

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

In re

VWS Holdco, Inc., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 25-10979 (JKS)

Jointly Administered

**Re: D.I. 7**

**CERTIFICATE OF COUNSEL REGARDING DEBTORS' MOTION FOR ENTRY OF  
INTERIM AND FINAL ORDERS (I) AUTHORIZING THE DEBTORS TO CONTINUE  
(A) TO MAINTAIN PREPETITION INSURANCE POLICIES, (B) TO MAINTAIN  
PREPETITION SURETY BONDS, AND (C) TO USE THE SERVICES OF THE  
BROKERS; AND (II) GRANTING RELATED RELIEF**

The above-captioned debtors and debtors in possession (the “Debtors”) hereby certify  
as follows:

1. On June 1, 2025, the Debtors filed the *Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Continue (A) to Maintain Prepetition Insurance Policies, (B) to Maintain Prepetition Surety Bonds, and (C) to Use the Services of the Brokers, and (II) Granting Related Relief* [D.I. 7] (the “Motion”). Attached to the Motion as Exhibit A thereto was a copy of the proposed *Interim Order (I) Authorizing the Debtors to Continue (A) to Maintain Prepetition Insurance Policies, (B) to Maintain Prepetition Surety Bonds, and (C) to Use the Services of the Brokers; and (II) Granting Related Relief* (the “Proposed Interim Order”).

2. On June 3, 2025, the Court held the “first day” hearing (the “First Day Hearing”) in the above-captioned 11 cases. At the First Day Hearing, the Court approved the Motion, on an interim basis, and indicated that it would enter the Proposed Interim Order, subject to certain

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification numbers are as follows: VWS Holdco, Inc. (5412) and Shoosmith Bros., Inc. (6914). The Debtors’ mailing address is P.O. Box 2770, Chesterfield, VA 23832.



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revisions being made thereto and being submitted to the Bankruptcy Court under certificate of counsel.

3. Attached hereto as **Exhibit A** is a revised proposed form of order approving the Motion on an interim basis (the “**Revised Proposed Interim Order**”), which reflects discussions and resolutions consistent with the record made at the First Day Hearing. For the convenience of the Court and all parties in interest, a blackline of the Revised Proposed Order marked against the Proposed Interim Order is attached hereto as **Exhibit B**.

WHEREFORE, the Debtors respectfully request that the Court enter the Revised Proposed Interim Order substantially in the form attached hereto as **Exhibit A** at its earliest convenience.

Dated: June 3, 2025  
Wilmington, Delaware

**PASHMAN STEIN WALDER HAYDEN, P.C.**

/s/ Richard W. Riley  
John W. Weiss (No. 4160)  
Richard W. Riley (No. 4052)  
824 North Market Street, Suite 800  
Wilmington, DE 19801  
Telephone: (302) 592-6496  
Email: jweiss@pashmanstein.com  
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-and-

Leah M. Eisenberg (*pro hac vice* forthcoming)  
David E. Sklar (*pro hac vice* forthcoming)  
Court Plaza South, East Wing  
21 Main Street, Suite 200  
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dsklar@pashmanstein.com

*Proposed Counsel to the Debtors and Debtors in Possession*

**Exhibit A**

Revised Proposed Interim Order

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

In re

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Debtors.<sup>1</sup>

Chapter 11

Case No. 25-10979 (JKS)

Jointly Administered

**Related to Docket No. 7**

**INTERIM ORDER (I) AUTHORIZING  
THE DEBTORS TO CONTINUE (A) TO MAINTAIN PREPETITION  
INSURANCE POLICIES, (B) TO MAINTAIN PREPETITION  
SURETY BONDS, AND (C) TO USE THE SERVICES  
OF THE BROKERS; AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)<sup>2</sup> of the above-captioned debtors and debtors in possession (the “Debtor”) for entry of an interim order (this “Interim Order”) and a final order pursuant to sections 105(a), 363(b), 363(c), 1107, and 1108 of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004(h), (a) authorizing the Debtors to (i) continue Insurance Policies and agreements relating thereto entered into prepetition and pay prepetition obligations in respect thereof, if any, (ii) renew, revise, extend, supplement, change, or enter into new insurance coverage as needed in its business judgment, (iii) maintain certain Surety Bonds, (vi) renew, revise, extend, supplement, change, or enter into new surety bonds; and (vii) continue to pay Broker Fees; (b) authorizing banks to honor and process check and electronic transfer requests related thereto; and (c) granting related relief, all as further described in the Motion; and upon consideration of the First Day Declaration; and due and sufficient notice of the Motion having been given under the

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

circumstances; and it appearing that no other or further notice need be provided under the circumstances; and it appearing that the relief requested by this Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and after due deliberation and sufficient cause appearing therefor;

**IT IS HEREBY ORDERED THAT:**

1. The Motion is **GRANTED** on an interim basis as set forth herein.
2. The Debtors are authorized, but not directed, to maintain their Insurance Policies and Surety Bonds, and to pay the Insurance/Surety Obligations arising under or in connection therewith as and when such obligations come due, including amounts coming due during the Interim Period (i) for the Insurance Premiums, provided that such payments shall not exceed \$2,000.00, pending entry of a final order and (ii) for the Surety Bond Premiums, provided that such payments shall not exceed \$250,000.00, pending entry of a final order.
3. The Debtors are authorized, but not directed, to pay Insurance/Surety Obligations attributable to the prepetition period, provided that payments on account of any Insurance/Surety Obligations shall not exceed \$2000.00 for Insurance Premiums and shall not exceed \$250,000.00 for Surety Bond Premiums, pending entry of a final order.
4. The Debtors are authorized, but not directed, to enter into new insurance policies and surety bonds in the ordinary course of business through the renewal, supplement, revision, or extension of the Insurance Policies and the Surety Bonds, or the purchase of new insurance policies or surety bonds to the extent that the Debtors determine that such action is necessary or appropriate in their business judgment.
5. The Debtors are authorized, but not directed, to pay Broker Fees, whether incurred or due and payable before or after the Petition Date and to amend, supplement, change, or enter

into new broker agreements in connection with any insurance policies or surety bonds in the ordinary course of the Debtors' businesses.

6. All applicable banks and other financial institutions are hereby authorized to receive, process, honor, and pay any and all checks and transfer requests evidencing amounts paid by the Debtors under this Interim Order whether presented prior to or after the Petition Date, provided that sufficient funds are on deposit in the applicable accounts to cover such payments. Such banks and financial institutions are authorized to rely on the representations of the Debtors as to which checks are issued or authorized to be paid pursuant to this Interim Order.

7. To the extent that the Insurance Policies, Surety Bonds, or any related contracts or agreements, including any agreements between the Debtors and any Brokers or agent, are determined to be executory contracts under section 365 of the Bankruptcy Code, neither the relief granted hereby nor any actions or payments made by the Debtors pursuant to this Interim Order shall constitute assumption or rejection of any such contract pursuant to section 365 of the Bankruptcy Code.

8. Nothing in this Interim Order or the Motion is intended or shall be construed to grant relief from the automatic stay pursuant to section 362 of the Bankruptcy Code.

9. Nothing in the Motion or in this Interim Order is intended or should be construed as (a) an admission as to the validity or priority of any claim against the Debtors, (b) a waiver of the Debtors' rights to dispute any claim, including the validity or priority thereof, or (c) an approval or assumption of any agreement, contract, or lease, whether under section 365(a) of the Bankruptcy Code or otherwise. Likewise, any payment made pursuant to this Interim Order is not intended and should not be construed as an admission as to the validity of any claim or a waiver of the Debtors' rights to subsequently dispute such claim.

10. Responses or objections to the Motion and entry of a final order with respect to the Motion must: (i) be made in writing; (ii) state with particularity the grounds therefor; (iii) conform to the Bankruptcy Rules and the Local Rules; and (iv) be served upon (a) proposed counsel to the Debtors, Pashman Stein Walder Hayden, P.C., 824 North Market Street, Suite 800, Wilmington, Delaware, 19801, Attn: John W. Weiss (jweiss@pashmanstein.com), Leah M. Eisenberg (leisenberg@pashmanstein.com), Richard W. Riley (rriley@pashmanstein.com), and David E. Sklar (dsklar@pashmanstein.com), (b) the Office of the United States Trustee for the District of Delaware, J. Caleb Boggs Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware, 19801, Attn: Jane M. Leamy (jane.m.leafy@usdoj.gov), (c) counsel the DIP Lenders, Cole Schotz P.C., 1325 Avenue of the Americas, New York, NY 10019, Attn. Daniel F. X. Geoghan (DGeoghan@coleschotz.com); and (d) counsel to any official committee appointed in the Chapter 11 Cases (the “Notice Parties”).

11. The deadline by which objections to the Motion and the final order must be filed and received by the Notice Parties is June 20, 2025 at 4:00 p.m. (prevailing Eastern Time). A final hearing, if required, on the Motion will be held on July 2, 2025 at 11:00 a.m. (prevailing Eastern Time). If no objections are filed regarding the Motion and entry of this Interim Order on a final basis, the Court may enter a final order without further notice or a hearing.

12. The requirements of Bankruptcy Rule 6003(b) have been satisfied.

13. Notwithstanding Bankruptcy Rule 6004(h), this Interim Order shall be effective and enforceable immediately upon entry hereof.

14. The Court shall retain jurisdiction over any matters arising from or related to implementing or interpreting this Interim Order.



**Exhibit B**

Blackline

**IN THE UNITED STATES BANKRUPTCY COURT  
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In re

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Chapter 11

Case No. ~~25~~ 25-10979 (JKS)

~~Joint Administration Requested~~ Jointly Administered

~~Re: D.I.~~ Related to Docket No. 7

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having been given under the circumstances; and it appearing that no other or further notice need be provided under the circumstances; and it appearing that the relief requested by this Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and after due deliberation and sufficient cause appearing therefor;

**IT IS HEREBY ORDERED THAT:**

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<b>Summary report:</b> <b>Litera Compare for Word 11.10.1.2 Document comparison done on</b> <b>6/3/2025 8:07:43 PM</b>	
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<del>Table Delete</del>	0
<u>Table moves to</u>	0
<del>Table moves from</del>	0
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Embedded Excel	0
Format changes	0
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