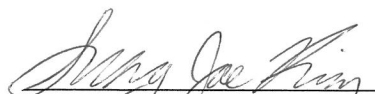


4. I declare under penalty of perjury that the foregoing is true and correct to the best of my personal knowledge. Executed this 31st day of January 2017 at Brooklyn, New York.

By 
Robert Rotman

Sworn before me this
31st day of January, 2017


Notary Public

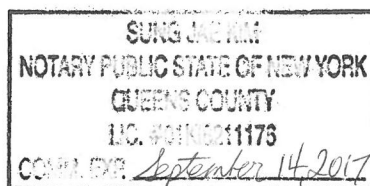


EXHIBIT 1

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Chieftain Sand and Proppant, LLC
Electronic Mail
Exhibit Pages

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000256P003-1353A-016
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Chieftain Sand and Proppant, LLC
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Exhibit Pages

Page # : 2 of 5

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Chieftain Sand and Proppant, LLC
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Chieftain Sand and Proppant, LLC
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Chieftain Sand and Proppant, LLC
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EXHIBIT 2

**Facsimile
Exhibit Page**

Page # : 1 of 1

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EXHIBIT 3

Chieftain Sand and Proppant, LLC Exhibit Pages

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ENERGY CAPITAL PARTNERS MEZZANINE
OPPORTUNITIES FUND A LP
51 JFK PKWY
STE 200
SHORT HILLS NJ 07078

000048P001-1353S-016
ERNST VON METZCH
125 WILDWOOD GARDENS
PIEDMONT CA 94611

000029P001-1353S-016
FABICK CAT / FABCO EQUIPMENT, INC.
JFTCO, INC./TOM SCALZO
11200 W. SILVER SPRING ROAD
MILWAUKEE WI 53225

000011P001-1353S-016
FRANCHISE TAX BOARD
BANKRUPTCY SECTION, MS:A-340
P.O. BOX 2952
SACRAMENTO CA 95812-2952

000046P001-1353S-016
GRANT WHITESIDE
1120 E. TUFFS AVENUE
ENGLEWOOD CO 80113

000001P001-1353S-016
INTERNAL REVENUE SERVICE
CENTRALIZED INSOLVENCY OPERATION
P.O. BOX 7346
PHILADELPHIA PA 19104-7346

000002P001-1353S-016
INTERNAL REVENUE SERVICE
2970 MARKET STREET
MAIL STOP 5-Q30.133
PHILADELPHIA PA 19104-5016

000028P001-1353S-016
IOWA NORTHERN RAILWAY CO
AMY HOMAN
305 2ND ST SE
SUITE 400
CEDAR RAPIDS IA 52401

000051P001-1353S-016
JIM HILLARY
7 CHURCHILL DRIVE
ENGLEWOOD CO 80113

000043P001-1353S-016
JIM POWERS
2411 S. COLUMBINE STREET
DENVER CO 80210

000039P001-1353S-016
JOHN POTTER
115 DRAKEFIELD ROAD
LONDON SW17 8RS
UNITED KINGDOM

000038P001-1353S-016
JOHN CUMMINGS
PO BOX 7
NEW VERNON NJ 07976

000026P001-1353S-016
KNAPP RAILROAD BUILDER, INC.
RICH HAWKINS
4777 W LINCOLN AVE.
WEST MILWAUKEE WI 53219

**Chieftain Sand and Proppant, LLC
Exhibit Pages**

Page # : 2 of 3

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000050P001-1353S-016
LANE HAMILTON
30276 TELLURIDE LANE
EVERGREEN CO 80439

000053P002-1353S-016
LATHAM & WATKINS LLP
MITCHELL SEIDER
885 THIRD AVENUE, 16TH FL
NEW YORK NY 10022

000054P001-1353S-016
LATHAM & WATKINS LLP
ANNEMARIE V. REILLY
885 THIRD AVENUE
NEW YORK NY 10022

000012P001-1353S-016
MICHIGAN DEPT. OF TREASURY, TAX POL. DIV.
ATTN: LITIGATION LIAISON
430 WEST ALLEGAN STREET
2ND FLOOR, AUSTIN BUILDING
LANSING MI 48922

000049P001-1353S-016
NEAL JACOBS
18 COVE ROAD
BELVEDERE CA 94920

000003P002-1353S-016
OFFICE OF THE U.S. TRUSTEE
HANNAH MUFSON MCCOLLUM
844 KING STREET
SUITE 2207
WILMINGTON DE 19801

000055P002-1353S-016
RICHARDS LAYTON & FINGER LLP
MARK COLLINS
ONE RODNEY SQUARE
920 N. KING STREET
WILMINGTON DE 19801

000056P001-1353S-016
RICHARDS, LAYTON & FINGER, P.A.
JOHN H. KNIGHT
ONE RODNEY SQUARE
920 NORTH KING ST
WILMINGTON DE 19801

000057P001-1353S-016
RICHARDS, LAYTON & FINGER, P.A.
BRETT M. HAYWOOD
ONE RODNEY SQUARE
920 NORTH KING ST
WILMINGTON DE 19801

000025P002-1353S-016
ROBERT AND JANICE PETERSON
1201 WEST BANKS ST
CHETEK WI 54728

000047P001-1353S-016
ROLAND VON METZCH
125 WILDWOOD GARDENS
PIEDMONT CA 94611

000040P001-1353S-016
RUSSELL DRIVER
203 HUNT DRIVE
IRVING TX 75062

000042P001-1353S-016
SCOTT PETERS/PV PARTNERS
THREE HARBOR DRIVE, #213
SAUSAULITO CA 94965

000004P001-1353S-016
SECRETARY OF STATE
DIV OF CORPORATIONS FRANCHISE TAX
P.O. BOX 898
DOVER DE 19903

000005P001-1353S-016
SECURITIES & EXCHANGE COMMISSION
NY REG. OFFICE A. CALAMARI REG. DIR
BROOKFIELD PLACE
200 VESSEY STREET, SUITE 400
NEW YORK NY 10281-1022

000006P001-1353S-016
SECURITIES & EXCHANGE COMMISSION
SEC. OF THE TREASURY OFFICE OF GEN. COUNSEL
100 F STREET NE
WASHINGTON DC 20549

000014P001-1353S-016
SOCIAL SECURITY ADMINISTRATION
OFFICE OF THE GEN. COUNSEL, REGION 3
300 SPRING GARDEN STREET
PHILADELPHIA PA 19123

000022P001-1353S-016
TEXAS COMPTROLLER OF PUBLIC ACCOUNTS
111 E. 17TH STREET
AUSTIN TX 78711

000024P001-1353S-016
TIDEWATER LOGISTICS CORP
SCOTT SPENCE
7105 GOLF CLUB DRIVE
SUITE 1101
FORT WORTH TX 76179

000023P001-1353S-016
TOWN OF DOVRE TREASURER
KELLY PHILLIPS
304 25 1/2 STREET
CHETEK WI 54728

000030P001-1353S-016
TWIN EAGLE SAND LOGISTICS, LLC.
ANDY BRANAUGH
ATTN: CONTRACTS DEPARTMENT
8847 WEST SAM HOUSTON PARKWAY N.
HOUSTON TX 77040

000015P001-1353S-016
U.S. DEPARTMENT OF JUSTICE
ATTN: LORETTA LYNCH
950 PENNSYLVANIA AVE, NW
WASHINGTON DC 20530-0001

000037P001-1353S-016
UNION PACIFIC RAILROAD
STEPHANIE RODGERS
1400 DOUGLAS STREET
OMAHA NE 68179

000007P001-1353S-016
US ATTORNEY'S OFFICE
DISTRICT OF DELAWARE
1007 N. ORANGE STREET
WILMINGTON DE 19801

000013P001-1353S-016
US EPA REG. 3, OFFICE OF REG. COUNSEL
BETTINA DUNN, PARALEGAL SPECIALIST
1650 ARCH STREET
PHILADELPHIA PA 19103

000034P001-1353S-016
VAA, LLC
PATRICK D. KOEHNEN
2300 BERKSHIRE LANE NORTH
SUITE 200
PLYMOUTH MN 55441

000058P001-1353S-016
VEDDER PRICE PC
MICHAEL L SCHEIN
1633 BROADWAY 31ST FLOOR
NEW YORK NY 10019

000036P001-1353S-016
WELLS FARGO RAIL CORPORATION
SEAN MURPHY
9377 W. HIGGINS ROAD, SUITE 600
ROSEMONT IL 60018

**Chieftain Sand and Proppant, LLC
Exhibit Pages**

Page # : 3 of 3

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WERNER ELECTRIC
RUSS RABE
1338 N. HASTINGS WAY
EAU CLAIRE WI 54703-1800

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WISCONSIN NORTHERN RAILROAD
PROGRESSIVE RAIL INC.
DAVE FELLON
21778 HIGHWAY AVENUE
LAKEVILLE MN 55044

Chieftain Sand and Proppant, LLC
Exhibit Page

Page # : 1 of 1

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000004P001-1353A-016
 ARING EQUIPMENT CO INC
 PO BOX 912
 BUTLER WI 53007

000003P001-1353A-016
 BARRON ELECTRIC COOPERATIVE
 PO BOX 40
 1434 STATE HWY 25 NORTH
 BARRON WI 54812

000007P001-1353A-016
 BRANNT VALLEY INC
 32588 COUNTY RD 12
 WINONA MN 55987

000006P001-1353A-016
 CAMERON RAIL SITE LLC
 32588 COUNTY RD 12
 WINONA MN 55987

000001P001-1353A-016
 CATERPILLAR FINANCIAL SVCS CORP
 2120 WEST END AVE
 NASHVILLE TN 37203

000001S001-1353A-016
 CATERPILLAR FINANCIAL SVCS CORP
 BUCHANAN INGERSOLL AND RONNEY PC
 KATHLEEN A MURPHY
 919 N MARKET ST STE 1500
 WILMINGTON DE 19801

000001S002-1353A-016
 CATERPILLAR FINANCIAL SVCS CORP
 BUCHANAN INGERSOLL AND ROONEY PC
 PETER S RUSS
 ONE OXFORD CENTRE
 301 GRANT ST 20TH FL
 PITTSBURG PA 15219-1410

000005P002-1353A-016
 CNH INDUSTRIAL CAPITAL AMERICA LLC
 500 DILLER AVE
 NEW HOLLAND PA 17557-9301

000002P001-1353A-016
 ENERGY CAPITAL PARTNERS MEZZANINE
 OPPORTUNITES FUND A LP
 AS ADMINISTRATIVE AGENT
 51 JFK PKWY
 STE 200
 SHORT HILLS NJ 07078

000002S001-1353A-016
 ENERGY CAPITAL PARTNERS MEZZANINE
 OPPORTUNITES FUND A LP
 RICHARD LAYTON AND FINGER PA JOHN H KNIGHT
 ONE RODNEY SQUARE
 920 N KING ST
 WILMINGTON DE 19801

000002S002-1353A-016
 ENERGY CAPITAL PARTNERS MEZZANINE
 OPPORTUNITES FUND A LP
 RICHARDS LAYTON AND FINGER PA BRETT M HAYWOOD
 ONE RODNEY SQUARE
 920 N KING ST
 WILMINGTON DE 19801

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 ENERGY CAPITAL PARTNERS MEZZANINE
 OPPORTUNITES FUND A LP
 RICHARDS LAYTON AND FINGER LLP MARK COLLINS
 ONE RODNEY SQUARE
 920 N KING ST
 WILMINGTON DE 19801

000002S004-1353A-016
 ENERGY CAPITAL PARTNERS MEZZANINE
 OPPORTUNITES FUND A LP
 LATHAM AND WATKINS LLP MITCHELL SEIDER
 885 THIRD AVE 16TH FL
 NEW YORK NY 10022

000002S005-1353A-016
 ENERGY CAPITAL PARTNERS MEZZANINE
 OPPORTUNITES FUND A LP
 LATHAM AND WATKINS LLP ANNEMARIE V REILLY
 885 THIRD AVE
 NEW YORK NY 10022

000008P001-1353A-016
 WELLS FARGO BANK NA
 300 TRI STATE INTERNATIONAL
 STE 400
 LINCOLNSHIRE IL 60069

Chieftain Sand and Proppant, LLC
Exhibit Page

Page # : 1 of 1

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STERLING BANK
CHERYL RAZIM
427 SECOND ST
CHETEK WI 54728

**Chieftain Sand and Proppant, LLC
Exhibit Page**

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BARRON ELECTRIC
1434 STATE HWY 25 N
BARRON WI 54812

000023P001-1353A-016
CENTERPOINT ENERGY SVCS INC
800 LASALLE AVE
STE 1725
MINNEAPOLIS MN 55402

000019P001-1353A-016
CITIZENS TELEPHONE COOPERATIVE
JEAN EASTMAN
328 W MAIN ST
NEW AUBURN WI 54757-0127

000021P001-1353A-016
RIGHT AWAY ROLL OFF LLC
18210 50TH ST
BLOOMER WI 54724

000022P001-1353A-016
SWEETWATER SANITATION
656 RAILROAD AVE
CHETEK WI 54728

000020P001-1353A-016
VERIZON WIRELESS
CHERIE JURJENS
500 TECHNOLOGY DR
STE 550
WELDON SPRING MO 63304

**Chieftain Sand and Proppant, LLC
Exhibit Pages**

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Chieftain Sand and Proppant, LLC
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**Chieftain Sand and Proppant, LLC
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**Chieftain Sand and Proppant, LLC
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AGRI EMPRESA TRANSLOAD AND STORAGE LLC
STEVE GOREE
OFFICER, GENERAL OR MANAGING AGENT
6001 WEST INDUSTRIAL AVE
MIDLAND TX 79706

000263P004-1353A-016
ASSET POINT LLC
APTEAN INC
ATTN: LEGAL DEPT
4325 ALEXANDER DR STE 100
ALPHARETTA GA 30022

000282P003-1353A-016
CIG LOGISTICS
SEAN SIMON
OFFICER, GENERAL OR MANAGING AGENT
3566 NM HWY 18
JAL NM 88252

000283P002-1353A-016
CIT GROUP EQUIPMENT FINANCING INC
ANGELA HARMON
OFFICER, GENERAL OR MANAGING AGENT
PO BOX 4339
CHURCH STREET STATION
NEW YORK NY 10261-4339

000284P003-1353A-016
CIT RAIL LLC
THE CIT GROUP EQUIPMENT FINANCING INC AS SERV
SENIOR VP RAIL GROUP - ANGELA HARMON
OFFICER GENERAL OR MANAGING AGENT
30 S WACKER DR STE 2900
CHICAGO IL 60606

000307P003-1353A-016
FTS INTERNATIONAL SVCS LLC
OFFICE OF GENERAL COUNSEL TRANSACTIONS
GREG CAREY/OFFICER, GENERAL OR MANAGING AGENT
777 MAIN ST STE 3000
FORT WORTH TX 76102

00025P002-1353A-016
DAVID HANSON
OFFICER GENERAL OR MANAGING AGENT
ADDRESS INTENTIONALLY OMITTED

000312P003-1353A-016
IOWA NORTHERN RAILWAY CO
AMY HOMAN
OFFICER, GENERAL OR MANAGING AGENT
305 SECOND ST SE STE 400
CEDAR RAPIDS IA 52401

000330P003-1353A-016
ROBERT C AND JANICE PETERSON
OFFICER GENERAL OR MANAGING AGENT
ADDRESS INTENTIONALLY OMITTED

000329P003-1353A-016
PROGRESSIVE RAIL INC
CEO/OFFICER GENERAL OR MANAGING AGENT
DAVE FELLON
21778 HIGHWAY AVE
LAKEVILLE MN 55044

000334P002-1353A-016
SOUTH DAKOTA PROPPANTS
PATRIC GALVIN
OFFICER, GENERAL OR MANAGING AGENT
36 BEAR DR
EVERGREEN CO 80439

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TIDEWATER LOGISTICS
SCOTT SPENCE
OFFICER, GENERAL OR MANAGING AGENT
7105 GOLF CLUB DR
STE 1101
FORT WORTH TX 76179

000337P002-1353A-016
TIDEWATER LOGISTICS CORP
SCOTT SPENCE
OFFICER, GENERAL OR MANAGING AGENT
PO BOX 161095
FORT WORTH TX 76161-1095

000340P003-1353A-016
TWIN EAGLE SAND LOGISTICS LLC
CONTRACTS DEPT - ANDY BRANAUGH
OFFICER, GENERAL OR MANAGING AGENT
8847 WEST SAM HOUSTON PKWY N
HOUSTON TX 77040

000341P002-1353A-016
TWIN EAGLE SAND LOGISTICS LLC
OFFICER GENERAL OR MANAGING AGENT
1900 16TH ST
STE 450
DENVER CO 80202

000345P003-1353A-016
WANLI RESOURCES LLC
ANDY WANG
OFFICER, GENERAL OR MANAGING AGENT
9950 WESTPARK DR
HOUSTON TX 77063

000350P002-1353A-016
WERNER ELECTRIC SUPPLY
OFFICER GENERAL OR MANAGING AGENT
PO BOX 856890
MINNEAPOLIS MN 55485-6890

000351P002-1353A-016
WERNER ELECTRIC SUPPLY
JOE MONSON
OFFICER, GENERAL OR MANAGING AGENT
7450 95TH ST SOUTH
COTTAGE GROVE MN 55016

000354P004-1353A-016
WPX ENERGY INC
MANAGER STRATEGIC SOURCING MD 35
AARON DAVIS/OFFICER, GENERAL, MANAGING AGENT
MAIL STOP 35 7
ONE WILLIAM CENTER
TULSA OK 74122-0172

**Chieftain Sand and Proppant, LLC
Exhibit Page**

Page # : 1 of 1

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BARRON COUNTY TREASURER
YVONNE K RITCHIE
335 E MONROE AVE
RM 2412
BARRON WI 54812-1478

000745P001-1353A-016
TEXAS COMPTROLLER OF PUBLIC ACCOUNTS
111 E 17TH ST
AUSTIN TX 78711

000432P001-1353A-016
TOWN OF DOVRE TREASURER
KELLY PHILLIPS
304 25 1/2 ST
CHETEK WI 54728

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WASHINGTON STATE DEPT OF REVENUE
PO BOX 47464
OLYMPIA WA 98504

000434P001-1353A-016
WISCONSIN DEPT OF REVENUE
PO BOX 930208
MADISON WI 53293-0208

000434S001-1353A-016
WISCONSIN DEPT OF REVENUE
2135 RIMROCK RD.
MADISON WI 53713

**Chieftain Sand and Proppant, LLC
Exhibit Page**

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CLIFTONLARSONALLEN LLP
3402 OAKWOOD MALL DR
EAU CLAIRE WI 54701

000450P001-1353A-016
EKS AND H LLLP
7979 E TUFTS AVE STE 400
DENVER CO 80237-2521

000445P001-1353A-016
GOLDLEAF PARTNERS
PO BOX 806
BRAINERD MN 56401

000753P001-1353A-016
RUDER WARE LLSC
PO BOX 187
EAU CLAIRE WI 54702-0187