

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

In re:

ECEC Wind-Down LLC (f.k.a. Ector County
Energy Center LLC),¹

Debtor.

Chapter 11

Case No. 22-10320 (JTD)

Re: Docket No. 441

**ORDER ESTABLISHING DEADLINE FOR FILING REQUESTS FOR ALLOWANCE
OF POST-PETITION ADMINISTRATIVE EXPENSE
CLAIMS AND DIRECTING THE FORM AND MANNER OF NOTICE**

Upon consideration of the *Motion of Debtor for Order Establishing Deadline for Filing Requests for Allowance of Administrative Expense Claims and Directing the Form and Manner of Notice* (the “Motion”),² requesting entry of an order, pursuant to Bankruptcy Code sections 102, 105(a), 503(a) and (b), and 507(a)(2), Bankruptcy Rules 2002(a), 3003(c), and 9007, and Local Bankruptcy Rules 2002-1(e) and 3003-1(a), (i) fixing a deadline for the filing of Requests for Payment of Administrative Expense Claims; and (ii) designating the form and manner of notice thereof, 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 the *Amended Standing Order of Reference*, dated February 29, 2012 (Sleet, C.J.); 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, sufficient, and proper notice of the Motion having been provided under the circumstances and

¹ The last four digits of the Debtor’s federal tax identification are 6852. The Debtor’s mailing address is One South Wacker Drive, Suite 1900, Chicago, IL, 60606. More information about the Debtor and this case is available on the website maintained by Donlin, Recano & Company, Inc., the Debtor’s solicitation agent, at www.donlinrecano.com/ecec, or can be requested by e-mail at ecinfo@donlinrecano.com.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

in accordance with the Bankruptcy Rules and the Local Bankruptcy Rules, and it appearing that no other or further notice need be provided; and the Court having found 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 HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is **GRANTED** as set forth herein.
2. Except as otherwise provided herein, each entity (including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and governmental units) that holds or wishes to assert an Administrative Expense Claim on account of goods or services provided to the Debtor *on or after* April 11, 2022 through November 10, 2022, shall file a motion or application requesting allowance of such Administrative Expense Claim (a “Request for Payment”) with the Court no later than **December 16, 2022 at 4:00 p.m.** (prevailing Eastern Time) (the “Administrative Expense Bar Date”).
3. Each Request for Payment must
 - a. Be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant;
 - b. Be written in English;
 - c. Be denominated in the currency of the United States;
 - d. Include all documentation that the claimant intends to rely upon at any evidentiary hearing on its Request for Payment;
 - e. Be timely filed with the Court *on or before* the Administrative Expense Bar Date with the Clerk of the Bankruptcy Court via the Bankruptcy Court’s CM/ECF System (for registered users) or by courier or United States mail to the Office of the Clerk, United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 Market Street, Wilmington, Delaware; and
 - f. Be served *on or before* the Administrative Expense Bar Date on the following counsel to the Debtor: (1) Holland & Knight LLP, 10 St. James

Avenue, Boston, Massachusetts 02116 (Attn: John J. Monaghan (john.monaghan@hklaw.com), Lynne B. Xerras (lynne.xerras@hklaw.com)); and (2) Polsinelli PC, 222 Delaware Avenue, Suite 1101, Wilmington, Delaware 19801 (Attn: Christopher A. Ward (cward@polsinelli.com) and Michael V. DiPietro (mdipietro@polsinelli.com)).

4. The establishment of the Administrative Expense Bar Date shall not have any effect on the General Bar Date Order, or be deemed to have extended or otherwise affected any other deadlines for filing claims that have been previously established in the Chapter 11 Case by this Court, including for the filing of Section 503(b)(9) Claims subject to the Bar Date Order.

5. Notwithstanding anything to the contrary in this Order or the Motion, the Administrative Expense Bar Date shall not apply to the following:

- (a) Administrative Expense Claims that have been previously paid by the Debtor in the ordinary course of business or otherwise;
- (b) Administrative Expense Claims representing liabilities incurred in the ordinary course of the Debtor's business including, among other things, accounts payable, utility services, and insurance, and that are not overdue;
- (c) Administrative Expense Claims for compensation for services rendered or reimbursement of expenses incurred by professionals retained in the Chapter 11 Case pursuant to sections 327 or 1103 of the Bankruptcy Code or for persons seeking awards by the Bankruptcy Court of compensation for services rendered or reimbursement of expenses incurred under sections 330, 331, 503(b)(2), 503(b)(3), 503(b)(4), or 503(b)(5) of the Bankruptcy Code, including any ordinary course of business professionals retained pursuant to the *Order Authorizing Retention and Payment of Professionals Utilized by the Debtor in the Ordinary Course of Business* [Dkt. No. 299];
- (d) Any Administrative Expense Claims of taxing authorities for post-petition taxes;
- (e) Any Administrative Expense Claims that are claims for fees payable to the Clerk of this Court; and
- (f) Any Administrative Expense Claims that are fees payable to the Office of the United States Trustee under 28 U.S.C. § 1930(a)(6) or accrued interest thereon arising under 31 U.S.C. § 3717.

6. The Administrative Expense Bar Date Notice, substantially in the form attached hereto as **Exhibit 1**, is hereby approved.

7. The Debtor, through Donlin Recano, will serve a copy of the Administrative Expense Bar Date Notice no later than **November 15, 2022** (the “Service Date”) by first-class mail, postage prepaid, on the following parties:

- a. The United States Trustee for Region 3 (the “U.S. Trustee”);
- b. All persons or entities that have requested notice of these proceedings in this Chapter 11 Case pursuant to Bankruptcy Rule 2002;
- c. All persons or entities that have filed claims against the Debtor;
- d. All known persons who have entered into a transaction with the Debtor on or after the Petition Date or that are known to hold a right to payment under section 503(b)(1) of the Bankruptcy Code;
- e. The attorneys of record for all parties within litigation pending against the Debtor;
- f. The Internal Revenue Service, the Securities and Exchange Commission, the United States Attorney’s Office for the District of Delaware, all taxing authorities for the jurisdictions in which the Debtor conducts any business, and all other applicable governmental units;
- g. All other parties in the Debtor’s creditor matrix or on the Debtor’s Schedules of Assets and Liabilities that are not included above; and
- h. All parties who hold equity interests in Debtor.

8. Service of the Administrative Expense Bar Date Notice as provided in this Order shall be deemed good, adequate, and sufficient notice of the Administrative Expense Bar Date.

9. The Debtor will also cause Administrative Expense Bar Date Notice to be posted by the Service Date on the website established by Donlin Recano for the Debtor’s Chapter 11 Case, <https://www.donlinrecano.com/Clients/ecec/index>.

10. Holders of Administrative Expense Claims through November 10, 2022 must file and serve a timely Request for Payment in order for the respective Administrative Expense Claim

to be treated as an allowed Administrative Expense Claim that is paid in accordance with the Plan's provisions. In the event that an entity purportedly holding an Administrative Expense Claim through November 10, 2022 against the Debtor is required to file and serve a Request for Payment, but fails to do so properly or timely in accordance with the Administrative Expense Bar Date Order, such party shall not be permitted to participate in any distribution in this Chapter 11 Case on account of such Administrative Expense Claim, and be forever barred, estopped and enjoined from asserting such Administrative Expense Claim against the Debtor, its estate, or any successor to the Debtor, absent order of this Court to the contrary.

11. Notwithstanding anything to the contrary elsewhere in this Order, no governmental unit is required to file, either before or after the Administrative Expense Bar Date, a Request for Payment of an expense described in 11 U.S.C. § 503(b)(1)(B) or (C) as a condition of it being allowed and/or paid.

12. Entry of this Order is without prejudice to the Debtor's right to seek any other or further orders of this Court fixing a date by which holders of claims not subject to the Administrative Expense Bar Date must file or assert such claims against the Debtor.

13. Nothing in this Order shall prevent the Debtor from asserting any defenses, including setoff rights, it may have to a Request for Payment or similar request or claim.

14. The Debtor is authorized to take all reasonable actions that are necessary or appropriate to effectuate the relief granted in this Order.

15. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: November 14th, 2022
Wilmington, Delaware

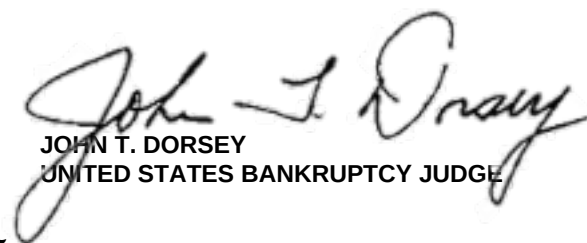

JOHN T. DORSEY
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1

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

In re:

ECEC Wind-Down LLC, (f.k.a. Ector County
Energy Center LLC),¹

Debtor.

Chapter 11

Case No. 22-10320 (JTD)

**NOTICE OF DEADLINE FOR FILING OF
REQUESTS FOR ALLOWANCE OF POST-PETITION
ADMINISTRATIVE EXPENSE CLAIMS**

PLEASE TAKE NOTICE that on [_____, 2022], the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), having jurisdiction over the above-captioned chapter 11 case (the “Chapter 11 Case”) of ECEC Wind-Down LLC, f.k.a. Ector County Energy Company LLC (the “Debtor”) entered the *Order Establishing Deadline for Filing Requests for Allowance of Post-Petition Administrative Expense Claims and Directing Form and Manner of Notice* (the “Administrative Expense Bar Date Order”) [Dkt. No. ____], establishing **December 16, 2022 at 4:00 p.m. (prevailing Eastern Time)** (the “Administrative Expense Bar Date”) as the bar date for holders of asserted administrative expense claims arising under sections 503(b) or 507(a)(2) of title 11 of the United States Code (the “Bankruptcy Code”) on account of goods or services provided to the Debtor on or after April 11, 2022 through November 10, 2022 (each, an “Administrative Expense Claim”), other than claims arising under section 503(b)(9),² to request allowance of its asserted Administrative Expense Claims.

Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Administrative Expense Bar Date Order.

THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE AN ADMINISTRATIVE EXPENSE CLAIM OR THAT THE DEBTOR BELIEVES THAT YOU HAVE AN ADMINISTRATIVE EXPENSE CLAIM.

¹ The last four digits of the Debtor’s federal tax identification are 6852. The Debtor’s mailing address is One South Wacker Drive, Suite 1900, Chicago, IL, 60606. More information about the Debtor and this case is available on the website maintained by Donlin, Recano & Company, Inc., the Debtor’s solicitation agent, at www.donlinrecano.com/ecec, or can be requested by e-mail at eeceinfo@donlinrecano.com.

² The Administrative Expense Bar Date does not apply to claims arising under section 503(b)(9) for the value of goods received by the Debtor within twenty (20) days of the commencement of the Chapter 11 Case (a “Section 503(b)(9) Claim”). The Bankruptcy Court previously entered an order on June 17, 2022 [Dkt. No. 240] establishing August 25, 2022 as the deadline for all entities, other than governmental units (as defined in section 101(27) of the Bankruptcy Code), to file Section 503(b)(9) Claims and that deadline has not been extended.

1. WHO MUST FILE A REQUEST FOR PAYMENT OF AN ADMINISTRATIVE EXPENSE CLAIM.

Pursuant to the terms of the Administrative Expense Bar Date Order, and except as provided therein or herein, each entity (including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and governmental units) that holds an Administrative Expense Claim against the Debtor must file with the Court a motion or application requesting allowance of such Administrative Expense Claim (a “Request for Payment”) on or before the Administrative Expense Bar Date of December 16, 2022.

Pursuant to the terms of the Administrative Expense Bar Date Order, the holders of the following claims accruing after the Petition Date shall not be required to file a Request for Payment:

- a. Administrative Expense Claims that have been previously paid by the Debtor in the ordinary course of business or otherwise;
- b. Administrative Expense Claims representing liabilities incurred in the ordinary course of the Debtor’s business including, among other things, accounts payable, utility services, and insurance, and that are not overdue;
- c. Administrative Expense Claims for compensation for services rendered or reimbursement of expenses incurred by professionals retained in the Chapter 11 Case pursuant to sections 327 or 1103 of the Bankruptcy Code or for persons seeking awards by the Bankruptcy Court of compensation for services rendered or reimbursement of expenses incurred under sections 330, 331, 503(b)(2), 503(b)(3), 503(b)(4), or 503(b)(5) of the Bankruptcy Code, including any ordinary course of business professionals retained pursuant to the *Order Authorizing Retention and Payment of Professionals Utilized by the Debtor in the Ordinary Course of Business* [Dkt. No. 299];
- d. Any Administrative Expense Claims of taxing authorities for post-petition taxes;
- e. Any Administrative Expense Claims that are claims for fees payable to the Clerk of this Court; and
- f. Any Administrative Expense Claims that are fees payable to the Office of the United States Trustee under 28 U.S.C. § 1930(a)(6) or accrued interest thereon arising under 31 U.S.C. § 3717.

A CLAIMANT SHOULD CONSULT HIS OR HER ATTORNEY IF THE CLAIMANT HAS ANY QUESTIONS, INCLUDING WHETHER SUCH CLAIMANT SHOULD FILE A REQUEST FOR PAYMENT. NEITHER THE DEBTOR’S ATTORNEYS, NOR DONLIN RECANO, NOR THE CLERK OF THE BANKRUPTCY COURT, CAN ADVISE THE CLAIMANT WHETHER THE CLAIMANT SHOULD FILE A REQUEST FOR PAYMENT.

2. WHEN AND WHERE TO FILE AND SERVE REQUESTS FOR PAYMENT.

Each Request for Payment must be filed with the Bankruptcy Court on or before the Administrative Expense Bar Date. Requests for Payment can be filed with the Bankruptcy Court via the Bankruptcy Court's CM/ECF System (for registered users) or by courier or United States mail to the Office of the Clerk, United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 Market Street, Wilmington, Delaware 19801.

Each Request for Payment must also be served *on or before* the Administrative Expense Bar Date on the following counsel to the Debtor: (1) Holland & Knight LLP, 10 St. James Avenue, Boston, Massachusetts 02116 (Attn: John J. Monaghan (john.monaghan@hklaw.com), Lynne B. Xerras (lynne.xerras@hklaw.com)); and (2) Polsinelli PC, 222 Delaware Avenue, Suite 1101, Wilmington, Delaware 19801 (Attn: Christopher A. Ward (cward@polsinelli.com) and Michael V. DiPietro (mdipietro@polsinelli.com)).

3. WHAT TO FILE.

Each Request for Payment must (i) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) be written in the English language; (iii) be denominated in the currency of the United States; and (iv) include all documentation that you intend to rely upon at any evidentiary hearing on your Request for Payment.

4. CONSEQUENCES FOR FAILURE TO FILE A REQUEST FOR PAYMENT.

Any party purportedly holding an Administrative Expense Claim through November 10, 2022 must file and serve a timely Request for Payment in order for the respective Administrative Expense Claim to be treated as an allowed Administrative Expense Claim that is paid in accordance with the Plan's provisions. In the event that an entity purportedly holding an Administrative Expense Claim through November 10, 2022 against the Debtor is required to file and serve a Request for Payment, but fails to do so properly or timely in accordance with the Administrative Expense Bar Date Order, such party shall not be permitted to participate in any distribution in this Chapter 11 Case on account of such Administrative Expense Claim, and be forever barred, estopped and enjoined from asserting such Administrative Expense Claim against the Debtor, its estate, or any successor to the Debtor, absent order of this Court to the contrary.

The Debtor reserves the right to dispute, or to assert any defenses against any Request for Payment and nothing contained in the Administrative Expense Bar Date Order or this Notice shall preclude the Debtor from objecting to any filed Request for Payment on any grounds.

5. ADDITIONAL INFORMATION.

This Notice is only a summary of the Administrative Expense Bar Date Order. All parties in interest should carefully review the Administrative Expense Bar Date Order itself and the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware for

additional information regarding the filing and treatment of Administrative Expense Claims in the Debtor's Chapter 11 Case.

Copies of the Administrative Expense Bar Date Order may be examined by interested parties on the Bankruptcy Court's electronic docket for the Debtor's Chapter 11 Case, which is available at www.deb.uscourts.gov (a PACER login and password are required and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>). In addition, electronic copies of the Administrative Expense Bar Date Order may be viewed free of charge at <https://www.donlinrecano.com/Clients/eccec/Index> at Docket No. ____.

Dated: November __, 2022
Wilmington, Delaware

Respectfully submitted,

/s/ DRAFT

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Debtor in Possession*