

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

In re

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

Debtors.<sup>1</sup>

Chapter 11

Case No. 20-11259 (JTD)

(Jointly Administered)

**Obj Deadline: August 2, 2021 at 4:00 p.m. (ET)**

**Hearing Date: *Only if objections are filed***

**SUMMARY OF THIRTEENTH MONTHLY FEE APPLICATION OF BAKER & HOSTETLER LLP, COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD OF JUNE 1, 2021 THROUGH JUNE 30, 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:

June 1, 2021 through June 30, 2021

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

\$14,376.50

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

\$14.76

This is a(n):  monthly  interim  final application

Prior Applications Filed:

<sup>1</sup> 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.

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	
06/16/2021 [D.I. 850]	May 1, 2021 – May 31, 2021	\$34,345.50		\$27,476.40	

**SUMMARY OF BILLING BY PROFESSIONAL**  
**JUNE 1, 2021 THROUGH JUNE 30, 2021**

<b>Name of Professional</b>	<b>Date of Bar Admission</b>	<b>Position with the Applicant and Number of Years in that Position</b>	<b>Hourly Billing Rate<sup>2</sup></b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Andrew V. Layden	2010	Associate, Bankruptcy From 2011 to 2019 Partner, Bankruptcy Since 2020	\$445.00	7.10	\$3,159.50
Michael T. Delaney	2008	Associate, Bankruptcy From 2013 to 2018 Counsel, Bankruptcy Since 2020	\$500.00	16.40	\$8,200.00
Danielle L. Merola	2015	Associate, Bankruptcy Since 2019	\$395.00	3.70	\$1,461.50
Deanna H. Lane	N/A	Paralegal, Bankruptcy Since 2001	\$305.00	5.10	\$1,555.50
<b>TOTAL INCURRED</b>				<b>32.30</b>	<b>\$14,376.50</b>
<b>TOTAL REQUESTED (80%)</b>					<b>\$11,501.20</b>
				<b>Blended Rate:</b>	<b>\$471.47</b>

<sup>2</sup> 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 CATEGORY<sup>3</sup>**  
**JUNE 1, 2021 THROUGH JUNE 30, 2021**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
000001 Chapter 11 Bankruptcy (General)	1.10	\$489.50
000002 Asset Analysis and Recovery	1.90	\$950.00
000005 Avoidance Action Analysis	0.50	\$250.00
000009 Claims Administration and Objections	0.50	\$250.00
000012 Employment and Fee Applications	9.00	\$3,131.00
000015 Litigation	0.50	\$197.50
000017 Plan and Disclosure Statement	18.80	\$9,108.50

---

<sup>3</sup> 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.

**EXPENSE SUMMARY**  
**JUNE 1, 2021 THROUGH JUNE 30, 2021**

<b>Expense Category</b>	<b>Amount</b>
Copier/Duplication	\$11.50
Postage	\$3.26
<b>Total:</b>	<b>\$14.76</b>

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

In re

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

Debtors.<sup>1</sup>

Chapter 11

Case No. 20-11259 (JTD)

(Jointly Administered)

**Obj Deadline: August 2, 2021 at 4:00 p.m. (ET)**

**Hearing Date: *Only if objections are filed***

**THIRTEENTH MONTHLY APPLICATION OF BAKER & HOSTETLER LLP,  
COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR  
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES  
FOR THE PERIOD OF JUNE 1, 2021 THROUGH JUNE 30, 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 thirteenth 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 and reimbursement of actual and necessary expenses incurred for the period from June 1, 2021 through June 30, 2021 (the “Application Period”), and respectfully represents as follows:

---

<sup>1</sup> 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.<sup>2</sup>

---

<sup>2</sup> 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 (15<sup>th</sup>) 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 \$14,376.50,

less a 20% holdback (in the amount \$2,875.30), for a total of \$11,501.20, 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. In addition, B&H seeks reimbursement of expenses incurred during the Application Period in the amount of \$14.76.

**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.

**B. Expense Reimbursement**

12. B&H incurred out-of-pocket expenses during the Application Period in the amount of \$14.76. Attached hereto as Exhibit A is a description of the expenses actually incurred by B&H in the performance of services rendered as counsel to the Committee. The expenses are broken down into categories of charges, which may include, among other things, the following charges: photocopying, postage, telephonic appearances, messenger service, transcripts, computerized legal research, and filing fees.

13. In accordance with section 330 of the Bankruptcy Code, B&H seeks reimbursement only for the actual cost of such expenses to B&H. B&H submits that the expenses incurred were customary and necessary.

#### **VALUATION OF SERVICES**

14. Attorneys and paraprofessionals of B&H have expended a total of 32.30 hours in connection with this matter during the Application Period.

15. 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 \$14,376.50.

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

17. 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**

18. The undersigned representative of B&H certifies that she 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**

19. 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 (a) allowance of compensation in the amount of \$11,501.20 (80% of \$14,376.50) for professional services rendered, and (b) reimbursement of actual and necessary costs in the amount of \$14.76 incurred, during the Application Period; (ii) directing the payment by the Debtors of the foregoing amounts; and (iii) granting such other and further relief as the Court deems just and proper.

Dated: July 16, 2021

BAKER & HOSTETLER LLP

/s/ Andrew V. Layden

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

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

200 S. Orange Avenue, Suite 2300

Orlando, FL 32801

Telephone: (407) 649-4000

Facsimile: (407) 841-0168

E-mail: egreen@bakerlaw.com

E-mail: alayden@bakerlaw.com

*Counsel to the Official Committee of Unsecured  
Creditors of Advantage Holdco, Inc., et al.*