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**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF NEW JERSEY**

*In re*

**UNITED SITE SERVICES, INC. *et al.*,**<sup>1</sup>  
Debtors.

Case No. 25-[●] (●)

Chapter 11

(Joint Administration Requested)

**DEBTORS' MOTION FOR  
ENTRY OF INTERIM AND FINAL  
ORDERS (I) AUTHORIZING THE DEBTORS  
TO (A) MAINTAIN AND USE THEIR EXISTING  
CASH MANAGEMENT SYSTEM, (B) PAY BANK FEES AND  
PROCESSING CHARGES, (C) MAINTAIN AND USE CREDIT  
CARD PROGRAMS, (D) ENGAGE IN INTERCOMPANY  
TRANSACTIONS, AND (E) PAY CERTAIN PREPETITION  
AMOUNTS; (II) GRANTING ADMINISTRATIVE EXPENSE  
STATUS TO POSTPETITION INTERCOMPANY CLAIMS; AND  
(III) WAIVING CERTAIN U.S. TRUSTEE OPERATING GUIDELINES**

<sup>1</sup> The last four digits of the tax identification number of United Site Services, Inc. are 3387. A complete list of the Debtors in these chapter 11 cases (the "**Chapter 11 Cases**"), with each one's tax identification number, principal office address and former names and trade names, is available on the website of the Debtors' noticing agent at [www.veritaglobal.net/USS](http://www.veritaglobal.net/USS). The location of the principal place of business of United Site Services, Inc., and the Debtors' service address for these Chapter 11 Cases is 118 Flanders Road, Suite 1000, Westborough, MA 01581.



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TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

The above-captioned debtors and debtors in possession (the “**Debtors**” or “**USS**”) respectfully state as follows in support of this motion (the “**Motion**”).

### **RELIEF REQUESTED**

1. The Debtors seek entry of an order (i) authorizing them to (a) maintain and use their existing cash management system, (b) pay bank fees and processing charges, (c) maintain and use credit card programs, (d) engage in intercompany transactions; and (e) pay certain prepetition amounts related to the foregoing; (ii) granting administrative expense status to postpetition intercompany claims; (iii) waiving certain U.S. Trustee Operating Guidelines for Chapter 11 Cases (the “**U.S. Trustee Guidelines**”); and (iv) granting related relief. A proposed form of the interim order (the “**Interim Order**”) is attached as Exhibit A-1 to this Motion, and a proposed form of the final order (the “**Final Order**”) is attached as Exhibit A-2.

2. The principal statutory bases for the relief requested in this Motion are sections 105, 363, 503, 1107(a), and 1108 of title 11 of the U.S. Code (the “**Bankruptcy Code**”), Rules 6003 and 6004 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), the Local Rules of the United States Bankruptcy Court for the District of New Jersey (the “**Local Rules**”), and section § V.a of the Chapter 11 Complex Case Procedures (Dec. 2, 2025) (the “**Complex Case Procedures**”).

### **JURISDICTION AND VENUE**

3. The Court has jurisdiction over this Motion pursuant to 28 U.S.C. § 1334. This case has been referred to the Court pursuant to 28 U.S.C. § 157(a) by the *Standing Order of Reference to the Bankruptcy Court under Title 11* (D.N.J. amended June 6, 2025) (Bumb, C.J.). This Motion is a core proceeding under 28 U.S.C. § 157(b). The Debtors consent to the Court’s entry of a final order on this Motion if it is determined that the Court cannot otherwise enter a final order or judgment consistent with article III of the U.S. Constitution. Venue in the Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

## **BACKGROUND**

### **I. UNITED SITE SERVICES**

4. USS is one of the United States' leading providers of portable restrooms and complementary site services. USS's primary service is portable sanitation: convenient access to regularly serviced portable restrooms and sinks across a variety of settings, including special events, construction sites, and other agricultural and industrial settings that lack sufficient permanent facilities. USS owns approximately 350,000 portable restrooms, which range from plastic single-user units to luxury mobile trailers with running water, electricity and air conditioning.

5. In addition to portable restrooms, as part of its core services, USS offers hand hygiene stations ranging from alcohol-based sanitizer stations to portable sinks with soap and water. In addition to these services, USS offers a range of complementary services, such as temporary fences, crowd control barricades, roll-off dumpsters, modular storage, and temporary power sources. USS also offers non-hazardous liquid waste removal services, by pumping and hauling high volumes of liquid waste from commercial settings, such as grease traps from restaurants, underground water from construction sites, and leachate from landfills.

6. USS is headquartered in Westborough, Massachusetts and has over 3,000 employees.

7. On December 29, 2025 (the "**Petition Date**"), each Debtor commenced a case under chapter 11 of the Bankruptcy Code by filing a voluntary petition for relief. The Debtors are operating their business as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. No trustee, examiner or official committee has been appointed. These Chapter 11 Cases are prepackaged cases commenced for the purpose of implementing a comprehensive restructuring in accordance with the terms of a restructuring support agreement. The Debtors commenced solicitation of votes on a plan of reorganization reflecting the terms of the restructuring support agreement prior to commencing these Chapter 11 Cases, and filed that plan of reorganization with the Court contemporaneously herewith.

8. For further information about USS, its business operations, assets and capital structure, and the circumstances that led to the filing of the Chapter 11 Cases, USS refers to the *Declaration of Chris Kelly in Support of Chapter 11 Petitions and First Day Motions of United Site Services, Inc. et al.* (the “**First Day Declaration**”), which was filed contemporaneously with this Motion and the Debtors’ voluntary petitions for relief.<sup>2</sup>

## **II. THE CASH MANAGEMENT SYSTEM**

9. In the ordinary course of business, USS uses a complex centralized cash management system to collect receipts, pay invoices, make payroll, and fund its operations (the “**Cash Management System**”). The Cash Management System connects collections from customers with disbursements that fund USS’s daily operations. The Cash Management System is similar in scope, structure, and complexity to centralized cash management systems used by comparable companies to manage cash flow. It also enables USS to facilitate cash forecasting and reporting, monitor collection and disbursement of funds, allocate working capital across its many local operations, control USS’s bank accounts, and maintain separate accounting for each Debtor in accordance with generally accepted accounting principles.

10. Given the economic and geographic scale of USS’s business, any disruption to the Cash Management System would have an immediate adverse effect on USS’s operations, to the detriment of its estates and stakeholders. To minimize the disruption caused by the filing of these Chapter 11 Cases and to maximize the value of USS’s estates, USS requests authority to continue using the Cash Management System in substantially the form in which it currently exists.

### **A. The Bank Accounts and Flow of Funds**

11. As a complex national enterprise, USS depends on the efficient collection, transfer, and disbursement of funds. Through the Cash Management System, USS can collect revenue from and pay expenses to geographically dispersed customers and vendors, while a centralized corporate

<sup>2</sup> Capitalized terms used but not defined in this Motion have the meanings ascribed to them in the First Day Declaration.

treasury group maintains control of company funds, ensures cash availability, and generates consistent and accurate accounting of USS's finances.

12. As of the Petition Date, the Cash Management System comprises 21 bank accounts (the "**Bank Accounts**") maintained by the Debtors in the ordinary course of business at three banks, JPMorgan Chase Bank, N.A. ("**JPMorgan**"), Bank of America, N.A. ("**Bank of America**"), and Comerica Bank (collectively, the "**Banks**").<sup>3</sup> The Banks are FDIC-insured and each of them is an "authorized depository" under the list of the Authorized Depository Institutions of the U.S. Trustee Guidelines.<sup>4</sup>

13. A diagram of the Cash Management System and a complete list of Bank Accounts are attached to this Motion as Exhibit B and Exhibit C, respectively.<sup>5</sup> As indicated on the list of the Bank Accounts, the JPMorgan Chase Bank, N.A. account ending in 6879 is subject to a deposit account control agreement in favor of the collateral agents for USS's funded debt.

14. Certain of the Bank Accounts are designated as customer receipt accounts (the "**Deposit Accounts**"). The Deposit Accounts are utilized to collect payments from customers by check, wire transfer, ACH transfer, or credit card. Funds deposited into the Deposit Accounts are subsequently swept or transferred, on a daily or weekly basis, into concentration accounts (the "**Concentration Accounts**").

15. Funds collected in the Concentration Accounts are disbursed in the ordinary course of business to satisfy USS's various operating expenses, such as payroll and other employee

<sup>3</sup> In addition to the 21 bank accounts listed in **Exhibit C**, Kurtzman Carson Consultants, LLC d/b/a Verita Global ("**Verita**"), has established a segregated account on the Debtors' behalf at Bank of America, N.A., through which to administer the Carve Out Reserves (as defined in the proposed Interim DIP Order and any subsequent final order). That account will be a component of the Cash Management Motion during the Chapter 11 Cases for that sole purpose.

<sup>4</sup> The Debtors are not seeking a waiver of the investment guidelines set forth in section 345 of the Bankruptcy Code. Absent further relief, the Debtors will ensure that any balances in the Bank Accounts in excess of FDIC insurance limits are protected by acceptable collateralization or bonding consistent with the UST Guidelines for Chapter 11 Cases.

<sup>5</sup> Although the Debtors believe the list of the Bank Accounts attached hereto as **Exhibit C** is complete, the Debtors request that the relief requested and granted in the Interim Order and Final Order apply to any bank accounts that may have been inadvertently omitted and to any bank accounts that may be opened postpetition, each of which shall be deemed a "**Bank Account**" for all purposes.

obligations, vendor and supplier payments, and other ordinary-course business expenditures. For payroll, funds are generally transferred directly from the applicable Concentration Account to a payroll processor. USS also uses a disbursement account designated for manually processing payroll for a limited number of employees. For vendor or supplier payments, cash is transferred from the applicable Concentration Account to a designated disbursement account.

**B. Credit Card Programs**

16. USS maintains a corporate purchasing card program with JPMorgan under a Master Commercial Card Agreement (the “**Purchasing Card Program**”). The cards issued under the Purchasing Card Program are used primarily by field personnel to cover the business expenses they incur while performing their duties, including hotel stays and meals, travel, incidentals, supplies, and other necessary and approved company expenditures. Expenses incurred on these credit cards are billed directly to the Debtors and do not pass through the applicable employees’ personal financial accounts.

17. The Debtors’ current spending under the Purchasing Card Program is approximately \$1.4 million per month. The program is subject to a weekly program limit and, to keep these cards active, the Debtors must pay down the full balance weekly. Over the last 3 months, the Debtors have paid approximately \$350,000 each week on a cycle of one week in arrears.

18. The Debtors request authority to (i) continue the Purchasing Card Program in the ordinary course on prepetition terms, including paying all associated fees and other amounts due on account of the program, and (ii) honor and pay any prepetition obligations under the Purchasing Card Program that become due in the ordinary weekly cycle after the Petition Date.

19. The Debtors also maintain a fuel card program through Comdata Inc. (“**Comdata**”). Comdata is a payments company that provides fleet fuel cards and trucking payment networks, as well as corporate card programs (the “**Fuel Card Program**” and, together with the Purchasing Card Program, the “**Credit Card Programs**”), which the Debtors’ employees use to purchase diesel and other fuel for trucks in field operations. Comdata invoices are issued monthly in arrears

around the third calendar day of each month and are payable on the tenth calendar day of the month.

20. The Debtors pay approximately \$2.5 million per month under the Fuel Card Program. Comdata typically charges relatively *de minimis* monthly program fees of roughly 0.05% of the total monthly purchases under the Fuel Card Program.

21. The Debtors request authority to (i) continue the Fuel Card Program in the ordinary course on prepetition terms, including paying all associated fees and other amounts due on account of the Fuel Card Program, and (ii) pay prepetition amounts that become due in the ordinary monthly cycle after the Petition Date, all consistent with the approved budget.

### **C. Credit Card Processors**

22. In the ordinary course of business, certain payments of the Debtors' customers are processed and settled by credit card processors such as Stripe, Inc., Fiserv, Inc., WorldPay, Inc., and American Express Company (collectively, the "**Credit Card Processors**"). The Credit Card Processors provide processing, settlement, and related services that enable the Debtors to receive cash receipts promptly and reliably from customers across the United States.

23. In the ordinary course, settlement proceeds from the Credit Card Processors are remitted to the Debtors net of customary processor amounts, including processor fees and chargebacks (collectively, the "**Processing Charges**"), and may reflect standard settlement timing and adjustments. These netting practices are typical in the payments industry.

24. Continuity of merchant processing is important to the Debtors' ability to collect receivables and operate without interruption. Disruption to the Credit Card Processors' services or to ordinary settlement netting would materially impair cash collections, create avoidable administrative burden, and risk immediate harm to the estates. Accordingly, the Debtors request authority to continue using the Credit Card Processors in the ordinary course and to pay or permit the netting of all Processing Charges that come due in the ordinary settlement cycle, all consistent with the budget approved by the Court.

**D. Bank Fees**

25. In the ordinary course of business, USS incurs and pays, honors, or allows to be deducted from the appropriate Bank Accounts periodic service charges, costs, and other fees charged by the Banks in connection with maintaining the Cash Management System (collectively, the “**Bank Fees**”). In the 12 months before the Petition Date, USS paid approximately \$60,000 per month in gross service charges related to Bank Fees.

26. JPMorgan and Bank of America assess gross service charges while providing earnings credits that are applied against those charges. As a result, USS often does not owe service fees on account of its JPMorgan accounts, while the Bank of America accounts typically reflect a relatively small residual net fee. After netting, no material Bank Fees will be outstanding as of the Petition Date.

27. USS requests authority, but not direction, to pay (or to permit the payment of) any Bank Fees in the ordinary course of business, regardless of whether any Bank Fees accrued before or after the Petition Date.

**E. Intercompany Transactions and Claims**

28. The Debtors routinely engage in financial transactions among themselves (the “**Intercompany Transactions**”). These transactions are essential to the operation of USS’s business, and USS intends to continue engaging in such transactions postpetition.

29. At any given time, as a result of the Intercompany Transactions, one Debtor may hold claims (the “**Intercompany Claims**”) against another Debtor or Debtors. As shown in Exhibit B, with limited exceptions, all cash receipts and disbursements flow through bank accounts held at United Site Services, Inc., on behalf of its operating Debtor subsidiaries. In limited circumstances due to legacy operations, cash is received by a subsidiary account.

30. To ensure that USS will not, at the expense of its own creditors, fund operations of any other USS entity, USS requests that all postpetition Intercompany Claims be accorded administrative expense status pursuant to section 503(b)(1) of the Bankruptcy Code.



### III. COMPLIANCE WITH THE U.S. TRUSTEE GUIDELINES

31. The U.S. Trustee, through the U.S. Trustee Guidelines or otherwise, generally requires chapter 11 debtors to, among other things, (i) maintain estate funds at institutions designated by the U.S. Trustee as authorized depositories; (ii) close prepetition accounts and open new debtor-in-possession accounts; (iii) obtain checks and other business forms that bear the “Debtors in Possession” designation and the bankruptcy case number; and (iv) maintain a distinction between prepetition and postpetition activity. All of the Debtors’ Bank Accounts are maintained at FDIC-insured institutions designated by the U.S. Trustee as authorized depositories, and the Debtors will continue to comply with section 345 of the Bankruptcy Code. In light of that fact, immediate closure of existing Bank Accounts and opening of new debtor-in-possession accounts would be unnecessary and disruptive. The Debtors therefore request a waiver of the U.S. Trustee Guidelines to the extent they would otherwise require immediate closure of existing Bank Accounts and the opening of new debtor-in-possession accounts.

32. In the ordinary course of business, the Debtors use checks and other preprinted business forms, including purchase orders, letterhead, and invoices (collectively, the “**Business Forms**”). To minimize expense and avoid confusion, the Debtors respectfully request authority to continue using their existing Business Forms, substantially in the forms existing immediately prior to the Petition Date and without reference to the Debtors’ status as debtors in possession; provided, that once the Debtors’ existing check stock is exhausted, the Debtors shall, when reordering checks, require the designation “Debtors in Possession” and the corresponding lead bankruptcy case number on all checks; provided, further, that, with respect to checks the Debtors or their agents produce electronically, the Debtors shall begin printing the “Debtors in Possession” legend and the corresponding lead case number on such items within fourteen (14) calendar days after entry of the Interim Order.

33. The Debtors maintain books and records that document their financial results and operating information (the “**Books and Records**”). Consistent with the U.S. Trustee Guidelines, the Debtors will maintain their Books and Records to the same extent as prior to the Petition Date and will distinguish between prepetition and postpetition activity.

34. In the ordinary course, the Debtors make and receive payments by wires, ACH transfers, direct deposits, credit card settlements, and other similar methods. Continuity of these payment channels is essential to the Debtors' ability to manage payroll, vendor disbursements, and credit card settlements. The Debtors respectfully request authority to continue using these customary payment methods in the ordinary course and consistent with prepetition practice.

### **BASIS FOR RELIEF**

#### **I. USS SHOULD BE AUTHORIZED TO CONTINUE USING THE CASH MANAGEMENT SYSTEM, PAY BANK FEES AND PROCESSING CHARGES, AND MAINTAIN ITS CREDIT CARD PROGRAMS IN THE ORDINARY COURSE.**

35. Continuation of the Debtors' centralized cash management arrangements, payment of the Bank Fees and Processing Charges, and maintenance and use of the Credit Card Programs are ordinary-course uses of estate property that are critical to day-to-day operations and accurate accounting. The Cash Management System facilitates efficient cash positioning, centralized control, timely forecasting and reporting, and cost-effective collections and disbursements across the Debtors' national footprint.

36. Section 363(c)(1) authorizes a debtor in possession to "use property of the estate in the ordinary course of business without notice or a hearing." 11 U.S.C. § 363(c)(1). Courts routinely recognize that continuing a prepetition cash management system is an ordinary-course use of estate property that promotes efficiency and reduces administrative burden. *See, e.g., In re Baldwin-United Corp.*, 79 B.R. 321, 327 (Bankr. S.D. Ohio 1987) (treating such relief as a "simple matter"). *Columbia Gas Transmission Corp. v. Columbia Gas Sys., Inc. (In re Columbia Gas Sys., Inc.)*, 136 B.R. 930, 934 (Bankr. D. Del. 1992), *aff'd sub nom. Off. Comm. of Unsecured Creditors of Columbia Gas Transmission Corp. v. Columbia Gas Sys., Inc. (In re Columbia Gas Sys., Inc.)*, 997 F.2d 1039, 1061 (3d Cir. 1993) (noting separate accounts would be "a huge administrative burden and economically inefficient"); *In re Southmark Corp.*, 49 F.3d 1111, 1114 (5th Cir. 1995).

37. Out of an abundance of caution, to the extent any aspect of the Cash Management System, the payment of Bank Fees or Processing Charges, or the maintenance and use of the Credit

Card Programs could be viewed as outside the ordinary course, the Debtors request express authority to continue these practices consistent with historical operations.

**II. USS SHOULD BE AUTHORIZED TO PAY PREPETITION OBLIGATIONS RELATING TO THE FOREGOING.**

38. Section 363(b) of the Bankruptcy Code permits the Debtors, subject to Court approval, to pay prepetition obligations where a sound business purpose exists for doing so. *See In re Ionosphere Clubs, Inc.*, 98 B.R. 174, 175 (Bankr. S.D.N.Y. 1989) (noting section 363(b) of the Bankruptcy Code provides “broad flexibility” to authorize a debtor to honor prepetition claims where appropriate business justification exists).

39. Paying prepetition amounts associated with the Cash Management System, Bank Fees, Processing Charges, and Credit Card Programs reflects sound business judgment. The Cash Management System enables USS to quickly assess the location and amount of funds, track and control cash centrally, ensure liquidity, and reduce administrative costs through coordinated collections and disbursements. Given the size and complexity of USS’s operations, any disruption to the Cash Management System could impair USS’s restructuring efforts and impose needless costs on creditors and other stakeholders. By contrast, maintaining the Cash Management System will facilitate a smooth transition into chapter 11 by minimizing administrative inefficiencies and delays in paying postpetition obligations and allowing treasury and accounting personnel to focus on core responsibilities rather than building a new system.

40. In addition, under section 105(a) of the Bankruptcy Code, the Court “may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of the Bankruptcy Code.” 11 U.S.C. § 105(a). Courts have used section 105(a) to authorize postpetition payment of prepetition claims when the payment is essential to the continued operation of a debtor’s business and critical to preserving the going concern value of the estate, as is the case here. *See In re CoServ, L.L.C.*, 273 B.R. at 496–97 (“[I]t is only logical that the bankruptcy court be able to use [s]ection 105(a) of the [Bankruptcy] Code to authorize satisfaction of the prepetition claim in aid of preservation or enhancement of the estate.”); *see also In re Equalnet Commc’ns*

*Corp.*, 258 B.R. 368, 369–370 (Bankr. S.D. Tex. 2000) (debtor may pay prepetition claims prior to plan confirmation to preserve the value of its business).

41. Finally, under section 1107(a) of the Bankruptcy Code, a debtor in possession has, among other things, the “implied duty . . . to ‘protect and preserve the estate, including an operating business’ going-concern value.” *In re CEI Roofing, Inc.*, 315 B.R. 50, 59 (Bankr. N.D. Tex. 2004) (quoting *In re CoServ L.L.C.*, 273 B.R. 487, 497 (Bankr. N.D. Tex. 2002)).

42. Nonpayment of prepetition Bank Fees or prepetition amounts related to the Credit Card Programs would cause immediate harm to the estates. If USS does not pay prepetition Bank Fees, its banking relationships may be materially harmed, and management may be forced to devote time and resources to avoidable disputes with the Banks. Moreover, the Banks likely have rights of setoff with respect to unpaid Bank Fees. Likewise, failure to pay prepetition amounts outstanding under the Credit Card Programs would significantly disrupt employees’ ability to perform ordinary-course duties.

43. Parties in interest will not be harmed by the requested relief. The Debtors have implemented internal controls that prohibit unauthorized payments on account of prepetition obligations and provide a clear demarcation between prepetition and postpetition transactions. The Debtors will instruct the Banks regarding which checks, wires, ACH transfers, and other debits may be honored consistent with orders of the Court.

### **III. USS SHOULD BE AUTHORIZED TO MAINTAIN, SERVICE, AND ADMINISTER THE BANK ACCOUNTS IN THE ORDINARY COURSE OF BUSINESS.**

44. In the ordinary course of business, USS conducts numerous transactions by checks, wire transfers, ACH transfers, and other electronic means. Accordingly, USS requests that the Banks be authorized, subject to sufficient available funds in the applicable Bank Account and consistent with the terms of any orders of this Court, to receive, process, honor, and pay any and all checks, drafts, wire transfers, ACH transfers, and other electronic payment instructions payable through or drawn on the Bank Accounts, whether such items are dated prior to or after the Petition Date. USS also seeks authority to issue new postpetition checks, or to effect new electronic

transfers, to replace any prepetition checks or transfer requests that are dishonored or rejected due to the commencement of these Chapter 11 Cases. The Cash Management System enables USS to identify checks and transfer requests relating to payments authorized by the Court, and items not so authorized will not be honored inadvertently. USS has sufficient funds to pay the amounts described herein in the ordinary course by virtue of expected cash flows from ongoing operations and anticipated postpetition financing.

45. Because the Banks are unable to independently verify or audit whether a particular prepetition item may be paid, USS also requests that no Bank will be liable for honoring a prepetition check or other transaction drawn on a Bank Account so long as it has honored the prepetition check or other transaction in the good-faith belief that the Court has authorized it to honor that check or transaction. To the extent that a Bank dishonors or returns checks, or the Debtors incur any postpetition Bank Fees, costs, charges, chargebacks, overdrafts or all other related obligations that remain unpaid, the Debtors submit that those obligations shall be entitled to administrative expense priority pursuant to section 503(b)(1) of the Bankruptcy Code.

**IV. USS SHOULD BE AUTHORIZED TO ENGAGE IN INTERCOMPANY TRANSACTIONS, AND INTERCOMPANY CLAIMS SHOULD BE ACCORDED ADMINISTRATIVE STATUS.**

46. As described above, USS engages in Intercompany Transactions in the ordinary course of business. USS believes Court approval is not required to continue ordinary-course Intercompany Transactions because they are authorized by section 363(c)(1) of the Bankruptcy Code. Nevertheless, out of an abundance of caution, USS respectfully requests express authority to continue engaging in Intercompany Transactions in the ordinary course and consistent with prepetition practices.

47. Intercompany Transactions are essential to USS's operations. The Debtors' nationwide business relies on coordinated cash collections and disbursements across multiple entities, as well as cost allocations where one entity pays shared expenses for the benefit of others. Discontinuing Intercompany Transactions would disrupt the Cash Management System, impair liquidity management, and force each Debtor to attempt to fund its own standalone operations, to

the detriment of the estates and creditors. Continuation of Intercompany Transactions in the ordinary course is therefore in the best interests of the Debtors' estates and stakeholders and should be authorized.

48. To ensure that each Debtor continues to bear the ultimate responsibility for its obligations and does not prejudice any other Debtor's creditors, USS requests that all postpetition Intercompany Claims be granted administrative expense status under section 503(b)(1)(A) of the Bankruptcy Code, which allows the Court, "[a]fter notice and a hearing," to grant such status to "the actual, necessary costs and expenses of preserving the estate . . . ." 11 U.S.C. § 503(b)(1)(A).

49. Courts in this District have granted similar relief in numerous cases of similar size. *See, e.g.,* Order, *In re WeWork Inc.*, No. 23-19865 (JKS) (Bankr. D.N.J. Feb. 6, 2024) [Dkt. No. 1302]; Order, *In re Bed Bath & Beyond Inc.*, No. 23-13359 (VFP) (Bankr. D.N.J. June 27, 2023) [Dkt. No. 1102]; Order, *In re New Rite Aid, LLC*, No. 25-14861 (MBK) (Bankr. D.N.J. June 9, 2025) [Dkt. No. 765]; Order, *In re Careismatic Brands, LLC*, No. 24-10561 (VFP) (Bankr. D.N.J. Feb. 29, 2024) [Dkt. No. 337]; Order, *In re Del Monte Foods Corp. II Inc.*, No. 25-16984 (MBK) (Bankr. D.N.J. Aug. 13, 2025) [Dkt. No. 361]. Similar relief is also appropriate here.

## **V. THE U.S. TRUSTEE GUIDELINES SHOULD BE WAIVED IN PART.**

### **A. Bank Accounts**

50. All Bank Accounts are maintained at FDIC-insured institutions designated by the U.S. Trustee as authorized depositories, and the Debtors will continue to comply with section 345 of the Bankruptcy Code. In light of that fact, immediate closure of existing Bank Accounts and opening of new debtor-in-possession accounts would be unnecessary and disruptive. The Debtors therefore request a waiver of the U.S. Trustee Guidelines to the extent they would otherwise require immediate closure of existing Bank Accounts and the opening of new debtor-in-possession accounts, and will work with the Banks to ensure proper debtor-in-possession designations without disrupting ordinary-course operations. Courts in this District have granted similar relief in numerous cases of similar size. *See, e.g.,* Order, *In re WeWork Inc.*, No. 23-19865 (JKS) (Bankr.

D.N.J. Feb. 6, 2024) [Dkt. No. 1302] (authorizing the Debtors to “maintain all of their existing Debtor Bank Accounts . . . in the names and with the account numbers existing immediately before the Petition Date, without the need to comply with the U.S. Trustee Guidelines requiring the opening of separate debtor in possession accounts,” and to “deposit funds in and withdraw funds from the Debtor Bank Accounts . . . by all usual means”); Order, *In re New Rite Aid, LLC*, No. 25-14861 (MBK) (Bankr. D.N.J. June 9, 2025) [Dkt. No. 765] (authorizing the Debtors to “continue to use, with the account numbers existing immediately before the Petition Date, the Debtor Bank Accounts in existence as of the Petition Date . . . and need not comply with the U.S. Trustee Guidelines requiring the opening of separate debtor-in-possession accounts,” and to “deposit funds in and withdraw funds from the Debtor Bank Accounts by all usual means”); Order, *In re Bed Bath & Beyond Inc.*, No. 23-13359 (VFP) (Bankr. D.N.J. June 27, 2023) [Dkt. No. 1102] (authorizing the Debtors to “continue to use, with the same account numbers, the Bank Accounts in existence as of the Petition Date” and to “deposit funds in and withdraw funds from the Bank Accounts by all usual means”).

## **B. Business Forms**

51. In the ordinary course, the Debtors use checks and other preprinted Business Forms. To minimize expense and avoid confusion, the Debtors respectfully request authority to continue using their existing Business Forms, substantially in the forms existing immediately prior to the Petition Date and without reference to the Debtors’ status as debtors in possession; provided, that once the Debtors’ existing check stock is exhausted, the Debtors shall, when reordering checks, require the designation “Debtors in Possession” and the corresponding lead bankruptcy case number on all checks; provided, further, that, with respect to checks the Debtors or their agents produce electronically, the Debtors shall begin printing the “Debtors in Possession” legend and the corresponding lead case number on such items within fourteen calendar days after entry of the Interim Order. Courts in this District have granted similar relief in numerous cases of similar size. *See Order, In re WeWork Inc.*, No. 23-19865 (JKS) (Bankr. D.N.J. Feb. 6, 2024) [Dkt. No. 1302] (permitting the Debtors to “use, in their present form, all preprinted correspondence and Business

Forms . . . without reference to the Debtors’ status as debtors in possession,” and providing that “once the Debtors’ existing checks have been used, the Debtors shall, when reordering checks, require the designation ‘Debtors in Possession’ and the corresponding bankruptcy case number,” and that “within fourteen days . . . the Debtors will update any electronically produced checks”); Order, *In re New Rite Aid, LLC*, No. 25-14861 (MBK) (Bankr. D.N.J. June 9, 2025) [Dkt. No. 765] (authorizing use of existing Business Forms without reference to debtor-in-possession status, and requiring that, after exhaustion of existing stock, new checks must reflect “Debtors-in-Possession” and the lead case number, and “within fourteen calendar days . . . the Debtors shall update any electronically produced checks”); Order, *In re Bed Bath & Beyond Inc.*, No. 23-13359 (VFP) (Bankr. D.N.J. June 27, 2023) [Dkt. No. 1102] (authorizing use of Business Forms “in their present form . . . without reference to the Debtors’ status as debtors in possession,” and providing that “once the Debtors’ existing checks have been used” reordered checks must bear “Debtors in Possession” notation and case number).

### **C. Books and Records**

52. The Debtors maintain Books and Records that document financial results and operating information. Consistent with the U.S. Trustee Guidelines, the Debtors will maintain their Books and Records to the same extent as prior to the Petition Date and will distinguish between prepetition and postpetition activity. Courts in this District have granted similar relief in numerous cases of similar size. *See* Order, *In re WeWork Inc.*, No. 23-19865 (JKS) (Bankr. D.N.J. Feb. 6, 2024) [Dkt. No. 1302] (authorizing the debtors to “continue using, in their present form, the Books and Records”); Order, *In re Bed Bath & Beyond Inc.*, No. 23-13359 (VFP) (Bankr. D.N.J. June 27, 2023) [Dkt. No. 1102] (requiring that intercompany transactions be “readily ascertained, traced, distinguished between prepetition and postpetition transactions, and properly recorded”).

## **VI. THE MOTION IS PROCEDURALLY APPROPRIATE**

### **A. The Requirements of Bankruptcy Rule 6003(a) Are Satisfied**

53. Bankruptcy Rule 6003 allows a court to grant relief within the first 21 days of a case to the extent that “relief is needed to avoid immediate and irreparable harm.” Pursuant to that



Bankruptcy Rule, the Debtors request expedited consideration of this Motion. An immediate and orderly transition into chapter 11 is critical to the viability of the Debtors' operations. Failure to receive the requested relief, including continued utilization of the Cash Management System, during the first 21 days of these Chapter 11 Cases would imperil USS's operations and cause irreparable harm. For these reasons, the Debtors have satisfied the "immediate and irreparable harm" standard of Bankruptcy Rule 6003, and the Motion should be granted on an expedited basis.

**B. Waiver of Bankruptcy Rules 6004(a) and 6004(h)**

54. To implement the foregoing successfully, the Court should waive the 21-day notice period of Bankruptcy Rules 6004(a) and 2002(a)(2), and the 14-day stay imposed by Bankruptcy Rule 6004(h).

**C. Notice**

55. Notice of this Motion will be provided to (a) the Office of the U.S. Trustee for Region 3 (Newark office); (b) the creditors holding the thirty largest unsecured claims, according to the consolidated list filed by the Debtors with their petitions; (c) the administrative agent or indenture trustee (as applicable) for the ABL Facility, each of the 2024 First Lien Facilities, Amended Term Loans, and the Amended Unsecured Notes; (d) counsel to the Ad Hoc Group; (e) counsel to Clearlake Capital Group, L.P.; (f) counsel to Platinum; (g) counsel to CastleKnight; (h) the Internal Revenue Service; (i) the Office of the U.S. Attorney for the District of New Jersey; (j) all applicable banks and financial institutions; and (k) any other party that has requested notice pursuant to Bankruptcy Rule 2002. Pursuant to Complex Case Procedures § V(a)(iii)-(iv), the Debtors will also (A) post this Motion conspicuously on the noticing agent's website and (B) provide notice of an order granting the request for expedited consideration of this Motion by hand delivery, fax, email, overnight mail, or next-day U.S. mail on (1) the parties on the master

service list and (2) all applicable banks and financial institutions. The Debtors respectfully submit that no further notice is required under the circumstances.

*[Remainder of page intentionally blank]*

Upon the foregoing Motion, the Debtors respectfully request that the Court (a) at an initial hearing in these cases, (i) enter an order, substantially in the form attached to the Motion as **Exhibit A-1**, granting the Motion on an interim basis, and (ii) schedule a hearing for consideration of the Motion on a final basis, (b) at a subsequent hearing, enter an order, substantially in the form attached to the Motion as **Exhibit A-2**, granting the Motion on a final basis, and (c) grant such other relief as is just and proper.

Dated: December 29, 2025

Respectfully submitted,

/s/ Michael D. Sirota

**COLE SCHOTZ P.C.**

Michael D. Sirota

Felice R. Yudkin

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*Proposed Co-Counsel to the Debtors*

**EXHIBIT A-1 TO CASH MANAGEMENT MOTION**  
**PROPOSED INTERIM ORDER**

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

*In re*

**UNITED SITE SERVICES, INC. *et al.*,**<sup>1</sup>  
Debtors.

Case No. 25-[●] (●)

Chapter 11

(Jointly Administered)

**INTERIM ORDER  
(I) AUTHORIZING THE DEBTORS  
TO (A) MAINTAIN AND USE THEIR EXISTING  
CASH MANAGEMENT SYSTEM, (B) PAY BANK FEES AND  
PROCESSING CHARGES, (C) MAINTAIN AND USE CREDIT  
CARD PROGRAMS, (D) ENGAGE IN INTERCOMPANY  
TRANSACTIONS, AND (E) PAY CERTAIN PREPETITION  
AMOUNTS; (II) GRANTING ADMINISTRATIVE EXPENSE  
STATUS TO POSTPETITION INTERCOMPANY CLAIMS; AND  
(III) WAIVING CERTAIN U.S. TRUSTEE OPERATING GUIDELINES**

The relief set forth on the following pages, numbered three (3) through fifteen (15), is  
**ORDERED.**

<sup>1</sup> The last four digits of the tax identification number of United Site Services, Inc. are 3387. A complete list of the Debtors in these chapter 11 cases (the “**Chapter 11 Cases**”), with each one’s tax identification number, principal office address and former names and trade names, is available on the website of the Debtors’ noticing agent at [www.veritaglobal.net/USS](http://www.veritaglobal.net/USS). The location of the principal place of business of United Site Services, Inc., and the Debtors’ service address for these Chapter 11 Cases is 118 Flanders Road, Suite 1000, Westborough, MA 01581.

**Caption in compliance with D.N.J. LBR 9004-1(b)**

**MILBANK LLP**

Dennis F. Dunne (*pro hac vice* pending)  
Samuel A. Khalil (*pro hac vice* pending)  
Matthew Brod (*pro hac vice* pending)  
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- and -

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*Proposed Co-Counsel to the Debtors  
and Debtors in Possession*

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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

Caption of Order: Interim Order (I) Authorizing the Debtors to (A) Maintain and Use Their Existing Cash Management System, (B) Pay Bank Fees and Processing Charges, (C) Maintain and Use Credit Card Programs, (D) Engage in Intercompany Transactions, and (E) Pay Certain Prepetition Amounts; (II) Granting Administrative Expense Status to Postpetition Intercompany Claims; and (III) Waiving Certain U.S. Trustee Operating Guidelines

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Upon the motion (the “**Motion**”)<sup>1</sup> of the above-captioned debtors (collectively, the “**Debtors**”) for entry of an interim order (this “**Interim Order**”) (i) authorizing the Debtors to (a) maintain and use their Cash Management System, (b) pay the Bank Fees and Processing Charges, (c) maintain and use the Credit Card Programs, (d) engage in intercompany transactions, and (e) pay certain prepetition amounts related to the foregoing; (ii) granting administrative expense status to postpetition Intercompany Claims; (iii) waiving certain U.S. Trustee Guidelines; and (iv) granting certain related relief; and the Court having jurisdiction to decide the Motion and to enter this Interim Order pursuant to 28 U.S.C. § 1334; and these Chapter 11 Cases having been referred to this Court by standing order of the U.S. District Court for the District of New Jersey; and consideration of the Motion being a core proceeding pursuant to 28 U.S.C. § 157(b) upon which this Court may enter a final order consistent with Article III of the U.S. Constitution; and venue being proper in the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided, such that no other or further notice is required or necessary under the circumstances; and the Court having determined that the legal and factual bases set forth in the Motion and in the record establish just cause for entry of this Interim Order; and it appearing that interim relief is justified to avoid immediate and irreparable harm to the Debtors’ estates; it is hereby **ORDERED** that:

1. The Motion is **GRANTED** on an interim basis as set forth herein.
2. A hearing to consider the Motion on a final basis shall be held on \_\_\_\_\_, 2026, at \_\_\_\_\_ (ET). Any objection or response to entry of an order granting the Motion on a final basis shall be filed by \_\_\_\_\_, 2026, at \_\_\_\_\_.

<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Motion.

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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

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**4:00 p.m. (ET)**, and served so as to be actually received by (a) proposed co-counsel to the Debtors,

(i) Milbank LLP, 55 Hudson Yards, New York, NY 10001 (Attn: Dennis F. Dunne (DDunne@Milbank.com), Samuel A. Khalil (SKhalil@Milbank.com), Matthew Brod (MBrod@Milbank.com), Lauren C. Doyle (LDoyle@Milbank.com), and Benjamin M. Schak (BSchak@Milbank.com)) and (ii) Cole Schotz P.C., Court Plaza North, 25 Main Street, Hackensack, NJ 07601 (Attn: Michael D. Sirota (MSirota@coleschotz.com), Felice R. Yudkin (FYudkin@coleschotz.com), and Daniel J. Harris (DHarris@coleschotz.com)); (b) the Office of the United States Trustee for Region 3, One Newark Center, Suite 2100, Newark, NJ 07102 (Attn: Jeffrey M. Sponder (Jeffrey.M.Sponder@usdoj.gov) and Samantha S. Lieb (Samantha.Lieb2@usdoj.gov)); (c) counsel to the Ad Hoc Group, (i) Akin Gump Strauss Hauer & Feld LLP, Robert S. Strauss Tower, 2001 K Street N.W., Washington, DC 20006 (Attn: Scott L. Alberino (SAlberino@AkinGump.com)) and 2300 N. Field Street, Ste. 1800, Dallas, TX 75201 (Attn: Zach Lanier (ZLanier@AkinGump.com)) and (ii) Pashman Stein Walder Hayden, P.C., 101 Crawford's Corner Road, Ste. 4202, Holmdel, NJ 07722 (Attn: John W. Weiss (JWeiss@PashmanStein.com)); (d) Wilmington Savings Fund Society, FSB, as DIP Agent, and ArentFox Schiff LLP, 233 South Wacker Drive, Suite 7100, Chicago, IL 60606 (Attn: Matthew R. Bentley), as its counsel; and (e) counsel to any statutory committee appointed in these Chapter 11 Cases. If no such objection is timely filed and served, the Court may enter an order granting the Motion on a final basis without convening the hearing.

3. Subject to the terms of this Interim Order, the Debtors are authorized, but not directed to, on an interim basis: (i) continue using their Cash Management System, substantially as described in the Motion and Exhibit B to the Motion, and honor and satisfy any prepetition and postpetition obligations related thereto; (ii) designate, maintain, and close any Bank Accounts, including those identified on **Exhibit C** to the Motion, in the names and with the account numbers



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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

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existing immediately before the Petition Date; and (iii) deposit funds into and withdraw or transfer funds from the Bank Accounts by any means, including checks, wire transfers, ACH transfers, and other debits or electronic means, and need not comply with the U.S. Trustee Guidelines requiring the opening of separate debtor-in-possession accounts; provided that once the Debtors have exhausted their existing supply of correspondence, business forms stock and checks, the Debtors will obtain new business forms stock and checks reflecting their status as “Debtors-in-Possession” and include the corresponding lead bankruptcy case number on all checks, and within fourteen (14) calendar days of entry of this Interim Order, the Debtors shall update any electronically produced checks to reflect their status as “Debtors-in-Possession” and to include the corresponding lead bankruptcy case number.

4. The Debtors are authorized, but not directed, on an interim basis, to remit, pay, offset, or otherwise satisfy all obligations and amounts due that were paid by the Debtors prepetition, but which payments were lost or not otherwise received in full by the intended recipient if such prepetition payments have been specifically authorized by an order of this Court. For the avoidance of doubt, such authorization is not limited to the relief requested in the Motion, but rather, applies to payments specifically authorized by any order of this Court.

5. Nothing contained herein shall prevent the Debtors from closing any Bank Account as they may deem necessary or appropriate, with seven days’ advance notice to the U.S. Trustee, counsel to the First-Out/Second-Out Agent and the ABL Agent, counsel to the First Lien Ad Hoc Group, and counsel to any statutory committee. The U.S. Trustee, the First Lien Ad Hoc Group, the First-Out/Second-Out Agent, the ABL Agent, and any statutory committee may object upon receipt of such notice by filing an objection with regard to the closing of a Bank Account. Each applicable Bank is authorized to honor the Debtors’ request to close any Bank Account.

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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

Caption of Order: Interim Order (I) Authorizing the Debtors to (A) Maintain and Use Their Existing Cash Management System, (B) Pay Bank Fees and Processing Charges, (C) Maintain and Use Credit Card Programs, (D) Engage in Intercompany Transactions, and (E) Pay Certain Prepetition Amounts; (II) Granting Administrative Expense Status to Postpetition Intercompany Claims; and (III) Waiving Certain U.S. Trustee Operating Guidelines

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6. The Debtors are authorized, but not directed, on an interim basis, to open new Bank Accounts and enter into any ancillary agreements, including deposit account control agreements. Each new Bank Account shall be opened at a depository that (a) is insured by the FDIC, (b) is designated as an authorized depository by the U.S. Trustee Guidelines and is a party to a Uniform Depository Agreement (“**UDA**”), and (c) agrees to be bound by the terms of this Interim Order. Any new debtor-in-possession bank account must bear the designation “Debtor in Possession” and be designated as “Debtor-in-Possession” accounts with the case number. The Debtors shall provide seven days’ advance notice of any new Bank Account to the U.S. Trustee, counsel to the First Lien Ad Hoc Group, counsel to the First-Out/Second-Out Agent and the ABL Agent, and counsel to any statutory committee. The opening of a new Bank Account shall be indicated on the applicable monthly operating report. The U.S. Trustee, the First Lien Ad Hoc Group, the First-Out/Second-Out Agent, the ABL Agent, and any statutory committee may object within fourteen (14) calendar days from receipt of such notice, or such later date as may be extended by the Court or agreed to between the Debtors, the U.S. Trustee, and/or any statutory committee(s) appointed in these Chapter 11 Cases by filing an objection with regard to the opening of a Bank Account.

7. Each new Bank Account opened by any Debtor shall, for purposes of this Interim Order, be deemed a Bank Account as if it had been listed on **Exhibit C** to the Motion, and the bank or financial institution at which a new Bank Account is opened shall, for purposes of this Final Order, be deemed a Bank; provided that the Debtors shall use commercially reasonable efforts to ensure that any such account is subject to a deposit account control agreement in favor of the First-Out/Second-Out Agent and the ABL Agent, and in no event shall any such account remain without a deposit account control agreement later than sixty days after such account is opened; and provided further that, regardless of the existence or lack thereof of a deposit account control agreement, the First-Out/Second-Out Agent and the ABL Agent will retain valid, perfected and

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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

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non-avoidable liens in any cash that is transferred to or deposited into a new Concentration Account to the same extent as the First-Out/Second-Out Agent and the ABL Agent would have held liens in cash that had remained in or been deposited into the existing Concentration Account.

8. The Debtors and the Banks may, without further order of the Court, agree to implement modifications to the Cash Management System and related procedures in the ordinary course of business; provided, however, that the Debtors shall provide the U.S. Trustee, counsel to the Ad Hoc Group, and counsel to any statutory committee(s) appointed in these Chapter 11 Cases with not less than five (5) business days' written notice (the "**Notice Period**") prior to implementing any material changes to the Cash Management System, and if a written objection to such material changes is filed with the Court and served on the Debtors within the Notice Period, the Debtors shall not implement such material changes absent (a) the consensual resolution of such objection or (b) further order of the Court.

9. Except as otherwise provided in this Interim Order, and only to the extent sufficient funds are available, each Bank is authorized to (a) service and administer the Bank Accounts without interruption and in the ordinary course of business, consistent with prepetition practices and the terms of any prepetition contractual agreements, including treasury and cash management services agreements (and any related security or control agreements) and prefunding arrangements and (b) receive, process, honor, and pay any and all checks, drafts, wire transfers, ACH, and other transfer requests, whether issued before or after the Petition Date. The Debtors are granted further relief to the extent necessary to continue conducting transactions by wires, ACH transactions, direct deposits, and other similar methods.

10. To the extent any of the Bank Accounts are not in compliance with section 345(b) of the Bankruptcy Code or any applicable U.S. Trustee Guidelines, the Debtors have thirty (30) calendar days from the date of this Interim Order to come into compliance with section 345(b) of

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Debtors: United Site Services, Inc. *et al.*

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the Bankruptcy Code and the applicable U.S. Trustee Guidelines, without prejudice to seeking an additional extension or a final waiver of such requirements (by means of a stipulation with the U.S. Trustee or otherwise); provided that nothing herein shall prevent the Debtors or the U.S. Trustee from seeking further relief from the Court to the extent that an agreement cannot be reached within that time period (or such other period as is agreed to by the Debtors and the U.S. Trustee).

11. For banks at which the Debtors hold accounts that are party to a UDA with the U.S. Trustee, within five (5) business days of the date of entry of this Interim Order, the Debtors shall (a) contact each bank, (b) provide the banks with each of the Debtors' employer identification numbers, and (c) identify each of the Bank Accounts held at such banks as being held by a debtor in possession in the Debtors' bankruptcy cases, and request such Banks to code the Bank Accounts as a "debtor in possession" account, and provide the case number.

12. For banks at which the Debtor holds Bank Accounts that are not party to a UDA with the U.S. Trustee, the Debtor shall use its good-faith effort to cause the banks to execute a UDA in a form prescribed by the U.S. Trustee within thirty (30) days of the date of this Interim Order. The Debtor's and the U.S. Trustee's rights to seek further relief from this Court on notice in the event that the aforementioned banks are unwilling to execute a UDA in a form prescribed by the U.S. Trustee are fully preserved.

13. The Debtors shall instruct each Bank as to which checks, wire transfers, ACH transfers, and other debits or electronic transfers that were issued or initiated prepetition (excluding any wire transfers or ACH transfers that the Banks are obligated to settle), but are presented or drawn after the Petition Date may be honored consistent with this Interim Order or any other order entered by this Court. Notwithstanding anything to the contrary herein, nothing in this Interim Order obligates any Bank to (x) extend credit in connection with the Cash Management System by permitting overdrafts or otherwise, (y) honor any check or other payment item drawn on a Bank

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Debtors: United Site Services, Inc. *et al.*

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Account unless the Bank Account holds sufficient and collected funds, or (z) allow any Debtor or account holder to initiate any outgoing ACH credits with respect to any Bank Account unless the same has been pre-funded.

14. No Bank shall be liable to the Debtors, their estates or any other person or entity, or held in violation of this Interim Order, for honoring a prepetition check or other item drawn on any Bank Account in a good-faith belief that the Court has authorized such prepetition check or item to be honored or as the result of a mistake made despite implementation of customary item handling procedures. Subject to the terms of this Interim Order, the Banks may rely, without a duty of inquiry, upon the failure of the Debtors to issue a stop payment order with respect to any checks, wire transfers, ACH transfers, and other debits or electronic transfers, whether such item is issued prepetition or postpetition, as a direction by the Debtors that such an item be paid.

15. The Banks are authorized, but not directed, on an interim basis, to charge, and the Debtors are authorized, but not directed, on an interim basis, to pay, honor, or allow all prepetition and postpetition Bank Fees in the ordinary course of business and consistent with prepetition practices. The Debtors are also authorized, but not directed, on an interim basis, to pay other additional costs, charges, overdrafts, expenses, and chargeback fees to the Banks in the ordinary course of business and consistent with prepetition practices, regardless of whether such amounts became owed prepetition or postpetition. The Debtors are also authorized, but not directed, on an interim basis, to reimburse the Banks for any claims arising before or after the Petition Date in connection with customer checks deposited with the Banks that have been dishonored or returned as a result of insufficient funds in the applicable Bank Account; provided that, unless otherwise ordered by this Court and directed by the Debtors, no checks, drafts, electronic funds transfers or other items presented, issued or drawn on the Bank Accounts on account of a claim against the Debtors arising prior to the Petition Date shall be honored. Any postpetition Bank Fees, costs,

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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

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charges, overdrafts, dishonored or returned checks, or chargebacks and all other related obligations that are not paid shall be entitled to administrative expense priority pursuant to section 503(b)(1) of the Bankruptcy Code.

16. Any prepetition agreements existing between the Debtors and the Banks shall continue to govern postpetition cash management relationships between the Debtors and the Banks and, subject to applicable law, all of the parties' respective rights and benefits under such agreements, including with respect to termination, fees, collateral, setoff, the right of a Bank to use funds in the relevant Bank Accounts to remedy any overdraft or other cash management obligation, and other remedies, shall remain in full force and effect absent further order of the Court or unless the Debtors and any Bank agree otherwise.

17. The Debtors are authorized, but not directed, on an interim basis, to continue using their Books and Records as those existed on the Petition Date, and the U.S. Trustee Guidelines are waived to the extent they would otherwise require the immediate closure of the existing Bank Accounts and the Books and Records, and the opening of new debtor-in-possession accounts and business records.

18. The Debtors are authorized, but not directed, on an interim basis, to continue the Credit Card Programs in the ordinary course, subject to the terms and conditions thereof and, in connection therewith: (a) the credit card issuers are (i) authorized to make advances to the Debtors from time to time, (ii) may rely on the representations of the Debtors with respect to their use of the Credit Card Programs, and (iii) shall not have any liability to any party for relying on such representations; and (b) all prepetition and postpetition charges and fees due to the credit card issuers pursuant to the Credit Card Programs are authorized to be paid in accordance with the respective terms of the Credit Card Programs and this Interim Order, in each case subject to the

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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

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“Approved Budget” as defined in the orders of the Court approving the debtor-in-possession financing in these Chapter 11 Cases.

19. The Debtors are authorized, but not directed, on an interim basis, to pay, honor, or permit the netting of the Processing Charges, whether arising before or after the Petition Date and whether effected by invoice or by netting from settlement proceeds, in each case consistent with the applicable agreements and the budget approved by the Court, and the Credit Card Processors may continue to net such amounts from settlement proceeds.

20. The Debtors are authorized, but not directed, on an interim basis, to continue engaging in Intercompany Transactions in the ordinary course of business, consistent with historical practice. Notwithstanding anything herein to the contrary, nothing in this Interim Order shall modify or impair the ability of any party in interest to contest (i) how the Debtors account, including, without limitation, the validity or amount set forth in such accounting, for any Intercompany Transaction, whether arising prepetition or postpetition, and (ii) the ability of the Debtors to set off prepetition and/or postpetition obligations on account of Intercompany Transactions. The rights of all parties in interest with respect thereto are preserved.

21. Pursuant to section 503(b)(1) of the Bankruptcy Code, all valid postpetition Intercompany Claims incurred in the ordinary course of business and consistent with prepetition practices shall be accorded administrative expense status. For the avoidance of doubt, the relief granted in this Interim Order with respect to postpetition Intercompany Transactions shall not constitute a finding as to the validity, priority, or status of any prepetition intercompany balance, and all parties reserve their rights to contest the validity, priority, or status of any such prepetition intercompany balance.

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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

Caption of Order: Interim Order (I) Authorizing the Debtors to (A) Maintain and Use Their Existing Cash Management System, (B) Pay Bank Fees and Processing Charges, (C) Maintain and Use Credit Card Programs, (D) Engage in Intercompany Transactions, and (E) Pay Certain Prepetition Amounts; (II) Granting Administrative Expense Status to Postpetition Intercompany Claims; and (III) Waiving Certain U.S. Trustee Operating Guidelines

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22. The Debtors shall maintain accurate and reasonably detailed records of all Intercompany cash transfers within the Cash Management System, in accordance with their prepetition practices, so that all such Intercompany cash transfers are adequately and properly documented in, and ascertainable from, the Debtors' Books and Records. During the Interim Period, upon reasonable request of the U.S. Trustee and any statutory committee(s) appointed in these Chapter 11 Cases, the Debtors shall promptly make such records related to the foregoing available to such parties.

23. The Debtors shall maintain records of all transfers within the Cash Management System so that all transfers and transactions shall be adequately and promptly documented in, and ascertainable from, the Debtors' books and records, to the same extent as maintained prior to the commencement of the Chapter 11 Cases. The Debtors are also directed to maintain their books and records so as to provide a clear demarcation between prepetition and postpetition transactions.

24. Notwithstanding the Debtors' use of a consolidated Cash Management System, the Debtors shall calculate their quarterly fees under 28 U.S.C. § 1930(a)(6) based on the disbursements of each Debtor regardless of which entity pays those disbursements.

25. Except as otherwise stated herein, the relief granted in this Interim Order and any actions taken hereunder, nothing contained herein shall (i) create, nor is it intended to create, any rights in favor of, or enhance the status of any claim held by, any person or entity or (ii) be deemed to convert the priority of any claim from a prepetition claim into an administrative expense claim.

26. Nothing contained in the Motion or this Interim Order, nor any action taken by the Debtors pursuant to this Interim Order, shall be deemed a waiver of rights of any party in interest to dispute the amount of, basis for, validity, or treatment of any Intercompany Transaction or any



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Debtors: United Site Services, Inc. *et al.*

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Intercompany Claim or the allocation of expenses or other costs among the Debtors or between the Debtors and any non-Debtor affiliates.

27. Nothing contained in the Motion or this Interim Order or any actions taken by the Debtors pursuant to the relief requested in this Interim Order is intended (and should not be construed) as: (a) an admission as to the amount of, basis for, priority, or validity of any particular claim under the Bankruptcy Code or applicable non-bankruptcy law; (b) a waiver of the Debtors' or any other party's right to dispute any claim; (c) a promise or requirement to pay any particular claim; (d) an implication or admission that any particular claim is of a type described in the Motion or any order granting the relief requested herein; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on the property of, the Debtors' estates, and the Debtors expressly reserve their rights to contest the extent, validity, or perfection, or to seek avoidance of any and all liens, security interests, and other encumbrances; or (g) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

28. The banks and financial institutions on which checks were drawn or electronic payment requests made in connection with the Cash Management System approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized, but not directed, to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Interim Order.

29. Within two (2) business days after entry of this Interim Order, the Debtors shall serve a copy of this Interim Order on each applicable bank and financial institution that is directed to comply with the terms of this Interim Order.

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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

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30. The Debtors are authorized and directed, on an interim basis, to issue or effectuate, as applicable, checks, wire transfers, ACH transfers, and other debits or electronic means, in replacement of any checks or fund transfer requests that are dishonored because of the filing of the Chapter 11 Cases with respect to prepetition amounts that are authorized to be paid under this Interim Order or any other order of the Court.

31. Nothing in this Interim Order authorizes the Debtors to accelerate any payments not otherwise due.

32. Notwithstanding anything to the contrary in this Interim Order, any payment made, or authorization contained, under this Interim Order, shall be subject to the “Approved Budget” as defined in the orders of the Court approving the debtor-in-possession financing in these Chapter 11 Cases.

33. Notice of the Motion as described therein shall be deemed good and sufficient notice of the Motion and the relief requested therein, and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice.

34. Notwithstanding Bankruptcy Rule 6004(h) or any other provision of the Bankruptcy Rules or Local Rules, this Interim Order shall be effective and enforceable immediately upon its entry.

35. The Debtors shall serve this Interim Order, within 48 hours after its entry, by first class mail or email on the parties entitled to receive service pursuant to Local Rule 9013-5(f).

36. Any party may move for modification of this Interim Order in accordance with Local Rule 9013-5(e).

37. The Debtors and their agents are authorized to take all steps necessary or appropriate to carry out this Interim Order.

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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

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38. The Court retains jurisdiction over all matters arising from or related to the implementation, interpretation or enforcement of this Interim Order.

**EXHIBIT A-2 TO CASH MANAGEMENT MOTION**

**PROPOSED FINAL ORDER**

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

*In re*

**UNITED SITE SERVICES, INC. *et al.*,**<sup>1</sup>  
Debtors.

Case No. 25-[●] (●)

Chapter 11

(Jointly Administered)

**FINAL ORDER  
(I) AUTHORIZING THE DEBTORS  
TO (A) MAINTAIN AND USE THEIR EXISTING  
CASH MANAGEMENT SYSTEM, (B) PAY BANK FEES AND  
PROCESSING CHARGES, (C) MAINTAIN AND USE CREDIT  
CARD PROGRAMS, (D) ENGAGE IN INTERCOMPANY  
TRANSACTIONS, AND (E) PAY CERTAIN PREPETITION  
AMOUNTS; (II) GRANTING ADMINISTRATIVE EXPENSE  
STATUS TO POSTPETITION INTERCOMPANY CLAIMS; AND  
(III) WAIVING CERTAIN U.S. TRUSTEE OPERATING GUIDELINES**

The relief set forth on the following pages, numbered three (3) through thirteen (13), is  
**ORDERED.**

<sup>1</sup> The last four digits of the tax identification number of United Site Services, Inc. is 3387. A complete list of the Debtors in these chapter 11 cases (the “**Chapter 11 Cases**”), with each one’s tax identification number, principal office address and former names and trade names, is available on the website of the Debtors’ noticing agent at [www.veritaglobal.net/USS](http://www.veritaglobal.net/USS). The location of the principal place of business of United Site Services, Inc., and the Debtors’ service address for these Chapter 11 Cases is 118 Flanders Road, Suite 1000, Westborough, MA 01581.

**Caption in compliance with D.N.J. LBR 9004-1(b)**

**MILBANK LLP**

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Proposed Co-Counsel to the Debtors  
and Debtors in Possession

(Page 3)

Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

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Upon the motion (the “**Motion**”)<sup>1</sup> of the above-captioned debtors (collectively, the “**Debtors**”) for entry of a final order (this “**Final Order**”) (i) authorizing the Debtors to (a) maintain and use their Cash Management System, (b) pay the Bank Fees and Processing Charges, (c) maintain and use the Credit Card Programs, (d) engage in intercompany transactions, and (e) pay certain prepetition amounts related to the foregoing; (ii) granting administrative expense status to postpetition Intercompany Claims; (iii) waiving certain U.S. Trustee Guidelines; and (iv) granting certain related relief; and the Court having jurisdiction to decide the Motion and to enter this Final Order pursuant to 28 U.S.C. § 1334; and these Chapter 11 Cases having been referred to this Court by standing order of the U.S. District Court for the District of New Jersey; and consideration of the Motion being a core proceeding pursuant to 28 U.S.C. § 157(b) upon which this Court may enter a final order consistent with Article III of the U.S. Constitution; and venue being proper in the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided, such that no other or further notice is required or necessary under the circumstances; and the Court having determined that the legal and factual bases set forth in the Motion and in the record establish just cause for entry of this Final Order; and it appearing that entry of this Final Order on an expedited basis is in the best interests of the Debtors’ estates; it is hereby **ORDERED** that:

1. The Motion is **GRANTED** on a final basis as set forth herein.
2. Subject to the terms of this Final Order, the Debtors are authorized, but not directed, to: (i) continue using their Cash Management System, substantially as described in the Motion and Exhibit B to the Motion, and honor and satisfy any prepetition and postpetition obligations related

<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Motion.

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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

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thereto; (ii) designate, maintain, and close any Bank Accounts, including those identified on **Exhibit C** to the Motion, in the names and with the account numbers existing immediately before the Petition Date; and (iii) deposit funds into and withdraw or transfer funds from the Bank Accounts by any means, including checks, wire transfers, ACH transfers, and other debits or electronic means, and need not comply with the U.S. Trustee Guidelines requiring the opening of separate debtor-in-possession accounts; provided that once the Debtors have exhausted their existing supply of correspondence, business forms stock, and checks, the Debtors will obtain replacement business forms stock and checks reflecting their status as “Debtors-in-Possession” and including the corresponding lead bankruptcy case number on all checks.

3. The Debtors are authorized, but not directed, to remit, pay, offset, or otherwise satisfy all obligations and amounts due that were paid by the Debtors prepetition, but which payments were lost or not otherwise received in full by the intended recipient if such prepetition payments have been specifically authorized by an order of this Court. For the avoidance of doubt, such authorization is not limited to the relief requested in the Motion, but rather, applies to payments specifically authorized by any order of this Court.

4. Nothing contained herein shall prevent the Debtors from closing any Bank Account as they may deem necessary or appropriate, with seven days’ advance notice to the U.S. Trustee, counsel to the First Lien Ad Hoc Group, counsel to the First-Out/Second-Out Agent and the ABL Agent, and counsel to any statutory committee. The U.S. Trustee, the First Lien Ad Hoc Group, counsel to the First-Out/Second-Out Agent and the ABL Agent, and any statutory committee may object upon receipt of such notice by filing an objection with regard to the closing of a Bank Account. Each applicable Bank is authorized to honor the Debtors’ request to close any Bank Account.



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Debtors: United Site Services, Inc. *et al.*

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5. The Debtors are authorized, but not directed, to open new Bank Accounts and enter into any ancillary agreements, including deposit account control agreements. Each new Bank Account shall be opened at a depository that (a) is insured by the FDIC, (b) is designated as an authorized depository by the U.S. Trustee Guidelines and is a party to a Uniform Depository Agreement (“UDA”), and (c) agrees to be bound by the terms of this Final Order. Any new debtor-in-possession bank account must bear the designation “Debtor in Possession” and be designated as “Debtor-in-Possession” accounts with the case number. The Debtors shall provide seven days’ advance notice of any new Bank Account to the U.S. Trustee, counsel to the First Lien Ad Hoc Group, counsel to the First-Out/Second-Out Agent and the ABL Agent, and counsel to any statutory committee. The opening of a new Bank Account shall be indicated on the applicable monthly operating report. The U.S. Trustee, the First Lien Ad Hoc Group, the First-Out/Second-Out Agent, the ABL Agent, and any statutory committee may object within fourteen (14) calendar days from receipt of such notice, or such later date as may be extended by the Court or agreed to between the Debtors, the U.S. Trustee, and/or any statutory committee(s) appointed in these Chapter 11 Cases by filing an objection with regard to the opening of a Bank Account.

6. Each new Bank Account opened by any Debtor shall, for purposes of this Final Order, be deemed a Bank Account as if it had been listed on **Exhibit C** to the Motion, and the bank or financial institution at which a new Bank Account is opened shall, for purposes of this Final Order, be deemed a Bank; provided that the Debtors shall use commercially reasonable efforts to ensure that any such account is subject to a deposit account control agreement in favor of the First-Out/Second-Out Agent and the ABL Agent, and in no event shall any such account remain without a deposit account control agreement later than sixty days after such account is opened; and provided further that, regardless of the existence or lack thereof of a deposit account control agreement, the First-Out/Second-Out Agent and the ABL Agent will retain valid, perfected and

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non-avoidable liens in any cash that is transferred to or deposited into a new Concentration Account to the same extent as the First-Out/Second-Out Agent and the ABL Agent would have held liens in cash that had remained in or been deposited into the existing Concentration Account.

7. The Debtors and the Banks may, without further order of the Court, agree to implement modifications to the Cash Management System and related procedures in the ordinary course of business; provided, however, that the Debtors shall provide the U.S. Trustee, counsel to the Ad Hoc Group, and counsel to any statutory committee(s) appointed in these Chapter 11 Cases with not less than five (5) business days' written notice (the "**Notice Period**") prior to implementing any material changes to the Cash Management System, and if a written objection to such material changes is filed with the Court and served on the Debtors within the Notice Period, the Debtors shall not implement such material changes absent (a) the consensual resolution of such objection or (b) further order of the Court.

8. Except as otherwise provided in this Final Order, and only to the extent sufficient funds are available, each Bank is authorized to (a) service and administer the Bank Accounts without interruption and in the ordinary course of business, consistent with prepetition practices and the terms of any prepetition contractual agreements, including treasury and cash management services agreements (and any related security or control agreements) and prefunding arrangements and (b) receive, process, honor, and pay any and all checks, drafts, wire transfers, ACH, and other transfer requests, whether issued before or after the Petition Date. The Debtors are granted further relief to the extent necessary to continue conducting transactions by wires, ACH transactions, direct deposits, and other similar methods.

9. To the extent any of the Bank Accounts are not in compliance with section 345(b) of the Bankruptcy Code or any applicable U.S. Trustee Guidelines, the Debtors have thirty (30) calendar days from the date of this Final Order to come into compliance with section 345(b) of the

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Debtors: United Site Services, Inc. *et al.*

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Bankruptcy Code and the applicable U.S. Trustee Guidelines, without prejudice to seeking an additional extension or a final waiver of such requirements (by means of a stipulation with the U.S. Trustee or otherwise); provided that nothing herein shall prevent the Debtors or the U.S. Trustee from seeking further relief from the Court to the extent that an agreement cannot be reached within that time period (or such other period as is agreed to by the Debtors and the U.S. Trustee).

10. The Debtors shall instruct each Bank as to which checks, wire transfers, ACH transfers, and other debits or electronic transfers that were issued or initiated prepetition (excluding any wire transfers or ACH transfers that the Banks are obligated to settle), but are presented or drawn after the Petition Date may be honored consistent with this Final Order or any other order entered by this Court. Notwithstanding anything to the contrary herein, nothing in this Final Order obligates any Bank to (x) extend credit in connection with the Cash Management System by permitting overdrafts or otherwise or (y) honor any check or other payment item drawn on a Bank Account unless the Bank Account holds sufficient and collected funds, or (z) allow any Debtor or account holder to initiate any outgoing ACH credits with respect to any Bank Account unless the same has been pre-funded.

11. The Debtors are authorized and directed to issue or effectuate, as applicable, checks, wire transfers, ACH transfers, and other debits or electronic means, in replacement of any checks or fund transfer requests that are dishonored because of the filing of the Chapter 11 Cases with respect to prepetition amounts that are authorized to be paid under this Final Order or any other order of the Court.

12. Nothing in this Final Order authorizes the Debtors to accelerate any payments not otherwise due.

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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

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13. No Bank shall be liable to the Debtors, their estates or any other person or entity, or held in violation of this Final Order, for honoring a prepetition check or other item drawn on any Bank Account in a good-faith belief that the Court has authorized such prepetition check or item to be honored or as the result of a mistake made despite implementation of customary item handling procedures. Subject to the terms of this Final Order, the Banks may rely, without a duty of inquiry, upon the failure of the Debtors to issue a stop payment order with respect to any checks, wire transfers, ACH transfers, and other debits or electronic transfers, whether such item is issued prepetition or postpetition, as a direction by the Debtors that such an item be paid.

14. The Banks are authorized, but not directed, to charge, and the Debtors are authorized, but not directed, to pay, honor, or allow all prepetition and postpetition Bank Fees in the ordinary course of business and consistent with prepetition practices. The Debtors are also authorized, but not directed, to pay other additional costs, charges, overdrafts, expenses, and chargeback fees to the Banks in the ordinary course of business and consistent with prepetition practices, regardless of whether such amounts became owed prepetition or postpetition. The Debtors are also authorized, but not directed, to reimburse the Banks for any claims arising before or after the Petition Date in connection with customer checks deposited with the Banks that have been dishonored or returned as a result of insufficient funds in the applicable Bank Account; provided that, unless otherwise ordered by this Court and directed by the Debtors, no checks, drafts, electronic funds transfers or other items presented, issued or drawn on the Bank Accounts on account of a claim against the Debtors arising prior to the Petition Date shall be honored. Any postpetition Bank Fees, costs, charges, overdrafts, dishonored or returned checks, or chargebacks and all other related obligations that are not paid shall be entitled to administrative expense priority pursuant to section 503(b)(1) of the Bankruptcy Code.

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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

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15. Any prepetition agreements existing between the Debtors and the Banks shall continue to govern postpetition cash management relationships between the Debtors and the Banks and, subject to applicable law, all of the parties' respective rights and benefits under such agreements, including with respect to termination, fees, collateral, setoff, the right of a Bank to use funds in the relevant Bank Accounts to remedy any overdraft or other cash management obligation, and other remedies, shall remain in full force and effect absent further order of the Court or unless the Debtors and any Bank agree otherwise.

16. The Debtors are authorized, but not directed, to continue using their Books and Records as those existed on the Petition Date, and the U.S. Trustee Guidelines are waived to the extent they would otherwise require the immediate closure of the existing Bank Accounts and the Books and Records, and the opening of new debtor-in-possession accounts and business records.

17. The Debtors are authorized, but not directed, to continue the Credit Card Programs in the ordinary course, subject to the terms and conditions thereof and, in connection therewith: (a) the credit card issuers are (i) authorized to make advances to the Debtors from time to time, (ii) may rely on the representations of the Debtors with respect to their use of the Credit Card Programs, and (iii) shall not have any liability to any party for relying on such representations; and (b) all prepetition and postpetition charges and fees due to the credit card issuers pursuant to the Credit Card Programs are authorized to be paid in accordance with the respective terms of the Credit Card Programs and this Final Order, in each case subject to the "Approved Budget" as defined in the orders of the Court approving the debtor-in-possession financing in these Chapter 11 Cases.

18. The Debtors are authorized, but not directed, to pay, honor, or permit the netting of the Processing Charges, whether arising before or after the Petition Date and whether effected by invoice or by netting from settlement proceeds, in each case consistent with the applicable

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Debtors: United Site Services, Inc. *et al.*

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agreements and the budget approved by the Court, and the Credit Card Processors may continue to net such amounts from settlement proceeds.

19. The Debtors are authorized, but not directed, to continue engaging in Intercompany Transactions in the ordinary course of business, consistent with historical practice. Notwithstanding anything herein to the contrary, nothing in this Final Order shall modify or impair the ability of any party in interest to contest (i) how the Debtors account, including, without limitation, the validity or amount set forth in such accounting, for any Intercompany Transaction, whether arising prepetition or postpetition, and (ii) the ability of the Debtors to set off prepetition and/or postpetition obligations on account of Intercompany Transactions. The rights of all parties in interest with respect thereto are preserved.

20. Pursuant to section 503(b)(1) of the Bankruptcy Code, all valid postpetition Intercompany Claims incurred in the ordinary course of business and consistent with prepetition practices shall be accorded administrative expense status. For the avoidance of doubt, the relief granted in this Final Order with respect to postpetition Intercompany Transactions shall not constitute a finding as to the validity, priority, or status of any prepetition intercompany balance, and all parties reserve their rights to contest the validity, priority, or status of any such prepetition intercompany balance.

21. The Debtors shall maintain accurate and reasonably detailed records of all Intercompany cash transfers within the Cash Management System, in accordance with their prepetition practices, so that all such Intercompany cash transfers are adequately and properly documented in, and ascertainable from, the Debtors' Books and Records.

22. The Debtors shall maintain records of all transfers within the Cash Management System so that all transfers and transactions shall be adequately and promptly documented in, and

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Debtors: United Site Services, Inc. *et al.*

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ascertainable from, the Debtors' books and records, to the same extent as maintained prior to the commencement of the Chapter 11 Cases. The Debtors are also directed to maintain their books and records so as to provide a clear demarcation between prepetition and postpetition transactions.

23. Upon reasonable request of the U.S. Trustee and any statutory committee(s) appointed in these Chapter 11 Cases, the Debtors shall promptly make such records related to the foregoing available to such parties.

24. Notwithstanding the Debtors' use of a consolidated Cash Management System, the Debtors shall calculate their quarterly fees under 28 U.S.C. § 1930(a)(6) based on the disbursements of each Debtor, regardless of which entity pays those disbursements.

25. Except as otherwise stated herein, the relief granted in this Final Order and any actions taken hereunder, nothing contained herein shall (i) create, nor is it intended to create, any rights in favor of, or enhance the status of any claim held by, any person or entity or (ii) be deemed to convert the priority of any claim from a prepetition claim into an administrative expense claim.

26. Nothing contained in the Motion or this Final Order, nor any action taken by the Debtors pursuant to this Final Order, shall be deemed a waiver of rights of any party in interest to dispute the amount of, basis for, validity, or treatment of any Intercompany Transaction or any Intercompany Claim or the allocation of expenses or other costs among the Debtors or between the Debtors and any non-Debtor affiliates.

27. Nothing contained in the Motion or this Final Order or any actions taken by the Debtors pursuant to the relief requested in this Final Order is intended (and should not be construed) as: (a) an admission as to the amount of, basis for, priority, or validity of any particular claim under the Bankruptcy Code or applicable non-bankruptcy law; (b) a waiver of the Debtors' or any other party's right to dispute any claim; (c) a promise or requirement to pay any particular

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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

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claim; (d) an implication or admission that any particular claim is of a type described in the Motion or any order granting the relief requested herein; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on the property of, the Debtors' estates, and the Debtors expressly reserve their rights to contest the extent, validity, or perfection, or to seek avoidance of any and all liens, security interests, and other encumbrances; or (g) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

28. The banks and financial institutions on which checks were drawn or electronic payment requests made in connection with the Cash Management System approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized, but not directed, to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Final Order.

29. Within two (2) business days after entry of this Final Order, the Debtors shall serve a copy of this Final Order on each applicable bank and financial institution that is directed to comply with the terms of this Final Order.

30. Notwithstanding anything to the contrary in this Final Order, any payment made, or authorization contained, under this Final Order, shall be subject to the "Approved Budget" as defined in the orders of the Court approving the debtor-in-possession financing in these Chapter 11 Cases.



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Debtors: United Site Services, Inc. *et al.*

Case No.: 25-[●] (●)

Caption of Order: Final Order (I) Authorizing the Debtors to (A) Maintain and Use Their Existing Cash Management System, (B) Pay Bank Fees and Processing Charges, (C) Maintain and Use Credit Card Programs, (D) Engage in Intercompany Transactions, and (E) Pay Certain Prepetition Amounts; (II) Granting Administrative Expense Status to Postpetition Intercompany Claims; and (III) Waiving Certain U.S. Trustee Operating Guidelines

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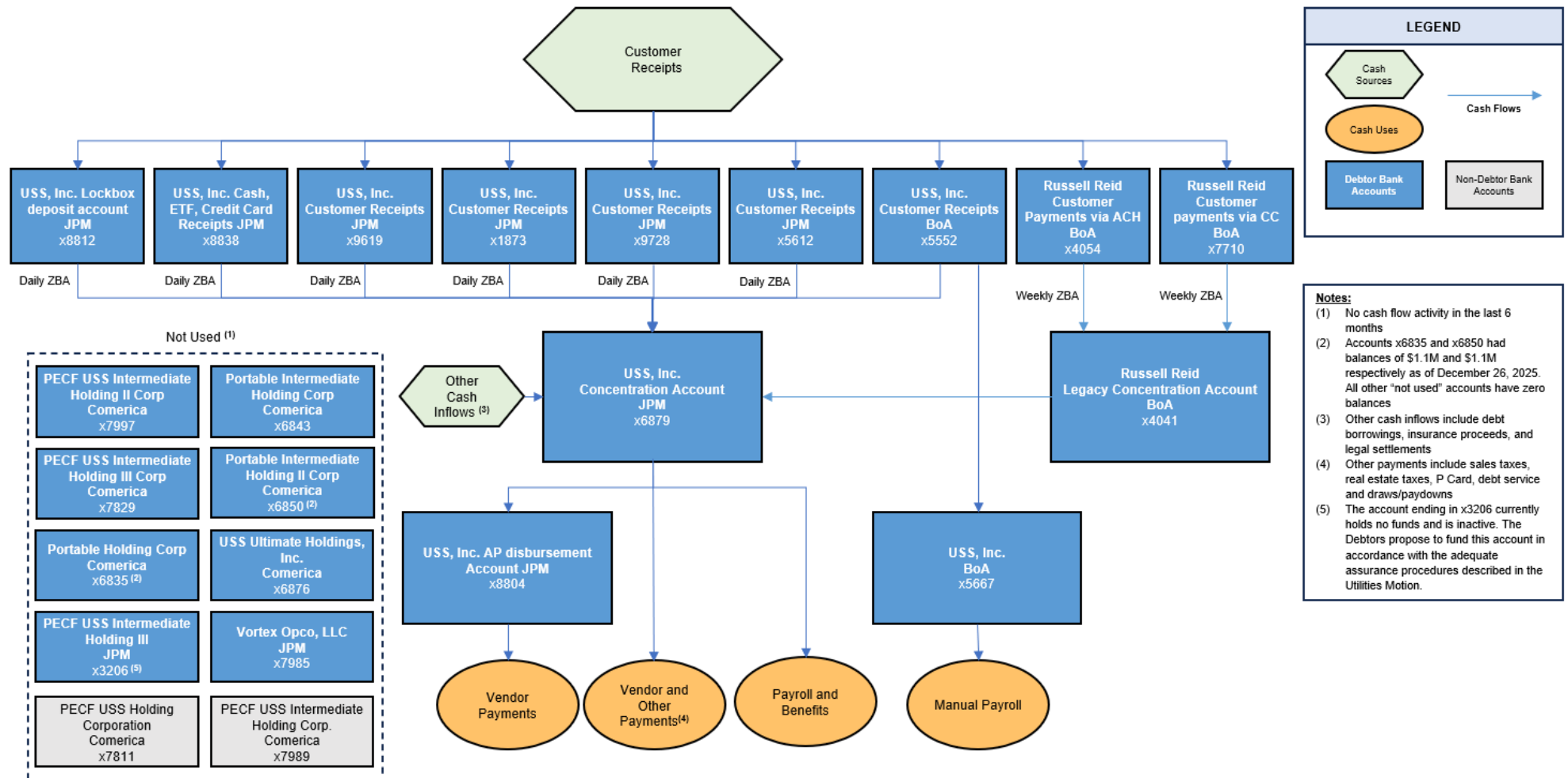
31. Notice of the Motion as described therein shall be deemed good and sufficient notice of the Motion and the relief requested therein, and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice.

32. Notwithstanding Bankruptcy Rule 6004(h) or any other provision of the Bankruptcy Rules or Local Rules, this Final Order shall be effective and enforceable immediately upon its entry.

33. The Debtors and their agents are authorized to take all steps necessary or appropriate to carry out this Final Order.

34. The Court retains jurisdiction over all matters arising from or related to the implementation, interpretation or enforcement of this Final Order.

**EXHIBIT B TO CASH MANAGEMENT MOTION**  
**DIAGRAM OF CASH MANAGEMENT SYSTEM**



**EXHIBIT C TO CASH MANAGEMENT MOTION**

**LIST OF BANK ACCOUNTS**

No.	Debtor	Bank	Acct. # (last four digits)	Purpose	Balance <sup>1</sup>
1	United Site Services, Inc.	JPMorgan Chase	6879 <sup>2</sup>	Concentration Account	\$17,763,357
2	United Site Services, Inc.	JPMorgan Chase	8804	Controlled disbursements	-
3	United Site Services, Inc.	JPMorgan Chase	8812	Lockbox deposit account	-
4	United Site Services, Inc.	JPMorgan Chase	8838	Cash, EFT, credit card receipts	-
5	United Site Services, Inc.	JPMorgan Chase	9619	Lockbox deposits, EFT credits, and merchant card settlements	-
6	United Site Services, Inc.	JPMorgan Chase	1873	Customer receipts	-
7	United Site Services, Inc.	JPMorgan Chase	9728	Customer receipts	-
8	United Site Services, Inc.	JPMorgan Chase	5612	Customer receipts	-
9	PECF USS Intermediate Holding III Corporation	JPMorgan Chase	3206	Proposed utilities adequate assurance <sup>3</sup>	-
10	United Site Services, Inc.	Bank of America	5667	Manual payroll and special event cash deposits	\$117,542
11	United Site Services, Inc.	Bank of America	5552	Customer receipts	\$12,223
12	Russell Reid Waste Hauling and Disposal Service Co., Inc.	Bank of America	4041	Legacy concentration account for Russell Reid acquisition	\$107,946
13	Russell Reid Waste Hauling and Disposal Service Co., Inc.	Bank of America	4054	Customer payments via ACH	-
14	Russell Reid Waste Hauling and Disposal Service Co., Inc.	Bank of America	7710	Customer payments via credit card	-

<sup>1</sup> Balances as of December 26, 2025. All Bank Accounts hold U.S. dollars.

<sup>2</sup> This account is subject to a deposit account control agreement in favor of Bank of America as administrative agent.

<sup>3</sup> The Debtors intend to fund this account in accordance with the adequate assurance procedures described in the Utilities Motion.

No.	Debtor	Bank	Acct. # (last four digits)	Purpose	Balance <sup>1</sup>
15	PECF USS Intermediate Holding II Corp.	Comerica	7997	General Account	-
16	PECF USS Intermediate Holding III Corp.	Comerica	7829	General Account	-
17	Portable Holding Corporation	Comerica	6835	General Account	\$1,052,896
18	Portable Intermediate Holding Corporation	Comerica	6843	General Account	-
19	Portable Intermediate Holding II Corporation	Comerica	6850	General Account	\$1,132,256
20	USS Ultimate Holdings, Inc.	Comerica	6876	General Account	-
21	Vortex Opco, LLC	JPMorgan Chase	7985	Concentration Account	-