IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
Noble Supply & Logistics, LLC, *et al.*,	Case No. 26-11369 (CTG)
Debtors.[1]	(Jointly Administered)

DECLARATION OF DISINTERESTEDNESS OF VINSON & ELKINS LLP PURSUANT TO THE ORDER (I) AUTHORIZING DEBTORS TO RETAIN AND COMPENSATE PROFESSIONALS UTILIZED IN THE ORDINARY COURSE OF BUSINESS AND (II) GRANTING RELATED RELIEF

I, Alexander Canizares, declare under penalty of perjury:

1. I am a Partner of Vinson & Elkins, LLP, located at 2200 Pennsylvania Avenue NW, Suite 500 West, Washington, DC 20037 (the "Firm"). I submit this declaration pursuant to the *Order (I) Authorizing Debtors to Retain and Compensate Professionals Utilized in the Ordinary Course of Business and (II) Granting Related Relief* [Docket No. 217] (the "OCP Order").[2]

2. The above-captioned debtors and debtors-in-possession (collectively, the "Debtors"), have requested that the Firm provide the Debtors representation in a government investigation arising out of a Defense Logistics Agency contract for certain supplies (the "Investigation"), and the Firm has agreed to provide such representation. The Firm has represented and advised the Debtors with respect to the Investigation, since April 2025.

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Noble Supply & Logistics, LLC (7926); COTS Solutions, LLC (4477); Federal Resources Supply Company, LLC (3636); FRS Holdings, LLC (2327); K.D. Analytical Consulting, LLC (6637); KDA Acquisition, LLC (5870); Noble Defense Corporation (N/A); Noble Equity Holdings, LLC (0851); Noble.com, LLC (4712); Noble Mission Support, LLC (7908); and Tactical & Survival Specialties, LLC (2266). The location of the Debtors' principal place of business and the Debtors' service address in these chapter 11 cases is 1 Marina Park Drive, Suite 220, Boston, MA 02210.

[2] Capitalized terms used but not defined herein have the meanings ascribed to them in the OCP Order.

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3. The Firm hereby confirms that, to the best of its knowledge and belief, it may have performed services in the past, may currently perform services, and may perform services in the future in matters unrelated to the Chapter 11 cases for persons that are parties in interest in the Debtors' Chapter 11 cases. The Firm further confirms that, to the best of its knowledge and belief, it does not perform services for any such person relating to the Chapter 11 cases, or have any relationship with any such person, its attorneys, or its accountants that would be adverse to the Debtors or their estates.

4. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants, and parties in interest in these Chapter 11 cases.

5. Neither I nor any principal, partner, director, or officer of, or professional employed by, the Firm 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 principal and regular employees of the Firm.

6. Neither I nor any principal, partner, director, or officer of, or professional employed by, the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which the Firm is to be employed. Pursuant to Federal Rule of Bankruptcy Procedure 2014(a), I obtained a list of interested parties (the "Interested Parties List") attached hereto as **Exhibit 1** from counsel to the Debtors which includes the Debtors, their creditors, other parties in interest, and certain professionals employed in the Chapter 11 Cases (the "Interested Parties") and directed that a search be conducted for any connections between the Firm and the Interested Parties. The Firm's review of such Interested Parties identified connections with the Interested Parties, including current and prior

representations, all in unrelated matters, listed on **Exhibit 2** attached hereto (the "Client Match List").

7. Since August 30, 2025, the Firm has been paid $172,712.00 by the Debtors in respect of services rendered to the Debtors. In addition, the Firm has rendered services that have not yet been billed or that have been billed but with respect to which payment has not yet been received. The Firm is currently owed $51,512.00 for prepetition services.

8. As of the Petition Date, the Firm was not party to an agreement for indemnification with the Debtors.

9. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

10. To the best of my knowledge, formed after due inquiry, neither I nor any professional employed by the Firm is a relative of the United States Bankruptcy Judge assigned to these Chapter 11 cases, and the Firm does not have any connection with the United States Bankruptcy Judge, the Office of the United States Trustee for the District of Delaware (the "U.S. Trustee"), or any person employed by the U.S. Trustee that would render the Firm's retention in these Chapter 11 cases improper.

11. V&E's current hourly rates, subject to change from time to time, range from $1,700 to $2,695 per hour for partners, $1,550 to $2,245 per hour for counsel, $920 to $1,580 per hour for associates, and $645 to $685 per hour for paraprofessionals and other timekeepers. V&E has agreed to a discount of its fees for this engagement, consistent with V&E's historical fee arrangement with the Debtors. My current hourly rate for this matter, subject to change from time

to time, is $1,021.00. In the normal course of business, the Firm revises its regular hourly rates and advises that, effective in January of each year, the aforementioned rates will be revised to the hourly rates that will be in effect at that time.

12. The Firm keeps in the ordinary course of business time records in one-tenth-of-an-hour increments.

13. I understand the limitations on compensation and reimbursement of expenses under the OCP Order. Specifically, the Firm understands that in the event its compensation and expenses exceed the OCP Cap, the Firm will be required to file with the Court a fee application for approval of its compensation and expenses.

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

Date: October 20, 2026

/s/ Alexander Canizares
Alexander Canizares

Exhibit 1

Potential Parties in Interest

Debtor Entities
COTS Solutions, LLC
Federal Resources Supply Company, LLC
FRS Holdings, LLC
K.D. Analytical Consulting, LLC
KDA Acquisition, LLC
Noble Defense Corporation
Noble Equity Holdings, LLC
Noble Supply & Logistics, LLC
Noble.com, LLC
Tactical & Survival Specialties, LLC
Noble Mission Support, LLC

Debtor Trade Names & Aliases
Noble Supply & Logistics, Inc.
Tactical & Survival Specialties, Inc.
Noble Sales Co., Inc.
Federal Resources
Federal Resources Supply Co.
TSSi
TSSI
Tactical & Survival Specialties, Inc.
KD Analytical Consulting, Inc.
Noble

Non-Debtor Affiliates
Noble Holdco, Inc.

Current and Former Directors & Officers
Tom Noble
Gary Campbell
Gerry Haines
Patrick McGrath
Stacy Williamson
Michelle Skubic
Mike Warell
Stephen Szejner
Bob McGill
Tom Noble Sr

Banks
JPMorgan Chase Bank, N.A.

Insurance Providers, Sureties, Letter of Credit Issuers
Federal Insurance Company

Falvey Cargo Underwriting
Great American Insurance Company
Zurich American Insurance Company
Columbia Casualty Company
Vantage Risk Specialty Insurance Company
ACE American Insurance Company
Sompo
RLI Insurance Company
AXIS Insurance Company
The Guardian Insurance & Annuity Company, Inc.
Lockton Companies, LLC
Cobbs Allen Capital, LLC
Managed Wealth Strategies, LLC

Landlords
Scannell Properties #402, LLC
Sealy Commercial Drive, LLC
Expedition III, L.L.C.
TLC Worldwide Logistics, LLC
CLPF One Marina Park Drive LLC
Shirley Venture #1 Limited Partnership
Walde Management, LLC
3900 Early LLC
Bluegrass Station Division
Hamann Svenja
Alexander & Benedikt Schafer
LEQUIOS Asset Management Co Ltd.

Utility Providers
Northcentral Electric Cooperative
Olive Branch Gas Utility
Eversource
Dominion Energy Virginia
Washington Gas Light
Bci Mississippi Broadband DBA Maxxsouth Broadband
Vodafone GmbH
Cable One
Comcast
Segra
Verizon

Top 100 Vendor by Spend
3M Personal Safety Division DBA Scott Safety
Advon Systems, LLC
Aegis Integrations GmbH
Aetna

Altagrove, LLC
American Engineering Corporation
American Engineering Corporation (USD)
Anacapa Micro Products, Inc.
ATS Industrial, Inc.
Avon Protection Systems
Bering Straits Native Corp. DBA Arcticom, LLC
Berkeley Research Group, LLC (BRG)
Big Top Manufacturing Inc.
Blauer Manufacturing
Blue Force Gear, Inc.
Brian Crosby DBA Cronos LLC
Brooks Building Solutions, Inc.
C3.ai, Inc.
Carahsoft Technology Corporation
Caterpillar
Chelton Limited
Combat Weapon Storage Systems (VITALVALT)
Continental Heavy Civil Corp.
Crestwood Technology Group, LLC
Crown Point Systems, Inc.
CTG Federal LLC
Cykor
Do It Best Corp.
Echelon International LLC
Encompass Supplies
EST Companies, LLC
Expeditors Int'l GmbH
FCN, Inc.
FLIR Unmanned Ground Systems, Inc.
Gateway Contracting, Inc.
GJB and Associates LLC
Golden Star Technology, Inc.
Gustavson Group SP Z.O.O.
Harrell's Mechanical Inc.
Hentzen Coatings, Inc.(ANAD Consign Only)
Hot & Cold Plumbing Supply (K.R. Campbell Inc.)
Howland Pump Supply
Hugus, Inc.
Impres Technology Solutions, Inc.
Indian Aerospace, Inc.
Ir-Lock LLC
J.F. Taylor, Inc.
Janson Communications, Inc.
JDI Integrations LLC
KI System Co., Ltd.

L3 Harris Global Technologies
Laser Shot
Leidos, Inc- CA
Lockheed Martin Rotary and Mission Systems
Lockton
Logistica Solutions USA, Inc.
Massif (Samtech)
MKS Instruments, Inc.
Motorola Government
Mountain Horse, LLC
MSA, LLC
Night Vision Devices, Inc.
nVision (EURO)
nVision (USD)
Paragon Micro Inc.
Persistent Systems
Pixels on Target, LLC
Quantico Tactical
RAE Systems, Inc.
Rapiscan Systems
Raytheon Company
Republic Capital Access #2 (RCA)
Revision Military Ltd.
Rich Global Solutions GmbH
Rigaku Analytical Devices Inc.
S&B Inc. DBA WG Henschen (Abound)
Safe Structure Designs (D)
Safran Defense & Space Inc.
SCIF Solutions, Inc.
SharpLogixx, LLC
Sigma Defense Systems, LLC
Snap-on Industrial Gov/Fed
Stellar Solutions
Sterling Computers Corporation
TD Synnex Corporation
TDI LLC DBA ZP Solutions
Tecmotiv (USA), Inc.
Teledyne FLIR Defense, LLC
Texas Fire Services, LLC
Thermo Scientific Portable Analytical Instruments Inc. PAI
Thin Air Gear, LLC
TommyTQL LLC
United States Treasury
UTS Systems
Van & Smith Co., Inc.
Vectornav Technologies, LLC

Wabtec Inspection Tech - (Evident Scientific)
Weatherproofing Technologies Inc.
Wescam Inc.
World Wide Technology, LLC

Members of the U.S. Trustee's Office

Andrew R. Vara
Benjamin Hackman
Christine Green
Denis Cooke
Diane Giordano
Dion Wynn
Edith A. Serrano
Elizabeth Thomas
Fang Bu
Hannah M. McCollum
Holly Dice
James R. O'Malley
Jane Leamy
Jonathen Lipshie
Jonathen Nyaku
Joseph Cudia
Joseph McMahon
Juliet Sarkessian
Lauren Attix
Linda Casey
Linda Richenderfer
Michael Panacio
Nyanquioi Jones
Ramona Harris
Richard Schepacarter
Rosa Sierra-Fox
Shakima L. Dortch

Potential 363 Bidders



[redacted]

Benefits Providers

Fidelity Investments
Aegis
The Hartford Group Benefits

Taxing Authorities

Alabama Department of Revenue; Legal Division (Bankruptcy Section)
Arizona Attorney General's Office; Bankruptcy & Collections Enforcement (BCE)
Arkansas Department of Finance and Administration; Office of Revenue Legal Counsel
California Franchise Tax Board; Business Bankruptcy (MS A345)
Connecticut Office of the Attorney General; Bankruptcy Division
Delaware Division of Revenue; Bankruptcy Service, Attn: MS #25
DC Office of Tax and Revenue; Compliance Administration, Collection Division
Georgia Department of Revenue; Central Collection Section (Bankruptcy)
Hawaii Department of Taxation; Bankruptcy Unit
Idaho State Tax Commission; Bankruptcy Unit
Illinois Department of Revenue; Bankruptcy Unit
Indiana Department of Revenue; Bankruptcy Section, MS 108
Iowa Attorney General's Office; Bankruptcy Unit
Kansas Department of Revenue
Kentucky Department of Revenue; Legal Support Branch, Bankruptcy
Louisville Metro Revenue Commission
Louisiana Department of Revenue; Bankruptcy Section
Maine Revenue Services; Compliance Division
Comptroller of Maryland; Bankruptcy Unit
Massachusetts Department of Revenue; Collections Bureau / Bankruptcy Unit
Minnesota Department of Revenue; Collection Division
Mississippi Department of Revenue; Bankruptcy Section
Missouri Department of Revenue; Bankruptcy Unit, General Counsel's Office
Montana Department of Revenue; Bankruptcy Unit
Nebraska Department of Revenue; Bankruptcy Unit
New Hampshire Department of Revenue Administration
New Jersey Division of Taxation; Bankruptcy Unit
New Mexico Taxation and Revenue Department; Bankruptcy Section
New York State Department of Taxation and Finance; Bankruptcy Section
NYC Department of Finance; Office of Legal Affairs
North Carolina Department of Revenue; Bankruptcy Unit
North Dakota Office of State Tax Commissioner
Ohio Department of Taxation; Bankruptcy Division
Oklahoma Tax Commission
Oregon Department of Revenue; Bankruptcy Unit
Pennsylvania Department of Revenue; Bankruptcy Division
City of Philadelphia Department of Revenue; Law Department, Bankruptcy Unit

Rhode Island Division of Taxation
South Carolina Department of Revenue; Office of General Counsel
Tennessee Attorney General and Reporter; Bankruptcy Division, Public Protection Section
Texas Comptroller of Public Accounts; Revenue Accounting Division, Bankruptcy Section
Utah State Tax Commission
Vermont Department of Taxes
Virginia Department of Taxation; Bankruptcy
West Virginia State Tax Department; Legal, Bankruptcy Unit
Wisconsin Department of Revenue; Special Procedures Unit
Guam Department of Revenue and Taxation; Taxpayer Services Division
Internal Revenue Service; Centralized Insolvency Operation

Debtors' Professionals
Kirkland & Ellis LLP
Cole Schotz, P.C.
Portage Point Partners, LLC
Triple P TRS, LLC
Verita Global

Lender Professionals
Otterbourg P.C.
McDermott Will & Schulte LLP
Arnold & Porter Kaye Scholer LLP
King & Spalding LLP
Young Conaway Stargatt & Taylor, LLP

Administrative Agents, Lenders, & Lien Parties
Prudential (PGIM)
The TCW Group, Inc.
JPMorgan Chase Bank, N.A.
Blue Torch Capital
Alter Domus

Litigation Counterparties
U.S. Department of Justice — Civil Division
U.S. Department of Justice — Antitrust Division
Defense Logistics Agency (DLA)
Shaelyn Washburn
SupplyCore Inc.
United States of America
Logistic Services International, Inc. d/b/a LSI, Inc.
David Loeser
Thomas Noble, III
Federal Resources Supply Company, LLC
U.S. General Services Administration
U.S. Department of the Navy

Top 30 Unsecured Creditors
Mountain Horse, LLC
Thermo Scientific Portable Analytical Instruments Inc.
Blue Torch Capital
Gjb And Associates LLC
Brooks Building Solutions, Inc.
Tecmotiv (Usa), Inc.
Bluehalo LLC
Rigaku Analytical Devices Inc.
Logistic Services International, Inc.
Weatherproofing Technologies Inc.
Crestwood Technology Group, LLC
S&B Inc. DBA Wg Henschen
Continental Heavy Civil Corp.
Kamikita Kensetsu Co., Ltd.
Metrea Advanced Signals LLC
Epoch Concepts
Jdi Integrations LLC
K.R. Campbell Inc. DBA Hot & Cold Plumbing Supply
Technology Service Corporation
Fcn, Inc.
J.F. Taylor, Inc.
Ryo Enterprise.Co.Ltd
L3 Harris Global Technologies
Sonicare Solutions Inc.
Persistent Systems
World Micro Inc.
Aegis Integrations GmbH
Raytheon Company
Northrop Grumman Systems Corporation
Ultra Electronics Tcs Inc.

Bankruptcy Judges
Chief Judge Karen B. Owens
Judge Brenden L. Shannon
Judge Craig T. Goldblatt
Judge J. Kate Stickles
Judge Laurie Selber Silverstein
Judge Mary F. Walrath
Judge Thomas M. Horan

Courtroom Deputies
Al Lugano
Amanda Hrycak
Cacia Batts

Claire Brady
Danielle Gadson
Demitra Yeager
Jill Walker
Laura Haney
Laurie Capp
Lora Johnson
Marquietta Lopez
Nickita Barksdale
Nikki Washington
Paula Subda
Rachel Bello
Stephen L. Grant
Xavier Hunt

Significant Customers
Defense Logistics Agency (DLA)
General Services Administration (GSA)
Mountain Horse Solutions
United States Postal Service (USPS)
U.S. Department of State
Army Contracting Command (ACC-DTA)
U.S. Navy
Securitas Technology
Federal Bureau of Investigation (FBI)
U.S. Department of Homeland Security / Immigration and Customs Enforcement (ICE)
U.S. Drug Enforcement Administration (DEA)
U.S. Secret Service (USSS)
Washington Metropolitan Area Transit Authority (WMATA)
Arcticom
U.S. Army Corps of Engineers, Engineer Research and Development Center (ERDC)
Department of National Defence
U.S. Air Force

Committee Members
BlueHalo Labs, LLC
Brooks Building Solutions, Inc.
Brown Rudnick LLP
Continental Heavy Civil Corp.
FTI Consulting, Inc.
Logistic Service International, Inc.
Morris James LLP
Statz Corporation
Tecmotive (USA), Inc.
Supliaeros USA LLC d/b/a Aero Supply USA

Exhibit 2

Client Match List

Client Match List

Party[1]	Relationship to Debtors	Relationship to V&E[2]
Federal Resources Supply Company, LLC	Debtors	Current Client or Affiliate of Current Client
Noble Supply & Logistics, LLC	Debtors	Current Client or Affiliate of Current Client
JPMorgan Chase Bank, N.A.	Banks	Current Client or Affiliate of Current Client
Federal Insurance Company	Insurance Providers, Sureties, Letter of Credit Issuers	Former Client or Affiliate of Former Client
Ace American Insurance Company	Insurance Providers, Sureties, Letter of Credit Issuers	Current Client or Affiliate of Current Client
Sompo	Insurance Providers, Sureties, Letter of Credit Issuers	Current Client or Affiliate of Current Client
RLI Insurance Company	Insurance Providers, Sureties, Letter of Credit Issuers	Former Client or Affiliate of Former Client
AXIS Insurance Company	Insurance Providers, Sureties, Letter of Credit Issuers	Former Client or Affiliate of Former Client
Dominion Energy Virginia	Utility Providers	Current Client or Affiliate of Current Client
Washington Gas Light	Utility Providers	Current Client or Affiliate of Current Client
Caterpillar	Top 100 Vendor by Spend	Former Client or Affiliate of Former Client
L3 Harris Global Technologies	Top 100 Vendor by Spend	Current Client or Affiliate of Current Client
Lockheed Martin Rotary and Mission Systems	Top 100 Vendor by Spend	Current Client or Affiliate of Current Client

[1] In certain instances, the precise identity of a party in interest was not readily ascertainable (*e.g.*, only a trade name or a portion of the name was known). Solely for purposes of this Declaration, and out of an abundance of caution, such party was treated as including affiliates and/or other entities bearing a similar name unless such potential party in interest was believed by V&E counsel to be unrelated.

[2] Where a party is listed as a current client or affiliate of a current client, it is not also listed as a former client or affiliate of a former client, even if closed matters for such party may also exist. Additionally, where a party has been listed in this schedule as having a particular relationship to the Debtors, such party is only listed once even if it also fits a separate category so as to avoid duplication.

As referenced in this **Exhibit 2**, the term "current client" means an entity listed in V&E's conflicts system regarding which there are one or more open matters. As referenced in this **Exhibit 2**, the term "former client" means an entity listed in V&E's conflicts system regarding which there are no open matters and regarding which one or more matters were closed within the 36 months preceding the Petition Date. Whether an actual client relationship exists can only be determined by reference to the documents governing V&E's representation rather than its potential listing in V&E's conflicts search system. As a general matter, V&E does not disclose connections if there are no open matters for an entity and any closed matters were closed more than 36 months before the Petition Date. For the avoidance of doubt, time cannot be recorded in V&E's system to any closed matter.

Motorola Government	Top 100 Vendor by Spend	Current Client or Affiliate of Current Client
TDI LLC DBA ZP Solutions	Top 100 Vendor by Spend	Former Client or Affiliate of Former Client
[redacted]	Potential 363 Bidders	Current Client or Affiliate of Current Client
[redacted]	Potential 363 Bidders	Former Client or Affiliate of Former Client
Fidelity Investments	Benefits Providers	Former Client or Affiliate of Former Client
The Hartford Group Benefits	Benefits Providers	Former Client or Affiliate of Former Client
New Jersey Division of Taxation; Bankruptcy Unit	Taxing Authorities	Former Client or Affiliate of Former Client
Ohio Department of Taxation; Bankruptcy Division	Taxing Authorities	Former Client or Affiliate of Former Client
Texas Comptroller of Public Accounts; Revenue Accounting Division, Bankruptcy Section	Taxing Authorities	Current Client or Affiliate of Current Client
Prudential (PGIM)	Administrative Agents, Lenders, & Lien Parties	Former Client or Affiliate of Former Client
United States of America	Litigation Counterparties	Current Client or Affiliate of Current Client
Metrea Advanced Signals LLC	Top 30 Unsecured Creditors	Current Client or Affiliate of Current Client