

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

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

AFFIDAVIT OF SERVICE

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

On September 12, 2019, at my direction and under my supervision, employees of KCC caused to be served the following document via Electronic Mail upon the service list attached hereto as **Exhibit A**; and via First Class Mail upon the service list attached hereto as **Exhibit B**:

(Continued on Next Page)

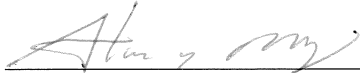
¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Emerge Energy Services LP (2937), Emerge Energy Services GP LLC (4683), Emerge Energy Services Operating LLC (2511), Superior Silica Sands LLC (9889), and Emerge Energy Services Finance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



1911563190918000000000006

- **Supplemental Declaration of Adam Dunayer in Support of Application of the Debtors for the Entry of an Order Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code (A) Authorizing the Employment and Retention of Houlihan Lokey Capital, Inc. as Financial Advisor and Investment Banker to the Debtors, Nunc Pro Tunc to the Petition Date, (B) Waiving Certain Time-Keeping Requirements Pursuant to Local Rule 2016-2(h) and (C) Granting Related Relief [Docket No. 370]**

Dated: September 18, 2019

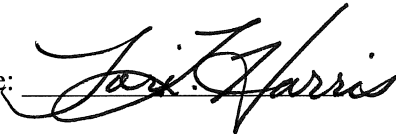

Stanley Y. Martinez

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

State of California

County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 18th day of September, 2019, by Stanley Y. Martinez, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 

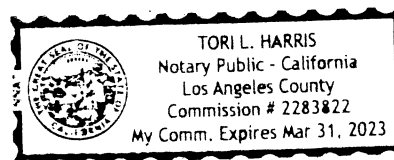


Exhibit A

Exhibit A
Core/2002 Service List
Served via Electronic Mail

DESCRIPTION	COMPANY	CONTACT	EMAIL
Counsel to Trinity Industries Leasing Co.	Baker Botts LLP	Omar J. Alaniz, Esq.	omar.alaniz@bakerbotts.com
Co-Counsel for B & B Electric, Inc. and RB Scott Company, Inc.	Bayard, P.A.	Evan T. Miller, Esq. and Sophie E. Macon, Esq.	emiller@bayardlaw.com; smacon@bayardlaw.com
Attorneys for Oracle America, Inc.	Buchalter, A Professional Corporation	Shawn M. Christianson, Esq.	schristianson@buchalter.com
Attorneys For Holt Texas, Ltd. d/b/a Holt Cat and d/b/a Holt Rental Services	Caldwell East & Finlayson PLLC	Zachary J. Fanucchi	zfanucchi@ceflegalsa.com
Counsel to Tidewater Logistics Corporation	Cole Schotz P.C.	Daniel F.X. Geoghan, Esquire and Matthew V. Dunn, Esquire	dgeoghan@coleschotz.com; mdunn@coleschotz.com
Counsel to Tidewater Logistics Corporation	Cole Schotz P.C.	Michael D. Warner, Esquire	mwarner@coleschotz.com
Counsel to Tidewater Logistics Corporation	Cole Schotz P.C.	Patrick J. Reilley, Esquire	preilley@coleschotz.com
Attorneys for Insight Equity	Connolly Gallagher LLP	Jeffrey C. Wisler and Kelly M. Conlan	jwisler@connollygallagher.com; kconlan@connollygallagher.com
Counsel to Investors Bank	Cullen and Dykman LLP	Matthew G. Roseman, Esq.	mroseman@cullenanddykman.com
Counsel to Investors Bank	Cullen and Dykman LLP	Michelle McMahon, Esq.	mmcmahon@cullenanddykman.com
Counsel for Pownall Services LLC	Davis & Santos P.C.	Caroline Newman Small, Esquire and Santos Vargas, Esquire	svargas@dslawpc.com; csmall@dslawpc.com
DE AG Office	Delaware Attorney General	Matthew Denn	attorney.general@state.de.us
DE DOJ	Delaware Dept of Justice	Attn Bankruptcy Dept	attorney.general@state.de.us
DE Secretary of State	Delaware Secretary of State	Franchise Tax	dosdoc_bankruptcy@state.de.us
DE State Treasury	Delaware State Treasury		statetreasurer@state.de.us
Counsel to Caterpillar Financial Service Corporation	Dickinson Wright PLLC	James A. Plemmons and Michael L. Dallaire	jplemmons@dickinsonwright.com; mdallaire@dickinsonwright.com
Counsel to Trinity Industries Leasing Co.	Duane Morris LLP	Jarret P. Hitchings, Esq.	jphitchings@duanemorris.com
Attorneys for Chicago Freight Car Leasing Co.	Honigman LLP	E. Todd Sable, Esq.	tsable@honigman.com
Attorneys for Chicago Freight Car Leasing Co.	Honigman LLP	Lawrence A. Lichtman, Esq.	llichtman@honigman.com
DIP Lender	HPS Investment Partners, LLC, as Agent	Brett Pertuz	ir@hpspartners.com; Brett.Pertuz@hpspartners.com
Counsel to Insight Equity Management Company LLC and Insight Equity	Hunton Andrews Kurth LLP	Attn Timothy A. ("Tad") Davidson II	TadDavidson@andrewskurth.com
Attorneys for Insight Equity	Hunton Andrews Kurth LLP	Joseph Rovira	josephrovira@huntonak.com
IRS	Internal Revenue Service	Attn Susanne Larson	SBSE.Insolvency.Balt@irs.gov
Counsel to the Official Committee of Unsecured Creditors of Emerge Energy Services LP, et al.	Kilpatrick Townsend & Stockton LLP	Lenard M. Parkins	lparkins@kilpatricktownsend.com
Counsel to the Official Committee of Unsecured Creditors of Emerge Energy Services LP, et al.	Kilpatrick Townsend & Stockton LLP	Todd C. Meyers, David M. Posner, and Kelly Moynihan	tmeyers@kilpatricktownsend.com; dposner@kilpatricktownsend.com; kmoynihan@kilpatricktownsend.com
Counsel to Ward County, Bexar County, and Pecos County	Linebarger Goggan Blair & Sampson, LLP	Don Stecker	sanantonio.bankruptcy@publicans.com
Counsel to Tarrant County	Linebarger Goggan Blair & Sampson, LLP	Elizabeth Weller	dallas.bankruptcy@publicans.com
Attorneys for Claimants, The County of Comanche, Texas, The County of Irion, Texas and The County of Limestone, Texas	Mccreary, Veselka, Bragg & Allen, P.C.	Tara LeDay	tleday@mvbalaw.com
Counsel for Waste Management ("WM")	Monzack Mersky McLaughlin and Browder, P.A.	Rachel B. Mersky & Brian J. McLaughlin	rmersky@monlaw.com; bmcloughlin@monlaw.com
US Trustee for District of DE	Office of the United States Trustee Delaware	Juliet M. Sarkessian	juliet.m.sarkessian@usdoj.gov
Counsel to the Oklahoma County Treasurer	Oklahoma County Treasurer	Gretchen Crawford, Assistant District Attorney	grecrea@oklahomacounty.org

Exhibit A
Core/2002 Service List
Served via Electronic Mail

DESCRIPTION	COMPANY	CONTACT	EMAIL
Counsel to DIP Agent, DIP Lenders, and Prepetition Secured Parties/Prepetition Agents	Pachulski Stang Ziehl & Jones LLP	Attn: Laura Davis Jones and Timothy P. Cairns	ljones@pszjlaw.com; tcairns@pszjlaw.com
Counsel for MUL Railcars, Inc. and MUL Railcars Leasing, LLC	Pepper Hamilton LLP	David B. Stratton	strattond@pepperlaw.com
Counsel to the Official Committee of Unsecured Creditors of Emerge Energy Services LP, et al.	Potter Anderson & Corroon LLP	Jeremy W. Ryan, Christopher M. Samis, and D. Ryan Slaugh	jryan@potteranderson.com; csamis@potteranderson.com; rslaugh@potteranderson.com
Co-Counsel for B & B Electric, Inc. and RB Scott Company, Inc.	Ruder Ware, L.L.S.C.	John D. Leary, Esq.	jleary@ruderware.com
Counsel for Pownall Services LLC	Saul Ewing Arnstein & Lehr LLP	Lucian B. Murley, Esquire	luke.murley@saul.com
SEC Regional Office	Securities & Exchange Commission	G Jeffrey Boujoukos Regional Director	philadelphia@sec.gov
SEC Headquarters	Securities & Exchange Commission	Secretary of the Treasury	SECBankruptcy-OGC-ADO@SEC.GOV
SEC Regional Office	Securities & Exchange Commission NY Office	Marc Berger Regional Director	bankruptcynoticeschr@sec.gov
Attorneys for Market & Johnson, Inc.; Industrial Construction Specialists, LLC; EnDeCo Engineers, Inc.; Stout Excavating Group LLC; and A-1 Excavating, Inc.	Sullivan Hazeltine Allinson LLC	Elihu E. Allinson III, Esq.	zallinson@sha-llc.com
Counsel to Union Pacific Railroad Company	Union Pacific Railroad Company	Tonya W. Conley and Lila L. Howe	bankruptcynotices@up.com
US Attorneys Office	US Attorney for Delaware	David C. Weiss	usade.ecfbankruptcy@usdoj.gov
Counsel for MUL Railcars, Inc. and MUL Railcars Leasing, LLC	Vedder Price	Douglas J. Lipke and Allison B. Hudson	dlipke@vedderprice.com; ahudson@vedderprice.com
Counsel to Di-Corp Sand Transloading LP	Vinson & Elkins LLP	Steven M. Abramowitz	sabramowitz@velaw.com
Counsel to DIP Agent, DIP Lenders, and Prepetition Secured Parties/Prepetition Agents	Weil, Gotshal & Manges LLP	Attn: Matthew S. Barr, David N. Griffiths, Candace M. Arthur, and Alexander Condon	matt.barr@weil.com; david.griffiths@weil.com; candace.arthur@weil.com; alexander.condon@weil.com
Attorneys for Market & Johnson, Inc.; Industrial Construction Specialists, LLC; EnDeCo Engineers, Inc.; Stout Excavating Group LLC; and A-1 Excavating, Inc.	Weld Riley, S.C.	William E. Wallo, Esq.	wwallo@weldriley.com
Attorneys for Midwest Frac and Sands LLC	Winthrop & Weinstine, P.A.	Ian M. Rubenstrunk	irubenstrunk@winthrop.com
Counsel to Caterpillar Financial Service Corporation	Womble Bond Dickinson (US) LLP	Matthew P. Ward, Esquire and Morgan L. Patterson, Esquire	morgan.patterson@wbd-us.com; matthew.ward@wbd-us.com
Counsel for CIT Bank, N.A. and The CIT Group/Equipment Financing, Inc. ("CIT")	Young Conaway Stargatt & Taylor, LLP	Sean M. Beach, Andrew L. Magaziner & Betsy L. Feldman	sbeach@ycst.com; amagaziner@ycst.com; bfeldman@ycst.com

Exhibit B

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

DESCRIPTION	COMPANY	CONTACT	ADDRESS1	ADDRESS2	ADDRESS3	CITY	STATE	ZIP
Counsel to Trinity Industries Leasing Co.	Baker Botts LLP	Omar J. Alaniz, Esq.	2001 Ross Avenue Suite 900			Dallas	TX	75201-2980
Co-Counsel for B & B Electric, Inc. and RB Scott Company, Inc.	Bayard, P.A.	Evan T. Miller, Esq. and Sophie E. Macon, Esq.	600 N. King Street, Suite 400			Wilmington	DE	19801
Committee of Unsecured Creditors	BMT Consulting Group, LLC	Attn: Paul McCarthy	36 Redwood Drive			Butte	MT	59701
Attorneys for Oracle America, Inc.	Buchalter, A Professional Corporation	Shawn M. Christianson, Esq.	55 Second Street, 17th Floor			San Francisco	CA	94105-3493
Counsel to Tidewater Logistics Corporation	Cole Schotz P.C.	Daniel F.X. Geoghan, Esquire and Matthew V. Dunn, Esquire	1325 Avenue of the Americas, 19th Floor			New York	NY	10019
Counsel to Tidewater Logistics Corporation	Cole Schotz P.C.	Michael D. Warner, Esquire	301 Commerce Street, Suite 1700			Fort Worth	TX	76102
Counsel to Tidewater Logistics Corporation	Cole Schotz P.C.	Patrick J. Reilley, Esquire	500 Delaware Avenue, Suite 1410			Wilmington	DE	19801
Attorneys for Insight Equity	Connolly Gallagher LLP	Jeffrey C. Wisler and Kelly M. Conlan	1201 North Market Street, 20th Floor			Wilmington	DE	19801
DE AG Office	Delaware Attorney General	Matthew Denn	Carvel State Office Building	820 N French St		Wilmington	DE	19801
DE DOJ	Delaware Dept of Justice	Attn Bankruptcy Dept	820 N French St 6th Fl			Wilmington	DE	19801
DE Secretary of State	Delaware Secretary of State	Franchise Tax	401 Federal Street	PO Box 898		Dover	DE	19903
DE State Treasury	Delaware State Treasury		820 Silver Lake Blvd., Suite 100			Dover	DE	19904
Counsel to Caterpillar Financial Service Corporation	Dickinson Wright PLLC	James A. Plemmons and Michael L. Dallaire	500 Woodward Avenue, Suite 4000			Detroit	MI	48226
Counsel to Trinity Industries Leasing Co.	Duane Morris LLP	Jarret P. Hitchings, Esq.	222 Delaware Avenue, Suite 1600			Wilmington	DE	19801-1659
Committee of Unsecured Creditors	Greenbrier Leasing Company, LLC	Attn: John Lawrence	One Centerpointe Drive, Suite 200			Lake Oswego	OR	97035
Counsel to Insight Equity Management Company LLC and Insight Equity	Hunton Andrews Kurth LLP	Attn Timothy A. ("Tad") Davidson II	600 Travis Street, Suite 4200			Houston	TX	77002
Attorneys for Insight Equity	Hunton Andrews Kurth LLP	Joseph Rovira	600 Travis Street			Houston	TX	77002
IRS	Internal Revenue Service	Attn Susanne Larson	31 Hopkins Plz Rm 1150			Baltimore	MD	21201
IRS	Internal Revenue Service	Centralized Insolvency Operation	PO Box 7346			Philadelphia	PA	19101-7346
Committee of Unsecured Creditors	Iron Mountain Trap Rock Co.	Attn: Dale Hoette	2320 Creve Coeur Mill Road			Maryland Heights	MO	63043
Counsel to the Official Committee of Unsecured Creditors of Emerge Energy Services LP, et al.	Kilpatrick Townsend & Stockton LLP	Lenard M. Parkins	700 Louisiana Street, Suite 4300			Houston	TX	77002
Counsel to the Official Committee of Unsecured Creditors of Emerge Energy Services LP, et al.	Kilpatrick Townsend & Stockton LLP	Todd C. Meyers, David M. Posner, and Kelly Moynihan	The Grace Building	1114 Avenue of the Americas		New York	NY	10036

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

DESCRIPTION	COMPANY	CONTACT	ADDRESS1	ADDRESS2	ADDRESS3	CITY	STATE	ZIP
Counsel to Tarrant County	Linebarger Goggan Blair & Sampson, LLP	Elizabeth Weller	2777 N. Stemmons Freeway Suite 1000			Dallas	TX	75207
US Trustee for District of DE	Office of the United States Trustee Delaware	Juliet M. Sarkessian	844 King St Ste 2207	Lockbox 35		Wilmington	DE	19801
Counsel for MUL Railcars, Inc. and MUL Railcars Leasing, LLC	Pepper Hamilton LLP	David B. Stratton	Hercules Plaza	1313 N. Market Street, Suite 5100	P.O. Box 1709	Wilmington	DE	19899-1709
Counsel to the Official Committee of Unsecured Creditors of Emerge Energy Services LP, et al.	Potter Anderson & Corroon LLP	Jeremy W. Ryan, Christopher M. Samis, and D. Ryan Slaugh	1313 North Market Street, Sixth Floor	P.O. Box 951		Wilmington	DE	19899
Co-Counsel for B & B Electric, Inc. and RB Scott Company, Inc.	Ruder Ware, L.L.S.C.	John D. Leary, Esq.	402 Graham Avenue	P.O. Box 187		Eau Claire	WI	54702
SEC Regional Office	Securities & Exchange Commission	G Jeffrey Boujoukos Regional Director	1617 JFK Boulevard Ste 520			Philadelphia	PA	19103
SEC Headquarters	Securities & Exchange Commission	Secretary of the Treasury	100 F St NE			Washington	DC	20549
Attorneys for Market & Johnson, Inc.; Industrial Construction Specialists, LLC; EnDeCo Engineers, Inc.; Stout Excavating Group LLC; and A-1 Excavating, Inc.	Sullivan Hazeltine Allinson LLC	Elihu E. Allinson III, Esq.	901 North Market Street, Suite 1300			Wilmington	DE	19801
Committee of Unsecured Creditors	The Andersons, Inc. an Ohio Corporation	Attn: Sean Hankinson	1947 Briarfield Boulevard			Maumee	OH	43537
Committee of Unsecured Creditors	Trinity Industries Leasing Company	Attn: Scott Ewing	2525 N. Stemmons Freeway			Dallas	TX	75207
Counsel to Union Pacific Railroad Company	Union Pacific Railroad Company	Tonya W. Conley and Lila L. Howe	1400 Douglas Street, STOP 1580			Omaha	NE	68179
US Attorneys Office	US Attorney for Delaware	David C. Weiss	1007 Orange St Ste 700	PO Box 2046		Wilmington	DE	19899-2046
Counsel for MUL Railcars, Inc. and MUL Railcars Leasing, LLC	Vedder Price	Douglas J. Lipke and Allison B. Hudson	222 N. LaSalle Street			Chicago	IL	60601
Counsel to Di-Corp Sand Transloading LP	Vinson & Elkins LLP	Steven M. Abramowitz	666 Fifth Avenue, 26th Floor			New York	NY	10103-0040
Attorneys for Market & Johnson, Inc.; Industrial Construction Specialists, LLC; EnDeCo Engineers, Inc.; Stout Excavating Group LLC; and A-1 Excavating, Inc.	Weld Riley, S.C.	William E. Wallo, Esq.	3624 Oakwood Hills Parkway			Eau Claire	WI	54701

Exhibit B

Core/2002 Service List
Served via First Class Mail

DESCRIPTION	COMPANY	CONTACT	ADDRESS1	ADDRESS2	ADDRESS3	CITY	STATE	ZIP
Counsel to Caterpillar Financial Service Corporation	Womble Bond Dickinson (US) LLP	Matthew P. Ward, Esquire and Morgan L. Patterson, Esquire	1313 North Market Street, Suite 1200			Wilmington	DE	19801
Counsel for CIT Bank, N.A. and The CIT Group/Equipment Financing, Inc. ("CIT")	Young Conaway Stargatt & Taylor, LLP	Sean M. Beach, Andrew L. Magaziner & Betsy L. Feldman	Rodney Square	1000 North King Street		Wilmington	DE	19801