Exhibit A

Kurzweil Declaration

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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

DECLARATION OF DAVID B. KURZWEIL
IN SUPPORT OF DEBTORS' APPLICATION FOR AUTHORITY
TO EMPLOY AND RETAIN GREENBERG TRAURIG, LLP
AS SPECIAL COUNSEL TO THE BOARD OF DIRECTORS OF
KABBAGE, INC. D/B/A KSERVICING EFFECTIVE AS OF THE PETITION DATE

I, David B. Kurzweil, declare under penalty of perjury:

1. I am a shareholder at the law firm of Greenberg Traurig, LLP ("**Greenberg Traurig**"), which maintains offices throughout the world, including the office in which I am resident, located at Terminus 200, 3333 Piedmont Road, NE, Suite 2500, Atlanta, Georgia 30305.

2. I am admitted in, practicing in, and a member in good standing of the bars of the State of Georgia and the State of New York. I am also a member in good standing of the bars of the United States District Courts for the Northern District of Georgia, Middle District of Georgia, 11th Circuit Court of Appeals, and the U.S. Supreme Court.

3. I submit this declaration (the "**Declaration**") on behalf of Greenberg Traurig in support of the application (the "**Application**") of the above-captioned debtors and

[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.

debtors in possession pursuant to sections 327(e), 328(a), and 330 of title 11 of the United States Code (the "**Bankruptcy Code**"), Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), and Rules 2014-1 and 2016-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "**Local Rules**"), requesting entry of an order (i) authorizing the Debtors to employ and retain Greenberg Traurig as special counsel to the Board of Directors of Kabbage, Inc. d/b/a KServicing (the "**Board**") in the above-captioned chapter 11 cases, effective as of the Petition Date, to advise the Board on the exercise of its duties and responsibilities and to perform such other services as the Board may require; (ii) directing that copies of all notices, pleadings, and other documents filed in these cases and any and all related adversary proceedings be served upon Greenberg Traurig, as special counsel to the Board; and (iii) granting related relief.

4. Pursuant to the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330 by Attorneys in Larger Chapter 11 Cases* (the "**Fee Guidelines**"), Greenberg Traurig makes certain disclosures herein.

5. Except as otherwise indicated herein, I have personal knowledge of the matters set forth herein and, if called as a witness, would testify competently thereto.[2]

Retention of Greenberg Traurig

6. Greenberg Traurig is an international law firm with approximately 2,500 attorneys in 43 offices. The members of the Firm practice in almost every practice area, including corporate governance, bankruptcy, workouts, finance, litigation, business, tax, labor, corporate, employment, securities, and commercial law.

[2] Certain of the disclosures herein relate to matters within the knowledge of other attorneys, staff, and other personnel at Greenberg Traurig.

7. Greenberg Traurig is also familiar with the Debtors' businesses and financial affairs. Greenberg Traurig has provided legal services to the Board since August 2022, having been retained by the Board pursuant to an engagement letter dated August 13, 2022. Greenberg Traurig's professionals have worked closely with the Debtors' other professionals and, as a result, have become well acquainted with the Debtors' history, business operations, capital and corporate structure, and related matters. Accordingly, Greenberg Traurig has developed substantial knowledge regarding the Debtors and the Board that will result in effective and efficient services in these Chapter 11 Cases.

8. Greenberg Traurig will advise the Board with respect to corporate governance and the exercise of the Directors' duties with respect to matters arising in and related to these Chapter 11 Cases. I believe that Greenberg Traurig has the resources and experience necessary to assist the Board in these Chapter 11 Cases. Greenberg Traurig will coordinate with the Debtors' other professionals to ensure that its services are, to the maximum extent possible, complementary to and not duplicative of the services of the Debtors' other professionals.

Greenberg Traurig's Disclosure Procedures

9. To the best of my knowledge and information after due inquiry, and except as disclosed herein, Greenberg Traurig has no known connection with the Debtors, their creditors, any other party-in-interest herein, or their respective attorneys or professionals and does not hold or represent any entity having an adverse interest with respect to the matters for which Greenberg Traurig is being retained. For so long as Greenberg Traurig represents the Board, and absent further order of this Court, Greenberg Traurig will not represent any entity other than the Board in connection with these Chapter 11 Cases.

10. As more fully described herein, Greenberg Traurig maintains a computer client database (the "**Client Database**") containing the names of all of Greenberg Traurig's current

and former clients and, where practical, the known affiliates of those clients. In connection with preparing this Declaration, I caused to be submitted to, and caused to be checked against, the Client Database those potentially interested parties in these Chapter 11 Cases listed in **Attachment 1** hereto, which party names were provided to Greenberg Traurig by the Debtors (collectively, the "**Potentially Interested Parties**") and which excludes the Debtors' employees. Greenberg Traurig then compared the names of the Potentially Interested Parties against the Client Database.

11. Greenberg Traurig's inquiry revealed that certain of the Potentially Interested Parties are, or are affiliates of, current or former (within the last two years) Greenberg Traurig clients (a list of such parties is annexed hereto as **Attachment 2**, incorporated herein by reference, and is referred to herein as the "**Client Match List**"). Through the information generated from the above-mentioned computer inquiry, through follow-up inquiries with those charged with maintaining the Client Database, and through follow-up inquiries with Greenberg Traurig attorneys responsible for certain clients listed on the Client Match List, to the extent necessary, Greenberg Traurig determined that its representation of those clients on the Client Match List concerns matters unrelated to the Debtors and these Chapter 11 Cases.

12. Through a firm-wide email, Greenberg Traurig solicited information from its attorneys to determine whether any attorneys employed by Greenberg Traurig are related to the Bankruptcy Judge presiding over these Chapter 11 Cases, the United States Trustee for Region 3, or any attorney known by Greenberg Traurig to be employed in the Office of the United States Trustee serving the District of Delaware. Greenberg Traurig has also solicited information from its attorneys to determine if any attorneys employed by Greenberg Traurig are equity security holders of any of the Debtors.

13. John Elrod, an attorney in Greenberg Traurig's Atlanta office, previously worked as a paralegal for Judge Goldblatt in the 1990's. In addition, Danny Duerdoth, an attorney in Greenberg Traurig's Chicago office, was previously employed at the United States Bankruptcy Court for the Northern District of Illinois in Chicago, Illinois at the same time as Rosa Sierra-Fox, trial attorney for the Office of the United States Trustee in these Chapter 11 Cases. Mr. Duerdoth and Ms. Sierra-Fox knew each other as acquaintances. No additional connections have been discovered to date. If any additional information is received, Greenberg Traurig will supplement this Declaration to the extent necessary.

14. Greenberg Traurig maintains and systematically updates its Client Database in the ordinary course of business, and it is the regular practice of Greenberg Traurig to create and maintain these records. The Client Database maintained by Greenberg Traurig is designed to include every matter on which Greenberg Traurig is now or has been engaged, the entity by which Greenberg Traurig is now or has been engaged, and, in each instance, the identity of related parties and adverse parties and the name of the attorney at Greenberg Traurig that is knowledgeable about the matter. It is the policy of Greenberg Traurig that no new matter may be accepted or opened without completing and submitting to those charged with maintaining the Client Database, the information necessary to check each such matter for conflicts, including the identity of the prospective client, the matter, and related and adverse parties. Accordingly, the Client Database is regularly updated for new matters undertaken by Greenberg Traurig.

15. With approximately 2,500 lawyers worldwide, Greenberg Traurig has connections with certain creditors and other parties-in-interest in these Chapter 11 Cases. Those connections include representation of the entity, an affiliate, or related party, as well as representation of parties adverse to such parties, affiliates, or related parties. In addition to the

connections disclosed herein and in the Client Match List, it is possible that Greenberg Traurig and certain of its shareholders, counsel, and associates may have in the past represented, may currently represent, and may in the future represent parties-in-interest of the Debtors in connection with matters unrelated to the Debtors or these Chapter 11 Cases. Moreover, Greenberg Traurig appears in many cases, proceedings, and transactions involving different attorneys, financial consultants, and investment bankers, some of which may now or in the future represent the Debtors, Potentially Interested Parties, or other parties-in-interest in these Chapter 11 Cases. As such, Greenberg Traurig will supplement this Declaration to the extent necessary.

16. None of Greenberg Traurig's representations of any of the parties-in-interest in matters unrelated to the Debtors or these Chapter 11 Cases accounted for more than 2% of Greenberg Traurig's aggregate revenues during fiscal year 2021 or 2022, to date. Thus, I do not believe that any such engagement comprises a material component of Greenberg Traurig's practice.

No Adverse Interest

17. Based on the foregoing and except as otherwise set forth herein, neither I, Greenberg Traurig, nor any shareholder, of counsel, or associate thereof, insofar as I have been able to ascertain based on the information currently available to me, represents any interest adverse to the Debtors' estates with respect to the matters for which Greenberg Traurig is to be employed, as required by section 327(e) of the Bankruptcy Code.

18. Greenberg Traurig will continue to conduct periodic conflicts analyses to determine whether it is performing or has performed services for any significant parties-in-interest in these Chapter 11 Cases and Greenberg Traurig will promptly update this Declaration to disclose any material developments regarding the Debtors or any other pertinent relationships that come to

Greenberg Traurig's attention. Based on the foregoing, to the best of my knowledge and belief, insofar as I have been able to ascertain after reasonable inquiry:

a. Neither Greenberg Traurig nor any attorney at Greenberg Traurig holds or represents an interest adverse to the Debtors' estates with respect to the matters for which Greenberg Traurig is to be employed;

b. Neither Greenberg Traurig nor any attorney at Greenberg Traurig is a creditor, equity security holder, or an insider of the Debtors, except that Greenberg Traurig previously has rendered legal services to the Board for which it has been compensated by the Debtors as disclosed below;

c. Neither Greenberg Traurig nor any attorney at Greenberg Traurig is or was, within two (2) years prior to the Petition Date, a director, officer, or employee of the Debtors; and

d. Greenberg Traurig does not have an interest materially adverse to the interest of the Debtors' estates or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in the Debtors, or for any other reason.

Professional Compensation and Expense Reimbursement

19. During the 90-day period prior to the Petition Date, Greenberg Traurig received payments and advances in the aggregate amount of $512,388.50, including an evergreen retainer of $250,000 (the "**Retainer**"). A summary of the payments invoiced and received by Greenberg Traurig in the 90 days prior to the Petition Date is set forth in **Attachment 3** annexed hereto. After reconciliation and application of the Retainer to amounts incurred prior to the Petition Date for approved invoices, Greenberg Traurig holds the balance of the Retainer in the amount of $202,706.50 (the "**Retainer Balance**") as security during these Chapter 11 Cases until Greenberg Traurig's fees and expenses are awarded by final order of the Court and payable to Greenberg Traurig.

20. Greenberg Traurig and the Debtors are sophisticated business entities that have negotiated the amount of the Retainer at arm's length and in good faith. The amount of the Retainer Balance secures Greenberg Traurig's fees and expenses for work performed in connection

with the Debtors' Chapter 11 Cases. Thus, I believe, under the standards articulated in the *Insilco* decision, the facts and circumstances of these cases support the approval of the security retainer requested herein.

21. Greenberg Traurig intends to apply for compensation for professional services rendered in connection with these Chapter 11 Cases subject to the approval of this Court and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by Greenberg Traurig. Greenberg Traurig also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the Fee Guidelines, both in connection with this Application and the interim and final fee applications to be filed by Greenberg Traurig in these Chapter 11 Cases.

22. Greenberg Traurig has advised the Debtors and the Board that the current hourly rates applicable to the principal attorneys proposed to advise the Board are:

Professional	Hourly Rate
Anthony W. Clark	$1,565
David B. Kurzweil	$1,540
Brian Greer	$1,125
Dennis A. Meloro	$1,255
Matthew A. Petrie	$870

23. Other attorneys and paralegals will render services to and advise the Board as needed. Generally, Greenberg Traurig's hourly rates are in the following ranges:

Professional	Hourly Rate
Shareholders	$600 - $1,700
Of Counsel	$825 - $1,685
Associates	$550 - $870
Legal Assistants/Paralegals	$340 - $475

24. Greenberg Traurig has explained to the Debtors and the Board that the hourly rates set forth above (a) are set at a level designed to fairly compensate Greenberg Traurig for its work and to cover fixed and routine overhead expenses, (b) are standard for work of this nature inside or outside bankruptcy, and (c) remain subject to periodic, firm-wide adjustments in the ordinary course of Greenberg Traurig's business.

25. It is Greenberg Traurig's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the client's matters. The expenses charged to clients include, among other things, mail and express mail charges, special or hand delivery charges, document processing, photocopying charges, travel expenses, expenses for working meals, computerized research, and transcription costs, as well as non-ordinary overhead expenses such as overtime for secretarial personnel and other staff. Greenberg Traurig will charge the Debtors' estates for these expenses in a manner and at rates consistent with charges made generally to Greenberg Traurig's clients outside of bankruptcy. Greenberg Traurig believes that these expenses should be fairly charged to the clients incurring them rather than to increase the hourly rates and spread the expenses among all clients.

26. In addition, Greenberg Traurig intends to seek compensation for all time and expenses associated with its retention in accordance with sections 330 and 331 of the Bankruptcy Code and any orders of this Court, including the preparation of this Application, this

Declaration, and related documents, as well as any monthly fee statements or interim or final fee applications and related issues.

27. Greenberg Traurig requests that it be permitted to hold the Retainer Balance as security throughout these Chapter 11 Cases until Greenberg Traurig's fees and expenses are awarded by final order and payable to Greenberg Traurig. Greenberg Traurig will request payment in arrears following submission of monthly, interim, or final fee applications, as applicable, consistent with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules and other orders of this Court.

28. Pursuant to Part D1 of the Fee Guidelines, Greenberg Traurig hereby provides the following responses:

Questions Required by Part D1 of Fee Guidelines	**Answer**
Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement?	No.
Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case?	No.
If you represented the client in the 12 months prepetition, disclose your billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If your billing rates and material financial terms have changed postpetition, explain the difference and reasons for the difference.	The material financial terms for the prepetition engagement remained the same.

Has your client approved your respective budget and staffing plan, and, if so, for what budget period?	The Debtors, the Board, and Greenberg Traurig expect to develop a prospective budget and staffing plan, recognizing that in the course of these Chapter 11 Cases, there may be unforeseeable fees and expenses that will need to be addressed by the Debtors, the Board, and Greenberg Traurig.

29. Other than as set forth herein, there is no proposed arrangement to compensate Greenberg Traurig. Greenberg Traurig has not shared, nor agreed to share, (a) any compensation it has received or may receive with any other party or person, other than with the shareholders, counsel, associates, and employees of Greenberg Traurig, or (b) any compensation another person or party has received or may receive.

30. By reason of the foregoing, I believe Greenberg Traurig is eligible for employment and retention by the Debtors pursuant to sections 327(e) of the Bankruptcy Code and applicable Bankruptcy Rules.

[*Remainder of page intentionally left blank*]

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 and belief.

Dated: October 14, 2022

<u>/s/ David B. Kurzweil</u>
David B. Kurzweil
Shareholder

Attachment 1

List of Potentially Interested Parties

Retention Checklist/ List of Potentially Interested Parties

1. Debtors – exact Corporate Name (name should be the same as in the articles of incorporation)
2. Non Debtor Affiliates and Subsidiaries (including any partnerships and JV partners)
3. Debtors' Trade Names and Aliases (up to 8 years) (a/k/a, f/k/a, d/b/a)
4. Banks/Bank Accounts
5. Banks – Servicing
6. Bankruptcy Judges and Staff (District of Delaware)
7. Benefit Providers (Workers Compensation/Pension Plans/Third Party Administrators)
8. Clerk of the Court
9. Committees and Committee Members (including UCC)
10. Non-Debtor Professionals (law firms, accountants, and other professionals)
11. Contract Counterparties (includes patents and intellectual property)
12. Current Officers and Directors (include senior management)
13. Affiliations of Current Officers and Directors
14. Debtors Professionals (law firms, accountants and other professionals)
15. Former Officers and Directors (include senior management if readily available) (3 years)
16. Affiliation of Former Officers and Directors (as of last day with company)
17. Insurance/Insurance Provider
18. Landlords and parties to leases
19. Lenders, Noteholders, Administrative Agents and Indenture Trustees (includes ABL Lenders/Term Loan Lender/Revolver/Collateral Agents/Prepetition & Proposed Postpetition)
20. List of Secured Creditors
21. Top 30 Unsecured Creditors
22. Litigation Counterparties/Litigation Pending Lawsuits (includes threatened litigation)
23. Litigation - Governmental Investigations Agencies
24. Other Parties in Interest (Notice of Appearance Parties, Ombudsman, any other person or group appointed)
25. Other Professionals
26. Regulatory and Government (Federal, State, and Local)
27. Significant Customers
28. Significant Shareholders (more than 5% of equity)
29. Taxing Authorities (Federal, State, and Local; trust fund, use property, franchise, sales)
30. UCC Search Results/UCC Lien Search Results
31. Unions
32. United States Attorney's Office for the District of Delaware
33. United States Trustee and Staff (District of Delaware)
34. Utility Providers/Utility Brokers
35. Vendors/Suppliers (includes critical, foreign, common carrier, shippers, warehousemen, customs duties, brokers charges, facilities provider, etc.)

1. Debtors

(1) Kabbage, Inc.
(2) Kabbage Canada Holdings, LLC
(3) Kabbage Asset Securitization LLC
(4) Kabbage Asset Funding 2017-A LLC
(5) Kabbage Asset Funding 2019-A LLC
(6) Kabbage Diameter, LLC

2. Non-Debtor Affiliates and Subsidiaries (including any partnerships and JV partners)

(1) Kabbage Financial Services Limited (UK entity)
(2) Kabbage India Private Limited (India entity)

3. Debtors' Trade Names and Aliases (up to 8 years) (a/k/a, f/k/a, d/b/a)

(1) d/b/a KServicing
(2) d/b/a KServicing Corp.
(3) d/b/a KServicing, Inc.

4. Banks/Bank Accounts

(1) Celtic Bank
(2) Primis Bank
(3) Synovus Bank (Synovus Financial Corp.)

5. Banks – Servicing

(1) Celtic Bank
(2) Cross River Bank
(3) Customers Bank
(4) HCG (a/k/a Home Capital Group Inc.)
(5) Stone Ridge

6. Bankruptcy Judges and Staff for the District of Delaware

(1) Al Lugano
(2) Cacia Batts
(3) Catherine Farrell
(4) Chief Judge Laurie Selber Silverstein
(5) Claire Brady
(6) Demitra Yeager
(7) Jill Walker
(8) Joan Ranieri
(9) Judge Ashely M. Chan

(10) Judge Brendan L. Shannon
(11) Judge Craig T. Goldblatt
(12) Judge John T. Dorsey
(13) Judge J. Kate Stickles
(14) Judge Karen B. Owens
(15) Judge Mary F. Walrath
(16) Laura Haney
(17) Laurie Capp
(18) Lora Johnson
(19) Marquietta Lopez
(20) Nickita Barksdale
(21) Paula Subda
(22) Rachel Bello
(23) Robert Cavello

7. Benefit Providers (Workers Compensation/Pension Plans/Third Party Administrators)

(1) Blue Cross Blue Shield of California
(2) Hawaii Medical Service Association (HMSA) - Blue Cross Blue Shield of Hawaii
(3) Insperity, Inc.
(4) Kaiser Permanente
(5) New York Life
(6) New York Life (f/k/a Cigna)
(7) Optum Bank
(8) UnitedHealthcare
(9) UnitedHealthcare Dental
(10) UnitedHealthcare of California
(11) VSP Choice

8. Clerk of the Court

(1) Una O'Boyle

9. Committees and Committee Members

[Unknown at this time]

10. Non-Debtors Professionals (law firms, accountants, and other professionals)

(1) Cleary Gottlieb Steen & Hamilton LLP
(2) Holland & Knight LLP
(3) Quinn Emmanuel Urquhart & Sullivan LLP
(4) [UCC Legal]
(5) [UCC Financial]

11. <u>Contract Counterparties (includes patents and intellectual property)</u>

(1) Abel Commercial Funding
(2) Airbnb, Inc.
(3) American Nation Bank
(4) Alexandra Schieren
(5) A-Lign Assurance
(6) A-Lign Compliance and Security, Inc.
(7) Altabank
(8) American Express Travel Related Services Company, Inc.
(9) Andy Mei
(10) Anthony Gallucci
(11) Apisero, Inc.
(12) Aprio, LLP
(13) Automation Anywhere, Inc.
(14) Azlo Business, Inc.
(15) Bank of Bird in Hand
(16) Become Technological Solutions, Inc.
(17) Better Impression Ltd.
(18) Bhayva Brundavanam
(19) Big Think Capital
(20) Biz2credit
(21) BlackLine Systems, Inc.
(22) Bonduel State Bank
(23) Bradley Wells
(24) Carter Bank & Trust
(25) Catherine Pargeter
(26) Celtic Bank Corporation
(27) CentSai
(28) Cobbs Allen Capital, LLC d/b/a CAC Specialty
(29) CommerceOne Bank
(30) Community Financial Services Bank
(31) Community National Bank
(32) CoreCard Software, Inc.
(33) Credit Suisse
(34) Crestmont Capital, LLC
(35) Cross River Bank
(36) CSC
(37) Cullum Financial LLC d/b/a Walloot
(38) Customer Bank
(39) David Rodin
(40) David Snitkof
(41) David Stein d/b/a Law Office of David Stein d/b/a David Stein Law Group
(42) Daysmart
(43) Debt Settlement Info Bank
(44) Docusign

(45) Dorado Real Estate, Inc d/b/a Host Financial
(46) Dynamic Recovery Solutions, LLC
(47) Endurance International Group, Inc.
(48) East West Bank
(49) Emprise Bank
(50) Erik Goshin
(51) Evangelical Christian Credit Union (ECCU)
(52) Ernst & Young LLP
(53) Farm Credit East, ACA
(54) Farm Credit West, ACA
(55) Federal Reserve
(56) First Florida Credit Union
(57) First National Bank of Syracuse
(58) five9 Inc.
(59) FNBC Bank and Trust
(60) Forensic Risk Alliance Inc.
(61) Fortis Advisors, LLC
(62) Fortis Private Bank
(63) Frank Sauer
(64) Fraz Khalil
(65) GoDaddy.com, LLC
(66) Guggenheim Securities, LLC
(67) Guideline
(68) Guillaume Poirier
(69) Hi Tech Capital
(70) Hyperion Bank
(71) Innovative Funding Solutions, Inc.
(72) Investar Bank, National Association
(73) Investment 360
(74) InscribeAI, Inc.
(75) Insperity
(76) Invariant LLC
(77) iAdvance Now Inc.
(78) James Candalino
(79) James Frohnhofer
(80) Jason Dolinger
(81) Jason Hwa
(82) Jonathan Kelfer
(83) Jones Day
(84) Karrot
(85) KLDiscovery Ontrack, LLC
(86) Kroll Associates, Inc.
(87) Legacy Bank Colorado
(88) Lendio, Inc.
(89) Level Up Funding LLC
(90) LexisNexis Risk Solutions FL Inc.

(91) Lexolution, LLC
(92) Liam Von Thien
(93) LIG International LLC
(94) Lincoln and Morgan, LLC
(95) Llano National Bank
(96) Macquarie
(97) Major, Lindsey & Africa
(98) Marqeta, Inc.
(99) MasterCard International Incorporated
(100) Matt Burton
(101) Mechanics Bank
(102) Merchant and Manufacturers Bank
(103) Mission Capital d/b/a SBG Funding
(104) Moore Colson & Company, P.C.
(105) MorganFranklin Consulting, LLC
(106) Mountainseed Real Estate Services, LLC
(107) National Check Resolution, Inc.
(108) Natural Intelligence Ltd.
(109) Nicholas DelZingaro
(110) Northern California National Bank
(111) Northwest Farm Credit Services, FLCA
(112) Okta, Inc.
(113) OnCourse Learning d/b/a BankersEdge
(114) Option 1 Partners, LLC
(115) Orchard App, Inc.
(116) P.A.R. Consulting d/b/a US Business Funding
(117) People Bank
(118) PharmaCentra LLC
(119) Prospera Credit Union
(120) Providence Bank
(121) Quick Funding Solutions LLC
(122) Radius Intelligence, Inc.
(123) Redwood Growth Capital, LLC
(124) Red River Bank
(125) ReliaQuest Holdings, LLC
(126) Resource Bank
(127) Salesforce
(128) Sam Zakalik
(129) Sound Point Capital Management, LP
(130) South State Bank
(131) Stericycle Inc.
(132) Strategic Capital
(133) Synovus
(134) The Law Office of Hayes & Welsh
(135) The National Directory of Registered Tax Return Preparers & Professionals Ltd
(136) The Poplar Grove State Bank

(137) The Provident Bank
(138) TransUnion Risk and Alternative Data Solutions, Inc. (TRADS)
(139) Trevelino/Keller and Groovy Studios
(140) TrustArc Inc.
(141) United Capital Source Inc
(142) United Resources Enterprise Corp. d/b/a Brickell Capital Finance
(143) Upwise Capital, LLC
(144) URS Technologies Solutions LLC
(145) Vaco LLC
(146) Venture Lending & Leasing VII, Inc.
(147) Venture Lending & Leasing VIII, Inc.
(148) Visa U.S.A. Inc.
(149) Vital Outsourcing Services, Inc.
(150) Walker Morris
(151) WeTravel, Inc.
(152) Wheaten Financial, Inc.
(153) Xact Data Discovery
(154) Yuhui Yang
(155) Zendesk
(156) Zip Capital Group, LLC
(157) ZMC & Associates LLC

12. <u>Current Officers and Directors (include senior management)</u>

<u>Current Officers</u>
(1) Salim Kafiti
(2) Ian Cox
(3) Holly Loiseau
(4) David Walker
(5) Laquisha Milner
(6) Donna Evans

<u>Current Directors</u>
(1) Laquisha Milner
(2) Robin Gregg
(3) Eric Hartz (dba CorporateHartz, LLC)
(4) John Hebert
(5) Lawrence X. Taylor

<u>Current Independent Manager</u>
(1) John Hebert

13. Affiliations of Current Officers and Directors

(1) American Chemistry Council
(2) Corporation Service Company (CSC)
(3) Solomon's Temple
(4) Vector Solutions
(5) M2 Business Group, LLC
(6) Point Predictive
(7) DRUM Technologies
(8) Roadsync
(9) Lending Science
(10) PadSplit
(11) Emory Goizueta Business School
(12) Nexus Circular
(13) 1847 Holdings
(14) Item 9 Labs
(15) Barrie House Coffee Roasters
(16) CLP Holdings III, LLC
(17) Taylor Strategy Group
(18) National Association of Corporate Directors
(19) Arizona State University
(20) Major Lindsey & Africa
(21) Automatic Data Processing, Inc. (ADP)
(22) Clairvoyant Ventures, LLC
(23) Kafiti Real Estate Group, Inc.
(24) Electrolux AB
(25) Libra Risk Management
(26) Creative Essentials, LLC
(27) National Bar Association Executive Committee, Commercial Law Section
(28) Moore Colson
(29) Magnolia Trust Company

14. Debtors Professionals (law firms, accountants and other professionals)

(1) AlixPartners, LLP
(2) Forensic Risk Alliance Inc.
(3) Greenberg Traurig, LLP
(4) Jones Day
(5) KPMG
(6) McGuireWoods LLP
(7) Omni Agent Solutions
(8) Richard Layton & Finger
(9) Weil, Gotshal & Manges LLP

15. Former Officers and Directors (include senior management if readily available) (3 years)

(1) Daniel Scott Eidson
(2) Jon Hoffman
(3) Julia McCullough
(4) Kathryn Petralia
(5) Kimberly Withrow
(6) L. Scott Askins
(7) Marc Gorlin
(8) Oneal Bhambani
(9) Robert Frohwein
(10) Spencer Robinson
(11) Troy Deus

16. Affiliation of Former Officers and Directors (as of last day with company)

(1) Corporation Service Company (CSC)
(2) DRUM Technologies, Inc.
(3) Tricolor Auto Group, LLC
(4) PadSplit
(5) Kimberly F. Withrow Law
(6) eCapital Corp.
(7) Bibby Financial Services
(8) American Express
(9) Roadie
(10) Flutterwave
(11) Keep Financial Technologies, Inc.

17. Insurance/Insurance Provider

(1) AIG Specialty Insurance Company
(2) Atlantic Specialty Insurance Company
(3) Berkshire Hathaway Specialty Insurance Company
(4) Cobbs Allen Capital, LLC d/b/a CAC Specialty
(5) Endurance American Insurance Company c/o Sompro Pro
(6) Everest National Insurance Company
(7) Marsh USA Inc.
(8) National Union Fire Insurance Company of Pittsburgh, Pa.
(9) QBE Insurance Corporation
(10) XL Specialty Insurance Company

18. Landlords and Parties to Leases

(1) 730 Midtown SVP, LLC (Lincoln Property Company)

19. Lenders, Noteholders, Administrative Agents and Indenture Trustees

(1) Credit Suisse
(2) Guggenheim
(3) Macquarie
(4) U.S. Bank

20. List of Secured Creditors

(1) Reserve Bank of San Francisco

[The Company only has one secured creditor]

21. 30 Top Unsecured Creditors

(1) Cross River Bank
(2) Customers Bank
(3) Federal Reserve Bank of San Francisco
(4) U.S. Department of Justice – Civil Division, Commercial Litigation
(5) Federal Trade Commission
(6) Small Business Bureau
(7) American Express Kabbage Inc.
(8) Biz2X LLC
(9) Vital Outsourcing Services Inc
(10) Vaco LLC
(11) Transunion Risk and Alternative Data Solutions
(12) URS Technologies Solutions LLC
(13) MorganFranklin Consulting, LLC
(14) KLDiscovery Ontrack, LLC
(15) Amazon Web Services
(16) Google Workspace
(17) Moore Colson
(18) Major, Lindsey & Africa / Allegis Group Holdings Inc
(19) RSM US LLP
(20) Goodwin Proctor
(21) Libra Risk Management
(22) Slack Technologies, LLC
(23) Option 1 Partners LLC
(24) Thomas E. Austin Jr. LLC
(25) Box
(26) TKCG, Inc.
(27) Corporation Service Company
(28) Microsoft
(29) Lanier Parking Solutions I, LLC
(30) Jason Carr, Vicki LeMaster, Edward Ford Services LLC, Carlton Morgan, 365 Sun LLC and Candice Worthy, individually and as putative plaintiffs on behalf of the proposed class

22. <u>Litigation Counterparties/Litigation Pending Lawsuits – includes threatened litigation</u>

(1) 365 Sun LLC
(2) Alison F. Kanne
(3) Bosco Seungchul Baek
(4) Calvin L. Erby, II
(5) Candice Worthy
(6) Carlton Morgan
(7) Celtic Bank Corporation d/b/a Celtic Bank
(8) Christina R. King
(9) Cole Ratias
(10) Customers Bank
(11) Douglas Biviano
(12) Edward Ford Services, LLC
(13) Eric L. Lifschitz
(14) Eva Merian Spahn
(15) First Home Bank
(16) Florida Veterinary Behavior Service
(17) George Pullen
(18) Greenberg Traurig
(19) Henry Anesthesia Associates, LLC
(20) Holland & Knight, LLP
(21) Jason Russell Carr
(22) Jennifer Pullen
(23) Jeremy Sternberg
(24) John P. Mertens
(25) Joshua Borger
(26) JP Morgan Chase Bank, N.A.
(27) Justin E. Proper
(28) Keith W. Berglund
(29) LaDonna Wiggins
(30) Latoya Clark
(31) Lauren B. Veggian
(32) Law Office of James A. Flanagan
(33) Law Offices of Eric L. Lifschitz
(34) Leslie K. Rinaldi
(35) Lexington National Insurance Corporation
(36) Love Watch Hill & Sailors Haven, Inc.
(37) Luxx Lashes by Lay, LLC
(38) Marco Bell
(39) MaryBeth V. Gibson
(40) Melissa Davis Lowe
(41) Ogier, Rothschild & Rosenfeld P.C.
(42) Pia Hoyt Law Firm
(43) Power Bail Bonds

(44) Rice Pugatch Robinson Storfer & Cohen PLLC,
(45) Richard A. Marshack
(46) Richard Storfer
(47) Shulman Bastian Friedman & Bui LLP
(48) SM Novelties
(49) Smooth & EZ Merchant Funding
(50) Squeeze-It Corp.
(51) Strategic Elements, LLC
(52) Tamara Miles Ogier, Chapter 11 Subchapter V Trustee
(53) Tastetunup, LLC
(54) The Berglund Group
(55) The Cardoza Law Corporation
(56) The Finley Firm, P.C
(57) Vicki LeMaster
(58) Wandro & Associates, P.C.
(59) White & Williams, LLP

23. <u>Litigation - Governmental Investigations Agencies</u>

(1) U.S. Federal Trade Commission
(2) U.S. Department of Justice – Massachusetts
(3) U.S. Department of Justice – Eastern District of Texas
(4) The Small Business Administration (SBA)
(5) The United States House Representatives Select Subcommittee on the Coronavirus Crisis

24. <u>Other Parties in Interest (Notice of Appearance Parties, Ombudsman, any other person or group appointed)</u>

[Unknown at this time]

25. <u>Other Professionals</u>

(1) Akin Gump Strauss Hauer & Feld LLP
(2) Bailey Duquette
(3) Dentons US LLP
(4) Davis Polk & Wardwell LLP
(5) Goodwin Procter LLP
(6) Green & Sklartz
(7) Hayes & Welsh
(8) Mandelbaum Salsburg, P.C.
(9) RSM US LLP
(10) Sidley Austin LLP
(11) Thomas E. Austin
(12) Windham Brannon

26. Regulatory and Government (Federal, State, and Local)

(1) Delaware Attorney General – Kathy Jennings
(2) Federal Deposit Insurance Corporation
(3) Federal Reserve
(4) Federal Trade Commission
(5) Internal Revenue Service
(6) Office of Foreign Assets Control
(7) Small Business Administration
(8) U.S. Securities and Exchange Commission
(9) United States Attorney for the District of Delaware – David C. Weiss
(10) United States Department of Justice

27. Significant Customers

(1) Celtic Bank
(2) Cross River Bank
(3) Customers Bank
(4) HCG (a/k/a Home Capital Group Inc.)
(5) Stone Ridge
(6) FleetCor Technologies, Inc.
(7) Relief Without Borders LLC
(8) SJ Medical PLLC
(9) Go Africa Global LLC
(10) Cuisane 365 Mobile Inc.
(11) New Legend, Inc
(12) Jlite Mortors
(13) Boom Rewards LLC
(14) David Horvath PA
(15) Wiggins & Graham Enterprise LLC
(16) Pink Lady Line
(17) R and L Arcade Inc.
(18) Potomac Valley Operator LLC
(19) Source Allies, Inc.
(20) European Service at Home Inc
(21) Tigris, LLC
(22) AREPII SA Hotel LLC
(23) Aspen River Candle Company
(24) Big Shot LLC
(25) Wesley Aron Mock LLC
(26) Club One Casino, Inc
(27) Brian Bui Inc
(28) repairo llc
(29) California Freight Solutions Corp
(30) Torque Power Equipment Repairs
(31) PG Medical Lab

(32) Energy Efficient Construction Solutions
(33) Trustedcommunications LLC
(34) Horizon 5 Lakes LLC
(35) Wingfield Leigh Industries, Inc.
(36) Allegro School, Inc.
(37) Dog Training With Mario Holland LLC
(38) A One Roof Management & Construction, Inc.
(39) Koger Industrial Staffing, LLC
(40) Provident Investment Realty, LLC
(41) Flair Group Inc.
(42) Rex Therapeutics LLC
(43) IMR Contracting Corp.
(44) Gods Anointed Youth Ministry
(45) Showtime on the Piers, LLC
(46) Summit Truck Line
(47) K Weaver Properties LLC
(48) Ences Services Inc.
(49) Federal Credit Union
(50) Heart Living Centers of Colorado, LLC
(51) Agee Construction Corporation
(52) 1 Ponce de Leon LLC
(53) Bustro Inc
(54) Francis Joseph Capital Inc
(55) DataSync Inc
(56) SMELifestyle, Inc
(57) Crown Management Services, LLC
(58) Suite Media Productions & Management LLC
(59) Gourmet Nut Inc
(60) Propel Opportunity Fund Inc.
(61) Keystrokes Transcription Service Inc
(62) E. Mishan & Sons
(63) Russell Road Food and Beverage LLC

28. <u>Significant Shareholders (more than 5% of equity)</u>

(1) Softbank Vision Fund (AIV M2) L.P.
(2) Blue Run Ventures IV, L.P.
(3) Thomvest Ventures Ltd.
(4) MDV Ix, L.P. c/o Mohr Davidow Ventures
(5) SoftBank PriceVille Investments, L.P.

29. <u>Taxing Authorities (Federal, State, and Local; trust fund, use property, franchise, sales)</u>

(1) Alabama Department of Revenue
(2) California Franchise Tax Board

(3) Georgia Department of Revenue
(4) Internal Revenue Service
(5) North Carolina Department of Revenue
(6) New York State Department of Finance
(7) New York City Department of Finance
(8) Pennsylvania Department of Revenue

30. UCC Search Results/UCC Lien Search Results

(1) CHTD Company
(2) CIT
(3) CIT Bank, N.A.
(4) Cross River Bank
(5) CSC
(6) Direct Capital Corporation
(7) Federal Reserve Bank of San Francisco
(8) Financial Agent Services
(9) Fulton County, Georgia Tax Commissioner
(10) Secured Lender Solutions, LLC
(11) U.S. Bank
(12) Wilmington Savings Fund Society, FSB

31. Unions

N/A

32. United States Attorney's Office for the District of Delaware

(1) David C. Weiss

33. United States Trustee and Staff for the District of Delaware

(1) Andrew R. Vara
(2) Joseph McMahon
(3) David Buchbinder
(4) Linda Casey
(5) Joseph Cudia
(6) Timothy J. Fox, Jr.
(7) Benjamin Hackman
(8) Jane Leamy
(9) Hannah M. McCollum
(10) Linda Richenderfer
(11) Juliet Sarkessian
(12) Richard Schepacarter
(13) Rosa Sierra-Fox
(14) Lauren Attix

(15) Shakima L. Dortch
(16) Christine Green
(17) Ramona Harris
(18) Angelique Okita
(19) Edith A. Serrano
(20) Dion Wynn
(21) Denis Cooke
(22) Holly Dice
(23) Nyanquoi Jones
(24) James R. O'Malley
(25) Michael Panacio
(26) Diane Giordano

34. Utility Providers/Utility Brokers

(1) Cogent Communications, Inc.
(2) Five9 Inc.

35. Vendors/Suppliers (includes critical, foreign, common carrier, shippers, warehousemen, customs duties, brokers charges, facilities provider, etc.)

(1) A-Lign
(2) Allegis Group Holdings Inc
(3) American Express Kabbage Inc.
(4) Biz2X LLC
(5) BlackLine Systems, Inc.
(6) Box
(7) DataBricks
(8) Five9
(9) Fusion Cloud Services LLC
(10) Google Duo
(11) Google Workspace
(12) HP Holdings, Inc. (dba Invariant LLC)
(13) InscribeAI, Inc.
(14) KLDiscovery Ontrack, LLC
(15) Kroll Associates, Inc.
(16) Lexolution
(17) Libra Risk Management
(18) MLA
(19) Moore Colson
(20) MorganFranklin Consulting, LLC
(21) Option 1 Partners LLC
(22) ReliaQuest Holdings, LLC
(23) Salesforce.com
(24) Sage Intacct, Inc.
(25) Slack

(26) TLO
(27) Transunion Risk and Alternative Data Solutions
(28) URS Technologies Solutions LLC
(29) Vaco LLC
(30) Vital Outsourcing Services Inc.
(31) Willis Towers Watson US LLC
(32) Zendesk

Attachment 2

Client Match List

Greenberg Traurig may currently represent or within the last two years may have represented the following Potentially Interested Parties or persons or entities that may be related to or affiliated with the Potentially Interested Parties in matters unrelated to the Debtors and their Chapter 11 Cases.

Name	Relationship To Debtors	Brief Description of Relationship to GT
730 Midtown SVP, LLC (Lincoln Property Company)	Landlords and Parties to Leases	Affiliate of Current Client
AIG Specialty Insurance Company	Insurance/Insurance Providers	Current Client
Airbnb, Inc.	Contract Counterparty	Current Client
Altabank	Contract Counterparty	Current Client
Amazon Web Services	30 Top Unsecured Creditors	Affiliate of Current Client
American Express	Affiliation of Former Officers/Directors	Current Client
American Express Kabbage Inc.	30 Top Unsecured Creditors, Vendors/Suppliers	Affiliate of Current Client
American Express Travel Related Services Company, Inc.	Contract Counterparty	Affiliate of Current Client
Aprio, LLP	Contract Counterparty	Current Client
Arizona State University	Affiliations of Current Officers/Directors	Current Client
Automatic Data Processing, Inc. (ADP)	Affiliations of Current Officers/Directors	Current Client
Berkshire Hathaway Specialty Insurance Company	Insurance/Insurance Provider	Affiliate of Current Client
CIT	UCC Lien Search Results	Current Client
CIT Bank, N.A.	UCC Lien Search Results	Current Client
Cleary Gottlieb Steen & Hamilton LLP	Non-Debtors Professionals	Current Client

Credit Suisse	Contract Counterparty, Lenders, Noteholders, Administrative Agents and Indenture Trustees	Current Client
Crestmont Capital, LLC	Contract Counterparty	Current Client
Cross River Bank	Banks/Servicing, Contract Counterparty, 30 Top Unsecured Creditors, Significant Customers, UCC Lien Search Results	Current Client
Emory Goizueta Business School	Affiliations of Current Officers/Directors	Affiliate of Current Client
Ernst & Young LLP	Contract Counterparty	Current Client
Federal Reserve	Contract Counterparty, Regulatory and Government	Affiliate of Current Client
Federal Reserve Bank of San Francisco	Secured Creditor, 30 Top Unsecured Creditors, UCC Lien Search Results	Affiliate of Current Client
Fleetcor Technologies, Inc.	Significant Customers	Current Client
Forensic Risk Alliance Inc.	Contract Counterparty	Current Client
Fortis Advisors, LLC	Contract Counterparty	Affiliate of Current Client
Fortis Private Bank	Contract Counterparty	Affiliate of Current Client
Fulton County, Georgia Tax Commissioner	UCC Lien Search Results	Affiliate of Current Client
GoDaddy.com, LLC	Contract Counterparty	Current Client
Google Duo	Vendors/Suppliers	Affiliate of Current Client
Google Workspace	30 Top Unsecured Creditors, Vendors/Suppliers	Affiliate of Current Client
Guggenheim Securities, LLC	Contract Counterparty	Affiliate of Current Client
Insperity, Inc.	Benefit Providers	Affiliate of Current Client
JP Morgan Chase Bank, N.A.	Litigation Counterparties	Current Client
KLDiscovery Ontrack, LLC	Contract Counterparty	Affiliate of Current Client
KPMG	Debtors Professionals	Current Client

Kroll Associates, Inc.	Contract Counterparty, Vendors/Suppliers	Current Client
Lending Science	Affiliations of Current Officers/Directors	Current Client
Macquarie	Contract Counterparty, Lenders, Noteholders, Administrative Agents and Indenture Trustees	Current Client
Marsh USA Inc.	Insurance/Insurance Providers	Current Client
MasterCard International Incorporated	Contract Counterparty	Current Client
Microsoft	30 Top Unsecured Creditors	Current Client
National Union Fire Insurance Company of Pittsburgh, Pa.	Insurance/Insurance Provider	Current Client
New York Life	Benefit Providers	Current Client
New York Life (f/k/a Cigna)	Benefit Providers	Current Client
Okta, Inc.	Contract Counterparty	Current Client
Prospera Credit Union	Contract Counterparty	Affiliate of Current Client
Salesforce	Contract Counterparty	Current Client
Salesforce.com	Vendors/Suppliers	Current Client
Softbank Vision Fund (AIV M2) L.P.	Significant Shareholders	Affiliate of Current Client
SoftBank PriceVille Investments, L.P.	Significant Shareholders	Affiliate of Current Client
Stericycle Inc.	Contract Counterparty	Current Client
Strategic Capital	Contract Counterparty	Current Client
Synovus Bank (Synovus Financial Corp.)	Banks/Bank Accounts	Affiliate of Current Client
The Finley Firm, P.C	Litigation Counterparties	Current Client
The Provident Bank	Contract Counterparty	Current Client
TransUnion Risk and Alternative Data Solutions, Inc. (TRADS)	Contract Counterparty	Current Client

U.S. Bank	Lenders, Noteholders, Administrative Agents and Indenture Trustees, UCC Lien Search Results	Current Client
UnitedHealthcare	Benefit Providers	Current Client
UnitedHealthcare Dental	Benefit Providers	Affiliate of Current Client
UnitedHealthcare of California	Benefit Providers	Affiliate of Current Client
Willis Towers Watson US LLC	Vendors/Suppliers	Current Client
Wilmington Savings Fund Society, FSB	UCC Lien Search Results	Current Client

Attachment 3

Summary of Payments

Date	Description	Bill	Payment	Retainer Balance
8/22/2022	Retainer Received		$250,000.00	$250,000.00
9/12/2022	*Invoice 1000081392* (8/12/2022 – 8/31/2022)	$151,751.00		$250,000.00
9/16/2022	Payment received and applied to Invoice 1000081392		$151,751.00	$250,000.00
9/30/2022	*Invoice 1000095494* (9/1/2022 – 9/30/2022)	$135,995.00		$250,000.00
9/30/2022	Payment received and applied to Invoice 1000095494		$110,637.50	$250,000.00
9/30/2022	Retainer payment applied to balance of Invoice 1000095494		$25,357.50	$224,642.50
10/3/2022	*Invoice 1000096193* (9/29/2022 – 10/3/2022)	$21,936.00		$224,642.50
10/3/2022	Retainer payment applied to Invoice 1000096193		$21,936.00	$202,706.50