

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

In re:

Never Slip Holdings, Inc., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-10663 (LSS)

(Jointly Administered)

Objection Deadline: September 6, 2024, at 4:00 p.m. (ET)

Hearing Date: September 13, 2024, at 2:00 p.m. (ET)

**FINAL APPLICATION OF OMNI AGENT SOLUTIONS, INC., FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES AS ADMINISTRATIVE AGENT
TO THE DEBTORS FOR THE PERIOD FROM APRIL 1, 2024,
THROUGH AND INCLUDING MAY 31, 2024**

Name of Applicant:

Omni Agent Solutions, Inc.

Authorized to Provide Professional Services to:

Debtors and Debtors in Possession

Date of Retention:

April 1, 2024, by Order entered on
May 5, 2024 [Docket No. 158]

Period for which Compensation and Reimbursement
is Sought:

April 1, 2024, through May 31, 2024

Amount of Compensation Sought as Actual,
Reasonable, and Necessary:

\$42,884.40

Amount of Expense Reimbursement Sought as Actual,
Reasonable, and Necessary:

\$0.00

This is a final application.

Omni Agent Solutions, Inc. has not filed any prior applications.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number are: Never Slip Holdings, Inc. (5010); Never Slip TopCo, Inc. (8956); SHO Holding I Corporation (7699); SHO Holding II Corporation (7738); Shoes For Crews, Inc. (9679); SFC Holdings, Inc. (8908); SFC Holdings, LLC (2357); Shoes for Crews, LLC (2362); SRS/MKS, L.L.C. (7003); Shoes for Crews Canada, Ltd. (0085); SFC Canada, Inc. (1314); and Sunrise Enterprises, LLC (4516). The Debtors' service address is 5000 T-Rex Avenue, Suite 100, Boca Raton, FL 33431.

COMPENSATION BY PROFESSIONAL

Professional	Hours	Rate	Total
Brian Beilinson	15.70	\$240.00	\$3,768.00
Brittney Whitaker	18.90	\$240.00	\$4,536.00
Cassie Weatherspoon	0.20	\$190.00	\$38.00
Javon Couch	2.00	\$170.00	\$340.00
Linda Semo	2.50	\$165.00	\$412.50
Luis Solorzano	2.10	\$240.00	\$504.00
Lyanne Ramirez	4.60	\$135.00	\$621.00
Noah Hurst	2.60	\$165.00	\$429.00
Sejal Kelly	56.90	\$240.00	\$13,656.00
Tara Saldajeno	18.40	\$160.00	\$2,944.00
Yelena Bederman	8.70	\$190.00	\$1,653.00
Anthony Roque	1.00	\$140.00	\$140.00
Brian Beilinson	29.70	\$240.00	\$7,128.00
Brittney Whitaker	26.30	\$240.00	\$6,312.00
Linda Semo	3.20	\$165.00	\$528.00
Luis Solorzano	4.00	\$240.00	\$960.00
Sejal Kelly	32.70	\$240.00	\$7,848.00
Tara Saldajeno	3.10	\$160.00	\$496.00
Yelena Bederman	6.80	\$190.00	\$1,292.00
SUBTOTAL	239.40	----	\$\$42,884.40
DISCOUNT	----	----	(\$10,721.10)
ADJ. TOTAL	239.40	----	\$42,884.40

COMPENSATION BY PROJECT CATEGORY

Category	Hours	Total
Preparation of Schedules and SoFAs	239.40	\$\$42,884.40
SUBTOTAL	239.40	\$\$42,884.40
DISCOUNT	----	(\$10,721.10)
ADJ. TOTAL	239.40	\$42,884.40

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AND REIMBURSEMENT OF EXPENSES AS ADMINISTRATIVE AGENT
TO THE DEBTORS FOR THE PERIOD FROM APRIL 1, 2024,
THROUGH AND INCLUDING MAY 31, 2024**

Omni Agent Solutions, Inc. (“**Omni**”) hereby files this *Final Application of Omni Agent Solutions, Inc. for the Period from April 1, 2024 Through and Including May 31, 2024* (this “**Application**”) under sections 330 and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”) and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 155] (the “**Interim Compensation Order**”).

By this Application, Omni respectfully requests (a) final approval and allowance of the sum of \$42,884.40, which comprises compensation for services rendered by Omni professionals from April 1, 2024, through and including May 31, 2024 (the “**Compensation Period**”); and (b)

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are: Never Slip Holdings, Inc. (5010); Never Slip TopCo, Inc. (8956); SHO Holding I Corporation (7699); SHO Holding II Corporation (7738); Shoes For Crews, Inc. (9679); SFC Holdings, Inc. (8908); SFC Holdings, LLC (2357); Shoes for Crews, LLC (2362); SRS/MKS, L.L.C. (7003); Shoes for Crews Canada, Ltd. (0085); SFC Canada, Inc. (1314); and Sunrise Enterprises, LLC (4516). The Debtors’ service address is 5000 T-Rex Avenue, Suite 100, Boca Raton, FL 33431.

directing payment of all such allowed compensation, less any amounts previously paid for such compensation and expenses. In support of this Final Fee Application, Omni respectfully states as follows:

JURISDICTION AND VENUE

1. The Court has jurisdiction over the Debtors, their estates, and these matters under 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This is a core proceeding under 28 U.S.C. § 157(b).

2. Venue of this proceeding and this Application is proper in this district pursuant to 28 U.S.C. § 1408.

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

4. The statutory predicates for the relief sought herein are sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016 and Local Rule 2016-2.

BACKGROUND

5. On April 1, 2024 (the “**Petition Date**”), each Debtor filed a voluntary petition for relief pursuant to chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made in these chapter 11 cases. No trustee or examiner has been appointed. Additional factual background regarding the Debtors, including their business operations, their corporate and capital structure,

and the events leading to the filing of these chapter 11 cases, is set forth in detail in the Declaration of Christopher Sim, Chief Financial Officer of Never Slip Holdings, Inc., in Support of Debtors' Chapter 11 Petitions and First Day Motions [Docket No. 16] (the "**First Day Declaration**").

6. On May 5, 2024, the Court entered the Interim Compensation Order.

7. On April 10, 2023, the Debtors filed the Application of Debtors for Entry of an Order Authorizing Debtors to Employ and Retain Omni Agent Solutions, Inc. as Administrative Agent Effective as of the Petition Date [Docket No. 78].

8. On May 5, 2024, the Court entered the *Order Authorizing Debtors to Employ and Retain Omni Agent Solutions, Inc. as Administrative Agent Effective as of the Petition Date* [Docket No. 158].

SUMMARY OF PROFESSIONAL COMPENSATION

9. By this Application, Omni requests allowance and payment of \$42,884.40 as final compensation for professional services rendered to the Debtors by Omni during the Compensation Period. All services for which compensation is requested by Omni were performed for or on behalf of the Debtors.

10. During the Compensation Period, Omni received no payment and no promises of payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between Omni and any other person, other than members of Omni, for the sharing of compensation to be received for services rendered in these Chapter 11 Cases.

11. The fees charged by Omni in these Chapter 11 Cases are billed in accordance with its existing billing rates and procedures in effect during the Fee Period, and in accordance with the

Retention Order. To the best of Omni's knowledge, this Application complies with section 330 of the Bankruptcy Code, the applicable Bankruptcy Rules, and Local Bankruptcy Rule 2016-2.

SUMMARY OF SERVICES RENDERED

12. Attached hereto as **Exhibit A** is a detailed statement of the fees Omni incurred during the Compensation Period. The services rendered by Omni during the Compensation Period are grouped into the categories set forth in **Exhibit A**. The professionals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in the attachments hereto.

13. To provide a meaningful summary of the services rendered by Omni to the Debtors and their estates, Omni established, in accordance with its internal billing procedures, certain subject project categories in connection with the chapter 11 cases. The following is a summary of the professional services rendered by Omni during the Compensation Period. This summary of services is not intended to be a detailed description of the work performed; rather, this summary highlights certain areas in which services were rendered to the Debtors and identifies some of the matters and issues that Omni was required to address during the Compensation Period.

A. **Preparation of Schedules and Statements of Financial Affairs**
Fees: \$42,884.40; Total Hours: 239.4

This category includes all work performed by Omni in assisting the Debtors in the preparation of each of their schedules and statements of financial affairs. Omni received large and frequent batches of data from the Debtors and their professionals. Such data was properly formatted, when necessary, and incorporated into the Debtors' schedules and statements of financial affairs. Omni conducted multiple reviews of draft work product with the Debtors and their professionals to ensure the accuracy of the final schedules and statements of financial affairs.

SUMMARY OF DISBURSEMENTS

14. Omni did not incur any expenses during the Compensation Period.

15. Omni's professionals spent a total of 239.4 hours in connection with this matter during the Compensation Period. The reasonable value of the services rendered by Omni to the Debtors during the Compensation Period is \$42,884.40. The blended rate of the professionals who rendered services during the Compensation Period is \$179.13.

16. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, Omni respectfully submits that the amount requested by Omni is fair and reasonable under section 330 of the Code given (a) the complexity of these chapter 11 cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

NOTICE

17. Notice of this Application will be served in accordance with the Interim Compensation Order, including on the Notice Parties (as defined in the Interim Compensation Order). Omni submits that no other or further notice is required under the circumstances.

WHEREFORE, Omni Solomon respectfully requests entry of an order (a) granting final allowance of compensation for professional services to the Debtors during the Final Compensation Period in the amount of \$42,884.40; and (b) directing payment of all such allowed compensation and expenses, less any amounts previously paid for such compensation and expenses.

Dated: August 22, 2024
New York, NY

Respectfully submitted,

OMNI AGENT SOLUTIONS, INC.

/s/ Paul H. Deutch

Paul H. Deutch

1120 Avenue of the Americas, 4th Fl.

New York, NY 10036

Telephone: (212) 302-3580

Email: pdeutch@omniagnt.com

Administrative Agent to the Debtors and Debtors in Possession

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

In re:

Never Slip Holdings, Inc., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-10663 (LSS)

(Jointly Administered)

DECLARATION OF PAUL H. DEUTCH

I, Paul H. Deutch, hereby declare the following under penalty of perjury:

1. I am the Executive Vice President of Omni Agent Solutions, Inc. (“Omni”)

2. I am familiar with the services rendered by Omni as Administrative Agent to the Debtors as set forth in the Application.

3. I have reviewed the foregoing *Final Application of Omni Agent Solutions, Inc. as Administrative Agent to the Debtors for the Period from April 1, 2024, Through and Including May 31, 2024*, and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Local Rule 2016-2 and submit that the Fee Statement complies with such rule.

Dated: August 22, 2024
New York, New York

/s/ Paul H. Deutch

Paul H. Deutch

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are: Never Slip Holdings, Inc. (5010); Never Slip TopCo, Inc. (8956); SHO Holding I Corporation (7699); SHO Holding II Corporation (7738); Shoes For Crews, Inc. (9679); SFC Holdings, Inc. (8908); SFC Holdings, LLC (2357); Shoes for Crews, LLC (2362); SRS/MKS, L.L.C. (7003); Shoes for Crews Canada, Ltd. (0085); SFC Canada, Inc. (1314); and Sunrise Enterprises, LLC (4516). The Debtors’ service address is 5000 T-Rex Avenue, Suite 100, Boca Raton, FL 33431.

EXHIBIT A



Omni Agent Solutions, Inc.
 5955 DeSoto Avenue, Suite #100
 Woodland Hills, CA 91367
 818-906-8300

May 16, 2024

327 -Never Slip Holdings, Inc.

Invoice Number: 12732

Invoice Period: 04-01-2024 - 04-30-2024

Payment Terms: Upon Receipt

RE: Schedules & SOFAs

Schedules & SOFAs

Time Details

Date	Professional	Description	Hours	Rate	Amount
04-11-2024	Brittney Whitaker	Review e-mail received and respond to K. Richter @ BRG re schedules and sofas discussion	0.20	240.00	48.00
04-12-2024	Brittney Whitaker	Call with K. Richter, N. Dahl, N. Maiorisi, D. Spears @ BRG L. Cannizzaro, C. Sim, S. Cox @ SFC, S. Kelly @ Omni re kick off for schedules and SOFA preparation	0.60	240.00	144.00
04-15-2024	Brittney Whitaker	Review e-mail received and respond to D. Spears @ BRG re Schedule and SOFA tracking sheet and template	0.20	240.00	48.00
04-15-2024	Brittney Whitaker	Review e-mail received and respond to D. Spears @ BRG re schedules call	0.20	240.00	48.00
04-15-2024	Brittney Whitaker	Review e-mail received and respond to SFC Team re Schedule and SOFA tracking sheet and template	0.20	240.00	48.00
04-16-2024	Brittney Whitaker	Review e-mail received and respond to D. Spears @ BRG re AP Vendor	0.20	240.00	48.00
04-16-2024	Brittney Whitaker	Call with K. Richter and D. Spears @ BRG and S. Kelly @ Omni re Schedules and SOFA preparations	0.80	240.00	192.00

Invoice Number: 12732

We appreciate your business

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Date	Professional	Description	Hours	Rate	Amount
04-16-2024	Sejal Kelly	Review emails/attachments received from client re: schedules and SOFAs support	1.10	240.00	264.00
04-16-2024	Sejal Kelly	Coordinate and supervise team on preparation of schedules and SOFAs	0.70	240.00	168.00
04-16-2024	Sejal Kelly	Call with K. Richter and D. Spears @ BRG and B. Whitaker @ Omni re Schedules and SOFA preparations	0.80	240.00	192.00
04-17-2024	Javon Couch	Prepare Schedule of Assets and Liabilities	2.00	170.00	340.00
04-17-2024	Lyanne Ramirez	Prepare Statement of Financial Affairs	4.60	135.00	621.00
04-17-2024	Brittney Whitaker	Perform quality assurance on Schedules and SOFA documents and exhibits	2.10	240.00	504.00
04-17-2024	Brittney Whitaker	Prepare Statement of Financial Affairs	0.40	240.00	96.00
04-17-2024	Sejal Kelly	Prepare e-mail outlining next steps and data requests	0.30	240.00	72.00
04-17-2024	Tara Saldajeno	Prepare Schedule of Assets and Liabilities	1.50	160.00	240.00
04-17-2024	Tara Saldajeno	Prepare Statement of Financial Affairs	1.90	160.00	304.00
04-17-2024	Tara Saldajeno	Perform quality assurance on prepare Statement of Financial Affairs	2.30	160.00	368.00
04-18-2024	Tara Saldajeno	Prepare Statement of Financial Affairs	2.40	160.00	384.00
04-18-2024	Sejal Kelly	Review e-mails received, research and respond to S. Cox @ SFC re questions related to schedules and SOFA preparation	0.50	240.00	120.00
04-22-2024	Sejal Kelly	Call with K. Richter, N. Dahl, N. Maiorisi, D. Spears @ BRG L. Cannizzaro, C. Sim, S. Cox @ SFC, B. Whitaker @ Omni re Schedules and SOFA preparation	0.40	240.00	96.00
04-22-2024	Sejal Kelly	Review e-mails received and respond to S. Cox @ SFC re answering questions re schedules preparation	0.40	240.00	96.00
04-22-2024	Sejal Kelly	Review e-mail received and respond to L. Cannizzaro @ SFC re wage questions	0.20	240.00	48.00

Date	Professional	Description	Hours	Rate	Amount
04-22-2024	Sejal Kelly	Correspond with N. Maiorisi @ BRG re access to Kiteworks	0.30	240.00	72.00
04-22-2024	Brittney Whitaker	Call with K. Richter, N. Dahl, N. Maiorisi, D. Spears @ BRG L. Cannizzaro, C. Sim, S. Cox @ SFC, S. Kelly @ Omni re Schedules and SOFA preparation	0.40	240.00	96.00
04-22-2024	Brittney Whitaker	Review e-mail received and respond to N. Maiorisi @ BRG re files for Schedules and SOFAs	0.20	240.00	48.00
04-22-2024	Sejal Kelly	Prepare Schedule of Assets and Liabilities	2.70	240.00	648.00
04-22-2024	Sejal Kelly	Review emails/attachments received from client re:schedules and SOFA support;	3.10	240.00	744.00
04-22-2024	Sejal Kelly	Prepare Statement of Financial Affairs	1.30	240.00	312.00
04-22-2024	Brittney Whitaker	Review e-mail received and respond to N. Maiorisi @ BRG re Schedules and SOFAs files	0.20	240.00	48.00
04-23-2024	Brittney Whitaker	Prepare Schedule of Assets and Liabilities	0.50	240.00	120.00
04-23-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA data files	2.10	240.00	504.00
04-23-2024	Sejal Kelly	Coordinate with Omni team re schedules and SOFA preparation	1.70	240.00	408.00
04-23-2024	Sejal Kelly	Review e-mail received, research and respond to D. Spears @ BRG re data files questions	0.30	240.00	72.00
04-23-2024	Sejal Kelly	Prepare Schedule of Assets and Liabilities	2.10	240.00	504.00
04-23-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA data files	1.80	240.00	432.00
04-23-2024	Yelena Bederman	Review e-mail received and respond to S. Kelly re: schedule G	0.10	190.00	19.00
04-23-2024	Yelena Bederman	Prepare Schedule of Assets and Liabilities	1.50	190.00	285.00
04-23-2024	Yelena Bederman	Review e-mail received and respond to B. Whitaker re: schedule F	0.10	190.00	19.00

Date	Professional	Description	Hours	Rate	Amount
04-23-2024	Noah Hurst	Prepare Schedule of Assets and Liabilities	1.70	165.00	280.50
04-23-2024	Linda Semo	Prepare Schedule of Assets and Liabilities	2.50	165.00	412.50
04-23-2024	Tara Saldajeno	Prepare Statement of Financial Affairs	1.20	160.00	192.00
04-23-2024	Tara Saldajeno	Prepare Schedule of Assets and Liabilities	0.80	160.00	128.00
04-24-2024	Luis Solorzano	Perform quality assurance on Schedules and SOFA data files	1.20	240.00	288.00
04-24-2024	Tara Saldajeno	Prepare Statement of Financial Affairs	0.90	160.00	144.00
04-24-2024	Yelena Bederman	Prepare Statement of Financial Affairs	1.00	190.00	190.00
04-24-2024	Brittney Whitaker	Perform quality assurance on prepare Statement of Financial Affairs	1.80	240.00	432.00
04-24-2024	Brian Beilinson	Prepare Statement of Financial Affairs	2.10	240.00	504.00
04-24-2024	Brittney Whitaker	Call with S. Kelly and B. Beilinson re SOFA 25, 28, and AB 15	0.30	240.00	72.00
04-24-2024	Brian Beilinson	Call with S. Kelly and B. Whitaker re SOFA 25, 28, and AB 15	0.30	240.00	72.00
04-24-2024	Sejal Kelly	Call with B. Whitaker and B. Beilinson re SOFA 25, 28, and AB 15	0.30	240.00	72.00
04-24-2024	Yelena Bederman	Review e-mail received and respond to S. Kelly re: schedule D	0.10	190.00	19.00
04-24-2024	Noah Hurst	Prepare Schedule of Assets and Liabilities	0.90	165.00	148.50
04-24-2024	Yelena Bederman	Review e-mail received and respond to S. Kelly re: schedule H	0.10	190.00	19.00
04-24-2024	Yelena Bederman	Prepare Schedule of Assets and Liabilities	1.50	190.00	285.00
04-24-2024	Cassie Weatherspoon	Perform quality assurance on Schedules and SOFA data files	0.20	190.00	38.00

Date	Professional	Description	Hours	Rate	Amount
04-24-2024	Sejal Kelly	Review e-mail received and respond to S. Cox @ SFC re SOFA9 data	0.20	240.00	48.00
04-24-2024	Sejal Kelly	Call with S. Cox, C. Sim @ SFC D. Spears @ SFC re schedules and SOFA page turn	1.20	240.00	288.00
04-24-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	4.10	240.00	984.00
04-24-2024	Brittney Whitaker	Perform quality assurance on schedule of assets and liabilities	0.40	240.00	96.00
04-25-2024	Brittney Whitaker	Review e-mail/files received from client re Schedule G	0.40	240.00	96.00
04-25-2024	Brittney Whitaker	Coordinate with Data Management re Schedule G	0.20	240.00	48.00
04-25-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	2.30	240.00	552.00
04-25-2024	Sejal Kelly	Coordinate with Omni team to prepare SOFA exhibits	0.30	240.00	72.00
04-25-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA data files	1.70	240.00	408.00
04-25-2024	Yelena Bederman	Print drafts for schedules & SOFAs	1.00	190.00	190.00
04-25-2024	Yelena Bederman	Review e-mail received and respond to B. Whitaker re: drafts	0.10	190.00	19.00
04-25-2024	Tara Saldajeno	Prepare Schedule of Assets and Liabilities	2.90	160.00	464.00
04-25-2024	Yelena Bederman	Review e-mail received and respond to B. Whitaker re: schedule G	0.10	190.00	19.00
04-25-2024	Yelena Bederman	Prepare Schedule of Assets and Liabilities	2.00	190.00	380.00
04-25-2024	Brittney Whitaker	Perform quality assurance on Statement of Financial Affairs	1.10	240.00	264.00
04-25-2024	Brian Beilinson	Call with S. Kelly and B. Whitaker re SOFAs/ Schedules quality control	0.30	240.00	72.00

Date	Professional	Description	Hours	Rate	Amount
04-25-2024	Brittney Whitaker	Perform quality assurance on schedule of assets and liabilities	0.80	240.00	192.00
04-25-2024	Brittney Whitaker	Prepare Statement of Financial Affairs	0.90	240.00	216.00
04-25-2024	Brian Beilinson	Prepare Statement of Financial Affairs	0.60	240.00	144.00
04-25-2024	Brittney Whitaker	Call with S. Kelly and B. Beilinson re SOFAs/ Schedules quality control	0.30	240.00	72.00
04-25-2024	Brian Beilinson	Prepare Schedules of Assets and Liabilities	1.10	240.00	264.00
04-25-2024	Luis Solorzano	Perform quality assurance on Schedules and SOFA data files	0.90	240.00	216.00
04-25-2024	Sejal Kelly	Call with B. Beilinson and B. Whitaker re SOFAs/ Schedules quality control	0.30	240.00	72.00
04-26-2024	Tara Saldajeno	Prepare Schedule of Assets and Liabilities	3.30	160.00	528.00
04-26-2024	Brian Beilinson	Prepare Schedules of Assets and Liabilities	1.10	240.00	264.00
04-26-2024	Brian Beilinson	Perform quality assurance on schedule of assets and liabilities	1.60	240.00	384.00
04-26-2024	Yelena Bederman	Review e-mail received and respond to S. Kelly re: drafts for schedules & SOFAs	0.10	190.00	19.00
04-26-2024	Yelena Bederman	Prepare drafts for schedules & SOFAs	1.00	190.00	190.00
04-26-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	3.50	240.00	840.00
04-26-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	1.90	240.00	456.00
04-26-2024	Brittney Whitaker	Review e-mail received and respond to D. Spears @ BRG re missing items for SOFAs	0.20	240.00	48.00
04-26-2024	Brittney Whitaker	Perform quality assurance on Schedules and SOFA data files	1.40	240.00	336.00

Date	Professional	Description	Hours	Rate	Amount
04-28-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	3.40	240.00	816.00
04-29-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	5.90	240.00	1,416.00
04-29-2024	Brittney Whitaker	Call with K. Richter, N. Dahl, N. Maiorisi, D. Spears @ BRG L. Cannizzaro, C. Sim, S. Cox @ SFC, S. Kelly @ Omni re Schedules and SOFA page turn	1.80	240.00	432.00
04-29-2024	Brian Beilinson	Call with K. Richter, N. Dahl, N. Maiorisi, D. Spears @ BRG L. Cannizzaro, C. Sim, S. Cox @ SFC, S. Kelly, B. Whitaker @ Omni re Schedules and SOFA page turn	0.90	240.00	216.00
04-29-2024	Tara Saldajeno	Prepare Statement of Financial Affairs	1.20	160.00	192.00
04-29-2024	Sejal Kelly	Call with K. Richter, N. Dahl, N. Maiorisi, D. Spears @ BRG L. Cannizzaro, C. Sim, S. Cox @ SFC, B. Whitaker @ Omni re Schedules and SOFA page turn	1.80	240.00	432.00
04-30-2024	Sejal Kelly	Call with B. Beilinson @Omni re SOFAs/Schedules quality control	1.00	240.00	240.00
04-30-2024	Brian Beilinson	Prepare Statement of Financial Affairs	2.00	240.00	480.00
04-30-2024	Brian Beilinson	Call with S. Cox @SFC, S. Kelly and B. Whitaker @Omni re SOFAs/Schedules NOLs	0.70	240.00	168.00
04-30-2024	Brian Beilinson	Call with D. Spears, H. Cusimano @BRG, S. Kelly and B. Whitaker @Omni re SOFAs/Schedules	0.50	240.00	120.00
04-30-2024	Brian Beilinson	Perform quality assurance on Schedules and SOFA documents and exhibits	1.50	240.00	360.00
04-30-2024	Brittney Whitaker	Call with S. Cox @SFC, S. Kelly and B. Beilinson @Omni re SOFAs/Schedules NOLs	0.70	240.00	168.00
04-30-2024	Brian Beilinson	Call with S. Kelly @Omni re SOFAs/Schedules quality control	1.00	240.00	240.00
04-30-2024	Brian Beilinson	Prepare Statement of Financial Affairs exhibit number 3	2.00	240.00	480.00
04-30-2024	Brittney Whitaker	Call with D. Spears, H. Cusimano @BRG, S. Kelly and B. Beilinson @Omni re SOFAs/Schedules	0.50	240.00	120.00

Date	Professional	Description	Hours	Rate	Amount
04-30-2024	Sejal Kelly	Call with S. Cox @SFC, B. Whitaker and B. Beilinson @Omni re SOFAs/Schedules NOLs	0.70	240.00	168.00
04-30-2024	Sejal Kelly	Call with D. Spears, H. Cusimano @BRG, B. Whitaker and B. Beilinson @Omni re SOFAs/Schedules	0.50	240.00	120.00
04-30-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	8.00	240.00	1,920.00
04-30-2024	Brittney Whitaker	Perform quality assurance on Statement of Financial Affairs	0.60	240.00	144.00
04-30-2024	Brittney Whitaker	Review e-mail received and respond to S. Cox @ SFC re SOFA 29, (.2) clarifying questions for SOFA 29	0.40	240.00	96.00
04-30-2024	Brittney Whitaker	Review e-mail received and respond to S. Cox @ SFC re source file	0.20	240.00	48.00
04-30-2024	Brittney Whitaker	Review e-mail received and respond to D. Spears @ FTI re SOFA 4	0.20	240.00	48.00
04-30-2024	Brittney Whitaker	Review e-mail received and respond to S. Cox @ SFC re SOFA 28	0.20	240.00	48.00
04-30-2024	Brittney Whitaker	Perform quality assurance on schedule of assets and liabilities	0.30	240.00	72.00
Total					28,901.50

Time Summary

Professional	Hours	Rate	Amount
Brian Beilinson	15.70	240.00	3,768.00
Brittney Whitaker	18.90	240.00	4,536.00
Cassie Weatherspoon	0.20	190.00	38.00
Javon Couch	2.00	170.00	340.00
Linda Semo	2.50	165.00	412.50
Luis Solorzano	2.10	240.00	504.00
Lyanne Ramirez	4.60	135.00	621.00
Noah Hurst	2.60	165.00	429.00
Sejal Kelly	56.90	240.00	13,656.00
Tara Saldajeno	18.40	160.00	2,944.00
Yelena Bederman	8.70	190.00	1,653.00
Total			28,901.50



Omni Agent Solutions, Inc.
 5955 DeSoto Avenue, Suite #100
 Woodland Hills, CA 91367
 818-906-8300

June 12, 2024

327 -Never Slip Holdings, Inc.

Invoice Number: 12783

Invoice Period: 05-01-2024 - 05-31-2024

Payment Terms: Upon Receipt

RE: Schedules & SOFAs

Schedules & SOFAs

Time Details

Date	Professional	Description	Hours	Rate	Amount
05-01-2024	Brittney Whitaker	Call with D. Spears, H. Cusimano @BRG, SFC Team, Chipman Team, R&G Team, S. Kelly and B. Beilinson @Omni re SOFAs/Schedules Page Turn	2.20	240.00	528.00
05-01-2024	Linda Semo	Prepare Schedule of Assets and Liabilities	3.20	165.00	528.00
05-01-2024	Brian Beilinson	Perform quality assurance on Schedules and SOFA documents and exhibits	1.50	240.00	360.00
05-01-2024	Brian Beilinson	Prepare Statement of Financial Affairs	1.60	240.00	384.00
05-01-2024	Brian Beilinson	Prepare Schedules of Assets and Liabilities	1.50	240.00	360.00
05-01-2024	Brian Beilinson	Call with S. Cox @SFC, S. Kelly and B. Whitaker @Omni, R. Brown @Ropes, D. Spears @BRG re SOFAs/Schedules final walkthrough	2.40	240.00	576.00
05-01-2024	Sejal Kelly	Review e-mails received and respond to S. Cox @ SFC re questions re schedules and SOFAs	0.50	240.00	120.00
05-01-2024	Sejal Kelly	Review e-mail received and respond to H. Lynn @ SFC re call preparations	0.20	240.00	48.00

Invoice Number: 12783

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Date	Professional	Description	Hours	Rate	Amount
05-01-2024	Sejal Kelly	Review e-mail received and respond to M. Desgrossliers @ CB re open counsel questions	0.20	240.00	48.00
05-01-2024	Sejal Kelly	Review e-mails received and respond to R. Brown @ RG re open counsel questions and page turn preparation	0.30	240.00	72.00
05-01-2024	Sejal Kelly	Prepare Schedule of Assets and Liabilities	0.90	240.00	216.00
05-01-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	0.50	240.00	120.00
05-01-2024	Sejal Kelly	Review e-mails received, research and respond to D. Spears @ BRG re 503b9 amount calculation and contract questions	0.30	240.00	72.00
05-01-2024	Sejal Kelly	Review e-mail/files received from client re updates to schedules and SOFAs	0.30	240.00	72.00
05-01-2024	Sejal Kelly	Review e-mail/files received from client re updates to schedules and SOFAs	0.30	240.00	72.00
05-01-2024	Sejal Kelly	Call with D. Spears, H. Cusimano @BRG, SFC Team, Chipman Team, R&G Team, B. Whitaker and B. Beilinson @Omni re SOFAs/Schedules Page Turn	2.20	240.00	528.00
05-01-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	1.30	240.00	312.00
05-01-2024	Sejal Kelly	Perform quality assurance on contract review and analysis re: counterparty noticing and schedules preparation	0.30	240.00	72.00
05-01-2024	Sejal Kelly	Call with D Spears @ BRG re contract inclusion on Sch G	0.20	240.00	48.00
05-01-2024	Sejal Kelly	Review e-mail received and respond to N. Maiorisi @ BRG re cure notice	0.20	240.00	48.00
05-01-2024	Sejal Kelly	Coordinate and supervise preparation of schedule G based on new contracts	0.10	240.00	24.00
05-01-2024	Sejal Kelly	Review e-mails received, research and respond to S. Cox @ SFC re updates to SOFAs	0.50	240.00	120.00

Date	Professional	Description	Hours	Rate	Amount
05-01-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	0.20	240.00	48.00
05-01-2024	Sejal Kelly	Review first day declaration and confirm lenders and guarantors for Sch D and Sch H	0.70	240.00	168.00
05-01-2024	Sejal Kelly	Prepare Schedule of Assets and Liabilities	0.50	240.00	120.00
05-02-2024	Sejal Kelly	Review e-mail received and respond to S. Cox @ SFC re updates to SOFAs	0.20	240.00	48.00
05-02-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	0.80	240.00	192.00
05-02-2024	Sejal Kelly	Prepare email with schedules and SOFAs comments; correspond with client, FA and counsel with drafts for review	0.60	240.00	144.00
05-02-2024	Sejal Kelly	Review e-mail received and respond to D. Spears @ BRG re updated vehicle information	0.20	240.00	48.00
05-02-2024	Sejal Kelly	Coordinate and supervise updates to schedules before filing	0.70	240.00	168.00
05-02-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA data files	0.40	240.00	96.00
05-02-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	0.70	240.00	168.00
05-02-2024	Sejal Kelly	Review e-mail received and respond to R. Brown @ RG re status of schedules	0.20	240.00	48.00
05-02-2024	Sejal Kelly	Review e-mails received, researched and respond to S. Cox @ SFC re updates to schedules	0.30	240.00	72.00
05-02-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	1.60	240.00	384.00
05-02-2024	Sejal Kelly	Correspond with C. Sim @ SFC re electronic signature to schedules and SOFAs	0.10	240.00	24.00
05-02-2024	Sejal Kelly	Prepare Schedule of Assets and Liabilities	1.30	240.00	312.00
05-02-2024	Tara Saldajeno	Perform quality assurance on Statement of Financial	0.70	160.00	112.00

Date	Professional	Description	Hours	Rate	Amount
		Affairs			
05-02-2024	Tara Saldajeno	Perform quality assurance on schedule of assets and liabilities	0.40	160.00	64.00
05-02-2024	Yelena Bederman	Review e-mail received and respond to S. Kelly re: updates to schedule G	0.10	190.00	19.00
05-02-2024	Yelena Bederman	Review e-mail received and respond to S. Kelly re: updates to schedule D	0.10	190.00	19.00
05-02-2024	Yelena Bederman	Prepare Schedule of Assets and Liabilities	1.00	190.00	190.00
05-02-2024	Yelena Bederman	Review e-mail received and respond to S. Kelly re: updates to schedule H	0.10	190.00	19.00
05-02-2024	Luis Solorzano	Perform quality assurance on Schedules and SOFA data files	1.10	240.00	264.00
05-02-2024	Brian Beilinson	Perform quality assurance on Schedules and SOFA documents and exhibits	1.90	240.00	456.00
05-03-2024	Yelena Bederman	Review e-mail received and respond to S. Kelly re: updates to schedule G	0.10	190.00	19.00
05-03-2024	Yelena Bederman	Coordinate comparison project for schedule G	0.20	190.00	38.00
05-03-2024	Yelena Bederman	Review e-mail received and respond to B. Whitaker re: updates to schedule E	0.10	190.00	19.00
05-03-2024	Yelena Bederman	Prepare Schedule of Assets and Liabilities	1.30	190.00	247.00
05-03-2024	Tara Saldajeno	Perform quality assurance on Statement of Financial Affairs	1.10	160.00	176.00
05-03-2024	Tara Saldajeno	Prepare Statement of Financial Affairs	0.60	160.00	96.00
05-03-2024	Yelena Bederman	Review e-mail received and respond to B. Beilinson re: updates to schedule F	0.10	190.00	19.00
05-03-2024	Luis Solorzano	Perform quality assurance on Schedules and SOFA data files	0.80	240.00	192.00

Date	Professional	Description	Hours	Rate	Amount
05-03-2024	Brittney Whitaker	Prepare Schedule of Assets and Liabilities	2.60	240.00	624.00
05-03-2024	Brittney Whitaker	Perform quality assurance on Schedules and SOFA data files	5.50	240.00	1,320.00
05-03-2024	Brittney Whitaker	Call with S. Cox @SFC, S. Kelly and B. Beilinson @Omni, R. Brown @Ropes, D. Spears @BRG re SOFAs/Schedules updates	0.70	240.00	168.00
05-03-2024	Yelena Bederman	Review e-mail received and respond to B. Whitaker re: schedules & SOFAs drafts	0.10	190.00	19.00
05-03-2024	Yelena Bederman	Prepare drafts for schedules & SOFAs	0.50	190.00	95.00
05-03-2024	Brian Beilinson	Perform quality assurance on Schedules and SOFA data files	2.50	240.00	600.00
05-03-2024	Brian Beilinson	Call with S. Cox @SFC, S. Kelly and B. Whitaker @Omni, R. Brown @Ropes, D. Spears @BRG re SOFAs/Schedules updates	0.70	240.00	168.00
05-03-2024	Brian Beilinson	Prepare Schedules of Assets and Liabilities	2.20	240.00	528.00
05-03-2024	Brian Beilinson	Prepare Statement of Financial Affairs	2.40	240.00	576.00
05-03-2024	Anthony Roque	Prepare Schedule of Assets and Liabilities	1.00	140.00	140.00
05-03-2024	Brian Beilinson	Call with S. Kelly and B. Whitaker @Omni re Schedule G reconciliation	2.00	240.00	480.00
05-03-2024	Sejal Kelly	Call with S. Cox @SFC, B. Whitaker and B. Beilinson @Omni, R. Brown @Ropes, D. Spears @BRG re SOFAs/Schedules updates	0.70	240.00	168.00
05-03-2024	Sejal Kelly	Call with B. Whitaker and B. Beilinson @Omni re Schedule G reconciliation	2.00	240.00	480.00
05-03-2024	Brittney Whitaker	Call with S. Kelly and B. Beilinson @Omni re Schedule G reconciliation	2.00	240.00	480.00
05-03-2024	Brittney Whitaker	Correspond with Y. Bederman re Schedule G redactions	0.10	240.00	24.00

Date	Professional	Description	Hours	Rate	Amount
05-03-2024	Brittney Whitaker	Review e-mail received and respond to N. Maiorisi @ BRG re Schedule G exhibit	0.20	240.00	48.00
05-03-2024	Brittney Whitaker	Review e-mail received and respond to S. Cox @ SFC re Shoes for Crews, LLC schedule and SOFA	0.20	240.00	48.00
05-03-2024	Sejal Kelly	Review e-mails received, research and respond to client, FA and counsel re schedules and SOFAs	0.70	240.00	168.00
05-03-2024	Sejal Kelly	Review files, coordinate and supervise updates to Sch F and Sch G	0.70	240.00	168.00
05-03-2024	Sejal Kelly	Review e-mail received and respond to BRG re updates to Sch D	0.20	240.00	48.00
05-03-2024	Sejal Kelly	Review e-mails received and respond to N. Maiorisi @ BRG re cure notice updates	0.40	240.00	96.00
05-03-2024	Sejal Kelly	Coordinate and supervise updating of schedules and SOFAs for filing	0.90	240.00	216.00
05-03-2024	Sejal Kelly	Review e-mails received and respond to R. Brown @ RG re updates to schedules and SOFAs	0.50	240.00	120.00
05-03-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	1.70	240.00	408.00
05-03-2024	Sejal Kelly	Review e-mails received and respond to S. Cox @ SFC re final changes to schedules and SOFAs	0.30	240.00	72.00
05-03-2024	Brittney Whitaker	Review e-mail received and respond to S. Cox @ SFC re unredacted Schedule	0.20	240.00	48.00
05-06-2024	Sejal Kelly	Review e-mail received and respond to R. Brown @ RG re updates to schedules	0.20	240.00	48.00
05-06-2024	Tara Saldajeno	Perform quality assurance on Statement of Financial Affairs	0.30	160.00	48.00
05-07-2024	Brian Beilinson	Call with S. Cox @SFC, S. Kelly and B. Whitaker @Omni, R. Brown @Ropes, D. Spears @BRG re SOFAs/Schedules Global Notes	1.00	240.00	240.00
05-07-2024	Brittney Whitaker	Call with S. Cox @SFC, S. Kelly and B. Beilinson @Omni, R. Brown @Ropes, D. Spears @BRG re SOFAs/Schedules Global Notes	1.00	240.00	240.00

Date	Professional	Description	Hours	Rate	Amount
05-07-2024	Sejal Kelly	Call with S. Cox @SFC, B. Whitaker and B. Beilinson @Omni, R. Brown @Ropes, D. Spears @BRG re SOFAs/Schedules Global Notes	1.00	240.00	240.00
05-08-2024	Sejal Kelly	Call with B. Whitaker, B. Beilinson @ Omni R. Brown, SFC Team and D Spears @ BRG re schedule updates	0.30	240.00	72.00
05-08-2024	Brian Beilinson	Call with S. Cox @SFC, S. Kelly and B. Whitaker @Omni, R. Brown @Ropes, D. Spears @BRG re SOFAs/Schedules Global Notes	0.20	240.00	48.00
05-08-2024	Brittney Whitaker	Call with S. Kelly, B. Beilinson @ Omni R. Brown, SFC Team and D Spears @ BRG re schedule updates	0.30	240.00	72.00
05-09-2024	Brian Beilinson	Review email correspondence re current officers and respond	0.20	240.00	48.00
05-09-2024	Brian Beilinson	Review current officer data files to confirm SOFA detail	0.20	240.00	48.00
05-09-2024	Brian Beilinson	Prepare Schedule of Assets and Liabilities	1.50	240.00	360.00
05-09-2024	Brian Beilinson	Perform quality assurance on Schedules and SOFA documents and exhibits	0.50	240.00	120.00
05-10-2024	Yelena Bederman	Review e-mail received and respond to S. Kelly re: updates to schedule F	0.10	190.00	19.00
05-10-2024	Yelena Bederman	Prepare Schedule of Assets and Liabilities	0.30	190.00	57.00
05-10-2024	Yelena Bederman	Prepare drafts for schedules & SOFAs	0.20	190.00	38.00
05-10-2024	Brittney Whitaker	Perform quality assurance on Schedules and SOFA data files	3.10	240.00	744.00
05-10-2024	Yelena Bederman	Review e-mail received and respond to S. Kelly re: drafts for schedules & SOFAs	0.10	190.00	19.00
05-10-2024	Brian Beilinson	Perform quality assurance on Schedules and SOFA documents and exhibits	0.60	240.00	144.00
05-10-2024	Brian Beilinson	Draft email correspondence re SOFAs/Schedules final drafts	0.20	240.00	48.00

Date	Professional	Description	Hours	Rate	Amount
05-10-2024	Brittney Whitaker	Review e-mail received and respond to R. Brown @ R&G re Schedule E/F footnote	0.20	240.00	48.00
05-11-2024	Brittney Whitaker	Review e-mail received and respond to R. Brown @ R&G re updates to Schedules and SOFAs	0.20	240.00	48.00
05-11-2024	Brittney Whitaker	Perform quality assurance on schedule of assets and liabilities	0.90	240.00	216.00
05-11-2024	Brittney Whitaker	Perform quality assurance on Statement of Financial Affairs	0.60	240.00	144.00
05-13-2024	Brittney Whitaker	Review e-mail received and respond to R. Brown @ R&G re follow up on updates to S&S	0.20	240.00	48.00
05-13-2024	Brittney Whitaker	Perform quality assurance on schedule of assets and liabilities	0.90	240.00	216.00
05-13-2024	Sejal Kelly	Update Schedule of Assets and Liabilities	0.20	240.00	48.00
05-13-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	0.30	240.00	72.00
05-13-2024	Yelena Bederman	Review e-mail received and respond to B. Whitaker re: updates to schedule D	0.10	190.00	19.00
05-13-2024	Yelena Bederman	Prepare Schedule of Assets and Liabilities	0.20	190.00	38.00
05-13-2024	Brian Beilinson	Prepare Schedules of Assets and Liabilities	1.50	240.00	360.00
05-14-2024	Yelena Bederman	Review e-mail received and respond to B. Whitaker re: drafts for schedules & SOFAs	0.10	190.00	19.00
05-14-2024	Yelena Bederman	Prepare drafts for schedules & SOFAs; email to B. Whitaker	0.40	190.00	76.00
05-14-2024	Brian Beilinson	Call with S. Kelly and B. Whitaker @Omni re SOFAs/ Schedules final drafts	0.40	240.00	96.00
05-14-2024	Brian Beilinson	Prepare Statement of Financial Affairs	0.50	240.00	120.00
05-14-2024	Brian Beilinson	Perform quality assurance on Schedules and SOFA documents and exhibits	0.40	240.00	96.00

Date	Professional	Description	Hours	Rate	Amount
05-14-2024	Brittney Whitaker	Call with S. Kelly and B. Beilinson @Omni re SOFAs/ Schedules final drafts	0.40	240.00	96.00
05-14-2024	Brittney Whitaker	Perform quality assurance on Schedules and SOFA data files	0.90	240.00	216.00
05-14-2024	Brittney Whitaker	Review e-mail received and respond to R. Brown @ R&G re updates to sofas	0.20	240.00	48.00
05-14-2024	Brittney Whitaker	Review e-mail received and respond to R. Brown @ R&G re Schedule G	0.20	240.00	48.00
05-14-2024	Brittney Whitaker	Review e-mail received and respond to C. McNamara @ R&G re schedules	0.20	240.00	48.00
05-14-2024	Brittney Whitaker	Coordinate with Case Management re Schedules and SOFAs	0.30	240.00	72.00
05-14-2024	Brittney Whitaker	Review e-mail received and respond to R. Brown @ R&G re Schedule and SOFA drafts	0.20	240.00	48.00
05-14-2024	Brittney Whitaker	Perform quality assurance on schedule of assets and liabilities	0.50	240.00	120.00
05-14-2024	Brittney Whitaker	Perform quality assurance on Statement of Financial Affairs	0.40	240.00	96.00
05-15-2024	Sejal Kelly	Update Statement of Financial Affairs	1.60	240.00	384.00
05-15-2024	Sejal Kelly	Perform quality assurance on Schedules and SOFA documents and exhibits	1.10	240.00	264.00
05-16-2024	Sejal Kelly	Review e-mails received and respond to D. Spears @ BRG re amending schedules based on UST feedback	0.30	240.00	72.00
05-16-2024	Sejal Kelly	Review e-mail received and respond to R. Brown @ RG re updates to schedules and SOFAs	0.20	240.00	48.00
05-16-2024	Sejal Kelly	Coordinate and supervise updates to schedules and SOFAs	0.70	240.00	168.00
05-17-2024	Sejal Kelly	Review e-mails received and respond to D. Spears @ BRG re updates to schedules and SOFAs	0.40	240.00	96.00

Date	Professional	Description	Hours	Rate	Amount
05-17-2024	Sejal Kelly	Review e-mails received and respond to R. Brown @ RG re updates to schedules and SOFAs	0.40	240.00	96.00
05-17-2024	Sejal Kelly	Coordinate and supervise updates to schedules and SOFAs	0.70	240.00	168.00
05-17-2024	Sejal Kelly	Review e-mail received and respond to L. Cannizzaro @ SFC re payroll records for SOFA3 and 4 reporting	0.20	240.00	48.00
05-17-2024	Brian Beilinson	Call with S. Kelly and B. Whitaker @Omni re SOFAs/ Schedules amendments	0.40	240.00	96.00
05-17-2024	Brian Beilinson	Prepare Schedule of Assets and Liabilities	2.50	240.00	600.00
05-17-2024	Brian Beilinson	Prepare Statement of Financial Affairs	0.90	240.00	216.00
05-17-2024	Yelena Bederman	Review e-mail received and respond to B. Whitaker re: drafts for schedules & SOFAs	0.10	190.00	19.00
05-17-2024	Yelena Bederman	Print drafts for schedules & SOFAs	0.30	190.00	57.00
05-17-2024	Brittney Whitaker	Call with S. Kelly and B. Beilinson @Omni re SOFAs/ Schedules amendments	0.40	240.00	96.00
05-17-2024	Yelena Bederman	Review e-mail received and respond to S. Kelly re: schedule G updates	0.10	190.00	19.00
05-17-2024	Yelena Bederman	Review e-mail received and respond to S. Kelly re: schedule E updates	0.10	190.00	19.00
05-17-2024	Yelena Bederman	Prepare Schedule of Assets and Liabilities	1.00	190.00	190.00
05-17-2024	Brittney Whitaker	Review e-mail received and respond to R. Brown @ R&G re amended schedules	0.20	240.00	48.00
05-17-2024	Brittney Whitaker	Perform quality assurance review of Schedules and SOFAs	0.50	240.00	120.00
05-17-2024	Brittney Whitaker	Review e-mail received and respond to R. Brown @ R&G re AB 7	0.20	240.00	48.00
05-17-2024	Brittney Whitaker	Review e-mail received and respond to R. Brown @ R&G re Schedule G	0.20	240.00	48.00

Date	Professional	Description	Hours	Rate	Amount
05-20-2024	Brittney Whitaker	Review e-mail received and respond to R. Brown @ R&G re redacted exhibits	0.20	240.00	48.00
05-20-2024	Brittney Whitaker	Review e-mail received and respond to R. Brown @ R&G re amended schedules	0.20	240.00	48.00
05-20-2024	Luis Solorzano	Perform quality assurance on Schedules and SOFA data files	2.10	240.00	504.00
05-29-2024	Sejal Kelly	Review e-mail received and respond to D. Spears @ BRG re April invoices	0.20	240.00	48.00
Total					24,704.00

Time Summary

Professional	Hours	Rate	Amount
Anthony Roque	1.00	140.00	140.00
Brian Beilinson	29.70	240.00	7,128.00
Brittney Whitaker	26.30	240.00	6,312.00
Linda Semo	3.20	165.00	528.00
Luis Solorzano	4.00	240.00	960.00
Sejal Kelly	32.70	240.00	7,848.00
Tara Saldajeno	3.10	160.00	496.00
Yelena Bederman	6.80	190.00	1,292.00
Total			24,704.00

Total for this Invoice	24,704.00
Previous Balance	28,901.50
Total Amount to Pay	53,605.50

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

In re:

Never Slip Holdings, Inc., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-10663 (LSS)

(Jointly Administered)

Objection Deadline: September 6, 2024, at 4:00 p.m. (ET)

Hearing Date: September 13, 2024, at 2:00 p.m. (ET)

**NOTICE OF FINAL APPLICATION OF OMNI AGENT SOLUTIONS, INC.,
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES AS
ADMINISTRATIVE AGENT TO THE DEBTORS FOR THE PERIOD FROM
APRIL 1, 2024, THROUGH AND INCLUDING MAY 31, 2024**

PLEASE TAKE NOTICE that on August 22, 2024, the above captioned debtor and debtors in possession (the “**Debtors**”) by and through their undersigned counsel, filed with the United States Bankruptcy Court for the District of Delaware (the “**Court**”) the *Final Application of Omni Agent Solutions, Inc., for Compensation and Reimbursement of Expenses as Administrative Agent to the Debtors for the Period from April 1, 2024, Through and Including May 31, 2024* (the “**Application**”), a copy of which is being served on you with this notice.

PLEASE TAKE FURTHER NOTICE that, objections, if any, to the entry of an order approving the Application, must be filed on or before **September 6, 2024, at 4:00 p.m. (ET)** (the “**Objection Deadline**”) with the Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that at the same time, you must serve a copy of the response on the following parties (collectively, the “**Notice Parties**”) so as to be received on or before the Objection Deadline:

- (i) co-counsel to the Debtors, Ropes & Gray LLP, 1211 Avenue of the Americas, New York, NY 10036 (Attn: Gregg M. Galardi and Cristine Pirro Schwarzman, email: gregg.galardi@ropesgray.com and cristine.schwarzman@ropesgray.com) and Chipman Brown Cicero & Cole, LLP, Hercules Plaza, 1313 N. Market Street, Suite 5400, Wilmington, DE 19801 (Attn: Mark L. Desgrosseilliers, email: desgross@chipmanbrown.com);

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are: Never Slip Holdings, Inc. (5010); Never Slip TopCo, Inc. (8956); SHO Holding I Corporation (7699); SHO Holding II Corporation (7738); Shoes For Crews, Inc. (9679); SFC Holdings, Inc. (8908); SFC Holdings, LLC (2357); Shoes for Crews, LLC (2362); SRS/MKS, L.L.C. (7003); Shoes for Crews Canada, Ltd. (0085); SFC Canada, Inc. (1314); and Sunrise Enterprises, LLC (4516). The Debtors’ service address is 5000 T-Rex Avenue, Suite 100, Boca Raton, FL 33431.

- (ii) counsel to Antares Capital LP, as administrative agent, under the Debtors' First Lien Credit Agreement and the Debtors' Sidecar Credit Agreement, King & Spalding LLP (Attn: Lindsey Henrikson and Matthew Warren, email: lhenrikson@kslaw.com and mwarren@kslaw.com) and Young Conaway Stargatt & Taylor, LLP (Attn: Kara Hammond Coyle, email: kcoyle@ycst.com);
- (iii) counsel to Ares Capital Corporation, as administrative agent, under the Debtors' Second Lien Credit Agreement, Proskauer Rose LLP (Attn: David M. Hillman and Justin Breen, email: DHillman@proskauer.com and JBreen@proskauer.com); and
- (iv) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801 (Attn: Linda Casey and Fang Bu, email: Linda.Casey@usdoj.gov and Fang.Bu@usdoj.gov).

PLEASE TAKE FURTHER NOTICE that a hearing on the Application will be held on **September 13, 2024, at 2:00 p.m. (ET)** before the Honorable Laurie Selber Silverstein, in the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom 2, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS TO THE APPLICATION ARE TIMELY FILED, SERVED, AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED IN THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated: August 22, 2024
Wilmington, Delaware

CHIPMAN BROWN CICERO & COLE, LLP

/s/ Mark L. Desgrosseilliers

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