

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: KP ENGINEERING, LP, <i>et al.</i> ¹ Debtors.	§ § § § § § § §	Chapter 11 Case No. 19-34698 (DRJ) (Jointly Administered)
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EIGHTH STIPULATION AND ORDER EXTENDING DEADLINE FOR MARKWEST OHIO FRACTIONATION COMPANY, LLC TO RESPOND TO THE LIQUIDATION TRUSTEE’S OBJECTION TO CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY CODE, RULE 3007 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE AND THE TERMS OF THE PLAN SEEKING TO DISALLOW AND EXPUNGE CLAIM NUMBERS 86 AND 102 FILED BY MARKWEST OHIO FRACTIONATION COMPANY, LLC

Michael D. Warner (the “*Liquidation Trustee*”), in his capacity as liquidation trustee for the KP Engineering Liquidation Trust (the “*Trust*”) and pursuant to the *Third Amended Joint Chapter 11 Plan of Reorganization of KP Engineering, LP and KP Engineering, LLC*² (the “*Plan*”), confirmed by the Court’s *Order Confirming Third Amended Joint Chapter 11 Plan of Reorganization of KP Engineering, LP and KP Engineering, LLC*³ (the “*Confirmation Order*”), and that certain *Liquidation Trust Agreement* dated June 22, 2020 (the “*Trust Agreement*”), and MarkWest Ohio Fractionation Company, LLC (“*MarkWest*”) (together, the Liquidation Trustee and MarkWest are referred to herein as the “*Parties*”) respectfully submit this proposed stipulation and agreed order (the “*Stipulation and Order*”) extending the deadline for MarkWest to respond to the *Liquidation Trustee’s Objection to Claims Pursuant to Section 502(b) of the Bankruptcy*

¹ The Debtors in these cases, along with the last four digits of each Debtors’ federal tax identification number, are: KP Engineering, LP (7785) and KP Engineering, LLC (0294). The location of the Debtors’ corporate headquarters and the Debtors’ service address is: 5555 Old Jacksonville Highway, Tyler, TX 75703.

² Dkt. No. 575.

³ *Id.*

*Code, Rule 3007 of the Federal Rules of Bankruptcy Procedure and the Terms of the Plan Seeking to Disallow and Expunge Claim Numbers 86 and 102 Filed by MarkWest Ohio Fractionation Company, LLC*⁴ (the “**Claims Objection**”) for an additional 60 days, up to and including February 2, 2022.

RECITALS

WHEREAS, on August 23, 2019 (the “**Petition Date**”), KP Engineering, LP and KP Engineering, LLC (together, the “**Debtors**”) filed voluntary petitions for relief under the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas⁵ (the “**Court**”).

WHEREAS, KP Engineering, LP was assigned Case Number 19-34698 and KP Engineering, LLC was assigned Case Number 19-34699.⁶

WHEREAS, the Debtors’ bankruptcy cases were subsequently consolidated for procedural purposes only and have since been jointly administered under Case Number 19-34698⁷ (the “**Bankruptcy Case**”).

WHEREAS, on January 13, 2020, MarkWest filed Proof of Claim No. 86 as to Debtor KP Engineering, LP (“**Claim No. 86**”).

WHEREAS, on June 12, 2020, the Court entered the Confirmation Order.⁸

WHEREAS, pursuant to Article IV(F) of the Plan, the Trust was created and effective on the Effective Date.

WHEREAS, pursuant to the Confirmation Order, the Plan, and the Trust Agreement

⁴ Dkt. No. 700.

⁵ Case Number 19-34698, Dkt. No. 1; Case Number 19-34699, Dkt. No. 1.

⁶ *Id.*

⁷ Dkt. No. 39.

⁸ Dkt. No. 575.

approved by the Confirmation Order, the Liquidation Trustee was appointed to act as trustee of the Trust.

WHEREAS, on June 23, 2020, the Plan became effective (the “**Effective Date**”).⁹

WHEREAS, on July 21, 2020, MarkWest filed Proof of Claim No. 102 as to Debtor KP Engineering, LP (“**Claim No. 102**”).

WHEREAS, on February 4, 2021, the Liquidation Trustee filed the Claims Objection, therein lodging his objections to Claim No. 86 and Claim No. 102.¹⁰

WHEREAS, Markwest’s original deadline to respond to the Claims Objection was March 8, 2021 (the “**Response Deadline**”).

WHEREAS, the Parties agreed to extend the Response Deadline by 30 days, up to and including April 7, 2021 (the “**Extended Response Deadline**”), pursuant to that certain *Stipulation and Order Extending Deadline for MarkWest Ohio Fractionation Company, LLC to Respond to the Liquidation Trustee’s Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Rule 3007 of the Federal Rules of Bankruptcy Procedure and the Terms of the Plan Seeking to Disallow and Expunge Claim Numbers 86 and 102 Filed by MarkWest Ohio Fractionation Company, LLC* filed on February 19, 2021.¹¹

WHEREAS, the Parties agreed to extend the Extended Response Deadline by an additional 30 days, up to and including May 7, 2021 (the “**Second Extended Response Deadline**”), pursuant to that certain *Second Stipulation and Order Extending Deadline for MarkWest Ohio Fractionation Company, LLC to Respond to the Liquidation Trustee’s Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Rule 3007 of the Federal Rules of Bankruptcy*

⁹ Dkt. No. 588.

¹⁰ Dkt. No. 700.

¹¹ Dkt. No. 709.

Procedure and the Terms of the Plan Seeking to Disallow and Expunge Claim Numbers 86 and 102 Filed by MarkWest Ohio Fractionation Company, LLC filed on April 5, 2021.¹²

WHEREAS, the Parties agreed to extend the Second Extended Response Deadline by an additional 30 days, up to and including June 7, 2021 (the “**Third Extended Response Deadline**”), pursuant to that certain *Third Stipulation and Order Extending Deadline for MarkWest Ohio Fractionation Company, LLC to Respond to the Liquidation Trustee’s Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Rule 3007 of the Federal Rules of Bankruptcy Procedure and the Terms of the Plan Seeking to Disallow and Expunge Claim Numbers 86 and 102 Filed by MarkWest Ohio Fractionation Company, LLC* filed on May 6, 2021.¹³

WHEREAS, the Parties agreed to extend the Third Extended Response Deadline by an additional 30 days, up to and including July 7, 2021 (the “**Fourth Extended Response Deadline**”), pursuant to that certain *Fourth Stipulation and Order Extending Deadline for MarkWest Ohio Fractionation Company, LLC to Respond to the Liquidation Trustee’s Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Rule 3007 of the Federal Rules of Bankruptcy Procedure and the Terms of the Plan Seeking to Disallow and Expunge Claim Numbers 86 and 102 Filed by MarkWest Ohio Fractionation Company, LLC* filed on June 4, 2021.¹⁴

WHEREAS, the Parties agreed to extend the Fourth Extended Response Deadline by an additional 30 days, up to and including August 6, 2021 (the “**Fifth Extended Response Deadline**”), pursuant to that certain *Fifth Stipulation and Order Extending Deadline for MarkWest Ohio Fractionation Company, LLC to Respond to the Liquidation Trustee’s Objection to Claims*

¹² Dkt. No. 751.

¹³ Dkt. No. 831. The Court subsequently entered that certain *Third Stipulation and Order Extending Deadline Extending Deadline for MarkWest Ohio Fractionation Company, LLC to Respond to the Liquidation Trustee’s Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Rule 3007 of the Federal Rules of Bankruptcy Procedure and the Terms of the Plan Seeking to Disallow and Expunge Claim Numbers 86 and 102 Filed by MarkWest Ohio Fractionation Company, LLC*. Dkt. No. 904.

¹⁴ Dkt. No. 900.

*Pursuant to Section 502(b) of the Bankruptcy Code, Rule 3007 of the Federal Rules of Bankruptcy Procedure and the Terms of the Plan Seeking to Disallow and Expunge Claim Numbers 86 and 102 Filed by MarkWest Ohio Fractionation Company, LLC filed on July 7, 2021.*¹⁵

WHEREAS, the Parties agreed to extend the Fifth Extended Response Deadline by an additional 62 days, up to and including October 5, 2021 (the “**Sixth Extended Response Deadline**”), pursuant to that certain *Sixth Stipulation and Order Extending Deadline for MarkWest Ohio Fractionation Company, LLC to Respond to the Liquidation Trustee’s Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Rule 3007 of the Federal Rules of Bankruptcy Procedure and the Terms of the Plan Seeking to Disallow and Expunge Claim Numbers 86 and 102 Filed by MarkWest Ohio Fractionation Company, LLC* filed on August 5, 2021.¹⁶

WHEREAS, the Parties agreed to extend the Sixth Extended Response Deadline by an additional 60 days, up to and including December 4, 2021 (the “**Seventh Extended Response Deadline**”), pursuant to that certain *Seventh Stipulation and Order Extending Deadline for MarkWest Ohio Fractionation Company, LLC to Respond to the Liquidation Trustee’s Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Rule 3007 of the Federal Rules of Bankruptcy Procedure and the Terms of the Plan Seeking to Disallow and Expunge Claim Numbers 86 and 102 Filed by MarkWest Ohio Fractionation Company, LLC* filed on October 4, 2021.¹⁷

WHEREAS, the Parties have agreed to an additional 60-day extension of the Seventh Extended Response Deadline, up to and including February 2, 2022.

¹⁵ Dkt. No. 922.

¹⁶ Dkt. No. 951.

¹⁷ Dkt. No. 982. The Court subsequently entered that certain *Seventh Stipulation and Order Extending Deadline for MarkWest Ohio Fractionation Company, LLC to Respond to the Liquidation Trustee’s Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Rule 3007 of the Federal Rules of Bankruptcy Procedure and the Terms of the Plan Seeking to Disallow and Expunge Claim Numbers 86 and 102 Filed by MarkWest Ohio Fractionation Company, LLC*. Dkt. No. 986.

WHEREAS, by this Stipulation and Order, the Parties hereby agree to the terms set forth herein.

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED AND UPON APPROVAL BY THE COURT OF THIS STIPULATION, THE FOLLOWING IS SO ORDERED:

1. MarkWest's deadline to respond to the Claims Objection shall be February 2, 2022.
2. Notwithstanding closure of the Bankruptcy Case, whether one or both cases of record are closed, the Court shall maintain sole and exclusive jurisdiction and authority to interpret and enforce this Stipulation and Order, and to resolve any and all disputes related to this Stipulation and Order.
3. The Stipulation and Order represents the Parties' mutual understandings with regard to the Seventh Extended Response Deadline and supersedes all prior agreements regarding such, whether in oral or written form.
4. Nothing herein should be construed so as to affect, by limitation, exclusion or otherwise, either of the Parties' legal arguments. Instead, this Stipulation and Order shall be construed only so as to extend the Seventh Extended Response Deadline.
5. This Stipulation and Order shall be effective and enforceable immediately upon entry.

IN WITNESS WHEREOF, and in agreement herewith, the Parties have executed and delivered this Stipulation and Order as of the date first set forth below.

Signed:

DAVID R. JONES
CHIEF UNITED STATES
BANKRUPTCY JUDGE

Dated: December 1, 2021.

By: /s/ Brooke W. Altazan (W/ Permission)

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¹⁸ Admitted *pro hac vice*. See Dkt. No. 565.

¹⁹ Admitted *pro hac vice*. See Dkt. No. 564.

CERTIFICATE OF SERVICE

I certify that on December 1, 2021, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas on the parties registered to receive electronic notices. I further certify that a copy of the foregoing instrument was served on December 1, 2021 on the following parties via mail:

Office of the U.S. Trustee
515 Rusk Ave., Ste 3516,
Houston, TX 770002

/s/Jennifer Thomes