

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

In re:	Chapter 11
FULCRUM BIOENERGY, INC., <i>et al.</i> , ¹	Case No. 24-12008 (TMH)
Debtors.	(Jointly Administered)
	Obj. Deadline: April 9, 2025 at 4:00 p.m. (ET)

**SUMMARY OF FOURTH MONTHLY APPLICATION OF MORRIS JAMES LLP,
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR
THE PERIOD FROM FEBRUARY 1, 2025 THROUGH FEBRUARY 28, 2025**

Name of Applicant	<u>Morris James LLP</u>
Authorized to provide professional services to:	<u>Official Committee of Unsecured Creditors of Fulcrum BioEnergy, Inc., <i>et al.</i></u>
Date of retention order:	<u>October 22, 2024 <i>nunc pro tunc</i> to September 23, 2024</u>
Period for which compensation and reimbursement sought:	<u>February 1, 2025 through February 28, 2025</u>
Compensation sought as actual, reasonable, and necessary:	<u>\$9,149.60 (80% of \$11,437.00)</u>
Expense reimbursement sought as actual, reasonable, and necessary:	<u>\$11.35</u>
This is a(n):	<u> X </u> monthly <u> </u> interim <u> </u> final

¹ The debtors and debtors in possession in these chapter 11 cases, along with each debtor's federal tax identification numbers are: Fulcrum BioEnergy, Inc. (3733); Fulcrum Sierra BioFuels, LLC (1833); Fulcrum Sierra Finance Company, LLC (4287); and Fulcrum Sierra Holdings, LLC (8498). The location of the Debtors' service address is: Fulcrum BioEnergy Inc., P.O. Box 220 Pleasanton, CA 94566. All Court filings can be accessed at: <https://www.veritaglobal.net/Fulcrum>.



Previous Applications:

Monthly Fee Application Filing Date & Docket No.	Period Covered	Total Fees Requested	Total Expenses Requested	CNO Filing Date & Docket No.	Amount of Fees Authorized to be Paid	Amount of Expenses Authorized to be Paid
11/22/2024 [D.I. 284]	September 23, 2024 – October 31, 2024	\$98,769.00	\$2,557.64	12/9/2024 [D.I. 307]	\$98,769.00	\$2,557.64
12/13/2024 [D.I. 313]	November 1, 2024 – November 30, 2024	\$28,247.50	\$357.70	12/30/2024 [D.I. 340]	\$28,247.50	\$357.70
2/24/2025 [D.I. 443]	December 1, 2024 – January 31, 2025	\$45,603.00	\$643.66	3/6/2025 [D.I. 466]	\$36,482.40	\$643.66
TOTALS		\$172,619.50	\$3,559.00		\$163,498.90	\$3,559.00

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

In re:

FULCRUM BIOENERGY, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-12008 (TMH)

(Jointly Administered)

Obj. Deadline: April 9, 2025 at 4:00 p.m. (ET)

**FOURTH MONTHLY APPLICATION OF MORRIS JAMES LLP,
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM FEBRUARY 1, 2025 THROUGH FEBRUARY 28, 2025**

Morris James LLP ("Morris James"), Counsel to the Official Committee of Unsecured Creditors (the "Committee") of Fulcrum BioEnergy, Inc., the above-captioned debtors (the "Debtors"), hereby submits its monthly fee application (the "Application") pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§101 et seq., as amended (the "Bankruptcy Code") for allowance of compensation in the amount of \$11,437.00 and reimbursement of expenses in the amount \$11.35 for the period from February 1, 2025 through February 28, 2025 (the "Compensation Period"), and in support thereof, Morris James respectfully represents as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §1334. This is a core proceeding pursuant to 28 U.S.C. §157(b)(2)(A) and (B).

¹ The debtors and debtors in possession in these chapter 11 cases, along with each debtor's federal tax identification numbers are: Fulcrum BioEnergy, Inc. (3733); Fulcrum Sierra BioFuels, LLC (1833); Fulcrum Sierra Finance Company, LLC (4287); and Fulcrum Sierra Holdings, LLC (8498). The location of the Debtors' service address is: Fulcrum BioEnergy Inc., P.O. Box 220 Pleasanton, CA 94566. All Court filings can be accessed at: <https://www.veritaglobal.net/Fulcrum>.

2. Venue of this proceeding and this Application is proper in this District pursuant to 28 U.S.C. §§1408 and 1409.

3. The statutory predicate for the relief sought herein is sections 1103 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Rule 2016-2.

BACKGROUND

4. On September 9, 2024, (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code (collectively the “Chapter 11 Cases”). The Chapter 11 Cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b).

5. The Debtors have continued in the possession of its property and has continued to operate and manage its business as Debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Chapter 11 Cases.

6. On September 19, 2024, the United States Trustee for the District of Delaware (the “United States Trustee”) filed its *Notice of Appointment* [Docket No. 74] of the five (5) member Committee pursuant to section 1102(a)(1) of the Bankruptcy Code.² On September 21, 2024, the Committee selected Eversheds to serve as counsel to the Committee and Dundon Advisors, LLC (“Dundon”) to serve as its financial advisor. On September 23, 2024, the Committee selected Morris James LLP (“Morris James”) to serve as its co-counsel.

7. On September 24, 2024, the Debtors filed its *Debtors’ Motion for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* (the “Interim Compensation Motion”) [Docket No. 90], and on October 15, 2024

² The Committee members are the following: (1) Linde Inc.; (2) Johnson Matthey Davy Technologies Ltd.; (3) Washington Mills Electro Minerals Corporation; (4) Aquatech International, LLC; and (5) Apex Grading and Paving.

the Court entered an Order approving the Interim Compensation Motion (the “Interim Compensation Order”) [Docket No. 170].

8. On October 4, 2024, the Committee filed the *Application for Entry of an Order Authorizing the Retention and Employment of Morris James LLP as Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to September 23, 2024* (the “Retention Application”) [Docket No. 107]. On October 15, 2024, the Court entered an order approving the Retention Application, *Nunc Pro Tunc* to September 23, 2024 [Docket No. 187].

9. A chart detailing the fees during the Compensation Period, by professional and by category and a full and detailed statement describing the services rendered during the Compensation Period, by each professional and paraprofessional at Morris James are both attached as **Exhibit A**.

10. The total sum due to Morris James for professional services rendered on behalf Committee during for the Compensation Period is \$11,437.00 Morris James submits that the professional services it rendered on behalf of the Committee during this time were reasonable and necessary.

11. Morris James incurred \$11.35 of expenses during the Compensation Period. A chart detailing the specific disbursements is attached hereto as **Exhibit B**.

12. The undersigned hereby attests that he has reviewed the requirements of Local Rule 2016-1 and this Application conforms to such requirements, including that travel time was not billed at more than half rate and copying charges were only \$.10 per page.

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WHEREFORE, Morris James hereby requests pursuant to the procedures allowed in the Interim Compensation Order: (i) interim allowance of compensation for necessary and valuable professional services rendered to the Committee in the amount of \$11,437.00 and reimbursement of expenses in the amount of \$11.35 for the period from February 1, 2025 through February 28, 2025; (ii) payment in the total amount of \$9,160.95 (representing 80% of the total fees (\$9,149.60) billed and 100% of the expenses (\$11.35) incurred during the Compensation Period); and (iii) such other relief as this Court deems just and proper.

Dated: March 26, 2025

MORRIS JAMES LLP

/s/ Jeffrey R. Waxman

Jeffrey R. Waxman (DE Bar No. 4159)

Eric J. Monzo (DE Bar No. 5214)

Christopher M. Donnelly (DE Bar No. 7149)

500 Delaware Avenue, Suite 1500

Wilmington, DE 19801

Telephone: (302) 888-6800

jwaxman@morrisjames.com

emonzo@morrisjames.com

cdonnelly@morrisjames.com

*Counsel to the Official Committee of
Unsecured Creditors*

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

In re:

FULCRUM BIOENERGY, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-12008 (TMH)

(Jointly Administered)

Obj. Deadline: April 9, 2025 at 4:00 p.m. (ET)

**NOTICE OF FOURTH MONTHLY APPLICATION OF MORRIS JAMES LLP,
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM FEBRUARY 1, 2025 THROUGH FEBRUARY 28, 2025**

PLEASE TAKE NOTICE that on March 26, 2025, Morris James LLP filed its Fourth Monthly Application (the “Application”) seeking compensation for services rendered and reimbursement of expenses incurred as Counsel to the Official Committee of Unsecured Creditors appointed in the above-referenced bankruptcy case (the “Committee”) for the period from February 1, 2025 through February 28, 2025 with the United States Bankruptcy Court for the District of Delaware (the “Court”).

If you object to the relief sought by the Application, you are required to file a response to the Application, on or before **April 9, 2025 at 4:00 p.m. (ET)**. At the same time, you must also serve a copy of the response upon undersigned counsel to the Committee.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THEN 80% OF FEES AND 100% OF THE EXPENSES REQUESTED IN THE APPLICATION MAY BE PAID PURSUANT TO THE INTERIM COMPENSATION ORDER WITHOUT FURTHER HEARING OR ORDER OF THE COURT.

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

Dated: March 26, 2025

MORRIS JAMES LLP

/s/ Jeffrey R. Waxman

Jeffrey R. Waxman (DE Bar No. 4159)

Eric J. Monzo (DE Bar No. 5214)

Christopher M. Donnelly (DE Bar No. 7149)

500 Delaware Avenue, Suite 1500

Wilmington, DE 19801

Telephone: (302) 888-6800

jwaxman@morrisjames.com

emonzo@morrisjames.com

cdonnelly@morrisjames.com

*Counsel to the Official Committee of Unsecured
Creditors*

EXHIBIT A

Compensation By Category – Fourth Monthly Compensation Period

Project Category	Total Hours	Total Fees
B110 Case Administration	1.10	\$686.00
B140 Relief from Stay/Adequate Protection Proceedings	0.30	\$273.00
B150 Meetings/Communications with Committee and/or Creditors	1.60	\$1,310.50
B165 Retention Applications (Others)	1.70	\$840.00
B170 Fee Applications (MJ)	4.10	\$2,471.00
B175 Fee Applications (Others)	3.90	\$2,131.50
B185 Assumption/Rejection of Leases and Contracts	0.60	\$283.50
B320 Plan and Disclosure Statement	3.90	\$3,441.50
Totals	17.20	\$11,437.00

Timekeeper Summary – Fourth Monthly Compensation Period

Timekeeper	Position	Rate	Hours	Amount
Jeffrey R. Waxman	Member of the Delaware Bar since 2001; Partner in Bankruptcy Department since 2009	\$910.00	8.60	\$7,826.00
Eric J. Monzo	Member of the Delaware Bar since 2008; Partner in Bankruptcy Department since 2014	\$905.00	0.50	\$452.50
Christopher M. Donnelly	Member of the Delaware Bar since 2023; Associate in Bankruptcy Department since 2023	\$425.00	1.00	\$425.00
Stephanie A. Lisko	Paralegal in Bankruptcy Department since 2020	\$385.00	0.70	\$269.50
Douglas J. Depta	Paralegal in Bankruptcy Department since 2020	\$385.00	6.40	\$2,464.00
Totals			17.20	\$11,437.00
Blended Rate \$664.94				

Morris James^{L L P}

500 Delaware Avenue, Suite 1500
P. O. Box 2306
Wilmington, Delaware 19899-2306
(302) 888-6800
Facsimile (302) 571-1750
Federal Tax I.D. 51-0023480

Official Committee of Unsecured Creditors of Fulcrum BioEner
Committee Chairperson: Ryan Berindean
ryan@apexgp.net
Apex Grading
PO Box 1904
Reno, NV 89511

March 26, 2025
Invoice 613363

Matter Name: Fulcrum BioEnergy, Inc.; Case No. 24-12008
Matter Number: 144735-0001
Attorney: Jeffrey R. Waxman

For Professional Services through February 28, 2025

Fees	\$11,437.00
Disbursements	\$11.35
Total Charges	\$11,448.35

Fee Recap

		Hours	Rate/Hours	Amount
Eric J. Monzo	Partner	0.50	905.00	452.50
Jeffrey R. Waxman	Partner	8.60	910.00	7,826.00
Christopher M. Donnelly	Associate	1.00	425.00	425.00
Douglas J. Depta	Paralegal	6.40	385.00	2,464.00
Stephanie A. Lisko	Paralegal	0.70	385.00	269.50
Totals		17.20		11,437.00

Matter Number: 144735-0001

03/26/25

Page 2

Services by Task Code

		Hours	Amount
B110	Case Administration	1.10	686.00
B140	Relief from Stay/Adequate Protection Proceedings	0.30	273.00
B150	Meetings/Communications with Committee and/or Creditors	1.60	1,310.50
B165	Retention Applications (Others)	1.70	840.00
B170	Fee Applications (MJ)	4.10	2,471.00
B175	Fee Applications (Others)	3.90	2,131.50
B185	Assumption/Rejection of Leases and Contracts	0.60	283.50
B320	Plan and Disclosure Statement	3.90	3,441.50
Totals		17.20	\$11,437.00

Fees

Date	Atty	Description	Hours	Rate	Amount
B110 Case Administration					
02/03/25	SAL	Review agenda cancelling February 5 hearing, email J. Waxman re same, and update case calendar.	0.10	385.00	38.50
02/03/25	JZW	Review agenda.	0.10	910.00	91.00
02/04/25	SAL	Review relevant pleadings filed and update critical dates, case calendar, and folder.	0.20	385.00	77.00
02/06/25	SAL	Review relevant pleadings filed and update case folder.	0.10	385.00	38.50
02/18/25	SAL	Review relevant pleadings filed and update critical dates, case calendar, and folder.	0.10	385.00	38.50
02/19/25	SAL	Review motion to abandon equity interests, circulate to J. Waxman, and update critical dates, case calendar and folder.	0.10	385.00	38.50
02/19/25	JZW	Review motion to abandon equity interests in non-debtor sub.	0.20	910.00	182.00
02/25/25	JZW	Review monthly operating reports.	0.20	910.00	182.00
Task Code Subtotal			1.10		686.00
B140 Relief from Stay/Adequate Protection Proceedings					
02/27/25	JZW	Review relief from stay.	0.30	910.00	273.00
Task Code Subtotal			0.30		273.00
B150 Meetings/Communications with Committee and/or Creditors					
02/02/25	JZW	Review Committee update.	0.10	910.00	91.00
02/03/25	JZW	Review emails re Committee update.	0.20	910.00	182.00
02/05/25	JZW	Review email and attachments from S. Alifarag in anticipation of committee call (.5); attend committee call	0.90	910.00	819.00

Matter Number: 144735-0001

03/26/25

Page 3

Date	Atty	Description	Hours	Rate	Amount
		(.4).			
02/05/25	CMD	Weekly committee call.	0.30	425.00	127.50
02/05/25	JZW	Review Committee update.	0.10	910.00	91.00
Task Code Subtotal			1.60		1,310.50
B165 Retention Applications (Others)					
02/20/25	CMD	Emails with J. Kimble re supplemental declaration in support of Eversheds retention.	0.20	425.00	85.00
02/20/25	DJD	Review, update and file third supplemental declaration re Eversheds application, draft COS, email counsel for service, arrange mail service, and update case folder.	0.70	385.00	269.50
02/20/25	CMD	Review supplemental declaration in support of Evershed's retention (.3); emails with D. Depta and finalize re same (.2).	0.50	425.00	212.50
02/20/25	JZW	Review supplemental declaration of T. Meyers and related emails re filing of same.	0.30	910.00	273.00
Task Code Subtotal			1.70		840.00
B170 Fee Applications (MJ)					
02/18/25	JZW	Review and revise fee application and emails to and from D. Depta re same.	0.60	910.00	546.00
02/19/25	DJD	Further review and update Jan invoice and emails internally re updates.	0.30	385.00	115.50
02/19/25	DJD	Update combined third monthly application and emails with J. Waxman.	0.60	385.00	231.00
02/19/25	JZW	Review draft fee application and emails to and from D. Depta re Morris James combined monthly fee application.	0.40	910.00	364.00
02/20/25	JZW	Review fee application and emails to and from D. Depta re same.	0.50	910.00	455.00
02/24/25	DJD	Update and file third monthly application, email counsel for service, and update case folder and calendar.	0.40	385.00	154.00
02/24/25	JZW	Emails to and from S. Alifrag re monthly fee applications and emails to and from D. Depta re same (.1); review same for filing and emails from D. Depta re filed fee applications (.1).	0.20	910.00	182.00
02/26/25	DJD	Begin drafting second interim application.	1.10	385.00	423.50
Task Code Subtotal			4.10		2,471.00
B175 Fee Applications (Others)					
02/02/25	SAL	Email from co-counsel and E. Monzo re combined monthly fee applications and target for filing same and update case calendar.	0.10	385.00	38.50
02/02/25	JZW	Review emails from Committee professionals re fee applications.	0.10	910.00	91.00
02/21/25	JZW	Emails to and from Committee professionals re filing of monthly fee applications.	0.20	910.00	182.00
02/24/25	DJD	Review, update, and file Eversheds third monthly application, email counsel for service, and update case folder and calendar.	1.10	385.00	423.50

Matter Number: 144735-0001

03/26/25

Page 4

Date	Atty	Description	Hours	Rate	Amount
02/24/25	DJD	Review, update, and file Dundon third monthly application, email counsel for service, and update case folder and calendar.	1.00	385.00	385.00
02/24/25	JZW	Emails to and from S. Alifarag re monthly fee applications for Eversheds and Dundon (.2); emails to and from D. Depta re same (.2); review same for filing and emails from D. Depta re filed fee applications (.4).	0.80	910.00	728.00
02/25/25	JZW	Review emails from D. Depta and J. Kimble re fee application.	0.10	910.00	91.00
02/26/25	DJD	Begin draft fourth monthly application.	0.40	385.00	154.00
02/26/25	DJD	Emails with UST re LEDES data.	0.10	385.00	38.50
Task Code Subtotal			3.90		2,131.50
B185 Assumption/Rejection of Leases and Contracts					
02/05/25	JZW	Review exhibit of executory contracts and leases.	0.10	910.00	91.00
02/18/25	DJD	Review and update Jan invoice and emails internally re updates.	0.50	385.00	192.50
Task Code Subtotal			0.60		283.50
B320 Plan and Disclosure Statement					
02/01/25	JZW	Review comments to Plan re cash forecast.	0.10	910.00	91.00
02/02/25	JZW	Review emails re various comments to Plan re Disclosure Statement/Plan.	0.20	910.00	182.00
02/03/25	EJM	Review disclosure statement.	0.50	905.00	452.50
02/03/25	JZW	Review updated version of Plan and Disclosure Statement and related emails regarding comments to same.	0.60	910.00	546.00
02/04/25	JZW	Review emails regarding comments to Plan.	0.30	910.00	273.00
02/04/25	JZW	Review motion to shorten notice of disclosure statement and order approving same.	0.10	910.00	91.00
02/04/25	JZW	Review notice of disclosure statement re hearing.	0.10	910.00	91.00
02/05/25	JZW	Review Plan exhibit.	0.10	910.00	91.00
02/14/25	JZW	Review solicitation motion and related email.	0.80	910.00	728.00
02/15/25	JZW	Review proposed revisions to solicitation motion and related emails.	0.50	910.00	455.00
02/17/25	DJD	Review motion to approve disclosure statements, email J. Waxman, and update case folder.	0.20	385.00	77.00
02/18/25	JZW	Emails from Debtor's and Lender's counsel re underlying information for Disclosure Statement.	0.10	910.00	91.00
02/28/25	JZW	Review UST informal comments to Plan and related emails.	0.30	910.00	273.00
Task Code Subtotal			3.90		3,441.50
Sub-Total Fees:					11,437.00

For Disbursements through February 28, 2025

Disbursements

Matter Number: 144735-0001

03/26/25

Page 5

Date	Description	Amount
	Postage	8.85
	Reproduction	2.50
Total Disbursements		11.35
Total Services and Disbursements this period		\$11,448.35
Balance Due		\$11,448.35

EXHIBIT B

Summary of Expenses – Fourth Monthly Compensation Period

	Total
Postage	\$8.85
Reproduction	\$2.50
TOTAL:	\$11.35

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

In re:

FULCRUM BIOENERGY, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-12008 (TMH)

(Jointly Administered)

**DECLARATION OF JEFFREY R. WAXMAN REGARDING FOURTH MONTHLY
APPLICATION OF MORRIS JAMES LLP, AS COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
FROM FEBRUARY 1, 2025 THROUGH FEBRUARY 28, 2025**

STATE OF DELAWARE :
 :
COUNTY OF NEW CASTLE :
 :

SS

I, Jeffrey R. Waxman, after being sworn according to law, deposes and says:

a) I am a partner of the firm Morris James LLP.

b) I have personally performed or am familiar with the services rendered by Morris James LLP, as Counsel to the Official Committee of Unsecured Creditors.

c) I have reviewed the foregoing Fee Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Local Rule 2016-2, and submit that the Fee Application complies with such Rule.

Dated: March 26, 2025

/s/ Jeffrey R. Waxman
Jeffrey R. Waxman (DE Bar No. 4159)

¹ The debtors and debtors in possession in these chapter 11 cases, along with each debtor's federal tax identification numbers are: Fulcrum BioEnergy, Inc. (3733); Fulcrum Sierra BioFuels, LLC (1833); Fulcrum Sierra Finance Company, LLC (4287); and Fulcrum Sierra Holdings, LLC (8498). The location of the Debtors' service address is: Fulcrum BioEnergy Inc., P.O. Box 220 Pleasanton, CA 94566. All Court filings can be accessed at: <https://www.veritaglobal.net/Fulcrum>.

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

In re:

FULCRUM BIOENERGY, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-12008 (TMH)

(Jointly Administered)

CERTIFICATE OF SERVICE

I hereby certify that on this 26th day of March, 2025, I caused to be filed with the Court electronically, and I caused to be served a true and correct copy of the *Fourth Monthly Application of Morris James LLP, as Counsel to the Official Committee of Unsecured Creditors, for Allowance of Compensation and Reimbursement of Expenses for the Period From February 1, 2025 through February 28, 2025* upon the parties that are registered to receive notice via the Court's CM/ECF notification system, and an additional service was competed via electronic mail on the parties listed on the attached service list.

/s/ Jeffrey R. Waxman

Jeffrey R. Waxman (DE Bar No. 4159)

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Service List

Robert J. Dehney, Sr., Esq.
Curtis S. Miller, Esq.
Daniel B. Butz, Esq.
Clint M. Carlisle, Esq.
Avery Jue Meng, Esq.
Morris, Nichols, Arsht & Tunnell LLP
1201 North Market Street, 16th Floor
Wilmington, DE 19801
rdehney@morrisnichols.com
cmiller@morrisnichols.com
dbutz@morrisnichols.com
ccarlisle@morrisnichols.com
ameng@morrisnichols.com

Counsel for the Debtors

Rosa Sierra-Fox, Esq.
Office of the United States Trustee
for the District of Delaware
Caleb Boggs Federal Building
844 King Street, Suite 2207
Lockbox 35
Wilmington, DE 19801
Rosa.Sierra-Fox@usdoj.gov

United States Trustee