

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

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In re: : Chapter 11  
: :  
EMERGE ENERGY SERVICES LP, : Case No. 19-11563 (KBO)  
: :  
Debtor. : Tax I.D. No. 90-0832937  
: :  
----- X

----- X  
In re: : Chapter 11  
: :  
EMERGE ENERGY SERVICES GP LLC, : Case No. 19-11564 (KBO)  
: :  
Debtor. : Tax I.D. No. 45-5174683  
: :  
----- X

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In re: : Chapter 11  
: :  
EMERGE ENERGY SERVICES OPERATING : Case No. 19-11565 (KBO)  
LLC, : :  
: Tax I.D. No. 61-1682511  
Debtor. : :  
----- X

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In re: : Chapter 11  
: :  
SUPERIOR SILICA SANDS LLC, : Case No. 19-11566 (KBO)  
: :  
Debtor. : Tax I.D. No. 90-0389889  
: :  
----- X



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In re:	: Chapter 11
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EMERGE ENERGY SERVICES FINANCE	: Case No. 19-11567 (KBO)
CORPORATION,	:
	: Tax I.D. No. 46-5769875
Debtor.	:
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**FINAL DECREE (I) CLOSING THE  
SUBSIDIARY CASES AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)<sup>1</sup> of the Reorganized Debtors for entry of an order, pursuant to section 350(a) of the Bankruptcy Code, Bankruptcy Rule 3022 and Local Rules 2002-1(f) and 3022-1, for entry of a final decree (i) closing the Subsidiary Cases and (ii) granting related relief, all as more fully described in the Motion; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated February 29, 2012; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the parties listed therein, and it appearing that no other or further notice need be provided; and this Court having reviewed the Motion; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

<sup>1</sup> Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Motion.

1. The Motion is granted as provided herein.
2. The Chapter 11 Cases of Emerge Energy Services GP LLC (Case No. 19-11564 (KBO)); Emerge Energy Services Operating LLC (Case No. 19-11565 (KBO)); Superior Silica Sands LLC (Case No. 19-11566 (KBO)); and Emerge Energy Services Finance Corporation (Case No. 19-11567 (KBO)) are hereby **CLOSED**.
3. The case of Emerge Energy Services LP (Case No. 19-11563 (KBO)) shall remain open pending further order of this Court.
4. The Clerk of this Court shall enter this order and final decree individually on each of the dockets of the above-captioned Chapter 11 Cases and each of the dockets of the Subsidiary Cases shall be marked as “Closed.”
5. The Reorganized Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this order and final decree in accordance with the Motion.
6. Entry of this order and final decree (a) is without prejudice to the rights of the Reorganized Debtors or any other party with requisite standing to (i) commence, prosecute and/or resolve any claim or Cause of Action, or (ii) object to claims filed against any Debtor or Reorganized Debtor; (b) is without prejudice to the rights of the Reorganized Debtors or any party in interest to reopen the Subsidiary Cases for cause; and (c) shall have no effect whatsoever on any contested or other matters pending before this Court.
7. For the avoidance of doubt, nothing in this order and final decree shall prejudice, effect or otherwise restrict Trinity Industries Leasing Company’s ability to: (a) prosecute and seek allowance of proofs of claim numbers 373 and 374, and seek a distribution from any of the Reorganized Debtors; (b) prosecute and seek allowance of proofs of administrative claim numbers 513 and 515, and seek a distribution from any of the Reorganized Debtors; and (c)

commence an adversary proceeding in Emerge Energy Services LP's Chapter 11 Case and/or enforce a judgement against any of the Reorganized Debtors; *provided, however*, that the Debtors reserve all rights, defenses, and counterclaims as to the foregoing.

8. The Debtors shall provide to the U.S. Trustee all quarterly reports not already filed, including reports for any partial quarter, within 21 days after entry of this Order, and pay any fees due to the U.S. Trustee pursuant to 28 U.S.C. § 1930, including fees for disbursements up through the date of entry of this Order, even if for a partial quarter ("**Quarterly Fees**"), within 21 days after entry of this Order; provided, however, that if any Debtor seeks to dissolve prior to 21 days after the entry of this Order, such Debtor shall pay all Quarterly Fees to the U.S. Trustee prior to dissolving.

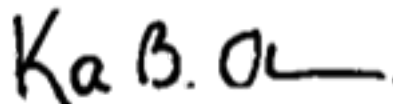
9. Following entry of this order and final decree, the caption for Case No. 19-11563 (KBO) shall read as follows:

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In re:	: Chapter 11
	:
EMERGE ENERGY SERVICES LP,	: Case No. 19-11563 (KBO)
	:
Reorganized Debtor. <sup>1</sup>	:
	:
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<sup>1</sup> The Reorganized Debtor in this case, along with the last four digits of the Reorganized Debtor's federal tax identification number, is Emerge Energy Services LP (2937). The Reorganized Debtor's address is 6500 West Freeway, Suite 800, Fort Worth, Texas 76116.

10. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

**Dated: June 4th, 2020**  
**Wilmington, Delaware**

  
**KAREN B. OWENS**  
**UNITED STATES BANKRUPTCY JUDGE**