

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

In re:

BOOMERANG TUBE, LLC, a Delaware limited  
liability company, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 15-11247 (MFW)

Jointly Administered

Re: Docket Nos. 766, 816 & 847

**NOTICE OF FILING OF AMENDMENT TO PLAN SUPPLEMENT  
TO THE DEBTORS' SECOND AMENDED JOINT CHAPTER 11 PLAN**

**PLEASE TAKE NOTICE** that, on December 29, 2015, the above-captioned chapter 11 cases (collectively, the “**Debtors**”) filed the *Debtors’ Second Amended Joint Chapter 11 Plan* [Docket No. 766] (as may be further amended, supplemented, or modified from time to time, the “**Plan**”). Capitalized terms used but not defined herein have the meanings ascribed to them in the Plan. On January 27, 2016, the Court entered the Confirmation Order confirming the Plan, but the Effective Date of the Plan has not yet occurred.

**PLEASE TAKE FURTHER NOTICE** that, on January 15, 2016, the Debtors filed the *Plan Supplement to the Debtors’ Second Amended Joint Chapter 11 Plan, Dated December 29, 2015* [Docket No. 816] (the “**Plan Supplement**”) and on January 26, 2016, the Debtors filed the *Notice of Filing of (I) Certain Amended or Supplemental Exhibits to the Plan Supplement to the Debtors’ Second Amended Joint Chapter 11 Plan Dated December 29, 2015, and (II) Related Blackline* [D.I. 847] (the “**Amended or Supplemental Exhibits**”).

**PLEASE TAKE FURTHER NOTICE** that, pursuant to Article V of the Plan, the Debtors may amend the schedule of contracts to be assumed in accordance with Section 5.1 of the Plan (the “**Assumption Schedule**,” which is Exhibit 5 to the Plan Supplement) until the occurrence of the Effective Date of the Plan, subject to obtaining the consent of the Majority Term Lenders. The Debtors have amended the Assumption Schedule as set forth on **Exhibit A** hereto. A blackline of the Assumption Schedule against the version previously included in the Plan Supplement is attached hereto as **Exhibit B**.

**PLEASE TAKE FURTHER NOTICE THAT** copies of the Plan, the Plan Supplement, the Amended or Supplemental Exhibits, and the Assumption Schedule also may be obtained by contacting Donlin, Recano & Company, Inc. (“**DRC**”), the administrative advisor retained by the Debtors in the chapter 11 cases, by: (a) accessing the Debtors’ restructuring website at <http://www.donlinrecano.com/bt>; (b) writing to DRC at Donlin, Recano & Company, Inc., Re:

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Boomerang Tube, LLC (9415); BTCSP, LLC (7632); and BT Financing, Inc. (6671). The location of the Debtors’ corporate headquarters is 14567 North Outer Forty, Suite 500, Chesterfield, Missouri 63017.

Boomerang Tube, LLC, et al., P.O. Box 199001, Blythebourne Station, Brooklyn, NY 11219; or (c) calling DRC at (212) 771-1128. You may also obtain such materials for a fee via PACER at <http://www.deb.uscourts.gov>.

Dated: February 2, 2016  
Wilmington, Delaware

*/s/ Ryan M. Bartley*

---

**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Robert S. Brady (No. 2847)

Sean M. Beach (No. 4070)

Ryan M. Bartley (No. 4985)

Rodney Square

1000 North King Street

Wilmington, Delaware 19801

Tel: (302) 571-6600

Fax: (302) 571-1253

Email: [rbrady@ycst.com](mailto:rbrady@ycst.com)

[sbeach@ycst.com](mailto:sbeach@ycst.com)

[rbartley@ycst.com](mailto:rbartley@ycst.com)

*Counsel for the Debtors and Debtors in Possession*

**EXHIBIT A**

*Amended* List of Contracts to be Assumed under Section 5.1 of the Plan  
(Exhibit 5 to Plan Supplement)

**First Amended List of Executory Contracts and Unexpired Leases  
to be Assumed Under the Plan**

The following table sets forth the Executory Contracts and Unexpired Leases that the Debtors will assume, to the extent such agreements have not been terminated or expired as of the Effective Date, under Section 5.1 of the Plan, along with the corresponding Cure Obligations. To the extent that the Debtors enter into any amendment or modification of any of the Executory Contracts and Leases being assumed under section 5.1 of the Plan in connection with, or prior to, the assumption of such Executory Contract and Lease, such agreement will be assumed as amended or modified. This listing remains subject to further amendment and modification as set forth in Article V of the Plan.

**IMPORTANT NOTE: The Debtors reserve the right to remove any agreement from the assumption schedule. Any assumption of an agreement may additionally be conditioned upon the Debtors entering into an acceptable amendment to the agreement.**

Counterparty Name <sup>1</sup>	Contract Description	Cure Obligation
Abbot Machine Company	Remanufacture Quotation Dated October 27, 2014, Quote No: 477-32.2	\$0.00
Access Industries Management LLC	Management Services Agreement dated 6/8/2015 <b>**This agreement is being assumed solely to the extent provided for in Section 5.3(c) of the Plan**</b>	\$0.00
ADP Inc.	ADP Workforce Now Comprehensive Services Agreement dated September 22, 2011	\$0.00
ADP Payroll	Agreement dated March 2, 2010 - Payroll Processing & Related Tax Filings	\$0.00
Aetna (Health Insurance)	Agreement for Administration for the Self Insurance Health Plan.	\$0.00
Aetna Life Insurance Company	Master Services Agreement between Aetna Life Insurance Company and Boomerang Tube LLC dated February 26, 2013	\$0.00
American Petroleum Institute	API Monogram License Agreement dated as of November 15, 2010	\$0.00
Appalachian Pipe Distributors, LLC	Distributorship Agreement effective June 17, 2013	\$0.00
Caterpillar Financial Services	Lease # 001-0667592-000 Dated 8/9/13 - 2013 Caterpillar 972K Medium Wheel Loader	\$9,710.53
[RESERVED]		
CenterPoint Energy Services, Inc.	Natural Gas Sales Contract dated as of February 1, 2011, as amended as of April 7, 2014	\$0.00

<sup>1</sup> Counterparties are listed alphabetically, and individuals are alphabetized by their first name.

Counterparty Name <sup>1</sup>	Contract Description	Cure Obligation
City of Liberty, Texas	Electric Service and Rate Agreement dated as of August 10, 2010	\$0.00
City of Liberty, Texas	Revised Tax Abatement Agreement dated as of January 12, 2010, as supplemented by the Tax Payment Agreement entered into on or about April, 2015	\$0.00
CSI Leasing, Inc.	Lease Agreement for Office Equipment and Software dated 10/1/2013	\$1,797.41
[RESERVED]		
Cudd Pressure Control, Inc.	Standard Terms and Conditions for Phased Array Full-Body and Weld Inspection System Services dated as of March 11, 2010	\$1,287,500.00
De Lage Landen Financial Services, Inc.	Lease Agreement dated 6/1/2013	\$1,911.72
De Lage Landen Financial Services, Inc.	Lease Agreement dated 9/1/2013	\$882.99
Delta Dental of Missouri	Administrative Services Contract Enrollment Agreement between Boomerang Tube LLC and Delta Dental of Missouri dated January 16, 2012	\$0.00
Delta Dental of Missouri	Addendum to the Administrative Services Contract Enrollment Agreement between Boomerang Tube LLC and Delta Dental of Missouri effective January 1, 2012, dated as of December 22, 2011	\$0.00
Encana Corporation	Master Purchase Agreement dated as of July 1, 2011	\$0.00
Encana Oil & Gas (USA), Inc.	Agreement for the Sale and Purchase of Oil Country Tubular Goods dated as of December 20, 2010	\$0.00
Enterprise Fleet Management	Lease Agreement dated 1/1/2013 (Audi A7)	\$0.00
Enterprise Fleet Management	Lease Agreement dated 2/7/2013 (2013 Ford Explorer)	\$0.00
Frank M. Jordan	Lease Agreement btw Frank M. Jordan and Boomerang Tube, LLC dated 1/22/2014 (LOCATION: 402 Highway 90, Liberty, TX 77575)	\$1,946.67
GB Tubulars Inc.	License Agreement dated as of April 1, 2011	\$472,323.75
Innovative Tech	Agreement for Full Service Quality Assurance Program	\$0.00
IQMS	IQMS Software License and Support Services Agreement, effective as of December 30, 2008	\$10,734.51
Konica Minolta Business Solutions	Monthly maintenance agreements for the Konica Minolta (QDS) items	\$1,932.45

<b>Counterparty Name<sup>1</sup></b>	<b>Contract Description</b>	<b>Cure Obligation</b>
Konica Minolta (QDS)	Equipment Lease Agreement dated 12/13/2013 - (1- KIP 7170 Printer)	\$714.14
Konica Minolta (QDS)	Equipment Lease Agreement dated 6/25/2013 - (2-C454e & 2-C654)	\$3,054.97
Konica Minolta (QDS)	Equipment Lease Agreement dated 6/24/2013 - (3-C454e)	\$4,961.53
Konica Minolta (QDS)	Equipment Lease Agreement dated 12/10/2014 - (2-C284e & 2-C384e)	\$2,753.00
Liberty County, Texas	Amended Tax Abatement Agreement dated as of December 30, 2008, as supplemented by the Tax Payment Agreement entered into on or about April, 2015	\$0.00
Liberty Independent School District	Agreement for the Limitation on Appraised Value of Property for School District Maintenance and Operation Taxes dated as of December 16, 2008, as supplemented by the Tax Payment Agreements entered into on February 18, 2014 and on or about April, 2015	\$0.00
Manchester Leasing Company	Lease # 7861 Dated 4/18/11 - Office Furniture	\$0.00
Manchester Leasing Company	Lease # 7872 Dated 5/23/11 - Office Furniture	\$0.00
Manchester Leasing Company	Lease # 8016 Dated 1/5/12 - Office Furniture	\$0.00
Manchester Leasing Company	Lease # 8095 Dated 3/27/12 - Office Furniture	\$0.00
Microsoft Licensing, GP	Master Agreement No. E9781334, Microsoft Enterprise 6 Enrollment No. 83263077	\$10,779.84
Microsoft Licensing, GP	Master Agreement No. E4154505, Microsoft Enterprise 6 Enrollment No. 86253293	\$0.00
Mustang Cat/Machinery	Lease # A8P00459 Dated 2/17/2015 - Caterpillar 972M	\$17,045.51
Mustang Cat/Machinery	Lease # A8P00464 Dated 2/17/2015 - Caterpillar 972M	\$17,045.51
Mustang Cat/Machinery	Lease # A8P00403 Dated 12/17/2014 - Caterpillar 972M	\$24,680.56
Mustang Cat/Machinery	Lease # A8P00457 Dated 12/17/2014 - Caterpillar 972M	\$24,680.56
Mustang Cat/Machinery	Lease # A8P00407 Dated 12/17/2014 - Caterpillar 972M	\$24,680.56
NMHG Financial Services, Inc.	Lease # 8454319-013 Dated 3/18/11 for Hyster J30XNT Forklift	\$546.00
NMHG Financial Services, Inc.	Lease # 8454319015 Dated 5/14/13 for 1) Hyster Lift Model H100FT 2) Hyster Lift Model H100FT	\$1,855.02

Counterparty Name <sup>1</sup>	Contract Description	Cure Obligation
NMHG Financial Services, Inc.	Lease # 8454319-005 Dated 8/3/2010 for Hyster H60FT 6,000 lb Capacity Lift Truck	\$582.37
NMHG Financial Services, Inc.	Lease # 8454319014 Dated 5/16/13 for 1) Hyster Lift Model H60FT 2) Hyster Lift Model H60FT 3) Hyster Lift H155FT	\$542.13
NMHG Financial Services, Inc.	Lease # 8454319-008 Dated 10/27/10for Hyster Lift H360HD	\$2,920.23
NMHG Financial Services, Inc.	Lease # 8454319-010 Dated 11/23/10 for Hyster Lift H60FT	\$545.66
NMHG Financial Services, Inc.	Lease # 8454319-004 Dated 9/15/10 for Hyster Lift H100FT	\$890.17
NMHG Financial Services, Inc.	Lease # 8454319-009 Dated 11/18/10 for Hyster Lift H155FT	\$1,500.63
NMHG Financial Services, Inc.	Lease # 8454319-003 Dated 8/3/10 for Hyster Lift H100FT	\$890.15
NMHG Financial Services, Inc.	Lease # 8454319-012 Dated 11/29/10 for Hyster Lift H360HD	\$2,920.23
Taylor Leasing Corporation	Lease Agreement dated 4/1/2014 - (Industrial Lift Truck), as amended by that certain Lease Agreement executed August 21, 2015  <b>**This agreement is being assumed subject to the amendment negotiated in connection with the Effective Date**</b>	\$0.00
Tuboscope, A Division of National Oilwell Varco, L.P.	Equipment & Service Agreement dated as of October 8, 2008, as amended on March 4, 2015	\$669,331.44
U S Bank Equipment Finance	Equipment Lease Agreement dated 10/7/2013 (Tennant Co. Scrubbers / Sweepers)	\$7,834.51
United Healthcare Services, Inc.	Administrative Services Agreement between United HealthCare Services, Inc. and Boomerang Tube, LLC effective January 1, 2015	\$0.00

**EXHIBIT B**

Blackline



**First Amended List of Executory Contracts and Unexpired Leases  
to be Assumed Under the Plan**

The following table sets forth the Executory Contracts and Unexpired Leases that the Debtors will assume, to the extent such agreements have not been terminated or expired as of the Effective Date, under Section 5.1 of the Plan, along with the corresponding Cure Obligations. To the extent that the Debtors enter into any amendment or modification of any of the Executory Contracts and Leases being assumed under section 5.1 of the Plan in connection with, or prior to, the assumption of such Executory Contract and Lease, such agreement will be assumed as amended or modified. This listing remains subject to further amendment and modification as set forth in Article V of the Plan.

**IMPORTANT NOTE: The Debtors reserve the right to remove any agreement from the assumption schedule. Any assumption of an agreement may additionally be conditioned upon the Debtors entering into an acceptable amendment to the agreement.**

Counterparty Name <sup>1</sup>	Contract Description	Cure Obligation
Abbot Machine Company	Remanufacture Quotation Dated October 27, 2014, Quote No: 477-32.2	\$0.00
Access Industries Management LLC	Management Services Agreement dated 6/8/2015 <b>**This agreement is being assumed solely to the extent provided for in Section 5.3(c) of the Plan**</b>	\$0.00
ADP Inc.	ADP Workforce Now Comprehensive Services Agreement dated September 22, 2011	\$0.00
ADP Payroll	Agreement dated March 2, 2010 - Payroll Processing & Related Tax Filings	\$0.00
Aetna (Health Insurance)	Agreement for Administration for the Self Insurance Health Plan.	\$0.00
Aetna Life Insurance Company	Master Services Agreement between Aetna Life Insurance Company and Boomerang Tube LLC dated February 26, 2013	\$0.00
American Petroleum Institute	API Monogram License Agreement dated as of November 15, 2010	\$0.00
Appalachian Pipe Distributors, LLC	Distributorship Agreement effective June 17, 2013	\$0.00
Caterpillar Financial Services	Lease # 001-0667592-000 Dated 8/9/13 - 2013 Caterpillar 972K Medium Wheel Loader	\$9,710.53
<del>Caterpillar Financial Services</del> <b>[RESERVED]</b>	<del>Lease # 001-0667592-000 Dated 9/14/13 - 2012 Caterpillar 972K Medium Wheel Loader, and 2012 Caterpillar 972k Medium Loader (2 Tractors)</del>	<del>\$20,930.37-</del>
CenterPoint Energy Services, Inc.	Natural Gas Sales Contract dated as of February 1, 2011, as amended as of April 7, 2014	\$0.00
City of Liberty, Texas	Electric Service and Rate Agreement dated as of August 10,	\$0.00

<sup>1</sup> Counterparties are listed alphabetically, and individuals are alphabetized by their first name.

Counterparty Name <sup>1</sup>	Contract Description	Cure Obligation
	2010	
City of Liberty, Texas	Revised Tax Abatement Agreement dated as of January 12, 2010, as supplemented by the Tax Payment Agreement entered into on or about April, 2015	\$0.00
CSI Leasing, Inc.	Lease Agreement for Office Equipment and Software dated 10/1/2013	\$1,797.41
<del>Cudd Pressure Control, Inc.</del> <a href="#">[RESERVED]</a>	<del>Standard Terms and Conditions for Phased Array Full Body and Weld Inspection System Services dated as of October 17, 2011, as amended</del>	<del>\$1,287,500.00</del>
Cudd Pressure Control, Inc.	Standard Terms and Conditions for Phased Array Full-Body and Weld Inspection System Services dated as of March 11, 2010	\$1,287,500.00
De Lage Landen Financial Services, Inc.	Lease Agreement dated 6/1/2013	\$1,911.72
De Lage Landen Financial Services, Inc.	Lease Agreement dated 9/1/2013	\$882.99
Delta Dental of Missouri	Administrative Services Contract Enrollment Agreement between Boomerang Tube LLC and Delta Dental of Missouri dated January 16, 2012	\$0.00
Delta Dental of Missouri	Addendum to the Administrative Services Contract Enrollment Agreement between Boomerang Tube LLC and Delta Dental of Missouri effective January 1, 2012, dated as of December 22, 2011	\$0.00
Encana Corporation	Master Purchase Agreement dated as of July 1, 2011	\$0.00
Encana Oil & Gas (USA), Inc.	Agreement for the Sale and Purchase of Oil Country Tubular Goods dated as of December 20, 2010	\$0.00
Enterprise Fleet Management	Lease Agreement dated 1/1/2013 (Audi A7)	\$0.00
Enterprise Fleet Management	Lease Agreement dated 2/7/2013 (2013 Ford Explorer)	\$0.00
Frank M. Jordan	Lease Agreement btw Frank M. Jordan and Boomerang Tube, LLC dated 1/22/2014 (LOCATION: 402 Highway 90, Liberty, TX 77575)	\$1,946.67
<a href="#">GB Tubulars Inc.</a>	<a href="#">License Agreement dated as of April 1, 2011</a>	<a href="#">\$472,323.75</a>
Innovative Tech	Agreement for Full Service Quality Assurance Program	\$0.00
IQMS	IQMS Software License and Support Services Agreement, effective as of December 30, 2008	\$10,734.51
Konica Minolta Business Solutions	Monthly maintenance agreements for the Konica Minolta (QDS) items	\$1,932.45
Konica Minolta (QDS)	Equipment Lease Agreement dated 12/13/2013 - (1- KIP	\$714.14

Counterparty Name <sup>1</sup>	Contract Description	Cure Obligation
	7170 Printer)	
Konica Minolta (QDS)	Equipment Lease Agreement dated 6/25/2013 - (2-C454e & 2-C654)	\$3,054.97
Konica Minolta (QDS)	Equipment Lease Agreement dated 6/24/2013 - (3-C454e)	\$4,961.53
Konica Minolta (QDS)	Equipment Lease Agreement dated 12/10/2014 - (2-C284e & 2-C384e)	\$2,753.00
Liberty County, Texas	Amended Tax Abatement Agreement dated as of December 30, 2008, as supplemented by the Tax Payment Agreement entered into on or about April, 2015	\$0.00
Liberty Independent School District	Agreement for the Limitation on Appraised Value of Property for School District Maintenance and Operation Taxes dated as of December 16, 2008, as supplemented by the Tax Payment Agreements entered into on February 18, 2014 and on or about April, 2015	\$0.00
Manchester Leasing Company	Lease # 7861 Dated 4/18/11 - Office Furniture	\$0.00
Manchester Leasing Company	Lease # 7872 Dated 5/23/11 - Office Furniture	\$0.00
Manchester Leasing Company	Lease # 8016 Dated 1/5/12 - Office Furniture	\$0.00
Manchester Leasing Company	Lease # 8095 Dated 3/27/12 - Office Furniture	\$0.00
Microsoft Licensing, GP	Master Agreement No. E9781334, Microsoft Enterprise 6 Enrollment No. 83263077	\$10,779.84
Microsoft Licensing, GP	Master Agreement No. E4154505, Microsoft Enterprise 6 Enrollment No. 86253293	\$0.00
Mustang Cat/Machinery	Lease # A8P00459 Dated 2/17/2015 - Caterpillar 972M	\$17,045.51
Mustang Cat/Machinery	Lease # A8P00464 Dated 2/17/2015 - Caterpillar 972M	\$17,045.51
Mustang Cat/Machinery	Lease # A8P00403 Dated 12/17/2014 - Caterpillar 972M	\$24,680.56
Mustang Cat/Machinery	Lease # A8P00457 Dated 12/17/2014 - Caterpillar 972M	\$24,680.56
Mustang Cat/Machinery	Lease # A8P00407 Dated 12/17/2014 - Caterpillar 972M	\$24,680.56
NMHG Financial Services, Inc.	Lease # 8454319-013 Dated 3/18/11 for Hyster J30XNT Forklift	\$546.00
NMHG Financial Services, Inc.	Lease # 8454319015 Dated 5/14/13 for 1) Hyster Lift Model H100FT 2) Hyster Lift Model H100FT	\$1,855.02
NMHG Financial Services, Inc.	Lease # 8454319-005 Dated 8/3/2010 for Hyster H60FT 6,000 lb Capacity Lift Truck	\$582.37
NMHG Financial Services, Inc.	Lease # 8454319014 Dated 5/16/13 for 1) Hyster Lift	\$542.13

Counterparty Name <sup>1</sup>	Contract Description	Cure Obligation
	Model H60FT 2) Hyster Lift Model H60FT 3) Hyster Lift H155FT	
NMHG Financial Services, Inc.	Lease # 8454319-008 Dated 10/27/10 for Hyster Lift H360HD	\$2,920.23
NMHG Financial Services, Inc.	Lease # 8454319-010 Dated 11/23/10 for Hyster Lift H60FT	\$545.66
NMHG Financial Services, Inc.	Lease # 8454319-004 Dated 9/15/10 for Hyster Lift H100FT	\$890.17
NMHG Financial Services, Inc.	Lease # 8454319-009 Dated 11/18/10 for Hyster Lift H155FT	\$1,500.63
NMHG Financial Services, Inc.	Lease # 8454319-003 Dated 8/3/10 for Hyster Lift H100FT	\$890.15
NMHG Financial Services, Inc.	Lease # 8454319-012 Dated 11/29/10 for Hyster Lift H360HD	\$2,920.23
Taylor Leasing Corporation	Lease Agreement dated 4/1/2014 - (Industrial Lift Truck), as amended by that certain Lease Agreement executed August 21, 2015  <b>**This agreement is being assumed subject to the amendment negotiated in connection with the Effective Date**</b>	\$0.00
Tuboscope, A Division of National Oilwell Varco, L.P.	Equipment & Service Agreement dated as of October 8, 2008, as amended on March 4, 2015	\$669,331.44
U S Bank Equipment Finance	Equipment Lease Agreement dated 10/7/2013 (Tennant Co. Scrubbers / Sweepers)	\$7,834.51
United Healthcare Services, Inc.	Administrative Services Agreement between United HealthCare Services, Inc. and Boomerang Tube, LLC effective January 1, 2015	\$0.00