Docket #0077 Date Filed: 06/12/2020

CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed June 12, 2020

United States Bankruptcy Judge

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

In re:	§	Chapter 11
	§	
Vista Proppants and Logistics, LLC, *et al.*,[1]	§	Case No. 20-42002-ELM-11
	§	
Debtors.	§	Jointly Administered

ORDER AUTHORIZING THE DEBTORS TO FILE FEE LETTER UNDER SEAL PURSUANT TO 11 U.S.C. § 107 AND FED. R. BANKR. P. 9018

CAME ON for consideration the *Debtors' Motion for Entry of an Order Authorizing the Debtor to File Exit Financing Commitment Letter Under Seal Pursuant to 11 U.S.C. § 107 and*

[1] The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Vista Proppants and Logistics, LLC (7817) ("Vista OpCo"); VPROP Operating, LLC (0269) ("VPROP"); Lonestar Prospects Management, L.L.C. (8451) ("Lonestar Management"); MAALT Specialized Bulk, LLC (2001) ("Bulk"); Denetz Logistics, LLC (8177) ("Denetz"); Lonestar Prospects, Ltd. (4483) ("Lonestar Ltd."); and MAALT, LP (5198) ("MAALT"). The location of the Debtors' service address is 4413 Carey Street, Fort Worth, TX 76119-4219.

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Fed. R. Bankr. P. 9018 (the "Motion")[2] filed by Vista Proppants and Logistics, LLC and its debtor affiliates (collectively, the "Debtors") in the above-styled Chapter 11 cases (the "Chapter 11 Cases"); and it appearing that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors and other parties in interest; the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §1334; consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; notice of the Motion having been adequate and appropriate under the circumstances; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED:

1. The Motion is granted on an interim basis as provided herein.

2. The Debtors are authorized to file the Fee Letter under seal pursuant to sections 105(a) and 107(b) of the Bankruptcy Code, Bankruptcy Rule 9018, and Local Rule 9077-1. Any party filing documents under seal pursuant to this Order shall comply with the requirements of Local Bankruptcy Rule 9077-1.

3. The Fee Letter shall remain under seal for no longer than one year from the date of entry of this Order, unless the Court orders otherwise.

4. The only entities permitted to review the Fee Letter are those entities specified herein, except that the following entities shall also have access to matters placed under seal unless the Court specifically rules otherwise: (1) the judge presiding over this case, (2) the law clerk to whom the matter is assigned internally by the presiding judge, (3) the Courtroom Deputy responsible for this matter, (4) the Clerk of the Court, (5) the presiding judge and staff of any

[2] All otherwise undefined terms shall have the same meaning ascribed to them in the Motion.

appellate tribunal; (5) the Office of the United States Trustee; and (6) the advisors to any statutory committees appointed in these Chapter 11 Cases.

5. An unredacted copy of the Fee Letter may be shared with attorneys employed by the United States Trustee who are advised of and therefore subject to this Order.

6. This Order does not limit the use of the Fee Letter or the testimony related thereto in connection with any party's obligation to refer criminal or ethical violations.

7. Any objections or responses to the Motion shall be filed and served so as to be actually received on or prior to, **July 1, 2020, at 5:00 p.m. (Prevailing Central Time)**; and any replies to any objections or responses to the Motion shall be filed and served so as to be actually received on or prior to **July 3, 2020, at 5:00 p.m. (Prevailing Central Time)**. If an objection is timely filed and served, then a final hearing to consider the relief requested in the Motion on a final basis will be held on **July 6, 2020, at 2:30 p.m. (Prevailing Central Time)**. If no objection is filed, the Order automatically becomes final.

8. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

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

END OF ORDER # #

Submitted by:

Stephen M. Pezanosky
State Bar No. 15881850
Matthew T. Ferris
State Bar No. 24045870
David L. Staab
State Bar No. 24093194
HAYNES AND BOONE, LLP
301 Commerce Street, Suite 2600
Fort Worth, TX 76102
Telephone: 817.347.6600
Facsimile: 817.347.6650
Email: stephen.pezanosky@haynesboone.com
Email: matt.ferris@haynesboone.com
Email: david.staab@haynesboone.com

PROPOSED ATTORNEYS FOR DEBTORS