Cases 2 2-309574 Doog mean 19907 Filled in TOS 2067109/22/28 Page 9 of 13

United States Bankruptcy Court Southern District of Texas

ENTERED

September 20, 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.,

Case No. 21-30574 (MI)

Debtors.¹

(Jointly Administered)

AMENDED ORDER GRANTING SECOND INTERIM AND FINAL APPLICATION OF CASSELS BROCK & BLACKWELL LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS CANADIAN COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM MARCH 11, 2021 THROUGH AND INCLUDING JUNE 21, 2021

Upon the Second Interim and Final Application of Cassels Brock & Blackwell LLP for

Compensation for Services Rendered and Reimbursement of Expenses Incurred as Canadian

Counsel to the Official Committee of Unsecured Creditors for the Period from March 11, 2021

Through and Including June 21, 2021 (the "Application")² filed by Cassels Brock & Blackwell

LLP ("Cassels") for the period from March 11, 2021 through June 21, 2021³ (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 upon

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.

³ The total compensation sought for the final period includes an estimated \$1,120.00 in compensation incurred in connection with this Application after the occurrence of the conversion of these cases. For the avoidance of doubt, Cassels will only seek payment of compensation of the actual, reasonable, and necessary compensation actually incurred.

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all of the proceedings had before the Court, and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. Omitted;

2. Cassels is hereby allowed final compensation in the amount of \$34,353.00 for legal services rendered to the Committee and reimbursement of reasonable and enecessary expenses in the amount of \$411.83 for an aggregate total of \$34,764.83.

3. The Chapter 7 Trustee is authorized and directed to pay to Cassels the unpaid portion of the final compensation and expenses awarded herein, which totals \$10,496.40.

4. Notwithstanding Rule 6004(h) of the Federal Rules of Bankruptcy Procedures or otherwise, this Order shall be effective and enforceable immediately upon entry hereof.

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

Signed: September 20, 2021

Marvin Isgur United States Bankruptcy Judge

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United States Bankruptcy Court

Southern District of Texas

In re:

Country Fresh Holding Company Inc.

Official Committee of Unsecured Creditor

Debtors

CERTIFICATE OF NOTICE

User: ADIuser

Date Rcvd: Sep 20, 2021

District/off: 0541-4

Form ID: pdf002

Page 1 of 4 Total Noticed: 68

The following symbols are used throughout this certificate: **Symbol Definition**

Syn

+ 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 Sep 22, 2021:

| Recip ID db | + | Recipient Name and Address 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 II, Inc., Harris Beach PLLC c/o Lee E. Woodard, 333 West Washington Street, Suite 200, Syracuse, NY 13202 UNITED STATES 13202-9204 | |
| 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 | + | BG Finance and Accounting, Inc. d/b/a Donovan & Wa, 3710 Rawlins Street, Suite 1300, Dallas, TX 75219-4238 | |
| 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 | + | Freshouse II, LLC, 215 Rogers Way, Suite K, Westhampton Beach, NY 11978-1461 | |
| cr | | Hennessey Foods, LLC, c/o Steven L. Williamson, Gordon, Arata, Montgomery, Barnett, Suite 4000, New Orleans, LA 70170 | |
| cr | + | Industrial Imaging Products, 403 Westpark Court, Suite 210, Peachtree City, GA 30269-1426 | |

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Date Rcvd: Sep 20, 2021

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| + | Integrity Express Logistics, LLC, c/o Tiffany Strelow Cobb, Vorys, Sater, Seymour and Pease LLP, 52 East Gay Street, Columbus, OH 43215-3161 |
|---|--|
| + | KC Bailey Orchards, LLC, c/o Bond, Schoeneck & King, PLLC, Attn: Camille W. Hill, Esq., One Lincoln Center, Syracuse, NY 13202-1306 |
| + | Mason Farms Operating Co., LLC, c/o Bond, Schoeneck & King, PLLC, Attn: Camille W. Hill, Esq., One Lincoln Center, Syracuse, NY |

+ Mason Farms Operating Co., LLC, c/o Bond, Schoeneck & King, PLLC, Attn: Camille W. Hill, Esq., One Lincoln Center, Syracuse, NY 13202-1306

Melon 1 Sales Corp., Brooklyn, NY

- + Nickey Gregory Company, LLC, 16 Forest Parkway, Bldg. M, Forest Park, GA 30297-2001
- + 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
- + Orange County Utilities, c/o Adolphus Thompson, 201 S Rosalind Ave, 3rd Fl, Orlando, FL 32801-3527
- + Panorama Produce Sales, Inc., 933 Mamaroneck Avenue, Mamaroneck, NY 10543-1657
- + Pete Pappas & Sons, Inc., P.O. Box 1189, Jessup, MD 20794-1189
 - + Robert Reiser & Co., Inc, 725 Dedham Street, Canton, MA 02021-1450
 - + 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
 - + Sargento Foods Inc., c/o Susan C. Mathews, Baker Donelson, 1301 McKinney Street, Ste 3700, Houston, TX 77010-3034
 - + Silchuk Logistics, 47184 Wild Clover Circle, Sioux Falls, SD 57107-6457
 - + Simpelaar Fruit Farm, c/o Bond, Schoeneck & King, PLLC, Attn: Camille W. Hill, Esq., One Lincoln Center, Syracuse, NY 13202-1306
 - + Stella Farms, 7373 E. Doubletree Ranch Road, Suite B-180, Scottsdale, AZ 85258-2035
 - + TMC Produce Solutions, Corp., 201 Enterprise Ave., Suite 600-B, League City, Tx 77573-3086
 - + Tarrant County, Linebarger, Goggan, Blair & Sampson, LLP, c/o Elizabeth Weller, 2777 N. Stemmons Frwy Ste 1000, Dallas, TX 75207 UNITED STATES 75207-2328
 - + Terra Fresh Foods LLC, PO Box 901575, Homestead, FL 33090-1575
 - Texas Comptroller of Public Accounts, Revenue Acco, Courtney J. Hull, PO Box 12548, Austin, TX 78711-2548
 - + Tree Crisp Orchards, LLC, c/o Bond, Schoeneck & King, PLLC, Attn: Camille W. Hill, Esq., One Lincoln Center, Syracuse, NY 13202-1306
 - + Van Fleet Orchards, LLC, c/o Bond, Schoeneck & King, PLLC, Attn: Camille W. Hill, Esq., One Lincoln Center, Syracuse, NY 13202-1306
- + Vernon Central Warehouse Inc dba Sweetener Product, c/o Law Offices of Elizabeth G. Smith, 6655 First Park Ten, Suite 240, San Antonio, TX 78213-4304
 - + Visa Fruit LLC, 15115 Park Row, Suite 350-103, Houston, tx 77084-4947
- + XTRA Lease LLC, c/o Kyle L. Hirsch, Bryan Cave Leighton Paiser, LLC, Two North Central Avenue, Suite 2100, Phoenix, AZ 85004-4533

TOTAL: 64

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 cr | Notice Type: Email Address Email/Text: bnkatty@aldineisd.org | Date/Time | Recipient Name and Address |
|----------------|---|----------------------|--|
| ci | | Sep 20 2021 20:04:00 | ALDINE INDEPENDENT SCHOOL DISTRICT, 2520 W.W. Thorne Drive, Legal Department, Houston, Tx 77073-3406 |
| cr | Email/Text: USCBNotices@cdtfa.ca.gov | Sep 20 2021 20:04:00 | California Dept of Tax & Fee Administration, 450 N Street, PO Box 942879, Sacremento, CA 94279-0055 |
| cr | Email/Text: houston_bankruptcy@LGBS.com | Sep 20 2021 20:04:00 | 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 | Sep 20 2021 20:04:00 | 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 | | ARAMARK Uniform & Career Apparel, LLC |
| | | |

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|-------------------------|---|----------------|
| Date Rcvd: Sep 20, 2021 | Form ID: pdf002 | Total Noticed: |
| cr | Ad Hoc Group of Lenders | |
| cr | AmericanStar Transport | |
| ор | 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. | |
| 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 Revenu | |
| cr | Continental Fresh LLC | |
| intp | Cortland Capital Market Services LLC Custom Produce Sales | |
| cr | David Oppenheimer and Company 1, LLC | |
| cr 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. Official Committee of Unsecured Creditors | |
| crcm | Packer Sanitation Services, Inc., Ltd. | |
| cr 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 | United Parcel Service, 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: 62 Undeliverable, 0 Duplicate, 0 Out of date forwarding address

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District/off: 0541-4 Date Rcvd: Sep 20, 2021 User: ADIuser Form ID: pdf002 Page 4 of 4 Total Noticed: 68

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.

Date: Sep 22, 2021

Signature:

/s/Joseph Speetjens