

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

IN RE:

**COUNTRY FRESH HOLDING
COMPANY, INC., et. al.¹**

Debtors.

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Case No.: 21-30574

Jointly Administered

ORDER DISALLOWING CERTAIN SATISFIED PACA CLAIMS

[Relates to Docket No. 694]

Upon consideration of *Debtors' Omnibus Objection to Certain Satisfied PACA Claims* ("Claim Objection"),² filed pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, seeking entry of an order disallowing the Satisfied PACA Claims listed on Exhibit A to the Claim Objection it is hereby ORDERED that:

1. The Satisfied PACA Claims are disallowed, except for the invoices specified in paragraph 4. herein.
2. Epiq Corporate Restructuring, as claims, noticing, and solicitation agent, is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Order.
3. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an

¹ 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.

² Capitalized terms not defined herein shall have the meaning affixed to them in the Claim Objection.

admission as to the validity of any prepetition claim against a Debtor entity; (b) a waiver of the Debtors' right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Claim Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of the Debtors' rights under the Bankruptcy Code or any other applicable law.

4. Nothing in this Order shall be deemed to adjudicate or disallow any other claims or rights against the Debtors arising under PACA, including without limitation claims for attorneys' fees and interest with regard to the Satisfied PACA Claims or otherwise, and all parties' rights with regard thereto are preserved, including the Chapter 7 Trustee's right to review such claims and object thereto if appropriate; provided, however, notwithstanding anything herein or under the APA, the Sale Order, the Stipulation and Agreed Order, and that certain Stipulation and Agreed Order (I) Withdrawing Certain PACA Claim Objections, (II) Paying Certain New Undisputed PACA Claims, (III) Extending Certain TSA End Dates, and (IV) Resolving Certain Insurance Disputes [Docket No. 710] (the "Agreed Order") to the contrary, the Buyer shall have no further obligations under the APA, the Sale Order, and the Agreed Order with respect to PACA Claims (i) other than the payment, to the extent not already paid, of (A) any New Undisputed PACA Claims set forth on Exhibit A to the Agreed Order and (B) any Disputed Satisfied PACA Claims set forth on Exhibit A to the Agreed Order owing to Pacific Sales on

account of P03708 in the amount of \$15,366 and P03802 in the amount of \$14,928, or (ii) to any other claims or rights arising under PACA against the Debtors referred to above, which are preserved against the Debtors.

5. Notice of the Claim Objection as provided therein shall be deemed good and sufficient and the requirements of the Bankruptcy Local Rules are satisfied by such notice.

6. Notwithstanding any Bankruptcy Rule to the contrary, the terms and conditions of this Order are immediately effective and enforceable upon its entry.

7. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Claim Objection.

SIGNED: _____, 2021

UNITED STATES BANKRUPTCY JUDGE