

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

----- X  
In re: : Chapter 11  
 :  
EMERGE ENERGY SERVICES LP, *et al.*,<sup>1</sup> : Case No. 19-11563 (KBO)  
 :  
Debtors. : (Jointly Administered)  
 :  
----- X

**AFFIDAVIT OF SERVICE**

I, Stanley Y. Martinez, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the claims and noticing agent for the Debtors in the above-captioned case.

On August 9, 2019, at my direction and under my supervision, employees of KCC caused to be served the following documents via Electronic Mail upon the service list attached hereto as **Exhibit A**; and via First Class Mail upon the service list attached hereto as **Exhibit B**:

- **Certification of Counsel Regarding Order Under 11 U.S.C. §§ 327 and 328, Fed.R.Bankr.P.2014, and Del.Bankr.L.R. 2014-1 Authorizing Employment and Retention of Kurtzman Carson Consultants LLC as Administrative Advisor *Nunc Pro Tunc* to Petition Date** [Docket No. 141]
- **Certification of Counsel Regarding Order Under 11 U.S.C. §§ 105(a) and 331, Fed. R. Bankr. P. 2016(a) and Del. Bankr. L.R. 2016-2 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals** [Docket No. 142]
- **Certification of Counsel Regarding Order Pursuant to Bankruptcy Rule 3003(c)(3) and Local Rule 2002-1(e) Establishing Bar Dates and Related Procedures for Filing Proofs of Claim (Including for Administrative Expense Claims Arising Under Section 503(b)(9) of the Bankruptcy Code) and Approving the Form and Manner of Notice Thereof** [Docket No. 153]
- **Order Under 11 U.S.C. §§ 327 and 328, Fed. R. Bankr. P. 2014, and Del. Bankr. L.R. 2014-1 Authorizing Employment and Retention of Kurtzman Carson Consultants LLC as Administrative Advisor for Debtors *Nunc Pro Tunc* to Petition Date** [Docket No. 154]

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Emerge Energy Services LP (2937), Emerge Energy Services GP LLC (4683), Emerge Energy Services Operating LLC (2511), Superior Silica Sands LLC (9889), and Emerge Energy Services Finance Corporation (9875). The Debtors’ address is 5600 Clearfork Main Street, Suite 400, Fort Worth, Texas 76109.



- **Order Under 11 U.S.C. §§ 105(a) and 331, Fed. R. Bankr. P. 2016(a) and Del. Bankr. L.R. 2016-2 Establishing Procedures for Interim Compensation and Reimbursement of Professionals [Docket No. 155]**
- **Order Pursuant to Bankruptcy Rule 3003(c)(3) and Local Rule 2002-1(e) Establishing Bar Dates and Related Procedures for Filing Proofs of Claim (Including for Administrative Expense Claims Arising Under Section 503(b)(9) of the Bankruptcy Code) and Approving the Form and Manner of Notice Thereof [Docket No. 157]**


Dated: August 14, 2019

  
Stanley Y. Martinez

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California  
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 14<sup>th</sup> day of August, 2019, by Stanley Y. Martinez, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 



# Exhibit A

**Exhibit A**  
Core/2002 Service List  
Served via Electronic Mail

| DESCRIPTION   | COMPANY                                      | CONTACT   | EMAIL  |
|---|--|---|--|
| Counsel to Trinity Industries Leasing Co.   | Baker Botts LLP                              | Omar J. Alaniz, Esq.                                      | omar.alaniz@bakerbotts.com   |
| Co-Counsel for B & B Electric, Inc. and RB Scott Company, Inc.  | Bayard, P.A.                                 | Evan T. Miller, Esq. and Sophie E. Macon, Esq.            | emiller@bayardlaw.com;<br>smacon@bayardlaw.com   |
| Attorneys for Oracle America, Inc.  | Buchalter, A Professional Corporation        | Shawn M. Christianson, Esq.                               | schristianson@buchalter.com  |
| Attorneys For Holt Texas, Ltd. d/b/a Holt Cat and d/b/a Holt Rental Services  | Caldwell East & Finlayson PLLC               | Zachary J. Fanucchi                                       | zfanucchi@ceflegalsa.com   |
| Counsel to Tidewater Logistics Corporation  | Cole Schotz P.C.                             | Daniel F.X. Geoghan, Esquire and Matthew V. Dunn, Esquire | dgeoghan@coleschotz.com;<br>mdunn@coleschotz.com   |
| Counsel to Tidewater Logistics Corporation  | Cole Schotz P.C.                             | Michael D. Warner, Esquire                                | mwarner@coleschotz.com   |
| Counsel to Tidewater Logistics Corporation  | Cole Schotz P.C.                             | Patrick J. Reilley, Esquire                               | preilley@coleschotz.com  |
| Counsel to Investors Bank   | Cullen and Dykman LLP                        | Matthew G. Roseman, Esq.                                  | mroseman@cullenanddykman.com   |
| Counsel to Investors Bank   | Cullen and Dykman LLP                        | Michelle McMahon, Esq.                                    | mmcmahon@cullenanddykman.com   |
| Counsel for Pownall Services LLC  | Davis & Santos P.C.                          | Caroline Newman Small, Esquire and Santos Vargas, Esquire | svargas@dslawpc.com;<br>csmall@dslawpc.com   |
| DE AG Office  | Delaware Attorney General                    | Matthew Denn  | attorney.general@state.de.us   |
| DE DOJ  | Delaware Dept of Justice                     | Attn Bankruptcy Dept                                      | attorney.general@state.de.us   |
| DE Secretary of State   | Delaware Secretary of State                  | Franchise Tax   | dosdoc_bankruptcy@state.de.us  |
| DE State Treasury   | Delaware State Treasury                      |   | statetreasurer@state.de.us   |
| Counsel to Trinity Industries Leasing Co.   | Duane Morris LLP                             | Jarret P. Hitchings, Esq.                                 | jphitchings@duanemorris.com  |
| DIP Lender  | HPS Investment Partners, LLC, as Agent       | Brett Pertuz  | ir@hpspartners.com;<br>Brett.Pertuz@hpspartners.com  |
| Counsel to Insight Equity Management Company LLC  | Hunton Andrews Kurth LLP                     | Attn Timothy A. ("Tad") Davidson II                       | TadDavidson@andrewskurth.com   |
| IRS   | Internal Revenue Service                     | Attn Susanne Larson                                       | SBSE.Insolvency.Balt@irs.gov   |
| Proposed Counsel to the Official Committee of Unsecured Creditors of Emerge Energy Services LP, et al.                | Kilpatrick Townsend & Stockton LLP           | Lenard M. Parkins   | lparkins@kilpatricktownsend.com  |
| Proposed Counsel to the Official Committee of Unsecured Creditors of Emerge Energy Services LP, et al.                | Kilpatrick Townsend & Stockton LLP           | Todd C. Meyers, David M. Posner, and Kelly Moynihan       | tmeyers@kilpatricktownsend.com;<br>dposner@kilpatricktownsend.com;<br>kmoynihan@kilpatricktownsend.com |
| Counsel to Ward County, Bexar County, and Pecos County  | Linebarger Goggan Blair & Sampson, LLP       | Don Stecker   | sanantonio.bankruptcy@publicans.com  |
| Counsel to Tarrant County   | Linebarger Goggan Blair & Sampson, LLP       | Elizabeth Weller  | dallas.bankruptcy@publicans.com  |
| Attorneys for Claimants, The County of Comanche, Texas, The County of Irion, Texas and The County of Limestone, Texas | Mccreary, Veselka, Bragg & Allen, P.C.       | Tara LeDay  | tleday@mvbalaw.com   |
| Counsel for Waste Management ("WM")   | Monzack Mersky McLaughlin and Browder, P.A.  | Rachel B. Mersky & Brian J. McLaughlin                    | rmersky@monlaw.com;<br>bmclaughlin@monlaw.com  |
| US Trustee for District of DE   | Office of the United States Trustee Delaware | Juliet M. Sarkessian                                      | juliet.m.sarkessian@usdoj.gov  |
| Counsel to DIP Agent, DIP Lenders, and Prepetition Secured Parties/Prepetition Agents                                 | Pachulski Stang Ziehl & Jones LLP            | Attn: Laura Davis Jones and Timothy P. Cairns             | ljones@pszjlaw.com;<br>tcairns@pszjlaw.com   |
| Counsel for MUL Railcars, Inc. and MUL Railcars Leasing, LLC  | Pepper Hamilton LLP                          | David B. Stratton   | strattond@pepperlaw.com  |
| Proposed Counsel to the Official Committee of Unsecured Creditors of Emerge Energy Services LP, et al.                | Potter Anderson & Corroon LLP                | Jeremy W. Ryan, Christopher M. Samis, and D. Ryan Slaugh  | jryan@potteranderson.com;<br>csamis@potteranderson.com;<br>rslaugh@potteranderson.com                  |

**Exhibit A**  
Core/2002 Service List  
Served via Electronic Mail

| DESCRIPTION  | COMPANY                                    | CONTACT  | EMAIL   |
|--|--|--|---|
| Co-Counsel for B & B Electric, Inc. and RB Scott Company, Inc.   | Ruder Ware, L.L.S.C.                       | John D. Leary, Esq.  | jleary@ruderware.com  |
| Counsel for Pownall Services LLC   | Saul Ewing Arnstein & Lehr LLP             | Lucian B. Murley, Esquire  | luke.murley@saul.com  |
| SEC Regional Office  | Securities & Exchange Commission           | G Jeffrey Boujoukos Regional Director  | philadelphia@sec.gov  |
| SEC Headquarters   | Securities & Exchange Commission           | Secretary of the Treasury  | SECBankruptcy-OGC-ADO@SEC.GOV   |
| SEC Regional Office  | Securities & Exchange Commission NY Office | Marc Berger Regional Director  | bankruptcynoticeschr@sec.gov  |
| Attorneys for Market & Johnson, Inc.; Industrial Construction Specialists, LLC; EnDeCo Engineers, Inc.; Stout Excavating Group LLC; and A-1 Excavating, Inc. | Sullivan Hazeltine Allinson LLC            | Elihu E. Allinson III, Esq.  | zallinson@sha-llc.com   |
| Counsel to Union Pacific Railroad Company  | Union Pacific Railroad Company             | Tonya W. Conley and Lila L. Howe   | bankruptcynotices@up.com  |
| US Attorneys Office  | US Attorney for Delaware                   | David C. Weiss   | usade.ecfbankruptcy@usdoj.gov   |
| Counsel for MUL Railcars, Inc. and MUL Railcars Leasing, LLC   | Vedder Price                               | Douglas J. Lipke and Allison B. Hudson   | dlipke@vedderprice.com;<br>ahudson@vedderprice.com  |
| Counsel to Di-Corp Sand Transloading LP  | Vinson & Elkins LLP                        | Steven M. Abramowitz   | sabramowitz@velaw.com   |
| Counsel to DIP Agent, DIP Lenders, and Prepetition Secured Parties/Prepetition Agents  | Weil, Gotshal & Manges LLP                 | Attn: Matthew S. Barr, David N. Griffiths, Candace M. Arthur, and Alexander Condon | matt.barr@weil.com;<br>david.griffiths@weil.com;<br>candace.arthur@weil.com;<br>alexander.condon@weil.com |
| Attorneys for Market & Johnson, Inc.; Industrial Construction Specialists, LLC; EnDeCo Engineers, Inc.; Stout Excavating Group LLC; and A-1 Excavating, Inc. | Weld Riley, S.C.                           | William E. Wallo, Esq.   | wwallo@weldriley.com  |
| Counsel for CIT Bank, N.A. and The CIT Group/Equipment Financing, Inc. ("CIT")   | Young Conaway Stargatt & Taylor, LLP       | Sean M. Beach, Andrew L. Magaziner & Betsy L. Feldman                              | sbeach@ycst.com;<br>amagaziner@ycst.com;<br>bfeldman@ycst.com   |

# Exhibit B

## Exhibit B

Core/2002 Service List  
Served via First Class Mail

| DESCRIPTION  | COMPANY                                      | CONTACT   | ADDRESS1                                | ADDRESS2                          | ADDRESS3      | CITY             | STATE | ZIP        |
|--|--|---|---|-----------------------------------|---------------|------------------|-------|------------|
| Counsel to Trinity Industries Leasing Co.  | Baker Botts LLP                              | Omar J. Alaniz, Esq.                                      | 2001 Ross Avenue Suite 900              |                                   |               | Dallas           | TX    | 75201-2980 |
| Co-Counsel for B & B Electric, Inc. and RB Scott Company, Inc.   | Bayard, P.A.                                 | Evan T. Miller, Esq. and Sophie E. Macon, Esq.            | 600 N. King Street, Suite 400           |                                   |               | Wilmington       | DE    | 19801      |
| Committee of Unsecured Creditors   | BMT Consulting Group, LLC                    | Attn: Paul McCarthy                                       | 36 Redwood Drive                        |                                   |               | Butte            | MT    | 59701      |
| Attorneys for Oracle America, Inc.   | Buchalter, A Professional Corporation        | Shawn M. Christianson, Esq.                               | 55 Second Street, 17th Floor            |                                   |               | San Francisco    | CA    | 94105-3493 |
| Counsel to Tidewater Logistics Corporation   | Cole Schotz P.C.                             | Daniel F.X. Geoghan, Esquire and Matthew V. Dunn, Esquire | 1325 Avenue of the Americas, 19th Floor |                                   |               | New York         | NY    | 10019      |
| Counsel to Tidewater Logistics Corporation   | Cole Schotz P.C.                             | Michael D. Warner, Esquire                                | 301 Commerce Street, Suite 1700         |                                   |               | Fort Worth       | TX    | 76102      |
| Counsel to Tidewater Logistics Corporation   | Cole Schotz P.C.                             | Patrick J. Reilley, Esquire                               | 500 Delaware Avenue, Suite 1410         |                                   |               | Wilmington       | DE    | 19801      |
| DE AG Office   | Delaware Attorney General                    | Matthew Denn  | Carvel State Office Building            | 820 N French St                   |               | Wilmington       | DE    | 19801      |
| DE DOJ   | Delaware Dept of Justice                     | Attn Bankruptcy Dept                                      | 820 N French St 6th Fl                  |                                   |               | Wilmington       | DE    | 19801      |
| DE Secretary of State  | Delaware Secretary of State                  | Franchise Tax   | 401 Federal Street                      | PO Box 898                        |               | Dover            | DE    | 19903      |
| DE State Treasury  | Delaware State Treasury                      |   | 820 Silver Lake Blvd., Suite 100        |                                   |               | Dover            | DE    | 19904      |
| Counsel to Trinity Industries Leasing Co.  | Duane Morris LLP                             | Jarret P. Hitchings, Esq.                                 | 222 Delaware Avenue, Suite 1600         |                                   |               | Wilmington       | DE    | 19801-1659 |
| Committee of Unsecured Creditors   | Greenbrier Leasing Company, LLC              | Attn: John Lawrence                                       | One Centerpointe Drive, Suite 200       |                                   |               | Lake Oswego      | OR    | 97035      |
| DIP Lender   | HPS Investment Partners, LLC, as Agent       | Brett Pertuz  | 40 West 57th Street, 33rd Floor         |                                   |               | New York         | NY    | 10019      |
| Counsel to Insight Equity Management Company LLC   | Hunton Andrews Kurth LLP                     | Attn Timothy A. ("Tad") Davidson II                       | 600 Travis Street, Suite 4200           |                                   |               | Houston          | TX    | 77002      |
| IRS  | Internal Revenue Service                     | Attn Susanne Larson                                       | 31 Hopkins Plz Rm 1150                  |                                   |               | Baltimore        | MD    | 21201      |
| IRS  | Internal Revenue Service                     | Centralized Insolvency Operation                          | PO Box 7346                             |                                   |               | Philadelphia     | PA    | 19101-7346 |
| Committee of Unsecured Creditors   | Iron Mountain Trap Rock Co.                  | Attn: Dale Hoette   | 2320 Creve Coeur Mill Road              |                                   |               | Maryland Heights | MO    | 63043      |
| Proposed Counsel to the Official Committee of Unsecured Creditors of Emerge Energy Services LP, et al. | Kilpatrick Townsend & Stockton LLP           | Lenard M. Parkins   | 700 Louisiana Street, Suite 4300        |                                   |               | Houston          | TX    | 77002      |
| Proposed Counsel to the Official Committee of Unsecured Creditors of Emerge Energy Services LP, et al. | Kilpatrick Townsend & Stockton LLP           | Todd C. Meyers, David M. Posner, and Kelly Moynihan       | The Grace Building                      | 1114 Avenue of the Americas       |               | New York         | NY    | 10036      |
| Counsel to Tarrant County  | Linebarger Goggan Blair & Sampson, LLP       | Elizabeth Weller  | 2777 N. Stemmons Freeway Suite 1000     |                                   |               | Dallas           | TX    | 75207      |
| US Trustee for District of DE  | Office of the United States Trustee Delaware | Juliet M. Sarkessian                                      | 844 King St Ste 2207                    | Lockbox 35                        |               | Wilmington       | DE    | 19801      |
| Counsel for MUL Railcars, Inc. and MUL Railcars Leasing, LLC   | Pepper Hamilton LLP                          | David B. Stratton   | Hercules Plaza                          | 1313 N. Market Street, Suite 5100 | P.O. Box 1709 | Wilmington       | DE    | 19899-1709 |

**Exhibit B**  
Core/2002 Service List  
Served via First Class Mail

| DESCRIPTION  | COMPANY                                 | CONTACT  | ADDRESS1                              | ADDRESS2               | ADDRESS3 | CITY         | STATE | ZIP        |
|--|---|--|---------------------------------------|------------------------|----------|--------------|-------|------------|
| Proposed Counsel to the Official Committee of Unsecured Creditors of Emerge Energy Services LP, et al.   | Potter Anderson & Corroon LLP           | Jeremy W. Ryan, Christopher M. Samis, and D. Ryan Slaugh | 1313 North Market Street, Sixth Floor | P.O. Box 951           |          | Wilmington   | DE    | 19899      |
| Co-Counsel for B & B Electric, Inc. and RB Scott Company, Inc.   | Ruder Ware, L.L.S.C.                    | John D. Leary, Esq.                                      | 402 Graham Avenue                     | P.O. Box 187           |          | Eau Claire   | WI    | 54702      |
| SEC Regional Office  | Securities & Exchange Commission        | G Jeffrey Boujoukos Regional Director                    | 1617 JFK Boulevard Ste 520            |                        |          | Philadelphia | PA    | 19103      |
| SEC Headquarters   | Securities & Exchange Commission        | Secretary of the Treasury                                | 100 F St NE                           |                        |          | Washington   | DC    | 20549      |
| Attorneys for Market & Johnson, Inc.; Industrial Construction Specialists, LLC; EnDeCo Engineers, Inc.; Stout Excavating Group LLC; and A-1 Excavating, Inc. | Sullivan Hazeltine Allinson LLC         | Elihu E. Allinson III, Esq.                              | 901 North Market Street, Suite 1300   |                        |          | Wilmington   | DE    | 19801      |
| Committee of Unsecured Creditors   | The Andersons, Inc. an Ohio Corporation | Attn: Sean Hankinson                                     | 1947 Briarfield Boulevard             |                        |          | Maumee       | OH    | 43537      |
| Committee of Unsecured Creditors   | Trinity Industries Leasing Company      | Attn: Scott Ewing  | 2525 N. Stemmons Freeway              |                        |          | Dallas       | TX    | 75207      |
| Counsel to Union Pacific Railroad Company  | Union Pacific Railroad Company          | Tonya W. Conley and Lila L. Howe                         | 1400 Douglas Street, STOP 1580        |                        |          | Omaha        | NE    | 68179      |
| US Attorneys Office  | US Attorney for Delaware                | David C. Weiss   | 1007 Orange St Ste 700                | PO Box 2046            |          | Wilmington   | DE    | 19899-2046 |
| Counsel for MUL Railcars, Inc. and MUL Railcars Leasing, LLC   | Vedder Price                            | Douglas J. Lipke and Allison B. Hudson                   | 222 N. LaSalle Street                 |                        |          | Chicago      | IL    | 60601      |
| Counsel to Di-Corp Sand Transloading LP  | Vinson & Elkins LLP                     | Steven M. Abramowitz                                     | 666 Fifth Avenue, 26th Floor          |                        |          | New York     | NY    | 10103-0040 |
| Attorneys for Market & Johnson, Inc.; Industrial Construction Specialists, LLC; EnDeCo Engineers, Inc.; Stout Excavating Group LLC; and A-1 Excavating, Inc. | Weld Riley, S.C.                        | William E. Wallo, Esq.                                   | 3624 Oakwood Hills Parkway            |                        |          | Eau Claire   | WI    | 54701      |
| Counsel for CIT Bank, N.A. and The CIT Group/Equipment Financing, Inc. ("CIT")   | Young Conaway Stargatt & Taylor, LLP    | Sean M. Beach, Andrew L. Magaziner & Betsy L. Feldman    | Rodney Square                         | 1000 North King Street |          | Wilmington   | DE    | 19801      |