

ENTERED

August 27, 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., <i>et. al.</i> , ¹ |) | Case No. 21-30574 |
| |) | |
| |) | (Jointly Administered) |
| |) | |
| |) | |

**STIPULATION AND AGREED ORDER REGARDING THE APPLICATION AND
REQUEST FOR ALLOWANCE AND PAYMENT OF ADMINISTRATIVE EXPENSE
CLAIM OF BAY VALLEY FOODS, LLC
(Related to Docket No. 726)**

This stipulation and agreed order (“Stipulation and Agreed Order”) regarding the Application and Request for Allowance and Payment of Administrative Expense Claim of Bay Valley Foods, LLC (“Application”) is by and between Janet, Northup, chapter 7 Trustee (“Trustee”) for the bankruptcy estate of Country Fresh Holding Company Inc., *et al.* (“Debtors”), and Bay Valley Foods, LLC (“Bay Valley” and the Trustee on behalf of the Debtors are the “Parties”). The Parties hereby stipulate and agree as follows:

RECITALS

WHEREAS, between the period of February 2, 2021, and February 9, 2021, Bay Valley provided food products primarily consisting of various packaged dressing and dips (the “Products”) to the Debtors in the ordinary course of the Debtors’ business.

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: 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 (NC) Inc. (5526), Sun Rich Fresh Foods (USA) Inc. (0429), Sun Rich Fresh Foods (PA) Inc. (4661). The Debtors’ principal place of business is 3200 Research Forest Drive, Suite A5, The Woodlands, TX, 77381.

WHEREAS, on February 15, 2021 (the “Petition Date”), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code;

WHEREAS, on June 21, 2021, the Court entered an *Order (I) Authorizing and Approving the Conversion of the Chapter 11 Cases, (II) Extending the Designation Rights Period, and (III) Granting Related Relief* at Docket No. 719;

WHEREAS, on June 21, 2021, the Trustee was appointed as the Chapter 7 Trustee in the above-referenced case;

WHEREAS, on June 23, 2021, Bay Valley filed its Application, asserting that it was entitled to an administrative expense claim for the Products provided to the Debtors within the 20 days before the Petition Date in the amount of \$61,124.27.

WHEREAS, Bay Valley attached to its Application copies of (a) the invoices comprising its administrative claim (the “Invoices”);

WHEREAS, the Parties have reached an agreement regarding the Application;

NOW, THEREFORE, IT IS HEREBY STIPULATED, AGREED, AND ORDERED AS FOLLOWS:

1. Bay Valley shall have an allowed administrative expense claim pursuant to 11 U.S.C. § 503(b)(9) against Country Fresh LLC in the amount of \$61,124.27; and
2. Payment of Bay Valley’s allowed administrative claim shall be made at such time as distributions are made to other administrative creditors, and in accordance with the priorities under the Bankruptcy Code.

Signed: August 27, 2021


Marvin Isgur
United States Bankruptcy Judge

IT IS SO ORDERED.

Signed: _____

Honorable Marvin Isgur
United States Bankruptcy Judge

AGREED AND ACCEPTED:

Hughes Watters Askanase, LLP

/s/ Wayne Kitchens

Wayne Kitchens

wkitchens@hwa.com

State Bar No. 11541110

Heather Health McIntyre

hmcintyre@hwa.com

State Bar No. 24041076

1201 Louisiana, Suite 2800

Houston, TX 77002

Telephone: 713-759-0818

Facsimile: 713-759-6834

**Attorneys for Janet Northrup,
Chapter 7 Trustee**

Baker & Hostetler LLP

/s/ Elizabeth A. Green

Elizabeth A. Green, Esq.

egreen@bakerlaw.com

Andrew V. Layden, Esq.

alayden@bakerlaw.com

BAKER & HOSTETLER LLP

So. Dist. Fed. ID. 903144

200 South Orange Avenue, Suite 2300

Orlando, Florida 32801-3432

Telephone: (407) 649-4000

Facsimile: (407) 841-0168

Counsel for Bay Valley Foods, LLC

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 27, 2021

User: ADIuser
Form ID: pdf002

Page 1 of 4
Total Noticed: 63

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 29, 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 Schломann 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 |
| intp | + BOXLEY GROUP, LLC, C/O DABNEY PAPPAS, 1776 YORKTOWN, SUITE 425, HOUSTON, TX 77056-4154 |
| 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 |

District/off: 0541-4
Date Rcvd: Aug 27, 2021

User: ADIuser
Form ID: pdf002

Page 2 of 4
Total Noticed: 63

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 O'Rourke 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: 59

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 27 2021 19:53:00 | ALDINE INDEPENDENT SCHOOL DISTRICT, 2520 W.W. Thorne Drive, Legal Department, Houston, Tx 77073-3406 |
| cr | Email/Text: USCBNotices@cdtfa.ca.gov | Aug 27 2021 19:53:00 | California Dept of Tax & Fee Administration, 450 N Street, PO Box 942879, Sacramento, CA 94279-0055 |
| cr | Email/Text: houston_bankruptcy@LGBS.com | Aug 27 2021 19:53:00 | 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 27 2021 19:53:00 | 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 |

District/off: 0541-4
Date Rcvd: Aug 27, 2021

User: ADIuser
Form ID: pdf002

Page 3 of 4
Total Noticed: 63

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
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.
crcm 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.

District/off: 0541-4

User: ADIuser

Page 4 of 4

Date Rcvd: Aug 27, 2021

Form ID: pdf002

Total Noticed: 63

Date: Aug 29, 2021

Signature: /s/Joseph Speetjens