

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

In re:

Country Fresh Holding Company, Inc., *et al.*

Debtors.<sup>1</sup>

)  
) Chapter 7  
)

) Case No. 21-30574  
)

) (Jointly Administered)  
)  
)  
)

**APPLICATION FOR ALLOWANCE AND PAYMENT OF ADMINISTRATIVE  
EXPENSE CLAIM OF GENERAL EQUIPMENT ACCEPTANCE CORPORATION**

**THIS APPLICATION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE APPLICATION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 21 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE APPLICATION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE APPLICATION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE APPLICATION AT THE HEARING.**

**REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.**

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<sup>1</sup> The Debtors (as defined below) 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.

TO THE HONORABLE MARVIN ISGUR, U.S. BANKRUPTCY JUDGE:

General Equipment Acceptance Corp. (“GAEC”), by and through its undersigned counsel, hereby submits this *Application of General Equipment Acceptance Corporation for Allowance of an administrative Claim and Payment of Administrative Expense Claim* (the “Application”). In support of this Application, GAEC respectfully states the following:

### **JURISDICTION AND VENUE**

1. This court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, and 11 U.S.C. § 503.
2. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). The statutory predicates for the relief requested herein are under 11 U.S.C. §§ 105 and 503.
3. Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.

### **BACKGROUND**

4. On February 15, 2021 (the “Petition Date”), the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) filed voluntary petitions for relief under Chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) with the United States Bankruptcy Court for the Southern District of Texas (the “Court”). The Debtors operated as debtors-in-possession from the Petition Date until June 21, 2021 (the “Administrative Claim Period”).
5. 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* [Docket No. 719]. Janet S. Northrup was thereafter appointed as trustee (the “Chapter 7 Trustee”).

6. On July 19, 2021, the Chapter 7 Trustee filed a *Motion to Establish Administrative Expense Bar Date for 11 U.S.C. § 503(b) Claims Arising Before June 21, 2021* [Docket No. 794] (the “Motion to Establish”). A true and correct copy of the Motion and Service List is attached hereto as **Exhibit “A”**. GAEC is not listed as an executory contract holder nor as a creditor. As such, GAEC was not served a copy of the Motion to Establish.

7. On August 10, 2021, the Court entered the *Order Granting Chapter 7 Trustee’s Expedited Motion to Establish Administrative Expense Bar Date for 11 U.S.C. § 503(b) Claims Arising Before June 21, 2021* [Docket No. 860], pursuant to which September 10, 2021 was set as the deadline for filing administrative expense claims incurred during the Administrative Claim Period.

8. On or about August 11, 2021, the Debtor filed a Certificate of Service related to *Order Granting Chapter 7 Trustee’s Expedited Motion to Establish Administrative Expense Bar Date for 11 U.S.C. § 503(b) Claims Arising Before June 21, 2021* [Docket No. 862] (the “Order Establishing Bar Date”). GAEC is not listed as an executory contract holder nor as a creditor. As such, GAEC was not served a copy of the Order Establish Bar Date. A true and correct copy of the Service List for the Order Establishing Bar Date is attached hereto as **Exhibit “B”**.

9. Prior to and after the Petition Date, GAEC provided various compactor hauling and related services (the “Services”) to the Debtors. GAEC continued providing Services to the Debtors following the Petition Date. According to GAEC’s books and records, the Debtors are currently indebted and liable to GAEC on account of Services provided during the Administrative Claim Period in the ordinary course of business (for the month of April 2021) in the total amount of \$9,294.67 (the “Administrative Expense Claim”). For the avoidance of doubt, the Administrative Expense Claim does not include prepetition amounts that

remain due and owing to GAEC.

10. A true and correct copy of the April 2021 Invoice is attached hereto as **Exhibit C**.

11. GAEC was led to believe that the Debtors were going to assume the Contract and had no notice that the Bar Date was established.

12. GAEC submits that that the Administrative Expense Claim is entitled to allowance and payment as an administrative claim pursuant to section 503(b) of the Bankruptcy Code. Furthermore, GAEC was not served a copy of the Motion to Establish Bar Date nor was it served a copy of the Order Establishing Bar Date. As such, the Administrative Expense Claims should be considered timely.

### **RELIEF REQUESTED**

13. By this Application, GAEC requests that the Court enter an order (a) allowing the Administrative Expense Claim in the full amount of \$9,294.67; (b) authorizing the Chapter 7 trustee to pay the balance of GAEC Administrative Expense Claim at such time as distributions are made to other administrative claimants, and in accordance with the priorities under the Bankruptcy Code; and (c) granting such other and further relief as the Court deems just and proper.

### **RESERVATION OF RIGHTS**

14. The filing of this Application is not an election of remedies and is without prejudice to GAEC's rights to assert claims against third-parties, whether arising out of or relating to the facts and circumstances underlying GAEC's claims herein, or otherwise. GAEC hereby expressly preserves any and all rights, claims, causes of action, defenses, counterclaims or objections, or any similar rights, remedies or defenses against all persons or entities, whether in this court or elsewhere, whether currently existing or arising in the future, against whom it determines to have claims.

15. The execution and filing of this Application is not: (a) a waiver or release of GEAC's rights against any other entity or person that may be liable for all or any part of the Administrative Expense Claim; (b) an election of remedies that waives or otherwise affects any other remedy, including GAEC's right to file a general unsecured claim or any other claim in the Debtors' bankruptcy cases; or (c) a waiver of any of GAEC's rights to have its claims herein and any defenses, counterclaims or objections thereto determined before a jury, by arbitration, or before any other judicial or administrative body having jurisdiction, and to the extent necessary to preserve such rights, make demand therefor.

16. GAEC expressly preserves all claims, rights (including, but not limited to, any setoff, recoupment, and lien rights), and defenses it may have regarding the Debtors.

WHEREFORE, GAEC respectfully requests that the Court enter an order, substantially in the form attached hereto as **Exhibit D** (the "Proposed Order"), (a) allowing the Administrative Expense Claim in the full amount of \$9,294.67; (b) authorizing the Chapter 7 trustee to pay the balance of the Administrative Expense Claim at such time as distributions are made to other administrative claimants, and in accordance with the priorities under the Bankruptcy Code; and (c) granting such other and further relief as the Court deems just and proper.

Dated: November 2, 2021

Respectfully submitted,

/s/ Albert A. Ciardi, III

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