

Exhibit 3

OCP Declaration

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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

DECLARATION AND DISCLOSURE STATEMENT OF _____,
ON BEHALF OF _____

I, _____, hereby declare, pursuant to section 1746 of title 28 of the United States Code, that the following is true to the best of my knowledge, information, and belief:

1. I am a **[insert title]** of **[firm]** located at **[street, city, state, zip code]** (the “**Firm**”).

2. This declaration (the “**Declaration**”) is submitted in accordance with the *Order Pursuant to 11 U.S.C. §§ 105(a), 327, and 330 Authorizing Debtors to Employ Professionals Used in Ordinary Course of Business* [Docket No. ____] (the “**OCP Order**”). Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to such terms in the OCP Order.

3. Kabbage, Inc. d/b/a KServicing and its debtor affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”), have requested that the Firm provide **[description of type of services]** services to the Debtors, and the Firm has consented to provide

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.

such services. The Firm **[IS/IS NOT]** a legal services firm. **[IF THE FIRM IS A LEGAL SERVICES FIRM, PLEASE STATE THE SPECIFIC LEGAL SERVICES THE FIRM IS PROVIDING TO THE DEBTORS.]**

4. [The Firm **[HAS/HAS NOT]** provided services to the Debtors prior to Petition Date.]²

5. **[DESCRIBE HOW FIRM WILL BILL THE ESTATE, E.G., HOURLY, FLAT FEE, CONTINGENCY, ETC., AND THE APPLICABLE RATES]**

6. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons who are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties-in-interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases. In addition, the Firm does not have any relationship with any such person, its attorneys, or accountants that would be adverse to the Debtors or their estates [with respect to the matters on which the Firm is to be retained],³ except as set forth herein. **[PROVIDE ADDITIONAL DISCLOSURES DESCRIBING SUCH RELATIONSHIPS, IF ANY EXIST].**

7. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Firm.

² This clause shall only be included if the Ordinary Course Professional is an attorney.

³ This clause shall only be included if the Ordinary Course Professional is an attorney.

8. Neither I, nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates, [with respect to the matters on which the Firm is to be retained.]⁴

9. The Debtors owe the Firm \$ _____ for prepetition services, the payment of which is subject to the limitations contained in the Bankruptcy Code. [The Firm has agreed to waive all unpaid amounts for prepetition services.]⁵

10. For purposes of making the disclosures herein, the Firm searched the list of parties in interest attached hereto as **Exhibit A** in its conflict check system.

11. As of the Petition Date, the Firm [WAS/WAS NOT] party to an agreement for indemnification with the Debtors. [A copy of such agreement is attached as **Exhibit B** to this Declaration.]

12. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on: _____, 2022

By: _____

⁴ This clause shall only be included if the Ordinary Course Professional is an attorney.

⁵ This clause shall only be included if the Ordinary Course Professional is not providing legal services or, if the Ordinary Course Professional is providing legal services, it did not provide such services prior to the Petition Date.

EXHIBIT A

List of Parties in Interest

[Exhibit B
Indemnification Agreement]¹

¹ This exhibit shall only be included if the Ordinary Course Professional was party to an agreement for indemnification with the Debtors.