

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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	:	
In re	:	Chapter 11
	:	
KABBAGE, INC. d/b/a KSERVICING, et al.,	:	Case No. 22-10951 (CTG)
	:	
Debtors.¹	:	(Jointly Administered)
	:	
	:	Re: Docket No. 258
	X	

**CERTIFICATION OF COUNSEL REGARDING REVISED PROPOSED
ORDER (I) AUTHORIZING DEBTORS TO EMPLOY AND RETAIN
PHOENIX EXECUTIVE SERVICES, LLC TO PROVIDE A CHIEF
FINANCIAL OFFICER AND (II) DESIGNATING MARC SULLIVAN AS
DEBTORS' CHIEF FINANCIAL OFFICER, EFFECTIVE AS OF OCTOBER 24, 2022**

The undersigned hereby certifies as follows:

1. On November 16, 2022, Kabbage, Inc. d/b/a KServicing and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), filed the *Motion of Debtors for Entry of Order (I) Authorizing Debtors to Employ and Retain Phoenix Executive Services, LLC to Provide a Chief Financial Officer and (II) Designating Marc Sullivan as Debtors’ Chief Financial Officer, Effective as of October 24, 2022* [Docket No. 258] (the “**Motion**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”). A proposed form of order granting the relief requested in the Motion was attached to the Motion as **Exhibit A** (the “**Proposed Order**”).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable are: Kabbage, Inc. d/b/a KServicing (3937); Kabbage Canada Holdings, LLC (N/A); Kabbage Asset Securitization LLC (N/A); Kabbage Asset Funding 2017-A LLC (4803); Kabbage Asset Funding 2019-A LLC (8973); and Kabbage Diameter, LLC (N/A). Kabbage is a trademark of American Express used under license; Kabbage, Inc. d/b/a KServicing is not affiliated with American Express. The Debtors’ mailing and service address is 925B Peachtree Street NE, Suite 383, Atlanta, GA 30309.

2. Pursuant to the *Notice of Motion and Hearing* filed with the Motion, objections or responses to the relief requested in the Motion, if any, must be made in writing and filed with the Court on or before November 30, 2022 at 4:00 p.m. (prevailing Eastern Time) (the “**Objection Deadline**”).

3. Prior to the Objection Deadline, the Debtors received certain informal comments (the “**Comments**”) to the relief requested in the Motion from the Office of the United States Trustee for the District of Delaware (the “**U.S. Trustee**”).

4. To resolve the Comments, the Debtors have prepared a revised form of Proposed Order (the “**Revised Order**”), attached hereto as **Exhibit 1**. The Revised Order has been circulated to the U.S. Trustee, and the U.S. Trustee does not object to the entry of the Revised Order. For the convenience of the Court and all parties in interest, a redline comparison of the Revised Order marked against the Proposed Order is attached hereto as **Exhibit 2**.

[Remainder of page intentionally left blank]

WHEREFORE the Debtors respectfully request that the Revised Order be entered at the earliest convenience of the Court.

Dated: December 1, 2022
Wilmington, Delaware

/s/ Matthew P. Milana

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