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

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

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

**SUMMARY OF SECOND INTERIM APPLICATION OF
KUTAK ROCK LLP AS SPECIAL CONFLICTS COUNSEL FOR
THE DEBTOR AND DEBTOR-IN-POSSESSION**

Basic Information	
Name of Applicant:	Kutak Rock LLP
Name of Client:	Hopeman Brothers, Inc. Debtor and Debtor in Possession
Petition Date:	June 30, 2024
Retention Date:	January 1, 2025
Date of Order Approving Employment:	January 21, 2025, effective as of January 1, 2025
This Interim Application	
Time Period Covered:	April 1, 2025 – June 30, 2025
Total Hours Billed:	92.60
Total Fees Requested:	\$72,744.50
Total Expenses Requested:	\$71.87
Blended Rate for Attorneys:	\$698/hour
Blended Rate for All Timekeepers:	\$600/hour
Rate Increases Not Previously Approved or Disclosed:	None
Total Professionals:	5



Total Professionals Billing Less Than 15 Hours:	3
Historical	
Fees Approved to Date by Interim Order:	\$112,645.00
Expenses Approved to Date by Interim Order:	\$123.55
Allowed Fees Paid to Date:	\$112,645.00
Allowed Expenses Paid to Date:	\$123.55
Fees Paid Pursuant to Monthly Statements, Not Yet Allowed:	\$0.00
Expenses Paid Pursuant to Monthly Statements, Not Yet Allowed:	\$0.00

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

Case No. 24 – 32428 (KLP)

**SECOND INTERIM APPLICATION OF KUTAK ROCK LLP AS SPECIAL
CONFLICTS COUNSEL FOR THE DEBTOR AND DEBTOR-IN-POSSESSION, FOR
ALLOWANCE OF INTERIM COMPENSATION AND REIMBURSEMENT OF
EXPENSES INCURRED FOR THE PERIOD APRIL 1, 2025 THROUGH JUNE 30, 2025**

Kutak Rock LLP (“**Kutak**”), special conflicts counsel for the debtor and debtor in possession in the above-captioned cases (the “**Debtor**”), submits this application (the “**Application**”) for interim allowance of compensation for professional services rendered by Kutak to the Debtor for the period from April 1, 2025 through and including June 30, 2025 (the “**Second Interim Application Period**”), and reimbursement of actual and necessary expenses incurred by Kutak during the Second Interim Application Period under 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 Procedures Order**”). In support of this Application, Kutak represents 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 State District Court for the Eastern District of Virginia, dated August 15, 1984. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

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

3. The statutory bases for the relief requested herein are sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1.

Background

4. On June 30, 2024 (the “**Petition Date**”), the Debtor filed with the Court its voluntary petition for relief under chapter 11 of the Bankruptcy Code, commencing the above-captioned chapter 11 case.

5. On September 9, 2024, the Court entered the Interim Compensation Procedures Order, which approved the compensation procedures contained therein [Docket No. 162] (the “**Compensation Procedures**”).

6. On January 21, 2025, the Court entered the *Order (I) Authorizing the Appointment of Kutak Rock LLP as Special Conflict Counsel Effective as of January 1, 2024, and (II) Granting Related Relief* [Docket No. 509] which appointed Kutak as special conflict counsel for the Debtor.

7. Pursuant to the Compensation Procedures, professionals retained in these cases are authorized to submit monthly fee statements to the Application Recipients (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. In addition, pursuant to the Compensation Procedures, beginning with the period ending on August 31, 2024, and at three-month intervals thereafter, professionals retained in these cases are authorized to file interim fee applications with the Court. The Compensation Procedures provide that the second interim fee application should cover the period from the April 1, 2025 through and including June 30, 2025.

9. On June 12, 2025, Kutak filed the *First Interim Application of Kutak Rock LLP as Special Conflicts Counsel for the Debtor and Debtor-in-Possession, for Allowance of Interim Compensation and Reimbursement of Expenses Incurred for the Period January 1, 2025 Through March 31, 2025* [Docket No. 866] (the “**First Interim Application**”). On July 16, 2025, the Court entered the ***Order Granting First Interim Application of Kutak Rock LLP as Special Conflicts Counsel for the Debtor and Debtor-in-Possession, for Allowance of Interim Compensation and Reimbursement of Expenses Incurred for the Period January 1, 2025 Through March 31, 2025*** [Docket No. 1028] granting the First Interim Application as set forth therein, allowing fees in the amount of \$112,645.00 and reimbursement of expenses in the amount of \$123.55.

Relief Requested

10. Kutak submits this Application (a) for interim allowance of reasonable compensation for the actual, reasonable and necessary professional services that it has rendered as special conflicts counsel for the Debtor in this case for the period from April 1, 2025, through and including June 30, 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, Kutak seeks fees for services rendered in the amount of \$72,744.50. For the same period, Kutak seeks actual, reasonable and necessary expenses totaling \$71.87.

11. The Application is supported by the following Exhibits, which are attached hereto and patterned on the UST Guidelines:

- (i) Exhibit A contains a summary schedule of the time expended by all Kutak professionals and paraprofessionals engaged in the representation of the Debtor during the Second 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 Kutak.
- (iv) Exhibit D contains a disclosure of “customary and comparable compensation” charged by Kutak’s professionals and paraprofessionals. As requested in the UST 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 timekeepers in Kutak’s D.C./Richmond regional office.
- (v) Exhibit E contains the monthly fee statements properly served by Kutak during the Second Interim Application Period, along with the applicable invoice (collectively, the “**Monthly Statements**”).

Basis for Relief Requested

12. During the Second Interim Application Period, Kutak provided numerous services to the Debtor including but not limited to (i) representing the Debtor in connection the Debtor’s compromise with certain insurers, including litigation and negotiations in connection therewith; (ii) representing, as conflicts counsel, the Debtor’s interests in connection with plan negotiations; and (iii) communicating with the Debtor’s other professionals, professionals retained by the official committee of unsecured creditors and other professionals in conflict matters. A more detailed description of the services provided to the Debtor is set forth in the Monthly Statements.

13. In performing the services detailed in this Application, Kutak 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.

14. Pursuant to the terms of the Interim Compensation Procedures Order, Kutak properly served three Monthly Statements for services provided and expenses incurred during the Second Interim Application Period as follows:

Period Covered by Monthly Statement	Total Fees	Total Expenses	Date Served	Objection Deadline	Amount of Fees Received (80%)	Amount of Expenses Received (100%)
Apr. 1, 2025 – Apr. 30, 2025	\$47,863.50	\$24.60	May 29, 2025	June 19, 2025	\$0	\$0
May. 1, 2025 – May. 31, 2025	\$17,360.00	\$18.35	July 16, 2025	Aug. 6, 2025	\$0	\$0
June 1, 2025 – June 30, 2025	\$7,521.00	\$28.90	Aug. 8, 2025	Aug. 29, 2025	\$0	\$0

15. In accordance with the Interim Compensation Procedures Order, and as set forth in Local Rule 2106-1, each Monthly Statement 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. Each Monthly Statement that is attached also includes 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. Copies of Kutak’s Monthly Statements are attached hereto as Exhibit E.

16. Kutak has endeavored to represent the Debtor in the most efficient manner possible. Moreover, Kutak 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.

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

Statement Pursuant to UST Guidelines

18. The following is provided in response to the questions set forth in ¶ C.5 of the UST 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: 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: Not applicable.

Notice

19. Notice of this Application has been provided to all necessary parties in accordance with the Interim Compensation Procedures Order. Kutak submits that no other or further notice need be provided.

WHEREFORE, Kutak respectfully requests that this Court enter an Order, substantially in the form attached hereto (i) approving this Application; (ii) providing that Kutak be allowed on an interim basis the sum of \$72,744.50 as compensation for reasonable and necessary professional services rendered to the Debtor and the sum of \$71.85 for reimbursement of actual and necessary costs and expenses incurred, for a total of \$72,816.35; (iii) authorizing and directing the Debtor to pay Kutak the outstanding amount of such sums; and (iv) for such other relief as the Court deems proper and just.

Dated: October 17, 2025

/s/ Peter J. Barrett

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*Special Conflicts Counsel for
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Proposed Order

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*Special Conflicts Counsel for
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**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.	)	
	)	

**ORDER GRANTING SECOND INTERIM APPLICATION
OF KUTAK ROCK LLP AS SPECIAL CONFLICTS COUNSEL FOR THE DEBTOR
AND DEBTOR-IN-POSSESSION, FOR ALLOWANCE OF INTERIM
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD APRIL 1, 2025 THROUGH JUNE 30, 2025**

Upon consideration of the Second Interim Fee Application (the “Application”)¹ of Kutak Rock LLP (“Kutak”), special conflicts counsel for the debtor and debtor in possession in the above-captioned case (collectively, “Debtor”), for the period from April 1, 2025 through and including June 30, 2025 (the “Second Interim Application Period”); and the Court having reviewed the Application and each of the Monthly Statements that were served by Kutak 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

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

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. Kutak is allowed interim compensation in the amount of \$72,744.50 and reimbursement of expenses in the amount of \$71.85 for the Second Interim Application Period as requested in the Application.
3. The Debtor is authorized and directed to disburse to Kutak payment in the amount of the difference between the allowed amounts and the actual monthly payments previously received by Kutak, if any, for fees and expenses incurred during the Second 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: _____

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/

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Timothy S. Baird (VA 36315)
Jeremy S. Williams (VA 77469)
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*Special Conflicts Counsel for
the Debtor and Debtor-in-Possession*

LOCAL RULE 9022-1 CERTIFICATE OF SERVICE

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

/s/

EXHIBIT A

PROFESSIONALS RENDERING SERVICES

Professional	Position	Dept.	First Bar Admission Date	Hourly Billing Rate	Total Billed Hours	Total Compensation	Rate Increases
Peter J. Barrett	Partner	Bankr.	2000	\$885.00	54.30	\$48,055.50	None
Jeremy S. Williams	Partner	Bankr.	2008	\$820.00	5.70	\$4,674.00	None
Tim S. Baird	Counsel	Bankr.	1993	\$630.00	30.50	\$19,215.00	None
Haley Magel	Associate	Bankr.	2024	\$425.00	1.60	\$680.00	None
Charisse Matthews	Paralegal	Bankr.	N/A	\$240.00	0.50	\$120.00	None
				Total:	92.60	\$72,744.50	
Blended Attorney Rate				\$698			

EXHIBIT B

COMPENSATION BY PROJECT CATEGORY

Matter Code	Matter Description	Hours	Total Fees
CA	Case Administration	6.80	\$5,713.50
CAO	Claims Administration and Objection	0.10	\$88.50
FEA	Fee/Employment Applications	8.20	\$6,327.50
LIT	Litigation	58.30	\$43,623.00
PDS	Plan and Disclosure Statement	19.20	\$16,992.00
	Total:	92.60	\$72,744.50

EXHIBIT C

EXPENSE SUMMARY

Expense Category	Expenses
Computer Research	\$16.82
Travel Expenses	\$42.35
Reproduction	\$8.80
Pacer	\$3.90
TOTAL EXPENSES:	\$71.87

EXHIBIT D

CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES

Category of Timekeeper	Blended Hourly Rate¹	
	Billed (DC/Richmond Regional Office of Kutak for January 1, 2024 through December 31, 2024 excluding the Bankruptcy Group)	Billed (This Application)
Partners/Of Counsel	\$698	\$778
Associates	\$436	\$425
Paralegals/Legal Assistants	\$251	\$240
Aggregated:	\$462	\$481

¹ Consistent with ¶ C.3 of the UST Guidelines, the blended hourly rates set forth in column two of 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 categories similar to those set forth in the UST Guidelines.

In addition, as requested by ¶ C.3 of the UST Guidelines, the blended hourly rates identified in Exhibit D for non-bankruptcy timekeepers 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

Peter J. Barrett (VA 46179)
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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

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

**MONTHLY FEE STATEMENT OF KUTAK ROCK LLP AS SPECIAL CONFLICTS COUNSEL
FOR THE DEBTOR AND DEBTOR-IN-POSSESSION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD FROM APRIL 1, 2025
THROUGH AND INCLUDING APRIL 30, 2025**

Name of applicant:	Kutak Rock LLP
Name of Client:	Hopeman Brothers, Inc. Debtors and Debtors in Possession
Date retention order entered:	January 21, 2025, effective as of January 1, 2025
Date of retention:	January 1, 2025
Time Period Covered:	April 1, 2025 through April 30, 2025
Total Fees Requested:	\$38,290.80 (80% of \$47,863.50)
Total Expenses Requested:	\$24.62
Type of Fee Statement:	Monthly Fee Statement 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”), Kutak Rock LLP, special conflicts counsel for Hopeman Brothers, Inc. (the “Debtor”), hereby submits this monthly fee statement (the “Monthly Fee Statement”) for the allowance of compensation for the reasonable and necessary legal services rendered by Kutak Rock LLP for the period from April 1, 2025, through and including April 30, 2025 (the “Fee Period”) and reimbursement of the actual and necessary expenses that Kutak Rock LLP incurred during the Fee Period. By this Monthly Fee Statement, Kutak Rock LLP seeks allowance of compensation for services rendered in the amount of \$38,290.80 (which equals 80% of the compensation sought herein) and allowance and reimbursement of actual and necessary expenses pursuant to this Monthly Fee Statement in the amount of \$24.62 for a total of \$38,315.42.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, Kutak has attached the following:
 - **Exhibit A** is a summary of the prior fee statements and applications submitted by Kutak and the amounts allowed by the Court in connection with these chapter 11 cases.
 - **Exhibit B** is a summary of the number of hours expended and fees incurred (on an aggregate basis) by Kutak partners, associates, and paraprofessionals during the Fee Period with respect to each of the subject matter categories that Kutak established in accordance with its internal billing procedures. Kutak incurred \$47,863.50 in fees during the Fee Period. Pursuant to this Monthly Fee Statement, Kutak Rock LLP seeks reimbursement for 80% of such fees (\$38,290.80 in the aggregate).

- **Exhibit C** is a summary providing certain information regarding the Kutak attorneys and paraprofessionals for whose work on these chapter 11 cases compensation is sought in this Monthly Fee Statement. Kutak's attorneys and paraprofessionals expended a total of 63.20 hours in connection with this chapter 11 case during the Fee Period.
- **Exhibit D** is a summary of the expenses incurred by Kutak Rock LLP during the Fee Period that sets forth the total amount of reimbursement sought with respect to each type of expense for which Kutak Rock LLP is seeking reimbursement in this Monthly Fee Statement. These disbursements comprise the requested sum for Kutak's out-of-pocket expenses.
- **Exhibit E** is a detailed invoice for the hours expended and fees incurred by Kutak Rock LLP's partners and paraprofessionals during the Fee Period with respect to each of the subject matter categories that Kutak Rock LLP established in accordance with its internal billing procedures.

Representations

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

Notice

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

WHEREFORE, Kutak Rock LLP respectfully requests payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$38,290.80 which is 80% of the fees incurred by the Debtor for reasonable and necessary professional services rendered by Kutak Rock LLP during the fee Period plus \$24.62 for actual and necessary costs and expenses.

Dated: May 29, 2025
Richmond, Virginia

/s/ Peter J. Barrett
KUTAK ROCK LLP
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*Special Conflicts Counsel for the Debtor
and Debtor-in-Possession*

EXHIBIT A
Prior Fee Statement, Applications, and Allowances

Filing Name, Filing Date, Docket No.	Period Covered	Total Fees and Expenses	Requested		Preliminarily Allowed	
			Fees	Expenses	Fees	Expenses
First Monthly Fee Statement Feb 24, 2025 Doc. No. 589	Jan 1, 2025 to Jan 31, 2025	\$66,996.45	\$66,889.50	\$106.95	\$53,597.16	\$106.95
Second Monthly Fee Statement Mar 31, 2025 Doc. No. 643	Feb 1, 2025 to Feb 28, 2025	\$26,065.20	\$26,060.00	\$5.20	\$20,848.00	\$5.20
Third Monthly Fee Statement Apr 28, 2025 Doc. No.	Mar 1, 2025 to Mar 31, 2025	\$19,706.90	\$19,695.50	\$11.40	\$15,756.40	\$11.40

EXHIBIT B

Statement of Fees by Subject Matter During the Fee Period

Matter Code	Matter Description	Hours	Fees Requested
CA	Case Administration	0.30	\$252.50
FEA	Fee/Employment Applications	1.50	\$1,134.00
LIT	Litigation	46.00	\$32,848.00
PDS	Plan and Disclosure Statement	15.40	\$13,629.00
Total		63.20	\$47,863.50

EXHIBIT C

Professionals Rendering Services during the Fee Period

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

Professional	Position	Year Admitted	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Peter J. Barrett	Partner	2000	Bankruptcy, Restructuring and Creditors' Rights	\$885.00	30.90	\$27,346.50
Jeremy S. Williams	Partner	2008	Bankruptcy, Restructuring and Creditors' Rights	\$820.00	1.50	\$1,230.00
Tim S. Baird	Counsel	2009	Bankruptcy, Restructuring and Creditors' Rights	\$630.00	30.50	\$19,215.00
Totals					62.90	\$47,791.15

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

Paraprofessional	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Charisse Matthews	Paralegal	Bankruptcy, Restructuring and Creditors' Rights	\$240.00	0.30	\$72.00
Totals				0.30	\$72.00

EXHIBIT D

Summary of Expenses Incurred During the Fee Period

Type	Expenses
Computer Research	\$16.82
Reproduction	\$7.80
TOTAL EXPENSES:	\$24.62

EXHIBIT E

Detailed Invoice of Fees and Expenses Incurred During the Fee Period

KUTAK ROCK LLP

RICHMOND, VIRGINIA

Telephone 804-644-1700

Facsimile 804-783-6192

Federal ID 47-0597598

May 28, 2025

Check Remit To:

Kutak Rock LLP

PO Box 30057

Omaha, NE 68103-1157

ACH/Wire Transfer Remit To:

ABA #104000016

First National Bank of Omaha

Kutak Rock LLP

A/C # 24690470

Reference: Invoice No. 3568987

Client Matter No. 133714-1

Notification Email: eftgroup@kutakrock.com

Billed through 04/30/25

Invoice No. 3568987

Hopeman Brothers, Inc.

6 Auburn Ct.

Brookline, MA 02446

Conflicts Counsel

For Professional Legal Services Rendered

BILLING SUMMARY

NAME	HOURS	RATE	AMOUNT
J.Williams	1.50	820.00	\$1,230.00
P.Barrett	30.90	885.00	27,346.50
T.Baird	30.50	630.00	19,215.00
C.Matthews	0.30	240.00	72.00
 TOTAL FEES	 63.20		 47,863.50
 TOTAL DISBURSEMENTS			 <u>24.62</u>
 TOTAL CURRENT AMOUNT DUE			 <u>\$47,888.12</u>

KUTAK ROCK LLP

Hopeman Brothers, Inc.
 May 28, 2025
 Client Matter No. 133714-1
 Invoice No. 3568987
 Page 2

Case Administration

04/15/25	J. Williams	0.20	164.00	Review motion regarding Rule 2019 disclosures
04/21/25	P. Barrett	0.10	88.50	Review of debtor's monthly operating report (.10)

Fee/Employment Applications

04/14/25	P. Barrett	0.20	177.00	Review of revised FCR application and declaration (.10); review of insurer's fee application objection (.10)
04/22/25	P. Barrett	0.20	177.00	Prepare exhibit for fee statement (.20)
04/24/25	P. Barrett	0.50	442.50	Draft additional revision to exhibit (.10); draft third monthly fee statement and exhibits (.40)
04/28/25	C. Matthews	0.30	72.00	Review and file March fee statement
04/28/25	P. Barrett	0.30	265.50	Review of correspondence from debtor's counsel regarding fee statement and draft response (.10); draft additional revisions to fee statement (.20)

Litigation

04/01/25	J. Williams	0.50	410.00	Review brief filed by appellants
04/01/25	P. Barrett	1.40	1,239.00	Review of appellant's brief and draft comments (1.20); conference with working group regarding same (.10); draft correspondence to debtor counsel regarding appeal (.10)
04/02/25	P. Barrett	0.10	88.50	Review of correspondence from Mr. Baird regarding appeal brief
04/07/25	P. Barrett	0.20	177.00	Telephone conference with working group regarding appellate brief (.20)
04/07/25	T. Baird	0.10	63.00	Telephone conference with Mr. Barrett regarding appellee's brief planning

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04/11/25	P. Barrett	0.70	619.50	Draft correspondence to appellant's counsel (.10); draft initial outline (.60)
04/14/25	P. Barrett	0.40	354.00	Review of materials in advance of call with appellant's counsel (.10); telephone conference with Mr. Bender regarding appeal (.20); draft notes regarding appeal issue (.10)
04/15/25	J. Williams	0.40	328.00	Conference with Mr. Baird regarding appeal brief
04/15/25	P. Barrett	1.00	885.00	Conference with Mr. Baird regarding initial draft of brief (.10); prepare materials for reply brief and draft correspondence to Mr. Baird regarding same (.50); review of redlined solicitation procedures motion and exhibits (.40)
04/15/25	T. Baird	3.20	2,016.00	Begin preparing brief of appellee in Roussel & Clement appeal of order approving settlement and 363 sale
04/16/25	P. Barrett	0.10	88.50	Review of insurer's motion to compel (.10)
04/16/25	P. Barrett	1.20	1,062.00	Review of additional materials in connection with preparation of brief and draft notes regarding same (1.10); draft correspondence to working group regarding sale motion hearing (.10)
04/16/25	T. Baird	3.50	2,205.00	Review and analyze record evidence from bankruptcy court in connection with brief of appellee and make notes regarding same
04/17/25	P. Barrett	1.40	1,239.00	Review of correspondence from appellant's counsel and draft reply (.10); review of correspondence from working group regarding portion of transcript, review of related materials and draft reply (.40); review of issue regarding appeal and provide comments (.80); review of order acknowledging HII dismissal (.10)

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04/18/25	T. Baird	3.80	2,394.00	Continue work on brief of appellee in the EDVA appeal
04/21/25	J. Williams	0.40	328.00	Review complaint filed by Chubb
04/21/25	P. Barrett	0.30	265.50	Review of adversary complaint (.30)
04/21/25	T. Baird	6.80	4,284.00	Continue drafting of Brief of Appellee with regard to Roussel & Clement Creditors' appeal
04/22/25	P. Barrett	1.20	1,062.00	Review of issue in connection with appeal brief and review of materials regarding same (.90); conference with working group regarding brief arguments (.30)
04/22/25	T. Baird	8.20	5,166.00	Continue drafting and revision of the brief of appellee
04/23/25	P. Barrett	3.40	3,009.00	Draft revisions to appeal brief (2.20); review of materials regarding open section (.60); draft correspondence to working group regarding same (.10); draft additional revisions to the brief (.40); draft correspondence to debtor counsel regarding same (.10)
04/23/25	T. Baird	1.10	693.00	Revise draft of Brief of Appellee to address comments of Mr. Barrett on prior draft
04/24/25	P. Barrett	0.50	442.50	Correspondence to and from debtor counsel regarding appeal (.10); telephone conference with debtor counsel regarding potential settlement and draft notes regarding same (.20); review of stipulated order precedent (.10); draft correspondence to working group regarding same (.10)
04/24/25	T. Baird	0.20	126.00	E-mail correspondence with Mr. Barrett regarding draft brief of appellee, potential settlement, and related issues
04/24/25	T. Baird	1.40	882.00	Prepare draft consent motion to extend time for brief of appellee, including review and analysis of prior extension motion and order

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04/25/25	P. Barrett	0.30	265.50	entered in case and applicable bankruptcy court rules Draft correspondence to working group regarding appeal issue (.10); review of motion to continue (.10); draft correspondence to debtor counsel regarding same (.10)
04/25/25	T. Baird	0.50	315.00	Review and analyze draft papers for filing in district court regarding settlement of Roussel & Clement appeal
04/28/25	P. Barrett	1.00	885.00	Review of 9019 motion and related documents (.30); review of issue regarding extension motion and proposed order (.20); draft correspondence to working group and debtor counsel regarding same (.10); review of additional correspondence from appellant's counsel (.10); review of further revisions to motion and order (.10); review of correspondence from UCC and debtor counsel regarding 9019 motion (.10); review of final consent order (.10)
04/28/25	T. Baird	0.30	189.00	Multiple e-mail correspondence with appellant's local counsel regarding draft consent motion and order, revisions to same, and consent of appellant
04/28/25	T. Baird	0.90	567.00	Review and revise draft consent motion and prepare draft of proposed order evidencing appellant's consent
04/29/25	P. Barrett	0.80	708.00	Review of issue regarding appeal and draft correspondence to working group regarding same (.30); review of extension order (.10); review of document subpoena (.10); review of revised 9019 motion and order (.30)
04/29/25	T. Baird	0.50	315.00	E-mail correspondence to coordinate cite checking and document

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				processing of Brief of Appellee in event extension order not timely ordered, and e-mail correspondence to suspend such work after order entered
04/30/25	P. Barrett	0.20	177.00	Conference with working group regarding 9019 motion and hearing (.20)
Plan and Disclosure Statement				
04/09/25	P. Barrett	0.20	177.00	Review of correspondence from debtor's counsel regarding status of plan (.10); telephone conference with Mr. Long regarding same (.10)
04/10/25	P. Barrett	1.50	1,327.50	Review of correspondence from debtor counsel to UCC counsel regarding plan (.10); review of FCR declaration (.10); review of redlined disclosure statement (1.30)
04/11/25	P. Barrett	2.40	2,124.00	Review of correspondence from debtor and committee counsel regarding plan timing (.10); review of FCR application (.20); review of plan and draft notes regarding same (2.10); draft correspondence to debtor counsel regarding same (.10)
04/16/25	P. Barrett	0.70	619.50	Review of revised plan and disclosure statement (.60); review of correspondence from debtor counsel regarding solicitation timing (.10)
04/17/25	P. Barrett	0.90	796.50	Conference with debtor counsel regarding plan issue (.10); review of correspondence from committee counsel and debtor counsel regarding plan issue (.10); review of clean plan and DS (.50); draft correspondence to HII's counsel regarding same (.10); correspondence to and from debtor and HII counsel regarding plan issues (.10)

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04/21/25	P. Barrett	1.70	1,504.50	Review of correspondence from committee regarding notice issue (.10); .review of solicitation motion, proposed order and exhibits (1.30); review of draft TDP (.30)
04/22/25	P. Barrett	0.70	619.50	Review of trust agreement mark up (.30); review of issue regarding solicitation timing (.10); review of correspondence from UCC and debtor counsel regarding TDP and trust agreement (.10); prepare documents and draft correspondence to HII's counsel regarding same (.20)
04/24/25	P. Barrett	0.20	177.00	Review of various correspondence from committee counsel and attachment (.20)
04/25/25	P. Barrett	0.30	265.50	Review of correspondence regarding additional plan documents (.10); draft correspondence to HII's counsel regarding plan comments (.10); review of status of comments on plan (.10)
04/28/25	P. Barrett	2.10	1,858.50	Review of HII's revisions to plan documents and draft notes regarding same (.50); review of correspondence to committee counsel regarding same (.10); review of correspondence regarding revisions to TDP (.10); review of committee's revisions to HII's comments and draft note regarding same (.20); review of various additional revisions to plan, TDP and related documents (.90); draft various correspondence to HII and debtor regarding revised documents (.30)
04/29/25	P. Barrett	2.60	2,301.00	Review of correspondence regarding plan language and draft correspondence to UCC regarding same (.10); review of open plan issue

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				(.40); telephone conference with committee counsel regarding plan language (.10); draft correspondence to HII's counsel regarding same (.10); review of internal reference revision (.10); draft various additional correspondence to counsel for HII and UCC regarding plan issues (.40); draft correspondence to debtor regarding plan timing issue (.10); review of liquidation analysis and projections (.20); draft additional correspondence to and telephone conferences with counsel regarding plan, trust agreement and TDP revisions (.60); review of revisions to TDP and trust agreement (.20); review of redlined plan and review of projections (.30)
04/30/25	P. Barrett	2.10	1,858.50	Review of final solicitation procedure motion and exhibits, disclosure statement and financial exhibits to plan (2.10)
TOTAL HOURS		63.20		
TOTAL FOR SERVICES RENDERED				\$47,863.50

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DISBURSEMENTS

Computer Research	16.82
Reproduction Costs (39 copies)	7.80
TOTAL DISBURSEMENTS	24.62

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ACTIVITY SUMMARY

ACTIVITY	HOURS	AMOUNT
Case Administration	0.30	\$252.50
Fee/Employment Applications	1.50	1,134.00
Litigation	46.00	32,848.00
Plan and Disclosure Statement	15.40	13,629.00
TOTAL FEES	63.20	47,863.50

Peter J. Barrett (VA 46179)
Timothy S. Baird (VA 36315)
Jeremy S. Williams (VA 77469)
KUTAK ROCK LLP
1021 East Cary Street, Suite 810
Richmond, Virginia 23219
Telephone: (804) 644-1700
Facsimile: (804) 783-6192
*Special Conflicts Counsel for
the Debtor and Debtor-in-Possession*

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

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

**MONTHLY FEE STATEMENT OF KUTAK ROCK LLP AS SPECIAL CONFLICTS COUNSEL
FOR THE DEBTOR AND DEBTOR-IN-POSSESSION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD FROM MAY 1, 2025
THROUGH AND INCLUDING MAY 31, 2025**

Name of applicant:	Kutak Rock LLP
Name of Client:	Hopeman Brothers, Inc. Debtors and Debtors in Possession
Date retention order entered:	January 21, 2025, effective as of January 1, 2025
Date of retention:	January 1, 2025
Time Period Covered:	May 1, 2025 through May 31, 2025
Total Fees Requested:	\$13,888.00 (80% of \$17,360.00)
Total Expenses Requested:	\$18.35
Type of Fee Statement:	Monthly Fee Statement 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”), Kutak Rock LLP, special conflicts counsel for Hopeman Brothers, Inc. (the “Debtor”), hereby submits this monthly fee statement (the “Monthly Fee Statement”) for the allowance of compensation for the reasonable and necessary legal services rendered by Kutak Rock LLP for the period from May 1, 2025, through and including May 31, 2025 (the “Fee Period”) and reimbursement of the actual and necessary expenses that Kutak Rock LLP incurred during the Fee Period. By this Monthly Fee Statement, Kutak Rock LLP seeks allowance of compensation for services rendered in the amount of \$13,888.00 (which equals 80% of the compensation sought herein) and allowance and reimbursement of actual and necessary expenses pursuant to this Monthly Fee Statement in the amount of \$18.35 for a total of \$13,906.35.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, Kutak has attached the following:
 - **Exhibit A** is a summary of the prior fee statements and applications submitted by Kutak and the amounts allowed by the Court in connection with these chapter 11 cases.
 - **Exhibit B** is a summary of the number of hours expended and fees incurred (on an aggregate basis) by Kutak partners, associates, and paraprofessionals during the Fee Period with respect to each of the subject matter categories that Kutak established in accordance with its internal billing procedures. Kutak incurred \$17,360.00 in fees during the Fee Period. Pursuant to this Monthly Fee Statement, Kutak Rock LLP seeks reimbursement for 80% of such fees (\$13,888.00 in the aggregate).

- **Exhibit C** is a summary providing certain information regarding the Kutak attorneys and paraprofessionals for whose work on these chapter 11 cases compensation is sought in this Monthly Fee Statement. Kutak's attorneys and paraprofessionals expended a total of 20.60 hours in connection with this chapter 11 case during the Fee Period.
- **Exhibit D** is a summary of the expenses incurred by Kutak Rock LLP during the Fee Period that sets forth the total amount of reimbursement sought with respect to each type of expense for which Kutak Rock LLP is seeking reimbursement in this Monthly Fee Statement. These disbursements comprise the requested sum for Kutak's out-of-pocket expenses.
- **Exhibit E** is a detailed invoice for the hours expended and fees incurred by Kutak Rock LLP's partners and paraprofessionals during the Fee Period with respect to each of the subject matter categories that Kutak Rock LLP established in accordance with its internal billing procedures.

Representations

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

Notice

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

WHEREFORE, Kutak Rock LLP respectfully requests payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$13,888.00 which is 80% of the fees incurred by the Debtor for reasonable and necessary professional services rendered by Kutak Rock LLP during the fee Period plus \$18.35 for actual and necessary costs and expenses.

Dated: July 16, 2025
Richmond, Virginia

/s/ Peter J. Barrett
KUTAK ROCK LLP
Peter J. Barrett (VA 46179)
Timothy S. Baird (VA 36315)
Jeremy S. Williams (VA 77469)
1021 East Cary Street, Suite 810
Richmond, Virginia 23219
Telephone: (804) 644-1700
Facsimile: (804) 783-6192
Email: peter.barrett@kutakrock.com
tim.baird@kutakrock.com
jeremy.williams@kutakrock.com

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

EXHIBIT A
Prior Fee Statement, Applications, and Allowances

Filing Name, Filing Date, Docket No.	Period Covered	Total Fees and Expenses	Requested		Preliminarily Allowed	
			Fees	Expenses	Fees	Expenses
First Monthly Fee Statement Feb 24, 2025 Doc. No. 589	Jan 1, 2025 to Jan 31, 2025	\$66,996.45	\$66,889.50	\$106.95	\$53,597.16	\$106.95
Second Monthly Fee Statement Mar 31, 2025 Doc. No. 643	Feb 1, 2025 to Feb 28, 2025	\$26,065.20	\$26,060.00	\$5.20	\$20,848.00	\$5.20
Third Monthly Fee Statement Apr 28, 2025 Doc. No. 683	Mar 1, 2025 to Mar 31, 2025	\$19,706.90	\$19,695.50	\$11.40	\$15,756.40	\$11.40
First Interim Fee Application Jun 12, 2025 Doc. No. 866	Jan 1, 2025 to Mar 31, 2025	\$112,768.55	\$112,645.00	\$123.55	\$112,645.00	\$123.55
Fourth Monthly Fee Statement May 29, 2025 Doc. No. 815	Apr 1, 2025 to Apr 30, 2025	\$47,898.12	\$47,873.50	\$24.62	\$38,290.80	\$24.62

EXHIBIT B

Statement of Fees by Subject Matter During the Fee Period

Matter Code	Matter Description	Hours	Fees Requested
CA	Case Administration	5.80	\$4,970.50
CAO	Claims Administration and Objection	0.10	\$88.50
FEA	Fee/Employment Applications	5.10	\$3,915.50
LIT	Litigation	6.10	\$5,288.00
PDS	Plan and Disclosure Statement	3.50	\$3,097.50
Total		20.60	\$17,360.00

EXHIBIT C

Professionals Rendering Services during the Fee Period

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

Professional	Position	Year Admitted	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Peter J. Barrett	Partner	2000	Bankruptcy, Restructuring and Creditors' Rights	\$885.00	15.10	\$13,363.50
Jeremy S. Williams	Partner	2008	Bankruptcy, Restructuring and Creditors' Rights	\$820.00	4.20	\$3,444.00
Haley Magel	Associate	2024	Bankruptcy, Restructuring and Creditors' Rights	\$425.00	1.30	\$552.50
Totals					20.60	\$17,360.00

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

Paraprofessional	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Totals				0.00	\$0.00

EXHIBIT D

Summary of Expenses Incurred During the Fee Period

Type	Expenses
Pacer	\$3.90
Reproduction	\$1.00
Travel	\$13.45
TOTAL EXPENSES:	\$18.35

EXHIBIT E

Detailed Invoice of Fees and Expenses Incurred During the Fee Period

KUTAK ROCK LLP

RICHMOND, VIRGINIA

Telephone 804-644-1700

Facsimile 804-783-6192

Federal ID 47-0597598

July 15, 2025

Check Remit To:

Kutak Rock LLP

PO Box 30057

Omaha, NE 68103-1157

ACH/Wire Transfer Remit To:

ABA #104000016

First National Bank of Omaha

Kutak Rock LLP

A/C # 24690470

Reference: Invoice No. 3596283

Client Matter No. 133714-1

Notification Email: eftgroup@kutakrock.com

Billed through 05/30/25

Invoice No. 3596283

Hopeman Brothers, Inc.

6 Auburn Ct.

Brookline, MA 02446

Conflicts Counsel

For Professional Legal Services Rendered

BILLING SUMMARY

NAME	HOURS	RATE	AMOUNT
J.Williams	4.20	820.00	\$3,444.00
P.Barrett	15.10	885.00	13,363.50
H.Magel	1.30	425.00	552.50
TOTAL FEES	20.60		17,360.00
TOTAL DISBURSEMENTS			<u>18.35</u>
TOTAL CURRENT AMOUNT DUE			<u>\$17,378.35</u>

KUTAK ROCK LLP

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Case Administration

05/08/25	P. Barrett	0.10	88.50	Review of correspondence from working group regarding omnibus hearing (.10)
05/13/25	J. Williams	2.50	2,050.00	Review materials in preparation for hearing (.70); attend omnibus hearing (1.80)
05/19/25	P. Barrett	0.10	88.50	Review of agenda for omnibus hearing (.10)
05/20/25	P. Barrett	0.30	265.50	Review of correspondence from HII's counsel regarding omnibus hearing and draft response and correspondence to debtor's counsel regarding same (.10); conference with working group in advance of omnibus hearing (.20)
05/21/25	P. Barrett	2.80	2,478.00	Review of amended agenda (.10); attend omnibus hearing (2.50); conference with working group regarding hearing (.10); review of MOR (.10);

Claims Administration and Objections

05/12/25	P. Barrett	0.10	88.50	Review of debtor's objection to Liberty's claim (.10)
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Fee/Employment Applications

05/12/25	P. Barrett	0.20	177.00	Review of Chubb's objection to FCR's retention (.20)
05/14/25	P. Barrett	0.70	619.50	Review of FCR employment order (.10); review of interim compensation procedures order (.20); draft outline of interim fee application (.40)
05/15/25	H. Magel	1.30	552.50	Draft First Interim Fee Application; draft Proposed Order (0.30); prepare exhibits for fee application and revise (1.00)

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05/15/25	P. Barrett	0.20	177.00	Review of issue regarding interim fee application and draft correspondence to working group regarding same (.20)
05/20/25	P. Barrett	0.10	88.50	Review of replies to fee application objections (.10)
05/28/25	P. Barrett	0.90	796.50	Review of correspondence from debtor counsel regarding fee application and draft response (.10); draft revisions to exhibit (.20); draft monthly fee application and revise (.50); draft correspondence to debtor's counsel regarding same (.10)
05/29/25	P. Barrett	1.40	1,239.00	Review of correspondence from debtor counsel regarding application (.10); draft revisions to application and draft additional correspondence to debtor counsel regarding same (.20); draft revisions to fee application, proposed order and exhibits (.90); draft various correspondence to working group and debtor's counsel regarding same (.20)
05/30/25	P. Barrett	0.30	265.50	Telephone conference with debtor counsel regarding fee application (.10); draft revision to fee application (.10); draft correspondence to working group regarding notice of fee application (.10)

Litigation

05/08/25	P. Barrett	0.10	88.50	Telephone conference with working group regarding 9019 motion (.10)
05/09/25	J. Williams	0.40	328.00	Review memorandum and objection
05/12/25	J. Williams	1.30	1,066.00	Review objections filed by Chubb (.60); review pleadings filed in preparation for hearing (.70)
05/12/25	P. Barrett	0.50	442.50	Review of omnibus hearing agenda (.10); draft correspondence to debtor counsel and working group regarding

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05/13/25	P. Barrett	0.90	796.50	9019 hearing (.10); draft additional correspondence to working group in advance of hearing (.10); review of Liberty's response to 9019 motion (.10); review of amended agenda and witness list (.10)
				Draft correspondence to working group in advance of hearing (.10); review of correspondence from Ms. Sieg regarding 9019 order and draft correspondence to working group regarding same (.10); attend portion of hearing via video conference (.40); draft correspondence to working group following hearing (.10); conference with Mr. Williams regarding order and continued hearing (.20)
05/14/25	P. Barrett	1.30	1,150.50	Review of order approving 9019 motion and draft correspondence to working group regarding same (.10); review of dismissal requirements (.20); review of underlying settlement (.30); draft correspondence to Mr. Bender regarding dismissal (.10); review of potential HII issue and draft notes regarding same (.60)
05/15/25	P. Barrett	0.90	796.50	Review of motion to quash (.10); review of 2019 motion and joint objection (.30); review of issue regarding dismissal of appeal (.20); review of stipulation and draft various correspondence to Mr. Baird regarding same (.20); review of correspondence to appellant's counsel and draft correspondence to debtor's counsel regarding joint stipulation (.10)

KUTAK ROCK LLP

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05/16/25	P. Barrett	0.10	88.50	Review of correspondence regarding dismissal of appeal and review of Judge Novak's order (.10)
05/19/25	P. Barrett	0.10	88.50	Review of FCR appeal notice (.10)
05/21/25	P. Barrett	0.50	442.50	Review of adequate protection issue (.30); conference with working group regarding same (.20)

Plan and Disclosure Statement

05/06/25	P. Barrett	0.20	177.00	Review of issue regarding trust and TDP (.20)
05/12/25	P. Barrett	0.70	619.50	Review of Chubb's objections to DS motion (.30); review of UST's objection to DS motion and accompanying brief (.30); review of Liberty's objection to DS motion (.10)
05/14/25	P. Barrett	0.90	796.50	Telephone conference with debtor counsel regarding open issues in connection with pending solicitation process and confirmation (.50); draft notes regarding revisions to release and exculpation provisions (.20); review of 524(g) issue (.20)
05/20/25	P. Barrett	0.80	708.00	Review of reply in support of DS motion (.10); draft various correspondence to counsel for HII and the debtor regarding amended plan and DS (.10); review of amended plan and amended DS (.50); review of correspondence from HII's counsel regarding amended plan and draft correspondence to debtor's counsel regarding same (.10)
05/21/25	P. Barrett	0.80	708.00	Review of filed versions of amended plan and DS (.60); review of entered DS order and draft correspondence to working group regarding same (.20)
05/22/25	P. Barrett	0.10	88.50	Review of revised plan deadlines (.10)

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TOTAL HOURS 20.60

TOTAL FOR SERVICES RENDERED \$17,360.00

KUTAK ROCK LLP

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DISBURSEMENTS

Pacer - Federal Court Document Fees	3.90
Reproduction Costs (5 copies)	1.00
Travel Expenses	13.45
TOTAL DISBURSEMENTS	18.35

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ACTIVITY SUMMARY

ACTIVITY	HOURS	AMOUNT
Case Administration	5.80	\$4,970.50
Claims Administration and Objections	0.10	88.50
Fee/Employment Applications	5.10	3,915.50
Litigation	6.10	5,288.00
Plan and Disclosure Statement	3.50	3,097.50
TOTAL FEES	20.60	17,360.00

Peter J. Barrett (VA 46179)
Timothy S. Baird (VA 36315)
Jeremy S. Williams (VA 77469)
KUTAK ROCK LLP
1021 East Cary Street, Suite 810
Richmond, Virginia 23219
Telephone: (804) 644-1700
Facsimile: (804) 783-6192
*Special Conflicts Counsel for
the Debtor and Debtor-in-Possession*

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

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

**MONTHLY FEE STATEMENT OF KUTAK ROCK LLP AS SPECIAL CONFLICTS COUNSEL
FOR THE DEBTOR AND DEBTOR-IN-POSSESSION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD FROM JUNE 1, 2025
THROUGH AND INCLUDING JUNE 30, 2025**

Name of applicant:	Kutak Rock LLP
Name of Client:	Hopeman Brothers, Inc. Debtors and Debtors in Possession
Date retention order entered:	January 21, 2025, effective as of January 1, 2025
Date of retention:	January 1, 2025
Time Period Covered:	June 1, 2025 through June 30, 2025
Total Fees Requested:	\$6,016.80 (80% of \$7,521.00)
Total Expenses Requested:	\$28.90
Type of Fee Statement:	Monthly Fee Statement 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”), Kutak Rock LLP, special conflicts counsel for Hopeman Brothers, Inc. (the “Debtor”), hereby submits this monthly fee statement (the “Monthly Fee Statement”) for the allowance of compensation for the reasonable and necessary legal services rendered by Kutak Rock LLP for the period from June 1, 2025, through and including June 30, 2025 (the “Fee Period”) and reimbursement of the actual and necessary expenses that Kutak Rock LLP incurred during the Fee Period. By this Monthly Fee Statement, Kutak Rock LLP seeks allowance of compensation for services rendered in the amount of \$6,016.80 (which equals 80% of the compensation sought herein) and allowance and reimbursement of actual and necessary expenses pursuant to this Monthly Fee Statement in the amount of \$28.90 for a total of \$6,045.70.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, Kutak has attached the following:
 - **Exhibit A** is a summary of the prior fee statements and applications submitted by Kutak and the amounts allowed by the Court in connection with these chapter 11 cases.
 - **Exhibit B** is a summary of the number of hours expended and fees incurred (on an aggregate basis) by Kutak partners, associates, and paraprofessionals during the Fee Period with respect to each of the subject matter categories that Kutak established in accordance with its internal billing procedures. Kutak incurred \$7,521.00 in fees during the Fee Period. Pursuant to this Monthly Fee Statement, Kutak Rock LLP seeks reimbursement for 80% of such fees (\$6,016.80 in the aggregate).

- **Exhibit C** is a summary providing certain information regarding the Kutak attorneys and paraprofessionals for whose work on these chapter 11 cases compensation is sought in this Monthly Fee Statement. Kutak's attorneys and paraprofessionals expended a total of 8.80 hours in connection with this chapter 11 case during the Fee Period.
- **Exhibit D** is a summary of the expenses incurred by Kutak Rock LLP during the Fee Period that sets forth the total amount of reimbursement sought with respect to each type of expense for which Kutak Rock LLP is seeking reimbursement in this Monthly Fee Statement. These disbursements comprise the requested sum for Kutak's out-of-pocket expenses.
- **Exhibit E** is a detailed invoice for the hours expended and fees incurred by Kutak Rock LLP's partners and paraprofessionals during the Fee Period with respect to each of the subject matter categories that Kutak Rock LLP established in accordance with its internal billing procedures.

Representations

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

Notice

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

WHEREFORE, Kutak Rock LLP respectfully requests payment of its reasonable and necessary fees and expenses incurred during the Fee Period in the total amount of \$6,016.80 which is 80% of the fees incurred by the Debtor for reasonable and necessary professional services rendered by Kutak Rock LLP during the fee Period plus \$28.90 for actual and necessary costs and expenses.

Dated: August 8, 2025
Richmond, Virginia

/s/ Peter J. Barrett
KUTAK ROCK LLP
Peter J. Barrett (VA 46179)
Timothy S. Baird (VA 36315)
Jeremy S. Williams (VA 77469)
1021 East Cary Street, Suite 810
Richmond, Virginia 23219
Telephone: (804) 644-1700
Facsimile: (804) 783-6192
Email: peter.barrett@kutakrock.com
tim.baird@kutakrock.com
jeremy.williams@kutakrock.com

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

EXHIBIT A
Prior Fee Statement, Applications, and Allowances

Filing Name, Filing Date, Docket No.	Period Covered	Total Fees and Expenses	Requested		Preliminarily Allowed	
			Fees	Expenses	Fees	Expenses
First Monthly Fee Statement Feb 24, 2025 Doc. No. 589	Jan 1, 2025 to Jan 31, 2025	\$66,996.45	\$66,889.50	\$106.95	\$53,597.16	\$106.95
Second Monthly Fee Statement Mar 31, 2025 Doc. No. 643	Feb 1, 2025 to Feb 28, 2025	\$26,065.20	\$26,060.00	\$5.20	\$20,848.00	\$5.20
Third Monthly Fee Statement Apr 28, 2025 Doc. No. 683	Mar 1, 2025 to Mar 31, 2025	\$19,706.90	\$19,695.50	\$11.40	\$15,756.40	\$11.40
First Interim Fee Application Jun 12, 2025 Doc. No. 866	Jan 1, 2025 to Mar 31, 2025	\$112,768.55	\$112,645.00	\$123.55	\$112,645.00	\$123.55
Fourth Monthly Fee Statement May 29, 2025 Doc. No. 815	Apr 1, 2025 to Apr 30, 2025	\$47,898.12	\$47,873.50	\$24.62	\$38,290.80	\$24.62
Fifth Monthly Fee Statement July 16, 2025 Doc. No. 1030	May 1, 2025 to May 31, 2025	\$17,378.35	\$17,360.00	\$18.35	\$13,888.00	\$18.35

EXHIBIT B

Statement of Fees by Subject Matter During the Fee Period

Matter Code	Matter Description	Hours	Fees Requested
CA	Case Administration	0.70	\$490.50
FEA	Fee/Employment Applications	1.60	\$1,278.00
LIT	Litigation	6.20	\$5,487.00
PDS	Plan and Disclosure Statement	0.30	\$265.50
Total		8.80	\$7,521.00

EXHIBIT C

Professionals Rendering Services during the Fee Period

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

Professional	Position	Year Admitted	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Peter J. Barrett	Partner	2000	Bankruptcy, Restructuring and Creditors' Rights	\$885.00	8.30	\$7,345.50
Haley Magel	Associate	2024	Bankruptcy, Restructuring and Creditors' Rights	\$425.00	0.30	\$127.50
Totals					8.60	\$7,473.00

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

Paraprofessional	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Charisse Matthews	Paralegal	Bankruptcy, Restructuring and Creditors' Rights	\$240.00	0.20	\$48.00
Totals				0.20	\$48.00

EXHIBIT D

Summary of Expenses Incurred During the Fee Period

Type	Expenses
Travel	\$28.90
TOTAL EXPENSES:	\$28.90

EXHIBIT E

Detailed Invoice of Fees and Expenses Incurred During the Fee Period

KUTAK ROCK LLP

RICHMOND, VIRGINIA

Telephone 804-644-1700

Facsimile 804-783-6192

Federal ID 47-0597598

August 5, 2025

Check Remit To:

Kutak Rock LLP

PO Box 30057

Omaha, NE 68103-1157

ACH/Wire Transfer Remit To:

ABA #104000016

First National Bank of Omaha

Kutak Rock LLP

A/C # 24690470

Reference: Invoice No. 3607973

Client Matter No. 133714-1

Notification Email: eftgroup@kutakrock.com

Billed through 06/30/25

Invoice No. 3607973

Hopeman Brothers, Inc.

6 Auburn Ct.

Brookline, MA 02446

Conflicts Counsel

For Professional Legal Services Rendered

BILLING SUMMARY

NAME	HOURS	RATE	AMOUNT
P.Barrett	8.30	885.00	\$7,345.50
H.Magel	0.30	425.00	127.50
C.Matthews	0.20	240.00	48.00
 TOTAL FEES	 8.80		 7,521.00
 TOTAL DISBURSEMENTS			 <u>28.90</u>
 TOTAL CURRENT AMOUNT DUE			 <u>\$7,549.90</u>

KUTAK ROCK LLP

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 Invoice No. 3607973
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Case Administration

06/02/25	P. Barrett	0.10	88.50	Review of issue regarding omnibus hearing dates (.10)
06/03/25	P. Barrett	0.10	88.50	Review of notice of motion and notice of hearing (.10)
06/04/25	P. Barrett	0.10	88.50	Review of certificate and draft correspondence to debtor counsel and working group regarding same (.10)
06/12/25	C. Matthews	0.20	48.00	Compile and file fee application
06/12/25	P. Barrett	0.10	88.50	Review of issue regarding omnibus hearing (.10)
06/13/25	P. Barrett	0.10	88.50	Review of issue regarding adjourned hearing (.10)

Fee/Employment Applications

06/03/25	H. Magel	0.30	127.50	Draft Notice of Motion and Hearing for First Interim Fee Application
06/05/25	P. Barrett	0.10	88.50	Draft correspondence to debtor counsel regarding interim fee application (.10)
06/06/25	P. Barrett	0.10	88.50	Review of correspondence from debtor counsel regarding interim fee application and draft reply (.10)
06/12/25	P. Barrett	0.80	708.00	Review of correspondence from debtor counsel regarding interim fee application (.10); draft revisions to notice and fee application (.20); final review of fee application, notice and exhibits before filing (.30); draft correspondence to debtor's counsel and working group regarding same (.10); review of correspondence from debtor's counsel regarding additional revision to application (.10)
06/13/25	P. Barrett	0.10	88.50	Review of correspondence from noticing agent regarding service (.10)

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06/16/25	P. Barrett	0.10	88.50	Review of correspondence regarding interim fee application objection deadline (.10)
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06/17/25	P. Barrett	0.10	88.50	Review of correspondence from UST regarding fee reports and draft correspondence to working group regarding same (.10)
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Litigation

06/04/25	P. Barrett	0.10	88.50	Review of motion to extend litigation stay (.10)
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06/17/25	P. Barrett	0.40	354.00	Initial review of pleadings in advance of contested hearing and draft correspondence to debtor counsel regarding same (.40)
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06/18/25	P. Barrett	3.20	2,832.00	Review of additional materials in advance of contested omnibus hearing (.70); attend contested omnibus hearing (2.40); conference with working group following hearing (.10)
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06/19/25	P. Barrett	0.10	88.50	Review of revised motion to expedite (.10)
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06/23/25	P. Barrett	0.50	442.50	Review of expedited hearing order and amended notice (.10); review of Liberty adversary proceeding materials (.20); review of discovery motion and objection to adjournment motions (.20)
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06/24/25	P. Barrett	1.90	1,681.50	Review of opposition to motion to quash and omnibus response to adjournment motion and related materials (.40); attend omnibus hearing (1.50)
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Plan and Disclosure Statement

06/09/25	P. Barrett	0.30	265.50	Brief review of plan supplement and exhibits (.30)
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TOTAL HOURS	8.80			
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TOTAL FOR SERVICES RENDERED				\$7,521.00
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KUTAK ROCK LLP

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DISBURSEMENTS

Travel Expenses	28.90
TOTAL DISBURSEMENTS	28.90

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ACTIVITY SUMMARY

ACTIVITY	HOURS	AMOUNT
Case Administration	0.70	\$490.50
Fee/Employment Applications	1.60	1,278.00
Litigation	6.20	5,487.00
Plan and Disclosure Statement	0.30	265.50
TOTAL FEES	8.80	7,521.00