

**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  
: :  
: **Obj. Deadline: October 7, 2019 at 4:00 p.m. (ET)**  
----- X

**FIRST MONTHLY APPLICATION OF RICHARDS, LAYTON & FINGER, P.A.  
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED  
AND FOR REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE  
DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD FROM  
JULY 15, 2019 THROUGH JULY 31, 2019**

Name of Applicant: Richards, Layton & Finger, P.A.

Authorized to Provide Professional Services to: the above-captioned debtors and debtors in possession

Date of Retention: August 13, 2019 *nunc pro tunc* to  
July 15, 2019

Period for which compensation and reimbursement are sought: July 15, 2019 through July 31, 2019

Amount of Compensation sought as actual, reasonable, and necessary: \$106,133.60 (80% of \$132,667.00)

Amount of Expense Reimbursement sought as actual, reasonable, and necessary: \$9,446.54

This is a(n): X monthly      interim      final application

Prior Applications Filed: None

<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.



**COMPENSATION BY PROFESSIONAL  
JULY 15, 12019 THROUGH JULY 31, 2019**

<b>Name of Professional Individual</b>	<b>Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
John H. Knight	Joined firm as associate in 1998. Director in 2003. Member of MD Bar since 1994. Member of NJ Bar since 1996. Member of DE Bar since 1999.	\$900	14.1	\$12,690.00
Russell C. Silberglied	Joined firm as associate in 1995. Director in 2002. Member of PA and DE Bar since 1996.	\$900	0.6	\$540.00
Paul N. Heath	Joined firm as associate in 1999. Director in 2007. Member of DE Bar since 1998.	\$800	24.7	\$19,760.00
Amanda R. Steele	Joined firm as associate in 2010. Director in 2018. Member of DE Bar since 2010.	\$700	0.2	\$140.00
Zachary I. Shapiro	Joined firm as associate in 2007. Counsel in 2016. Director in 2019. Member of DE Bar since 2008.	\$675	31.4	\$21,195.00
Brett M. Haywood	Joined firm as associate in 2015. Member of MA Bar since 2014. Member of DE Bar since 2015.	\$505	59.0	\$29,795.00
Christopher M. DeLillo	Joined firm as associate in 2016. Member of DE Bar since 2017.	\$470	0.3	\$141.00
David T. Queroli	Joined firm as associate in 2016. Member of DE Bar since 2016.	\$470	2.7	\$1,269.00
Travis J. Cuomo	Joined firm as associate in 2017. Member of DE Bar since 2018.	\$420	69.7	\$29,274.00

Sarah E. Silveira	Joined firm as associate in 2018. Member of DE Bar since 2018.	\$350	6.7	\$2,345.00
Barbara J. Witters	Paralegal since 2000. Joined firm in 2000.	\$265	38.8	\$10,282.00
Ann Jerominski	Paralegal since 1995. Joined firm in 2000.	\$265	6.1	\$1,616.50
Rebecca V. Speaker	Paralegal since 2002. Joined firm in 2001.	\$265	8.6	\$2,279.00
M. Lynzy McGee	Paralegal since 2007. Joined firm in 2016.	\$265	0.7	\$185.50
Scott A. Benson	Trial Services Specialist, MIS Department. Joined firm in 2018.	\$275	4.2	\$1,155.00
<b>TOTAL</b>			<b>267.8</b>	<b>\$132,667.00</b>

Grand Total	\$132,667.00
Attorney Compensation	\$117,149.00
Total Attorney Hours	209.4
Blended Rate	\$559.45

**COMPENSATION BY PROJECT CATEGORY**  
**JULY 15, 2019 THROUGH JULY 31, 2019**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
Case Administration (A)	34.1	\$16,368.00
Creditor Inquiries (B)	0.3	\$270.00
Meetings (C)	15.4	\$8,628.00
Executory Contracts/Unexpired Leases (D)	3.6	\$2,344.50
Automatic Stay/Adequate Protection (E)	0.0	\$0.00
Plan of Reorganization/Disclosure Statement (F)	9.1	\$4,730.50
Use, Sale, Lease of Assets (G)	2.2	\$997.00
Cash Collateral/DIP Financing (H)	18.4	\$9,913.50
Claims Administration (I)	10.2	\$6,384.00
Court Hearings (J)	74.4	\$36,186.50
General Corporate/Real Estate (K)	0.0	\$0.00
Schedules/SOFA/U.S. Trustee Reports (L)	11.4	\$6,456.50
Employee Issues (M)	3.5	\$1,865.00
Environmental (N)	0.0	\$0.00
Tax Issues (O)	3.3	\$1,200.00
Litigation/Adversary Proceedings (P)	0.8	\$540.00
RL&F Retention (Q-1)	17.6	\$8,815.50
Retention of Others (Q-2)	53.7	\$23,778.50
RL&F Fee Applications (R-1)	0.0	\$0.00
Fee Applications of Others (R-2)	0.1	\$80.00
Vendor/Supplies (S)	5.4	\$2,123.00
Non-Working Travel (T)	0.0	\$0.00
Utilities (U)	2.6	\$1,331.00
Insurance (V)	1.7	\$655.50
<b>TOTAL</b>	<b>267.8</b>	<b>\$132,667.00</b>

**EXPENSE SUMMARY**  
**JULY 15, 2019 THROUGH JULY 31, 2019**

<b>Expense Category</b>	<b>Service Provider (if applicable)</b>	<b>Total Expenses</b>
Facsimile		\$0.00
Conference Calling	Courtcall	\$208.57
Long Distance Telephone	AT&T	\$6.26
In-House Reproduction (Duplication/Printing)	Duplicating: 5,769.00 @ \$.10 pg. Printing: 27,019 @ \$.10 pg.	\$3,278.80
Outside Reproduction	Parcels	\$1,262.00
Legal Research		\$25.00
Filing/Court Fees	American Express - Pro Hac Vice Fee	\$25.00
Court Reporting		\$514.75
Travel Expenses		\$0.00
Inside Courier & Expense Carriers		\$0.00
Outside Courier & Expense Carriers	Blue Marble	\$105.35
Postage		\$0.00
Binding		\$0.00
Business Meals	<i>See attached meal chart</i>	\$2,280.00
Document Retrieval	Pacer	\$171.90
RL&F Service Corp		\$0.00
Professional Services		\$0.00
Overtime		\$0.00
Room Rental	Double Tree (Formation Meeting)	\$700.00
Equipment Rental	Aquipt	\$868.91
Stationery Supplies		\$0.00
<b>TOTAL</b>		<b>\$9,446.54</b>

<b>BUSINESS MEAL DETAIL</b>				
<b>Date</b>	<b>Provider</b>	<b>Meal &amp; Number of people</b>	<b>Description</b>	<b>Amount</b>
7/16/2019	Manhattan	Breakfast for 10	Preparation for First Day Hearing	\$140.00
7/16/2019	La Fia	Lunch for 20	Preparation for First Day Hearing	\$551.25
7/16/2019	Meathouse	Dinner for 20	Preparation for First Day Hearing	\$387.86
7/16/2019	Rodney Grill	Drinks/Snacks	First Day Hearing	\$159.51
7/17/2019	Manhattan	Breakfast for 20	First Day Hearing	\$280.00
7/17/2019	Cavanaugh's	Lunch for 20	First Day Hearing	\$314.50
7/18/2019	Chelsea Tavern	Dinner for 2	Afterhours preparation, filing and service of multiple notice of entry of interim orders.	\$55.20
7/24/2019	Mikimotos	Dinner for 1	Afterhours preparation, file and service of multiple second day motions and applications	\$29.74
7/24/2019	Grottos	Dinner for 1	Afterhours preparation, file and service of multiple second day motions and applications	\$11.54
7/30/2019	Manhattan	Breakfast for 8	IDI & formation meeting	\$100.00
7/30/2019	Sugarfoot	Lunch for 8	IDI & formation meeting	\$250.40
<b>TOTAL</b>				<b>\$2,280.00</b>

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	X	
	:	Chapter 11
	:	
EMERGE ENERGY SERVICES LP, <i>et al.</i> , <sup>2</sup>	:	Case No. 19-11563 (KBO)
	:	
Debtors.	:	Jointly Administered
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	:	<b>Obj. Deadline: October 7, 2019 at 4:00 p.m. (ET)</b>

**FIRST MONTHLY APPLICATION OF RICHARDS, LAYTON & FINGER, P.A.  
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED  
AND FOR REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE  
DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD FROM  
JULY 15, 2019 THROUGH JULY 31, 2019**

Pursuant to Sections 330 and 331 of title 11 of the United States Code, §§ 101-1532 (the “**Bankruptcy Code**”), rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), and the *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*, August 9, 2019 [Docket No. 155] (the “**Interim Compensation Order**”), Richards, Layton & Finger, P.A. (“**RL&F**”) hereby files this *First Monthly Application of Richards, Layton & Finger, P.A. for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors in Possession for the Period from July 15, 2019 through July 31, 2019* (the “**Application**”). By the Application, RL&F seeks a monthly

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<sup>2</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.

allowance pursuant to the Interim Compensation Order with respect to the sums of \$106,133.60 (80% of \$132,667.00 ) as compensation and \$9,446.54 for reimbursement of actual and necessary expenses, for a total of \$142,113.54 for the period July 15, 2019 through and including July 31, 2019 (the “**Compensation Period**”). In support of this Application, RL&F respectfully represents as follows:

### **Background**

1. On July 15, 2019 (the “**Petition Date**”), the debtors and debtors in possession in the above-captioned cases (collectively, the “**Debtors**”) each filed a voluntary petition with this Court for relief under chapter 11 of the Bankruptcy Code. The Debtors continue to manage and operate their businesses as debtors in possession under sections 1107 and 1108 of the Bankruptcy Code. On July 17, 2019, this Court entered an order directing joint administration of the Debtors’ chapter 11 cases for procedural purposes only pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1.

2. RL&F was retained as co-counsel to the Debtors, effective as of the Petition Date, pursuant to the *Order Authorizing the Debtors to Employ and Retain Richards, Layton & Finger, P.A. as Co-Counsel to the Debtors Pursuant to Section 327(a) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016 and Local Rule 2014-1*, Nunc Pro Tunc to the Petition Date, dated August 13, 2019 [Docket No. 198] (the “**Retention Order**”). The Retention Order authorized RL&F to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.



**Compensation Paid and its Source**

3. All services for which compensation is requested by RL&F were performed for or on behalf of the Debtors.

4. Except to the extent of the retainer paid to RL&F as described in the application seeking approval of RL&F's employment by the Debtors, during the period covered by this Application, RL&F has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between RL&F and any other person other than the directors of RL&F for the sharing of compensation to be received for services rendered in these cases.

**Fee Statement**

5. The fee statement for the Compensation Period is attached hereto as **Exhibit A**. This statement contains daily time logs describing the time spent by each attorney and paraprofessional for the Compensation Period. To the best of RL&F's knowledge, this Application complies with Sections 330 and 331 of the Bankruptcy Code, the applicable Bankruptcy Rules, Local Rule 2016-2, applicable Third Circuit law and the Interim Compensation Order.

**Actual and Necessary Expenses**

6. A summary of actual and necessary expenses and daily logs of expenses incurred by RL&F during the Compensation Period is attached hereto as **Exhibit B**. RL&F charges all of its bankruptcy clients \$0.10 per page for photocopying expenses and \$0.10 per page for printing. Actual long-distance carrier charges for outgoing facsimile transmissions are reflected in the long-distance telephone charges.

7. Regarding providers of on-line legal research (*e.g.*, WESTLAW), RL&F charges all of its clients the standard usage rates these providers charge, which, due to contractual flat fees, may not always equal RL&F's actual cost. RL&F currently is under contract to pay these providers a flat fee every month. Charging its clients the on-line providers' standard usage rates allows RL&F to cover adequately the monthly flat fees it must pay to these types of providers.

8. RL&F believes the foregoing rates are the market rates that the majority of law firms charges clients for such services. In addition, RL&F believes that such charges are in accordance with the American Bar Association's ("**ABA**") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

#### **Summary of Services Rendered**

9. The directors and associates of RL&F who have rendered professional services in these cases are as follows: John H. Knight, Russell C. Silberglied, Paul N. Heath, Amanda R. Steele, Zachary I. Shapiro, Brett M. Haywood, Christopher M. DeLillo, David T. Queroli, Travis J. Cuomo and Sarah E. Silveira. The paraprofessionals of RL&F who have provided services to these attorneys in these cases are as follows: Barbara J. Witters, Ann Jerominski, Rebecca V. Speaker, M. Lynzy McGee and Scott A. Benson.

10. RL&F, by and through the above-named persons, has prepared and/or assisted in the preparation of various applications and orders submitted to the Court for consideration, advised the Debtors on a regular basis with respect to various matters in connection with these cases and has performed all necessary professional services, which are described and narrated in detail hereinafter.

**Summary of Services By Project**

11. The services rendered by RL&F during the Compensation Period can be grouped into the categories set forth below. These categories are generally described below, with a more detailed identification of the actual services provided set forth on the attached **Exhibit A**. The attorneys and paraprofessionals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in **Exhibit A** attached hereto.

A. Case Administration/Miscellaneous Matters

Fees: \$16,368.00

Total Hours: 34.1

This category includes all matters related to filing documents with the Court, service thereof, maintenance of calendars, communications with the United States Trustee (the “**U.S. Trustee**”), review of work in process reports, review of notices of appearance and maintaining service lists.

B. Creditor Inquiries

Fees: \$270.00

Total Hours: 0.3

This category includes all matters related to responding to creditor inquiries.

C. Meetings

Fees: \$8,628.00

Total Hours: 15.4

This category includes all matters related to preparing for and attending meetings with Debtors, the creditors’ committee, individual creditors, the U.S. Trustee, co-counsel and the Debtors’ other professionals.

D. Executory Contracts/Unexpired Leases

Fees: \$2,344.50

Total Hours: 3.6

This category includes all matters related to contract and lease analysis and matters related to assumption, assignment or rejection of executory contracts and unexpired leases.

E. Automatic Stay/Adequate Protection

Fees: \$0.00

Total Hours: 0.0

This category includes all matters related to and including all motions related to modification of the automatic stay, the effect of the automatic stay or pending matters, and all other types of actions where adequate protection is the central issue.

F. Plan of Reorganization/Disclosure Statement

Fees: \$4,730.50

Total Hours: 9.1

This category includes all matters related to review, formulation, negotiation, preparation and promulgation of plans of reorganization, disclosure statements, and related corporate documentation and research relating thereto.

G. Use, Sale, Lease of Assets

Fees: \$997.00

Total Hours: 2.2

This category includes all matters relating to acquisitions, dispositions and other postpetition uses of property of the estate.

H. Cash Collateral/DIP Financing

Fees: \$9,913.50

Total Hours: 18.4

This category includes all matters relating to negotiation and documentation of debtor in possession financing and post-confirmation financing, all cash collateral issues and

related pleadings.

I. Claims Administration

Fees: \$6,384.00

Total Hours: 10.2

This category includes all matters related to and including claims administration and bar date matters, including claims objections and related contested matters.

J. Court Hearings

Fees: \$36,186.50

Total Hours: 74.4

This category includes all matters related to preparation for and attendance at court hearings.

K. General Corporate/Real Estate

Fees: \$0.00

Total Hours: 0.0

This category includes all matters relating to transactional, corporate governance and related matters involving the Debtors' business operations that are not part of a plan of reorganization or disclosure statement.

L. Schedules/SOFA/U.S. Trustee Reports

Fees: \$6,456.50

Total Hours: 11.4

This category includes preparation of schedules and amendments, statements of financial affairs and amendments, operating reports and other reports required by the U.S. Trustee or the Bankruptcy Court.

M. Employee Issues

Fees: \$1,865.00

Total Hours: 3.5

This category includes all matters related to employee wages, benefits, collective bargaining issues, other employee relations matters, ERISA, and retirement benefits.

N. Environmental

Fees: \$0.00

Total Hours: 0.0

This category includes all environmental matters, other than environmental aspects of the plan of reorganization.

O. Tax Issues

Fees: \$1,200.00

Total Hours: 3.3

This category includes all federal and state income, property, employment, excise and other tax matters, other than the tax aspects of the plan of reorganization.

P. Litigation/Adversary Proceedings

Fees: \$540.00

Total Hours: 0.8

This category includes all matters related to litigation and adversary proceedings.

Q-1. RL&F Applications

Fees: \$8,815.50

Total Hours: 17.6

This category includes all matters related to preparing applications to retain RL&F and supplements thereto.

Q-2. Retention of Others

Fees: \$23,778.50

Total Hours: 53.7

This category includes time spent reviewing applications for retention of other professionals, objecting to the retention of other professionals and assisting other professionals with preparing and filing retention applications.

R-1. RL&F Fee Applications

Fees: \$0.00

Total Hours: 0.0

This category includes all time spent preparing, reviewing, filing and circulating

monthly invoices and fee applications for RL&F.

R-2. Fee Applications of Others

Fees: \$80.00

Total Hours: 0.1

This category includes time spent reviewing invoices or applications of other professionals, objecting to fees of other professionals and assisting other professionals with filing and circulating monthly invoices and applications.

S. Vendor/Suppliers

Fees: \$2,123.00

Total Hours: 5.4

This category includes all matters related to vendors and suppliers, including reclamation issues.

T. Non-Working Travel

Fees: \$0.00

Total Hours: 0.0

This category includes all travel time not otherwise chargeable.

U. Utilities

Fees: \$1,331.00

Total Hours: 2.6

This category includes all matters related to utility issues.

V. Insurance

Fees: \$655.50

Total Hours: 1.7

This category includes all matters related to insurance policies or coverage.

**Valuation of Services**

12. Attorneys and paraprofessionals of RL&F have expended a total of 267.8 hours in connection with this matter during the Compensation Period, as follows:

<u>ATTORNEYS</u>	<u>HOURS</u>	<u>HOURLY RATE</u>
John H. Knight	14.1	\$900
Russell C. Silberglied	0.6	\$900
Paul N. Heath	24.7	\$800
Amanda R. Steele	0.2	\$700
Zachary I. Shapiro	31.4	\$675
Brett M. Haywood	59.0	\$505
Christopher M. DeLillo	0.3	\$470
David T. Queroli	2.7	\$470
Travis J. Cuomo	69.7	\$420
Sarah E. Silveira	6.7	\$350
<u>PARAPROFESSIONALS</u>	<u>HOURS</u>	<u>HOURLY RATE</u>
Barbara J. Witters	38.8	\$265
Ann Jerominski	6.1	\$265
Rebecca V. Speaker	8.6	\$265
M. Lynzy McGee	0.7	\$265
Scott A. Benson	4.2	\$275

The nature of the work performed by these persons is fully set forth in **Exhibit A** attached hereto. These are RL&F's normal hourly rates for work of this character. The reasonable value of the services rendered by RL&F to the Debtors during the Compensation Period is \$132,667.00.

13. In accordance with the factors enumerated in Section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by RL&F is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title. Moreover, RL&F has reviewed the requirements of Local Rule 2016-2 and believes that this Application complies with that Local Rule.



WHEREFORE, RL&F respectfully requests that the Court authorize that for the Compensation Period, an allowance be made to RL&F pursuant to the terms of the Interim Compensation Order, with respect to the sum of \$132,667.00 as compensation for necessary professional services rendered (80% of which equals \$106,133.60), and the sum of \$9,446.54 as 100% reimbursement of actual necessary costs and expenses, for a total of \$142,113.54 and that such sums be authorized for payment and for such other and further relief as this Court may deem just and proper.

Dated: September 16, 2019  
Wilmington, Delaware

/s/ Travis J. Cuomo

**RICHARDS, LAYTON & FINGER, P.A.**

John H. Knight (No. 3848)  
Paul N. Heath (No. 3704)  
Zachary I. Shapiro (No. 5103)  
Brett M. Haywood (No. 6166)  
Travis J. Cuomo (No. 6501)  
One Rodney Square  
920 North King Street  
Wilmington, DE 19801  
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E-mail: knight@rlf.com  
heath@rlf.com  
shapiro@rlf.com  
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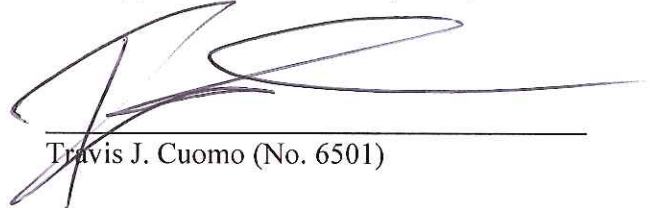
*Counsel for Debtors and Debtors-in-Possession*

VERIFICATION


STATE OF DELAWARE            )  
  ) SS:  
COUNTY OF NEW CASTLE        )

Travis J. Cuomo, after being duly sworn according to law, deposes and says:

- a) I am an Associate with the applicant firm, Richards, Layton & Finger, P.A., and have been admitted to appear before this Court.
- b) I am familiar with the work performed on behalf of the Debtors by the lawyers in the firm.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. L.R. 2016-2, and submit that the Application substantially complies with such rule.

  
Travis J. Cuomo (No. 6501)

SWORN AND SUBSCRIBED before me  
this 16<sup>th</sup> day of September, 2019.

  
Notary Public  
My Commission Expires: 12/19/20



**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	X	
	:	Chapter 11
	:	
EMERGE ENERGY SERVICES LP, <i>et al.</i> , <sup>1</sup>	:	Case No. 19-11563 (KBO)
	:	
Debtors.	:	Jointly Administered
	:	
	:	<b>Obj. Deadline: October 7, 2019 at 4:00 p.m. (ET)</b>

**NOTICE OF FEE APPLICATION**

PLEASE TAKE NOTICE that Richards, Layton & Finger, P.A. (the “**Applicant**”) has today filed the attached *First Monthly Application of Richards, Layton & Finger, P.A. for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors in Possession for the Period from July 15, 2019 through July 31, 2019* (the “**Application**”) with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, Wilmington, Delaware 19801 (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be made in accordance with the *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] (the “**Interim Compensation Order**”) and must be filed with the Clerk of the Court and be served upon (i) Emerge Energy Services, LP, 5600 Clearfork Main Street, Suite 400, Fort Worth, Texas 76109 (Attn: Bryan Gaston (email: bgaston@sssand.com)); (ii) counsel to the Debtors, (a) Latham & Watkins LLP, 885 Third

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<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.

Avenue, New York, New York 10022 (Attn: Keith A. Simon, Esq., Hugh K. Murtagh, Esq. and Liza L. Burton, Esq. (emails: keith.simon@lw.com, hugh.murtagh@lw.com and liza.burton@lw.com)) and (b) Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: John H. Knight, Esq. and Paul N. Heath, Esq. (emails: knight@rlf.com and heath@rlf.com)); (iii) counsel to the DIP Agent and the Prepetition Agents, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Matt S. Barr, Esq., David Griffiths, Esq., and Candace M. Arthur, Esq. (emails: matt.barr@weil.com, david.griffiths@weil.com, and candace.arthur@weil.com)) and (b) Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, Wilmington, Delaware 19801 (Attn: Laura Davis Jones, Esq. (email: ljones@pszjlaw.com)); (iv) counsel to the Committee (a) Kilpatrick Townsend & Stockton LLP, 1100 Peachtree Street NE Suite 2800, Atlanta, Georgia 30309 (Attn: Todd C. Meyers, Esq. (email: tmeyers@kilpatricktownsend.com)) and Kilpatrick Townsend & Stockton LLP, 1114 Avenue of the Americas, New York, New York 10036 (Attn: David M. Posner, Esq. email: dposner@kilpatricktownsend.com)) and (b) Potter Anderson Corroon LLP, 1313 North Market Street, 6th Floor, Wilmington, Delaware 19801 (Attn: Jeremy W. Ryan, Esq. and Christopher M. Samis, Esq. (emails: jryan@potteranderson.com and csamis@potteranderson.com)); (v) counsel to any fee examiner appointed in these Chapter 11 Cases; and (vi) the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, DE 19801 (Attn: Juliet M. Sarkessian, Esq. (email: juliet.m.sarkessian@usdoj.gov)) so as to be received by no later than **October 7, 2019 at 4:00 p.m. (Eastern Time)** (the “**Objection Deadline**”).

PLEASE TAKE FURTHER NOTICE that if any responses or objections to the Application are timely filed, served and received in accordance with this notice and the Interim Compensation Order, a hearing on the Application will be held at the convenience of the Court. Only those objections made in writing and timely filed and received in accordance with the Interim Compensation Order and the procedures described herein will be considered by the Court at such hearing.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Interim Compensation Order, if no objection to the Application is timely filed, served and received by the Objection Deadline, the Applicant may be paid an amount equal to the lesser of (i) 80 percent of the fees and 100 percent of expenses requested in the Application or (ii) 80 percent of the fees and 100 percent of the expenses not subject to an objection without the need for further order of the Court.

Dated: September 16, 2019  
Wilmington, Delaware

/s/ Travis J. Cuomo

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**RICHARDS, LAYTON & FINGER, P.A.**

John H. Knight (No. 3848)  
Paul N. Heath (No. 3704)  
Zachary I. Shapiro (No. 5103)  
Brett M. Haywood (No. 6166)  
Travis J. Cuomo (No. 6501)  
One Rodney Square  
920 North King Street  
Wilmington, DE 19801  
Telephone: (302) 651-7700  
Facsimile: (302) 651-7701  
E-mail: knight@rlf.com  
heath@rlf.com  
shapiro@rlf.com  
haywood@rlf.com  
cuomo@rlf.com

- and -

**LATHAM & WATKINS LLP**

George A. Davis (admitted *pro hac vice*)  
Keith A. Simon (admitted *pro hac vice*)  
Hugh K. Murtagh (admitted *pro hac vice*)  
Liza L. Burton (admitted *pro hac vice*)  
885 Third Avenue  
New York, New York 10022  
Telephone: (212) 906-1200  
Facsimile: (212) 751-4864  
E-mail: george.davis@lw.com  
keith.simon@lw.com  
hugh.murtagh@lw.com  
liza.burton@lw.com

*Counsel for Debtors and Debtors-in-Possession*

## **Exhibit A**

Emerge Energy Services LP  
Rick Shearer, CEO and Director  
5600 Clearfork Main St.  
Suite 400  
Fort Worth TX 76109

August 28, 2019  
Invoice 599060  
Page 3  
Client # 740661

Matter # 206194

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For services through July 31, 2019  
relating to Case Administration

07/15/19	Finalize and file re: petitions x5 (.5); E-mail to B. Haywood re: main case number (.1); Review e-mail from B. Haywood and T. Cuomo re: joint administration motion (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.1)			
Paralegal	Barbara J. Witters	0.90 hrs.	265.00	\$238.50
07/15/19	Assist with preparing and filing first day motions			
Associate	Brett M. Haywood	2.40 hrs.	505.00	\$1,212.00
07/15/19	Review of email from L. Burton re: first days (.1); Review of email from B. Haywood re: filing issue (.1); Email correspondence with K. Simon and Z. Shapiro re: filing (.2); Review of email from U.S. Trustee re: first days (.1)			
Director	Paul N. Heath	0.50 hrs.	800.00	\$400.00
07/15/19	Review of petitions			
Director	Paul N. Heath	0.40 hrs.	800.00	\$320.00
07/15/19	Meeting with B. Haywood re: filing issues (.2); Meeting with Z. Shapiro re: filing issues (1.2);			
Director	Paul N. Heath	1.40 hrs.	800.00	\$1,120.00
07/16/19	Prepare pro hac vice motion for S. Nadkami (.1); Finalize and efile pro hac vice motion for S. Nadkami (.2); Upload proposed order for same (.1); Assist with preparation of materials for co-counsel (.6); Prepare and forward ZIP file of all first day pleadings to B. Haywood (.3)			
Paralegal	Ann Jerominski	1.30 hrs.	265.00	\$344.50



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Fort Worth TX 76109

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07/16/19	Review e-mail from B. Haywood and T. Cuomo re: notice of filing creditor matrix (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.1); Review e-mail from B. Haywood re: run redlines of the as filed motions against the versions sent to the UST (.1); Prepare redlines of motions re: same (1.0); E-mail to B. Haywood re: same (.1); Prepare as-filed orders from filed motions (.1.0); Review e-mail from B. Haywood and T. Cuomo re: first day declaration (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.1); Review e-mail from B. Haywood and T. Cuomo re: pro hac vice motions for G. Davis, K. Simon and H. Murtagh (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.3); Finalize and file re: pro hac vice motions of same (.3); Review e-mail from B. Haywood re: zip file of as filed motions (.1); Retrieve and prepare zip file re: same (.2); E-mail to B. Haywood re: same (.1); Review e-mail from T. Cuomo certification of counsel re: first day binder (.1); Assemble and e-mail to T. Cuomo re: same (.1); Finalize and file re: same (.1)			
Paralegal	Barbara J. Witters	4.20 hrs.	265.00	\$1,113.00
07/16/19	Revise first day declaration (1.2); Assist with preparing and filing first day motions (3.3); Emails with K. Simon re: same (.2); Emails with J. Sarkessian re: same (.2)			
Associate	Brett M. Haywood	4.90 hrs.	505.00	\$2,474.50
07/16/19	Review and revise certification of counsel re: delivery of binders (.1); Email B. Witters re: same (.1); Draft distribution list and email B. Haywood and B. Witters re: same (.1)			
Associate	Travis J. Cuomo	0.30 hrs.	420.00	\$126.00
07/16/19	Review and revise pro hacs (.2); Email B. Haywood re: same (.1)			
Associate	Travis J. Cuomo	0.30 hrs.	420.00	\$126.00
07/16/19	Review, revise and finalize first day motions, including DIP motion, in connection with case filing			
Director	Zachary I. Shapiro	5.20 hrs.	675.00	\$3,510.00

Emerge Energy Services LP  
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Suite 400  
Fort Worth TX 76109

August 28, 2019  
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07/17/19	Review e-mail from T. Cuomo re: B. Denton pro hac vice motion (.1); Assemble and e-mail to T. Cuomo re: same (.1); Finalize and file re: same (.1); Upload order of same (.1); Prepare distribution list (.2); Review and circulate docket (.2)			
Paralegal	Barbara J. Witters	0.80 hrs.	265.00	\$212.00
07/18/19	Prepare critical dates (.5); E-mail to T. Cuomo re: same (.1); Review comments from B. Haywood re: critical dates (.1); Review and update critical dates (.3); E-mail to B. Haywood and T. Cuomo re: same (.1)			
Paralegal	Barbara J. Witters	1.10 hrs.	265.00	\$291.50
07/18/19	E-mail to Kurtzman Carson Consultants re: service of joint administration motion and order (.1); Review and circulate docket (.2)			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50
07/18/19	Review petitions (.2); Email co-counsel re: same (.1); Emails with B. Haywood and B. Witters re: critical dates calendar (.2); Review email from co-counsel re: consent forms (.1); Email B. Haywood re: same (.1); Review Petitions (.5); Email co-counsel re: same (.1); Review and revise critical dates calendar (.7); Email B. Witters re: same (.1); Review and revise critical dates calendar (.2); Email B. Witters re: same (.1); Review and revise critical dates calendar (.4); Email B. Witters re: same (.1)			
Associate	Travis J. Cuomo	2.90 hrs.	420.00	\$1,218.00
07/19/19	Review and update critical dates (.2); E-mail to RL&F distribution re: same (.1); Review and circulate docket (.2)			
Paralegal	Barbara J. Witters	0.50 hrs.	265.00	\$132.50
07/22/19	Review and circulate docket			
Paralegal	Barbara J. Witters	0.20 hrs.	265.00	\$53.00
07/22/19	Discuss case administration issues with T. Cuomo			
Associate	Brett M. Haywood	0.40 hrs.	505.00	\$202.00
07/22/19	Review open items re: 2nd day filings (.2); Meet with B. Haywood re: same (.1)			
Associate	Travis J. Cuomo	0.30 hrs.	420.00	\$126.00

Emerge Energy Services LP  
Rick Shearer, CEO and Director  
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Suite 400  
Fort Worth TX 76109

August 28, 2019  
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Client # 740661

Matter # 206194

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07/23/19	Update first day binder with orders (.1); Review and circulate docket (.2)			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50
07/23/19	Call with H. Murtagh, L. Burton, and Z. Shapiro re: case issues and updates			
Associate	Brett M. Haywood	1.10 hrs.	505.00	\$555.50
07/23/19	Prepare for and attend weekly update call with Debtor professionals (.6); Prepare for and attend call with H. Murtagh re: outstanding issues (.4)			
Director	Zachary I. Shapiro	1.00 hrs.	675.00	\$675.00
07/25/19	Review and circulate docket			
Paralegal	Barbara J. Witters	0.20 hrs.	265.00	\$53.00
07/25/19	Attend WIP call with H. Murtagh, B. Gaston, R. Myers, and Z. Shapiro			
Associate	Brett M. Haywood	0.50 hrs.	505.00	\$252.50
07/25/19	Prepare for and attend update call			
Director	Zachary I. Shapiro	0.60 hrs.	675.00	\$405.00
07/26/19	Review and circulate critical dates (.4); E-mail to RL&F distribution re: same (.1); E-mail to correspondence to distribution (.1)			
Paralegal	Barbara J. Witters	0.60 hrs.	265.00	\$159.00
07/30/19	Docket distribution			
Paralegal	Rebecca V. Speaker	0.20 hrs.	265.00	\$53.00
07/30/19	Prepare for and attend update call with LW, HL and Ankura teams			
Director	Zachary I. Shapiro	0.60 hrs.	675.00	\$405.00
07/31/19	Docket distribution			
Paralegal	Rebecca V. Speaker	0.10 hrs.	265.00	\$26.50
07/31/19	Attend call with H. Murtagh and R. Messing re: case update issues			
Director	Zachary I. Shapiro	0.60 hrs.	675.00	\$405.00

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Rick Shearer, CEO and Director  
5600 Clearfork Main St.  
Suite 400  
Fort Worth TX 76109

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Matter # 206194

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Total Fees for Professional Services	\$16,368.00
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TOTAL DUE FOR THIS INVOICE	<u>\$16,368.00</u>
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TOTAL DUE FOR THIS MATTER	<u>\$16,368.00</u>
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Rick Shearer, CEO and Director  
5600 Clearfork Main St.  
Suite 400  
Fort Worth TX 76109

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For services through July 31, 2019  
relating to Creditor Inquiries

07/30/19	Email correspondence with co-counsel re: unsecured creditors committee			
Director	John H. Knight	0.30 hrs.	900.00	\$270.00

Total Fees for Professional Services	<hr/>	\$270.00
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TOTAL DUE FOR THIS INVOICE	<hr/>	<b>\$270.00</b>
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<b>TOTAL DUE FOR THIS MATTER</b>	<hr/>	<b>\$270.00</b>
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For services through July 31, 2019  
 relating to Meetings

07/17/19	Emails with B. Gaston re: IDI (.2); Emails with J. Sarkessian re: same (.1); Call with Z. Shapiro re: same (.1)			
Associate	Brett M. Haywood	0.40 hrs.	505.00	\$202.00
07/17/19	Email correspondence with U.S. Trustee and Z. Shapiro re: formation meeting			
Director	Paul N. Heath	0.20 hrs.	800.00	\$160.00
07/18/19	Review e-mail from B. Haywood re: IDI/formation meetings			
Paralegal	Barbara J. Witters	0.10 hrs.	265.00	\$26.50
07/18/19	Call with Z. Shapiro re: formation meeting (.1); Email correspondence with U.S. Trustee and B. Haywood re: formation meeting (.2); Email correspondence with B. Haywood re: 341 meeting (.1)			
Director	Paul N. Heath	0.40 hrs.	800.00	\$320.00
07/18/19	Email correspondence with B. Haywood re: IDI			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00
07/18/19	Email B. Haywood re: Initial Debtor Interview memo			
Associate	Travis J. Cuomo	0.10 hrs.	420.00	\$42.00
07/19/19	Prepare draft 341 meeting - notice of commencement (.6); E-mail to B. Haywood and T. Cuomo re: same (.1)			
Paralegal	Barbara J. Witters	0.70 hrs.	265.00	\$185.50
07/19/19	Email correspondence with B. Haywood re: 341 meeting;			
Director	John H. Knight	0.20 hrs.	900.00	\$180.00
07/19/19	Email correspondence with B. Haywood re: 341 meeting			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00

Emerge Energy Services LP  
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Fort Worth TX 76109

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07/22/19	E-mail to Z. Shapiro and B. Haywood re: deadline to submit IDI materials to UST 7/22/19 (.1); Discussion with T. Cuomo re: 341 notice of commencement (.1); Review comments from T. Cuomo re: same (.1); Review and update same (.1); E-mail to B. Haywood and T. Cuomo re: same (.1); Review e-mail from T. Cuomo re: 341 notice of commencement (.1); Assemble and e-mail to T. Cuomo re: same (.1); Finalize and file re: same (.1); E-mail to Kurtzman Carson Consultants re: service of same (.1)			
Paralegal	Barbara J. Witters	0.90 hrs.	265.00	\$238.50
07/22/19	Email correspondence with co-counsel re: formation meeting and IDI			
Director	John H. Knight	0.60 hrs.	900.00	\$540.00
07/22/19	Review of email from B. Haywood re: IDI			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00
07/22/19	Review notice re: 341 meeting and email B. Witters re: same (.1); Review notice re: 341 meeting (.1); Email KCC re: same (.1); Review email from L. Burton and send reply re: 341 notice (.1); Email B. Witters re: filing 341 notice (.1); Review notice re: 341 meeting (.1); Call KCC re: same (.1); Review emails from KCC re: 341 meeting notice and send reply (.2)			
Associate	Travis J. Cuomo	0.90 hrs.	420.00	\$378.00
07/24/19	Prep for Initial Debtor Interview (.1); Email D. Tierno re: same (.1)			
Associate	Travis J. Cuomo	0.20 hrs.	420.00	\$84.00
07/25/19	Prepare for IDI/formation meeting materials			
Paralegal	Barbara J. Witters	0.80 hrs.	265.00	\$212.00
07/25/19	Discuss IDI issues with T. Cuomo (.1); Emails with B. Witters re: same (.1)			
Associate	Brett M. Haywood	0.20 hrs.	505.00	\$101.00
07/25/19	Prepare and review materials re: IDI (.8); Email B. Witters re: same (.1)			
Associate	Travis J. Cuomo	0.90 hrs.	420.00	\$378.00
07/28/19	Review initial debtor interview memorandum			
Associate	Brett M. Haywood	0.20 hrs.	505.00	\$101.00

Emerge Energy Services LP  
Rick Shearer, CEO and Director  
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Suite 400  
Fort Worth TX 76109

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07/29/19	Discuss initial debtor interview with J. Knight and P. Heath (.3); Emails with R. Messing and H. Murtagh re: same (.2); Conference with J. Knight re: same (.2)			
Associate	Brett M. Haywood	0.70 hrs.	505.00	\$353.50
07/29/19	Discuss IDI meeting with B. Haywood			
Associate	David T Queroli	0.20 hrs.	470.00	\$94.00
07/29/19	Meeting with J. Knight re: formation meeting			
Director	Paul N. Heath	0.20 hrs.	800.00	\$160.00
07/30/19	Prepare for and attend initial debtor interview and formation meeting			
Associate	Brett M. Haywood	3.10 hrs.	505.00	\$1,565.50
07/30/19	Assist with IDI			
Associate	Christopher M. DeLillo	0.30 hrs.	470.00	\$141.00
07/30/19	Prepare for initial debtor interview (.6); Attend initial debtor interview (1.0); Attend formation meeting (1.0);			
Director	John H. Knight	2.60 hrs.	900.00	\$2,340.00
07/30/19	Meeting with J. Knight re: formation meeting (.2); Email correspondence with Z. Shapiro re: formation meeting (.3)			
Director	Paul N. Heath	0.50 hrs.	800.00	\$400.00
07/30/19	Assist with preparation for IDI and formation meeting			
Paralegal	Rebecca V. Speaker	0.70 hrs.	265.00	\$185.50

Total Fees for Professional Services	<u>\$8,628.00</u>
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TOTAL DUE FOR THIS INVOICE	<u>\$8,628.00</u>
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TOTAL DUE FOR THIS MATTER	<u>\$8,628.00</u>
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Suite 400  
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For services through July 31, 2019  
relating to Executory Contracts/Unexpired Leases

07/15/19	Efile omnibus rejection motion re: railcar lease agreements and forward as-filed copy to B. Witters			
Paralegal	Ann Jerominski	0.10 hrs.	265.00	\$26.50
07/15/19	Review of rejection motion			
Director	Paul N. Heath	0.30 hrs.	800.00	\$240.00
07/16/19	Review e-mail from B. Haywood and T. Cuomo re: lease rejection motion - railcar (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Review e-mail from B. Haywood and T. Cuomo re: omnibus lease rejection motion (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.1); E-mail to Kurtzman Carson Consultants re: service of same (.1)			
Paralegal	Barbara J. Witters	0.60 hrs.	265.00	\$159.00
07/16/19	Draft notices for omnibus lease rejection motion and railcar lease rejection motion (.5); Email to KCC re: service of same (.1)			
Paralegal	Rebecca V. Speaker	0.60 hrs.	265.00	\$159.00
07/23/19	Review of email from M. McMahon re: lease issue			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00
07/29/19	Email correspondence with contract party re: lease issues (.3); Email correspondence with co-counsel re: same (.2)			
Director	John H. Knight	0.50 hrs.	900.00	\$450.00
07/29/19	Review of email from B. Haywood re: contract issue (.1); Review of email from B. Weller re: tax issue (.1)			
Director	Paul N. Heath	0.20 hrs.	800.00	\$160.00
07/30/19	Review of Tidewater objection			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00

Emerge Energy Services LP  
Rick Shearer, CEO and Director  
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07/31/19	Email correspondence with co-counsel re: contract rejection issues (.8); Review documents re: same (.3)			
Director	John H. Knight	1.10 hrs.	900.00	\$990.00

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Total Fees for Professional Services	\$2,344.50
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TOTAL DUE FOR THIS INVOICE	<b>\$2,344.50</b>
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<b>TOTAL DUE FOR THIS MATTER</b>	<b>\$2,344.50</b>
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Emerge Energy Services LP  
Rick Shearer, CEO and Director  
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Fort Worth TX 76109

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Invoice 599060  
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For services through July 31, 2019  
relating to Plan of Reorganization/Disclosure Statement

07/24/19	Review plan (.5); Correspondence with K. Simon re: same (.2)			
Director	Zachary I. Shapiro	0.70 hrs.	675.00	\$472.50
07/25/19	Review e-mail from B. Haywood and T. Cuomo re: plan (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.2); E-mail to Kurtzman Carson and Consultants re: same (.1); Review e-mail from B. Haywood and T. Cuomo re: disclosure statement (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.2); E-mail to Kurtzman Carson and Consultants re: same (.1); Review e-mail from B. Haywood and T. Cuomo re: notice of disclosure statement hearing (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.2); E-mail to Kurtzman Carson and Consultants re: same (.1)			
Paralegal	Barbara J. Witters	1.50 hrs.	265.00	\$397.50
07/25/19	Email correspondence with co-counsel re: Chapter 11 Plan (.6); Review revised plan (.4)			
Director	John H. Knight	1.00 hrs.	900.00	\$900.00
07/25/19	Review of email from B. Haywood re: plan (.1); Review of plan and disclosure statement (.7)			
Director	Paul N. Heath	0.80 hrs.	800.00	\$640.00
07/25/19	Draft notice of disclosure statement hearing (1.1); Review and revise Plan and Disclosure Statement (2.9); Emails with B. Haywood and B. Witters re: filing re: same (.4)			
Associate	Travis J. Cuomo	4.40 hrs.	420.00	\$1,848.00
07/25/19	Review Plan, DS and DS hearing notice and finalize same for filing			
Director	Zachary I. Shapiro	0.70 hrs.	675.00	\$472.50

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Total Fees for Professional Services

\$4,730.50

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TOTAL DUE FOR THIS INVOICE

\$4,730.50

**TOTAL DUE FOR THIS MATTER**

**\$4,730.50**

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 Rick Shearer, CEO and Director  
 5600 Clearfork Main St.  
 Suite 400  
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For services through July 31, 2019  
 relating to Use, Sale of Assets

07/15/19	Review e-mail from B. Haywood and T. Cuomo re: cash management motion (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.1)			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50
07/17/19	Prepare re: notice of entry of interim order cash management			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50
07/18/19	Review and revise notice of interim order re: cash management (.2); Assemble notice of entry of interim order cash management and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.2); E-mail to Kurtzman Carson Consultants re: service of same (.1)			
Paralegal	Barbara J. Witters	0.60 hrs.	265.00	\$159.00
07/19/19	Email correspondence with potential bidder re: sale issues;			
Director	John H. Knight	0.20 hrs.	900.00	\$180.00
07/22/19	Discuss sand consultant agreement with B. Haywood			
Associate	David T Queroli	0.20 hrs.	470.00	\$94.00
07/30/19	Correspondence with H. Murtagh re: de minimis sale motion (.2); Conference with B. Haywood re: same (.1); Review form motion (.3)			
Director	Zachary I. Shapiro	0.60 hrs.	675.00	\$405.00

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Total Fees for Professional Services \$997.00

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TOTAL DUE FOR THIS INVOICE **\$997.00**

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**TOTAL DUE FOR THIS MATTER \$997.00**

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 Rick Shearer, CEO and Director  
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For services through July 31, 2019  
 relating to Cash Collateral/DIP Financing

07/15/19	Review of email from H. Murtagh re: DIP			
Director	Paul N. Heath	0.20 hrs.	800.00	\$160.00
07/15/19	Email correspondence with Z. Shapiro re: DIP issue			
Director	Paul N. Heath	0.20 hrs.	800.00	\$160.00
07/15/19	Review of DIP motion			
Director	Paul N. Heath	0.40 hrs.	800.00	\$320.00
07/16/19	Prepare enlarged copies of budget for co-counsel and first day hearing (.2); Prepare notice of filing of DIP Credit Agreement for filing and forward to T. Cuomo (.1); Finalize and efile same (.1); Coordinate preparation of same for first day hearing (.1)			
Paralegal	Ann Jerominski	0.50 hrs.	265.00	\$132.50
07/16/19	Assist with preparation and filing of DIP motion (3.0); Review e-mail from B. Haywood and T. Cuomo re: DIP motion, Dunayer declaration and Gaston declaration (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: DIP motion (.1); Finalize and file re: Dunayer declaration (.1); Finalize and file re: Gaston declaration (.1)			
Paralegal	Barbara J. Witters	3.50 hrs.	265.00	\$927.50
07/16/19	Review and revise DIP motion and DIP order (.8); Emails with K. Simon re: same (.1); Emails with H. Murtagh re: same (.1); Prepare for and attend call with K. Simon, H. Murtagh, P. Heath, Z. Shapiro, D. Griffiths, C. Arthur re: DIP issues (.9); Conference with P. Heath and Z. Shapiro re: same (.3)			
Associate	Brett M. Haywood	2.20 hrs.	505.00	\$1,111.00
07/16/19	Call with Z. Shapiro re: DIP (.5); Call with Z. Shapiro, H. Murtagh and D. Griffiths re: DIP (.9); Meeting with Z. Shapiro re: DIP issues (.6)			
Director	Paul N. Heath	2.00 hrs.	800.00	\$1,600.00

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07/16/19	Draft notice of filing DIP credit agreement (.4); Email B. Haywood re: same (.1); Review and revise re: same (.1); Emails with R. Speaker and A. Jerominski re: notice of filing DIP credit agreement (.1); Review and revise notice of filing DIP credit agreement (.3)			
Associate	Travis J. Cuomo	1.00 hrs.	420.00	\$420.00
07/16/19	Review and revise DIP order (1.3); Prepare for and attend call with WGM team re: same (2.4)			
Director	Zachary I. Shapiro	3.70 hrs.	675.00	\$2,497.50
07/17/19	Review e-mail from T. Cuomo re: interim DIP order (.1); Prepare order for hearing re: same (.2); E-mail from B. Haywood re: interim DIP order (.1); Upload interim order of same (.1); Prepare re: notice of entry of interim order DIP (.3)			
Paralegal	Barbara J. Witters	0.80 hrs.	265.00	\$212.00
07/17/19	Calls with Z. Shapiro re: DIP order (.2); Emails with Z. Shapiro re: same (.2); Emails with B. Gaston re: same (.1)			
Associate	Brett M. Haywood	0.50 hrs.	505.00	\$252.50
07/17/19	Email correspondence with co-counsel re: entered DIP order			
Director	John H. Knight	0.30 hrs.	900.00	\$270.00
07/17/19	Call with Z. Shapiro re: DIP issue			
Director	Paul N. Heath	0.30 hrs.	800.00	\$240.00
07/17/19	Review and revise DIP order (.8); Correspondence with WGM team re: same (.2); Correspondence with LW team re: same (.2)			
Director	Zachary I. Shapiro	1.20 hrs.	675.00	\$810.00
07/18/19	E-mail to Kurtzman Carson Consultants re: missing exhibit B to the interim DIP order (.1); Review and revise notice of interim order re: DIP (.2); Assemble notice of entry of interim order DIP and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.2); E-mail to Kurtzman Carson Consultants re: service of same (.1)			
Paralegal	Barbara J. Witters	0.70 hrs.	265.00	\$185.50

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07/18/19	Review issues re: service of DIP motion			
Associate	Brett M. Haywood	0.20 hrs.	505.00	\$101.00
07/18/19	Meeting with Z. Shapiro re: DIP issue			
Director	Paul N. Heath	0.20 hrs.	800.00	\$160.00
07/19/19	Meet with B. Haywood re: DIP notice service			
Associate	Travis J. Cuomo	0.20 hrs.	420.00	\$84.00
07/22/19	Email correspondence with co-counsel re: lender comments to second day motions			
Director	John H. Knight	0.30 hrs.	900.00	\$270.00

Total Fees for Professional Services	\$9,913.50
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TOTAL DUE FOR THIS INVOICE	\$9,913.50
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TOTAL DUE FOR THIS MATTER	\$9,913.50
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For services through July 31, 2019  
relating to Claims Administration

07/22/19	Review of email from E. Helms re: claim issue			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00
07/23/19	Email correspondence with creditor counsel re: claims issues			
Director	John H. Knight	0.30 hrs.	900.00	\$270.00
07/26/19	E-mail to Kurtzman Carson Consultants re: proofs of claim			
Paralegal	Barbara J. Witters	0.10 hrs.	265.00	\$26.50
07/28/19	Revise bar date motion			
Associate	Brett M. Haywood	1.70 hrs.	505.00	\$858.50
07/29/19	Emails with H. Murtagh re: bar date motion (.1); Email M. Paque re: same (.1); Review draft proof of claim form (.2)			
Associate	Brett M. Haywood	0.40 hrs.	505.00	\$202.00
07/29/19	Email correspondence with taxing authorities re: tax claim issues			
Director	John H. Knight	0.50 hrs.	900.00	\$450.00
07/30/19	Revise bar date motion (.3); Discuss same with Z. Shapiro (.2)			
Associate	Brett M. Haywood	0.50 hrs.	505.00	\$252.50
07/30/19	Email correspondence with creditor's counsel re: claims issues			
Director	John H. Knight	0.20 hrs.	900.00	\$180.00
07/30/19	Email correspondence with co-counsel re: bar date motion			
Director	John H. Knight	0.30 hrs.	900.00	\$270.00
07/30/19	Review of draft bar date motion			
Director	Paul N. Heath	0.30 hrs.	800.00	\$240.00

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07/30/19	Email proofs of claim of Pecos and Ward counties to claims agent			
Paralegal	Rebecca V. Speaker	0.10 hrs.	265.00	\$26.50
07/30/19	Review bar date motion (.2); Correspondence with B. Haywood re: same (.2); Call with D. Griffiths re: same (.3)			
Director	Zachary I. Shapiro	0.70 hrs.	675.00	\$472.50
07/31/19	Revise bar date motion (1.2); Further revise same (.5)			
Associate	Brett M. Haywood	1.70 hrs.	505.00	\$858.50
07/31/19	Email correspondence with co-counsel re: bar date issues (.7); Email correspondence with lenders counsel re: bar date motion (.4)			
Director	John H. Knight	1.10 hrs.	900.00	\$990.00
07/31/19	Email correspondence with B. Haywood and C. Arthur re: bar date (.2); Review of bar date motion (.2)			
Director	Paul N. Heath	0.40 hrs.	800.00	\$320.00
07/31/19	Assist with preparation for filing bar date motion (.3); Draft notice for bar date motion (.1); Organize same for filing (.1); Finalize, file and coordinate service of same (.3)			
Paralegal	Rebecca V. Speaker	0.80 hrs.	265.00	\$212.00
07/31/19	Review bar date motion (.2); Correspondence with B. Haywood re: same (.1); Conference with B. Haywood re: same (.2); Call with H. Murtagh re: same (.2); Call with C. Carson re: same (.3)			
Director	Zachary I. Shapiro	1.00 hrs.	675.00	\$675.00

Total Fees for Professional Services \$6,384.00

TOTAL DUE FOR THIS INVOICE \$6,384.00

TOTAL DUE FOR THIS MATTER \$6,384.00

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For services through July 31, 2019  
relating to Court Hearings

07/16/19	Begin preparation of amended first day agenda and discussions with R. Speaker re: same			
Paralegal	Ann Jerominski	0.20 hrs.	265.00	\$53.00
07/16/19	Review and update agenda/index (1.0); E-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.2); Review e-mail from B. Haywood re: first day hearing (.1); Review and update notice of filing re: first day hearing (1.0); Finalize and file notice of filing re: first day hearing (.1); E-mail to Kurtzman Carson Consultants re: same (.1); Review e-mail from B. Haywood re: 7/17/19 telephonic appearance for R. Jordan (.1); Telephone call to Courtcall re: same (.1); E-mail to R. Jordan re: confirmation of same (.1)			
Paralegal	Barbara J. Witters	2.90 hrs.	265.00	\$768.50
07/16/19	Calls with chambers re: first day hearing (.3); Emails with chambers re: same (.3); Assist with first day hearing preparation (1.2); Discuss same with L. Burton (.5); Discuss same with Z. Shapiro (.2); Prepare for first day hearing (3.3)			
Associate	Brett M. Haywood	5.80 hrs.	505.00	\$2,929.00
07/16/19	Telephone call with clerks office re: first day hearing (.2); Conference with B. Haywood re: same (.2); Email correspondence with co-counsel re: same (.3)			
Director	John H. Knight	0.70 hrs.	900.00	\$630.00
07/16/19	Review and update first day hearing binders (.5); Assist counsel with first day hearing preparations (.2)			
Paralegal	M. Lynzy McGee	0.70 hrs.	265.00	\$185.50

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07/16/19	Email correspondence with B. Haywood re: hearing (.1); Email correspondence with K. Simon re: hearing (.1); Email correspondence with U.S. Trustee and B. Haywood re: hearing (.2); Meeting with B. Haywood re: hearing (.2); Meeting with Z. Shapiro and B. Haywood re: hearing (.4); Prepare for hearing (1.5); Review of email from B. Haywood re: order (.2)			
Director	Paul N. Heath	2.70 hrs.	800.00	\$2,160.00
07/16/19	Prepare for hearing			
Director	Paul N. Heath	1.20 hrs.	800.00	\$960.00
07/16/19	Begin retrieving and organizing copies of documents in preparation for first day hearing (2.8); Coordinate telephonic appearances for Ankura team for first day hearing (.5); Assist with preparation of orders for first day hearing (1.9)			
Paralegal	Rebecca V. Speaker	5.20 hrs.	265.00	\$1,378.00
07/16/19	Technical support in conference room.			
Litigation	Scott A. Benson	1.50 hrs.	275.00	\$412.50
07/16/19	Review and revise motions for filing (2.7); Emails with B. Haywood and B. Witters re: same (.2); Review and revise first day declarations (2.1); Emails with Z. Shapiro, B. Haywood and B. Witters re: same (.2); Review and revise pro hacs (.3); Email B. Witters re: same (.1); Review and revise first day hearing agenda (.3); Review first day documents for service to court (.2); Coordinate service of documents to court (.2)			
Associate	Travis J. Cuomo	6.30 hrs.	420.00	\$2,646.00
07/16/19	Review and revise documents for first day hearing (.8); Emails with B. Witters re: hearing agenda revisions (.1); Email S. Benson re: hearing preparation (.1); Review binder of motions and orders for delivery to court and coordinate delivery (.6); Review emails from B. Haywood and A. Jerominski re: revised hearing agenda (.1); Review and revise hearing agenda (.1); Coordinate preparation of motions and orders for hearing (.2); Review documents for hearing (3.5)			
Associate	Travis J. Cuomo	5.50 hrs.	420.00	\$2,310.00

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07/16/19	Prepare for and assist co-counsel with their preparation for, first day hearing			
Director	Zachary I. Shapiro	3.40 hrs.	675.00	\$2,295.00
07/17/19	Review and comment on agenda			
Director	Amanda R. Steele	0.20 hrs.	700.00	\$140.00
07/17/19	Assist with preparation of first day hearing (3.0); E-mail to B. Haywood re: multiple interim orders (.2)			
Paralegal	Barbara J. Witters	3.20 hrs.	265.00	\$848.00
07/17/19	Prepare for and attend hearing			
Associate	Brett M. Haywood	6.00 hrs.	505.00	\$3,030.00
07/17/19	Prepare for hearing (3.0); Call with Z. Shapiro re: hearing (.3); Email correspondence with B. Haywood and B. Gaston re: order (.1); Attend hearing 2.0)			
Director	Paul N. Heath	5.40 hrs.	800.00	\$4,320.00
07/17/19	Read first day affidavit (.2); Meeting with K. Simon, et al. re: first day hearing (.4)			
Director	Russell C. Silberglie	0.60 hrs.	900.00	\$540.00
07/17/19	Technical support at hearing			
Litigation	Scott A. Benson	2.70 hrs.	275.00	\$742.50
07/17/19	Review, revise and prepare documents for hearing (4.0); Prepare blacklines of prepared orders (.3); Coordinate delivery of documents to court room for hearing (.2); Meet w/ Z. Shapiro re: revise DIP Order (.1); Revise DIP order (.4); Email B. Witters re: revised DIP Order (.1); Coordinate delivery of revised DIP Order to Court (.2); Review draft notices of interim order and final hearing (.6)			
Associate	Travis J. Cuomo	5.90 hrs.	420.00	\$2,478.00
07/17/19	Prepare for and attend hearing			
Director	Zachary I. Shapiro	4.40 hrs.	675.00	\$2,970.00

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07/18/19	E-mail to distribution re: 7/17/19 hearing transcript			
Paralegal	Barbara J. Witters	0.10 hrs.	265.00	\$26.50
07/18/19	Call with L. Burton re: second day issues (.5); Call with Z. Shapiro re: same (.3); Discuss filing and service of notices of interim orders with T. Cuomo (.3); Review same (.7); Emails with M. Paque re: same (.4)			
Associate	Brett M. Haywood	2.20 hrs.	505.00	\$1,111.00
07/18/19	Review and revise notices re: final hearing and interim orders (.2); Email B. Witters re: same (.1); Review and revise notices re: final hearing and interim order (2.5); Emails to B. Witters re: filing re: same (.4)			
Associate	Travis J. Cuomo	3.20 hrs.	420.00	\$1,344.00
07/19/19	Emails with chambers re: hearing dates (.1); Emails with K. Simon re: same (.1)			
Associate	Brett M. Haywood	0.20 hrs.	505.00	\$101.00
07/19/19	Email correspondence with co-counsel re: hearing schedule			
Director	John H. Knight	0.30 hrs.	900.00	\$270.00
07/19/19	Email correspondence with B. Haywood re: hearing (.1); Review of email from B. Haywood re: hearing (.1)			
Director	Paul N. Heath	0.20 hrs.	800.00	\$160.00
07/19/19	Draft chart re: meeting/hearing schedule (.3); Email D. Tierno re: same (.1)			
Associate	Travis J. Cuomo	0.40 hrs.	420.00	\$168.00
07/22/19	Review e-mail from B. Haywood re: omnibus hearing dates (.1); Prepare certification of counsel re: same (.2); E-mail to B. Haywood and T. Cuomo re: same (.1)			
Paralegal	Barbara J. Witters	0.40 hrs.	265.00	\$106.00
07/22/19	Emails with K. Simon re: hearing dates (.2); Emails with M. Lopez re: same (.1)			
Associate	Brett M. Haywood	0.30 hrs.	505.00	\$151.50

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07/23/19	Telephone call from T. Cuomo re: hearing dates (.1); Review e-mail from T. Cuomo certification of counsel re: omnibus hearing dates September - November 2019 (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file certification of counsel re: same (.1); Upload order re: same (.1); Retrieve omnibus order hearing dates (.1); E-mail to Kurtzman Carson Consultants re: service of certification of counsel and order of same (.1)			
Paralegal	Barbara J. Witters	0.70 hrs.	265.00	\$185.50
07/23/19	Email B. Haywood re: notice re: hearing dates (1); Review and revise re: same (.1); Email B. Witters re: same (.1)			
Associate	Travis J. Cuomo	0.30 hrs.	420.00	\$126.00
07/25/19	Update first day binders for first day orders			
Paralegal	Barbara J. Witters	0.20 hrs.	265.00	\$53.00
07/25/19	Review first day hearing transcript			
Associate	Travis J. Cuomo	0.80 hrs.	420.00	\$336.00
07/26/19	Review first day hearing transcript (.4); Draft summary email and send to Z. Shapiro and B. Haywood (.2)			
Associate	Travis J. Cuomo	0.60 hrs.	420.00	\$252.00

Total Fees for Professional Services	\$36,186.50
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TOTAL DUE FOR THIS INVOICE	\$36,186.50
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TOTAL DUE FOR THIS MATTER	\$36,186.50
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For services through July 31, 2019  
relating to Schedules/SOFA/U.S. Trustee Reports

07/15/19	Email correspondence with U.S. Trustee re: DIP (.1); Email correspondence with U.S. Trustee and Z. Shapiro re: DIP (.1)			
Director	Paul N. Heath	0.20 hrs.	800.00	\$160.00
07/16/19	Conference with Z. Shapiro and L. Burton re: first day issues (.7); Email J. Sarkessian re: same (.3); Emails with Z. Shapiro re: same (.5)			
Associate	Brett M. Haywood	1.50 hrs.	505.00	\$757.50
07/16/19	Call with J. Sarkessian re: wages issues (.3); Call with Z. Shapiro re: same (.2); Emails with L. Burton re: same (.1)			
Associate	Brett M. Haywood	0.60 hrs.	505.00	\$303.00
07/16/19	Review of DIP order and U.S. Trustee comments re: same (1.5); Review of email from U.S. Trustee re: DIP order (.2); Review of revised DIP order (.3)			
Director	Paul N. Heath	2.00 hrs.	800.00	\$1,600.00
07/17/19	Review of email from B. Haywood re: reporting issue			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00
07/24/19	Review draft initial operating report (.1); Emails with B. Gaston re: same (.2); Emails with Z. Shapiro re: same (.1)			
Associate	Brett M. Haywood	0.40 hrs.	505.00	\$202.00
07/25/19	Review second day filings (.2); Discuss same with J. Knight (.1); Emails with J. Sarkessian re: same (.3); Emails with B. Witters re: same (.2)			
Associate	Brett M. Haywood	0.80 hrs.	505.00	\$404.00
07/26/19	Review e-mail from B. Haywood re: form from schedules and statements (.1); Retrieve and send to B. Haywood in pdf (.3)			
Paralegal	Barbara J. Witters	0.40 hrs.	265.00	\$106.00



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07/26/19	Call with B. Holtzgrafe re: schedules and statements (.3); Attend call with B. Holtzgrafe, M. Paque, R. Myers re: schedules (1.1)			
Associate	Brett M. Haywood	1.40 hrs.	505.00	\$707.00
07/29/19	Call with J. Sarkessian re: schedules and statements (.2); Call with Z. Shapiro re: same (.2); Emails with B. Gaston re: same (.2)			
Associate	Brett M. Haywood	0.60 hrs.	505.00	\$303.00
07/30/19	Retrieve and forward sample initial operating report to B. Haywood			
Paralegal	Ann Jerominski	0.10 hrs.	265.00	\$26.50
07/30/19	Review initial operating report issues (.3); Call with B. Gaston re: same (.5); Emails with J. Heck re: same (.2)			
Associate	Brett M. Haywood	1.00 hrs.	505.00	\$505.00
07/30/19	Email correspondence with U.S. Trustee re: initial operation report			
Director	John H. Knight	0.30 hrs.	900.00	\$270.00
07/31/19	Emails with J. Sarkessian re: lease rejection			
Associate	Brett M. Haywood	0.30 hrs.	505.00	\$151.50
07/31/19	Review and revise initial operating report (.2); Call with J. Sutter re: same (.2); Emails with M. Paque re: same (.2); Call with B. Holzgrafe re: schedules issues (.4)			
Associate	Brett M. Haywood	1.00 hrs.	505.00	\$505.00
07/31/19	Email correspondence with co-counsel re: operating reports			
Director	John H. Knight	0.30 hrs.	900.00	\$270.00
07/31/19	Finalize and file IOR (.2); Coordinate service of same (.1); Draft affidavit of service re: same (.1)			
Paralegal	Rebecca V. Speaker	0.40 hrs.	265.00	\$106.00

Total Fees for Professional Services

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\$6,456.50

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TOTAL DUE FOR THIS INVOICE

**\$6,456.50**

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relating to Employee Issue

07/16/19	Review e-mail from B. Haywood and T. Cuomo re: employee wage motion (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.1)			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50
07/17/19	Prepare re: notice of entry of interim order employee wages			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50
07/18/19	Review and revise notice of interim order re: employee wages (.2); Assemble notice of entry of interim order employee wages and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.2); E-mail to Kurtzman Carson Consultants re: service of same (.1)			
Paralegal	Barbara J. Witters	0.60 hrs.	265.00	\$159.00
07/23/19	Meeting with Z. Shapiro re: employee issue (.2); Review of email from H. Murtagh re: employee issue (.1);			
Director	Paul N. Heath	0.30 hrs.	800.00	\$240.00
07/23/19	Attention to compensation issues (.3); Conference with P. Heath re: same (.2); Correspondence with H. Murtagh re: same (.3)			
Director	Zachary I. Shapiro	0.80 hrs.	675.00	\$540.00
07/24/19	Attention to issues re: employee payments and research re: same			
Director	Zachary I. Shapiro	0.60 hrs.	675.00	\$405.00
07/26/19	Review of email from PBGC re: employee issue			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00
07/29/19	Review of email from H. Murtagh re: employee issue			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00

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07/31/19	Call with H. Murtagh, Z. Shapiro, and R. Messing re: employee issues			
Associate	Brett M. Haywood	0.40 hrs.	505.00	\$202.00

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Total Fees for Professional Services	\$1,865.00
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TOTAL DUE FOR THIS INVOICE	\$1,865.00
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TOTAL DUE FOR THIS MATTER	\$1,865.00
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For services through July 31, 2019  
 relating to Tax Issues

07/15/19	Review e-mail from B. Haywood and T. Cuomo re: tax motion (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.1)			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50
07/17/19	Review e-mail from T. Cuomo re: notice of entry of interim order tax (.1); Review and update notice re: same (.2)			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50
07/18/19	Review and revise notice of interim order re: tax (.2); Assemble notice of entry of interim order tax and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.2); E-mail to Kurtzman Carson Consultants re: service of same (.1)			
Paralegal	Barbara J. Witters	0.60 hrs.	265.00	\$159.00
07/23/19	Draft amended tax order and certification of counsel re: same (2.0); Email Z. Shapiro and B. Haywood re: same (.1)			
Associate	Travis J. Cuomo	2.10 hrs.	420.00	\$882.00

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Total Fees for Professional Services	\$1,200.00
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TOTAL DUE FOR THIS INVOICE	\$1,200.00
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TOTAL DUE FOR THIS MATTER	\$1,200.00
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For services through July 31, 2019  
relating to Litigation/Adversary Proceedings

07/23/19	Review state court complaint and correspondence re: same			
Director	Zachary I. Shapiro	0.40 hrs.	675.00	\$270.00
07/24/19	Review complaint (.3); Correspondence with H. Murtagh re: same (.1)			
Director	Zachary I. Shapiro	0.40 hrs.	675.00	\$270.00

Total Fees for Professional Services	<u>\$540.00</u>
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TOTAL DUE FOR THIS INVOICE	<u>\$540.00</u>
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TOTAL DUE FOR THIS MATTER	<u>\$540.00</u>
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For services through July 31, 2019  
 relating to RLF Retention

07/18/19	Review and revise RLF retention app			
Associate	Travis J. Cuomo	0.50 hrs.	420.00	\$210.00
07/21/19	Revise RLF retention application			
Associate	Brett M. Haywood	1.10 hrs.	505.00	\$555.50
07/22/19	Discuss RLF retention application with J. Knight			
Associate	Brett M. Haywood	0.20 hrs.	505.00	\$101.00
07/22/19	Email L. Stevenson re: RLF retention application (.1); Review revised parties in interest list (.1); Email B. Haywood re: same (.1)			
Associate	Travis J. Cuomo	0.30 hrs.	420.00	\$126.00
07/23/19	Discuss RLF retention issues with T. Cuomo (.6); Discuss same with J. Knight (.2); Prepare email re: significant relationships re: same (.3)			
Associate	Brett M. Haywood	1.10 hrs.	505.00	\$555.50
07/23/19	Revise RLF retention application (.5); Conference with B. Haywood re: same (.3); Review conflict issues re: same (.2)			
Director	John H. Knight	1.00 hrs.	900.00	\$900.00
07/23/19	Review and revise RLF retention application (.3); Email B. Haywood re: same (.1); Draft RLF budget and staffing plan (1.3); Review and revise RLF retention application (1.7); Email B. Haywood re: same (.1); Review and revise budget and staffing plan (.4); Review docs re: RLF retention application (.2); Email D. Tierno re: same (.1); Review and revise RLF retention app (.4)			
Associate	Travis J. Cuomo	4.60 hrs.	420.00	\$1,932.00

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07/24/19	Prepare RLF retention application for filing and forward to T. Cuomo and B. Haywood (.1); Revise same (.1); Finalize and efile same (.1); Coordinate service of same (.1)			
Paralegal	Ann Jerominski	0.40 hrs.	265.00	\$106.00
07/24/19	Prepare notice of application re: RL&F retention (.2); E-mail to B. Haywood and T. Cuomo re: same (.1)			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50
07/24/19	Review and revise retention application (.2); Discuss same with J. Knight (.2); Discuss same with T. Cuomo (.1); Finalize RLF retention application (.8)			
Associate	Brett M. Haywood	1.30 hrs.	505.00	\$656.50
07/24/19	Email correspondence with co-counsel re: RLF retention			
Director	John H. Knight	0.70 hrs.	900.00	\$630.00
07/24/19	Email correspondence with J. Knight re: retention issue (.1); Review of email from B. Haywood re: retention issue (.1); Review of retention application (.2)			
Director	Paul N. Heath	0.40 hrs.	800.00	\$320.00
07/24/19	Review and revise RLF Retention App and related docs (.9); Email J. Knight and B. Haywood re: same (.1); Review and revise RLF Retention app and related docs (.8); Review and revise RLF retention application and Knight affidavit (1.5); Review and revise RLF retention app (.5); Emails with B. Haywood and B. Witters re: filing RLF retention app (.2)			
Associate	Travis J. Cuomo	4.00 hrs.	420.00	\$1,680.00
07/24/19	Review and revise RLF retention app. and attention to issues re: same (.6); Conference with J. Knight re: same (.2); Correspondence with B. Haywood re: same (.2)			
Director	Zachary I. Shapiro	1.00 hrs.	675.00	\$675.00
07/25/19	Prepare order RL&F retention			
Paralegal	Barbara J. Witters	0.20 hrs.	265.00	\$53.00



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07/25/19	Review RLF retention application (.1); Email Z. Shapiro re: same (.1)			
Associate	Travis J. Cuomo	0.20 hrs.	420.00	\$84.00
07/30/19	Review and revise fee application			
Associate	Brett M. Haywood	0.30 hrs.	505.00	\$151.50

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Total Fees for Professional Services	\$8,815.50
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TOTAL DUE FOR THIS INVOICE	\$8,815.50
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TOTAL DUE FOR THIS MATTER	\$8,815.50
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relating to Retention of Others

07/15/19	Review e-mail from B. Haywood and T. Cuomo re: Kurtzman Carson Consultants 156(c) retention (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.1)			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50
07/16/19	Email Ankura re: parties in interest list			
Associate	Travis J. Cuomo	0.10 hrs.	420.00	\$42.00
07/18/19	E-mail to Kurtzman Carson Consultants re: service of Kurtzman Carson Consultants retention motion and order			
Paralegal	Barbara J. Witters	0.10 hrs.	265.00	\$26.50
07/18/19	Review and revise retention apps re: additional professionals			
Associate	Travis J. Cuomo	0.40 hrs.	420.00	\$168.00
07/19/19	Review and revise Houlihan retention application			
Associate	Brett M. Haywood	1.00 hrs.	505.00	\$505.00
07/19/19	Review and revise Ordinary Course Professionals and Interim Comp Orders			
Associate	Travis J. Cuomo	0.90 hrs.	420.00	\$378.00
07/20/19	Review and revise Ordinary Course Professionals Motion and Order			
Associate	Travis J. Cuomo	2.20 hrs.	420.00	\$924.00
07/21/19	Review and revise Houlihan, KCC, Ankura retention applications			
Associate	Brett M. Haywood	2.90 hrs.	505.00	\$1,464.50
07/21/19	Review and revise Retention Apps (1.0); Produce blacklines re: same (.2); Email B. Haywood re: same (.1)			
Associate	Travis J. Cuomo	1.30 hrs.	420.00	\$546.00

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07/22/19	Review comments to Houlihan retention application (.2); Emails with H. Murtagh and J. Zammit re: same (.2)			
Associate	Brett M. Haywood	0.40 hrs.	505.00	\$202.00
07/22/19	Discuss OCP motion with B. Haywood (.2); Review and revise OCP motion (.8); Email B. Haywood re: analysis of comments (.2)			
Associate	David T Queroli	1.20 hrs.	470.00	\$564.00
07/22/19	Review and revise Houlihan retention application (1.5); Call with Houlihan re: same (.3); Review and revise Ordinary Course Professionals motion (.8); Email B. Haywood re: same (.1); Review and revise Houlihan retention application (1.2); Email B Haywood re: same (.1); Review and revise Ordinary Course Professionals motion and order (2.4)			
Associate	Travis J. Cuomo	6.40 hrs.	420.00	\$2,688.00
07/22/19	Call to co-counsel re: parties in interest list (.1); Review revised parties in interest list (.2); Email co-counsel re: same (.1)			
Associate	Travis J. Cuomo	0.40 hrs.	420.00	\$168.00
07/22/19	Review HL retention app. (.3); Correspondence re: same (.2); Review Ankura retention motion (.3); Correspondence with B. Haywood re: same (.1)			
Director	Zachary I. Shapiro	0.90 hrs.	675.00	\$607.50
07/23/19	Revise Ankura retention motion (.2); Revise ordinary course professionals motion (.5); Emails with T. Cuomo re: same (.2); Call with C. Arthur re: same (.2); Call with J. Sutter re: same (.2); Emails with H. Murtagh re: same (.2)			
Associate	Brett M. Haywood	1.50 hrs.	505.00	\$757.50
07/23/19	Review and revise Ordinary Course Professionals motion (.3); Review emails from co-counsel re: Ordinary Course Professionals motion (.1); Review and revise Ordinary Course Professionals Motion (.2); Review and revise Ordinary Course Professionals motion (1.0); Review and revise retention apps (.3)			
Associate	Travis J. Cuomo	1.90 hrs.	420.00	\$798.00

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07/23/19	Call with Ankura re: parties in interest list and email B. Haywood re: same			
Associate	Travis J. Cuomo	0.10 hrs.	420.00	\$42.00
07/24/19	Preparation for filing retention applications (1.3); Prepare ordinary course professionals motion for filing and forward to T. Cuomo and B. Haywood (.1); Finalize and efile same (.1); Coordinate service of same (.1); Prepare Houlihan retention application for filing and forward to T. Cuomo and B. Haywood (.1); Revisions to same (.5); Finalize and efile same (.1); Coordinate service of same (.1); Prepare KCC 327(a) retention application for filing and forward to T. Cuomo and B. Haywood (.1); Revisions to same (.1); Finalize and efile same (.1); Coordinate service of same (.1); Prepare Ankura retention application for filing and forward to T. Cuomo and B. Haywood (.1); Revisions to same (.1); Finalize and efile same (.1); Coordinate service of same (.1)			
Paralegal	Ann Jerominski	3.20 hrs.	265.00	\$848.00
07/24/19	Prepare notice of application re: Houlihan Lokey retention (.2); Prepare notice of application re: Kurtzman Carson Consultants retention (.2); Prepare notice of motion re: Ankura Consulting retention (.2); Prepare notice of motion re: ordinary course of business (.2); E-mail to B. Haywood and T. Cuomo re: same (.1)			
Paralegal	Barbara J. Witters	0.90 hrs.	265.00	\$238.50
07/24/19	Review ordinary course professionals motion (.2); Emails with B. Gaston re: same (.1); Emails with J. Sutter re: same (.1); Call C. Arthur re: same (.1); Emails with J. Zammit re: Houlihan retention (.2); Emails with T. Cuomo re: same (.1); Review revisions to same (.2); Revise Houlihan retention application (1.3); Calls with H. Murtagh re: same (.2); Calls with Z. Shapiro re: same (.2); Emails with Ankura re: retention issues (.4); Emails with B. Gaston re: same (.3); Emails with C. Arthur and D. Griffiths re: same (.4)			
Associate	Brett M. Haywood	3.80 hrs.	505.00	\$1,919.00
07/24/19	Email correspondence with co-counsel re: investment banker retention			
Director	John H. Knight	0.80 hrs.	900.00	\$720.00

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07/24/19	Email correspondence with B. Haywood re: retention applications (.2); Review of Ankura retention application (.3); Review of email from A. Berkowitz re: Houlihan retention (.2); Review of ordinary course professional motion (.2)			
Director	Paul N. Heath	0.90 hrs.	800.00	\$720.00
07/24/19	Review and revise parties in interest list (.1); Review and revise Houlihan retention application (.3); Email B. Haywood re: Houlihan retention application (.1); Review and revise Houlihan retention application (2.3); Email B. Witters re: notices re: retention applications (.1); Review and revise KCC, Ankura and Houlihan retention applications, and Ordinary Course Professionals Motion (1.3); Review and revise KCC, Ankura and Houlihan retention applications, and Ordinary Course Professionals Motion (3.1); Emails with B. Haywood and B. Witters re: filing retention applications and Ordinary Course Professionals Motion (.4)			
Associate	Travis J. Cuomo	7.70 hrs.	420.00	\$3,234.00
07/24/19	Review and revise Houlihan retention app. and attention to issues re: same			
Director	Zachary I. Shapiro	0.50 hrs.	675.00	\$337.50
07/25/19	Review e-mail from B. Haywood re: word versions of orders for ordinary course professionals, Ankura retention and Houlihan retention (.1); Prepare order ordinary course professional (.2); Prepare order Ankura retention (.2); Prepare order Houlihan retention (.2); E-mail to B. Haywood re: orders of same (.1); Prepare order Kurtzman Carson Consultants (.2)			
Paralegal	Barbara J. Witters	1.00 hrs.	265.00	\$265.00
07/25/19	Email correspondence with co-counsel re: investment bank retention			
Director	John H. Knight	0.50 hrs.	900.00	\$450.00
07/25/19	Review of email from B. Gaston re: ordinary course professionals			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00
07/25/19	Review email from and send reply to B. Haywood re: Interim Compensation motion (.1); Review and revise Interim Compensation Motion (1.4)			
Associate	Travis J. Cuomo	1.50 hrs.	420.00	\$630.00

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07/28/19	Revise interim compensation procedures motion			
Associate	Brett M. Haywood	1.10 hrs.	505.00	\$555.50
07/29/19	Discuss PricewaterhouseCoopers retention with S. Silveira			
Associate	Brett M. Haywood	0.20 hrs.	505.00	\$101.00
07/29/19	Discuss BDO retention application with B. Haywood			
Associate	David T Queroli	0.20 hrs.	470.00	\$94.00
07/29/19	Conference with B. Haywood re: PricewaterhouseCoopers retention application (.1); Draft same (3.5); Revise same (.6)			
Associate	Sarah E. Silveira	4.20 hrs.	350.00	\$1,470.00
07/30/19	Revise interim compensation procedures motion			
Associate	Brett M. Haywood	0.50 hrs.	505.00	\$252.50
07/30/19	Review and revise PricewaterhouseCoopers retention application			
Associate	Sarah E. Silveira	2.50 hrs.	350.00	\$875.00
07/31/19	Review Ankura retention application (.4); Review Ankura engagement letter (.3); Email B. Haywood re: analysis of same (.2)			
Associate	David T Queroli	0.90 hrs.	470.00	\$423.00
07/31/19	Draft notice for interim compensation procedures order (.1); Organize same for filing (.1); Finalize, file and coordinate service of same (.3)			
Paralegal	Rebecca V. Speaker	0.50 hrs.	265.00	\$132.50
07/31/19	Review Ankura engagement letter re: retention issue (.3); Correspondence with D. Queroli re: same (.2); Further analysis re: same (.2)			
Director	Zachary I. Shapiro	0.70 hrs.	675.00	\$472.50

Total Fees for Professional Services

\$23,778.50

TOTAL DUE FOR THIS INVOICE

\$23,778.50

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**TOTAL DUE FOR THIS MATTER**

**\$23,778.50**

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relating to Fee Applications of Others

07/22/19	Review of email from U.S. Trustee re: fee guidelines			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00

Total Fees for Professional Services	<u>\$80.00</u>
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TOTAL DUE FOR THIS INVOICE	<u>\$80.00</u>
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TOTAL DUE FOR THIS MATTER	<u>\$80.00</u>
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For services through July 31, 2019  
 relating to Vendors/Suppliers

07/15/19	Review e-mail from B. Haywood and T. Cuomo re: customer program motion (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.1); Review e-mail from B. Haywood and T. Cuomo re: shippers motion (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.1)			
Paralegal	Barbara J. Witters	0.60 hrs.	265.00	\$159.00
07/17/19	Prepare re: notice of entry of interim order customer programs (.3); Prepare re: notice of entry of interim order shippers (.3)			
Paralegal	Barbara J. Witters	0.60 hrs.	265.00	\$159.00
07/18/19	Review and revise notice of interim order re: customer programs (.2); Review and revise notice of interim order re: shippers (.2); Assemble notice of entry of interim order customer programs and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.2); E-mail to Kurtzman Carson Consultants re: service of same (.1); Assemble notice of entry of interim order shippers and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.2); E-mail to Kurtzman Carson Consultants re: service of same (.1)			
Paralegal	Barbara J. Witters	1.20 hrs.	265.00	\$318.00
07/22/19	Review email from H. Murtagh re: vendor issues (.4); Analysis re: same (.5)			
Director	Zachary I. Shapiro	0.90 hrs.	675.00	\$607.50
07/24/19	Prepare critical vendors motion for filing and forward to B. Haywood (.1); Finalize and efile same (.1); Coordinate service of same (.1)			
Paralegal	Ann Jerominski	0.30 hrs.	265.00	\$79.50
07/24/19	Prepare notice of motion re: critical vendors (.2); E-mail to B. Haywood and T. Cuomo re: same (.1)			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50

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07/24/19	Review of critical vendor motion			
Director	Paul N. Heath	0.20 hrs.	800.00	\$160.00
07/24/19	Review and revise Critical Vendors motion (.5); Email B. Witters re: filing Critical Vendors motion (.1)			
Associate	Travis J. Cuomo	0.60 hrs.	420.00	\$252.00
07/24/19	Review correspondence re: vendor issue (.2); Correspondence with H. Murtagh re: same (.1)			
Director	Zachary I. Shapiro	0.30 hrs.	675.00	\$202.50
07/25/19	Review e-mail from B. Haywood re: word version of order for critical vendors (.1); Prepare order re: same (.2); E-mail to B. Haywood re: orders of same (.1)			
Paralegal	Barbara J. Witters	0.40 hrs.	265.00	\$106.00

Total Fees for Professional Services	\$2,123.00
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TOTAL DUE FOR THIS INVOICE	\$2,123.00
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TOTAL DUE FOR THIS MATTER	\$2,123.00
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For services through July 31, 2019  
 relating to Utilities

07/15/19	Email correspondence with Z. Shapiro re: utility issue			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00
07/16/19	Review e-mail from B. Haywood and T. Cuomo re: utilities motion (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.1)			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50
07/16/19	Call with C. Arthur re: utility issue (.3); Meeting with Z. Shapiro re: utility issue (.1)			
Director	Paul N. Heath	0.40 hrs.	800.00	\$320.00
07/17/19	Review e-mail from B. Haywood re: interim order for hearing (.1); Upload interim order of same (.1); Prepare re: notice of entry of interim order utilities (.3)			
Paralegal	Barbara J. Witters	0.50 hrs.	265.00	\$132.50
07/18/19	Review and revise notice of interim order re: utilities (.2); Assemble notice of entry of interim order utilities and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.2); E-mail to Kurtzman Carson Consultants re: service of same (.1)			
Paralegal	Barbara J. Witters	0.60 hrs.	265.00	\$159.00
07/18/19	Review of email from R. Mersky re: utility issue			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00
07/24/19	Email to Z. Shapiro and B. Haywood re: utility issue			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00
07/25/19	Email correspondence with B. Haywood re: utility issue			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00

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07/26/19	Email correspondence with B. Haywood re: utility issue (.1); Email correspondence with B. McLaughlin re: utility issue (.2)			
Director	Paul N. Heath	0.30 hrs.	800.00	\$240.00
07/29/19	Email to B. McLaughlin re: utility order			
Director	Paul N. Heath	0.10 hrs.	800.00	\$80.00

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Total Fees for Professional Services	\$1,331.00
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TOTAL DUE FOR THIS INVOICE	\$1,331.00
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TOTAL DUE FOR THIS MATTER	\$1,331.00
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For services through July 31, 2019  
 relating to Insurance

07/16/19	Review e-mail from B. Haywood and T. Cuomo re: insurance motion (.1); Assemble and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.1)			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50
07/17/19	Prepare re: notice of entry of interim order insurance			
Paralegal	Barbara J. Witters	0.30 hrs.	265.00	\$79.50
07/18/19	Review and revise notice of interim order re: insurance (.2); Assemble notice of entry of interim order insurance and e-mail to B. Haywood and T. Cuomo re: same (.1); Finalize and file re: same (.2); E-mail to Kurtzman Carson Consultants re: service of same (.1)			
Paralegal	Barbara J. Witters	0.60 hrs.	265.00	\$159.00
07/21/19	Review contract (.2); Correspondence with B. Haywood re: same (.1); Correspondence with H. Murtaugh re: same (.2)			
Director	Zachary I. Shapiro	0.50 hrs.	675.00	\$337.50

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Total Fees for Professional Services \$655.50

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TOTAL DUE FOR THIS INVOICE **\$655.50**

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**TOTAL DUE FOR THIS MATTER \$655.50**

Emerge Energy Services LP  
 Rick Shearer, CEO and Director  
 5600 Clearfork Main St.  
 Suite 400  
 Fort Worth TX 76109

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Summary of Hours

	Hours	Rate/Hr	Dollars
Amanda R. Steele	0.20	700.00	140.00
Ann Jerominski	6.10	265.00	1,616.50
Barbara J. Witters	38.80	265.00	10,282.00
Brett M. Haywood	59.00	505.00	29,795.00
Christopher M. DeLillo	0.30	470.00	141.00
David T Queroli	2.70	470.00	1,269.00
John H. Knight	14.10	900.00	12,690.00
M. Lynzy McGee	0.70	265.00	185.50
Paul N. Heath	24.70	800.00	19,760.00
Rebecca V. Speaker	8.60	265.00	2,279.00
Russell C. Silberglied	0.60	900.00	540.00
Sarah E. Silveira	6.70	350.00	2,345.00
Scott A. Benson	4.20	275.00	1,155.00
Travis J. Cuomo	69.70	420.00	29,274.00
Zachary I. Shapiro	31.40	675.00	21,195.00
<b>TOTAL</b>	<b>267.80</b>	<b>\$495.40</b>	<b>132,667.00</b>

**TOTAL DUE FOR THIS INVOICE**

**\$142,113.54**

Payment may be made by wire transfer to our account at M&T Bank, Rodney Square North, Wilmington, Delaware 19890, Account No. 2264-1174, ABA No. 022000046. Please indicate on wire transfer the invoice number stated above.

Photocopying and printing are charged at \$0.10 per page. Telephone charges are billed at standard AT&T rates which may not be our cost.

PAYABLE WHEN RENDERED

740661

## **Exhibit B**



Emerge Energy Services LP  
 Rick Shearer, CEO and Director  
 5600 Clearfork Main St.  
 Suite 400  
 Fort Worth TX 76109

Tax I.D. No.: 51-0226371

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 Matter # 206194

For disbursements incurred through July 31, 2019  
 relating to EmERGE Energy Services LP

OTHER CHARGES:

Business Meals	\$2,280.00
Conference Calling	\$208.57
Court Reporter Services	\$514.75
Document Retrieval	\$171.90
Electronic Legal Research	\$25.00
Equipment Rental	\$868.91
Filing Fees/Court Costs	\$25.00
Long distance telephone charges	\$6.26
Messenger and delivery service	\$105.35
Photocopying/Printing - outside vendor	\$1,262.00
Photocopying/Printing 5,769 @ \$.10 pg./ 27,019 @ \$.10/pg.	\$3,278.80
Room Rental	\$700.00

Other Charges

\$9,446.54





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Matter # 206194

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TOTAL DUE FOR THIS INVOICE	<b>\$9,446.54</b>
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<b>TOTAL DUE FOR THIS MATTER</b>	<hr/> <b>\$9,446.54</b>
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Emerge Energy Services LP  
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Client: EmERGE Energy Services LP

Matter: EmERGE Energy Services LP  
 Case Administration  
 Creditor Inquiries  
 Meetings  
 Executory Contracts/Unexpired Leases  
 Plan of Reorganization/Disclosure Statement  
 Use, Sale of Assets  
 Cash Collateral/DIP Financing  
 Claims Administration  
 Court Hearings  
 Schedules/SOFA/U.S. Trustee Reports  
 Employee Issue  
 Tax Issues  
 Litigation/Adversary Proceedings  
 RLF Retention  
 Retention of Others  
 Fee Applications of Others  
 Vendors/Suppliers  
 Utilities  
 Insurance

<b>Date</b>	<b>Description</b>	<b>Summary Phrase</b>
07/16/19	PARCELS INC: 829151 Amount = \$1,262.00	DUPOUT
07/16/19	AMERICAN EXPRESS: COURTS/USDC-DE AJ PHV Amount = \$25.00	FLFEE
07/16/19	JAYALAXMI LLC: Food Service 7/16 Amount = \$140.00	MEALSCL
07/16/19	RODNEY GRILLE: JHK Amount = \$159.51	MEALSCL

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07/16/19	AQUIPT: Equipment Rental 7/16--7/22 - 206194	EQUIPREN ---
	Amount = \$868.91	
07/16/19	THE MEAT HOUSE CHADDS FORD: Food Service-7/16/19	MEALSCL
	Amount = \$387.86	
07/16/19	Law Search	ELEGALRE ~
	Amount = \$25.00	
07/16/19	CourtCall	CONFCALL
	Amount = \$90.00	
07/16/19	Photocopies	DUP
	Amount = \$563.70	
07/16/19	912146658643 Long Distance	LD
	Amount = \$0.17	
07/16/19	912129061648 Long Distance	LD
	Amount = \$0.06	
07/16/19	916466378095 Long Distance	LD
	Amount = \$0.06	
07/16/19	Messenger and delivery	MESS
	Amount = \$5.40	
07/16/19	Messenger and delivery From La Fia JHK	MEALSCL
	Amount = \$551.25	
07/16/19	PACER	DOCRETRI ---
	Amount = \$3.00	
07/16/19	PACER	DOCRETRI ---
	Amount = \$3.00	
07/16/19	PACER	DOCRETRI ---
	Amount = \$0.40	
07/16/19	PACER	DOCRETRI ---
	Amount = \$0.40	
07/16/19	Printing	DUP
	Amount = \$0.10	
07/16/19	Printing	DUP
	Amount = \$3.30	
07/16/19	Printing	DUP
	Amount = \$23.10	

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07/16/19	Printing		DUP
		Amount = \$2.50	
07/16/19	Printing		DUP
		Amount = \$17.50	
07/16/19	Printing		DUP
		Amount = \$0.10	
07/16/19	Printing		DUP
		Amount = \$5.10	
07/16/19	Printing		DUP
		Amount = \$35.70	
07/16/19	Printing		DUP
		Amount = \$0.40	
07/16/19	Printing		DUP
		Amount = \$5.40	
07/16/19	Printing		DUP
		Amount = \$37.80	
07/16/19	Printing		DUP
		Amount = \$0.10	
07/16/19	Printing		DUP
		Amount = \$0.50	
07/16/19	Printing		DUP
		Amount = \$1.00	
07/16/19	Printing		DUP
		Amount = \$10.00	
07/16/19	Printing		DUP
		Amount = \$10.00	
07/16/19	Printing		DUP
		Amount = \$0.10	
07/16/19	Printing		DUP
		Amount = \$258.00	
07/16/19	Printing		DUP
		Amount = \$12.90	
07/16/19	Printing		DUP
		Amount = \$0.10	
07/16/19	Printing		DUP
		Amount = \$1.40	
07/16/19	Printing		DUP
		Amount = \$7.00	

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07/16/19	Printing		DUP
		Amount = \$2.80	
07/16/19	Printing		DUP
		Amount = \$14.00	
07/16/19	Printing		DUP
		Amount = \$1.80	
07/16/19	Printing		DUP
		Amount = \$9.00	
07/16/19	Printing		DUP
		Amount = \$1.00	
07/16/19	Printing		DUP
		Amount = \$5.00	
07/16/19	Printing		DUP
		Amount = \$0.80	
07/16/19	Printing		DUP
		Amount = \$4.00	
07/16/19	Printing		DUP
		Amount = \$0.20	
07/16/19	Printing		DUP
		Amount = \$2.00	
07/16/19	Printing		DUP
		Amount = \$10.00	
07/16/19	Printing		DUP
		Amount = \$10.00	
07/16/19	Printing		DUP
		Amount = \$2.00	
07/16/19	Printing		DUP
		Amount = \$1.20	
07/16/19	Printing		DUP
		Amount = \$6.00	
07/16/19	Printing		DUP
		Amount = \$0.10	
07/16/19	Printing		DUP
		Amount = \$4.00	
07/16/19	Printing		DUP
		Amount = \$0.40	
07/16/19	Printing		DUP
		Amount = \$0.80	

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07/16/19	Printing		DUP
		Amount = \$1.20	
07/16/19	Printing		DUP
		Amount = \$6.00	
07/16/19	Printing		DUP
		Amount = \$6.00	
07/16/19	Printing		DUP
		Amount = \$1.20	
07/16/19	Printing		DUP
		Amount = \$0.30	
07/16/19	Printing		DUP
		Amount = \$0.30	
07/16/19	Printing		DUP
		Amount = \$0.10	
07/16/19	Printing		DUP
		Amount = \$22.00	
07/16/19	Printing		DUP
		Amount = \$2.00	
07/16/19	Printing		DUP
		Amount = \$2.00	
07/16/19	Printing		DUP
		Amount = \$2.00	
07/16/19	Printing		DUP
		Amount = \$2.00	
07/16/19	Printing		DUP
		Amount = \$8.00	
07/16/19	Printing		DUP
		Amount = \$6.00	
07/16/19	Printing		DUP
		Amount = \$2.00	
07/16/19	Printing		DUP
		Amount = \$248.00	
07/16/19	Printing		DUP
		Amount = \$18.00	
07/16/19	Printing		DUP
		Amount = \$12.00	
07/16/19	Printing		DUP
		Amount = \$26.00	

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07/16/19	Printing		DUP
		Amount = \$2.00	
07/16/19	Printing		DUP
		Amount = \$128.00	
07/16/19	Printing		DUP
		Amount = \$10.00	
07/16/19	Printing		DUP
		Amount = \$6.00	
07/16/19	Printing		DUP
		Amount = \$6.00	
07/16/19	Printing		DUP
		Amount = \$2.00	
07/16/19	Printing		DUP
		Amount = \$6.00	
07/16/19	Printing		DUP
		Amount = \$4.00	
07/16/19	Printing		DUP
		Amount = \$37.20	
07/16/19	Printing		DUP
		Amount = \$28.80	
07/16/19	Printing		DUP
		Amount = \$1.80	
07/16/19	Printing		DUP
		Amount = \$2.70	
07/16/19	Printing		DUP
		Amount = \$0.20	
07/16/19	Printing		DUP
		Amount = \$4.50	
07/16/19	Printing		DUP
		Amount = \$4.20	
07/16/19	Printing		DUP
		Amount = \$0.90	
07/16/19	Printing		DUP
		Amount = \$0.60	
07/16/19	Printing		DUP
		Amount = \$0.10	
07/16/19	Printing		DUP
		Amount = \$0.10	

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07/16/19	Printing	Amount = \$1.40	DUP
07/16/19	Printing	Amount = \$0.10	DUP
07/16/19	Printing	Amount = \$0.10	DUP
07/16/19	Printing	Amount = \$5.00	DUP
07/16/19	Printing	Amount = \$3.20	DUP
07/16/19	Printing	Amount = \$3.60	DUP
07/16/19	Printing	Amount = \$0.10	DUP
07/16/19	Printing	Amount = \$0.20	DUP
07/16/19	Printing	Amount = \$5.10	DUP
07/16/19	Printing	Amount = \$35.70	DUP
07/16/19	Printing	Amount = \$12.40	DUP
07/16/19	Printing	Amount = \$86.80	DUP
07/16/19	Printing	Amount = \$0.10	DUP
07/16/19	Printing	Amount = \$0.40	DUP
07/16/19	Printing	Amount = \$9.60	DUP
07/16/19	Printing	Amount = \$67.20	DUP
07/16/19	Printing	Amount = \$6.30	DUP
07/16/19	Printing	Amount = \$0.40	DUP
07/16/19	Printing	Amount = \$0.60	DUP



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[illegible]

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[illegible]

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07/17/19	PACER		DOCRETI
		Amount = \$0.70	---
07/17/19	PACER		DOCRETI
		Amount = \$0.70	---
07/17/19	PACER		DOCRETI
		Amount = \$0.70	---
07/17/19	PACER		DOCRETI
		Amount = \$0.70	---
07/17/19	PACER		DOCRETI
		Amount = \$0.70	---
07/17/19	PACER		DOCRETI
		Amount = \$0.70	---
07/17/19	PACER		DOCRETI
		Amount = \$0.70	---
07/17/19	PACER		DOCRETI
		Amount = \$0.70	---
07/17/19	PACER		DOCRETI
		Amount = \$3.00	---
07/17/19	PACER		DOCRETI
		Amount = \$0.70	---
07/17/19	PACER		DOCRETI
		Amount = \$3.00	---
07/17/19	PACER		DOCRETI
		Amount = \$3.00	---
07/17/19	PACER		DOCRETI
		Amount = \$3.00	---
07/17/19	PACER		DOCRETI
		Amount = \$3.00	---

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07/17/19	PACER	Amount = \$0.70	DOCRETRI
07/17/19	PACER	Amount = \$0.70	DOCRETRI
07/17/19	PACER	Amount = \$0.10	DOCRETRI
07/17/19	PACER	Amount = \$0.90	DOCRETRI
07/17/19	PACER	Amount = \$0.70	DOCRETRI
07/17/19	PACER	Amount = \$0.70	DOCRETRI
07/17/19	PACER	Amount = \$0.70	DOCRETRI
07/17/19	PACER	Amount = \$3.00	DOCRETRI
07/17/19	PACER	Amount = \$3.00	DOCRETRI
07/17/19	PACER	Amount = \$0.70	DOCRETRI
07/17/19	PACER	Amount = \$0.60	DOCRETRI
07/17/19	PACER	Amount = \$0.70	DOCRETRI
07/17/19	PACER	Amount = \$0.70	DOCRETRI
07/17/19	PACER	Amount = \$0.70	DOCRETRI
07/17/19	PACER	Amount = \$0.70	DOCRETRI
07/17/19	PACER	Amount = \$0.70	DOCRETRI

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[illegible]

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07/17/19	PACER		DOCRETRI
		Amount = \$0.70	----
07/17/19	PACER		DOCRETRI
		Amount = \$0.70	----
07/17/19	PACER		DOCRETRI
		Amount = \$0.70	----
07/17/19	PACER		DOCRETRI
		Amount = \$0.70	----
07/17/19	PACER		DOCRETRI
		Amount = \$0.70	----
07/17/19	PACER		DOCRETRI
		Amount = \$0.20	----
07/17/19	PACER		DOCRETRI
		Amount = \$3.00	----
07/17/19	PACER		DOCRETRI
		Amount = \$3.00	----
07/17/19	PACER		DOCRETRI
		Amount = \$0.70	----
07/17/19	PACER		DOCRETRI
		Amount = \$0.10	----
07/17/19	PACER		DOCRETRI
		Amount = \$0.10	----
07/17/19	PACER		DOCRETRI
		Amount = \$0.10	----
07/17/19	Printing		DUP
		Amount = \$0.90	
07/17/19	Printing		DUP
		Amount = \$1.90	
07/17/19	Printing		DUP
		Amount = \$1.50	
07/17/19	Printing		DUP
		Amount = \$0.80	
07/17/19	Printing		DUP
		Amount = \$4.50	
07/17/19	Printing		DUP
		Amount = \$1.50	

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07/17/19	Printing		DUP
		Amount = \$15.00	
07/17/19	Printing		DUP
		Amount = \$0.10	
07/17/19	Printing		DUP
		Amount = \$15.00	
07/17/19	Printing		DUP
		Amount = \$51.00	
07/17/19	Printing		DUP
		Amount = \$54.00	
07/17/19	Printing		DUP
		Amount = \$0.10	
07/17/19	Printing		DUP
		Amount = \$3.00	
07/17/19	Printing		DUP
		Amount = \$3.00	
07/17/19	Printing		DUP
		Amount = \$15.00	
07/17/19	Printing		DUP
		Amount = \$65.00	
07/17/19	Printing		DUP
		Amount = \$0.20	
07/17/19	Printing		DUP
		Amount = \$3.00	
07/17/19	Printing		DUP
		Amount = \$30.00	
07/17/19	Printing		DUP
		Amount = \$65.00	
07/17/19	Printing		DUP
		Amount = \$128.00	
07/17/19	Printing		DUP
		Amount = \$0.10	
07/17/19	Printing		DUP
		Amount = \$0.60	
07/17/19	Printing		DUP
		Amount = \$0.60	
07/17/19	Printing		DUP
		Amount = \$0.50	

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07/17/19	Printing		DUP
		Amount = \$0.30	
07/17/19	Printing		DUP
		Amount = \$0.40	
07/17/19	Printing		DUP
		Amount = \$1.80	
07/17/19	Printing		DUP
		Amount = \$9.00	
07/17/19	Printing		DUP
		Amount = \$24.80	
07/17/19	Printing		DUP
		Amount = \$124.00	
07/17/19	Printing		DUP
		Amount = \$1.20	
07/17/19	Printing		DUP
		Amount = \$24.80	
07/17/19	Printing		DUP
		Amount = \$124.00	
07/17/19	Printing		DUP
		Amount = \$2.80	
07/17/19	Printing		DUP
		Amount = \$120.00	
07/17/19	Printing		DUP
		Amount = \$12.00	
07/17/19	Printing		DUP
		Amount = \$11.80	
07/17/19	Printing		DUP
		Amount = \$59.00	
07/17/19	Printing		DUP
		Amount = \$0.20	
07/17/19	Printing		DUP
		Amount = \$0.10	
07/17/19	Printing		DUP
		Amount = \$0.10	
07/18/19	917135467501 Long Distance		LD
		Amount = \$0.06	
07/18/19	919734493025 Long Distance		LD
		Amount = \$1.28	



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07/18/19	Messenger and delivery From Chelsea Tavern BJW		MEALSCL
		Amount = \$55.20	
07/18/19	PACER		DOCRETRI
		Amount = \$0.90	---
07/18/19	PACER		DOCRETRI
		Amount = \$0.40	---
07/18/19	PACER		DOCRETRI
		Amount = \$0.20	---
07/18/19	PACER		DOCRETRI
		Amount = \$3.00	---
07/18/19	PACER		DOCRETRI
		Amount = \$1.00	---
07/18/19	PACER		DOCRETRI
		Amount = \$3.00	---
07/18/19	PACER		DOCRETRI
		Amount = \$1.70	---
07/18/19	PACER		DOCRETRI
		Amount = \$1.10	---
07/18/19	PACER		DOCRETRI
		Amount = \$1.00	---
07/18/19	PACER		DOCRETRI
		Amount = \$0.40	---
07/18/19	PACER		DOCRETRI
		Amount = \$3.00	---
07/18/19	PACER		DOCRETRI
		Amount = \$0.80	---
07/18/19	PACER		DOCRETRI
		Amount = \$3.00	---
07/18/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/18/19	PACER		DOCRETRI
		Amount = \$0.30	---
07/18/19	PACER		DOCRETRI
		Amount = \$0.80	---

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07/18/19	PACER		DOCRETRI
		Amount = \$0.80	----
07/18/19	PACER		DOCRETRI
		Amount = \$3.00	----
07/18/19	PACER		DOCRETRI
		Amount = \$0.70	----
07/18/19	PACER		DOCRETRI
		Amount = \$1.00	----
07/18/19	PACER		DOCRETRI
		Amount = \$0.80	----
07/18/19	PACER		DOCRETRI
		Amount = \$3.00	----
07/18/19	PACER		DOCRETRI
		Amount = \$0.80	----
07/18/19	PACER		DOCRETRI
		Amount = \$0.90	----
07/18/19	PACER		DOCRETRI
		Amount = \$0.60	----
07/18/19	PACER		DOCRETRI
		Amount = \$0.50	----
07/18/19	PACER		DOCRETRI
		Amount = \$0.80	----
07/18/19	Printing		DUP
		Amount = \$0.40	
07/18/19	Printing		DUP
		Amount = \$0.30	
07/18/19	Printing		DUP
		Amount = \$0.10	
07/18/19	Printing		DUP
		Amount = \$0.10	
07/18/19	Printing		DUP
		Amount = \$0.60	
07/18/19	Printing		DUP
		Amount = \$0.10	
07/18/19	Printing		DUP
		Amount = \$0.10	

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07/18/19	Printing		DUP
		Amount = \$0.60	
07/18/19	Printing		DUP
		Amount = \$0.10	
07/18/19	Printing		DUP
		Amount = \$2.00	
07/18/19	Printing		DUP
		Amount = \$3.00	
07/18/19	Printing		DUP
		Amount = \$4.30	
07/18/19	Printing		DUP
		Amount = \$3.80	
07/18/19	Printing		DUP
		Amount = \$0.10	
07/18/19	Printing		DUP
		Amount = \$0.10	
07/18/19	Printing		DUP
		Amount = \$0.10	
07/18/19	Printing		DUP
		Amount = \$0.10	
07/18/19	Printing		DUP
		Amount = \$0.10	
07/18/19	Printing		DUP
		Amount = \$0.10	
07/18/19	Printing		DUP
		Amount = \$0.10	
07/18/19	Printing		DUP
		Amount = \$0.50	
07/18/19	Printing		DUP
		Amount = \$0.10	
07/19/19	CourtCall		CONF CALL
		Amount = \$107.00	

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07/19/19	PACER		DOCRETRI
		Amount = \$1.60	---
07/19/19	PACER		DOCRETRI
		Amount = \$1.60	---
07/19/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/19/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/19/19	PACER		DOCRETRI
		Amount = \$1.70	---
07/19/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/19/19	PACER		DOCRETRI
		Amount = \$1.00	---
07/19/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/19/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/19/19	PACER		DOCRETRI
		Amount = \$1.60	---
07/19/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/19/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/19/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/19/19	PACER		DOCRETRI
		Amount = \$1.60	---
07/19/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/19/19	PACER		DOCRETRI
		Amount = \$1.00	---
07/19/19	PACER		DOCRETRI
		Amount = \$1.00	---

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07/19/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/19/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/19/19	PACER		DOCRETRI
		Amount = \$1.60	---
07/19/19	PACER		DOCRETRI
		Amount = \$1.00	---
07/19/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/19/19	Printing		DUP
		Amount = \$0.10	
07/19/19	Printing		DUP
		Amount = \$0.20	
07/19/19	Printing		DUP
		Amount = \$0.30	
07/19/19	Printing		DUP
		Amount = \$0.30	
07/19/19	Printing		DUP
		Amount = \$0.30	
07/19/19	Printing		DUP
		Amount = \$0.50	
07/19/19	Printing		DUP
		Amount = \$0.30	
07/19/19	Printing		DUP
		Amount = \$5.50	
07/19/19	Printing		DUP
		Amount = \$1.60	
07/21/19	PACER		DOCRETRI
		Amount = \$3.00	---
07/21/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/21/19	PACER		DOCRETRI
		Amount = \$3.00	---
07/21/19	PACER		DOCRETRI
		Amount = \$3.00	---

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07/21/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/21/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/21/19	Printing		DUP
		Amount = \$2.00	
07/21/19	Printing		DUP
		Amount = \$4.30	
07/22/19	912129061755 Long Distance		LD
		Amount = \$0.06	
07/22/19	912129061755 Long Distance		LD
		Amount = \$0.06	
07/22/19	912129061755 Long Distance		LD
		Amount = \$0.11	
07/22/19	912129061755 Long Distance		LD
		Amount = \$0.11	
07/22/19	913107767373 Long Distance		LD
		Amount = \$0.39	
07/22/19	913107767373 Long Distance		LD
		Amount = \$0.06	
07/22/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/22/19	PACER		DOCRETRI
		Amount = \$0.20	---
07/22/19	PACER		DOCRETRI
		Amount = \$1.00	---
07/22/19	PACER		DOCRETRI
		Amount = \$1.00	---
07/22/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/22/19	Printing		DUP
		Amount = \$3.80	
07/22/19	Printing		DUP
		Amount = \$0.40	
07/22/19	Printing		DUP
		Amount = \$0.30	

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07/22/19	Printing		DUP
		Amount = \$0.30	
07/22/19	Printing		DUP
		Amount = \$0.10	
07/22/19	Printing		DUP
		Amount = \$0.10	
07/22/19	Printing		DUP
		Amount = \$3.20	
07/22/19	Printing		DUP
		Amount = \$0.30	
07/22/19	Printing		DUP
		Amount = \$1.50	
07/22/19	Printing		DUP
		Amount = \$4.50	
07/22/19	Printing		DUP
		Amount = \$1.80	
07/22/19	Printing		DUP
		Amount = \$2.10	
07/22/19	Printing		DUP
		Amount = \$1.20	
07/22/19	Printing		DUP
		Amount = \$1.80	
07/22/19	Printing		DUP
		Amount = \$3.00	
07/22/19	Printing		DUP
		Amount = \$2.70	
07/22/19	Printing		DUP
		Amount = \$1.20	
07/22/19	Printing		DUP
		Amount = \$54.90	
07/23/19	AMERICAN EXPRESS: DOUBLETREE BY HILTON LXM Formation Meeting		RENTAL
		Amount = \$700.00	
07/23/19	912129061755 Long Distance		LD
		Amount = \$0.28	
07/23/19	913096783138 Long Distance		LD
		Amount = \$0.39	

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07/23/19	912123108324 Long Distance	LD
	Amount = \$0.11	
07/23/19	912485683427 Long Distance	LD
	Amount = \$0.33	
07/23/19	PACER	DOCRETRI
	Amount = \$0.10	
07/23/19	PACER	DOCRETRI
	Amount = \$1.00	
07/23/19	PACER	DOCRETRI
	Amount = \$1.00	
07/23/19	Printing	DUP
	Amount = \$0.50	
07/23/19	Printing	DUP
	Amount = \$0.10	
07/23/19	Printing	DUP
	Amount = \$1.20	
07/23/19	Printing	DUP
	Amount = \$0.50	
07/24/19	GROTTO PIZZA INC: Food Service 7/24	MEALSCL
	Amount = \$11.54	
07/24/19	912129061755 Long Distance	LD
	Amount = \$0.06	
07/24/19	917164729056 Long Distance	LD
	Amount = \$0.11	
07/24/19	912129061648 Long Distance	LD
	Amount = \$0.06	
07/24/19	Messenger and delivery From Mikimoto's TJC	MEALSCL
	Amount = \$29.74	
07/24/19	PACER	DOCRETRI
	Amount = \$0.10	
07/24/19	PACER	DOCRETRI
	Amount = \$1.10	
07/24/19	PACER	DOCRETRI
	Amount = \$1.10	
07/24/19	PACER	DOCRETRI
	Amount = \$3.00	



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07/24/19	PACER		DOCRETRI
		Amount = \$1.10	---
07/24/19	Printing		DUP
		Amount = \$0.30	
07/24/19	Printing		DUP
		Amount = \$0.20	
07/24/19	Printing		DUP
		Amount = \$0.20	
07/24/19	Printing		DUP
		Amount = \$7.10	
07/24/19	Printing		DUP
		Amount = \$4.40	
07/25/19	913107767373 Long Distance		LD
		Amount = \$0.06	
07/25/19	PACER		DOCRETRI
		Amount = \$0.40	---
07/25/19	PACER		DOCRETRI
		Amount = \$0.40	---
07/25/19	PACER		DOCRETRI
		Amount = \$1.20	---
07/25/19	PACER		DOCRETRI
		Amount = \$1.20	---
07/25/19	PACER		DOCRETRI
		Amount = \$1.20	---
07/25/19	PACER		DOCRETRI
		Amount = \$1.20	---
07/25/19	PACER		DOCRETRI
		Amount = \$0.30	---
07/25/19	PACER		DOCRETRI
		Amount = \$1.20	---
07/25/19	PACER		DOCRETRI
		Amount = \$0.60	---
07/25/19	PACER		DOCRETRI
		Amount = \$1.20	---
07/25/19	Printing		DUP
		Amount = \$1.90	

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07/25/19	Printing		DUP
		Amount = \$0.20	
07/25/19	Printing		DUP
		Amount = \$2.40	
07/25/19	Printing		DUP
		Amount = \$0.20	
07/25/19	Printing		DUP
		Amount = \$0.40	
07/25/19	Printing		DUP
		Amount = \$0.40	
07/25/19	Printing		DUP
		Amount = \$3.20	
07/25/19	Printing		DUP
		Amount = \$6.60	
07/25/19	Printing		DUP
		Amount = \$6.60	
07/25/19	Printing		DUP
		Amount = \$0.10	
07/25/19	Printing		DUP
		Amount = \$0.10	
07/25/19	Printing		DUP
		Amount = \$0.10	
07/25/19	Printing		DUP
		Amount = \$0.10	
07/25/19	Printing		DUP
		Amount = \$7.10	
07/25/19	Printing		DUP
		Amount = \$0.10	
07/25/19	Printing		DUP
		Amount = \$0.30	
07/25/19	Printing		DUP
		Amount = \$0.30	
07/25/19	Printing		DUP
		Amount = \$0.10	
07/25/19	Printing		DUP
		Amount = \$54.90	
07/25/19	Printing		DUP
		Amount = \$1.80	

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07/25/19	Printing		DUP
		Amount = \$2.70	
07/25/19	Printing		DUP
		Amount = \$28.80	
07/25/19	Printing		DUP
		Amount = \$0.30	
07/25/19	Printing		DUP
		Amount = \$3.00	
07/25/19	Printing		DUP
		Amount = \$0.30	
07/25/19	Printing		DUP
		Amount = \$37.50	
07/25/19	Printing		DUP
		Amount = \$0.30	
07/25/19	Printing		DUP
		Amount = \$0.30	
07/26/19	913096783138 Long Distance		LD
		Amount = \$0.72	
07/26/19	PACER		DOCRETRI
		Amount = \$0.40	---
07/26/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/26/19	PACER		DOCRETRI
		Amount = \$0.30	---
07/26/19	PACER		DOCRETRI
		Amount = \$0.30	---
07/26/19	PACER		DOCRETRI
		Amount = \$1.30	---
07/26/19	Printing		DUP
		Amount = \$0.50	
07/26/19	Printing		DUP
		Amount = \$0.50	
07/26/19	Printing		DUP
		Amount = \$0.10	
07/26/19	Printing		DUP
		Amount = \$0.10	

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07/26/19	Printing		DUP
		Amount = \$0.10	
07/29/19	RELIABLE WILMINGTON: DEC0152		CTRPT
		Amount = \$514.75	
07/29/19	Messenger and delivery		MESS
		Amount = \$5.40	
07/29/19	PACER		DOCRETRI
		Amount = \$1.30	
07/29/19	Printing		DUP
		Amount = \$0.50	
07/29/19	Printing		DUP
		Amount = \$4.00	
07/29/19	Printing		DUP
		Amount = \$4.60	
07/29/19	Printing		DUP
		Amount = \$2.50	
07/29/19	Printing		DUP
		Amount = \$3.30	
07/29/19	Printing		DUP
		Amount = \$4.80	
07/29/19	Printing		DUP
		Amount = \$7.10	
07/29/19	Printing		DUP
		Amount = \$5.90	
07/29/19	Printing		DUP
		Amount = \$0.10	
07/29/19	Printing		DUP
		Amount = \$0.10	
07/29/19	Printing		DUP
		Amount = \$3.00	
07/29/19	Printing		DUP
		Amount = \$0.10	
07/29/19	Printing		DUP
		Amount = \$0.50	
07/29/19	Printing		DUP
		Amount = \$1.60	

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07/29/19	Printing		DUP
		Amount = \$3.30	
07/30/19	JAYALAXMI LLC: Food Service 7/30		MEALSCL
		Amount = \$100.00	
07/30/19	913096783138 Long Distance		LD
		Amount = \$0.83	
07/30/19	913096783138 Long Distance		LD
		Amount = \$0.28	
07/30/19	Messenger and delivery		MESS
		Amount = \$23.90	
07/30/19	Messenger and delivery		MESS
		Amount = \$10.15	
07/30/19	Messenger and delivery From Sugarfoot JHK		MEALSCL
		Amount = \$250.40	
07/30/19	PACER		DOCRETRI
		Amount = \$0.10	---
07/30/19	PACER		DOCRETRI
		Amount = \$0.50	---
07/30/19	PACER		DOCRETRI
		Amount = \$0.30	---
07/30/19	PACER		DOCRETRI
		Amount = \$0.20	---
07/30/19	PACER		DOCRETRI
		Amount = \$0.20	---
07/30/19	PACER		DOCRETRI
		Amount = \$0.50	---
07/30/19	Printing		DUP
		Amount = \$0.30	
07/30/19	Printing		DUP
		Amount = \$0.50	
07/30/19	Printing		DUP
		Amount = \$5.20	
07/30/19	Printing		DUP
		Amount = \$2.00	
07/30/19	Printing		DUP
		Amount = \$0.50	

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07/30/19	Printing		DUP
		Amount = \$0.50	
07/30/19	Printing		DUP
		Amount = \$7.70	
07/30/19	Printing		DUP
		Amount = \$3.70	
07/30/19	Printing		DUP
		Amount = \$1.80	
07/30/19	Printing		DUP
		Amount = \$3.40	
07/31/19	Conference call for July 2019 Conference Calling		CONFCALL
		Amount = \$11.57	
07/31/19	912485683427 Long Distance		LD
		Amount = \$0.28	
07/31/19	912485683427 Long Distance		LD
		Amount = \$0.33	
07/31/19	PACER		DOCRETRI
		Amount = \$1.50	
07/31/19	Printing		DUP
		Amount = \$3.80	
07/31/19	Printing		DUP
		Amount = \$3.60	
07/31/19	Printing		DUP
		Amount = \$0.20	
07/31/19	Printing		DUP
		Amount = \$3.30	

TOTALS FOR 740661

Emerge Energy Services LP

Expenses \$9,446.54