

ENTERED

October 14, 2024

Nathan Ochsner, Clerk

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

In re:

RHODIUM ENCORE LLC, *et al.*,Debtors.¹

Chapter 11

Case No. 24-90448 (ARP)

**ORDER APPROVING APPLICATION FOR ENTRY OF AN
ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF
PROVINCE, LLC AS FINANCIAL ADVISOR TO THE DEBTORS**

(Relates to ECF No. 169)

Upon the application (the “Application”) of Rhodium Encore LLC, *et al.*, (the “Debtors”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”) for entry of an order authorizing the employment and retention of Province, LLC (“Province”) as financial advisor for the Debtors, effective August 29, 2024, pursuant to sections 327, 328, and 1107 of the Bankruptcy Code, Rule 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rules 2014-1 and 2016-1 of the Local Rules of the United Bankruptcy Court for the Southern District of Texas (the “Local Bankruptcy Rules”); and upon the Declaration of Michael Robinson (the “Robinson Declaration”); and the Court having jurisdiction to consider the Application and the relief requested therein being a core proceeding in accordance with 28 U.S.C. §§ 157(b)(2) on which the Court may enter a final order consistent with Article III of the United States Constitution;

¹ The Debtors in these chapter 11 cases and the last four digits of their corporate identification numbers are as follows: Rhodium Encore LLC (3974), Jordan HPC LLC (3683), Rhodium JV LLC (5323), Rhodium 2.0 LLC (1013), Rhodium 10MW LLC (4142), Rhodium 30MW LLC (0263), Rhodium Enterprises, Inc. (6290), Rhodium Technologies LLC (3973), Rhodium Renewables LLC (0748), Air HPC LLC (0387), Rhodium Shared Services LLC (5868), Rhodium Ready Ventures LLC (8618), Rhodium Industries LLC (4771), Rhodium Encore Sub LLC (1064), Jordan HPC Sub LLC (0463), Rhodium 2.0 Sub LLC (5319), Rhodium 10MW Sub LLC (3827), Rhodium 30MW Sub LLC (4386), and Rhodium Renewables Sub LLC (9511). The mailing and service address of the Debtors in these chapter 11 cases is 2617 Bissonnet Street, Suite 234, Houston, TX 77005.



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and venue being properly in this district under 28 U.S.C. §§ 1408 and 1409; and having found based on the representations made in the Application and the Robinson Declaration that (i) Province does not hold or represent any interest adverse to the Debtors with respect to the matters for which it is being retained; (ii) Province is a “disinterested person” as that phrase is defined in section 101(14) of the Bankruptcy Code (as modified by section 1103(b) of the Bankruptcy Code); (iii) neither Province nor its professionals have any connection with the Debtors, their estates, or creditors, except as disclosed in the Robinson Declaration; and (iv) Province’s employment and retention is necessary and in the best interest of the Debtors’ estates, their creditors and other parties in interest; and good and adequate notice of the Application having been given under the circumstances and it appearing that no other or further notice need be provided; and it appearing that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefore, IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED as set forth herein.
2. Province’s employment and retention is necessary and in the best interest of the Debtors, their creditors, and their estates, and Province is authorized to provide the Debtors with the professional services as described in the Application, as modified by this Order.
3. The Debtors are authorized to retain Province as its financial advisor effective as of August 29, 2024, pursuant to 11 U.S.C. § 327, 328 and 1107 under the terms and conditions set forth in the Application, the Engagement Agreement, and the Robinson Declaration.
4. Payment of Province’s fees and expenses shall be made, subject to Bankruptcy Court review and approval, pursuant to the terms described in the Application, the Engagement Agreement, and the Robinson Declaration, in accordance with the applicable provisions of the

Bankruptcy Code (including Sections 330 and 331 of the Bankruptcy Code), the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules of the United States Bankruptcy Court for the Southern District of Texas, and any orders entered in these Chapter 11 Cases governing professional compensation and reimbursement for services rendered and charges and disbursements incurred. For billing purposes, Province shall keep its time in one tenth (1/10) hour increments.

5. Ten (10) business days' notice shall be provided by Province to the Debtors and the United States Trustee prior to any increases in the rates set forth in the Application, and such notice must be filed with the Court. The U.S. Trustee retains all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

6. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry. To the extent this Order conflicts with the Application, the Engagement Agreement, or the Robinson Declaration, the terms of this Order control.

7. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Signed: October 14, 2024


Alfredo R Pérez
United States Bankruptcy Judge