

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

Hudson 1701/1706, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-11853 (KBO)

(Jointly Administered)

Hearing Date: December 12, 2025, at 10:00 a.m. (ET)

Obj. Deadline: December 5, 2025, at 4:00 p.m. (ET)

**MOTION OF THE DEBTORS FOR ENTRY OF ORDER
ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES OF PROFESSIONALS**

The above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), hereby move (this “**Motion**”) for entry of an order, substantially in the form attached hereto as **Exhibit A** (the “**Proposed Order**”), pursuant to sections 105(a), 330, and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2016-1 of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), establishing procedures for interim compensation and reimbursement of the expenses of professionals. In support of this Motion, the Debtors represent as follows:

JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the District of Delaware (the “**Court**”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are Hudson 1701/1706, LLC (0281) and Hudson 1702, LLC (0190). The Debtors’ mailing address is c/o FTI Consulting, Inc. Attn: Alan Tantleff, 1166 Avenue of the Americas, 15th Floor, New York, NY 10036.



Order of Reference from the United States District Court for the District of Delaware, dated February 29, 2012. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

2. The Debtors confirm their consent, pursuant to Local Rule 9013-1(f), to the entry of a final order by the Court in connection with this Motion 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.

3. Venue is proper in this district under 28 U.S.C. §§ 1408 and 1409.

4. The legal predicates for the relief requested herein are sections 105(a), 330, and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Rule 2016-2.

BACKGROUND

5. On October 22, 2025 (the “**Petition Date**”), each Debtor filed a voluntary petition for relief pursuant to chapter 11 of the Bankruptcy Code thereby commencing these cases (the “**Chapter 11 Cases**”).

6. The Debtors are operating their business and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Debtors’ Chapter 11 Cases are jointly administered for procedural purposes.

7. To date, no request for the appointment of a trustee or examiner has been made in these Chapter 11 Cases, and no official committee of unsecured creditors has been appointed in these Chapter 11 Cases.

8. The factual background relating to the Debtors’ commencement of these cases is set forth in detail in the *Amended and Restated Declaration of Alan Tantleff in Support of Debtors’*

Chapter 11 Petitions and First Day Motions [Docket No. 60] (the “**First Day Declaration**”)² filed on the date hereof and incorporated herein by reference.

9. Pursuant to section 327 of the Bankruptcy Code, the Debtors have or will file applications to retain various professionals (collectively, the “**Debtors’ Professionals**”), including, but not limited to: (a) Chipman Brown Cicero & Cole, LLP, as general bankruptcy counsel to the Debtors; (b) DLA Piper LLP (US) as special corporate and litigation counsel; and (c) Verita Global, LLC, as Administrative Advisor. The Debtors may retain other professionals pursuant to section 327 of the Bankruptcy Code during the course of the Chapter 11 Cases if and when the need arises. Moreover, if an official committee of unsecured creditors (the “**Committee**”) is appointed, it is likely that the Committee will seek to retain counsel and other professionals to represent it in connection with the Chapter 11 Cases (collectively, and together with the Debtors’ Professionals, the “**Retained Professionals**”).

RELIEF REQUESTED

10. The Debtors respectfully request entry of the Proposed Order establishing procedures for interim compensation for services rendered and reimbursement of expenses incurred by attorneys and other professionals that will be retained pursuant to sections 327 or 1103 of the Bankruptcy Code and are required to file applications for compensation pursuant to sections 330 and 331 of the Bankruptcy Code, on terms that satisfy the requirements of Bankruptcy Rule 2016 and Local Rule 2016-1. Specifically, the Debtors request that the Court approve payments of fees and reimbursement of expenses of Retained Professionals (as defined below) in accordance with the procedures set forth in this Motion (the “**Compensation Procedures**”).

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the First Day Declaration.

PROPOSED COMPENSATION PROCEDURES

11. The Debtors believe that establishing orderly procedures for payment of the Retained Professionals will streamline the administration of the Chapter 11 Cases and otherwise promote efficiency for the Court, the U.S. Trustee, and other parties in interest. A streamlined process for fee applications is in the best interests of the Debtors because it will facilitate efficient review of and enable parties to monitor more effectively the Retained Professionals' fees and expenses incurred in the Chapter 11 Cases.

12. Accordingly, the Debtors request that the Court authorize and establish procedures for the interim compensation and reimbursement of Retained Professionals on terms comparable to procedures approved in other chapter 11 cases in this District. Specifically, the Debtors propose that, except as otherwise provided in an order of the Court authorizing the retention of a particular Retained Professional, Retained Professionals be permitted to seek interim payment of compensation and reimbursement of expenses in accordance with the following Compensation Procedures:

A. Monthly Fee Applications

- a. On or about the fifteenth (15th) day of each calendar month following the month for which compensation is sought, each Retained Professional seeking interim allowance of its fees and expenses will file with the Court an application, which will include the relevant time entries and descriptions and expense details for interim allowance of compensation for services rendered and reimbursement of expenses incurred during the preceding month (a "**Monthly Fee Application**"). The Retained Professionals' first Monthly Fee Applications will cover the period from the Petition Date through and including October 31, 2025.
- b. Each Retained Professional that files a Monthly Fee Application will serve a copy of such Monthly Fee Application on the following parties (collectively, the "**Fee Notice Parties**"):
 - i. proposed counsel to the Debtors, Chipman Brown Cicero & Cole LLP, 1313 N. Market Street, Suite 5400, Wilmington, DE 19801 (Attn: William E. Chipman, Jr. and Mark D. Oliver; email: chipman@chipmanbrown.com and olivere@chipmanbrown.com);

- ii. counsel to the DIP Lender and Pre-Petition Lender, Hogan Lovells US LLP, (i) 1999 Avenue of the Stars, Suite 1400, Los Angeles, California 90067 (Attn: Richard Wynne and David P. Simonds; email: richard.wynne@hoganlovells.com and david.simonds@hoganlovells.com); and (ii) 390 Madison Avenue, New York, New York, 10017 (Attn.: Christopher Bryant; email: chris.bryant@hoganlovells.com);
 - iii. counsel to any official committee appointed in the Chapter 11 Cases; and
 - iv. the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801 (Attn: Malcolm M. Bates; email: malcolm.m.bates@usdoj.gov).
- c. Any Retained Professional that fails to file a Monthly Fee Application for a particular month or months may subsequently submit a consolidated Monthly Fee Application that includes a request for compensation earned or expenses incurred during previous months. All Monthly Fee Applications will comply with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any applicable orders of this Court.
- d. The deadline to object to any Monthly Fee Application is 4:00 p.m. (prevailing Eastern Time) on the twenty-first (21st) day (or the next business day if such day is not a business day) following the date the Monthly Fee Application is served (the “**Objection Deadline**”).
- e. To object to a Retained Professional’s Monthly Fee Application, the objecting party must (i) file with the Court a written objection (an “**Objection**”) on or before the Objection Deadline and (ii) serve the Objection upon the affected Retained Professional and each of the Fee Notice Parties. Thereafter, the objecting party and the Retained Professional will attempt to resolve the Objection on a consensual basis.
- f. Upon the expiration of the Objection Deadline, a Retained Professional may file a certificate of no objection (a “**CNO**”) with the Court with respect to any fees and expenses not subject to an Objection. After a Retained Professional files a CNO, the Debtors will promptly pay the Retained Professional 80% of the fees and 100% of the expenses requested in the applicable Monthly Fee Application that are not subject to an Objection.
- g. If a portion of the fees and expenses requested in a Monthly Fee Application is subject to an Objection and the parties are unable to reach a consensual resolution, the Retained Professional may either (i) file with the Court a response to the Objection, together with a request for payment of any portion of the amounts subject to the Objection, or (ii) forgo payment of the amount subject to such

objection until the next hearing to consider interim or final fee applications, at which time the Court shall adjudicate any unresolved Objections. If the parties reach a consensual resolution, the Debtors will promptly pay 80% of the agreed-upon fees and 100% of the agreed-upon expenses.

B. Interim Fee Applications

- a. Unless a chapter 11 plan of reorganization or liquidation has become effective, at three-month intervals, each Retained Professional will file with the Court an application (an “**Interim Fee Application**”) for interim approval and allowance of compensation and reimbursement of expenses sought by such Retained Professional in its Monthly Fee Applications, including any amounts requested in Monthly Fee Applications but yet unpaid, filed during the preceding interim period (each such period, an “**Interim Fee Period**”). The initial Interim Fee Period will include the period from the Petition Date through December 31, 2025.
- b. Retained Professionals will file their applicable Interim Fee Applications on or before the thirtieth (30th) day, or the next business day if such day is not a business day, following the end of each Interim Fee Period.
- c. The Interim Fee Application will include a brief description identifying the following:
 - i. the Monthly Fee Applications that are the subject of the request;
 - ii. the amount of fees and expenses requested;
 - iii. the amount of fees and expenses paid to date or subject to an Objection;
 - iv. the deadline for parties to file objections to the Interim Fee Application (such objections, the “**Additional Objections**”); and
 - v. any other information requested by the Court or required by the Bankruptcy Code, the Bankruptcy Rules, or the Local Rules.
- d. Additional Objections to any Interim Fee Application will be filed with the Court on or before 4:00 p.m. (prevailing Eastern Time) on the twenty-first (21st) day (or next business day if such day is not a business day) following service of the applicable Interim Fee Application and served upon the affected Retained Professional and each of the Fee Notice Parties.
- e. The Debtors may request that the Court schedule a hearing on Interim Fee Applications at least once every three months or at such other intervals as the Court deems appropriate. If no Objections are pending and no Additional Objections are timely filed, the Court may approve and allow an Interim Fee Application without a hearing, upon the Retained Professional’s filing of a CNO. Upon allowance by

the Court of a Retained Professional's Interim Fee Application, the Debtors will be authorized to promptly pay such Retained Professional all requested fees (including the 20% holdback) and expenses not previously paid.

- f. Each Retained Professional will serve, via electronic or first-class mail, its Interim Fee Application and final fee application upon the Fee Notice Parties. Each Retained Professional will serve, via first class mail, a notice of hearing on its Interim Fee Application and final fee application on all parties that have requested notice in the Chapter 11 Cases pursuant to Bankruptcy Rule 2002. No further notice is necessary.
- g. Each Retained Professional that is an attorney will 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 Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, effective as of November 1, 2013, in connection with each such attorney's Interim Fee Application or final fee application.
- h. A pending Objection to compensation or reimbursement of a Retained Professional will not disqualify the Retained Professional from future compensation or reimbursement.
- i. Neither (i) the payment of, or the failure to pay, in whole or in part, any interim compensation and reimbursement to a Retained Professional nor (ii) the filing of, or failure to file, an Objection will bind any party-in-interest or the Court with respect to the final allowance of any compensation of fees for services rendered or reimbursement of expenses incurred by a Retained Professional. All fees and expenses paid to Retained Professionals under these Compensation Procedures are subject to disgorgement until final allowance by the Court.
- j. Any member of the Committee may submit statements of expenses (excluding the fees and expenses of an individual Committee member's third-party counsel or any other third-party advisors) and supporting vouchers to the Committee's counsel, which counsel will collect and submit the Committee members' requests for reimbursement in accordance with the Compensation Procedures; *provided* that payment of such expenses is not authorized to the extent that such authorization does not exist under the Bankruptcy Code, applicable Third Circuit law, the Bankruptcy Rules, the Local Rules, or the procedures and practices of this Court.
- k. No Retained Professional may serve a Monthly Fee Application or file an Interim Fee Application until the Court enters an order approving the retention of such Professional pursuant to sections 327 or 1103 of the Bankruptcy Code.

BASIS FOR RELIEF REQUESTED AND APPLICABLE AUTHORITY

13. The Bankruptcy Code authorizes compensating the Retained Professionals and establishing the Compensation Procedures. Section 330(a)(1) of the Bankruptcy Code provides that “the court may award . . . a professional person employed under section 327 or 1103— (A) reasonable compensation for actual, necessary services rendered . . . and, (B) reimbursement for actual, necessary expenses.” 11 U.S.C. § 330(a)(1). Bankruptcy Rule 2016(a) provides that any application seeking such compensation or reimbursement shall set forth a “detailed statement of (1) the services rendered, time expended, and expenses incurred, and (2) the amounts requested.” Fed. R. Bankr. P. 2016(a).

14. With respect to the Court’s review of any such application, section 330(a)(3) of the Bankruptcy Code provides as follows:

[T]he 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).

15. In addition, the Bankruptcy Code provides for allowance and disbursement of professional compensation on an interim basis. Under section 331 of the Bankruptcy Code, all Retained Professionals are entitled to submit applications for interim compensation and reimbursement of expenses every 120 days, or more often if the Court permits. Specifically, section 331 of the Bankruptcy Code provides, in relevant part, as follows:

A trustee, an examiner, a debtor's attorney, or any professional person employed under section 327 or 1103 of this title may apply to the court not more than once every 120 days after an order for relief in a case under this title, or more often if the court permits, for such compensation for services rendered before the date of such an application or reimbursement for expenses incurred before such date as is provided under section 330 of this title. After notice and a hearing, the court may allow and disburse to such applicant such compensation or reimbursement.

11 U.S.C. § 331. Absent an order of this Court, section 331 of the Bankruptcy Code limits payment of fees and expenses to Retained Professionals rendering services in the Chapter 11 Cases to three times per year.

16. Section 105(a) of the Bankruptcy Code provides that “[t]he court may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title.”

11 U.S.C. § 105(a). Courts may use their discretionary authority under section 105(a) of the Bankruptcy Code because, while section 331 of the Bankruptcy Code “expresses the normal rule that interim fee applications may be filed only once every 120 days, it expressly permits the Court, in appropriate circumstances, to permit fee applications to be filed more often.” *In re Mariner Post-Acute Network, Inc.*, 257 B.R. 723, 727 (Bankr. D. Del. 2000). Accordingly, “[c]ourts have generally recognized that in large cases it is appropriate to allow payment of professionals more frequently.” *Id.* (citations omitted).

17. The Compensation Procedures are necessary to ensure that Retained Professionals are fairly and timely compensated for their services in the Chapter 11 Cases and are not forced to bear undue financial burden or risk caused by delays in payment. *See id.* at 727–28 (“it is likely that the professionals appointed under section 327 are investing huge quantities of time, and therefore receiving payments only once every four months may impose an intolerable burden on them...”) (internal quotations omitted). Absent streamlined compensation procedures, the professional fee application and review process could be exceptionally burdensome on the Debtors, the Retained Professionals, the Court, and other parties.

18. In contrast to the four-month default period under section 331 of the Bankruptcy Code, the forgoing proposed Compensation Procedures provide for monthly review, enabling the Debtors to monitor closely the costs of administering the Chapter 11 Cases, maintain appropriate cash flows, and implement efficient cash management procedures. Moreover, the Compensation Procedures also will allow the Court and the key parties in interest to monitor the reasonableness and necessity of the compensation and reimbursement sought by the Retained Professionals. Based upon the forgoing, the Debtors submit that the relief requested herein is necessary, appropriate, and in the best interests of the Debtors’ estates, creditors, and all parties in interest, and therefore should be approved.

NO PRIOR REQUEST

19. No previous request for the relief sought therein has been made to this Court or any other court.

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WHEREFORE, for the foregoing reasons, the Debtors respectfully request that this Court enter the Proposed Order, substantially in the form filed herewith, granting the relief requested herein and such other and further relief as may be just and proper.

Dated: November 21, 2025
Wilmington, Delaware

CHIPMAN BROWN CICERO & COLE, LLP

/s/ Alison R. Maser

William E. Chipman, Jr. (No. 3818)

Mark D. Olivere (No. 4291)

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Proposed Counsel for Debtors

EXHIBIT A

Proposed Form of Order

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

In re:

Hudson 1701/1706, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-11853 (KBO)

(Jointly Administered)

Related Docket No. _____

**ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES OF PROFESSIONALS**

Upon the motion (the “**Motion**”)² of the Debtors for entry of an order (this “**Order**”) pursuant to sections 105(a), 330, and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Rule 2016-2, establishing procedures for interim compensation and reimbursement of the expenses of professionals; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and the matter being a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and the Court being able to issue a final order consistent with Article III of the United States Constitution; and venue of this proceeding and the Motion being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due and sufficient notice of the Motion having been given under the particular circumstances; and it appearing that no other or further notice is necessary; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates,

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are Hudson 1701/1706, LLC (0281) and Hudson 1702, LLC (0190). The Debtors’ mailing address is c/o FTI Consulting, Inc. Attn: Alan Tantleff, 1166 Avenue of the Americas, 15th Floor, New York, NY 10036.

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion.

their creditors, and other parties in interest; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby;

ORDERED, ADJUDGED, and DECREED that:

1. The Motion is GRANTED, as set forth herein.
2. Except as otherwise provided in an order of this Court authorizing the retention of a Retained Professional, Retained Professionals may seek interim payment of compensation and reimbursement of expenses in accordance with the following compensation procedures (the “**Compensation Procedures**”):

A. Monthly Fee Applications

- a. On or about the fifteenth (15th) day of each calendar month following the month for which compensation is sought, each Retained Professional seeking interim allowance of its fees and expenses shall file with the Court an application, which shall include the relevant time entries and descriptions and expense details for interim allowance of compensation for services rendered and reimbursement of expenses incurred during the preceding month (a “**Monthly Fee Application**”). The Retained Professionals’ first Monthly Fee Applications shall cover the period from the Petition Date through October 31, 2025.
- b. Each Retained Professional that files a Monthly Fee Application shall serve a copy of such Monthly Fee Application on the following parties (collectively, the “**Fee Notice Parties**”):
 - i. proposed counsel to the Debtors, Chipman Brown Cicero & Cole LLP, 1313 N. Market Street, Suite 5400, Wilmington, DE 19801 (Attn: William E. Chipman, Jr. and Mark D. Olivere; email: chipman@chipmanbrown.com and olivere@chipmanbrown.com);
 - ii. counsel to the DIP Lender and Pre-Petition Lender, Hogan Lovells US LLP, (i) 1999 Avenue of the Stars, Suite 1400, Los Angeles, California 90067 (Attn: Richard Wynne and David P. Simonds; email: richard.wynne@hoganlovells.com and david.simonds@hoganlovells.com); and (i) 390 Madison Avenue, New York, New York, 10017 (Attn.: Christopher Bryant; email: chris.bryant@hoganlovells.com);
 - iii. counsel to any official committee appointed in the Chapter 11 Cases; and

- iv. the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801 (Attn: Malcolm M. Bates; email: malcolm.m.bates@usdoj.gov).
- c. Any Retained Professional that fails to file a Monthly Fee Application for a particular month or months may subsequently submit a consolidated Monthly Fee Application that includes a request for compensation earned or expenses incurred during previous months. All Monthly Fee Applications shall comply with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any applicable orders of this Court.
- d. The deadline to object to any Monthly Fee Application shall be 4:00 p.m. (prevailing Eastern Time) on the twenty-first (21st) day (or the next business day if such day is not a business day) following the date the Monthly Fee Application is served (the “**Objection Deadline**”).
- e. To object to a Retained Professional’s Monthly Fee Application, the objecting party shall (i) file with the Court a written objection (an “**Objection**”) on or before the Objection Deadline and (ii) serve the Objection upon the affected Retained Professional and each of the Fee Notice Parties. Thereafter, the objecting party and the Retained Professional will attempt to resolve the Objection on a consensual basis.
- f. Upon the expiration of the Objection Deadline, a Retained Professional may file a certificate of no objection (a “**CNO**”) with the Court with respect to any fees and expenses not subject to an Objection. After a Retained Professional files a CNO, the Debtors shall promptly pay the Retained Professional 80% of the fees and 100% of the expenses requested in the applicable Monthly Fee Application that are not subject to an Objection.
- g. If a portion of the fees and expenses requested in a Monthly Fee Application is subject to an Objection and the parties are unable to reach a consensual resolution, the Retained Professional may either (i) file with the Court a response to the Objection, together with a request for payment of any portion of the amounts subject to the Objection, or (ii) forgo payment of the amount subject to such objection until the next hearing to consider interim or final fee applications, at which time the Court shall adjudicate any unresolved Objections. If the parties reach a consensual resolution, the Debtors will promptly pay 80% of the agreed-upon fees and 100% of the agreed-upon expenses.

B. Interim Fee Applications

- a. Unless a chapter 11 plan of reorganization or liquidation has become effective, at three-month intervals, each Retained Professional shall file with the Court an application (an “**Interim Fee Application**”) for interim approval and allowance of compensation and reimbursement of expenses sought by such Retained

Professional in its Monthly Fee Applications, including any amounts requested in Monthly Fee Applications but yet unpaid, filed during the preceding interim period (each such period, an “**Interim Fee Period**”). The initial Interim Fee Period shall include the period from the Petition Date through and including December 31, 2025.

- b. Retained Professionals shall file their applicable Interim Fee Applications on or before the thirtieth (30th) day, or the next business day if such day is not a business day, following the end of each Interim Fee Period.
- c. The Interim Fee Application shall include a brief description identifying the following:
 - i. the Monthly Fee Applications that are the subject of the request;
 - ii. the amount of fees and expenses requested;
 - iii. the amount of fees and expenses paid to date or subject to an Objection;
 - iv. the deadline for parties to file objections to the Interim Fee Application (such objections, the “**Additional Objections**”); and
 - v. any other information requested by the Court or required by the Bankruptcy Code, the Bankruptcy Rules, or the Local Rules.
- d. Additional Objections to any Interim Fee Application shall be filed with the Court on or before 4:00 p.m. (prevailing Eastern Time) on the twenty-first (21st) day (or next business day if such day is not a business day) following service of the applicable Interim Fee Application, and served upon the affected Retained Professional and each of the Fee Notice Parties.
- e. The Debtors may request that the Court schedule a hearing on Interim Fee Applications at least once every three months or at such other intervals as the Court deems appropriate. If no Objections are pending and no Additional Objections are timely filed, the Court may approve and allow an Interim Fee Application without a hearing, upon the Retained Professional’s filing of a CNO. Upon allowance by the Court of a Retained Professional’s Interim Fee Application, the Debtors will be authorized to promptly pay such Retained Professional all requested fees (including the 20% holdback) and expenses not previously paid.
- f. Each Retained Professional shall serve, via electronic or first-class mail, its Interim Fee Application and final fee application upon the Fee Notice Parties. Each Retained Professional shall serve, via first class mail, a notice of hearing on its Interim Fee Application and final fee application on all parties that have requested notice in the Chapter 11 Cases pursuant to Bankruptcy Rule 2002. No further notice is necessary.

- g. Each Retained Professional that is an attorney shall, unless such attorney is employed and retained pursuant to the OCP Motion and is not required to file fee applications in accordance with the terms thereof (a) apply for compensation for professional services rendered and for reimbursement of expenses incurred in connection with these chapter 11 cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, the Local Rules, and any other applicable procedures and orders of this Court, and (b) 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 Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, effective as of November 1, 2013, in connection with each such attorney's Interim Fee Application or final fee application.
 - h. A pending Objection to compensation or reimbursement of a Retained Professional shall not disqualify the Retained Professional from future compensation or reimbursement.
 - i. Neither (i) the payment of, or the failure to pay, in whole or in part, any interim compensation and reimbursement to a Retained Professional nor (ii) the filing of, or failure to file, an Objection shall bind any party-in-interest or the Court with respect to the final allowance of any compensation of fees for services rendered or reimbursement of expenses incurred by a Retained Professional. All fees and expenses paid to Retained Professionals under these Compensation Procedures shall be subject to disgorgement until final allowance by the Court.
 - j. Any member of the Committee may submit statements of expenses (excluding the fees and expenses of an individual Committee member's third-party counsel or any other third-party advisors) and supporting vouchers to the Committee's counsel, which counsel shall collect and submit the Committee members' requests for reimbursement in accordance with the Compensation Procedures; *provided* that payment of such expenses is not authorized to the extent that such authorization does not exist under the Bankruptcy Code, applicable Third Circuit law, the Bankruptcy Rules, the Local Rules, or the procedures and practices of this Court.
 - k. No Retained Professional may serve a Monthly Fee Application or file an Interim Fee Application until the Court enters an order approving the retention of such Professional pursuant to sections 327 or 1103 of the Bankruptcy Code.
3. The amount of fees and expenses sought in any request for compensation and reimbursement of expenses shall be stated in U.S. dollars (if applicable, calculated at the prevailing exchange rate on the date of submission of the relevant fee application).

4. The Debtors shall include all payments made to Professionals in accordance with the Compensation Procedures in their monthly operating report, identifying the amount paid to each of the Professionals.

5. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

6. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

7. The Court retains jurisdiction over any matter arising from or related to this Order, including its interpretation, construction, implementation, and enforcement.

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

In re:

Hudson 1701/1706, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-11853 (KBO)

(Jointly Administered)

Hearing Date: December 12, 2025, at 10:00 a.m. (ET)

Objection Deadline: December 5, 2025, at 4:00 p.m. (ET)

**NOTICE OF MOTION OF THE DEBTORS FOR ENTRY OF ORDER
ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES OF PROFESSIONALS**

PLEASE TAKE NOTICE that on November 21, 2025, the above-captioned debtors and debtors-in-possession (the “**Debtors**”) filed the *Motion of the Debtors for Entry of Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the “**Motion**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that responses, if any, to the Motion, must be filed on or before **December 5, 2025, at 4:00 p.m. (Eastern Time)** (the “**Objection Deadline**”) with the Court, 824 North Market Street, Third Floor, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that at the same time, you must serve a copy of the response on (a) proposed counsel to the Debtors, Chipman Brown Cicero & Cole LLP, 1313 N. Market Street, Suite 5400, Wilmington, DE 19801 (Attn: William E. Chipman, Jr. and Mark D. Olivere; [chipman@chipmanbrown.com] and [olivere@chipmanbrown.com]); (b) counsel to the DIP Lender and Pre-Petition Lender, Hogan Lovells US LLP, (i) 1999 Avenue of the Stars, Suite 1400, Los Angeles, California 90067 (Attn: Richard Wynne and David P. Simonds; email: [richard.wynne@hoganlovells.com] and [david.simonds@hoganlovells.com]); and (ii) 390 Madison Avenue, New York, New York, 10017 (Attn.: Christopher Bryant; email: [chris.bryant@hoganlovells.com]); (c) the Office of the United States Trustee for Region 3, J. Caleb Boggs Federal Building, 844 King Street, Lockbox 35, Wilmington, Delaware 19801 (Attn: Malcolm M. Bates [malcolm.m.bates@usdoj.gov]); and (d) counsel to any official committee appointed in the Chapter 11 Cases, so as to be received on or before the Objection Deadline.

PLEASE TAKE FURTHER NOTICE that a hearing on the Motion will be held on **December 12, 2025, at 10:00 a.m. (Eastern Time)** before the Honorable Karen B. Owens in the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, Sixth Floor, Court Room 3, Wilmington, Delaware 19801.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are Hudson 1701/1706, LLC (0281) and Hudson 1702, LLC (0190). The Debtors’ mailing address is c/o FTI Consulting, Inc. Attn: Alan Tantleff, 1166 Avenue of the Americas, 15th Floor, New York, NY 10036.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS TO THE MOTION ARE TIMELY FILED, SERVED AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR HEARING.

Dated: November 21, 2025
Wilmington, Delaware

CHIPMAN BROWN CICERO & COLE, LLP

/s/ Alison R. Maser

William E. Chipman, Jr. (No. 3818)

Mark D. Olivere (No. 4291)

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Proposed Counsel to the Debtors