

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In re:

WELLMADE FLOOR COVERINGS
INTERNATIONAL, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-58764

(Jointly Administered)

**APPLICATION OF THE DEBTORS FOR ENTRY OF AN
ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF
GREENBERG TRAURIG, LLP AS COUNSEL FOR THE DEBTORS AND
DEBTORS IN POSSESSION, EFFECTIVE AS OF THE PETITION DATE**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) hereby move this Court (the “Application”), pursuant to sections 327(a), 328(a), 330, and 1107(b) of title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the “Bankruptcy Code”), Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and the *Second Amended and Restated General Order 26-2019, Procedures for Complex Chapter 11 Cases*, dated February 6, 2023 (the “Complex Case Procedures”) for entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Proposed Order”), authorizing the retention and employment of the law firm of Greenberg Traurig, LLP (“Greenberg Traurig”) as counsel to the Debtors, effective as of the Petition Date (as defined herein). In support of this Application, the Debtors rely on the *Declaration of John D. Elrod in Support of Application of the Debtors for Entry of an Order Authorizing the Employment and Retention of Greenberg Traurig, LLP as Counsel for the Debtors and Debtors in Possession, Effective as of the Petition Date*,

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Wellmade Industries MFR. N.A LLC (1058) and Wellmade Floor Coverings International, Inc. (8425). The mailing address for the Debtors for purposes of these chapter 11 cases is: 1 Wellmade Drive, Cartersville, GA 30121.



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attached hereto as **Exhibit B** and incorporated by reference (the “Elrod Declaration”), and the *Declaration of David Baker in Support of Application of the Debtors for Entry of an Order Authorizing the Employment and Retention of Greenberg Traurig, LLP as Counsel for the Debtors and Debtors in Possession, Effective as of the Petition Date*, attached hereto as **Exhibit C** and incorporated by reference (the “Baker Declaration”). In further support of this Application, the Debtors respectfully state as follows:

JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the Northern District of Georgia (the “Court”) has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue of these cases and the Application in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief sought herein are sections 327(a), 328(a), 330, and 1107(b) of the Bankruptcy Code, Rules 2014(a), 2016 and 5002 of the Bankruptcy Rules, and the Complex Case Procedures.

BACKGROUND

3. On August 4, 2025 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in this Court.

4. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

5. On August 14, 2025, the Office of the United States Trustee formed an official committee in the above-captioned chapter 11 cases (the “Chapter 11 Cases”). No request has been made for the appointment of a trustee or an examiner.

6. Additional information regarding the Debtors’ businesses, capital structure, and the circumstances leading to the filing of these Chapter 11 Cases is set forth in the *Declaration of*

David Baker, CTP in Support of Chapter 11 Petitions and First Day Pleadings [Docket No. 14] filed on the Petition Date and incorporated herein by reference.

RETENTION OF GREENBERG TRAURIG

7. Greenberg Traurig is an international law firm with more than 2,750 attorneys in 49 offices, including an office in Atlanta, Georgia that is within the jurisdiction of the United States Bankruptcy Court for the Northern District of Georgia where these Chapter 11 Cases are pending. The members of the firm practice in almost every practice area, including bankruptcy, workouts, finance, litigation, business, tax, labor, corporate, employment, securities, and commercial law. In addition, Greenberg Traurig has extensive experience and knowledge in the fields of debtor and creditor rights and business reorganizations under chapter 11 of the Bankruptcy Code.

8. Greenberg Traurig is also familiar with the Debtors' businesses and financial affairs. Greenberg Traurig has provided legal services to the Debtors since approximately May 2023. Prior to the commencement of these Chapter 11 Cases, Greenberg Traurig assisted the Debtors in their negotiations with their secured creditors and other stakeholder groups, and in preparing for the filing of these Chapter 11 Cases. In these and other matters, Greenberg Traurig's professionals have worked closely with the Debtors' management and other professionals and, as a result, have become well acquainted with the Debtors' history, business operations, capital and corporate structure, and related matters. Accordingly, Greenberg Traurig has developed substantial knowledge regarding the Debtors that will result in effective and efficient services in these Chapter 11 Cases.

9. The Debtors hired Greenberg Traurig because Greenberg Traurig is well suited for the type of representation required by the Debtors. Greenberg Traurig has the necessary resources and experience to assist the Debtors in these Chapter 11 Cases. For this reason, Greenberg Traurig's employment is in the best interests of the Debtors, their estates, and their creditors.

RELIEF REQUESTED

10. By this Application, the Debtors respectfully request that this Court enter the Proposed Order authorizing them to employ and retain Greenberg Traurig as their counsel in these Chapter 11 Cases, effective as of the Petition Date.

SCOPE OF EMPLOYMENT

11. The services of attorneys are necessary to enable the Debtors to execute faithfully their duties as debtors in possession and to preserve and enhance the value of the Debtors' estates. The professional services that Greenberg Traurig expects to render to the Debtors include, but shall not be limited to, the preparation, filing, and prosecution of these Chapter 11 Cases, including without limitation:

- a. providing legal advice with respect to the Debtors' powers and duties as debtors in possession in the continued operation of their business and management of their property;
- b. negotiating, drafting, and pursuing all documentation necessary in these Chapter 11 Cases;
- c. preparing, on behalf of the Debtors, applications, motions, answers, orders, reports, and other legal papers necessary to the administration of the Debtors' estates;
- d. appearing in Court and protecting the interests of the Debtors before the Court;
- e. assisting with any disposition of the Debtors' assets, by sale or otherwise;
- f. negotiating and taking all necessary or appropriate actions in connection with a plan or plans of reorganization and all related documents thereunder and transactions contemplated therein;
- g. attending meetings and negotiating with representatives of creditors, the United States Trustee, and other parties in interest;
- h. providing legal advice, including, but not limited to, advice regarding bankruptcy law, corporate law, corporate governance, employment, transactional, tax, labor, litigation, and intellectual property law to the Debtors in connection with the Debtors' ongoing business operations;

- i. taking all necessary actions to protect and preserve the Debtors' estates, including prosecuting actions on the Debtors' behalf, defending any action commenced against the Debtors, and representing the Debtors in negotiations concerning litigation in which the Debtors are involved, including objections to claims filed against the Debtors' estates;
- j. performing other legal services for, and providing other necessary legal advice to, the Debtors, which may be necessary and proper in these Chapter 11 Cases; and
- k. providing other related services as requested by the Debtors and reasonably acceptable to Greenberg Traurig.

12. To the extent the Debtors seek to retain other professionals, Greenberg Traurig will take appropriate steps and coordinate with each of the Debtors' other professionals to avoid unnecessary duplication of efforts.

GREENBERG TRAURIG'S DISINTERESTEDNESS

13. In connection with its engagement, Greenberg Traurig has undertaken a conflicts check that compares certain Potentially Interested Parties (as defined in the Elrod Declaration) against a list of Greenberg Traurig's current and former engagements, clients, and adverse parties.

14. Because Greenberg Traurig is a large firm with an international practice, the Debtors are aware that Greenberg Traurig may currently represent, or may have in the past represented, certain creditors of the Debtors' estates or other parties in interest in matters unrelated to the Debtors or these Chapter 11 Cases, as disclosed in the Elrod Declaration.

15. As in any complex chapter 11 case, it may become necessary for the Debtors to pursue legal action against certain interested parties that Greenberg Traurig may be unable to handle due to potential conflicts of interest. If such a need arises, a separate application will be filed to request entry of an order authorizing the Debtors to employ and retain conflicts counsel in these Chapter 11 Cases to represent them in matters that Greenberg Traurig may be unable to handle due to potential conflicts of interest.

16. The Debtors understand that except as otherwise set forth in the Elrod Declaration:

- a. Neither Greenberg Traurig nor any attorney at Greenberg Traurig holds or represents an interest adverse to the Debtors' estates;
- b. Neither Greenberg Traurig nor any attorney at Greenberg Traurig is a creditor, equity security holder, or an insider of the Debtors, except that Greenberg Traurig previously has rendered legal services to the Debtors for which it has been compensated as disclosed below;
- c. Neither Greenberg Traurig nor any attorney at Greenberg Traurig is or was, within two (2) years before the Petition Date, a director, officer, or employee of the Debtors; and
- d. Greenberg Traurig does not have an interest materially adverse to the interest of the Debtors' estates or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in the Debtors, or for any other reason.

17. None of Greenberg Traurig's representations of any of the parties in interest in matters unrelated to the Debtors or these Chapter 11 Cases accounted for more than 1% of Greenberg Traurig's aggregate revenues during fiscal year 2024. Thus, Greenberg Traurig does not believe that any such engagement comprises a material component of Greenberg Traurig's practice.

18. Through a firm-wide email, Greenberg Traurig has solicited information from its attorneys to determine whether any attorneys employed by Greenberg Traurig are related to the Bankruptcy Judge presiding over these Chapter 11 Cases, the United States Trustee for Region 21, or any attorney known by Greenberg Traurig to be employed in the Office of the United States Trustee serving the Northern District of Georgia or are equity security holders of any of the Debtors. To the extent any information is received in response to the email that needs to be disclosed, Greenberg Traurig will file a supplemental declaration including such disclosures.

19. In view of the foregoing, to the best of the Debtors' knowledge based upon the Elrod Declaration, and except as otherwise set forth therein, Greenberg Traurig (a) does not hold

or represent any interest adverse to the Debtors or their chapter 11 estates, their creditors, or any other party in interest in connection with these Chapter 11 Cases, and (b) is a “disinterested person” as that term is defined in section 101(14) of the Bankruptcy Code.

20. Greenberg Traurig will continue to conduct periodic conflicts analyses to determine whether it is performing or has performed services for any significant parties in interest in these Chapter 11 Cases, and Greenberg Traurig will promptly update the Elrod Declaration to disclose any pertinent relationships that come to Greenberg Traurig’s attention.

PROFESSIONAL COMPENSATION

21. Section 328(a) of the Bankruptcy Code authorizes the employment of a professional person on any reasonable terms and conditions of employment, including on an hourly basis. *See* 11 U.S.C. § 328(a). Greenberg Traurig intends to apply for compensation for professional services rendered in connection with these Chapter 11 Cases subject to the approval of this Court and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules of the United States Bankruptcy Court for the Northern District of Georgia, and the orders of this Court, on an hourly basis, plus reimbursement of actual necessary expenses and other charges incurred by Greenberg Traurig. A statement pursuant to Rule 2016 of the Bankruptcy Rules and section 329 of the Bankruptcy Code is incorporated herein by reference.

22. Generally, Greenberg Traurig’s hourly rates are in the following ranges:

Professional	Hourly Rate
Shareholders	\$615–\$2,250
Of Counsel	\$550–\$1,975
Associates	\$350–\$1,220
Legal Assistants/Paralegals	\$140–\$655

23. The hourly rates for the attorneys primarily responsible for this matter range from \$1,250 to \$700.

24. Greenberg Traurig has explained to the Debtors that the hourly rates set forth above (a) are set at a level designed to fairly compensate Greenberg Traurig for its work and to cover fixed and routine overhead expenses, (b) are standard for work of this nature inside or outside bankruptcy, and (c) remain subject to periodic, firm-wide adjustments in the ordinary course of Greenberg Traurig's business.

25. It is Greenberg Traurig's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the client's case. The expenses charged to clients include, among other things, telecopier toll and other charges, mail and express mail charges, special or hand delivery charges, document processing, photocopying charges, travel expenses, expenses for working meals, computerized research, and transcription costs, as well as non-ordinary overhead expenses such as overtime for secretarial personnel and other staff. Greenberg Traurig will charge the Debtors' estates for these expenses in a manner and at rates consistent with charges made generally to Greenberg Traurig's clients outside of bankruptcy. Greenberg Traurig believes that these expenses should be fairly charged to the clients incurring them rather than to increase the hourly rates and spread the expenses among all clients.

26. In addition, Greenberg Traurig intends to seek compensation for all time and expenses associated with its retention in accordance with sections 330 and 331 of the Bankruptcy Code, the Complex Case Procedures, and any orders of this Court, including the preparation of this Application, the Elrod Declaration, and related documents, as well as any monthly fee statements or interim or final fee applications and related issues. Greenberg Traurig also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and

additional disclosures as set forth in *Appendix B - Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the “Revised UST Guidelines”), both in connection with this Application and the interim and final fee applications to be filed by Greenberg Traurig in these Chapter 11 Cases.²

27. Other than as set forth herein, there is no proposed arrangement to compensate Greenberg Traurig. Greenberg Traurig has not shared, nor agreed to share, (a) any compensation it has received or may receive with any other party or person, other than with the shareholders, counsel, associates, and employees of Greenberg Traurig, or (b) any compensation another person or party has received or may receive.

COMPENSATION RECEIVED BY GREENBERG TRAUIG FROM THE DEBTORS

28. In the ninety (90) days prior to the Petition Date, Greenberg Traurig received advance payment retainers from the Debtors in the aggregate amount of \$550,000.00, most of which have been applied to Greenberg Traurig’s fees and expenses during that period. After application of these retainers, Greenberg Traurig is holding \$1,000 in its trust account as an advance payment retainer.

SUPPORTING AUTHORITY

29. The Debtors seek retention of Greenberg Traurig as their attorneys pursuant to section 327(a) of the Bankruptcy Code, which provides that a debtor, subject to Court approval:

[M]ay employ one or more attorneys, accountants, appraisers, auctioneers, or other professional persons, that do not hold or represent an interest adverse to the estate, and that are disinterested

² Further information regarding Greenberg Traurig’s compliance with the Revised UST Guidelines is set forth in the Elrod Declaration.

persons, to represent or assist the [debtor] in carrying out the [debtor]'s duties under this title.

11 U.S.C. § 327(a).

30. Additionally, pursuant to section 328(a) of the Bankruptcy Code, the Debtors “with the court’s approval, may employ or authorize the employment of a professional person under section 327 . . . on any reasonable terms and conditions of employment, including on a retainer, on an hourly basis, on a fixed or percentage fee basis, or on a contingent fee basis.” 11 U.S.C. § 328(a). Section 328(a) of the Bankruptcy Code permits compensation of professionals on flexible terms that reflect the nature of their services and market conditions.

31. Furthermore, Rule 2014(a) of the Bankruptcy Rules requires that an application for retention include:

[S]pecific facts showing the necessity for the employment, the name of the [firm] to be employed, the reasons for the selection, the professional services to be rendered, any proposed arrangement for compensation, and, to the best of the applicant’s knowledge, all of the [firm’s] connections with the debtor, creditors, any other party in interest, their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee.

Fed. R. Bankr. P. 2014.

32. The Debtors submit that for all the reasons stated above and in the Baker Declaration, the employment and retention of Greenberg Traurig as counsel to the Debtors is warranted. Further, as demonstrated by the Elrod Declaration, Greenberg Traurig is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, as required by section 327(a) of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtors’ estates and has no connection to the Debtors, their creditors, or other parties in interest, except as disclosed in the Elrod Declaration.

**REQUEST FOR APPROVAL OF RETENTION OF
GREENBERG TRAURIG EFFECTIVE AS OF THE PETITION DATE**

33. The Debtors request that Greenberg Traurig's retention be approved effective as of the Petition Date to allow Greenberg Traurig to be compensated for the work performed for the Debtors prior to the Court's consideration and approval of this Application. The Debtors submit that under the circumstances, given Greenberg Traurig's provision of valuable services in the interim period and to avoid irreparable harm to the Debtors' estates that may occur if Greenberg Traurig is not immediately retained, retroactive approval to the Petition Date is warranted.

NOTICE

34. Notice of this Application has been provided to: (i) the Office of the United States Trustee for the Northern District of Georgia; (ii) the parties included on the Debtors' consolidated list of thirty (30) largest unsecured creditors; (iii) counsel to the Debtors' prepetition and postpetition lenders; (iv) proposed counsel to the Official Committee of Unsecured Creditors, and (v) any party that has requested notice pursuant to Rule 2002 of the Bankruptcy Rules. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

NO PRIOR REQUEST

35. No previous application for the relief sought herein has been made by the Debtors to this or any other court.

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CONCLUSION

WHEREFORE, the Debtors respectfully request that this Court enter the Proposed Order granting the relief requested herein and such other and further relief as is just and proper.

Dated: August 26, 2025

/s/ David Baker

David Baker

Chief Restructuring Officer of the Debtors
and Debtors in Possession

Exhibit A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re:

WELLMADE FLOOR COVERINGS
INTERNATIONAL, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-58764

(Jointly Administered)

Re: Docket No. ____

**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF
GREENBERG TRAURIG, LLP AS COUNSEL FOR THE DEBTORS AND
DEBTORS IN POSSESSION, EFFECTIVE AS OF THE PETITION DATE**

Upon the *Application of the Debtors for Entry of an Order Authorizing the Employment
and Retention of Greenberg Traurig, LLP as Counsel for the Debtors and Debtors in Possession,*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Wellmade Industries MFR. N.A LLC (1058) and Wellmade Floor Coverings International, Inc. (8425). The mailing address for the Debtors for purposes of these chapter 11 cases is: 1 Wellmade Drive, Cartersville, GA 30121.

Effective as of the Petition Date (the “Application”);² and upon the *Declaration of John D. Elrod in Support of Application of the Debtors for Entry of an Order Authorizing the Employment and Retention of Greenberg Traurig, LLP as Counsel for the Debtors and Debtors in Possession Effective as of the Petition Date*, attached to the Application as **Exhibit B** (the “Elrod Declaration”) and the *Declaration of David Baker in Support of Application of the Debtors for Entry of an Order Authorizing the Employment and Retention of Greenberg Traurig, LLP as Counsel for the Debtors and Debtors in Possession, Effective as of the Petition Date*, attached to the Application as **Exhibit C** (the “Baker Declaration”); and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Second Amended and Restated General Order 26-2019, Procedures for Complex Chapter 11 Cases*, dated February 6, 2023 (the “Complex Case Procedures”); and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b) and this Court having jurisdiction to enter a final order consistent with Article III of the United States Constitution; and venue of these Chapter 11 Cases and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Application has been given and that no other or further notice is necessary; and this Court being satisfied based on the representations made in the Application and in the Elrod Declaration that (a) Greenberg Traurig does not hold or represent an interest adverse to the Debtors’ estates and (b) Greenberg Traurig is a “disinterested person” as defined in section 101(14) of the Bankruptcy Code as modified by section 1107(b) of the Bankruptcy Code, and as required by section 327(a) of the Bankruptcy Code; and this Court having found that the relief requested in the Application is in the best interests of the Debtors’ estates, their creditors and other parties in interest; and it appearing that proper and adequate notice of the Application has been given and that no other or

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

further notice is necessary; and after due deliberation thereon; and this Court having reviewed the Application, the Elrod Declaration, and the David Declaration; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED to the extent provided herein.
2. The Debtors are authorized, pursuant to sections 327(a), 328(a) and 1107(b) of the Bankruptcy Code, 2014(a), 2016(b), and 5002 of the Bankruptcy Rules, and the Complex Case Procedures, to retain and employ Greenberg Traurig as counsel to the Debtors in the Chapter 11 Cases upon the terms and conditions as set forth in the Application, effective as of the Petition Date.
3. Greenberg Traurig shall be compensated in accordance with the procedures set forth in the Application, sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules of the United States Bankruptcy Court for the Northern District of Georgia, the Complex Case Procedures, and further Orders of this Court.
4. To the extent the Application is inconsistent with this Order, the terms of this Order shall govern.
5. Notwithstanding any Bankruptcy Rule to the contrary, this Order shall be immediately effective and enforceable upon its entry.
6. Any advance payment retainer held by Greenberg Traurig shall be applied to costs incurred by Greenberg Traurig prior to the Petition Date.
7. Greenberg Traurig will make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in Revised UST Guidelines, both in connection with this Application and the interim and final fee applications to be filed by

Greenberg Traurig in these Chapter 11 Cases.

8. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order.

9. The Court shall retain jurisdiction with respect to all matters arising from or related to the implementation and/or interpretation of this Order.

10. Any party in interest shall have twenty-one (21) days from the service of this Order to file an objection to the Application and/or the relief provided in this Order.

11. If an objection is timely filed, counsel for the Debtors will set the Application and all such objections for hearing pursuant to the Court's Open Calendar Procedure.

12. If no objection to this Order is timely filed, this Order shall be a final Order approving the Application.

13. Proposed counsel for the Debtors, through Kurtzman Carson Consultants, LLC, dba Verita Global, as the Debtors' claims and noticing agent (the "Claims and Noticing Agent"), shall, within three (3) days of the entry of this Order, cause a copy of this Order to be served by electronic mail or first class mail, as applicable, on all parties served with the Application, and the Claims and Noticing Agent shall file promptly thereafter a certificate of service confirming such service.

END OF DOCUMENT

Prepared and presented by:

GREENBERG TRAURIG, LLP

/s/ John D. Elrod

John D. Elrod, GA Bar No. 246604

Allison J. McGregor, GA Bar No. 860865

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Allison.McGregor@gtlaw.com

Proposed Counsel for the Debtors and Debtors in Possession

Exhibit B

Elrod Declaration

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In re:

WELLMADE FLOOR COVERINGS
INTERNATIONAL, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-58764

(Jointly Administered)

**DECLARATION OF JOHN D. ELROD IN SUPPORT OF APPLICATION OF THE
DEBTORS FOR ENTRY OF AN ORDER AUTHORIZING THE EMPLOYMENT AND
RETENTION OF GREENBERG TRAURIG, LLP AS COUNSEL FOR THE DEBTORS
AND DEBTORS IN POSSESSION, EFFECTIVE AS OF THE PETITION DATE**

I, John D. Elrod, declare under penalty of perjury:

1. I am a shareholder at the law firm of Greenberg Traurig, LLP ("Greenberg Traurig"), which maintains offices throughout the world, including the office in which I am a resident located at Terminus 200, 3333 Piedmont Road, NE, Suite 2500, Atlanta, Georgia 30305.

2. I am admitted in, practicing in, and a member in good standing of the bars of the States of Georgia, Alabama, Florida, and Tennessee. I am a member in good standing of the bars of the United States District Court for the Northern District of Georgia and the United States Court of Appeals for the Eleventh Circuit.

3. I submit this declaration (the "Declaration") on behalf of Greenberg Traurig in support of the application (the "Application") of the above-captioned debtors and debtors in possession pursuant to sections 327(a), 328(a), 330 and 1107(b) of title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the "Bankruptcy Code"), Rules 2014(a) and 2016 of the Federal

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Wellmade Industries MFR. N.A LLC (1058) and Wellmade Floor Coverings International, Inc. (8425). The mailing address for the Debtors for purposes of these chapter 11 cases is: 1 Wellmade Drive, Cartersville, GA 30121.

Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and the *Second Amended and Restated General Order 26-2019, Procedures for Complex Chapter 11 Cases*, dated February 6, 2023 (the “Complex Case Procedures”), for entry of an order authorizing the retention and employment of the law firm of Greenberg Traurig as counsel to the Debtors, effective as of the Petition Date.

4. Pursuant to *Appendix B - Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the “Revised UST Guidelines”), Greenberg Traurig makes certain disclosures herein.

5. Except as otherwise indicated herein, I have personal knowledge or have inquired of the matters set forth herein and, if called as a witness, would testify competently thereto.²

RETENTION OF GREENBERG TRAURIG

6. Greenberg Traurig is an international law firm with more than 2,750 attorneys in 49 offices, including an office in Atlanta, Georgia that is located within the Northern District of Georgia where these Chapter 11 Cases are pending. The members of the firm practice in almost every practice area, including bankruptcy, workouts, finance, litigation, business, tax, labor, corporate, employment, securities, and commercial law. In addition, Greenberg Traurig has extensive experience and knowledge in the fields of debtor and creditor rights and business reorganizations under chapter 11 of the Bankruptcy Code.

7. Greenberg Traurig is also familiar with the Debtors’ businesses and financial affairs. Greenberg Traurig has provided legal services to the Debtors since approximately May 2023 in connection with various matters, including corporate governance, litigation, and banking

² Certain of the disclosures herein relate to matters within the knowledge of other attorneys and/or employees at Greenberg Traurig.

and finance advice. In addition, prior to the commencement of these Chapter 11 Cases, Greenberg Traurig assisted the Debtors in their negotiations with their secured creditors and other stakeholder groups, and in preparing for the filing of these Chapter 11 Cases. In these and other matters, Greenberg Traurig's professionals have worked closely with the Debtors' management and other professionals and, as a result, have become well acquainted with the Debtors' history, business operations, capital and corporate structure and related matters. Accordingly, Greenberg Traurig has developed substantial knowledge regarding the Debtors that will result in effective and efficient services in these Chapter 11 Cases.

8. I believe that Greenberg Traurig has the resources and experience necessary to assist the Debtors in these Chapter 11 Cases.

SCOPE OF EMPLOYMENT

9. The professional services that Greenberg Traurig expects to render to the Debtors include, but shall not be limited to, the preparation, filing, and prosecution of these Chapter 11 Cases, including without limitation:

- a. providing legal advice with respect to the Debtors' powers and duties as debtors in possession in the continued operation of their business and management of their property;
- b. negotiating, drafting, and pursuing all documentation necessary in these Chapter 11 Cases;
- c. preparing, on behalf of the Debtors, applications, motions, answers, orders, reports, and other legal papers necessary to the administration of the Debtors' estates;
- d. appearing in Court and protecting the interests of the Debtors before the Court;
- e. assisting with any disposition of the Debtors' assets, by sale or otherwise;
- f. negotiating and taking all necessary or appropriate actions in connection with a plan or plans of reorganization and all related documents thereunder and transactions contemplated therein;

- g. attending meetings and negotiating with representatives of creditors, the United States Trustee, and other parties in interest;
- h. providing legal advice, including, but not limited to, advice regarding bankruptcy law, corporate law, corporate governance, securities, employment, transactional, tax, labor, litigation, and intellectual property law to the Debtors in connection with the Debtors' ongoing business operations;
- i. taking all necessary actions to protect and preserve the Debtors' estates, including prosecuting actions on the Debtors' behalf, defending any action commenced against the Debtors, and representing the Debtors in negotiations concerning litigation in which the Debtors are involved, including objections to claims filed against the Debtors' estates;
- j. performing other legal services for, and providing other necessary legal advice to, the Debtors, which may be necessary and proper in these Chapter 11 Cases; and
- k. providing other related services as requested by the Debtors and reasonably acceptable to Greenberg Traurig.

10. To the extent the Debtors seek to retain other professionals, Greenberg Traurig will take appropriate steps and coordinate with each of the Debtors' other professionals to avoid unnecessary duplication of efforts.

GREENBERG TRAURIG'S DISCLOSURE PROCEDURES

11. To the best of my knowledge and information after due inquiry, and except as disclosed herein, Greenberg Traurig has no known connection with the Debtors, their creditors, any other party in interest herein, or their respective attorneys or professionals and does not hold or represent any entity having an adverse interest in connection with these Chapter 11 Cases. For so long as Greenberg Traurig represents the Debtors, and absent further order of this Court, Greenberg Traurig will not represent any entity other than the Debtors in connection with these Chapter 11 Cases.

12. As more fully described hereinafter, Greenberg Traurig maintains a computer client database (the "Client Database") containing the names of all of Greenberg Traurig's current and

former clients and, where practical, the known affiliates of those clients. In connection with preparing this Declaration, I caused to be submitted to, and caused to be checked against, the Client Database those potentially interested parties in these Chapter 11 Cases listed in **Attachment 1** hereto, which party names were provided to Greenberg Traurig by the Debtors (collectively, the “**Potentially Interested Parties**”) and which excludes the Debtors’ employees (except to the extent that an employee has any pending, threatened, or anticipated litigation against one or more of the Debtors) and the Debtors’ customers (except to the extent that a customer is owed money by the Debtors or has any pending, threatened, or anticipated litigation against one or more of the Debtors). Greenberg Traurig compared the names of the Potentially Interested Parties against the Client Database.

13. Greenberg Traurig’s inquiry revealed that certain of the Potentially Interested Parties are current or former (within the last three (3) years) clients of Greenberg Traurig. A list of such parties is attached hereto as **Attachment 2**, incorporated herein by reference, and is referred to as the “**Client Match List**”). Through the information generated from the above-mentioned computer inquiry, and through follow-up inquiries with Greenberg Traurig attorneys responsible for certain clients listed on the Client Match List to the extent necessary, Greenberg Traurig determined that its representation of those clients on the Client Match List concerns matters unrelated to the Debtors and these Chapter 11 Cases.

14. Through a firm-wide email, Greenberg Traurig has solicited information from its attorneys to determine whether any attorneys employed by Greenberg Traurig are related to the Bankruptcy Judge presiding over these Chapter 11 Cases, the United States Trustee for Region 21, or any attorney known by Greenberg Traurig to be employed in the Office of the United States Trustee serving the Northern District of Georgia or are equity security holders of any of the

Debtors. No such connections have been discovered to date. To the extent any information is received in response to the email that needs to be disclosed, Greenberg Traurig will file a supplemental declaration including such disclosures.

15. Greenberg Traurig maintains and systematically updates its Client Database in the ordinary course of business, and it is the regular practice of Greenberg Traurig to make and maintain these records. The Client Database maintained by Greenberg Traurig is designed to include every matter on which Greenberg Traurig is now or has been engaged, the entity by which Greenberg Traurig is now or has been engaged, and, in each instance, the identity of related parties and adverse parties and the name of the attorney at Greenberg Traurig that is knowledgeable about the matter. It is the policy of Greenberg Traurig that no new matter may be accepted or opened without completing and submitting to those charged with maintaining the Client Database, the information necessary to check each such matter for conflicts, including the identity of the prospective client, the matter, and related and adverse parties. Accordingly, the Client Database is regularly updated for every new matter undertaken by Greenberg Traurig.

16. With more than 2,750 lawyers worldwide, Greenberg Traurig has connections with certain creditors and other parties in interest in these Chapter 11 Cases. Those connections include representation of the entity, an affiliate, or related party, as well as representation of parties adverse to such parties, affiliates, or related parties. In addition to the connections disclosed herein and in the Client Match List, it is possible that Greenberg Traurig and certain of its shareholders, counsel, and associates may have in the past represented, may currently represent, and may in the future represent parties in interest of the Debtors in connection with matters unrelated to the Debtors or these Chapter 11 Cases. Moreover, Greenberg Traurig appears in many cases, proceedings, and transactions involving different attorneys, financial consultants, and investment bankers, some of

which may now or in the future represent the Debtors, Potentially Interested Parties, or other parties in interest in these Chapter 11 Cases. From time to time, Greenberg Traurig will supplement this Declaration to the extent necessary.

17. None of Greenberg Traurig's representations of any of the parties in interest in matters unrelated to the Debtors or these Chapter 11 Cases accounted for more than 1% of Greenberg Traurig's aggregate revenues during fiscal year 2024 to date. Thus, I do not believe that any such engagement comprises a material component of Greenberg Traurig's practice.

18. As in any complex chapter 11 case, however, it may become necessary for the Debtors to pursue legal action against certain parties who appear on the Client Match List. In that event, to the extent required by the Bankruptcy Code or applicable ethical rules governing the conduct of attorneys and law firms, the Debtors will retain and assign conflicts counsel with the task of pursuing such matters. The Debtors will request entry of an order authorizing them to employ conflicts counsel in these Chapter 11 Cases to represent them in matters that Greenberg Traurig may be unable to handle due to potential conflicts of interest.

DISINTERESTEDNESS

19. Based on the foregoing and except as otherwise set forth herein, neither I, Greenberg Traurig, nor any shareholder, of counsel, or associate thereof, insofar as I have been able to ascertain based on the information currently available to me, represents any interest adverse to the Debtors in these Chapter 11 Cases or related to the matters for which Greenberg Traurig is to be engaged. To the best of my knowledge, information, and belief, Greenberg Traurig is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code. In addition to the parties listed in the Client Match List, Greenberg Traurig makes the following additional disclosures:

- a. Greenberg Traurig previously represented the Debtors and, briefly, several of their officers and employees including Jiayi Chen, Ming Chen, and Zhu Chen, (collectively, the “Individual Defendants”) in connection with litigation styled as *Liu et al. v. Wellmade Industries Mfr. N.A. LLC et al.*, pending in the U.S. District Court for the Northern District of Georgia, Case No. 4:25-cv-00134-WMR. Prior to the Petition Date, Greenberg Traurig withdrew as counsel to the Individual Defendants and will not represent the Individual Defendants in any matter during these Chapter 11 Cases.

20. In addition, the Debtors have many current and former customers, and it would be impractical to conduct a detailed search of Greenberg Traurig’s Client Database for connections to all customers of the Debtors. Even if it were practical to search current and former customers, many of these parties would have common or similar names. Accordingly, Greenberg Traurig will address any potential connections or relationships to customers if any such connections come to Greenberg Traurig’s attention during these Chapter 11 Cases and will promptly supplement this Declaration to disclose such connections.

21. Greenberg Traurig will continue to conduct periodic conflicts analyses to determine whether it is performing or has performed services for any significant parties in interest in these Chapter 11 Cases and Greenberg Traurig will promptly update this Declaration to disclose any material developments regarding the Debtors or any other pertinent relationships that come to Greenberg Traurig’s attention. Based on the foregoing, to the best of my knowledge and belief, insofar as I have been able to ascertain after reasonable inquiry:

- b. Neither Greenberg Traurig nor any attorney at Greenberg Traurig holds or represents an interest adverse to the Debtors’ estates;
- c. Neither Greenberg Traurig nor any attorney at Greenberg Traurig is a creditor, equity security holder, or an insider of the Debtors, except that Greenberg Traurig previously has rendered legal services to the Debtors for which it has been compensated as disclosed below;
- d. Neither Greenberg Traurig nor any attorney at Greenberg Traurig is or was, within two (2) years before the Petition Date, a director, officer, or employee of the Debtors; and

- e. Greenberg Traurig does not have an interest materially adverse to the interest of the Debtors' estates or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in the Debtors, or for any other reason.

PROFESSIONAL COMPENSATION

22. In the ninety (90) days prior to the Petition Date, Greenberg Traurig received advance payment retainers from the Debtors in the aggregate amount of \$550,000.00, most of which have been applied to Greenberg Traurig's fees and expenses during that period. After application of these retainers, Greenberg Traurig is holding \$1,000 in its trust account as an advance payment retainer.

23. Greenberg Traurig intends to apply for compensation for professional services rendered in connection with these Chapter 11 Cases subject to the approval of this Court and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules of the United States Bankruptcy Court for the Northern District of Georgia, and the orders of this Court, on an hourly basis, plus reimbursement of actual necessary expenses and other charges incurred by Greenberg Traurig. Greenberg Traurig also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the Revised UST Guidelines, both in connection with this Application and the interim and final fee applications to be filed by Greenberg Traurig in these Chapter 11 Cases.

24. Generally, Greenberg Traurig's hourly rates are in the following ranges:

Professional	Hourly Rate
Shareholders	\$615–\$2,250
Of Counsel	\$550–\$1,975
Associates	\$350–\$1,220
Legal Assistants/Paralegals	\$140–\$655

36. The hourly rates for the attorneys primarily responsible for this matter range from \$1,250 to \$700.

25. Greenberg Traurig has explained to the Debtors that the hourly rates set forth above (a) are set at a level designed to fairly compensate Greenberg Traurig for its work and to cover fixed and routine overhead expenses, (b) are standard for work of this nature inside or outside bankruptcy, and (c) remain subject to periodic, firm-wide adjustments in the ordinary course of Greenberg Traurig's business.

26. It is Greenberg Traurig's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the client's case. The expenses charged to clients include, among other things, telecopier toll and other charges, mail and express mail charges, special or hand delivery charges, document processing, photocopying charges, travel expenses, expenses for working meals, computerized research, and transcription costs, as well as non-ordinary overhead expenses such as overtime for secretarial personnel and other staff. Greenberg Traurig will charge the Debtors' estates for these expenses in a manner and at rates consistent with charges made generally to Greenberg Traurig's clients outside of bankruptcy. Greenberg Traurig believes that these expenses should be fairly charged to the clients incurring them rather than to increase the hourly rates and spread the expenses among all clients.

27. In addition, Greenberg Traurig intends to seek compensation for all time and expenses associated with its retention in accordance with sections 330 and 331 of the Bankruptcy Code and any orders of this Court, including the preparation of this Application, this Declaration, and related documents, as well as any monthly fee statements or interim or final fee applications and related issues.

28. Pursuant to Part D1 of the Revised UST Guidelines, Greenberg Traurig hereby provides the following responses:

Questions Required by Part D1 of Revised UST Guidelines	Answer
Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement?	No.
Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case?	No.
If you represented the client in the 12 months prepetition, disclose your billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If your billing rates and material financial terms have changed postpetition, explain the difference and reasons for the difference	The material financial terms for the prepetition engagement remained the same, except that on January 1, 2025, Greenberg Traurig increased certain hourly rates in accordance with its historical practice and procedures.
Has your client approved your respective budget and staffing plan, and, if so, for what budget period?	The Debtors and Greenberg Traurig expect to develop a prospective budget and staffing plan, recognizing that in the course of these Chapter 11 Cases, there may be unforeseeable fees and expenses that will need to be addressed by the Debtors and Greenberg Traurig.

29. Other than as set forth herein, there is no proposed arrangement to compensate Greenberg Traurig. Greenberg Traurig has not shared, nor agreed to share, (a) any compensation it has received or may receive with any other party or person, other than with the shareholders, counsel, associates, and employees of Greenberg Traurig, or (b) any compensation another person or party has received or may receive.

**REQUEST FOR APPROVAL OF RETENTION OF GREENBERG TRAURIG
EFFECTIVE AS OF THE PETITION DATE**

30. Greenberg Taurig has also requested, and the Debtors have agreed, that Greenberg Taurig's retention be approved effective as of the Petition Date, in order to allow Greenberg Taurig to be compensated for the work it has performed and is expected to perform for the Debtors following the Petition Date but prior to the Court's consideration and approval of this Application. Under the circumstances, retroactive approval to the Petition Date is warranted.

31. By reason of the foregoing, I believe Greenberg Taurig is eligible for employment and retention by the Debtors pursuant to sections 327(a) of the Bankruptcy Code and applicable Bankruptcy Rules.

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

Dated: August 26, 2025

/s/ John D. Elrod

John D. Elrod
Shareholder

ATTACHMENT 1

LIST OF POTENTIALLY INTERESTED PARTIES

Debtors

Wellmade Floor Coverings International Inc.
Wellmade Industries MFR. N.A LLC

Nancie Schindler
Shannon Morris

Known Affiliates

Buyislander.com Technologies LLC
The Tigereye International Trading Co., Ltd
Wellmade Floor Industries Co. Ltd

Bankruptcy Judges/ND Georgia

Barbara Ellis-Monro
James R. Sacca
Jeffery W. Cavender
Lisa Ritchey Craig
Mary Grace Diehl
Paul M. Baisier
Paul W. Bonapfel
Sage M. Sigler

Current and Former Officers and Directors

Allen Ming Chen
Christy Wei
David Baker
George Zhu Chen
John P. Bradford
Richard Quinlan

Banks and Financial Institutions

American Express
Bank of America
Capital One
First Federal Bank
First Citizens Bank
JPMorgan Chase Bank
Northwest Bank
Synovus Bank
Umpqua

Owners

Allen Ming Chen
George Zhu Chen

Bankruptcy Court Staff/ND Georgia

Craig Raber
Jackie Cunningham
James Cornett
Jessica Leto
Kimberly Williams
Maresa Snow

Insurance Providers/Broker

EMC Insurance Companies
Hub International
Liberty Mutual Insurance

Mutual of Omaha
New York Life Insurance Company
Principal Life Insurance Company
Regence BlueCross BlueShield

Tennessee Department of Revenue
Utah Department of Revenue
Virginia Department of Taxation
Washington Department of Taxation

Bonds

American Alternative Insurance Corporation
U.S. Customs and Border Protection Agency

Other Local, State or Federal Authorities

Texas Comptroller of Public Accounts

**Local, State and Federal Taxing
Authorities**

Arizona Department of Revenue
Bartow County Community Development
Department
California Department of Revenue
Canada Revenue Agency
Colorado Department of Revenue
Florida Department of Revenue
Georgia Department of Revenue
Illinois Department of Revenue
Indiana Department of Revenue
IRS - Internal Revenue Service
Maryland Department of Assessments and
Taxation
Minnesota Department of Revenue
Ministere du Revenu QC
New Jersey Division of Taxation
New York
North Carolina Department of Revenue
Ohio Department of Revenue
Oregon Department of Revenue

Parties to Contracts/Vendors

48forty Solutions, LLC
ABF Freight
Allied Supplies Inc.
ANHUI SUNHOUSE FLOOR
TECHNOLOGY, CO., LTD
APEX MARITIME CO. (LAX), INC.
Arrow Exterminators Pest Control
Balance Printing
Buske Lines Inc.
C3 Technologies
Caylor Industrial Sales, Inc.
C&C Electrical Supply Company
Celigo, Inc.
Ceva Logistics LLC
CHAOHU VGREEN TIMBER CO., LTD.
CHEP USA
CINTAS Corporation No. 2
Costco
CYBIR
Dalton Fluid Power
Dennemeyer & Co, LLC
Diamond Line Delivery Systems

Elcor, Inc.	Maanshan Best Purchaser Import and Export
Empire Mouldings, Inc.	Trade Co. Ltd
Estes Express	Mandera Components, LLC (NW Bamboo
Faven	Trim)
FedEx	McMaster-Carr
FedEx Freight	Mexichem Specialty Resins, Inc.
FedEx Trade Networks	Millennium Pallets, LLC
Framerica Corporation	MS Industries
FREEMAN – International Surfaces Event	MTS Logistics Inc.
CP Corrugated LLC	NexAir
Grainger	NextGen Capital Markets, LLC
Graphic Information System Inc.	NFI LOGISTICS
Green Vibes Only	Old Dominion Freight Line, Inc.
Hapag-Lloyd (America) LLC	PCA
High Tech Crating, Inc.	PNC Equipment Finance
HONG KONG JIANGCHUAN TRADING	Precision Flooring Products Inc.
COMPANY LIMITED	Premier Propane, Inc.
HPC, Inc.	Professional Floor Inspection & Testing LLC
I4F Licensing NV	R+L Carries, Inc.
Imerys Carbonates USA, Inc.	Recruit Mate LLC
Industrial Constructions Services, Inc.	Reddaway
Industrial Repair Service	Rithum
Ingersoll-Rand Industrial U.S., Inc.	Roadrunner Transportation Services
IVC US LLC	Saif Corporation
John P. Bradford	Sherwin-Williams Company
Join-Win Consulting Group LLC	ShinHo Industry Corp.
Kodi New Material Company Limited	Shintech Incorporated
Lastique International Corp.	Sunbelt Rentals, Inc.
Lean Supply Solutions Inc.	Super Hibachi Buffet, Inc.
M&S LOGISTICS	Superior Plus Propane
	Syndigo LLC

System Scale Corporation
Tad-Chip Industrial Corp.
Tai Chan Colorful Press Industrial Co., Ltd
The Tigereye International Trading Co., Ltd
Thompson Safety LLC
Topocean Consolidation Service (LAX) Inc.
Total Talent Search, Inc.
Toyota Material Handling Systems
UL Verification Services Inc.
Unishippers
UPS
VIETNAM HENG LI NEW MATERIALS
CO. LTD
VIETNAM NAISE NEW MATERIALS
COMPANY LIMITED
VIETNAM YUNJIA DECORATION
MATERIAL COMPANY
Wage Works
Westlake Vinyls Inc.
Wexford International Inc.
Xfinity
XPO LTL
YRC Freight
Yschem New Materials Company
Zamma Corporation

Parties to Leases

Busch Drive B1 Owner, LLC
Verity Properties, Inc.

Professionals

Aurora Management Partners
Greenberg Traurig, LLP
Hilco Corporate Finance
Kurtzman Carson Consultants, LLC, dba
Verita Global

Lenders

AHF IC, LLC
AFCO Credit Corporation
Flooring Investments LLC
SummitBridge National Investments VIII
LLC

Counsel to Lenders

King & Spalding LLP
Rountree Leitman Klein & Geer, LLC

Litigation Claimants

Anthony Davis
Can Gen Han
Jiayi Chen a/k/a Morgan Chen
Jian Jun Lu
Weems Construction LLC
Yixiang Zhang
Yu Cong Liu

Litigation (Attorneys)

Clifton Larson Allen LLP
Davis Wright Tremaine LLP
Gilfillan Law LLC

Hall Booth Smith, P.C.
JacksonLewis
Robbins Litigation and Regulatory Law
Venable LLP

United States Trustee/Atlanta Office

Adriano O. Iqbal
Alan Hinderleider
Allison Cleary
Anne Cabrera
Beth Brown
Chevonne Ducille
David Weidenbaum
Deborah R. Jackson
Donavan Slack
Jonathan S. Adams
Lindsay Kolba
Lisa Smoot
Martin P. Ochs

Mary Ida Townson, U.S. Trustee
Michele Stephens-Taylor
R. Jeneane Treace, Assistant U.S. Trustee
Randal D. Ennever
Roslyn Dowdy
Roxana Peterson
Scarlett L. Aldaz
Tara Kelly

Utilities

Bartow Country Water Department
City of Cartersville
City of Tula
Georgia Power
NW Natural
Portland General Electric (PGE)
Republic Services
Republic Services (Allied Waste)
Ziply Fiber

ATTACHMENT 2

CLIENT MATCH LIST

Greenberg Traurig may currently represent or within the last three (3) years may have represented the following Potentially Interested Parties or persons or entities that may be related to or affiliated with the Potentially Interested Parties in matters unrelated to the Debtors and their Chapter 11 Cases.

Due to the similarity of names of certain entities and individuals, Greenberg Traurig has included on the Client Match List certain Parties in Interest that may be current or former clients or affiliates of current or former clients. Greenberg Traurig may amend this Attachment to remove clients/client affiliates that it discovers are not related to Parties in Interest. However, out of an abundance of caution and in the interest of providing timely disclosures, Greenberg Traurig has listed these parties herein.

All names marked with an asterisk (*) are individuals who are creditors of the Debtors. Greenberg Traurig has been unable to ascertain whether individual clients with the same names as such individual creditors are in fact the same individuals; however, its representation of such individual clients is not related to the Debtors or these Chapter 11 Cases.

Name of Entity Searched	Brief Description of Relationship
UPS	Greenberg Traurig represents UPS and its affiliates in matters unrelated to the Debtors.
48forty Solutions, LLC	Greenberg Traurig represents affiliates of this entity in matters unrelated to the Debtors.
American Express	Greenberg Traurig represents American Express and its affiliates in matters unrelated to the Debtors.
Anthony Davis*	Greenberg Traurig represents, or has represented, individuals with this name in matters unrelated to the Debtors.
Aurora Management Partners	Greenberg Traurig was previously asked to represent this entity in matters unrelated to the Debtors. Greenberg Traurig is not presently representing this entity.
Bank of America	Greenberg Traurig represents Bank of America and its affiliates in matters unrelated to the Debtors.

Capital One	Greenberg Traurig represents Capital One and its affiliates in matters unrelated to the Debtors.
Celigo, Inc.	Greenberg Traurig represents affiliates of this entity in matters unrelated to the Debtors.
Costco	Greenberg Traurig represents Costco and its affiliates in matters unrelated to the Debtors.
Dennemeyer & Co., LLC	Greenberg Traurig represents Dennemeyer & Co., LLC in matters unrelated to the Debtors.
First Citizens Bank	Greenberg Traurig represents First Citizens Bank in matters unrelated to the Debtors.
Grainger	Greenberg Traurig represents Grainger in matters unrelated to the Debtors.
Hapag-Lloyd (America) LLC	Greenberg Traurig represents Hapag-Lloyd (America) LLC in matters unrelated to the Debtors.
Hub International	Greenberg Traurig represents Hub International in matters unrelated to the Debtors.
JPMorgan Chase	Greenberg Traurig represents JPMorgan Chase and its affiliates in matters unrelated to the Debtors.
Liberty Mutual Insurance	Greenberg Traurig represents Liberty Mutual Insurance in matters unrelated to the Debtors.
Mutual of Omaha	Greenberg Traurig represents Mutual of Omaha in matters unrelated to the Debtors.
New York Life Insurance Company	Greenberg Traurig represents New York Life Insurance Company and its affiliates in matters unrelated to the Debtors.
Republic Services	Greenberg Traurig represents Republic Services and its affiliates in matters unrelated to the Debtors.

Sherwin-Williams	Greenberg Traurig represents Sherwin-Williams and its affiliates in matters unrelated to the Debtors.
Synovus Bank	Greenberg Traurig represents Synovus Bank and its affiliates in matters unrelated to the Debtors.
Umpqua Bank	Greenberg Traurig represents Umpqua Bank in matters unrelated to the Debtors.

Exhibit C

Baker Declaration

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In re:

WELLMADE FLOOR COVERINGS
INTERNATIONAL, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-58764

(Jointly Administered)

**DECLARATION OF DAVID BAKER IN SUPPORT OF APPLICATION OF THE
DEBTORS FOR ENTRY OF AN ORDER AUTHORIZING THE EMPLOYMENT AND
RETENTION OF GREENBERG TRAURIG, LLP AS COUNSEL FOR THE DEBTORS
AND DEBTORS IN POSSESSION, EFFECTIVE AS OF THE PETITION DATE**

I, David Baker, declare under penalty of perjury:

1. I am the Chief Restructuring Officer (“CRO”) of the above-captioned debtors and debtors in possession (collectively, the “Debtors”).

2. I submit this declaration (the “Declaration”) in support of the application (the “Application”) of the Debtors pursuant to sections 327(a), 328(a), 330 and 1107(b) of title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the “Bankruptcy Code”), Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and the *Second Amended and Restated General Order 26-2019, Procedures for Complex Chapter 11 Cases*, dated February 6, 2023 from the United States Bankruptcy Court for the Northern District of Georgia (the “Complex Case Procedures”), for entry of an order authorizing the retention and employment of the law firm of Greenberg Traurig, LLP (“Greenberg Traurig”) as counsel to the Debtors, effective as of the Petition Date.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Wellmade Industries MFR. N.A LLC (1058) and Wellmade Floor Coverings International, Inc. (8425). The mailing address for the Debtors for purposes of these chapter 11 cases is: 1 Wellmade Drive, Cartersville, GA 30121.

3. Except as otherwise noted, all facts in this Declaration are based on my personal knowledge of the matters set forth herein, information gathered from my review of relevant documents and information supplied to me by other members of the Debtors' management and the Debtors' advisors.

4. Greenberg Traurig is familiar with the Debtors' businesses and financial affairs. Greenberg Traurig has provided legal services to the Debtors since approximately May 2023 in connection with various matters, including corporate governance, litigation, and banking and finance advice. In addition, prior to the commencement of these Chapter 11 Cases, Greenberg Traurig assisted the Debtors in their negotiations with their secured creditors and other stakeholder groups, and in preparing for the filing of these Chapter 11 Cases. In these and other matters, Greenberg Traurig's professionals have worked closely with the Debtors' management and other professionals and, as a result, have become well acquainted with the Debtors' history, business operations, capital and corporate structure and related matters. Accordingly, Greenberg Traurig has developed substantial knowledge regarding the Debtors that will result in effective and efficient services in these Chapter 11 Cases.

5. In addition to Greenberg Traurig's knowledge of the Debtors, the firm has extensive experience and knowledge in the fields of debtor and creditor rights and business reorganizations under chapter 11 of the Bankruptcy Code. Therefore, Greenberg Traurig has the necessary resources and experiences to assist the Debtors in these Chapter 11 Cases and Greenberg Traurig's retention would be in the best interests of the Debtors, their estates, and their creditors.

6. Greenberg Traurig has informed the Debtors that its rates are (i) consistent between bankruptcy representations, including related transactional and litigation services, and (ii) the firm's standard hourly rates for work of this nature. Greenberg Traurig further informed the

Debtors that the firm operates in a national and regional marketplace for legal services in which rates are driven by multiple factors relating to the individual lawyer, his or her area of specialty, the firm's expertise, performance and reputation, the nature of the work involved and other factors.

7. The Debtors recognize that it is their responsibility to closely monitor the billing practices of their counsel to ensure that the fees and expenses paid by the estate remain consistent with the Debtors' expectations and the exigencies of these Chapter 11 Cases. Consistent with the Debtors' procedures and policies for reviewing fees of outside counsel, I intend to review the fees in these Chapter 11 Cases. The Debtors will communicate regularly with Greenberg Traurig to understand the fees and expenses that have been incurred.

8. Greenberg Traurig and the Debtors will develop a budget and staffing plan (the "Budget and Staffing Plan") for these Chapter 11 Cases that reflects: (a) the estimated number of hours and amount of fees that Greenberg Traurig will expend in the first three (3) months of the Debtors' Chapter 11 Cases and (b) the estimated type and number of Greenberg Traurig professionals and paraprofessionals needed to successfully represent the Debtors in these Chapter 11 Cases. As these Chapter 11 Cases continue to develop, Greenberg Traurig will work with the Debtors to revise the Budget and Staffing Plan as needed.

9. For the foregoing reasons, I believe Greenberg Traurig should be retained as the Debtors' counsel in these Chapter 11 Cases.

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

Dated: August 26, 2025

/s/ David Baker

David Baker

Chief Restructuring Officer of the Debtors
and Debtors in Possession