

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

In re:)	Chapter 11
)	
SOUTHCROSS ENERGY PARTNERS, L.P., <i>et al.</i> ,)	Case No. 19-10702 (MFW)
)	
Debtors. ¹)	(Jointly Administered)
)	
)	

**NOTICE OF APPOINTMENT OF WILMINGTON TRUST,
NATIONAL ASSOCIATION, AS SUCCESSOR ADMINISTRATIVE
AGENT UNDER THE PREPETITION REVOLVING CREDIT AGREEMENT**

PLEASE TAKE NOTICE THAT as of August 4, 2014, Southcross, as borrower, Wells Fargo Bank, National Association (“Wells Fargo”), as administrative agent, and the Prepetition Revolving Lenders executed the Prepetition Revolving Credit Agreement.²

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective Employer Identification Numbers, are as follows: Southcross Energy Partners, L.P. (5230); Southcross Energy Partners GP, LLC (5141); Southcross Energy Finance Corp. (2225); Southcross Energy Operating, LLC (9605); Southcross Energy GP LLC (4246); Southcross Energy LP LLC (4304); Southcross Gathering Ltd. (7233); Southcross CCNG Gathering Ltd. (9553); Southcross CCNG Transmission Ltd. (4531); Southcross Marketing Company Ltd. (3313); Southcross NGL Pipeline Ltd. (3214); Southcross Midstream Services, L.P. (5932); Southcross Mississippi Industrial Gas Sales, L.P. (7519); Southcross Mississippi Pipeline, L.P. (7499); Southcross Gulf Coast Transmission Ltd. (0546); Southcross Mississippi Gathering, L.P. (2994); Southcross Delta Pipeline LLC (6804); Southcross Alabama Pipeline LLC (7180); Southcross Nueces Pipelines LLC (7034); Southcross Processing LLC (0672); FL Rich Gas Services GP, LLC (5172); FL Rich Gas Services, LP (0219); FL Rich Gas Utility GP, LLC (3280); FL Rich Gas Utility, LP (3644); Southcross Transmission, LP (6432); T2 EF Cogeneration Holdings LLC (0613); and T2 EF Cogeneration LLC (4976). The debtors’ mailing address is 1717 Main Street, Suite 5300, Dallas, TX 75201..

² Capitalized terms used but not defined herein have the definitions ascribed to such terms in the *Final Order, Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 503, 506, and 507, (I) Authorizing the Debtors to Obtain Senior Secured Superpriority Post-Petition Financing, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Authorizing The Use of Cash Collateral, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, and (VI) Granting Related Relief* [Docket No. 200] (the “Final DIP Order”).



PLEASE TAKE FURTHER NOTICE THAT as of August 4, 2014, Southcross, as borrower, Wells Fargo, as administrative agent, and the Prepetition Term Lenders executed the Prepetition Term Loan Credit Agreement.

PLEASE TAKE FURTHER NOTICE THAT as of March 3, 2016, pursuant to that certain *Successor Agent Agreement*, dated as of March 3, 2016, by and among Wilmington Trust, National Association (“Wilmington”), Wells Fargo, and Southcross, Wilmington succeeded Wells Fargo as administrative agent under the Prepetition Term Loan Credit Agreement.

PLEASE TAKE FURTHER NOTICE THAT on April 1, 2019, each of the Debtors filed a separate voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE THAT on May 7, 2019, the Bankruptcy Court authorized the Debtors to enter into the DIP Credit Agreement, pursuant to which Wilmington serves as administrative and collateral agent.

PLEASE TAKE FURTHER NOTICE THAT on August 16, 2019, Wells Fargo notified Southcross, as borrower, and the Prepetition Revolving Lenders of its resignation as Prepetition Revolving Agent in accordance with Section 11.06 of the Prepetition Revolving Credit Agreement.

PLEASE TAKE FURTHER NOTICE THAT pursuant to that certain *Successor Agent Agreement and Seventh Amendment to Third Amended and Restated Revolving Credit Agreement*, dated as of August 16, 2019 (the “Successor Agreement”), by and among Wilmington, Wells Fargo, the Debtors, and a requisite number of the Prepetition Revolving Lenders (as required under the Prepetition Revolving Credit Agreement), Wilmington was appointed as successor

administrative agent (the “Successor Revolving Agent”) under the Prepetition Revolving Credit Agreement.

PLEASE TAKE FURTHER NOTICE THAT, notwithstanding anything to the contrary in any documents filed in these cases, as of August 16, 2019, all notices to the administrative agent under the Prepetition Revolving Credit Agreement shall be given to the following:

Wilmington Trust, National Association
Suite 1290, 50 South Sixth Street
Minneapolis, MN 55402
Attn: Nikki Kroll
Tel: 612-217-5675
Fax: 612-217-5651
E-mail address: NKroll@WilmingtonTrust.com

With Copies To:

Arnold & Porter Kaye Scholer LLP
250 West 55th Street
New York, NY 10019
Attn: Alan Glantz
Tel: 212-836-7253
Fax: 212-836-8689
E-mail address: alan.glantz@arnoldporter.com

- and -

Arnold & Porter Kaye Scholer LLP
70 West Madison Street, Suite 4200
Chicago, IL 60602
Attn: Seth Kleinman
Tel: 312-583-2300
Fax: 312-583-2508
E-mail address: seth.kleinman@arnoldporter.com

Dated: August 23, 2019
Wilmington, Delaware

DUANE MORRIS LLP

/s/ Drew S. McGehrin

Christopher M. Winter (DE 4163)
Drew S. McGehrin (DE 6508)
222 Delaware Avenue, Suite 1600
Wilmington, DE 19801
Telephone: 302-657-4900
Facsimile: 302-657-4901
cmwinter@duanemorris.com

- and -

ARNOLD & PORTER KAYE SCHOLER LLP

Seth Kleinman (admitted *pro hac vice*)
70 West Madison Street, Suite 4200
Chicago, IL 60602
Tel: 312-583-2300
Facsimile: 312-583-2508
seth.kleinman@arnoldporter.com

*Counsel for Wilmington Trust, National
Association, as Successor Revolving Agent*