

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

In re: SOUTHCROSS ENERGY PARTNERS, L.P., <i>et al.</i> , Debtors.	Chapter 11 Case No. 19-10702 (MFW) (Jointly Administered)
FL RICH GAS SERVICES, LP, Plaintiff, v. SOUTHCROSS HOLDINGS BORROWER, LP; SOUTHCROSS TS MIDSTREAM SERVICES, LP, Defendants.	Adv. Pro. No. 19-50283 (MFW)

**CERTIFICATION OF COUNSEL REGARDING
STIPULATION AND PROPOSED ORDER STAYING ADVERSARY PROCEEDING**

Pursuant to Del. Bankr. L.R. 9019-1, the undersigned hereby certifies that in furtherance of the efficient administration of this proceeding, the attached Stipulation and Proposed Order Staying Adversary Proceeding has been reviewed and approved by counsel for the above-captioned Debtors and the above-captioned Defendants.

The parties respectfully request entry of the Proposed Order.



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Dated: September 20, 2019

**MORRIS NICHOLS ARSHT &
TUNNELL LLP**

/s/ Robert J. Dehney

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EXHIBIT A

(Proposed Order)

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

<p>In re: SOUTHCROSS ENERGY PARTNERS, L.P., <i>et al.</i>,</p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 19-10702 (MFW) (Jointly Administered)</p>
<p>FL RICH GAS SERVICES, LP,</p> <p style="text-align: center;">Plaintiff,</p> <p style="text-align: center;">v.</p> <p>SOUTHCROSS HOLDINGS BORROWER, LP; SOUTHCROSS TS MIDSTREAM SERVICES, LP,</p> <p style="text-align: center;">Defendants.</p>	<p>Adv. Pro. No. 19-50283 (MFW)</p>

ORDER APPROVING STIPULATION STAYING ADVERSARY PROCEEDING

This Court having considered the Stipulation Staying Adversary Proceeding (the “Stipulation”) between FL Rich Gas Services, L.P. (the “Plaintiff”) and Southcross Holdings Borrower, LP and Southcross TS Midstream Services, LP (“Defendants”) attached hereto as Exhibit 1; the Court having determined that good and adequate cause exists for approval of the Stipulation; and the Court having determined that no further notice of the Stipulation must be given; it is hereby

ORDERED that the Stipulation is approved.

ORDERED that above-captioned Adversary Proceeding is stayed pending this Court's ruling on the Settlement Motion and the closing of the transactions contemplated therein.

Dated: _____, 2019
Wilmington, Delaware

THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

(Stipulation)

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

In re: SOUTHCROSS ENERGY PARTNERS, L.P., <i>et al.</i> , Debtors.	Chapter 11 Case No. 19-10702 (MFW) (Jointly Administered)
FL RICH GAS SERVICES, LP, Plaintiff, v. SOUTHCROSS HOLDINGS BORROWER, LP; SOUTHCROSS TS MIDSTREAM SERVICES, LP, Defendants.	Adv. Pro. No. 19-50283 (MFW)

STIPULATION STAYING ADVERSARY PROCEEDING

FL Rich Gas Services, LP (the “Plaintiff”), and Southcross Holdings Borrower, LP and Southcross TS Midstream Services, LP (“Defendants” and together with the Plaintiff the “Parties”), by and through their undersigned counsel, hereby stipulate and agree as follows:

WHEREAS, on or about August 9, 2019, Plaintiff filed an *Adversary Proceeding Complaint* (the “Adversary Proceeding” and the “Complaint”) against Defendants.

WHEREAS, on September 16, 2019, the Debtors and Defendants entered into an agreement in principle to settle the Adversary Proceeding.

WHEREAS, on September 17, 2019, the Debtors filed a motion to approve the settlement (“Settlement Motion”).

WHEREAS, a hearing on the Settlement Motion is to be held on September 25, 2019 at 3:00 P.M. in front of Your Honor.

WHEREAS, in order to permit time to finalize and approve the settlement, the Parties have stipulated (the “Stipulation”), subject to Court approval, to stay the Adversary Proceeding and all relevant deadlines pending final approval of the Settlement Motion and the closing of the transactions contemplated therein.

THEREFORE, in consideration of the foregoing, the Parties stipulate and agree, subject to Court approval, that:

1. The Adversary Proceeding and all relevant deadlines are stayed pending final approval of the Settlement Motion and the closing of the transactions contemplated therein.
2. If the Settlement Motion is not approved or the transactions contemplated therein do not close, the Parties shall meet and confer about an agreeable schedule for Defendants to answer, move, or otherwise respond to the Complaint.
3. Nothing in this Order shall prejudice the rights of any of the Parties to seek a further stay beyond the Stay provided for in this Order.

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4. Except as specifically set forth herein, all rights, claims and defenses of the Parties are fully preserved.

Dated: September 20, 2019

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Dated: September 20, 2019

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