

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

United States Courts
Southern District of Texas
FILED

SEP 10 2021

Nathan Ochsner, Clerk of Court

In re:)
) Chapter 7
COUNTRY FRESH HOLDING COMPANY)
INC., *et. al.*,¹) Case No. 21-30574
)
) (Jointly Administered)
)
)
_____)

**APPLICATION AND REQUEST FOR ALLOWANCE AND PAYMENT OF
ADMINISTRATIVE EXPENSE CLAIM OF EPIQ CORPORATE
RESTRUCTURING, LLC**

TO THE HONORABLE MARVIN ISGUR, UNITED STATES BANKRUPTCY JUDGE:

Epiq Corporate Restructuring LLC, (“Epiq”), hereby files its Application and Request for Allowance of Administrative Expense Priority Claim Pursuant to 11 U.S.C. § 503(b) (“Application”) and respectfully represents as follows:

I. JURISDICTION AND VENUE

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. § 1409(a). This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A) and (B) and the relief requested by this Application may be granted pursuant 11 U.S.C. §§ 105 and 503, and 9013-1 of the Bankruptcy Local Rules for the Southern District of Texas.

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.

II. FACTUAL BACKGROUND

2. Epiq asserts an administrative expense claim pursuant to 11 U.S.C. § 503(b) against the Debtors in the amount of **\$47,598.89** (the “Administrative Expense Claim”) for services provided to the Debtors during the time period between the petition date (February 15, 2021) and the conversion date (June 21, 2021).

3. Specifically, during this time period, Epiq was retained to and provided claims and administrative agent services.

4. The total value of the services sold to and received by the Debtors during this time period was \$47,598.89 and the amount was to be paid by the Debtor Country Fresh LLC. No portion of Epiq’s Administrative Expense Claim relates to goods.

5. The invoices comprising the Administrative Expense Claim (the “Invoices”) are attached hereto as **Exhibit A**.

III. LEGAL ARGUMENT

6. Epiq is entitled to an administrative expense claim against the Debtors under Section 503(b) of the United States Bankruptcy Code (the “Bankruptcy Code”), which provides that, after notice and a hearing, there shall be allowed administrative expenses including “actual and necessary costs and expenses of preserving the estate.” 11 U.S.C. § 503(b)(1)(A). The Supreme Court further explained that administrative expenses should also include “costs ordinarily incident to operation of a business, and not be limited to costs without which rehabilitation would be impossible.” Reading Co. v. Brown, 391 U.S. 471, 483 (1968). Whether

Epiq is entitled to an administrative claim is determined by a two-part test: (1) there must be a post-petition transaction between the creditor and the debtor; and (2) the estate must receive a benefit from the transaction. See, e.g., *In re Jack/Wade Drilling, Inc.*, 258 F.3d 385, 387 (5th Cir. 2001); *In re TransAmerican Nat. Gas Corp.*, 978 F.2d 1409, 1416 (5th Cir. 1992); *In re O'Brien Environmental Energy, Inc.*, 181 F.3d 527, 532–33 (3d Cir. 1999); *In re Mid-American Waste Sys.*, 228 B.R. 816 (Bankr. D. Del. 1999). Epiq believes that based on the claims and administrative services provided during that time period, it has met the two-part test and is entitled to an administrative expense claim.

7. Epiq reserves the right to amend its Administrative Expense Claim should it, in its sole discretion, deem it necessary to do so.

WHEREFORE, Epiq respectfully requests that the Court enter an order allowing Epiq's Administrative Expense Claim in the amount of \$47,598.89 against the Debtor Country Fresh LLC, with payment to be made in accordance with the timing and priorities set forth in the Bankruptcy Code.

Dated this 9th day of September 2021.

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