

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

In re:

HMI Liquidating Inc.,¹

Debtor.

Chapter 11

Case No. 17-10810 (LSS)

Re: Docket No. 139

CERTIFICATION OF COUNSEL

The undersigned counsel for the above-captioned debtor and debtor in possession (the “Debtor”), hereby certifies as follows:

1. On July 6, 2017, the Debtor filed, on behalf of Canaccord Genuity Inc. (“CGI”), the *First and Final Fee Application of Canaccord Genuity Inc. as Investment Banker for the Debtor for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Final Period from April 12, 2017 through June 23, 2017* [D.I. 139] (the “Application”).

2. Pursuant to the Notice of Application, objections and responses to the Application were required to be filed by July 27, 2017 at 4:00 p.m. (ET) (the “Objection Deadline”). To date, no formal objections or responses to the Application have been filed or received by counsel to the Debtor or CGI.

3. Prior to the Objection Deadline, the Office of the U.S. Trustee (the “U.S. Trustee”) informally responded to the Application by requesting that CGI reduce its expense reimbursement amount by \$400.83.

4. Attached hereto as **Exhibit A** is a proposed form of order (the “Order”) reflecting

¹ The last four digits of the Debtor’s federal tax identification number are 8422. The Debtor’s address is 131 Sand Creek Road, Suite B, Brentwood, CA 94513.

the reduction in expense reimbursement requested by the U.S. Trustee.

WHEREFORE, the Debtor respectfully requests that the Court enter the Order attached hereto as **Exhibit A** at its earliest convenience, without further notice or hearing.

Dated: July 28, 2017
Wilmington, Delaware

Respectfully submitted,

DRINKER BIDDLE & REATH LLP

/s/ Joseph N. Argentina, Jr.
Steven K. Kortanek (Del. Bar No. 3106)
Patrick A. Jackson (Del. Bar No. 4976)
Joseph N. Argentina, Jr. (Del. Bar No. 5453)
222 Delaware Ave., Suite 1410
Wilmington, DE 19801-1621
Telephone: (302) 467-4200
Facsimile: (302) 467-4201
Steven.Kortanek@dbr.com
Patrick.Jackson@dbr.com
Joseph.Argentina@dbr.com

Counsel for the Debtor and Debtor in Possession

Exhibit A

Proposed Order

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

In re:

HMI Liquidating Inc.,¹

Debtor.

Chapter 11

Case No. 17-10810 (LSS)

Re: Docket No. 139 & ___

**ORDER APPROVING FIRST AND FINAL FEE APPLICATION
OF CANACCORD GENUITY INC. AS INVESTMENT BANKER FOR
THE DEBTOR FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE
FINAL PERIOD FROM APRIL 12, 2017 THROUGH JUNE 23, 2017**

Upon consideration of the *First and Final Fee Application of Canaccord Genuity Inc. (“CGI”)* as Investment Banker for the Debtor for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Final Period from April 12, 2017 through June 23, 2017 (the “**Application**”), pursuant to sections 105(a) and 331 of title 11 of the United States Code, Fed. R. Bankr. P. 2016 and that certain Order Establishing Procedures for Interim Compensation (the “**Interim Compensation Order**”) [D.I. 103] previously entered by this United States Bankruptcy Court for the District of Delaware (the “**Court**”) on May 30, 2017; and it appearing that the Court has jurisdiction to consider the Applications and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1134; and it appearing that this matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and this Application is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been given; and after due deliberation and sufficient cause appearing therefor;

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IT IS HEREBY ORDERED THAT:

1. The Application is authorized and approved on a final basis.
2. CGI is granted final allowance of compensation for services rendered in the amount of \$790,000.00 and reimbursement of reasonable and necessary expenses incurred in the amount of \$3,606.38.
3. The Debtor is authorized and directed to remit payment to CGI in the amounts set forth herein, less any and all amounts previously paid to CGI on account of such fees and expenses, within five business days hereof.
4. This Order is effective and enforceable immediately, and shall not be affected and/or stayed by any of the provisions of Rule 6004(h) of the Federal Rules of Bankruptcy Procedure, or any other applicable rule.
5. This Court retains jurisdiction with respect to all matters and disputes arising from or related to this Order.

Dated: _____, 2017

The Honorable Laurie Selber Silverstein
United States Bankruptcy Judge