



ENTERED  
06/30/2021

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

**IN RE:**

**COUNTRY FRESH HOLDING  
COMPANY, INC., et. al.<sup>1</sup>**

**Debtors.**

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**Case No.: 21-30574**

**Jointly Administered**

**ORDER GRANTING TRUSTEE'S EMERGENCY MOTION FOR AUTHORITY TO  
OPERATE PURSUANT TO 11 U.S.C. § 721 AS OF JUNE 21, 2021**  
**[Related to Docket No. 736]**

On this day came on to be considered the *Trustee's Emergency Motion For Authority to Operate Pursuant to 11 U.S.C. § 721 as of June 21, 2021* (the "**Motion**")<sup>1</sup> by Janet Northrup, Chapter 7 Trustee of the bankruptcy estate of Country Fresh Holding Company, Inc., et. al. ("**Trustee**"). The Court having considered the same is of the opinion that it should be in all things granted; it is therefore

**ORDERED** that the Trustee is authorized to operate and take any actions necessary or advisable in accordance with or as contemplated by the Sale Order, APA, TSA, Stipulations and Agreed Orders, and the Conversion Order. It is further

**ORDERED** that the Trustee is authorized to take all actions necessary or advisable to carry out the actions contemplated in the Sale Order, APA, TSA, Stipulations and Agreed Orders, and the Conversion Order, including but not limited to the following actions:

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<sup>1</sup> The Debtors in these Chapter 7 cases and the last four digits of each Debtors' taxpayer identification number are as follows: Country Fresh Holding Company Inc. (7822); Country Fresh Midco Corp. (0702); Country Fresh Acquisition Corp. (5936); Country Fresh Holdings, LLC (7551); Country Fresh LLC (1258); Country Fresh Dallas, LLC (7237); Country Fresh Carolina, LLC (8026); Country Fresh Midwest, LLC (0065); Country Fresh Orlando, LLC (7876); Country Fresh Transportation LLC (8244) CF Products, LLC (8404) Country Fresh Manufacturing, LLC (7839); Champlain Valley Specialty of New York, Inc. (9030); Country Fresh Pennsylvania, LLC (7969); Sun Rich Fresh Foods (NV) Inc. (5526); Sun Rich Fresh Foods (USA) Inc. (0429); and Sun Rich Fresh Foods (PA) Inc. (4661). The Debtors' principal place of business is 3200 Research Forest Drive, Suite A5, The Woodlands, TX, 77381.

- (i) Hiring current or former employees to assist with the Wind-down Process and any actions contemplated by the Sale Order, APA, TSA, Stipulations and Agreed Orders, and the Conversion Order;
- (ii) Taking any actions necessary to maintain such employees such as making certain tax withholdings and employing Debtors' former payroll service provider Ceridian;
- (iii) Transferring Buyer's accounts receivable to Buyer;
- (iv) Approving transfers of funds related to the Carve Out Reserve and Buyer's pre-funding of obligations under the TSA, including those related to Contracts, Leases, Insurance Policies, and Permits (each as defined in the APA);
- (v) Preparing and filing any necessary post-conversion monthly operating reports and assisting with any pre-conversion monthly operating reports as necessary.

It is further

**ORDERED** in accordance with the Conversion Order, the Trustee is authorized to use cash collateral in accordance with a budget to be agreed between the Ad Hoc Group of Secured Lenders and the Trustee.

**ORDERED** that to the extent applicable, Rules 6004(h) and 6006(d) of the Federal Rules of Bankruptcy Procedure are waived and this Order shall be effective and enforceable immediately upon entry. It is further

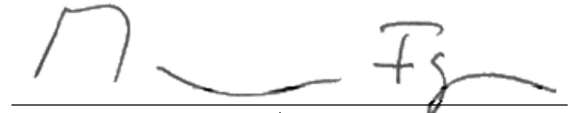
**ORDERED** that this Court retains exclusive jurisdiction with respect to all matters, claims, rights or disputes arising from or related to the implementation, interpretation, and enforcement of this Order and any other orders entered in these cases. It is further

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<sup>1</sup> Capitalized terms not defined herein shall have the meaning ascribed to them in the Motion.

**ORDERED** that this Order shall not modify any prior order of this Court, including, without limitation, the Sale Order, APA, TSA, Stipulations and Agreed Orders, the Conversion Order, and any other Sale Document (as defined in the Sale Order).

Signed: June 30, 2021



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Marvin Isgur  
United States Bankruptcy Judge

United States Bankruptcy Court  
Southern District of Texas

In re:  
Country Fresh Holding Company Inc.  
Official Committee of Unsecured Creditor  
Debtors

Case No. 21-30574-mi  
Chapter 7

## CERTIFICATE OF NOTICE

District/off: 0541-4  
Date Rcvd: Jun 30, 2021

User: TylerLaws  
Form ID: pdf002

Page 1 of 3  
Total Noticed: 59

The following symbols are used throughout this certificate:

| Symbol | Definition   |
|--------|--|
| +      | Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP. |

**Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jul 02, 2021:**

| Recip ID | Recipient Name and Address   |
|----------|--|
| db       | + CF Products, LLC, 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084   |
| db       | + Champlain Valley Specialty of New York, Inc., 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084   |
| db       | + Country Fresh Acquisition Corp., 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084  |
| db       | + Country Fresh Carolina, LLC, 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084  |
| db       | + Country Fresh Dallas, LLC, 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084  |
| db       | + Country Fresh Holding Company Inc., 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084   |
| db       | + Country Fresh Holdings, LLC, 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084  |
| db       | + Country Fresh LLC, 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084  |
| db       | + Country Fresh Manufacturing, LLC, 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084   |
| db       | + Country Fresh Midco Corp., 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084  |
| db       | + Country Fresh Midwest, LLC, 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084   |
| db       | + Country Fresh Orlando, LLC, 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084   |
| db       | + Country Fresh Transportation LLC, 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084   |
| db       | + Country Fresh of Pennsylvania, LLC, 3200 Research Forest Drive, Site A5, Woodlands, TX 77381-4084  |
| db       | + Sun Rich Fresh Foods (NV) Inc., 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084   |
| db       | + Sun Rich Fresh Foods (PA) Inc., 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084   |
| db       | + Sun Rich Fresh Foods (USA) Inc., 3200 Research Forest Drive, Suite A5, Woodlands, TX 77381-4084  |
| aty      | + Catherine Schlomann Robertson, Pahl & McCay, 225 W Santa Clara St, Ste1500, San Jose, CA 95113-1723  |
| aty      | + Jeremy Ryan, 1313 N. Market Street, 6th Floor, Wilmington, DE 19801-6102   |
| aty      | + Nicholas S. Gatto, Harter Secrest & Emery LLP, 50 Fountain Plaza, Suite 1000, Buffalo, NY 14202-2214   |
| cr       | + AMH Produce Company, P.O. Box 21199, Houston, TX 77226-1199  |
| cr       | + Agpro Farms, Agpro Trucking LLC and Agpro Farms II, c/o Harris Beach PLLC, 333 West Washington St., Suite 200, Syracuse, NY 13202, US 13202-9204     |
| cr       | + Amazon Produce Network, LLC, 2321 Industrial Way, Suite A, Vineland, NJ 08360-1551   |
| cr       | + Basciani Foods, Inc., 8876 Gap Newport Pike, Avondale, PA 19311-9749   |
| cr       | + Bay Valley Foods, LLC, c/o Elizabeth A. Green, 200 South Orange Avenue, Suite 2300, Orlando, FL 32801-3455   |
| cr       | + CarbAmericas Inc., 830 W. Cypress Creek Road, Suite 110, Fort Lauderdale, FL 33309   |
| cr       | + Central American Produce, Inc., Pompano Beach, FL 33064  |
| cr       | + Dallas County, Linebarger Goggan Blair & Sampson, LLP, c/o Elizabeth Weller, 2777 N. Stemmons Freeway, Suite 1000 Dallas, TX 75207-2328              |
| cr       | + DeMarree Fruit Farm, Inc., c/o Bond, Schoeneck & King, PLLC, Attn: Camille W. Hill, Esq., One Lincoln Center, Syracuse, NY 13202-1306                |
| cr       | + Diamond Onions, Inc., c/o Howard Marc Spector, Spector & Cox, PLLC, 12770 Coit Road, Suite 1100 Dallas, TX 75251-1329                                |
| cr       | + Effex Management Solutions, LLC, c/o Ross Spence, Spence, Desenberg & Lee, PLLC, 1770 St. James Place, Suite 625 Houston, TX 77056-3500              |
| op       | + Epiq Corporate Restructuring, LLC, 777 Third Avenue., New York, NY 10017-1401  |
| cr       | + FreshPoint, Inc, 8801 Exchange Drive, Orlando, FL 32809-7675   |
| cr       | + Freshhouse II, LLC, 215 Rogers Way, Suite K, Westhampton Beach, NY 11978-1461  |
| cr       | + Integrity Express Logistics, LLC, c/o Tiffany Strelow Cobb, Vorys, Sater, Seymour and Pease LLP, 52 East Gay Street, Columbus, OH 43215-3161         |
| cr       | + KC Bailey Orchards, LLC, c/o Bond, Schoeneck & King, PLLC, Attn: Camille W. Hill, Esq., One Lincoln Center, Syracuse, NY 13202-1306                  |
| cr       | + Mason Farms Operating Co., LLC, c/o Bond, Schoeneck & King, PLLC, Attn: Camille W. Hill, Esq., One Lincoln Center, Syracuse, NY 13202-1306           |
| cr       | + Melon 1 Sales Corp., Brooklyn, NY  |
| cr       | + Nickey Gregory Company, LLC, 16 Forest Parkway, Bldg. M, Forest Park, GA 30297-2001  |
| cr       | + O'Rourke Dist. Co., LLC, d/b/a ORourke Petroleum, c/o Thompson, O'Brien, Kemp & Nasuti, PC, 2 Sun Court, Suite 400, Peachtree Corners, GA 30092-2865 |

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Date Rcvd: Jun 30, 2021

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Total Noticed: 59

cr + Panorama Produce Sales, Inc., 933 Mamaroneck Avenue, Mamaroneck, NY 10543-1657

cr + Pete Pappas & Sons, Inc., P.O. Box 1189, Jessup, MD 20794-1189

cr + Robert Reiser & Co., Inc, 725 Dedham Street, Canton, MA 02021-1450

cr + SRFF08 READING PA L.P., c/o Paige Tinkham - Blank Rome LLP, 444 W. Lake Street, #1650, Chicago, IL 60606, UNITED STATES OF AMERICA 60606-0070

cr + Sargento Foods Inc., c/o Susan C. Mathews, Baker Donelson, 1301 McKinney Street, Ste 3700, Houston, TX 77010-3034

cr + Silchuk Logistics, 47184 Wild Clover Circle, Sioux Falls, SD 57107-6457

cr + Simpelaar Fruit Farm, c/o Bond, Schoeneck & King, PLLC, Attn: Camille W. Hill, Esq., One Lincoln Center, Syracuse, NY 13202-1306

cr + Stella Farms, 7373 E. Doubletree Ranch Road, Suite B-180, Scottsdale, AZ 85258-2035

cr + TMC Produce Solutions, Corp., 201 Enterprise Ave., Suite 600-B, League City, Tx 77573-3086

cr + Tarrant County, Linebarger, Goggan, Blair & Sampson, LLP, c/o Elizabeth Weller, 2777 N. Stemmons Frwy Ste 1000, Dallas, TX 75207 UNITED STATES 75207-2328

cr + Terra Fresh Foods LLC, PO Box 901575, Homestead, FL 33090-1575

cr Texas Comptroller of Public Accounts, Revenue Acco, Courtney J. Hull, PO Box 12548, Austin, TX 78711-2548

cr + Tree Crisp Orchards, LLC, c/o Bond, Schoeneck & King, PLLC, Attn: Camille W. Hill, Esq., One Lincoln Center, Syracuse, NY 13202-1306

cr + Van Fleet Orchards, LLC, c/o Bond, Schoeneck & King, PLLC, Attn: Camille W. Hill, Esq., One Lincoln Center, Syracuse, NY 13202-1306

cr + Visa Fruit LLC, 15115 Park Row, Suite 350-103, Houston, tx 77084-4947

cr + XTRA Lease LLC, c/o Kyle L. Hirsch, Bryan Cave Leighton Paisner, LLC, Two North Central Avenue, Suite 2100, Phoenix, AZ 85004-4533

TOTAL: 56

**Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.**

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

| Recip ID | Notice Type: Email Address              | Date/Time            | Recipient Name and Address   |
|----------|---|----------------------|--|
| cr       | + Email/Text: bnkatty@aldineisd.org     | Jun 30 2021 20:01:00 | ALDINE INDEPENDENT SCHOOL DISTRICT, 2520 W.W. Thorne Drive, Legal Department, Houston, Tx 77073-3406                     |
| cr       | Email/Text: houston_bankruptcy@LGBS.com | Jun 30 2021 20:01:00 | Harris County, et al., Linebarger Goggan Blair & Sampson LLP, c/o John P. Dillman, P.O. Box 3064, Houston, TX 77253-3064 |
| cr       | Email/Text: houston_bankruptcy@LGBS.com | Jun 30 2021 20:01:00 | Montgomery County, Linebarger Goggan Blair & Sampson LLP, C/O John P. Dillman, P.O. Box 3064, Houston, TX 77253-3064     |

TOTAL: 3

**BYPASSED RECIPIENTS**

The following addresses were not sent this bankruptcy notice due to an undeliverable address, \*duplicate of an address listed above, \*P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

| Recip ID | Bypass Reason | Name and Address                                   |
|----------|---------------|--|
| aty      |               | Foley & Lardner LLP                                |
| cr       |               | A Plus Growers LLC                                 |
| cr       |               | AFCO Credit Corporation                            |
| cr       |               | Ad Hoc Group of Lenders                            |
| cr       |               | AmericanStar Transport                             |
| cr       |               | Arlington ISD                                      |
| cr       |               | Arlington Independent School District, et al       |
| cr       |               | BREIT Industrial HS Property Owner, LLC            |
| cr       |               | Bella Produce, LLC                                 |
| cr       |               | Blazer Wilkinson LP                                |
| cr       |               | Brothers Produce, Inc.                             |
| cr       |               | Bud's Salads, Inc.                                 |
| cr       |               | C. Lane Company, LLC                               |
| cr       |               | C.H. Robinson Worldwide, Inc. d/b/a Robinson Fresh |
| cr       |               | Cambrian Innovation, Inc.                          |
| cr       |               | Cenveo Worldwide Limited                           |
| cr       |               | Citrus Plus, Inc.                                  |
| cr       |               | Classic Harvest, LLC                               |
| cr       |               | ColFin 2015-2 Industrial Owner, LLC                |

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|      |   |
|------|---|
| cr   | Commonwealth of Pennsylvania, Department of Revenue |
| cr   | Continental Fresh LLC                               |
| intp | Cortland Capital Market Services LLC                |
| cr   | Custom Produce Sales                                |
| cr   | David Oppenheimer and Company 1, LLC                |
| cr   | DeMarree Fruit Farm Inc                             |
| cr   | Duda Farm Fresh Foods, Inc.                         |
| cr   | Eagle Produce, LLC dba Martori Farms                |
| cr   | First Step Staffing, Inc.                           |
| cr   | Flexible Funding Ltd., Liability Co.                |
| cr   | Fyffes North America Inc                            |
| cr   | Grimmway Enterprises, Inc. d/b/a Grimmway Farms     |
| cr   | Hanshaw Sales                                       |
| cr   | Harvill's Produce Co., Inc.                         |
| cr   | Houston South Mill, LLC                             |
| cr   | IPFS Corporation                                    |
| cr   | JA Pacific Sales Company, Inc. dba Pacific Sales C  |
| cr   | K.M. Davies Co., Inc.                               |
| cr   | KC Bailey Orchards LLC                              |
| cr   | Kani  |
| cr   | Kapi Kapi Growers Inc.                              |
| cr   | Loomis Distributing, Inc.                           |
| cr   | Mason Farms Operating Co LLC                        |
| cr   | Midwest Best Produce                                |
| cr   | Monterey Mushrooms, Inc.                            |
| crem | Official Committee of Unsecured Creditors           |
| cr   | Packer Sanitation Services, Inc., Ltd.              |
| cr   | Pura Vida Farms, LLC                                |
| cr   | River Fresh Farms LLC                               |
| cr   | S&S Marketing and Sales, Inc.                       |
| cr   | Sol Group Marketing Company                         |
| cr   | South Mill Mushroom, LLC                            |
| intp | Stellex/CF Buyer (US), LLC                          |
| cr   | Tree Crisp Orchards LLC                             |
| cr   | US Foods, Inc.                                      |
| cr   | Van Fleet Orchards, LLC                             |
| cr   | Waste Management, Inc.                              |
| cr   | Western Oilfields Supply Co, Inc. d/b/a Rain for R  |
| cr   | Winpak Films, Inc.                                  |
| cr   | Woodlands Metro Center M.U.D.                       |

TOTAL: 59 Undeliverable, 0 Duplicate, 0 Out of date forwarding address

## NOTICE CERTIFICATION

**I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.**

**Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Jul 02, 2021

Signature: /s/Joseph Speetjens