



ENTERED  
01/21/2021

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

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 In re: : Chapter 11  
 :  
 HI-CRUSH PERMIAN SAND LLC, *et al.*,<sup>1</sup> : Case No. 20-33505 (DRJ)  
 : (Jointly Administered)  
 Reorganized Debtors. : (Formerly Jointly Administered under Lead  
 : Case: Hi-Crush Inc., Case No. 20-33495)<sup>2</sup>  
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**ORDER SUSTAINING REORGANIZED DEBTORS’ SECOND  
OMNIBUS OBJECTION TO CERTAIN CLAIMS (SATISFIED CLAIMS)**  
**[Relates to Docket No. 492]<sup>3</sup>**

Upon the objection (the “**Objection**”)<sup>4</sup> of the above-captioned reorganized debtors (collectively, the “**Reorganized Debtors**”) seeking entry of an order (this “**Order**”) disallowing and expunging the Satisfied Claims, all as more fully set forth in the Objection; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that the Court may enter a final order consistent with Article III of the United States Constitution; and it appearing that venue

<sup>1</sup> The Reorganized Debtors in these cases, along with the last four digits of each Reorganized 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 Reorganized Debtors’ address is 1330 Post Oak Blvd, Suite 600, Houston, Texas 77056.

<sup>2</sup> On December 11, 2020, the Court entered the *Final Decree Closing Certain of the Chapter 11 Cases* [Docket No. 505], which closed each Reorganized Debtor’s case except for Hi-Crush Permian Sand LLC, Case No. 20-33505, and directed that all further filings be made in that case.

<sup>3</sup> All references to “Docket No.” refer to the docket in the former lead case of Hi-Crush Inc., Case No. 20-33495 unless otherwise indicated.

<sup>4</sup> Capitalized terms used herein but not defined shall have the meanings ascribed to such terms in the Objection.



of this proceeding and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the Debtors' notice of the Objection and opportunity for a hearing on the Objection were appropriate under the circumstances and no other notice need be provided; and the Court having reviewed the Objection; and all responses, if any, to the Objection having been withdrawn, resolved, or overruled; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. Each Satisfied Claim (i.e., each claim listed on **Schedule 1** hereto) is disallowed in its entirety.

2. Kurtzman Carson Consultants LLC, as claims agent, is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Order.

3. Each Satisfied Claim and the objections by the Reorganized Debtors to each Satisfied Claim constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each Satisfied Claim.

4. The Reorganized Debtors and Kurtzman Carson Consultants LLC are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

5. This Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to this Order.

**Signed: January 15, 2021.**

  
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DAVID R. JONES  
UNITED STATES BANKRUPTCY JUDGE

**Schedule 1**

**Satisfied Claims**

Hi-Crush Inc., et al. 20-33495 (DRJ)  
 Second Omnibus Objection (Satisfied Claims)  
 Schedule 1 – Satisfied Claims

	NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT	REASON FOR SATISFACTION
1	RUTLIN, JILL M. JAY S. CARMICHAEL 916 OAK STREET TOMAH, WI 54660	8/13/2020	20-33500 (DRJ)	Hi-Crush Wyeville Operating LLC	415	\$ 1,177,370.22	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
2	RUTLIN, KURT W. JAY S 916 OAK STREET TOMAH, WI 54660	8/17/2020	20-33500 (DRJ)	Hi-Crush Wyeville Operating LLC	586	\$ 1,177,370.22	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
3	SAND BLAST TRUCKING LLC 1679 SR 6, UNIT 2 FACTORYVILLE, PA 18419	8/11/2020	20-33503 (DRJ)	Hi-Crush LMS LLC	S00515	\$ 2,715.12	Scheduled Claim asserts an amount of \$2,715.12 for unpaid invoices. Claim has been satisfied in full pursuant payment made under First Day Relief via electronic payment(s) dated 10/15/2020.
4	SCHENCK PROCESS, LLC PO BOX 19750 PALATINE, IL 60055-9750	8/11/2020	20-33500 (DRJ)	Hi-Crush Wyeville Operating LLC	S00788	\$ 5,697.00	Scheduled Claim asserts an amount of \$5,697.00. Claim has been satisfied in full pursuant payment made under First Day Relief via electronic payment(s) dated 08/19/2020.
5	SIMPSON THACHER & BARTLETT LLP PO BOX 29008 NEW YORK, NY 10087	8/11/2020	20-33495 (DRJ)	Hi-Crush Inc.	S00384	\$ 102,680.92	Scheduled Claim asserts an amount of \$102,680.92. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13108 dated 08/19/2020.
6	SIRIUS SOLUTIONS, LLP P.O. BOX 202377 DALLAS, TX 75320-2377	8/11/2020	20-33495 (DRJ)	Hi-Crush Inc.	S00426	\$ 50,085.00	Scheduled Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
7	SKAI LOGISTICS LLC 4328 SE 46TH ST., APT. 161 OKLAHOMA CITY, OK 73124	8/11/2020	20-33515 (DRJ)	Pronghorn Logistics, LLC	S00961	\$ 354.00	Scheduled Claim asserts an amount of \$354.00. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13189 dated 09/02/2020.
8	SOLARIS OILFIELD TECHNOLOGIES LLC PO BOX 208270 DALLAS, TX 75320	8/11/2020	20-33501 (DRJ)	D & I Silica, LLC	S00100	\$ 7,486.27	Scheduled Claim asserts an amount of \$7,486.27. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 14739 dated 08/26/2020.
9	STAAR LOGISTICS 560 MYRTLE STREET REYNOLDSVILLE, PA 15851	8/11/2020	20-33503 (DRJ)	Hi-Crush LMS LLC	S00505	\$ 9,012.91	Scheduled Claim asserts an amount of \$9,012.91. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13151 dated 08/26/2020.
10	STELTER & BRINCK LTD 201 SALES AVENUE HARRISON, OH 45030	8/11/2020	20-33500 (DRJ)	Hi-Crush Wyeville Operating LLC	325	\$ 6,206.58	Proof of Claim asserts an amount of \$6,206.58 for unpaid invoices. Claim has been satisfied in full pursuant payment made under First Day Relief via electronic payment(s) dated 08/05/2020 and 10/01/2020.

Hi-Crush Inc., et al. 20-33495 (DRJ)  
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11 SUMMIT EXPRESS LLC ATTN: SAMUEL E BORTZ 7604 CHRISTENSEN RD CHEYENNE, WY 82009	8/11/2020	20-33515 (DRJ)	Pronghorn Logistics, LLC	S00927	\$ 3,445.12	Scheduled Claim asserts an amount of \$3,445.12. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13062 dated 08/12/2020.
12 SUPERIOR INDUSTRIES, INC. MASLON LLP C/O AMY SWEDBERG 90 SOUTH 7TH STREET, SUITE 3300 MINNEAPOLIS, MN 55402	8/12/2020	20-33495 (DRJ)	Hi-Crush Inc.	374	Undetermined*	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
13 TARGET LOGISTICS MANAGEMENT LLC 2170 BUCKTHORNE PLACE #440 THE WOODLANDS, TX 77380	8/11/2020	20-33503 (DRJ)	Hi-Crush LMS LLC	S00517	\$ 10.00	Scheduled Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
14 TARGET LOGISTICS MANAGEMENT LLC 2170 BUCKTHORNE PLACE #440 THE WOODLANDS, TX 77380	8/15/2020	20-33503 (DRJ)	Hi-Crush LMS LLC	523	\$ 83,877.76	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
15 TAYLOR LEASING CORP. DBA TAYLOR LEASING & RENTAL PO BOX 906 LOUISVILLE, MS 39339	8/11/2020	20-33515 (DRJ)	Pronghorn Logistics, LLC	S00944	\$ 756.89	Scheduled Claim asserts an amount of \$756.89. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13155 dated 08/26/2020.
16 THE KUNKLE GROUP, LLC PO BOX 687 WHEATON, IL 60187	8/11/2020	20-33503 (DRJ)	Hi-Crush LMS LLC	S00501	\$ 29,515.29	Scheduled Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
17 THE MAHONING VALLEY RAILWAY COMPANY BETH A. PERRY 200 MERIDIAN CENTRE, SUITE 300 ROCHESTER, NY 14618	8/18/2020	20-33501 (DRJ)	D & I Silica, LLC	595	\$ 76,822.50	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
18 TOTAL ADMINISTRATIVE SERVICES CORP. CLIENT INVOICES PO BOX 88278 MILWAUKEE, WI 53288	8/11/2020	20-33510 (DRJ)	Hi-Crush Services LLC	S00704	\$ 105.98	Scheduled Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.

Hi-Crush Inc., et al. 20-33495 (DRJ)  
 Second Omnibus Objection (Satisfied Claims)  
 Schedule 1 – Satisfied Claims

NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT	REASON FOR SATISFACTION
19 TOWN OF PRESTON N29383 COUNTY ROAD D BLAIR, WI 54616	8/11/2020	20-33502 (DRJ)	Hi-Crush Blair LLC	S00315	\$ 1,821.78	Scheduled Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
20 TOWN OF PRESTON ATTN CATHY NELSON, TOWN CLERK W17508 PETERSON COULEE ROAD BLAIR, WI 54616	8/13/2020	20-33502 (DRJ)	Hi-Crush Blair LLC	405	\$ 80,178.22	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
21 TOWNEPLACE SUITES - BRYAN COLLEGE STATION 1300 UNIVERSITY DR. EAST COLLEGE STATION, TX 77840	8/11/2020	20-33515 (DRJ)	Pronghorn Logistics, LLC	S00965	\$ 5,573.68	Scheduled Claim asserts an amount of \$5,573.68. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13068 dated 08/12/2020.
22 TRIUMPH BUSINESS CAPITAL JEFF PAKULA AVP TRIUMPH 651 CANYON DR STE 105 COPPELL, TX 75019	8/17/2020	20-33495 (DRJ)	Hi-Crush Inc.	590	\$ 78,704.40	Proof of Claim asserts an amount of \$78,704.40 for unpaid invoices. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13172 dated 09/02/2020, 13203 dated 09/09/2020 and 13239 dated 09/16/2020.
23 TURBO EXPRESS, LLC PO BOX 14910 DEPT. 219 HUMBLE, TX 77347-4910	8/11/2020	20-33515 (DRJ)	Pronghorn Logistics, LLC	S00936	\$ 46,914.19	Scheduled Claim asserts an amount of \$46,914.19. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13069 dated 08/12/2020.
24 ULINE INC. PO BOX 88741 CHICAGO, IL 60680-1741	8/17/2020	20-33495 (DRJ)	Hi-Crush Inc.	569	\$ 376.23	Proof of Claim asserts an amount of \$376.23 for unpaid invoices. Claim has been satisfied in full pursuant payment made under First Day Relief via electronic payment(s) dated 10/01/2020.
25 WELLS FARGO VENDOR FINANCIAL SERVICES, INC. ATTN LISA BODDERICK 1010 THOMAS EDISON BLVD. SW CEDAR RAPIDS, IA 52404	8/13/2020	20-33495 (DRJ)	Hi-Crush Inc.	482	\$ 15,161.78	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
26 WELLSBORO AREA SCHOOL DISTRICT DISTRICT ADMINISTRATIVE OFFICE 227 NICHOLS STREET WELLSBORO, PA 16901	8/11/2020	20-33501 (DRJ)	D & I Silica, LLC	S00053	\$ 12,770.22	Scheduled Claim asserts an amount of \$12,770.22. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 14730 dated 08/19/2020.

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27 WEST EPLEY LLC ATTN MUNSCH HARDT KOPF AND HARR C/O JAY ONG 1717 W 6TH STREET, SUITE 250 AUSTIN, TX 78703	8/13/2020	20-33513 (DRJ)	FB Industries USA Inc.	403	\$ 463,650.00*	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
28 WEST LINCOLN LLC ATTN TOM WALDERA W20985 COUNTY ROAD Q WHITEHALL, WI 54773	8/16/2020	20-33498 (DRJ)	Hi-Crush Whitehall LLC	539	\$ 100.00	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
29 WESTAIR GAS AND EQUIPMENT LP PO BOX 1339 ABILENE, TX 79604	8/11/2020	20-33505 (DRJ)	Hi-Crush Permian Sand LLC	S00590	\$ 382.66	Scheduled Claim asserts an amount of \$382.66. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13107 dated 08/19/2020.
30 WEX BANK ENTERPRISE FLEET MANAGEMENT PO BOX 4337 CAROL STREAM, IL 61097	8/11/2020	20-33503 (DRJ)	Hi-Crush LMS LLC	S00490	\$ 15,642.50	Scheduled Claim asserts an amount of \$15,642.50. Claim has been satisfied in full pursuant payment made under First Day Relief via electronic payment(s) dated 08/21/2020.
31 WISCONSIN & SOUTHERN RR CO. C/O WATCO COMPANIES LLC PO BOX 790343 BIN #150077 ST. LOUIS, MO 63179	8/11/2020	20-33501 (DRJ)	D & I Silica, LLC	S00077	\$ 20,903.42	Scheduled Claim asserts an amount of \$20,903.42. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 14803 dated 10/07/2020.
32 WOOD SALES AND SERVICE, INC. HARVEY WOOD N5931 STATE HWY 54 BLACK RIVER FALLS, WI 54615	7/27/2020	20-33495 (DRJ)	Hi-Crush Inc.	38	\$ 411.73	Proof of Claim asserts an amount of \$411.73 for unpaid invoices. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 6877 dated 10/07/2020.
33 WORKFORCE SAFETY & INSURANCE PO BOX 5585 BISMARCK, ND 58506-5585	10/14/2020	20-33495 (DRJ)	Hi-Crush Inc.	760	\$ 895.78	Proof of Claim asserts an amount of \$895.78 for unpaid invoices. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13508 dated 11/11/2020.
TOTAL					\$ 3,476,998.37*	