UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re: SOUTHCROSS ENERGY PARTNERS,

Chapter 11

L.P., et al.,

Case No. 19-10702 (MFW) (Jointly Administered)

Debtors.

FL RICH GAS SERVICES, LP,

Plaintiff,

v.

Adv. Pro. No. 19-50283 (MFW)

SOUTHCROSS HOLDINGS BORROWER, LP; SOUTHCROSS TS MIDSTREAM SERVICES, LP,

Defendants.

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.

Case 19-50283-MFW Doc 14 Filed 09/23/19 Page 2 of 2

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: September 23rd, 2019 Wilmington, Delaware

MARY F. WALRATH UNITED STATES BANKRUPTCY JUDGE

2

EXHIBIT 1

(Stipulation)

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re: SOUTHCROSS ENERGY PARTNERS, L.P., et al., 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 "<u>Plaintiff</u>"), and Southcross Holdings Borrower, LP and Southcross TS Midstream Services, LP ("<u>Defendants</u>" 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.

-Continued on the next page -

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

Parties are fully preserved.

Dated: September 20, 2019

ASHBY & GEDDES, P.A.

/s/ William P. Bowden

William P. Bowden (No. 2553) Katharina Earle (No. 6348) 500 Delaware Ave.,8th Floor P.O. Box 1150 Wilmington, Delaware 19899 Telephone: (302) 654-1888 wbowden@ashbygeddes.com kearle@ashbygeddes.com

-and-

DEBEVOISE & PLIMPTON LLP

M. Natasha Labovitz
Jasmine Ball
Daniel E. Stroik
919 Third Avenue
New York, NY 10022
Tel: (212) 909-6000
Fax: (212) 909-6836
nlabovitz@debevoise.com
jball@debevoise.com
destroik@debevoise.com

Counsel for Southcross Holdings Borrower LP

KIRKLAND & ELLIS LLP

/s/ Gavin C.P. Campbell
Gavin C.P. Campbell
333 South Hope Street
Los Angeles, CA 90071

MORRIS NICHOLS ARSHT & TUNNELL LLP

/s/ Robert J. Dehney

Dated: September 20, 2019

Robert J. Dehney (No. 3578)
Andrew R. Remming (No. 5120)
Joseph C. Barsalona II (No. 6102)
Eric W. Moats (No. 6441)
1201 N. Market St, 16th Floor
Wilmington, DE 19899-1347
Telephone: (302) 658-9200
rdehney@mnat.com
aremming@mnat.com
jbarsalona@mnat.com
emoats@mnat.com

-and-

DAVIS POLK & WARDWELL LLP

Marshall Huebner
Elliot Moskowitz
Darren Klein
Adam G. Mehes
450 Lexington Avenue
New York, NY 10017
Telephone: (212) 450-4000
Marshall.huebner@davispolk.com
Elliot.moskowitz@davispolk.com
Darren.klein@davispolk.com
Adam.mehes@davispolk.com

Counsel for the Plaintiff

Case 19-50283-MFW Doc 14-1 Filed 09/23/19 Page 5 of 5

Tel: (213) 680-8153 Fax: (213) 680-8500

gavin.campbell@kirkland.com

Counsel for EPIC Y-Grade Logistics, LP, as successor in interest to Southcross TS Midstream Services, LP