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Jason M. Rudd, Tex. Bar No. 24028786
Scott D. Lawrence, Tex. Bar No. 24087896
WICK PHILLIPS GOULD & MARTIN, LLP
3131 McKinney Avenue, Suite 500
Dallas, Texas 75204
Phone: (214) 692-6200
Email: jason.rudd@wickphillips.com
scott.lawrence@wickphillips.com

Adam R. Prescott (admitted *pro hac vice*)
Sam Anderson (admitted *pro hac vice*)
BERNSTEIN SHUR SAWYER & NELSON, PA
100 Middle Street, PO Box 9729
Portland, ME 04104
Phone: (207) 774-1200
Email: aprescott@bernsteinshur.com
sanderson@bernsteinshur.com

COUNSEL FOR VERVENT, INC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re:	)	Chapter 7
TRICOLOR HOLDINGS, LLC, *et al.*,[1]	)	Case No. 25-33487 (MVL)
Debtors.	)	

VERVENT, INC.'S THIRD MOTION TO CONTINUE EFFECTIVENESS OF INTERIM PROCEDURES FOR INVOICING, PAYMENT, AND RECONCILIATION OF SERVICER FEES AS TO CONTESTED AND CLEAN ACCOUNTS

NO HEARING WILL BE CONDUCTED HEREON UNLESS A WRITTEN RESPONSE IS FILED WITH THE CLERK OF THE UNITED STATES BANKRUPTCY COURT AT 1100 COMMERCE STREET, RM 1254, DALLAS, TX 75242 BEFORE CLOSE OF BUSINESS ON OCTOBER 21, 2026, WHICH IS AT LEAST 21 DAYS FROM THE DATE OF SERVICE HEREOF.

ANY RESPONSE SHALL BE IN WRITING AND FILED WITH THE CLERK, AND A COPY SHALL BE SERVED UPON COUNSEL FOR THE MOVING PARTY PRIOR TO THE DATE AND TIME SET FORTH HEREIN. IF A RESPONSE IS FILED A HEARING MAY BE HELD WITH NOTICE ONLY TO THE OBJECTING PARTY.

IF NO HEARING ON SUCH NOTICE OR MOTION IS TIMELY REQUESTED, THE RELIEF REQUESTED SHALL BE DEEMED TO BE UNOPPOSED, AND THE COURT MAY ENTER AN ORDER GRANTING THE RELIEF SOUGHT OR THE NOTICED ACTION MAY BE TAKEN.

[1] The Debtors in these chapter 7 cases are as follows: Tricolor Holdings, LLC, TAG Intermediate Holding Company, LLC, Tricolor Auto Group, LLC, Tricolor Auto Acceptance, LLC, Tricolor Insurance Agency, LLC, Tricolor Home Loans LLC dba Tricolor Mortgage, Tricolor Real Estate Services, LLC, TAG California Holding Company, LLC, Flexi Compras Autos, LLC, TAG California Intermediate Holding Company, LLC, Tricolor California Auto Group, LLC, Tricolor California Auto Acceptance, LLC, Risk Analytics LLC, Tricolor Tax, LLC, Tricolor Financial, LLC, Tricolor Auto Receivables LLC, Tricolor Asset Funding, LLC, and Apoyo Financial, LLC.

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Vervent, Inc. ("**Vervent**"), respectfully files this third motion (the "**Third Motion to Extend**") for entry of an order (the "**Proposed Order**") further extending the effectiveness of the *Order Granting Vervent, Inc.'s Motion to Establish Interim Procedures for Invoicing, Payment, and Reconciliation of Servicer Fees as to Certain Contested and Clean Accounts* [Docket No. 785] (as previously extended, the "**Interim Fee Order**"), which granted *Vervent, Inc.'s Motion to Establish Interim Procedures for Invoicing, Payment, and Reconciliation of Servicer Fees as to Certain Contested and Clean Accounts* (the "**Interim Fee Motion**") [Docket No. 644], for an additional approximately 90 days, from September 30, 2026, through and including December 31, 2026. In support of this Third Motion to Extend, Vervent represents as follows:

JURISDICTION AND VENUE

1. The Court has jurisdiction to consider the Third Motion to Extend pursuant to 28 U.S.C. §§ 157 and 1334 and the *Order of Reference of Bankruptcy Cases and Proceedings Nunc Pro Tunc* dated August 3, 1984, entered by the United States District Court for the Northern District of Texas. This matter is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and the Third Motion to Extend in this district is proper under 28 U.S.C. §§ 1408 and 1409.

BACKGROUND

2. On September 10, 2025 (the "**Petition Date**"), the Debtors each commenced a case by filing a petition for relief under chapter 7 of the Bankruptcy Code (the "**Chapter 7 Cases**"). The Chapter 7 Cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b), and Local Rule 1015-1.

3. The Office of the United States Trustee for Region 6 has appointed Anne Elizabeth Burns as the trustee over the Chapter 7 Cases (the "**Trustee**").

4. Prior to the Petition Date, Vervent was engaged as the backup servicer under certain servicing agreements, including agreements in which debtor Tricolor Auto Acceptance, LLC

("**TAA**") was the primary servicer. See Interim Fee Order, ¶ A. Due to various prepetition defaults, TAA was terminated as servicer under certain of these servicing agreements prior to the Petition Date, and Vervent was appointed as successor servicer as to certain portfolios. See Interim Fee Order, ¶ A.

5. Since the Petition Date, several other parties have executed servicer agreements with Vervent, and Vervent is now the contracted servicer for substantially all of the Tricolor portfolio. See Interim Fee Order, ¶ B. In its capacity as successor servicer under the various servicer agreements, Vervent manages and services the loans and receives into collection accounts funds remitted by borrowers with respect to various pools of receivables. See Interim Fee Order, ¶ C.

6. Those services (collectively, the "**Services**") provided by Vervent pursuant to the various servicing agreements (the "**Servicer Agreements**") generally include, without limitation: (a) manage, service, administer, and make collections on certain loan receivables originated by the Debtors (the "**Receivables**"); (b) collect and consolidate funds remitted by borrowers with respect to the Receivables and respond to borrower inquiries related to the Receivables; (c) collect, transport, and dispose or repurpose collateral related to the Receivables, including via vehicle GPS information and repossession from Debtor-owned premises, including the utilization of the collection accounts; (d) investigate delinquencies related to the Receivables; (e) provide collection and repossession services in the event of borrower defaults related to the Receivables; (f) utilize the Debtors' brand identities and company names to accomplish the services; (g) with respect to the Receivables, manage and maintain electronic and physical data of the Debtors to accomplish the services, including via web domains owned or operated by the Debtors; and (h) communicate and contract with and pay vendors, contractors, suppliers, and creditors of the Debtors or other

third parties to accomplish the services. See Interim Fee Order, ¶ C.

7. Vervent filed the Interim Fee Motion on January 12, 2026. As explained in the Interim Fee Motion and supported by the evidence presented at the hearing on the Interim Fee Motion, "[s]ince October 1, 2025, Vervent has been providing the Services as to the TriColor auto loan accounts (collectively, the "**Accounts**"), including while ownership and collateral mapping as to such Accounts is being finalized and determined across the various silos (including loans that may or may not be property of the estates)." Interim Fee Order, ¶ E.

8. In particular, Vervent is actively servicing Accounts that, once a final determination is made, are anticipated to be the collateral of certain customers of Vervent, including the following: Wilmington Trust, National Association (in its capacity as indenture trustee under each of the Securitizations[2] and together with any successor indenture trustee under any Securitization, the "**Indenture Trustee**"), JPMorgan Chase Bank, N.A., Fifth Third Bank, National Association, Origin Bank, Ares, and the Trustee (collectively, the "**Customers**").[3]

9. The Interim Servicer Fee Procedures were designed to address the invoicing and payment for Services being provided by Vervent across Contested Accounts and to-be-determined Clean Accounts (each term as defined in the Interim Fee Order), with full tracking, reporting, and reconciliation. See Interim Fee Order, ¶¶ F & G.

10. Further, the Interim Servicer Fee Procedures were originally date-limited to October 1, 2025, through March 31, 2026. See Interim Fee Order, ¶ 3(a) & (p); ¶ 5. On April 17, 2026, Vervent filed its *Motion to Continue Effectiveness of Interim Procedures for Invoicing, Payment, and Reconciliation of Servicer Fees as to Contested and Clean Accounts* [Docket No.

[2] "**Securitization**" means each series of asset backed notes issued by certain non-Debtor subsidiaries of Tricolor Holdings, LLC.

[3] The Indenture Trustee is a separate customer in its capacity as indenture trustee under each of the Securitizations.

1076] (the "**First Extension Motion**"). The First Extension Motion sought to extend the Interim Servicer Fee Procedures through June 30, 2026. Following a hearing, this Court entered an order [Dkt. No. 1251] (the "**First Extension Order**") extending the Interim Servicer Fee Procedures through June 30, 2026.

11. In anticipation of expiration of the relief under the First Extension Order, on June 25, 2026, Vervent filed its *Second Motion to Continue Effectiveness of Interim Procedures for Invoicing, Payment, and Reconciliation of Servicer Fees as to Contested and Clean Accounts* [Docket No. 1280] (the "**Second Extension Motion**"). The Second Extension Motion sought to extend the Interim Servicer Fee Procedures through September 30, 2026. On July 20, 2026, this Court entered its order [Dkt. No. 1330] (the "**Second Extension Order**") extending the Interim Servicer Fee Procedures through September 30, 2026.

RELIEF REQUESTED

12. By this Third Motion to Extend, Vervent seeks entry of the Proposed Order extending the Interim Servicer Fee Procedures for an additional approximately 90 days, through and including December 31, 2026.

BASIS FOR RELIEF

13. Since entry of the Interim Fee Order, including during the period covered by the First Extension Order and the Second Extension Order, Vervent has continued to perform the Services on behalf of, and for the benefit of, the Customers, and Vervent has received interim servicer fee payments through August 2026 in accordance with the Interim Fee Order.

14. The factual determinations underpinning this Court's granting of the Interim Fee Motion remain virtually identical today as they did when the Interim Servicer Fee Procedures were first established. Specifically, there are still "Contested Accounts" that Vervent is servicing. And it remains true today that "Vervent's ability to continue servicing the applicable loans and to

otherwise provide the servicer duties under the servicing agreements during these Chapter 7 Cases is essential to protecting the interests of all parties and the estates, including the lenders and consumer borrowers." Interim Fee Order, ¶ C. Further, for the same reasons supporting the original relief, Vervent submits that the solution "[t]o address this situation and facilitate payments to Vervent in a fair and transparent manner" is for the Court to extend the existing "interim repayment structure to facilitate the payment of minimum servicer fees to Vervent, with a full tracking, reporting, and reconciliation of all such fees[.]" Interim Fee Order, ¶ F.

15. Accordingly, given the (a) lack of material change to the status quo since entry of the Interim Fee Order, and (b) Vervent's ongoing Services to the benefit of the Customers, the estates, and other parties-in-interest, Vervent requests that this Court extend the effectiveness of the Interim Servicer Fee Procedures by an additional approximately 90 days on the basis that the extension "of such fee procedures, while the reconciliation of Accounts is ongoing, is fair and equitable given the breadth of Vervent's services to date[.]" Interim Fee Order, ¶ G.

NOTICE

16. Notice of this Third Motion to Extend will be provided to: (a) the U.S. Trustee, (b) the Customers, (c) the Indenture Trustee and advisors to the Securitization noteholders, and (d) those parties who have requested notice pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested, Vervent submits that no other or further notice need be given.

WAIVER OF ANY APPLICABLE STAY

17. Vervent seeks a waiver of any stay of the effectiveness of the order granting this Third Motion to Extend. Pursuant to Bankruptcy Rule 6004(h), any "order authorizing the use, sale, or lease of property other than cash collateral is stayed until the expiration of 14 days after entry of the order, unless the court orders otherwise." Vervent submits that the relief requested in

this Third Motion to Extend is necessary to avoid immediate and irreparable harm to Vervent and the estates for the reasons set forth herein. Accordingly, Vervent submits that cause exists to justify a waiver of the 14-day stay imposed by Bankruptcy Rule 6004(h), to the extent applicable.

PRIOR REQUESTS

18. This is Vervent's third request to extend the relief granted under the Interim Fee Order, as described above.

STATEMENT REGARDING MEET AND CONFER

19. Prior to filing this Third Motion to Extend, Vervent informed the Customers of its intent to seek the relief herein. Vervent is not aware of any opposition to the relief requested in this Third Motion to Extend, although Vervent notes that various parties have reserved rights regarding prior requests for similar relief, and the same rights will remain reserved if the Proposed Order is entered.

WHEREFORE, Vervent respectfully requests entry of the Proposed Order, granting the relief requested herein and such other and further relief as may be just and proper.

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Dated: September 30, 2026

Respectfully submitted,

/s/ Scott D. Lawrence

Jason M. Rudd, Tex. Bar No. 24028786
Scott D. Lawrence, Tex. Bar No. 24087896
WICK PHILLIPS GOULD & MARTIN, LLP
3131 McKinney Avenue, Suite 500
Dallas, Texas 75204
Phone: (214) 692-6200
Email: jason.rudd@wickphillips.com
scott.lawrence@wickphillips.com

Adam R. Prescott (admitted *pro hac vice*)
Sam Anderson (admitted *pro hac vice*)
BERNSTEIN SHUR SAWYER & NELSON, PA
100 Middle Street, PO Box 9729
Portland, ME 04104
Phone: (207) 774-1200
Email: aprescott@bernsteinshur.com
sanderson@bernsteinshur.com

COUNSEL FOR VERVENT, INC.

CERTIFICATE OF SERVICE

The undersigned certifies that a true and correct copy of the foregoing document was served on September 30, 2026 by the Court's ECF noticing system on all parties that consent to such service via electronic filing.

/s/ Scott D. Lawrence
Scott D. Lawrence

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re:	)	Chapter 7
TRICOLOR HOLDINGS, LLC, *et al.*[1]	)	Case No. 25-33487 (MVL)
Debtors.	)	

THIRD ORDER EXTENDING EFFECTIVENESS OF ORDER ESTABLISHING INTERIM PROCEDURES FOR INVOICING, PAYMENT, AND RECONCILIATION OF SERVICER FEES AS TO CERTAIN CONTESTED AND CLEAN ACCOUNTS

Upon *Vervent, Inc.'s Third Motion to Continue Effectiveness of Interim Procedures for Invoicing, Payment, and Reconciliation of Servicer Fees as to Certain Contested and Clean Accounts* (the "**Motion**") filed by Vervent[2] seeking entry of an order (this "**Order**") further extending the effectiveness of the *Order Granting Vervent, Inc.'s Motion to Establish Interim*

[1] The Debtors in these chapter 7 cases are as follows: Tricolor Holdings, LLC, TAG Intermediate Holding Company, LLC, Tricolor Auto Group, LLC, Tricolor Auto Acceptance, LLC, Tricolor Insurance Agency, LLC, Tricolor Home Loans LLC dba Tricolor Mortgage, Tricolor Real Estate Services, LLC, TAG California Holding Company, LLC, Flexi Compras Autos, LLC, TAG California Intermediate Holding Company, LLC, Tricolor California Auto Group, LLC, Tricolor California Auto Acceptance, LLC, Risk Analytics LLC, Tricolor Tax, LLC, Tricolor Financial, LLC, Tricolor Auto Receivables LLC, Tricolor Asset Funding, LLC, and Apoyo Financial, LLC.

[2] Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the Motion.

Procedures for Invoicing, Payment, and Reconciliation of Servicer Fees as to Certain Contested and Clean Accounts [Docket No. 785] (the "**Interim Fee Order**") through and including December 31, 2026, all as more fully set forth in the Motion; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the matter being a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and venue of this proceeding and the Motion in this District being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court being able to issue a final order consistent with Article III of the United States Constitution; and due and sufficient notice of the Motion having been given under the particular circumstances; and it appearing that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby **ORDERED, ADJUDGED, AND DECREED that:**

1. The Motion is **GRANTED** as set forth herein.

2. Paragraph 3(a) of the Interim Fee Order is modified to state as follows:

> (a) Vervent shall be paid, on a monthly basis, in arrears, an interim base servicing fee in the amount of 3.00% per annum, accruing monthly at 0.25% of serviced assets under management calculated based on the outstanding principal balance of the Contested Accounts actively serviced by Vervent at the beginning of the applicable month (starting on October 1, 2025, and concluding on December 31, 2026) (the "**Interim Base Servicing Fee**").

3. Paragraph 3(p) in the Interim Fee Order is modified to state as follows:

> (p) The Interim Servicer Fee Procedures shall apply to servicing fees incurred by Vervent between October 1, 2025, and December 31, 2026. The rights of all parties are reserved as to any extension of the Interim Servicer Fee Procedures after December 31, 2026.

4. Paragraph 5 of the Interim Fee Order is modified to state as follows:

> 5. The Interim Servicer Fee Procedures shall expire on December 31, 2026, unless otherwise extended by further Court order. All rights are reserved as to any extension of the Interim Servicer Fee Procedures after December 31, 2026.

5. Except as explicitly modified in this Order, the Interim Fee Order shall remain in full force and effect.

6. To the extent applicable, the requirements of Bankruptcy Rule 6004 are waived.

7. This Order shall be effective and enforceable immediately upon entry hereof.

 # # # END OF ORDER # # #

Prepared and submitted by:

Jason M. Rudd, Tex. Bar No. 24028786
Scott D. Lawrence, Tex. Bar No. 24087896
WICK PHILLIPS GOULD & MARTIN, LLP
3131 McKinney Avenue, Suite 500
Dallas, Texas 75204
Phone: (214) 692-6200
Email: jason.rudd@wickphillips.com
scott.lawrence@wickphillips.com

Adam R. Prescott (admitted *pro hac vice*)
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BERNSTEIN SHUR SAWYER & NELSON, PA
100 Middle Street, PO Box 9729
Portland, ME 04104
Phone: (207) 774-1200
Email: aprescott@bernsteinshur.com
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