

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:
SOUTHCROSS ENERGY PARTNERS, L.P.,
Debtor.
Tax I.D. No. 45-5045230

Chapter 11
Case No. 19-10702 (MFW)
RE: D.I. 3

In re:
SOUTHCROSS ENERGY PARTNERS GP,
LLC,
Debtor.
Tax I.D. No. 32-0375141

Chapter 11
Case No. 19-10703 (MFW)

In re:
SOUTHCROSS ENERGY FINANCE CORP.,
Debtor.
Tax I.D. No. 46-4022225

Chapter 11
Case No. 19-10704 (MFW)

In re:
SOUTHCROSS ENERGY OPERATING, LLC,
Debtor.
Tax I.D. No. 90-0819605

Chapter 11
Case No. 19-10705 (MFW)

In re:
SOUTHCROSS ENERGY GP LLC,
Debtor.
Tax I.D. No. 27-0364246

Chapter 11
Case No. 19-10706 (MFW)



In re:

SOUTHCROSS ENERGY LP LLC,

Debtor.

Tax I.D. No. 27-0364304

Chapter 11

Case No. 19-10707 (MFW)

In re:

SOUTHCROSS GATHERING LTD.,

Debtor.

Tax I.D. No. 27-0587233

Chapter 11

Case No. 19-10708 (MFW)

In re:

SOUTHCROSS CCNG GATHERING LTD.,

Debtor.

Tax I.D. No. 75-2659553

Chapter 11

Case No. 19-10709 (MFW)

In re:

SOUTHCROSS CCNG TRANSMISSION LTD.,

Debtor.

Tax I.D. No. 74-2704531

Chapter 11

Case No. 19-10710 (MFW)

In re:

SOUTHCROSS MARKETING COMPANY
LTD.,

Debtor.

Tax I.D. No. 27-0463313

Chapter 11

Case No. 19-10711 (MFW)

In re:

SOUTHCROSS NGL PIPELINE LTD.,

Debtor.

Tax I.D. No. 27-0463214

Chapter 11

Case No. 19-10712 (MFW)

In re:

SOUTHCROSS MIDSTREAM SERVICES, L.P.,

Debtor.

Tax I.D. No. 26-3675932

Chapter 11

Case No. 19-10713 (MFW)

In re:

SOUTHCROSS MISSISSIPPI INDUSTRIAL
GAS SALES, L.P.,

Debtor.

Tax I.D. No. 20-0067519

Chapter 11

Case No. 19-10714 (MFW)

In re:

SOUTHCROSS MISSISSIPPI PIPELINE, L.P.,

Debtor.

Tax I.D. No. 20-0067499

Chapter 11

Case No. 19-10715 (MFW)

In re:

SOUTHCROSS GULF COAST
TRANSMISSION LTD.,

Debtor.

Tax I.D. No. 75-2900546

Chapter 11

Case No. 19-10716 (MFW)

In re:

SOUTHCROSS MISSISSIPPI GATHERING,
L.P.,

Debtor.

Tax I.D. No. 26-3862994

Chapter 11

Case No. 19-10717 (MFW)

In re:

SOUTHCROSS DELTA PIPELINE LLC,

Debtor.

Tax I.D. No. 26-4246804

Chapter 11

Case No. 19-10718 (MFW)

In re:

SOUTHCROSS ALABAMA PIPELINE LLC,

Debtor.

Tax I.D. No. 32-0437180

Chapter 11

Case No. 19-10719 (MFW)

In re:

SOUTHCROSS NUECES PIPELINES LLC,

Debtor.

Tax I.D. No. 32-0437034

Chapter 11

Case No. 19-10720 (MFW)

In re:

SOUTHCROSS PROCESSING LLC,

Debtor.

Tax I.D. No. 45-2460672

Chapter 11

Case No. 19-10721 (MFW)

In re:

FL RICH GAS SERVICES GP, LLC,

Debtor.

Tax I.D. No. 35-2535172

Chapter 11

Case No. 19-10722 (MFW)

In re:

FL RICH GAS SERVICES, LP,

Debtor.

Tax I.D. No. 26-2090219

Chapter 11

Case No. 19-10723 (MFW)

In re:

FL RICH GAS UTILITY GP, LLC,

Debtor.

Tax I.D. No. 61-1763280

Chapter 11

Case No. 19-10724 (MFW)

In re:

FL RICH GAS UTILITY, LP,

Debtor.

Tax I.D. No. 30-0873644

Chapter 11

Case No. 19-10725 (MFW)

In re:

SOUTHCROSS TRANSMISSION, LP,

Debtor.

Tax I.D. No. 35-2456432

Chapter 11

Case No. 19-10726 (MFW)

In re:

T2 EF COGENERATION HOLDINGS LLC,
Debtor.

Tax I.D. No. 35-2470613

Chapter 11

Case No. 19-10727 (MFW)

In re:

T2 EF COGENERATION LLC,
Debtor.

Tax I.D. No. 45-5284976

Chapter 11

Case No. 19-10728 (MFW)

ORDER DIRECTING JOINT ADMINISTRATION OF CHAPTER 11 CASES

Upon the motion (the “**Motion**”)¹ of Southcross Energy Partners, L.P. (“**Southcross**”), Southcross Energy Partners GP, LLC, and Southcross’s wholly owned direct and indirect subsidiaries, each of which is a debtor and debtor in possession in the Chapter 11 Cases (collectively, the “**Debtors**”), for entry of an order pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1, directing the joint administration of the Chapter 11 Cases for procedural purposes only, as more fully described in the Motion; and the Court having jurisdiction to consider the matters raised in the Motion pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012; and the Court having authority to hear the matters raised in the Motion pursuant to 28 U.S.C. § 157; and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and consideration of the Motion and the requested relief being a core proceeding that the Court can determine pursuant to 28 U.S.C. § 157(b)(2); and due and proper

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

notice of the Motion and opportunity for a hearing on the Motion having been given to the parties listed therein, and it appearing that no other or further notice need be provided; and the Court having reviewed and considered the Motion and the Howe Declaration; and the Court having held a hearing on the Motion; and the Court having determined that the legal and factual bases set forth in the Motion and at the hearing establish just cause for the relief granted herein; and the Court having found that the relief requested in the Motion being in the best interests of the Debtors, their creditors, their estates, and all other parties in interest; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The relief requested in the Motion is hereby granted as set forth herein.
2. The Chapter 11 Cases are consolidated for procedural purposes only and shall be jointly administered by the Court under Case No. 19-10702 (MFW).
3. Nothing contained in this Order shall be deemed or construed as directing or otherwise affecting the substantive consolidation of any of the Chapter 11 Cases, the Debtors, or the Debtors' estates.
4. The caption of the jointly administered Chapter 11 Cases shall read as follows:

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
SOUTHCROSS ENERGY PARTNERS, L.P.,)	Case No. 19-10702 (MFW)
<i>et al.</i> ,)	
)	Jointly Administered
Debtors. ¹)	
)	
)	

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective Employer Identification Numbers, are as follows: Southcross Energy Partners, L.P. (5230); Southcross Energy Partners GP, LLC (5141); Southcross Energy Finance Corp. (2225); Southcross Energy Operating, LLC (9605); Southcross Energy GP LLC (4246); Southcross Energy LP LLC (4304); Southcross Gathering Ltd. (7233); Southcross CCNG Gathering Ltd. (9553); Southcross CCNG Transmission Ltd. (4531); Southcross Marketing Company Ltd. (3313); Southcross NGL Pipeline Ltd. (3214); Southcross Midstream Services, L.P. (5932); Southcross Mississippi Industrial Gas Sales, L.P. (7519); Southcross Mississippi Pipeline, L.P. (7499); Southcross Gulf Coast Transmission Ltd. (0546); Southcross Mississippi Gathering, L.P. (2994); Southcross Delta Pipeline LLC (6804); Southcross Alabama Pipeline LLC (7180); Southcross Nueces Pipelines LLC (7034); Southcross Processing LLC (0672); FL Rich Gas Services GP, LLC (5172); FL Rich Gas Services, LP (0219); FL Rich Gas Utility GP, LLC (3280); FL Rich Gas Utility, LP (3644); Southcross Transmission, LP (6432); T2 EF Cogeneration Holdings LLC (0613); and T2 EF Cogeneration LLC (4976). The debtors' mailing address is 1717 Main Street, Suite 5300, Dallas, TX 75201.

5. A docket entry shall be made in each of the Chapter 11 Cases (other than the Chapter 11 Case of Southcross Energy Partners, L.P.) substantially as follows:

An order has been entered in this case 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 District of Delaware directing the procedural consolidation and joint administration of the chapter 11 cases of Southcross Energy Partners, L.P., Southcross Energy Partners GP, LLC, Southcross Energy Finance Corp., Southcross Energy Operating, LLC, Southcross Energy GP LLC, Southcross Energy LP LLC, Southcross Gathering Ltd., Southcross CCNG Gathering Ltd., Southcross CCNG Transmission Ltd., Southcross Marketing Company Ltd., Southcross NGL Pipeline Ltd., Southcross Midstream Services, L.P., Southcross Mississippi Industrial Gas Sales, L.P., Southcross Mississippi Pipeline, L.P., Southcross Gulf Coast Transmission Ltd., Southcross Mississippi Gathering, L.P., Southcross Delta Pipeline LLC, Southcross Alabama Pipeline LLC, Southcross Nueces Pipelines LLC, Southcross Processing LLC, FL Rich Gas Services GP, LLC, FL Rich Gas Services, LP, FL Rich Gas Utility GP, LLC, FL Rich Gas Utility, LP, Southcross Transmission LP, T2 EF Cogeneration Holdings LLC, and

T2 EF Cogeneration LLC. The docket in Case No. 19-10702 (MFW) should be consulted for all matters affecting this case.

6. The requirement of section 342(c)(1) of the Bankruptcy Code and Bankruptcy Rule 2002(n) for the inclusion of the Debtors' full tax identification numbers in the captions for Debtors' filings with the Court and notices sent to creditors is waived.

7. Any Bankruptcy Rule or Local Rule that might otherwise delay the effectiveness of this Order is hereby waived, and the terms and conditions of this Order shall be effective and enforceable immediately upon its entry.

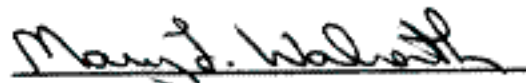
8. The Debtors are authorized to take all such actions as are necessary or appropriate to implement the terms of this Order.

9. Proper, timely, adequate, and sufficient notice of the Motion has been provided in accordance with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules, and no other or further notice of the Motion or the entry of this Order shall be required.

10. The Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: April 2nd, 2019
Wilmington, Delaware

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MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE