

**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)

CERTIFICATION OF ROBERT L. EISENBACH III

Robert L. Eisenbach III, an attorney-at-law, duly admitted in good standing to practice in the State of California hereby certifies that:

1. I am Of Counsel at the firm of Cooley LLP ("**Cooley**") and I am duly authorized to make this Certification on behalf of Cooley. Cooley was retained by the Debtor as special corporate counsel pursuant to an order of this Court. This certification is made in support of the *Combined Third Monthly and First Interim Application of Cooley LLP, Special Corporate Counsel to the Debtor and Debtor-In-Possession, for Compensation and Reimbursement of Expenses for the (i) Monthly Period June 1, 2017 Through June 30, 2017 and (ii) Interim Period of April 12, 2017 Through June 30, 2017* (the "**Application**") and in compliance with Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "**Local Rules**") of this Court, and with the United States Trustee's Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 (the "**U.S. Trustee Guidelines**").

¹ The last four digits of the Debtor's federal tax identification number are 8422.

2. I have read the Application and I certify that the Application substantially complies with the Local Rules and the U.S. Trustee Guidelines.

Dated: August 10, 2017

COOLEY LLP

/s/ Robert L. Eisenbach III _____

Robert L. Eisenbach III

*Special Corporate Counsel for the Debtor
and Debtor-in-Possession*