

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

In re

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



Order Filed on February 3, 2026
by Clerk
U.S. Bankruptcy Court
District of New Jersey

Case No. 25-23630 (MBK)

Chapter 11

(Jointly Administered)

**ORDER (I) AUTHORIZING EMPLOYMENT AND
PAYMENT OF PROFESSIONALS UTILIZED IN THE ORDINARY
COURSE OF BUSINESS AND (II) GRANTING RELATED RELIEF**

The relief set forth on the following pages, numbered three (3) through (7), together with Exhibits 1, 2, and 3, is **ORDERED**.

DATED: February 3, 2026


Honorable Michael B. Kaplan
United States Bankruptcy Judge

¹ 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. 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.



2523630260203000000000002

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*

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

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Upon the motion (the “**Motion**”)¹ of the above-captioned debtors (collectively, the “**Debtors**”) for entry of an order (this “**Order**”) (i) authorizing them to (a) retain Ordinary Course Professionals without submitting separate retention applications or obtaining separate retention orders for each Ordinary Course Professional, and (b) compensate the Ordinary Course Professionals without such professionals having to file fee applications; (ii) establishing certain procedures for retaining and compensating Ordinary Course Professional; and (iii) granting certain related relief; 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. The Debtors are authorized, but not directed, to retain, compensate, and reimburse Ordinary Course Professionals in accordance with the following OCP Procedures:
 - a. Within seven days of entry of this Order, the Debtors shall serve a copy thereof upon each Ordinary Course Professional listed on the OCP List.
 - b. Within 30 calendar days of the later of (i) the entry of this Order and (ii) the date on which an Ordinary Course Professional begins providing postpetition services to the Debtors for which the Ordinary Course Professional seeks payment, the Ordinary Course Professional shall provide to the Debtors and their counsel (A) an OCP Declaration pursuant to section 1746 of Title 28 of

¹ 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.*

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the United States Code, substantially in the form attached hereto as **Exhibit 2** and (B) a completed Retention Questionnaire substantially in the form attached hereto as **Exhibit 3**. The Debtors are authorized, but not directed, to advance any reasonable postpetition retainer to an Ordinary Course Professional. Such authorizations are effective as of the Petition Date or the applicable date of engagement. Any advancement of a reasonable postpetition retainer to an Ordinary Course Professional shall be subject to a notice being provided to the OCP Notice Parties with an opportunity to object, in the context of these straddle-prepackaged Chapter 11 Cases, within five (5) business days of service of such notice, subject to the right of an OCP Notice Party to request an extension of such objection deadline.

- c. If the Debtors seek to retain an Ordinary Course Professional not listed on the OCP List, the Debtors shall file with the Court and serve upon the OCP Notice Parties an OCP List Supplement, with the name, address, type of service that the additional Ordinary Course Professional will provide, the applicable Monthly Fee Cap, and Aggregate Fee Cap (as defined below). Within 30 calendar days of the later of (i) the filing of the OCP List Supplement and (ii) the date on which the additional Ordinary Course Professional begins providing postpetition services to the Debtors for which the additional Ordinary Course Professional seeks payment, the additional Ordinary Course Professional shall provide to the Debtors and Debtors' counsel completed copies of the OCP Declaration and Retention Questionnaire.
- d. Upon receipt of an OCP Declaration and Retention Questionnaire, the Debtors shall file the same with the Court and serve a copy on: (i) 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); (ii) 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; (iii) 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; (iv) 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; (v) 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.; (vi) 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.; (vii) Benesch, Friedlander, Coplan & Aronoff LLP, Continental Plaza II, 411 Hackensack Ave., 3rd Floor, Hackensack, NJ 07601 (Attn: Kevin M. Capuzzi) and 71 South Wacker

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Drive, Suite 1600, Chicago, IL 60606 (Attn: Seth J. Kleinman and Robin Evans), counsel to UMB Bank, N.A.; (viii) 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; (ix) counsel to any statutory committee appointed in the Chapter 11 Cases; and (x) those parties who have filed a notice of appearance and request for service of pleadings in these Chapter 11 Cases pursuant to Bankruptcy Rule 2002.

- e. The OCP Notice Parties shall have 14 days following the date of service of an OCP Declaration and Retention Questionnaire to object to the retention of any Ordinary Course Professional. Any such objection must be filed with the Court and served upon the Debtors, the relevant Ordinary Course Professional, and the other OCP Notice Parties. If a timely filed objection is not withdrawn or cannot be resolved within 14 days after service (or on such earlier date as determined by the Debtors in their discretion), upon request by the Debtors, such objection shall be scheduled for hearing before the Court on the next regularly scheduled hearing date or such other date that may be agreeable to the Court, the relevant Ordinary Course Professional, the Debtors, and the objecting party. If no objection is received on or before the Objection Deadline, or if any filed objection is timely withdrawn or resolved, the Debtors shall be authorized to retain the applicable Ordinary Course Professional without further order of the Court, as of the requested date of engagement.
- f. No Ordinary Course Professional shall be paid any amount for postpetition fees or expenses until such Ordinary Course Professional has been retained in accordance with the OCP Procedures. If a timely objection is received, no payment shall be made until such time as the objection is either resolved, withdrawn, or otherwise overruled by the Court.
- g. After the Debtors retain an Ordinary Course Professional in accordance with the OCP Procedures, the Debtors may pay such Ordinary Course Professional 100% of their postpetition fees and expenses upon submission to, and approval by, the Debtors, of an invoice setting forth in reasonable detail the nature of the services rendered and expenses actually incurred (without prejudice to the Debtors' right to dispute any such invoices); provided, that such invoice must be provided to the U.S. Trustee upon request; provided further, however, that each Ordinary Course Professional's total compensation and reimbursement shall not exceed, on average over any three-month period on a rolling basis, the monthly fee cap set forth in **Exhibit 1** hereto or in the applicable OCP List Supplement, as applicable; provided further that the Debtors shall not pay any Ordinary Course Professional in excess of their applicable aggregate fee cap set forth in Exhibit 1 hereto (the "**Aggregate Fee Cap**") during the course of these Chapter 11 Cases except as otherwise authorized by the Court under the procedures outlined in paragraphs 2(h), (i) and (j) of this Order.

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- h. The Debtors shall have the authority to modify the Monthly Fee Cap and Aggregate Fee Cap applicable to any Ordinary Course Professional in the Debtors' reasonable discretion, upon fourteen (14) days' notice to the OCP Notice Parties, subject to objection by the OCP Notice Parties. In addition, in the event the duration of these Chapter 11 Cases is longer than six (6) months from the Petition Date, the Aggregate Fee Cap for each Ordinary Course Professional that has been retained, may be increased by agreement of the U.S. Trustee, or by order of the Court.
- i. If an Ordinary Course Professional's fees and expenses exceed the applicable Monthly Fee Cap (as modified, if applicable) over a three-month rolling basis, that Ordinary Course Professional may receive Compensation pursuant to the OCP Procedures only up to the amount that is within the Monthly Fee Cap. Any excess amount must be the subject of fee statements and/or fee applications in accordance with sections 330 and 331 of the Bankruptcy Code, the applicable provisions of the Bankruptcy Rules and the Local Rules, the *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* [Dkt. No. 237] (the "**Administrative Fee Order**"), and any other orders entered in the Chapter 11 Cases. Each Ordinary Course Professional that is a law firm and exceeds the Monthly Fee Cap shall agree to make a reasonable effort to comply with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases* (the "**UST Guidelines**").
- j. If an Ordinary Course Professional seeks payment of fees in excess of the Aggregate Fee Cap, such Ordinary Course Professional shall be required to (a) file a separate retention application to be retained as a professional person pursuant to section 327 of the Bankruptcy Code; and (b) apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Chapter 11 Cases in accordance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, the Local Rules, and any other procedures and orders of the Court. Such applicable Ordinary Course Professional shall be entitled to interim payment of its requested fees and expenses pursuant to the Administrative Fee Order. Each Ordinary Course Professional that is a law firm and exceeds the Aggregate Fee Cap shall agree to make a reasonable effort to comply with the UST Guidelines.
- k. No later than 30 days after the end of each Quarter (with the first Quarter ending on March 31, 2026), the Debtors shall file with the Court and serve on the OCP Notice Parties a statement that must include the following information for each Ordinary Course Professional that was paid during the reported Quarter: (i) the name of the Ordinary Course Professional; (ii) the Compensation paid to the Ordinary Course Professional broken down by

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month; (iii) the cumulative Compensation paid to the Ordinary Course Professional from the Petition Date through the end of the reported Quarter; and (iv) a general description of the services rendered by such Ordinary Course Professional. The obligation to file such statements shall terminate upon confirmation of a plan in the Chapter 11 Cases.

1. On the date established in the Chapter 11 Cases for professionals to file final fee applications pursuant to Local Rule 2016-4, the Debtors shall file a Final Statement for each Ordinary Course Professional that shall include the following information: (i) the name of the Ordinary Course Professional; (ii) the aggregate amount paid to the Ordinary Course Professional during the previous ninety (90) days; (iii) the total amount paid to the Ordinary Course Professional during the pendency of the Chapter 11 Cases; and (iv) a reasonably detailed description of the services rendered by the Ordinary Course Professional during such period. The Final Statement shall be served upon the OCP Notice Parties, who will have 20 days to file and serve an objection pursuant to section 330 of the Bankruptcy Code.
- m. To the extent the Ordinary Course Professional uses independent contractors or subcontractors (as such terms may be defined or otherwise referenced in any preexisting agreement between the Debtors and the applicable Ordinary Course Professional), the Ordinary Course Professional agrees to (i) pass through the cost of any Ordinary Course Professional independent contractor or subcontractor at the same rate that the Ordinary Course Professional pays the Ordinary Course Professional independent contractor or subcontractor; (ii) seek reimbursement for actual costs only for reasonable and documented out-of-pocket expenses; (iii) make commercially reasonable efforts to ensure that the Ordinary Course Professional independent contractor or subcontractor (to the extent they are attorneys, accountants, or other agents) does not hold an interest adverse to the Debtors with respect to the matter on which such independent contractor's or subcontractor's services are to be used; and (iv) identify in the OCP Declaration any such independent contractor or subcontractor known or anticipated to be engaged at the time of submitting the OCP Declaration along with a statement that it does not hold an interest adverse to the Debtors as described in clause (iii).

3. Each Ordinary Course Professional shall periodically update its Declaration and Retention Questionnaire to the extent necessary to reflect new facts or circumstances relevant to its retention, including, without limitation, any changes in the type or scope of services to be provided. Upon the filing of an updated Declaration and Questionnaire, the Notice Parties and any party in interest shall have fourteen (14) days after service to object.

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4. Each non-attorney Ordinary Course Professional shall waive any prepetition claim against the Debtors as a condition of its retention and compensation as an Ordinary Course Professional; provided that any such prepetition claim shall be reinstated upon confirmation of a plan of reorganization that provides that holders of general unsecured claims shall be paid in full.

5. Subject to the payment procedures set forth in this Order, the Debtors' and the U.S. Trustee's rights to dispute any invoice submitted by an Ordinary Course Professional shall not be affected or otherwise prejudiced.

6. As this Order is only procedural in nature, the U.S. Trustee reserves all rights to object to the retention of any Ordinary Course Professional on any grounds including those Ordinary Course Professionals identified in **Exhibit 1** attached hereto and any OCP List Supplement.

7. The Debtors shall not make any payment to any Ordinary Course Professional that has not complied with the OCP Procedures and the other terms of this Order.

8. 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. This Order does not constitute a finding that any Ordinary Course Professional is or is not a "professional person" as that term is used in section 327 of the Bankruptcy Code.

9. This Order shall not apply to any Chapter 11 Professional retained by a separate order of this Court.

10. 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, to the extent applicable, are satisfied by such notice.

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

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

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

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

**EXHIBIT 1 TO ORDINARY COURSE PROFESSIONALS ORDER
INITIAL LIST OF ORDINARY COURSE PROFESSIONALS¹**

Tier 1 Ordinary Course Professionals

Professional	Type of Service Provided	Monthly Fee Cap	Aggregate Fee Cap
CFGI, LLC	Tax / Accounting	\$250,000	\$1,500,000
Littler Mendelson P.C.	Legal	\$250,000	\$1,500,000
McCarter & English, LLP	Legal	\$250,000	\$1,500,000
Womble Bond Dickinson (US) LLP	Legal	\$250,000	\$1,500,000

Tier 2 Ordinary Course Professionals

Professional	Type of Service Provided	Monthly Fee Cap	Aggregate Fee Cap
Day Pitney LLP	Legal	\$100,000	\$600,000
Hinshaw & Culbertson LLP	Legal	\$100,000	\$600,000
Nutter, McClennen & Fish LLP	Legal	\$100,000	\$600,000
Snell & Wilmer L.L.P.	Legal	\$100,000	\$600,000
Stoel Rives LLP	Legal	\$100,000	\$600,000

Tier 3 Ordinary Course Professionals

Professional	Type of Service Provided	Monthly Fee Cap	Aggregate Fee Cap
Akerman LLP	Legal	\$50,000	\$300,000
Borden Consulting Group, LLC	Consulting	\$50,000	\$300,000
Carter Law Group, LLC	Legal	\$50,000	\$300,000
CBIZ	Tax Advisory	\$50,000	\$300,000
Crossroads Law Group PLLC	Legal	\$50,000	\$300,000
Ernst & Young U.S. LLP	Tax / Accounting	\$50,000	\$300,000
Forvis Mazars, LLP	Accounting	\$50,000	\$300,000
Gordon, Arata, Montgomery, Barnett, McCollam, Duplantis & Eagan, LLC	Legal	\$50,000	\$300,000
Nelson Mullins Riley & Scarborough LLP	Legal	\$50,000	\$300,000
O'Hagan Meyer PLLC	Legal	\$50,000	\$300,000
Perkins Coie LLP	Legal	\$50,000	\$300,000
TRC Companies, Inc.	Consulting	\$50,000	\$300,000

¹ The OCP List does not include professional persons who are selected by USS insurance carriers or administrators to represent USS in claims litigation and are paid directly through the insurance administrators.

EXHIBIT 2 TO ORDINARY COURSE PROFESSIONALS ORDER
OCP DECLARATION

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

In re

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

Case No. 25-23630 (MBK)

Chapter 11

(Jointly Administered)

**DECLARATION IN SUPPORT OF EMPLOYMENT OF
[●] AS PROFESSIONAL
UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

I, [name], pursuant to 28 U.S.C. § 1746, hereby declare that the following is true to the best of my knowledge, information, and belief.

1. I am a [Title] of [Company Name], located at [Address] (the “**Company**”).
2. United Site Services, Inc. and its affiliated debtors and debtors in possession (collectively, the “**Debtors**”) have requested that the Company provide [Type of Services] to the Debtors, and the Company has consented to provide such services.
3. The Company may have in the past performed and may in the future perform services, in matters unrelated to the Debtors’ Chapter 11 Cases, for persons that are parties in interest in these cases. As part of its customary practice, the Company is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants, employees of the Debtors, or other parties-in-interest in these cases. The Company does not perform services for any such persons in connection with these cases. In addition, the Company does not have any relationship with any such persons, their attorneys, or accountants that would be adverse to the Debtors or their estates.

¹ 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. 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.

4. Neither I, nor any principal of or professional employed by the Company has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Company.

5. Neither I, nor any principal of, or professional employed by the Company, insofar as I have been able to discover, holds or represents any interest adverse to the Debtors or their estates.

6. [For Legal Services Firms] The Company believes that it is [not owed any amounts] / [owed approximately \$[●]] on account of services rendered and expenses incurred prior to the Petition Date in connection with the Company's employment by the Debtors, the payment of which is subject to limitations contained in title 11 of the United States Code.

7. [For Non-Legal Service Firms only] The Company agreed to waive all unpaid amounts for services rendered prior to the Petition Date; *provided* that any such prepetition claim shall be reinstated upon confirmation of a plan of reorganization that provides that holders of general unsecured claims shall be paid in full.

8. As of the date on which the Debtors commenced these Chapter 11 Cases, the Company [was/was not] party to an agreement for indemnification with the Debtors. [A copy of that agreement is attached as **Exhibit 1** to this Declaration.]

9. As of the date on which the Debtors commenced these Chapter 11 Cases, the Company [was/was not] party to an agreement that contains dispute resolution language. [The Company agrees that such dispute resolution language is not in effect during the pendency of these Chapter 11 Cases.]

10. The Company [expects/does not expect] to use independent contractors or subcontractors in connection with providing services to the Debtors. [The name(s) of the independent contractor(s) or subcontractor(s) (as applicable) are as follows: [●]. The independent contractors or subcontractors (to the extent they are attorneys, accountants, or other agents) have represented that they do not hold an interest adverse to the Debtors with respect to the matter on which such independent contractor's or subcontractor's services are to be used.]

11. At any time during the period of its employment, if the Company discovers any facts bearing on the matters described herein, the Company will supplement the information contained in this Declaration.

12. I, or a representative of the Company, have read and am familiar with the requirements of the *Order (I) Authorizing Employment and Payment of Professionals Utilized in the Ordinary Course of Business and (II) Granting Related Relief*.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: [•]

[Declarant]

EXHIBIT 3 TO ORDINARY COURSE PROFESSIONALS ORDER
RETENTION QUESTIONNAIRE

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

In re

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

Case No. 25-23630 (MBK)

Chapter 11

(Jointly Administered)

RETENTION QUESTIONNAIRE

To be completed by each Ordinary Course Professional employed by the Debtors and returned to:

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

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

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*

If more space is needed, please complete on a separate page and attach.

¹ 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. 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.

1. Name and address of firm:

2. Date of retention:

3. Type of services provided (accounting, legal, etc.):

4. Brief description of services to be provided:

5. Arrangements for compensation (hourly, contingent, etc.):

- (a) Average hourly rate (if applicable):

- (b) Estimated average monthly compensation (based on prepetition retention if the firm was employed prepetition):

6. Prepetition claims against or interests in the Debtors held by the firm (if any):

7. Prepetition claims against or interests in the Debtors held individually by any member, associate, or professional employee of the firm:

8. Nature and description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed:

9. Name and title of individual completing this Retention Questionnaire:

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: [•]

[Declarant]