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ATTORNEYS FOR DEBTORS

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

In re:	§	Chapter 11
	§	
Vista Proppants and Logistics, LLC, et al., ¹	§	Case No. 20-42002-ELM-11
	§	
Debtors.	§	Jointly Administered

SECOND NOTICE OF FILING OF AMENDED PLAN SUPPLEMENTS

PLEASE TAKE NOTICE that pursuant to the terms of *the Third Amended Joint Plan of Reorganization of Vista Proppants and Logistics, LLC, et al., Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 518] (the “Plan”),² the following documents are attached hereto:

- Exhibit 1 – Schedule of Assumed Contracts and Leases;³

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Vista Proppants and Logistics, LLC (7817) (“Vista HoldCo”); VPROP Operating, LLC (0269) (“VPROP”); Lonestar Prospects Management, L.L.C. (8451) (“Lonestar Management”); MAALT Specialized Bulk, LLC (2001) (“Bulk”); Denetz Logistics, LLC (8177) (“Denetz”); Lonestar Prospects, Ltd. (4483) (“Lonestar Ltd.”); and MAALT, LP (5198) (“MAALT”). The location of the Debtors’ service address is 4413 Carey Street, Fort Worth, TX 76119-4219.

² Capitalized terms not defined herein shall have the meaning ascribed to them in the Plan.

³ The Schedule of Assumed Contracts and Leases attached hereto as **Exhibit 1** amends and supersedes the Schedule of Assumed Contracts and Leases that was filed on October 1, 2020, as Exhibit 5 to the *Notice of Filing of Amended Plan Supplements* [Dkt. 612] (the “First Amended Plan Supplement”).



- Exhibit 2 – Identities of the officers of the Reorganized Debtors; and
- Exhibit 3 – Identities of the directors of the Reorganized Debtors.

DATED this 23rd day of October, 2020.

HAYNES AND BOONE, LLP

By: /s/ David L. Staab

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ATTORNEYS FOR DEBTORS

Exhibit 1

Schedule of Assumed Contracts and Leases

Schedule of Assumed Contracts and Leases

#	Counterparty Name	Counterparty Address	Debtor Counterparty	Contract or Lease Description (Contracts and Leases Include Any and All Amendments If Not Separately Listed)	Effective Date	Contract Status
1	Apache Corp.	PO BOX 27709 Houston, TX 77227-7709	Lonestar Prospects, Ltd.	Sand Purchase Agreement	2/1/2017	N/A
2	Apache Corp.	PO BOX 27709 Houston, TX 77227-7709	Lonestar Prospects, Ltd.	Sand Purchase Agreement	11/15/2017	N/A
3	Apache Corp.	PO BOX 27709 Houston, TX 77227-7709	Lonestar Prospects, Ltd.	Sand Purchase Agreement	2/25/2019	N/A
4	AT&T Corp.	208 S. Akard St. Ste 110 Dallas, TX 75202	Maalt Specialized Bulk, LLC	Service Agreement	5/9/2018	N/A
5	Birch Operations, Inc.	2918 N. County Road 1140 Midland, TX 79705	Lonestar Prospects, Ltd.	Service Agreement	7/1/2019	N/A
6	Castlerock Operating, LLC	111 Tower Drive San Antonio, TX 78232	Lonestar Prospects, Ltd.	Master Service Agreement	9/1/2019	N/A
7	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Freightliner M916A3; VIN - 1FULATCG08PZ72813; Contract # - 001-0027398-004; Agreement # - N/A	6/8/2018	N/A
8	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Caterpillar D6T Tractor; VIN - HTZ00706; Contract # - 001-0872445-000; Agreement # - 3157164	7/31/2017	N/A
9	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	TL1255D Caterpillar Telehandler; VIN - ML701441; Contract # - 001-0943873-000; Agreement # - 3560414	10/30/2018	N/A
10	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	980M Caterpillar Wheel Loader; VIN - XDJ01007; Contract # - 001-1026735-000; Agreement # - 3808532	3/1/2020	N/A
11	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Caterpillar 745-04 Articulated Truck; VIN - 3T602054; Contract # - 001-0998248-000; Agreement # - 3740867	10/26/2019	N/A
12	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Caterpillar 745-04 Articulated Truck; VIN - 3T602055; Contract # - 001-0998248-001; Agreement # - 3740867	10/26/2019	N/A
13	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Caterpillar 745-04 Articulated Truck; VIN - 3T602062; Contract # - 001-0998248-002; Agreement # - 3740867	10/26/2019	N/A
14	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Caterpillar 986k Wheel Loader; VIN - SWH00315; Contract # - 001-1030734-000; Agreement # - 3830403	2/20/2020	N/A
15	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Caterpillar 980M Wheel Loader; VIN - XDJ01156; Contract # - 001-1030766-000; Agreement # - 3832876	2/28/2020	N/A
16	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Caterpillar 980M Wheel Loader; VIN - HPD00832; Contract # - 001-0977626-000; Agreement # - 3832876	10/31/2016	N/A
17	Cudd Pumping Serices, Inc.	5610 Old Bullard Rd Tyler, TX 75703	Lonestar Prospects, Ltd.	Master Purchase Agreement	7/17/2018	N/A
18	DDC Ranch Consulting, LLC	101 S Betty Ave Monahans, TX 79756	Lonestar Prospects, Ltd.	Lease Agreement	5/1/2017	Contract in the process of being amended/replaced
19	El Paso Natural Gas Company, LLC	1001 Louisiana Street Houston, TX 77002	Lonestar Prospects, Ltd.	Interconnect Agreement	6/12/2017	N/A
20	El Paso Natural Gas Company, LLC	1001 Louisiana Street Houston, TX 77002	Lonestar Prospects, Ltd.	Transportation Agreement	11/16/2017	N/A
21	EOG Resources, Inc.	421 West 3rd Street Fort Worth, TX 76102	Lonestar Prospects, Ltd.	Sand Supply Agreement	1/1/2017	N/A
22	EOG Resources, Inc.	421 West 3rd Street Fort Worth, TX 76102	Lonestar Prospects, Ltd.	Sand Supply Agreement	1/1/2018	N/A
23	EOG Resources, Inc.	421 West 3rd Street Fort Worth, TX 76102	Lonestar Prospects, Ltd.	Purchase Agreement	6/24/2013	N/A
24	EOG Resources, Inc.	421 West 3rd Street Suite 150 Fort Worth, TX 76102	Lonestar Prospects, Ltd.	Purchase Agreement	2/13/2017	N/A
25	Fort Worth & Western Railroad Co.	6300 Ridgelea Place Fort Worth, TX 76116	Lonestar Prospects, Ltd.	Demurrage Agreement	9/1/2012	N/A
26	Fort Worth & Western Railroad Co.	6300 Ridgelea Place Fort Worth, TX 76116	Lonestar Prospects, Ltd.	Demurrage Agreement	2/1/2017	N/A

Schedule of Assumed Contracts and Leases

#	Counterparty Name	Counterparty Address	Debtor Counterparty	Contract or Lease Description (Contracts and Leases Include Any and All Amendments If Not Separately Listed)	Effective Date	Contract Status
27	GBH Properties LLC	3821 Collinwood Fort Worth, TX 76107	Maalt Specialized Bulk, LLC	Commercial Lease Agreement Fort Worth Corporate Office	5/1/2016	Contract in the process of being amended/replaced
28	GHMR Operations, LLC	1311 Ranchers Legacy Trail Fort Worth, TX 76126	Lonestar Prospects, Ltd.	Lease Agreement - Tolar Appx. 869 acres Hood County, Texas	12/1/2014	Contract in the process of being amended/replaced
29	GHMR Operations, LLC	1311 Ranchers Legacy Trail Fort Worth, TX 76126	Lonestar Prospects, Ltd.	First Amendment to Lease Agreement - Tolar	3/1/2017	Contract in the process of being amended/replaced
30	GHMR II, LLC	1311 Ranchers Legacy Trail Fort Worth, TX 76126	Maalt, LP	Lease Agreement - Apartments 1405 S. Gail Monahans, Texas	4/1/2019	Contract in the process of being amended/replaced
31	Hogg Ranch, LLC	101 S Betty Ave Monahans, TX 79756	Lonestar Prospects, Ltd.	Lease Agreement	4/28/2017	Contract in the process of being amended/replaced
32	Hogg Ranch, LLC	101 S Betty Ave Monahans, TX 79756	Lonestar Prospects, Ltd.	Lease Agreement	4/28/2017	Contract in the process of being amended/replaced
33	Hogg Ranch, LLC	101 S Betty Ave Monahans, TX 79756	Lonestar Prospects, Ltd.	Lease Agreement	1/31/2018	Contract in the process of being amended/replaced
34	John Goodlett	129 Trinity Bluffs Road Aledo, TX 76008	Lonestar Prospects, Ltd.	Royalty Agreement	3/16/2015	Contract in the process of being amended/replaced
35	Keane Frac, LP	11200 Westheimer Rd #777 Houston, TX 77042	Lonestar Prospects, Ltd.	Sand Purchase Agreement	8/1/2016	N/A
36	Keane Frac, LP	11200 Westheimer Rd #777 Houston, TX 77042	Lonestar Prospects, Ltd.	Sand Purchase Agreement	5/1/2018	N/A
37	Keane Frac, LP	11200 Westheimer Rd #777 Houston, TX 77042	Lonestar Prospects, Ltd.	Sand Purchase Agreement	9/17/2018	N/A
38	Keane Frac, LP	11200 Westheimer Rd #777 Houston, TX 77042	Lonestar Prospects, Ltd.	Sand Purchase Agreement	1/31/2019	N/A
39	Kestra Advisory Services, LLC	3221 Collinsworth Street Fort Worth, TX 76107	Maalt, LP; Vista Proppants and Logi	Insurance Agreement	10/1/2018	N/A
40	Lonestar Prop 50, LLC	1500 N.W. Loop 567 Granbury, TX 76048	Lonestar Prospects, Ltd.	Lease / Mining Agreement	8/27/2015	Contract in the process of being amended/replaced
41	Lonestar Prop 50, LLC	1500 N.W. Loop 567 Granbury, TX 76048	Lonestar Prospects, Ltd.	Lease / Mining Agreement	10/18/2016	Contract in the process of being amended/replaced
42	Lonestar Prop 50, LLC	1500 N.W. Loop 567 Granbury, TX 76048	Lonestar Prospects, Ltd.	Lease / Mining Agreement	3/1/2019	Contract in the process of being amended/replaced
43	Lonestar Prop 50, LLC	1500 N.W. Loop 567 Granbury, TX 76048	Lonestar Prospects, Ltd.	Lease / Mining Agreement	3/1/2019	Contract in the process of being amended/replaced
44	Marabou Energy Management, LLC	450 Gears Road Suite 850 Houston, TX 77067	Lonestar Prospects, Ltd.	Natural Gas Purchase & Sale Agreement	5/1/2017	N/A
45	Marabou Energy Management, LLC	450 Gears Road Suite 850 Houston, TX 77067	Lonestar Prospects, Ltd.	Agency Agreement	6/1/2017	N/A
46	Marabou Superior Pipeline, LLC	450 Gears Road Ste 850 Houston, TX 77067	Lonestar Prospects, Ltd.	Construction Agreement	6/9/2014	N/A
47	Marabou Superior Pipeline, LLC	450 Gears Road Ste 850 Houston, TX 77067	Lonestar Prospects, Ltd.	Construction Agreement	3/31/2017	N/A
48	Marathon Oil EF LLC	PO Box 22165 Tulsa, OK 74121-2165	Lonestar Prospects, Ltd.	Master Service Agreement	1/1/2020	N/A
49	Marathon Oil EF LLC	PO Box 22165 Tulsa, OK 74121-2165	Lonestar Prospects, Ltd.	Master Service Agreement	4/1/2020	N/A
50	Pattison Sand Company, LLC	701 First Street Clayton, IA 52049	Maalt, LP	Transload Agreement	7/12/2017	Agreement to be assumed in order to be assigned to GHMR
51	Priority Power Management, LLC	5012 Portico Way Midland, TX 79707	Lonestar Prospects, Ltd.	Service Agreement	8/1/2017	N/A
52	ProFrac Services, LLC	333 Shops Boulevard Willow Park, TX 76087	Lonestar Prospects, Ltd.	Master Purchase Agreement	11/27/2017	N/A
53	ProFrac Services, LLC	333 Shops Boulevard Willow Park, TX 76087	Lonestar Prospects, Ltd.	Master Purchase Agreement	6/10/2018	N/A
54	ProFrac Services, LLC	333 Shops Boulevard Willow Park, TX 76087	Lonestar Prospects, Ltd.	Master Purchase Agreement	6/10/2018	N/A
55	Pursuit Oil & Gas, LLC	840 Gessner Rd Houston, TX 77024	Lonestar Prospects, Ltd.	Master Service Agreement	8/14/2019	N/A
56	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	4/14/2011	Contract in the process of being amended/replaced
57	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	4/1/2012	Contract in the process of being amended/replaced
58	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	1/1/2014	Contract in the process of being amended/replaced
59	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	9/18/2014	Contract in the process of being amended/replaced
60	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	11/4/2015	Contract in the process of being amended/replaced
61	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	2/1/2019	Contract in the process of being amended/replaced
62	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	3/1/2020	Contract in the process of being amended/replaced

Schedule of Assumed Contracts and Leases

#	Counterparty Name	Counterparty Address	Debtor Counterparty	Contract or Lease Description (Contracts and Leases Include Any and All Amendments If Not Separately Listed)	Effective Date	Contract Status
63	Solaris Oilfield Site Service Operating, LLC	PO Box 208274 Dallas, TX 75320-8274	Lonestar Prospects, Ltd.	Storage Services Agreement	10/9/2019	N/A
64	Solaris Oilfield Technologies, LLC	9811 Katy Fwy Suite 900 Houston, TX 77024	Lonestar Prospects, Ltd.	Software Services Agreement	2/6/2018	N/A
65	TEP Barnett USA, LLC	301 Commerce St Fort Worth, TX 76102	Lonestar Prospects, Ltd.	Master Service Agreement	8/28/2019	N/A
66	Texas Pacifico Transportation, Ltd.	106 South Chadbourne St. San Angelo, TX 76903	Lonestar Prospects, Ltd.	Transportation Services Agreement	2/1/2017	N/A
67	Texas, Gonzales & Northern Railway Co.	5430 Lbj Fwy Ste 1020 Dallas, TX 75240	Maalt, LP	Unloading Track License Agreement	8/25/2017	N/A
68	TXU Energy	1717 Main Street 2000 Dallas, TX 75201	Lonestar Prospects, Ltd.	Natural Gas Purchase & Sale Agreement	8/31/2018	N/A
69	Union Pacific Railroad Company	8130 South Central Expressway Dallas, TX 75241	Lonestar Prospects, Ltd.	Amended Quote	1/1/2020	N/A
70	United Electric Cooperative Services	1200 Glen Rose Highway Stephenville, TX 76401	Lonestar Prospects, Ltd.	Cresson Electric Service Agreement	4/8/2011	N/A
71	United Electric Cooperative Services	1200 Glen Rose Highway Stephenville, TX 76401	Lonestar Prospects, Ltd.	Tolar Electric Service Agreement	8/10/2017	N/A
72	Venado Oil & Gas LLC	13301 Galleria Circle Austin, TX 78738	Lonestar Prospects, Ltd.	Master Service Agreement	8/24/2019	N/A
73	Worsham-Steed Gas Storage, LLC	1201 Louisiana Street Suite 700 Houston, TX 77001	Lonestar Prospects, Ltd.	Interconnect Agreement	5/23/2017	N/A
74	Worsham-Steed Gas Storage, LLC	1201 Louisiana Street Suite 700 Houston, TX 77001	Lonestar Prospects, Ltd.	Interconnect Agreement	5/31/2017	N/A
75	Worsham-Steed Gas Storage, LLC	1201 Louisiana Street Suite 700 Houston, TX 77001	Lonestar Prospects, Ltd.	Service Agreement	5/23/2017	N/A

Exhibit 2

Identities of the Officers of the Reorganized Debtors

Officers of V SandCo, LLC:⁴

- Kristin Smith – Chief Financial Officer
- Mike Fleet – Chief Operating Officer

⁴ Subject to further supplementation on or before the date of the Confirmation Hearing.

Exhibit 3

Identities of the Directors of the Reorganized Debtors

Directors of V SandCo, LLC:

- Owen Hill – Managing Director, Ares Credit Group
- Joseph Allio – Principal, Ares Credit Group
- Stephen Chehi – Vice President, Ares Credit Group
- Chris Gleysteen – Principal, MSD Partners, L.P.
- Robert Barrett – Managing Director, Energy, Angelo Gordon
- Independent Director - Vacant