

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

In re:)	
)	Chapter 11
)	
SOUTHERN FOODS GROUP, LLC, <i>et al.</i> ,)	Case No. 19-36313 (DRJ)
)	
Debtors. ¹)	Jointly Administered
)	
)	

**FIRST SUPPLEMENTAL DECLARATION OF BRIAN M. RESNICK IN SUPPORT OF
DAVIS POLK & WARDWELL LLP’S EMPLOYMENT AND RETENTION AS
ATTORNEYS FOR THE DEBTORS**

I, Brian M. Resnick, hereby declare pursuant to Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) as follows:

1. I am a partner of Davis Polk & Wardwell LLP (“**Davis Polk**”), a law firm with its principal office located at 450 Lexington Avenue, New York, New York 10017 and other offices located in Washington, D.C., Northern California, London, Paris, Madrid, São Paulo, Tokyo, Beijing, and Hong Kong.

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective Employer Identification Numbers, are as follows: Southern Foods Group, LLC (1364); Dean Foods Company (9681); Alta-Dena Certified Dairy, LLC (1347); Berkeley Farms, LLC (8965); Cascade Equity Realty, LLC (3940); Country Fresh, LLC (6303); Dairy Information Systems Holdings, LLC (9144); Dairy Information Systems, LLC (0009); Dean Dairy Holdings, LLC (9188); Dean East II, LLC (9192); Dean East, LLC (8751); Dean Foods North Central, LLC (7858); Dean Foods of Wisconsin, LLC (2504); Dean Holding Company (8390); Dean Intellectual Property Services II, Inc. (3512); Dean International Holding Company (9785); Dean Management, LLC (7782); Dean Puerto Rico Holdings, LLC (6832); Dean Services, LLC (2168); Dean Transportation, Inc. (8896); Dean West II, LLC (9190); Dean West, LLC (8753); DFC Aviation Services, LLC (1600); DFC Energy Partners, LLC (3889); DFC Ventures, LLC (4213); DGI Ventures, Inc. (6766); DIPS Limited Partner II (7167); Franklin Holdings, Inc. (8114); Fresh Dairy Delivery, LLC (2314); Friendly’s Ice Cream Holdings Corp. (7609); Friendly’s Manufacturing and Retail, LLC (9828); Garelick Farms, LLC (3221); Mayfield Dairy Farms, LLC (3008); Midwest Ice Cream Company, LLC (0130); Model Dairy, LLC (7981); Reiter Dairy, LLC (3675); Sampson Ventures, LLC (7714); Shenandoah’s Pride, LLC (2858); Steve’s Ice Cream, LLC (6807); Suiza Dairy Group, LLC (2039); Tuscan/Lehigh Dairies, Inc. (6774); Uncle Matt’s Organic, Inc. (0079); and Verifine Dairy Products of Sheboygan, LLC (7200). The debtors’ mailing address is 2711 North Haskell Avenue, Suite 3400, Dallas, TX 75204.

2. I submit this supplemental declaration (the “**First Supplemental Declaration**”) on behalf of Davis Polk in connection with the *Application of Debtors for Authority to Employ and Retain Davis Polk & Wardwell LLP as Attorneys for the Debtors Nunc Pro Tunc to the Petition Date* [D.I. 340] (the “**Application**”),² filed by the above-captioned debtors and debtors in possession (the “**Debtors**”) on November 27, 2019 for approval of the Debtors’ retention of Davis Polk as their attorneys in the above-captioned Chapter 11 Cases. On January 15, 2020, the United States Bankruptcy Court for the Southern District of Texas entered the *Amended Order Approving Application of Debtors for Authority to Employ and Retain Davis Polk & Wardwell LLP as Attorneys for the Debtors Nunc Pro Tunc to the Petition Date* [D.I. 701] approving the Application. This First Supplemental Declaration supplements the declaration filed with the Application on November 27, 2019 (the “**Initial Declaration**”).

3. The facts set forth in this First Supplemental Declaration are based upon my personal knowledge, upon information and belief, and upon client matter records kept in the ordinary course of business that were reviewed by me or other employees of Davis Polk under my supervision and direction. To the extent it is brought to my attention that any information disclosed herein requires amendment or modification upon Davis Polk’s completion of further review or as additional party-in-interest information becomes available, I intend to file a further supplemental declaration reflecting such amended or modified information.

Davis Polk’s Connections with Parties in Interest

4. In preparing this First Supplemental Declaration, I relied on information brought to my attention pursuant to procedures Davis Polk has used to evaluate compliance with the requirements of the Bankruptcy Code and the Bankruptcy Rules regarding the employment and

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

retention of professionals by a debtor under the Bankruptcy Code (the “**Internal Review Procedures**”) and the information set forth herein is as of April 7, 2020 (the “**Review Date**”), the date on which we commenced our most recent Internal Review Procedures for purposes of this First Supplemental Declaration. Pursuant to the Internal Review Procedures, Davis Polk has taken the following actions to identify parties relevant to this First Supplemental Declaration and to ascertain Davis Polk’s connection to such parties:

(a) An amended list of potential parties in interest in the Chapter 11 Cases (as set forth on Schedule 1 hereto, the “**Amended Potential Parties In Interest**”) was created by the Debtors in consultation with Davis Polk attorneys and their financial advisor, Alvarez & Marsal North America, LLC (“**A&M**”), upon review of the Debtors’ records and the list of all parties that filed notices of appearance in the Chapter 11 Cases.

(b) Davis Polk compared each of the Amended Potential Parties In Interest to the firm’s Records Database from its conflict clearance and billing records, by searching all clients and former clients going back two years for any matters that have been opened or closed. It is Davis Polk’s policy that no new matter may be accepted or opened without completing and submitting to those charged with maintaining the Records Database the information necessary to check each such matter for conflicts, including the identity of the prospective client, the matter, and other relevant parties. Accordingly, the Records Database is regularly updated for every new client retaining Davis Polk and significant matters undertaken for each such client.

(c) Any matches between the Records Database and the list of Amended Potential Parties In Interest, where an Amended Potential Party In Interest was listed as a client of Davis Polk, were identified (the “**First Supplemental Client Match List**”).

(d) An attorney then reviewed the First Supplemental Client Match List and deleted individuals or entities that Davis Polk does not currently represent and has not represented in the last two years, or which were included on the initial Client Match List filed with the Initial Declaration. The remaining individuals or entities are set forth on Schedule 2 attached hereto.

5. None of the additional parties set forth on the First Supplemental Client Match List or their respective parent company comprised greater than 1% of Davis Polk's revenues during the 12 months ended March 31, 2020. Additionally, Davis Polk did not, and does not, represent any of such parties in matters related to the Debtors or the Chapter 11 Cases.

6. Based upon the application of its Internal Review Procedures to the list of Amended Potential Parties In Interest, Davis Polk believes that it remains a "disinterested person," as such term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, and, as required by section 327(a) and referenced by section 328(c) of the Bankruptcy Code, neither holds nor represents any interest adverse to the Debtors or their estates, in that Davis Polk, its partners, counsel, and associates:

- a. are not creditors, equity security holders, or insiders of the Debtors;
- b. are not and were not, within two years before the date of the filing of the Debtors' chapter 11 petitions, a director, officer, or employee of the Debtors; and
- c. do not hold or represent any interest that is materially adverse to the interests of the Debtors' estates, any class of creditors or equity security holders of the Debtors, by reason of Davis Polk's direct or indirect relationship to, connection with, or interest in, the Debtors or for any other reason, other than as set forth herein.

7. Davis Polk will continue to conduct an ongoing review of its files during the Chapter 11 Cases, as set forth in the Initial Declaration, to ensure that no disqualifying circumstances have arisen. If any new facts or relationships are discovered that Davis Polk believes should be disclosed to the Court and the parties in interest in the Chapter 11 Cases, Davis Polk will file further supplemental disclosures with the Court and serve such supplemental disclosures on the U.S. Trustee. If any new material, relevant facts, or relationships are discovered, Davis Polk will promptly file further supplemental disclosures with the Court and serve such supplemental disclosures on the U.S. Trustee.

[Remainder of page intentionally left blank.]

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

Dated: June 1, 2020

By: /s/ Brian M. Resnick
Brian M. Resnick
Partner
Davis Polk & Wardwell LLP

Schedule 1 to Resnick Declaration¹

Amended Potential Parties In Interest List

¹ Where an entity belongs to several categories, it may be listed in each of those categories in order to make clear its various relationships to the Debtors.

SOUTHERN FOOD GROUPS, LLC
POTENTIAL PARTIES IN INTEREST (“PPIL”)

5% or More Equity Holders

BlackRock Fund Advisors
 Dimensional Fund Advisors L.P.
 Morgan Stanley & Co. LLC
 The Vanguard Group, Inc.

Bankruptcy Judges

Albert Alonzo
 David J. Bradley
 David R. Jones
 Eduardo V. Rodriguez
 Evangeline C. Attaway
 Jeannie Chavez
 Jeff Bohm
 Jeffrey P. Norman
 LinhThu Do
 Mario Rios
 Marvin Isgur

Bankruptcy Professionals

Alvarez & Marsal
 Davis Polk & Wardell LLP
 Epiq Corporate Restructuring, LLC
 Evercore
 Norton Rose Fulbright
 Wells Fargo

Banks/Lender/UCC Lien

Parties/Administrative Agents

ACF FinCo I L.P.
 BMO Harris Bank N.A.
 CIT Northbridge Funding I LLC
 CoBank, ACB
 Coöperatieve Rabobank U.A.
 Coöperatieve Rabobank U.A. (Administrative Agent)
 Coöperatieve Rabobank U.A., New York Branch
 ING Capital LLC
 Nieuw Amsterdam Receivables
 PNC Bank, National Association

Bondholders

Advent Capital Management, LLC
 Aequim Alternative Investments, L.P.
 AllianceBernstein, L.P. (U.S.)
 Antara Capital L.P.
 Antora Peak Capital, L.P.

Ascribe Capital, LLC
 Aurelius
 Bancaribe Curacao Bank, NV
 Bank of Nova Scotia Trust Company
 Behrens Investment Group Management, LLC
 BlackRock Advisors, LLC
 BMO Asset Management, Inc.
 Brownstone Investment Group, LLC
 BVK- Beamtenversicherungskasse des Kantons Zurich
 Calamos Advisors, LLC
 Carlson Capital, L.P.
 Clearstream Bank - Austria
 Clearstream Bank - Belgium
 Clearstream Bank - Canada
 Clearstream Bank - France
 Clearstream Bank - Germany
 Clearstream Bank - Italy
 Clearstream Bank - Luxembourg
 Clearstream Bank - Monaco
 Clearstream Bank - Spain
 Clearstream Bank - Switzerland
 Clearstream Bank - United Kingdom
 Clearstream Bank - United States
 Clearstream Bank - Uruguay
 Cortland Credit Group, Inc.
 Crèdit Andorrà Asset Management
 Deseret Trust Company
 Ensign Peak Advisors, Inc.
 Euroclear Bank - Asia (Other)
 Euroclear Bank - Austria
 Euroclear Bank - Belgium
 Euroclear Bank - Canada
 Euroclear Bank - Cyprus
 Euroclear Bank - France
 Euroclear Bank - Germany
 Euroclear Bank - Israel
 Euroclear Bank - Jersey C.I.
 Euroclear Bank - Liechtenstein
 Euroclear Bank - Luxembourg
 Euroclear Bank - Netherlands
 Euroclear Bank - Other
 Euroclear Bank - Panama
 Euroclear Bank - Russia
 Euroclear Bank - Sweden
 Euroclear Bank - Switzerland
 Euroclear Bank - United Kingdom
 Euroclear Bank - United States
 Farmstead

Forest Capital Corp.
 Garland Business Corporation
 Goldman Sachs Asset Management, L.P. (U.S.)
 Guardian Asset Management, Inc.
 Healthcare of Ontario Pension Plan
 HSBC Private Bank (Suisse) SA
 Invesco Capital Management, LLC
 J.P. Morgan Investment Management, Inc.
 J.P. Morgan Securities, LLC
 J.V.B. Financial Group, LLC
 Kingsferry Capital LLC
 Knighthead Capital Management, LLC
 Logan Circle Partners, L.P.
 Madison Investment Advisors, LLC
 Manulife Asset Management (U.S.), LLC
 Mellon Investments Corporation
 Metlife Investment Advisors, LLC
 Mont Blanc Capital Management AG
 Montana State Board of Investments
 Morgan Stanley Investment Management Inc.
 Mudrick Capital
 NNIP Advisors B.V.
 Nomura Securities International, Inc.
 Pace Securities Corp
 Pacific Income Advisers, Inc.
 Paloma Securities LLC
 Parquet Capital Management, LLC
 PenderFund Capital Management, LTD
 PFA Asset Management A/S
 Phoenix Investment Advisors
 Quinn Opportunity Partners, LLC
 Robeco Institutional Asset Management B.V.
 Safra Securities, LLC
 Scotia Capital (USA), Inc.
 SG Americas Securities, LLC
 South Dakota Investment Council
 Standard Partners Fund, LP
 State Street Global Advisors (SSgA)
 Stifel, Nicolaus & Company, Inc.
 Stone Harbor Investment Partners, L.P.
 Three Court, L.P.
 UBS Securities, LLC
 United Heritage Insurance (Internal Team)
 Voya Investment Management, LLC
 Whitebox Advisors, LLC

Contract Counterparties – Top \$100k²

WWF Operating Company
 Constellation Newenergy - Gas Division LLC
 Heritage Distributing Company
 Champion Energy Services LLC
 Heavy Vehicle Electronic License Plate Inc.
 Dixie Escalante Rural Electric Association Inc.
 Chep Container & Pooling Solutions
 Nexbank Realty Advisors
 Nashville Electric Service
 AEP Energy Inc.
 Casella Major Accounts LLC
 Mrv Marketing LLC
 National Grid
 Consumers Energy Company
 Riteway Sales and Marketing
 Indiana Michigan Power Company

Customers – Top 50%³

Ahold/Delhaize America Inc.
 Albertsons LLC/HQ
 Aldi Inc./HQ
 Baskin Robbins/Dunkin Donuts
 C & S Wholesale Grocers Inc.
 CVS/Caremark Corp
 Dollar General
 Morningstar
 Starbucks
 Supervalu Inc./HQ
 Sysco
 Target Corp.
 US Foodservice
 Wal Mart Stores/HQ

² The entities included in the “Contract Counterparties – Top \$100k” category in the PPIL include only those contract counterparties with cure amounts exceeding \$100,000. The 3,252 counterparties with cure amounts less than \$100,000 are not included because of their relatively small individual amounts and the excessive burden of performing a conflicts search on this many entities.

³ The entities included in the “Customers – Top 50%” category in the PPIL include only those customers comprising the top 50% of the Debtors’ revenue from September 2018 through September 2019. The 449 entities comprising the bottom 50% of the Debtors’ revenue are not included because of their relatively small individual contributions to total revenue and the excessive burden of performing a conflicts search on this many entities.

Directors (of Dean Foods Company)

Beringause, Eric
Hill, Janet V.
Mailloux, J. Wayne
McCluskey, Helen
Muse, John R.
Owens, B. Craig
Scozzafava, Ralph
Turner, Jim L.
Wiseman, Robert

Officers

Abbott, Christopher (Chris)
Adams, Mike
Beagan, Kevin
Beringause, Eric
Bernard, David
Bladdick, Jeffrey
Bukowski, Dan
Campbell, Adria E.
Condon, Shawn T.
CT Corporation - McMahon, Daniel P.
Dana, Terry
Dawson, Jeffery S.
Delaware Trust Company - (Primary Contact:
Alan R. Halpern)
DeGuia, Edgar
Devkota, Pariksha
Divjak, Anne
Dockter, Bryan
Doherty, Joshua
Ehrman, Thomas
Ekpo, Bassey
Finck, Chris H.
Gerrish, Steve
Giovanetti, William (Bill)
Goldstein, Lewis R.
Gribbons, Mary Kay
Guenther, Julianne (Jill)
Gwinn, Jacqueline T.
Harrison, Carl M.
Hawk, Timothy
Hernandez, Antonio
Hinson, Edwin
Howison, Lynne
Hueber, Stuart R.
Hwang, Eric
Kane, Steven
Kieffer, Sharon
Kollock, Kevin
Kornfeind, Brian

Kraft, Vicki
LaValley, Daniel J.
Lee, Donald
Lippold, Dean A.
Longmier, Mark
Lowenberg, Sonia
Marcy, Charles
Martin, Dyame P.
McLean, Matt
Mielke, Michael J
Mills, James (Scott)
Munoz, Patricia
Murphy, William (Bill)
Murray, Thomas N.
Niermann, Mark
Nolen, Cathie
Packer, Gregory
Poremba, David J.
Potvin, Toni
Rahlf, Gary
Riley, Brian K.
Riley, William (Bill)
Scamardo, William
Schneider, Amy Jo
Sniegocki, Richard (Ted)
Spielman, Sean S.
Starr, David
Stis, David N.
Stockler, Kay F.
Sumner, Jane A.
Sutton, James (Jay)
Tollison, Eddie K.
Waterman, Kristy N.
White, John
Whitman, Andy
Williams, Mary
Williams, Molly
Wolljung, Gregory
Yegerlehner, Eric J
Zazzaro, Jason J.

Insurance

1274 Antares Lloyds Syndicate
2003 SJC Lloyd's of London
2623/0623 AFB Lloyds Syndicate – Beazley
ACE American Insurance Co.
ACE Fire Underwriters
AGCS Marine Insurance
Allianz
Allied World Assurance Company Ltd.
Argo Re Ltd.

Aspen Bermuda Ltd.
 Aspen Specialty Insurance Co.
 AXIS Insurance Company
 Beazley Insurance Company
 Berkley Insurance Company
 Berkshire Hathaway Specialty Insurance Co.
 Broadspire Insurance
 Chubb Seguros Mexico, S.A.
 CNA Insurance
 Crawford & Company
 Empire Indemnity
 Endurance American Insurance Company
 Everest Indemnity Insurance Company
 Everest National Insurance Company
 Factory Mutual Insurance Company
 Federal Insurance Company ("CHUBB")
 Gallagher Bassett Services
 General Security Indemnity Co. of Arizona
 Great American Insurance Company
 Helmsman Management Services LLC
 Illinois National Insurance Co.
 Illinois Union Insurance Company
 Indemnity Insurance Co of North America
 Interstate Fire & Casualty Co.
 Liberty Mutual Insurance Europe SE
 Liberty Specialty Markets Bermuda Limited
 Magna Carta Insurance Ltd.
 Markel Bermuda Ltd.
 Navigators Insurance Company
 NFIP
 Old Republic Insurance Company
 Princeton Excess & Surplus Lines Ins. Co.
 QBE Specialty
 RSKCo Insurance Company
 Sedgwick Claims Management Services Ltd.
 Shelter Reinsurance Co
 Starr (1919 CVS Lloyd's)
 Starr Companies
 The North River Insurance Company
 Travelers Insurance Company Ltd.
 Travelers Property Casualty Company of America
 XL Catlin Bermuda
 XL Insurance America, Inc.
 XL Insurance Company SE
 XL Specialty Insurance Company
 Zurich American Insurance Company

Known Affiliates

Alta-Dena Certified Dairy, LLC
 Atlanta Dairy (GA)
 Barbe's Dairy (in LA)

Barber's Dairy (in AL, FL, GA, KY)
 Barber's Milk, LLC (in FL, GA)
 Berkeley Farms, LLC
 Borden (MO)
 Borden Dairy Products (in OK)
 Broughton Foods, LLC (in KY, OH, TN, WV)
 Brown's Dairy (in LA)
 Bud's Ice Cream of San Francisco (in CA)
 Carnival Ice Cream, N.V.
 Cascade Equity Realty, LLC
 Country Delite
 Country Delite Farms, LLC (in AL, GA, TN)
 Country Fresh (Jilbert)
 Country Fresh Wesley (MI)
 Country Fresh, LLC
 Country Fresh, LLC - Grand Rapids
 Creamland Dairies, LLC (in NM, TX)
 Dairy Fresh, LLC (in NC)
 Dairy Group Receivables GP II, LLC
 Dairy Group Receivables GP, LLC
 Dairy Group Receivables II, L.P.
 Dairy Group Receivables, L.P.
 Dairy Information Systems Holdings, LLC
 Dairy Information Systems, LLC
 Dairy Products of Michigan (MI)
 Dairymen's (HI)
 Dean Dairy Holdings, LLC
 Dean Dairy Products Company (in NY)
 Dean Dairy Products Company, LLC (in OH, PA, WV)
 Dean Dairy Transportation Company (NJ, MI)
 Dean East II, LLC
 Dean East, LLC
 Dean Foods - LeMars (in IA, NE)
 Dean Foods Central Ice Cream (in IN)
 Dean Foods Company
 Dean Foods Company of Indiana, LLC (in IN)
 Dean Foods Foundation
 Dean Foods Holding Company (PA, WA)
 Dean Foods Management, LLC (OH)
 Dean Foods National Warehouse (in CO)
 Dean Foods North Central, LLC
 Dean Foods of Decatur (in IN)
 Dean Foods of Wisconsin, LLC
 Dean Foods Services, LLC (MN, NE, ND, TX, IL, MI)
 Dean Holding Company
 Dean Holding Company Wisconsin (LA)
 Dean Illinois Dairies, LLC (in IL)
 Dean Intellectual Property Services II, Inc.
 Dean Intellectual Property Services, Inc.
 Dean International Holding Company
 Dean Management Corporation

Dean Management, LLC
 Dean Milk Company - Louisville (in KY)
 Dean Milk Company (in KY)
 Dean Puerto Rico Holdings, LLC
 Dean Services, LLC
 Dean Services, LLC (Deleware) (LA)
 Dean Transportation, Inc.
 Dean West II, LLC
 Dean West, LLC
 DF-AP #1, LLC
 DF-AP, LLC
 DFC Aviation Services, LLC
 DFC Energy Partners, LLC
 DFC Ventures, LLC
 DGI Ventures, Inc.
 DIPS Limited Partner II
 East Coast Ice Cream (MI)
 Embest Dairy (MI)
 Excelsior Dairy (in HI)
 Fairdale Farms - New York (in NY)
 Foremost Dairy (in TX, LA)
 Franklin Holdings, Inc.
 Franklin Plastics, Inc.
 Fresh Dairy Delivery, LLC
 Friendly's Ice Cream Holdings Corp.
 Friendly's Manufacturing and Retail, LLC
 Frostbite Brands (in OH)
 Frostbite Brands (MI)
 Garelick Farms - Lynn (in NH, NJ, NY, PA, RI, VT, MA)
 Garelick Farms - Lynn LLC (in ME)
 Garelick Farms - Massachusetts (in MA)
 Garelick Farms - New Jersey (in NJ)
 Garelick Farms - New York (in NY)
 Garelick Farms (in MA)
 Garelick Farms Franklin
 Garelick Farms of Lynn
 Garelick Farms of Maine (in MA, NH, VT)
 Garelick Farms of Maine, LLC (in ME)
 Garelick Farms of Massachusetts (in RI)
 Garelick Farms of New Jersey (in NY, PA)
 Garelick Farms of New York (in MA, NH, NJ, NY, PA, VT)
 Garelick Farms of Rhode Island (in Ma, PA, RI)
 Garelick Farms of Vermont (in MA, NH, NJ, NY, PA, VT)
 Garelick Farms of Vermont, LLC (in ME)
 Garelick Farms, LLC
 Good Karma Foods, Inc.
 Hawaii's Dairy (HI)
 Heartland Farms (in CA)
 Hygeia Dairy (in TX)
 Ideal Dairy
 Ideal Dairy Farms (03/23/06) (NJ, NY)

Importadora y Distribuidora Dean Foods, S.A. de C.V.
 IS-IMMUNO STIMULATION (HI)
 Jilbert Dairy (MI)
 Jilbert Dairy, Inc. (MI)
 Land O'Lakes
 Land-O-Sun (in FL, GA, IL, IN, KY, NC, NY, OH, TN, VA)
 Land-O-Sun Dairies (in DE, FL, GA, IL, IN, KY, NC, NY, OH, TN, VA)
 Land-O-Sun Dairies, LLC
 Lani Moo (HI)
 Lehigh Valley Dairy
 Liberty Dairy Company (in MI, OH)
 Louis Trauth Dairy, LLC (in IN, KY, OH)
 Mayfield Dairy Farms, LLC
 McArthur Dairy, LLC (in FL)
 McDonald Dairy (MI)
 Meadow Brook Dairy (in PA)
 Meadow Brook Dairy Company (in NY, OH)
 Meadow Gold (Billings)
 Meadow Gold (Boise)
 Meadow Gold (Englewood)
 Meadow Gold (Grand Junction)
 Meadow Gold (Greeley)
 Meadow Gold (Hawaii)
 Meadow Gold (HI)
 Meadow Gold (in MT, ID, OK, CO, OR, NV)
 Meadow Gold (Kalispell)
 Meadow Gold (Las Vegas)
 Meadow Gold (Salt Lake City)
 Meadow Gold (Tulsa)
 Meadow Gold Dairies (in ID, OK, CO, NE, HI, UT, MO, MT, AZ, OR, NV)
 Melody Farms, LLC (MI)
 Midwest Ice Cream Company, LLC
 Mile High Ice Cream (in CO, NE, WY)
 Miscoe Springs – Massachusetts (in MA)
 Model Dairy, LLC
 Mooney Creamery (MI)
 Mootown (MI)
 Mootown Distributors (MI)
 Naalehu Dairy (in HI)
 Nafziger (MI)
 Nafziger Ice Cream (MI)
 Nature's Best (in RI)
 Northern Falls Water Company (MI)
 Oak Farms (Houston)
 Oak Farms (San Antonio)
 Oak Farms Dairy – Waco (in TX)
 Oak Farms Dairy (Dallas)
 Oak Farms Dairy (in OK, TX)
 Organic Valley Fresh, LLC
 Pet Dairy (in GA, NC, TN, VA)

PET Dairy Richmond (VA)
 Pet O'Fallon, LLC (in IL)
 Price's Creameries (in TX)
 Purity Dairies (in TN)
 Purity Dairies, LLC (in KY)
 Reiter Dairy, LLC
 Reiter Dairy, LLC (Akron)
 Reiter Dairy, LLC (Springfield)
 Robinson Dairy, LLC (in CO, IL, WY)
 Sampson Ventures, LLC
 Scangas Bros. Holdings - Massachusetts (in MA)
 Schenkel's All-Star Dairy, LLC (in IL, IN, KY, MI)
 Schepp's Dairy (Dallas)
 Schepps Dairy (in OK, TX)
 Shenandoah's Pride, LLC
 Southeastern Juice Packers, Inc. (MI)
 Southern Foods Group, LLC
 Southwest Ice Cream
 Southwest Ice Cream Specialties (in TX)
 Steve's Ice Cream, LLC
 Stroh's Ice Cream (MI)
 Suiza Dairy Group, LLC
 Suiza Management, LLC (TX)
 Swiss Dairy (in CA)
 Swiss Premium Dairy, LLC (in DE, PA)
 T.G. Lee Dairy (FL)
 T.G. Lee Foods, LLC (FL)
 Tenedora Dean Foods Internacional, S.A. de C.V.
 The Stroh Ice Cream Company (MI)
 Tuscan Dairy
 Tuscan/Lehigh Dairies, Inc.
 Uncle Matt's Organic, Inc.
 Verifine Dairy Products of Sheboygan, LLC
 West Lynn Creamery – Massachusetts (in MA)
 West Lynn Creamery – New Hampshire (in NH)
 West Lynn Creamery – New Jersey (in NJ)
 West Lynn Creamery – New York (in NY)
 West Lynn Creamery – Vermont (in VT)
 West Lynn Creamery Realty – Massachusetts (in MA)

Litigation

Acosta
 Bankhead, Larry
 Batts, Nylah
 Cumberland Farms
 Davis, Thomas
 DDH
 Friendly's
 Jankowski, Richard
 Keefe, Timothy James

Matias
 Musikar
 Novalk, Steven
 Padilla, Balbina
 Perez, Juan
 Pike, Cynthia
 Rhoton, Donald
 Richeson, Michael
 Ricon, Inc.
 Sanchez, Charles
 Sheehan, Douglas
 Stone, Cathy
 The Milkman, LLC
 Villegas, Joel
 Walters, Williams
 Weathertech Distributing Company, Inc.
 Williams, David

Schedule DEF Claims – Top \$200k⁴

Alamo Supplies LLC
 Burt Lewis Inc.
 Cameo Solutions Inc.
 Centimark Corporation
 Chainalytics LLC
 Charm Sciences Incorporated
 ISI Commercial Refrigeration Inc.
 Lytx Inc.
 Murray Sheet Metal Company Inc.
 Officeteam
 RDD Associates LLC
 Refrigeration Design & Service Inc.
 Rimini Street Inc.
 Riteway Sales & Mktg.
 Staples Advantage
 Totally Cool Inc.
 USDA AMS Dairy Division
 Winpak Inc.

Other Significant Creditors

American Casualty Company
 Ascentium Capital, LLC
 Banc of America
 Bank of the West

⁴ The entities included in the "Schedule DEF Claims – Top \$200k" category in the PPIL include only those claims exceeding \$200,000. The 5,438 entities with claims less than \$200,000 are not included because of their relatively small individual amounts and the excessive burden of performing a conflicts search on this many entities.

BB&T Equip Finance
BciCapital (formerly City National Capital Finance Inc.)
BMO Harris (formerly GE CF Trust)
BMO Harris Equipment Finance Company
BMO Harris Transportation Finance
Bridge Capital Leasing, Inc.
CHUBB (ACE American Insurance Company)
Citizens Asset Finance (fka RBS Asset Finance)
Continental Casualty Company
Daimler Trust
Duke Energy Carolinas, LLC
Duke Energy Florida, LLC
Duke Energy Indiana, LLC
Duke Energy Progress, LLC
East West Bank
Fifth Third Equipment Finance
Fleet Advantage, LLC
Key Equipment Finance
Liberty Mutual Insurance Company
MB Equipment Finance, LLC
Momentive Specialty Chemicals Inc.
New Jersey Department of Environmental Protection
Ohio Bureau of Workers' Compensation
Paccar Financial Corp
Pacific Rim Capital
Penske
People's Capital
Piedmont Natural Gas
PNC Equipment Leasing, LLC
Regions Equipment Finance Corporation
Ryder Leasing
Salem Leasing
Siemens Financial Services, Inc.
Signature Financial LLC
Sompo
Sovereign (Santander Bank)
Suntrust Equipment Finance & Leasing Corp.
Superior Tank
Tennessee Valley Authority
TIAA Commercial Finance (formerly EverBank Commercial Finance, Inc.)
Transervice Lease Corp.
Travelers Casualty and Surety Company of America
Travelers Indemnity Co.
United States Fidelity & Guaranty Company
United Trailer Leasing (Initiated & paid locally)
Wells Fargo (formerly GE CF Trust)
Wells Fargo (formerly GE TF Trust)

Wells Fargo Equipment Finance, Inc.
Westchester Fire Insurance Company
Zurich American Insurance Company

Top 30 Unsecured Creditors

Central States Southeast & Southwest Areas Pension Plan
The Bank of New York Mellon Trust Company, N.A.
Dairy Farmers of America
U.S. Department of Agriculture
Pension Benefit Guaranty Corporation (PBGC)
Saputo Dairy Foods USA LLC
Land O'Lakes, Inc.
California Dairies Inc.
Consolidated Container Company
Southeast Milk, Inc.
Select Milk Producers Inc.
Ralph Scozzafava
Evergreen Packaging Inc.
WS Packaging Group, Inc.
International Precision Components Corporation
WestRock
Huhtamaki Inc.
Ecolab Inc.
ADM Archer Daniels Midland
Nestle USA
Silgan Plastic Closure Corporation
Maple Dairy
Berry Global Inc.
International Food Products
Elopak Inc.
Penske Truck Leasing Company LP
Ryder System, Inc.
Retail Wholesale & Department Store International Union and Industry Pension Fund
Acosta, Inc.
Richard Jankowski

U.S. Trustee Office

Barbara Griffin
Christine March
Christy Simmons
Clarissa Waxton
Diane Livingstone
Glenn Otto
Gwen Smith
Hector Duran
Jacqueline Boykin
Linda Motton

Luci Johnson-Davis
Patricia Schmidt
Stephen Statham

Unions

Automotive Industries
Bakers Union Local 358
Board Trustees Teamsters Natl 401k
California Machinists 401k Plan
Central Pa Teamsters Health & Welf
Central Pa Teamsters Pension Fund
Central Pension Fund
Central States Pension Fund
Cincinnati Life Insurance Company
Dairy Employee Union Local 754
Dairy Industry Union Pension Plan
Delta Health Systems
District 9
Employer Teamsters Local Union
Gem Group Incorporated
General Drivers & Helpers Union
General Drivers Warehousemen
General Teamsters Local No. 061
Hawaii Teamsters Health & Welfare Trust
Hawaii Teamsters Local No. 996
IAM National Pension Fund
ILWU Kauai Division
International Association of Mach
International Brotherhood of Teamsters
International Brotherhood Teamster
Intl Union of Operating Engineers
IUOE Local 99 H&W Fund
IUOE Local 99 Union Dues
IUOE Stationary Engineers Local 39
Joint Apprentice Committee
Joint Council of Teamsters 3
Labor Alliance Managed Trust Fund
Leo Gerard International Treasurer
Local 584 Pension Trust Fund
Local Union #471
Local Union 638
Lydic Printing Company
Meadow Gold Credit Union
Michigan Conference of Teamsters
Michigan Drive
Milk Drivers & Dairy Employee
Milk Drivers & Dairy Employee #246
Milk Drivers Local #348
Milk Drivers Pension Trust
Milk Plant Employees
National Drive

New England Teamsters & Trucking
Northern California Gen Teamsters
NYS Teamsters Health & Hospital Fund
NYS Teamsters Local Union 264
NYS Teamsters Pension & Retirement Fund
Ope Welfare Fund
OPEIU
OPEIU Local 98
Operating Engineers Local 501
Preferred Financial Corporation
Rockford Area Dairy Industry #754
RWDSU Health & Welfare Fund Ins.
RWDSU Local 107
RWDSU Local 1808
RWDSU Local 201
RWDSU Local 379
RWDSU Local 386
RWDSU Pension Fund
San Diego County Teamsters
So Cal Ops & Maint Eng Apprentice
Southern California Dairy Fund
Southwest Multicraft Health
Stationary Engineer Local 39 Trust
Tanks Direct
Teamster Health & Welfare Fund PA
Teamsters Benefit Trust
Teamsters Chauffeurs Warehousemen
Teamsters General Local Union 662
Teamsters Joint Council #83 of VA
Teamsters Local 210 Health Welfare
Teamsters Local 639 Employers Hlth
Teamsters Local 853
Teamsters Local No 397
Teamsters Local Union 002
Teamsters Local Union 007
Teamsters Local Union 014
Teamsters Local Union 017
Teamsters Local Union 026
Teamsters Local Union 029
Teamsters Local Union 087
Teamsters Local Union 1035
Teamsters Local Union 120
Teamsters Local Union 150
Teamsters Local Union 166
Teamsters Local Union 175
Teamsters Local Union 20
Teamsters Local Union 245
Teamsters Local Union 261
Teamsters Local Union 315
Teamsters Local Union 331
Teamsters Local Union 340

Teamsters Local Union 348
 Teamsters Local Union 385
 Teamsters Local Union 386
 Teamsters Local Union 406
 Teamsters Local Union 455
 Teamsters Local Union 463
 Teamsters Local Union 483
 Teamsters Local Union 486
 Teamsters Local Union 492
 Teamsters Local Union 495
 Teamsters Local Union 50
 Teamsters Local Union 509
 Teamsters Local Union 517
 Teamsters Local Union 519
 Teamsters Local Union 523
 Teamsters Local Union 528
 Teamsters Local Union 533
 Teamsters Local Union 542
 Teamsters Local Union 553
 Teamsters Local Union 592
 Teamsters Local Union 630
 Teamsters Local Union 639
 Teamsters Local Union 683
 Teamsters Local Union 728
 Teamsters Local Union 745
 Teamsters Local Union 769
 Teamsters Local Union 783
 Teamsters Local Union 822
 Teamsters Local Union 890
 Teamsters Local Union 952
 Teamsters Local Union 983
 Teamsters Local Union No. 186
 Teamsters Local Union No. 703
 Teamsters Local Union No. 886
 Teamsters Miscellaneous Security
 Teamsters Security Fund
 Teamsters Union Local 63
 Teamsters Union Local Number 190
 Twin Cities Automotive Lodge 737
 UAW Local 174
 UFCW Industry Pension Fund
 UFCW Local 1625
 UFCW Local 227
 UFCW Local 88T
 United Dairy & Bakery Workers
 United Dairy Workers Local 102
 Utah Idaho Teamsters Security Fund
 Western Conference of Teamst
 Western Conference of Teamsters
 Western Conference of Teamsters Pen
 Western Pa Teamsters & Employers

Western States Ope Pension Fund

Vendors – Top 89%⁵

101 Incorporated
 7 Hs Dairy Farm
 Ace American Insurance Company
 Acosta Inc.
 Adkins Milk Hauling
 ADM Archer Daniels Midland
 ADP LLC
 Advance Milk Commodities
 Affinity Agriculture LLC
 Ahold Financial Services LLC
 Ajb Ranch L.P.
 Alco of Wisconsin Incorporated
 Alliant Technologies LLC
 Alvarez & Marsal Holdings LLC
 American Fuji Seal Inc.
 Americold Logistics LLC
 Aon Risk Services
 Apex Logistics Group
 Apple Shamrock Dairy Farms LLC
 Ares Risk Management
 Associated Milk Producers Inc.
 Austintown Dairy
 Automation Personnel Services Inc.
 Automotive Rentals Inc.
 B&B Distributors Incorporated
 Banc of America Leasing
 Bank of America N.A.
 Bank of New York Mellon
 Bank of The West
 Barry Callebaut USA LLC
 Bay Corrugated Cont
 Bayland Transport Incorporated
 BB&T Equipment Finance Corp.
 Berkshire Dairy & Food Products
 Berry Global Inc.
 Big Island Dairy
 Blackhawk Molding Co.
 Blackjack Ridge Dairy

⁵ The entities included in the “Vendors – Top 89%” category in the PPIL include only those vendors comprising the top 89% of the Debtors’ total spend during the year of 2018 through September 2019. The 10,235 entities comprising the bottom 11% of the Debtors’ total spend are not included because of their relatively small individual contributions to total spend and the excessive burden of performing a conflicts search on this many entities.

Blommer Chocolate Co.
Blue Care Network of Michigan
Blue Northern Distributing LLC
Bluegrass Dairies Incorporated
BMO Harris Equipment Finance
BNSF Logistics LLC
Boller Construction Company Inc.
Borden Dairy Co of Kentucky LLC
Bridge Funding Group Inc.
Bridgestone Americas Tire
Brook Corner LLC
Brook Crystal
Brooks Rigging Inc.
Burris Logistics
Byrds Dairy
Cal Maine Foods Inc.
Calfee Riverland Farms
California Dairies Inc.
Cannon Equipment Co.
Capco Energy Solutions LLC
Capital Farm Credit PCA
Cardata Consultants Inc.
Cargill Corn Milling
Cargill Texturizing Sol
Carolina Manufacturing Services, Inc.
Carrier Priority Card Process
Caterpillar Financial Servi
Cayuga Marketing LLC
Cayuga Milk Ingredients LLC
CD Facilities LLC
CDFA Milk Pooling Branch
Central Milk Producers Cooperative
Central Pa Teamsters Health & Welf
Central States Pension Fund
Chep Pallean Solutions
Chep USA
Chevron Phillips Chemical Co.
Chobani LLC
CHR Hansen Inc.
CIT Group
Citizens Asset Finance Inc.
Citrofrut USA LLC
Citrosuco GmbH
Citrus Systems Inc.
CKS Packaging Inc.
Clasen Quality Chocolate
Classic Mix Partners LLC
Clofine Dairy & Food Products Inc.
Clydeside Farm
Cobblestone Milk Cooperative
Cognizant Technology Solutions US

Cold Front Distribution LLC
Coldstream Logistics Inc.
Commercial Loan Department
Computershare Inc.
Concord Foods LLC
Consolidated Container Company LP
Continental Tire the America
Cooper Legacy Dairy LLC
Cooperative Milk Producers Assoc
Cooperative Regions of Organic Pro
Corcentric Collective Bus
Country Pure Foods
Coupa Software Inc.
Coyote Logistics LLC
CP Flexible Packaging
CP Tower Owner LLC
Craun Samantha M
Cream-O-Land Dairies LLC
Crest Foods Company Inc.
Crown Credit Company
CSC Sugar LLC
Dairy Conveyor Corp.
Dairy Farmers of America Inc.
Dairy Industry Union Pension Plan
Dairy Marketing Services LLC
Dairy Products Inc.
Dairy.Com
Danisco USA Inc.
Dannon Co. Inc.
Danone US LLC
Darigold Inc.
David Michael & Co. Inc.
Dean Foods Chemung Harvard IL Ovf
Dean Foods Gandys Lubbock TX Ovf
Dean Foods Lol Woodbury MN OVF
Dean Foods Model Dairy Reno NV OVF
Deloitte & Touche LLP
Deloitte Consulting LLP
Denali Advanced Integration
Denali Ingredients LLC
Dennis Group LLC
Djl Management LLC
Domino Foods Incorporated
Dot Foods Inc.
Double H Plastics Inc.
Driveline Retail Merchandising Inc.
Dutch Dairy
Dutch Dairy LLC
Eagle Bank and Trust
East West Bank
Ecolab Inc.

Ecom Ingredients LLC
Edgar A Weber & Company
Elopak Inc.
Erie Cooperative
Ernest Packaging Sol
Ernst & Young LLP
Evergreen Packaging Inc.
Exxonmobil Chemical Co.
ExxonMobil Chemical Company
Family Dollar
Farm Credit Mid America
Farm Credit Services of America
Federal Milk Market Administrator
Fifth Third Equipment Financ
First Advantage Tax Consult
Five Star Transport Solutions Inc.
Fona International Inc.
Foremost Farms USA
Forsman & Bodenfors
Fox Ledge Inc.
FRPS Depository Account
Gem Freshco LLC
General Mills Finance Inc.
Genpact International Inc.
Genpak LLC
Georgia Pacific Corrugated
Giant Eagle Inc.
Givaudan Flavors Corp.
Glendi Incorporated
Godding Transport LLC
Good Humor Breyers
Grainger
Grant Thornton
Graphic Packaging Intl
Grassland Dairy Products Inc.
Great Lakes Milk Products Inc.
Great Western Bank
Green Spot Packaging
Greene Trucking Incorporated
Guittard Chocolate Co.
Harrison Dairy Incorporated GA
Haskell Company
Hawaiian Teamsters Health & Welfare
HCL America Inc.
HCL Technologies Ltd
Hidden Villa Ranch
Hill Country Dairies LLC
Hillandale Farms East
Hillandale Farms of Pennsylvania
Hollandia Dairy Inc.
Holsteins Unlimited LLC 000277

Holsteins Unlimited LLC -2 002772
Holtgrave Distributing Inc.
Hoogwegt US Inc.
Horizon Media Incorporated
Howard Baer Incorporated
HP Hood LLC
Hudsonville Creamery & Ice Cream
Huhtamaki Inc.
Huntington Technology Financ
Hutt Trucking Co. Inc.
IBM Corp.
Idaho Milk Products Inc.
IML Containers Iowa Inc.
Imperial Distributing Inc.
Indian River Hauling Florida
Indian River Transport Co.
Indian River Transport Company
Indiana Sugars Incorporated
Ineos Olefins & Polymers USA
Information Resources Incorporated
Ingredion Inc.
Insight Dairy
Integrated Packaging Machinery LLC
Integrity Express Logistics LLC
Inter American Products Inc.
International Flavors & Fragrances
International Food Prod
International Paper
IPC Corp.
Irasburg Unit
Jacobs Dairy LLC
JM Swank LLC
Jogue Incorporated
John R Ames, CTA
Joint Council of Teamsters 3
JP Morgan Chase
K K Carriers
Kandel Transport Inc.
KDV Label Company Inc.
Kellogg Sales Co.
Kennesaw Transportation Inc.
Kerry Ingredients & Flavours
KLLM Transport Services LLC
Labor Alliance Managed Trust Fund
Lafayette State Bank
Land O'Lakes, Inc.
Lee John S 000389
Legend Public Relations
Legion Logistics LLC
Leprino Foods Dairy Products Co.
Life Insurance Co. of North America

Lindell Farms LLC
Liqui Box Corp.
Lisma Logistics Inc.
Lithotype Co. Inc.
Lone Star Milk Producers Inc.
Los Angeles County Tax Collector
Lucerne Foods Inc.
Lueken Dairy Farm Incorporated
LW Wilson & Sons LLC
Lyons Magnus Inc.
Lyons Magnus LLC
Manpower
Maple Dairy
Mars Wrigley Confections US
Marsh USA Inc.
Maryland & Virginia Milk Producers
Matson Navigation Company Inc.
Meadow Wood Farms
Mercedes Benz Financial Serv
Mercer USA Inc.
Merry Milk Maid
Michigan Milk Producers Association
Microsoft Corporation
Millard Refrigerated Services LLC
Miltran Inc.
MMPA
Motion Industries Inc.
Mountain View Hauling LLC
MRV Dairy Solutions
Multi Rose Jerseys Inc.
Multi Rose Jerseys Inc. 2
Nalco Company
National Dairy Promotion and Research
National Financial Services LLC
National Fluid Milk Processor Promotion Board
National Sugar Marketing LLC
Navarro Pecan Co. Inc.
Navistar Inc.
Nestle USA Inc.
Ninth Avenue Foods
Norse Dairy Systems
NYTLD Funds Control
O-At-Ka Milk Products Coop Inc.
O Ice LLC
O&W Dairy Farm Incorporated
Odyssey FoodTrans LLC
Oldenkamp Trucking Inc.
Onestream Software LLC
Organic Valley Fresh
Owen Transportation Services LLC
Pacific Rim Capital Inc.

Packaging Corp of America
Paradis Inc.
Pecan Deluxe Candy Co.
Penske Truck Leasing Co. L.P.
Peoplenet Communications
Pepsico
Performance Logistics LLC
Phoenix Packaging Operations
Pine Ton Farm LLC
Pioneer Cold
Pondera Colony
Premier Juices
Premier Milk Inc.
Prepass
PricewaterhouseCoopers LLP
Prime Inc.
Pro Star Logistics Inc.
Quantum Health Inc.
Queensboro Farm Products Inc.
Quickway Logistics Inc.
Rabo Agrifinance Incorporated
Rabobank International
Randstad
Randy Van Veldhuizen Farm
Ray Calfee
Readington Farms Inc.
Ready Roast Nut Co. LLC
Red Diamond Inc.
Red Stag Logistics LLC
Regions Equipment Finance
Rehrig Pacific Company
Rhino Foods Inc.
Rich Dairy Products Inc.
Richs Ice Cream
Robertet Flavors Inc.
Rocket Products Inc.
Rogers Manufacturing Co.
Rowley Trucking Incorporated
Ruan Logistics Corporation
RWDSU
RWS Design & Controls Inc.
Ryder Integrated Logistics
Ryder Truck Rental Inc.
Safeway Inc.
Santander Bank Na
Saputo Cheese USA Inc.
Saputo Dairy Foods USA LLC
Sartori Company
SAS Dairy
Scattered Acres Incorporated
Schreiber Foods Incorporated

Schuster Company
Securitas Security Services US Inc.
Select Milk Producers
Sensient Flavors LLC
Sensoryeffects Inc.
Shamrock Arizona Dairy Div
Shenandoah Dairy Incorporated
Shoptology Incorporated
Signature Financial LLC
Silgan Ipec Corp.
Silgan Plastic Closure
Sirva Relocation
Sirva Relocation LLC
Slalom LLC
Smithfield Direct LLC
Sokol And Co.
South Georgia Pecan Co.
Southeast Milk Incorporated
Southern Cross Dairy LLC
Spring Hill Pure Natura
SS Brown Transportation Inc.
St Albans Coop Creamery Inc.
Stanpac Inc.
Stanton Farms LLC
Star Kay White Inc.
Steamburg Milk Producers Coop
Stremicks Heritage Foods LLC
Sunrise Dairy Inc.
SunTrust Equipment Finance
Superior Dairy Inc.
Suwannee Dairy Incorporated
Sweetener Supply Corp.
Sweetwater Valley Farm Inc.
Synergy Flavors Inc.
Tampico Beverages Inc.
Tastepoint Inc.
Tate & Lyle Ingredients Americas
Tax Assessor Collector
Tc Jacoby & Company Inc. B110210
Teamsters Benefit Trust
Teamsters Health & Welfare Fund
Teamsters Joint Council #83 Of Va
Teamsters Local Union 261
Telerx Marketing Inc.
Tetra Pak Inc.
The Dairy Group Inc.
Thermo King Svc Inc.
Thunder Hollow Farm
Timmons Farms Ltd.
Timon Perron Trucking Incorporated
Tobico Transportation LLP

TPX Transport LLC
Trilogy Dairy L.P.
Tropicana Chilled DSD
Twin Creeks Farm LLC
Twin Express Incorporated
Unicold Corp.
United Dairymen of Arizona
United States Department of Agriculture
United Sugars Corp.
Uptown Cityplace LLC
Utah Idaho Teamsters Security Fund
Velocity
Vendor Consulting Group Inc.
Ventura Coastal LLC
Veritiv Operating Co.
Virginia Dare
Vivio Health Inc.
WageWorks
Wagner Meinert LLC
WD Logistics LLC
Wells Fargo
Wells Fargo Equipment Financ
Wells Fargo Pa Receipts
Wenning Dairy LLC
Werhane Enterprises Ltd.
West Point Dairy Prod LLC Plant 1
West Point Dairy Products LLC Utah
Western Conference Of Teamsters
Westrock
White Eagle Cooperative Association
White Oak Dairy
Winburn Milk Company Inc.
Winnesota Regional Transportation
Witte Bros Exchange Incorporated
Woodall Farms
WS Packaging Group
Xtra Lease LLC
Young Brothers Ltd.

**Entities That File Notices of Appearance or
Are a Party to Certain Other Significant
Pleadings**

14770 Centreport Office Owner LLC
3M Company
Ace Welding and Trailer Company
Alixpartners, LLP
Angelina County
Athens Utilities Board
Atlas Oil Co.
Automotive Industries Trust Funds
B&R Oil Co., Inc.

Banc of America Leasing & Capital LLC
Bank of America, Na (Ttee to the Tua Barbara
Mullins Trust)
Bank of Montreal
Barry Green (as Personal Representative of the
Estate of Marvin Torres, Deceased)
BB&T Equipment Finance Corporation
Bexar County
Blanco CAD
Burkburnett Ind. School Dist.
CA Department of Food and Agriculture
Caldwell CAD
Cameron County
Carter Arnett PLLC
Centimark Corporation
Central Florida Lumber & Supply Co.
Centurylink Communications LLC
City of Burkburnett
City of Dallas, TX
City of Electra
City of Harlingen
City of McAllen
City of Mercedes
City of Wichita Falls
City View Ind. School Dist.
Cleveland ISD
Commonwealth Of Pennsylvania, Milk
Marketing Board
Conopco Inc. D/B/A/ Unilever
Convoy Servicing Company
Cookietree LLC, F/K/A Cookietree Bakeries,
Inc. D/B/A Cookietree Bakeries
Crown Credit Company
Crown Equipment Corporation
Dallas County
Danone North America and Affiliates
Darin Harris Davis
Delta Fire Systems, a Division of Western States
Fire Protection
Dewitt County
Dimmit County
Donald Sabatte
Dot Foods, Inc.
Double H Manufacturing Corporation
Douglas G. Peterson
Dupont De Nemours, Inc.
Electra Hospital Dist.
Electra Ind. School Dist.
Employer Direct Healthcare
Everett S. & Judith A. Henderson
Fidelity and Deposit Company of Maryland

Fifth Third Bank
Flywheel Brands, LLC
Fort Bend County
Freese and Nichols, Inc.
Fruitcrown Products Corporation
Gary Sabatte
General Machinery Company, Inc.
George Sabatte
Great Dane LLC
Hamilton CAD
Harlingen CISD
Harris County
Hays CISD
Hidalgo County
IBM Credit LLC
Industrial Realty Group, LLC
Interbake Foods LLC
Investors Savings Bank
Island Dairy, LLC
Jefferson County
Jody L. Macedonio
John Sabatte
Johnson Truck Bodies, LLC
JS Nowak LLC
Key Equipment Finance
KKR & Co. Inc.
Lammpasas County
Laredo College
Leakey Independent School District
Limestone County
Lindox Equipment Company
Liqui-Box Corp.
Llano County
Local 584 Pen.
Los Fresnos CISD
Lubbock Central Appraisal District, Et Al.
Mansfield Oil Company
Marissa Jarratt
Marvin Torres
Matagorda County
Maverick County
McLennan County
Mesa Equipment
Montgomery County
MPS Enterprises, LLC
My Way Transportation, Inc.
Nash Dairy Co.
New England Teamsters and Trucking Industry
Pension Fund
Norman Sabatte
Nueces County

Office of Unemployment Compensation Tax
Services (Pennsylvania)
Oracle America, Inc.
Palacios ISD
Peak Rock Capital LLC
PRA Receivables Management, LLC
Prairie Farms Dairy, Inc.
Premier Trailer Leasing, Inc.
Producers Dairy Foods, Inc.
Raymondville ISD
Realty Income Corporation
Reese Road Properties
Regions Bank
Reliant Asset Management, LLC
Retail, Wholesale and Department Store Int'l
Union and Industry Pension Fund & Retail,
Wholesale and Department Store Int'l Union
and Industry Health and Benefit Fund
Rio Hondo ISD
Robertson County
San Marcos CISD
Santa Fe Independent School District
Sidney Alphonse
Silgan White Cap LLC
Smartlight Analytics, LLC
Spire Alabama, Inc.
Stationary Engineers Local 39 Trust Funds
Summit Funding Group, Inc.
Supply Company
Taylor Hof Roland
Terra Renewal Services, Inc.
Tetra Pak, Inc.
Texas Bank and Trust Company
The Ad Hoc Group of Bondholders
The Bank of New York Mellon, N.A., in its
Capacity as Indenture Trustee
The Comptroller of Public Accounts of the State
of Texas
The Maryland and Virginia Milk Producers
Cooperative Association
The Official Committee of Unsecured Creditors
of Southern Foods Group, LLC, Et Al.
The Stop & Shop Supermarket Co., LLC
The Texas Commission on Environmental
Quality
The Texas Department of Insurance
The Texas Taxing Authorities
The Town of Franklin, Commonwealth of
Massachusetts
The United States Attorney's Office for the
Southern District of Texas

The United States of America
Thomas Petroleum, LLC
TN Dept. of Revenue
Travis County
UMR, Inc.
Union Pacific Railroad Company
Unitas Dairy Holdings LLC
UnitedHealthcare Ins. Co.
Uvalde County
Victoria County
Videojet Technologies, Inc.
Visible Supply Chain Management LLC (SII to
Pro Star Logistics, LLC and Visible Supply
Chain Management Holdings, Inc.)
Wells Fargo Financial Services, LLC
Wichita County
Wichita Falls Ind. School Dist.
Wilks, Lukoff & Bracegirdle, LLC
Willacy County
William J. Begg
Willie Fort
Winn-Dixie Stores, Inc.
Wintrust Equipment Finance

Schedule 2 to Resnick Declaration¹

Supplemental Client Match List for Past Two Years

¹ Davis Polk currently represents, or has represented within the past two years, the entities listed on this Schedule 2 or one or more of their affiliates.

Supplemental Client Match List

Matched Entity	Relationship to Debtors	Relationship to Davis Polk
AEP Energy	Contract Counterparty	Subsidiary or Affiliate of Client
BB&T Equipment Finance Corporation	Entities That File Notices of Appearance or Are a Party to Certain Other Significant Pleadings	Subsidiary or Affiliate of Client
DuPont de Nemours, Inc.	Entities That File Notices of Appearance or Are a Party to Certain Other Significant Pleadings	Client
Fidelity and Deposit Company of Maryland	Entities That File Notices of Appearance or Are a Party to Certain Other Significant Pleadings	Subsidiary or Affiliate of Client
HPS LLC	Customer	Subsidiary or Affiliate of Client
KKR & Co. Inc.	Entities That File Notices of Appearance or Are a Party to Certain Other Significant Pleadings	Subsidiary or Affiliate of Client
Oracle America, Inc.	Entities That File Notices of Appearance or Are a Party to Certain Other Significant Pleadings	Client
Videojet Technologies, Inc.	Entities That File Notices of Appearance or Are a Party to Certain Other Significant Pleadings	Subsidiary or Affiliate of Client