



ENTERED  
07/30/2020

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

In re:	)	Chapter 11
DENBURY RESOURCES INC.,	)	Case No. 20-33801 (DRJ)
Debtor.	)	(Emergency Hearing Requested)
Tax I.D. No. 20-0467835	)	
In re:	)	Chapter 11
DENBURY AIR, LLC,	)	Case No. 20-33802 (DRJ)
Debtor.	)	
Tax I.D. No. 75-2807621	)	
In re:	)	Chapter 11
DENBURY BROOKHAVEN PIPELINE PARTNERSHIP, LP,	)	Case No. 20-33803 (DRJ)
Debtor.	)	
Tax I.D. No. 20-1606322	)	
In re:	)	Chapter 11
DENBURY BROOKHAVEN PIPELINE, LLC,	)	Case No. 20-33805 (DRJ)
Debtor.	)	
Tax I.D. No. 37-1866471	)	
In re:	)	Chapter 11
DENBURY GATHERING & MARKETING, INC.,	)	Case No. 20-33806 (DRJ)
Debtor.	)	
Tax I.D. No. 75-3056150	)	

In re:	)	Chapter 11
DENBURY GREEN PIPELINE-MONTANA, LLC,	)	Case No. 20-33807 (DRJ)
	)	
Debtor.	)	
Tax I.D. No. 61-1666443	)	
In re:	)	Chapter 11
DENBURY GREEN PIPELINE-NORTH DAKOTA, LLC,	)	Case No. 20-33808 (DRJ)
	)	
Debtor.	)	
Tax I.D. No. 83-1057725	)	
In re:	)	Chapter 11
DENBURY GREEN PIPELINE-RILEY RIDGE, LLC,	)	Case No. 20-33809 (DRJ)
	)	
Debtor.	)	
Tax I.D. No. 80-0802859	)	
In re:	)	Chapter 11
DENBURY GREEN PIPELINE-TEXAS, LLC,	)	Case No. 20-33810 (DRJ)
	)	
Debtor.	)	
Tax I.D. No. 26-2072301	)	
In re:	)	Chapter 11
DENBURY GULF COAST PIPELINES, LLC,	)	Case No. 20-33811 (DRJ)
	)	
Debtor.	)	

<u>Tax I.D. No. 27-4160892</u>	)	
	)	
In re:	)	Chapter 11
	)	
DENBURY HOLDINGS INC.,	)	Case No. 20-33812 (DRJ)
	)	
Debtor.	)	
	)	
<u>Tax I.D. No. 27-2051216</u>	)	
	)	
In re:	)	Chapter 11
	)	
DENBURY ONSHORE, LLC,	)	Case No. 20-33800 (DRJ)
	)	
Debtor.	)	
	)	
<u>Tax I.D. No. 20-0467798</u>	)	
	)	
In re:	)	Chapter 11
	)	
DENBURY OPERATING COMPANY,	)	Case No. 20-33813 (DRJ)
	)	
Debtor.	)	
	)	
<u>Tax I.D. No. 75-2807620</u>	)	
	)	
In re:	)	Chapter 11
	)	
DENBURY PIPELINE HOLDINGS, LLC,	)	Case No. 20-33814 (DRJ)
	)	
Debtor.	)	
	)	
<u>Tax I.D. No. 27-4160190</u>	)	
	)	
In re:	)	Chapter 11
	)	
DENBURY THOMPSON PIPELINE, LLC,	)	Case No. 20-33815 (DRJ)
	)	
Debtor.	)	
	)	
<u>Tax I.D. No. 80-0820976</u>	)	

In re:	)	
	)	Chapter 11
ENCORE PARTNERS GP HOLDINGS LLC,	)	
	)	Case No. 20-33816 (DRJ)
Debtor.	)	
	)	
Tax I.D. No. N/A	)	
In re:	)	
	)	Chapter 11
GREENCORE PIPELINE COMPANY LLC,	)	
	)	Case No. 20-33817 (DRJ)
Debtor.	)	
	)	
Tax I.D. No. 27-0619605	)	
In re:	)	
	)	Chapter 11
PLAIN ENERGY HOLDINGS, LLC,	)	
	)	Case No. 20-33818 (DRJ)
Debtor.	)	
	)	
Tax I.D. No. 27-2120543	)	

**ORDER (I) DIRECTING JOINT ADMINISTRATION OF  
CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF** (Docket No. 2)

Upon the motion (the “Motion”)<sup>1</sup> of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”): (a) directing the joint administration of the Debtors’ chapter 11 cases for procedural purposes only; and (b) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b); 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 Motion in this

<sup>1</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion 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 Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion 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 Motion 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 above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by this Court under Case No. 20-33801 (DRJ).
2. Additionally, the following checked items are ordered:
  - a. ☒ One disclosure statement and plan of reorganization may be filed for all cases by any plan proponent.
  - b. ☒ Parties may request joint hearings on matters pending in any of the jointly administered cases.
  - c. ☒ Other: See below.



No. 20-33814; Denbury Thompson Pipeline, LLC, Case No. 20-33815; Encore Partners GP Holdings LLC, Case No. 20-33816; Greencore Pipeline Company LLC, Case No. 20-33817; and Plain Energy Holdings, LLC, Case No. 20-33818. The docket in Case No. 20-33801 (DRJ) should be consulted for all matters affecting this case. **All further pleadings and other papers shall be filed in and all further docket entries shall be made in Case No. 20-33801 (DRJ).**

6. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the Southern District of Texas shall keep, one consolidated docket, one file, and one consolidated service list for these chapter 11 cases.

7. Any party in interest may request joint hearings on matters pending in any of these chapter 11 cases.

8. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases, and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.

9. The Debtors shall be permitted to file their monthly operating reports required by the United States Trustee Operating Guidelines and post-effective date quarterly operating reports on a consolidated basis; *provided* that disbursements will be listed on a Debtor-by-Debtor basis.

10. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion, and the requirements of the Bankruptcy Rules and the Bankruptcy Local Rules are satisfied by such notice.

11. Notwithstanding any Bankruptcy Rule to the contrary, the terms and conditions of this Order are immediately effective and enforceable upon its entry.

12. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

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

**Signed: July 30, 2020.**

  

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DAVID R. JONES  
UNITED STATES BANKRUPTCY JUDGE



United States Bankruptcy Court  
Southern District of Texas

In re:  
Denbury Resources, Inc.  
Debtor

Case No. 20-33801-drj  
Chapter 11

**CERTIFICATE OF NOTICE**

District/off: 0541-4

User: aaloadi  
Form ID: pdf001

Page 1 of 1  
Total Noticed: 1

Date Rcvd: Jul 31, 2020

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Aug 02, 2020.

db +Denbury Resources, Inc., 5320 Legacy Drive, Plano, TX 75024-3127

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.  
NONE. TOTAL: 0

\*\*\*\*\* BYPASSED RECIPIENTS \*\*\*\*\*

NONE. TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

**I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.**

**Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Aug 02, 2020

Signature: /s/Joseph Speetjens

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**CM/ECF NOTICE OF ELECTRONIC FILING**

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on July 30, 2020 at the address(es) listed below:

Kristhy M Peguero on behalf of Debtor Denbury Resources, Inc. kpeguero@jw.com,  
kgradney@jw.com;dtrevino@jw.com  
Matthew D Cavanaugh on behalf of Debtor Denbury Resources, Inc. mcavanaugh@jw.com,  
kgradney@jw.com;dtrevino@jw.com  
Stephen Douglas Statham on behalf of U.S. Trustee US Trustee stephen.statham@usdoj.gov  
US Trustee USTPRegion07.HU.ECF@USDOJ.GOV  
Vienna Flores Anaya on behalf of Debtor Denbury Resources, Inc. vanaya@jw.com,  
kgradney@jw.com

TOTAL: 5