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)**
		Obj. Deadline: December 16, 2022 at 4:00 p.m. (ET)

DECLARATION AND DISCLOSURE STATEMENT OF
TOMASITA L. SHERER ON BEHALF OF DENTONS US LLP

I, Tomasita L. Sherer, 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 Partner of Dentons US LLP located at 1221 Avenue of the Americas, New York, NY 10020-1089 (the "**Firm**"). The Firm has multiple locations across the United States, as well as around the world.

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. 196] (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 legal services to the Debtors, and the Firm has consented to provide such services. The Firm **IS** a legal

[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.

services firm. Specifically, the Firm has been engaged to provide the Debtors with legal services and representation in connection with, but not limited to, various civil and criminal litigation matters, and services related thereto, including but not limited to claims arising from the Debtors' processing of applications under the CARES Act's Paycheck Protection Program.

4. The Firm **HAS** provided services to the Debtors prior to Petition Date.

5. The Firm will continue to bill the Debtors monthly on an hourly rate at the following applicable rates:

(a) **Partners: $750.00 to $1,455.00;**

(b) **Senior Counsel: $1,130.00 to $1,130.00;**

(c) **Senior Managing Associates: $640.00 to $755.00;**

(d) **Managing Associates: $565.00 to $720.00;**

(e) **Associates: $480.00 to $525.00; and**

(f) **Paralegals: $375.00 to $485.00.**[2]

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

[2] As it is the Firm's practice to implement annual rate increases beginning in January of each year, the amounts listed herein are subject to change. To that end, the Firm will file a notice of such annual rate increase in or about January of each year during which these chapter 11 cases are ongoing.

accountants that would be adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained, except as set forth herein.

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.

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.

9. The Debtors owe the Firm $21,483.50 for prepetition services, the payment of which is subject to the limitations contained in the Bankruptcy Code. The Firm also holds a prepetition deposit in the amount of $18,042.85, which secures the Firm's prepetition claims. On November 30, 2022, the Firm timely submitted a proof of claim [Claim No. 162] requesting the allowance and approval of such prepetition claims, along with the right to apply such deposit to such prepetition claims, all to be allowed and paid at the appropriate time and in accordance with any relevant rules and procedures under the Bankrupt-cy Code, the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules of this Court, and any Orders of this Court.

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, which exhibit includes a list of counterparties in all of the matters wherein the Firm has and/or continues to represent Debtor Kabbage, Inc. d/b/a KServicing d/b/a KServicing Corp. d/b/a KServicing, Inc., which is a current client of the Firm. See the twenty-one (21) individuals or entities listed in No. 7 ("Counterparties in Suits Against Debtors"). The Firm has no other relationship to these

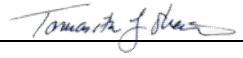
counterparties. Additionally, the Firm represents the law firms of Jones Day and Greenburg Traurig, LLP in wholly unrelated matters.

11. As of the Petition Date, the Firm **WAS NOT** party to an agreement for indemnification with the Debtors

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: December 1, 2022
New York, New York

By: 

Tomasita L. Sherer
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EXHIBIT A

List of Parties in Interest

1. Debtors

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

2. Non-Debtor Affiliates and Subsidiaries

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

3. Debtors' Trade Names and Aliases

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

4. Current Officers and Directors

Officers

(1) David Walker
(2) Donna Evans
(3) Salim Kafiti
(4) Holly Loiseau
(5) Ian Cox
(6) Laquisha Milner

Directors

(1) Eric Hartz (d/b/a Corporate Hartz, LLC)
(2) Laquisha Milner
(3) Lawrence X. Taylor
(4) Robin Gregg

Independent Manager

(1) John Hebert

5. Former Officers and Directors (if 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

6. Debtors' Professionals

(1) AlixPartners, LLP
(2) Greenberg Traurig, LLP (Current Dentons Client)
(3) Jones Day (Current Dentons Client)
(4) Omni Agent Solutions
(5) Richards, Layton & Finger, P.A.
(6) Weil, Gotshal & Manges LLP

7. Counterparties in Suits Against Debtors

(1) Ron Diegan
(2) Diegan Construction
(3) Ashton Heights Homeowner
(4) Calvin Erby
(5) Jason Carr
(6) Vicki LeMaster
(7) Edward Ford Services LLC
(8) Carlton Morgan
(9) 365 Sun LLC
(10) Candice Worthy
(11) L'Art De Vivre Spa
(12) Olufemi Tbitayo
(13) Bosco Seungchul Baek
(14) Regis Fernandez
(15) LaDonna Wiggins
(16) Keith Berglund
(17) Steven Mitnick
(18) MySuperfoods Co., LLC
(19) GexCon US, Inc.
(20) Richard A. Marshack
(21) Brick Real Estate LLC