

**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF MISSISSIPPI**

**IN RE: EXPRESS GRAIN TERMINALS, LLC¹
Debtor**

**CHAPTER 11
CASE NO. 21-11832-SDM**

APPLICATION TO EMPLOY SPECIAL COUNSEL FOR A SPECIFIC PURPOSE

COMES NOW Express Grain Terminals, LLC (the “Debtor”), and files this its Application to Employ Special Counsel for a Specific Purpose (the “Application”), and in support thereof, would show unto the Court the following, to-wit:

1. On September 29, 2021, the Debtor herein filed with this Court its Voluntary Petition for bankruptcy under Chapter 11 of the Bankruptcy Code (the “Petition”).
2. On December 14, 2021, an Order [DK #1466] was entered by the Court approving the employment of the Law Offices of Craig M. Geno, PLLC (the “Law Firm”), on an hourly basis to represent the Debtor in all matters in its Chapter 11 case.
3. The Debtor, with Court approval after notice and a hearing, sold substantially all of its assets in this case to third parties. The remaining business of the Debtor has to do with the prosecution of claims and causes of action, including avoidance claims and causes of action under Chapter 5 of the Bankruptcy Code, objections to claims, finalizing its disclosure statement, prosecuting its plan of liquidation and establishing a trust to administer the assets of the Debtor, post-confirmation.
4. In order to facilitate the prudent performance of its duties and the successful operation of prosecution of its claims and causes of action in this reorganization case, including the prosecution of avoidance claims and causes of action under Chapter 5 of the Bankruptcy Code (the

¹ Jointly administered with *In re Express Biodiesel, LLC*, Case No. 21-11834-SDM, and *In re Express Processing, LLC*, Case No. 21-11835-SDM.

“Claims”)², it is necessary for the Debtor to employ special counsel. The professional services for which said special counsel will be retained to render shall include the following:

- a. To advise and consult with the Debtor regarding the prosecution of the Claims;
- b. To prosecute the Claims;
- c. To represent the Debtor in court hearings and in the trials of the Claims;
- d. To represent the Debtor in connection with any appeals which may arise out of the Claims; and
- e. To perform such other legal services on behalf of the Debtor as necessary in the Claims.

5. The Debtor now desires to employ the Law Firm for the performance of the above referenced legal services. The Law Firm, whose offices are in Ridgeland, Mississippi, is fully competent to advise the Debtor on all matters which are anticipated to arise in connection with the prosecution of the Claims, and to protect and preserve all rights of the Debtor and the interests of creditors.

6. The Law Firm has agreed to undertake representation of the Debtor in the Claims, as well as any subsequently appointed liquidation trustee or other “replacement” of the Debtor-in-possession on a one-third (1/3) contingency fee basis. The recovery of the contingent fee by the Law Firm for the Debtor shall be “carved out” of the recovery of the Claims and shall be superior to the claims of any other creditor (secured or otherwise) in this Chapter 11 case. In addition, the Law Firm will be responsible for advancing out-of-pocket expenses incurred by the attorneys in connection

² However, the Claims do not include the Debtor’s claims against J & J Bagging, LLC or Borton, LC. The Law Firm will be paid its hourly rate as to those claims.

with prosecution of the Claims, but these expenses will be reimbursed from recoveries, if any.

7. The Law Firm represented, and represents, the Debtor in its Chapter 11 bankruptcy case, but it represents no interests adverse to the Debtor or the estate and matters upon which it is to be engaged and the employment of the Law Firm would be in the best interest of this estate. To the best of the Debtor's knowledge, the Law Firm has no connection with the creditors herein or any other party-in-interest or their respective attorneys and accountants, or with the Office of the United States Trustee, or any employees of the Office of the United States Trustee, which are prohibited, which would interfere with or hinder the performance of its duties herein, or which need to be described herein, except that the Law Firm also represents John Coleman, Case No. 21-11833-SDM, one of the Debtor's members, Express Biodiesel, LLC, Case No. 21-11834-SDM, in which the Debtor has membership interests, and Express Processing, LLC, Case No. 21-11835-SDM, in which one of the Debtor's members, John Coleman, has membership interests. In addition, the Law Firm has represented Kevin Kemp, a farmer who sold grain to the Debtor pre-petition, but is owed \$10,000. Mr. Kemp and the Debtor have consented to the Law Firm's representation of the Debtor. In the event it becomes necessary, the Law Firm's co-counsel will serve as conflicts counsel in any issues involving Mr. Kemp.

8. The Law Firm is now special counsel to the Debtor-in-possession in connection with the Claims and it is competent to represent the Debtor and any successor appointed by the Court. The fees and expenses outlined hereinabove that the Law Firm is willing to accept, and that the Debtor is willing to pay, are fair and reasonable under the circumstances.

9. Debtor is in need of the Law Firm to prosecute the Claims and seeks court approval of the engagement and employment of the Law Firm and the contingent fee arrangement outlined herein.

10. Other grounds to be assigned upon a hearing hereof if necessary.

WHEREFORE, PREMISES CONSIDERED, the Debtor respectfully prays that upon a hearing hereof, this Honorable Court will enter its Order granting the Application, employing the Law Firm as special counsel to the Debtor and approving the contingent fees.

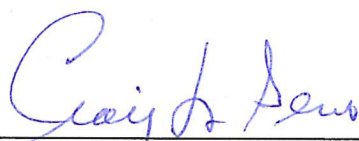
THIS, the 30th day of August, 2022.

Respectfully submitted,

EXPRESS GRAIN TERMINALS, LLC

By Its Attorneys,

LAW OFFICES OF CRAIG M. GENO, PLLC

By: 
Craig M. Geno

OF COUNSEL:

Craig M. Geno; MSB No. 4793
LAW OFFICES OF CRAIG M. GENO, PLLC
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601-427-0048 - Telephone
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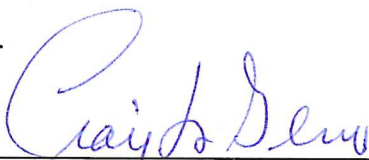
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CERTIFICATE OF SERVICE

I, Craig M. Geno, do hereby certify that I have caused to be served this date, via Notice of Electronic Filing, a true and correct copy of the above and foregoing instrument to:

Abigail M. Marbury, Esq.
abigail.m.marbury@usdoj.gov

THIS, the 30th day of August, 2022.


Craig M. Geno

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NORTHERN DISTRICT OF MISSISSIPPI**

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EXHIBIT "A"

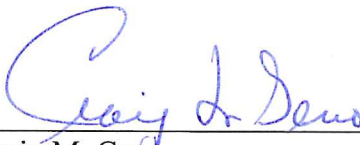
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AFFIDAVIT

PERSONALLY APPEARED BEFORE ME, the undersigned authority, in and for the jurisdiction aforesaid, Craig M. Geno (the "Affiant") of the Law Offices of Craig M. Geno, PLLC ("the Law Firm"), attorneys for the Debtor, who after having been by me first duly sworn, stated on oath that this Affidavit is filed herein in support of the *Application to Employ Special Counsel for a Specific Purpose* (the "Application"), that the Law Firm now represents the Debtor, it represents no interests adverse to the Debtor or the estate and matters upon which it is to be engaged, and its employment would be in the best interest of this estate. To the best of Affiant's knowledge, the Law Firm has no connection with the creditors herein or any other party-in-interest or their respective attorneys and accountants, or with the Office of the United States Trustee, or any employees of the Office of the United States Trustee, which are prohibited, which would interfere with or hinder the performance of its duties herein, or which need to be described herein, except that the Law Firm also represents John Coleman, Case No. 21-11833-SDM, one of the Debtor's members, Express Biodiesel, LLC, Case No. 21-11834-SDM, in which the Debtor has membership interests, and Express Processing, LLC, Case No. 21-11835-SDM, in which one of the Debtor's members, John Coleman, has membership interests. In addition, the Law Firm has represented Kevin Kemp, a farmer who sold grain to the Debtor pre-petition, but is owed \$10,000. Mr. Kemp and the Debtor have consented to the Law Firm's representation of the Debtor. In the event it becomes necessary, the Law Firm's co-counsel will serve as conflicts counsel in any issues involving Mr. Kemp. The Affiant hereby makes application for the employment of the Law Firm as special counsel for the Debtor.



Craig M. Geno

STATE OF MISSISSIPPI
COUNTY OF MADISON

SWORN TO AND SUBSCRIBED BEFORE ME, this the 30th day of August, 2022.





NOTARY PUBLIC