



IT IS HEREBY ADJUDGED and DECREED that the below described is SO ORDERED.

Dated: April 05, 2018.

Craig A. Gargotta

**CRAIG A. GARGOTTA
UNITED STATES BANKRUPTCY JUDGE**

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION

In re:	§	
	§	Chapter 11
FIRST RIVER ENERGY, LLC, ¹	§	
	§	Bankruptcy Case No. 18-50085
Debtor.	§	
	§	

**AMENDED ORDER PURSUANT TO 11 U.S.C. §§ 105(a) AND 503(b)(9)
ESTABLISHING PROCEDURES FOR THE ASSERTION, RESOLUTION, AND
SATISFACTION OF CLAIMS ASSERTED PURSUANT TO 11 U.S.C. § 503(b)(9)**

Upon the Motion [ECF No. 362] (the "Motion")² of First River Energy, LLC (the "Debtor"), debtor and debtor-in-possession in the above-captioned chapter 11 case (the "Chapter

¹ The Debtor in this chapter 11 case, along with the last four digits of the Debtor's federal tax identification number, is: First River Energy, LLC (9656). The mailing address for the Debtor, solely for purposes of notices and communications, is 1862 W. Bitters Rd, Suite 300, San Antonio, TX 78248.

² Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Motion for Entry of Order Pursuant to 11 U.S.C. §§ 105(a) and 503(b)(9) Establishing Procedures For the

11 Case" or "Case"), pursuant to sections 105(a) and 503(b)(9) of title 11, United States Code (the "Bankruptcy Code"), for entry of an amended order establishing exclusive procedures for the assertion, resolution, allowance, and satisfaction of claims asserted pursuant to section 503(b)(9) of the Bankruptcy Code (the "503(b)(9) Claims"), all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the parties on the Limited Service List, and it appearing that no other or further notice need be provided; and after opportunity for hearing; and upon the record of all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtor, its estate, creditors, and all parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted as provided herein; and it is further

ORDERED that the following Procedures (the "Procedures"), which Procedures are hereby authorized and approved in their entirety, shall apply to all 503(b)(9) Claims:

- (a) The Debtor shall mail, via United States first-class mail, postage prepaid, no later than within five (5) business days following entry of this Order, on all Vendors and persons in interest whom the Debtor believes may assert a 503(b)(9) Claim a notice and proof of claim form substantially in the form attached hereto as **Exhibit 1**, which shall notify Vendors and persons of interest that they may access a list of Vendors whom the Debtor believes is entitled to assert a 503(b)(9) Claim (the "503(b)(9) Claim

Assertion, Resolution, Allowance, and Satisfaction of Claims Asserted Pursuant to 11 U.S.C. § 503(b)(9) [ECF No. 227].

List") electronically from the Debtor's case information website at <https://www.donlinrecano.com/Clients/fre/Index>, or obtain a copy of the 503(b)(9) Claim List from the Debtor's representatives by calling 214-720-4385 and requesting it;

- (b) Any Vendor that is listed on the 503(b)(9) Claim List will be deemed to have an allowed 503(b)(9) Claim in the amount ascribed to the Vendor in the 503(b)(9) Claim List and such Vendor is not required to file a proof of claim as to that amount (a "Proof of 503(b)(9) Claim");
- (c) Any Vendor asserting a 503(b)(9) Claim that is not listed on the 503(b)(9) Claim List or who disagrees with the 503(b)(9) Claim amount set forth on the 503(b)(9) Claim List must file a Proof of 503(b)(9) Claim that sets forth:
 - (i) the amount of the 503(b)(9) Claim;
 - (ii) the value of the Goods the Vendor contends the Debtor received within twenty (20) days before the Petition Date;
 - (iii) documentation, including invoices, receipts, bills of lading, and the like, identifying the particular Goods for which the claim is being asserted;
 - (iv) the date the Goods were received by such Debtor and supporting documentation;
 - (v) a statement certifying the Goods with respect to which the 503(b)(9) Claim is being filed were sold in the ordinary course of the claimant's business with the Debtor; and
 - (vi) a statement indicating whether the Vendor has filed any other claim against any Debtor regarding the Goods underlying its Proof of 503(b)(9) Claim;
- (d) All Proofs of 503(b)(9) Claims must be submitted to Donlin, Recano & Company, Inc., the claims and noticing agent retained in this Case, so as to be received no later than 5:00 p.m., Central Standard Time, on April 30, 2018 (the "503(b)(9) Claim Filing Deadline"), as follows:

If by U.S. Mail to:

Donlin, Recano & Company, Inc.
Re: First River Energy, LLC; 503(b)(9) POC
P.O. Box 199043
Blythebourne Station
Brooklyn, NY 11219

If by Overnight Courier or Hand Delivery, send to:

Donlin, Recano & Company, Inc.
Re: First River Energy, LLC; 503(b)(9) POC
6201 15th Avenue
Brooklyn, NY 11219

- (e) Any Vendor listed on the 503(b)(9) Claim List or that files a Proof of 503(b)(9) Claim shall not be precluded from maintaining that such claim is a secured claim or that the amounts sought therein are subject to a lien pursuant to Texas law and such rights are expressly reserved; and
- (f) Vendors shall be forever barred, without further order of the Court, from asserting a Section 503(b)(9) Claim after the expiration of the 503(b)(9) Claim Filing Deadline, but shall not be barred from asserting a related or unrelated general unsecured or secured claim; and it is further

ORDERED that the foregoing Procedures are the sole and exclusive method for the assertion, resolution, allowance, and satisfaction of 503(b)(9) Claims against the Debtor; and it is further

ORDERED that all Vendors are prohibited from using any other means for the assertion, reconciliation, allowance, resolution, or satisfaction of their 503(b)(9) Claims, including, without limitation, the filing of a motion for allowance, or to compel payment, of any 503(b)(9) Claims; and it is further

ORDERED that, to the extent a Vendor asserting a 503(b)(9) Claim has been paid pursuant to another order entered by the Court in this Chapter 11 Case, the Procedures shall not apply and any such 503(b)(9) Claim asserted by such Vendor shall be deemed withdrawn without the need for any application to, or further order of, the Court; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

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AND DEBTOR-IN-POSSESSION

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION

In re:	§	
	§	Chapter 11
FIRST RIVER ENERGY, LLC, ¹	§	
	§	Bankruptcy Case No. 18-50085
Debtor.	§	
	§	

**NOTICE OF DEADLINE AND BAR DATE FOR FILING REQUESTS FOR
ADMINISTRATIVE EXPENSE CLAIMS ASSERTED UNDER 11 U.S.C. § 503(b)(9)**

TO: ALL POTENTIAL HOLDERS OF ADMINISTRATIVE CLAIMS UNDER BANKRUPTCY
CODE SECTION 503(b)(9)

**PLEASE TAKE NOTICE THAT 5:00 P.M. (Central Standard Time "CST") ON APRIL
30, 2018, HAS BEEN ESTABLISHED AS THE DEADLINE AND BAR DATE FOR FILING A
REQUEST FOR ALLOWANCE OF AN ADMINISTRATIVE EXPENSE CLAIM UNDER 11
U.S.C. § 503(b)(9) IN THE ABOVE CAPTIONED CASE.**

All parties asserting administrative expense claims, as defined in sections 101(5) and 503(b)(9) of title 11 of the United States Code (the "Bankruptcy Code"), for the value of any goods (the "Goods") sold in the ordinary course of business and received by the Debtor within twenty (20) days before January 12, 2018 (the "Petition Date") (i.e., between and including December 23, 2017, and January 11, 2018) must file a proof of claim ("Proof of 503(b)(9) Claim") that requests payment on such claim (the "503(b)(9) Claim") on or before 5:00 p.m. (CST) on April 30, 2018, except that all parties listed on the 503(b)(9) Claims List (defined below) will be deemed to have an allowed 503(b)(9) Claim in the amount ascribed to them in the 503(b)(9) Claim List, subject to the Debtor's right to object and or challenge such claim pursuant to the Debtor's Plan of Liquidation, and such parties do not need to file a Proof of 503(b)(9) Claim if they agree with the amount ascribed to their 503(b)(9) Claim set forth in the 503(b)(9) Claims List.

¹ The Debtor in this chapter 11 case, along with the last four digits of the Debtor's federal tax identification number, is: First River Energy, LLC (9656). The mailing address for the Debtor, solely for purposes of notices and communications, is 1862 W. Bitters Rd, Suite 300, San Antonio, TX 78248.

CONTENTS OF PROOF OF 503(b)(9) CLAIM

Each Proof of 503(b)(9) Claim must set forth with specificity:

- (i) the amount of the 503(b)(9) Claim;
- (ii) the value of the Goods the party contends the Debtor received within twenty (20) days before the Petition Date;
- (iii) documentation, including invoices, receipts, bills of lading, and the like, identifying the particular Goods for which the claim is being asserted;
- (iv) the date the Goods were received by such Debtor and supporting documentation;
- (v) a statement certifying the Goods with respect to which the 503(b)(9) Claim is being filed were sold in the ordinary course of the claimant's business with the Debtor; and
- (vi) a statement indicating whether the party has filed any other claim against any Debtor regarding the Goods underlying its Proof of 503(b)(9) Claim.

TIME AND PLACE FOR FILING PROOF OF 503(b)(9) CLAIM

A copy of the Proof of 503(b)(9) Claim form is enclosed herewith.

For any Proof of 503(b)(9) Claim to be timely and properly filed, a person or entity holding a 503(b)(9) Claim must submit an original signed Proof of 503(b)(9) Claim asserting such 503(b)(9) Claim, together with the accompanying information and documentation described above to the Debtor's claims and noticing agent as follows:

If by U.S. Mail to:

Donlin, Recano & Company, Inc.
Re: First River Energy, LLC; 503(b)(9) POC
P.O. Box 199043
Blythebourne Station
Brooklyn, NY 11219

If by Overnight Courier or Hand Delivery, send to:

Donlin, Recano & Company, Inc.
Re: First River Energy; 503(b)(9) POC
6201 15th Avenue
Brooklyn, NY 11219

Each Proof of 503(b)(9) Claim Form must be submitted so as to be received no later than **5:00 p.m. (CST), on April 30, 2018.**

HOW TO DETERMINE WHETHER I HAVE A 503(b)(9) CLAIM

503(b)(9) Claims are those claims for the "value of any goods received by the debtor, within 20 days before the date of commencement of a case under this title in which the goods have been sold to the debtor in the ordinary course of such debtor's business." 11 U.S.C. § 503(b)(9).

WHAT IS THE 503(b)(9) CLAIMS LIST AND HOW TO I ACCESS OR OBTAIN A COPY OF IT

The Debtor has compiled a list of parties whom the Debtor believes may be entitled to assert a 503(b)(9) Claim along with the corresponding 503(b)(9) Claim amount(s) (the "503(b)(9) Claim List"). A copy of the 503(b)(9) Claim List may be accessed electronically from the Debtor's case information website at <https://www.donlinrecano.com/Clients/fre/Index>, or may be obtained by requesting a copy from the Debtor's representatives by calling 214-720-4385.

CONSEQUENCES OF FAILURE TO FILE PROOF OF 503(b)(9) CLAIM

EXCEPT FOR THOSE PARTIES LISTED ON THE 503(B)(9) CLAIMS LIST AND IN THE AMOUNT ASCRIBED TO EACH SUCH PARTY'S CLAIM, ANY PERSON OR ENTITY HOLDING A 503(b)(9) CLAIM THAT FAILS TO SUBMIT A 503(b)(9) CLAIM REQUEST ON OR BEFORE 5:00 PM (CST) ON APRIL 30, 2018 (THE "503(B)(9) CLAIM FILING DEADLINE"), IN THE MANNER DESCRIBED IN THIS NOTICE SHALL BE FOREVER BARRED AND ESTOPPED FROM ASSERTING A SECTION 503(B)(9) CLAIM AFTER THE EXPIRATION OF THE 503(B)(9) CLAIM FILING DEADLINE, BUT SHALL NOT BE BARRED FROM ASSERTING A RELATED OR UNRELATED GENERAL UNSECURED CLAIM.

NO WAIVER OF RIGHTS TO ASSERT CLAIM IS SECURED

No party shall be deemed by virtue of having filed a 503(b)(9) Claim to have waived any right or argument it may have to assert that a claim based on the same deliveries to the Debtor as the 503(b)(9) Claim should be classified and treated as a secured claim.

Copies of pleadings and case information can be obtained at www.donlinrecano.com/fre.

UNITED STATES BANKRUPTCY COURT, FOR THE WESTERN DISTRICT OF TEXAS In re: First River Energy, LLC, Case No. 18-50085		<u>Proof of 503(b)(9) Claim</u> Deadline: April 30, 2018, at 5:00 p.m. (Central Standard Time)	
Debtor Name: First River Energy, LLC			
NOTE: Read the instructions before filling out this form. Pursuant to an Order of the Bankruptcy Court in the above-referenced chapter 11 case, to have claims allowed as administrative expense under 11 U.S.C. § 503(b)(9), this form must be served upon Donlin, Recano & Company, Inc., so as to be received by April 30, 2018, at 5:00 p.m. (Central Standard Time), the 503(b)(9) Claim Filing Deadline in the above-referenced cases. Do not use this form to make a request for payment of an administrative expense other than a claim arising under 11 U.S.C. § 503(b)(9).			
Item A - Name and Address of Creditor: (The person or other entity to whom the debtor owes money or property)		☐ Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. ☐ Check box if you have filed any other claim against any debtor regarding the goods underlying this Proof of 503(b)(9) Claim. Attach copies of any such claim. ☐ Check box if you have (a) acquired this claim from someone else, or (b) transferred the rights of your claim to any third party. If so please list name of the transferor/transferee: _____	
Item B - Name and address where notices should be sent (if different than Item A above)		☐ Check box if you have never received any notices from the bankruptcy court in this case. ☐ Check box if the address on the envelope differs from the address on the envelope sent to you.	
ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR:	Check here if this claim ☐ replaces a previously filed claim, dated: _____ ☐ amends a previously filed claim, dated: _____		
1. BASIS FOR CLAIM: Goods delivered within 20 days of the commencement of the case. Value of Goods: \$ _____			
2. DATE OF DELIVERY _____ <i>Attach support for your claim.</i> NAME OF CARRIER: _____ PLACE OF DELIVERY: _____			
3. TOTAL AMOUNT OF SECTION OF 503(b)(9) CLAIM: \$ _____ ☐ Check the box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all additional charges			
4. BRIEF DESCRIPTION OF CLAIM: _____ Describe goods sold: _____ <i>Attach support for your claim.</i>			
5. CREDITS AND SETOFFS: The amount of all payments on this claim has been credited and deducted for the purpose of making this claim. In filing this claim, claimant has deducted all amounts that claimant owes to debtor. 6. SUPPORTING DOCUMENTS: Attach copies of supporting documents, such as purchase orders, invoices, itemized statements of running accounts, receipts, bills of lading, or contracts. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. Attachments must be printed on 8-1/2" by 11" paper. 7. ORDINARY COURSE CERTIFICATION: By signing this claim request form, you are certifying that the goods for which payment is sought hereby, were sold to the debtor in the ordinary course of the debtor's business as required by 11 U.S.C. § 503(b)(9). <i>Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.</i>		FOR COURT USE ONLY	
Date	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any)		

Facsimile, email, or electronic submissions will not be accepted. Requests shall be deemed filed when actually received by Donlin, Recano, & Company, Inc., as provided in the Instructions on the reverse side. To receive an acknowledgment of the timely submission of your claim, enclose a stamped, self-addressed envelope and copy of this Proof of Section 503(b)(9) Claim form or you may access the claims agent's website (www.donlinrecano.com/fre) to view the filed form.

INSTRUCTIONS FOR FILING SECTION 503(b)(9) EXPENSE REQUEST FORM

The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances, there may be exceptions to the general rules.

Debtor	Case No.	Definitions	
First River Energy, LLC	18-50085	Section 503(b)(9) Claim: Any claim entitled to treatment in accordance with Section 503(b)(9) of the Bankruptcy Code. Specifically, Section 503(b)(9) Claims are those claims for the "value of any goods received by the debtor, within 20 days before the date of commencement of a case under this title in which the goods have been sold to the debtor in the ordinary course of such debtor's business." 11 U.S.C. § 503(b)(9)	Section 503(b)(9) Bar Date: By Order of the United States Bankruptcy Court for the Western District of Texas, all requests for allowance of a 503(b)(9) Claim must be submitted so as to be received at the address set forth below no later than 5:00 p.m., Central Standard Time on April 30, 2018: If by U.S. Mail to: Donlin, Recano & Company, Inc. Re: First River Energy, LLC; 503(b)(9) POC P.O. Box 199043 Blythebourne Station Brooklyn, NY 11219 If by Overnight Courier or Hand Delivery, send to: Donlin, Recano & Company, Inc. Re: First River Energy, LLC; 503(b)(9) POC 6201 15th Avenue Brooklyn, NY 11219

1. Please read this Proof of 503(b)(9) Claim form carefully and fill it in completely and accurately. Print legibly.
2. Attach additional pages on 8-1/2 x 11" paper if more space is required to complete this Proof of 503(b)(9) Claim form.
3. This form should only be used by a claimant asserting a Section 503(b)(9) claim. It should not be used for any claims that are not entitled to priority in accordance with 11 U.S.C. § 503(b)(9).
4. **ANY DOCUMENTS RELIED UPON BY ANY 503(b)(9) CLAIMANT TO SUPPORT ITS SECTION 503(b)(9) CLAIM, INCLUDING ALL DOCUMENTS THAT PURPORT TO ESTABLISH THAT SUCH CLAIMANT SUPPLIED THE DEBTOR "GOODS" WITHIN THE 20 DAY PERIOD BEFORE JANUARY 12, 2018, THE "VALUE" OF SUCH GOODS AND THAT SUCH GOODS WERE "SOLD TO THE DEBTOR IN THE ORDINARY COURSE OF THE DEBTOR'S BUSINESS," SHOULD BE ANNEXED TO THIS PROOF OF 503(b)(9) CLAIM FORM. IF ANY SUCH DOCUMENTS ARE UNAVAILABLE PLEASE PROVIDE AN EXPLANATION AS TO WHY.**
5. **To be considered timely filed, this Section 503(b)(9) Claim Request Form must be actually received by DONLIN, RECANO & COMPANY, INC. by 5:00 p.m. (Central Standard Time) on April 30, 2018, and should include appropriate documents/materials establishing the claimants entitlement to an allowed Section 503(b)(9) Claim and the amount of the asserted claim.**