UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
TAMPA DIVISION
www.flmb.uscourts.gov

In re: THE STEPHAN CO., Debtor.[1]	Chapter 11 Case No. 8:25-bk-08937-CPM

JOINT MOTION FOR ENTRY OF AN ORDER APPOINTING DAVID NEIER AS LEGAL REPRESENTATIVE FOR FUTURE TALC PERSONAL INJURY CLAIMANTS

The Stephan Co. (the "**Debtor**"), together with the Committee of Asbestos Claimants (the "**Committee**" and with the Debtor, the "**Movants**"), hereby submit this motion (this "**Motion**") for entry of an order, substantially in the form attached hereto as **Exhibit A** (the "**Order**"), pursuant to sections 105(a) and 524(g)(4)(B)(i) of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the "**Bankruptcy Code**"), appointing David Neier as the legal representative for future talc personal injury claimants (the "**Future Claimants' Representative**" or "**FCR**"), in the above-captioned chapter 11 case as described herein. In further support of the Motion, the Movants submit the Declaration of David Neier (the "**Neier Declaration**"), attached hereto as **Exhibit B**, and respectfully represents as follows:

JURISDICTION, VENUE AND STATUTORY PREDICATES

1. The Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

[1] The last four digits of the Debtor's federal tax identification number are 6812. The Debtor's mailing address is 2211 Reach Road, Suite B4, Williamsport, Pennsylvania 17701.

2. The statutory and legal predicates for the relief requested herein are sections 105, 524(g) and 1109 of the Bankruptcy Code.

BACKGROUND

A. The Chapter 11 Case

3. On November 26, 2025 (the "**Petition Date**"), the Debtor commenced with this Court a case under chapter 11 of the Bankruptcy Code (the "**Chapter 11 Case**"). The Debtor is operating its business as debtor-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. On December 23, 2025, the United States Trustee appointed the Committee.

4. The Debtor's primary purpose in the Chapter 11 Case is to address and comprehensively resolve its liability for talc- and/or asbestos-related personal injuries. The Debtor faces significant potential liability resulting from an increasing number of lawsuits alleging personal injuries caused by exposure to talc, including talc allegedly contaminated with asbestos that was manufactured and sold by a company, Old 97 Co., that became a subsidiary of, and was later merged into, the Debtor (the "**Talc Personal Injury Claims**"). As of the Petition Date, the Debtor has been named as a defendant in over 500 active cases asserting Talc Personal Injury Claims.

5. Additional information regarding the Debtor, including its business operations, its capital and debt structures, and the circumstances leading to the commencement of the Chapter 11 Case, is set forth in detail in the *Chapter 11 Case Management Summary* [Docket No. 4, Ex. A] (the "**Case Management Summary**"), which is incorporated herein by reference.

RELIEF REQUESTED

6. By this Motion, the Movants respectfully request entry of the Order, attached hereto as **Exhibit A**, appointing David Neier as the FCR, and conferring upon Mr. Neier, in that capacity, the following rights in the Chapter 11 Case:

a. Standing: The FCR shall have standing under section 1109(b) of the Bankruptcy Code to be heard as a party-in-interest in all matters relating to the Chapter 11 Case and all appeals therefrom, and shall have such powers and duties of a committee, as set forth in section 1103 of the Bankruptcy Code, as are appropriate for an FCR;

b. Engagement of Professionals: The FCR may, subject to approval from the United States Bankruptcy Court for the Middle District of Florida (the "**Court**") pursuant to sections 105(a) and 1103 of the Bankruptcy Code and consistent with the treatment afforded other professionals in the Chapter 11 Case, retain attorneys and other professionals;

c. Compensation: The FCR shall apply for compensation in accordance with the Bankruptcy Code, the Bankruptcy Local Rules of Practice and Procedures of the United States Bankruptcy Court for the Middle District of Florida (the "**Local Rules**"), and any order entered by the Court establishing procedures for interim compensation and reimbursement of expenses of professionals. Subject to Court approval, the FCR shall be compensated at the FCR's hourly rate of $600, subject to periodic adjustment, plus reimbursement of reasonable and documented expenses;

d. Indemnification: The Debtor shall indemnify and agree to defend and hold harmless the FCR, his partners, associates, principals, employees, and professionals (collectively, the "**Indemnified Parties**") from and against any losses, claims, damages or liabilities (or actions in respect thereof) to which any Indemnified Party may become subject as a result of or in connection with the FCR's rendering services hereunder, unless and until it is finally judicially determined that such losses, claims, damages, or liabilities were caused by gross negligence, willful misconduct, bad faith, or fraud on the part of one or more of the Indemnified Parties in performing their obligations. Any such indemnification shall only be paid and, if requested, be an allowed administrative expense under section 503(b) of the Bankruptcy Code, upon application to and approval of the Court. For the avoidance of doubt, gross negligence, willful misconduct, bad faith, or fraud on the part of one Indemnified Party shall not preclude indemnification for the other Indemnified Parties; and

e. Right to Receive Notices: The FCR and any professionals retained by the FCR and approved by the Court shall have the right to receive all notices and pleadings that are required to be served upon any statutory committee and its counsel pursuant to applicable law or an order of the Court.

BASIS FOR RELIEF

A. The Appointment of an FCR is Required Under 11 U.S.C. § 524(g)

7. The Debtor's goal in the Chapter 11 Case is to confirm a consensual plan of reorganization that resolves the Debtor's pending and future Talc Personal Injury Claims pursuant

to sections 105(a) and 524(g) of the Bankruptcy Code. A key element of a plan of reorganization under sections 105 and 524(g) is issuance of an injunction pursuant to which all current and future Talc Personal Injury Claims involving the Debtor will be channeled to a funded trust for processing and resolution (a "**Channeling Injunction**"). *See* 11 U.S.C. § 524(g)(1)(A) (providing for a channeling injunction for asbestos-related claims); Order Confirming Chapter 11 Plan, *In re TK Holdings Inc.*, Case No. 17-11375 (BLS) (Bankr. D. Del. Feb. 21, 2018) [Docket No. 2120] (confirming chapter 11 plan of reorganization with an injunction that channeled current and future airbag inflator personal injury claims to a trust pursuant to section 105(a) of the Bankruptcy Code). The effectiveness of any Channeling Injunction rests in part on whether "as part of the proceedings leading to issuance of such injunction, the court appoints a legal representative for the purpose of protecting the rights of persons that might subsequently assert demands of such kind." 11 U.S.C. § 524(g)(4)(B)(i).[2]

8. To protect the interests of such future claimants, section 524(g) mandates the appointment of a future claimants' representative to represent the interests of future claimants to successfully pursue and achieve confirmation of a plan under sections 105 and 524(g) of the Bankruptcy Code. *See* 11 U.S.C. § 524(g)(4)(B)(i).

9. Additionally, a potential for conflict exists between the interests of the future claimants and those claimants who have already asserted Talc Personal Injury Claims against the

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2 Notably, even prior to the enactment of section 524(g), bankruptcy courts appointed future claimant representatives in chapter 11 cases addressing significant asbestos liabilities. *See In re Johns-Manville Corp.*, 36 B.R. 743, 747-49 (Bankr. S.D.N.Y. 1984), *aff'd* 52 B.R. 940 (S.D.N.Y. 1985), quoted in *In re Amatex Corp.*, 755 F.2d 1034, 1042-43 (3d Cir. 1985) (reversing lower court's denial of debtor's application to appoint futures representative for future asbestos victims, concluding that future claimants are sufficiently impacted by the reorganization proceedings to require a voice through their own representative, given the adverse interests of other parties).

Debtor. This potential conflict necessitates the appointment of an independent representative to advocate on behalf of the future claimants. The appointment of the Future Claimants' Representative is therefore necessary to ensure that the relief sought through any plan of reorganization in the Chapter 11 Case comports with due process and fairness.

B. Mr. Neier Satisfies the Standard for Appointment of a Future Claimants' Representative in the Chapter 11 Case

10. Bankruptcy courts have held that a future claimants' representative's experience is a key and pivotal consideration in his or her appointment. *See, e.g.*, *In re Fairbanks Co.*, 601 B.R. 831, 842-43 (Bankr. N.D. Ga. 2019) (noting that a substantial factor in appointing the future claimants' representative was his "significant experience in mass tort bankruptcy cases," which the court determined would, among other things, enable him to "expedite and prioritize issues in order to minimize costs and maximize returns.").

11. The benefits of retaining a future claimants' representative experienced in complex mass tort bankruptcies and their resulting trusts cannot be overstated. The technical details regarding the structure and timing of trust contributions, the scope of any channeling injunction, the requirements of section 524(g), and procedures governing trust distributions are largely unique to mass tort bankruptcies. A future claimants' representative needs to have a significant and substantive understanding of the unique provisions governing mass tort chapter 11 proceedings and practical, real-world experience addressing those provisions in the context of negotiations. *See, e.g.*, S. Elizabeth Gibson, *Fed. Judicial Ctr.*, *Judicial Management of Mass Tort Bankruptcy* Cases 67 (2005) ("In deciding whom to appoint, judges should look for persons with the training and experience needed to deal competently with the tort, bankruptcy, corporate, financial, and constitutional issues that will be involved in representing the interests of future claimants.").

12. As set forth in the Neier Declaration, Mr. Neier has broad experience in financial reorganizations and disputes and has held significant roles in major bankruptcy cases across the country. In particular, Mr. Neier has more than 30 years of bankruptcy experience and extensive familiarity with handling mass tort related issues, including by serving as special litigation counsel to several asbestos claimants committees in cases under the Bankruptcy Code. *See* Neier Declaration ¶ 3.

13. Mr. Neier's many years of experience and involvement with mass tort related bankruptcy cases makes him well qualified to competently and effectively represent the interests of the future claimants in this Chapter 11 Case.

C. Mr. Neier Meets the Standard for Appointment of a Future Claimants' Representative

14. The Bankruptcy Code does not address the standard for determining whether an individual qualifies to serve as a future claimants' representative, but Courts have generally applied either the disinterestedness standard under section 101(14) of the Bankruptcy Code or the Third Circuit's *Imerys* standard. Mr. Neier satisfies both standards.

15. Some courts have determined that the applicable standard for evaluating the appointment of a proposed future claimants' representative is that of "disinterestedness" under section 101(14) of the Bankruptcy Code. *See, e.g.*, Hr'g Tr. at 48:25-49, *In re Hopeman Bros., Inc.*, No. 24-32428 (KLP) (Bankr. E.D. Va. May 13, 2025) ("Ms. Eskin, in my mind, satisfies the disinterested test under Sections 327 and 1104, which some courts have applied to the appointment of an FCR. She holds no interest adverse to the estate and has no conflicts of interest."); *Chi. Ins. Co. v. Thorpe Insulation Co.*, No. CV 08-1020 DSF, 2008 WL 11338766, at *1 (C.D. Cal. July 14, 2008) (noting that bankruptcy court applied disinterestedness standard for appointing FCR); *In re UNR Indus., Inc.*, 46 B.R. 671, 677 (Bankr. N.D. Ill. 1985) (instructing the parties to propose

"a disinterested party to serve as Legal Representative for unknown putative asbestos disease victims, to be approved by the Court after notice and hearing").

16. Other courts have required a more stringent standard for a future claimants' representative. In *Imerys*, the Third Circuit held that "[a]n FCR must be able to act in accordance with a duty of independence from the debtor and other parties in interest in the bankruptcy, a duty of undivided loyalty to the future claimants, and an ability to be an effective advocate for the best interests of the future claimants." *Imerys Talc Am.*, 38 F.4th 361, 374 (3d Cir. 2022). The *Fairbanks* court similarly held that a future claimants' representative must "not only be disinterested and qualified" but also "capable of acting as an objective, independent, and effective advocate for the best interests of the future claimants." *In re Fairbanks Co.*, 601 B.R. 831, 841 (Bankr. N.D. Ga. 2019).

17. Prior to the enactment of section 524(g) of the Bankruptcy Code, courts considered a future claimants' representative to have the same powers and duties as a committee under section 1103 of the Bankruptcy Code. *See In re Johns-Manville Corp.*, 52 B.R. 940, 943 (S.D.N.Y. 1985) (legal representative for future claimants was authorized to exercise powers and perform duties of a committee under section 1103); *In re UNR Indus., Inc.*, 71 B.R. 467, 478-79 (Bankr. N.D. Ill. 1987) (stating that the future claimants' representative was granted the powers and responsibilities of a committee). Since the enactment of section 524(g) of the Bankruptcy Code, the future claimants' representative remains a key player in a section 524(g)-based chapter 11 case, with similar roles and responsibilities to that of an unsecured creditors committee. *See Imerys Talc*, 38 F.4th at 378 ("For an FCR, who functions, in effect, as a 'creditors' committee' of one, that fiduciary standard is equally appropriate, so in view of its long-standing application in that similar context and the text of the Code itself.").

18. Mr. Neier satisfies both the disinterestedness standard and the *Imerys* standard. *See* Neier Declaration ¶¶ 10-16.

19. Accordingly, Mr. Neier has the necessary experience to serve as the FCR and meets both the disinterestedness and *Imerys* standards applied by courts. The Movants respectfully request that this Court appoint Mr. Neier to serve as the FCR.

NOTICE

20. Notice of this Motion will be provided to (a) the Office of the United States Trustee for the Middle District of Florida; (b) the United States Attorney's Office for the Middle District of Florida; (c) the Internal Revenue Service; (d) counsel to Fireman's Fund Insurance Company and Liberty Mutual Insurance Company; and (e) any party that has requested notice pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested, the Movants submit that no other or further notice is required or needed under the circumstances.

NO PRIOR REQUEST

21. No previous request for the relief sought herein has been made to the Court or any other court.

WHEREFORE, the Movants respectfully request entry of the Order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested herein and such other and further relief as the Court may deem just and appropriate.

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Dated: March 23, 2026

STEARNS WEAVER MILLER WEISSLER ALHADEFF & SITTERSON, P.A.

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EXHIBIT A

Proposed Order

UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
TAMPA DIVISION
www.flmb.uscourts.gov

In re:	Chapter 11
THE STEPHAN CO.,	Case No. 8:25-bk-08937-CPM
Debtor.[1]	

_______________________________________/

ORDER APPOINTING DAVID NEIER AS LEGAL REPRESENTATIVE FOR FUTURE TALC PERSONAL INJURY CLAIMANTS

Upon the *Joint Motion for Entry of an Order Appointing David Neier as Legal Representative for Future Talc Personal Injury Claimants* (the "**Motion**")[2] filed by the above-captioned debtor and debtor in possession (the "**Debtor**") and the Committee of Asbestos Claimants (the "**Committee**" and with the Debtor, the "**Movants**") for entry of an order (a)

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1 The last four digits of the Debtor's federal tax identification number are 6812. The Debtor's mailing address is 2211 Reach Road, Suite B4, Williamsport, Pennsylvania 17701.

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

appointing David Neier as legal representative for future talc personal injury claimants, and (b) granting related relief, all as more fully set forth in the Motion; and this Court having reviewed the Motion and the Neier Declaration; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. § 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter an order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. § 1408; and the Court having found that the Movants provided appropriate notice of the Motion and the opportunity for a hearing on the Motion under the circumstances and that no other or further notice is necessary; and the Court having determined that the legal and factual bases set forth in the Motion and the hearing with respect to the Motion establish just cause for the relief granted herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. All objections to the entry of this Order, to the extent not withdrawn or settled, are overruled with prejudice.

2. Mr. Neier is hereby appointed as the legal representative (the "**Future Claimants' Representative**" or "**FCR**") of all persons that will assert talc-related personal injury demands (as defined in the Bankruptcy Code) against the Debtor after the effective date of a confirmed plan under sections 105(a) and 524(g) of the Bankruptcy Code but who have not presently done so.

3. The Future Claimants' Representative is appointed subject to the following terms and conditions:

a. Standing: The Future Claimants' Representative shall have standing under section 1109(b) of the Bankruptcy Code to be heard as a party-in-interest in all matters relating to the Chapter 11 Case and all appeals therefrom and shall have such powers and duties of a committee, as set forth in section

1103 of the Bankruptcy Code, as are appropriate for a Future Claimants' Representative;

b. Engagement of Professionals: The Future Claimants' Representative may, subject to approval from the Court pursuant to sections 105(a) and 1103 of the Bankruptcy Code and consistent with the treatment afforded other professionals in the Chapter 11 Case, retain attorneys and other professionals;

c. Compensation: The Future Claimants' Representative shall apply for compensation in accordance with the Bankruptcy Code, the Bankruptcy Local Rules, and any order entered by the Court establishing procedures for interim compensation and reimbursement of expenses of professionals; Subject to Court approval, Mr. Neier shall be compensated at the FCR's hourly rate of $600 subject to periodic adjustment, plus reimbursement of reasonable and documented expenses. Mr. Neier shall file a supplement to the Neier Declaration to reflect any changes in his billing rate, and any parties in interest shall have 10 days to file a written objection to any such changes, with any such unresolved objections to be determined by this Court;

d. Indemnification: The Debtor shall indemnify and agree to defend and hold harmless Mr. Neier, his partners, associates, principals, employees, and professionals (collectively, the "**Indemnified Parties**") from and against any losses, claims, damages or liabilities (or actions in respect thereof) to which any Indemnified Party may become subject as a result of or in connection with Mr. Neier's rendering services hereunder, unless and until it is finally judicially determined that such losses, claims, damages, or liabilities were caused by gross negligence, willful misconduct, bad faith, or fraud on the part of one or more of the Indemnified Parties in performing their obligations. Any such indemnification shall only be paid and, if requested, be an allowed administrative expense under section 503(b) of the Bankruptcy Code, upon application to and approval of the Court. For the avoidance of doubt, gross negligence, willful misconduct, bad faith, or fraud on the part of one Indemnified Party shall not preclude indemnification for the other Indemnified Parties; and

e. Right to Receive Notices: Mr. Neier and any professionals retained by Mr. Neier and approved by the Court shall have the right to receive all notices and pleadings that are required to be served upon any statutory committee.

4. Mr. Neier may employ attorneys and other professionals consistent with sections 327 and 1103, subject to prior approval of this Court.

5. Mr. Neier and any professionals he retains with Court authority shall have the right to receive all notices and pleadings that are required to be served upon any statutory committee and its counsel pursuant to applicable law or an Order of this Court.

6. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

EXHIBIT B

Neier Declaration

UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
TAMPA DIVISION
www.flmb.uscourts.gov

In re: THE STEPHAN CO., Debtor.[1]	Chapter 11 Case No. 8:25-bk-08937-CPM

DECLARATION OF DAVID NEIER IN SUPPORT OF JOINT MOTION FOR ENTRY OF AN ORDER APPOINTING DAVID NEIER AS LEGAL REPRESENTATIVE FOR FUTURE TALC PERSONAL INJURY CLAIMANTS

I, David Neier, under penalty of perjury, declare as follows:

1. I am a Consultant at Gemsbok Partners LLC ("**Gemsbok**"), 2 Smoky Lane, Westport, Connecticut 06880. Except as otherwise noted, I have personal knowledge of the matters set forth herein, and if called and sworn as a witness, I could and would testify competently thereto.

2. This declaration ("**Declaration**") is made in support of the *Joint Motion for Entry of an Order Appointing David Neier as Legal Representative for Future Talc Personal Injury Claimants* (the "**Motion**")[2] which was filed by the above-captioned debtor (the "**Debtor**") together with the Committee of Asbestos Claimants (the "**Committee**" and with the Debtor, the "**Movants**") contemporaneously herewith.

QUALIFICATIONS

3. I have broad experience in financial reorganizations and disputes and have held significant roles in major bankruptcy cases across the country. In particular, I have more than 30 years of bankruptcy experience and extensive familiarity with handling mass tort related issues,

[1] The last four digits of the Debtor's federal tax identification number are 6812. The Debtor's mailing address is 2211 Reach Road, Suite B4, Williamsport, Pennsylvania 17701.

[2] Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Motion.

including by serving as special litigation counsel to several asbestos claimants committees in cases under the Bankruptcy Code. A copy of my *curriculum vitae*, which discusses my experience, is attached hereto as **Exhibit 2**.

1. In light of my many years of experience and involvement with mass tort related bankruptcy cases, I submit that I am well qualified to competently and effectively represent the interests of the future claimants in the Chapter 11 Case.

PROFESSIONAL COMPENSATION

4. In March 2026, in consultation with its advisors and the Committee, the Debtor chose to engage me as FCR.

5. In conducting its search for possible candidates to serve as FCR, I am advised that the Debtor and Committee focused on persons with reputations of high integrity and with recognized experience and expertise in dealing with mass torts and who would not have any actual or perceived conflict of interest. I was ultimately selected by the Debtor and the Committee to serve as the FCR during the Debtor's Chapter 11 Case, provided that such appointment is approved by the Court. I am further advised that this selection was based on my reputation for integrity and experience with mass tort bankruptcies.

6. If my appointment is approved by the Court, I will charge a rate of $600 per hour for my incurred time, subject to periodic adjustment, plus reimbursement of actual and necessary out-of-pocket expenses, and subject to the review of the Court.

7. I will review any order entered by the Court establishing procedures for interim compensation and reimbursement of expenses of professionals, and I agree to comply with the provisions thereof to the best of my ability.

2. I understand that my service as Future Claimants' Representative in connection with the Chapter 11 Case, subject to approval by this Court, will be on the following terms:

a) Standing: The Future Claimants' Representative shall have standing under section 1109(b) of the Bankruptcy Code to be heard as a party-in-interest in all matters relating to the Chapter 11 Case and all appeals therefrom, and shall have such powers and duties of a committee, as set forth in section 1103 of the Bankruptcy Code, as are appropriate for a Future Claimants' Representative;

b) Engagement of Professionals: The Future Claimants' Representative may, subject to approval from the United States Bankruptcy Court for the Middle District of Florida (the "**Court**") pursuant to sections 105(a) and 1103 of the Bankruptcy Code and consistent with the treatment afforded other professionals in the Chapter 11 Case, retain attorneys and other professionals;

c) Compensation: The Future Claimants' Representative shall apply for compensation in accordance with the Bankruptcy Code, the Bankruptcy Local Rules of Practice and Procedures of the United States Bankruptcy Court for the Middle District of Florida (the "**Local Rules**"), and any order entered by the Court establishing procedures for interim compensation and reimbursement of expenses of professionals. Subject to Court approval, the FCR shall be compensated at an hourly rate of $600, subject to periodic adjustment, plus reimbursement of reasonable and documented expenses;

d) Indemnification: The Debtor shall indemnify and agree to defend and hold harmless the FCR, his partners, associates, principals, employees, and professionals (collectively, the "**Indemnified Parties**") from and against any losses, claims, damages or liabilities (or actions in respect thereof) to which any Indemnified Party may become subject as a result of or in connection with the FCR rendering services hereunder, unless and until it is finally judicially determined that such losses, claims, damages, or liabilities were caused by gross negligence, willful misconduct, bad faith, or fraud on the part of one or more of the Indemnified Parties in performing their obligations. Any such indemnification shall only be paid and, if requested, be an allowed administrative expense under section 503(b) of the Bankruptcy Code, upon application to and approval of the Court. For the avoidance of doubt, gross negligence, willful misconduct, bad faith, or fraud on the part of one Indemnified Party shall not preclude indemnification for the other Indemnified Parties; and

e) Right to Receive Notices: The FCR and any professionals retained by the FCR and approved by the Court shall have the right to receive all notices and pleadings that are required to be served upon any statutory committee and its counsel pursuant to applicable law or an order of the Court.

NO CONFLICTS

8. The Debtor has provided me with various lists of names (collectively, the "**Parties in Interest List**"), a copy of which is attached hereto as **Exhibit 1**, of individuals or institutions that are potentially interested parties (the "**Parties in Interest**") in the Chapter 11 Case.

9. I have reviewed the Parties in Interest List and conducted a search of my records and those of my firm for connections to the Parties in Interest. Unless otherwise indicated, this Declaration discloses connections to persons identified as Parties in Interest in matters in my firm's records that are currently active or were active within the past three years.

10. I have served as special litigation counsel to a committee of asbestos claimants with current counsel to the Committee.

11. All of the matters discussed in the above paragraph are wholly unrelated to the Debtor and this Chapter 11 Case. I do not believe these disclosed relationships present a conflict of interest.

12. To the best of my knowledge, insofar as I have been able to ascertain after reasonable inquiry based on the Parties in Interest List, and except as set forth in this Declaration, I do not represent, and have not represented, any entity in matters related to the Chapter 11 Case. Therefore, I am able to act in accordance with a duty of independence from the Debtor and other parties in interest in the Chapter 11 Case, a duty of undivided loyalty to future claimants, as a fiduciary to future claimants, and an ability to be an effective advocate for the best interests of future claimants.

13. I am also a "disinterested person" under section 101(14) of the Bankruptcy Code, in that:

a) Based upon the Parties in Interest List, and except as disclosed herein, I have no connection with the Debtor, its professionals, its creditors, the Office of the United States Trustee for the Middle District of Florida (the

"**U.S. Trustee**"), any person employed in the Office of the U.S. Trustee, or any other party with an actual or potential interest in the Chapter 11 Case;

b) I am not a creditor, equity security holder, or insider of the Debtor;

c) I am not and was not, within two years of the Petition Date, a director, officer, or employee of the Debtor; and

d) I do not have an interest materially adverse to the Debtor, its estate, or any class of creditors or equity security holders, or the Future Claimants, by reason of any direct or indirect relationship to, connection with, or interest in the Debtor, or for any other reason.

14. My firm and I have in the past and/or currently work with and/or against a number of professionals involved in the Chapter 11 Case in connection with matters wholly unrelated to the Chapter 11 Case.

15. Based on the foregoing disclosures, I believe that (a) I am independent of the Debtor and the Parties in Interest; (b) none of the matters disclosed in this Declaration has had or will have an adverse effect on my ability to carry out my duties as FCR to loyally and effectively represent the best interests of the future claimants; (c) pursuant to section 101(14) of the Bankruptcy Code, I am a "disinterested person" and do not have any interest that is materially adverse to the interests of the future claimants, and (d) I am able to act with undivided loyalty to future claimants.

16. If any new relevant facts or relationships bearing on the disclosures in this Declaration are discovered or arise, I will use reasonable efforts to identify such developments and will promptly file a further supplemental declaration.

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 information, knowledge and belief.

Dated: March 19, 2026

David Neier
Proposed Future Claimants' Representative

EXHIBIT 1

Parties in Interest List

Debtor:	**Other cont.**
The Stephan Co.	Quadient
	Redge Research Edge
Debtor's Subsidiaries:	Royal Copper Cohen Branunfeld LLC
Bowman Beauty and Barber Supply, Inc.	Trade Risk Guaranty Brokerage Services LLC
614 Barber Supply, Inc.	Amtrust North America
Morris Flamingo-Stephan, Inc.	Arch Insurance Co.
	CH Insurance Brokerage Svcs, Inc.
Equity Holders:	Cowbell
Brian Harper	Crum & Forster Insurance
Jad Fakhry	Great American E&S Insuranc Eco.
Joel A. Getz	Greenwich Insurance Co.
	Houston Casualty Company
Professionals:	Meltzer Group Inc
Verrill Dana LLP	NFP Corporate Services (Pa) Inc
Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A.	Northeast, Mase & West Region Underwriting
Getzler Henrich & Associates LLC	Palmer & Cay
Kroll Restructuring Administration LLC	Poe & Brown Insurance
	Reliance Insurance Co.
Lenders:	Resolute Management Inc.
M&T Bank	Riemer Insurance Group
Fidelity Investments	Sedgwick James of Florida, Inc.
	The Travelers Indemnity Co. of America
Insurers:	Tokio Marine HCC Cyber
Allianze Reinsurance America	U.S. Risk, LLC
Atlantic Casualty Insurance Company	UPMC Health Plan
Fireman's Fund Insurance Company	Utica National Insurance Group
Guardian Life Insurance Company of America	Western World Insurance
Highmark	
IPFS Corporation	**Judges in the US Bankruptcy Court for the**
Liberty Mutual Insurance Company	**Middle District of Florida (Tampa):**
Metlife (through Websurance)	Hon. Roberta A. Colton
Palomar Insurance Corporation	Hon. Caryl E. Delano
Technology Insurance Company	Hon. Catherine Peek McEwen
The Hartford	
Travelers Casualty and Surety Company of America	**Office of the United States Trustee – Region 21**
United HealthCare	**(Tampa and Ft. Myers Divisions)**
Zurich American Insurance Company	Guy A. Van Baalen, Assistant United States Trustee
	Scott Bomkamp, Esq.
Ordinary Course Professionals:	
Gordon Rees Scully Mansukhani, LLP	**Taxing Authorities:**
Spencer Fane, LLP	Internal Revenue Service
Mcgivney & Kluger PC	State of Florida Attorney General
Nelson Mullens Riley & Scarborough LLP	State of Ohio Attorney General
	State of Pennsylvania Attorney General
Other:	City of Columbus
DeJoy, Knauf & Blood LLP	City of St. Petersburgh
Equiniti Trust Company LLC	City of Williamsport
Incorp Services, Inc.	Pinellas County Tax
Oasis Solutions	
OTC Markes Group Inc.	

EXHIBIT 2

Nier Curriculum Vitae

David Neier

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EXPERIENCE

Gemsbok Partners LLC **August 2025-present**

Consultant

- Providing independent director services for special purpose vehicles, operating companies and other entities. Gemsbok Partners is a newly formed entity comprised of senior attorneys.

Winston & Strawn LLP **June 2002-July 2025**

Partner

- Represented committees, creditors, debtors, examiners and trustees in restructuring and bankruptcy matters.

Greenberg Traurig LLP/Camhy Karlinsky & Stein LLP **June 1996-June 2002**

Shareholder/Partner

- Represented committees, creditors, debtors, examiners and trustees in restructuring and bankruptcy matters at spinoff firm from Stroock & Stroock & Lavan that was subsequently acquired by Greenberg Traurig. Served as an examiner and as a chapter 11 trustee.

Stroock & Stroock & Lavan LLP **June 1992-June 1996**

Associate

Brown & Wood **June 1990-June 1992**

Associate

Kings County District Attorney's Office **August 1984-June 1990**

Assistant District Attorney, Homicide Bureau

- Tried over 40 jury trials to verdict.

EDUCATION

Harvard Law School **J.D., 1984**

Staff Attorney, Legal Aid Bureau and Prison Legal Assistant Project

Hamilton College **A.B., 1981**

Graduated summa cum laude, Phi Beta Kappa

HONORS & AWARDS

- *Lawdragon 500*, Leading U.S. Bankruptcy & Restructuring Lawyers (2020-25)
- *Best Lawyers*, The Best Lawyers in America, Bankruptcy and Creditor Debtor Rights/Insolvency and Reorganization Law (2013-26)
- *Super Lawyers*, NY Metro (2007-22, 2025)

PUBLICATIONS

- Author of numerous articles on restructuring and co-author of the treatise "*Creditors Rights in Bankruptcy*" published by Thompson Reuters Westlaw.