

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

In re:	)	Chapter 11
	)	
ROYAL INTERCO, LLC, <i>et al.</i> , ¹	)	Case No.: 25-10674 (TMH)
	)	(Jointly Administered)
Debtors.	)	
	)	
	)	Hearing Date: June 18, 2025, at 10:00 am (ET)
	)	Objection Deadline: May 29, 2025 at 4:00 pm (ET)

**APPLICATION FOR ENTRY FOR AN ORDER AUTHORIZING AND APPROVING
THE EMPLOYMENT AND RETENTION OF PROVINCE, LLC AS FINANCIAL
ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
EFFECTIVE AS OF APRIL 21, 2025**

The Official Committee of Unsecured Creditors (the “Committee”) appointed in the bankruptcy cases of the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) submits this application (the “Application”), pursuant to sections 328(a) and 1103(a) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2014-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”) for entry of an order authorizing and approving the employment of Province, LLC (“Province”) as financial advisor to the Committee in connection with the Debtors’ chapter 11 cases, effective as of April 21, 2025. In support of the Application, the Committee also files the *Declaration of Paul Navid In Support of the Application for Entry of an Order Authorizing and Approving the Employment and Retention of Province, LLC as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of April 21, 2025* (the “Navid Declaration”), attached hereto as **Exhibit A**, and the *Declaration of Committee Chairperson In*

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal EIN, are as follows: Royal Interco, LLC (7913); Doubletree Paper Mills, L.L.C. (1830); Royal Paper, LLC (9937); and Sun Paper Company, LLC (7899). The Debtors’ mailing address is 711 North 17th Avenue, Phoenix, AZ 85007.

Support of Application for Entry of an Order Authorizing and Approving the Employment and Retention of Province, LLC as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of April 21, 2025, attached hereto as **Exhibit B**, and respectfully states as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over the Application pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference* dated February 29, 2012. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief sought herein are section 1103(a) of the Bankruptcy Code, Bankruptcy Rule 2014, and Rule 2014-1 of the Local Rules.² Compensation will be in accordance with sections 330 and 331 of the Bankruptcy Code.

BACKGROUND

3. On April 8, 2025 (the “Petition Date”), each of the Debtors filed voluntary petitions with this Court under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Court”) commencing these cases (the “Chapter 11 Cases”). To date, no trustee or examiner has been appointed in the Chapter 11 Cases.

4. Pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, the Debtors continue to operate their businesses and manage their properties as debtors-in-possession.

5. On April 18, 2025, the Office of the United States Trustee for Region 3, District of Delaware (the “U.S. Trustee”), appointed the Committee pursuant to section 1102(a)(1) of the Bankruptcy Code. [D.I. 79]. The Committee is comprised of three members: (i) Allen Lund Company LLC; (ii) Armstrong Transportation Group, LLC; and (iii) Print Pro, Inc.

² Pursuant to Local Rule 9013-1(f), the Committee hereby confirms its consent to the entry of a final order by this Court in connection with this Application if it is later determined that this Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution.

6. On April 18, 2025, the Committee selected Lowenstein Sandler LLP to serve as its lead counsel. The Committee subsequently selected Gellert, Seitz, Busenkell & Brown, LLP to serve as its Delaware counsel. On April 21, 2025, the Committee selected Province to serve as its financial advisor in the Chapter 11 Cases.

7. Information regarding the Debtors' history, business operations, and capital structure, and the events leading up to the commencement of the Chapter 11 Cases can be found in the *Declaration of Michael Ragano in Support of First Day Relief* [D.I. 3].

RELIEF REQUESTED

8. By this Application, the Committee respectfully requests the entry of an order, pursuant to sections 328(a) and 1103(a) of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rule 2014-1, authorizing the Committee to employ and retain Province as its financial advisor in the Chapter 11 Cases.

9. The Committee selected Province in furtherance of the efficient administration of the estates on behalf of the Committee. Province has extensive experience representing official creditors' committees, debtors, creditors, trustees, and others in a wide variety of bankruptcy cases, including, as (i) financial advisor to the official committees of unsecured creditors of A.B.C. Carpet, AgileThought, Alex and Ani, Armstrong Flooring, Aruze Gaming, Ascena Group, Avadim Health, Barretts Minerals, Benitago, BL Restaurants Holding, Carbonlite Holdings, Cherry Man Industries, Cyprus Mines, David's Bridal, DCL Holdings (USA), Destination Maternity, DirectBuy Home Improvement, Eastern Outfitters, EHT US1 (Eagle Hospitality), Endo International, Express, Inc., Francesca's Holding Corporation, Honx, Insys Therapeutics, Independent Pet Partners, Invacare, J Crew, Lucky's Market, L'Occitane, Mallinckrodt, Mountain Express Oil Company, Nielsen & Bainbridge (NBD Home), Neopharma, Noble House, One Web,

Papyrus, Path Medical, Pier 1, PBS Brand Co. (Punch Bowl), Purdue Pharma, Prime Core Technologies, Restoration Forest Products Group, LLC, Reverse Mortgage, Revlon, Sientra, SiO2 Medical Products, Stimwave Technologies, Surgalign, TECT Aerospace Group, The Rockport Company, True Religion Apparel, Tuesday Morning, Virgin Orbit, Water Gremlin, Wesco Aircraft, White Stallion Energy, Whittaker, Clark & Daniels, and Winsor Terrace; (ii) financial advisor to the debtors 4E Brands, Basic Energy Services, Cherry Man Industries, Cinemex Holdings USA, Codiak BioSciences, Coin Cloud, Frontsight Management, Penthouse Global Media, Superior Linen, True Religion Apparel, WeWork and Woodbridge Group of Companies; and (iii) trustee or trustee advisor in Aegean Marine Petroleum, Advance Watch, American Apparel, Aruze, Borden Dairy, CS Mining, Cycle Force, DCL, EBH Topco, Eclipse Berry Farms, Energy & Exploration (ENXP), Fieldwood, Gump's, Invacare, La Paloma Generating Company, Limetree Bay Services, Invacare, Mallinckrodt, Maxus Energy, Neogenix, PBS Brand Co. (Punch Bowl), Promise Healthcare Group, RadioShack Corporation, RMIT (Reverse Mortgage), Samson Resources, SiO2, Stimwave Technologies, and Vesta Holdings, among others.

10. The professional services that Province will provide to the Committee include, but are not limited to, the following:

- a. becoming familiar with and analyzing the Debtors' DIP budget, assets and liabilities, and overall financial condition;
- b. reviewing financial and operational information furnished by the Debtors;
- c. monitoring the sale process, interfacing with the Debtors' professionals, and advising the Committee regarding the process;
- d. scrutinizing the economic terms of various agreements, including, but not limited to, various professional retentions;
- e. analyzing the Debtors' proposed business plans and developing alternative scenarios, if necessary;

- f. assessing the Debtors' various pleadings and proposed treatment of unsecured creditor claims therefrom;
- g. preparing, or reviewing as applicable, avoidance action and claim analyses;
- h. assisting the Committee in reviewing the Debtors' financial reports, including, but not limited to, statements of financial affairs, schedules of assets and liabilities, DIP budgets, and monthly operating reports;
- i. advising the Committee on the current state of the Chapter 11 Cases and in negotiations with the Debtors and third parties as necessary;
- j. if necessary, participating as a witness in hearings before the Court with respect to matters upon which Province has provided advice; and
- k. other activities as are approved by the Committee, the Committee's counsel, and as agreed to by Province.

11. Subject to the Court's approval, the Committee requests that Province be compensated on an hourly basis, plus reimbursement of the actual and necessary expenses that Province incurs, in accordance with Province's ordinary and customary rates in effect on the date that such services are rendered and such expenses are incurred. Province has received no retainer in these cases to represent the Committee. Neither the Committee nor any of its members (or their representatives) are or will be liable for any fees or costs incurred by Province in its representation of the Committee.

12. Province's standard hourly rates are as follows:

Professional Level	Per Hour (USD)
Managing Directors and Partners	\$900-\$1,450
Vice Presidents, Directors, and Senior Directors	\$700-\$1,050
Analysts, Associates, and Senior Associates	\$350-\$825
Paraprofessional / Admin	\$270-\$450

13. The hourly charges set forth above are based upon the experience and expertise of the professional involved. The hourly rates are subject to periodic adjustments to reflect economic and other conditions. Province will advise the Committee, the Debtors, and the U.S. Trustee of

any increases in its hourly rates. Pursuant to Local Rule 2014-1, Province will file and serve a supplemental declaration setting forth any additional material information relating to its employment promptly after learning of any such material information.

14. Province will maintain detailed, contemporaneous records of time and any necessary costs and expenses incurred in connection with rendering the services described above. Province will bill for all out-of-pocket expenses reasonably and actually incurred by Province in connection with the matters contemplated by this Application.

15. The Committee understands that any compensation and expenses paid to Province must be approved by the Court upon application consistent with the Bankruptcy Code, applicable Bankruptcy Rules, the Local Rules, the U.S. Trustee Guidelines, and any orders of the Court respecting compensation of professionals.

16. To the best of the Committee's knowledge and based upon the Navid Declaration attached to this Application, neither Province nor any of its employees (i) represent any interest adverse to that of the Committee in the matters on which they are to be retained; or (ii) have any connection with any party in interest, or their attorneys or accountants, other than as set forth in the Province Declaration.

17. While Province has undertaken, and continues to undertake, efforts to identify connections with the Debtors and other parties-in-interest, it is possible that connections with some parties-in-interest have not yet been identified. Should Province, through its continuing efforts, learn of any new connections of the nature described above, Province will promptly file supplemental declarations, as required by Bankruptcy Rule 2014(a).

18. Province represents many debtors, trustees, and committees in other bankruptcy cases, and the debtors, the members of those committees, or those estates may be creditors of the

Debtors. However, Province will not represent those debtors, committees, or estates with respect to any claims that they may collectively or individually have against the Debtors.

19. The Committee seeks to retain Province *nunc pro tunc* to April 21, 2025, the date on which Province began providing services to the Committee. Such relief is warranted by the extraordinary circumstances presented by the Chapter 11 Cases. The Third Circuit has identified “time pressure to begin service” and absence of prejudice as factors favoring *nunc pro tunc* retention. *See Matter of Arkansas Co.*, 798 F.2d 645, 650 (3d Cir. 1986). The Committee believes that such retention is appropriate because the Committee required Province’s immediate assistance prior to such time as a retention application could be submitted to the Court due to the exigencies of the Chapter 11 Cases.

NOTICE

20. Notice of this Application has been given to (i) the U.S. Trustee; (ii) counsel for the Debtors; and (iii) those persons who have requested notice pursuant to Bankruptcy Rule 2002. The Committee respectfully submits that, in light of the nature of the relief requested, no other or further notice need be given.

NO PREVIOUS REQUEST

21. No previous application for the relief sought herein has been made to this or any other Court.

WHEREFORE, the Committee respectfully requests that the Court enter an Order, substantially in the form submitted herewith, (i) approving the retention and employment of Province as its financial advisor, effective as April 21, 2025, to render the services described above with compensation to be paid as an administrative expense in such amounts as this Court may hereafter determine and allow; and (ii) grant the Committee such other and further relief as the Court deems just and proper.

Dated: May 15, 2025

Respectfully submitted,

The Official Committee of Unsecured
Creditors of Royal Interco, LLC, et al.

By: /s/ Emily M. Chiarizia
Emily M. Chiarizia, Esq. of Armstrong Transport
Group, LLC, solely in her capacity as the
Chairperson of the Official Committee of
Unsecured Creditors

EXHIBIT A

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

In re:

ROYAL INTERCO, LLC, *et al.*,

Debtors.¹

Chapter 11

Case No.: 25-10674 (TMH)
(Jointly Administered)

**DECLARATION OF PAUL NAVID IN SUPPORT OF APPLICATION FOR
ENTRY OF AN ORDER AUTHORIZING AND APPROVING THE
EMPLOYMENT AND RETENTION OF PROVINCE, LLC AS FINANCIAL
ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
EFFECTIVE AS OF APRIL 21, 2025**

I, Paul Navid, hereby declare, pursuant to 28 U.S.C. § 1746 as follows:

1. I am a Partner with Province, LLC (“Province”), which is a financial advisory firm with its principal office located at 2360 Corporate Circle, Suite 340, Henderson, Nevada 89074. Province also has offices in the Los Angeles, Greenwich, New York, and Miami metro areas. I am authorized to submit this Declaration.

2. This Declaration is submitted in support of the application (the “Application”)² of the Official Committee of Unsecured Creditors (the “Committee”) of the above-captioned debtors-in-possession (collectively, the “Debtors”) for entry of an order authorizing and approving the Committee’s employment and retention of Province as financial advisor for the Committee, effective as of April 21, 2025.

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors’ federal tax identification number are: The Debtors in these cases, along with the last four digits of each Debtor’s federal EIN, are as follows: Royal Interco, LLC (7913); Doubletree Paper Mills, L.L.C. (1830); Royal Paper, LLC (9937); and Sun Paper Company, LLC (7899). The Debtors’ mailing address is 711 North 17th Avenue, Phoenix, AZ 85007.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

3. Province's corporate structure, including its subsidiaries, is as follows: Province, LLC is a Delaware limited liability company, and Province, LLC's only two subsidiaries, which are wholly owned, are Province Fiduciary Services, LLC, a Nevada limited liability company, and O'Keefe & Associates Consulting, LLC, a Michigan limited liability company. All conflicts checks and related disclosures include any connections of Province's subsidiaries.

4. Neither I, Province, nor any employee thereof, insofar as I have been able to ascertain, has any connection with the Debtors, their creditors, or any other parties in interest herein, or their respective attorneys and accountants, the U.S. Trustee, or any person employed in the office of the U.S. Trustee, except as set forth herein.

5. In connection with its proposed retention by the Committee in the Chapter 11 Cases and in preparing this Declaration, Province used a set of procedures developed to ensure compliance with the requirements of the Bankruptcy Code, bankruptcy Rules, and Local Rules regarding the retention of professionals (the "Retention Procedures"). Pursuant to the Retention Procedures, and under my direction and supervision, Province researched its client connections database, which includes all engagements that concluded within the past twenty-four (24) months, to determine whether it has relationships with any of the entities that were identified to Province as creditors or parties in interest in the Chapter 11 Cases (the "Parties In Interest List") a copy which is attached hereto as **Schedule 1**. To the extent that such a search indicated that Province has a relationship with any of the entities on the Entity List, the identities of such entities and Province's relationship with such entities is disclosed in the attached **Schedule 2**.

6. Province sent an email questionnaire to each employee inquiring as to whether each employee or any member(s) of his or her household:

- a. owns any debt or equity securities of the Debtors or their non-debtor affiliates;
- b. holds a claim against or interest adverse to the Debtors or their non-debtor affiliates;
- c. is or was an officer, director, or employee of the Debtors or their non-debtor affiliates;
- d. is related to or has any connections to any Bankruptcy Judge in the United States Bankruptcy Court for the District of Delaware;
- e. is related to or has any connections to anyone working in the Office of the United States Trustee for the District of Delaware;
- f. was an officer, director or employee of the Debtors within two years prior to the Petition Date; or
- g. has a connection with a party in interest listed on the Entity List.

7. Based on the result of that search and employee questionnaire, I have been able to ascertain after diligent inquiry that to the best of my knowledge, Province (i) does not represent any entity having an adverse interest in connection with the Chapter 11 Cases, and (ii) does not represent or hold an interest adverse to the interest of the Debtors or their estates with respect to the matters on which Province is to be employed. Moreover, Province and its subsidiaries are disinterested within the meaning of section 101(14) of the Bankruptcy Code, in that neither I, Province, any Province subsidiary, nor any of their principals, employees (including those working on this engagement) or associates:

- a. are creditors, equity security holders or insiders of the Debtors;
- b. are or were within two years before the Petition Date, a director, officer or employee of the Debtors;
- c. have an interest materially adverse to the interest of the estate or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with or interest in the Debtors or for any other reason; or
- d. hold any debt or equity securities of the Debtors.

8. As a part of Province's financial advisory practice, Province's clientele includes debtors, creditors and other statutory committees, institutional creditors, asset purchasers, venture capitalists, secured parties, lessors, contract parties, equity holders, directors and officers, court-appointed fiduciaries, plan sponsors, indenture trustees, and bond insurers. The Debtors have numerous creditors and other parties-in-interest. Province may have in the past represented, and may presently or in the future represent or be deemed adverse to, creditors or parties in interest in addition to those specifically disclosed in **Schedule 2** in matters unrelated to the Chapter 11 Cases. Province believes that its representation of such creditors or other parties in such other matters has not affected and will not affect its representation of the Committee in these proceedings.

9. Except as otherwise set forth herein and in **Schedule 2**, insofar as I have been able to ascertain, the principals, associates and staff members of Province do not have any connection with the Debtors, the Debtors' officers and directors, the Debtors' creditors, the Debtors' equity security holders and other known parties in interest or their respective professionals.

10. To the best of my knowledge, information, and belief formed after reasonable inquiry, neither I, nor any principal, associate, or staff member of Province, insofar as I have been able to ascertain, is related to the bankruptcy judge assigned to the Chapter 11 Cases.

11. To the best of my knowledge, information, and belief formed after reasonable inquiry, neither I, nor any principal, associate, or staff member of Province, insofar as I have been able to ascertain, has a connection to the U.S. Trustee or any person employed in the office of the U.S. Trustee.

12. Despite the substantial efforts described above to identify and disclose potential connections with parties in interest in these cases, neither I nor Province is able to conclusively identify all potential relationships or state with absolute certainty that every client representation

or other connection of Province has been disclosed. To the extent that Province discovers any facts or additional information during the period of Province's retention that requires disclosure, Province will supplement this Declaration to disclose such information.

13. Province has neither received any retainer nor any payment from the Debtors nor the Committee, nor has it received any promise of payment, during the one-year period prior to the Petition Date. No compensation has been paid or promised to be paid from a source other than the Debtors' estates in the Chapter 11 Cases. No promises have been received by Province, nor by any advisors or attorneys thereof, with respect to compensation in connection with the Chapter 11 Cases other than in accordance with the provisions of the Bankruptcy Code. Province has no agreement with any other entity to share with such entity any compensation received by Province in connection with the Chapter 11 Cases, except among employees of Province. Neither the Committee nor its members (or any of their representatives) are or will be liable for fees or costs incurred by Province in its representation of the Committee.

14. Province intends to apply for compensation for professional services rendered in connection with the Chapter 11 Cases subject to approval of this Court as stated in the Application, and in compliance with applicable provisions of the Bankruptcy Code, on an hourly basis, plus reimbursement of actual, necessary expenses and other charges that Province incurs.

15. Province's standard hourly rates are as follows:

Professional Level	Per Hour (USD)
Managing Directors and Partners	\$900-\$1,450
Vice Presidents, Directors, and Senior Directors	\$700-\$1,050
Analysts, Associates, and Senior Associates	\$350-\$825
Paraprofessional / Admin	\$270-\$450

16. The hourly rates set forth above are subject to periodic adjustments to reflect economic and other conditions. Province intends to provide notice to the Committee, the Debtors,

and the U.S. Trustee before implementing any increases in Province's rates for professionals working on these chapter 11 cases.

17. In addition to the fees described above, Province will bill for all out-of-pocket expenses that Province reasonably and actually incurs in connection with the matters contemplated by this Application.

I hereby declare under the penalty of perjury that the foregoing statements made by me are true and correct to the best of my knowledge, information, and belief.

Dated: May 14, 2025

By: /s/Paul Navid
Paul Navid, Partner

Schedule 1

Parties In Interest List

Schedule 2**Identified Connections**

Party	Connection Role
Allen Lund Company LLC	Current Committee Member in Unrelated Case
FedEx	Current/Former Committee Member in Unrelated Cases
Livingstone Partners LLC	Professionals
Morris, Nichols, Arsht & Tunnell LLP	Professionals
Northeast Series of Lockton Companies LLC	Professionals
Packaging Corp	Former Committee Member in Unrelated Case
PNC Bank	Adverse Party in Unrelated Case
Print Pro, Inc.	Current Committee Member in Unrelated Case
Uline	Former Committee Member in Unrelated Case

EXHIBIT B

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

In re:

ROYAL INTERCO, LLC, *et al.*,

Debtors¹.

Chapter 11

Case No. 25-10674 (TMH)
(Jointly Administered)

**DECLARATION OF COMMITTEE CHAIRPERSON IN SUPPORT OF
APPLICATION FOR ENTRY FOR AN ORDER AUTHORIZING AND APPROVING
THE EMPLOYMENT AND RETENTION OF PROVINCE, LLC AS FINANCIAL
ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
EFFECTIVE AS OF APRIL 21, 2025**

I, Emily Chiarizia, General Counsel of Armstrong Transport Group, LLC, solely in my capacity as the Chairperson of the Official Committee of Unsecured Creditors (the “Committee”) appointed in the above-captioned cases (the “Chapter 11 Cases”), hereby submits this declaration pursuant to 28 U.S.C. § 1746 and respectfully states as follows:

1. The Committee was appointed by the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) on April 18, 2025. [D.I. 79].

2. I have read and am familiar with the contents of the *Application for Entry of an Order Authorizing and Approving the Employment and Retention of Province, LLC as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of April 21, 2025* (the “Application”) filed contemporaneously herewith.

3. The Committee interviewed three (3) financial advisory firms that expressed interest in serving as its financial advisor in the Chapter 11 Cases on April 21, 2025. At the conclusion of the interviews, the Committee selected Province, LLC (“Province”) as its financial

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal EIN, are as follows: Royal Interco, LLC (7913); Doubletree Paper Mills, L.L.C. (1830); Royal Paper, LLC (9937); and Sun Paper Company, LLC (7899). The Debtors’ mailing address is 711 North 17th Avenue, Phoenix, AZ 85007.

advisor, subject to court approval. In connection with the interviews, the Committee evaluated the breadth of the financial advisory firms' experience and particular areas of expertise, the financial advisory firms' prior history of representing committees in chapter 11 cases, and the anticipated professionals' fees to be billed in connection with the Chapter 11 Cases.

4. The Committee selected Province as its financial advisor because of Province's extensive experience and knowledge in the field of creditors' rights, business reorganizations and liquidations under chapter 11 of the Bankruptcy Code. The Committee believes that Province is well-qualified to represent its interests in the Chapter 11 Cases.

5. Province has informed the Committee that its current hourly rates are its standard hourly rates for work of this nature. Province further informed the Committee that it operates in a national and regional marketplace for financial advisory services in which rates are driven by multiple factors related to the individual professional, his or her area of specialty, the financial advisory firm's expertise, performance and reputation, the nature of the work involved, and other factors. In addition, Province informed the Committee that its hourly rates are subject to periodic adjustments to reflect economic and other conditions.

6. There will be no limitation on Province's right to seek reimbursement of all out-of-pocket disbursements and expenses.

7. The Committee recognizes that it is its responsibility to review the billing practices to ensure that the fees and expenses paid by the Debtors' estates remain consistent with the Committee's expectations and the exigencies of the Chapter 11 Cases.

8. The Committee will review the invoices that Province submits.

9. I am authorized to submit this Declaration on behalf of the Committee and, if called upon to testify, I could and would testify competently to the facts set forth herein.

10. I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: May 14, 2025

The Official Committee of Unsecured
Creditors of Royal Interco, LLC, *et al.*

By: /s/ *Emily M. Chiarizia*
Emily M. Chiarizia, Esq. of Armstrong
Transport Group, LLC, solely in her capacity
as the Chairperson of the Official Committee
of Unsecured Creditors

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

In re:

ROYAL INTERCO, LLC, *et al.*,

Debtors.¹

Chapter 11

Case No.: 25-10674 (TMH)
(Jointly Administered)

Re: D.I. ____

**ORDER AUTHORIZING AND APPROVING THE EMPLOYMENT AND
RETENTION OF PROVINCE, LLC AS FINANCIAL ADVISOR TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
EFFECTIVE AS OF APRIL 21, 2025**

Upon consideration of the application (the “Application”)² of the Official Committee of Unsecured Creditors (the “Committee”) of the above-captioned debtors-in-possession (the “Debtors”) for authorization to employ and retain Province, LLC (“Province”) to serve as financial advisor for the Committee, effective as of April 18, 2025; and upon consideration of the Nathan Declaration in support of the Application; and the Committee Chairperson Declaration in support of the Application; and the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 1334(b) and 157; and the Court having found that venue of the Chapter 11 Cases and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and the Court having found that notice of the Application has been given as set forth in the Application and that such notice is adequate and no other or further notice need be given; and the Court having determined that it may enter a final order consistent with Article III of the United States

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors’ federal tax identification number are: The Debtors in these cases, along with the last four digits of each Debtor’s federal EIN, are as follows: Royal Interco, LLC (7913); Doubletree Paper Mills, L.L.C. (1830); Royal Paper, LLC (9937); and Sun Paper Company, LLC (7899). The Debtors’ mailing address is 711 North 17th Avenue, Phoenix, AZ 85007.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

Constitution; and the Court having found that Province does not hold or represent an interest adverse to the Debtors' estates, and is a disinterested person under section 101(14) of the Bankruptcy Code; and the Court having found that the employment and retention of Province is necessary and in the best interest of the Committee; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED AS FOLLOWS:

1. The Application is granted as set forth herein.
2. Pursuant to sections 328 and 1103 of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rule 2014-1, the Committee is authorized to employ and retain Province as financial advisor to the Committee effective as of April 21, 2025.
3. Province shall apply for and be compensated for professional services rendered and reimbursement of expenses in connection with the Chapter 11 Cases as set forth in the Application and in compliance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, any applicable orders entered by this Court in respect of compensation of professionals, and any case-specific fee protocols approved by the Court, after notice and a hearing pursuant to any other applicable procedures and orders of the Court.
4. Notwithstanding anything to the contrary in the Application, Province shall not seek reimbursement of any fees or costs arising from the defense of any of Province's fee applications in these chapter 11 cases.
5. The Committee and Province are authorized and empowered to take all actions necessary to effectuate the relief granted by this Order.

6. Notwithstanding the possible applicability of Bankruptcy Rules 6004, 7062, 9014, or otherwise, or any Local Rule that might delay the effectiveness of this Order, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

7. Notwithstanding anything in the Application to the contrary, Province shall (i) to the extent that it uses the services of independent contractors or subcontractors (collectively, the “Contractors”) in these cases, pass through the cost of such Contractors at the same rate that Province pays the Contractors; (ii) seek reimbursement for actual costs only; (iii) ensure that the Contractors are subject to the same conflicts checks as required for Province; and (iv) file with this Court such disclosures required by Bankruptcy Rule 2014.

8. This Court shall retain jurisdiction over any and all matters arising from or relating to the interpretation or implementation of this Order.

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

In re:	)	Chapter 11
ROYAL INTERCO, LLC, <i>et al.</i> , ¹	)	Case No.: 25-10674 (TMH)
Debtors.	)	(Jointly Administered)
	)	Hearing Date: June 18, 2025, at 10:00 am (ET)
	)	Objection Deadline: May 29, 2025 at 4:00 pm (ET)

**NOTICE OF APPLICATION FOR ENTRY FOR AN ORDER AUTHORIZING AND
APPROVING THE EMPLOYMENT AND RETENTION OF PROVINCE, LLC AS
FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS EFFECTIVE AS OF APRIL 21, 2025**

PLEASE TAKE NOTICE that on May 15, 2025, The Official Committee of Unsecured Creditors (the “Committee”) filed the *Application for Entry For an Order Authorizing and Approving the Employment and Retention of Province, LLC as Financial Advisors to The Official Committee of Unsecured Creditors, Effective as of April 21, 2025*, (the “Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

PLEASE TAKE FURTHER NOTICE that if you oppose the Application or if you want the court to consider your views regarding the Application, you must file a written response with the Court detailing your objection or response by **May 29, 2025, at 4:00 p.m. (ET)**. You must also serve a copy of your response upon undersigned proposed counsel for the Committee.

PLEASE TAKE FURTHER NOTICE that the hearing on the Application is scheduled for **June 18, 2025 at 10:00 am (ET)** before the Honorable Thomas M. Horan, in Courtroom No. 7, 3rd Floor, in the United States Bankruptcy Court located at 824 N. Market Street, Wilmington, Delaware 19801.

IF YOU DO NOT TAKE THESE STEPS BY THE DEADLINE, THE COURT MAY

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal EIN, are as follows: Royal Interco, LLC (7913); Doubletree Paper Mills, L.L.C. (1830); Royal Paper, LLC (9937); and Sun Paper Company, LLC (7899). The Debtors’ mailing address is 711 North 17th Avenue, Phoenix, AZ 85007.

DECIDE THAT YOU DO NOT OPPOSE THE RELIEF SOUGHT IN THE MOTION AND MAY GRANT OR OTHERWISE DISPOSE OF THE MOTION BEFORE THE SCHEDULED HEARING DATE.

Dated: May 15, 2025

**GELLERT SEITZ BUSENKELL &
BROWN, LLC**

/s/ Michael Busenkell

Michael Busenkell (DE 3933)
Michael Van Gorder (DE 6214)
1201 North Orange Street, Suite 300
Wilmington, Delaware 19801
Telephone: (302) 425-5812
Facsimile: (302) 425-5814
Email: mbusenkel@gsbblaw.com
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-and-

LOWENSTEIN SANDLER LLP

Andrew D. Behlmann, Esq.
Colleen M. Restel, Esq.
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-and-

LOWENSTEIN SANDLER LLP

Bruce S. Nathan, Esq.
Lindsay H. Sklar, Esq.
1251 Avenue of the Americas
New York, New York 10020
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Email: bnathan@lowenstein.com
lsklar@lowenstein.com

*Proposed Counsel to the Official Committee of
Unsecured Creditors*

CERTIFICATE OF SERVICE

I hereby certify that on May 15, 2025, I caused a true and correct copy of the foregoing --
Application for Entry For an Order Authorizing and Approving the Employment and Retention of
Province, LLC as Financial Advisors to The Official Committee of Unsecured Creditors, Effective
as of April 21, 2025 to be electronically filed and served via CM/ECF to all parties requesting
electronic service in this case.

Dated: May 15, 2025

/s/ Michael Busenkell
Michael Busenkell (DE 3933)

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

In re:	)	Chapter 11
	)	
ROYAL INTERCO, LLC, <i>et al.</i> , ¹	)	Case No.: 25-10674 (TMH)
	)	(Jointly Administered)
Debtors.	)	
	)	
	)	Hearing Date: June 18, 2025, at 10:00 am (ET)
	)	Objection Deadline: May 29, 2025 at 4:00 pm (ET)

**APPLICATION FOR ENTRY FOR AN ORDER AUTHORIZING AND APPROVING
THE EMPLOYMENT AND RETENTION OF PROVINCE, LLC AS FINANCIAL
ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
EFFECTIVE AS OF APRIL 21, 2025**

The Official Committee of Unsecured Creditors (the “Committee”) appointed in the bankruptcy cases of the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) submits this application (the “Application”), pursuant to sections 328(a) and 1103(a) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2014-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”) for entry of an order authorizing and approving the employment of Province, LLC (“Province”) as financial advisor to the Committee in connection with the Debtors’ chapter 11 cases, effective as of April 21, 2025. In support of the Application, the Committee also files the *Declaration of Paul Navid In Support of the Application for Entry of an Order Authorizing and Approving the Employment and Retention of Province, LLC as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of April 21, 2025* (the “Navid Declaration”), attached hereto as **Exhibit A**, and the *Declaration of Committee Chairperson In*

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal EIN, are as follows: Royal Interco, LLC (7913); Doubletree Paper Mills, L.L.C. (1830); Royal Paper, LLC (9937); and Sun Paper Company, LLC (7899). The Debtors’ mailing address is 711 North 17th Avenue, Phoenix, AZ 85007.

Support of Application for Entry of an Order Authorizing and Approving the Employment and Retention of Province, LLC as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of April 21, 2025, attached hereto as **Exhibit B**, and respectfully states as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over the Application pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference* dated February 29, 2012. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief sought herein are section 1103(a) of the Bankruptcy Code, Bankruptcy Rule 2014, and Rule 2014-1 of the Local Rules.² Compensation will be in accordance with sections 330 and 331 of the Bankruptcy Code.

BACKGROUND

3. On April 8, 2025 (the “Petition Date”), each of the Debtors filed voluntary petitions with this Court under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Court”) commencing these cases (the “Chapter 11 Cases”). To date, no trustee or examiner has been appointed in the Chapter 11 Cases.

4. Pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, the Debtors continue to operate their businesses and manage their properties as debtors-in-possession.

5. On April 18, 2025, the Office of the United States Trustee for Region 3, District of Delaware (the “U.S. Trustee”), appointed the Committee pursuant to section 1102(a)(1) of the Bankruptcy Code. [D.I. 79]. The Committee is comprised of three members: (i) Allen Lund Company LLC; (ii) Armstrong Transportation Group, LLC; and (iii) Print Pro, Inc.

² Pursuant to Local Rule 9013-1(f), the Committee hereby confirms its consent to the entry of a final order by this Court in connection with this Application if it is later determined that this Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution.

6. On April 18, 2025, the Committee selected Lowenstein Sandler LLP to serve as its lead counsel. The Committee subsequently selected Gellert, Seitz, Busenkell & Brown, LLP to serve as its Delaware counsel. On April 21, 2025, the Committee selected Province to serve as its financial advisor in the Chapter 11 Cases.

7. Information regarding the Debtors' history, business operations, and capital structure, and the events leading up to the commencement of the Chapter 11 Cases can be found in the *Declaration of Michael Ragano in Support of First Day Relief* [D.I. 3].

RELIEF REQUESTED

8. By this Application, the Committee respectfully requests the entry of an order, pursuant to sections 328(a) and 1103(a) of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rule 2014-1, authorizing the Committee to employ and retain Province as its financial advisor in the Chapter 11 Cases.

9. The Committee selected Province in furtherance of the efficient administration of the estates on behalf of the Committee. Province has extensive experience representing official creditors' committees, debtors, creditors, trustees, and others in a wide variety of bankruptcy cases, including, as (i) financial advisor to the official committees of unsecured creditors of A.B.C. Carpet, AgileThought, Alex and Ani, Armstrong Flooring, Aruze Gaming, Ascena Group, Avadim Health, Barretts Minerals, Benitago, BL Restaurants Holding, Carbonlite Holdings, Cherry Man Industries, Cyprus Mines, David's Bridal, DCL Holdings (USA), Destination Maternity, DirectBuy Home Improvement, Eastern Outfitters, EHT US1 (Eagle Hospitality), Endo International, Express, Inc., Francesca's Holding Corporation, Honx, Insys Therapeutics, Independent Pet Partners, Invacare, J Crew, Lucky's Market, L'Occitane, Mallinckrodt, Mountain Express Oil Company, Nielsen & Bainbridge (NBD Home), Neopharma, Noble House, One Web,

Papyrus, Path Medical, Pier 1, PBS Brand Co. (Punch Bowl), Purdue Pharma, Prime Core Technologies, Restoration Forest Products Group, LLC, Reverse Mortgage, Revlon, Sientra, SiO2 Medical Products, Stimwave Technologies, Surgalign, TECT Aerospace Group, The Rockport Company, True Religion Apparel, Tuesday Morning, Virgin Orbit, Water Gremlin, Wesco Aircraft, White Stallion Energy, Whittaker, Clark & Daniels, and Winsor Terrace; (ii) financial advisor to the debtors 4E Brands, Basic Energy Services, Cherry Man Industries, Cinemex Holdings USA, Codiak BioSciences, Coin Cloud, Frontsight Management, Penthouse Global Media, Superior Linen, True Religion Apparel, WeWork and Woodbridge Group of Companies; and (iii) trustee or trustee advisor in Aegean Marine Petroleum, Advance Watch, American Apparel, Aruze, Borden Dairy, CS Mining, Cycle Force, DCL, EBH Topco, Eclipse Berry Farms, Energy & Exploration (ENXP), Fieldwood, Gump's, Invacare, La Paloma Generating Company, Limetree Bay Services, Invacare, Mallinckrodt, Maxus Energy, Neogenix, PBS Brand Co. (Punch Bowl), Promise Healthcare Group, RadioShack Corporation, RMIT (Reverse Mortgage), Samson Resources, SiO2, Stimwave Technologies, and Vesta Holdings, among others.

10. The professional services that Province will provide to the Committee include, but are not limited to, the following:

- a. becoming familiar with and analyzing the Debtors' DIP budget, assets and liabilities, and overall financial condition;
- b. reviewing financial and operational information furnished by the Debtors;
- c. monitoring the sale process, interfacing with the Debtors' professionals, and advising the Committee regarding the process;
- d. scrutinizing the economic terms of various agreements, including, but not limited to, various professional retentions;
- e. analyzing the Debtors' proposed business plans and developing alternative scenarios, if necessary;

- f. assessing the Debtors' various pleadings and proposed treatment of unsecured creditor claims therefrom;
- g. preparing, or reviewing as applicable, avoidance action and claim analyses;
- h. assisting the Committee in reviewing the Debtors' financial reports, including, but not limited to, statements of financial affairs, schedules of assets and liabilities, DIP budgets, and monthly operating reports;
- i. advising the Committee on the current state of the Chapter 11 Cases and in negotiations with the Debtors and third parties as necessary;
- j. if necessary, participating as a witness in hearings before the Court with respect to matters upon which Province has provided advice; and
- k. other activities as are approved by the Committee, the Committee's counsel, and as agreed to by Province.

11. Subject to the Court's approval, the Committee requests that Province be compensated on an hourly basis, plus reimbursement of the actual and necessary expenses that Province incurs, in accordance with Province's ordinary and customary rates in effect on the date that such services are rendered and such expenses are incurred. Province has received no retainer in these cases to represent the Committee. Neither the Committee nor any of its members (or their representatives) are or will be liable for any fees or costs incurred by Province in its representation of the Committee.

12. Province's standard hourly rates are as follows:

Professional Level	Per Hour (USD)
Managing Directors and Partners	\$900-\$1,450
Vice Presidents, Directors, and Senior Directors	\$700-\$1,050
Analysts, Associates, and Senior Associates	\$350-\$825
Paraprofessional / Admin	\$270-\$450

13. The hourly charges set forth above are based upon the experience and expertise of the professional involved. The hourly rates are subject to periodic adjustments to reflect economic and other conditions. Province will advise the Committee, the Debtors, and the U.S. Trustee of

any increases in its hourly rates. Pursuant to Local Rule 2014-1, Province will file and serve a supplemental declaration setting forth any additional material information relating to its employment promptly after learning of any such material information.

14. Province will maintain detailed, contemporaneous records of time and any necessary costs and expenses incurred in connection with rendering the services described above. Province will bill for all out-of-pocket expenses reasonably and actually incurred by Province in connection with the matters contemplated by this Application.

15. The Committee understands that any compensation and expenses paid to Province must be approved by the Court upon application consistent with the Bankruptcy Code, applicable Bankruptcy Rules, the Local Rules, the U.S. Trustee Guidelines, and any orders of the Court respecting compensation of professionals.

16. To the best of the Committee's knowledge and based upon the Navid Declaration attached to this Application, neither Province nor any of its employees (i) represent any interest adverse to that of the Committee in the matters on which they are to be retained; or (ii) have any connection with any party in interest, or their attorneys or accountants, other than as set forth in the Province Declaration.

17. While Province has undertaken, and continues to undertake, efforts to identify connections with the Debtors and other parties-in-interest, it is possible that connections with some parties-in-interest have not yet been identified. Should Province, through its continuing efforts, learn of any new connections of the nature described above, Province will promptly file supplemental declarations, as required by Bankruptcy Rule 2014(a).

18. Province represents many debtors, trustees, and committees in other bankruptcy cases, and the debtors, the members of those committees, or those estates may be creditors of the

Debtors. However, Province will not represent those debtors, committees, or estates with respect to any claims that they may collectively or individually have against the Debtors.

19. The Committee seeks to retain Province *nunc pro tunc* to April 21, 2025, the date on which Province began providing services to the Committee. Such relief is warranted by the extraordinary circumstances presented by the Chapter 11 Cases. The Third Circuit has identified “time pressure to begin service” and absence of prejudice as factors favoring *nunc pro tunc* retention. *See Matter of Arkansas Co.*, 798 F.2d 645, 650 (3d Cir. 1986). The Committee believes that such retention is appropriate because the Committee required Province’s immediate assistance prior to such time as a retention application could be submitted to the Court due to the exigencies of the Chapter 11 Cases.

NOTICE

20. Notice of this Application has been given to (i) the U.S. Trustee; (ii) counsel for the Debtors; and (iii) those persons who have requested notice pursuant to Bankruptcy Rule 2002. The Committee respectfully submits that, in light of the nature of the relief requested, no other or further notice need be given.

NO PREVIOUS REQUEST

21. No previous application for the relief sought herein has been made to this or any other Court.

WHEREFORE, the Committee respectfully requests that the Court enter an Order, substantially in the form submitted herewith, (i) approving the retention and employment of Province as its financial advisor, effective as April 21, 2025, to render the services described above with compensation to be paid as an administrative expense in such amounts as this Court may hereafter determine and allow; and (ii) grant the Committee such other and further relief as the Court deems just and proper.

Dated: May 15, 2025

Respectfully submitted,

The Official Committee of Unsecured
Creditors of Royal Interco, LLC, et al.

By: /s/ Emily M. Chiarizia
Emily M. Chiarizia, Esq. of Armstrong Transport
Group, LLC, solely in her capacity as the
Chairperson of the Official Committee of
Unsecured Creditors

EXHIBIT A

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

In re:

ROYAL INTERCO, LLC, *et al.*,

Debtors.¹

Chapter 11

Case No.: 25-10674 (TMH)
(Jointly Administered)

**DECLARATION OF PAUL NAVID IN SUPPORT OF APPLICATION FOR
ENTRY OF AN ORDER AUTHORIZING AND APPROVING THE
EMPLOYMENT AND RETENTION OF PROVINCE, LLC AS FINANCIAL
ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
EFFECTIVE AS OF APRIL 21, 2025**

I, Paul Navid, hereby declare, pursuant to 28 U.S.C. § 1746 as follows:

1. I am a Partner with Province, LLC (“Province”), which is a financial advisory firm with its principal office located at 2360 Corporate Circle, Suite 340, Henderson, Nevada 89074. Province also has offices in the Los Angeles, Greenwich, New York, and Miami metro areas. I am authorized to submit this Declaration.

2. This Declaration is submitted in support of the application (the “Application”)² of the Official Committee of Unsecured Creditors (the “Committee”) of the above-captioned debtors-in-possession (collectively, the “Debtors”) for entry of an order authorizing and approving the Committee’s employment and retention of Province as financial advisor for the Committee, effective as of April 21, 2025.

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors’ federal tax identification number are: The Debtors in these cases, along with the last four digits of each Debtor’s federal EIN, are as follows: Royal Interco, LLC (7913); Doubletree Paper Mills, L.L.C. (1830); Royal Paper, LLC (9937); and Sun Paper Company, LLC (7899). The Debtors’ mailing address is 711 North 17th Avenue, Phoenix, AZ 85007.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

3. Province's corporate structure, including its subsidiaries, is as follows: Province, LLC is a Delaware limited liability company, and Province, LLC's only two subsidiaries, which are wholly owned, are Province Fiduciary Services, LLC, a Nevada limited liability company, and O'Keefe & Associates Consulting, LLC, a Michigan limited liability company. All conflicts checks and related disclosures include any connections of Province's subsidiaries.

4. Neither I, Province, nor any employee thereof, insofar as I have been able to ascertain, has any connection with the Debtors, their creditors, or any other parties in interest herein, or their respective attorneys and accountants, the U.S. Trustee, or any person employed in the office of the U.S. Trustee, except as set forth herein.

5. In connection with its proposed retention by the Committee in the Chapter 11 Cases and in preparing this Declaration, Province used a set of procedures developed to ensure compliance with the requirements of the Bankruptcy Code, bankruptcy Rules, and Local Rules regarding the retention of professionals (the "Retention Procedures"). Pursuant to the Retention Procedures, and under my direction and supervision, Province researched its client connections database, which includes all engagements that concluded within the past twenty-four (24) months, to determine whether it has relationships with any of the entities that were identified to Province as creditors or parties in interest in the Chapter 11 Cases (the "Parties In Interest List") a copy which is attached hereto as **Schedule 1**. To the extent that such a search indicated that Province has a relationship with any of the entities on the Entity List, the identities of such entities and Province's relationship with such entities is disclosed in the attached **Schedule 2**.

6. Province sent an email questionnaire to each employee inquiring as to whether each employee or any member(s) of his or her household:

- a. owns any debt or equity securities of the Debtors or their non-debtor affiliates;
- b. holds a claim against or interest adverse to the Debtors or their non-debtor affiliates;
- c. is or was an officer, director, or employee of the Debtors or their non-debtor affiliates;
- d. is related to or has any connections to any Bankruptcy Judge in the United States Bankruptcy Court for the District of Delaware;
- e. is related to or has any connections to anyone working in the Office of the United States Trustee for the District of Delaware;
- f. was an officer, director or employee of the Debtors within two years prior to the Petition Date; or
- g. has a connection with a party in interest listed on the Entity List.

7. Based on the result of that search and employee questionnaire, I have been able to ascertain after diligent inquiry that to the best of my knowledge, Province (i) does not represent any entity having an adverse interest in connection with the Chapter 11 Cases, and (ii) does not represent or hold an interest adverse to the interest of the Debtors or their estates with respect to the matters on which Province is to be employed. Moreover, Province and its subsidiaries are disinterested within the meaning of section 101(14) of the Bankruptcy Code, in that neither I, Province, any Province subsidiary, nor any of their principals, employees (including those working on this engagement) or associates:

- a. are creditors, equity security holders or insiders of the Debtors;
- b. are or were within two years before the Petition Date, a director, officer or employee of the Debtors;
- c. have an interest materially adverse to the interest of the estate or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with or interest in the Debtors or for any other reason; or
- d. hold any debt or equity securities of the Debtors.

8. As a part of Province's financial advisory practice, Province's clientele includes debtors, creditors and other statutory committees, institutional creditors, asset purchasers, venture capitalists, secured parties, lessors, contract parties, equity holders, directors and officers, court-appointed fiduciaries, plan sponsors, indenture trustees, and bond insurers. The Debtors have numerous creditors and other parties-in-interest. Province may have in the past represented, and may presently or in the future represent or be deemed adverse to, creditors or parties in interest in addition to those specifically disclosed in **Schedule 2** in matters unrelated to the Chapter 11 Cases. Province believes that its representation of such creditors or other parties in such other matters has not affected and will not affect its representation of the Committee in these proceedings.

9. Except as otherwise set forth herein and in **Schedule 2**, insofar as I have been able to ascertain, the principals, associates and staff members of Province do not have any connection with the Debtors, the Debtors' officers and directors, the Debtors' creditors, the Debtors' equity security holders and other known parties in interest or their respective professionals.

10. To the best of my knowledge, information, and belief formed after reasonable inquiry, neither I, nor any principal, associate, or staff member of Province, insofar as I have been able to ascertain, is related to the bankruptcy judge assigned to the Chapter 11 Cases.

11. To the best of my knowledge, information, and belief formed after reasonable inquiry, neither I, nor any principal, associate, or staff member of Province, insofar as I have been able to ascertain, has a connection to the U.S. Trustee or any person employed in the office of the U.S. Trustee.

12. Despite the substantial efforts described above to identify and disclose potential connections with parties in interest in these cases, neither I nor Province is able to conclusively identify all potential relationships or state with absolute certainty that every client representation

or other connection of Province has been disclosed. To the extent that Province discovers any facts or additional information during the period of Province's retention that requires disclosure, Province will supplement this Declaration to disclose such information.

13. Province has neither received any retainer nor any payment from the Debtors nor the Committee, nor has it received any promise of payment, during the one-year period prior to the Petition Date. No compensation has been paid or promised to be paid from a source other than the Debtors' estates in the Chapter 11 Cases. No promises have been received by Province, nor by any advisors or attorneys thereof, with respect to compensation in connection with the Chapter 11 Cases other than in accordance with the provisions of the Bankruptcy Code. Province has no agreement with any other entity to share with such entity any compensation received by Province in connection with the Chapter 11 Cases, except among employees of Province. Neither the Committee nor its members (or any of their representatives) are or will be liable for fees or costs incurred by Province in its representation of the Committee.

14. Province intends to apply for compensation for professional services rendered in connection with the Chapter 11 Cases subject to approval of this Court as stated in the Application, and in compliance with applicable provisions of the Bankruptcy Code, on an hourly basis, plus reimbursement of actual, necessary expenses and other charges that Province incurs.

15. Province's standard hourly rates are as follows:

Professional Level	Per Hour (USD)
Managing Directors and Partners	\$900-\$1,450
Vice Presidents, Directors, and Senior Directors	\$700-\$1,050
Analysts, Associates, and Senior Associates	\$350-\$825
Paraprofessional / Admin	\$270-\$450

16. The hourly rates set forth above are subject to periodic adjustments to reflect economic and other conditions. Province intends to provide notice to the Committee, the Debtors,

and the U.S. Trustee before implementing any increases in Province's rates for professionals working on these chapter 11 cases.

17. In addition to the fees described above, Province will bill for all out-of-pocket expenses that Province reasonably and actually incurs in connection with the matters contemplated by this Application.

I hereby declare under the penalty of perjury that the foregoing statements made by me are true and correct to the best of my knowledge, information, and belief.

Dated: May 14, 2025

By: /s/Paul Navid
Paul Navid, Partner

Schedule 1

Parties In Interest List

Schedule 2**Identified Connections**

Party	Connection Role
Allen Lund Company LLC	Current Committee Member in Unrelated Case
FedEx	Current/Former Committee Member in Unrelated Cases
Livingstone Partners LLC	Professionals
Morris, Nichols, Arsht & Tunnell LLP	Professionals
Northeast Series of Lockton Companies LLC	Professionals
Packaging Corp	Former Committee Member in Unrelated Case
PNC Bank	Adverse Party in Unrelated Case
Print Pro, Inc.	Current Committee Member in Unrelated Case
Uline	Former Committee Member in Unrelated Case

EXHIBIT B

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

In re:

ROYAL INTERCO, LLC, *et al.*,

Debtors¹.

Chapter 11

Case No. 25-10674 (TMH)
(Jointly Administered)

**DECLARATION OF COMMITTEE CHAIRPERSON IN SUPPORT OF
APPLICATION FOR ENTRY FOR AN ORDER AUTHORIZING AND APPROVING
THE EMPLOYMENT AND RETENTION OF PROVINCE, LLC AS FINANCIAL
ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
EFFECTIVE AS OF APRIL 21, 2025**

I, Emily Chiarizia, General Counsel of Armstrong Transport Group, LLC, solely in my capacity as the Chairperson of the Official Committee of Unsecured Creditors (the “Committee”) appointed in the above-captioned cases (the “Chapter 11 Cases”), hereby submits this declaration pursuant to 28 U.S.C. § 1746 and respectfully states as follows:

1. The Committee was appointed by the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) on April 18, 2025. [D.I. 79].

2. I have read and am familiar with the contents of the *Application for Entry of an Order Authorizing and Approving the Employment and Retention of Province, LLC as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of April 21, 2025* (the “Application”) filed contemporaneously herewith.

3. The Committee interviewed three (3) financial advisory firms that expressed interest in serving as its financial advisor in the Chapter 11 Cases on April 21, 2025. At the conclusion of the interviews, the Committee selected Province, LLC (“Province”) as its financial

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal EIN, are as follows: Royal Interco, LLC (7913); Doubletree Paper Mills, L.L.C. (1830); Royal Paper, LLC (9937); and Sun Paper Company, LLC (7899). The Debtors’ mailing address is 711 North 17th Avenue, Phoenix, AZ 85007.

advisor, subject to court approval. In connection with the interviews, the Committee evaluated the breadth of the financial advisory firms' experience and particular areas of expertise, the financial advisory firms' prior history of representing committees in chapter 11 cases, and the anticipated professionals' fees to be billed in connection with the Chapter 11 Cases.

4. The Committee selected Province as its financial advisor because of Province's extensive experience and knowledge in the field of creditors' rights, business reorganizations and liquidations under chapter 11 of the Bankruptcy Code. The Committee believes that Province is well-qualified to represent its interests in the Chapter 11 Cases.

5. Province has informed the Committee that its current hourly rates are its standard hourly rates for work of this nature. Province further informed the Committee that it operates in a national and regional marketplace for financial advisory services in which rates are driven by multiple factors related to the individual professional, his or her area of specialty, the financial advisory firm's expertise, performance and reputation, the nature of the work involved, and other factors. In addition, Province informed the Committee that its hourly rates are subject to periodic adjustments to reflect economic and other conditions.

6. There will be no limitation on Province's right to seek reimbursement of all out-of-pocket disbursements and expenses.

7. The Committee recognizes that it is its responsibility to review the billing practices to ensure that the fees and expenses paid by the Debtors' estates remain consistent with the Committee's expectations and the exigencies of the Chapter 11 Cases.

8. The Committee will review the invoices that Province submits.

9. I am authorized to submit this Declaration on behalf of the Committee and, if called upon to testify, I could and would testify competently to the facts set forth herein.

10. I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: May 14, 2025

The Official Committee of Unsecured
Creditors of Royal Interco, LLC, *et al.*

By: /s/ Emily M. Chiarizia
Emily M. Chiarizia, Esq. of Armstrong
Transport Group, LLC, solely in her capacity
as the Chairperson of the Official Committee
of Unsecured Creditors

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

In re:

ROYAL INTERCO, LLC, *et al.*,

Debtors.¹

Chapter 11

Case No.: 25-10674 (TMH)
(Jointly Administered)

Re: D.I. ____

**ORDER AUTHORIZING AND APPROVING THE EMPLOYMENT AND
RETENTION OF PROVINCE, LLC AS FINANCIAL ADVISOR TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
EFFECTIVE AS OF APRIL 21, 2025**

Upon consideration of the application (the “Application”)² of the Official Committee of Unsecured Creditors (the “Committee”) of the above-captioned debtors-in-possession (the “Debtors”) for authorization to employ and retain Province, LLC (“Province”) to serve as financial advisor for the Committee, effective as of April 18, 2025; and upon consideration of the Nathan Declaration in support of the Application; and the Committee Chairperson Declaration in support of the Application; and the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 1334(b) and 157; and the Court having found that venue of the Chapter 11 Cases and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and the Court having found that notice of the Application has been given as set forth in the Application and that such notice is adequate and no other or further notice need be given; and the Court having determined that it may enter a final order consistent with Article III of the United States

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors’ federal tax identification number are: The Debtors in these cases, along with the last four digits of each Debtor’s federal EIN, are as follows: Royal Interco, LLC (7913); Doubletree Paper Mills, L.L.C. (1830); Royal Paper, LLC (9937); and Sun Paper Company, LLC (7899). The Debtors’ mailing address is 711 North 17th Avenue, Phoenix, AZ 85007.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

Constitution; and the Court having found that Province does not hold or represent an interest adverse to the Debtors' estates, and is a disinterested person under section 101(14) of the Bankruptcy Code; and the Court having found that the employment and retention of Province is necessary and in the best interest of the Committee; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED AS FOLLOWS:

1. The Application is granted as set forth herein.
2. Pursuant to sections 328 and 1103 of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rule 2014-1, the Committee is authorized to employ and retain Province as financial advisor to the Committee effective as of April 21, 2025.
3. Province shall apply for and be compensated for professional services rendered and reimbursement of expenses in connection with the Chapter 11 Cases as set forth in the Application and in compliance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, any applicable orders entered by this Court in respect of compensation of professionals, and any case-specific fee protocols approved by the Court, after notice and a hearing pursuant to any other applicable procedures and orders of the Court.
4. Notwithstanding anything to the contrary in the Application, Province shall not seek reimbursement of any fees or costs arising from the defense of any of Province's fee applications in these chapter 11 cases.
5. The Committee and Province are authorized and empowered to take all actions necessary to effectuate the relief granted by this Order.

6. Notwithstanding the possible applicability of Bankruptcy Rules 6004, 7062, 9014, or otherwise, or any Local Rule that might delay the effectiveness of this Order, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

7. Notwithstanding anything in the Application to the contrary, Province shall (i) to the extent that it uses the services of independent contractors or subcontractors (collectively, the “Contractors”) in these cases, pass through the cost of such Contractors at the same rate that Province pays the Contractors; (ii) seek reimbursement for actual costs only; (iii) ensure that the Contractors are subject to the same conflicts checks as required for Province; and (iv) file with this Court such disclosures required by Bankruptcy Rule 2014.

8. This Court shall retain jurisdiction over any and all matters arising from or relating to the interpretation or implementation of this Order.

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

In re:	)	Chapter 11
ROYAL INTERCO, LLC, <i>et al.</i> , ¹	)	Case No.: 25-10674 (TMH)
Debtors.	)	(Jointly Administered)
	)	Hearing Date: June 18, 2025, at 10:00 am (ET)
	)	Objection Deadline: May 29, 2025 at 4:00 pm (ET)

**NOTICE OF APPLICATION FOR ENTRY FOR AN ORDER AUTHORIZING AND
APPROVING THE EMPLOYMENT AND RETENTION OF PROVINCE, LLC AS
FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS EFFECTIVE AS OF APRIL 21, 2025**

PLEASE TAKE NOTICE that on May 15, 2025, The Official Committee of Unsecured Creditors (the “Committee”) filed the *Application for Entry For an Order Authorizing and Approving the Employment and Retention of Province, LLC as Financial Advisors to The Official Committee of Unsecured Creditors, Effective as of April 21, 2025*, (the “Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

PLEASE TAKE FURTHER NOTICE that if you oppose the Application or if you want the court to consider your views regarding the Application, you must file a written response with the Court detailing your objection or response by **May 29, 2025, at 4:00 p.m. (ET)**. You must also serve a copy of your response upon undersigned proposed counsel for the Committee.

PLEASE TAKE FURTHER NOTICE that the hearing on the Application is scheduled for **June 18, 2025 at 10:00 am (ET)** before the Honorable Thomas M. Horan, in Courtroom No. 7, 3rd Floor, in the United States Bankruptcy Court located at 824 N. Market Street, Wilmington, Delaware 19801.

IF YOU DO NOT TAKE THESE STEPS BY THE DEADLINE, THE COURT MAY

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal EIN, are as follows: Royal Interco, LLC (7913); Doubletree Paper Mills, L.L.C. (1830); Royal Paper, LLC (9937); and Sun Paper Company, LLC (7899). The Debtors’ mailing address is 711 North 17th Avenue, Phoenix, AZ 85007.

DECIDE THAT YOU DO NOT OPPOSE THE RELIEF SOUGHT IN THE MOTION AND MAY GRANT OR OTHERWISE DISPOSE OF THE MOTION BEFORE THE SCHEDULED HEARING DATE.

Dated: May 15, 2025

**GELLERT SEITZ BUSENKELL &
BROWN, LLC**

/s/ Michael Busenkell

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Michael Van Gorder (DE 6214)
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*Proposed Counsel to the Official Committee of
Unsecured Creditors*

CERTIFICATE OF SERVICE

I hereby certify that on May 15, 2025, I caused a true and correct copy of the foregoing --
Application for Entry For an Order Authorizing and Approving the Employment and Retention of
Province, LLC as Financial Advisors to The Official Committee of Unsecured Creditors, Effective
as of April 21, 2025 to be electronically filed and served via CM/ECF to all parties requesting
electronic service in this case.

Dated: May 15, 2025

/s/ Michael Busenkell
Michael Busenkell (DE 3933)