



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' NINTH  
OMNIBUS OBJECTION TO CERTAIN CLAIMS (DUPLICATE CLAIMS)**  
**[Relates to Docket No. 499]<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 Duplicate Claims (i.e., those claims listed in the "Claims to Be Disallowed" columns on **Schedule 1** and **Schedule 2** hereto), 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

<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.



enter a final order consistent with Article III of the United States Constitution; and it appearing that venue 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 Duplicate Claim (i.e., those claims listed in the "Claims to Be Disallowed" columns on **Schedule 1** and **Schedule 2** 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 Duplicate Claim and the objections by the Reorganized Debtors to each Duplicate Claim constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each Duplicate 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.**



DAVID R. JONES  
UNITED STATES BANKRUPTCY JUDGE

**Schedule 1**

**Amended Claims**

Hi-Crush Inc., et al. 20-33495 (DRJ)  
Ninth Omnibus Objection (Duplicate Claims)  
Schedule 1 – Amended Claims

CLAIMS TO BE DISALLOWEDREMAINING CLAIMS

	NAME	DATE FILED	CASE NUMBER / DEBTOR	CLAIM #	CLAIM AMOUNT	NAME	DATE FILED	CASE NUMBER / DEBTOR	CLAIM #	CLAIM AMOUNT
1	AIRGAS USA LLC 6055 ROCKSIDE WOODS BLVD INDEPENDENCE, OH 44131	09/01/20	Hi-Crush Inc. 20-33495 (DRJ)	709	\$ 287.22	AIRGAS USA LLC 6055 ROCKSIDE WOODS BLVD INDEPENDENCE, OH 44131	11/20/20	Hi-Crush Inc. 20-33495 (DRJ)	817	\$ 0.00
2	AMERIPRIDE 1201 S JACKSON ODESSA, TX 79761	07/30/20	Hi-Crush Inc. 20-33495 (DRJ)	123	\$ 3,561.82	AMERIPRIDE SERVICES, INC. C/O SHEILA R. SCHWAGER HAWLEY TROXELL ENNIS AND HAWLEY LLP P.O. BOX 1617 BOISE, ID 83701	09/01/20	Hi-Crush Inc. 20-33495 (DRJ)	705	\$ 3,561.82
3	BRIDGE FUNDING GROUP, INC. C/O ARTHUR HALSEY RICE, ESQ. 101 NORTHEAST THIRD AVENUE SUITE 1800 FORT LAUDERDALE, FL 33301	08/14/20	Hi-Crush Inc. 20-33495 (DRJ)	491	\$ 372,491.26	BRIDGE FUNDING GROUP, INC. C/O ARTHUR HALSEY RICE, ESQ. 101 NORTHEAST THIRD AVENUE SUITE 1800 FORT LAUDERDALE, FL 33301	08/19/20	Hi-Crush Inc. 20-33495 (DRJ)	615	\$ 372,491.26
4	BRIDGE FUNDING GROUP, INC. C/O ARTHUR HALSEY RICE, ESQ. 101 NORTHEAST THIRD AVENUE SUITE 1800 FORT LAUDERDALE, FL 33301	08/14/20	Hi-Crush Inc. 20-33495 (DRJ)	494	\$ 990,899.08	BRIDGE FUNDING GROUP, INC. C/O ARTHUR HALSEY RICE, ESQ. 101 NORTHEAST THIRD AVENUE SUITE 1800 FORT LAUDERDALE, FL 33301	08/19/20	Hi-Crush Inc. 20-33495 (DRJ)	618	\$ 990,899.08
5	BUFFALO PITTSBURGH RAILROAD INC. BETH PERRY 200 MERIDIAN CENTRE, STE 300 ROCHESTER, NY 14618	08/17/20	D & I Silica, LLC 20-33501 (DRJ)	578	\$ 1,482.00	BUFFALO PITTSBURGH RAILROAD INC. BETH PERRY 200 MERIDIAN CENTRE, SUITE 300 ROCHESTER, NY 14618	08/18/20	D & I Silica, LLC 20-33501 (DRJ)	588	\$ 2,144.00
6	BUFFALO PITTSBURGH RAILROAD INC. BETH PERRY 200 MERIDIAN CENTRE, STE 300 ROCHESTER, NY 14618	08/17/20	D & I Silica, LLC 20-33501 (DRJ)	580	\$ 1,482.00	BUFFALO PITTSBURGH RAILROAD INC. BETH PERRY 200 MERIDIAN CENTRE, SUITE 300 ROCHESTER, NY 14618	08/18/20	D & I Silica, LLC 20-33501 (DRJ)	588	\$ 2,144.00

\* Indicates claim contains unliquidated and/or undetermined amounts

Hi-Crush Inc., et al. 20-33495 (DRJ)  
Ninth Omnibus Objection (Duplicate Claims)  
Schedule 1 – Amended Claims

CLAIMS TO BE DISALLOWEDREMAINING CLAIMS

	NAME	DATE FILED	CASE NUMBER / DEBTOR	CLAIM #	CLAIM AMOUNT	NAME	DATE FILED	CASE NUMBER / DEBTOR	CLAIM #	CLAIM AMOUNT
7	CANADIAN NATIONAL RAILWAY COMPANY 935 DE LA GAUCHETIERE STREET WEST, FLOOR 4 MONTREAL, QC H3B 2M9 CANADA	08/13/20	D & I Silica, LLC 20-33501 (DRJ)	396	\$ 1,006,435.85	CANADIAN NATIONAL RAILWAY COMPANY 935 DE LA GAUCHETIERE STREET WEST, FLOOR 4 MONTREAL, QC H3B 2M9 CANADA	10/15/20	D & I Silica, LLC 20-33501 (DRJ)	762	\$ 17,185.85
8	CHARLES MURPHY 3409 SANDY TRAIL LANE PLANO, TX 75023	07/29/20	Hi-Crush Inc. 20-33495 (DRJ)	64	\$ 6,605.22	CHARLES MURPHY 3409 SANDY TRAIL LANE PLANO, TX 75023	07/30/20	Hi-Crush Inc. 20-33495 (DRJ)	76	\$ 6,605.22
9	CIT BANK, N.A. DAVID SINGER, CHIEF COUNSEL - CIT RAIL 30 SOUTH WACKER DRIVE, SUITE 2900 CHICAGO, IL 60606	07/17/20	D & I Silica, LLC 20-33501 (DRJ)	5	\$ 310,077.68*	CIT BANK, N.A. DAVID SINGER, CHIEF COUNSEL - CIT RAIL 30 SOUTH WACKER DRIVE, SUITE 2900 CHICAGO, IL 60606	08/19/20	D & I Silica, LLC 20-33501 (DRJ)	619	\$ 6,249,549.84*
10	CRESTMARK VENDOR FINANCE, A DIVISION OF METABANK PAUL R. HAGE JAFFE RAITT HEUER WEISS, P.C. 27777 FRANKLIN, SUITE 2500 SOUTHFIELD, MI 48034	07/28/20	Pronghorn Logistics Holdings, LLC 20-33512 (DRJ)	45	\$ 350,080.32	CRESTMARK VENDOR FINANCE, A DIVISION OF METABANK PAUL R. HAGE JAFFE RAITT HEUER WEISS, P.C. 27777 FRANKLIN, SUITE 2500 SOUTHFIELD, MI 48034	08/24/20	Pronghorn Logistics, LLC 20-33515 (DRJ)	680	\$ 350,080.32
11	DALE JAKUPCA 5 DURANGO PL CLEVELAND, SC 29635	08/07/20	Hi-Crush Inc. 20-33495 (DRJ)	185	\$ 33,004.15	DALE JAKUPCA 5 DURANGO PL CLEVELAND, SC 29635	08/07/20	Hi-Crush Inc. 20-33495 (DRJ)	188	\$ 32,999.20
12	DEPARTMENT OF THE TREASURY - INTERNAL REVENUE SERVICE INTERNAL REVENUE SERVICE P.O. BOX 7346 PHILADELPHIA, PA 19101-7346	09/16/20	Pronghorn Logistics, LLC 20-33515 (DRJ)	733	\$ 1,736,838.92	DEPARTMENT OF TREASURY - INTERNAL REVENUE SERVICE INTERNAL REVENUE SERVICE P.O. BOX 7346 PHILADELPHIA, PA 19101-7346	11/18/20	Pronghorn Logistics, LLC 20-33515 (DRJ)	816	\$ 0.00

\* Indicates claim contains unliquidated and/or undetermined amounts

Hi-Crush Inc., et al. 20-33495 (DRJ)  
Ninth Omnibus Objection (Duplicate Claims)  
Schedule 1 – Amended Claims

CLAIMS TO BE DISALLOWEDREMAINING CLAIMS

	NAME	DATE FILED	CASE NUMBER / DEBTOR	CLAIM #	CLAIM AMOUNT	NAME	DATE FILED	CASE NUMBER / DEBTOR	CLAIM #	CLAIM AMOUNT
13	FASTENAL COMPANY JOHN MILEK 2001 THEURER BLVD. WINONA, MN 55987	08/15/20	Hi-Crush Inc. 20-33495 (DRJ)	514	\$ 6,552.95	FASTENAL COMPANY 2001 THEURER BLVD. WINONA, MN 55987	08/15/20	Hi-Crush Inc. 20-33495 (DRJ)	515	\$ 6,552.95
14	MUL RAILCARS, INC. HIROYUKI YOSHIKURA, EXECUTIVE VICE PRESIDENT 121 SW MORRISON STREET, SUITE 1525 PORTLAND, OR 97204	11/09/20	D & I Silica, LLC 20-33501 (DRJ)	795	\$ 71,977.22	MUL RAILCARS, INC. HIROYUKI YOSHIKURA, EXECUTIVE VICE PRESIDENT 121 SW MORRISON STREET, SUITE 1525 PORTLAND, OR 97204	11/09/20	D & I Silica, LLC 20-33501 (DRJ)	796	\$ 71,977.22
15	RUTLIN, KURT W. C/O JAY S. CARMICHAEL 916 OAK STREET TOMAH, WI 54660	08/17/20	Hi-Crush Wyeville Operating LLC 20-33500 (DRJ)	585	\$ 1,177,370.22	RUTLIN, KURT W. JAY S 916 OAK STREET TOMAH, WI 54660	08/17/20	Hi-Crush Wyeville Operating LLC 20-33500 (DRJ)	586	\$ 1,177,370.22
16	TRINITY INDUSTRIES LEASING COMPANY SCOTT EWING 2525 STEMMONS FREEWAY DALLAS, TX 75207	11/09/20	Hi-Crush Inc. 20-33495 (DRJ)	808	\$ 146,808.86	TRINITY INDUSTRIES LEASING COMPANY SCOTT EWING 2525 STEMMONS FREEWAY DALLAS, TX 75207	11/09/20	Hi-Crush Inc. 20-33495 (DRJ)	809	\$ 149,596.36
17	TRINITY INDUSTRIES LEASING COMPANY SCOTT EWING 2525 STEMMONS FREEWAY DALLAS, TX 75207	11/09/20	D & I Silica, LLC 20-33501 (DRJ)	806	\$ 146,808.86	TRINITY INDUSTRIES LEASING COMPANY SCOTT EWING 2525 STEMMONS FREEWAY DALLAS, TX 75207	11/09/20	D & I Silica, LLC 20-33501 (DRJ)	810	\$ 149,596.36
18	TRINITY INDUSTRIES LEASING COMPANY SCOTT EWING 2525 STEMMONS FREEWAY DALLAS, TX 75207	11/09/20	D & I Silica, LLC 20-33501 (DRJ)	807	\$ 149,596.36	TRINITY INDUSTRIES LEASING COMPANY SCOTT EWING 2525 STEMMONS FREEWAY DALLAS, TX 75207	11/09/20	D & I Silica, LLC 20-33501 (DRJ)	810	\$ 149,596.36

**Schedule 2**

**Exact Duplicate Claims**



Hi-Crush Inc., et al. 20-33495 (DRJ)  
Ninth Omnibus Objection (Duplicate Claims)  
Schedule 2 – Exact Duplicate Claims

CLAIMS TO BE DISALLOWEDREMAINING CLAIMS

	NAME	DATE FILED	CASE NUMBER / DEBTOR	CLAIM #	CLAIM AMOUNT	NAME	DATE FILED	CASE NUMBER / DEBTOR	CLAIM #	CLAIM AMOUNT
1	CATERPILLAR FINANCIAL SERVICES CORPORATION 2120 WEST END AVENUE NASHVILLE, TN 37203-0986	08/07/20	Hi-Crush Augusta LLC 20-33497 (DRJ)	244	\$ 176,151.68	CATERPILLAR FINANCIAL SERVICES CORPORATION 2120 WEST END AVENUE NASHVILLE, TN 37203-0986	08/14/20	Hi-Crush Augusta LLC 20-33497 (DRJ)	488	\$ 176,151.68
2	CATERPILLAR FINANCIAL SERVICES CORPORATION 2120 WEST END AVENUE NASHVILLE, TN 37203-0986	08/10/20	Hi-Crush Wyeville Operating LLC 20-33500 (DRJ)	471	\$ 56,375.34	CATERPILLAR FINANCIAL SERVICES CORPORATION 2120 WEST END AVENUE NASHVILLE, TN 37203-0986	08/17/20	Hi-Crush Wyeville Operating LLC 20-33500 (DRJ)	584	\$ 56,375.34
3	CATERPILLAR FINANCIAL SERVICES CORPORATION 2120 WEST END AVENUE NASHVILLE, TN 37203-0986	08/07/20	Hi-Crush Blair LLC 20-33502 (DRJ)	237	\$ 113,287.46	CATERPILLAR FINANCIAL SERVICES CORPORATION 2120 WEST END AVENUE NASHVILLE, TN 37203-0986	08/14/20	Hi-Crush Blair LLC 20-33502 (DRJ)	489	\$ 113,287.46
4	CATERPILLAR FINANCIAL SERVICES CORPORATION 2120 WEST END AVENUE NASHVILLE, TN 37203-0986	08/07/20	Hi-Crush Permian Sand LLC 20-33505 (DRJ)	241	\$ 1,931.01	CATERPILLAR FINANCIAL SERVICES CORPORATION 2120 WEST END AVENUE NASHVILLE, TN 37203-0986	08/14/20	Hi-Crush Permian Sand LLC 20-33505 (DRJ)	487	\$ 1,931.01
5	CITY OF BIG SPRING 310 NOLAN ST. BIG SPRING, TX 79720	08/07/20	OnCore Processing LLC 20-33496 (DRJ)	221	\$ 3,210.22	CITY OF BIG SPRING 310 NOLAN INDUSTRIAL PARK/AIRPARK BIG SPRING, TX 79720	08/11/20	OnCore Processing LLC 20-33496 (DRJ)	302	\$ 3,210.22
6	ENTERPRISE FM TRUST AND ENTERPRISE FLEET MANAGEMENT, INC. C/O GEOFFREY S. GOODMAN FOLEY AND LARDNER LLP 321 N. CLARK STREET, SUITE 3000 CHICAGO, IL 60654	08/11/20	Hi-Crush Inc. 20-33495 (DRJ)	426	\$ 183,017.75	ENTERPRISE FM TRUST AND ENTERPRISE FLEET MANAGEMENT, INC. C/O GEOFFREY S. GOODMAN FOLEY AND LARDNER LLP 321 N. CLARK STREET, SUITE 3000 CHICAGO, IL 60654	08/14/20	Hi-Crush Inc. 20-33495 (DRJ)	441	\$ 183,017.75

Hi-Crush Inc., et al. 20-33495 (DRJ)  
Ninth Omnibus Objection (Duplicate Claims)  
Schedule 2 – Exact Duplicate Claims

CLAIMS TO BE DISALLOWEDREMAINING CLAIMS

NAME	DATE FILED	CASE NUMBER / DEBTOR	CLAIM #	CLAIM AMOUNT	NAME	DATE FILED	CASE NUMBER / DEBTOR	CLAIM #	CLAIM AMOUNT
7 J BRIAN COREY 41 GILMORE ROAD NORTH EASTON, MA 02356	08/07/20	Hi-Crush Inc. 20-33495 (DRJ)	183	\$ 8,424.10	J. BRIAN COREY 41 GILMORE ROAD NORTH EASTON, MA 02356	08/07/20	Hi-Crush Inc. 20-33495 (DRJ)	184	\$ 8,424.10
8 JOSEPH D. MAHONEY 37 S OLD MILL LN BURR RIDGE, IL 60527	08/13/20	Hi-Crush Inc. 20-33495 (DRJ)	408	\$ 5,101.00	JOSEPH D. MAHONEY 37 S OLD MILL LN BURR RIDGE, IL 60527	08/13/20	Hi-Crush Inc. 20-33495 (DRJ)	412	\$ 5,101.00
9 KEITH KOKOS 945 EAST KUIAHA HAIKU, HI 96708	10/21/20	Hi-Crush Inc. 20-33495 (DRJ)	777	\$ 3,029.94	KEITH KOKOS 945 EAST KUIAHA HAIKU, HI 96708	10/26/20	Hi-Crush Inc. 20-33495 (DRJ)	780	\$ 3,029.94
10 KWOK WEI CHAN 5 NORTHLAND ROAD SHREWSBURY, MA 0154	08/03/20	Hi-Crush Inc. 20-33495 (DRJ)	106	\$ 26,250.00	KWOK WEI CHAN 5 NORTHLAND ROAD SHREWSBURY, MA 01545	10/27/20	Hi-Crush Inc. 20-33495 (DRJ)	783	\$ 26,250.00
11 MUL RAILCARS, INC. HIROYUKI YOSHIKURA, EXECUTIVE VICE PRESIDENT 121 SW MORRISON STREET, SUITE 1525 PORTLAND, OR 97204	08/14/20	Hi-Crush Inc. 20-33495 (DRJ)	506	\$ 17,968,595.00	MUL RAILCARS, INC. ATTN DOUGLAS J. LIPKE VEDDER PRICE, P.C. 222 N. LASALLE ST STE 2600 CHICAGO, IL 60601	08/15/20	Hi-Crush Inc. 20-33495 (DRJ)	582	\$ 17,968,595.00
12 MUL RAILCARS, INC. HIROYUKI YOSHIKURA, EXECUTIVE VICE PRESIDENT 121 SW MORRISON STREET, SUITE 1525 PORTLAND, OR 97204	08/14/20	D & I Silica, LLC 20-33501 (DRJ)	505	\$ 17,968,595.00	MUL RAILCARS, INC. ATTN DOUGLAS J. LIPKE VEDDER PRICE, P.C. 222 N. LASALLE ST STE 2600 CHICAGO, IL 60601	08/15/20	D & I Silica, LLC 20-33501 (DRJ)	583	\$ 17,968,595.00
13 NEW YORK STATE DEPARTMENT OF TAXATION AND FINANCE BANKRUPTCY SECTION PO BOX 5300 ALBANY, NY 12205-0300	09/28/20	Hi-Crush Inc. 20-33495 (DRJ)	737	\$ 97,250.00	NEW YORK STATE DEPARTMENT OF TAXATION AND FINANCE BANKRUPTCY SECTION PO BOX 5300 ALBANY, NY 12205	09/25/20	Hi-Crush Inc. 20-33495 (DRJ)	739	\$ 97,250.00
14 PAUL PATRICK LAKY 12612 98TH AVE CT NW GIGHARBOR, WA 98329	08/10/20	Hi-Crush Inc. 20-33495 (DRJ)	286	\$ 28,706.52	PAUL PATRICK LAKY 12612 98TH AVE CT NW GIGHARBOR, WA 98329	08/12/20	Hi-Crush Inc. 20-33495 (DRJ)	383	\$ 28,706.52

Hi-Crush Inc., et al. 20-33495 (DRJ)  
 Ninth Omnibus Objection (Duplicate Claims)  
 Schedule 2 – Exact Duplicate Claims

CLAIMS TO BE DISALLOWED

REMAINING CLAIMS

	NAME	DATE FILED	CASE NUMBER / DEBTOR	CLAIM #	CLAIM AMOUNT	NAME	DATE FILED	CASE NUMBER / DEBTOR	CLAIM #	CLAIM AMOUNT
15	WELLS FARGO VENDOR FINANCIAL SERVICES, INC. ATTN LISA BODDERICK 1010 THOMAS EDISON BLVD. SW CEDAR RAPIDS, IA 52404	08/13/20	Hi-Crush Inc. 20-33495 (DRJ)	477	\$ 15,161.78	WELLS FARGO VENDOR FINANCIAL SERVICES, INC. ATTN LISA BODDERICK 1010 THOMAS EDISON BLVD. SW CEDAR RAPIDS, IA 52404	08/13/20	Hi-Crush Inc. 20-33495 (DRJ)	482	\$ 15,161.78