

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

In re:

VWS Holdco, Inc., et al,¹

Debtors.

Chapter 11

Case No. 25-10979 (JKS)

(Jointly Administered)

Hearing Date: July 31, 2025 at 1:00 p.m. (ET)

Obj. Deadline: July 30, 2025 at 12:00 p.m. (ET)

Re: D.I. 198

**DEBTORS' RESPONSE TO THE JOINT MOTION OF CHESTERFIELD COUNTY,
VIRGINIA, AND THE VIRGINIA DEPARTMENT OF ENVIRONMENTAL QUALITY
TO TRANSFER VENUE TO THE UNITED STATES BANKRUPTCY COURT FOR
THE EASTERN DISTRICT OF VIRGINIA**

The above-captioned debtors and debtors in possession (the “Debtors”), by and through their undersigned counsel, hereby respond to the *Joint Motion of Chesterfield County, Virginia, and the Virginia Department of Environmental Quality to Transfer Venue to the United States Bankruptcy Court for the Eastern District of Virginia* [D.I. 198] (the “Venue Motion”) and respectfully state as follows:

28 U.S.C. § 1408 provides that

Except as provided in section 1410 of this title, a case under title 11 may be commenced in the district court for the district—

- (1) in which the domicile, residence, principal place of business in the United States, or principal assets in the United States, of the person or entity that is the subject of such case have been located for the one hundred and eighty days immediately preceding such commencement, or for a longer portion of such one-hundred-and-eighty-day period than the domicile, residence, or principal place of business, in the United States, or principal assets in the United States, of such person were located in any other district; or

¹ 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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(2) in which there is pending a case under title 11 concerning such person's affiliate, general partner, or partnership.

28 U.S.C. § 1408. Debtor VWS Holdco, Inc. is a corporation that was incorporated in the State of Delaware and has remained a Delaware corporation for its entire existence. Debtor Shoosmith Bros., Inc. is a corporate affiliate of Debtor VWS Holdco, Inc. Accordingly, the Debtors' chapter 11 bankruptcy cases (the "Chapter 11 Cases") were appropriately filed in the District of Delaware pursuant to 28 U.S.C. § 1408.

Immediately prior to Chesterfield County, Virginia and the Virginia Department of Environmental Quality filing the Venue Motion, the Debtors filed *Debtors' Motion to Convert These Chapter 11 Cases to Cases Under Chapter 7 of the Bankruptcy Code* [D.I. 194] (the "Motion to Convert"). As set forth in the Motion to Convert, the Debtors have the absolute right to convert the Chapter 11 Cases to cases under chapter 7 of the Bankruptcy Code. The Debtors file this response only to emphasize that the Chapter 11 Cases need to be converted immediately, given that the Debtors have insufficient funds to administer their cases in chapter 11 any further and wish to avoid spending any further estate funds that may be available to be used by a chapter 7 trustee. The Debtors do not take a position on the Venue Motion provided the Motion to Convert is granted first and the Chapter 11 Cases are converted immediately. The Venue Motion can then be granted either simultaneously or after the granting of the Motion to Convert.

Dated: July 30, 2025
Wilmington, Delaware

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

/s/ John W. Weiss

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