

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

-----§  
In re §  
§ Chapter 11  
EXPRESS ENERGY SERVICES §  
OPERATING, LP, § Case No. 09-38044 (\_\_\_\_)  
§  
Debtors. §  
§  
Employer Tax I.D. No. 20-4737644 §  
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-----§  
In re §  
§ Chapter 11  
EXPRESS ENERGY SERVICES §  
(2008) LLC, § Case No. 09-\_\_\_\_ (\_\_\_\_)  
§  
Debtors. §  
§  
Employer Tax I.D. No. 26-3063087 §  
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In re §  
§ Chapter 11  
EXPRESS ENERGY SERVICES §  
HOLDING, LP, § Case No. 09-\_\_\_\_ (\_\_\_\_)  
§  
Debtors. §  
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Employer Tax I.D. No. 20-4737122 §  
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In re §  
§ Chapter 11  
EXPRESS ENERGY SERVICES §  
GP, LLC, § Case No. 09-\_\_\_\_ (\_\_\_\_)  
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Debtors. §  
§  
Employer Tax I.D. No. 20-4737083 §  
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**In re** §  
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 § **CT, LP,** § **Case No. 09-\_\_\_\_\_ (\_\_\_)**  
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**In re** §  
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-----§  
**In re** §  
**EXPRESS ENERGY SERVICES** §  
**WL, LP,** §  
**Debtors.** §  
**Employer Tax I.D. No. 26-1342834** §  
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**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

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**In re** §  
**EXPRESS ENERGY SERVICES** §  
**P&A, LP,** §  
**Debtors.** §  
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 -----§  
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**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

-----§  
**In re** §  
**EXPRESS – ACE RAT HOLE** §  
**SERVICE GP, LLC,** §  
**Debtors.** §  
**Employer Tax I.D. No. 20-8496617** §  
 -----§  
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**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

-----§  
**In re** §  
**EXPRESS – ACE RAT HOLE** §  
**SERVICE, LTD.,** §  
**Debtors.** §  
**Employer Tax I.D. No. 20-8496632** §  
 -----§  
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**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

-----§  
**In re** §  
 §  
**EXPRESS – BAH LEASING** §  
**GP, LLC,** §  
 §  
**Debtors.** §  
 §  
**Employer Tax I.D. No. 20-8490510** §  
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**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

-----§  
**In re** §  
 §  
**EXPRESS – BAH LEASING** §  
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**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

-----§  
**In re** §  
 §  
**EXPRESS - BYRD R&S** §  
**GP, LLC,** §  
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**Debtors.** §  
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 -----§

**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

-----§  
**In re** §  
 §  
**EXPRESS - BYRD R&S OILFIELD** §  
**SERVICES, L.P.,** §  
 §  
**Debtors.** §  
 §  
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 -----§

**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

-----§  
In re §  
D&D TONGS GP, LLC, §  
Debtors. §  
Employer Tax I.D. No. 20-8496566 §  
-----§

Chapter 11  
Case No. 09-\_\_\_\_ (\_\_\_)

-----§  
In re §  
D&D TONGS, L.P., §  
Debtors. §  
Employer Tax I.D. No. 20-8496586 §  
-----§

Chapter 11  
Case No. 09-\_\_\_\_ (\_\_\_)

-----§  
In re §  
EXPRESS – MIKE BYRD CASING §  
CREWS GP, LLC, §  
Debtors. §  
Employer Tax I.D. No. 20-8490852 §  
-----§

Chapter 11  
Case No. 09-\_\_\_\_ (\_\_\_)

-----§  
In re §  
EXPRESS – MIKE BYRD §  
CASING CREWS, LTD., §  
Debtors. §  
Employer Tax I.D. No. 20-8490938 §  
-----§

Chapter 11  
Case No. 09-\_\_\_\_ (\_\_\_)

-----§  
**In re** §  
 § **Chapter 11**  
 § **EXPRESS – NORTH TRAIL** §  
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 §  
 § **Debtors.** §  
 §  
 § **Employer Tax I.D. No. 20-8487506** §  
 -----§

-----§  
**In re** §  
 § **Chapter 11**  
 § **EXPRESS – NORTH TRAIL** §  
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 §  
 § **Debtors.** §  
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 § **Employer Tax I.D. No. 20-8487526** §  
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**In re** §  
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 §  
 § **Debtors.** §  
 §  
 § **Employer Tax I.D. No. 20-8482230** §  
 -----§

-----§  
**In re** §  
 § **Chapter 11**  
 § **EXPRESS – R&S TONG** §  
 § **SERVICES LTD.,** § **Case No. 09-\_\_\_\_\_ (\_\_\_)**  
 §  
 § **Debtors.** §  
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 § **Employer Tax I.D. No. 20-8487465** §  
 -----§

**DEBTORS’ EMERGENCY MOTION FOR JOINT ADMINISTRATION OF CASES  
 PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 1015**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Express Energy Services Operating, LP (“**EES**”) and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the “**Debtors**”), file this emergency motion (the “**Motion**”) for entry of an order directing joint administration of the Debtors’ estates pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and respectfully represent as follows:

**I.**

**BACKGROUND**

1. On the date hereof (the “**Commencement Date**”), each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”). The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. Information regarding the Debtors’ business and events leading to the Debtors’ bankruptcy filings can be found in the Declaration of Darron Anderson in Support of the Debtors’ Chapter 11 Petitions and First Day Motions, filed contemporaneously herewith.

**II.**

**JURISDICTION**

3. Pursuant to 28 U.S.C. §§ 157 and 1334, the Court has jurisdiction to consider and grant the relief requested herein. A proceeding to consider and grant such relief is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

**III.**

**RELIEF REQUESTED**

4. Pursuant to Bankruptcy Rule 1015(b), and in accordance with Rule 1015 of the Bankruptcy Local Rules for the Southern District of Texas (the “**Bankruptcy Local Rules**”), the Debtors request that the Court enter an order, substantially in the form attached hereto as **Exhibit A**, directing the joint administration of the above-captioned chapter 11 cases (the “**Cases**”) for procedural purposes only and adopt the following procedures in connection therewith (collectively, the “**Procedures**”):

- a. One docket shall be maintained for all the Cases, under the case number assigned to EES.
- b. The official caption of the jointly administered Cases shall read as follows:

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

-----§	§	
<b>In re</b>	§	
	§	<b>Chapter 11</b>
<b>EXPRESS ENERGY SERVICES</b>	§	
<b>OPERATING, LP, et al.,</b>	§	<b>Case No. 09-38044 (____)</b>
	§	
<b>Debtors.</b>	§	<b>Jointly Administered</b>
-----§	§	

- c. Parties may request joint hearings on matters pending in any of the Cases.
- d. The Office of the United States Trustee for the Southern District of Texas (the “**U.S. Trustee**”) should conduct joint informal meetings with the Debtors, as required, and a joint first meeting of creditors, if required.
- e. One disclosure statement and plan of reorganization may be filed for all of the Cases by any plan proponent.
- f. A docket entry shall be entered in each of the Cases substantially as follows:

“An order has been entered directing the joint administration of this case with Express Energy Services Operating, LP, Case No. 09-38044. The docket in Case No. 09-38044 should be consulted for all matters affecting this case.”

- g. A separate claims register shall be maintained for each Case.
- h. Proofs of claim filed by creditors of a Debtor shall reflect the caption and case number of the Debtor to which the claim relates and in whose case such claim is to be filed.

#### IV.

#### **BASIS FOR RELIEF**

5. Bankruptcy Rule 1015(b) provides, in relevant part, that “[i]f . . . two or more petitions are pending in the same court by or against . . . a debtor and an affiliate, the court may order a joint administration of the estates.” FED. R. BANKR. P. 1015(b). The Debtors are “affiliates” as defined under section 101(2) of the Bankruptcy Code. Accordingly, this Court is authorized to consolidate these Cases for procedural purposes. To facilitate the joint administration of these Cases, and in accordance with Bankruptcy Local Rule 1015, the Debtors also request approval of the Procedures.

6. Many of the motions, applications, and other pleadings filed in these Cases will relate to relief sought jointly by all of the Debtors. Joint administration will ease the administrative burden on the Court by allowing the Cases to be administered as a single joint proceeding instead of independent chapter 11 cases. A single docket will also make it easier for all parties in each of the Cases, including, but not limited to, the U.S. Trustee, to stay apprised of all the various matters before the Court and sparing them the time and effort of reviewing duplicative pleadings and papers. The Debtors will also likely realize substantial cost savings and reduced administrative burdens by sending notices in the Cases to a single matrix of creditors and Bankruptcy Rule 2002 list, rather than maintaining separate notice lists.

Accordingly, the Debtors submit that joint administration of the Cases and adoption of the Procedures are in their best interests, as well as the best interests of their creditors and other parties-in-interest.

7. Joint administration will not adversely affect creditors' rights because this Motion requests only the administrative consolidation of the Debtors' estates. This Motion does not seek substantive consolidation. As such, each creditor may still file its claim against a particular estate.

**V.**

**NOTICE**

8. The Debtors have served notice of this Motion on (i) the U.S. Trustee; (ii) Credit Suisse, as administrative agent for (a) the Debtors' prepetition secured lenders under the Credit Agreement dated as of July 11, 2008, as amended, and (b) the Swap Agreement dated as of July 11, 2008; (iii) Akin Gump Strauss Hauer & Feld (Attn: J. Michael Chambers and Charles R. Gibbs), attorneys for Credit Suisse; (iv) the Debtors' 20 largest unsecured creditors (on a consolidated basis); and (v) all applicable government agencies, to the extent required by the Bankruptcy Rules or the Bankruptcy Local Rules. The Debtors submit that no other or further notice need be provided.

WHEREFORE, the Debtors request entry of an order granting the relief requested herein and such other and further relief as is just.

Dated: October 27, 2009  
Houston, Texas

/s/ Alfredo R. Pérez  
Alfredo R. Pérez (15776275)

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Facsimile: (713) 224-9511

Attorneys for Debtors  
and Debtors in Possession

**EXHIBIT A**

**PROPOSED ORDER**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

-----§  
In re §  
§ Chapter 11  
EXPRESS ENERGY SERVICES §  
OPERATING, LP, § Case No. 09-38044 (\_\_\_\_)  
§  
Debtors. §  
§  
Employer Tax I.D. No. 20-4737644 §  
-----§

-----§  
In re §  
§ Chapter 11  
EXPRESS ENERGY SERVICES §  
(2008) LLC, § Case No. 09-\_\_\_\_ (\_\_\_\_)  
§  
Debtors. §  
§  
Employer Tax I.D. No. 26-3063087 §  
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In re §  
§ Chapter 11  
EXPRESS ENERGY SERVICES §  
HOLDING, LP, § Case No. 09-\_\_\_\_ (\_\_\_\_)  
§  
Debtors. §  
§  
Employer Tax I.D. No. 20-4737122 §  
-----§

-----§  
In re §  
§ Chapter 11  
EXPRESS ENERGY SERVICES §  
GP, LLC, § Case No. 09-\_\_\_\_ (\_\_\_\_)  
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Debtors. §  
§  
Employer Tax I.D. No. 20-4737083 §  
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-----§  
**In re** §  
**EXPRESS ENERGY SERVICES** §  
**CT, LP,** §  
**Debtors.** §  
**Employer Tax I.D. No. 20-4948432** §  
 -----§

**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

-----§  
**In re** §  
**EXPRESS ENERGY SERVICES** §  
**ARK, LP,** §  
**Debtors.** §  
**Employer Tax I.D. No. 20-5645287** §  
 -----§

**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

-----§  
**In re** §  
**Express - MBCC GP, LLC,** §  
**Debtors.** §  
**Employer Tax I.D. No. 20-8490760** §  
 -----§

**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

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**In re** §  
**Express – MBCC, LTD.,** §  
**Debtors.** §  
**Employer Tax I.D. No. 20-8490802** §  
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**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

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**In re** §  
**EXPRESS ENERGY SERVICES** §  
**WL, LP,** §  
**Debtors.** §  
**Employer Tax I.D. No. 26-1342834** §  
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**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

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**In re** §  
**EXPRESS ENERGY SERVICES** §  
**P&A, LP,** §  
**Debtors.** §  
**Employer Tax I.D. No. 20-4948402** §  
 -----§

**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

-----§  
**In re** §  
**EXPRESS – ACE RAT HOLE** §  
**SERVICE GP, LLC,** §  
**Debtors.** §  
**Employer Tax I.D. No. 20-8496617** §  
 -----§

**Chapter 11**  
**Case No. 09-\_\_\_\_\_ (\_\_\_)**

-----§  
**In re** §  
**EXPRESS – ACE RAT HOLE** §  
**SERVICE, LTD.,** §  
**Debtors.** §  
**Employer Tax I.D. No. 20-8496632** §  
 -----§

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**Case No. 09-\_\_\_\_\_ (\_\_\_)**

----- §  
**In re** §  
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 § **GP, LLC,** § **Case No. 09-\_\_\_\_\_ (\_\_\_)**  
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 § **Debtors.** §  
 §  
 § **Employer Tax I.D. No. 20-8490510** §  
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----- §  
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 §  
 § **Debtors.** §  
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 §  
 § **Debtors.** §  
 §  
 § **Employer Tax I.D. No. 20-8487580** §  
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In re  
D&D TONGS GP, LLC,  
Debtors.  
Employer Tax I.D. No. 20-8496566  
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§  
§  
Chapter 11  
Case No. 09-\_\_\_\_ (\_\_\_\_)

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In re  
D&D TONGS, L.P.,  
Debtors.  
Employer Tax I.D. No. 20-8496586  
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§  
§  
Chapter 11  
Case No. 09-\_\_\_\_ (\_\_\_\_)

-----  
In re  
EXPRESS – MIKE BYRD CASING  
CREWS GP, LLC,  
Debtors.  
Employer Tax I.D. No. 20-8490852  
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§  
§  
Chapter 11  
Case No. 09-\_\_\_\_ (\_\_\_\_)

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In re  
EXPRESS – MIKE BYRD  
CASING CREWS, LTD.,  
Debtors.  
Employer Tax I.D. No. 20-8490938  
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§  
§  
Chapter 11  
Case No. 09-\_\_\_\_ (\_\_\_\_)

-----§  
**In re** §  
 § **Chapter 11**  
 § **EXPRESS – NORTH TRAIL** §  
 § **OILFIELD SERVICES GP, LLC,** § **Case No. 09-\_\_\_\_\_ (\_\_\_)**  
 §  
 § **Debtors.** §  
 §  
 § **Employer Tax I.D. No. 20-8487506** §  
 -----§

-----§  
**In re** §  
 § **Chapter 11**  
 § **EXPRESS – NORTH TRAIL** §  
 § **OILFIELD SERVICES, LTD.,** § **Case No. 09-\_\_\_\_\_ (\_\_\_)**  
 §  
 § **Debtors.** §  
 §  
 § **Employer Tax I.D. No. 20-8487526** §  
 -----§

-----§  
**In re** §  
 § **Chapter 11**  
 § **Express – R&S TONG** §  
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 §  
 § **Debtors.** §  
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 § **Employer Tax I.D. No. 20-8482230** §  
 -----§

-----§  
**In re** §  
 § **Chapter 11**  
 § **EXPRESS – R&S TONG** §  
 § **SERVICES LTD.,** § **Case No. 09-\_\_\_\_\_ (\_\_\_)**  
 §  
 § **Debtors.** §  
 §  
 § **Employer Tax I.D. No. 20-8487465** §  
 -----§

**ORDER DIRECTING JOINT ADMINISTRATION OF CASES**

On the Emergency Motion (the “**Motion**”)<sup>1</sup> of Express Energy Services Operating, LP (“**EES**”) and its affiliated debtors in the above referenced chapter 11 cases (collectively, the “**Cases**”), as debtors and debtors in possession (collectively, the “**Debtors**”) for Joint Administration of Cases Pursuant to Federal Rule of Bankruptcy Procedure 1015, the Court orders that the above referenced Cases are jointly administered. Additionally, the following checked items are ordered:

1.      One disclosure statement and plan of reorganization may be filed for all Cases by any plan proponent.

2.      Case No. 09-\_\_\_\_\_ (higher case number) shall be transferred to Judge \_\_\_\_\_, who has the lower numbered Case, which shall serve as the lead Case in these matters.

3.      Parties may request joint hearings on matters pending in any of the jointly administered Cases.

4.      Other: see below.

AND IT IS FURTHER ORDERED that

5.     The caption of the jointly administered Cases shall read as follows:

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<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

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

-----	§	
<b>In re</b>	§	<b>Chapter 11</b>
	§	
<b>EXPRESS ENERGY SERVICES</b>	§	<b>Case No. 09-_____ (___)</b>
<b>OPERATING, LP, et al.,</b>	§	
	§	
<b>Debtors.</b>	§	<b>Jointly Administered</b>
-----	§	

6. A docket entry shall be entered in each of the Cases substantially as follows:

“An order has been entered directing the joint administration of this case with Express Energy Services Operating, LP, Case No. 09-38044. The docket in Case No. 09-38044 should be consulted for all matters affecting this case.”

7. All hearings on matters pending in any of the Cases shall be jointly heard and considered by the Court.

8. A separate claims register shall be maintained for each Case.

9. Proofs of claim filed by creditors of a Debtor shall reflect the caption and case number of the Debtor to which the claim relates and in whose case such claim is to be filed.

10. The U.S. Trustee shall conduct joint informal meetings with the Debtors, if required, and a joint first meeting of creditors, if required.

Dated: \_\_\_\_\_, 2009  
Houston, Texas

\_\_\_\_\_  
UNITED STATES BANKRUPTCY JUDGE