

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

<p>In re:</p> <p>EXCO RESOURCES, INC., <i>et al.</i>,¹</p> <p style="text-align: center;">Debtors.</p>	<p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p>	<p>Chapter 11</p> <p>Case No. 18-30155 (MI)</p> <p>(Jointly Administered)</p>
<p>EXCO RESOURCES, INC., et al.,</p> <p style="text-align: center;">Plaintiffs,</p> <p style="text-align: center;">vs.</p> <p>WILLIAMS MLP OPERATING, LLC and, MOCKINGBIRD MIDSTREAM GAS SERVICES, LLC</p> <p style="text-align: center;">Defendants.</p>	<p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p>	<p>Adversary No. 18-03103 (MI)</p>

JOINT STIPULATION OF DISMISSAL AND AGREED ORDER

Pursuant to Rule 7041 of the Federal Rules of Bankruptcy Procedure and Rule 41 of the Federal Rules of Civil Procedure, EXCO Operating Company, LP, together with the above captioned debtors and debtors-in-possession in the above-captioned chapter 11 cases (“EXCO,” “Plaintiffs,” or “Debtors”), and Defendants Williams MLP Operating LLC and Mockingbird Midstream Gas Services, LLC (collectively “Defendants”) hereby file this joint stipulation of

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 Holding (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.

dismissal and agreed order (the “Joint Stipulation of Dismissal and Agreed Order”) with prejudice to the claims pleaded in Debtors’ Adversary Complaint for Declaratory and Injunctive Relief to Enforce the Automatic Stay Against Defendants, filed on May 22, 2018 (Dkt. 1) and hereby stipulate as follows:

WHEREAS Defendants appeared and filed their Answer and Affirmative Defenses (Dkt. 11) on June 25, 2018 and subsequently filed an Amended Answer and Affirmative Defenses (Dkt. 14) on July 16, 2018. No counterclaims, crossclaims, or third-party claims have been filed in this matter.

WHEREAS Debtors and Defendants hereby stipulate to dismissal of all claims in this matter with prejudice, pursuant to Rule 41(a)(1)(A)(ii) of the Federal Rules of Civil Procedure.

NOW, THEREFORE, IT IS STIPULATED, AGREED, AND ORDERED as follows:

1. The above-styled adversary proceeding is dismissed with prejudice pursuant to Rule 7041 of the Federal Rules of Bankruptcy Procedure and Rule 41 of the Federal Rules of Civil Procedure, with the parties to bear their own costs and expenses.

2. Nothing in this Joint Stipulation of Dismissal and Agreed Order, or any subsequent Court order related hereto, shall operate as an adjudication or determination of the validity, priority, or extent of the Mockingbird Dedication.²

Dated: _____, 2019
Houston, Texas

MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE

² All capitalized terms not herein defined shall have the meanings ascribed to them in Mockingbird Midstream Gas Services, LLC’s Objection to Settlement Joint Chapter 11 Plan of Reorganization of EXCO Resources, Inc. and its Debtor Affiliates, Dkt. 1378, Case No. 18-30155 (MI).

Date March 4, 2019

Respectfully submitted,

/s/ Michael K. Riordan

Geoffrey H. Bracken (TX: 2809750)

Telephone: (713) 276-5739

Facsimile: (713) 276-6739

Email: gbracken@foley.com

Marcus A. Helt (TX: 24052187)

Telephone: (214) 999-4526

Facsimile: (214) 999-3526

Email: mhelt@foley.com

Michael K. Riordan (TX: 24070502)

Telephone: (713) 276-5178

Facsimile: (713) 276-6178

Email: mriordan@foley.com

FOLEY GARDERE

FOLEY & LARDNER LLP

1000 Louisiana Street, Suite 2000

Houston, Texas 77002

**CO-COUNSEL FOR THE DEBTORS AND
DEBTORS IN POSSESSION**

/s/ John T. Richer

John T. Richer (TX 25068531)

Email: jricher@hallestill.com

Steven W. Soule (OK 13781)

Email: ssoule@hallestill.com

HALL, ESTILL, HARDWICK, GABLE

GOLDEN & NELSON, P.C.

320 S. Boston Avenue, Ste. 200

Tulsa, Oklahoma 74103-3706

T. 918.594-0400

F. 918.594.0505

**COUNSEL FOR WILLIAMS MLP
OPERATING LLC AND MOCKINGBIRD
MIDSTREAM GAS SERVICES, LLC**

/s/ Greg Jackson

T. Gregory Jackson

Texas Bar No. 24004718

greg.jackson@arcadijackson.com

Aaron Christian

Texas Bar No. 24076089

aaron.christian@arcadijackson.com

ARCADI JACKSON LLP

2911 Turtle Creek, Suite 800

Dallas, Texas 75219

T. 214.865.6458

F. 214.865.6522

**CO-COUNSEL FOR THE DEBTORS
AND DEBTORS IN POSSESSION**

CERTIFICATE OF SERVICE

On the March 4, 2019, a true and correct copy of the foregoing was caused to be served upon counsel for all parties via electronic mail to their electronic email address of record.

/s/ Greg Jackson
T. Gregory Jackson