

ENTERED

June 06, 2025

Nathan Ochsner, Clerk

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

In re:	§	
	§	Chapter 11
	§	
RHODIUM ENCORE LLC, <i>et al.</i> , ²	§	Case No. 24-90448 (ARP)
	§	
Debtors.	§	(Jointly Administered)
	§	

**ORDER GRANTING THE SAFE AHG'S MOTION TO SEAL
THE EMERGENCY MOTION OF THE
SAFE AHG TO COMPEL PRODUCTION BY IMPERIUM PARTIES AND DEBTORS**

Upon the motion (the "Motion to Seal") of the Ad Hoc Group (the "SAFE AHG") of parties to Simple Agreements for Future Equity with Debtor Rhodium Enterprises, Inc. seeking entry of an order pursuant to Bankruptcy Code³ sections 105(a) and 107(b), Bankruptcy Rule 9018, and Local Rule 9037-1 authorizing the SAFE AHG (i) to file an unredacted version of the Emergency Motion of the SAFE AHG to Compel Production by Imperium Parties and Debtors ("Motion to Compel") under seal; and (ii) to file an unsealed version of the Motion to Compel that redacts all Confidential and Highly Confidential – Professionals' Eyes Only information, as defined in the Protective Order, as more fully set forth in the Motion to Seal; and this Court having jurisdiction to consider the Motion to Seal and the relief requested therein pursuant to 28 U.S.C. § 1334; and

² 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), Jordan HPC Sub LLC (0463), Rhodium 2.0 Sub LLC (5319), Rhodium 10MW Sub LLC (3827), Rhodium 30MW Sub LLC (4386), Rhodium Encore Sub LLC (1064), Rhodium Enterprises, Inc. (6290), Rhodium Industries LLC (4771), Rhodium Ready Ventures LLC (8618), Rhodium Renewables LLC (0748), Air HPC LLC (0387), Rhodium Renewables Sub LLC (9511), Rhodium Shared Services LLC (5868), and Rhodium Technologies LLC (3973). The mailing and service address of the Debtors in these chapter 11 cases is 2617 Bissonnet Street, Suite 234, Houston, TX 77005.

³ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion to Compel.



consideration of the Motion to Seal and requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue is proper before this Court pursuant to 28 U.S.C. § 1408; and due and proper notice of the Motion to Seal having been provided; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the Motion to Seal; and all objections, if any, to the Motion to Seal having been withdrawn, resolved, or overruled; and this Court having determined that the legal and factual bases set forth in the Motion to Seal establish just cause for the relief granted here; and upon all of the proceedings had before this Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The SAFE AHG is authorized to file an unredacted version of the Motion to Compel under seal.
3. The SAFE AHG is authorized to file an unsealed version of the Motion to Compel that redacts all Confidential and Highly Confidential – Professionals’ Eyes Only information, as defined in the Protective Order.
4. The information marked by Debtors or other parties in interest as Confidential or Highly Confidential – Professionals’ Eyes Only (collectively, “Confidential Information”) contained within the unredacted version of the Motion to Compel shall remain confidential and under seal, and absent further order of this Court, shall not be made available to anyone, except that copies shall be provided (i) to the Court and Clerk, (ii) to the Debtors, (iii) Imperium Parties, and (iv) to other persons upon further order of the Court or upon agreement of the Debtors, the SAFE AHG and other designating parties in interest (the “Parties”).

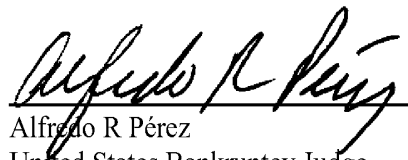
5. Any party who receives an unredacted version of the Motion to Compel, in accordance with this Order, shall be made aware of the terms of this Order, and shall keep the Confidential Information contained therein strictly confidential.

6. This Order shall be immediately effective and enforceable upon its entry.

7. The Parties, including the SAFE AHG, are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion to Compel.

8. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to the implementation, interpretation, and enforcement of this Order.

Signed: June 06, 2025


Alfredo R Pérez
United States Bankruptcy Judge

United States Bankruptcy Court
Southern District of Texas

In re:
Rhodium Encore LLC
Air HPC LLC
Debtors

Case No. 24-90448-arp
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0541-4
Date Rcvd: Jun 06, 2025

User: ADIuser
Form ID: pdf003

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Total Noticed: 19

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 Jun 08, 2025:

Recip ID	Recipient Name and Address
db	+ Air HPC LLC, Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Jordan HPC LLC, c/o Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Jordan HPC Sub LLC, Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium 10MW LLC, c/o Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium 10MW Sub LLC, Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium 2.0 LLC, c/o Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium 2.0 Sub LLC, Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium 30MW LLC, c/o Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium 30MW Sub LLC, Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium Encore LLC, 2617 Bissonnet St, Ste 234, Houston, TX 77005-1316
db	+ Rhodium Encore Sub LLC, Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium Enterprises, Inc., Quinn Emanuel Urquhart & Sullivan, LLP, c/o Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium Industries LLC, Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium JV LLC, c/o Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium Ready Ventures LLC, Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium Renewables LLC, Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium Renewables Sub LLC, Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium Shared Services LLC, Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841
db	+ Rhodium Technologies LLC, Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco, 700 Louisiana, Suite 3900, Houston, TX 77002-2841

TOTAL: 19

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.

NONE

NOTICE CERTIFICATION

District/off: 0541-4
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I, Gustava Winters, 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: Jun 08, 2025

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on June 6, 2025 at the address(es) listed below:

Name	Email Address
Alexis T Swartz	on behalf of Plaintiff Rhodium Renewables LLC alexis@lkcfirm.com
Alexis T Swartz	on behalf of Plaintiff Rhodium JV LLC alexis@lkcfirm.com
Alexis T Swartz	on behalf of Plaintiff Rhodium Industries LLC alexis@lkcfirm.com
Alexis T Swartz	on behalf of Plaintiff Rhodium 10MW LLC alexis@lkcfirm.com
Alexis T Swartz	on behalf of Plaintiff Rhodium 30MW LLC alexis@lkcfirm.com
Alexis T Swartz	on behalf of Plaintiff Rhodium 2.0 LLC alexis@lkcfirm.com
Alexis T Swartz	on behalf of Plaintiff Air HPC LLC alexis@lkcfirm.com
Alexis T Swartz	on behalf of Plaintiff Rhodium Encore LLC alexis@lkcfirm.com
Alexis T Swartz	on behalf of Plaintiff Jordan HPC LLC alexis@lkcfirm.com
Amber Michelle Carson	on behalf of Creditor Private Investor Club Feeder Fund 2020-H LLC acarson@grayreed.com
Amber Michelle Carson	on behalf of Creditor Private Investor Club Feeder Fund 2020-G LLC acarson@grayreed.com
Andrew Alan Howell	on behalf of Creditor Whinstone US Inc. ahowell@foley.com
Andrew Alan Howell	on behalf of Plaintiff Whinstone US Inc. ahowell@foley.com
Benjamin C. Struby	on behalf of Interested Party Ethos Investments XIV LLC bstruby@lathropgage.com natalie.gonzalez@lathropgpm.com
Benjamin C. Struby	on behalf of Interested Party Ethos Investments X LLC bstruby@lathropgage.com natalie.gonzalez@lathropgpm.com
Benjamin C. Struby	on behalf of Interested Party Jonas Norr bstruby@lathropgage.com natalie.gonzalez@lathropgpm.com
Brandon Batzel	on behalf of Interested Party Galaxy Digital LLC bbatzel@orrick.com
Brandon Christopher Marx	on behalf of Creditor Whinstone US Inc. bmarx@foley.com
Brandon Christopher Marx	on behalf of Plaintiff Whinstone US Inc. bmarx@foley.com
Brenda Lynn Funk	

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on behalf of Creditor GRF Tiger Trust bfunk@munsch.com
CourtMail@munsch.com;clujano@munsch.com;hvalentine@munsch.com

Brenda Lynn Funk

on behalf of Creditor Nina Claire Fairbairn Revocable Trust bfunk@munsch.com
CourtMail@munsch.com;clujano@munsch.com;hvalentine@munsch.com

Brenda Lynn Funk

on behalf of Creditor Grant Fairbairn Revocable Trust bfunk@munsch.com
CourtMail@munsch.com;clujano@munsch.com;hvalentine@munsch.com

Brenda Lynn Funk

on behalf of Creditor GR Fairbairn Family Trust bfunk@munsch.com
CourtMail@munsch.com;clujano@munsch.com;hvalentine@munsch.com

Brenda Lynn Funk

on behalf of Creditor Valley High LP bfunk@munsch.com
CourtMail@munsch.com;clujano@munsch.com;hvalentine@munsch.com

Brenda Lynn Funk

on behalf of Creditor NC Fairbairn Family Trust bfunk@munsch.com
CourtMail@munsch.com;clujano@munsch.com;hvalentine@munsch.com

Brenda Lynn Funk

on behalf of Creditor Transcend Partners Legend Fund LLC bfunk@munsch.com
CourtMail@munsch.com;clujano@munsch.com;hvalentine@munsch.com

Brenda Lynn Funk

on behalf of Creditor NCF Eagle Trust bfunk@munsch.com
CourtMail@munsch.com;clujano@munsch.com;hvalentine@munsch.com

Carl N Kunz, III

on behalf of Interested Party Proof Capital Special Situations Fund ckunz@morrisjames.com
slisko@morrisjames.com;ddepta@morrisjames.com;mwhalen@morrisjames.com

Carl N Kunz, III

on behalf of Interested Party Proof Capital Alternative Growth Fund ckunz@morrisjames.com
slisko@morrisjames.com;ddepta@morrisjames.com;mwhalen@morrisjames.com

Carl N Kunz, III

on behalf of Interested Party Proof Capital Alternative Income Fund ckunz@morrisjames.com
slisko@morrisjames.com;ddepta@morrisjames.com;mwhalen@morrisjames.com

Carl N Kunz, III

on behalf of Interested Party Proof Proprietary Investment Fund Inc. ckunz@morrisjames.com
slisko@morrisjames.com;ddepta@morrisjames.com;mwhalen@morrisjames.com

Charles R Gibbs

on behalf of Creditor Committee Official Committee of Unsecured Creditors of Rhodium Encore LLC et al. crgibbs@mwe.com,
dnorthrop@mwe.com;jbishopjones@mwe.com;jacqueline-bishop-jones-0301@ecf.pacerpro.com

Chase Jordan Potter

on behalf of Creditor GR Fairbairn Family Trust potter@imcplaw.com emily@imcplaw.com

Chase Jordan Potter

on behalf of Plaintiff JACOB RUBIN potter@imcplaw.com emily@imcplaw.com

Chase Jordan Potter

on behalf of Plaintiff RICHARD FULLERTON potter@imcplaw.com emily@imcplaw.com

Chase Jordan Potter

on behalf of Creditor NCF Eagle Trust potter@imcplaw.com emily@imcplaw.com

Chase Jordan Potter

on behalf of Plaintiff NCF EAGLE TRUST potter@imcplaw.com emily@imcplaw.com

Chase Jordan Potter

on behalf of Plaintiff NC FAIRBAIRN FAMILY TRUST potter@imcplaw.com emily@imcplaw.com

Chase Jordan Potter

on behalf of Plaintiff WILLIAM HO AS TRUSTEE AND ON BEHALF OF GR FAIRBAIRN FAMILY TRUST
potter@imcplaw.com, emily@imcplaw.com

Chase Jordan Potter

on behalf of Creditor NC Fairbairn Family Trust potter@imcplaw.com emily@imcplaw.com

Chase Jordan Potter

on behalf of Plaintiff MIKE WILKINS AS TRUSTEE AND ON BEHALF OF WILKINS-DUIGNAN 2009 REVOCABLE
TRUST potter@imcplaw.com, emily@imcplaw.com

Chase Jordan Potter

on behalf of Creditor Valley High LP potter@imcplaw.com emily@imcplaw.com

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Chase Jordan Potter	on behalf of Plaintiff JERALD WEINTRAUB AS TYRUSTEE AND ON BEHALF OF JERALD AND MELODY HOWE WEINTRAUB REVOCABLE LIVING TRUST DTD 02/05/98 potter@imcplaw.com, emily@imcplaw.com
Chase Jordan Potter	on behalf of Creditor Nina Claire Fairbairn Revocable Trust potter@imcplaw.com emily@imcplaw.com
Chase Jordan Potter	on behalf of Plaintiff VALLEY HIGH LP potter@imcplaw.com emily@imcplaw.com
Chase Jordan Potter	on behalf of Plaintiff 345 Partners SPV2 LLC potter@imcplaw.com emily@imcplaw.com
Chase Jordan Potter	on behalf of Plaintiff NINA FAIRBAIRN AS TRUSTEE AND ON BEHALF OF NINA CLAIRE FAIRBAIRN REVOCABLE TRUST potter@imcplaw.com, emily@imcplaw.com
Chase Jordan Potter	on behalf of Creditor GRF Tiger Trust potter@imcplaw.com emily@imcplaw.com
Chase Jordan Potter	on behalf of Plaintiff TRANSCEND PARTNERS LEGEND FUND LLC potter@imcplaw.com emily@imcplaw.com
Chase Jordan Potter	on behalf of Creditor Transcend Partners Legend Fund LLC potter@imcplaw.com emily@imcplaw.com
Chase Jordan Potter	on behalf of Plaintiff SCOTT KINTZ AS TRUSTEE AND ON BEHALF OF KINTZ FAMILY TRUST potter@imcplaw.com, emily@imcplaw.com
Chase Jordan Potter	on behalf of Creditor Grant Fairbairn Revocable Trust potter@imcplaw.com emily@imcplaw.com
Chase Jordan Potter	on behalf of Plaintiff GRANT FAIRBAIRN AS TRUSTEE AND ON BEHALF OF GRANT FAIRBAIRN REVOCABLE TRUST potter@imcplaw.com, emily@imcplaw.com
Chase Jordan Potter	on behalf of Plaintiff GRF TIGER TRUST potter@imcplaw.com emily@imcplaw.com
Christopher H Hart	on behalf of Creditor Christopher H Stadlin Group Investments LLC chart@nutihart.com
Christopher Ross Travis	on behalf of U.S. Trustee US Trustee C.Ross.Travis@usdoj.gov
Colin M Bernardino	on behalf of Creditor GRF Tiger Trust cbernardino@ktslaw.com moroberts@ktslaw.com
Colin M Bernardino	on behalf of Creditor GR Fairbairn Family Trust cbernardino@ktslaw.com moroberts@ktslaw.com
Colin M Bernardino	on behalf of Creditor Grant Fairbairn Revocable Trust cbernardino@ktslaw.com moroberts@ktslaw.com
Colin M Bernardino	on behalf of Creditor NC Fairbairn Family Trust cbernardino@ktslaw.com moroberts@ktslaw.com
Colin M Bernardino	on behalf of Creditor Nina Claire Fairbairn Revocable Trust cbernardino@ktslaw.com moroberts@ktslaw.com
Colin M Bernardino	on behalf of Creditor NCF Eagle Trust cbernardino@ktslaw.com moroberts@ktslaw.com
Colin M Bernardino	on behalf of Creditor Transcend Partners Legend Fund LLC cbernardino@ktslaw.com moroberts@ktslaw.com
Colin M Bernardino	on behalf of Creditor Valley High LP cbernardino@ktslaw.com moroberts@ktslaw.com
Colleen Rosannah Smith	on behalf of Debtor Air HPC LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium 10MW Sub LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium 30MW Sub LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium 2.0 Sub LLC csmith@stris.com
Colleen Rosannah Smith	

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	on behalf of Debtor Rhodium Renewables LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Jordan HPC LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium Shared Services LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium JV LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium Industries LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium Enterprises Inc. csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium 10MW LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium Technologies LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Jordan HPC Sub LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium Ready Ventures LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium Encore Sub LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium 2.0 LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium 30MW LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium Encore LLC csmith@stris.com
Colleen Rosannah Smith	on behalf of Debtor Rhodium Renewables Sub LLC csmith@stris.com
Craig E Power	on behalf of Creditor MP2 Energy Texas LLC d/b/a Shell Energy Solutions cpower@cokinoslaw.com, kwaller@cokinoslaw.com
Elliot Greenfield	on behalf of Defendant Riot Platforms Inc. egreenfield@debevoise.com
Emma Phylcia Myles	on behalf of Creditor MP2 Energy Texas LLC d/b/a Shell Energy Solutions emyles@cokinoslaw.com
Erica Weisgerber	on behalf of Defendant Riot Platforms Inc. eweisgerber@debevoise.com, mao-bk-ecf@debevoise.com;mbmaass@debevoise.com;mjsorensen@debevoise.com;spdtuz@debevoise.com
Evan Gershbein	on behalf of Other Prof. Kurtzman Carson Consultants LLC dba Verita Global ECFpleadings@kccllc.com, ECFpleadings@kccllc.com
Griffin Simon Rubin	on behalf of Creditor Trine Mining LLC gsr@sbaitilaw.com
Griffin Simon Rubin	on behalf of Creditor Elysium Mining LLC gsr@sbaitilaw.com
Griffin Simon Rubin	on behalf of Creditor Cross the River LLC gsr@sbaitilaw.com
Ha Minh Nguyen	on behalf of U.S. Trustee US Trustee ha.nguyen@usdoj.gov
Helen Mitsuko Marsh	on behalf of Plaintiff Rhodium 2.0 LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Jordan HPC Sub LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium 10MW Sub LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	

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	on behalf of Plaintiff Jordan HPC LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium 30MW Sub LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Plaintiff Rhodium Encore LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium Technologies LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Plaintiff Air HPC LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium 30MW LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium Encore Sub LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium 2.0 LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium Renewables Sub LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Plaintiff Rhodium Renewables LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium Ready Ventures LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Jordan HPC LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Plaintiff Rhodium 10MW LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium Industries LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium Renewables LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Plaintiff Rhodium 30MW LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium JV LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium Shared Services LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium 10MW LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium 2.0 Sub LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium Enterprises Inc. hmarsh@stris.com, 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Plaintiff Rhodium JV LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Plaintiff Rhodium Industries LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Air HPC LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Helen Mitsuko Marsh	on behalf of Debtor Rhodium Encore LLC hmarsh@stris.com 5254074420@filings.docketbird.com
Jennifer F Wertz	on behalf of Creditor Temple Green Data LLC jwertz@jw.com, kgradney@jw.com;jpupo@jw.com
Joanna Diane Caytas	on behalf of Defendant Rhodium Enterprises Inc. joannacaytas@quinnemanuel.com, joanna-caytas-8224@ecf.pacerpro.com
Joanna Diane Caytas	on behalf of Defendant Rhodium Renewables LLC joannacaytas@quinnemanuel.com, joanna-caytas-8224@ecf.pacerpro.com

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Joanna Diane Caytas	on behalf of Debtor Rhodium Encore LLC joannacaytas@quinnemanuel.com joanna-caytas-8224@ecf.pacerpro.com
Joanna Diane Caytas	on behalf of Defendant Rhodium Technologies LLC joannacaytas@quinnemanuel.com, joanna-caytas-8224@ecf.pacerpro.com
Jonathan Koevary	on behalf of Interested Party DLT Data Center 1 LLC (DLT 1) jkoevary@olshanlaw.com
Jonathan Eric Bridges	on behalf of Creditor Trine Mining LLC jeb@sbaitilaw.com
Jonathan Eric Bridges	on behalf of Creditor Cross the River LLC jeb@sbaitilaw.com
Jonathan Eric Bridges	on behalf of Creditor Elysium Mining LLC jeb@sbaitilaw.com
Jonathan Michael Thomas	on behalf of Creditor Whinstone US Inc. jmthomas@foley.com
Jonathan Michael Thomas	on behalf of Defendant Whinstone US Inc. jmthomas@foley.com
Jonathan Michael Thomas	on behalf of Plaintiff Whinstone US Inc. jmthomas@foley.com
Joseph Edward Thomas	on behalf of Creditor Midas Green Technologies LLC jthomas@twtlaw.com
Joseph Edward Thomas	on behalf of Attorney Joseph Thomas jthomas@twtlaw.com
Joshua Lee Shepherd	on behalf of Plaintiff MIKE WILKINS AS TRUSTEE AND ON BEHALF OF WILKINS-DUIGNAN 2009 REVOCABLE TRUST shepherd@imcplaw.com, dcruz@qslwm.com
Joshua Lee Shepherd	on behalf of Plaintiff 345 Partners SPV2 LLC shepherd@imcplaw.com dcruz@qslwm.com
Joshua Lee Shepherd	on behalf of Plaintiff RICHARD FULLERTON shepherd@imcplaw.com dcruz@qslwm.com
Joshua Lee Shepherd	on behalf of Plaintiff TRANSCEND PARTNERS LEGEND FUND LLC shepherd@imcplaw.com dcruz@qslwm.com
Joshua Lee Shepherd	on behalf of Plaintiff GRANT FAIRBAIRN AS TRUSTEE AND ON BEHALF OF GRANT FAIRBAIRN REVOCABLE TRUST shepherd@imcplaw.com, dcruz@qslwm.com
Joshua Lee Shepherd	on behalf of Plaintiff GRF TIGER TRUST shepherd@imcplaw.com dcruz@qslwm.com
Joshua Lee Shepherd	on behalf of Plaintiff JACOB RUBIN shepherd@imcplaw.com dcruz@qslwm.com
Joshua Lee Shepherd	on behalf of Plaintiff NC FAIRBAIRN FAMILY TRUST shepherd@imcplaw.com dcruz@qslwm.com
Joshua Lee Shepherd	on behalf of Plaintiff NCF EAGLE TRUST shepherd@imcplaw.com dcruz@qslwm.com
Joshua Lee Shepherd	on behalf of Plaintiff NINA FAIRBAIRN AS TRUSTEE AND ON BEHALF OF NINA CLAIRE FAIRBAIRN REVOCABLE TRUST shepherd@imcplaw.com, dcruz@qslwm.com
Joshua Lee Shepherd	on behalf of Plaintiff VALLEY HIGH LP shepherd@imcplaw.com dcruz@qslwm.com
Joshua Lee Shepherd	on behalf of Plaintiff SCOTT KINTZ AS TRUSTEE AND ON BEHALF OF KINTZ FAMILY TRUST shepherd@imcplaw.com, dcruz@qslwm.com
Joshua Lee Shepherd	on behalf of Plaintiff JERALD WEINTRAUB AS TYRUSTEE AND ON BEHALF OF JERALD AND MELODY HOWE WEINTRAUB REVOCABLE LIVING TRUST DTD 02/05/98 shepherd@imcplaw.com, dcruz@qslwm.com
Joshua Lee Shepherd	on behalf of Plaintiff WILLIAM HO AS TRUSTEE AND ON BEHALF OF GR FAIRBAIRN FAMILY TRUST shepherd@imcplaw.com, dcruz@qslwm.com
Joshua W. Wolfshohl	on behalf of Interested Party Lehotsky Keller Cohn LLP jwolfshohl@porterhedges.com

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User: ADIuser
Form ID: pdf003

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egarfias@porterhedges.com;ysanders@porterhedges.com;eliana-garfias-8561@ecf.pacerpro.com

Julie Anne Parsons

on behalf of Creditor The County of Milam Texas jparsons@mvbalaw.com,
vcovington@mvbalaw.com;kalexander@mvbalaw.com;julie.parsons@ecf.courtdrive.com

Julie Anne Parsons

on behalf of Creditor Tax Appraisal District of Bell County jparsons@mvbalaw.com
vcovington@mvbalaw.com;kalexander@mvbalaw.com;julie.parsons@ecf.courtdrive.com

Kyung Shik Lee

on behalf of Defendant Nicholas Cerasuolo klee@shannonleellp.com Courtnotices@kasowitz.com

Lloyd A. Lim

on behalf of Creditor New York Digital Investment Group LLC lloyd.lim@keanmiller.com,
rachel.kubanda@keanmiller.com;teresa.miller@keanmiller.com;michelle.friery@keanmiller.com;kristina.tipton@keanmiller.com

Mark C. Moore

on behalf of Plaintiff Whinstone US Inc. mmoore@foley.com
roxana.gutierrez@foley.com;mark-moore-8735@ecf.pacerpro.com;jcharrison@foley.com

Mark C. Moore

on behalf of Defendant Whinstone US Inc. mmoore@foley.com,
roxana.gutierrez@foley.com;mark-moore-8735@ecf.pacerpro.com;jcharrison@foley.com

Mark C. Moore

on behalf of Creditor Whinstone US Inc. mmoore@foley.com,
roxana.gutierrez@foley.com;mark-moore-8735@ecf.pacerpro.com;jcharrison@foley.com

Mark P. Franke

on behalf of Interested Party Galaxy Digital LLC mfranke@orrick.com

Mazin A Sbaiti

on behalf of Creditor Trine Mining LLC mas@sbaitilaw.com,
krj@sbaitilaw.com;knc@sbaitilaw.com;mgp@sbaitilaw.com;gsr@sbaitilaw.com

Mazin A Sbaiti

on behalf of Creditor Elysium Mining LLC mas@sbaitilaw.com
krj@sbaitilaw.com;knc@sbaitilaw.com;mgp@sbaitilaw.com;gsr@sbaitilaw.com

Mazin A Sbaiti

on behalf of Creditor Cross the River LLC mas@sbaitilaw.com
krj@sbaitilaw.com;knc@sbaitilaw.com;mgp@sbaitilaw.com;gsr@sbaitilaw.com

Michael Kevin Riordan

on behalf of Creditor Shane M. Blackmon mriordan@bradley.com rdiep@foley.com;mike-riordan-8644@ecf.pacerpro.com

Michael S Fox

on behalf of Interested Party DLT Data Center 1 LLC (DLT 1) mfox@olshanlaw.com

Patricia B. Tomasco

on behalf of Debtor Rhodium 10MW Sub LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Rhodium Encore LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Rhodium Encore Sub LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Jordan HPC LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Rhodium Renewables Sub LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Jordan HPC Sub LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Defendant Rhodium Renewables LLC pattytomasco@quinnemanuel.com,
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Defendant Rhodium Enterprises Inc. pattytomasco@quinnemanuel.com,
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

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User: ADIuser

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Total Noticed: 19

on behalf of Debtor Rhodium 30MW Sub LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Rhodium Renewables LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Plaintiff Rhodium 2.0 LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Rhodium 30MW LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Rhodium Technologies LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Spec. Counsel Stris & Maher LLP pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Financial Advisor Province LLC pattytomasco@quinnemanuel.com,
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Rhodium Industries LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Plaintiff Rhodium JV LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Rhodium 2.0 LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Rhodium Shared Services LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Rhodium 2.0 Sub LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Plaintiff Whinstone US Inc. pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Plaintiff Jordan HPC LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Rhodium 10MW LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Rhodium Ready Ventures LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Spec. Counsel Barnes & Thornburg LLP pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Debtor Rhodium JV LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Plaintiff Rhodium Industries LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Plaintiff Rhodium 10MW LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

Patricia B. Tomasco

on behalf of Plaintiff Air HPC LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com

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Patricia B. Tomasco	on behalf of Defendant Rhodium Technologies LLC pattytomasco@quinnemanuel.com, barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com
Patricia B. Tomasco	on behalf of Financial Advisor B. Riley Securities Inc. pattytomasco@quinnemanuel.com, barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com
Patricia B. Tomasco	on behalf of Financial Advisor BDO Consulting Group LLC pattytomasco@quinnemanuel.com barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com
Patricia B. Tomasco	on behalf of Attorney Quinn Emanuel Urquhart & Sullivan LLP pattytomasco@quinnemanuel.com, barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com
Patricia B. Tomasco	on behalf of Plaintiff Rhodium Encore LLC pattytomasco@quinnemanuel.com barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com
Patricia B. Tomasco	on behalf of Debtor Air HPC LLC pattytomasco@quinnemanuel.com barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com
Patricia B. Tomasco	on behalf of Plaintiff Rhodium Renewables LLC pattytomasco@quinnemanuel.com barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com
Patricia B. Tomasco	on behalf of Plaintiff Rhodium 30MW LLC pattytomasco@quinnemanuel.com barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com
Patricia B. Tomasco	on behalf of Debtor Rhodium Enterprises Inc. pattytomasco@quinnemanuel.com, barbarahowell@quinnemanuel.com;elliellanas@quinnemanuel.com
Paul Marc Rosenblatt	on behalf of Creditor NCF Eagle Trust prosenblatt@kilpatricktownsend.com rgriffis@ktslaw.com;moroberts@ktslaw.com
Paul Marc Rosenblatt	on behalf of Creditor GRF Tiger Trust prosenblatt@kilpatricktownsend.com rgriffis@ktslaw.com;moroberts@ktslaw.com
Paul Marc Rosenblatt	on behalf of Creditor Valley High LP prosenblatt@kilpatricktownsend.com rgriffis@ktslaw.com;moroberts@ktslaw.com
Paul Marc Rosenblatt	on behalf of Creditor Transcend Partners Legend Fund LLC prosenblatt@kilpatricktownsend.com rgriffis@ktslaw.com;moroberts@ktslaw.com
Paul Marc Rosenblatt	on behalf of Creditor Grant Fairbairn Revocable Trust prosenblatt@kilpatricktownsend.com rgriffis@ktslaw.com;moroberts@ktslaw.com
Paul Marc Rosenblatt	on behalf of Creditor NC Fairbairn Family Trust prosenblatt@kilpatricktownsend.com rgriffis@ktslaw.com;moroberts@ktslaw.com
Paul Marc Rosenblatt	on behalf of Creditor Nina Claire Fairbairn Revocable Trust prosenblatt@kilpatricktownsend.com rgriffis@ktslaw.com;moroberts@ktslaw.com
Paul Marc Rosenblatt	on behalf of Creditor GR Fairbairn Family Trust prosenblatt@kilpatricktownsend.com rgriffis@ktslaw.com;moroberts@ktslaw.com
R. J. Shannon	on behalf of Creditor Nicholas Cerasuolo rshannon@shannonleellp.com rshannon@shannonleellp.com;7044075420@filings.docketbird.com
R. J. Shannon	on behalf of Defendant Nicholas Cerasuolo rshannon@shannonleellp.com rshannon@shannonleellp.com;7044075420@filings.docketbird.com
Reagan H. Tres Gibbs, III	on behalf of Creditor MP2 Energy Texas LLC d/b/a Shell Energy Solutions tgibbs@cokinoslaw.com, kwaller@cokinoslaw.com
Rhonda Bear Mates	on behalf of Defendant Imperium Investments Holdings LLC mates@slollp.com, winter@slollp.com
Rhonda Bear Mates	on behalf of Defendant Chase Blackmon mates@slollp.com winter@slollp.com
Rhonda Bear Mates	

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	on behalf of Creditor Chase Blackmon mates@slolp.com winter@slolp.com
Rhonda Bear Mates	on behalf of Defendant Cameron Blackmon mates@slolp.com winter@slolp.com
Rhonda Bear Mates	on behalf of Defendant Nathan Nichols mates@slolp.com winter@slolp.com
Rhonda Bear Mates	on behalf of Defendant Imperium Investment Holdings LLC mates@slolp.com winter@slolp.com
Rhonda Bear Mates	on behalf of Creditor Nathan Nichols mates@slolp.com winter@slolp.com
Rhonda Bear Mates	on behalf of Interested Party Imperium Investments Holdings LLC mates@slolp.com, winter@slolp.com
Robert T. Slovak	on behalf of Defendant Whinstone US Inc. rslovak@foley.com, tdurham@foley.com
Robert T. Slovak	on behalf of Creditor Whinstone US Inc. rslovak@foley.com, tdurham@foley.com
Robert T. Slovak	on behalf of Plaintiff Whinstone US Inc. rslovak@foley.com tdurham@foley.com
Ryan Coel Wooten	on behalf of Interested Party Galaxy Digital LLC rwooten@orrick.com, casestream@ecf.courtdrive.com
Sarah A Schultz	on behalf of Creditor Ad Hoc Group of SAFE Parties sschultz@akingump.com mlahaie@akingump.com;salberino@akingump.com;txdocketing@akingump.com;bkemp@akingump.com;jgleit@sandw.com
Sean Thomas Wilson	on behalf of Defendant Riot Platforms Inc. KDWBankruptcyDepartment@kelleydrye.com;mvicinanza@ecf.inforuptcy.com
Shane M. Blackmon	shane.m.blackmon@gmail.com
Stephen Wayne Lemmon	on behalf of Defendant Nathan Nichols lemmon@slolp.com mates@slolp.com
Stephen Wayne Lemmon	on behalf of Interested Party Imperium Investments Holdings LLC lemmon@slolp.com, mates@slolp.com
Stephen Wayne Lemmon	on behalf of Defendant Imperium Investment Holdings LLC lemmon@slolp.com mates@slolp.com
Stephen Wayne Lemmon	on behalf of Defendant Cameron Blackmon lemmon@slolp.com mates@slolp.com
Stephen Wayne Lemmon	on behalf of Creditor Nathan Nichols lemmon@slolp.com mates@slolp.com
Stephen Wayne Lemmon	on behalf of Creditor Chase Blackmon lemmon@slolp.com mates@slolp.com
Stephen Wayne Lemmon	on behalf of Defendant Chase Blackmon lemmon@slolp.com mates@slolp.com
Stephen Wayne Lemmon	on behalf of Defendant Imperium Investments Holdings LLC lemmon@slolp.com, mates@slolp.com
Steven C. Lockhart	on behalf of Plaintiff Whinstone US Inc. slockhart@foley.com
Steven C. Lockhart	on behalf of Creditor Whinstone US Inc. slockhart@foley.com
Steven C. Lockhart	on behalf of Defendant Whinstone US Inc. slockhart@foley.com
Thomas G. Haskins	on behalf of Intervenor-Defendant Special Committee of the Board of Directors of Rhodium Enterprises Inc. thaskins@btlaw.com, khgreaven@btlaw.com
US Trustee	USTPRegion07.HU.ECF@USDOJ.GOV
Victoria Nicole Argeroplos	on behalf of Creditor Temple Green Data LLC vargeroplos@jw.com, msalinas@jw.com;kgradney@jw.com;jpupo@jw.com;dtrevino@jw.com

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Vincent Paul Schmeltz, III	on behalf of Debtor Rhodium Ready Ventures LLC tschmeltz@btlaw.com docketinglitin@btlaw.com
Vincent Paul Schmeltz, III	on behalf of Debtor Rhodium Encore Sub LLC tschmeltz@btlaw.com docketinglitin@btlaw.com
Vincent Paul Schmeltz, III	on behalf of Debtor Rhodium Renewables LLC tschmeltz@btlaw.com docketinglitin@btlaw.com
Vincent Paul Schmeltz, III	on behalf of Debtor Rhodium Technologies LLC tschmeltz@btlaw.com docketinglitin@btlaw.com
Vincent Paul Schmeltz, III	on behalf of Debtor Rhodium Shared Services LLC tschmeltz@btlaw.com docketinglitin@btlaw.com
Vincent Paul Schmeltz, III	on behalf of Debtor Rhodium Encore LLC tschmeltz@btlaw.com docketinglitin@btlaw.com
Vincent Paul Schmeltz, III	on behalf of Debtor Rhodium Enterprises Inc. tschmeltz@btlaw.com, docketinglitin@btlaw.com
Vincent Paul Schmeltz, III	on behalf of Spec. Counsel Barnes & Thornburg LLP tschmeltz@btlaw.com docketinglitin@btlaw.com
Vincent Paul Schmeltz, III	on behalf of Debtor Rhodium Industries LLC tschmeltz@btlaw.com docketinglitin@btlaw.com
Vincent Paul Schmeltz, III	on behalf of Debtor Rhodium Renewables Sub LLC tschmeltz@btlaw.com docketinglitin@btlaw.com
Vincent Paul Schmeltz, III	on behalf of Debtor Rhodium JV LLC tschmeltz@btlaw.com docketinglitin@btlaw.com

TOTAL: 251