

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

In re:

CAMP MYSTIC, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 26-90621(CML)

(Jointly Administered)

**DEBTORS' OMNIBUS OBJECTION TO THE APPLICATIONS OF THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS TO RETAIN (I) WILLKIE FARR &
GALLAGHER LLP AS COUNSEL, (II) LAWSON & MOSHENBERG PLLC AS
CONFLICTS AND TEXAS COUNSEL, AND (III) FTI CONSULTING, INC. AS
FINANCIAL ADVISOR**

[Relates to Docket Nos. 218, 219, and 220]

TO THE HONORABLE CHRISTOPHER M. LOPEZ,
UNITED STATES BANKRUPTCY JUDGE:

Camp Mystic, LLC and its debtor affiliates, as debtors and debtors in possession (the “**Debtors**”), object to the applications by which the Official Committee of Unsecured Creditors (the “Committee”) seeks to retain Willkie Farr & Gallagher LLP (“**Willkie**”) as counsel [Docket No. 218] (the “**Willkie Application**”), Lawson & Moshenberg PLLC (“**L&M**”) as conflicts and Texas counsel [Docket No. 219] (the “**L&M Application**”), and FTI Consulting, Inc. (“**FTI**”) as financial advisor [Docket No. 220] (the “**FTI Application**” and, together, the “**Applications**”).² The Debtors do not oppose the Committee’s choice of professionals. They

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Camp Mystic, LLC (4064), Natural Fountains Properties, Inc. (1414), Mystic Camps Family Partnership, Ltd. (9861), and Mystic Camps Management, LLC (9688). The location of the Debtors’ service address for purposes of these chapter 11 cases is: 2689 Highway 39, Hunt, TX 78024.

² Capitalized terms used but not defined in this Objection have the meanings given to them in the Applications. The declarations filed with the Applications are cited as the “**Miller Declaration**” (Willkie Application, Exhibit B),

object to one term, common to all three Applications, by which professionals who tell the Court they are serving *pro bono* reserve the right to bill the estates for every hour if the Debtors confirm a plan the Committee does not support. In support, the Debtors state as follows:

I. PRELIMINARY STATEMENT

1. The Committee’s professionals propose to be retained *pro bono* with an asterisk. Each professional “has agreed to serve . . . on a *pro bono* basis, with one contingent qualification”: it “reserves the right to seek allowance . . . of all actual, reasonable and necessary fees and expenses” if “the Debtors propose and obtain confirmation of a chapter 11 plan or other resolution of these chapter 11 cases that is not supported by the Committee.” Willkie Application ¶ 12; L&M Application ¶ 13; FTI Application ¶ 13.

2. The asterisk bills at up to \$2,795 an hour, with no budget, no monthly fee statements, no interim applications, and no compliance with the U.S. Trustee Guidelines. Willkie Application ¶¶ 14, 17; L&M Application ¶¶ 15, 18; FTI Application ¶¶ 15, 16; Miller Declaration ¶ 26; Lawson Declaration ¶ 21.

3. Contingent fees ordinarily reward success. This one rewards refusal. If the Committee gets what it wants, its professionals are paid nothing. If the Committee withholds its support and the Court confirms the plan anyway, the estates pay for the opposition. The contingency has already been announced. Four days after filing the Applications, the Committee moved for a chapter 11 trustee and told the Court that “[s]o long as the Eastlands hold the keys

the “**Lawson Declaration**” (L&M Application, Exhibit B), and the “**Tully Declaration**” (FTI Application, Exhibit A). The proposed orders attached to the Applications are cited as the “**Proposed Willkie Order**,” the “**Proposed L&M Order**,” and the “**Proposed FTI Order**” (together, the “**Proposed Orders**”). The Official Committee of Unsecured Creditors’ Motion for an Order Appointing a Chapter 11 Trustee [Docket No. 227] is the “**Trustee Motion**.” The Debtors’ motion to appoint an independent director and an independent manager [Docket No. 205] is the “**Independent Director Motion**,” and the Committee’s objection to it [Docket No. 258] is the “**Committee Objection**.” Citations herein to the Trustee Motion and the Committee Objection are to their numbered paragraphs.

there will be no bankruptcy solution in these cases,” and that it is “inconceivable for the Committee to support” a process in which the Eastland directors keep control of “the Debtors’ three key decisions,” which it identifies as selling property, settling claims, and proposing a plan. Trustee Motion ¶¶ 1, 56 n.17. Two weeks later, the Committee objected to the Debtors’ independent director motion on the same ground. Committee Objection ¶¶ 3, 5, 19. None of those statements depends on the terms of any plan. The Court must therefore assume that the Committee will oppose any plan the Debtors propose unless a trustee is appointed first. This creates a conflict for the professionals with the estates and the Committee.

4. The Committee also told the Court that a trustee is affordable because “the Committee’s own professionals are working *pro bono*, thereby limiting the accrual of administrative costs.” Trustee Motion ¶ 63; *see also id.* ¶ 34. The professionals cannot be *pro bono* when the Committee asks for a trustee and hourly when it opposes a plan. The Debtors ask the Court to approve the retentions as what the Committee has represented them to be: *pro bono*, without condition or contingency.

II. JURISDICTION AND VENUE

5. The Court has jurisdiction under 28 U.S.C. § 1334 and the Order of Reference to Bankruptcy Judges entered by the United States District Court for the Southern District of Texas on May 24, 2012. This is a core proceeding under 28 U.S.C. § 157(b)(2)(A), and venue is proper under 28 U.S.C. §§ 1408 and 1409.

III. BACKGROUND

A. The Committee and the Applications.

6. The United States Trustee appointed the Committee on July 22, 2026. Docket No. 94. Each of its thirteen members lost at least one daughter in the July 4, 2025 flood. Trustee Motion

¶ 33. They are not the estates' only unsecured creditors. Camp Mystic, LLC's schedules list 2,790 claims of camper families for deposits, tuition, and store credit. Docket No. 152, at 9, 38–736.

7. The Committee filed the Applications on September 4, 2026, under sections 328(a) and 1103 of the Bankruptcy Code. Each Application defines the reserved fees as the “Professional Fee Claim,” asks that they be treated as administrative expenses under sections 503(b) and 507(a)(2), and reserves the right to seek allowance “at any time prior to the closing of these chapter 11 cases for the sole purpose of contributing any and all allowed amounts to the Debtors' unsecured creditors.” Willkie Application ¶¶ 12, 13; L&M Application ¶¶ 13, 14; FTI Application ¶¶ 13, 14. Paragraph 4 of each Proposed Order implements the trigger. None of the Applications says which creditors would receive the contribution, of which estate, or in what shares. *See* Willkie Application ¶ 20; L&M Application ¶ 21; FTI Application ¶ 12.

8. Each Application asks the Court to excuse monthly and interim fee applications and compliance with the U.S. Trustee Guidelines in exchange for “monthly summary invoices.” Willkie Application ¶ 14; L&M Application ¶ 15; FTI Application ¶ 15. Willkie and L&M “do[] not intend to develop a budget.” Miller Declaration ¶ 26; Lawson Declaration ¶ 21. FTI also asks the estates to indemnify it and to reimburse the fees of its own lawyers. FTI Application ¶¶ 15, 17, 19.

B. The Committee's Stated Position.

9. On September 8, 2026, the Committee filed the Trustee Motion. Docket No. 227. It states that progress “will not and cannot be made until the Debtors are represented by a truly independent fiduciary,” *id.* ¶ 5, that the Committee “would be prepared to immediately begin working with a trustee on plan structures,” *id.* ¶ 6, and, twice, that the Committee's professionals are “*pro bono*,” *id.* ¶¶ 34, 63, without mentioning the reservation filed four days earlier. On

September 22, 2026, the Committee objected to the Independent Director Motion because the Eastland directors would keep “the final say” over a sale of assets, the settlement of claims, and “filing a chapter 11 plan.” Committee Objection ¶¶ 3, 19.

10. The Plan and Disclosure Statement are being filed contemporaneously with this Objection.

IV. OBJECTION

A. The Court Should Approve the Retentions on the Terms the Committee Represented: *Pro Bono*, Without Condition.

11. Section 328(a) permits a committee, “with the court’s approval,” to employ a professional “on any reasonable terms and conditions of employment.” 11 U.S.C. § 328(a). Once terms are approved, the Court may allow different compensation only if the terms “prove to have been improvident in light of developments not capable of being anticipated at the time of the fixing of such terms and conditions.” *Id.* The decision is therefore before the Court now, and the estates will never be able to say that the trigger was a development they could not anticipate. The Committee announced it on the docket four days after the Applications were filed.

12. The Committee has told the Court, in a filed motion, that its professionals are *pro bono* and that their service limits administrative expense. Trustee Motion ¶¶ 34, 63. The professionals have said the same in their declarations. Miller Declaration ¶ 5; Lawson Declaration ¶ 5; Tully Declaration ¶ 8. There should be no contingency or condition on the *pro bono* service. A professional that intends to serve without charge needs no fee reservation, no administrative expense finding, no waiver of the U.S. Trustee Guidelines, and no indemnity. The Debtors ask that each retention be approved under section 1103(a) with no compensation or reimbursement payable by the estates, and that paragraph 4 of each Proposed Order, the Professional Fee Claim, the

contribution feature, and FTI's indemnification and fee reimbursement terms be stricken. The Court should not approve a hybrid: free if the Committee prevails, hourly if it does not.

B. The Condition Puts the Professionals in Conflict with Their Own Client.

13. Whether the Committee supports a plan is a decision the Committee makes on the advice of the professionals whose fees depend on the answer. Under the Applications, advice to support a plan earns nothing. Advice to oppose it earns, if the plan is confirmed anyway, every hour billed since July at standard rates. The professionals are not offering to work without charge. As currently drafted, they are offering to defer billing until confirmation and to collect from the estates if the Debtors succeed over the Committee's objection. In addition, the employment applications were filed more than thirty days after it appears one or more professionals were retained, which presents no issue if the compensation is *pro bono* but could give rise to a further objection if it is contingent on the success the Committee deems to be a "win."

14. That structure inverts the Committee's statutory role. A committee "participate[s] in the formulation of a plan," 11 U.S.C. § 1103(c)(3), and acts "as a watchdog on behalf of the larger body of creditors which it represents." *Advisory Comm. v. Sommers (In re Advisory Comm. of Major Funding Corp.)*, 109 F.3d 219, 224 (5th Cir. 1997) (internal quotation marks and citation omitted). Section 1103 "essentially requires the committee to act in the best interest of the creditors it represents," *id.* at 225, and this Committee represents the 2,790 camper families holding deposit and tuition claims as well as its thirteen members. *See* 11 U.S.C. § 1102(b)(3). The Committee itself has told the Court that "[c]onfirming a chapter 11 plan is in the best interests of creditors." Committee Objection ¶ 19. A committee whose professionals are paid only if the committee refuses to support a plan cannot give creditors the evaluation section 1103(c)(3) requires, because its advice carries a price in only one direction.

15. The contribution feature makes the conflict concrete. Allowed fees would be “contributed to the Debtors’ unsecured creditors.” Willkie Application ¶ 12. If the recipients include the Committee’s own members, then the members hold a direct financial interest in withholding support, and the fiduciary and the beneficiary have become the same people. Also, there is nothing discussing the mechanics of how the fees would be allocated. The treatment would have to be determined in the Plan if approved and potentially could be allocated solely to the deposit and refund creditors as a class, to the families that lost children as a class, or to all unsecured creditors *pro rata* regardless of whether there are distinct classes.

16. Counsel to a committee “may not, while employed by such committee, represent any other entity having an adverse interest in connection with the case.” 11 U.S.C. § 1103(b). Lawyers who serve estate fiduciaries are “officers of the court, and fiduciaries,” and “a fiduciary can only serve one master.” *In re Consol. Bancshares, Inc.*, 785 F.2d 1249, 1256 n.7 (5th Cir. 1986) (citing *Woods v. City Nat’l Bank & Tr. Co. of Chicago*, 312 U.S. 262, 269 (1941)). A fee term that pays the Committee’s professionals only when the Committee says no, and then routes the payment to an undefined group that may include the Committee’s own members, serves more than one master.

C. The Condition Gives the Professionals an Interest Adverse to the Estates.

17. The Court may deny compensation to any professional employed under section 1103 who, “at any time” during the employment, “represents or holds an interest adverse to the interest of the estate with respect to the matter on which such professional person is employed.” 11 U.S.C. § 328(c). The Fifth Circuit defines an adverse interest as “(1) to possess or assert any economic interest that would tend to lessen the value of the bankruptcy estate or that would create either an actual or potential dispute in which the estate is a rival claimant; or (2) to possess a

predisposition under circumstances that render such a bias against the estate.” *I.G. Petroleum, L.L.C. v. Fenasci (In re W. Delta Oil Co.)*, 432 F.3d 347, 356 (5th Cir. 2005) (quoting *In re Roberts*, 46 B.R. 815, 827 (Bankr. D. Utah 1985)). The Professional Fee Claim meets both branches. It is an economic interest that comes into existence only through a dispute with the estates over confirmation, in which the professionals become rival claimants to estate assets for their own account, and it supplies a predisposition against consensual resolution on which the Committee has already acted. The Court “need not speculate” about the consequences: “[w]here an actual conflict of interest exists, no more need be shown in this type of case to support a denial of compensation.” *Woods*, 312 U.S. at 268. The Proposed Orders nonetheless recite that each professional holds and represents no interest adverse to the Debtors’ estates. The record does not support that finding.

18. A plan cannot be confirmed unless each administrative claimant receives cash equal to the allowed amount of its claim on the effective date. 11 U.S.C. § 1129(a)(9)(A). Under the Proposed Orders, three firms billing at up to \$2,795 an hour would accrue time against the estates for the life of the cases, with no cap, no budget, and no contemporaneous review, and would hold an unliquidated administrative claim that becomes payable at the moment the Debtors seek to confirm a plan over the Committee’s objection. The arrangement hands the Committee a confirmation objection of its own making, priced by its own professionals’ hours. These estates are not operating. Every dollar reserved for a contingent fee is a dollar withheld from the creditors the plan is meant to pay, the bereaved families among them.

D. The *Alexander E. Jones* Order Does Not Support the Applications.

19. Each Application rests on one order, entered in *In re Alexander E. Jones*, No. 22-33553 (CML) (Bankr. S.D. Tex. Feb. 13, 2023) [Docket No. 157], which approved a similar

reservation for committee counsel. Willkie Application ¶ 14; L&M Application ¶ 15; FTI Application ¶ 15. The Debtors do not question that order. It was entered on a different record with no objection and with the Debtor converting to chapter 7 shortly thereafter, making it a minor issue. Whatever the merit of such a reservation as a hedge against a remote contingency, section 328(a) does not permit its approval where the contingency is the announced course of the applicants' own client. A term that pays counsel for its client's refusal to agree, without regard to the merits of what is refused, is not a reasonable condition of employment.

V. RESERVATION OF RIGHTS

20. The Debtors reserve all rights to object to any request for compensation, reimbursement, or indemnification by any Committee professional, to seek relief under section 328(c), and to supplement this Objection. Nothing in this Objection is an admission of any fact or a waiver of any right, claim, or defense of any Debtor.

VI. PRAYER

The Debtors respectfully request that the Court enter orders, substantially in the forms attached as Exhibits A, B, and C, (a) sustaining this Objection; (b) approving the retention of Willkie, L&M, and FTI under section 1103(a) as pro bono engagements, with no compensation or reimbursement payable by the estates, and striking paragraph 4 of each Proposed Order together with the Professional Fee Claim, the administrative expense request, the contribution feature, and the indemnification and fee reimbursement terms of the FTI Application; (c) in the alternative, as to any professional unwilling to serve on those terms, approving its retention on the ordinary terms that apply to every other professional in these cases; and (d) granting the Debtors such other and further relief as is just.

Dated: September 25, 2026

Houston, TX

Respectfully submitted,

/s/ Jeff P. Prostok

Jeff P. Prostok

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*COUNSEL TO DEBTORS AND
DEBTORS-IN-POSSESSION*

CERTIFICATE OF CONFERENCE

I certify that, before this Objection was filed, Jeff P. Prostok, counsel for the Debtors, conferred with James H. Burbage of Willkie Farr & Gallagher LLP, counsel for the Committee, regarding the relief requested in this Objection. The parties were unable to reach an agreement.

/s/ Jeff P. Prostok
Jeff P. Prostok

CERTIFICATE OF SERVICE

I certify that on September 25, 2026, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas on all parties registered to receive electronic notice in these cases.

/s/ Jeff P. Prostok
Jeff P. Prostok

EXHIBIT A

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

In re:

CAMP MYSTIC, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 26-90621(CML)

(Jointly Administered)

Re: Docket No. 218

**ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF
WILLKIE FARR & GALLAGHER LLP AS COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS EFFECTIVE AS OF JULY 27, 2026**

Upon the application (the “**Application**”)² of the Official Committee of Unsecured Creditors (the “**Committee**”) of Camp Mystic, LLC and its debtor affiliates in the above-captioned cases (collectively, the “**Debtors**”), pursuant to sections 328(a) and 1103 of the Bankruptcy Code and Bankruptcy Rule 2014(a), authorizing the Committee to retain and employ Willkie Farr & Gallagher LLP (“**Willkie**”) as counsel, effective as of July 27, 2026; and upon the Miller Declaration and the Lawrence Declaration (together, the “**Declarations**”); and upon the Debtors’ objection to the Application (the “**Objection**”); and the Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this proceeding being a core proceeding pursuant to 28 U.S.C.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Camp Mystic, LLC (4064), Natural Fountains Properties, Inc. (1414), Mystic Camps Family Partnership, Ltd. (9861), and Mystic Camps Management, LLC (9688). The location of the Debtors’ service address for purposes of these chapter 11 cases is: 2689 Highway 39, Hunt, TX 78024.

² Capitalized terms used but not otherwise defined in this Order have the meanings given to them in the Application.

§ 157(b)(2); and venue of this proceeding and the Application in this Court being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been given; and the Court having found that no other or further notice is needed or necessary; and the Court having found, based on the representations made in the Declarations and on the terms of this Order, that Willkie (a) does not hold or represent any interest adverse to the Debtors' estates, (b) is a "disinterested person" as defined in section 101(14) of the Bankruptcy Code and as used in section 328(c) of the Bankruptcy Code, and (c) does not represent any entity having an adverse interest in connection with these cases as required by section 1103 of the Bankruptcy Code; and the Court having reviewed the Application, the Declarations, and the Objection; and the relief granted herein being in the best interests of the Debtors' estates, their creditors, and other parties in interest; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED that:

1. The Application is GRANTED as set forth in this Order, and the Objection is SUSTAINED to the extent set forth in this Order.

2. Pursuant to sections 328(a) and 1103 of the Bankruptcy Code and Bankruptcy Rule 2014(a), and subject to the terms of this Order, the Committee is authorized to employ and retain Willkie as its counsel in these chapter 11 cases, effective as of July 27, 2026, to provide the services described in the Application.

3. Willkie is retained by the Committee on a *pro bono* basis. Willkie shall not seek, and the Debtors and their estates shall not be obligated to pay, any compensation for services rendered or reimbursement of expenses incurred in connection with Willkie's engagement by the Committee in these chapter 11 cases, whether as an administrative expense under sections 328,

330, 331, 503(b), or 507(a)(2) of the Bankruptcy Code or otherwise, and no such compensation or reimbursement shall be allowed. Notwithstanding anything to the contrary in the Application or the Declarations, the Professional Fee Claim, the reservation of any right to seek allowance or payment of fees and expenses in the event the Debtors obtain confirmation of a chapter 11 plan or other resolution of these chapter 11 cases that is not supported by the Committee, and the contribution of any such fees and expenses to the Debtors' unsecured creditors are not approved.

4. Willkie shall use its reasonable efforts to avoid any duplication of services provided by any of the Committee's other retained professionals in these chapter 11 cases.

5. Willkie shall review its files periodically during the pendency of these chapter 11 cases to ensure that no conflicts or other disqualifying circumstances exist or arise. If any new relevant facts or relationships are discovered or arise, Willkie shall promptly file a supplemental declaration, as required by Bankruptcy Rule 2014(a).

6. To the extent the Application, the Lawrence Declaration, or the Miller Declaration is inconsistent with this Order, the terms of this Order shall govern.

7. The Committee and Willkie are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

8. The Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: _____, 2026
Houston, Texas

THE HONORABLE CHRISTOPHER M. LOPEZ
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT B

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

In re:

CAMP MYSTIC, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 26-90621(CML)

(Jointly Administered)

Re: Docket No. 219

ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF LAWSON & MOSHENBERG PLLC AS CONFLICTS AND TEXAS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS EFFECTIVE AS OF AUGUST 12, 2026

Upon the application (the “**Application**”)² of the Official Committee of Unsecured Creditors (the “**Committee**”) of Camp Mystic, LLC and its debtor affiliates in the above-captioned cases (collectively, the “**Debtors**”), pursuant to sections 328(a) and 1103 of the Bankruptcy Code and Bankruptcy Rule 2014(a), authorizing the Committee to retain and employ Lawson & Moshenberg PLLC (“**L&M**”) as conflicts and Texas counsel, effective as of August 12, 2026; and upon the Lawson Declaration and the Lawrence Declaration (together, the “**Declarations**”); and upon the Debtors’ objection to the Application (the “**Objection**”); and the Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this proceeding being a core

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² Capitalized terms used but not otherwise defined in this Order have the meanings given to them in the Application.

proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue of this proceeding and the Application in this Court being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been given; and the Court having found that no other or further notice is needed or necessary; and the Court having found, based on the representations made in the Declarations and on the terms of this Order, that L&M (a) does not hold or represent any interest adverse to the Debtors' estates, (b) is a "disinterested person" as defined in section 101(14) of the Bankruptcy Code and as used in section 328(c) of the Bankruptcy Code, and (c) does not represent any entity having an adverse interest in connection with these cases as required by section 1103 of the Bankruptcy Code; and the Court having reviewed the Application, the Declarations, and the Objection; and the relief granted herein being in the best interests of the Debtors' estates, their creditors, and other parties in interest; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED that:

1. The Application is GRANTED as set forth in this Order, and the Objection is SUSTAINED to the extent set forth in this Order.

2. Pursuant to sections 328(a) and 1103 of the Bankruptcy Code and Bankruptcy Rule 2014(a), and subject to the terms of this Order, the Committee is authorized to employ and retain L&M as its conflicts and Texas counsel in these chapter 11 cases, effective as of August 12, 2026, to provide the services described in the Application.

3. L&M is retained by the Committee on a pro bono basis. L&M shall not seek, and the Debtors and their estates shall not be obligated to pay, any compensation for services rendered or reimbursement of expenses incurred in connection with L&M's engagement by the Committee in these chapter 11 cases, whether as an administrative expense under sections 328, 330, 331,

503(b), or 507(a)(2) of the Bankruptcy Code or otherwise, and no such compensation or reimbursement shall be allowed. Notwithstanding anything to the contrary in the Application or the Declarations, the Professional Fee Claim, the reservation of any right to seek allowance or payment of fees and expenses in the event the Debtors obtain confirmation of a chapter 11 plan or other resolution of these chapter 11 cases that is not supported by the Committee, and the contribution of any such fees and expenses to the Debtors' unsecured creditors are not approved.

4. L&M shall use its reasonable efforts to avoid any duplication of services provided by any of the Committee's other retained professionals in these chapter 11 cases.

5. L&M shall review its files periodically during the pendency of these chapter 11 cases to ensure that no conflicts or other disqualifying circumstances exist or arise. If any new relevant facts or relationships are discovered or arise, L&M shall promptly file a supplemental declaration, as required by Bankruptcy Rule 2014(a).

6. To the extent the Application, the Lawrence Declaration, or the Lawson Declaration is inconsistent with this Order, the terms of this Order shall govern.

7. The Committee and L&M are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

8. The Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: _____, 2026
Houston, Texas

THE HONORABLE CHRISTOPHER M. LOPEZ
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT C

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

In re:

CAMP MYSTIC, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 26-90621(CML)

(Jointly Administered)

Re: Docket No. 220

**ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF
FTI CONSULTING, INC. AS FINANCIAL ADVISOR TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS EFFECTIVE AS OF AUGUST 6, 2026**

Upon the application (the “**Application**”)² of the Official Committee of Unsecured Creditors (the “**Committee**”) appointed in the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) for entry of an order authorizing the Committee to retain and employ FTI Consulting, Inc. (“**FTI**”) as financial advisor, effective as of August 6, 2026, pursuant to sections 328(a) and 1103(a) of the Bankruptcy Code and Bankruptcy Rule 2014(a); and upon the Tully Declaration; and upon the Debtors’ objection to the Application (the “**Objection**”); and the Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this proceeding being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue of this

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² Capitalized terms used but not otherwise defined in this Order have the meanings given to them in the Application.

proceeding and the Application in this Court being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been given; and the Court having found that no other or further notice is needed or necessary; and the Court having found, based on the representations made in the Tully Declaration and on the terms of this Order, that FTI neither holds nor represents any interest adverse to the Debtors' estates and is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code; and the Court having reviewed the Application, the Tully Declaration, and the Objection; and the relief granted herein being in the best interests of the Committee, the Debtors' estates, their creditors, and other parties in interest; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED that:

1. The Application is GRANTED as set forth in this Order, and the Objection is SUSTAINED to the extent set forth in this Order.

2. Pursuant to sections 328(a) and 1103(a) of the Bankruptcy Code and Bankruptcy Rule 2014(a), and subject to the terms of this Order, the Committee is authorized to employ and retain FTI as its financial advisor in these chapter 11 cases, effective as of August 6, 2026, to provide the services described in the Application.

3. FTI is retained by the Committee on a *pro bono* basis. FTI shall not seek, and the Debtors and their estates shall not be obligated to pay, any compensation for services rendered or reimbursement of expenses incurred in connection with FTI's engagement by the Committee in these chapter 11 cases, whether as an administrative expense under sections 328, 330, 331, 503(b), or 507(a)(2) of the Bankruptcy Code or otherwise, and no such compensation or reimbursement shall be allowed. Notwithstanding anything to the contrary in the Application or the Tully

Declaration, the Professional Fee Claim, the reservation of any right to seek allowance or payment of fees and expenses in the event the Debtors obtain confirmation of a chapter 11 plan or other resolution of these chapter 11 cases that is not supported by the Committee, and the contribution of any such fees and expenses to the Debtors' unsecured creditors are not approved.

4. The indemnification provisions set forth in the Application and the reimbursement of any legal fees incurred by FTI in connection with its retention or the preparation of fee applications are not approved, and the Debtors and their estates shall have no obligation to indemnify or reimburse FTI on account of its engagement by the Committee.

5. FTI shall use its reasonable efforts to avoid any duplication of services provided by any of the Committee's other retained professionals in these chapter 11 cases.

6. FTI shall review its files periodically during the pendency of these chapter 11 cases to ensure that no conflicts or other disqualifying circumstances exist or arise. If any new relevant facts or relationships are discovered or arise, FTI shall promptly file a supplemental declaration, as required by Bankruptcy Rule 2014(a).

7. To the extent the Application or the Tully Declaration is inconsistent with this Order, the terms of this Order shall govern.

8. The Committee and FTI are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

9. The Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: _____, 2026
Houston, Texas

THE HONORABLE CHRISTOPHER M. LOPEZ
UNITED STATES BANKRUPTCY JUDGE