

ENTERED

July 19, 2021

Nathan Ochsner, Clerk

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

| | | |
|--|--|---|
| <p>IN RE:</p> <p>KP ENGINEERING, LP, et al¹</p> <p style="text-align: center;"><i>Debtor</i></p> | <p>* * * * * * *</p> | <p>CHAPTER 11</p> <p>CASE NO. 19-34698 (DRJ)</p> <p>(Jointly Administered)</p> |
|--|--|---|

**JOINT STIPULATION AND ORDER FOR ALLOWANCE OF GALLOP
CONTRACTING GROUP, INC.’S PROOF OF CLAIM NUMBER 66**

(Doc. No. 914)

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 Gallop Contracting Group, Inc. (“**Gallop**”) (together, the Liquidation Trustee and Gallop are referred to herein as the “**Parties**”) respectfully submit this proposed stipulation and agreed order (the “**Stipulation and Order**”) allowing Gallop’s Proof of Claim as set forth herein.

RECITALS

WHEREAS, on August 23, 2019 (the “**Petition Date**”), KP Engineering, LP (“**KPE LP**”)

¹ The Debtors in these cases, along with the last four digits of each Debtor’s 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 Hwy., Tyler, TX 75703.

² Case Number 19-34698, Doc. No. 575.

³ *Id.*

and KP Engineering, LLC (“**KPE LLC**”) (together, KPE LP and KPE LLC are referred to herein as the “**Debtors**” and, post-confirmation, the “**Reorganized Debtors**”) filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas (the “**Court**”).⁴

WHEREAS, KPE LP was assigned Case Number 19-34698 and KP LLC was assigned Case Number 19-34699.⁵ The two bankruptcy cases were subsequently consolidated for procedural purposes only and have since been jointly administered under Case Number 19-34698 (the “**Bankruptcy Case**”).⁶

WHEREAS, on January 9, 2020, Gallop filed Proof of Claim Number 66 (the “**Claim**”), according to the records of the Trust’s claims and noticing agent, Omni Agent Solutions (“**Omni**”), and a copy of which is attached hereto as **Exhibit “A”**, therein asserting an unsecured claim in the amount of \$221,448.15 against the KPE LP bankruptcy estate.

WHEREAS, on June 12, 2020, the Court entered the Confirmation Order into the record of the Bankruptcy Case.

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, the Liquidation Trustee was appointed to act as trustee of the Trust.

WHEREAS, on June 23, 2020, the Plan became effective (the “**Effective Date**”). The Liquidation Trustee has since retained Omni’s continued services.

⁴ Case Number 19-34698, Doc. No. 1; Case Number 19-34699, Doc. No. 1.

⁵ *Id.*

⁶ Case Number 19-34698, Doc. No. 39.

WHEREAS, pursuant to the Plan⁷ and the Trust Agreement⁸, the Liquidation Trustee is authorized to object to the Claim.

WHEREAS, the Liquidation Trustee has identified the Claim as objectionable pursuant to 11 U.S.C. § 502, Federal Rule of Bankruptcy Procedure 3007 and/or the Plan.

WHEREAS, the Liquidation Trustee and Gallop agree to enter into the following stipulation to resolve the foregoing issues regarding the Claim.

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

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

1. The Claim is hereby allowed as a Class 7 General Unsecured Claim in the reduced amount of \$183,015.00 against the KPE LP bankruptcy estate.
2. Omni is authorized and directed to update the claims register maintained in the Bankruptcy Case to reflect the relief granted in this Stipulation and Order.

⁷ Article VII(A)(2) of the Plan authorizes the Liquidation Trustee, “[e]xcept as otherwise specifically provided in the Plan or the [Trust Agreement]”, to, *inter alia*, “with respect to all Claims in Class 3 [Allowed Other Secured Claims], 4 [Allowed Johnson Creditor Claims – exclusive standing], 5 [Allowed Channelview Creditor Claims – exclusive standing], 6 [Allowed Geismar VI Creditor Claims – exclusive standing], and 7 [Allowed General Unsecured Claims – exclusive standing]], . . . file, withdraw, or litigate to judgment, objections to Proofs of Claims.”

⁸ Article 1, Section 1.2(c) of the Trust Agreement provides that “[o]n the Effective Date, the Liquidation Trust shall stand in the shoes of the Debtors for all purposes with respect to . . . (ii) the claims reconciliation process for Claims in Classes 4, 5, 6 and 7. For clarity, (x) deficiency claims, if any, of holders of Claims in Classes 3, 4, 5 and 6, will be treated as Claims in Class 7, and subject to the Claims objection process provided in Section 6.3 hereof; (y) the Liquidation Trustee shall have no duty or obligation to address distributions on or to, or allowances of the Claims in Class 3 (other than with respect to any deficiency Claim within Class 7), as such duty and obligation shall be undertaken by the Debtors or the Reorganized Debtors, as applicable.” Article 3, Section 3.6(d) of the Trust Agreement provides that “[s]ubject to any limitations contained herein, in the Plan, or the Confirmation Order, the Liquidation Trustee shall have the following powers and authorities on behalf of the Liquidation Trust: . . . without the need for [the Court’s] approval, to investigate, object to, subordinate, compromise, estimate, allow, settle, or abandon any Claims in Classes 4, 5, 6, and 7.”

3. 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.

4. The Stipulation and Order represents the Parties' mutual understandings and supersedes all prior agreements whether in oral or written form.

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 on the day and year indicated below.

Signed: July 19, 2021.



DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

AGREED AS TO FORM AND CONTENT:

Dated: June 22, 2021

**STEWART ROBBINS BROWN &
ALTAZAN, LLC**

By: /s/ Brooke W. Altazan

Brooke W. Altazan (TX Bar # 24101002)
baltazan@stewartrobbins.com

Paul Douglas Stewart, Jr. (La. Bar # 24661,
admitted to SDTX)

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301 Main St., Suite 1640

Baton Rouge, LA 70801-0016

Telephone: (225) 231-9998

Facsimile: (225) 709-9467

***Attorneys for Michael D. Warner,
Liquidation Trustee***

Dated: June 22, 2021

Gallop Contracting Group, Inc.

By: /s/ William H. Luck, Jr.

William H. Luck, Jr.

TBL# 12666450

1412B Stonehollow Drive

Houston, Texas 77339

(281) 358-7611 (Phone)

(281) 358-0299 (Fax)

Bill.Luck@sbcglobal.net

ATTORNEY FOR GALLOP
CONTRACTING GROUP, INC.

United States Bankruptcy Court
Southern District of Texas

In re:
KP Engineering, LP
Official Committee Of Unsecured Creditor
Debtors

Case No. 19-34698-drj
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0541-4
Date Rcvd: Jul 19, 2021

User: ADIuser
Form ID: pdf002

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Total Noticed: 37

The following symbols are used throughout this certificate:

Symbol Definition

+ Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jul 21, 2021:

| Recip ID | Recipient Name and Address |
|----------|--|
| db/db | + KP Engineering, LP, KP Engineering LLC, 5555 Old Jacksonville Highway, Tyler, TX 75703-3379 |
| aty | + Cody J Waagner, Breazeale, Sachse & Wilson LLP, One American Place, 23rd Floor, 301 Main St. Baton Rouge, LA 70801-0027 |
| aty | + Eric Pezoid, Snell & Wilmer LLP, 600 Anton Blvd, Suite 1400, Costa Mesa, CA 92626-7689 |
| aty | + Foley Gardere/Foley & Lardner LLP, Foley Gardere/Foley Lardner LLP, 1000 Louisiana, Suite 2000, Houston, TX 77002-5018 |
| aty | John T. Andrishok, Breazeale, Sachse & Wilson, LLP, 23rd Floor, One American Place, Baton Rouge, LA 70801 |
| aty | + Logan C Threadgill, Chambliss, Bahner & Stophel, P C, 605 Chestnut Street, Suite 1700, Chattanooga, TN 37450-0019 |
| aty | + Okin Adams LLP, Okin Adams LLP, 1113 Vine St, Suite 240, Houston, TX 77002 UNITED STATES 77002-1044 |
| aty | + Timothy M Gibbons, Chambliss, Bahner, & Stophel, P.C., 605 Chestnut St Ste 1700, Chattanooga, TN 37450-0019 |
| cr | + American Express National Bank, c/o Zwicker & Asso, P.O. Box 9043, 80 Minuteman Road, Andover, MA 01810-1008 |
| cr | Apache Industrial Services, Inc., c/o William R. Sudela, Crady Jewett McCulley & Houren LLP, 2727 Allen Parkway, Suite 1700, Houston, TX 77019-2125 |
| cr | + Arcosa Tank, LLC, Attention: Justin E. Allen, 500 N. Akard St., Suite 400, Dallas, TX 75201-3332 |
| cr | + BWFS Industries, LLC, c/o Jason M. Medley, Clark Hill Strasburger, 909 Fannin, Suite 2300, Houston, TX 77010-1036 |
| cr | Dealers Electrical Supply Company, P O Box 2676, Waco, Tx 76702-2676 |
| cr | + Globe, LLC, c/o Kilpatrick Townsend, 700 Louisiana, 43rd Floor, Houston, TX 77002-2700 |
| cr | + Innovative Industrial Fabricators, LLC, P. O.Box 621, Keithville, LA 71047, UNITED STATES 71047-0621 |
| intp | + Jackson Walker LLP, c/o Matthew Cavanaugh, 1401 McKinney St, Suite 1900, Houston, TX 77010-1900 |
| cr | + Morse Electric, Inc., P.O. Box 611, Muskogee, OK 74402-0611 |
| intp | + Navigators Insurance Company, Wilson, Elser, Moskowitz, Edelman &, 901 Main Street, # 4800, Dallas, TX 75202, US 75202-3758 |
| cr | + Office of UCTS, Dept. of Labor and Industry, Commo, Collections Support Unit, c/o Deb Secrest, 651 Boas Street, Room 925 Harrisburg, PA 17121-0751 |
| cr | + Parker Hannifin Corporation, c/o Darrell Corzine, PO Box 1311, Odessa, TX 79760-1311 |
| cr | + Saulsbury Industries, Inc., c/o Bradley Arant Boulton Cummings, LLP, Attn: N. Chris Glenos, One Federal Place, 1819 5th Avenue North Birmingham, AL 35203-2120 |
| cr | + Smith County, Linebarger Goggan Blair & Sampson, LLP, c/o Elizabeth Weller, 2777 N Stemmons Frwy Ste 1000, Dallas, TX 75207-2328 |
| intp | + Texas Capital Bank, National Association, c/o Russell W. Mills, Bell Nunnally & Martin LLP, 2323 Ross Avenue, Suite 1900, Dallas, TX 75201-2721 |
| cr | Texas Comptroller of Public Accounts, E. Stuart Phillips, P.O. Box 12548, Austin, TX 78711-2548 |
| cr | Texas Comptroller of Public Accounts, c/o Office of the Attorney General, Bankruptcy - Collections Division MC-008, PO Box 12548, Austin, tx 78711-2548 |
| cr | + The Reynolds Company, Attn LaVonda Harrison, Credit Director, 12900 Senlac Drive, Farmers Branch, TX 75234-9245 |
| cr | Tyler Independent School District, c/o Tab Beall, Perdue Brandon Fielder Collins & Mott, PO Box 2007, Tyler, TX 75710-2007 |
| cr | + Vessel Technology, P. O. Box 6570, Longview, TX 75608, UNITED STATES 75608-6570 |

TOTAL: 28

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

| Recip ID | Notice Type: Email Address | Date/Time | Recipient Name and Address |
|----------|---|----------------------|---|
| cr | + Email/Text: beanland@mssattorneys.com | Jul 19 2021 20:00:00 | Consolidated Electrical Distributors, Inc., c/o Misti L. Beanland, Matthews, Shiels, Knott, LLP, 8131 LBJ Freeway, Suite 700, Dallas, TX 75251-1352 |
| cr | + Email/Text: amberjames@wtlaw.com | Jul 19 2021 20:00:00 | Crume Sales, Inc., c/o Amber James, AmberJames, PLLC, 1316 5th Avenue, Fort Worth, TX 76104-4318 |
| cr | Email/PDF: resurgentbknofications@resurgent.com | Jul 19 2021 20:14:59 | Dell Financial Services LLC, c/o Resurgent Capital Services, PO Box 10390, Greenville, SC |

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| | | | 29603-0390 |
| cr | + Email/Text: houston_bankruptcy@LGBS.com | Jul 19 2021 20:00:00 | Harris County, Linebarger Goggan Blair & Sampson LLP, c/o Tara L. Grundemeier, P.O. Box 3064, Houston, TX 77253-3064 |
| cr | + Email/Text: ipfscollectionsreferrals@ipfs.com | Jul 19 2021 20:00:00 | IPFS Corporation, 30 Montgomery Street, Suite 501, Jersey City, NJ 07302-3821 |
| cr | + Email/Text: amberjames@wtlaw.com | Jul 19 2021 20:00:00 | LCM Industries, Inc., c/o Amber James, AmberJames, PLLC, 1316 5th Avenue, Fort Worth, TX 76104, UNITED STATES 76104-4318 |
| cr | Email/Text: LDRBankruptcy.EBN@la.gov | Jul 19 2021 20:00:00 | Louisiana Department of Revenue, Bankruptcy Section, P. O. Box 66658, Baton Rouge, LA 70896-6658 |
| cr | Email/Text: lwickham@smithandloveless.com | Jul 19 2021 20:00:00 | Smith & Loveless, Inc., 14040 Santa Fe Trail, Lenexa, KS 66215 |
| intp | + Email/Text: ddeems@theclarogroup.com | Jul 19 2021 20:00:00 | The Claro Group, LLC, c/o Douglas J. Brickley, 711 Louisiana Street, Suite 2100, Houston, TX 77002-2746 |

TOTAL: 9

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

| Recip ID | Bypass Reason | Name and Address |
|----------|---------------|--|
| at | | Foley & Lardner LLP |
| tr | | Michael D. Warner |
| fa | | Alvarez & Marsal North America, LLC |
| cr | | BTS Enterprises, Inc. |
| cr | | Bounds Construction II, LLC |
| cr | | Bowman Specialized Services |
| intp | | Brandon Steele |
| cr | | CPC Pumps International, Inc. |
| cr | | Cajun Constructors, Inc. |
| cr | | CalTech Software Systems, Inc. |
| cr | | Canon Financial Services Inc, Amar A Agrawal |
| cr | | Crawford Electric Supply Company, Inc. |
| intp | | Doug Schnittker |
| cr | | Euler Hermes agent for DNOW, LP |
| cr | | Flowsolve US Inc. |
| cr | | Genesis Technical Staffing, Inc. |
| cr | | Gregg Industrial Insulators, Inc. |
| cr | | Hancock Mechanical, LLC d/b/a Hancock Mechanical W |
| cr | | Heatec, Inc |
| cr | | ISC Constructors, L.L.C. |
| blank | | Instrumentation Commissioning Group, LLC |
| blank | | Ken Baxter |
| intp | | Kyle McCoy |
| cr | | MarkWest Ohio Fractionation Company LLC |
| cr | | Official Committee Of Unsecured Creditors |
| cr | | Ohio Department of Taxation |
| cr | | Pierce Construction and Maintenance Co., Inc. |
| cr | | ROWC Energy Services |
| blank | | Ric Steele |
| cr | | S&S Services, LLC |
| cr | | Sefton Steel, LP |
| cr | | Smith County |
| cr | | TII Logistics, Inc. |
| intp | | Targa Channelview LLC |
| intp | | Targa Pipeline Mid-Continent WestTex LLC |
| cr | | The Dow Chemical Company |

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|------|---|
| intp | Tony Freeman |
| cr | United States of America |
| intp | William Preston |
| cr | Zeeco, Inc., c/o Munsch Hardt Kopf & Harr, P.C., 700 Milam St., Suite 2700, Houston |

TOTAL: 40 Undeliverable, 0 Duplicate, 0 Out of date forwarding address

NOTICE CERTIFICATION

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jul 21, 2021

Signature: /s/Joseph Speetjens