

ENTERED

August 10, 2021

Nathan Ochsner, Clerk

**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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§
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§
§
§

Case No.: 21-30574 (MI)

Jointly Administered

**STIPULATION AND AGREED ORDER EXTENDING
THE TRUSTEE'S CHALLENGE DEADLINE WITH RESPECT
TO CERTAIN INSURANCE CLAIMS AND PROVIDING RELATED RELIEF**

Janet S. Northrup, the chapter 7 trustee (the "Trustee")² of the bankruptcy estate of Country Fresh Holding Company Inc., et al., the debtors in the above-captioned chapter 7 cases (the "Debtors") and Cortland Capital Market Services LLC, in its capacities as the First Lien Agent and the Second Lien Agent, at the direction of the applicable Prepetition Secured Lenders, hereby stipulate and agree (this "Stipulation") as follows:³

A. On May 15, 2021, the Court entered the *Stipulation and Agreed Order Extending the Challenge Deadline with Respect to Certain Specified Assets That May Not Be Subject to Prepetition Liens and Providing Related Relief* (the "First Challenge Deadline Stipulation")

¹ The debtors in these chapter 7 cases and the last four digits of each debtor's 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 used but not defined herein shall have the meanings ascribed to them in the First Challenge Period Stipulation (as defined herein).

³ "Parties" shall mean the Trustee, on behalf of the Debtors, and the Prepetition Agents. Any reference herein to any of the foregoing Prepetition Secured Parties (including any reference to any "Party" or the "Parties") shall only be a reference to such Prepetition Secured Party in its capacity as such.

[Docket No. 612], which, among other things, extended the deadline solely for the Committee to commence a Challenge as set forth therein.

B. On June 21, 2021, the Court entered the *Order (I) Authorizing and Approving the Conversion of the Chapter 11 Cases, (II) Extending the Designation Rights Period, and (III) Granting Related Relief* (the “Conversion Order”) [Docket No. 719]. Thereafter, Janet S. Northrup was appointed as the Trustee. The Conversion Order provided that all causes of action of the Debtors and their estates vested in the Trustee and established August 10, 2021 as the deadline by which the Trustee may commence a Challenge (subject to the First Challenge Deadline Stipulation, the APA, the Sale Order, and the Final DIP Order) (the “Trustee’s Challenge Deadline”).

C. The Parties desire to narrow and resolve certain issues and stipulate as to certain matters as set forth herein in order to avoid unnecessary litigation regarding the Trustee’s Challenge Deadline.

NOW, THEREFORE, it is hereby ordered, agreed and stipulated that:

1. Other than as expressly set forth herein, the Prepetition Obligations arising under the Prepetition Credit Documents are secured by valid, perfected and unavoidable liens on and security interest in the Prepetition Collateral.

2. The Trustee’s Challenge Deadline with respect to the Insurance Claims is extended through and including August 17, 2021.

3. The Parties reserve all of their respective rights, claims and defenses in connection with the Insurance Claims, and nothing in this Stipulation shall be deemed to constitute an admission with respect to the Insurance Claims. For the avoidance of doubt, the Prepetition

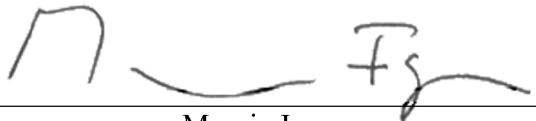
Secured Parties and the Trustee reserve all of their respective rights with respect to the Adequate Protection Liens and 507(b) Claims.

4. The Parties acknowledge and agree that the Challenge Deadline shall be deemed to have expired as to all potential Challenges, other than the Trustee's Challenge Deadline with respect to the Insurance Claims.

5. The Trustee's Challenge Deadline as set forth herein with respect to the Insurance Claims may be further extended solely by the mutual agreement of the Parties, which agreement may be evidenced by an email acknowledgment from counsel to, or authorized representatives of, the Trustee and the Prepetition Agents.

IT IS SO ORDERED.

Signed: August 10, 2021



Marvin Isgur
United States Bankruptcy Judge

AGREED AND ACCEPTED:

NORTON ROSE FULBRIGHT US LLP

/s/ Bob B. Bruner

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and

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MARKET SERVICES LLC**

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Facsimile: 713-759-6834

**ATTORNEYS FOR JANET NORTHRUP,
CHAPTER 7 TRUSTEE**

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: Aug 10, 2021

User: ADIuser
Form ID: pdf002

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Total Noticed: 62

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.
#	Addresses marked '#' were identified by the USPS National Change of Address system as requiring an update. While the notice was still deliverable, the notice recipient was advised to update its address with the court immediately.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Aug 12, 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	+ Hughes Watters Askanase, L.L.P., c/o Wayne Kitchens, Total Plaza, 1201 Louisiana, 28th Floor, Houston, TX 77002-5607
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

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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
cr + Orange County Utilities, c/o Adolphus Thompson, 201 S Rosalind Ave, 3rd Fl, Orlando, FL 32801-3527
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: 58

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	Aug 10 2021 20:08:00	ALDINE INDEPENDENT SCHOOL DISTRICT, 2520 W.W. Thorne Drive, Legal Department, Houston, Tx 77073-3406
cr	Email/Text: USCBNotices@cdtfa.ca.gov	Aug 10 2021 20:08:00	California Dept of Tax & Fee Administration, 450 N Street, PO Box 942879, Sacramento, CA 94279-0055
cr	Email/Text: houston_bankruptcy@LGBS.com	Aug 10 2021 20:08:00	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	Aug 10 2021 20:08:00	Montgomery County, Linebarger Goggan Blair & Sampson LLP, C/O John P. Dillman, P.O. Box 3064, Houston, TX 77253-3064

TOTAL: 4

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
op		Ankura Consulting Group, LLC
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.

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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
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.
cr	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: 60 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.

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Signature: /s/Joseph Speetjens