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)**
	:	**Re: Docket No. 107 & 177**

CERTIFICATION OF COUNSEL REGARDING REVISED PROPOSED ORDER AUTHORIZING DEBTORS 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

The undersigned hereby certifies as follows:

1. On October 14, 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 *Application of Debtors 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* [Docket No. 107] (the "**Application**") with the United States Bankruptcy Court for the District of Delaware (the "**Court**"). A proposed form of order granting the relief requested in the Application was attached to the Application as **Exhibit C** (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 Application and Hearing* filed with the Application, objections or responses to the relief requested in the Application, if any, must be made in writing and filed with the Court on or before October 31, 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 Application from the Office of the United States Trustee for the District of Delaware (the "**U.S. Trustee**").

4. To resolve the informal comments of the U.S. Trustee to the relief requested in the Application, Greenberg Traurig, LLP filed the *Supplemental Declaration of David B. Kurzweil of Greenberg Traurig, LLP* [Docket No. 177].

5. In addition, the Debtors have revised the Proposed Order (the "**Revised Order**") to resolve the remaining Comments. A copy of the Revised Order is 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: November 1, 2022
Wilmington, Delaware

/s/ Matthew P. Milana

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