

**ENTERED**

August 10, 2021

Nathan Ochsner, Clerk

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

**IN RE:**

**LIMETREE BAY SERVICES, LLC, *et al.*,<sup>1</sup>  
Debtors.**

**CHAPTER 11**

**CASE NO.: 21-32351  
(Jointly Administered)**

**LIMETREE BAY REFINING, LLC**

Plaintiff,

**Adv. Pro. 21-03791**

v.

**BEECHER COTTON, PAMELA COLON,  
SIRDINA ISAAC-JOSEPH, ESTHER  
CLIFFORD, SYLVIA BROWNE, ALVINA  
JEAN-MARIE ILARRAZA, FRANCIS E.  
CHARLES, THERESA J. CHARLES, HELEN  
SHIRLEY, ANISHA HENDRICKS, CRISTEL  
RODRIGUEZ, JOSIE BARNES, ARLEEN  
MILLER, ROSALBA ESTEVEZ, ISIDORE  
JULES, JOHN SONSON, VIRGINIE  
GEORGE, CLIFFORD BOYNES,  
CHRISTOPHER CHRISTIAN, MARGARET  
THOMPSON, DELIA ALMESTICA, CARLOS  
CHRISTIAN, ANNA REXACH-  
CONSTANTINE, MERVYN CONSTANTINE,  
NEAL DAVIS, EDNA SANTIAGO,  
GUIDRYCIA WELLS, O'SHAY WELLS,  
AARON G. MAYNARD, VERNE MCSWEEN,  
ROCHELLE GOMEZ, MYRNA MATHURIN,  
JOAN MATHURIN, LEOBA JOHN  
BAPTISTE, WARRINGTON CHAPMAN,  
AND ANNE MARIE JOHN BAPTISTE,**

Defendants.

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Limetree Bay Services, LLC (1866); Limetree Bay Refining Holdings, LLC (1776); Limetree Bay Refining Holdings II, LLC (1815); Limetree Bay Refining, LLC (8671); Limetree Bay Refining Operating, LLC (9067); Limetree Bay Refining Marketing, LLC (9222). The Debtors' mailing address is Limetree Bay Services, LLC, 11100 Brittonmoore Park Drive, Houston, TX 77041.

**STIPULATION AND AGREED ORDER AMONG THE  
DEBTOR, THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,  
AND CERTAIN CLASS ACTION PLAINTIFFS**

Limetree Bay Refining, LLC (the “**Limetree Refining**,” or the “**Debtor**”), the Official Committee of Unsecured Creditors (the “**Committee**”), and the plaintiffs in *Cotton v. Limetree Bay Ventures, LLC*, Case No. 1:21-cv-00261 (D.V.I.) (the “**Cotton Plaintiffs**”), *Shirley v. Limetree Bay Ventures LLC*, Case No. 1:21-cv-00259 (D.V.I.) (the “**Shirley Plaintiffs**”), and *Boynes v. Limetree Bay Ventures, LLC*, Case No. 1:21-cv-00253 (D.V.I.) (the “**Boynes Plaintiffs**” and, together with the *Shirley* Plaintiffs, the *Cotton* Plaintiffs, the Committee and the Debtor, the “**Parties**”) hereby enter into this stipulation and agreed order (this “**Stipulation and Agreed Order**”) as follows:

**WHEREAS**, the counsel in *Cotton v. Limetree Bay Ventures, LLC*, Case No. 1:21-cv-00261 (D.V.I.) (the “**Cotton Class Action**”) currently represents in excess of 1,000 members of the putative class, counsel in the *Shirley v. Limetree Bay Ventures LLC*, Case No. 1:21-cv-00259 (D.V.I.) (the “**Shirley Class Action**”) currently represents in excess of 1,300 members of the putative class, and counsel in *Boynes v. Limetree Bay Ventures, LLC*, Case No. 1:21-cv-00253 (D.V.I.) (the “**Boynes Class Action**”) represent numerous named putative class members in the class action in the District Court of the Virgin Islands, St. Croix;

**WHEREAS**, on July 26, 2021, the Debtor commenced the above-captioned adversary proceeding against plaintiffs in the *Cotton* Class Action, the *Shirley* Class Action, the *Boynes* Class Action, and *Charles v. Limetree Bay Ventures, LLC*, 1:21-cv-00260 (D.V.I.) (the “**Charles Class Action**,” and together with the *Cotton* Class Action, the *Shirley* Class Action, the *Boynes* Class Action, the “**Class Actions**”) and filed the *Motion for Preliminary Injunction, Emergency Motion to Extend the Automatic Stay and, Additionally or in the Alternative, Grant Preliminary*

*Injunctive Relief, Halting the Prosecution of the Class Action Against Debtor and Non-Debtor Defendants* [Dkt. No. 2] (the “**Motion**”);

**WHEREAS**, on July 26, 2021, the Court issued a Temporary Restraining Order under Fed. R. Civ. P. 65 (b)(1) and ordered a temporary extension of the bankruptcy stay to Limetree Bay Ventures, LLC, Limetree Bay Terminals LLC, Arclight Capital Partners LLC, Freepoint Commodities, LLC, EIG Global Energy Partners, LLC, and BP Products North America (collectively, the “**Non-Debtor Defendants**”) in the Class Actions for 14 days and ordering briefing regarding additional relief [Dkt. No. 3];

**WHEREAS**, on August 3, 2021, the *Cotton* Plaintiffs, the *Shirley* Plaintiffs, and the *Boynes* Plaintiffs filed oppositions to additional relief with supporting evidence [Dkt. Nos. 8-30];

**WHEREAS**, the plaintiffs in the *Charles* Class Action (the “**Charles Plaintiffs**”) did not file an opposition to additional relief and are not a party to this Stipulation; and

**WHEREAS**, due to the exigency to provide certain exigent and essential health and safety issues related to the plaintiffs in the Class Actions, the Parties wish to work consensually to address the exigent needs of the residents of the U.S. Virgin Islands for access to clean water for drinking, bathing, cooking, and gardening, and the health and safety of pets and livestock (the “**Exigent Health and Safety Issues**”);

**NOW THEREFORE**, in consideration of the foregoing recitals, which are incorporated into this Stipulation and Agreed Order, the Parties hereby stipulate and agree as follows:

1. For the sole purpose of facilitating a mediation to address Exigent Health and Safety Issues, the Parties will agree to a voluntary stay (the “**Voluntary Stay**”), which temporarily extends the stay of the *Cotton* Class Action, the *Shirley* Class Action and the *Boynes* Class Action against the Non-Debtor Defendants, and which shall terminate on August 30, 2021,

or earlier if the parties reach an impasse in the mediation described herein (the “**Termination Date**”). The Termination Date may be extended upon unanimous agreement of the Parties.

2. For 30 days following the date this Court enters this Stipulation and Agreed Order, the *Charles* Plaintiffs are stayed from prosecuting the *Charles* Class Action against the Non-Debtor Defendants.

3. The Parties respectfully request that the Honorable Marvin J. Isgur, United States Bankruptcy Judge, or if he is unavailable, another person, be appointed by the Court to assist the Negotiation Parties (as defined below), by acting as a mediator.

4. During the Voluntary Stay period, all relevant parties, in their sole and exclusive discretion, including the Debtors, the Non-Debtor Defendants, Insurance Carriers for the Debtors and the Non-Debtor Defendants, the Plaintiffs in Class Actions, and the Committee (collectively, the “**Negotiation Parties**”),<sup>2</sup> should interface with the mediator on an expedited schedule, and focus on the following scope (the “**Negotiation Scope**”):

- i. the scope of the immediate needs to address the Exigent Health & Safety Issues;
- ii. the necessary funding of the Exigent Health & Safety Issues; and
- iii. a mechanism to assure the appropriate performance of the efforts of all parties to address the Exigent Health & Safety Issues

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<sup>2</sup> With respect to this proposal, the Parties makes the following observations and comments: (A) the term and structure of mediation is proposed, as the Parties does not currently believe that there is a dispute that the Exigent Health & Safety Issues need to be addressed, as well as the urgency thereof, but rather mediation will address (i) the scope of the remediation; (ii) how much it will cost; and (iii) who will do the work and pay for the remediation; thus, the Parties see Judge Isgur’s (or another mediator) efforts to assist those parties that want to address the issues, focus the right attention and, as necessary, obtain Judge Isgur’s input on possible structures that would come to bear to address the Health & Safety Issues and work as incentives to those parties that initially choose not to participate at the negotiation table and (B) the Parties are clearly cognizant that this Court does not Order parties to mediate, but rather will Order mediation if the parties agree to mediate. The Parties are hopeful that the parties before the Court will see the wisdom of mediation, rather than risking the pursuit of the Class Actions. Notwithstanding not all relevant parties’ participation, the Parties do believe that even the involvement of some of the parties (such as the Debtors, the Plaintiffs, and the Committee) will move the issues forward and may result in unexpected participation by certain parties.

5. During the Voluntary Stay period, the Debtor agrees to refrain from soliciting releases from potential plaintiffs in these Class Actions.

6. Prior to the end of the Voluntary Stay period, a continued emergency hearing will be held by the Court, either to:

- i. approve any plan to address the Exigent Health & Safety Issues which has been agreed to at the mediation (the “**Plan**”) or
- ii. in the event that no Plan to address the Exigent Health & Safety Issues is agreed to at the mediation, terminate the Voluntary Stay to permit the Class Actions (whether the plaintiffs in the Class Actions participate in the mediation or not) to proceed in the District Court of the Virgin Islands to address the Exigent Health & Safety Issues as against the Non-Debtor Defendants only (“**Termination**”).

7. The Debtor will use best efforts to seek court approval of the Plan or Termination, as applicable, and the Committee will support those efforts.

8. All parties, including the Parties and the Non-Debtor Defendants, reserve all rights and no party waives any rights by this Stipulation.

IT IS SO ORDERED.

**Signed: August 09, 2021.**

  
\_\_\_\_\_  
DAVID R. JONES  
UNITED STATES BANKRUPTCY JUDGE

**STIPULATED AND AGREED TO ON THIS 9TH DAY OF AUGUST, 2021**

**BAKER & HOSTETLER LLP**

/s/ Elizabeth A. Green

**Elizabeth A. Green, Esq.**

Fed ID No.: 903144

**Jimmy D. Parrish, Esq.**

Fed. ID No. 2687598

SunTrust Center, Suite 2300

200 South Orange Avenue

Orlando, FL 32801-3432

Telephone: 407.649.4000

Facsimile: 407.841.0168

Email: [egreen@bakerlaw.com](mailto:egreen@bakerlaw.com)

[jparrish@bakerlaw.com](mailto:jparrish@bakerlaw.com)

**BAKER & HOSTETLER LLP**

**Jorian L. Rose, Esq.**

N.Y. Reg. No. 2901783

45 Rockefeller Plaza

New York, New York

Telephone: 212.589.4200

Facsimile: 212.589.4201

Email: [jrose@bakerlaw.com](mailto:jrose@bakerlaw.com)

*(Admitted pro hac vice)*

*Proposed Counsel for the Debtors and Debtors  
in Possession*

/s/ Michael D. Warner

Michael D. Warner (TX Bar No. 00792304)  
Steven W. Golden (TX Bar No.24099681)  
440 Louisiana Street, Suite 900  
Houston, TX 77002  
Telephone: (713) 691-9385  
Facsimile: (713) 691-9407  
Email: mwarner@pszjlaw.com  
Email: sgolden@pszjlaw.com

-and-

Jeffrey N. Pomerantz, Esq. (admitted pro hac vice)  
Shirley S. Cho, Esq. (admitted pro hac vice)  
10100 Santa Monica Blvd., 13th Floor  
Los Angeles, CA 90067  
Telephone: (310) 277-6910  
Facsimile: (310) 201-0760  
Email: jpomerantz@pszjlaw.com  
Email: [scho@pszjlaw.com](mailto:scho@pszjlaw.com)

and-

Robert J. Feinstein, Esq. (admitted pro hac vice)  
780 Third Avenue, 34th Floor  
New York, NY 10017  
Telephone: (212) 561-7700  
Facsimile: (212) 561-7777  
Email: rfeinstein@pszjlaw.com

*Proposed Counsel for the Official Committee of  
Unsecured Creditors*

/s/ Joel M. Walker

Joel M. Walker  
PA Bar No. 26515  
jmwalker@nshmlaw.com  
NYE, STIRLING, HALE & MILLER, LLP  
1145 Bower Hill Road, Suite 104  
Pittsburgh, PA 15243

ROHN AND ASSOCIATES, LLC  
Lee J. Rohn, Esq.  
Virgin Islands Bar No. 52  
Texas Bar No. 1706500  
Rhea R. Lawrence Esq.  
Virgin Islands Bar No. 1192  
U.S. Supreme Court Bar No. 292471  
1108 King Street, Suite 3 (mailing)  
56 King Street, 3rd Floor (physical)  
Christiansted, St. Croix  
U.S. Virgin Islands 00820  
Telephone: (340) 778-8855  
lee@rohnlaw.com  
rhea@rohnlaw.com

BERGER MONTAGUE PC  
Shanon J. Carson  
scarson@bm.net  
Dena Young  
dyoung@bm.net  
John Kerrigan  
jkerrigan@bm.net  
1818 Market Street, Suite 3600  
Philadelphia, PA 19103  
Tel.: (215) 875-3000

BERGER MONTAGUE PC  
John G. Albanese  
jalbanese@bm.net  
1229 Tyler Street NE, Suite 205  
Minneapolis, MN 55413  
Tel: (612) 594-5997

*Attorneys for Defendants Cotton, Colon,  
Browne, Illaraza, Clifford, Isaac-Joseph*



/s/ Warren T. Burns

Warren T. Burns  
Daniel H. Charest  
Burns Charest LLP  
900 Jackson St., Suite 500  
Dallas, TX 75202  
P:(469) 904-4550  
F: (469) 444-5002  
wburns@burnscharest.com  
dcharest@burnscharest.com

C. Jacob Gower  
Burns Charest LLP  
365 Canal Street, Ste. 1170  
New Orleans, LA 70130  
P: (504) 799-2845  
F: (504) 881-1765  
jgower@burnscharest.com

*Attorneys for Defendants Shirley,  
Hendricks, Rodriguez,  
Barnes, Miller, Estevez, Jules, Sonson,  
and George*

/s/ Tristan Manthey

Tristan Manthey, TX. Bar No. 24042731  
SDTX No. 438312  
FISHMAN HAYGOOD, L.L.P.  
201 St. Charles Avenue, Suite 4600  
New Orleans, Louisiana 70170-4600  
Telephone: 504-586-5252  
Fax: 504-586-5250  
E-mail: tmanthey@fishmanhaygood.com

*Counsel for Clifford Boynes, Chris Christian,  
Margaret Thompson, Delia Almestica, Carlos  
Christian, minor child "J.M.M.," minor child  
"V.M.," minor child "Z.R.C.," minor child  
"M.M.," minor child "O.N.," Anna Rexach-  
Constantine, Mervyn Constantine, Neal Davis,  
Edna Santiago, Guidrycia Wells, O'Shay Wells,  
Aaron G. Maynard, Verne McSween, Rochelle  
Gomez, Joan Mathurin, Myrna Mathurin, Ann  
Marie John-Baptiste, Warrington Chapman and  
Leoba John-Baptiste-Pelle .*

United States Bankruptcy Court  
Southern District of Texas

Limetree Bay Refining, LLC,  
Plaintiff  
Cotton,  
Defendant

Adv. Proc. No. 21-03791-drj

## CERTIFICATE OF NOTICE

District/off: 0541-4

User: ADIuser

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Date Rcvd: Aug 10, 2021

Form ID: pdf002

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The following symbols are used throughout this certificate:

**Symbol            Definition**

+                    Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

**Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Aug 12, 2021:**

Recip ID	Recipient Name and Address
aty	John K Dema, 1236 Strand St, Ste1 03, Christiansted, VI 00820
intp	+ ArcLight Capital Partners, LLC, 200 Clarendon Street, 55th Floor, Boston, MA 02116-5081
intp	+ BMC Group, Inc., 3732 W. 120th Street, Hawthorne, CA 90250-3202
pla	Limetree Bay Refining, LLC, 1 Estate Hope, Christiansted, VI 00820

TOTAL: 4

**Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.**

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI).

NONE

## BYPASSED RECIPIENTS

**The following addresses were not sent this bankruptcy notice due to an undeliverable address, \*duplicate of an address listed above, \*P duplicate of a preferred address, or ## out of date forwarding orders with USPS.**

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dft		Alvina Jean-Marie Ilarraza
dft		Anisha Hendricks
dft		Anna Rexach-Constantine
dft		Anne Marie John Baptiste
dft		Arleen Miller
dft		Beecher Cotton
dft		Carlos Christian
dft		Christopher Christian
dft		Clifford Boynes
dft		Cristel Rodriguez
dft		Delia Almestica
dft		Edna Santiago
dft		Esther Clifford
dft		Francis E. Charles
dft		Guidrycia Wells
dft		Helen Shirley
dft		Isidore Jules
dft		Joan Mathurin
dft		John Sonson
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dft		Neal Davis
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dft		Pamela Colon
dft		Rochelle Gomez
dft		Rosalba Estevez
dft		Sirdina Isaac-Joseph

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dft Sylvia Browne  
dft Theresa J. Charles  
dft Verne McSween  
dft Virginie George  
dft Warrington Chapman

TOTAL: 36 Undeliverable, 0 Duplicate, 0 Out of date forwarding address

## NOTICE CERTIFICATION

**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 12, 2021

Signature: /s/Joseph Speetjens

## CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on August 10, 2021 at the address(es) listed below:

Name	Email Address
Elizabeth A Green	on behalf of Plaintiff Limetree Bay Refining LLC egreen@bakerlaw.com, dbichard@bakerlaw.com; ccollins@bakerlaw.com; orlbankruptcy@bakerlaw.com; ecfbk@bmcgroup.com; bakerlaw@ecf.courtdrive.com; orlbankruptcy@bakerlaw.com
Joel M. Walker	on behalf of Defendant Alvina Jean-Marie Ilarraza JMWalker@nshmlaw.com gina@nshmlaw.com
Joel M. Walker	on behalf of Defendant Pamela Colon JMWalker@nshmlaw.com gina@nshmlaw.com
Joel M. Walker	on behalf of Defendant Sylvia Browne JMWalker@nshmlaw.com gina@nshmlaw.com
Joel M. Walker	on behalf of Defendant Sirdina Isaac-Joseph JMWalker@nshmlaw.com gina@nshmlaw.com
Joel M. Walker	on behalf of Defendant Esther Clifford JMWalker@nshmlaw.com gina@nshmlaw.com
Joel M. Walker	on behalf of Defendant Beecher Cotton JMWalker@nshmlaw.com gina@nshmlaw.com
Lee J Rohn	on behalf of Defendant Sirdina Isaac-Joseph angelique@rohnlaw.com
Lee J Rohn	on behalf of Defendant Sylvia Browne angelique@rohnlaw.com
Lee J Rohn	on behalf of Defendant Pamela Colon angelique@rohnlaw.com
Lee J Rohn	on behalf of Defendant Beecher Cotton angelique@rohnlaw.com
Lee J Rohn	on behalf of Defendant Esther Clifford angelique@rohnlaw.com
Lee J Rohn	on behalf of Defendant Alvina Jean-Marie Ilarraza angelique@rohnlaw.com
Matthew Owen	on behalf of Interested Party ArcLight Capital Partners LLC matt.owen@kirkland.com

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Form ID: pdf002

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Rhea Regina Lawrence  
on behalf of Defendant Pamela Colon rhea@rohnlaw.com

Rhea Regina Lawrence  
on behalf of Defendant Esther Clifford rhea@rohnlaw.com

Rhea Regina Lawrence  
on behalf of Defendant Sirdina Isaac-Joseph rhea@rohnlaw.com

Rhea Regina Lawrence  
on behalf of Defendant Alvina Jean-Marie Ilarraza rhea@rohnlaw.com

Rhea Regina Lawrence  
on behalf of Defendant Sylvia Browne rhea@rohnlaw.com

Rhea Regina Lawrence  
on behalf of Defendant Beecher Cotton rhea@rohnlaw.com

Steven Ordaz  
on behalf of Interested Party BMC Group Inc. sordaz@bmcgroup.com, Feil.BMC@ecfalerts.com

Tristan E Manthey  
on behalf of Defendant Rochelle Gomez tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Anna Rexach-Constantine tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Clifford Boynes tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant O'Shay Wells tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Edna Santiago tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Leoba John Baptiste tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Margaret Thompson tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Verne McSween tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Joan Mathurin tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Mervyn Constantine tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Anne Marie John Baptiste tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Guidrycia Wells tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Myrna Mathurin tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Warrington Chapman tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Christopher Christian tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey  
on behalf of Defendant Aaron G. Maynard tmanthey@fishmanhaygood.com

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kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey

on behalf of Defendant Delia Almestica tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey

on behalf of Defendant Carlos Christian tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Tristan E Manthey

on behalf of Defendant Neal Davis tmanthey@fishmanhaygood.com  
kfritscher@fishmanhaygood.com;dbush@fishmanhaygood.com;cnobles@fishmanhaygood.com

Warren Tavares Burns

on behalf of Defendant Isidore Jules mkweik@burnscharest.com  
jgower@burnscharest.com,sdixon@burnscharest.com,nolaintern@burnscharest.com

Warren Tavares Burns

on behalf of Defendant Cristel Rodriguez mkweik@burnscharest.com  
jgower@burnscharest.com,sdixon@burnscharest.com,nolaintern@burnscharest.com

Warren Tavares Burns

on behalf of Defendant John Sonson mkweik@burnscharest.com  
jgower@burnscharest.com,sdixon@burnscharest.com,nolaintern@burnscharest.com

Warren Tavares Burns

on behalf of Defendant Helen Shirley mkweik@burnscharest.com  
jgower@burnscharest.com,sdixon@burnscharest.com,nolaintern@burnscharest.com

Warren Tavares Burns

on behalf of Defendant Josie Barnes mkweik@burnscharest.com  
jgower@burnscharest.com,sdixon@burnscharest.com,nolaintern@burnscharest.com

Warren Tavares Burns

on behalf of Defendant Anisha Hendricks mkweik@burnscharest.com  
jgower@burnscharest.com,sdixon@burnscharest.com,nolaintern@burnscharest.com

Warren Tavares Burns

on behalf of Defendant Rosalba Estevez mkweik@burnscharest.com  
jgower@burnscharest.com,sdixon@burnscharest.com,nolaintern@burnscharest.com

Warren Tavares Burns

on behalf of Defendant Arleen Miller mkweik@burnscharest.com  
jgower@burnscharest.com,sdixon@burnscharest.com,nolaintern@burnscharest.com

Warren Tavares Burns

on behalf of Defendant Virginie George mkweik@burnscharest.com  
jgower@burnscharest.com,sdixon@burnscharest.com,nolaintern@burnscharest.com

TOTAL: 49