

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

In re: EMERGE ENERGY SERVICES, LP, <i>et al.</i> ¹ Debtor.	Chapter 11 Case No. 19-11563 (KBO) Jointly Administered
MARKET & JOHNSON, INC., Plaintiff, v. SUPERIOR SILICA SANDS LLC, and HPS INVESTMENT PARTNERS, LLC, Defendant.	Adversary Proceeding No. 19-50728 (KBO)

**CERTIFICATION OF COUNSEL
REGARDING STIPULATION EXTENDING RESPONSE
DEADLINE AND CONTINUING PRETRIAL CONFERENCE**

The undersigned hereby certifies as follows:

1. On July 15, 2019, the debtors and debtors-in-possession in the above-captioned cases (collectively, the “**Debtors**”) each filed a voluntary petition under chapter 11 of the Bankruptcy Code with the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

2. On October 25, 2019, Market & Johnson, Inc. (“**M&J**”) filed the *Complaint* [Adv. D.I. 1] (the “**Complaint**”) against Debtor Superior Silica Sands LLC (“**SSS**”)

¹ The debtors in these Chapter 11 cases (the “**Debtors**”), along with the last four digits of each of the Debtors’ 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.



and HPS Investment Partners, LLC (“**HPS**” and, together with SSS, the “**Defendants**”) and the *Summons and Notice of Pretrial Conference in an Adversary Proceeding* [Adv. D.I. 2]. Accordingly, the Defendants’ deadline to answer, move or otherwise respond to the Complaint is November 25, 2019, and a pretrial conference was scheduled for December 18, 2019 at 2:30 p.m. (ET) (the “**Pretrial Conference**”).

3. Since M&J filed the Complaint, the Defendants and M&J agreed to enter into the *Stipulation Extending Response Deadline and Continuing Pretrial Conference* (the “**Stipulation**”): (i) extending the time for the Defendants to answer, move or otherwise respond to the Complaint to December 23, 2019 and (ii) continuing the Pretrial Conference to a date to be determined.

4. A proposed form of order (the “**Proposed Order**”) approving the Stipulation is attached hereto as **Exhibit A**. A copy of the executed Stipulation is attached to the Proposed Order as **Exhibit 1**.

WHEREFORE, the Debtors respectfully request that the Court enter the Proposed Order approving the Stipulation at its earliest convenience.

[Signature page to follow]

Dated: November 22, 2019
Wilmington, Delaware

/s/ David T. Queroli

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Counsel for Debtors and Debtors-in-Possession

Exhibit A

Proposed Order

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

In re: EMERGE ENERGY SERVICES, LP, <i>et al.</i> ¹ Debtor.	Chapter 11 Case No. 19-11563 (KBO) Jointly Administered
MARKET & JOHNSON, INC., Plaintiff, v. SUPERIOR SILICA SANDS LLC, and HPS INVESTMENT PARTNERS, LLC, Defendant.	Adversary Proceeding No. 19-50728 (KBO) Re: Docket No. _____

**ORDER APPROVING STIPULATION EXTENDING
RESPONSE DEADLINE AND CONTINUING PRETRIAL CONFERENCE**

The Court having considered the *Stipulation Extending Response Deadline and Continuing Pretrial Conference*, a copy of which is attached hereto as **Exhibit 1** (the “**Stipulation**”), and the Court having determined that good cause exists for approval of the Stipulation,

IT IS HEREBY ORDERED that:

1. The Stipulation is approved in its entirety.

¹ The debtors in these Chapter 11 cases (the “**Debtors**”), along with the last four digits of each of the Debtors’ 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.

2. This Court retains jurisdiction over any and all matters arising from or related to the implementation or interpretation of the Stipulation and this Order.

Dated: _____, 2019
Wilmington, Delaware

THE HONORABLE KAREN B. OWENS
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1

Stipulation

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

In re: EMERGE ENERGY SERVICES, LP, <i>et al.</i> ¹ Debtor.	Chapter 11 Case No. 19-11563 (KBO) Jointly Administered
MARKET & JOHNSON, INC., Plaintiff, v. SUPERIOR SILICA SANDS LLC, and HPS INVESTMENT PARTNERS, LLC, Defendant.	Adversary Proceeding No. 19-50728 (KBO)

**STIPULATION EXTENDING RESPONSE DEADLINE
AND CONTINUING PRETRIAL CONFERENCE**

WHEREAS, on July 15, 2019, the debtors and debtors-in-possession in the above-captioned cases (collectively, the “**Debtors**”) each filed a voluntary petition under chapter 11 of the Bankruptcy Code with the United States Bankruptcy Court for the District of Delaware (the “**Court**”);

WHEREAS, on October 25, 2019, Market & Johnson, Inc. (“**M&J**”) filed the *Complaint* [Adv. D.I. 1] (the “**Complaint**”) against Debtor Superior Silica Sands LLC (“**SSS**”) and HPS Investment Partners, LLC (“**HPS**” and, together with SSS, the “**Defendants**”);

¹ The debtors in these Chapter 11 cases (the “**Debtors**”), along with the last four digits of each of the Debtors’ 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.

WHEREAS, on October 25, 2019, M&J filed the *Summons and Notice of Pretrial Conference in an Adversary Proceeding* [Adv. D.I. 2]. Accordingly, the Defendants' deadline to answer, move or otherwise respond to the Complaint is November 25, 2019 (the "**Response Deadline**"), and a pretrial conference was scheduled for December 18, 2019 at 2:30 p.m. (ET) (the "**Pretrial Conference**");

WHEREAS, the Defendants and M&J (together, the "**Parties**") have engaged in discussions regarding the Complaint, Response Deadline and Pretrial Conference, and agreed to extend the Response Deadline and reschedule the Pretrial Conference as set forth herein;

NOW, THEREFORE, THE PARTIES STIPULATE AND AGREE THAT:

1. The above recitals are true and correct and are incorporated by reference.
2. The Response Deadline shall be extended through and including December 23, 2019 (the "**Extended Response Deadline**").
3. The Pretrial Conference shall be continued to a date after the Extended Response Deadline that is convenient to the Court and the Parties.

Dated: November 22, 2019
Wilmington, Delaware

/s/ David T. Queroli

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