

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

In re:)	Chapter 11
)	
Quicksilver Resources Inc., <u>et al.</u> , ¹	)	Case No. 15-10585 (LSS)
)	
Debtors.	)	Jointly Administered
)	
	)	Response Deadline: August 8, 2016 at 4:00 p.m. (ET)
	)	Hearing Date: Sept. 14, 2016 at 10:00 a.m. (ET)

DEBTORS' THIRD (NON-SUBSTANTIVE) OMNIBUS OBJECTION TO CERTAIN CLAIMS THAT ARE (A) DUPLICATIVE OF A PREVIOUSLY FILED CLAIM OR A CLAIM FILED ON THE CLAIMANT'S BEHALF, (B) ON ACCOUNT OF EQUITY INTERESTS, (C) AMENDED AND SUPERSEDED, (D) LATE-FILED, (E) FILED WITH INSUFFICIENT DOCUMENTATION, AND/OR (F) SATISFIED

The debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) seek entry of an order, substantially in the form attached hereto as **Exhibit H** (the “Proposed Order”), disallowing and expunging the claims set forth on **Exhibits A-G** attached hereto (collectively, the “Claims Exhibits”), because such claims are duplicative of a previously filed claim or one filed on the claimant’s behalf, on account of equity interests, amended and superseded, late filed, filed with insufficient documentation, and/or satisfied by the Debtors. In support of this objection, the Debtors rely on the *Declaration of Vanessa Gomez LaGatta in Support of Debtors’ Third (Non-Substantive) Omnibus Objection to Certain Claims That Are (A) Duplicative of a Previously Filed Claim or a Claim Filed on the Claimant’s Behalf, (B) on Account of Equity Interests, (C) Amended and Superseded, (D) Late-*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Quicksilver Resources Inc. ("Quicksilver") [6163]; Barnett Shale Operating LLC [0257]; Cowtown Drilling, Inc. [8899]; Cowtown Gas Processing L.P. [1404]; Cowtown Pipeline Funding, Inc. [9774]; Cowtown Pipeline L.P. [9769]; Cowtown Pipeline Management, Inc. [9771]; Makarios Resources International Holdings LLC [1765]; Makarios Resources International Inc. [7612]; QPP Holdings LLC [0057]; QPP Parent LLC [8748]; Quicksilver Production Partners GP LLC [2701]; Quicksilver Production Partners LP [9129]; and Silver Stream Pipeline Company LLC [9384]. The Debtors' address is 801 Cherry Street, Suite 4000, Fort Worth, Texas 76102.

Filed, (E) Filed with Insufficient Documentation, and/or (F) Satisfied (the “LaGatta Declaration”)² and respectfully state:

JURISDICTION

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).³

2. Venue in this Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The predicates for the relief requested herein are sections 105 and 502 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), rule 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Local Rule 3007-1.

BACKGROUND

A. General Background

4. On March 17, 2015 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in this Court. The Debtors continue to operate their business and manage their properties as debtors in possession pursuant to Bankruptcy Code sections 1107(a) and 1108. These chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered pursuant to Bankruptcy Rule 1015 and Local Rule 1015-1. No request for the appointment of a trustee has been made in these chapter 11 cases. On March 25, 2015, the Acting United States Trustee for Region 3 (the “U.S. Trustee”) appointed the statutory committee of unsecured creditors (the “Committee”) [D.I. 119].

² A copy of the LaGatta Declaration is attached hereto as **Exhibit I**.

³ Under rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), the Debtors hereby confirm their consent to the entry of a final order by this Court in connection with this motion if it is later determined that this Court, absent consent of the parties, cannot enter final orders or judgments in connection therewith consistent with Article III of the United States Constitution.

5. On January 27, 2016, this Court entered an order [D.I. 1095] (the “Sale Order”) approving the sale of substantially all of the Debtors’ U.S. assets to BlueStone Natural Resources II, LLC (“BlueStone”) for \$245 million in cash. The sale to BlueStone closed on April 6, 2016.

B. Specific Background

(i) The Schedules and Bar Dates

6. On June 9, 2015, each Debtor filed its respective Schedule of Assets and Liabilities and Statement of Financial Affairs [D.I. 383-401; 403-412; 414] (collectively, the “Schedules and Statements”). Certain of the Debtors filed amendments to their Schedules of Assets and Liabilities on June 25, 2015 [D.I. 443], October 14, 2015 [D.I. 704] and/or on April 14, 2016 [D.I. 1318, 1319, 1320]. Quicksilver filed an amendment to its Statement of Financial Affairs on July 1, 2015 [D.I. 455].

7. On May 19, 2015, the Debtors filed the Debtors’ Motion for Entry of an Order Establishing Deadlines and Procedures for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof [D.I. 349] (the “Bar Date Motion”). The Court entered an order on June 10, 2015 [D.I. 417] (the “Bar Date Order”) granting the relief requested in the Bar Date Motion, which, among other things, established **July 31, 2015 at 5:00 p.m.** (prevailing Eastern Time) as the time and date by which any person or entity (excluding governmental units) asserting a claim against the Debtors in their chapter 11 cases was required to file a proof of claim (the “General Bar Date”). *See* Bar Date Order, ¶ 2. The deadline by which a governmental unit was required to file a proof of claim was **September 14, 2015 at 5:00 p.m.** (prevailing Eastern Time (the “Government Bar Date”). *See* Bar Date Order, ¶ 3. The deadline by which any entity that holds a claim that arises from the rejection of an executory contract or unexpired lease must file a proof of claim with respect to such claim is on or before the later of either the General Bar Date or (ii) a date provided in an order of the Court authorizing the

rejection of such executory contract or unexpired lease, or if no date is provided, thirty (30) days after entry of the order authorizing such rejection. On May 11, 2016, the Court entered the *Order Authorizing and Approving Third Omnibus Motion to Reject Certain Executory Contracts Effective Nunc Pro Tunc to April 12, 2016* [D.I. 1387] that set the deadline for claims based on contracts rejected thereunder as **June 10, 2016** (the “Rejection Bar Date” and, together with the General Bar Date and Government Bar Date, the “Bar Dates”). See Bar Date Order, ¶ 4.

8. In accordance with the Bar Date Order, Garden City Group LLC (“GCG”), the Debtors’ court-appointed claims and noticing agent, mailed notice of the Bar Dates and proof of claim forms to, among others, all of the Debtors’ creditors and other known parties in interest as of the Petition Date. Notice of the Bar Dates was also published once in the *New York Times*, *Fort Worth Star-Telegram*, and certain local publications. See D.I. 435, 436, 499, 518, and 520.

(ii) *Proofs of Claim*

9. To date, approximately 596 proofs of claim have been filed in these chapter 11 cases. The Debtors and their advisors are in the process of comprehensively reviewing and reconciling each of the filed claims and comparing them with the Debtors’ books and records to determine the validity of such claims. As part of this ongoing review, the Debtors have reviewed each of the claims listed on the Claims Exhibits and have concluded that each such claim is appropriately objected to on one or more of the bases set forth below.

RELIEF REQUESTED

10. By this objection, the Debtors respectfully request entry of the Proposed Order disallowing and expunging certain claims that are (i) duplicative of previously filed proofs of claim (the “Duplicate Claims”), (ii) duplicative of another claim filed on the claimant’s behalf (the “Noteholder Claims”), (iii) on account of equity interests in the Debtors (the “Equity Claims”), (iv) amended and superseded by other claims filed in these chapter 11 cases (the

“Amended and Superseded Claims”), (v) filed after the applicable Bar Date (the “Late Claims”), (vi) filed with insufficient documentation (the “Insufficient Documentation Claims”), and/or (vii) satisfied (the “Satisfied Claims”).

CLAIM OBJECTIONS

11. When asserting a proof of claim against a bankrupt estate, a claimant must allege facts that, if true, would support a finding that the debtor is legally liable to the claimant. *In re Allegheny Int’l, Inc.*, 954 F.2d 167, 173 (3d Cir. 1992); *Matter of Int’l Match Corp.*, 69 F.2d 73, 76 (2d Cir. 1934) (finding that a proof of claim should at least allege facts from which legal liability can be seen to exist). Where the claimant alleges sufficient facts to support its claim, its claim is afforded *prima facie* validity. *In re Allegheny Int’l, Inc.*, 954 F.2d at 173.

12. As a result, a party wishing to dispute such a claim must produce evidence in sufficient force to negate the claim’s *prima facie* validity. *Id.* The objecting party must produce evidence that would refute at least one of the allegations essential to the claim’s legal sufficiency. *Id.* Once the objecting party produces such evidence, the burden shifts back to the claimant to prove the validity of his or her claim by a preponderance of the evidence. *Id.* The burden of persuasion is always on the claimant. *Id.*

13. Accordingly, the Debtors submit that, for the reasons more fully set forth below, the Duplicate Claims, the Noteholder Claims, the Equity Claims, the Amended and Superseded Claims, the Late Claims, and the Insufficient Documentation Claims should be disallowed and expunged in their entirety.

A. Duplicate Claims

14. The Debtors object to the proofs of claim listed on **Exhibit A** hereto as duplicative of a previously filed proof of claim. The Debtors have reviewed the Duplicate Claims and have determined that the claims listed on **Exhibit A** under the column titled

“Claim(s) to be Disallowed & Expunged” are duplicative of the claims listed under the column titled “Remaining Claims.” If the Duplicate Claims are not formally expunged or disallowed, the potential exists for a double recovery for the applicable claimants. The disallowance of the Duplicate Claims will result in a more streamlined and accurate claims register.⁴

15. This Objection does not affect the Remaining Claims listed on **Exhibit A**. In addition, to the extent that the Duplicate Claims contain attachments that were not included with the Remaining Claims, the Debtors do not object to the claimants relying on any such attachments to prove the necessity, amount, or priority of the Remaining Claims. The Debtors request that any such attachments be deemed to be attached to the Remaining Claims. Accordingly, the Debtors (a) object to the allowance of the Duplicate Claims listed on **Exhibit A** hereto and (b) seek entry of an order disallowing and expunging in their entirety the Duplicate Claims under the column heading “Claim(s) to be Disallowed & Expunged.”

B. Noteholder Claims

16. In addition, Quicksilver, as issuer, and Cowntown Pipeline Funding, Inc., Cowntown Pipeline Management, Inc., Cowntown Pipeline L.P., Cowntown Gas Processing L.P., Barnett Shale Operating LLC, Silver Stream Pipeline Company LLC, QPP Parent LLC, and QPP Holdings LLC, are party to certain issuances of bond debt, including, among others, the “2019 Senior Notes”⁵ and “Senior Subordinated Notes.”⁶

⁴ The Debtors do not object to the Remaining Claims, and the term “Disputed Claims” as used herein does not include any such Remaining Claim, *unless* a Remaining Claim has been objected to herein on other grounds. The Debtors reserve all rights to object to the Remaining Claims in future claim objections.

⁵ “2019 Senior Notes” means those certain 9¹/₈% Senior Notes due 2019 issued pursuant to that certain Indenture (the “2019 Senior Notes Indenture”), dated as of December 22, 2005, by and among Quicksilver and U.S. Bank National Association (“U.S. Bank”) as Successor Trustee, as amended and supplemented from time to time, including by the Twenty-Fifth Supplemental Indenture, dated as of March 16, 2015.

⁶ “Senior Subordinated Notes” means those certain 7¹/₈% Senior Subordinated Notes due 2016 issued pursuant to that certain Indenture (the “Senior Subordinated Notes Indenture”), dated as of December 22, 2005, by and among Quicksilver and U.S. Bank National Association, as Successor Trustee, as amended and supplemented from time to time, including by that certain First Supplemental Indenture, dated as of March 16, 2006, by and among Quicksilver,

17. The claims listed on **Exhibit B** hereto are claims that are limited exclusively to the repayment of principal, interest, and/or other applicable fees and charges owed under a bond or note issued by the Debtors pursuant to an indenture (the “Noteholder Claims”). Pursuant to paragraph 7(1) of the Bar Date Order, however, holders of such claims were not required to file a proof of claim on or before the General Bar Date, provided that an indenture trustee filed a timely proof of claim with respect to amounts owing under the relevant indenture. Bar Date Order, ¶ 7(l).

18. Each indenture trustee filed the requisite proof of claim. Specifically, on July 16, 2015, U.S. Bank, as successor trustee for the 2019 Senior Notes Indenture, filed proof of claim number 317 asserting a claim for repayment of principal, interest, and/or other applicable fees and charges against Quicksilver and the Subsidiary Guarantors (as defined in the 2019 Senior Notes Indenture) on account of the 2019 Senior Notes (the “Master 2019 Senior Notes Claim”). On July 27, 2015, Wilmington Trust, as successor trustee for the Senior Subordinated Notes Indenture, filed a proof of claim numbered 401 asserting a claim for repayment of principal, interest, and/or other applicable fees and charges against Quicksilver and the Subsidiary Guarantors (as defined in the Senior Subordinated Notes Indenture) on account of the Senior Subordinated Notes (the “Master Senior Subordinated Notes Claim” and together with the Master 2019 Senior Notes Claim, the “Indenture Trustee Claims”).

19. The Debtors therefore believe that the claims filed by individual noteholders listed on **Exhibit B**, which assert a claim for the repayment of principal, interest and/or the applicable fees and charges on account of the 2019 Senior Notes or Senior Subordinated Notes,

the Subsidiary Guarantors parties thereto, and Wilmington Trust, National Association (“Wilmington Trust”), as Successor Trustee, and that certain Twenty-Fifth Supplemental Indenture, dated as of March 16, 2015, by and among Quicksilver, the Subsidiary Guarantors parties thereto, The Bank of New York Mellon Trust Company, N.A., as Resigning Trustee, U.S. Bank National Association, as First Successor Trustee and Wilmington Trust, National Association, as Second Successor Trustee.

are duplicative of one or more of the Indenture Trustee Claims. If an individual noteholder's claim were allowed in addition to the applicable Indenture Trustee Claim, the noteholder would recover twice—once under the applicable Indenture Trustee Claim, as well as under the individual claim. Double recoveries of this sort are not permitted under the Bankruptcy Code, and the Debtors should not be required to satisfy the same obligation twice. *See, e.g., In re Handy Andy Home Improvement Ctrs., Inc.*, 222 B.R. 571, 575 (Bankr. N.D. Ill. 1998) (“[I]t is axiomatic that one cannot recover for the same debt twice.”).

20. Moreover, if this objection is sustained, the claims listed under the column heading “Remaining Claim Number” will survive on the claims register, subject to the Debtors’ right to object on any grounds that bankruptcy or non-bankruptcy law permits.⁷ Therefore, any claimant holding a Noteholder Claim will suffer no prejudice by having the applicable Noteholder Claim disallowed. Accordingly, the Debtors (a) object to the allowance of the Noteholder Claims listed on **Exhibit B** hereto and (b) seek entry of an order disallowing and expunging in their entirety the Noteholder Claims under the column heading “Duplicate Claim to be Disallowed and Expunged.”

C. Equity Claims

21. The Equity Claims listed on **Exhibit C** hereto under the heading labeled “Claim(s) to be Disallowed & Expunged” were each filed by a shareholder based on the ownership of equity securities in one of the Debtors. The Bankruptcy Code defines an “equity security” as:

(A) share in a corporation, whether or not transferable or denominated “stock”, or similar security;

(B) interest of a limited partner in a limited partnership; or

⁷ For the avoidance of doubt, the Debtors reserve all rights to object to the surviving claims at a future date on any grounds permitted under applicable law.

(C) warrant or right, other than a right to convert, to purchase, sell, or subscribe to a share, security, or interest of a kind specified in subparagraph (A) or (B) of this paragraph.

11 U.S.C. § 101(16). Holders of equity securities, such as shares of stock, do not have “claims” under Bankruptcy Code section 101(5), but rather equity interests. *See In re Insilco Techs., Inc.*, 480 F.3d 212, 218 (3rd Cir. 2007) (“[An equity] interest is not a claim at all”); *In re Hedged-Invs. Assocs.*, 84 F.3d 1267, 1272 (10th Cir. 1996) (“Simply put, an equity interest is not a claim against the debtor” (quotations omitted)).

22. Each of the claimants set forth on **Exhibit C** hereto have filed proofs of claim that do not assert any claim at all, but rather assert ownership of equity interests. The Debtors were able to identify the claimants that have asserted these Equity Claims, because those claimants noted on the proof of claim form that the claim was filed on account of such an interest, or, in certain instances, the claimants submitted a brokerage statement with the proof of claim demonstrating such ownership.⁸ Because the equity interests asserted by holders of the Equity Claims are not in fact claims against the Debtors, the Debtors believe that all such Equity Claims should be disallowed and expunged. Accordingly, the Debtors (a) object to the Equity Claims listed on **Exhibit C** hereto, and (b) seek entry of an order disallowing and expunging the Equity Claims in their entirety.

D. Amended and Superseded Claims

23. The Amended and Superseded Claims listed on **Exhibit D** hereto under the column labeled “Claim(s) to be Disallowed & Expunged” have each been amended and superseded by a subsequently filed proof of claim by the same claimant and on account of the

⁸ Consistent with Local Rule 3007-1(d)(v), each of the Equity Claims listed on **Exhibit C** hereto merely assert ownership of equity interests and do not allege damages associated therewith.

same liability as listed in the column labeled “Remaining Claim Number” (the “Remaining Claims”).

24. The claimants holding Amended and Superseded Claims will not be prejudiced by having their respective Amended and Superseded Claims disallowed and expunged, because their Remaining Claims will remain on the claims register after the corresponding Amended and Superseded Claims are expunged, albeit subject to further objection on any other basis. Moreover, should the Amended and Superseded Claims not be disallowed and expunged, the holders of such claims may receive multiple distributions on account of a single liability, thus prejudicing the Debtors and other creditors. *See, e.g., In re Handy Andy Home Improvement Ctrs., Inc.*, 222 B.R. 571, 575 (Bankr. N.D. Ill. 1998) (“[I]t is axiomatic that one cannot recover for the same debt twice”). Accordingly, the Debtors (a) object to the Amended and Superseded Claims listed on **Exhibit D** hereto, and (b) seek entry of an order disallowing the Amended and Superseded Claims in their entirety.⁹

E. Late Claims

25. The claims listed on **Exhibit E** hereto under the heading labeled “Claim(s) to be Disallowed & Expunged” were filed after the applicable Bar Date. Pursuant to the Bar Date Order, with certain exceptions, all holders of claims (except governmental units) were required to file a proof of claim with supporting documentation on or before the applicable Bar Date (*i.e.*, the General Bar Date, the Government Bar Date, or the Rejection Bar Date). As noted, the Late Claims identified on **Exhibit E** hereto were filed after the applicable Bar Date and, therefore, do not comply with the Bar Date Order. The Debtors have also examined each of the Late Claims and determined that they are not specific amendments to a timely-filed claim. Failure to disallow

⁹ For the avoidance of doubt, the Debtors reserve all rights to object in the future to the Remaining Claims on any grounds permitted under applicable law.

the Late Claims will result in the applicable claimant receiving an unwarranted recovery to the detriment of the Debtors and creditors who complied with the Bar Date Order and timely filed proofs of claim in these chapter 11 cases. Accordingly, the Debtors hereby (a) object to the Late Claims listed on **Exhibit E** hereto and (b) request entry of an order disallowing and expunging the Late Claims in their entirety.

F. Insufficient Documentation Claims

26. The Insufficient Documentation Claims listed on **Exhibit F** hereto under the column labeled “Claim(s) to be Disallowed & Expunged” have each been filed without sufficient documentation to substantiate the proof of claim asserted therein as required by Bankruptcy Rule 3001. In addition, the Debtors have reviewed their books and records and, after reasonable efforts, have been unable to locate any documentation that would substantiate the Insufficient Documentation Claims, whether in full or in part. The Insufficient Documentation Claims therefore fail to provide prima facie evidence of the validity and amount of the claim they assert, as required by Bankruptcy Code section 502 and Bankruptcy Rule 3001(f). Accordingly, the Debtors (a) object to the Insufficient Documentation Claims listed on **Exhibit F** hereto, and (b) seek entry of an order disallowing the Insufficient Documentation Claims in their entirety.

G. Satisfied Claims

27. The Satisfied Claims listed on **Exhibit G** hereto under the column labeled “Claim(s) to be Disallowed & Expunged” have each been satisfied by the Debtors. Each of the Satisfied Claims asserts a claim for which the Debtors, based on a reasonable review of the Debtors’ books and records, do not believe they are liable, as they have previously paid or otherwise satisfied that claim. If the Satisfied Claims are not formally expunged or disallowed, the potential exists for a double recovery for the applicable claimants. Accordingly, the Debtors

(a) object to the Satisfied Claims listed on **Exhibit G** hereto, and (b) seek entry of an order disallowing the Satisfied Claims in their entirety.

RESPONSES TO THE OBJECTION

28. To contest the Debtors' objection to any claim listed on any of the Claims Exhibits, a claimant must file and serve a written response to this objection (a "Response") so that it is **actually received by no later than August 8, 2016, at 4:00 p.m. (prevailing Eastern Time)** (the "Response Deadline"). Every Response must be filed with the Office of the Clerk of the United States Bankruptcy Court for the District of Delaware (the "Clerk"), 824 North Market Street, Wilmington, Delaware 19801, and served upon the following entities, so that the Response is actually received no later than the Response Deadline, at the following addresses:

Akin Gump Strauss Hauer & Feld LLP
1700 Pacific Avenue, Suite 4100
Dallas, Texas 75201
Attn: Charles R. Gibbs
Sarah Link Schultz
Travis A. McRoberts

-and-

Richards, Layton & Finger, P.A.
One Rodney Square
920 North King Street
Wilmington, Delaware 19801
Attn: Paul N. Health
Amanda R. Steele

Counsel for the Debtors

-and-

Quicksilver Resources Inc.
801 Cherry Street, Suite 4000
Fort Worth, Texas 76102
Attn: Vanessa Gomez LaGatta, CFO

29. Every Response to this objection must contain at a minimum the following information:

- (a) a caption setting forth the name of this Court, the name of the Debtors, the case number, and the title of this objection;
- (b) the claimant's name, the claim number, and a description of the basis for the amount of the claim;
- (c) the specific factual basis and supporting legal argument upon which the claimant will rely in opposing this objection;
- (d) any supporting documentation, to the extent it was not included with the claim previously filed with the Clerk or GCG, upon which the claimant will rely to support the basis for and amounts asserted in the claim; and
- (e) the name, address, telephone number, and fax number of the person(s) (which may be the claimant or the claimant's legal representative) with whom counsel for the Debtors should communicate with respect to the claim or the objection and who possesses authority to reconcile, settle, or otherwise resolve the objection to the disputed claim on behalf of the claimant.

30. If a claimant fails to file and serve a timely Response by the Response Deadline, the Debtors may present to the Court an appropriate order disallowing and expunging the claim, without further notice to the claimant or a hearing.

REPLIES TO RESPONSES

31. Consistent with Local Rule 9006-1(d), the Debtors may, at their option, file and serve a reply to a claimant's Response no later than 4:00 p.m. (prevailing Eastern Time), one day prior to the deadline for filing the agenda for any hearing scheduled to consider this objection.

SEPARATE CONTESTED MATTERS

32. To the extent a Response is filed regarding any claim listed in this objection and the Debtors are unable to resolve the Response, the objection by the Debtors to such claim shall constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. Any order

entered by the Court regarding an objection asserted in this objection shall be deemed a separate order with respect to each claim subject thereto.

RESERVATION OF RIGHTS

33. The Debtors hereby reserve the right to (i) file subsequent objections to any claims subject hereto on any ground; (ii) amend, modify, or supplement this objection, including, without limitation, the filing of objections to further amended or newly-filed claims; (iii) seek to expunge or reduce any claim to the extent all or a portion of such claim has been paid; and (iv) settle any claim for less than the asserted amount. Separate notice and a hearing will be provided in respect of any such additional objections.

COMPLIANCE WITH LOCAL RULE 3007-1

34. To the best of the Debtors' knowledge and belief, this objection and the Claims Exhibits, comply with Local Rule 3007-1. To the extent this objection does not comply in all respects with the requirements of Local Rule 3007-1, the undersigned believes such deviations are not material and respectfully requests that any such requirement be waived.

NOTICE

35. No trustee or examiner has been appointed in the Debtors' chapter 11 cases. The Debtors have provided notice of this motion to (a) the U.S. Trustee, Attn.: Jane Leamy, Esq.; (b) counsel to the Committee; (c) counsel to the agents under the Debtors' pre-petition credit facilities; (d) counsel to the Ad Hoc Group of Second Lienholders; (e) counsel to the Ad Hoc Group of Senior Noteholders; (f) counsel to the indenture trustees under the Debtors' pre-petition indentures; (g) the SEC; (h) the Internal Revenue Service; and (i) any parties entitled to notice pursuant to Local Rule 2002-1(b). In view of the nature of the relief requested in this objection, the Debtors respectfully submit that no further notice is necessary.

WHEREFORE, for the reasons set forth herein, the Debtors respectfully request entry of the Proposed Order, substantially in the form in **Exhibit H** hereto, (i) disallowing and expunging the Duplicate Claims, Noteholder Claims, Equity Claims, Amended and Superseded Claims, Late Claims, Insufficient Documentation Claims, and Satisfied Claims; and (ii) granting such other and further relief as this Court deems just and proper.

Wilmington, Delaware

Date: July 18, 2016

/s/ Amanda R. Steele

RICHARDS, LAYTON & FINGER, P.A.

Paul N. Heath (DE 3704)

Amanda R. Steele (DE 5530)

Rachel L. Biblo (DE 6012)

One Rodney Square

920 North King Street

Wilmington, Delaware 19801

Telephone: (302) 651-7700

Facsimile: (302) 651-7701

– and –

AKIN GUMP STRAUSS HAUER & FELD LLP

Charles R. Gibbs (admitted *pro hac vice*)

Sarah Link Schultz (admitted *pro hac vice*)

Travis A. McRoberts (DE 5274)

1700 Pacific Avenue, Suite 4100

Dallas, Texas 75201

Telephone: (214) 969-2800

Facsimile: (214) 969-4343

**COUNSEL FOR DEBTORS AND DEBTORS IN
POSSESSION**

**PLEASE CAREFULLY REVIEW THIS OBJECTION AND THE ATTACHMENTS
HERETO TO DETERMINE WHETHER THIS OBJECTION AFFECTS YOUR CLAIM.**

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

_____)	
In re:	)	Chapter 11
)	
Quicksilver Resources Inc., <u>et al.</u> , ¹	)	Case No. 15-10585 (LSS)
)	
Debtors.	)	Jointly Administered
)	
	)	Response Deadline: August 8, 2016 at 4:00 p.m. (ET)
	)	Hearing Date: September 14, 2016 at 10:00 a.m. (ET)

NOTICE OF OMNIBUS OBJECTION AND HEARING

PLEASE TAKE NOTICE that, on July 18, 2016, the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) filed with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) the *Debtors’ Third (Non-Substantive) Omnibus Objection to Certain Claims that are (A) Duplicative of a Previously Filed Claim or a Claim Filed on the Claimant’s Behalf, (B) on Account of Equity Interests, (C) Amended and Superseded, (D) Late-Filed, (E) Filed with Insufficient Documentation, and/or (F) Satisfied* (the “Objection”) which seeks to disallow certain claims. **Your claim(s) may be disallowed as a result of the Objection. Therefore, you should read the attached Objection carefully.**

**PLEASE TAKE FURTHER NOTICE THAT YOUR SUBSTANTIVE
RIGHTS MAY BE AFFECTED BY THE OBJECTION AND BY ANY FURTHER**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Quicksilver Resources Inc. (“Quicksilver”) [6163]; Barnett Shale Operating LLC [0257]; Cowtown Drilling, Inc. [8899]; Cowtown Gas Processing L.P. [1404]; Cowtown Pipeline Funding, Inc. [9774]; Cowtown Pipeline L.P. [9769]; Cowtown Pipeline Management, Inc. [9771]; Makarios Resources International Holdings LLC [1765]; Makarios Resources International Inc. [7612]; QPP Holdings LLC [0057]; QPP Parent LLC [8748]; Quicksilver Production Partners GP LLC [2701]; Quicksilver Production Partners LP [9129]; and Silver Stream Pipeline Company LLC [9384]. The Debtors’ address is 801 Cherry Street, Suite 4000, Fort Worth, Texas 76102.

CLAIM OBJECTION THAT MAY BE FILED BY THE DEBTORS OR OTHERWISE. THE RELIEF SOUGHT HEREIN IS WITHOUT PREJUDICE TO THE DEBTORS' RIGHT TO PURSUE FURTHER OBJECTIONS AGAINST YOUR CLAIM(S) SUBJECT TO THE OBJECTION IN ACCORDANCE WITH APPLICABLE LAW AND APPLICABLE ORDERS OF THIS COURT.

PLEASE TAKE FURTHER NOTICE that if the holder of a claim that is the subject of the Objection wishes to respond to the Objection, the holder must file a written response with: (i) the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801; (ii) counsel for the Debtors, (a) Akin Gump Strauss Hauer & Feld LLP, 1700 Pacific Avenue, Suite 4100, Dallas, Texas 75201 (Attn: Charles R. Gibbs, Sarah Link Schultz and Travis A. McRoberts), and (c) Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: Paul N. Heath, Amanda R. Steele, and Rachel L. Biblo); and (iii) the Debtors, Quicksilver Resources, Inc., 801 Cherry Street, Suite 3700, Fort Worth, Texas 76102 (Attn: Vanessa Gomez LaGatta, CFO) so as to be received on or before **August 8, 2016 at 4:00 p.m. (prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that responses to the Objection must contain, at minimum, the following: (a) a caption setting forth the name of the Bankruptcy Court, the name of the Debtors, the case number, and the title of this Objection; (b) the claimant's name, the claim number, and a description of the basis for the amount of the claim; (c) the specific factual basis and supporting legal argument upon which the claimant will rely in opposing this Objection; (d) any supporting documentation, to the extent it was not included with the claim previously filed with the Clerk or GCG, upon which the claimant will rely to support

the basis for and amounts asserted in the claim; and (e) the name, address, telephone number, and fax number of the person(s) (which may be the claimant or the claimant's legal representative) with whom counsel for the Debtors should communicate with respect to the claim or the Objection and who possesses authority to reconcile, settle, or otherwise resolve the Objection to the disputed claim on behalf of the claimant.

PLEASE TAKE FURTHER NOTICE that if no response to the Objection is timely filed and received in accordance with the above procedures, an order may be entered granting the relief requested in the Objection without further notice or a hearing. If a response is properly filed, served, and received in accordance with the above procedures and such response is not resolved, a hearing to consider such response and the Objection will be held before The Honorable Laurie Selber Silverstein, United States Bankruptcy Judge for the District of Delaware, at the Bankruptcy Court, 824 North Market Street, 6th Floor, Courtroom 2, Wilmington, Delaware 19801 on **September 14, 2016 at 10:00 a.m. (prevailing Eastern Time)** (the "Hearing"). Only a response made in writing and timely filed and received will be considered by the Bankruptcy Court at the Hearing.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED IN THE OBJECTION WITHOUT FURTHER NOTICE OR HEARING.

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Wilmington, Delaware
Date: July 18, 2016

/s/ Amanda R. Steele

RICHARDS, LAYTON & FINGER, P.A.

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– and –

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**COUNSEL FOR DEBTORS AND DEBTORS IN
POSSESSION**

Exhibit A

Duplicate Claims

Exhibit A - Duplicate Claims

Third Omnibus Objection to Claims

Quicksilver Resources Inc. et al
Cas No.15-10585 (LSS), Jointly Administered

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REMAINING CLAIM(S)			REASON FOR DISALLOWANCE
	NAME	CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	CLAIM AMOUNT	
1	BERDAN, PATRICIA E 9148 DURNESSE WAY SACRAMENTO, CA 95829 Date Filed: 06/30/15 Debtor: Quicksilver Resources Inc.	175	Admin: Unliquidated Secured: Unliquidated Priority: Unliquidated	BERDAN, PATRICIA 9148 DURNESSE WAY SACRAMENTO, CA 95829 Date Filed: 06/30/15 Debtor: Quicksilver Resources Inc.	176	Admin: Unliquidated Secured: Unliquidated Priority: Unliquidated	Claim is duplicative of the claim reference in the Remaining Claims column
2	BUSH, WILLIAM RICHARD 6440 CURZON AVE FORT WORTH, TX 76116 Date Filed: 07/15/15 Debtor: Quicksilver Resources Inc.	307	Secured: Unliquidated	BUSH, WILLIAM RICHARD 6440 CURZON AVE FORT WORTH, TX 76116 Date Filed: 07/15/15 Debtor: Quicksilver Resources Inc.	309	Secured: Unliquidated	Claim is duplicative of the claim reference in the Remaining Claims column
3	CITY OF GLEN ROSE C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 11/23/15 Debtor: Quicksilver Resources Inc.	608	Secured: \$15,960.88	CITY OF GLEN ROSE C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 12/08/15 Debtor: Quicksilver Resources Inc.	614	Secured: \$15,960.88	Claim is duplicative of the claim reference in the Remaining Claims column
4	GLEN ROSE INDEPENDENT SCHOOL DISTRICT C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 11/23/15 Debtor: Quicksilver Resources Inc.	607	Secured: \$340,821.85	GLEN ROSE INDEPENDENT SCHOOL DISTRICT C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 12/08/15 Debtor: Quicksilver Resources Inc.	613	Secured: \$340,821.85	Claim is duplicative of the claim reference in the Remaining Claims column
5	JOHNSON COUNTY C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 11/23/15 Debtor: Quicksilver Resources Inc.	606	Secured: \$117,555.30	JOHNSON COUNTY C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 12/08/15 Debtor: Quicksilver Resources Inc.	615	Secured: \$117,555.30	Claim is duplicative of the claim reference in the Remaining Claims column
6	LANKFORD, DARLA SUE 710 SHADY GROVE CT. GRANBURY, TX 76049 Date Filed: 07/20/15 Debtor: Quicksilver Resources Inc.	341	Admin: Unliquidated Secured: Unliquidated Priority: Unliquidated Unsecured: Unliquidated	GOODRICH, DARLA LANKFORD 710 SHADY GROVE CT GRANBURY, TX 76049 Date Filed: 07/20/15 Debtor: Quicksilver Resources Inc.	343	Admin: Unliquidated Secured: Unliquidated Priority: Unliquidated Unsecured: Unliquidated	Claim is duplicative of the claim reference in the Remaining Claims column
7	LANKFORD, DARLA SUE JAMES S GOODRICH 710 SHADY GROVE CT GRANBURY, TX 76049 Date Filed: 07/20/15 Debtor: Quicksilver Resources Inc.	342	Admin: Unliquidated Secured: Unliquidated Priority: Unliquidated Unsecured: Unliquidated	GOODRICH, DARLA LANKFORD 710 SHADY GROVE CT GRANBURY, TX 76049 Date Filed: 07/20/15 Debtor: Quicksilver Resources Inc.	343	Admin: Unliquidated Secured: Unliquidated Priority: Unliquidated Unsecured: Unliquidated	Claim is duplicative of the claim reference in the Remaining Claims column

Exhibit A - Duplicate Claims

Third Omnibus Objection to Claims

**Quicksilver Resources Inc. et al
Cas No.15-10585 (LSS), Jointly Administered**

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REMAINING CLAIM(S)			REASON FOR DISALLOWANCE
	NAME	CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	CLAIM AMOUNT	
8	MONCRIEF, MIRIAM KUGGA PO BOX 728 PACKWOOD, WA 98361 Date Filed: 07/07/15 Debtor: Quicksilver Resources Inc.	223	Secured: Unliquidated	MONCRIEF, MIRIAM KUGGA PO BOX 728 PACKWOOD, WA 98361 Date Filed: 07/07/15 Debtor: Quicksilver Resources Inc.	224	Secured: Unliquidated	Claim is duplicative of the claim reference in the Remaining Claims column
9	SOMERVELL COUNTY C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 11/23/15 Debtor: Quicksilver Resources Inc.	609	Secured: \$125,133.10	SOMERVELL COUNTY C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 12/08/15 Debtor: Quicksilver Resources Inc.	611	Secured: \$125,133.10	Claim is duplicative of the claim reference in the Remaining Claims column
10	STATE OF DE DIVISION OF CORPORATIONS DELAWARE DIVISION OF CORPORATIONS 401 FEDERAL ST STE 4 DOVER, DE 19901 Date Filed: 08/20/15 Debtor: Quicksilver Production Partners LP	570	Priority: \$62.47	STATE OF DE DIVISION OF CORPORATIONS DELAWARE DIVISION OF CORPORATIONS 401 FEDERAL ST STE 4 DOVER, DE 19901 Date Filed: 08/20/15 Debtor: Quicksilver Production Partners LP	576	Priority: \$62.47	Claim is duplicative of the claim reference in the Remaining Claims column

* Denotes an unliquidated component.

Exhibit B

Noteholder Claims

Exhibit B - Noteholder Claims

Third Omnibus Objection to Claims

Quicksilver Resources Inc., *et al.*
Case No. 15-10585 (LSS), Jointly Administered

SEQ NO.	NAME	REMAINING CLAIM NUMBER	DUPLICATE CLAIM TO BE DISALLOWED & EXPUNGED	CLAIM AMOUNT	REASON FOR DISALLOWANCE	CORRESPONDING INDENTURE TRUSTEE CLAIMANT	CUSIP NUMBER	DEBT INSTRUMENT
1	ELHADAD, ELIAHU 10430 NW 12TH PLACE PLANTATION, FL 33322 Date Filed: 01/21/16 Debtor: Quicksilver Resources Inc.	401	622	Unsecured: \$26,781.00	Proof of Claim is duplicative of Master Senior Subordinated Notes Claim listed in column entitled "Remaining Claim Number"	WILMINGTON TRUST, NATIONAL ASSOCIATION	74837RAC8	SENIOR SUBORDINATED NOTES
2	FAIRBANKS, BRYAN 103 FAIRFIELD DR WINCHESTER, VA 22602 Date Filed: 02/01/16 Debtor: Quicksilver Resources Inc.	317	631	Secured: \$10,000.00	Proof of Claim is duplicative of Master 2019 Senior Notes Claim listed in column entitled "Remaining Claim Number"	U.S. BANK NATIONAL ASSOCIATION	74837RAG9	2019 SENIOR NOTES

Exhibit C

Equity Claims

Exhibit C - Equity Claims

Third Omnibus Objection to Claims

Quicksilver Resources Inc., et al.
Case No. 15-10585 (LSS), Jointly Administered

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED				REASON FOR DISALLOWANCE
	NAME	DATE FILED	CLAIM NO.	CLAIM AMOUNT	
1	HASTEROK, PHILIP 8366 MOCCASIN TRAIL DRIVE RIVERVIEW, FL 33578 Debtor: Quicksilver Resources Inc.	06/22/15	117	Unsecured: \$5,023.09	Proof of Claim filed on account of ownership of equity interest.
2	VALTMAN, DEBRA A 509 WATERFORD LANE COLLEYVILLE, TX 76034 Debtor: Quicksilver Resources Inc.	07/24/15	384	Unsecured: \$23,395.33	Proof of Claim filed on account of ownership of equity interest.

Exhibit D

Amended and Superseded Claims

Exhibit D - Amended & Superseded Claims

Third Omnibus Objection to Claims

**Quicksilver Resources Inc., et al.
Case No.15-10585 (LSS), Jointly Administered**

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REMAINING CLAIM(S)			REASON FOR DISALLOWANCE
	NAME	CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	CLAIM AMOUNT	
1	ARLINGTON INDEPENDENT SCHOOL DISTRICT C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 03/30/15 Debtor: Quicksilver Resources Inc.	13	Secured: \$58,292.45*	ARLINGTON INDEPENDENT SCHOOL DISTRICT C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 11/16/15 Debtor: Quicksilver Resources Inc.	603	Secured: \$84,691.62	Claim was amended and superseded by the claim listed in the Remaining Claims columns
2	CITY OF GLEN ROSE C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 04/13/15 Debtor: Quicksilver Resources Inc.	24	Secured: \$15,309.25*	CITY OF GLEN ROSE C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 12/08/15 Debtor: Quicksilver Resources Inc.	614	Secured: \$15,960.88	Claim was amended and superseded by the claim listed in the Remaining Claims columns
3	CITY OF GODLEY C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 03/30/15 Debtor: Quicksilver Resources Inc.	15	Secured: \$2,180.50*	CITY OF GODLEY C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 11/16/15 Debtor: Quicksilver Resources Inc.	602	Secured: \$4,263.67	Claim was amended and superseded by the claim listed in the Remaining Claims columns
4	CITY OF HASLET C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 03/30/15 Debtor: Quicksilver Resources Inc.	12	Secured: \$47,809.24*	CITY OF HASLET C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 11/16/15 Debtor: Quicksilver Resources Inc.	601	Secured: \$44,481.35	Claim was amended and superseded by the claim listed in the Remaining Claims columns
5	CLEBURNE INDEPENDENT SCHOOL DISTRICT C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 03/30/15 Debtor: Quicksilver Resources Inc.	10	Secured: \$173,969.28*	CLEBURNE INDEPENDENT SCHOOL DISTRICT C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 11/23/15 Debtor: Quicksilver Resources Inc.	605	Secured: \$18,065.62	Claim was amended and superseded by the claim listed in the Remaining Claims columns
6	COUNTY OF BOSQUE C/O MCCREARY VESELKA BRAGG & ALLEN PC ATTN LEE GORDON PO BOX 1269 ROUND ROCK, TX 78680 Date Filed: 05/04/15 Debtor: Quicksilver Resources Inc.	78	Secured: \$1,139.25*	THE COUNTY OF BOSQUE TEXAS C/O MCCREARY VESELKA BRAGG & ALLEN PC ATTN LEE GORDON PO BOX 1269 ROUND ROCK, TX 78680 Date Filed: 01/27/16 Debtor: Quicksilver Resources Inc.	623	Secured: \$1,212.80	Claim was amended and superseded by the claim listed in the Remaining Claims columns

Exhibit D - Amended & Superseded Claims

Third Omnibus Objection to Claims

Quicksilver Resources Inc., et al.
Case No.15-10585 (LSS), Jointly Administered

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REMAINING CLAIM(S)			REASON FOR DISALLOWANCE
	NAME	CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	CLAIM AMOUNT	
7	COUNTY OF HILL COLLECTING PROPERTY TAXES FOR ITSELF AND FOR HILL JUNIOR COLLEGE DISTRICT C/O MCCREARY VESELKA BRAGG & ALLEN PC ATTN LEE GORDON PO BOX 1269 ROUND ROCK, TX 78680 Date Filed: 05/04/15 Debtor: Quicksilver Resources Inc.	82	Secured: \$129,348.58*	THE COUNTY OF HILL TEXAS COLLECTING PROPERTY TAXES FOR ITSELF AND FOR HILL JUNIOR COLLEGE DISTRICT C/O MCCREARY VESELKA BRAGG & ALLEN PC ATTN LEE GORDON PO BOX 1269 ROUND ROCK, TX 78680 Date Filed: 01/27/16 Debtor: Quicksilver Resources Inc.	627	Secured: \$63,946.80	Claim was amended and superseded by the claim listed in the Remaining Claims columns
8	COWTOWN GAS PROCESSING PARTNERS LP C/O WEIL GOTSHAL & MANGES LLP ATTN ALFREDO R PEREZ 700 LOUISIANA ST STE 1700 HOUSTON, TX 77002 Date Filed: 07/29/15 Debtor: Quicksilver Resources Inc.	436	Unsecured: Unliquidated	COWTOWN GAS PROCESSING PARTNERS LP C/O WEIL GOTSHAL & MANGES LLP ATTN ALFREDO R PEREZ 700 LOUISIANA STE 1700 HOUSTON, TX 77002 Date Filed: 04/08/16 Debtor: Quicksilver Resources Inc.	636	Unsecured: Unliquidated	Claim was amended and superseded by the claim listed in the Remaining Claims columns
9	COWTOWN PIPELINE PARTNERS LP C/O WEIL GOTSHAL & MANGES LLP ATTN ALFREDO R PEREZ 700 LOUISIANA ST STE 1700 HOUSTON, TX 77002 Date Filed: 07/29/15 Debtor: Quicksilver Resources Inc.	435	Unsecured: Unliquidated	COWTOWN PIPELINE PARTNERS LP C/O WEIL GOTSHAL & MANGES LLP ATTN ALFREDO R PEREZ 700 LOUISIANA STE 1700 HOUSTON, TX 77002 Date Filed: 04/08/16 Debtor: Quicksilver Resources Inc.	635	Unsecured: Unliquidated	Claim was amended and superseded by the claim listed in the Remaining Claims columns
10	COWTOWN PIPELINE PARTNERS LP C/O WEIL GOTSHAL & MANGES LLP ATTN ALFREDO R PEREZ 700 LOUISIANA ST STE 1700 HOUSTON, TX 77002 Date Filed: 07/29/15 Debtor: Cowtown Pipeline L.P.	437	Unsecured: Unliquidated	COWTOWN PIPELINE PARTNERS LP C/O WEIL GOTSHAL & MANGES LLP ATTN ALFREDO R PEREZ 700 LOUISIANA STE 1700 HOUSTON, TX 77002 Date Filed: 04/08/16 Debtor: Cowtown Pipeline L.P.	637	Unsecured: Unliquidated	Claim was amended and superseded by the claim listed in the Remaining Claims columns
11	CRESTWOOD MIDSTREAM PARTNERS LP C/O WEIL GOTSHAL & MANGES LLP ATTN ALFREDO R PEREZ 700 LOUISIANA ST STE 1700 HOUSTON, TX 77002 Date Filed: 07/29/15 Debtor: Cowtown Pipeline L.P.	434	Unsecured: Unliquidated	CRESTWOOD MIDSTREAM PARTNERS LP C/O WEIL GOTSHAL & MANGES LLP ATTN ALFREDO R PEREZ 700 LOUISIANA STE 1700 HOUSTON, TX 77002 Date Filed: 04/08/16 Debtor: Cowtown Pipeline L.P.	634	Unsecured: Unliquidated	Claim was amended and superseded by the claim listed in the Remaining Claims columns
12	CRESTWOOD MIDSTREAM PARTNERS LP C/O WEIL GOTSHAL & MANGES LLP ATTN ALFREDO R PEREZ 700 LOUISIANA ST STE 1700 HOUSTON, TX 77002 Date Filed: 07/29/15 Debtor: Quicksilver Resources Inc.	438	Unsecured: Unliquidated	CRESTWOOD MIDSTREAM PARTNERS LP C/O WEIL GOTSHAL & MANGES LLP ATTN ALFREDO R PEREZ 700 LOUISIANA STE 1700 HOUSTON, TX 77002 Date Filed: 04/08/16 Debtor: Quicksilver Resources Inc.	638	Unsecured: Unliquidated	Claim was amended and superseded by the claim listed in the Remaining Claims columns

Exhibit D - Amended & Superseded Claims

Third Omnibus Objection to Claims

**Quicksilver Resources Inc., et al.
Case No.15-10585 (LSS), Jointly Administered**

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REMAINING CLAIM(S)			REASON FOR DISALLOWANCE
	NAME	CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	CLAIM AMOUNT	
13	DALLAS COUNTY C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FWY STE 1000 DALLAS, TX 75207 Date Filed: 03/30/15 Debtor: Quicksilver Resources Inc.	3	Secured: \$2,796.99*	DALLAS COUNTY C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FREEWAY STE 1000 DALLAS, TX 75207 Date Filed: 01/13/16 Debtor: Quicksilver Resources Inc.	618	Secured: \$1,938.75*	Claim was amended and superseded by the claim listed in the Remaining Claims columns
14	GLEN ROSE INDEPENDENT SCHOOL DISTRICT C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 04/13/15 Debtor: Quicksilver Resources Inc.	25	Secured: \$529,272.87*	GLEN ROSE INDEPENDENT SCHOOL DISTRICT C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 12/08/15 Debtor: Quicksilver Resources Inc.	613	Secured: \$340,821.85	Claim was amended and superseded by the claim listed in the Remaining Claims columns
15	GODLEY INDEPENDENT SCHOOL DISTRICT C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 03/30/15 Debtor: Quicksilver Resources Inc.	9	Secured: \$564,615.75*	GODLEY INDEPENDENT SCHOOL DISTRICT C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 11/16/15 Debtor: Quicksilver Resources Inc.	604	Secured: \$384,957.34	Claim was amended and superseded by the claim listed in the Remaining Claims columns
16	HILL CAD COLLECTING PROPERTY TAXES FOR COVINGTON ISD HILLSBORO ISD ITASCA ISD AND BLUM ISD C/O MCCREARY VESELKA BRAGG & ALLEN PC ATTN LEE GORDON PO BOX 1269 ROUND ROCK, TX 78680 Date Filed: 05/04/15 Debtor: Quicksilver Resources Inc.	81	Secured: \$263,703.01*	HILL COUNTY APPRAISAL DISTRICT COLLECTING PROPERTY TAXES FOR COVINGTON ISD HILLSBORO ISD ET AL C/O MCCREARY VESELKA BRAGG & ALLEN PC ATTN LEE GORDON PO BOX 1269 ROUND ROCK, TX 78680 Date Filed: 01/27/16 Debtor: Quicksilver Resources Inc.	625	Secured: \$135,223.36*	Claim was amended and superseded by the claim listed in the Remaining Claims columns
17	HOOD CAD C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FWY STE 1000 DALLAS, TX 75207 Date Filed: 04/09/15 Debtor: Quicksilver Resources Inc.	19	Secured: \$3,166,634.52*	HOOD CAD C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FREEWAY STE 1000 DALLAS, TX 75207 Date Filed: 01/13/16 Debtor: Quicksilver Resources Inc.	619	Secured: \$2,376,723.91*	Claim was amended and superseded by the claim listed in the Remaining Claims columns
18	JOHNSON COUNTY C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 03/30/15 Debtor: Quicksilver Resources Inc.	11	Secured: \$239,439.34*	JOHNSON COUNTY C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 12/08/15 Debtor: Quicksilver Resources Inc.	615	Secured: \$117,555.30	Claim was amended and superseded by the claim listed in the Remaining Claims columns

Exhibit D - Amended & Superseded Claims

Third Omnibus Objection to Claims

**Quicksilver Resources Inc., et al.
Case No.15-10585 (LSS), Jointly Administered**

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REMAINING CLAIM(S)			REASON FOR DISALLOWANCE
	NAME	CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	CLAIM AMOUNT	
19	NORTHWEST ISD C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FWY STE 1000 DALLAS, TX 75207 Date Filed: 04/01/15 Debtor: Quicksilver Resources Inc.	7	Secured: \$1,190,626.53*	NORTHWEST ISD C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FREEWAY STE 1000 DALLAS, TX 75207 Date Filed: 01/15/16 Debtor: Quicksilver Resources Inc.	620	Secured: \$991,504.18*	Claim was amended and superseded by the claim listed in the Remaining Claims columns
20	PARKER CAD C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FWY STE 1000 DALLAS, TX 75207 Date Filed: 05/04/15 Debtor: Quicksilver Resources Inc.	77	Secured: \$2,471.24* Priority: \$0.00	PARKER CAD C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FWY STE 1000 DALLAS, TX 75207 Date Filed: 01/28/16 Debtor: Quicksilver Resources Inc.	630	Secured: \$2,184.71*	Claim was amended and superseded by the claim listed in the Remaining Claims columns
21	REEVES COUNTY C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN DAVID G AELVOET 711 NAVARRO ST STE 300 SAN ANTONIO, TX 78205 Date Filed: 03/31/15 Debtor: Quicksilver Resources Inc.	6	Secured: \$40.91*	REEVES COUNTY C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN DON STECKER 711 NAVARRO STE 300 SAN ANTONIO, TX 78205 Date Filed: 01/12/16 Debtor: Quicksilver Resources Inc.	617	Secured: \$48.75	Claim was amended and superseded by the claim listed in the Remaining Claims columns
22	SOMERVELL COUNTY C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 04/13/15 Debtor: Quicksilver Resources Inc.	26	Secured: \$215,843.64*	SOMERVELL COUNTY C/O PERDUE BRANDON FIELDER COLLINS & MOTT LLP ATTN ELIZABETH BANDA CALVO 500 E BORDER ST STE 640 ARLINGTON, TX 76010 Date Filed: 12/08/15 Debtor: Quicksilver Resources Inc.	611	Secured: \$125,133.10	Claim was amended and superseded by the claim listed in the Remaining Claims columns
23	TARRANT COUNTY C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FREEWAY STE 1000 DALLAS, TX 75207 Date Filed: 04/13/15 Debtor: Quicksilver Resources Inc.	23	Secured: \$1,367,340.39*	TARRANT COUNTY C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FWY STE 1000 DALLAS, TX 75207 Date Filed: 01/19/16 Debtor: Quicksilver Resources Inc.	621	Secured: \$892,540.92*	Claim was amended and superseded by the claim listed in the Remaining Claims columns
24	TEXAS COMPTROLLER OF PUBLIC ACCOUNTS OBO THE STATE OF TEXAS, TEXAS MUNICIPALITIES ET AL OFFICE OF THE ATTORNEY GENERAL BANKRUPTCY - COLLECTIONS DIVISION MC 008 PO BOX 12548 AUSTIN, TX 78711 Date Filed: 06/15/15 Debtor: Quicksilver Resources Inc.	111	Priority: \$7,299,613.07*	TEXAS COMPTROLLER OF PUBLIC ACCOUNTS PO BOX 12548 MC-008 AUSTIN, TX 78711 Date Filed: 04/22/16 Debtor: Quicksilver Resources Inc.	641	Priority: \$4,850,450.49 Unsecured: \$426,517.41	Claim was amended and superseded by the claim listed in the Remaining Claims columns

* Denotes an unliquidated component.

Exhibit E

Late Claims

Exhibit E - Late Filed Claims

Third Omnibus Objection to Claims

Quicksilver Resources Inc., *et al.*
Case No. 15-10585 (LSS), Jointly Administered

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED				REASON FOR DISALLOWANCE
	NAME	DATE FILED	CLAIM NO.	CLAIM AMOUNT	
1	BLOOMBERG LP 731 LEXINGTON AVENUE NEW YORK, NY 10017 Debtor: Quicksilver Resources Inc.	06/09/16	643	Unsecured: \$66,041.95	Claim was filed after the Bar Date of 07/31/15.
2	ELHADAD, ELIAHU 10430 NW 12TH PLACE PLANTATION, FL 33322 Debtor: Quicksilver Resources Inc.	01/21/16	622	Unsecured: \$26,781.00	Claim was filed after the Bar Date of 07/31/15.
3	FAIRBANKS, BRYAN 103 FAIRFIELD DR WINCHESTER, VA 22602 Debtor: Quicksilver Resources Inc.	02/01/16	631	Secured: \$10,000.00	Claim was filed after the Bar Date of 07/31/15.
4	FREILICH, JEFFREY 16 DEERFIELD ROAD PORT WASHINGTON, NY 11050 Debtor: Quicksilver Resources Inc.	04/17/16	640	Unsecured: \$2,000.00	Claim was filed after the Bar Date of 07/31/15.
5	HOLLINGSWORTH, GALE C 1319 E MICHELLE DR PHOENIX, AZ 85022 Debtor: Quicksilver Resources Inc.	03/02/16	632	Unsecured: \$5,000.00	Claim was filed after the Bar Date of 07/31/15.
6	MATTHEWS, RICHARD J 33 MT OLYMPUS RD SILVER CITY, NM 88061 Debtor: Quicksilver Resources Inc.	06/13/16	644	Unsecured: \$2,821.25	Claim was filed after the Bar Date of 07/31/15.
7	PITNEY BOWES GLOBAL FINANCIAL SERVICES LLC C/O PITNEY BOWES INC 27 WATERVIEW DR 3RD FL SHELTON, CT 06484 Debtor: Quicksilver Resources Inc.	06/13/16	645	Unsecured: \$975.90*	Claim was filed after the applicable bar date of 6/10/16 for this claim based on a rejected contract.**
8	POTTS, RYAN A & ELISABETH J 3107 RIM ROCK CT GRANBURY, TX 76049 Debtor: Quicksilver Resources Inc.	04/17/16	639	Priority: \$800.00	Claim was filed after the Bar Date of 07/31/15.
9	SAFETYSYNC CORPORATION ATTN.: FINANCE DEPARTMENT 1324 - 36TH AVE NE CALGARY, AB, T2E 8S1 Debtor: Quicksilver Resources Inc.	05/26/16	642	Priority: \$419.58	Claim was filed after the Bar Date of 07/31/15.
10	SHRED-IT USA LLC DBA SHREDIT-DALLAS 825 W SANDY LAKE RD COPPELL, TX 75019 Debtor: Quicksilver Resources Inc.	11/23/15	610	Unsecured: \$1,445.00	Claim was filed after the Bar Date of 07/31/15.
11	SHRYACK, TANA L PO BOX 3 RAINBOW, TX 76077 Debtor: Quicksilver Resources Inc.	10/08/15	582	Secured: Unliquidated	Claim was filed after the Bar Date of 07/31/15.
12	SIMPSON, ROBERT 9179 RYERSON ROAD PHILADELPHIA, PA 19114 Debtor: Quicksilver Resources Inc.	03/24/16	633	Unsecured: \$22,000.00*	Claim was filed after the Bar Date of 07/31/15.

* Denotes an unliquidated component.

** In accordance with the Bar Date Order, the order rejecting the relevant contract set the bar date as 6/10/16. See D.I. 1387.

Exhibit F

Insufficient Documentation Claims

Exhibit F - No Supporting Documentation Claims

Third Omnibus Objection to Claims

Quicksilver Resources Inc., et al.
Case No. 15-10585 (LSS), Jointly Administered

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED					REASON FOR DISALLOWANCE
	NAME	DATE FILED	CLAIM NO.	CLAIM AMOUNT	ASSERTED BASIS FOR CLAIM	
1	BERDAN, PATRICIA E 9148 DURNESSE WAY SACRAMENTO, CA 95829 Debtor: Quicksilver Resources Inc.	06/30/15	175	Admin: Unliquidated Secured: Unliquidated Priority: Unliquidated	None specified	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
2	BERDAN, PATRICIA 9148 DURNESSE WAY SACRAMENTO, CA 95829 Debtor: Quicksilver Resources Inc.	06/30/15	176	Admin: Unliquidated Secured: Unliquidated Priority: Unliquidated	None specified	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
3	BOLLERUD FAMILY TRUST LOTUS BOLLERUD 1200 MIRA MAR AVE APT 529 MEDFORD, OR 97504 Debtor: Quicksilver Resources Inc.	06/27/15	154	Secured: Unliquidated	None specified	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
4	BROWN, LLOYD G PO BOX 721 TENINO, WA 98589 Debtor: Quicksilver Resources Inc.	07/16/15	319	Unsecured: Unliquidated	None specified	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
5	BUTLER, GAYLENE J 43 WILLOW LANE DR LINDSBORG, KS 67456 Debtor: Quicksilver Resources Inc.	07/16/15	320	Priority: \$2,000.00	Contract / Loan	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
6	GERMAN, MELISSA EDENTON 984 OXFORD DR ST AUGUSTINE, FL 32084 Debtor: Quicksilver Resources Inc.	06/30/15	177	Secured: Unliquidated Priority: Unliquidated	Insurance	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
7	ISC LABELS & EQUIPMENT INC 2212 EDINBURGH ST ARLINGTON, TX 76018 Debtor: Quicksilver Resources Inc.	06/30/15	173	Secured: \$637.33 Priority: \$637.33	Contract / Equipment	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
8	KJ HOTSHOT LLC C/O GARY D TRAMMEL 100 E WALKER BRECKENRIDGE, TX 76424 Debtor: Quicksilver Resources Inc.	05/04/15	84	Unsecured: \$10,848.00	Contract / Services	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
9	LIBERTY MUTUAL INSURANCE ATTN CARRIE AYER PO BOX 1525 DOVER, NH 03821 Debtor: Quicksilver Resources Inc.	04/07/15	18	Unsecured: Unliquidated	Insurance	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.

Exhibit F - No Supporting Documentation Claims

Third Omnibus Objection to Claims

Quicksilver Resources Inc., et al.
Case No. 15-10585 (LSS), Jointly Administered

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED					REASON FOR DISALLOWANCE
	NAME	DATE FILED	CLAIM NO.	CLAIM AMOUNT	ASSERTED BASIS FOR CLAIM	
10	MERRITT, GARY 4209 BAR HARBOR COURT GRANBURY, TX 76049 Debtor: Quicksilver Resources Inc.	07/13/15	282	Unsecured: Unliquidated	None specified	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
11	MONCRIEF, MIRIAM KUGGA PO BOX 728 PACKWOOD, WA 98361 Debtor: Quicksilver Resources Inc.	07/07/15	223	Secured: Unliquidated	None specified	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
12	PREWITT, PAMELA SWIFT 190 CR 302 GEORGE WEST, TX 78022 Debtor: Quicksilver Resources Inc.	07/02/15	192	Priority: \$27,200.00	None specified	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
13	SHRED-IT USA LLC DBA SHREDIT-DALLAS 825 W SANDY LAKE RD COPPELL, TX 75019 Debtor: Quicksilver Resources Inc.	11/23/15	610	Unsecured: \$1,445.00	Contract / Services	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
14	WALKER, LEWIS & WILLIA 5824 EASTLAND ST FT WORTH, TX 76119 Debtor: Quicksilver Resources Inc.	07/21/15	352	Secured: \$30,000.00*	None specified	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
15	WALKER, LEWIS 5824 EASTLAND ST FT WORTH, TX 76119 Debtor: Quicksilver Resources Inc.	07/21/15	353	Secured: \$30,000.00*	None specified	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.
16	WALKER, WILLIA MOOREHEAD 5824 EASTLAND ST FT WORTH, TX 76119 Debtor: Quicksilver Resources Inc.	07/21/15	354	Secured: \$30,000.00*	None specified	The Claimant Failed to Provide Sufficient Documentation to the Debtors for Reconciliation Purposes and the Debtors' Books and Records Do Not Reflect any Claim on Behalf of Claimant.

* Denotes an unliquidated component.

Exhibit G

Satisfied Claims

Exhibit G - Satisfied Claims

Quicksilver Resources Inc., et al.
Case No. 15-10585 (LSS), Jointly Administered

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED				REASON FOR DISALLOWANCE
	NAME	DATE FILED	CLAIM NO.	CLAIM AMOUNT	
1	BROWN, HERSEL D PO BOX 728 PACKWOOD, WA 98361 Debtor: Quicksilver Resources Inc.	07/07/15	225	Secured: Unliquidated	Claimant Paid \$55.44 On October 26, 2015 Via Check (#2015460)
2	BUSH, WILLIAM RICHARD & JILL 6440 CURZON AVE FORT WORTH, TX 76116 Debtor: Quicksilver Resources Inc.	07/15/15	308	Secured: Unliquidated	Claimant Paid \$0.72 On November 25, 2015 Via Check (#2017317)
3	COUNTY OF DENTON C/O MCCREARY VESELKA BRAGG & ALLEN PC ATTN LEE GORDON PO BOX 1269 ROUND ROCK, TX 78680 Debtor: Quicksilver Resources Inc.	05/04/15	79	Secured: \$12.55*	Claimant Paid \$1,073,861.69 On 01/22/2016 Via Check 204342
4	DALLAS COUNTY C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FREEWAY STE 1000 DALLAS, TX 75207 Debtor: Quicksilver Resources Inc.	01/13/16	618	Secured: \$1,938.75*	Claimant Paid \$1,938.75 On 01/22/2016 Via Check 204341
5	EOG RESOURCES INC C/O SHANNON GRACEY RATLIFF & MILLER LLP ATTN JOSHUA N EPPICH 901 MAIN ST STE 4600 DALLAS, TX 75202 Debtor: Quicksilver Resources Inc.	07/28/15	421	Secured: \$8,959.52*	Claimant Paid \$8,959.52 On 04/06/2016 Via Fed Wire (# 0406b1qgc06c006216)
6	HILL COUNTY APPRAISAL DISTRICT COLLECTING PROPERTY TAXES FOR COVINGTON ISD HILLSBORO ISD ET AL C/O MCCREARY VESELKA BRAGG & ALLEN PC ATTN LEE GORDON PO BOX 1269 ROUND ROCK, TX 78680 Debtor: Quicksilver Resources Inc.	01/27/16	625	Secured: \$135,223.36*	Claimant Paid \$196,118.83 On 01/22/2016 Via Check 204361
7	HOOD CAD C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FREEWAY STE 1000 DALLAS, TX 75207 Debtor: Quicksilver Resources Inc.	01/13/16	619	Secured: \$2,376,723.91*	Claimant Paid \$1,877,084.12 On January 22, 2016 Via Check (# 204366); Claimant Paid \$246,176.45 On January 22, 2016 Via Check (# 204364)
8	HOOD CAD C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FWY STE 1000 DALLAS, TX 75207 Debtor: Cowtown Pipeline L.P.	10/26/15	591	Secured: \$229,555.63*	Claimant Paid \$493,627.75 On 01/22/2016 Via Check 204365; Claimant Paid \$64,738.44 On 01/22/2016 Via Check 204363
9	KIDWILL, KEITH PO BOX 4491 FORT WORTH, TX 76164 Debtor: Quicksilver Resources Inc.	07/31/15	546	Unsecured: \$250,000.00*	Claimant Paid \$335.22 On May 25, 2015 Via Check (#2005897)
10	MONCRIEF, MIRIAM KUGGA PO BOX 728 PACKWOOD, WA 98361 Debtor: Quicksilver Resources Inc.	07/07/15	224	Secured: Unliquidated	Claimant Paid \$410.18 On May 27, 2014 Via Check (#1145908)
11	PARKER CAD C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FWY STE 1000 DALLAS, TX 75207 Debtor: Quicksilver Resources Inc.	01/28/16	630	Secured: \$2,184.71*	Claimant Paid \$2,184.71 On 01/22/2016 Via Check 204390
12	REEVES CAD C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN DAVID G AELVOET 711 NAVARRO ST STE 300 SAN ANTONIO, TX 78205 Debtor: Quicksilver Resources Inc.	03/31/15	5	Secured: \$22.29*	Claimant Paid \$127.79 On 01/22/2016 Via Check 204400
13	TARRANT COUNTY C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FWY STE 1000 DALLAS, TX 75207 Debtor: Cowtown Pipeline L.P.	10/26/15	590	Secured: \$181.41*	Claimant Paid \$4,580.68 On 01/22/2016 Via Check 204415
14	TARRANT COUNTY C/O LINEBARGER GOGGAN BLAIR & SAMPSON LLP ATTN ELIZABETH WELLER 2777 N STEMMONS FWY STE 1000 DALLAS, TX 75207 Debtor: Quicksilver Resources Inc.	01/19/16	621	Secured: \$892,540.92*	Claimant Paid \$1,412,982.78 On 01/22/2016 Via Check 204414; Claimant Paid \$371,580.03 On 01/22/2016 Via Check 204413; Claimant Paid \$17,418.64 On 01/22/2016 Via Check 204416; Claimant Paid \$68,571.02 On 01/26/2016 Via Check 204438

* Denotes an unliquidated component.

Exhibit H

Proposed Order

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

In re:

Quicksilver Resources Inc., et al.,¹

Debtors.

)
)
)
)
)
)
)

Chapter 11

Case No. 15-10585 (LSS)

Jointly Administered

**ORDER DISALLOWING AND EXPUNGING CLAIMS THAT ARE
(A) DUPLICATIVE OF A PREVIOUSLY FILED CLAIM OR A CLAIM FILED
ON THE CLAIMANT’S BEHALF, (B) ON ACCOUNT OF EQUITY INTERESTS,
(C) AMENDED AND SUPERSEDED, (D) LATE-FILED, (E) FILED WITH
INSUFFICIENT DOCUMENTATION, AND/OR (F) SATISFIED**

Upon the objection of the above-captioned Debtors (collectively, the “Debtors”),² pursuant to Bankruptcy Code sections 105 and 502, Bankruptcy Rule 3007, and Local Rule 3007-1, to the Duplicate Claims, Noteholder Claims, Equity Claims, Amended and Superseded Claims, Late Claims, Insufficient Documentation Claims, and Satisfied Claims; and the Court having jurisdiction to consider the objection and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the objection and the relief requested therein being a core proceeding in accordance with 28 U.S.C. § 157(b)(2); and venue being proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the objection being adequate and appropriate under the particular circumstances; and the Court having considered the LaGatta Declaration and found and determined that the relief sought in the objection is in the best interests of the Debtors, the Debtors’ creditors, and other parties in

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Quicksilver Resources Inc. (“Quicksilver”) [6163]; Barnett Shale Operating LLC [0257]; Cowtown Drilling, Inc. [8899]; Cowtown Gas Processing L.P. [1404]; Cowtown Pipeline Funding, Inc. [9774]; Cowtown Pipeline L.P. [9769]; Cowtown Pipeline Management, Inc. [9771]; Makarios Resources International Holdings LLC [1765]; Makarios Resources International Inc. [7612]; QPP Holdings LLC [0057]; QPP Parent LLC [8748]; Quicksilver Production Partners GP LLC [2701]; Quicksilver Production Partners LP [9129]; and Silver Stream Pipeline Company LLC [9384]. The Debtors’ address is 801 Cherry Street, Suite 4000, Fort Worth, Texas 76102.

² All capitalized terms not otherwise defined herein are to be given the meanings ascribed to them in the objection.

interest and that the legal and factual bases set forth in the objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby **ORDERED**:

1. The objection is sustained to the extent provided herein.
2. The Duplicate Claims listed on **Exhibit A** to the objection under the heading labeled “Claim(s) to be Disallowed & Expunged” are disallowed and expunged in their entirety.
3. The Noteholder Claims listed on **Exhibit B** to the objection under the heading labeled “Duplicate Claim to be Disallowed and Expunged” are disallowed and expunged in their entirety.
4. The Equity Claims listed on **Exhibit C** to the objection under the heading labeled “Claim(s) to be Disallowed & Expunged” are disallowed and expunged in their entirety.
5. The Amended and Superseded Claims listed on **Exhibit D** to the objection under the heading labeled “Claim(s) to be Disallowed & Expunged” are disallowed and expunged in their entirety.
6. The Late Claims listed on **Exhibit E** to the objection under the heading labeled “Claim(s) to be Disallowed & Expunged” are disallowed and expunged in their entirety.
7. The Insufficient Documentation Claims listed on **Exhibit F** to the objection under the heading labeled “Claim(s) to be Disallowed & Expunged” are disallowed and expunged in their entirety.
8. The Satisfied Claims listed on **Exhibit G** to the objection under the heading labeled “Claim(s) to be Disallowed & Expunged” are disallowed and expunged in their entirety.
9. The Debtors’ rights to (i) file subsequent objections to any claims listed on any of the Claims Exhibits on any ground; (ii) amend, modify, or supplement the objection, including,

without limitation, the filing of objections to further amended or newly-filed claims; (iii) seek to expunge or reduce any claim to the extent all or a portion of such claim has been paid; and (iv) settle any claim for less than the asserted amount are expressly preserved. Additionally, should the objection be denied, the Debtors' rights to object to the Duplicate Claims, Noteholder Claims, Equity Claims, Amended and Superseded Claims, Late Claims, Insufficient Documentation Claims, and Satisfied Claims on any grounds other than those set forth in the objection are preserved.

10. The objection by the Debtors to each claim, as addressed in the objection and as set forth in the Claims Exhibits, constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014 and Local Rule 3007-1. This Order shall be deemed a separate Order with respect to each claim that is the subject of the objection. Any stay of this Order pending appeal by any claimants whose claims are subject to this Order shall only apply to the contested matter that involves such claimant and shall not act to stay the applicability and/or finality of this Order with respect to any other contested matters addressed in the objection and this Order.

11. The Debtors, GCG, and the Clerk are authorized to take any and all actions that are necessary or appropriate to give effect to this Order.

12. This Court shall retain jurisdiction over the Debtors and the claimants whose claims are the subject of the objection with respect to any matters related to or arising from the objection or the implementation of this Order.

Wilmington, Delaware

Date: _____, 2016

The Honorable Laurie Selber Silverstein
United States Bankruptcy Judge

Exhibit I

LaGatta Declaration

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

In re:)	
	)	Chapter 11
Quicksilver Resources Inc., <u>et al.</u> , ¹)	
	)	Case No. 15-10585 (LSS)
Debtors.)	
	)	Jointly Administered

**DECLARATION OF VANESSA GOMEZ LAGATTA IN SUPPORT OF DEBTORS’
THIRD (NON-SUBSTANTIVE) OMNIBUS OBJECTION TO CERTAIN CLAIMS THAT
ARE (A) DUPLICATIVE OF A PREVIOUSLY FILED CLAIM OR A CLAIM FILED ON
THE CLAIMANT’S BEHALF, (B) ON ACCOUNT OF EQUITY INTERESTS,
(C) AMENDED AND SUPERSEDED, (D) LATE-FILED, (E) FILED WITH
INSUFFICIENT DOCUMENTATION, AND/OR (F) SATISFIED**

I, Vanessa Gomez LaGatta, pursuant to 28 U.S.C. § 1746, hereby declare under penalty of perjury that the following is true and correct to the best of my knowledge, information, and belief:

1. I am the Senior Vice President, Chief Financial Officer, and Treasurer of Quicksilver Resources Inc. (“Quicksilver” and, together with its affiliated Debtors, the “Debtors”). I have been employed in this capacity by Quicksilver since January 2015 and previously served as Quicksilver’s Vice President – Treasurer since September 2009. Accordingly, I am familiar with Quicksilver’s day-to-day operations, business, and financial affairs.

2. I submit this declaration (the “Declaration”) in support of the *Debtors’ Third (Non-Substantive) Omnibus Objection to Certain Claims That Are (A) Duplicative of a*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Quicksilver Resources Inc. [6163]; Barnett Shale Operating LLC [0257]; Cowtown Drilling, Inc. [8899]; Cowtown Gas Processing L.P. [1404]; Cowtown Pipeline Funding, Inc. [9774]; Cowtown Pipeline L.P. [9769]; Cowtown Pipeline Management, Inc. [9771]; Makarios Resources International Holdings LLC [1765]; Makarios Resources International Inc. [7612]; QPP Holdings LLC [0057]; QPP Parent LLC [8748]; Quicksilver Production Partners GP LLC [2701]; Quicksilver Production Partners LP [9129]; and Silver Stream Pipeline Company LLC [9384]. The Debtors’ address is 801 Cherry Street, Suite 4000 Fort Worth, Texas 76102.

Previously Filed Claim or a Claim Filed on the Claimant's Behalf, (B) on Account of Equity Interests, (C) Amended and Superseded, (D) Late-Filed, (E) Filed with Insufficient Documentation, and/or (F) Satisfied, dated as of the date hereof and filed contemporaneously herewith.

3. All statements in this Declaration are based upon my personal knowledge, my review (or the review of the advisors or consultants under my supervision) of (a) business records kept by the Debtors in the ordinary course of business, (b) the relevant proofs of claim, (c) the Schedules and Statements,² or (d) the official register of claims filed in the Debtors' cases.

4. The proofs of claim subject to the objection were carefully reviewed and analyzed in good faith using due diligence by appropriate personnel of the Debtors, Deloitte Transactions and Business Analytics LLP, Akin Gump Strauss Hauer & Feld LLP, and GCG. These efforts resulted in the identification of the Duplicate Claims, Noteholder Claims, Equity Claims, Amended and Superseded Claims, Late Claims, Insufficient Documentation Claims, and Satisfied Claims (collectively, the "Disputed Claims") identified in the Claims Exhibits.

5. The information contained in the objection and the Claims Exhibits is true and correct to the best of my knowledge and belief.

6. The Debtors have determined that the Duplicate Claims identified on **Exhibit A** to the Objection under the column labeled "Claim(s) to be Disallowed & Expunged" are duplicative of claims listed under the column titled "Remaining Claims." Accordingly, to prevent the claimants from receiving an unwarranted double recovery, the Debtors seek to disallow the Duplicate Claims identified on **Exhibit A** to the Objection in full.

² All capitalized terms not otherwise defined herein are to be given the meanings ascribed to them in the objection.

7. The Debtors have determined that the Noteholder Claims identified on **Exhibit B** to the Objection under the column labeled “Duplicate Claim to be Disallowed & Expunged” were filed by individual noteholders and assert a claim for the repayment of principal, interest and/or the applicable fees and charges on account of the 2019 Senior Notes or Senior Subordinated Notes that is duplicative of one or more of the Indenture Trustee Claims. To prevent the claimants who filed the Noteholder Claims from receiving an unwarranted double recovery, the Debtors seek to disallow the Noteholder Claims identified on **Exhibit B** to the Objection in full.

8. The Debtors have determined that the Equity Claims identified on **Exhibit C** to the Objection under the column labeled “Claim(s) to be Disallowed & Expunged” were each filed by a shareholder based on the ownership of equity securities in one of the Debtors.³ Because the equity interests asserted by holders of the Equity Claims are not valid claims against the Debtors, the Debtors seek entry of an order disallowing and expunging the Equity Claims in their entirety.

9. The Debtors have determined that the Amended and Superseded Claims listed on **Exhibit D** to the Objection under the column labeled “Claim(s) to be Disallowed & Expunged” have each been amended and superseded by one or more of the Remaining Claims. Accordingly, to prevent the claimants who filed the Amended and Superseded Claims from receiving an unwarranted double recovery, the Debtors seek entry of an order disallowing the Amended and Superseded Claims in their entirety.

³ Based on my conversations with counsel, I understand that Local Rule 3007-1(d)(v) requires non-substantive objections to Equity Claims be only to those claims that are solely based on equity ownership and that do not include a claim for damages. I have reviewed, or caused to be reviewed, each of the Equity Claims set forth on **Exhibit C** to the Objection and determined that each of the Equity Claims is based on ownership of equity interests and does not include a damages component.

10. The Debtors have determined that the Late Claims identified on **Exhibit E** to the Objection under the column heading “Claim(s) to be Disallowed & Expunged” were filed after the applicable Bar Date and were not specific amendments to timely-filed claims. Accordingly, to prevent the claimants who failed to timely file their claims from receiving an unwarranted recovery to the detriment of the Debtors and creditors who complied with the Bar Date Order and timely filed proofs of claim in these chapter 11 cases, the Debtors seek entry of an order disallowing and expunging the Late Claims in their entirety.

11. The Debtors have determined that the Insufficient Documentations Claims identified on **Exhibit F** to the Objection under the column heading “Claim(s) to be Disallowed & Expunged” were filed without sufficient documentation to substantiate the Proof of Claim asserted therein. Because the Debtors have been unable to locate any documentation that would substantiate the Insufficient Documentation Claims after reasonable efforts and a review of their books and records, including those books and records corresponding to the types of liabilities listed in **Exhibit F**, the Debtors seek entry of an order disallowing the Insufficient Documentation Claims in their entirety.

12. The Debtors have determined that the Satisfied Claims identified on **Exhibit G** to the Objection under the column heading “Claim(s) to be Disallowed & Expunged” have been paid or otherwise satisfied by the Debtors. Based on a reasonable review of their books and records, the Debtors do not believe they are liable for any of the Satisfied Claims, as they have previously paid or otherwise satisfied that claim. Accordingly, to prevent these claimants from receiving an unwarranted recovery on account of the Satisfied Claims, the Debtors seek entry of an order disallowing and expunging the Satisfied Claims in their entirety.

CONCLUSION

13. For the reasons set forth above, I respectfully submit that the Disputed Claims listed on the Claims Exhibits should be disallowed in their entirety.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 18th day of July, 2016.

/s/ Vanessa Gomez LaGatta
Vanessa Gomez LaGatta
Senior Vice President – Chief Financial
Officer and Treasurer
Quicksilver Resources Inc.