.	1,265.00	0.30	379.50
12/15/24	10	Litigation	Correspondence and telephone conferences with committee members' counsel regarding issues related to upcoming Chubb mediation.	Edwards, B.	1,860.00	0.40	744.00

Morgan Lewis

January 10, 2025
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Invoice No. 5588017
Account No. 139505-0001

Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
12/15/24	16	Travel	Travel from San Francisco to Richmond, Virginia to attend hearing on motion to approve the Certain Settling Insurers settlement agreement. (9 hrs total travel time - billed at half-time for non-working travel)	Raskin, J. S.	1,430.00	4.50	6,435.00
12/16/24	10	Litigation	Attend hearing and analyze revisions to proposed order.	Cox, D.S.	1,265.00	3.20	4,048.00
12/16/24	10	Litigation	Work on strategy for approval hearing and next steps.	Edwards, B.	1,860.00	0.90	1,674.00
12/16/24	07	Fee Applications - Self	Preparing interim fee application.	Gonzales, R.	710.00	1.00	710.00
12/16/24	00	General	Evaluate case pleadings.	Guzzi, T. A.	490.00	0.30	147.00
12/16/24	00	General	Attend hearing on motion to approve the Resolute settlement (6.0); communications concerning the hearing on the motion to approve the Resolute settlement (1.0).	Raskin, J. S.	1,430.00	7.00	10,010.00
12/17/24	07	Fee Applications - Self	Correspond with MLB working group regarding monthly fee statement.	Gonzales, R.	710.00	0.10	71.00
12/17/24	00	General	Evaluate case pleadings.	Guzzi, T. A.	490.00	0.40	196.00
12/17/24	16	Travel	Travel from Richmond, VA to San Francisco in connection with hearing on motion to approve the Resolute settlement. (9 hrs total travel time - billed at half-time for non-working travel)	Raskin, J. S.	1,430.00	4.50	6,435.00
12/18/24	08	Objections - Fee/Retention Applications	Prepare invoice for fee application.	Edwards, B.	1,860.00	0.40	744.00

Morgan Lewis

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Invoice No. 5588017
Account No. 139505-0001

Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
12/18/24	00	General	Evaluate case pleadings.	Guzzi, T. A.	490.00	0.20	98.00
12/18/24	00	General	Communications concerning contents of proposed order approving the Resolute settlement.	Raskin, J. S.	1,430.00	0.40	572.00
12/18/24	07	Fee Applications - Self	Review the draft and data sent by R. Gonzales regarding November monthly statement (.1); Confer with R. Gonzales regarding November monthly statement (.2); Revise the draft of November monthly statement and exhibits thereto (.1); Confer with B. Edwards regarding the November monthly statement (.1).	Shim, D. K.	985.00	0.50	492.50
12/19/24	07	Fee Applications - Self	Correspond with MLB working group regarding monthly fee statement.	Gonzales, R.	710.00	0.20	142.00
12/19/24	07	Fee Applications - Self	Confer with the committee's counsel regarding MLB monthly statement (.3); Confer with R. Gonzales regarding LEDES files (.1).	Shim, D. K.	985.00	0.40	394.00
12/20/24	07	Fee Applications - Self	Confer with D. Shim and N. Miller regarding fee application.	Cox, D.S.	1,265.00	0.30	379.50

Morgan Lewis

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Invoice No. 5588017
Account No. 139505-0001

Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
12/20/24	07	Fee Applications - Self	Review the draft November monthly statement based on comments received from the committee's counsel (.1); Confer with R. Gonzales regarding the committee's comments on the draft November monthly statement (.1); Confer with K. Cooper regarding the revised invoice (.1); Confer with the committee's counsel regarding the November monthly statement (.3); Confer with D. Cox regarding the monthly statement (.1).	Shim, D. K.	985.00	0.70	689.50
12/23/24	00	General	Evaluate case pleading and communicate with court reporter regarding hearing transcript order.	Guzzi, T. A.	490.00	0.50	245.00
12/24/24	07	Fee Applications - Self	Correspondence related to fee applications.	Gonzales, R.	710.00	0.40	284.00
12/24/24	00	General	Evaluate case pleadings.	Guzzi, T. A.	490.00	0.20	98.00
12/26/24	00	General	Evaluate case pleadings.	Guzzi, T. A.	490.00	0.20	98.00
12/30/24	00	General	Evaluate case pleadings.	Guzzi, T. A.	490.00	0.20	98.00
12/31/24	10	Litigation	Analyze HII appellate filings.	Edwards, B.	1,860.00	0.30	558.00
Matter Total						48.80	\$ 59,745.50

Morgan Lewis

January 10, 2025
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Invoice No. 5588017
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Summary for Fee Services Rendered

	Hours	Rate	Amount
PARTNER			
Cox, D.S.	11.10	1,265.00	14,041.50
Edwards, B.	5.70	1,860.00	10,602.00
Nes, W. B.	0.60	1,330.00	798.00
Raskin, J. S.	17.20	1,430.00	24,596.00
ASSOCIATE			
Gonzales, R.	8.90	710.00	6,319.00
Shim, D. K.	1.60	985.00	1,576.00
PARALEGAL			
Guzzi, T. A.	3.70	490.00	1,813.00
Matter Total	48.80		\$ 59,745.50

Morgan Lewis

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Invoice No. 5588017
Account No. 139505-0001

Disbursements and Other Related Charges Incurred on Your Behalf

Date	Name	Description	Amount
11/20/24	Cox, David S	Litigation Support Vendor Charges - Veritext - Transcript services for witness Christopher Lascell	5,134.18
11/21/24	Nes, W. Brad	Videographers - Veritext - Videographer	1,695.00
12/03/24	Popecki, Christopher	WestLaw	69.00
12/10/24	Raskin, Jeffrey S	Court Reporter - Veritext - Deposition of Ron Van Epps and corporate designee.	5,524.06
12/10/24	Raskin, Jeffrey S	Court Reporter - Veritext - Deposition of Ronald Van Epps	2,326.00
12/11/24	Raskin, Jeffrey S	Air GVYHES : 4456041488 : 2024-12-15 - 2024-12-17 : RASKIN/JEFFREY-->SFODENRICIADSFO : Billable	132.99
12/11/24	Raskin, Jeffrey S	Air GVYHES : 016 7165440459 : 2024-12-15 - 2024-12-17 : RASKIN/JEFFREY-->SFODENRICIADSFO : Billable	2,012.56
12/11/24	Raskin, Jeffrey S	Air GVYHES : 4456041482 : 2024-12-15 - 2024-12-17 : RASKIN/JEFFREY-->SFODENRICIADSFO : Billable	36.99
12/11/24	Nes, W. Brad	Videographers - Veritext - Videographer	900.00
12/23/24	Raskin, Jeffrey S	Court Transcripts - eScribers, LLC - - - Transcript fee for motions hearing on December 16, 2024.	237.00
12/25/24	Nes, W. Brad	Court Reporter - Veritext - Depo. of Ross Mishkin	2,430.57
12/31/24	eData Services, eData Services	eData User Fees (Monthly) - Relativity fee; December; 22.00 User	2,090.00
12/31/24	Data Services, Data Services	Data Services Active - R fee; December; 87.04 GB	1,740.80
Total Disbursements			\$ 24,329.15

Morgan Lewis

January 10, 2025
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Invoice No. 5588017
Account No. 139505-0001

**Summary of Disbursements and Other Related Charges
Incurred on Your Behalf**

Description	Amount
Air	2,182.54
Litigation Support Vendor Charges	5,134.18
Court Reporter	10,280.63
Court Transcripts	237.00
Videographers	2,595.00
Westlaw Charges	69.00
Data Services Active - R	1,740.80
User Fees (Monthly) - Relativity	2,090.00
Total Disbursements	\$ 24,329.15

CAPLIN & DRYSDALE, CHARTERED

Kevin C. Maclay (admitted *pro hac vice*)
Todd E. Phillips (admitted *pro hac vice*)
Jeffrey A. Liesemer (VSB No. 35918)
Nathaniel R. Miller (admitted *pro hac vice*)
1200 New Hampshire Avenue, NW, 8th Floor
Washington, DC 20036
Telephone: (202) 862-5000

Counsel for the Official Committee of Unsecured Creditors

MORGAN, LEWIS & BOCKIUS LLP

Brady Edwards (admitted *pro hac vice*)
1000 Louisiana Street, Suite 4000
Houston, TX 77002-5006
Telephone: (713) 890-5000

W. Brad Nes (admitted *pro hac vice*)
1717 Main Street, Suite 3200
Dallas, TX 75201-7347
Telephone: (214) 466-4000

Jeffrey S. Raskin (admitted *pro hac vice*)
One Market, Spear Street Tower, 28th Floor
San Francisco, CA 94105-1596
Telephone: (415) 442-1000

Special Insurance Counsel for the Official Committee of Unsecured Creditors

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**SIXTH MONTHLY FEE STATEMENT OF
MORGAN, LEWIS & BOCKIUS LLP AS SPECIAL
INSURANCE COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS FOR ALLOWANCE OF COMPENSATION FOR
SERVICE RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD OF JANUARY 1, 2025 THROUGH JANUARY 31, 2025**

Name of Applicant:	Morgan, Lewis & Bockius LLP
Name of Client:	Official Committee of Unsecured Creditors
Date of Retention Order Entered:	October 4, 2024, effective as of July 29, 2024 [Docket No. 269]
Time Period Covered:	January 1, 2025 through January 31, 2025
Total Fees Requested:	\$116,176.40 (80% of \$145,220.50)
Total Expenses Requested:	\$7,967.86

Type of Fee Statement:	Monthly ¹
------------------------	----------------------

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 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**”), Morgan, Lewis & Bockius LLP (“**Morgan Lewis**”), as special insurance counsel for the Official Committee of Unsecured Creditors (the “**Committee**”) of Hopeman Brothers, Inc. (the “**Debtor**”), hereby submits this monthly fee statement (the “**Monthly Fee Statement**”) for the reasonable and necessary legal services rendered by Morgan Lewis for the period January 1, 2025 through January 31, 2025 (the “**Fee Period**”) and reimbursement of the actual and necessary expenses that Morgan Lewis incurred during the Fee Period. By this Monthly Fee Statement, Morgan Lewis seeks payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$124,144.26, consisting of (i) \$116,176.40, which is 80% of the fees incurred by the Committee for reasonable and necessary professional services rendered by Morgan Lewis during the Fee Period, and (ii) \$7,967.86 for actual and necessary costs and expenses.

Itemization of Services Rendered and Disbursement Incurred

1. In support of this Monthly Fee Statement, Morgan Lewis has attached the following:
 - a. **Exhibit A** is a summary of schedule of hours and fees covered by this Monthly Fee Statement, categorized by project code.

¹ 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 set forth in this Monthly Fee Statement shall be addressed in accordance with the Interim Compensation Order.

- b. **Exhibit B** is a summary schedule of the time expended by all Morgan Lewis professionals and paraprofessionals engaged in the representation of the Committee during the Fee Period.
- c. **Exhibit C** is a summary of the expenses incurred by Morgan Lewis during the Fee Period.
- d. **Exhibit D** includes detailed invoices for the hours expended and fees incurred by Morgan Lewis professionals and paraprofessionals during the Fee Period.

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. Morgan Lewis 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 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.

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WHEREFORE, Morgan Lewis respectfully requests payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$124,392.26, consisting of (i) \$116,424.40, which is 80% of the fees incurred by the Committee for reasonable and necessary professional services rendered by Morgan Lewis during the Fee Period, and (ii) \$7,967.86 for actual and necessary costs and expenses.

Dated: February 21, 2025

By: /s/ Brady Edwards
Brady Edwards
MORGAN, LEWIS & BOCKIUS LLP
1000 Louisiana Street, Suite 4000
Houston, TX 77002-5006
Telephone: (713) 890-5000
Email: brady.edwards@morganlewis.com

ELECTRONICALLY FILED BY:

/s/ Jeffrey A. Liesemer
CAPLIN & DRYSDALE, CHARTERED
Jeffrey A. Liesemer (VSB No. 35918)
1200 New Hampshire Avenue, NW, 8th Floor
Washington, DC 20036
Telephone: (202) 862-5000
Email: jliesemer@capdale.com

Counsel for the Official Committee of Unsecured Creditors

EXHIBIT A

Statement of Fees by Subject Matter During the Fee Period

Task Code	Matter Description	Hours	Fees Requested
00	General	23.70	\$30,753.00
04	Case Administration & Calendar Control	1.20	\$1,320.00
07	Fee Application – Self	10.60	\$10,905.00
08	Objections – Fee/Retention Applications	0.90	\$1,175.00
10	Litigation	53.60	\$84,060.00
16	Non-Working Travel ¹	9.90	\$17,007.50
<u>TOTAL</u>		<u>99.90</u>	<u>\$145,220.50</u>

¹ 50% rate applied where time is charged for non-working travel.

EXHIBIT B

Professionals Rendering Services During the Fee Period

The Morgan Lewis attorneys who rendered professional services in this chapter 11 case during the Fee Period include:

Professional	Position	First Bar Date	Section	Hourly Billing Rate	Total Hours Billed	Total Compensation
Cox, David S.	Partner	1995	Litigation	\$1,375.00	37.40	\$51,425.00
Edwards, Brady	Partner	1995	Litigation	\$2,025.00	19.50	\$39,487.50
Nes, W. Brad	Partner	2005	Litigation	\$1,450.00	1.20	\$1,740.00
Raskin, Jeffrey S.	Partner	1993	Litigation	\$1,550.00	24.30	\$37,665.00
DeSantis, Celine M.	Associate	2022	Finance	\$850.00	2.50	\$2,125.00
Gonzales, Rachael	Associate	2022	Finance	\$850.00	1.40	\$1,190.00
Shim, David	Associate	2016	Finance	\$1,100.00	7.80	\$8,580.00
				Total	94.30	\$142,212.50

The Morgan Lewis paraprofessionals who rendered professional services in this chapter 11 case during the Fee Period include:

Paraprofessional	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Guzzi, Tiffany A.	Paralegal	Litigation	\$520.00	5.60	\$2,912.00
Weiss, Simone F.	Paralegal	Litigation	\$480.00	0.20	\$96.00
			Total	5.80	\$3,008.00

EXHIBIT C

Summary of Expenses Incurred During the Fee Period

Type	Expenses
Air Travel	\$2,012.78
Business Meals	\$93.02
Data Services – R	\$1,740.80
Hotel	\$1,663.97
Taxi	\$543.04
User Fees (Monthly) – Relativity	\$1,520.00
Legal Research	\$394.25
<u>Total</u>	\$7,967.86

EXHIBIT D

Invoices

Morgan Lewis

Morgan, Lewis & Bockius LLP
1000 Louisiana Street, Suite 4000
Houston, TX 77002-5005
T +1.713.890.5000
F +1.713.890.5001
www.morganlewis.com
Fed Tax ID: 23-0891050

Invoice Date: February 14, 2025
Invoice No. 5608788
Account No. 139505-0001

Hopeman Brothers, Inc.
c/o Hunton Andrews Kurth LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Attn: Tyler P. Brown and Henry P. (Toby) Long, III
Richmond, VA 23219

Summary of Services for the period ended January 31, 2025:

Re: Hopeman Creditors Committee

Fees	\$	145,220.50
Disbursements	\$	7,967.86
Total Current Period Charges	\$	153,188.36

Please refer to the table titled "**Detail of Outstanding Invoices**" which lists all other outstanding invoices for the matters referenced on this invoice.

Morgan Lewis

Morgan, Lewis & Bockius LLP
1000 Louisiana Street, Suite 4000
Houston, TX 77002-5005
T +1.713.890.5000
F +1.713.890.5001
www.morganlewis.com
Fed Tax ID: 23-0891050

Invoice Date: February 14, 2025
Invoice No. 5608788
Account No. 139505-0001

REMITTANCE COPY

Hopeman Brothers, Inc.
c/o Hunton Andrews Kurth LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Attn: Tyler P. Brown and Henry P. (Toby) Long, III
Richmond, VA 23219

Summary of Services for the period ended January 31, 2025:

Re: Hopeman Creditors Committee

Fees	\$	145,220.50
Disbursements	\$	7,967.86
Total Current Period Charges	\$	153,188.36

Please reference account and/or invoice number(s) on your remittance.

Please send your remittance to:
Morgan, Lewis & Bockius LLP
P. O. Box 8500 S-6050
Philadelphia, PA 19178-6050
Federal Tax ID 23-0891050

Or please wire your remittance to:
Wells Fargo Bank, N.A.
ABA# 121000248
Morgan, Lewis & Bockius LLP
Acct# 2100010985563
Swift Code: WFBIUS6S

For ACH transfers:
ABA# 031000503
Acct# 2100010985563
Reference account number

Remittance detail address
cashapplication@morganlewis.com

Morgan Lewis

Morgan, Lewis & Bockius LLP
 1000 Louisiana Street, Suite 4000
 Houston, TX 77002-5005
 T +1.713.890.5000
 F +1.713.890.5001
 www.morganlewis.com
 Fed Tax ID: 23-0891050

Detail of Outstanding Invoices

The following table shows all other outstanding invoices for the matters being billed on this invoice.

Invoice Date	Invoice Number	Invoice Amount	Payments/Credits	Days Outstanding	Balance Due
10/18/24	5530494	238,023.66	1,700.00	119	236,323.66
11/15/24	5552180	309,570.64	1,700.00	91	307,870.64
12/13/24	5570374	438,370.93	1,700.00	63	436,670.93
01/10/25	5588017	84,074.65	0.00	35	84,074.65
TOTAL OUTSTANDING					\$ 1,064,939.88

Please reference account and/or invoice number(s) on your remittance.

Please send your remittance to:
Morgan, Lewis & Bockius LLP
 P. O. Box 8500 S-6050
 Philadelphia, PA 19178-6050
 Federal Tax ID 23-0891050

Or please wire your remittance to:
Wells Fargo Bank, N.A.
 ABA# 121000248
 Morgan, Lewis & Bockius LLP
 Acct# 2100010985563
 Swift Code: WFBIUS6S

For ACH transfers:
 ABA# 031000503
 Acct# 2100010985563
 Reference account number

Remittance detail address
 cashapplication@morganlewis.com

Morgan Lewis

February 14, 2025
Page 1

Invoice No. 5608788
Account No. 139505-0001

Detail for Fee Services Rendered

Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
01/02/25	10	Litigation	Analyze HII motions and email to Caplin and MLB teams regarding mediation.	Cox, D.S. assume .3 for mediation	1,375.00	0.60	825.00
01/02/25	00	General	Evaluate case pleadings and information regarding settlement with insurers.	Guzzi, T. A.	520.00	0.60	312.00
01/02/25	00	General	Analyze and comment on HII's motion to stay pending appeal.	Raskin, J. S.	1,550.00	0.70	1,085.00
01/03/25	10	Litigation	Analyze December 16th transcript, videoconference with Caplin team regarding mediation and email to T. Branham and L. Busch regarding same.	Cox, D.S.	1,375.00	2.60	3,575.00
01/03/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.20	104.00
01/03/25	10	Litigation	Confer with ML team and Caplin team regarding mediation.	Nes, W. B.	1,450.00	0.40	580.00
01/03/25	00	General	Conference with Committee's counsel concerning mediation issues.	Raskin, J. S.	1,550.00	0.40	620.00
01/06/25	10	Litigation	Prepare for and participate in videoconferences with Debtor counsel and Judge Huennkens regarding mediation and confer with MLB team regarding same.	Cox, D.S.	1,375.00	3.50	4,812.50
01/06/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.20	104.00

Morgan Lewis

February 14, 2025
Page 2

Invoice No. 5608788
Account No. 139505-0001

Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
01/06/25	00	General	Conference with Hopeman's counsel concerning mediation (0.5); conference with Committee counsel concerning mediation (0.3); conference with mediator and others concerning mediation (0.5).	Raskin, J. S.	1,550.00	1.30	2,015.00
01/06/25	04	Case Administration & Calendar Control	Review the chapter 11 docket of Hopeman (.1).	Shim, D. K.	1,100.00	0.10	110.00
01/07/25	10	Litigation	Prepare for and attend committee meeting.	Edwards, B.	2,025.00	0.50	1,012.50
01/07/25	00	General	Evaluate case pleadings and notice of hearing.	Guzzi, T. A.	520.00	0.50	260.00
01/08/25	10	Litigation	Prepare correspondence to B. Edwards and J. Raskin regarding mediation strategy.	Cox, D.S.	1,375.00	0.40	550.00
01/08/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.30	156.00
01/09/25	10	Litigation	Analyze mediation issues and prepare for conference with Caplin team.	Cox, D.S.	1,375.00	0.90	1,237.50
01/09/25	07	Fee Applications - Self	Review the invoice for the monthly fee statement.	Gonzales, R.	850.00	1.00	850.00
01/09/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.20	104.00
01/09/25	00	General	Evaluate historic settlement documentation in preparation for mediation.	Guzzi, T. A.	520.00	0.70	364.00
01/09/25	00	General	Analyze and comment on potential mediation demand based on prior expert work on the value of the Chubb policies.	Raskin, J. S.	1,550.00	2.00	3,100.00

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Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
01/10/25	10	Litigation	Confer with B. Edwards regarding mediation strategy (.3) and prepare for and conduct videoconference with MLB and Caplin teams regarding same (1.0).	Cox, D.S.	1,375.00	1.30	1,787.50
01/10/25	10	Litigation	Attend video conference to formulate settlement demand for upcoming mediation, including telephone conferences with committee members' counsel.	Edwards, B.	2,025.00	1.10	2,227.50
01/10/25	07	Fee Applications - Self	Correspondence with ML working group regarding fee application.	Gonzales, R.	850.00	0.40	340.00
01/10/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.20	104.00
01/10/25	10	Litigation	Attend call with MLB and Caplin teams regarding mediation strategy.	Nes, W. B.	1,450.00	0.30	435.00
01/10/25	00	General	Conference concerning mediation issues.	Raskin, J. S.	1,550.00	0.70	1,085.00
01/10/25	04	Case Administration & Calendar Control	Review chapter 11 docket (.1).	Shim, D. K.	1,100.00	0.10	110.00
01/10/25	07	Fee Applications - Self	Confer with MLB working group regarding second interim fee application (.3); review the compensation procedures order and the monthly fee statements in preparation for the second interim fee application (.3).	Shim, D. K.	1,100.00	0.60	660.00
01/11/25	07	Fee Applications - Self	Analyze and revise fee application.	Cox, D.S.	1,375.00	0.30	412.50
01/11/25	07	Fee Applications - Self	Analyze data for second interim fee application (.4).	Shim, D. K.	1,100.00	0.40	440.00

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Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
01/11/25	07	Fee Applications - Self	Correspondence with MLB working group regarding second interim fee application (.3).	Shim, D. K.	1,100.00	0.30	330.00
01/11/25	07	Fee Applications - Self	Revise second interim fee application, proposed order, and exhibits (1.3).	Shim, D. K.	1,100.00	1.30	1,430.00
01/11/25	07	Fee Applications - Self	Analyze draft second interim fee application and exhibits (.2).	Shim, D. K.	1,100.00	0.20	220.00
01/11/25	07	Fee Applications - Self	Analyze monthly fee statements for the second interim fee period (.3).	Shim, D. K.	1,100.00	0.30	330.00
01/12/25	10	Litigation	Analyze draft mediation statement.	Nes, W. B.	1,450.00	0.50	725.00
01/13/25	10	Litigation	Analyze and revise mediation brief.	Cox, D.S.	1,375.00	1.80	2,475.00
01/13/25	08	Objections - Fee/Retention Applications	Work on revised fee application.	Edwards, B.	2,025.00	0.20	405.00
01/13/25	10	Litigation	Prepare for upcoming mediation.	Edwards, B.	2,025.00	0.90	1,822.50
01/13/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.20	104.00
01/13/25	00	General	Prepare revisions and additions to mediation statement.	Raskin, J. S.	1,550.00	2.50	3,875.00
01/13/25	07	Fee Applications - Self	Correspond with MLB working group and Caplin regarding MLB's second interim fee application and exhibits (.8); revise MLB's second interim fee application and exhibits (.4).	Shim, D. K.	1,100.00	1.20	1,320.00
01/14/25	10	Litigation	Analyze and revise Hopeman mediation brief and exchange correspondence with N. Miller regarding same.	Cox, D.S.	1,375.00	2.80	3,850.00

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Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
01/14/25	10	Litigation	Prepare for and conduct telephone conferences with counsel for committee members: T. Branham (Dean Omar) and L. Busch (Simmons).	Edwards, B.	2,025.00	0.40	810.00
01/14/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.50	260.00
01/14/25	00	General	Conference concerning mediation and other settlement issues.	Raskin, J. S.	1,550.00	0.50	775.00
01/14/25	00	General	Analyze and comment on impairments of Hopeman's London and Travelers' coverage.	Raskin, J. S.	1,550.00	1.30	2,015.00
01/14/25	00	General	Communications with the Committee's counsel concerning mediation statement.	Raskin, J. S.	1,550.00	0.50	775.00
01/14/25	07	Fee Applications - Self	Correspond with Caplin regarding MLB's second interim fee application and exhibits (.1); revise MLB's second interim fee application and exhibits based on correspondence with Caplin for filing with the court (.2).	Shim, D. K.	1,100.00	0.30	330.00
01/15/25	10	Litigation	Revise mediation brief and exchange correspondence with N. Miller regarding same.	Cox, D.S.	1,375.00	0.60	825.00
01/15/25	10	Litigation	Prepare for mediation.	Edwards, B.	2,025.00	0.30	607.50
01/15/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.30	156.00
01/15/25	07	Fee Applications - Self	Correspond with MLB working group regarding December monthly fee statement (.1); correspond with MLB working group regarding the as-filed version of MLB's second interim fee application (.1).	Shim, D. K.	1,100.00	0.20	220.00

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Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
01/16/25	10	Litigation	Prepare for meeting with mediator.	Cox, D.S.	1,375.00	1.30	1,787.50
01/16/25	10	Litigation	Analyze mediation materials.in preparation for upcoming mediation.	Edwards, B.	2,025.00	0.90	1,822.50
01/16/25	00	General	Communication with insurance expert concerning the Mermelstein report submitted by Chubb.	Raskin, J. S.	1,550.00	0.50	775.00
01/17/25	07	Fee Applications - Self	Confer with D. Shim and B. Edwards regarding finalization of fee application.	Cox, D.S.	1,375.00	0.30	412.50
01/17/25	10	Litigation	Video conference with M. Clark and Caplin team regarding case status and prepare for mediation.	Cox, D.S.	1,375.00	1.20	1,650.00
01/17/25	07	Fee Applications - Self	Correspond with MLB working group regarding December monthly fee statement (.2); review and revise December monthly fee statement (.1); finalize December monthly fee statement and correspond with committee's counsel regarding the same (.2).	Shim, D. K.	1,100.00	0.50	550.00
01/20/25	10	Litigation	Prepare for and attend meeting with mediator in anticipation of mediation.	Cox, D.S.	1,375.00	1.60	2,200.00
01/20/25	16	Travel	Travel from Houston to Washington DC for upcoming mediation (due to blizzard). (4 hrs total travel time - billed at half-time for non-working travel).	Edwards, B.	2,025.00	2.00	4,050.00
01/20/25	10	Litigation	Prepare for and conduct introductory video conference with court-appointed mediator.	Edwards, B.	2,025.00	0.80	1,620.00

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Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
01/21/25	10	Litigation	Prepare for mediation and email to J. Raskin and B. Edwards regarding same.	Cox, D.S.	1,375.00	3.00	4,125.00
01/21/25	10	Litigation	Meet with Caplin team to prepare for upcoming mediation.	Edwards, B.	2,025.00	1.20	2,430.00
01/21/25	10	Litigation	Prepare for mediation.	Edwards, B.	2,025.00	1.80	3,645.00
01/21/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.30	156.00
01/21/25	16	Travel	Travel to Richmond, VA for mediation with debtor and Chubb. (7.5 hrs total travel time - billed at half-time for non-working travel).	Raskin, J. S.	1,550.00	3.70	5,735.00
01/21/25	00	General	Discuss mediation strategy with Committee's lawyers.	Raskin, J. S.	1,550.00	1.20	1,860.00
01/21/25	07	Fee Applications - Self	Revise the draft December monthly fee statement based on correspondence with the Committee's counsel and MLB working group (.3).	Shim, D. K.	1,100.00	0.30	330.00
01/22/25	10	Litigation	Prepare for and attend mediation.	Cox, D.S.	1,375.00	4.30	5,912.50
01/22/25	10	Litigation	Attend mediation with Judge Huennekens and attend to post-mediation issues.	Edwards, B.	2,025.00	6.40	12,960.00
01/22/25	16	Travel	Return travel from mediation (Richmond to Charlotte due to weather). (3 hrs total travel time - billed at half-time for non-working travel).	Edwards, B.	2,025.00	1.50	3,037.50
01/22/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.40	208.00
01/22/25	00	General	Internal communications concerning mediation with Debtor and Chubb.	Raskin, J. S.	1,550.00	0.80	1,240.00

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Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
01/22/25 16	Travel		Travel from Richmond, VA for mediation with Debtor and Chubb. (5.5 hrs total travel time - billed at half-time for non-working travel).	Raskin, J. S.	1,550.00	2.70	4,185.00
01/22/25 00	General		Attend mediation with Debtor and Chubb.	Raskin, J. S.	1,550.00	4.00	6,200.00
01/22/25 07	Fee Applications - Self		Correspond with U.S. Trustee regarding LEDES files (.1); correspond with MLB working group regarding LEDES files (.2).	Shim, D. K.	1,100.00	0.30	330.00
01/23/25 10	Litigation		Analyze Chubb coverage and settlements for mediation.	Cox, D.S.	1,375.00	2.50	3,437.50
01/23/25 00	General		Evaluate case pleadings.	Guzzi, T. A.	520.00	0.40	208.00
01/24/25 10	Litigation		Analyze mediation issues and post mediation strategy.	Cox, D.S.	1,375.00	1.50	2,062.50
01/24/25 07	Fee Applications - Self		Review internal correspondence regarding fee applications.	DeSantis, C. M.	850.00	0.30	255.00
01/24/25 00	General		Evaluate case pleadings.	Guzzi, T. A.	520.00	0.20	104.00
01/24/25 08	Objections - Fee/Retention Applications		Correspond with MLB working group and the U.S. Trustee regarding MLB's second interim fee application.	Shim, D. K.	1,100.00	0.30	330.00
01/24/25 04	Case Administration & Calendar Control		Correspond with C. DeSantis regarding next steps.	Shim, D. K.	1,100.00	0.50	550.00
01/26/25 10	Litigation		Analyze proposed term sheet and correspondence to Caplin team regarding same.	Cox, D.S.	1,375.00	2.00	2,750.00

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Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
01/27/25	10	Litigation	Analyze proposed term sheet and video conference with Caplin team regarding same.	Cox, D.S.	1,375.00	3.20	4,400.00
01/27/25	00	General	Conference with Committee counsel concerning 524(g) term sheet.	Raskin, J. S.	1,550.00	0.50	775.00
01/27/25	00	General	Circulate recent filings to team.	Weiss, S. F.	480.00	0.20	96.00
01/28/25	10	Litigation	Prepare for and attend committee meeting.	Edwards, B.	2,025.00	0.40	810.00
01/28/25	00	General	Attend weekly Committee meeting.	Raskin, J. S.	1,550.00	0.50	775.00
01/28/25	08	Objections - Fee/Retention Applications	Correspond with Committee's counsel and MLB working group regarding tax forms (.1); correspond with U.S. Trustee regarding MLB second interim fee application (.1).	Shim, D. K.	1,100.00	0.20	220.00
01/29/25	07	Fee Applications - Self	Exchange correspondence with D. Shim regarding fee application.	Cox, D.S.	1,375.00	0.20	275.00
01/29/25	10	Litigation	Analyze revisions to 524g term sheet and analyze Chubb coverage issues.	Cox, D.S.	1,375.00	1.20	1,650.00
01/29/25	07	Fee Applications - Self	Telephone conference with D. Shim regarding order granting second interim fee application.	DeSantis, C. M.	850.00	0.20	170.00
01/29/25	07	Fee Applications - Self	Revise proposed order granting second interim fee application (.6); internal correspondence regarding same and correspondence with UST regarding same (.6).	DeSantis, C. M.	850.00	1.20	1,020.00

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Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
01/29/25	10	Litigation	Work with David Cox to formulate strategy for next steps in ongoing mediation with Judge Huennekens.	Edwards, B.	2,025.00	0.30	607.50
01/29/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.20	104.00
01/29/25	00	General	Communications concerning 524(g) term sheet in connection with mediation.	Raskin, J. S.	1,550.00	0.50	775.00
01/29/25	04	Case Administration & Calendar Control	Correspond with MLB working group regarding case administration.	Shim, D. K.	1,100.00	0.50	550.00
01/29/25	08	Objections - Fee/Retention Applications	Correspond with C. DeSantis regarding U.S. Trustee's comments on MLB second interim fee application.	Shim, D. K.	1,100.00	0.10	110.00
01/30/25	10	Litigation	Confer with B. Edwards regarding mediation strategy.	Cox, D.S.	1,375.00	0.30	412.50
01/30/25	10	Litigation	Prepare for and conduct telephonic conference with mediator regarding settlement issues and related follow-up items.	Edwards, B.	2,025.00	0.80	1,620.00
01/30/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.20	104.00
01/31/25	07	Fee Applications - Self	Review sample fee application orders and revise Hopeman fee application to incorporate UST signature (.6); internal correspondence regarding same (.1); correspondence with UCC counsel regarding same (.1).	DeSantis, C. M.	850.00	0.80	680.00

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Date	Task	Task Description	Description	Timekeeper	Rate	Hours	Amount
01/31/25	08	Objections - Fee/Retention Applications	Correspond with C. DeSantis regarding MLB's revised proposed order for second interim fee application.	Shim, D. K.	1,100.00	0.10	110.00
Matter Total						99.90	\$ 145,220.50

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Summary for Fee Services Rendered

	Hours	Rate	Amount
PARTNER			
Cox, D.S.	37.40	1,375.00	51,425.00
Edwards, B.	19.50	2,025.00	39,487.50
Nes, W. B.	1.20	1,450.00	1,740.00
Raskin, J. S.	24.30	1,550.00	37,665.00
ASSOCIATE			
DeSantis, C. M.	2.50	850.00	2,125.00
Gonzales, R.	1.40	850.00	1,190.00
Shim, D. K.	7.80	1,100.00	8,580.00
PARALEGAL			
Guzzi, T. A.	5.60	520.00	2,912.00
Weiss, S. F.	0.20	480.00	96.00
Matter Total	99.90		\$ 145,220.50

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Disbursements and Other Related Charges Incurred on Your Behalf

Date	Name	Description	Amount
11/12/24	Cox, David S	Hotel - David S. Cox - for D. Cox while in Arizona for the Lascell Deposition.	628.77
11/12/24	Cox, David S	Taxi - David S. Cox - Transportation to the hotel from the airport for D. Cox while in Arizona for the Lascell Deposition.	35.22
11/13/24	Cox, David S	Taxi - David S. Cox - Transportation to Airport from the hotel for D. Cox while in Arizona for the Lascell Deposition.	38.24
12/15/24	Raskin, Jeffrey S	Air - JEFF RASKIN - line Bag Fee	40.00
12/15/24	Raskin, Jeffrey S	Business Meals - JEFF RASKIN - Breakfast and Lunch (2).	73.16
12/15/24	Raskin, Jeffrey S	Hotel - JEFF RASKIN - (Please note the gift shop expense of \$5.00 is for water.)	565.43
12/15/24	Raskin, Jeffrey S	Taxi - JEFF RASKIN - Lyft expenses.	224.94
01/17/25	Edwards, Brady	Air EAZAPQ : 016 7173156002 : 2025-01-21 - 2025-01-21 : EDWARDS/BRADY SHERROD-->IAHORDRIC : Billable	1,702.79
01/17/25	Raskin, Jeffrey S	Air JYLNZJ : 4465703268 : 2025-01-21 - 2025-01-21 : RASKIN/JEFFREY-->SFOIAD : Billable	189.99
01/21/25	Raskin, Jeffrey S	Business Meals - JEFF RASKIN - Lunch	19.86
01/21/25	Raskin, Jeffrey S	Taxi - JEFF RASKIN - Lyft	94.64
01/21/25	Raskin, Jeffrey S	Hotel - JEFF RASKIN -	469.77
01/21/25	Raskin, Jeffrey S	Taxi - JEFF RASKIN - There are two marked "Driver Gratuity." I needed to take car service from Dulles to Richmond and back. The travel agent did not know whether gratuities were included in their inauguration week high rates. The drivers said "no." I do not carry much cash, so I made paypal transfers to both. The screen shots are from my checking account online.	150.00
01/21/25	Raskin, Jeffrey S	Air - JEFF RASKIN - Bag Fees	80.00
01/22/25	Raskin, Jeffrey S	WestLaw	118.25
01/28/25	Raskin, Jeffrey S	WestLaw	276.00
01/31/25	eData Services, eData Services	eData User Fees (Monthly) - Relativity fee; January; 16.00 User	1,520.00
01/31/25	Data Services, Data Services	Data Services Active - R fee; January; 87.04 GB	1,740.80
Total Disbursements			\$ 7,967.86

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Summary of Disbursements and Other Related Charges
Incurred on Your Behalf

Description	Amount
Taxi	543.04
Hotel	1,663.97
Air	120.00
Air	1,892.78
Business Meals	93.02
Westlaw Charges	394.25
Data Services Active - R	1,740.80
User Fees (Monthly) - Relativity	1,520.00
Total Disbursements	\$ 7,967.86

CAPLIN & DRYSDALE, CHARTERED

Kevin C. Maclay (admitted *pro hac vice*)
Todd E. Phillips (admitted *pro hac vice*)
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Special Insurance Counsel for the Official Committee of Unsecured Creditors

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**SEVENTH MONTHLY FEE STATEMENT OF
MORGAN, LEWIS & BOCKIUS LLP AS SPECIAL
INSURANCE COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS FOR ALLOWANCE OF COMPENSATION FOR
SERVICE RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD OF FEBRUARY 1, 2025 THROUGH FEBRUARY 28, 2025**

Name of Applicant:	Morgan, Lewis & Bockius LLP
Name of Client:	Official Committee of Unsecured Creditors
Date of Retention Order Entered:	October 4, 2024, effective as of July 29, 2024 [Docket No. 269]
Time Period Covered:	February 1, 2025 through February 28, 2025
Total Fees Requested:	\$74,080.00 (80% of \$92,600.00)
Total Expenses Requested:	\$10,723.58

Type of Fee Statement:	Monthly ¹
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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 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**”), Morgan, Lewis & Bockius LLP (“**Morgan Lewis**”), as special insurance counsel for the Official Committee of Unsecured Creditors (the “**Committee**”) of Hopeman Brothers, Inc. (the “**Debtor**”), hereby submits this monthly fee statement (the “**Monthly Fee Statement**”) for the reasonable and necessary legal services rendered by Morgan Lewis for the period February 1, 2025 through February 28, 2025 (the “**Fee Period**”) and reimbursement of the actual and necessary expenses that Morgan Lewis incurred during the Fee Period. By this Monthly Fee Statement, Morgan Lewis seeks payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$84,803.58, consisting of (i) \$74,080.00, which is 80% of the fees incurred by the Committee for reasonable and necessary professional services rendered by Morgan Lewis during the Fee Period, and (ii) \$10,723.58 for actual and necessary costs and expenses.

Itemization of Services Rendered and Disbursement Incurred

1. In support of this Monthly Fee Statement, Morgan Lewis has attached the following:
 - a. **Exhibit A** is a summary of schedule of hours and fees covered by this Monthly Fee Statement, categorized by project code.

¹ 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 set forth in this Monthly Fee Statement shall be addressed in accordance with the Interim Compensation Order.

- b. **Exhibit B** is a summary schedule of the time expended by all Morgan Lewis professionals and paraprofessionals engaged in the representation of the Committee during the Fee Period.
- c. **Exhibit C** is a summary of the expenses incurred by Morgan Lewis during the Fee Period.
- d. **Exhibit D** includes detailed invoices for the hours expended and fees incurred by Morgan Lewis professionals and paraprofessionals during the Fee Period.

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. Morgan Lewis 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 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.

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WHEREFORE, Morgan Lewis respectfully requests payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$84,803.58, consisting of (i) \$74,080.00, which is 80% of the fees incurred by the Committee for reasonable and necessary professional services rendered by Morgan Lewis during the Fee Period, and (ii) \$10,723.58 for actual and necessary costs and expenses.

Dated: March 21, 2025

By: /s/ Brady Edwards
Brady Edwards
MORGAN, LEWIS & BOCKIUS LLP
1000 Louisiana Street, Suite 4000
Houston, TX 77002-5006
Telephone: (713) 890-5000
Email: brady.edwards@morganlewis.com

ELECTRONICALLY FILED BY:

/s/ Jeffrey A. Liesemer
CAPLIN & DRYSDALE, CHARTERED
Jeffrey A. Liesemer (VSB No. 35918)
1200 New Hampshire Avenue, NW, 8th Floor
Washington, DC 20036
Telephone: (202) 862-5000
Email: jliesemer@capdale.com

Counsel for the Official Committee of Unsecured Creditors

EXHIBIT A

Statement of Fees by Subject Matter During the Fee Period

Task Code	Matter Description	Hours	Fees Requested
00	General	2.00	\$1,040.00
04	Case Administration & Calendar Control	0.10	\$110.00
07	Fee Application – Self	5.60	\$4,860.00
08	Objections – Fee/Retention Applications	0.30	\$330.00
10	Litigation	55.60	\$85,160.00
15	Committee Meetings/Conferences	0.80	\$1,100.00
<u>TOTAL</u>		<u>64.40</u>	<u>\$92,600.00</u>

EXHIBIT B

Professionals Rendering Services During the Fee Period

The Morgan Lewis attorneys who rendered professional services in this chapter 11 case during the Fee Period include:

Professional	Position	First Bar Date	Section	Hourly Billing Rate	Total Hours Billed	Total Compensation
Cox, David S.	Partner	1995	Litigation	\$1,375.00	27.80	\$38,225.00
Edwards, Brady	Partner	1995	Litigation	\$2,025.00	7.80	\$15,795.00
Raskin, Jeffrey S.	Partner	1993	Litigation	\$1,550.00	20.80	\$32,240.00
DeSantis, Celine M.	Associate	2022	Finance	\$850.00	5.20	\$4,420.00
Shim, David	Associate	2016	Finance	\$1,100.00	0.80	\$880.00
				Total	62.40	\$91,560.00

The Morgan Lewis paraprofessionals who rendered professional services in this chapter 11 case during the Fee Period include:

Paraprofessional	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Guzzi, Tiffany A.	Paralegal	Litigation	\$520.00	2.00	\$1,040.00
			Total	2.00	\$1,040.00

EXHIBIT C

Summary of Expenses Incurred During the Fee Period

Type	Expenses
Air Travel	\$1,773.48
Data Services	\$20.00
Data Services – R	\$1,738.80
Hotel	\$510.80
Taxi	\$20.00
User Fees (Monthly) – Relativity	\$1,520.00
Legal Research	\$5,140.50
<u>Total</u>	\$10,723.58

EXHIBIT D

Invoices

Morgan Lewis

Morgan, Lewis & Bockius LLP
1000 Louisiana Street, Suite 4000
Houston, TX 77002-5005
T +1.713.890.5000
F +1.713.890.5001
www.morganlewis.com
Fed Tax ID: 23-0891050

Invoice Date: March 17, 2025
Invoice Number 5623718
Account No. 139505-0001

Hopeman Brothers, Inc.
c/o Hunton Andrews Kurth LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Attn: Tyler P. Brown and Henry P. (Toby) Long, III
Richmond, VA 23219

Summary of Services for the period ended February 28, 2025:

Re: Hopeman Creditors Committee

Fees	\$	92,600.00
Disbursements	\$	10,723.58
Total Current Period Charges	\$	103,323.58

Please refer to the table titled "**Detail of Outstanding Invoices**" which lists all other outstanding invoices for the matters referenced on this invoice.

Morgan Lewis

Morgan, Lewis & Bockius LLP
1000 Louisiana Street, Suite 4000
Houston, TX 77002-5005
T +1.713.890.5000
F +1.713.890.5001
www.morganlewis.com
Fed Tax ID: 23-0891050

Invoice Date: March 17, 2025
Invoice Number 5623718
Account No. 139505-0001

REMITTANCE COPY

Hopeman Brothers, Inc.
c/o Hunton Andrews Kurth LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Attn: Tyler P. Brown and Henry P. (Toby) Long, III
Richmond, VA 23219

Summary of Services for the period ended February 28, 2025:

Re: Hopeman Creditors Committee

Fees	\$	92,600.00
Disbursements	\$	10,723.58
Total Current Period Charges	\$	103,323.58

Please reference account and/or invoice number(s) on your remittance.

Please send your remittance to:
Morgan, Lewis & Bockius LLP
P. O. Box 8500 S-6050
Philadelphia, PA 19178-6050
Federal Tax ID 23-0891050

Or please wire your remittance to:
Wells Fargo Bank, N.A.
ABA# 121000248
Morgan, Lewis & Bockius LLP
Acct# 2100010985563
Swift Code: WFBUS6S

For ACH transfers:
ABA# 031000503
Acct# 2100010985563
Reference account number

Remittance detail address
cashapplication@morganlewis.com

Morgan Lewis

Morgan, Lewis & Bockius LLP
 1000 Louisiana Street, Suite 4000
 Houston, TX 77002-5005
 T +1.713.890.5000
 F +1.713.890.5001
 www.morganlewis.com
 Fed Tax ID: 23-0891050

Detail of Outstanding Invoices

The following table shows all other outstanding invoices for the matters being billed on this invoice.

Invoice Date	Invoice Number	Invoice Amount	Payments/Credits	Days Outstanding	Balance Due
10/18/24	5530494	238,023.66	1,700.00	150	236,323.66
11/15/24	5552180	309,570.64	1,700.00	122	307,870.64
12/13/24	5570374	438,370.93	1,700.00	94	436,670.93
01/10/25	5588017	84,074.65	0.00	66	84,074.65
02/14/25	5608788	153,188.36	0.00	31	153,188.36
TOTAL OUTSTANDING					\$ 1,218,128.24

Please reference account and/or invoice number(s) on your remittance.

Please send your remittance to:
Morgan, Lewis & Bockius LLP
 P. O. Box 8500 S-6050
 Philadelphia, PA 19178-6050
 Federal Tax ID 23-0891050

Or please wire your remittance to:
Wells Fargo Bank, N.A.
 ABA# 121000248
 Morgan, Lewis & Bockius LLP
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For ACH transfers:
 ABA# 031000503
 Acct# 2100010985563
 Reference account number

Remittance detail address
 cashapplication@morganlewis.com

Morgan Lewis

March 17, 2025
Page 1

Invoice Number 5623718
Account No. 139505-0001

Detail for Fee Services Rendered

Date	Task Code	Task Description	Description	Timekeeper	Rate	Hours	Amount
02/03/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.20	104.00
02/04/25	15	Committee Meetings/Conferences	Prepare for and attend committee meeting.	Cox, D.S.	1,375.00	0.80	1,100.00
02/04/25	07	Fee Applications - Self	Follow up regarding order granting second interim fee application.	DeSantis, C. M.	850.00	0.30	255.00
02/04/25	10	Litigation	Attend Committee meeting.	Raskin, J. S.	1,550.00	0.50	775.00
02/06/25	07	Fee Applications - Self	Email with counsel for UCC regarding CNO.	DeSantis, C. M.	850.00	0.20	170.00
02/06/25	10	Litigation	Attend conference concerning mediation issues.	Raskin, J. S.	1,550.00	0.80	1,240.00
02/07/25	10	Litigation	Analyze revised term sheet and related inquiries from Hopeman.	Cox, D.S.	1,375.00	0.40	550.00
02/07/25	07	Fee Applications - Self	Revise CNO and proposed order granting second interim fee application to incorporate comments from counsel to UCC.	DeSantis, C. M.	850.00	2.00	1,700.00
02/07/25	08	Objections - Fee/Retention Applications	Communicate with C. DeSantis regarding MLB's revised proposed order for the second interim fee application.	Shim, D. K.	1,100.00	0.20	220.00
02/09/25	10	Litigation	Analyze Hopeman revisions to term sheet and information requests.	Cox, D.S.	1,375.00	0.40	550.00

Morgan Lewis

March 17, 2025
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Invoice Number 5623718
Account No. 139505-0001

Date	Task Code	Task Description	Description	Timekeeper	Rate	Hours	Amount
02/10/25	10	Litigation	Analyze Hopeman revisions to term sheet and information requests, outline responses to insurance-related questions and confer with MLB team regarding same.	Cox, D.S.	1,375.00	3.70	5,087.50
02/10/25	07	Fee Applications - Self	Follow up regarding Hopeman CNO.	DeSantis, C. M.	850.00	0.10	85.00
02/10/25	10	Litigation	Prepare for upcoming mediation session.	Edwards, B.	2,025.00	0.50	1,012.50
02/10/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.40	208.00
02/10/25	10	Litigation	Analyze certain issues raised by Hopeman in response to proposed 524(g) term sheet.	Raskin, J. S.	1,550.00	2.80	4,340.00
02/10/25	08	Objections - Fee/Retention Applications	Communicate with C. DeSantis regarding the certificate of no objection.	Shim, D. K.	1,100.00	0.10	110.00
02/11/25	10	Litigation	Analyze Chubb settlements and policies in connection with inquiries from Hopeman regarding term sheet, videoconference with MLB team regarding term sheet and prepare email to Caplin team regarding same,.	Cox, D.S.	1,375.00	4.50	6,187.50
02/11/25	07	Fee Applications - Self	Follow up regarding as-filed CNO regarding Second Interim Fee Application.	DeSantis, C. M.	850.00	0.10	85.00
02/11/25	10	Litigation	Video conference with Caplin to prepare for upcoming continued mediation session.	Edwards, B.	2,025.00	0.50	1,012.50

Morgan Lewis

March 17, 2025
Page 3

Invoice Number 5623718
Account No. 139505-0001

Date	Task Code	Task Description	Description	Timekeeper	Rate	Hours	Amount
02/11/25	10	Litigation	Conference with Committee's counsel concerning insurance issues arising from proposed 524(g) term sheet.	Raskin, J. S.	1,550.00	0.50	775.00
02/12/25	10	Litigation	Prepare for and conduct videoconferences with Caplin team and with Debtor's counsel in furtherance of mediation and related follow-up.	Cox, D.S.	1,375.00	3.70	5,087.50
02/12/25	10	Litigation	Attend video mediation session with Judge Huennekens and Hopeman's counsel.	Edwards, B.	2,025.00	1.50	3,037.50
02/12/25	10	Litigation	Video conference with Caplin and team to prepare for upcoming mediation.	Edwards, B.	2,025.00	0.90	1,822.50
02/12/25	10	Litigation	Telephone conference with committee member's counsel regarding strategy and next steps.	Edwards, B.	2,025.00	0.30	607.50
02/12/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.30	156.00
02/12/25	10	Litigation	Mediation pre-call with Committee counsel and attend mediation with Hopeman and mediator.	Raskin, J. S.	1,550.00	2.40	3,720.00
02/13/25	10	Litigation	Analyze revised term sheet and related follow-up regarding coverage issues.	Cox, D.S.	1,375.00	1.80	2,475.00
02/13/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.20	104.00
02/14/25	10	Litigation	Exchange correspondence with Caplin team regarding revised term sheet and correspondence to Debtor counsel.	Cox, D.S.	1,375.00	0.90	1,237.50

Morgan Lewis

March 17, 2025
Page 4

Invoice Number 5623718
Account No. 139505-0001

Date	Task Code	Task Description	Description	Timekeeper	Rate	Hours	Amount
02/14/25	10	Litigation	Video conference with constituent regarding status.	Edwards, B.	2,025.00	0.20	405.00
02/14/25	07	Fee Applications - Self	Review MLB's January monthly fee statement and correspond with MLB working group regarding order granting MLB's second interim fee application.	Shim, D. K.	1,100.00	0.20	220.00
02/17/25	10	Litigation	Analyze revised term sheet.	Cox, D.S.	1,375.00	1.20	1,650.00
02/17/25	10	Litigation	Analyze FTI's mediation-related analysis per request of the Debtor.	Raskin, J. S.	1,550.00	0.50	775.00
02/18/25	10	Litigation	Attend mediation meeting with Hopeman's counsel.	Edwards, B.	2,025.00	1.30	2,632.50
02/18/25	10	Litigation	Prepare for and attend committee meeting.	Edwards, B.	2,025.00	0.70	1,417.50
02/18/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.20	104.00
02/18/25	10	Litigation	Attend Committee meeting.	Raskin, J. S.	1,550.00	0.50	775.00
02/18/25	04	Case Administration & Calendar Control	Review chapter 11 docket.	Shim, D. K.	1,100.00	0.10	110.00
02/19/25	10	Litigation	Analyze revised term sheet and comments regarding FTI analysis.	Cox, D.S.	1,375.00	0.60	825.00
02/19/25	07	Fee Applications - Self	Analyze bankruptcy docket regarding fee change requirements and report to D. Shim regarding same.	DeSantis, C. M.	850.00	0.40	340.00
02/19/25	07	Fee Applications - Self	Finalize and follow up with Committee counsel regarding Sixth Monthly Fee Statement.	DeSantis, C. M.	850.00	0.20	170.00

Morgan Lewis

March 17, 2025
Page 5

Invoice Number 5623718
Account No. 139505-0001

Date	Task Code	Task Description	Description	Timekeeper	Rate	Hours	Amount
02/19/25	10	Litigation	Prepare for upcoming mediation.	Edwards, B.	2,025.00	0.60	1,215.00
02/19/25	10	Litigation	Analyze potential revisions to mediation-related analysis.	Raskin, J. S.	1,550.00	1.20	1,860.00
02/19/25	07	Fee Applications - Self	Correspond with MLB working group regarding MLB's January monthly fee statement.	Shim, D. K.	1,100.00	0.10	110.00
02/20/25	10	Litigation	Prepare for and conduct further mediation with debtor, videoconference with committee counsel regarding related follow-up and revise mediation-related analysis.	Cox, D.S.	1,375.00	3.70	5,087.50
02/20/25	07	Fee Applications - Self	Finalize Sixth Monthly Fee Statement.	DeSantis, C. M.	850.00	1.20	1,020.00
02/20/25	10	Litigation	Continue mediation with debtor's counsel, including follow-up issues.	Edwards, B.	2,025.00	1.10	2,227.50
02/20/25	00	General	Evaluate case pleadings and hearing notices.	Guzzi, T. A.	520.00	0.30	156.00
02/20/25	10	Litigation	Conference concerning revised mediation-related analysis.	Raskin, J. S.	1,550.00	0.70	1,085.00
02/20/25	10	Litigation	Communications concerning revised mediation-related analysis.	Raskin, J. S.	1,550.00	0.60	930.00
02/20/25	07	Fee Applications - Self	Correspond with MLB working group regarding MLB's January monthly fee statement.	Shim, D. K.	1,100.00	0.10	110.00

Morgan Lewis

March 17, 2025
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Invoice Number 5623718
Account No. 139505-0001

Date	Task Code	Task Description	Description	Timekeeper	Rate	Hours	Amount
02/21/25	10	Litigation	Revise mediation-related analysis and confer with committee counsel regarding same.	Cox, D.S.	1,375.00	1.20	1,650.00
02/21/25	07	Fee Applications - Self	Follow up with UCC counsel regarding finalizing Sixth Monthly Fee Statement.	DeSantis, C. M.	850.00	0.30	255.00
02/21/25	10	Litigation	Prepare several rounds of revisions and additions to portions of the revised mediation-related analysis.	Raskin, J. S.	1,550.00	1.50	2,325.00
02/24/25	10	Litigation	Analyze correspondence from Liberty and work with J. Raskin regarding same.	Cox, D.S.	1,375.00	0.80	1,100.00
02/24/25	10	Litigation	Analyze correspondence from D. Gooding (Choate) requesting Liberty Mutual's inclusion in mediation process.	Edwards, B.	2,025.00	0.20	405.00
02/24/25	10	Litigation	Internal communications concerning 524(g) term sheet issues.	Raskin, J. S.	1,550.00	2.00	3,100.00
02/25/25	10	Litigation	Confer with J. Raskin regarding committee meeting and term sheet status.	Cox, D.S.	1,375.00	0.30	412.50
02/25/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.20	104.00
02/25/25	10	Litigation	Communications concerning 524(g) term sheet.	Raskin, J. S.	1,550.00	1.20	1,860.00
02/26/25	10	Litigation	Analyze revised term sheet.	Cox, D.S.	1,375.00	0.30	412.50

Morgan Lewis

March 17, 2025
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Invoice Number 5623718
Account No. 139505-0001

Date	Task Code	Task Description	Description	Timekeeper	Rate	Hours	Amount
02/27/25	10	Litigation	Analyze HII revisions to term sheet and confer with Caplin team regarding response to same.	Cox, D.S.	1,375.00	1.30	1,787.50
02/27/25	00	General	Evaluate case pleadings.	Guzzi, T. A.	520.00	0.20	104.00
02/27/25	10	Litigation	Analyze 524(g) term sheet issues and conferences regarding same.	Raskin, J. S.	1,550.00	2.40	3,720.00
02/28/25	10	Litigation	Prepare for and attend further mediation session and related follow-up.	Cox, D.S.	1,375.00	2.20	3,025.00
02/28/25	07	Fee Applications - Self	Follow up regarding LEDEs file for Sixth Monthly Fee Statement.	DeSantis, C. M.	850.00	0.40	340.00
02/28/25	10	Litigation	Analyze proposed revisions to 524(g) term sheet and communications regarding same.	Raskin, J. S.	1,550.00	3.20	4,960.00
Matter Total						64.40	\$ 92,600.00

Morgan Lewis

March 17, 2025
Page 8

Invoice Number 5623718
Account No. 139505-0001

Summary for Fee Services Rendered

	Hours	Rate	Amount
PARTNER			
Cox, D.S.	27.80	1,375.00	38,225.00
Edwards, B.	7.80	2,025.00	15,795.00
Raskin, J. S.	20.80	1,550.00	32,240.00
ASSOCIATE			
DeSantis, C. M.	5.20	850.00	4,420.00
Shim, D. K.	0.80	1,100.00	880.00
PARALEGAL			
Guzzi, T. A.	2.00	520.00	1,040.00
Matter Total	64.40		\$ 92,600.00

Morgan Lewis

March 17, 2025
Page 9

Invoice Number 5623718
Account No. 139505-0001

Disbursements and Other Related Charges Incurred on Your Behalf

Date	Name	Description	Amount
01/20/25	Edwards, Brady	Taxi - Brady Edwards - - - taxi	20.00
01/20/25	Edwards, Brady	Data Services - Brady Edwards - - - Brady Edwards -	8.00
01/20/25	Edwards, Brady	Air - Brady Edwards - - - - Only flight available to D.C. due to Houston winter blizzard	1,773.48
01/21/25	Edwards, Brady	Hotel - Brady Edwards - - - Brady Edwards -	510.80
01/22/25	Edwards, Brady	Data Services - Brady Edwards - - - Brady Edwards -	12.00
02/11/25	Cox, David S	WestLaw	2,799.50
02/13/25	Cox, David S	WestLaw	2,004.50
02/14/25	Cox, David S	WestLaw	336.50
02/28/25	Data Services, Data Services	Data Services Active - R fee; February; 86.94 GB	1,738.80
02/28/25	eData Services, eData Services	eData User Fees (Monthly) - Relativity fee; February; 16.00 User	1,520.00
Total Disbursements			\$ 10,723.58

Morgan Lewis

March 17, 2025
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Invoice Number 5623718
Account No. 139505-0001

Summary of Disbursements and Other Related Charges Incurred on Your Behalf

Description	Amount
Taxi	20.00
Hotel	510.80
Air	1,773.48
Data Services	20.00
Westlaw Charges	5,140.50
Data Services Active - R	1,738.80
User Fees (Monthly) - Relativity	1,520.00
Total Disbursements	\$ 10,723.58

EXHIBIT B

HUNTON ANDREWS KURTH LLP

Joseph P. Rovira (admitted *pro hac vice*)
Catherine A. Rankin (admitted *pro hac vice*)
600 Travis Street, Suite 4200
Houston, Texas 77002
Telephone: (713) 220-4200

HUNTON ANDREWS KURTH LLP

Tyler P. Brown (VSB No. 28072)
Henry P. (Toby) Long, III (VSB No. 75134)
Riverfront Plaza, East Tower
951 East Byrd Street
Richmond, Virginia 23219
Telephone: (804) 788-8200

Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

:
: **Chapter 11**
:
: **Case No. 24-32428 (KLP)**
:
:
:
:

**SUMMARY OF THIRD INTERIM APPLICATION OF
HUNTON ANDREWS KURTH LLP AS COUNSEL FOR
THE DEBTOR AND DEBTOR IN POSSESSION**

Basic Information	
Name of Applicant:	Hunton Andrews Kurth LLP
Name of Client:	Hopeman Brothers, Inc. Debtor and Debtor in Possession
Petition Date:	June 30, 2024
Retention Date:	June 30, 2024
Date of Order Approving Employment:	September 9, 2024
This Interim Application	
Time Period Covered:	December 1, 2024 to February 28, 2025
Total Hours Billed:	906.5
Total Fees Requested:	\$929,618.00
Total Expenses Requested:	\$27,652.21
Fees Requested Over Budget:	None
Blended Rate:	\$1,025.50/hour
Rate Increases Not Previously Approved/Disclosed:	1
Total Professionals:	9



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Total Professionals Not in Staffing Plan:	3
Total Professionals Billing Less Than 15 Hours:	2
Historical	
Fees Approved to Date by Interim Order:	\$2,346,943.50
Expenses Approved to Date by Interim Order:	\$36,182.65
Allowed Fees Paid to Date:	\$838,917.00
Allowed Expenses Paid to Date:	\$1,935.48
Fees Paid Pursuant to Monthly Statements, Not Yet Allowed:	\$0.00
Expenses Paid Pursuant to Monthly Statements, Not Yet Allowed:	\$0.00

HUNTON ANDREWS KURTH LLP

Joseph P. Rovira (admitted *pro hac vice*)
Catherine A. Rankin (admitted *pro hac vice*)
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Houston, Texas 77002
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HUNTON ANDREWS KURTH LLP

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Richmond, Virginia 23219
Telephone: (804) 788-8200

Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

:
: **Chapter 11**
:
: **Case No. 24-32428 (KLP)**
:
:
:
:

**THIRD INTERIM APPLICATION OF
HUNTON ANDREWS KURTH LLP, COUNSEL FOR THE DEBTOR AND
DEBTOR IN POSSESSION, FOR ALLOWANCE OF INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD
FROM DECEMBER 1, 2024 THROUGH AND INCLUDING FEBRUARY 28, 2025**

Hunton Andrews Kurth LLP (“Hunton”), counsel for Hopeman Brothers, Inc., as debtor and debtor in possession (the “Debtor”), submits this application (the “Application”) for interim allowance of compensation for professional services rendered by Hunton to the Debtor for the period from December 1, 2024 through and including February 28, 2025 (the “Third Interim Application Period”), and reimbursement of actual and necessary expenses incurred by Hunton during the Third Interim Application Period 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

Procedure for the United States Bankruptcy Court of the Eastern District of Virginia (the “Local Bankruptcy Rules”), and the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* entered on September 9, 2024 [Docket No. 162] (the “Interim Compensation Order”). In support of this Application, Hunton represents as follows:

I. JURISDICTION, VENUE AND PREDICATES FOR RELIEF

1. The United States Bankruptcy Court for the Eastern District of Virginia (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and the *Standing Order of Reference from the United States District Court for the Eastern District of Virginia*, dated August 15, 1984. This is a core proceeding pursuant to 28 U.S.C. § 157, and the Court may enter a final order consistent with Article III of the United States Constitution. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The bases for the relief requested herein are sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Bankruptcy Rule 2016-1.

II. BACKGROUND

3. On June 30, 2024 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in this Court commencing this chapter 11 case.

4. The Debtor continues to manage its business as debtor in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. No trustee, examiner, or statutory committee has been appointed in this chapter 11 case.

5. On July 22, 2024, the Office of the United States Trustee for the Eastern District of Virginia (the “U.S. Trustee”) appointed the Official Committee of Unsecured Creditors (the “Committee”) [Docket No. 69].

6. On September 9, 2024, the Court entered the Interim Compensation Order, which approved the compensation procedures set forth therein (the “Compensation Procedures”).

7. On September 9, 2024, the Court entered the *Order Authorizing the Retention and Employment of Hunton Andrews Kurth LLP as Counsel for the Debtor Effective as of the Petition Date* [Doc. No. 163], authorizing the Debtor to employ and retain Hunton as its counsel, effective as of the Petition Date.

8. Pursuant to the Compensation Procedures, professionals retained in this case are authorized to file monthly fee statements and serve such statements on the Notice Parties (as defined in the Compensation Procedures). Provided that no objection to a monthly fee statement is timely filed, the Debtor is authorized to pay such professional an amount equal to eighty percent (80%) of the fees and one-hundred percent (100%) of the expenses requested in such monthly fee statement.

9. Additionally, pursuant to the Compensation Procedures, beginning with the period ending on August 31, 2024, and at three-month intervals thereafter, professionals retained in this case are authorized to file interim fee applications with the Court. The Compensation Procedures provide that the third interim fee application should cover the period from December 1, 2024 through and including February 28, 2025.

10. The Compensation Procedures also provide that all Retained Professionals (as defined in the Compensation Procedures), to the extent applicable, shall make reasonable efforts to comply with the U.S. Trustee’s requests for information and additional disclosures set forth in 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* (the “Appendix B Guidelines”) in connection with the interim and final fee applications filed in this case.

III. RELIEF REQUESTED

11. Hunton submits this Application (a) for interim allowance of reasonable compensation for the actual, reasonable and necessary professional services that it has rendered as counsel for the Debtor in this case for the period from December 1, 2024, through and including February 28, 2025, and (b) for reimbursement of actual, reasonable and necessary expenses incurred in representing the Debtor during that same period. For the period covered by this Application, Hunton seeks fees for services rendered in the amount of \$929,618.00. For the same period, Hunton seeks actual, reasonable and necessary expenses totaling \$27,652.21.

12. The Application is supported by the following Exhibits, which are attached hereto and patterned on the Appendix B Guidelines:

- (i) Exhibit A contains a summary schedule of the time expended by all Hunton professionals and paraprofessionals engaged in the representation of the Debtor during the Third Interim Application Period.
- (ii) Exhibit B contains a summary schedule of hours and fees covered by this Application, categorized by project code.
- (iii) Exhibit C contains a summary schedule of the out-of-pocket expenses incurred by Hunton during the Third Interim Application Period.
- (iv) Exhibit D contains a disclosure of “customary and comparable compensation” charged by Hunton’s professionals and paraprofessionals. As requested in the Appendix B Guidelines, Exhibit D provides a summary of the blended hourly rates of the timekeepers (segregated by rank) included in this Application compared to the blended hourly rates for similar non-bankruptcy domestic timekeepers at Hunton.
- (v) Exhibit E contains the budget and staffing plans for Hunton for this chapter 11 case during the Third Interim Application Period.
- (vi) Exhibit F contains the monthly fee statements properly served by Hunton during the Third Interim Application Period (the “Monthly Statement”).

IV. BASIS FOR RELIEF REQUESTED

13. During the Third Interim Application Period, Hunton provided numerous services to the Debtor, including but not limited to (i) drafting pleadings for the Debtor, including the Debtor's (a) second motion to extend the Debtor's exclusivity period to file and prosecute a chapter 11 plan (the "Second Exclusivity Motion"), (b) joint motion of the Debtor and Committee seeking authorization to mediate the Chubb Insurers Settlement Motion [Docket No. 419] (the "Mediation Motion"),¹ and (c) motion seeking renewal of the Debtor's D&O liability policy; (ii) analyzing objections filed in opposition to several of the Debtor's pleadings and, when applicable, drafting responses in support of the relief requested in such pleadings, including the Debtor's (a) settlement approval motion pertaining to the Debtor's settlement agreement with the Certain Settling Insurers (the "Certain Settling Insurers Settlement Approval Motion"), (b) motion for entry of a third interim order extending the automatic stay to stay asbestos-related actions against non-Debtor defendants [Docket No. 611], and (c) and the Second Exclusivity Motion; (iii) preparing for and engaging in extensive mediation discussions regarding the Debtor's settlement agreement with the Chubb Insurers with the appointed mediator, The Honorable Judge Kevin Huennekens, Committee counsel, Chubb Insurers' counsel, and other interested parties; (iv) working to obtain the entry of: (a) the order approving the Certain Settling Insurers Settlement Approval Motion, (b) the order approving the Mediation Motion, and (c) other orders necessary for the Debtor to administer this chapter 11 case; (v) continuing to address the Committee's appeal of the Second Interim Stay

¹ Prior to the filing of the Mediation Motion, the Debtors were pursuing simultaneous Court approval of the two settlement approval motions for the Chubb Insurers settlement agreement and the Certain Settling Insurers settlement agreement (together, the "Settlement Approval Motions"). The Mediation Motion bifurcated the dual-track nature of the Settlement Approval Motions, such that the Certain Settling Insurers Settlement Approval Motion would continue to be heard by the Court while the relief sought in the Chubb Insurers Settlement Approval Motion would be mediated.

Order and ultimately negotiating with the Committee for it to dismiss the appeal; (vi) participating in conferences with the Debtor and the Debtor’s other professionals regarding items including, but not limited to, administrative, organizational, strategic, and contested issues arising in this case; (vii) communicating regularly with the Committee’s professionals regarding items including case strategy and timeline, pending motions of the Debtor’s—namely the Settlement Approval Motions—and various other substantive issues related to the status and administration of this case, including settlement discussions regarding the proposal of a 524(g) chapter 11 plan and negotiating a term sheet pertaining to the same; (viii) communicating with creditors, other parties in interest, and their professionals, as applicable, regarding this case; (ix) assisting in the day-to-day administration of this case for the Debtor; (x) regularly communicating with the Clerk’s office, Chambers, and the U.S. Trustee’s office regarding various case administration issues; and (xi) preparing for and participating in court hearings, most of which involved Hunton arguing in support of various contested pleadings of the Debtor’s.

14. In performing the services detailed in this Application, Hunton has endeavored to ensure that its professionals comply with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any other applicable procedures or orders of the Court.

15. Pursuant to the terms of the Interim Compensation Order, Hunton properly filed and served three Monthly Statements during the Third Interim Application Period as follows:

Period Covered by Monthly Statement	Total Fees	Total Expenses	Date Served and Docket No.	Objection Deadline	Amount of Fees Received (80%)	Amount of Expenses Received (100%)
Dec. 1, 2024 – Dec. 31, 2024	\$483,975.00	\$18,070.02	1/23/2025 [Docket No. 521]	2/6/2025	\$0.00	\$0.00

Period Covered by Monthly Statement	Total Fees	Total Expenses	Date Served and Docket No.	Objection Deadline	Amount of Fees Received (80%)	Amount of Expenses Received (100%)
Jan. 1, 2025 – Jan. 31, 2025	\$199,553.00	\$7,207.09	2/24/2025 [Docket No. 585]	3/10/2025	\$0.00	\$0.00
Feb. 1, 2025 – Feb. 28, 2025	\$246,090.00	\$2,375.10	3/31/2025 [Docket No. 639]	4/14/2025	\$0.00	\$0.00

16. In accordance with the Compensation Procedures, as set forth in the Interim Compensation Order, and as set forth in Local Rule 2016-1, the Monthly Statements included (i) a detailed itemization of the service hours expended by matter and professional and (ii) a summary schedule of hours and fees categorized by project code. The Monthly Statements also included a detailed chronological itemization of the services rendered by each professional and paraprofessional, calculated by tenths of an hour and categorized in accordance with the appropriate project code. As set forth above, a copy of Hunton’s Monthly Statements are attached hereto as Exhibit F.

17. Hunton has endeavored to represent the Debtor in the most expeditious and economical manner possible. Tasks have been assigned to attorneys and paralegals at Hunton so that the work has been performed by those most familiar with the particular matter or task and, where attorney involvement was required, by the lowest hourly rate professional appropriate for a particular matter. Moreover, Hunton has endeavored to coordinate with the other professionals involved in this case so as to minimize any duplication of effort and to minimize attorneys’ fees and expenses to the Debtor. Hunton believes it has been successful in this regard.

18. No agreement or understanding exists between Hunton and any other person for the sharing of compensation received or to be received for services rendered in or in connection with this case.

V. STATEMENT PURSUANT TO APPENDIX B GUIDELINES

19. The following is provided in response to the questions set forth in ¶ C.5 of the Appendix B Guidelines:

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain.

Response: No.

Question: If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Response: Not applicable.

Question: Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

Response: No.

Question: Does this fee application include time or fees related to reviewing the time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.). If so, please quantify by hours and fees.

Response: This Application includes approximately \$12,781.00 in fees (16.6 hours) relating to preparing, reviewing, or revising Monthly Statements. These fees are reflected in Task Code 160 time entries. Hunton submits that all such fees are reasonable and necessary for preparing the Monthly Statements.

Question: Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.

Response: As set forth above, this Application includes approximately \$12,781.00 in fees (16.6 hours) relating to preparing, reviewing, or revising Monthly Statements. In the course of such efforts, Hunton reviewed and edited various entries to avoid

publicly disclosing any privileged or confidential information. Hunton submits that such review and edits are a reasonable and necessary part of Hunton's preparation of the Monthly Statements.

Question: If the fee application includes any rate increases since retention: (i) Did your client review and approve those rate increases in advance? (ii) Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?

Response: Yes. As disclosed in the Brown Declaration, the Debtor agreed to retain Hunton in accordance with its standard terms and conditions which, among other things, provide that the billing rates are subject to periodic adjustments. In accordance with Hunton's established billing practices and procedures and, following the Debtor's review and approval, certain of Hunton's billing rates for this engagement were increased effective as of January 1, 2025.

VI. Notice

20. Notice of this Application has been provided in accordance with the terms of the Interim Compensation Order. Hunton submits that no other or further notice need be provided.

[Remainder of page intentionally left blank]

WHEREFORE, Hunton respectfully requests that this Court enter an Order, substantially in the form attached hereto (i) approving this Application, (ii) providing that Hunton be allowed on an interim basis the sum of \$929,618.00, as compensation for reasonable and necessary professional services rendered to the Debtor and the sum of \$27,652.21 for reimbursement of actual and necessary costs and expenses, (iii) authorizing and directing the Debtor to pay Hunton the outstanding amount of such sums, and (iv) for such other relief as the Court deems proper and just.

Dated: April 14, 2025
Richmond, Virginia

/s/ Henry P. (Toby) Long, III

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Henry P. (Toby) Long, III (VSB No. 75134)
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Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
 EASTERN DISTRICT OF VIRGINIA
 RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

:
 : **Chapter 11**
 :
 : **Case No. 24-32428 (KLP)**
 :
 :
 :
 :

**ORDER GRANTING THIRD INTERIM APPLICATION OF
 HUNTON ANDREWS KURTH LLP, COUNSEL FOR THE DEBTOR
 AND DEBTOR IN POSSESSION, FOR ALLOWANCE OF INTERIM COMPENSATION
 AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD FROM
DECEMBER 1, 2024 THROUGH AND INCLUDING FEBRUARY 28, 2025**

Upon consideration of the Third Interim Fee Application (the “Application”)¹ of Hunton Andrews Kurth LLP (“Hunton”), counsel for Hopeman Brothers, Inc., as debtor and debtor in possession (the “Debtor”), for the period from December 1, 2024, through and including February 28, 2025 (the “Third Interim Application Period”); and the Court having reviewed the Application and the Monthly Statements that were served by Hunton during the Third Interim Application Period, and finding that the Court has jurisdiction over this matter pursuant to 28

¹ Capitalized terms not defined herein shall have the meanings ascribed to them in the Application.

U.S.C. §§ 157 and 1334, and determining that proper and adequate notice has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefore,

IT IS HEREBY ORDERED that:

1. The Application is GRANTED.
2. Hunton is allowed interim compensation in the amount of \$929,618.00 and reimbursement of expenses in the amount of \$27,652.21 for the Third Interim Application Period as requested in the Application.
3. The Debtor is authorized and directed to disburse to Hunton payment in the amount of the difference between the allowed amounts and the actual monthly payments previously received by Hunton for fees and expenses incurred during the Third Interim Application Period.
4. The Debtor is authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.
5. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.
6. This Order shall be effective immediately upon entry.

Dated: _____, 2025

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Henry P. (Toby) Long, III

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Henry P. (Toby) Long, III (VSB No. 75134)
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- and -

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Counsel for the Debtor and Debtor in Possession

**CERTIFICATION OF ENDORSEMENT
UNDER LOCAL BANKRUPTCY RULE 9022-1(C)**

I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Henry P. (Toby) Long, III
Henry P. (Toby) Long, III

Exhibit A

PROFESSIONALS RENDERING SERVICES

(December 1, 2024 – February 28, 2025)

Name of Professional	Position	Department	First Bar Admission Date	Hourly Billing Rate	Total Billed Hours	Total Compensation	Rate Increases Since the Petition Date
T. P. Brown	Partner	1987	Bankruptcy	\$1,485	142.8	\$212,058.00	1
T. P. Brown	Partner	1987	Bankruptcy	\$1,350	128.6	\$173,610.00	1
J. W. Harbour	Partner	2001	Bankruptcy	\$1,325	0.3	\$397.50	None
J. P. Rovira	Partner	2008	Bankruptcy	\$1,100	62.4	\$68,640.00	1
J. P. Rovira	Partner	2008	Bankruptcy	\$1,000	74.3	\$74,300.00	1
J. P. Rovira – Travel Rate	Partner	2008	Bankruptcy	\$500	5.0	\$2,500.00	1
J. W. Buoni	Partner	2010	Litigation	\$1,130	1.0	\$1,130.00	None
H. P. Long III	Counsel	2007	Bankruptcy	\$1,025	112.2	\$115,005.00	1
H. P. Long III	Counsel	2007	Bankruptcy	\$930	134.2	\$124,806.00	1
C. A. Rankin	Associate	2018	Bankruptcy	\$895	39.0	\$34,905.00	1
C. A. Rankin	Associate	2018	Bankruptcy	\$800	56.3	\$45,040.00	1
B. R. Bell	Associate	2021	Bankruptcy	\$700	15.2	\$10,640.00	None
N. S. Monico	Associate	2023	Bankruptcy	\$695	43.7	\$30,371.50	None
T. L. Canada	Paralegal	N/A	Bankruptcy	\$410	26.5	\$10,865.00	1
T. L. Canada	Paralegal	N/A	Bankruptcy	\$390	65.0	\$25,350.00	1
				Total:	906.5	\$929,618.00	
				Blended Rate:		\$1,025.50	

Exhibit B

COMPENSATION BY PROJECT CATEGORY
(December 1, 2024 – February 28, 2025)

Project Code	Project Category	Total Hours	Total Fees
B110	Case Administration	46.1	\$28,773.00
B120	Asset Analysis and Recovery	6.4	\$6,744.00
B150	Meetings of and Communications with Creditors	1.7	\$1,685.50
B160	Fee / Employment Applications	61.2	\$55,165.50
B190	Other Contested Matters (excluding assumption / rejection motions)	735.7	\$784,902.50
B195	Non-Working Travel	5.0	\$2,500.00
B210	Business Operations	39.7	\$38,842.50
B320	Plan and Disclosure Statement (including Business Plan)	10.7	\$11,005.00
	Total:	906.5	\$929,618.00

Exhibit C

EXPENSE SUMMARY
(December 1, 2024 – February 28, 2025)

Expense Category	Service Provider (if applicable)	Unit Cost (if applicable)	Total Expenses
Online Research	(Pacer Service Fees from October 1, 2024 to December 31, 2024)		\$213.41
Online Research	Westlaw and Lexis		\$5,070.21
Local Travel – Parking			\$28.00
Deposition Transcripts			\$5,072.80
Trial Transcripts			\$3,462.66
Copying			\$482.10
Litigation Support Vendors			\$11,426.67
Meals			\$171.54
Out-of-Town Travel			\$1,724.82
		Total:	\$27,652.21

Exhibit D

CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES
(December 1, 2024 – February 28, 2025)

	Blended Hourly Rate¹	
Category of Timekeeper	Billed (Firm for preceding year, excluding the Bankruptcy, Restructuring and Creditors' Rights group)	Billed (This Application)
All Partners (Equity Partner)	\$1,024.27	\$1,285.32
Counsel	\$858.89	\$973.26
Associate (4-6 years since first admission)	\$639.27	\$838.88
Jr. Associate (1-3 years since first admission)	\$589.51	\$696.29
Paralegal	\$375.96	\$395.79
Aggregated (Blended Rates):	\$810.22	\$1,025.50

¹ Consistent with ¶ C.3 of the Appendix B Guidelines, the blended hourly rates set forth in Exhibit D are calculated by dividing the dollar value of hours billed by the number of hours billed for the relevant timekeepers during the applicable time period. Exhibit D also segregates the timekeepers by rank using the categories set forth in Exhibit A to the Appendix B Guidelines. The data for the “preceding year” is based on information from Hunton’s last completed calendar year ending December 31, 2024.

In addition, as requested by ¶ C.3 of the Appendix B Guidelines, the blended hourly rates identified in Exhibit D for non-bankruptcy domestic timekeepers at Hunton includes discounted or alternative engagements, other than pro bono engagements and engagements for clients who are employees or charitable organizations that are billed at materially discounted rates.

Exhibit E

BUDGET
HUNTON ANDREWS KURTH LLP
(December 1, 2024 – February 28, 2025)

Period	Estimated Fees
December 1, 2024 – February 28, 2025	\$1,170,000

STAFFING PLAN
HUNTON ANDREWS KURTH LLP
(December 1, 2024 – February 28, 2025)

Category of Timekeeper (as maintained by the firm)	Number of Timekeepers Expected to Work on the Matter During the Budgeted Period	Average Hourly Rate
Partners	2	\$1,175.00
Counsel	1	\$930.00
Associates	2	\$697.50
Paralegal	1	\$390.00

Exhibit F

HUNTON ANDREWS KURTH LLP
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Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
 EASTERN DISTRICT OF VIRGINIA
 RICHMOND DIVISION**

In re:

: Chapter 11

HOPEMAN BROTHERS, INC.,

: Case No. 24-32428 (KLP)

Debtor.

**:
:
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:
:
:**

**FIFTH MONTHLY FEE STATEMENT OF
 HUNTON ANDREWS KURTH LLP AS BANKRUPTCY COUNSEL
 FOR THE DEBTOR FOR ALLOWANCE OF COMPENSATION FOR SERVICES
 RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD
FROM DECEMBER 1, 2024 THROUGH AND INCLUDING DECEMBER 31, 2024**

Name of Applicant:	Hunton Andrews Kurth LLP
Name of Client:	Hopeman Brothers, Inc. Debtor and Debtor in Possession
Date of retention order entered:	September 9, 2024, effective as of June 30, 2024 [Docket No. 163]
Time Period Covered:	December 1, 2024 through December 31, 2024
Total Fees Requested:	\$387,180.00 (80% of \$483,975.00)
Total Expenses Requested:	\$18,070.02
Type of Fee Statement:	Monthly ¹

¹ 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”), the law firm of Hunton Andrews Kurth LLP (“HuntonAK”), counsel for Hopeman Brothers, Inc., as debtor and debtor in possession (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 HuntonAK for the period from December 1, 2024 through and including December 31, 2024 (the “Fee Period”) and reimbursement of the actual and necessary expenses that HuntonAK incurred during the Fee Period. By this Monthly Fee Statement, HuntonAK seeks allowance of compensation for services rendered in the amount of \$483,975.00 and payment in the amount of \$387,180.00 (which equals 80% of the compensation sought herein). HuntonAK also seeks allowance and reimbursement of actual and necessary expenses in the amount of \$18,070.02.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, HuntonAK has attached the following:
 - **Exhibit A** is a summary schedule of hours and fees covered by this Monthly Fee Statement, categorized by project code.
 - **Exhibit B** is a summary schedule of the time expended by all HuntonAK professionals and paraprofessionals engaged in the representation of the Debtor during the Fee Period.
 - **Exhibit C** is a summary of the expenses incurred by HuntonAK during the Fee Period.
 - **Exhibit D** is a detailed invoice for the hours expended and fees incurred by HuntonAK professionals and paraprofessionals during the Fee Period.

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. HuntonAK 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, HuntonAK respectfully requests payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$405,250.02, consisting of (i) \$387,180.00, which is 80% of the fees incurred by the Debtor for reasonable and necessary professional services rendered by HuntonAK during the Fee Period, and (ii) \$18,070.02 for actual and necessary costs and expenses.

[Remainder of Page Intentionally Left Blank]

Dated: January 23, 2025
Richmond, Virginia

/s/ Henry P. (Toby) Long, III

Tyler P. Brown (VSB No. 28072)

Henry P. (Toby) Long, III (VSB No. 75134)

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Counsel for the Debtor and Debtor in Possession

EXHIBIT A

Statement of Fees by Subject Matter during the Fee Period

Matter Code	Matter Description	Hours	Fees Requested
B110	Case Administration	19.4	\$9,956.50
B150	Meetings of and Communications with Creditors	0.6	\$558.00
B160	Fee / Employment Applications	12.6	\$10,688.00
B190	Other Contested Matters (excluding assumption / rejection motions)	465.6	\$447,168.50
B195	Non-Working Travel	5.0	\$2,500.00
B210	Business Operations	14.4	\$13,104.00
Total		517.6	\$483,975.00

EXHIBIT B

Professionals Rendering Services during the Fee Period

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

Professional	Position	Year Admitted	Expertise	Hourly Billing Rate	Total Hours Billed	Total Compensation
T. P. Brown	Partner	1987	Bankruptcy	\$1,350	128.6	\$173,610.00
J. W. Harbour	Partner	2001	Bankruptcy	\$1,325	0.3	\$397.50
J. P. Rovira	Partner	2008	Bankruptcy	\$1,000	74.3	\$74,300.00
J. P. Rovira – Travel Rate	Partner	2008	Bankruptcy	\$500	5.0	\$2,500.00
J. W. Buoni	Partner	2010	Litigation	\$1,130	1.0	\$1,130.00
H. P. Long III	Counsel	2007	Bankruptcy	\$930	134.2	\$124,806.00
C. A. Rankin	Associate	2018	Bankruptcy	\$800	56.3	\$45,040.00
B. R. Bell	Associate	2021	Bankruptcy	\$700	15.2	\$10,640.00
N. S. Monico	Associate	2023	Bankruptcy	\$695	37.7	\$26,201.50
Totals					452.6	\$458,625.00

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

Paraprofessional	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
T. L. Canada	Paralegal	Bankruptcy	\$390	65.0	\$25,350.00
Totals				65.0	\$25,350.00

EXHIBIT C

Summary of Expenses Incurred during the Fee Period

Type	Expenses
Copying	\$482.10
Online Research	\$4,507.95
Out-of-Town Travel	\$1,724.82
Meals	\$154.55
Deposition Transcripts	\$1,419.02
Trial Transcripts	\$3,429.66
Litigation Support Vendors	\$6,351.92
TOTAL EXPENSES:	\$18,070.02

EXHIBIT D

Detailed Invoice of Fees and Expenses Incurred During the Fee Period

HUNTON ANDREWS KURTH

HUNTON ANDREWS KURTH LLP
600 TRAVIS, STE. 4200
HOUSTON, TX 77002

TEL 713 • 220 • 4200

EIN 54-0572269

INVOICE SUMMARY

Hopeman Brothers, Inc.
Attn: Christopher Lascell
6 Auburn Court
Brookline, MA 02446-6380

FILE NUMBER: 040312.0000007
INVOICE NUMBER: 131821770
DATE: 01/21/2025

CLIENT NAME: Hopeman Brothers, Inc.

BILLING ATTORNEY: TIMOTHY A DAVIDSON

IMPORTANT MESSAGE: The Firm's fiscal year ends on March 31st. We would appreciate having your outstanding invoices paid on or before that date. If you need further information to process our invoices, please let us know. Please follow the remittance instructions provided and contact us if you have any questions on expediting payment.

Thank you for your business and continued support of Hunton Andrews Kurth LLP.

Statement for professional services and charges rendered in connection with the referenced matter(s), for the period ending December 31, 2024 per the attached itemization:

CURRENT INVOICE SUMMARY:

RE: (Hunton # 040312.0000007) Potential Bankruptcy or Restructuring

Current Fees:	\$ 483,975.00
Current Charges:	18,070.02
CURRENT INVOICE AMOUNT DUE:	\$ 502,045.02

TO RECEIVE PROPER CREDIT, PLEASE ATTACH REMITTANCE COPY WITH PAYMENT.

FOR BILLING INQUIRIES, PLEASE CALL: 804-788-8555

To Pay By Mail:
HUNTON ANDREWS KURTH LLP
PO BOX 405759
ATLANTA, GA 30384-5759

To Pay by Wire Transfer or ACH:
Bank: Truist Bank, Richmond, VA
Account Name: Hunton Andrews Kurth LLP Operating
Account Number: 001458094
ABA Transit: 061000104
Swift Code (International): SNTRUS3A
Information with Wire: File: 040312.0000007, Inv: 131821770, Date: 01/21/2025

HUNTON ANDREWS KURTH

HUNTON ANDREWS KURTH LLP
600 TRAVIS, STE. 4200
HOUSTON, TX 77002

TEL 713 • 220 • 4200

EIN 54-0572269

INVOICE SUMMARY-REMITTANCE PAGE

Hopeman Brothers, Inc.
Attn: Christopher Lascell
6 Auburn Court
Brookline, MA 02446-6380

FILE NUMBER: 040312.0000007
INVOICE NUMBER: 131821770
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PO BOX 405759
ATLANTA, GA 30384-5759

To Pay by Wire Transfer or ACH:
Bank: Truist Bank, Richmond, VA
Account Name: Hunton Andrews Kurth LLP Operating
Account Number: 001458094
ABA Transit: 061000104
Swift Code (International): SNTRUS3A
Information with Wire: File: 040312.0000007, Inv: 131821770, Date: 01/21/2025

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/02/2024	T L CANADA	B110	Electronically file certificates of service for doc. nos. 386 and 393	0.30	117.00
12/02/2024	C A RANKIN	B110	Prepare for and participate in weekly Stout/HuntonAK call to discuss case status and works in progress.	0.50	400.00
12/02/2024	H P LONG, III	B110	Analyze certificates of service and communications with Verita regarding the same	0.20	186.00
12/02/2024	H P LONG, III	B110	Analyze issues related to additional omnibus hearing dates (.50) and communications with chambers regarding the same (.20)	0.70	651.00
12/04/2024	H P LONG, III	B110	Communications with chambers regarding omnibus hearing dates and analyze and comment on notice of the same	0.40	372.00
12/04/2024	T L CANADA	B110	Prepare Notice of Additional Omnibus Hearing Dates	0.40	156.00
12/04/2024	T L CANADA	B110	Work on Proposed Agenda for December 10th hearing	0.60	234.00

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/06/2024	T L CANADA	B110	Prepare and electronically file Notice of Cancellation of Hearing Scheduled for December 10, 2024, at 10:00 A.M. (Prevailing Eastern Time)	0.30	117.00
12/06/2024	H P LONG, III	B110	Communications with chambers regarding December 10 hearing, and analyze and finalize notice of cancellation related to same	0.50	465.00
12/09/2024	C A RANKIN	B110	Prepare for and participate in weekly standing call with HuntonAK and Stout teams to discuss developments in case and relate work streams.	0.30	240.00
12/09/2024	T L CANADA	B110	Electronically file Notice of Agreed Adjournment of Deposition of Yvette R. Austin	0.20	78.00
12/11/2024	H P LONG, III	B110	Analyze and finalize notice of additional omnibus hearing dates	0.30	279.00
12/11/2024	H P LONG, III	B110	Analyze CNO and communications with Verita regarding the same	0.20	186.00
12/11/2024	T L CANADA	B110	Finalize and electronically file Notice of Additional Omnibus Hearing Dates	0.20	78.00
12/11/2024	T L CANADA	B110	Finalize exhibit to the Agreed Order Continuing Hearing and Deadlines Solely as to Chubb Insurers Settlement Motion, electronically file and submit same to the Court	0.30	117.00
12/11/2024	T L CANADA	B110	Work on agenda for December 16th hearing	1.50	585.00
12/11/2024	T L CANADA	B110	Prepare notice of motions and notice of hearing for Joint Motion on Chubb Insurance Settlement Motion and Motion to Expedite same	0.50	195.00

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/12/2024	T L CANADA	B110	Compile and prepare hearing exhibit binders for December 16th hearing	2.90	1,131.00
12/12/2024	T L CANADA	B110	Electronically file certificate of service for doc. no. 414	0.10	39.00
12/13/2024	T L CANADA	B110	Prepare hearing binder of pleadings for December 16th hearing and finalize exhibit binders regarding same	3.00	1,170.00
12/13/2024	T L CANADA	B110	Continue work on agenda for December 16th hearing and electronically file same	0.80	312.00
12/13/2024	T L CANADA	B110	Electronically file Chapter 11 Monthly Operating Report for the Month Ending: 11/30/2024	0.20	78.00
12/13/2024	T L CANADA	B110	Prepare exhibit binder of exhibits in anticipation of December 16th hearing	1.00	390.00
12/13/2024	T L CANADA	B110	Prepare notice of revised proposed order for 9019 Motion on Certain Insurers	0.50	195.00
12/16/2024	H P LONG, III	B110	Analyze CNO and communications with Verita regarding the same	0.20	186.00
12/16/2024	T L CANADA	B110	Electronically file certificate of service for doc. nos. 426, 428, 429, and 430	0.20	78.00
12/16/2024	T L CANADA	B110	Assist in hearing preparation and ensure documents and exhibits are ready for December 16th hearing	1.50	585.00
12/17/2024	H P LONG, III	B110	Analyze certificates of service and communications with Vertia regarding the same	0.30	279.00
12/18/2024	T L CANADA	B110	Electronically file certificates of service for doc. nos. 415, 417, 418, 419, 420, 421, and 424	0.50	195.00
12/18/2024	J W HARBOUR	B110	Analysis of settlement and potential appeal issues and communications with counsel	0.30	397.50

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/23/2024	H P LONG, III	B110	Analyze CNO and communications with Verita regarding the same	0.20	186.00
12/26/2024	H P LONG, III	B110	Analyze CNOs and communications with Verita regarding the same	0.30	279.00
			TOTAL B110	19.40	
12/02/2024	H P LONG, III	B150	Analyze request from counsel to party in interest regarding documents and strategy to respond to the same	0.40	372.00
12/10/2024	H P LONG, III	B150	Analyze and respond to questions from counsel to party in interest regarding hearing on settlement motions	0.20	186.00
			TOTAL B150	0.60	
12/06/2024	H P LONG, III	B160	Communications with N. Miller at Caplin regarding status of Nera retention application in connection with December 10 hearing	0.30	279.00
12/18/2024	C A RANKIN	B160	Review Blank Rome November monthly fee statement detail and email K. Brinkman regarding same.	0.20	160.00
12/19/2024	C A RANKIN	B160	Analyze and address open items regarding HuntonAK November fee statement, and email M. Stevenson (HAK) regarding same.	2.10	1,680.00
12/19/2024	C A RANKIN	B160	Analyze Courington November monthly fee statement and emails with T. Rader and K. Courington regarding authority to finalize and file same.	0.40	320.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/20/2024	C A RANKIN	B160	Analyze revised invoice from M. Stevenson (HAK accounting) and emails with M. Stevenson, J. Rovira, and T. Canada regarding open items regarding same (.5); communications with T. Canada regarding draft HAK Fourth Monthly Fee Statement and analyze draft of same (.7) and circulate same to J. Rovira and T. Brown for review (.1).	1.30	1,040.00
12/20/2024	T L CANADA	B160	Work on Hunton's 4th monthly fee statement	0.80	312.00
12/20/2024	T P BROWN	B160	Emails with C.Rankin re Hunton monthly fee statement review and filing and review same	0.30	405.00
12/20/2024	T P BROWN	B160	Review MLB fee statement	0.10	135.00
12/23/2024	T P BROWN	B160	Emails with C.Rankin re fee statement and final review of statement	0.30	405.00
12/23/2024	C A RANKIN	B160	Analyze open items for HuntonAK fourth monthly fee statement and emails with T. Brown and T. Canada regarding same (.3); analyze Stout's fourth monthly fee statement and file same (.3).	0.60	480.00
12/23/2024	T L CANADA	B160	Finalize and electronically file CKSMM's November fee statement	0.70	273.00
12/23/2024	T L CANADA	B160	Finalize and electronically file Blank Rome's November fee statement	0.70	273.00
12/23/2024	T L CANADA	B160	Finalize and electronically file Hunton's November fee statement	0.70	273.00
12/23/2024	T P BROWN	B160	Draft email summarizing potential retention of special counsel	0.80	1,080.00
12/24/2024	T P BROWN	B160	Revise memo re summary of issues requiring retention of special counsel	0.40	540.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/24/2024	T P BROWN	B160	Emails with J.Rovira re need for retention of special counsel and related issues	0.20	270.00
12/26/2024	H P LONG, III	B160	Analyze issues related to retention of special conflicts counsel	0.70	651.00
12/26/2024	T P BROWN	B160	Review emails from J.Rovira re proposal to address special counsel issue	0.10	135.00
12/26/2024	T P BROWN	B160	Emails with T.Long re retention app for conflicts counsel	0.10	135.00
12/27/2024	T P BROWN	B160	Emails and telephone call with T.Long re preparation of special conflicts counsel retention app	0.20	270.00
12/30/2024	T P BROWN	B160	Consider issues in retention of special counsel	0.20	270.00
12/31/2024	H P LONG, III	B160	Analyze and work on special conflicts counsel retention application	1.40	1,302.00
TOTAL B160				12.60	
12/01/2024	J P ROVIRA	B190	Address issues relating to finalizing term sheet with Committee and attention to correspondence related to same.	0.80	800.00
12/01/2024	T P BROWN	B190	Emails with J.Rovira and T.Long re adjournment issues re Chubb motion	0.10	135.00
12/01/2024	T P BROWN	B190	Conference with T.Long re proposed order on Chubb motion and related issues	0.20	270.00
12/02/2024	H P LONG, III	B190	Analyze issues related to seeking judicial mediation of Chubb motion and strategy related to same	0.60	558.00
12/02/2024	H P LONG, III	B190	Analyze objections filed to settlement motions and strategy to address same	0.90	837.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/02/2024	N S MONICO	B190	Analyze UST's objection to Hopeman's 9019 motion (.8); analyze caselaw the UST relies on in support of its objection to Hopeman's 9019 motion (3.0); prepare summary/analysis of the same (2.4)	6.20	4,309.00
12/02/2024	T P BROWN	B190	Emails with T.Long and review proposed revisions to adjournment order	0.30	405.00
12/02/2024	T P BROWN	B190	Consider strategy re mediation motion	0.20	270.00
12/02/2024	T P BROWN	B190	Emails with J.Rovira re continued hearing date and conference with T.Long re order and omnibus dates	0.20	270.00
12/02/2024	T P BROWN	B190	Conference with T.Long re mediation motion and order and related issues	0.30	405.00
12/02/2024	T P BROWN	B190	Call with Stout and Hunton re insurers' expert report, outstanding issues and hearing prep	0.50	675.00
12/02/2024	T P BROWN	B190	Conference with C.Rankin re injunction issues and UST objection	0.40	540.00
12/02/2024	T P BROWN	B190	Call with Chubb and Resolute's counsel re mediation and adjournment issues	1.00	1,350.00
12/02/2024	T P BROWN	B190	Conference and emails with J.Rovira re insurer call and related issues	0.20	270.00
12/02/2024	T P BROWN	B190	Review case law from C.Rankin on UST objection	1.20	1,620.00
12/02/2024	T P BROWN	B190	Review objections to settlement motion	0.80	1,080.00
12/02/2024	T P BROWN	B190	Review La lawyer email re informal request for access to confidential documents	0.10	135.00

HUNTON ANDREWS KURTH LLP
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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/02/2024	J P ROVIRA	B190	Review Agreed Order Continuing Hearing and attention to correspondence related to same (.6); review mediation motion and order and attention to correspondence related to same (1.0); prepare for and participate in call with counsel for insurers to provide update on upcoming hearing (.8)	2.40	2,400.00
12/02/2024	H P LONG, III	B190	Analyze terms of agreement with committee to continue Chubb motion and related issues (.80) and prepare agreed order related to same (1.10)	1.90	1,767.00
12/02/2024	H P LONG, III	B190	Analyze documents from C. Lascell potentially responsive to 2004 requests (1.10) and communications with C. Lascell regarding the same (.60)	1.70	1,581.00
12/02/2024	C A RANKIN	B190	Continue to draft and revise arguments for Reply in support of Resolute Settlement Motion (1.3); prepare for and participate in conference with T. Brown regarding arguments for same (.7); analyze objections filed by creditors to settlement approval motions (.5); draft email to T. Brown summarizing certain findings and potential arguments for reply in support of resolute settlement motion (.6); analyze summary of case law from N. Monico regarding Trustee's objection to settlement approval motions and emails with N. Monico regarding same (.4).	3.50	2,800.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/02/2024	T L CANADA	B190	Communications with Cognicion regarding scans of six hard bound books for production on 12/20; communications with Cognicion regarding Lascell email review and remit to T. Long regarding same	0.80	312.00
12/02/2024	T P BROWN	B190	Emails with J.Rovira and Chubb re status call	0.10	135.00
12/03/2024	C A RANKIN	B190	Conference with J. Rovira regarding comments to reply in support of Resolute settlement approval motion and shift in drafting approach given term sheet executed with Committee and analyze edits from J. Rovira regarding same (.6); analyze follow up email from J. Rovira regarding same (.2).	0.80	640.00
12/03/2024	T P BROWN	B190	Review research results and related emails from C.Rankin and N.Monico	1.60	2,160.00
12/03/2024	T P BROWN	B190	Review additional objections to insurer settlement motions and consider responses	1.40	1,890.00
12/03/2024	T P BROWN	B190	Review proposed mediation motion and potential changes to proposed order and review local rules and precedential orders and related conferences with T.Long	0.60	810.00
12/03/2024	T P BROWN	B190	Emails and conferences with J.Rovira re Chubb/Resolute motions and related issues	0.50	675.00
12/03/2024	T P BROWN	B190	Emails with T.Long re CIP agreements with Resolute insurers	0.10	135.00
12/03/2024	T P BROWN	B190	Work on hearing outlines and consider arguments and strategy to address objections and testimony needed	2.70	3,645.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/03/2024	T P BROWN	B190	Review new email from Chubb/Resolute's counsel re status of committee requests	0.10	135.00
12/03/2024	T P BROWN	B190	Review committee initial comment on mediation and continuance order re Chubb motion	0.20	270.00
12/03/2024	J P ROVIRA	B190	Review and revise proposed Reply Brief for settlement motions (3.8); attention to correspondence with Committee concerning potential mediation and continuance of hearing on Chubb motion and address issues relating to same (.7).	4.50	4,500.00
12/03/2024	H P LONG, III	B190	Analyze issues related to mediation of Chubb motion and work on joint meditation motion and proposed order	3.10	2,883.00
12/03/2024	H P LONG, III	B190	Analyze and work on motion to expedite joint mediation motion	1.30	1,209.00
12/03/2024	H P LONG, III	B190	Analyze and prepare evidence for hearing on Other Settling Insurers Motion	1.60	1,488.00
12/03/2024	N S MONICO	B190	Reasearch sale orders from cases in the Fourth Circuit in support Hopeman's response to the UST's objection to the 9019 motions (.8)	0.80	556.00
12/04/2024	T P BROWN	B190	Work on exhibits and witness outlines	1.60	2,160.00
12/04/2024	T L CANADA	B190	Conduct research regarding confirmation hearing transcript for C. Rankin in precedent cases for Reply in Support of Debtor's 9019 Motions	0.50	195.00
12/04/2024	T L CANADA	B190	Work on Hopeman Coverage Map Exhibit in anticipation of December 16th hearing	1.50	585.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/04/2024	J P ROVIRA	B190	Address issues relating to term sheet with Committee and attention to correspondence with insurers related to same (1.0); continue to address issues relating to Reply Brief and strategy for responding to same (1.5); address issues relating to continuance of Chubb Motion and attention to correspondence related to same (.5); address strategy issues related to same (.5).	3.50	3,500.00
12/04/2024	H P LONG, III	B190	Analyze and work on preparing exhibits for hearing on settlement motion (.90), and communications with K. Brinkman and B. Blum regarding the same (.40)	1.30	1,209.00
12/04/2024	H P LONG, III	B190	Analyze comments from Committee on joint mediation motion	0.60	558.00
12/04/2024	H P LONG, III	B190	Analyze comments from Committee on agreed order continuing Chubb motion	0.40	372.00
12/04/2024	H P LONG, III	B190	Analyze and respond to questions from B. Blum regarding review of expert reports	0.60	558.00
12/04/2024	H P LONG, III	B190	Communications with K. Courington regarding December 16 hearing	0.60	558.00
12/04/2024	H P LONG, III	B190	Analyze documents from C. Lascell related to 2004 requests (1.10), and communications with C. Lascell regarding the same (.60)	1.70	1,581.00
12/04/2024	H P LONG, III	B190	Analyze status of reply in support of settlement motion and strategy and precedent to support same	1.10	1,023.00
12/04/2024	T P BROWN	B190	Revise email to insurers' counsel and related email to J.Rovira	0.20	270.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/04/2024	T P BROWN	B190	Conference with J.Rovira re insurer and settlement hearing issues	0.40	540.00
12/04/2024	T P BROWN	B190	Conferences with T.Canada re demonstrative exhibit	0.40	540.00
12/04/2024	T P BROWN	B190	Conference with T.Long re exhibits and witnesses for hearing and prep and coordination of same	0.50	675.00
12/04/2024	T P BROWN	B190	Emails with insurers re call on objections and related strategy	0.20	270.00
12/04/2024	T P BROWN	B190	Review committee changes to proposed order and related email to J.Rovira	0.30	405.00
12/04/2024	T P BROWN	B190	Email with R.Mishkin re expected scope of testimony and re Chubb report	0.30	405.00
12/04/2024	T P BROWN	B190	Emails with K.Courington re 12/16 hearing and attendance at hearing	0.10	135.00
12/04/2024	T P BROWN	B190	Email with R.Van Epps re Resolute call	0.10	135.00
12/04/2024	T P BROWN	B190	Review emails with K.Brinkman re setting up qualified settlement account for Resolute deal	0.10	135.00
12/04/2024	T P BROWN	B190	Coordinate meetings during hearing for 12/15 prep and 12/16	0.30	405.00
12/04/2024	T P BROWN	B190	Review email from K.Courington re LM direct action in pending case in La.	0.10	135.00
12/04/2024	T P BROWN	B190	Emails with T.Long re work papers on Chubb expert report	0.10	135.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/04/2024	C A RANKIN	B190	Analyze J. Rovira's edits to reply in support of Resolute Settlement Agreement and revise same (.8); communications with T. Long regarding research and drafting of excerpt for same (.4); continue to assess arguments for reply in support of Resolute Settlement Agreement and revise same (2.3).	3.50	2,800.00
12/04/2024	B R BELL	B190	Confer on potential research regarding brief in support of settlement.	0.20	140.00
12/05/2024	T L CANADA	B190	Work on Hopeman Coverage Map Exhibit in anticipation of December 16th hearing	3.00	1,170.00
12/05/2024	T L CANADA	B190	Prepare exhibits for December 16th hearing	2.00	780.00
12/05/2024	J P ROVIRA	B190	Continue to address issues related to Mediation Motion and Order and Agreed Order continuing hearing (1.0); attention to correspondence related to same (.5); address issues relating to upcoming hearing and strategy for same (1.3).	2.80	2,800.00
12/05/2024	H P LONG, III	B190	Analyze and work on glossary of insurers exhibit (.80), and communications with K. Brinkman regarding the same (.40)	1.20	1,116.00
12/05/2024	H P LONG, III	B190	Analyze issues related to finalizing mediation motion for Chubb motion and related procedures	0.50	465.00
12/05/2024	H P LONG, III	B190	Analyze and comment on direct examination outline of C. Lascell for settlement approval hearing	0.90	837.00
12/05/2024	H P LONG, III	B190	Analyze precedent and work on inserts for reply in support of insurance settlement	5.70	5,301.00

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/05/2024	T P BROWN	B190	Conference with J.Rovira re mediation considerations and other settlement hearing issues	0.50	675.00
12/05/2024	T P BROWN	B190	Coordinate witness prep times and related emails with witnesses	0.60	810.00
12/05/2024	T P BROWN	B190	Emails with T.Long re outline review for settlement approval hearing	0.10	135.00
12/05/2024	T P BROWN	B190	Work on argument and witness outlines and review case law on settlement and sale issues	2.30	3,105.00
12/05/2024	T P BROWN	B190	Work on coverage chart exhibit and glossary exhibit	0.70	945.00
12/05/2024	T P BROWN	B190	Review emails with insurers' counsel on 524(g) and term sheet issues and with J.Rovira	0.20	270.00
12/05/2024	T P BROWN	B190	Review motion to expedite mediation motion hearing and related conference with T.Long	0.30	405.00
12/05/2024	T P BROWN	B190	Emails with K.Brinkman and J.Rovira re qualified statement account and review IRC re same	0.30	405.00
12/05/2024	T P BROWN	B190	Emails with J.Rovira re revised scheduling order and mediation order and review same	0.40	540.00
12/05/2024	T P BROWN	B190	Emails with R.Van Epps re Resolute call	0.10	135.00
12/05/2024	C A RANKIN	B190	Continue to assess objections to Resolute Settlement Agreement, and strategize and research arguments to same objections for reply in support of Resolute Settlement Agreement (2.6) and emails with B. Bell and T. Long regarding same (.4).	3.00	2,400.00

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12/05/2024	C A RANKIN	B190	Continue to draft, review and revise arguments contained in reply in support of resolute settlement agreement.	2.80	2,240.00
12/05/2024	B R BELL	B190	Review reply in support of motion seeking approval of settlement with certain insurers (.8); revise based on evidentiary issues (1.6); analyze various issues raised in objections to proposed sale and settlement (.3); research same (3.4)	6.10	4,270.00
12/05/2024	N S MONICO	B190	Conduct research regarding arguments contained in objections to Hopeman's 9019 motions (1.3); draft summary of the same (1.0); conduct supplemental follow up research per discussion with T.Long (1.8); draft summary of the same (1.1)	5.20	3,614.00
12/06/2024	N S MONICO	B190	Research caselaw regarding the fourth Austin prong in support of 9019 motions (.4)	0.40	278.00
12/06/2024	N S MONICO	B190	Conduct research regarding validity of certain claims as asserted in objections to Debtor's 9019 motions (1.0); prepare analysis for reply to objections to 9019 motions (.9)	1.90	1,320.50
12/06/2024	N S MONICO	B190	Research caselaw regarding necessity for bar orders in bankruptcy settlements in support of reply to objections to 9019 Motions (.6); research caselaw regarding the different standards for bar orders depending on procedure used to effectuate the same (.8); draft summary of the same (.9)	2.30	1,598.50

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/06/2024	B R BELL	B190	Complete research regarding arguments raised in objections to Debtor's 9019 motions (1.2); summarize same (.6).	1.80	1,260.00
12/06/2024	C A RANKIN	B190	Emails with N. Monico (.3), K. Brinkman (.6) and T. Long (.1) regarding arguments for reply in support of Resolute Settlement Agreement; conference with J. Rovira regarding timing of circulating draft of same (.1); analyze T. Long's insert for reply in support of Resolute Settlement Agreement and incorporate same into reply (1.7); continue to conduct research to address objections to Resolute Settlement Agreement and Approval Motion (2.3) and continue to draft, review and revise reply in support of Resolute Settlement Agreement (1.9); analyze information from K. Brinkman regarding same (.7)	7.40	5,920.00
12/06/2024	T P BROWN	B190	Review comments on outline and revise witness outlines and hearing outline	1.80	2,430.00
12/06/2024	T P BROWN	B190	Conferences with T.Long re endorsements on order and strategy re same	0.30	405.00
12/06/2024	T P BROWN	B190	Prepare for hearing on Resolute settlement approval and review cited case law and briefs	1.70	2,295.00
12/06/2024	T P BROWN	B190	Conference with J.Rovira re circulation of bifurcated hearing order and strategy	0.30	405.00
12/06/2024	T P BROWN	B190	Analyze and address issues for Debtor's Reply in Support of 9019 Motions and related email with T.Long	0.30	405.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/06/2024	T P BROWN	B190	Coordinate with Tina Canada postponement of deposition	0.10	135.00
12/06/2024	T P BROWN	B190	Emails with J.Rovira re witness outlines	0.10	135.00
12/06/2024	T P BROWN	B190	Emails with committee counsel re Austin depo continuance and re continuance of Chubb hearing order	0.20	270.00
12/06/2024	T P BROWN	B190	Prepare for and participate in call with insurers' counsel	0.90	1,215.00
12/06/2024	N S MONICO	B190	Conduct research regarding arguments asserted in objections to 9019 motions (.9); prepare summary of the same (.6)	1.50	1,042.50
12/06/2024	T L CANADA	B190	Prepare exhibits to December 16th hearing	2.70	1,053.00
12/06/2024	T L CANADA	B190	Analysis of hard copy books for production	2.50	975.00
12/06/2024	J P ROVIRA	B190	Prepare for and participate in call with insurers counsel concerning recent developments and updates (1.3); follow correspondence related to same (.5).	1.80	1,800.00
12/06/2024	H P LONG, III	B190	Analyze and comment on direct examination outline for R. Van Epps for settlement approval hearing	1.70	1,581.00
12/06/2024	H P LONG, III	B190	Continue to analyze and comment on direct examination outline of C. Lascell for settlement approval hearing	0.70	651.00
12/06/2024	H P LONG, III	B190	Analyze issues relating to adjourning deposition of Committee expert in connection with settlement approval hearing	0.40	372.00
12/06/2024	H P LONG, III	B190	Analyze precedent and work on inserts for reply in support of settlement motion	4.40	4,092.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/07/2024	T P BROWN	B190	Review comments from J.Rovira re Lascell outline	0.10	135.00
12/07/2024	T P BROWN	B190	Revise proposed witness outlines for Resolute approval hearing	1.40	1,890.00
12/07/2024	T P BROWN	B190	Emails with J.Rovira re draft of R.Mishkin witness outline for approval hearing	0.10	135.00
12/07/2024	T P BROWN	B190	Emails with C.Rankin and begin reviewing draft reply brief	0.60	810.00
12/07/2024	H P LONG, III	B190	Analyze precedent and work on inserts to reply in support of settlement motion	0.90	837.00
12/07/2024	H P LONG, III	B190	Analyze and work on supplemental responses to 2004 requests (2.20) and analyze documents responsive to same (1.10)	3.30	3,069.00
12/07/2024	J P ROVIRA	B190	Review and revise direct outline of C. Lascell in advance of witness preparation meeting (1.0); review reply brief and revise same (2.5).	3.50	3,500.00
12/07/2024	C A RANKIN	B190	Continue to consider arguments for reply in support of resolute settlement approval motion, and conduct research regarding same (1.7), further draft, review and revise same and circulate to T. Brown and J. Rovira (4.2).	5.90	4,720.00
12/07/2024	N S MONICO	B190	Extensive email exchanges with T.Long regarding analysis of arguments contained in Hopeman's Reply in support of the 9019 Motions	1.10	764.50
12/08/2024	T P BROWN	B190	Prepare for Resolute settlement approving hearing and revise related outlines	1.40	1,890.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/09/2024	T P BROWN	B190	Work on revising witness outlines and argument outline for hearing on Resolute motion	2.60	3,510.00
12/09/2024	T P BROWN	B190	Conference with T.Long re adjourning Austin deposition and related notice	0.10	135.00
12/09/2024	T P BROWN	B190	Participate in call with Stout on open items and witness prep issues	0.50	675.00
12/09/2024	T P BROWN	B190	Review emails from and to Choate re access to confidential transcripts of depositions	0.20	270.00
12/09/2024	T P BROWN	B190	Review email from committee re pause in appeal and review D.Ct. docket and emails with J.Rovira re same	0.20	270.00
12/09/2024	T P BROWN	B190	Revise proposed witness outline and related email to C.Lascell	0.40	540.00
12/09/2024	T P BROWN	B190	Review proposed Rule 2004 supplemental response and related conference with T.Long	0.20	270.00
12/09/2024	H P LONG, III	B190	Analyze documents potentially responsive to 2004 discovery	0.90	837.00
12/09/2024	H P LONG, III	B190	Analyze and work on exhibit and witness list for hearing on insurance settlement motion	1.30	1,209.00
12/09/2024	H P LONG, III	B190	Communications with C. Lascell regarding preparations for hearing on settlement motion	0.60	558.00
12/09/2024	H P LONG, III	B190	Communications with counsel to parties in interest regarding deposition of Committee's expert and analyze and finalize notice of adjournment related to same	0.50	465.00

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12/09/2024	H P LONG, III	B190	Analyze and prepare exhibits for hearing on settlement motions	0.70	651.00
12/09/2024	H P LONG, III	B190	Analyze and work on reply in support of settlement motion (1.60), and communications with K. Courington regarding the same (.80)	2.40	2,232.00
12/09/2024	H P LONG, III	B190	Analyze and update supplemental response to 2004 discovery (1.20) and communications with C. Lascell regarding the same (.20)	1.40	1,302.00
12/09/2024	C A RANKIN	B190	Conference with T. Long regarding various considerations and updates in advance of settlement approval hearing (.2), analyze draft testimony outline for C. Lascell (.6), analyze information from K. Brinkman and K. Courington regarding arguments related to reply in support of Resolute settlement approval motion (.6); analyze updates in drafting of reply in support of Resolute settlement approval motion and revision of arguments for same (.4).	1.80	1,440.00
12/09/2024	T L CANADA	B190	Analysis of Chubb insurance policies and prepare in anticipation of December 16th trial and communications with T. Long and K. Brinkman regarding missing policy	2.00	780.00
12/09/2024	N S MONICO	B190	Research caselaw interpreting certain statutory provisions raised in objections to Debtor's 9019 motions.	1.80	1,251.00
12/09/2024	N S MONICO	B190	Analyze draft of Debtor's reply incorporating research conducted for same	0.30	208.50

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/09/2024	T P BROWN	B190	Prep call with C.Lascell and J.Rovira for testimony on 12/16	1.50	2,025.00
12/09/2024	T P BROWN	B190	Conference with J.Rovira re expert testimony and related strategy	0.40	540.00
12/09/2024	T P BROWN	B190	Work on reply brief for Resolute hearing	0.90	1,215.00
12/09/2024	T P BROWN	B190	Conference with T.Long re sending prior transcripts to C.Lascell to prepare for hearing	0.10	135.00
12/09/2024	T P BROWN	B190	Consider response to La. lawyer request for produced documents and conference with T.Long re same	0.20	270.00
12/09/2024	T P BROWN	B190	Conference and emails with T.Long re supplemental responses on 2004 exam of committee	0.20	270.00
12/09/2024	J P ROVIRA	B190	Prepare for and participate in call with C. Lascell to prepare testimony for hearing on Resolute Settlement Motion (2.3); review proposed discovery responses and attention to correspondence related to same (.5); continue to address issues related to mediation and updated schedule for settlement motions and attention to correspondence related to same (1.0); address issues relating to preparation for upcoming settlement hearing (.5).	4.30	4,300.00
12/09/2024	B R BELL	B190	Review various arguments in draft brief (.6); revise and incorporate additional authorities to same (1.3).	1.90	1,330.00
12/10/2024	H P LONG, III	B190	Analyze status of agreed order continuing hearing on Chubb settlement (.50), and communications with counsel to party in interest regarding the same (.10)	0.60	558.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/10/2024	H P LONG, III	B190	Communications with counsel to party regarding objection to settlement motion and potential resolution of same (.50), and analyze language from counsel related to same (.40)	0.90	837.00
12/10/2024	T P BROWN	B190	Conference with J.Rovira re hearing prep and strategy	0.40	540.00
12/10/2024	T P BROWN	B190	Conference with T.Long re objections to Resolute motion and related order	0.40	540.00
12/10/2024	T P BROWN	B190	Emails with K.Courington re attending hearing and related issues	0.10	135.00
12/10/2024	T P BROWN	B190	Work on witness and exhibit list and tables for Mishkin exhibit	0.40	540.00
12/10/2024	T P BROWN	B190	Consider strategy re objections and emails and coordinate with K.Courington re same	0.30	405.00
12/10/2024	T P BROWN	B190	Consider strategy re addressing certain issues and proposed insert to order as both pertain to settlement approval motions	0.50	675.00
12/10/2024	T P BROWN	B190	Call with K.Courington re hearing prep and outstanding issues	0.30	405.00
12/10/2024	T P BROWN	B190	Review excerpt from Debtor's Reply in Support of 9019 Motions and consider strategy, related issues and case law regarding same.	0.60	810.00
12/10/2024	T P BROWN	B190	Prep call with R.Mishkin for potential witness testimony on 12/16	1.50	2,025.00
12/10/2024	T P BROWN	B190	Conference with J.Rovira re use of expert at 12/16 hearing and consider strategy re same	0.30	405.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/10/2024	T P BROWN	B190	Conference call with insurers' counsel on hearing issues and prep	0.70	945.00
12/10/2024	T P BROWN	B190	Emails with T.Long re additional exhibits for settlement approval hearing.	0.20	270.00
12/10/2024	T P BROWN	B190	Work on reply brief and related emails with K.Brinkman, T.Long and C.Rankin	2.30	3,105.00
12/10/2024	H P LONG, III	B190	Analyze and work on reply in support of settlement motion (1.20), and communications with K. Brinkman regarding the same (.70)	1.90	1,767.00
12/10/2024	T L CANADA	B190	Analysis of hard copy books for production	2.00	780.00
12/10/2024	J W BUONI	B190	Analyze strategy issues regarding use of prior testimony in upcoming hearing (.3).	0.30	339.00
12/10/2024	C A RANKIN	B190	Analyze data regarding administrative expenses for preparation of exhibit to use at Resolute Settlement Approval Hearing (.8) and draft emails to T. Long, C. Lascell, S. Ewing, and B. Blum regarding same (.4); analyze edits to reply in support of Resolute settlement approval motion from K. Brinkman (.5).	1.70	1,360.00
12/10/2024	T L CANADA	B190	Analysis of bates range for Chubb Insurers and Resolute Insurers for Exhibit List	0.80	312.00
12/10/2024	H P LONG, III	B190	Analyze, finalize and serve supplemental 2004 response (.60), and communications with C. Lascell regarding the same (.10)	0.70	651.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/10/2024	H P LONG, III	B190	Analyze and work on exhibit and witness list for hearing on settlement motions	0.70	651.00
12/10/2024	H P LONG, III	B190	Analyze request from party in interest for coverage in place agreements with Liberty (.10), analyze Liberty protective order (.40), and prepare and send email to counsel to Liberty regarding request (.30)	0.80	744.00
12/10/2024	H P LONG, III	B190	Analyze and work on exhibits for hearing on settlement motions	1.60	1,488.00
12/10/2024	N S MONICO	B190	Prepare Motion to Continue Chubb Approval Hearing and Motion to Expedite the Same (2.2); prepare Motion to Expedite Motion to Continue (.5)	2.70	1,876.50
12/10/2024	N S MONICO	B190	Extensive correspond with T.Long and C.Rankin regarding certain statutory provisions as they relate to Hopeman's Reply to Objections to the 9019 motions.	1.20	834.00
12/10/2024	J P ROVIRA	B190	Continue to address issues in advance of settlement hearing including review witness outline and attention to correspondence related to same (.8); prepare for and participate in witness preparation meeting with R. Mishkin concerning expert testimony (1.5); continue to address issues in advance of hearing and preparation for same (1.0); attention to correspondence concerning order continuing hearing on Chubb Motion and mediation motion (.5).	3.80	3,800.00
12/10/2024	T P BROWN	B190	Emails with R.Mishkin re hearing outline and revise witness outline	1.80	2,430.00

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12/10/2024	T P BROWN	B190	Prepare for hearing on approval motion	1.40	1,890.00
12/10/2024	T P BROWN	B190	Revise witness outline for R.Van Epps witness prep call	2.20	2,970.00
12/11/2024	T P BROWN	B190	Witness preparation of R.Van Epps	1.50	2,025.00
12/11/2024	T P BROWN	B190	Review designations of other parties and consider potential objections to exhibits	0.50	675.00
12/11/2024	J P ROVIRA	B190	Prepare for and participate in call with counsel for Settling Insurers concerning mediation and continuation of Chubb Settlement Motion (1.3); attention to correspondence related to same (.5); review stipulation abating appeal of Order Extending Automatic stay and attention to correspondence related to same (.8); prepare for and participate in call with R. Van Epps for witness preparation (1.5); prepare for and participate in call with Committee concerning mediation and continuance of Chubb Settlement Motion and address issues related to same (.8); discuss issues related to upcoming hearing with T. Brown (.6).	5.50	5,500.00
12/11/2024	C A RANKIN	B190	Analyze current draft of reply in support of Resolute Settlement Agreement and revise same (1.7), and conference with J. Rovira (.1) and T. Long (.1); circulate draft of same reply to K. Courington and C. Lascell for review (.1); email J. Rovira regarding certain open items and considerations for same reply (.3)	2.30	1,840.00

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12/11/2024	B R BELL	B190	Review latest draft of brief in support of proposed settlement and sale of insurance policies (.2); revise same based on evidentiary issues (.6).	0.80	560.00
12/11/2024	N S MONICO	B190	Prepare Motion to Expedite Motion to Continue Chubb Approval Hearing	1.30	903.50
12/11/2024	T P BROWN	B190	Work on witness and exhibit list revisions	0.50	675.00
12/11/2024	T P BROWN	B190	Revise proposed stipulation on staying appeal	0.30	405.00
12/11/2024	T P BROWN	B190	Conferences with T.Long re endorsement and submission of order and mediation motion and related strategy	0.40	540.00
12/11/2024	T P BROWN	B190	Conference with J.Rovira re agreed order issues and failure of committee to obtain endorsements	0.30	405.00
12/11/2024	T P BROWN	B190	Consider strategy re mediation motion and continuance order	0.20	270.00
12/11/2024	T P BROWN	B190	Prepare for and participate in call on carve-out request and on hearing objections and strategy	0.80	1,080.00
12/11/2024	T P BROWN	B190	Call with K.Courington re depositions to perpetuate testimony of two plaintiffs and strategy to notice and cover same and review and email order to K.Courington	0.40	540.00
12/11/2024	T P BROWN	B190	Conference with J.Rovira re perpetuation of testimony depositions and related coverage issues	0.20	270.00
12/11/2024	T P BROWN	B190	Call with committee re continuance order, mediation motion and stipulation for D.Ct. appeal and hearing strategy	0.50	675.00

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12/11/2024	T P BROWN	B190	Conference with T.Long re mediation motion approval by committee and related issues on appeal on agreed order	0.20	270.00
12/11/2024	T P BROWN	B190	Emails with committee counsel re endorsements on stipulation and mediation motion	0.10	135.00
12/11/2024	T P BROWN	B190	Emails with T.Canada re coordinating exhibit revisions and color copies	0.30	405.00
12/11/2024	T P BROWN	B190	Emails with K.Courington re attendance at hearing and issues re same and call re same	0.20	270.00
12/11/2024	T P BROWN	B190	Email to Resolute's counsel re transcript of prior hearing	0.10	135.00
12/11/2024	T P BROWN	B190	Work on reply brief for Resolute sale and settlement motion	2.40	3,240.00
12/11/2024	T L CANADA	B190	Analysis of exhibits for December 16th hearing, prepare exhibits for production, update exhibit list, and update production tracker chart with same	1.50	585.00
12/11/2024	H P LONG, III	B190	Analyze and work to resolve objection to settlement motion	0.70	651.00
12/11/2024	H P LONG, III	B190	Analyze status of agreed order continuing Chubb settlement motion (.80), finalize and submit same (.40), and communications with counsel to party in interest (.30) and Committee (.60) regarding the same	2.10	1,953.00
12/11/2024	H P LONG, III	B190	Analyze and finalize joint motion to mediate Chubb settlement motion	1.30	1,209.00
12/11/2024	H P LONG, III	B190	Analyze and finalize motion to expedite joint motion to mediate Chubb motion	0.80	744.00
12/11/2024	H P LONG, III	B190	Analyze, finalize and serve exhibit and witness list	1.20	1,116.00

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12/11/2024	H P LONG, III	B190	Finalize exhibits for settlement hearing (.70), serve same in response to discovery (.50), and communications with B. Blum and R. Van Epps regarding the same (.40)	1.60	1,488.00
12/11/2024	H P LONG, III	B190	Analyze and respond to request for exhibit for settlement hearing	0.30	279.00
12/11/2024	H P LONG, III	B190	Analyze exhibit and witness lists for settlement hearing and potential objections to the same (.60), including analyzing prior exhibits listed (.80)	1.40	1,302.00
12/11/2024	J W BUONI	B190	Continue to analyze strategy issues concerning potential objections to use of prior testimony in subsequent hearing when witness is available in court (.3) and conduct preliminary legal research regarding counter-arguments to anticipated objections (.4).	0.70	791.00
12/12/2024	T P BROWN	B190	Telephone call to K.Brinkman re hearing assistance and related issues and related email with K.Brinkman and related conference with J.Rovira	0.30	405.00

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12/12/2024	J P ROVIRA	B190	Review and revise proposed Reply Brief (2.3); attention to correspondence related to same and address issues related to same (.8); prepare for and participate in status conference on continuance motion (.8); address issues in relation to same and follow up call with Committee related to same (.7); prepare for and participate in call with insurers concerning upcoming hearing on settlements (.6); continue to address issues in advance of and prepare for settlement hearing (1.3)	6.50	6,500.00
12/12/2024	C A RANKIN	B190	Conferences with T. Long regarding open items regarding reply in support of Resolute Settlement Agreement and related items (.2); draft email to T. Brown regarding open items and considerations for reply in support of Resolute Settlement Agreement (.3); analyze case law regarding objecting to admission of exhibits on various grounds (1.2) and communications with N. Monico regarding same (.6)	2.30	1,840.00
12/12/2024	N S MONICO	B190	Research caselaw in support of various grounds for objecting to admission of certain exhibits as proposed by parties opposing Debtor's 9019 motions (2.3); prepare summary of the same (.8); conduct supplemental research regarding the same (1.3); prepare summary of the same (.4)	4.80	3,336.00

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12/12/2024	H P LONG, III	B190	Analyze and work on reply in support of settlement motion	2.80	2,604.00
12/12/2024	T P BROWN	B190	Prepare for scheduling conference with court on motion continuance	1.20	1,620.00
12/12/2024	T P BROWN	B190	Participate in scheduling conference on hearing for 12/16 and proposed continuance of Chubb motion	0.60	810.00
12/12/2024	T P BROWN	B190	Conference call with committee counsel re proposal to alter mediation and hearing schedule	0.50	675.00
12/12/2024	T P BROWN	B190	Consider request to alter settlement hearing and mediation schedule	0.20	270.00
12/12/2024	T P BROWN	B190	Conferences with J.Rovira re debtor and committee positions on bifurcation and mediation	0.30	405.00
12/12/2024	T P BROWN	B190	Conference with T.Long re seeking potential dates from court and consider alternatives	0.20	270.00
12/12/2024	T P BROWN	B190	Emails from and to counsel re carve-out request and bifurcation issue	0.20	270.00
12/12/2024	T P BROWN	B190	Conference call with insurers' counsel regarding results of settlement approval hearing and related items	0.80	1,080.00
12/12/2024	T P BROWN	B190	Prepare for hearing and revise related witness and argument outlines	3.20	4,320.00
12/12/2024	T P BROWN	B190	Work on revising draft of omnibus reply brief	4.60	6,210.00
12/12/2024	T P BROWN	B190	Review proposed motion/order from committee re staying D.Ct. appeal and review same	0.30	405.00
12/12/2024	T P BROWN	B190	Emails with insurers' counsel re exhibit/witness lists for approval hearing	0.10	135.00

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12/12/2024	H P LONG, III	B190	Communications with chambers regarding proposed order continuing Chubb settlement (.40), prepare and send email to parties to schedule a Zoom conference with the Judge regarding proposed order (.50), and prepare for and participate in conference (.80)	1.70	1,581.00
12/12/2024	H P LONG, III	B190	Communications with chambers regarding order on motion to expedite mediation motion, and finalize same	0.40	372.00
12/12/2024	H P LONG, III	B190	Analyze issues and protective order related to use of coverage in place agreements with settling insurers at December 16 hearing (.60), and prepare and send notice to counsel to settling insurers regarding the same (.50)	1.10	1,023.00
12/12/2024	H P LONG, III	B190	Communications with chambers regarding availability of a mediator for the Chubb motion	0.30	279.00
12/12/2024	H P LONG, III	B190	Analyze and work to resolve objections to settling insurers motion	1.10	1,023.00
12/12/2024	H P LONG, III	B190	Analyze and work on support for objections to exhibit lists for hearing on settlement motion	1.20	1,116.00
12/12/2024	H P LONG, III	B190	Analyze and respond to request from counsel to party in interest for copies of exhibit to be used at settlement hearing	0.60	558.00
12/12/2024	H P LONG, III	B190	Analyze and comment on joint motion to stay appeal	0.60	558.00

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12/13/2024	J P ROVIRA	B190	Review and revise proposed order on Resolute Settlement Motion and attention to correspondence related to same (1.5); review case law related to release and injunction issues and prepare outline of argument for same (5.3).	6.80	6,800.00
12/13/2024	T P BROWN	B190	Consider strategy re expert witness testimony and trial	0.50	675.00
12/13/2024	T P BROWN	B190	Review revised proposed agenda and related conferences with T.Canada	0.10	135.00
12/13/2024	N S MONICO	B190	Draft proposed objection regarding the admissibility of certain proposed exhibits by parties opposing 9019 motions per 12/13/24 research (.9); Analyze potential evidence issues regarding anticipated proffers/objections at 12/16/24 hearing (.5)	1.40	973.00
12/13/2024	H P LONG, III	B190	Prepare for December 16 hearing on settlement motion	1.40	1,302.00
12/13/2024	T P BROWN	B190	Email to J.Rovira re UST and related arguments	0.30	405.00
12/13/2024	T P BROWN	B190	Conference with J.Rovira re hearing prep and revisions to proposed order	0.50	675.00
12/13/2024	T P BROWN	B190	Work on objection to exhibits and related stipulation with Roussel firm	0.50	675.00
12/13/2024	T P BROWN	B190	Revise outlines for 12/16 hearing on settlement approval and related emails to witnesses	5.40	7,290.00
12/13/2024	T P BROWN	B190	Conference with T.Long re revisions to order and filing updated order	0.20	270.00
12/13/2024	T P BROWN	B190	Review proposed objection and stipulation with respect to Roussel claimants	0.20	270.00
12/13/2024	T P BROWN	B190	Email to UST re revisions to proposed order	0.10	135.00

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12/13/2024	T P BROWN	B190	Emails with C.Lascell re prior discovery responses to review for hearing prep	0.10	135.00
12/13/2024	T P BROWN	B190	Email to R.Van Epps re hearing strategy	0.10	135.00
12/13/2024	T P BROWN	B190	Emails with K.Courington re upcoming depositions to preserve testimony and related strategy	0.30	405.00
12/13/2024	T P BROWN	B190	Review emails with J.Rovira and Chubb's counsel re omnibus reply argument	0.20	270.00
12/13/2024	T P BROWN	B190	Review draft operating report and related conferences with T.Long	0.40	540.00
12/13/2024	T P BROWN	B190	Emails with committee counsel re proposed order revisions	0.20	270.00
12/13/2024	N S MONICO	B190	Prepare authority binder regarding releases in preparation for 12/16/24 hearing	2.40	1,668.00
12/13/2024	C A RANKIN	B190	Communications with N. Monico regarding debtor objecting to admissibility of exhibits and review and revise analysis regarding same (.7); communications with J. Rovira and N. Monico regarding materials to prepare outline for arguments regarding releases and injunctions in proposed Resolute settlement agreement order (.5).	1.20	960.00
12/13/2024	H P LONG, III	B190	Analyze, finalize and serve objection to certain exhibits	1.40	1,302.00
12/13/2024	H P LONG, III	B190	Work with counsel to Clement creditors to resolve objection to certain exhibits	0.80	744.00
12/13/2024	H P LONG, III	B190	Analyze and finalize agenda for December 16 hearing	0.70	651.00

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12/13/2024	H P LONG, III	B190	Analyze and work on revisions to proposed order approving settlement motion (1.60), and analyze and finalize notice of the same (.30)	1.90	1,767.00
12/14/2024	J P ROVIRA	B190	Working travel from Houston to Richmond for hearing on Resolute Settlement.	4.50	4,500.00
12/14/2024	T P BROWN	B190	Revise witness outlines and argument outline and prepare for hearing	7.20	9,720.00
12/14/2024	T P BROWN	B190	Review emails with UST and J.Rovira re injunction and release issues	0.20	270.00
12/14/2024	T P BROWN	B190	Emails with J.Rovira and insurers' counsel re revisions to proposed order	0.30	405.00
12/14/2024	T P BROWN	B190	Emails with R.Van Epps re witness testimony and related emails with C.Lascell and R.Mishkin	0.50	675.00
12/14/2024	H P LONG, III	B190	Analyze and work on outline of arguments and case law for December 16 hearing on settlement motion	2.30	2,139.00
12/15/2024	H P LONG, III	B190	Analyze issue related to bates numbers for hearing exhibits (.50) and prepare and send an email to parties regarding the same (.20)	0.70	651.00
12/15/2024	H P LONG, III	B190	Analyze and work on revisions to proposed order approving settlement motion	0.80	744.00
12/15/2024	H P LONG, III	B190	Prepare and finalize pro hac motion for K. Courington (.70) and communications with K. Courington regarding the same (.40)	1.10	1,023.00
12/15/2024	H P LONG, III	B190	Prepare for December 16 hearing on settlement motion	1.40	1,302.00

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12/15/2024	T P BROWN	B190	Prepare for hearing on certain settling insurers' motion, revise outlines and review cases	8.90	12,015.00
12/15/2024	T P BROWN	B190	Meeting with C.Lascell and J.Rovira re witness prep and strategy	2.70	3,645.00
12/15/2024	T P BROWN	B190	Conferences with T.Long re hearing prep	0.40	540.00
12/15/2024	T P BROWN	B190	Meeting with K.Courington and related emails re prep for hearing	0.50	675.00
12/15/2024	J P ROVIRA	B190	Continue preparation of closing argument for hearing and review of case law related to same (3.8); meet with T. Brown and C. Lascell as part of witness preparation for hearing (1.5); continue to address issues related to hearing and strategy for same (1.2).	6.50	6,500.00
12/15/2024	B R BELL	B190	Confer on issues pertinent to argument regarding non-consensual releases being effectuated by settlement/sale of insurance policies (.4); review outline of arguments regarding same (.7); analyze relevant authorities regarding same (1.9); revise and incorporate additional authorities based on same (.9)	3.90	2,730.00
12/16/2024	H P LONG, III	B190	Analyze and work on order approving certain settling insurers motions, including analyzing and addressing proposed language from other parties and the Court	1.40	1,302.00
12/16/2024	H P LONG, III	B190	Analyze and work on review of document potentially responsive to 2004 requests	0.80	744.00

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12/16/2024	H P LONG, III	B190	Analyze response from counsel to Liberty Mutual regarding discovery request from counsel to party in interest	0.40	372.00
12/16/2024	T P BROWN	B190	Meetings with witnesses prior to hearing	1.50	2,025.00
12/16/2024	T P BROWN	B190	Prepare for hearing	2.50	3,375.00
12/16/2024	T P BROWN	B190	Participation in settlement approval and related hearings	6.00	8,100.00
12/16/2024	H P LONG, III	B190	Prepare for and participate in hearing on certain other settling insurers motion	7.20	6,696.00
12/16/2024	C A RANKIN	B190	Participate in Resolute settlement approval hearing to assess next steps in bankruptcy case as they pertain to items such as mediation of Chubb settlement.	5.20	4,160.00
12/16/2024	B R BELL	B190	Prepare additional language requested by the Court to insert into proposed order following December 16, 2024, hearing.	0.50	350.00
12/16/2024	T L CANADA	B190	Work on revisions to proposed order approving certain settling insurers motion and prepare redline against UST revisions	0.80	312.00
12/16/2024	T L CANADA	B190	Prepare documents in anticipation of December 20th production	1.50	585.00
12/16/2024	T L CANADA	B190	Analysis of Second Supplemental Responses and Objections to 2004 UCC request and compile responses and update document tracker request sheet with same	3.00	1,170.00
12/16/2024	T P BROWN	B190	Meeting with client and advisors after hearing re strategy	1.20	1,620.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/16/2024	T P BROWN	B190	Conferences with J.Rovira re appeal issues and approval order strategy	0.30	405.00
12/16/2024	T P BROWN	B190	Review email from Liberty's counsel re protective order materials and Landry request	0.10	135.00
12/16/2024	J P ROVIRA	B190	Prepare for and participate in hearing on Resolute Settlement Motion (8.5); follow up correspondence related to proposed order approving settlement (1.3)	9.80	9,800.00
12/17/2024	T L CANADA	B190	Prepare and redact documents in anticipation of December 20th Production	6.00	2,340.00
12/17/2024	T P BROWN	B190	Revise proposed order on approval of settlement and consider additional changes	0.40	540.00
12/17/2024	T P BROWN	B190	Coordinate mediation and related order submission	0.20	270.00
12/17/2024	J P ROVIRA	B190	Address issues related to revised order on settlement approval and attention to correspondence related to same.	1.50	1,500.00
12/17/2024	H P LONG, III	B190	Analyze documents and emails potentially responsive to 2004 requests (5.10), and multiple communications with C. Lascell regarding the same (.80)	5.90	5,487.00
12/17/2024	H P LONG, III	B190	Analyze and work on order approving certain other settling insurers motion (.70), prepare and send email to parties regarding same (.40), and analyze comments from parties related to same (.50)	1.60	1,488.00
12/17/2024	H P LONG, III	B190	Analyze and finalize order approving joint motion to mediate Chubb motion	0.30	279.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/17/2024	T P BROWN	B190	Consider potential engagement of counsel for appeal and related candidates	0.20	270.00
12/17/2024	T P BROWN	B190	Emails with UST re revisions and circulation of proposed order	0.10	135.00
12/17/2024	T P BROWN	B190	Emails with T.Long and J.Rovira re changes to proposed sale approval order	0.30	405.00
12/17/2024	T P BROWN	B190	Conference with J.Rovira re 524(g) issues and potential strategies for appeal and mediation	0.50	675.00
12/18/2024	T P BROWN	B190	Review emails with UST and committee re change to approval order	0.10	135.00
12/18/2024	T P BROWN	B190	Conference with T.Long re appeal issues and related strategy for appeal and mediation	0.30	405.00
12/18/2024	T P BROWN	B190	Conference with J.Harbour re appeal issues	0.20	270.00
12/18/2024	H P LONG, III	B190	Analyze and work to finalize order approving Chubb settling insurers motion (.70), including analyzing and addressing comments from parties to the same (.40), and communications with insurers' counsel regarding the same (.60)	1.70	1,581.00
12/18/2024	H P LONG, III	B190	Prepare and send email to chambers regarding order approving certain other settling insurers motion and related redline showing comments addressing Judge's decision	0.50	465.00
12/18/2024	H P LONG, III	B190	Analyze documents and emails potentially responsive to UCC's 2004 (6.10) requests, and communications with C. Lascell regarding the same (.70)	6.80	6,324.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
12/18/2024	C A RANKIN	B190	Conference with J. Rovira regarding research issues regarding appeals (.1) and conduct initial research regarding same (1.1).	1.20	960.00
12/18/2024	J P ROVIRA	B190	Continue to address issues relating to finalizing settlement order and attention to correspondence related to same.	1.50	1,500.00
12/18/2024	T L CANADA	B190	Analysis of document production, prepare redactions and prepare production for December 20th	5.00	1,950.00
12/18/2024	T P BROWN	B190	Conferences with T.Long re revisions to proposed order, consent to changes and submission strategy	0.50	675.00
12/18/2024	T P BROWN	B190	Emails with J.Rovira, T.Long and counsel to insurers re sale order changes and submission	0.30	405.00
12/19/2024	T L CANADA	B190	Analysis of document production, prepare redactions and prepare production for December 20th	6.00	2,340.00
12/19/2024	T P BROWN	B190	Review email from LMIC counsel re redactions of transcript of hearing under protective order and review revisions	0.20	270.00
12/19/2024	T P BROWN	B190	Conference with J.Rovira re mediation strategy and collecting avoid dates and review emails with reps	0.40	540.00
12/19/2024	T P BROWN	B190	Conference with T.Long re mediation order	0.10	135.00
12/19/2024	T P BROWN	B190	Review order approving settlement as entered	0.10	135.00
12/19/2024	J P ROVIRA	B190	Address issues relating to upcoming mediation.	1.00	1,000.00
12/19/2024	H P LONG, III	B190	Analyze documents potentially responsive to Committee's 2004 requests	6.40	5,952.00

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12/19/2024	T P BROWN	B190	Consider strategy re appeal/mediation	0.30	405.00
12/20/2024	T P BROWN	B190	Review changes to mediation order from form submitted	0.10	135.00
12/20/2024	T P BROWN	B190	Emails with T.Long re coverage map request of committee re settlement hearing	0.10	135.00
12/20/2024	T P BROWN	B190	Review proposed privilege log and responsive documents for 2004 exam response and related emails with T.Long	0.80	1,080.00
12/20/2024	T P BROWN	B190	Emails and telephone call with M.Hastings re possible assistance on potential appeal	0.50	675.00
12/20/2024	T L CANADA	B190	Analysis of document production, prepare redactions and prepare production for December 20th	5.50	2,145.00
12/20/2024	H P LONG, III	B190	Prepare and send email to Committee counsel serving documents and privilege log in response to 2004 requests	0.50	465.00
12/20/2024	H P LONG, III	B190	Analyze and perform final review on privileged emails responsive to Committee's 2004 requests (1.90) and analyze and finalize privilege log (1.20)	3.10	2,883.00
12/20/2024	H P LONG, III	B190	Analyze and prepare documents for production in response to Committee's 2004 requests (2.70), and communications with C. Lascell regarding the same (.50)	3.20	2,976.00
12/20/2024	H P LONG, III	B190	Communications with chambers regarding entry of order approving joint mediation motion, and analyze entered order	0.50	465.00

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12/20/2024	H P LONG, III	B190	Analyze and respond to request from Committee counsel for copy of exhibit used at hearing on other settling insurers motion	0.30	279.00
12/22/2024	N S MONICO	B190	Research effects of an appeal of a final order by the UST (1.6)	1.60	1,112.00
12/23/2024	T P BROWN	B190	Conference with T.Long re P.Barrett call	0.10	135.00
12/23/2024	H P LONG, III	B190	Analyze email from counsel to Liberty regarding request from party in interest for Liberty documents and strategy to address the same	0.80	744.00
12/23/2024	H P LONG, III	B190	Communications with R. Van Epps regarding transcript from December 16 hearing	0.40	372.00
12/23/2024	T P BROWN	B190	Emails with T.Long re committee counsel issue	0.10	135.00
12/23/2024	T P BROWN	B190	Emails with insurers' counsel re closing, mediation and appeal issues	0.20	270.00
12/23/2024	T P BROWN	B190	Emails and telephone call with P.Barrett re potential assistance with appeal	0.40	540.00
12/23/2024	T P BROWN	B190	Conference with J.Rovira re appellate issues and mediation	0.30	405.00
12/23/2024	T P BROWN	B190	Emails with C.Rankin re Stout call and email with R.Van Epps, B.Blum and R.Mishkin of Stout	0.20	270.00
12/24/2024	T P BROWN	B190	Call with Chubb and Resolute counsel re mediation, appeal and approval issues	0.60	810.00
12/24/2024	T P BROWN	B190	Conferences with J.Rovira re insurer counsel call	0.20	270.00
12/24/2024	T P BROWN	B190	Conference with J.Rovira re revisions to memo on special counsel situation	0.30	405.00

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12/24/2024	J P ROVIRA	B190	Prepare for and participate in call with insurers concerning mediation.	1.00	1,000.00
12/30/2024	T P BROWN	B190	Review mediation order and consider scheduling issues	0.20	270.00
12/31/2024	N S MONICO	B190	Analyze motion to authorize renewal of D&O policy; Research caselaw in support of Hopeman's motion to renew its D&O policy;	0.80	556.00
12/31/2024	T P BROWN	B190	Emails with J.Rovira re special counsel retention	0.10	135.00
			TOTAL B190	465.60	
12/17/2024	J P ROVIRA	B195	Return travel from Richmond to Houston.	5.00	2,500.00
			TOTAL B195	5.00	
12/04/2024	T P BROWN	B210	Review SF office review of Hopeman client files from former defense counsel	0.30	405.00
12/10/2024	H P LONG, III	B210	Communications with B. Blum regarding monthly operating report and analyze related issues	0.40	372.00
12/12/2024	H P LONG, III	B210	Communications with B. Blum at Stout regarding monthly operating report	0.30	279.00
12/13/2024	C A RANKIN	B210	Analyze draft November MOR.	0.40	320.00
12/13/2024	H P LONG, III	B210	Analyze and comment on monthly operating report (.80), and communications with B. Blum regarding the same (.60)	1.60	1,488.00
12/19/2024	J P ROVIRA	B210	Address issues relating to renewal of insurance policies and discuss same with C. Lascell.	1.50	1,500.00
12/19/2024	T P BROWN	B210	Conference with J.Rovira re insurance renewals and related issues and email with C.Lascell	0.20	270.00

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12/27/2024	T P BROWN	B210	Emails with C.Lascell, J.Rovira and C.Rankin re insurance renewal issues and motion needed and review proposal and re timesheet	0.20	270.00
12/27/2024	C A RANKIN	B210	Analyze initial information regarding need for motion to authorize entry into renewed D&O insurance policy and conduct research regarding same.	1.70	1,360.00
12/29/2024	C A RANKIN	B210	Analyze quote for D&O policy renewal (.6) and begin drafting motion regarding same (1.3).	1.90	1,520.00
12/30/2024	T P BROWN	B210	Review emails with C.Lascell re motion on 2025 insurance program and related proposal	0.30	405.00
12/30/2024	C A RANKIN	B210	Continue to draft, review and revise D&O insurance renewal motion (1.8) and research and analyze case law regarding same (.7).	2.50	2,000.00
12/31/2024	C A RANKIN	B210	Review and finalize draft D&O insurance renewal motion and circulate same to J. Rovira for review and comment with notes for J. Rovira's consideration regarding same (1.4); analyze edits to same motion (.2) and emails with J. Rovira, T. Brown, and C. Lascell regarding same (.2).	1.80	1,440.00
12/31/2024	T P BROWN	B210	Review D&O insurance motion and related emails re comments and questions on motion with J.Rovira	0.50	675.00
12/31/2024	J P ROVIRA	B210	Review and revise Motion to Renew Insurance and attention to correspondence related to same.	0.80	800.00
TOTAL B210				14.40	
TOTAL HOURS				517.60	

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 PAGE: 44

TIMEKEEPER	STATUS	HOURS	RATE	VALUE
T P BROWN	Partner	128.60	1,350.00	173,610.00
J W BUONI	Partner	1.00	1,130.00	1,130.00
J W HARBOUR	Partner	0.30	1,325.00	397.50
J P ROVIRA	Partner	74.30	1,000.00	74,300.00
J P ROVIRA - Travel Rate	Partner	5.00	500.00	2,500.00
H P LONG, III	Counsel	134.20	930.00	124,806.00
B R BELL	Associate	15.20	700.00	10,640.00
N S MONICO	Associate	37.70	695.00	26,201.50
C A RANKIN	Associate	56.30	800.00	45,040.00
T L CANADA	Paralegal	65.00	390.00	25,350.00
TOTAL FEES (\$)				483,975.00

TIME SUMMARY BY TASK CODE:

CODE	DESCRIPTION	HOURS	VALUE
B110	Case Administration	19.40	9,956.50
B150	Meetings of and Communications with Creditors	0.60	558.00
B160	Fee / Employment Applications	12.60	10,688.00
B190	Other Contested Matters (excluding assumption / rejection motions)	465.60	447,168.50
B195	Non-Working Travel	5.00	2,500.00
B210	Business Operations	14.40	13,104.00
		517.60	483,975.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

CODE	DESCRIPTION	AMOUNT
E101	Copying	482.10
E106	Online Research	4,507.95
E110	Out-of-Town Travel	1,724.82
E111	Meals	154.55
E115	Deposition Transcripts	1,419.02
E116	Trial Transcripts	3,429.66
E118	Litigation Support Vendors	6,351.92
TOTAL CURRENT EXPENSES (\$)		18,070.02

INVOICE SUMMARY:

Current Fees: \$ 483,975.00
 Current Charges: 18,070.02
CURRENT INVOICE AMOUNT DUE: \$ 502,045.02

HUNTON ANDREWS KURTH LLP
 Joseph P. Rovira (admitted *pro hac vice*)
 Catherine A. Rankin (admitted *pro hac vice*)
 600 Travis Street, Suite 4200
 Houston, Texas 77002
 Telephone: (713) 220-4200

HUNTON ANDREWS KURTH LLP
 Tyler P. Brown (VSB No. 28072)
 Henry P. (Toby) Long, III (VSB No. 75134)
 Riverfront Plaza, East Tower
 951 East Byrd Street
 Richmond, Virginia 23219
 Telephone: (804) 788-8200

Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
 EASTERN DISTRICT OF VIRGINIA
 RICHMOND DIVISION**

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

**SIXTH MONTHLY FEE STATEMENT OF
 HUNTON ANDREWS KURTH LLP AS BANKRUPTCY COUNSEL
 FOR THE DEBTOR FOR ALLOWANCE OF COMPENSATION FOR SERVICES
 RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD
FROM JANUARY 1, 2025 THROUGH AND INCLUDING JANUARY 31, 2025**

Name of Applicant:	Hunton Andrews Kurth LLP
Name of Client:	Hopeman Brothers, Inc. Debtor and Debtor in Possession
Date of retention order entered:	September 9, 2024, effective as of June 30, 2024 [Docket No. 163]
Time Period Covered:	January 1, 2025 through January 31, 2025
Total Fees Requested:	\$159,642.40 (80% of \$199,553.00)
Total Expenses Requested:	\$7,207.09
Type of Fee Statement:	Monthly ¹

¹ 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”), the law firm of Hunton Andrews Kurth LLP (“Hunton”), counsel for Hopeman Brothers, Inc., as debtor and debtor in possession (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 Hunton for the period from January 1, 2025 through and including January 31, 2025 (the “Fee Period”) and reimbursement of the actual and necessary expenses that Hunton incurred during the Fee Period. By this Monthly Fee Statement, Hunton seeks allowance of compensation for services rendered in the amount of \$199,553.00 and payment in the amount of \$159,642.40 (which equals 80% of the compensation sought herein). Hunton also seeks allowance and reimbursement of actual and necessary expenses in the amount of \$7,207.09.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, Hunton has attached the following:
 - **Exhibit A** is a summary schedule of hours and fees covered by this Monthly Fee Statement, categorized by project code.
 - **Exhibit B** is a summary schedule of the time expended by all Hunton professionals and paraprofessionals engaged in the representation of the Debtor during the Fee Period.
 - **Exhibit C** is a summary of the expenses incurred by Hunton during the Fee Period.
 - **Exhibit D** is a detailed invoice for the hours expended and fees incurred by Hunton professionals and paraprofessionals during the Fee Period.

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. Hunton 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, Hunton respectfully requests payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$166,849.49, consisting of (i) \$159,642.40, which is 80% of the fees incurred by the Debtor for reasonable and necessary professional services rendered by Hunton during the Fee Period, and (ii) \$7,207.09 for actual and necessary costs and expenses.

[Remainder of Page Intentionally Left Blank]

Dated: February 24, 2025
Richmond, Virginia

/s/ Henry P. (Toby) Long, III

Tyler P. Brown (VSB No. 28072)

Henry P. (Toby) Long, III (VSB No. 75134)

HUNTON ANDREWS KURTH LLP

Riverfront Plaza, East Tower

951 East Byrd Street

Richmond, Virginia 23219

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- and -

Joseph P. Rovira (admitted *pro hac vice*)

Catherine A. Rankin (admitted *pro hac vice*)

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Houston, TX 77002

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Email: josephrovira@HuntonAK.com

crankin@HuntonAK.com

Counsel for the Debtor and Debtor in Possession

EXHIBIT A

Statement of Fees by Subject Matter during the Fee Period

Matter Code	Matter Description	Hours	Fees Requested
B110	Case Administration	14.2	\$10,151.50
B120	Asset Analysis and Recovery	6.4	\$6,744.00
B160	Fee / Employment Applications	33.7	\$29,891.00
B190	Other Contested Matters (excluding assumption / rejection motions)	106.3	\$133,242.50
B210	Business Operations	18	\$19,524.00
Total		178.6	\$199,553.00

EXHIBIT B

Professionals Rendering Services during the Fee Period

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

Professional	Position	Year Admitted	Expertise	Hourly Billing Rate	Total Hours Billed	Total Compensation
T. P. Brown	Partner	1987	Bankruptcy	\$1,485	60.8	\$90,288.00
J. P. Rovira	Partner	2008	Bankruptcy	\$1,100	27.3	\$30,030.00
H. P. Long III	Counsel	2007	Bankruptcy	\$1,025	50.0	\$51,250.00
C. A. Rankin	Associate	2018	Bankruptcy	\$895	22.7	\$20,316.50
N. S. Monico	Associate	2023	Bankruptcy	\$695	1.3	903.50
Totals					178.6	\$199,553.00

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

Paraprofessional	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
T. L. Canada	Paralegal	Bankruptcy	\$410	16.5	\$6,765.00
Totals				16.5	\$6,765.00

EXHIBIT C

Summary of Expenses Incurred during the Fee Period

Type	Expenses
Online Research	\$218.90
Local Travel	\$15.00
Deposition Transcripts	\$3,653.78
Litigation Support Vendors	\$3,106.00
Online Research (Pacer Service Fees from October 1, 2024 to December 31, 2024)	\$213.41
TOTAL EXPENSES:	\$7,207.09

EXHIBIT D

Detailed Invoice of Fees and Expenses Incurred During the Fee Period

HUNTON ANDREWS KURTH

HUNTON ANDREWS KURTH LLP
600 TRAVIS, STE. 4200
HOUSTON, TX 77002

TEL 713 • 220 • 4200

EIN 54-0572269

INVOICE SUMMARY-REMITTANCE PAGE

Hopeman Brothers, Inc.
Attn: Christopher Lascell
6 Auburn Court
Brookline, MA 02446-6380

FILE NUMBER: 040312.0000007
INVOICE NUMBER: 131822675
DATE: 02/18/2025

CLIENT NAME: Hopeman Brothers, Inc.

BILLING ATTORNEY: TIMOTHY A DAVIDSON

IMPORTANT MESSAGE: The Firm's fiscal year ends on March 31st. We would appreciate having your outstanding invoices paid on or before that date. If you need further information to process our invoices, please let us know. Please follow the remittance instructions provided and contact us if you have any questions on expediting payment.

Thank you for your business and continued support of Hunton Andrews Kurth LLP.

Statement for professional services and charges rendered in connection with the referenced matter(s), for the period ending January 31, 2025 per the attached itemization:

CURRENT INVOICE SUMMARY:

RE: (Hunton # 040312.0000007) Potential Bankruptcy or Restructuring

Current Fees:	\$ 199,553.00
Current Charges:	7,207.09
CURRENT INVOICE AMOUNT DUE:	\$ 206,760.09

TO RECEIVE PROPER CREDIT, PLEASE ATTACH REMITTANCE COPY WITH PAYMENT.

FOR BILLING INQUIRIES, PLEASE CALL: 804-788-8555

To Pay By Mail:
HUNTON ANDREWS KURTH LLP
PO BOX 405759
ATLANTA, GA 30384-5759

To Pay by Wire Transfer or ACH:
Bank: Truist Bank, Richmond, VA
Account Name: Hunton Andrews Kurth LLP Operating
Account Number: 001458094
ABA Transit: 061000104
Swift Code (International): SNTRUS3A
Information with Wire: File: 040312.0000007, Inv: 131822675, Date: 02/18/2025

HUNTON ANDREWS KURTH

HUNTON ANDREWS KURTH LLP
600 TRAVIS, STE. 4200
HOUSTON, TX 77002

TEL 713 • 220 • 4200

EIN 54-0572269

INVOICE DETAIL

Hopeman Brothers, Inc.
Attn: Christopher Lascell
6 Auburn Court
Brookline, MA 02446-6380

FILE NUMBER: 040312.0000007
INVOICE NUMBER: 131822675
DATE: 02/18/2025

CLIENT NAME: Hopeman Brothers, Inc.

BILLING ATTORNEY: TIMOTHY A DAVIDSON

IMPORTANT MESSAGE: The Firm's fiscal year ends on March 31st. We would appreciate having your outstanding invoices paid on or before that date. If you need further information to process our invoices, please let us know. Please follow the remittance instructions provided and contact us if you have any questions on expediting payment.

Thank you for your business and continued support of Hunton Andrews Kurth LLP.

RE: (Hunton # 040312.0000007) Potential Bankruptcy or Restructuring

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 31, 2025:

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/02/2025	H P LONG, III	B110	Analyze certificates of service and communications with Verita regarding the same.	0.30	307.50
01/03/2025	C A RANKIN	B110	Analyze status of various work streams.	0.30	268.50
01/03/2025	T L CANADA	B110	Electronically file certificates of service for doc. nos. 415, 417, 418, 419, 420, 421, 424, 437, 442, 443 and the supplemental certificate of service for doc. nos. 309 and 314.	1.00	410.00
01/06/2025	T L CANADA	B110	Work on Notice of Motion and Notice of Hearing for Motion to Renew DO Insurance.	0.40	164.00
01/06/2025	T L CANADA	B110	Submit electronic device permission form for T. Brown in anticipation of January 8th hearing.	0.20	82.00
01/06/2025	H P LONG, III	B110	Analyze certificates of service and communications with Verita regarding the same.	0.20	205.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: Hopeman Brothers, Inc.
FILE NUMBER: 040312.0000007

INVOICE: 131822675
DATE: 02/18/2025
PAGE: 2

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/07/2025	T L CANADA	B110	Electronically file certificates of service for doc. nos. 448, 449, 450, and 451.	0.30	123.00
01/07/2025	C A RANKIN	B110	Prepare for and participate in weekly Stout/HuntonAK conference to discuss case status and works in progress.	0.70	626.50
01/09/2025	H P LONG, III	B110	Communications with P. Barrett regarding omnibus hearing dates and times and analyze related issues.	0.40	410.00
01/13/2025	C A RANKIN	B110	Emails with T. Brown, J. Rovira, R. Van Epps, and D. Ramljak regarding time to hold weekly work in progress meeting (.2); conference with K. Brinkman regarding status of bankruptcy case and key works in progress (.4).	0.60	537.00
01/14/2025	T L CANADA	B110	Prepare notice of filing and hearing of second interim fee applications and electronically file same.	0.50	205.00
01/14/2025	H P LONG, III	B110	Analyze certificate of service and communications with Verita regarding the same.	0.20	205.00
01/14/2025	J P ROVIRA	B110	Prepare for and participate in update call with Stout.	0.80	880.00
01/14/2025	C A RANKIN	B110	Prepare for and participate in weekly Hunton/Stout conference.	0.50	447.50
01/16/2025	T L CANADA	B110	Communications with conferencing and prepare zoom link information in anticipation of January 22nd mediation.	0.40	164.00
01/16/2025	T L CANADA	B110	Prepare agenda for January 23, 2025 Hearing.	0.50	205.00
01/17/2025	H P LONG, III	B110	Analyze certificates of service and communications with Verita regarding the same.	0.30	307.50

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

INVOICE: 131822675
 DATE: 02/18/2025
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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/21/2025	T L CANADA	B110	Prepare and electronically file CNO for Directors and Officers Liability Insurance Motion.	0.30	123.00
01/21/2025	T L CANADA	B110	Electronically file certificates of service for doc. nos. 482, 484, 487, 490, 491, 492, 493, and 494.	0.30	123.00
01/21/2025	H P LONG, III	B110	Multiple communications with chambers regarding status of items scheduled for January 23 hearing and analyze same.	0.60	615.00
01/21/2025	H P LONG, III	B110	Analyze certificate of service and communications with Verita regarding the same.	0.20	205.00
01/21/2025	J P ROVIRA	B110	Prepare for and participate in update call with Stout team.	0.80	880.00
01/21/2025	C A RANKIN	B110	Prepare for and participate in weekly Hunton/Stout call (.4); analyze status of various works in progress and communications with T. Brown and J. Rovira regarding same (.3).	0.70	626.50
01/22/2025	T L CANADA	B110	Prepare and electronically file notice of cancellation of January 23rd hearing.	0.20	82.00
01/22/2025	H P LONG, III	B110	Communications with chambers confirming cancellation of January 23 hearing and analyze and finalize notice of cancellation.	0.40	410.00
01/22/2025	T L CANADA	B110	Analysis of legacy HBI documents from C. Lascell.	1.30	533.00
01/22/2025	T L CANADA	B110	Prepare materials for mediation.	0.50	205.00
01/23/2025	T L CANADA	B110	Electronically file supplemental certificate of service of doc. nos. 321, 322 and certificate of service of doc. nos. 504, 505, 509.	0.30	123.00

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

INVOICE: 131822675
 DATE: 02/18/2025
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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/23/2025	T L CANADA	B110	Electronically file December monthly operating report.	0.10	41.00
01/28/2025	H P LONG, III	B110	Analyze certificate of service and communications with Verita regarding the same.	0.20	205.00
01/28/2025	C A RANKIN	B110	Prepare for and participate in weekly Stout/Hunton conference.	0.30	268.50
01/29/2025	T L CANADA	B110	Electronically file certificate of service of doc. nos. 514 and 516.	0.20	82.00
01/30/2025	T L CANADA	B110	Electronically file certificate of service of doc. nos. 520, 521, 522, 523, 524.	0.20	82.00
			TOTAL B110	14.20	
01/28/2025	T P BROWN	B120	Emails with K.Courington re Miss. trust account and email to T.Long re same.	0.10	148.50
01/28/2025	H P LONG, III	B120	Analyze emails and documents related to funds held in Peoples Bank account and strategy related to potential recovery of same.	2.10	2,152.50
01/29/2025	T P BROWN	B120	Conferences with T.Long re Mississippi trust issues and potential strategy and research.	0.30	445.50
01/29/2025	H P LONG, III	B120	Analyze case law related to strategy to support interest in funds held in Peoples Bank account.	1.20	1,230.00
01/30/2025	H P LONG, III	B120	Analyze documents related to funds in Peoples Bank account and case law and strategy related to potential recovery of funds.	2.70	2,767.50
			TOTAL B120	6.40	
01/01/2025	T P BROWN	B160	Emails with T.Long re Kutak retention application.	0.10	148.50
01/02/2025	T P BROWN	B160	Revise draft Kutak retention pleadings.	0.40	594.00
01/02/2025	T P BROWN	B160	Email with P.Barrett re C.Lascell contact info.	0.10	148.50

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

INVOICE: 131822675
 DATE: 02/18/2025
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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/02/2025	T P BROWN	B160	Telephone call with P.Barrett re Kutak retention and call with P.Barrett and C.Lascell re same.	0.50	742.50
01/02/2025	T P BROWN	B160	Conference with J.Rovira re Kutak retention issues and email with J.Rovira re review of pleadings.	0.30	445.50
01/02/2025	H P LONG, III	B160	Analyze and work on special conflicts counsel retention application (1.80), and communications with P. Barrett regarding the same (.40).	2.20	2,255.00
01/02/2025	J P ROVIRA	B160	Address issues relating to retention of Kutak Rock and discuss same with T. Brown.	1.00	1,100.00
01/03/2025	J P ROVIRA	B160	Review and revise Kutak Rock retention application and attention to correspondence related to same.	1.50	1,650.00
01/03/2025	T L CANADA	B160	Prepare Hunton's Second Interim Fee Application and Exhibits to same.	3.00	1,230.00
01/03/2025	H P LONG, III	B160	Communications with P. Barrett regarding special conflicts counsel retention application (.30), and work on same (.50).	0.80	820.00
01/04/2025	T P BROWN	B160	Review revisions to proposed Kutak retention app and related pleadings and related emails to J.Rovira.	0.20	297.00
01/06/2025	H P LONG, III	B160	Communications with P. Barrett regarding finalizing retention application for special conflicts counsel, and communications with Verita regarding service of the same.	0.50	512.50
01/06/2025	T P BROWN	B160	Emails with P.Barrett re retention app and hearing date re same.	0.10	148.50

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

INVOICE: 131822675
 DATE: 02/18/2025
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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/07/2025	H P LONG, III	B160	Analyze and respond to question from D. Ramljak regarding Stout's interim fee application.	0.50	512.50
01/09/2025	C A RANKIN	B160	Analyze and address various open items regarding Hunton's second interim fee application.	0.50	447.50
01/10/2025	C A RANKIN	B160	Continue to review and revise HuntonAK's second interim fee application and related exhibits.	1.50	1,342.50
01/10/2025	C A RANKIN	B160	Analyze and address open items regarding CKSMM second interim fee application and draft email to T. Rader (CKSMM) regarding same.	0.70	626.50
01/11/2025	T P BROWN	B160	Review email from C.Rankin re draft of 2nd interim fee application.	0.10	148.50
01/11/2025	C A RANKIN	B160	Finalize edits to HuntonAK second interim fee application and draft email to T. Brown and J. Rovira regarding open items and related proposed solutions regarding same.	0.60	537.00
01/13/2025	C A RANKIN	B160	Analyze and address final open items regarding CKSMM second interim fee application and emails with T. Canada regarding same (.4); analyze and address open items regarding Blank Rome second interim fee application (.5); analyze and address open items regarding Stout second interim fee application (.8); analyze and address open item regarding Blank Rome's December monthly fee statement (.3).	2.00	1,790.00
01/13/2025	T P BROWN	B160	Review supp declaration of Kutak and proposed budget and related email with P.Barrett.	0.10	148.50

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

INVOICE: 131822675
 DATE: 02/18/2025
 PAGE: 7

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/14/2025	C A RANKIN	B160	Finalize draft of Hunton second interim fee statement (.2) and emails to T. Brown and J. Rovira regarding certain considerations regarding same (.3); coordinate finalization and filing of same (.2); analyze and address open items regarding Stout's second interim fee application and emails with Stout team regarding same (.9); review and revise notice of filing and hearing (.3); coordinate finalization and filing of debtors' professionals' second interim fee applications (.3).	2.20	1,969.00
01/14/2025	H P LONG, III	B160	Analyze and respond to questions from K. Courington regarding interim fee application.	0.60	615.00
01/14/2025	T P BROWN	B160	Review Hunton second interim fee app and related emails to C.Rankin.	0.50	742.50
01/14/2025	T L CANADA	B160	Finalize and electronically file 2nd interim fee application of Stout.	0.50	205.00
01/14/2025	T L CANADA	B160	Finalize and electronically file 2nd interim fee application of Hunton.	0.30	123.00
01/14/2025	T L CANADA	B160	Finalize and electronically file 2nd interim fee application of CKSMM.	0.50	205.00
01/14/2025	T L CANADA	B160	Finalize and electronically file 2nd interim fee application of Blank Rome.	0.50	205.00
01/14/2025	C A RANKIN	B160	Analyze inbound from K. Courington regarding CKSMM December monthly fee statement.	0.40	358.00
01/15/2025	C A RANKIN	B160	Draft email to K. Courington regarding open items regarding CKSMM December monthly fee statement.	0.20	179.00

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

INVOICE: 131822675
 DATE: 02/18/2025
 PAGE: 8

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/17/2025	C A RANKIN	B160	Analyze and address open items regarding Hunton December monthly fee statement.	2.10	1,879.50
01/20/2025	C A RANKIN	B160	Analyze Blank Rome Fifth Monthly Fee Statement to prepare for filing.	0.20	179.00
01/21/2025	H P LONG, III	B160	Communications with P. Barrett regarding status of Kutak's retention application and filing a CNO for same.	0.30	307.50
01/21/2025	T L CANADA	B160	Work on Hunton's December 2024 monthly fee statement.	2.00	820.00
01/21/2025	C A RANKIN	B160	Analyze and revise Hunton December monthly fee statement and emails with T. Brown and J. Rovira regarding same.	0.50	447.50
01/21/2025	C A RANKIN	B160	Analyze CKSMM December monthly fee statement and draft email to T. Rader (CKSMM) regarding same.	0.40	358.00
01/21/2025	C A RANKIN	B160	Analyze Stout December monthly fee statement in preparation for filing.	0.30	268.50
01/21/2025	T P BROWN	B160	Emails from and to C.Rankin re fee statements and MOR and review proposed filings.	0.70	1,039.50
01/22/2025	C A RANKIN	B160	Analyze and address open items regarding Blank Rome December fee statement.	0.40	358.00
01/23/2025	T L CANADA	B160	Finalize and electronically file 5th monthly fee statement of Blank Rome.	0.30	123.00
01/23/2025	T L CANADA	B160	Finalize and electronically file 5th monthly fee statement of CKSMM.	0.30	123.00
01/23/2025	T L CANADA	B160	Finalize and electronically file 5th monthly fee statement of Stout.	0.30	123.00

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

INVOICE: 131822675
 DATE: 02/18/2025
 PAGE: 9

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/23/2025	T L CANADA	B160	Finalize and electronically file 5th monthly fee statement of Hunton.	0.70	287.00
01/23/2025	T P BROWN	B160	Review and revise proposed Hunton fee statement.	0.30	445.50
01/23/2025	T P BROWN	B160	Emails with C.Rankin re fee statement.	0.10	148.50
01/23/2025	C A RANKIN	B160	Analyze revised CKSMM December monthly fee statement detail and coordinate preparation of filing same (.4); analyze and address final open items regarding Hunton's December monthly fee statement and coordinate the finalization of same for filing (.3).	0.70	626.50
01/24/2025	H P LONG, III	B160	Analyze emails from K. Montgomery regarding fee applications, including requested reduction, and issues related to response to same.	0.40	410.00
01/24/2025	T P BROWN	B160	Review email from K.Montgomery re fee app and reply to same.	0.10	148.50
01/24/2025	T P BROWN	B160	Emails with J.Rovira re fee app resolution.	0.10	148.50
01/28/2025	H P LONG, III	B160	Communications with C. Lascell and N. Miller at Caplin regarding W-9 forms for Committee professionals and analyze same.	0.50	512.50
01/30/2025	T P BROWN	B160	Review Caplin November fee statement.	0.40	594.00
01/30/2025	T P BROWN	B160	Review new fee apps from committee.	0.20	297.00
			TOTAL B160	33.70	
01/01/2025	T P BROWN	B190	Emails to P.Barrett re transcript of 12/16 hearing and Exh. 1 from hearing and locate copies.	0.20	297.00

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01/01/2025	T P BROWN	B190	Emails with P.Barrett re motion to stay hearing date and preparation of responsive to motion.	0.10	148.50
01/01/2025	T P BROWN	B190	Emails with Hunton lawyers re potential hearing date and review related emails from other counsel regarding same.	0.20	297.00
01/01/2025	T P BROWN	B190	Telephone calls with P.Barrett re background, settlement and appeal issues.	0.60	891.00
01/01/2025	T P BROWN	B190	Emails with J.Rovira re motion for stay pending appeal and Kutak involvement.	0.20	297.00
01/01/2025	T P BROWN	B190	Email to P.Barrett re appeal, retention and motion to stay pending appeal.	0.40	594.00
01/01/2025	T P BROWN	B190	Email to C.Lascell re motion to stay.	0.10	148.50
01/01/2025	T P BROWN	B190	Review motion, proposed order, expedite motion and proposed order re stay of appeal.	0.50	742.50
01/02/2025	T P BROWN	B190	Emails with C.Lascell and telephone call with C.Lascell and J.Rovira re motion to stay and related issues.	0.60	891.00
01/02/2025	T P BROWN	B190	Emails and conference with T.Long re mediation call and proposed email to chambers.	0.20	297.00
01/02/2025	T P BROWN	B190	Review LMIC email re additional transcript designations.	0.10	148.50
01/02/2025	T P BROWN	B190	Conference with T.Long re coordination of call with mediator.	0.10	148.50

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01/02/2025	H P LONG, III	B190	Analyze order regarding mediation on Chubb motion and requirements under the same (.50), communications with mediator's chambers regarding scheduling initiating call (.20), and prepare and send an email to all parties regarding the same (.60).	1.30	1,332.50
01/02/2025	T P BROWN	B190	Review order on expedited hearing request and notice of hearing re same.	0.10	148.50
01/03/2025	H P LONG, III	B190	Analyze email from chambers regarding initial mediation conference and issues related to same.	0.60	615.00
01/03/2025	T P BROWN	B190	Conference with T.Long re mediation coordination.	0.10	148.50
01/03/2025	T P BROWN	B190	Telephone call with P.Barrett re retention app filing and review of objection for facts and consistency.	0.10	148.50
01/03/2025	T P BROWN	B190	Emails with P.Barrett and review objection for facts and consistency of case position.	0.50	742.50
01/03/2025	T P BROWN	B190	Review emails from D.Ct. re appeal.	0.10	148.50
01/03/2025	T P BROWN	B190	Conference with J. Rovira re mediation strategy and related issues.	0.40	594.00
01/03/2025	T P BROWN	B190	Emails with committee counsel re mediation coordination call.	0.10	148.50
01/05/2025	T P BROWN	B190	Emails with C.Rankin re Stout call and mediation calls.	0.10	148.50
01/05/2025	T P BROWN	B190	Prepare for call on mediation.	0.10	148.50

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/06/2025	C A RANKIN	B190	Prepare for and participate in mediation planning conference (.7); and attend debrief calls with T. Brown and J. Rovira regarding same (.2).	0.90	805.50
01/06/2025	T P BROWN	B190	Conference with J.Rovira to prepare for calls with committee and mediator.	0.50	742.50
01/06/2025	T P BROWN	B190	Call with committee counsel re mediation and related issues.	0.60	891.00
01/06/2025	T P BROWN	B190	Conference with J.Rovira after committee call and to prepare for mediator call.	0.40	594.00
01/06/2025	T P BROWN	B190	Coordinate mediation rooms and related logistics.	0.20	297.00
01/06/2025	J P ROVIRA	B190	Prepare for and participate in call with Committee concerning upcoming mediation and Plan issues (.8); prepare for and participate in call with Mediator and other parties concerning mediation process (1.0); follow up discussions with T. Brown and begin preparation of mediation statement (1.0).	2.80	3,080.00
01/06/2025	T P BROWN	B190	Conference with J.Rovira re preparation of mediation statement and related issues.	0.20	297.00
01/06/2025	T P BROWN	B190	Telephone calls with P.Barrett re mediation dates and coordinating call.	0.20	297.00
01/06/2025	T P BROWN	B190	Participate in call with mediator and other parties.	0.80	1,188.00
01/06/2025	T P BROWN	B190	Emails with C.Rankin re Stout call and related emails with Stout.	0.10	148.50
01/07/2025	T P BROWN	B190	Emails to C.Lascell re mediation dates and related logistics.	0.20	297.00
01/07/2025	T P BROWN	B190	Email to P.Barrett and review related D.Ct. notices to forward for appeal.	0.20	297.00

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01/07/2025	T P BROWN	B190	Email to mediation parties re address for mediation and request attendee list.	0.10	148.50
01/07/2025	T P BROWN	B190	Review letter from mediator and forward to C.Lascell, Hunton team and P.Barrett.	0.20	297.00
01/07/2025	T P BROWN	B190	Email with J.Rovira re new notice of appeal.	0.10	148.50
01/07/2025	T P BROWN	B190	Emails with P.Barrett re substitution of counsel on appeal.	0.10	148.50
01/07/2025	T P BROWN	B190	Telephone call with Stout re mediation planning.	0.50	742.50
01/07/2025	H P LONG, III	B190	Communications with chambers regarding court's request to reschedule January 8 hearing and work to reschedule same.	0.50	512.50
01/07/2025	T P BROWN	B190	Call from chambers and related conference with T.Long and emails with P.Barrett re hearing continuation.	0.10	148.50
01/07/2025	T P BROWN	B190	Review new notice of appeal and review rules re same and related emails with P.Barrett.	0.30	445.50
01/07/2025	T P BROWN	B190	Emails with C.Lascell re continuation of 1/8 hearing.	0.10	148.50
01/07/2025	T P BROWN	B190	Conference with J.Rovira re mediation issues and strategy.	0.30	445.50
01/07/2025	T P BROWN	B190	Telephone call with committee re continuation of 1/8 hearing and related conference with T.Long.	0.10	148.50
01/08/2025	T P BROWN	B190	Consider strategy re mediation issues and plan-related strategy.	0.30	445.50
01/08/2025	J P ROVIRA	B190	Continue preparation of mediation statement and review documents related to same.	4.80	5,280.00

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01/08/2025	H P LONG, III	B190	Analyze letter from mediator for Chubb mediation and strategy related to same.	0.80	820.00
01/08/2025	T P BROWN	B190	Email with T.Long re substitution of counsel form for appeals and related emails with P.Barrett.	0.20	297.00
01/08/2025	T P BROWN	B190	Emails with P.Barrett re mediation statement and call on topics to be covered.	0.20	297.00
01/08/2025	T P BROWN	B190	Conference with J.Rovira re mediation statement issues and arguments.	0.50	742.50
01/09/2025	J P ROVIRA	B190	Continue preparation of mediation statement and review documents related to same (2.5); prepare for and participate in call with T. Brown and P. Barrett (1.0).	3.50	3,850.00
01/09/2025	T P BROWN	B190	Conference with T.Long re appearance/substitution pleading for appeal.	0.10	148.50
01/09/2025	T P BROWN	B190	Review and revise draft of mediation statement and consider additional points.	0.90	1,336.50
01/09/2025	T P BROWN	B190	Conference with J.Rovira re proposed mediation statement.	0.40	594.00
01/09/2025	T P BROWN	B190	Call with P.Barrett and J.Rovira re proposed parts of statement being prepared by Hunton.	0.90	1,336.50
01/09/2025	T P BROWN	B190	Emails with K.Courington re preserved testimony case status.	0.10	148.50
01/09/2025	T P BROWN	B190	Prepare for hearing.	0.30	445.50
01/10/2025	J P ROVIRA	B190	Continue to prepare mediation statement and review revisions to same.	1.50	1,650.00
01/10/2025	H P LONG, III	B190	Analyze issues related to expert reports and insurers to help prepare for mediation.	1.60	1,640.00

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01/10/2025	T P BROWN	B190	Emails with J.Rovira re D&O comment.	0.20	297.00
01/10/2025	T P BROWN	B190	Review Roussel joinder.	0.10	148.50
01/10/2025	T P BROWN	B190	Emails with K.Courington re La. lawsuits and insurance issues.	0.20	297.00
01/10/2025	T P BROWN	B190	Analyze and revise mediation statement.	2.60	3,861.00
01/11/2025	T P BROWN	B190	Review email from K.Courington re settlement of WD WA action and related issues.	0.10	148.50
01/13/2025	J P ROVIRA	B190	Continue to address issues relating to mediation statement (1.5); monitor hearing on Motion to Stay pending appeal (1.3).	2.80	3,080.00
01/13/2025	H P LONG, III	B190	Analyze and prepare documents to prepare for mediation on Chubb settlement.	1.60	1,640.00
01/13/2025	H P LONG, III	B190	Communications with chambers and counsel to party in interest regarding link for January 13 hearing.	0.40	410.00
01/13/2025	T P BROWN	B190	Conference with J.Rovira re mediation and plan strategy.	0.30	445.50
01/13/2025	T P BROWN	B190	Review email from committee re section 524(g) examples.	0.10	148.50
01/13/2025	T P BROWN	B190	Emails with C.Rankin re Stout calls on mediation and standing call dates/times.	0.10	148.50
01/13/2025	T P BROWN	B190	Review draft mediation statement and related emails with J.Rovira.	0.50	742.50
01/13/2025	T P BROWN	B190	Conferences with T.Long re hearing link and hearing results.	0.20	297.00
01/13/2025	T P BROWN	B190	Prepare for and attend hearing and related meeting with co-counsel.	1.40	2,079.00

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01/14/2025	T P BROWN	B190	Conference with T.Long re mediation issues.	0.20	297.00
01/14/2025	T P BROWN	B190	Email to C.Lascell re mediation statement.	0.10	148.50
01/14/2025	T P BROWN	B190	Conference with J.Rovira re coordinating with client on mediation statements and related strategy.	0.30	445.50
01/14/2025	T P BROWN	B190	Emails and call with P.Barrett re mediation statements and prep call.	0.30	445.50
01/14/2025	T P BROWN	B190	Conference with J.Rovira re mediation strategy and section 524(g) plan email from committee counsel.	0.40	594.00
01/14/2025	T P BROWN	B190	Conference call with Stout re mediation and settlement strategy.	0.40	594.00
01/14/2025	H P LONG, III	B190	Analyze email from counsel to Hopeman in stayed litigation regarding request from district court judge, and communications with counsel regarding same and strategy for a response.	0.60	615.00
01/14/2025	C A RANKIN	B190	Analyze inbound regarding prepetition stayed federal court litigation and draft response to L Smith (SCS) regarding same.	0.20	179.00
01/15/2025	T P BROWN	B190	Finalize mediation statement and related emails with C.Lascell, mediator, J.Rovira and P.Barrett.	1.20	1,782.00
01/15/2025	T P BROWN	B190	Emails with P.Barrett re record designation and review same.	0.10	148.50
01/15/2025	T P BROWN	B190	Review email from plaintiff's firm on WA state lawsuit and consider response.	0.10	148.50
01/15/2025	T P BROWN	B190	Coordinate mediation logistics with T.Long.	0.20	297.00

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01/15/2025	T P BROWN	B190	Conference with T.Long re call with WA counsel on dismissal stipulation.	0.10	148.50
01/15/2025	T P BROWN	B190	Emails with K.Courington re mediation issues and related email to J.Rovira.	0.20	297.00
01/15/2025	T P BROWN	B190	Review emails with committee counsel and Chubb re expert materials.	0.10	148.50
01/15/2025	H P LONG, III	B190	Prepare for mediation on Chubb settlement motion (1.20), and communications with N. Miller at Caplin regarding the same (.40).	1.60	1,640.00
01/16/2025	H P LONG, III	B190	Prepare for mediation on Chubb settlement (1.10), and communications with N. Miller at Caplin regarding the same (.30).	1.40	1,435.00
01/16/2025	T P BROWN	B190	Review example 524(g) trusts and related documents provided by committee counsel.	1.80	2,673.00
01/16/2025	T P BROWN	B190	Conferences with T.Long re mediation logistics.	0.30	445.50
01/16/2025	T P BROWN	B190	Prepare for mediation.	0.90	1,336.50
01/16/2025	T P BROWN	B190	Telephone call with K.Courington re La lawyer call and related issues.	0.40	594.00
01/16/2025	T P BROWN	B190	Email with J.Rovira re La lawyer issues raised by K.Courington.	0.10	148.50
01/17/2025	H P LONG, III	B190	Prepare for mediation on Chubb settlement.	0.80	820.00
01/17/2025	T P BROWN	B190	Prepare for call with mediator.	0.50	742.50
01/17/2025	T P BROWN	B190	Call with P.Barrett and J.Rovira to prepare for mediator call.	0.60	891.00
01/17/2025	T P BROWN	B190	Call with Judge Huennekens and debtor reps to prepare for mediation.	0.80	1,188.00
01/17/2025	T P BROWN	B190	Conference with J.Rovira re follow up to mediator call.	0.50	742.50

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01/17/2025	T P BROWN	B190	Emails with R.Van Epps re mediation statement.	0.10	148.50
01/17/2025	T P BROWN	B190	Review section 524(g) example plans and related pleadings sent by committee counsel.	2.10	3,118.50
01/17/2025	J P ROVIRA	B190	Prepare for and participate in call with T. Brown in advance of call with mediator (.8); prepare for and participate in call with mediator (1.0).	1.80	1,980.00
01/18/2025	T P BROWN	B190	Emails with Chubb's counsel re mediation attendees.	0.10	148.50
01/18/2025	T P BROWN	B190	Review 524(g) trust examples.	0.50	742.50
01/20/2025	T P BROWN	B190	Emails with C.Lascell re mediation logistics.	0.10	148.50
01/20/2025	T P BROWN	B190	Prepare for mediation.	0.80	1,188.00
01/20/2025	T P BROWN	B190	Emails with J.Rovira re mediation.	0.20	297.00
01/21/2025	T P BROWN	B190	Prepare for mediation.	0.80	1,188.00
01/21/2025	T P BROWN	B190	Telephone call with L.Davis re mediation issues and related emails with L.Davis.	0.30	445.50
01/21/2025	T P BROWN	B190	Emails with attendees to mediation re entry and parking and other logistics and related emails with mediator and staff re logistics for mediation.	0.40	594.00
01/21/2025	T P BROWN	B190	Call with P.Barrett and K.Courington to prepare for mediation.	0.60	891.00
01/21/2025	T P BROWN	B190	Review Roussell designation of record and statement of issues on appeal.	0.10	148.50
01/21/2025	T P BROWN	B190	Emails with R.Van Epps re mediation prep meeting.	0.10	148.50
01/21/2025	T P BROWN	B190	Emails with J.Rovira re appeal logistics.	0.10	148.50

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01/21/2025	T P BROWN	B190	Emails and conference with T.Long re Choate call on status with Liberty Mutual.	0.20	297.00
01/21/2025	T P BROWN	B190	Conference with T.Long re filing of CNO's and cancellation of hearing on January 23, 2025.	0.10	148.50
01/21/2025	H P LONG, III	B190	Communications with counsel to Liberty regarding status of case and scheduling call to discuss the same.	0.40	410.00
01/21/2025	H P LONG, III	B190	Prepare for mediation on Chubb settlement motion and analyze issues related to same (1.30), and communications with counsel to participants regarding the same (.50).	1.80	1,845.00
01/22/2025	T P BROWN	B190	Meeting with R.Van Epps, P.Barrett, C.Lascell and T.Long prior to mediation.	1.00	1,485.00
01/22/2025	T P BROWN	B190	Meetings during mediation session.	5.00	7,425.00
01/22/2025	T P BROWN	B190	Post-mediation meeting with C.Lascell and debtor reps.	1.00	1,485.00
01/22/2025	T P BROWN	B190	Consider strategy re plan and proposed 524(g) trust.	0.50	742.50
01/22/2025	T P BROWN	B190	Emails with K.Courington re mediation status.	0.10	148.50
01/22/2025	T P BROWN	B190	Review emails with K.Brinkman re mediation.	0.10	148.50
01/22/2025	J P ROVIRA	B190	Prepare for and participate in mediation over Chubb Insurance Motion.	4.50	4,950.00
01/22/2025	H P LONG, III	B190	Prepare for and participate in mediation on Chubb settlement motion.	6.80	6,970.00
01/23/2025	T P BROWN	B190	Emails with P.Barrett re filing appearance in D.Ct. and follow-up on mediation issues.	0.10	148.50
01/23/2025	T P BROWN	B190	Review request for access to document production from insurers' counsel.	0.10	148.50

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01/23/2025	T P BROWN	B190	Research re trust structure issues.	1.40	2,079.00
01/23/2025	T P BROWN	B190	Emails with J.Rovira re mediation follow-up issues.	0.20	297.00
01/23/2025	T P BROWN	B190	Conference with J.Rovira re trust strategy.	0.80	1,188.00
01/23/2025	C A RANKIN	B190	Conference with J. Rovira regarding research items pertaining to alternative chapter 11 plan constructs.	0.30	268.50
01/24/2025	T L CANADA	B190	Analysis of discovery and expert reports for documents for insurers.	0.90	369.00
01/24/2025	T P BROWN	B190	Confs and emails with T.Long re Chubb document sharing requests.	0.30	445.50
01/24/2025	T P BROWN	B190	Consider 524(g) trust structures and related research.	1.70	2,524.50
01/24/2025	T P BROWN	B190	Call with LM counsel re status of case and La lawsuits.	0.50	742.50
01/24/2025	T P BROWN	B190	Review denial of stay order and emails with J.Rovira and P.Barrett re same.	0.30	445.50
01/24/2025	T P BROWN	B190	Conferences with T.Long re LM call prep and follow-up.	0.30	445.50
01/24/2025	H P LONG, III	B190	Analyze email from P. Santelle requesting documents related to Chubb settlement motion (.20), analyze document production in connection with preparing response same (.90), and communications with P. Santelle regarding same (.20).	1.30	1,332.50
01/24/2025	H P LONG, III	B190	Prepare for and participate in call with counsel to Liberty to discuss update on Chubb settlement and bankruptcy case.	0.80	820.00

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01/24/2025	C A RANKIN	B190	Analyze Court's opinion and order regarding Resolution Settlement Agreement Approval.	0.80	716.00
01/27/2025	T P BROWN	B190	Conference with T.Long re Wayne insurance issues.	0.10	148.50
01/27/2025	T P BROWN	B190	Emails with K.Courington re LM as defendant for Wayne cases and related issues.	0.20	297.00
01/27/2025	T P BROWN	B190	Emails with T.Long re document production to be sent to insurers at their request and review samples.	0.30	445.50
01/27/2025	H P LONG, III	B190	Analyze documents to be provided to counsel to Chubb (.80), and prepare and send email related to same (.30).	1.10	1,127.50
01/28/2025	T P BROWN	B190	Email to R.Van Epps re Resolute settlement.	0.10	148.50
01/28/2025	T P BROWN	B190	Call with Stout re outstanding issues.	0.40	594.00
01/29/2025	T P BROWN	B190	Conference with T.Long re 524(g) issues in committee case examples.	0.20	297.00
01/29/2025	C A RANKIN	B190	Conduct research regarding various 524(g) related issues and draft write-up regarding same.	2.10	1,879.50
01/30/2025	T P BROWN	B190	Emails with J.Rovira re expected proposal.	0.10	148.50
01/30/2025	T P BROWN	B190	Emails with T.Long re mediation proposal expected from committee.	0.10	148.50
01/31/2025	H P LONG, III	B190	Analyze term sheet from Committee submitted in connection with Chubb meditation and related deadlines and documents in the bankruptcy case.	1.30	1,332.50

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01/31/2025	H P LONG, III	B190	Analyze and respond to questions from counsel to Chubb regarding document production, including analyzing related documents.	1.10	1,127.50
01/31/2025	T P BROWN	B190	Review emails from P.Barrett re potential settlement framework and email to P.Barrett.	0.20	297.00
01/31/2025	T P BROWN	B190	Review emails with T.Long and J.Rovira re exclusivity periods.	0.10	148.50
01/31/2025	T P BROWN	B190	Initial review of mediation proposal from committee.	0.30	445.50
01/31/2025	T P BROWN	B190	Emails and call from Judge Huennekens and response re mediation.	0.20	297.00
01/31/2025	T P BROWN	B190	Emails with J.Rovira re mediation follow up.	0.10	148.50
01/31/2025	C A RANKIN	B190	Conduct further review of various 524(g) considerations and revise write-up regarding same.	0.80	716.00
01/31/2025	H P LONG, III	B190	Analyze case law to support efforts to potentially recover funds in trust account.	0.90	922.50
			TOTAL B190	106.30	
01/02/2025	T P BROWN	B210	Email and conference with T.Long re policy renewal motions and hearing and required notice of same.	0.20	297.00
01/02/2025	T P BROWN	B210	Telephone call with C.Lascell and J.Rovira re D&O renewal issues and related motion strategy re same.	0.20	297.00
01/02/2025	J P ROVIRA	B210	Prepare for and participate in call with C. Lascell concerning insurance motion and other open issues (1.0); attention to correspondence related to same (.5).	1.50	1,650.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: Hopeman Brothers, Inc.
FILE NUMBER: 040312.0000007

INVOICE: 131822675
DATE: 02/18/2025
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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/02/2025	H P LONG, III	B210	Analyze issues related to renewal of D&O policy and motion to authorize same.	0.60	615.00
01/02/2025	H P LONG, III	B210	Analyze issues and requirements in bank account order regarding opening new accounts (.60), and prepare and send notice to US Trustee and Committee counsel regarding the same (.50).	1.10	1,127.50
01/02/2025	C A RANKIN	B210	Analyze additional case law in support for renewal of D&O Insurance policy.	0.30	268.50
01/02/2025	T P BROWN	B210	Emails with T.Long and UST re opening of new account for sale funds to be segregated.	0.20	297.00
01/02/2025	N S MONICO	B210	Research caselaw in support of Hopeman's motion to renew its D&O policy; supplement motion to review D&O policy with the same.	1.30	903.50
01/03/2025	T P BROWN	B210	Emails with C.Lascell re D&O policy proposal.	0.30	445.50
01/06/2025	C A RANKIN	B210	Communications with T. Canada regarding notice of hearing and motion regarding d&o policy renewal motion.	0.10	89.50
01/06/2025	T P BROWN	B210	Emails with C.Lascell re opening new DIP account.	0.10	148.50
01/07/2025	T P BROWN	B210	Conference with T.Long re review of insurance motion.	0.10	148.50
01/07/2025	T P BROWN	B210	Emails with J.Rovira re D&O motion.	0.10	148.50
01/08/2025	H P LONG, III	B210	Analyze and comment on motion to authorize renewal of D&O policies (1.20), and communications with C. Rankin regarding the same (.40).	1.60	1,640.00
01/08/2025	T P BROWN	B210	Emails with J.Rovira and conference with T.Long re insurance motion filing.	0.20	297.00

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
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INVOICE: 131822675
 DATE: 02/18/2025
 PAGE: 24

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/08/2025	T P BROWN	B210	Emails with C.Lascell re new account issues.	0.10	148.50
01/08/2025	C A RANKIN	B210	Analyze updated D&O renewal quote (.2) and review and revise D&O renewal motion and email T. Long regarding same (.6).	0.80	716.00
01/09/2025	H P LONG, III	B210	Analyze and finalize motion for authority to renew D&O policy.	0.90	922.50
01/09/2025	C A RANKIN	B210	Analyze final draft of D&O renewal motion.	0.20	179.00
01/09/2025	T L CANADA	B210	Finalize Motion to Renew D&O Insurance Policy, electronically file Motion and Notice of same, and remit to claims agent for service.	0.50	205.00
01/09/2025	T P BROWN	B210	Revisions to D&O insurance motion and related conferences with T.Long.	0.40	594.00
01/10/2025	T P BROWN	B210	Emails with C.Lascell re annual SCC fees and RA emails with J.Rovira re same.	0.30	445.50
01/10/2025	T P BROWN	B210	Emails with C.Lascell re opening new account and related issues.	0.20	297.00
01/10/2025	T P BROWN	B210	Conference with T.Long re comment received on D&O motion.	0.20	297.00
01/10/2025	T P BROWN	B210	Emails with J.Rovira and with P.Barrett re mediation statement.	0.10	148.50
01/10/2025	H P LONG, III	B210	Communications with counsel to party in interest regarding D&O motion (.10) and analyze issues related to same (.50).	0.60	615.00
01/15/2025	T P BROWN	B210	Conference with T.Long re D&O payment source and motion issues.	0.20	297.00

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

INVOICE: 131822675
 DATE: 02/18/2025
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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/17/2025	H P LONG, III	B210	Analyze and comment on monthly operating report (.80), and communications with D. Ramlijak at Stout rearding the same (.30).	1.10	1,127.50
01/17/2025	T P BROWN	B210	Emails with C.Lascell re new bank account.	0.10	148.50
01/21/2025	H P LONG, III	B210	Analyze and respond to questions from counsel to party in interest regarding D&O insurance motion.	0.30	307.50
01/21/2025	H P LONG, III	B210	Analyze and finalize CNO for motion to renew D&O insurance.	0.40	410.00
01/21/2025	H P LONG, III	B210	Communications with D. Ramlijak regarding monthly operating report and analyze and comment on revisions to same.	0.80	820.00
01/21/2025	C A RANKIN	B210	Analyze draft December MOR.	0.40	358.00
01/21/2025	T P BROWN	B210	Conference with T.Long and call with P.Barrett re request for payment info on D&O renewal premium.	0.50	742.50
01/22/2025	T P BROWN	B210	Emails with C.Lascell re D&O order.	0.10	148.50
01/22/2025	T P BROWN	B210	Conferences with T.Long re getting UST endorsement to D&O order.	0.10	148.50
01/22/2025	T P BROWN	B210	Review MOR and related email to T.Long.	0.20	297.00
01/22/2025	H P LONG, III	B210	Communications with chambers regarding securing UST endorsement to order approving D&O insurance renewal motion (.10), prepare and send email to UST regarding same (.30), and finalize order for submission (.20).	0.60	615.00
01/23/2025	T P BROWN	B210	Conference with T.Long re tax payments.	0.10	148.50

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

INVOICE: 131822675
 DATE: 02/18/2025
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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
01/23/2025	H P LONG, III	B210	Analyze, finalize and file monthly operating report (.50), and communications with D. Ramlijak regarding the same (.20).	0.70	717.50
01/24/2025	T P BROWN	B210	Email with C.Lascell re new account info.	0.10	148.50
01/29/2025	T P BROWN	B210	Email from C.Lascell and review timesheet and expenses.	0.10	148.50
TOTAL B210				18.00	
TOTAL HOURS				178.60	

TIMEKEEPER SUMMARY:

TIMEKEEPER	STATUS	HOURS	RATE	VALUE
T P BROWN	Partner	60.80	1,485.00	90,288.00
J P ROVIRA	Partner	27.30	1,100.00	30,030.00
H P LONG, III	Counsel	50.00	1,025.00	51,250.00
N S MONICO	Associate	1.30	695.00	903.50
C A RANKIN	Associate	22.70	895.00	20,316.50
T L CANADA	Paralegal	16.50	410.00	6,765.00
TOTAL FEES (\$)				199,553.00

TIME SUMMARY BY TASK CODE:

CODE	DESCRIPTION	HOURS	VALUE
B110	Case Administration	14.20	10,151.50
B120	Asset Analysis and Recovery	6.40	6,744.00
B160	Fee / Employment Applications	33.70	29,891.00
B190	Other Contested Matters (excluding assumption / rejection motions)	106.30	133,242.50
B210	Business Operations	18.00	19,524.00
		178.60	199,553.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

CODE	DESCRIPTION	AMOUNT
E106	Online Research	218.90
E109	Local Travel	15.00
E115	Deposition Transcripts	3,653.78
E118	Litigation Support Vendors	3,106.00
E124	Online Research (Pacer Service Fee: from October 1, 2024 to December 31, 2024)	213.41
TOTAL CURRENT EXPENSES (\$)		7,207.09

HUNTON ANDREWS KURTH LLP
CLIENT NAME: Hopeman Brothers, Inc.
FILE NUMBER: 040312.0000007

INVOICE: 131822675
DATE: 02/18/2025
PAGE: 27

INVOICE SUMMARY:

Current Fees:	\$ 199,553.00
Current Charges:	7,207.09
CURRENT INVOICE AMOUNT DUE:	\$ 206,760.09

HUNTON ANDREWS KURTH LLP

Joseph P. Rovira (admitted *pro hac vice*)
Catherine A. Rankin (admitted *pro hac vice*)
600 Travis Street, Suite 4200
Houston, Texas 77002
Telephone: (713) 220-4200

HUNTON ANDREWS KURTH LLP

Tyler P. Brown (VSB No. 28072)
Henry P. (Toby) Long, III (VSB No. 75134)
Riverfront Plaza, East Tower
951 East Byrd Street
Richmond, Virginia 23219
Telephone: (804) 788-8200

Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

:
: **Chapter 11**
:
: **Case No. 24-32428 (KLP)**
:
:
:
:

**SEVENTH MONTHLY FEE STATEMENT OF
HUNTON ANDREWS KURTH LLP AS BANKRUPTCY COUNSEL
FOR THE DEBTOR FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD
FROM FEBRUARY 1, 2025 THROUGH AND INCLUDING FEBRUARY 28, 2025**

Name of Applicant:	Hunton Andrews Kurth LLP
Name of Client:	Hopeman Brothers, Inc. Debtor and Debtor in Possession
Date of retention order entered:	September 9, 2024, effective as of June 30, 2024 [Docket No. 163]
Time Period Covered:	February 1, 2025 through February 28, 2025
Total Fees Requested:	\$196,872.00 (80% of \$246,090.00)
Total Expenses Requested:	\$2,375.10
Type of Fee Statement:	Monthly ¹

¹ 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”), the law firm of Hunton Andrews Kurth LLP (“Hunton”), counsel for Hopeman Brothers, Inc., as debtor and debtor in possession (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 Hunton 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 Hunton incurred during the Fee Period. By this Monthly Fee Statement, Hunton seeks allowance of compensation for services rendered in the amount of \$246,090.00 and payment in the amount of \$196,872.00 (which equals 80% of the compensation sought herein). Hunton also seeks allowance and reimbursement of actual and necessary expenses in the amount of \$2,375.10.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, Hunton has attached the following:
 - **Exhibit A** is a summary schedule of hours and fees covered by this Monthly Fee Statement, categorized by project code.
 - **Exhibit B** is a summary schedule of the time expended by all Hunton professionals and paraprofessionals engaged in the representation of the Debtor during the Fee Period.
 - **Exhibit C** is a summary of the expenses incurred by Hunton during the Fee Period.
 - **Exhibit D** is a detailed invoice for the hours expended and fees incurred by Hunton professionals and paraprofessionals during the Fee Period.

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. Hunton 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, Hunton respectfully requests payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$199,247.10, consisting of (i) \$196,872.00, which is 80% of the fees incurred by the Debtor for reasonable and necessary professional services rendered by Hunton during the Fee Period, and (ii) \$2,375.10 for actual and necessary costs and expenses.

[Remainder of Page Intentionally Left Blank]

Dated: March 31, 2025
Richmond, Virginia

/s/ Henry P. (Toby) Long, III

Tyler P. Brown (VSB No. 28072)

Henry P. (Toby) Long, III (VSB No. 75134)

HUNTON ANDREWS KURTH LLP

Riverfront Plaza, East Tower

951 East Byrd Street

Richmond, Virginia 23219

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- and -

Joseph P. Rovira (admitted *pro hac vice*)

Catherine A. Rankin (admitted *pro hac vice*)

HUNTON ANDREWS KURTH LLP

600 Travis Street, Suite 4200

Houston, TX 77002

Telephone: (713) 220-4200

Facsimile: (713) 220-4285

Email: josephrovira@HuntonAK.com

crankin@HuntonAK.com

Counsel for the Debtor and Debtor in Possession

EXHIBIT A

Statement of Fees by Subject Matter during the Fee Period

Matter Code	Matter Description	Hours	Fees Requested
B110	Case Administration	12.5	\$8,665.00
B150	Meetings of and Communications with Creditors	1.1	\$1,127.50
B160	Fee / Employment Applications	14.9	\$14,586.50
B190	Other Contested Matters (excluding assumption / rejection motions)	163.8	\$204,491.50
B210	Business Operations	7.3	\$6,214.50
B320	Plan and Disclosure Statement (including Business Plan)	10.7	\$11,005.00
Total		210.3	\$246,090.00

EXHIBIT B

Professionals Rendering Services during the Fee Period

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

Professional	Position	Year Admitted	Expertise	Hourly Billing Rate	Total Hours Billed	Total Compensation
T. P. Brown	Partner	1987	Bankruptcy	\$1,485	82.0	\$121,770.00
J. P. Rovira	Partner	2008	Bankruptcy	\$1,100	35.1	\$38,610.00
H. P. Long III	Counsel	2007	Bankruptcy	\$1,025	62.2	\$63,755.00
C. A. Rankin	Associate	2018	Bankruptcy	\$895	16.3	\$14,588.50
N. S. Monico	Associate	2023	Bankruptcy	\$695	4.7	\$3,266.50
Totals					200.3	\$241,990.00

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

Paraprofessional	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
T. L. Canada	Paralegal	Bankruptcy	\$410	10.0	\$4,100.00
Totals				10.0	\$4,100.00

EXHIBIT C

Summary of Expenses Incurred during the Fee Period

Type	Expenses
Online Research (Westlaw and Lexis)	\$343.36
Local Travel	\$13.00
Meals	\$16.99
Trial Transcripts	\$33.00
Litigation Support Vendors	\$1,968.75
TOTAL EXPENSES:	\$2,375.10

EXHIBIT D

Detailed Invoice of Fees and Expenses Incurred During the Fee Period

HUNTON ANDREWS KURTH

HUNTON ANDREWS KURTH LLP
600 TRAVIS, STE. 4200
HOUSTON, TX 77002

TEL 713 • 220 • 4200

EIN 54-0572269

INVOICE SUMMARY

Hopeman Brothers, Inc.
Attn: Christopher Lascell
6 Auburn Court
Brookline, MA 02446-6380

FILE NUMBER: 040312.0000007
INVOICE NUMBER: 131823856
DATE: 03/27/2025

CLIENT NAME: Hopeman Brothers, Inc.

BILLING ATTORNEY: TIMOTHY A DAVIDSON

IMPORTANT MESSAGE: The Firm's fiscal year ends on March 31st. We would appreciate having your outstanding invoices paid on or before that date. If you need further information to process our invoices, please let us know. Please follow the remittance instructions provided and contact us if you have any questions on expediting payment.

Thank you for your business and continued support of Hunton Andrews Kurth LLP.

Statement for professional services and charges rendered in connection with the referenced matter(s), for the period ending February 28, 2025 per the attached itemization:

CURRENT INVOICE SUMMARY:

RE: (Hunton # 040312.0000007) Potential Bankruptcy or Restructuring

Current Fees:	\$ 246,090.00
Current Charges:	2,375.10
CURRENT INVOICE AMOUNT DUE:	\$ 248,465.10

TO RECEIVE PROPER CREDIT, PLEASE ATTACH REMITTANCE COPY WITH PAYMENT.

FOR BILLING INQUIRIES, PLEASE CALL: 804-788-8555

To Pay By Mail:
HUNTON ANDREWS KURTH LLP
PO BOX 405759
ATLANTA, GA 30384-5759

To Pay by Wire Transfer or ACH:
Bank: Truist Bank, Richmond, VA
Account Name: Hunton Andrews Kurth LLP Operating
Account Number: 001458094
ABA Transit: 061000104
Swift Code (International): SNTRUS3A
Information with Wire: File: 040312.0000007, Inv: 131823856, Date: 03/27/2025

HUNTON ANDREWS KURTH

HUNTON ANDREWS KURTH LLP
600 TRAVIS, STE. 4200
HOUSTON, TX 77002

TEL 713 • 220 • 4200

EIN 54-0572269

INVOICE SUMMARY-REMITTANCE PAGE

Hopeman Brothers, Inc.
Attn: Christopher Lascell
6 Auburn Court
Brookline, MA 02446-6380

FILE NUMBER: 040312.0000007
INVOICE NUMBER: 131823856
DATE: 03/27/2025

CLIENT NAME: Hopeman Brothers, Inc.

BILLING ATTORNEY: TIMOTHY A DAVIDSON

IMPORTANT MESSAGE: The Firm's fiscal year ends on March 31st. We would appreciate having your outstanding invoices paid on or before that date. If you need further information to process our invoices, please let us know. Please follow the remittance instructions provided and contact us if you have any questions on expediting payment.

Thank you for your business and continued support of Hunton Andrews Kurth LLP.

Statement for professional services and charges rendered in connection with the referenced matter(s), for the period ending February 28, 2025 per the attached itemization:

CURRENT INVOICE SUMMARY:

RE: (Hunton # 040312.0000007) Potential Bankruptcy or Restructuring

Current Fees:	\$ 246,090.00
Current Charges:	2,375.10
CURRENT INVOICE AMOUNT DUE:	\$ 248,465.10

TO RECEIVE PROPER CREDIT, PLEASE ATTACH REMITTANCE COPY WITH PAYMENT.

FOR BILLING INQUIRIES, PLEASE CALL: 804-788-8555

To Pay By Mail:
HUNTON ANDREWS KURTH LLP
PO BOX 405759
ATLANTA, GA 30384-5759

To Pay by Wire Transfer or ACH:
Bank: Truist Bank, Richmond, VA
Account Name: Hunton Andrews Kurth LLP Operating
Account Number: 001458094
ABA Transit: 061000104
Swift Code (International): SNTRUS3A
Information with Wire: File: 040312.0000007, Inv: 131823856, Date: 03/27/2025

HUNTON ANDREWS KURTH

HUNTON ANDREWS KURTH LLP
600 TRAVIS, STE. 4200
HOUSTON, TX 77002

TEL 713 • 220 • 4200

EIN 54-0572269

INVOICE DETAIL

Hopeman Brothers, Inc.
Attn: Christopher Lascell
6 Auburn Court
Brookline, MA 02446-6380

FILE NUMBER: 040312.0000007
INVOICE NUMBER: 131823856
DATE: 03/27/2025

CLIENT NAME: Hopeman Brothers, Inc.

BILLING ATTORNEY: TIMOTHY A DAVIDSON

IMPORTANT MESSAGE: The Firm's fiscal year ends on March 31st. We would appreciate having your outstanding invoices paid on or before that date. If you need further information to process our invoices, please let us know. Please follow the remittance instructions provided and contact us if you have any questions on expediting payment.

Thank you for your business and continued support of Hunton Andrews Kurth LLP.

RE: (Hunton # 040312.0000007) Potential Bankruptcy or Restructuring

FOR PROFESSIONAL SERVICES RENDERED THROUGH FEBRUARY 28, 2025:

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/03/2025	C A RANKIN	B110	Prepare for and participate in weekly Stout/Hunton conference.	0.70	626.50
02/04/2025	C A RANKIN	B110	Prepare for and participate in weekly Stout/Hunton conference.	0.60	537.00
02/10/2025	T L CANADA	B110	Prepare Notice of Cancelled Hearing in anticipation of cancellation of February 13th omnibus hearing	0.20	82.00
02/10/2025	H P LONG, III	B110	Communications with chambers regarding items scheduled for hearing on February 13 and analyze status of same	0.50	512.50
02/10/2025	T L CANADA	B110	Finalize and electronically file CNOs for 2nd fee application orders for Hunton, Blank Rome, CKSMM, and Stout	0.40	164.00
02/11/2025	C A RANKIN	B110	Prepare for and participate in weekly Stout/Hunton conference to discuss status of various work streams.	0.60	537.00

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

INVOICE: 131823856
 DATE: 03/27/2025
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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/11/2025	T L CANADA	B110	Work on and electronically file Agenda for February 13th hearing	1.30	533.00
02/11/2025	T P BROWN	B110	Review proposed 2/13 hearing agenda	0.10	148.50
02/11/2025	H P LONG, III	B110	Communications with chambers regarding February 13 hearing, including Zoom appearances in connection with same	0.40	410.00
02/11/2025	H P LONG, III	B110	Analyze and comment on agenda for February 13 hearing	0.80	820.00
02/12/2025	C A RANKIN	B110	Analyze status of case workstreams and tasks pertaining to upcoming deadlines in case.	0.30	268.50
02/13/2025	H P LONG, III	B110	Analyze certificate of service and communications with Verita regarding the same	0.20	205.00
02/13/2025	T L CANADA	B110	Electronically file certificate of service for doc. nos. 549-552	0.10	41.00
02/14/2025	H P LONG, III	B110	Analyze certificate of service and communications with Verita regarding the same	0.20	205.00
02/18/2025	T L CANADA	B110	Prepare Notice of Motions and Notice of Hearing for Second Exclusivity Motion and Motion for Third Interim Order Extending the Automatic Stay for Non-Asbestos	0.40	164.00
02/18/2025	H P LONG, III	B110	Analyze certificate of service and communications with Verita regarding the same	0.20	205.00
02/18/2025	T L CANADA	B110	Electronically file certificate of service for doc. no. 555	0.10	41.00
02/18/2025	C A RANKIN	B110	Prepare for and participate in weekly Stout/Hunton conference to discuss case updates and related work streams.	0.90	805.50

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

INVOICE: 131823856
 DATE: 03/27/2025
 PAGE: 3

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/19/2025	H P LONG, III	B110	Communications with Verita regarding service of motions for interim order extending stay and exclusivity	0.20	205.00
02/19/2025	T L CANADA	B110	Electronically file certificate of service for doc. nos. 559, 560, 562, 563.	0.20	82.00
02/20/2025	C A RANKIN	B110	Coordinate finalization of Blank Rome's and CKSMM's January fee statements.	0.30	268.50
02/25/2025	H P LONG, III	B110	Analyze notice of appearance and communications with Verita regarding the same	0.20	205.00
02/26/2025	T L CANADA	B110	Electronically file certificate of service for doc. nos. 577-580	0.10	41.00
02/26/2025	T L CANADA	B110	Prepare notice of motion for motion to expedite Chubb settlement status conference	0.30	123.00
02/27/2025	T L CANADA	B110	Prepare hearing materials for T. Brown in anticipation of March 5th hearing	1.00	410.00
02/28/2025	T L CANADA	B110	Work on Agenda for March 5th hearing	2.00	820.00
02/28/2025	H P LONG, III	B110	Analyze certificate of service and communications with Verita related to same	0.20	205.00
			TOTAL B110	12.50	
02/05/2025	H P LONG, III	B150	Analyze and respond to request from counsel to party in interest regarding hearing transcripts (.50), and communications with P. Barrett regarding the same (.10)	0.60	615.00
02/10/2025	H P LONG, III	B150	Communications with N. Miller regarding Committee's items scheduled for hearing on February 13 and analyze status of same	0.50	512.50

HUNTON ANDREWS KURTH LLP
 CLIENT NAME: Hopeman Brothers, Inc.
 FILE NUMBER: 040312.0000007

INVOICE: 131823856
 DATE: 03/27/2025
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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
			TOTAL B150	1.10	
02/03/2025	T P BROWN	B160	Conference with T.Long re committee fee statement and related concerns	0.20	297.00
02/06/2025	H P LONG, III	B160	Analyze issues and strategy for approval of fee applications and hearing on the same following passage of objection deadline	0.60	615.00
02/07/2025	T L CANADA	B160	Prepare Orders granting 2nd interim fee applications for Stout, Blank Rome, CKSMM, and incorporate UST comments for Hunton's Order	0.50	205.00
02/07/2025	T L CANADA	B160	Prepare CNOs for Blank Rome, CKSMM, Stout, and Hunton 2nd fee applications	0.50	205.00
02/07/2025	H P LONG, III	B160	Analyze and review revised Hunton fee application order (.20), Blank Rome fee app order (.10), Stout fee app order (.10), and Courington fee app order (.10), and prepare and send email to K. Montgomery regarding endorsement of the same (.30)	0.80	820.00
02/10/2025	T L CANADA	B160	Finalize and submit Order granting 2nd Fee Applications for Hunton, Blank Rome, CKSMM, and Stout	0.40	164.00
02/10/2025	H P LONG, III	B160	Communications with US Trustee regarding proposed revision for order approving Hunton's fee application and analyze same	0.40	410.00
02/11/2025	T P BROWN	B160	Conference with T.Long and related emails re 2/13 hearing	0.20	297.00
02/11/2025	H P LONG, III	B160	Multiple communications with N. Miller regarding status of Committee fee applications scheduled for February 13 hearing and status of February 13 hearing	0.70	717.50

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02/12/2025	T P BROWN	B160	Prepare for 2/13 hearing and update	0.50	742.50
02/12/2025	T P BROWN	B160	Conference with T.Long re fee app hearing related issues and court update	0.30	445.50
02/13/2025	H P LONG, III	B160	Review entered orders approving debtor's fee applications	0.40	410.00
02/13/2025	H P LONG, III	B160	Communications with debtor professionals concerning hearing on the fee applications	0.40	410.00
02/13/2025	T P BROWN	B160	Emails with T.Long, K.Courington and R.Van Epps re fee hearing and approvals	0.20	297.00
02/13/2025	T P BROWN	B160	Conference with T.Long re hearing materials and appearances by other counsel and reps	0.30	445.50
02/13/2025	T P BROWN	B160	Prepare for hearing on fee apps and attend hearing	1.40	2,079.00
02/14/2025	H P LONG, III	B160	Analyze Verita invoices and related communications with C. Lascell	0.40	410.00
02/14/2025	T P BROWN	B160	Emails with T.Long re Verita invoices and review same	0.20	297.00
02/14/2025	C A RANKIN	B160	Analyze and address open items regarding Hunton January fee statement.	1.90	1,700.50
02/19/2025	C A RANKIN	B160	Analyze and address open items regarding CKSMM, Stout, and Blank Rome January monthly fee statements.	0.60	537.00
02/19/2025	T L CANADA	B160	Draft Hunton's 6th monthly fee statement for January 2025.	1.30	533.00
02/20/2025	C A RANKIN	B160	Analyze and revise Hunton's January fee statement and circulate same to T. Brown for review.	0.30	268.50

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02/21/2025	T P BROWN	B160	Review Hunton fee statement and email related comments to C.Rankin	0.40	594.00
02/21/2025	C A RANKIN	B160	Analyze Hunton retention papers regarding monthly fee statement open items (.2) and communications with T. Brown and C. Lascell regarding same (.4).	0.60	537.00
02/21/2025	T P BROWN	B160	Conference with T.Long re fee statements and rate changes and related email with C.Rankin	0.20	297.00
02/21/2025	T P BROWN	B160	Review committee fee statement filed for MLB	0.10	148.50
02/24/2025	T L CANADA	B160	Finalize and electronically file 6th monthly fee statements for Hunton, Blank Rome, CKSMM, and Stout	0.60	246.00
02/24/2025	T L CANADA	B160	Remit LEDES files to UST for Hunton, Blank Rome, CKSMM, and Stout	0.10	41.00
02/24/2025	C A RANKIN	B160	Coordinate finalization and filing of Debtors' professionals' monthly fee statements.	0.30	268.50
02/24/2025	T P BROWN	B160	Emails with C.Lascell and C.Rankin re fee apps and filing same	0.10	148.50
TOTAL B160				14.90	
02/03/2025	C A RANKIN	B190	Analyze and consider terms of 524(g) term sheet (1.2) and review and revise 524(g) analysis (.6).	1.80	1,611.00
02/03/2025	J P ROVIRA	B190	Review term sheet provided by Committee and address issues related to same.	1.30	1,430.00
02/03/2025	T P BROWN	B190	Review committee proposed 524(g) term sheet and related financial projections and consider strategy	2.30	3,415.50
02/03/2025	T P BROWN	B190	Emails with J.Rovira re section 524(g) plan and related call	0.10	148.50

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/04/2025	J P ROVIRA	B190	Discuss issues related to Committee term sheet with T. Brown (.7); prepare for and participate in call with client regarding same (.8).	1.50	1,650.00
02/04/2025	C A RANKIN	B190	Prepare for and participate in conference with C. Lascell, K. Brinkman, and Hunton team regarding initial assessment of 524(g) term sheet.	0.70	626.50
02/04/2025	T P BROWN	B190	Emails with P.Barrett, K.Brinkman, R.Van Epps and C.Lascell re proposal and call to discuss	0.20	297.00
02/04/2025	T P BROWN	B190	Prepare for and participate in call with R.Van Epps, K.Brinkman and C.Lascell re committee proposal and issues and questions on same	1.00	1,485.00
02/04/2025	T P BROWN	B190	Call with Stout re committee proposal and outstanding issues	0.60	891.00
02/04/2025	T P BROWN	B190	Conference with J.Rovira re committee proposal and related strategy	0.50	742.50
02/04/2025	T P BROWN	B190	Review committee proposal and develop initial comments and questions	1.80	2,673.00
02/05/2025	T P BROWN	B190	Work on potential revisions to term sheet and related questions	1.50	2,227.50
02/05/2025	T P BROWN	B190	Conference with J.Rovira re term sheet and related issues and related emails	0.40	594.00
02/05/2025	T P BROWN	B190	Telephone call with P.Barrett re term sheet, questions and proposed insert.	0.80	1,188.00
02/05/2025	T P BROWN	B190	Prepare list of issues/questions in response to committee 524(g) proposed term sheet	2.20	3,267.00

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02/05/2025	H P LONG, III	B190	Analyze and comment on term sheet from Committee, including analyzing case law related to same	2.60	2,665.00
02/06/2025	T P BROWN	B190	Revise term sheet and information requests	3.40	5,049.00
02/06/2025	T P BROWN	B190	Emails with mediator and client reps re call on term sheet and comments	0.20	297.00
02/06/2025	T P BROWN	B190	Conference with T.Long and emails with T.Long re comments on term sheet and related issues	0.30	445.50
02/06/2025	T P BROWN	B190	Conference with J.Rovira re term sheet revisions	0.50	742.50
02/06/2025	H P LONG, III	B190	Continue to analyze and comment on Committee term sheet	1.40	1,435.00
02/06/2025	C A RANKIN	B190	Analyze and consider strategy for revised 524(g) term sheet.	0.80	716.00
02/06/2025	J P ROVIRA	B190	Review and revise Committee term sheet and list of open questions regarding same (1.3); discuss same with T. Brown (.5); attention to correspondence related to same (.2).	2.00	2,200.00
02/07/2025	T P BROWN	B190	Emails with K.Brinkman re term sheet revisions	0.10	148.50
02/07/2025	T P BROWN	B190	Email with committee and mediator re revised term sheet and information requests	0.20	297.00
02/07/2025	T P BROWN	B190	Conference with T.Long re compensation orders to UST and CNO's	0.10	148.50
02/07/2025	J P ROVIRA	B190	Address issues relating to revised term sheet and participate in multiple calls related to same.	1.30	1,430.00
02/07/2025	T P BROWN	B190	Prepare for call with mediator and prepare related outline for call	1.50	2,227.50

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02/07/2025	T P BROWN	B190	Conferences with J.Rovira re mediator call prep and re insert from P.Barrett	0.50	742.50
02/07/2025	T P BROWN	B190	Emails with K.Brinkman re comments on term sheet and information requests	0.20	297.00
02/07/2025	T P BROWN	B190	Email and call with P.Barrett re questions on insert to term sheet	0.30	445.50
02/07/2025	T P BROWN	B190	Call with mediator and debtor reps	0.60	891.00
02/07/2025	T P BROWN	B190	Revisions to term sheet and draft information requests	2.60	3,861.00
02/07/2025	T P BROWN	B190	Conference with J.Rovira re Chubb call	0.10	148.50
02/10/2025	H P LONG, III	B190	Analyze and work on motion for third interim order extending the stay	4.40	4,510.00
02/10/2025	H P LONG, III	B190	Analyze status of negotiations regarding Chubb settlement (.70) and related emails from insurer counsel and request for additional information (.60)	1.30	1,332.50
02/10/2025	T P BROWN	B190	Review committee case examples on 524(g) plans and investments and consider related strategy	1.20	1,782.00
02/10/2025	T P BROWN	B190	Conference with T.Long re hearing on February 13 and prep for same	0.20	297.00
02/10/2025	T P BROWN	B190	Emails with mediator re potential call on term sheet	0.10	148.50
02/10/2025	T P BROWN	B190	Emails with committee, J.Rovira and others re call on term sheet	0.20	297.00
02/10/2025	T P BROWN	B190	Emails with Chubb counsel and J.Rovira re update call	0.10	148.50
02/10/2025	T P BROWN	B190	Emails and conference with T.Long re UST change to order and CNO filings	0.10	148.50

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/10/2025	J P ROVIRA	B190	Continue to address issues related to proposed term sheet with Committee and attention to correspondence related to same.	1.30	1,430.00
02/11/2025	J P ROVIRA	B190	Prepare for and participate in call with counsel for Chubb to provide mediation update (.8); prepare for and participate in call with Stout team concerning mediation and next stems (.7); review materials in advance of meeting with Committee on term sheet and address issues related to same (1.2).	2.70	2,970.00
02/11/2025	T P BROWN	B190	Call with Chubb's counsel re mediation status and settlement strategy	1.00	1,485.00
02/11/2025	T P BROWN	B190	Call with Stout reps on mediation, Chubb call and related strategy	0.50	742.50
02/11/2025	T P BROWN	B190	Conference with J.Rovira re stay extension and exclusivity motions	0.40	594.00
02/11/2025	T P BROWN	B190	Conference with T.Long re potential hearing dates for extension motions and strategy re preparation of motions and extensions to be sought	0.40	594.00
02/11/2025	T P BROWN	B190	Consider strategy re 524(g) plan proposal and related case law and open issues	1.10	1,633.50
02/12/2025	J P ROVIRA	B190	Prepare for and participate in virtual meeting with mediator and Committee professionals (2.3); follow up discussions related to same with T. Brown (.5); attention to correspondence related to same (.5).	3.30	3,630.00
02/12/2025	T P BROWN	B190	Conference with J.Rovira re mediation and Chubb issues and client call	0.20	297.00
02/12/2025	T P BROWN	B190	Emails with J.Rovira re client call prep	0.10	148.50

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02/12/2025	T P BROWN	B190	Prepare for and participate in call with committee and mediator re term sheet and liquidation analysis	2.00	2,970.00
02/12/2025	H P LONG, III	B190	Prepare for hearing on February 13 and analyze issues related to same	1.10	1,127.50
02/12/2025	H P LONG, III	B190	Analyze and continue to work on motion for third interim order extending the stay period	1.90	1,947.50
02/13/2025	H P LONG, III	B190	Prepare for and attend February 13 omnibus hearing	1.70	1,742.50
02/13/2025	T P BROWN	B190	Emails with K.Brinkman re MLB call on coverage issues	0.10	148.50
02/13/2025	T P BROWN	B190	Emails with Chubb's counsel re discussion on mediation status	0.10	148.50
02/13/2025	C A RANKIN	B190	Prepare for and participate in conference with C. Lascell, Hunton team, Stout team, and K. Brinkman regarding status of case and negotiations with Committee and other key parties.	1.10	984.50
02/13/2025	J P ROVIRA	B190	Prepare for and participate in update call with client related to mediation session with Committee (1.3); follow up discussion related to same with T. Brown (.3); attention to correspondence related to same (.2).	1.80	1,980.00
02/13/2025	T P BROWN	B190	Participate in client call on results of committee/mediator call on 2/12/25	0.50	742.50
02/13/2025	T P BROWN	B190	Emails with P.Barrett re term sheet discussion	0.10	148.50
02/13/2025	T P BROWN	B190	Conference with J.Rovira re strategy for term sheet and related issues	0.30	445.50

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/14/2025	J P ROVIRA	B190	Prepare for and participate in call with insurers concerning mediation status and proposal from Committee (1.2); follow up discussion with T. Brown (.3); address issues relating to potential resolution of mediation and strategy related to same (.3).	1.80	1,980.00
02/14/2025	T P BROWN	B190	Conference with J.Rovira re Chubb discussion and related strategy	0.30	445.50
02/14/2025	T P BROWN	B190	Call with Chubb's counsel re term sheet discussions and settlement motion	0.70	1,039.50
02/14/2025	T P BROWN	B190	Conference with J.Rovira re results of Chubb call	0.20	297.00
02/14/2025	T P BROWN	B190	Emails with T.Long re stay extension motion	0.10	148.50
02/14/2025	T P BROWN	B190	Emails with P.Barrett re motion to consolidate appeals and update on term sheet	0.10	148.50
02/14/2025	H P LONG, III	B190	Analyze and work on motion for third interim order extending the stay period	3.70	3,792.50
02/15/2025	T P BROWN	B190	Emails with P.Barrett re extension request	0.10	148.50
02/17/2025	T P BROWN	B190	Consider strategy re term sheet discussions and potential plan issues	0.30	445.50
02/17/2025	T P BROWN	B190	Call from J.Rovira re Chubb discussion and related strategy	0.10	148.50
02/17/2025	T P BROWN	B190	Emails with P.Barrett re extension request and any related impact on case	0.10	148.50
02/17/2025	T P BROWN	B190	Review draft of stay extension motion and consider potential changes	0.40	594.00
02/18/2025	T P BROWN	B190	Prepare for and participate in call with Stout on strategy and open issues and hearing prep	0.80	1,188.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/18/2025	T P BROWN	B190	Conference with J.Rovira re committee meeting results and related term sheet strategy and Chubb discussions	0.60	891.00
02/18/2025	T P BROWN	B190	Work on term sheet revisions and potential responses and questions on term sheet and liquidation analysis and approach	0.50	742.50
02/18/2025	T P BROWN	B190	Conference with J.Rovira re term sheet and Chubb strategy	0.40	594.00
02/18/2025	T P BROWN	B190	Revise motion on exclusivity extension and related conference with T.Long	0.40	594.00
02/18/2025	T P BROWN	B190	Emails with P.Barrett re calls on term sheet and re extension request and consider same	0.30	445.50
02/18/2025	T P BROWN	B190	Emails with mediator re call with debtor and committee and related emails with J.Rovira	0.20	297.00
02/18/2025	T P BROWN	B190	Review email to committee re term sheet status and related conference with J.Rovira	0.10	148.50
02/18/2025	T P BROWN	B190	Review comments to term sheet for client discussion	0.50	742.50
02/18/2025	T P BROWN	B190	Review emails from and to K.Brinkman re coverage exhaustion issue for negotiations	0.20	297.00
02/18/2025	T P BROWN	B190	Review committee revisions to term sheet and liquidation analysis and consider strategy re same	0.40	594.00
02/18/2025	T P BROWN	B190	Review notice of deposition and related email from K.Courington	0.10	148.50
02/18/2025	H P LONG, III	B190	Analyze comments on settlement term sheet from Committee and related strategy	0.70	717.50

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02/18/2025	H P LONG, III	B190	Analyze and work on motion for third interim order extending stay periods	2.10	2,152.50
02/18/2025	T P BROWN	B190	Conferences with T.Long re potential hearing dates for term sheet, exclusivity and stay motions	0.20	297.00
02/18/2025	T P BROWN	B190	Revise proposed motion on stay extension and review transcript on rulings	1.90	2,821.50
02/18/2025	J P ROVIRA	B190	Prepare for and participate in call with Stout concerning mediation and potential settlement issues (1.0); attention to correspondence related to same with Committee (.7); review and revise term sheet and attention to correspondence related to same (1.5); participate in multiple calls with T. Brown relating to potential settlement with Committee (.6).	3.80	4,180.00
02/18/2025	C A RANKIN	B190	Analyze materials from Committee regarding 524(g) construct and assess strategic considerations regarding same.	1.60	1,432.00
02/19/2025	C A RANKIN	B190	Prepare for and participate in conference with C. Lascell, Hunton team, Stout team, K. Brinkman, and S. Barrett regarding Committee's 524(g) materials and strategic considerations regarding same.	1.10	984.50
02/19/2025	T L CANADA	B190	Finalize and electronically file Second Motion to Extend Exclusivity Period and Notice regarding same	0.50	205.00
02/19/2025	C A RANKIN	B190	Conduct research for term sheet revisions and communications with J. Rovira regarding same.	0.50	447.50

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02/19/2025	J P ROVIRA	B190	Prepare for and participate in call with client concerning settlement term sheet and next steps (1.3); follow up discussions with T. Brown related to same (1.0); attention to correspondence related to same (.5); review talking points on liquidation analysis and address issues related to same (.5).	3.30	3,630.00
02/19/2025	J P ROVIRA	B190	Review and revise motion to extend automatic stay and attention to correspondence related to same.	1.00	1,100.00
02/19/2025	T P BROWN	B190	Emails with J.Rovira re calls on term sheet revisions with client and mediator	0.20	297.00
02/19/2025	T P BROWN	B190	Emails and conferences with T.Long re exclusivity extension motion and revised deadlines	0.50	742.50
02/19/2025	T P BROWN	B190	Revise proposed exclusivity motion	0.40	594.00
02/19/2025	T P BROWN	B190	Revise proposed motion to extend stay period and emails with T.Long re same	0.40	594.00
02/19/2025	T P BROWN	B190	Emails with P.Barrett re proposed term sheet calls and sharing of draft	0.10	148.50
02/19/2025	T P BROWN	B190	Emails with mediator re proposed call with committee and debtor professionals on term sheet	0.10	148.50
02/19/2025	T P BROWN	B190	Emails with committee counsel re mediation call	0.10	148.50
02/19/2025	T P BROWN	B190	Call with P.Barrett re term sheet issues and related emails with J.Rovira and revise term sheet accordingly	0.50	742.50

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02/19/2025	T P BROWN	B190	Draft discussion points for liquidation analysis and related call and emails re proposed points with client and advisors re same	2.20	3,267.00
02/19/2025	T P BROWN	B190	Conference with T.Long re filing notices and motions on exclusivity and stay and final modifications per term sheet discussions	0.20	297.00
02/19/2025	T P BROWN	B190	Review proposed email from T.Long re exclusivity dates and extensions requested and conference with T.Long re same	0.20	297.00
02/19/2025	T P BROWN	B190	Review comments to stay extension motion and related calls with T.Long and J.Rovira	0.30	445.50
02/19/2025	T P BROWN	B190	Conference with J.Rovira to prepare for client call on term sheet and related call with client	0.70	1,039.50
02/19/2025	H P LONG, III	B190	Analyze comments to settlement term sheet and participate in call with debtor team, including C. Lascell and Stout to discuss same and strategy	0.80	820.00
02/19/2025	H P LONG, III	B190	Emails with C. Lascell regarding motion for third interim order extending stay and motion to extend exclusivity	0.50	512.50
02/19/2025	H P LONG, III	B190	Analyze and finalize motion for third interim order extending stay periods	1.80	1,845.00
02/20/2025	J P ROVIRA	B190	Prepare for and participate in call with Committee and mediator concerning term sheet (1.3); follow up discussions with T. Brown (.5); attention to correspondence related to same (.3).	2.10	2,310.00

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02/20/2025	T P BROWN	B190	Prepare for call with committee and mediator on term sheet and liquidation analysis	0.50	742.50
02/20/2025	T P BROWN	B190	Call with committee and mediator on term sheet and liquidation analysis	0.80	1,188.00
02/20/2025	T P BROWN	B190	Conference with J.Rovira following call with mediator and committee	0.50	742.50
02/20/2025	T P BROWN	B190	Review email from J.Rovira to C.Lascell and others re results of mediation call	0.10	148.50
02/20/2025	T P BROWN	B190	Work on list of prepetition vendors and professionals and related conference with T.Long	0.20	297.00
02/20/2025	T P BROWN	B190	Conference with T.Long re SOFA info and POC's vendor payments made and owed and email with T.Long re same	0.30	445.50
02/20/2025	T P BROWN	B190	Review preliminary protected persons list from C.Rankin and related email	0.10	148.50
02/20/2025	T P BROWN	B190	Emails with mediator re extension of mediation	0.10	148.50
02/20/2025	T P BROWN	B190	Preliminary review of fee statement	0.20	297.00
02/20/2025	T P BROWN	B190	Consider strategy re term sheet and plan provisions	0.40	594.00
02/20/2025	C A RANKIN	B190	Analyze revised 524(g) term sheet and prepare draft of Exhibit B for same, and circulate draft to client for review.	0.70	626.50
02/20/2025	H P LONG, III	B190	Analyze and work on settlement term sheet, including identifying each of the intended protected parties	0.70	717.50
02/21/2025	T P BROWN	B190	Emails with J.Rovira re settled but unpaid claims and consider related proposed treatment	0.40	594.00

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 FILE NUMBER: 040312.0000007

INVOICE: 131823856
 DATE: 03/27/2025
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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/21/2025	T P BROWN	B190	Review reports re holders and sums of settled but unpaid claims	0.80	1,188.00
02/21/2025	T P BROWN	B190	Conference with J.Rovira re term sheet revisions and review same and related strategy	0.40	594.00
02/21/2025	T P BROWN	B190	Emails with P.Barrett re term sheet discussions and fee statement	0.20	297.00
02/21/2025	T P BROWN	B190	Review emails from committee counsel re liquidation analysis and preliminary review of analysis	0.40	594.00
02/21/2025	T P BROWN	B190	Review emails with C.Lascell re term sheet changes and sharing with Chubb	0.10	148.50
02/21/2025	T P BROWN	B190	Review email with Chubb's counsel re term sheet	0.10	148.50
02/21/2025	T P BROWN	B190	Review docket notices re consolidation of appeals and briefing	0.10	148.50
02/21/2025	T P BROWN	B190	Review list of persons to be protected from avoidance actions and related email from C.Lascell and conferences with J.Rovira and T.Long re same	0.30	445.50
02/21/2025	T P BROWN	B190	Consider strategy re plan and term sheet	0.40	594.00
02/21/2025	H P LONG, III	B190	Analyze and work on exhibit to settlement term sheet	0.70	717.50
02/21/2025	J P ROVIRA	B190	Continue to address issues relating to potential settlement with Committee and attention to correspondence related to same (1.0); review and revise term sheet related to same and address strategy related to same (.8).	1.80	1,980.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/21/2025	C A RANKIN	B190	Analyze comments regarding Exhibit B to 524(g) term sheet and revise same.	0.50	447.50
02/22/2025	T P BROWN	B190	Review updated liquidation analysis from committee counsel and consider additional questions	0.40	594.00
02/24/2025	T P BROWN	B190	Emails with debtor's professionals re term sheet and liquidation analysis and related call	0.20	297.00
02/24/2025	T P BROWN	B190	Call with Chubb re term sheet and settlement discussions	0.80	1,188.00
02/24/2025	H P LONG, III	B190	Analyze strategy and issues related to settlement term sheet and next steps	1.20	1,230.00
02/24/2025	T P BROWN	B190	Conference with J.Rovira re Chubb call	0.30	445.50
02/24/2025	C A RANKIN	B190	Analyze Choate's letter regarding Liberty's participation in mediation.	0.20	179.00
02/24/2025	H P LONG, III	B190	Analyze letter from counsel to Liberty Mutual regarding mediation and purported claim and strategy (.50) and analyze claim filed by Liberty Mutual (.30)	0.80	820.00
02/24/2025	J P ROVIRA	B190	Prepare for and participate in update call with counsel for Chubb.	1.00	1,100.00
02/24/2025	T P BROWN	B190	Research precedent on 524(b) cases and term sheet proposed structure	2.30	3,415.50
02/24/2025	T P BROWN	B190	Emails with J.Rovira re client call on liquidation analysis and strategy	0.10	148.50
02/24/2025	T P BROWN	B190	Conference with J.Rovira after Chubb call	0.40	594.00
02/24/2025	T P BROWN	B190	Work on questions on liquidation analysis and review related documents	0.70	1,039.50
02/24/2025	T P BROWN	B190	Consider request of LMIC to join mediation and related emails with J.Rovira	0.30	445.50

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/25/2025	H P LONG, III	B190	Analyze issues and strategy related to filing term sheet with court and prepare motion related to same	2.30	2,357.50
02/25/2025	T P BROWN	B190	Emails with C.Rankin re Stout call	0.10	148.50
02/25/2025	T P BROWN	B190	Consider motion strategy and review complex case roles and code re related relief	0.30	445.50
02/25/2025	T P BROWN	B190	Consider updated liquidation analysis and additional questions	0.40	594.00
02/25/2025	T P BROWN	B190	Review precedent for trust provisions contemplated by proposed term sheet	1.20	1,782.00
02/25/2025	T P BROWN	B190	Emails with committee counsel re term sheet precedent and related email with J.Rovira	0.10	148.50
02/25/2025	T P BROWN	B190	Conference with J.Rovira to report on client call and discuss term sheet strategy	0.50	742.50
02/25/2025	T P BROWN	B190	Emails with P.Barrett re call and term sheet discussions	0.10	148.50
02/25/2025	T P BROWN	B190	Conference with T.Long re preparation of motions re term sheet and related email with J.Rovira	0.50	742.50
02/25/2025	T P BROWN	B190	Prepare for and participate in call with client and debtor professionals on term sheet, liquidation analysis and strategy	1.60	2,376.00
02/26/2025	T P BROWN	B190	Emails with committee counsel re term sheet revisions and proposed discussion	0.10	148.50
02/26/2025	T P BROWN	B190	Revise motion and order for expedited status conference and term sheet overview	0.90	1,336.50

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/26/2025	T P BROWN	B190	Emails with client reps re LMIC letter and email to acknowledge receipt and ETA on response	0.20	297.00
02/26/2025	T P BROWN	B190	Review updated term sheet for any changes for final review and revise term sheet	1.80	2,673.00
02/26/2025	T P BROWN	B190	Review precedent from prior cases on term sheet plan and trust approach	1.70	2,524.50
02/26/2025	T P BROWN	B190	Emails to committee counsel and mediator re potential call on 2/27	0.20	297.00
02/26/2025	T P BROWN	B190	Consider strategy re term sheet related hearing	0.30	445.50
02/26/2025	T P BROWN	B190	Conferences with T.Long re proposed motion for scheduling conference and expedited hearing motion	0.40	594.00
02/26/2025	T P BROWN	B190	Conference with J.Rovira re final revisions to term sheet and related strategy	0.30	445.50
02/26/2025	T P BROWN	B190	Email to T.Long re revisions to motion and order	0.10	148.50
02/26/2025	T P BROWN	B190	Conference with C.Rankin re Exhibit B to term sheet and proposed circulation for approval	0.10	148.50
02/26/2025	J P ROVIRA	B190	Continue to address issues relating to potential resolution with Committee and attention to correspondence related to same.	1.00	1,100.00
02/26/2025	H P LONG, III	B190	Analyze and work on motion related to settlement term sheet	1.70	1,742.50
02/26/2025	H P LONG, III	B190	Analyze and comment on settlement term sheet	1.10	1,127.50
02/26/2025	C A RANKIN	B190	Further revise Exhibit B for 524(g) term sheet and circulate same to client and professionals group.	0.20	179.00

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/27/2025	N S MONICO	B190	Conference with T.Brown regarding settlement negotiations and anticipated workflow in light of the same	0.30	208.50
02/27/2025	H P LONG, III	B190	Analyze joint status report for appeal of second interim stay order and related issues (.50), and communications with N. Miller regarding the same (.10)	0.60	615.00
02/27/2025	H P LONG, III	B190	Prepare for and participate in call with mediator and parties regarding settlement	1.10	1,127.50
02/27/2025	H P LONG, III	B190	Analyze revisions to settlement term sheet and strategy related to same	0.90	922.50
02/27/2025	T P BROWN	B190	Prepare for call with mediator and committee on term sheet discussions and draft related outline	0.70	1,039.50
02/27/2025	T P BROWN	B190	Conferences with T.Long re revisions to motion for status conference and emails with J.Rovira re same	0.30	445.50
02/27/2025	T P BROWN	B190	Emails and telephone calls with R.Barrett re mediation call and strategy	0.30	445.50
02/27/2025	T P BROWN	B190	Review revisions to motion for status conference and email to J.Rovira re same	0.30	445.50
02/27/2025	T P BROWN	B190	Email to J.Rovira re term sheet discussions and outline of outstanding issues	0.20	297.00
02/27/2025	T P BROWN	B190	Participate in mediation call	0.80	1,188.00
02/27/2025	T P BROWN	B190	Conference with J.Rovira re results of mediation call	0.30	445.50
02/27/2025	T P BROWN	B190	Emails with client and debtor reps re report on call with committee and mediator	0.30	445.50

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/27/2025	T P BROWN	B190	Emails to and from P.Barrett re call with mediator for 2/28 and re appeal	0.20	297.00
02/27/2025	T P BROWN	B190	Prepare for 3/5 hearings on extension of stay and exclusivity extensions and review transcripts and reply to motions	2.40	3,564.00
02/27/2025	T P BROWN	B190	Review proposed revisions on term sheet from other parties	0.40	594.00
02/27/2025	T P BROWN	B190	Review proposed D.Ct. report from committee and related emails with T.Long	0.10	148.50
02/27/2025	J P ROVIRA	B190	Prepare for and participate in mediation discussion with Committee (.8); discuss same with T. Brown and follow up emails and calls related to same (.5).	1.30	1,430.00
02/27/2025	H P LONG, III	B190	Analyze and prepare for March 5 hearing	0.70	717.50
02/28/2025	T P BROWN	B190	Review emails with K.Courington re La practice issues for term sheet	0.10	148.50
02/28/2025	T P BROWN	B190	Email with T.Long re objection to stay extension motion and related arguments	0.20	297.00
02/28/2025	T P BROWN	B190	Emails and call with T.Long and review numerous emails with debtor's counsel on term sheet negotiations	0.50	742.50
02/28/2025	T P BROWN	B190	Prepare for hearings on 3/5/25	0.40	594.00
02/28/2025	T P BROWN	B190	Review transcript of 9/10 testimony on stay extension motion	1.40	2,079.00
02/28/2025	T P BROWN	B190	Emails to T.Long re edits to term sheet	0.10	148.50
02/28/2025	H P LONG, III	B190	Analyze precedent related to revisions to plan set forth in term sheet and work on the same	2.70	2,767.50

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/28/2025	H P LONG, III	B190	Analyze objection from Hoffman to third interim order extending stay and strategy	0.50	512.50
02/28/2025	H P LONG, III	B190	Analyze objection from Rousell to third interim order extending stay and related strategy	0.60	615.00
02/28/2025	H P LONG, III	B190	Analyze revisions to settlement term sheet and strategy related to same	1.60	1,640.00
02/28/2025	J P ROVIRA	B190	Prepare for participate in mediation session (.8); attention to correspondence related to same and follow up discussions related to same (1.0); review revised term sheets and attention to correspondence related to same (.5).	2.30	2,530.00
02/28/2025	H P LONG, III	B190	Analyze proposed comments from Committee regarding approval of third interim order extending stay (.50), and communications with J. Leismer regarding the same (.10)	0.60	615.00
			TOTAL B190	163.80	
02/03/2025	N S MONICO	B210	Analyze correspondence/documenta tion regarding remaining funds in escrow settlement account in Louisiana (.6); consider strategies for accessing/resolving the same (.3); research the same (1.1)	2.00	1,390.00
02/13/2025	N S MONICO	B210	Research Mississippi law on escrow accounts (1.6); prepare summary of the same (.8)	2.40	1,668.00
02/18/2025	H P LONG, III	B210	Analyze and comment on monthly operating report (.70), and communications with D. Ramlijak regarding the same (.60)	1.30	1,332.50

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DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
02/20/2025	T P BROWN	B210	Conference with T.Long re MOR and preliminary review of same	0.10	148.50
02/20/2025	H P LONG, III	B210	Emails with C. Lascell and D. Ramlijak regarding monthly operating report	0.40	410.00
02/21/2025	H P LONG, III	B210	Analyze and finalize monthly operating report (.60), and communications with C. Lascell (.10) and Verita (.10) regarding the same	0.80	820.00
02/21/2025	T P BROWN	B210	Review proposed MOR and emails with T.Long re filing MOR	0.20	297.00
02/27/2025	T P BROWN	B210	Review C.Lascell invoice and related emails	0.10	148.50
			TOTAL B210	7.30	
02/11/2025	H P LONG, III	B320	Analyze and work on motion to extend exclusivity periods	3.10	3,177.50
02/13/2025	H P LONG, III	B320	Analyze and work on motion to extend exclusivity periods	2.30	2,357.50
02/18/2025	H P LONG, III	B320	Analyze and work on motion to extend exclusivity periods	1.20	1,230.00
02/19/2025	H P LONG, III	B320	Analyze and finalize motion to extend exclusivity periods	1.20	1,230.00
02/19/2025	J P ROVIRA	B320	Review motion to extend exclusivity and attention to correspondence related to same.	0.50	550.00
02/27/2025	H P LONG, III	B320	Analyze precedent related to revisions to plan and disclosure statement related to settlement term sheet	2.40	2,460.00
			TOTAL B320	10.70	
			TOTAL HOURS	210.30	

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TIMEKEEPER SUMMARY:

TIMEKEEPER	STATUS	HOURS	RATE	VALUE
T P BROWN	Partner	82.00	1,485.00	121,770.00
J P ROVIRA	Partner	35.10	1,100.00	38,610.00
H P LONG, III	Counsel	62.20	1,025.00	63,755.00
N S MONICO	Associate	4.70	695.00	3,266.50
C A RANKIN	Associate	16.30	895.00	14,588.50
T L CANADA	Paralegal	10.00	410.00	4,100.00
TOTAL FEES (\$)				246,090.00

TIME SUMMARY BY TASK CODE:

CODE	DESCRIPTION	HOURS	VALUE
B110	Case Administration	12.50	8,665.00
B150	Meetings of and Communications with Creditors	1.10	1,127.50
B160	Fee / Employment Applications	14.90	14,586.50
B190	Other Contested Matters (excluding assumption / rejection motions)	163.80	204,491.50
B210	Business Operations	7.30	6,214.50
B320	Plan and Disclosure Statement (including Business Plan)	10.70	11,005.00
		210.30	246,090.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

CODE	DESCRIPTION	AMOUNT
E106	Online Research (Westlaw and Lexis)	343.36
E109	Local Travel	13.00
E111	Meals	16.99
E116	Trial Transcripts	33.00
E118	Litigation Support Vendors	1,968.75
TOTAL CURRENT EXPENSES (\$)		2,375.10

INVOICE SUMMARY:

Current Fees:	\$ 246,090.00
Current Charges:	2,375.10
CURRENT INVOICE AMOUNT DUE:	\$ 248,465.10

EXHIBIT C

BLANK ROME LLP

Kyle P. Brinkman
1825 Eye Street NW
Washington DC 20006
Telephone: (202) 420-2200

Special Insurance Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

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

**SUMMARY OF THIRD INTERIM APPLICATION OF
BLANK ROME LLP AS SPECIAL INSURANCE COUNSEL
FOR DEBTOR AND DEBOR IN POSSESSION**

Basic Information	
Name of Applicant:	Blank Rome LLP
Name of Client:	Hopeman Brothers, Inc. Debtor and Debtor in Possession
Petition Date:	June 30, 2024
Retention Date:	June 30, 2024
Date of Order Approving Employment:	September 9, 2024
This Interim Application	
Time Period Covered:	December 1, 2024 through and including February 28, 2025
Total Hours Billed:	32.6
Total Fees Requested:	\$30,845.70
Total Expenses Requested:	\$0.00
Fees Requested Over Budget:	None
Blended Rate:	\$946.19/hour
Rate Increases Not Previously Approved/Disclosed:	None



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Total Professionals:	1
Total Professionals Not in Staffing Plan:	None
Total Professionals Billing Less Than 15 Hours:	None
Historical	
Fees Approved to Date by Interim Order:	\$99,395.10
Expenses Approved to Date by Interim Order:	\$0.00
Allowed Fees Paid to Date:	\$34,292.25
Allowed Expenses Paid to Date:	\$0.00
Fees Paid Pursuant to Monthly Statements, Not Yet Allowed:	\$0.00
Expenses Paid Pursuant to Monthly Statements, Not Yet Allowed:	\$0.00

BLANK ROME LLP

Kyle P. Brinkman
1825 Eye Street NW
Washington DC 20006
Telephone: (202) 420-2200

Special Insurance Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

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

**THIRD INTERIM APPLICATION OF
BLANK ROME LLP AS SPECIAL INSURANCE COUNSEL FOR DEBTOR AND
DEBOR IN POSSESSION, FOR ALLOWANCE OF INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD
FROM DECEMBER 1, 2024 THROUGH AND INCLUDING FEBRUARY 28, 2025**

Blank Rome LLP (“Blank Rome”), special insurance counsel for Hopeman Brothers, Inc., as debtor and debtor in possession (the “Debtor”), submits this application (the “Application”) for interim allowance of compensation for professional services rendered by Blank Rome to the Debtor for the period from December 1, 2024 through and including February 28, 2025 (the “Third Interim Application Period”), and reimbursement of actual and necessary expenses incurred by Blank Rome during the Third Interim Application Period 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 Procedure for the United States Bankruptcy Court of the Eastern District of Virginia (the “Local Bankruptcy Rules”), and the *Order (I) Establishing Procedures for Interim*

Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief entered on September 9, 2024 [Docket No. 162] (the “Interim Compensation Order”). In support of this Application, Blank Rome represents as follows:

I. JURISDICTION, VENUE AND PREDICATES FOR RELIEF

1. The United States Bankruptcy Court for the Eastern District of Virginia (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and the *Standing Order of Reference from the United States District Court for the Eastern District of Virginia*, dated August 15, 1984. This is a core proceeding pursuant to 28 U.S.C. § 157, and the Court may enter a final order consistent with Article III of the United States Constitution. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The bases for the relief requested herein are sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Bankruptcy Rule 2016-1.

II. BACKGROUND

3. On June 30, 2024 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in this Court commencing this chapter 11 case.

4. The Debtor continues to manage its business as debtor in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. No trustee, examiner, or statutory committee has been appointed in this chapter 11 case.

5. On July 22, 2024, the Office of the United States Trustee for the Eastern District of Virginia appointed the Official Committee of Unsecured Creditors (the “Committee”) [Docket No. 69].

6. On September 9, 2024, the Court entered the Interim Compensation Order, which approved the compensation procedures therein (the “Compensation Procedures”).

7. On September 9, 2024, the Court entered the *Order Authorizing the Retention and Employment of Blank Rome as Special Insurance Counsel for the Debtor Effective as of the Petition Date* [Doc. No. 164], authorizing the Debtor to employ and retain Blank Rome as its special insurance counsel, effective as of the Petition Date.

8. Pursuant to the Compensation Procedures, professionals retained in this case are authorized to file monthly fee statements and serve such statements on the Notice Parties (as defined in the Compensation Procedures). Provided that no objection to a monthly fee statement is timely filed, the Debtor is authorized to pay such professional an amount equal to eighty percent (80%) of the fees and one-hundred percent (100%) of the expenses requested in such monthly fee statement.

9. Additionally, pursuant to the Compensation Procedures, beginning with the period ending on August 31, 2024, and at three-month intervals thereafter, professionals retained in this case are authorized to file interim fee applications with the Court.

10. The Compensation Procedures also provide that all Retained Professionals (as defined in the Compensation Procedures), to the extent applicable, shall make reasonable efforts to comply with the U.S. Trustee's requests for information and additional disclosures set forth in 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* (the "Appendix B Guidelines") in connection with the interim and final fee applications filed in this case.

III. RELIEF REQUESTED

11. Blank Rome submits this Application (a) for interim allowance of reasonable compensation for the actual, reasonable and necessary professional services that it has rendered as special insurance counsel for the Debtor in this case for the period from December 1, 2024, through and including February 28, 2025, and (b) for reimbursement of actual, reasonable and

necessary expenses incurred in representing the Debtor during that same period. For the period covered by this Application, Blank Rome seeks fees for services rendered in the amount of \$30,845.70. For the same period, Blank Rome seeks actual, reasonable and necessary expenses totaling \$0.00.

12. The Application is supported by the following Exhibits, which are attached hereto and patterned on the Appendix B Guidelines:

- (i) Exhibit A contains a summary schedule of the time expended by all Blank Rome professionals and paraprofessionals engaged in the representation of the Debtor during the Third Interim Application Period.
- (ii) Exhibit B contains a summary schedule of hours and fees covered by this Application, categorized by project code.
- (iii) Exhibit C contains a summary schedule of the out-of-pocket expenses incurred by Blank Rome during the Third Interim Application Period.
- (iv) Exhibit D contains a disclosure of “customary and comparable compensation” charged by Blank Rome professionals and paraprofessionals. As requested in the Appendix B Guidelines, Exhibit D provides a summary of the blended hourly rates of the timekeepers (segregated by rank) included in this Application compared to the blended hourly rates for similar non-bankruptcy domestic timekeepers at Blank Rome.
- (v) Exhibit E contains the budget and staffing plans for Blank Rome for this chapter 11 case during the Third Interim Application Period.
- (vi) Exhibit F contains the monthly fee statements properly served by Blank Rome during the Third Interim Application Period (the “Monthly Statements”).

IV. BASIS FOR RELIEF REQUESTED

13. During the Third Interim Application Period, Blank Rome provided numerous services to the Debtor, including but not limited to (i) advising the Debtor and the Debtor’s other professionals regarding insurance coverage for asbestos-related claims; (ii) assisting the Debtor and its bankruptcy counsel with insurance issues relating to the Debtor’s motions to approve

certain insurance settlements; (iii) attending by remote appearance the hearing on the Debtor's motion to approve its settlement with Certain Settling Insurers; (iv) assisting the Debtor and its bankruptcy counsel in mediation arising from the Debtor's former motion to approve a settlement with the Chubb Insurers; and (v) regularly communicating with the Debtor and the Debtor's other professionals regarding administrative and strategic issues arising in this case pertaining to the matters noted above.

14. In performing the services detailed in this Application, Blank Rome has endeavored to ensure that its professionals comply with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any other applicable procedures or orders of the Court.

15. Pursuant to the terms of the Interim Compensation Order, Blank Rome properly filed and served three Monthly Statements during the Third Interim Application Period as follows:

Period Covered by Monthly Statement	Total Fees	Total Expenses	Date Served and Docket No.	Objection Deadline	Amount of Fees Received (80%)	Amount of Expenses Received (100%)
December 1-31, 2024	\$10,925.10	\$0.00	01/23/25 [Docket No. 522]	02/06/2025	\$0.00	\$0.00
January 1-31, 2025	\$1,660.05	\$0.00	02/24/2025 [Docket No. 586]	03/10/2025	\$0.00	\$0.00
February 1-28, 2025	\$18,260.55	\$0.00	03/31/25 [Docket No. 640]	4/14/2025	\$0.00	\$0.00

16. In accordance with the Compensation Procedures, as set forth in the Interim Compensation Order, and as set forth in Local Rule 2016-1, the Monthly Statements included (i) a detailed itemization of the service hours expended by matter and professional and (ii) a

summary schedule of hours and fees categorized by project code. The Monthly Statements also included a detailed chronological itemization of the services rendered by each professional and paraprofessional, calculated by tenths of an hour and categorized in accordance with the appropriate project code. As set forth above, a copy of Blank Rome's Monthly Statements are attached hereto as Exhibit F.

17. Blank Rome has endeavored to represent the Debtor in the most expeditious and economical manner possible. Tasks have been assigned to attorneys at Blank Rome so that the work has been performed by those most familiar with the particular matter or task and by the lowest hourly rate professional appropriate for a particular matter. Moreover, Blank Rome has endeavored to coordinate with the other professionals involved in this case so as to minimize any duplication of effort and to minimize attorneys' fees and expenses to the Debtor. Blank Rome believes it has been successful in this regard.

18. No agreement or understanding exists between Blank Rome and any other person for the sharing of compensation received or to be received for services rendered in or in connection with this case.

V. STATEMENT PURSUANT TO APPENDIX B GUIDELINES

19. The following is provided in response to the questions set forth in ¶ C.5 of the Appendix B Guidelines:

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain.

Response: As set forth in the *Declaration of Kyle Philip Brinkman in Support of the Application of Debtor for Entry of an Order(I) Authorizing the Retention and Employment of Blank Rome LLP as Special Insurance Counsel for Effective as of*

the Petition Date and (II) Granting Related Relief (the “Brinkman Declaration”) [Doc. No. 71, Ex. A], the hourly rates and corresponding rate structure used by Blank Rome have been discounted from its standard rate structure for this engagement consistent with the engagement prior to the Debtor’s bankruptcy.

Question: If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Response: Not excess of budget for this Application.

Question: Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

Response: No.

Question: Does this fee application include time or fees related to reviewing the time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.). If so, please quantify by hours and fees.

Response: No.

Question: Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.

Response: No.

Question: If the fee application includes any rate increases since retention: (i) Did your client review and approve those rate increases in advance? (ii) Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?

Response: Yes and the client (i) approved these specific rate increases; and (ii) agreed to permit future annual rate increases when retaining Blank Rome.

VI. NOTICE

20. Notice of this Application has been provided in accordance with the terms of the Interim Compensation Order. Blank Rome submits that no other or further notice need be provided.

[Remainder of page intentionally left blank]

WHEREFORE, Blank Rome respectfully requests that this Court enter an Order, substantially in the form attached hereto (i) approving this Application, (ii) providing that Blank Rome be allowed on an interim basis the sum of \$30,845.70 as compensation for reasonable and necessary professional services rendered to the Debtor and the sum of \$0.00 for reimbursement of actual and necessary costs and expenses, (iii) authorizing and directing the Debtor to pay Blank Rome the outstanding amount of such sums, and (iv) for such other relief as the Court deems proper and just.

Dated: April 14, 2025
Washington DC

/s/ Kyle P. Brinkman

Kyle P. Brinkman
1825 Eye Street NW
Washington DC 20006
Telephone: (202) 420-2200

Special Insurance Counsel for Debtor and Debtor in Possession

Electronically filed by:

/s/ Henry P. (Toby) Long, III

Henry P. (Toby) Long, III (VSB No. 75134)
Hunton Andrews Kurth LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Richmond, Virginia 23219
Telephone: (804) 788-8200
Email: hlong@huntonak.com

Counsel to the Debtor and Debtor in Possession

BLANK ROME LLP

Kyle P. Brinkman
1825 Eye Street NW
Washington DC 20006
Telephone: (202) 420-2200

Special Insurance Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

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

**ORDER GRANTING THIRD INTERIM APPLICATION OF
BLANK ROME LLP AS SPECIAL INSURANCE COUNSEL FOR DEBTOR AND
DEBOR IN POSSESSION, FOR ALLOWANCE OF INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD
FROM DECEMBER 1, 2024 THROUGH AND INCLUDING FEBRUARY 28, 2025**

Upon consideration of the Third Interim Fee Application (the “Application”)¹ of Blank Rome LLP (“Blank Rome”), special insurance counsel for Hopeman Brothers, Inc., as debtor and debtor in possession (the “Debtor”), for the period from December 1, 2024, through and including February 28, 2025 (the “Third Interim Application Period”); and the Court having reviewed the Application and the Monthly Statements that were served by Blank Rome during the Second Interim Application Period, and finding that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, and determining that proper and adequate notice has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and

¹ Capitalized terms not defined herein shall have the meanings ascribed to them in the Application.

sufficient cause appearing therefore,

IT IS HEREBY ORDERED that:

1. The Application is GRANTED.
2. Blank Rome is allowed interim compensation in the amount of \$30,845.70 and reimbursement of expenses in the amount of \$0.00 for the Third Interim Application Period as requested in the Application.
3. The Debtor is authorized and directed to disburse to Blank Rome payment in the amount of the difference between the allowed amounts and the actual monthly payments previously received by Blank Rome for fees and expenses incurred during the Third Interim Application Period.
4. The Debtor is authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.
5. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.
6. This Order shall be effective immediately upon entry.

Dated: _____, 2025

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Henry P. (Toby) Long, III

Tyler P. Brown (VSB No. 28072)

Henry P. (Toby) Long, III (VSB No. 75134)

HUNTON ANDREWS KURTH LLP

Riverfront Plaza, East Tower

951 East Byrd Street

Richmond, Virginia 23219

Telephone: (804) 788-8200

Facsimile: (804) 788-8218

Email: tpbrown@HuntonAK.com

hlong@HuntonAK.com

- and -

Joseph P. Rovira (admitted *pro hac vice*)

Catherine A. Rankin (admitted *pro hac vice*)

HUNTON ANDREWS KURTH LLP

600 Travis Street, Suite 4200

Houston, TX 77002

Telephone: (713) 220-4200

Facsimile: (713) 220-4285

Email: josephrovira@HuntonAK.com

crankin@HuntonAK.com

Counsel for the Debtor and Debtor in Possession

**CERTIFICATION OF ENDORSEMENT
UNDER LOCAL BANKRUPTCY RULE 9022-1(C)**

I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Henry P. (Toby) Long, III

Henry P. (Toby) Long, III

EXHIBIT A

Professionals Rendering Services
December 1, 2024 – February 28, 2025

Name of Professional	Position	First Bar Date	Section	Hourly Billing Rate	Total Hours Billed	Total Compensation
Kyle Brinkman	Partner	2010	Insurance Recovery	895.5	32.6	\$30,845.70
Total:					32.6	\$30,845.70
Blended Rate:						\$946.19

EXHIBIT B

COMPENSATION BY PROJECT CATEGORY

December 1, 2024 – February 28, 2025

Project Code	Project Category	Total Hours	Total Fees
B160	Fee/Employment Applications	1.8	\$1,709.10
B190	Other Contested Matters excluding assumption/rejection motions)	30.8	\$29,136.60
TOTAL		32.6	\$30,845.70

EXHIBIT C

EXPENSE SUMMARY

December 1, 2024 – February 28, 2025

Expense Category	Service Provider (if applicable)	Unit Cost (if applicable)	Total Expenses
N/A			
		Total:	N/A

EXHIBIT D

CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES

(December 1, 2024 – February 23, 2025)

	Blended Hourly Rate¹	
Category of Timekeeper	Billed (Firm for preceding year, excluding the Bankruptcy, Restructuring and Creditors' Rights group)	Billed (This Application)
All Partners (Equity Partner)	\$820	\$946.19
Counsel	\$685	N/A
Associate (7+ years)	\$605	N/A
Associate (4-6)	\$565	N/A
Associate (1-3)	\$505	N/A
Paralegal	\$330	N/A
Aggregated (Blended Rates):	\$585	\$946.19

¹ Consistent with ¶ C.3 of the Appendix B Guidelines, the blended hourly rates set forth in Exhibit D are calculated by dividing the dollar value of hours billed by the number of hours billed for the relevant timekeepers during the applicable time period. Exhibit D also segregates the timekeepers by rank using the categories set forth in Exhibit A to the Appendix B Guidelines. The data for the “preceding year” is based on information from Blank Rome’s last completed calendar year ending December 31, 2023.

In addition, as requested by ¶ C.3 of the Appendix B Guidelines, the blended hourly rates identified in Exhibit D for non-bankruptcy domestic timekeepers at Blank Rome includes discounted or alternative engagements, other than pro bono engagements and engagements for clients who are employees or charitable organizations that are billed at materially discounted rates.

EXHIBIT E

BUDGET
BLANK ROME LLP
(December 1, 2024 – February 28, 2025)

Period	Estimated Fees
December 1, 2024 – February 28, 2025	\$39,000

STAFFING PLAN
BLANK ROME LLP
(December 1, 2024 – February 28, 2025)

Category of Timekeeper (as maintained by the firm)	Number of Timekeepers Expected to Work on the Matter During the Budgeted Period	Average Hourly Rate
Partners	1	\$976.50
Counsel	0	N/A
Associates	0	N/A
Paralegal	0	N/A

EXHIBIT F

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”), the law firm of Blank Rome LLP, special insurance counsel for Hopeman Brothers, Inc., as debtor and debtor in possession (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 Blank Rome for the period from December 1 through December 31, 2024 (the “Fee Period”) and reimbursement of the actual and necessary expenses that Blank Rome LLP incurred during the Fee Period. By this Monthly Fee Statement, Blank Rome seeks allowance of compensation for services rendered in the amount of \$10,925.10 and payment in the amount of \$8,740.08 (which equals 80% of the compensation sought herein). Blank Rome incurred no expenses during the Fee Period and therefore does not seek allowance and reimbursement of actual and necessary expenses pursuant to this Monthly Fee Statement.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, Blank Rome has attached the following:
 - **Exhibit A** is a summary schedule of hours and fees covered by this Monthly Fee Statement, categorized by project code.
 - **Exhibit B** is a summary schedule of the time expended by all Blank Rome professionals and paraprofessionals engaged in the representation of the Debtor during the Fee Period.
 - **Exhibit C** is a summary of the expenses incurred by Blank Rome during the Fee Period.

- **Exhibit D** is a detailed invoice for the hours expended and fees incurred by Blank Rome professionals and paraprofessionals during the Fee Period.

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. Blank Rome 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, Blank Rome respectfully requests payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$8,740.08 consisting of (i) \$8,740.08, which is 80% of the fees incurred by the Debtor for reasonable and necessary professional services rendered by Blank Rome during the Fee Period, and (ii) \$0.00 for actual and necessary costs and expenses.

[Remainder of Page Left Blank Intentionally]

Dated: January 23, 2025
Washington DC

/s/ Kyle P. Brinkman

Kyle P. Brinkman
1825 Eye Street NW
Washington DC 20006
Telephone: (202) 420-2200

Special Insurance Counsel for Debtor and Debtor in Possession

Electronically filed by:

/s/ Henry P. (Toby) Long, III

Henry P. (Toby) Long, III (VSB No. 75134)
Hunton Andrews Kurth LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Richmond, Virginia 23219
Telephone: (804) 788-8200
Email: hlong@huntonak.com

Counsel to the Debtor and Debtor in Possession

EXHIBIT A

Statement of Fees by Subject Matter during the Fee Period

Matter Code	Matter Description	Hours	Fees Requested
B160	Fee/Employment Applications	0.6	\$537.30
B190	Other Contested Matters excluding assumption/rejection motions)	11.6	\$10,387.80
TOTAL		12.2	\$10,925.10

EXHIBIT B

Professionals Rendering Services during the Fee Period

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

Professional	Position	First Bar Date	Section	Hourly Billing Rate	Total Hours Billed	Total Compensation
Kyle Brinkman	Partner	2010	Insurance Recovery	895.5	12.2	\$10,925.10
Totals					12.2	\$10,925.10

Blank Rome paraprofessionals who rendered professional services in these cases during the Fee Period include:

Paraprofessional	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
N/A				0	0
Totals				0	0

EXHIBIT C

Summary of Expenses Incurred during the Fee Period

Type	Expenses
N/A	0
TOTAL EXPENSES:	0

EXHIBIT D

Detailed Invoice of Fees and Expenses Incurred During the Fee Period

BLANKROME

1825 EYE STREET NW
WASHINGTON, DC 20006-5403
(202) 420-2200
FEDERAL TAX ID NO. 23-1311874

HOPEMAN BROTHERS, INC.
ATTN: CHRISTOPHER LASCELL
6 AUBURN COURT
BROOKLINE, MA 02446-6380

INVOICE DATE: JANUARY 13, 2025
CLIENT ID: 200433
MATTER NUMBER: 200433-00003 03358
INVOICE NUMBER: 2249528

REGARDING: HOPEMAN BROTHERS
INSURANCE ADVICE - BANKRUPTCY

DATE	INVOICE	AMOUNT	CREDITS	BALANCE
10/10/2024	2228873	\$26,238.15	\$0.00	\$26,238.15
11/08/2024	2235663	\$23,372.55	\$0.00	\$23,372.55
12/18/2024	2246604	\$15,492.15	\$0.00	\$15,492.15
BALANCE FORWARD				\$65,102.85
FOR LEGAL SERVICES RENDERED THROUGH 12/31/24			\$10,925.10	
CURRENT INVOICE TOTAL				\$10,925.10
TOTAL AMOUNT DUE, INCLUDING BALANCE FORWARD				\$76,027.95

ACH/WIRE		Mail
Bank Name	Citizens Bank	Blank Rome LLP
Address:	Philadelphia, PA	Attn: Finance Department
Account Title:	Blank Rome LLP	One Logan Square
Account Number:	6238669326	130 North 18 th St
ABA Number:	036076150 (Domestic)	Philadelphia, PA 19103-6998
Swift Code	CTZIUS33 (International)	

To pay by Electronic Funds Transfer, visit www.BlankRome.com/Payments

BLANKROME

1825 EYE STREET NW
WASHINGTON, DC 20006-5403
(202) 420-2200
FEDERAL TAX ID NO. 23-1311874

HOPEMAN BROTHERS, INC.
ATTN: CHRISTOPHER LASCELL
6 AUBURN COURT
BROOKLINE, MA 02446-6380

INVOICE DATE: JANUARY 13, 2025
CLIENT ID: 200433
MATTER NUMBER: 200433-00003
INVOICE NUMBER: 2249528
PAGE 1

**REGARDING: HOPEMAN BROTHERS
INSURANCE ADVICE - BANKRUPTCY**

FOR LEGAL SERVICES RENDERED THROUGH DECEMBER 31, 2024

DATE	DESCRIPTION	TIMEKEEPER	CODE	HOURS	AMOUNT
TASK: B160 FEE/EMPLOYMENT APPLICATIONS					
12/03/24	DRAFT EMAIL CORRESPONDENCE TO C. RANKIN REGARDING NEXT MONTHLY AND INTERIM FEE STATEMENTS	K. BRINKMAN	B160	0.10	89.55
12/09/24	DRAFT EMAIL CORRESPONDENCE TO C. RANKIN REGARDING BLANK ROME'S MONTHLY FEE APPLICATION	K. BRINKMAN	B160	0.10	89.55
12/17/24	DRAFT EMAIL CORRESPONDENCE TO C. RANKIN REGARDING BLANK ROME'S MONTHLY FEE STATEMENT	K. BRINKMAN	B160	0.10	89.55
12/18/24	DRAFT EMAIL CORRESPONDENCE TO C. RANKIN REGARDING BLANK ROME'S MONTHLY FEE STATEMENT	K. BRINKMAN	B160	0.10	89.55
12/18/24	REVISE DRAFT MONTHLY FEE STATEMENT OF BLANK ROME LLP	K. BRINKMAN	B160	0.10	89.55
12/19/24	DRAFT EMAIL CORRESPONDENCE TO C. RANKIN AND T. LONG REGARDING BLANK ROME'S MONTHLY FEE STATEMENT	K. BRINKMAN	B160	0.10	89.55
TOTALS FOR B160 FEE/EMPLOYMENT APPLICATIONS				0.60	537.30
TASK: B190 OTHER CONTESTED MATTERS (EXCLUDING ASSUMPTION/REJECTION)					
12/04/24	ANALYZE INSURANCE SETTLEMENT AGREEMENTS TO RESPOND TO INQUIRY FROM T. LONG (.3); DRAFT EMAIL CORRESPONDENCE TO T. LONG REGARDING ANALYSIS OF INSURANCE SETTLEMENT AGREEMENTS (.1); ANALYZE STRATEGY REGARDING POTENTIAL SETTLEMENT FUND (.2); DRAFT EMAIL	K. BRINKMAN	B190	0.80	716.40

HOPEMAN BROTHERS
FILE NUMBER: 200433-00003

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INVOICE # 2249528
JANUARY 13, 2025

DATE	DESCRIPTION	TIMEKEEPER	CODE	HOURS	AMOUNT
	CORRESPONDENCE TO T. BROWN, J. ROVIRA, AND R. VAN EPPS REGARDING POTENTIAL SETTLEMENT FUND (.2)				
12/05/24	DRAFT EMAIL CORRESPONDENCE TO T. LONG IN RESPONSE TO INQUIRY REGARDING PRIOR SETTLEMENTS WITH CHUBB AND OTHER SETTLING INSURERS (.2); ANALYZE PRIOR SETTLEMENTS WITH CHUBB AND OTHER SETTLING INSURERS TO RESPOND TO INQUIRY FROM T. LONG (.3)	K. BRINKMAN	B190	0.50	447.75
12/06/24	PERFORM LEGAL RESEARCH AND ANALYZE CASE LAW TO RESPOND TO INQUIRY FROM C. RANKIN REGARDING CREDITOR OPPOSITION ARGUMENTS TO CONFIRMATION OF INSURANCE SETTLEMENT (1.3); ANALYZE POTENTIAL RESPONSIVE ARGUMENTS (.5); DRAFT EMAIL CORRESPONDENCE TO C. RANKIN REGARDING RESEARCH RESULTS AND POTENTIAL RESPONSIVE ARGUMENTS FOR REPLY IN RESPONSE TO CREDITOR OPPOSITION ARGUMENTS TO CONFIRMATION OF INSURANCE SETTLEMENT (.6)	K. BRINKMAN	B190	2.40	2,149.20
12/09/24	PERFORM LEGAL RESEARCH TO SUPPORT REPLY IN SUPPORT OF MOTION TO APPROVE INSURANCE SETTLEMENT (.5); DRAFT EMAIL CORRESPONDENCE TO C. RANKIN REGARDING RESULTS OF LEGAL RESEARCH (.1); DRAFT EMAIL CORRESPONDENCE TO T. LONG REGARDING DEBTOR'S DOCUMENT PRODUCTIONS IN CONNECTION WITH MOTIONS TO APPROVE INSURANCE SETTLEMENTS (.2); ANALYZE DOCUMENTS COLLECTED FOR DEBTOR'S DOCUMENT PRODUCTIONS IN CONNECTION WITH MOTIONS FOR APPROVAL OF INSURANCE SETTLEMENTS (.2)	K. BRINKMAN	B190	1.00	895.50
12/10/24	DRAFT EMAIL CORRESPONDENCE TO T. LONG AND C. RANKIN REGARDING MOTIONS TO APPROVE INSURANCE SETTLEMENTS (.2); REVISE DRAFT REPLY ARGUMENTS IN	K. BRINKMAN	B190	0.80	716.40

HOPEMAN BROTHERS
FILE NUMBER: 200433-00003

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INVOICE # 2249528
JANUARY 13, 2025

DATE	DESCRIPTION	TIMEKEEPER	CODE	HOURS	AMOUNT
	CONNECTION WITH MOTIONS TO APPROVE INSURANCE SETTLEMENTS (.6)				
12/11/24	DRAFT EMAIL CORRESPONDENCE TO T. BROWN AND J. ROVIRA REGARDING HEARING ON MOTION FOR INSURANCE SETTLEMENT APPROVAL	K. BRINKMAN	B190	0.20	179.10
12/12/24	ANALYZE CORRESPONDENCE FROM T. BROWN AND J. ROVIRA REGARDING STATUS, PREPARATION, AND STRATEGY FOR HEARING ON MOTION TO APPROVE INSURANCE SETTLEMENT	K. BRINKMAN	B190	0.30	268.65
12/16/24	PREPARE FOR AND ATTEND BY REMOTE APPEARANCE MOTION HEARING ON JOINT MOTION OF THE DEBTOR AND COMMITTEE FOR ENTRY OF AN ORDER AUTHORIZING MEDIATION OF THE CHUBB INSURERS SETTLEMENT MOTION [DOCKET NO. 419] AND MOTION OF THE DEBTOR FOR ENTRY OF AN ORDER (I) APPROVING THE SETTLEMENT AGREEMENT AND RELEASE BETWEEN THE DEBTOR AND CERTAIN SETTLING INSURERS; (II) APPROVING THE SALE OF CERTAIN INSURANCE POLICIES; (III) ISSUING AN INJUNCTION PURSUANT TO THE SALE OF CERTAIN INSURANCE POLICIES; AND (IV) GRANTING RELATED RELIEF [DOCKET NO. 53]	K. BRINKMAN	B190	5.20	4,656.60
12/19/24	DRAFT EMAIL CORRESPONDENCE TO C. LASCELL, K. COURINGTON, R. VAN EPPS, AND HUNTON AK TEAM REGARDING POTENTIAL MEDIATION (.2); PLAN AND PREPARE FOR POTENTIAL MEDIATION OF CHUBB INSURANCE SETTLEMENT APPROVAL MOTION DISPUTES (.2)	K. BRINKMAN	B190	0.40	358.20
	TOTALS FOR B190 OTHER CONTESTED MATTERS (EXCLUDING ASSUMPTION/REJECTION)			11.60	10,387.80
	TOTAL SERVICES				\$10,925.10

CURRENT INVOICE TOTAL

\$10,925.10

HOPEMAN BROTHERS
FILE NUMBER: 200433-00003

PAGE 4
INVOICE # 2249528
JANUARY 13, 2025

TIME AND FEE SUMMARY

TIMEKEEPER	RATE	HOURS	FEES
KYLE BRINKMAN	895.50	12.20	10,925.10
TOTALS		12.20	\$10,925.10

BLANK ROME LLP
 Kyle P. Brinkman
 1825 Eye Street NW
 Washington DC 20006
 Telephone: (202) 420-2200

Special Insurance Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
 EASTERN DISTRICT OF VIRGINIA
 RICHMOND DIVISION**

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

**SIXTH MONTHLY FEE STATEMENT OF BLANK ROME LLP
 AS SPECIAL INSURANCE COUNSEL FOR THE DEBTOR FOR ALLOWANCE OF
 COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES INCURRED FROM JANUARY 1 THROUGH JANUARY 31, 2025**

Name of Applicant:	Blank Rome LLP
Name of Client:	Hopeman Brothers, Inc. Debtor and Debtor in Possession
Date of retention order entered:	September 9, 2024, effective as of June 30, 2024 [Docket No. 164]
Time Period Covered:	January 1 through January 31, 2025
Total Fees Requested:	\$1,328.04 (80% of \$1,660.05)
Total Expenses Requested:	\$0.00
Type of Fee Statement:	Monthly ¹

¹ 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”), the law firm of Blank Rome LLP, special insurance counsel for Hopeman Brothers, Inc., as debtor and debtor in possession (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 Blank Rome for the period from January 1 through January 31, 2025 (the “Fee Period”) and reimbursement of the actual and necessary expenses that Blank Rome LLP incurred during the Fee Period. By this Monthly Fee Statement, Blank Rome seeks allowance of compensation for services rendered in the amount of \$1,660.05 and payment in the amount of \$1,328.04 (which equals 80% of the compensation sought herein). Blank Rome incurred no expenses during the Fee Period and therefore does not seek allowance and reimbursement of actual and necessary expenses pursuant to this Monthly Fee Statement.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, Blank Rome has attached the following:
 - **Exhibit A** is a summary schedule of hours and fees covered by this Monthly Fee Statement, categorized by project code.
 - **Exhibit B** is a summary schedule of the time expended by all Blank Rome professionals and paraprofessionals engaged in the representation of the Debtor during the Fee Period.
 - **Exhibit C** is a summary of the expenses incurred by Blank Rome during the Fee Period.

- **Exhibit D** is a detailed invoice for the hours expended and fees incurred by Blank Rome professionals and paraprofessionals during the Fee Period.

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. Blank Rome 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, Blank Rome respectfully requests payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$1,328.04 consisting of (i) \$1,328.04, which is 80% of the fees incurred by the Debtor for reasonable and necessary professional services rendered by Blank Rome during the Fee Period, and (ii) \$0.00 for actual and necessary costs and expenses.

Dated: February 24, 2025
Washington DC

/s/ Kyle P. Brinkman

Kyle P. Brinkman
1825 Eye Street NW
Washington DC 20006
Telephone: (202) 420-2200

Special Insurance Counsel for Debtor and Debtor in Possession

Electronically filed by:

/s/ Henry P. (Toby) Long, III

Henry P. (Toby) Long, III (VSB No. 75134)
Hunton Andrews Kurth LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Richmond, Virginia 23219
Telephone: (804) 788-8200
Email: hlong@huntonak.com

Counsel to the Debtor and Debtor in Possession

EXHIBIT A

Statement of Fees by Subject Matter during the Fee Period

Matter Code	Matter Description	Hours	Fees Requested
B160	Fee/Employment Applications	0.9	\$878.85
B190	Other Contested Matters excluding assumption/rejection motions)	0.8	\$781.20
TOTAL		1.7	\$1,660.05

EXHIBIT B

Professionals Rendering Services during the Fee Period

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

Professional	Position	First Bar Date	Section	Hourly Billing Rate	Total Hours Billed	Total Compensation
Kyle Brinkman	Partner	2010	Insurance Recovery	976.50	1.70	\$1,660.05
Totals					1.70	\$1,660.05

Blank Rome paraprofessionals who rendered professional services in these cases during the Fee Period include:

Paraprofessional	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
N/A				0	0
Totals				0	0

EXHIBIT C

Summary of Expenses Incurred during the Fee Period

Type	Expenses
N/A	0
TOTAL EXPENSES:	0

EXHIBIT D

Detailed Invoice of Fees and Expenses Incurred During the Fee Period

BLANKROME

1825 EYE STREET NW
WASHINGTON, DC 20006-5403
(202) 420-2200
FEDERAL TAX ID NO. 23-1311874

HOPEMAN BROTHERS, INC.
ATTN: CHRISTOPHER LASCELL
6 AUBURN COURT
BROOKLINE, MA 02446-6380

INVOICE DATE: FEBRUARY 20, 2025
CLIENT ID: 200433
MATTER NUMBER: 200433-00003 03358
INVOICE NUMBER: 2259192

REGARDING: HOPEMAN BROTHERS
INSURANCE ADVICE - BANKRUPTCY

DATE	INVOICE	AMOUNT	CREDITS	BALANCE
10/10/2024	2228873	\$26,238.15	\$0.00	\$26,238.15
11/08/2024	2235663	\$23,372.55	\$0.00	\$23,372.55
12/18/2024	2246604	\$15,492.15	\$0.00	\$15,492.15
01/13/2025	2249528	\$10,925.10	\$0.00	\$10,925.10
BALANCE FORWARD				\$76,027.95
FOR LEGAL SERVICES RENDERED THROUGH 1/31/25			\$1,660.05	
CURRENT INVOICE TOTAL				\$1,660.05
TOTAL AMOUNT DUE, INCLUDING BALANCE FORWARD				\$77,688.00

ACH/WIRE		Mail
Bank Name	Citizens Bank	Blank Rome LLP
Address:	Philadelphia, PA	Attn: Finance Department
Account Title:	Blank Rome LLP	One Logan Square
Account Number:	6238669326	130 North 18 th St
ABA Number:	036076150 (Domestic)	Philadelphia, PA 19103-6998
Swift Code	CTZIUS33 (International)	

To pay by Electronic Funds Transfer, visit www.BlankRome.com/Payments

BLANKROME

1825 EYE STREET NW
WASHINGTON, DC 20006-5403
(202) 420-2200
FEDERAL TAX ID NO. 23-1311874

HOPEMAN BROTHERS, INC.
ATTN: CHRISTOPHER LASCELL
6 AUBURN COURT
BROOKLINE, MA 02446-6380

INVOICE DATE: FEBRUARY 20, 2025
CLIENT ID: 200433
MATTER NUMBER: 200433-00003
INVOICE NUMBER: 2259192
PAGE 1

**REGARDING: HOPEMAN BROTHERS
INSURANCE ADVICE - BANKRUPTCY**

FOR LEGAL SERVICES RENDERED THROUGH JANUARY 31, 2025

DATE	DESCRIPTION	TIMEKEEPER	CODE	HOURS	AMOUNT
TASK: B160 FEE/EMPLOYMENT APPLICATIONS					
01/13/25	DRAFT EMAIL CORRESPONDENCE TO C. RANKIN REGARDING SECOND INTERIM FEE APPLICATION (.2); PREPARE FOR AND PARTICIPATE IN TELECONFERENCE WITH C. RANKIN REGARDING SECOND INTERIM FEE APPLICATION (.1); REVIEW AND REVISE DRAFT SECOND INTERIM FEE APPLICATION (.4)	K. BRINKMAN	B160	0.70	683.55
01/15/25	REVIEW AND REVISE BLANK ROME'S FIFTH MONTHLY FEE STATEMENT SUBMISSION (.1); DRAFT EMAIL CORRESPONDENCE TO C. RANKIN REGARDING BLANK ROME'S FIFTH MONTHLY FEE STATEMENT SUBMISSION (.1)	K. BRINKMAN	B160	0.20	195.30
TOTALS FOR B160 FEE/EMPLOYMENT APPLICATIONS				0.90	878.85
TASK: B190 OTHER CONTESTED MATTERS (EXCLUDING ASSUMPTION/REJECTION)					
01/13/25	PREPARE FOR AND CONFER WITH C. RANKIN REGARDING STRATEGY AND PREPARATION FOR MEDIATION OF CHUBB SETTLEMENT AGREEMENT DISPUTE (.3); ANALYSIS REGARDING MEDIATION OF CHUBB SETTLEMENT AGREEMENT DISPUTE (.2)	K. BRINKMAN	B190	0.50	488.25
01/22/25	DRAFT EMAIL CORRESPONDENCE IN RESPONSE TO INQUIRY FROM P. SANTELLE FOR CHUBB (.1); DRAFT EMAIL CORRESPONDENCE TO T. BROWN AND J. ROVIRA REGARDING SAME (.1); ANALYZE STATUS AND STRATEGY IN CONNECTION WITH CHUBB	K. BRINKMAN	B190	0.30	292.95

HOPEMAN BROTHERS
FILE NUMBER: 200433-00003

PAGE 2
INVOICE # 2259192
FEBRUARY 20, 2025

DATE	DESCRIPTION	TIMEKEEPER	CODE	HOURS	AMOUNT
	SETTLEMENT MOTION AND RELATED MEDIATION (.1)				
	TOTALS FOR B190 OTHER CONTESTED MATTERS (EXCLUDING ASSUMPTION/REJECTION)			0.80	781.20
	TOTAL SERVICES				\$1,660.05

CURRENT INVOICE TOTAL	\$1,660.05
-----------------------	------------

TIME AND FEE SUMMARY

TIMEKEEPER	RATE	HOURS	FEEs
KYLE BRINKMAN	976.50	1.70	1,660.05
TOTALS		1.70	\$1,660.05

BLANK ROME LLP

Kyle P. Brinkman
1825 Eye Street NW
Washington DC 20006
Telephone: (202) 420-2200

Special Insurance Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

:
: **Chapter 11**
:
: **Case No. 24-32428 (KLP)**
:
:
:
:

**SEVENTH MONTHLY FEE STATEMENT OF BLANK ROME LLP
AS SPECIAL INSURANCE COUNSEL FOR THE DEBTOR FOR ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES INCURRED FROM FEBRUARY 1 THROUGH FEBRUARY 28, 2025**

Name of Applicant:	Blank Rome LLP
Name of Client:	Hopeman Brothers, Inc. Debtor and Debtor in Possession
Date of retention order entered:	September 9, 2024, effective as of June 30, 2024 [Docket No. 164]
Time Period Covered:	February 1 through February 28, 2025
Total Fees Requested:	\$14,608.44 (80% of \$18,260.55)
Total Expenses Requested:	\$0.00
Type of Fee Statement:	Monthly ¹

¹ 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”), the law firm of Blank Rome LLP, special insurance counsel for Hopeman Brothers, Inc., as debtor and debtor in possession (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 Blank Rome for the period from February 1 through February 28, 2025 (the “Fee Period”) and reimbursement of the actual and necessary expenses that Blank Rome LLP incurred during the Fee Period. By this Monthly Fee Statement, Blank Rome seeks allowance of compensation for services rendered in the amount of \$18,260.55 and payment in the amount of \$14,608.44 (which equals 80% of the compensation sought herein). Blank Rome incurred no expenses during the Fee Period and therefore does not seek allowance and reimbursement of actual and necessary expenses pursuant to this Monthly Fee Statement.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, Blank Rome has attached the following:
 - **Exhibit A** is a summary schedule of hours and fees covered by this Monthly Fee Statement, categorized by project code.
 - **Exhibit B** is a summary schedule of the time expended by all Blank Rome professionals and paraprofessionals engaged in the representation of the Debtor during the Fee Period.
 - **Exhibit C** is a summary of the expenses incurred by Blank Rome during the Fee Period.

- **Exhibit D** is a detailed invoice for the hours expended and fees incurred by Blank Rome professionals and paraprofessionals during the Fee Period.

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. Blank Rome 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, Blank Rome respectfully requests payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$14,608.44 consisting of (i) \$14,608.44, which is 80% of the fees incurred by the Debtor for reasonable and necessary professional services rendered by Blank Rome during the Fee Period, and (ii) \$0.00 for actual and necessary costs and expenses.

[Remainder of Page Intentionally Left Blank]

Dated: March 31, 2025
Washington DC

/s/ Kyle P. Brinkman

Kyle P. Brinkman
1825 Eye Street NW
Washington DC 20006
Telephone: (202) 420-2200

Special Insurance Counsel for Debtor and Debtor in Possession

Electronically filed by:

/s/ Henry P. (Toby) Long, III

Henry P. (Toby) Long, III (VSB No. 75134)
Hunton Andrews Kurth LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Richmond, Virginia 23219
Telephone: (804) 788-8200
Email: hlong@huntonak.com

Counsel to the Debtor and Debtor in Possession

EXHIBIT A

Statement of Fees by Subject Matter during the Fee Period

Matter Code	Matter Description	Hours	Fees Requested
B160	Fee/Employment Applications	0.3	\$292.95
B190	Other Contested Matters excluding assumption/rejection motions)	18.4	\$17,967.60
TOTAL		18.7	\$18,260.55

EXHIBIT B

Professionals Rendering Services during the Fee Period

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

Professional	Position	First Bar Date	Section	Hourly Billing Rate	Total Hours Billed	Total Compensation
Kyle Brinkman	Partner	2010	Insurance Recovery	976.50	18.70	\$18,260.55
Totals					18.70	\$18,260.55

Blank Rome paraprofessionals who rendered professional services in these cases during the Fee Period include:

Paraprofessional	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
N/A				0	0
Totals				0	0

EXHIBIT C

Summary of Expenses Incurred during the Fee Period

Type	Expenses
N/A	0
TOTAL EXPENSES:	0

EXHIBIT D

Detailed Invoice of Fees and Expenses Incurred During the Fee Period

BLANKROME

1825 EYE STREET NW
WASHINGTON, DC 20006-5403
(202) 420-2200
FEDERAL TAX ID NO. 23-1311874

HOPEMAN BROTHERS, INC.
ATTN: CHRISTOPHER LASCELL
6 AUBURN COURT
BROOKLINE, MA 02446-6380

INVOICE DATE: MARCH 20, 2025
CLIENT ID: 200433
MATTER NUMBER: 200433-00003 03358
INVOICE NUMBER: 2266169

REGARDING: HOPEMAN BROTHERS
INSURANCE ADVICE - BANKRUPTCY

DATE	INVOICE	AMOUNT	CREDITS	BALANCE
10/10/2024	2228873	\$26,238.15	\$0.00	\$26,238.15
11/08/2024	2235663	\$23,372.55	\$0.00	\$23,372.55
12/18/2024	2246604	\$15,492.15	\$0.00	\$15,492.15
01/13/2025	2249528	\$10,925.10	\$0.00	\$10,925.10
02/20/2025	2259192	\$1,660.05	\$0.00	\$1,660.05
BALANCE FORWARD				\$77,688.00
FOR LEGAL SERVICES RENDERED THROUGH 2/28/25			\$18,260.55	
CURRENT INVOICE TOTAL				\$18,260.55
TOTAL AMOUNT DUE, INCLUDING BALANCE FORWARD				\$95,948.55

ACH/WIRE		Mail
Bank Name	Citizens Bank	Blank Rome LLP
Address:	Philadelphia, PA	Attn: Finance Department
Account Title:	Blank Rome LLP	One Logan Square
Account Number:	6238669326	130 North 18 th St
ABA Number:	036076150 (Domestic)	Philadelphia, PA 19103-6998
Swift Code	CTZIUS33 (International)	

To pay by Electronic Funds Transfer, visit www.BlankRome.com/Payments

BLANKROME

1825 EYE STREET NW
WASHINGTON, DC 20006-5403
(202) 420-2200
FEDERAL TAX ID NO. 23-1311874

HOPEMAN BROTHERS, INC.
ATTN: CHRISTOPHER LASCELL
6 AUBURN COURT
BROOKLINE, MA 02446-6380

INVOICE DATE: MARCH 20, 2025
CLIENT ID: 200433
MATTER NUMBER: 200433-00003
INVOICE NUMBER: 2266169
PAGE 1

**REGARDING: HOPEMAN BROTHERS
INSURANCE ADVICE - BANKRUPTCY**

FOR LEGAL SERVICES RENDERED THROUGH FEBRUARY 28, 2025

DATE	DESCRIPTION	TIMEKEEPER	CODE	HOURS	AMOUNT
TASK: B160 FEE/EMPLOYMENT APPLICATIONS					
02/18/25	DRAFT EMAIL CORRESPONDENCE TO C. RANKIN REGARDING BLANK ROME'S MONTHLY FEE STATEMENT	K. BRINKMAN	B160	0.10	97.65
02/19/25	REVIEW AND REVISE BLANK ROME'S DRAFT MONTHLY FEE STATEMENT	K. BRINKMAN	B160	0.10	97.65
02/20/25	DRAFT EMAIL CORRESPONDENCE TO C. RANKIN AND T. LONG REGARDING BLANK ROME'S MONTHLY FEE STATEMENT	K. BRINKMAN	B160	0.10	97.65
TOTALS FOR B160 FEE/EMPLOYMENT APPLICATIONS				0.30	292.95
TASK: B190 OTHER CONTESTED MATTERS (EXCLUDING ASSUMPTION/REJECTION)					
02/04/25	ANALYZE UCC'S PROPOSED SETTLEMENT TERMS FOR CHUBB DISPUTE (.7); DRAFT EMAIL CORRESPONDENCE REGARDING SAME TO C. LASCELL, T. BROWN, J. ROVIRA, C. RANKIN, AND R. VAN EPPS (.2); PREPARE FOR AND PARTICIPATE IN TELECONFERENCE WITH C. LASCELL, T. BROWN, J. ROVIRA, C. RANKIN, AND R. VAN EPPS (.7)	K. BRINKMAN	B190	1.60	1,562.40
02/05/25	ANALYZE UCC'S PROPOSED SETTLEMENT TERMS FOR CHUBB DISPUTE	K. BRINKMAN	B190	0.30	292.95
02/06/25	ANALYZE HUNTON AK COMMENTS AND QUESTIONS REGARDING UCC'S PROPOSED SETTLEMENT TERMS FOR CHUBB DISPUTE (.3); DRAFT EMAIL CORRESPONDENCE TO C. LASCELL, R. VAN EPPS, T. BROWN, J. ROVIRA, AND P. BARRETT REGARDING SAME (.2)	K. BRINKMAN	B190	0.50	488.25

HOPEMAN BROTHERS
FILE NUMBER: 200433-00003

PAGE 2
INVOICE # 2266169
MARCH 20, 2025

DATE	DESCRIPTION	TIMEKEEPER	CODE	HOURS	AMOUNT
02/07/25	ANALYZE HUNTON AK COMMENTS AND QUESTIONS REGARDING UCC'S PROPOSED SETTLEMENT TERMS FOR CHUBB DISPUTE (.7); DRAFT EMAIL CORRESPONDENCE TO C. LASCELL, R. VAN EPPS, T. BROWN, J. ROVIRA, AND P. BARRETT REGARDING SAME (.2); PREPARE FOR AND PARTICIPATE IN MEDIATION TELECONFERENCE WITH JUDGE HUENNEKENS, C. LASCELL, R. VAN EPPS, T. BROWN, P. BARRETT (.7)	K. BRINKMAN	B190	1.60	1,562.40
02/10/25	ANALYZE RESPONSE FROM J. LIESEMER REGARDING MEDIATION OF CHUBB DISPUTE (.1); ANALYSIS REGARDING MEDIATION OF CHUBB DISPUTE (.2); DRAFT EMAIL CORRESPONDENCE TO T. BROWN REGARDING MEDIATION (.1)	K. BRINKMAN	B190	0.40	390.60
02/11/25	PLAN AND PREPARE FOR FURTHER MEDIATION OF CHUBB DISPUTE	K. BRINKMAN	B190	0.20	195.30
02/12/25	PREPARE FOR AND PARTICIPATE IN MEDIATION SESSION WITH UCC REPRESENTATIVES, T. BROWN, J. ROVIRA, P. BARRETT, AND JUDGE HUENNEKENS REGARDING CHUBB DISPUTE	K. BRINKMAN	B190	1.70	1,660.05
02/13/25	PREPARE FOR AND PARTICIPATE IN TELECONFERENCE WITH C. LASCELL, R. VAN EPPS, T. BROWN, J. ROVIRA, AND C. RANKIN REGARDING STATUS AND STRATEGY (1.0); DRAFT EMAIL CORRESPONDENCE TO T. BROWN AND T. LONG (.1)	K. BRINKMAN	B190	1.10	1,074.15
02/13/25	ANALYZE CORRESPONDENCE FROM UCC COVERAGE COUNSEL D. COX REQUESTING TELECONFERENCE (.1); DRAFT EMAIL CORRESPONDENCE TO T. BROWN AND J. ROVIRA REGARDING SAME (.1)	K. BRINKMAN	B190	0.20	195.30
02/14/25	DRAFT EMAIL CORRESPONDENCE IN RESPONSE TO UCC COVERAGE COUNSEL D. COX (.1); ANALYZE CHUBB AGREEMENTS IN CONNECTION WITH SAME (.4)	K. BRINKMAN	B190	0.50	488.25
02/18/25	ANALYZE CORRESPONDENCE AMONG J. ROVIRA AND UCC	K. BRINKMAN	B190	2.60	2,538.90

HOPEMAN BROTHERS
FILE NUMBER: 200433-00003

PAGE 3
INVOICE # 2266169
MARCH 20, 2025

DATE	DESCRIPTION	TIMEKEEPER	CODE	HOURS	AMOUNT
	COUNSEL REGARDING CONTINUING MEDIATION OF CHUBB DISPUTE (.2); ANALYZE REVISED DRAFT TERM SHEET RECEIVED FROM UCC COUNSEL (.3); ANALYZE LEGAL AUTHORITIES RECEIVED FROM UCC COUNSEL (.5); ANALYZE 2008 AND 2009 CHUBB COVERAGE-IN-PLACE AGREEMENTS (.4); DRAFT EMAIL CORRESPONDENCE TO HUNTON AK TEAM, C. LASCELL, R. VAN EPPS, D. RAMLJAK, AND P. BARRETT (.1); DRAFT EMAIL CORRESPONDENCE IN RESPONSE TO J. ROVIRA INQUIRY REGARDING ALLOCATION RULES APPLICABLE TO POLICIES (.3); ANALYZE POLICY AND PRIOR LITIGATION DOCUMENTS TO RESPOND TO J. ROVIRA INQUIRY (.8)				
02/19/25	PREPARE FOR AND PARTICIPATE IN TELECONFERENCE WITH C. LASCELL, R. VAN EPPS, D. RAMLJAK, T. BROWN, J. ROVIRA, C. RANKIN, T. LONG, P. BARRETT REGARDING STATUS AND STRATEGY FOR MEDIATION OF CHUBB DISPUTE (1.0); ANALYZE PROPOSED LIQUIDATION ANALYSIS AND ONGOING BUSINESS EVALUATION DOCUMENTS RECEIVED FROM UCC COUNSEL (.4); ANALYZE PROPOSED REVISIONS TO TERM SHEET FROM T. BROWN AND J. ROVIRA (.2); ANALYZE EMAILS AMONG J. ROVIRA AND UCC COUNSEL REGARDING TERM SHEET AND MEDIATION (.1)	K. BRINKMAN	B190	1.70	1,660.05
02/20/25	PREPARE FOR AND PARTICIPATE IN TELECONFERENCE WITH JUDGE HUENNEKENS, J. LIESEMER, T. PHILLIPS, N. MILLER, D. COX, B. EDWARDS, C. TULLY, T. BROWN, J. ROVIRA, P. BARRETT (.8); DRAFT EMAIL CORRESPONDENCE TO T. BROWN AND J. ROVIRA REGARDING SAME (.1); DRAFT EMAIL CORRESPONDENCE TO C. RANKIN REGARDING SAME (.1); DRAFT EMAIL CORRESPONDENCE TO C. LASCELL AND HUNTON AK TEAM	K. BRINKMAN	B190	1.10	1,074.15

HOPEMAN BROTHERS
FILE NUMBER: 200433-00003

PAGE 4
INVOICE # 2266169
MARCH 20, 2025

DATE	DESCRIPTION	TIMEKEEPER	CODE	HOURS	AMOUNT
	REGARDING IDENTIFICATION OF HOPEMAN VENDORS FOR TERM SHEET (.1)				
02/21/25	ANALYZE UPDATED PROPOSED TERM SHEET FOR UCC NEGOTIATIONS AND HUNTON AK COMMENTS REGARDING SAME	K. BRINKMAN	B190	0.40	390.60
02/22/25	ANALYZE UPDATED DRAFT LIQUIDATION ANALYSIS RECEIVED FROM UCC COUNSEL IN SUPPORT OF REVISED TERM SHEET	K. BRINKMAN	B190	0.30	292.95
02/24/25	DRAFT EMAIL CORRESPONDENCE TO C. LASCELL, R. VAN EPPS, D. RAMLJAK, T. BROWN, J. ROVIRA, C. RANKIN, P. BARRETT (.2); ANALYZE DRAFT LIQUIDATION ANALYSIS RECEIVED FROM UCC COUNSEL (.2); ANALYZE EMAIL CORRESPONDENCE FROM K. COURINGTON AND C. RANKIN REGARDING HOPEMAN VENDOR LIST FOR TERM SHEET (.1)	K. BRINKMAN	B190	0.50	488.25
02/25/25	PREPARE FOR AND PARTICIPATE IN TELECONFERENCE WITH C. LASCELL, R. VAN EPPS, D. RAMLJAK, T. BROWN REGARDING MEDIATION, DRAFT LIQUIDATION ANALYSIS, AND UCC TERM SHEET	K. BRINKMAN	B190	0.90	878.85
02/26/25	ANALYZE CORRESPONDENCE FROM D. GOODING (LIBERTY MUTUAL COUNSEL) AND ASSOCIATED COMMENTS FROM T. BROWN (.2); ANALYZE REVISED DRAFT TERM SHEET WITH UCC AND EXHIBIT THERETO (.2); DRAFT EMAIL CORRESPONDENCE TO C. LASCELL, R. VAN EPPS, D. RAMLJAK, T. BROWN, J. ROVIRA, C. RANKIN, T. LONG, AND P. BARRETT REGARDING DRAFT TERM SHEET WITH UCC (.2)	K. BRINKMAN	B190	0.60	585.90
02/27/25	PREPARE FOR AND PARTICIPATE IN MEDIATION TELECONFERENCE WITH JUDGE HUENNEKENS, T. PHILLIPS, N. MILLER, J. LIESEMER, J. RASKIN, D. COX, T. BROWN, J. ROVIRA, T. LONG, P. BARRETT (.5); ANALYZE ADDITIONAL PROPOSED TERM SHEET REVISIONS (.3)	K. BRINKMAN	B190	0.80	781.20
02/28/25	ANALYZE PROPOSED REVISIONS TO UCC TERM SHEET (.4); DRAFT	K. BRINKMAN	B190	1.40	1,367.10

HOPEMAN BROTHERS
FILE NUMBER: 200433-00003

PAGE 5
INVOICE # 2266169
MARCH 20, 2025

DATE	DESCRIPTION	TIMEKEEPER	CODE	HOURS	AMOUNT
	EMAIL CORRESPONDENCE TO T. BROWN, J. ROVIRA, AND P. BARRETT REGARDING MEDIATION SESSION WITH HII COUNSEL AND DRAFT UCC TERM SHEET (.3); ANALYZE EMAIL CORRESPONDENCE FROM J. ROVIRA AND K. COURINGTON REGARDING LOUISIANA CLAIMS PROCEDURES (.1); PREPARE FOR AND PARTICIPATE IN TELECONFERENCE WITH J. ROVIRA REGARDING MEDIATION CALL WITH HII COUNSEL (.2); ANALYZE EMAIL CORRESPONDENCE FROM J. LIESEMER AND N. MILLER REGARDING DRAFT UCC TERM SHEET (.2); ANALYZE EMAIL CORRESPONDENCE FROM K.E. SIEG, C. SYMONS, P. BARRETT, AND J. ROVIRA REGARDING DRAFT UCC TERM SHEET (.2)				
	TOTALS FOR B190 OTHER CONTESTED MATTERS (EXCLUDING ASSUMPTION/REJECTION)			18.40	17,967.60
	TOTAL SERVICES				\$18,260.55

CURRENT INVOICE TOTAL \$18,260.55

TIME AND FEE SUMMARY

TIMEKEEPER	RATE	HOURS	FEES
KYLE BRINKMAN	976.50	18.70	18,260.55
TOTALS		18.70	\$18,260.55

EXHIBIT D

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

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

THIRD INTERIM FEE APPLICATION OF
STOUT RISIUS ROSS, LLC, FINANCIAL ADVISOR TO THE DEBTOR,
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND
FOR REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM DECEMBER 1,
2024 THROUGH AND INCLUDING FEBRUARY 28, 2025

Name of Applicant:	Stout Risius Ross, LLC	
Applicant's Role in Case:	Financial Advisor to the Debtor	
Date of Retention:	September 9, 2024, effective as of June 30, 2024 [Docket No. 165]	
Time period covered by this Final Application:	Beginning of Period	End of Period
	December 1, 2024	February 28, 2025
Summary of Total Fees and Expenses Requested:		
Total fees requested in this Interim Application:	\$108,654.50	
Total expenses requested in this Interim Application:	\$2,590.76	
Total fees and expenses requested in this Interim Application:	\$111,245.26	
Blended hourly rate for fees incurred during the Interim Compensation Period:	\$550.71	

Summary of Prior Payments:	
Total allowed compensation paid to date:	\$57,389.00
Total allowed expenses to date:	\$1,086.89
Total amount due and owing to Stout:	\$474,761.15
This is a(n): <input type="checkbox"/> Monthly Application <input checked="" type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	



243242825041400000000009

STOUT RISIUS ROSS, LLC

**SUMMARY OF FEE STATEMENTS
DURING THE THIRD INTERIM APPLICATION PERIOD
DECEMBER 1, 2024 THROUGH AND INCLUDING FEBRUARY 28, 2025**

Date Filed; Docket No.	Period Covered	Requested		Paid		Amount Outstanding
		Fees	Expenses	Fees	Expenses	
1/23/2025 Docket #524	12/1/2024 - 12/31/2024	\$41,565.50	\$393.58	\$0.00	\$0.00	\$41,959.08
2/24/2025 Docket #588	1/1/2025 - 1/31/2025	\$35,319.00	\$2,197.18	\$0.00	\$0.00	\$37,516.18
3/31/2025 Docket #642	2/1/2025 - 2/28/2025	\$31,770.00	\$0.00	\$0.00	\$0.00	\$31,770.00

STOUT RISIUS ROSS, LLC

**SUMMARY OF HOURS AND FEES BY PROFESSIONAL
DURING THE THIRD INTERIM APPLICATION PERIOD
DECEMBER 1, 2024 THROUGH AND INCLUDING FEBRUARY 28, 2025**

Professional	Title	Rate	Total Hours During Period	Total Fees During Period
Ron Van Epps	Managing Director	\$ 790	55.7	\$ 44,003.00
Ross Mishkin	Managing Director	\$ 790	25.4	\$ 20,066.00
Brett Blum	Manager	\$ 415	9.4	\$ 3,901.00
Danny Ramljak	Manager	\$ 415	58.3	\$ 24,194.50
Morgan Cortens	Associate	\$ 340	48.5	\$ 16,490.00
Total Fees for Professionals			197.3	\$ 108,654.50

Average Billing Rate \$550.71

STOUT RISIUS ROSS, LLC

**SUMMARY OF HOURS AND FEES BY MATTER CATEGORY
DURING THE THIRD INTERIM APPLICATION PERIOD
DECEMBER 1, 2024 THROUGH AND INCLUDING FEBRUARY 28, 2025**

Matter Code		Total Hours During Period	Total Fees During Period
1.1	Planning, Coordination and Case Management	9.1	\$ 4,226.50
1.4	Business Analysis	80.2	\$ 43,400.50
1.6	Monthly Operating Report	28.7	\$ 11,228.00
1.7	Prepare for and Attend Court Hearings	46.9	\$ 36,638.50
1.8	eDiscovery	1.5	\$ 1,185.00
1.9	Fee Statement and Fee Applications	30.9	\$ 11,967.00
Total Professional Fees		197.3	\$ 108,654.50

Average Billing Rate \$550.71

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

:
: **Chapter 11**
:
: **Case No. 24-32428 (KLP)**
:
:
:
:

**THIRD INTERIM FEE APPLICATION OF
STOUT RISIUS ROSS, LLC, FINANCIAL ADVISOR TO THE DEBTOR,
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND
FOR REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM DECEMBER 1,
2024 THROUGH AND INCLUDING FEBRUARY 28, 2025**

Stout Risius Ross, LLC (“Stout”), as financial advisor to Hopeman Brothers, Inc., as debtor and debtor in possession (the “Debtor”), hereby submits this application (the “Application”), for interim allowance of compensation for professional services rendered and reimbursement of out-of-pocket expenses incurred for the period December 1, 2024 through and including February 28, 2025 (the “Third Interim Application Period”). In support of this Application, Stout respectfully states as follows:

Jurisdiction and Venue

1. The United States Bankruptcy Court for the Eastern District of Virginia (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and the *Standing Order of Reference from the United States District Court for the Eastern District of Virginia*, dated August 15, 1984. This is a core proceeding pursuant to 28 U.S.C. § 157, and the Court may enter a final order consistent with Article III of the United States Constitution. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The bases for the relief requested herein are sections 330 and 331 of 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 Procedure for 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 for Retained Professionals and (II) Granting Related Relief* entered on September 9, 2024 [Docket No. 162] the (“Interim Compensation Order”).

Background

3. On June 30, 2024 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in this Court commencing this chapter 11 case.

4. The Debtor continues to manage its business as debtor in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. No trustee, examiner, or statutory committee has been appointed in this chapter 11 case.

5. On July 22, 2024, the Office of the United States Trustee for the Eastern District of Virginia appointed the Official Committee of Unsecured Creditors (the “Committee”) [Docket No. 69].

6. On September 9, 2024, the Court entered the Interim Compensation Order, which approved the compensation procedures therein (the “Compensation Procedures”). Pursuant to the Compensation Procedures, professionals retained in this case are authorized to submit Monthly Fee Statements to the Fee Notice Parties (each as defined in the Compensation Procedures). Provided that no objection to a Monthly Fee Statement is timely filed, the Debtor is authorized to pay such professional an amount equal to eight percent (80%) of the fees and one-hundred percent (100%) of the expenses requested in such monthly fee statement.

7. In addition, pursuant to the Compensation Procedures, beginning with the period ending August 31, 2024, and at three-month intervals thereafter, professionals retained in this case are authorized to file interim fee applications with the Court. The Compensation Procedures provide that the third interim fee application should cover the period from December 1, 2024 through and including February 28, 2025.

8. On September 9, 2024, the Court entered the *Order Authorizing Retention of Stout Risius Ross, LLC as Financial Advisor for the Debtor* [Docket No. 165].

Retention of Stout

9. On June 30, 2024, the Debtor filed its *Application of Debtors for Authority to Retain and Employ Stout Risius Ross, LLC, as Financial Advisor to the Debtors, Effective as of the Petition Date* [Docket No. 215] (the “Retention Application”).

10. On September 9, 2024, the Court entered the *Order Authorizing Retention of Stout Risius Ross, LLC as Financial Advisor for the Debtor* [Docket No. 165] (the “Retention Order”). A copy of the Retention Order is attached hereto as **Exhibit A**.

11. The Retention Order approved the terms of Stout’s fee and expense structure set forth in the Engagement Letter and authorized Stout to be compensated pursuant to the terms of the Engagement Letter and procedures set forth in the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the Interim Compensation Order, and any other applicable orders of this Court.

Stout’s Application for Compensation and for Reimbursement of Expenses

Monthly Fee Statements During the Third Interim Application Period

12. Stout’s three Monthly Fee Statements covering the Third Interim Application Period have been filed and served pursuant to the Interim Compensation Order. The Monthly Fee Statements covered by this Application contain detailed time descriptions of the services

performed by each professional, organized by discrete project and by day were included in the Monthly Fee Statements and are attached hereto as **Exhibit B**. **Exhibit B** (a) identifies the individuals that rendered services in each subject matter; (b) describes each activity or service that each individual performed; and (c) states the number of hours (in tenths of an hour) spent by each individual providing the services during the Third Interim Application Period.

13. Stout filed three (3) Monthly Fee Statements as noted below

Date Filed; Docket No.	Period Covered	Requested		Paid		Amount Outstanding
		Fees	Expenses	Fees	Expenses	
1/23/2025 Docket #542	12/1/2024 - 12/31/2024	\$41,565.50	\$393.58	\$0.00	\$0.00	\$41,959.08
2/24/2025 Docket #588	1/1/2025 - 1/31/2025	\$35,319.00	\$2,197.18	\$0.00	\$0.00	\$37,516.18
3/31/2025 Docket #642	2/1/2025 - 2/28/2025	\$31,770.00	\$0.00	\$0.00	\$0.00	\$31,770.00

14. Stout has provided an aggregate of 197.3 hours for professional services rendered. Stout is seeking allowance of compensation in the amount of \$111,245.26.¹

15. During the Third Interim Application Period, Stout has received the sum of \$0.00 for professional services rendered pursuant to the Monthly Fee Statements. Therefore, the amount of \$474,761.15 remains outstanding pursuant to the Third Interim Application Period.

Summary of Professional Services Rendered During the Third Interim Application Period

16. During the course of Stout's post-petition engagement Stout has, among other things: (i) coordinated with the Debtor and its other advisors to manage the estate; (ii) assisted the Debtor in establishing a bankruptcy trust; (iii) advised and assisted the Debtor in forecasting, planning, and tracking litigation activity; (iv) assisted the Debtor in reviewing and tracking cash payments made by the Debtor; (v) assisted the Debtor in reviewing transactions, analyzing assets

¹ This amount includes the 20% holdback of fees reflected by Stout's Monthly Fee Statements filed during the Third Interim Application Period.

and liabilities, and creating supporting schedules to prepare monthly operating reports; (vi) prepared and submitted an expert report and rebuttal report regarding future liability for an asbestos trust as such reports pertained to the Debtor's insurer settlement approval motions; (vii) prepared for and attended depositions in connection with the expert reports and insurer settlement approval motions; (viii) attended Court hearings; (ix) assisted in the gathering of documents and responses to requests for document production served by the Committee and other interested parties.

Professional Services By Category During the Final Period

17. Stout classified all services performed for which compensation is sought into separate categories. Summarized below is a description of the services provided by Stout to the Debtor during the Third Interim Application Period in each significant service area.

18. The following summaries are intended only to highlight key services rendered by Stout during the Third Interim Application Period in certain project billing categories where Stout has expended a considerable number of hours on behalf of the Debtor, and are not meant to be a detailed description of all of the work performed by Stout. Stout provided services in the following areas:

Matter Code 1.1: Planning, Coordination and Case Management **(9.1 hours; \$4,226.50)**

This category includes a variety of tasks essential for meeting the requirements set by this Court, the Office of the U.S. Trustee, and the Bankruptcy Code. This includes, but is not limited to, organizing and managing the Debtor's resources for effective planning; coordinating and overseeing the Chapter 11 process; reviewing and maintaining docket and case calendars; and handling other miscellaneous tasks that do not fall into separate classifications.

Matter Code 1.4: Business Analysis **(80.2 hours; \$43,400.50)**

This category includes time spent reviewing and analyzing historical business activities as they pertain to prepetition litigation activity surrounding debtor's asbestos liability,

assessing the value of Debtor assets, and estimating the value of current and projected future liabilities including the submission of an expert report and rebuttal report.

Matter Code 1.6: Monthly Operating Report

(28.7.0 hours; \$11,228.00)

This category includes reviewing transaction, reporting assets and liabilities and creating supporting schedules within the monthly operating report.

Matter Code 1.7: Attend Court Hearings

(46.9 hours; \$36,638.50)

This category includes the necessary time that Stout's professionals spent attending/observing Court hearings.

Matter Code 1.8: eDiscovery

(1.5 hours; \$1,185.00)

This category includes the necessary time that Stout's professionals spent gathering and organizing documents and assisting in preparing responses to requests for document production served on the Debtor by the Committee and other interested parties in this Chapter 11 case.

Matter Code 1.9: Fee Statements and Fee Applications

(30.9 hours; \$11,976.00)

This category includes the necessary time that Stout's professionals spent preparing/reviewing fee statement and fee applications.

19. Stout has not entered into any agreement, express or implied, with any other party for the purpose of fixing or sharing fees or other compensation to be paid for professional services rendered in this case. No promises have been received by Stout or any member thereof as to compensation in connection with this chapter 11 case other than in accordance with the provisions of the Bankruptcy Code.

Certification

20. A Certification of Ronald Van Epps is attached hereto as **Exhibit C** and made part of this Application.

[Remainder of page intentionally left blank.]

Conclusion

WHEREFORE, Stout respectfully requests that the Court enter an order, substantially in the form attached hereto as **Exhibit D**, providing that: (i) allowance be awarded to Stout for the Third Interim Application Period in the amount of **\$111,245.26** (including the holdback of \$21,730.90) as compensation for necessary professional services rendered; (ii) the Debtor be authorized and directed to pay Stout the outstanding amount of **\$111,245.26**; and (iii) for such other and further relief as this Court deems proper.

Dated: April 14, 2025

/s/ Ronald Van Epps

Ronald Van Epps
STOUT RISIUS ROSS, LLC
One South Wacker Drive
38th Floor
Chicago, IL 60606
Telephone: (312) 546-3407
Email: rvanepps@Stout.com

ELECTRONICALLY FILED BY:

/s/ Henry P. (Toby) Long, III

Henry P. (Toby) Long, III (VSB No. 75134)
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Counsel to the Debtor and Debtor in Possession

STOUT RISIUS ROSS, LLC

Exhibit A
Stout's Retention Order

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HUNTON ANDREWS KURTH LLP
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Proposed Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
 EASTERN DISTRICT OF VIRGINIA
 RICHMOND DIVISION**

<p>In re:</p> <p>HOPEMAN BROTHERS, INC.,</p> <p style="text-align: center;">Debtor.</p>	<p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p>	<p>: Chapter 11</p> <p>: Case No. 24-32428 (KLP)</p>
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**ORDER AUTHORIZING RETENTION OF
 STOUT RISIUS ROSS, LLC AS FINANCIAL ADVISOR FOR THE DEBTOR**

Upon the application (the “Application”) of Hopeman Brothers, Inc. (the “Debtor”), for entry of an order (this “Order”) authorizing the Debtor to retain Stout Risius Ross, LLC, together with its wholly owned subsidiaries and independent contractors (“Stout”) as financial advisor; and upon the Declaration of Ronald Van Epps in support of the Application (the “Van Epps Declaration”); and the Court having reviewed the Application; and the Court having jurisdiction to consider the Application and the relief requested therein in accordance with 28 U.S.C. § 1334 and the *Standing Order of Reference from the United States District Court for the Eastern District of Virginia*, dated August 15, 1984; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that the Court may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court



being satisfied, based on the representations made in the Application and the Van Epps Declaration that Stout is “disinterested” as such term is defined in section 101(14) of the Bankruptcy Code, as supplemented by section 1107(b) of the Bankruptcy Code; and the Court having found that the terms and conditions of Stout’s employment including, but not limited to, the fee and expense structure set forth in the Engagement Letter and the Application, are reasonable under section 330 of the Bankruptcy Code; and it appearing that proper and adequate notice of the Application has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and the Court having determined that there is good and sufficient cause for the relief granted in this order, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. The Application is granted as set forth herein.
2. Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Application.
3. In accordance with section 327(a) of the Bankruptcy Code, the Debtor is authorized to employ and retain Stout as its financial advisor, effective as of as of June 30, 2024, in accordance with the terms and conditions set forth in the Engagement Letter attached to the Application as Exhibit A, as modified by this Order.
4. The terms of the Engagement Letter including, without limitation, the indemnification provisions, are reasonable and the conditions of employment are approved in all respects, as modified by this Order.
5. Subject to the Court’s approval, Stout shall be compensated for its services and reimbursed for reasonable and necessary fees and expenses and shall file interim and final fee applications for allowance of its compensation and reimbursement of its expenses pursuant to sections 330 and 331 of the Bankruptcy Code and in accordance with the Bankruptcy Rules,

Bankruptcy Local Rules 2016-1 and 2016-2, any interim compensation order entered in this chapter 11 case as well as any other orders entered by the Court.

6. Stout is entitled to reimbursement of actual and necessary expenses, including legal fees related to this retention application and future fee applications as approved by the court.

7. The following indemnification provisions are approved:

- a) subject to the provisions of subparagraphs (b) and (c) below, the Debtor is authorized to indemnify, and shall indemnify, Stout for any claims arising from, related to, or in connection with the services to be provided by Stout as specified in the Application, but not for any claim arising from, related to, or in connection with Stout's post-petition performance of any other services other than those in connection with the engagement, unless such post-petition services and indemnification therefore are approved by this Court; and
- b) the Debtor shall have no obligation to indemnify Stout for any claim or expense that is either (i) judicially determined (the determination having become final) to have arisen primarily from Stout's gross negligence, willful misconduct, bad faith, or fraud, or (ii) settled prior to a judicial determination as to Stout's gross negligence, willful misconduct, bad faith, or fraud, but determined by this Court, after notice and a hearing, to be a claim or expense for which Stout is not entitled to receive indemnity under the terms of this Application; and
- c) if, before the earlier of (i) the entry of an order confirming a chapter 11 plan in this case (that order having become a final order no longer subject to appeal), and (ii) the entry of an order closing this chapter 11 case, Stout believes that it is entitled to the payment of any amounts by the Debtor on account of the Debtor's indemnification obligations under the Application, including, without

limitation, the advancement of defense costs, Stout must file an application in this Court, and the Debtor may not pay any such amounts to Stout before the entry of an order by this Court approving the payment. This subparagraph (c) is intended only to specify the period of time under which the Court shall have jurisdiction over any request for fees and expenses by Stout for indemnification, and not as a provision limiting the duration of the Debtor's obligation to indemnify Stout.

7. The relief granted herein shall be binding upon any chapter 11 trustee appointed in this chapter 11 case, or upon any chapter 7 trustee appointed in the event of a subsequent conversion of this chapter 11 case to a case under chapter 7.

8. To the extent there is any inconsistency between the terms of the Engagement Letter, the Application, and this Order, the terms of this Order shall govern.

9. Stout shall use its reasonable efforts to avoid any unnecessary duplication of services provided by any retained professionals in this chapter 11 case.

10. The Debtor is authorized to take all actions necessary or appropriate to implement the relief granted in this Order in accordance with the Motion.

11. The Court shall retain jurisdiction with respect to all matters arising or related to the implementation and/or interpretation of this order.

Dated: _____, 2024
Richmond, Virginia

/s/ Keith L Phillips

UNITED STATES BANKRUPTCY JUDGE

Sep 9 2024

Entered On Docket: Sep 9 2024

WE ASK FOR THIS:

/s/ Henry P. (Toby) Long, III

Tyler P. Brown (VSB No. 28072)

Henry P. (Toby) Long, III (VSB No. 75134)

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- and -

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crankin@HuntonAK.com

Proposed Counsel for the Debtor and Debtor in Possession

SEEN AND NO OBJECTION:

/s/ Kathryn Montgomery

Kathryn Montgomery

Office of The United States Trustee

701 East Broad Street

Suite 4304

Richmond, VA 23219

kathryn.montgomery@usdoj.gov

United States Trustee

**CERTIFICATION OF ENDORSEMENT
UNDER LOCAL BANKRUPTCY RULE 9022-1(C)**

I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Henry P. (Toby) Long, III
Henry P. (Toby) Long, III

STOUT RISIUS ROSS, LLC

Exhibit B

Detailed Description of Fees, Hours and Descriptions by Matter Category



Invoice # CINV-077286; CINV-079571; CINV-081855
 Re: Planning, Coordination and Case Management

Matter Code	Date	Professional	Description of Services	Hours
1.1	12/2/2024	Brett Blum	Weekly standing meeting with Hunton to discuss bankruptcy status	0.60
1.1	12/19/2024	Ron Van Epps	Prepare for and participate in internal Stout meeting regarding outstanding monthly work streams	1.00
1.1	12/19/2024	Danny Ramljak	Prepare for and participate in internal Stout meeting regarding outstanding monthly work streams	1.00
1.1	12/19/2024	Morgan Cortens	Prepare for and participate in internal Stout meeting regarding outstanding monthly work streams	1.00
1.1	12/23/2024	Brett Blum	Prepare for and participate in internal Stout meeting regarding outstanding monthly work streams and team transition	1.00
1.1	12/23/2024	Danny Ramljak	Prepare for and participate in internal Stout meeting regarding outstanding monthly work streams and team transition	1.00
1.1	1/7/2025	Danny Ramljak	Weekly standing meeting with Hunton to discuss bankruptcy status	0.60
1.1	1/14/2025	Danny Ramljak	Weekly standing meeting with Hunton to discuss bankruptcy status	0.40
1.1	1/21/2025	Danny Ramljak	Weekly standing meeting with Hunton to discuss bankruptcy status	0.20
1.1	1/28/2025	Danny Ramljak	Weekly standing meeting with Hunton to discuss bankruptcy status	0.20
1.1	2/4/2025	Danny Ramljak	Weekly standing meeting with Hunton to discuss bankruptcy status	0.50
1.1	2/11/2025	Danny Ramljak	Weekly standing meeting with Hunton to discuss bankruptcy status	0.40
1.1	2/11/2025	Ron Van Epps	Weekly standing meeting with Hunton to discuss bankruptcy status	0.40
1.1	2/18/2025	Danny Ramljak	Weekly standing meeting with Hunton to discuss bankruptcy status	0.80
Total				9.10



Invoice # CINV-077286; CINV-079571; CINV-081855

Re: Business Analysis

Matter Code	Date	Professional	Description of Services	Hours
1.4	12/2/2024	Ross Mishkin	Detailed review Chubb expert report	2.60
1.4	12/2/2024	Ron Van Epps	Detailed review of Chubb report and correspondence with team	1.10
1.4	12/3/2024	Morgan Cortens	Detailed review and comment on Chubb Rebuttal Report	1.00
1.4	12/3/2024	Brett Blum	Detailed review and comment on Chubb expert report	1.20
1.4	12/4/2024	Morgan Cortens	Prepare for and participate in meeting with internal Stout team regarding analysis of Chubb Rebuttal Report	0.80
1.4	12/4/2024	Ross Mishkin	Detailed review and comment on Chubb expert report	1.80
1.4	12/4/2024	Ross Mishkin	Prepare for and participate in meeting with internal Stout team regarding analysis of Chubb Rebuttal Report	0.80
1.4	12/4/2024	Morgan Cortens	Analysis of Chubb report and development of supplemental charts for internal review	0.50
1.4	12/4/2024	Brett Blum	Prepare for and participate in meeting with internal Stout team regarding analysis of Chubb Rebuttal Report	0.80
1.4	12/4/2024	Ron Van Epps	Detailed review of historic settlement agreements	1.00
1.4	1/17/2025	Ross Mishkin	Detailed review of Coverage and Exhaustion	1.50
1.4	1/22/2025	Ross Mishkin	Review Historical Coverage and INA/Chubb Availability	1.20
1.4	1/23/2025	Danny Ramljak	Review and compile Chubb policy information	1.20
1.4	1/23/2025	Ron Van Epps	Detailed review and comment on trust fund analysis	0.70
1.4	1/23/2025	Ross Mishkin	INA / Chubb coverage and exhaustion review	0.50
1.4	1/23/2025	Ross Mishkin	Prepare and participate in a meeting with R. Van Epps & D. Ramljak regarding Meditation debrief	0.40
1.4	1/23/2025	Danny Ramljak	Prepare and participate in a meeting with R. Van Epps & R. Mishkin regarding Meditation debrief	0.50
1.4	1/23/2025	Ron Van Epps	Prepare and participate in a meeting with R. Mishkin & D. Ramljak regarding Meditation debrief	0.50
1.4	1/24/2025	Danny Ramljak	Updates to Trust Fund analysis regarding INA Settlement and Chubb Policy retention	0.50
1.4	1/24/2025	Danny Ramljak	Trust Fund Model updates	0.20
1.4	1/28/2025	Danny Ramljak	Analysis of allocation for Trust Fund Model	0.30
1.4	1/28/2025	Morgan Cortens	Analysis of future spend projections	0.50
1.4	1/28/2025	Ron Van Epps	Updates for Trust Fund Model	0.60
1.4	1/29/2025	Danny Ramljak	Analysis and update of historical costs for Trust Fund Model	2.70
1.4	1/29/2025	Danny Ramljak	Analysis regarding future costs allocation for Trust Fund Model	1.00
1.4	1/29/2025	Danny Ramljak	Analysis regarding future costs allocation for Trust Fund Model	0.60
1.4	1/29/2025	Danny Ramljak	Prepare & Participate in meeting with R. Van Epps regarding Future allocations for Trust Fund Model	0.40
1.4	1/29/2025	Ron Van Epps	Prepare & Participate in meeting with D. Ramljak regarding Future allocations for Trust Fund Model	0.40
1.4	1/29/2025	Ron Van Epps	Analysis and update of Trust Fund Model	0.60
1.4	1/30/2025	Danny Ramljak	Analysis/build on allocation for Trust Fund Model	2.10
1.4	1/30/2025	Danny Ramljak	Claim set build for updated Trust Fund Model allocations	1.40



Invoice # CINV-077286; CINV-079571; CINV-081855

Re: Business Analysis

Matter Code	Date	Professional	Description of Services	Hours
1.4	1/30/2025	Danny Ramljak	Analysis of DOFE curve for Trust Fund Model	1.10
1.4	1/30/2025	Danny Ramljak	Detailed review of CIP agreements with Chubb / Quota Share agreements	0.80
1.4	1/31/2025	Danny Ramljak	Analysis/build on allocation for Trust Fund Model	1.90
1.4	1/31/2025	Danny Ramljak	Detailed review court docket regarding Chubb & Resolute settlement motions	0.20
1.4	2/3/2025	Danny Ramljak	Analysis / build on allocation for Trust Fund Model regarding dynamic indemnity amounts	0.40
1.4	2/3/2025	Danny Ramljak	Prepare for and participate in internal Stout meeting regarding trust fund modeling	0.50
1.4	2/3/2025	Morgan Cortens	Prepare for and participate in internal Stout meeting regarding trust fund modeling	0.50
1.4	2/3/2025	Ron Van Epps	Detailed review of committee's model	1.20
1.4	2/3/2025	Ron Van Epps	Prepare for and participate in internal Stout meeting regarding trust fund modeling	0.50
1.4	2/4/2025	Danny Ramljak	Detailed review of trust fund model allocation methodology	0.70
1.4	2/4/2025	Danny Ramljak	Read & review the Court's opinion denying the stay pending appeal	0.40
1.4	2/4/2025	Ron Van Epps	Detailed review of committee's model	2.00
1.4	2/6/2025	Ron Van Epps	Provide comments on committee's proposal	1.00
1.4	2/7/2025	Ron Van Epps	Prepare for and call with mediator	1.00
1.4	2/11/2025	Ron Van Epps	Analyze and review next steps for bankruptcy work stream	1.00
1.4	2/13/2025	Danny Ramljak	Prepare and participate in meeting with Hunton & C. Lascell re: 524G plan from the committee	1.00
1.4	2/13/2025	Danny Ramljak	Internal debrief with M. Cortens regarding call with Counsel on 524G plan	0.50
1.4	2/13/2025	Morgan Cortens	Internal debrief with D. Ramljak regarding call with Counsel on 524G plan	0.50
1.4	2/14/2025	Danny Ramljak	Review & comment on Committee's revised 524(g) term sheet	0.90
1.4	2/14/2025	Danny Ramljak	Review & comment Debtor's mediation statement	0.60
1.4	2/17/2025	Danny Ramljak	Review & comment on Committee's revised 524(g) term sheet	0.20
1.4	2/18/2025	Ron Van Epps	Review and comment on term sheet	1.60
1.4	2/19/2025	Danny Ramljak	Review & analyze revised term sheet and FTI acquisition proposal	1.30
1.4	2/19/2025	Danny Ramljak	Prepare and participate in call with Counsel re: Revised term sheet	1.00
1.4	2/24/2025	Danny Ramljak	Analysis of updated liquidation analysis from the committee & All-Sums Theory	0.50
1.4	2/24/2025	Morgan Cortens	Analysis of future projection model	0.40
1.4	2/24/2025	Morgan Cortens	Prepare for and participate in meeting with R. Mishkin regarding claim projection model	0.50
1.4	2/24/2025	Ron Van Epps	Review and comment on liquidation analysis	1.50



Invoice # CINV-077286; CINV-079571; CINV-081855

Re: Business Analysis

Matter Code	Date	Professional	Description of Services	Hours
1.4	2/24/2025	Ross Mishkin	Prepare for and participate in meeting with M. Cortens regarding claim projection model	0.50
1.4	2/24/2025	Ross Mishkin	Review TCC proposal and map updates to look at open-ended trust liability estimate and model criteria for open-ended estimate	1.70
1.4	2/25/2025	Danny Ramljak	Analysis regarding all-sums allocation for liquidation analysis	2.10
1.4	2/25/2025	Danny Ramljak	Detailed review and analysis of all-sums allocation	0.80
1.4	2/25/2025	Danny Ramljak	Prepare for and participate in meeting with M. Cortens regarding liquidation analysis	0.50
1.4	2/25/2025	Danny Ramljak	Prepare and participate in call with Counsel regarding Mediation update & Liquidation analysis. Follow-up regarding the same	1.20
1.4	2/25/2025	Morgan Cortens	Analysis and updates to claim projection model	2.40
1.4	2/25/2025	Morgan Cortens	Prepare for and participate in meeting with D. Ramljak regarding liquidation analysis	0.50
1.4	2/25/2025	Ron Van Epps	Detailed review and comment on liquidity analysis and review letter from Liberty	1.70
1.4	2/26/2025	Danny Ramljak	Internal meeting with M. Cortens regarding Hopeman policy stack	0.40
1.4	2/26/2025	Morgan Cortens	Internal meeting with D. Ramljak regarding Hopeman policy stack	0.40
1.4	2/26/2025	Morgan Cortens	Analysis of policies and remaining limits	1.60
1.4	2/26/2025	Morgan Cortens	Prepare for and participate in call with R. Mishkin regarding future claim projections	0.50
1.4	2/26/2025	Ross Mishkin	Prepare for and participate in call with M. Cortens regarding future claim projections	0.50
1.4	2/26/2025	Ross Mishkin	Compare TTC, Insurer, estimates and compare to TCC liquidation, including reconciling differences	1.10
1.4	2/27/2025	Danny Ramljak	Analysis of all-sums allocation for liquidation analysis	1.80
1.4	2/27/2025	Danny Ramljak	Updates to policy stack and prior exhaustions for All-sums allocation	1.50
1.4	2/27/2025	Danny Ramljak	Prepare for and participate in call with M. Cortens regarding remaining limits	0.60
1.4	2/27/2025	Morgan Cortens	Prepare for and participate in call with D. Ramljak regarding remaining limits	0.60
1.4	2/27/2025	Morgan Cortens	Analysis of exhaustions and remaining limits for policies in liquidation analysis	1.00
1.4	2/27/2025	Ron Van Epps	Detailed review and comment on term sheet	0.30
1.4	2/28/2025	Danny Ramljak	Updates to policy stack and prior exhaustions for All-sums allocation	1.80
1.4	2/28/2025	Danny Ramljak	Prepare and participate in call with M. Cortens regarding updates to policy stack	0.40
1.4	2/28/2025	Morgan Cortens	Analysis of prior exhaustions and policy limits and layers	1.50



Invoice # CINV-077286; CINV-079571; CINV-081855
Re: Business Analysis

Matter Code	Date	Professional	Description of Services	Hours
1.4	2/28/2025	Morgan Cortens	Prepare and participate in call with D. Ramljak regarding updates to policy stack	0.40
		Total		78.90



Invoice # CINV-077286; CINV-079571; CINV-081855
 Re: Monthly Operating Report

Matter Code	Date	Professional	Description of Services	Hours
1.6	12/10/2024	Morgan Cortens	Analysis and preparation of November MOR and supporting bank statements	2.00
1.6	12/10/2024	Morgan Cortens	Analysis of supporting bank statements and supporting docs for MOR preparation	2.30
1.6	12/11/2024	Brett Blum	Review statements and transactions from Hopeman bank activity and review initial draft of MOR support	1.20
1.6	12/12/2024	Brett Blum	Review support for and update Monthly Operating report	2.20
1.6	12/13/2024	Brett Blum	Make updates to and finalize November MOR	1.30
1.6	12/13/2024	Ron Van Epps	Detailed review of MOR and prior settlements	0.80
1.6	1/7/2025	Danny Ramljak	Detailed review and analysis of Monthly operating statements for October & December	0.40
1.6	1/7/2025	Danny Ramljak	Prepare for and participate in call with D. Ramljak regarding December MOR	0.50
1.6	1/7/2025	Morgan Cortens	Analysis of December MOR	0.40
1.6	1/7/2025	Morgan Cortens	Prepare for and participate in call with D. Ramljak regarding December MOR	0.50
1.6	1/15/2025	Morgan Cortens	Analysis of bank statements and preparation of internal files for December MOR	1.80
1.6	1/16/2025	Danny Ramljak	Detailed review and analysis for monthly operating report for December	1.60
1.6	1/16/2025	Morgan Cortens	Analysis of professional fees for December MOR	1.00
1.6	1/17/2025	Danny Ramljak	Detailed review of support for and update Monthly Operating report	2.60
1.6	1/21/2025	Danny Ramljak	Prepare and revise December Monthly Operating Report & supporting schedules for submission	0.80
1.6	1/21/2025	Morgan Cortens	Analysis of December MOR	0.30
1.6	2/10/2025	Morgan Cortens	Analysis of January 2025 MOR and supporting documents	2.00
1.6	2/11/2025	Morgan Cortens	Analysis of January 2025 MOR and supporting documents	1.10
1.6	2/14/2025	Danny Ramljak	Detailed review and analysis for monthly operating report for January	1.10
1.6	2/14/2025	Morgan Cortens	Analysis of January MOR	0.90
1.6	2/17/2025	Danny Ramljak	Prepare January 2025 Monthly Operating Report	0.30
1.6	2/17/2025	Danny Ramljak	Review and analysis for monthly operating report for January	1.00
1.6	2/17/2025	Morgan Cortens	Updates to January MOR	0.80
1.6	2/18/2025	Danny Ramljak	Prepare January 2025 Monthly Operating Report	1.10
1.6	2/20/2025	Danny Ramljak	Finalize January 2025 MOR for submission	0.70
Total				28.70



Invoice # CINV-070386; CINV-079571
 Re: Prepare for and Attend Court Hearings

Matter Code	Date	Professional	Description of Services	Hours
1.7	12/9/2024	Ross Mishkin	Detailed review of reports for Trial Prep	2.00
1.7	12/9/2024	Ron Van Epps	Prepare for and participate in meeting with Hunton regarding testimony preparation	1.20
1.7	12/10/2024	Ross Mishkin	Prepare for and participate in meeting with Hunton regarding trial preparation	1.00
1.7	12/10/2024	Ross Mishkin	Detailed document review regarding trial preparation	2.10
1.7	12/10/2024	Ron Van Epps	Prepare for testimony at hearing	2.20
1.7	12/11/2024	Ross Mishkin	Preparation for trial	2.00
1.7	12/11/2024	Brett Blum	Prepare for and participate in call to prepare Ron Van Epps for resolute settlement hearing	0.80
1.7	12/11/2024	Ron Van Epps	Prepare for and participate in call to prepare Brett Blums for resolute settlement hearing	0.80
1.7	12/11/2024	Ron Van Epps	Prepare for testimony at hearing	1.70
1.7	12/12/2024	Ross Mishkin	Preparation for trial	1.80
1.7	12/12/2024	Ron Van Epps	Document review for testimony preparation	1.00
1.7	12/13/2024	Ross Mishkin	Preparation for trial	3.20
1.7	12/14/2024	Ross Mishkin	Meeting with B. Blum to discuss hearing preparation	0.30
1.7	12/14/2024	Brett Blum	Meeting with R. Mishkin to discuss hearing preparation	0.30
1.7	12/15/2024	Ron Van Epps	Call with Tyler Brown regarding hearing preparation	1.20
1.7	12/15/2024	Ron Van Epps	Preparation for hearing	3.30
1.7	12/16/2024	Ron Van Epps	Follow-up discussion regarding hearing	1.00
1.7	12/16/2024	Ron Van Epps	Attend and testify at hearing	6.50
1.7	1/7/2025	Ron Van Epps	Mediation preparation	1.40
1.7	1/10/2025	Ron Van Epps	Mediation preparation	0.80
1.7	1/14/2025	Ron Van Epps	Prepare for mediation	0.70
1.7	1/17/2025	Ron Van Epps	Call with mediator regarding review of mediation statement	1.00
1.7	1/21/2025	Ron Van Epps	Preparation for mediation	2.60
1.7	1/22/2025	Ron Van Epps	Attend mediation	8.00
Total				46.90



Invoice # CINV-081855

Re: eDiscovery

Matter Code	Date	Professional	Description of Services	Hours
1.8	2/13/2025	Ron Van Epps	Detailed review of documents	1.50
		Total		1.50



Invoice # CINV-077286; CINV-079571; CINV-081855

Re: Fee Statements and Fee Applications

Matter Code	Date	Professional	Description of Services	Hours
1.9	12/18/2024	Morgan Cortens	Analysis of November Fee Statement	2.90
1.9	12/18/2024	Danny Ramljak	Review and comment of November Fee Statement	0.30
1.9	12/19/2024	Morgan Cortens	Analysis of November Fee Statement	2.60
1.9	12/23/2024	Morgan Cortens	Analysis of November Fee Statement	1.00
1.9	1/8/2025	Danny Ramljak	Analysis of fee statement for Second Fee Application and correspondence regarding the same	0.70
1.9	1/8/2025	Danny Ramljak	Analysis of time entries for December Fee Statement	0.20
1.9	1/9/2025	Morgan Cortens	Detailed analysis and preparation of Stout's Second Fee Application	3.20
1.9	1/10/2025	Danny Ramljak	Prepare and detailed review of Second Interim Fee Application	2.20
1.9	1/10/2025	Morgan Cortens	Detailed analysis and preparation of Stout's Second Fee Application	1.40
1.9	1/10/2025	Ron Van Epps	Detailed review of Second Fee Application	0.90
1.9	1/13/2025	Danny Ramljak	Prepare for and participate in Stout call regarding Second Fee App	0.60
1.9	1/13/2025	Morgan Cortens	Updates to Stouts Second Fee Application	0.20
1.9	1/13/2025	Morgan Cortens	Prepare for and participate in Stout call regarding Second Fee App	0.60
1.9	1/13/2025	Ron Van Epps	Prepare for and participate in Stout call regarding Second Fee App	0.60
1.9	1/13/2025	Ron Van Epps	Detailed review of Second Fee Application	0.40
1.9	1/14/2025	Danny Ramljak	Work on December fee statement and billings for September through November Fee Statements	0.30
1.9	1/14/2025	Danny Ramljak	Incorporation of Counsel comments for second interim fee application	1.70
1.9	1/14/2025	Morgan Cortens	Updates to Stouts Second Fee Application	0.80
1.9	1/15/2025	Morgan Cortens	Analysis of December Fee Statement	1.20
1.9	1/16/2025	Morgan Cortens	Analysis of December Fee Statement	0.90
1.9	1/21/2025	Danny Ramljak	Detailed review and comment on December Fee Statement	1.00
1.9	1/21/2025	Morgan Cortens	Updates to December Fee Statement	0.80
1.9	2/11/2025	Danny Ramljak	Pull & verify January times entries for fee statement	0.30
1.9	2/14/2025	Morgan Cortens	Analysis of January Fee Statement	2.20
1.9	2/17/2025	Danny Ramljak	Analysis regarding professional fees incurred	0.50
1.9	2/17/2025	Morgan Cortens	Analysis of January Fee Statement	1.40
1.9	2/18/2025	Danny Ramljak	Review and comment on January monthly fee statement	0.40
1.9	2/18/2025	Morgan Cortens	Updates to January Fee Statement	1.60
Total				30.90

STOUT RISIUS ROSS, LLC

Exhibit C

Certification of Ronald Van Epps

In re:

Debtor.

:
 : **Chapter 11**
 :
 :
 : **Case No. 24-32428 (KLP)**
 :
 :
 :
 :
 :

I, Ronald Van Epps, declare under the penalty of perjury as follows:

2. I have reviewed the *Third Interim Fee Application of Stout Risius Ross, LLC, Financial Advisor to the Debtor for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses for the Period December 1, 2024 through February 28, 2025* (the “Application”).

a) I have read the Application;

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- c) The fees and disbursements sought are billed at rates and in accordance with practices customarily employed by Stout and are generally accepted by Stout's clients; and
- d) In providing reimbursable services, Stout does not make a profit on such service, whether the service is performed by Stouts in-house or through a third party.

4. To the best of my knowledge, information and belief formed after reasonable inquiry, the Application complies with UST Guidelines.

5. I certify, under penalty of perjury, that the foregoing statements made by me are true to the best of my knowledge, information and belief.

Dated: April 14, 2025

/s/ Ronald Van Epps
Ronald Van Epps
Managing Director

STOUT RISIUS ROSS, LLC

Exhibit D

Proposed Order Awarding Stout Professional Fees and Expenses

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

:
: **Chapter 11**
:
: **Case No. 24-32428 (KLP)**
:
:
:
:

**ORDER GRANTING THIRD INTERIM FEE APPLICATION OF
STOUT RISIUS ROSS, LLC, FINANCIAL ADVISOR TO THE DEBTOR,
FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED DURING THE
PERIOD DECEMBER 1, 2024 THROUGH AND INCLUDING FEBRUARY 28, 2025**

Upon the fee application (the “Application”)¹ of Stout Risius Ross, LLC (“Stout”), as financial advisor to Hopeman Brothers, Inc., as debtor and debtor in possession (the “Debtor”), for entry of an order (this “Order”): (a) awarding Stout compensation for professional services provided in the amount of **\$111,245.26** during December 1, 2024 through and including February 28, 2025 (the “Third Interim Application Period”); (b) authorizing and directing the Debtor to remit payment to Stout for such fees; and (c) granting such other relief as is appropriate under the circumstances, all as more fully set forth in the Application; and the Court having jurisdiction over the Application; and due and adequate notice of the Application having been given pursuant to the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules; and the Court having read and considered the Application; objections to the Application, if any, and arguments of counsel, if any;

¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Application.

and any objections to the Application having been resolved or overruled; and after due deliberation and for good cause shown, it is HEREBY ORDERED THAT:

1. The Application is granted as set forth herein.
2. Stout is allowed interim compensation in the amount of **\$111,245.26** for compensation of professional services rendered during the Third Interim Application Period, as requested in the Application.
3. The Debtor is hereby authorized and directed to pay to Stout all outstanding fees in the amount of **\$111,245.26** as allowed pursuant to this Order.
4. The Debtor is authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.
5. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.
6. This Order shall be effective immediately upon entry.

Dated: _____, 2025

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Henry P. (Toby) Long, III

Tyler P. Brown (VSB No. 28072)
Henry P. (Toby) Long, III (VSB No. 75134)
HUNTON ANDREWS KURTH LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Richmond, Virginia 23219
Telephone: (804) 788-8200
Facsimile: (804) 788-8218
Email: tpbrown@HuntonAK.com
hlong@HuntonAK.com

- and -

Joseph P. Rovira (admitted *pro hac vice*)
Catherine A. Rankin (admitted *pro hac vice*)
HUNTON ANDREWS KURTH LLP
600 Travis Street, Suite 4200
Houston, TX 77002
Telephone: (713) 220-4200
Facsimile: (713) 220-4285
Email: josephrovira@HuntonAK.com
crankin@HuntonAK.com

Counsel for the Debtor and Debtor in Possession

**CERTIFICATION OF ENDORSEMENT
UNDER LOCAL BANKRUPTCY RULE 9022-1(C)**

I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Henry P. (Toby) Long, III
Henry P. (Toby) Long, III

EXHIBIT E

CAPLIN & DRYSDALE, CHARTERED

Kevin C. Maclay (admitted *pro hac vice*)
Todd E. Phillips (admitted *pro hac vice*)
Jeffrey A. Liesemer (VSB No. 35918)
Nathaniel R. Miller (admitted *pro hac vice*)
1200 New Hampshire Avenue NW, 8th Floor
Washington, DC 20036
Telephone: (202) 862-5000

*Counsel for the Official
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**SUMMARY OF THIRD INTERIM APPLICATION OF
CAPLIN & DRYSDALE, CHARTERED FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD FROM DECEMBER 1, 2024, THROUGH FEBRUARY 28, 2025**

Name of Applicant:	Caplin & Drysdale, Chartered
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Petition Date:	June 30, 2024
Date of Retention:	Order entered September 12, 2024, effective as of July 22, 2024
Period for which Compensation and Reimbursement are sought:	December 1, 2024, through February 28, 2025
Amount of Compensation sought as actual, reasonable and necessary:	<u>\$622,402.75</u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<u>\$11,146.06</u>



Total compensation approved by interim order to date:	<u>\$1,884,852.75</u>
Total expenses approved by interim order to date:	<u>\$49,886.00</u>
Blended rate in this interim Application for all attorneys:	<u>\$1,113.56</u>
Blended rate in this interim Application for all timekeepers:	<u>\$1,090.98</u>
Compensation sought in this interim Application already paid pursuant to the interim compensation order but not yet allowed:	<u>\$0.00</u>
Expenses sought in this interim Application already paid pursuant to the interim compensation order but not yet allowed:	<u>\$0.00</u>
Number of professionals included in this interim Application:	<u>11</u>
If applicable, number of professionals in this interim Application not included in staffing plan approved by client:	N/A
If applicable, difference between fees budgeted and compensation sought during the Fee Period:	N/A
Number of professionals billing fewer than 15 hours to the case during the Fee Period:	<u>7</u>

CAPLIN & DRYSDALE, CHARTERED

Kevin C. Maclay (admitted *pro hac vice*)
Todd E. Phillips (admitted *pro hac vice*)
Jeffrey A. Liesemer (VSB No. 35918)
Nathaniel R. Miller (admitted *pro hac vice*)
1200 New Hampshire Avenue NW, 8th Floor
Washington, DC 20036
Telephone: (202) 862-5000

*Counsel for the Official
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**THIRD INTERIM APPLICATION OF
CAPLIN & DRYSDALE, CHARTERED FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR
THE PERIOD FROM DECEMBER 1, 2024, THROUGH FEBRUARY 28, 2025**

Caplin & Drysdale, Chartered (“**Caplin**”), counsel to the Official Committee of Unsecured Creditors (the “**Committee**”), submits this application (the “**Application**”) for interim allowance of compensation for professional services rendered to the Committee for the period from December 1, 2024, through February 28, 2025 (the “**Application Period**”), and reimbursement of actual and necessary expenses incurred by Caplin during the Application Period 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 Procedure for the United States Bankruptcy Court of the Eastern District of Virginia (the “**Local Rules**”), and the *Order (I) Establishing Procedures for*

Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief entered on September 9, 2024 [Docket No. 162] (the “**Interim Compensation Order**”). In support of this Application, Caplin represents as follows:

JURISDICTION AND BASIS FOR RELIEF

1. This Court has subject-matter jurisdiction to hear and decide this Application under 28 U.S.C. §§ 157(a) and 1334(b) and the Standing Order of Reference from the United States District Court for the Eastern District of Virginia, dated August 15, 1984. This matter is a core proceeding under 28 U.S.C. § 157(b), and this Court has authority to adjudicate this Application consistent with Article III of the United States Constitution.

2. The bases for the relief requested herein are sections 330, 331, 503(b)(2), and 507(a)(2) of the Bankruptcy Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, Rule 2016-1 of the Local Rules, and the Interim Compensation Order.

BACKGROUND

3. On June 30, 2024, the Debtor filed a petition for relief under chapter 11 of the Bankruptcy Code, commencing the above-captioned chapter 11 case (the “**Chapter 11 Case**”). The largest creditor constituency in the Chapter 11 Case consists of holders of claims for personal injury or wrongful death arising from exposure to asbestos or asbestos-containing products.

4. On July 22, 2024, the Office of the United States Trustee for Region 4 notified the Court that, pursuant to 11 U.S.C. § 1102, it had appointed the Committee. [Docket No. 69].

5. On September 9, 2024, the Court entered the Interim Compensation Order, which approved the compensation procedures set forth therein (the “**Compensation Procedures**”).

6. On September 12, 2024, the Court entered the Order Authorizing the Retention and Employment of Caplin & Drysdale, Chartered as Counsel to the Official Committee of Unsecured Creditors, Effective *Nunc Pro Tunc* as of July 22, 2024 [Docket No. 202].

7. Pursuant to the Compensation Procedures, professionals retained in this case are authorized to file monthly fee statements and serve such statements on the Notice Parties (as defined in the Compensation Procedures). Provided that no objection to a monthly fee statement is timely filed, the Debtor is authorized to pay such professional an amount equal to eighty percent (80%) of the fees and one-hundred percent (100%) of the expenses requested in such monthly fee statement.

8. Additionally, pursuant to the Compensation Procedures, beginning with the period ending on August 31, 2024, and at three-month intervals thereafter, professionals retained in this case are authorized to file interim fee applications with the Court. The Compensation Procedures provide that the first interim fee application should cover the period from the Petition Date through and including August 31, 2024.

9. The Compensation Procedures also provide that all Retained Professionals (as defined in the Compensation Procedures), to the extent applicable, shall make reasonable efforts to comply with the U.S. Trustee's requests for information and additional disclosures set forth in 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* (the "**Appendix B Guidelines**") in connection with the interim and final fee applications filed in this case.

RELIEF REQUESTED

10. Caplin submits this Application (a) for interim allowance of reasonable compensation for the actual, reasonable and necessary professional services that it has rendered as counsel to the Committee in this case for the period from December 1, 2024, through February 28, 2025, and (b) for reimbursement of actual, reasonable and necessary expenses incurred during that same period. For the period covered by this Application, Caplin seeks fees for services rendered in the amount of \$622,402.75 and reasonable and necessary expenses totaling \$11,146.06.

11. The Application is supported by the following Exhibits, which are attached hereto and patterned on the Appendix B Guidelines:

- **Exhibit A** is a contains a summary schedule of the time expended by Caplin’s attorneys and paraprofessionals during the Application Period.
- **Exhibit B** contains a summary schedule of hours and fees covered by this Application, categorized by project code.
- **Exhibit C** is a summary of the expenses incurred by Caplin during the Application Period.
- **Exhibit D** contains a disclosure of “customary and comparable compensation” charged by Caplin’s professionals and paraprofessionals. As requested in the Appendix B Guidelines, Exhibit D provides a summary of the blended hourly rates of the timekeepers (segregated by rank) included in this Application compared to the blended hourly rates for similar non-bankruptcy domestic timekeepers.
- **Exhibit E** contains the monthly fee statements (the “**Monthly Statements**”) served by Caplin during the Application Period.

BASIS FOR RELIEF REQUESTED

12. During the Application Period, Caplin provided numerous services to the Committee, including but not limited to (i) negotiating an initial term sheet with the Debtor that related to the Debtor’s proposed settlements with the Chubb Insurers and the Certain Settling Insurers and to a potential § 524(g) plan; (ii) participating in a mediation related to the Debtor’s proposed settlement with the Chubb Insurers and the terms of a potential § 524(g) plan, which resulted in a negotiated term sheet for a § 524(g) plan with the Debtor and Huntington Ingalls Industries, Inc.; (iii) staying and later dismissing the appeal from the second interim stay order; (iv) litigating and researching contested issues relating to the Debtor’s motion to approve the proposed settlement agreement with the Certain Settling Insurers and the agreed order continuing deadlines as to the Debtor’s motion to approve the proposed settlement agreement with the Chubb Insurers; (v) participating in conferences with the Debtor and other professionals regarding contested issues; (vi) reviewing and analyzing materials related to the Committee’s application to

retain NERA Economic Consulting, Inc. as the Committee's insurance allocation expert; (vii) communicating with co-counsel as well as the Committee and the Committee's co-chairs about case strategy and respective tasks; (viii) preparing and reviewing its own monthly and interim fee requests and reviewing the monthly and interim fee requests of other Committee professionals; (ix) working and communicating with other Committee professionals on issues related to their respective areas of expertise; (x) preparing for and attending status conferences and hearings on various matters on behalf of the Committee; and (xi) meeting with and advising the Committee on these and other issues, and responding to Committee inquiries.

13. Pursuant to the terms of the Interim Compensation Order, Caplin filed and served Monthly Statements as follows:

Period Covered by Monthly Statement	Total Fees	Total Expenses	Date Served [Docket No.]	Objection Deadline	Fees Received (80%)	Expenses Received (100%)
12/1/2024-12/31/2024	\$129,292.75	\$4,291.37	2/11/2025 [Docket No. 556]	2/25/2025	\$0.00	\$0.00
1/1/2025-1/31/2025	\$264,924.00	\$2,018.34	3/4/2025 [Docket No. 603]	3/18/2025	\$0.00	\$0.00
2/1/2025-2/28/2025	\$228,186.00	\$4,836.35	4/7/2025 [Docket No. 647]	4/21/2025	\$0.00	\$0.00

14. The time and expense detail related to this Application is attached hereto as **Exhibit E**. The fees charged by Caplin in this Chapter 11 Case are billed in accordance with its existing billing rates and procedures in effect during the Application Period. Caplin believes that the time and expense entries included in Exhibit E are in compliance with the requirements of Local Rule 2016-1.

15. During the Application Period, Caplin received no payment and no promises of payment from any source for services rendered or to be rendered in any capacity whatsoever with

respect to the matters covered by this Application. There is no agreement or understanding between Caplin and any other person, other than the members of Caplin, for the sharing of compensation to be received for services rendered in this Chapter 11 Case.

LEGAL BASIS FOR REQUESTED RELIEF

16. Under 11 U.S.C. § 330(a)(1), the Court may award reasonable compensation for actual, necessary services rendered by professionals employed by the Committee, including attorneys and paralegals employed by such attorneys based on the nature, extent, and value of the services rendered; time spent on such services; and the cost of comparable services other than in a bankruptcy case. The Court may also award reimbursement for actual, necessary expenses. *Id.*

17. Section 330(a)(3) provides:

In determining the amount of reasonable compensation to be awarded to an examiner, trustee under chapter 11, or professional person, the court shall consider the nature, the 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.

18. The professional services performed by Caplin were necessary and appropriate to the administration of this Chapter 11 Case and were performed in the most expeditious and

economical manner possible. Compensation for these services as requested is commensurate with the complexity, importance, and nature of the problems, issues, or tasks involved. Further, the professionals at Caplin have coordinated their activities with Committee's other professionals to avoid undue duplication of effort on behalf of the Committee in the case whenever possible.

19. In accordance with 11 U.S.C. § 504 and Bankruptcy Rule 2016(a), there is no agreement or understanding between Caplin and any other person, other than the members of Caplin, for the sharing of compensation to be received for services rendered in this Chapter 11 Case.

20. No agreement or understanding prohibited by 18 U.S.C. § 155 has been or will be made by Caplin.

STATEMENT PURSUANT TO APPENDIX B GUIDELINES

21. The following is provided in response to the questions set forth in ¶ C.5 of the Appendix B Guidelines:

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period?

Response: No, Caplin did not vary its standard or customary billing rates, fees, or terms for services pertaining to this engagement.

Question: If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Response: Not applicable.

Question: Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

Response: No.

Question: Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billed records that would not be compensable outside of bankruptcy and does

not include reasonable fees for preparing a fee application.) If so, please quantify by hours and fees.

Response: The fees reflected in billing code number .07, titled Fee Applications-Self, relate to Caplin's preparation of fee applications as well as review and revision of its invoices.

Question: Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information?

Response: Yes, in connection with the review of the monthly time records for submission of the monthly fee applications, Caplin reviewed the time detail for privileged or confidential information.

Question: Does this fee application include rate increases since retention?

Response: Yes.

Question: Did the client agree when retaining Caplin to accept all future rate increases? If not, did Caplin inform the client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?

Response: The client was notified at the outset of the engagement that Caplin's hourly rates are reviewed and revised generally on January 1st of each year.

NOTICE

22. Notice of this Application has been provided in accordance with the terms of the Interim Compensation Order. Caplin submits that no other or further notice need be provided.

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CONCLUSION

23. WHEREFORE, Caplin respectfully requests that the Court enter an Order (a) approving this Application and allowing on an interim basis Caplin's request for \$622,402.75 in fees and reimbursement of \$11,146.06 in expenses for the Application Period; (b) authorizing and directing the Debtor to pay the as-yet unpaid balances for the Application Period; and (c) granting such other and further relief as the Court deems just and proper.

Dated: April 17, 2025

/s/ Jeffrey A. Liesemer

Kevin C. Maclay (admitted *pro hac vice*)

Todd E. Phillips (admitted *pro hac vice*)

Jeffrey A. Liesemer (VSB No. 35918)

Nathaniel R. Miller (admitted *pro hac vice*)

CAPLIN & DRYSDALE, CHARTERED

1200 New Hampshire Avenue NW, 8th Floor

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Counsel for the Official

Committee of Unsecured Creditors

CAPLIN & DRYSDALE, CHARTERED

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Nathaniel R. Miller (admitted *pro hac vice*)
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Washington, DC 20036
Telephone: (202) 862-5000

*Counsel for the Official
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**ORDER GRANTING THIRD INTERIM APPLICATION OF
CAPLIN & DRYSDALE, CHARTERED FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR
THE PERIOD FROM DECEMBER 1, 2024, THROUGH FEBRUARY 28, 2025**

Upon consideration of the Third Interim Application (the “**Application**”)¹ of Caplin & Drysdale, Chartered (“**Caplin**”), counsel for the Official Committee of Unsecured Creditors, for the period from December 1, 2024, through February 28, 2025 (the “**Application Period**”); and the Court having reviewed the Application and the Monthly Statements that were served by Caplin, and finding that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, and determining that proper and adequate notice has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor,

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

IT IS HEREBY ORDERED as follows:

1. The Application is GRANTED.
2. Caplin is hereby granted allowance of compensation for professional services in the amount of \$622,402.75 and reimbursement of actual and necessary expenses in the amount of \$11,146.06 as requested in the Application.
3. The Debtor is hereby authorized and directed to remit to Caplin the full amount of the fees and expenses set forth in paragraph 2 of this Order less any amounts previously paid to Caplin on account of monthly fee statements filed during the Application Period.
4. The Debtor is authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.
5. The Court shall retain jurisdiction to hear and determine all matters arising from the entry of the within Order, including the interpretation, implementation, or enforcement of the within Order.
6. This Order shall be immediately effective and enforceable upon its entry.

Dated: _____, 2025
Richmond, Virginia

HONORABLE KEITH L. PHILLIPS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Jeffrey A. Liesemer

Kevin C. Maclay (admitted *pro hac vice*)
Todd E. Phillips (admitted *pro hac vice*)
Jeffrey A. Liesemer (VSB No. 35918)
Nathaniel R. Miller (admitted *pro hac vice*)
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jliesemer@capdale.com
nmiller@capdale.com

*Counsel for the Official
Committee of Unsecured Creditors*

**CERTIFICATION OF ENDORSEMENT
UNDER LOCAL BANKRUPTCY RULE 9022-1(C)**

I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Jeffrey A. Liesemer

EXHIBIT A

SUMMARY OF FEES BY PROFESSIONAL¹

DECEMBER 1, 2024, THROUGH FEBRUARY 28, 2025

COMPENSATION BY PROFESSIONAL				
NAME OF PROFESSIONAL	POSITION / ADMISSION DATE / DEPARTMENT	HOURLY BILLING RATE	TOTAL HOURS	TOTAL COMPENSATION
Ann C. McMillan	Member / 1984 / Bankruptcy	\$1,125	0.7	\$787.50
Ann C. McMillan	Member / 1984 / Bankruptcy	\$1,200	5.2	\$6,240.00
Kevin C. Maclay	Member / 1994 / Bankruptcy	\$1,750	1.8	\$3,150.00
Kevin C. Maclay	Member / 1994 / Bankruptcy	\$1,970	5.6	\$11,032.00
Todd E. Phillips	Member / 2005 / Bankruptcy	\$727.50	4.0	\$2,910.00
Todd E. Phillips	Member / 2005 / Bankruptcy	\$1,295	20.0	\$25,900.00
Todd E. Phillips	Member / 2005 / Bankruptcy	\$1,455	83.3	\$121,201.50
Jeffrey A. Liesemer	Member / 1993 / Bankruptcy	\$675	1.9	\$1,282.50
Jeffrey A. Liesemer	Member / 1993 / Bankruptcy	\$760	6.0	\$4,560.00
Jeffrey A. Liesemer	Member / 1993 / Bankruptcy	\$1,350	42.7	\$57,645.00
Jeffrey A. Liesemer	Member / 1993 / Bankruptcy	\$1,520	106.0	\$161,120.00
James P. Wehner	Member / 1995 / Bankruptcy	\$1,520	3.1	\$4,712.00
Nathaniel R. Miller	Of Counsel / 2016 / Bankruptcy	\$405	6.4	\$2,592.00
Nathaniel R. Miller	Of Counsel / 2016 / Bankruptcy	\$810	174.5	\$141,345.00
Katy C. Zende	Of Counsel / 2017 / Bankruptcy	\$760	10.5	\$7,980.00
Jeanna Rickards Koski	Of Counsel / 2004 / Bankruptcy	\$955	13.8	\$13,179.00
Nathaniel R. Miller	Associate / 2016 / Bankruptcy	\$367.50	3.1	\$1,139.25
Nathaniel R. Miller	Associate / 2016 / Bankruptcy	\$735.00	51.9	\$38,146.50
Matthew E. Beckerman	Associate / 2022 / Bankruptcy	\$550.00	4.6	\$2,530.00
Ariel K. Hayes	Associate / 2023 / Bankruptcy	\$550.00	0.8	\$440.00
Cecilia Guerrero	Paralegal / N/A / Bankruptcy	\$540.00	2.3	\$1,242.00
Cecilia Guerrero	Paralegal / N/A / Bankruptcy	\$595.00	22.3	\$13,268.50
TOTAL			570.5	\$622,402.75

¹ Nonworking travel time is billed at one-half of the professional's usual hourly rate.

EXHIBIT B

SUMMARY OF FEES BY PROJECT CATEGORY

DECEMBER 1, 2024, THROUGH FEBRUARY 28, 2025

PROJECT CATEGORY	HOURS	FEES
(.01) Asset Analysis & Recovery	0.0	\$0.00
(.02) Asset Disposition	0.0	\$0.00
(.03) Business Operations	1.0	\$874.50
(.04) Case Administration & Calendar Control	2.0	\$1,233.00
(.05) Claims Administration & Objections	0.0	\$0.00
(.06) Employee Benefits/Pensions	0.0	\$0.00
(.07) Fee Applications - Self	16.2	\$15,400.00
(.08) Objections - Fee/Retention Applications	0.0	\$0.00
(.09) Financing	0.0	\$0.00
(.10) Litigation	282.3	\$310,385.00
(.11) Plan & Disclosure Statement	166.2	\$189,864.50
(.12) Relief from Stay Proceedings	0.0	\$0.00
(.13) Tax Issues	0.0	\$0.00
(.15) Committee Meetings/Conferences	61.5	\$75,244.00
(.16) Travel	21.4	\$12,483.75
(.17) Docket Review & File Maintenance	2.2	\$1,309.00
(.18) Fee Applications - Others	15.4	\$13,669.50
(.19) Retention Applications - Others	2.3	\$1,939.50
(.20) Retention Applications - Self	0.0	\$0.00
(.21) Fee Auditor	0.0	\$0.00
TOTAL	570.5	\$622,402.75

EXHIBIT C

SUMMARY OF EXPENSES INCURRED DURING THE FEE PERIOD

EXPENSE CATEGORY	AMOUNT
Court Reporter Transcript Services	\$400.35
Database Research	\$1,105.79
PACER Service	\$74.20
Photocopies	\$473.13
Travel	\$9,092.59
TOTAL	\$11,146.06

EXHIBIT D

CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURE

CATEGORY OF TIMEKEEPER	BLENDED HOURLY RATE FOR PRECEDING YEAR, EXCLUDING BANKRUPTCY (DC OFFICE)	BLENDED HOURLY RATE DURING THE APPLICATION PERIOD
Member	\$851.55	\$1,428.97
Of Counsel	\$632.75	\$804.56
Associate	\$447.24	\$699.60
Paralegal	\$402.54	\$589.86

EXHIBIT E

CAPLIN & DRYSDALE

1200 New Hampshire Avenue NW 8th Floor
Washington, DC 20036

Telephone: (202) 862-5000

Federal Tax I.D. No.: 52-1226629

www.capdale.com

Fax: (202) 429-3301

Official Committee of Unsecured Creditors of Hopeman Brothers, Inc.

Invoice #: 359441

Page: 1

RE: Hopeman Brothers, Inc. bankruptcy

For Professional Services Rendered Through December 31, 2024

Total Services	\$129,292.75
Total Disbursements	\$4,291.37
Total Current Charges	\$133,584.12

Remittance Advice

[Payment is due upon receipt. If you should have any questions, please email accounting@capdale.com.](mailto:accounting@capdale.com)

Check Payable To:

Caplin & Drysdale, Chartered
Attn: Accounts Receivable
1200 New Hampshire Avenue NW 8th Floor
Washington, DC 20036

Wire Transfer:

Receiving Bank: Bank of America
ABA Wire Routing Number: 026009593
ABA ACH Routing Number: 054001204
Swift Code: BOFAUS3N
Beneficiary: Caplin & Drysdale, Chartered
Account Number: 001920814809

Credit Card:

We accept all major card companies. A service fee of 2.4% for Corporate Cards and 2.95% for Individual Cards will be added to all payments.

Please return this remittance page with your payment. Thank you.

CAPLIN & DRYSDALE

1200 New Hampshire Avenue NW 8th Floor
Washington, DC 20036

Telephone: (202) 862-5000

Federal Tax I.D. No.: 52-1226629

www.capdale.com

Fax: (202) 429-3301

Official Committee of Unsecured Creditors of Hopeman Brothers, Inc.

February 04, 2025

Invoice #: 359441

Page: 1

RE: Hopeman Brothers, Inc. bankruptcy

For Professional Services Rendered Through December 31, 2024

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.07 Fee Applications-Self					
12/8/2024	TEP	Communications w/ JAG re monthly fee application.	0.3	\$1,295.00	\$388.50
Total			0.30		\$388.50
.10 Litigation					
12/1/2024	JAL	Teleconference w/ TEP re term sheet (.3); correspond w/ KCM and TEP re same (.1); communications w/ Debtor's counsel re same (.2).	0.6	\$1,350.00	\$810.00
12/1/2024	TEP	Teleconference w/ JAL re term sheet status.	0.3	\$1,295.00	\$388.50
12/2/2024	TEP	Communications w/ NRM and JAG re 524(g) materials for Debtor.	0.2	\$1,295.00	\$259.00
12/2/2024	NRM	Research re plan issues (.3); correspond w/ JAG re same (.1); review correspondence from JAG and TEP re same (.1); confer w/ CG re draft objection to insurance settlement motions (.3).	0.8	\$735.00	\$588.00
12/2/2024	CG	Confer w/ NRM re draft objection to insurance settlement motions.	0.3	\$540.00	\$162.00
12/3/2024	JAL	Confer w/ NRM re appeal issues (.2); review correspondence from TEP and M. Berkin re case status (.1); review and revise draft agreed order (2.2); review and revise joint motion for mediation (1.4).	3.9	\$1,350.00	\$5,265.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
12/3/2024	TEP	Communications w/ JPW re case status and next steps (.2); confer w/ C. Tully re case status and next steps (.1); review C. Tully and M. Berkin communications re same (.2); review J. Rovira communication re mediation and various case issues (.1); communications w/ KCM, JAL, and NRM re same (.2); communicate w/ KCM re same (.1); conferences w/ NRM re same (.2); review draft motion and stipulation (.1); review D. Cox communication re revisions to stipulation and motion and communicate w/ KCM, JAL, and NRM re same (.1); review JAL revisions to stipulation and communications w/ KCM, JAL, and NRM re same (.2).	1.5	\$1,295.00	\$1,942.50
12/3/2024	NRM	Confer w/ JAL re appeal issues (.2); research re same (.3); draft sections of joint motion to defer briefing (.8); review and revise draft agreed order (.4); review revisions from JAL re same (.2); review correspondence from D. Cox and B. Nes re same (.1); review and revise mediation order (.4); research re same (.9); communications w/ JAL, TEP, and KCM re same (.3); confer w/ TEP re same (multiple) (.2); communicate w/ TEP and KCM re same (.1).	3.9	\$735.00	\$2,866.50
12/4/2024	JAL	Review and revise draft agreed order for continuance (.3); review and revise draft mediation motion and order (.6); communications w/ B. Edwards, B. Nes, J. Raskin, and D. Cox re revised mediation motion (.3); correspond w/ TEP, KCM, and NRM re case status and next steps (.3); teleconference w/ D. Cox, J. Raskin, B. Nes, and NRM re same (.3); communications w/ Debtor's counsel re proposed agreed order and draft mediation motion (.7); correspond w/ D. Cox and TEP re same (.3); review and revise draft motion to defer appellate proceedings (.8).	3.6	\$1,350.00	\$4,860.00
12/4/2024	TEP	Review JAL revisions to mediation motion and communications w/ KCM, JAL, and NRM re same (.2); review co-counsel communications re same (.2).	0.4	\$1,295.00	\$518.00
12/4/2024	NRM	Review correspondence from TEP re agreed order (.1); communications w/ TEP, JAL, and KCM re same (.1); review correspondence from T. Branham re same (.1); review revisions to mediation order (.1); confer w/ JAL, D. Cox, J. Raskin, and B. Nes re term sheet and next steps (.3); correspond w/ KCZ, JAL, and JPW re confidentiality issues (.1); draft joint motion to stay briefing deadlines (3.1).	3.9	\$735.00	\$2,866.50

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
12/5/2024	JAL	Teleconference w/ NRM re appellate issues (.1); draft and revise correspondence to creditor groups re term sheet and proposed agreed order for continuance (2.2); teleconference w/ KCM re developments and next steps (.2).	2.5	\$1,350.00	\$3,375.00
12/5/2024	KCM	Teleconference w/ JAL re scheduling order issues.	0.2	\$1,750.00	\$350.00
12/5/2024	TEP	Review J. Rovira communications re stip and mediation motion (.1); communications w/ KCM, JAL, and NRM re appeal status (.1); communicate w/ JAL re same (.1).	0.3	\$1,295.00	\$388.50
12/5/2024	NRM	Review and revise unopposed motion to district court (.5); confer w/ JAL re same (.1); research re same (.9); correspond w/ JAL re same (.1); review correspondence from JAL to creditor groups re draft agreed order (.2); correspond w/ KCM, JAL, and TEP re same (.2); review correspondence from JAL re district court appeal (.1); correspond w/ KCM, JAL, and TEP re same (.1); review correspondence from J. Rovira re mediation motion and agreed order (.1).	2.3	\$735.00	\$1,690.50
12/6/2024	JAL	Review and revise correspondence to objecting creditors re term sheet and proposed agreed order (1.6); review and revise draft papers re stay appeal (2.1); communicate w/ KCM re next steps (.1); teleconference w/ KCM and TEP re agreed order and related tasks (.5); correspond w/ J. Rovira re creditor endorsements for proposed agreed order (.3); correspond w/ KCM, JPW, KCZ, and T. Brown re Austin deposition (.2).	4.8	\$1,350.00	\$6,480.00
12/6/2024	KCM	Teleconference w/ TEP and JAL re agreed order and related tasks.	0.5	\$1,750.00	\$875.00
12/6/2024	TEP	Communications w/ KCM, JAL, and NRM re stip/mediation communication (.1); confer w/ KCM and JAL re agreed order and next steps (.5); review JAL, E. Sieg, and J. Rovira communications re same (.1).	0.7	\$1,295.00	\$906.50
12/6/2024	NRM	Review correspondence from JAL re agreed order (.1); communications w/ KCM, JAL, and TEP re same (.2).	0.3	\$735.00	\$220.50
12/8/2024	JAL	Teleconference w/ KCM re developments and next steps.	0.2	\$1,350.00	\$270.00
12/8/2024	KCM	Plan/prepare re hearing (.4); teleconference w/ JAL re hearing issues (.2).	0.6	\$1,750.00	\$1,050.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
12/9/2024	JAL	Correspond w/ KCM, TEP, and NRM re stay issues and correspondence to T. Brown and J. Rovira re same (.4); review and revise draft appeal stipulation (1.1); teleconference w/ TEP re developments and next steps (.3); correspond w/ TEP and NRM re stay appeal (.2); correspondence to D. Cox, J. Raskin, B. Nes, and B. Edwards re developments (.1); teleconference w/ NRM re stay appeal (.1); correspond w/ D. Cox re prep and logistics for upcoming hearing (.3).	2.5	\$1,350.00	\$3,375.00
12/9/2024	TEP	Conferences w/ NRM re motion for stay (.2); review same (.1); teleconference w/ JAL re next steps (.3).	0.6	\$1,295.00	\$777.00
12/9/2024	NRM	Communications w/ JAL, TEP, and KCM re district court appeal (.1); confer w/ TEP re same (multiple) (.2); confer w/ JAL re same (.1); communications w/ JAL re same (.2); communications w/ KCM, TEP, and JAL re same (.1); review and revise unopposed motion to defer briefing (.8); correspond w/ CG re same (.1); correspond w/ JAL, TEP, and KCM re stipulation (.2).	1.8	\$735.00	\$1,323.00
12/10/2024	JAL	Correspond w/ TEP re case status and developments (.1); teleconference w/ K. Bender re draft agreed order (.2); communicate w/ K. Bender re same (.2); correspond w/ TEP and B. Edwards re developments and next steps (.4); teleconference w/ B. Edwards re same (.1); teleconference w/ NRM re draft stay of appeal stipulation (.1); correspond w/ NRM re same (.2); correspond w/ D. Cox and TEP re draft agreed order (.1).	1.4	\$1,350.00	\$1,890.00
12/10/2024	TEP	Review draft appeal stipulation (.1); communications w/ JAL and D. Cox re next steps (.2); confer w/ B. Edwards re same (.1).	0.4	\$1,295.00	\$518.00
12/10/2024	NRM	Review and revise stipulation (.8); confer w/ JAL re same (.1); correspond w/ JAL re same (.3); correspond w/ J. Rovira, T. Brown, JAL, KCM, and TEP re same (.2); confer w/ CG re same (.2); confer w/ CG re section 524(g) issues (.1); communications w/ JAG and CG re same (.3); research re same (.8); correspond w/ JAL re hearing logistics (.1).	2.9	\$735.00	\$2,131.50
12/10/2024	CG	Confer w/ NRM re stipulation staying district court appeal (.2); confer w/ NRM re section 524(g) issues (.1).	0.3	\$540.00	\$162.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
12/11/2024	JAL	Teleconference w/ J. Raskin re upcoming hearing (.1); review and revise draft mediation motion and related papers (.8); teleconference w/ NRM re case status (.2); teleconference w/ T. Brown, J. Rovira, J. Raskin, TEP, and NRM re hearing issues (.4); correspond w/ TEP, KCM, and NRM re Debtor's markup of appeal stipulation (.4); communicate w/ NRM re upcoming hearing (.1); communicate w/ Debtor's counsel re proposed agreed order (.1); correspond w/ NRM and CG re finalizing appeal stipulation (.3); review correspondence from NRM re witness and exhibit lists (.5).	2.9	\$1,350.00	\$3,915.00
12/11/2024	TEP	Review objecting party communication re stipulation (.1); communications w/ B. Edwards and D. Cox re same (.1); communications w/ JAL re Debtor call (.2); teleconference w/ T. Brown, J. Rovira, J. Raskin, JAL, and NRM re hearing issues (.4); review Debtor edits to appeal stipulation and communications w/ KCM, JAL, and NRM re same (.2).	1.0	\$1,295.00	\$1,295.00
12/11/2024	NRM	Correspond w/ JAL and CG re stipulation (.2); confer w/ CG re same (.1); confer w/ JAL re case status (.2); communications w/ JAL re same (.2); confer w/ JAL, TEP, J. Rovira, T. Brown, and J. Raskin (.4); draft memoranda re same (1.2); correspond w/ KCM, JPW, KCZ, JAL, and TEP re same (.3); confer w/ JAG re stipulation (.4); communications w/ JAG and JAL re same (.2); review mediation order (.4); correspond w/ JAL re same (.2); review correspondence from JAL and J. Raskin re hearing (.1).	3.9	\$735.00	\$2,866.50
12/11/2024	CG	Confer w/ NRM re stipulation.	0.1	\$540.00	\$54.00
12/12/2024	JAL	Communications w/ NRM, TEP, KCM, T. Brown, J. Rovira, and T. Long re stay motion (.3); prep re status conference (.7); attend status conference (.5); teleconference w/ TEP re case status (.1); correspond w/ D. Cox re developments (.1); teleconference w/ T. Brown, J. Rovira, D. Cox, and J. Raskin re case strategy and next steps (.3); review and revise draft motion to stay (1.3); communications w/ NRM re hearing prep (.3).	3.6	\$1,350.00	\$4,860.00
12/12/2024	KCM	Teleconference w/ TEP re hearing.	0.2	\$1,750.00	\$350.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
12/12/2024	TEP	Review JAL and NRM communications re Court communication on appeal (.2); review Court communication re status hearing and communications w/ KCM, JAL, and NRM re same (.3); confer w/ JAL re same (.1); communications w/ KCM re same (.1); attend status conference (.5); confer w/ KCM re same (.2); review draft motion re appeal (.2); conferences w/ NRM re same (.3); communications w/ KCM re same (.1).	2.0	\$1,295.00	\$2,590.00
12/12/2024	NRM	Draft and revise joint stipulation for district court (1.6); communications w/ JAL, TEP, and KCM re same (.3); review correspondence from JAL re same (.2); confer w/ TEP re same (multiple) (.3); correspond w/ TEP, KCM, and JAL re same (.2); confer w/ CG re same (multiple) (.6); correspond w/ CG re same (.2); correspond w/ J. Raskin, D. Cox, B. Nes, B. Edwards, KCM, TEP, JAL, and CG re same (.3); review correspondence from T. Brown re same (.2); attend status conference (.5); communicate w/ KCM and JAL re hearing (.2); correspond w/ TEP and D. Cox re same (.1).	4.7	\$735.00	\$3,454.50
12/12/2024	CG	Conferences w/ NRM re draft joint stipulation (.6); communications w/ NRM re same (.2).	0.8	\$540.00	\$432.00
12/13/2024	NRM	Correspond w/ JAL re hearing logistics (.1); correspond w/ J. Raskin re same (.1); conferences w/ CG re district court appeal (.2); review correspondence from JAL and TEP re same (.2); review and revise hearing prep materials (3.7); review revised proposed order re insurers settlement motion (.3).	4.6	\$735.00	\$3,381.00
12/13/2024	CG	Conferences w/ NRM re district court appeal.	0.2	\$540.00	\$108.00
12/14/2024	JAL	Review and analyze materials re prep for hearing.	2.3	\$1,350.00	\$3,105.00
12/15/2024	JAL	Review and analyze materials re prep for hearing (1.6); confer w/ NRM re hearing issues (.3).	1.9	\$1,350.00	\$2,565.00
12/15/2024	TEP	Review JAL, S. Boehm, T. Brown, and D. Cox communications re mediation issue.	0.2	\$1,295.00	\$259.00
12/15/2024	NRM	Prepare for hearing (1.9); review correspondence from TEP re same (.1); review correspondence from D. Cox and B. Edwards re same (.1); review correspondence from JAL and KCM re same (.1); confer w/ JAL re same (.3); correspond w/ CG re same (.1).	2.6	\$735.00	\$1,911.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
12/16/2024	JAL	Conferences w/ NRM and J. Raskin re hearing issues (1.3); communicate w/ Debtor's counsel and Huntington's counsel re mediation (.1); review correspondence and accompanying materials from J. Rovira re UST revisions to proposed approval order (.3); attend hearing (5.3); communicate w/ KCM, TEP, and NRM re case status (.1); teleconference w/ TEP and NRM re same (.2); confer w/ NRM re same (.3).	7.6	\$1,350.00	\$10,260.00
12/16/2024	TEP	Communications w/ JAL re proposed orders (.1); communications w/ JAG and CG re hearing logistics (.3); communications w/ D. Cox re same (.1); confer w/ JAL and NRM re hearing (.2); communications w/ JAL re same (.1).	0.8	\$1,295.00	\$1,036.00
12/16/2024	NRM	Attend hearing (5.3); confer w/ JAL and J. Raskin re hearing (multiple) (1.3); review UST revisions to proposed approval order (.1); review correspondence from KCM, TEP, and JAL re same (.1); confer w/ TEP and JAL re next steps (.2); confer w/ JAL re same (.3).	7.3	\$735.00	\$5,365.50
12/17/2024	JAL	Review revised proposed order re insurer settlement, and correspond w/ NRM re same.	0.6	\$1,350.00	\$810.00
12/17/2024	NRM	Review and analyze Debtor's revisions to proposed order re insurers settlement (.7); correspond w/ JAL, TEP, and KCM re same (.2); correspond w/ T. Long and JAL re same (.2).	1.1	\$735.00	\$808.50
12/18/2024	JAL	Correspond w/ TEP and NRM re proposed order (.3); correspond w/ TEP and NRM re settlement and related issues (.4); review draft proposed approval order (.2); teleconference w/ TEP re same (.1).	1.0	\$1,350.00	\$1,350.00
12/18/2024	TEP	Communications w/ KCM, JAL, and NRM re proposed order and related comments (.3); confer w/ JAL re same (.1); confer w/ NRM re same (.1).	0.5	\$1,295.00	\$647.50
12/18/2024	NRM	Revise proposed order approving insurers settlement motion (.2); confer w/ TEP re same (.1); correspond w/ D. Cox, B. Nes, J. Raskin, B. Edwards, TEP, JAL, and KCM re same (.1); correspond w/ TEP, JAL, and KCM re same (.2); review correspondence from W. King and S. Boehm re same (.1); correspond w/ TEP, JAL, and KCM re hearing (.2); correspond w/ T. Long and JAL re same (.1); revise and update materials re section 524(g) research (.4); confer w/ S. Andelman re Rule 2004 issues (.1).	1.5	\$735.00	\$1,102.50
12/23/2024	NRM	Draft sections of memorandum re section 524(g) issues.	1.1	\$735.00	\$808.50
12/29/2024	KCM	Teleconference w/ NRM re case status.	0.1	\$1,750.00	\$175.00
12/29/2024	NRM	Teleconference w/ KCM re case status.	0.1	\$735.00	\$73.50

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
12/31/2024	JAL	Correspond w/ KCM, TEP, and NRM re motion to stay and related issues.	0.3	\$1,350.00	\$405.00
12/31/2024	TEP	Communications w/ KCM, JAL, and NRM re appeal-related filings.	0.2	\$1,295.00	\$259.00
12/31/2024	NRM	Review motion for stay pending appeal (.3); draft memorandum re same (.1); review motion for expedited hearing (.1); review notice of appeal (.1); correspond w/ TEP, JAL, and KCM re filings (.2).	0.8	\$735.00	\$588.00
Total			95.70		\$101,143.50
.15 Committee Meetings/Conferences					
12/1/2024	TEP	Communications w/ KCM re constituent filing issue.	0.1	\$1,295.00	\$129.50
12/2/2024	TEP	Review constituent communication re document request (.1); communicate w/ KCM, JAL, and NRM re Committee meeting (.1); communications w/ Committee co-chairs re same (.1); communicate w/ Committee re same (.1).	0.4	\$1,295.00	\$518.00
12/3/2024	TEP	Communicate w/ Committee co-chairs re Debtor communication.	0.1	\$1,295.00	\$129.50
12/4/2024	TEP	Communications w/ KCM, JAL, and NRM re Committee communication (.2); prepare draft communication (.3); communications w/ Committee re stipulation and mediation (.2).	0.7	\$1,295.00	\$906.50
12/5/2024	JAL	Draft and revise memo to Committee.	1.1	\$1,350.00	\$1,485.00
12/6/2024	JAL	Teleconference w/ TEP re Committee issue.	0.1	\$1,350.00	\$135.00
12/6/2024	KCM	Teleconference w/ TEP re Committee issue.	0.1	\$1,750.00	\$175.00
12/6/2024	TEP	Review and edit draft Committee communication (.2); communicate w/ Committee re appeal (.1); communications w/ KCM, JAL, and NRM re same (.1); confer w/ JAL re same (.1); confer w/ KCM re Committee member issue (.1); conferences w/ Committee member re agreed order (.3); communications w/ Committee member re same (.1); communications w/ KCM and JAL re same (.1).	1.1	\$1,295.00	\$1,424.50
12/9/2024	TEP	Communications w/ constituent re case status (.1); communications w/ KCM, JAL, and NRM re upcoming Committee meeting (.1); confer w/ constituent re case issues and agreed order (.4); communicate w/ Committee re case status (.1).	0.7	\$1,295.00	\$906.50
12/9/2024	NRM	Correspond w/ TEP, KCM, and JAL re Committee meeting agenda and minutes (.1); review and revise same (.1); correspond w/ Committee re same (.1).	0.3	\$735.00	\$220.50

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.15 Committee Meetings/Conferences					
12/10/2024	ACM	Attend Committee meeting (.4); prepare for same (.3).	0.7	\$1,125.00	\$787.50
12/10/2024	JAL	Teleconferences w/ TEP re prep for Committee meeting (.2); attend Committee meeting (.4).	0.6	\$1,350.00	\$810.00
12/10/2024	TEP	Confer w/ constituent re case status (.1); communications w/ KCM, JAL, and NRM re same (.2); communications w/ KCM re meeting minutes (.1); confer w/ NRM re same (.1); communications w/ Committee re meeting and draft stipulation (.2); prepare for Committee meeting (.3); conferences w/ JAL re same (.2); attend Committee meeting (.4); confer w/ Committee co-chair re stipulation (.1); confer w/ NRM re same (.1).	1.8	\$1,295.00	\$2,331.00
12/10/2024	NRM	Attend Committee meeting (.4); prepare re same (.1); draft sections of minutes re same (.2); confer w/ TEP re same (.1); confer w/ TEP re Committee communication (.1).	0.9	\$735.00	\$661.50
12/11/2024	TEP	Communications w/ Committee co-chair re case status issue (.1); communicate w/ Committee co-chairs re case status and upcoming hearing (.1); communications w/ KCM re same (.1); communicate w/ Committee re appeal stip (.1); communications w/ Committee co-chair re same (.2); review Committee co-chair and constituent communications re case issues and next steps (.2).	0.8	\$1,295.00	\$1,036.00
12/12/2024	TEP	Communicate w/ Committee re appeal stip (.1); communications w/ Committee re status conference (.1); communications w/ KCM, JAL, and NRM re Committee communication (.3); prepare and edit status hearing summary for Committee (.5); communications w/ D. Cox re same (.1); communicate w/ Committee re same (.1); communicate w/ Committee re draft motion re appeal (.2).	1.4	\$1,295.00	\$1,813.00
12/12/2024	NRM	Draft Committee communication re hearing (.4); communications w/ TEP, KCM, and JAL re same (.3); review correspondence from D. Cox re same (.1); review and revise Committee meeting minutes (.1).	0.9	\$735.00	\$661.50
12/13/2024	TEP	Communications w/ constituent re status call.	0.1	\$1,295.00	\$129.50
12/15/2024	KCM	Teleconference w/ TEP re Committee communication.	0.1	\$1,750.00	\$175.00
12/15/2024	TEP	Communications w/ constituent re insurance issue (.2); communications w/ D. Cox re same (.2); communications w/ Committee co-chairs re mediation issue (.2); confer w/ KCM re same (.1); communications w/ KCM re same (.1).	0.8	\$1,295.00	\$1,036.00
12/16/2024	JAL	Review draft communication to Committee.	0.2	\$1,350.00	\$270.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.15 Committee Meetings/Conferences					
12/16/2024	TEP	Communications w/ constituent and D. Cox re hearing (.2); communications w/ Committee re hearing (.2).	0.4	\$1,295.00	\$518.00
12/16/2024	NRM	Draft and revise memorandum re hearing for Committee (.8); correspond w/ TEP, JAL, J. Raskin re same (.3); review correspondence re same (.1).	1.2	\$735.00	\$882.00
12/18/2024	TEP	Communications w/ JAL, KCM, and NRM re Committee communication (.1); conferences w/ NRM re same (.3); communicate w/ Committee re proposed order (.1); communications w/ J. Raskin re same (.1); communications w/ constituent re inquiry (.1); communications w/ KCM, JAL, and NRM re same (.1); communications w/ Committee members re proposed order (.2); confer w/ Committee member re same (.1); confer w/ Committee member re case status and next steps (.2).	1.3	\$1,295.00	\$1,683.50
12/18/2024	NRM	Confer w/ CG re Committee member request (.1); confer w/ TEP re Committee communication (multiple) (.3).	0.4	\$735.00	\$294.00
12/18/2024	CG	Confer w/ NRM re Committee member request.	0.1	\$540.00	\$54.00
12/20/2024	TEP	Communicate w/ JAL re constituent status call (.1); communications w/ NRM re same (.2); review NRM and constituent communications re document inquiry (.2); confer w/ constituent re case status and next steps (.1).	0.6	\$1,295.00	\$777.00
12/31/2024	TEP	Communicate w/ Committee re appeal-related filings.	0.1	\$1,295.00	\$129.50
Total			17.10		\$20,079.00
.16 Travel					
12/15/2024	JAL	Travel to Richmond for hearing.	0.5	\$675.00	\$337.50
12/15/2024	NRM	Travel to Richmond for hearing.	1.3	\$367.50	\$477.75
12/16/2024	JAL	Travel to DC from Richmond.	1.4	\$675.00	\$945.00
12/16/2024	NRM	Travel to DC from Richmond.	1.8	\$367.50	\$661.50
Total			5.00		\$2,421.75
.18 Fee Applications-Others					
12/10/2024	NRM	Correspond w/ D. Eggert, S. Plancich, and JAL re fee statement template (.1); research re same (.2).	0.3	\$735.00	\$220.50
12/19/2024	NRM	Review Morgan Lewis monthly fee statement (.4); correspond w/ R. Gonzales and D. Shim re same (.1); confer w/ R. Gonzales re same (.1); confer w/ CG re same (.1).	0.7	\$735.00	\$514.50
12/19/2024	CG	Confer w/ NRM re Morgan Lewis monthly fee statement.	0.1	\$540.00	\$54.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.18 Fee Applications-Others					
12/20/2024	JAL	Review Morgan Lewis draft monthly fee statement.	0.2	\$1,350.00	\$270.00
12/20/2024	TEP	Confer w/ NRM re Morgan Lewis fee application (.1); review NRM communication re same (.1).	0.2	\$1,295.00	\$259.00
12/20/2024	NRM	Review correspondence from D. Shim re Morgan Lewis monthly fee statement (.2); correspond w/ D. Shim re same (.1); review same (.7); confer w/ TEP re same (.1); confer w/ CG re same (.1); correspond w/ JAL, TEP, and CG re same (.1); confer w/ D. Cox re same (.1).	1.4	\$735.00	\$1,029.00
12/20/2024	CG	Confer w/ NRM re Morgan Lewis monthly fee statement.	0.1	\$540.00	\$54.00
12/26/2024	NRM	Review draft monthly fee statement for FTI (.6); correspond w/ JAL and CG re same (.1).	0.7	\$735.00	\$514.50
12/27/2024	JAL	Review draft FTI monthly fee application.	0.3	\$1,350.00	\$405.00
Total			4.00		\$3,320.50
.19 Retention Applications-Others					
12/4/2024	JAL	Review draft CNO and proposed order approving NERA retention.	0.4	\$1,350.00	\$540.00
12/6/2024	JAL	Teleconference w/ NRM re modified proposed order for NERA retention.	0.1	\$1,350.00	\$135.00
12/6/2024	NRM	Correspond w/ T. Long re NERA retention application (.2); confer w/ CG re same (multiple) (.3); review and revise proposed order re same (.4); confer w/ JAL re same (.1); correspond w/ K. Montgomery and JAL re same (.1); correspond w/ CG re same (.1).	1.2	\$735.00	\$882.00
12/6/2024	CG	Conferences w/ NRM re NERA retention application.	0.3	\$540.00	\$162.00
12/9/2024	NRM	Communications w/ CG re NERA retention application.	0.1	\$735.00	\$73.50
12/10/2024	NRM	Correspond w/ D. Eggert, S. Plancich, and JAL re NERA retention order (.1); correspond w/ JAL re same (.1).	0.2	\$735.00	\$147.00
Total			2.30		\$1,939.50
Total Professional Services			124.4		\$129,292.75

PERSON RECAP

Person	Title	Hours	Rate	Amount
JAL	Jeffrey A. Liesemer	42.7	\$1,350.00	\$57,645.00
JAL	Jeffrey A. Liesemer	1.9	\$675.00	\$1,282.50
KCM	Kevin C. Maclay	1.8	\$1,750.00	\$3,150.00

PERSON RECAP

Person		Title	Hours	Rate	Amount
ACM	Ann C. McMillan	Member	0.7	\$1,125.00	\$787.50
TEP	Todd E. Phillips	Member	20.0	\$1,295.00	\$25,900.00
NRM	Nathaniel R. Miller	Associate	51.9	\$735.00	\$38,146.50
NRM	Nathaniel R. Miller	Associate	3.1	\$367.50	\$1,139.25
CG	Cecilia Guerrero	Paralegal	2.3	\$540.00	\$1,242.00

DISBURSEMENTS

Date	Description of Disbursements	Amount
11/13/2024	Court Reporting/Transcript Service - Hr'g tr 11/12 [.10]	\$153.00
11/14/2024	Court Reporting/Transcript Service - Hr'g tr 11/12 [.10]	\$10.35
12/10/2024	Outside Duplication Service - 11/2023 presentation materials (JAL) [.10]	\$292.17
12/15/2024	Trvl Exp - Meals - Meal for JAL and NRM in Richmond [.16]	\$173.00
12/15/2024	Trvl Exp - Hotel charges 12/15-12/16 (NRM) [.16]	\$243.02
12/16/2024	Trvl Exp - Meals - Meal for JAL, NRM & J. Raskin in Richmond [.16]	\$82.24
12/16/2024	Trvl Exp - Meals - Meal for JAL, NRM and J. Raskin in Richmond [.16]	\$82.24
12/16/2024	Trvl Exp - Ground Transportation r/t DC-Richmond (JAL/NRM) [.16]	\$2,000.00
12/17/2024	Trvl Exp - Hotel charges 12/15-12/16 (JAL) [.16]	\$243.02
12/19/2024	Outside Duplication Service - hr'g prep materials [.10]	\$101.93
12/21/2024	Court Reporting/Transcript Service - Hr'g tr 12/16 [.11]	\$237.00
12/31/2024	Database Research - Westlaw - AKH 12/06-09/2024 [.10]	\$447.52
12/31/2024	Database Research - Westlaw - RLD 12/03/2024 [.10]	\$127.86
12/31/2024	Database Research - Lexis - NRM - 12/28/2024 [.10]	\$98.02
Total Disbursements		\$4,291.37
Total Services		\$129,292.75
Total Disbursements		\$4,291.37
Total Current Charges		\$133,584.12

TASK RECAP

Services

Category	Hours	Amount
.07	0.30	\$388.50
.10	95.70	\$101,143.50
.15	17.10	\$20,079.00
.16	5.00	\$2,421.75
.18	4.00	\$3,320.50
.19	2.30	\$1,939.50
	124.40	\$129,292.75

Disbursements

Category	Amount
.10	\$1,230.85
.11	\$237.00
.16	\$2,823.52
	\$4,291.37

BREAKDOWN BY PERSON

Person	Category	Hours	Rate	Amount
TEP Todd E. Phillips	.07	0.30	\$1,295.00	\$388.50
JAL Jeffrey A. Liesemer	.10	39.70	\$1,350.00	\$53,595.00
KCM Kevin C. Maclay	.10	1.60	\$1,750.00	\$2,800.00
TEP Todd E. Phillips	.10	9.10	\$1,295.00	\$11,784.50
NRM Nathaniel R. Miller	.10	43.60	\$735.00	\$32,046.00
CG Cecilia Guerrero	.10	1.70	\$540.00	\$918.00
JAL Jeffrey A. Liesemer	.15	2.00	\$1,350.00	\$2,700.00
KCM Kevin C. Maclay	.15	0.20	\$1,750.00	\$350.00
ACM Ann C. McMillan	.15	0.70	\$1,125.00	\$787.50
TEP Todd E. Phillips	.15	10.40	\$1,295.00	\$13,468.00

BREAKDOWN BY PERSON

Person		Category	Hours	Rate	Amount
NRM	Nathaniel R. Miller	.15	3.70	\$735.00	\$2,719.50
CG	Cecilia Guerrero	.15	0.10	\$540.00	\$54.00
JAL	Jeffrey A. Liesemer	.16	1.90	\$675.00	\$1,282.50
NRM	Nathaniel R. Miller	.16	3.10	\$367.50	\$1,139.25
JAL	Jeffrey A. Liesemer	.18	0.50	\$1,350.00	\$675.00
TEP	Todd E. Phillips	.18	0.20	\$1,295.00	\$259.00
NRM	Nathaniel R. Miller	.18	3.10	\$735.00	\$2,278.50
CG	Cecilia Guerrero	.18	0.20	\$540.00	\$108.00
JAL	Jeffrey A. Liesemer	.19	0.50	\$1,350.00	\$675.00
NRM	Nathaniel R. Miller	.19	1.50	\$735.00	\$1,102.50
CG	Cecilia Guerrero	.19	0.30	\$540.00	\$162.00
				124.40	\$129,292.75

CAPLIN & DRYSDALE

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Official Committee of Unsecured Creditors of Hopeman Brothers, Inc.

Invoice #: 359972

Page: 1

RE: Hopeman Brothers, Inc. bankruptcy

For Professional Services Rendered Through January 31, 2025

Total Services	\$264,924.00
Total Disbursements	\$2,018.34
Total Current Charges	\$266,942.34

Remittance Advice

[Payment is due upon receipt. If you should have any questions, please email accounting@capdale.com.](mailto:accounting@capdale.com)

Check Payable To:

Caplin & Drysdale, Chartered
Attn: Accounts Receivable
1200 New Hampshire Avenue NW 8th Floor
Washington, DC 20036

Wire Transfer:

Receiving Bank: Bank of America
ABA Wire Routing Number: 026009593
ABA ACH Routing Number: 054001204
Swift Code: BOFAUS3N
Beneficiary: Caplin & Drysdale, Chartered
Account Number: 001920814809

Credit Card:

We accept all major card companies. A service fee of 2.4% for Corporate Cards and 2.95% for Individual Cards will be added to all payments.

Please return this remittance page with your payment. Thank you.

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Official Committee of Unsecured Creditors of Hopeman Brothers, Inc.

March 04, 2025

Invoice #: 359972

Page: 1

RE: Hopeman Brothers, Inc. bankruptcy

For Professional Services Rendered Through January 31, 2025

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.03 Business Operations					
1/23/2025	TEP	Communications w/ NRM re MORs.	0.1	\$1,455.00	\$145.50
1/23/2025	NRM	Analyze Debtor's monthly operating report (.4); draft memo re same (.3); correspond w/ TEP, KCM, and JAL re same (.2).	0.9	\$810.00	\$729.00
Total			1.00		\$874.50
.04 Case Administration & Calendar Control					
1/27/2025	NRM	Correspond w/ CG re upcoming deadlines.	0.1	\$810.00	\$81.00
1/28/2025	CG	Review docket and relevant communications and update docketing calendar re same.	0.2	\$595.00	\$119.00
Total			0.30		\$200.00
.07 Fee Applications-Self					
1/25/2025	TEP	Review and edit monthly fee application (.3); communications w/ CG re same (.1); confer w/ CG re same (.6).	1.0	\$1,455.00	\$1,455.00
1/25/2025	CG	Confer w/ TEP re monthly fee application.	0.6	\$595.00	\$357.00
1/27/2025	KCM	Review/edit November monthly fee statement.	0.4	\$1,970.00	\$788.00
1/28/2025	JAL	Review draft monthly fee statement.	0.4	\$1,520.00	\$608.00
1/29/2025	TEP	Review and edit monthly fee statement (.6); confer w/ CG re same (.2).	0.8	\$1,455.00	\$1,164.00
1/29/2025	CG	Confer w/ TEP re monthly fee statement.	0.2	\$595.00	\$119.00
1/30/2025	JAL	Review second interim fee application.	0.6	\$1,520.00	\$912.00
1/30/2025	TEP	Review interim fee application and communications w/ NRM re same.	0.3	\$1,455.00	\$436.50

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.07 Fee Applications-Self					
1/30/2025	CG	Review, revise and finalize interim fee application (1.8); communicate w/ TEP and NRM re same (.2); update fee-related materials re same (.4).	2.4	\$595.00	\$1,428.00
Total			6.70		\$7,267.50
.10 Litigation					
1/1/2025	JAL	Correspond w/ KCM, TEP, and NRM re Huntington motion to stay and hearing.	0.4	\$1,520.00	\$608.00
1/1/2025	KCM	Review correspondence re stay and hearing issues.	0.2	\$1,970.00	\$394.00
1/1/2025	TEP	Review JAL and NRM communications re Huntington appeal and next steps.	0.2	\$1,455.00	\$291.00
1/1/2025	NRM	Correspond w/ JAL, TEP, and KCM re motion for stay pending appeal (.3); research re same (.3).	0.6	\$810.00	\$486.00
1/2/2025	TEP	Review D. Cox communication re mediation prep and communications w/ KCM, JAL, and NRM re same.	0.3	\$1,455.00	\$436.50
1/2/2025	NRM	Draft joinder to objection to motion to stay pending appeal (.9); draft and revise oral argument outline re same (1.3); research re mediation statement (.6); correspond w/ JAL, TEP, and KCM re same (.1); correspond w/ D. Cox re mediation issues (.2); review correspondence from T. Long re same (.1); communications w/ JAL re same (.2); research re confidentiality issues re transcript (.4); draft memo re same (.2); correspond w/ TEP re same (.1); correspond w/ JAL, KCM, and TEP re same (.1).	4.2	\$810.00	\$3,402.00
1/3/2025	JAL	Teleconference w/ J. Raskin, D. Cox, B. Nes, TEP, JPW, and NRM re upcoming mediation and strategy.	0.4	\$1,520.00	\$608.00
1/3/2025	JPW	Communications w/ KCM and JAL re mediation prep (.4); teleconference J. Raskin, D. Cox, B. Nes, TEP, JAL, and NRM re mediation (.4).	0.8	\$1,520.00	\$1,216.00
1/3/2025	TEP	Teleconference w/ J. Raskin, D. Cox, B. Nes, JAL, NRM, and JPW re mediation issues (.4); communications w/ NRM re same (.1); review R. Greenleaf communication re same (.1); review JAL communication re next steps (.1); review D. Cox communication re mediation sessions (.1).	0.8	\$1,455.00	\$1,164.00
1/3/2025	NRM	Confer w/ J. Raskin, D. Cox, B. Nes, JAL, TEP, and JPW re mediation and appeal issues (.4); communicate w/ JAL re same (.1); correspond w/ JAL, TEP, and KCM re same (.2); correspond w/ D. Cox, B. Nes, J. Raskin, B. Edwards, JPW, TEP, KCM, and JAL re same (.4).	1.1	\$810.00	\$891.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
1/6/2025	JAL	Teleconference w/ T. Brown, J. Rovira, J. Raskin, D. Cox, and TEP re upcoming mediation (.5); teleconference w/ TEP re same (.1); correspond w/ D. Cox, J. Raskin, and TEP re next steps (.4); correspond w/ KCM, TEP, and NRM re same (.2); attend kickoff mediation session (.7); teleconference w/ TEP re status and next steps (.1); correspond w/ D. Cox, J. Raskin, TEP, and NRM re developments and next steps (.2); review and analyze materials re Huntington's stay motion (.5).	2.7	\$1,520.00	\$4,104.00
1/6/2025	TEP	Confer w/ J. Rovira, T. Brown, D. Cox, J. Raskin, and JAL re mediation issues (.5); confer w/ JAL re same (.1); communications w/ D. Cox and JAL re same (.2); prepare for mediation session (.2); attend mediation session (.7); confer w/ JAL re same (.1); confer w/ NRM re same (.1); communications w/ JAL and KCM re Chubb mediation (.2).	2.1	\$1,455.00	\$3,055.50
1/6/2025	NRM	Communications w/ JAL, TEP, and KCM re Huntington appeal and mediation (.3); attend mediation session (.7); confer w/ TEP re same (.1); confer w/ MEB re mediation statement (.3); correspond w/ CG re mediation deadlines (.2); draft sections of memo re 524(g) issues (.6).	2.2	\$810.00	\$1,782.00
1/6/2025	MEB	Confer w/ NRM re mediation statement.	0.3	\$550.00	\$165.00
1/7/2025	JAL	Review letter from mediator and correspond w/ TEP and NRM re same (.4); review and analyze materials re Huntington's stay motion (.8); teleconference w/ NRM re hearing (.2).	1.4	\$1,520.00	\$2,128.00
1/7/2025	TEP	Review mediator and T. Brown communications re upcoming mediation (.1); communications w/ JAL and NRM re same (.1); communicate w/ D. Cox re next steps (.1); review JAL, NRM and Court communications re hearing postponement (.1); communications w/ JAL and NRM re draft joinder (.1).	0.5	\$1,455.00	\$727.50
1/8/2025	TEP	Confer w/ NRM re stay motion (.1); communications w/ NRM re 524(g) materials (.3); conferences w/ NRM re same (.2); communicate w/ D. Cox and J. Raskin re mediation (.1).	0.7	\$1,455.00	\$1,018.50
1/8/2025	NRM	Draft and revise memo re 524(g) issues (3.9); confer w/ TEP re same (multiple) (.2); correspond w/ TEP re same (.1); correspond w/ MEB re mediation statement (.1); draft sections of same (.8); confer w/ TEP re motion to stay pending appeal (.1); communications w/ JAL re same (.1).	5.3	\$810.00	\$4,293.00
1/9/2025	KCM	Teleconference w/ TEP re mediation issues.	0.4	\$1,970.00	\$788.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
1/9/2025	TEP	Communications w/ D. Cox, J. Raskin, and JAL re mediation prep (.3); communicate w/ B. Edwards re same (.1); confer w/ NRM re same (.1); communications w/ JAL and NRM re mediation logistics (.2); confer w/ KCM re same (.4).	1.1	\$1,455.00	\$1,600.50
1/9/2025	NRM	Correspond w/ JAL and TEP re mediation and hearing prep (.3); confer w/ TEP re same (.1); draft and revise mediation statement (4.5); review Debtor's motion to renew insurance (.2).	5.1	\$810.00	\$4,131.00
1/10/2025	JAL	Review and analyze materials re mediation statement (.2); teleconference w/ B. Edwards, J. Raskin, D. Cox, B. Nes, NRM, and TEP re mediation (.4).	0.6	\$1,520.00	\$912.00
1/10/2025	JPW	Review and analyze Mermelstein report.	1.1	\$1,520.00	\$1,672.00
1/10/2025	TEP	Review draft 524(g) document index and communicate w/ NRM re same (.1); plan/prepare re next steps (.2); confer w/ B. Edwards, J. Raskin, D. Cox, B. Nes, JAL, and NRM re mediation (.4); communications w/ JAL, JPW, KCZ, Y. Austin, and NRM re mediation issues and analysis (.3); communications w/ KCZ re same (.1).	1.1	\$1,455.00	\$1,600.50
1/10/2025	NRM	Confer w/ B. Edwards, J. Raskin, D. Cox, B. Nes, JAL, and TEP re mediation (.4); draft and revise mediation statement (3.9); correspond w/ JAL, TEP, and KCM re same (.1); correspond w/ TEP, JAL, JPW, KCZ, and KCM re Chubb expert report (.3).	4.7	\$810.00	\$3,807.00
1/11/2025	JAL	Review and revise draft mediation statement.	4.4	\$1,520.00	\$6,688.00
1/11/2025	TEP	Conferences w/ NRM re 524(g) materials (.2); review index re same (.1).	0.3	\$1,455.00	\$436.50
1/11/2025	NRM	Confer w/ TEP re 524(g) issues (multiple) (.2); revise memo re same (.4); review correspondence from JAL re mediation statement (.1); correspond w/ JAL and MEB re same (.2); review and revise mediation statement (1.1); correspond w/ TEP, KCM, JAL, MEB, and CG re same (.2).	2.2	\$810.00	\$1,782.00
1/12/2025	TEP	Communications w/ NRM re mediation statement (.2); review and edit same (1.1); conferences w/ NRM re same (.4).	1.7	\$1,455.00	\$2,473.50
1/12/2025	NRM	Review and revise mediation statement (1.8); confer w/ TEP re same (multiple) (.4); correspond w/ TEP re same (.1); confer w/ MEB re same (.3); review research memo re same (.3); correspond w/ D. Cox, J. Raskin, B. Edwards, B. Nes, KCM, JAL, TEP, and CG re same (.1); correspond w/ JAL and TEP re same (.1).	3.1	\$810.00	\$2,511.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
1/12/2025	MEB	Communicate w/ TEP, JAL, and NRM re mediation statement (.1); confer w/ NRM re same (.3); research and analyze case law re Rule 9019 issues (1.2); research 524(g) mediation issues (.5).	2.1	\$550.00	\$1,155.00
1/13/2025	JAL	Review markup of draft mediation statement (.3); attend hearing (.8); review and analyze materials re pending matters (.5); review and analyze materials re Debtor's request to renew D&O insurance (.3).	1.9	\$1,520.00	\$2,888.00
1/13/2025	KCM	Review/analyze memo re plan issues.	0.2	\$1,970.00	\$394.00
1/13/2025	TEP	Review index of 524(g) documents and communications w/ KCM and NRM re same (.3); research re same (.2); communications w/ NRM re same (.2); communications w/ NRM re mediation logistics (.2); communications w/ NRM re mediation brief (.3).	1.2	\$1,455.00	\$1,746.00
1/13/2025	JRK	Research and analyze 524(g)-related issues.	2.1	\$955.00	\$2,005.50
1/13/2025	KCZ	Review and analyze Chubb expert report.	1.1	\$760.00	\$836.00
1/13/2025	NRM	Attend hearing (.8); prepare re same (.3); correspond w/ W. Scheff and S. Andelman re same (.1); communications w/ TEP and KCM re 524(g) issues (.3); review index re same (.4); correspond w/ J. Rovira, T. Brown, TEP, JAL, and KCM re same (.2); communications w/ TEP and KCM re mediation statement (.1); review and revise mediation statement (3.4); correspond w/ CG re same (.1); correspond w/ J. Raskin re same (.1); correspond w/ B. Edwards and TEP re settlement demand (.1); correspond w/ TEP re same (.2).	6.1	\$810.00	\$4,941.00
1/14/2025	ACM	Communications w/ TEP re Trust issues (.1); research and analyze materials re same (.5).	0.6	\$1,200.00	\$720.00
1/14/2025	JAL	Review correspondence from NRM and KCZ re draft mediation statement (.2); review revised draft mediation statement (.3); teleconference w/ Y. Austin, KCZ, TEP, and NRM re Mermelstein report (.8).	1.3	\$1,520.00	\$1,976.00
1/14/2025	KCM	Teleconference w/ TEP re mediation brief (.5); teleconference w/ TEP and NRM re same (.2).	0.7	\$1,970.00	\$1,379.00
1/14/2025	TEP	Communications w/ JAL and NRM re mediation brief (.2); communicate w/ B. Edwards re same (.1); conferences w/ B. Edwards re same (.2); conferences w/ NRM re same (.6); teleconference w/ Y. Austin, KCZ, JAL, and NRM re Mermelstein report (.8); communications w/ KCZ re mediation (.1); communications w/ JAL and KCM re FTI call (.2); confer w/ KCM re mediation brief (.5); confer w/ KCM and NRM re same (.2); review materials re same (.3).	3.2	\$1,455.00	\$4,656.00

SERVICES

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.10 Litigation					
1/14/2025	JRK	Prepare memo re 524(g)-related research.	4.3	\$955.00	\$4,106.50
1/14/2025	KCZ	Confer w/ Y. Austin, TEP, JAL, and NRM re Mermelstein report (.8); review and analyze Mermelstein report and prep for mediation (4.9).	5.7	\$760.00	\$4,332.00
1/14/2025	NRM	Conferences w/ TEP re mediation statement and insurance issues (.6); correspond w/ TEP, KCM, and JAL re same (.3); research re same (.9); confer w/ TEP and KCM re mediation brief (.2); confer w/ J. Raskin re insurance issues (.2); confer w/ Y. Austin, KCZ, TEP, and JAL re Mermelstein report (.8); review and revise mediation statement (3.7); correspond w/ J. Raskin, D. Cox, B. Edwards, B. Nes, KCM, JAL, TEP, and CG re same (.3); correspond w/ KCZ re Mermelstein report work papers (.2); correspond w/ CG re mediation statement (.2); correspond w/ J. Raskin and KCZ re same (.2); correspond w/ TEP, JAL, KCM, KCZ, and CG re same (.2); correspond w/ TEP and JAL re 524(g)-related issue (.3); correspond w/ C. Tully, TEP, and JAL re same (.3).	8.4	\$810.00	\$6,804.00
1/15/2025	JAL	Review markup of mediation statement (.2); correspond w/ TEP and NRM re meeting w/ mediator (.2).	0.4	\$1,520.00	\$608.00
1/15/2025	TEP	Communications w/ NRM re mediation brief and finalization (.3); conferences w/ NRM re same (.4); review brief (.9); communications w/ NRM and KCZ re expert reliance materials (.2); communicate w/ JAL re same (.1); plan/prepare re mediation (.2); communicate w/ JAL and NRM re mediation session (.1); review A. O'Donnell and KCZ communications re mediation materials and communications w/ KCZ re same (.2); review materials re mediation in prep for mediation session (1.1); confer w/ NRM re same (.1).	3.6	\$1,455.00	\$5,238.00
1/15/2025	KCZ	Prepare for mediation session.	1.3	\$760.00	\$988.00
1/15/2025	MEB	Confer w/ NRM re mediation statement (multiple) (.3); review and analyze mediation statement (1.0).	1.3	\$550.00	\$715.00
1/16/2025	KCM	Teleconference w/ TEP re mediation.	0.4	\$1,970.00	\$788.00
1/16/2025	TEP	Communications w/ KCM, JAL, and NRM re mediation (.4); confer w/ B. Edwards re same (.1); confer w/ KCM re same (.4); conferences w/ NRM re same (.2); prepare for mediation session (1.5); communications w/ co-counsel re rescheduling mediation session (.2); conferences w/ KCZ re expert analysis (.2); communications w/ B. Edwards re mediation scheduling (.2).	3.2	\$1,455.00	\$4,656.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
1/16/2025	KCZ	Confer w/ NRM re expert issues (.2) (multiple); confer w/ TEP re same (.2) (multiple).	0.4	\$760.00	\$304.00
1/16/2025	NRM	Correspond w/ JAL, TEP, and KCM re mediation issues (.5); confer w/ TEP re same (.2) (multiple); correspond w/ B. Edwards, B. Nes, D. Cox, J. Raskin, TEP, JAL, KCM, JPW, and KCZ re same (.2); correspond w/ TEP and JAL re same (.1); review Y. Austin's claims analysis (.2); confer w/ KCZ re same (multiple) (.2); confer w/ J. Raskin re same (.1); correspond w/ KCZ, TEP, JAL, and JPW re same (.2); prepare for mediation (.8).	2.5	\$810.00	\$2,025.00
1/17/2025	ACM	Teleconference w/ M. Berkin, C. Tully, W. Scheff, JAL, TEP, and NRM re 524(g) issues.	0.4	\$1,200.00	\$480.00
1/17/2025	JAL	Correspond w/ TEP and NRM re prep of draft term sheet (.3); teleconference w/ M. Berkin, C. Tully, W. Scheff, ACM, TEP, and NRM re 524(g) issues (.4).	0.7	\$1,520.00	\$1,064.00
1/17/2025	TEP	Confer w/ M. Berkin, C. Tully, W. Scheff, ACM, JAL, and NRM re 524(g) and related issues (.4); review NRM and R. Greenleaf communications re upcoming mediation session (.2); communications w/ NRM re same (.1); communications w/ JAL and NRM re draft term sheet (.1).	0.8	\$1,455.00	\$1,164.00
1/17/2025	NRM	Confer w/ M. Berkin, C. Tully, W. Scheff, ACM, TEP, and JAL re 524(g) issues (.4); correspond w/ R. Greenleaf re mediation (.2); correspond w/ B. Edwards, J. Raskin, D. Cox, TEP, JAL, and KCM re same (.1); prepare for mediation (.2); correspond w/ CG re same (.1); draft sections of 524(g) term sheet (2.1).	3.1	\$810.00	\$2,511.00
1/19/2025	TEP	Review materials in prep for mediation (1.4); confer w/ KCZ re same (.2); communications w/ KCM re 524(g) issues (.1); communications w/ JAL and NRM re mediation (.1).	1.8	\$1,455.00	\$2,619.00
1/19/2025	KCZ	Confer w/ TEP re expert analysis.	0.2	\$760.00	\$152.00
1/20/2025	ACM	Review communications re mediation issue.	0.1	\$1,200.00	\$120.00
1/20/2025	JAL	Teleconferences w/ TEP and NRM re mediation session (.4); attend mediation session (.7).	1.1	\$1,520.00	\$1,672.00
1/20/2025	TEP	Prepare for mediation (.5); conferences w/ JAL and NRM re same (.4); attend mediation session (.7); confer w/ B. Edwards re same (.1); plan/prepare re next steps (.2); communications w/ JAL and NRM re draft term sheet (.1).	2.0	\$1,455.00	\$2,910.00
1/20/2025	KCZ	Attend mediation session (.7); prep for same (.8).	1.5	\$760.00	\$1,140.00
1/20/2025	NRM	Attend mediation (.7); confer w/ TEP and JAL re same (multiple) (.4); prepare re same (.1).	1.2	\$810.00	\$972.00

SERVICES

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.10 Litigation					
1/21/2025	JAL	Teleconference w/ B. Edwards, J. Raskin, TEP, and NRM re prep for mediation session (1.2); confer w/ TEP and NRM re upcoming mediation (.5); review and analyze correspondence from Y. Austin and KCZ re asbestos liability estimate (.2); review correspondence and accompanying materials from C. Tully re potential reorganization alternatives (.2); correspond w/ TEP and KCM re same (.2).	2.3	\$1,520.00	\$3,496.00
1/21/2025	TEP	Communications w/ KCM, JAL, and NRM re upcoming mediation (.2); confer w/ prospective FCR candidate (.3); confer w/ JAL and NRM re mediation prep (.5); communications w/ C. Tully re 524(g) issues and communications w/ KCM, JAL, and NRM re same (.1); confer w/ B. Edwards, J. Raskin, JAL, and NRM re mediation (1.2).	2.3	\$1,455.00	\$3,346.50
1/21/2025	NRM	Communications w/ TEP, JAL, and KCM re mediation (.2); confer w/ TEP and JAL re same (.5); teleconference w/ B. Edwards, J. Raskin, JAL, and TEP re same (1.2); correspond w/ KCZ re same (.1); correspond w/ TEP re 524(g) term sheet (.2); correspond w/ T. Brown, T. Long, JAL, and TEP re mediation logistics (.2); correspond w/ TEP, JAL, B. Edwards, and J. Raskin re same (.2).	2.6	\$810.00	\$2,106.00
1/22/2025	ACM	Communications w/ TEP re potential Trust structure (.1); review and revise materials re same (.7).	0.8	\$1,200.00	\$960.00
1/22/2025	JAL	Attend mediation session (partial) (4.8); review draft term sheet (.5).	5.3	\$1,520.00	\$8,056.00
1/22/2025	TEP	Prepare for mediation (.9); communications w/ KCZ re same (.1); attend mediation (partial) (4.4); confer w/ C. Tully re mediation materials (.1); communications w/ C. Tully re same (.2); communications w/ CG re deadlines (.1).	5.8	\$1,455.00	\$8,439.00
1/22/2025	KCZ	Research re mediation inquiry.	0.3	\$760.00	\$228.00
1/22/2025	NRM	Attend mediation (5.7); prepare re same (.6).	6.3	\$810.00	\$5,103.00
1/23/2025	ACM	Review information re potential Trust issues (.1); exchange emails w/ TEP re same (.1); confer w/ TEP re same (.1); teleconference w/ TEP and potential FCR candidate re case status (.3); confer w/ TEP re same (.1).	0.7	\$1,200.00	\$840.00
1/23/2025	JAL	Correspond w/ TEP and NRM re mediation-related matters (.3); review and revise draft term sheet (3.7).	4.0	\$1,520.00	\$6,080.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
1/23/2025	TEP	Confer w/ ACM re Trust budget (.1); communications w/ JAL and NRM re term sheet (.3); communications w/ NRM re 524(g) budget issues (.1); confer w/ NRM re 524(g) issues and next steps (.2); confer w/ potential FCR candidate and ACM re case status (.3); confer w/ ACM re same (.1); communications w/ C. Tully, JAL, and NRM re case budget and related issues (.2).	1.3	\$1,455.00	\$1,891.50
1/23/2025	MEB	Conferences w/ NRM re 524(g) term sheet research (.4); research re same (.4); communicate w/ TEP and NRM re same (.1).	0.9	\$550.00	\$495.00
1/23/2025	NRM	Confer w/ S. Andelman re budget and 524(g)-related issues (.5); correspond w/ S. Plancich, D. Eggert, S. Andelman, and W. Scheff re same (.3); correspond w/ S. Andelman and W. Scheff re same (.2); confer w/ MEB re term sheet research (multiple) (.4); confer w/ TEP re next steps (.2); research re 524(g)-related issues (.6); correspond w/ W. Scheff and S. Andelman re same (.3); correspond w/ TEP re term sheet (.1).	2.6	\$810.00	\$2,106.00
1/24/2025	ACM	Review and analyze draft term sheet.	0.7	\$1,200.00	\$840.00
1/24/2025	JAL	Teleconference w/ C. Tully, S. Andelman, W. Scheff, TEP, and NRM re 524(g) issues and budget (.5); confer w/ NRM re same (.2); review and analyze stay ruling (.6); review and analyze FTI financial analysis for mediation (.7).	2.0	\$1,520.00	\$3,040.00
1/24/2025	TEP	Review and edit draft 524(g) term sheet (.8); communications w/ KCM, ACM, JAL, and NRM re same (.1); communications w/ JAL and NRM re FTI call (.2); confer w/ NRM re term sheet revisions (.1); communications w/ KCM, JAL, and NRM re term sheet revisions (.2); confer w/ NRM and D. Cox re next steps (.2); confer w/ C. Tully, S. Andelman, W. Scheff, JAL, and NRM re 524(g) issues and budget (.5); communicate w/ KCM re same (.1); review draft case budget (.1); confer w/ NRM re same (.1); communications w/ C. Tully re same (.1).	2.5	\$1,455.00	\$3,637.50

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
1/24/2025	NRM	Revise 524(g) term sheet (1.4); confer w/ JAL re same (.2); confer w/ TEP re same (.1); correspond w/ TEP, JAL, ACM, and KCM re same (.2); correspond w/ CG re same (.2); correspond w/ D. Eggert re budget issues (.1); confer w/ TEP and D. Cox re next steps (.2); confer w/ C. Tully, S. Andelman, W. Scheff, TEP, and JAL re budget and 524(g)-related issue (.5); correspond w/ C. Tully, S. Andelman, W. Scheff, TEP, and JAL re same (.2); draft memo re 524(g)-related issue (.8); confer w/ TEP re same (.1); communications w/ TEP, JAL, and KCM re same (.4); review order denying motion for stay pending appeal (.3); draft memo re same (.3); correspond w/ TEP, JAL, and KCM re same (.2); confer w/ S. Andelman re 524(g) budget (multiple) (.4).	5.6	\$810.00	\$4,536.00
1/25/2025	KCM	Review/analyze draft budgets (.2); teleconferences w/ NRM re same (.3); teleconferences w/ TEP re same (.6).	1.1	\$1,970.00	\$2,167.00
1/25/2025	TEP	Communications w/ NRM re 524(g) materials and related budget (.2); conferences w/ NRM re same (.2); conferences w/ KCM re same (.6); communications w/ KCM, JAL, and NRM re same (.2).	1.2	\$1,455.00	\$1,746.00
1/25/2025	NRM	Revise budget (.4); confer w/ S. Andelman re same (multiple) (.3); confer w/ TEP re same (multiple) (.2); confer w/ KCM re same (multiple) (.3); correspond w/ TEP, KCM, and JAL re same (.3); correspond w/ S. Andelman re same (.1); correspond w/ J. Raskin, D. Cox, B. Edwards, B. Nes, JAL, TEP, and KCM re same (.1).	1.7	\$810.00	\$1,377.00
1/26/2025	JAL	Review and analyze correspondence from D. Cox re draft term sheet (.6); teleconference w/ NRM and TEP re same (.2); review correspondence and accompanying materials from S. Andelman re draft term sheet materials (.3).	1.1	\$1,520.00	\$1,672.00
1/26/2025	TEP	Communications w/ NRM re 524(g) materials and next steps (.3); review D. Cox and NRM communications re revisions to term sheet (.2); confer w/ NRM re same (.1); confer w/ JAL and NRM re same (.2).	0.8	\$1,455.00	\$1,164.00
1/26/2025	NRM	Review memo from D. Cox re term sheet (.2); confer w/ TEP and JAL re same (.2); confer w/ TEP re same (.1); communications w/ TEP re same (.2); correspond w/ D. Cox, B. Edwards, J. Raskin, B. Nes, TEP, JAL, and KCM re same (.1); communications w/ D. Cox re same (.1).	0.9	\$810.00	\$729.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
1/27/2025	JAL	Correspond w/ J. Raskin, TEP, and NRM re draft term sheet (.4); review materials in prep for call w/ insurance counsel re draft term sheet (.2); teleconference w/ D. Cox, J. Raskin, and NRM re comments and edits to draft term sheet (.9); correspond w/ J. Raskin, D. Cox, TEP, NRM, and KCM re same (.3); correspond w/ TEP and NRM re revisions to same (.2); teleconference w/ NRM re research assignment (.2).	2.2	\$1,520.00	\$3,344.00
1/27/2025	TEP	Communications w/ D. Cox and J. Raskin re term sheet edits (.3); communications w/ NRM re same (.1); conferences w/ NRM re same (.3); communications w/ KCM, JAL, and NRM re same (.2); review materials re same (.2).	1.1	\$1,455.00	\$1,600.50
1/27/2025	NRM	Confer w/ S. Andelman re 524(g)-related issue (.1); conferences w/ TEP re term sheet (.3); confer w/ J. Raskin, D. Cox, and JAL re same (.9); correspond w/ TEP, JAL, and KCM re same (.1); confer w/ JAL re research assignment (.2); correspond w/ TEP and KCM re same (.1).	1.7	\$810.00	\$1,377.00
1/28/2025	JAL	Review and analyze materials re mediation-related issues and draft term sheet (.6); confer w/ NRM re next steps (.2); review and revise draft term sheet (.8); correspond w/ KCM, TEP, and NRM re same (.1).	1.7	\$1,520.00	\$2,584.00
1/28/2025	TEP	Communications w/ KCM, JAL, and NRM re 524(g) term sheet revisions.	0.2	\$1,455.00	\$291.00
1/28/2025	NRM	Research re settlement agreements w/ Chubb (.3); confer w/ JAL re same (.2).	0.5	\$810.00	\$405.00
1/29/2025	JAL	Review revised version of draft term sheet (.2); review and analyze correspondence from MEB re mediation-related research (.8); communications w/ KCM and TEP re same (.1); review and analyze FTI mediation materials (.7).	1.8	\$1,520.00	\$2,736.00
1/29/2025	TEP	Confer w/ NRM re 524(g) term sheet (.1); communicate w/ KCM, JAL, and NRM, re same (.1).	0.2	\$1,455.00	\$291.00
1/29/2025	NRM	Review memo re executory contract (.3); correspond w/ MEB re same (.3); confer w/ TEP re term sheet (.1); confer w/ S. Andelman re 524(g)-related issues (.1); correspond w/ S. Andelman and W. Scheff re same (.2); correspond w/ TEP, JAL, and KCM re same (.3); review slide deck from FTI re same (.3); revise term sheet (.4); correspond w/ D. Cox, J. Raskin, B. Edwards, B. Nes, JAL, TEP, and KCM re same (.2).	2.2	\$810.00	\$1,782.00
1/30/2025	JAL	Confer w/ TEP and NRM re draft term sheet and next steps (.2); correspond w/ NRM and TEP re draft transmittal email to mediator and related issues (.4).	0.6	\$1,520.00	\$912.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.10 Litigation					
1/30/2025	KCM	Teleconference w/ TEP and NRM re mediation and term sheet.	0.2	\$1,970.00	\$394.00
1/30/2025	TEP	Confer w/ NRM re FTI 524(g)-related analysis (.2); review same (.2); confer w/ KCM and NRM re 524(g) term sheet (.2); confer w/ JAL and NRM re same (.2); conferences w/ NRM re same (.3); communications w/ NRM re same (.2).	1.3	\$1,455.00	\$1,891.50
1/30/2025	NRM	Confer w/ C. Tully, W. Scheff, and S. Andelman re 524(g) analysis (.5); confer w/ TEP re same (.2); confer w/ W. Scheff re same (.1); confer w/ TEP and KCM re term sheet (.2); confer w/ TEP and JAL re same (.2); conferences w/ TEP re same (.3); review and revise same (2.6); communications w/ TEP, JAL, and KCM re same (.2).	4.3	\$810.00	\$3,483.00
1/31/2025	TEP	Communications w/ NRM re mediation submission and next steps.	0.2	\$1,455.00	\$291.00
1/31/2025	NRM	Confer w/ K. Huennkens re 524(g) term sheet (multiple) (.3); communications w/ TEP re same (.1); communications w/ JAL, KCM, and TEP re same (.3).	0.7	\$810.00	\$567.00
Total			186.60		\$209,241.50
.15 Committee Meetings/Conferences					
1/2/2025	TEP	Communications w/ NRM re Committee member inquiry.	0.2	\$1,455.00	\$291.00
1/4/2025	TEP	Communications w/ constituent re status call (.1); communicate w/ KCM, JAL, and NRM re same (.1).	0.2	\$1,455.00	\$291.00
1/6/2025	JAL	Review draft correspondence to Committee (.4); teleconference w/ TEP, NRM, J. Raskin, and D. Cox re upcoming Committee meeting (.3).	0.7	\$1,520.00	\$1,064.00
1/6/2025	TEP	Confer w/ constituent re case status (.3); review constituent communication re discovery and communications w/ JAL and NRM re same (.2); communications w/ NRM re Committee communication (.1); communications w/ JAL and NRM re agenda/minutes (.1); confer w/ JAL, NRM, J. Raskin, and D. Cox re upcoming Committee meeting (.3).	1.0	\$1,455.00	\$1,455.00
1/6/2025	NRM	Draft correspondence to Committee re meeting agenda and minutes (.4); correspond w/ JAL, TEP, and KCM re same (.1); confer w/ JAL, TEP, J. Raskin, and D. Cox re upcoming Committee meeting (.3).	0.8	\$810.00	\$648.00
1/7/2025	JAL	Review draft communication to Committee (.1); attend Committee meeting (.4).	0.5	\$1,520.00	\$760.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.15 Committee Meetings/Conferences					
1/7/2025	TEP	Confer w/ NRM re Committee meeting and agenda (.1); review NRM communication to Committee re meeting (.1); prepare for Committee meeting (.1); attend Committee meeting (.4); confer w/ Committee co-chair re same (.1); confer w/ NRM re Committee inquiry (.1); communicate w/ Committee re hearing postponement (.1); communications w/ NRM re Committee mediation-related communication (.1).	1.1	\$1,455.00	\$1,600.50
1/7/2025	NRM	Revise Committee meeting minutes (.1); confer w/ TEP re same (.1); review and revise meeting agenda (.4); attend Committee meeting (.4); draft minutes re same (.3); draft memo re Committee inquiry (.3); confer w/ TEP re same (.1); correspond w/ Committee re same (.1).	1.8	\$810.00	\$1,458.00
1/8/2025	TEP	Communicate w/ Committee re UST submission (.1); communications w/ Committee members re same (.3); communications w/ NRM re same (.2).	0.6	\$1,455.00	\$873.00
1/9/2025	NRM	Correspond w/ K. Montgomery re quarterly certifications (.1); correspond w/ Committee members re same (.3).	0.4	\$810.00	\$324.00
1/10/2025	TEP	Confer w/ constituent re case status.	0.2	\$1,455.00	\$291.00
1/13/2025	JAL	Review draft Committee agenda and minutes.	0.3	\$1,520.00	\$456.00
1/13/2025	TEP	Communications w/ KCM, JAL, and NRM re minutes/agenda (.3); communications w/ Committee co-chairs re mediation brief (.1); communications w/ KCM, JAL, and NRM re Committee communication and next steps (.2).	0.6	\$1,455.00	\$873.00
1/14/2025	JAL	Attend Committee meeting.	0.5	\$1,520.00	\$760.00
1/14/2025	TEP	Communications w/ Committee co-chair re mediation (.3); communications w/ KCM, JAL, and NRM re same (.2); conferences w/ Committee co-chair re same (.2); prepare for Committee meeting (.4); attend Committee meeting (.5); communication w/ NRM re same (.1).	1.7	\$1,455.00	\$2,473.50
1/16/2025	TEP	Communications w/ Committee co-chair re mediation (.2); communicate w/ Committee re same (.1).	0.3	\$1,455.00	\$436.50
1/17/2025	TEP	Confer w/ NRM in advance of constituent status call (.1); teleconference w/ constituent (partial), D. Cox, and NRM re case status (.5).	0.6	\$1,455.00	\$873.00
1/17/2025	NRM	Confer w/ TEP re constituent inquiry (.1); confer w/ constituent (partial), TEP, and D. Cox re case status (.5); correspond w/ Committee re same (.1); communications w/ TEP re same (.1); correspond w/ D. Cox and TEP re same (.1).	0.9	\$810.00	\$729.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.15 Committee Meetings/Conferences					
1/20/2025	JAL	Review draft communication to Committee.	0.4	\$1,520.00	\$608.00
1/20/2025	TEP	Communications w/ Committee co-chairs re mediation (.2); confer w/ Committee member re mediation session (.1); communications w/ Committee members re same (.2); review and edit draft Committee communication and communications w/ JAL and NRM re same (.3); review NRM, D. Cox, and J. Raskin communications re same (.2); communications w/ NRM, Committee, and B. Edwards re mediation and next steps (.2); communications w/ Committee co-chairs re Committee meeting (.2); communicate w/ Committee re same (.1).	1.5	\$1,455.00	\$2,182.50
1/21/2025	ACM	Teleconference w/ TEP re Committee communication.	0.1	\$1,200.00	\$120.00
1/21/2025	TEP	Communications w/ Committee co-chairs re case status and strategic issues (.2); confer w/ ACM re same (.1).	0.3	\$1,455.00	\$436.50
1/21/2025	NRM	Draft minutes for January 14th Committee meeting (.3); correspond w/ TEP, JAL, and KCM re same (.1).	0.4	\$810.00	\$324.00
1/23/2025	TEP	Confer w/ Committee co-chair re case status (.2); confer w/ Committee member re mediation (.1).	0.3	\$1,455.00	\$436.50
1/24/2025	TEP	Communications w/ constituent re case status (.1); communications w/ Committee co-chairs re same (.1); communications w/ NRM and JAL re Committee communication (.2).	0.4	\$1,455.00	\$582.00
1/24/2025	NRM	Correspond w/ Committee re opinion denying stay pending appeal.	0.1	\$810.00	\$81.00
1/27/2025	JAL	Correspond w/ TEP and NRM re draft Committee agenda and minutes.	0.2	\$1,520.00	\$304.00
1/27/2025	TEP	Communications w/ JAL and NRM re Committee minutes and agenda.	0.2	\$1,455.00	\$291.00
1/27/2025	NRM	Draft and revise minutes and agenda for Committee meeting (.6); correspond w/ TEP, JAL, and KCM re same (.2); correspond w/ Committee re same (.1).	0.9	\$810.00	\$729.00
1/28/2025	ACM	Attend Committee meeting (.4); confer w/ TEP re same (.1).	0.5	\$1,200.00	\$600.00
1/28/2025	JAL	Review materials in prep for Committee meeting (.2); attend Committee meeting (.4); confer w/ TEP re same (.3); confer w/ KCM and TEP re same (.2); confer w/ KCM, TEP, and NRM re same (.1); teleconference w/ TEP and J. Raskin re same (.1); confer w/ NRM re same (.2).	1.5	\$1,520.00	\$2,280.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.15 Committee Meetings/Conferences					
1/28/2025	KCM	Teleconference w/ TEP, JAL, and NRM re Committee meeting prep (.1); confer w/ JAL and TEP re same (.2); conferences w/ TEP re same (.3).	0.6	\$1,970.00	\$1,182.00
1/28/2025	TEP	Confer w/ JAL re Committee meeting prep (.3); confer w/ KCM, JAL, and NRM re same (.1); confer w/ JAL and KCM re same (.2); conferences w/ KCM re same (.3); confer w/ J. Raskin and JAL re same (.1); prepare for meeting (.7); attend Committee meeting (.4); confer w/ ACM re same (.1); confer w/ Committee co-chair re same (.3); confer w/ Committee co-chair and potential FCR candidate (.1).	2.6	\$1,455.00	\$3,783.00
1/28/2025	NRM	Attend Committee meeting (.4); confer w/ JAL re same (.2); revise minutes re same (.2); prepare materials re constituent inquiry (.6).	1.4	\$810.00	\$1,134.00
1/30/2025	TEP	Confer w/ NRM re upcoming Committee meeting (.1); communications w/ Committee co-chairs re mediation and term sheet (.3); review NRM and Committee communications re same (.2).	0.6	\$1,455.00	\$873.00
1/30/2025	NRM	Correspond w/ Committee re 524(g) term sheet (.2); confer w/ TEP re Committee meeting (.1).	0.3	\$810.00	\$243.00
1/31/2025	TEP	Confer w/ constituent re case status.	0.1	\$1,455.00	\$145.50
1/31/2025	NRM	Prepare materials re constituent inquiry.	0.7	\$810.00	\$567.00
Total			25.50		\$32,558.50
.16 Travel					
1/12/2025	JAL	Travel to Richmond for hearing.	0.9	\$760.00	\$684.00
1/12/2025	NRM	Travel to Richmond for hearing.	0.9	\$405.00	\$364.50
1/13/2025	JAL	Travel from Richmond.	2.1	\$760.00	\$1,596.00
1/13/2025	NRM	Travel from Richmond.	3.1	\$405.00	\$1,255.50
1/21/2025	JAL	Travel to Richmond for mediation.	0.9	\$760.00	\$684.00
1/21/2025	TEP	Travel to Richmond for mediation.	1.6	\$727.50	\$1,164.00
1/21/2025	NRM	Travel to mediation in Richmond.	0.8	\$405.00	\$324.00
1/22/2025	JAL	Travel from Richmond mediation.	2.1	\$760.00	\$1,596.00
1/22/2025	TEP	Travel from Richmond mediation.	2.4	\$727.50	\$1,746.00
1/22/2025	NRM	Travel from Richmond mediation.	1.6	\$405.00	\$648.00
Total			16.40		\$10,062.00
.18 Fee Applications-Others					
1/13/2025	NRM	Review Morgan Lewis interim fee application (.6); correspond w/ JAL re same (.1).	0.7	\$810.00	\$567.00
1/14/2025	JAL	Review draft Morgan Lewis interim fee application.	0.5	\$1,520.00	\$760.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.18 Fee Applications-Others					
1/14/2025	NRM	Correspond w/ JAL re revisions to Morgan Lewis interim fee application (.3); correspond w/ KNF re same (.2); correspond w/ D. Shim, B. Edwards, D. Cox, JAL, and CG re same (.2); review interim fee application (.2).	0.9	\$810.00	\$729.00
1/17/2025	NRM	Correspond w/ D. Shim re Morgan Lewis monthly statement.	0.1	\$810.00	\$81.00
1/21/2025	JAL	Review Morgan Lewis monthly fee statement.	0.2	\$1,520.00	\$304.00
1/21/2025	NRM	Review Morgan Lewis monthly fee statement (.2); correspond w/ JAL and CG re same (.2); correspond w/ D. Shim re same (.2).	0.6	\$810.00	\$486.00
1/28/2025	JAL	Review and analyze NERA monthly fee statement.	0.4	\$1,520.00	\$608.00
1/29/2025	NRM	Correspond w/ D. Eggert re NERA monthly fee statement.	0.2	\$810.00	\$162.00
1/31/2025	JAL	Review NERA monthly fee statement.	0.3	\$1,520.00	\$456.00
1/31/2025	NRM	Revise NERA monthly fee statement (.4); correspond w/ D. Eggert re same (.1); correspond w/ JAL and CG re same (.2).	0.7	\$810.00	\$567.00
Total			4.60		\$4,720.00
Total Professional Services			241.1		\$264,924.00

PERSON RECAP

Person		Title	Hours	Rate	Amount
JAL	Jeffrey A. Liesemer	Member	42.8	\$1,520.00	\$65,056.00
JAL	Jeffrey A. Liesemer	Member	6.0	\$760.00	\$4,560.00
KCM	Kevin C. Maclay	Member	4.2	\$1,970.00	\$8,274.00
ACM	Ann C. McMillan	Member	3.9	\$1,200.00	\$4,680.00
TEP	Todd E. Phillips	Member	56.2	\$1,455.00	\$81,771.00
TEP	Todd E. Phillips	Member	4.0	\$727.50	\$2,910.00
JPW	James P. Wehner	Member	1.9	\$1,520.00	\$2,888.00
JRK	Jeanna Rickards Koski	Of Counsel	6.4	\$955.00	\$6,112.00
NRM	Nathaniel R. Miller	Of Counsel	90.8	\$810.00	\$73,548.00
NRM	Nathaniel R. Miller	Of Counsel	6.4	\$405.00	\$2,592.00
KCZ	Katy C. Zende	Of Counsel	10.5	\$760.00	\$7,980.00
MEB	Matthew E. Beckerman	Associate	4.6	\$550.00	\$2,530.00
CG	Cecilia Guerrero	Paralegal	3.4	\$595.00	\$2,023.00

DISBURSEMENTS

Date	Description of Disbursements	Amount
01/12/2025	Trvl Exp - Meals - Meal for JAL & NRM in Richmond [.16]	\$178.22
01/13/2025	Trvl Exp - Meals - Meal for JAL & NRM in Richmond [.16]	\$56.67
01/21/2025	PACER SERVICE CENTER - Pacer Charges [.10]	\$59.20
01/21/2025	PACER SERVICE CENTER - Pacer Charges [.10]	\$3.80
01/21/2025	PACER SERVICE CENTER - Pacer Charges [.10]	\$0.70
01/21/2025	PACER SERVICE CENTER - Pacer Charges [.10]	\$10.50
01/22/2025	Trvl Exp - Hotel stay charges in Richmond 1/21-1/22 (NRM) [.16]	\$458.14
01/22/2025	Trvl Exp - Meals - Meal for JAL & NRM in Richmond [.16]	\$55.54
01/22/2025	Trvl Exp - Meals - Meal for NRM in Richmond [.16]	\$5.66
01/22/2025	Trvl Exp - Hotel stay charges in Richmond 1/21 (JAL) [.16]	\$458.14
01/27/2025	Outside Duplication Service - (BDS, LLC) Hearing prep [.10]	\$79.03
01/29/2025	Trvl Exp - Hotel stay charges in Richmond 1/12-1/13 (JAL) [.16]	\$289.54
01/31/2025	Database Research - Westlaw - MEB - 01/07-29/2025 [.10]	\$66.71
01/31/2025	Database Research - Lexis - NRM - 01/09-24/2025 [.10]	\$148.25
01/31/2025	Database Research - Lexis - MEB - 01/29/2025 [.10]	\$50.78
01/31/2025	Database Research - Lexis - CG - 01/14/2025 [.10]	\$97.46
Total Disbursements		\$2,018.34
Total Services		\$264,924.00
Total Disbursements		\$2,018.34
Total Current Charges		\$266,942.34

TASK RECAP

Services

<u>Category</u>	<u>Hours</u>	<u>Amount</u>
.03	1.00	\$874.50
.04	0.30	\$200.00
.07	6.70	\$7,267.50
.10	186.60	\$209,241.50
.15	25.50	\$32,558.50
.16	16.40	\$10,062.00
.18	4.60	\$4,720.00
	<u>241.10</u>	<u>\$264,924.00</u>

Disbursements

<u>Category</u>	<u>Amount</u>
.10	\$516.43
.16	\$1,501.91
	<u>\$2,018.34</u>

BREAKDOWN BY PERSON

<u>Person</u>	<u>Category</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
TEP Todd E. Phillips	.03	0.10	\$1,455.00	\$145.50
NRM Nathaniel R. Miller	.03	0.90	\$810.00	\$729.00
NRM Nathaniel R. Miller	.04	0.10	\$810.00	\$81.00
CG Cecilia Guerrero	.04	0.20	\$595.00	\$119.00
JAL Jeffrey A. Liesemer	.07	1.00	\$1,520.00	\$1,520.00
KCM Kevin C. Maclay	.07	0.40	\$1,970.00	\$788.00
TEP Todd E. Phillips	.07	2.10	\$1,455.00	\$3,055.50
CG Cecilia Guerrero	.07	3.20	\$595.00	\$1,904.00
JAL Jeffrey A. Liesemer	.10	36.30	\$1,520.00	\$55,176.00
KCM Kevin C. Maclay	.10	3.20	\$1,970.00	\$6,304.00
ACM Ann C. McMillan	.10	3.30	\$1,200.00	\$3,960.00
TEP Todd E. Phillips	.10	41.50	\$1,455.00	\$60,382.50
JPW James P. Wehner	.10	1.90	\$1,520.00	\$2,888.00
JRK Jeanna Rickards Koski	.10	6.40	\$955.00	\$6,112.00
NRM Nathaniel R. Miller	.10	78.90	\$810.00	\$63,909.00
KCZ Katy C. Zende	.10	10.50	\$760.00	\$7,980.00

BREAKDOWN BY PERSON

Person		Category	Hours	Rate	Amount
MEB	Matthew E. Beckerman	.10	4.60	\$550.00	\$2,530.00
JAL	Jeffrey A. Liesemer	.15	4.10	\$1,520.00	\$6,232.00
KCM	Kevin C. Maclay	.15	0.60	\$1,970.00	\$1,182.00
ACM	Ann C. McMillan	.15	0.60	\$1,200.00	\$720.00
TEP	Todd E. Phillips	.15	12.50	\$1,455.00	\$18,187.50
NRM	Nathaniel R. Miller	.15	7.70	\$810.00	\$6,237.00
JAL	Jeffrey A. Liesemer	.16	6.00	\$760.00	\$4,560.00
TEP	Todd E. Phillips	.16	4.00	\$727.50	\$2,910.00
NRM	Nathaniel R. Miller	.16	6.40	\$405.00	\$2,592.00
JAL	Jeffrey A. Liesemer	.18	1.40	\$1,520.00	\$2,128.00
NRM	Nathaniel R. Miller	.18	3.20	\$810.00	\$2,592.00
				241.10	\$264,924.00

CAPLIN & DRYSDALE

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Official Committee of Unsecured Creditors of Hopeman Brothers, Inc.

Invoice #: 360466

Page: 1

RE: Hopeman Brothers, Inc. bankruptcy

For Professional Services Rendered Through February 28, 2025

Total Services	\$228,186.00
Total Disbursements	\$4,836.35
Total Current Charges	\$233,022.35

Remittance Advice

[Payment is due upon receipt. If you should have any questions, please email accounting@capdale.com.](mailto:accounting@capdale.com)

Check Payable To:

Caplin & Drysdale, Chartered
Attn: Accounts Receivable
1200 New Hampshire Avenue NW 8th Floor
Washington, DC 20036

Wire Transfer:

Receiving Bank: Bank of America
ABA Wire Routing Number: 026009593
ABA ACH Routing Number: 054001204
Swift Code: BOFAUS3N
Beneficiary: Caplin & Drysdale, Chartered
Account Number: 001920814809

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We accept all major card companies. A service fee of 2.4% for Corporate Cards and 2.95% for Individual Cards will be added to all payments.

Please return this remittance page with your payment. Thank you.

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Official Committee of Unsecured Creditors of Hopeman Brothers, Inc.

April 01, 2025

Invoice #: 360466

Page: 1

RE: Hopeman Brothers, Inc. bankruptcy

For Professional Services Rendered Through February 28, 2025

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.04 Case Administration & Calendar Control					
2/3/2025	NRM	Correspond w/ CG re hearing.	0.1	\$810.00	\$81.00
2/6/2025	CG	Review, revise and file certificates of service.	0.4	\$595.00	\$238.00
2/7/2025	CG	Review, revise and file certificates of service.	0.5	\$595.00	\$297.50
2/11/2025	CG	Communications w/ NRM and chambers re hearing registration.	0.2	\$595.00	\$119.00
2/19/2025	CG	Update docketing calendar.	0.3	\$595.00	\$178.50
2/21/2025	CG	Review, revise and file certificates of service.	0.2	\$595.00	\$119.00
Total			1.70		\$1,033.00
.07 Fee Applications-Self					
2/2/2025	KCM	Review/edit December monthly fee application.	0.5	\$1,970.00	\$985.00
2/10/2025	JAL	Review draft CNO.	0.2	\$1,520.00	\$304.00
2/10/2025	NRM	Correspond w/ CG re CNO for fee application (.2); review same (.2).	0.4	\$810.00	\$324.00
2/10/2025	CG	Communications w/ UST, JAL, and NRM re LEDES files (.2); draft and revise CNO and proposed order re 2nd interim fee application and materials re same (.9); communications w/ NRM re same (.3); review communication w/ NRM and UST re fee-related issue (.2).	1.6	\$595.00	\$952.00
2/11/2025	NRM	Correspond w/ K. Montgomery, JAL, and CG re proposed order re interim fee application (.2); correspond w/ KCM, TEP, JAL, and CG re same (.2); review revised CNO and revise proposed order (.2); review monthly statement (.3).	0.9	\$810.00	\$729.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.07 Fee Applications-Self					
2/11/2025	CG	Draft and revise proposed order re 2nd interim fee application and materials re same (.6); communications w/ JAL and NRM re same (.2); review communication w/ NRM and UST re fee-related issue (.2); revise, finalize, and file monthly fee statement (1.3); communicate w/ NRM and JAL re same (.1).	2.4	\$595.00	\$1,428.00
2/21/2025	CG	Review and revise monthly fee statement.	0.8	\$595.00	\$476.00
2/27/2025	TEP	Review and edit monthly fee application (.9); confer w/ CG re same (.4).	1.3	\$1,455.00	\$1,891.50
2/27/2025	CG	Review and revise monthly fee statement (.7); confer w/ TEP re same (.4).	1.1	\$595.00	\$654.50
Total			9.20		\$7,744.00
.11 Plan & Disclosure Statement					
2/2/2025	TEP	Communications w/ NRM re FTI 524(g) analysis.	0.2	\$1,455.00	\$291.00
2/2/2025	NRM	Communications w/ TEP re FTI 524(g) analysis.	0.1	\$810.00	\$81.00
2/3/2025	NRM	Communications w/ TEP re 524(g) research.	0.1	\$810.00	\$81.00
2/4/2025	ACM	Confer w/ TEP re potential FCR candidate.	0.1	\$1,200.00	\$120.00
2/4/2025	TEP	Confer w/ ACM re potential FCR candidate.	0.1	\$1,455.00	\$145.50
2/6/2025	JAL	Teleconference w/ J. Raskin, TEP, and NRM re next steps.	0.2	\$1,520.00	\$304.00
2/6/2025	TEP	Communications w/ D. Cox re next steps (.2); communications w/ JAL and NRM re same (.2); review JAL communications re same (.1); confer w/ NRM re 524(g) issue (.1); confer w/ JAL, NRM, and J. Raskin re next steps (.2).	0.8	\$1,455.00	\$1,164.00
2/6/2025	NRM	Confer w/ TEP re 524(g) issue (.1); review and analyze FTI mediation presentation (.8); correspond w/ W. Scheff, TEP, C. Tully, M. Berkin, and S. Andelman re same (.2); confer w/ TEP, JAL, and J. Raskin re next steps (.2); correspond w/ J. Raskin, JAL, TEP, D. Cox, B. Edwards, and B. Nes re same (.1).	1.4	\$810.00	\$1,134.00
2/7/2025	JAL	Teleconference w/ NRM re next steps (.1); review and analyze Debtor's markup of draft term sheet (1.7); confer w/ TEP re same (.1).	1.9	\$1,520.00	\$2,888.00
2/7/2025	TEP	Review T. Brown communication re mediation issues (.1); review related materials (.2); confer w/ JAL re same (.1); confer w/ NRM re same (.1).	0.5	\$1,455.00	\$727.50
2/7/2025	NRM	Review revisions from Debtor to term sheet (.4); confer w/ TEP re same (.1); review and revise term sheet (2.2); draft and revise answers to Debtor's information requests (1.1); correspond w/ TEP, JAL, and KCM re same (.1).	3.9	\$810.00	\$3,159.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.11 Plan & Disclosure Statement					
2/8/2025	JAL	Review and analyze issues re 524(g) plan and draft term sheet.	1.1	\$1,520.00	\$1,672.00
2/8/2025	TEP	Review NRM communication re term sheet revisions (.3); communications w/ NRM re same (.1).	0.4	\$1,455.00	\$582.00
2/9/2025	ACM	Review revised term sheet and information request received from Debtor.	0.2	\$1,200.00	\$240.00
2/9/2025	JAL	Communications w/ NRM re status and upcoming hearing (.2); communications w/ TEP and NRM re next steps (.4); review and analyze proposed revisions re term sheet markup (.7).	1.3	\$1,520.00	\$1,976.00
2/9/2025	TEP	Communications w/ KCM, JAL, and NRM re mediation and term sheet next steps (.3); plan/prepare re next steps (.2).	0.5	\$1,455.00	\$727.50
2/10/2025	JAL	Communications w/ B. Edwards re mediation next steps (.2); communicate w/ T. Brown re mediation scheduling (.2); communications w/ B. Edwards, J. Raskin, and D. Cox re term sheet markup and next steps (.2); communications w/ C. Tully, S. Andelman, and W. Scheff at FTI re same (.5); review correspondence from J. Raskin re mediation issues (.6); review and analyze Debtor's information request in prep for call w/ mediator (1.3).	3.0	\$1,520.00	\$4,560.00
2/10/2025	NRM	Correspond w/ T. Long re omnibus hearing.	0.2	\$810.00	\$162.00
2/11/2025	JAL	Communications w/ NRM re status and next steps (.5); correspond w/ B. Edwards and J. Raskin re upcoming mediation session (.2); correspond w/ TEP re same (.1); teleconferences w/ NRM re same (.4); review and analyze correspondence from D. Cox re same (.4); review and analyze materials in prep for same (.8); review draft mediation talking points (.4).	2.8	\$1,520.00	\$4,256.00
2/11/2025	JRK	Research and analyze 524(g) plan issues (4.3); draft and revise analysis re same (3.1).	7.4	\$955.00	\$7,067.00
2/11/2025	NRM	Correspond w/ T. Long re omnibus hearing (.2); confer w/ T. Long re same (multiple) (.1); correspond w/ JAL, TEP and KCM re same (.3); correspond w/ CG re same (.2); review proposed agenda re same (.1); draft memorandum re meet and confer (4.1); correspond w/ JAL re same (.1); confer w/ JAL re mediation issues (multiple) (.4).	5.5	\$810.00	\$4,455.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.11 Plan & Disclosure Statement					
2/12/2025	JAL	Teleconference w/ NRM re next steps (.1); teleconference w/ NRM re draft term sheet and next steps (.1); teleconference w/ NRM and TEP re same (.2); review materials in prep for upcoming mediation session (.4); communications w/ C. Tully re mediation issue (.4); teleconference w/ B. Edwards, D. Cox, J. Raskin, NRM, and TEP (partial) in prep for mediation session (1.0); attend mediation session (1.7); review and analyze materials re proposed term sheet (2.4).	6.3	\$1,520.00	\$9,576.00
2/12/2025	TEP	Confer w/ B. Edwards, D. Cox, J. Raskin, NRM, and TEP re mediation and next steps (partial) (.8); conferences w/ potential FCR candidate re next steps (.2); confer w/ NRM and JAL re same (.2); review JAL and C. Tully communications re plan-related analysis (.2).	1.4	\$1,455.00	\$2,037.00
2/12/2025	NRM	Draft memorandum re combined hearing on disclosure statement and confirmation (.3); correspond w/ JAL re same (.1); confer w/ B. Edwards, D. Cox, J. Raskin, JAL, and TEP (partial) re mediation issues (1.0); attend mediation session (1.7); confer w/ JAL re same (.1); communications w/ TEP re same (.1); confer w/ JAL and TEP re same (.2); review correspondence from C. Tully re 524(g) plan issues (.1); research re follow-up questions from meet and confer (.3); correspond w/ CG re same (.1); research re liquidation analyses (.7); draft memorandum re same (.3); confer w/ JAL re same (.1); prepare re hearing (.6).	5.7	\$810.00	\$4,617.00
2/12/2025	CG	Fact research re 524(g) documents (.6); communicate w/ NRM re same (.1).	0.7	\$595.00	\$416.50
2/13/2025	JAL	Review correspondence from NRM re mediation-related issue (.2); attend hearing (.3); prep re same (.3); confer w/ NRM re same (.1); communications w/ C. Tully and W. Scheff re mediation-related issue and next steps (.4); review draft correspondence and accompanying materials to Debtor's counsel re same (.4); teleconference w/ C. Tully, W. Scheff, and NRM re same (.5); communications w/ TEP and NRM re proposed revisions to draft 524(g) term sheet (.9); review and revise draft term sheet (3.5).	6.6	\$1,520.00	\$10,032.00
2/13/2025	TEP	Communications w/ KCM, JAL, and NRM re term sheet revisions.	0.3	\$1,455.00	\$436.50

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.11 Plan & Disclosure Statement					
2/13/2025	NRM	Attend hearing (.3); prepare re same (.3); confer w/ JAL, C. Tully, and W. Scheff re liquidation analysis (.5); correspond w/ JAL, C. Tully, TEP, and W. Scheff re same (.1); research re mediation issues (.1); correspond w/ KNF re same (.1); draft analysis re settlement and plan-related research (2.4); confer w/ JAL re same (.1); communications w/ TEP, JAL, and KCM re revisions to term sheet (.3); correspond w/ KCM re same (.1); review and revise draft term sheet (2.1).	6.4	\$810.00	\$5,184.00
2/14/2025	JAL	Teleconferences w/ NRM re mediation issues and next steps (.4); teleconference w/ C. Tully, S. Andelman, M. Berkin, W. Scheff, and NRM re same (.6).	1.0	\$1,520.00	\$1,520.00
2/14/2025	KCM	Teleconference w/ TEP re term sheet issues.	0.1	\$1,970.00	\$197.00
2/14/2025	TEP	Communications w/ KCM, JAL, and NRM re plan-related issue (.2); confer w/ NRM re term sheet revisions (.1); confer w/ KCM re same (.1); review revisions to term sheet and communications w/ KCM, JAL, and NRM re same (.4); communications w/ JAL and D. Cox re same (.3).	1.1	\$1,455.00	\$1,600.50
2/14/2025	NRM	Confer w/ JAL re mediation issues (multiple) (.4); research re liquidation analysis (.8); communications w/ TEP, JAL, J. Raskin, D. Cox, and Debtor's counsel re mediation issues (.3); review correspondence from B. Edwards and D. Cox re same (.2); confer w/ C. Tully, M. Berkin, W. Scheff, S. Andelman, and JAL re liquidation analysis (.6); correspond w/ C. Tully, M. Berkin, W. Scheff, S. Andelman, and JAL re same (.3); communicate w/ TEP, KCM, and JAL re term sheet (.1); confer w/ TEP re same (.1).	2.8	\$810.00	\$2,268.00
2/16/2025	JAL	Review and revise draft term sheet.	1.0	\$1,520.00	\$1,520.00
2/16/2025	TEP	Communications w/ NRM re term sheet (.3); communications w/ NRM re plan-related issue (.2).	0.5	\$1,455.00	\$727.50
2/16/2025	NRM	Review and revise term sheet (2.7); correspond w/ TEP re same (.1); correspond w/ TEP, JAL, and KCM re same (.4); review and analyze liquidation analysis (1.5); confer w/ W. Scheff re same (.1); correspond w/ JAL re same (.1); correspond w/ KCM, JAL, and TEP re plan-related issue (.2).	5.1	\$810.00	\$4,131.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.11 Plan & Disclosure Statement					
2/17/2025	JAL	Teleconferences w/ NRM re draft term sheet (.2); teleconference w/ C. Tully, S. Andelman, W. Scheff, and NRM re mediation-related issue (.3); review materials in prep for call w/ FTI (.4); review draft correspondence re revised term sheet (.5); review and analyze revised draft mediation materials (.7); review draft materials from FTI re same (.9).	3.0	\$1,520.00	\$4,560.00
2/17/2025	TEP	Communications w/ KCM, JAL, and NRM re term sheet revisions and next steps.	0.2	\$1,455.00	\$291.00
2/17/2025	NRM	Confer w/ JAL, C. Tully, W. Scheff, and S. Andelman re liquidation analysis (.3); communications w/ KCM re term sheet revisions (.2); communications w/ TEP re same (.2); communications w/ KCM re same (.3); confer w/ JAL re same (multiple) (.2); correspond w/ D. Cox, B. Edwards, B. Nes, J. Raskin, JAL, TEP, and KCM re same (.3); review and revise term sheet (3.1); correspond w/ KCM, TEP, and JAL re meet and confer (.2).	4.8	\$810.00	\$3,888.00
2/18/2025	JAL	Teleconferences w/ NRM re revisions to draft mediation materials (.3); communicate w/ NRM re same (.1); communicate w/ TEP re next steps (.1); confer w/ TEP and NRM re Debtor meeting (.1); review revised draft mediation-related materials (.2); communications w/ TEP and NRM re draft communication to Debtor (.3); conferences w/ NRM re same (.3); review and analyze materials re mediation issues (.3).	1.7	\$1,520.00	\$2,584.00
2/18/2025	TEP	Conferences w/ NRM re Debtor communication (.2); review and edit draft re same (.1); communications w/ JAL and NRM re same (.2); confer w/ JAL and NRM re Debtor meeting (.1); review Debtor and NRM communications re same (.2).	0.8	\$1,455.00	\$1,164.00
2/18/2025	NRM	Conferences w/ JAL re mediation materials (.3); confer w/ W. Scheff re same (.1); confer w/ S. Andelman re same (.1); correspond w/ S. Andelman, W. Scheff, JAL, C. Tully, and M. Berkin re same (.1); confer w/ TEP and JAL re Debtor meeting (.1); conferences w/ TEP re same (.2); correspond w/ B. Edwards, D. Cox, J. Raskin, TEP, and JAL re same (.3); correspond w/ Debtor's counsel and Judge Huennekens re same (.2); conferences w/ JAL re same (.3); research re revisions to term sheet (.7); review and revise memo re plan-related research (1.0).	3.4	\$810.00	\$2,754.00
2/19/2025	JAL	Review and analyze Debtor's motions re exclusivity and stay issues (1.2); review and analyze Debtor's markup of draft term sheet and related materials re prep for mediation session (1.8).	3.0	\$1,520.00	\$4,560.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.11 Plan & Disclosure Statement					
2/19/2025	TEP	Review J. Rovira communication re term sheet revisions and upcoming mediation (.1); review NRM and C. Tully communications re same (.2); prepare for mediation session (.3).	0.6	\$1,455.00	\$873.00
2/19/2025	NRM	Correspond w/ TEP re meeting w/ Debtor (.1); correspond w/ C. Tully, W. Scheff, JAL, and TEP re same (.2); review Debtor's motions re exclusivity and stay issues (.5); review research memo re same (.2); correspond w/ JAL, TEP and CG re same (.3); correspond w/ JAL re omnibus hearing (.1); review and analyze Debtor's markups to mediation materials (.8); correspond w/ C. Tully, W. Scheff, M. Berkin, S. Andelman, TEP, and JAL re same (.3).	2.5	\$810.00	\$2,025.00
2/20/2025	JAL	Review and revise draft term sheet (2.4); review and analyze revised mediation-related materials (1.0); teleconference w/ NRM re edits to draft term sheet (.1); review correspondence and attachments from NRM re edits to draft term sheet (.2); communications w/ TEP and NRM re same (.4); teleconference w/ TEP, NRM, D. Cox, J. Raskin, C. Tully, W. Scheff, and S. Andelman re liquidation analysis (.6); review and analyze materials in prep for call w/ FTI (.5); teleconference w/ TEP, NRM, and C. Tully re same (.3); attend mediation session (.7); review materials in prep for mediation session (.2); confer w/ TEP re same (.1); review and revise correspondence re same (.2).	6.7	\$1,520.00	\$10,184.00
2/20/2025	TEP	Confer w/ JAL, NRM, and C. Tully re mediation prep (.3); prepare for mediation (.2); attend mediation session (.7); conference w/ JAL re same (.1); review C. Tully communications re liquidation analysis (.1); teleconference w/ JAL, NRM, D. Cox, J. Raskin, C. Tully, W. Scheff, and S. Andelman re same (.6); review JAL communication re term sheet revisions (.1); conferences w/ NRM re same (.4); review revisions to term sheet and communications w/ KCM, JAL, and NRM re same (.5); communications w/ JAL and NRM re term sheet finalization (.3).	3.3	\$1,455.00	\$4,801.50

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.11 Plan & Disclosure Statement					
2/20/2025	NRM	Confer w/ TEP, JAL, and C. Tully re mediation prep (.3); attend mediation session (.7); correspond w/ W. Scheff re background materials for liquidation analysis (.1); communicate w/ CG re same (.1); correspond w/ JAL re omnibus hearing issue (.1); confer w/ JAL, TEP, D. Cox, J. Raskin, C. Tully, W. Scheff, and S. Andelman re liquidation analysis (.6); conferences w/ TEP re term sheet revisions (.4); confer w/ JAL re same (.1); correspond w/ KCM re same (.2); communications w/ TEP and JAL re same (.3); confer w/ J. Raskin re same (.2); review and revise term sheet (1.1); correspond w/ JAL and TEP re same (.3); correspond w/ KCM, TEP, and JAL re same (.2); correspond w/ Debtor's counsel and Judge Huennekens re same (.1); review liquidation analysis (.7); correspond w/ JAL and TEP re same (.3); correspond w/ W. Scheff and S. Andelman re same (.1).	5.9	\$810.00	\$4,779.00
2/20/2025	CG	Prepare expert materials and communicate w/ NRM re same.	0.2	\$595.00	\$119.00
2/21/2025	JAL	Draft and revise correspondence to M. Mintz re developments and case status (.7); correspond w/ NRM re mediation-related issues (.3); review correspondence from D. Cox re same (.1); correspond w/ TEP and NRM re same (.2); review and analyze revised draft of mediation-related materials and related correspondence (1.1); correspond w/ NRM and TEP re same (.4); teleconference w/ TEP, KCM (partial), NRM, and JPW (partial) re liquidation analysis and next steps (partial) (1.4).	4.2	\$1,520.00	\$6,384.00
2/21/2025	JPW	Teleconference w/ TEP, KCM (partial), JAL (partial), NRM re liquidation analysis (partial).	1.2	\$1,520.00	\$1,824.00
2/21/2025	KCM	Teleconferences w/ TEP re liquidation analysis and next steps (.3); teleconference w/ TEP, JAL (partial), NRM, and JPW (partial) re liquidation analysis (partial) (.5).	0.8	\$1,970.00	\$1,576.00
2/21/2025	TEP	Review D. Cox, C. Tully, and J. Raskin communications re liquidation analysis (.3); communications w/ JAL and NRM re liquidation analysis revisions and next steps (.5); review revisions to liquidation analysis (.4); conferences w/ NRM re same (.3); conferences w/ KCM re same (.3); plan/prepare re next steps (.1); confer w/ KCM (partial), JAL (partial), NRM, and JPW (partial) re liquidation analysis (1.6); communications w/ NRM re same (.2).	3.7	\$1,455.00	\$5,383.50

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.11 Plan & Disclosure Statement					
2/21/2025	NRM	Correspond w/ P. Barrett re term sheet issues (.1); communications w/ TEP and JAL re same (.4); correspond w/ S. Andelman re same (.2); correspond w/ C. Tully, W. Scheff, and S. Andelman re same (.1); confer w/ TEP, KCM (partial), JAL (partial), and JPW (partial) re liquidation analysis (1.6); confer w/ J. Raskin re same (.1); communications w/ D. Cox re same (.1); conferences w/ TEP re same (.3); review liquidation analysis (.8); correspond w/ TEP and JAL re same (.4); correspond w/ C. Tully, W. Scheff, and S. Andelman re same (.2); correspond w/ D. Cox, J. Raskin, TEP, and JAL re same (.1); correspond w/ W. Scheff, C. Tully, S. Andelman, TEP, and JAL re same (.2); communications w/ KCM re same (.1); correspond w/ D. Cox, J. Raskin, W. Scheff, C. Tully, JAL, KCM, TEP, B. Edwards, B. Nes, S. Andelman, and M. Berkin re same (.2); correspond w/ D. Cox re same (.1); correspond w/ S. Andelman and W. Scheff re same (.1); correspond w/ Debtor's counsel and K. Huennekens re same (.1).	5.2	\$810.00	\$4,212.00
2/22/2025	NRM	Review correspondence from K. Huennekens re mediation issues.	0.1	\$810.00	\$81.00
2/24/2025	JAL	Teleconference w/ NRM re case status and Debtor's stay motion (.4); review letter from Liberty counsel re mediation and communications w/ TEP and NRM re same (.2); communications w/ NRM re upcoming hearing (.2).	0.8	\$1,520.00	\$1,216.00
2/24/2025	NRM	Teleconference w/ JAL re case status and Debtor's stay motion (.4); prepare re same (.1); review letter from Liberty Mutual re mediation (.2); correspond w/ B. Edwards, D. Cox, J. Raskin, B. Nes, JAL, TEP, and KCM re same (.1); research re potential plan issues (.7); draft memo re same (.4).	1.9	\$810.00	\$1,539.00
2/25/2025	ACM	Review and analyze term sheets.	0.3	\$1,200.00	\$360.00
2/25/2025	JAL	Review correspondence from T. Brown re mediation issue (.1); confer w/ TEP and NRM re plan issue (.1); review draft correspondence to Debtor's counsel (.4); confer w/ NRM re same (.1).	0.7	\$1,520.00	\$1,064.00
2/25/2025	TEP	Confer w/ NRM and JAL re Debtor plan inquiry (.1); research re same (.1); confer w/ NRM re same (.1); communications w/ KCM, JAL, and NRM re next steps (.1).	0.4	\$1,455.00	\$582.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.11 Plan & Disclosure Statement					
2/25/2025	NRM	Confer w/ TEP and JAL re plan-related research (.1); confer w/ JAL re same (.1); confer w/ TEP re same (.1); draft and revise memo re same (2.3); correspond w/ JAL re same (.2); correspond w/ T. Brown and JAL re same (.1).	2.9	\$810.00	\$2,349.00
2/25/2025	CG	Fact research re 524(g) materials (1.6); communications w/ NRM re same (.2).	1.8	\$595.00	\$1,071.00
2/26/2025	ACM	Review proposed changes to term sheet (.2); exchange e-mails w/ TEP re same (.1).	0.3	\$1,200.00	\$360.00
2/26/2025	JAL	Review and analyze Debtor's markup of mediation-related documents (.6); communications w/ TEP, NRM, and KCM re same (.2); communications w/ NRM re developments and next steps (.3).	1.1	\$1,520.00	\$1,672.00
2/26/2025	TEP	Communications w/ KCM, JAL, and NRM re Debtor call and next steps (.3); review T. Brown communications re mediation and next steps (.1).	0.4	\$1,455.00	\$582.00
2/26/2025	NRM	Review correspondence from T. Brown re term sheet (.1); communications w/ JAL and TEP re meet and confer (.2); correspond w/ C. Tully, W. Scheff, S. Andelman, JAL, and TEP re same (.2); correspond w/ T. Brown, J. Rovira, J. Raskin, D. Cox, B. Edwards, JAL, and TEP re same (.4); review Debtor's proposed edits to term sheet (.2); draft and revise status report (.7).	1.8	\$810.00	\$1,458.00
2/27/2025	ACM	Review proposed changes to term sheet.	0.1	\$1,200.00	\$120.00
2/27/2025	JAL	Attend mediation session (.5); review and analyze HII markup of draft term sheet and related materials (.8); confer w/ TEP and NRM re same (.2); communications w/ TEP and NRM re developments and next steps (.2); confer w/ TEP re same (.1); review edits to draft joint status report (.3); teleconference w/ TEP, NRM, and J. Raskin re HII markup and next steps (.2); communications w/ D. Cox re same (.3); review and analyze proposed markup of draft term sheet (.8); communications w/ NRM and TEP re same (.2); communications w/ TEP and NRM re mediation-related issues (.3).	3.9	\$1,520.00	\$5,928.00
2/27/2025	TEP	Prepare for mediation (.2); attend mediation session (.5); confer w/ NRM re same (.1); confer w/ JAL and NRM re HII issues (.2); confer w/ JAL, NRM, and J. Raskin re same (.2); confer w/ JAL re same (.1); conferences w/ NRM re revisions to term sheet (.2); communications w/ JAL and NRM re same (.1).	1.6	\$1,455.00	\$2,328.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.11 Plan & Disclosure Statement					
2/27/2025	NRM	Confer w/ TEP re mediation issue (.1); attend mediation session (.5); confer w/ J. Raskin, TEP, and JAL re same (.2); review HII proposed revisions to term sheet (.3); conferences w/ TEP re same (.2); research re draft Exhibit B to term sheet (.4); confer w/ AKH re same (.2); correspond w/ AKH re same (.2); confer w/ JAL and TEP re same (.2); review and revise term sheet (2.1); correspond w/ TEP and JAL re same (.4); review revisions from JAL re same (.2); revise status report (.1); correspond w/ B. Edwards, D. Cox, J. Raskin, TEP, and JAL re same (.3); correspond w/ T. Brown, J. Rovira, T. Long, TEP, and JAL re same (.2); research re dismissal issue (.9); correspond w/ CG re same (.2).	6.7	\$810.00	\$5,427.00
2/27/2025	AKH	Confer w/ NRM re preparation for settlement (.2); review and revise materials re same (.6).	0.8	\$550.00	\$440.00
2/27/2025	CG	Fact research re dismissal stip (1.8); communications w/ NRM re same (.3).	2.1	\$595.00	\$1,249.50
2/28/2025	ACM	Teleconference w/ TEP re term sheet issues (.1); review revised term sheet (.1); communications w/ TEP re same (.1).	0.3	\$1,200.00	\$360.00
2/28/2025	JAL	Communications w/ TEP, NRM, and KCM re comments on term sheet markup (.4); attend mediation session (.5); communications w/ J. Raskin re term sheet issue (.2); teleconference w/ TEP re next steps (.1); communications w/ P. Barrett re markup of term sheet (.4); teleconference w/ J. Raskin re term sheet issue (.1); communications w/ TEP and NRM re same (.2); confer w/ NRM re same (.1); communications w/ TEP and NRM re case status (.3); review and analyze draft correspondence to HII counsel re mediation issues (.6); review and analyze HII markup of draft term sheet (.6); review proposed third interim stay order (.2); communications w/ T. Long re same (.2); communicate w/ J. Rovira re mediation issue (.1); review and analyze pending issues and next steps (1.2); communications w/ J. Raskin and D. Cox re developments and next steps (.4); teleconference w/ TEP and NRM re revisions to draft term sheet and next steps (.2); teleconference w/ TEP, NRM, J. Raskin, and D. Cox re same (.3); review NRM proposed revisions to draft term sheet (.3).	6.4	\$1,520.00	\$9,728.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.11 Plan & Disclosure Statement					
2/28/2025	TEP	Communications w/ JAL and NRM re term sheet revisions (.2); conferences w/ NRM re same (.3); confer w/ ACM re same (.1); prepare for mediation (.1); attend mediation session (.5); review J. Raskin and JAL communications re term sheet (.2); confer w/ JAL re same (.1); communications w/ JAL and NRM re same (.3); communications w/ JAL and NRM re term sheet revisions (.1); confer w/ JAL and NRM re same (.2); confer w/ JAL, NRM, D. Cox, and J. Raskin re same (.3); review revisions to term sheet (.4); communications w/ JAL and NRM re same (.3); communications w/ ACM re same (.2).	3.3	\$1,455.00	\$4,801.50
2/28/2025	NRM	Review correspondence from TEP and JAL re term sheet (.3); confer w/ JAL re same (.1); conferences w/ TEP re same (.3); attend mediation session (.5); correspond w/ Debtor, HII, K. Huennkens, TEP, and JAL re proposed revisions to term sheet (.1); review HII revisions to term sheet (.3); review correspondence from JAL, D. Cox, and J. Raskin re same (.3); confer w/ TEP and JAL re same (.2); confer w/ TEP, JAL, J. Raskin, and D. Cox re same (.3); correspond w/ TEP, JAL, J. Raskin, B. Edwards, and D. Cox re same (.3); review and revise term sheet (1.6); draft stipulation of dismissal (.7); correspond w/ JAL, TEP, and CG re same (.2); correspond w/ CG re status report (.3); correspond w/ JAL re same (.1).	5.6	\$810.00	\$4,536.00
2/28/2025	CG	Review and revise stip re dismissal and joint status report (.3); communications w/ NRM re same (.2); finalize and file joint status report (.4); communicate w/ noticing agent re same (.1).	1.0	\$595.00	\$595.00
Total			166.20		\$189,864.50
.15 Committee Meetings/Conferences					
2/3/2025	JAL	Communications w/ NRM and TEP re draft agenda and minutes.	0.2	\$1,520.00	\$304.00
2/3/2025	TEP	Communications w/ NRM re FTI presentation to Committee (.1); confer w/ C. Tully, W. Scheff, S. Andelman, and NRM re upcoming Committee meeting (.3); communications w/ NRM re minutes/agenda (.2).	0.6	\$1,455.00	\$873.00
2/3/2025	NRM	Draft and revise minutes for Committee meeting (.3); draft agenda re same (.1); correspond w/ TEP, JAL, and KCM re same (.1); correspond w/ Committee re same (.1); prepare materials re constituent inquiry (.4); correspond w/ TEP re same (.1); confer w/ C. Tully, W. Scheff, S. Andelman, and TEP re upcoming Committee meeting (.3); correspond w/ C. Tully, W. Scheff, S. Andelman, and TEP re same (.2).	1.6	\$810.00	\$1,296.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.15 Committee Meetings/Conferences					
2/4/2025	JAL	Attend Committee meeting.	0.6	\$1,520.00	\$912.00
2/4/2025	TEP	Attend Committee meeting (.6); conferences w/ NRM re same (.2).	0.8	\$1,455.00	\$1,164.00
2/4/2025	NRM	Attend Committee meeting (.6); conferences w/ TEP re same (.2); draft minutes re same (.1); correspond w/ Committee re presentation (.1); correspond w/ JAL re same (.1).	1.1	\$810.00	\$891.00
2/6/2025	TEP	Communications w/ constituent re case status.	0.1	\$1,455.00	\$145.50
2/7/2025	TEP	Communications w/ JAL and NRM re upcoming Committee meeting (.3); communications w/ Committee co-chairs re same (.2).	0.5	\$1,455.00	\$727.50
2/9/2025	TEP	Communications w/ NRM re Committee meeting (.1); review NRM communication re same (.1).	0.2	\$1,455.00	\$291.00
2/9/2025	NRM	Correspond w/ Committee re meeting (.1); correspond w/ TEP re constituent inquiry (.2).	0.3	\$810.00	\$243.00
2/10/2025	TEP	Communications w/ Committee co-chairs re Committee meeting (.1); communications w/ KCM, JAL, and NRM re same (.1).	0.2	\$1,455.00	\$291.00
2/11/2025	TEP	Communications w/ NRM re Committee meeting.	0.1	\$1,455.00	\$145.50
2/12/2025	TEP	Confer w/ Committee co-chair re mediation and next steps.	0.1	\$1,455.00	\$145.50
2/14/2025	TEP	Confer w/ constituent and B. Edwards re case status.	0.1	\$1,455.00	\$145.50
2/14/2025	NRM	Correspond w/ TEP, JAL, and KCM re constituent inquiry.	0.1	\$810.00	\$81.00
2/16/2025	NRM	Draft and revise Committee meeting minutes (.2); draft agenda re same (.1); correspond w/ TEP, JAL, and KCM re same (.1).	0.4	\$810.00	\$324.00
2/17/2025	JAL	Review draft communication to Committee.	0.3	\$1,520.00	\$456.00
2/17/2025	TEP	Review and edit agenda and communication to Committee and communications w/ KCM, JAL, and NRM re same.	0.3	\$1,455.00	\$436.50
2/18/2025	JAL	Review and revise draft communication to Committee (.4); review materials in prep for Committee meeting (.9); confer w/ TEP re same (.1); attend Committee meeting (.5).	1.9	\$1,520.00	\$2,888.00
2/18/2025	TEP	Confer w/ NRM re upcoming Committee meeting (.1); prepare for Committee meeting (.1); attend Committee meeting (.5).	0.7	\$1,455.00	\$1,018.50
2/18/2025	NRM	Attend Committee meeting (.5); draft minutes re same (.2); correspond w/ C. Tully re same (.1); correspond w/ Committee re same (.1); confer w/ TEP re upcoming Committee meeting (.1).	1.0	\$810.00	\$810.00
2/19/2025	JAL	Review and revise draft communication to Committee.	0.4	\$1,520.00	\$608.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.15 Committee Meetings/Conferences					
2/19/2025	TEP	Communications w/ KCM, JAL, and NRM re Committee update communication.	0.2	\$1,455.00	\$291.00
2/19/2025	NRM	Draft correspondence to Committee re Debtor's motions to extend exclusivity and automatic stay (.7); correspond w/ TEP, JAL, and KCM re same (.2).	0.9	\$810.00	\$729.00
2/21/2025	TEP	Confer w/ constituent re case status and next steps.	0.2	\$1,455.00	\$291.00
2/21/2025	NRM	Review correspondence from constituent (.1); correspond w/ JAL re same (.2); draft talking points re same (.4); correspond w/ constituent re same (.1).	0.8	\$810.00	\$648.00
2/24/2025	JAL	Communications w/ TEP and NRM re Committee meeting agenda.	0.6	\$1,520.00	\$912.00
2/24/2025	TEP	Communications w/ JAL and NRM re upcoming Committee meeting (.1); communications w/ NRM re Committee communication (.1); review Committee member and NRM communications re mediation issue (.1); review NRM and JAL communications re minutes and agenda (.2); communications w/ KCM re same (.1).	0.6	\$1,455.00	\$873.00
2/24/2025	NRM	Communications w/ TEP, KCM, and JAL re Committee meeting (.1); communications w/ TEP re same (.1); review communications w/ JAL re same (.2); draft and revise meeting minutes (.4); draft and revise agenda (.1); correspond w/ Committee re same (.1); correspond w/ Committee re insurer issue (.1); correspond w/ C. Tully, W. Scheff, and S. Andelman re Committee meeting (.1).	1.2	\$810.00	\$972.00
2/25/2025	JAL	Conferences w/ TEP re upcoming Committee meeting (.2); review materials in prep for Committee meeting (.6); attend Committee meeting (.3).	1.1	\$1,520.00	\$1,672.00
2/25/2025	TEP	Prepare for Committee meeting (.4); attend Committee meeting (.3); conferences w/ JAL re same (.2).	0.9	\$1,455.00	\$1,309.50
2/25/2025	NRM	Attend Committee meeting (.3); prepare re same (.1).	0.4	\$810.00	\$324.00
2/26/2025	NRM	Correspond w/ Committee re Debtor's proposed revisions to term sheet.	0.1	\$810.00	\$81.00
2/27/2025	TEP	Confer w/ Committee co-chair re term sheet and mediation update.	0.1	\$1,455.00	\$145.50
2/27/2025	NRM	Correspond w/ Committee re HII revisions to term sheet (.1); correspond w/ Committee re joint status report (.1).	0.2	\$810.00	\$162.00
Total			18.90		\$22,606.50

.17 Docket Review & File Maintenance

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.17 Docket Review & File Maintenance					
2/3/2025	CG	Review dockets and relevant communications and update internal files re same.	0.3	\$595.00	\$178.50
2/4/2025	CG	Review dockets and relevant communications and update internal files re same.	0.4	\$595.00	\$238.00
2/10/2025	CG	Review dockets and relevant communications and update internal files re same.	0.6	\$595.00	\$357.00
2/11/2025	CG	Review dockets and relevant communications and update internal files re same.	0.3	\$595.00	\$178.50
2/25/2025	CG	Communications w/ court reporter re hearing transcripts (.1); update internal files re same (.1).	0.2	\$595.00	\$119.00
2/26/2025	CG	Communications w/ court reporter re hearing transcripts (.3); update internal files re same (.1).	0.4	\$595.00	\$238.00
Total			2.20		\$1,309.00
.18 Fee Applications-Others					
2/4/2025	NRM	Revise CNO for Morgan Lewis interim fee application (.1); correspond w/ C. DeSantis re same (.2); confer w/ CG re same (.1).	0.4	\$810.00	\$324.00
2/4/2025	CG	Confer w/ NRM re Morgan Lewis interim fee application.	0.1	\$595.00	\$59.50
2/7/2025	JAL	Review draft CNO re Morgan Lewis interim fee application.	0.4	\$1,520.00	\$608.00
2/7/2025	NRM	Revise CNO for Morgan Lewis interim fee application (.6); correspond w/ JAL and CG re same (.3).	0.9	\$810.00	\$729.00
2/7/2025	CG	Review and file Morgan Lewis CNO (.3); communications w/ NRM re same (.2).	0.5	\$595.00	\$297.50
2/10/2025	CG	Draft and revise CNO and proposed order re FTI interim fee application (.6); communications w/ NRM re same (.2).	0.8	\$595.00	\$476.00
2/11/2025	CG	Draft and revise CNO and proposed order re FTI interim fee application (.9); communications w/ JAL and NRM re same (.2).	1.1	\$595.00	\$654.50
2/16/2025	JAL	Review FTI draft monthly fee statement.	0.4	\$1,520.00	\$608.00
2/16/2025	NRM	Correspond w/ JAL and CG re FTI monthly fee statement (.1); correspond w/ S. Andelman, C. Tully, and W. Scheff re same (.2).	0.3	\$810.00	\$243.00
2/17/2025	CG	Review, finalize and file FTI monthly fee statement (.3); communicate w/ noticing agent re same (.1).	0.4	\$595.00	\$238.00
2/19/2025	JAL	Review and comment on Morgan Lewis monthly fee statement (.3); correspond w/ NRM re same (.1).	0.4	\$1,520.00	\$608.00
2/19/2025	NRM	Review Morgan Lewis monthly fee statement (.4); confer w/ CG re same (.1); correspond w/ JAL re same (.1).	0.6	\$810.00	\$486.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.18 Fee Applications-Others					
2/19/2025	CG	Confer w/ NRM re Morgan Lewis monthly fee statement.	0.1	\$595.00	\$59.50
2/21/2025	CG	Review, finalize and file Morgan Lewis monthly fee statement (.3); communicate w/ noticing agent re same (.1).	0.4	\$595.00	\$238.00
Total			6.80		\$5,629.00
Total Professional Services			205.0		\$228,186.00

PERSON RECAP

Person		Title	Hours	Rate	Amount
JAL	Jeffrey A. Liesemer	Member	63.2	\$1,520.00	\$96,064.00
KCM	Kevin C. Maclay	Member	1.4	\$1,970.00	\$2,758.00
ACM	Ann C. McMillan	Member	1.3	\$1,200.00	\$1,560.00
TEP	Todd E. Phillips	Member	27.1	\$1,455.00	\$39,430.50
JPW	James P. Wehner	Member	1.2	\$1,520.00	\$1,824.00
JRK	Jeanna Rickards Koski	Of Counsel	7.4	\$955.00	\$7,067.00
NRM	Nathaniel R. Miller	Of Counsel	83.7	\$810.00	\$67,797.00
AKH	Ariel K. Hayes	Associate	0.8	\$550.00	\$440.00
CG	Cecilia Guerrero	Paralegal	18.9	\$595.00	\$11,245.50

DISBURSEMENTS

Date	Description of Disbursements	Amount
01/13/2025	Taxi - Transportation to and from Richmond (JAL/NRM) [.16]	\$1,700.00
01/22/2025	Trvl Exp - Hotel charges in Richmond (TEP) [.16]	\$458.14
01/22/2025	Taxi - Transportation to and from Richmond for mediation (TEP/JAL/NRM) [.16]	\$2,300.00
01/22/2025	Trvl Exp - Meals - Meal for TEP in Richmond [.16]	\$25.30
02/20/2025	Trvl Exp - Hotel charges in Richmond [.16]	\$283.72
02/28/2025	Database Research - Lexis - NRM - 2/06-08/2025 [.11]	\$66.96
02/28/2025	Database Research - Westlaw - MEB - 02/20/2025 [.11]	\$2.23
Total Disbursements		\$4,836.35

April 01, 2025

Invoice #: 360466

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Total Services	\$228,186.00
Total Disbursements	\$4,836.35
Total Current Charges	\$233,022.35

TASK RECAP

Services

Category	Hours	Amount
.04	1.70	\$1,033.00
.07	9.20	\$7,744.00
.11	166.20	\$189,864.50
.15	18.90	\$22,606.50
.17	2.20	\$1,309.00
.18	6.80	\$5,629.00
	205.00	\$228,186.00

Disbursements

Category	Amount
.11	\$69.19
.16	\$4,767.16
	\$4,836.35

BREAKDOWN BY PERSON

Person	Category	Hours	Rate	Amount
NRM Nathaniel R. Miller	.04	0.10	\$810.00	\$81.00
CG Cecilia Guerrero	.04	1.60	\$595.00	\$952.00
JAL Jeffrey A. Liesemer	.07	0.20	\$1,520.00	\$304.00
KCM Kevin C. Maclay	.07	0.50	\$1,970.00	\$985.00
TEP Todd E. Phillips	.07	1.30	\$1,455.00	\$1,891.50
NRM Nathaniel R. Miller	.07	1.30	\$810.00	\$1,053.00
CG Cecilia Guerrero	.07	5.90	\$595.00	\$3,510.50
JAL Jeffrey A. Liesemer	.11	56.70	\$1,520.00	\$86,184.00
KCM Kevin C. Maclay	.11	0.90	\$1,970.00	\$1,773.00
ACM Ann C. McMillan	.11	1.30	\$1,200.00	\$1,560.00
TEP Todd E. Phillips	.11	20.10	\$1,455.00	\$29,245.50
JPW James P. Wehner	.11	1.20	\$1,520.00	\$1,824.00
JRK Jeanna Rickards Koski	.11	7.40	\$955.00	\$7,067.00
NRM Nathaniel R. Miller	.11	72.00	\$810.00	\$58,320.00
AKH Ariel K. Hayes	.11	0.80	\$550.00	\$440.00
CG Cecilia Guerrero	.11	5.80	\$595.00	\$3,451.00
JAL Jeffrey A. Liesemer	.15	5.10	\$1,520.00	\$7,752.00
TEP Todd E. Phillips	.15	5.70	\$1,455.00	\$8,293.50
NRM Nathaniel R. Miller	.15	8.10	\$810.00	\$6,561.00
CG Cecilia Guerrero	.17	2.20	\$595.00	\$1,309.00
JAL Jeffrey A. Liesemer	.18	1.20	\$1,520.00	\$1,824.00

BREAKDOWN BY PERSON

Person		Category	Hours	Rate	Amount
NRM	Nathaniel R. Miller	.18	2.20	\$810.00	\$1,782.00
CG	Cecilia Guerrero	.18	3.40	\$595.00	\$2,023.00
				205.00	\$228,186.00

EXHIBIT F

CAPLIN & DRYSDALE, CHARTERED

Kevin C. Maclay (admitted *pro hac vice*)
 Todd E. Phillips (admitted *pro hac vice*)
 Jeffrey A. Liesemer (VSB No. 35918)
 Nathaniel R. Miller (admitted *pro hac vice*)
 1200 New Hampshire Avenue NW, 8th Floor
 Washington, DC 20036
 Telephone: (202) 862-5000

*Counsel to the Official Committee of Unsecured
 Creditors*

**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.)	
-----)	

**SUMMARY COVER SHEET TO
 SECOND INTERIM APPLICATION OF FTI CONSULTING, INC.
 FOR ALLOWANCE OF ADMINISTRATIVE CLAIM FOR
 COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED
FROM DECEMBER 1, 2024 THROUGH FEBRUARY 28, 2025**

<i>Basic Information</i>	
Name of Applicant:	FTI Consulting, Inc.
Authorized to provide professional services to:	Official Committee of Unsecured Creditors
Date of retention order:	October 4, 2024, effective as of August 27, 2024 [Docket No. 270]
Petition date:	June 30, 2024



<i>Summary of Compensation & Expenses Sought in Application</i>	
Type of fee application:	2 nd Interim Application
Period for which compensation and reimbursement sought:	December 1, 2024 – February 28, 2025
Total hours billed during period:	397.1
Compensation sought as reasonable, actual and necessary in application:	\$317,714.50
Compensation already paid under monthly fee statement(s) covering application period:	\$0.00
Remaining compensation to be paid pursuant to application:	\$317,714.50
Expense reimbursement sought as actual and necessary in application:	\$881.34
Expenses already reimbursed under monthly fee statement(s) covering application period:	\$0.00
Remaining expenses to be reimbursed pursuant to application:	\$881.34
Total compensation and expense reimbursement requested in application:	\$318,595.84
Total remaining compensation and expense reimbursement to be paid under application:	\$318,595.84
<i>Summary of Prior Allowed Compensation & Reimbursement</i>	
Total compensation approved and allowed to date by interim order:	\$810,579.00
Total allowed compensation paid to date (excludes above payments for current period):	\$0.00
Total expenses approved and allowed to date by interim order:	\$218.65
Total allowed expenses reimbursed to date (excludes above payments for current period):	\$0.00

CAPLIN & DRYSDALE, CHARTERED

Kevin C. Maclay (admitted *pro hac vice*)
 Todd E. Phillips (admitted *pro hac vice*)
 Jeffrey A. Liesemer (VSB No. 35918)
 Nathaniel R. Miller (admitted *pro hac vice*)
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 Telephone: (202) 862-5000

*Counsel to the Official Committee of Unsecured
 Creditors*

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

In re:)	
)	Chapter 11
)	
HOPEMAN BROTHERS, INC.,)	Case No. 17-32428 (KLP)
)	
Debtor.)	
)	

**SECOND INTERIM APPLICATION OF FTI CONSULTING, INC.
 FOR ALLOWANCE OF ADMINISTRATIVE CLAIM FOR
 COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED
FROM DECEMBER 1, 2024 THROUGH FEBRUARY 28, 2025**

FTI Consulting, Inc. (“**FTI**”), financial advisor for the Official Committee of Unsecured Creditors (the “**Committee**”), submits this application (the “**Application**”) for interim allowance of compensation for professional services rendered to the Committee for the period from December 1, 2024, through February 28, 2025 (the “**Application Period**”), and reimbursement of actual and necessary expenses incurred by FTI during the Application Period 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 Procedure for the United States Bankruptcy Court of the Eastern

District of Virginia (the “**Local Rules**”), and the Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief entered on September 9, 2024 [Docket No. 162] (the “**Interim Compensation Order**”). In support of this Application, FTI represents as follows:

Jurisdiction & Venue

1. This Court has subject-matter jurisdiction to hear and decide this Application under 28 U.S.C. §§ 157(a) and 1334(b) and the Standing Order of Reference from the United States District Court for the Eastern District of Virginia, dated August 15, 1984. This matter is a core proceeding under 28 U.S.C. § 157(b), and this Court has authority to adjudicate this Application consistent with Article III of the United States Constitution.

2. The bases for the relief requested herein are sections 330, 331, 503(b)(2), and 507(a)(2) of the Bankruptcy Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, Rule 2016-1 of the Local Rules, and the Interim Compensation Order.

Background

3. On June 30, 2024, the Debtor filed a petition for relief under Chapter 11 of the Bankruptcy Code, commencing the above-captioned chapter 11 case (the “**Chapter 11 Case**”). The largest creditor constituency in the Chapter 11 Case consists of holders of claims for personal injury or wrongful death arising from exposure to asbestos or asbestos-containing products.

4. On July 22, 2024, the Office of the United States Trustee for Region 4 notified the Court that, pursuant to 11 U.S.C. § 1102, it had appointed the Committee [Docket No. 69].

5. On September 9, 2024, the Court entered the Interim Compensation Order, which approved the compensation procedures set forth therein (the “**Compensation Procedures**”).

6. On October 4, 2024, the Court entered the *Order Authorizing Retention of FTI Consulting, Inc. as Financial Advisor for the Official Committee of Unsecured Creditors* (the “**FTI Retention Order**”), authorizing the Committee to retain FTI as its financial advisor to render advisory services thereto as of August 27, 2024 [Docket No. 270].

7. Pursuant to the Compensation Procedures, professionals retained in this case are authorized to file monthly fee statements and serve such statements on the Notice Parties (as defined in the Compensation Procedures). Provided that no objection to a monthly fee statement is timely filed, the Debtor is authorized to pay such professional an amount equal to eighty percent (80%) of the fees and one-hundred percent (100%) of the expenses requested in such monthly fee statement.

8. The Compensation Procedures also provide that all Retained Professionals (as defined in the Compensation Procedures), to the extent applicable, shall make reasonable efforts to comply with the U.S. Trustee’s requests for information and additional disclosures set forth in 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* (the “**Appendix B Guidelines**”) in connection with the interim and final fee applications filed in this Case.

Compensation & Expense Reimbursement

9. FTI seeks allowance of compensation for professional services rendered to the Committee during the Application Period in the amount of \$317,714.50 and reimbursement of expenses incurred during the Application Period in the amount of \$881.34.

10. FTI maintains detailed time records. These time records are prepared contemporaneously with the rendition of services to the client. These time records describe the person performing the services, the date services are rendered, a detailed description of services

and the length of time spent delivering those services. These time records are kept in one-tenth of an hour increments, were filed with the Court in the monthly fee statements (the “MFS”) listed in the Exhibit E, and are incorporated by reference herein.

11. The following are attached in support of the Interim Application:

- a. **Exhibit A** is a summary of the MFS and applications submitted by FTI and the corresponding amounts allowed by the Court in relation to the Case. Under the Interim Compensation Order, 21 days after service of the MFS, the Debtor are authorized and directed to pay FTI an amount equal to 80% of fees and 100% of the expenses requested in the MFS that are not subject to an objection. Case to date, FTI has requested \$1,128,293.50 in fees and \$1,099.99 in expenses reimbursements. To date, FTI has not received any payments from the Debtor of the foregoing amounts.
- b. **Exhibit B** is a summary of hours incurred by FTI professionals and paraprofessionals, who expended a total of 397.1 hours in connection with the Case during the Application Period.
- c. **Exhibit C** is a summary of fees incurred during the Application Period with respect to each of the subject matter categories that FTI established in accordance with its internal billing procedures. The blended hourly rate for all FTI professionals during the Application Period was \$800.09.
- d. **Exhibit D** is a summary of the expenses incurred by FTI during the Application Period with respect to each type of expense for which FTI is seeking reimbursement.

- e. **Exhibit E** are copies of each of the MFS filed with the Court with regard to the Application Period. Included in each of these MFS are records itemizing the compensation and expenses reimbursements requested by FTI. In accordance with Bankruptcy Code §§ 330 and 331 and the Interim Compensation Order.

12. No agreement or understanding exists between FTI and any other party for the sharing of compensation received or to be received for services rendered in or in connection with the Case.

Services Performed

13. During the Application Period, FTI's professionals classified their billing entries under subject matter categories that FTI established in accordance with its internal billing procedures. See **Exhibit C**. A summary of these subject matter categories is provided below.

Task Code 1 – Current Operating Results & Events (17.7 hours, \$14,493.50 of fees)

14. During the Application Period, FTI received and analyzed financial and operating information provided by the Debtor in their monthly operating reports (collectively, the “**MORs**”) and other external resources relating to the Debtor's historical business operations. This task code also includes time spent reviewing current events occurring in the Case. The work performed in this task code was necessary to keep the Committee informed on the Debtor's financial information and strategy.

Task Code 2 – Cash & Liquidity Analysis (35.9 hours, \$26,802.00 of fees)

15. During the Application Period, FTI prepared a report that informed Counsel of financial and liquidity issues that FTI identified in the case, crucial to the development of the Committee's strategy. Time in this task code additionally covers FTI's preparation of the financial

and liquidity related portions of the draft term sheet and related materials, an essential part of the mediation process.

Task Code 11 – Prepare for and Attendance at Court Hearings (8.2 hours, \$6,379.00 of fees)

16. During the Application Period, FTI prepared for and telephonically attended the hearing on December 16, which was necessary to remain informed on key aspects of the Case.

Task Code 14 – Analysis of Claims/Liabilities Subject to Compromise (58.2 hours, \$56,163.00 of fees)

17. During the Application Period, FTI reviewed and analyzed the Debtor’s historical asbestos liability payments, claims data and related documents produced by the Debtor in rolling productions to assist the Committee in understanding the Debtor’s asbestos liability. FTI prepared analyses to understand the magnitude of current and future claims against the Debtor in connection with mediation. FTI also analyzed expert reports filed on behalf of the Chubb Insurers.

Task Code 16 – POR & DS – Analysis, Negotiation and Formulation (207.6 hours, \$165,495.00 of fees).

18. During the Application Period, FTI supported Committee Counsel in the mediation by preparing various analyses and advised on mediation term sheets. The specific analyses and portions of the term sheet and related materials FTI prepared and advised on are subject to mediation privilege.

Task Code 18 – Potential Avoidance Actions & Litigation Matters (5.1 hours, \$4,672.50 of fees)

19. During the Application Period, FTI continued to advise Committee Counsel on the Rule 2004 Discovery request process in the weeks before mediation formally began.

Task Code 21 – General Meetings with Committee & Committee Counsel (14.6 hours, \$16,366.50 of fees)

20. Time in this task code reflects time spent preparing for and advising the Committee on case strategy, updates, and the mediation process. Additionally, FTI presented to the Committee on potential ongoing investment options and advised on related next steps.

Relief

21. The compensation and reimbursement of expenses sought by FTI in the Interim Application satisfies the requirements for allowance under Bankruptcy Code §§ 330 and 331, Bankruptcy Rule 2016, Local Rule 2016-1, and the Interim Compensation Order.

22. The professional services rendered by FTI required a high degree of professional competence and expertise and have, therefore required expenditure of substantial time and effort. FTI has assisted and advised the Committee effectively and efficiently as financial advisor thereto in the Case.

23. The requested compensation is reasonable in amount, arises from actual and necessary services provided by FTI to the Committee during the Application Period, and does not represent unnecessary duplication of services. FTI worked assiduously to anticipate or respond to the Committee's needs in the Case. At the time provided, FTI's services were necessary to the administration of the Case, particularly with regard to assisting and advising the Committee in the execution of its duties under the Bankruptcy Code. FTI's services also benefited the Committee in its efforts to advance the Case and represent the interest of the Debtor's unsecured creditors, which efforts have in turn benefited the Debtor and the Debtor's respective bankruptcy estates.

24. FTI performed the subject services in a reasonable amount of time commensurate with the complexity, importance and nature of the problem, issue or task addressed. The amount

of compensation is reasonable based upon the customary compensation charged by comparably skilled practitioners in Case other than those under Chapter 11 of the Bankruptcy Code.

25. The expenses for which FTI has requested reimbursement were necessary, reflect the actual cost of such expenses to FTI, and do not constitute non-reimbursable overhead.

26. The compensation and reimbursement of expenses sought by FTI herein also satisfy the factors set forth in *Johnson v. Georgia Highway Express*, 388 F.2d 714 (5th Cir. 1974) as applicable in this jurisdiction¹:

- a. The time and labor required. FTI has described in detail the time spent and has included a complete description of the tasks performed. The time and labor required was actual, necessary, and reasonable under the circumstances.
- b. The novelty and difficulty of the questions. The Case involves complex insurance schedules spanning decades, over one hundred thousand claimants, and prepetition settlements with certain parties, qualifying this Case as complex.
- c. The skill required to perform services properly. Each of the novel and difficult issues presented in this Case have required the dedicated and diligent attention of FTI's professionals. FTI believes that its professionals have demonstrated the skill levels necessary for the vigorous representation of the Committee's interests and the interests of all unsecured creditors in this Case.
- d. The preclusion of employment due to acceptance of the Case. Acceptance of this Case did not preclude other employment.
- e. The customary fee. The rates charged by FTI in this Case are commensurate with rates it charges similar clients in similar matters.

¹ *Barber v. Kimbrells, Inc.*, 577 F.2d 216, 226 (4th Cir. 1978), *cert. denied*, 439 U.S. 934 (1978); *Anderson v. Morris*, 658 F.2d 246, 249 (4th Cir. 1981); *In re Grubb*, 2010 WL 396181 at *5 (Bankr. E.D.VA. 2010).

- f. Whether the fee is fixed or contingent. The fees requested herein are billed on an hourly basis.
- g. Time limitations imposed by the client or the circumstances. This Case poses the normal time pressures inherent in any chapter 11 Case.
- h. The amount involved and the results obtained. FTI's services constitute value added to the Committee including but not limited to, preparation of the case budget, mediation analyses, and expert reports. FTI additionally reviewed rebuttal expert reports and the Debtor's financials.
- i. The experience, reputation and ability of the advisors. FTI is widely recognized as one of the premier financial advisors in the country. The FTI professionals working on this matter have substantial experience with creditor committees and highly complex restructuring matters.
- j. The undesirability of the Case. FTI is privileged to have the opportunity to advise the Committee in this Case.
- k. The nature and length of the professional relationship with the client. The Committee's retention of FTI as its financial advisor was effective as of August 27, 2024.
- l. Awards in similar cases. The fees requested in this Case are in line with compensation allowances awarded in other comparable chapter 11 cases.

27. The Interim Application is consistent with the guidelines established by the Office of the United States Trustee, including the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Case Effective as of November 1, 2013*.

Statement Pursuant to Appendix B Guidelines

28. The following is provided in response to the questions set forth in ¶ C.5 of the Appendix B Guidelines:

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period?

Response: No, FTI did not vary its standard or customary billing rates, fees, or terms for services pertaining to this engagement.

Question: If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Response: Not applicable.

Question: Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

Response: No.

Question: Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billed records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.) If so, please quantify by hours and fees.

Response: The fees reflected in task code number 24, titled Preparation of Fee Application, relate to FTI's preparation of fee applications as well as review and revision of its invoices, as applicable.

Question: Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information?

Response: Yes, in connection with the review of the monthly time records for submission of the monthly fee applications, FTI reviewed the time detail for privileged or confidential information.

Question: Does this fee application include rate increases since retention?

Response: Yes. FTI increased its rates effective October 1, 2024.

Question: Did the client agree when retaining FTI to accept all future rate increases? If not, did FTI inform the client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?

Response: The client was notified at the outset of the engagement that FTI's hourly rates are reviewed and revised generally on October 1st of each year.

Notice

29. In accordance with the Interim Compensation Order, a copy of this Interim Application has been or will shortly be provided by hand or overnight delivery, on the Notice Parties, as defined therein.

WHEREFORE, based upon the foregoing and for good cause show, FTI respectfully requests that the Court:

- A. Approve and allow compensation to FTI for services provided to the Committee during the Application Period in the amount of \$317,714.50 and reimbursement of expenses incurred by FTI during the same period in the amount of \$881.34;
- B. Authorize and direct the Debtor to pay to FTI all outstanding and unpaid compensation and expense reimbursements hereby approved and allowed, which FTI estimates amount to in the aggregate \$1,129,393.49;
- C. Allow such other compensation for professional services rendered and reimbursement of actual and necessary expenses incurred without prejudice to FTI's right to seek additional compensation for services performed and expenses incurred during the Application Period that were not processed at the time of this Interim Application; and
- D. Grant such other and further relief as the Court may find just and reasonable.

Dated: April 17, 2025

/s/ Conor P. Tully

Conor P. Tully
Senior Managing Director
FTI Consulting, Inc.

*Financial Advisor to the Official
Committee of Unsecured Creditors*

ELECTRONICALLY FILED BY:

/s/ Jeffrey A. Liesemer

CAPLIN & DRYSDALE, CHARTERED

Jeffrey A. Liesemer (VSB No. 35918)

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Washington, DC 20036

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Email: jliesemer@capdale.com

Counsel for the Official

Committee of Unsecured Creditors

Exhibit A
Summary of Prior MFS

EXHIBIT A
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
SUMMARY OF MONTHLY FEE STATEMENTS FILED
FOR THE PERIOD AUGUST 27, 2024 TO FEBRUARY 28, 2025

MFS Date Filed; Docket No.	Certificate of No Objection Date Filed; Docket No.	Period Covered	Fees Incurred (100%)	Expenses Incurred (100%)	Amount Paid	Amount Outstanding
10/21/2024; Docket 311	11/6/2024; Docket 326	August 27 through September 30, 2024	\$119,717.00	—	—	\$119,717.00
11/21/2024; Docket 378	11/27/24; Docket 401	October 1 through October 31, 2024	189,319.50	—	—	189,319.50
12/28/2024; Docket 458	1/14/25; Docket 498	November 1 through November 30, 2024	501,542.50	218.65	—	501,761.15
Total		First Interim	\$810,579.00	\$218.65	—	\$810,797.65
2/17/2025; Docket 574	3/4/25; Docket 601	December 1, through December 31, 2024	38,858.50	795.28	—	39,653.78
3/17/2025; Docket 630	N/A	January 1, through January 31, 2025	160,623.50	86.06	—	160,709.56
4/14/2025; Docket 652	N/A	February 1, through February 28, 2025	118,232.50	—	—	118,232.50
Total		Second Interim	\$317,714.50	\$881.34	—	\$318,595.84
Grand Total			\$1,128,293.50	\$1,099.99	—	\$1,129,393.49

Exhibit B
Summary of Hours by Professional

EXHIBIT B
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
SUMMARY OF HOURS BY PROFESSIONAL
FOR THE PERIOD DECEMBER 1, 2024 TO FEBRUARY 28, 2025

Professional	Position	Blended Billing Rate	Total Hours	Total Fees
Conor Tully	Senior Managing Director	\$1,445	43.2	\$62,424.00
Yvette Austin	Senior Managing Director	1,450	8.6	12,470.00
Michael Berkin	Managing Director	1,155	29.3	33,841.50
Alexander Rinaudo	Managing Director	1,050	1.5	1,575.00
Alice O'Donnell	Managing Director	1,045	16.7	17,460.00
Otto Hansen	Managing Director	1,020	3.6	3,672.00
Benjamin Xiao	Managing Director	890	6.8	6,052.00
Cirina Nevarez	Director	700	18.0	12,600.00
William Scheff	Senior Consultant	760	100.2	76,152.00
Samuel Andelman	Consultant	575	135.5	77,912.50
Sarah Moran	Consultant	515	33.7	17,355.50
SUBTOTAL			397.1	\$321,514.50
Less: Voluntary Reduction ¹				(3,800.00)
GRAND TOTAL			397.1	\$317,714.50

(1) FTI voluntarily reduced its fees by \$3,800.00 during the Application Period.

Exhibit C
Summary of Fees by Task Code

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
SUMMARY OF HOURS BY TASK
FOR THE PERIOD DECEMBER 1, 2024 TO FEBRUARY 28, 2025

Task Code	Task Description	Total Hours	Total Fees
1	Current Operating Results & Events	17.7	\$14,493.50
2	Cash & Liquidity Analysis	35.9	\$26,802.00
11	Prepare for and Attendance at Court Hearings	8.2	6,379.00
14	Analysis of Claims/Liabilities Subject to Compromise	58.2	56,163.00
16	POR & DS - Analysis, Negotiation and Formulation	207.6	165,495.00
18	Potential Avoidance Actions & Litigation Matters	5.1	4,672.50
21	General Meetings with Committee & Committee Counsel	14.6	16,366.50
24	Preparation of Fee Application	49.8	31,143.00
SUBTOTAL		397.1	\$321,514.50
Less: Voluntary Reduction ¹			(3,800.0)
GRAND TOTAL		397.1	\$317,714.50

(1) FTI voluntarily reduced its fees by \$3,800.00 during the Application Period.

Exhibit D
Summary of Expenses

EXHIBIT D
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
SUMMARY OF EXPENSES
FOR THE PERIOD DECEMBER 1, 2024 TO FEBRUARY 28, 2025

Expense Type	Amount
Purchased Services	\$795.28
Working Meals	86.06
Total	\$881.34

Exhibit E
MFS for the Application Period

CAPLIN & DRYSDALE, CHARTERED

Kevin C. Maclay (admitted *pro hac vice*)
Todd E. Phillips (admitted *pro hac vice*)
Jeffrey A. Liesemer (VSB No. 35918)
Nathaniel R. Miller (admitted *pro hac vice*)
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*Counsel for the Official
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**FOURTH MONTHLY FEE STATEMENT OF
FTI CONSULTING, INC. FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD FROM DECEMBER 1, 2024, THROUGH DECEMBER 31, 2024**

Name of Applicant:	FTI Consulting, Inc.
Name of Client:	Official Committee of Unsecured Creditors
Date of retention order entered:	October 4, 2024, effective as of August 27, 2024 [Docket No. 270]
Time Period Covered:	December 1, 2024, through December 31, 2024
Total Fees Requested:	\$38,858.50
Total Expenses Requested:	\$795.28
Type of Fee Statement:	Monthly ¹

¹ 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**”), FTI Consulting, Inc. (“**FTI**”), as financial advisor to the Official Committee of Unsecured Creditors (the “**Committee**”) appointed in this chapter 11 case, hereby submits this monthly fee statement (the “**Monthly Fee Statement**”) seeking monthly payment of (i) \$31,086.80 (80% of \$38,858.50) as compensation for professional services rendered to the Committee and (ii) \$795.28 for reimbursement of actual and necessary expenses, for a total of \$31,882.08 for the period from December 1, 2024, through December 31, 2024 (the “**Fee Period**”).

ITEMIZATION OF SERVICES RENDERED

1. In support of this Monthly Fee Statement, FTI has attached the following:
 - **Exhibit A** is a summary schedule providing certain information regarding the FTI professionals for whose work on this chapter 11 case compensation is sought in this Monthly Fee Statement.
 - **Exhibit B** is a summary schedule of hours and fees covered by this Monthly Fee Statement, categorized by project code.
 - **Exhibit C** consists of FTI’s detailed records of fees incurred during the Fee Period, including the number of hours expended (on an aggregate basis) by FTI professionals during the Fee Period.
 - **Exhibit D** is a summary of the expenses incurred by FTI during the Fee Period.
 - **Exhibit E** consists of FTI’s detailed records of expenses incurred during the Fee Period.

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. FTI 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, FTI respectfully requests payment of its reasonable and necessary fees incurred during the Fee Period in the total amount of \$31,882.08, consisting of (i) \$31,086.80, which is 80% of the fees incurred for reasonable and necessary professional services rendered by FTI during the Fee Period, and (ii) \$795.28 for actual and necessary costs and expenses.

Dated: February 17, 2024

/s/ Conor P. Tully
Conor P. Tully
Senior Managing Director
FTI Consulting, Inc.

*Financial Advisor to the Official
Committee of Unsecured Creditors*

ELECTRONICALLY FILED BY:

/s/ Jeffrey A. Liesemer

CAPLIN & DRYSDALE, CHARTERED

Jeffrey A. Liesemer (VSB No. 35918)
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Email: jliesemer@capdale.com

*Counsel for the Official
Committee of Unsecured Creditors*

EXHIBIT A
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
SUMMARY OF HOURS BY PROFESSIONAL
FOR THE PERIOD DECEMBER 1, 2024 TO DECEMBER 31, 2024

Professional	Position	Billing Rate	Total Hours	Total Fees
Conor Tully	Senior Managing Director	\$1,445.00	6.1	\$8,814.50
Michael Berkin	Managing Director	1,155.00	4.7	5,428.50
Alice O'Donnell	Managing Director	1,000.00	1.5	1,500.00
William Scheff	Senior Consultant	760.00	2.8	2,128.00
Samuel Andelman	Consultant	575.00	36.5	20,987.50
GRAND TOTAL			51.6	\$38,858.50

EXHIBIT B
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
SUMMARY OF HOURS BY TASK
FOR THE PERIOD DECEMBER 1, 2024 TO DECEMBER 31, 2024

Task Code	Task Description	Total Hours	Total Fees
1	Current Operating Results & Events	9.2	\$7,083.00
2	Cash & Liquidity Analysis	5.9	5,256.50
11	Prepare for and Attendance at Court Hearings	8.2	6,379.00
14	Analysis of Claims/Liabilities Subject to Compromise	4.5	3,834.00
18	Potential Avoidance Actions & Litigation Matters	5.1	4,672.50
24	Preparation of Fee Application	18.7	11,633.50
GRAND TOTAL		51.6	\$38,858.50

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD DECEMBER 1, 2024 TO DECEMBER 31, 2024

Task Category	Date	Professional	Hours	Activity
1	12/2/2024	Samuel Andelman	1.9	Update cumulative monthly operating report ("MOR").
1	12/2/2024	Samuel Andelman	1.1	Review case status.
1	12/2/2024	Michael Berkin	0.8	Analyze the October MOR.
1	12/2/2024	Conor Tully	0.9	Review the October MOR.
1	12/2/2024	Conor Tully	0.5	Review docket updates.
1	12/12/2024	Samuel Andelman	0.6	Review docket updates.
1	12/17/2024	William Scheff	0.6	Review recent docket filings.
1	12/23/2024	Samuel Andelman	2.8	Update November MOR summary.
1 Total			9.2	
2	12/2/2024	Samuel Andelman	2.6	Prepare report re: financial issues.
2	12/2/2024	Michael Berkin	1.0	Review case updates re: financial issues.
2	12/3/2024	Samuel Andelman	0.2	Review correspondence to Counsel (Caplin) re: financial issues.
2	12/3/2024	William Scheff	0.2	Review correspondence to Counsel (Caplin) re: financial issues.
2	12/3/2024	Michael Berkin	1.4	Develop report for Counsel (Caplin) re: financial issues.
2	12/3/2024	Conor Tully	0.5	Review report re: financial issues.
2 Total			5.9	

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD DECEMBER 1, 2024 TO DECEMBER 31, 2024

Task Category	Date	Professional	Hours	Activity
11	12/16/2024	Samuel Andelman	2.3	Participate in 12/16 hearing re: insurance settlement motion.
11	12/16/2024	Samuel Andelman	1.4	Prepare hearing summary re: 12/16 insurance settlement motion.
11	12/16/2024	Samuel Andelman	0.7	Participate in 12/16 hearing re: insurance settlement motion.
11	12/16/2024	Samuel Andelman	0.6	Participate in 12/16 hearing re: insurance settlement motion.
11	12/16/2024	William Scheff	1.0	Participate in 12/16 hearing re: insurance settlement motion (partial).
11	12/16/2024	Michael Berkin	1.5	Participate in 12/16 hearing re: insurance settlement motion (partial).
11	12/16/2024	Conor Tully	0.7	Review updates re: insurance settlement hearing.
11 Total			8.2	
14	11/15/2024	Alice O'Donnell	1.5	Review claims analysis.
14	12/18/2024	Conor Tully	0.7	Review claims analysis updates.
14	12/18/2024	Samuel Andelman	2.3	Review claims analysis.
14 Total			4.5	
18	12/11/2024	Samuel Andelman	2.7	Review document request status re: investigation.
18	12/12/2024	Samuel Andelman	0.4	Correspond on investigation status with FTI team re: document production.
18	12/12/2024	Conor Tully	0.7	Review investigation status re: document production.
18	12/13/2024	Conor Tully	0.6	Continue to review investigation status re: document production.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD DECEMBER 1, 2024 TO DECEMBER 31, 2024

Task Category	Date	Professional	Hours	Activity
18	12/23/2024	Conor Tully	0.7	Review updates re: mediation support.
18 Total			5.1	
24	12/11/2024	Samuel Andelman	1.4	Prepare the November fee application.
24	12/13/2024	Samuel Andelman	2.8	Continue to prepare the November fee application.
24	12/16/2024	Samuel Andelman	2.6	Review the November fee application.
24	12/17/2024	Samuel Andelman	2.8	Revise the November fee application.
24	12/18/2024	Samuel Andelman	2.3	Revise the November fee application.
24	12/18/2024	Samuel Andelman	2.9	Update the November fee application.
24	12/19/2024	William Scheff	0.7	Provide comments to FTI team re: November fee application.
24	12/20/2024	Samuel Andelman	0.6	Circulate fee application to Counsel (Caplin).
24	12/20/2024	William Scheff	0.3	Prepare the November fee application.
24	12/23/2024	Samuel Andelman	0.9	Update the fee application for comments from (Caplin).
24	12/23/2024	Conor Tully	0.8	Review November fee application.
24	12/27/2024	Samuel Andelman	0.6	Finalize the November fee application to Counsel (Caplin).
24 Total			18.7	
Grand Total			51.6	

EXHIBIT D
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
SUMMARY OF EXPENSES
FOR THE PERIOD DECEMBER 1, 2024 TO DECEMBER 31, 2024

Expense Type	Amount
Purchased Services	\$795.28
Total	\$795.28

EXHIBIT E
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
EXPENSE DETAIL
FOR THE PERIOD DECEMBER 1, 2024 TO DECEMBER 31, 2024

Date	Professional	Expense Type	Expense Detail	Amount
11/30/24	Alice O'Donnell	Purchased Services	Fee for research service: Reprints.	\$79.25
11/30/24	Alice O'Donnell	Purchased Services	Fee for research service: SCOPUS.	500.00
11/30/24	Alice O'Donnell	Purchased Services	Fee for research service: EBSCO.	150.00
11/30/24	Alice O'Donnell	Purchased Services	Fee for research service: CAPITALIQ.	66.03
Purchased Services Total				\$795.28
Grand Total				\$795.28

CAPLIN & DRYSDALE, CHARTERED

Kevin C. Maclay (admitted *pro hac vice*)
Todd E. Phillips (admitted *pro hac vice*)
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*Counsel for the Official
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**FIFTH MONTHLY FEE STATEMENT OF
FTI CONSULTING, INC. FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD FROM JANUARY 1, 2025, THROUGH JANUARY 31, 2025**

Name of Applicant:	FTI Consulting, Inc.
Name of Client:	Official Committee of Unsecured Creditors
Date of retention order entered:	October 4, 2024, effective as of August 27, 2024 [Docket No. 270]
Time Period Covered:	January 1, 2025, through January 31, 2025
Total Fees Requested:	\$128,498.80 (80% of \$160,623.50)
Total Expenses Requested:	\$86.06
Type of Fee Statement:	Monthly ¹

¹ 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**”), FTI Consulting, Inc. (“**FTI**”), as financial advisor to the Official Committee of Unsecured Creditors (the “**Committee**”) appointed in this chapter 11 case, hereby submits this monthly fee statement (the “**Monthly Fee Statement**”) seeking monthly payment of (i) \$128,498.80 which is 80% of the fees incurred by the Committee for reasonable and necessary professional services rendered by FTI during the Fee Period and (ii) \$86.06 for reimbursement of actual and necessary expenses, for a total of \$128,584.86 for the period from January 1, 2025, through January 31, 2025 (the “**Fee Period**”).

ITEMIZATION OF SERVICES RENDERED

1. In support of this Monthly Fee Statement, FTI has attached the following:
 - **Exhibit A** is a summary schedule providing certain information regarding the FTI professionals for whose work on this chapter 11 case compensation is sought in this Monthly Fee Statement.
 - **Exhibit B** is a summary schedule of hours and fees covered by this Monthly Fee Statement, categorized by project code.
 - **Exhibit C** consists of FTI’s detailed records of fees incurred during the Fee Period, including the number of hours expended (on an aggregate basis) by FTI professionals during the Fee Period.
 - **Exhibit D** is a summary of the expenses incurred by FTI during the Fee Period.
 - **Exhibit E** consists of FTI’s detailed records of expenses incurred during the Fee Period.

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. FTI 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, FTI respectfully requests payment of its reasonable and necessary fees incurred during the Fee Period in the total amount of \$128,584.86, consisting of (i) \$128,498.80, which is 80% of the fees incurred for reasonable and necessary professional services rendered by FTI during the Fee Period, and (ii) \$86.06 for actual and necessary costs and expenses.

Dated: March 17, 2025

/s/ Conor P. Tully
Conor P. Tully
Senior Managing Director
FTI Consulting, Inc.

*Financial Advisor to the Official
Committee of Unsecured Creditors*

ELECTRONICALLY FILED BY:

/s/ Jeffrey A. Liesemer

CAPLIN & DRYSDALE, CHARTERED

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*Counsel for the Official
Committee of Unsecured Creditors*

EXHIBIT A
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
SUMMARY OF HOURS BY PROFESSIONAL
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Professional	Position	Billing Rate	Total Hours	Total Fees
Yvette Austin	Senior Managing Director	\$1,450.00	8.6	\$12,470.00
Conor Tully	Senior Managing Director	1,445.00	16.3	23,553.50
Michael Berkin	Managing Director	1,155.00	6.8	7,854.00
Alexander Rinaudo	Managing Director	1,050.00	1.5	1,575.00
Alice O'Donnell	Managing Director	1,050.00	15.2	15,960.00
Otto Hansen	Managing Director	1,020.00	3.6	3,672.00
Benjamin Xiao	Managing Director	890.00	6.8	6,052.00
Cirina Nevarez	Director	700.00	18.0	12,600.00
William Scheff	Senior Consultant	760.00	43.8	33,288.00
Samuel Andelman	Consultant	575.00	52.0	29,900.00
Sarah Moran	Consultant	515.00	26.6	13,699.00
GRAND TOTAL			199.2	\$160,623.50

EXHIBIT B
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
SUMMARY OF HOURS BY TASK
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Task Code	Task Description	Total Hours	Total Fees
1	Current Operating Results & Events	3.2	\$3,319.00
2	Cash & Liquidity Analysis	30.0	21,545.50
14	Analysis of Claims/Liabilities Subject to Compromise	53.7	52,329.00
16	POR & DS - Analysis, Negotiation and Formulation	93.4	71,376.00
24	Preparation of Fee Application	18.9	12,054.00
GRAND TOTAL		199.2	\$160,623.50

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Task Category	Date	Professional	Hours	Activity
1	1/2/2025	Conor Tully	0.4	Review recent docket updates.
1	1/7/2025	Conor Tully	0.5	Review case status updates from Counsel (Caplin) re: mediation.
1	1/10/2025	Samuel Andelman	0.7	Apprise team of recent docket updates.
1	1/13/2025	Samuel Andelman	0.8	Review recent docket updates.
1	1/14/2025	Conor Tully	0.8	Review case status in advance of call with Counsel (Caplin).
1 Total			3.2	
2	1/11/2025	William Scheff	0.7	Review financial analysis.
2	1/22/2025	Samuel Andelman	2.1	Prepare draft term sheet-related materials.
2	1/23/2025	Conor Tully	0.5	Participate in call with FTI team re: draft term sheet-related materials.
2	1/23/2025	William Scheff	1.0	Prepare draft term sheet-related materials.
2	1/23/2025	William Scheff	0.5	Participate in call with FTI team re: draft term sheet-related materials.
2	1/23/2025	Samuel Andelman	0.5	Participate in call with FTI team re: draft term sheet-related materials.
2	1/23/2025	Samuel Andelman	2.8	Prepare draft term sheet-related materials.
2	1/23/2025	Samuel Andelman	2.0	Revise draft term sheet-related materials.
2	1/24/2025	Conor Tully	0.6	Review draft term sheet-related materials.
2	1/24/2025	Conor Tully	0.6	Participate in call with Counsel (Caplin) re: draft term sheet-related materials.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Task Category	Date	Professional	Hours	Activity
2	1/24/2025	Conor Tully	0.8	Participate in call with S. Andelman (FTI) re: draft term sheet-related materials.
2	1/24/2025	Michael Berkin	0.6	Review draft term sheet-related materials.
2	1/24/2025	William Scheff	1.0	Prepare draft term sheet-related materials.
2	1/24/2025	William Scheff	0.9	Review draft term sheet-related materials.
2	1/24/2025	Samuel Andelman	0.3	Review updates to draft term sheet-related materials.
2	1/24/2025	Samuel Andelman	0.6	Participate in call with Counsel (Caplin) re: draft term sheet-related materials.
2	1/24/2025	Samuel Andelman	1.5	Prepare draft term sheet-related materials.
2	1/24/2025	Samuel Andelman	0.8	Participate in call with C. Tully (FTI) re: draft term sheet-related materials.
2	1/24/2025	Samuel Andelman	2.8	Revise draft term sheet-related materials.
2	1/25/2025	Conor Tully	0.4	Finalize draft term sheet-related materials.
2	1/25/2025	William Scheff	2.9	Prepare draft term sheet-related materials.
2	1/25/2025	William Scheff	0.7	Provide comments to FTI team re: draft term sheet-related materials.
2	1/25/2025	Samuel Andelman	2.6	Review draft term sheet-related materials.
2	1/25/2025	Samuel Andelman	2.8	Finalize draft term sheet-related materials.
2 Total			30.0	

14	1/10/2025	Otto Hansen	0.4	Review Mermelstein report.
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EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Task Category	Date	Professional	Hours	Activity
14	1/12/2025	Alice O'Donnell	2.8	Review Mermelstein report.
14	1/13/2025	Yvette Austin	2.4	Review Mermelstein report.
14	1/13/2025	Alice O'Donnell	2.7	Review Mermelstein report.
14	1/14/2025	Yvette Austin	2.9	Review Mermelstein report.
14	1/14/2025	Alexander Rinaudo	0.7	Participate in call with Counsel (Caplin) re: claims analysis.
14	1/14/2025	Alice O'Donnell	0.8	Prepare claims analysis re: mediation preparation.
14	1/14/2025	Alice O'Donnell	0.5	Analyze claims database re: mediation preparation.
14	1/14/2025	Otto Hansen	0.3	Review Mermelstein report.
14	1/14/2025	Otto Hansen	0.7	Participate in call with Counsel (Caplin) re: claims analysis.
14	1/15/2025	Alice O'Donnell	1.2	Review claims database re: mediation preparation.
14	1/16/2025	Yvette Austin	1.7	Review claims analysis re: mediation preparation.
14	1/16/2025	Cirina Nevarez	2.9	Review claims analysis re: mediation preparation.
14	1/16/2025	Cirina Nevarez	2.8	Analyze claims database re: mediation preparation.
14	1/17/2025	Alexander Rinaudo	0.8	Participate in call with Counsel (Caplin) re: claims analysis.
14	1/17/2025	Alice O'Donnell	1.0	Review claims analysis re: mediation preparation.
14	1/17/2025	Otto Hansen	0.2	Analyze claims database re: mediation preparation.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Task Category	Date	Professional	Hours	Activity
14	1/17/2025	Otto Hansen	0.8	Participate in call with Counsel (Caplin) re: claims analysis.
14	1/17/2025	Benjamin Xiao	1.6	Review claims analysis re: mediation preparation.
14	1/17/2025	Benjamin Xiao	1.9	Analyze claims re: mediation preparation.
14	1/17/2025	Cirina Nevarez	2.6	Review Mermelstein report supporting materials.
14	1/17/2025	Cirina Nevarez	2.7	Analyze claims database re: mediation preparation.
14	1/17/2025	Cirina Nevarez	2.6	Analyze Mermelstein report supporting materials.
14	1/18/2025	Cirina Nevarez	1.5	Review claims analysis re: mediation preparation.
14	1/19/2025	Alice O'Donnell	0.5	Review Mermelstein report.
14	1/19/2025	Alice O'Donnell	1.0	Review Mermelstein report supporting materials.
14	1/19/2025	Benjamin Xiao	3.3	Review Mermelstein report.
14	1/19/2025	Cirina Nevarez	2.9	Analyze Mermelstein report supporting materials.
14	1/20/2025	Yvette Austin	0.4	Review claims analysis.
14	1/20/2025	Alice O'Donnell	2.3	Analyze claims re: mediation preparation.
14	1/20/2025	Alice O'Donnell	2.4	Analyze claims database.
14	1/21/2025	Yvette Austin	1.2	Analyze claims re: mediation preparation.
14	1/21/2025	Otto Hansen	0.6	Review Mermelstein report.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Task Category	Date	Professional	Hours	Activity
14	1/21/2025	Otto Hansen	0.6	Analyze Mermelstein report supporting materials re: mediation preparation.
14 Total			53.7	
16	1/17/2025	Conor Tully	0.5	Participate in call with Counsel (Caplin) re: potential investment opportunities.
16	1/17/2025	Conor Tully	0.9	Review potential investment opportunities in connection with mediation.
16	1/17/2025	Michael Berkin	2.5	Prepare for call with Counsel (Caplin) re: potential investment opportunities.
16	1/17/2025	Michael Berkin	0.5	Participate in call with Counsel (Caplin) re: potential investment opportunities.
16	1/17/2025	William Scheff	0.5	Participate in call with Counsel (Caplin) re: potential investment opportunities.
16	1/20/2025	Michael Berkin	1.5	Analyze potential investment opportunities in connection with mediation.
16	1/21/2025	Conor Tully	1.6	Analyze potential investment opportunities in connection with mediation.
16	1/21/2025	William Scheff	0.4	Prepare correspondence to FTI team re: potential investment opportunities.
16	1/21/2025	Samuel Andelman	0.4	Review potential investment opportunities in connection with mediation.
16	1/22/2025	Conor Tully	0.4	Participate in call with FTI team re: investments presentation.
16	1/22/2025	Michael Berkin	0.4	Participate in call with FTI team re: investments presentation.
16	1/22/2025	Michael Berkin	1.3	Analyze potential investment opportunities in connection with mediation.
16	1/22/2025	William Scheff	0.4	Participate in call with FTI team re: investments presentation.
16	1/22/2025	William Scheff	2.5	Prepare investments presentation.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Task Category	Date	Professional	Hours	Activity
16	1/22/2025	Samuel Andelman	0.4	Participate in call with FTI team re: investments presentation.
16	1/22/2025	Samuel Andelman	0.5	Review potential investment opportunities in connection with mediation.
16	1/22/2025	Samuel Andelman	1.0	Analyze potential investment opportunities in connection with mediation.
16	1/22/2025	Sarah Moran	2.4	Review potential investment opportunities in connection with mediation.
16	1/22/2025	Sarah Moran	2.1	Analyze potential investment strategies in connection with mediation.
16	1/22/2025	Sarah Moran	2.9	Prepare investments presentation.
16	1/23/2025	Conor Tully	0.3	Analyze potential investment strategies in connection with mediation.
16	1/23/2025	William Scheff	0.3	Participate in call with potential sponsor re: investment opportunities.
16	1/23/2025	William Scheff	1.4	Analyze potential investment opportunities in connection with mediation.
16	1/23/2025	William Scheff	2.4	Review potential investment opportunities in connection with mediation.
16	1/23/2025	William Scheff	1.3	Review investments presentation.
16	1/23/2025	William Scheff	0.8	Revise investments presentation.
16	1/23/2025	Samuel Andelman	2.0	Prepare investments presentation.
16	1/23/2025	Sarah Moran	2.8	Prepare investments presentation.
16	1/24/2025	Conor Tully	0.5	Review potential investment opportunities in connection with mediation.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Task Category	Date	Professional	Hours	Activity
16	1/24/2025	Conor Tully	0.8	Review investments presentation.
16	1/24/2025	William Scheff	1.3	Analyze potential investment opportunities in connection with mediation.
16	1/24/2025	William Scheff	0.5	Review potential investment opportunities in connection with mediation.
16	1/24/2025	William Scheff	2.3	Prepare investments presentation.
16	1/24/2025	William Scheff	1.7	Prepare analysis re: investments presentation.
16	1/24/2025	William Scheff	0.5	Review investments presentation.
16	1/24/2025	Samuel Andelman	2.7	Review potential investment opportunities in connection with mediation.
16	1/24/2025	Sarah Moran	2.9	Prepare investments presentation.
16	1/26/2025	William Scheff	1.4	Review potential investment opportunities in connection with mediation.
16	1/26/2025	William Scheff	0.8	Provide comments to FTI team re: investments presentation.
16	1/27/2025	Conor Tully	0.6	Review investments presentation.
16	1/27/2025	William Scheff	1.8	Analyze potential investment strategies in connection with mediation.
16	1/27/2025	William Scheff	2.0	Analyze potential investment opportunities in connection with mediation.
16	1/27/2025	Sarah Moran	2.5	Revise investments presentation.
16	1/28/2025	Conor Tully	0.9	Review investments presentation.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Task Category	Date	Professional	Hours	Activity
16	1/28/2025	William Scheff	2.9	Revise investments presentation.
16	1/29/2025	Conor Tully	0.9	Review investments presentation.
16	1/29/2025	Conor Tully	1.1	Analyze potential investment opportunities in connection with mediation.
16	1/29/2025	William Scheff	0.8	Analyze potential investment opportunities in connection with mediation.
16	1/29/2025	William Scheff	2.5	Prepare investments presentation.
16	1/29/2025	William Scheff	2.3	Provide comments to FTI team re: investments presentation.
16	1/29/2025	William Scheff	1.3	Prepare investments presentation.
16	1/29/2025	Samuel Andelman	1.1	Prepare investments presentation.
16	1/29/2025	Samuel Andelman	2.2	Finalize investments presentation.
16	1/29/2025	Sarah Moran	2.9	Prepare investments presentation.
16	1/30/2025	Conor Tully	0.5	Participate in call with Counsel (Caplin) re: potential investment opportunities.
16	1/30/2025	Conor Tully	1.4	Participate in call with potential sponsor re: investment opportunities.
16	1/30/2025	William Scheff	0.5	Participate in call with Counsel (Caplin) re: potential investment opportunities.
16	1/30/2025	William Scheff	1.4	Participate in call with potential sponsor re: investment opportunities.
16	1/30/2025	Samuel Andelman	0.5	Review potential investment opportunities in connection with mediation.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Task Category	Date	Professional	Hours	Activity
16	1/30/2025	Samuel Andelman	1.0	Prepare updates to investments presentation.
16	1/30/2025	Samuel Andelman	0.5	Participate in call with Counsel (Caplin) re: potential investment opportunities.
16	1/30/2025	Samuel Andelman	2.1	Review updates to investments presentation.
16	1/30/2025	Sarah Moran	2.8	Prepare updates to investments presentation.
16	1/31/2025	William Scheff	1.8	Finalize investments presentation.
16	1/31/2025	Sarah Moran	2.7	Finalize investments presentation.
16	1/31/2025	Sarah Moran	2.6	Conduct quality check re: investments presentation.
16 Total			93.4	
24	1/2/2025	Samuel Andelman	0.3	Prepare the December fee application.
24	1/3/2025	Samuel Andelman	0.7	Review invoicing for November and December fee applications.
24	1/6/2025	Samuel Andelman	2.1	Prepare the December fee application.
24	1/6/2025	Samuel Andelman	2.8	Review the December fee application.
24	1/10/2025	Samuel Andelman	0.9	Revise the December fee application.
24	1/14/2025	Samuel Andelman	0.8	Prepare the December fee application.
24	1/15/2025	William Scheff	0.3	Correspond with Counsel (Caplin) re: interim fee applications.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Task Category	Date	Professional	Hours	Activity
24	1/15/2025	Samuel Andelman	0.5	Review interim fee procedures.
24	1/15/2025	Samuel Andelman	2.6	Prepare the interim fee application.
24	1/21/2025	Samuel Andelman	1.2	Revise the interim fee application.
24	1/22/2025	Samuel Andelman	2.7	Prepare the interim fee application.
24	1/23/2025	Samuel Andelman	0.6	Revise the interim fee application.
24	1/30/2025	Conor Tully	1.3	Review the interim fee application.
24	1/30/2025	Samuel Andelman	2.1	Revise the interim fee application.
24 Total			18.9	
Grand Total			199.2	

EXHIBIT D
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
SUMMARY OF EXPENSES
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Expense Type	Amount
Working Meals	\$86.06
Total	\$86.06

EXHIBIT E
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
EXPENSE DETAIL
FOR THE PERIOD JANUARY 1, 2025 TO JANUARY 31, 2025

Date	Professional	Expense Type	Expense Detail	Amount
12/16/24	Samuel Andelman	Working Meals	Dinner for self while working late in the office on the Hopeman Case	\$29.73
12/17/24	Samuel Andelman	Working Meals	Dinner for self while working late in the office on the Hopeman Case	28.56
01/23/25	Sarah Moran	Working Meals	Dinner for self while working late in the office on the Hopeman Case	27.77
Purchased Services Total				\$86.06
Grand Total				\$86.06

CAPLIN & DRYSDALE, CHARTERED

Kevin C. Maclay (admitted *pro hac vice*)
Todd E. Phillips (admitted *pro hac vice*)
Jeffrey A. Liesemer (VSB No. 35918)
Nathaniel R. Miller (admitted *pro hac vice*)
1200 New Hampshire Avenue NW, 8th Floor
Washington, DC 20036
Telephone: (202) 862-5000

*Counsel for the Official
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

**SIXTH MONTHLY FEE STATEMENT OF
FTI CONSULTING, INC. FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD FROM FEBRUARY 1, 2025, THROUGH FEBRUARY 28, 2025**

Name of Applicant:	FTI Consulting, Inc.
Name of Client:	Official Committee of Unsecured Creditors
Date of retention order entered:	October 4, 2024, effective as of August 27, 2024 [Docket No. 270]
Time Period Covered:	February 1, 2025, through February 28, 2025
Total Fees Requested:	\$94,586.00 (80% of \$118,232.50)
Total Expenses Requested:	\$0.00
Type of Fee Statement:	Monthly ¹

¹ 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**”), FTI Consulting, Inc. (“**FTI**”), as financial advisor to the Official Committee of Unsecured Creditors (the “**Committee**”) appointed in this chapter 11 case, hereby submits this monthly fee statement (the “**Monthly Fee Statement**”) seeking monthly payment of (i) \$94,586.00 which is 80% of the fees incurred by the Committee for reasonable and necessary professional services rendered by FTI during the Fee Period and (ii) \$0.00 for reimbursement of actual and necessary expenses, for a total of \$94,586.00 for the period from February 1, 2025, through February 28, 2025 (the “**Fee Period**”).

ITEMIZATION OF SERVICES RENDERED

1. In support of this Monthly Fee Statement, FTI has attached the following:
 - **Exhibit A** is a summary schedule providing certain information regarding the FTI professionals for whose work on this chapter 11 case compensation is sought in this Monthly Fee Statement.
 - **Exhibit B** is a summary schedule of hours and fees covered by this Monthly Fee Statement, categorized by project code.
 - **Exhibit C** consists of FTI’s detailed records of fees incurred during the Fee Period, including the number of hours expended (on an aggregate basis) by FTI professionals during the Fee Period.
 - **Exhibit D** is a summary of the expenses incurred by FTI during the Fee Period.
 - **Exhibit E** consists of FTI’s detailed records of expenses incurred during the Fee Period.

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. FTI 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, FTI respectfully requests payment of its reasonable and necessary fees incurred during the Fee Period in the total amount of \$94,586.00, consisting of (i) \$94,586.00, which is 80% of the fees incurred for reasonable and necessary professional services rendered by FTI during the Fee Period, and (ii) \$0.00 for actual and necessary costs and expenses.

Dated: April 14, 2025

/s/ Conor P. Tully
Conor P. Tully
Senior Managing Director
FTI Consulting, Inc.

*Financial Advisor to the Official
Committee of Unsecured Creditors*

ELECTRONICALLY FILED BY:

/s/ Jeffrey A. Liesemer

CAPLIN & DRYSDALE, CHARTERED

Jeffrey A. Liesemer (VSB No. 35918)
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*Counsel for the Official
Committee of Unsecured Creditors*

EXHIBIT A
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
SUMMARY OF HOURS BY PROFESSIONAL
FOR THE PERIOD FEBRUARY 1, 2025 TO FEBRUARY 28, 2025

Professional	Position	Billing Rate	Total Hours	Total Fees
Conor Tully	Senior Managing Director	1,445.00	20.8	\$30,056.00
Michael Berkin	Managing Director	1,155.00	17.8	20,559.00
William Scheff	Senior Consultant	760.00	53.6	40,736.00
Samuel Andelman	Consultant	575.00	47.0	27,025.00
Sarah Moran	Consultant	515.00	7.1	3,656.50
SUBTOTAL			146.3	\$122,032.50
Less: Voluntary Reduction ¹				(3,800.00)
GRAND TOTAL			146.3	\$118,232.50

(1) FTI voluntarily reduced its fees by \$3,800.00 during the Fee Period.

EXHIBIT B
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
SUMMARY OF HOURS BY TASK
FOR THE PERIOD FEBRUARY 1, 2025 TO FEBRUARY 28, 2025

Task Code	Task Description	Total Hours	Total Fees
1	Current Operating Results & Events	5.3	\$4,091.50
16	POR & DS - Analysis, Negotiation and Formulation	114.2	94,119.00
21	General Meetings with Committee & Committee Counsel	14.6	16,366.50
24	Preparation of Fee Application	12.2	7,455.50
SUBTOTAL		146.3	\$122,032.50
Less: Voluntary Reduction ¹			(3,800.00)
GRAND TOTAL		146.3	\$118,232.50

(1) FTI voluntarily reduced its fees by \$3,800.00 during the Fee Period.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD FEBRUARY 1, 2025 TO FEBRUARY 28, 2025

Task Category	Date	Professional	Hours	Activity
1	2/3/2025	Conor Tully	1.2	Review MOR summary.
1	2/4/2025	Samuel Andelman	0.8	Prepare summary re: Committee meeting.
1	2/13/2025	Samuel Andelman	0.8	Prepare updates to budget.
1	2/14/2025	Samuel Andelman	1.1	Prepare variance analysis re: budget.
1	2/24/2025	Samuel Andelman	1.4	Prepare MOR summary.
1 Total			5.3	
16	2/3/2025	Michael Berkin	1.6	Review presentation re: mediation – related issues.
16	2/3/2025	William Scheff	1.8	Participate in working session with FTI team re: mediation presentation for mediation.
16	2/3/2025	William Scheff	1.1	Review mediation presentation re: mediation – related issues.
16	2/3/2025	Samuel Andelman	2.0	Prepare mediation presentation re: mediation – related issues.
16	2/3/2025	Samuel Andelman	0.7	Review mediation presentation re: mediation – related issues.
16	2/3/2025	Samuel Andelman	0.7	Review presentation re: mediation – related issues.
16	2/3/2025	Samuel Andelman	1.8	Participate in working session with FTI team re: mediation presentation for mediation.
16	2/3/2025	Samuel Andelman	1.2	Revise presentation re: mediation – related issues.
16	2/3/2025	Sarah Moran	0.6	Review mediation presentation re: mediation – related issues.
16	2/3/2025	Sarah Moran	1.8	Participate in working session with FTI team re: mediation presentation.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD FEBRUARY 1, 2025 TO FEBRUARY 28, 2025

Task Category	Date	Professional	Hours	Activity
16	2/3/2025	Sarah Moran	2.7	Prepare mediation presentation re: mediation – related issues.
16	2/3/2025	Sarah Moran	1.5	Revise mediation presentation re: mediation – related issues.
16	2/4/2025	Michael Berkin	0.6	Review mediation presentation re: mediation – related issues.
16	2/4/2025	Michael Berkin	2.1	Revise mediation presentation re: mediation – related issues.
16	2/4/2025	William Scheff	0.8	Finalize mediation presentation re: mediation – related issues.
16	2/4/2025	William Scheff	0.5	Participate in call with FTI team re: mediation presentation.
16	2/4/2025	Samuel Andelman	0.5	Participate in call with FTI team re: mediation presentation.
16	2/4/2025	Samuel Andelman	0.3	Revise mediation presentation re: mediation – related issues.
16	2/4/2025	Sarah Moran	0.5	Participate in call with FTI team re: mediation presentation.
16	2/6/2025	Conor Tully	0.3	Review mediation presentation re: mediation – related issues.
16	2/6/2025	William Scheff	1.0	Review mediation presentation re: mediation – related issues.
16	2/6/2025	Samuel Andelman	0.4	Revise presentation re: mediation – related issues.
16	2/6/2025	Samuel Andelman	0.3	Finalize mediation presentation re: mediation – related issues.
16	2/10/2025	William Scheff	1.1	Review mediation term sheet.
16	2/12/2025	Conor Tully	0.9	Review term sheet re: analysis related to mediation matters.
16	2/12/2025	William Scheff	2.2	Review mediation term sheet.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD FEBRUARY 1, 2025 TO FEBRUARY 28, 2025

Task Category	Date	Professional	Hours	Activity
16	2/13/2025	Conor Tully	0.7	Review certain case precedent re: analysis related to mediation matters.
16	2/13/2025	Conor Tully	0.5	Develop key financial assumptions re: analysis related to mediation matters.
16	2/13/2025	Conor Tully	1.2	Prepare analysis related to mediation matters.
16	2/13/2025	Michael Berkin	1.5	Prepare analysis related to mediation matters.
16	2/13/2025	Michael Berkin	0.5	Review analysis related to mediation matters.
16	2/13/2025	William Scheff	2.3	Revise analysis related to mediation matters.
16	2/13/2025	William Scheff	2.8	Prepare analysis related to mediation matters.
16	2/13/2025	William Scheff	1.0	Participate in call with S. Andelman (FTI) re: analysis related to mediation matters.
16	2/13/2025	William Scheff	1.2	Prepare workplan re: analysis related to mediation matters.
16	2/13/2025	William Scheff	0.6	Participate in second call with S. Andelman (FTI) re: analysis related to mediation matters.
16	2/13/2025	William Scheff	2.2	Analyze mediation term sheet.
16	2/13/2025	Samuel Andelman	1.3	Review the analysis related to mediation matters.
16	2/13/2025	Samuel Andelman	1.0	Participate in call with W. Scheff (FTI) re: analysis related to mediation matters.
16	2/13/2025	Samuel Andelman	0.6	Participate in second call with W. Scheff (FTI) re: analysis related to mediation matters.
16	2/13/2025	Samuel Andelman	0.8	Prepare analysis related to mediation matters assumptions.
16	2/14/2025	Conor Tully	0.5	Participate in call with FTI team re: analysis related to mediation matters.

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HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD FEBRUARY 1, 2025 TO FEBRUARY 28, 2025

Task Category	Date	Professional	Hours	Activity
16	2/14/2025	Michael Berkin	1.5	Prepare analysis related to mediation matters.
16	2/14/2025	Michael Berkin	1.2	Review analysis related to mediation matters.
16	2/14/2025	William Scheff	2.8	Revise analysis related to mediation matters.
16	2/14/2025	William Scheff	0.5	Participate in call with FTI team re: analysis related to mediation matters.
16	2/14/2025	William Scheff	2.9	Prepare analysis related to mediation matters.
16	2/14/2025	Samuel Andelman	2.8	Prepare the analysis related to mediation matters.
16	2/14/2025	Samuel Andelman	0.6	Participate in call with FTI team re: analysis related to mediation matters.
16	2/14/2025	Samuel Andelman	0.8	Prepare analysis related to mediation matters re: discussion section.
16	2/15/2025	Conor Tully	0.8	Review analysis related to mediation matters.
16	2/15/2025	Conor Tully	0.4	Correspond with FTI team re: analysis related to mediation matters.
16	2/15/2025	Michael Berkin	1.7	Review analysis related to mediation matters.
16	2/15/2025	Michael Berkin	1.5	Review disclosure statement re: analysis related to mediation matters.
16	2/15/2025	William Scheff	2.3	Prepare analysis related to mediation matters.
16	2/15/2025	William Scheff	1.9	Review analysis related to mediation matters.
16	2/15/2025	Samuel Andelman	2.3	Prepare analysis related to mediation matters.
16	2/16/2025	Conor Tully	0.9	Review analysis related to mediation matters.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD FEBRUARY 1, 2025 TO FEBRUARY 28, 2025

Task Category	Date	Professional	Hours	Activity
16	2/16/2025	Michael Berkin	1.2	Review analysis related to mediation matters.
16	2/16/2025	William Scheff	2.7	Prepare analysis related to mediation matters.
16	2/16/2025	William Scheff	2.3	Revise analysis related to mediation matters.
16	2/16/2025	Samuel Andelman	2.6	Prepare analysis related to mediation matters.
16	2/17/2025	Conor Tully	1.1	Review analysis related to mediation matters.
16	2/17/2025	Conor Tully	0.9	Review mediation term sheet.
16	2/17/2025	William Scheff	1.7	Review analysis related to mediation matters.
16	2/17/2025	William Scheff	2.8	Revise analysis related to mediation matters.
16	2/17/2025	William Scheff	1.8	Prepare analysis related to mediation matters.
16	2/17/2025	Samuel Andelman	0.6	Revise analysis related to mediation matters.
16	2/17/2025	Samuel Andelman	1.4	Update the analysis related to mediation matters.
16	2/17/2025	Samuel Andelman	2.3	Prepare updates to analysis related to mediation matters.
16	2/18/2025	Conor Tully	0.8	Review mediation term sheet.
16	2/18/2025	Michael Berkin	0.7	Review Debtor's comments on analysis related to mediation matters.
16	2/18/2025	William Scheff	0.6	Prepare updates to analysis related to mediation matters.
16	2/18/2025	Samuel Andelman	0.3	Prepare updates to analysis related to mediation matters.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD FEBRUARY 1, 2025 TO FEBRUARY 28, 2025

Task Category	Date	Professional	Hours	Activity
16	2/19/2025	Conor Tully	0.9	Review materials re: mediation discussions.
16	2/19/2025	Samuel Andelman	0.3	Revise the analysis related to mediation matters.
16	2/20/2025	Conor Tully	0.4	Review claims register re: analysis related to mediation matters.
16	2/20/2025	Conor Tully	0.9	Review analysis related to mediation matters.
16	2/20/2025	Conor Tully	0.8	Review insurance issues re: analysis related to mediation matters.
16	2/20/2025	Michael Berkin	0.8	Prepare updates to the analysis related to mediation matters.
16	2/20/2025	William Scheff	2.7	Prepare updates to analysis related to mediation matters.
16	2/20/2025	William Scheff	1.5	Review analysis related to mediation matters.
16	2/20/2025	Samuel Andelman	1.3	Prepare updates to analysis related to mediation matters.
16	2/20/2025	Samuel Andelman	0.5	Review analysis related to mediation matters.
16	2/21/2025	Michael Berkin	1.2	Review updates to revised analysis related to mediation matters.
16	2/21/2025	William Scheff	0.6	Conduct quality check re: analysis related to mediation matters.
16	2/21/2025	William Scheff	2.6	Finalize analysis related to mediation matters.
16	2/21/2025	Samuel Andelman	2.4	Update the analysis related to mediation matters.
16	2/25/2025	William Scheff	0.9	Review mediation materials.
16 Total			114.2	

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD FEBRUARY 1, 2025 TO FEBRUARY 28, 2025

Task Category	Date	Professional	Hours	Activity
21	2/3/2025	Conor Tully	0.3	Participate in call with Counsel (Caplin) re: mediation – related issues.
21	2/3/2025	Conor Tully	0.5	Prepare for call with Counsel (Caplin) re: mediation – related issues.
21	2/3/2025	Michael Berkin	0.3	Participate in call with Counsel (Caplin) re: mediation – related issues.
21	2/3/2025	William Scheff	0.3	Participate in call with Counsel (Caplin) re: mediation – related issues.
21	2/3/2025	Samuel Andelman	0.3	Participate in call with Counsel (Caplin) re: mediation – related issues.
21	2/4/2025	Conor Tully	0.8	Participate in call with Committee and Committee Counsel (Caplin) re: ongoing analysis related to mediation matters.
21	2/4/2025	Conor Tully	0.8	Prepare for call with Committee and Committee Counsel (Caplin) re: ongoing analysis related to mediation matters.
21	2/4/2025	Michael Berkin	0.8	Participate in call with Committee and Committee Counsel (Caplin) re: ongoing analysis related to mediation matters.
21	2/4/2025	William Scheff	0.8	Participate in call with Committee and Committee Counsel (Caplin) re: ongoing analysis related to mediation matters.
21	2/13/2025	William Scheff	0.5	Participate in call with Counsel (Caplin) re: analysis related to mediation matters.
21	2/13/2025	William Scheff	0.9	Prepare correspondence to Counsel (Caplin) re: analysis related to mediation matters.
21	2/14/2025	Conor Tully	0.6	Participate in call with Counsel (Caplin) re: analysis related to mediation matters.
21	2/14/2025	Michael Berkin	0.6	Participate in call with Counsel (Caplin) re: analysis related to mediation matters.
21	2/14/2025	William Scheff	0.5	Participate in call with Counsel (Caplin) re: analysis related to mediation matters.
21	2/14/2025	Samuel Andelman	0.6	Participate in call with Counsel (Caplin) re: analysis related to mediation matters.

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD FEBRUARY 1, 2025 TO FEBRUARY 28, 2025

Task Category	Date	Professional	Hours	Activity
21	2/17/2025	Conor Tully	0.3	Participate in call with Counsel (Caplin) re: analysis related to mediation matters.
21	2/17/2025	William Scheff	0.3	Participate in call with Counsel (Caplin) re: analysis related to mediation matters.
21	2/17/2025	Samuel Andelman	0.3	Participate in call with Counsel (Caplin) re: analysis related to mediation matters.
21	2/18/2025	Conor Tully	0.5	Participate in call with Committee and Committee Counsel (Caplin) re: ongoing analysis related to mediation matters.
21	2/18/2025	William Scheff	0.2	Participate in call with Counsel (Caplin) re: analysis related to mediation matters.
21	2/20/2025	Conor Tully	0.6	Participate in call with Counsel (Caplin) and Insurance Counsel (ML) re: analysis related to mediation matters.
21	2/20/2025	Conor Tully	0.4	Participate in call with Counsel (Caplin) re: analysis related to mediation matters.
21	2/20/2025	Conor Tully	0.4	Participate in call with Counsel (Caplin) re: analysis related to mediation matters.
21	2/20/2025	Conor Tully	1.1	Prepare for call with Counsel (Caplin) re: analysis related to mediation matters.
21	2/20/2025	William Scheff	0.4	Participate in call with Counsel (Caplin) re: analysis related to mediation matters.
21	2/20/2025	Samuel Andelman	0.6	Participate in call with Counsel (Caplin) and Insurance Counsel (ML) re: analysis related to mediation matters.
21	2/24/2025	Conor Tully	0.3	Review agenda for call with Committee and Committee Counsel (Caplin) re: ongoing analysis related to mediation matters.
21	2/25/2025	Conor Tully	0.3	Prepare for call with Committee and Committee Counsel (Caplin) re: ongoing analysis related to mediation matters.
21	2/25/2025	Conor Tully	0.3	Participate in call with Committee and Committee Counsel (Caplin) re: ongoing analysis related to mediation matters.
21 Total			14.6	

EXHIBIT C
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
DETAIL OF TIME ENTRIES
FOR THE PERIOD FEBRUARY 1, 2025 TO FEBRUARY 28, 2025

Task Category	Date	Professional	Hours	Activity
24	2/4/2025	Samuel Andelman	0.4	Prepare the December fee application.
24	2/5/2025	Samuel Andelman	1.1	Update December fee application.
24	2/6/2025	Samuel Andelman	1.1	Prepare the January fee application.
24	2/6/2025	Samuel Andelman	2.3	Prepare the January fee application.
24	2/10/2025	Samuel Andelman	1.8	Prepare the January fee application.
24	2/11/2025	Conor Tully	0.4	Review December fee application.
24	2/12/2025	Samuel Andelman	0.3	Revise January fee application.
24	2/14/2025	Samuel Andelman	0.2	Review January fee application.
24	2/17/2025	Samuel Andelman	1.1	Update the January fee application.
24	2/17/2025	Samuel Andelman	0.7	Revise the January fee application.
24	2/17/2025	Samuel Andelman	0.8	Prepare updates to January fee application.
24	2/18/2025	Samuel Andelman	1.5	Prepare the January fee application.
24	2/25/2025	William Scheff	0.5	Review January fee application.
24 Total			12.2	
Grand Total			146.3	

EXHIBIT D
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
SUMMARY OF EXPENSES
FOR THE PERIOD FEBRUARY 1, 2025 TO FEBRUARY 28, 2025

Expense Type	Amount
Total	\$0.00

EXHIBIT E
HOPEMAN BROTHERS INC., ET AL. - CASE NO.24-32428
EXPENSE DETAIL
FOR THE PERIOD FEBRUARY 1, 2025 TO FEBRUARY 28, 2025

Date	Professional	Expense Type	Expense Detail	Amount
Grand Total				\$0.00