Docket #0008 Date Filed: 1/26/2026

UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	Chapter 11
SHANNON WIND, LLC,	Case No. 26-90124 (ARP)
Debtor.[1]	(Emergency Hearing Requested)

DEBTOR'S EMERGENCY MOTION FOR INTERIM AND FINAL ORDERS (I) AUTHORIZING DEBTOR TO (A) MAINTAIN ITS CASH MANAGEMENT SYSTEM AND (B) HONOR CERTAIN PREPETITION OBLIGATIONS RELATED THERETO; (II) WAIVING CERTAIN OPERATING GUIDELINES; (III) SUSPENDING TIME TO COMPLY WITH SECTION 345(b) OF THE BANKRUPTCY CODE; AND (IV) GRANTING RELATED RELIEF

EMERGENCY RELIEF HAS BEEN REQUESTED. RELIEF IS REQUESTED NOT LATER THAN 3:00 P.M. (PREVAILING CENTRAL TIME) ON JANUARY 28, 2026.

IF YOU OBJECT TO THE RELIEF REQUESTED OR YOU BELIEVE THAT EMERGENCY CONSIDERATION IS NOT WARRANTED, YOU MUST APPEAR AT THE HEARING IF ONE IS SET, OR FILE A WRITTEN RESPONSE PRIOR TO THE DATE THAT RELIEF IS REQUESTED IN THE PRECEDING PARAGRAPH. OTHERWISE, THE COURT MAY TREAT THE PLEADING AS UNOPPOSED AND GRANT THE RELIEF REQUESTED.

A HEARING WILL BE CONDUCTED ON THIS MATTER ON JANUARY 28, 2026, AT 3:00 P.M. (PREVAILING CENTRAL TIME) IN COURTROOM 400, 4TH FLOOR, 515 RUSK STREET, HOUSTON, TEXAS 77002. PARTICIPATION AT THE HEARING WILL ONLY BE PERMITTED BY AN AUDIO AND VIDEO CONNECTION. AUDIO COMMUNICATION WILL BE BY USE OF THE COURT'S DIAL-IN FACILITY. YOU MAY ACCESS THE FACILITY AT (832) 917-1510. ONCE CONNECTED, YOU WILL BE ASKED TO ENTER THE CONFERENCE ROOM NUMBER. JUDGE PÉREZ'S CONFERENCE ROOM NUMBER IS 282694. VIDEO COMMUNICATION WILL BE BY USE OF THE GOTOMEETING PLATFORM. CONNECT VIA THE FREE GOTOMEETING APPLICATION OR CLICK THE LINK ON JUDGE PÉREZ'S HOMEPAGE. CLICK THE SETTINGS ICON IN THE UPPER RIGHT CORNER AND ENTER YOUR NAME UNDER THE PERSONAL INFORMATION SETTING.

HEARING APPEARANCES MUST BE MADE ELECTRONICALLY IN ADVANCE OF

[1] The last four digits of the Debtor's federal tax identification number are 3562. For the purpose of this chapter 11 case, the Debtor's address is 1920 McKinney Ave, Suite 950, Dallas, TX, 75201. Additional information regarding the Debtor's case can be found on the website of the Debtor's proposed claims and noticing agent at https://www.veritaglobal.net/shannon.

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BOTH ELECTRONIC AND IN-PERSON HEARINGS. TO MAKE YOUR APPEARANCE, CLICK THE "ELECTRONIC APPEARANCE" LINK ON JUDGE PÉREZ'S HOMEPAGE. SELECT THE CASE NAME, COMPLETE THE REQUIRED FIELDS AND CLICK "SUBMIT" TO COMPLETE YOUR APPEARANCE.

Shannon Wind, LLC, as debtor and debtor in possession in the above-captioned chapter 11 case (the "**Debtor**"), respectfully represents as follows:

RELIEF REQUESTED

1. The Debtor seeks entry of an interim order (in substantially the form attached hereto as **Exhibit A**) (the "**Proposed Interim Order**") and final order (collectively, the "**Proposed Orders**"), (a) authorizing, but not directing, the Debtor to (i) continue to maintain its existing cash management system, including bank accounts and business forms and (ii) honor certain prepetition obligations related thereto; (b) waiving certain US Trustee operating guidelines; (c) suspending the time to comply with section 345(b) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the "**Bankruptcy Code**"), on an interim basis, to the extent applicable; and (d) granting related relief.

2. To enable the Debtor to carry out the relief requested, the Debtor also requests that the United States Bankruptcy Court for the Southern District of Texas (the "**Court**") authorize the Banks (as defined below) to continue to service and maintain the Bank Accounts as accounts of the Debtor as debtor in possession without interruption and in the usual and ordinary course, and to receive, process, honor, and pay any and all checks and drafts drawn on, or electronic transfer requests made on, the Bank Accounts (as defined below) after the Petition Date by the holders or makers thereof, as the case may be, in accordance with the orders of the Court. Finally, the Debtor requests that the Court schedule a final hearing within approximately twenty-one days after the commencement of this case under chapter 11 of the Bankruptcy Code (the "**Chapter 11 Case**") to consider entry of the final order.

BACKGROUND

3. On January 25, 2026, (the "**Petition Date**") Shannon Wind, LLC commenced the above-styled voluntary case under chapter 11 of title 11 of the Bankruptcy Code. The Debtor is authorized to continue to operate its business and manage its property as debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee, examiner, or statutory committee has been appointed in this Chapter 11 Case.

4. Additional information regarding the Debtor's business and capital structure and the circumstances leading to the commencement of this Chapter 11 Case is set forth in the *Declaration of John Shepherd in Support of Debtor's Chapter 11 Petition and First Day Relief* (the "**First Day Declaration**"),[2] filed contemporaneously herewith and incorporated herein by reference.

JURISDICTION AND VENUE

5. The Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

6. The basis for the relief requested herein are sections 105, 345, 363, and 503 of the Bankruptcy Code, Rules 6003 and 6004 of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), and Rule 9013-1(i) of the Bankruptcy Local Rules for the Southern District of Texas (the "**Bankruptcy Local Rules**").

[2] Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the First Day Declaration.

THE CASH MANAGEMENT SYSTEM

7. In the ordinary course of business, the Debtor utilizes and maintains a specialized cash management system that mirrors the structure of its business and includes, among other things, cash receipts, revenue, operating, and loss proceeds accounts (collectively, the "**Cash Management System**"). The Cash Management System is integral to the operations and administration of the Debtor's business. The Cash Management System allows the Debtor to efficiently collect, transfer, and disburse funds generated through the Debtor's operations and to accurately record such collections, transfers, and disbursements as they are made between its accounts. The Cash Management System also allows the Debtor to forecast financial performance, ensure cash availability and liquidity, pay its financial obligations, and maintain reporting for the business by way of cash sweeps, checks, automatic clearing house ("**ACH**") transfers, and wire transfers. The Debtor maintains regular oversight over the Cash Management System. The Cash Management System includes controls for entering, processing, and releasing funds. Given the nature of the Debtor's businesses and specialized Cash Management System, any disruption to the Cash Management System will have an immediate and significant adverse effect on the Debtor's business and operations to the detriment of its estate and all stakeholders. The main components of the Cash Management System are described below.

I. The Bank Accounts and Flow of Funds.

8. The Debtor's Bank Accounts are critical to its operations because the Bank Accounts allow the Debtor to, among other things, fund operations and critical disbursements, including, but not limited to, critical vendor payments, certain governmental and administrative expenses, corporate overhead expenses, and certain state and business tax obligations. The specific structure of the Bank Accounts also allows the Debtor to receive cash receipts from energy sales conducted by its exclusive qualified scheduling and energy manager, Tenaska Power

Services Co. ("**Tenaska**"), into a Tenaska controlled bank account which Tenaska releases to a Debtor owned and controlled revenue and operating accounts monthly consistent with the contracts between the Debtor and Tenaska. The Debtor relies upon the timely and efficient collection, transfer, and disbursement of funds throughout the Cash Management System. The Debtor's Cash Management System is an accepted system in the industry for a wind farm of its type that relies on its vendor to sell output and collect the resulting cash receipts on the Debtor's behalf, and to transfer those receipts to a Debtor controlled account. The structure of the Cash Management System allows the Debtor to manage its cash flow among multiple Bank Accounts that are both vendor and Debtor controlled, and to maintain its operations in a cost-effective, efficient manner. Closing or changing the Debtor's existing Bank Accounts at this time would cause undue harm to the Debtor's business during a period where the need for efficiency is paramount.

A. The Bank Accounts.

9. The Cash Management System includes 7 bank accounts (the "**Bank Accounts**"), which the Debtor maintains at Wilmington Trust, N.A. ("**Wilmington Trust**") and Citibank, N.A. ("**Citibank**") (collectively, the "**Banks**"). The Banks are financially stable institutions and are insured by the Federal Deposit Insurance Corporation ("**FDIC**").

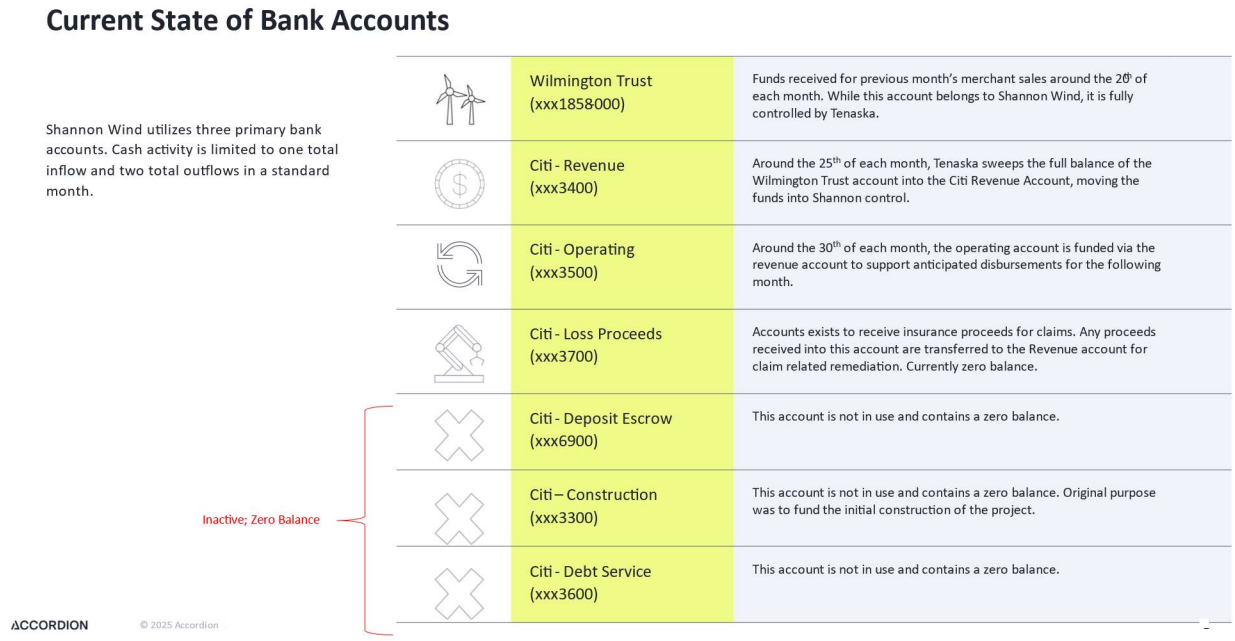
B. Description of Bank Accounts and Funds Processing.

10. The bulk of Debtor's cash on hand comprises cash receipts from its ongoing business operations and sale of electricity. As of the Petition Date, there is approximately $1,692,132 cash on hand in the Bank Accounts.

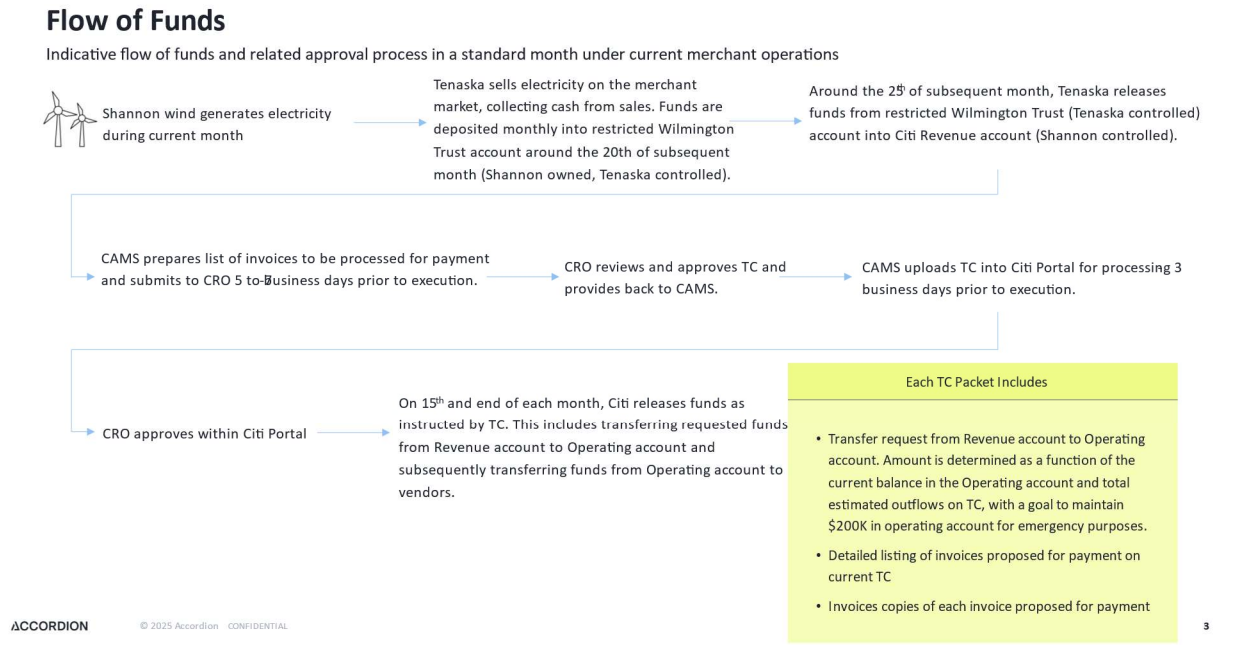
11. As set forth in greater detailer below, in the ordinary course of business, the Debtor currently operates across various accounts. As of the Petition Date, cash generally flows through the Cash Management System as follows.

12. The Debtor has an inflow account that houses restricted cash receipts that is collected by Tenaska from energy sales Tenaska conducts on behalf of Debtor, ending in 1858, at Wilmington Trust (the "**Tenaska Inflow Account**"). The Tenaska Inflow Account is owned by the Debtor but maintained and controlled by Tenaska in accordance to the contracts between the Debtor and Tenaska. Funds are released from the Tenaska Inflow Account once a month into a Debtor controlled revenue account, ending in 3400, at Citibank (the "**Debtor Revenue Account**"). Funds are also transferred to a Debtor controlled operating account as needed, ending in 3500, at Citibank (the "**Debtor Operating Account**") to support necessary operations (through both check and wire transfers). The Debtor also maintains a loss proceeds account to receive insurance proceeds for claims, ending in 3700, at Citibank (the "**Debtor Loss Proceeds Account**"). In addition to the Bank Accounts described herein, the Debtor maintains three dormant Bank Accounts at Citibank (ending in 6900, 3300, and 3600) (the "**Dormant Bank Accounts**"). The Debtor Dormant Bank Accounts are maintained by the Debtor. Since the Dormant Bank Accounts holds zero funds and are not used by the Debtor for any operations, such accounts are not described herein. A list of the Debtor's Bank Accounts, as of the Petition Date, is set forth in the table below.[3]

[3] This table contains a complete list of the Bank Accounts of which the Debtor is aware as of the Petition Date. To the extent that any Bank Accounts have been inadvertently omitted from the table, the Debtor requests that the Interim Order and the Final Order granting the relief sought herein apply to such Bank Accounts.



The following chart illustrates the typical flow of funds in the Debtor's cash management system.



II. Bank Fees.

13. In the ordinary course of business, the Debtor incurs periodic service charges and other fees in connection with maintaining the Cash Management System (collectively, the "**Bank**

Fees"). The Debtor seek authority, but not direction, to continue paying the Bank Fees, including any prepetition Bank Fees, in the ordinary course on a postpetition basis, consistent with historical practices.

III. Business Forms.

14. As part of the Cash Management System, the Debtor utilizes various pre-printed business forms, including checks, letterhead, correspondence forms, invoices, and other business forms (collectively, the "**Business Forms**"), in the ordinary course of business. To minimize expenses, the Debtor seeks authority, but not direction, to continue to use all Business Forms in substantially the form used immediately prior to the Petition Date, without reference to the Debtor's status as debtor in possession. Given the nature of the Debtor's business operations, requiring the Debtor to change its existing Business Forms would impose needless expense on the Debtor's estates.

IV. Compliance with U.S. Trustee Guidelines and Bankruptcy Code.

15. Pursuant to the *Region 7 Guidelines for Debtors-in-Possession* established by the Office of the United States Trustee for the Southern District of Texas (the "**U.S. Trustee**," and such guidelines, the "**U.S. Trustee Guidelines**"), the U.S. Trustee generally requires chapter 11 debtors to, among other things, deposit all estate funds into an account with an authorized depository (an "**Authorized Depository**") that agrees to comply with the requirements of the U.S. Trustee's office. Further, section 345(a) of the Bankruptcy Code governs a debtor's cash deposits during a chapter 11 case and authorizes deposits of money as "will yield the maximum reasonable net return on such money, taking into account the safety of such deposit or investment." Section 345(b) of the Bankruptcy Code requires a debtor's bank to post a bond, unless a debtor's funds are "insured or guaranteed by the United States or by a department, agency, or instrumentality of the United States or backed by the full faith and credit of the United States." 11 U.S.C. § 345(b).

16. The majority of the Debtor's financial transactions—including, but not limited to, tax payments and the majority of vendor payments—route through Bank Accounts located at Wilmington Trust and Citibank. While Wilmington Trust and Citibank are not Authorized Depositories, Wilmington Trust and Citibank are large, financially stable institutions and are insured by the FDIC.

BASIS FOR RELIEF REQUESTED

I. Continued Use and Maintenance of the Cash Management System Is Warranted.

17. The Debtor maintains the Cash Management System in the ordinary course of its business operations, which allows it to efficiently administer its cash and financial affairs. Maintenance of the Cash Management System is important for preserving and enhancing the value of the Debtor's business and for administering this Chapter 11 Case.

18. As described herein, any disruption to the Cash Management System would have an immediate adverse impact on the Debtor's business and would impair the Debtor's ability to successfully administer this Chapter 11 Case. Continued maintenance of the Cash Management System is necessary to, among other things, ensure that the Debtor may (a) honor obligations that accrued or any payments that were made or issued prepetition, but that remain outstanding as of the Petition Date (to the extent authorized by the Court), and (b) avoid any unnecessary interruption of its Cash Management System, including the flow of funds between its Bank Accounts to pay its vendors and support necessary operations. It would be time-consuming, difficult, and costly for the Debtor to establish an entirely new system of accounts and a new cash management system, and particularly impractical given that the Debtor anticipates moving through this Chapter 11 Cases as expeditiously as possible. The attendant delays from revising cash management procedures, redirecting receipts and implementing new payment protocols would create unnecessary pressure on the Debtor at this critical juncture.

19. Allowing the Debtor to utilize and maintain the Cash Management System is consistent with section 363(c)(1) of the Bankruptcy Code, which authorizes a debtor in possession to "use property of the estate in the ordinary course of business, without notice or a hearing." 11 U.S.C. § 363(c)(1). Section 363(c)(1) is intended to provide a debtor in possession with the flexibility to engage in the ordinary transactions required to operate its business. *See, e.g.*, *In re HLC Props., Inc.*, 55 B.R. 685, 686 (Bankr. N.D. Tex. 1985) (finding "no need to further burden the docket or the staff of the Court with a superfluous order" when a transaction is in the ordinary course of business); *In re Lavigne*, 114 F.3d 379, 384 (2d Cir. 1997); *In re Crystal Apparel, Inc.*, 207 B.R. 406, 409 (S.D.N.Y. 1997). Included within the purview of section 363(c) is a debtor's ability to continue the routine transactions necessitated by its cash management system. *See In re Amdura Corp.*, 75 F.3d 1447, 1453 (10th Cir. 1996). Courts recognize that a cash management system "allows efficient utilization of cash resources and recognizes the impracticalities of maintaining separate cash accounts for the many different purposes that require cash." *In re Columbia Gas Sys., Inc.*, 136 B.R. 930, 934 (Bankr. D. Del. 1992), *aff'd in relevant part*, 997 F.2d 1039, 1061 (3d Cir. 1993); *see also In re Southmark Corp.*, 49 F.3d 1111, 1114 (5th Cir. 1995) (maintaining an existing cash management system allows a debtor "to administer more effectively and efficiently its financial operations and assets").

20. The Court may also exercise its equitable powers to grant the relief requested herein. Section 105(a) of the Bankruptcy Code empowers the Court to "issue any order, process or judgment that is necessary or appropriate to carry out the provisions of this title." 11 U.S.C. § 105(a); *see also In re Trevino*, 615 B.R. 108, 143 (Bankr. S.D. Tex. 2020) (emphasizing that section 105(a) grants courts authority to grant injunctive relief and other equitable remedies to ensure the orderly conduct of reorganization proceedings); *In re Wilborn*, 401 B.R. 872, 896

(Bankr. S.D. Tex. 2009) (same); *CoServ*, 273 B.R. 487, 497 (Bankr. N.D. Tex. 2002) (noting that section 105 of the Bankruptcy Code provides the authority for a debtor in possession to pay prepetition claims).

21. To minimize the disruption caused by the filing of this Chapter 11 Case and maximize the value of the Debtor's estate, the Debtor requests authority to continue to utilize the Cash Management System during the pendency of this Chapter 11 Case. Parties in interest will not be harmed by the Debtor's continued maintenance of the Cash Management System, including the Bank Accounts, because the Debtor will implement appropriate mechanisms to ensure that unauthorized payments will not be made on account of obligations incurred prior to the Petition Date. Specifically, with the assistance of their professionals and consistent with prior practice, the Debtor will continue to maintain detailed records of all transfers of cash, if any, and record all transactions on applicable accounts. Therefore, the Debtor should be permitted to maintain its cash and transfer funds among the Bank Accounts, if needed, in accordance with the Cash Management System.

II. The Court Should Authorize the Debtor to Maintain the Bank Accounts.

22. The U.S. Trustee Guidelines require that the debtor in possession open new bank accounts and close all existing accounts. This requirement was designed to provide a clear line of demarcation between prepetition and postpetition claims and payments and to help protect against the inadvertent payment of prepetition claims and payments. The U.S. Trustee Guidelines also require opening a separate operating account and a special tax payment account into which all funds that may be collected and/or payable during the pendency of a debtor's case will be deposited. This requirement is meant to provide cash collateral for, and ensure payment of, certain priority tax claims such as federal and state payroll taxes and sales taxes.

23. To avoid disruption to the Debtor's operations, the Debtor requests that it be permitted to continue to maintain the existing Bank Accounts. Allowing the Debtor to maintain the Bank Accounts will assist the Debtor in accomplishing a smooth transition to operate under chapter 11. Moreover, through its internal controls, the Debtor can distinguish between prepetition and postpetition obligations and payments without closing the Bank Accounts and opening new ones. In addition, the Banks at which the Debtor maintains Bank Accounts have been or are in the process of being advised not to honor checks, advises, drafts, or other requests for payment issued prior to the Petition Date, except as otherwise expressly permitted by an order of the Court and as directed by the Debtor. Therefore, the goals of the U.S. Trustee Guidelines can be satisfied, and the Debtor's creditors can be protected, without closing the Bank Accounts.

24. Although the Debtor is requesting a waiver of the requirement that it close all Bank Accounts, the Debtor may determine, in its business judgment, that opening new bank accounts and/or closing existing Bank Accounts is in the best interests of the estate. Nothing contained herein should prevent the Debtor from opening any additional bank accounts, or closing any existing Bank Accounts, as it may deem necessary and appropriate. Any new bank account opened by the Debtor will be established at an institution that is a party to a Uniform Depository Agreement with the U.S. Trustee, at one of the Debtor's existing Banks, or is willing to immediately execute a Uniform Depository Agreement.

25. As part of the requested relief, the Debtor also seeks a waiver of the requirement to establish specific bank accounts for tax payments. The Debtor's tax obligations can be paid out of the Bank Accounts, and the U.S. Trustee can adequately monitor the flow of funds into, among, and out of the accounts, through the Debtor's required reporting. Moreover, the creation of a new

debtor in possession account designated solely for tax obligations would be unnecessary and inefficient.

III. The Court Should Authorize the Debtor to Pay Prepetition Amounts Related to Bank Fees.

26. In connection with the Cash Management System, the Debtor requests authorization to continue to pay, honor, or deduct from the appropriate account certain Bank Fees. Payment of the Bank Fees will minimize disruption to the Debtor's operations and is therefore in the best interest of the estate. Absent payment of the Bank Fees, the Banks might assert setoff rights against the funds in the Bank Accounts, freeze the Bank Accounts, and/or refuse to provide banking services to the Debtor. Accordingly, the Debtor should be permitted, pursuant to sections 363(b) and 105(a) of the Bankruptcy Code, to pay and/or reimburse the Banks in the ordinary course of business for any Bank Fees arising prior to or after the Petition Date.

IV. The Debtor Should Be Authorized to Use Existing Check Stock and Related Business Forms.

27. To avoid material disruption of the Cash Management System and minimize expenses to the estate, the Debtor requests authority to continue using its existing prepetition Business Forms without reference to its status as a debtor in possession or any other alteration. As discussed above, the Debtor utilizes various Business Forms in the ordinary course of its business. However, the Debtor makes the majority of their cash payments via wires or other electronic transfers rather than via check. Furthermore, most—if not all—parties doing business with the Debtor undoubtedly will be aware of the Debtor's status as a debtor in possession. As a result, changing Business Forms would be an unnecessary additional expense and unduly burdensome. A failure to permit the Debtor to maintain and utilize its existing check stock and related Business Forms as set forth herein would: (a) disrupt the ordinary financial affairs and business operations of the Debtor; (b) delay the administration of the Debtor's estate; (c) compromise the Debtor's

internal controls and accounting system; and (d) require the estate to unnecessarily spend money to create new Business Forms. Accordingly, the requested relief is warranted under the circumstances.

V. The Court Should Authorize the Banks to Continue to Service and Administer the Debtor's Bank Accounts.

28. In connection with the foregoing, the Debtor respectfully requests that the Court authorize the Banks to continue to maintain, service, and administer the Bank Accounts as accounts of the Debtor, as debtor in possession, without interruption and in the ordinary course of business. In this regard, the Banks should be authorized (a) to receive, process, honor, and pay all checks and transfers issued by the Debtor in accordance with this Motion, without regard to whether any checks or transfers were issued before or after the Petition Date; (b) to provide that the Banks may rely on the representations of the Debtor with respect to whether any check or transfer issued or made by the Debtor before the Petition Date should be honored pursuant to this Motion (such Banks having no liability to any party for relying on such representations by the Debtor provided for herein); and (c) to authorize the Debtor to issue replacement checks or transfers to the extent any checks or transfers that are issued and authorized to be paid in accordance with this Motion are dishonored or rejected by the Banks.

29. The Debtor respectfully requests that the Court authorize the Banks to receive, process, honor, and pay any and all checks, ACH payments and other instructions, and drafts payable through, drawn, or directed on such Bank Accounts after the Petition Date by holders, makers, or other parties entitled to issue instructions with respect thereto, whether such checks, drafts, wires, or ACH payments are dated prior to or subsequent to the Petition Date consistent with any order of the Court and governing law; provided, however, that any check, advise, draft, or other notification that the Debtor advised the Banks to have drawn, issued, or otherwise

presented prior to the Petition Date may be honored by the Banks only to the extent authorized by order of the Court.

30. The Debtor also requests that, to the extent the Banks honors a prepetition check or other item drawn on any account that is the subject of this Motion either (a) at the direction of the Debtor; (b) in a good-faith belief that the Court has authorized such prepetition check or item to be honored; or (c) as the result of an innocent mistake despite the above-described protective measures, such Banks will not be deemed to be liable to the Debtor, its estate, or any other party on account of such prepetition check or other item honored postpetition.

31. Both as part of this Motion and in other motions that have been concurrently filed, the Debtor is requesting authority, but not direction, to pay certain prepetition obligations. With respect to some of these obligations, the Debtor may have issued checks prior to the Petition Date that have yet to clear the banking system. In other instances, the Debtor will create the relevant check once the Court enters an order permitting the Debtor to do so. The Debtor intends to inform the Banks which checks should be so honored. Therefore, the Debtor requests that the Banks be authorized to rely on the representations of the Debtor with respect to whether any check or other payment order drawn or issued by the Debtor prior to the Petition Date should be honored. The Debtor respectfully submits that such relief is reasonable and appropriate because the Banks are not in a position to independently verify or audit whether a particular item may be paid in accordance with a court order or otherwise.

VI. A Suspension of Time to Comply with the Requirements of Section 345(b) of the Bankruptcy Code Is Warranted.

32. Pursuant to section 345(b) of the Bankruptcy Code, any deposit or other investment made by a debtor, except those insured or guaranteed by the United States or by a department, agency, or instrumentality of the United States or backed by the full faith and credit of the United

States, must be secured by a bond in favor of the United States that is secured by the undertaking of a corporate surety approved by the U.S. Trustee or by the deposit of securities of the kind specified in 31 U.S.C. § 9303. *See* 11 U.S.C. § 345(b). Section 345(b) provides further, however, that a bankruptcy court may allow the use of alternatives to these approved investment guidelines "for cause." *Id.*; *see also In re Serv. Merch. Co.*, 240 B.R. 894, 896 (Bankr. M.D. Tenn. 1999).

33. In *Service Merchandise*, the court identified the following factors for determining whether cause exists to suspend the requirements of Bankruptcy Code section 345(b):

(a) the sophistication of the debtor's business;

(b) the size of the debtor's business operations;

(c) the amount of investments involved;

(d) the bank ratings of the financial institutions where the debtor's funds are held;

(e) the complexity of the case;

(f) the safeguards in place within the debtor's own business for insuring the safety of the funds;

(g) the debtor's ability to reorganize in the face of a failure of one or more of the financial institutions;

(h) the benefit to the debtor of current practices;

(i) the harm, if any, to the estate; and

(j) the reasonableness of the debtor's request for relief from the section 345(b) requirements in light of the overall circumstances of the case.

Service Merchandise, 240 B.R. at 896.

34. Here, these factors demonstrate that "cause" exists to suspend the requirements of Bankruptcy Code section 345(b), all supporting cause to suspend the requirements or at worst neutral. Moreover, the benefits to the debtor of suspending the section 345(b) requirements far outweighed any potential harm to the estate, and the failure to suspend the requirements would completely disrupt the Debtor's Cash Management System and subject the Debtor to potential

liability to Tenaska for breach of contract with respect to the Wilmington Trust Account.

35. The Debtor operates a business with a specialized Cash Management System that mirrors the structure of its business and provides the Debtor with the ability to safely transfer cash receipts from the Tenaska Inflow Account to the Debtor Revenue Account and the Debtor Operating Account timely to meet its financial obligations. In light of the *Service Merchandise* factors and the safety of the Banks that the Debtor proposes to utilize as a continuation of their prepetition practices, the Debtor believes that sufficient cause exists to allow deviation from the investment guidelines set forth in section 345(b) of the Bankruptcy Code. Satisfaction of those requirements would impose needless costs on the Debtor's estate and the process of satisfying those requirements would lead to inefficiencies in the management of the Debtor's business.

36. Given the nature of Debtor's operations and Cash Management System, it will prove difficult to consolidate all cash activities to new accounts at new financial institutions approved in the U.S. Trustee Guidelines, without disrupting the ordinary financial affairs and business operations of the Debtor. Furthermore, any effort to reconfigure the Debtor's Cash Management System will disrupt the specialized Cash Management System that provides for the timely collection of cash receipts from sales by Tenaska in the Tenaska Inflow Account and the release of those funds monthly to the Debtor Revenue Account and the Debtor Operating Account and will require extensive time and resources of the Debtor's estate, to the detriment of all creditors. The Debtor's estate and creditors, however, will not be harmed by the Debtor's maintenance of the status quo as modified by the relief requested herein because of the relatively safe and prudent practices already utilized by the Debtor.

37. Moreover, the Debtor submits it is in substantial compliance with section 345(b) of the Bankruptcy Code and the U.S. Trustee Guidelines with respect to the Debtor's Bank Accounts.

Pursuant to the U.S. Trustee Guidelines, the U.S. Trustee generally requires chapter 11 debtors to, among other things, deposit all estate funds into an account with an authorized depository that agrees to comply with the requirements of the U.S. Trustee's Office. Here, all Bank Accounts are FDIC insured up to $250,000 on an aggregate basis and, therefore, comply with section 345(b) of the Bankruptcy Code. Such financial institutions are well-positioned to perform the depository and cash management functions during this Chapter 11 Case.

38. As a result, to the extent that the requirements of section 345 of the Bankruptcy Code are inconsistent, or otherwise conflict, with the Debtor's Cash Management System or any action taken by the Debtor's in accordance with an order of this Court, the Debtor respectfully requests a thirty day (or such longer period as the Debtor may request) suspension of time to address any questions that the U.S. Trustee may have regarding the Cash Management System and the Debtor's compliance with section 345(b) of the Bankruptcy Code to allow the Debtor to continue its existing cash management practices. The Debtor will work in good faith with the U.S. Trustee to address any concerns regarding the continued use of the Debtor's Bank Accounts on a postpetition basis and, should the U.S. Trustee have concerns regarding the Bank Accounts, make such arrangements as are acceptable to the U.S. Trustee (without prejudice to the Debtor's right to request further suspensions of time by motion in this Court).

EMERGENCY CONSIDERATION

39. Pursuant to Local Rule 9013-1, the Debtor requests emergency consideration of this Motion under Bankruptcy Rule 6003. Bankruptcy Rule 6003 empowers a court to grant relief within the first twenty-one days after the filing of the petition regarding a motion to "use, sell, lease, or otherwise incur an obligation regarding property of the estate" only if such relief "is necessary to avoid immediate and irreparable harm." Fed. R. Bankr. P. 6003(b). Immediate and irreparable harm exists where the absence of relief would impair a debtor's ability to reorganize

or threaten the debtor's future as a going concern. *See In re Ames Dep't Stores, Inc.*, 115 B.R. 34, 36 n.2 (Bankr. S.D.N.Y. 1990) (discussing the elements of "immediate and irreparable harm" in relation to Bankruptcy Rule 4001). For the reasons discussed above and in the First Day Declaration, an immediate and orderly transition into chapter 11 is critical to the viability of the Debtor's operations. The requested relief is necessary for the Debtor to operate its business in the ordinary course, preserve the ongoing value of its operations, and maximize the value of the estate for the benefit of all stakeholders. The Debtor has demonstrated that the requested relief "is needed to avoid immediate and irreparable harm" as contemplated by Bankruptcy Rule 6003, and, as a result, the Debtor requests that the Court approve the relief requested in this Motion on an emergency basis.

WAIVER OF BANKRUPTCY RULES 6004(a) AND 6004(h)

40. The Debtor also requests that the Court waive the stay imposed by Bankruptcy Rule 6004(h), which provides that "[a]n order authorizing the use, sale, or lease of property other than cash collateral is stayed until the expiration of 14 days after entry of the order, unless the court orders otherwise." Fed. R. Bankr. P. 6004(h). As described above, the relief that the Debtor seeks in this Motion is necessary for the Debtor to operate its business without interruption and to preserve the value of its estate. Accordingly, the Debtor respectfully requests that the Court waive the fourteen day stay imposed by Bankruptcy Rule 6004(h), as the exigent nature of the relief sought herein justifies immediate relief.

RESERVATION OF RIGHTS

41. Nothing contained herein or any action taken pursuant to relief requested is intended to be or shall be construed as (a) an admission as to the validity of any claim against the Debtor; (b) a waiver of the Debtor's or any party in interest's rights to dispute the amount of, basis for, or validity of any claim or interest under applicable law or nonbankruptcy law; (c) a promise

or requirement to pay any claim; (d) a waiver of the Debtor's or any other party in interest's rights under the Bankruptcy Code, or any other applicable law; (e) a request for or granting of approval for assumption of any agreement, contract, program, policy, or lease under section 365 of the Bankruptcy Code; or (f) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtor's estate.

NOTICE

42. Notice of this Motion has been or will be provided to: (a) counsel for the U.S. Trustee; (b) counsel for the United States District Attorney's Office for the Southern District of Texas; (c) those creditors holding the twenty largest unsecured claims against the Debtor's estate; (d) Claimant Firms[4]; (e) counsel to Citigroup Energy Inc. and Citibank, N.A., Attn: Jennifer Hardy (JHardy2@willkie.com); (f) Wilmington Trust, N.A; (g) Lotus Infrastructure Partners; (h) Berkshire Hathaway Energy; and (i) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtor submits that, in light of the nature of the relief requested, no other or further notice need be given.

NO PREVIOUS REQUEST

43. No previous request for the relief sought herein has been made by the Debtor to this or any other court.

WHEREFORE, the Debtor requests that the Court enter the Proposed Orders, granting the relief requested herein and such other and further relief as is just and proper.

[4] As defined in the *Debtor's Emergency Motion for an Order (I) Approving Notice Procedures for Litigation Claimants; and (II) Approving Form and Notice of Commencement of this Case* filed contemporaneously with this motion.

Houston, Texas
Dated: January 26, 2026

Respectfully submitted,

/s/ Jarrod B. Martin

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-and-

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Proposed Counsel to the Debtor and Debtor in Possession

CERTIFICATE OF ACCURACY

In accordance with Local Rule 9013-1(i), I hereby certify that the foregoing statements regarding the nature of the emergency with respect to the Debtor is true and accurate to the best of my knowledge.

/s/ *Jarrod B. Martin*
Jarrod B. Martin

CERTIFICATE OF SERVICE

I hereby certify that on January 26, 2026, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Jarrod B. Martin
Jarrod B. Martin

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

In re:	Chapter 11
SHANNON WIND, LLC,	Case No. 26-90124 (ARP)
Debtor.[1]	**Ref. Docket No.**

INTERIM ORDER (I) AUTHORIZING DEBTOR TO (A) CONTINUE TO MAINTAIN ITS CASH MANAGEMENT SYSTEM, AND (B) HONOR CERTAIN PREPETITION OBLIGATIONS RELATED THERETO, (II) WAIVING CERTAIN OPERATING GUIDELINES; (III) SUSPENDING TIME TO COMPLY WITH SECTION 345(b) OF THE BANKRUPTCY CODE; AND (IV) GRANTING RELATED RELIEF

Upon consideration of the motion (the "**Motion**")[2] of the Debtor in the above-captioned case for the entry of interim and final orders, pursuant to sections 105, 345, 363, 364, 503, and 507 of the Bankruptcy Code, (i) authorizing, but not directing, the Debtor to (a) continue to maintain its existing Cash Management System, including its Bank Accounts and Business Forms and (b) honor certain prepetition obligations related thereto; (ii) waiving certain operating guidelines; (iii) suspending the time to comply with section 345(b) of the Bankruptcy Code on an interim basis, to the extent applicable; and (iv) granting related relief; and upon consideration of the Motion and all pleadings related thereto, including the First Day Declaration; and due and proper notice of the Motion having been given; and having determined that no other or further notice of the Motion is required; and this Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C.

[1] The last four digits of the Debtor's federal tax identification number are 3562. For the purpose of this chapter 11 case, the Debtor's address is 1920 McKinney Ave, Suite 950, Dallas, TX, 75201. Additional information regarding the Debtor's case can be found on the website of the Debtor's proposed claims and noticing agent at https://www.veritaglobal.net/shannon.

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

§ 1334(b), and the *Order of Reference to Bankruptcy Judges* from the United States District Court for the Southern District of Texas, entered May 24, 2012; and this Court having found that venue of this Chapter 11 Case and the Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that notice of the Motion has been given as set forth in the Motion and that such notice is adequate and no other or further notice need be given; and this Court having determined that it may enter an order consistent with Article III of the United States Constitution; and upon consideration of the First Day Declaration; and upon the record in this Chapter 11 Case and all of the proceedings had before this Court; and this Court having found and determined that the relief sought in the Motion is in the best interests of the Debtor, its estate, and its creditors; and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

The Motion is GRANTED on an interim basis as set forth herein.

1. A final hearing on the relief sought in the Motion shall be conducted on **, 2026 at (CT)** (the "**Final Hearing**"). Any party-in-interest objecting to the relief sought at the Final Hearing or in the Final Order shall file and serve a written objection, which objection shall be served upon (a) proposed counsel for the Debtor, Bradley Arant Boult Cummings LLP, 600 Travis Street, Suite 5600, Houston, Texas 77060, Attn: Jarrod B. Martin (jbmartin@bradley.com), James B. Bailey (jbailey@bradley.com), and Michael K. Riordan (mriordan@bradley.com); (b) counsel to any official committee appointed in this Chapter 11 Case; (c) counsel for the Office of the United States Trustee for the Southern District of Texas; and (d) counsel to Citigroup Energy Inc., Attn: Jennifer Hardy (JHardy2@willkie.com); in each case no later than , 2026 at 4:00 p.m. (prevailing Central Time). If no objections

to the entry of the Final Order are timely filed, this Court may enter the Final Order without further notice or a hearing.

2. The Debtor is authorized, but not directed, to: (a) continue to maintain and use the Cash Management System as described in the Motion; (b) honor certain prepetition obligations related thereto; and (c) continue to pay the Bank Fees, including those that arose prepetition; provided that in the case of each of (a) through (c), such action is taken in the ordinary course of business and consistent with prepetition practices.

3. The Debtor is further authorized, but not directed, to (a) continue to use, with the same account numbers, the Bank Accounts in existence on the Petition Date; (b) treat the Bank Accounts for all purposes as accounts of the Debtor as debtor in possession; (c) deposit funds in and withdraw funds from the Bank Accounts by all usual means, including checks, ACH Payments, wire transfers, and other debits; and (d) perform its obligations under the documents governing the Bank Accounts; provided that in the case of each of (a) through (d), such action is taken in the ordinary course of business and consistent with prepetition practices.

4. The Banks are hereby authorized to continue to service and administer the Bank Accounts as accounts of the Debtor as debtor in possession without interruption and in the usual and ordinary course, and to receive, process, honor, and pay any and all checks and drafts drawn on, or electronic transfer requests made on, the Bank Accounts after the Petition Date by the holders or makers thereof, as the case may be; provided, however, that any check drawn or issued by the Debtor before the Petition Date may be honored by the Banks if specifically authorized by order of this Court.

5. Notwithstanding any other provision of this Interim Order, if the Banks honors a prepetition check or other item drawn on any account that is the subject of this Interim Order (a) at

the direction of the Debtor; (b) in good-faith belief that the Court has authorized such prepetition check or item to be honored; or (c) as the result of an innocent mistake made despite implementation of reasonable item-handling procedures, the Banks shall not be deemed to be liable to the Debtor, its estate, or any other party on account of such prepetition check or other item being honored postpetition, or otherwise deemed to be in violation of this Interim Order.

6. The Banks are authorized to debit the Bank Accounts in the ordinary course of business without the need for further order of this Court for: (a) all Bank Fees; provided that such fees and charges are authorized under the applicable account agreement with the Debtor; and provided, further, that nothing set forth herein shall authorize the Banks to debit any claim or charges not in the ordinary course of business and not permitted under the applicable account agreements; (b) all checks, items, and other payment orders drawn on the Debtor's accounts which are cashed at the Banks' counters or exchanged for cashier's checks by the payees thereof prior to the Banks' receipt of notice of filing of this Chapter 11 Case; and (c) all checks, automated clearing house entries, and other items deposited or credited to one of the Debtor's Bank Accounts with the Banks prior to the filing of this Chapter 11 Case which have been dishonored, reversed, or returned unpaid for any reason, together with any fees and costs in connection therewith, to the same extent the Debtor was responsible for such items prior to filing of this Chapter 11 Case. The liens on any of the Bank Accounts granted to creditors (if any) will not have priority over such fees and charges of the Banks.

7. As soon as possible, the Debtor shall (a) serve a copy of this Interim Order on the Banks; (b) contact the Banks; (c) provide the Banks with the Debtor's employee identification number (if applicable) and the case number of this Chapter 11 Case; (d) identify for the Banks each of the Bank Accounts held at the Banks as being held by a debtor in possession in this Chapter

11 Case; and (e) request that the Banks internally code each of the Bank Accounts as "debtor in possession" accounts.

8. The Debtor is authorized to open any new bank accounts or close any existing Bank Accounts as it may deem necessary and appropriate consistent with prepetition business practices; provided that the Debtor shall (a) only open any such new bank accounts at banks that have executed a Uniform Depository Agreement with the U.S. Trustee, or at banks that are willing to immediately execute such an agreement; and (b) serve a copy of this Interim Order upon any bank at which the Debtor opens a new bank account immediately upon opening of the new account.

9. To the extent that any of the Debtor's Bank Accounts (including any investment accounts) are not in compliance with section 345(b) of the Bankruptcy Code or any of the U.S. Trustee's requirements or guidelines, the Debtor shall have thirty days, without prejudice to seeking an additional suspension, to come into compliance with section 345(b) of the Bankruptcy Code, as ordered by this Court. The Debtor may obtain a further extension of the time period set forth in this paragraph by entering into a written stipulation with the U.S. Trustee and filing such stipulation on the Court's docket without the need for further Court order; provided, that nothing herein shall prevent the Debtor or the U.S. Trustee from seeking further relief from the Court to the extent that an agreement cannot be reached.

10. The requirement to establish separate accounts for cash collateral and/or tax payments is hereby suspended without prejudice, as applicable.

11. The Debtor shall calculate quarterly fees payable pursuant to 28 U.S.C. § 1930(a)(6) based on the disbursements of the Debtor, regardless of who pays those disbursements.

12. Notwithstanding anything contained in the Motion or this Interim Order, any payment authorized to be made by the Debtor herein shall be subject to and consistent with the terms and conditions contained in any orders entered by this Court authorizing the use of cash collateral and any order authorizing postpetition financing (collectively, a "**Financing Order**"), including compliance with any budget or cash flow forecast in connection therewith. To the extent there is any conflict between this Final Order and a Financing Order, the terms of the Financing Order shall control.

13. Nothing in this Interim Order (a) is intended or shall be deemed to constitute an assumption of any agreement pursuant to section 365 of the Bankruptcy Code or an admission as to the validity of any claim against the Debtor and its estate; (b) shall impair, prejudice, waive, or otherwise affect the rights of the Debtor and its estate with respect to the validity, priority, or amount of any claim against the Debtor and its estate; or (c) shall be construed as a promise to pay a claim.

14. Nothing in this Interim Order shall be construed to (a) create or perfect, in favor of any person or entity, any interest in cash of a Debtor that did not exist as of the Petition Date, (b) alter or impair any security interest or perfection thereof, in favor of any person or entity that existed as of the Petition Date, or (c) create any rights in favor of or enhance the status of any claim held by any party.

15. Nothing in this Interim Order, nor as a result of any payment made pursuant to this Interim Order, shall be deemed or construed as a waiver of the rights of the Debtor, or shall impair the ability of the Debtor, to contest the validity and amount of any payment made pursuant to this Interim Order.

16. The Debtor is authorized to take any and all actions necessary to effectuate the relief granted herein.

17. The requirements of Bankruptcy Rule 6003(b) have been satisfied because the relief set forth in this Interim Order is necessary to avoid immediate and irreparable harm.

18. Notwithstanding any applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Interim Order shall be effective and enforceable immediately upon its entry.

19. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice.

20. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Interim Order.

Dated , 2026
Houston, Texas

ALFREDO R. P RE
UNITED STATES BANKRUPTCY JUDGE