

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

SUGARFINA, INC., *et al.*,

Debtors.

Chapter 11

Case No. 19-11973 (MFW)
(Jointly Administered)

Ref. Docket No. 141

**CERTIFICATION OF COUNSEL REGARDING APPLICATION
FOR ENTRY OF AN ORDER AUTHORIZING AND APPROVING
THE EMPLOYMENT OF FORCE 10 PARTNERS LLC AS FINANCIAL
ADVISOR EFFECTIVE *NUNC PRO TUNC* TO THE PETITION DATE**

The undersigned hereby certifies as follows:

1. On September 24, 2019, the above-captioned Debtors filed the *Application an Order Authorizing the Retention and Employment of Force 10 Partners LLC as Financial Advisor Effective Nunc Pro Tunc to the Petition Date* (the “Application”) [D.I. 140] with the United States Bankruptcy Court for the District of Delaware (the “Court”).
2. The Debtors have received informal comments from the United States Trustee with regard to the relief sought in the Application.
3. The Debtors have discussed the informal comments with the United States Trustee, and the parties have reached a resolution.
4. Force 10 Partners LLC searched the identical list of parties used by Shulman Hodges & Bastian LLP and Morris James LLP in conducting their conflict search.
5. The Debtors request that the Court enter the proposed order attached hereto as Exhibit A (the “Order”). A redline comparing the Order to the order as filed with the Motion is attached as Exhibit B.

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6. The undersigned counsel is available should the Court have any concerns with respect to the foregoing, and respectfully requests that the Court enter the Order at its earliest convenience.

DATED: October 9, 2019

MORRIS JAMES LLP

/s/ Brya M. Keilson

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