

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF GEORGIA
AUGUSTA DIVISION

In re:)	Chapter 11
)	
FIBRANT, LLC, et al.,¹)	Case No. 18-10274 (SDB)
)	
Debtors.)	Jointly Administered
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**DECLARATION OF JEFFREY R. MILLER WITH
RESPECT TO THE TABULATION OF VOTES ON THE AMENDED
AND RESTATED PLAN OF LIQUIDATION FOR FIBRANT, LLC, ET AL.**

I, Jeffrey R. Miller, depose and say under penalty of perjury:

1. I am a Senior Managing Consultant, employed by Kurtzman Carson Consultants LLC (“KCC”), the administrative agent retained by Fibrant, LLC, *et al.* (collectively, the “Debtors”) to assist with the solicitation and voting process in the above-captioned Chapter 11 cases, pursuant to the **Order Authorizing the Retention of Kurtzman Carson Consultants, LLC as Claims, Noticing and Balloting Agent for the Debtors** [Docket No. 110]. My business address is 2335 Alaska Avenue, El Segundo, CA 90245. I am over the age of 18 and not a party to this action.

2. On February 14, 2019, the Court entered the **Order Approving (I) the Disclosure Statement With Respect to Amended and Restated Plan of Liquidation; (II) Procedures for the Solicitation and Tabulation of Votes to Accept or Reject the Plan; and (III) Related Notice and Objection Procedures** [Docket No. 604] (the “Disclosure Statement Order”) establishing, among other things, certain solicitation and voting tabulation procedures.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number (if any), are: Fibrant, LLC (6694); Evergreen Nylon Recycling, LLC (7625); Fibrant Center South, LLC (8270); and Georgia Monomers Company, LLC (0042).



3. KCC worked with the Debtors and their counsel to solicit votes to accept or reject the **Amended and Restated Plan of Liquidation for Fibrant, LLC, et al.**, [Docket No. 600] (the “Plan”) and to tabulate the ballots of creditors voting to accept or reject the Plan. Except as otherwise noted, I could and would testify to the following based upon my personal knowledge. I am authorized to submit this Declaration on behalf of KCC.

4. KCC has considerable experience in soliciting and tabulating votes to accept or reject proposed chapter 11 plans.

A. Service and Transmittal of Solicitation Packages and Related Information

5. On February 19, 2019, KCC caused to be served Solicitation Packages (as defined in the Disclosure Statement Order²) on all known members of Class 3 (Environmental Remediation Claims), and Class 4 (General Unsecured Claims) in accordance with the Disclosure Statement Order. A certificate of service evidencing the service of the foregoing was filed with the Court on February 22, 2019 [Docket No. 657].

6. In addition, in compliance with the Disclosure Statement Order, copies of the Disclosure Statement Order, the **Disclosure Statement for Amended and Restated Plan of Liquidation for Fibrant, LLC, et al.** [Docket No. 601] (the “Disclosure Statement”) and the Plan have been available on the case website, free of charge, at www.kccllc.net/fibrant.

B. The Tabulation Process

7. The Disclosure Statement Order established the date of the Disclosure Statement Hearing, February 7, 2019 as the record date for determining which creditors were entitled to receive Solicitation Packages and, where applicable, vote on the Plan. Pursuant to the Disclosure Statement Order, holders of claims in Class 3 (Environmental Remediation Claims), and Class 4

² Terms not otherwise described herein shall have the meanings ascribed to them in the Disclosure Statement Order.

(General Unsecured Claims) were entitled to vote to accept or reject the Plan. No other classes were entitled to vote on the Plan.

8. Pursuant to the Disclosure Statement Order, KCC relied on the Debtors' Schedules of Assets and Liabilities and the claims information pertaining to the Debtors' Chapter 11 Cases as reflected in KCC's systems in order to identify the holders of claims entitled to vote to accept or reject the Plan.

9. Using the information outlined above, and with specific guidance and approval from Debtors' counsel, KCC created a voting database reflecting the names of holders in the Voting Classes, addresses of such holders, voting amounts and classification of Claims in the Voting Classes.

10. Using its KCC CaseView voting database ("KCC CaseView"), KCC generated ballots for holders of Claims entitled to vote to accept or reject the Plan. The Disclosure Statement Order established April 5, 2019 at 5:00 p.m. (Pacific Time) as the deadline for receiving ballots to accept or reject the Plan (the "Voting Deadline").

11. Pursuant to the Disclosure Statement Order, KCC received and tabulated ballots as follows: (a) each ballot returned by mail was opened and inspected at KCC's offices; (b) ballots were date-stamped and scanned into KCC CaseView; and (c) all ballots received via mail on or before the respective Voting Deadline were then entered into KCC CaseView and tabulated in accordance with the tabulation rules outlined in the Disclosure Statement Order.

12. The final Ballot Report containing the summary Ballot Report of the Voting Classes is annexed hereto as Exhibit A. The detailed Ballot Reports for Voting Class 3 (Environmental Remediation Claims), and Class 4 (General Unsecured Claims) and are attached to this Declaration as Exhibit A-1 and Exhibit A-2 respectively.

C. The Unacceptable Ballots

13. Attached as Exhibit B to this Declaration is a detailed report of any ballots that were not included in the tabulation above because they did not satisfy the requirements for a valid ballot as set forth in the Disclosure Statement Order.

Conclusion

14. To the best of my knowledge, information and belief, the foregoing information concerning the distribution, submission and tabulation of ballots in connection with the Plan is true. The ballots received by KCC are stored at KCC's office and are available for inspection by or submission to this Court.

Dated: April 10, 2019



Jeffrey R. Miller
Kurtzman Carson Consultants LLC
2335 Alaska Avenue
El Segundo, CA 90245

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 10th day of April, 2019, by Jeffrey R. Miller, proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

Signature: 

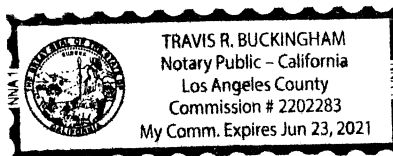


Exhibit A

Exhibit A - Ballot Summary Report

Class Name	Class Description	Total Members	Unacceptable Votes	Members Voted	Members Accepted	Members Rejected	Members Abstained	% Members Accepted	% Members Rejected	Total \$ in Class	Total \$ Voted	\$ Accepted	\$ Rejected	\$ Abstained	% \$ Accepted	% \$ Rejected
Class 3	Environmental Remediation Claims	2	0	0	0	0	0	0.00%	0.00%	\$2.00	\$0.00	\$0.00	\$0.00	\$0.00	0.00%	0.00%
Class 4	General Unsecured Claims	92	2	17	16	1	0	94.12%	5.88%	\$45,388,059.22	\$28,116,325.21	\$28,111,977.71	\$4,347.50	\$0.00	99.98%	0.02%

Date Received	Ballot Number	Name	Voting Amount	Vote
		NO BALLOTS RECEIVED		

Date Received	Ballot Number	Name	Voting Amount	Vote
03/04/2019	1	ADVANCED DISPOSAL SERVICES	\$7,132.69	Accept
03/05/2019	2	AdvanSix, Inc.	\$1,015.54	Accept
03/07/2019	3	WEATHERS COMMERCIAL FLEET	\$1,070.28	Accept
03/08/2019	4	Geosyntec Consultants, Inc.	\$7,393.86	Accept
03/12/2019	5	FERGUSON ENTERPRISES	\$11,167.66	Accept
03/14/2019	6	ADS SECURITY LP	\$790.47	Accept
03/19/2019	7	GATX Corporation	\$4,729,900.00	Accept
03/19/2019	8	GATX Corporation	\$977,525.00	Accept
03/20/2019	9	Chemtrade Chemicals US LLC and Chemtrade Chemicals Corporation	\$16,223,767.77	Accept
03/25/2019	10	Veenschoten & Company, Inc.	\$152,010.00	Accept
03/25/2019	11	Argo Partners, as assignee of Industrial Kiln & Dryer Group Inc.	\$18,164.60	Accept
04/02/2019	12	American Express Travel Related Services Company, Inc.	\$679.00	Accept
04/02/2019	13	Chevron Phillips Chemical Company LP	\$5,930,004.46	Accept
04/02/2019	14	KEVIN R BOYLE	\$39.38	Accept
04/02/2019	15	AUGUSTA CHILLER SERVICE INC	\$4,317.00	Accept
04/02/2019	16	David Mathews	\$47,000.00	Accept
04/05/2019	17	CSRA ANALYTICAL LABORATORIES INC	\$4,347.50	Reject

Exhibit B

Exhibit B - Unacceptable Ballots

Date Received	Ballot Number	Name	Voting Amount	Vote	Reason
04/08/2019	18	BMSI, Inc.	\$323,695.24	Accept	Late Filed
04/08/2019	19	R.M. Railcars LLC	\$3,363,026.00	Accept	Late Filed