

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

In re:  
  
CAFE HOLDINGS CORP., *et al.*,<sup>1</sup>  
  
Debtors.

Chapter 11  
  
Case No. 18-05837 (hb)  
  
(Jointly Administered)

**NOTICE AND SUMMARY OF THE FINAL APPLICATION OF (I) MCNAIR LAW FIRM, P.A., AS LOCAL BANKRUPTCY COUNSEL TO THE DEBTORS, FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD OF NOVEMBER 15, 2018 THROUGH DECEMBER 31, 2018, AND (II) BURR & FORMAN LLP, AS LOCAL BANKRUPTCY COUNSEL TO THE DEBTORS, FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD OF JANUARY 1, 2019 THROUGH APRIL 15, 2019**

**TAKE NOTICE** that on January 9, 2019, the United States Bankruptcy Court for the District of South Carolina (the “Court”) entered its Order Authorizing the Debtors to (1) Employ and Retain McNair Law Firm, P.A. as Local Bankruptcy Counsel to the Debtors and Debtors in Possession from the Petition Date Through December 31, 2018 and (2) Employ and Retain Burr & Forman LLP as Local Bankruptcy Counsel to the Debtors and Debtors in Possession *Nunc Pro Tunc* to January 1, 2019 [Docket No. 330] (the “Local Bankruptcy Counsel Retention Order”).

**TAKE FURTHER NOTICE** that, as reflected in the Local Bankruptcy Counsel Retention Order, Burr & Forman LLP (“Burr & Forman”) acquired McNair Law Firm, P.A. (“McNair”) effective January 1, 2019.

**TAKE FURTHER NOTICE** that McNair, by and through Burr & Forman, hereby moves the Court for an order approving its application (the “Final McNair Application”) for final allowance of compensation and reimbursement of expenses for the period of November 15, 2018 through December 31, 2018 (the “McNair Fee Period”).

**TAKE FURTHER NOTICE** that Burr & Forman hereby moves the Court for an order approving its application (the “Final Burr & Forman Application”) for final allowance of compensation and reimbursement of expenses for the period of January 1, 2019 through April 15, 2019 (the “Burr & Forman Fee Period”).

**TAKE FURTHER NOTICE** that on January 30, 2019, McNair, by and through Burr & Forman, filed its First (and only) Monthly Statement for Compensation for Services Rendered and Reimbursement of Expenses Advanced as Local Bankruptcy Counsel to the Debtors and Debtors in Possession for the Period of November 15, 2018 to December 31, 2018 [Docket No. 388] (the “McNair Monthly Fee Statement”) pursuant to the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members [Docket No. 313] (the “**Fee Procedures Order**”). The McNair Monthly Fee Statement

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<sup>1</sup> 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.

sought interim approval of \$67,107.50 for fees and \$588.20 as reimbursement for expenses. No objections to the McNair Monthly Fee Statement were filed and a Certificate of No Objection was filed on February 21, 2019 [Docket No. 447]. Pursuant to the Fee Procedures Order, the Debtors paid McNair (by and through Burr & Forman which acquired all of McNair's accounts receivable) for its fees and expenses set forth in the McNair Monthly Fee Statement, other than the 20% holdback (*i.e.*, \$13,421.50 for fees ).

**TAKE FURTHER NOTICE** that on February 28, 2019, Burr & Forman filed its First Monthly Statement for Compensation for Services Rendered and Reimbursement of Expenses Advanced as Local Bankruptcy Counsel to the Debtors and Debtors in Possession for the Period of January 1, 2019 through January 31, 2019 [Docket No. 458] ("Burr & Forman's First Monthly Fee Statement"). Burr & Forman's First Monthly Fee Statement sought interim approval of \$32,386.50 for fees and \$303.53 as reimbursement for expenses. No objections were filed and a Certificate of No Objection was filed on March 22, 2019 [Docket No. 485].

**TAKE FURTHER NOTICE** that on March 29, 2019, Burr & Forman filed its Second Monthly Statement for Compensation for Services Rendered and Reimbursement of Expenses Advanced as Local Bankruptcy Counsel to the Debtors and Debtors in Possession for the Period of February 1, 2019 through February 28, 2019 [Docket No. 494] ("Burr & Forman's Second Monthly Fee Statement"). Burr & Forman's Second Monthly Fee Statement sought interim approval of \$35,740.00 for fees and \$150.74 as reimbursement for expenses. No objections were filed and a Certificate of No Objection was filed on April 22, 2019 [Docket No. 517].

**TAKE FURTHER NOTICE** that Applicant, through this Final Application, now seeks final allowance of the amounts referenced above in the McNair Monthly Fee Statement, Burr & Forman's First Monthly Fee Statement, Burr & Forman's Second Monthly Fee Statement, as well as compensation for professional services in the amount of \$15,217.50 and reimbursement for actual and necessary expenses in the amount of \$161.26 for the period of March 1, 2019 through and including April 15, 2019.

**TAKE FURTHER NOTICE** that this Final Application seeks final allowance of (1) compensation in the amount of \$67,107.50 for services rendered by McNair to the Debtors during the McNair Fee Period and that it be reimbursed for costs in the amount of \$588.20 incurred on behalf of the Debtors during the McNair Fee Period, (2) compensation in the amount of \$83,344.00 for services rendered by Burr & Forman to the Debtors during the Burr & Forman Fee Period and that it be reimbursed for costs in the amount of \$615.53 incurred on behalf of the Debtors during the Burr & Forman Fee Period. Thus, the total amount of compensation and expenses requested to be paid to McNair and Burr & Forman, subject to any Court approved budget applicable to the these Chapter 11 cases, for services provided and costs incurred during the McNair Fee Period and Burr & Forman Fee Period as local bankruptcy counsel to the Debtors is \$151,655.23.

**TAKE FURTHER NOTICE** that any response, return and/or objection to this Application, should be filed with the Clerk of the United States Bankruptcy Court for the District of South Carolina, 1100 Laurel Street, Columbia, SC 29201, **no later than twenty-one (21) days from service of this Application** and a copy simultaneously served on (i) the Debtors: 4324 Wade Hampton Blvd., Suite B, Taylors, S.C. 29687, Attn: Eric Easton; (ii) counsel for the Debtors: Haynes and Boone, LLP, Attn: Ian T. Peck, 2323 Victory Avenue, Suite 700, Dallas, TX 75219 and Burr & Forman LLP, Attn: Michael H. Weaver, P.O. Box 11390, Columbia, S.C. 29211; (iii) counsel to Atalya Administrative LLC: Holland & Knight, LLP, Attn: Brent McIlwain, 200 Crescent Court, Suite 1600, Dallas, TX 75201 and Fox Rothschild, Attn: Kevin McCarrell, 2 W. Washington Street, Suite 1100, Greenville, SC 29601-2784; (iv) counsel to the Committee: Pachuski Stang Ziel & Jones LLP, Attn: Bradford J. Sandler, 919 North Market Street, 17<sup>th</sup> Floor,

Wilmington, DE 19801; and (v) the Office of the United States Trustee, Attn: Elisabetta G. Gasparini: 1835 Assembly Street, Suite 953, Columbia, SC 29201.

**TAKE FURTHER NOTICE** that no hearing will be held on this Application unless a response, return and/or objection is timely filed and served, in which case the Court will conduct a hearing on Tuesday, May 21, 2019 at 10:30 a.m. at the Donald Stuart Russell Federal Courthouse, 201 Magnolia Street, Spartanburg, South Carolina 29306. No further notice of this hearing will be given.

**BURR & FORMAN LLP**

/s/ Michael H. Weaver

Michael H. Weaver (S.C. Dist. Ct. ID # 9847)

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April 23, 2019