Docket #0072 Date Filed: 09/29/2026

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
Yardbird Group LLC, *et al.*,	Case No. 26-11479 (BLS)
Debtors.[1]	(Jointly Administered)
	Obj. Deadline: October 13, 2026 at 4:00 p.m. (ET) **Hearing Date: October 20, 2026 at 10:00 a.m. (ET)**

DEBTORS' MOTION FOR ENTRY OF AN ORDER AUTHORIZING DEBTORS TO RETAIN AND COMPENSATE PROFESSIONALS EMPLOYED IN THE ORDINARY COURSE OF BUSINESS EFFECTIVE AS OF THE PETITION DATE

The above-captioned debtors and debtors in possession (collectively, the "Debtors") seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the "Proposed Order"), authorizing the Debtors to retain and compensate professionals employed in the ordinary course of business effective as of Petition Date (as defined below). In support of this motion (this "Motion"), the Debtors respectfully represent as follows:

JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the District of Delaware (this "Court") has jurisdiction over the above-captioned chapter 11 cases (these "Chapter 11 Cases"), the Debtors, property of the Debtors' estates, and these matters under 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the District of*

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number include: Yardbird Group LLC (7139); Southern Operations, LLC (5384); Yardbird Beverly Hills, LLC (9735); Yardbird DFW, LLC (2545); Yardbird DC, LLC (2651); Yardbird Chicago, LLC (6273); Yardbird Denver LLC (8819), YB Las Vegas, LLC (4071), Yardbird DFW Management LLC (8949), Yardbird DFW Concession LLC (1952), and The Bird Singapore LLC (8264). The location of the Debtors' service address in these chapter 11 cases is 3355 Las Vegas Boulevard South, Las Vegas, Nevada 89109.

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Delaware, dated February 29, 2012. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

2. Pursuant to rule 9013-1(f) of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"), the Debtors consent to the entry of a final order with respect to this Motion if it is determined that this Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution.

3. Venue of these Chapter 11 Cases in this district is proper under 28 U.S.C. §§ 1408 and 1409.

4. The statutory bases for the relief requested herein are sections 105(a), 327, 328 and 330 of title 11 of the United States Code (the "Bankruptcy Code"), rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Local Rules 2014-1 and 2016-1.

GENERAL BACKGROUND

5. On September 21, 2026 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief pursuant to chapter 11 of the Bankruptcy Code. These Chapter 11 Cases are being jointly administered pursuant to Bankruptcy Rule 1015(b). *See* Docket No. 40. The Debtors are operating their business and managing their properties, as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made, and no official committees have been appointed in these Chapter 11 Cases.

6. The Debtors own and operate "Yardbird Southern Table & Bar," an award-winning polished casual dining concept offering a modern take on traditional Southern American cuisine. Beyond its famed fried chicken, Yardbird is known for its weekend brunch, chef-curated bourbon dinners, and an award-winning mixology program and extensive wine list, all served in an inviting,

open atmosphere anchored by signature floor-to-ceiling windows and open kitchens. Event dining and catering represent a significant portion of the Debtors' revenue, complementing the Debtors' three operating restaurant locations in Dallas, Texas; Washington, D.C.; and Chicago, Illinois, and its two licensed locations in Las Vegas, Nevada and Singapore.

7. Additional factual background regarding the Debtors, including their business operations, their corporate and capital structure, and the events leading to the filing of these Chapter 11 Cases is set forth in detail in the *Declaration of Albert Altro in Support of Chapter 11 Petitions and First Day Motions* [Docket No. 2] (the "First Day Declaration").[2]

FACTS RELEVANT TO THIS MOTION

8. The Debtors retain the services of various attorneys, accountants, and other professionals in the ordinary course of their business (each, an "OCP," and collectively, the "OCPs"). A list of current OCPs (the "OCP List") is attached to the Proposed Order as Exhibit 1. The Debtors anticipate utilizing the OCPs to perform services in connection with the Debtors' business operations during the pendency of these Chapter 11 Cases. The OCPs will not be involved in the administration of these Chapter 11 Cases.

9. In contrast, the Debtors have filed or will file individual retention applications for those professionals that the Debtors seek to employ in connection with the administration of these Chapter 11 Cases.

RELIEF REQUESTED

10. The Debtors anticipate employing the OCPs to perform ongoing services during the pendency of these Chapter 11 Cases. Except as may be set forth in the OCP Procedures (as defined below), during the pendency of these Chapter 11 Cases, no single OCP will be paid more than

[2] Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the First Day Declaration.

$75,000 per month on average over any three-month period on a rolling basis (the "OCP Cap").[3] The Debtors propose that the following procedures shall govern the retention and payment of the OCPs (the "OCP Procedures"):

(a) Each OCP shall complete a declaration, made pursuant to 28 U.S.C. § 1746, substantially in the form attached hereto as **Exhibit B** (each, a "Declaration of Disinterestedness"), certifying that the OCP does not represent or hold any interest adverse to the Debtors or their estates with respect to the matter on which the OCP is to be employed and provide such declaration to counsel for the Debtors. Upon receipt of such Declaration of Disinterestedness, counsel for the Debtors shall file the same with the Court and have it served on the following parties (the "Reviewing Parties"): (i) counsel for the DIP Secured Parties and the Prepetition Secured Parties, (a) Winston Taylor LLP, 200 Park Avenue, New York, New York 10166-4193 (Attn: Jon Levine (jon.levine@winstontaylor.com) and Tom Good (tom.good@winstontaylor.com)) and (b) Cole Schotz P.C., 500 Delaware Avenue, Suite 600, Wilmington, Delaware 19801 (Attn: Patrick J. Reilley (preilley@coleschotz.com) and Daniel F. Geoghan (dgeoghan@coleschotz.com)); (ii) Office of the United States Trustee, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801 (Attn: Jonathan W. Lipshie (jon.lipshie@usdoj.gov)); and (iii) if any statutory committee has been appointed in these Chapter 11 Cases, counsel to such committee.

(b) The Reviewing Parties shall have fourteen (14) days after the filing and service of a Declaration of Disinterestedness to object to the retention of the OCP filing such declaration (the "Objection Deadline"). An objecting party shall serve its objection upon: (i) proposed counsel to the Debtors, Potter Anderson & Corroon LLP, 1313 North Market Street, 6th Floor, Wilmington, Delaware 19801 (Attn: M. Blake Cleary (bcleary@potteranderson.com), Brett M. Haywood (bhaywood@potteranderson.com), and Katelin A. Morales (kmorales@potteranderson.com)); (ii) the Reviewing Parties; and (c) the relevant OCP so that any such objection is actually received on or before the Objection Deadline.

(c) If no objection is received by the Objection Deadline with respect to an OCP, the Debtors shall be authorized to retain and pay that OCP in accordance with these OCP Procedures, effective as of the Petition Date, or, if later, the date of employment.

[3] The Debtors reserve the right to increase the OCP Cap, if necessary under the circumstances, upon notice and opportunity to object.

(d) The Debtors are authorized to pay any retained OCP, without further application to the Court, 100% of the fees and disbursements upon submission of an appropriate invoice setting forth in reasonable detail the nature of the services rendered after the Petition Date and the fees and disbursements related thereto; *provided*, *however*, that each OCP's fees do not exceed the applicable OCP Cap.

(e) Notwithstanding the foregoing, the Debtors believe that it may be appropriate to allow a monthly cap in excess of the applicable OCP Cap for any OCP who likely will exceed such cap amount but who should not otherwise be required to follow any other payment procedures. If the Debtors are able to obtain the agreement of the Reviewing Parties to a higher cap for such an OCP on an individual basis, the agreement would be evidenced by the filing of a notice of increased OCP Cap (a "Cap Increase Notice"), and the increased OCP Cap for such an OCP alone will be deemed approved upon the filing of such Cap Increase Notice, without further action by the Court. Absent such an agreement of the Reviewing Parties, such OCP shall file a fee application (a "Fee Application") on account of the excess amount over the applicable OCP Cap and apply for compensation and reimbursement of such amount in compliance with sections 330 and 331 of the Bankruptcy Code and the applicable provisions of the Bankruptcy Rules, the Local Rules, and any other procedures and orders of the Court. The right of the U.S. Trustee to request that any OCP who is regularly exceeding the applicable OCP Cap be the subject of a retention application pursuant to Bankruptcy Code section 327 is expressly reserved.

(f) Each Fee Application shall be served upon the Reviewing Parties. The Reviewing Parties shall then have fourteen (14) days to object to the Fee Application. If, after fourteen (14) days, no objection is filed, the fees requested in the Fee Application shall be deemed approved, and the OCP may be paid 100% of its fees and 100% of its expenses without the need for further action from such OCP.

(g) At three-month intervals (each, a "Quarter") during the pendency of these Chapter 11 Cases, the Debtors shall file with the Court and serve on the Reviewing Parties no later than thirty (30) days after the end of such Quarter a statement that shall include the following information for each OCP: (a) the name of the OCP; (b) the amounts paid as compensation for services rendered and reimbursement of expenses incurred by that OCP during the reported Quarter broken down by month; (c) all postpetition payments made to that OCP to such date; and (d) a general description of the services rendered by that OCP.

(h) The Debtors may retain additional OCPs from time to time during these Chapter 11 Cases by (a) including each additional OCP on an amended version of Exhibit 1 to the Proposed Order that shall be filed with the Court

and served on the Reviewing Parties and (b) having such additional OCP comply with the OCP Procedures.

BASIS FOR RELIEF

11. Section 327(a) of the Bankruptcy Code provides as follows:

> Except as otherwise provided in this section, the trustee [or debtor-in-possession], with the court's approval, may 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 persons, to represent or assist the trustee in carrying out the trustee's duties under this title.

11 U.S.C. § 327(a). Section 327(e) of the Bankruptcy Code further provides that "with the court's approval" a debtor may employ:

> [F]or a specified special purpose, other than to represent the trustee in conducting the case, an attorney that has represented the Debtor, if in the best interest of the estate, and if such attorney does not represent or hold any interest adverse to the Debtor or to the estate with respect to the matter on which such attorney is to be employed.

11 U.S.C. § 327(e). Additionally, under section 328(a) of the Bankruptcy Code, the trustee "with the court's approval, may employ or authorize the employment of a professional person under section 327 or 1103 of this title, as the case may be, on any reasonable terms and conditions of employment." 11 U.S.C. § 328(a).

12. Section 330(a)(1) of the Bankruptcy Code provides, in pertinent part,

> After notice to the parties-in-interest and the United States Trustee and a hearing, and subject to sections 326, 328, and 329, the court may award to . . . a professional person employed under section 327 or 1103—
>
> (A) reasonable compensation for actual, necessary services rendered by the . . . professional person, or attorney and by any paraprofessional person employed by any such person; and
>
> (B) reimbursement for actual, necessary expenses.

11 U.S.C. § 330(a)(1).

13. Section 105(a) of the Bankruptcy Code provides that "[t]he court may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title." 11 U.S.C. § 105(a).

14. The OCPs will not be involved in the administration of these Chapter 11 Cases. Instead, the OCPs will provide professional services in connection with the Debtors' ongoing business operations. Consequently, the Debtors do not believe that the OCPs are "professionals," as that term is used in section 327 of the Bankruptcy Code, whose retention must be approved by the Court.

15. Although the term "professional" is not defined in the Bankruptcy Code, courts in this District and others consider the following factors in determining whether an entity employed by a debtor is a "professional" within the meaning of section 327 of the Bankruptcy Code and, therefore, must be retained with Court approval:

> (1) whether the employee controls, manages, administers, invests, purchases or sells assets that are significant to the debtor's reorganization, (2) whether the employee is involved in negotiating the terms of a Plan of Reorganization, (3) whether the employment is directly related to the type of work carried out by the debtor or to the routine maintenance of the debtor's business operations; (4) whether the employee is given discretion or autonomy to exercise his or her own professional judgment in some part of the administration of the debtor's estate, . . . (5) the extent of the employee's involvement in the administration of the debtor's estate, . . . and (6) whether the employee's services involve some degree of special knowledge or skill, such that the employee can be considered a "professional" within the ordinary meaning of the term.

In re Am. Tissue, Inc., 331 B.R. 169, 173 (Bankr. D. Del. 2005) (quoting *In re First Merchants Acceptance Corp.*, 1997 WL 873551, at *3 (Bankr. D. Del. Dec. 15, 1997)). The *First Merchants* court went on to state that "[i]n applying these factors, the Court stresses that no one factor is

dispositive and that the factors should be weighed against each other and considered in toto." *First Merchants*, 1997 WL 873551, at *3.

16. Applying the above analysis compels the conclusion that the OCPs are not "professionals" within the meaning of the Bankruptcy Code. None of the OCPs will be involved directly in the administration of these Chapter 11 Cases, and all of the OCPs' services relate to the day-to-day maintenance of the Debtors' business operations. The OCPs are not entrusted with administering significant (or, in most cases, any) elements of the Debtors' estates, nor are they controlling or managing assets that are central to the Debtors' reorganization. Although the OCPs, who are comprised primarily of prominent legal and accounting advisors, have considerable specialized knowledge and skill, that does not counterbalance the preceding factors such that the OCPs properly constitute "professionals" under the Bankruptcy Code.

17. Nevertheless, out of an abundance of caution, and recognizing that the OCPs' services are essential to the smooth functioning of the Debtors' business, the Debtors seek the relief requested in this Motion to avoid any subsequent controversy regarding the Debtors' employment and compensation of the OCPs during the pendency of these Chapter 11 Cases.

18. Unlike the OCPs, all professionals employed by the Debtors to assist in the prosecution of these Chapter 11 Cases will be retained by the Debtors pursuant to separate retention applications. Such professionals shall be compensated in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any applicable orders of this Court.

19. Although certain OCPs may hold unsecured claims against the Debtors for prepetition services rendered to the Debtors, the Debtors do not believe that any of the OCPs have an interest materially adverse to the Debtors, their creditors or other parties in interest that should

preclude such professional from continuing to represent or provide services to the Debtors. Further, section 328(c) of the Bankruptcy Code excludes professionals retained pursuant to section 327(e) from the requirement that professionals be a disinterested person within the meaning of the Bankruptcy Code. 11 U.S.C. § 328(c). Accordingly, pursuant to the above cited provisions of the Bankruptcy Code, the Court may authorize the retention of the OCPs.

20. The Debtors submit that, in light of the additional cost associated with the preparation of employment applications for professionals who will receive relatively small fees, it is impractical and inefficient for the Debtors to submit individual applications and proposed retention orders for each OCP. Accordingly, the Debtors request that this Court dispense with the requirement of individual employment applications and retention orders for each OCP.

RESERVATION OF RIGHTS

21. Nothing contained herein is intended to be, or should be construed as, an admission of the validity of any claim against the Debtors, a waiver of the Debtors' rights to dispute any claim or an approval or assumption of any agreement, contract or lease under section 365 of the Bankruptcy Code. The Debtors expressly reserve their right to contest any invoice with respect to a potential claim under applicable non-bankruptcy law. Likewise, if this Court grants the relief sought herein, any payment made pursuant to the Court's order is not intended and should not be construed as an admission of the validity of any claim or a waiver of the Debtors' rights to dispute such claim subsequently.

NOTICE

22. Notice of this Motion will be provided to the following parties or their respective counsel: (a) the Office of the United States Trustee; (b) the holders of the twenty (20) largest unsecured claims against the Debtors on a consolidated basis; (c) the DIP Secured Parties; (d) the Prepetition Secured Parties; (e) CNB; (f) the OCPs listed on Exhibit 1 to the Proposed Order; and

(g) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtors respectfully submit that, in light of the nature of the relief requested, no further notice is necessary.

CONCLUSION

WHEREFORE, the Debtors respectfully request that this Court enter the Proposed Order, substantially in the form annexed hereto as **Exhibit A**, granting the relief requested herein and such other and further relief as may be just and proper.

Dated: September 29, 2026
Wilmington, Delaware

POTTER ANDERSON & CORROON LLP

/s/ Katelin A. Morales

M. Blake Cleary (No. 3614)
Brett M. Haywood (No. 6166)
Katelin A. Morales (No. 6683)
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Proposed Counsel for Debtors and Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
Yardbird Group LLC, *et al.*,	Case No. 26-11479 (BLS)
Debtors.[1]	(Jointly Administered)
	Objection Deadline: October 13, 2026 at 4:00 p.m. (ET) **Hearing Date: October 20, 2026 at 10:00 a.m. (ET)**

NOTICE OF DEBTORS' MOTION FOR ENTRY OF AN ORDER AUTHORIZING DEBTORS TO RETAIN AND COMPENSATE PROFESSIONALS EMPLOYED IN THE ORDINARY COURSE OF BUSINESS EFFECTIVE AS OF THE PETITION DATE

PLEASE TAKE NOTICE that the above-captioned debtors and debtors in possession (collectively, the "Debtors"), filed the *Debtors' Motion for Entry of an Order Authorizing Debtors to Retain and Compensate Professionals Employed in the Ordinary Course of Business Effective as of the Petition Date* (the "Motion") with the United States Bankruptcy Court for the District of Delaware (the "Court").

PLEASE TAKE FURTHER NOTICE that objections to the Motion, if any, must be in writing, filed with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 N. Market Street, Wilmington, Delaware 19801, on or before **October 13, 2026 at 4:00 p.m. (ET)** (the "Objection Deadline"), and served upon and received by the undersigned proposed counsel for the Debtors.

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number include: Yardbird Group LLC (7139); Southern Operations, LLC (5384); Yardbird Beverly Hills, LLC (9735); Yardbird DFW, LLC (2545); Yardbird DC, LLC (2651); Yardbird Chicago, LLC (6273); Yardbird Denver LLC (8819), YB Las Vegas, LLC (4071), Yardbird DFW Management LLC (8949), Yardbird DFW Concession LLC (1952), and The Bird Singapore LLC (8264). The location of the Debtors' service address in these chapter 11 cases is 3355 Las Vegas Boulevard South, Las Vegas, Nevada 89109.

PLEASE TAKE FURTHER NOTICE that, if any objections to the Motion are received, the Motion and such objections shall be considered at a hearing before the Honorable Brendan L. Shannon at the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 6th Floor, Courtroom No. 1, Wilmington, Delaware 19801 on **October 20, 2026 at 10:00 a.m. (ET)**.

IF NO OBJECTIONS TO THE MOTION ARE TIMELY FILED, SERVED AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR HEARING.

Dated: September 29, 2026
Wilmington, Delaware

POTTER ANDERSON & CORROON LLP

/s/ Katelin A. Morales

M. Blake Cleary (No. 3614)
Brett M. Haywood (No. 6166)
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Proposed Counsel for Debtors and Debtors in Possession

EXHIBIT A

Proposed Order

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
Yardbird Group LLC, *et al.*,	Case No. 26-11479 (BLS)
Debtors.[1]	(Jointly Administered)
	Re: Docket No. __

ORDER AUTHORIZING DEBTORS TO RETAIN AND COMPENSATE PROFESSIONALS EMPLOYED IN THE ORDINARY COURSE OF BUSINESS EFFECTIVE AS OF THE PETITION DATE

Upon the motion (the "Motion")[2] of the above captioned debtors and debtors in possession (collectively, the "Debtors"), authorizing the Debtors to retain and compensate professionals employed in the ordinary course of business (each, an "OCP" and collectively, the "OCPs"), effective as of the Petition Date; and upon consideration of the Motion and the First Day Declaration; and this Court having jurisdiction over this matter in accordance with 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of these Chapter 11 Cases is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number include: Yardbird Group LLC (7139); Southern Operations, LLC (5384); Yardbird Beverly Hills, LLC (9735); Yardbird DFW, LLC (2545); Yardbird DC, LLC (2651); Yardbird Chicago, LLC (6273); Yardbird Denver LLC (8819), YB Las Vegas, LLC (4071), Yardbird DFW Management LLC (8949), Yardbird DFW Concession LLC (1952), and The Bird Singapore LLC (8264). The location of the Debtors' service address in these chapter 11 cases is 3355 Las Vegas Boulevard South, Las Vegas, Nevada 89109.

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

appropriate and no other notice need be provided; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein and that such relief is in the best interests of the Debtors, their estates, their creditors, and all parties in interest; and upon all of the proceedings had before the Court after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT,

1. The Motion is GRANTED as set forth herein.

2. The Debtors are authorized to employ the OCPs, including, but not limited to, those identified on the OCP List, in accordance with and subject to the following OCP Procedures:

(a) Each OCP shall complete a declaration, made pursuant to 28 U.S.C. § 1746, substantially in the form attached to the Motion as **Exhibit B** (each, a "Declaration of Disinterestedness"), certifying that the OCP does not represent or hold any interest adverse to the Debtors or their estates with respect to the matter on which the OCP is to be employed and provide such declaration to counsel for the Debtors. Upon receipt of such Declaration of Disinterestedness, counsel for the Debtors shall file the same with the Court and have it served on the following parties (the "Reviewing Parties"): (i) counsel for the DIP Secured Parties and the Prepetition Secured Parties, (a) Winston Taylor LLP, 200 Park Avenue, New York, New York 10166-4193 (Attn: Jon Levine (jon.levine@winstontaylor.com) and Tom Good (tom.good@winstontaylor.com)) and (b) Cole Schotz P.C., 500 Delaware Avenue, Suite 600, Wilmington, Delaware 19801 (Attn: Patrick J. Reilley (preilley@coleschotz.com) and Daniel F. Geoghan (dgeoghan@coleschotz.com)); (ii) Office of the United States Trustee, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801 (Attn: Jonathan W. Lipshie (jon.lipshie@usdoj.gov)); and (iii) if any statutory committee has been appointed in these Chapter 11 Cases, counsel to such committee.

(b) The Reviewing Parties shall have fourteen (14) days after the filing and service of a Declaration of Disinterestedness to object to the retention of the OCP filing such declaration (the "Objection Deadline"). An objecting party shall serve its objection upon: (i) proposed counsel to the Debtors, Potter Anderson & Corroon LLP, 1313 North Market Street, 6th Floor, Wilmington, Delaware 19801 (Attn: M. Blake Cleary (bcleary@potteranderson.com), Brett M. Haywood (bhaywood@potteranderson.com), and Katelin A. Morales (kmorales@potteranderson.com)); (ii) the Reviewing Parties; and (c) the relevant OCP so that any such objection is actually received on or before the Objection Deadline.

(c) If no objection is received by the Objection Deadline with respect to an OCP, the Debtors shall be authorized to retain and pay that OCP in accordance with these OCP Procedures, effective as of the Petition Date, or, if later, the date of employment.

(d) The Debtors are authorized to pay any retained OCP, without further application to the Court, 100% of the fees and disbursements upon submission of an appropriate invoice setting forth in reasonable detail the nature of the services rendered after the Petition Date and the fees and disbursements related thereto up to the OCP Cap; *provided*, *however*, that each OCP's fees do not exceed their applicable OCP Cap listed on Exhibit 1 hereto.

(e) Notwithstanding the foregoing, the Debtors believe that it may be appropriate to allow a monthly cap in excess of the applicable OCP Cap for any OCP who likely will exceed such cap amount but who should not otherwise be required to follow any other payment procedures. If the Debtors are able to obtain the agreement of the Reviewing Parties to a higher cap for such an OCP on an individual basis, the agreement would be evidenced by the filing of a notice of increased OCP Cap (a "Cap Increase Notice"), and the increased OCP Cap for such an OCP alone will be deemed approved upon the filing of such Cap Increase Notice, without further action by the Court. Absent such an agreement of the Reviewing Parties, such OCP shall file a fee application (a "Fee Application") on account of the excess amount over the applicable OCP Cap and apply for compensation and reimbursement of such amount in compliance with sections 330 and 331 of the Bankruptcy Code and the applicable provisions of the Bankruptcy Rules, the Local Rules, and any other procedures and orders of the Court. The right of the U.S. Trustee to request that any OCP who is regularly exceeding the applicable OCP Cap be the subject of a retention application pursuant to Bankruptcy Code section 327 is expressly reserved.

(f) Each Fee Application shall be served upon the Reviewing Parties. The Reviewing Parties shall then have fourteen (14) days to object to the Fee Application. If, after fourteen (14) days, no objection is filed, the fees requested in the Fee Application shall be deemed approved, and the OCP may be paid 100% of its fees and 100% of its expenses without the need for further action from such OCP.

(g) At three-month intervals (each, a "Quarter") during the pendency of these Chapter 11 Cases, the Debtors shall file with the Court and serve on the Reviewing Parties no later than thirty (30) days after the end of such Quarter, a statement (the "Monthly Statement") that shall include the following information for each OCP: (a) the name of the OCP; (b) the amounts paid as compensation for services rendered and reimbursement of expenses incurred by that OCP during the reported Quarter broken down by month; (c) all postpetition payments made to that OCP to such date; and (d)

a general description of the services rendered by that OCP. If any Reviewing Party has an objection to the compensation or reimbursement sought in a particular Monthly Statement, such party shall, within fourteen (14) calendar days following the service of the relevant Monthly Statement (the "Monthly Statement Objection Deadline"), serve upon the Debtors, the OCP whose Monthly Statement is objected to, and the other Reviewing Parties, a written "Notice of Objection to Fee Statement" setting forth the nature of the Objection and the amount of fees or expenses at issue. The Debtors may extend the Monthly Statement Objection Deadline as to any Reviewing Party without further order of the Court

(h) The Debtors may retain additional OCPs from time to time during these Chapter 11 Cases by (a) including each additional OCP on an amended version of Exhibit 1 to this Order that shall be filed with the Court and served on the Reviewing Parties and (b) having such additional OCP comply with the OCP Procedures. Reviewing Parties shall have fourteen (14) days to object to any such additional retention.

3. All non-attorney OCPs will, once their employment is effective pursuant to this Order, be deemed to have waived any and all prepetition claims they may have against the Debtors.

4. Nothing herein constitutes (a) an admission as to the validity of any claim against the Debtors or (b) a waiver of the Debtors' or any party in interest's rights to subsequently dispute any invoices of any OCPs under applicable non-bankruptcy law.

5. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation or enforcement of this Order.

EXHIBIT 1

OCP List

Professional	Address	Description of Service	OCP Cap
CohnReznick LLP	1305 Walt Whitman Road, Suite 210 Melville, NY 11747	Tax and auditing services	$10,000
Dine Technology, LLC	307 Waverley Oaks Rd, Suite 401 Waltham, MA 02452	Outside accounting services	$25,000

EXHIBIT B

Form of Declaration of Disinterestedness

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
Yardbird Group LLC, *et al.*,	Case No. 26-11479 (BLS)
Debtors.[1]	(Jointly Administered)
	Re: Docket No. __

DECLARATION OF DISINTERESTEDNESS
IN SUPPORT OF RETENTION AS AN ORDINARY COURSE PROFESSIONAL

The undersigned hereby declares under penalty of perjury, pursuant to 28 U.S.C. § 1746, as follows:

1. I am a [position] of _____ (the "Firm"), which has a place of business at _____.

2. The above captioned debtors and debtors in possession (the "Debtors") have requested that the Firm provide _____ services to the Debtors, and the Firm has consented to provide such services.

3. The Firm may have performed services in the past, may currently perform services, and may perform services in the future for persons or entities that are parties in interest in the above-captioned chapter 11 cases (these "Chapter 11 Cases"). The Firm does not perform services for any such person or entity in connection with these Chapter 11 Cases or have any relationship with any such person or entity that would be adverse to the Debtors or their estates, except as

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number include: Yardbird Group LLC (7139); Southern Operations, LLC (5384); Yardbird Beverly Hills, LLC (9735); Yardbird DFW, LLC (2545); Yardbird DC, LLC (2651); Yardbird Chicago, LLC (6273); Yardbird Denver LLC (8819), YB Las Vegas, LLC (4071), Yardbird DFW Management LLC (8949), Yardbird DFW Concession LLC (1952), and The Bird Singapore LLC (8264). The location of the Debtors' service address in these chapter 11 cases is 3355 Las Vegas Boulevard South, Las Vegas, Nevada 89109.

follows:

_____

_____

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 retained 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 retained by the Firm, insofar as I have been able to ascertain, 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 retained by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates.

7. The Firm is [***either*** (a) an attorney or law firm entity that is owed $_____ on account of services rendered and expenses incurred prior to the Petition Date in connection with the Firm's employment by the Debtors, the payment of which is subject to limitations contained in the Bankruptcy Code,] [***or*** (b) a non-attorney or non-law firm entity that is either (i) not owed any amounts or (ii) has agreed to waive any amounts owed on account of services rendered and expenses incurred prior to the Petition Date in connection with the Firm's employment by the Debtors.]

8. The Firm is conducting further inquiries regarding its employment 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 affidavit.

9. 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.

Executed on [●], 2026

_____

Name:
Firm:
Position: