

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

In re:

SHARITY MINISTRIES, INC.,

Debtor.

Chapter 11 (Subchapter V)

Case No. 21-11001 (JTD)

**Objection Deadline: October 22, 2021 at 4:00 p.m. (ET)**

**Hearing Date: November 9, 2021 at 1:00 p.m. (ET)**

**MOTION OF BURR & FORMAN LLP TO WITHDRAW  
AS COUNSEL TO THE ALIERA COMPANIES**

Burr & Forman LLP (“Burr & Forman”) hereby moves (the “Motion”) pursuant to Rule 9010-2(b) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), Rule 1.16(b) of the ABA Model Rules of Professional Conduct (the “ABA Rules”), and Rule 1.16(b) of the Delaware Lawyers’ Rules of Professional Conduct (the “Delaware Rules”) for entry of an order permitting Burr & Forman to withdraw its appearance as counsel for USA Benefits & Administrators, LLC (“USA Benefits”), Tactic Edge Solutions, LLC (“Tactic Edge”), Advevo, LLC (“Advevo”) and Ensurian Agency, LLC (“Ensurian”, and collectively with USA Benefits, Tactic Edge and Advevo, the “Aliera Companies”). In support of this Motion, Burr & Forman states as follows:

**JURISDICTION**

1. On July 8, 2021 (the “Petition Date”), Sharity Ministries, Inc. f/k/a Trinity Healthshare, Inc. (the “Debtor”) filed a voluntary petition for relief under subchapter V of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware (the “Court”).

2. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue

over the Debtors' chapter 11 cases and this Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409 08.

3. The bases for relief requested herein are Local Rule 9010-2(b), ABA Rule 1.16(b) and Delaware Rule 1.16(b).

**BASIS FOR RELIEF REQUESTED**

4. Local Rule 9010-2(b)(ii) provides that an "attorney may withdraw an appearance for a party without the Court's permission . . . (ii) when the party (a) has no controversy pending before the Court and (b) the attorney certifies that the party consents to withdrawal of counsel.

5. In the present circumstance, the undersigned certifies that the Alieria Companies have consented to Burr & Forman's withdrawal as counsel. Furthermore, there is no active controversy pending before this Court to which the Alieria Companies are parties.

6. Notwithstanding the foregoing, out of an abundance of caution (and due to interactions with the Debtor regarding the Alieria Companies' production of documents), Burr & Forman has filed this motion in order to provide notice to all parties in interest.

7. Even to the extent that Court approval were required, grounds exist to permit Burr & Forman's withdrawal. Rule 61 of the Rules of the Supreme Court of the State of Delaware provides that the Delaware Lawyer's Rule of Professional Conduct govern the conduct of members of the Bar of this State. Supr. Ct. R. 61. Delaware Rule 1.16(b) permits a lawyer to withdraw from representing a client if certain circumstances exist giving the lawyer good cause to withdrawal. Del. R. Prof. Cond. 1.16(b). ABA Rule 1.16(b) mirrors the language in Delaware 1.16(b).

8. Burr & Forman seeks leave from this Court to withdrawal as counsel for the Alieria Companies because Burr & Forman believes Delaware and ABA Rules 1.16(b) permits its withdrawal (e.g., "a lawyer may withdraw if "the representation will result in an unreasonable

financial burden on the lawyer or has been rendered unreasonably difficult by the client.” Rule 1.16(b)(6)).

**WHEREFORE**, Burr and Forman respectfully request that the Court grant the relief requested herein and such other and further relief as it deems proper.

Dated: October 8, 2021

**BURR & FORMAN LLP**

/s/ J. Cory Falgowski  
J. Cory Falgowski (DE Bar No. 4546)  
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-and-

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*Counsel to USA Benefits & Administrators, LLC,  
Tactic Edge Solutions, LLC, Advevo, LLC and  
Ensurian Agency, LLC*

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

In re:

SHARITY MINISTRIES, INC.,

Debtor.

Chapter 11 (Subchapter V)

Case No. 21-11001 (JTD)

**ORDER PERMITTING BURR & FORMAN LLP  
TO WITHDRAW AS COUNSEL TO THE ALIERA COMPANIES**

Upon consideration of the motion (the "Motion") of Burr & Forman LLP to withdraw as counsel for USA Benefits & Administrators, LLC ("USA Benefits"), Tactic Edge Solutions, LLC ("Tactic Edge"), Advevo, LLC ("Advevo") and Ensurian Agency, LLC ("Ensurian", and collectively with USA Benefits, Tactic Edge and Advevo, the "Aliera Companies"), pursuant to Local Rule 9010-2, ABA Rule 1.16(b), and Delaware Rule 1.16(b); and adequate notice of the Motion having been given; and it appearing that no other or further notice is necessary; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having determined that consideration of the Motion is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief requested in the Motion; and after due deliberation;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. Burr & Forman LLP is permitted to withdraw as counsel to the Aliera

Companies.

Dated: \_\_\_\_\_, 2021

\_\_\_\_\_  
The Honorable John T. Dorsey  
United States Bankruptcy Judge

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

In re:  SHARITY MINISTRIES, INC.,  Debtor.	Chapter 11 (Subchapter V)  Case No. 21-11001 (JTD)  <b>Objection Deadline: October 22, 2021 at 4:00 p.m. (ET)</b> <b>Hearing Date: November 9, 2021 at 1:00 p.m. (ET)</b>
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**NOTICE OF MOTION**

To: USA Benefits & Administrators, LLC, Tactic Edge Solutions, LLC, Advevo, LLC, Ensurian Agency, LLC, c/o Alera Companies, P.O. Box 28220, Atlanta, GA 30328 (**Via Certified Mail**), pursuant to Del. Bankr. L.R. 9010-2(b); and Debtors' Counsel, Counsel for the Official Committee of Unsecured Creditors, the United States Trustee and all other parties directly affected by this motion.

Burr & Forman LLP ("Burr and Forman") filed its Motion to Withdraw as Counsel to USA Benefits & Administrators, LLC ("USA Benefits"), Tactic Edge Solutions, LLC ("Tactic Edge"), Advevo, LLC ("Advevo") and Ensurian Agency, LLC ("Ensurian", and collectively with USA Benefits, Tactic Edge and Advevo, the "Alera Companies"), which seeks entry of an order allowing Burr & Forman to withdraw its appearance as counsel for the Alera Companies, pursuant to 9010-2(b) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, Rule 1.16(b) of the ABA Model Rules of Professional Conduct, and Rule 1.16(b) of the Delaware Lawyers' Rules of Professional Conduct.

You are required to file a response to the attached motion on or before **October 22, 2021 at 4:00 p.m. (ET)**.

A HEARING ON THE MOTION WILL BE HELD ON **NOVEMBER 9, 2021 AT 1:00 P.M. (ET)** BEFORE THE HONORABLE JOHN T. DORSEY, IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 NORTH MARKET STREET, 5<sup>TH</sup> FLOOR, COURTROOM NO. 5, WILMINGTON, DELAWARE 19801.

At the same time, you must also serve a copy of the response upon Movant's attorney:

J. Cory Falgowski  
Burr & Forman LLP  
1201 N. Market Street, Suite 1407  
Wilmington, DE 19801

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF DEMANDED BY THE MOTION WITHOUT FURTHER NOTICE OR HEARING.

Dated: October 8, 2021

**BURR & FORMAN LLP**

/s/ J. Cory Falgowski  
J. Cory Falgowski (DE Bar No. 4546)  
1201 N. Market Street, Suite 1407  
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-and-

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*Counsel to USA Benefits & Administrators, LLC,  
Tactic Edge Solutions, LLC, Advevo, LLC and  
Ensurian Agency, LLC*

**CERTIFICATE OF SERVICE**

I, J. Cory Falgowski, do hereby certify that on this 8th day of October, 2021, that a copy of the *Motion of Burr & Forman LLP to Withdraw as Counsel to the Alera Companies* was served electronically upon all parties in the electronic filing system in this case and below via electronic mail upon the following:

**Via Electronic Mail**

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(Subchapter V Trustee)

**Via Certified Mail**

USA Benefits & Administrators, LLC  
Tactic Edge Solutions, LLC  
Advevo, LLC  
Ensurian Agency, LLC  
c/o Alera Companies  
P.O. Box 28220  
Atlanta, GA 30328

/s/ J. Cory Falgowski  
J. Cory Falgowski (No. 4546)