

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

<p>In re:</p> <p>Chieftain Sand and Proppant, LLC, <i>et al.</i>,</p> <p style="padding-left: 40px;">Debtors.¹</p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>Case No. 17-10064 (KG)</p> <p>Chapter 11</p> <p>(Jointly Administered)</p> <p>Re: Docket No. 13, 29</p>
---	--	---

**CERTIFICATION OF COUNSEL REGARDING
DEBTORS’ MOTION FOR ENTRY OF INTERIM AND FINAL ORDERS
PURSUANT TO SECTIONS 361, 362, 363 AND 364 OF THE BANKRUPTCY CODE
AND RULE 4001 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURES
(A) AUTHORIZING THE DEBTORS TO (I) USE CASH COLLATERAL OF THE
PREPETITION SECURED PARTIES, (II) OBTAIN SECURED SUPERPRIORITY
POSTPETITION FINANCING AND (III) PROVIDE ADEQUATE PROTECTION TO
THE PREPETITION SECURED PARTIES AND (B) SCHEDULING FINAL HEARING**

The undersigned proposed counsel to the above-captioned debtors (the “Debtors”) certifies as follows:

1. On January 9, 2017, the Debtors filed the *Debtors’ Motion for Entry of Interim and Final Orders Pursuant to Sections 361, 362, 363 and 364 of the Bankruptcy Code and Rule 4001 of the Federal Rules of Bankruptcy Procedures (A) Authorizing the Debtors to (I) Use Cash Collateral of the Prepetition Secured Parties, (II) Obtain Secured Superpriority Postpetition Financing and (III) Provide Adequate Protection to the Prepetition Secured Parties and (B) Scheduling Final Hearing* (the “Motion”) [Docket No. 42].

¹ The Debtors in these chapter 11 cases, and the last four digits of their respective federal tax identification numbers, are Chieftain Sand and Proppant, LLC (1729) and Chieftain Sand and Proppant Barron, LLC (0418). The Debtors’ service address is: 331 27th Street, New Auburn, WI 54757.

2. Pursuant to the Interim Order entered on January 10, 2017, objections to the Final Order were to be filed and served no later than January 27, 2017 at 4:00 p.m. (the “Objection Deadline”).

3. Proposed Counsel has revised the proposed final form of order as requested by the Office of the United States Trustee (the “UST”) and this Court. Aside from standard changes denoting the final nature of the order, the form of proposed final order has been revised to shorten and simplify the order.

4. No informal responses were raised, no objections to the Motion were filed with the Court, and no responses or objections were received by Proposed Counsel or filed by any party-in-interest.

5. The UST has reviewed and approved the revised proposed form of final order attached hereto as Exhibit A (the “Revised Final Order”).

6. For the Court’s convenience attached hereto as Exhibit B is a blacklined copy of the Revised Order showing changes to the proposed form of final order filed with the Motion.

7. Further, the UST does not object to entry of the Revised Final Order.

8. Further, in accordance with Del. L. R. 9019-1, Proposed Counsel hereby confirms that the Revised Order has been reviewed and approved by all parties affected by the Revised Final Order.

7. No objections having been filed and the informal objection of the UST having been resolved, Proposed Counsel respectfully requests that the Court enter the Revised Final Order, attached hereto as Exhibit A without further notice of hearing.

Dated: January 30, 2017
Wilmington, Delaware

GIBBONS P.C.

By: /s/ Howard A. Cohen

Howard A. Cohen (DE 4082)

Natasha M. Songonuga (DE 5391)

300 Delaware Avenue, Suite 1015

Wilmington DE 19801-1761

Telephone: (302) 518-6330

Facsimile: (302) 429-6294

Email: hcohen@gibbonslaw.com

nsongonuga@gibbonslaw.com

**PROPOSED ATTORNEYS FOR THE
DEBTORS**