Hearing date: December 14, 2021 at 2:00 p.m.
Objection date: December 7, 2021 at 4:00 p.m.

Mayerson & Hartheimer, PLLC.
Sandra E. Mayerson, Esq.
David H. Hartheimer, Esq.
845 Third Avenue, 11th Floor
New York, NY 10022[1]
Tel: (646) 778-4380
Fax: (646) 778-4384
sandy@mhlaw-ny.com
david@mhlaw-ny.com

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:	Chapter 11
RM BAKERY LLC, et al.,[2]	Case No. 20-11422 (MG)
Debtors.	(Jointly Administered)

NOTICE OF HEARING ON FIRST AND FINAL FEE APPLICATION FOR ALLOWANCE AND PAYMENT OF FEES TO VERNON CONSULTING, INC., AS THE ACCOUNTANT AND FINANCIAL ADVISOR TO THE DEBTORS, FROM JUNE 15, 2020 THROUGH JUNE 15, 2021

PLEASE TAKE NOTICE, that on December 14, 2021 at 2:00 p.m. (Prevailing Eastern Time), or soon thereafter as counsel can be heard, a hearing (the "**Hearing**") will be held before the Honorable Martin Glenn, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004, to consider the First and Final Fee Application (the "**Application**") of Vernon Consulting, Inc.

[1] During the coronavirus pandemic, please address all mail to: 48 Seneca Street, Dobbs Ferry, NY 10522.
[2] The Debtors in these Chapter 11 Cases and the last four digits of each Debtor's taxpayer identification number are as follows: RM Bakery LLC (7954) and BKD Group LLC (0624).

("**VCI**") for Allowance and Payment of Fees to VCI, as the Accountant and Financial Advisor to the Debtors, from June 15, 2020 through June 15, 2021.

PLEASE TAKE FURTHER NOTICE that objections to the Application or the requested relief therein, if any, (i) shall be made in writing, (ii) shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, (iii) shall set forth the basis for the response or objection and the specific grounds therefore, and (iv) shall be filed with the Court electronically in accordance with General Order M-399 by registered users of the Court's filing system (the User's Manual for the Electronic Case Filing System can be found at http://www.nysb.uscourts.gov), with a copy emailed to the Court at mg.chambers@nysb.uscourts.gov so as to be actually received no later than December 7, 2021 at 4:00 p.m. (Prevailing Eastern Time) (the "**Objection Deadline**"), and served upon (i) VCI, Attn. Laura W. Patt, 344 E. 65th Street, Suite 3C, New York, NY 10065, lpatt@vernonconsulting.com (ii) the Debtors, c/o RM Bakery LLC, 220 Coster St., Bronx, New York, 10474, Attn. Mark Rimer (iii) Counsel for the Debtors, Mayerson & Hartheimer, PLLC, 48 Seneca St., Dobbs Ferry, NY 10522 (Attn: Sandra E. Mayerson, Esq. and David H. Hartheimer, Esq.); (iv) the Office of the U.S. Trustee, 201 Varick Street, Room 1006, New York, NY 10014 (Attn: Richard Morrissey, Esq.); (v) FS Lender 2015 LLC, 220 E. 42nd St., 29th Floor, NY, NY 10016, (the DIP Lender); (vi) Counsel to FS Lender 2015 LLC, Dov R. Kleiner, Kleinberg Kaplan, 500 5th Avenue, New York, NY 10110; (vii) Counsel to Pacific Western Bank, Successor by Merger to Square 1 Bank, Brett S. Moore Esq. and Kelly D. Curtin, Esq., Porzio, Bromberg & Newman, P.C., 156 West 56th Street, Suite 803, New York, NY 10019-3800, and (viii) all persons and entities that have formally appeared and requested service in these cases pursuant to Bankruptcy Rule 2002.

PLEASE TAKE FURTHER NOTICE, in light of the Covid-19 pandemic, the Hearing of objections to the Motion, if any, will only be conducted via Zoom for Government. Any party wishing to participate at such hearing must make arrangements through the Court's website at https://www.nysb.uscourts.gov. Instructions for participation via Zoom for Government are on the Court's website.

PLEASE TAKE FURTHER NOTICE that if you do not timely file and serve a written objection to the relief requested in the Application, the Bankruptcy Court may deem any opposition waived, treat the Application as conceded, and enter the Order granting the relief requested in the Application without further notice or hearing.

Dated: New York, New York
November 23, 2021

MAYERSON & HARTHEIMER, PLLC

by: */s/ David H. Hartheimer*

David H. Hartheimer, Esq.
Sandra E. Mayerson, Esq.
Mayerson & Hartheimer, PLLC
845 Third Avenue, 11th Floor
New York, NY 10022
Tel: (646) 778-4380
Fax: (646) 778-4384
david@mhlaw-ny.com
sandy@mhlaw-ny.com

Counsel for Debtors and Debtors-in Possession

Vernon Consulting Inc.
344 East 65th Street, #3C
New York, New York
(212) 861-7109
lpatt@vernonconsulting.com

Hearing Date: December 14, 2021 at 2:00 p.m.
Objection Date: December 7, 2021 at 4:00 p.m.

UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

In re: **RM BAKERY LLC**, *et al.* Debtors.[1]	Chapter 11 Case No. 20-11422 (MG) (Joint Administered)

FIRST AND FINAL FEE APPLICATION FOR ALLOWANCE AND PAYMENT OF FEES TO VERNON CONSULTING, INC, AS THE ACCOUNTANT AND FINANCIAL ADVISOR TO THE DEBTORS FROM JUNE 15 , 2020 THROUGH JUNE 15, 2021

Name of Applicant:	VERNON CONSULTING INC.
Authorized to Provide Professional Services to:	Financial Advisor and Accountant To the Debtors
Date of Retention:	Approved August 24, 2021 *nunc pro tunc to June 15, 2020*
Period for which compensation and reimbursement is sought:	June 15, 2020 – June 15, 2021
Total amount of compensation sought as actual and necessary this fee period:	$ 38,130.00
Total amount of expense reimbursement sought as actual and necessary this fee period:	$ 0.00
Total fees and expenses sought this fee period:	$ 38,130.00
Total amount of compensation paid as actual and necessary this fee period:	$ 0.00

[1] The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: RM Bakery LLC (7954) and BKD Group LLC (0642).

Total amount of expenses paid as actual and necessary this fee period:	$	0.00
Blended Rate per hour during this fee period:	$	392.69

This is the applicant's final fee application.

SECTION I
FEE SUMMARY

Final Fee Application Covering the Period June 15, 2020 – June 15, 2021

Total Previous Fees and Expenses Requested:	$	0.00
Total Fees and Expenses Allowed to Date:	$	0.00
Total Retainer (if applicable):	$	0.00
Total Holdback (if applicable):	$	0.00
Total Received by Applicant this period:	$	0.00

Prior Fee Applications and Summary of Compensation and Expenses

Application	Period	Date Filed	Amount of Compensation/ Expenses Sought	Amount of Compensation/ Expenses Awarded
NONE	N/A	N/A	N/A	0.00
				0.00

Compensation by Matter*

Matter Number	Matter Description	Total Hours	Total Fees
1	Accounting*	2.2	$ 367.50
2	Business Operations	1.5	637.50
3	Case Administration	86.4	34,192.50
4	Claims Administration	2.3	977.50
5	Employment/Fee Application	1.1	467.50
6	Tax Issues	3.6	1,487.50
Total		**97.1**	**$ 38,130.00**

*Hourly Billing Rates reflect a special discounted rate of $175 per hour for non-technical accounting, auditing, or tax preparation per the Engagement Letter.

SECTION II – SUMMARY OF PROFESSIONALS RENDERING SERVICES FROM JUNE 15 , 2020 THROUGH JUNE 15, 2021

The Professionals of Vernon Consulting who rendered professional services in these Chapter 11 Cases during the Fee Period are:

Professional Person	Position	Hourly Billing Rate*	Total Billed Hours	Total Compensation
Laura W. Patt	Managing Director	$ 425.00 (Prof.)	88.4	$ 37,570.00
		$175.00 (Accounting)	3.2	560.00
		$0.00 (No Charge)	5.5	0.00
Totals for Professionals			**97.1**	**$ 38,130.00**

SECTION III – EXPENSE SUMMARY
JUNE 15 , 2020 THROUGH JUNE 15, 2021

Expense Categories	Amount
Total	**$ 0.00**

Total Fees	$ 38,130.00
Total Expenses	0.00
Sub-Total	$ 38,130.00

Vernon Consulting, Inc.
344 East 65th Street, #3C
New York, New York
(212) 861-7109
lpatt@vernonconsulting.com
Accountant and Financial Advisor for the Debtor

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re: **RM BAKERY LLC**, *et al.*	Chapter 11
Debtors.[2]	Case No. 20-11422 (MG) (Jointly Administered)

FIRST AND FINAL FEE APPLICATION FOR ALLOWANCE AND PAYMENT OF FEES TO VERNON CONSULTING, INC, AS THE ACCOUNTANT AND FINANCIAL ADVISOR TO THE DEBTORS FROM JUNE 15 , 2020 THROUGH JUNE 15, 2021

Pursuant to Sections 330 and 331 of the United States Bankruptcy Code, 11 U.S.C.§ 101 et. seq., Rule 2016 of the Federal Rules of Bankruptcy Procedure, Local Bankruptcy Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York, the Order Authorizing the Retention of Vernon Consulting, Inc. as the Accountant and Financial Advisor to the Debtors effective as of June 15, 2020 [Docket No. 176]. Vernon Consulting, Inc. (hereinafter referred to "VCI" or the "Applicant") presents this First and Final Fee Application (the "Application") for Allowance of Compensation and Reimbursement of Expenses for services performed and expenses incurred during the June 15, 2020 – June 15, 2021 (the "Application Period"). The Applicant seeks payment and allowance of compensation in the

[2] The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: RM Bakery LLC (7954) and BKD Group LLC (0642).

amount of $38,130.00. In support of this Application, the Applicant respectfully states as follows:

BACKGROUND

1. On June 15, 2020 (the "Petition Date"), the Debtors filed a petition for relief under chapter 11 of the United States Code (the "Bankruptcy Code").

2. RM Bakery LLC and its and its debtor affiliate BKD Group LLC (the “Debtors”) operate a wholesale artisanal bread and pastry bakery business in New York. The Debtors operated their business as debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. On August 24, 2021, the Bankruptcy Court entered an Order authorizing the retention and employment of VCI as the Accountant and Financial Advisor to the Debtors [Doc. 176]. A copy of the Order is attached hereto as **Exhibit A.**

4. In support of the Application, VCI submits the certification of Laura W. Patt, attached hereto as **Exhibit B**.

JURISDICTION AND VENUE

5. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C.§§ 157 and 1334. Consideration of this motion is a core proceeding pursuant to 28 U.S.C.§ 157(b).

6. Venue is proper before this Court pursuant to 28 U.S.C.§§ 1408 and 1409. The statutory predicates for the relief sought herein are §§330 and 331 and 333 of the Bankruptcy Code, as supplemented by Fed. R. Bankr. P. 2016.

RELIEF REQUESTED

7. By this application, VCI seeks an allowance of fees in the amount of $38,130.00 for professional services rendered during the Application Period.

8. The services performed by VCI Professionals during the Application Period are detailed in **Exhibit C**. In submitting such detail, VCI does not intend to waive any privilege or doctrine, including the attorney-client privilege, work product or other similar privilege or doctrine. All services for which compensation is requested by the Applicant were performed for and/or on behalf of the Debtor, and there are no agreements or understandings for the sharing of any compensation with parties outside of the Applicant's Firm. VCI further states that there has been no unnecessary duplication of work for which compensation is requested.

9. **Exhibit C** is a summary covering all the services performed by Applicant with respect to this matter during the Compensation Period. This detailed itemization complies with Local Bankruptcy Rule in that each time entry contains a separate time allotment, a description of the type of activity and the subject matter of the activity; all time is billed in increments of one-tenth of an hour; the time entries are presented chronologically in categories; and all meetings or hearings are individually identified.

PROFESSIONAL SERVICES RENDERED

10. Following is the detailed itemization, by task category, of all services performed by Applicant with respect to this matter during the Compensation Period.

11. The Applicant has divided its time into the following categories:

a) **Accounting (2.2 Hours - $367.50)** This category includes time spent involving non-technical accounting, billed by Professionals at reflect a special discounted rate of $175 per hour.

b) **Business Operations (1.5 Hours - $637.50**) Time billed to this category includes time related to issues related to debtor-in-possession operating in chapter 11 such as employee, vendor, tenant issues and other similar problems.

c) **Case Administration (86.4 Hours - $34,192.50)** This category includes time spent in coordination and compliance matters including preparation of statement of financial affairs; schedules; list of contracts; United States Trustee interim statements and operating reports; contacts with the United States Trustee; general creditor inquiries.

d) **Claims Administration (2.3 Hours - $977.50)** This category includes time spent involving specific claim inquires; bar date motions; analyses, objections and allowances of claims.

e) **Employment/Fee Application (1.1 Hours - $467.50)** This category includes the preparation and/or review of employment and fee applications for self or others; motions to establish interim procedures.

f) **Tax Issues (3.6 Hours - $1,487.50)** Time billed to this category represents analysis of tax issues.

12. Attached hereto as **Exhibit D** is the engagement agreement between the Debtors and the Applicant, which details the terms of the employment agreement, including the hourly rates, and scope of services.

CONCLUSION

13. No prior application has been made to this or any other Court for this Application Period or for the allowance of fees and disbursements sought herein.

14. In light of the foregoing, VCI respectfully requests that it be granted a final allowance and payment of $38,130.00 for professional services rendered, and be granted such other and further relief as the Court may deem just and proper.

Dated: November 22, 2021
New York, NY

Respectfully submitted,

By: */s/ Laura W. Patt*
Laura W. Patt
Vernon Consulting, Inc.
344 East 65th St, Suite 3C
New York, NY 10065
Tel: (917) 822-7578
lpatt@vernonconsulting.com

EXHIBIT A

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re: **RM BAKERY LLC**, *et al.*	Chapter 11
Debtors.[1]	Case No. 20-11422 (MG) (Joint Administered)

ORDER AUTHORIZING THE RETENTION OF VERNON CONSULTING, INC, AS ACCOUNTANT AND FINANCIAL ADVISOR TO THE DEBTORS *NUNC PRO TUNC*

Upon the application (the "**Application**") of the above-captioned debtors and debtors-in-possession (the "**Debtors**"), for entry of an order, pursuant to bankruptcy Code sections 327(a), bankruptcy Rules 2014(a), and 2016 and Local Rules 2014-1 and 2016-1, authorizing the employment and retention of Vernon Consulting, Inc. ("**VCI**") as financial advisor and accountant for the Debtors; and the Court having reviewed the Application, the Patt Declaration, and the Rimer Declaration, and determined that VCI does not hold or represent any interest adverse to the Debtors or their estates, that it is a "disinterested person" as the term is defined in Bankruptcy Code section 101(14); and that its employment is necessary and in the best interest of the Debtors' estates, creditors, and other parties in interest; and due and sufficient notice of the Application having been given under the particular circumstances; and it appearing that no other or further notice need be provided; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

[1] The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: RM Bakery LLC (7954) and BKD Group LLC (0642).

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Application is GRANTED to the extent provided herein.

2. Pursuant to Bankruptcy Code sections 327(a), the Debtors, as debtors and debtors-in-possession, are authorized to employ and retain VCI as its financial advisor and accountant effective as of the Petition Date, upon the terms and for the purposes set forth in the Application and the Engagement Agreement and to perform the professional services set forth in the Application and the Engagement Agreement.

3. Vernon Consulting, Inc., shall be compensated in accordance with section 330 and 331 of the Bankruptcy Code, the applicable provisions of the Bankruptcy Rules, the Local Rules, and any orders entered in these cases governing professional compensation and reimbursement for services rendered and charges and disbursements incurred.

4. Ten (10) business days' notice must be provided by Vernon Consulting, Inc. to the Debtors, the United States Trustee and any official committee prior to any increase in the rate set forth in the Application, Patt declaration and the Engagement Letter, and such notice must be filed with the Court.

5. To the extent the Application, the Patt Declaration, and the Engagement Letter are inconsistent with this Order, the terms of this Order shall govern.

6. Notwithstanding anything in the Application, the Patt Declaration, or the Engagement Letter to the contrary, Vernon Consulting, Inc. shall (i) to the extent that Vernon Consulting, Inc. uses the services of independent contractors, subcontractors or employees of foreign affiliates or subsidiaries (collectively, the "**Contractors**") in these cases, VCI shall pass through the cost of such Contractors to the Debtors at the same rate that VCI pays the Contractor; (ii) seek reimbursement for actual costs only; and (iii) ensure that the Contractors are subject to

the same conflicts checks as required for VCI and (iv) shall file with the Court such disclosures required by Bankruptcy Rule 2014.

7. Such other services as may be requested by the Debtors and agreed by VCI shall be subject to separate approval by Court order.

8. Notwithstanding anything to the contrary in the Engagement Letter, the indemnification provisions are hereby modified and restated in their entirety as follows:

a. All requests of VCI for payment of indemnity pursuant to the Engagement Letter shall be made by means of application (interim or final as the case may be) and shall be subject to review by the Court to ensure that payment of such indemnity conforms to the terms of the Engagement Letter and is reasonable based upon the circumstances of the litigation or settlement in respect of which indemnity is sought, provided, however, that in no event shall VCI be indemnified in the case of its own bad faith, self-dealing, breach of fiduciary duty (if any), gross negligence or wilful misconduct.

b. In the event that VCI seeks reimbursement from the Debtors for reasonable attorneys' fees in connection with a request by VCI for payment of indemnity pursuant to the Engagement Letter, as modified by this Order, the invoices and supporting time records from such attorneys shall be included in VCI's own application (both interim and final) and such invoices and time records shall be subject to the Fee Guidelines and the approval of the Court under the standards of section 330 and 331 of the Bankruptcy Code without regard to whether such attorney has been retained under section 327 of the Bankruptcy Code and without regard to whether such attorneys' services satisfy section 330(a)(3)(C) of the Bankruptcy Code.

c. VCI shall not be entitled to reimbursement by the Debtors for any fee, disbursement and other charges of VCI's counsel other than those incurred in connection with the requests of VCI for payment of indemnity.

9. Notwithstanding any provision to the contrary in the Engagement Letter, any dispute relating to the services provided by VCI shall be referred to arbitration consistent with the terms of the Engagement Letter only to the extent that this court does not have, retain or exercise jurisdiction over the dispute.

10. The court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

IT IS SO ORDERED.

Dated: August 24, 2021
New York, New York

/s/ Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge

EXHIBIT B

UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

In re: **RM BAKERY LLC**, *et al.* Debtors.[1]	Chapter 11 Case No. 20-11422 (MG) (Jointly Administered)

CERTIFICATION UNDER GUIDELINES FOR FEES AND DISBURSEMENTS FOR PROFESSIONALS WITH RESPECT TO THE FINAL FEE APPLICATION OF VERNON CONSULTING, INC AS ACCOUNTANT AND FINANCIAL ADVISOR TO THE DEBTOR, FOR ALLOWANCE AND PAYMENT OF COMPENSATION FOR SERVICES RENDERED FROM JUNE 15, 2020 THROUGH JUNE 20, 2021

I, Laura W. Patt, hereby certify that:

1. I am the President and Managing Director of Vernon Consulting, Inc. ("VCI"). I have personal knowledge of the facts set forth herein.

2. I submit this Certification in support of the Final Fee Application of VCI, as Financial Advisor and Accountant to the Debtor, for Allowance and payment of Compensation for the Period from June 15, 2020 through June 15, 2021 (the "Application").

3. I have read the Application and, to the best of my knowledge, information and belief, formed after reasonable inquiry (i) the Application complies with the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. section 330 effective January 30, 1996 (the "UST Guidelines"), Rule 2016 of the Bankruptcy Rules, and this Court's Interim Compensation Order; (ii) the fees and expenses

[1] The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: RM Bakery LLC (7954) and BKD Group LLC (0642).

requested therein are billed at rates and in accordance with practices customarily employed by VCI and generally accepted by VCI's clients; (iii) in providing a reimbursable service, VCI does not make a profit on that service, whether the service is performed by VCI in-house or through a third party; (iv) in charging for a reimbursable service, VCI does not include any amounts for amortization of the cost of any investment, equipment or capital outlay; and (v) in seeking reimbursement for a service which VCI justifiably purchased or contracted from a third party, VCI has requested reimbursement only for the amount billed to VCI by the third-party vendor and paid by VCI to such vendor.

4. There is no agreement or understanding between VCI and any other person, other than the members of VCI, for the sharing of compensation to be received for services rendered or to be rendered in the Chapter 11 Cases.

The Office of the United States Trustee, and the Chapter 11 Trustee will be served with a copy of the Application.

WHEREFORE, I declare that the above is true and correct to the best of my knowledge.

Dated: New York, NY
November 22, 2021.

/s/ Laura W. Patt
Laura W. Patt
Managing Director

EXHIBIT C

RM Bakery, LLC and BKD Group, LLC

Case Nos. 20-11422-MG & 20-11423- MG New York Southern District

Vernon Consulting, Inc.

Professionals: LWP- Laura W. Patt, Managing Director

Date	Debtor	Professional	Category	Description of Work Performed	Hours	Rate	Fee
06/15/20	RMB	LWP	Case Administration	Sch E - Employee Claims: information retrieval, analysis and (form) preparation.	0.4	$ 425.00	$ 170.00
06/15/20	Both	LWP	Case Administration	Inter-company Transfer reconciliation.	0.9	$ 425.00	382.50
06/15/20	RMB	LWP	Case Administration	SoFA & Sch. F - Credit Cards: 90-day and Insider Transfer Analysis, and (form) preparation.	0.5	$ 425.00	212.50
06/15/20	RMB	LWP	Case Administration	Interim revisions to Petition, Schedules, and Statements	1.1	$ 425.00	467.50
06/15/20	Both	LWP	Case Administration	Petition -Gather information and (form) preparation and revision	0.8	$ 425.00	340.00
06/15/20	Both	LWP	Case Administration	Sch G & H - Insurance: Contract review, schedule and (form) preparation.	0.5	$ 425.00	212.50
06/15/20	Both	LWP	Case Administration	Call with M. Rimer; re: Inter-company transfers and bank information.	0.4	$ 425.00	170.00
06/15/20	Both	LWP	Case Administration	Multiple calls and emails with S. Mayerson and/or D. Hartheimer; re: SoFA & Schedules - Revision of 1st draft petition, schedules, & SoFA , along with information needed professional fees.	3.3	$ 425.00	1,402.50
06/15/20	RMB	LWP	Case Administration	Sch G - Executory Contracts: Contract review, schedule and (form) preparation.	0.9	$ 425.00	382.50
06/15/20	RMB	LWP	Case Administration	Sch E - Priority Taxes - analysis and request for additional information	0.6	$ 425.00	255.00
06/15/20	RMB	LWP	Case Administration	Call with M. Rimer; re: information needed and accounting systems.	0.4	$ 425.00	170.00
06/15/20	Both	LWP	Case Administration	SoFA - Professional Fees -compile information, analysis, and (form) preparation.	0.7	$ 425.00	297.50
06/15/20	BKD	LWP	Case Administration		0.9	$ 425.00	382.50
06/15/20	RMB	LWP	Case Administration	Sch D - Review Leases and prepare/update (form).	1.2	$ 425.00	510.00
06/15/20	RMB	LWP	Case Administration	Sch A - Machinery and Equipment: analysis of capital leases and secured assets and prepare/update schedule A.	1.4	$ 425.00	595.00
06/15/20	RMB	LWP	Case Administration	Sch F - Update vendor information	1.0	$ 425.00	425.00
06/15/20	Both	LWP	Case Administration	Compile information.	1.1	N/C	-
06/16/20	Both	LWP	Case Administration	Creditors Matrix - update creditor types, verify amounts due	0.9	$ 425.00	382.50
06/16/20	BKD	LWP	Case Administration	SoFA - Q.4. - Compile information and analysis	1.6	$ 425.00	680.00
06/16/20	Both	LWP	Case Administration	Creditors Matrix - update creditor contacts	0.7	$ 425.00	297.50
06/16/20	Both	LWP	Case Administration	Creditors Matrix - Consolidated update/amend	1.4	$ 425.00	595.00
06/16/20	RMB	LWP	Case Administration	Sch E - Priority Taxes - complete analysis and update schedule	0.4	$ 425.00	170.00
06/16/20	Both	LWP	Case Administration	Telephone calls with N. Kosinski; re: Creditor Matrix, and Consolidated Top 25/30.	0.5	$ 425.00	212.50
06/16/20	RMB	LWP	Case Administration	Telephone calls with D. Hartheimer; re: Updates to Schedules and information for motions	2.4	$ 425.00	1,020.00

Date	Debtor	Professional	Category	Description of Work Performed	Hours		Rate	Fee
06/16/20	RMB	LWP	Case Administration	Telephone calls with S. Mayerson; re: Review of Schedules	2.3	$	425.00	977.50
06/16/20	BKD	LWP	Case Administration	Schedules - update Draft with revisions	1.3	$	425.00	552.50
06/16/20	BKD	LWP	Case Administration	Emails and telephone call with M. Rimer and S. Mayerson; re: filing information	0.6	$	425.00	255.00
06/16/20	BKD	LWP	Case Administration	SoFA - Q.4. - Complete analysis update SoFA	0.9	$	425.00	382.50
06/16/20	RMB	LWP	Case Administration	Sch D - Additional Leases analysis and update (form).	0.6	$	425.00	255.00
06/16/20	RMB	LWP	Case Administration	Sch A - Machinery and Equipment: update schedule A.	0.8	$	425.00	340.00
06/16/20	RMB	LWP	Case Administration	Sch D, E & F - Draft prepared with edits for final review	1.6	$	425.00	680.00
06/16/20	Both	LWP	Case Administration	Updates to SoFA and schedules and preparation of sub schedules	3.9		N/C	-
06/17/20	RMB	LWP	Case Administration	SoFA - Q.3. - Compile information and analysis	2.4	$	425.00	1,020.00
06/17/20	BKD	LWP	Case Administration	SoFA - Q.3. - Compile information and analysis	1.8	$	425.00	765.00
06/17/20	RMB	LWP	Case Administration	SoFA - Q.4. - Compile information and analysis	1.7	$	425.00	722.50
06/17/20	RMB	LWP	Case Administration	Revisions to Schedules; prepare Final Draft	1.9	$	425.00	807.50
06/17/20	BKD	LWP	Case Administration	Revisions to Schedules; prepare Final Draft	1.7	$	425.00	722.50
06/17/20	Both	LWP	Case Administration	Telephone calls with S. Mayerson; re: Review of Schedules, SoFA, etc.	1.5	$	425.00	637.50
06/17/20	Both	LWP	Case Administration	Telephone calls with D. Hartheimer; re: Information needed for motions.	0.4	$	425.00	170.00
06/17/20	Both	LWP	Case Administration	Telephone calls with M. Rimer; re: SoFA and Executory Contracts	0.3	$	425.00	127.50
06/18/20	Both	LWP	Case Administration	Finalize and perfect filing copies of Schedules	2.1	$	425.00	892.50
06/18/20	RMB	LWP	Case Administration	Finalize and perfect creditor filing matrix	0.3	$	425.00	127.50
06/18/20	Both	LWP	Case Administration	Finalize and perfect filing copies of SoFA	2.4	$	425.00	1,020.00
		LWP				$	425.00	-
06/18/20	RMB	LWP	Case Administration	SoFA - Q.3. - Complete analysis update SoFA	0.7	$	425.00	297.50
06/18/20	BKD	LWP	Case Administration	SoFA - Q.3. - Complete analysis update SoFA	0.8	$	425.00	340.00
06/18/20	RMB	LWP	Case Administration	SoFA - Q.4. - Complete analysis update SoFA	0.9	$	425.00	382.50
06/18/20	Both	LWP	Case Administration	Telephone calls with D. Hartheimer; re: filing schedules & SoFA, motions	2.1	$	425.00	892.50
06/18/20	Both	LWP	Accounting	Telephone calls and emails with M. Rimer; re: Accounting Systems	1.0	$	175.00	175.00
06/18/20	Both	LWP	Case Administration	Telephone calls and emails with N. Kosinski; re: Creditors	0.2	$	425.00	85.00
06/18/20	Both	LWP	Case Administration	Telephone calls with Bankruptcy forms preparation company to make edits in programs to present correctly.	1.1	$	175.00	192.50
06/19/20	Both	LWP	Accounting	Telephone calls and emails with M. Rimer; re: Accounting Systems	0.1		N/C	-

Date	Debtor	Professional	Category	Description of Work Performed	Hours		Rate	Fee
06/22/20	RMB	LWP	Business Operations	Calculation of Health Insurance due per Debtor/Non-Debtor	0.2	$	425.00	85.00
06/22/20	RMB	LWP	Business Operations	Emails related to wages motion	0.2	$	425.00	85.00
06/22/20	RMB	LWP	Business Operations	Telephone calls with D. Hartheimer; re: Information needed for wages motion, health insurance.	1.1	$	425.00	467.50
06/23/20	Both	LWP	Case Administration	Prepared Combined Top 40 Unsecured Creditors List	0.3	$	425.00	127.50
06/23/20	Both	LWP	Case Administration	Calls and emails with N. Kosinski; re: Creditor information for noticing.	0.2	$	425.00	85.00
06/24/20	Both	LWP	Case Administration	Emails with N. Kosinski; re: All Creditors	0.2	$	425.00	85.00
06/25/20	RMB	LWP	Case Administration	Call with D. Hartheimer; re: EE Expenses and review.	0.2		N/C	-
06/26/20	RMB	LWP	Case Administration	Calls and emails with D. Hartheimer; re: EE Expenses.	0.4	$	425.00	170.00
06/26/20	RMB	LWP	Case Administration	Call with M. Rimer and D. Wilcznski; re: EE Expenses	0.2	$	425.00	85.00
06/26/20	Both	LWP	Employment/ Fee Application	Prepare Employment Application, Declaration and all Exhibits	1.1	$	425.00	467.50
07/02/20	Both	LWP	Case Administration	Emails with M. Rimer; re: Monthly Operating Reports - Information needed and forms	0.2	$	425.00	85.00
07/03/20	Both	LWP	Case Administration	Emails with S. Mayerson and D. Hartheimer; re: creditors	0.1	$	425.00	42.50
		LWP	Case Administration			$	425.00	-
07/07/20	Both	LWP	Case Administration	Calls and emails with D. Hartheimer; re: Provided filing copies	0.5	$	425.00	212.50
07/09/20	Both	LWP	Case Administration	Telephone calls with M. Rimer; re: Monthly Operating Reports	0.5	$	425.00	212.50
07/14/20	Both	LWP	Case Administration	Telephone calls with M. Rimer; re: Monthly Operating Reports	1.9	$	425.00	807.50
07/15/20	Both	LWP	Case Administration	Monthly Operating Report - review, redact, and compile filing copies	0.4	$	425.00	170.00
07/15/20	Both	LWP	Case Administration	Telephone calls with M. Rimer; re: Monthly Operating Reports	0.2	$	425.00	85.00
07/17/20	Both	LWP	Case Administration	Calculation of UST Fees	0.1	$	425.00	42.50
07/22/20	Both	LWP	Case Administration	Calls and emails with D. Hartheimer; re: Post- Petition Insurance	0.3	$	425.00	127.50
07/22/20	BKD	LWP	Case Administration	Prepare Amended Sch F & H	0.3	$	425.00	127.50
08/11/20	RMB	LWP	Case Administration	Begin preparation of MOR-4	0.8	$	425.00	340.00
08/13/20	RMB	LWP	Case Administration	Finalize MOR-4; redact attachments; Review complete MOR	0.9	$	425.00	382.50
08/14/20	RMB	LWP	Case Administration	Telephone call with M. Rimer; re: Monthly Operating Reports	0.2	$	425.00	85.00
08/14/20	Both	LWP	Case Administration	Revisions to MORs	0.1	$	425.00	42.50
08/26/20	RMB	LWP	Case Administration	Telephone call and email with D. Hartheimer; re: leases	0.2	$	425.00	85.00
09/22/20	RMB	LWP	Tax Issues	Review information previously received re: Pre-Petition Tax Liabilities	0.2	$	425.00	85.00

Date	Debtor	Professional	Category	Description of Work Performed	Hours		Rate	Fee
09/22/20	RMB	LWP	Tax Issues	Telephone call with M. Rimer; re: Taxing Authorities	0.4	$	425.00	170.00
09/29/20	RMB	LWP	Tax Issues	Telephone call with D. Hartheimer and emails to M. Rimer, S. Mayerson, and D. Hartheimer; re: Taxing Authorities	0.3	$	425.00	127.50
10/13/20	BKD	LWP	Case Administration	Review August MOR	0.1	$	425.00	42.50
10/13/20	RMB	LWP	Case Administration	Finalize August MOR-4; redact attachments; Review complete MOR	1.1	$	425.00	467.50
10/27/20	RMB	LWP	Claims Administration	Analysis of Taxing Authorities' claims filed to date.	0.2	$	425.00	85.00
10/27/20	RMB	LWP	Claims Administration	Telephone call M. Rimer, S. Mayerson, and D. Hartheimer; re: Taxing Authorities claims	0.4	$	425.00	170.00
10/30/20	BKD	LWP	Case Administration	Redact, Compile and Review September MOR.	0.5	$	425.00	212.50
10/30/20	RMB	LWP	Case Administration	Prepare MOR-4 for September.	0.9	$	425.00	382.50
11/01/20	RMB	LWP	Accounting	Redacted bank statements and compiled for filing	0.3	$	175.00	52.50
11/04/20	Both	LWP	Claims Administration	Prepared and provided supporting information to object to IRS Proof of Claim	0.3	$	425.00	127.50
12/22/20	Both	LWP	Claims Administration	Emails and Texts with D. Hartheimer; re: IRS Claims	0.2	$	425.00	85.00
01/08/21	RMB	LWP	Accounting	Attempted access to Accounting records; records moved; redacted three months of bank statements multiple accounts.	0.8	$	175.00	140.00
01/08/21	Both	LWP	Case Administration	Call with M. Rimer; re: MORs	0.3	$	425.00	127.50
01/11/21	RMB	LWP	Case Administration	Call with M. Rimer; re: MORs	0.1	$	425.00	42.50
01/11/21	RMB	LWP	Case Administration	Prepare MOR-4 for October, and November, and split A/Rs into pre and post petition for MOR-1 for September, October, and November MOR	3.8	$	425.00	1,615.00
01/11/21	RMB	LWP	Case Administration	Compile and Review September, October, and November MORs.	0.9	$	425.00	382.50
01/11/21	BKD	LWP	Case Administration	Revise and Compile October, and November MORs.	0.4	$	425.00	170.00
01/22/21	RMB	LWP	Tax Issues	Email to T. Isokpan; re: PEO Returns - verification of authority.	0.1	$	425.00	42.50
01/22/21	RMB	LWP	Tax Issues	Download and review PEO tax returns	0.2	$	425.00	85.00
01/22/21	RMB	LWP	Tax Issues	Email to T. Isokpan; re: PEO Returns - additional quarter needed	0.1	$	425.00	42.50
02/01/21	RMB	LWP	Claims Administration	Telephone call M. Rimer, S. Mayerson, and D. Hartheimer; re: Taxing Authorities claims	0.6	$	425.00	255.00
02/01/21	RMB	LWP	Claims Administration	Telephone call and email to S. Feliu; re: IRS Tax Claim	0.4	$	425.00	170.00
02/01/21	RMB	LWP	Tax Issues	Emails with D. Wilcznski and M. Rimer; re: document production	0.1	$	425.00	42.50
02/02/21	RMB	LWP	Tax Issues	Inventory Tax returns received.	0.3	$	425.00	127.50
02/02/21	RMB	LWP	Tax Issues	Telephone calls with S. Feliu; re: IRS Tax Claim	0.4	$	425.00	170.00
02/02/21	Both	LWP	Tax Issues	Prepare Forms 2848	0.1	$	425.00	42.50
02/02/21	RMB	LWP	Tax Issues	Emails with D. Wilcznski and M. L; re: IRS document production, missing documents	0.2	$	425.00	85.00
02/02/21	RMB	LWP	Tax Issues	Email with M. Rimer; re: power of attorney forms.	0.1	$	425.00	42.50
02/02/21	RMB	LWP	Tax Issues	Prepare cover letter, compile, and faxed (multiple faxes) information to the S. Feliu; re: IRS Payroll Tax	0.3	$	425.00	127.50
02/13/21	Both	LWP	Tax Issues	Email with S. Feliu; re; Update status of claim; forward copy of same to M. Rimer, S. Mayerson, & D. Hartheimer.	0.1	$	425.00	42.50

Date	Debtor	Professional	Category	Description of Work Performed	Hours		Rate	Fee
02/15/21	RMB	LWP	Case Administration	Reviewed revisions requested of October and November MORS, emails to M. Rimer and S. Mayerson for additional information.	0.2	$	425.00	85.00
02/16/21	Both	LWP	Tax Issues	Telephone call with S. Feliu; re: IRS Tax Claim; reviewed information sent to revise claim, including F941 Sch R	0.5	$	425.00	212.50
02/16/21	RMB	LWP	Tax Issues	Email to M. Rimer, S. Mayerson, and D. Hartheimer; re: tax claim	0.1		N/C	-
02/16/21	RMB	LWP	Case Administration	Email from M. Rimer; re: MORs; Email to M. Rimer and S. Mayerson; re: revisions	0.2	$	425.00	85.00
02/16/21	RMB	LWP	Case Administration	Review MORs, initial edits	0.2	$	425.00	85.00
02/16/21	RMB	LWP	Tax Issues	Received and reviewed Fax with update Tax Claim and forwarded to M. Rimer and S. Mayerson.	0.1	$	425.00	42.50
02/18/21	RMB	LWP	Case Administration	Revise and Compile October, and November MORs - MOR-2, MOR-3, MOR-4, MOR-5, MOR-6, and MOR-7.	2.7	$	425.00	1,147.50
02/18/21	Both	LWP	Case Administration	Calculate and reconcile US Trustee Fees	0.2	$	425.00	85.00
02/18/21	Both	LWP	Case Administration	Telephone call with D. Hartheimer and emails to M. Rimer, S. Mayerson, and D. Hartheimer; re: MOR Accruals	0.5	$	425.00	212.50
02/22/21	RMB	LWP	Case Administration	Revisions to accruals October, and November MORs; telephone call with D. Hartheimer (.3).	1.3	$	425.00	552.50
02/23/21	RMB	LWP	Case Administration	Finalized October and November 2020 MORS; call with D. Hartheimer (.2)	0.4	$	425.00	170.00
02/24/21	RMB	LWP	Case Administration	Edits to December MOR(.1); spoke with D.Hartheimer (.1)	0.2	$	425.00	85.00
03/01/21	Both	LWP	Case Administration	Email to M. Rimer, and D. Hartheimer; re: scheduling and availability	0.1		N/C	-
03/04/21	BKD	LWP	Case Administration	Redact, Compile and Review December 2020, January 2021, and February 2021 MOR.	1.5	$	425.00	637.50
03/08/21	BKD	LWP	Case Administration	Revise and finalized December 2020, January 2021, and February 2021 MOR.	0.6	$	425.00	255.00
04/20/21	RMB	LWP	Claims Administration	Email to M. Rimer, S. Mayerson, and D. Hartheimer; re: amended tax claim and ERTC	0.2	$	425.00	85.00
05/03/21	RMB	LWP	Case Administration	Prepared January 2021 MOR-4 and MOR-6, and review.	1.6	$	425.00	680.00
05/04/21	RMB	LWP	Case Administration	Prepared February 2021 MOR-4 and MOR-6, and review.	1.7	$	425.00	722.50
05/06/21	RMB	LWP	Case Administration	Revisions to January and February MOR-1	0.4	$	425.00	170.00
Total Professional Fees					**97.1**			**$ 38,130.00**

EXPENSES

Date	Professional	Category	Description of Expense	Cost	Amount Charged
Total Expenses					-
Total Professional Fees and Expenses					**$ 38,130.00**

RM Bakery, LLC and BKD Group, LLC
Case Nos. 20-11422-MG & 20-11423- MG New York Southern District
Vernon Consulting, Inc.
Professionals: LWP- Laura W. Patt, Managing Director

Date	Debtor	Professional	Category	Description of Work Performed	Hours	Rate	Fee
Accounting							
06/18/20	Both	LWP	Accounting	Telephone calls and emails with M. Rimer; re: Accounting Systems	1.0	$ 175.00	$ 175.00
06/19/20	Both	LWP	Accounting	Telephone calls and emails with M. Rimer; re: Accounting Systems	0.1	N/C	-
11/01/20	RMB	LWP	Accounting	Redacted bank statements and compiled for filing	0.3	$ 175.00	52.50
01/08/21	RMB	LWP	Accounting	Attempted access to Accounting records; records moved; redacted three months of bank statements multiple accounts.	0.8	$ 175.00	140.00
Accounting Total					2.2		$ 367.50
Business Operations							
06/22/20	RMB	LWP	Business Operations	Calculation of Health Insurance due per Debtor/Non-Debtor	0.2	$ 425.00	85.00
06/22/20	RMB	LWP	Business Operations	Emails related to wages motion	0.2	$ 425.00	85.00
06/22/20	RMB	LWP	Business Operations	Telephone calls with D. Hartheimer; re: Information needed for wages motion, health insurance.	1.1	$ 425.00	467.50
Business Operations Total					1.5		$ 637.50
Case Administration							
06/15/20	RMB	LWP	Case Administration	Sch E - Employee Claims: information retrieval, analysis and (form) preparation.	0.4	$ 425.00	$ 170.00
06/15/20	Both	LWP	Case Administration	Inter-company Transfer reconciliation.	0.9	$ 425.00	382.50
06/15/20	RMB	LWP	Case Administration	SoFA & Sch. F - Credit Cards: 90-day and Insider Transfer Analysis, and (form) preparation.	0.5	$ 425.00	212.50
06/15/20	RMB	LWP	Case Administration	Interim revisions to Petition, Schedules, and Statements	1.1	$ 425.00	467.50
06/15/20	Both	LWP	Case Administration	Petition -Gather information and (form) preparation and revision	0.8	$ 425.00	340.00
06/15/20	Both	LWP	Case Administration	Sch G & H - Insurance: Contract review, schedule and (form) preparation.	0.5	$ 425.00	212.50
06/15/20	Both	LWP	Case Administration	Call with M. Rimer; re: Inter-company transfers and bank information.	0.4	$ 425.00	170.00
06/15/20	Both	LWP	Case Administration	Multiple calls and emails with S. Mayerson and/or D. Hartheimer; re: SoFA & Schedules - Revision of 1st draft petition, schedules, & SoFA , along with information needed professional fees.	3.3	$ 425.00	1,402.50
06/15/20	RMB	LWP	Case Administration	Sch G - Executory Contracts: Contract review, schedule and (form) preparation.	0.9	$ 425.00	382.50
06/15/20	RMB	LWP	Case Administration	Sch E - Priority Taxes - analysis and request for additional information	0.6	$ 425.00	255.00
06/15/20	RMB	LWP	Case Administration	Call with M. Rimer; re: information needed and accounting systems.	0.4	$ 425.00	170.00
06/15/20	Both	LWP	Case Administration	SoFA - Professional Fees -compile information, analysis, and (form) preparation.	0.7	$ 425.00	297.50
06/15/20	BKD	LWP	Case Administration		0.9	$ 425.00	382.50
06/15/20	RMB	LWP	Case Administration	Sch D - Review Leases and prepare/update (form).	1.2	$ 425.00	510.00
06/15/20	RMB	LWP	Case Administration	Sch A - Machinery and Equipment: analysis of capital leases and secured assets and prepare/update schedule A.	1.4	$ 425.00	595.00

Date	Debtor	Professional	Category	Description of Work Performed	Hours		Rate	Fee
06/15/20	RMB	LWP	Case Administration	Sch F - Update vendor information	1.0	$	425.00	425.00
06/15/20	Both	LWP	Case Administration	Compile information.	1.1		N/C	-
06/16/20	Both	LWP	Case Administration	Creditors Matrix - update creditor types, verify amounts due	0.9	$	425.00	382.50
06/16/20	BKD	LWP	Case Administration	SoFA - Q.4. - Compile information and analysis	1.6	$	425.00	680.00
06/16/20	Both	LWP	Case Administration	Creditors Matrix - update creditor contacts	0.7	$	425.00	297.50
06/16/20	Both	LWP	Case Administration	Creditors Matrix - Consolidated update/amend	1.4	$	425.00	595.00
06/16/20	RMB	LWP	Case Administration	Sch E - Priority Taxes - complete analysis and update schedule	0.4	$	425.00	170.00
06/16/20	Both	LWP	Case Administration	Telephone calls with N. Kosinski; re: Creditor Matrix, and Consolidated Top 25/30.	0.5	$	425.00	212.50
06/16/20	RMB	LWP	Case Administration	Telephone calls with D. Hartheimer; re: Updates to Schedules and information for motions	2.4	$	425.00	1,020.00
06/16/20	RMB	LWP	Case Administration	Telephone calls with S. Mayerson; re: Review of Schedules	2.3	$	425.00	977.50
06/16/20	BKD	LWP	Case Administration	Schedules - update Draft with revisions	1.3	$	425.00	552.50
06/16/20	BKD	LWP	Case Administration	Emails and telephone call with M. Rimer and S. Mayerson; re: filing information	0.6	$	425.00	255.00
06/16/20	BKD	LWP	Case Administration	SoFA - Q.4. - Complete analysis update SoFA	0.9	$	425.00	382.50
06/16/20	RMB	LWP	Case Administration	Sch D - Additional Leases analysis and update (form).	0.6	$	425.00	255.00
06/16/20	RMB	LWP	Case Administration	Sch A - Machinery and Equipment: update schedule A.	0.8	$	425.00	340.00
06/16/20	RMB	LWP	Case Administration	Sch D, E & F - Draft prepared with edits for final review	1.6	$	425.00	680.00
06/16/20	Both	LWP	Case Administration	Updates to SoFA and schedules and preparation of sub schedules	3.9		N/C	-
06/17/20	RMB	LWP	Case Administration	SoFA - Q.3. - Compile information and analysis	2.4	$	425.00	1,020.00
06/17/20	BKD	LWP	Case Administration	SoFA - Q.3. - Compile information and analysis	1.8	$	425.00	765.00
06/17/20	RMB	LWP	Case Administration	SoFA - Q.4. - Compile information and analysis	1.7	$	425.00	722.50
06/17/20	RMB	LWP	Case Administration	Revisions to Schedules; prepare Final Draft	1.9	$	425.00	807.50
06/17/20	BKD	LWP	Case Administration	Revisions to Schedules; prepare Final Draft	1.7	$	425.00	722.50
06/17/20	Both	LWP	Case Administration	Telephone calls with S. Mayerson; re: Review of Schedules, SoFA, etc.	1.5	$	425.00	637.50
06/17/20	Both	LWP	Case Administration	Telephone calls with D. Hartheimer; re: Information needed for motions.	0.4	$	425.00	170.00
06/17/20	Both	LWP	Case Administration	Telephone calls with M. Rimer; re: SoFA and Executory Contracts	0.3	$	425.00	127.50
06/18/20	Both	LWP	Case Administration	Finalize and perfect filing copies of Schedules	2.1	$	425.00	892.50
06/18/20	RMB	LWP	Case Administration	Finalize and perfect creditor filing matrix	0.3	$	425.00	127.50
06/18/20	Both	LWP	Case Administration	Finalize and perfect filing copies of SoFA	2.4	$	425.00	1,020.00

Date	Debtor	Professional	Category	Description of Work Performed	Hours		Rate	Fee
06/18/20	RMB	LWP	Case Administration	SoFA - Q.3. - Complete analysis update SoFA	0.7	$	425.00	297.50
06/18/20	BKD	LWP	Case Administration	SoFA - Q.3. - Complete analysis update SoFA	0.8	$	425.00	340.00
06/18/20	RMB	LWP	Case Administration	SoFA - Q.4. - Complete analysis update SoFA	0.9	$	425.00	382.50
06/18/20	Both	LWP	Case Administration	Telephone calls with D. Hartheimer; re: filing schedules & SoFA, motions	2.1	$	425.00	892.50
06/18/20	Both	LWP	Case Administration	Telephone calls and emails with N. Kosinski; re: Creditors	0.2	$	425.00	85.00
06/18/20	Both	LWP	Case Administration	Telephone calls with Bankruptcy forms preparation company to make edits in programs to present correctly.	1.1	$	175.00	192.50
06/23/20	Both	LWP	Case Administration	Prepared Combined Top 40 Unsecured Creditors List	0.3	$	425.00	127.50
06/23/20	Both	LWP	Case Administration	Calls and emails with N. Kosinski; re: Creditor information for noticing.	0.2	$	425.00	85.00
06/24/20	Both	LWP	Case Administration	Emails with N. Kosinski; re: All Creditors	0.2	$	425.00	85.00
06/25/20	RMB	LWP	Case Administration	Call with D. Hartheimer; re: EE Expenses and review.	0.2		N/C	-
06/26/20	RMB	LWP	Case Administration	Calls and emails with D. Hartheimer; re: EE Expenses.	0.4	$	425.00	170.00
06/26/20	RMB	LWP	Case Administration	Call with M. Rimer and D. Wilcznski; re: EE Expenses	0.2	$	425.00	85.00
07/02/20	Both	LWP	Case Administration	Emails with M. Rimer; re: Monthly Operating Reports - Information needed and forms	0.2	$	425.00	85.00
07/03/20	Both	LWP	Case Administration	Emails with S. Mayerson and D. Hartheimer; re: creditors	0.1	$	425.00	42.50
07/07/20	Both	LWP	Case Administration	Calls and emails with D. Hartheimer; re: Provided filing copies	0.5	$	425.00	212.50
07/09/20	Both	LWP	Case Administration	Telephone calls with M. Rimer; re: Monthly Operating Reports	0.5	$	425.00	212.50
07/14/20	Both	LWP	Case Administration	Telephone calls with M. Rimer; re: Monthly Operating Reports	1.9	$	425.00	807.50
07/15/20	Both	LWP	Case Administration	Monthly Operating Report - review, redact, and compile filing copies	0.4	$	425.00	170.00
07/15/20	Both	LWP	Case Administration	Telephone calls with M. Rimer; re: Monthly Operating Reports	0.2	$	425.00	85.00
07/17/20	Both	LWP	Case Administration	Calculation of UST Fees	0.1	$	425.00	42.50
07/22/20	Both	LWP	Case Administration	Calls and emails with D. Hartheimer; re: Post- Petition Insurance	0.3	$	425.00	127.50
07/22/20	BKD	LWP	Case Administration	Prepare Amended Sch F & H	0.3	$	425.00	127.50
08/11/20	RMB	LWP	Case Administration	Begin preparation of MOR-4	0.8	$	425.00	340.00
08/13/20	RMB	LWP	Case Administration	Finalize MOR-4; redact attachments; Review complete MOR	0.9	$	425.00	382.50
08/14/20	RMB	LWP	Case Administration	Telephone call with M. Rimer; re: Monthly Operating Reports	0.2	$	425.00	85.00
08/14/20	Both	LWP	Case Administration	Revisions to MORs	0.1	$	425.00	42.50
08/26/20	RMB	LWP	Case Administration	Telephone call and email with D. Hartheimer; re: leases	0.2	$	425.00	85.00
10/13/20	BKD	LWP	Case Administration	Review August MOR	0.1	$	425.00	42.50

Date	Debtor	Professional	Category	Description of Work Performed	Hours	Rate	Fee
10/13/20	RMB	LWP	Case Administration	Finalize August MOR-4; redact attachments; Review complete MOR	1.1	$ 425.00	467.50
10/30/20	BKD	LWP	Case Administration	Redact, Compile and Review September MOR.	0.5	$ 425.00	212.50
10/30/20	RMB	LWP	Case Administration	Prepare MOR-4 for September.	0.9	$ 425.00	382.50
01/08/21	Both	LWP	Case Administration	Call with M. Rimer; re: MORs	0.3	$ 425.00	127.50
01/11/21	RMB	LWP	Case Administration	Call with M. Rimer; re: MORs	0.1	$ 425.00	42.50
01/11/21	RMB	LWP	Case Administration	Prepare MOR-4 for October, and November, and split A/Rs into pre and post petition for MOR-1 for September, October, and November MOR	3.8	$ 425.00	1,615.00
01/11/21	RMB	LWP	Case Administration	Compile and Review September, October, and November MORs.	0.9	$ 425.00	382.50
01/11/21	BKD	LWP	Case Administration	Revise and Compile October, and November MORs.	0.4	$ 425.00	170.00
02/15/21	RMB	LWP	Case Administration	Reviewed revisions requested of October and November MORS, emails to M. Rimer and S. Mayerson for additional information.	0.2	$ 425.00	85.00
02/16/21	RMB	LWP	Case Administration	Email from M. Rimer; re: MORs; Email to M. Rimer and S. Mayerson; re: revisions	0.2	$ 425.00	85.00
02/16/21	RMB	LWP	Case Administration	Review MORs, initial edits	0.2	$ 425.00	85.00
02/18/21	RMB	LWP	Case Administration	Revise and Compile October, and November MORs - MOR-2, MOR-3, MOR-4, MOR-5, MOR-6, and MOR-7.	2.7	$ 425.00	1,147.50
02/18/21	Both	LWP	Case Administration	Calculate and reconcile US Trustee Fees	0.2	$ 425.00	85.00
02/18/21	Both	LWP	Case Administration	Telephone call with D. Hartheimer and emails to M. Rimer, S. Mayerson, and D. Hartheimer; re: MOR Accruals	0.5	$ 425.00	212.50
02/22/21	RMB	LWP	Case Administration	Revisions to accruals October, and November MORs; telephone call with D. Hartheimer (.3).	1.3	$ 425.00	552.50
02/23/21	RMB	LWP	Case Administration	Finalized October and November 2020 MORS; call with D. Hartheimer (.2)	0.4	$ 425.00	170.00
02/24/21	RMB	LWP	Case Administration	Edits to December MOR(.1); spoke with D.Hartheimer (.1)	0.2	$ 425.00	85.00
03/01/21	Both	LWP	Case Administration	Email to M. Rimer, and D. Hartheimer; re: scheduling and availability	0.1	N/C	-
03/04/21	BKD	LWP	Case Administration	Redact, Compile and Review December 2020, January 2021, and February 2021 MOR.	1.5	$ 425.00	637.50
03/08/21	BKD	LWP	Case Administration	Revise and finalized December 2020, January 2021, and February 2021 MOR.	0.6	$ 425.00	255.00
05/03/21	RMB	LWP	Case Administration	Prepared January 2021 MOR-4 and MOR-6, and review.	1.6	$ 425.00	680.00
05/04/21	RMB	LWP	Case Administration	Prepared February 2021 MOR-4 and MOR-6, and review.	1.7	$ 425.00	722.50
05/06/21	RMB	LWP	Case Administration	Revisions to January and February MOR-1	0.4	$ 425.00	170.00
Case Administration Total					86.4		$ 34,192.50

Date	Debtor	Professional	Category	Description of Work Performed	Hours	Rate	Fee
Claims Administration							
10/27/20	RMB	LWP	Claims Administration	Analysis of Taxing Authorities' claims filed to date.	0.2	$ 425.00	85.00
10/27/20	RMB	LWP	Claims Administration	Telephone call M. Rimer, S. Mayerson, and D. Hartheimer; re: Taxing Authorities claims	0.4	$ 425.00	170.00
11/04/20	Both	LWP	Claims Administration	Prepared and provided supporting information to object to IRS Proof of Claim	0.3	$ 425.00	127.50
12/22/20	Both	LWP	Claims Administration	Emails and Texts with D. Hartheimer; re: IRS Claims	0.2	$ 425.00	85.00
02/01/21	RMB	LWP	Claims Administration	Telephone call M. Rimer, S. Mayerson, and D. Hartheimer; re: Taxing Authorities claims	0.6	$ 425.00	255.00
02/01/21	RMB	LWP	Claims Administration	Telephone call and email to S. Feliu; re: IRS Tax Claim	0.4	$ 425.00	170.00
04/20/21	RMB	LWP	Claims Administration	Email to M. Rimer, S. Mayerson, and D. Hartheimer; re: amended tax claim and ERTC	0.2	$ 425.00	85.00
Claims Administration Total					2.3		$ 977.50
Employment/ Fee Application							
06/26/20	Both	LWP	Employment/ Fee Application	Prepare Employment Application, Declaration and all Exhibits	1.1	$ 425.00	467.50
Employment/ Fee Application Total					1.1		$ 467.50
Tax Issues							
09/22/20	RMB	LWP	Tax Issues	Review information previously received re: Pre-Petition Tax Liabilities	0.2	$ 425.00	85.00
09/22/20	RMB	LWP	Tax Issues	Telephone call with M. Rimer; re: Taxing Authorities	0.4	$ 425.00	170.00
09/29/20	RMB	LWP	Tax Issues	Telephone call with D. Hartheimer and emails to M. Rimer, S. Mayerson, and D. Hartheimer; re: Taxing Authorities	0.3	$ 425.00	127.50
01/22/21	RMB	LWP	Tax Issues	Email to T. Isokpan; re: PEO Returns - verification of authority.	0.1	$ 425.00	42.50
01/22/21	RMB	LWP	Tax Issues	Download and review PEO tax returns	0.2	$ 425.00	85.00
01/22/21	RMB	LWP	Tax Issues	Email to T. Isokpan; re: PEO Returns - additional quarter needed	0.1	$ 425.00	42.50
02/01/21	RMB	LWP	Tax Issues	Emails with D. Wilcznski and M. Rimer; re: document production	0.1	$ 425.00	42.50
02/02/21	RMB	LWP	Tax Issues	Inventory Tax returns received.	0.3	$ 425.00	127.50
02/02/21	RMB	LWP	Tax Issues	Telephone calls with S. Feliu; re: IRS Tax Claim	0.4	$ 425.00	170.00
02/02/21	Both	LWP	Tax Issues	Prepare Forms 2848	0.1	$ 425.00	42.50
02/02/21	RMB	LWP	Tax Issues	Emails with D. Wilcznski and M. L; re: IRS document production, missing documents	0.2	$ 425.00	85.00
02/02/21	RMB	LWP	Tax Issues	Email with M. Rimer; re: power of attorney forms.	0.1	$ 425.00	42.50
02/02/21	RMB	LWP	Tax Issues	Prepare cover letter, compile, and faxed (multiple faxes) information to the S. Feliu; re: IRS Payroll Tax	0.3	$ 425.00	127.50
02/13/21	Both	LWP	Tax Issues	Email with S. Feliu; re; Update status of claim; forward copy of same to M. Rimer, S. Mayerson, & D. Hartheimer.	0.1	$ 425.00	42.50
02/16/21	Both	LWP	Tax Issues	Telephone call with S. Feliu; re: IRS Tax Claim; reviewed information sent to revise claim, including F941 Sch R	0.5	$ 425.00	212.50
02/16/21	RMB	LWP	Tax Issues	Email to M. Rimer, S. Mayerson, and D. Hartheimer; re: tax claim	0.1	N/C	-
02/16/21	RMB	LWP	Tax Issues	Received and reviewed Fax with update Tax Claim and forwarded to M. Rimer and S. Mayerson.	0.1	$ 425.00	42.50
Tax Issues Total					3.6		$ 1,487.50
Total Professional Fees					**97.1**		**$ 38,130.00**

EXHIBIT D

VERNON CONSULTING, INC.

June 3, 2020

Laura W. Patt
Managing Director
lpatt@vernonconsulting.com
Direct 917-822-7578

RM Bakery, LLC and BKD Group, LLC
c/o Mayerson & Hartheimer, PLLC
845 Third Avenue, 11th Floor
New York, NY 10022

Re: Proposal for Services - Accounting and Financial Advisory Services

Dear Mark,

PURPOSE OF THIS LETTER
We are pleased to confirm our understanding of the services Vernon Consulting, Inc. ("VCI"), will provide to RM Bakery, LLC and BKD Group, LLC ("Clients").

OVERVIEW OF THE ENGAGEMENT
The Clients have requested that VCI assist with certain financial advisory and consulting services, as well as contingency planning for a potential bankruptcy filing (the "Services" set forth below). This letter of engagement (the "Engagement") and the related Standard Terms and Conditions constitute the engagement contract (the "Engagement Contract").

SERVICES
VCI will work with you and other designated professionals to perform the following Services:

a. Accounting services, as required to accurately prepare the schedules, statements, and reports required by the Chapter 11 process;

b. Providing support in the preparation of first day motions;

c. Assist with the preparation of monthly operating statements;

d. Preparation of forecasts, projections, and cash flow reports requested by lenders, creditors, prospective investors or in conjunction with a proposed plan of reorganization;

e. Assist with developing support for and the preparation of motions;

f. Assist in arranging Debtor in Possession financing, and presenting cash flows to potential lenders, as requested;

g. Assisting in the identification of executory contracts and unexpired leases, and performing cost/benefit evaluations with respect to the assumption or rejection of each, as needed;

h. Assist with developing strategies for negotiating with vendors and creditors, including Federal, State, and Local Tax Authorities;

i. Financial advisory services in connection with any contemplated sale of assets, reorganization, or liquidation under the Bankruptcy Code as needed; and

j. Provide such other services as mutually agreed by the Company and agreed to by VCI during the pendency of this Engagement.

STAFFING

Laura W. Patt, Managing Director, will be responsible for the overall engagement management. She may be assisted by a staff of consultants at various levels, all of whom have a wide range of skills and abilities related to this type of assignment. In addition, VCI has relationships with and periodically retains independent contractors with specialized skills and abilities to assist us.

STATEMENT OF WORK

VCI will perform work as described above, and any additional services as agreed upon by both VCI and the Clients. As part of the Services, VCI may be requested to assist the Clients (and its legal or other advisors) in negotiating with the Clients' creditors and equity holders and with other interested parties. In the event that we participate in such negotiations, the representations made and the positions advanced will be those of the Company and its management, not VCI or its Consultants.

If cases under the Bankruptcy Code are commenced and our retention is approved, our role will include serving as the principal bankruptcy financial advisor and accountant to the debtor and debtor in possession in the case under a general retainer, subject to court approval. Our role also will encompass all out- of-court planning and negotiations attendant to these tasks.

If the Clients become a debtor in one or more cases under the Bankruptcy Code, and some of VCI's professional fees and expenses (whether or not billed) incurred before the filing of bankruptcy petitions (voluntary or involuntary) might remain unpaid as of the date of the filing, the unused portion, if any, of the retainer on Account will be applied to any such unpaid pre-petition fees, charges and disbursements. Any requisite court permission will be obtained in advance.

Post-petition fees, charges and disbursements will be due and payable immediately upon entry of an order containing such court approval or at such time thereafter as instructed by the court. The Clients understand that while the arrangement in this paragraph may be altered in whole or in part by the bankruptcy court, the Clients shall nevertheless remain liable for payment of court approved post-petition fees and expenses. Such items are afforded administrative priority under 11 U.S.C. § 503(b)(l). The Bankruptcy Code provides in pertinent part, at 11 U.S.C. § 1l29(a)(9)(A), that a plan cannot be confirmed unless these priority claims are paid in full in cash on the effective date of any plan (unless the holders of such claims agree to different treatment). It is agreed and understood that the unused portion, if any, of the Initial Cash on Account (as may be supplemented from time to time) and the Additional Cash on Account shall be held by us and applied against the final fee application filed and approved by the court.

CONFIDENTIALITY

VCI agrees to keep confidential all information obtained from the Clients. VCI agrees that neither it nor its directors, officers, principals, employees, agents or consultants will disclose to any other person or entity, or use for any purpose other than specified herein, any information pertaining to Clients or any affiliate thereof which is either non-public, confidential or proprietary in nature ("Information") which it obtains or is given access to during the performance of the services provided hereunder. Information includes data, plans, reports, schedules, drawings, accounts, records, calculations, specifications, flow sheets, computer programs, source or object codes, results, models, or any work product relating to the business of the Clients, or its affiliates.

The Clients acknowledge that all advice (written or oral) given by VCI to the Clients in connection with VCI's engagement is intended solely for the benefit and use of the Clients (limited to its management) in its evaluation of its business operations. The Clients agree that no such advice shall be used for any other purpose or reproduced, disseminated, quoted or referred to at any time in any manner or for any purpose other than accomplishing the tasks and programs referred to herein without VCI's prior approval (which shall not be unreasonably withheld) except as required by law. This agreement shall survive the termination of the engagement.

FEES AND BILLING

VCI will commence this engagement upon receipt of a signed engagement letter. A $5,000.00 retainer is requested at this time.

Our fees represent the degree of responsibility assumed, data acquisition costs, complexity of the engagement, special skills needed to solve problems, and the value of services rendered. Our fees are based on the actual time spent at our standard hourly rates. Our standard hourly rates vary according to the degree of responsibility involved and the experience level of the personnel assigned to your engagement. Accordingly, all non-technical work performed by Senior Managing

Consultants, generally described as accounting, tax preparation, or auditing work, will be charged at a rate no higher than $175.00 per hour.

Standard hourly fees charged for the purposes of billings will be:

Position	Hourly Rate
Financial Advisor- Managing Director	$425.00
Financial Advisor - Director	$350.00
Financial Advisor - Senior Managing Consultant*	$300.00
Financial Advisor - Analyst	$140.00

In addition to the Monthly Fee the Clients will reimburse VCI for reasonable and customary out-of-pocket expenses incurred during the engagement, such as telephone, overnight mail, messenger, travel, meals, accommodations and other expenses specifically related to the engagement. VCI will charge the cost of these expenses in a manner and at rates consistent with charges generally made to the firm's other clients.

The fees described above are consistent with VCI's normal and customary billing practices for cases of this size and complexity, which requires the level and scope of services outlined in the Engagement Agreement. All such charges for which VCI seeks payment are subject to Court approval and/or pursuant to any administrative procedure established by Order of the Court.

No agreement or understanding exists between VCI and any other person (other than members or employees of the firm as disclosed herein) to share compensation received for services to be rendered in connection with services to be provided hereunder. No representations have been received or made by VCI nor any member or associate thereof, in respect of compensation in connection with these cases other than in accordance with the provisions of the Bankruptcy Code.

INDEMNIFICATION

Clients agree to indemnify, hold harmless and defend VCI (including its principals, employees and agents) against all claims, liabilities, losses, damages and reasonable expenses as they are incurred, including reasonable legal fees and disbursements of its counsel and the costs of its professional time (at rates in effect when such future time is required) relating to or arising out of the engagement, including any legal proceeding in which VCI may be required or agree to participate but in which it is not a party. VCI, its principals, employees and agents, may, but are not required to, engage a single firm of separate counsel of its choice in connection with any of the matters to which this indemnification agreement relates. This indemnification agreement does not apply to

actions taken by VCI in bad faith.

TERMINATION AND SURVIVAL

This agreement may be terminated at any time by written notice by one party to the other, provided, however, that notwithstanding such termination VCI will be entitled to any fees and expenses due under the provisions of the agreement. Such payment obligations shall inure to the benefit of any successor or assignee of VCI. The obligations of the parties under the Indemnification and Confidentiality sections of this agreement shall survive the termination of the agreement as well as the other sections of this agreement, which expressly provide that they shall survive termination of this agreement.

MISCELLANEOUS

This agreement shall not be amended, unless in writing and signed by the individuals affixing their signatures or by such designee with authority to do so.

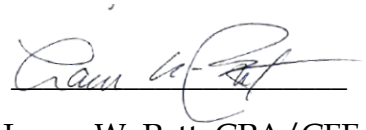
Any lawsuit damages shall be limited to the professional fees of this engagement. Both parties to this agreement hereby consent to the jurisdiction of the United States bankruptcy Court in the District of New York, for all issues raised herein.

REQUEST FOR SIGNATURE

If you agree with our understanding of the services VCI will render, please sign this letter in the space indicated and return the original copy along with the retainer to our office.

We appreciate the opportunity to provide RM Bakery, LLC and BKD Group, LLC with this agreement for professional services. If you have any questions concerning this engagement or questions about additional services you require, please do not hesitate to contact our office at (917) 822-7578.

Sincerely,



Laura W. Patt, CPA/CFF, CIRA, LNHA
As Managing Director of
Vernon Consulting, Inc.

AGREED AND ACCEPTED:

This letter correctly sets forth our understanding.

Signature: 

Title: Authorized signatory

For RM Bakery, LLC and BKD Group, LLC

Date: 18/6/2020