

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

In re:)	
RHODIUM ENCORE, LLC, et al., ¹)	Chapter 11
)	
Debtors.)	Case No. 24-90448 (ARP)
)	
)	Jointly Administered

**NOTICE OF REVISED PROPOSED ORDER REGARDING CHASE BLACKMON,
CAMERON BLACKMON, NATHAN NICHOLS, AND NICHOLAS CERASUOLO’S
MOTION FOR AN ORDER (A) MODIFYING THE AUTOMATIC STAY TO ALLOW
THE ADVANCEMENT OF DEFENSE COSTS UNDER THE DEBTORS’ D&O
INSURANCE AND (B) GRANTING RELATED RELIEF**

[Regarding ECF No. 1509]

Chase Blackmon, Cameron Blackmon, Nathan Nichols and Nicholas Cerasuolo (together, the “Founders”), hereby file this notice to advise the Court and parties in interest of the following:

1. On August 6, 2025, the Founders filed Chase Blackmon, Cameron Blackmon, Nathan Nichols and Nicholas Cerasuolo’s Motion for an Order (A) Modifying the Automatic Stay to Allow the Advancement of Defense Costs Under the Debtors’ D&O Insurance and (B) Granting Related Relief (the “D&O Insurance Motion”).

2. The Official Committee of Unsecured Creditors (the “UCC”) requested certain modifications and additions (the “UCC Revisions”), to the proposed order (the “Original Proposed Order”) to the D&O Insurance Motion, to which the Founders have agreed.

¹ The debtors and debtors-in-possession in these chapter 11 cases (the “Debtors”) and the last four digits of their corporate identification numbers are as follows: Rhodium Encore LLC (3974), Jordan HPC LLC (3683), Rhodium JV LLC (5323), Rhodium 2.0 LLC (1013), Rhodium 10MW LLC (4142), Rhodium 30MW LLC (0263), Rhodium Enterprises, Inc. (6290), Rhodium Technologies LLC (3973), Rhodium Renewables LLC (0748), Air HPC LLC (0387), Rhodium Shared Services LLC (5868), Rhodium Ready Ventures LLC (8618), Rhodium Industries LLC (4771), Rhodium Encore Sub LLC (1064), Jordan HPC Sub LLC (0463), Rhodium 2.0 Sub LLC (5319), Rhodium 10MW Sub LLC (3827), Rhodium 30MW Sub LLC (4386), and Rhodium Renewables Sub LLC (9511). The mailing and service address of the Debtors in these chapter 11 cases is 2617 Bissonnet Street, Suite 234, Houston, TX 77005.



3. The Ad Hoc Group of SAFE Parties (the “SAFE AHG”) filed an objection (the “SAFE AHG Objection”) to the D&O Insurance Motion on August 21, 2025. The SAFE AHG and Founders have agreed to certain further modifications and additions (the “SAFE AHG Revisions”) to the Original Proposed Order, resolving the SAFE AHG Objection. The UCC has indicated that it does not oppose the SAFE AHG Revisions.

4. A revised proposed order (the “Revised Proposed Order”) incorporating the UCC Revisions and the SAFE AHG revisions is attached hereto as **Exhibit A**. The changes between the Original Proposed Order and the Revised Proposed Order are reflected in redline attached hereto as **Exhibit B**.

5. The Founders submit that the UCC Revisions and SAFE AHG Revisions do not alter the rights of any party other than the Founders, UCC, and SAFE AHG, as compared to the Original Proposed Order. No other party objected or provided informal comments to the D&O Insurance Motion or Original Proposed Order.

6. The Founders therefore request that the Court enter the Revised Proposed Order granting the D&O Insurance Motion.

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Dated: September 5, 2025

Respectfully submitted,

SHANNON & LEE LLP

/s/R. J. Shannon

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*Counsel to Chase Blackmon, Cameron Blackmon,
and Nathan Nichols*

CERTIFICATE OF SERVICE

I hereby certify that the forgoing document was served by the Court's CM/ECF System on all parties registered to receive such service at the time of filing.

/s/R. J. Shannon

R. J. Shannon

EXHIBIT A

Revised Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
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In re:)	
RHODIUM ENCORE, LLC, et al., ¹)	Chapter 11
)	
Debtor.)	Case No. 24-90448 (ARP)
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**ORDER GRANTING CHASE BLACKMON, CAMERON BLACKMON, NATHAN
NICHOLS, AND NICHOLAS CERASUOLO’S MOTION FOR AN ORDER (A)
MODIFYING THE AUTOMATIC STAY TO ALLOW THE ADVANCEMENT OF
DEFENSE COSTS UNDER THE DEBTORS’ D&O INSURANCE AND (B) GRANTING
RELATED RELIEF**

Upon consideration of *Chase Blackmon, Cameron Blackmon, Nathan Nichols, and Nicholas Cerasuolo’s Motion for an Order (A) Modifying the Automatic Stay to Allow the Advancement of Defense Costs under the Debtors’ D&O Insurance and (B) Granting Related Relief* (the “Motion”),² for entry of an order, pursuant to sections 105, 362(d), and 541 of the Bankruptcy Code, Bankruptcy Rule 4001, and Bankruptcy Local Rule 4001-1, modifying the automatic stay to allow the Insurers to advance covered defense costs in accordance with the D&O Policies; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334; and consideration of the Motion and the relief being a core proceeding pursuant to 28 U.S.C. § 157; and it appearing that venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided; and such notice having been adequate and

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² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Motion.

appropriate under circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the Motion; and this Court having found and determined that the legal and factual bases set forth in the Motion establish just cause for relief granted herein; and any objections to the requested relief having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor; **IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED.
2. The Founders are authorized to request the payment and/or advancement of covered Defense Costs from the Insurers.
3. The Insurers are authorized to advance covered Defense Costs to the Founders to the extent authorized under the D&O Policies.
4. Nothing herein shall constitute a finding by the Court that the proceeds of the D&O Policies are or are not property of the Debtors' estates, and the Court makes no finding as to the applicability of the automatic stay imposed by 11 U.S.C. § 362(a) to the D&O Policies' proceeds.
5. The automatic stay set forth in section 362 of the Bankruptcy Code, to the extent applicable, is hereby modified to permit the Founders to request and the Insurers to pay and/or advance Defense Costs to the extent consistent with the D&O Policies.
6. On or before [five (5)] business days after the entry of this Order, the Founders shall identify the specific amount of Defense Costs they currently contend are subject to payment and/or advancement.
7. The Founders shall provide written monthly updates on the amount of Defense Costs requested and advanced on behalf of the Founders under the D&O Policies to McDermott Will & Schulte LLP as counsel to the Official Committee of Unsecured Creditors (the "Committee") and to Akin Gump Strauss Hauer & Feld LLP as counsel to the Ad Hoc Group of SAFE Parties (the "SAFE

AHG”) until the Limits of Liability of the D&O Policies are fully eroded. Such monthly updates shall be provided on a monthly basis beginning the last day of each month following entry of this Order and shall include, on a per individual basis, (1) the name of the Founder who received advances and/or payments; (2) the nature of the claim(s); (3) the dollar amount of the claim(s) submitted and the amount actually advanced and/or paid by each Insurer and the applicable D&O policy under which such Defense Costs have been advanced; and (4) the identity of counsel representing the Founder (if applicable).

8. On or before [five (5)] business days after the entry of this Order, the Founders shall provide copies of all coverage letters to the Committee and the SAFE AHG and shall have a continuing obligation to provide copies of such coverage letters.

9. For the avoidance of doubt, this Order only authorizes the Insurers to make advances and/or payments for the Defense Costs of the Founders. Nothing herein authorizes Insurers to make any payments in connection with any other type of Loss (i.e., a non-Defense Costs). A further order from this Court is required for the payment of any non-Defense Costs, including any settlement.

10. Nothing in this Order shall modify or alter the rights and obligations provided for under the terms and provisions of the D&O Policies, including any obligation of the Founders to repay non-covered Loss in accordance with the terms and provisions of the D&O Policies.

11. To the extent applicable, the fourteen-day stay under Bankruptcy Rule 4001(a)(4) shall not apply and this Order shall become effective immediately.

12. The Founders, the Insurers, and the Debtors are authorized to take all actions necessary to effectuate the relief granted by this Order.

13. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

Signed _____, 2025

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT B

Redline of Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
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HOUSTON DIVISION**

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Upon consideration of *Chase Blackmon, Cameron Blackmon, Nathan Nichols, and Nicholas Cerasuolo’s Motion for an Order (A) Modifying the Automatic Stay to Allow the Advancement of Defense Costs under the Debtors’ D&O Insurance and (B) Granting Related Relief* (the “Motion”),² for entry of an order, pursuant to sections 105, 362(d), and 541 of the Bankruptcy Code, Bankruptcy Rule 4001, and Bankruptcy Local Rule 4001-1, modifying the automatic stay to allow the Insurers to advance covered defense costs in accordance with the D&O Policies; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334; and consideration of the Motion and the relief being a core proceeding pursuant to 28 U.S.C. § 157; and it appearing that venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been

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provided; and such notice having been adequate and appropriate under circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the Motion; and this Court having found and determined that the legal and factual bases set forth in the Motion establish just cause for relief granted herein; and any objections to the requested relief having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor; **IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED.
2. The Founders are authorized to request the payment and/or advancement of covered ~~defense costs~~ Defense Costs from the Insurers.
3. The Insurers are authorized to advance covered ~~defense costs~~ Defense Costs to the Founders ~~pursuant~~ to the ~~terms of~~ extent authorized under the D&O Policies.
4. Nothing herein shall constitute a finding by the Court that the proceeds of the D&O Policies are or are not property of the Debtors' estates, and the Court makes no finding as to the applicability of the automatic stay imposed by 11 U.S.C. § 362(a) to the D&O Policies' proceeds.
5. ~~4.~~ The automatic stay set forth in section 362 of the Bankruptcy Code, to the extent applicable, is hereby modified to permit the Founders to request and the Insurers to pay and/or advance Defense Costs to the extent consistent with the D&O Policies.
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7. The Founders shall provide written monthly updates on the amount of Defense Costs requested and advanced on behalf of the Founders under the D&O Policies

to McDermott Will & Schulte LLP as counsel to the Official Committee of Unsecured Creditors (the “Committee”) and to Akin Gump Strauss Hauer & Feld LLP as counsel to the Ad Hoc Group of SAFE Parties (the “SAFE AHG”) until the Limits of Liability of the D&O Policies are fully eroded. Such monthly updates shall be provided on a monthly basis beginning the last day of each month following entry of this Order and shall include, on a per individual basis, (1) the name of the Founder who received advances and/or payments; (2) the nature of the claim(s); (3) the dollar amount of the claim(s) submitted and the amount actually advanced and/or paid by each Insurer and the applicable D&O policy under which such Defense Costs have been advanced; and (4) the identity of counsel representing the Founder (if applicable).

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10. ~~5.~~ Nothing in this Order shall modify or alter the rights and obligations provided for under the terms and provisions of the D&O Policies, including any obligation of the Founders to repay non-covered Loss in accordance with the terms and provisions of the D&O Policies.

11. ~~6.~~ To the extent applicable, the fourteen-day stay under Bankruptcy Rule

4001(a)(4) shall not apply and this Order shall become effective immediately.

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13. ~~8.~~ This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

Signed _____, 2025

UNITED STATES BANKRUPTCY JUDGE

Summary report: Litera Compare for Word 11.8.0.56 Document comparison done on 9/5/2025 12:31:33 PM	
Style name: Default Style	
Intelligent Table Comparison: Active	
Original filename: 0 - Rhodium - Proposed Order re Relief Stay Motion (As Filed).docx	
Modified filename: Rhodium - Proposed Order re Relief Stay Motion (9.4.25)-4905-8449-4950-v3.docx	
Changes:	
<u>Add</u>	22
Delete	9
Move From	0
<u>Move To</u>	0
<u>Table Insert</u>	0
Table Delete	0
<u>Table moves to</u>	0
Table moves from	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format changes	0
Total Changes:	31