

ENTERED

August 10, 2021

Nathan Ochsner, Clerk

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

In re:	§	Chapter 7
	§	
COUNTRY FRESH HOLDING COMPANY INC., et. al.,¹	§	Case No. 21-30574
	§	
Debtors.	§	Jointly Administered

ORDER AUTHORIZING EMPLOYMENT OF COUNSEL

The Court has considered the Application of Janet S. Northrup, Trustee of the estate of the above-named Debtors, praying for authority to employ and appoint the law firm of Hughes Watters Askanase, L.L.P. (the “**Law Firm**”) as her general bankruptcy counsel, effective June 21, 2021 and to designate Heather McIntyre to act as lead counsel and Wayne Kitchens to assist with any Law Firm personnel to be used in the representation (the “**Application**”). It appears from the Application and the Affidavit of the Law Firm that the members of the Law Firm are attorneys duly admitted to practice in this Court, and that the Law Firm represents no interest adverse to the Trustee, the above-named Debtors, or the estate, or the United States Trustee in the matters upon which it is to be engaged, that its employment is necessary and would be in the best interest of the estate and that the case is one that requires retention of counsel. It is further

ORDERED that Janet S. Northrup, Trustee of the estate of the above-named Debtors, be and hereby is authorized to employ the law firm of Hughes Watters Askanase, L.L.P. with Heather McIntyre to act as lead counsel and Wayne Kitchens to assist with any Law Firm personnel to be

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.

used in the representation to represent her as Trustee in this case effective June 21, 2021 to perform the professional services described below:

- a) to file pleadings with the Court and to represent the estate's interest in regard to any adversaries, appeals, or contested matters before this Court and litigation, mediation, and arbitration in other courts, particularly with regard to the estate's interest in various assets and the positions of PACA creditors, secured and unsecured creditors, and administrative claimants, whether by motion, adversary action, turnover proceedings, or litigation activities of every description in other courts;
- b) to analyze, institute and prosecute actions regarding determination and recovery of property of the estate, or of entities owned in whole or in part by the estate, including investigation and liquidation of foreign bank accounts, investigation and prosecution of determination and lien perfection, avoidance litigation as well as collection and liquidation of assets of the estate, to the extent such activities would be economically beneficial to the estate;
- c) to assist the Trustee where necessary to negotiate and consummate non-routine sales of the assets of the estate, to the extent such assets exist, wherever they may be found, including sales free and clear of liens, claims and encumbrances, and to institute any necessary proceedings in regard thereto;
- d) to institute and prosecute non-routine objections to proofs of claim;
- e) to co-ordinate activities with the United States Trustee as appropriate in connection with issues of the integrity of the bankruptcy courts and procedures;
- f) to aid in the representation of Applicant in any litigation against Applicant in Applicant's official capacity;
- g) to render legal advice and assistance with regard to matters involving taxation of the estate;
- h) to coordinate with outside counsel concerning insurance coverages, and whether insurance proceeds are property of the bankruptcy estate, including but not limited to claims for listeria coverage and for fraudulent or criminal diversion of estate funds;
- i) to coordinate with other case professionals and governmental and regulatory agencies;
- j) to collect any judgments that may be entered in favor of the estate; and
- k) to assist Applicant in such other respects as she may deem advisable and necessary.

It is further


ORDERED that the Law Firm shall not be compensated by the bankruptcy estate for performing duties required to be performed by the Trustee. It is further

ORDERED that all fees and expenses paid to the Law Firm are subject to application to and approval by the Court. It is further

ORDERED that should the Trustee desire for the Law Firm to perform any additional professional services, other than those authorized herein, or should the Trustee desire to appoint additional counsel to perform legal services, leave is hereby granted for her to file such other applications or supplemental applications as may be necessary.

DATE: 2021

Signed: August 10, 2021



Marvin Isgur
United States Bankruptcy Judge