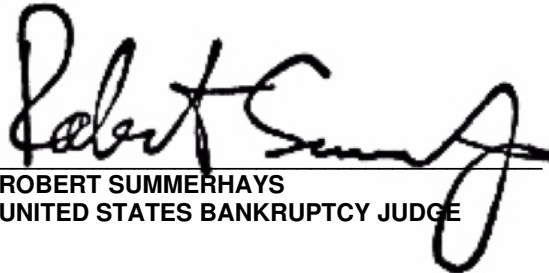




SO ORDERED.

SIGNED November 16, 2015.


ROBERT SUMMERHAYS
UNITED STATES BANKRUPTCY JUDGE

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF LOUISIANA
LAFAYETTE DIVISION**

IN RE:

A&B VALVE AND PIPING SYSTEMS,
L.L.C., *et al.*,¹

DEBTORS

CASE NO. 15-51336

(JOINTLY ADMINISTERED)

CHAPTER 11

CHIEF JUDGE ROBERT SUMMERHAYS

**FINAL ADMINISTRATIVE ORDER UNDER BANKRUPTCY CODE SECTIONS 105(a)
AND 331 ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES FOR PROFESSIONALS**

CONSIDERING the motion (ECF Doc. 14) (the “Motion”) of the debtors-in-possession, A&B Valve and Piping Systems, L.L.C.; Kimzey Casing Service, LLC; Sheffield GP, LLC; and Sheffield Holdings, LP (collectively, the “Debtors”), for an order, pursuant to Bankruptcy Code §§ 105(a) and 331, establishing procedures for interim compensation and reimbursement of

¹ Kimzey Casing Service, LLC (15-51337); Sheffield GP, LLC (15-51339); and Sheffield Holdings, LP (15-51338) are being jointly administered with A&B Valve and Piping Systems, LLC (15-51336) pursuant to court order (ECF Doc. 32).

expenses of professionals retained by order of this Court, and the Court having heard the statements of counsel in support of the relief requested by the Debtors in the Motion at a hearing before the Court on October 19, 2015 and granted the Motion on an Interim Basis thereafter; and no subsequent objections being received; and it appearing that the relief requested is in the best interests of the Debtors' estates, their creditors and other parties in interest; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 158(a); and after due deliberation and cause appearing therefor:

IT IS ORDERED that the relief requested in the Motion is **GRANTED** on a final basis as provided herein;

IT IS FURTHER ORDERED that except as may otherwise be provided in Court orders authorizing the retention of specific professionals, all Professionals (as defined in the Motion) may seek interim compensation in accordance with the following procedure:

- a. On or before the fifteenth (15th) day of the calendar month following the calendar month for which compensation is sought, the Professionals will submit a summary consisting of a brief statement as to the fees incurred and the costs incurred, along with an invoice (that may be redacted as necessary to preserve privilege) (a "Fee Summary"). Each such person receiving a Fee Summary will have ten (10) days after service as set forth above to review a Fee Summary. At the expiration of the ten (10) day period following service of a Fee Summary, if no objection (as described below) is made to a Fee Summary, the Debtor shall be authorized to pay one hundred percent (100%) of the fees and expenses requested in the Professional's respective Fee Summary, subject to the holdback of an amount equal to twenty (20%) of the fees portion of the Fee Summary, which 20% holdback shall be held in the Professional's client trust account pending Court approval for payment.
- b. In the event any of the Service Parties objects to the compensation or reimbursement sought in a particular Fee Summary, such Service Party shall, within the ten (10) day period following the date of service of the Fee Summary, serve upon (i) the Professional whose Fee Summary is objected to, and (ii) except to the extent duplicative of the foregoing clause, the other Service Parties, a written "Notice of Objection to Fee Summary" with a statement setting forth the precise nature of the objection and the amount at issue. The Professional whose Fee Summary is objected to shall attempt to reach an agreement regarding the objection. If the parties are unable to reach an agreement on the objection(s) within

ten (10) days after receipt of such objection(s), the Professional whose Fee Summary is objected to shall have the option of (i) filing the objection(s) together with a request for payment of the disputed amount with the Court, or (ii) foregoing payment of the disputed amount until the next interim fee application hearing, at which time the Court will consider and dispose of the objection(s) if payment of the disputed amount is requested. The Debtors will be required to pay promptly any portion of the fees and disbursements requested that are not the subject of a Notice of Objection to Fee Summary.

- c. The first Fee Summary shall be submitted to the Service Parties on or before the 15th day of the first full month following the Petition Date and shall cover the period from the commencement of the Cases through the end of the month in which the Cases were filed. Thereafter, each Fee Summary will be due by the 15th of the month following the month in which the services were rendered.
- d. Approximately every four (4) months (*i.e.*, every 120 days), or such time as the Court may prescribe, each of the Professionals shall file with the Court and serve an application for interim (or final) court approval and allowance, pursuant to Bankruptcy Code § 331, of the compensation and reimbursement of expenses requested for the prior four (4) months that incorporates the unfiled Fee Summaries. The first such application shall include the partial month in which the cases are filed together with the next four (4) months, and shall be filed no later than the fifteenth (15th) day of the month following the four full months to be dealt with. Each subsequent application will be at four (4) month intervals. Any Professional who fails to file an application when due shall be ineligible to receive further interim payments of fees or expenses as provided herein until such time as the application is submitted.
- e. The pendency of an application or a Court order that payment of compensation or reimbursement of expenses was improper as to a particular Fee Summary shall not disqualify a Professional from the future payment of compensation or reimbursement of expenses as set forth above, for later periods not covered by any such application or Fee Summary.
- f. Neither the payment of, nor the failure to pay, in whole or in part, monthly interim compensation and reimbursement as provided herein shall bind any party in interest or the Court with respect to the allowance of interim or final applications for compensation and reimbursement of any Professionals.
- g. No payment authorized under this Order may be made to any Professional except as otherwise authorized by the order authorizing the use of cash collateral and accompanying budget that are in effect as of the time such payment is to be made (or as otherwise authorized by the Court).

IT IS FURTHER ORDERED that the submission of the detailed time entries to the U.S. Trustee and the contents thereof shall remain confidential and shall not be disseminated by

the U.S. Trustee to any party without further order of this Court and the act of submitting such detail shall not constitute a waiver of the attorney-client privilege or privilege as to the attorney work product. The Debtors, the United States Trustee's Office and any official committee appointed in these cases are reserving any and all rights to review the fees and expenses of Professionals set forth in interim applications and it is not necessary for the Debtors, the United States Trustee's Office and any official committee appointed in these cases to file objection to the monthly Fee Summaries to reserve those rights;

IT IS FURTHER ORDERED that each member of any official committee in this case be permitted to submit statements of expenses and supporting vouchers to counsel for any official committee (if and when appointed) who will collect and submit such requests for reimbursement in accordance with the foregoing procedure for monthly and interim compensation and reimbursement of Professionals;

IT IS FURTHER ORDERED that the Debtors shall include all payments to Professionals on their monthly operating reports, detailed so as to state the amount paid to each of the Professionals;

IT IS FURTHER ORDERED that any of the Debtors' Professionals who have received an advance payment or retainer prior to the Petition Date shall be entitled to maintain and retain the full amount of such advance payment or retainer during the chapter 11 cases to be applied to such Professionals' final application for the payment of fees and expenses herein;

IT IS FURTHER ORDERED that any party may object to requests for payments made pursuant to this Order on the grounds that the Debtors have not timely filed monthly operating reports, remained current with their administrative expenses and 28 U.S.C. § 1930 fees, or a

manifest exigency exists by seeking a further order of the Court; otherwise, this Order shall continue and shall remain in effect during the pendency of this case;

IT IS FURTHER ORDERED that all time periods set forth in this Order shall be calculated in accordance with Rule 9006(a) of the Federal Rules of Bankruptcy Procedure; and

IT IS FURTHER ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

###

This order was prepared and is being submitted by:

**GORDON, ARATA, MCCOLLAM,
DUPLANTIS & EAGAN, LLC**

By: /s/ Louis M. Phillips
Louis M. Phillips (La. Bar No. 10505)
Peter A. Kopfinger (La. Bar No. 20904)
One American Place
301 Main Street, Suite 1600
Baton Rouge, LA 70801-1916
Telephone: (225) 381-9643
Email: lphillips@gordonarata.com
Email: pkopfinger@gordonarata.com

AND

Armistead M. Long (La. Bar No. 33949)
400 East Kaliste Saloom Road, Suite 4200
Lafayette, Louisiana 70508
Email: along@gordonarata.com
Phone: (337) 237-0132

AND

Patrick "Rick" M. Shelby
(La. Bar No. 31963)
201 St. Charles Avenue, 40th Floor
New Orleans, Louisiana 70170-4000
Email: pshelby@gordonarata.com
Telephone: (504) 582-1111

***Attorneys for A&B Valve and Piping Systems, L.L.C.;
Kimzey Casing Service, LLC; Sheffield GP, LLC; and
Sheffield Holdings, LP***