Docket #0003 Date Filed: 8/31/2024
United States Bankruptcy Court
Southern District of Texas
**ENTERED**
August 29, 2024
Nathan Ochsner, Clerk

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

| | | |
|---|---|---|
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM ENCORE LLC, | § | Case No. 24-90448 (ARP) |
| | § | |
| Debtor. | § | |
| | § | |
| | § | |
| TAX I.D. No. 86-1350554 | § | |
| In re: | § | Chapter 11 |
| | § | |
| JORDAN HPC LLC, | § | Case No. 24-90449 (ARP) |
| | § | |
| Debtor. | § | |
| | § | |
| | § | |
| TAX I.D. No. 85-3675695 | § | |
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM JV LLC, | § | Case No. 24-90450 (ARP) |
| | § | |
| Debtor. | § | |
| | § | |
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| TAX I.D. No. 85-0596870 | § | |
| In re: | § | Chapter 11 |
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| RHODIUM 2.0 LLC, | § | Case No. 24-90451 (ARP) |
| | § | |
| Debtor. | § | |
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| TAX I.D. No. 85-4345005 | § | |
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM 10MW LLC, | § | Case No. 24-90452 (ARP) |
| | § | |
| Debtor. | § | |
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| TAX I.D. No. 86-2640904 | § | |



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| In re: | § | Chapter 11 |
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| RHODIUM 30 MW LLC, | § | Case No. 24-90453 (ARP) |
| | § | |
| Debtor. | § | |
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| TAX I.D. No. 84-5164802 | § | |
| In re: | § | Chapter 11 |
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| JORDAN HPC SUB LLC, | § | Case No. 24-90462 (ARP) |
| | § | |
| Debtor. | § | |
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| TAX I.D. No. 88-1640463 | § | |
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM 2.0 SUB LLC, | § | Case No. 24-90463 (ARP) |
| | § | |
| Debtor. | § | |
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| TAX I.D. No. 88-1975319 | § | |
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM 10MW SUB LLC, | § | Case No. 24-90464 (ARP) |
| | § | |
| Debtor. | § | |
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| TAX I.D. No. 88-1663827 | § | |
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM 30MW SUB LLC, | § | Case No. 24-90465 (ARP) |
| | § | |
| Debtor. | § | |
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| TAX I.D. No. 88-1694386 | § | |
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM ENCORE SUB LLC, | § | Case No. 24-90461 (ARP) |
| | § | |
| Debtor. | § | |
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| TAX I.D. No. 86-2001064 | § | |
| In re: | § | Chapter 11 |
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| RHODIUM ENTERPRISES, INC., | § | Case No. 24-90454 (ARP) |
| | § | |
| Debtor. | § | |
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| | § | |
| TAX I.D. No. 87-1586290 | § | |
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM INDUSTRIES LLC, | § | Case No. 24-90460 (ARP) |
| | § | |
| Debtor. | § | |
| | § | |
| | § | |
| TAX I.D. No. 86-3914771 | § | |
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM READY VENTURES LLC, | § | Case No. 24-90459 (ARP) |
| | § | |
| Debtor. | § | |
| | § | |
| | § | |
| TAX I.D. No. 88-3858618 | § | |
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM RENEWABLES LLC, | § | Case No. 24-90456 (ARP) |
| | § | |
| Debtor. | § | |
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| | § | |
| TAX I.D. No. 86-2730748 | § | |
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM RENEWABLES SUB LLC, | § | Case No. 24-90466 (ARP) |
| | § | |
| Debtor. | § | |
| | § | |
| | § | |
| TAX I.D. No. 88-2039511 | § | |
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM SHARED SERVICES LLC, | § | Case No. 24-90458 (ARP) |
| | § | |

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| Debtor. | § | |
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| TAX I.D. No. 1205868 | § | |
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM TECHNOLOGIES LLC, | § | Case No. 24-90455 (ARP) |
| | § | |
| Debtor. | § | |
| | § | |
| | § | |
| TAX I.D. No. 85-3693973 | § | |
| In re: | § | Chapter 11 |
| | § | |
| AIR HPC LLC | § | Case No. 24-90457 (ARP) |
| | § | |
| Debtor. | § | |
| | § | |
| | § | |
| TAX I.D. No. 85-3670387 | § | |

**ORDER (I) DIRECTING JOINT ADMINISTRATION OF CHAPTER 11 CASES; AND (II) GRANTING RELATED RELIEF**

(Relates to ECF No. 31)

Upon the motion (the "Motion")[1] of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order (this "Order"): directing the joint administration of the Debtors' chapter 11 cases for procedural purposes only, and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue for this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the Notice Parties, and it appearing that no other or further notice need be provided; and the Court having reviewed the Motion and held a hearing to consider the relief requested in the Motion (the

[1] Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

"Hearing"); and upon the record of the Hearing; 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 determined that immediate relief is necessary to avoid irreparable harm to the Debtors and their estates as contemplated by Bankruptcy Rule 6003(b) and is in the best interests of the Debtors, their estates, their creditors and all 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. This Motion is GRANTED as set forth herein.

2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by the Court under Case No. Case No. 24-90448 (ARP). Additionally, the following checked items are ordered:

   a. ☒ One disclosure statement and plan of reorganization may be filed for all cases by any plan proponent.

   b. ☒ Any case not previously assigned to Judge Perez is transferred to Judge Perez.

   c. ☒ Parties may request joint hearings on matters pending in any of the jointly administered cases.

   d. ☒ Other: see below.

3. The caption of the jointly administered cases shall read as follows:

*[Remainder of page intentionally left blank]*

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

| | | |
|---|---|---|
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM ENCORE LLC, *et al.*,[1] | § | Case No. 24-90448 |
| | § | |
| Debtors. | § | |
| | § | (Jointly Administered) |
| | § | |

[1] The Debtors in these chapter 11 cases 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.

4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of title 11 of the Bankruptcy Code.

5. A docket entry, substantially similar to the following, shall be entered on the docket of Rhodium Encore LLC to reflect the joint administration of these chapter 11 cases:

> An order has been entered 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 Southern District of Texas directing joint administration for procedural purposes only of the chapter 11 cases of: Rhodium Encore LLC, Case No. 24-90448 (ARP), Jordan HPC LLC, Case No. 24-90449 (ARP), Rhodium JV LLC, Case No. 24-90450 (ARP), Rhodium 2.0 LLC, Case No. 24-90451 (ARP), Rhodium 10MW LLC, Case No. 24-90452 (ARP), Rhodium 30 MW LLC, Case No. 24-90453 (ARP), Jordan HPC Sub LLC, Case No. 24-90462 (ARP), Rhodium 2.0 Sub LLC, Case No. 24-90463 (ARP), Rhodium 10MW Sub LLC, Case No. 24-90464 (ARP), Rhodium 30MW Sub LLC, Case No. 24-90465 (ARP), Rhodium Encore Sub LLC, Case No. 24-90461 (ARP), Rhodium Enterprises, Inc., Case No. 24-90454 (ARP), Rhodium Industries LLC, Case No. 24-90460 (ARP), Rhodium Ready Ventures LLC, Case No. 24-90459 (ARP), Rhodium Renewables LLC, Case No. 24-90456 (ARP), Rhodium Renewables Sub LLC, Case No. 24-90466 (ARP), Rhodium Shared Services LLC, Case No. 24-90458 (ARP),

Rhodium Technologies LLC, Case No. 24-90455 (ARP), and Air HPC LLC, Case No. 24-90457 (ARP). The docket in Case No. 24-90448 (ARP) should be consulted for all matters affecting this case. **All further pleadings and other papers shall be filed in and all further docket entries shall be made in Case No. 24-90448 (ARP).**

6. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the Southern District of Texas shall keep, one consolidated docket, one file, and one consolidated service list for these chapter 11 cases.

7. Any party in interest may request joint hearings on matters pending in any of these chapter 11 cases.

8. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases and this Order shall be without prejudice to the rights of the Debtors to seek entry of an Order substantively consolidating their respective cases.

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

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

Signed: August 29, 2024

Alfredo R Pérez
United States Bankruptcy Judge

United States Bankruptcy Court
Southern District of Texas

In re:
Rhodium Enterprises, Inc.
Debtor

Case No. 24-90454-
Chapter 11

# CERTIFICATE OF NOTICE

District/off: 0541-4 User: ADIuser Page 1 of 1
Date Rcvd: Aug 29, 2024 Form ID: pdf001 Total Noticed: 1

The following symbols are used throughout this certificate:

| Symbol | Definition |
|---|---|
| + | Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP. |

**Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Aug 31, 2024:**

| Recip ID | | Recipient Name and Address |
|---|---|---|
| db | + | Rhodium Enterprises, Inc., Quinn Emanuel Urquhart & Sullivan, LLP, c/o Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841 |

TOTAL: 1

**Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.**
Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI).

NONE

# BYPASSED RECIPIENTS

**The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.**

NONE

# NOTICE CERTIFICATION

**I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.**

**Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Aug 31, 2024 Signature: /s/Gustava Winters

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# CM/ECF NOTICE OF ELECTRONIC FILING

**The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on August 29, 2024 at the address(es) listed below:**

| Name | Email Address |
|---|---|
| Patricia B. Tomasco | on behalf of Debtor Rhodium Enterprises Inc. pattytomasco@quinnemanuel.com, barbarahowell@quinnemanuel.com;angelarodriguez@quinnemanuel.com |
| US Trustee | USTPRegion07.HU.ECF@USDOJ.GOV |

TOTAL: 2