



ENTERED
07/12/2020

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

----- X
In re: : Chapter 11
: :
HI-CRUSH INC., : Case No. 20-33495 (DRJ)
: :
Debtor. : :
: :
Tax I.D. No. 90-0840530 : :
----- X

In re: : Chapter 11
: :
ONCORE PROCESSING LLC, : Case No. 20-33496 (DRJ)
: :
Debtor. : :
: :
Tax I.D. No. 83-4499403 : :
----- X

In re: : Chapter 11
: :
HI-CRUSH AUGUSTA LLC, : Case No. 20-33497 (DRJ)
: :
Debtor. : :
: :
Tax I.D. No. 90-0930668 : :
----- X

In re: : Chapter 11
: :
HI-CRUSH WHITEHALL LLC, : Case No. 20-33498 (DRJ)
: :
Debtor. : :
: :
Tax I.D. No. 38-3915562 : :
----- X

In re: : Chapter 11
: :
PDQ PROPERTIES LLC, : Case No. 20-33499 (DRJ)
: :
Debtor. : :
: :
Tax I.D. No. 37-1779169 : :
----- X



203349520071500000000008

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 In re: : Chapter 11
 :
 HI-CRUSH WYEVILLE OPERATING LLC, : Case No. 20-33500 (DRJ)
 :
 Debtor. :
 :
 Tax I.D. No. 27-4395797 :
 ----- X

In re: : Chapter 11
 :
 D & I SILICA, LLC, : Case No. 20-33501 (DRJ)
 :
 Debtor. :
 :
 Tax I.D. No. 20-4999957 :
 ----- X

In re: : Chapter 11
 :
 HI-CRUSH BLAIR LLC, : Case No. 20-33502 (DRJ)
 :
 Debtor. :
 :
 Tax I.D. No. 38-3937094 :
 ----- X

In re: : Chapter 11
 :
 HI-CRUSH LMS LLC, : Case No. 20-33503 (DRJ)
 :
 Debtor. :
 :
 Tax I.D. No. – N/A :
 ----- X

In re: : Chapter 11
 :
 HI-CRUSH INVESTMENTS INC., : Case No. 20-33504 (DRJ)
 :
 Debtor. :
 :
 Tax I.D. No. 38-4026547 :
 ----- X

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In re:	:	Chapter 11
	:	
HI-CRUSH PERMIAN SAND LLC,	:	Case No. 20-33505 (DRJ)
	:	
Debtor.	:	
	:	
Tax I.D. No. – N/A	:	
-----	X	
In re:	:	Chapter 11
	:	
HI-CRUSH PROPPANTS LLC,	:	Case No. 20-33506 (DRJ)
	:	
Debtor.	:	
	:	
Tax I.D. No. 27-3830770	:	
-----	X	
In re:	:	Chapter 11
	:	
HI-CRUSH PODS LLC,	:	Case No. 20-33507 (DRJ)
	:	
Debtor.	:	
	:	
Tax I.D. No. – N/A	:	
-----	X	
In re:	:	Chapter 11
	:	
HI-CRUSH CANADA INC.,	:	Case No. 20-33508 (DRJ)
	:	
Debtor.	:	
	:	
Tax I.D. No. 61-1749195	:	
-----	X	
In re:	:	Chapter 11
	:	
HI-CRUSH HOLDINGS LLC,	:	Case No. 20-33509 (DRJ)
	:	
Debtor.	:	
	:	
Tax I.D. No. – N/A	:	
-----	X	

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In re:	:	Chapter 11
	:	
HI-CRUSH SERVICES LLC,	:	Case No. 20-33510 (DRJ)
	:	
Debtor.	:	
	:	
Tax I.D. No. 61-1686206	:	
-----	X	
In re:	:	Chapter 11
	:	
BULKTRACER HOLDINGS LLC,	:	Case No. 20-33511 (DRJ)
	:	
Debtor.	:	
	:	
Tax I.D. No. 47-3224085	:	
-----	X	
In re:	:	Chapter 11
	:	
PRONGHORN LOGISTICS HOLDINGS, LLC,	:	Case No. 20-33512 (DRJ)
	:	
Debtor.	:	
	:	
Tax I.D. No. 82-4725223	:	
-----	X	
In re:	:	Chapter 11
	:	
FB INDUSTRIES USA INC.,	:	Case No. 20-33513 (DRJ)
	:	
Debtor.	:	
	:	
Tax I.D. No. 90-0868208	:	
-----	X	
In re:	:	Chapter 11
	:	
PROPDISPATCH LLC,	:	Case No. 20-33514 (DRJ)
	:	
Debtor.	:	
	:	
Tax I.D. No. – N/A	:	
-----	X	

-----	X	
In re:	:	Chapter 11
	:	
PRONGHORN LOGISTICS, LLC,	:	Case No. 20-33515 (DRJ)
	:	
Debtor.	:	
	:	
Tax I.D. No. 82-2154547	:	
-----	X	
In re:	:	Chapter 11
	:	
FB LOGISTICS, LLC,	:	Case No. 20-33516 (DRJ)
	:	
Debtor.	:	
	:	
Tax I.D. No. 47-1928641	:	
-----	X	

**ORDER DIRECTING JOINT ADMINISTRATION OF
RELATED CHAPTER 11 CASES**

[Relates to Motion at Docket No. 2]

Upon the emergency motion (the “**Motion**”)¹ of the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) for entry of an order (this “**Order**”) (a) directing the joint administration of the Debtors’ Chapter 11 Cases for procedural purposes only and (b)² granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); 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 Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and all objections, if any, to entry of this Order having been withdrawn, resolved, or overruled; and

¹ Capitalized terms used but not otherwise defined herein have the meanings given to them in the Motion.

upon the record herein; and after due deliberation thereon; and the Court having determined that there is good and sufficient cause for the relief granted in the Order, it is hereby

ORDERED THAT:

1. The above-captioned cases are consolidated for procedural purposes only and shall be jointly administered by this Court under Case No. 20-33495 (DRJ). All of the jointly administered cases not previously assigned to Judge Jones are transferred to Judge Jones.

2. Additionally, the following checked items are ordered:

- a. One disclosure statement and plan of reorganization may be filed for all of the cases by any plan proponent.
- b. Parties may request joint hearings on matters pending in any of the jointly administered cases.
- c. Other: See below.

3. The caption of the jointly administered cases should read as follows:

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

	X	
In re:	:	Chapter 11
	:	
HI-CRUSH INC., <i>et al.</i> , ¹	:	Case No. 20-33495 (DRJ)
	:	
Debtors.	:	(Jointly Administered)
	:	
	X	

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Hi-Crush Inc. (0530), OnCore Processing LLC (9403), Hi-Crush Augusta LLC (0668), Hi-Crush Whitehall LLC (5562), PDQ Properties LLC (9169), Hi-Crush Wyeville Operating LLC (5797), D & I Silica, LLC (9957), Hi-Crush Blair LLC (7094), Hi-Crush LMS LLC, Hi-Crush Investments Inc. (6547), Hi-Crush Permian Sand LLC, Hi-Crush Proppants LLC (0770), Hi-Crush PODS LLC, Hi-Crush Canada Inc. (9195), Hi-Crush Holdings LLC, Hi-Crush Services LLC (6206), BulkTracer Holdings LLC (4085), Pronghorn Logistics Holdings, LLC (5223), FB Industries USA Inc. (8208), PropDispatch LLC, Pronghorn Logistics, LLC (4547), and FB Logistics, LLC (8641). The Debtors’ address is 1330 Post Oak Blvd, Suite 600, Houston, Texas 77056.

4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.

5. All pleadings and other documents to be filed in the jointly administered cases shall be filed and docketed in the case of Hi-Crush Inc., *et al.*, Case No. 20- 33495 (DRJ).

6. A docket entry, substantially similar to the following, shall be entered on the dockets of each of the Debtors other than Hi-Crush Inc. to reflect the joint administration of these Chapter 11 Cases:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Southern District of Texas directing joint administration of the Chapter 11 Cases of: Hi-Crush Inc., Case No. 20-33495; OnCore Processing LLC, Case No. 20-33496; Hi-Crush Augusta LLC, Case No. 20-33497; Hi-Crush Whitehall LLC, Case No. 20-33498; PDQ Properties LLC, Case No. 20-33499; Hi-Crush Wyeville Operating LLC, Case No. 20-33500; D & I Silica, LLC, Case No. 20-33501; Hi-Crush Blair LLC, Case No. 20-33502; Hi-Crush LMS LLC, Case No. 20-33503; Hi-Crush Investments Inc., Case No. 20-33504; Hi-Crush Permian Sand LLC, Case No. 20-33505; Hi-Crush Proppants LLC, Case No. 20-33506; Hi-Crush PODS LLC, Case No. 20-33507; Hi-Crush Canada Inc., Case No. 20-33508; Hi-Crush Holdings LLC, Case No. 20-33509; Hi-Crush Services LLC, Case No. 20-33510; BulkTracer Holdings LLC, Case No. 20-33511; Pronghorn Logistics Holdings, LLC, Case No. 20-33512; FB Industries USA Inc., Case No. 20-33513; PropDispatch LLC, Case No. 20-33514; Pronghorn Logistics, LLC, Case No. 20-33515; and FB Logistics, LLC, Case No. 20-33516. **All further pleadings and other papers shall be filed in, and all further docket entries shall be made in, Case No. 20-33495 (DRJ).**

7. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the Southern District of Texas shall keep, one consolidated docket, one file, and one consolidated service list for these Chapter 11 Cases.

8. The Debtors may file monthly operating reports and post-effective date quarterly operating reports on a consolidated basis, but shall track and break out income and disbursements on a Debtor-by-Debtor basis.

9. Any party in interest may request joint hearings on matters pending in any of the Chapter 11 Cases.

10. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these Chapter 11 Cases, and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.

11. Notice of the Motion as provided therein shall be deemed good and sufficient notice thereof.

12. Notwithstanding Bankruptcy Rule 6004(h), to the extent applicable, this Order shall be effective and enforceable immediately upon entry hereof.

13. The Debtors are hereby authorized to take such actions and to execute such documents as may be necessary to implement the relief granted by this Order.

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

Signed: July 12, 2020.



DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

United States Bankruptcy Court
Southern District of Texas

In re:
Hi-Crush Inc.
Debtor

Case No. 20-33495-drj
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0541-4

User: aaloadi
Form ID: pdf001

Page 1 of 1
Total Noticed: 1

Date Rcvd: Jul 13, 2020

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jul 15, 2020.

db +Hi-Crush Inc., 1330 Post Oak Blvd., Suite 600, Houston, TX 77056-3166

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
NONE. TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE. TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jul 15, 2020

Signature: /s/Joseph Speetjens

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on July 12, 2020 at the address(es) listed below:

Timothy Alvin Davidson, II on behalf of Debtor Hi-Crush Inc. TadDavidson@HuntonAK.com
US Trustee USTPRegion07.HU.ECF@USDOJ.GOV

TOTAL: 2