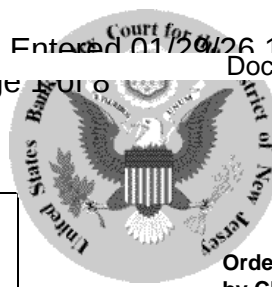


**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re

UNITED SITE SERVICES, INC. *et al.*,¹
Debtors.



Order Filed on January 29, 2026
by Clerk
U.S. Bankruptcy Court
District of New Jersey

Case No. 25-23630 (MBK) Chapter 11
(Jointly Administered)

**ADMINISTRATIVE FEE ORDER
ESTABLISHING PROCEDURES FOR THE ALLOWANCE AND
PAYMENT OF INTERIM COMPENSATION AND REIMBURSEMENT OF
EXPENSES OF PROFESSIONALS RETAINED BY ORDER OF THIS COURT**

The relief set forth on the following pages, numbered three (3) through (8), is
ORDERED.

DATED: January 29, 2026


Honorable Michael B. Kaplan
United States Bankruptcy Judge



252363026012900000000003

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

MILBANK LLP

Dennis F. Dunne (*pro hac vice*)
Samuel A. Khalil (*pro hac vice*)
Matthew Brod (*pro hac vice*)
Lauren C. Doyle (*pro hac vice*)
Benjamin M. Schak (*pro hac vice*)
55 Hudson Yards
New York, NY 10001
Telephone: 1 (212) 530-5000
DDunne@Milbank.com
SKhalil@Milbank.com
MBrod@Milbank.com
LDoyle@Milbank.com
BSchak@Milbank.com

- and -

COLE SCHOTZ P.C.

Michael D. Sirota
Felice R. Yudkin
Daniel J. Harris
Court Plaza North, 25 Main Street
Hackensack, NJ 07601
Telephone: 1 (201) 489-3000
MSirota@coleschotz.com
FYudkin@coleschotz.com
DHarris@coleschotz.com

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

(Page 3)

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

Case No.: 25-23630 (MBK)

Caption of Order: Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of This Court

Upon the motion (the “**Motion**”)¹ of the above-captioned debtors (collectively, the “**Debtors**”) for entry of an administrative fee order (this “**Order**”) establishing an orderly process for allowance and payment of interim compensation for services rendered and reimbursement of expenses incurred by Professionals in these Chapter 11 Cases; and the Court having jurisdiction to decide the Motion and to enter this 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 Order; it is hereby **ORDERED** that:

1. The Motion is **GRANTED** as set forth herein.

2. Except as may otherwise be provided in Court orders authorizing the retention of specific Professionals, all Professionals retained pursuant to section 327 and, to the extent applicable, sections 328(a) and 1103 of the Bankruptcy Code, may seek monthly compensation in accordance with the following Compensation Procedures:

I. Monthly Fee Statements.

- a. Not later than the 25th day of the month following the month for which compensation is sought, each Professional seeking compensation under this Order must file and serve, by electronic transmission, hand delivery, or overnight delivery, or by any other means directed by the Court, a Monthly Fee Statement on the following Notice Parties:

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

(Page 4)

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

Case No.: 25-23630 (MBK)

Caption of Order: Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of This Court

2. the Debtors, c/o United Site Services, Inc, 118 Flanders Road, Suite 1000, Westborough, MA 01581 (Attn: John Hafferty, Chief Financial Officer);
3. Milbank LLP, 55 Hudson Yards, New York, NY 10001 (Attn: Dennis F. Dunne, Samuel A. Khalil, Matthew Brod, Lauren C. Doyle, and Benjamin M. Schak), co-counsel for the Debtors;
4. Cole Schotz P.C., Court Plaza North, 25 Main Street, Hackensack, NJ 07601 (Attn: Michael D. Sirota, Felice R. Yudkin, and Daniel J. Harris), co-counsel for the Debtors;
5. the Office of the U.S. Trustee, One Newark Center, 1085 Raymond Boulevard, Suite 2100, Newark, New Jersey, 07102 (Attn: Jeffrey M. Sponder and Samantha Lieb);
6. Akin Gump Strauss Hauer & Feld LLP, Robert S. Strauss Tower, 2001 K Street, N.W., Washington, DC 20006 (Attn: Scott L. Alberino) and 2300 N. Field Street, Suite 1800, Dallas, Texas 75201 (Attn: Zach Lanier), counsel to the Ad Hoc Group;
7. ArentFox Schiff LLP, 1301 Avenue of the Americas, 42nd Floor, New York, NY 10019 (Attn: Jeffrey Gleit and Matthew Bentley) and 800 Boylston Street, 32nd Floor, Boston, MA 02199 (Attn: Justin Kesselman), counsel to Wilmington Savings Fund Society, FSB;
8. Kelley Drye & Warren LLP, 7 Giralda Farms, Suite 340 Madison, NJ 07940 (Attn: James S. Carr, Kristin S. Elliott, and Philip A. Weintraub), counsel to BOKF, NA;
9. Greenberg Traurig, LLP, 500 Campus Drive, Florham Park, NJ 07932 (Attn: Alan J. Brody) and One International Place, Suite 2000, Boston, MA 02110 (Attn: T. Charlie Liu), co-counsel to Bank of America, N.A.;
10. Cahill Gordon & Reindel LLP, 32 Old Slip, New York, NY 10005 (Attn: Joel Moss, Jordan Winshe, and Matthew Catone), co-counsel to Bank of America, N.A.;
11. Benesch, Friedlander, Coplan & Aronoff LLP, Continental Plaza II, 411 Hackensack Ave., 3rd Floor, Hackensack, NJ 07601 (Attn: Kevin M. Capuzzi) and 71 South Wacker Drive, Suite 1600, Chicago, IL 60606 (Attn: Seth J. Kleinman and Robin Evans), counsel to UMB Bank, N.A.;

(Page 5)

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

Case No.: 25-23630 (MBK)

Caption of Order: Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of This Court

12. Reed Smith LLP, 506 Carnegie Center, Suite 300, Princeton, NJ 08540 (Attn: Kurt F. Gwynne and Jason D. Angelo), counsel to Wilmington Trust, National Association;
 13. counsel to any statutory committee appointed in the Chapter 11 Cases;
 14. each other secured creditor or its counsel, to the extent known;
 15. any party that has requested notice of all proceedings; and
 16. any other party that may be designated by the Court.
- a. Unless otherwise provided in the order authorizing the particular Professional's retention, each Monthly Fee Statement, in accordance with Local Rules 2016-1 and 2016-3, shall include a monthly invoice with fee and expense detail that describes the fees and expenses incurred by the applicable Professional in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the UST Guidelines. Professionals may submit the first Monthly Fee Application, covering the period from the Petition Date through January 31, 2026 by February 25, 2026.
 - b. Time spent travelling without actively working on the Chapter 11 Cases shall be billed at 50% of the Professional's normal hourly rate.
 - c. Except as otherwise provided in the Professional's retention order, all Professionals must maintain time entries, in increments of tenths of an hour, for each individual timekeeper.
 - d. All Monthly Fee Statements shall comply with the Bankruptcy Code, the Bankruptcy Rules, the UST Guidelines, and applicable law.

II. Objections.

- a. An objection to a Monthly Fee Statement must be filed and served on the applicable Professional and the Notice Parties not later than 14 days after service of such Monthly Fee Statement (the "**Objection Deadline**"). The objection must set forth the nature of the objection and the amount of fees and expenses at issue. Grounds for objection include: (i) the Debtors' failure to timely file monthly operating reports; and (ii) the Debtors' failure to remain current with administrative expenses and fees under 28 U.S.C. § 1930.

III. Payments.

- a. On the expiration of the Objection Deadline, a Professional may file (and serve on the Notice Parties) the Local Form *Certification of No Objection* or *Certification of Partial Objection* and then receive 80% of the fees and 100% of the expenses not

(Page 6)

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

Case No.: 25-23630 (MBK)

Caption of Order: Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of This Court

subject to an objection. A Professional may seek authorization as part of its next interim or final fee application to receive the remaining 20% of the fees not subject to an objection. If the Debtors receive an objection to a particular Monthly Fee Statement, the Debtors shall withhold payment of that portion of the Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. No payments shall be made to a Professional until the Professional's retention has been approved by the Court.

- b. If the parties resolve an objection and if the applicable Professional files and serves on the Notice Parties a statement indicating that the objection is withdrawn and describing the terms of the resolution of the objection, the Debtors may pay that portion of the Monthly Fee Statement which is no longer subject to an objection in accordance with subdivision (III)(a).
- c. If the parties are unable to resolve an objection by the 14th day after the Objection Deadline, the Professional may either (i) file a response to the objection together with a request for payment of the fees and expenses to which the objection is directed and schedule a hearing on at least 14 days' notice; or (ii) not seek payment of those fees and expenses until the next interim or final fee application or another date directed by the Court.

IV. Fee Applications.

- a. A Professional who has received monthly payments under this Order must, at four-month intervals or such other intervals directed by the Court, file and serve on the Notice Parties an Interim Fee Application for allowance of compensation and reimbursement of expenses sought in the Monthly Fee Statements issued during the applicable Interim Fee Period, unless otherwise agreed between such Professional and the U.S. Trustee. The first Interim Fee Period shall run from the Petition Date to April 30, 2026.
- b. Interim Fee Applications must be filed and served on or before the 45th day after the end of each Interim Fee Period. The first Interim Fee Application must be filed and served by June 14, 2026. The Interim Fee Application must include a summary of the Monthly Fee Statements that are the subject of the request and any other information requested by the Court or required by the Bankruptcy Code, the Bankruptcy Rules, applicable Third Circuit law, the Local Rules, and the UST Guidelines.
- c. The Court, in its discretion, may approve an uncontested Interim Fee Application without the need for a hearing upon the filing and service of a Local Form *Certification of No Objection* or *Certification of Partial Objection*. Upon allowance by the Court of an Interim Fee Application, the Debtors will promptly

(Page 7)

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

Case No.: 25-23630 (MBK)

Caption of Order: Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of This Court

pay the applicable Professional all requested fees (including the 20% holdback) and expenses not previously paid.

- d. An objection to a Monthly Fee Statement shall not prejudice the objecting party's right to object to any fee application on any ground, whether raised in the objection or not. The decision by any party not to object to a Monthly Fee Statement shall not be a waiver of that party's right to object to any fee application subsequently made to the Court in accordance with the Bankruptcy Code and applicable rules.
 - e. The pendency of an objection or the entry of a Court order holding that any prior payment of compensation or reimbursement of expenses was improper shall not disqualify the affected Professional from the future payment of compensation or reimbursement of expenses as set forth above unless the Court orders otherwise.
 - f. Any Professional who fails to file an Interim Fee Application when due shall be ineligible to receive further interim payments of fees or reimbursement of expenses until such time as the Interim Fee Application is submitted.
 - g. Neither (i) the payment of or the failure to pay, in whole or in part, interim compensation and reimbursement of expenses under this Order, nor (ii) the filing of, or failure to file, an objection to any Monthly Fee Statement or any Interim Fee Application shall bind the Court or any party in interest with respect to the final allowance of compensation and reimbursement of expenses under these procedures.
 - h. Any Notice Party may request that a Professional deliver a Monthly Fee Statement or an Interim Fee Application in an electronically searchable format mutually acceptable to the parties.
3. The Debtors shall include all payments to Professionals on their monthly operating reports, stating the amount paid to each Professional.
 4. All Professionals that are law firms shall make a reasonable effort to comply with the UST Guidelines in connection with the filing of any Monthly Fee Statements, Interim Fee Applications, and final fee applications. All Professionals that are law firms shall provide any and all Monthly Fee Statements, Interim Fee Applications, and final fee applications in "LEDES" format to the U.S. Trustee.
 5. All fees and expenses paid to Professionals shall be subject to disgorgement until such time as they are allowed by this Court on a final basis.

(Page 8)

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

Case No.: 25-23630 (MBK)

Caption of Order: Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of This Court

6. Any payment made pursuant to this Order is not intended and should not be construed as an admission as to the validity or priority of any claim or a waiver of the Debtors' rights to subsequently dispute any claim, and any such payment is not intended and should not be construed as an assumption of any executory contract or obligation of the Debtors.

7. 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.

8. Notwithstanding any provision of the Bankruptcy Rules or Local Rules, this Order shall be effective and enforceable immediately upon its entry.

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

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