

IN THE UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF MISSISSIPPI

IN RE: EXPRESS GRAIN TERMINALS, LLC<sup>1</sup>  
Debtor

CHAPTER 11  
CASE NO. 21-11832-SDM

APPLICATION TO EMPLOY SPECIAL COUNSEL FOR A SPECIFIC PURPOSE

COMES NOW Heather Williams, the Liquidating Trustee of Express Grain Terminals, LLC (the “Trustee”), and files this her *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 March 24, 2023, the Court entered an Agreed Order [DK #3105] (the “Confirmation Order”) confirming the Debtor’s Plan of Liquidation [DK #2932] (the “Plan”). Pursuant to Paragraph 7 of the Confirmation Order, Heather Williams was appointed as the Liquidating Trustee, as of the Effective Date of the Plan. The Effective Date of the Plan was June 7, 2023.
3. A significant part of the remaining business of the Liquidating Trustee has to do with the prosecution of avoidance claims and causes of action under Chapter 5 of the Bankruptcy Code, and collection of debts owed to the Debtor and now the Liquidating Trustee.
4. The Trustee was appointed in the Confirmation Order.
5. In order to facilitate the prudent performance of her duties and the successful operations of the Trustee, including prosecution of avoidance claims and causes of action under Chapter 5 of the Bankruptcy Code and debt collection (the “Claims”), it is necessary for the Trustee to employ special counsel with a fee agreement that is not the usual hourly rate agreement. The professional services for which said special counsel will be retained to render shall include the

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

following:

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

6. The Trustee now desires to employ the Law Offices of Craig M. Geno, PLLC (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 Trustee 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 Trustee and the interests of creditors.

7. The Law Firm has agreed to undertake representation of the Trustee. The Law Firm has agreed to represent the Trustee in prosecution of the Claims on a one-third (1/3) contingency fee basis of the net amount collected. The recovery of the contingent fee by the Law Firm for the Trustee shall be “carved out” of the recovery on 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 with prosecution of the Claims, but these expenses will be reimbursed from recoveries, if any. In the event of appeals of the Claims decisions by the trial court, the contingency will be increased to forty

percent (40%) of the amount collected.

8. The Law Firm represented, and represents, the Debtor and now the Trustee in its Chapter 11 bankruptcy case, but it represents no interests adverse to the Debtor, the Trustee or the estate and matters upon which it is to be engaged. The employment of the Law Firm would be in the best interests of this estate and the Trustee. To the best of the Debtor's and Trustee'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 who has settled all claims he has against the Debtor. Mr. Kemp, the Trustee and the Debtor have consented to the Law Firm's representation of the Debtor.

9. The Law Firm is now special counsel to the Trustee in connection with the Claims and it is competent to represent the Trustee. The fees and expenses outlined hereinabove that the Law Firm is willing to accept, and that the Trustee is willing to pay, are fair and reasonable under the circumstances.

10. Trustee 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.

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

WHEREFORE, PREMISES CONSIDERED, the Trustee 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 Trustee and approving the contingent fees.

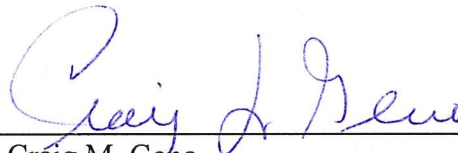
THIS, the 28<sup>th</sup> day of June, 2023.

Respectfully submitted,

HEATHER WILLIAMS, LIQUIDATING TRUSTEE  
OF EXPRESS GRAIN TERMINALS, LLC

By Her 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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Ridgeland, MS 39157  
601-427-0048 - Telephone  
601-427-0050 - Facsimile  
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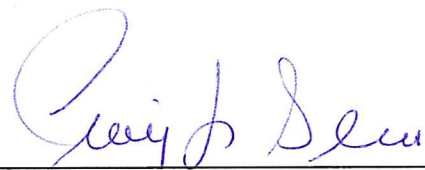
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**CERTIFICATE OF SERVICE**

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](mailto:abigail.m.marbury@usdoj.gov)

THIS, the 28<sup>th</sup> day of June, 2023.

  
Craig M. Geno

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

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

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

**EXHIBIT "A"**

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

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

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

**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 Trustee, 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 Trustee, it represents no interests adverse to the Trustee 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 he has settled all his claims against the Debtor. Mr. Kemp, the Debtor and the Trustee have consented to the Law Firm's representation of the Trustee. The Affiant hereby makes application for the employment of the Law Firm as special counsel for the Trustee.

Craig M. Geno  
Craig M. Geno

STATE OF MISSISSIPPI  
COUNTY OF MADISON

SWORN TO AND SUBSCRIBED BEFORE ME, this the 28<sup>th</sup> day of June, 2023.



Kathryn Carter  
NOTARY PUBLIC