

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

In re:	§	
	§	Chapter 11
	§	
AZURE MIDSTREAM PARTNERS, LP, et al.,	§	Case No. 17-30461 (DRJ)
	§	
	§	Jointly Administered
	§	
Debtors.¹	§	
	§	
	§	

**DEBTORS’ AMENDED WITNESS AND EXHIBIT LIST
FOR MATTERS SET FOR HEARING ON MARCH 15, 2017**

Azure Midstream Partners, LP and its debtor affiliates in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the “**Debtors**”), respectfully submit their amended witness and exhibit list for the hearing set for March 15, 2017 at 10:30 a.m. (prevailing Central Time) (“**Amended Witness and Exhibit List**”) as follows:

WITNESS LIST

1. Cari Turner, Senior Director at Alvarez & Marsal North America, LLC;
2. Eric Bauer, Managing Director at Evercore Group, LLC;
3. Any witness called or listed by any other party; and
4. Any rebuttal witnesses.

The Debtors reserve the right to call rebuttal witnesses as necessary. The Debtors reserve the right to call any witness identified or called by another party or by the Court. The Debtors reserve the right to not call any witness identified herein. The Debtors reserve the right to supplement this witness list.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Azure Midstream Partners, LP (7595), Azure ETG, LLC (3388), Azure Holdings GP, LLC (0537), Azure Midstream Partners GP, LLC (8089), Azure TGG, LLC (6233), Marlin G&P I, LLC (6073), Marlin Logistics, LLC (8460), Marlin Midstream Finance Corp. (0130), Marlin Midstream, LLC (2587), Murvaul Gas Gathering, LLC (0826), Talco Midstream Assets, Ltd. (7004), and Turkey Creek Pipeline, LLC (1161).



EXHIBITS

The Debtors may offer into evidence any one or more of the following exhibits:

DEBTORS' EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
1	Declaration of Robert Pacha (Docket No. 78 - Exhibit B)				
2	Order Approving (A) Bid Procedures, (B) Procedures for Assumption and Assignment of Certain Executory Contracts and Unexpired Leases and Related Notices, (C) Notice of Auction and Sale Hearing, and (D) Related Relief (Docket No. 116)				
3	Final Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 507, Fed. R. Bankr. P. 2002, 4001, 6003, 6004, and 9014, and Bankruptcy Local Rule 4001-1 (I) Authorizing Debtors' Limited Use of Cash Collateral, (II) Granting Adequate Protection to the Prepetition Secured Parties, and (III) Modifying the Automatic Stay (Docket No. 121)				
4	Notice of Executory Contracts and Unexpired Leases Which May Be Assumed and Assigned in Connection with the Sale of Substantially All of the Debtors' Assets and the Proposed Cure Amounts with Respect Thereto (Docket No. 124)				
5	Certificate of Service Re Bid Procedures Order (Docket No. 130)				
6	Supplemental Notice of Executory Contracts and Unexpired Leases Which May Be Assumed and Assigned in Connection with the Sale of Substantially All of the Debtors' Assets and the Proposed Cure Amounts with Respect Thereto (Docket No. 133)				
7	Certificate of Service Re Notice of Auction and Sale Hearing (Docket No. 137)				

DEBTORS' EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
8	Notice of Hearing (Docket No. 141)				
9	Notice of Successful Bid and Back-Up Bid in Connection with Sale of Substantially All of the Debtors' Assets (Docket No. 149)				
10	Objection to Expedited Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 363, 365, and 503 and Fed. R. Bankr. P. 2002, 6004, and 6006 for Entry of (I) Order Approving (A) Bid Procedures, (B) Procedures for Assumption and Assignment of Certain Executory Contracts and Unexpired Leases and Related Notices, (C) Notice of Auction and Sale Hearing, and (D) Related Relief and (II) Order (A) Approving the Sale of Substantially All of the Debtors' Assets Free and Clear of Liens, Claims, Encumbrances and Other Interests, (B) Approving Assumption, Assignment and Sale of Certain Executory Contracts and Unexpired Leases and Related Cure Amounts, and (C) Granting Related Relief (Docket No. 154)				
11	Affidavit of Publication Re Notice of Auction and Sale Hearing in the Houston Chronicle, Longview News-Journal, Panola Watchman and USA Today (Docket No. 157)				
12	Supplemental Certificate of Service Re Notice of Auction and Sale Hearing (Docket No. 158)				
13	Certificate of Service Re Supplemental Notice of Executory Contracts and Unexpired Leases Which May Be Assumed and Assigned in Connection with the Sale of Substantially All of the Debtors' Assets and the Proposed Cure Amounts with Respect Thereto (Docket No. 161)				
14	Notice of Declaration of William Ordemann on Behalf of BTA Gathering LLC in Support of Sale (Docket No. 162)				

DEBTORS' EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
15	Notice of Filing of BTA Gathering LLC Purchase and Sale Agreement (Docket No. 165 - Exhibits A and B)				

The Debtors reserve the right to amend or supplement the Amended Witness and Exhibit List at any time prior to the hearing.

Dated: March 15, 2017
Houston, Texas

/s/ Gary T. Holtzer

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*Attorneys for the Debtors
and Debtors in Possession*

Certificate of Service

I hereby certify that on March 15, 2017, 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/ Clifford Carlson

Clifford Carlson