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

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|---|---|
| In re: | Chapter 11 |
| ADVANTAGE HOLDCO, INC., *et al.*, | Case No. 20-11259 (CTG) |
| Debtors.[1] | (Jointly Administered)<br>**Obj. Deadline: September 2, 2021 at 4:00 p.m.**<br>**Hearing Date:** ***Only if objections are filed*** |

**SUMMARY OF FOURTEENTH MONTHLY FEE APPLICATION OF COLE SCHOTZ P.C. FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSESAS COUNSEL TO THE DEBTORS AND DEBTORS-IN-POSSESSION FOR THE PERIOD FROM JULY 1, 2021 THROUGH JULY 31, 2021**

| | |
|---|---|
| Name of Applicant: | **Cole Schotz P.C.** |
| Authorized to provide professional services to: | **Advantage Holdco, Inc., *et al.*** |
| Date of Retention: | **June 29, 2020 *nunc pro tunc* to May 26, 2020** |
| Period for which Compensation and Reimbursement is Sought: | **July 1, 2021 through July 31, 2021** |
| Amount of Compensation Sought as Actual, Reasonable and Necessary: | **$60,866.80 (80% of $76,083.50)** |
| Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary: | **$162.09** |

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 PO Box 2818, Windermere, FL, 34786.

**Prior Monthly Applications:**

| Application | Date Filed | Period Covered | Requested Fees/Expenses | Authorized Fees (80%)/ Expenses (100%) |
|---|---|---|---|---|
| 1st Application [D.I. 381] | 7/20/2020 | 5/26/2020 – 6/30/2020 | $907,845.50/$6,014.39 | $726,276.40/$6,014.39 |
| 2nd Application [D.I. 461] | 9/2/2020 | 7/1/2020 – 7/31/2020 | $287,794.50/$1,844.29 | $230,235.60/$1,844.29 |
| 3rd Application [D.I. 508] | 9/23/2020 | 8/1/2020 – 8/31/2020 | $157,143.00/$1,034.41 | $125,714.40/$1,034.41 |
| 4th Application [D.I. 577] | 11/2/2020 | 9/1/2020 – 9/30/2020 | $154,417.50/$2,640.39 | $123,534.00/$2,640.39 |
| 5th Application [D.I. 597] | 11/16/2020 | 10/1/2020 – 10/31/2020 | $117,690.50/$326.88 | $94,152.40/$326.88 |
| 6th Application [D.I. 647] | 1/12/2021 | 11/1/2020 – 11/30/2020 | $98,376.50/$1,189.46 | $78,701.20/$1,189.46 |
| 7th Application [D.I. 687] | 2/11/2021 | 12/1/2020 – 12/31/2020 | $54,979.00/$377.36 | $43,983.20/$377.36 |
| 8th Application [D.I. 700] | 2/25/2021 | 1/1/2021 – 1/31/2021 | $71,756.00/$174.64 | $57,404.80/$174.64 |
| 9th Application [D.I. 727] | 3/18/2021 | 2/1/2021 – 2/28/2021 | $64,593.00/$65.92 | $51,674.40/$65.92 |
| 10th Application [D.I. 766] | 4/16/2021 | 3/1/2021 – 3/31/2021 | $154,240.50/$195.43 | $123,392.40/$195.43 |
| 11th Application [D.I. 816] | 5/17/2021 | 4/1/2021 – 4/30/2021 | $97,328.50/$103.88 | $77,862.80/$103.88 |
| 12th Application [D.I. 848] | 6/15/2021 | 5/1/2021 – 5/31/2021 | $106,839.00/$418.90 | $84,471.20/$418.90 |
| 13th Application [D.I. 1002] | 7/27/2021 | 6/1/2021 – 6/30/2021 | $18,022.00/$146.52 | $14,417.60/$146.52 |

**SUMMARY OF BILLING BY PROFESSIONAL**
**JULY 1, 2021 THROUGH JULY 31, 2021**

| Name of Professional Person | Date of Bar Admission | Position with the Applicant and Number of Years in that Position | Hourly Billing Rate[1] | Total Billed Hours | Total Compensation |
|---|---|---|---|---|---|
| Norman L. Pernick | 1985 | Member (Bankruptcy) (since 2008) | $1,025.00 | 19.4 | $19,885.00 |
| Justin R. Alberto | 2008 | Member (Bankruptcy) (since 2020) | $645.00 | 5.8 | $3,741.00 |
| Daniel F. Geoghan | 1999 | Member (Bankruptcy) (since 2005) | $690.00 | 4.1 | $2,829.00 |
| Patrick J. Reilley | 2003 | Member (Bankruptcy) (since 2011) | $640.00 | 2.2 | $1,408.00 |
| Peter Strom | 2021 | Associate (Bankruptcy) (since 2021) | $225.00 | 1.4 | $315.00 |
| Andrew Roth-Moore | 2013 | Associate (Bankruptcy) (since 2020) | $500.00 | 83.4 | $41,700.00 |
| Jeffrey Sauer | 2018 | Associate (Bankruptcy) (since 2019) | $315.00 | 1.8 | $567.00 |
| Larry Morton | N/A | Paralegal (Bankruptcy) (since 2020) | $315.00 | 17.9 | $5,638.50 |
| **Total Incurred** | | | | **136.0** | **$76,083.50** |
| **Total Requested** | | | | | **$60,866.80** |

**Blended Rate: $559.44**

[1] 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 September 1, 2020).

**COMPENSATION BY PROJECT CATEGORY[1]**
**JULY 1, 2021 THROUGH JULY 31, 2021**

| Project Category | Total Hours | Total Fees |
|---|---|---|
| Asset Analysis and Recovery | 10.1 | $5,050.00 |
| Asset Dispositions, Sales, Uses, and Leases (Section 363) | 3.4 | $1,525.00 |
| Automatic Stay Matters/Litigation | 0.2 | $100.00 |
| Business Operations | 11.7 | $6,661.50 |
| Case Administration | 3.3 | $1,354.00 |
| Claims Analysis, Administration and Objections | 24.6 | $16,288.00 |
| Creditor Inquiries | 0.3 | $192.50 |
| Fee Application Matters/Objections | 14.3 | $4,999.50 |
| Preparation for and Attendance at Hearings | 2.8 | $900.50 |
| Reorganization Plan | 50.7 | $31,647.00 |
| Reports; Statements and Schedules | 4.9 | $2,418.00 |
| Retention Matters | 5.6 | $2,740.00 |
| Tax/General | 4.1 | $2,207.50 |
| **Total Incurred** | **136.0** | **$76,083.50** |
| **Total Requested:** | | **$60,866.80** |

[1] 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**
**JULY 1, 2021 THROUGH JULY 31, 2021**

| Expense Category | Service Provider (if applicable) | Total Expenses |
|---|---|---|
| Photocopies | | $52.00 |
| Online Research | | $110.09 |
| **TOTAL** | | **$162.09** |

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| Debtors.[1] | (Jointly Administered)<br>**Obj. Deadline: September 2, 2021 at 4:00 p.m.**<br>**Hearing Date:** ***Only if objections are filed*** |

**FOURTEENTH MONTHLY FEE APPLICATION OF COLE SCHOTZ P.C., COUNSEL TO THE DEBTORS AND DEBTORS-IN-POSSESSION, FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM JULY 1, 2021 THROUGH JULY 31, 2021**

Cole Schotz P.C. (the "Applicant" or "Cole Schotz"), counsel to Advantage Holdco, Inc., Inc. and certain of its affiliates, the debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), submits this fourteenth 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"),[2] for allowance of compensation for professional legal services rendered and reimbursement of actual and necessary expenses incurred for the period from July 1, 2021 through July 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 PO Box 2818, Windermere, FL, 34786.

[2] Capitalized terms not defined herein shall have the meanings ascribed to them in the Interim Compensation Order.

## JURISDICTION AND VENUE

1. The Court has jurisdiction to consider this Application pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.

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

## BACKGROUND

### A. The Chapter 11 Cases

3. On May 26, 2020 (the "Petition Date"), the Debtors each commenced with this Court a voluntary case under chapter 11 of title 11 of the United States Code (the "Chapter 11 Cases"). The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. A trustee has been appointed in the Chapter 11 Cases.

4. On June 9, 2020, the United States Trustee for the District of Delaware (the "U.S. Trustee") filed the *Notice of Appointment of Committee of Unsecured Creditors* [Docket No. 140].

### B. The Retention of Cole Schotz

5. On June 5, 2020, the Debtors applied [Docket No. 127] to the Court for an order authorizing the retention and employment of Cole Schotz as the Debtors' counsel, *nunc pro tunc* to May 26, 2020. On June 29, 2020, the Court entered an order [Docket No. 306] authorizing such retention.

**C. The Interim Compensation Order**

6. 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**

7. Pursuant to the Interim Compensation Order and section 331 of the Bankruptcy Code, Cole Schotz makes this application for allowance of compensation in the amount of $76,083.50, less a 20% holdback (in the amount $15,216.70) for a total of $60,866.80, for professional services rendered. This amount is derived solely from the applicable hourly billing rates of Cole Schotz's attorneys and paraprofessionals who rendered such services to the Debtors. In addition, Cole Schotz seeks reimbursement of expenses incurred during the Application Period in the amount of $162.09.

**A. Compensation Requested**

8. Attached hereto as Exhibit A is a detailed itemization, by project category, of all services performed by Cole Schotz 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.

9. 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.[3] All services for which Cole Schotz requests compensation were performed for or on behalf of the Debtors.

**B. Expense Reimbursement**

10. Cole Schotz incurred out-of-pocket expenses during the Application Period in the amount of $162.09. Attached hereto as Exhibit B is a description of the expenses actually incurred by Cole Schotz in the performance of services rendered as counsel to the Debtors. The expenses are broken down into categories of charges, which may include, among other things, the following charges: photocopying, scanning and printing, outgoing facsimiles, document retrieval, postage, third-party conference calls, telephonic appearances, messenger service, transcripts, computerized legal research, filing fees, working meals, secretarial overtime and other non-ordinary expenses.[4]

[3] In accordance with Del. Bankr. L.R. 2016-2(d)(ix), Cole Schotz reduces its request for compensation of non-working travel by 50% of the normal rate.

[4] In accordance with Del. Bankr. L.R. 2016-2(e)(iii), Cole Schotz does not charge more than $0.10 per page for photocopies, does not charge for incoming facsimile transmissions, and does not charge more than $0.25 per page for outgoing facsimiles. Applicant does not surcharge for computerized legal research.

11. Certain expenses included in this Application were incurred, but not billed, until after the Petition Date. Applicant submits that all such expenses relate to the Chapter 11 Cases and, by this Application, requests reimbursement of the same.

12. In accordance with section 330 of the Bankruptcy Code, Cole Schotz seeks reimbursement only for the actual cost of such expenses to Cole Schotz. Cole Schotz submits that the expenses incurred were customary and necessary.

## VALUATION OF SERVICES

13. Attorneys and paraprofessionals of Cole Schotz have expended a total of 136.0 hours in connection with this matter during the Application Period.

14. The amount of time spent by each of the professionals providing services to the Debtors for the Application Period is set forth in Exhibit A. The rates are Cole Schotz's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by Cole Schotz for the Application Period as counsel for the Debtors in the Chapter 11 Cases is $76,083.50.

15. Cole Schotz believes that the time entries included in Exhibit A attached hereto and the expense breakdown set forth in Exhibit B attached hereto comply with the requirements of Local Rule 2016-2.

16. 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

17. The undersigned representative of Cole Schotz 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, Cole Schotz believes that such deviations are not material and respectfully requests that any such requirements be waived.

**NOTICE**

18. Pursuant to the Interim Compensation Order, this Application is being served on: (a) the Debtors, (b) counsel to the Debtors' postpetition lender, (c) counsel to the Official Committee of Unsecured Creditors; (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**, Cole Schotz respectfully seeks (a) payment of compensation in the amount of $60,866.80 (80% of $76,083.50) for professional services rendered and (b) reimbursement of actual and necessary costs in the amount of $162.09 incurred during the Application Period.

Dated: August 18, 2021

**COLE SCHOTZ P.C.**

*/s/ Justin R. Alberto*

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– and –

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