

EXHIBIT A

Tulin Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

PGHC Holdings, Inc., *et al.*,

Debtors.¹

Chapter 11

Case No. 18-12537 (MFW)

Jointly Administered

**DECLARATION OF BARAK TULIN IN SUPPORT OF DEBTORS' APPLICATION
FOR ENTRY OF AN ORDER AUTHORIZING THE DEBTORS TO RETAIN AND
EMPLOY CR3 PARTNERS, LLC, AS FINANCIAL ADVISOR FOR THE DEBTORS
NUNC PRO TUNC TO THE PETITION DATE**

I, Barak Tulin, being duly sworn, hereby states as follows:

1. I am a Partner with CR3 Partners, LLC (together with employees of its affiliates (all of which are wholly-owned by its parent company and employees), its wholly owned subsidiaries, and independent contractors, "CR3"), a restructuring advisory services firm with numerous offices throughout the United States. I submit this declaration on behalf of CR3 (the "Affidavit") in support of the *Debtors' Application for Entry of an Order Authorizing the Debtors to Retain and Employ CR3 Partners, LLC, as Financial Advisor for the Debtors Nunc Pro Tunc to the Petition Date* (the "Application") on the terms and conditions set forth in the Application and that certain *Engagement Agreement* dated September 26, 2018 between the Debtors and CR3 attached to the Proposed Order as **Exhibit 1** (the "Engagement Agreement").²

¹ The Debtors in these cases, along with the last four digits of each Debtors' federal EIN, are as follows: PGHC Holdings, Inc. (4262); Papa Gino's Holdings Corp. (6681); Papa Gino's, Inc. (1264); Papa Gino's Franchising Corp. (2690); Papa Gino's/D'Angelo Card Services, Inc. (0621); D'Angelo's Sandwich Shops, Inc. (7947); Progressive Food, Inc. (6224); D'Angelo Franchising Corporation (8398); and Delops, Inc. (7945). The Debtors' mailing address is 600 Providence Highway, Dedham, MA 02026.

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

Except as otherwise noted,³ 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.

CR3's QUALIFICATIONS

2. CR3 is a leading advisory firm that delivers a broad range of interrelated strategic, operational and financial advisory services. Specifically, CR3's services include, without limitation, assessments of an organization's financial and operational condition, performance management and improvement, interim and crisis management, restructuring and turnaround consulting, merger and acquisition services, and advisory and guidance through the bankruptcy process. These extensive operation and transactional services help companies and their stakeholders, at any point in the business cycle, develop and implement creative operational and financial solutions to achieve a more stable and responsive operating environment, support future growth, maximize value, and increase productivity. CR3 has significant qualifications and experience in these matters and an excellent reputation for providing high quality, specialized management and restructuring advisory services to debtors, creditors, and equity sponsors in complex chapter 11 cases and other restructurings, both in and out of court. Accordingly, CR3 is well qualified to provide strategic and financial advisory services that may be necessary in the context of these cases.

SERVICES TO BE RENDERED AND PROFESSIONAL COMPENSATION

3. The scope of services to be performed by CR3 is accurately set forth in the Application and Exhibit A of the Engagement Agreement.

4. Subject to Court approval and in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, applicable U.S. Trustee guidelines,

³ Certain of the disclosures herein relate to matters within the personal knowledge of other professionals at CR3 and are based on information provided by them.

and the Local Rules, CR3 will seek from the Debtors payment for compensation on an hourly basis and reimbursement of actual and necessary expenses incurred by CR3. CR3's customary hourly rates as charged in bankruptcy and non-bankruptcy matters of this type by the professionals assigned to this engagement are outlined in the Application. These hourly rates are adjusted annually.

5. The Debtors and CR3 will coordinate to avoid any unnecessary duplication of services. I believe CR3 will provide these necessary services in a cost-effective, efficient and timely manner.

6. To the best of my knowledge, information and belief, CR3 has not received any promises as to compensation in connection with these cases other than as outlined in the Engagement Agreement. CR3 has no agreement with any other entity to share any compensation received with any person other than the principals and the employees of CR3.

DISINTERESTEDNESS OF CR3

7. To the best of my knowledge, information and belief, CR3 is a "disinterested person" as defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, and therefore, CR3's employment is permissible under section 327(a) and 328(a) of the Bankruptcy Code.

8. Specifically, to check and clear potential conflicts of interest in these chapter 11 cases, CR3 reviewed its client relationships to determine whether it had any relationships with the parties identified on **Schedule 1** hereto, that were provided to CR3 by the Debtors and their advisors (collectively, the "Potential Parties in Interest"). Based on that search, CR3 represents that, to the best of its knowledge, neither CR3 nor any of its professional personnel have any relationship with the Debtors that would impair CR3's ability to perform

services for the Debtors. To the best of my knowledge and except as set forth herein and on **Schedule 2** hereto, CR3 has no connections with the Debtors or the Potential Parties in Interest.

9. Thomas Allison, the Debtors' current independent, sole director, also serves as an independent director for The Nordam Group, Inc., a Tulsa-based aerospace manufacturing company in chapter 11 before this Court. CR3 represents the secured lender group in The Nordam Group, Inc. bankruptcy cases. To the best of my knowledge, this matter is unrelated to these chapter 11 cases and does not create an interest materially adverse to the Debtors.

10. In a matter unrelated to these chapter 11 cases, Tom O'Donoghue, a partner at CR3, is served as the Chief Restructuring Officer for Hobbico, Inc.'s bankruptcy cases. Morris, Nichols, Arsht & Tunnell LLP represented Hobbico, Inc. as bankruptcy co-counsel in its chapter 11 cases.

11. Further, as part of its diverse practice, CR3 appears in numerous cases and proceedings, and participates in transactions that involve many different professionals, including attorneys, accountants, and financial consultants, who represent potential claimants and Potential Parties in Interest in the chapter 11 cases. CR3 has performed in the past, and may perform in the future, advisory consulting services for various attorneys and law firms, and has been represented by several attorneys and law firms, some of whom may be involved in these proceedings. CR3 further has performed in the past, and may perform in the future, advisory services for various utilities and insurance parties identified on **Schedule 1**. Based on our current knowledge of the professionals involved, and to the best of my knowledge, none of these relationships create interests materially adverse to the Debtors in matters upon which CR3 is to be employed, and none are in connection with these cases.

12. To the best of my knowledge, no employee of CR3 is a relative of, or has been connected with, the U.S. Trustee in this district or his or her employees.

13. If the Debtors or CR3 are made aware of any new material facts or relationships, CR3 will provide the Court with supplemental disclosures detailing, among other things, any new potential conflicts between the Debtors and CR3, or other significant parties in interest.

By reason of the foregoing, I believe that CR3 is eligible for employment and retention by the Debtors pursuant to sections 105(a), 327(a), and 328(a) of the Bankruptcy Code and the applicable Bankruptcy Rules and Local Rules.

Executed on November 7, 2018
Wilmington, Delaware

/s/ Barak Tulin

Barak Tulin
Partner, CR3

SCHEDULE 1

List of Potential Parties in Interest

PGHC Holdings, Inc.
List of Potentially Interested Parties

Debtors

D'Angelo Franchising Corporation
D'Angelo's Sandwich Shops, Inc.
Delops, Inc.
Papa Gino's Franchising Corp.
Papa Gino's Holdings Corp.
Papa Gino's, Inc.
Papa Gino's/D'Angelo Card Services, Inc.
PGHC Holdings, Inc.
Progressive Food, Inc.

Aliases/Trade Names/Former Names

D'Angelo Grilled Sandwiches
Papa Gino's Pizzeria
PGH Acquisition Co.

Non-Debtor Affiliates

D'Angelo Sandwich Shops Advertising Fund,
Inc.

**5% or Greater Equity Holders
(Direct and Indirect)**

Bunker Hill Capital (QP), L.P.
Bunker Hill Capital, L.P.
Hartford Life Insurance Company
Northgate Private Equity Partners
Specialty Brands Holdings, LLC

Secured Lenders

WC Financeco A LLC
WC Financeco B LLC
Wynnchurch Capital, LLC

Former Secured Lenders

Antares Holdings LP
GSO Diamond Portfolio Holdco LLC
NewStar Commercial Loan Funding 2016-1
LLC

THL Corporate Finance, Inc.
THL Credit Greenway Fund II LLC
THL Credit, Inc.
United Insurance Company of America
Wells Fargo Capital, LLC

Mezzanine Debt (Unsecured Notes)

Brookside Mezzanine Fund II, L.P.
Hartford Life Insurance Company

Current Directors and Officers

Corey D. Wendland
Thomas J. Allison (Thomas J. Allison &
Associates, LLC)

Recent Former Directors and Officers

Andrew Almquist
Jason H. Hurd
Laurie Sweeney
Mark DeBlois
Richard McCarthy
Robert L. Clark, Jr.

DIP Lenders

WC Financeco A LLC
Wynnchurch Capital, LLC

Stalking Horse Bidder

WC Purchaser LLC
Wynnchurch Capital, LLC

Known Professionals of Other Parties

Arnall Golden Gregory LLP
Choate Hall & Stewart LLP
Pepper Hamilton LLP
Vedder Price P.C.

PGHC Holdings, Inc.
List of Potentially Interested Parties

Banks

Bank of America, N.A.
Citizens Bank, N.A.
Lee Bank
Santander Bank, N.A.
TD Bank, N.A.

**Marketing, Point of Sale, Credit Card and
Payment Processors**

American Express
Cardlytics, Inc.
CrunchTime Information Systems Inc.
Paytronix Systems, Inc.
Toast, Inc.
Valassis Direct Mail, Inc.

Repair and Maintenance

Bakery Equipment Service, Inc.
Chain Store Maintenance Inc.
Elge Plumbing & Heating, Inc.
Green Electric, Inc.
Medford Wellington Service Co., Inc.
Valley Service, Inc.

Debtors' Professionals

CR3 Partners, LLC
Epiq Corporate Restructuring, LLC
Hilco Real Estate, LLC
Morris, Nichols, Arsht & Tunnell LLP
North Point Advisors
Sitrick and Company

Non-Restructuring Professionals

Morgan, Lewis & Bockius LLP
Nixon Peabody LLP
Pricewaterhouse Coopers LLP

Top 30 Unsecured Creditors

1907 LLC

Ardent Mills LLC
BJC Real Estate Partnership
Bridg, Inc
Brookside Mezzanine Fund
CrunchTime Information Systems Inc.
Dana-Farber Cancer Institute, Inc.
D'ANGELO INC.
Dedham Marketplace, LLC
Elge Plumbing & Heating Inc
Engie Resources LLC
Green Electric Inc.
Hartford Life Ins. Co
Hilton Service
H-I-M Mechanical Systems, Inc.
Indeed, Inc.
McDonald's Corporation
Medford Wellington Service Co. Inc.
Morgan, Lewis & Bockius LLP
Nixon Peabody LLP
NuCO2 Inc.
Pepsi-Cola Bottling Co. of Worcester Inc
Pepsi-Cola Company
Quad/Graphics, Inc
Republic Services
Superdigital LLC
Sysco Boston, LLC
United East
Valassis Communications Inc
Valley Service Inc.

Insurance Companies, Brokers, Financers

ACE American Insurance Company (Chubb)
Affiliated FM Insurance Company
American Bankers Insurance Co. of Florida
(Assurant)
First Insurance Funding Corp.
Harleysville Worcester Insurance (Nationwide)
Lloyds of London
National Union Fire Insurance Company (AIG)
Pilgrim Insurance Company (Bender Hatch
Insurance Inc.)
The Ohio Casualty Insurance Company
(Liberty Mutual)

PGHC Holdings, Inc.
List of Potentially Interested Parties

United States Fire Insurance Company (Crum
& Forster)
Westchester Fire Insurance Co. (Chubb)
Wright National Flood Insurance Company
XL Insurance

Litigation Parties

Annette Marks
Cecelia Morison
Danielle Skwiot
Donna Tetreault
Dustin Latullipe
Fidencio Castillo
Jennifer Morely
Justin Mardirosian
Maira Gonzalez
Northeast Produce, Inc.
Raymond Wilson
Scott Flood
Sylvie Benloulou
Susan Womble

Landlords

1241 Main Street LLC
188 Needham Street LP
1907 LLC
2-14 Medford St. Series LLC
214 Realty Associates LLC
375 Putnam Pike LLC
3z Realty, LLC
409 Columbia Road Nominee Trust (Charles J.
Hajjar and Anne Hajjar, Trustees)
548 Dartmouth Street Realty Trust (Kenneth A.
Larsen, Trustee)
725 Salem Street Realty Trust
80 Highland Ave LLC
897 North Montello Realty Trust
Albert Rizzo Inc.
Amalgamated Financial Group IV
Amalgamated Financial Group of RI
Amalgamated Financial Group VIII
Andover Holding Company LLC
AP Real Estate LLC

Ashland Plaza (E&A) LLC
Auburn Plaza Inc.
Barbara Koerner
Bass River Realty LLC
BCH Ventures Limited Partnership
Bell Tower Corp.
Berkshire Merrill Rd LLC
Botsolis Family Realty Trust
BRI, Inc.
Brian McLaughlin
Brixmor Property Group Inc.
Brookfield Realty Trust
Bruno & Michelina Schiavo
Bunker Hill Mall LLC
C.J. General Realty, LLC
Canyon Enterprises, LLC
Capetown Plaza LLC
Carriagetown Marketplace LLC
CC Cromwell Limited Partnership
CEA Bromfield LLC
Cedar-Fieldstone Marketplace, L.P.
Cedar-PC Plaza LLC
Cedar-Timpany LLC
Charles S. Rotondi
Chip McLaughlin
Citizens Bank
Cobb Corner LLC
Cohasset Realty Trust
Colonial Shopping Center, Inc.
Compton Realty
Concord Weymouth LLC
CREFII Silver City LLC
CSC Franklin Village LP
Dana Family Realty Trust
D'Angelo Inc.
Dartmouth Trust
Dedham Marketplace LLC
Delta & Delta Realty Trust
DeMoulas Super Markets, Inc.
DJM NNN II, LLC
Dominique Realty Trust
Donald F. Smith
Donald Lavasseur
Dover Garage II Inc.
DP1 LLC

PGHC Holdings, Inc.
List of Potentially Interested Parties

E&A Northeast Limited Partnership	Leeman Corporation
E&E Realty Trust	Lilac Mall Associates LLC
East Brook F, LLC	Linear Retail Manchester #2 LLC
Equity One (Northeast Portfolio) Inc.	Linear Retail Milford #1 LLC
Estate of George Zarrella	Linear Retail Smithfield #1 LLC
FBM Corp.	Main Street NA Parkade LLC
Federal Realty Investment Trust	MB Evanston Sherman LLC
Floyd Realty Co., Inc.	McDonalds Corporation
FLV Campus Plaza LP	Medfield Crossing LLC
FR Chelsea Commons II LLC	MEPT Woburn Mall LLC
Franklin Shoppers Fair Inc.	Merrimack Income Partners, LP
Fred & Estelle Hebshie	Middleboro Associates LLC
GAI, LLC	Nagog Knoll LLC
George E. Ireland	National Chain Company
George Ragsdale	National Development Group, Inc.
Gerald Realty LP	North 136 Realty LLC
Ginpop Property LLC	Norwood Plaza LLC
Granite St. Realty Trust	Panagakos Development Corp.
Green Acre Woodlands, Inc.	Paul & Priscilla Whittall
Group One Partners Realty Trust	Paul Sivacek
Hannaford Bros Co.	Peace & Grace Realty LLC
Harvey Hoffman	Picerne Investment Corporation
Hercules Realty Trust	Plaza 28 Nominee Trust
Heritage & Lafayette LLC	Plymouth Gateway LLC
Hood Commons BSD LLC	Port Plaza Realty Trust
Howard A. Fafard	Powder Mill LLC
Hugh Gilbert	QVM Owner LLC
HV Collins Company	R.K. Associates VIII, Inc.
Inland National Real Estate Services LLC	Regency Centers Corporation
Inland Western Worcester Lincoln Plaza, LLC	Richmond Center Limited Partnership
J. G. Tellier Realty Trust	Riverside Associates LLC
J.C. Mihos Family LP	RJR Development LLC
JAL Realty Trust	RK Associates-Marlboro INC.
James McLaughlin	RK Hudson Realty Associates LLC
Jamp Realty LLC	RK Pembroke LLC
Jean Marie Hanlon	RK Taunton LLC
Jobel Shopperstown Associates, LLC	Rockingham 620 Inc.
John C. Stergiou	Rose Serrano
John Michael Realty Trust	Ross Realty Trust
Kaufman Associates Inc.	Route 140 School Street LLC
Kecy Family LP	Route 30 Mall Framingham LP
KF Realty Associates	RTGT Inc.
KSL, LLC	S&M ASSOCIATES LLC
Laura & Melissa Realty Trust	S.S. Bakers Realty Co
Lawrence Ordower	SAT SR Limited Partnership

PGHC Holdings, Inc.
List of Potentially Interested Parties

Scranton Holdings Corp.
Sher-Zall Families Trust (Fred Ross, Trustee)
Simon 74th Street LLC
Simon Property Group LP
Sinclair Realty Inc.
Skip Fern Management
South Dennis Acquisition Corp.
Southwest Properties LLC
Spare Change LLC
Spiros Athanas
Sunrise 77 Associates
Taunton Depot Drive Lot E LLC
Taurus Plaistow Investors LP
The Compass Rose Property Co.
The Grossman Companies
The Scata Family LP
The Stop & Shop Supermarket Co. LLC
Thin Crust Realty LLC
Thomas & Martha Walsh
Thomas Evans
Tri City Improvements LLC
Tricolore LLC
TRT Braintree LLC
TRT Kingston II LLC
TRT Wareham LLC
Trustees of Hudson-Vickerry Realty (c/o The MEG Companies)
UBS Realty Investors LLC
Uxbridge Center LLC
Valerio Enterprises, Inc.
Walnut Associates LP
Walpole Mall Associates, LLC
Walpole Park South IV Trust
Watertown Mall Associates LP
West L. Newb. Rayn. LLC
Westford Plaza Trust
Westford Valley Marketplace Inc.
Whitman/682 Bedford LLC
Wilder Companies, Ltd.
William E. Riney & Helena S. Riney
WJG Realty Trust
Wollaston Place LLC
Woodrob Realty Trust
Woonsocket Mall LLC (Madison Properties)
WP Foxborough Associates LP

Franchisees

B & J Sub Sandwich Shop, Inc.
Indigo, Inc.
J-BA, Inc.
Jon Howland Enterprises, Inc.
KATT, Inc.
LANDD Corporation
LBJ/55 Food Service, Inc.
LLH Incorporated
Mariva, Inc. (Ma Riva, Inc.)
MJM Management, Inc.
South Kingston Food Services, Inc.
Substantial Investments, Inc.

Licensees

The Massachusetts General Hospital
Boston College Concessions
Global Montello Group Corp
Kraft Soccer LLC
Michell Bradley LLC
New England Patriots L.P.
NPS LLC
Pawtucket Red Sox Baseball Club, Inc.
R&S Seve II LLC

Taxing and Licensing Authorities

Acton, Town of
Albion Fire District
Amesbury, Town of
Andover, Town of
Andrew Puntini
Arlington, Town of
Ashland, Town of
Attleboro Police Department
Attleboro, City of
Auburn Town Clerk
Auburn, Town of
Avon, Town of
Barnstable, Town of
Bedford, Town of
Beverly, City of

PGHC Holdings, Inc.
List of Potentially Interested Parties

Boston Inspectional Services	General Treasurer, State of RI
Boston, City of	Gilford Police Department
Braintree Police Department	Gilford, Town of
Braintree, Town of	Gloucester, City of
Bridgewater, Town of	Hanover, Town of
Brockton, City of	Haverhill, City of
Burlington, Town of	Holden, Town of
cape, City of	Hudson, Town of
Central Connecticut Health District	Internal Revenue Service
Central Coventry Fire District	Johnston, Town of
Charlton, Town of	Keene, City of
Chatham, Town of	Kingston, Town of
Chelmsford, Town of	Laconia, City of
Chelsea, City of	Lawrence, City of
Cohasset, Town of	Lebanon Fire Department
Concord Fire Department	Lee, Town of
Concord, City of	Leominster, City of
Conway, Town of	Lincoln, Town of
Coventry, Town of	Lowell, City of
Cranston, City of	Ludlow, Town of
Cromwell Police Department	MA Department of Revenue Services
Cromwell, Town of	Malden, City of
CT Department of Labor	Manchester Health Department
CT Department of Revenue Services	Manchester Police Department
Danvers, Town of	Manchester, City of
Dartmouth, Town of	Mansfield Board of Health
Dedham, Town of	Mansfield, Town of
Dennis, Town of	Marlborough, City of
Derry, Town of	Marshfield, Town of
Dover, City of	Marvin F. Poer & Company
East Hartford, Town of	ME Department of Revenue Services
East Providence, City of	Medfield, Town of
Eastern Highlands Health District	Medford, City of
Easton, Town of	Medway, Town of
Enfield, Town of	Melrose, City of
Everett, City of	Merrimack Fire Rescue
Fairhaven, Town of	Merrimack, Town of
Fall River, City of	Merrimack, Town of
Falmouth, Town of	Methuen, City of
Farmington Valley Health Department	Michele M. Costell
Fitchburg, City of	Middleborough, Town of
Foxborough, Town of	Middletown, Town of
Framingham, Town of	Milford, Town of
Franklin, Town of	Mini-Warehousing Inc
Gardner, City of	N.H. Fish & Game Department

PGHC Holdings, Inc.
List of Potentially Interested Parties

Nashua Environmental Health Department	Seekonk Fire Department
Nashua Fire Marshal's Office	Seekonk, Town of
Nashua Police Department	Shrewsbury, Town of
Nashua, City of	Smithfield, Town of
Natick, City of	Somerset, Town of
Needham Health Department	Southington, Town of
Needham, Town of	Stoneham, Town of
New Bedford, City of	Stoughton, Town of
Newburyport, City of	Sudbury, Town of
Newport, City of	Taunton, City of
Newton Fire Department	Tewksbury, Town of
Newton Health and Human Services	Tri-Town Health Department
Newton, City of	Uxbridge Board of Health
NH Department of Revenue Services	Uxbridge, Town of
NH Employment Security	Vermont Department of Taxes
North Adams Health Department	Vernon, Town of
North Adams, City of	Walpole, Town of
North Central District Health Department	Waltham, City of
North Kingstown, Town of	Wareham Fire Department
North Reading Fire Department	Wareham, Town of
North Reading, Town of	Warren, Town of
Norwell, Town of	Warwick Municipal Court
Norwood, Town of	Warwick Police Department
Orleans, Town of	Warwick, City of
Pawtucket, City of	Watertown Licensing Board
Peabody, City of	Watertown, Town of
Pembroke, Town of	Webster, Town of
Pittsfield, City of	West Hartford Fire Department
Plainville, Town of	West Hartford, Town of
Plaistow, Town of	West Hartford-Bloomfield Health District
Plymouth, Town of	West Warwick, Town of
Portsmouth Police Department	Westborough, Town of
Portsmouth, City of	Westford, Town of
Quincy, City of	Wethersfield, Town of
Randolph, Town of	Weymouth, Town of
Raynham, Town of	Whitman, Town of
Rhode Island Division of Taxation	Wilbraham, Town of
RI Department of Revenue Services	Windsor Locks, Town of
Rochester Police Department	Woburn Police Dept.
Rochester, City of	Woburn, City of
Rockland Fire Department	Woonsocket, City of
Rockland, Town of	Worcester License Commission
Salem, Town of	Worcester, City of
Saugus, Town of	Yarmouth, Town of
Seabrook, Town of	

**PGHC Holdings, Inc.
List of Potentially Interested Parties**

Utilities

AmeriGas	Dartmouth, Town of
AmeriGas - Conway	Dedham, Town of
AmeriGas – Gonic	Dedham-Westwood Water District
Arlington, Town of	Department of Public Works
Atlantic Broadband	Derry, Town of
Attleboro, City of	Direct Energy Services LLC
Auburn Water District	Dover, City of
Avon Water Company	DSG Plumbing Services
Bedford, Town of	East Hartford Police Dept
Berkshire Gas Company	East Providence - Utility
Beverly, City of	Energy North Propane, Inc.
Boston Water & Sewer Commission	Engie Resources
Braintree Electric Light	Everett, City of
Braintree Water & Sewer Dept	Eversource Energy
Bridgewater, Town of	Fall River, City of
Broadview Networks	Falmouth, Town of
Brockton, City of	Fitchburg, City of
Burlington, Town of	Foxboro Water Department
Central Maine Power Co.	Framingham, Town of
Charter Communications	Franklin, Town of
Charter Communications II	Frontier Communications
Chatham Water District, Town of	Fuze, Inc.
Chelmsford Water District	Gardner Water Department
Chelmsford, Town of	Gilford, Town of
Chicopee Electric Light	Gloucester, City of
Columbia Gas	Greenville Water District
Comcast	GTT Communications, Inc.
C-O-MM Water Dept.	Haverhill, City of
Concord, City of	Holden Municipal Light
Connecticut Natural Gas Corp	Hudson Light and Power
Connecticut Water Company	Hyannis Water System
Conservice	Irving Oil Corp
Consolidated Communications	Keene, City of
Constellation	Kent County Water Authority
Constellation Energy Services Inc	Laconia Water Works
Constellation New Energy	Leominster, City of
Coventry, Town of	Liberty Utilities New Hampshire
Cox Business	Lighttower Fiber Networks 1, LLC
Cox Communications II	Londonderry, Town of
CWPCA	Lowell, City of
Danvers Electric	Malden, City of
Danvers Water and Sewer	Manchester Water Works
Danvers, Town of	Mansfield Municipal Electric Department
	Marlborough, City of
	MBTA

PGHC Holdings, Inc.
List of Potentially Interested Parties

MDC	Reading Municipal Light
Medway, Town of	Rochester, City of
Melrose, City of	Salem, Town of
Merrimack Village District	Santa Buckley Energy
Merrimack, Town of	Saugus, Town of
Methuen, Town of	Seabrook, Town of
MetroCast Cablevision	Seekonk Water District
Metropolitan Telephone, Co. Inc.	SELCO
Middleborough Gas & Electric	Shrewsbury, Town of
Milford Sewer Department	Somerset, Town of
Milford Water Company	Southington Board of Water Comm.
Narragansett Bay Commission	Southington Sewer Department
Natick, Town of	Spark Energy Gas LLC
National Grid	Sprague
National Grid - Gas RI Branch	Sprague Operating Resources LLC
National Grid- Mass Branch	Springfield Water & Sewer Commission
National Grid- RI Branch	Stoneham, Town of
Needham, Town of	Stoughton, Town of
NetWolves Network Services LLC	Sudbury Water District
New Hampshire Electric Cooperative	Taunton Municipal Lighting Plan
New Hampshire Gas Corporation	Taunton Water Dept.
New Horizon Communications	Tewksbury, Town of
Newburyport, City of	The Metropolitan District
Newport, City of	Time Warner
NextEra Energy Services	Time Warner Cable
North Attleborough, Town of	TMLP
North Conway Water Precinct	TOG
North Reading, Town of	Towerstream 1 Incorporated
Northampton, City of	Town of Chatham Water District
Norwell, Town of	Town of North Reading Water Department
Norwood, Town of	Town of Saugus - Inspectional Services
Orleans, Town of	UES-Capital
Pacific Telemanagement Services	UES-Seacoast
Peabody Municipal Lighting	Unitil
Pennichuck Water Works, Inc.	Unitil - NH
Pittsfield, City of	Valley Water Systems Inc.
Plainville Sewer Fund	Verizon
Plainville Water	Walpole, Town of
Plainville, Town of	Waltham, City of
Plymouth, Town of	Wareham Fire District
Providence Water Supply Board	Warwick Sewer Authority
Quincy, City of	Water Supply District of Acton
Randolph, Town of	Watertown, Town of
Raynham Center Water District	West Warwick, Town of
Raynham, Town of	Westford Water Department

PGHC Holdings, Inc.
List of Potentially Interested Parties

Windham Water/Sewer
Windsor Locks, Town of
Woburn Fire Dept.
Woburn, City of
WPCA, Town of Windsor Locks
Yarmouth, Town of

Bankruptcy Judges

Hon. Brendan L. Shannon
Hon. Christopher S. Sontchi
Hon. Kevin Gross
Hon. Kevin J. Carey
Hon. Laurie Selber Silverstein
Hon. Mary F. Walrath

Bankruptcy Court Staff

Laura Haney
Sherry Scaruzzi
Donna Grottini
Nancy Hunt
Jill Walker
Rachel Bello
Cheryl Szymanski
Danielle Gadson
Catherine Farrell
Laurie Capp
Lora Johnson
Cacia Batts
Janet Moore
Rachel Werkheiser
Una O'Boyle

U.S. Trustee & Staff

Andrew Vara
Benjamin Hackman
Brya Keilson
Christine Green
Clifford White
David Buchbinder
Diane Giordano
Dion Wynn
Edith A. Serrano

Hannah M. McCollum
Holly Dice
Jaclyn Weissgerber
James R. O'Malley
Jane Leamy
Jeffrey Heck
Juliet Sarkessian
Karen Starr
Lauren Attix
Linda Casey
Linda Richenderfer
Michael Panacio
Michael West
Ramona Vinson
Richard Schepacarter
Shakima L. Dortch
T. Patrick Tinker
Timothy J. Fox, Jr.

**Other Significant Contract
Counterparties/Vendors/Parties in Interest**

1349-1351 Hyde Park Avenue, LLC
2800 Lafayette Road, LLC
Abbot - Action
Accurate Background, INC
Ace Service Co., Inc.
Advance Pierre
Agera Energy LLC
Akuity Technologies
All Seasons Landscaping
American Bankers Insurance Company
Anchor Packaging
Angell Pension Group
Aqua Barriers Inc.
Aspen Products inc.
Astute Solutions
Baby Koo LLC
Bagel Boy, Inc.
Bakery Equipment Service Inc.
Barber Electric, Inc.
Barilla
Belle Marque, LLC
Benu Group LLC
Berry

PGHC Holdings, Inc.
List of Potentially Interested Parties

Better Image Apparel Inc	Edwina P Mello
Blackhawk Network	EGZ Landscaping Inc.
Blount	Elara Foodservice Disposable LLC
Bourque Heating & Cooling Co Inc	Elie's Bakery
Boyajian Inc.	Entercom Boston, LLC
Bradford Plaza Trust	Eversource Energy
Broadway National Sign & Lighting LLC	Fabri-Kal
Bunker Hill Mall, LLC	Fenway Sports Group
Buona Vita, Inc.	First Insurance Funding Corp
CA Short Company	Fontanini Foods LLC
Cambridgeside Partners L.P.	Full Contact Advertising
Cape Road Plaza LLC	GDF SUEZ Energy Resources NA, Inc.
Cape, LLC	Gielow Pickles, Inc.
Capodice & Associates	Gillette Stadium/NPS LLC
Cardlytics, Inc.	Glassdoor, Inc.
Centro GA Chicopee Marketplace LLC	Glenn Valley Foods
Cheese Merchants of America	GPB Real Estate Holdings LLC
CIT Group	Graphic Packaging International
Clear Channel Outdoor Holdings, Inc.	Grasso Foods, Inc.
Cogent Communications Inc.	Greenscape Land Design Inc.
Colony Place Development, LLC	Half Baked Pizza, LLC
Commercial Refrigeration Specialists	Hartford Fire Insurance Company
Commonwealth of Massachusetts	Harvard Pilgrim Health Care
Connecticut, State of	Heritage Bag Company
Corning Data Services	Honey Farms, Inc.
Corrigo Inc.	Hormel Foods Sales LLC
Countrywide Glass & Door Service Inc.	Hot Schedules (Red Book Connect, LLC)
Couto Realty Co. Inc.	Hoxsie Crossings, LLC
Custom Foods of America	Huhtamaki
Custom Seasonings Inc.	Indigo, Inc.
D&W Fine Pack LLC	Infor (US) Inc.
D. Panagopoulos	Inhouse Worldwide, Inc.
D'Angelo/Upham Joint Venture	Inland US Management, LLC
David Enciso	International Paper
Dent Enterprises, Inc. dba Dentco	Iron Mountain Records Management, Inc.
Dinova	J.C.'S Austin LLC
Douglas Stephen Plastics, Inc.	JD Murphy Management Co. Inc.
Drayton Foods	Jennie-O Turkey Store, LLC
DSM Realty	Jose S. Couto, Trustee Of Salvi's Realty Trust
Dudley Trading Associates Nominee Trust	Kayem Foods Incorporated
Dynamit Technologies, LLC	Kempner Properties, LLC
E&A Acquisition Two Limited Partnership	Ken's
East Coast Fire & Ventilation	Kraft Soccer LLC
Eastern Trading	Kruger Products (USA) Inc.
Ecolab (Keystone)	Kyocera Document Solutions of New (CIT)

PGHC Holdings, Inc.
List of Potentially Interested Parties

Liberty Plaza Realty, INC.	Pactiv LLC
Liguria Foods	Pak-Sher
Linear Retail Stow #1 LLC	Paradise Tomato
Lisa Marie Murphy	Paul M. DeLuca
Longstone Ltd. Ptr.	Pepsi Cola of Bristol
M. Cutone Mushroom Co., Inc.	Pepsico Foodservice, INC.
Madison Properties	Pepsico Sales, INC.
Mall at Northshore, LLC	Perficient, Inc.
Mall at Rockingham, LLC	Pheasant Lane Realty Trust
Mall at Solomon Pond, LLC	Phil Pappa & Sons Complete
Mark Klamann, Trustee of Village Associates Trust	Philip C. Haughey, Trustee of H&P Realty Trust
Maximus Inc	Piantedosi
Mayflower Cape Cod, LLC	Pilgrim's
MB Lincoln Mall, LLC c/o Highlands REIT, Inc.	Pine Hill Landscaping
McCain Foods USA	Pinnacle Food Group LLC
McNairn Packaging	Pinnacle Rock Mechanical Services
MeasureUp Inc.	Pitney Bowes Global Financial Services
Merchants Automotive Group	PM Associates
MetLife	POSproviders.com
Michael A. Valerio	Powder Mill Power LLC
Michael W. Panagakos	Properties by Pete, LLC
Michell Bradley LLC	Providence Sports + Entertainment, Exclusive Sales Agent for DDC
Michigan Turkey Producers Co-Op, Inc.	PSE Agency
Mimecast North America Inc.	Rackspace US, Inc.
Minot Colony Realty Trust	Republic Services
Mood Media	Restaurant Revolution Technologies Inc.
Moseley Group, LLC	Restoore Services
NCR Corporation	Retail Data Systems of Southeast
Neil Jones Food Company	R-FAM Realty LLC
New England Patriots LLC	Riney Realty Trust
New England Patriots LP	RJ Morello Inc.
New England Refrigeration & Heating Inc.	Ron Son Foods, Inc.
New Hanover Ground Lessors LLC	Ronpak
Nick Nikolopoulos, Trustee of Elias Realty Trust	RPAI US Management LLC
Nino Micozzi, Trustee of Ash Realty Trust	RSM Maintenance
Novolex	Ryan's Home Improvement
NPS LLC	Ryder Transportation Services
NUS Consulting Group	Ryder Truck Rental
OK Foods	Sabert
Oracle America Inc.	Sands Realty Trust
Order Talk Inc.	Sargento
Outfront Media Sports Inc.	SBK Associates LLC
	Schmickl Family Limited Partnership

PGHC Holdings, Inc.
List of Potentially Interested Parties

Schweid & Sons	Woburn (Edens) LLC
Seviroli Foods, LLC	WorkPlace Impact
Shaw's Plaza Ashland	Yext, Inc.
Shore Manufacturing	
Simmons Prepared Foods	
Simple Greens Landscaping	
Smithfield Packaged Meats Sales Corp	
Snag a Job.com Inc.	
Southern Hens Inc.	
Speedline Solutions Inc	
Starkist Foodservice Co.	
State of New Hampshire	
Steven A. Cipolla	
Superior Landscaping	
Superior Lawn care	
Sure Oil & Chemical Corp.	
Sysnet North America	
Taunton Depot Lot S LLC	
Tax Compliance Inc.	
Technology Dynamics Inc.	
Telerik Inc.	
Teradata	
The Guardian Life Insurance Company	
Theatre District LLC	
Thomas, Paul	
Tri State Hood & Duct	
Tri-State Fire Protection LLC	
TrueNorth Executive Search Inc.	
Twin City Plaza, LLC	
Twins Lawn Service	
U.S. Pavement Services	
United Parcel Service	
Uxbridge SC, LLC	
Valuelink	
Vaughan Co., Inc	
Vernco 156, LLC	
W.B. Mason	
Waltham Services Inc.	
Watson-Tamposi-Nash	
West L. Newb. Rayn. LLC	
Westford Landscaping, INC	
Westminster Foods LLC	
WestRock CP, LLC	
Whitehall Specialties, Inc.	
Wind River Environmental	

SCHEDULE 2

Potential Connections or Related Parties

American Express
Bank of America, N.A.
Choate Hall & Stewart LLP
Citizens Bank, N.A.
Hartford Life Insurance Company
NewStar Commercial Loan Funding 2016-1 LLC
Nixon Peabody LLP
Pricewaterhouse Coopers LLP
Rackspace US, Inc.
Santander Bank, N.A.
Sitrick and Company
TD Bank, N.A.
Wells Fargo Capital, LLC