

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

----- X
In re: : Chapter 11
: :
HI-CRUSH INC., *et al.*,¹ : Case No. 20-33495 (DRJ)
: :
Reorganized Debtors. : (Jointly Administered)
: :
----- X

**REORGANIZED DEBTORS' SECOND OMNIBUS
OBJECTION TO CERTAIN CLAIMS (SATISFIED CLAIMS)**

This objection seeks to disallow certain claims. Claimants receiving this objection should locate their names and claims on Schedule 1 attached to the proposed form of order attached to this objection. If you do not file a response within 30 days after the objection was served on you, your claim may be modified without a hearing.

A hearing will be conducted on this matter on January 25, 2021 at 10:30 a.m. (Prevailing Central Time) in Courtroom 400, 4th floor, United States Bankruptcy Court for the Southern District of Texas, 515 Rusk Street, Houston, Texas 77002. You may participate in the hearing by audio/video connection.

Audio communication will be by use of the Court's regular dial-in facility. You may access the facility at (832) 917-1510. You will be responsible for your own long-distance charges. Once connected, you will be asked to enter the conference room number. Judge Jones' conference room number is 205691.

You may view video via GoToMeeting. To use GoToMeeting, the Court recommends that you download the free GoToMeeting application. To connect, you should enter the meeting Code "JudgeJones" in the GoToMeeting app or click the link on Judge Jones' home page on the Southern District of Texas website. Once connected, click the settings icon in the upper right corner and enter your name under the personal information setting.

¹ The Reorganized Debtors in these cases, along with the last four digits of each Reorganized Debtor's federal tax identification number, are: Hi-Crush Inc. (0530), OnCore Processing LLC (9403), Hi-Crush Augusta LLC (0668), Hi-Crush Whitehall LLC (5562), PDQ Properties LLC (9169), Hi-Crush Wyeville Operating LLC (5797), D & I Silica, LLC (9957), Hi-Crush Blair LLC (7094), Hi-Crush LMS LLC, Hi-Crush Investments Inc. (6547), Hi-Crush Permian Sand LLC, Hi-Crush Proppants LLC (0770), Hi-Crush PODS LLC, Hi-Crush Canada Inc. (9195), Hi-Crush Holdings LLC, Hi-Crush Services LLC (6206), BulkTracer Holdings LLC (4085), Pronghorn Logistics Holdings, LLC (5223), FB Industries USA Inc. (8208), PropDispatch LLC, Pronghorn Logistics, LLC (4547), and FB Logistics, LLC (8641). The Reorganized Debtors' address is 1330 Post Oak Blvd, Suite 600, Houston, Texas 77056.



Hearing appearances must be made electronically in advance of the hearing. To make your electronic appearance, go to the Southern District of Texas website and select “Bankruptcy Court” from the top menu. Select “Judges’ Procedures,” then “View Home Page” for Judge Jones. Under “Electronic Appearance” select “Click here to submit Electronic Appearance”. Select the case name, complete the required fields and click “Submit” to complete your appearance.

If you object to the relief requested or you believe that emergency consideration is not warranted, you must either appear at the hearing or file a written response prior to the hearing. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

The above-captioned reorganized debtors (collectively, the “**Debtors**” or “**Reorganized Debtors**,” as applicable) respectfully state the following in support of this omnibus claims objection (this “**Objection**”):

RELIEF REQUESTED

1. By this Objection, the Reorganized Debtors seek entry of an order (the “**Order**”), substantially in the form attached hereto, disallowing each of the claims identified on **Schedule 1** to the Order (the “**Satisfied Claims**”) in their entirety because each such claim was satisfied or released prior to the Petition Date (as defined below) or during the course of these chapter 11 cases. In support hereof, the Reorganized Debtors submit the declaration of Jeffrey Sielinski, Senior Director of Alvarez and Marsal North America, LLC, attached here as **Exhibit A**.

JURISDICTION AND VENUE

2. The United States Bankruptcy Court for the Southern District of Texas (the “**Court**”) has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157, and this Court may enter a final order consistent with Article III of the United States Constitution. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The bases for the relief requested herein are sections 105(a) and 502(b) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “**Bankruptcy Code**”), rule 3007 of the

Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), rule 3007-1(b) of the Bankruptcy Local Rules for the Southern District of Texas, and the Procedures for Complex Cases in the Southern District of Texas.

BACKGROUND

4. On July 12, 2020 (the “**Petition Date**”), the Debtors filed voluntary petitions for relief in this Court commencing cases (the “**Chapter 11 Cases**”) under chapter 11 of the Bankruptcy Code. The factual background regarding the Debtors, including their business operations, their capital and debt structures, and the events leading to the filing of the Chapter 11 Cases, is set forth in detail in the *Declaration of J. Philip McCormick, Jr., Chief Financial Officer of the Debtors, in Support of Chapter 11 Petitions and First Day Pleadings* [Docket No. 24] (the “**First Day Declaration**”), filed on the Petition Date.

5. On August 15, 2020, the Debtors filed their *Joint Plan of Reorganization for Hi-Crush Inc. and Its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code* [Docket No. 289] (as may be amended, modified, or supplemented, the “**Plan**”). On September 23, 2020, the Court entered the *Findings of Fact, Conclusions of Law and Order Confirming the Plan of Reorganization for Hi-Crush Inc. and Its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code* [Docket No. 420] (the “**Confirmation Order**”). The Plan provides that the Reorganized Debtors are authorized to object to scheduled claims and proofs of claim and interests. See Plan Article VIII. On October 9, 2020, the Plan was substantially consummated, and the Effective Date (as defined in the Plan) occurred. See *Notice of (I) Effective Date of the Joint Plan or Reorganization for Hi-Crush Inc. and its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code and (II) Establishing Deadline for the Filing of Administrative Claims Against the Debtors* [Docket No. 452].

6. On August 11, 2020, the Debtors filed their respective schedules of assets and liabilities (“**Schedules**”) and statements of financial affairs, pursuant to Bankruptcy Rule 1007. *See* Docket Nos. 231-274.

7. On July 13, 2020, the Court entered the *Order (I) Establishing (A) Bar Dates and (B) Related Procedures for Filing Proofs of Claim, (II) Approving the Form and Manner of Notice Thereof and (III) Granting Related Relief* [Docket No. 88] (the “**Bar Date Order**”) pursuant to which the Court, among other things, established August 16, 2020, at 5:00 p.m. (prevailing Central Time) (the “**General Bar Date**”), as the deadline for all non-governmental entities² holding or wishing to assert a “claim” (as defined in section 101(15) of the Bankruptcy Code).

8. On October 16, 2020, the Reorganized Debtors filed the *Reorganized Debtors’ Motion for Entry of an Order Approving Omnibus Claims Objection Procedures and Filing of Substantive Omnibus Claim Objections* [Docket No. 456] (the “**Omnibus Procedures Motion**”) seeking approval of certain omnibus claims objection procedures (the “**Omnibus Objection Procedures**”). On November 10, 2020, the Court entered an order granting the Omnibus Procedures motion [Docket No. 477] (the “**Omnibus Procedures Order**”) and approving the Omnibus Objection Procedures.

SATISFIED CLAIMS

9. The Reorganized Debtors object to the Satisfied Claims because the Reorganized Debtors have determined, based on a thorough review of their books and records, that the Satisfied

² The deadline for all governmental units asserting a “claim” (as defined in section 101(15) of the Bankruptcy Code) against the Reorganized Debtors that arose on or prior to the Petition Date to file written proof of such claim is January 8, 2021, at 5:00 p.m. (prevailing Central Time) (together with the General Bar Date, the “**Bar Dates**”).

Claims have been satisfied (or released) in full either before or after the Petition Date and that no further distributions are required on account of such satisfied (or released) amounts.

10. For example, many of the Satisfied Claims are (i) Claims paid by the Reorganized Debtors under the authority granted by certain “First Day” orders entered by the Court on account of motions filed on the Petition Date (the “**First Day Orders**”), including, without limitation, the *Order (I) Authorizing Debtors to Pay Certain Prepetition Claims of Shippers, Lien Claimants, and Royalty Interest Owners, (II) Confirming Administrative Expense Priority of Undisputed and Outstanding Prepetition Orders, and (III) Granting Related Relief* [Docket No. 91] and the *Order (I) Authorizing Payment of (A) Prepetition Claims of the Critical Vendors and (B) 503(b)(9) Claims; (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers; and (III) Granting Related Relief* [Docket No. 92] or (ii) Claims on account of amounts owed under executory contracts and unexpired leases that the Reorganized Debtors have since cured and assumed.

11. Accordingly, the Reorganized Debtors request that the Court enter the Order, disallowing and expunging the Satisfied Claims.

BASIS FOR RELIEF

12. Section 502(a) of the Bankruptcy Code provides, in pertinent part, as follows: “[a] claim or interest, proof of which is filed under section 501 of [the Bankruptcy Code], is deemed allowed, unless a party in interest . . . objects.” 11 U.S.C. § 502. Moreover, section 502(b)(1) of the Bankruptcy Code provides, in relevant part, that a claim may not be allowed if “such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law” 11 U.S.C. § 502(b)(1).

13. Bankruptcy Rule 3007 provides certain grounds upon which “objections to more than one claim may be joined in an omnibus objection,” which includes when “the objections are

based solely on the grounds that the claims should be disallowed, in whole or in part, because . . . they have been satisfied or released during the case in accordance with the Code, applicable rules, or a court order.” Fed. R. Bankr. P. 3007(d).

14. As set forth in Bankruptcy Rule 3001(f), a properly executed and filed proof of claim constitutes *prima facie* evidence of the validity and the amount of the claim under section 502(a) of the Bankruptcy Code. *See, e.g., In re Jack Kline Co., Inc.*, 440 B.R. 712, 742 (Bankr. S.D. Tex. 2010). A proof of claim loses the presumption of *prima facie* validity under Bankruptcy Rule 3001(f) if an objecting party refutes at least one of the allegations that are essential to the claim’s legal sufficiency. *See In re Fidelity Holding Co., Ltd.*, 837 F.2d 696, 698 (5th Cir. 1988). Once such an allegation is refuted, the burden reverts to the claimant to prove the validity of its claim by a preponderance of the evidence. *Id.* Despite this shifting burden during the claim objection process, “the ultimate burden of proof always lies with the claimant.” *In re Armstrong*, 347 B.R. 581, 583 (Bankr. N.D. Tex. 2006) (citing *Raleigh v. Ill. Dep’t of Rev.*, 530 U.S. 15 (2000)).

15. Failure to disallow and expunge the Satisfied Claims could result in the applicable claimants receiving duplicative recoveries, to the detriment of similarly situated creditors with legitimate claims. Moreover, disallowance of the Satisfied Claims will enable the Reorganized Debtors to maintain a more accurate claims register.

RESERVATION OF RIGHTS

16. This Objection is without prejudice to the rights of the Reorganized Debtors or any other party in interest to object to any of the Satisfied Claims on any grounds whatsoever, and the Reorganized Debtors expressly reserve all further substantive or procedural objections they may have.

SEPARATE CONTESTED MATTER

17. To the extent that a response is filed regarding any Satisfied Claim and the Reorganized Debtors are unable to resolve any such response, each such Satisfied Claim, and the Objection as it pertains to such Satisfied Claim, will constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. Further, the Reorganized Debtors request that any order entered by the Court regarding an objection or other reply asserted in response to this Objection be deemed a separate order with respect to each claim.

[Remainder of this page intentionally left blank.]

WHEREFORE, the Reorganized Debtors respectfully request that the Court enter the proposed Order, granting the relief requested herein and such other and further relief as may be just and proper.

Dated: December 3, 2020
Houston, Texas

Respectfully Submitted,

/s/ Philip M. Guffy

Philip M. Guffy (TX Bar No. 24113705)
Timothy A. ("Tad") Davidson II (TX Bar No. 24012503)
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-and-

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Counsel for the Reorganized Debtors

CERTIFICATE OF SERVICE

I certify that on December 3, 2020, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Philip M. Guffy
Philip M. Guffy

Exhibit A

Sielinski Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

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In re:	:	Chapter 11
	:	
HI-CRUSH INC., <i>et al.</i> , ¹	:	Case No. 20-33495 (DRJ)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	X	

**DECLARATION OF JEFFREY SIELINSKI
IN SUPPORT OF REORGANIZED DEBTORS' SECOND
OMNIBUS OBJECTION TO CERTAIN CLAIMS (SATISFIED CLAIMS)**

I, Jeffrey Sielinski, hereby declare under penalty of perjury:

1. I am a Senior Director with Alvarez & Marsal North America, LLC, ("**A&M**"), a restructuring advisory services firm with numerous offices throughout the country.² I, along with my colleagues at A&M, have been engaged by the Reorganized Debtors to provide various restructuring and financial services. In my current position with the Reorganized Debtors, I am responsible for all claims management related matters. I am generally familiar with the Reorganized Debtors' day-to-day operations, financing arrangements, business affairs, and books and records that reflect, among other things, the Reorganized Debtors' liabilities and the amount

¹ The Reorganized Debtors in these cases, along with the last four digits of each Reorganized Debtor's federal tax identification number, are: Hi-Crush Inc. (0530), OnCore Processing LLC (9403), Hi-Crush Augusta LLC (0668), Hi-Crush Whitehall LLC (5562), PDQ Properties LLC (9169), Hi-Crush Wyeville Operating LLC (5797), D & I Silica, LLC (9957), Hi-Crush Blair LLC (7094), Hi-Crush LMS LLC, Hi-Crush Investments Inc. (6547), Hi-Crush Permian Sand LLC, Hi-Crush Proppants LLC (0770), Hi-Crush PODS LLC, Hi-Crush Canada Inc. (9195), Hi-Crush Holdings LLC, Hi-Crush Services LLC (6206), BulkTracer Holdings LLC (4085), Pronghorn Logistics Holdings, LLC (5223), FB Industries USA Inc. (8208), PropDispatch LLC, Pronghorn Logistics, LLC (4547), and FB Logistics, LLC (8641). The Reorganized Debtors' address is 1330 Post Oak Blvd, Suite 600, Houston, Texas 77056.

² Capitalized terms used but not otherwise defined in this Declaration have the meanings given to them in the Objection.

thereof owed to their creditors as of the Petition Date. I am above 18 years of age, and I am competent to testify.

2. I submit this declaration (this “**Declaration**”) in support of the *Reorganized Debtors’ Second Omnibus Objection to Certain Claims (Satisfied Claims)* (the “**Objection**”) and am directly, or by and through the Reorganized Debtors’ advisors and personnel, familiar with the information contained therein and the Satisfied Claims. I am authorized to submit this declaration on the Reorganized Debtors’ behalf. Except as otherwise indicated, all facts set forth in this Declaration are based upon my personal knowledge of the Reorganized Debtors’ operations and finances, information learned from my review of relevant documents, and information I have received from other members of the Reorganized Debtors’ management, the Reorganized Debtors’ employees or the Reorganized Debtors’ advisors. As to matters regarding state and federal law, including bankruptcy law, I have relied on the advice of counsel. If I were called upon to testify, I could and would testify competently to the facts set forth in this Declaration on that basis.

3. To the best of my knowledge, information, and belief, insofar as I have been able to ascertain after reasonable inquiry, considerable time and resources have been expended to ensure a high level of diligence in reviewing and reconciling the proofs of claim filed against the Reorganized Debtors in the chapter 11 cases. In evaluating the Satisfied Claims, the Reorganized Debtors and/or their advisors thoroughly reviewed the Reorganized Debtors’ books and records and the Satisfied Claims (as well as any supporting documentation) and have determined that each Satisfied Claim should be disallowed in its entirety for the reasons set forth in the Objection. Failure to do so could result in such claimants receiving a duplicative recovery—to the detriment of similarly situated creditors with legitimate claims. Thus, I believe that disallowance of the Satisfied Claims is appropriate.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge, information, and belief.

Dated: December 3, 2020

Respectfully submitted,

/s/ Jeffrey Sielinski

Jeffrey Sielinski, Senior Director
Alvarez & Marsal North America, LLC

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

	X	
In re:	:	Chapter 11
	:	
HI-CRUSH INC., <i>et al.</i> , ¹	:	Case No. 20-33495 (DRJ)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	

**ORDER SUSTAINING REORGANIZED DEBTORS' SECOND
OMNIBUS OBJECTION TO CERTAIN CLAIMS (SATISFIED CLAIMS)**

Upon the objection (the “**Objection**”)² of the above-captioned reorganized debtors (collectively, the “**Reorganized Debtors**”) seeking entry of an order (this “**Order**”) disallowing and expunging the Satisfied Claims, all as more fully set forth in the Objection; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that the Court may enter a final order consistent with Article III of the United States Constitution; and it appearing that venue of this proceeding and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the Debtors’ notice of the Objection and opportunity for a hearing on the Objection were appropriate under the circumstances and no other notice need be provided; and the Court having reviewed the Objection; and all responses, if any, to the Objection having been

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² Capitalized terms used herein but not defined shall have the meanings ascribed to such terms in the Objection.

withdrawn, resolved, or overruled; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. Each Satisfied Claim (i.e., each claim listed on **Schedule 1** hereto) is disallowed in its entirety.

2. Kurtzman Carson Consultants LLC, as claims agent, is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Order.

3. Each Satisfied Claim and the objections by the Reorganized Debtors to each Satisfied Claim constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each Satisfied Claim.

4. The Reorganized Debtors and Kurtzman Carson Consultants LLC are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

5. This Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to this Order.

Signed: _____, 2020

DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

Schedule 1

Satisfied Claims

Hi-Crush Inc., et al. 20-33495 (DRJ)
 Second Omnibus Objection (Satisfied Claims)
 Schedule 1 – Satisfied Claims

	NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT	REASON FOR SATISFACTION
1	RUTLIN, JILL M. JAY S. CARMICHAEL 916 OAK STREET TOMAH, WI 54660	8/13/2020	20-33500 (DRJ)	Hi-Crush Wyeville Operating LLC	415	\$ 1,177,370.22	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
2	RUTLIN, KURT W. JAY S 916 OAK STREET TOMAH, WI 54660	8/17/2020	20-33500 (DRJ)	Hi-Crush Wyeville Operating LLC	586	\$ 1,177,370.22	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
3	SAND BLAST TRUCKING LLC 1679 SR 6, UNIT 2 FACTORYVILLE, PA 18419	8/11/2020	20-33503 (DRJ)	Hi-Crush LMS LLC	S00515	\$ 2,715.12	Scheduled Claim asserts an amount of \$2,715.12 for unpaid invoices. Claim has been satisfied in full pursuant payment made under First Day Relief via electronic payment(s) dated 10/15/2020.
4	SCHENCK PROCESS, LLC PO BOX 19750 PALATINE, IL 60055-9750	8/11/2020	20-33500 (DRJ)	Hi-Crush Wyeville Operating LLC	S00788	\$ 5,697.00	Scheduled Claim asserts an amount of \$5,697.00. Claim has been satisfied in full pursuant payment made under First Day Relief via electronic payment(s) dated 08/19/2020.
5	SIMPSON THACHER & BARTLETT LLP PO BOX 29008 NEW YORK, NY 10087	8/11/2020	20-33495 (DRJ)	Hi-Crush Inc.	S00384	\$ 102,680.92	Scheduled Claim asserts an amount of \$102,680.92. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13108 dated 08/19/2020.
6	SIRIUS SOLUTIONS, LLP P.O. BOX 202377 DALLAS, TX 75320-2377	8/11/2020	20-33495 (DRJ)	Hi-Crush Inc.	S00426	\$ 50,085.00	Scheduled Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
7	SKAI LOGISTICS LLC 4328 SE 46TH ST., APT. 161 OKLAHOMA CITY, OK 73124	8/11/2020	20-33515 (DRJ)	Pronghorn Logistics, LLC	S00961	\$ 354.00	Scheduled Claim asserts an amount of \$354.00. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13189 dated 09/02/2020.
8	SOLARIS OILFIELD TECHNOLOGIES LLC PO BOX 208270 DALLAS, TX 75320	8/11/2020	20-33501 (DRJ)	D & I Silica, LLC	S00100	\$ 7,486.27	Scheduled Claim asserts an amount of \$7,486.27. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 14739 dated 08/26/2020.
9	STAAR LOGISTICS 560 MYRTLE STREET REYNOLDSVILLE, PA 15851	8/11/2020	20-33503 (DRJ)	Hi-Crush LMS LLC	S00505	\$ 9,012.91	Scheduled Claim asserts an amount of \$9,012.91. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13151 dated 08/26/2020.
10	STELTER & BRINCK LTD 201 SALES AVENUE HARRISON, OH 45030	8/11/2020	20-33500 (DRJ)	Hi-Crush Wyeville Operating LLC	325	\$ 6,206.58	Proof of Claim asserts an amount of \$6,206.58 for unpaid invoices. Claim has been satisfied in full pursuant payment made under First Day Relief via electronic payment(s) dated 08/05/2020 and 10/01/2020.

Hi-Crush Inc., et al. 20-33495 (DRJ)
Second Omnibus Objection (Satisfied Claims)
Schedule 1 – Satisfied Claims

	NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT	REASON FOR SATISFACTION
11	SUMMIT EXPRESS LLC ATTN: SAMUEL E BORTZ 7604 CHRISTENSEN RD CHEYENNE, WY 82009	8/11/2020	20-33515 (DRJ)	Pronghorn Logistics, LLC	S00927	\$ 3,445.12	Scheduled Claim asserts an amount of \$3,445.12. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13062 dated 08/12/2020.
12	SUPERIOR INDUSTRIES, INC. MASLON LLP C/O AMY SWEDBERG 90 SOUTH 7TH STREET, SUITE 3300 MINNEAPOLIS, MN 55402	8/12/2020	20-33495 (DRJ)	Hi-Crush Inc.	374	Undetermined*	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
13	TARGET LOGISTICS MANAGEMENT LLC 2170 BUCKTHORNE PLACE #440 THE WOODLANDS, TX 77380	8/11/2020	20-33503 (DRJ)	Hi-Crush LMS LLC	S00517	\$ 10.00	Scheduled Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
14	TARGET LOGISTICS MANAGEMENT LLC 2170 BUCKTHORNE PLACE #440 THE WOODLANDS, TX 77380	8/15/2020	20-33503 (DRJ)	Hi-Crush LMS LLC	523	\$ 83,877.76	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
15	TAYLOR LEASING CORP. DBA TAYLOR LEASING & RENTAL PO BOX 906 LOUISVILLE, MS 39339	8/11/2020	20-33515 (DRJ)	Pronghorn Logistics, LLC	S00944	\$ 756.89	Scheduled Claim asserts an amount of \$756.89. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13155 dated 08/26/2020.
16	THE KUNKLE GROUP, LLC PO BOX 687 WHEATON, IL 60187	8/11/2020	20-33503 (DRJ)	Hi-Crush LMS LLC	S00501	\$ 29,515.29	Scheduled Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
17	THE MAHONING VALLEY RAILWAY COMPANY BETH A. PERRY 200 MERIDIAN CENTRE, SUITE 300 ROCHESTER, NY 14618	8/18/2020	20-33501 (DRJ)	D & I Silica, LLC	595	\$ 76,822.50	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
18	TOTAL ADMINISTRATIVE SERVICES CORP. CLIENT INVOICES PO BOX 88278 MILWAUKEE, WI 53288	8/11/2020	20-33510 (DRJ)	Hi-Crush Services LLC	S00704	\$ 105.98	Scheduled Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.

Hi-Crush Inc., et al. 20-33495 (DRJ)
 Second Omnibus Objection (Satisfied Claims)
 Schedule 1 – Satisfied Claims

	NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT	REASON FOR SATISFACTION
19	TOWN OF PRESTON N29383 COUNTY ROAD D BLAIR, WI 54616	8/11/2020	20-33502 (DRJ)	Hi-Crush Blair LLC	S00315	\$ 1,821.78	Scheduled Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
20	TOWN OF PRESTON ATTN CATHY NELSON, TOWN CLERK W17508 PETERSON COULEE ROAD BLAIR, WI 54616	8/13/2020	20-33502 (DRJ)	Hi-Crush Blair LLC	405	\$ 80,178.22	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
21	TOWNEPLACE SUITES - BRYAN COLLEGE STATION 1300 UNIVERSITY DR. EAST COLLEGE STATION, TX 77840	8/11/2020	20-33515 (DRJ)	Pronghorn Logistics, LLC	S00965	\$ 5,573.68	Scheduled Claim asserts an amount of \$5,573.68. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13068 dated 08/12/2020.
22	TRIUMPH BUSINESS CAPITAL JEFF PAKULA AVP TRIUMPH 651 CANYON DR STE 105 COPPELL, TX 75019	8/17/2020	20-33495 (DRJ)	Hi-Crush Inc.	590	\$ 78,704.40	Proof of Claim asserts an amount of \$78,704.40 for unpaid invoices. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13172 dated 09/02/2020, 13203 dated 09/09/2020 and 13239 dated 09/16/2020.
23	TURBO EXPRESS, LLC PO BOX 14910 DEPT. 219 HUMBLE, TX 77347-4910	8/11/2020	20-33515 (DRJ)	Pronghorn Logistics, LLC	S00936	\$ 46,914.19	Scheduled Claim asserts an amount of \$46,914.19. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13069 dated 08/12/2020.
24	ULINE INC. PO BOX 88741 CHICAGO, IL 60680-1741	8/17/2020	20-33495 (DRJ)	Hi-Crush Inc.	569	\$ 376.23	Proof of Claim asserts an amount of \$376.23 for unpaid invoices. Claim has been satisfied in full pursuant payment made under First Day Relief via electronic payment(s) dated 10/01/2020.
25	WELLS FARGO VENDOR FINANCIAL SERVICES, INC. ATTN LISA BODDERICK 1010 THOMAS EDISON BLVD. SW CEDAR RAPIDS, IA 52404	8/13/2020	20-33495 (DRJ)	Hi-Crush Inc.	482	\$ 15,161.78	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
26	WELLSBORO AREA SCHOOL DISTRICT DISTRICT ADMINISTRATIVE OFFICE 227 NICHOLS STREET WELLSBORO, PA 16901	8/11/2020	20-33501 (DRJ)	D & I Silica, LLC	S00053	\$ 12,770.22	Scheduled Claim asserts an amount of \$12,770.22. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 14730 dated 08/19/2020.

Hi-Crush Inc., et al. 20-33495 (DRJ)
 Second Omnibus Objection (Satisfied Claims)
 Schedule 1 – Satisfied Claims

	NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT	REASON FOR SATISFACTION
27	WEST EPLEY LLC ATTN MUNSCH HARDT KOPF AND HARR C/O JAY ONG 1717 W 6TH STREET, SUITE 250 AUSTIN, TX 78703	8/13/2020	20-33513 (DRJ)	FB Industries USA Inc.	403	\$ 463,650.00*	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
28	WEST LINCOLN LLC ATTN TOM WALDERA W20985 COUNTY ROAD Q WHITEHALL, WI 54773	8/16/2020	20-33498 (DRJ)	Hi-Crush Whitehall LLC	539	\$ 100.00	Proof of Claim asserts a liability associated with an executory contract. All executory contracts related to this claimant were assumed and cure amounts paid, if owed, as part of the Plan of Reorganization. As such no pre-petition liability is owed related to the asserted contracts.
29	WESTAIR GAS AND EQUIPMENT LP PO BOX 1339 ABILENE, TX 79604	8/11/2020	20-33505 (DRJ)	Hi-Crush Permian Sand LLC	S00590	\$ 382.66	Scheduled Claim asserts an amount of \$382.66. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13107 dated 08/19/2020.
30	WEX BANK ENTERPRISE FLEET MANAGEMENT PO BOX 4337 CAROL STREAM, IL 61097	8/11/2020	20-33503 (DRJ)	Hi-Crush LMS LLC	S00490	\$ 15,642.50	Scheduled Claim asserts an amount of \$15,642.50. Claim has been satisfied in full pursuant payment made under First Day Relief via electronic payment(s) dated 08/21/2020.
31	WISCONSIN & SOUTHERN RR CO. C/O WATCO COMPANIES LLC PO BOX 790343 BIN #150077 ST. LOUIS, MO 63179	8/11/2020	20-33501 (DRJ)	D & I Silica, LLC	S00077	\$ 20,903.42	Scheduled Claim asserts an amount of \$20,903.42. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 14803 dated 10/07/2020.
32	WOOD SALES AND SERVICE, INC. HARVEY WOOD N5931 STATE HWY 54 BLACK RIVER FALLS, WI 54615	7/27/2020	20-33495 (DRJ)	Hi-Crush Inc.	38	\$ 411.73	Proof of Claim asserts an amount of \$411.73 for unpaid invoices. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 6877 dated 10/07/2020.
33	WORKFORCE SAFETY & INSURANCE PO BOX 5585 BISMARCK, ND 58506-5585	10/14/2020	20-33495 (DRJ)	Hi-Crush Inc.	760	\$ 895.78	Proof of Claim asserts an amount of \$895.78 for unpaid invoices. Claim has been satisfied in full pursuant payment made under First Day Relief via check number(s) 13508 dated 11/11/2020.
TOTAL						\$ 3,476,998.37*	