

ENTERED

September 01, 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> ,	§	Case No. 21-30574 (MI)
	§	
Debtors. ¹	§	(Jointly Administered)
	§	

**ORDER GRANTING FINAL APPLICATION OF
KILPATRICK TOWNSEND & STOCKTON LLP FOR COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
THE PERIOD FROM FEBRUARY 26, 2021 THROUGH AND INCLUDING JUNE 21, 2021**

Upon the *Final Application of Kilpatrick Townsend & Stockton LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel to the Official Committee of Unsecured Creditors for the Period from February 26, 2021 Through and Including June 21, 2021* (the “Application”)² filed by Kilpatrick Townsend & Stockton LLP (“Kilpatrick Townsend”) for the period from February 26, 2021 through June 21, 2021 (the “Application Period”), and the Court having reviewed the Application and having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein, and no objections having been filed; and upon all of the proceedings had before the Court, and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. Omitted

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 used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

2. Kilpatrick Townsend is hereby allowed as an administrative expense claim final compensation for fees in the amount of \$1,241,173.35 and expenses of \$35,168.54, for a total of \$1,276,341.89, incurred from February 26, 2021 through June 21, 2021, which includes amounts in connection with the finalizing, filing, and prosecution of the Committee professionals' fee applications through the date hereof.

3. Kilpatrick Townsend previously received \$285,121.40 from the Debtors for payment of fees and expenses pursuant to the Interim Compensation Order [Dkt. No. 598].

4. The Chapter 7 Trustee is authorized to pay Kilpatrick Townsend \$827,978.88 of the \$1,276,341.89 allowed administrative expense claim from the Carve-Out (as defined in the Final DIP Order [Dkt. No. 335]).

5. The remaining balance of unpaid allowed fees and expenses shall be an allowed administrative expense claim pursuant to 11 U.S.C. § 503(b)(2) in the amount of \$163,241.61.

6. This Court retains jurisdiction over any and all issues arising from or related to the implementation and interpretation of this Order.

Signed: September 01, 2021

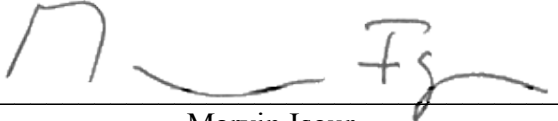

Marvin Isgur
United States Bankruptcy Judge

EXHIBIT B

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

In re:	§	
	§	Chapter 7
	§	
COUNTRY FRESH HOLDING COMPANY	§	Case No. 21-30574 (MI)
INC., <i>et al.</i> ,	§	
	§	
Debtors. ¹	§	(Jointly Administered)

**ORDER GRANTING FINAL APPLICATION OF
KILPATRICK TOWNSEND & STOCKTON LLP FOR COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD FROM FEBRUARY 26, 2021 THROUGH AND INCLUDING
JUNE 21, 2021**

*Upon the Final Application of Kilpatrick Townsend & Stockton LLP for Compensation
for Services Rendered and Reimbursement of Expenses Incurred as Counsel to the Official
Committee of Unsecured Creditors for the Period from February 26, 2021 Through and*

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.

Including June 21, 2021 (the “Application”)⁺² filed by Kilpatrick Townsend & Stockton LLP (“Kilpatrick Townsend”) for the period from February 26, 2021 through June 21, 2021 (the “Application Period”), and the Court having reviewed the Application and having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein, and [all objections to the Application having been withdrawn or resolved as provided herein](#), [and](#) upon all of the proceedings had before the Court, and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Application is GRANTED as set forth herein;

2. Kilpatrick Townsend is hereby allowed as an administrative expense claim final compensation for fees in the amount of \$1,241,173.35 [and expenses of \\$35,168.54, for a total of \\$1,276,341.89](#), incurred from February 26, 2021 through June 21, 2021, which includes amounts in connection with the finalizing, filing, and prosecution of the Committee professionals’ fee applications through the date hereof.

3. Kilpatrick Townsend ~~is hereby allowed as an administrative expense claim final reimbursement of expenses in the amount of \$35,168.54 incurred from February 26, 2021 through June 21, 2021~~, [previously received \\$285,121.40 from the Debtors for payment of fees and expenses pursuant to the Interim Compensation Order \[Dkt. No. 598\]](#).

⁺² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

4. The Chapter 7 Trustee is authorized and directed to pay ~~to~~ Kilpatrick Townsend \$861,271.39, ~~which represents the~~ \$27,978.88 of the \$1,276,341.89 allowed administrative expense claim from the Carve-Out (as defined in the Final DIP Order [Dkt. No. 335]).

5. The remaining balance of unpaid ~~portion of the~~ allowed fees and expenses ~~awarded herein for the Application Period, less \$129,949.10 relating to the Committee's lien investigation that exceeded the budget therefor. After payment as directed herein, Kilpatrick Townsend shall have a~~ ~~remainings~~ shall be an allowed administrative expense claim pursuant to 11 U.S.C. § 503(b)(2) in the amount of \$~~129,949.10~~ 163,241.61.

6. ~~5.~~ This Court shall retain jurisdiction over any and all issues arising from or related to the implementation and interpretation of this Order.

SIGNED: _____

JUDGE

THE HONORABLE MARVIN ISGUR
UNITED STATES BANKRUPTCY

Summary report:	
Litera® Change-Pro for Word 10.11.1.0 Document comparison done on 8/26/2021 12:53:16 PM	
Style name: Default Style	
Intelligent Table Comparison: Active	
Original filename: KTS final order.docx	
Modified filename: CF- Revised KTS final order [PW Draft 8.25.21]-v2.docx	
Changes:	
<u>Add</u>	12
Delete	10
Move From	0
<u>Move To</u>	0
<u>Table Insert</u>	0
Table Delete	0
<u>Table moves to</u>	0
Table moves from	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format changes	0
Total Changes:	22