

UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF LOUISIANA
NEW ORLEANS DIVISION

IN RE:	§	
	§	CASE NO. 16-10661
WHISTLER ENERGY II, LLC,	§	
	§	CHAPTER 11 / SECTION B
DEBTOR.	§	

**ORDER ESTABLISHING DEADLINES FOR FILING PROOFS OF CLAIM
AND APPROVING THE FORM AND MANNER OF NOTICE THEREOF**

CAME ON FOR CONSIDERATION the *Application* (“Application”) (P-276) *For Entry Of An Order Establishing Deadlines For Filing Proofs Of Claim And Approving The Form And Manner Of Notice Thereof* filed by Whistler Energy II, LLC (“Debtor”) for entry of an order (“Order”) fixing deadlines and establishing procedures for filing proofs of claim and approving the form and manner of service thereof; all as more fully set forth in the Application in the above-referenced chapter 11 case (“Chapter 11 Case”); and the Court having jurisdiction over the matters raised in the Application pursuant to 28 U.S.C. §§ 1334 and 157(b), and the Court having found that venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Application is in the best interest of the Debtor and its estate; and the Court having found that proper and adequate notice of the Application and that no other or further notice is necessary; and the Court having found that good and sufficient cause exists for the granting of the relief request in the Application, and no objections being filed against the Application, and after having given due deliberation upon the Application and all of the proceedings before the Court in connection with the Application, it is HEREBY ORDERED THAT:

1. The Application is GRANTED.
2. The following bar dates are set in this Chapter 11 Case:

- a. **Claims Bar Date.** All persons and entities (each a “Claimant”) and collectively “Claimants”) holding or wishing to assert a claim (as defined in section 101(5) of the Bankruptcy Code) (each a “Claim,” and, collectively, the “Claims”) against the Debtor that arose prior to the Petition Date shall file proof of such Claim in writing so that it is actually received on or before **September 26, 2016** (the “Claims Bar Date”), or be barred from doing so;
- b. **Gap Period Claims Bar Date.** All Claimants holding or wishing to assert a Claim against the Debtor that arose from the Petition Date (which is March 24, 2016) but prior to the entry of the order for relief on May 25, 2016 (“Gap Period Claim”) pursuant to sections 502(f) and 507(a)(3) shall file proof of such Gap Period Claim in writing so that it is actually received on or before **September 26, 2016** (the “Gap Period Claims Bar Date”), or be barred from doing so;
- c. **Section 503(b)(9) Claims Bar Date.** All Claimants holding or wishing to assert a Claim against the Debtor under Section 503(b)(9) (“Section 503(b)(9) Claim”) shall file proof of such Section 503(b)(9) Claim in writing so that it is actually received on or before **September 26, 2016** (the “Section 503(b)(9) Claims Bar Date”), or be barred from doing so; and
- d. **General Bar Date Applicable to Governmental Units.** All governmental units holding or wishing to assert a Claim against the Debtor that arose prior to the Petition Date shall file proof of such Claim in writing so that it is actually received on or before **November 21, 2016** (the “Governmental Unit Bar Date”), or be barred from doing so.

(the Claims Bar Date, Gap Period Claims Bar Date, Section 503(b)(9) Claims Bar Date and Governmental Unit Bar Date are each a “Bar Date” and collectively, the “Bar Dates”).

2. The following Bar Date procedures are approved in this Chapter 11 Case:
 - a. The Debtor shall send Claimants listed in the Schedules as having Claims against the Debtor a proof of claim form, which conforms with Official Form No. 410;
 - b. The Debtor shall serve the bar date notice substantially in the form attached hereto as Exhibit A (the “Bar Date Notice”) upon the entire mailing matrix in accordance with Local Bankruptcy Rules and no later than three (3) days after entry of this Order;
 - c. The Debtor shall publish notice (“Publication Notice”) of the respective Bar Dates substantially in the form attached hereto as Exhibit B at such

times and in such local and regional publications of general circulation as the Debtor shall determine in its sole discretion. Such notice shall be published no less than 28 days before the earliest Bar Date.

- d. All proofs of Claim, including supporting documentation, must be delivered via courier service, overnight delivery, or first class U.S. mail, so as to be actually received on or before the applicable Bar Date at:

Whistler Energy Claims Processing
c/o UpShot Services LLC
8269 E. 23rd Avenue, Suite 275
Denver, CO 80238

- e. Any Claimant filing a proof of Claim who wishes to receive a date-stamped copy of the proof of Claim should include a photocopy of the completed and signed proof of Claim form and a self-addressed, stamped envelope with its proof of Claim.
3. Nothing in this Order shall prejudice the right of the Debtor or any other party in interest to dispute or assert offsets or defenses to any claim reflected in the Schedules.
 4. Pursuant to Bankruptcy Rule 3003(c)(2), any holder of a claim, including a holder of a Section 503(b)(9) Claim and a holder of a Gap Period Claim, that fails to file a proof of claim by the applicable Bar Date is forever barred, estopped, and enjoined from: (1) asserting such claim against the Debtor and this chapter 11 estate, (2) voting on any chapter 11 plan filed in this Chapter 11 Case on account of such claim, and (3) participating in any distribution in the Debtor's case on account of such claim.
 5. The Debtor is authorized and empowered to take such steps and perform such acts as may be necessary to implement and effectuate the terms of this Order.
 6. Entry of this Order is without prejudice to the right of the Debtor to seek a further order of this Court fixing a date by which holders of claims or interests not subject to the Bar Date established herein must file such proofs of claim or interest or be barred from doing so.

7. Notwithstanding any Bankruptcy Rule to the contrary, this Order shall be immediately effective and enforceable upon its entry.
8. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation or enforcement of this Order.
9. **IT IS FURTHER ORDERED** that movant shall serve this order on the required parties who will not receive notice through the ECF system pursuant to the FRBP and the LBR's and file a certificate of service to that effect within three days.

New Orleans, Louisiana, August 16, 2016.

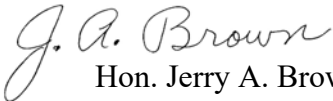

Hon. Jerry A. Brown
U.S. Bankruptcy Judge

EXHIBIT A

Bar Date Notice

UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF LOUISIANA
NEW ORLEANS DIVISION

IN RE:	§	
	§	CASE NO. 16-10661
WHISTLER ENERGY II, LLC,	§	
	§	CHAPTER 11
DEBTOR.	§	

**NOTICE OF DEADLINES AND PROCEDURES FOR FILING PROOFS OF CLAIM
(INCLUDING GAP PERIOD CLAIMS AND SECTION 503(b)(9) CLAIMS)**

TO: ALL KNOWN PERSONS AND CLAIMANTS THAT HOLD OR WISH TO
ASSERT CLAIMS AGAINST THE DEBTOR IN THE ABOVE-CAPTIONED
CHAPTER 11 CASE

PLEASE TAKE NOTICE that on March 24, 2016 (the “Petition Date”), an involuntary petition for relief under Chapter 11 of Title 11 of the Bankruptcy Code¹ was filed against the Debtor in the United States Bankruptcy Court for the Eastern District of Louisiana. On May 25, 2016, the Debtor consented to the order for relief in the case (“Chapter 11 Case”).

PLEASE TAKE FURTHER NOTICE that on or around July 6, 2016, the Debtor filed its statements of financial affairs and schedules of assets and liabilities, current income and expenditures, and executory contracts and unexpired leases as required by section 521 of the Bankruptcy Code (as amended, the “Schedules”).

PLEASE TAKE FURTHER NOTICE that on ____ __ 2016, the Court entered an order in this chapter 11 case (the “Bar Date Order”). Pursuant to the Bar Date Order, all persons and entities (such persons and entities collectively, the “Claimants” and each, a “Claimant”) wishing to assert a claim (as defined in section 101(5) of the Bankruptcy Code) that arose prior to the Petition Date or is treated as arising prior to the Petition Date (each a “Claim,” and, collectively, the “Claims”) are required to file such Claims by the following dates:

- a. **Claims Bar Date.** All Claimants holding or wishing to assert a Claim against the Debtor shall file proof of such Claim in writing so that it is actually received on or before **September 26, 2016** (the “Claims Bar Date”), or be barred from doing so;
- b. **Gap Period Claims Bar Date.** All Claimants holding or wishing to assert a Claim against the Debtor that occurred from the Petition Date (which is March 24, 2016) but prior to the entry of the order for relief on May 25, 2016 (“Gap Period Claim”) pursuant to sections 502(f) and 507(a)(3) shall file proof of such Gap Period Claim in writing so that it is

¹ “**Bankruptcy Code**” shall mean 11 U.S.C. §§ 101, *et seq.*

actually received on or before **September 26, 2016** (the “Gap Period Claims Bar Date”), or be barred from doing so;

- c. **Section 503(b)(9) Claims Bar Date.** All Claimants holding or wishing to assert a Claim against the Debtor under Section 503(b)(9) (“Section 503(b)(9) Claim”) shall file proof of such Section 503(b)(9) Claim in writing so that it is actually received on or before **September 26, 2016** (the “Section 503(b)(9) Claims Bar Date”), or be barred from doing so; and
- d. **General Bar Date Applicable to Governmental Units.** All governmental units holding or wishing to assert a Claim against the Debtor that arose prior to the Petition Date shall file proof of such Claim in writing so that it is actually received on or before **November 21, 2016** (the “Governmental Unit Bar Date”), or be barred from doing so.

(the Claims Bar Date, Gap Period Claims Bar Date, Section 503(b)(9) Claims Bar Date and Governmental Unit Bar Date are each a “Bar Date” and collectively, the “Bar Dates”).

Who Must File a Proof of Claim

You **MUST** file a proof of Claim to vote on a chapter 11 plan filed by the Debtor or to share in distributions from the Debtor’s bankruptcy estate if you have a Claim that arose prior to the Petition Date and/or occurred during the March 24, 2016, to May 25, 2016 period (“Gap Period”). Claims based on acts or omissions of the Debtor that occurred prior to the Petition Date and/or during the Gap Period must be filed on or prior to the applicable Bar Date, even if such Claims are not now fixed, liquidated, or certain or did not mature or become fixed, liquidated, or certain before the Petition Date and/or during the Gap Period.

Under section 101(5) of the Bankruptcy Code and as used in this notice, the word “claim” means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

What to File

The Debtor is enclosing a proof of Claim form for use in this Chapter 11 Case; if your Claim is listed on the Schedules, the form also sets forth the amount of your Claim as listed on the Schedules by the Debtors, and whether the Claim is scheduled as disputed, contingent, or unliquidated. You will receive a different proof of Claim form for each Claim scheduled in your name by the Debtor. You may utilize the proof of Claim form(s) provided by the Debtor to file your Claim.

Proofs of Claim must: (i) include an original signature, as copies of proofs of Claim or proofs of Claim sent by facsimile or electronic mail will not be accepted; (ii) include supporting documentation (if voluminous, a summary must be attached) or an explanation as to why documentation is not available; (iii) set forth with specificity the legal and factual basis for the alleged Claims; (iv) be in the English language; and (v) be denominated in United States currency.

When and Where to File

All Proofs of Claim (including a Gap Period Claim and/or a Section 503(b)(9) Claim), including supporting documentation, must be delivered via courier service, overnight delivery, or first class U.S. mail, so as to be **actually received** on or before the applicable Bar Date at:

Whistler Energy Claims Processing
c/o UpShot Services LLC
8269 E. 23rd Avenue, Suite 275
Denver, CO 80238

Any Claimant filing a Proof of Claim (including a Gap Period Claim and/or a Section 503(b)(9) Claim) who wishes to receive a date-stamped copy of the Proof of Claim should include a photocopy of the completed and signed Proof of Claim form and a self-addressed, stamped envelope with its Proof of Claim.

THIS NOTICE IS BEING SENT TO MANY CLAIMANTS THAT HAVE HAD SOME RELATIONSHIP WITH OR HAVE DONE BUSINESS WITH THE DEBTOR BUT MAY NOT HAVE A CLAIM AGAINST THE DEBTOR. THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTOR OR THE COURT BELIEVES THAT YOU HAVE ANY CLAIM AGAINST THE DEBTOR.

Consequences of Failure to File a Proof of Claim by the Applicable Bar Date

ANY HOLDER OF A CLAIM, INCLUDING A HOLDER OF A SECTION 503(b)(9) CLAIM OR A HOLDER OF A GAP PERIOD CLAIM, THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM WILL BE BARRED FROM (1) ASSERTING SUCH CLAIM AGAINST THE DEBTOR AND THEIR CHAPTER 11 ESTATE, (2) VOTING ON ANY CHAPTER 11 PLAN FILED IN THIS CHAPTER 11 CASE ON ACCOUNT OF SUCH CLAIM, AND (3) PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTOR'S CASE ON ACCOUNT OF SUCH CLAIM.

The Debtor's Schedules and Access Thereto

You may be listed as a Claimant holding a Claim against the Debtor in the Debtor's Schedules.

To determine if and how you are listed on the Schedules, please refer to the descriptions set forth on the enclosed proof of Claim forms regarding the nature, amount, and status of your Claim(s).

If you rely on the Debtor's Schedules, it is your responsibility to determine that the Claim is accurately listed in the Schedules; however, you may rely on the enclosed proof of Claim form if it lists your Claim as scheduled and specifies whether the Claim is listed on the Schedules as disputed, contingent, or unliquidated.

As set forth above, if you agree with the nature, amount, and status of your Claim as listed in the Debtor's Schedules, and if your Claim is not described as "disputed," "contingent," or "unliquidated," you need not file a proof of Claim. Otherwise, or if you decide to file a proof of Claim, you must do so before the applicable Bar Date in accordance with the procedures set forth in this notice.

Copies of the Debtor's Schedules are available from the Court by the methods listed above. Copies of the Debtor's Schedules are also available for inspection on the Court's website at www.laeb.uscourts.gov. A login and password to the access to Court's Electronic Court Records are required and this information can be obtained at <http://www.pacer.psc.uscourts.gov>. Copies of the Debtor's Schedules may also be found at the Debtors **unofficial** website at <http://www.upshotservices.com/whistlerenergy>.

Reservation of Rights

Nothing contained herein is intended to or should be construed as a waiver of the Debtor's rights to: (a) dispute and assert offsets or defenses against any filed Claim or any Claim listed or reflected in the Schedules as to amount, liability, priority, status, classification, or otherwise of such Claim; (b) subsequently designate any Claim listed in the Schedules as disputed, contingent, unliquidated, or any combination thereof; and (c) object to the extent, validity, enforceability, priority, or avoidability of any Claim listed in the Schedules.

A holder of a possible Claim against the Debtor should consult an attorney regarding any matters covered by this notice, such as whether the holder should file a proof of Claim.

DATED: _____, 2016

Respectfully submitted by:

LOOPER GOODWINE P.C.

Paul J. Goodwine (La. Bar No. 23757)
Taylor P. Gay (La. Bar No. 35140)
650 Poydras Street, Suite 2400
New Orleans, Louisiana 70130
Telephone: (504) 503-1500
Facsimile: (504) 503-1501
Email: pgoodwine@loopergoodwine.com
Email: tgay@loopergoodwine.com

**SPECIAL REGULATORY COUNSEL for
Whistler Energy II, LLC**

AND

Gardere Wynne Sewell LLP

DRAFT

John P. Melko
jmelko@gardere.com
State Bar No. 13919600
Michael K. Riordan
mriordan@gardere.com
State Bar No. 24070502
Sharon Beausoleil
Sbeausoleil@gardere.com
State Bar No. 24025245
1000 Louisiana Street, Suite 2000
Houston, TX 77002
Telephone: 713.276.5500

**COUNSEL TO THE DEBTOR AND DEBTOR-
IN-POSSESSION**

EXHIBIT B
Publication Notice

UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF LOUISIANA
NEW ORLEANS DIVISION

IN RE:	§	
	§	CASE NO. 16-10661
WHISTLER ENERGY II, LLC,	§	
	§	CHAPTER 11
DEBTOR.	§	

**NOTICE OF DEADLINES AND PROCEDURES FOR FILING PROOFS OF CLAIM
(INCLUDING GAP PERIOD CLAIMS AND SECTION 503(b)(9) CLAIMS)**

PLEASE TAKE NOTICE THAT on [_____, 2016], the Court entered an order approving the Debtor’s Application for Entry of an Order Establishing Deadlines for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof (the “Bar Date Order”) in the above-captioned case. A copy of the Bar Date Order can be accessed at <http://www.upshotservices.com/whistlerenergy> or at the Court’s website at www.laeb.uscourts.gov. A login and password to the access to Court’s Electronic Court Records are required and this information can be obtained at <http://www.pacer.psc.uscourts.gov>. Copies of the Bar Date Order may also be found at the Debtor’s **unofficial** website at <http://www.upshotservices.com/whistlerenergy>.

The Bar Date Order requires all persons and entities (collectively, the “Claimants” and each, an “Claimant”) holding or wishing to assert a claim that arose prior to the Petition Date and/or occurred after the Petition Date but prior to the entry of the order for relief on May 25, 2016, against the Debtor (each, a “Claim” and, collectively, the “Claims”), to submit proof of such Claim so as to be actually received by Whistler Energy Claims Processing, c/o UpShot Services LLC (“Upshot”), on or before a certain date (the “Bar Dates”). The Bar Dates are as set forth below:

Claims Bar Date. All Claimants holding or wishing to assert a Claim against the Debtor shall file proof of such Claim in writing so that it is actually received on or before **September 26, 2016** (the “Claims Bar Date”), or be barred from doing so.

Gap Period Claims Bar Date. All Claimants holding or wishing to assert a Claim against the Debtor that occurred from the Petition Date (which is March 24, 2016) but prior to the entry of the order for relief on May 25, 2016 (“Gap Period Claim”) pursuant to sections 502(f) and 507(a)(3) shall file proof of such Gap Period Claim in writing so that it is actually received on or before **September 26, 2016** (the “Gap Period Claims Bar Date”), or be barred from doing so.

Section 503(b)(9) Claims Bar Date. All Claimants holding or wishing to assert a claim against the Debtor under Section 503(b)(9) (“Section 503(b)(9) Claim”) shall file proof of such Section 503(b)(9) Claim in writing so that it is actually received on or before **September 26, 2016** (the “Section 503(b)(9) Claims Bar Date”), or be barred from doing so.

General Bar Date Applicable to Governmental Units. All governmental units holding or wishing to assert a Claim against the Debtor that arose prior to the Petition Date shall file proof of such Claim in writing so that it is actually received on or before **November 21, 2016** (the “Governmental Unit Bar Date”), or be barred from doing so.

Filing a Proof of Claim. All Proofs of Claim (including a Gap Period Claim and/or a Section 503(b)(9) Claim), including supporting documentation, must be delivered via courier service, overnight delivery, or first class U.S. mail, so as to be ***actually received*** on or before the applicable Bar Date at:

Whistler Energy Claims Processing
c/o UpShot Services LLC
8269 E. 23rd Avenue, Suite 275
Denver, CO 80238

Any Claimant filing a Proof of Claim (including a Gap Period Claim and/or a Section 503(b)(9) Claim) who wishes to receive a date-stamped copy of the Proof of Claim should include a photocopy of the completed and signed Proof of Claim form and a self-addressed, stamped envelope with its Proof of Claim.

Consequences of Failing to Timely Submit Your Proof of Claim. ANY HOLDER OF A CLAIM, INCLUDING A HOLDER OF A SECTION 503(b)(9) CLAIM OR A HOLDER OF A GAP PERIOD CLAIM, THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM WILL BE BARRED FROM (1) ASSERTING SUCH CLAIM AGAINST THE DEBTOR AND ITS CHAPTER 11 ESTATE, (2) VOTING ON ANY CHAPTER 11 PLAN FILED IN THIS CHAPTER 11 CASE ON ACCOUNT OF SUCH CLAIM, AND (3) PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTOR’S CASES ON ACCOUNT OF SUCH CLAIM.

Reservation of Rights. Nothing contained in this notice is intended to or should be construed as a waiver of the Debtor’s rights to: (a) dispute and assert offsets or defenses against any filed Claim or any Claim listed or reflected in the Schedules as to amount, liability, priority, status, classification, or otherwise of such Claim; (b) subsequently designate any Claim listed in the Schedules as disputed, contingent, unliquidated, or any combination thereof; and (c) object to the extent, validity, enforceability, priority, or avoidability of any Claim listed in the Schedules.

PLEASE TAKE FURTHER NOTICE that the copies of the Application and Bar Date Order may be obtained by: (i) written request to the Debtor’s counsel, Gardere Wynne Sewell LLP (Attn: John P. Melko and Sharon Beausoleil) 2000 Wells Fargo Plaza, 1000 Louisiana Street Houston, TX 77002; (ii) accessing the Court’s website at <http://www.laeb.uscourts.gov> (please note that a PACER password is needed to access documents on the court’s website); or (iii) accessing the Debtor’s **unofficial** website at <http://www.upshotservices.com/whistlerenergy>.