Docket #0059 Date Filed: 10/19/2020

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
EXTRACTION OIL & GAS, INC., *et al.*,[1]	Case No. 20-11548 (CSS)
Debtors.	(Jointly Administered)
EXTRACTION OIL & GAS, INC.,	
Plaintiff,	Adversary Proceeding
v.	Adv. Proc. No. 20-50833 (CSS)
	Re: Docket No. 8
PLATTE RIVER MIDSTREAM, LLC AND DJ SOUTH GATHERING, LLC,	
Defendants.	

CERTIFICATE OF NO OBJECTION REGARDING PLAINTIFF'S MOTION FOR ENTRY OF AN ORDER AUTHORIZING PLAINTIFF TO FILE UNDER SEAL DEBTORS' COMPLAINT AND BRIEF IN SUPPORT OF PLAINTIFF'S MOTION FOR SUMMARY JUDGMENT

The undersigned hereby certifies that as follows:

1. On August 27, 2020, the debtors and debtors in possession (collectively, the "Debtors") filed the *Plaintiff's Motion for Entry of an Order Authorizing Plaintiff to File Under Seal Debtors' Complaint and Brief in Support Plaintiff's Motion for Summary Judgment* [Docket

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Extraction Oil & Gas, Inc. (3923); 7N, LLC (4912); 8 North, LLC (0904); Axis Exploration, LLC (8170); Extraction Finance Corp. (7117); Mountaintop Minerals, LLC (7256); Northwest Corridor Holdings, LLC (9353); Table Mountain Resources, LLC (5070); XOG Services, LLC (6915); and XTR Midstream, LLC (5624). The location of the Debtors' principal place of business is 370 17th Street, Suite 5300, Denver, Colorado 80202.

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No. 8] (this "Motion") with the United States Bankruptcy Court for the District of Delaware (the "Court"). A proposed form of order approving the Motion was attached to the Motion as Exhibit A thereto (the "Proposed Order").

2. Pursuant to Local Rule 7007-4, objections to the Motion were to be filed and served no later than September 10, 2020. As of the date hereof, the undersigned further certifies that he has reviewed the Court's docket in this proceeding and no answer or other responsive pleading to the Motion appears thereon. In addition, the undersigned has not otherwise received any formal or informal comments to the Proposed Order.

WHEREFORE, the Debtors respectfully requests that the Proposed Order attached hereto as **Exhibit A**, be entered at the earliest convenience of the Court.

[Remainder of the Page Intentionally Left Blank]

Dated: October 19, 2020
Wilmington, Delaware

/s/ Stephen B. Gerald

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[2] Whiteford, Taylor & Preston LLC operates as Whiteford Taylor & Preston L.L.P. in jurisdictions outside of Delaware.

Exhibit A

Proposed Order

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
EXTRACTION OIL & GAS, INC., *et al.*,[1]	Case No. 20-11548 (CSS)
Debtors.	(Jointly Administered)
EXTRACTION OIL & GAS, INC., *et al.*,	Adversary Proceeding
Plaintiffs,	Adv. Proc. No. 20-50833 (CSS)
v.	**Re: Docket No. 8**
PLATTE RIVER MIDSTREAM, LLC AND DJ SOUTH GATHERING, LLC,	
Defendants.	

ORDER AUTHORIZING THE DEBTORS TO FILE UNDER SEAL DEBTORS' COMPLAINT AND BRIEF IN SUPPORT OF PLAINTIFF'S MOTION FOR SUMMARY JUDGMENT

Upon the motion (the "Motion to Seal") of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order (this "Order"), (a) authorizing the Debtors to file under seal Debtors' *Complaint* and Debtors' *Brief in Support of Plaintiff's Motion for Summary Judgment* (the "Pleadings"); and this Court having jurisdiction to consider the Motion to Seal pursuant to 28 U.S.C. §§ 157 and 1334; and venue being proper before this Court pursuant to 28 U.S.C. §§1408 and 1409; and this matter being a core proceeding pursuant to 28 U.S.C. §

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Extraction Oil & Gas, Inc. (3923); 7N, LLC (4912); 8 North, LLC (0904); Axis Exploration, LLC (8170); Extraction Finance Corp. (7117); Mountaintop Minerals, LLC (7256); Northwest Corridor Holdings, LLC (9353); Table Mountain Resources, LLC (5070); XOG Services, LLC (6915); and XTR Midstream, LLC (5624). The location of the Debtors' principal place of business is 370 17th Street, Suite 5300, Denver, Colorado 80202.

157(b); and this Court having found that proper and adequate notice of the Motion to Seal has been provided under the circumstances; and after due deliberation thereon; and there being good and sufficient cause;

IT IS HEREBY ORDERED THAT:

1. The Motion to Seal is granted as set forth herein.

2. Pursuant to sections 105(a) and 107(b) of the Bankruptcy Code, Bankruptcy Rule 9018 and Bankruptcy Local Rule 9018-1(d), Debtors are authorized to file unredacted copies of the Pleadings and the exhibits thereto under seal.

3. Unredacted copies of the Pleadings shall not be made available to anyone except for this Court, the Office of the United States Trustee, Platte River Midstream, LLC and DJ South Gathering, LLC, any person or entity upon consent of the Debtors Platte River and DJ South, and others upon further Court order.

4. Debtors are authorized to file on this Court's docket and to serve on all parties a redacted copy of the Pleadings.

5. Any Bankruptcy Rule (including Bankruptcy Rule 6004(h)) or Bankruptcy 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.

6. This Order is without prejudice to the rights of any party in interest to seek to unseal and make public any portion of the material filed under seal.

7. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion to Seal.

8. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.