



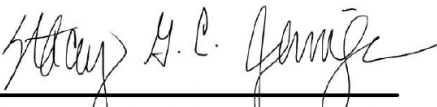
CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed June 27, 2025


United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

HARVEST SHERWOOD FOOD
DISTRIBUTORS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-80109 (SGJ)

(Jointly Administered)

Related to Dkt. No. 11

**FINAL ORDER (I) APPROVING DEBTORS' CONTINUED
USE OF LC FACILITY; AND (II) GRANTING RELATED RELIEF**

Upon the motion of Harvest Sherwood Food Distributors, Inc. and its debtor affiliates, as debtors and debtors in possession (collectively, the "Debtors"), for entry of a final order (this "Order") (i) approving use of the LC Facility with respect to the Utility Providers at the Dallas

¹ The Debtors in these chapter 11 cases, together with the last four digits of each Debtor's federal tax identification number, are Del Mar Holding LLC (9207), Del Mar Acquisition Inc. (8866), Surfliner Holdings, Inc. (9456), Harvest Sherwood Food Distributors, Inc. (8995), Harvest Meat Company, Inc. (9136), LAMCP Capital, LLC (N/A), Western Boxed Meats Distributors, Inc. (8735), Cascade Food Brokers, Inc. (1389), Hamilton Meat, LLC (6917), SFD Acquisition LLC (8995), SFD Transportation Corp. (1551), Sherwood Food Distributors, L.L.C. (4375), and SFD Company LLC (1175). The Debtors' service address is c/o Epiq Corporate Restructuring, LLC 10300 SW Allen Blvd., Beaverton, OR 97005.

Facility; and (ii) granting related relief (the “Motion”),² all as more fully set forth in the Motion; and upon consideration of the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Order of Reference of Bankruptcy Cases and Proceedings Nunc Pro Tunc* dated August 3, 1984, entered by the United States District Court for the Northern District of Texas; and the matter being a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and venue of this proceeding and the Motion in this District being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court being able to issue a final order consistent with Article III of the United States Constitution; and due and sufficient notice of the Motion having been given under the particular circumstances; and it appearing that no other or further notice is necessary; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The relief requested in the Motion is GRANTED on a final basis.
2. Notwithstanding the commencement of the chapter 11 cases, the landlord at the Dallas Facility is authorized to draw on the LC Facility to satisfy obligations related to the Utility Services and rent in the ordinary course and consistent with past practice. To the extent required, the automatic stay imposed pursuant to section 362 of the Bankruptcy code is lifted to allow the landlord at the Dallas Facility to draw on the LC Facility in accordance with the foregoing sentence.

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

3. The inclusion of any entity in, or the omission of any entity from, the Utility Service List shall not be deemed an admission by the Debtors that such entity is or is not a “utility” within the meaning of section 366 of the Bankruptcy Code, and the Debtors reserve all rights and defenses with respect thereto.

4. Each of the banks at which the Debtors maintain their accounts are authorized to (a) receive, process, honor, and pay all checks presented for payment and to honor all funds transfer requests made by the Debtors related thereto, to the extent that sufficient funds are on deposit in those accounts, and (b) accept and rely on all representations made by the Debtors with respect to which checks, drafts, wires, or automated clearing house transfers should be honored or dishonored in accordance with this or any other order of the Court, whether such checks, drafts, wires, or transfers are dated before, on, or after the Petition Date, without any duty to inquire otherwise.

5. The Debtors are authorized to issue postpetition checks or to effect postpetition funds transfer requests in replacement of any checks or funds transfer requests that are dishonored as a consequence of these chapter 11 cases with respect to prepetition amounts owed in connection with the relief granted herein.

6. Nothing in this final Order constitutes (a) an admission as to the validity of any claim against the Debtors; (b) a waiver of the Debtors’ or any party in interest’s rights to dispute the amount of, basis for, or validity of any claim or interest under applicable law or nonbankruptcy law; (c) a promise or requirement to pay any claim; (d) a waiver of the Debtors’ or any other party in interest’s rights under the Bankruptcy Code or any other applicable law; (e) a request for or granting of approval for assumption of any agreement, contract, program, policy, or lease under section 365 of the Bankruptcy Code; or (f) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors’

estates. Any payment made pursuant to this Order is not intended to be nor should it be construed as an admission as to the validity of any claim or a waiver of the Debtors' rights to subsequently dispute such claim.

7. Notwithstanding anything to the contrary contained in the Motion or this Order, any payment to be made and any relief or authorization granted hereunder shall be limited by and subject to the requirements imposed on the Debtors in any order entered by this Court authorizing the Debtors to obtain postpetition financing and to use cash collateral (such order, the "DIP Order"), including, for the avoidance of doubt, the debtor-in-possession budgets set forth therein. To the extent of any conflict (but solely to the extent of such conflict) between the terms of this Order and the terms of the DIP Order, the terms of the DIP Order will govern.

8. The requirements set forth in Bankruptcy Rule 6003(b) are satisfied.

9. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion under the circumstances and the requirements of Bankruptcy Rule 6004(a) and the Local Bankruptcy Rules for the Northern District of Texas are satisfied by such notice.

10. Notwithstanding the applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

11. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

12. The Debtors are authorized to take all such actions as are necessary or appropriate to implement the terms of this Order.

13. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

END OF ORDER

Order submitted by:

SIDLEY AUSTIN LLP

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*Proposed Attorneys to the Debtors
and Debtors in Possession*

In re:
Harvest Sherwood Food Distributors, Inc.
Debtor

Case No. 25-80109-sgj
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0539-8
Date Rcvd: Jun 27, 2025

User: admin
Form ID: pdf025

Page 1 of 2
Total Noticed: 38

The following symbols are used throughout this certificate:

Symbol	Definition
+	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.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jun 29, 2025:

Recip ID	Recipient Name and Address
db	+ Harvest Sherwood Food Distributors, Inc., 10300 SW Allen Blvd, Beaverton, OR 97005-4833
aty	+ Adam C Silverstein, Otterbourg P.C., 230 Park Avenue, New York, NY 10169-2898
aty	+ Anthony R. Grossi, Sidley Austin LLP, 787 7th Avenue, New York, NY 10019-6088
aty	+ Daniela Rakowski, Sidley Austin LLP, One South Dearborn, Chicago, IL 60603, UNITED STATES 60603-2323
aty	+ Eric Mark Kay, Quinn Emanuel Urquhart & Sullivan, LLP, 295 Fifth Avenue, New York, NY 10016-7103
aty	+ Jeremy W. Gregory, Balch & Bingham LLP, 50 N. Laura Street, Suite 2100, Jacksonville, FL 32202-3624
aty	+ James C. Tecce, Quinn Emanuel Urquhart & Sullivan, LLP, 295 Fifth Avenue, New York, NY 10016-7103
aty	+ James Ktsanes, Latham & Watkins LLP, 330 North Wabash Avenue, Suite 2800, Chicago, IL 60611-3695
aty	+ James V. Drew, Otterbourg P.C., 230 Park Ave, New York, NY 10169-2898
aty	+ Jason L. Hufendick, Sidley Austin LLP, One South Dearborn, Chicago, IL 60603-2323
aty	+ Jeffrey N. Pomerantz, Pachulski Stang Ziehl & Jones LLP, 10100 Santa Monica Blvd., 13th Floor, Los Angeles, CA 90067-4003
aty	+ Jonathan W. Muenz, Sidley Austin LLP, 787 7th Avenue, New York, NY 10019-6088
aty	+ Matthew Breen, 230 Park Ave, New York, NY 10169-0005
aty	+ Melanie L Cyganowski, Otterbourg Steindler Houston & Rosen PC, 230 Park Avenue, 30th Floor, New York, NY 10169-0005
aty	+ Rachel L. Steinlage, McCarthy Lebit Crystal & Liffman Co. LPA, 1111 Superior Avenue East, Suite 2700, Cleveland, OH 44114-2519
aty	+ Randall Carl Weber-Levine, Latham & Watkins LLP, 1271 Avenue of the Americas, New York, NY 10020-1300
aty	+ Ryan Fink, Sidley Austin LLP, One South Dearborn, Chicago, IL 60603-2323
aty	+ Stephen E. Hessler, Sidley Austin LLP, 787 7th Avenue, New York, NY 10019-6088
intp	+ 1970 Group, Inc., c/o Ross & Smith, PC, Attn: Frances A. Smith, 700 N. Pearl Street, Suite 1610 Dallas, TX 75201-7459
cr	+ Ateco, Inc. dba Mrs. T's Pierogies, c/o Stromberg Stock PLLC, 8350 N Central Expy, Suite 1225, Dallas, TX 75206-1600
cr	+ Hartley Foods, Inc., c/o Mary Elizabeth Heard, Grable Martin PLLC, 7700 Broadway, Suite 104 PMB 308, San Antonio, TX 78209 UNITED STATES 78209-3260
cr	+ JCG Foods of Alabama, LLC d/b/a Koch Foods of Coll, Baker Donelson, Attn: Daniel J. Ferretti, 1301 McKinney, Suite 3700, Houston, TX 77010-3034
cr	+ JCG Foods of Georgia, LLC d/b/a Koch Foods of Pine, Baker Donelson, Attn: Daniel J. Ferretti, 1301 McKinney, Suite 3700, Houston, TX 77010-3034
cr	+ Koch Foods of Alabama, LLC, Baker Donelson, Attn: Daniel J. Ferretti, 1301 McKinney, Suite 3700, Houston, TX 77010-3034
cr	+ Koch Foods of Mississippi, LLC, Baker Donelson, Attn: Daniel J. Ferretti, 1301 McKinney, Suite 3700, Houston, TX 77010-3034
cr	+ LG Foods, LLC, c/o Kemp Smith LLP, 221 N. Kansas, Ste. 1700, El Paso, TX 79901-1401
cr	+ Miceli Dairy Products Co., 2721 East 90th Street, Cleveland, OH 44104-3396
cr	+ SevenOaks Capital Associates, LLC, c/o Misty A. Segura, Spencer Fane LLP, 3040 Post Oak Blvd., Ste. 1400, Houston, TX 77056 UNITED STATES 77056-6584
cr	+ Wolters Kluwer, CT Corporation (Rejection Team), 1999 Bryan Street, Suite 900, Dallas, TX 75201-3140

TOTAL: 29

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	Notice Type: Email Address	Date/Time	Recipient Name and Address
cr	+ Email/Text: dallas.bankruptcy@LGBS.com	Jun 27 2025 21:44:00	Allen ISD, c/o John Kendrick Turner, 3500 Maple Avenue, Suite 800, Dallas, TX 75219, UNITED STATES 75219-3959
cr	+ Email/Text: bankruptcy@abernathy-law.com	Jun 27 2025 21:44:00	COLLIN COUNTY TAX ASSESSOR-COLLECTOR, Abernathy, Roeder, Boyd & Hullett, P.C, 1700 Redbud Blvd., Suite 300, McKinney, TX 75069-3276
cr	+ Email/Text: dallas.bankruptcy@LGBS.com	Jun 27 2025 21:44:00	City of Allen, c/o John Kendrick Turner, 3500 Maple Avenue, Suite 800, Dallas, TX 75219,

District/off: 0539-8

User: admin

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Date Rcvd: Jun 27, 2025

Form ID: pdf025

Total Noticed: 38

		UNITED STATES 75219-3959
cr	+ Email/Text: dallas.bankruptcy@LGBS.com	Jun 27 2025 21:44:00 Dallas County, c/o John Kendrick Turner, 3500 Maple Avenue, Suite 800, Dallas, TX 75219, UNITED STATES 75219-3959
cr	+ Email/PDF: acg.acg.ebn@aisinfo.com	Jun 27 2025 21:56:39 Ford Motor Credit Company LLC, c/o AIS Portfolio S, 4515 N Santa Fe Ave. Dept. APS, Oklahoma City, OK 73118-7901
cr	+ Email/Text: ddulworth@clarkhill.com	Jun 27 2025 21:44:00 Navistar Financial Corporation, c/o Clark Hill PLC, Sandra S. Hamilton, 200 Ottawa Ave. NW, Suite 500, Grand Rapids, MI 49503-2417
cr	+ Email/Text: ecffilings@padfieldstout.com	Jun 27 2025 21:44:00 PNC Equipment Finance, LLC, c/o Padfield & Stout, LLP, 100 Throckmorton Street, Suite 700, Fort Worth, TX 76102-2837
cr	+ Email/Text: AGBankRevenue@ag.tn.gov	Jun 27 2025 21:44:00 TN Dept of Revenue, c/o TN Attorney General's Office, Bankruptcy Division, P.O. Box 20207, Nashville, TN 37202-0207, UNITED STATES 37202-4015
cr	+ Email/Text: dallas.bankruptcy@LGBS.com	Jun 27 2025 21:44:00 Tarrant County, c/o John Kendrick Turner, 3500 Maple Avenue, Suite 800, Dallas, TX 75219, UNITED STATES 75219-3959

TOTAL: 9

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.

NONE

NOTICE CERTIFICATION

I, Gustava Winters, 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: Jun 29, 2025

Signature: /s/Gustava Winters