

**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 |
| |) | Re: Docket Nos. 1754, 1796 & <u>1837</u> |

**AMENDED ORDER DISALLOWING AND EXPUNGING CERTAIN
CLAIMS FOR WHICH THE DEBTORS HAVE NO LIABILITY**

Upon the objection of the Liquidation Trustee,² pursuant to Bankruptcy Code sections 105 and 502, Bankruptcy Rule 3007, and Local Rule 3007-1, to the No Liability 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 Davis Declaration and found and determined that the relief sought in the objection is in the best interests of the Debtors' estates, the Debtors' creditors, and other parties in interest and that the legal and factual bases set forth in the objection establish just cause for the

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].

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

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 No Liability Claims listed on Exhibit A to this Order under the heading labeled "Claims to be Disallowed & Expunged" are disallowed and expunged in their entirety.
3. The Liquidation Trustee's rights to (i) file subsequent objections to any claims 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.
4. The objection by the Liquidation Trustee to each claim, as addressed in the objection and as set forth in Exhibit A, 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.
5. The Liquidation Trustee, GCG, and the Clerk are authorized to take any and all actions that are necessary or appropriate to give effect to this Order.

6. This Court shall retain jurisdiction over the Liquidation Trustee 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: Feb. 10, 2017



The Honorable Laurie Selber Silverstein
United States Bankruptcy Judge

EXHIBIT A

Exhibit A - No Liability Claims Schedule 1 - Conveyed Lease Claims

Fourth 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 | BURGESS, SHARON 5710 CEDAR RIDGE DR ARLINGTON, TX 76017 Debtor: Quicksilver Resources Inc. | 07/02/15 | 194 | Secured: Unliquidated | Debtors Conveyed Lease in 2013. |
| 2 | DAVIDSON, SCOTT R C/O LINDA ATKINS 2620 WEST ARKANSAS LANE ARLINGTON, TX 76016 Debtor: Quicksilver Resources Inc. | 07/27/15 | 399 | Admin: Unliquidated | Debtors Conveyed Lease in 2013. |
| 3 | KINNEY, DANELL DAPHENE 5961 LOST VALLEY DR THE COLONY, TX 75056 Debtor: Quicksilver Resources Inc. | 07/08/15 | 235 | Admin: Unliquidated Secured: Unliquidated Priority: Unliquidated Unsecured: Unliquidated | Debtors Conveyed Lease in 2013. |
| 4 | L L ATKINS FAMILY LTD PARTNERSHIP ATTN LINDA ATKINS 2620 W ARKANSAS LN ARLINGTON, TX 76016 Debtor: Quicksilver Resources Inc. | 07/27/15 | 397 | Admin: Unliquidated | Debtors Conveyed Lease in 2013. |
| 5 | LANE, KELLY 7421 KELL DRIVE FORT WORTH, TX 76112 Debtor: Barnett Shale Operating LLC | 07/24/15 | 372 | Unsecured: Unliquidated | Debtors Conveyed Lease in 2013. |
| 6 | M A DAVIDSON FAMILY LIMITED PTSHP ATTN LINDA ATKINS 2620 W ARKANSAS LN ARLINGTON, TX 76016 Debtor: Quicksilver Resources Inc. | 07/27/15 | 398 | Admin: Unliquidated | Debtors Conveyed Lease in 2013. |
| 7 | MITCHELL, ROBERT & MONTE 3733 RADFORD RD FORT WORTH, TX 76119 Debtor: Quicksilver Resources Inc. | 07/29/15 | 450 | Secured: \$0.00 Unsecured: \$90,000.00 | Debtors Conveyed Lease in 2012. |
| 8 | STAGRAY, EDWARD J 795 WHISPERING PINES LN BAY CITY, MI 48708 Debtor: Quicksilver Resources Inc. | 07/27/15 | 412 | Secured: \$30,000.00 Unsecured: Unliquidated | Debtors Conveyed Lease in 2007. |
| 9 | SUNDANCE RANCH JOINT VENTURE 1500 NE LOOP 567 GRANBURY, TX 76048 Debtor: Quicksilver Resources Inc. | 07/29/15 | 444 | Unsecured: \$6,356.00 | Debtors Conveyed Lease in 2010. |
| 10 | VERDE MONTE 32 PARTNERS 1207 ELDORADO AVE DALLAS, TX 75208 Debtor: Quicksilver Resources Inc. | 07/29/15 | 448 | Unsecured: Unliquidated | Debtors Conveyed Lease in 2012. |

Exhibit A - No Liability Claims Schedule 2 - Held-in-Suspense Claims

Fourth 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 | BRINKLEY, GREG D 7920 MEADOW RIDGE DR NORTHLAKE, TX 76247 Debtor: Quicksilver Resources Inc. | 06/22/15 | 115 | Admin: Unliquidated Secured: Unliquidated Priority: Unliquidated Unsecured: Unliquidated | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 2 | BRODE, ROBERT A & DIANNE S 6203 CAPE CORAL DR. AUSTIN, TX 78746 Debtor: Quicksilver Resources Inc. | 07/31/15 | 538 | Unsecured: \$1.00* | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 3 | BUSH, WILLIAM RICHARD 6440 CURZON AVE FORT WORTH, TX 76116 Debtor: Quicksilver Resources Inc. | 07/15/15 | 309 | Secured: Unliquidated | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 4 | BUTLER, DANIEL R C/O BARBARA G BUTLER 113 CASAS DEL SUR GRANBURY, TX 76049 Debtor: Quicksilver Resources Inc. | 07/01/15 | 185 | Secured: Unliquidated | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 5 | CALEAST NAT TEXAS LP CENTERPOINT PROPERTIES 1808 SWIFT DRIVE OAKBROOK, IL 60523 Debtor: Quicksilver Resources Inc. | 07/30/15 | 454 | Unsecured: Unliquidated | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 6 | CORPORATION OF THE EPISCOPAL C/O S. GARY WERLEY 1840 ACTON HWY, SUITE 102 GRANBURY, TX 76049 Debtor: Quicksilver Resources Inc. | 07/27/15 | 410 | Unsecured: \$10,000.00* | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 7 | CROWN ENTERPRISES INC. ATTN D SCHREIBEIS 12225 STEPHENS ROAD WARREN, MI 48089 Debtor: Quicksilver Resources Inc. | 07/29/15 | 433 | Secured: Unliquidated | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 8 | ESTATE & TRUST OF EUGENE PHILIP BURTNER C/O BARBARA TOTH, ESQ. 224 CRUZ ALTA, SUITE H TAOS, NM 87871 Debtor: Quicksilver Resources Inc. | 07/28/15 | 426 | Unsecured: \$50,000.00* | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 9 | ESTATE OF WILLIAM E GIBSON C/O LAW OFFICES OF MM WADE ATTN MICKEY WADE PO BOX 328 BELTON, TX 76513 Debtor: Quicksilver Resources Inc. | 07/31/15 | 532 | Unsecured: \$3,000.00* | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 10 | FLEISCHAKER MINERAL CO LLC 100 N BROADWAY STE 2460 OKLAHOMA CITY, OK 73102 Debtor: Quicksilver Resources Inc. | 07/29/15 | 441 | Unsecured: Unliquidated | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 11 | FRANCISCO, DORIS JEAN 230 CHESTERFIELD DR KINGSLAND, TX 78639 Debtor: Quicksilver Resources Inc. | 07/29/15 | 439 | Unsecured: Unliquidated | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 12 | GOODRICH, DARLA LANKFORD 710 SHADY GROVE CT GRANBURY, TX 76049 Debtor: Quicksilver Resources Inc. | 07/20/15 | 343 | Admin: Unliquidated Secured: Unliquidated Priority: Unliquidated Unsecured: Unliquidated | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 13 | J D QUESENBURY JR TESTAMENTARY TR 860 BRIDLE PATH BURLESON, TX 76028 Debtor: Quicksilver Resources Inc. | 07/12/15 | 278 | Unsecured: Unliquidated | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |

**Exhibit A - No Liability Claims
Schedule 2 - Held-in-Suspense Claims**

Fourth 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 | |
| 14 | KERBOW, GARY D PMB 383 729 GRAPEVINE HWY HURST, TX 76054 Debtor: Quicksilver Resources Inc. | 07/24/15 | 386 | Secured: \$0.00* | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 15 | MALONE, EDWARD J 3906 CAREY ST FORT WORTH, TX 76119 Debtor: Quicksilver Resources Inc. | 06/26/15 | 143 | Secured: \$2,000.00* | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 16 | MCCOMBS FAMILY TR DTD 10/25/1989 5545 BANFF CT CONCORD, CA 94521 Debtor: Quicksilver Resources Inc. | 07/27/15 | 414 | Unsecured: \$25,000.00* | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 17 | SHIPLEY, SAM & CINDY 1502 ISLAND VILLAGE CT GRANBURY, TX 76048 Debtor: Quicksilver Resources Inc. | 07/14/15 | 296 | Admin: Unliquidated Secured: Unliquidated Unsecured: Unliquidated | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |
| 18 | WHITINGTON, RHONDA KAY 3637 SILVERADO TR ROANOKE, TX 76262 Debtor: Quicksilver Resources Inc. | 07/07/15 | 226 | Secured: Unliquidated Priority: \$100.00 | The claim relates to suspended funds and all suspended funds were transferred to Bluestone pursuant to the Sale of the Debtors' Assets. |

* Denotes an unliquidated component.

Exhibit A - No Liability Claims Schedule 3 - Expired Lease Claims

Fourth 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 | ADCOCK, NITA 3905 WINDING WAY GRANBURY, TX 76049 Debtor: Quicksilver Resources Inc. | 07/06/15 | 215 | Unsecured: \$10,000.00* | Lease expired on 6/11/2010. |
| 2 | ALFORD SCHUPBACH, BRENDA 220 BROKEN BOW QUITMAN, TX 75783 Debtor: Quicksilver Resources Inc. | 06/26/15 | 142 | Unsecured: \$3,000.00 | Lease expired on 7/31/2013. |
| 3 | ANDERSON, CATHERINE A 2670 S KNIGHTSBRIDGE CIR ANN ARBOR, MI 48105 Debtor: Quicksilver Resources Inc. | 07/08/15 | 241 | Secured: Unliquidated Priority: Unliquidated | Lease expired on 7/22/2007. |
| 4 | ATKINS, LINDA L 2620 WEST ARKANSAS LANE ARLINGTON, TX 76016 Debtor: Quicksilver Resources Inc. | 07/27/15 | 396 | Admin: Unliquidated | Claim relates to three leases which expired on 1/25/2013, 1/25/2013 and 3/15/2014. |
| 5 | DILLON, ANGELA 4214 CYPRESS SPRINGS DR ARLINGTON, TX 76001 Debtor: Quicksilver Resources Inc. | 07/02/15 | 195 | Secured: Unliquidated | Lease expired on 8/15/2012. |
| 6 | FINCHER, JESSY 4104 NEWPORT BAY CT GRANBURY, TX 76049 Debtor: Quicksilver Resources Inc. | 07/13/15 | 283 | Unsecured: Unliquidated | Lease expired on 9/23/2010. |
| 7 | WALSH, MICHAEL & TAMARA 16401 SUMMERHOUSE LN STE 50 SARASOTA, FL 34242 Debtor: Quicksilver Resources Inc. | 06/30/15 | 169 | Admin: Unliquidated Secured: \$400.00 Priority: \$0.00* Unsecured: \$12,354.43* | Claim relates to two leases which expired on 4/9/2009 and 6/6/2013. |
| 8 | WHITLEY, BETH 1403 GILMAN RD FT WORTH, TX 76140 Debtor: Quicksilver Resources Inc. | 06/27/15 | 155 | Secured: Unliquidated Priority: Unliquidated | Lease expired on 6/22/2010. |

* Denotes an unliquidated component.

Exhibit A - No Liability Claims Schedule 4 - Non-Producing Lease Claims

Fourth 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 | CARTWRIGHT, LORENE J 906 S MISSISSIPPI ST #A AMARILLO, TX 79106 Debtor: Quicksilver Resources Inc. | 07/20/15 | 339 | Unsecured: Unliquidated | The claim relates to a non-producing lease and the Debtors have no liability. |

Exhibit A - No Liability Claims Schedule 5 - Books and Records Claims

Fourth 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 | ADL DEVELOPMENT LP C/O DON REID 13600 HERITAGE PKWY STE 200 FORT WORTH, TX 76177 Debtor: Quicksilver Resources Inc. | 07/31/15 | 525 | Unsecured: Unliquidated | The Debtors have no liability related to claim on their books and records. |
| 2 | EAGLE INCOME PROPERTIES LP C/O DON REID 13600 HERITAGE PKWY STE 200 FORT WORTH, TX 76177 Debtor: Quicksilver Resources Inc. | 07/31/15 | 528 | Unsecured: Unliquidated | This claim relates to a Non-Producing Lease and the Debtors have no liability related to claim on their books and records. |
| 3 | MARSHALL, CLAUDE TIMOTHY 1809 MISSOURI AVE LAS CRUCES, NM 88001 Debtor: Quicksilver Resources Inc. | 07/31/15 | 545 | Secured: \$13,556.19 | This lease was transferred to Bluestone Natural Resources and the Debtors have no liability related to claim on their books and records. |
| 4 | MILLS, LILLY & H A 2808 NEWKIRK CT EULESS, TX 76039 Debtor: Quicksilver Resources Inc. | 06/26/15 | 144 | Unsecured: \$1,000,000.00 | This claim contains insufficient information and the Debtors have no liability related to claim on their books and records. |
| 5 | NELLIE L CHAMBERLIN OIL TRUST 1975 ATTN BERTON F CHAMBERLIN TRUSTEE 243 S ESCONDIDO BLVD #303 ESCONDIDO, CA 92025 Debtor: Quicksilver Resources Inc. | 06/26/15 | 140 | Secured: \$1,000.00* | The Debtors have no liability related to claim on their books and records. |
| 6 | SHAW, MARY M 3233 GREY DOLPHIN DR LAS VEGAS, NV 89117 Debtor: Quicksilver Resources Inc. | 07/07/15 | 228 | Unsecured: \$5,000.00 | The Debtors conveyed lease in 2014 and the Debtors have no liability related to claim on their books and records. |
| 7 | SIEWERT, DONALD K & PATRICIA L 5500 WILKES DR FORT WORTH, TX 76119 Debtor: Quicksilver Resources Inc. | 07/02/15 | 196 | Unsecured: Unliquidated | The Debtors have no outstanding liability to claimant on their books and records. |
| 8 | VANN STANFORD, RONALD 20875 COUNTY RD 487 MAY, TX 76857 Debtor: Quicksilver Resources Inc. | 06/29/15 | 158 | Unsecured: Unliquidated | The Debtors have no outstanding liability to claimant on their books and records. |