

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

| | | |
|----------------------------|---|--|
| In re: |) | Chapter 11 |
| |) | |
| T&S FOOD SERVICES II, LLC, |) | |
| Debtor. |) | Case No. 25-11178 (TMH) |
| |) | Obj. Deadline: Sept. 29, 2025 at 4:00 p.m. (ET) |

**FIRST MONTHLY APPLICATION OF CLARK HILL PLC
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED
AND FOR REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE DEBTOR
FOR THE PERIOD FROM JUNE 19, 2025 THROUGH JULY 31, 2025**

Name of Applicant: Clark Hill PLC

Authorized to Provide Professional Services to: Debtor

Date of Retention: August 1, 2025, effective as of June 19, 2025

Period for which compensation and reimbursement is sought: June 19-July 31, 2025

Amount of Compensation sought as actual, reasonable, and necessary: \$134,318.40 (80% of \$167,898.00)

Amount of Expense Reimbursement sought as actual, reasonable, and necessary: \$2,163.15

This is a(n): Monthly Interim Final Application

The total time expended for fee application preparation is 1.4 hours and the corresponding compensation requested is \$721.00.

If this is not the first application filed, disclose the following for each prior application:

| Date Filed | Period Covered | REQUESTED | | APPROVED | |
|------------|----------------|-----------|----------|----------|----------|
| | | Fees | Expenses | Fees | Expenses |
| N/A | N/A | N/A | N/A | N/A | N/A |

**COMPENSATION BY PROFESSIONAL
JUNE 19, 2025 THROUGH JULY 31, 2025**

| Name of Professional | Initials of Professional Used in the Application | Position, Years in Position, Year of Obtaining License to Practice, Area of Expertise | Hourly Billing Rate | Total Hours Billed | Total Compensation |
|-----------------------------|---|--|----------------------------|---------------------------|---------------------------|
| Kevin H. Morse | KHM | Member since 2019; admitted to IL Bar in 2007 and CA Bar in 2008; Bankruptcy. | \$875.00 | 71.6 | \$62,650.00 |
| Karen M. Grivner | KMG | Of Counsel since 2011; admitted to DE Bar in 2003; Bankruptcy. | \$865.00 | 32.8 | \$28,372.00 |
| Travis J. Eliason | TE | Senior Counsel since 2024; admitted to IL Bar in 2009; Bankruptcy. | \$785.00 | 20.8 | \$16,328.00 |
| Kenny Chiaghana | KC | Associate since 2025; admitted to IL Bar in 2023; Bankruptcy. | \$515.00 | 25.9 | \$13,338.50 |
| Kelly Webster | KW | Paralegal since 2022; certified paralegal since 2013; Bankruptcy. | \$395.00 | 116.1 | \$45,859.50 |
| Felicia K. Grimes | FKG | Paralegal since 2007; certified paralegal since 2020; Labor & Employment. | \$375.00 | 3.6 | \$1,350.00 |
| TOTAL | | | | 270.8 | \$167,898.00 |

Grand Total: \$167,898.00
Attorney Compensation: \$120,688.50
Total Attorney Hours: 151.1
Blended Rate: \$798.73

COMPENSATION BY PROJECT CATEGORY
JUNE 19, 2025 THROUGH JULY 31, 2025

| Project Category | Total Hours | Total Fees |
|---------------------------------|--------------|---------------------|
| Claims and Creditor Issues | 49.7 | \$33,814.50 |
| Employment of Professionals | 33.8 | \$20,844.00 |
| Administration | 94.1 | \$54,005.50 |
| Cash Collateral / DIP Financing | 14.2 | \$11,425.00 |
| IDI / 341(a) Meeting | 23.6 | \$15,513.00 |
| Sale of Assets | 15.6 | \$12,222.00 |
| Fee Applications | 3.3 | \$1,471.50 |
| Schedules and SOFAs | 36.5 | \$18,602.50 |
| TOTAL | 270.8 | \$167,898.00 |

EXPENSE SUMMARY
JUNE 19, 2025 THROUGH JULY 31, 2025

| Expense Category | Service Provider (if applicable) | Total Expenses |
|----------------------------|-------------------------------------|-------------------|
| Filing Fees | | \$1,838.00 |
| Courier & Express Carriers | FedEx | \$84.15 |
| UCC & Lien Searches | Platinum Filings, LLC | \$241.00 |
| TOTAL | | \$2,163.15 |

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| T&S FOOD SERVICES II, LLC, |) | |
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| Debtor. |) | Case No. 25-11178 (TMH) |
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**FIRST MONTHLY APPLICATION OF CLARK HILL PLC FOR
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED
AND FOR REIMBURSEMENT OF EXPENSES AS COUNSEL FOR THE DEBTOR
FOR THE PERIOD FROM JUNE 19, 2025 THROUGH JULY 31, 2025**

T&S Food Services II, LLC, the debtor and debtor in possession in the above-captioned case (the “**Debtor**”), hereby files this application pursuant to sections 330 and 331 of title 11 of the United States Code, §§ 101-1532 (the “**Bankruptcy Code**”), rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on August 1, 2025 [Docket No. 80] (the “**Interim Compensation Order**”), Clark Hill PLC (“**Clark Hill**”) hereby files this *First Monthly Application of Clark Hill PLC for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel for the Debtor for the Period from June 19, 2025 through July 31, 2025* (the “**Application**”). By the Application, Clark Hill seeks a monthly allowance pursuant to the Interim Compensation Order with respect to the sums of \$134,318.40 (80% of \$167,898.00) as compensation and \$2,163.15 for reimbursement of actual and necessary expenses, for a total of \$136,481.55 for the period of June 19, 2025 through and including July 31, 2025 (the “**Compensation Period**”). In support of this Application, Clark Hill respectfully represents as follows:

BACKGROUND

1. On June 19, 2025 (the “**Petition Date**”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code, thereby commencing this case. The bankruptcy case is pending as chapter 11 case, and no committee or examiner has been appointed.

2. Clark Hill was retained effective as of the Petition Date by this Court’s order, entered on August 1, 2025 [Docket No. 81] (the “**Retention Order**”). The Retention Order authorizes Clark Hill to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

COMPENSATION PAID AND ITS SOURCE

3. All services for which compensation is requested by Clark Hill were performed for or on behalf of the Debtor.

4. Except to the extent of the retainer paid to Clark Hill as described in the application seeking approval of Clark Hill’s employment by the Debtor during the period covered by this Application, Clark Hill has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between Clark Hill and any other person other than the members of Clark Hill for the sharing of compensation to be received for services rendered in this case.

FEE STATEMENTS

5. The invoices for the Compensation Period are attached hereto as **Exhibit A**. These contain daily time logs describing the time spent by each attorney and paraprofessional for this Compensation Period. To the best of Clark Hill’s knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the applicable Bankruptcy Rules, the Guidelines

adopted by the Office of the United States Trustee, Local Rule 2016-1, and the Interim Compensation Order.

ACTUAL AND NECESSARY EXPENSES

6. A summary of actual and necessary expenses incurred by Clark Hill during the Compensation Period is attached hereto as **Exhibit B**.

7. Clark Hill believes the rates billed are consistent with the market rates that the majority of law firms charges clients for such services. In addition, Clark Hill believes that such charges are in accordance with the American Bar Association’s (“**ABA**”) guidelines, as set forth in the ABA’s Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

SUMMARY OF SERVICES RENDERED

8. The members, counsel, and associates of Clark Hill who have rendered professional services in this case are as follows: Kevin H. Morse, Karen M. Grivner, Travis J. Eliason, and Kenny Chiaghana.

9. Kelly Webster and Felicia K. Grimes are the only paraprofessionals of Clark Hill who provided services to the attorneys in this case.

10. Clark Hill, by and through the above-named persons, has prepared and/or assisted in the preparation of various applications and orders submitted to the Court for consideration, advised the Debtor on a regular basis with respect to various matters in connection with this case, and has performed all necessary professional services which are described and narrated in detail hereinafter.

SUMMARY OF SERVICES BY PROJECT

11. The services rendered by Clark Hill during the Compensation Period can be grouped into the categories set forth below. These categories are generally described below, with a more detailed identification of the actual services provided set forth in the attached **Exhibit A**. The

attorneys and paraprofessionals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in its corresponding exhibit attached hereto.

A. Claims and Creditor Issues. This category includes all matters related to the bar date, filing of claims, communication with creditors, the review and analysis of objections and negotiations with creditors regarding objections or other issues raised by creditors.

| Claims and Creditor Issues | | | | |
|-----------------------------------|------------------------|---------------------|---------------------------|--------------------------|
| <u>Professional</u> | <u>Initials</u> | <u>Hours</u> | <u>Billed Rate</u> | <u>Total Fees</u> |
| Kevin H. Morse | KHM | 16.7 | \$875.00 | \$ 14,612.50 |
| Karen M. Grivner | KMG | 4.6 | \$865.00 | \$ 3,979.00 |
| Travis Eliason | TE | 6.7 | \$785.00 | \$ 5,259.50 |
| Kenny Chiaghana | KC | 11.6 | \$515.00 | \$ 5,974.00 |
| Kelly Webster | KW | 10.1 | \$395.00 | \$ 3,989.50 |
| | TOTAL: | 49.7 | | \$ 33,814.50 |

B. Employment of Professionals. This category includes all time related to the drafting and submission of retention applications for Clark Hill and the Debtor’s other professionals. This category also includes time spent preparing and filing the motion seeking interim compensation procedures.

| Employment of Professionals | | | | |
|------------------------------------|------------------------|---------------------|---------------------------|--------------------------|
| <u>Professional</u> | <u>Initials</u> | <u>Hours</u> | <u>Billed Rate</u> | <u>Total Fees</u> |
| Kevin H. Morse | KHM | 5.6 | \$875.00 | \$ 4,900.00 |
| Karen M. Grivner | KMG | 7.9 | \$865.00 | \$ 6,833.50 |
| Kenny Chiaghana | KC | 9.1 | \$515.00 | \$ 4,686.50 |
| Kelly Webster | KW | 11.2 | \$395.00 | \$ 4,424.00 |
| | TOTAL: | 33.8 | | \$ 20,844.00 |

C. Administration. This category includes all matters related to filing documents with the Court, service thereof, maintenance of calendars, communications with the U.S. Trustee and

the Court, review of work in process reports and notices of appearance and maintaining service lists.

| <u>Administration</u> | | | | |
|------------------------------|------------------------|---------------------|---------------------------|--------------------------|
| <u>Professional</u> | <u>Initials</u> | <u>Hours</u> | <u>Billed Rate</u> | <u>Total Fees</u> |
| Kevin H. Morse | KHM | 20.0 | \$875.00 | \$ 17,500.00 |
| Karen M. Grivner | KMG | 15.3 | \$865.00 | \$ 13,234.50 |
| Travis J. Eliason | TE | 0.3 | \$785.00 | \$ 235.50 |
| Kelly Webster | KW | 54.9 | \$395.00 | \$ 21,685.50 |
| Felicia K. Grimes | FKG | 3.6 | \$375.00 | \$ 1,350.00 |
| | TOTAL: | 94.1 | | \$ 54,005.50 |

D. Cash Collateral / DIP Financing. This category includes all matters related to the Debtor's use of cash collateral, including the preparation and filing of the cash collateral stipulation, payments to critical vendors, and other such disbursements from the Debtor's estate.

| <u>Cash Collateral / DIP Financing</u> | | | | |
|---|------------------------|---------------------|---------------------------|--------------------------|
| <u>Professional</u> | <u>Initials</u> | <u>Hours</u> | <u>Billed Rate</u> | <u>Total Fees</u> |
| Kevin H. Morse | KHM | 9.2 | \$875.00 | \$ 8,050.00 |
| Karen M. Grivner | KMG | 1.9 | \$865.00 | \$ 1,643.50 |
| Travis J. Eliason | TE | 1.3 | \$785.00 | \$ 1,020.50 |
| Kelly Webster | KW | 1.8 | \$395.00 | \$ 711.00 |
| | TOTAL: | 14.2 | | \$ 11,425.00 |

E. IDI / 341(a) Meeting. This category includes all matters related to preparation for and attendance at the Initial Debtor Interview and the Section 341(a) Meeting, including transmitting the applicable papers to the U.S. Trustee, creditors, and other parties in interest.

| <u>IDI / 341(a) Meeting</u> | | | | |
|------------------------------------|------------------------|---------------------|---------------------------|--------------------------|
| <u>Professional</u> | <u>Initials</u> | <u>Hours</u> | <u>Billed Rate</u> | <u>Total Fees</u> |
| Kevin H. Morse | KHM | 9.8 | \$875.00 | \$ 8,575.00 |
| Karen M. Grivner | KMG | 2.5 | \$865.00 | \$ 2,162.50 |
| Kenny Chiaghana | KC | 2.6 | \$515.00 | \$ 1,339.00 |
| Kelly Webster | KW | 8.7 | \$395.00 | \$ 3,436.50 |
| | TOTAL: | 23.6 | | \$ 15,513.00 |

F. Sale of Assets. This category includes all matters related to the sale of the Debtor's assets, including conferences with interested parties, conferences with the sale broker, setting up the data room, and preparing the bidding procedures.

| <u>Sale of Assets</u> | | | | |
|------------------------------|------------------------|---------------------|---------------------------|--------------------------|
| <u>Professional</u> | <u>Initials</u> | <u>Hours</u> | <u>Billed Rate</u> | <u>Total Fees</u> |
| Kevin H. Morse | KHM | 2.8 | \$875.00 | \$ 2,450.00 |
| Karen M. Grivner | KMG | 0.6 | \$865.00 | \$ 519.00 |
| Travis J. Eliason | TE | 11.0 | \$785.00 | \$ 8,635.00 |
| Kenny Chiaghana | KC | 1.2 | \$515.00 | \$ 618.00 |
| | TOTAL: | 15.6 | | \$ 12,222.00 |

G. Fee Applications. This category includes all time related to the drafting and submission of fee applications for Clark Hill and Debtor's other professionals. This category also includes matters related to the interim compensation procedures and the review of invoices.

| <u>Fee Applications</u> | | | | |
|--------------------------------|------------------------|---------------------|---------------------------|--------------------------|
| <u>Professional</u> | <u>Initials</u> | <u>Hours</u> | <u>Billed Rate</u> | <u>Total Fees</u> |
| Kenny Chiaghana | KC | 1.4 | \$515.00 | \$ 721.00 |
| Kelly Webster | KW | 1.9 | \$395.00 | \$ 750.50 |
| | TOTAL: | 3.3 | | \$ 1,471.50 |

H. Schedules and SOFAs. This category includes all matters related to the preparation of the schedules of assets and liabilities, statement of financial affairs, and other reports required

by the U.S. Trustee, including conferences with the Debtor to obtain the necessary information for disclosure.

| Schedules and SOFAs | | | | |
|----------------------------|------------------------|---------------------|---------------------------|--------------------------|
| <u>Professional</u> | <u>Initials</u> | <u>Hours</u> | <u>Billed Rate</u> | <u>Total Fees</u> |
| Kevin H. Morse | KHM | 7.5 | \$875.00 | \$ 6,562.50 |
| Travis J. Eliason | TE | 1.5 | \$785.00 | \$ 1,177.50 |
| Kelly Webster | KW | 27.5 | \$395.00 | \$ 10,862.50 |
| | TOTAL: | 36.5 | | \$ 18,602.50 |

12. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by Clark Hill is fair and reasonable given (a) the complexity of this case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title. Moreover, Clark Hill has reviewed the requirements of Local Rule 2016-1 and believes that this Application complies with that Rule.

WHEREFORE, Clark Hill respectfully requests that the Court authorize that for the Compensation Period, an allowance be made to Clark Hill pursuant to the terms of the Interim Compensation Order, with respect to the sum of \$167,898.00 as compensation for necessary professional services rendered (80% of which equals \$134,318.40), and the sum of \$2,163.15 as 100% reimbursement of actual necessary costs and expenses, for a total of \$136,481.55 and that such sums be authorized for payment and for such other and further relief as this Court may deem just and proper.

Dated: September 8, 2025

CLARK HILL PLC

/s/ Karen M. Grivner

Karen M. Grivner (Bar No. 4372)
824 N. Market Street, Suite 710
Wilmington, Delaware 19801
Telephone: (302) 250-4750
Facsimile: (302) 421-9439
kgrivner@clarkhill.com

- and -

Kevin H. Morse (admitted *pro hac vice*)
IL Bar No. 6297244
Travis J. Eliason (admitted *pro hac vice*)
IL Bar No. 6299722
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Chicago, Illinois 60601
Telephone: (312) 985-5556
Facsimile: (312) 985-5999
kmorse@clarkhill.com
teliason@clarkhill.com

Counsel for T&S Food Services II, LLC

CERTIFICATION OF COMPLIANCE WITH DEL. BANKR. L.R. 2016-1

I, Karen Grivner, on this 8th day of September 2025, certify as follows:

- a) I am an attorney with Clark Hill, PLC (“**Clark Hill**”) and have been admitted before this Court.
- b) I have personally performed many of the legal services rendered by Clark Hill as counsel to the Debtor and am thoroughly familiar with the other work performed on behalf of the Debtor by the lawyers and professionals of Clark Hill.
- c) I have reviewed the foregoing Application, and the facts set forth therein are true and correct to the best of my knowledge, information, and belief. Moreover, I have reviewed Local Rule 2016-1 and submit that the Application substantially complies with such a rule.

/s/ Karen M. Grivner _____
Karen M. Grivner (Bar No. 4372)

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

| | | |
|----------------------------|---|--|
| In re: |) | |
| |) | Chapter 11 |
| T&S FOOD SERVICES II, LLC, |) | |
| Debtor. |) | Case No. 25-11178 (TMH) |
| |) | Obj. Deadline: Sept. 29, 2025 at 4:00 p.m. (ET) |

NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that Clark Hill PLC (the “**Applicant**”), on September 8, 2025, filed the *First Monthly Application of Clark Hill PLC for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Debtor for the Period from June 19, 2025 through July 31, 2025* (the “**Application**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, must be made in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on August 1, 2025 [Docket No. 80] (the “**Interim Compensation Order**”), and must be filed with the Clerk of the Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 on or before **September 29, 2025 at 4:00 p.m. (prevailing Eastern Time)** (the “**Objection Deadline**”) and served upon and received by: (i) counsel to the Debtor, Clark Hill PLC, 130 E. Randolph Street, Suite 3900, Chicago, Illinois 60601, Attn: Kevin H. Morse (kmorse@clarkhill.com) and Karen M. Grivner (kgrivner@clarkhill.com); (ii) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, Delaware 19801, Attn: Jonathan Lipshie (jon.lipshie@usdoj.gov); and (iii) any fee examiner or committee appointed in this chapter 11 case.

PLEASE TAKE FURTHER NOTICE that if no objections to the Application are filed prior to the Objection Deadline, the Applicant may file a certificate of no objection with the Court, after

which the Debtor shall be authorized by the Interim Compensation Order to pay the Applicant an amount equal to 80% of the fees and 100% of the expenses requested in the Application without the need for further order of the Court.

PLEASE TAKE FURTHER NOTICE that if an objection to the Application is filed prior to the Objection Deadline, the Debtor shall be authorized by the Interim Compensation Order to pay the Applicant 80% of the fees and 100% of the expenses requested in the Application not subject to such objection without the need for further order of the Court.

Dated: September 8, 2025

CLARK HILL PLC

/s/ Karen M. Grivner

Karen M. Grivner (Bar No. 4372)

824 N. Market Street, Suite 710

Wilmington, Delaware 19801

Telephone: (302) 250-4750

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- and -

Kevin H. Morse (admitted *pro hac vice*)

IL Bar No. 6297244

Travis J. Eliason (admitted *pro hac vice*)

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teliason@clarkhill.com

Counsel for T&S Food Services II, LLC

EXHIBIT A

INVOICES



FOR LEGAL SERVICES RENDERED in connection with the above matter.

TIME AND FEE SUMMARY

| Name | Initials | Rate | Hours | Amount |
|------------------|----------|----------|--------------|---------------------|
| Kevin H. Morse | KHM | \$875.00 | 16.70 | 14,612.50 |
| Travis Eliason | TE | \$785.00 | 6.70 | 5,259.50 |
| Karen M. Grivner | KMG | \$865.00 | 4.60 | 3,979.00 |
| Kenny Chiaghana | KC | \$515.00 | 11.60 | 5,974.00 |
| Kelly Webster | KW | \$395.00 | 10.10 | 3,989.50 |
| Total | | | 49.70 | \$ 33,814.50 |

DETAIL OF LEGAL SERVICES

| Date | Initials | Description | Hours |
|----------|----------|--|-------|
| 06/19/25 | KHM | Multiple calls with Denny's corporate and McLane re: need for food deliveries and concessions from Denny's to allow case to proceed. | 1.50 |
| 06/20/25 | KHM | Multiple calls with Company re: food deliveries required today or tomorrow for Missouri and Illinois - .8; calls with counsel for McLane re: food deliveries and payment of claims - .7. | 1.50 |
| 06/22/25 | KW | Correspond with client regarding addresses needed for certain creditors and parties in interest. | 0.10 |
| 06/23/25 | KHM | Prepare for meeting with counsel for McLane - .2; call with McLane's attorney re: request for cash collateral and critical vendor order - .4. | 0.60 |
| 06/23/25 | KHM | Draft and send notice of bankruptcy to taxing authorities. | 0.40 |
| 06/23/25 | KHM | Correspondence with Company re: A/R and timing for payment of PACA claims. | 0.20 |
| 06/23/25 | KHM | Review of changes of McLane Food to critical vendor order. | 0.60 |
| 06/23/25 | TE | Correspondence with client and MCA lender regarding bankruptcy and related matters (.2); analysis of agreement with MCA lender and related information regarding same (.4). | 0.60 |



| | | | |
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| 06/24/25 | KHM | Call with McLane counsel re: payments and timing for same. | 0.30 |
| 06/24/25 | KHM | Multiple calls with taxing authorities following receipt of e-mail notice yesterday. | 0.70 |
| 06/24/25 | KW | Review voice mail and email messages received from counsel for creditor and correspond with team regarding handling of same. | 0.20 |
| 06/25/25 | KC | Conference with parties in interest re automatic stay. | 0.70 |
| 06/25/25 | KC | Draft stipulation re garnishment. | 1.80 |
| 06/25/25 | KHM | Prepare multiple correspondence to creditors, including McLane, Comcast, and other creditors who have reached out re: bankruptcy. | 1.50 |
| 06/26/25 | KC | Correspondence with parties in interest re automatic stay. | 0.20 |
| 06/26/25 | KC | Analyze, revise stipulation re garnishment. | 2.10 |
| 06/26/25 | KHM | Multiple calls with Company re: McLane correspondence re: payments and responses to same. | 0.40 |
| 06/26/25 | KHM | Multiple calls and correspondence with Company re: payment of only post-petition utilities and shutoff concerns. | 0.40 |
| 06/26/25 | KHM | Multiple calls and correspondence with McLane Food Service re: payment of prepetition critical vendor plan over 5 weeks vs. payment of post-petition on 7-day auto-draft terms. | 0.60 |
| 06/26/25 | KHM | Telephone conference with creditor JJ Commercial re: bankruptcy case and receipt of notice to file a claim. | 0.10 |
| 06/26/25 | KHM | Review, approve draft correspondence to workers' compensation counsel re: bankruptcy. | 0.20 |
| 06/27/25 | KC | Correspondence, conferences with various utility providers re adequate assurance and utilities order. | 1.50 |
| 06/27/25 | KHM | Telephone conference with Belleville landlord re: case and assumption/assignment deadline. | 0.30 |



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| 06/27/25 | KHM | Follow-up correspondence with Company re: utilities - .2; review and approve section 366 letter from K. Chiaghana - .2; multiple correspondence re: response of utilities to 366 letter - .1. | 0.50 |
| 06/27/25 | KHM | Revise stipulation with Jefferson Parish re: turnover of garnished \$47,000. | 0.70 |
| 06/30/25 | KHM | Correspondence with Company re: PACA vendors and discussion re: sending them PACA orders. | 0.20 |
| 06/30/25 | KHM | Multiple correspondence with Company and insurance counsel re: meeting to discuss effect of BK on pending litigation in California. | 0.40 |
| 06/30/25 | KHM | Multiple correspondence with Company re: PACA claimants and their demands - .2; draft language for Company to provide to PACA claimants - .2. | 0.40 |
| 06/30/25 | KHM | Correspondence with Company re: creditor Arctic Storage and nature of claim - .2; correspondence with K. Grivner re: draft stipulation with Jefferson Parish and send to Jefferson Parish - .3. | 0.50 |
| 06/30/25 | KMG | Review Stipulation with Jefferson Parish (.1); review and edit Interim Cash Collateral Order and Draft stipulation re same (.8); communicate with K. Morse re same (.1). | 1.00 |
| 07/01/25 | KHM | Correspondence with Company re: Arctic Foods and no need to pay or turnover freezer with no PMSI. | 0.20 |
| 07/01/25 | KW | Draft certification of counsel and proposed order regarding stipulation with Jefferson Parish Bureau of Revenue and Taxation. | 0.90 |
| 07/01/25 | KW | Research regarding status of UCC liens. | 0.20 |
| 07/02/25 | KMG | Communicate with K. Webster re status of McLane stipulation (.1); review email from U.S. Trustee re Moye White and Zeal (.1). | 0.20 |
| 07/06/25 | KHM | Correspondence with plaintiffs' attorneys with claims against T&S, setting follow-up calls. | 0.20 |
| 07/07/25 | KC | Telephone conference with utility providers re adequate assurance. | 0.20 |
| 07/07/25 | KHM | Correspondence with CRO, Company with summary of requested creditors - .1; send requested summary of creditors and information to U.S. Trustee - .1. | 0.20 |



| | | | |
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| 07/07/25 | TE | Correspondence with MCA lender regarding bankruptcy and attention to issues regarding same. | 0.20 |
| 07/08/25 | KC | Correspondence, conferences with various utility providers. | 1.10 |
| 07/08/25 | KHM | Meeting with insurance defense attorney re: outstanding insurance cases against T&S and status of same - .2; send insurance defense attorney petition and notice of BK for filing suggestions of BK in cases - .1. | 0.30 |
| 07/08/25 | KHM | Correspondence to Jefferson Parish re: stipulation for turnover of garnished funds. | 0.20 |
| 07/08/25 | KMG | Review email from Spectrum and communicate with K. Morse re same. | 0.10 |
| 07/10/25 | KC | Correspondence, telephonic conferences with various utility providers. | 0.60 |
| 07/10/25 | KHM | Call and correspondence from Company re: Spire Gas coming to turn off service to St. Louis - .2; send utilities order to Company - .1; work with K. Chiaghana to get in touch with Spire and get service continued without interruption - .3. | 0.50 |
| 07/11/25 | KHM | Review list of A/P and correspondence re: A/P to be paid and not paid - .3; multiple calls and correspondence re: getting mandatory wires out for payment - .3. | 0.60 |
| 07/13/25 | KMG | Edit cash collateral order per UST's comments (.1); Review cash collateral order (.2); Draft stipulation regarding cash collateral order (.8); Update certification of counsel (.2); Multiple communications with K.Morse, K.Webster regarding approval edits to same (.2) | 1.50 |
| 07/14/25 | KHM | Multiple correspondence re: insurance premiums and confirmation of payment - .3; review of correspondence from Rubicon trash and confirm payment for post-petition amounts - .2. | 0.50 |
| 07/14/25 | KHM | Review correspondence from landlord for Sullivan, MO and confirmation to exercise extension. | 0.20 |
| 07/14/25 | KHM | Multiple correspondence with counsel for Jefferson Parish. | 0.30 |



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| 07/14/25 | KMG | Multiple communications with K.Morse, McLane and U.S. Trustee regarding circulation of and final approval of revised collateral order and stipulation (.4); Review further edits to same (.2); Review email from insurance financing company and email K.Morse re same (.1); review and respond to email from K.Webster regarding final approval to file stipulation with McLane (.1). | 0.80 |
| 07/15/25 | KMG | Communicate with K. Morse regarding signatures required for Jefferson Parish stipulation (.1); Review stipulation with Jefferson Parish and approve same for filing (.2). | 0.30 |
| 07/15/25 | KW | Revise, finalize and file certification of counsel, proposed order and stipulation with Jefferson Parish Bureau of Revenue and Taxation regarding claim and turnover of pre-petition garnished funds. | 1.10 |
| 07/15/25 | TE | Draft letter to St. Peters police and county prosecutor regarding citation, business license, pending enforcement action, and related matters. | 1.00 |
| 07/15/25 | TE | Analysis of case and statutory law and information and documentation related to MCA lender regarding potential claims and demand letter. | 0.90 |
| 07/16/25 | KC | Telephonic conference with tax creditor. | 0.20 |
| 07/16/25 | KHM | Multiple correspondence with U.S. Trustee and K. Grivner re: purported PI creditor - .6; call with same creditor - .2; correspondence with client and U.S. Trustee re: same - .1. | 0.90 |
| 07/16/25 | KHM | Correspondence from T&S re: demand for payment of personal property taxes in LA - .2; review correspondence and discussion with T. Eliason re: same and next steps - .4. | 0.60 |
| 07/16/25 | KMG | Review email from potential creditor re potential claim against the debtor. | 0.10 |
| 07/18/25 | KC | Telephone conferences with various tax creditors. | 0.40 |
| 07/20/25 | TE | Revise and finalize letter to St. Peters police and county prosecutor regarding citation, business license, and pending enforcement action (.3); correspondence with client and recipients regarding same (.1). | 0.40 |
| 07/23/25 | KW | Research regarding service addresses being used for Liberty Bank & Trust. | 0.20 |



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| 07/23/25 | TE | Analysis of issues regarding business license citation to client and related enforcement action. | 0.20 |
| 07/24/25 | KMG | Factual research regarding bar date motions in Delaware bankruptcy court (.5); multiple communications with K.Chiaghana regarding same (.1). | 0.60 |
| 07/24/25 | KW | Review and download proofs of claim filed with the claims agent and correspond with T. Eliason and K. Morse regarding same. | 1.30 |
| 07/24/25 | TE | Work on demand letter to Fora Financial (1); analysis of case and statutory law, MCA agreement, and information from client regarding same (.8); correspondence with client regarding same (.1). | 1.90 |
| 07/25/25 | KC | Draft bar date motion. | 0.30 |
| 07/25/25 | KW | Analyze proofs of claim filed to date and prepare spreadsheet summarizing same. | 3.20 |
| 07/25/25 | TE | Correspondence with client regarding Liberty loans and analysis of loan documents regarding same. | 0.20 |
| 07/25/25 | TE | Revise and finalize letter to Fora Financial (.1); email to representative regarding same (.1). | 0.20 |
| 07/25/25 | TE | Analysis of issues regarding Saint Peters citation and enforcement action and analysis of show cause summons. | 0.20 |
| 07/27/25 | TE | Correspondence with St. Peters prosecutor and client regarding show-cause summons, bankruptcy, and related matters. | 0.20 |
| 07/28/25 | KC | Draft bar date motion. | 2.00 |
| 07/28/25 | KC | Telephone conference with tax creditor. | 0.20 |
| 07/28/25 | TE | Call and correspondence with prosecutor for St. Peters regarding citation, licensure, automatic stay, and related matters (.3); analysis of case and statutory law regarding same (.4). | 0.70 |
| 07/30/25 | KW | Work on spreadsheet detailing and analyzing proofs of claim and scheduled claims. | 2.60 |



T&S Food Services, LLC
Matter Name: Claims and Creditor Issues
Client: 100879 Matter: 1006055
Invoice: 1628376

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|--------------|----|--------------------------------------|---------------------|
| 07/30/25 | KW | Analyze newly filed proofs of claim. | 0.30 |
| 07/31/25 | KC | Correspondence with tax creditor. | 0.30 |
| Total | | | <u>49.70</u> |



FOR LEGAL SERVICES RENDERED in connection with the above matter.

TIME AND FEE SUMMARY

| Name | Initials | Rate | Hours | Amount |
|------------------|----------|----------|--------------|---------------------|
| Kevin H. Morse | KHM | \$875.00 | 5.60 | 4,900.00 |
| Karen M. Grivner | KMG | \$865.00 | 7.90 | 6,833.50 |
| Kenny Chiaghana | KC | \$515.00 | 9.10 | 4,686.50 |
| Kelly Webster | KW | \$395.00 | 11.20 | 4,424.00 |
| Total | | | 33.80 | \$ 20,844.00 |

DETAIL OF LEGAL SERVICES

| Date | Initials | Description | Hours |
|----------|----------|--|-------|
| 06/23/25 | KMG | Communicate with UST re Reliable's response to inquiry re personally identifiable information (.1); communicate with J. Edelson re attendance at hearing so the Edelson Declaration could be entered into evidence (.2). | 0.30 |
| 06/24/25 | KHM | Correspondence to accountant and potential IB re: meetings for employment in bankruptcy case. | 0.30 |
| 06/27/25 | KHM | Correspondence from/to accountant re: employment in bankruptcy and explanation of 80% payment monthly with holdback until fee application. | 0.30 |
| 06/30/25 | KC | Draft CH retention applications (1.5), research re same (.7). | 2.20 |
| 06/30/25 | KC | Analyze, revise CH retention application. | 1.10 |
| 06/30/25 | KHM | Correspondence re: connections to creditors to disclose in declaration and about retainer received. | 0.40 |
| 06/30/25 | KMG | Communicate with K. Chiaghana re outstanding issues on CH retention application. | 0.10 |
| 07/01/25 | KC | Conference with K. Morse re CH retention application (.1); prepare for same (.1); research re same (.9). | 1.10 |



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| 07/02/25 | KMG | Review and edit Clark Hill retention application (.5); communicate with K. Webster regarding updated interim compensation order (.1); communicate with K. Chiaghana regarding edits to Clark Hill Retention application (.1). | 0.70 |
| 07/02/25 | KW | Analyze, revise application to retain Clark Hill (.2); correspond with K. Grivner regarding revisions to same (.2). | 0.40 |
| 07/03/25 | KC | Conference with K. Grivner re CH retention application. | 0.40 |
| 07/08/25 | KMG | Communicate with K. Morse re interim compensation motion, fee applications and fee categories. | 0.10 |
| 07/09/25 | KHM | Review, revise proposed engagement letter for Haynie & Co. (.7); correspond with Haynie Team re same (.1). | 0.80 |
| 07/09/25 | KHM | Review revised engagement letter - .2; correspondence with Haynie re: declaration and employment process - .1. | 0.30 |
| 07/09/25 | KMG | Factual investigation for Delaware precedent on applications to retain accountant (.5); communicate with K. Chiaghana re same (.1). | 0.60 |
| 07/10/25 | KMG | Factual research regarding employment of accounts (.3); communicate with K. Chiaghana re draft Haynie retention application (.1). | 0.40 |
| 07/14/25 | KC | Draft accountant retention application. | 4.30 |
| 07/14/25 | KHM | Multiple correspondence with National Franchise Sales re: employment and sale process timing. | 0.50 |
| 07/14/25 | KMG | Review and respond to email from K. Chiaghana regarding declarations for accountant retention application (.1); communicate with K. Webster re revisions to Clark Hill retention application and review same (.2); communicate with U.S. Trustee re draft Clark Hill retention application (.1); communicate with K. Morse re engagement letter from National Franchise Sales, Inc. (.1). | 0.50 |
| 07/14/25 | KW | Revise and finalize application to retain Clark Hill as debtor's counsel. | 1.80 |
| 07/15/25 | KMG | Multiple communications with K. Morse re Haynie retention application and engagement letter (.2); review U.S. Trustee comments to the Clark Hill retention application (.1); review and revise Haynie retention application (.8); multiple communications with working group regarding same (.4); Draft NFS retention application (.6). | 1.60 |



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| 07/16/25 | KHM | Final review of application to employ Clark Hill and declaration of K. Morse - 1.0; review of application to employ Haynie & Co. - .5; multiple correspondence re review of engagement letter for employment of NFS as franchise broker - .6. | 2.10 |
| 07/16/25 | KMG | Review and revise Gallup declaration (.4); review NFS engagement letter. (.1); continue drafting NFS retention application (.8); multiple communications with working group regarding review, editing, approval and filing retention applications for Haynie and NSF and stipulations with McLane and Jefferson Parish (.5); Review email from K.Webster regarding edits to interim compensation and Haynie retention application (.1); Communicate with UST re updated language for Haynie retention application (.1); revise Haynie order and application (.4); Communicate with UST re NFS engagement letter (.1); Revise Clark Hill retention application and communicate with UST re changes (.1); Multiple communications with M.Caffroy regarding review of Haynie retention application and required signatures (.2); Communicate with A.Gallop re information for the NSF retention application and declaration (.2); communicate with U.S. Trustee regarding interim compensation motion and retention applications to be filed for the 8/6 hearing (.1).. | 3.10 |
| 07/16/25 | KW | Analyze, revise applications to retain and employ Clark Hill, Haynie & Company and National Franchise Sales. | 5.80 |
| 07/17/25 | KHM | Send filed documents to T&S - .3; review comments from U.S. Trustee re: engagement letter for NFS and inquiry re: Haynie application - .3. | 0.60 |
| 07/17/25 | KHM | Review correspondence from U.S. Trustee re: employment of NFS and language to be included in the draft order - .2; relay message to NFS and confirm with U.S. Trustee - .1. | 0.30 |
| 07/17/25 | KMG | Review U.S. Trustee questions regarding NSF retention application. | 0.10 |
| 07/21/25 | KMG | Review email from UST indicating that there are no objections to retention applications. | 0.10 |
| 07/24/25 | KW | Revise proposed order authorizing the retention of National Franchise Sales as franchise broker (.2); correspond with K. Grivner regarding same (.1). | 0.30 |
| 07/25/25 | KW | Draft certificates of no objection or certifications of counsel regarding the applications to employ Clark Hill, Haynie & Company, and National Franchise Sales. | 1.30 |



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| 07/29/25 | KW | Finalize order authorizing the employment of National Franchise Sales and prepare blackline of same for transmittal to the U.S. Trustee. | 0.20 |
| 07/30/25 | KMG | Communicate with U.S. Trustee regarding revised order for NFS retention. | 0.10 |
| 07/30/25 | KW | Finalize the order and certificate of no objection regarding the retention of Clark Hill (0.3); finalize the order and certificate of no objection regarding the retention of Haynie & Company (0.3); finalize the certification of counsel regarding the retention of National Franchise Sales (0.2). | 0.80 |
| 07/31/25 | KMG | Communicate with K. Webster regarding filing of COC for NFS retention application (.1); follow up with U.S. Trustee regarding review of same (.1). | 0.20 |
| 07/31/25 | KW | File and lodge certification of counsel, certificates of no objection, and proposed orders regarding the applications to retain and employ Clark Hill, Haynie & Company, and National Franchise Sales. | 0.60 |
| Total | | | 33.80 |



FOR LEGAL SERVICES RENDERED in connection with the above matter.

TIME AND FEE SUMMARY

| Name | Initials | Rate | Hours | Amount |
|-------------------|----------|----------|--------------|---------------------|
| Kevin H. Morse | KHM | \$875.00 | 20.00 | 17,500.00 |
| Travis Eliason | TE | \$785.00 | 0.30 | 235.50 |
| Karen M. Grivner | KMG | \$865.00 | 15.30 | 13,234.50 |
| Kelly Webster | KW | \$395.00 | 54.90 | 21,685.50 |
| Felicia K. Grimes | FKG | \$375.00 | 3.60 | 1,350.00 |
| Total | | | 94.10 | \$ 54,005.50 |

DETAIL OF LEGAL SERVICES

| Date | Initials | Description | Hours |
|----------|----------|--|-------|
| 06/19/25 | KHM | Final review and revision to first day motions and initial comments from the office of the U.S. Trustee. | 3.20 |
| 06/19/25 | KHM | Review and update first day declaration after filing to include language from first day motions. | 2.90 |
| 06/19/25 | KMG | Review, edit, finalize all First Day Motions, First Day Affidavit; Multiple communications with working group re same; with working group and UST ee same; Prepare binders for first day hearing. | 8.30 |
| 06/19/25 | KW | Finalize and file petition (0.5), corporation ownership statement (0.2), list of equity security holders (0.2), list of twenty largest unsecured creditors (0.8), and first day declaration (1.8), personal identification information motion (1.2), insurance motion (2.2), tax motion (1.6), wage motion (1.4), utilities motion (3.4), critical vendor and PACA motion (1.9), and cash management motion (1.5). | 16.70 |
| 06/20/25 | FKG | Various correspondence and telephone calls re binders and agenda. | 0.70 |
| 06/20/25 | FKG | Research re processes of first day hearings in Delaware. | 2.50 |
| 06/20/25 | FKG | Prepare binders and agenda re first day hearing. | 0.40 |



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| 06/20/25 | KHM | Review of comments from U.S. Trustee (.4), create and review redlines re same (2.5); draft and send correspondence to U.S. Trustee re same (.2). | 3.10 |
| 06/20/25 | KHM | Multiple correspondence with K. Grivner re: next steps and to-do, including bankruptcy judge, first day hearings, and 341(a) meeting timing. | 0.90 |
| 06/20/25 | KMG | Communicate with bankruptcy court staff re first day hearing (.2); communicate with U.S. Trustee re cash management and wages motions (.1); communicate with claims and noticing agent re documents for first day binders (.1); communicate with U.S. Trustee re scheduling of first day hearing (.1); revise agenda re first day hearing information (.3); communicate with claims and noticing agent re service of agenda (.1); prepare for first day hearing, including reviewing first day transcripts and proposed orders and factual research regarding relief in Delaware (.9). | 1.80 |
| 06/20/25 | KW | Draft and file agenda for hearing on first day motions. | 0.80 |
| 06/20/25 | KW | Finalize and file pro hac vice motions and proposed orders for K. Morse and T. Eliason. | 0.50 |
| 06/20/25 | KW | Work on master, core, utilities, employees, tax authorities, insurance and critical vendor/PACA vendor service lists. | 2.80 |
| 06/20/25 | KW | Preparations for hearing on first day motions. | 1.10 |
| 06/20/25 | KW | Correspond with claims and noticing agent regarding first day hearing binders and service lists. | 0.20 |
| 06/21/25 | KHM | Correspondence to/from U.S. Trustee re: additional redlines forthcoming and comments to same. | 0.70 |
| 06/22/25 | KW | Draft and prepare notices of filing revised interim orders for motions regarding employee wages, utilities, critical vendors and PACA creditors, and cash management. | 2.20 |
| 06/23/25 | KHM | Meeting with T&S to review weekly A/R. | 0.70 |
| 06/23/25 | KHM | Review of First Day Motions and prepare for First Day Hearing, including draft script for court. | 4.40 |



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| 06/23/25 | KMG | Review and respond to email from K. Webster re revising agenda to reflect the revised orders (.1); communicate with K. Morse re preparation for hearing (.1); prepare for hearing (1.1); communicate with Chambers re amended agenda (.1); review Amended agenda (.1). | 1.30 |
| 06/23/25 | KW | Correspond with claims and noticing agent regarding service of amended agenda and revised orders on first day motions to bankruptcy court's chambers. | 0.20 |
| 06/23/25 | KW | Analyze, revise master calendar of case deadlines and events, including analyzing the bankruptcy code and rules for deadlines triggered by the petition date, and docketing of same. | 2.20 |
| 06/23/25 | KW | Correspond with United States Trustee regarding amended agenda and revised orders on first day motions. | 0.20 |
| 06/23/25 | KW | Finalize various service lists and correspond with noticing agent regarding same. | 1.30 |
| 06/23/25 | KW | Revise omnibus notice of first day motions and final hearing thereon. | 1.00 |
| 06/23/25 | KW | Finalize and file notices of revised interim orders regarding motions pertaining to employee wages, utilities, cash management, and critical vendors/PACA creditors. | 0.80 |
| 06/23/25 | KW | Review and summarize Judge Horan's procedures. | 0.70 |
| 06/23/25 | KW | Review website created by claims and noticing agent. | 0.20 |
| 06/23/25 | KW | Draft, finalize and file amended agenda for hearing on first day motions. | 0.80 |
| 06/23/25 | TE | Conference with K. Morse regarding first day motions and related matters. | 0.30 |
| 06/24/25 | KHM | Attend and present at first day hearing. | 0.80 |
| 06/24/25 | KHM | Meeting with CRO re: questions related to today's first day hearing and bankruptcy case. | 0.50 |
| 06/24/25 | KHM | Prepare for first day hearing, including meeting with K. Grivner to discuss outline and timing for hearing. | 1.40 |
| 06/24/25 | KMG | Prepare for and attend first day hearing. | 2.40 |



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| 06/24/25 | KMG | Review Notice of Commencement and approve for filing (.1); communicate with K. Webster re objection deadline for final first day orders and review local rule re same (.2); communicate with Chambers re uploading first day orders (.1); review omnibus notice of First Day Orders (.1). | 0.50 |
| 06/24/25 | KW | Finalize and file omnibus notice of first day motions and final hearing on same. | 0.80 |
| 06/24/25 | KW | Work on revisions to service lists and correspond with client and noticing agent regarding same. | 0.70 |
| 06/24/25 | KW | Analyze orders on first day motions and docket deadlines set forth in same and revise master calendar accordingly. | 0.80 |
| 06/24/25 | KW | Research regarding email address for creditor Franchise Signs International for U.S. Trustee. | 0.40 |
| 06/24/25 | KW | Finalize and lodge proposed orders on eight first day motions and correspond with K. Grivner regarding status of same. | 1.20 |
| 06/24/25 | KW | Draft detailed instructions to noticing agent regarding service of first day motions and related filings. | 0.60 |
| 06/25/25 | KW | Update master calendar and docket for new deadlines and events. | 0.20 |
| 06/25/25 | KW | Correspond with claims and noticing agent regarding updates to various service lists. | 0.20 |
| 06/26/25 | KW | Correspond with noticing agent regarding handling of confidential service lists and parties in certificate of service for first day motions and interim orders. | 0.30 |
| 06/26/25 | KW | Correspond with K. Chiaghana regarding status of pro hac vice applications for K. Morse and T. Eliason and DE requirements for execution and filing of pleadings. | 0.10 |
| 06/27/25 | KW | Review certificates of service for service of documents on June 20 and June 25 (.3); correspond with noticing agent regarding revisions to same (.2). | 0.50 |
| 06/27/25 | KW | Update multiple service lists. | 0.30 |



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| 06/30/25 | KW | Correspond with claims and noticing agent regarding procedures for compensation and reimbursement of expenses. | 0.30 |
| 07/02/25 | KW | Work on updates to various service lists (.3); correspond with noticing agent regarding same (.1). | 0.40 |
| 07/07/25 | KHM | Multiple correspondence with Company about weekly A/P, July rent, and Liberty Bank. | 0.30 |
| 07/09/25 | KHM | Review bank account operations and discussion with K. Chiaghana re: same for flow chart. | 0.20 |
| 07/11/25 | KW | Analyze the draft certificate of service regarding the notice of the meeting of creditors and commencement of the case and correspond with the noticing agent regarding same. | 0.40 |
| 07/16/25 | KHM | Meeting with K. Chiaghana re: drafting of bar date motion and timing for same. | 0.40 |
| 07/16/25 | KW | Correspond with K. Morse, K. Grivner and K. Chiaghana regarding status of numerous filings and items for upcoming deadlines (.3); correspond with noticing agent regarding service of various filings and updates to various service lists (.4); revise core service list (.2). | 0.90 |
| 07/17/25 | KHM | Call with CRO re: status of case, 341(a) meeting tomorrow, and discussions this afternoon with NFS. | 0.50 |
| 07/18/25 | KW | Draft certificate of no objection regarding motion to redact personal identification information. | 0.50 |
| 07/18/25 | KW | Revise master calendar of case deadlines and events and update docket. | 0.30 |
| 07/21/25 | KMG | Review final first day orders and CNOs regarding same (.5); communicate with K. Webster regarding edits to orders and filing of same (.3). | 0.80 |



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| 07/21/25 | KW | Draft certificates of no objection regarding motions to redact personal identification information, authorize maintenance of existing insurance, authorize payment of certain prepetition taxes, authorize payment of certain prepetition wages and benefits, authorize proposed adequate assurance to utility companies, authorize payment to critical and PACA creditors, and authorize continued use of cash management system (2.7); revise proposed final orders on same motions to ensure all final orders contain the same changes the U.S. Trustee requested to the interim orders (1.0); revise certificates of no objection into certifications of counsel on motions to authorize payment of certain prepetition wages and benefits, authorize proposed adequate assurance to utility companies, authorize payment to critical and PACA creditors, and authorize continued use of cash management system (1.8); work on preparing blacklines of orders for U.S. Trustee's review and approval (0.4). | 5.90 |
| 07/21/25 | KW | Revise master calendar of upcoming deadlines and case events. | 0.20 |
| 07/22/25 | KMG | Communicate with U.S. Trustee re revised final first day orders and forward same. | 0.10 |
| 07/22/25 | KW | Revise master calendar of upcoming case deadlines and events. | 0.20 |
| 07/22/25 | KW | Revise certification of counsel regarding final order on utilities motion pursuant to U.S. Trustee's request (.2); finalize and file certificates of no objection or certifications of counsel regarding motions to redact personal identification information, authorize maintenance of existing insurance, authorize payment of certain prepetition taxes, authorize payment of certain prepetition wages and benefits, authorize proposed adequate assurance to utility companies, authorize payment to critical and PACA creditors, and authorize continued use of cash management system (1.0); lodge proposed final orders on same (.3). | 1.50 |
| 07/23/25 | KW | Draft instructions to noticing agent regarding service of final orders on first day motions. | 0.50 |
| 07/23/25 | KW | Revise and update multiple service lists and correspond with noticing agent regarding same. | 1.20 |
| 07/23/25 | KW | Analyze court orders and filings at docket nos. 48-49, 52-55, 67-73 and docket all deadlines and case events triggered by same (1.4); correspondence with client regarding upcoming deadlines (0.3). | 1.70 |
| 07/24/25 | KW | Draft agenda for August 6, 2025 hearing. | 1.80 |



T&S Food Services, LLC
Matter Name: Administration
Client: 100879 Matter: 1006053
Invoice: 1628399

September 3, 2025

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| 07/25/25 | KW | Correspond with accountant and K. Morse regarding preparation of monthly operating report for June 2025. | 0.20 |
| 07/25/25 | KW | Analyze certificate of service regarding service of final orders on first day motions and correspond with noticing agent regarding revisions needed to same. | 0.30 |
| 07/29/25 | KMG | Communicate with U.S. Trustee regarding status of orders for 8/6 hearing and outstanding documents for 341 meeting. | 0.10 |
| 07/29/25 | KW | Research regarding accounting for monthly operating reports and correspond with accountant regarding same. | 0.80 |
| | | | Total |
| | | | <u>94.10</u> |



FOR LEGAL SERVICES RENDERED in connection with the above matter.

TIME AND FEE SUMMARY

| Name | Initials | Rate | Hours | Amount |
|------------------|----------|----------|--------------|---------------------|
| Kevin H. Morse | KHM | \$875.00 | 9.20 | 8,050.00 |
| Travis Eliason | TE | \$785.00 | 1.30 | 1,020.50 |
| Karen M. Grivner | KMG | \$865.00 | 1.90 | 1,643.50 |
| Kelly Webster | KW | \$395.00 | 1.80 | 711.00 |
| Total | | | 14.20 | \$ 11,425.00 |

DETAIL OF LEGAL SERVICES

| Date | Initials | Description | Hours |
|----------|----------|--|-------|
| 06/23/25 | KHM | Review stipulated cash collateral order from McLane. | 0.60 |
| 06/25/25 | KHM | Meet with T. Eliason to discuss McLane claim and cash collateral request. | 0.40 |
| 06/25/25 | TE | Conference with K. Morse regarding cash collateral motion and related matters. | 0.20 |
| 06/26/25 | KHM | Multiple correspondence and outline of prepetition payments as critical vendor to McLane and post-petition cash collateral terms. | 1.10 |
| 06/26/25 | TE | Analyze, revise stipulation with McLane regarding cash collateral. | 0.90 |
| 06/27/25 | KHM | Review and revise proposed cash collateral stipulation due to adequate protection already received (.8); correspondence to McLane re same (.1). | 0.90 |
| 06/27/25 | KHM | Multiple correspondence with Company re: McLane payments to be made today - .3; review correspondence from McLane with incorrect amounts - .2; forward correspondence from McLane counsel to T&S re: payments to be made - .2. | 0.70 |
| 06/30/25 | KHM | Review correspondence from McLane re: cash collateral order and compare same with original provided - .3; correspondence with K. Grivner and T. Eliason re: same - .2. | 0.50 |



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| 07/01/25 | KHM | Correspondence to Denny's re: cash collateral request and potential implication on guaranty of A/P to McLane. | 0.30 |
| 07/01/25 | KHM | Begin review of materially revised cash collateral order from McLane and send to McLane and client. | 1.50 |
| 07/01/25 | KMG | Review revise cash collateral order (.1); communicate with K. Morse re same (.1). | 0.20 |
| 07/01/25 | KW | Draft certification of counsel for stipulation and proposed order with McLane Foodservice regarding use of cash collateral. | 0.50 |
| 07/08/25 | KHM | Review and revise budget based on timing for professional fee payments - .4; correspondence to CRO re: meeting with Denny's to review cashflow - .1. | 0.50 |
| 07/08/25 | KHM | Call with Company re: setting up meeting with Liberty Bank. | 0.20 |
| 07/08/25 | KHM | Review PMSI document for attorneys' fee provision - .3; call with counsel for McLane re: same - .2. | 0.50 |
| 07/11/25 | KHM | Multiple calls and correspondence with McLane re: stipulation - .3; revise stipulation and send to U.S. Trustee and review comments - .3; call and correspondence with McLane re: same and filing on Monday - .3. | 0.90 |
| 07/11/25 | KMG | Review final cash collateral order and the U.S Trustee's comments to same. | 0.20 |
| 07/13/25 | KMG | Edit cash collateral order per U.S. Trustee comments (.1); Review cash collateral order (.2); Draft stipulation regarding cash collateral order (.8); Update certification of counsel (.2); Multiple communications with K.Morse, K.Webster regarding approval edits to same (.2) | 1.50 |
| 07/14/25 | KHM | Final review of cash collateral order and COC/stipulation. | 0.60 |
| 07/14/25 | KW | Revise, finalize and file certification of counsel, proposed order and stipulation with McLane Foodservice regarding use of cash collateral. | 1.30 |
| 07/23/25 | TE | Correspondence from client regarding payments to critical vendor and analysis of court orders regarding same. | 0.20 |



T&S Food Services, LLC
Matter Name: Cash Collateral / DIP Financing
Client: 100879 Matter: 1006056
Invoice: 1628380

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| | | | |
|----------|-----|--|------|
| 07/28/25 | KHM | Correspondence from/to Company re: Liberty Bank request for adequate protection payments - .2; draft response to Company and request meeting with Liberty Bank - .3. | 0.50 |
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|--------------|--------------|
| Total | 14.20 |
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FOR LEGAL SERVICES RENDERED in connection with the above matter.

TIME AND FEE SUMMARY

| Name | Initials | Rate | Hours | Amount |
|------------------|----------|----------|--------------|---------------------|
| Kevin H. Morse | KHM | \$875.00 | 9.80 | 8,575.00 |
| Karen M. Grivner | KMG | \$865.00 | 2.50 | 2,162.50 |
| Kenny Chiaghana | KC | \$515.00 | 2.60 | 1,339.00 |
| Kelly Webster | KW | \$395.00 | 8.70 | 3,436.50 |
| Total | | | 23.60 | \$ 15,513.00 |

DETAIL OF LEGAL SERVICES

| Date | Initials | Description | Hours |
|----------|----------|--|-------|
| 06/23/25 | KHM | Correspondence with K. Grivner and U.S. Trustee re: scheduling 341(a) meeting. | 0.20 |
| 06/23/25 | KW | Analyze trustee's request for setting of meeting of creditors and notice of telephonic meeting of creditors. | 0.20 |
| 06/23/25 | KW | Revise draft notice of commencement of case and 341 meeting of creditors. | 0.50 |
| 06/24/25 | KW | Finalize and file notice of commencement and of meeting of creditors and correspond with noticing agent regarding service of same. | 0.40 |
| 06/25/25 | KHM | Review notice of IDI getting set for Tuesday, 7/1 (.2); e-mail client re: same (.2); start collecting documents re same (.5). | 0.90 |
| 06/25/25 | KMG | Review email from creditor and letter from U.S. Trustee re IDI requests (.1); communicate with CH Team re same (.1). | 0.20 |
| 06/25/25 | KW | Analyze communications from the office of the U.S. Trustee regarding initial debtor interview (.2); work on gathering documentation for same (.9). | 1.20 |
| 06/26/25 | KMG | Follow up with creditor re date of IDI. | 0.10 |
| 06/26/25 | KW | Gather, organize documents for initial debtor interview. | 0.50 |



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|----------|-----|--|------|
| 06/27/25 | KHM | Review of requirements and documents already received for IDI turnover - .5; correspondence with K. Webster re: same - .1; correspondence with accountant re: additional documents required and timing for receipt of same - .3; review additional turned over documents and send to K. Webster for transmission to U.S. Trustee - .3. | 1.20 |
| 06/27/25 | KW | Work on gathering documents and preparations for initial debtor interview. | 1.80 |
| 06/30/25 | KW | Work on supplemental production of initial debtor interview documents. | 0.60 |
| 07/01/25 | KHM | Review correspondence from K. Webster to U.S. Trustee re: outstanding IDI documents (following meeting) (.2); provide comments before authorizing sending (.4). | 0.60 |
| 07/01/25 | KHM | Follow-up call with CRO re: IDI and next steps to prepare for 341(a) on 7/18. | 0.20 |
| 07/01/25 | KHM | Final prep for IDI (.1); attend IDI with CRO (.7). | 0.80 |
| 07/01/25 | KHM | Prepare for meeting with CRO in preparation of Initial Debtor Interview. | 0.90 |
| 07/01/25 | KHM | Meeting with CRO in preparation for Initial Debtor Interview. | 0.60 |
| 07/01/25 | KMG | Review draft email to U.S. Trustee from K. Webster regarding additional document requests made at IDI. | 0.10 |
| 07/01/25 | KMG | Attend IDI (.7); email K. Webster regarding additional information to provide to the UST re same (.1); review and respond to email from K. Webster re summary of additional documents provided re same (.1). | 0.90 |
| 07/01/25 | KW | Prepare additional documents for transmittal to bankruptcy analyst as part of initial debtor interview. | 2.20 |
| 07/02/25 | KC | Draft bank account flow chart re cash management re IDI request. | 1.10 |
| 07/02/25 | KW | Continue to prepare additional documents for transmittal to bankruptcy analyst as part of initial debtor interview. | 0.90 |
| 07/09/25 | KC | Draft cash schematic. | 0.40 |



T&S Food Services, LLC
Matter Name: IDI / 341(a) Meeting
Client: 100879 Matter: 1006054
Invoice: 1628403

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| 07/17/25 | KW | Correspond with K. Morse regarding information needed for meeting of creditors. | 0.40 |
| 07/18/25 | KC | Attend 341(a) meeting telephonically (1.0); prepare for same (.1). | 1.10 |
| 07/18/25 | KHM | Draft detailed correspondence to T&S re: need for information re: purchase of franchises and refinancing re request from U.S. Trustee during IDI. | 0.30 |
| 07/18/25 | KHM | Meeting with K. Grivner following 341(a) meeting to reconcile analysis. | 0.20 |
| 07/18/25 | KHM | Attend 341(a) meeting. | 1.00 |
| 07/18/25 | KHM | Meeting with CRO to prepare for 341(a) meeting | 1.00 |
| 07/18/25 | KHM | Review filed schedules and SOFAs re 341(a) meeting (.9); prepare for same (.4). | 1.30 |
| 07/18/25 | KMG | Attend 341 meeting (1.0); follow up with K. Morse regarding same (.2). | 1.20 |
| 07/29/25 | KHM | Follow-up correspondence to T&S re: information needed for completion of 341(a) meeting. | 0.30 |
| 07/30/25 | KHM | Follow-up correspondence with T&S re: acquisition documents required for completion of 341(a) meeting. | 0.30 |
| Total | | | <u>23.60</u> |



FOR LEGAL SERVICES RENDERED in connection with the above matter.

TIME AND FEE SUMMARY

| Name | Initials | Rate | Hours | Amount |
|------------------|----------|----------|--------------|---------------------|
| Kevin H. Morse | KHM | \$875.00 | 2.80 | 2,450.00 |
| Travis Eliason | TE | \$785.00 | 11.00 | 8,635.00 |
| Karen M. Grivner | KMG | \$865.00 | 0.60 | 519.00 |
| Kenny Chiaghana | KC | \$515.00 | 1.20 | 618.00 |
| Total | | | 15.60 | \$ 12,222.00 |

DETAIL OF LEGAL SERVICES

| Date | Initials | Description | Hours |
|----------|----------|---|-------|
| 06/26/25 | TE | Call with investment banker, Denny's corporate, and client regarding sale of franchises and related matters. | 0.50 |
| 07/03/25 | KHM | Correspondence with Denny's with introduction for potentially interested purchaser. | 0.20 |
| 07/07/25 | KC | Telephone conference with K. Morse, potential bidder. | 0.40 |
| 07/07/25 | KHM | Correspondence to accountant for financial information for data room/sale process. | 0.20 |
| 07/07/25 | KHM | Call with prospective purchaser re: T&S stores and sale process. | 0.30 |
| 07/14/25 | KHM | Call from landlord for Belleville and discussion re: interest in purchasing. | 0.20 |
| 07/17/25 | KC | Conference with auctioneer team re sale. | 0.80 |
| 07/17/25 | KHM | Meeting with NFS team and Clark Hill team to discuss sale procedures. | 0.70 |
| 07/17/25 | KHM | Correspondence with broker re: introduction to two interested parties - .2; correspondence to broker re: interested purchaser introduced from Denny's - .2; correspondence to broker and Belleville landlord re: interested purchaser - .2. | 0.60 |



T&S Food Services, LLC
Matter Name: Sale of Assets
Client: 100879 Matter: 1006141
Invoice: 1628368

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| 07/17/25 | KMG | Call with NFS group re sale strategy. | 0.50 |
| 07/17/25 | TE | Call with broker consultant regarding sale of franchises, motion to set sale procedures, and related matters. | 0.70 |
| 07/18/25 | KHM | Review of timeline sent from NFS for sale of franchises - .3; correspondence to NFS re: timing for Denny's franchise approval - .1; correspondence with Clark Hill team re: preparation of sale procedures - .2. | 0.60 |
| 07/27/25 | TE | Draft bid procedures motion. | 0.40 |
| 07/28/25 | KMG | Review and respond to email from T.Eliason regarding Delaware precedent for sale procedures. | 0.10 |
| 07/28/25 | TE | Draft bid procedures motion. | 1.70 |
| 07/29/25 | TE | Draft bid procedures (4.9); analysis of bankruptcy filings, information from broker, and statutory law and local rules re same (1.0). | 5.90 |
| 07/31/25 | TE | Draft bid procedures (1.5); draft memorandum to file regarding same and related matters (.3). | 1.80 |
| Total | | | <u>15.60</u> |



FOR LEGAL SERVICES RENDERED in connection with the above matter.

TIME AND FEE SUMMARY

| Name | Initials | Rate | Hours | Amount |
|-----------------|----------|----------|-------------|--------------------|
| Kenny Chiaghana | KC | \$515.00 | 1.40 | 721.00 |
| Kelly Webster | KW | \$395.00 | 1.90 | 750.50 |
| Total | | | 3.30 | \$ 1,471.50 |

DETAIL OF LEGAL SERVICES

| Date | Initials | Description | Hours |
|--------------|----------|--|-------------|
| 07/10/25 | KC | Review CH invoices for confidentiality. | 1.40 |
| 07/16/25 | KW | Draft motion for entry of an order establishing procedures for interim compensation and reimbursement of expenses for professionals. | 1.00 |
| 07/25/25 | KW | Draft certificate of no objection regarding motion to establish procedures for interim compensation to professionals. | 0.40 |
| 07/30/25 | KW | Finalize order and certificate of no objections regarding motion to establish procedures for interim compensation of professionals. | 0.30 |
| 07/31/25 | KW | File and lodge certificate of no objection and proposed order granting motion for an order establishing procedures for interim compensation and reimbursement of expenses. | 0.20 |
| Total | | | 3.30 |



FOR LEGAL SERVICES RENDERED in connection with the above matter.

TIME AND FEE SUMMARY

| Name | Initials | Rate | Hours | Amount |
|----------------|----------|----------|--------------|---------------------------|
| Kevin H. Morse | KHM | \$875.00 | 7.50 | 6,562.50 |
| Travis Eliason | TE | \$785.00 | 1.50 | 1,177.50 |
| Kelly Webster | KW | \$395.00 | 27.50 | 10,862.50 |
| | | | Total | 36.50 \$ 18,602.50 |

DETAIL OF LEGAL SERVICES

| Date | Initials | Description | Hours |
|----------|----------|--|-------|
| 07/01/25 | KW | Draft schedules of assets and liabilities and statement of financial affairs. | 0.60 |
| 07/02/25 | KW | Draft schedules of assets and liabilities and statement of financial affairs. | 1.10 |
| 07/07/25 | KW | Draft schedules of assets and liabilities and statement of financial affairs. | 5.40 |
| 07/08/25 | KHM | Begin to review draft schedules and list of information missing from same. | 1.70 |
| 07/08/25 | KW | Analyze, revise schedules of assets and liabilities and statement of financial affairs. | 4.80 |
| 07/08/25 | TE | Draft bankruptcy schedules (.9); analysis of leases, loan, and related documentation regarding same (.6). | 1.50 |
| 07/10/25 | KHM | Review comments to schedules and SOFAs - .6; send detailed correspondence to T&S re: need for additional information - .5. | 1.10 |
| 07/10/25 | KW | Revise schedules of assets and liabilities and statement of financial affairs. | 0.50 |
| 07/11/25 | KW | Work on revisions and updates to the draft schedules of assets and liabilities and the statement of financial affairs. | 4.20 |
| 07/14/25 | KHM | Follow up with T&S re: completion and timing for schedules/SOFAs. | 0.30 |



T&S Food Services, LLC
Matter Name: Schedules and SOFAs
Client: 100879 Matter: 1006057
Invoice: 1628400

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| 07/15/25 | KW | Work on revisions and updates to schedules of assets and liabilities and statement of financial affairs. | 1.20 |
| 07/16/25 | KHM | Review of schedules & SOFAs and provide comments to K. Webster - 1.0; send drafts to client for additional information required - .2. | 1.20 |
| 07/16/25 | KW | Analyze, revise schedules of assets and liabilities and statement of financial affairs. | 0.80 |
| 07/17/25 | KHM | Final review and comments to schedules & SOFAs - 3.0; send to T&S for review and approval - .2. | 3.20 |
| 07/17/25 | KW | Revise schedules of assets and liabilities, statement of financial affairs, and amended list of twenty largest unsecured creditors. | 8.90 |
| Total | | | <u>36.50</u> |

EXHIBIT B

EXPENSES



T&S Food Services, LLC
Matter Name: Restructuring
Client: 100879 Matter: 1003191
Invoice: 1628391

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EXPENSE SUMMARY

| Description | Amount |
|--------------------|--------------------|
| Federal Express | 84.15 |
| Investigator's Fee | 5.00 |
| Filing Fees | 1,838.00 |
| UCC Searches | 236.00 |
| Total | \$ 2,163.15 |

EXPENSE DETAIL

| Date | Description | Amount |
|--------------|---|--------------------|
| 06/04/25 | American Express - Investigator's Fee 010074695440- UCC/lien/judgment/litigation search fees for T&S Food Services LL, LLC in Georgia | 5.00 |
| 06/04/25 | American Express - Filing Fees 010074695440-Filing Fee for pro hac vice applications for Kevin Morse and Travis Eliason | 100.00 |
| 06/04/25 | American Express - Filing Fees 010074695440-Filing Fee for chapter 11 petition | 1,738.00 |
| 06/13/25 | Platinum Filings, LLC - UCC Searches | 236.00 |
| 06/17/25 | Fed Ex Freight East - Tracking # 390101417907; Ship Dt: 06/17/25; Ship To: Gregory A. Ruppert, Director; Invoice No: 890154251 | 22.29 |
| 06/17/25 | Fed Ex Freight East - Tracking # 390100416981; Ship Dt: 06/17/25; Ship To: ; Invoice No: 890154251 | 15.40 |
| 06/17/25 | Fed Ex Freight East - Tracking # 390100262264; Ship Dt: 06/17/25; Ship To: ; Invoice No: 890154251 | 15.40 |
| 07/21/25 | Fed Ex Freight East - Tracking # 391257372369; Ship Dt: 07/21/25; Ship To: Lorna Frahm; Invoice No: 893600824 | 15.53 |
| 07/21/25 | Fed Ex Freight East - Tracking # 391257059617; Ship Dt: 07/21/25; Ship To: ; Invoice No: 893600824 | 15.53 |
| Total | | \$ 2,163.15 |