IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

Case No.: 21-11001 (JTD)

In re: Chapter 11 (Subchapter V)

Debtor. Ref. No. 13

SHARITY MINISTRIES, INC., 1

otor. Rei. No.

CERTIFICATION OF COUNSEL

I, Nicolas E. Jenner, proposed counsel to the above-captioned debtor and debtor in possession (the "<u>Debtor</u>") hereby certify as follows to the best of my knowledge, information and belief:

- 1. On July 8, 2021 (the "<u>Petition Date</u>"), the Debtor filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* in the United States Bankruptcy Court for the District of Delaware (the "<u>Court</u>").
- 2. On the Petition Date, the Debtor filed the Debtor's Motion for Entry of an Order (I) Authorizing the Debtor to Reject Certain Executory Contracts Nunc Pro Tunc to the Petition Date or Later Specified Rejection Date; and (II) Granting Certain Related Relief [D.I. 13] (the "Motion").
- 3. On July 29, 2021, the United States Trustee filed the *United States Trustee's Omnibus Objection and Request for Adjournment Concerning Certain Second Day Motions and Reservation of Rights as to all Other Motions* [D.I. 78] (the "<u>UST's Objection</u>"). The Debtor also received informal comments on the proposed form of order from the United States Trustee (the "<u>UST's Informal Comments</u>," collectively with the UST's Objection, the "<u>UST's Response</u>").

{1325.002-W0065716.}

¹ The last four digits of the Debtor's federal tax identification number is 0344. The Debtor's mailing address is 821 Atlanta Street, Suite 124, Roswell, GA 30075.

4. On July 29, 2021, the Aliera Companies filed the Limited Objection of the Aliera

Companies to Debtor's Motion for Entry of an Order (I) Authorizing the Debtor to Reject

Certain Executory Contracts Nunc Pro Tunc to the Petition Date or Later Specified Rejection

Date; and (II) Granting Certain Related Relief [D.I. 81] (the "Aliera Objection", and together

with the UST's Response, the "Responses")

5. To resolve the Responses, the Debtor has revised the proposed form of order (the

"Revised Order"), a copy of which is attached hereto as **Exhibit A**. A copy of the Revised Order

compared against the proposed order attached to the Motion is attached hereto as Exhibit B.

The UST, Subchapter V Trustee and the Aliera Companies have no objection to the entry of the

Revised Order. In accordance with the Court's electronic order processing procedures, a clean

copy of the Revised Order shall be uploaded to CM/ECF.

6. Accordingly, the Debtor respectfully requests that the Court enter the Revised

Order at its earliest convenience.

Dated: August 19, 2021

Wilmington, Delaware

LANDIS RATH & COBB LLP

/s/ Nicolas E. Jenner

Adam G. Landis (No. 3407)

Matthew B. McGuire (No. 4366)

Nicolas E. Jenner (No. 6554)

919 Market Street, Suite 1800

Wilmington, Delaware 19801

Telephone: (302) 467-4400

Facsimile: (302) 467-4450

Email: landis@lrclaw.com

mcguire@lrclaw.com

jenner@lrclaw.com

-and-

BAKER & HOSTETLER LLP

Jorian L. Rose (Admitted *pro hac vice*) Jason I. Blanchard (Admitted *pro hac vice*) Elyssa S. Kates (Admitted *pro hac vice*) 45 Rockefeller Plaza New York, New York 10111

Telephone: (212) 589-4200 Facsimile: (212) 589-4201 Email: jrose@bakerlaw.com jblanchard@bakerlaw.com ekates@bakerlaw.com

Andrew V. Layden (Admitted *pro hac vice*) SunTrust Center, Suite 2300 200 South Orange Avenue Orlando, FL 32801-3432 Telephone: 407) 649-4000

Facsimile: (407) 841-0168 Email: alayden@bakerlaw.com

Counsel for the Debtor and Debtor-in-Possession