

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

In re:

EXTRACTION OIL & GAS, INC., *et al.*,¹
Debtors.

EXTRACTION OIL & GAS, INC.
Plaintiff,

v.

ELEVATION MIDSTREAM, LLC
Defendant.

Chapter 11

Case No. 20-11548 (CSS)
Jointly Administered

Adversary Proceeding
Case No. 20-50839 (CSS)

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

ELEVATION MIDSTREAM, LLC
Appellant,

v.

EXTRACTION OIL & GAS, INC.
Appellee.

Civil Action No. 20-cv-1456 (CFC)

DESIGNATION OF RECORD AND STATEMENT OF ISSUES ON APPEAL

Elevation Midstream, LLC ("Elevation") hereby submits the following *Designation of Record and Statement of Issues on Appeal* in connection with its appeal from the *Findings of Fact and Conclusions of Law on Plaintiff's Motion for Summary Judgment Against Elevation*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Extraction Oil & Gas, Inc. (3923); 7N, LLC (4912); 8 North, LLC (0904); Axis Exploration, LLC (8170k); Extraction Finance Corp. (7117); Mountaintop Minerals, LLC (7256); Northwest Corridor Holdings, LLC (9353); Table Mountain Resources, LLC (5070); XOG Services, LLC (6915); and XTR Midstream, LLC (5624). The location of the Debtors' principal place of business is 370 17th Street, Suite 5300, Denver, Colorado 80202.



Midstream, LLC [Adv. Docket No. 51], *Order Granting Plaintiff's Motion for Summary Judgment and Denying Defendant's Cross Motion for Summary Judgment* [Adv. Docket No. 52] and *Judgment* [Adv. Docket No. 53].

I. DESIGNATION OF RECORD

Elevation designates the following documents to be included in the record to be transmitted to the United States District Court for the District of Delaware from the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”) and respectfully requests that the Clerk of the Court for the Bankruptcy Court certify the following documents filed in Adversary Case No. 20-50839 (CSS) to be the designated record in this proceeding:

Date	Adv. Docket No.	Document²
9/4/2020	1	Complaint for Declaratory Judgment [REDACTED]
9/4/2020	2	Complaint for Declaratory Judgment [SEALED]
9/4/2020	3	Plaintiff's Motion for Summary Judgment
9/4/2020	4	Brief in Support of Plaintiff's Motion for Summary Judgment [SEALED]
9/10/2020	10	Defendant's Answer to Complaint for Declaratory Judgment [SEALED]
9/10/2020	11	Defendant's Motion for Summary Judgment
9/10/2020	12	Brief in Support of Defendant's Cross-Motion for Summary Judgment [SEALED]
9/16/2020	22	9/14/2020 Hearing Transcript
9/23/2020	25	Plaintiff's Response in Opposition to Defendant's Cross-Motion for Summary Judgment [SEALED]
9/23/2020	26	Defendant's Response to Plaintiff's Motion for Summary Judgment
9/28/2020	29	Defendant's Reply Brief In Support of its Cross Motion for Summary Judgment

² All exhibits, schedules, appendices, or other attachments to documents listed in this *Designation of Record and Statement of Issues on Appeal* shall also be included in the record on appeal. Any such documents not attached hereto can be provided to the District Court upon request.

Date	Adv. Docket No.	Document²
9/28/2020	30	Plaintiff's Reply in Support Plaintiff's Motion for Summary Judgment [SEALED]
10/2/2020	42	9/30/2020 Hearing Transcript
10/8/2020	47	Proposed Findings of Fact and Conclusions of Law [SEALED]
10/8/2020	48	Defendant's Proposed Findings of Fact and Conclusions of Law
10/14/2020	51	Findings of Fact and Conclusions of Law on Plaintiff's Motion for Summary Judgment Against Elevation Midstream, LLC
10/14/2020	52	Order Granting Plaintiff's Motion for Summary Judgment and Denying Defendant's Cross Motion for Summary Judgment
10/14/2020	53	Judgment
10/27/2020	59	Notice of Appeal of Elevation Midstream, LLC

II. ISSUES ON APPEAL

1. Whether the Bankruptcy Court erred in declaring that the Commercial Agreements contain no covenants that run with the land under Colorado law.

Dated: November 10, 2020
Wilmington, Delaware

Respectfully submitted,

By: /s/ Paul N. Heath

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*Counsel to GSO EM Holdings LP and the Special
Committee of the Board of Directors of Elevation
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CERTIFICATE OF SERVICE

I, Paul N. Heath, hereby certify that on November 10, 2020, I caused copies of the foregoing *Designation of Record and Statement of Issues on Appeal* to be served upon the parties on the attached list in the manner indicated.

/s/ Paul N. Heath
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SERVICE LIST

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<u>VIA EMAIL & FIRST CLASS MAIL</u>	
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