

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

In re:

NITRO FLUIDS, LLC

Debtor.¹

§
§ Chapter 11
§
§ Case No. 24-60018 (CML)
§
§ (Emergency Hearing Requested)

In re:

NITRO DOWNHOLE, LLC

Debtor.²

§
§ Chapter 11
§
§ Case No. 25-60027 (CML)
§
§ (Emergency Hearing Requested)

**DEBTORS' EMERGENCY MOTION FOR ENTRY OF AN
ORDER (A) DIRECTING THE JOINT ADMINISTRATION OF THE DEBTORS'
CHAPTER 11 CASES AND (B) GRANTING RELATED RELIEF**

EMERGENCY RELIEF HAS BEEN REQUESTED. A HEARING WILL BE CONDUCTED ON THIS MATTER ON APRIL 10, 2025, AT 11:00 PM (CENTRAL TIME) PARTICIPATION AT THE HEARING WILL BE BY AN AUDIO AND VIDEO CONNECTION ONLY.

IF YOU OBJECT TO THE RELIEF REQUESTED OR YOU BELIEVE THAT EMERGENCY CONSIDERATION IS NOT WARRANTED, YOU MUST EITHER APPEAR AT THE HEARING OR FILE A WRITTEN RESPONSE PRIOR TO THE HEARING. OTHERWISE, THE COURT MAY TREAT THE PLEADING AS UNOPPOSED AND GRANT THE RELIEF REQUESTED.

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors' federal tax identification numbers, are Nitro Fluids, LLC (2119); NFH Leasing, LLC (9218); Straitline Pumps, LLC (4168). The location of the service address for Nitro Fluids, LLC and NFH Leasing, LLC is: 117 Broadway, Nordheim, TX 78141. The location of the service address for Straitline Pumps, LLC is: 17115 San Pedro Ave., Ste 320, San Antonio, Texas 78232.

² The last four digits of the Federal Tax ID number for Nitro Downhole, LLC are 2041 and the location of the service address for Nitro Downhole, LLC is: 117 Broadway, Nordheim, TX 78141.

AUDIO COMMUNICATION WILL BE BY USE OF THE COURT'S DIAL-IN FACILITY. YOU MAY ACCESS THE FACILITY AT 832-917-1510. ONCE CONNECTED, YOU WILL BE ASKED TO ENTER THE CONFERENCE ROOM NUMBER. JUDGE LOPEZ'S CONFERENCE ROOM NUMBER IS 590153. VIDEO COMMUNICATION WILL BE BY USE OF THE GOTOMEETING PLATFORM. CONNECT VIA THE FREE GOTOMEETING APPLICATION OR CLICK THE LINK ON JUDGE LOPEZ'S HOME PAGE. THE MEETING CODE IS "JUDGELOPEZ". CLICK THE SETTINGS ICON IN THE UPPER RIGHT CORNER AND ENTER YOUR NAME UNDER THE PERSONAL INFORMATION SETTING.

RELIEF IS REQUESTED NO LATER THAN APRIL 10, 2025.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.

Nitro Downhole, LLC ("Downhole"), Nitro Fluids, LLC ("Fluids"), NFH Leasing, LLC ("Leasing") and Straitline Pumps, LLC ("Straitline," and collectively with Downhole, Fluids and Leasing, the "Debtors") hereby move the Court (this "Motion") for entry of an order (the "Order"), substantially in the form attached hereto as **Exhibit A**, pursuant to section 105(a) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rules 1015-1 and 9013 of the Bankruptcy Local Rules for the Southern District of Texas (the "Local Rules"), directing the joint administration of the Debtors' chapter 11 cases. In support of this Motion, the Debtors rely upon and incorporate by reference the *Declaration of Brad Walker in Support of the Debtors' Chapter 11 Petitions and Requests for First Day Relief* (the "First Day Declaration"), which is in the jointly administered Fluids case [Docket No. 19].³ In further support of this Motion, the Debtors respectfully represent as follows:

³ All capitalized terms used and not defined herein shall have the meanings ascribed to them in the First Day Declaration.

BACKGROUND

1. On May 15, 2024 (the “Petition Date”), Fluids, Leasing and Straitline each commenced a voluntary case under chapter 11 of the Bankruptcy Code and on April 4, 2025, Downhole commenced a voluntary case under chapter 11 of the Bankruptcy Code (collectively, these “Chapter 11 Cases”). Pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, the Debtors are continuing to operate their businesses and manage their financial affairs as debtors in possession.

2. No request for a trustee or examiner has been made in the Chapter 11 Cases, and no committees have been appointed or designated. An official committee of unsecured creditors was appointed in the jointly administered Fluids case on May 30, 2024.

3. Information regarding the Fluids, Leasing, and Straitline Debtors’ history and business operations, capital structure and primary secured indebtedness, and the events leading up to the commencement of the Chapter 11 Cases can be found in the First Day Declaration.

4. On May 17, 2025, the Court entered the *Order (a) Directing the Joint Administration of the Debtors’ Chapter 11 Cases and (b) Granting Related Relief* [Fluids Docket No. 14] ordering the joint administration of the Fluids, Leasing and Straitline chapter 11 cases.

5. Downhole and the other Debtors share substantially common ownership and have historically operated in similar business lines.

6. The Debtors now seek to jointly administer the Downhole chapter 11 case alongside the other Debtors’ chapter 11 cases.

JURISDICTION AND VENUE

7. The United States Bankruptcy Court for the Southern District of Texas (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. § 1334(b). This matter is a core

proceeding within the meaning of 28 U.S.C. § 157(b). The Debtors confirm their consent pursuant to Bankruptcy Rule 7008 to the entry of a final order by the Court in connection with the Motion to the extent it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

8. Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

9. The statutory and legal predicates for the relief requested herein are section 105(a) of the Bankruptcy Code, Bankruptcy Rule 1015(b), and Local Rules 1015-1 and 9013-1.

RELIEF REQUESTED

10. By this Motion, the Debtors seek entry of an order, pursuant to section 105(a) of the Bankruptcy Code, Bankruptcy Rule 1015(b), and Local Rules 1015-1 and 9013-1, directing the joint administration of the Chapter 11 Cases for procedural purposes only; and granting related relief. Specifically, the Debtors request that the Clerk of the United States Bankruptcy Court for the Southern District of Texas (the “Clerk of the Court”) maintain one file and one docket for all of the jointly administered cases under the case number of Fluids and that the Clerk of the Court administer the cases under a consolidated caption as follows:

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

In re: NITRO FLUIDS, LLC, et al. Debtors.¹	§ Chapter 11 § § Case No. 24-60018 (CML) § § (Jointly Administered) § § § §
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¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors' federal tax identification numbers, are: Nitro Downhole, LLC (2041), Nitro Fluids, LLC (2119); NFH Leasing, LLC (9218); Straitline Pumps, LLC (4168). The location of the service address for Nitro Downhole, LLC Nitro Fluids, LLC and NFH Leasing, LLC is: 117 Broadway, Nordheim, TX 78141. The location of the service address for Straitline Pumps, LLC is: 17115 San Pedro Ave., Ste 320, San Antonio, Texas 78232.

11. In addition, the Debtors request that a docket entry, substantially similar to the following, be made on the docket of Downhole to reflect the joint administration of these Chapter 11 Cases:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of the United States Bankruptcy Court for the Southern District of Texas directing joint administration for procedural purposes only of the chapter 11 cases of: Nitro Fluids, LLC, Case No. 24-60018; NFH Leasing, LLC, Case No. 24-60019; Straitline Pumps, LLC, Case No. 24-60020; and Nitro Downhole, LLC, Case No. 25-60027. **The docket in the chapter 11 case of Nitro Fluids, LLC, Case No. 24-60018 (CML), should be consulted for all matters affecting this case.**

BASIS FOR RELIEF

12. Pursuant to Bankruptcy Rule 1015(b), if two or more petitions are pending in the same court by or against a debtor and an affiliate, "the court may order a joint administration of the estates." Fed. R. Bankr. P. 1015(b). Section 105(a) of the Bankruptcy Code also provides the Court with the power to "issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of [the Bankruptcy Code]." Further, Local Rule 1015-1 provides additional authority for the Court to order joint administration of related chapter 11 cases.

13. The Debtors' operations are interconnected and co-dependent, and share many of the same stakeholders, equityholders, and parties in interest. Given the commercial and corporate relationships among the Debtors, joint administration of the Chapter 11 Cases will provide administrative convenience without harming the substantive rights of any party in interest. Many of the motions, hearings, and orders that will arise in the Chapter 11 Cases will affect all Debtors.

Thus, the entry of an order directing joint administration of these cases will reduce fees and costs by, for example, avoiding duplicative filings and objections. Moreover, joint administration will also simplify supervision of the administrative aspects of the Chapter 11 Cases by the Office of the United States Trustee for the Southern District of Texas and allow all parties in interest to monitor the Chapter 11 Cases with greater ease and efficiency.

14. Joint administration of the Chapter 11 Cases will not prejudice or adversely affect the rights of the Debtors' creditors, because the Debtors seek only administrative, not substantive, consolidation of their estates. Parties in interest will not be harmed by the relief requested, but, instead, will benefit from the cost reductions associated with the joint administration of the Chapter 11 Cases.

15. For these reasons, the Debtors respectfully submit that the joint administration of the Chapter 11 Cases is appropriate and is in the best interests of the Debtors, their estates, their creditors, and all other parties in interest, and therefore this Motion should be granted.

EMERGENCY CONSIDERATION

16. Pursuant to Bankruptcy Rule 6003, which empowers a court to grant relief within the first 21 days after the commencement of a chapter 11 case "to the extent that relief is necessary to avoid immediate and irreparable harm," and Local Rule 9013-1(i), the Debtors respectfully request emergency consideration of this Motion. The Motion requests relief from procedural rules and requirements that pertain to matters of immediate significance or which involve deadlines sooner than 21 days after the Petition Date. The relief will save costs and avoid undue administrative burden and confusion if granted before the applicable deadlines. Accordingly, the Debtors submit that they have satisfied the "immediate and irreparable harm" standard of

Bankruptcy Rule 6003 and, therefore, respectfully request that the Court approve the relief requested in this Motion on an emergency basis.

NOTICE

17. The Debtors have provided notice of this Motion to: (a) the Office of the United States Trustee for the Southern District of Texas; (b) the holders of the 20 largest unsecured claims against Downhole; (c) counsel to the Lender, Simmons Bank NA, Winstead PC (Attn: Jason Enright); (d) the Small Business Administration; (e) any official committee appointed in these Chapter 11 Cases; and (f) all parties that have filed a notice of appearance and request for service of papers pursuant to Bankruptcy Rule 2002.

18. In light of the nature of the relief requested herein, the Debtors submit that no other or further notice is necessary.

CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court grant the relief requested herein and such other and further relief as the Court may deem just and proper.

Dated: April 7, 2025

Respectfully submitted,

/s/ Eric T. Haitz

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PROPOSED COUNSEL FOR DOWNHOLE
COUNSEL FOR THE OTHER DEBTORS

CERTIFICATE OF SERVICE

I certify that on April 7, 2024, 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.

I further certify that on April 8, 2025, I will cause a copy of the foregoing document to be served by United States first-class mail on the holders of the 20 largest unsecured claims against Downhole and the Small Business Administration.

/s/ Eric T. Haitz _____
Eric T. Haitz

Exhibit A

Proposed Order

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

In re: NITRO FLUIDS, LLC, et al. Debtors. ¹	§ Chapter 11 § § Case No. 24-60018 (CML) § § (Jointly Administered) § § §
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**ORDER (A) DIRECTING THE JOINT ADMINISTRATION
OF THE DEBTORS' CHAPTER 11 CASES AND (B) GRANTING RELATED RELIEF**

Upon the *Debtors' Emergency Motion for Entry of an Order (a) Directing the Joint Administration of the Debtors' Chapter 11 Cases and (b) Granting Related Relief* (the "Motion")² filed by Nitro Downhole, LLC, Nitro Fluids, LLC, NFH Leasing, LLC, and Straitline Pumps, LLC (collectively, the "Debtors"); and the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §1334(b); and the Court having found that venue of these cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and the Court having determined that it may enter a final order consistent with Article III of the United States Constitution; and it appearing that notice of the Motion has been given as set forth in the Motion

¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors' federal tax identification numbers, are: Nitro Downhole, LLC (2041), Nitro Fluids, LLC (2119); NFH Leasing, LLC (9218); Straitline Pumps, LLC (4168). The location of the service address for Nitro Downhole, LLC Nitro Fluids, LLC and NFH Leasing, LLC is: 117 Broadway, Nordheim, TX 78141. The location of the service address for Straitline Pumps, LLC is: 17115 San Pedro Ave., Ste 320, San Antonio, Texas 78232.

² All capitalized terms used and not defined herein shall have the meanings ascribed to such terms in the Motion.

and that such notice is adequate and no other or further notice need be given; and the Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing (if any) before this Court (the "Hearing"); and the Court having considered the First Day Declaration; and the Court having determined that the legal and factual basis set forth in the Motion and at the Hearing establishes just cause for the relief granted herein; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors and their estates; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Chapter 11 Cases are consolidated for procedural purposes only and shall be jointly administered by this Court.
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.
3. The Clerk of the Court shall maintain one file and one docket for the Chapter 11 Cases, which file and docket shall be the file and docket for the chapter 11 case of Nitro Fluids, LLC, Case No. 24-60018 (CML).
4. All pleadings filed in the Chapter 11 Cases shall bear a consolidated caption in the following form:

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

In re: NITRO FLUIDS, LLC, <i>et al.</i> Debtors.¹	§ Chapter 11 § § Case No. 24-60018 (CML) § § (Jointly Administered) § § §
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¹ The Debtors in these chapter 11 cases, along with the last four digits of the Debtors' federal tax identification numbers, are: Nitro Downhole, LLC (2041), Nitro Fluids, LLC (2119); NFH Leasing, LLC (9218); Straitline Pumps, LLC (4168). The location of the service address for Nitro Downhole, LLC Nitro Fluids, LLC and NFH Leasing, LLC is: 117 Broadway, Nordheim, TX 78141. The location of the service address for Straitline Pumps, LLC is: 17115 San Pedro Ave., Ste 320, San Antonio, Texas 78232.

5. The Clerk of the Court shall make an entry on each docket of Nitro Downhole, LLC, NFH Leasing, LLC and Straitline Pumps, LLC substantially as follows:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of the United States Bankruptcy Court for the Southern District of Texas directing joint administration for procedural purposes only of the chapter 11 cases of: Nitro Fluids, LLC, Case No. 24-60018; NFH Leasing, LLC, Case No. 24-60019; Straitline Pumps, LLC, Case No. 24-60020; and Nitro Downhole, LLC, Case No. 25-60027. **The docket in the chapter 11 case of Nitro Fluids, LLC, Case No. 24-60018 (CML), should be consulted for all matters affecting this case.**

6. One consolidated docket, one file, and one consolidated service list shall be maintained for the Chapter 11 Cases by the Debtors and kept by the Clerk of the Court.

7. The Debtors and the Clerk of the Court are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

8. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of the Chapter 11 Cases.

9. Nothing contained in the Motion or this Order shall be deemed or construed as granting any Debtor standing to be heard on any issue affecting another jointly administered Debtor beyond what is granted in applicable law.

10. Nothing contained in the Motion or this Order shall be deemed or construed as affecting the rights of parties in interest to object to, and be heard on, the appointment of any committee of creditors, including the appointment of any creditor of the Debtors to such a committee, under 11 U.S.C. §1102, and all such rights are reserved.

11. The requirements of Bankruptcy Rule 6003(b) have been satisfied.

12. The Debtors are authorized to take all steps necessary or appropriate to carry out the relief granted in this Order.

13. This Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: _____, 2024

Honorable Christopher M. Lopez
UNITED STATES BANKRUPTCY JUDGE