

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

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

SUPPLEMENTAL CERTIFICATE OF SERVICE

I, Varouj Bakhshian, depose and say:

1. I am employed by Kurtzman Carson Consultants LLC (“KCC”), the claims, noticing and administrative agent for the Debtors in the above-captioned cases. I submit this certificate in connection with the service of solicitation materials (the “Solicitation Packages”) for the *Joint Plan of Reorganization for Hi-Crush Inc. and its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code* [Docket No. 289] (the “Plan”). I am over the age of 18 and not a party to this action. Except as otherwise noted, I could and would testify to the following based upon my personal knowledge.

2. On July 13, 2020, the Court entered the *Order Authorizing Retention and Appointment of Kurtzman Carson Consultants LLC as Claims, Noticing, and Solicitation Agent Effective as of the Petition Date* [Docket No. 57].

3. Consistent with its retention as claims, noticing and solicitation agent, KCC is charged with, among other things, the duty of printing and distributing Solicitation Packages to creditors and other interested parties pursuant to the instructions set forth in the *Debtors’ Emergency Motion for Entry of an Order (I) Approving Adequacy of Disclosure Statement, (II) Scheduling Hearing on Confirmation of Plan, (III) Establishing Deadline to Object to Plan and Form of Notice Thereof, (IV) Approving (A) Solicitation Procedures, (B) Forms of Ballots and Notices of Non-Voting and Limited Voting Status, and (C) Rights Offering Materials, (V) Approving Procedures for Assumption of Contracts and Leases and Form and*

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number (where available), 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.



Manner of Cure Notice, and (VI) Granting Related Relief [Docket No. 176] (the “Disclosure Statement Motion”) filed by the Debtors on July 27, 2020 and the *Order (I) Approving Adequacy of Disclosure Statement, (II) Scheduling Hearing on Confirmation of Plan, (III) Establishing Deadline to Object to Plan and Form of Notice Thereof, (IV) Approving (A) Solicitation Procedures, (B) Forms of Ballots and Notices of Non-Voting and Limited Voting Status, and (C) Rights Offering Materials, (V) Approving Procedures for Assumption of Contracts and Leases and Form and Manner of Cure Notice, and (VI) Granting Related Relief* [Docket No. 288] (the “Disclosure Statement Order”), as entered by the Court on August 14, 2020.

4. The Solicitation Packages consist of the following documents:
 - a. if applicable, a flash drive (the “Flash Drive”) containing the following documents:
 - i. the *Disclosure Statement for the Joint Plan of Reorganization for Hi-Crush Inc. and its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code* (with all exhibits and attachments thereto) [Docket No. 290] (the “Disclosure Statement”); and
 - ii. the Plan;
 - b. either a printed copy of the appropriate Ballot(s) and voting instructions for the voting class in which the creditor is entitled to vote (with a pre-addressed, postage prepaid return envelope, if applicable (the “Return Envelope”)):
 - i. *Beneficial Holder Ballot for Class 4 – Prepetition Notes Claims* (the “Class 4 Beneficial Holder Ballot”) (substantially in the form attached as Exhibit 6A to the Disclosure Statement Order);
 - ii. *Master Ballot for Nominees of Beneficial Holders of Class 4 – Prepetition Notes Claims* (the “Class 4 Master Ballot”) (substantially in the form attached as Exhibit 6B to the Disclosure Statement Order);
 - iii. *Ballot for Class 5 – General Unsecured Claims* (the “Class 5 Ballot”) (substantially in the form attached as Exhibit 6C to the Disclosure Statement Order);
 - c. or in lieu of a Ballot, the following notices and forms, as appropriate, based on the treatment under the Plan of any Claim or Interest held by the party to whom the notice is provided:
 - i. *Notice of Non-Voting Status and Opt-Out Opportunity: Deemed to Accept* (the “Unimpaired Non-Voting Status Notice”) (substantially in the form attached as Exhibit 4 to the Disclosure Statement Order);

- ii. *Opt-Out Form for Holders of Claims in Class 1 – Other Priority Claims, Class 2 – Other Secured Claims and Class 3 – Secured Tax Claims* (the “Unimpaired Opt-Out Form”) (substantially in the form attached as Exhibit 4A to the Disclosure Statement Order);
 - iii. *Notice of Non-Voting Status and Opt-Out Opportunity: Deemed to Reject* (the “Impaired Non-Voting Status Notice”) (substantially in the form attached as Exhibit 5 to the Disclosure Statement Order);
 - iv. *Registered Holder Opt-Out Form for Class 8 – Old Parent Interests* (the “Class 8 Registered Holder Opt-Out Form”) (substantially in the form attached as Exhibit 5A to the Disclosure Statement Order);
 - v. *Beneficial Holder Opt-Out Form for Class 8 – Old Parent Interests* (the “Class 8 Beneficial Holder Opt-Out Form”) (substantially in the form attached as Exhibit 5B to the Disclosure Statement Order);
 - vi. *Master Opt-Out Form for Class 8 – Old Parent Interests* (the “Class 8 Master Opt-Out Form”) (substantially in the form attached as Exhibit 5C to the Disclosure Statement Order);
- d. if applicable, the *Cover Letter and Recommendation of the Debtors* (the “Cover Letter”) (substantially in the form attached as Exhibit 11 to the Disclosure Statement Order);
 - e. if applicable, the *Notice of Limited Voting Status to Holders of Contingent, Unliquidated, or Disputed Claims for Which No Objection Has Been Filed* (the “Limited Voting Status Notice”) (substantially in the form attached as Exhibit 7 to the Disclosure Statement Order);
 - f. if applicable, the *Accredited Investor Questionnaire* (the “AI Questionnaire”) (substantially in the form attached as Schedule 2 to Exhibit 9 to the Disclosure Statement Order);
 - g. if applicable, the *Notice to Contract and Lease Counterparties* (the “Contract/Lease Notice”) (substantially in the form attached as Exhibit 8 to the Disclosure Statement Order); and
 - h. the *Notice of (I) Plan Confirmation Hearing, (II) Objection and Voting Deadlines, and (III) Solicitation and Voting Procedures* (the “Confirmation Hearing Notice”) (substantially in the form attached as Exhibit 2 to the Disclosure Statement Order).

5. On September 16, 2020, at my direction and under my supervision, employees of KCC caused the Class 5 Ballot, Plan, Disclosure Statement, Disclosure Statement Order, Cover Letter, Limited Voting Status Notice, and Confirmation Hearing Notice to be served via Electronic Mail on the service list attached hereto as **Exhibit A**.

Dated: September 29, 2020

/s/ Varouj Bakhshian
Varouj Bakhshian
222 N Pacific Coast Highway,
3rd Floor
El Segundo, CA 90245
Tel 310.823.9000

Exhibit A

Exhibit A

Class 5 - General Unsecured Claims

Served via Electronic Mail

CreditorName	CreditorNoticeName	Email
Amy Kulig	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Angela Sylla	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Ann Sylla	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Beth Willers	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Broney Manka	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Cara Rose	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Chase Sylla	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Colton Bork	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Cory Berg	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Dakotah Bork	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Danielle Holstad	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Darrell Bork	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Deborah Clare	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Dianna Brown	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Emily Guza	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Glenn Willers	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Greg Bluem	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
H.K., A Minor Child (Todd & Amy Kulig, Parents)	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
James Syverson	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Jared Manka	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
John Manka	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Julie Berg	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Kaitie Guza	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Kate Connell	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com

Exhibit A

Class 5 - General Unsecured Claims

Served via Electronic Mail

CreditorName	CreditorNoticeName	Email
Kimberly Syverson	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Leland Drangstveit	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Lisa Guza	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Lorraine Bluem	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
M.S., A Minor Child (Michael & Stacy Sylla, Parents)	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Mary Drangstveit	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Mary Jo Bork	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Mary Manka	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Michael Johnson	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Michael Sylla	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Patrick Mathson	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Paula Knutson	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Randy Rose	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Robert Guza	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
S.S., A Minor Child (Cara Rose, Parent)	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Scott Dykstra	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Stacy Sylla	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Todd Kulig	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
W.S., A Minor Child (William & Angela Sylla, Parents)	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
William Sylla	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com
Z.S., A Minor Child (William & Angela Sylla, Parents)	Attn Timothy Jacobson, Fitzpatrick Skemp & Butler LLC	tim@fitzpatrickskemp.com