Docket #0596 Date Filed: 07/29/2026
United States Bankruptcy Court
Southern District of Texas
ENTERED
July 29, 2026
Nathan Ochsner, Clerk

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

In re:	)	Chapter 11
ASCEND ELEMENTS, INC., *et al.*,[1]	)	Case No. 26-90440 (CML)
Debtors.	)	(Jointly Administered)

ORDER (I) APPROVING SETTLEMENT AGREEMENT BETWEEN THE DEBTORS AND THE UNITED STATES OF AMERICA, (II) AUTHORIZING IMPLEMENTATION OF THE SETTLEMENT AGREEMENT, AND (III) GRANTING RELATED RELIEF

Upon the Debtors' Motion for Entry of an *Order (I) Approving Settlement Agreement Between the Debtors and the United States of America, (II) Authorizing Implementation Of the Settlement Agreement, and (III) Granting Related Relief* (the "Motion"); and this Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and this Court having found that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that notice of the Motion was adequate and appropriate under the circumstances; and this Court having reviewed the Motion, the Settlement Agreement, and all pleadings related thereto; and this Court having found that the Settlement Agreement is fair and equitable, represents a sound exercise of the Debtors' business judgment, is in the best interests of the Debtors' estates and creditors, and falls above the lowest point in the range of reasonableness; and this Court having found that the Settlement Agreement is the product of good-faith, arm's-length negotiations; and after due deliberation and sufficient cause appearing therefor,

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Ascend Elements, Inc. (2893) and Ascend Elements US, LLC (8309). The location of the Debtors' service address is: 133 Flanders Road, Westborough, MA 01581.

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1. The Motion is granted. The Settlement Agreement, attached as **Exhibit A** to the Motion, and all transactions contemplated thereby, are approved pursuant to sections 105(a) and 363(b) of the Bankruptcy Code and Bankruptcy Rule 9019.

2. Pursuant to the terms of the Settlement Agreement, the United States of America is authorized to exercise its setoff and recoupment rights to effectuate the payment contemplated by the Settlement Agreement in connection with the closeout audit process under Assistance Agreement DE-MS0000002.

3. To the extent necessary to implement the Settlement Agreement and the transactions contemplated thereby, including any setoff authorized herein, the automatic stay imposed by section 362 of the Bankruptcy Code is modified solely for such purpose and no other purpose.

4. The Debtors and the United States of America are authorized to take all actions necessary and appropriate to effectuate the terms of the Settlement Agreement and this Order.

5. This Order shall be binding on the Debtors' successors, including, but not limited to, any chapter 11 trustee, chapter 7 trustee or trustee appointed pursuant to a chapter 11 plan,

6. This Order shall continue to be effective despite any dismissal or conversion of this bankruptcy case.

7. Nothing in this Order, the Motion, the Titus Declaration or the Settlement Agreement, including any findings or factual statement therein, shall constitute a finding of fact or conclusion of law as to Nooter, or shall be binding upon Nooter, or shall have any preclusive, collateral estoppel, res judicata, law-of-the-case, or judicial-admission effect against Nooter in any forum, including the pending arbitration styled Turner-Kokosing Joint Venture v. Ascend Elements, Inc., AAA Case No. 01-25-0003-3607.

8. The Court has not adjudicated, and makes no determination regarding, whether Nooter submitted, caused to be submitted, or is responsible for any false claim, inflated charge, or improper cost, and that approval of the Settlement Agreement under Bankruptcy Rule 9019 reflects only the Court's assessment of the reasonableness of the Debtors' compromise with the United States and not any view of the merits of any claim or defense between the Debtors and Nooter, and all Nooter's rights, claims, defenses, setoffs, recoupments, liens, and rights of Nooter, and all claims and defenses of the Debtors against Nooter, are fully preserved and unaffected by this Order.

9. Nothing in the Settlement Agreement or this Order shall waive or impair the United States of America's rights of setoff, recoupment or any other rights or defenses it possessed prior to execution of the Settlement Agreement.

10. Notwithstanding Bankruptcy Rules 4001(a)(3), 6004(h), or any other applicable rule, this Order shall be immediately effective and enforceable upon its entry.

11. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and enforcement of this Order and the Settlement Agreement.

Signed: July 29, 2026

Christopher Lopez
United States Bankruptcy Judge