



ENTERED
10/21/2015

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

In re:	§	Chapter 11
	§	
HII TECHNOLOGIES, INC., et al.¹	§	15-60070 (DRJ)
Debtors	§	(Jointly Administered)

**ORDER PURSUANT TO 11 U.S.C. §§ 327, 330 AND 1107(b) OF THE BANKRUPTCY
CODE AUTHORIZING DEBTORS TO RETAIN INDEGLIA & CARNEY LLP AS
CORPORATE AND SECURITIES COUNSEL, *NUNC PRO TUNC***

(Docket No. 120)

Upon consideration of the Application of the Debtors for entry of an order pursuant to 11 U.S.C. §§ 327, 330 and 1107(b) and Rules 2014, 2106, and 6003 of the Federal Rules of Bankruptcy Procedure authorizing the retention of Indeglia & Carney, LLP ("Indeglia & Carney") as corporate and securities counsel to the Debtors, all as more fully set forth in the Application², and all exhibits and attachments to the Application; and upon consideration of and all proceedings before the Court related to the Application including the Court finding that: (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b); (iii) venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409; (iv) the Application and the Indeglia Declaration are in full compliance with all applicable provisions of the Bankruptcy Code, Bankruptcy Rules, Local Bankruptcy Rules of the Southern District of Texas, and orders and procedures of this Court; (v) Indeglia & Carney does not represent an interest adverse to the Debtors' estates with respect to the matters upon which they are to be engaged; (vi) Indeglia & Carney is qualified to represent

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number, are: (i) Apache Energy Services, LLC (4404); (ii) Aqua Handling of Texas, LLC (4480); (iii) HII Technologies, Inc. (3686); (iv) Sage Power Solutions, Inc. fka KMHVC, Inc. (1210); and (v) Hamilton Investment Group, Inc. (0150).

² All capitalized terms used but otherwise not defined herein shall have the same meaning assigned to them in the Application.

the Debtors' estates under § 327 of the Bankruptcy Code; (vii) the terms of Indeglia & Carney's employment have been disclosed and are reasonable under the circumstances; (viii) proper and adequate notice of the Application, the deadline to file any objections to the Application and the hearing thereon was given, and no other or further notice is necessary; (ix) the legal and factual bases set forth in the Application establish just cause for the relief granted herein; (x) the relief sought in the Application is in the best interest of the Debtors and their estates; (xi) any timely objection to the Application having been withdrawn or overruled for the reasons stated on the record at the hearing; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED THAT:

1. In accordance with sections 327(a), (e), 330 and 1107(b) of the Bankruptcy Code, the Debtors are authorized to employ and retain Indeglia & Carney as of the date of filing of the Petition Date as its corporate and securities counsel under the terms and conditions set forth in the Application and the Engagement Agreement; provided, however, that Indeglia & Carney waive any lien described in paragraph 11 of the Engagement Agreement. Additionally, notwithstanding any provision to the contrary in the Engagement Agreement, the Debtors and Indeglia & Carney agree that any dispute with regard to fees and expenses claimed by Indeglia & Carney arising from their retention by the Debtors shall, to the extent necessary, be resolved, by this Court.

2. Indeglia & Carney is authorized to perform any and all legal services for the Debtors that are necessary or appropriate in connection with these chapter 11 cases.

3. Indeglia & Carney shall be compensated for its services and reimbursed for related expenses in accordance with the terms and conditions of the Engagement Agreement, as set forth in the Application and the procedures provided in sections 330 and 331 of the

Bankruptcy Code, and in accordance with applicable Federal Rules of Bankruptcy Procedure, Bankruptcy Local Rules of the Southern District of Texas, and any other applicable orders of this Court.

4. All compensation for services rendered and reimbursement for expenses incurred during these chapter 11 cases shall be paid after further application to and order of this Court, in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the Guidelines, and orders of this Court in these chapter 11 cases.

5. This order shall be immediately effective from the Petition Date and enforceable upon entry.

6. This order, and all acts taken in furtherance or reliance thereon, shall be effective notwithstanding any objection until further order of this Court.

7. The Debtor and Indeglia & Carney are authorized to take all actions necessary to effectuate the relief granted pursuant to this order in accordance with the Application.

8. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this order.

Signed: October 21, 2015.



DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE