

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

In re:)	
	)	Chapter 11
)	
SOUTHCROSS ENGERGY PARTNERS,	)	Case No. 19-10702 (MFW)
L./P., et al.)	
	)	(Jointly Administered)
Debtors. ¹)	
	)	Obj. Deadline: Nov. 8, 2019 at 4:00 p.m. (ET)

**FIRST CONSOLIDATED MONTHLY FEE APPLICATION OF KURTZMAN CARSON
CONSULTANTS LLC, AS ADMINISTRATIVE ADVISOR TO THE DEBTORS, FOR
THE PERIOD FROM APRIL 1, 2019 THROUGH AND INCLUDING JULY 31, 2019**

General Information

Name of Applicant:	Kurtzman Carson Consultants LLC
Authorized to Provide Services to:	The above-captioned debtors
Petition Date:	April 1, 2019
Date of Retention Order:	June 10, 2019, <i>nunc pro tunc</i> to April 1, 2019
Type of Application:	Monthly

Summary of Fees and Expenses Sought in the Fee Application

Period for Which Compensation and Reimbursement is Sought in the Fee Application:	April 1, 2019 through July 31, 2019
Amount of Compensation Sought as Actual, Reasonable, and Necessary for the Fee Period:	\$53,229.81 (80% of \$66,537.26)
Amount of Expense Reimbursement Sought as Actual, Reasonable, and Necessary for the Fee Period:	\$0.00
Total Compensation and Expense Reimbursement Request for the Fee Period:	\$53,229.81

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.



19107021910250000000000005

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
Contract Review	558.8	\$66,537.26
Totals		

COMPENSATION BY INDIVIDUAL

Initials	Name	Position	Hours	Rate	Total
AHN	Andrew Henchen	Senior Consultant	50.2	\$171.75	\$8,621.87
ATE	Ana Arias	Consultant	64.4	\$80.00	\$5,152.00
CIM	Cintia Martinez	Consultant	5.3	\$80.00	\$424.00
DIM	Diana Mauricio	Consultant	5.5	\$80.00	\$440.00
DTO	Diana Torres	Consultant	5	\$80.00	\$400.00
EAG	Esmeralda Aguayo	Consultant	6.1	\$80.00	\$488.00
ESI	Elliser Silla	Consultant	56.3	\$80.00	\$4,504.00
HAM	Hugo Maida	Consultant	14.5	\$80.00	\$1,160.00
HBU	Hannah Bussey	Consultant	31.4	\$80.00	\$2,512.00
IPA	Isabel Padilla	Consultant	6.8	\$80.00	\$544.00
JCW	Josh Wilson	Senior Managing Consultant	3.2	\$174.25	\$557.60
LVR	Leanne Rehder	Senior Managing Consultant	69.5	\$182.75	\$12,701.11
MCL	Mikayla Cleary	Consultant	7.3	\$80.00	\$584.00
MIB	Miriam Barillas	Consultant	2	\$80.00	\$160.00
MKE	Mercedes Kemp	Consultant	5.2	\$80.00	\$416.00
PRO	Priscilla Romero	Consultant	26.3	\$168.75	\$4,438.12
SEP	Stephanie Paranhos	Consultant	13.1	\$80.00	\$1,048.00
SIE	Andreah Sierra	Consultant	35.8	\$80.00	\$2,864.00
SMC	Shanice Mitchell	Consultant	5.6	\$80.00	\$448.00
SUS	Sumesh Srivastava	Consultant	82.1	\$166.75	\$13,690.18
SYR	Sydney Reitzel	Consultant	3.7	\$168.75	\$624.38
SZA	Sonia Zapien	Consultant	5.4	\$80.00	\$432.00
TPE	Thomas Peterson	Consultant	54.1	\$80.00	\$4,328.00
	TOTAL		558.8		\$66,537.26

Total Incurred:	\$66,537.26
Blended Rate:	\$119.07

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

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

**FIRST CONSOLIDATED MONTHLY FEE APPLICATION OF KURTZMAN CARSON
CONSULTANTS LLC, AS ADMINISTRATIVE ADVISOR TO THE DEBTORS, FOR
THE PERIOD FROM APRIL 1, 2019 THROUGH AND INCLUDING JULY 31, 2019**

Pursuant to sections 327, 330, and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated May 6, 2019 [Docket No. 191] (the “Interim Compensation Order”), Kurtzman Carson Consultants LLC (“KCC”), administrative advisor for the above-captioned debtors (the “Debtors”), hereby submits its first consolidated monthly fee application (this “Fee Application”) for allowance of compensation for professional services provided in the amount of

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.

\$53,229.81 (80% of \$66,537.26) for the period from April 1, 2019 through and including July 31, 2019 (the “Fee Period”). In support of this Fee Application, KCC represents as follows:

JURISDICTION

1. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2), and the Debtors confirm its consent pursuant to Rule 9013-l(f) of the Local Rules to the entry of a final order by the Court in connection with this Fee Application to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue in this Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory bases for the relief requested herein are section 330 and 331 of the Bankruptcy Code, Rule 2016 of the Bankruptcy Rules, and Local Rules 2016-1 and 2016-2.

BACKGROUND

4. On April 1, 2019 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors continue in possession of their properties and continue to operate and manage their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Debtors’ chapter 11 cases.

5. On the Petition Date, the Debtors filed an application to employ KCC as its notice and claims agent (in such capacity, the “Claims and Noticing Agent”) pursuant to 28 U.S.C. § 156(c) and Local Rule 2002-1(f) [Docket No. 4] (the “Section 156(c) Application”), which was

approved by the Court on April 2, 2019 [Docket No. 49] (the “Section 156(c) Order”).

6. Given that the administration of this chapter 11 case would require KCC to perform duties outside the scope of 28 U.S.C. § 156(c), the Debtors supplemented the Section 156(c) Application with the application to retain KCC to perform certain services as the Debtors’ administrative advisor in this chapter 11 case (in such capacity, the “Administrative Advisor”). Accordingly, on May 17, 2019, the Debtor filed the *Application of Debtors for Authority to Employ and Retain Kurtzman Carson Consultants LLC as Administrative Advisor for the Debtors Nunc Pro Tunc to the Petition Date* [Docket No. 216]. On June 10, 2019, the Court entered the *Order Authorizing the Debtors to Employ and Retain Kurtzman Carson Consultants LLC as Administrative Adviser of the Debtors Nunc Pro Tunc to the Petition Date* [Docket No. 258] (the “Retention Order”). The Retention Order authorized the Debtors to compensate KCC in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any orders entered in this case governing professional compensation and reimbursement for services rendered and charges and disbursements incurred.

7. The Retention Order authorizes KCC to provide the following services:
- (a) Assisting with, among other things, the preparation of the Debtors’ schedules of assets and liabilities, schedules of executory contracts and unexpired leases and statements of financial affairs;
 - (b) Assisting with, among other things, solicitation, balloting, tabulation and calculation of votes, as well as preparing any appropriate reports required in furtherance of confirmation of any chapter 11 plan;
 - (c) Generating an official ballot certification and testifying, if necessary, in support of the ballot tabulation results for any chapter 11 plan(s) in the Chapter 11 Cases;
 - (d) Generating, providing and assisting with claims objections, exhibits, claims reconciliation and related matters; and

- (e) Providing such other claims processing, noticing, solicitation, balloting and administrative services not included in the Section 156(c) Application, as may be requested by the Debtors from time to time.

8. The amounts sought in this Application do not include any fees that may be payable by the Debtors for services provided by KCC under the Section 156(c) Order. Procedures for the payment of such fees and disbursements are separately addressed in the section 156(c) Order. Additionally, no fees and disbursements for services provided to the Debtors under the Retention Order are or will be sought to be paid under the Section 156(c) Order.

9. All services for which compensation is requested by KCC were performed on behalf of the Debtors.

SUMMARY AND VALUATION OF SERVICES

10. The amount of time spent by each employee providing services to the Debtors for the Fee Period is detailed in line item listings of time entries and descriptive detail set forth herein and in the invoices attached hereto as Exhibit A. These are KCC's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by KCC for the Fee Period as Administrative Advisor to the Debtors in these chapter 11 cases is \$66,537.26. KCC is not seeking reimbursement for any expenses in this Application.

11. During the Fee Period, KCC's professionals performed 558.8 hours of work related to reviewing and analyzing the Debtors' contracts for inclusion in the Debtors' Schedules of Assets and Liabilities and Statements of Financial Affairs. KCC believes that the time entries included in Exhibit A are in compliance with the requirements of Local Rule 2016-2.

12. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

NO PRIOR REQUEST

13. No prior application has been made in this Court or in any other court for the relief requested herein for the Fee Period.

CONCLUSION

WHEREFORE, KCC respectfully requests that the Court enter an Order: (i) granting the Fee Application and authorizing allowance of compensation in the amount of \$53,229.81 (80% of \$66,537.26) for professional services; (ii) directing payment by the Debtors of the foregoing amount; and (iii) granting such other and further relief as the Court deems just and proper.

Dated: October 25, 2019
El Segundo, California

/s/ Sarah H. Bryan
KURTZMAN CARSON CONSULTANTS LLC
Sarah H. Bryan
Drake D. Foster
222 N. Pacific Coast Highway, 3rd Floor
El Segundo, California 90245
Tel: 310.751.1539

Administrative Advisor to the Debtors

CERTIFICATION

I, Sarah H. Bryan, pursuant to 28 U.S.C. § 1746, state as follows:

- a) I am Corporate Counsel of the applicant firm, Kurtzman Carson Consultants LLC.
- b) I am familiar with the work performed by Kurtzman Carson Consultants LLC on behalf of the Debtors.
- c) I have reviewed the foregoing Fee Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Local Rule 2016-2, and submit that the Fee Application substantially complies with such order.

I certify, under penalty of perjury, that the foregoing statements are true to the best of my knowledge, information, and belief.

Dated: October 25, 2019
El Segundo, California



Sarah H. Bryan

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

In re:)	
	)	Chapter 11
)	
SOUTHCROSS ENERGY PARTNERS, L.P.,	)	Case No. 19-10702 (MFW)
<i>et al.</i> ,)	
	)	Jointly Administered
Debtors. ¹)	
	)	Obj. Deadline: Nov. 8, 2019 at 4:00 p.m. (ET)

**NOTICE OF FIRST CONSOLIDATED MONTHLY FEE
APPLICATION OF KURTZMAN CARSON CONSULTANTS LLC, AS
ADMINISTRATIVE ADVISOR TO THE DEBTORS, FOR THE PERIOD
FROM APRIL 1, 2019 THROUGH AND INCLUDING JULY 31, 2019**

PLEASE TAKE NOTICE that today, Kurtzman Carson Consultants LLC, as administrative advisor to the Debtor in the above-captioned case (the “Debtor”), filed the attached **First Consolidated Monthly Fee Application of Kurtzman Carson Consultants LLC, as Administrative Advisor to the Debtors for the Period September 1, 2019 Through and Including September 30, 2019** (the “Application”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application, must: (a) be filed with the Clerk of the Bankruptcy Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **November 8, 2019 at 4:00 p.m. (Eastern Time)** (the “Objection Deadline”); and (b) be served so as to be received on or before the Objection Deadline by:

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- (i) the Debtors, 1717 Main Street, Suite 5300, Dallas, TX 75201 (Attn: Michael B. Howe);
- (ii) counsel for the Debtors, (a) Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017, Attn: Darren S. Klein, darren.klein@davispolk.com; Steven Z. Szanzer, steven.szanzer@davispolk.com; and (b) Morris, Nichols, Arsht & Tunnell LLP, 1201 North Market Street, 16th Floor, P.O. Box 1347, Wilmington, DE 19899, Attn: Robert J. Dehney, rdehney@mnat.com; Andrew R. Remming, aremming@mnat.com; and Joseph C. Barsalona II, jbarsalona@mnat.com;
- (iii) counsel to any official committee appointed in the Chapter 11 Cases;
- (iv) counsel to the post-petition lenders and an ad hoc group of prepetition lenders, (a) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019-6099, Attn: Paul V. Shalhoub, pshalhoub@willkie.com; Joseph G. Minias, jminias@willkie.com; and James H. Burbage, jrburbage@willkie.com and (b) Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801, Attn: Matthew B. Lunn, mlunn@ycst.com;
- (v) counsel to Wells Fargo Bank, N.A. as administrative agent, Vinson & Elkins LLP, 2001 Ross Avenue, suite 3900, Dallas, TX 75201, Attn: William Wallander, bwallander@velaw.com; Bradley Foxman, bfoxman@velaw.com; and Matthew Pyeatt, mpyeatt@velaw.com; and
- (vi) the Fee Examiner, David M. Klauder, Esq., Bielli & Klauder, LLC, 1204 N. King Street, Wilmington, Delaware 19801, dklauder@bk-legal.com; and
- (vii) the Office of United States Trustee for the District of Delaware appointed in the Chapter 11 Cases, Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801, Attn: Richard L. Schepacarter, Richard.Schepacarter@usdoj.gov.

PLEASE TAKE FURTHER NOTICE THAT ONLY OBJECTIONS MADE IN WRITING AND TIMELY FILED AND RECEIVED, IN ACCORDANCE WITH THE PROCEDURES ABOVE, WILL BE CONSIDERED BY THE BANKRUPTCY COURT AT SUCH HEARING.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED BY THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

October 25, 2019
Wilmington, Delaware

Respectfully submitted,
MORRIS, NICHOLS ARSHT & TUNNELL LLP

/s/ Eric W. Moats

Robert J. Dehney (No. 3578)
Andrew R. Remming (No. 5120)
Joseph C. Barsalona II (No. 6102)
Eric W. Moats (No. 6441)
1201 North Market Street, 16th Floor
P.O. Box 1347
Wilmington, Delaware 19899-1347
Tel.: (302) 658-9200
Fax: (302) 658-3989
rdehney@mnat.com
aremming@mnat.com
jbarsalona@mnat.com
emoats@mnat.com

-and-

DAVIS POLK & WARDWELL LLP

Marshall S. Huebner (admitted *pro hac vice*)
Darren S. Klein (admitted *pro hac vice*)
Steven Z. Szanzer (admitted *pro hac vice*)
450 Lexington Avenue
New York, New York 10017
Tel.: (212) 450-4000
Fax: (212) 701-5800
marshall.huebner@davispolk.com
darren.klein@davispolk.com
steven.szanzer@davispolk.com

Counsel to the Debtors and Debtors in Possession

EXHIBIT A



May 30, 2019

Southcross Energy Partners LP
Kelly J Jameson
1717 Main St
Ste 5200
Dallas TX 75201

Re: Southcross Energy Partners LP
USBC Case No. 19-10702

Dear Kelly J Jameson:

Enclosed please find Kurtzman Carson Consultants' ("KCC") invoice for the period April 1, 2019 to April 30, 2019 in the amount of \$47,679.04 for the above referenced matter. Pursuant to our services agreement, KCC's invoice is due upon receipt.

If you have any questions, please contact me at (310) 776-7377 or gmullins@kccllc.com.

Sincerely,
Kurtzman Carson Consultants LLC

A handwritten signature in black ink, appearing to read "G. Mullins", with a stylized flourish at the end.

Gerry Mullins
Chief Financial Officer

Enclosures



May 30, 2019

Copy Parties

Richard Schepacarter
Office of the United States Trustee Delaware
844 King St Ste 2207
Lockbox 35
Wilmington DE 19801

Steven Z. Szanzer
Davis Polk & Wardwell LLP
450 Lexington Ave
New York NY 10017

Joseph C. Barsalona II
Morris, Nichols, Arsht & Tunnell LLP
1201 North Market St 16th Fl
PO Box 1347
Wilmington DE 19899-1347

Kurtzman Carson Consultants LLC

Account Number	70761KCC	Invoice Date	May 30, 2019
Invoice Number	US_KCC1632133	Due Date	Due upon receipt

Southcross Energy Partners LP
Summary

<u>Description</u>	<u>Amount</u>
<u>Hourly Fees</u>	
Hourly Fees Charged	\$47,679.04
Total of Hourly Fees	\$47,679.04
<u>Expenses</u>	
Expenses	\$0.00
Total Expenses	\$0.00
Invoice Subtotal	\$47,679.04
Sales and Use Tax	0.00
Total Invoice	\$47,679.04

----- Please detach and return this portion of the statement with your check to KCC. -----

Please reference your Account Number and Invoice Number on your Remittance.

Account Number 70761KCC
Invoice Number US_KCC1632133
Total Amount Due \$47,679.04
Amount Paid \$

Check Payments to:
Kurtzman Carson Consultants LLC
Dept CH 16639
Palatine, IL 60055-6639

Wire Payments to:
Kurtzman Carson Consultants LLC
HSBC Bank, NA
452 Fifth Avenue, New York, NY 10018
Account # 000183571
FED ABA # 021001088
ACH Routing # 022000020

Kurtzman Carson Consultants LLC

04/01/2019 - 04/30/2019

Total Hourly Fees by Employee

<u>Initial</u>	<u>Employee Name</u>	<u>Position Type</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
AHN	Andrew Henchen	SC	40.20	\$171.75	\$6,904.36
ATE	Ana Arias	CON	48.20	\$80.00	\$3,856.00
ESI	Elliser Silla	CON	42.40	\$80.00	\$3,392.00
HAM	Hugo Maida	CON	14.50	\$80.00	\$1,160.00
HBU	Hannah Bussey	CON	31.40	\$80.00	\$2,512.00
LVR	Leanne Rehder	SMC	47.70	\$182.75	\$8,717.17
PRO	Priscilla Romero	CON	18.60	\$168.75	\$3,138.75
SIE	Andrea Sierra	CON	35.80	\$80.00	\$2,864.00
SUS	Sumesh Srivastava	CON	68.50	\$166.75	\$11,422.38
SYR	Sydney Reitzel	CON	3.70	\$168.75	\$624.38
TPE	Thomas Peterson	CON	38.60	\$80.00	\$3,088.00
Total					\$47,679.04

Kurtzman Carson Consultants LLC

04/01/2019 - 04/30/2019

Time Detail

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Position Type</u>	<u>Category</u>	<u>Hours</u>
4/1/2019	ESI	Review contracts for inclusion in Schedule G	CON	Contract Review	9.60
4/1/2019	ATE	Review contracts for inclusion in Schedule G	CON	Contract Review	10.90
4/1/2019	SIE	Review contracts for inclusion in Schedule G	CON	Contract Review	8.50
4/1/2019	SUS	Review contracts for inclusion in Schedule G	CON	Contract Review	10.30
4/1/2019	HBU	Review contracts for inclusion in Schedule G	CON	Contract Review	7.50
Total for 4/1/2019					46.80
4/2/2019	LVR	Oversee and review various contracts for inclusion in Schedule G	SMC	Contract Review	1.50
4/2/2019	ESI	Review contracts for inclusion in Schedule G	CON	Contract Review	9.40
4/2/2019	ATE	Review contracts for inclusion in Schedule G	CON	Contract Review	10.70
4/2/2019	SIE	Review contracts for inclusion in Schedule G	CON	Contract Review	9.00
4/2/2019	SUS	Review contracts for inclusion in Schedule G	CON	Contract Review	14.40
4/2/2019	TPE	Review contracts for inclusion in Schedule G	CON	Contract Review	6.10
4/2/2019	HBU	Review contracts for inclusion in Schedule G	CON	Contract Review	8.20
Total for 4/2/2019					59.30
4/3/2019	HAM	Review contracts for inclusion in Schedule G	CON	Contract Review	6.10
4/3/2019	LVR	Review Gas Contracts spreadsheet and provide comments to R. Niemberg	SMC	Contract Review	1.20
4/3/2019	LVR	Call with R. Niemberg re comments to contract review spreadsheet	SMC	Contract Review	0.60
4/3/2019	LVR	Oversee and review various contracts for inclusion in Schedule G	SMC	Contract Review	0.90
4/3/2019	LVR	Correspondences with R. Niemberg re status of 5.1 contracts	SMC	Contract Review	0.40
4/3/2019	PRO	Review executory contracts for counterparty address information	CON	Contract Review	1.70
4/3/2019	ESI	Review contracts for inclusion in Schedule G	CON	Contract Review	9.30
4/3/2019	AHN	Review contracts for inclusion in Schedule G	SC	Contract Review	2.30
4/3/2019	AHN	Telephonic meeting with KCC team and A&M team re contract review	SC	Contract Review	0.40
4/3/2019	ATE	Review contracts for inclusion in Schedule G	CON	Contract Review	13.50
4/3/2019	SIE	Review contracts for inclusion in Schedule G	CON	Contract Review	8.50
4/3/2019	SUS	Review contracts for inclusion in Schedule G	CON	Contract Review	9.60
4/3/2019	TPE	Review contracts for inclusion in Schedule G	CON	Contract Review	10.10
4/3/2019	HBU	Review contracts for inclusion in Schedule G	CON	Contract Review	7.40
Total for 4/3/2019					72.00
4/4/2019	HAM	Review contracts for inclusion in Schedule G	CON	Contract Review	4.00
4/4/2019	LVR	Call with R. Niemberg re contract review; including correspondence re 5.1 contracts	SMC	Contract Review	0.60
4/4/2019	LVR	Oversee and review various contracts for inclusion in Schedule G	SMC	Contract Review	0.80
4/4/2019	ESI	Review contracts for inclusion in Schedule G	CON	Contract Review	11.10
4/4/2019	AHN	Review contracts for inclusion in Schedule G	SC	Contract Review	0.70
4/4/2019	ATE	Review contracts for inclusion in Schedule G	CON	Contract Review	9.70
4/4/2019	SIE	Review contracts for inclusion in Schedule G	CON	Contract Review	6.80
4/4/2019	SUS	Review contracts for inclusion in Schedule G	CON	Contract Review	15.70
4/4/2019	TPE	Review contracts for inclusion in Schedule G	CON	Contract Review	14.00
4/4/2019	HBU	Review contracts for inclusion in Schedule G	CON	Contract Review	8.30

Kurtzman Carson Consultants LLC

04/01/2019 - 04/30/2019

Time Detail

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Position Type</u>	<u>Category</u>	<u>Hours</u>
Total for 4/4/2019					71.70
4/5/2019	LVR	Oversee review of contract spreadsheet; including case team meeting re same	SMC	Contract Review	2.60
4/5/2019	AHN	Review contracts for inclusion in Schedule G	SC	Contract Review	1.30
4/5/2019	TPE	Review contracts for inclusion in Schedule G	CON	Contract Review	4.30
Total for 4/5/2019					8.20
4/6/2019	LVR	Attention to debtor validation on contract review spreadsheet and correspondence re same	SMC	Contract Review	0.30
4/6/2019	AHN	Review contracts for inclusion in Schedule G	SC	Contract Review	3.10
Total for 4/6/2019					3.40
4/7/2019	LVR	Oversee contract review and respond to questions re same	SMC	Contract Review	0.30
4/7/2019	AHN	Review contracts for inclusion in Schedule G	SC	Contract Review	6.00
Total for 4/7/2019					6.30
4/8/2019	LVR	Review various contracts and participate in discussions with case team re updates to contract spreadsheet	SMC	Contract Review	5.40
4/8/2019	AHN	Review contracts for inclusion in Schedule G	SC	Contract Review	11.30
4/8/2019	SUS	Review contracts for inclusion in Schedule G	CON	Contract Review	4.50
Total for 4/8/2019					21.20
4/9/2019	LVR	Attention to Credit Agreement related contracts; including correspondences to R. Niemberg re same	SMC	Contract Review	0.70
4/9/2019	LVR	Oversee and update contracts spreadsheet for inclusion in Schedule G	SMC	Contract Review	2.60
4/9/2019	LVR	Review, format and finalize contract spreadsheet to ensure accuracy and completeness	SMC	Contract Review	8.40
4/9/2019	AHN	Review contracts for inclusion in Schedule G	SC	Contract Review	2.70
Total for 4/9/2019					14.40
4/10/2019	HAM	Review contracts for inclusion in Schedule G	CON	Contract Review	4.40
4/10/2019	LVR	Continue to review, format and finalize contract spreadsheet to ensure accuracy and completeness	SMC	Contract Review	8.90
4/10/2019	LVR	Oversee and update contracts spreadsheet for inclusion in Schedule G	SMC	Contract Review	1.80
4/10/2019	ESI	Review contracts for inclusion in Schedule G	CON	Contract Review	3.00
4/10/2019	AHN	Review contracts for inclusion in Schedule G	SC	Contract Review	3.00
4/10/2019	ATE	Review contracts for inclusion in Schedule G	CON	Contract Review	3.40
4/10/2019	SIE	Review contracts for inclusion in Schedule G	CON	Contract Review	3.00
4/10/2019	SUS	Review contracts for inclusion in Schedule G	CON	Contract Review	14.00
4/10/2019	TPE	Review contracts for inclusion in Schedule G	CON	Contract Review	4.10
Total for 4/10/2019					45.60
4/11/2019	LVR	Review and send final contract spreadsheet to R. Niemberg; including correspondence re same	SMC	Contract Review	1.00

Kurtzman Carson Consultants LLC

04/01/2019 - 04/30/2019

Time Detail

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Position Type</u>	<u>Category</u>	<u>Hours</u>
Total for 4/11/2019					1.00
4/16/2019	PRO	Review HR contracts for counterparty address information	CON	Contract Review	1.90
4/16/2019	AHN	Review contracts for inclusion in Schedule G	SC	Contract Review	2.50
Total for 4/16/2019					4.40
4/17/2019	PRO	Review HR contracts for counterparty address information	CON	Contract Review	4.90
4/17/2019	AHN	Review contracts for inclusion in Schedule G	SC	Contract Review	2.20
Total for 4/17/2019					7.10
4/18/2019	LVR	Review and update HR Master Contracts Review spreadsheet for inclusion in Schedule G	SMC	Contract Review	0.60
4/18/2019	AHN	Review contracts for inclusion in Schedule G	SC	Contract Review	1.70
Total for 4/18/2019					2.30
4/19/2019	LVR	Review and update HR Master Contracts Review spreadsheet; draft correspondence to R. Country re same	SMC	Contract Review	3.50
4/19/2019	LVR	Research missing addresses on HR Master Contract Review spreadsheet	SMC	Contract Review	1.40
Total for 4/19/2019					4.90
4/29/2019	LVR	Download and review additional IT Contracts uploaded to data room; including correspondences to R. Country re same	SMC	Contract Review	1.70
4/29/2019	PRO	Review contracts for inclusion in Schedule G	CON	Contract Review	3.50
4/29/2019	AHN	Review contracts for inclusion in Schedule G	SC	Contract Review	2.10
Total for 4/29/2019					7.30
4/30/2019	LVR	Call with R. Niemberg re additional IT contract for review	SMC	Contract Review	0.60
4/30/2019	LVR	Correspondence to E. Raab re additional IT contracts	SMC	Contract Review	0.20
4/30/2019	LVR	Review second supplemental IT Contracts uploaded to data room and coordinate project	SMC	Contract Review	0.80
4/30/2019	LVR	Review supplemental IT Contracts uploaded to data room and coordinate set up of review sheet	SMC	Contract Review	0.90
4/30/2019	PRO	Review contracts for inclusion in Schedule G	CON	Contract Review	6.60
4/30/2019	SYR	Review IT contracts for noticing information, term length, and debtor information	CON	Contract Review	3.70
4/30/2019	AHN	Review contracts for inclusion in Schedule G	SC	Contract Review	0.90
Total for 4/30/2019					13.70
Total Hours					389.60

Kurtzman Carson Consultants LLC

04/01/2019 - 04/30/2019

Expenses

Description

Units

Rate

Amount

Total Expenses



October 23, 2019

Southcross Energy Partners LP
Kelly J Jameson
1717 Main St
Ste 5200
Dallas TX 75201

Re: Southcross Energy Partners LP
USBC Case No. 19-10702

Dear Kelly J Jameson:

Enclosed please find Kurtzman Carson Consultants' ("KCC") invoice for the period May 1, 2019 to May 31, 2019 in the amount of \$12,076.34 for the above referenced matter. Pursuant to our services agreement, KCC's invoice is due upon receipt.

If you have any questions, please contact me at (310) 776-7377 or gmullins@kccllc.com.

Sincerely,
Kurtzman Carson Consultants LLC

A handwritten signature in black ink, appearing to read "G. Mullins", with a horizontal line extending to the right.

Gerry Mullins
Chief Financial Officer

Enclosures



October 23, 2019

Copy Parties

Richard Schepacarter
Office of the United States Trustee Delaware
844 King St Ste 2207 - Lockbox 35
Wilmington DE 19801

Steven Z. Szanzer
Davis Polk & Wardwell LLP
450 Lexington Ave
New York NY 10017

Joseph C. Barsalona II
Morris, Nichols, Arsht & Tunnell LLP
1201 North Market St 16th Fl
PO Box 1347
Wilmington DE 19899-1347

Kurtzman Carson Consultants LLC

Account Number	70761KCC	Invoice Date	October 23, 2019
Invoice Number	US_KCC1717503	Due Date	Due upon receipt

Southcross Energy Partners LP
Summary

<u>Description</u>	<u>Amount</u>
<u>Hourly Fees</u>	
Hourly Fees Charged	\$12,076.34
Total of Hourly Fees	\$12,076.34
<u>Expenses</u>	
Expenses	\$0.00
Total Expenses	\$0.00
Invoice Subtotal	\$12,076.34
Sales and Use Tax	0.00
Total Invoice	\$12,076.34

Please detach and return this portion of the statement with your check to KCC.
Please reference your Account Number and Invoice Number on your Remittance.

Account Number 70761KCC

Invoice Number US_KCC1717503

Total Amount Due \$12,076.34

Amount Paid

\$

Check Payments to:

Kurtzman Carson Consultants LLC
Dept CH 16639
Palatine, IL 60055-6639

Wire Payments to:

Kurtzman Carson Consultants LLC
HSBC Bank, NA
452 Fifth Avenue, New York, NY 10018
Account # 000183571
FED ABA # 021001088
ACH Routing # 022000020

Kurtzman Carson Consultants LLC

05/01/2019 - 05/31/2019

Total Hourly Fees by Employee

<u>Initial</u>	<u>Employee Name</u>	<u>Position Type</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
AHN	Andrew Hennen	SC	10.00	\$171.75	\$1,717.51
ATE	Ana Arias	CON	16.20	\$80.00	\$1,296.00
ESI	Elliser Silla	CON	13.90	\$80.00	\$1,112.00
LVR	Leanne Rehder	SMC	11.70	\$182.75	\$2,138.16
MIB	Miriam Barillas	CON	2.00	\$80.00	\$160.00
PRO	Priscilla Romero	CON	6.50	\$168.75	\$1,096.87
SEP	Stephanie Paranhos	CON	13.10	\$80.00	\$1,048.00
SUS	Sumesh Srivastava	CON	13.60	\$166.75	\$2,267.80
TPE	Thomas Peterson	CON	15.50	\$80.00	\$1,240.00
Total					\$12,076.34

Kurtzman Carson Consultants LLC

05/01/2019 - 05/31/2019

Time Detail

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Position Type</u>	<u>Category</u>	<u>Hours</u>
5/1/2019	LVR	Oversee supplemental contract review project	SMC	Contract Review	0.30
5/1/2019	SEP	Review contracts for inclusion in Schedule G	CON	Contract Review	6.30
5/1/2019	PRO	Review contracts for inclusion in Schedule G	CON	Contract Review	0.80
5/1/2019	ESI	Review contracts for inclusion in Schedule G	CON	Contract Review	9.20
5/1/2019	ATE	Review contracts for inclusion in Schedule G	CON	Contract Review	8.40
5/1/2019	SUS	Review contracts for inclusion in Schedule G	CON	Contract Review	2.00
5/1/2019	TPE	Review contracts for inclusion in Schedule G	CON	Contract Review	8.90
Total for 5/1/2019					35.90
5/2/2019	SEP	Review contracts for inclusion in Schedule G	CON	Contract Review	6.80
5/2/2019	ESI	Review contracts for inclusion in Schedule G	CON	Contract Review	4.70
5/2/2019	AHN	Review contracts for terms and noticing provisions in preparation of filing Schedule G	SC	Contract Review	1.60
5/2/2019	MIB	Review contracts for inclusion in Schedule G	CON	Contract Review	2.00
5/2/2019	ATE	Review contracts for inclusion in Schedule G	CON	Contract Review	7.80
5/2/2019	SUS	Review contracts for inclusion in Schedule G	CON	Contract Review	11.60
5/2/2019	TPE	Review contracts for inclusion in Schedule G	CON	Contract Review	6.60
Total for 5/2/2019					41.10
5/3/2019	LVR	Oversee download of additional contracts from data room	SMC	Contract Review	0.50
5/3/2019	LVR	Coordinate review of additional contracts per R. Niemerg request; including correspondence re same	SMC	Contract Review	0.20
5/3/2019	AHN	Review contracts for terms and noticing provisions in preparation of filing Schedule G	SC	Contract Review	3.60
Total for 5/3/2019					4.30
5/7/2019	LVR	Correspondence to R. Country re status of contract review	SMC	Contract Review	0.20
Total for 5/7/2019					0.20
5/8/2019	LVR	Review and revise supplemental master contract spreadsheet for IT Agreements and Contracts added April 29th; including researching missing addresses	SMC	Contract Review	2.70
5/8/2019	LVR	Review and revise supplemental master contract spreadsheet for Contracts added April 30th and May 3rd; including researching missing addresses	SMC	Contract Review	2.90
Total for 5/8/2019					5.60
5/9/2019	LVR	Continue to review and revise supplemental master contract spreadsheet for Contracts added April 30th and May 3rd; including researching missing addresses	SMC	Contract Review	2.80
Total for 5/9/2019					2.80
5/14/2019	LVR	Attention to additional contracts from E. Raab	SMC	Contract Review	0.20
5/14/2019	AHN	Review contracts for terms and noticing provisions in preparation of filing Schedule G	SC	Contract Review	0.50
Total for 5/14/2019					0.70

Kurtzman Carson Consultants LLC

05/01/2019 - 05/31/2019

Time Detail

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Position Type</u>	<u>Category</u>	<u>Hours</u>
5/15/2019	LVR	Review supplemental contract review spreadsheet	SMC	Contract Review	0.30
5/15/2019	PRO	Review executory contracts for counterparty address information	CON	Contract Review	4.60
5/15/2019	AHN	Review contracts for terms and noticing provisions in preparation of filing Schedule G	SC	Contract Review	0.80
Total for 5/15/2019					5.70
5/16/2019	AHN	Review contracts for terms and noticing provisions in preparation of filing Schedule G	SC	Contract Review	0.70
Total for 5/16/2019					0.70
5/17/2019	LVR	Review supplemental contract review master spreadsheet for Contracts added May 14th and provide comments to case team	SMC	Contract Review	1.10
5/17/2019	AHN	Review contracts for terms and noticing provisions in preparation of filing Schedule G	SC	Contract Review	0.90
Total for 5/17/2019					2.00
5/23/2019	LVR	Attention to additional contracts uploaded from R. Country	SMC	Contract Review	0.20
5/23/2019	LVR	Review supplemental contract review spreadsheet of contracts added May 23rd and coordinate updates	SMC	Contract Review	0.30
5/23/2019	PRO	Review executory contracts for counterparty address information	CON	Contract Review	1.10
5/23/2019	AHN	Review contracts for terms and noticing provisions in preparation of filing Schedule G	SC	Contract Review	1.40
Total for 5/23/2019					3.00
5/30/2019	AHN	Compile and send contract files to R. Niemerg	SC	Contract Review	0.50
Total for 5/30/2019					0.50
Total Hours					102.50

Kurtzman Carson Consultants LLC

05/01/2019 - 05/31/2019

Expenses

Description

Units

Rate

Amount

Total Expenses



August 27, 2019

Southcross Energy Partners LP
Kelly J Jameson
1717 Main St
Ste 5200
Dallas TX 75201

Re: Southcross Energy Partners LP
USBC Case No. 19-10702

Dear Kelly J Jameson:

Enclosed please find Kurtzman Carson Consultants' ("KCC") invoice for the period July 1, 2019 to July 31, 2019 in the amount of \$6,781.88 for the above referenced matter. Pursuant to our services agreement, KCC's invoice is due upon receipt.

If you have any questions, please contact me at (310) 776-7377 or gmullins@kccllc.com.

Sincerely,
Kurtzman Carson Consultants LLC

A handwritten signature in black ink, appearing to read "G. Mullins", with a stylized flourish at the end.

Gerry Mullins
Chief Financial Officer

Enclosures



August 27, 2019

Copy Parties

Richard Schepacarter
Office of the United States Trustee Delaware
844 King St Ste 2207
Lockbox 35
Wilmington DE 19801

Steven Z. Szanzer
Davis Polk & Wardwell LLP
450 Lexington Ave
New York NY 10017

Joseph C. Barsalona II
Morris, Nichols, Arsht & Tunnell LLP
1201 North Market St 16th Fl
PO Box 1347
Wilmington DE 19899-1347

Kurtzman Carson Consultants LLC

Account Number	70761KCC	Invoice Date	August 27, 2019
Invoice Number	US_KCC1683356	Due Date	Due upon receipt

Southcross Energy Partners LP
Summary

<u>Description</u>	<u>Amount</u>
<u>Hourly Fees</u>	
Hourly Fees Charged	\$6,781.88
Total of Hourly Fees	\$6,781.88
<u>Expenses</u>	
Expenses	\$0.00
Total Expenses	\$0.00
Invoice Subtotal	\$6,781.88
Sales and Use Tax	0.00
Total Invoice	\$6,781.88

Please detach and return this portion of the statement with your check to KCC.
Please reference your Account Number and Invoice Number on your Remittance.

Account Number 70761KCC

Invoice Number US_KCC1683356

Total Amount Due \$6,781.88

Amount Paid

\$

Check Payments to:

Kurtzman Carson Consultants LLC
Dept CH 16639
Palatine, IL 60055-6639

Wire Payments to:

Kurtzman Carson Consultants LLC
HSBC Bank, NA
452 Fifth Avenue, New York, NY 10018
Account # 000183571
FED ABA # 021001088
ACH Routing # 022000020

Kurtzman Carson Consultants LLC

07/01/2019 - 07/31/2019

Total Hourly Fees by Employee

<u>Initial</u>	<u>Employee Name</u>	<u>Position Type</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
CIM	Cintia Martinez	CON	5.30	\$80.00	\$424.00
DIM	Diana Mauricio	CON	5.50	\$80.00	\$440.00
DTO	Diana Torres	CON	5.00	\$80.00	\$400.00
EAG	Esmeralda Aguayo	CON	6.10	\$80.00	\$488.00
IPA	Isabel Padilla	CON	6.80	\$80.00	\$544.00
JCW	Josh Wilson	SMC	3.20	\$174.25	\$557.60
LVR	Leanne Rehder	SMC	10.10	\$182.75	\$1,845.78
MCL	Mikayla Cleary	CON	7.30	\$80.00	\$584.00
MKE	Mercedes Kemp	CON	5.20	\$80.00	\$416.00
PRO	Priscilla Romero	CON	1.20	\$168.75	\$202.50
SMC	Shanice Mitchell	CON	5.60	\$80.00	\$448.00
SZA	Sonia Zapien	CON	5.40	\$80.00	\$432.00
			Total		\$6,781.88

Kurtzman Carson Consultants LLC

07/01/2019 - 07/31/2019

Time Detail

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Position Type</u>	<u>Category</u>	<u>Hours</u>
7/19/2019	LVR	Oversee and coordinate contract review project for additional JV Agreements; including downloading contracts from Box	SMC	Contract Review	3.60
7/19/2019	PRO	Review executory contracts for counterparty address information	CON	Contract Review	1.20
7/19/2019	SMC	Review contracts for inclusion in Schedule G	CON	Contract Review	5.60
7/19/2019	JCW	Review contracts for inclusion in Schedule G	SMC	Contract Review	3.20
7/19/2019	CIM	Review contracts for inclusion in Schedule G	CON	Contract Review	5.30
7/19/2019	DIM	Review contracts for inclusion in Schedule G	CON	Contract Review	5.50
7/19/2019	DTO	Review contracts for inclusion in Schedule G	CON	Contract Review	5.00
7/19/2019	EAG	Review contracts for inclusion in Schedule G	CON	Contract Review	6.10
7/19/2019	IPA	Review contracts for inclusion in Schedule G	CON	Contract Review	6.80
7/19/2019	MCL	Review contracts for inclusion in schedule G	CON	Contract Review	7.30
7/19/2019	MKE	Review contracts for inclusion in Schedule G	CON	Contract Review	5.20
7/19/2019	SZA	Review contracts for inclusion in Schedule G	CON	Contract Review	5.40
Total for 7/19/2019					60.20
7/23/2019	LVR	Review revised contract review spreadsheet and update client version accordingly	SMC	Contract Review	6.50
Total for 7/23/2019					6.50
Total Hours					66.70

Kurtzman Carson Consultants LLC

07/01/2019 - 07/31/2019

Expenses

Description

Units

Rate

Amount

Total Expenses