IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	:	Chapter 11
RUNITONETIME LLC, *et al.*,	:	Case No. 25-90191 (ARP)
Debtors.[1]	:	(Jointly Administered)

APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF RUNITONETIME LLC, *ET AL.*, FOR ENTRY OF AN ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF MORRISON & FOERSTER LLP AS COUNSEL, EFFECTIVE AS OF JULY 29, 2025

IF YOU OBJECT TO THE RELIEF REQUESTED, YOU MUST RESPOND IN WRITING. UNLESS OTHERWISE DIRECTED BY THE COURT, YOU MUST FILE YOUR RESPONSE ELECTRONICALLY AT HTTPS://ECF.TXSB.USCOURTS.GOV/ WITHIN TWENTY-ONE (21) DAYS FROM THE DATE THIS APPLICATION WAS FILED. IF YOU DO NOT HAVE ELECTRONIC FILING PRIVILEGES, YOU MUST FILE A WRITTEN OBJECTION THAT IS ACTUALLY RECEIVED BY THE CLERK WITHIN TWENTY-ONE DAYS FROM THE DATE THIS APPLICATION WAS FILED. OTHERWISE, THE COURT MAY TREAT THE PLEADING AS UNOPPOSED AND GRANT THE RELIEF REQUESTED.

The Official Committee of Unsecured Creditors (the "Committee") appointed in the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the "Debtors") hereby files this application (the "Application") for an order, substantially in the form attached hereto, authorizing the retention and employment of Morrison & Foerster LLP ("Morrison & Foerster" or the "Firm") as its counsel, pursuant to Sections 328(a) and 1103(a) of Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"), Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 2014-1 of the Bankruptcy Local

[1] A complete list of the Debtors in the Chapter 11 Cases may be obtained on the website of the Debtors' claims and noticing agent at https://restructuring.ra.kroll.com/RunItOneTime/. The Debtors' mailing address is 12530 NE 144th Street, Kirkland, Washington 98304.

Rules for the United States Bankruptcy Court for the Southern District of Texas (the "Local Rules"). In support of this Application, the Committee also files the (a) *Declaration of Lorenzo Marinuzzi of Morrison & Foerster LLP in Support of the Application of the Official Committee of Unsecured Creditors of RunItOneTime LLC,* et al.*, for Entry of an Order Authorizing the Employment and Retention of Morrison & Foerster LLP as Counsel, Effective as of July 29, 2025* (the "Marinuzzi Declaration"), attached hereto as **Exhibit A**, and (b) *Declaration of Andrew Morris in Support of the Application of the Official Committee of Unsecured Creditors of RunItOneTime LLC,* et al.*, for Entry of an Order Authorizing the Employment and Retention of Morrison & Foerster LLP as Counsel Effective as of July 29, 2025* (the "Morris Declaration"), attached hereto as **Exhibit B**, and respectfully represents as follows:

JURISDICTION, VENUE, AND STATUTORY PREDICATES

1. The United States Bankruptcy Court for the Southern District of Texas (the "Court") has jurisdiction over the Chapter 11 Cases and this Application pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the Southern District of Texas*, dated May 24, 2012. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). The relief requested is consistent with the U.S. Trustee Guidelines (as defined herein). The Committee confirms its consent to the entry of a final order with respect to this Application, if it is determined that the Court would lack Article III jurisdiction to enter such final order or judgment absent consent of the parties.

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

3. The statutory predicates for the relief sought herein are sections 328(a) and 1103(a) of the Bankruptcy Code. Relief is also proper pursuant to Bankruptcy Rule 2014, Local Rule 2014-1, and the *Procedures for Complex Cases in the Southern District of Texas* (the "Complex

Case Procedures"). The relief requested is consistent with the U.S. Trustee Guidelines (as defined below).

BACKGROUND

4. On July 14, 2025 (the "Petition Date"), the Debtors filed voluntary cases with this Court for relief under Chapter 11 of the Bankruptcy Code (the "Chapter 11 Cases"). The Chapter 11 Cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

5. No trustee or examiner has been appointed in these Chapter 11 Cases.

6. On July 25, 2025, pursuant to section 1102 of title 11 of the United States Code (the "Bankruptcy Code"), the Office of the United States Trustee for Region 7 (Southern and Western Districts of Texas) (the "U.S. Trustee") appointed the following entities as members of the Committee: (1) Project Evergreen WA LLC; (2) Paladin Technologies Inc.; (3) CleanCo Bins LLC; (4) Swire Pacific Holdings, Inc. d/b/a Swire Coca-Cola, USA; and (5) Aristocrat Technologies, Inc. *See* Docket No. 81. The Committee selected Project Evergreen WA LLC as its chair (the "Chair").

7. On July 29, 2025, the Committee selected Morrison & Foerster to serve as its counsel, and on July 30, 2025, the Committee selected Huron Consulting Services LLC as its proposed financial advisor in these Chapter 11 Cases.

RELIEF REQUESTED

8. Subject to this Court's approval, by this Application, the Committee seeks to employ Morrison & Foerster as its counsel in connection with the prosecution of these Chapter 11 Cases and all related matters, effective as of July 29, 2025. Pursuant to Sections 328(a) and 1103(a) of the Bankruptcy Code, Bankruptcy Rules 2014, and Local Rule 2014-1, the Committee

respectfully requests entry of the proposed order attached hereto, authorizing the Committee to employ and retain Morrison & Foerster as its counsel during these Chapter 11 Cases.

RETENTION OF MORRISON & FOERSTER

9. The Committee anticipates that Morrison & Foerster will, in connection with these Chapter 11 Cases and subject to orders of this Court, provide a range of services to the Committee, including, but not limited to, the following:

(a) advising the Committee in connection with its powers and duties under the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules;

(b) assisting and advising the Committee in its consultation with the Debtors relative to the administration of these Chapter 11 Cases;

(c) attending meetings and negotiating with the representatives of the Debtors and other parties in interest;

(d) assisting and advising the Committee in its examination and analysis of the conduct of the Debtors' affairs;

(e) assisting and advising the Committee in connection with any sale of the Debtors' assets pursuant to Section 363 of the Bankruptcy Code;

(f) assisting the Committee in the review, analysis, and negotiation of any Chapter 11 plan(s) of reorganization or liquidation that may be filed and assisting the Committee in the review, analysis, and negotiation of the disclosure statement accompanying any such plan(s);

(g) taking all necessary action to protect and preserve the interests of the Committee, including: (i) possible prosecution of actions on its behalf; (ii) if appropriate, negotiations concerning all litigation in which the Debtors are involved; and (iii) if appropriate, review and analysis of claims filed against the Debtors' estates;

(h) generally preparing on behalf of the Committee all necessary motions, applications, answers, orders, reports, replies, responses, and papers in support of positions taken by the Committee;

(i) appearing, as appropriate, before this Court, the appellate courts, and the U.S. Trustee, and protecting the interests of the Committee before those courts and before the U.S. Trustee; and

(j) performing all other necessary legal services in these cases as may be directed by the Committee.

10. Morrison & Foerster intends to work closely with the Debtors' representatives and the other professionals retained by the Committee to ensure that there is no unnecessary duplication of services performed or charged to the Debtors' estates.

11. With offices in Austin, New York, Los Angeles, San Francisco, San Diego, and Washington, D.C., among other locations both domestic and in Europe and Asia, Morrison & Foerster is an internationally recognized law firm. Morrison & Foerster has extensive general legal experience and knowledge, and, in particular, has substantial expertise in the field of creditors' rights and business reorganization under Chapter 11 of the Bankruptcy Code. That expertise includes representing official creditors' committees in large and complex bankruptcy cases. For example, the professionals that will be primarily responsible for this engagement have represented official creditors' committees in the bankruptcies of Nikola Corporation, American Tire Distributors, Inc., Accuride Corporation, Thrasio Holdings, Inc., Wesco Aircraft Holdings, Inc., Peer Street, Inc., Clovis Onclology, Inc., Valaris plc, Murray Energy Holdings Co, Westmoreland Coal Company, Cloud Peak Energy Inc., Armstrong Energy, Inc., Peabody Energy Corp., Walter Energy, Inc., Patriot Coal Corp., Windstream Holdings, Inc., Northwest Airlines, Aloha Airlines, Eclipse Aviation, Gemini Airgroup, Global Aviation Holdings, Hawaiian Airlines, Independence Air, Mesa Airgroup, The NORDAM Group, U.S. Airways, Energy Future Holdings Corp., Avaya, Inc., 21st Century Oncology Holdings, Inc., and UCI International, LLC, among others. Since its selection as counsel, Morrison & Foerster has been working closely with the Debtors and other parties in interest to become familiar with the Debtors' businesses and many of the potential legal issues that may arise in the context of these Chapter 11 Cases. The Committee believes that Morrison & Foerster is well qualified to represent the Committee in these proceedings

in an efficient and timely manner and that the employment of Morrison & Foerster to provide the services described above and other such services as may be necessary for the Committee to satisfy its obligations to the Debtors' unsecured creditor constituency is appropriate and in the best interests of the Debtors' estates and their creditors.

PROFESSIONAL COMPENSATION

12. Morrison & Foerster intends to apply for compensation for professional services rendered on an hourly basis and reimbursement of expenses in connection with these Chapter 11 Cases, subject to the Court's approval and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the Complex Case Procedures, and the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, effective November 1, 2013, established by the Executive Office for the United States Trustee (the "U.S. Trustee Guidelines"), any orders establishing procedures for the allowance and payment of interim compensation in these Chapter 11 Cases, and any other applicable procedures and orders of the Court (collectively, the "Fee Guidelines").

13. The hourly rates and corresponding rate structure that Morrison & Foerster will use in these Chapter 11 Cases are the same as the hourly rates and corresponding rate structure that Morrison & Foerster uses in other restructuring matters, as well as similar complex corporate, securities, and litigation matters whether in court or otherwise, regardless of whether a fee application is required. These rates and the rate structure reflect the fact that such restructuring and other complex matters are typically national in scope and involve great complexity, high stakes, and severe time pressures.

14. Morrison & Foerster's hourly rates are set at a level designed to fairly compensate the Firm for the work of its attorneys and paraprofessionals and to cover fixed and routine overhead expenses. These hourly rates are based on a variety of factors, including seniority, distinction, and expertise in one's field and are subject to periodic adjustments to reflect economic and other conditions.[2] In particular, Morrison & Foerster's standard hourly rates for matters that may be implicated in these Chapter 11 Cases will range as follows:

Billing Category	2025 U.S. Range
Partners and Senior Of Counsel	$2,475 - $1,500
Of Counsel	$2,100 - 1,250
Associates	$1,330 - $795
Paraprofessionals	$645 - $390

15. Consistent with the Firm's policy with respect to its other clients, Morrison & Foerster will also seek to be reimbursed, subject to the Court's approval, for all actual out-of-pocket expenses incurred by Morrison & Foerster on the Committee's behalf, such as travel expenses, "working meals" and transportation, computer-assisted legal research, photocopying, postage, overnight courier expenses, and other disbursements, as more fully set forth in the Marinuzzi Declaration. Morrison & Foerster intends that all requests for reimbursement of expenses will be consistent with the Fee Guidelines.

16. No promises were received by Morrison & Foerster, any partner, any attorney who is "of counsel" to Morrison & Foerster, or any associate of Morrison & Foerster, as to compensation in connection with these Chapter 11 Cases, other than in accordance with the

[2] As set forth in the proposed order, Morrison & Foerster will provide ten (10) business days' notice to the Committee, the Debtors, and the U.S. Trustee before implementing any periodic increases, and will file such notice with the Court.

provisions of the Bankruptcy Code. Neither Morrison & Foerster, nor any partner of Morrison & Foerster, any attorney who is "of counsel" to Morrison & Foerster, or any associate of Morrison & Foerster, has any agreement with any other entity to share with such entity any compensation received by Morrison & Foerster in connection with these Chapter 11 Cases.

NO ADVERSE INTEREST AND DISINTERESTEDNESS

17. Based upon the Marinuzzi Declaration filed herewith, the Committee is satisfied that (a) Morrison & Foerster is a "disinterested person" within the meaning of Section 101(14) of the Bankruptcy Code, as required by Section 328 of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtors, their estates, their creditors, or the Committee and the members thereof; (b) Morrison & Foerster does not represent any entity having an adverse interest in connection with the Chapter 11 Cases as required by Section 1103 of the Bankruptcy Code; and (c) to best of the Committee's knowledge, Morrison & Foerster has no connection to the Debtors, their estates, their creditors, the Committee and the members thereof, or other parties in interest except as disclosed in the Marinuzzi Declaration.

RETROACTIVE RETENTION

18. The Committee requests approval of the employment of Morrison & Foerster as its counsel effective as of July 29, 2025 in accordance with Local Rule 2014-1(b)(1), which provides that if "[a]n application for approval of the employment of a professional is made within 30 days of the commencement of that professional's provision of services, it is deemed contemporaneous." Bankr. S.D. Tex. L.B.R. 2014-(b)(1). Such relief is warranted by the circumstances presented by these Chapter 11 Cases. Upon its selection as counsel, Morrison & Foerster was required to immediately commence work on time sensitive matters and promptly devote substantial resources to these Chapter 11 Cases pending submission and approval of this Application. *See In re*

Arkansas Co. Inc., 798 F.2d 645, 650 (3d Cir. 1986) (identifying "time pressure to begin service" and absence of prejudice as factors favoring retroactive approval of retention). Morrison & Foerster has provided, and will continue to provide, valuable services to the Committee.

NOTICE

19. Notice of this Application will be given to the parties on the Debtors' Master Service List. A copy of this Application is available on (a) the Court's website, at www.txs.uscourts.gov, and (b) the website maintained by the Debtors' claims and noticing agent, Kroll Restructuring Administration LLC, at https://restructuring.ra.kroll.com/RunItOneTime/. The Committee submits that, in light of the nature of the relief requested and the circumstances surrounding these Chapter 11 Cases, no other or further notice is required or necessary.

NO PRIOR REQUEST

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

CONCLUSION

WHEREFORE, the Committee hereby respectfully requests that the Court (a) enter the proposed order, substantially in the form attached hereto, authorizing the Committee to retain and employ Morrison & Foerster as its counsel in these Chapter 11 Cases, effective as of July 29, 2025, and (b) provide the Committee with such other and further relief as the Court may deem just and proper.

Dated: August 28, 2025

Respectfully submitted,

THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF RUNITONETIME LLC, *et al*.

By: */s/ Andrew Morris*
Andrew Morris of Project Evergreen WA LLC,

Chair of the Official Committee of Unsecured Creditors of RunItOneTime LLC, *et al.*

EXHIBIT A

Declaration of Lorenzo Marinuzzi

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	:	Chapter 11
RUNITONETIME LLC, *et al.*,	:	Case No. 25-90191 (ARP)
Debtors.[1]	:	(Jointly Administered)

DECLARATION OF LORENZO MARINUZZI IN SUPPORT OF APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF RUNITONETIME LLC, *ET AL.*, FOR ENTRY OF AN ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF MORRISON & FOERSTER LLP AS COUNSEL EFFECTIVE AS OF JULY 29, 2025

I, Lorenzo Marinuzzi, hereby declare, pursuant to 28 U.S.C. § 1746, as follows:

1. I am a partner in the law firm of Morrison & Foerster LLP ("Morrison & Foerster" or the "Firm"), with offices at 300 Colorado Street, Suite 1800, Austin, Texas 78701 and 250 West 55th Street, New York, New York 10019, among other locations, and I am duly authorized to make this declaration (the "Declaration") on behalf of Morrison & Foerster. I am an attorney duly admitted and in good standing to practice before the Bar of the State of Texas, the Bar of the State of New York, the United States Court of Appeals for the Second Circuit, the United States District Court for the Southern District of Texas, and the United States District Court for the Southern and Eastern Districts of New York. There are no disciplinary proceedings pending against me.

2. I submit this declaration pursuant to Section 1103 of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rule 2014-1 in support of the accompanying application (the

[1] A complete list of the Debtors in the Chapter 11 Cases may be obtained on the website of the Debtors' claims and noticing agent at https://restructuring.ra.kroll.com/RunItOneTime/. The Debtors' mailing address is 12530 NE 144th Street, Kirkland, Washington 98304.

"Application")[2] of the Official Committee of Unsecured Creditors (the "Committee") of RunItOneTime LLC, *et al.* (collectively, the "Debtors"), for entry of an order authorizing the retention and employment of Morrison & Foerster as counsel to the Committee, effective as of July 29, 2025.

3. Unless otherwise stated in this Declaration, I have personal knowledge of the facts hereinafter set forth. To the extent that any information disclosed herein requires amendment or modification upon Morrison & Foerster's completion of further analysis or as additional information becomes available to Morrison & Foerster, a supplemental declaration will be submitted to the Court. Subject to the approval of this Court and in compliance with the applicable provisions of the Bankruptcy Code, Bankruptcy Rules and the Local Rules, Morrison & Foerster intends to apply for compensation for professional services rendered in connection with these Chapter 11 Cases, plus reimbursement of actual, necessary expenses and other charges incurred by Morrison & Foerster during the Chapter 11 Cases.

SERVICES TO BE PROVIDED

4. With offices in Austin, New York, Los Angeles, San Francisco, San Diego, and Washington, D.C., among other locations both domestic and in Europe and Asia, Morrison & Foerster is an internationally recognized law firm. Morrison & Foerster has extensive general legal experience and knowledge, and, in particular, has substantial expertise in the field of creditors' rights and business reorganization under Chapter 11 of the Bankruptcy Code. That expertise includes representing official creditors' committees in large and complex bankruptcy cases. For example, the professionals that will be primarily responsible for this engagement have represented official creditors' committees in the bankruptcies of Nikola Corporation, American

[2] Capitalized terms not defined herein shall have the meanings given to them in the Application.

Tire Distributors, Inc., Accuride Corporation, Thrasio Holdings, Inc., Wesco Aircraft Holdings, Inc., Peer Street, Inc., Clovis Onclology, Inc., Valaris plc, Murray Energy Holdings Co, Westmoreland Coal Company, Cloud Peak Energy Inc., Armstrong Energy, Inc., Peabody Energy Corp., Walter Energy, Inc., Patriot Coal Corp., Windstream Holdings, Inc., Northwest Airlines, Aloha Airlines, Eclipse Aviation, Gemini Airgroup, Global Aviation Holdings, Hawaiian Airlines, Independence Air, Mesa Airgroup, The NORDAM Group, U.S. Airways, Energy Future Holdings Corp., Avaya, Inc., 21st Century Oncology Holdings, Inc., and UCI International, LLC, among others. Since its selection as counsel, Morrison & Foerster has been working closely with the Debtors and other parties in interest to become familiar with the Debtors' businesses and many of the potential legal issues that may arise in the context of these Chapter 11 Cases. I believe that Morrison & Foerster is well qualified to represent the Committee in these proceedings in an efficient and timely manner and that the employment of Morrison & Foerster to provide the services described herein and other such services as may be necessary for the Committee to satisfy its obligations to the Debtors' unsecured creditor constituency is appropriate and in the best interests of the Debtors' estates and their creditors.

5. In connection with these Chapter 11 Cases and subject to orders of this Court, the Committee has requested court authorization to retain Morrison & Foerster as counsel for the Committee to provide a range of services to the Committee, including, but not limited to, the following:

(a) advising the Committee in connection with its powers and duties under the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules;

(b) assisting and advising the Committee in its consultation with the Debtors relative to the administration of these Chapter 11 Cases;

(c) attending meetings and negotiating with the representatives of the Debtors and other parties in interest;

(d) assisting and advising the Committee in its examination and analysis of the conduct of the Debtors' affairs;

(e) assisting and advising the Committee in connection with any sale of the Debtors' assets pursuant to Section 363 of the Bankruptcy Code;

(f) assisting the Committee in the review, analysis, and negotiation of any Chapter 11 plan(s) of reorganization or liquidation that may be filed and assisting the Committee in the review, analysis, and negotiation of the disclosure statement accompanying any such plan(s);

(g) taking all necessary action to protect and preserve the interests of the Committee, including: (i) possible prosecution of actions on its behalf; (ii) if appropriate, negotiations concerning all litigation in which the Debtors are involved; and (iii) if appropriate, review and analysis of claims filed against the Debtors' estates;

(h) generally preparing on behalf of the Committee all necessary motions, applications, answers, orders, reports, replies, responses, and papers in support of positions taken by the Committee;

(i) mm as appropriate, before this Court, the appellate courts, and the U.S. Trustee, and protecting the interests of the Committee before those courts and before the U.S. Trustee; and

(j) performing all other necessary legal services in these cases as may be directed by the Committee.

PROFESSIONAL COMPENSATION

6. Morrison & Foerster intends to apply for compensation for professional services rendered on an hourly basis and reimbursement of expenses in connection with these Chapter 11 Cases, subject to the Court's approval and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, effective November 1, 2013, established by the Executive Office for the United States Trustee (the "U.S. Trustee Guidelines"), and any other applicable procedures and orders of the Court (collectively, the "Fee Guidelines").

7. Morrison & Foerster's hourly rates are set at a level designed to fairly compensate the Firm for the work of its attorneys and paraprofessionals and to cover fixed and routine overhead expenses. These hourly rates are based on a variety of factors, including seniority, distinction, and expertise in one's field and are subject to periodic adjustments to reflect economic and other conditions.[3] I believe that these rates are reasonable and comparable to the rates charged by other firms of similar standing in the legal market. In particular, Morrison & Foerster's standard hourly rates for matters that may be implicated in these Chapter 11 cases will range as follows:

Billing Category	**2025 U.S. Range**
Partners and Senior Of Counsel	$2,475 - $1,500
Of Counsel	$2,100 - 1,250
Associates	$1,330 - $795
Paraprofessionals	$645 - $390

8. Consistent with the Firm's policy with respect to its other clients, Morrison & Foerster will also seek to be reimbursed, subject to the Court's approval, for all actual out-of-pocket expenses incurred by Morrison & Foerster on the Committee's behalf, such as travel expenses, "working meals" and transportation, computer-assisted legal research, photocopying, postage, overnight courier expenses, and postage, printing, transcripts, filing fees, overnight courier expenses, messengers, and similar items. Morrison & Foerster intends that all requests for reimbursement of expenses will be consistent with the Fee Guidelines.

9. The Committee and Morrison & Foerster expect to develop a prospective budget and staffing plan to comply with the U.S. Trustee's requests for information and additional disclosures, and any other orders of the Court, recognizing that in the course of these Chapter 11

[3] As set forth in the proposed order, Morrison & Foerster will provide ten (10) business days' notice to the Committee, the Debtors, and the U.S. Trustee before implementing any periodic increases, and will file such notice with the Court.

Cases there may be unforeseeable fees and expenses that will need to be addressed by the Committee and Morrison & Foerster.

10. No promises were received by Morrison & Foerster, any partner, any attorney who is "of counsel" to Morrison & Foerster, or any associate of Morrison & Foerster, as to compensation in connection with these Chapter 11 Cases, other than in accordance with the provisions of the Bankruptcy Code. Neither Morrison & Foerster, nor any partner of Morrison & Foerster, any attorney who is "of counsel" to Morrison & Foerster, or any associate of Morrison & Foerster, has any agreement with any other entity to share with such entity any compensation received by Morrison & Foerster in connection with these Chapter 11 Cases.

DISINTERESTEDNESS AND DISCLOSURE OF CONNECTIONS

11. In connection with its proposed retention by the Committee in these Chapter 11 Cases, Morrison & Foerster undertook to determine whether it had any conflicts or other relationships that might cause it not to be disinterested or to hold or represent an interest adverse to the Committee. Specifically, Morrison & Foerster obtained from the Debtors and their representatives the names of individuals and entities that may be parties in interest in these Chapter 11 Cases (the "Potential Interested Parties") and such parties are listed on **Schedule 1** attached hereto.

12. Morrison & Foerster's New Business Department, under the supervision of attorneys in Morrison & Foerster's Business Restructuring & Insolvency Group, conducted an internal search in Morrison & Foerster's computerized conflict database for its connections to the entities listed on **Schedule 1** attached hereto. In addition, after Morrison & Foerster identified all potential client relationships with the Potential Interested Parties in the past three years, Morrison & Foerster circulated a survey email to the billing, supervising, and/or other relationship attorney

at Morrison & Foerster with respect to such clients asking for a response as to whether the attorney was aware of any connection between Morrison & Foerster's representation of such clients and the Debtors and these Chapter 11 Cases, and that inquiry did not reveal any connections. Additionally, to the extent that I have been able to ascertain that Morrison & Foerster has been retained within the last three years to represent any of the Potential Interested Parties (or their affiliates, as the case may be) in matters unrelated to these Chapter 11 Cases, such facts are disclosed on **Schedule 2** attached hereto.

13. Morrison & Foerster and certain of its partners and associates may have in the past represented, may currently represent, and likely in the future will represent, entities that may be parties in interest in these Chapter 11 Cases in connection with matters unrelated to the Debtors and these Chapter 11 Cases. Morrison & Foerster has searched on its electronic database for its connection to the entities listed on **Schedule 1** attached hereto. The information listed on **Schedule 1** may have changed without our knowledge and may change during the pendency of these Chapter 11 Cases. Accordingly, Morrison & Foerster will update this Declaration as necessary and when Morrison & Foerster becomes aware of additional material information. The following is a list of the categories that Morrison & Foerster has searched:

a) Debtors

b) Non-Debtor Affiliates

c) Debtors' Previous Names, Predecessors, and Related Entities

d) Debtors' Restructuring and Other Significant Professionals

e) Major Equity Holders

f) Current and Former Officers and Directors

g) Independent Directors

h) Trustees, Agents, and Other Secured Parties

i) Top 30 Unsecured Creditors

j) Material Suppliers and Vendors

k) Major Customers

l) Third-Party Administrators

m) Insurance Parties

n) Taxing and Other Governmental Authorities

o) Landlords

p) Litigation Counterparties and Their Counsel

q) Other Professionals Representing Parties

r) Unions

s) Utility Providers

t) United States Bankruptcy Judges for the Southern District of Texas (and Key Staff Members)

u) United States Trustee for the Southern District of Texas (and Key Staff Members)

14. Listed on **Schedule 2** to this Declaration are the results of Morrison & Foerster's conflicts searches of the above-listed entities.[4] This search revealed that certain Potential

[4] As a general matter, Morrison & Foerster discloses active representations as well as inactive representations if (a) there was time billed within the three (3) years of the date of the disclosure, or (b) if the representation was ended within three (3) years of the date of the disclosure and time was billed within three (3) years of the date of the disclosure, but does not disclose connections if time was billed prior to such dates. The list generated from Morrison & Foerster's conflicts search system is over-inclusive. Whether an actual client relationship exists can only be determined by reference to the documents governing Morrison & Foerster's representation rather than its potential listing in Morrison & Foerster's conflicts search system. As referenced in **Schedule 2**, the term "active representation" means an entity listed as a client in Morrison & Foerster's conflicts search system to whom time was posted in the 2025 calendar year and for which the client representation remains open. As referenced in **Schedule 2**, the term "inactive representation" means an entity listed as a client in Morrison & Foerster's conflicts search system to whom time was posted (a) during the 2022, 2023, or 2024 calendar years, but not the 2025 calendar year, or (b) during the 2022, 2023, 2024 or 2025 calendar years, but for which the client representation has been closed. **Schedule 2** does not disclose connections to "co-clients" if such entities are not otherwise clients with an "active representation" or an "inactive representation." If a Morrison & Foerster

Interested Parties are or may be currently represented by Morrison & Foerster. Based on the results of this search, and through direct inquiries with Morrison & Foerster attorneys, Morrison & Foerster determined that the representation of the Interested Parties disclosed on **Schedule 2** hereto concerned matters in which such clients were not adverse to the Debtors, the Debtors' estates, or the members of the Committee.

15. For the avoidance of doubt, Morrison & Foerster will not commence a cause of action in these Chapter 11 Cases against the entities listed on **Schedule 2** that are clients with an "active representation" (including entities listed below under the "Specific Disclosures" section of this Declaration) unless Morrison & Foerster has an applicable waiver on file or first receives a waiver from such entity allowing Morrison & Foerster to commence such an action. To the extent that a waiver does not exist or is not obtained from such entity, and it is necessary for the Committee to commence an action against that entity, the Committee will be represented in such particular matter by conflicts counsel.

16. Based on the conflicts search conducted to date and described herein, to the best of my knowledge, neither I, Morrison & Foerster, nor any partner or associate thereof, insofar as I have been able to ascertain, have any connection with the Debtors, their creditors, or any other parties in interest, their respective attorneys and accountants, the U.S. Trustee, any person employed by the U.S. Trustee, or any Bankruptcy Judge currently serving on the United States Bankruptcy Court for the Southern District of Texas, except as disclosed on **Schedule 2** or otherwise described herein.

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client was a "hit" for more than one Potential Interested Party Searched, then that representation is only disclosed once on **Schedule 2**.

SPECIFIC DISCLOSURES

17. As specifically set forth below and in the attached **Schedule 2**, Morrison & Foerster represents certain of the Potential Interested Parties in ongoing matters unrelated to the Debtors and these Chapter 11 Cases. None of the representations described herein are materially adverse to the interests of the Debtors' estates.

18. Morrison & Foerster currently represents, and has in the past represented, Angelo Gordon Asia LTD ("Angelo Gordon Asia"), which is an affiliate of (a) AG Centre Street Partnership LP and Angelo Gordon & Company LP, which are secured lenders of the Debtors and (b) AG Park Place LLC – Series 1, one of the Debtors' landlords, in certain corporate and real estate matters. Morrison & Foerster's representations of Angelo Gordon Asia, in the aggregate, accounted for less than one percent of Morrison & Foerster's fee receipts for the 2024 calendar year. All of Morrison & Foerster's current and prior representations of Angelo Gordon Asia have been unrelated to the Debtors and these Chapter 11 Cases. In addition, Angelo Gordon Asia's engagement letter, dated February 8, 2024, provided a valid future conflicts waiver. I do not believe that Morrison & Foerster's representation of Angelo Gordon Asia precludes Morrison & Foerster from meeting the disinterestedness standard under the Bankruptcy Code.

19. Morrison & Foerster currently represents, and has in the past represented, Blue Owl Capital Inc. ("Blue Owl"), which is an affiliate of Committee member Project Evergreen WA LLC, in certain finance-related matters. Morrison & Foerster's representations of Blue Owl, in the aggregate, accounted for less than one percent of Morrison & Foerster's fee receipts for the 2024 calendar year. All of Morrison & Foerster's current and prior representations of Blue Owl have been unrelated to the Debtors and these Chapter 11 Cases. I do not believe that Morrison & Foerster's representation of Blue Owl precludes Morrison & Foerster from meeting the disinterestedness standard under the Bankruptcy Code. Morrison & Foerster also has certain current and prior representations of other clients that are unrelated to the Debtors and these Chapter 11 Cases that may be adverse to affiliates of Blue Owl. I do not believe that these representations preclude Morrison & Foerster from meeting the disinterestedness standard under the Bankruptcy Code.

20. Morrison & Foerster has in the past represented Paladin Technologies Inc. ("Paladin"), which is a Committee member, in certain corporate matters. The last of these matters was formally closed in December 2024. Morrison & Foerster's representations of Paladin, in the aggregate, accounted for less than one percent of Morrison & Foerster's fee receipts for the 2024 calendar year. All of Morrison & Foerster's current and prior representations of Paladin have been unrelated to the Debtors and these Chapter 11 Cases. I do not believe that Morrison & Foerster's representation of Paladin precludes Morrison & Foerster from meeting the disinterestedness standard under the Bankruptcy Code.

21. Morrison & Foerster currently represents, and has in the past represented, Amazon Web Services Inc. and certain of its affiliates (collectively "Amazon"), a material supplier and vendor in these Chapter 11 Cases, in a variety of its matters. Morrison & Foerster's representations of Amazon, in the aggregate, accounted for more than one percent of Morrison & Foerster's fee receipts for the 2024 calendar year. All of Morrison & Foerster's current and prior representations of Amazon have been unrelated to the Debtors and these Chapter 11 Cases. I do not believe that Morrison & Foerster's representation of Amazon precludes Morrison & Foerster from meeting the disinterestedness standard under the Bankruptcy Code.

22. Morrison & Foerster currently represents, and has in the past represented, United States Parcel Service Inc. ("UPS"), an affiliate of UPS Supply Chain Solutions Inc., which is a material supplier and vendor in these Chapter 11 Cases, in a variety of its matters. Morrison & Foerster's representations of UPS, in the aggregate, accounted for less than two percent of Morrison & Foerster's fee receipts for the 2024 calendar year. All of Morrison & Foerster's current and prior representations of UPS have been unrelated to the Debtors and these Chapter 11 Cases. I do not believe that Morrison & Foerster's representation of UPS precludes Morrison & Foerster from meeting the disinterestedness standard under the Bankruptcy Code.

STATEMENT REGARDING U.S. TRUSTEE GUIDELINES

23. The following is provided in response to the request for additional information set forth in Paragraph D.1 of the U.S. Trustee Guidelines:

Question 1:	Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement?
Response:	Morrison & Foerster has agreed to defer payment of 10% of its total compensation to the Court's approval of a final fee application to be filed by Morrison & Foerster in these Chapter 11 Cases.

Question 2: Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case?

Response: No.

Question 3: If you represented the client in the 12 months prepetition, disclose your billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If your billing rates and material financial terms have changed postpetition, explain the difference and the reasons for the difference.

Response: Morrison & Foerster did not represent the Committee prior to these Chapter 11 Cases.

Question: 4 Has your client approved your prospective budget and staffing plan, and, if so for what budget period?

Response: The Committee and Morrison & Foerster expect to develop a prospective budget and staffing plan to comply with the U.S. Trustee's requests for information and additional disclosures, and any other orders of the Court, recognizing that in the course of these Chapter 11 Cases there may be unforeseeable fees and expenses that will need to be addressed by the Committee and Morrison & Foerster.

AFFIRMATIVE STATEMENT OF DISINTERESTEDNESS

24. Based on the conflicts search conducted to date and described herein, to the best of my knowledge and insofar as I have been able to ascertain, (a) I believe that Morrison & Foerster is a "disinterested person" within the meaning of Section 101(14) of the Bankruptcy Code, as required by Section 328 of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtors, their estates, their creditors, or the Committee and the members thereof; (b) Morrison & Foerster does not represent any entity having an adverse interest in connection with the Chapter 11 Cases as required by Section 1103 of the Bankruptcy Code; and (c) Morrison & Foerster has no connection to the Debtors, their estates, their creditors, the Committee, and the members thereof, or other parties in interest except as disclosed herein.

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

Date: August 28, 2025

/s/ Lorenzo Marinuzzi
Lorenzo Marinuzzi

Schedule 1

The following lists contain the names of the reviewed entities as described more fully in the *Declaration of Lorenzo Marinuzzi in Support of Application of the Official Committee of Unsecured Creditors of RunItOneTime LLC,* et al.*, for Entry of an Order Authorizing the Emplyoment and Retention of Morrison & Foerster LLP as Counsel Effective as of July 29, 2025* (the "Marinuzzi Declaration"). Where the names of the entities reviewed are incomplete or ambiguous, the scope of the search was intentionally broad and inclusive, and Morrison & Foerster LLP reviewed each entity in its records, as more fully described in the Marinuzzi Declaration, matching the incomplete or ambiguous name.

List of Potential Interested Parties

(See attached)

1. Debtors

RUNITONETIME LLC
MAVERICK ELKO LLC
MAVERICK NV LLC
MAVERICK WENDOVER LLC
CCI LEASING LLC
WENDOVER TRANSPORTATION, LLC
UTAH TRAILWAYS CHARTER BUS COMPANY, LLC
CASINO CARAVANS, INC.
MAVERICK DESIGN LLC
E.GADS, LLC
MAVERICK COLORADO LLC
MAVERICK Z CASINOS LLC
COLORADO MG 1031 LLC
MAVERICK WASHINGTON LLC
MAVERICK GOLD LLC
MAVERICK ROMAN LLC
MAVERICK AMERICAN LLC
MAVERICK INDIANOLA LLC
MAVERICK CARIBBEAN LLC
MAVERICK WIZARDS LLC
MAVERICK EVERGREEN LLC
MAVERICK ALL STAR LLC
15743 AMBAUM LLC
MAVERICK ACQUISITIONS CANADA ULC
MYERS LLC
NEVADA GOLD & CASINOS, INC
SKYWAY CENTER LLC
THE ROYAL CLUB LIMITED LIABILITY COMPANY
GREAT AMERICAN GAMING CORPORATION
NG WASHINGTON II HOLDINGS, LLC
NG WASHINGTON, LLC
NG WASHINGTON III, LLC
NG WASHINGTON II, LLC
EVERGREEN ENTERTAINMENT CORPORATION
GRAND CENTRAL PROPERTIES TUKWILA LLC
GRAND CENTRAL CASINO, INC.
GRAND CENTRAL PROPERTIES TACOMA LLC
PAIR O' DICE INVESTMENTS LLC
GRAND CENTRAL PROPERTIES EVERETT LLC
WASHINGTON GAMING, INC.
14040 GAMING, LLC
GAMING CONSULTANTS, INC
GAMING MANAGEMENT, INC
PUGET SOUND GAMING, LLC
RIVERSIDE CASINO, INC
EPSTEIN GAMING LLC
LA CENTER GAMING, LLC
PETE'S FLYING ACES, INC.
TACOMA CASINO, L.L.C.
MAVERICK KIRKLAND LLC
MAVERICK KIRKLAND II LLC
MAVERICK TUKWILA LLC
MAVERICK LAKEWOOD LLC
MAVERICK YAKIMA LLC
WENDOVER RESORTS OPERATOR, LLC
RED GARTER OPERATOR, LLC
WENDOVER NUGGET OPERATOR, LLC
ELKO RESORTS OPERATOR, LLC
GOLD COUNTY OPERATOR, LLC
RED LION OPERATOR, LLC
HIGH DESERT OPERATOR LLC
COLORADO RESORTS OPERATOR LLC
JOHNNY Z CASINO OPERATOR LLC
GRAND Z CASINO OPERATOR LLC
Z CASINO BLACK HAWK OPERATOR LLC
RUNITONETIME LLC
MAVERICK POKER OPERATOR LLC
RUNITONETIME TEXAS LLC
RUNITONETIME HOLDCO, INC.

2. Non-Debtor Affiliates

GRAND Z'S PROMOTIONAL ASSOCIATION, LLC
JAN'S TAVERN LLC
JOHNNY Z'S PROMOTIONAL ASSOCIATION, LLC
R PLACE TRUCK STOP JV, LLC
Z'S PROMOTIONAL ASSOCIATION, LLC
EGADS DE MEXICO SA DE CA

3. Debtors' Previous Names, Predecessors, and Related Entities

EVERGREEN GAMING CORPORATION
MAVERICK LOUISIANA LLC
WENDOVER GAMING LLC
888 GAMING LLC
MAVERICK CASINOS LLC
MAVERICK GAMING HOLDCO, INC.
MAVERICK GAMING LLC

4. Debtors' Restructuring and Other Significant Professionals

BUTLER SNOW LLP
GLC ADVISORS & CO., LLC
HUNTON ANDREWS KURTH LLP
KPMG LLP
KROLL, LLC
LATHAM & WATKINS LLP
PORTAGE POINT PARTNERS LLP

5. Major Equity Holders[1]

BORDEN LP

6. Current and Former Officers and Directors

BACIGALUPI, JASON
BELL, JENNIFER
BELTRAM, JUSTIN
DAILEY, JOHN
DOUGHTERTY, DENNIS
HUANG, AARON
MILLER, BRYAN
PERSSON, ERIC
SEERY, JEFF

7. Independent Directors

KELLER, TOBIAS
MCCALL, STEVE
PERKINS, LAWRENCE

8. Trustees, Agents, and Other Secured Parties

4240944 MANITOBA LIMITED
ABBOTT ABBVIE MULTIPLE EMPLOYER PENSION PLAN TRUST
ABBOTT LABORATORIES ANNUITY RETIREMENT TRUST
AG CATALOOCHEE, L.P.
AG CC FUNDING I, LTD.
AG CC FUNDING II, LTD.
AG CENTRE STREET PARTNERSHIP, L.P.
AG CORPORATE CREDIT OPPORTUNITIES FUND, L.P.
AG MM, L.P.
AG SUPER FUND MASTER, L.P.
ALTER DOMUS (US) LLC
AMCON DISTRIBUTING COMPANY
ANGELO, GORDON & CO., L.P.

[1] For purposes of this list, major equity holders are considered to be persons or entities who hold in excess of 1% of the Debtors' equity securities. To the extent the identities of such holders are later revealed through other avenues, such as periodic securities filings, this list will be updated to reflect the names of such holders.

ANKURA TRUST COMPANY, LLC
BANK OF NEVADA
BARCLAYS BANK PLC
BLACKROCK
BLACKROCK CAPITAL ALLOCATION TERM TRUST
BLACKROCK COLLECTIVE FUND
BLACKROCK GLOBAL ALLOCATION FUND AUST
BLACKROCK GLOBAL ALLOCATION FUND, INC.
BLACKROCK GLOBAL ALLOCATION PORTFOLIO OF BLACKROCK SERIES FUND, INC.
BLACKROCK GLOBAL ALLOCATION V.I. FUND OF BLACKROCK VARIABLE SERIES FUNDS, INC.
BLACKROCK GLOBAL LONG/SHORT CREDIT FUND OF BLACKROCK FUNDS IV
BLACKROCK STRATEGIC GLOBAL BOND FUND, INC.
BLACKROCK TOTAL RETURN BOND FUND
BLACKROCK TOTAL RETURN FUND OF BLACKROCK BOND FUND, INC.
BLAIR FUNDING LLC
BRIGHTHOUSE FUNDS TRUST II - BLACKROCK BOND INCOME PORTFOLIO
BRUNSWICK BOWLING PRODUCTS, LLC
C T CORPORATION SYSTEM
CERBERUS CAPITAL MANAGEMENT, L.P.
CERBERUS CORPORATE CREDIT FUND, L.P.
CLIFFORD FAMILY TRUST
COMMERCE BANK OF WASHINGTON
BLACKROCK STRATEGIC INCOME OPPORTUNITIES PORTFOLIO OF BLACKROCK FUNDS V
CERBERUS CAPITAL MANAGEMENT, L.P.
DEUTSCHE BANK AG NEW YORK BRANCH
DRYDEN 104 CLO, LTD.
DRYDEN 105 CLO, LTD.
DRYDEN 106 CLO, LTD.
DRYDEN 108 CLO, LTD.
DRYDEN 109 CLO, LTD.
DRYDEN 112 CLO, LTD.
DRYDEN 113 CLO, LTD.
DRYDEN 37 SENIOR LOAN FUND
DRYDEN 38 SENIOR LOAN FUND
DRYDEN 40 SENIOR LOAN FUND
DRYDEN 41 SENIOR LOAN FUND
DRYDEN 42 SENIOR LOAN FUND
DRYDEN 43 SENIOR LOAN FUND
DRYDEN 45 SENIOR LOAN FUND
DRYDEN 49 SENIOR LOAN FUND
DRYDEN 50 SENIOR LOAN FUND
DRYDEN 53 CLO, LTD.
DRYDEN 54 SENIOR LOAN FUND
DRYDEN 55 CLO, LTD.
DRYDEN 58 CLO, LTD.
DRYDEN 60 CLO, LTD.
DRYDEN 61 CLO, LTD.
DRYDEN 64 CLO, LTD.
DRYDEN 65 CLO, LTD.
DRYDEN 68 CLO, LTD.
DRYDEN 70 CLO, LTD.
DRYDEN 72 CLO, LTD.
DRYDEN 75 CLO, LTD.
DRYDEN 76 CLO, LTD.
DRYDEN 77 CLO, LTD.
DRYDEN 78 CLO, LTD.
DRYDEN 80 CLO, LTD.
DRYDEN 83 CLO, LTD.
DRYDEN 85 CLO, LTD.
DRYDEN 86 CLO, LTD.
DRYDEN 87 CLO, LTD.
DRYDEN 90 CLO, LTD.
DRYDEN 92 CLO, LTD.
DRYDEN 93 CLO, LTD.
DRYDEN 94 CLO, LTD.
DRYDEN 95 CLO, LTD.
DRYDEN 97 CLO, LTD.
DRYDEN 98 CLO, LTD.
FINANCE UNLIMITED, LLC
FIRST AMERICAN TITLE INSURANCE COMPANY
FIXED INCOME OPPORTUNITIES NERO, LLC
GBANK
GREAT ELM CAPITAL CORP.
GREAT ELM GROUP
GROOVE FINANCIAL SERVICES
HARTFORD LOW DURATION HIGH INCOME FUND
HG VORA CAPITAL MANAGEMENT, LLC

HG VORA OPPORTUNISTIC CAPITAL MASTER FUND LP
HG VORA SPECIAL OPPORTUNITIES MASTER FUND, LTD.
IMAGE FINANCE LLC
INTERNAL REVENUE SERVICE - CCP LIEN UNIT
JNL/BLACKROCK GLOBAL ALLOCATION FUND
KING STREET CAPITAL MANAGEMENT LP
KING STREET EUROPE
KITSAP BANK
LEXICON BANK
LVIP BLACKROCK GLOBAL ALLOCATION FUND
MIDOCEAN CREDIT CLO II
MIDOCEAN CREDIT CLO III
MIDOCEAN CREDIT CLO IX
MIDOCEAN CREDIT CLO VI
MIDOCEAN CREDIT CLO VIII
MIDOCEAN CREDIT CLO X
MIDOCEAN CREDIT FOCUS FUND I L.P.
MIDOCEAN CREDIT OPPORTUNITY MASTER FUND, L.P.
MIDOCEAN MULTI ASSET CREDIT FUND LP
MIDOCEAN PARTNERS
MULTI-CREDIT CAPITAL HOLDINGS 2 LIMITED
NEVADA FIRST BANK
NEVADA STATE BANK
NEWARK BSL CLO 1, LTD.
NEWARK BSL CLO 2, LTD.
PERMIRA ADVISERS LLP
PRUDENTIAL BANK LOAN FUND OF THE PRUDENTIAL TRUST COMPANY COLLECTIVE TRUST
PGIM ETF TRUST - PGIM FLOATING RATE INCOME ETF
PRUDENTIAL FINANCIAL
PRUDENTIAL INVESTMENT PORTFOLIOS, INC. 14 - PGIM FLOATING RATE INCOME FUND
ROCKFORD TOWER CLO 2017-1, LTD.
ROCKFORD TOWER CLO 2017-2, LTD
ROCKFORD TOWER CLO 2017-3, LTD.
ROCKFORD TOWER CLO 2018-1, LTD.
ROCKFORD TOWER CLO 2018-2, LTD.
ROCKFORD TOWER CLO 2019-1, LTD.
ROCKFORD TOWER CLO 2019-2, LTD.
ROCKFORD TOWER CLO 2020-1, LTD.
ROCKFORD TOWER CLO 2021-1, LTD.
ROCKFORD TOWER CLO 2021-2, LTD.
ROCKFORD TOWER CLO 2021-3, LTD.
ROCKFORD TOWER CLO 2022-1, LTD.
ROCKFORD TOWER CREDIT FUNDING I, LTD.
STRATEGIC INCOME OPPORTUNITIES BOND FUND - (BLACKROCK)
TBK BANK, SSB
THE HARTFORD FLOATING RATE FUND
THE HARTFORD STRATEGIC INCOME FUND
TPG PARTNER HOLDINGS, U.S. BANK N.A.
WELLINGTON ASSET MANAGEMENT
WELLINGTON MULTI-SECTOR CREDIT FUND
WELLINGTON TRUST COMPANY, NATIONAL ASSOCIATION MULTIPLE COMMON TRUST FUNDS TRUST BANK LOAN PORTFOLIO
WELLS FARGO BANK, N.A.

9. **Top 30 Unsecured Creditors**

AG PARK PLACE LLC - SERIES 1
ARISTOCRAT TECHNOLOGIES INC.
CANON FINANCIAL SERVICES, INC.
CITY OF CENTRAL
CITY OF MOUNTLAKE TERRACE
CITY OF SHORELINE
EVANS, DAVON D/B/A CLEANCO BINS LLC
EVERI GAMES INC
GALAXY GAMING
GIBSON, DUNN & CRUTCHER LLP
HARRIS MANUFACTURING INC.
IGT
INTERBLOCK USA LC
JEFDER MAINTENANCE SERVICES INC
KING COUNTY TREASURY
KONE INC.
KUO KAU PAPER PRODUCTS CO., LTD.

LITTLER MENDELSON PC
PALADIN TECHNOLOGIES INC.
PIERCE COUNTY ASSESSOR-TREASURER D/B/A PIERCE COUNTY FINANCE
PROJECT EVERGREEN WA LLC
RXBENEFITS, INC.
SONESTA RL HOTELS FRANCHISING, INC.
STARBUCKS CORP.
SUNIC'S INC. D/B/A SUN FOOD TRADING CO.
SWIRE PACIFIC HOLDINGS, INC. D/B/A SWIRE COCA-COLA, USA
SYSCO DENVER
SYSCO INTERMOUNTAIN
SYSCO SEATTLE
TEKLINKS INC D/B/A C SPIRE BUSINESS

10. <u>Material Suppliers and Vendors</u>

BROADVIEW NETWORKS INC
1099 PRO LLC
1207 NORTH 152ND ST LLC DBA THE SEATTLE SCOTTISH RITE TEMPLE
192ND PACIFIC PROPERTIES
360TRAINING.COM, INC
A&I HARDWARE SERIES LLC
A.J.R. EQUITIES, INC.
A-1 ALCOHOL & DRUG COLLECTIONS LLC
AA SLOTS LLC DBA AA SLOT REPAIR
ABS BUSINESS DATA, LLC
ACCESS INFORMATION INTERMEDIATE HOLDINGS I LLC
ACRES 4.0
ADVANCED INVENTORY MANAGEMENT SOLUTIONS LLC
AGILYSYS, INC
AINSWORTH GAME TECHNOLOGY INC
AJNC INDUSTRIES LLC DBA CWF
ALERIO TECHNOLOGY GROUP
ALLITIX INC
ALPINE SPRINGS BOTTLED WATER, LLC
ALSCO - DENVER LINEN
AMAZON
AMERICAN AIR FILTER COMPANY DBA AAF INTERNATIONAL
AMERICAN HOTEL REGISTER COMPANY
AMERICAN PRINTING
AMY D. DIETTE
ANHEUSER-BUSCH SALES OF WASHINGTON INC
AP GAMING II, INC DBA AGS LLC
APEX BACK OFFICE SOLUTIONS INC DBA APEXBOS
APEX ENGINEERING LLC
ARMANDO MARQUEZ DBA MARQUEZ PRO PAINTING SERVICES
ARMOR HOLDCO, INC DBA EQUINITI TRUST COMPANY
AROMA EXPERIENCES LLC DBA AROMA IMPRESSIONS
ASCAP
AV HOOD CLEANING LLC
AVALON GAMING, INC
AVERO LLC
B.C. CORNER LLC
BAINBRIDGE DISPOSAL INC
BAIR DISTRIBUTING, INC
BAKER COMMODITIES, INC
BALDWIN, STEVEN W.
BEAR ROBOTICS, INC.
BELLISSIMO DISTRIBUTION LLC DBA GRECO AND SONS WASHINGTON
BELTRAM, BRANDON D/B/A SEE MORE LLC
BERRY ENTERPRISES INC DBA SIERRA ELECTRONICS
BEVERAGE DISTRIBUTORS COMPANY LLC
BEVERAGE MANAGEMENT SYSTEMS INC
BIG DOG ENTERTAINMENT LLC
BLACH DISTRIBUTING CO
BLACK DIAMOND EXCAVATING
BLACKLINE SYSTEMS INC
BLANKENSHIP EQUIPMENT REPAIR INC
BOTTLING GROUP LLC DBA PEPSI BEVERAGES COMPANY
BRADY COMPANIES LLC
BREAKTHRU BEVERAGE NEVADA LLC

BRIMSTONE FIRE SAFETY MANAGEMENT LLC
BROADCAST MUSIC, INC BMI
BUCKHEAD MEAT OF DENVER, INC.
BUNN-O-MATIC
BUTLER SNOW LLP
BUYERS EDGE PLATFORM LLC DBA BUYERS EDGE PLATFORM OPCO, LLC
C.H. ROBINSON COMPANY, INC.
CALVIN PERKINS DBA A-P MECHANICAL BULLS
CANADIAN ART PRINTS & WINN DEVON ART GROUP INC.
CANON SOLUTIONS AMERICA INC.
CAPITOL DISTRIBUTING
CARRIER CORPORATION
CASINO NETWORK
CGRS INC
CHEF WORKS, INC
CHIN FAMILY LTD LIABILITY PARTNERSHIP
CHRISTOPHERSEN INC.
CINTAS CORPORATION NO.2
CLASSIC PRODUCTS CORP.
CLAYTON ACQUARIUM CORPORATION
CLINTON GOLF MANAGEMENT
COCA-COLA BOTTLING CO, YAKIMA & TRI-CITIES, INC
COHNREZNICK LLP
COHO DISTRIBUTING
COLORADO DEPARTMENT OF LABOR AND EMPLOYMENT
COLORADO DEPT OF PUBLIC HEALTH & ENVIRONMENT
COLUMBIA BASIN LLC DBA NORTHWEST CONTAINER RENTALS
COMMERCIAL LIGHTING SUPPLY
COMMTRAK CORPORATION
CONCEPT 3
CONTEMPORARY INC.
COORS DISTRIBUTING
CORBY HALL
CORY SELLE
COVINGTON TRAVEL SERVICE INC DBA COVINGTON TRAVEL
CROPSTICKS INC
CROWN PAPER & SUPPLY
CSESCO INC
CUMMINS-ALLISON CORP
CUSTOM'S Y'S LLC DBA THREADS
DATA FINANCIAL INC
DE LAGE LANDEN FINANCIAL SERVICES, INC DBA CISCO SYSTEMS CAPITAL CORP
DE LAGE LANDON FINANCIAL SERVICES, INC DBA AS SERVICING AGENT FOR TOSHIBA FINANCIAL
DEL MONTE CAPITOL MEAT COMPANY, LLC DBA G&S PACKAGING SOLUTIONS
DELAHANT, JACK D/B/A SHADOW MOUNTAIN SIGN AND DESIGN
DENVER CUTLERY INC
DENVER SYRUP & BAR SUPPLY INC
DEPENDABLE JANITOR LLC
DESERT HILLS ELECTRIC, INC
DILLANOS COFFEE ROASTERS, INC
DONG HING MARKET
DOOR AND WINDOW GUARD SYSTEMS, INC. DBA DAWGS
DORMAKABA CANADA INC
DRAFT DOCTOR LLC
ECOLAB INC.
ECR SALES & SERVICE, INC
EDWARD DON & COMPANY HOLDINGS LLC
EE PRINTING LLC
ELITE MOBILE SHARPENING
ENVIRONMENTAL BIOTECH OF THE ROCKIES, INC. DBA BIOTECH SOLUTIONS INC.
EPD SERVICES INC
EQUIFAX INC. DBA PARADIGM NATIONAL CONSULTANTS LLC/HIRETECH
ERIC PERSSON
ERNST & YOUNG US LLP
ESPRESSO FIX
EVENTECTIVE INC.
EVERI PAYMENTS D/B/A CENTRAL CREDIT LLC
F&L MEARS INC DBA CASCADE SIGN & FABRICATION
FEDERAL BEVERAGE CONTROL OF COLORADO
FEDEX FREIGHT
FIRE PROTECTION INC
FIRST AMERICAN BANKCARD, INC.
FISHER & PHILLIPS LLP
FORMAGRID INC DBA AIRTABLE
FRESHAIR SENSOR LLC
FUNSPACE TECHNOLOGY COMPANY LIMITED

GAC MANAGEMENT LP
GAMETT & KING CPA
GAMING ARTS LLC
GARDA CL NORTHWEST, INC.
GCF BACKFLOW SERVICES
GEM STATE PAPER & SUPPLY CO
GENESIS CONSTRUCTION INC
GENESIS GAMING SOLUTIONS INC.
GENO ANTHONY RUSKE
GLACIER REFRIGERATION, INC
GOLDEN FORTUNE TECHNOLOGY CO., LTD.
GOOD TO GO
GRAINGER
GRAPHIC CONTROLS ACQUISITION CORP. DBA GRAPHIC CONTROLS
GRAPHIC DISPLAY INC.
GREAT BASIN BEVERAGE LLC
GUARDIAN SECURITY SYSTEMS, INC
HD SUPPLY FACILITIES MAINTENANCE LTD
HOLD ON NOW, INC
HOLSINGER LAW LLC
HOME DEPOT CREDIT SERVICES
HONGYI FIRM CORPORATION
HOOD AND DUCT CLEANING LLC
HUGHES, EARL
HYPERION WHOLESALE
IMAGE 38
IMAGE MEDIA
INCREDIBLE TECHNOLOGIES INC
INFINITY FENCE, LLC
INSIDE TRACK LLC
INSIGHT ENTERPRISES INC
INTEGRATO, LLC
INTERSECTION MEDIA LLC
INTERSTATE FIRE SALES AND SERVICES, LLC DBA STATEFIRE DC SPECIALTIES
IRIS GROUP HOLDINGS LLC DBA EVERON, LLC
IRON CHEST GAMING
IRON MOUNTAIN
JAMES KING ROOFING LLC
JAMESON PEPPLE CANTU PLLC
J-CORP DEVELOPMENT, INC
JOE HAND PRODUCTIONS DBA ONTAP SPORTS
JOHNSON CONTROLS INC DBA SECURITY SOLUTIONS
KEC LLC
KIBBLE & PRENTICE HOLDING COMPANY DBA USI INSURANCE SERVICES NW
KING BEVERAGE INC
KING'S ORIENTAL FOODS CO., LTD DBA KING'S ORIENTAL FOODS
KKT CORPORATION DBA MONO ROOFTOP SOLUTIONS
KLAUDTS CASH REGISTER
KUBAT EQUIPMENT & SERVICE CO., INC
KUUSOFT SOFTWARE CORP DBA KUUSOFT CORP
LAKEWOOD CHAMBER OF COMMERCE
LAN INVESTMENTS LLC
LANDRY HOLDINGS LLC, DBA CASINOTECH
LARSEN, KELLY M D/B/A BLUEBIRD GRAPHICS
LAS VEGAS MUTUAL TRADING
LEHRER'S FLOWERS
LEI, YUZHEN D/B/A WU TRADING
LEWIS ROCA ROTHGERBER CHRISTIE LLP
LEXISNEXIS RISK SOLUTIONS FL INC
LIBERTY DISTRIBUTING, INC
LNW GAMING, INC FKA SG GAMING,INC
LOOMIS
LOTUS JUO DBA MINUTEMAN PRESS WESTMINSTER
LOUIE EAST LLC DBA EVERGREEN GRANITE & CABINET
LOUIE J LOPEZ DBA JENO'S REFRIGERATION LLC
LOWE'S COMPANIES, INC. DBA LOWE'S HOME CENTERS, LLC
LUCKY SEAFOOD, LLC
LYNCO DISTRIBUTION DBA LYNCO PRODUCTS
MARINESYNC CORPORATION
MCDONALD FARMS ENTERPRISES INC
MENDENHALL EQUIPMENT CO
MERIT ELECTRIC INC.
MERYDYAN TECHNOLOGIES LLC
MIDWEST MOTOR SUPPLY CO. INC DBA KIMBALL MIDWEST
MOOD MEDIA NORTH AMERICA HOLDINGS CORP DBA MUZAK DBA MOOD MEDIA
MOSS HOODS INC. D/B/A HOODZ OF DENVER
MOUNTAIN ALARM FIRE & SECURITY

MTECH MECHANICAL TECHNOLOGIES GROUP INC
MUNNWORKS LLC
NATHAN DREW DBA SEATTLE TINT & GRAPHICS
NATIONAL CONSTRUCTION RENTALS, INC DBA NATIONAL RENT A FENCE
NATURAL WAVE-RC INC
NEVADA BOARD FOR THE REGULATION OF LIQUEFIED PETROLEUM GAS DBA NEVADA LP-GAS BOARD
NEVADA BY PRODUCTS DBA RENO RENDERING COMPANY
NEVADA LOGOS, LLC
NEW CARBON COMPANY LLC DBA GOLDEN MALTED
NEW LEVEL RADIO INC
NORCO INC
NRT TECHNOLOGIES INC
NUCO2 INC
OFF MADISON AVE, LLC D/B/A LIGHTHOUSEPE
OFFICE DEPOT INC
OLYMPIC EAGLE DISTRIBUTING
ON-PRESS PRINTING SERVICES, INC.
ONSAGER, WERNER & OBERG PLC
ORC WATER PROFESSIONALS INC
OSLER HOSKIN & HARCOURT LLP
OTIS WORLDWIDE CORPORATION
OWEN GAUPE D/B/A PILGRIMS CLEANING SERVICE
PARADIGM TABLE GAMES INC
PARAMOUNT UNIFORM CO INC T/A FORMAL DIMENSIONS
PARTS TOWN LLC
PASSPORT TECHNOLOGY USA, INC
PATRIOT CORPORATION
PATRIOT GAMING & ELECTRONICS INC
PITNEY BOWES DBA PURCHASE POWER
POS SUPPLY SOLUTIONS INC
PRECISION POWER
PRINCESS SWEETS AND BALLOON DECOR
PRINT N COPY CENTER INC
PUGET SOUND REGIONAL FIRE AUTHORITY
QUALITY KARAOKE CORPORATION
QUANTUM ELECTRIC, LLC
RAMBLIN EXPRESS INC
RASCAL SERVICES LLC
RED BULL DISTRIBUTION COMPANY INC
REFRIGERATION UNLIMITED LLC DBA SEA TEMP
RELLS FIRE PROTECTION INC
RELX INC. DBA LEXISNEXIS, A DIVISION OF RELX INC.
REPUBLIC NATIONAL DISTRIBUTING CO LLC
RISE & SHINE BAKERY LLC
RISING GLORY INTERNATIONAL CO., LTD
ROBERT PARKER DBA CASCADE PACIFIC VENTURES LLC
ROGER FULLER DBA DYNASTY GAMES
ROGERS, SCOTT
ROLLINS, INC. DBA ORKIN, LLC
RON DAWSON DBA KATCHEES BUSINESS FORMS, ETC
ROXIE GLASS INC DBA ROXY GLASS
ROYAL BUYING GROUP INC
ROYAL CREST DAIRY INC
RUBY MOUNTAIN NATURAL SPRING WATER
RW SMITH & CO DBA TRIMARK
SAUNDERS OUTDOOR ADVERTISING
SCHINDLER ELEVATOR CORPORATION
SCIENTIFIC GAMING BALLY GAMING INC/ BALLY TECHNOLOGIES
SEGA SAMMY CREATION USA INC
SELECT PORTFOLIO SERVICING INC
SERTA SIMMONS BEDDING LLC
SFP HOLDING INC
SIB DEVELOPMENT & CONSULTING , INC. DBA SIB FIXED COST REDUCTION COMPANY LLC
SIERRA MEAT COMPANY
SIGNS PLUS
SILVER STATE STAMPEDE ASSOCIATION INC.
SK PRODUCE CO INC DBA ASIA DISCOUNT CENTER
SNOHOMISH HEALTH DISTRICT
SNO-KING AMATEUR HOCKEY
SNYDER SERVICES, INCORPORATED DBA SNYDER MECHANICAL
SO LLC D/B/A EAGLE PROMOTION
SOFTWARE ONE INC
SOTF LLC DBA SUPPLIES ON THE FLY
SOURCE 4 INDUSTRIES, INC

SOUTHERN GLAZER'S WINE & SPIRITS OF NEVADA DBA SOUTHERN GLAZER'S WINE AND SPIRITS OF NEVADA LLC
SOUTHERN GLAZER'S WINE & SPIRITS OF WASHINGTON
SOUTHERN IDAHO RV & MARINE, LLC
SPECIALTY GIFTS & DESIGNS
SPORTS DIRECT, LLC
SPORTSCARDS OF WASHINGTON INC. DBA MILL CREEK SPORTS
STANDARD TEXTILE COMPANY INC
STAPLES BUSINESS CREDIT
STERICYCLE DBA SHRED-IT
STEVE BEYER PRODUCTIONS, INC.
STRATEGY9 INC
SUNKIST GRAPHICS INC.
SUNSET & GREEN VALLEY INC DBA LEE'S DISCOUNT LIQUOR
SUTTON, JANETTE
SUZOHAPP GAMING SOLUTIONS INC
SYSCO GUEST SUPPLY, LLC D/B/A GUEST WORLDWIDE
SYSTECH SOLUTIONS, INC.
TCS JOHN HUXLEY AMERICA INC
TED ALEXANDER VEACH DBA VEACH CONSULTING ENGINEERS LLC
TERRY'S PUMPIN & POTTIES
THE ADT SECURITY CORPORATION DBA ADT COMMERCIAL LLC
THE CHEFS' WAREHOUSE WEST COAST, LLC
THE ODOM CORPORATION
THE PRINTER INC
THREE BROTHERS PRINTING
THYSSENKRUPP ELEVATOR CORPORATION
TJOSSEM PROPERTIES VI, LLC
TKS SERVICES
TRUE WORLD FOODS SEATTLE LLC
TRUVANTIS, INC.
UPS SUPPLY CHAIN SOLUTIONS INC
VESTIS F/K/A ARAMARK
VITAL RECORDS HOLDINGS, LLC DBA VRC COMPANIES
VOGUE LINEN SUPPLY & UNIFORM RENTAL
VSR INDUSTRIES INC
WALTER E NELSON OF WESTERN WASHINGTON
WASHINGTON ALARM INC
WATERTECH, INCORPORATED
WESTERN MECHANICAL CONTRACTORS
WESTERN NEVADA SUPPLY CO
WESTERN PAPER DISTRIBUTORS
WHITE IVORY ELEPHANT TECHNOLOGIES CORPORATION
WIRETECH LLC
WORLD TAVERN ENTERTAINMENT
WORLD TRAVEL INC
WORLD WIDE WEB DISTRIBUTION DBA PREMIER HOTEL AND CASINO PRODUCTS
WYLIE EDWARDSON D/B/A ALL SEASON CARPET CLEANING
XPRESSHRED LLC
YOUNG ELECTRIC SIGN COMPANY D/B/A YESCO OUTDOOR MEDIA
YOUNGS MARKET COMPANY
ZKG LLC DBA CLEAN-MART
ZUVID SURVEILLANCE

11. Major Customers

4WALL ENTERTAINMENT
ACCEL ENTERTAINMENT
AGS LLC
BALLYS TWIN RIVER
BOYD DEVELOPMENT
CANNERY CASINO
CARMA
CRANE CONSTRUCTION COMPANY, LLC
FHR COLORADO LLC
FIT FACTORY EVENTS USA D/B/A COOL EVENTS, LLC
GILA RIVER RESORTS AND CASINOS
GOLDEN CIRCLE
GRAND CASINO
GRATON
IMC CONSTRUCTION
INTERNATIONAL GAME TECHNOLOGY
JUNIOR ACHIEVEMENT OF SOUTHERN NEVADA
KONAMI GAMING, INC.
LIGHT & WONDER
PENN NATIONAL GAMING INC.
POTAWATOMI HOTEL CASINO
RED 7 VISUALS

RED ROCK CASINO
RESORT WORLD LAS VEGAS, LLC
S.A. RECYCLING
SAMS TOWN HOTEL AND CASINO
SAN MANUEL IND.BINGO & CASINO
SPOTLIGHT 29 CASINO
SPRINGS PRESERVE
SUZOHAPP GAMING SOLUTIONS INC
TCS JOHN HUXLEY AMERICA INC
THE AGENCY
THE D CASINO
THE GROVE MART - LAKE BLUFF
THE GROVE MART ELGIN
THE POINT CASINO & HOTEL
THE WHITING-TURNER CONTRACT CO.
TRI-LOGISTICS
TRUFUSION
TWIN PINES CASINO & HOTEL
VENETIAN HOTEL AND CASINO

12. <u>Third-Party Administrators</u>

CNA INSURANCE
DELTA DENTAL OF WASHINGTON
OPTUM BANK
PALOCITY HOLDING CORPORATION
PRUDENTRX
SYMETRA
SYMETRA LIFE INSURANCE COMPANY
UMR
VOYA RETIREMENT INSURANCE AND ANNUITY COMPANY D/B/A VOYA FINANCIAL
VSP

13. <u>Insurance Parties</u>

AFCO CREDIT CORPORATION
AFFILIATED FM INSURANCE COMPANY
ALLIED WORLD SURPLUS LINES INSURANCE COMPANY
AMERICAN BANKERS
AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA
ARCH SPECIALTY INSURANCE COMPANY
ASPEN SPECIALTY INSURANCE CO
AXIS SURPLUS INSURANCE COMPANY
CHUBB INSURANCE COMPANY
COBBS ALLEN CAPITAL, LLC D/B/A CAC SPECIALTY
CONTINENTAL CASUALTY COMPANY
CRUM & FORSTER SPECIALTY INSURANCE COMPANY
ENDURANCE AMERICAN SPECIALTY INSURANCE COMPANY
EVEREST NATIONAL INSURANCE COMPANY
GOTHAM INSURANCE COMPANY
GREAT AMERICAN INSURANCE COMPANY
LEXINGTON INSURANCE COMPANY
LLOYDS OF LONDON
NATIONAL FIRE INSURANCE COMPANY OF HARTFORD
NATIONAL INDEMNITY COMPANY
NAUTILUS INSURANCE COMPANY
QBE SPECIALTY INSURANCE COMPANY
SECURITY NATIONAL INSURANCE COMPANY
SOMPO
TECHNOLOGY INSURANCE COMPANY, INC
THE CONTINENTAL INSURANCE COMPANY
TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA
UNDERWRITERS AT LLOYDS
USI INSURANCE SERVICES
VALLEY FORGE INSURANCE COMPANY
WESTCHESTER SURPLUS LINES INSURANCE COMPANY
WESTERN WORLD INSURANCE COMPANY
AMERICAN BANKERS INSURANCE COMPANY OF FLORIDA
AMERICAN BANKERS ASSOCIATION

14. Taxing and Other Governmental Authorities

BENTON COUNTY (WA, USA)
CITY OF BLACK HAWK
CITY OF ELKO (NV, USA)
CITY OF KENNEWICK (WA, USA)
CITY OF KENT - UTILITY BILLING
CITY OF KIRKLAND - UTILITY BILLING
CITY OF LAKEWOOD (WA, USA)
CITY OF PASCO (WA, USA)
CITY OF SEATAC (WA, USA)
CITY OF TUKWILA (WA, USA)
CITY OF WENDOVER
CITY OF WEST WENDOVER (NV, USA)
CITY OF YAKIMA (WA, USA)
COLORADO DEPARTMENT OF GAMING
COLORADO DEPARTMENT OF REVENUE
DEPARTMENT OF THE TREASURY - INTERNAL REVENUE SERVICE
ELKO COUNTY (NV, USA)
FRANKLIN COUNTY (WA, USA)
GILPIN COUNTY (CO, USA)
ILLINOIS DEPARTMENT OF REVENUE
KING COUNTY (WA, USA)
KITSAP COUNTY (WA, USA)
NEVADA DEPARTMENT OF REVENUE
NEVADA DEPARTMENT OF TAXATION
NEVADA GAMING CONTROL BOARD
PIERCE COUNTY
SILVER DOLLAR METROPOLITAN DISTRICT
SNOHOMISH COUNTY (WA, USA)
TOOLE COUNTY (UT, USA)
WASHINGTON DEPARTMENT OF REVENUE
WASHINGTON STATE GAMBLING COMMISSION
YAKIMA COUNTY (WA, USA)

15. Landlords

BLUE OWL CAPITAL INC.
PROJECT EVERGREEN NV OWNER LLC
1207 LLC PARKING
1207 NORTH 152ND ST LLC DBA THE SEATTLE SCOTTISH-RITE TEMPLE
192ND PACIFIC PROPERTIES AND ROY R. TOLAND AND AUBREY V. TOLAND, HUSBAND AND WIFE
BC CORNER LLC
CHIN FAMILY PARTNERSHIP I, AS SUCCESSOR-IN-INTEREST TO CHIN PARTNERSHIP
DCR PROPERTY MANAGEMENT
GAC MANAGEMENT LLC
HEMMAT, ALLEN AND HEMMAT, SHARON
HILINE
KENNEWICK MINI STORAGE
LAN INVESTMENTS LLC
LIFEPOINT RCCH TRIOS HEALTH
LN BLACKRIVER
NELSON BUSINESS PARK LLC
OLD 99 PROPERTY GROUP LLC
PARKER, ROBERT DBA CASCADE PACIFIC VENTURES LLC
SAMANIEGO, SIMON
SCHNITZER PROPERTIES - NEVADA, LLC (F/K/A HARSCH INVESTMENT PROPERTIES-NEVADA, LLC)
SELECT PORTFOLIO SERVICING INC
SNO-KING AMATEUR HOCKEY ASSOCIATION, INC.
TCW LLC
TJOSSEM PROPERTIES VII, LLC
WALLACE PROPERTIES - MILL CREEK, LLC AS SUCCESSOR-IN-INTEREST TO TRI WEST NORTH CREEK PARTNERSHIP, ET AL.
WOODMONT 7 LLC

16. Litigation Counterparties and Their Counsel

BIRKLAND, CHRISTA
BRINKMAN, LANDON
CHANN, SOPHIPHAL
CLARENCE, SADIE
CURRAN LAW FIRM P.S.
DAVIES, JENNIFER
ENRIQUEZ, HECTOR
GMC 220TH LLC
GREEN & NORWOOD PLLC
KELLY, RAEANNE
LAYBOURN, MATTHEW
LE, THUY
LEEDY, SUE
LITTLE 3100, LLC
LITTLE FAMILY, LLC
LYNCH, TYLER
NEVADA EQUAL RIGHTS COMMISSION
NEVADA OSHA
NIKAZY, KIMBERLY
NYANNOR, OKYEREMAH
PATRIARCA, ALBERT
SATTER, GABRIEL
SMALL BUSINESS ADMINISTRATION OF THE UNITED STATES OF AMERICA
STEVENS, TIFFANY
THAI, AIMEE
TOUCH, KIM
UNITED STATES OF AMERICA
WHITEHALL, JOEL
WOODMONT 5, LLC
WYBLE, KEVIN

17. Other Professionals Representing Parties

BROWNSTEIN HYATT FABER SCHRECK, LLP
DENTONS
NORTON ROSE FULBRIGHT
ORRICK, HERRINGTON & SUTCLIFFE LLP
PORTER HEDGES
ROPES & GRAY LLP
WOMBLE BOND DICKINSON LLP

18. Unions

TEAMSTERS LOCAL UNION NO. 117
TEAMSTERS LOCAL UNION NO. 38
TEAMSTERS LOCAL UNION NO. 760
TEAMSTERS LOCAL UNION NO. 839

19. Utility Providers

ALDERWOOD WATER & WASTEWATER DISTRICT
BASIN DISPOSAL INC
BENTON PUD
BLACK HAWK CENTRAL CITY SANITATION DISTRICT
BROADVIEW NETWORKS INC
CASCADE NATURAL GAS CORPORATION
CENTRACOM INTERACTIVE
CENTURYLINK
CHARTER COMMUNICATIONS DBA SPECTRUM BUSINESS
CITY OF RENTON UTILITY DIVISION
CITY OF SEATTLE PUBLIC UTILITIES
CITY OF TACOMA DBA TACOMA PUBLIC UTILITIES
COMCAST HOLDINGS CORPORATION DBA COMCAST BUSINESS COMMUNICATIONS, LLC
CONSOLIDATED MUTUAL WATER
COUNTY OF KITSAP DBA KITSAP COUNTY PUBLIC WORKS
COUNTY OF PIERCE
DIRECTV
DISRUPTIVE REVENUES INC DBA DISRUPTIVE REVENUES OF TACOMA LLC DBA SMASH MY TRASH
ELKO SANITATION COMPANY INC
FRANKLIN PUD

FRONTIER COMMUNICATIONS
GOTO TECHNOLOGIES USA, INC.
GRANITE TELECOMMUNICATIONS
GREAT PLAINS COMMUNICATIONS HOLDINGS LLC
HAROLD LEMAY ENTERPRISES, INC
HIGHLINE WATER DISTRICT
HYGIENE PROPANE SERVICES
KIVA ENERGY, INC
LAKEVIEW LIGHT & POWER
LAKEWOOD WATER DISTRICT
LAS VEGAS VALLEY WATER DISTRICT
MIDWAY SEWER DISTRICT
MITSUBISHI HC CAPITAL AMERICA DBA GROOVE ENTERTAINMENT TECH FINANCIAL SERVICES DBA CPA CUSTOMER PAY
MOON SECURITY SERVICES INC
NELSON BUSINESS PARK LLC
NETFORTRIS ACQUISITION COMPANY
NORTHSHORE UTILITY DISTRICT
NV ENERGY
PACIFICORP DBA PACIFIC POWER/ ROCKY MOUNTAIN POWER
PUGET SOUND ENERGY
RECOLOGY KING COUNTY
REPUBLIC SERVICES INC
SEATTLE CITY LIGHT
SILVERDALE WATER DISTRICT
SKYWAY WATER & SEWER DISTRICT
SNOHOMISH COUNTY PUD
SOUTHWEST GAS CORPORATION
SOUTHWEST GAS TRANSPORATION
SYMMETRY ENERGY SOLUTIONS LLC DBA CENTERPOINT ENERGY
TIGER NATURAL GAS INC
WALLACE PROPERTIES/MILLCREEK
WASTE MANAGEMENT
WELLS RURAL ELECTRIC COMPANY
WESTERN STATES PROPANE
WOODINVILLE WATER DISTRICT
XCEL ENERGY
YAKIMA WASTE SYSTEMS INC
ZIPLY FIBER

20. <u>United States Bankruptcy Judges for the Southern District of Texas (and Key Staff Members)</u>

CASTRO, ANA
CHAVEZ, JEANNIE
CONRAD, TRACEY
HOLDEN, SHANNON
HOUSE, AKEITA
ISGUR, MARVIN
JACKSON, AARON
LAWS, TYLER
LILA, YESENIA
LOPEZ, CHRISTOPHER M.
NORMAN, JEFFREY P.
PEREZ, ALFREDO R.
RODRIGUEZ, EDUARDO V.
SALDANA, ROSARIO
THOMAS-ANDERSON, SIERRA

21. <u>United States Trustee for the Southern District of Texas (and Key Staff Members)</u>

BARCOMB, ALICIA
CALUZA, ALETHEA
CHILTON, SAMANTHA
EPSTEIN, KEVIN M.
GARZA, VIANEY
GERHARD, IVETTE
HERSH, SUSAN B.
JIMENEZ, ANDREW
MOTTON, LINDA
NGUYEN, HA
OTTO, GLENN
RIVERA, YASMINE
RUFF, JAYSON B.
SALL, MILLIE APONTE
SAMKO-YU, ALINA
SIMMONS, CHRISTY
SMITH, GWEN
TRAVIS, CHRISTOPHER R.
WHITWORTH, JANA

Schedule 2

Name of Entity Searched	Name of Entity and/or Affiliate of Entity that is a Morrison & Foerster Client	Status
360TRAININGCOM INC	360TRAINING COM INC	Active Representation
AG CENTRE STREET PARTNERSHIP LP ANGELO GORDON & COMPANY LP	ANGELO GORDON ASIA LTD	Active Representation
AMAZON	AMAZON ASIA PACIFIC RESOURCES PRIVATE LTD AMAZON COM AMAZON COM SERVICES LLC AMAZON CONTENT SERVICES LLC AMAZON DEUTSCHLAND SERVICES GMBH AMAZON DIGITAL GERMANY GMBH AMAZON DIGITAL UK LTD AMAZON DATA SERVICES JAPAN GK AMAZON DIGITAL SERVICES PVT LTD AMAZON EU SARL AMAZON EUROPE CORE SARL AMAZON JAPAN GK AMAZON MEDIA EU SARL AMAZON WEB SERVICES EMEA SARL AMAZON WEB SERVICES INC AMAZON WEB SERVICES SINGAPORE PTE LTD	Inactive Representation Active Representation Active Representation Active Representation Active Representation Active Representation Active Representation Active Representation Active Representation Active Representation Active Representation Active Representation Active Representation Active Representation Active Representation Active Representation
AMERICAN BANKERS AMERICAN BANKERS ASSOCIATION	AMERICAN BANKERS ASSOCIATION	Active Representation
BARCLAYS BANK PLC	BARCLAYS BANK DELAWARE BARCLAYS BANK PLC	Inactive Representation Active Representation
BLACKLINE SYSTEMS INC	BLACKLINE, INC.	Active Representation
BLUE OWL CAPITAL INC	OWL ROCK CAPITAL CORP BLUE OWL CAPITAL INC.	Inactive Representation Active Representation

Name of Entity Searched	Name of Entity and/or Affiliate of Entity that is a Morrison & Foerster Client	Status
CERBERUS CAPITAL MANAGEMENT LP	CERBERUS ASIA PACIFIC ADVISORS II LTD.	Inactive Representation
CANON SOLUTIONS AMERICA INC	CANON MEDICAL SYSTEMS CORPORATION	Inactive Representation
CINTAS CORPORATION NO2	CINTAS CORP	Active Representation
CISCO SYSTEMS CAPITAL CORP	CISCO SYSTEMS INC	Active Representation
COBBS ALLEN CAPITAL LLC	COBBS ALLEN CAPITAL LLC	Inactive Representation
DENTONS	DENTONS GLOBAL ADVISORS ASG	Active Representation
DEUTSCHE BANK AG NEW YORK BRANCH	DEUTSCHE BANK SECURITIES INC DEUTSCHE BANK AG DEUTSCHE BANK AG TOKYO BRANCH DEUTSCHE BANK AG LONDON BRANCH	Inactive Representation Active Representation Active Representation Inactive Representation
ERNST & YOUNG US LLP	ERNST & YOUNG INC EY GLOBAL FINANCE INC ERNST & YOUNG LLP ERNST & YOUNG SERVICES PTY LTD	Active Representation Active Representation Inactive Representation Inactive Representation
FRONTIER COMMUNICATIONS CORP	FRONTIER COMMUNICATIONS CORP	Inactive Representation
FORMAGRID INC	FORMAGRID INC	Inactive Representation
GREAT AMERICAN INSURANCE CO	GREAT AMERICAN E & S INSURANCE CO	Inactive Representation
GREAT ELM CAPITAL CORP GREAT ELM GROUP INC	GREAT ELM CAPITAL MANAGEMENT INC.	Active Representation
IGT INTERNATIONAL GAME TECHNOLOGY INC	INTERNATIONAL GAME TECHNOLOGY INC	Inactive Representation

Name of Entity Searched	Name of Entity and/or Affiliate of Entity that is a Morrison & Foerster Client	Status
JOHNSON CONTROLS INC	JOHNSON CONTROLS INC	Active Representation
KING STREET EUROPE	KING STREET EUROPE LLP	Inactive Representation
KROLL LLC	KROLL LLC	Active Representation
LEXISNEXIS RELX INC	LEXISNEXIS GROUP LEXISNEXIS SPECIAL SERVICES INC RELX GROUP PLC RELX UK LTD	Active Representation Active Representation Active Representation Inactive Representation
LOWE'S COMPANIES, INC	LOWES COMPANIES INC	Inactive Representation
NORTON ROSE FULBRIGHT LLP	NORTON ROSE FULBRIGHT CANADA LLP	Inactive Representation
ORRICK HERRINGTON & SUTCLIFFE LLP	ORRICK HERRINGTON & SUTCLIFFE LLP	Inactive Representation
OSLER HOSKIN & HARCOURT LLP	OSLER HOSKIN & HARCOURT LLP	Active Representation
PALADIN TECHNOLOGIES INC	PALADIN TECHNOLOGIES INC	Inactive Representation
PENN NATIONAL GAMING INC	PENN ENTERTAINMENT INC	Inactive Representation
SCHINDLER ELEVATOR CORP	SCHINDLER ELEVATOR CORP	Inactive Representation
SOUTHWEST GAS CORP	SOUTHWEST GAS CORP SOUTHWEST GAS HOLDINGS INC	Active Representation Active Representation
UPS SUPPLY CHAIN SOLUTIONS INC	UPS EUROPE SRL UPS CAPITAL CORP UNITED PARCEL SERVICE INC UNITED PARCEL SERVICE LPCS	Inactive Representation Inactive Representation Active Representation Active Representation

Name of Entity Searched	Name of Entity and/or Affiliate of Entity that is a Morrison & Foerster Client	Status
US BANK NATIONAL ASSOCIATION	US BANK EUROPE DESIGNATED ACTIVITY CO US BANK NATIONAL ASSOCIATION US BANKCORP	Active Representation Active Representation Active Representation
VOYA FINANCIAL INC	VOYA FINANCIAL INC	Active Representation
WELLINGTON ASSET MANAGEMENT	WELLINGTON MANAGEMENT COMPANY LLP	Inactive Representation
WELLS FARGO BANK NA	WELLS FARGO BANK NA	Active Representation

EXHIBIT B

Declaration of Andrew Morris

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	:	Chapter 11
RUNITONETIME LLC, *et al.*,	:	Case No. 25-90191 (ARP)
Debtors.[1]	:	(Jointly Administered)

DECLARATION OF ANDREW MORRIS IN SUPPORT OF THE APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF RUNITONETIME LLC, *ET AL.*, FOR ENTRY OF AN ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF MORRISON & FOERSTER LLP AS COUNSEL EFFECTIVE AS OF JULY 29, 2025

I, Andrew Morris, hereby declare, pursuant to 28 U.S.C. § 1746, as follows:

1. My name is Andrew Morris. I am over the age of 21 and am competent in all respects to make this Declaration. I am a representative of Project Evergreen WA LLC, which serves as the Chairperson of the Official Committee of Unsecured Creditors (the "Committee") of RunItOneTime LLC, *et al*. (collectively, the "Debtors"). I submit this declaration (the "Declaration") in support of the *Application of the Official Committee of Unsecured Creditors of RunItOneTime LLC, et al., for Entry of an Order Authorizing the Employment and Retention of Morrison & Foerster LLP as Counsel Effective as of July 29, 2025* (the "Application"),[2] pursuant to the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November*

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[1] A complete list of the Debtors in the Chapter 11 Cases may be obtained on the website of the Debtors' claims and noticing agent at https://restructuring.ra.kroll.com/RunItOneTime/. The Debtors' mailing address is 12530 NE 144th Street, Kirkland, Washington 98304.

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

1, 2013 (the "U.S. Trustee Guidelines") promulgated by the Office of the United States Trustee. In support of the Application, the Committee relies upon the Marinuzzi Declaration, which is attached to the Application as Exhibit A. I have reviewed and am familiar with the contents of the Application.

2. I am informed by Morrison & Foerster that the U.S. Trustee Guidelines request that any application for employment of an attorney under Sections 327 or 1103 of the Bankruptcy Code be accompanied by a verified statement from the client that addresses the following:

a. The identity and position of the person making the verification. The person ordinarily should be the general counsel or another officer responsible for supervising outside counsel and monitoring and controlling legal costs.

b. The steps taken by the client to ensure that the applicant's billing rates and material terms for the engagement are comparable to the applicant's billing rates and terms for other non-bankruptcy engagements and to the billing rates and terms of other comparably skilled professionals.

c. The number of firms the client interviewed.

d. If the billing rates are not comparable to the applicant's billing rates for other non-bankruptcy engagements and to the billing rates of other comparably skilled professionals, the circumstances warranting the retention of that firm.

e. The procedures the client has established to supervise the applicant's fees and expenses and to manage costs. If the procedure for the budgeting, review and approval of fees and expenses differ from those the client regularly employs in non-bankruptcy cases to supervise outside general counsel, explain how and why. In addition, describe any efforts to negotiate rates including rates for routing numbers, or in the alternative to delegate such matters to less expensive counsel.

A. Identity of Declarant

3. On July 14, 2025 (the "Petition Date"), the Debtors filed voluntary cases with this Court for relief under Chapter 11 of the Bankruptcy Code (the "Chapter 11 Cases"). The Debtors continue to operate their business and manage their property as debtors and debtors in possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code.

4. On July 25, 2025, pursuant to section 1102 of title 11 of the United States Code (the "Bankruptcy Code"), the Office of the United States Trustee for Region 7 (Southern and Western Districts of Texas) (the "U.S. Trustee") appointed the following entities as members of the Committee: (1) Project Evergreen WA LLC; (2) Paladin Technologies Inc.; (3) CleanCo Bins LLC; (4) Swire Pacific Holdings, Inc. d/b/a Swire Coca-Cola, USA; and (5) Aristocrat Technologies, Inc. *See* Docket No. 81. Project Evergreen WA LLC was subsequently elected Chair of the Committee.

5. As a member of the Committee, I was directly involved in the Committee's decision to retain Morrison & Foerster counsel in these Chapter 11 Cases and actively participated in negotiating the terms of Morrison & Foerster's employment together with members of the Committee.

B. Steps Taken to Ensure Comparability of Engagement Terms

6. I and the other members of the Committee reviewed Morrison & Foerster's standard rates for bankruptcy services, as set forth in the Application. Based upon representations made to the Committee by Morrison & Foerster, I understand that those rates are generally consistent with Morrison & Foerster's rates for comparable non-bankruptcy engagements and the billing rates and terms of other comparably skilled firms for providing similar services. Based on these representations and the Committee members' experience in both the bankruptcy field and in other fields in which the Debtors operate, the Committee believes these rates are reasonable. Morrison & Foerster has informed the Committee that its hourly rates are subject to periodic adjustments to reflect economic and other conditions. The Committee has consented to such ordinary course rate increases.

C. Selection of Morrison & Foerster as Committee Counsel

7. A number of law firms sought to represent the Committee as counsel. The Committee considered the materials provided, as well as presentations made, by five of those firms prior to selecting Morrison & Foerster as its counsel. The Committee selected Morrison & Foerster because of Morrison & Foerster's extensive general legal experience and knowledge and, in particular, its substantial experience in representing official committees of creditors and recognized expertise in the field of creditors' rights and business reorganization under Chapter 11 of the Bankruptcy Code. I understand that Morrison & Foerster's expertise includes representing official creditors' committees in large and complex bankruptcy cases, as set forth in the Marinuzzi Declaration. I understand that, since its selection as counsel, Morrison & Foerster has been working closely with the Debtors and other parties in interest to become familiar with the Debtors' businesses and many of the potential legal issues that may arise in the context of these Chapter 11 Cases. For these reasons, the Committee believes that Morrison & Foerster is well qualified and uniquely able to represent the Committee in these Chapter 11 Cases in an efficient and timely manner.

D. Procedures Established to Supervise Fees and Expenses and Manage Costs

8. Additionally, the Committee expects to develop a prospective budget and staffing plan with Morrison & Foerster to comply with the U.S. Trustee's requests for information and additional disclosures and any other orders of the Court, recognizing that, in the course of these Chapter 11 Cases, there may be unforeseeable fees and expenses that will need to be addressed by the Committee and Morrison & Foerster. The Committee will review all staffing plans and budgets to supervise Morrison & Foerster's fees and expenses and to manage costs and, together with Morrison & Foerster, make adjustments as may be necessary or appropriate. In addition, I and/or other members of the Committee will review all applications for compensation submitted by

Morrison & Foerster to ensure that Morrison & Foerster's fees and costs are consistent with the budget, appropriate in scope and amount, and that there has been no duplication with the Committee's other professionals. I understand that Morrison & Foerster has agreed to defer payment of 10% of its total compensation to the Court's approval of a final fee application to be filed by Morrison & Foerster in these Chapter 11 Cases.

9. Except as otherwise noted, all facts in this Declaration are based on my personal knowledge of the matters set forth herein, information gathered from my review of relevant documents, and information supplied to me or verified by Committee counsel, and my personal opinion based upon my experience, knowledge, and information provided to me. I am authorized to submit this Declaration on behalf of the Committee and, if called upon to testify, I would testify competently to the facts set forth herein.

I declare under penalty of perjury that the foregoing statements are true and correct.

Dated: August 28, 2025

Respectfully submitted,

THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF RUNITONETIME LLC, *et al*.

By: */s/ Andrew Morris*
Andrew Morris of Project Evergreen WA LLC,

Chair of the Official Committee of Unsecured Creditors of RunItOneTime LLC, *et al.*

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	:	Chapter 11
RUNITONETIME LLC, *et al.*,	:	Case No. 25-90191 (ARP)
Debtors.[1]	:	(Jointly Administered)

ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF MORRISON & FOERSTER LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF RUNITONETIME LLC, *ET AL.*, EFFECTIVE AS OF JULY 29, 2025

Upon the application (the "Application")[2] of the Official Committee of Unsecured Creditors (the "Committee") in the above-captioned chapter 11 cases (the "Chapter 11 Cases") for entry of an order authorizing the Committee to employ and retain Morrison & Foerster LLP ("Morrison & Foerster") as its counsel, effective as of July 29, 2025, the date the Committee determined to employ Morrison & Foerster in these Chapter 11 Cases, pursuant to Sections 328(a) and 1103(a) of Title 11 of the United States Code; and upon the *Declaration of Lorenzo Marinuzzi of Morrison & Foerster LLP in Support of Application of the Official Committee of Unsecured Creditors of RunItOneTime LLC,* et al. *for Entry of an Order Authorizing the Employment and Retention of Morrison & Foerster LLP as Counsel Effective as of July 29, 2025* (the "Marinuzzi Declaration"), attached to the Application as **Exhibit A**, and *Declaration of Andrew Morris in Support of the Application of the Official Committee of Unsecured Creditors of RunItOneTime*

[1] A complete list of the Debtors in the Chapter 11 Cases may be obtained on the website of the Debtors' claims and noticing agent at https://restructuring.ra.kroll.com/RunItOneTime/. The Debtors' mailing address is 12530 NE 144th Street, Kirkland, Washington 98304.

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

LLC, et al., *for Entry of an Order Authorizing the Employment and Retention of Morrison & Foerster LLP as Counsel Effective as of July 29, 2025* (the "Morris Declaration" and with the Marinuzzi Declaration, the "Declarations"), attached to the Application as **Exhibit B**; and this Court having jurisdiction pursuant to Sections 157 and 1334 of Title 28 of the United States Code to consider the Application and the relief requested therein; and venue being proper in this Court pursuant to Sections 1408 and 1409 of Title 28 of the United States Code; and this Court being satisfied that notice of the Application and the opportunity for a hearing on the Application was appropriate under the particular circumstances and no further or other notice need be given; and this Court being satisfied, based on the representations made in the Application and the Marinuzzi Declaration, that Morrison & Foerster (a) does not represent or hold any interest adverse to the Committee in connection with these Chapter 11 Cases, (b) is a "disinterested person" as such term is defined in Section 101(14) of the Bankruptcy Code, and (c) does not represent any entity having an adverse interest in connection with the Chapter 11 Cases as required by Section 1103 of the Bankruptcy Code; and this Court having determined that the legal and factual bases set forth in the Application and the Declarations establish good cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED that:

1. The Application is granted and approved as set forth herein effective as of July 29, 2025.

2. In accordance with Section 1103(a) of the Bankruptcy Code and, with respect to Morrison & Foerster's hourly rates, Section 328(a) of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rule 2014-1, the Committee is authorized to employ and to retain Morrison & Foerster as its counsel in these Chapter 11 Cases, on the terms and conditions set forth in the Application and the Marinuzzi Declaration.

3. Morrison & Foerster shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with these Chapter 11 Cases in compliance with Sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, the Local Rules, any case-specific fee protocols approved by this Court after notice and a hearing pursuant to any other applicable procedures and orders of this Court. Morrison & Foerster shall make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013*, both in connection with the Application and any interim and final fee application(s) to be filed by Morrison & Foerster in these Chapter 11 Cases.

4. Notwithstanding anything to the contrary in the Application, Morrison & Foerster shall not seek reimbursement of any fees or costs arising from the defense of any of Morrison & Foerster's monthly fee statements or fee applications in these Chapter 11 Cases.

5. Morrison & Foerster shall provide ten (10) business days' notice to the U.S. Trustee, the Debtors, and the Committee appointed in these Chapter 11 Cases in connection with any subsequent increase of the hourly rates listed in the Application and shall file such notice with this Court. The U.S. Trustee retains all rights to object to any rate increase on all grounds, including, but not limited to, the reasonableness standard provided in Section 330 of the Bankruptcy Code, and this Court retains the right to review any rate increase pursuant to Section 330 of the Bankruptcy Code.

6. To the extent that this order is inconsistent with the Application or the Declarations, the terms of this order shall govern.

7. The Committee and Morrison & Foerster are authorized to take all actions they deem necessary and appropriate to effectuate the relief granted pursuant to this order in accordance with the Application, including, without limitation, executing any additional or supplemental documents incidental to the relief granted herein.

8. Notice of the Application as provided therein in deemed to be good and sufficient notice of such Application, and the requirements of the Local Rules are satisfied by the contents of the Application.

9. The terms and conditions of this order shall be immediately effective and enforceable upon its entry.

10. This Court shall retain jurisdiction with respect to all matters arising from or relating to the interpretation or implementation of this order.

Dated: _____, 2025

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ALFRED R. PEREZ
UNITED STATES BANKRUPTCY JUDGE