Case 18-12378-KG Doc 740 Filed OF /20/10 Da

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:

WELDED CONSTRUCTION, L.P., et al.,¹

Debtors.

Chapter 11

Case No. 18-12378 (KG)

(Jointly Administered)

Objection Deadline: 6/10/2019 at 4:00 p.m. (ET)

SUMMARY COVER SHEET TO SIXTH MONTHLY APPLICATION OF TENEO CAPITAL LLC FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS INVESTMENT BANKER AND FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM APRIL 1, 2019 THROUGH APRIL 30, 2019

Name of Applicant:	Teneo Capital LLC				
Authorized to provide professional services to:	Official Committee of Unsecured Creditors				
Monthly period for which compensation and reimbursement is sought:	April 1, 2019 through April 30, 2019				
Monthly amount of compensation sought as actual, reasonable, and necessary:	\$74,914.00 (80% of \$93,642.50)				
Monthly amount of expense reimbursement sought as actual, reasonable, and necessary:	\$28.11				
Petition date:	October 22, 2018				
Date of retention:	October 30, 2018				
Date of order approving employment:	December 7, 2018				
This is a(n): <u>x</u> monthly <u>interim</u> final application					

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Welded Construction, L.P. (5008) and Welded Construction Michigan, LLC (9830). The mailing address for each of the Debtors is 26933 Eckel Road, Perrysburg, OH 43551.



IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:

WELDED CONSTRUCTION, L.P., et al.,¹

Debtors.

Chapter 11

Case No. 18-12378 (KG)

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Objection Deadline: 6/10/2019 at 4:00 p.m. (ET)

SIXTH MONTHLY APPLICATION OF TENEO CAPITAL LLC FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS INVESTMENT BANKER AND FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM APRIL 1, 2019 THROUGH APRIL 30, 2019

Teneo Capital LLC ("*Teneo*"), as investment banker and financial advisor to the Official Committee of Unsecured Creditors (the "*Committee*") of the above-captioned debtors and debtorsin-possession (the "*Debtors*"), hereby submits its sixth monthly fee application (the "*Application*") for the period from April 1, 2019 through April 30, 2019 (the "*Application Period*"), pursuant to the Order Granting Application of the Official Committee of Unsecured Creditors for an Order Under Bankruptcy Code Sections 328 and 1103, Bankruptcy Rule 2014, and Local Rule 2014-1 Approving the Employment and Retention of Teneo Capital LLC as Investment Banker and Financial Advisor Nunc Pro Tunc to October 30, 2018 [Docket No 314.] (the "Teneo Retention Order").

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Pursuant to the Engagement Letter (as defined in and approved by the Teneo Retention Order) and consistent with the notice provided to the Office of the United States Trustee in accordance with the Teneo Retention Order, effective March 1, 2019, Teneo is compensated based on actual hours billed, rather than a fixed monthly fee, during the Application Period. Teneo will continue to be reimbursed for its actual and necessary costs and expenses incurred during the chapter 11 cases.

The following professionals rendered services in these cases during the Application Period:

Welded Construction							
50	Summary of Services Rendered by Teneo Capital TOTAL HOURS						
	Anril 1	2019 through		q			
			•				
	<u>Wu</u>	Boguslaski	Stevens	Stepanyants	Messenger	<u>Jain</u>	
Category	Senior Managing Director	Senior Managing Director	Vice President	Associate	Associate	Analyst	Total
Analysis of Operating Results	-	3.0	2.0	2.5	-	-	7.5
Cash & Liquidity Analysis	-	4.5	1.5	6.0	1.5	-	13.5
Sale Process	-	-	-	-	-	-	-
Communications with Debtors & Professionals	-	6.5	3.8	6.5	3.0	-	19.8
Communications with UCC & Professionals	-	7.5	1.3	6.5	3.0	-	18.3
Bankruptcy Filings & Document Review	-	-	10.5	-	-	-	10.5
Motions / Court Hearings	-	-	-	-	-	-	-
Case Administration	-	-	-	-	-	-	-
Non-Working Travel	-	-	-	-	-	-	-
Employee Compensation Programs	-	1.0	3.5	2.0	-	-	6.5
Financing (DIP)	-	-	-	-	-	-	-
SOFA SOALs	-	-	-	-	-	-	-
Avoidance Action Analysis		7.5	20.5	21.5	11.5	-	61.0
Total Hours	-	30.0	43.1	45.0	19.0	-	137.1
Hourly Fee Rate		\$925	\$675	\$575	\$575		
Total Billings for the Application Period	-	\$27,750.00	\$29,092.50	\$25,875.00	\$10,925.00	-	\$93,642.50

The actual and necessary costs and expenses incurred by Teneo during the Application

Period are as follows:

Expense Category	Amount
Local Transportation	\$15.64
Meals	\$12.47
Total	\$28.11

In addition to the foregoing summary charts of fees and expenses incurred by Teneo during the Application Period, this Application includes (i) detailed time entries, in half hour increments,

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describing the tasks performed on a daily basis by the applicable professionals and organized by date, and (ii) a detailed description of expenses incurred, attached hereto as **Exhibit A**.

WHEREFORE, Teneo respectfully requests (i) allowance of compensation in the amount of \$93,642.50 for professional services rendered and \$28.11 for reimbursement for actual and necessary costs; (ii) immediate payment of \$74,914.00 which is 80% of the allowed compensation of \$93,642.50; (iii) immediate payment of 100% of the allowed actual and necessary costs of \$28.11; and (iv) such other and further relief as this Court deems necessary and just.

Dated: May 20, 2019

By: <u>/s/ Christopher K. Wu</u> Christopher K. Wu Senior Managing Director TENEO CAPITAL LLC 601 Lexington Avenue, 45th Floor New York, New York 10022 (212) 886-1600

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:

WELDED CONSTRUCTION, L.P., et al.,¹

Debtors.

Chapter 11

Case No. 18-12378 (KG)

(Jointly Administered)

Objection Deadline: 6/10/2019 at 4:00 p.m. (ET)

NOTICE OF SIXTH MONTHLY APPLICATION OF TENEO CAPITAL LLC FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS INVESTMENT BANKER AND FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM APRIL 1, 2019 THROUGH APRIL 30, 2019

TO: The "Notice Parties" designated in the Court's Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals, dated November 15, 2018 [Docket No. 230] (the "Administrative Order"):

PLEASE TAKE NOTICE that on May 20, 2019, the Sixth Monthly Application of Teneo Capital LLC for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Investment Banker and Financial Advisor to the Official Committee of Unsecured Creditors (the "Committee") for the Period from April 1, 2019 through April 30, 2019 ("Fee Application") was filed with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), 824 N. Market Street, Wilmington, Delaware 19801. By the Fee Application, Teneo Capital LLC ("Teneo") seeks the allowance and payment of (i) interim compensation in the amount of \$74,914.00 (80% of \$93,642.50) for professional services rendered and (ii) reimbursement of expenses incurred in the amount of \$28.11 as investment banker and financial advisor to the Committee during the period from April 1, 2019 through and including April 30, 2019.

PLEASE TAKE FURTHER NOTICE that pursuant to the Administrative Order, any objections or responses to the Fee Application must be (i) filed with the Bankruptcy Court in accordance with the Local Rules of Bankruptcy Practice and Procedure of the Bankruptcy Court on or before <u>June 10, 2019 at 4:00 p.m. (prevailing Eastern Time)</u> (the "*Objection Deadline*") and (ii) served upon, so as to be received by, (a) Teneo, (b) the undersigned counsel to the Committee, and (c) the Notice Parties prior the Objection Deadline. Copies of the Fee Application are available upon written request to the undersigned. A hearing on the Fee Application shall be held only in the event timely objections are filed.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Welded Construction, L.P. (5008) and Welded Construction Michigan, LLC (9830). The mailing address for each of the Debtors is 26933 Eckel Road, Perrysburg, OH 43551.

PLEASE TAKE FURTHER NOTICE that pursuant to the Administrative Order, in the absence of any objection or responsive papers to the Fee Application, Teneo is authorized to file a certificate of no objection with the Bankruptcy Court, after which Teneo is authorized to be paid compensation in the amount of \$74,914.00 (80% of \$93,642.50) for services rendered to the Committee and reimbursement of \$28.11 for expenses incurred on behalf of the Committee, as requested in the Fee Application. If no objection to the Fee Application is timely filed and served, Teneo is authorized to be paid 80% of the fees and 100% of the expenses not subject to such objection.

Dated: May 20, 2019 Wilmington, Delaware

BLANK ROME LLP

<u>/s/ Jose F. Bibiloni</u> Josef W. Mintz (DE No. 5644) Jose F. Bibiloni (DE No. 6261) 1201 Market Street, Suite 800 Wilmington, Delaware 19801 Telephone: (302) 425-6400 Facsimile: (302) 425-6464 Email: Mintz@BlankRome.com JBibiloni@BlankRome.com

Michael B. Schaedle (admitted *pro hac vice*) John E. Lucian (admitted *pro hac vice*) One Logan Square 130 North 18th Street Philadelphia, Pennsylvania 19103 Telephone: (215) 569-5500 Facsimile: (215) 569-5555 Email: Schaedle@BlankRome.com Lucian@BlankRome.com

Counsel to the Official Committee of Unsecured Creditors of Welded Construction, L.P., et al.

EXHIBIT A

Description of Fees & Expenses

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		Welded Const		Conital			
	Summary of S	TOTAL HOU	-	Capital			
	April 1	, 2019 through					
	<u>Wu</u>	<u>Boguslaski</u>	Stevens	Stepanyants	Messenger	<u>Jain</u>	
Category	Senior Managing Director	Senior Managing Director	Vice President	Associate	Associate	Analyst	Total
Analysis of Operating Results	-	3.0	2.0	2.5	-	-	7.5
Cash & Liquidity Analysis	-	4.5	1.5	6.0	1.5	-	13.5
Sale Process	-	-	-	-	-	-	-
Communications with Debtors & Professionals	-	6.5	3.8	6.5	3.0	-	19.8
Communications with UCC & Professionals	-	7.5	1.3	6.5	3.0	-	18.3
Bankruptcy Filings & Document Review	-	-	10.5	-	-	-	10.5
Motions / Court Hearings	-	-	-	-	-	-	-
Case Administration	-	-	-	-	-	-	-
Non-Working Travel	-	-	-	-	-	-	-
Employee Compensation Programs	-	1.0	3.5	2.0	-	-	6.5
Financing (DIP)	-	-	-	-	-	-	-
SOFA SOALS	-	-	-	-	-	-	-
Avoidance Action Analysis		7.5	20.5	21.5	11.5	-	61.0
Total Hours	-	30.0	43.1	45.0	19.0	-	137.1
Hourly Fee Rate		\$925	\$675	\$575	\$575		
Total Billings for the Application Period	-	\$27,750.00	\$29,092.50	\$25,875.00	\$10,925.00	-	93,642.50

<u>P</u>	Project: Professional:	Welded Construction Charles Boguslaski	
Date	Hours	Category	Description
4/2/2019	0.5	Communications with UCC & Professionals	Call with BR to share preliminary thoughts on solvency
4/3/2019	1.5	Avoidance Action Analysis	Analyze solvency documentation
4/3/2019	1.0	Communications with Debtors & Professionals	Weekly advisors call
4/3/2019	0.5	Cash & Liquidity Analysis	Analyze the latest weekly DIP variance reports
4/4/2019	1.0	Cash & Liquidity Analysis	Analyze February MOR
4/4/2019	0.5	Communications with UCC & Professionals	Weekly UCC call
4/8/2019	1.5	Avoidance Action Analysis	Continue analyzing solvency information compiled by BR
4/9/2019	1.0	Communications with Debtors & Professionals	Weekly advisors call
4/9/2019	0.5	Cash & Liquidity Analysis	Analyze CAT lease payoff schedule provided by Alix
4/9/2019	0.5	Communications with Debtors & Professionals	Call with Alix re equipment sale update
4/11/2019	0.5	Communications with UCC & Professionals	Update on status of CAT buyout negotiations
4/12/2019	1.0	Avoidance Action Analysis	Further analysis of solvency documents, comment on draft slides
4/12/2019	1.0	Avoidance Action Analysis	Analysis of solvency documents and further revisions to slides
4/12/2019	0.5	Communications with UCC & Professionals	Analyze latest communications and economics of the CAT buyout deal
4/13/2019	0.5	Avoidance Action Analysis	Review draft slides on solvency, provide comments
4/13/2019	1.5	Avoidance Action Analysis	Additional analysis of solvency documents
4/15/2019	0.5	Communications with UCC & Professionals	Weekly UCC call
4/14/2019	1.0	Analysis of Operating Results	Analyze the latest CAT Bill of Sale and First Amendment to Agency Agreement
4/14/2019	1.0	Employee Compensation Programs	Provide support to BR's feedback to Debtors re changes to KEIP/KERP
4/14/2019	1.5	Analysis of Operating Results	Analyze Pometti declaration in support of Sale Order
4/17/2019	1.5	Communications with Debtors & Professionals	Advisor call re Bechtel investigation
4/19/2019	0.5	Communications with UCC & Professionals	Review and analyze last minute changes to asset sale closing documents
4/22/2019	2.0	Communications with UCC & Professionals	Review and analyze GBRB agency agreement and payoff of the DIP
4/23/2019	1.0	Communications with Debtors & Professionals	Weekly advisors call
4/23/2019	1.5	Cash & Liquidity Analysis	Analysis of Alix's and Team's Viking Mat preference analysis
4/25/2019	1.0	Communications with UCC & Professionals	Weekly UCC call
4/25/2019	0.5	Communications with UCC & Professionals	Call with BR re preference analysis
4/28/2019	0.5	Analysis of Operating Results	Further analysis of preference analysis
4/29/2019	0.5	Avoidance Action Analysis	Debrief with team re preference analysis
4/29/2019	0.5	Communications with Debtors & Professionals	Call with Alix to discuss preference analysis
4/29/2019	1.0	Cash & Liquidity Analysis	Review and analyze reasonableness, scope and duration of Debtors' renewal policies
4/30/2019	0.5	Communications with UCC & Professionals	Call with BR re preference analysys conclusions
4/30/2019	1.0	Communications with Debtors & Professionals	Advisors call
4/30/2019	0.5	Communications with UCC & Professionals	Review and analyze update from BR re latest prererence settlement

Total 30.0

Pr	Project: ofessional:	Welded Construction Omar Stevens	
Date	Hours	Category	Description
4/1/2019	2.0	Avoidance Action Analysis	Analyze Debtors historical balance sheets
4/2/2019	0.5	Avoidance Action Analysis	Call with UCC Counsel (Blank Rome) re: causes of action
4/3/2019	1.0	Cash & Liquidity Analysis	Analyze revised cash flow budget
4/3/2019	0.3	Communications with UCC & Professionals	Call with UCC Coursel (Blank Rome) re: UCC weekly call agenda
4/3/2019	1.0	Communications with Debtors & Professionals	Weekly advisors call
4/4/2019	1.5	Analysis of Operating Results	Analysis on claims pool
4/4/2019	0.5	Communications with UCC & Professionals	Weekly UCC Call
4/4/2019	1.5	Bankruptcy Filings & Document Review	Analyze February MOR
4/8/2019	2.0	Avoidance Action Analysis	Additional analysis of historical project performance
4/9/2019	1.0	Bankruptcy Filings & Document Review	Analyze CAT lease schedule
4/9/2019	0.5	Communications with Debtors & Professionals	Call with Debtors FA (AlixPartners) re: CAT lease
4/9/2019	1.0	Communications with Debtors & Professionals	Weekly all-hands advisor call
4/12/2019	1.0	Avoidance Action Analysis	Additional edits to presentation re: solvency
4/13/2019	0.5	Communications with UCC & Professionals	Analyze UCC Counsel (Blank Rome) response re: CAT leases
4/13/2019	2.0	Avoidance Action Analysis	Additional analysis re: solvency
4/13/2019	0.5	Avoidance Action Analysis	Review updated presentation re: solvency
4/13/2019	1.0	Bankruptcy Filings & Document Review	Analyze CAT bill of sale
4/15/2019	0.5	Employee Compensation Programs	Analyze updated KERP participants
4/15/2019	2.0	Employee Compensation Programs	Prepare calculations anlysis of KERP payout during pendency of case
4/15/2019	1.0	Avoidance Action Analysis	Additional review presentation re: causes of action
4/16/2019	1.0	Employee Compensation Programs	Analyze redline KEIP/ KERP motion
4/17/2019	1.0	Bankruptcy Filings & Document Review	Review Debtors declaration re: CAT lease
4/17/2019	1.5	Bankruptcy Filings & Document Review	Review Debtors declaration re: CAT lease
4/22/2019	0.5	Bankruptcy Filings & Document Review	Aanlyze DIP payoff
4/23/2019	0.5	Bankruptcy Filings & Document Review	Analyze Schmid Pipeline limited objection motion re: relief automatic stay
4/23/2019	1.0	Avoidance Action Analysis	Analyze Gopher admin claim motion
4/23/2019	1.5	Avoidance Action Analysis	Analyze Debtors objection to Gopher admin cliam motion
4/24/2019	0.5	Avoidance Action Analysis	Call with Debtors FA (AlixPartners) re: preference analysis
4/24/2019	0.5	Avoidance Action Analysis	Prepare diligence work streams re: preferenece analysis
4/28/2019	2.5	Avoidance Action Analysis	Analyze Debtors vendor preference analysis
4/28/2019	1.0	Avoidance Action Analysis	Prepare preference exposure and potential settlement outcomes
4/28/2019	1.5	Bankruptcy Filings & Document Review	Analyze Debtors insurance proposals
4/28/2019	0.5	Cash & Liquidity Analysis	Aanlyze historical insurance disbursements in cash flow variance reports
4/29/2019	2.0	Avoidance Action Analysis	Additional analysis on historiical financial information
4/29/2019	0.5	Avoidance Action Analysis	Reviw and update diligence request list
4/29/2019	0.5	Communications with Debtors & Professionals	Call with Debtors FA (AlixPartners) re: continued insurance
4/29/2019	0.5	Avoidance Action Analysis	Call with Debtors FA (AlixPentners) re: preference schedule
4/29/2019	1.0	Avoidance Action Analysis	Analyze UCC Counsel (Blank Rome) memo
4/30/2019	0.5	Avoidance Action Analysis	Call with UCC Counsel (Blank Rome) re: preference analysis
4/30/2019	0.8	Communications with Debtors & Professionals	Weekly advisor conference call
4/30/2019	0.5	Bankruptcy Filings & Document Review	Aanlyze Bechtel motin re admin claims
4/30/2019	0.5	Analysis of Operating Results	Analyze equipment sale process strategy
4/30/2019	1.5	Bankruptcy Filings & Document Review	Analyze March MOR
Total	43.1		

DateHoursCategoryDescription4/120191.0Avoidance Action AnalysisContinue reviewing financial softworky documents4/220192.0Avoidance Action AnalysisContinue reviewing solvency documents4/320191.0Communications with UCC & ProfessionalsContinue reviewing solvency documents4/320191.0Cash & Liquidy AnalysisContinue reviewing solvency documentation4/320191.0Cash & Liquidy AnalysisProfessionals4/420191.0Cash & Liquidy AnalysisProfessionals4/420191.0Cash & Liquidy AnalysisProfessionals4/420191.0Cash & Liquidy AnalysisProfessionals4/420191.0Communications with UCC & ProfessionalsWeekly UCC all4/420191.0Communications with Debtors & ProfessionalsProfessionals4/420191.0Communications with Debtors & ProfessionalsProfessionals4/4202191.0Communications with Debtors & ProfessionalsProfessionals4/1202191.5Avoidance Action AnalysisContinue reviewing solvency information compiled by BR4/1202191.5Avoidance Action AnalysisContinue reviewing solvency documents in allowith analysis4/1202191.5Avoidance Action AnalysisContinue reviewing solvency documents4/1202191.5Avoidance Action AnalysisContinue reviewing solvency documents4/1202191.5Avoidance Action AnalysisContinue reviewing solvency documents4/1202191.5 <td< th=""><th></th><th>Professional:</th><th>Andriy Stepanyants</th><th></th></td<>		Professional:	Andriy Stepanyants	
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4/30/2019 1.0 Avoidance Action Analysis Review and analyze update from BR re latest prefence settlement				
Total 45.0	4/30/2019	9 1.0	Avoidance Action Analysis	Review and analyze update from BR re latest prefence settlement
	Total	45.0		

Project: Welded Construction

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Project: Welded Construction Professional: Zach Messenger

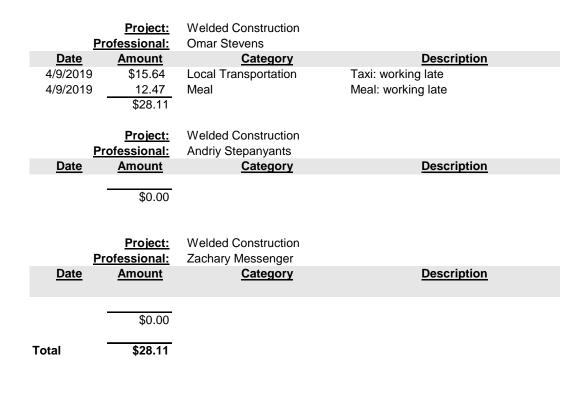
Date	Hours	<u>Category</u>	Description
4/3/2019	2.0	Avoidance Action Analysis	Solvency analysis
4/2/2019	0.5	Avoidance Action Analysis	Call with BR to share preliminary thoughts on solvency
4/3/2019	2.0	Avoidance Action Analysis	Continue reviewing solvency documentation
4/3/2019	1.5	Avoidance Action Analysis	Solvency analysis
4/3/2019	1.0	Communications with Debtors & Professionals	Weekly advisors call
4/4/2019	1.5	Cash & Liquidity Analysis	Analyze February MOR
4/4/2019	0.5	Communications with UCC & Professionals	Weekly UCC call
4/9/2019	1.0	Communications with Debtors & Professionals	Weekly advisors call
4/13/2019	2.5	Avoidance Action Analysis	Further solvency analysis
4/15/2019	0.5	Communications with UCC & Professionals	Weekly UCC call
4/14/2019	1.0	Communications with UCC & Professionals	Provide support to BR's feedback to Debtors re changes to KEIP/KERP
4/17/2019	1.5	Avoidance Action Analysis	Continue reviewing solvency documentation
4/19/2019	1.0	Avoidance Action Analysis	Continue reviewing solvency documentation
4/22/2019	0.5	Avoidance Action Analysis	Continue reviewing solvency documentation
4/23/2019	1.0	Communications with Debtors & Professionals	Weekly advisors call
4/25/2019	1.0	Communications with UCC & Professionals	Weekly UCC call
Total	19.0		

Welded Construction

Summary of Expenses Incurred by Teneo Capital

April 1, 2019 through April 30, 2019

Expense Category	Amount
Local Transportation	\$15.64
Meals	\$12.47
Total	\$28.11



CERTIFICATE OF SERVICE

I, Jose F. Bibiloni hereby certify that on May 20, 2019, I served or caused to be served the foregoing *Sixth Monthly Application of Teneo Capital LLC for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Investment Banker and Financial Advisor to the Official Committee of Unsecured Creditors for the Period from April 1, 2019 through April 30, 2019*, including notice thereof, upon the following persons via U.S. first-class mail, postage fully pre-paid:

WELDED CONSTRUCTION, L.P. ET AL. Attn: Frank A. Pometti, Chief Restructuring Officer 26933 Eckel Road Perrysburg, Ohio 43551

OFFICE OF THE UNITED STATES TRUSTEE FOR THE DISTRICT OF DELAWARE Attn: Jaclyn Weissgerber, Esq. and Jane M. Leamy, Esq. J. Caleb Boggs Federal Building, Room 2207 844 North King Street Wilmington, Delaware 19801 YOUNG CONAWAY STARGATT & TAYLOR, LLP Attn: Tara C. Pakrouh, Esq. Rodney Square 1000 North King Street Wilmington, Delaware 19801

GIBSON, DUNN & CRUTCHER LLP Attn: Michael A. Rosenthal, Esq. and Matthew K. Kelsey, Esq. 200 Park Avenue New York, New York 10166

/s/ Jose F. Bibiloni Jose F. Bibiloni (DE No. 6261)