

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)

Objection Deadline:

April 17, 2025, at 4:00 p.m. (ET)

Hearing Date:

April 28, 2025, at 10:00 a.m. (ET)

**DEBTORS' FIRST OMNIBUS (NON-SUBSTANTIVE)
OBJECTION TO CLAIMS – WRONG CASE CLAIMS**

**YOUR SUBSTANTIVE RIGHTS MAY BE AFFECTED BY
THIS OBJECTION. THEREFORE, CLAIMANTS
RECEIVING THIS OBJECTION SHOULD LOCATE THEIR
NAMES AND THEIR RESPECTIVE CLAIMS LISTED ON
EXHIBIT A AND REVIEW THE INFORMATION
CAREFULLY.**

The above-captioned chapter 11 debtors and debtors in possession (collectively, the “Debtors”), respectfully file this *Debtors’ First Omnibus (Non-Substantive) Objection to Claims – Wrong Case Claims* (the “First Omnibus Objection”). By this First Omnibus Objection, Debtors seek entry of an order pursuant to section 502 of chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.* (the “Bankruptcy Code”), Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 3007-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local

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 Debtors’ service address is: Fulcrum BioEnergy Inc., P.O. Box 220 Pleasanton, CA 94566.



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Rules”) transferring the claims listed on **Exhibit A** attached hereto (the “Wrong Case Claims”) to the correct Debtor’s bankruptcy case. In support of this First Omnibus Objection, the Debtors rely on the *Declaration of George E. Shoup in Support of Debtors’ First Omnibus (Non-Substantive) Objection to Claims – Wrong Case Claims* (the “Shoup Declaration”) attached as **Exhibit C** hereto. In further support of this First Omnibus Objection, the Debtors respectfully represent as follows:

Background

A. Fulcrum Bankruptcy Filing

1. On September 9, 2024 (the “Petition Date”), Fulcrum BioEnergy, Inc. (“Fulcrum”), Fulcrum Sierra Holdings, LLC (“Holdings”), Fulcrum Sierra Finance Company, LLC (“Finance”), and Fulcrum Sierra BioFuels, LLC (“BioFuels,” together with Fulcrum, Holdings, and Finance, the “Debtors” or “Company”) each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”). On September 12, 2024, the Court entered an order authorizing the joint administration and procedural consolidation of these cases pursuant to Bankruptcy Rule 1015(b). *See* D.I. 45.

2. On September 19, 2024, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed the Official Committee of Unsecured Creditors (the “Committee”) pursuant to section 1102 of the Bankruptcy Code. No trustee or examiner has been appointed in these cases.

B. Bar Dates

3. On December 2, 2024, the Debtors filed the *Motion of Debtors for Entry of an Order (I) Establishing Certain Bar Dates for Filing Proofs of Claim Against the Debtors, and*

(II) *Granting Related Relief, Including Notice and Filing Procedures* [D.I. 297] (the “Bar Date Motion”).

4. On December 18, 2024, the Court entered an *Order (I) Establishing Certain Bar Dates for Filing Proofs of Claim Against the Debtors, and (II) Granting Related Relief, Including Notice and Filing Procedures* [D.I. 320] (the “Bar Date Order”), wherein the Court ordered, among other things, that (i) except in the case of governmental units and certain other exceptions explicitly set forth in the Bar Date Order, all Proofs of Claim must be filed so that they are actually received by KCC dba Verita (“Verita”) on or before January 23, 2025 at 5:00 p.m. (prevailing Eastern Time) (the “General Bar Date”); and (ii) all governmental units holding claims that arose (or are deemed to have arisen) prior to the Petition Date must file such proofs of claim so they are actually received by Verita on or before March 10, 2025 at 5:00 p.m. (prevailing Eastern Time) (the “Government Bar Date,” and together with the General Bar Date, the “Bar Dates”).

5. The Debtors provided notice of the Bar Dates in accordance with the procedures for providing notice required by the Bar Date Order, which the Court deemed sufficient. In addition to mailing Bar Date notices, the Debtors also published notice of the Bar Dates in the *Wall Street Journal*.

C. Schedules, Proofs of Claim, and Claims Reconciliation

6. On September 19, 2024, the Debtors filed their Schedules of Assets and Liabilities (the “Schedules”), for (i) Fulcrum [D.I. 66, 67], (ii) BioFuels [D.I. 68, 69], (iii) Finance Company [D.I. 70, 71] and (iv) Holdings [D.I. 72, 73]. On December 6, 2024, Fulcrum [D.I. 303] and BioFuels [D.I. 304] amended their Schedules.

7. In the ordinary course of business, the Debtors maintained books and records that reflect, among other things, the nature and amount of the liabilities owed to their creditors. The Debtors’ register of claims (the “Claims Register”), maintained by Verita, indicates

that approximately 181 proofs of claim (collectively, the “Proofs of Claim”) are pending in the chapter 11 cases. The Debtors and their professionals have been reviewing, comparing, and reconciling the Proofs of Claim (including any supporting documentation) with the Schedules and books and records. This reconciliation process includes identifying particular categories of Proofs of Claim that may be subject to objection. While this analysis and reconciliation is ongoing, the Debtors have determined that the Wrong Case Claims were improperly filed against Fulcrum.

8. The Wrong Case Claims seek recoveries for which Fulcrum is not liable. Each of the Wrong Case Claims was filed against Fulcrum for certain amounts allegedly owed by Fulcrum. However, a review of the Debtors’ books and records, as well as the documentation submitted in support of the Wrong Case Claims, establish that Fulcrum is not liable for these Wrong Case Claims, and these claims should have been filed against BioFuels.² The Debtors have identified the proper chapter 11 case these Wrong Case Claims should have been filed under as noted in the column entitled “Correct Case to Which Claim Will be Transferred” on **Exhibit A**.

9. In an effort to maintain an accurate Claims Register and to ensure claims are filed against the correct Debtor, the Debtors object to each of the Wrong Case Claims and request that each of the Wrong Case Claims asserted against Fulcrum be moved to the proper Debtor’s chapter 11 case as set forth on **Exhibit A**.

²

The Debtors reserve all of their rights to object to each of the Wrong Case Claims on any other grounds, and nothing in this objection should be viewed or interpreted as a waiver of any such rights. In addition, nothing in this First Omnibus Objection is a waiver of any objections to other claims wrongly filed against Fulcrum (or any other Debtor).

Jurisdiction and Venue

10. This Court has jurisdiction to consider the First Omnibus Objection pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated as of February 29, 2012. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(B). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

11. Pursuant to Local Rule 9013-1(f), the Debtors consent to the entry of a final order by the Court in connection with this First Omnibus Objection to the extent it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution.

Relief Requested

12. As part of the claims reconciliation process, the Debtors have identified particular Proofs of Claim that were filed against the wrong Debtor. By this First Omnibus Objection and pursuant to section 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rule 3007-1, the Debtors hereby object to each Proof of Claim listed in the column entitled “Claim Number” in **Exhibit A**, attached hereto, as these Proofs of Claim were filed against Fulcrum—a different Debtor than that reflected in the Debtors’ books and records as having a claim related to the same subject matter. The Debtors seek to modify the Wrong Case Claims to be deemed filed against the correct Debtor entity, as set forth in the column entitled “Correct Case to Which Claim Will be Transferred” on **Exhibit A** for the reason indicated in the column entitled “Reason for modification” on **Exhibit A**. Accordingly, the Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit B** (the “Proposed Order”), modifying these Wrong Case Claims filed against Fulcrum to be deemed filed against the proper Debtor entity, BioFuels.

Basis for Relief Requested

13. “Pursuant to Bankruptcy Code § 502(a), a claim that is properly filed under [Bankruptcy] Rule 3001 and Bankruptcy Code § 501 is deemed allowed unless a party in interest objects.” *In re New Century TRS Holdings*, No. 07-10416 (KJC), 2014 WL 1466444, at *6 (Bankr. D. Del. Apr. 10, 2014) (citing 11 U.S.C. § 502(a)). Bankruptcy Rule 3007 provides that an objection to a proof of claim must be in writing, and the claimant must be provided with not less than thirty (30) days’ notice of the hearing to be held in respect of such objection. *See* FED. R. BANKR. P. 3007(a). Objections of up to one hundred (100) claims may be joined in an omnibus objection if such objections are based solely on the grounds that the claims should be disallowed, in whole or in part, for any of eight (8) enumerated reasons, including that they “have been filed in the wrong case.” *See e.g.*, FED. R. BANKR. P. 3007(d)–(e); Local Rule 3007-1(d)(ii).

14. The Debtors have reviewed their books, records, and the Proofs of Claim, and have determined that the Wrong Case Claims were incorrectly filed against Fulcrum. Certain claimants filed Proofs of Claim against Fulcrum, which is a different Debtor entity than the Debtors’ books and records show as the obligor on the claim. The Debtors presume that such claimants were acting out of an abundance of caution or were confused as to against which Debtor their Proof of Claim should be filed. In determining the correct Debtor-obligors listed on **Exhibit A** in the column entitled “Reason for Modification,” the Debtors first determined whether they had scheduled any liability for such claimant, and then confirmed from the Debtors’ books and records that the scheduled Debtor was, indeed, the correct Debtor-obligor.

15. Reassignment of the Wrong Case Claims will allow the Debtors to maintain a more accurate claims register that appropriately reflects the claims asserted against each of the Debtors. Accordingly, the Debtors respectfully request that the Court transfer the Wrong Case

Claims from Fulcrum to the correct Debtor entity, BioFuels. Once the Wrong Case Claims are transferred to the correct Debtor, the Debtors will seek to expunge any duplicate Proofs of Claim through a subsequent omnibus claim objection to prevent duplicate claims against the same Debtor.

16. Unless otherwise sought in a subsequent omnibus claim objection, the relief requested herein will have no effect on any Proofs of Claim listed on **Exhibit A** in the column entitled “Claim Number,” other than to transfer them from Fulcrum to the correct Debtor entity, BioFuels.

Reservation of Rights

17. The Debtors and their estates hereby reserve their rights to object to, and to seek to disallow and expunge, the Wrong Case Claims on any grounds the Debtors or their estates may identify. Additionally, the Debtors and their estates expressly reserve the right to amend, modify, or supplement the objections asserted herein and to file additional objections to the Proofs of Claim or any other claims (filed or not) which may be asserted against the Debtors, including, but not limited to, on the basis that after transferring the Wrong Case Claims to the correct Debtor’s case, the Wrong Case Claims duplicate other Proofs of Claim filed in that case.

18. The Debtors’ reservation of rights asserted above shall not prejudice any other party in interest from responding to the Debtors’ amended, modified, supplemental, or additional objections, if any, to the Proofs of Claim or any other claims which may be asserted against the Debtors.

Notice

19. The Debtors provided notice of this First Omnibus Objection to (i) the Office of the United States Trustee for the District of Delaware; (ii) counsel to the Committee; (iii) all claimants asserting Wrong Case Claims and/or their respective counsel, if any; and (iv) any other party entitled to notice pursuant to Bankruptcy Rule 2002.

[Remainder of Page Intentionally Left Blank]

WHEREFORE, the Debtors respectfully request the Court grant the relief requested herein and such other and further relief the Court may deem just and equitable.

Dated: March 27, 2025
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Clint M. Carlisle

Robert J. Dehney, Sr. (No. 3578)

Curtis S. Miller (No. 4583)

Clint M. Carlisle (No. 7313)

Avery Jue Meng (No. 7238)

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Wilmington, Delaware 19801

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Counsel to the Debtors and Debtors in Possession

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)

Objection Deadline:

April 17, 2025, at 4:00 p.m. (ET)

Hearing Date:

April 28, 2025, at 10:00 a.m. (ET)

NOTICE OF DEBTORS' OMNIBUS (NON-SUBSTANTIVE)
OBJECTION TO CLAIMS – WRONG CASE CLAIMS

TO THE CLAIMANTS LISTED IN EXHIBIT A TO THE OBJECTION
AND COUNSEL, IF ANY:

THE DEBTORS HAVE FILED THE *DEBTORS' FIRST OMNIBUS
(NON-SUBSTANTIVE) OBJECTION TO CLAIMS – WRONG CASE
CLAIMS*, WHICH SEEKS TO ALTER YOUR RIGHTS BY
TRANSFERRING YOUR CLAIM FOR THE REASONS DESCRIBED IN
FURTHER DETAIL IN EXHIBIT A TO THE OBJECTION.

YOUR SUBSTANTIVE RIGHTS MAY BE AFFECTED BY
THIS OBJECTION. THEREFORE, CLAIMANTS
RECEIVING THIS OBJECTION SHOULD LOCATE THEIR
NAMES AND THEIR RESPECTIVE CLAIMS LISTED ON
EXHIBIT A AND REVIEW THE INFORMATION CAREFULLY.

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 Debtors' service address is: Fulcrum BioEnergy Inc., P.O. Box 220 Pleasanton, CA 94566.

PLEASE TAKE NOTICE that on March 27, 2025, the above-captioned debtors and debtors-in-possession (the “Debtors”) filed the *Debtors’ First Omnibus (Non-Substantive) Objection to Claims – Wrong Case Claims* (the “Objection”).

PLEASE TAKE FURTHER NOTICE that responses to the Objection, if any, must be (a) in writing; (b) filed with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **April 17, 2025 at 4:00 p.m. (prevailing Eastern Time)** (the “Objection Deadline”); and (c) served so as to be received on or before the Objection Deadline upon counsel for the Debtors Morris, Nichols, Arsht & Tunnell, L.L.P. 1201 N. Market Street, 16th Floor, P.O. Box 1347, Wilmington, DE 19801, Attn.: Robert J. Dehney, Sr., rdehney@morrisnichols.com, Curtis S. Miller, cmiller@morrisnichols.com, Clint M. Carlisle, ccarlisle@morrisnichols.com, and Avery J. Meng, ameng@morrisnichols.com.

PLEASE TAKE FURTHER NOTICE that if no responses to the Objection are timely filed, served, and received in accordance with the above procedures, an order may be entered granting the Debtors’ requested relief without further notice or a hearing. If an objection is properly filed, served, and received in accordance with the above procedures and such objection is not resolved, a hearing to consider the Objection and the response(s) will be held before **the Honorable Thomas M. Horan at the Bankruptcy Court, 824 N. Market Street, 5th Floor, Courtroom 4, Wilmington, Delaware 19801 on April 28, 2025 at 10:00 a.m. (prevailing Eastern Time)** (the “Hearing”). Only those objections made in writing and timely filed, served, and received will be considered by the Court at the Hearing.

PLEASE TAKE FURTHER NOTICE THAT, IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE OBJECTION WITHOUT FURTHER NOTICE OR HEARING.

Dated: March 27, 2025
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Clint M. Carlisle

Robert J. Dehney, Sr. (No. 3578)

Curtis S. Miller (No. 4583)

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Counsel to the Debtors and Debtors in Possession

Exhibit A

Wrong Case Claims

Name of Claimant	Claim No.	Claim Amount	Wrong Debtor Filed Against	Wrong Case Claim Was Filed In	Correct Debtor to Which the Claim Will be Transferred	Correct Case to Which the Claim Will be Transferred	Reason for Modification
Airline Hydraulics Corporation	82	\$8,448.95	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Albertus Energy, Inc.	29	\$18,332.94	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Alfred Conhagen, Inc. of California	37	\$63,875.00	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Axens North America, Inc.	54	\$209,522.89	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Delta Tech Service, Inc.	48	\$91,555.89	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
ESC Spectrum	28	\$62,034.09	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
EXPERITEC INC	31	\$291,047.78	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Express Employment Professionals	51	\$27,931.35	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Gulf Coast Environmental Systems, LLC	61	\$25,019.11	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Hunt and Sons, Inc	106	\$44,317.49	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Hunt Propane	110	\$1,377.46	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Integrated Power Systems	50	\$5,759.05	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Linde Inc	44	\$220,594.09	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Linde Inc	44	\$36,020,765.71	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
REDWAVE Solutions US LLC	1	\$25,606.25	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Restek Corporation	23	\$24,752.49	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
RYAN MECHANICAL, INC.	45	\$13,600.00	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC

Savage Services Corporation	136	\$680,400.00	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Sonepar Mountain Holdings, LLC dba Codale Electric Supply	36	\$32,957.78	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Sunbelt Rentals, Inc.	63	\$61,198.66	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Team Industrial Services, Inc.	170	\$47,571.72	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
The Newtron Group, Inc.	22	\$44,298.84	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
Transcat	77	\$47,799.78	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
USA Scales Inc DBA Quality Scales Unlimited	10	\$43,222.07	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
WEDCO Inc.	27	\$51,507.31	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
WillScot	57	\$222,800.20	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC
WillScot	59	\$222,800.20	Fulcrum BioEnergy, Inc.	24-12008	Fulcrum Sierra BioFuels, LLC	24-12006	The Debtors' books and records indicate that the obligor with respect to this liability is Fulcrum Sierra BioFuels, LLC

Exhibit B

Proposed Order

**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)

**ORDER GRANTING DEBTORS' OMNIBUS (NON-SUBSTANTIVE)
OBJECTION TO CLAIMS – WRONG CASE CLAIMS**

Upon consideration of the *Debtors' First Omnibus (Non-Substantive) Objection to Claims – Wrong Case Claims* (the "First Omnibus Objection")² seeking an order to modify the Wrong Case Claims to be deemed filed against the correct Debtor entity; and this Court having jurisdiction to consider the First Omnibus Objection in accordance with 28 U.S.C. § 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(B); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the First Omnibus Objection in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the First Omnibus Objection is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the First Omnibus Objection has been given

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 Debtors' service address is: Fulcrum BioEnergy Inc., P.O. Box 220 Pleasanton, CA 94566.

² Capitalized terms used but not otherwise defined herein shall have the same meaning as ascribed to them in the First Omnibus Objection.

and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and this Court having determined that there is good and sufficient cause for the relief granted in this Order, therefore,

IT IS HEREBY ORDERED THAT:

1. The First Omnibus Objection is sustained in its entirety as set forth herein.
2. Each of the claims listed in the column entitled “Claim Number” on Exhibit A to the First Omnibus Objection is hereby modified so as to be asserted against the correct Debtor in accordance with the Debtors’ books and records, as set forth in the columns on Exhibit A to the First Omnibus Objection entitled “Correct Debtor to Which Claim Will be Transferred” and “Reasons for Modification.”
3. The Debtors and their notice and claims agent, Verita, as well as the Clerk of the Court, are authorized to take all such actions as are necessary and appropriate to effectuate the terms of this Order.
4. To the extent a response is filed regarding any Wrong Case Claim, each such Wrong Case Claim, and the Objection as it pertains to such Wrong Class Claim, will constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order will be deemed a separate order with respect to each Wrong Case Claim.
5. Nothing set forth in this Order shall be construed as, or shall in any way constitute, a waiver of the Debtors’ rights to assert any further objections to the Wrong Case Claims on any additional grounds whatsoever, including but not limited to on the basis that after modification pursuant to this Order, the Wrong Case Claims duplicate other Proofs of Claims, and all such rights of the Debtors are hereby preserved.

6. Nothing set forth in this Order shall be construed as, or shall in any way constitute, (i) a waiver of the Debtors' rights to assert any objections to any claims or proofs of claim on any additional grounds whatsoever; or (ii) a waiver of any party's right to dispute any prepetition claim on any ground, and all such rights are hereby preserved.

7. This Order shall be a final order with respect to each of the Wrong Case Claims identified on **Exhibit A** to the First Omnibus Objection as if the Debtors had objected individually to each such Wrong Case Claim.

8. The terms and conditions of this Order shall be immediately enforceable and effective upon its entry.

9. The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Exhibit C

Shoup Declaration

**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 GEORGE E. SHOUP IN SUPPORT OF
DEBTORS' FIRST OMNIBUS (NON-SUBSTANTIVE)
OBJECTION TO CLAIMS – WRONG CASE CLAIMS**

I, George E. Shoup, pursuant to section 1746 of title 28 of the United States Code, hereby declare that the following is true to the best of my knowledge, information, and belief:

Background

1. I am a Senior Managing Director with Development Specialists, Inc. (“DSI”), which has its principal office at 10 South LaSalle Street, Suite 3300, Chicago, Illinois 60603. DSI is the financial advisor and investment banker for the above-captioned debtors (the “Debtors”).

2. By virtue of DSI’s engagement, I am knowledgeable about and familiar with the Debtors’ businesses and financial affairs. I submit this declaration in support of *Debtors’ First Omnibus (Non-Substantive) Objection to Claims – Wrong Case Claims* (the “First Omnibus Objection”).² I am authorized to submit this Declaration on behalf of the Debtors.

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 Debtors’ service address is: Fulcrum BioEnergy Inc., P.O. Box 220 Pleasanton, CA 94566.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the First Omnibus Objection.

Facts Relevant to the First Omnibus Objection

3. In the ordinary course of business, the Debtors maintained books and records that reflect, among other things, the nature and amount of the liabilities owed to their creditors. The Debtors' register of claims (the "Claims Register"), maintained by Verita, indicates that approximately 181 proofs of claim (collectively, the "Proofs of Claim") are pending in the chapter 11 cases. The Debtors and I have been reviewing, comparing, and reconciling the Proofs of Claim (including any supporting documentation) with the Schedules and books and records. This reconciliation process includes identifying particular categories of Proofs of Claim that may be subject to objection.

4. I, or employees of DSI under my supervision and direction, personally reviewed and analyzed each of the Proofs of Claims listed in the column entitled "Claim Number" on Exhibit A to the First Omnibus Objection (the "Wrong Case Claims"), which Proofs of Claim were filed against Fulcrum BioEnergy, Inc. ("Fulcrum")—a different Debtor than that reflected in the Debtors' books and records as having a claim relating to the same subject matter.

5. While this analysis and reconciliation is ongoing, the Debtors and I have determined that certain claimants filed Proofs of Claim against Fulcrum, which is a different Debtor entity than the one that the Debtors' books and records show as the obligor on the claim. In determining the correct Debtor-obligors listed on Exhibit A to the First Omnibus Objection, in the columns entitled "Correct Debtor to Which Claim Will be Transferred," and "Reason for Modification," we first determined whether the Debtors had scheduled any liability for such claimant, and then confirmed from the Debtors' books and records that the scheduled Debtor was, indeed, the correct Debtor-obligor.

6. Transferring the Wrong Case Claims to the correct Debtor will allow the Debtors to maintain a more accurate claims register that appropriately reflects the claims asserted against each of the Debtors. Thus, I believe it is proper to modify the Wrong Case Claims to be deemed filed against the correct Debtor entity.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: March 27, 2025

/s/ George E. Shoup

George E. Shoup