IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	§	Chapter 11
EXCO RESOURCES, INC., *et al.*,[1]	§	Case No. 18-30155(MI)
Debtors.	§	(Jointly Administered)

NOTICE OF THIRD INTERIM FEE APPLICATION
OF ARCADI JACKSON, LLP AS SPECIAL LITIGATION COUNSEL
FOR THE DEBTORS AND DEBTORS IN POSSESSION
FOR THE PERIOD OF FEBRUARY 1, 2019 THROUGH APRIL 30, 2019

THE APPLICATION REFERENCED IN THIS NOTICE SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE MOTION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 21 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE MOTION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE MOTION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE MOTION AT THE HEARING.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: EXCO Resources, Inc. (2779); EXCO GP Partners Old, LP (1262); EXCO Holdings (PA), Inc. (1745); EXCO Holding MLP, Inc. (1972); EXCO Land Company, LLC (9981); EXCO Midcontinent MLP, LLC (0557); EXCO Operating Company, LP (1261); EXCO Partners GP, LLC (1258); EXCO Partners OLP GP, LLC (1252); EXCO Production Company (PA), LLC (7701); EXCO Production Company (WV), LLC (7851); EXCO Resources (XA), LLC (7775); EXCO Services, Inc. (2747); Raider Marketing GP, LLC (6366); and Raider Marketing, LP (4295). The location of the Debtors' service address is: 12377 Merit Drive, Suite 1700, Dallas, Texas 75251.

PLEASE TAKE NOTICE that Arcadi Jackson, LLP ("Arcadi Jackson"), special litigation counsel to the Debtors, filed its Third Interim Fee Application for payment of Compensation and Reimbursement of Expenses as Special Litigation Counsel to the Debtors and Debtors in Possession for the Period of February 1, 2019 through April 30, 2019 (the "Application").

In the Application, Arcadi Jackson requests that the Court enter an order granting interim allowance of compensation for professional services rendered during the Application Period in the amount of **$177,341.50** and reimbursement of actual and necessary expenses in the amount of **$89,021.12** for a total of **$266,362.62.** A copy of the Application may be obtained from the Clerk of the United States Bankruptcy Court, Southern District of Texas, 515 Rusk, Houston, Texas 77002, or by visiting https://www.epiqglobal.com to obtain a copy free of charge.

Respectfully submitted this 24th day of June, 2019.

ARCADI JACKSON, LLP

/s/ *Greg Jackson*

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Certificate of Service

I certify that on or about June 24, 2019, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Greg Jackson
T. Gregory Jackson

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	§	Chapter 11
EXCO RESOURCES, INC., *et al.*,[1]	§	Case No. 18-30155(MI)
Debtors.	§	(Jointly Administered)

THIRD INTERIM FEE APPLICATION OF ARCADI JACKSON, LLP AS SPECIAL LITIGATION COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD OF FEBRUARY 1, 2019 THROUGH APRIL 30, 2019

Name of Applicant	**Arcadi Jackson LLP**	
Applicant's Role in Case:	**Special Litigation Counsel to the Debtors and Debtors in Possession**	
Date of Order of Employment Signed:	**September 10, 2018, *nunc pro tunc* to August 9, 2018 [Docket No. 1046]**	
	Beginning Period	**End of Period**
Time period covered by this statement:	**2/1/2019**	**4/30/2019**
Time periods covered by prior applications:	**8/9/2018**	**10/31/2018**
	11/1/2018	**1/31/2019**
Total amounts awarded in all prior applications:	**$809,888.50 Fees** **$330,003.98 Expenses**	
Total fees requested in this application:	**$177,341.50**	
Total attorney fees requested in this application:	**$166,215.00**	
Total actual professional hours covered by this application	**319.20**	
Average hourly rate for attorneys:	**$575.00**	

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: EXCO Resources, Inc. (2779); EXCO GP Partners Old, LP (1262); EXCO Holdings (PA), Inc. (1745); EXCO Holding MLP, Inc. (1972); EXCO Land Company, LLC (9981); EXCO Midcontinent MLP, LLC (0557); EXCO Operating Company, LP (1261); EXCO Partners GP, LLC (1258); EXCO Partners OLP GP, LLC (1252); EXCO Production Company (PA), LLC (7701); EXCO Production Company (WV), LLC (7851); EXCO Resources (XA), LLC (7775); EXCO Services, Inc. (2747); Raider Marketing GP, LLC (6366); and Raider Marketing, LP (4295). The location of the Debtors' service address is: 12377 Merit Drive, Suite 1700, Dallas, Texas 75251.

Summary of Paraprofessional Fees Requested:	
Total paraprofessional fees requested in this application: statement:	**$11,126.50**
Total actual paraprofessional hours covered by this application:	**42.50**
Average hourly rate for paraprofessionals:	**$225.00**
Reimbursable expenses sought in this application:	**$89,021.12**
Date of Confirmation Hearing:	**6/10/2019**
Indicate Whether Plan Has Been Confirmed:	**Order Confirming Third Amended Settlement Joint Chapter 11 Plan of EXCO Resources, Inc. and Its Debtor Affiliates, June 18, 2019 [Docket No. 2128]**

Arcadi Jackson, LLP ("Arcadi Jackson"), special litigation counsel for the Debtors and Debtors in Possession (collectively, the "Debtors"), hereby submits its application (the "Application") pursuant to sections 330 and 331 of Title 11 of the United States Code (the "Bankruptcy Code") for interim allowance of compensation for services rendered and for reimbursement of expenses incurred in connection therewith and, respectfully represents:

Introduction

1. By this Application, Arcadi Jackson seeks interim allowance and award of compensation for the services rendered as special litigation counsel to the Debtors from **February 1, 2019 through April 30, 2019** (the "Fee Period") with regard to (i) fees for legal services in the amount of **$177,341.50** representing 319.20 hours of professional services and 42.50 hours of paraprofessional services, and (ii) actual and necessary expenses in the amount of **$89,021.12**, for a total of **$266,362.62**. In support of this Fee Application, Arcadi Jackson submits the declaration of Greg Jackson, a partner of Arcadi Jackson (the "Jackson Declaration"), which is attached hereto as **Exhibit A** and incorporated by reference.

2. The United States Bankruptcy Court for the Southern District of Texas (the "Court") has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. §157(b)(2). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory basis for the relief requested herein are sections 330 and 331 of the Bankruptcy Code,

Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), Rule 2016-1 of the Bankruptcy Local Rules of the United States Bankruptcy Court for the Southern District of Texas (the "Local Rules"), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 351] (the "Interim Compensation Order").

Background

3. On January 15, 2018 (the "Petition Date"), the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code.

4. The Debtors continue to operate as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee, or examiner has been appointed in the Debtor's chapter 11 case (the "Chapter 11 Case").

5. On September 10, 2018, this Court entered an order authorizing the retention of Arcadi Jackson as special litigation counsel [Docket No. 1046] (the "Retention Order"). A copy of the Retention Order is attached hereto as **Exhibit B**.

Summary of Services Rendered

6. In accordance with the Interim Compensation Order, Arcadi Jackson filed with the Court: (i) a monthly fee statement filed March 20, 2019 [Docket No. 1727] for compensation and reimbursement of expenses for services rendered during the period from February 1, 2019 through February 28, 2019 in the amount of **$27,066.00** for fees and **$77,552.50** for expenses (the "Seventh Monthly Fee Statement"); (ii) a monthly fee statement filed April 16, 2019 [Docket No. 1822] for compensation and reimbursement of expenses for services rendered during the period from March 1, 2019 through March 31, 2019 in the amounts of **$63,160.50** for fees and **$7,690.37** for expenses

(the "Eighth Monthly Fee Statement"); and (iii) a monthly fee statement filed May 21, 2019 [Docket No. 1973] for compensation and reimbursement of expenses for services rendered during the period from April 1, 2019 through April 30, 2019, in the amounts of **$87,115.00** for fees and **$3,778.25** for expenses (the "Ninth Monthly Fee Statement").

7. The following summary of services rendered during the Compensation Period is not intended to be an all-inclusive and detailed description of the work performed. Such detail, along with a schedule showing the compensation by project categories can be found in the time records annexed hereto as **Exhibit C**. A summary of fees incurred, and hours billed during the fee period by timekeeper is attached hereto as **Exhibit D**.

Exco v. Chesapeake - 0010

Interim Fee Period: Fees: **$49,978.50**; Hours: 90.30

This category includes time incurred in connection with claims asserted by certain of the Debtors for breach of contract, tortious interference with existing contract, and tortious interference with prospective contractual relations against Chesapeake Energy Marketing, LLC ("Chesapeake") pending before the United States District Court for the Northern District of Texas. The claims were dismissed by Joint Stipulation of Dismissal on April 25, 2019 after the parties settled them as part of a larger mediation in this Chapter 11 Case. The settlement was approved by the Court on April 23, 2019 [Docket No. 1854].

Exco v. Williams – 0012

Interim Fee Period: Fees: **$4,022.50**; Hours: 7.9

This category includes time incurred in connection with certain claims asserted by EXCO Operating Company, LP against Williams MLP Operating LLC and Mockingbird Midstream Gas Services, LLC for declaratory relief and other damages as a result of stay violations, and related

litigation and motion practice in the United States Bankruptcy Court for the Southern District of Texas. This matter was dismissed by Court order pursuant to a Joint Stipulation of Dismissal executed by all parties on or about March 4, 2019 [*see* TXSB 18-03103, Docket No. 29] after the parties reached a resolution.

RCC Proceedings – 014

Interim Fee Period: Fees: **$111,485.50**; Hours: 231.70

This category includes time incurred in connection with certain regulatory matters on behalf of EXCO Operating Company, LP ("EXCO Operating") pending before the Railroad Commission of Texas ("RRC"), including proceedings related to flaring of casinghead gas and rate determination for transportation and processing of casinghead gas. The flaring proceedings [Oil and Gas Docket Nos. 01-0308609 and 01-312245] began as regulatory applications before the RRC seeking permission to flare casinghead gas produced by EXCO Operating's oil wells in the Briscoe Ranch (Eagleford) Field of south Texas. The applications were necessitated, in part, by the termination of a long-term gas sales contract between certain of the Debtors and Chesapeake, which was also a subject of the EXCO v. Chesapeake matter described above. As a result, EXCO then, and currently, has no contract to gather, transport, or treat the casinghead gas produced as a by-product of the oil wells it operates in south Texas. If EXCO Operating is unable to flare its casinghead gas, then production from its oil wells must be shut-in, which would result in a substantial negative impact to its revenues and operations. These applications became contested-case matters when a midstream company—Williams MLP Operating, LLC, and its subsidiary, Mockingbird Midstream Gas Services, LLC—that is connected to many of EXCO Operating's oil wells in south Texas, protested the applications asking the RRC to deny them, which would effectively force EXCO Operating to either shut-in its oil wells or send its casinghead gas into the

midstream company's gathering system at rates and terms dictated by the midstream company. Several months after a multi-day hearing on the merits, EXCO Operating recently received a favorable Proposal for Decision ("PFD") in Oil & Gas No. 01-0308609 recommending that EXCO be permitted to flare its casinghead gas until March of 2020, giving it needed time to work towards a gathering, transporting, and treating solution for its casinghead gas. This PFD was a matter of first impression before the RRC, which has never granted permission to flare casinghead gas in an analogous situation where a producer's wells are connected to a gas gathering system. The PFD is currently awaiting a final decision from the three elected Railroad Commissioners. EXCO Operating is also awaiting a proposal for decision in Oil & Gas Docket No. 01-312245, which is another application seeking permission to temporarily continue flaring casinghead gas from a specific well.

This category also includes a closely related discrimination and rate case (Gas Utilities Docket No. 10606) before the RRC. In this matter, EXCO Operating intervened in a contested case filed by one of EXCO Operating's working-interest owners in most of its south Texas wells. EXCO Operating and its working-interest owner are asking the RRC to remedy alleged discrimination against EXCO Operating and its working-interest owner by the same midstream company—Williams and its subsidiary Mockingbird—by setting a just and reasonable rate for the gathering, transportation, and treating of casinghead gas produced from the oil wells to which the midstream company's facilities are connected. This matter is one option EXCO Operating is pursuing to seek a solution for gathering, transporting, and treating its casinghead gas.

All of the RRC matters described above have involved discovery, substantial motion practice, and multiple hearings, including multi-day hearings on the merits (i.e. trials). These matters are critical to EXCO Operating's business.

Bankruptcy Fee Applications – 016

Interim Fee Period: Fees: **$11,855.00**; Hours: 31.80

This category includes the preparation of all documents and pleadings in regard to the retention of Arcadi Jackson and the preparation of the fee applications.

Actual and Necessary Expenses

8. A schedule along with a detailed statement of actual and necessary expenses and daily logs of expenses incurred by Arcadi Jackson during the Fee Period, showing the amount of **$89,021.12** is attached hereto as **Exhibit E**. Categories of charges itemized on **Exhibit E** include, without limitation, airfare, expert witness fees, hearing transcripts, local transportation, parking, printing and binding, and travel expenses. Arcadi Jackson does not charge its clients for incoming facsimile transmissions. Arcadi Jackson typically does not charge clients for customary copying expense. Large copy jobs are outsourced to third party providers and billed to the client at cost. Arcadi Jackson typically does not charge for computer-assisted legal research.

Blended Rate Schedule

9. A blended rate schedule, as requested by Appendix B to UST Guidelines is attached hereto as **Exhibit F**.

Requested Compensation and Reimbursement Should Be Allowed

10. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 of the Bankruptcy Code to govern the Court's award of such compensation. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered . . . and reimbursement for actual, necessary expenses."

11. During the course of these chapter 11 cases, Arcadi Jackson's hourly billing rates for attorneys ranged from **$475.00 to $625.00**. The hourly rates and corresponding rate structure utilized by Arcadi Jackson in these chapter 11 cases are equivalent to the hourly rates and corresponding rate structure used by Arcadi Jackson for similar litigation and bankruptcy matters, whether in court or otherwise, regardless of whether a fee application is required.

Reservation of Rights and Notice

12. It is possible that some professional time expended, or expenses incurred during the Fee Period are not reflected in the Fee Application. Arcadi Jackson reserves the right to include such amounts in future fee applications. In addition, the Debtors have provided notice of this Fee Application to: (a) the U.S. Trustee; (b) those persons who have formally appeared and requested service in these cases pursuant to Bankruptcy Rule 2002; (c) counsel to the Committee; (d) those persons entitled to notice of this Fee Application pursuant to the Interim Compensation Order (collectively, the "Notice Parties").

No Prior Request

13. No prior application for the relief requested herein has been made to this or any other court.

WHEREFORE Arcadi Jackson respectfully requests that the Court enter an order: (a) awarding Arcadi Jackson interim compensation for professional and paraprofessional services provided during the Fee Period in the amount of **$177,341.50**, and reimbursement of actual, reasonable and necessary expenses incurred in the Fee Period in the amount of **$89,021.12** (b) authorizing and directing the Debtors to remit payment to Arcadi Jackson for such fees and expenses; and (c) granting such other relief as is appropriate under the circumstances.

Dated: June 24, 2019

ARCADI JACKSON, LLP

/s/ *Greg Jackson*

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EXHIBIT A

Jackson Declaration

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	§	Chapter 11
EXCO RESOURCES, INC., *et al.*,[1]	§	Case No. 18-30155(MI)
Debtors.	§	(Jointly Administered)

DECLARATION OF GREG JACKSON IN SUPPORT OF THE THIRD INTERIM FEE APPLICATION OF ARCADI JACKSON, LLP AS SPECIAL LITIGATION COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION

I, Thomas Gregory Jackson, hereby declare:

1. I am an attorney admitted to practice in the State of Texas and a Partner of the law firm of Arcadi Jackson, LLP ("**Arcadi Jackson**").

2. I make this declaration in support of the Third Interim Fee Application of Arcadi Jackson (the "**Application**") to certify to certain matters addressed in the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 351] (the "**Interim Compensation Order**").

3. I am familiar with the work performed on behalf of the Debtors by the lawyers and paraprofessionals in the firm.

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: EXCO Resources, Inc. (2779); EXCO GP Partners Old, LP (1262); EXCO Holdings (PA), Inc. (1745); EXCO Holding MLP, Inc. (1972); EXCO Land Company, LLC (9981); EXCO Midcontinent MLP, LLC (0557); EXCO Operating Company, LP (1261); EXCO Partners GP, LLC (1258); EXCO Partners OLP GP, LLC (1252); EXCO Production Company (PA), LLC (7701); EXCO Production Company (WV), LLC (7851); EXCO Resources (XA), LLC (7775); EXCO Services, Inc. (2747); Raider Marketing GP, LLC (6366); and Raider Marketing, LP (4295). The location of the Debtors' service address is: 12377 Merit Drive, Suite 1700, Dallas, Texas 75251.

4. Specifically, I have reviewed the Application and I hereby submit that such application complies with the Interim Compensation Order and the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules. In addition, I hereby certify that, in accordance with the Interim Compensation Order, and in connection with preparing the Application, Arcadi Jackson has made a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 USC. § 330 by Attorneys in Larger Chapter 11 Cases, effective November 1, 2013* (the "**U.S. Trustee Guidelines**"). To that end, Arcadi Jackson specifically responds to certain questions identified in the U.S. Trustee Guidelines as follows:

Question 1: Did Arcadi Jackson agree to any variations from, or alternatives to, Arcadi Jackson's standard billing arrangements for this engagement?

Answer: No. Arcadi Jackson and the Debtors have not agreed to any variations from, or alternatives to, Arcadi Jackson's standard billing arrangements for this engagement. The rate structure provided by Arcadi Jackson is appropriate and is not significantly different from (a) the rates that Arcadi Jackson charges for other representations or (b) the rates of other comparably skilled professionals.

Question 2: Do any of the Arcadi Jackson professionals in this engagement vary their rate based on the geographic location of the Debtors' chapter 11 cases?

Answer: No.

Question 3: If Arcadi Jackson has represented the Debtors in the 12 months prepetition, disclose Arcadi Jackson's billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If Arcadi Jackson's billing rates and material financial terms have changed post-petition, explain the difference and the reasons for the difference.

Answer: Arcadi Jackson's hourly rates from its founding in August 2018 through January 31, 2019 were:

Billing Category	Rate
Partners	**$585.00**
T. Gregory Jackson	$585.00
Ann Marie Arcadi	$585.00
Of Counsel & Associates	**$295.00to $450.00**
Aaron Christian	$450.00

Beginning February 1, 2019, Arcadi Jackson increased its annual rate as noticed in its January 15, 2019 Notice of Annual Rate Increase by Arcadi Jackson, LLP [Docket 1549] as follows:

Billing Category	Rate
Partners	**$625.00**
T. Gregory Jackson	**$625.00**
Ann Marie Arcadi	**$625.00**
Of Counsel & Associates	**$310.00 to $495.00**
Aaron Christian	**$475.00**
Amy Gray	**$475.00**
Seema Tendolkar	**$425.00**
Paraprofessionals	**$175.00 to $275.00**

Question 4: Have the Debtors approved Arcadi Jackson's budget and staffing plan, and, if so, for what budget period?

> **Answer:** The Debtors have approved the use of the legal professionals on the Litigation Matters, described in the Application as defined in the Retention Order, and also approved the litigation strategy in those matters.

5. In accordance with Rule 2016(a) of the Federal Rules of Bankruptcy Procedure and 11 U.S.C. § 504, I hereby certify that no agreement or understanding exists between Arcadi Jackson and any other person for the sharing of compensation to be received in connection with the above cases except as authorized pursuant to the Bankruptcy Code, Bankruptcy Rules, and Local Bankruptcy Rules.

6. All services for which compensation is sought were professional services on behalf of the Debtors (or, at the request of the Debtors, on behalf of certain present and former officers,

directors and affiliates) and not on behalf of any other person.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: June 24, 2019

/s/ Greg Jackson
Thomas Gregory Jackson

EXHIBIT B

Retention Order

United States Bankruptcy Court Southern - Texas
ENTERED
09/10/2018

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	§	Chapter 11
EXCO RESOURCES, INC., *et al.*,[1]	§	Case No. 18-30155 (MI)
Debtors.	§	(Jointly Administered)
	§	**Re: Docket No. 1017**

ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF ARCADI JACKSON, LLP AS SPECIAL LITIGATION COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION *NUNC PRO TUNC* TO AUGUST 9, 2018

Upon the application (the "Application")[2] of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for the entry of an order (this "Order") authorizing the Debtors to retain and employ Arcardi Jackson, LLP ("Arcadi Jackson") as Special Litigation Counsel, pursuant to sections 327(e), 328(a), and 330 of title 11 of the United States Code (the "Bankruptcy Code"), Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rules 2014-1 and 2016-1 of the Bankruptcy Local Rules of the United States Bankruptcy Court for the Southern District of Texas (the "Bankruptcy Local Rules"); and the Court having reviewed the Application, the Declaration of T. Gregory Jackson, a partner of Arcadi Jackson, LLP (the "Jackson Declaration"); all as more fully set forth in the Application;

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: EXCO Resources, Inc. (2779); EXCO GP Partners Old, LP (1262); EXCO Holdings (PA), Inc. (1745); EXCO Holding MLP, Inc. (1972); EXCO Land Company, LLC (9981); EXCO Midcontinent MLP, LLC (0557); EXCO Operating Company, LP (1261); EXCO Partners GP, LLC (1258); EXCO Partners OLP GP, LLC (1252); EXCO Production Company (PA), LLC (7701); EXCO Production Company (WV), LLC (7851); EXCO Resources (XA), LLC (7775); EXCO Services, Inc. (2747); Raider Marketing GP, LLC (6366); and Raider Marketing, LP (4295). The location of the Debtors' service address is: 12377 Merit Drive, Suite 1700, Dallas, Texas 75251.

[2] Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Application.

and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Application is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Application and opportunity for a hearing on the Application were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Application and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Application and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. ~~The Application is granted to the extent set forth herein.~~

2. The Debtors are authorized to retain and employ Arcadi Jackson as Special Litigation Counsel with respect to the Litigation Matters in accordance with sections 327(e) and 328(a) of the Bankruptcy Code, *nunc pro tunc* to August 9, 2018; *provided* that, should the scope of Arcadi Jackson's services expand beyond the scope discussed herein, Arcadi Jackson will file a supplemental retention application with the Court.

3. Arcadi Jackson shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtors' chapter 11 cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, Bankruptcy Local Rules, and any other applicable procedures and orders of the

Court, including the Interim Compensation Order. For billing purposes, Arcadi Jackson shall keep its time in one tenth (1/10) hour increments in accordance with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "Revised UST Guidelines"). Arcadi Jackson also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the Revised UST Guidelines, both in connection with the Application and the interim and final fee applications to be filed by Arcadi Jackson in these chapter 11 cases.

4. Arcadi Jackson shall not charge a markup to the Debtors with respect to fees billed by third-party contract attorneys who are retained by Arcadi Jackson solely to provide services to the Debtors and shall ensure that any such third-party contract attorneys are subject to conflict checks and disclosures in accordance with the requirements of the Bankruptcy Code and Bankruptcy Rules.

5. Arcadi Jackson shall provide ten business days' notice to the Debtors, the U.S. Trustee, and any official committee before any increases in the rates set forth in the Application are implemented and shall file such notice with the Court. The U.S. Trustee retains all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

6. Notwithstanding anything to the contrary in the Application, Arcadi Jackson wiil not seek, under sections 328 or 330 of the Bankruptcy Code, reimbursement from the Debtors' estates for fees and expenses incurred in connection with defending against any objections to any of Arcadi Jacksons' fee applications that are filed in these Chapter 11 Cases.

7. Arcadi Jackson shall use its reasonable efforts to avoid any duplication of services provided by any of the Debtors' other retained professionals in these chapter 11 cases.

8. The Debtors and Arcadi Jackson are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Application.

9. Notice of the Application as provided therein shall be deemed good and sufficient notice of such Application and the requirements of Bankruptcy Rule 6004(a) and the Bankruptcy Local Rules are satisfied by such notice.

10. To the extent the Application or the Jackson Declaration is inconsistent with this Order, the terms of this Order shall govern.

11. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

12. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Signed: September 10, 2018

Marvin Isgur
United States Bankruptcy Judge

EXHIBIT C

Time Records with Coversheet of Project Categories

Project Category	Total Hours	Total Fees
Exco v. Chesapeake (0010)	90.3	$49,978.50
Exco v. Williams (0012)	7.9	$4,022.50
RRC Proceedings (0014)	231.7	$111,485.50
Bankruptcy Fee Applications (0016)	31.8	$11,855.00
Totals	**361.70**	**$177,341.50**

ARCADI aj JACKSON

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910
Main: 214.865.6458
www.arcadijackson.com

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

INVOICE

February 01, 2019 - February 28, 2019

Invoice Date	March 04, 2019
Invoice Number	1166
Due Date	April 03, 2019
Payment Terms	Next 30 days

Chesapeake 0010

Account Summary

Previous Balance	$200,377.60
Payments Received	$0.00
Outstanding Balance	$200,377.60
Current Invoice	$87,127.50
Total Due	**$287,505.10**

Payment Transactions

Date	Type	Invoice #	Description	Amount
No payments have been made on this account.				

Fee Detail

Date		Description	Hours	Rate	Total
2/8/2019	AAC	Analyze correspondence from opposing counsel (.2); strategize regarding potential response and next steps (.2)	0.40	$475.00/hr	$190.00
2/8/2019	TGJ	Analyze correspondence from counsel for CHK and follow up regarding same	0.20	$625.00/hr	$125.00
2/12/2019	AAC	Communicate regarding status of potential settlement of Chesapeake case (.3); prepare analysis related to same (.5)	0.80	$475.00/hr	$380.00
2/16/2019	TGJ	Analyze key filings in the bankruptcy court	1.00	$625.00/hr	$625.00
2/20/2019	AAC	Strategize regarding case status and potential approval of settlement	0.60	$475.00/hr	$285.00
2/20/2019	TGJ	Analyze certain bankruptcy filings and follow up regarding settlement matters	0.50	$625.00/hr	$312.50
2/21/2019	AAC	Prepare overview of case status, next steps, and schedule	0.80	$475.00/hr	$380.00
2/21/2019	TGJ	Correspondence/planning/analysis regarding settlement discussions, settlement motion, and motion to stay	2.70	$625.00/hr	$1,687.50
2/25/2019	AAC	Evaluate settlement approval motion before bankruptcy court (.8); strategize regarding next steps and deadlines in district court litigation (.6)	1.40	$475.00/hr	$665.00
2/26/2019	AAC	Evaluate communication from client regarding motion for bankruptcy approval of settlement (.3); analyze materials related to potential motion to stay district court case (.6)	0.90	$475.00/hr	$427.50
2/26/2019	TGJ	Attention to settlement matters and conference with client regarding same (1.0); correspondence to counsel for Chesapeake regarding same (.2); analyze settlement agreement and related motion to approve (.5)	1.70	$625.00/hr	$1,062.50

Date		Description	Hours	Rate	Total
2/27/2019	AAC	Analyze law related to motion to stay proceedings pending settlement (1.5); prepare and revise draft motion regarding same pending bankruptcy court approval of settlement (3.1)	4.60	$475.00/hr	$2,185.00
2/27/2019	TGJ	Analysis/planning regarding motion to stay and revise draft of same (1.5); communicate with counsel for CHK regarding same (.3); communicate with client regarding same (.2)	2.00	$625.00/hr	$1,250.00
		Hours Total	**17.60**	**Fee Total**	**$9,575.00**

Expense Detail

Date		Description	Quantity	Rate	Total
2/18/2019	MAF	Alvarez & Marsal - expert witness services 01/01/19 thru 01/31/19	1	$77,552.50	$77,552.50
				Expenses Total	**$77,552.50**

Fees	$9,575.00
Expense	$77,552.50
Current Due	$87,127.50
Outstanding Balance	$200,377.60
Total Due	**$287,505.10**

Timekeeper Summary

Timekeeper	Hours
Aaron Christian, Associate	9.50
Greg Jackson, Partner	8.10
Total Hours	**17.60**

Chesapeake 0010

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

Due Date	April 03, 2019
Invoice #	1166
Total Due	**$287,505.10**
Amount Paid	**$.**

Make payment to:

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910

ARCADI aj JACKSON

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910
Main: 214.865.6458
www.arcadijackson.com

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

INVOICE

March 01, 2019 - March 31, 2019

Invoice Date	April 08, 2019
Invoice Number	1188
Due Date	May 08, 2019
Payment Terms	Next 30 days

Chesapeake 0010

Account Summary

Previous Balance	$287,505.10
Payments Received	($156,669.40)
Outstanding Balance	$130,835.70
Current Invoice	$40,407.87
Total Due	**$171,243.57**

Payment Transactions

Date	Type	Invoice #	Description	Amount
4/5/2019	Wire Transfer	1141	Wire payment received - 80% of Fees and 100% of Expenses	$156,669.40

Fee Detail

Date		Description	Hours	Rate	Total
3/1/2019	AAC	Finalize motion to stay, brief in support, exhibits, and proposed order for filing with the court (1.1); strategize regarding next steps (.6); evaluate communication from opposing counsel (.1)	1.80	$475.00/hr	$855.00
3/1/2019	CP	Review (.2), proofread (.7), and finalize (.6) Plaintiffs' Motion to Stay Proceedings Pending Approval of Settlement, supporting Brief, and proposed Order	1.50	$265.00/hr	$397.50
3/1/2019	TGJ	Correspondence with counsel for CHK (.1); confer with client (.1); attention to and finalize motion to stay and brief in support (.3)	0.50	$625.00/hr	$312.50
3/5/2019	TGJ	Analysis regarding upcoming deadlines and motion to stay	0.40	$625.00/hr	$250.00
3/13/2019	TGJ	Attention to Rule 9019 motion related issues	0.30	$625.00/hr	$187.50
3/18/2019	AAC	Strategize regarding next steps, including status of motion to stay and hearing on bankruptcy motion for approval of settlement (1); analyze filings from bankruptcy docket related to settlement approval motion and next steps regarding same (.6); analyze Chesapeake motion for partial summary judgment (1)	2.60	$475.00/hr	$1,235.00
3/18/2019	CP	Receipt and review of Defendant's Motion, Brief and Appendix in support of its Motion for Partial Summary Judgment (n/c); review Rules to confirm response deadline (.2); attention to docketing same (.1)	0.30	$265.00/hr	$79.50
		0.30 hours discount applied	(0.30)	$265.00/hr	($79.50)
3/18/2019	TGJ	Attention to 9019 motion and related filings, as well as settlement/stay issues and correspond with client regarding same (2.9); communicate with counsel for CNOOC regarding same (.4); receive CHK's motion for partial summary judgment and correspond with client regarding same (.3)	3.60	$625.00/hr	$2,250.00

Date		Description	Hours	Rate	Total
3/19/2019	AAC	Analyze Chesapeake motion for partial summary judgment and case law cited therein (1.1); prepare evaluation of same (.7); strategize regarding response and next steps (1.2)	3.00	$475.00/hr	$1,425.00
3/19/2019	TGJ	Analysis regarding Chesapeake's motion for partial summary judgment and next steps in light of motion for stay (.8); analyze Venado filing (.1)	0.90	$625.00/hr	$562.50
3/20/2019	AAC	Communicate with expert witnesses regarding case status and next steps (.5); strategize regarding response to Chesapeake motion for partial summary judgment (.4)	0.90	$475.00/hr	$427.50
3/21/2019	AAC	Prepare for and communicate with opposing counsel regarding deadline extensions and related issues (.5); strategize regarding same (.4); analyze and revise draft joint motion regarding same (.3)	1.20	$475.00/hr	$570.00
3/21/2019	TGJ	Communications with counsel for Chesapeake and analysis regarding response to motion to stay and response to motion for partial summary judgment (.8); communicate with client regarding same (.1); analysis/ review regarding joint motion to extend (.2); planning/analysis regarding finalization of settlement and upcoming hearing on motion to approve (.6)	1.70	$625.00/hr	$1,062.50
3/22/2019	AAC	Analyze materials related to Chesapeake's pending motion for partial summary judgment	1.10	$475.00/hr	$522.50
3/22/2019	TGJ	Analysis regarding objection to Chesapeake settlement (.5); analyze order from the court on motion to extend (.1); planning for hearing on 9019 motion (1.5)	2.10	$625.00/hr	$1,312.50
3/25/2019	AAC	Evaluate law related to potential options related to proposed settlement and related issues (1.2); prepare analysis of same (.9); communicate regarding same with district court case team (.6)	2.70	$475.00/hr	$1,282.50
3/25/2019	TGJ	Analyze objections to Chesapeake settlement and prepare for hearing on motion to approve same (4.50); conference with client regarding same (.5)	5.00	$625.00/hr	$3,125.00

Date		Description	Hours	Rate	Total
3/26/2019	AAC	Analyze Chesapeake motion for partial summary judgment and appendix in support and other filings potentially related to proposed settlement approval (1.2); strategize regarding next steps and timeline (.5)	1.70	$475.00/hr	$807.50
3/26/2019	TGJ	Preparation/analysis regarding evidentiary hearing on Rule 9019 motion (including testimony of Heather Summerfield) and multiple conferences with client, bankruptcy counsel, and counsel for objecting party regarding same	12.00	$625.00/hr	$7,500.00
3/27/2019	AAC	Prepare for and communicate with counsel for OOGC regarding proposed settlement with Chesapeake and OOGC objection (.9); strategize regarding next steps and settlement of case (.8); evaluate filings related to objections to settlement approval motion (1.2)	2.90	$475.00/hr	$1,377.50
3/27/2019	TGJ	Continue preparation for and then attend hearing on Rule 9019 motion and work on several follow up items (6.4); call/emails with counsel for CNOOC and follow up regarding same (.8); communicate with client regarding same (.1)	7.30	$625.00/hr	$4,562.50
3/28/2019	AAC	Communicate regarding stay of district court litigation and next steps (.7); evaluate draft filings related to same (.4); analyze filings related to bankruptcy court approval of proposed settlement (1)	2.10	$475.00/hr	$997.50
3/28/2019	TGJ	Analysis regarding proposed motion to extend and communicate with counsel for Chesapeake regarding same	0.40	$625.00/hr	$250.00
3/29/2019	AAC	Evaluate materials related to proposed settlement and approval of same (.7); strategize regarding potential new deadlines for stay of case during bankruptcy court approval process (.5)	1.20	$475.00/hr	$570.00
3/29/2019	TGJ	Analysis/planning regarding follow up from hearing on Rule 9019 motion and correspondence regarding same	1.40	$625.00/hr	$875.00
		Hours Total	**58.30**	**Fee Total**	**$32,717.50**

Expense Detail

Date		Description	Quantity	Rate	Total
3/24/2019	MAF	Southwest Airlines airfare to Houston in preparation for hearing on bankruptcy settlement (TGJ)	0	$0.00	$523.96
3/24/2019	MAF	Lunch while traveling for hearing on bankruptcy settlement (TGJ)	0	$0.00	$5.98
3/24/2019	MAF	Ground transportation from airport to hotel for hearing on bankruptcy settlement (TGJ)	0	$0.00	$32.68
3/25/2019	MAF	Meal during hearing on bankruptcy settlement (TGJ)	0	$0.00	$44.89
3/25/2019	MAF	Dinner meeting with Heather Summerfield and Alex Scharzman preparing for hearing on bankruptcy settlement (TGJ)	0	$0.00	$136.34
3/27/2019	MAF	Lancaster Hotel (2 nights) during hearing on bankruptcy settlement (TGJ)	0	$0.00	$559.26
3/27/2019	MAF	Airport parking during hearing on bankruptcy settlement (TGJ)	0	$0.00	$96.00
3/27/2019	MAF	Ground transportation to airport after hearing on bankruptcy settlement (TGJ)	0	$0.00	$38.24
3/29/2019	MAF	Administrative fee from Alvarez & Marsal expert witness services for January 1-31 not previously included	0	$0.00	$6,253.02
				Expenses Total	**$7,690.37**

Fees	$32,717.50
Expense	$7,690.37
Current Due	$40,407.87
Outstanding Balance	$130,835.70
Total Due	**$171,243.57**

Timekeeper Summary

Timekeeper	Hours
Aaron Christian, Associate	21.20
Cynthia Partin, Paralegal	1.80

Timekeeper	Hours
Greg Jackson, Partner	35.60
Total Hours	**58.30**

Chesapeake 0010

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

Due Date	May 08, 2019
Invoice #	1188
Total Due	**$171,243.57**
Amount Paid	**$.**

Make payment to:

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910
Main: 214.865.6458
www.arcadijackson.com

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

INVOICE

April 01, 2019 - April 30, 2019

Invoice Date	May 07, 2019
Invoice Number	1205
Due Date	June 06, 2019
Payment Terms	Next 30 days

Chesapeake 0010

Account Summary

Previous Balance	$171,243.57
Payments Received	($85,212.50)
Outstanding Balance	$86,031.07
Current Invoice	$7,686.00
Total Due	**$93,717.07**

Payment Transactions

Date	Type	Invoice #	Description	Amount
4/18/2019	Wire Transfer	1166	Wire received	$85,212.50

Fee Detail

Date		Description	Hours	Rate	Total
4/1/2019	AAC	Evaluate court order relating to response deadlines and vacating trial setting (.3); strategize regarding same (.3)	0.60	$475.00/hr	$285.00
4/1/2019	TGJ	Analysis/correspondence regarding matters pertaining to hearing on Rule 9019 motion, including items to identify in the record for Judge Isgur (1.0); analyze orders from the court and update client regarding same (.2); analyze proposed language from CNOOC for inclusion in the approval order and communicate with client and bankruptcy counsel regarding same (.4)	1.60	$625.00/hr	$1,000.00
4/2/2019	AAC	Evaluate and communicate regarding draft filings related to proposed settlement and bankruptcy court approval thereof	0.80	$475.00/hr	$380.00
4/2/2019	TGJ	Analysis/planning/correspondence regarding filings in the Chesapeake litigation to be referenced in notice to the court	0.60	$625.00/hr	$375.00
4/3/2019	TGJ	Analyze proposed orders/emails regarding Rule 9019 motion and communicate with bankruptcy counsel regarding same	1.20	$625.00/hr	$750.00
4/4/2019	AAC	Evaluate filings related to bankruptcy approval of proposed settlement with Chesapeake (.7); strategize regarding new deadlines and next steps (.4)	1.10	$475.00/hr	$522.50
4/5/2019	AAC	Strategize regarding schedule and next steps, including filings in the bankruptcy court related to approval of proposed settlement	0.60	$475.00/hr	$285.00
4/9/2019	AAC	Evaluate schedule based on recent court order and strategize regarding same	0.40	$475.00/hr	$190.00
4/10/2019	TGJ	Follow up regarding status of negotiations with the UCC regarding Chesapeake settlement and analyze recently filed papers	0.40	$625.00/hr	$250.00

Date		Description	Hours	Rate	Total
4/12/2019	AAC	Evaluate case schedule and communicate with staff regarding same	0.50	$475.00/hr	$237.50
4/12/2019	TGJ	Analyze key filings in the bankruptcy proceeding relative to 9019 motion	0.80	$625.00/hr	$500.00
4/15/2019	TGJ	Analyze recent filings relative to the Rule 9019 motion	0.40	$625.00/hr	$250.00
4/18/2019	TGJ	Analyze Chesapeake's response to EXCO's motion to stay	0.10	$625.00/hr	$62.50
4/19/2019	AAC	Evaluate filings related to approval of Chesapeake settlement and next steps	0.50	$475.00/hr	$237.50
4/23/2019	AAC	Analyze bankruptcy court order approving settlement and related settlement agreement (.6); strategize regarding next steps and dismissal of case (.3); communicate with opposing counsel regarding same (.2)	1.10	$475.00/hr	$522.50
4/23/2019	TGJ	Analysis/correspondence regarding order approving Chesapeake settlement and attention to dismissal papers	0.50	$625.00/hr	$312.50
4/24/2019	AAC	Analyze law and other materials relevant to preparation of joint stipulation of dismissal (.7); prepare draft joint stipulation of dismissal (.5)	1.20	$475.00/hr	$570.00
4/24/2019	TGJ	Analysis/correspondence regarding dismissal papers	0.30	$625.00/hr	$187.50
4/25/2019	AAC	Communicate with opposing counsel regarding draft joint stipulation of dismissal (.2); revise and finalize same for filing with the court (.5); strategize regarding final steps and closure of matter by court (.3)	1.00	$475.00/hr	$475.00
4/25/2019	CP	Finalize Joint Stipulation of Dismissal (.2); attention to filing same with federal court (.1); case maintenance (.1)	0.40	$265.00/hr	$106.00
4/25/2019	TGJ	Correspondence/analysis regarding dismissal papers and coordinate filing of same	0.30	$625.00/hr	$187.50
		Hours Total	**14.40**	**Fee Total**	**$7,686.00**

Expense Detail

Date	Description	Quantity	Rate	Total
No expenses have been charged for this invoice.				
			Expenses Total	**$0.00**

Fees	$7,686.00
Expense	$0.00
Current Due	$7,686.00
Outstanding Balance	$86,031.07
Total Due	**$93,717.07**

Timekeeper Summary

Timekeeper	Hours
Aaron Christian, Associate	7.80
Cynthia Partin, Paralegal	0.40
Greg Jackson, Partner	6.20
Total Hours	**14.40**

Chesapeake 0010

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

Due Date	June 06, 2019
Invoice #	1205
Total Due	**$93,717.07**
Amount Paid	**$.**

Make payment to:

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910

ARCADI aj JACKSON

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910
Main: 214.865.6458
www.arcadijackson.com

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

INVOICE

February 01, 2019 - February 28, 2019

Invoice Date	March 04, 2019
Invoice Number	1164
Due Date	April 03, 2019
Payment Terms	Next 30 days

Williams Bankruptcy Matters 0012

Account Summary

Previous Balance	$5,843.50
Payments Received	$0.00
Outstanding Balance	$5,843.50
Current Invoice	$3,212.50
Total Due	**$9,056.00**

Payment Transactions

Date	Type	Invoice #	Description	Amount
No payments have been made on this account.				

Fee Detail

Date		Description	Hours	Rate	Total
2/2/2019	TGJ	Analysis regarding next steps in the adversary proceeding	0.30	$625.00/hr	$187.50
2/7/2019	AAC	Communicate with opposing counsel regarding potential resolution of adversary proceeding (.2); strategize regarding next steps with respect to same (.2)	0.40	$475.00/hr	$190.00
2/13/2019	AAC	Prepare draft stipulation of dismissal of adversary proceeding against Williams	0.70	$475.00/hr	$332.50
2/19/2019	AAC	Finalize proposed joint stipulation of dismissal of adversary proceeding (.4); prepare communication to opposing counsel regarding same (.1)	0.50	$475.00/hr	$237.50
2/19/2019	TGJ	Planning/analysis regarding dismissal of adversary proceeding	0.50	$625.00/hr	$312.50
2/26/2019	AAC	Communicate with opposing counsel regarding status of Williams review of proposed joint stipulation of dismissal (.2); strategize regarding next steps (.3)	0.50	$475.00/hr	$237.50
2/26/2019	TGJ	Correspondence/planning regarding dismissal papers	0.20	$625.00/hr	$125.00
2/27/2019	AAC	Evaluate communication from opposing counsel and draft of joint stipulation of dismissal of adversary proceeding with revisions (.6); strategize and communicate with client regarding same (.4)	1.00	$475.00/hr	$475.00
2/27/2019	TGJ	Analysis regarding proposed dismissal of the adversary proceeding and communicate with client regarding same	0.60	$625.00/hr	$375.00
2/28/2019	AAC	Finalize draft joint stipulation of dismissal for filing with the court (.4); communicate with opposing counsel and co-counsel regarding filing of same (.5)	0.90	$475.00/hr	$427.50

Date		Description	Hours	Rate	Total
2/28/2019	TGJ	Attention to dismissal of the adversary proceeding	0.50	$625.00/hr	$312.50
		Hours Total	**6.10**	**Fee Total**	**$3,212.50**

Expense Detail

Date	Description	Quantity	Rate	Total
No expenses have been charged for this invoice.				
			Expenses Total	**$0.00**

Fees	$3,212.50
Expense	$0.00
Current Due	$3,212.50
Outstanding Balance	$5,843.50
Total Due	**$9,056.00**

Timekeeper Summary

Timekeeper	Hours
Aaron Christian, Associate	4.00
Greg Jackson, Partner	2.10
Total Hours	**6.10**

Williams Bankruptcy Matters 0012

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

Due Date	April 03, 2019
Invoice #	1164
Total Due	**$9,056.00**
Amount Paid	**$.**

Make payment to:

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910

ARCADI aj JACKSON

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
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EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

INVOICE

March 01, 2019 - March 31, 2019

Invoice Date	April 08, 2019
Invoice Number	1186
Due Date	May 08, 2019
Payment Terms	Next 30 days

Williams Bankruptcy Matters 0012

Account Summary

Previous Balance	$9,056.00
Payments Received	($3,146.40)
Outstanding Balance	$5,909.60
Current Invoice	$810.00
Total Due	**$6,719.60**

Payment Transactions

Date	Type	Invoice #	Description	Amount
4/5/2019	Wire Transfer	1140	Wire payment received - 80% of Fees	$3,146.40

Fee Detail

Date		Description	Hours	Rate	Total
3/1/2019	AAC	Communicate with co-counsel regarding joint stipulation of dismissal and next steps	0.20	$475.00/hr	$95.00
3/4/2019	AAC	Finalize filing of joint stipulation of dismissal of Williams adversary proceeding	0.70	$475.00/hr	$332.50
3/4/2019	CP	Review Judge Isgur's requirements regarding dismissal (.2); communication with court manager, Ms. Do, regarding any additional requirements (.1); finalize and file Joint Stipulation of Dismiss and Agreed Order with the bankruptcy court (.2)	0.50	$265.00/hr	$132.50
3/4/2019	TGJ	Attention to finalization of stipulation of dismissal	0.30	$625.00/hr	$187.50
3/6/2019	TGJ	Analyze notice of dismissal	0.10	$625.00/hr	$62.50
		Hours Total	**1.80**	**Fee Total**	**$810.00**

Expense Detail

Date	Description	Quantity	Rate	Total
No expenses have been charged for this invoice.				
			Expenses Total	**$0.00**

Fees	$810.00
Expense	$0.00
Current Due	$810.00
Outstanding Balance	$5,909.60
Total Due	**$6,719.60**

Timekeeper Summary

Timekeeper	Hours
Aaron Christian, Associate	0.90

Timekeeper	Hours
Cynthia Partin, Paralegal	0.50
Greg Jackson, Partner	0.40
Total Hours	**1.80**

Williams Bankruptcy Matters 0012

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

Due Date	May 08, 2019
Invoice #	1186
Total Due	**$6,719.60**
Amount Paid	**$.**

Make payment to:

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910

ARCADI aj JACKSON

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EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

INVOICE

February 01, 2019 - February 28, 2019

Invoice Date	March 04, 2019
Invoice Number	1165
Due Date	April 03, 2019
Payment Terms	Next 30 days

RRC Proceedings 0014

Account Summary

Previous Balance	$43,748.90
Payments Received	$0.00
Outstanding Balance	$43,748.90
Current Invoice	$11,427.50
Total Due	**$55,176.40**

Payment Transactions

Date	Type	Invoice #	Description	Amount
No payments have been made on this account.				

Fee Detail

Date		Description	Hours	Rate	Total
2/2/2019	TGJ	Analysis regarding Williams' motion to dismiss EXCO's complaint in the rate case and next steps	0.50	$625.00/hr	$312.50
2/4/2019	AAC	Communicate and strategize regarding Williams' motion to dismiss in rate case and potential extension of deadline to respond to same	0.60	$475.00/hr	$285.00
2/6/2019	AAC	Prepare correspondence regarding Williams' motion to dismiss in rate case and deadline to respond to same	0.50	$475.00/hr	$237.50
2/6/2019	TGJ	Analyze correspondence to the RRC regarding extension to respond to Williams' motion to dismiss (.1); analysis regarding amended scheduling order in the rate case (.1)	0.20	$625.00/hr	$125.00
2/7/2019	CP	Review communications with Judge Dodson regarding agreed upon deadline extension; (.1); attention to docketing same (.1)	0.20	$265.00/hr	$53.00
2/7/2019	TGJ	Analyze correspondence from counsel for Williams	0.10	$625.00/hr	$62.50
2/19/2019	AAC	Analyze recent filings in rate case (.8); strategize regarding next steps and upcoming deadlines, including response to Mockingbird's motion to dismiss EXCO from the rate case (.7)	1.50	$475.00/hr	$712.50
2/19/2019	TGJ	Analyze correspondence from the RRC	0.10	$625.00/hr	$62.50
2/20/2019	AAC	Analyze Mockingbird motion to dismiss EXCO from rate case and related filings (1.3); evaluate law cited in Mockingbird motion (1.4)	2.70	$475.00/hr	$1,282.50
2/20/2019	CP	Receive and review Third Amended Docket Control Order (.1); attention to docketing same (.6)	0.80	$265.00/hr	$212.00

Date		Description	Hours	Rate	Total
2/20/2019	TGJ	Planning/analysis/correspondence regarding response to Williams' motion to dismiss	0.20	$625.00/hr	$125.00
2/21/2019	AAC	Analyze rate case filings and law related to response to Mockingbird's motion to dismiss (2.7); prepare draft response to Mockingbird motion to dismiss (3.3)	6.00	$475.00/hr	$2,850.00
2/22/2019	AAC	Prepare, revise, finalize, and file EXCO's response to Mockingbird's motion to dismiss	4.20	$475.00/hr	$1,995.00
2/22/2019	TGJ	Analyze and revise Williams' motion to dismiss	1.80	$625.00/hr	$1,125.00
2/25/2019	AAC	Analyze recent filings in rate case (1.4); strategize regarding next steps, including deposition of Williams corporate representative (.5)	1.90	$475.00/hr	$902.50
2/26/2019	AAC	Analyze new filing in rate case (.3); evaluate upcoming deadlines and strategize regarding same (.8)	1.10	$475.00/hr	$522.50
2/26/2019	TGJ	Prepare update to client regarding flaring proceeding	0.70	$625.00/hr	$437.50
2/27/2019	TGJ	Analysis/correspondence regarding next steps in the rate case	0.20	$625.00/hr	$125.00
		Hours Total	**23.30**	**Fee Total**	**$11,427.50**

Expense Detail

Date	Description	Quantity	Rate	Total
No expenses have been charged for this invoice.				
			Expenses Total	**$0.00**

Fees	$11,427.50
Expense	$0.00
Current Due	$11,427.50
Outstanding Balance	$43,748.90
Total Due	**$55,176.40**

Timekeeper Summary

Timekeeper	Hours
Aaron Christian, Associate	18.50
Cynthia Partin, Paralegal	1.00
Greg Jackson, Partner	3.80
Total Hours	**23.30**

RRC Proceedings 0014

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

Due Date	April 03, 2019
Invoice #	1165
Total Due	**$55,176.40**
Amount Paid	**$.**

Make payment to:

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910

ARCADI aj JACKSON

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910
Main: 214.865.6458
www.arcadijackson.com

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

INVOICE

March 01, 2019 - March 31, 2019

Invoice Date	April 08, 2019
Invoice Number	1189
Due Date	May 08, 2019
Payment Terms	Next 30 days

RRC Proceedings 0014

Account Summary

Previous Balance	$55,176.40
Payments Received	($25,361.20)
Outstanding Balance	$29,815.20
Current Invoice	$25,310.00
Total Due	**$55,125.20**

Payment Transactions

Date	Type	Invoice #	Description	Amount
4/5/2019	Wire Transfer	1143	Wire payment received - 80% of Fees	$25,361.20

Fee Detail

Date		Description	Hours	Rate	Total
3/1/2019	AAC	Analyze recent filings in rate case (.5); evaluate communication from opposing counsel in rate case (.2); strategize regarding next steps (.2)	0.90	$475.00/hr	$427.50
3/1/2019	TGJ	Analysis regarding next steps in the rate case (.4); analyze correspondence from OOGC to the RRC in the rate case (.2); analyze Williams' reply to EXCO's response to Williams' motion to dismiss amended complaint in the flaring case (.1)	0.70	$625.00/hr	$437.50
3/4/2019	AAC	Evaluate scheduling order in the rate case (.2); strategize regarding next steps and upcoming deadlines (1.6); conference with counsel for OOGC regarding discovery status and next steps (.1)	1.90	$475.00/hr	$902.50
3/5/2019	AAC	Analyze recent filings by OOGC and Williams (1.0); evaluate law related to shipper status (.7); strategize regarding preparation for upcoming deadlines and next steps (.1)	1.80	$475.00/hr	$855.00
3/5/2019	TGJ	Analyze key filings and follow up regarding next steps in the flaring proceeding and rate case	1.20	$625.00/hr	$750.00
3/6/2019	TGJ	Telephone call from counsel for OOGC	0.20	$625.00/hr	$125.00
3/7/2019	AAC	Analyze recent filings (.7); strategize regarding scheduling order and upcoming deadline (.3)	1.00	$475.00/hr	$475.00
3/7/2019	TGJ	Analysis regarding recent filings in the rate case	0.50	$625.00/hr	$312.50
3/8/2019	AAC	Analyze schedule and communicate with staff regarding status of rate case	0.40	$475.00/hr	$190.00
3/8/2019	TGJ	Correspondence/analysis regarding next steps/ deadlines in the rate case	0.60	$625.00/hr	$375.00
3/13/2019	TGJ	Analyze several recent filings in the rate case	1.80	$625.00/hr	$1,125.00

Date		Description	Hours	Rate	Total
3/15/2019	AMA	Planning re: status of matter & strategy for proceeding	0.30	$625.00/hr	$187.50
3/15/2019	TGJ	Analyze recent filings in the rate case (1.0); telephone call from counsel for CNOOC (.2)	1.20	$625.00/hr	$750.00
3/18/2019	AAC	Prepare for and conference with counsel for CNOOC regarding rate case status and next steps (1.5); analyze relevant provisions of the Mockingbird gas gathering agreement and related materials for the rate case (1.4); strategize regarding preparation of EXCO pre-filed testimony for rate case (1.6)	4.50	$475.00/hr	$2,137.50
3/18/2019	TGJ	Telephone call with counsel for CNOOC regarding rate case (.5); planning/analysis regarding direct testimony and communicate with client regarding same (1.3)	1.80	$625.00/hr	$1,125.00
3/18/2019	TGJ	Correspondence/analysis regarding the flaring proceeding	0.20	$625.00/hr	$125.00
3/19/2019	AAC	Analyze materials related to preparation of EXCO pre-filed testimony for rate case (2.4); evaluate recent filings in the rate case (.4)	2.80	$475.00/hr	$1,330.00
3/19/2019	TGJ	Further analysis regarding direct testimony in the rate case (.5); analyze correspondence from counsel for Williams in the rate case (.2)	0.70	$625.00/hr	$437.50
3/20/2019	AAC	Analyze additional filings in rate case (.9); evaluate relevant provisions of Mockingbird gathering agreement and other material in preparation for direct testimony (1.4)	2.30	$475.00/hr	$1,092.50
3/20/2019	TGJ	Analyze recent filings by Williams and CNOOC in the rate case (.7); analyze correspondence with CNOOC (.1)	0.80	$625.00/hr	$500.00
3/21/2019	AAC	Evaluate relevant materials and prepare draft direct testimony for rate case	3.10	$475.00/hr	$1,472.50
3/21/2019	TGJ	Analysis/planning regarding client's direct testimony in the rate case and communicate with client regarding same	0.80	$625.00/hr	$500.00
3/22/2019	AAC	Analyze new scheduling order (.4); strategize regarding same and next steps (.4); evaluate protective order (.5)	1.30	$475.00/hr	$617.50

Date		Description	Hours	Rate	Total
3/22/2019	TGJ	Analyze deposition notice for Williams' representative and planning for deposition (.3); analysis regarding orders from the ALJ and follow up regarding same (.3)	0.60	$625.00/hr	$375.00
3/25/2019	AAC	Analyze relevant provisions of Mockingbird gathering agreement (1.3); evaluate law related to shipper status (.8)	2.10	$475.00/hr	$997.50
3/26/2019	AAC	Evaluate most recent scheduling order in rate case and deadlines related to same (.8); analyze recent filings on rate case docket (.7); evaluate Mockingbird gathering agreement in preparation for deposition of Williams corporate representative (1.5); analyze draft written testimony for rate case (.7)	3.70	$475.00/hr	$1,757.50
3/26/2019	CP	Review and complete docketing for Fourth Amended Docket Control Order	0.50	$265.00/hr	$132.50
3/27/2019	AAC	Prepare for Williams corporate representative deposition in rate case, including analysis of Mockingbird gathering agreement and related materials (2.4); analyze protective order in rate case (.4)	2.80	$475.00/hr	$1,330.00
3/28/2019	AAC	Prepare for Williams corporate representative deposition (1.2); prepare for new deadline for filing of direct testimony (1)	2.20	$475.00/hr	$1,045.00
3/28/2019	TGJ	Analyze key documents in connection with the rate case	1.60	$625.00/hr	$1,000.00
3/29/2019	AAC	Evaluate Mockingbird agreement in preparation for Williams corporate representative deposition and direct testimony deadline	2.10	$475.00/hr	$997.50
3/31/2019	AAC	Prepare for Williams corporate representative deposition and direct testimony deadline, including analysis of relevant materials	3.00	$475.00/hr	$1,425.00
		Hours Total	**49.40**	**Fee Total**	**$25,310.00**

Expense Detail

Date	Description	Quantity	Rate	Total
No expenses have been charged for this invoice.				
			Expenses Total	**$0.00**

Fees	$25,310.00
Expense	$0.00
Current Due	$25,310.00
Outstanding Balance	$29,815.20
Total Due	**$55,125.20**

Timekeeper Summary

Timekeeper	Hours
Aaron Christian, Associate	35.90
Ann Marie Arcadi, Partner	0.30
Cynthia Partin, Paralegal	0.50
Greg Jackson, Partner	12.70
Total Hours	**49.40**

RRC Proceedings 0014

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

Due Date	May 08, 2019
Invoice #	1189
Total Due	**$55,125.20**
Amount Paid	**$.**

Make payment to:

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
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EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

INVOICE

April 01, 2019 - April 30, 2019

Invoice Date	May 07, 2019
Invoice Number	1207
Due Date	June 06, 2019
Payment Terms	Next 30 days

RRC Proceedings 0014

Account Summary

Previous Balance	$55,125.20
Payments Received	($9,142.00)
Outstanding Balance	$45,983.20
Current Invoice	$78,526.25
Total Due	**$124,509.45**

Payment Transactions

Date	Type	Invoice #	Description	Amount
4/18/2019	Wire Transfer	1165	Wire received	$9,142.00

Fee Detail

Date		Description	Hours	Rate	Total
4/1/2019	AAC	Analyze materials, including gathering agreement and appendices, in preparation for deposition of Williams corporate representative (3.7); evaluate recent filings in rate case (.8); analyze Railroad Commission rules related to rate setting proceedings and related issues (1.1)	5.60	$475.00/hr	$2,660.00
4/1/2019	TGJ	Planning/analysis regarding deposition of Williams' corporate representative	1.20	$625.00/hr	$750.00
4/2/2019	AAC	Analyze communications from counsel for CEU and Williams related to deposition notice (.4); evaluate deposition notice for Walt Bennett in rate case (.4); prepare for deposition of Walt Bennett, Williams corporate representative (4.9)	5.70	$475.00/hr	$2,707.50
4/2/2019	TGJ	Preparation/analysis regarding deposition of Williams' corporate representative	0.80	$625.00/hr	$500.00
4/3/2019	AAC	Prepare for and attend deposition of Walt Bennett, Williams' corporate representative in the rate case (8.5); strategize regarding deposition with counsel for CEU (.9); prepare overview and analysis of Bennett's testimony (.9)	10.30	$475.00/hr	$4,892.50
4/3/2019	TGJ	Analyze update from deposition of Williams' corporate representative	0.30	$625.00/hr	$187.50
4/4/2019	AAC	Analyze deposition notes and exhibits from deposition of Walt Bennett in preparation for pre-filed testimony deadline in rate case (3.5); evaluate filings in rate case, including new scheduling order (.5); review communications regarding deposition and strategize regarding next steps (.6)	4.60	$475.00/hr	$2,185.00

Date		Description	Hours	Rate	Total
4/5/2019	AAC	Analyze materials relevant to pre-file testimony for rate case (1.6); strategize regarding next steps related to pre-file testimony (.5); evaluate draft pre-file testimony (.8); analyze relevant materials from flaring dockets related to rate case (.9)	3.80	$475.00/hr	$1,805.00
4/8/2019	AAC	Correspond with counsel for OOGC regarding rate case status, upcoming deadlines, and next steps (.6); analyze materials related to EXCO's pre-filed testimony in rate case, including rough transcript of Walt Bennett deposition and notes regarding same (2.9); evaluate and analyze Mockingbird agreement and materials related to same, including letter agreement between Mockingbird and Chesapeake and communication from Mockingbird to EXCO regarding rates (1.9); strategize regarding scheduling order and next steps (.2)	5.60	$475.00/hr	$2,660.00
4/8/2019	TGJ	Analysis/planning regarding direct testimony in the rate case and analyze correspondence relative to same	1.40	$625.00/hr	$875.00
4/9/2019	AAC	Analyze transcript of Walt Bennett deposition for rate case (1.4); evaluate related materials in preparation for pre-filed testimony (1.2); analyze and revise draft pre-filed testimony of Tyler Farquharson (1.5)	4.10	$475.00/hr	$1,947.50
4/9/2019	TGJ	Analyze several recent filings by OOGC and Williams in the rate case (3.5); follow up regarding deposition of Williams' corporate representative (.5); analysis regarding direct testimony for EXCO corporate representative (.2)	4.20	$625.00/hr	$2,625.00
4/10/2019	AAC	Revise draft of pre-filed testimony and prepare same for client review (1.5); prepare analysis of rate case status, key issues, and next steps (2); analyze and evaluate deposition testimony and exhibits in rate case (1.9)	5.40	$475.00/hr	$2,565.00
4/10/2019	TGJ	Revise draft direct testimony for RRC rate case proceeding and communicate with client regarding same (1.8); analysis recently produced documents (.5); planning regarding client update (.5)	2.80	$625.00/hr	$1,750.00

Date		Description	Hours	Rate	Total
4/11/2019	AAC	Evaluate and prepare revisions to draft pre-file testimony for rate case (.7); prepare exhibits to same (.6); analyze deposition testimony related to Third Party Gas (.8); evaluate Mockingbird agreement provisions related to same (.7); revise analysis of rate case status, key issues, and next steps (.8); evaluate exhibits to rate case deposition testimony (.9); analyze rate case protective order (.5)	5.00	$475.00/hr	$2,375.00
4/11/2019	TGJ	Analyze key documents in connection with the rate case (2.1); work on update to client (.7)	2.80	$625.00/hr	$1,750.00
4/12/2019	AAC	Revise, finalize, and file pre-file testimony and exhibits with the Railroad Commission (1.1); communicate regarding same with counsel for OOGC (.3)	1.40	$475.00/hr	$665.00
4/12/2019	CP	Review and revise Direct Testimony of T. Farquharson (.3); prepare exhibits to include in filing (.1); planning regarding same (.1); prepare draft of letter to the Railroad Commission regarding same (.2)	0.70	$265.00/hr	$185.50
4/12/2019	TGJ	Coordinate finalization of direct testimony for the rate case (.5); correspondence with counsel for CNOOC (.2); analyze correspondence from counsel for Williams to the RRC (.2); analyze discovery requests from Williams (.2)	1.10	$625.00/hr	$687.50
4/15/2019	AAC	Strategize regarding status of flaring dockets and timeline for issuance of proposal for decision (.5); analyze extensive discovery requests from opposing counsel in the rate case (1.4); evaluate Railroad Commission rules relating to discovery and timelines for same (.5); analyze direct testimony and other filings in rate case from the founder entities (1); evaluate OOGC direct testimony and other filings in rate case (1.9)	5.30	$475.00/hr	$2,517.50
4/15/2019	TGJ	Analysis/correspondence regarding discovery requests to EXCO (.8); analyze correspondence from the RRC (.1); correspondence/analysis regarding same (.2)	1.10	$625.00/hr	$687.50

Date		Description	Hours	Rate	Total
4/16/2019	AAC	Analyze rate case materials, including Bennett transcript, OOGC flings and expert testimony, scheduling order, Railroad Commission rules, and produced documents (2.9); evaluate Williams discovery requests and strategize regarding objections and responses to same (1.5); prepare analysis of same (.6)	5.00	$475.00/hr	$2,375.00
4/16/2019	CP	Prepare initial draft of responses to Williams' First Request for Production, Requests for Admission, and Interrogatories (3.7)	3.70	$265.00/hr	$980.50
4/17/2019	AAC	Analyze Williams discovery requests in rate case and strategize regarding objections to same (1.2); prepare communication to client regarding Williams discovery requests and next steps (.5); evaluate law and rules related to responding and objecting to Williams discovery requests (.9); prepare objections and responses to Williams requests for production of documents (1.6)	4.20	$475.00/hr	$1,995.00
4/17/2019	CP	Prepare and convey OOGC's redacted pre-file testimony for attorney review	0.20	$265.00/hr	$53.00
4/17/2019	TGJ	Planning/analysis regarding responses to Williams' discovery requests	1.00	$625.00/hr	$625.00
4/18/2019	AAC	Analyze documents and other materials potentially responsive to Williams' discovery requests (1.9); strategize regarding additional potentially responsive materials (.8); prepare and revise objections and responses to Williams requests for production of documents (1.3); evaluate privilege matters (.6)	4.60	$475.00/hr	$2,185.00
4/18/2019	TGJ	Planning regarding responses to Williams' discovery requests	0.40	$625.00/hr	$250.00
4/19/2019	AAC	Prepare and revise objections and responses to Williams's requests for production of documents, requests for admissions, and interrogatories (3.7); evaluate privilege matters (.7); prepare communication regarding discovery responses (.2); analyze expert testimony filed by OOGC (.9)	5.50	$475.00/hr	$2,612.50
4/19/2019	TGJ	Attention to responses to Williams' discovery requests in the rate case	0.30	$625.00/hr	$187.50

Date		Description	Hours	Rate	Total
4/22/2019	AAC	Evaluate and revise draft objections and responses to Williams' written discovery requests in the rate case (2); analyze expert testimony and attachments filed by OOGC for relevance to EXCO issues (2.3); prepare communication to client regarding draft discovery responses and next steps (.5); conference with counsel for OOGC regarding discovery responses (.6); analyze other filings in the rate case, including materials filed by other intervenors (1.6)	7.00	$475.00/hr	$3,325.00
4/22/2019	TGJ	Analysis regarding responses to Williams' discovery requests in the rate case	0.40	$625.00/hr	$250.00
4/23/2019	AAC	Evaluate and revise draft discovery responses in the rate case (.8); analyze OOGC filings, including testimony and supporting documentation, in the rate case (1.9); evaluate and analyze Walt Bennett deposition testimony and exhibits (1.3); analysis regarding documents and materials potentially responsive to Williams's discovery requests and evaluate same (1.8)	5.80	$475.00/hr	$2,755.00
4/24/2019	AAC	Analyze materials for potential production to Williams in response to discovery requests in rate case (1.8); prepare revisions to draft written objections and responses to discovery requests (.5); evaluate court orders related to potentially relevant materials from flaring dockets and district court litigation (.9); analyze EXCO's Eagle Ford purchase and sale agreement (.9)	4.10	$475.00/hr	$1,947.50
4/25/2019	AAC	Revise and evaluate draft objections and responses to Williams discovery requests in the rate case (1.2); analyze law related to privilege (.5); evaluate and analyze scheduling order and strategize regarding next steps (.4); analyze OOGC and Williams filings in the rate case (1.1); evaluate documents and other communications for potential responsiveness to Williams discovery requests (1.9)	5.10	$475.00/hr	$2,422.50
4/25/2019	CP	Review Respondents' discovery requests (.4); begin review for responsive documents (3.3)	3.70	$265.00/hr	$980.50

Date		Description	Hours	Rate	Total
4/26/2019	AAC	Strategize regarding status of flaring dockets (.4); prepare additional revisions to draft objections and response to Williams discovery requests in rate case (.9); prepare communications to client regarding same (.3); analyze Mockingbird gathering agreement and EXCO purchase and sale agreement (1); evaluate and analyze documents and other materials for potential responsiveness to Williams requests for production of documents (2.6); analyze protective order and strategize regarding same (.6); evaluate and strategize regarding communication from ALJ in rate case (.3)	6.10	$475.00/hr	$2,897.50
4/26/2019	TGJ	Planning/analysis/correspondence regarding responses to Williams' discovery requests (.5); analyze correspondence from the RRC (.1)	0.60	$625.00/hr	$375.00
4/29/2019	AAC	Analyze and prepare additional revisions to draft objections and response to Williams discovery requests in rate case (1.9); conference with client regarding same (.4); evaluate documents and other materials for potential responsiveness to Williams' requests for production of documents (3.2); analyze protective order and strategize regarding same (.5); communicate with opposing counsel regarding extension of discovery response deadline (.2)	6.20	$475.00/hr	$2,945.00
4/29/2019	CP	Review documents responsive to Williams' First Request for Production (5.4); draft general objections to Williams' Request for Admission (.2)	5.10	$265.00/hr	$1,351.50
4/29/2019	TGJ	Analysis/revisions to responses to Williams' discovery requests (3.3); analysis regarding document production (.5); correspondence/ conference with client regarding same (.3); communicate with counsel for Williams regarding extension (.2); analyze correspondence from counsel for CNOOC (.1)	4.40	$625.00/hr	$2,750.00

Date		Description	Hours	Rate	Total
4/30/2019	AAC	Revise draft discovery objections and responses in response to client comments (.9); evaluate protective order and evaluate law related to same (1.1); prepare communication to client regarding draft (.2); analyze other filings in rate case (.9); evaluate and analyze documents and other materials for potential responsiveness to Williams discovery responses (2.2)	5.30	$475.00/hr	$2,517.50
4/30/2019	CP	Continue review of documents responsive to Williams' First Request for Production	6.80	$265.00/hr	$1,802.00
4/30/2019	TGJ	Analysis regarding responses to Williams' discovery requests	0.30	$625.00/hr	$187.50
		Hours Total	**159.00**	**Fee Total**	**$74,748.00**

Expense Detail

Date		Description	Quantity	Rate	Total
4/1/2019	MAF	Ground transportation in Salt Lake City during deposition - from airport to hotel (ACC)	0	$0.00	$23.93
4/1/2019	MAF	Southwest Airlines heavy luggage fee for transporting deposition materials (ACC)	0	$0.00	$75.00
4/1/2019	MAF	Southwest Airlines airfare to Salt Lake City for deposition (ACC)	0	$0.00	$1,035.96
4/4/2019	MAF	Hotel room for two nights during deposition in Salt Lake City (ACC)	0	$0.00	$1,079.76
4/4/2019	MAF	Return shipment of documents after Salt Lake City deposition	0	$0.00	$15.69
4/4/2019	MAF	Meals in Salt Lake City during stay for deposition (ACC)	0	$0.00	$126.88
4/4/2019	MAF	Ground transportation in Salt Lake City during deposition - from hotel to airport (ACC)	0	$0.00	$23.93
4/4/2019	MAF	Love Field - airport parking during trip to Salt Lake City for deposition (ACC)	0	$0.00	$83.00
4/23/2019	MAF	Copy of the deposition of Walter Bennett	0	$0.00	$1,314.10
				Expenses Total	**$3,778.25**

Fees	$74,748.00
Expense	$3,778.25
Current Due	$78,526.25
Outstanding Balance	$45,983.20
Total Due	**$124,509.45**

Timekeeper Summary

Timekeeper	Hours
Aaron Christian, Associate	115.70
Cynthia Partin, Paralegal	20.20
Greg Jackson, Partner	23.10
Total Hours	**159.00**

RRC Proceedings 0014

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

Due Date	June 06, 2019
Invoice #	1207
Total Due	**$124,509.45**
Amount Paid	**$.**

Make payment to:

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910

ARCADI aj JACKSON

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910
Main: 214.865.6458
www.arcadijackson.com

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

INVOICE

February 01, 2019 - February 28, 2019

Invoice Date	March 04, 2019
Invoice Number	1168
Due Date	April 03, 2019
Payment Terms	Next 30 days

Bankruptcy Fee Applications 0016

Account Summary

Previous Balance	$9,095.50
Payments Received	$0.00
Outstanding Balance	$9,095.50
Current Invoice	$2,851.00
Total Due	**$11,946.50**

Payment Transactions

Date	Type	Invoice #	Description	Amount
No payments have been made on this account.				

Fee Detail

Date		Description	Hours	Rate	Total
2/20/2019	AAC	Analyze and revise January 2019 fee statement	1.10	$475.00/hr	$522.50
2/20/2019	CP	Review January statements (.3); prepare initial draft of fee application (1.6)	1.90	$265.00/hr	$503.50
2/20/2019	TGJ	Analysis regarding fee application and finalize same	0.50	$625.00/hr	$312.50
2/28/2019	CP	Review statements for October 2018 through January 2019 and begin preparation of Second Interim Fee Application	5.00	$265.00/hr	$1,325.00
2/28/2019	TGJ	Attention to quarterly fee application	0.30	$625.00/hr	$187.50
		Hours Total	**8.80**	**Fee Total**	**$2,851.00**

Expense Detail

Date	Description	Quantity	Rate	Total
No expenses have been charged for this invoice.				
			Expenses Total	**$0.00**

Fees	$2,851.00
Expense	$0.00
Current Due	$2,851.00
Outstanding Balance	$9,095.50
Total Due	**$11,946.50**

Timekeeper Summary

Timekeeper	Hours
Aaron Christian, Associate	1.10
Cynthia Partin, Paralegal	6.90

Timekeeper	Hours
Greg Jackson, Partner	0.80
Total Hours	**8.80**

Bankruptcy Fee Applications 0016

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

Due Date	April 03, 2019
Invoice #	1168
Total Due	**$11,946.50**
Amount Paid	**$.**

Make payment to:

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910

ARCADI aj JACKSON

Arcadi Jackson, LLP
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EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

INVOICE

March 01, 2019 - March 31, 2019

Invoice Date	April 08, 2019
Invoice Number	1187
Due Date	May 08, 2019
Payment Terms	Next 30 days

Bankruptcy Fee Applications 0016

Account Summary

Previous Balance	$11,946.50
Payments Received	($4,262.80)
Outstanding Balance	$7,683.70
Current Invoice	$4,323.00
Total Due	**$12,006.70**

Payment Transactions

Date	Type	Invoice #	Description	Amount
4/5/2019	Wire Transfer	1142	Wire payment received - 80% of Fees	$4,262.80

Fee Detail

Date		Description	Hours	Rate	Total
3/1/2019	TGJ	Attention to interim fee application	0.20	$625.00/hr	$125.00
3/5/2019	CP	Review February 2019 statements (.3); compile data to use to draft seventh monthly application (.5); prepare initial draft of seventh monthly fee application (1.2)	2.00	$265.00/hr	$530.00
3/13/2019	TGJ	Attention to fee application preparation	0.20	$625.00/hr	$125.00
3/15/2019	TGJ	Analysis/planning regarding fee applications	0.30	$625.00/hr	$187.50
3/18/2019	CP	Final review and update seventh fee application (.7); planning regarding filing with the Court (.2)	0.90	$265.00/hr	$238.50
3/18/2019	TGJ	Review and finalize monthly fee application	0.20	$625.00/hr	$125.00
3/19/2019	AAC	Analyze and revise draft fee application	0.50	$475.00/hr	$237.50
3/20/2019	AAC	Analyze and revise draft second interim fee statement	1.00	$475.00/hr	$475.00
3/20/2019	CP	Review and update Second Interim Application to include prior application amounts paid (.6); review and update proposed Order (.2); review Notice and update same (.3); planning to submit to the court (.3)	1.40	$265.00/hr	$371.00
3/20/2019	TGJ	Attention to interim fee application	0.30	$625.00/hr	$187.50
3/25/2019	AAC	Analyze and revise draft second interim fee application	1.00	$475.00/hr	$475.00
3/25/2019	CP	Review, revise and finalize Second Interim Fee Application, proposed order and notice for filing with the court	1.20	$265.00/hr	$318.00
3/25/2019	TGJ	Attention to interim fee application	0.20	$625.00/hr	$125.00
3/26/2019	CP	Update all filings and circulate for approval to file with the Court	0.20	$265.00/hr	$53.00

Date		Description	Hours	Rate	Total
3/28/2019	TGJ	Analysis/preparation regarding fee applications	0.70	$625.00/hr	$437.50
3/29/2019	TGJ	Analysis/preparation regarding interim fee application	0.50	$625.00/hr	$312.50
		Hours Total	**10.80**	**Fee Total**	**$4,323.00**

Expense Detail

Date	Description	Quantity	Rate	Total
No expenses have been charged for this invoice.				
			Expenses Total	**$0.00**

Fees	$4,323.00
Expense	$0.00
Current Due	$4,323.00
Outstanding Balance	$7,683.70
Total Due	**$12,006.70**

Timekeeper Summary

Timekeeper	Hours
Aaron Christian, Associate	2.50
Cynthia Partin, Paralegal	5.70
Greg Jackson, Partner	2.60
Total Hours	**10.80**

Bankruptcy Fee Applications 0016

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

Due Date	May 08, 2019
Invoice #	1187
Total Due	**$12,006.70**
Amount Paid	**$.**

Make payment to:

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910
Main: 214.865.6458
www.arcadijackson.com

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

INVOICE

April 01, 2019 - April 30, 2019

Invoice Date	May 07, 2019
Invoice Number	1206
Due Date	June 06, 2019
Payment Terms	Next 30 days

Bankruptcy Fee Applications 0016

Account Summary

Previous Balance	$12,006.70
Payments Received	($2,280.80)
Outstanding Balance	$9,725.90
Current Invoice	$4,681.00
Total Due	**$14,406.90**

Payment Transactions

Date	Type	Invoice #	Description	Amount
4/18/2019	Wire Transfer	1168	Wire received	$2,280.80

Fee Detail

Date		Description	Hours	Rate	Total
4/1/2019	AAC	Revise draft second interim fee application	0.50	$475.00/hr	$237.50
4/2/2019	MAF	Review and edit Second Interim Fee Application for filing	0.70	$185.00/hr	$129.50
4/2/2019	TGJ	Analysis regarding interim fee application	0.20	$625.00/hr	$125.00
4/4/2019	AAC	Analyze revisions to second interim fee application (.6) and communicate with staff regarding same (.3)	0.90	$475.00/hr	$427.50
4/4/2019	MAF	Revise and finalize Second Interim Fee Application, Proposed Order and Notice of Application	0.50	$185.00/hr	$92.50
4/5/2019	AAC	Prepare additional revisions to second fee application (.7) and communicate with staff regarding same (.4)	1.10	$475.00/hr	$522.50
4/8/2019	AAC	Communicate with counsel for debtors and staff regarding finalization and filing of second interim fee application (.4); evaluate materials related to upcoming March 2019 fee statement (.3)	0.70	$475.00/hr	$332.50
4/9/2019	AAC	Finalize and supervise filing of second interim fee application	0.50	$475.00/hr	$237.50
4/9/2019	MAF	Finalize and file Second Interim Fee Application	0.50	$185.00/hr	$92.50
4/9/2019	TGJ	Coordinate interim fee application filing	0.20	$625.00/hr	$125.00
4/10/2019	TGJ	Attention to monthly fee application	0.20	$625.00/hr	$125.00
4/11/2019	AAC	Analyze and revise draft March 2019 fee application	0.80	$475.00/hr	$380.00
4/11/2019	CP	Review March fee statements (.6); prepare initial draft of March fee application (2.4)	3.00	$265.00/hr	$795.00
4/11/2019	TGJ	Attention to March fee application	0.20	$625.00/hr	$125.00

Date		Description	Hours	Rate	Total
4/11/2019	TGJ	Attention to preparation of monthly fee application	0.20	$625.00/hr	$125.00
4/12/2019	CP	Review revised draft of monthly fee application	0.20	$265.00/hr	$53.00
4/15/2019	AAC	Evaluate and finalize March fee statement for filing	0.30	$475.00/hr	$142.50
4/15/2019	CP	Review, revise and convey March fee application in preparation for filing	0.40	$265.00/hr	$106.00
4/15/2019	TGJ	Attention to monthly fee application	0.30	$625.00/hr	$187.50
4/16/2019	CP	Detailed review of final of Eighth Monthly Fee Statement (.3); attention to filing with bankruptcy court (.2)	0.50	$265.00/hr	$132.50
4/16/2019	TGJ	Review and finalize monthly fee application	0.30	$625.00/hr	$187.50
		Hours Total	**12.20**	**Fee Total**	**$4,681.00**

Expense Detail

Date	Description	Quantity	Rate	Total
No expenses have been charged for this invoice.				
			Expenses Total	**$0.00**

Fees	$4,681.00
Expense	$0.00
Current Due	$4,681.00
Outstanding Balance	$9,725.90
Total Due	**$14,406.90**

Timekeeper Summary

Timekeeper	Hours
Aaron Christian, Associate	4.80
Cynthia Partin, Paralegal	4.10
Greg Jackson, Partner	1.60

Timekeeper	Hours
Mary Fessenden, Paralegal	1.70
Total Hours	**12.20**

Bankruptcy Fee Applications 0016

EXCO Resources, Inc.

Attn: Heather Summerfield, Vice President, General Counsel and Secretary
12377 Merit Dr., Suite 1700
Dallas, TX 75251

Due Date	June 06, 2019
Invoice #	1206
Total Due	**$14,406.90**
Amount Paid	**$.**

Make payment to:

Arcadi Jackson, LLP
2911 Turtle Creek Blvd., Suite 800
Dallas, TX 75219
Federal Tax ID: 83-1090910

EXHIBIT D

Summary of Total Fees Incurred and Hours Billed During the Fee Period by Timekeeper.

Name	Title / Position	Section	Year of First Admission	Hours Billed in this Application	Hourly Rate Billed in this Application	Total Compensation
A. Arcadi	Partner	Litigation	1993	.30	$625.00	$187.50
A. Christian	Associate	Litigation	2011	221.90	$475.00	$105,402.50
M. Fessenden	Paralegal	Litigation	N/A	1.70	$185.00	$314.50
G. Jackson	Partner	Litigation	1998	97.00	$625.00	$60,625.00
C. Partin	Paralegal	Litigation	N/A	40.80	$265.00	$10,812.00
Totals				**361.70**		**$177,341.50**

EXHIBIT E

Actual and Necessary Expenses for the Fee Period Coversheet of Expenses

Category	Amount
Airfare	$1,634.92
Airport Parking	$179.00
Travel Meals	$314.09
Ground Transportation	$118.78
Hotel	$1,639.02
Deposition Expense – Bennett (copy)	$1,314.10
Federal Express	$15.69
Expert Witness Fees - Alvarez & Marsal	$83,805.52
Total	**$89,021.12**

EXHIBIT F

Blended Rate Schedule

Arcadi Jackson's blended hourly rates for attorneys and other paraprofessionals of the Firm since inception of the Firm in August 2018 are set forth below. Arcadi Jackson primarily handles litigation matters and thus currently does not divide its professionals or para-professionals into practice groups other than litigation.

Category of Timekeeper	**Blended Hourly Rate**	
	Billed Firmwide since the inception of the Firm in August 2018	**Billed** This Application
Partner	$605.00	$625.00
Of Counsel	$377.10	$0
Associate	$426.00	$475.00
Paraprofessionals	$218.00	$225.00

Certificate of Service

I certify that on or about June 24, 2019, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Greg Jackson
T. Gregory Jackson

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

	§	
In re:	§	Chapter 11
	§	
EXCO RESOURCES, INC., *et al.*,[1]	§	Case No. 18-30155(MI)
	§	
Debtors.	§	(Jointly Administered)
	§	
	§	

ORDER GRANTING THIRD INTERIM FEE APPLICATION
OF ARCADI JACKSON, LLP AS SPECIAL COUNSEL
FOR THE DEBTORS AND DEBTORS IN POSSESSION
FOR THE PERIOD OF FEBRUARY 1, 2019 THROUGH APRIL 30, 2019

Upon the Application[2] filed by the above-referenced debtors and debtors in possession (collectively, the "Debtors"), for entry of an order (the "Order"); and the Court having jurisdiction over the matters raised in the Application pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A) and that the Court may enter an order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that proper and adequate notice of the Application and hearing thereon has been given 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

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: EXCO Resources, Inc. (2779); EXCO GP Partners Old, LP (1262); EXCO Holdings (PA), Inc. (1745); EXCO Holding MLP, Inc. (1972); EXCO Land Company, LLC (9981); EXCO Midcontinent MLP, LLC (0557); EXCO Operating Company, LP (1261); EXCO Partners GP, LLC (1258); EXCO Partners OLP GP, LLC (1252); EXCO Production Company (PA), LLC (7701); EXCO Production Company (WV), LLC (7851); EXCO Resources (XA), LLC (7775); EXCO Services, Inc. (2747); Raider Marketing GP, LLC (6366); and Raider Marketing, LP (4295). The location of the Debtors' service address is: 12377 Merit Drive, Suite 1700, Dallas, Texas 75251.

[2] Capitalized terms used but not otherwise defined herein shall have the meaning set forth in the Application.

requested in the Application after having given due deliberation upon the Application and all of the proceedings had before the Court in connection with the Application, it is HEREBY ORDERED THAT:

1. The Application is granted as set forth herein.

2. Compensation to Arcadi Jackson, LLP for professional services rendered and expenses incurred during the Compensation Period from February 1, 2019 through April 30, 2019 is allowed in the amount of **$266,362.62**.

3. The Debtors are authorized and directed to pay Arcadi Jackson, LLP all fees allowed pursuant to this Order.

4. The Court retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: _____, 2019
Houston, Texas

_____
THE HONORABLE MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE