

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

<b>In re:</b>	)	
	)	
<b>Express Biodiesel, LLC,</b>	)	<b>Case No. 21-11834-SDM</b>
	)	<b>Chapter 11</b>
<b>Debtor.</b>	)	
_____	)	
	)	
<b>In re:</b>	)	
	)	
<b>Express Processing, LLC,</b>	)	<b>Case No. 21-11835-SDM</b>
	)	<b>Chapter 11</b>
<b>Debtor.</b>	)	

**OBJECTION TO ANCILLARY DEBTORS’ MOTIONS TO DISMISS**

UMB Bank, N.A., (“UMB”) by and through counsel, for its objection to the Motions to Dismiss filed by Express Biodiesel, LLC and Express Processing, LLC (together, the “Ancillary Debtors”), respectfully states as follows:

1. Debtors Express Grain Terminals, LLC (“EGT”), Express Biodiesel, LLC (“EBL”), Express Processing, LLC (“EPL”, together with EGT and EBL, the “Debtors”) filed voluntary petitions for relief under Chapter 11 of Title 11 of the United States Code on September 29, 2021.

2. On October 20, 2021, the Debtors filed their Motion for Joint Administration (Dkt. 209). On November 18, 2021, the Court entered its Order Granting Motion for Joint Administration (Dkt. 1158) of Case Nos. 21-11832, 21-11834, and 21-11835 (the “Jointly Administered Cases”).

3. On August 8, 2022, each of the Ancillary Debtors filed their respective Motions to Dismiss in their underlying cases, captioned above.

4. EGT has filed its Plan of Liquidation in Case No. 21-11832.

5. UMB asserts a security interest in substantially all of the Debtors' personal property including, without limitation, inventory, accounts, and farm products. In light of the 557 grain settlement and sale of substantially all of the Debtors' assets, UMB filed amended proofs of claim in the amount of \$35,802,824.72, which at this point is primarily unsecured.

6. UMB has been in contact with Debtor's counsel regarding the Ancillary Cases and believes there may be certain assets of these estates that might be best resolved in the bankruptcy proceedings. Until additional information and analysis are performed, the status quo should be maintained and it may be premature to dismiss the Ancillary Debtors' cases.

7. Further, UMB requests that any order of dismissal be conditioned on all the orders entered by the Court in the Jointly Administered Cases that impact, affect, or bind the Ancillary Debtors remain binding and in full force and effect pursuant to 11 U.S.C. § 349(b). Such condition is appropriate to prevent the parties from being forced to re-litigate resolved matters. As this Court is aware, there have been several orders entered in this case that were the result of considerable negotiation, litigation, and expense to the parties involved, including multiple cash collateral orders and the order approving the global settlement related to the grain inventories. While many of these orders primarily affected EGT, in many cases they expanded to the Ancillary Debtors. Accordingly, such orders should be preserved.

8. In light of the ongoing analysis and discussions, UMB reserves the right to supplement this objection including raising additional arguments at the hearing on the motions to dismiss.

WHEREFORE, UMB respectfully requests this Court enter an order (1) denying the motions to dismiss; (2) in alternative, conditioning the orders of dismissal on all orders of the Court

entered during the Jointly Administered Cases remaining binding and in full force and effect; and  
(3) granting such other and further relief as the Court deems just and proper.

Dated: September 16, 2022.

Respectfully submitted,

BAKER, DONELSON, BEARMAN,  
CALDWELL & BERKOWITZ, P.C.

/s/ R. Spencer Clift, III

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**Attorneys for UMB Bank, N.A.**

**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing was filed electronically through the Court's CM/ECF system and served electronically on all parties enlisted to receive service of electronic notice, and the Notice of Electronic Filing indicates that Notice was electronically mailed to all parties in interest.

SO CERTIFIED, this the 16<sup>th</sup> day of September, 2022.

/s/ R. Spencer Clift, III