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Proposed Counsel to the Official Committee of Unsecured Creditors

Proposed Local Counsel to the Official Committee of Unsecured Creditors

IN THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA ALEXANDRIA DIVISION

In re:

ENVIVA INC., et al.,

Debtors.¹

Chapter 11

Case No. 24-10453 (BFK)

(Jointly Administered)

APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF ENVIVA INC., *ET AL*. TO RETAIN AND EMPLOY HIRSCHLER FLEISCHER, PC AS LOCAL COUNSEL, EFFECTIVE AS OF APRIL 10, 2024

The Official Committee of Unsecured Creditors (the "<u>Committee</u>") of Enviva Inc., *et al.* (collectively, the "<u>Debtors</u>") respectfully submits this application (the "<u>Application</u>"), pursuant to sections 328(a) and 1103(a) of title 11 of the United States Code (the "<u>Bankruptcy Code</u>"), Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the "<u>Bankruptcy Rules</u>") and Rules 2014-1 and 2016-1 of the Local Rules of the United States Bankruptcy Court for the Eastern District of Virginia (the "<u>Local Rules</u>"), for entry of an order, substantially in the form attached hereto as <u>Exhibit A</u>, authorizing the Committee to retain and employ Hirschler Fleischer, PC ("<u>Hirschler</u>") as local counsel in connection with the above-captioned chapter 11 cases

¹ Due to the large number of Debtors in these jointly administered chapter 11 cases, a complete list of the Debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list may be obtained on the website of the Debtors' proposed claims and noticing agent at https://kccllc.net/enviva. The location of the Debtors' service address is: 7272 Wisconsin Avenue, Suite 1800, Bethesda, MD 20814.



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(the "<u>Chapter 11 Cases</u>"), effective as April 10, 2024. In support of this Application, the Committee submits the declaration of Lawrence A. Katz, a shareholder in the Bankruptcy, Restructuring, and Creditors Rights Group of Hirschler (the "<u>Katz Declaration</u>") and the declaration of Michael Mandell, not in his individual capacity but solely on behalf of Ryder Integrated Logistics, in its capacity as chair of the Committee (the "<u>Mandell Declaration</u>"), attached hereto as <u>Exhibit B</u> and <u>Exhibit C</u>, respectively, and respectfully represents as follows:

JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the Eastern District of Virginia (the "<u>Court</u>") has jurisdiction over this Application pursuant to 28 U.S.C. § 1334 and the *Standing Order of Reference from the United States District Court for the Eastern District of Virginia*, dated August 15, 1984. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

2. Venue in this Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory and rule predicates for the relief requested herein are Bankruptcy Code sections 328(a) and 1103, Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1.²

BACKGROUND

4. On March 12, 2024 (the "<u>Petition Date</u>"), the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code. The Debtors continue to operate and manage their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107(a) and 1108. No request has been made for the appointment of a trustee or an examiner.

5. On March 25, 2024, the Office of the United States Trustee for the Eastern District of Virginia (the "<u>U.S. Trustee</u>") appointed the Committee pursuant to Bankruptcy Code section

² Pursuant to Bankruptcy Rule 7008, the Committee hereby consents to the entry of final orders or judgments by the Court on this Application if it is determined that the Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution.

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1102 [Docket No. 172].³ On March 28, 2024, the Committee selected (a) Akin to serve as counsel to the Committee and (b) AlixPartners, LLP to serve as financial advisor to the Committee, in each case subject to Court approval. In addition, on (a) April 2, 2024, the Committee selected Ducera Partners LLC to serve as investment banker to the Committee and (b) April 10, 2024, the Committee selected Hirschler to serve as local counsel to the Committee, in each case subject to Court approval.

RELIEF REQUESTED

6. The Committee seeks to retain and employ Hirschler as its local counsel pursuant to Bankruptcy Code sections 328(a) and 1103(a), Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1, effective as of March 28, 2024.

RETENTION OF HIRSCHLER

7. The Committee seeks to retain Hirschler as its local counsel because of Hirschler's extensive experience and knowledge in the field of debtors' and creditors' rights and business reorganizations under chapter 11 of the Bankruptcy Code, including its experience representing committees appointed pursuant to Bankruptcy Code section 1102(a), and because of its expertise, experience and knowledge in practicing before this Court. As a result of its extensive experience, Hirschler is also familiar with many of the potential legal issues that have arisen and may arise in these Chapter 11 Cases. By separate application, the Committee has requested that the Court approve the retention and employment of Akin Gump Strauss Hauer & Feld LLP ("<u>Akin</u>") as lead bankruptcy counsel. The retention of Hirschler will provide additional legal resources to advise the Committee on various matters and will allow the Committees to operate more effectively given

³ The Committee comprises the following parties: (i) Drax Power Limited, Drax Power Station; (ii) RWE Supply & Trading GmbH; and (iii) Ryder Integrated Logistics.

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Hirschler's specialized knowledge of bankruptcy law and procedure in Virginia and in this Court

in particular.

SCOPE OF SERVICES

8. The Committee requests authorization to retain and employ Hirschler to, among

other things:

- (a) in conjunction with Akin, provide legal advice where necessary with respect to the Committee's powers and duties and strategic advice on how to accomplish the Committee's goals;
- (b) draft, review and comment on drafts of documents to ensure compliance with local rules, practices and procedures;
- (c) assist and advise the Committee in its consultation with Akin and the U.S. Trustee relative to the administration of these Chapter 11 Cases;
- (d) draft, file and serve documents as requested by Akin and the Committee;
- (e) assist the Committee and Akin, as necessary, in the investigation (including through discovery) of the acts, conduct, assets, liabilities and financial condition of the Debtors, the operation of the Debtors' businesses, and any other matter relevant to these Chapter 11 Cases or to the formulation of a plan or plans of reorganization or liquidation or a sale of the Debtors' assets;
- (f) compile and coordinate delivery to the Court and the U.S. Trustee information required by the Bankruptcy Code, Bankruptcy Rules, Local Rules and any applicable U.S. Trustee guidelines and/or requests;
- (g) appear in Court and at any meetings of creditors on behalf of the Committee in its capacity as local counsel with Akin;
- (h) monitor the case docket and coordinate with Akin and any other professional retained by the Committee on matters impacting the Committee;
- (i) participate in calls with the Committee;
- (j) prepare, update and distribute critical dates memoranda and working group lists;
- (k) handle inquiries and calls from creditors and counsel to interested parties regarding pending matters and the general status of these Chapter 11 Cases and coordinating with Akin on any necessary responses;
- (1) assist the Committee in analyzing the claims of the Debtors' creditors and the Debtors' capital structure and in negotiating with the holders of claims and, if appropriate, equity interests;

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- (m) assist the Committee in its analysis of, and negotiations with the Debtors or any other third parties concerning matters related to, among other things, the assumption or rejection of certain leases of non-residential real property and executory contracts, asset dispositions, financing transactions and the terms of a plan of reorganization or liquidation for the Debtors;
- (n) assist and advise the Committee as to its communications, if any, to the general creditor body regarding significant matters in these Chapter 11 Cases;
- (o) review, analyze and advise the Committee with respect to applications, orders, statements of operations and schedules filed with the Court;
- (p) provide additional support to Akin, other Committee professionals and the Committee, as requested; and
- (q) perform such other legal services as may be required or are otherwise deemed to be in the interests of the Committee in accordance with the Committee's powers and duties as set forth in the Bankruptcy Code, Bankruptcy Rules or other applicable law.

PROFESSIONAL COMPENSATION

9. The Committee requests that all fees and related costs and expenses incurred by the

Committee on account of services rendered by Hirschler in these Chapter 11 Cases be paid as administrative expenses of the Debtors' estates pursuant to Bankruptcy Code sections 328, 330, 331, 503(b) and 507(a)(2). Subject to this Court's approval, Hirschler will charge for its legal services on an hourly basis in accordance with its ordinary and customary hourly rates in effect on the date such services are rendered, subject to Bankruptcy Code sections 328, 330 and 331. Hirschler's hourly rates are subject to periodic adjustments (typically in January of each year) to reflect economic and other conditions.⁴ The current hourly rates charged by Hirschler for professionals and paraprofessionals are provided below:

⁴ For example, like many of its peer law firms, Hirschler typically increases the hourly billing rate of attorneys and paraprofessionals periodically in the form of: (i) step increases historically awarded in the ordinary course on the basis of advancing in seniority and promotion and (ii) periodic increases within each attorney's and paraprofessional's current level of seniority. The step increases do not constitute "rate increases" (as the term is used in the Revised UST Guidelines (defined below). While the rate ranges provided for herein may change if an individual leaves or joins Hirschler, and if any such individual's billing rate falls outside the ranges disclosed above, Hirschler does not intend to update the ranges for such circumstances.

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Billing Category	<u>2024 Range</u>
Partners	\$405-\$720
Associates	\$300-\$405
Paralegals	\$240-\$375

10. It is Hirschler's policy to charge its clients in all areas of practice for expenses incurred in connection with the client's case. The expenses charged to clients include, among other things, photocopying charges, travel expenses, expenses for "working meals" and computerized research. Hirschler will maintain detailed records of actual and necessary costs and expenses incurred in connection with the legal services provided to the Committee.

11. Hirschler will apply for compensation and reimbursement of expenses in accordance with the procedures set forth in Bankruptcy Code sections 330 and 331, the applicable Federal Rules of Bankruptcy Procedure and the applicable Local Rules. Hirschler also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "Revised UST Guidelines"), both in connection with this Application and the interim and final fee applications, as applicable, to be filed by Hirschler in these Chapter 11 Cases.⁵

NO DUPLICATION OF SERVICES

12. The Committee believe that the services that Hirschler will provide will not duplicate the services that other professionals to be retained in these Chapter 11 Cases will provide

⁵ Hirschler's intention to make reasonable efforts to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the Revised UST Guidelines in connection with this Application and the interim and final fee applications to be filed by Hirschler in these Chapter 11 Cases is based exclusively on the facts and circumstances of these Chapter 11 Cases. Hirschler fully reserves the right to object to the requirements contained in the Revised UST Guidelines should it determine that it is appropriate to do so.

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to the Committee. The Committee will use reasonable efforts to coordinate with each of the professionals they retain to prevent unnecessary or inefficient duplication of services.

NO ADVERSE INTEREST

13. To the best of the Committee's knowledge, information and belief, Hirschler does not represent and does not hold any interest adverse to the Debtors' estates or their creditors in the matters upon which Hirschler is to be engaged. However, as further discussed in the Katz Declaration, Hirschler previously represented the Debtors on matters wholly unrelated to these Chapter 11 Cases and may represent or may have represented certain of the Debtors' creditors, equity holders, related parties or other parties in interest on matters wholly unrelated to these Chapter 11 Cases.

BASIS FOR RELIEF

14. The Committee seeks approval of this Application pursuant to Bankruptcy Code section 1103. Bankruptcy Code section 1103(a) provides, in relevant part, that a creditors' committee, with the Court's approval, "may select and authorize the employment by such committee of one or more attorneys, accountants, or other agents, to represent or perform services for such committee." 11 U.S.C. § 1103(a). The employment of Hirschler by the Committee is reasonable and in line with the terms and conditions typical for engagements of this size and character.

15. In addition, Bankruptcy Code section 328(a) provides that the Committee, subject to Court approval, "may employ or authorize the employment of a professional person under section 327 or 1103 of this title, as the case may be, on any reasonable terms and conditions of employment, including on a retainer, on an hourly basis, on a fixed or percentage fee basis, or on a contingent fee basis." 11 U.S.C. § 328(a).

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16. The Committee submits that, for all of the reasons set forth above and in the Katz Declaration, the retention of Hirschler as local counsel to the Committee on the terms set forth herein and in the Katz Declaration is warranted and should be approved.

EFFECTIVE DATE OF RETENTION

17. The Committee believes that the employment of local counsel as of April 10, 2024, the date the Committee selected Hirschler as its proposed local counsel, is warranted under the circumstances of these Chapter 11 Cases. Upon its selection, the Committee requested that Hirschler commence work immediately on time-sensitive matters and devote substantial resources to these Chapter 11 Cases prior to the submission and approval of this Application. Thus, Hirschler has provided, and will continue to provide, valuable services to the Committee.

NOTICE

18. Notice of this Application has been or will be provided to the following partes or their counsel, as applicable: (a) the United States Trustee for the Eastern District of Virginia; (b) the Debtors; (c) the Debtors' 30 largest unsecured creditors (on a consolidated basis); (d) Davis Polk & Wardwell LLP as co-counsel to the Ad Hoc Group; (e) McGuireWoods LLP as co-counsel to the Ad Hoc Group; (f) McDermott Will & Emery LLP as counsel to the agent under the DIP Facility; (g) Cahill Gordon & Reindel LLP as counsel to the agent under the Senior Secured Credit Facility; (h) Kilpatrick Townsend & Stockton LLP as counsel to the indenture trustee under the 2026 Notes; (i) Kramer Levin Naftalis & Frankel LLP as counsel to the indenture trustees under the Bond Green Bonds and the Epes Green Bonds; (j) those persons who have formally appeared in these Chapter 11 Cases and requested service pursuant to Bankruptcy Rule 2002; (k) the United States Attorney's Office for the Eastern District of Virginia; (l) the Securities and Exchange Commission; (m) the Internal Revenue Service; (n) all applicable government agencies or other parties to the extent required by the Bankruptcy Rules or the Local Rules; (o) the Committee; and

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(p) the Governmental Authorities. The Committee submits that, in light of the nature of the relief requested, no other or further notice need be given.

NO PRIOR REQUEST

19. No previous application for the relief requested herein has been made to this or any other court.

CONCLUSION

WHEREFORE, the Committee requests that the Court (a) enter an order, substantially in the form annexed hereto as <u>Exhibit A</u>, authorizing the Committee to retain and employ Hirschler as local counsel in these Chapter 11 Cases, effective as of April 10, 2024 and (b) provide the Committee with such other and further relief as the Court may deem just, proper and equitable.

[The remainder of this page has been left blank intentionally.]

Dated: May 3, 2024 Tysons, Virginia Respectfully submitted,

The Official Committee of Unsecured Creditors of Enviva Inc., *et al.*

By: <u>/s/ Kristen E. Burgers</u>

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Proposed Counsel to the Official Committee of Unsecured Creditors

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EXHIBIT A

Proposed Order

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Proposed Counsel to the Official Committee of Unsecured Creditors

Proposed Local Counsel to the Official Committee of Unsecured Creditors

IN THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA ALEXANDRIA DIVISION

In re:

ENVIVA INC., et al.,

Debtors.¹

Chapter 11

Case No. 24-10453 (BFK)

(Jointly Administered)

ORDER AUTHORIZING THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF ENVIVA INC., *ET AL*. TO RETAIN AND EMPLOY HIRSCHLER FLEISCHER, PC AS LOCAL COUNSEL, EFFECTIVE AS OF APRIL 10, 2024

Upon the application (the "<u>Application</u>")² of the Official Committee of Unsecured Creditors (the "<u>Committee</u>") of Enviva Inc., *et al.* (collectively, the "<u>Debtors</u>") for entry of an order (this "<u>Order</u>"), pursuant to sections 328(a) and 1103(a) of title 11 of the United States Code (the "<u>Bankruptcy Code</u>"), Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the "<u>Bankruptcy Rules</u>") and Rules 2014-1 and 2016-1 of the Local Bankruptcy Rules for the Eastern District of Virginia (the "<u>Local Rules</u>"), authorizing the Committee to retain and employ Hirschler Fleischer, PC ("Hirschler") as counsel in connection with the Debtors' Chapter 11 cases

¹ Due to the large number of Debtors in these jointly administered chapter 11 cases, a complete list of the Debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list may be obtained on the website of the Debtors' proposed claims and noticing agent at https://kccllc.net/enviva. The location of the Debtors' service address is: 7272 Wisconsin Avenue, Suite 1800, Bethesda, MD 20814.

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

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(the "<u>Chapter 11 Cases</u>"), effective as of April 10, 2024, and upon the declaration of Lawrence A. Katz, a shareholder of Hirschler (the "<u>Katz Declaration</u>"), and the declaration of Michael Mandell, not in his individual capacity but solely on behalf of Ryder Integrated Logistics, in its capacity as chair of the Committee (the "<u>Mandell Declaration</u>" and, together with the Katz Declaration, the "<u>Declarations</u>"); and it appearing that the attorneys of Hirschler who will perform services on behalf of the Committee in these Chapter 11 Cases are duly qualified to practice before this Court; and the Court finding, based on the representations made in the Application and the Declarations, that Hirschler does not represent any interest adverse to the Committee and/or the Debtors' estates with respect to the matters upon which it is to be engaged, that it is a "disinterested person," as that term is defined in Bankruptcy Code section 101(14), as modified by Bankruptcy Code section 1107(b), that its employment is necessary and appropriate and in the best interests of the Committee and the Debtors' estates; and finding that adequate notice of the Application having been given; and it appearing that no other notice need be given; and after due deliberation and sufficient cause appearing therefor, it is hereby **ORDERED THAT**:

1. The relief requested in the Application is granted as set forth herein.

2. In accordance with Bankruptcy Code sections 328(a) and 1103(a) and Bankruptcy Rules 2014(a) and 2016, and Local Rules 2014-1 and 2016-1, the Committee is hereby authorized and empowered to retain and employ Hirschler as local counsel, effective as of April 10, 2024, to represent it in these Chapter 11 Cases on the terms set forth in the Application and the Declarations.

3. Hirschler shall be compensated in accordance with the procedures set forth in Bankruptcy Code sections 328, 330 and 331, the applicable Bankruptcy Rules and Local Rules as may then be applicable from time to time, and such procedures as may be fixed by order of this Court.

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4. Hirschler shall make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications* for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013, in connection with any interim or final fee applications, as applicable, it files in these Chapter 11 Cases.

5. Hirschler shall provide ten (10) business days' notice to the Committee, the Debtors and the U.S. Trustee before any increases in the rates set forth in the Application are implemented and shall file a notice setting forth any such increases with the Court. The U.S. Trustee retains all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in Bankruptcy Code section 330, and the Court retains the right to review any rate increase pursuant to Bankruptcy Code section 330.

6. Notwithstanding anything in the Application to the contrary, Hirschler shall: (i) to the extent that Hirschler uses the services of contract attorneys, independent contractors or subcontractors (collectively, the "<u>Contractors</u>") in these Chapter 11 Cases, pass through the cost of such Contractors at the same rate that Hirschler pays the Contractors; (ii) seek reimbursement for actual costs only; (iii) ensure that the Contractors are subject to conflicts checks and disclosures in accordance with the requirements of the Bankruptcy Code, the Bankruptcy Rules and the Local Bankruptcy Rules; and (iv) file with this Court such disclosures as are required by Bankruptcy Rule 2014.

7. Notice of the Application as provided therein is deemed to be good and sufficient notice of such Application, and the requirements of the Bankruptcy Rules and the Local Rules are satisfied by such notice and the contents of the Application.

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8. To the extent that there may be any inconsistency among the terms of the Application, the Declarations and this Order, the terms of this Order shall govern.

9. Hirschler shall use its reasonable efforts to avoid any duplication of services provided by any of the other retained professionals in these Chapter 11 Cases.

10. The Committee and Hirschler are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application.

11. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

12. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: _____, 2024

THE HONORABLE BRIAN F. KENNEY UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/

Lawrence A. Katz (VSB No. 47664) Kristen E. Burgers (VSB No. 67997) HIRSCHLER FLEISCHER, P.C.

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Proposed Local Counsel to the Official Committee of Unsecured Creditors

and

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Proposed Counsel to the Official Committee of Unsecured Creditors

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Seen and No Objection:

/s/ Nicholas S. Herron Office of the U.S. Trustee 200 Granby Street, Room 625 Norfolk, VA 23510 (757) 441-6012 (757) 441-3266 (fax) nicholas.s.herron@usdoj.gov *Trustee*

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Rule 9022-1(C), I hereby certify that the foregoing proposed order has

been endorsed by or served upon all necessary parties.

<u>/s/</u>_____

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EXHIBIT B

Katz Declaration

IN THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA ALEXANDRIA DIVISION

)

)

In re:

ENVIVA INC., et al.,

Chapter 11

Case No. 24-10453 (BFK)

Debtors.¹

(Jointly Administered)

DECLARATION OF LAWRENCE A. KATZ IN SUPPORT OF THE APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF ENVIVA INC., *ET AL*. TO RETAIN AND EMPLOY HIRSCHLER FLEISCHER, PC <u>AS LOCAL COUNSEL, EFFECTIVE AS OF APRIL 10, 2024</u>

Under 28 U.S.C. § 1746, I, Lawrence A. Katz, declare as follows under the penalty of perjury:

1. I am an attorney admitted to practice in the federal and state courts of Virginia, including the United States Bankruptcy Court for the Eastern District of Virginia, as well as the federal and state courts of Maryland and the District of Columbia. I am a shareholder of the firm of Hirschler Fleischer, PC ("<u>Hirschler</u>"). There are no disciplinary proceedings pending against me.

2. I am familiar with the matters set forth herein and make this declaration (the "<u>Declaration</u>") in support of the *Application of the Official Committee of Unsecured Creditors of Enviva Inc.*, et al. *to Retain and Employ Hirschler as Local Counsel, Effective as of April 10,* 2024 (the "<u>Application</u>").²

¹ Due to the large number of Debtors in these jointly administered chapter 11 cases, a complete list of the Debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list may be obtained on the website of the Debtors' proposed claims and noticing agent at https://kccllc.net/enviva. The location of the Debtors' service address is: 7272 Wisconsin Avenue, Suite 1800, Bethesda, MD 20814.

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

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REPRESENTATION OF PARTIES IN INTEREST

3. To the best of my knowledge and information, neither Hirschler nor I hold directly any claim, debt or equity security of the Debtors nor is any member or employee of Hirschler an insider of the Debtors.

4. To the best of my knowledge and information, no partner or employee of Hirschler has been, within two years from the date of the filing of the Debtors' petitions, a director, officer or employee of any Debtor as specified in Bankruptcy Code section 101(14)(B).

5. Hirschler does not have an interest materially adverse to the interests of the Debtors' estates or of any class of creditors or equity security holders of the Debtors, by reason of any direct or indirect relationship to, connection with, or interest in, the Debtors, as specified in Bankruptcy Code section 101(14)(C), or for any other reason.

6. Hirschler does not currently represent any Debtor or, to the best of my knowledge and information, any of the Debtors' related parties, affiliates, partners, or subsidiaries. Moreover, Hirschler will not undertake the representation of any party other than the Committee in connection with these Chapter 11 Cases.

7. To the best of my knowledge and information, Hirschler neither holds nor represents any interest adverse to the Committee, the Debtors, their creditors or other parties in interest or their respective attorneys in connection with these Chapter 11 Cases. Based upon information available to me, I believe that Hirschler is a "disinterested person" within the meaning of Bankruptcy Code section 101(14).

8. In preparing this Declaration, I caused to be circulated by email to every attorney of Hirschler the names of all of the parties listed on the attached <u>Schedule 1</u> (the "<u>Searched</u> <u>Parties</u>"), and all recipients were asked to disclose any connection and/or representation they may

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have or have had with respect to those parties. In addition, Hirschler ran all of the names of the parties listed on <u>Schedule 1</u> through its internal computerized database of current and former clients (the "<u>Conflicts Database</u>") for any potential connection and/or representation. Any and all connections and/or representations that were discovered as a result of these conflicts checks efforts are disclosed below.³

9. Where an entity has a name similar to a party on <u>Schedule 1</u>, those parties have also been searched in the Conflicts Database. The information listed on <u>Schedule 1</u> may have changed without Hirschler's knowledge and may change during the pendency of these Chapter 11 Cases. Hirschler will update or supplement this Declaration as necessary and when Hirschler becomes aware of additional material information.

10. Set forth on <u>Schedule 2</u> annexed hereto is a list of those Searched Parties from <u>Schedule 1</u> that Hirschler either (i) currently represents (the "<u>Current Clients</u>") in matters wholly unrelated to these Chapter 11 Cases or (ii) has, in the past three calendar years, represented in matters wholly unrelated to these Chapter 11 Cases (the "<u>Former Clients</u>"). In connection with the services to be rendered to the Committee, Hirschler will not participate in a cause of action brought against any Current Client with respect to these Chapter 11 Cases unless Hirschler has received a waiver from the Current Client allowing Hirschler to commence such an action. In connection with these Chapter 11 Cases, to the extent any causes of action are commenced by or against any Current Client, and a waiver letter is not obtained permitting Hirschler to participate

³ Hirschler's inclusion of parties on <u>Schedule 1</u> (and the categorization thereof), which is based on information provided by the Debtors, is solely to illustrate Hirschler's conflict search process and is not an admission that any party has a valid claim against the Debtors or that any party properly belongs on <u>Schedule 1</u> or has a claim or legal relationship to the Debtors of the nature described in any of the schedules. In some instances, <u>Schedule 1</u> may not disclose the full legal name of the relevant entity. When the names of the entities reviewed were incomplete or ambiguous, the scope of the search was intentionally broad and inclusive, and Hirschler reviewed each entity in its computerized database to the extent feasible.

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in such action, the Committee either will rely solely on Akin or, if necessary, retain conflicts counsel to represent the Committee in connection therewith.

11. As part of its restructuring practice, Hirschler appears in cases, proceedings and transactions involving many different professionals, including attorneys, accountants, financial consultants and investment bankers, some of which may represent claimants and parties in interest in these Chapter 11 Cases. In addition, Hirschler may have in the past or may currently be representing other professionals involved in these Chapter 11 Cases in matters unrelated to these Chapter 11 Cases. Based on our current knowledge of the professionals involved, Hirschler does not represent or have a relationship with any attorneys, accountants, financial consultants or investment bankers that would be materially adverse to the Debtors, their estates or their unsecured creditors in matters upon which Hirschler is to be employed, and none are in connection with these Chapter 11 Cases.

12. Hirschler and certain of its attorneys also may have in the past represented, may currently represent and likely in the future will represent creditors, equity security holders or other parties in interest in these Chapter 11 Cases in connection with matters unrelated to these Chapter 11 Cases. Hirschler believes that its representation of such creditors, equity security holders or other parties in interest in such unrelated matters will not affect its representation of the Committee in these Chapter 11 Cases.

13. Moreover, Hirschler currently represents, and/or has in the past represented, and likely in the future will represent entities that are adverse and/or potentially adverse to one or more of the Searched Parties in matters unrelated to these Chapter 11 Cases. Hirschler believes that its representation of such parties in such unrelated matters will not affect its representation of the Committee in these Chapter 11 Cases.

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14. Based on the conflicts search conducted to date and described herein, to the best of my knowledge, neither I, Hirschler, nor any attorney thereof, insofar as I have been able to ascertain, have any connection with the Debtors, their creditors or any other parties in interest, their respective attorneys and accountants, the U.S. Trustee, any person employed with the U.S. Trustee or any bankruptcy judge currently serving on the United States Bankruptcy Court for the for the Eastern District of Virginia, except as disclosed or otherwise described herein.

15. Hirschler will periodically review its Conflicts Database during the pendency of these Chapter 11 Cases to ensure that no conflicts or other disqualifying circumstances exist or arise. If any new relevant facts or relationships are discovered or arise, Hirschler will use reasonable efforts to identify such further developments and will promptly file a supplemental declaration, as required by Bankruptcy Rule 2014(a).

SPECIFIC DISCLOSURES

A. Connections with Members of the Official Committee of Unsecured Creditors

16. Except with respect to Hirschler's representation of the Committee in these Chapter 11 Cases (in which Hirschler represents the Committee and not any individual Committee member in its individual capacity), Hirschler does not currently represent, and has not in the past three years represented, any member of the Committee in its individual capacity in connection with these Chapter 11 Cases.

B. Connections to Debtors

17. Hirschler formerly represented Enviva, LP and certain affiliates⁴ in connection with matters wholly unrelated to these Chapter 11 Cases. Specifically, Hirschler formerly represented Enviva, LP in connection with discrete matters relating to shipping contracts, pellet orders,

⁴ Enviva FiberCo, LLC, Enviva Holdings, LP, and Enviva Materials, LLC

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trademark issues, leasing and zoning issues, and other miscellaneous matter (the "<u>Discrete</u> <u>Matters</u>"). Hirschler does not, and has not in the past, represented Enviva, LP and/or the other Debtors in connection with these Chapter 11 Cases. The last work performed by Hirschler in connection with the Discrete Matters was completed more than five years ago.

18. I do not believe that Hirschler's past representation of Enviva, LP in connection with the Discrete Matters precludes it from meeting the disinterested standard under the Bankruptcy Code. Nevertheless, out of an abundance of caution, Hirschler has instituted a formal screen for all professionals and paraprofessionals that have worked on the Discrete Matters. Specifically, (i) professionals and paraprofessionals representing the Committee are precluded from discussing the representation of the Committee with professionals and paraprofessionals who were engaged in the Discrete Matters, and from accessing files regarding the Discrete Matters, and (ii) professionals and paraprofessionals who were engaged in the Discrete Matters are precluded from discussing the Discrete Matters with the professionals and paraprofessionals who are representing the Committee, and from accessing files regarding the Committee representation. No Hirschler professional or paraprofessional who worked on the Discrete Matters is, or will be, representing the Committee during the pendency of these Chapter 11 Cases, or receiving any confidential information from the other side of the ethical wall imposed by Hirschler in respect of the Committee representation. Similarly, no Hirschler professional or paraprofessional who represents the Committee has worked on the Discrete Matters during the pendency of these Chapter 11 Cases, or has received any confidential information from the other side of the ethical wall imposed by Hirschler in respect of the Discrete Matters.

19. In addition to the Discrete Matters, Hirschler served solely as local Virginia counsel for Enviva Pellets, LLC, as mortgagor, in connection with the preparation of an opinion letter

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relating to the renewal by Enviva Partners, LP of its April 9, 2015 Credit Agreement with certain lenders⁵ (the "<u>Opinion Letter</u>"). I do not believe that Hirschler's past representation of Enviva Pellets, LLC in connection with the review of the Opinion Letter precludes it from meeting the disinterested standard under the Bankruptcy Code.

C. Current and Former Officers and Directors

20. Hirschler does not currently represent, and has not in the past represented, any of the Debtors' current and former directors and officers in their individual capacity. However, given the broad range of Hirschler's client representations, it is possible that one or more directors or officers identified on <u>Schedule 1</u> serves, or has served, as a director or on the board of directors (or board of managers) of an entity that Hirschler currently represents or has in the past represented.

D. Other Connections and Disclosures

21. As noted in paragraph 8, Hirschler individually canvassed all current attorneys of the firm to determine any connections beyond what is disclosed in the attached schedules. Hirschler may have represented in the past and/or may currently represent or in the future represent entities (other than parties in the attached schedules) not currently known to Hirschler in matters unrelated to these Chapter 11 Cases who may be parties in interest in these Chapter 11 Cases.

22. To the extent that Hirschler discovers any such information or needs to update the information disclosed herein, Hirschler will disclose such information by filing a supplemental declaration pursuant to Bankruptcy Rule 2014.

⁵ The lenders were Barclays Bank, PLC, Bank of Montreal, Chicago Branch, Citibank, N.A., Goldman Sachs Bank, USA, HSBC Bank USA, N.A., JPMorgan Chase Bank, N.A., Royal Bank of Canada, American Agcredit, PCA, Agfirst Farm Credit Bank, Greenstone Farm Credit Services, ACA, Northwest Farm Credit Services, and Farm Credit East, ACA.

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23. Hirschler has 86 attorneys and many other employees. It is possible that certain Hirschler professionals or employees hold interests in mutual funds, retirement funds, private equity funds, venture capital funds, hedge funds and other types of investment funds (the "<u>Investment Funds</u>"), through which such individuals indirectly acquire an interest in debt or equity securities of many companies, one of which may be one of the Debtors, their creditors or other parties in interest in these Chapter 11 Cases, often without Hirschler's knowledge. Each Hirschler person generally owns substantially less than one percent of such Investment Fund, does not manage or otherwise control such Investment Fund, and has no influence over the Investment Fund's decision to buy, sell or vote any particular security. The Investment Fund is generally operated as a blind pool, meaning that when such Hirschler employee makes an investment in the Investment Fund, such person does not know what securities the blind pool Investment Fund will purchase or sell, and have no control over such purchases or sales.

24. From time to time, Hirschler professionals and other employees personally directly acquire a debt or equity security of a company which may be (or become) one of the Debtors, their creditors or other parties in interest in these Chapter 11 Cases. Hirschler has a long-standing policy prohibiting attorneys and employees from using confidential information that may come to their attention in the course of their work, so that all Hirschler professionals and other employees are barred from trading in securities with respect to which they possess confidential information.

25. None of Hirschler's representations of creditors or other parties in interest who are involved in these Chapter 11 Cases comprise a material component of Hirschler's practice, nor does Hirschler currently represent such parties on any issue relating to these Chapter 11 Cases. For the year ending December 31, 2023, the following two parties identified on <u>Schedule 2</u> paid fees to Hirschler constituting 1% or more of Hirschler's annual revenues:

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(a) Flow Control Group Entities (RC) 2.66%

(b) Dominion Energy, Inc. 1.16%

26. I am currently serving as a member of the panel of Subchapter V trustees for the Eastern District of Virginia, the District of Maryland, and the District of Columbia.

27. For the reasons stated herein, Hirschler represents no interests adverse to the Debtors' individual creditors or the Committee and, therefore, is capable of fulfilling its duties to the Committee.

28. Hirschler will periodically review its Conflicts Database during the pendency of these Chapter 11 Cases to ensure that no conflicts or other disqualifying circumstances exist or arise. If any new relevant facts or relationships are discovered or arise, Hirschler will use reasonable efforts to identify such further developments and will promptly file a supplemental declaration, as required by Bankruptcy Rule 2014(a).

COMPENSATION

29. Subject to this Court's approval, Hirschler will charge for its legal services on an hourly basis in accordance with its ordinary and customary hourly rates in effect on the date such services are rendered, subject to Bankruptcy Code sections 328, 330 and 331. Hirschler's hourly rates are subject to periodic adjustments (typically in January of each year) to reflect economic and other conditions.⁶ The current hourly rates charged by Hirschler for professionals and paraprofessionals are provided below:

⁶ For example, like many of its peer law firms, Hirschler typically increases the hourly billing rate of attorneys and paraprofessionals periodically in the form of: (i) step increases historically awarded in the ordinary course on the basis of advancing in seniority and promotion and (ii) periodic increases within each attorney's and paraprofessional's current level of seniority. The step increases do not constitute "rate increases" (as the term is used in the Revised UST Guidelines (defined below). While the rate ranges provided for herein may change if an individual leaves or joins Hirschler, and if any such individual's billing rate falls outside the ranges disclosed above, Hirschler does not intend to update the ranges for such circumstances.

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Billing Category	<u>2024 Range</u>
Partners	\$405-\$720
Associates	\$300-\$405
Paralegals	\$240-\$375

30. It is Hirschler's policy to charge its clients in all areas of practice for expenses incurred in connection with the client's case. The expenses charged to clients include, among other things, photocopying charges, travel expenses, expenses for "working meals" and computerized research. Hirschler will maintain detailed records of actual and necessary costs and expenses incurred in connection with the legal services provided to the Committee.

31. Hirschler will apply for compensation and reimbursement of expenses in accordance with the procedures set forth in Bankruptcy Code sections 330 and 331, the applicable Federal Rules of Bankruptcy Procedure and the applicable Local Rules. Hirschler also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "Revised UST Guidelines"), both in connection with this Application and the interim and final fee applications, as applicable, to be filed by Hirschler in these Chapter 11 Cases.⁷

32. No agreement exists, nor will any be made, to share any compensation received by Hirschler for its services with any other person or firm other than members of Hirschler.

⁷ Hirschler's intention to make reasonable efforts to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the Revised UST Guidelines in connection with this Application and the interim and final fee applications to be filed by Hirschler in these Chapter 11 Cases is based exclusively on the facts and circumstances of these Chapter 11 Cases. Hirschler fully reserves the right to object to the requirements contained in the Revised UST Guidelines should it determine that it is appropriate to do so.

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33. For the reasons stated herein, Hirschler represents no interest adverse to the Debtors' individual creditors or the Committee and, therefore, is capable of fulfilling its duties to the Committee and the unsecured creditors that the Committee represents.

34. The foregoing constitutes the statement of Hirschler pursuant to Bankruptcy Code sections 328(a), 329, 504 and 1103, Bankruptcy Rules 2014(a) and 2016(b) and Local Rules 2014-1 and 2016-1.

STATEMENT REGARDING U.S. TRUSTEE GUIDELINES

35. The Committee and Hirschler intend to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the Revised UST Guidelines, both in connection with this application and the interim and final fee applications to be filed by Hirschler in the course of its engagement.

- 36. The following is provided in connection with Section D of the UST Guidelines.
 - (a) Hirschler has not agreed to any variations from, or alternatives to, its standard or customary billing arrangements for this engagement.
 - (b) None of the Hirschler professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case.
 - (c) Hirschler has not represented the Committee in the 12 months prior to the commencement of these Chapter 11 Cases.
 - (d) It is envisioned that the debtor in possession financing documents will include a proposed budget for all estate professionals, including Committee professionals.

I declare under penalty of perjury that the foregoing is true and correct on this 3rd day of May 2024.

<u>/s/ Lawrence A. Katz</u> Name: Lawrence A. Katz

Schedule 1

Schedule of Searched Parties

The Official Committee of Unsecured Creditors

DRAX POWER LIMITED	RWE SUPPLY & TRADING GMBH
DRAX POWER STATION	RYDER INTEGRATED LOGISTICS

Professionals of the Official Committee of Unsecured Creditors

ALIXPARTNERS, LLP DUCERA PARTNERS LLC AKIN GUMP STRAUSS HAUER & FELD LLP KEVIN T. HOWELL

Debtors

ENVIVA INC. ENVIVA AIRCRAFT HOLDINGS CORP. ENVIVA DEVELOPMENT FINANCE COMPANY, LLC ENVIVA ENERGY SERVICES, LLC ENVIVA GP, LLC ENVIVA HOLDINGS GP, LLC ENVIVA MANAGEMENT COMPANY, LLC ENVIVA MLP INTERNATIONAL HOLDINGS, LLC ENVIVA PARTNERS FINANCE CORP. ENVIVA PELLETS BOND, LLC

Debtors' Former Names

ENERGY SERVICES COOPERATIEF U.A. ENIVA PELLETS COURTLAND, LLC ENVIA PELLETS LUCEDALE, LLC ENVIVA DEVELOPMENT FINANCE COMPANY, LLC ENVIVA ENERGY SERVICES (JERSEY), LIMITED ENVIVA FIBERCO, LLC ENVIVA LUCEDALE OPERATOR, LLC ENVIVA MANAGEMENT COMPANY, LLC ENVIVA PELLETS EPES FINANCE COMPANY, LLC ENVIVA PELLETS EPES HOLDINGS, LLC ENVIVA PELLETS EPES, LLC ENVIVA PELLETS GREENWOOD, LLC ENVIVA PELLETS LUCEDALE, LLC ENVIVA PELLETS WAYCROSS, LLC ENVIVA PELLETS, LLC ENVIVA PELLETS, LLC ENVIVA PORT OF PASCAGOULA, LLC ENVIVA SHIPPING HOLDINGS, LLC ENVIVA HOLDINGS, LP ENVIVA, LP

ENVIVA MANAGEMENT GERMANY GMBH ENVIVA MANAGEMENT INTERNATIONAL HOLDINGS, LIMITED ENVIVA MANAGEMENT JAPAN K.K. ENVIVA MANAGEMENT UK, LIMITED ENVIVA MLP HOLDCO, LLC ENVIVA MLP INTERNATIONAL HOLDINGS, LLC ENVIVA PARTNERS GP, LLC ENVIVA PELLETS AHOSKIE, LLC ENVIVA PELLETS AMORY II, LLC ENVIVA PELLETS AMORY, LLC ENVIVA PELLETS COTTONDALE, LLC ENVIVA PELLETS GREENWOOD HOLDINGS II, LLC ENVIVA PELLETS GREENWOOD HOLDINGS, LLC ENVIVA PELLETS NEWCO, LLC ENVIVA PELLETS NORTHAMPTON, LLC ENVIVA PELLETS SAMPSON, LLC ENVIVA PELLETS SOUTHAMPTON, LLC ENVIVA PELLETS WAYCROSS HOLDINGS SUB, LLC ENVIVA PELLETS WAYCROSS HOLDINGS, LLC

Current and Former Officers and Directors

BRANDI A. COLANDER CHAMINDA A. WIJETILLEKE CHRISTOPHER M. SWEENEY CHRISTOPHER P. SEIFERT CLARENCE W. NOTTINGHAM CRAIG A. LORRAINE DAVID M. LEUSCHEN DAVID O. JARRETT DON CALLOWAY E. ROYAL SMITH EDWIN MARTINUS PAUL RIJBROEK EVA T. ZLOTNICKA F&L COSEC LIMITED GARY L. WHITLOCK GERRIT L. LANSING, JR. GLENN T. NUNZIATA GREGORY D. CABE JAMES P. GERAGHTY JANET S. WONG JASON E. PARAL JASON S. EBERSTEIN JEFFERY W. UBBEN JENNIFER JENKINS JENS P. WOLF JIM H. DERRYBERRY JOHN C. BUMGARNER, JR. JOHN K. KEPPLER

ENVIVA PORT OF CHESAPEAKE, LLC ENVIVA PORT OF PANAMA CITY, LLC ENVIVA PORT OF PASCAGOULA, LLC ENVIVA PORT OF SAVANNAH, LLC ENVIVA PORT OF WILMINGTON, LLC ENVIVA PREFERRED HOLDINGS, LLC GEORGIA BIOMASS HOLDING LLC GEORGIA BIOMASS, LLC GREEN CIRCLE BIO ENERGY, INC. **IHE HOLDINGS, LLC** INTRINERGY AMORY, LLC INTRINERGY HOLDINGS GP,L.L.C INTRINERGY HOLDINGS, L.P. INTRINERGY OPERATING GP, L.L.C. INTRINERGY OPERATING, L.P. INTRINERGY VALORBOIS LLC

JOHN-PAUL D. TAYLOR JONATHAN L. MOORE KATHERINE L. MAXEY KATHRYN R. WALSH LUCAS OLIVER-FROST MARIA C. MORENO MARIUS HACHENBERG MARK A. COSCIO MARTIN N. DAVIDSON MICHAEL A. JOHNSON NORBERT A. HINTZ, JR. OSCAR M. YOUNG, JR. PETER HANSEN PIERRE F. LAPEYRE, JR. RACHEL K. MCDEVITT RALPH ALEXANDER ROBERT L. ABBOTT **ROBERT MUIRHEAD** ROXANNE B. KLEIN SCOTT R. HILE SHAI SHIMON EVEN SIRIAN BRUIJSTENS TENNEY L. WAY THOMAS METH WILLIAM H. SCHMIDT. JR. WILLIAM SINGLE, IV WUSHUANG MA

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YANINA A. KRAVTSOVA Ordinary Course Professionals

ADDLESHAW GODDARD LLP ALPINE GROUP PARTNERS LLC ASHLEY GUNN ATTORNEY AT LAW PLLC BAKER BOTTS LLP **BDO USA LLP** BLACK FAMILY LAND TRUST INC BLANK ROME LLP BRADLEY ARANT BOULT CUMMINGS LLP **BROADRIDGE ICS** BUTLER SNOW LLP **CBRE INC** COMMONWEALTH STRATEGY GROUP LLC CT CORPORATION SYSTEM CT LIEN SOLUTIONS DENTONS EUROPE LLP EARTHWORM ERNST & YOUNG US LLP FACTIVA INC FISHER AND PHILLIPS LLP **GUIDEPOINT LLC** HAWKINS WRIGHT LTD HILL DICKINSON LLP HOLLAND & HART LLP HOLMES MURPHY AND ASSOCIATES LLC HOST AGENCY LLC HOULDSON CONSULTING INC HUNTON ANDREWS KURTH LLP JONES DAY **KILPATRICK TOWNSEND &** STOCKTON LLP

Proposed Debtors' Professionals

ALVAREZ & MARSAL NORTH AMERICA, LLC BAKER BOTTS LLP ERNST & YOUNG US LLP LAW OFFICE OF GREGORY M VARNER & ASSOC. LAW OFFICE OF PAMELA HARRIGAN-YOUNG LE SMITH CONSULTING LLC LONGLEAF ALLIANCE INC MAYNARD COOPER & GALE PC MERIDIAN COMPENSATIONS PARTNERS LLC MILLER & CHEVALIER CHARTERED MONUMENT POLICY GROUP LLC DBA MONUMENT ADVOCACY MOSAIC CONSULTING GROUP LLC NATIONAL COUNCIL FOR AIR & STREAM IMPROVEMENT INC **NELSON MULLINS RILEY &** SCARBOROUGH LLP OGLETREE DEAKINS NASH SMOAK & STEWART PC **ORRICK HERRINGTON & SUTCLIFFE** LLP OSHA BERGMAN WATANABE AND **BURTON LLP** PARKER CLARK & CRUMPLER **ATTORNEYS** PWC US TAX LLP RAMBOLL US CORPORATION **ROANOKE ECONOMIC** DEVELOPMENT INC ROBERT HALF INTERNATIONAL INC TA LAWYERS THE ALLIANCE GROUP THE WEATHERS GROUP WOMBLE BOND DICKINSON US LLP

KURTZMAN CARSON CONSULTANTS LLC KUTAK ROCK LLP LAZARD FRÈRES & CO. LLC PWC US TAX LLP

Current and Former Equityholders Holding More than 5% Equity

INCLUSIVE CAPITAL PARTNERS LP RIVERSTONE ECHO CONTINUATION HOLDINGS, L.P.

Debtholders

ACIG INSURANCE AGENCY AEGON NV AGFIRST FARM CREDIT BANK AIP, LLC **ALLIANCEBERNSTEIN** ALLIANZ SE ALLSPRING GLOBAL INVESTMENTS, LLC (U.S.) AMERICAN AGCREDIT AMERICAN HOME LIFE INSURANCE AMERISURE MUTUAL INSURANCE AMUNDI ASSET MANAGEMENT S.A.S. ANDRITZ INC. ANGEL OAK CAPITAL ADVISORS APERTURE INVESTORS, LLC ARENA CAPITAL ADVISORS, LLC ARES MANAGEMENT AROSA CAPITAL MANAGEMENT, L.P. **ASSET ALLOCATION &** MANAGEMENT COMPANY, LLC BANK OF AMERICA MERRILL LYNCH PROPRIETARY TRADING BANK OF MONTREAL BANK OF NEW YORK MELLON CORP BARCLAYS BANK, PLC BARINGS **BAYERISCHE LANDESBANK** BAYERNINVEST **KAPITALVERWALTUNGSGESELLS** CHAFT MBH BEACH POINT CAPITAL MANAGEMENT, L.P. **BESSEMER GROUP** BI MANAGEMENT AS/DENMARK BLACKROCK **BLACKSTONE BLUE CROSS & BLUE SHIELD**

RIVERSTONE ECHO PF HOLDINGS, L.P. RIVERSTONE INVESTMENT GROUP LLC

BMO GLOBAL ASSET MANAGEMENT **BNP PARIBAS** BONDBLOXX INV MANAGEMENT BRIGADE CAPITAL MANAGEMENT CALIFORNIA PUBLIC EMPLOYEES **RETIREMENT SYSTEM** CALVERT INVESTMENT MANAGEMENT CAPITAL ONE **CAPITAL RESEARCH &** MANAGEMENT COMPANY CASTLEKNIGHT MANAGEMENT, L.P. CATERPILLAR FINANCIAL SERVICES CORPORATION **CHUBB** CIFC ASSET MANAGEMENT, LLC CIGNA HEALTH AND LIFE **INSURANCE** CION ARES MANAGEMENT CISCO SYSTEMS CAPITAL CORPORATION CITIBANK, N.A. COLUMBIA THREADNEEDLE **INVESTMENTS** CORPORATION SERVICE COMPANY CREDIT AGRICOLE GROUP CYRUS CAPITAL PARTNERS, L.P. (U.S.) DEERE CREDIT, INC. DEKABANK DEUTSCHE **GIROZENTRALE** DEUTSCHE BANK AG DIAMETER CAPITAL PARTNERS, L.P. DOCTORS CO AN INTERINSURANCE EXCHA DWS INVESTMENTS UK, LTD DYNAGEST S.A

EATON VANCE CORP EATON VANCE MANAGEMENT ENDURANCE ASSURANCE CORP EQUITABLE HOLDINGS INC ERIE FAMILY LIFE INSURANCE CO FARM CREDIT EAST FCCI MUTUAL INSURANCE CO FEDERATED HERMES INC FEDERATED INVESTMENT MANAGEMENT COMPANY FIDELITY FIL LTD FINECO ASSET MANAGEMENT DAC FMR LLC FORBRIGHT GAM HOLDING AG GLEANER LIFE INSURANCE SOCIETY INC GOLDMAN SACHS BANK USA GOODVILLE MUTUAL CASUALTY CO GREENSTONE FARM CREDIT SERVICES **GUDME RAASCHOU INVEST A/S** HCSC INSURANCE SERVICES CO HEALTH OPTIONS INC HELABA INVEST KAGMBH/GERMANY HORIZON HEALTHCARE SERVICES INC HOSPITALS INSURANCE CO INC HSBC BANK, USA N.A. HUDSON BAY CAPITAL MANAGEMENT, L.P. ICI MUTUAL INSURANCE INKA INTERNATIONALE KAGMBH INSIGNIA FINANCIAL LTD **INVESCO LTD** J SAFRA SARASIN INVESTMENTFONDS AG JEFFERIES, LLC JOHN DEERE CONSTRUCTION & FORESTRY COMPANY JOHN HANCOCK LIFE INSURANCE COMPANY (U.S.A.) JONES WALKER LLP JPMORGAN CHASE BANK, NA JUPITER FUND MANAGEMENT

JYSKE BANK/ZURICH JYSKE INVEST KEYFRAME CAPITAL PARTNERS, L.P. KORNITZER CAPITAL MANAGEMENT INC LENOVO FINANCIAL SERVICES LORD ABBETT & CO MACQUARIE ASSET MANAGEMENT (NZ). LTD MELLON INVESTMENTS CORPORATION MERCER GLOBAL INVESTMENTS MANAGEMENT MFS INVESTMENT MANAGEMENT MILLENNIUM ADVISORS, LLC MITSUBISHI HC CAPITAL AMERICA, INC. MOBILE COMMUNICATIONS AMERICA MORGAN STANLEY MUNISTRATEGIES SUB-CDE #41, LLC MUNISTRATEGIES, LLC **MUZINICH & CO** NATIONAL IMPACT FUND, LLC NATIONWIDE FUND ADVISORS NEUBERGER BERMAN INVESTMENT **ADVISORS** NEW ENGLAND ASSET MANAGEMENT, INC. NIF SUB IV, LLC NOMURA CORPORATE RESEARCH AND ASSET MANAGEMENT, INC. (U.S.) NORTHERN TRUST GLOBAL INVESTMENTS, LTD NORTHWEST FARM CREDIT SERVICES NORTHWESTERN MUTUAL LIFE **INSURANCE** NUVEEN ASSET MANAGEMENT NYKREDIT ASSET MANAGEMENT A/S P. SCHOENFELD ASSET MANAGEMENT, L.P. PB COMMUNITY IMPACT FUND, LLC PBCIF SUB-CDE4, LLC PENSIONDANMARK

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PICTET FUNDS SA **PIMCO - PACIFIC INVESTMENT** MANAGEMENT COMPANY POST ADVISORY GROUP, LLC PRAMERICA MANAGEMENT CO SA PRINCIPAL FINANCIAL GROUP INC PRUDENTIAL FINANCIAL INC QUAESTIO CAPITAL MANAGEMENT SGR/IT QUAESTIO INVESTMENTS SA/LUXEMBOURG **RAINIER INVESTMENT** MANAGEMENT LLC **ROYAL BANK OF CANADA** RUSSELL INVESTMENT MANAGEMENT SEI INVESTMENTS CO SHARP BUSINESS SYSTEMS SIGNATURE FINANCIAL LLC STARWOOD STATE STREET CORP SUMMIT INVESTMENT PARTNERS INC SUN LIFE FINANCIAL INC **TEACHERS INSURANCE & ANNUITY** ASSOC THE INDUSTRIAL DEVELOPMENT AUTHORITY OF SUMTER COUNTY

Regulatory and Governmental Agencies

AL DEPARTMENT OF REVENUE CARROLL COUNTY TAX COMMISSIONER CHATHAM COUNTY TAX COMMISSIONER CHUCK PERDUE TAX COLLECTOR CITY OF BOWDON CITY OF CHESAPEAKE TREASURER CITY OF CHESAPEAKE, BARBARA O CARAWAY TREASURER CITY OF PANAMA CITY BUSINESS DEPT CITY OF SUFFOLK, RONALD H WILLIAMS, CITY TREASURER CITY TREASURER CO DEPARTMENT OF REVENUE

THE MISSISSIPPI BUSINESS FINANCE **CORPORATION** THORNBURG INVESTMENT MANAGEMENT INC TOUCHSTONE ADVISORS INC TRANSAMERICA INVESTMENT SERVICES L **TRUIST BANK** TRUIST EQUIPMENT FINANCE CORP. UB COMMUNITY DEVELOPMENT, LLC UBCD SUB-CDE MIDWAY, LLC UBS AG **UNITED BANK** UPMC HLTH OPTIONS INC VAN ECK ASSOCIATES CORPORATION VIRTU AMERICAS, LLC VOYA RETIREMENT INSURANCE AND ANNU WELLS FARGO & CO WILMINGTON SAVINGS FUND SOCIETY, FSB WILMINGTON TRUST, NATIONAL ASSOCIATION WILSHIRE ASSOCIATES INC

COMPTROLLER OF MARYLAND COMPTROLLER OF UTAH COMPTROLLER OF VIRGINIA COUNTY OF ALBEMARLE COUNTY OF HENRICO, VA, DEPT OF **FINANCE** COUNTY OF RICHMOND DE SECRETARY OF STATE DEPT OF FINANCE, COUNTY OF HENRICO - BUS LICENSE TAX FL DEPARTMENT OF REVENUE FLORIDA DEPARTMENT OF AGRICULTURE & CONSUMER SERVICES FLORIDA DEPARTMENT OF ENVIRONMENTAL PROTECTION

FLORIDA STATE EMERGENCY **RESPONSE COMMISSION SERC** GA DEPARTMENT OF REVENUE GEORGE COUNTY TAX ASSESSOR-COLLECTOR GEORGIA DEPARTMENT OF NATURAL RESOURCES GREENWOOD COUNTY TAX COLLECTOR HM REVENUE + CUSTOMS IL DEPARTMENT OF REVENUE ISLE OF WIGHT COUNTY TREASURER JACKSON COUNTY BOARD OF **SUPERVISORS** JACKSON COUNTY TAX COLLECTOR MARYLAND DEPARTMENT OF ASSESSMENTS AND TAXATION ME REVENUE SERVICES MONROE COUNTY TAX COLLECTOR MONTGOMERY COUNTY, MD MS DEPARTMENT OF REVENUE NATIONAL ASSOCIATION OF ATTORNEYS GENERAL NC DEPARTMENT OF REVENUE NEW HANOVER COUNTY TAX OFFICE NORTH CAROLINA DEPARTMENT OF AGRICULTURE & CONSUMER SERVICES NORTH CAROLINA DEPARTMENT OF ENVIRONMENTAL QUALITY NORTH CAROLINA STATE EMERGENCY RESPONSE COMMISSION

NORTHAMPTON COUNTY TAX COLLECTOR OFFICE OF INSURANCE AND SAFETY FIRE COMMISSIONER OFFICE OF THE UNITED STATES TRUSTEE FOR THE DISTRICT OF DELAWARE PA DEPARTMENT OF REVENUE PORTSMOUTH CITY TREASURER SAMPSON COUNTY TAX COLLECTOR SC DEPARTMENT OF REVENUE SOUTH CAROLINA DEPARTMENT OF HEALTH AND ENVIRONMENTAL CONTROL SOUTHAMPTON COUNTY TREASURER STATE OF MISSISSIPPI DEPARTMENT OF ENVIRONMENTAL QUALITY SUMTER COUNTY AL, ANNIE RUTH WILSON TAX COLLECTOR SUMTER COUNTY TAX TRUST ACCT TN DEPARTMENT OF REVENUE TREASURER COUNTY OF SURRY TX DEPARTMENT OF REVENUE UNIVERSITY OF TEXAS AT DALLAS UT STATE TAX COMMISSION VA DEPARTMENT OF TAXATION VICTORIA L PROFFITT, COMMISSIONER OF THE REVENUE VIRGINIA DIVISION ENVIRONMENTAL QUALITY WAKE COUNTY TAX ADMINISTRATION WARE COUNTY TAX COMMISSIONER

Largest Customers

ADM GERMANY ALBIOMA AOT BAYWA CARGILL CM BIOMASS PARTNERS DRAX ENGIE ENGIE ENERGY MANAGEMENT SCRL FRAM HOKURIKU ELECTRIC POWER COMPANY ICHIHARA YAWATAFUTO BIOMASS POWER GK IWPS JAVELIN LHOIST SA LYNEMOUTH POWER LIMITED Case 24-10453-BFK Doc 452 Filed 05/03/24 Entered 05/03/24 14:10:17 Desc Main Document Page 37 of 60

MARUBENI CORP. MGT MITSUBISHI - AIOI MITSUBISHI - TAKETOYO MITSUBISHI CORP. MITSUI ORSTED PFEIFER & LANGEN GMBH & CO. KG FRW KOLN POSTFACH 400527 50835 KOLN PFEIFER LANGEN PINNACLE RWE

RWE RENEWABLES GMBH RWE SUPPLY & TRADING GMBH SUMITOMO CORP. SUMITOMO FORESTRY CO., LTD SUZUKAWA ENERGY CENTER LTD. TOYOTA TSUSHO CORP. UNIPER VATTENFALL VERDO WESTERWALDER ZVEZDA

Significant Vendors and Unsecured Creditors

360 FOREST PRODUCTS INC 4B COMPONENTS LTD 4P TIMBER COMPANY LLC 4R PROPERTIES INC 5 POINTS LAWN CENTER INC A & P TIMBER CO INC **A&B PROPANE INC A&J PEST SERVICE INC** A1 FURNITURE HOLDINGS LLC AAA COOPER TRANSPORTATION AAA TREE EXPERTS INC ABB INC ABENDOCK SECURITY SOLUTIONS INC ABSOLUTE FREIGHT BROKERAGE LLC AC CONTROLS COMPANY INC ACE HARDWARE OF AHOSKIE INC ACES GLOBAL QUALITY SERVICES **USA LLC** ADAMS-WARNOCK INC ADVANCED ELECTRONIC SERVICES INC ADVANCED TECHNOLOGY SERVICES INC **AEROTEK INC** AFCO CREDIT CORPORATION AG ELECTRICAL LLC AGGREKO LLC AIRGAS USA LLC

AIRMATIC INC ALABAMA ELECTRIC COMPANY INC **OF DOTHAN** ALABAMA POWER COMPANY ALAN KILMORE ALERT MEDIA INC ALGS INC ALL4 LLC ALPHA ENVIRONMENTAL SERVICES LLC ALTA CONSTRUCTION EQUIPMENT **FLORIDA** ALTAIR EQUIPMENT COMPANY INC AMANDUS KAHL GMBH & CO KG AMANDUS KAHL USA CORP AMAZON CAPITAL SERVICES INC AMBASSADOR COMPANY AMERICAN MECHANICAL - ALWP LLC AMERICAN POLE & PILING INC AMERICAN STOCK TRANSFERS & TRUST COM AMETEK ARIZONA INSTRUMENT LLC AMORY HARDWARE LLC AMORY WATER AND ELECTRIC **ANDREWS & COLE LLC** ANDRITZ INC ANDREW W. DOWNS ANVIL ATTACHMENTS LLC ANVIL CORPORATION

AON RISK SERVICES SOUTHWEST INC APPLIED INDUSTRIAL **TECHNOLOGIES DIXIE INC** ARAMARK REFRESHMENT SERVICES ARBOR TECH FOREST PRODUCTS INC ARC3 GASES INC ARCOLA LUMBER COMPANY INC ARROW LLC ARROWHEAD ENVIRONMENTAL SERVICES LLC **ASAP EXPEDITING & LOGISTICS** ASCENDUM MACHINERY INC ASGCO MFG INC ASHLEY FARMS AND TRUCKING LLC ASSOCIATION RESOURCE GROUP INC AT&T CORP AT&T U-VERSE ATC ALMA TELEPHONE CO INC ATLANTECH ONLINE INC ATLANTIC CONSTRUCTORS INC ATMOS ENERGY CORPORATION AUBURN FILTERSENSE LLC **AV PRODUCTS INC** AXIS ENTERPRISES INC DBA AXIS PROMOTIONS **B&B HOSE & RUBBER CO INC B&B LUMBER B&D INDUSTRIAL INC B&D TECHNOLOGIES B+B ICE OF TAMPA BAY INC** BAG SUPPLY CO INC BARCLAYS BANK PLC BARGE FOREST PRODUCTS LLC **BATEMAN LOGGING CO INC** BATTLE LUMBER CO INC **BAY DISPOSAL LLC** BAY LINE RAILROAD LLC BCC WASTE SOLUTIONS LLC **BEACH TIMBER CO INC BEADLES & BALFOUR LLC** BEAL LUMBER CO INC PROSPERITY **BEAMON & JOHNSON INC BEARINGS & DRIVES INC DBA B&D INDUSTRIAL** BEASLEY FOREST PRODUCTS INC BEASLEY TIMBER CO INC

BELL AND SONS TRUCKING CO INC BELLWETHER RESOURCES LLC **BELZONA CAROLINA INC BENJAMIN C. WEILAND** BENSON TIMBER SERVICES INC BEST WADE PETROLEUM INC BHC TRUCKING INC BIEWER SAWMILL NEWTON LLC **BILL.COM BILLY BARNES ENTERPRISES BINDERHOLZ ENFIELD LLC** BINDERHOLZ LIVE OAK LLC **BIOMASS ENERGY LAB** BLANCHARD MACHINERY COMPANY BLUEWATER RENTALS LLC BOISE CASCADE WOOD PRODUCTS LLC BOLLINGER SHIPYARDS LLC BOONE LOGGING CO. INC. BORDER STATES INDUSTRIES INC **BOWLING LOGGING INC** BOXHUB **BRANDON LOUIS SHIELDS BRENNTAG MID SOUTH INC** BREWER COMPANY ACE **BRIGGS EQUIPMENT INC BROADWAY TECHNOLOGIES INC BRUKS SIWERTELL INC** BUCHANAN HARDWOOD FLOORING LLC **BUCHANAN LUMBER** BULK BAG DEPOT INC BURGERWORLD INC BURKES MECHANICAL INC **BUSINESS WIRE INC** BVN THANH CHUONG JOINT STOCK COMPANY C CRAIG PEPPLE CONSULTING LLC CABIN LUMBER LLC CADENCE PETROLEUM GROUP CAGLE SAWMILL INC CAJUN INDUSTRIES LLC CALLIE KAY'S GENERAL STORE & **OUTFITTERS** CAMPBELL OIL COMPANY CANAL WOOD

CANFOR SOUTHERN PINE INC CAREFIRST BLUECROSS BLUESHIELD CAREY LOCKE LOGGING CO INC CAROLINA COMMONWEALTH FOREST PRODUCTS CAROLINA EAST FOREST PRODUCTS LLC CAROLINA FOREST PRODUCTS INC **CAROLINA PINE & HARDWOOD INC** CAROLINA SHAVINGS INC CAROLINA TIMBER BROKERS LLC CARROLL EMC CARTER MACHINERY COMPANY INC CATERPILLAR FINANCIAL SERVICES CORP CDW DIRECT LLC CEDAR CREEK TIMBER COMPANY INC **CENTURY LINK** CERTIFIED LABORATORIES CFF STAINLESS STEELS INC CHARLIE GARNER CHAPEL STEEL CORP CHASE RIDDICK CHARLES DOOLITTLE CHARLES F HIGGINBOTHAM IV CHEM-AOUA INC CHRISTOPHER PASCAL CHRISTOPHER WARDWELL CINTAS CORPORATION CIRCLE C TRACTOR LLC CIRCLE S RANCH INC CIRCLE S **SHAVINGS** CIRCLE T LTD INC CISCO SYSTEMS CAPITAL CORP CITY OF MARIANNA CLARY LUMBER CO INC CLAYBOURN WALTERS LOGGING CO INC CLEAR CREEK WOOD PRODUCTS INC CLEMENTS MECHANICAL INC CLEVELAND CASCADES LTD **CLINTON D. PEARCE** CLIMAX METAL PRODUCTS COMPANY CN BROWN PLASTICS INC

COASTAL CAROLINA LAND AND TIMBER LLC COASTAL FORESTRY SERVICES INC COASTAL PLAIN TIMBER CO INC COASTAL STAFFING LLC COCA SALES INC CODY L CORDON TRUCKING LLC COLEY ROAD LANDFILL COLONY TIRE CORPORATION COLUMBUS RUBBER & GASKET CO INC COMFORT SYSTEMS USA SOUTHEAST INC COMMERCIAL READY MIX PRODUCTS INC COMMISSIONERS OF PUBLIC WORKS COMMUNITY COFFEE COMPANY LLC CONCUR TECHNOLOGIES INC CONETOE LAND & TIMBER LLC CONNECTOR SPECIALISTS INC CONNELL FINANCE COMPANY INC CONNER HOLDINGS LLC CONSOLIDATED MILL SUPPLIES LLC **CONTINENTAL CONVEYOR &** MACHINE WORKS LTD CONTROL UNION USA INC CONVEYOR COMPONENTS COMPANY INC **COOPER MARINE & TIMBERLANDS** CORP CORBETT TIMBER COMPANY COSFAR MARINE INTERNATIONAL CO LTD COTTON COMMERCIAL USA INC COTTON CREEK CHIP COMPANY COTTONDALE HIGH SCHOOL **CP 7272 WISCONSIN AVENUE LLC CPG INC** CRAB TRUCKING LLC CRAIG SPENCER AND SONS INC **CRANEWORKS INC** CRAWFORD ELECTRIC SUPPLY CO INC CRAWFORDS CONTRACTING SERVICES **CRAWLEY TIMBER CO**

CREEDMOOR FOREST PRODUCTS INC CRESCENT SUPPLY CO INC CRIGLER ENTERPRISES INC **CROFTON CONSTRUCTION SERVICES** INC CROSS CITY LUMBER LLC **CROSSTIES PLUS LLC** CROW BURLINGAME CO DBA **BUMPER TO BUMPER CRYSTAL SPRINGS INC** CSX TRANSPORTATION INC CULLIGAN WATER CONDITIONING CULLIGAN WATER OF GOLDSBORO CURBELL PLASTICS INC CUSTOM ADVANCED CONNECTIONS CUSTOM QUALITY SCAFFOLDING INC **CVS CAREMARK CW MOORE & SONS LLC CWT INC** D TAYLOR COMPANY **D&D MECHANICAL INC D&J FARMS INC D&T SAWMILL** DAIICHI CHUO KISEN KAISHA DARDEN LOGGING LLC DARREN GRAVEEL DATA2GO WIRELESS DAVID C RAYNOR LOGGING INC DAVID SAMMON DAVID T PICKLE TIMBER CO INC DAVIS LOGGING OF VA INC DE LAGE LANDEN FINANCIAL SERVICES INC DEERPOINT TIMBER PRODUCTS INC **DESERET CATTLE & TIMBER** DESOTO TIMBER INC DIALPAD INC DILLON SUPPLY COMPANY DISCOUNT TWO WAY RADIO CORPORATION DIXIE LAND TIMBER COMPANY LLC DJ POWERS CO INC DOCEBO NA **DOCUSIGN INC** DODGE MECHANICAL POWER TRANSMISSION COMPANY

DOMESTIC FUELS & LUBES INC DOMINION NORTH CAROLINA POWER DOMINION VIRGINIA POWER DONALDSONS BACKHOE SERVICE LLC DORSSERS INC DOUBLE CREEK RODEO COMPANY DRAKE SAWMILL LLC **DUKE ENERGY** DUONG LINH PRODUCTION COMPANY LIMITED DUPONT PINE PRODUCTS LLC **DURAGRIND INC** DURR SYSTEMS INC DUSTEX LLC DBA LDX SOLUTIONS **E FIRE INC E&S CUSTOM FABRICATION** EAST CAROLINA TIMBER LLC EAST COAST TERMINAL COMPANY EAST COAST WELDING LLC ECONOMY PRINTING INC **EDDIE RAINS SHAVINGS INC** EDGAR FOGLEMAN EDSEL G BARNES III LLC EFAX CORPORATE EFIRD LAND & TIMBER CO INC ELDRIDGE HARDWARE CO INC ELECTRIC MOTOR AND REPAIR INC **ELECTRIC MOTOR SALES & SERVICE** INC ELECTRIC MOTOR SERVICE OF CLINTON INC ELECTRIC MOTOR SHOP OF WAKE FOREST INC **ELECTRIC SUPPLY & EOUIPMENT CO** ELECTRICAL EQUIPMENT COMPANY ELKINS SAWMILL INC **EMERGENCY SYSTEMS INC EMPREMEDIA RE DAC** ENDUSTRA FILTER MANUFACTURERS **ENFIELD TIMBER LLC** ENGINEERED OUTDOOR PRODUCTS LLC ENGINEERED SYSTEMS INC

ENGLEWOOD ELECTRICAL SUPPLY **ENSPIRE ENERGY LLC** ENTERPRISE FLEET MANAGEMENT TRUST ENVIVA TOOLING SERVICES COMPANY LLC EPES LOGISTICS SERVICES INC EPPERSON AND CO INC EQUINITI TRUST COMPANY LLC EQUIPMENTSHARE.COM INC ESENTIRE INC ESTIAL VERNON REYNOLDS III EVEREST SCALE INC EXPRESS EMPLOYMENT PROFESSIONALS EZZELL TRUCKING INC FAGUS GRECON INC FALLING OAK ENTERPRISES LLC FAMILY TREE FORESTRY LLC FARM AND BUILDERS SUPPLY LLC FARMERS PRODUCE CO FASTENAL COMPANY CORP FASTENER SERVICE INC FEDEX FREIGHT INC FENG GUANG GREEN ENERGY ENTERPRISE INC FERGUSON US HOLDINGS INC FIDELITY INVESTMENTS INSTITUTIONAL OPERATIONS CO INC FIRE CONNECTIONS INC FIRST CALL TRUCK PARTS FLAMEX INC FLEXTECH ENGINEERING INC FLORIDA DEPARTMENT OF REVENUE FLORIDA FORESTRY ASSOCIATION FLOWER TIMBER COMPANY INC FLUID FLOW PRODUCTS INC FLUID SOLUTIONS LLC FLY TIMBER FNA INC DBA FIREFLY NORTH AMERICA INC FOOTHILLS FOREST PRODUCTS INC FOR2FI FOUNTAIN CREEK TIMBER LLC FPL NW FL

FRANK & SONS LOGGING FRANKLIN LUMBER LLC FYBR SOLUTIONS INC **GASBURG LAND & TIMBER** COMPANY INC GATES MILLING INC GATOR WOOD INC GECKO ROBOTICS INC GENERAL IRON AND STEEL CO INC GENERAL MILLWRIGHT SOLUTIONS LLC GENERAL TRUCK PARTS AND EQUIPMENT **GENESIS III INC** GEORGIA MILL SUPPLY INC GEORGIA NATURAL GAS COMPANY GEORGIA PACIFIC WFS LLC GEORGIA PETROLEUM INC **GEORGIA POWER** GLEN HENDERSON LOGGING & TRUCKING CO INC **GLENN TECH INTERNATIONAL GROUP LP** GLOBAL INDUSTRIAL GLOBAL TIMBER SOLUTIONS LLC **GLS STAFFING GREAT SOUTH TIMBER & LUMBER** LLC **GREAT SOUTHERN WOOD** PRESERVING INC GREAT WOODS COMPANIES LLC GREGORY POOLE EQUIPMENT COMPANY GRIFFIN EXTERMINATING CO INC GRIZZLY INDUSTRIAL INC GTI SERVICES LLC **GUARDIAN LIFE INSURANCE CO** CLAIMS **GULF BREEZE LANDSCAPING LLC** GULF COAST BUSINESS SUPPLY CO **GULF SALES & SUPPLY INC** H&M CONSTRUCTION CO LLC HALLS FIRE & SAFETY INC HAMILTON BROTHERS CONSTRUCTION CO LLC HANKINS INC

HARDY TECHNOLOGIES LLC HARMON TRUCKIN HAROLD BECK & SONS INC HARTFORD FINANCIAL SERVICES **GROUP INC** HEPACO LLC HERALD LEASING INC HERC RENTALS INC HERITAGE LAND & TIMBER HERRING ELECTRIC HERTFORD COUNTY TAX COLLECTOR HEUMANN ENVIROMENTAL CO LLC HIGH ROCK FOREST PRODUCTS INC HOFLER LOGGING INC HOGENTOGLER & CO INC HOLDEN TEMPORARIES INC HOLIDAY ICE INC HOLLAND MANUFACTURING CO INC HOLLOWAY COMPANY INC HOLMES TOOLS & ENGINEERING HOLSTON GASES INC HOME OIL COMPANY INC HOMETRUST BANK HOOD INDUSTRIES INC HP WOOD PRODUCTS OF BLADEN HRT MARINE SERVICES LLC HSBC BANK USA NATIONAL ASSOCIATION HUX SAFETY SOLUTIONS LLC HW CULP LUMBER COMPANY HYDRADYNE LLC HYG FINANCIAL SERVICES INC **IBX LUMBER LLC** IFM EFECTOR INC **INDEED INC** INDIGRO PLANT DESIGN LLC INDUSTRIAL CONVEYOR BELT SYSTEMS LLC INDUSTRIAL CUTTING TOOL INC INDUSTRIAL ELECTRICAL SUPPLY LLC INDUSTRIAL MACHINE INTEGRATION INC INDUSTRIAL RELIABILITY AND **REPAIR LLC**

INEZ FOREST INDUSTRIES INC **INSIGHT SERVICES INC INSTAR GROUP LLC INSULATING SERVICES INC** INTEGRATED POWER SERVICES LLC **INTERFOR US INC** INTERMAT LLC INTERNATIONAL PAPER COMPANY **IPEC INC IRON MOUNTAIN INC IRONDALE INDUSTRIAL** CONTRACTORS INC **IRVIN AUTO PARTS IRWIN TIMBER CO** IVC TECHNOLOGIES JACKSON COUNTY PORT AUTHORITY JACK BATTE & SONS INC JACKSON COUNTY UTILITIES JAMES CELLA JR JAMES PEST CONTROL JAMES R FINCHER TIMBER CO INC JAY INDUSTRIAL REPAIR INC JE KERR TIMBER COMPANY JEREMYS TIMBER INC JERNIGAN FOREST PRODUCTS LLC JERNIGAN OIL COMPANY INC JET FARMS LLC JGH II INC JIMMIE CROWDER EXCAVATING & LAND CLEARING INC JIMMY D NELMS LOGGING INC JIUDICY INC DBA LABOR FINDERS JMP EQUIPMENT COMPANY LLC JOE MOORE & COMPANY INC JOHNSON CONTROLS FIRE PROTECTION LP JOHNSON SAWMILL JOHN SCOTT JOHN W. BAIRD JONATHAN HORTON SR JONATHAN TODD DBA JONAH COLLINS JORDAN LUMBER & SUPPLY INC JOSEY LUMBER COMPANY INC JOT EM DOWN JP MORGAN EQUIPMENT FINANCE

JUNIOR AUXILIARY OF AMORY MS INC JUSTIN BURGESS JW JONES LUMBER COMPANY INC K AND J TRANSPORT K MACHINE INDUSTRIAL SERVICES LLC KANDJ WINSUPPLY INDUSTRIAL PVF KCW CONTRACTING LLC KENNEDY FOREST PRODUCTS INC **KERMIT BROOME & SONS** WOODCHIPPING INC **KESHAAN R CUFFEE** KING LUMBER INC OF LIBERTY SC KLUBER LUBRICATION NA LP KONECRANES INC **KR SNEAD TRUCKING INC** KURGAN LANDCARE INC LAKESIDE TIMBER & LAND MANAGEMENT LLC LAMPE & MALPHRUS LUMBER CO INC LANDON BARRIER LANGDALE FOREST PRODUCTS CO INC LAUREL RUBBER & GASKET CO INC LAURITZEN BULKERS A/S LAWRENCE P DUGGER LOGGING LLC LAWSON PRODUCTS INC LE BLEU SARY DISTRIBUTING. INC LEE HARDWARE & BUILDING SUPPLY INC LEE SPRING LLC LEE JACKSON LEWIS AND RAULERSON INC LEWIS BROTHERS LOGGING LEWIS BROTHERS LUMBER **COMPANY INC** LEWIS SMITH SUPPLY CORP LIBERTY ELECTRIC LLC LIFTONE LLC LIGHT VENDING CO INC DBA LIGHTHOUSE COFFEE CO LINDE INC LIQUID HANDLING EQUIPMENT INC

JR FRAZIER

LOG CREEK TIMBER COMPANY LORENZO THOMPSON LOWE CONSTRUCTION CO LLC LUBRICATION ENGINEERS INC LUMBER RIVER TIMBER COMPANY INC LUNDBERG LLC DBA LDX **SOLUTIONS** M&J CARROLL LLC M&M BIOMASS PTE LTD M&M TIRE COMPANY INC MA RIGONI INC MABREY TRUCKING INC MACKENZIE HEASLIP MACROSEAL INC MACS SUPPLY OF SAVANNAH LLC MADEM MOORECRAFT REELS USA INC MADER BEARING SUPPLY INC MADISON WOOD PRODUCTS INC MAGNOLIA FOREST RESOURCES INC MAGNOLIA LAND & TIMBER LLC MARIETTA DRY KILN LLC MARIETTA WOOD SUPPLY MARINE OIL SERVICE INC MARKIT NORTH AMERICA INC MARMON KEYSTONE LLC MARTIN ENGINEERING COMPANY MARTIN SPROCKET & GEAR INC MATHESON TRI GAS INC MATHIS PLUMBING & HEATING CO INC MAXIM SYSTEMS INC MAYER ELECTRIC SUPPLY COMPANY INC MCABEE CONSTRUCTION INC MCARTHER ANDREWS TRUCKING MCLEOD HEALTH FOUNDATION MCMASTER-CARR SUPPLY COMPANY MCNAUGHTON MCKAY ELECTRIC COMPANY MCPHERSON COMPANIES INC DBA MCPHERSON OIL MCWHORTER LAND AND TIMBER MD TRUCKING OF LUCEDALE MS LLC MEDLIN FOREST PRODUCTS LLC

MEHERRIN RIVER FOREST PRODUCTS MELVIN M WATERS LOGGING INC MESSER HARDWARE INC METAL TECH INC METAL TECHNOLOGIES OF **MUFREESBORO** METSO USA INC METTLER TOLEDO LLC MGT TEESSIDE LTD MICHAEL BERNAT MICHAEL FLINT MICHAEL L GOODSON LOGGING INC MICKEY KNAPP LLC MICRONICS ENGINEERED FILTRATION GROUP MICROSOFT CORPORATION MID SHIP GROUP LLC MILLER TRANSPORT LLC MILTON J WOOD FIRE PROTECTION INC MISSISSIPPI DEPARTMENT OF REVENUE MISSISSIPPI MILITARY DEPARTMENT MISSISSIPPI POWER MMR CONSTRUCTORS INC MOBILE FOREST PRODUCTS & **BIOMASS INC** MOBILE REPAIR SOLUTIONS MOL DRYBULK LTD MORGAN LUMBER COMPANY INC. MORRIS FORESTRY SERVICES LLC MOTION INDUSTRIES INC MOTION RECRUITMENT PARTNERS LLC MOYOCK FARMS ASSOCIATES INC DBA CURRITUCK SAND CO MR JANITOR JANITORIAL AND CARPET CLEANING INC MSC INDUSTRIAL SUPPLY - CLASS C **SOLUTIONS** MUR SHIPPING BV MURRAY FORESTRY INC MYBASEPAY USA LLC MYERS TIMBER CO LLC NAPA AUTO PARTS

NATIONWIDE BOILER INC DBA PACIFIC COMBUSTION **ENGINEERING** NC STATE PORTS AUTHORITY NEIL BURGESS FARMS NELSON LAND SERVICES LLC NEW DIXIE OIL CORPORATION NEW EAST TIMBER CO INC NEW PIG CORPORATION NEW YORK BLOWER COMPANY NITEL INC NORDEN NORFOLK BEARING & SUPPLY CO INC NORTH FLORIDA WOODLANDS INC NORTH WIND PROCESSING COOLING LTD NORTHAMPTON COUNTY PUBLIC WORKS DEPT NORTHERN BLOWER NORX INC NOTTOWAY FOREST RESOURCES NWL INC NYK BULK & PROJECTS CARRIERS LTD NYK BULKSHIP (ATLANTIC) NV **ODYSSEY FIRE PROTECTION INC** OLD DOMINION FIRE COMPANY ONE ENVIRONMENTAL MID ATLANTIC LLC **ONE PARKING 724 INC** ONEAL CONSTRUCTORS LLC **O'NEAL STEEL INC** ONEAL STEEL LLC ORACLE AMERICA INC **ORION ICS LLC ORKIN LLC** PACIFIC BASIN SUPRAMAX LTD PADUCAH RIGGING PALLET SOURCE INC PALLETONE OF VIRGINIA LLC PALMETTO STATE FLUID POWER PAMLICO LAND & TIMBER CO PANAMA CITY PORT AUTHORITY PANHANDLE FORESTRY SERVICES INC

PARADISE POINT MARINE LLC PARKER CONSTRUCTION INC PARKER OIL & PROPANE PARKS PORTABLE TOILETS INC PARSONS WOODWORKING INC PATRIOT SHREDDING PATTONS INC PAUL A WILSON PCL SHIPPING PTE LTD PEARL RIVER LAND & TIMBER LLC PEMBELTON FOREST PRODUCTS INC PENNELL REYNOLDS PERSIMMON GROUP LLC PETE JOHNSON LOGGING PETERSON NEDERLAND BV PETROCHOICE LLC PHELPS FAN LLC PHELPS INDUSTRIES INC PHILLIP'S TOWING SERVICE INC PHU TAI BIO-ENERGY CORPORATION PICKIN PINES INC PIEDMONT LAND & TIMBER LLC PIEDMONT NATURAL GAS PIEDMONT PULP INC PIEDMONT TIMBER INC PIERCE TIMBER COMPANY INC PINE PRODUCTS LLC PINECREST TIMBER CO PITTS LOGGING INC PLANFUL INC PLANTATION ENTERPRISES INC POLITICO LLC POLLARD LUMBER COMPANY POWELL HOLDINGS LIMITED LLC POWER MECHANICAL INC PPG TIMBER LLC PRECISION INC **PRECISION MACHINE &** MANUFACTURING CO INC PREMIER CHEMICALS & SERVICE LLC PRICES GARAGE & HEAVY DUTY TOWING PRIIMORIS ENERGY SERVICES CORP PROCONEX INC PRODESA NORTH AMERICA CORPORATION

PROFUNDUS HOLDINGS INC PRUDENTRX LLC PTS ADVANCE PUCKETT MACHINERY CO DBA PUCKETT POWER SYSTEMS QUALITY CONVEYOR SOLUTIONS **OUALITY PLUS SERVICES INC** QUINCY COMPRESSOR LLC **R & M FABRICATION INC R E MICHEL COMPANY LLC R&L CARRIERS INC R&R SECURITY LLC R&S LOGGING INC RACCOON SILVA LLC** RADIANT GLOBAL LOGISTICS INC DBA SERVICE BY AIR **RAINBOW SPRING WATER INC RAMIN RASHIDI RAPID WIRELESS LLC** RAY & SON HEATING & AIR CONDITIONING INC **RAYONIER AM PRODUCTS INC RAYONIER TRS HOLDINGS INC DBA RAYONIER TRS FOREST OPERATIONS RED LINE PRECISION MACHINING INC RELIABILITY PLUS LLC RENEWABLE GREEN INC RENT A JOHN RESOLUTE CROSS CITY LLC REX LUMBER BRISTOL LLC** REX LUMBER COMPANY INC **REX LUMBER TROY LLC RICHARD B SCOTT FARMS RICHARD H SHORT RICKIES TRUCKING** RIVER RIDGE FOREST PRODUCTS INC **RIVER RIDGE TIMBER LLC RL KUNZ INC** ROANOKE PORT A JOHNS INC ROBERT E CAROLL LOGGING INC **ROBERT NISKA** ROCKWELL AUTOMATION INC **ROLISON TIE & LUMBER RONNIE E WATERS LOGGING LLC ROSEBURG FOREST PRODUCTS CO**

ROSEBURG RESOURCES COMPANY **ROSEMOUNT INC** ROTEX GLOBAL LLC ROUNDTABLE LEARNING LLC ROYAL QUALITY MAINTENANCE INC **RUSS LOGGING LLC** RUSSELL EXPRESS LLC RYDER INTEGRATED LOGISTICS INC RYLAND ENVIRONMENTAL INC S & S FRAMES S&B ENGINEERS AND CONSTRUCTORS LTD S&M TIMBER PRODUCTS INC S&P GLOBAL RATINGS S&S INDUSTRIAL SUPPLY CORP S&S SPRINKLER CO LLC SAFETY KLEEN SYSTEMS INC SALES SYSTEMS LIMITED SAM CARBIS SOLUTIONS GROUP LLC SAMMY'S SEPTIC SERVICE SAMPSON COUNTY PUBLIC WORKS SAMUEL SON AND CO (USA) INC SANDHILLS TIMBER COMPANY SAPPHIRE GAS SOLUTIONS LLC SAPPS LAND & EXCAVATING INC SASNETT AND COLIE TIMBER COMPANY LLC SATELLITE SHELTERS INC SAVANNAH BULK TERMINAL LLC SCHAEFFER MANUFACTURING COMPANY SCOTT & SON CONSTRUCTION & MECHANICAL SERVICES INC SCOTT DAVIS CHIP CO INC SEABOARD TIMBER CO INC **SEGRA** SELF RISING CLEANING SERVICE CORP SELLERS FOREST PRODUCTS INC SENTRY DATA MANAGEMENT LLC SERIES ONE OF TWIN CREEKS TIMBER LLC DBA GREEN **DIAMOND MANAG** SETH WUNDERLY SGS UNITED KINGDOM LTD SGS VIETNAM LTD

SHAUN WAYNE SEWELL SHAVENDER TRUCKING LLC SHERWIN WILLIAMS CO SHRED IT USA LLC SHUTTLEWAGON A NORDCO **COMPANY INC** SHW STORAGE & HANDLING **SOLUTIONS** SIGMA THERMAL INC SIGNET MARITIME CORPORATION SLR INTERNATIONAL CORPORATION SMITH INDUSTRIAL SERVICE INC SOLID MACHINE INNOVATIONS LLC SOLUNI LLC SONIC AIR SYSTEMS INC SOUTH ATLANTIC GALVANIZING SOUTHEAST CLEANING SOLUTIONS LLC SOUTHEAST FIBER SUPPLY INC SOUTHEAST FOREST PRODUCTS MANUFACTURING INC SOUTHEAST INDUSTRIAL EQUIPMENT INC SOUTHEAST PUMP SPECIALIST INC SOUTHEASTERN SUPPLY LLC SOUTHEASTERN TIMBER PRODUCTS SOUTHERN LIGHT LLC DBA UNITI FIBER SOUTHERN MATERIAL HANDLING INC SOUTHERN PEST CONTROL SOUTHERN VENDING SOUTHERNTIMBER PRODUCTS INC SOUTHLAND FOREST PRODUCTS INC SOUTHLAND MILLING COMPANY SPANISH TRAIL LUMBER COMPANY LLC SPANKY'S PORTABLE TOILETS SPITZER INDUSTRIES INC SPRINGER ENERGY SS JANITORIAL LLC SSA GULF INC ST LOUIS SCREW AND BOLT **STAFFORD NUT & BOLT** STAPLES INC STAR FIRE EXTINGUISHER INC

STAR SERVICE INC OF MOBILE STEALTH PARTNER GROUP STELLA-JONES CORPORATION STELTER & BRINCK LTD STEPHEN T. BOOHER STONE TIMBER CORPORATION STS OPERATING INC DBA **SUNSOURCE** STUART C IRBY CO SULLIVAN CONTRACTING INC SUMMERLIN LLC SUNBELT RENTALS INC SUNBELT TERMITE & PEST CONTROL SUNRISE SHAVINGS LLC SUPERIOR INDUSTRIAL CONTRACTORS LLC SUSTAINABLE BIOMASS PROGRAM LIMITED SWAIN & TEMPLE INC SWAMPFEST INC **SWECO** SWIFT LUMBER INC SWIRE BULK PTE LTD TAR LAND & TIMBER INC TAYLOR CORPORATION **TAYLOR PALLETS & RECYCLING INC** TAYLOR SAWMILL INC **TAYLORS REPAIR HEATING AIR &** ELECTRICAL LLC TB WOODS INCORPORATED TC CONSTRUCTION INC TC LOGGING INC TD DRAKE CONSTRUCTION **COMPANY LLC** TEAL SALES INC TECH SPECIALIST INC **TECO PEOPLES GAS** TECTRON ENGINEERING COMPANY **TEG ENTERPRISES INC** TENCARVA MACHINERY COMPANY **TERMINIX COMPANY INC** TEWS OF AMERICA CORP THERMAL PROCESS DEVELOPMENT LLC THIEN HOANG CONSTRUCTION & TRADING CO LTD

THOMPSON MACHINERY COMMERCE CORP THOMPSON TRACTOR CO INC THOM'S TRANSPORT CO INC THRIVE OPERATIONS LLC THUR O CLEAN INC TIC THE INDUSTRIAL COMPANY TICE ENGINEERING INC TIDEWATER FLEET SUPPLY LLC **TIDEWATER LAND & TIMBER LLC** TIFCO INDUSTRIES INC TIFFANY WILKERSON TIMBCO LLC TIMBER COMPANY LLC TIMBERLAND PRODUCTS INC TIMBERLINE TRUCKING INC TIN NHAN COMPANY LIMITED TLC CONTRACTING INC TOTAL QUALITY LOGISTICS LLC TOYOTA INDUSTRIES COMMERCIAL FINANCE INC TR MILLER MILL COMPANY INC TRACYS LOGGING LLC TRASH ROLLOFF OF BAY COUNTY TRASK INSTRUMENTATION INC TREE TOP TIMBER INC TREKNOCOM ENGINEERING PVT LTD TRI COUNTY POLE & PILING INC TRI STATE LAND & TIMBER LLC TRIANGLE EAST TIMBER CO INC TRIANGLE FOREST PRODUCTS INC TRICO GRADING INC TRICOM COMMUNICATION SERVICES INC TRICON WEAR SOLUTIONS LLC TRIMBLE FORESTRY CORPORATION TRIPLE H SPECIALTY CO INC TRIPLE H TRANSPORT INC **TRIPLE J TIE & TIMBER** TRIPLE O ENTERPRISES INC **TRIPLE OAK LAND & TIMBER INC** TRIPLE W LOGGING INC TRITEX LLC TROY LUMBER COMPANY TTL INC TURN BULL LUMBER CO

TURN2 SPECIALTY COMPANIES LLC **TURNER AUTO PARTS** TW TRUCKING **TWO RIVERS INC** TYLER M. BROWN **UE SYSTEMS INC** UKG INC DBA ULTIMATE SOFTWARE **GROUP INC ULINE INC** UNDER PRESSURE WILMINGTON LLC **UNIFIRST UNIFIRST FIRST AID & SAFETY** UNIGUARD UNION LEVEL LAND & TIMBER LLC UNIPER BENELUX NV UNITED RENTALS UNIVAR SOLUTIONS USA INC US AIR FILTRATION INC US BANK NATIONAL ASSOCIATION US BLADES SUB LLC **US MACHINE SERVICES INC** US TRANSPORTATION SERVICES USNR LLC VACUUM TRUCK RENTALS LLC VALLEY BEVERAGE SOLUTIONS VARN INC VARN WOOD PELLETS VARN WOOD PRODUCTS LLC VECTA ENVIRONMENTAL SERVICES LLC **VEGA AMERICAS INC** VEOLIA WTS SERVICES USA INC VIRGINIA CAROLINA FOREST PRODUCTS INC VIRGINIA CUSTOM THINNING AND **CHIPPING LLC** VIRGINIA FORESTRY ASSOCIATION **VOLTA LLC VSC FIRE & SECURITY INC** VULCAN CONSTRUCTION MATERIALS LLC W K BROWN TIMBER CORP W T JERNIGAN & SONS TRUCKING INC W.W. GRAINGER INC WALKER FOREST RESOURCES LLC

WALKER MACHINERY CO LLC WARE COUNTY BOARD OF **EDUCATION** WARE FOREST INC WARING OIL CO LLC WASTE INDUSTRIES LLC A GFL ENVIRONMENTAL CO WASTE MANAGEMENT OF VIRGINIA INC WASTE PRO OF MISSISSIPPI INC WATCO COMPANIES LLC WATERWAY SURVEYS & ENGINEERING LTD WELLS FARGO RAIL CORPORATION WESCO DISTRIBUTION INC WESCO GAS & WELDING SUPPLY INC WESLEY BENNETT LOGGING LLC WEST FLORIDA ELECTRIC WEST FRASER INC WEST SALEM MACHINERY WESTERN OILFIELDS SUPPLY COMPANY WESTERN PNEUMATICS LLC WESTSIDE ELECTRIC INC WEX BANK DBA WRIGHT EXPRESS FSC WEX HEALTH INC WEYERHAEUSER NR COMPANY WGSBG LLC WHITFIELD TIMBER CO INC WILLIAM G. GORDY WILLIAM REID WILLIAMS BROTHERS TRUCKING INC WILLIAMS PATENT CRUSHER & PULVERIZER CO WILLIAMSTON FIRE EXTINGUISHER SERVICE WILMINGTON TERMINAL RAILROAD LP WILMINGTON TRUST NA WIRELESS WATCHDOGS LLC WISE FARM LLC WOOD RECYCLING OF MS INC WOODRIDGE TIMBER INC WORKIVA INC WRIGHT AUTO SUPPLY INC

XCOVA LLC XSTREMEMD XYLEM DEWATERING SOLUTIONS INC

Litigation Counterparties

ALEXANDER PEREZ (EEOC NORFOLK) ANDREW DAVIS ANTHONY BROWN ANTONIO MOUER **B&B CRANE SERVICE, LLC** BARCLAYS CAPITAL INC. **BMO CAPITAL MARKETS** CORPORATION **BRANDON PERRY** CITIGROUP GLOBAL MARKETS INC. CLINTON SCOTT POPPEL COMPRESSED AIR TECHNOLOGIES. INC. CSX TRANSPORTATION, INC. **DA'OUANTE DAVIS** DARRYL WILLISTON DAVID FAGEN **DEBBIE SMITH (EEOC)** DRAX POWER LIMITED **DUSTIN FANUCCHI** EDWARD FRIEDMAN FIDELITY NATIONAL TITLE **INSURANCE COMPANY GOLDMAN SACHS & CO. LLC** HARGROVE AND ASSOCIATES, INC. HARVEY L. POPPEL HELMUT GERTJEGERDES HENRY RICH HSBC SECURITIES (USA) INC. IES COMMERCIAL, INC.

Insurance Providers & Brokers

ACE AMERICAN INS CO AIG ALCOR UNDERWRITING BERMUDA LIMITED ALLIANZ GLOBAL RISK US INS CO YANCEY BROS CO YARBROUGH BROTHERS INC ZEE COMPANY ZORO TOOLS INC DBA ZORO

INFRA-METALS, CO. J.P. MORGAN SECURITIES LLC JACQUAN BENJAMIN JALEESA THOMAS (NC DOL) **KRISTOPHER HARRIS** LOOP CAPITAL MARKETS LLC NC OSHA O'NEAL CONSTRUCTORS, LLC PIPING TECHNOLOGY & PRODUCTS, INC. POPTECH GC, LLC POPTECH, LP **RAYMOND JAMES & ASSOCIATES,** INC. **RBC CAPITAL MARKETS, LLC REBEKA LOPEZ (EEOC RALEIGH) RENEE MONROE ROBERT-JAMES SALES, INC. RORRIE C. JEFFERIES (EEOC)** SHARON ROBINSON (EEOC ATLANTA) SOUTHEASTERN INDUSTRIAL CONTRACTORS, LLC SUMITOMO CORPORATION TAJE DHATT TCH CONSTRUCTION GROUP, INC. TONY MOUER TRUIST SECURITIES. INC. USCA SECURITIES LLC WILLIAM BROWNING

ALLIED WORLD ASSURANCE COMPANY, LTD. AMWINS BROKERAGE OF GEORGIA, LLC. ARCH INSURANCE ASCOT INSURANCE COMPANY AXA XL AXIS EXCESS INSURANCE AXIS INS CO AXIS SURPLUS INSURANCE COMPANY BEAZLEY **BEAZLEY SYNDICATES AFB** BERKLEY ENVIRONMENTAL CANOPIUS MANAGING AGENTS LIMITED CAP SPECIALTY INSURANCE CHUBB BERMUDA INSURANCE LTD. COMMERCIAL MANAGEMENT LIABILITY CP 7272 WISCONSIN AVENUE LLC C/O **CARR PROPERTIES** ENDURANCE AMERICAN INS CO. (SOMPO) ENDURANCE AMERICAN INSURANCE COMPANY EVEREST INDEMNITY INSURANCE COMPANY FIRST INSURANCE FUNDING GEORGIA POWER COMPANY GREAT MIDWEST INSURANCE COMPANY GREENWICH INSURANCE COMPANY HANOVER INSURANCE COMPANY HARTFORD HARTFORD ACCIDENT & INDEMNITY CO HARTFORD FIRE INSURANCE CO HDI GLOBAL SPECIALTY SE - UK BRANCH HISCOX INSURANCE COMPANY INC. HOMELAND INSURANCE CO OF NEW YORK INDIAN HARBOR INS COMPANY (XL) IRONGATE LEXINGTON INSURANCE COMPANY LIBERTY MUTUAL INSURANCE COMPANY LIBERTY SPECIALTY MARKETS AGENCY LIMITED LLOYD'S LONDON MANSFIELD POWER AND GAS. LLC

MARKEL AMERICAN MISSISSIPPI POWER COMPANY MITSUI SUMITOMO INSURANCE COMPANY OF AMERICA NATIONAL UNION FIRE INS CO OF PITTS, PA. (AIG) NAUTILUS INS CO NAVIGATORS INSURANCE COMPANY NORTH AMERICAN CAPACITY **INSURANCE COMPANY OCEAN MARINE** OLD REPUBLIC INSURANCE COMPANY PALOMAR EXCESS & SURPLUS INS COMPANY PRINCETON EXCESS AND SURPLUS LINES INSURANCE COMPANY **QBE INTERNATIONAL MARKETS** RBC **RESILIANCE CYBER INSURANCE SOLUTIONS** RSG SPECIALTY LLC RYAN TURNER SPECIALTY SOMPO INTERNATIONAL **STARR INDEMNITY & LIABILITY** COMPANY STARR INSURANCE COMPANIES STARR SURPLUS STARSTONE SPECIALTY INSURANCE COMPANY STATE OF ALABAMA DEPARTMENT OF CONSERVATION AND NATURAL RESOURCES STEAMSHIP MUTUAL SWISS RE CORPORATE SOLUTIONS ELITE INSURANCE CORPORATION SWISS REINSURANCE AMERICA CORPORATION TWIN CITY FIRE INS CO (HARTFORD) TWIN CITY FIRE INSURANCE CO UNDERWRITERS AT LLOYD'S, LONDON WESTCHESTER FIRE INSURANCE CO. XL INSURANCE AMERICA. INC. XL SPECIALTY INSURANCE CO ZURICH AMERICAN INSURANCE CO

ZURICH INSURANCE PLC

Bankruptcy Judges and Staff for the Eastern District of Virginia

BRANDON POIRIER CINDY WIEGAND/BYRNE DALE DAVIS DAVID GHARKANY DAYNA MACE DEBRA WEEKLY/HOWARD DENISE WILLIAMS DIANA MOREHEAD HEATHER BERRY JAMES CUMMINGS JENNIFER HINKLE JOSHUA RICHARDS JUDGE BRIAN F. KENNEY JUDGE FRANK J. SANTORO JUDGE KEITH L. PHILLIPS JUDGE KEVIN R. HUENNEKENS JUDGE KLINETTE H. KINDRED JUDGE STEPHEN C. ST. JOHN KIMBERLY CHANDLER LAURIE ROSS NICHOLAS MONICO PEGGY RINTYE RACHEL GREENLEAF SHARON MCCARTHY WILLIAM C. REDDEN

United States Trustee's Office for the Eastern District of Virginia – Region 4

B. WEBB KING BENJAMIN ZICCARDY BIBHA ADHIKARI CECELIA A. WESCHLER GERARD R. VETTER HEIDI PODA ILENE M. SIMS JACK I. FRANKEL JENNIFER DUNN JOEL CHARBONEAU JUNE E. TURNER KAREN KIDD KATHRYN R. MONTGOMERY KENNETH N. WHITEHURST, III KRISTEN S. EUSTIS

Thirty Largest Unsecured Creditors¹

CAL INVESTMENTS LLC CONVEYOR ENGINEERING & MANUFACTURING LISA D. FRANKLIN MARGARET K. GARBER MARK E. STEVEN MARTHA J. WATSON MICHAEL MCMAHON MICHAEL T. FREEMAN NICHOLAS S. HERRON NISHA R. PATEL PEGGY T. FLINCHUM ROBERT W. OURS SARA KATHRYN MAYSON SHANNON F. PECORARO SHANNON M. TINGLE SHERYL D. WILSON

OAK RIDGE INDUSTRIES LLC UNDERWOOD FIRE EQUIPMENT INC

¹ This category includes those "Thirty Largest Unsecured Creditors" that are not included in any other category on this <u>Schedule 1</u>.

Notice of Appearance Parties, as of April 23, 2024²

ACQUIOM AGENCY SERVICES LLC ANKURA TRUST COMPANY LLC BAKER, DONELSON, BEARMAN, CALDWELL & BERKOWITZ, PC BEAN KINNEY & KORMAN, PC COCRF INVESTOR 232, LLC CRENSHAW, WARE & MARTIN, P.L.C. DAMPSKIBSSELSKABET NORDEN A/S DICKINSON WRIGHT PPLC EVERSHEDS SUTHERLAND (US) LLP FAEGRE DRINKER BIDDLE & REATH LLP GREENBERG TRAURIG HANCOCK NATURAL RESOURCE GROUP INC. HOLLAND & KNIGHT LLP MCDERMOTT WILL & EMERY LLP MCGUIRE WOODS LLP PILLSBURY WINTHROP SHAW PITTMAN LLP SEAPORT LOAN PRODUCTS LLC SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP SPILMAN THOMAS & BATTLE PLLC THOMPSON MCMULLAN, P.C. WHITEFORD TAYLOR & PRESTON LLP WILLIAMS MULLEN WRIGHT, CONSTABLE & SKEEN LLP

Parties Listed on Filed Rule 2019 Statements, as of April 23, 2024³

AMERICAN INDUSTRIAL PARTNERS BOSTON MANAGEMENT AND RESEARCH MONARCH ALTERNATIVE CAPITAL LP OAKTREE CAPITAL MANAGEMENT, LP

² Only new entities not already included in any other category on this <u>Schedule 1</u> are included in this Notice of Appearance category.

³ Only new entities not already included in any other category on this <u>Schedule 1</u> are included in this Rule 2019 category.

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SCHEDULE 2 Hirschler Disclosures

Conflict Search Results

Name of Entity Searched	Name of Entity and/or Affiliate of Entity that is a Hirschler Client	Client Status	Nature of Representation
VSC Fire & Security Inc	VSC	Closed	Representation in matter unrelated to Debtors
Fluid Flow Products Inc	Fluid Flow	Existing	Representation in matter unrelated to Debtors
Cigna Health And Life Insurance	Cigna/Express Script	Existing	Representation in matter unrelated to Debtors
CVS Caremark	CVS	Existing	Representation in matter unrelated to Debtors
Dominion North Carolina Power Dominion Virginia Power	Dominion Virgina and North Carolina	Existing	Representation in matter unrelated to Debtors
Goldman Sachs Bank USA Goldman Sachs & Co. LLC	Goldman Sachs	Existing	Representation in matter unrelated to Debtors
Capital One	Capital One	Closed	Representation in matter unrelated to Debtors
Deutsche Bank Ag	Deutsche Bank	Former	Representation in matter unrelated to Debtors
Forbright	Forbright Bank	Existing	Representation in matter

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			unrelated to Debtors
JPMorgan Chase Bank, Na	JPMorgan Chase Bank	Former	Representation in matter unrelated to Debtors
Hudson Bay Capital Management, L.P	Hudson Bay Capital	Former	Representation in matter unrelated to Debtors
Starwood	Starwood Property Mortgage Sub- 10-A, LLC	Former	Representation in matter unrelated to Debtors
AT&T Corp	AT&T Corp	Existing	Representation in matter unrelated to Debtors
Carolina Commonwealth Forest Products	Carolina Commonwealth Forest Products	Former	Representation in matter unrelated to Debtors
International Paper Company	International Paper Company	Former	Representation in matter unrelated to Debtors
Stella-Jones Corporation	Stella-Jones Corporation	Closed	Representation in matter unrelated to Debtors
Vulcan Construction Materials LLC	Vulcan Construction	Existing	Representation in matter unrelated to Debtors
Thompson McMullan, P.C.	Thompson McMullan	Existing	Representation in matter unrelated to Debtors
Nuveen Asset Management	Nuveen Greenworks Lending	Existing	Representation of subsidiary in matter unrelated to Debtors
Commonwealth Strategy Group LLC	Commonwealth Strategy Group LLC	Former	Representation in matter unrelated to Debtors

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Enviva Materials, LLC	Enviva Materials, LLC	Former	Representation in matters unrelated to Chapter 11 Cases
Enviva, LP	Enviva, LP	Former	Representation in matters unrelated to Chapter 11 Cases
Enviva Holdings, LP	Enviva Holdings, LP	Former	Representation in matters unrelated to Chapter 11 Cases
Enviva FiberCo., LLC	Enviva FiberCo., LLC	Former	Representation in matters unrelated to Chapter 11 Cases

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EXHIBIT C

Mandell Declaration

IN THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA ALEXANDRIA DIVISION

)

)

In re:

ENVIVA INC., et al.,

Chapter 11

Case No. 24-10453 (BFK)

Debtors.¹

(Jointly Administered)

DECLARATION OF MICHAEL MANDELL IN SUPPORT OF THE APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF ENVIVA INC., *ET AL*. TO RETAIN AND EMPLOY HIRSCHLER FLEISCHER, PC AS LOCAL COUNSEL, EFFECTIVE AS APRIL 10, 2024

Under 28 U.S.C. § 1746, I, Michael Mandell, declare as follows under penalty of perjury:

1. I am making this declaration (the "<u>Declaration</u>") on behalf of Ryder Integrated Logistics, in its capacity as chair of the Official Committee of Unsecured Creditors (the "<u>Committee</u>") of Enviva Inc., *et al.* (the "<u>Debtors</u>"), and not in any other capacity. I am competent to make this declaration in support of the *Application of the Official Committee of Unsecured Creditors of Enviva Inc.*, et al. *to Retain and Employ Hirschler as Local Counsel, Effective as of April 10, 2024* (the "<u>Application</u>").

2. I submit this Declaration in support of the Application, pursuant to Section D.2. of the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "<u>Revised UST Guidelines</u>"). Except as otherwise noted, all facts in this Declaration

¹ Due to the large number of Debtors in these jointly administered chapter 11 cases, a complete list of the Debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list may be obtained on the website of the Debtors' proposed claims and noticing agent at https://kccllc.net/enviva. The location of the Debtors' service address is: 7272 Wisconsin Avenue, Suite 1800, Bethesda, MD 20814.

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are based on my personal knowledge of the matters set forth herein, information gathered from my review of relevant documents and information supplied to me by Hirschler.

3. I am informed by counsel that the Revised UST Guidelines request that any application for employment of an attorney under Bankruptcy Code sections 327 or 1103 be accompanied by a verified statement from the client that addresses the following:

- (i) The identity and position of the person making the verification.
- (ii) The steps taken by the client to ensure that the applicant's billing rates and material terms for the engagement are comparable to the applicant's billing rates and terms for other non-bankruptcy engagements and to the billing rates and terms of other comparably skilled professionals.
- (iii) The number of firms the client interviewed.
- (iv) If the billing rates are not comparable to the applicant's billing rates for other nonbankruptcy engagements and to the billing rates of other comparably skilled professionals, the circumstances warranting the retention of that firm.
- (v) The procedures the client has established to supervise the applicant's fees and expenses and to manage costs. If the procedures for the budgeting, review and approval of fees and expenses differ from those the client regularly employs in nonbankruptcy cases to supervise outside counsel, explain how and why. In addition, describe any efforts to negotiate rates, including rates for routine matters, or in the alternative to delegate such matters to less expensive counsel.

THE COMMITTEE'S SELECTION OF HIRSCHLER

4. Following its formation, the Committee considered potential firms to represent the

Committee as local counsel in these Chapter 11 Cases. After considering the qualification of such

potential firms, the Committee found Hirschler to be uniquely qualified to represent its interests in

these Chapter 11 Cases as its local counsel.

RATE STRUCTURE

5. Hirschler has informed the Committee that its rates for bankruptcy representations are comparable to the rates Hirschler charges for non-bankruptcy representations. The Committee has approved Hirschler's proposed hourly rates as set forth in the Application. Hirschler has

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informed the Committee that its hourly rates are subject to periodic adjustments (typically in January of each year) to reflect economic and other conditions. The Committee has consented to such ordinary course rate increases.

COST SUPERVISION

6. The Committee recognizes its responsibility to monitor the billing practices of its counsel to ensure that the fees and expenses paid by the estate remain consistent with the Committee's expectations and the exigencies of these Chapter 11 Cases. Hirschler advises that it expects to develop a prospective budget and staffing plan to comply reasonably with the U.S. Trustee's request for information and additional disclosures, as to which Hirschler reserves all rights. Hirschler further advises that it expects to comply reasonably with any additional U.S. Trustee requests for additional information and disclosures with respect thereto, as to which Hirschler reserves all rights. In addition, the Committee will review the interim and final fee applications that Hirschler submits. Hirschler's fees and expenses will be subject to periodic review on a monthly, interim and final basis during the course of these Chapter 11 Cases by the Committee, the U.S. Trustee, the Debtors and other parties in interest.

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I declare under penalty of perjury that the foregoing is true and correct on this 3rd day of April 2024.

The Official Committee of Unsecured Creditors of Enviva Inc., *et al*.

By: <u>/s/ Michael Mandell</u>

Michael Mandell, not in his individual capacity but solely on behalf of Ryder Integrated Logistics, in its capacity as chair of the Official Committee of Unsecured Creditors of Enviva Inc., *et al.*, and not in any other capacity