UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF INDIANA
HAMMOND DIVISION AT LAFAYETTE

In re: MAXIMUS SUPPLY CHAIN HOLDINGS, LLC MAXIMUS LOGISTICS SOLUTIONS, LLC MAXIMUS TRANSPORT SYSTEMS, LLC MAXIMUS INDUSTRIES CORPORATION GC3 LOGISTICS, INC. GC3 WAREHOUSING LLC and ACTION SCS LLC, Debtors.[1]	Case No. 24-40167 Chapter 11 (Jointly Administered)

FINAL APPLICATION OF GUTWEIN LLP FOR ALLOWANCE AND PAYMENT OF COMPENSATION AND REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL TO DEBTORS FOR SERVICES RENDERED FROM THE PETITION DATE THROUGH SEPTEMBER 30, 2024

Gutwein LLP ("**Applicant**"), as former special counsel to Maximus Supply Chain Holdings, LLC; Maximus Transport Systems, LLC; Maximus Logistics Corporation; Maximus Industries Corporation; Maximus Logistics Solutions, LLC; Action SCS, LLC; GC3 Logistics, Inc.; and GC3 Warehousing, LLC, as debtors and debtors-in-possession (each a "**Debtor**"; collectively, the "**Debtors**" or "**Maximus Group**"), for its *Final Application of Gutwein LLP for Allowance and Payment of Compensation and Reimbursement of Expenses as Special Counsel to Debtors for*

[1] The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number are: Maximus Supply Chain Holdings, LLC (6729); Maximus Transport Systems, LLC (9839); Maximus Logistics Corporation (2907); Maximus Industries Corporation (0902); Maximus Logistics Solutions, LLC (0372); Action SCS, LLC (1633); GC3 Logistics, Inc. (8844); and GC3 Warehousing, LLC (4132).

Services Rendered from Petition Date through September 30, 2024 (the "**Application**"), states as follows:

JURISDICTION

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334(b).

2. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A).

3. The Court has authority to grant the relief requested in this Application pursuant to 11 U.S.C. §§ 327, 330, and 331.

FACTUAL BACKGROUND

4. On June 25, 2024 (the "**Petition Date**"), Debtors each filed a Voluntary Petition under Chapter 11 of Title 11 of the Bankruptcy Code.

5. Debtors continue to operate and maintain their businesses as debtors-in-possession pursuant to 11 U.S.C. §§ 1107(a) and 1108 of the Bankruptcy Code.

6. No trustee or examiner has been appointed in this Chapter 11 case and no official unsecured creditors' committee has been appointed herein

7. On June 26, 2024, Debtors filed their *Application to Employ Gutwein LLP as Special Counsel to Debtors Effective as of the Petition Date* (the "**Employment Application**"). [Doc. No. 23].

8. On August 16, 2024, the Court entered its *Order Granting Application to Employ Gutwein LLP as Special Counsel to Debtors Effective as of the Petition Date* (the "**Employment Order**"). [Doc. No. 157].

9. On August 23, 2024, Applicant filed its *First Interim Application of Gutwein LLP for Allowance and Payment of Compensation and Reimbursement of Expenses as Special Counsel to Debtors for Services Rendered from Petition Date through August 17, 2024*, (the "**Interim Application**") seeking interim compensation in the sum of $135,832.50 (the "**Interim Fees**") representing compensation for actual and necessary legal services rendered to the Debtor from the Petition Date through August 17, 2024 (the "**Interim Compensation Period**") and reimbursement in the sum of $227.50 (the "**Interim Expenses**") for actual and necessary out-of-pocket expenses incurred in providing legal services to the Debtors during the Interim Compensation Period. [Doc. No. 202].

10. Applicant hereby incorporates the Interim Application and the exhibit attached thereto to the Application.

11. On September 13, 2024, Centier Bank filed its objection to the Interim Application (the "**Objection**"). [Doc. No 249].

12. On September 27, 2024, Applicant filed its Reply to Center Bank's Objection. [Doc. No 287].

13. The Interim Application and Objection remain pending before the Court.

14. On October 8, 2024, the Court granted the requests of the Applicant to withdraw as special counsel to the Debtors. [Doc. Nos. 326 and 327].

RELIEF REQUESTED

15. By this Application, Applicant seeks final allowance and payment of its attorney fees and expenses incurred from the Petition Date through September 30, 2024 (the "**Compensation Period**") for services provided as counsel to Debtors in these chapter 11 cases.

16. Applicant has not received any compensation for fees or reimbursement of expenses for its role as special counsel for the Debtors.

SUMMARY OF SERVICES PROVIDED

17. Pursuant to the Employment Application and Employment Order, Applicant provided a variety of necessary services to the Debtors during the Compensation Period, including but not limited to the following:

a. Advising regarding assets ownership and liabilities of Debtors based on transactions in which Applicant previously represented Debtors and drafting required motions and declarations related thereto;

b. Advising Debtors regarding potential debtor-in-possession financing;

c. Performing legal services associated with and necessary to the day-to-day operations of Debtors' businesses, including, but not limited to, cash needs and labor and employment issues;

d. Reviewing Debtors operations and advising regarding financial and operational needs and engaging professionals to address same;

e. Negotiating with various creditors and parties in interest regarding loan and lease obligations and resolution of such obligations; and

f. Negotiating, drafting, and engaging with other professionals regarding numerous potential sale transactions.

18. The foregoing descriptions serve as a general overview of the services provided by Applicant. A complete description of all services performed is detailed on the attached statements as **Exhibit A** (the "**Invoices**").

19. None of the legal services provided by Applicant was duplicative of any other services provided by Debtors' other professionals.

20. As set forth in the Interim Application, during the Interim Compensation Period, Applicant provided legal services totaling $135,832.50 and incurred expenses of $227.50.

21. From August 17, 2024 through September 30, 2024 (the "**Final Compensation Period**") every entry itemized on the Invoices includes a category identifying a description of the activity performed, and the number of hours (in increments of one-tenth of an hour) spent on the activity.

22. As set forth in the Invoices, for the Final Compensation Period, in addition to the Interim Fees and Interim Expenses, Applicant has provided

additional legal services totaling $33,659.00 and has incurred additional expenses of $16.16 for total fees and expenses.

23. Applicant requests an order allowing compensation for legal services provided to the Debtors on a final basis in the total sum of $169,491.50 for the Interim Compensation Period and the Final Compensation Period and reimbursement in the total sum of $243.66 for actual and necessary out-of-pocket expenses incurred during the Interim Compensation Period and the Final Compensation Period.

24. All of the services performed by Applicant are set forth on the Invoices and have been billed at the hourly rates established by Applicant in the Employment Application.

25. Copies of the Invoices have been provided to Debtors prior to this Application for review and approval.

GROUNDS FOR RELIEF REQUESTED

26. Pursuant to Section 330 of the Bankruptcy Code and Rule 2016 of the Federal Rules of Bankruptcy Procedure, Applicant is entitled to allowance of fees set forth in this Application.

27. Applicant's legal services are properly compensable, were actual and necessary services and expenses of administration of the estate, were not duplicative of any services provided by other professionals in this case and have allowed Debtors to fulfill their duties under the Bankruptcy Code.

28. The legal services for which Applicant seeks compensation and the expenditures for which it seeks reimbursement in this Application were necessary for and beneficial to the preservation and maximization of value of the estate, and in the best interest of the estate and its creditors.

29. The compensation requested herein is reasonable in light of the nature, extent, and value of such services to Debtors, creditors, and all parties in interest and the complexity of these chapter 11 cases.

30. All services rendered on behalf of Debtors and all expenses incurred for which compensation or reimbursement is sought have been rendered or incurred exclusively on behalf of Debtors and represent necessary and proper legal assistance in the administration of this chapter 11 case.

31. No agreement or understanding exists between the Applicant and any other person or entity for the sharing of compensation received for its services rendered in connection with this case.

WHEREFORE, Applicant respectfully requests that the Court enter an Order:

a. Allowing final compensation to the Applicant in the total sum of $169,491.50 representing compensation for actual and necessary legal services rendered during the Interim Compensation Period and the Final Compensation Period (the "**Fees**");

b. Allowing the Applicant the total sum of $243.66 for actual and necessary out-of-pocket expenses incurred during the Interim Compensation

Period and the Final Compensation Period as a result of its representation of Debtors (the "**Expenses**");

c. Authorizing that the Fees and Expenses be allowed and paid as an administrative expense pursuant to section 503(b)(1) of the Bankruptcy Code;

d. Directing Debtors to pay the Fees and Expenses to Applicant in the total amount of $169,735.16 within 10 days of entry of an order on this Application; and

e. Granting Applicant all other just and proper relief.

Dated: October 10, 2024

Respectfully submitted,

/s/ Ross T. Yates

Ross T. Yates, Attorney No. 34835-49
Spencer W. Tanner, Attorney No. 32426-49
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Former Special Counsel for Debtors and Debtors in Possession

CERTIFICATE OF SERVICE

I hereby certify that on October 10, 2024, a copy of the foregoing was filed electronically. Notice of this filing will be sent to parties through the Court's Electronic Case Filing System. Parties may access this filing through the Court's system.

I further certify that on October 10, 2024, a copy of the foregoing was mailed by first-class U.S. Mail, postage prepaid, and properly addressed to the following:

N/A

/s/ Ross T. Yates
Ross T. Yates

Gutwein Law
250 Main Street, Suite 590
Lafayette, Indiana 47901
Tax ID: 46-1121233

Maximus Supply Chain Holdings, LLC
3535 Brady Ln.
Lafayette, IN 47909

Matter: **Maximus Supply Chain Holdings, LLC - Chapter 11 Reorganization**
Matter No: **18830.0005**

Bill#:	**475783**
Date:	10/1/2024
Period End Date:	9/30/2024 *
Bill Total:	$33,675.16
Outstanding:	$136,060.00
Total Amount:	$169,735.16
Amount Due:	**$169,735.16**
Due Date:	**10/30/2024**

** For legal services rendered in connection with the above matter through the period end date*

You may pay this invoice by:

1. Mailing a check to our address indicated above. ***Please make all checks payable to: Gutwein Law and include your Bill # on the check.***
2. Pay Online by credit card. Please note that a convenience fee applies.

Please consider receiving invoices via email to save paper and reduce waste.
To do so please send an email to accounting@gutweinlaw.com

Federal ID # 46-1121233

Interest at the rate of 1.5% per month is charged on all amounts not paid within 30 days.

Outstanding Bills

Date	Bills	Amount	Payments	Outstanding
8/19/2024	472559-1	$136,060.00	$0.00	$136,060.00

Services

Date	Description	Hours	Rate	Total
8/5/2024 SWT	Review termination letter, requests, and responses from Sam Bazzi	0.00	$430.00	$0.00
8/12/2024 SWT	Review correspondence from Sarah Fowler to Sam Bazzi re: First Merchants Bank Review correspondence from Randall Woolley re: Midwest States Bank adequate protection payment	0.00	$430.00	$0.00
8/15/2024 BSP	Review Recent Court Filings; consultation re: upcoming hearings; consultation re: withdraw of motion for representation	0.00	$245.00	$0.00
8/16/2024 BSP	Review Notice Granting Debtors Application to Employ Gutwein LLP	0.00	$245.00	$0.00

Date	Description	Hours	Rate	Total
8/16/2024 BSP	Review order vacating GC3 hearing	0.00	$245.00	$0.00
8/16/2024 SWT	Review Court's order on 8/15 hearing Review court's orders on applications to employ	0.00	$430.00	$0.00
8/19/2024 RTY	Multiple correspondence with client regarding Brady Lane leasehold and negotiations with landlord	0.40	$480.00	$192.00
8/19/2024 RTY	Phone conference with client regarding Wabash transaction, open items and related recommendations	0.50	$480.00	$240.00
8/19/2024 RTY	Phone conference with co-counsel and CRO regarding recommendations of professionals regarding pending transaction opportunities, related timing issues and all strategy regarding next steps	1.00	$480.00	$480.00
8/20/2024 RTY	Phone conference with M&T counsel regarding motion for relief from stay and valuation issues regarding potential transactions of debtors	0.50	$480.00	$240.00
8/20/2024 RTY	Phone conference with Tempus Maximus counsel regarding lease rejection offer, pending transaction timing and motion for relief from stay	0.40	$480.00	$192.00
8/21/2024 RTY	Phone conference with co-counsel regarding Great Dane based on historical knowledge of debtors operations	0.50	$480.00	$240.00
8/21/2024 RTY	Multiple correspondence with client regarding open items regarding Wabash transaction and next steps	0.40	$480.00	$192.00
8/21/2024 RTY	Analysis of multiple correspondence from client regarding disposition of fleet assets and related offers for purchase of fleet assets	0.80	$480.00	$384.00
8/21/2024 RTY	Phone conference with counsel for debtors principal regarding debtors transaction status and historical operations	0.60	$480.00	$288.00
8/21/2024 RTY	Analyze and revise Assignment, Assumption and Amendment Agreement for Kepner leasehold regarding Wabash transaction	1.50	$480.00	$720.00
8/21/2024 RTY	Phone conference with Tempus Maximus counsel regarding rejection of Brady Lane leasehold and related negotiations	0.40	$480.00	$192.00
8/22/2024 BSP	Review recent filings and hearing date and times; consultation re: same	0.50	$245.00	$122.50
8/22/2024 RTY	Analysis of Wabash revised APA and all related issues related to transaction	2.80	$480.00	$1,344.00
8/22/2024 RTY	Multiple correspondence with client regarding revised Wabash APA, open items and related recommendations	0.90	$480.00	$432.00
8/22/2024 RTY	Phone conference with client regarding Wabash transaction, recommended revisions to APA and open items	1.00	$480.00	$480.00
8/22/2024 RTY	Phone conference with co-counsel and CRO regarding open issues regarding Wabash transaction, items regarding creditor waterfall and transaction timing	0.60	$480.00	$288.00
8/22/2024 RTY	Multiple correspondence with co-counsel regarding pending lawsuits filed against debtors in state court during cases	0.40	$480.00	$192.00
8/22/2024 RTY	Draft of revisions to fee application	0.50	$480.00	$240.00
8/23/2024 RTY	Phone conference with client regarding Wabash transaction, HilCo's offer for fleet assets, and related recommendations for asset disposition	1.00	$480.00	$480.00
8/23/2024 RTY	Phone conference with client and CRO regarding fleet asset transactions and potential transactions related to remaining debtor assets	1.80	$480.00	$864.00
8/23/2024 BSP	Finalize, file and serve First Interim Application for Fees	0.50	$245.00	$122.50
8/23/2024 BSP	Review recent filings	0.30	$245.00	$73.50

Date	Description	Hours	Rate	Total
8/24/2024 RTY	Phone conference with client regarding new bankruptcy counsel	0.50	$480.00	$240.00
8/24/2024 RTY	Phone conference with client and potential new bankruptcy counsel regarding debtors cases	1.00	$480.00	$480.00
8/26/2024 RTY	Continued analysis of open issues related to Wabash transaction, Wabash revised APA and ancillary transaction documents	2.90	$480.00	$1,392.00
8/26/2024 RTY	Multiple phone conferences with co-counsel regarding Wabash transaction, sale motions and creditor waterfall	1.40	$480.00	$672.00
8/26/2024 RTY	Multiple communications with Centier and Cambridge counsel regarding Wabash transaction and remaining open transaction items	1.20	$480.00	$576.00
8/26/2024 RTY	Analysis of multiple communications from client regarding disposition of fleet assets and related issues related to same	1.00	$480.00	$480.00
8/26/2024 RTY	Multiple correspondence with Wabash counsel regarding outstanding open items regarding APA, sale motions for transaction, and related timing	0.90	$480.00	$432.00
8/26/2024 BSP	Review claims submitted by creditors	0.20	$245.00	$49.00
8/27/2024 RTY	Draft of debtors disclosure schedules for Wabash transaction APA	3.60	$480.00	$1,728.00
8/27/2024 RTY	Analysis of escrow agreement for initial deposit related to Wabash transaction	1.60	$480.00	$768.00
8/27/2024 RTY	Draft of revisions to Wabash transaction escrow agreement	0.50	$480.00	$240.00
8/27/2024 RTY	Phone conference with client and CRO regarding HilCo purchase of fleet assets and recommendations regarding sale of remaining assets	0.70	$480.00	$336.00
8/27/2024 RTY	Analysis of updated fleet asset transaction purchase offers, fleet asset creditor request for relief from sale and article 9 sale and related valuations regarding fleet transactions	2.20	$480.00	$1,056.00
8/27/2024 RTY	Multiple correspondence with Wabash counsel regarding disclosure schedules, remaining open items regarding APA and ancillaries	1.30	$480.00	$624.00
8/27/2024 RTY	Phone conference with co-counsel regarding strategy of pending transactions, related open items, and next steps	1.00	$480.00	$480.00
8/28/2024 RTY	Continued draft of sellers disclosure schedules for Wabash transaction	3.00	$480.00	$1,440.00
8/28/2024 RTY	Multiple communications with Wabash counsel regarding open APA items and ancillaries	1.00	$480.00	$480.00
8/28/2024 RTY	Continued analysis of open items related to Wabash transaction, APA, and ancillary transaction documents	2.10	$480.00	$1,008.00
8/28/2024 RTY	Phone conference with co-counsel regarding Wabash sale motions and status of open items regarding Wabash transaction and related strategy	0.50	$480.00	$240.00
8/28/2024 RTY	Multiple communications with client regarding Wabash transaction escrow agent requested deliverables	0.50	$480.00	$240.00
8/28/2024 RTY	Multiple correspondence with Wabash transaction escrow agent regarding KYC deliverables	0.60	$480.00	$288.00
8/28/2024 RTY	Correspondence with Centier counsel regarding status of Wabash transaction and related timing	0.20	$480.00	$96.00
8/28/2024 BSP	Review recent filings and deadlines and dates set by court; consultation re: trial date and witness and exhibit deadline	0.40	$245.00	$98.00
8/29/2024 RTY	Phone conference with Wabash counsel regarding open transaction items, disclosure schedules and related sale motions	0.50	$480.00	$240.00
8/29/2024 RTY	Phone conference with co-counsel regarding status of sale motions related to Wabash transactions and strategy regarding creditor consent to transaction	0.50	$480.00	$240.00

Date	Description	Hours	Rate	Total
8/29/2024 RTY	Finalize draft of sellers disclosure schedules to Wabash transaction	1.80	$480.00	$864.00
8/29/2024 RTY	Phone conference with co-counsel and CRO regarding debtors updated cashflow forecast and related issues for fleet asset and remaining asset disposition	0.50	$480.00	$240.00
8/29/2024 RTY	Analysis of multiple correspondence from client regarding fleet asset disposition and relief from stay	0.60	$480.00	$288.00
8/29/2024 RTY	Analysis of updated cashflow forecast regarding timing of remaining asset sales	1.00	$480.00	$480.00
8/30/2024 RTY	Multiple correspondence with Wabash escrow agent regarding remaining open items for KYC for escrow account	0.60	$480.00	$288.00
8/30/2024 RTY	Multiple correspondence with Wabash counsel regarding transaction status, disclosure schedules, and remaining open items related to ancillaries	0.50	$480.00	$240.00
8/30/2024 RTY	Multiple correspondence with client regarding status of Wabash transaction and fleet asset return and related article 9 sales	0.60	$480.00	$288.00
9/3/2024 RTY	Analysis of multiple correspondence with client regarding updated budget and cash use	0.40	$480.00	$192.00
9/3/2024 RTY	Analysis of multiple correspondence with client regarding disposition of assets not being sold in Wabash transaction and related matters	0.80	$480.00	$384.00
9/3/2024 RTY	Correspondence with Wabash counsel regarding transaction status	0.20	$480.00	$96.00
9/3/2024 RTY	Multiple communications with co-counsel regarding open issues related to Wabash transaction	1.00	$480.00	$480.00
9/3/2024 HRL	Review and finalize Asset Purchase Agreement and Seller Disclosure Schedules; correspondence to Martin W. Zivitz re: same; consultation re: same	0.50	$235.00	$117.50
9/4/2024 RTY	Multiple communications with Wabash counsel regarding remaining open transaction items to resolve	1.20	$480.00	$576.00
9/4/2024 RTY	Analysis of revised Wabash APA and related matters	1.20	$480.00	$576.00
9/4/2024 RTY	Draft of revisions to debtors disclosure schedules to Wabash APA	1.00	$480.00	$480.00
9/4/2024 RTY	Multiple correspondence with client regarding status of Wabash transaction and remaining items to resolve	0.30	$480.00	$144.00
9/4/2024 RTY	Analysis of revised Lease Assignment, Assumption and Amendment Agreement related to Wabash transaction	0.60	$480.00	$288.00
9/4/2024 RTY	Review and analysis of correspondence from M&T Bank counsel regarding Article 9 sale of fleet assets	0.30	$480.00	$144.00
9/4/2024 HRL	Review Asset Purchase Agreement; revise Seller Disclosure Schedules; correspondence to Martin W. Zivitz re: same; consultation re: same	0.00	$235.00	$0.00
9/5/2024 HRL	Review and finalize Asset Purchase Agreement and Exhibits; send same to client for signature via DocuSign; receive same back signed; compile fully executed Asset Purchase Agreement and upload to file; correspondence to Martin W. Zivitz re: same; consultation re: same	0.00	$235.00	$0.00
9/5/2024 RTY	Multiple communications with Wabash counsel regarding remaining open transaction items for APA execution	1.40	$480.00	$672.00
9/5/2024 RTY	Multiple correspondence with client regarding APA execution	0.30	$480.00	$144.00
9/5/2024 RTY	Correspondence with Centier counsel regarding consent for Wabash transaction	0.20	$480.00	$96.00
9/5/2024 RTY	Multiple correspondence with ComputerShare counsel regarding Wabash transaction Escrow Agreement	0.60	$480.00	$288.00

Date	Description	Hours	Rate	Total
9/6/2024 RTY	Multiple communications with ComputerShare counsel regarding outstanding KYC deliverables needed to open escrow account related to the Wabash transaction	1.00	$480.00	$480.00
9/9/2024 RTY	Analysis of multiple correspondence from client regarding debtors ongoing operations and status of asset disposition	0.60	$480.00	$288.00
9/9/2024 RTY	Review and analysis of correspondence from Wabash counsel regarding closing deliverables	0.40	$480.00	$192.00
9/9/2024 RTY	Multiple communications with ComputerShare regarding debtors KYC deliverables related to Wabash transaction escrow account	0.30	$480.00	$144.00
9/10/2024 HRL	Send Exhibit B-1 to Escrow Agreement to client via DocuSign; correspondence to Brent Jordahl re: same; consultation re: same	0.00	$235.00	$0.00
9/10/2024 RTY	Multiple communications with Wabash counsel regarding buyer's delivery of escrow funds	0.20	$480.00	$96.00
9/11/2024 RTY	Analysis of correspondence from Travelers Insurance regarding debtors delinquent audit documents and related matters	0.30	$480.00	$144.00
9/11/2024 RTY	Correspondence with client regarding Travelers Insurance audit request and debtors response to same	0.20	$480.00	$96.00
9/11/2024 RTY	Correspondence with client regarding additional information requested by ComputerShare regarding Wabash escrow account	0.20	$480.00	$96.00
9/12/2024 RTY	Multiple communications with Dominion counsel regarding Wabash transaction and related open creditor questions	0.30	$480.00	$144.00
9/13/2024 RTY	Phone conference with Dominion counsel regarding Wabash APA and creditor concerns	0.50	$480.00	$240.00
9/16/2024 RTY	Phone conference with co-counsel regarding updated budget, cure costs associated with Wabash transaction and recent objections by creditors	0.50	$480.00	$240.00
9/16/2024 RTY	Analysis of Centier objections to fee application and all related matters	0.00	$480.00	$0.00
9/16/2024 BSP	Finalize, file and serve Motion to Withdraw Appearances	0.60	$245.00	$147.00
9/17/2024 SWT	Review motions to withdraw as special counsel Discuss issues with Centier's objection to fee application and strategy	0.00	$430.00	$0.00
9/17/2024 RTY	Analysis of all case law regarding Centier's objection to fee application	0.00	$480.00	$0.00
9/17/2024 RTY	Analysis of all issues related to withdraw of representation	3.00	$480.00	$1,440.00
9/18/2024 HRL	Prepare Motions to Withdraw and Notices of Termination to be mailed to all debtors; deliver to post office; consultation re: same	0.00	$235.00	$0.00
9/20/2024 RTY	Correspondence with co-counsel regarding notice of termination of distribution agreement of debtors	0.20	$480.00	$96.00
9/23/2024 SWT	Discuss standard for reasonableness of fees and research needed to respond to Centier objection to fee application	0.00	$430.00	$0.00
9/24/2024 RTY	Continued analysis of strategy related to objection to fee motion	0.00	$480.00	$0.00
9/24/2024 SWT	Review and consult re: research on standard and reasonableness of fee applications	0.00	$430.00	$0.00
9/24/2024 TAD	Conduct case law research regarding fee applications in bankruptcy proceedings	0.00	$330.00	$0.00
9/24/2024 TAD	Consultation regarding legal standards of an objection to a bankruptcy fee application	0.00	$330.00	$0.00
9/25/2024 BSP	Consultation re: deadline for objections to our withdrawal motions	0.20	$245.00	$49.00

Date	Description	Hours	Rate	Total
9/26/2024 RTY	Analysis of reply to objection to fee application	0.00	$480.00	$0.00
9/26/2024 RTY	Analysis of objection to sale motion filed by creditor and related issues	1.00	$480.00	$480.00
9/26/2024 SWT	Draft Reply to Gutwein Fee Application (responding to Centier's objections)	0.00	$430.00	$0.00
9/27/2024 BSP	Update service list; finalizer, file and serve Reply to First Application for Compensation	0.00	$245.00	$0.00
	Service Totals:	**71.70**		**$33,659.00**

Expenses

Date	Description	Amount
9/19/2024	Postage Fee to Mail Applications to Withdraw and Notices of Termination of Representation	$16.16
		Expense Total: $16.16

Services Summary

Services:	$33,659.00
Adjustments:	$0.00
Expenses:	$16.16
Bill Total:	$33,675.16
Outstanding:	$136,060.00
Total Amount:	$169,735.16
Current Retainer Balance:	**$0.00**
Amount Due:	**$169,735.16**
Due Date:	**10/30/2024**

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF INDIANA
HAMMOND DIVISION AT LAFAYETTE

In re: MAXIMUS SUPPLY CHAIN HOLDINGS, LLC MAXIMUS LOGISTICS SOLUTIONS, LLC MAXIMUS TRANSPORT SYSTEMS, LLC MAXIMUS INDUSTRIES CORPORATION GC3 LOGISTICS, INC. GC3 WAREHOUSING LLC and ACTION SCS LLC, Debtors.[1]	Case No. 24-40167 Chapter 11 (Jointly Administered)

ORDER ALLOWING FINAL APPLICATION OF GUTWEIN LLP FOR ALLOWANCE AND PAYMENT OF COMPENSATION AND REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL TO DEBTORS FOR SERVICES RENDERED FROM THE PETITION DATE THROUGH SEPTEMBER 30, 2024

This matter is before the Court on the *Final Application of Gutwein LLP for Allowance and Payment of Compensation and Reimbursement of Expenses as Special Counsel to Debtors for Services Rendered from Petition Date through September 30, 2024* (the "**Application**") seeking allowance and payment on a final basis of its attorney fees and expenses incurred from the Petition Date through September 30, 2024 (the "**Compensation Period**") for services provided as special counsel to Debtors in these chapter 11 cases.

[1] The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number are: Maximus Supply Chain Holdings, LLC (6729); Maximus Transport Systems, LLC (9839); Maximus Logistics Corporation (2907); Maximus Industries Corporation (0902); Maximus Logistics Solutions, LLC (0372); Action SCS, LLC (1633); GC3 Logistics, Inc. (8844); and GC3 Warehousing, LLC (4132).

The Court, having reviewed the Application and being duly advised now finds that the Motion should be and hereby is GRANTED.

THEREFORE, IT IS ORDERED, ADJUDGED, AND DECREED that compensation to Gutwein LLP for actual and necessary legal services rendered to the Debtors during the Interim Compensation Period[2] and the Final Compensation Period shall be allowed on a final basis in the sum of $169,491.50 (the "**Fees**").

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that reimbursement for actual and necessary out-of-pocket expenses to Gutwein LLP shall be allowed on a final basis in the sum of $243.66 (the "**Expenses**").

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the Fees and Expenses are allowed as an administrative expense pursuant to section 503(b)(1) of the Bankruptcy Code.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Debtors shall pay the Fees and Expenses in the total amount of $169,735.16 within 10 days of the entry of this Order.

SO ORDERED.

Dated:

_____

Judge, Northern District of
Indiana Bankruptcy Court

[2] All capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the Application.