

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

In re

ADVANTAGE HOLDCO, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 20-11259 (CTG)

(Jointly Administered)

Obj Deadline: July 1, 2021, 4:00 p.m. (ET)

Hearing Date: *Only if objections are filed*

**SUMMARY OF TWELFTH MONTHLY FEE APPLICATION OF BAKER &
HOSTETLER LLP, COUNSEL FOR THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR THE
PERIOD OF MAY 1, 2021 THROUGH MAY 31, 2021**

Name of Applicant:

Baker & Hostetler LLP

Authorized to Provide
Professional Services to:

Official Committee of Unsecured Creditors

Date of Retention:

July 23, 2020, *nunc pro tunc* to June 9, 2020

Period for which compensation
and reimbursement is sought:

May 1, 2021 through May 31, 2021

Amount of Compensation sought as actual
reasonable and necessary legal services
legal services rendered:

\$34,345.50

Amount of Expense Reimbursement
sought as actual, reasonable and
necessary:

\$0.00

This is a(n): X monthly interim final application

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Advantage Holdco, Inc. (4832); Advantage Opco, LLC (9101); Advantage Vehicles LLC (6217); E-Z Rent A Car, LLC (2538); Central Florida Paint & Body, LLC (1183); Advantage Vehicle Financing LLC (7263); and RAC Vehicle Financing, LLC (8375). The Debtors' address is 2003 McCoy Road, Orlando, Florida 32809.

Prior Applications Filed:

Dated Filed	Period Covered	Requested		Approved	
		Fees	Expenses	Fees	Expenses
7/28/2020 [D.I. 396]	June 9, 2020 – June 30, 2020	\$97,515.50	\$193.84	\$78,012.40	\$193.84
08/19/2020 [D.I. 446]	July 1, 2020 – July 31, 2020	\$47,852.50	\$140.55	\$38,282.00	\$140.55
9/21/2020 [D.I. 499]	August 1, 2020 – August 31, 2020	\$69,327.50	\$1,390.76	\$55,462.00	\$1,390.76
10/16/2020 [D.I. 554]	September 1, 2020 – September 30, 2020	\$8,380.50	-	\$6,704.40	-
11/17/2020 [D.I. 599]	October 1, 2020 – October 31, 2020	\$4,124.50	-	\$3,299.60	-
12/17/2020 [D.I. 629]	November 1, 2020 – November 30, 2020	\$1,021.00		\$816.80	
1/15/2021 [D.I. 654]	December 1, 2020 – December 31, 2020	\$6,011.50		\$4,809.20	
2/17/2021 [D.I. 688]	January 1, 2021 – January 31, 2021	\$1,103.50		\$882.80	
03/15/2021 [D.I. 723]	February 1, 2021 – February 28, 2021	\$3,449.50		\$2,759.60	
04/16/2021 [D.I. 767]	March 1, 2021 – March 31, 2021	\$3,823.00		\$3,058.40	
05/18/2021 [D.I. 819]	April 1, 2021 – April 30, 2021	\$12,084.50		\$9,667.60	

SUMMARY OF BILLING BY PROFESSIONAL
MAY 1, 2021 THROUGH MAY 31, 2021

Name of Professional	Date of Bar Admission	Position with the Applicant and Number of Years in that Position	Hourly Billing Rate²	Total Billed Hours	Total Compensation
Elizabeth A. Green	1986	Partner, Bankruptcy Since 2009	\$750.00	1.70	\$1,275.00
Andrew V. Layden	2010	Associate, Bankruptcy From 2011 to 2019 Partner, Bankruptcy Since 2020	\$445.00	19.40	\$8,633.00
Michael T. Delaney	2008	Associate, Bankruptcy From 2013 to 2018 Counsel, Bankruptcy Since 2020	\$500.00	48.20	\$24,100.00
Danielle L. Merola	2015	Associate, Bankruptcy Since 2019	\$395.00	0.70	\$276.50
Deanna H. Lane	N/A	Paralegal, Bankruptcy Since 2001	\$305.00	0.20	\$61.00
TOTAL INCURRED				70.20	\$34,345.50
TOTAL REQUESTED (80%)					\$27,476.40
Blended Rate:				\$489.78	

² The rate represents the regular hourly rate for each attorney and paraprofessional who rendered legal services. All hourly rates are adjusted by Applicant on a periodic basis (the last such adjustment occurred on January 1, 2020).

COMPENSATION BY PROJECT CATEGORY³
MAY 1, 2021 THROUGH MAY 31, 2021

Project Category	Total Hours	Total Fees
000001 Chapter 11 Bankruptcy (General)	9.30	\$4,382.50
000002 Asset Analysis and Recovery	0.30	\$150.00
000009 Claims Administration and Objections	0.80	\$372.50
000012 Employment and Fee Applications	0.20	\$61.00
000015 Litigation	0.70	\$276.50
000017 Plan and Disclosure Statement	58.90	\$29,103.00
Totals	70.20	\$34,345.50

³ The subject matter of certain time entries may be appropriate for more than one project category. In such cases, time entries generally have been included in the most appropriate category. Time entries do not appear in more than one category.

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FOR THE DISTRICT OF DELAWARE**

In re

ADVANTAGE HOLDCO, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 20-11259 (CTG)

(Jointly Administered)

Obj Deadline: July 1, 2021 at 4:00 p.m. (ET)

Hearing Date: Only if objections are filed

**TWELFTH MONTHLY APPLICATION OF BAKER & HOSTETLER LLP,
COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR
ALLOWANCE OF COMPENSATION
FOR THE PERIOD OF MAY 1, 2021 THROUGH MAY 31, 2021**

Baker & Hostetler LLP (“B&H”), counsel to Official Committee of Unsecured Creditors (the “Committee”) of Advantage Holdco, Inc., *et al.*, the debtors in the above-captioned chapter 11 cases (collectively, the “Debtors”), submits its twelfth monthly fee application (the “Application”), pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), Rule 2016(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 372] (the “Interim Compensation Order”), for (i) allowance of compensation for professional legal services rendered for the period from May 1, 2021 through May 31, 2021 (the “Application Period”), and respectfully represents as follows:

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Advantage Holdco, Inc. (4832); Advantage Opco, LLC (9101); Advantage Vehicles LLC (6217); E-Z Rent A Car, LLC (2538); Central Florida Paint & Body, LLC (1183); Advantage Vehicle Financing LLC (7263); and RAC Vehicle Financing, LLC (8375). The Debtors’ address is 2003 McCoy Road, Orlando, Florida 32809.

JURISDICTION AND VENUE

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. §157(b)(2)(A) and (B).

2. Venue of this proceeding and this Application is proper in this District pursuant to 28 U.S.C. §§1408 and 1409.

3. The statutory predicates for the relief sought herein are sections 330 and 331 of the Bankruptcy Code. Such relief is also warranted under Bankruptcy Rule 2016(a), Local Rule 2016-2, and the Interim Compensation Order.

BACKGROUND

A. The Chapter 11 Cases

4. On May 26, 2020, (the “Petition Date”), the above-captioned jointly administered debtors (the “Debtors”) commenced the above-captioned bankruptcy cases (the “Chapter 11 Cases”) by filing voluntary petitions for relief under Chapter 11 of the Bankruptcy Code.

5. The Debtors have continued in the possession of their property and have continued to operate and manage its businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. A trustee has been appointed in the Chapter 11 Cases.

6. On June 9, 2020, the United States Trustee for the District of Delaware (the “United States Trustee”) appointed the three (3) member Committee pursuant to section 1102(a)(1) of the Bankruptcy Code.²

² The Committee members are: (i) Safelite Group; (ii) EDS Service Solutions, LLC (Chair).; and (iii) Exultancy, Inc.

B. The Retention of Baker & Hostetler

7. On July 2, 2020, the Committee applied to the Court for an order authorizing the retention and employment of B&H as counsel to the Committee, *nunc pro tunc* to June 9, 2020 [Docket No. 334]. On July 23, 2020 the Court entered an Order [Docket No. 392] authorizing such retention.

C. The Interim Compensation Order

8. On July 15, 2020, the Court entered the Interim Compensation Order which sets forth the procedures for interim compensation and reimbursement of expenses in these Chapter 11 Cases. Specifically, the Interim Compensation Order provides that a Retained Professional may file and serve a Monthly Fee Application on or after the fifteen (15th) day of each calendar month for which compensation is sought, each Retained Professional seeking interim allowance of its fees and expenses will file with the Court an application for interim approval and allowance of compensation for services rendered and reimbursement of expenses incurred during any preceding month. Provided that there are no objections to the Monthly Fee Application filed within fifteen (15) days after the service of a Monthly Fee Application, the Retained Professional may file a certificate of no objection with the Court, after which the Debtors are authorized to pay such Retained Professional eighty percent (80%) of the fees and one-hundred percent (100%) of the expenses requested in such Monthly Fee Application. If an objection is filed to the Monthly Fee Application, then the Debtors are authorized to pay 80% of the fees and 100% of the expenses not subject to objection.

RELIEF REQUESTED

9. Pursuant to the Interim Compensation Order and section 331 of the Bankruptcy Code, B&H makes this application for allowance of compensation in the amount of \$34,345.50,

less a 20% holdback (in the amount \$6,869.10), for a total of \$27,476.40, for professional services rendered. This amount is derived solely from the applicable hourly billing rates of B&H's attorneys and paraprofessionals who rendered such services to the Debtors.

A. Compensation Requested

10. Attached hereto as Exhibit A is a detailed itemization, by project category, of all services performed by B&H with respect to the Chapter 11 Cases during the Application Period. This detailed itemization complies with Local Rule 2016-2(d) in that each time entry contains a separate time allotment, a description of the type of activity and the subject matter of the activity, all time is billed in increments of one-tenth of an hour, time entries are presented chronologically in categories, and all meetings or hearings are individually identified.

11. The attorneys and paraprofessionals who rendered services related to each category are identified in Exhibit A, along with the number of hours for each individual and the total compensation sought for each category. All services for which B&H requests compensation were performed for or on behalf of the Debtors.

VALUATION OF SERVICES

12. Attorneys and paraprofessionals of B&H have expended a total of 70.20 hours in connection with this matter during the Application Period.

13. The amount of time spent by each of the professionals providing services to the Committee for the Application Period is set forth in Exhibit A. The rates are B&H's normal hourly rates of compensation for work of this nature. The reasonable value of the services rendered by B&H for the Application Period as counsel for the Committee in the Chapter 11 Cases is \$34,345.50.

14. B&H believes that the time entries included in Exhibit A attached hereto, are in compliance with the requirements of Local Rule 2016-2.

15. In accordance with the factors enumerated in 11 U.S.C. § 330, the amount requested is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

CERTIFICATE OF COMPLIANCE AND WAIVER

16. The undersigned representative of B&H certifies that he has reviewed the requirements of Local Rule 2016-2 and that the Application substantially complies with that Local Rule. To the extent that the Application does not comply in all respects with the requirements of Local Rule 2016-2, B&H believes that such deviations are not material and respectfully requests that any such requirements be waived.

NOTICE

17. Pursuant to the Interim Compensation Order, this Application is being served on: (a) the Debtors, (b) counsel to the Debtors, (c) counsel to the Debtors' prepetition secured lender, (d) the U.S. Trustee, and (e) all parties that have requested notice pursuant to Local Rule 2002-1. The Applicant submits that no other or further notice need be provided.

WHEREFORE, Baker & Hostetler LLP respectfully requests the Court enter an order: (i) granting the Application and authorizing the allowance of compensation in the amount of \$27,476.40 (80% of \$34,345.50) for professional services rendered, and; (ii) directing the payment by the Debtors of the foregoing amount; and (iii) granting such other and further relief as the Court deems just and proper.

Dated: June 16, 2021

BAKER & HOSTETLER LLP

/s/ Andrew V. Layden

Elizabeth A. Green (*admitted pro hac vice*)

Andrew V. Layden (*admitted pro hac vice*)

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