

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

In re:

TARONIS FUELS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11121 (BLS)

(Jointly Administered)

Re: Docket Nos. 4, 5, 6, 8, 9, 10, 13, 29, 30, 31, 32, 34, 35, and 37

Hearing Date: December 9, 2022, at 10:30 a.m. (ET)

Objection Deadline: December 2, 2022, at 4:00 p.m. (ET)

**OMNIBUS NOTICE OF SECOND DAY HEARING TO BE HELD
ON DECEMBER 9, 2022, AT 10:30 A.M. (PREVAILING EASTERN TIME)**

PLEASE TAKE NOTICE that, on November 11, 2022 (the “Petition Date”), the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the following voluntary petitions (the “Petitions”) for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE that, the following motions (collectively, the “First Day Motions”) were approved on an interim basis [Docket Nos. 29-32, 34-35 and 37] and will be heard on a final basis at a hearing scheduled for **December 9, 2022, at 10:30 a.m. (prevailing Eastern Time)** (the “Second Day Hearing”) before the Honorable Brendan L. Shannon, United States Bankruptcy Judge, at the Bankruptcy Court, 824 North Market Street, 6th Floor, Courtroom 1, Wilmington, Delaware 19801 (the “Court”):

¹ The Debtors in these chapter 11 cases, along with the last four digits (if any) of each Debtor’s federal tax identification number include: Taronis Fuels, Inc. (7454), MagneGas Welding Supply – West, LLC (6662), Taronis Sub III LLC (5826), MagneGas Welding Supply – South, LLC (8686), MagneGas Real Estate Holdings, LLC (7412), MagneGas IP, LLC (0988), MagneGas Production, LLC (7727), Taronis Sub I LLC (4205), Taronis-TAS, LLC (2356), Taronis-TAH, LLC (3542), and Taronis Sub II LLC (9673). The location of the Debtors’ service address in these chapter 11 cases is 24980 N. 83rd Avenue, Suite 100, Peoria, Arizona 85383.

1. **Taxes Motion.** Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Payment of Certain Prepetition and Postpetition Taxes and Fees and (II) Granting Related Relief [Docket No. 4]
2. **Cash Management Motion.** Motion of Debtors for Interim and Final Orders (I) Authorizing the Debtors to (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, and (C) Maintain Existing Business Forms; (II) Authorizing the Debtors' Banks to Honor All Related Payment Requests; and (III) Granting Related Relief [Docket No. 5]
3. **Utilities Motion.** Motion of Debtors for Entry of Interim and Final Orders (I) Approving the Debtors' Proposed Adequate Assurance of Payment, (II) Establishing Procedures for Resolving Objections by Utility Companies, (III) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Service, and (IV) Granting Related Relief [Docket No. 6]
4. **Insurance Motion.** Motion of Debtors for Interim and Final Orders (I) Authorizing Debtors to (A) Maintain Existing Insurance Policies and Pay All Obligations Arising Thereunder, (B) Renew, Revise, Extend, Supplement or Enter into New Insurance Policies, and (C) Continue their Insurance Premium Financing Program; and (II) Granting Related Relief [Docket No. 8]
5. **Critical Vendors Motion.** Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Certain Prepetition Claims of Critical Vendors and (II) Granting Related Relief [Docket No. 9]
6. **Wages Motion.** Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs; and (II) Granting Related Relief [Docket No. 10]
7. **DIP Motion.** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing, (B) Use Cash Collateral, (C) Grant Secured Liens and Provide Claims with Superpriority Administrative Expense Status, and (D) Grant Adequate Protection to the Prepetition Secured Parties; (II) Modifying the Automatic Stay; (III) Scheduling a Final Hearing; and (IV) Granting Related Relief [Docket No. 13]

PLEASE TAKE FURTHER NOTICE that objections, if any, to the First Day Motions must comply with 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. Objections, if any, to the First Day Motions must be filed with the Court and served upon each of the parties set forth below on or before **December 2, 2022 at 4:00 p.m. (prevailing Eastern**

Time): (i) *the Debtors*, Taronis Fuels, Inc., 24980 North 83rd Avenue, Suite 100, Peoria, Arizona 85383 (Attn: Jered Ruyle (jeredruyle@magnegas.com)); *proposed counsel to the Debtors*, Potter Anderson & Corroon LLP, 1313 North Market Street, 6th Floor, Wilmington, Delaware 19801 (Attn: Jeremy Ryan, Esquire (jryan@potteranderson.com) and L. Katherine Good, Esquire (kgood@potteranderson.com)); (iii) *counsel to the DIP Lender*, Hemar, Rouso & Heald, LLP, 15910 Ventura Boulevard, 12th Floor, Encino, California 91436 (Attn: J. Alexandra Rhim, Esquire (arhim@hrhlaw.com)); (iv) *local counsel to the DIP Lender*, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, Delaware 19801 (Attn: Allison S. Mielke, Esquire (amielke@ycst.com)); and (v) Office of the United States Trustee, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Linda Casey, Esquire (linda.casey@usdoj.gov)); and (vi) counsel to any statutory committee appointed in the Chapter 11 Cases.

PLEASE TAKE FURTHER NOTICE that copies of the First Day Motions and the interim orders entered with respect to the First Day Motions, which are served herewith, can be obtained through the Court's website at <https://ecf.deb.uscourts.gov>, referencing Case No. 22- 11121 (BLS), and on the website of the Debtors' notice and claims agent, Donlin Recano & Company, Inc., at <https://dolinrecano.com/taronis>.

PLEASE TAKE FURTHER NOTICE that the Second Day Hearing may be continued or adjourned thereafter from time to time without further notice other than an announcement of the adjourned date or dates at the Second Day Hearing or at a later hearing. The Debtors will file an agenda before the Second Day Hearing, which may modify or supplement the motions and applications to be heard at the Second Day Hearing.

PLEASE TAKE FURTHER NOTICE that you need not appear at the Second Day Hearing if you do not object to the relief requested in the First Day Motions.

PLEASE TAKE FURTHER NOTICE THAT IF YOU DO NOT WANT THE COURT TO GRANT THE RELIEF REQUESTED IN THE FIRST DAY MOTIONS, OR IF YOU WANT THE COURT TO CONSIDER YOUR VIEW ON THE FIRST DAY MOTIONS, THEN YOU OR YOUR ATTORNEY MUST TIMELY FILE AND SERVE AN OBJECTION AND ATTEND THE SECOND DAY HEARING. IF YOU OR YOUR ATTORNEY DO NOT TAKE THESE STEPS, THE COURT MAY DECIDE THAT YOU DO NOT OPPOSE THE RELIEF SOUGHT IN THE FIRST DAY MOTIONS AND MAY ENTER ORDERS GRANTING THE RELIEF REQUESTED IN THE FIRST DAY MOTIONS.

Dated: November 16, 2022
Wilmington, Delaware

Respectfully submitted,

/s/ Jeremy W. Ryan

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Proposed Counsel for the Debtors and Debtors in Possession