

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

In re:)	
)	Chapter 11
)	
CONVERGEONE HOLDINGS, INC., <i>et al.</i> , ¹)	Case No. 24-90194 (CML)
)	
Reorganized Debtors.)	(Jointly Administered)
)	

**REORGANIZED DEBTORS' MOTION FOR ENTRY
OF FINAL DECREE CLOSING CERTAIN CHAPTER 11 CASES**

If you object to the relief requested, you must respond in writing. Unless otherwise directed by the Court, you must file your response electronically at <https://ecf.txsb.uscourts.gov/> within twenty-one days from the date this motion was filed. If you do not have electronic filing privileges, you must file a written objection that is actually received by the clerk within twenty-one days from the date this motion was filed. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

The above-captioned reorganized debtors and debtors in possession (collectively, the “**Debtors**” and, following the Effective Date (as defined herein), the “**Reorganized Debtors**”) respectfully state the following in support of this motion (the “**Motion**”).

1. By this Motion, the Reorganized Debtors seek entry of a final decree and order, substantially in the form attached hereto (the “**Final Decree**”), closing the jointly administered chapter 11 cases of the Reorganized Debtors listed in paragraph 1 of the Final Decree (collectively, the “**Closing Debtors’ Cases**”).

¹ The Reorganized Debtors in these Chapter 11 Cases, together with the last four digits of each Reorganized Debtor’s federal tax identification number, are as follows: AAA Network Solutions, Inc. (7602); ConvergeOne Dedicated Services, LLC (3323); ConvergeOne Government Solutions, LLC (7538); ConvergeOne Holdings, Inc. (9427); ConvergeOne Managed Services, LLC (6277); ConvergeOne Systems Integration, Inc. (9098); ConvergeOne Technology Utilities, Inc. (6466); OneTech Solutions, LLC (5063); ConvergeOne Unified Technology Solutions, Inc. (2412); ConvergeOne, Inc. (3228); Integration Partners Corporation (7289); NetSource Communications Inc. (6228); NuAge Experts LLC (8150); Providea Conferencing, LLC (7448); PVKG Intermediate Holdings Inc. (4875); Silent IT, LLC (7730); and WrightCore, Inc. (3654). The Reorganized Debtors’ mailing address is 10900 Nesbitt Avenue South, Bloomington, Minnesota 55437.

2. The chapter 11 case of OneTech Solutions, LLC (f/k/a ConvergeOne Texas, LLC),² Case No. 24-90193 (CML) (the “**Remaining Case**”) will remain open to provide the Debtors, among other things, the opportunity to finalize the process of resolving any contested matters, including the Appeal (as defined herein), and disputed claims, if any. In accordance with the Plan and Confirmation Order (each defined herein), the United States Bankruptcy Court for the Southern District of Texas (the “**Court**”) will retain jurisdiction over the Closing Debtors’ Cases and the Remaining Case.

Jurisdiction, Venue, and Predicates for Relief

3. The Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This matter is a core proceeding under 28 U.S.C. § 157(b). The Reorganized Debtors confirm their consent to the entry of a final order by the Court.

4. Venue is proper pursuant to 28 U.S.C. § 1408.

5. The predicates for the relief requested herein are sections 105(a) and 350(a) of title 11 of the United States Code (the “**Bankruptcy Code**”), rule 3022 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and rules 1075-1 and 9013-1 of the Bankruptcy Local Rules of the United States Bankruptcy Court for the Southern District of Texas (the “**Local Bankruptcy Rules**”).

Background

I. General Background

6. On April 4, 2024 (the “**Petition Date**”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code and thereby commenced the above-captioned chapter 11 cases (collectively, the “**Chapter 11 Cases**”). That same day, the Court entered an

² Effective February 21, 2025, ConvergeOne Texas, LLC legally changed its name to OneTech Solutions, LLC.

order [Docket No. 41] (the “**Joint Administration Order**”) authorizing the joint administration of these Chapter 11 Cases under the case captioned: *In re ConvergeOne Holdings, Inc.*, Case No. 24-90194 (CML). The Debtors operated their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner was made in the Chapter 11 Cases and no official committees were appointed or designated.

7. A comprehensive description of the Debtors’ businesses and operations, capital structure, and the events leading to the commencement of the Chapter 11 Cases is set forth in the *Declaration of Salvatore Lombardi in Support of the Debtors’ Chapter 11 Petitions and First Day Relief* [Docket No. 4] (the “**First Day Declaration**”), which was filed on the Petition Date.

8. The Debtors also filed their proposed chapter 11 plan [Docket No. 27] (as modified, amended or supplemented from time to time, the “**Plan**”)³ and disclosure statement [Docket No. 26] (the “**Disclosure Statement**”) on the Petition Date. Later that day, the Court entered an order that, among other things, (a) required that any objection to confirmation of the Plan be filed by May 7, 2024 (the “**Confirmation Objection Deadline**”) and (b) scheduled a hearing for May 17, 2024 on final approval of the Disclosure Statement and confirmation of the Plan (the “**Combined Hearing**”).⁴

³ Terms used but not otherwise defined herein shall have the meaning ascribed to them in the Plan.

⁴ See Order (I) Scheduling a Combined Disclosure Statement Approval and Plan Confirmation Hearing, (II) Conditionally Approving the Disclosure Statement, (III) Approving the Confirmation Timeline, Solicitation Procedures, Solicitation Package, Notices, the Election and Rights Offering Materials And Election/Subscription Timeline, (IV) Waiving the Requirement to Hold the Creditors’ Meeting and File SOFAs, Schedules, and 2015.3 Reports, and (V) Granting Related Relief [Docket No. 81].

II. Confirmation of the Plan and Occurrence of the Effective Date

9. An ad hoc group holding, in the aggregate, approximately 11% of the First Lien Claims (the “**Minority AHG**”), voted to reject the Plan and objected to confirmation. *See Ad Hoc Group of Excluded Lenders’ Objection to Confirmation of Joint Prepackaged Chapter 11 Plan of Reorganization of ConvergeOne Holdings, Inc. and Its Debtor Affiliates* [Docket No. 266] (the “**Minority AHG Objection**”). The Minority AHG Objection was the sole objection to confirmation of the Plan.

10. On May 23, 2024, the Court overruled the Minority AHG Objection and entered the *Findings of Fact, Conclusions of Law, and Order (I) Approving the Debtors’ Disclosure Statement on a Final Basis and (II) Confirming the Joint Prepackaged Chapter 11 Plan of Reorganization of ConvergeOne Holdings, Inc. and Its Debtor Affiliates* [Docket No. 396] (the “**Confirmation Order**”). Following entry of the Confirmation Order, the Debtors and Reorganized Debtors, as applicable, took steps necessary to substantially consummate the Plan, including implementing the Plan’s restructuring transactions and making distributions as contemplated by the Plan.

11. On May 28, 2024, the Minority AHG appealed the Confirmation Order (the “**Appeal**”) to the United States District Court for the Southern District of Texas (the “**District Court**”). On June 4, 2024, the Plan became effective, and the Debtors filed the *Notice of (I) Entry of Order Approving the Debtors’ Disclosure Statement and Confirming the Joint Prepackaged Chapter 11 Plan of Reorganization of ConvergeOne Holdings, Inc. and Its Debtor Affiliates and (II) Occurrence of the Effective Date* [Docket No. 442]. On June 25, 2024, the District Court denied the Minority AHG’s motion for a stay pending appeal [Appellate Docket No. 28]. On September 9, 2024, the Reorganized Debtors filed a motion seeking to dismiss the Appeal as equitably moot [Appellate Docket No. 34]. On October 23, 2024, the District Court entered an

order denying the Reorganized Debtors' motion to dismiss the Appeal [Appellate Docket No. 43]. The Appeal remains pending as of the date of this filing.

12. Following their emergence from chapter 11 on June 4, 2024, the Reorganized Debtors have continued to operate in the ordinary course of business and have completed the claims reconciliation process. Although the Reorganized Debtors do not anticipate any further contested matters related to the Chapter 11 Cases, the District Court could remand the Appeal back to this Court. In the unlikely event that other matters or proceedings arise from time to time (the "**Remaining Matters**"), the Appeal and those Remaining Matters can be adjudicated in the Remaining Case without any substantive or negative impact on any party in interest.

13. Through this Motion, the Reorganized Debtors propose to close the following Closing Debtors' Cases:

Debtor	Case No.
AAA Network Solutions, Inc.	24-90196
ConvergeOne Dedicated Services, LLC	24-90197
ConvergeOne Government Solutions, LLC	24-90198
ConvergeOne Holdings, Inc.	24-90194
ConvergeOne Managed Services, LLC	24-90199
ConvergeOne Systems Integration, Inc.	24-90200
ConvergeOne Technology Utilities, Inc.	24-90201
ConvergeOne Unified Technology Solutions, Inc.	24-90202
ConvergeOne, Inc.	24-90203
Integration Partners Corporation	24-90204
NetSource Communications Inc.	24-90205
NuAge Experts LLC	24-90206
Providea Conferencing, LLC	24-90207
PVKG Intermediate Holdings Inc.	24-90195
Silent IT, LLC	24-90208
WrightCore, Inc.	24-90209

14. The Reorganized Debtors submit that closing the Closing Debtors' Cases is in the best interest of the Reorganized Debtors as it will reduce the fees attributable to remaining in chapter 11 without impacting the substantive rights of any party in interest.

Basis for Relief

I. The Final Decree Should Be Entered Because the Chapter 11 Cases Have Been Fully Administered

15. The Plan, the Bankruptcy Code, and the Bankruptcy Rules authorize the Court to enter a final decree once the Chapter 11 Cases have been fully administered. Article XII.P of the Plan provides:

Upon the occurrence of the Effective Date, the Reorganized Debtors shall be permitted to (1) close all of the Chapter 11 Cases except for one of the Chapter 11 Cases as determined by the Reorganized Debtors, and all contested matters relating to each of the Debtors, including objections to Claims, shall be administered and heard in such Chapter 11 Case and (2) change the name of the remaining Debtor and case caption of the remaining open Chapter 11 Case as desired, in the Reorganized Debtors' sole discretion.

The Reorganized Debtors shall, promptly after the full administration of the Chapter 11 Cases, File with the Bankruptcy Court all documents required by Bankruptcy Rule 3022 and any applicable order of the Bankruptcy Court to close the Chapter 11 Cases.

Plan, Art. XII.P.

16. Section 350(a) of the Bankruptcy Code provides that “[a]fter an estate is fully administered . . . the court shall close the case.” 11 U.S.C. § 350(a). Bankruptcy Rule 3022, which implements section 350 of the Bankruptcy Code, further provides that “[a]fter the estate is fully administered in a Chapter 11 case, the court must, on its own or on a party in interest’s motion, enter a final decree closing the case.” Fed. R. Bankr. P. 3022.

17. Although the term “fully administered” is not defined by either the Bankruptcy Code or the Bankruptcy Rules, the Advisory Committee Notes to Bankruptcy Rule 3022 (the “**Advisory Committee Notes**”) set forth non-exclusive factors that should be considered when evaluating whether a case has been fully administered. These factors are:

- a. whether the order confirming the plan has become final;

- b. whether deposits required by the plan have been distributed;
- c. whether the property proposed by the plan to be transferred has been transferred;
- d. whether the debtor or the successor of the debtor under the plan has assumed the business or management of the property dealt with by the plan;
- e. whether payments under the plan have commenced; and
- f. whether all motions, contested matters, and adversary proceedings have been finally resolved.

Fed. R. Bankr. P. 3022, Advisory Comm. Notes (1991).

18. Courts generally use these six factors to determine whether a case has been fully administered. *See, e.g., In re Clayton*, No. 96-20671, 1996 WL 661099, at *1-2 (5th Cir. Oct 15, 1996) (“Although rule 3022 does not define ‘fully administered,’ the Advisory Committee Notes provide some guidance, listing various factors a court should consider in determining whether an estate has been fully administered.”); *In re JCP Props., Ltd.*, 540 B.R. 596, 605 (Bankr. S.D. Tex. 2015) (considering the six factors in the Advisory Committee Notes).

19. In addition to the factors set forth above, courts consider whether the plan has been substantially consummated. *See, e.g., JCP Props.*, 540 B.R. at 605 (“[S]ubstantial consummation is the pivotal question here to determine the propriety of closing the [debtor’s] case by Final Decree.”); *Walnut Assocs. v. Saidel*, 164 B.R. 487, 493 (E.D. Pa. 1994) (considering substantial consummation as a factor in determining whether to close a case); *In re Gates Cmty. Chapel of Rochester, Inc.*, 212 B.R. 220, 224 (Bankr. W.D.N.Y. 1997) (same). Section 1101(2) of the Bankruptcy Code defines “substantial consummation” as a “transfer of all or substantially all of the property proposed by the plan to be transferred; assumption by the debtor or by the successor to the debtor under the plan of the business or of the management of all or substantially all of the

property dealt with by the plan; and commencement of distribution under the plan.” 11 U.S.C. § 1101(2).

20. Bankruptcy courts have adopted the view that “[t]hese factors merely serve as a guide, however, and each need not be present before the entry of a final decree.” *Clayton*, 1996 WL 661099, at *1 (internal citations omitted); *see also Spierer v. Federated Dep’t Stores, Inc. (In re Federated Dep’t Stores, Inc.)*, 43 F. App’x 820, 822 (6th Cir. 2002) (“A court should review each request for entry of a final decree on a case-by-case basis and analyze the factors set forth in Rule 3022, along with any other relevant factors, in determining whether an estate has been fully administered.”); *In re Kliegl Bros. Universal Elec. Stage Lighting Co.*, 238 B.R. 531, 542 (Bankr. E.D.N.Y. 1999) (recognizing that bankruptcy courts weigh the factors contained in the Advisory Committee Notes when deciding whether to close a case); *Ericson v. IDC Servs., Inc. (In re IDC Servs., Inc.)*, No. 97 Civ. 3081 (TPG), 1998 WL 547085, at *3 (S.D.N.Y. Aug. 28, 1998) (“[T]he approach that looks to the Advisory Note provides a more complete and flexible standard for determining when to close a chapter 11 case, and is therefore preferable.”). Indeed, bankruptcy courts considering these factors have entered final decrees despite a pending appeal, including where such appeal may result in a remand. *See e.g., In re Serta Simmons Bedding, LLC*, No. 23-90020 (DRJ) (Bankr. S.D. Tex. Sept. 7, 2023) [Docket No. 1262] (closing certain of the debtors’ cases while there were pending appeals of an adversary proceeding summary judgment, an adversary proceeding final judgment, and the confirmation order).

21. Here, the Closing Debtors’ Cases have been “fully administered” within the meaning of section 350 of the Bankruptcy Code and the requirements set forth in Bankruptcy Rule 3022 have been met. *First*, the Confirmation Order has been entered, the Effective Date has occurred, and the Debtors have emerged from chapter 11 as reorganized entities. *Second*, the

Reorganized Debtors have resumed managing their businesses in the ordinary course of business. *Third*, general unsecured claims were unimpaired under the Plan and all disputes related to general unsecured claims or cure claims have been resolved by the Reorganized Debtors and applicable claimants in the Reorganized Debtors' ordinary course of business following the Effective Date. *Finally*, the transactions contemplated by the Plan closed on the Effective Date and the Plan has been substantially consummated within the meaning of section 1101(2) of the Bankruptcy Code. Accordingly, the Debtors submit that the Closing Debtors' Cases have been "fully administered" and should be closed.

II. The Closing Debtors' Cases Need Not Remain Open to Resolve the Appeal

22. The Court has the authority to adjudicate any unresolved matters in the Remaining Case, even if the District Court remands the Appeal. Courts in the Fifth Circuit have granted a debtor's request to close cases despite pending appeals. *See, e.g., In re GWI PCS I Inc.*, 230 F.3d 788, 799 n.21 (5th Cir. 2000) (noting the bankruptcy court had closed the debtors' bankruptcy estates prior to the district court's decision to dismiss the appeal of the confirmation order); *In re Serta Simmons Bedding, LLC*, No. 23-90020 (DRJ) (Bankr. S.D. Tex. Sept. 7, 2023) [Docket No. 1262] (closing certain of the debtors' cases while there were pending appeals of an adversary proceeding summary judgment, an adversary proceeding final judgment, and the confirmation order); *In re EP Energy Corp.*, No. 19-35654 (MI) (Bankr. S.D. Tex. Dec. 28, 2020) [Docket No. 1587] (closing certain of the debtors' cases pending appeal of an adversary proceeding to the District Court); *In re Mem'l Prod. Partners LP*, No. 17-30262 (Bankr. S.D. Tex. May 30, 2018) [Docket No. 456] (closing certain of the debtors' cases despite pending appeal to the District Court regarding proposed treatment of certain claims).

23. Closing the Closing Debtors' Cases will not prejudice the Minority AHG. The Final Decree is solely intended for administrative purposes and shall not affect the substantive

rights of any party in interest, including the Minority AHG. *See* Final Decree ¶ 6 (“This Final Decree is solely intended to facilitate the administration of the Closing Debtors’ Cases and to avoid continued obligations to the U.S. Trustee with respect to the Closing Debtors’ Cases.”).

24. Further, this Court retains jurisdiction to reopen the Closing Debtors’ Cases, if necessary. *See, e.g., Citizens Bank & Tr. Co. v. Case (In re Case)*, 937 F.2d 1014, 1018 (5th Cir. 1991) (finding broad discretion in the phrase “for other cause.”). Indeed, paragraph 146 of the Confirmation Order further provides that the Court shall retain jurisdiction with respect to all matters arising out of, and relating to, the Chapter 11 Cases, the Plan, and the Confirmation Order, which includes the Appeal.⁵ Accordingly, closing the Closing Debtors’ Cases at this time will not prejudice any party in interest’s substantive rights under the Plan and the Confirmation Order.

III. The Reorganized Debtors Will Be Relieved of an Administrative Burden If the Court Enters the Final Decree

25. Entry of the Final Decree will relieve the Court, the U.S. Trustee, and the Reorganized Debtors from the administrative burdens of keeping the Closing Debtors’ Cases open. Upon entry of the Final Decree, the Reorganized Debtors shall file final post-confirmation reports for the first quarter of 2025 within thirty days after the end of the first quarter of 2025, and pay the applicable quarterly fees to the U.S. Trustee pursuant to 28 U.S.C. § 1930(a). *See* Plan, Art. XII.D; *see also In re A.H. Robins Co.*, 219 B.R. 145, 149 (Bankr. E.D. Va. 1998) (finding that “the obligation to pay UST fees terminates upon closure, dismissal, or conversion of a Chapter 11 case, and will not be paid *ad infinitum*.”).

⁵ *See also* Plan, Art. XI.15 (“[T]he Bankruptcy Court shall retain jurisdiction over the Chapter 11 Cases and all matters arising out of, or relating to, the Chapter 11 Cases . . . , including jurisdiction to: . . . enter and implement such orders as are necessary if the Confirmation Order is for any reason modified, stayed, reversed, revoked, or vacated[.]”).

26. The 28 U.S.C. § 1930(a) fees in these Chapter 11 Cases will continue to be significant if the Closing Debtors' Cases remain open. Unless and until the Court enters a final decree closing the Closing Debtors' Cases, the Reorganized Debtors must continue paying these fees while their cases remain open. Accordingly, entry of the Final Decree closing the Closing Debtors' Cases is in the best interests of the Reorganized Debtors and an appropriate use of the Court's equitable powers pursuant to section 105(a) of the Bankruptcy Code.

Notice

27. The Reorganized Debtors will provide notice of this Motion to: (a) the Office of the United States Trustee for the Southern District of Texas; (b) the holders of the 30 largest unsecured claims against the Debtors (on a consolidated basis); (c) counsel to the Prepetition ABL Agent; (d) counsel to the Prepetition First Lien Term Loan Agent; (e) counsel to the Prepetition KL Notes Agent; (f) counsel to the Prepetition PVKG Notes Agent; (g) counsel to the Prepetition Second Lien Agent; (h) counsel to the First Lien Ad Hoc Group; (i) counsel to the Second Lien Ad Hoc Group; (j) counsel to the Minority Ad Hoc Group; (k) the United States Attorney's Office for the Southern District of Texas; (l) the state attorneys general for states in which the Reorganized Debtors conduct business; (m) the Internal Revenue Service; (n) the United States Securities and Exchange Commission; (o) the Environmental Protection Agency and similar state environmental agencies for states in which the Debtors conduct business; (p) other governmental agencies having a regulatory or statutory interest in these cases; and (q) any party that receives notice through the Court's Electronic Case Filing (CM/ECF) system. The Reorganized Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

The Reorganized Debtors respectfully request that the Court enter the Order granting the relief requested in this Motion and such other and further relief as the Court deems appropriate under the circumstances.

Dated: March 4, 2025
Houston, Texas

WHITE & CASE LLP

/s/ Charles R. Koster

Charles R. Koster (Texas Bar No. 24128278)

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Counsel to the Reorganized Debtors

Certificate of Service

I certify that on March 4, 2025, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Charles R. Koster

Charles R. Koster

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

In re:)	
	)	Chapter 11
CONVERGEONE HOLDINGS, INC.,)	
	)	Case No. 24-90194 (CML)
Debtor.)	
)	
Tax I.D. No. 81-4619427)	
In re:)	
	)	Chapter 11
AAA NETWORK SOLUTIONS, INC.,)	
	)	Case No. 24-90196 (CML)
Debtor.)	
)	
Tax I.D. No. 61-1597602)	
In re:)	
	)	Chapter 11
CONVERGEONE DEDICATED SERVICES, LLC,)	
	)	Case No. 24-90197 (CML)
Debtor.)	
)	
Tax I.D. No. 20-4273323)	
In re:)	
	)	Chapter 11
CONVERGEONE GOVERNMENT SOLUTIONS, LLC,)	
	)	Case No. 24-90198 (CML)
Debtor.)	
)	
Tax I.D. No. 45-3077538)	

In re:)	
	)	Chapter 11
CONVERGEONE MANAGED SERVICES, LLC,	)	Case No. 24-90199 (CML)
)	
Debtor.)	
)	
Tax I.D. No. 20-4616277)	
In re:	)	Chapter 11
)	
CONVERGEONE SYSTEMS INTEGRATION, INC.,	)	Case No. 24-90200 (CML)
)	
Debtor.)	
)	
Tax I.D. No. 33-1009098)	
In re:	)	Chapter 11
)	
CONVERGEONE TECHNOLOGY UTILITIES, INC.,	)	Case No. 24-90201 (CML)
)	
Debtor.)	
)	
Tax I.D. No. 13-3376466)	
In re:	)	Chapter 11
)	
ONETECH SOLUTIONS, LLC,	)	Case No. 24-90193 (CML)
)	
Debtor.)	
)	
Tax I.D. No. 99-1265063)	
In re:	)	Chapter 11
)	
CONVERGEONE UNIFIEDED TECHNOLOGY SOLUTIONS, INC.,	)	Case No. 24-90202 (CML)
)	
Debtor.)	
)	
Tax I.D. No. 13-3192412)	

In re:

CONVERGEONE, INC.,

Debtor.

Tax I.D. No. 41-1763228

In re:

INTEGRATION PARTNERS CORPORATION,

Debtor.

Tax I.D. No. 04-3467289

In re:

NETSOURCE COMMUNICATIONS INC.,

Debtor.

Tax I.D. No. 36-4056228

In re:

NUAGE EXPERTS LLC,

Debtor.

Tax I.D. No. 47-3508150

In re:

PROVIDEA CONFERENCING, LLC,

Debtor.

Tax I.D. No. 26-3797448

) Chapter 11

) Case No. 24-90203 (CML)

) Chapter 11

) Case No. 24-90204 (CML)

) Chapter 11

) Case No. 24-90205 (CML)

) Chapter 11

) Case No. 24-90206 (CML)

) Chapter 11

) Case No. 24-90207 (CML)

In re:)	
	)	Chapter 11
PVKG INTERMEDIATE HOLDINGS INC.,)	
	)	Case No. 24-90195 (CML)
Debtor.)	
)	
Tax I.D. No. 83-2454875)	
In re:)	
	)	Chapter 11
SILENT IT, LLC,)	
	)	Case No. 24-90208 (CML)
Debtor.)	
)	
Tax I.D. No. 46-2837730)	
In re:)	
	)	Chapter 11
WRIGHTCORE, INC.,)	
	)	Case No. 24-90209 (CML)
Debtor.)	
)	
Tax I.D. No. 81-0863654)	

FINAL DECREE CLOSING CERTAIN CHAPTER 11 CASES

Upon the motion (“**Motion**”)¹ of the above-captioned reorganized debtors and debtors in possession (collectively, the “**Debtors**” and, following the Effective Date, the “**Reorganized Debtors**”) for entry of a final decree and order (this “**Final Decree**”) closing certain of the jointly administered Chapter 11 Cases of the Reorganized Debtors, all as more fully set forth in the Motion; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this matter being a core proceeding within the meaning of 28 U.S.C. § 157(b); and the Court being able to issue a final order consistent with Article III of the United States Constitution; and venue of this proceeding and the Motion in this district being proper pursuant to 28 U.S.C. § 1408; and

¹ Capitalized terms used but otherwise defined herein shall have the meanings ascribed to them in the Motion.

appropriate notice of and the opportunity for a hearing on the Motion having been given and it appearing that no other or further notice need be provided; and all objections, if any, to the Motion having been withdrawn, resolved, or overruled; and the relief requested in the Motion being in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having determined that the legal and factual bases set forth in the Motion and at the hearing (if any) establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Closing Debtors' Cases are hereby closed effective as of the date hereof; *provided* that this Court shall retain jurisdiction as provided in the Plan, the Confirmation Order, and this Final Decree. The chapter 11 cases to be closed are as follows:

Debtor	Case No.
AAA Network Solutions, Inc.	24-90196
ConvergeOne Dedicated Services, LLC	24-90197
ConvergeOne Government Solutions, LLC	24-90198
ConvergeOne Holdings, Inc.	24-90194
ConvergeOne Managed Services, LLC	24-90199
ConvergeOne Systems Integration, Inc.	24-90200
ConvergeOne Technology Utilities, Inc.	24-90201
ConvergeOne Unified Technology Solutions, Inc.	24-90202
ConvergeOne, Inc.	24-90203
Integration Partners Corporation	24-90204
NetSource Communications Inc.	24-90205
NuAge Experts LLC	24-90206
Providea Conferencing, LLC	24-90207
PVKG Intermediate Holdings Inc.	24-90195
Silent IT, LLC	24-90208
WrightCore, Inc.	24-90209

2. A docket entry shall be made in each of the Closing Debtors' Cases reflecting entry of this Final Decree.

3. Notwithstanding anything to the contrary in the *Order (I) Directing Joint Administration of the Chapter 11 Cases and (II) Granting Related Relief* [Docket No. 41], the

Remaining Matters and any matter relating to the Appeal shall be administratively consolidated and transferred to the chapter 11 case of OneTech Solutions, LLC (f/k/a ConvergeOne Texas, LLC) (the “**Remaining Case**”) for administration and resolution in accordance with the Plan; *provided* that nothing herein shall be deemed to substantively consolidate the Debtors’ estates.

4. The Court retains jurisdiction and authority with regard to the Appeal or any other Remaining Matters to the extent set forth in the Plan and Confirmation Order, whether or not they pertain to the Remaining Case or the Closing Debtors’ Cases, and whether or not they are pending before the Court in the Remaining Case or the Closing Debtors’ Cases. Any actions with regard to the Appeal or any other Remaining Matters whether currently pending in the Remaining Case or the Closing Debtors’ Cases, shall be filed, administered, and adjudicated in the Remaining Case without the need to reopen any of the Closing Debtors’ Cases. Any failure of the Debtors or Reorganized Debtors to file an objection to any Claim or Interest in the Closing Debtors’ Cases on or prior to entry of this Final Decree shall not constitute allowance of the Claim or Interest being deemed an Allowed Claim against or in any Debtor or Reorganized Debtor.

5. Following entry of this Final Decree, the case caption for the Remaining Case (Case No. 24-90193 (CML)) shall read as follows:

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

In re:

OneTech Solutions, LLC,¹

Debtors.

))))))))

Chapter 11

Case No. 24-90193 (CML)

1 The last four digits of the federal tax identification number for OneTech Solutions, LLC are 5063. The Reorganized Debtors' corporate headquarters and mailing address is 10900 Nesbitt Avenue South Bloomington, Minnesota 55437. On [●], 2025, the Bankruptcy Court entered the *Final Decree Closing Certain Chapter 11 Cases* (Case No. 24-90194 (CML), Docket No. [●]) closing the chapter 11 cases for AAA Network Solutions, Inc.; ConvergeOne Dedicated Services, LLC; ConvergeOne Government Solutions, LLC; ConvergeOne Holdings, Inc.; ConvergeOne Managed Services, LLC; ConvergeOne Systems Integration, Inc.; ConvergeOne Technology Utilities, Inc.; ConvergeOne Unified Technology Solutions, Inc.; ConvergeOne, Inc.; Integration Partners Corporation; NetSource Communications Inc.; NuAge Experts LLC; Providea Conferencing, LLC; PVKG Intermediate Holdings Inc.; Silent IT, LLC; and WrightCore, Inc.

6. This Final Decree is solely intended to facilitate the administration of the Closing Debtors' Cases and to avoid continued obligations to the U.S. Trustee with respect to the Closing Debtors' Cases. Entry of this Final Decree is without prejudice to the rights of any of the Reorganized Debtors, the Minority AHG, or any other party in interest to seek to reopen any of the Closing Debtors' Cases for cause pursuant to section 350(b) of the Bankruptcy Code. Except as expressly set forth in the Bankruptcy Code, nothing in this Final Decree shall affect the substantive rights of any party in interest in the Closing Debtors' Cases, including in relation to any contested or other matters pending before this Court, the United States District Court for the Southern District of Texas or the United States Court of Appeals for the Fifth Circuit.

7. Notwithstanding entry of this Final Decree, the Reorganized Debtors, no later than thirty (30) days after the end of the first quarter of 2025, shall file post-confirmation reports for

the first quarter of 2025 and shall serve a true and correct copy of said statements on the United States Trustee for Region 7 (the “**U.S. Trustee**”).

8. The Reorganized Debtors in the Closing Debtors’ Cases shall pay the appropriate sum of quarterly fees due and payable under 28 U.S.C. § 1930(a)(6)(A) and (B) no later than the later of (a) thirty (30) days after the date of entry of this Final Decree and (b) the date on which such quarterly fees are otherwise due. This Court retains jurisdiction to enforce fees assessed under 28 U.S.C. § 1930(a)(6)(A) and (B).

9. Quarterly disbursements for the Remaining Case will be reported in post-confirmation reports and quarterly fees will be paid when due and payable under 28 U.S.C. § 1930(a)(6)(A) and (B) pending the entry of a final decree by this Court closing the Remaining Case.

10. The Reorganized Debtors and their agents are authorized to take all actions necessary or appropriate to effectuate the relief granted pursuant to this Final Decree.

11. Nothing herein modifies the terms of the Plan or Confirmation Order.

12. Entry of this Final Decree is without prejudice to the Reorganized Debtors’ right to seek entry of an order modifying or supplementing the relief granted herein.

13. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Final Decree.

Dated: _____, 2025
Houston, Texas

HON. CHRISTOPHER M. LOPEZ
UNITED STATES BANKRUPTCY JUDGE