

Your claim can be filed electronically on KCC's website at <https://epoc.kccllc.net/welded>.

United States Bankruptcy Court for the District of Delaware	
Indicate Debtor against which you assert a claim by checking the appropriate box below. (Check only one Debtor per claim form.)	
<input checked="" type="checkbox"/> Welded Construction, L.P. (Case No. 18-12378)	<input type="checkbox"/> Welded Construction Michigan, LLC (Case No. 18-12379)

Official Form 410 Proof of Claim

04/16

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Other than a claim under 11 U.S.C. § 503(b)(9), this form should not be used to make a claim for an administrative expense arising after the commencement of the case.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents**; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed.

Part 1: Identify the Claim

1. Who is the current creditor?	<u>Bechtel Oil, Gas and Chemicals, Inc.</u> Name of the current creditor (the person or entity to be paid for this claim)	
	Other names the creditor used with the debtor _____	
2. Has this claim been acquired from someone else?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent?	Where should notices to the creditor be sent? <u>See Addendum to Proof of Claim.</u> Name _____ Number _____ Street _____ City _____ State _____ ZIP Code _____ Country _____ Contact phone _____ Contact email _____	Where should payments to the creditor be sent? (if different) <u>See Addendum to Proof of Claim.</u> Name _____ Number _____ Street _____ City _____ State _____ ZIP Code _____ Country _____ Contact phone _____ Contact email _____
	Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	
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	KURTZMAN CARSON CONSULTANT Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____	
4. Does this claim amend one already filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY	
5. Do you know if anyone else has filed a proof of claim for this claim?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	
	<input checked="" type="checkbox"/> Date Stamped Copy Returned <input type="checkbox"/> No self addressed stamped envelope <input type="checkbox"/> No copy to return	



Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? No
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: _____

7. How much is the claim? \$ See Addendum to Proof of Claim. Does this amount include interest or other charges?
 No
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
Limit disclosing information that is entitled to privacy, such as health care information.

9. Is all or part of the claim secured? No **See addendum to Proof of Claim.**
 Yes. The claim is secured by a lien on property.
Nature of property:
 Real estate: If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
 Motor vehicle
 Other. Describe: _____

Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

Value of property: \$ _____
Amount of the claim that is secured: \$ _____
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amount should match the amount in line 7.)

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Amount necessary to cure any default as of the date of the petition: \$ _____
Annual Interest Rate (when case was filed) _____ %
 Fixed
 Variable

10. Is this claim based on a lease? No
 Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? No
 Yes. Identify the property: _____

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

- No See addendum to proof of claim.
- Yes. Check all that apply:
 - Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). \$ _____
 - Up to \$2,850* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7). \$ _____
 - Wages, salaries, or commissions (up to \$12,850*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4). \$ _____
 - Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8). \$ _____
 - Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5). \$ _____
 - Other. Specify subsection of 11 U.S.C. § 507(a)() that applies. \$ _____

* Amounts are subject to adjustment on 4/01/19 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim pursuant to 11 U.S.C. § 503(b)(9)?

- No
- Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation identifying which of the Debtors such goods were shipped to and the date such goods were received by such Debtors, stating whether the value of the goods asserted herein represents a combination of goods and services and, if applicable, the percentage of alleged value related to services and related to goods, and attach any documentation identifying the particular invoices for which the section 503(b)(9) claim is being asserted.

\$ _____

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

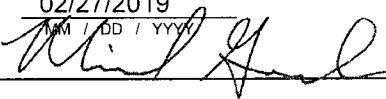
- I am the creditor.
- I am the creditor's attorney or authorized agent.
- I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.
- I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 02/27/2019

Signature 

Print the name of the person who is completing and signing this claim:

Name Michael K. Gocksch
 First name Middle name Last name
 Title _____
 Company Gibson, Dunn & Crutcher LLP
 Identify the corporate servicer as the company if the authorized agent is a servicer.
 Address 333 S. Grand Ave
 Number Street
Los Angeles, CA 90071
 City State ZIP Code Country
 Contact phone 213-229-7076 Email mgocksch@gibsondunn.com

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KURT MANCARSON CONSULTANTS

*In re Welded, Construction, L.P., et al.*¹
Jointly Administered Case Number 18-12378

Addendum to Proof of Claim of Bechtel Oil, Gas and Chemicals, Inc.

This Addendum is attached to, and constitutes an integral part of, the proof of claim (the "**Proof of Claim**") of Bechtel Oil, Gas and Chemicals, Inc. (the "**Claimant**") filed against Welded Construction, L.P. ("**Welded**" and together with its affiliated debtors in possession, the "**Debtors**").

A. All payments made to Creditor on account of this Proof of Claim should be made to Creditor at the following address:

Bechtel Oil, Gas and Chemicals, Inc.
Attn: Cliff Rankin
3000 Post Oak Blvd.
P.O. Box 2166
Houston, TX 77056-6503
Telephone: 713-235-3214
Email: cstrankin@bechtel.com

B. Notices regarding this Proof of Claim should be sent to the following two addresses:

Bechtel Oil, Gas and Chemicals, Inc. Attn: Cliff Rankin 3000 Post Oak Blvd. P.O. Box 2166 Houston, TX 77056-6503 Telephone: 713-235-3214 Email: cstrankin@bechtel.com	Gibson, Dunn & Crutcher LLP Attn: Matthew K. Kelsey 200 Park Ave. New York, NY 10166 (212) 351-4000 mkelsey@gibsondunn.com
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C. The Debtors filed the above-captioned chapter 11 cases (the "**Chapter 11 Cases**") on October 22, 2018 (the "**Petition Date**"). Prior to the petition date, the Claimant provided Welded with certain goods and services, as illustrated by the invoices attached hereto as Exhibit A. Prior to the petition date, the Claimant regularly provided goods and services pursuant to that certain Continuing Services Agreement between BOGI and Welded effective October 23, 2006 (the "**Continuing Services Agreement**"). In addition, the Claimant provided Welded with the services of certain individuals employed by BOGI and/or its affiliates pursuant to that certain

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Welded Construction, L.P (5008) and Welded Construction Michigan, LLC (9830). The mailing address for each of the Debtors is 26933 Eckel Road, Perrysburg, OH 43551.

Loaned Employee Agreement between BOGI and Welded effective April 9, 2008 (the "*Loaned Employee Agreement*").

D. As of the Petition Date, the outstanding amount that Welded owed to the Claimant on account of goods and services provided to Welded was \$3,871,583.83, as illustrated by invoices and other supporting documents.² To the Claimant's knowledge, none of the amounts owed to the Claimant as of the Petition Date have been paid by the Debtors. Therefore, subject to the reservation of rights set forth herein, the Claimant asserts a general unsecured claim in the amount of \$3,871,583.83.

E. The Claimant expressly reserves its right to replace, amend, or supplement the Proof of Claim to include any claims at law or in equity or to claim interest (both pre- and post-petition) on the Proof of Claim to the extent permitted by applicable law. Nothing included in, or omitted from, the Proof of Claim or this Addendum shall impair, prejudice, waive or otherwise affect the Claimant's rights with respect to the Continuing Services Agreement or the Loaned Employee Agreement. The filing of the Proof of Claim and this Addendum shall not be deemed a waiver of any claim in law or in equity that the Claimant may have against the Debtors, or others, including, but not limited to, administrative or other priority claims, secured claims, constructive trust claims, the right to seek adequate protection or the right to assert claims that are otherwise warranted in any related action. Furthermore, nothing contained in the Proof of Claim or herein shall be construed as a waiver of any rights or remedies of the Claimant with respect to any other claims against the Debtors or any other persons or entities. To the extent that the Claimant has rights to set off or recoup the amount of his claims, under section 553 of the Bankruptcy Code or otherwise, against any claims, defenses, or setoff rights that the Debtors may have or might assert against the Claimant, the Claimant asserts a secured claim.

The filing of the Proof of Claim and this Addendum does not constitute (a) consent by the Claimant to the jurisdiction of the Bankruptcy Court with respect to the subject matter of the Proof of Claim and this Addendum, any objection, or other proceeding commenced in the Debtors' Chapter 11 Cases or otherwise involving the Debtors or the Claimant; (b) a waiver of the rights and remedies against any other persons or entities who may be liable for all or part of the claims set forth in the Proof of Claim and herein; (c) a waiver or release of the Claimant's right to trial by jury, in the Bankruptcy Court or any other court of competent jurisdiction; (d) a waiver of the Claimant's right to have final orders in non-core matters entered only after de novo review by a United States District Court Judge; or (e) a waiver of any right to (i) seek a withdrawal of the reference, or otherwise challenge the jurisdiction of the Bankruptcy Court, with respect to the subject matter of the Proof of Claim and this Addendum, any objection, or other proceeding commenced in the Chapter 11 Cases against or otherwise involving the Debtors or the Claimant; or (ii) assert that the reference has already been withdrawn with respect to the subject matter of the Proof of Claim and this Addendum, any objection or other proceeding commenced with respect thereto or any other proceeding commenced in the Chapter 11 Cases against or otherwise involving the Debtors or the Claimant.

² The Claimant has withheld the Continuing Services Agreement, the Loaned Employee Agreement and supporting documents for goods and services provided to the Debtors in order to avoid producing voluminous records that the Claimant believes are already in the Debtors' possession. However, the Claimant is willing to provide these documents upon written request of the Debtors or their agents.

The Claimant specifically reserves all of its procedural and substantive defenses and rights with respect to any claim that may be asserted against the Claimant by the Debtors or any trustee appointed in the Chapter 11 Cases.

The Claimant may have separate claims against the Debtors which are not included in the Proof of Claim or this Addendum, and nothing contained in the Proof of Claim or herein shall prejudice such claims.