

**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)
)	
Reorganized Debtor. ¹)	
)	
)	<u>Response Deadline</u>
)	July 16, 2020 at 4:00 p.m. (ET)
)	

REORGANIZED DEBTOR’S THIRD NOTICE OF CLAIMS SATISFIED IN FULL

* * *

TO THE CLAIMANTS LISTED IN EXHIBIT A TO THIS NOTICE: YOUR RIGHTS MAY BE AFFECTED BY A FAILURE TO RESPOND TO THIS NOTICE BY THE DEADLINE SET FORTH HEREIN. CLAIMANTS RECEIVING THIS NOTICE SHOULD LOCATE THEIR NAMES AND CLAIMS IN EXHIBIT A AND, IF APPLICABLE, FILE A RESPONSE BY THE RESPONSE DEADLINE FOLLOWING THE INSTRUCTIONS SET FORTH HEREIN. THIS NOTICE IS WITHOUT PREJUDICE TO THE REORGANIZED DEBTORS’ RIGHTS TO PURSUE FURTHER SUBSTANTIVE OR NON-SUBSTANTIVE OBJECTIONS AGAINST THE SATISFIED CLAIMS LISTED IN EXHIBIT A.

* * *

The above-captioned reorganized debtor (the “**Debtor**” or the “**Reorganized Debtor**,” as applicable) in the above-captioned chapter 11 case (the “**Chapter 11 Case**”)² hereby files this third notice (the “**Notice**”) identifying proofs of claim filed in the Chapter 11 Case that have been satisfied post-petition in full by payments by the Debtor pursuant to Court orders authorizing such payments or otherwise (collectively, the “**Satisfied Claims**”). In support of this Notice, the Debtor respectfully states as follows:

¹ The last four digits of the Employer Identification Number of the reorganized debtor, Southcross Energy Partners, L.P., are 5230. The reorganized debtor’s mailing address is 1717 Main Street, Suite 5300, Dallas, TX 75201.

² As appropriate from the context, the terms Debtors, Reorganized Debtors, and Chapter 11 Cases shall include reference to Closing Debtors (as defined below) and their respective Chapter 11 Cases.



BACKGROUND

1. On April 1, 2019 (the “**Petition Date**”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. Subsequent to the Petition Date, the Debtors continued in possession of their property and continued to operate and manage their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. The Chapter 11 Cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and the *Order Directing Joint Administration of Chapter 11 Cases* [D.I. 48] entered by the Court on April 2, 2019 in each of the Chapter 11 Cases.

3. No request has been made for the appointment of a trustee or examiner, and no official committee was appointed in the Chapter 11 Cases.

4. On April 2, 2019, the Court entered the *Order Authorizing Debtors to Employ and Retain Kurtzman Carson Consultants LLC as Notice and Claims Agent for Debtors Nunc Pro Tunc to the Petition Date* [D.I. 49] (the “**KCC Noticing and Claims Retention Order**”), thereby appointing Kurtzman Carson Consultants LLC (“**KCC**”) as the claims and noticing agent for the Chapter 11 Cases. On June 10, 2019, the Court entered the *Order Authorizing The Debtors To Employ and Retain Kurtzman Carson Consultants LLC as Administrative Advisor of the Debtors Nunc Pro Tunc to the Petition Date* [D.I. 258] (the “**KCC Administrative Advisor Retention Order**” and, together with the KCC Noticing and Claims Retention Order, the “**KCC Retention Orders**” and, KCC in its capacity under the KCC Retention Orders, the “**Claims Agent**”), thereby authorizing the Debtors to employ KCC as the administrative advisor to the Debtors in the Chapter 11 Cases.

5. On June 10, 2019, the Court entered the *Order Establishing Deadlines and Procedures for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof* [D.I. 260] (the “**Bar Date Order**”) establishing July 19, 2019 at 5:00 p.m. (prevailing Eastern Time) and September 30, 2019 at 5:00 p.m. (prevailing Eastern Time) as the General Bar Date and Governmental Bar Date, respectively (each as defined therein, collectively, the “**Bar Date**”).³

6. On June 12, 2019, the Debtors prepared and filed their schedules of assets and liabilities (the “**Schedules**”) and statements of financial affairs [D.I. 268–295, 297–322].

7. On June 13, 2019, KCC duly served the *Notice of Deadlines of Filing Proofs of Claim Against the Debtors* [D.I. 325] (the “**Bar Date Notice**”). See *Affidavit of Service of Priscilla Romera* [D.I. 343]. On June 21, 2019, the Debtors caused the Bar Date Notice to be published in the *USA Today*. See *Affidavit of Publication of Notice of Deadlines for Filing Proofs of Claim Against the Debtors in USA Today* [D.I. 341].

8. On October 4, 2019, the Debtors filed the *Debtors’ Notice of Claims Satisfied in Full* [D.I. 518].

9. On January 24, 2020, the Debtors filed the *First Amended Chapter 11 Plan for Southcross Energy Partners L.P. and its Affiliated Debtors* [D.I. 863] (as amended, the “**Plan**”). The Plan was confirmed on January 27, 2020 pursuant to the *Order Confirming First Amended Chapter 11 Plan for Southcross Energy Partners, L.P. and its Affiliated Debtors* [D.I. 873]. The Effective Date (as defined in the Plan) of the Plan occurred on January 31, 2020 [D.I. 881].

10. On March 6, 2020, the Court entered the *Final Decree (I) Closing Certain Chapter 11 Cases and (II) Terminating Certain Claims and Noticing Services* [D.I. 928] (the

³ The Governmental Bar Date (for the United States only) was extended to October 15, 2019 by order of the Court [D.I. 606].

“**First Final Decree**”), closing all but two of the Reorganized Debtors’ affiliated Chapter 11 Cases. Paragraph 6 of the First Final Decree dictates that all Proofs of Claim against the Closing Debtors (each as defined below) shall remain unaffected by entry of the First Final Decree and such Proofs of Claim shall be administered in the Chapter 11 Case of Debtor Southcross Energy Partners, L.P. without prejudice to the rights of any claimant related thereto.

11. On May 8, 2020, the Debtors filed the *Reorganized Debtors’ Second Notice of Claims Satisfied in Full* [D.I. 964].

12. On June 3, 2020, the Court entered the *Final Decree (I) Closing Chapter 11 Case of Southcross Gulf Coast Transmission Ltd. and (II) Terminating Certain Claims and Noticing Services* [D.I. 978] (the “**Second Final Decree**”), closing the Chapter 11 Case of Southcross Gulf Coast Transmission Ltd (“**Gulf Coast**” and, together with each Debtor closed in the First Final Decree, the “**Closing Debtors**”). Paragraph 6 of the Second Final Decree dictates that all Proofs of Claim against Gulf Coast shall remain unaffected by entry of the Second Final Decree and such Proofs of Claim shall be administered in the Chapter 11 Case of Debtor Southcross Energy Partners, L.P. without prejudice to the rights of any claimant related thereto.

13. Additional information about the Debtor’s businesses and affairs, prepetition capital structure, and prepetition indebtedness, and the events leading up to the Petition Date, can be found in the *Declaration of Michael B. Howe in Support of Debtors’ Chapter 11 Proceedings and First Day Pleadings* [D.I. 2], which is incorporated herein by reference.

CLAIMS SATISFIED AFTER THE PETITION DATE

14. In connection with its review of its Books and Records, the Reorganized Debtor has concluded that the Satisfied Claims set forth on Exhibit A attached hereto have been satisfied

by the Reorganized Debtor after the Petition Date through payments by the Reorganized Debtor in the ordinary course of business, or otherwise.

15. Accordingly, the Reorganized Debtor intends to direct the Claims Agent to designate the Satisfied Claims on its claims register as being previously satisfied in full so that the claims register is accurate.

16. Out of an abundance of caution, however, the Reorganized Debtor serves this Notice on all claimants holding Satisfied Claims (the “**Claimants**”) to provide them with an opportunity to object to the Reorganized Debtor’s determination that such claims have been satisfied in full.

17. By this Notice, the Reorganized Debtor’s request that any Claimant disputing the Reorganized Debtor’s determination that such Claimant’s Satisfied Claim has been paid in full file a written response (the “**Response**”) with the clerk of the Bankruptcy Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, and serve such response on the undersigned counsel to the Reorganized Debtors so as to be received on or before **July 16, 2020 at 4:00 p.m. (prevailing Eastern Time)** (the “**Response Deadline**”).

18. Every Response to this Notice must contain at a minimum the following information:

- a. a caption setting forth the name of this Court, the case name, the case number, and the title of this Notice;
- b. the name of the claimant, the number of his/her/its Satisfied Claim, and a description of the basis for the amount of the Satisfied Claim;
- c. the specific factual basis, supporting legal argument, and any supporting documentation, to the extent such documentation was not included with the Satisfied Claim previously filed with the Court or KCC, upon which the claimant will rely in opposing this Notice and the Reorganized Debtor’s determinations set forth herein; and

- d. the name, address, telephone number, fax number, and email address, as applicable, of the person(s) (which may be the claimant or the claimant's legal representative) with whom counsel for the Reorganized Debtor should communicate with respect to the Satisfied Claim or this Notice and who possesses authority to reconcile, settle, or otherwise resolve any issues relating to the Satisfied Claim on behalf of the claimant.

19. In the event that a response is received prior to the Response Deadline, the Reorganized Debtor will make a good faith effort to review the applicable Satisfied Claim with the objecting Claimant to determine what indebtedness, if any, remains outstanding. In the event that the parties are unable to reach a resolution, the Reorganized Debtor will schedule a hearing to consider the dispute concerning the Satisfied Claim.

RESERVATION OF RIGHTS

20. The Reorganized Debtor expressly reserves its right to amend, modify, or supplement this Notice and to file objections to claims, including Satisfied Claims, which have been or may be asserted against the Debtor. Notwithstanding anything to the contrary contained in this Notice or the attached exhibit, nothing in this Notice or the attached exhibit represents, or should be construed as, a waiver of any rights that the Reorganized Debtor may have, including, but not limited to, the Reorganized Debtor's right of setoff against the holders of such claims.

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Dated: July 2, 2020
Wilmington, Delaware

MORRIS, NICHOLS ARSHT & TUNNELL LLP

/s/ Eric W. Moats

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Counsel to the Reorganized Debtor

EXHIBIT A

Satisfied Claims

SOUTHCROSS ENERGY PARTNERS, L.P., ET AL., CASE NO. 19-10702
EXHIBIT A
THIRD NOTICE OF CLAIMS SATISFIED IN FULL

NAME	DATE FILED	DEBTOR	CLAIM # / ECF #	CLAIM AMOUNT	REASON FOR SATISFACTION
1 TEXAS COMMISSION ON ENVIRONMENTAL QUALITY PO BOX 13087 MC 132 AUSTIN, TX 78711	9/16/2019	Southcross Gathering Ltd.	589	\$ 3,600.00*	CLAIM WAS SATISFIED PREPETITION VIA CHECK #075737 ON 10/01/2018 IN THE ORDINARY COURSE OF BUSINESS.
2 TEXAS COMPTROLLER OF PUBLIC ACCOUNTS ON BEHALF OF THE STATE OF TEXAS AND LOCAL SALES TAX JURISDICTIONS BANKRUPTCY & COLLECTIONS DIVISION PO BOX 12548, MC-008 AUSTIN, TX 78711	7/1/2019	FL Rich Gas Services, LP	113	\$ 646,576.56*	CLAIM WAS SATISFIED PURSUANT TO ORDER TO PAY CLAIMS OF TAXING AUTHORITIES PER MOTION OF DEBTORS FOR ENTRY OF INTERIM AND FINAL ORDERS AUTHORIZING (I) DEBTORS TO PAY CERTAIN PREPETITION TAXES, GOVERNMENTAL ASSESSMENTS, AND FEES AND (II) FINANCIAL INSTITUTIONS TO HONOR AND PROCESS RELATED CHECKS AND TRANSFERS ENTERED 04/23/2019.
3 TEXAS COMPTROLLER OF PUBLIC ACCOUNTS ON BEHALF OF THE STATE OF TEXAS AND LOCAL SALES TAX JURISDICTIONS BANKRUPTCY & COLLECTIONS DIVISION PO BOX 12548, MC-008 AUSTIN, TX 78711	7/1/2019	FL Rich Gas Services, LP	114	\$ 219,130.55*	CLAIM WAS SATISFIED PURSUANT TO ORDER TO PAY CLAIMS OF TAXING AUTHORITIES PER MOTION OF DEBTORS FOR ENTRY OF INTERIM AND FINAL ORDERS AUTHORIZING (I) DEBTORS TO PAY CERTAIN PREPETITION TAXES, GOVERNMENTAL ASSESSMENTS, AND FEES AND (II) FINANCIAL INSTITUTIONS TO HONOR AND PROCESS RELATED CHECKS AND TRANSFERS ENTERED 04/23/2019.
TOTAL				\$ 869,307.11*	