

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF SOUTH CAROLINA**

In re:

CAFE HOLDINGS CORP., *et al.*,¹

Debtors.

Chapter 11

Case No. 18-05837 (hb)

(Jointly Administered)

**SUPPLEMENTAL DECLARATION OF NELLWYN VOORHIES IN SUPPORT OF
DEBTORS' APPLICATION FOR ENTRY OF AN ORDER APPROVING
THE EMPLOYMENT AND RETENTION OF DONLIN, RECANO
& COMPANY, INC. AS THE ADMINISTRATIVE ADVISOR FOR THE
DEBTORS, EFFECTIVE *NUNC PRO TUNC* TO THE PETITION DATE**

I, Nellwyn Voorhies, declare that the following is true to the best of my knowledge, information, and belief:

1. I am an Executive Director with Donlin, Recano & Company, Inc. (“**DRC**”), an administrative services firm that specializes in the administration of large chapter 11 cases, whose offices are located at 6201 15th Avenue, Brooklyn, New York 11219.

2. I submit this supplemental declaration (the “**Supplemental Declaration**”) in support of the *Debtors' Application for Entry of an Order Approving the Employment and Retention of Retain Donlin, Recano & Company, Inc. as the Administrative Advisor for the Debtors, Effective Nunc Pro Tunc to the Petition Date* (the “**Application**”)² filed by the debtors and debtors in possession (the “**Debtors**”) in the above-captioned chapter 11 cases (the “**Cases**”) for an order appointing DRC as administrative advisor (the “**Administrative Advisor**”) for the

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Cafe Holdings Corp. (7910); Cafe Enterprises, Inc. (4946); CE Sportz LLC (2009); and CES Gastonia LLC (0863). The location of the Debtors’ corporate headquarters is 4324 Wade Hampton Blvd., Suite B, Taylors, South Carolina 29687.

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

Debtors and debtors in possession pursuant to sections 327(a), 330 and 1107(b) of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “**Bankruptcy Code**”), Bankruptcy Rule 2002(f), and Rule 2014-1 of the Local Rules for the United States Bankruptcy Court for the District South Carolina (the “**Local Rules**”). Except as otherwise noted, I have personal knowledge of the facts contained in this Supplemental Declaration.

3. Along with the filing of the Application, the Debtors filed the *Declaration of Nellwyn Voorhies in Support of the Application* (the “**Original Declaration**”). In connection with the Application and the Original Declaration, I submit this Supplemental Declaration to provide additional disclosures in accordance with Bankruptcy Rule 2014(a).

4. Exhibit 1 to the Original Declaration is a list of potential parties-in-interest that DRC processed through its client database for our representation in these cases. DRC has also processed the additional parties-in-interest listed on Exhibit A hereto through its client database.

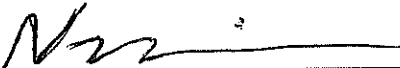
5. Notwithstanding anything contained herein, as part of its diverse business, DRC is the claims and noticing agent and administrative advisor for debtors in numerous cases involving many different creditors (including taxing authorities), professionals, including attorneys, accountants, investment bankers and financial consultants, some of which may be creditors or represent creditors and parties-in-interest in these Cases. In addition, DRC has in the past and will likely in the future continue working with or against other professionals involved in these Cases in matters unrelated to these Cases. Based upon my current knowledge of the parties involved, and to the best of my knowledge, none of these business relations constitute interests adverse to that of the creditors, or the Debtors’ estates, with respect to the matter upon which DRC is to be engaged.

6. In view of the foregoing, DRC submits that it holds no interest adverse to the

Debtors as to the matters for which it has been employed. DRC recognizes its continuing responsibility to be aware of, and to further disclose, any relationship or connection between it and other parties-in-interest to the Debtors' bankruptcy estates and the Chapter 11 cases as they appear or become recognized during the Chapter 11 cases. Accordingly, DRC reserves the right to supplement this disclosure if necessary as more information becomes available.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: December 18, 2018



Nellwyn Voorhies
Executive Director
Donlin, Recano & Company, Inc.

Exhibit A

Supplemental Conflicts List

Additional Conflict Parties

Top 30 Unsecured Creditors:

7420 Broad River Road LLC
B&T Sand Company
Beetle Enterprises
Carolina Child Care Properties
Center Hills, LLC
Duke Power
Fishbowl, Inc.
Freshpoint
Gary & Margaret Smith
Geoffrey Stuchman
Hamilton Chase-Citadel, LLC
Henderson Crossing
Infinity Marketing Solutions, Inc.
Koury Corp
M&R Investors
MRB, LLC
NCR Corporation
Old Mill Stream
Pepper Hamilton LLP
PP Gaston Mall
Restaurant Technologies, Inc.
Robinson, Bradshaw & Hinson
Store Master Funding I, LLC
Store Master Funding V, LLC
SYSCO
SYSCO-Charlotte
Thrift Brothers
Tryon Sisson
Valassis Digital
Winds Crossing

Officers and Directors:

James Billmyer
Bob Bloom
William Burton
Tony Clark
Brian Dukes
Eric Easton
Brian Harrington
Carl Lane

Bob Levine
Jim Mazany
Jane Melvin
Holly Smith
W. Scott Warren

Equity Holders:

Brian Harrington
Chuck Faust
David and Suzanne Hadley Family Trust dated 12/18/1999
Eric Holman
Fred Grant
Gerald Johnson
Jane Melvin
Jim Balis
Larry Zwain
Linda Kiehl
Lynne Burton
Madison Capital Funding LLC
Milestone Partners III, L.P.
Milestone Partners III, L.P. 2
Pedro Garcia
Richie Cannon
Sara Anderson
Steve Bruce
Steve Corson
Tabitha Sprouse
Tony Wright