Docket #0018 Date Filed: 8/29/2024

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: ZACHRY HOLDINGS, INC., *et al.*,[1] *Debtors*.	Chapter 11 Case No. 24-90377 (MI) (Jointly Administered)
FLNG LIQUEFACTION, LLC; FLNG LIQUEFACTION 2, LLC; and FLNG LIQUEFACTION 3, LLC, *Plaintiffs,* v. CB&I INC.; ZACHRY INDUSTRIAL, INC.; and CHIYODA INTERNATIONAL CORPORATION, *Defendants.*	Adv. No. _____

MOTION TO REMAND

THIS MOTION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE MOTION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 21 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE MOTION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE MOTION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE MOTION AT THE HEARING.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.

[1] The debtors in these chapter 11 cases (the "Debtors"), along with the last four digits of each Debtor's federal tax identification number, may be obtained on the website of the Debtors' claims and noticing agent at https://veritaglobal.net/zhi. The Debtors' service address in these chapter 11 cases is: P.O. Box 240130, San Antonio, Texas 78224.

TABLE OF CONTENTS

I. PRELIMINARY STATEMENT 3

II. BACKGROUND 3

III. RELIEF REQUESTED 4

IV. ARGUMENTS AND AUTHORITIES 4

A. Mandatory abstention requires remand of this case. 4

i. The claims have no independent basis for federal jurisdiction other than § 1334(b). 5

ii. Plaintiffs' claims are non-core. 6

iii. The case was commenced in state court. 7

iv. The case can be timely adjudicated in state court. 7

B. Alternatively, permissive abstention or equitable remand is warranted. 8

C. Permissive abstention is appropriate. 10

D. Factors supporting equitable remand 13

V. Conclusion 14

FLNG Liquefaction, LLC, FLNG Liquefaction 2, LLC, and FLNG Liquefaction 3, LLC (collectively, "FLNG" or the "Plaintiffs") file this Motion to Remand and respectfully state as follows:

I. PRELIMINARY STATEMENT

1. This case is subject to mandatory abstention because the claims have no independent basis for federal jurisdiction other than 28 U.S.C. 1334(b), the claims are non-core, the Plaintiffs commenced this case in state court, and the lawsuit can be timely adjudicated in state court.

2. Alternatively, if the Court determines that mandatory abstention does not apply, this is a textbook case for the exercise of permissive abstention or equitable remand to the state court forum in which Plaintiffs filed their lawsuit. The case involves non-core state law causes of action, and the only basis for federal jurisdiction is the tenuous "related to" hook created when Zachry Industrial Inc. ("Zachry") and affiliated entities filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code.

II. BACKGROUND

3. On April 23, 2024, FLNG filed the initial action in the 133rd Judicial District Court of Harris County, Texas (the "State Court"), asserting state law breach of contract claims against Zachry, CB&I, Inc., and Chiyoda International Corporation (together with Zachry and CB&I, Inc., the "Defendants") after discovering significant defects in the performance of Defendants' work on a natural gas liquefaction and liquified natural gas export facility, resulting in substantial costs, the shut-down of operations, and other damages. Docket No. 1, ex. B, ¶ 1.

4. On May 21, 2024, Zachry Industrial Inc. ("Zachry") and affiliated entities filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code in the United

States Bankruptcy Court for the Southern District of Texas, jointly administered under Case No. 24-90377.

5. On July 31, 2024, Zachry removed the above-captioned case from the State Court pursuant to 28 U.S.C. 1452(a). *See* Docket No. 1. The sole basis for jurisdiction alleged in the Notice of Removal is 28 U.S.C. § 1334(b). *Id*. at ¶ 4. As further explained by Zachry, the instant action falls under the court's "related to" jurisdiction. *Id*. at ¶ 5.

III. RELIEF REQUESTED

6. Pursuant to 28 U.S.C. § 1334(c)(2), Plaintiffs request that the Court (i) abstain from hearing this case based on mandatory abstention and (ii) remand the case to State Court. Alternatively, if the Court determines that mandatory abstention does not apply here, pursuant to 28 U.S.C. § 1334(c)(1) and 28 U.S.C. § 1452(b),[2] Plaintiffs request that the Court exercise permissive abstention and equitable remand to send this case back to the State Court, which is the appropriate forum given the facts presented.

IV. ARGUMENTS AND AUTHORITIES

A. Mandatory abstention requires remand of this case.

7. Under 28 U.S.C. § 1334(c)(2), the Court must abstain from hearing a case that meets the following criteria:

> Upon timely motion of a party in a proceeding ***based upon a State law claim or State law cause of action***, related to a case under title 11 but not arising under title 11 or arising in a case under title 11, with respect to which an action ***could not have been commenced in a court of the United States*** absent jurisdiction under this section, ***the district court shall abstain*** from hearing such proceeding if an action is commenced, and ***can be timely adjudicated, in a State forum*** of appropriate jurisdiction.

[2] In either event, while the grant of a motion to remand is not appealable, denial of a motion to remand is reviewed de novo. 28 U.S.C. § 1447(d); *Energy Mgmt. Servs., LLC v. City of Alexandria*, 739 F.3d 255, 257 (5th Cir. 2014) (citing *Roland v. Green*, 675 F.3d 503, 511 (5th Cir. 2012)).

Id. (emphasis added).

8. The Fifth Circuit has parsed the analysis of § 1334(c)(2) into a four part test, providing that mandatory abstention applies where "(1) [t]he claim has no independent basis for federal jurisdiction, other than § 1334(b); (2) the claim is a non-core proceeding, i.e., it is related or in a case under title 11; (3) an action has been commenced in state court; and (4) the action could be adjudicated timely in state court." *Edge Petroleum Operating Co., Inc. v. GPR Holdings, L.L.C.*, 483 F.3d 292, 300 (5th Cir. 2007) (quoting *Schuster v. Mims (In re Rupp & Bowman Co.)*, 109 F.3d 237, 239 (5th Cir. 1997)); *see also Atenncio v. Attencio (In re Petroleum Prods. & Servs., Inc)*, 556 B.R. 296, 300 (Bankr. S.D. Tex. 2016) (citing *Mugica v. Helena Chem. Co. (In re Mugica)*, 362 B.R. 782, 792 (Bankr. S.D. Tex. 2007)). "Any doubts concerning removal must be resolved against removal and in favor of remanding the case back to state court." *In re Kevco*, 309 B.R. 458, 462 (Bankr. N.D. Tex. 2004) (internal quotations and citations omitted), aff'd, 2003 WL 23784080 (N.D. Tex. 2003), *aff'd*, 113 Fed. Appx. 29 (5th Cir. 2004), *cert denied*, 544 U.S. 948 (2005).

9. This case is subject to mandatory abstention because the claims satisfy each requirement under 28 U.S.C. § 1334(c)(2). Accordingly, the case should be remanded. *See Cedar Park Healthcare, LLC v. Harden Healthcare, LLC (In re Senior Care Centers, LLC)*, 611 B.R. 791, 799-800 (Bankr. N.D. Tex. 2019) (court must remand where mandatory abstention applies).

i. The claims have no independent basis for federal jurisdiction other than § 1334(b).

10. Under 28 U.S.C. § 1334(b), "the district court shall have original but not exclusive jurisdiction of all civil proceedings arising under title 11, or arising in or related to cases under title 11." The claims here have no independent basis for jurisdiction other than 28 U.S.C. § 1334(b).

This case presents no federal question and diversity jurisdiction is not available.[3] Further, the claim asserted in the underlying matter is for breach of contract, a state-law cause of action. "Arising under" jurisdiction involves causes of action created or determined by a statutory provision of the Bankruptcy Code. *Legal Xtranet, Inc. v. AT&T Mgmt. Servs., L.P. (In re Legal Xtranet, Inc)*, 453 B.R. 699 (Bankr. W.D. Tex. 2011). "Arising in" jurisdiction is not based on rights created under Title 11, but is based on claims that have no existence outside of bankruptcy. *Broyles v. U.S. Gypsum Co.*, 266 B.R. 778, 783 (Bankr. E.D. Tex. 2001). The claims here are not created or determined by the Bankruptcy Code and they exist outside of bankruptcy. Therefore, 28 U.S.C. § 1334(b) provides the only basis for removal because the claims neither arise under nor arise in Title 11, but are simply "related to" Zachry's bankruptcy case. Zachry does not contest this, and in fact concedes that this case falls under the Court's "related to" jurisdiction. *See* Docket No. 1., ¶5.

ii. Plaintiffs' claims are non-core.

11. This case does not present core matters under 28 U.S.C. § 157(b). "Civil proceedings that arise under title 11 or arise in a case under title 11 are deemed "core" matters while civil proceedings that are related to a case under title 11 are deemed "non-core" matters." *In re Legal Xtranet, Inc*, 453 B.R. at 704 (citation omitted); *see also Morrison v. Western Builders of Amarillo, Inc., (In re Morrison)*, 553 F.3d 473 (5th Cir. 2009) (quoting *Wood v. Wood (In re Wood)*, 825 F.2d 90, 97 (5th Cir.1987)) ("Core" proceedings are those that "invoke[ ] a substantive right provided by title 11" or "could arise only in the context of a bankruptcy case."); *Edge Petroleum*, 483 F.3d at 300 (5th Cir. 2007) (proceedings that are related to a case under title 11 are non-core).

[3] Diversity jurisdiction requires complete diversity, which "requires that no plaintiff be a citizen of the same state as any defendant." *Coffman v. Dole Fresh Fruit Co.*, 927 F.Supp.2d 427, 431 (E.D. Tex. 2013) (collecting cases). Because the Plaintiffs and Zachry are both Delaware entities, there is not complete diversity. Docket No. 1, ¶¶ 4-6, 8.

iii. The case was commenced in state court.

12. "Section 1334(c)(2) requires that a state court action be commenced prior to the bankruptcy proceedings." *Houston Baseball Partners LLC v. Comcast Corp. (In re Houston Regional Sports Network, L.P.)*, 514 B.R. 211, 214 (Bankr. S.D. Tex. 2014) (citing *Special Value Continuation Partners, L.P. v. Jones*, No. 11–3304, 2011 WL 5593058, at *2 (Bankr. S.D. Tex. 2011)). This case commenced on April 23, 2024, when Plaintiffs filed suit in the Texas State Court.[4] Zachry and its affiliated debtors did not file for bankruptcy relief until nearly one month later, on May 21, 2024.

iv. The case can be timely adjudicated in state court.

13. To establish that the case can be timely adjudicated in state court, the movant need not show that the case can be adjudicated more quickly in state court; rather, the movant must merely establish that it can simply be adjudicated timely in state court. *In re Mugica, 362 B.R. at 793; J.T. Thorpe v. Am. Motorists*, No. H-02-4598, 2003 WL 23323005, at *3 (S.D. Tex. 2003).

14. This case can be timely adjudicated in the State Court. The State Court is well-equipped to handle claims predicated entirely on state law and is not congested to an extent that would delay adjudication of the case. Moreover, because the agreements giving rise to FLNG's claims contain jury waiver provisions, the local rules of the Civil Trial Division of the District Courts of Harris County require that as far as reasonably possible, the case be brought to trial or final disposition within twelve months. Harris County Civ. Trial Div. L.R. 1(b). *See In re Houston Regional Sports Network, L.P.,* 514 B.R. at 214 (finding that removed action could be timely adjudicated in state court, as local rules in Harris County District Court presumed that trial would

[4] A state law claim originally brought in state court is deemed to have commenced in state court, even if it is later removed to federal court. *Massey Energy Co. v. West Virginia Consumers for Justice*, 351 B.R. 348, 352-53 (Bankr. E.D. Va. 2006).

be completed within eighteen months of filing); *see also WRT Creditors Liquidation Trust*, 75 F.Supp.2d at 606 (finding that movant's evidence that state trial docket was not congested and that trial would likely occur within the next year sufficient to establish timely adjudication where non-movant had failed to provide any evidence negating the likelihood of a timely adjudication in state court).

15. As discussed above, Plaintiffs' case satisfies each element required for mandatory abstention. There is no independent basis for jurisdiction over the state law claims except under § 1334(b), the claims are non-core, the action was initially commenced in State Court, and the action can be adjudicated timely in State Court. Therefore, this Court "shall abstain" from hearing Plaintiffs' claims and should remand the case to the State Court.

B. Alternatively, permissive abstention or equitable remand is warranted.

16. If the Court determines that mandatory abstention is not appropriate, the Court should decline to exercise jurisdiction based on permissive abstention or, in the alternative, equitable remand. 28 U.S.C. § 1334(c)(1); 28 U.S.C. § 1452(b). "A motion for remand pursuant to § 1452 or [permissive] abstention under § 1334(c)(1) are similar in nature, as both are rooted in equity and courts have discretion to rule." *In re OGA Charters, LLC*, 569 B.R. 105, 122 (S.D. Tex. 2017).

17. In deciding whether to apply permissive abstention or equitable remand, courts typically follow a non-exclusive list of factors, including:

1) the effect or lack thereof on the efficient administration of the estate if the court decides to remand or abstain;
2) the extent to which state law issues predominate over bankruptcy issues;
3) the difficult or unsettled nature of applicable law;
4) the presence of a related proceeding commenced in state court or other nonbankruptcy proceeding;
5) the jurisdictional basis, if any, other than § 1334;

6) the degree of relatedness or remoteness of the proceeding to the main bankruptcy case;
7) the substance rather than the form of an asserted core proceeding;
8) the feasibility of severing state law claims from core bankruptcy matters to allow judgments to be entered in state court with enforcement left to the bankruptcy court;
9) the burden on the court's docket;
10) the likelihood that the commencement of the proceeding in the bankruptcy court involves forum shopping by one of the parties;
11) the existence of a right to a jury trial;
12) the presence in the proceeding of non-debtor parties;
13) comity; and
14) the possibility of prejudice to other parties in the action.

TXSM Real Estate Investments, Inc. v. Senior Care Centers, LLC (In re Senior Care Centers, LLC), 622 B.R. 680 (Bankr. N.D. Tex. 2020); *In re OGA Charters, LLC*, 569 B.R. at 122, aff'd sub nom.; *In re OGA Charters, LLC*, 901 F.3d 599 (5th Cir. 2018) (citing *In re Ramirez*, 413 B.R. 621, 631-32 (Bankr. S.D. Tex. 2009) (quoting *J.D. Thorpe Co.*, 2003 WL 23323005, at *6).

18. Section 1334(c) is similar to section 1452(b), "as both favor comity and the resolution of state law questions by state courts." *In re Montalvo*, 559 B.R. 825, 836-37 (Bankr. S.D. Tex. 2016); *J.D. Thorpe Co.*, 2003 WL 23323005, at *1, *6; see also *Ramirez*, 413 B.R. at 632. "Because the two are similar in purpose, factors which weigh in favor of [permissive] abstention . . . under § 1334(c) will also weigh in favor of equitable remand under § 1452(b)." *Id*.

19. In addition to permissive abstention factors, courts also consider the following factors when dealing whether equitable remand is appropriate:

1) forum non conveniens;
2) whether the civil action has been bifurcated during removal, which favors a trial of the entire action in state court;
3) whether the state court has greater ability to respond to questions of state law;
4) the particular court's expertise;
5) the inefficiencies of proceedings in two forums;
6) prejudice to the involuntarily removed party;
7) comity; and
8) possibility of an inconsistent result.

Ramirez, 413 B.R. at 633.

C. Permissive abstention is appropriate.

20. In reviewing the list of 14 factors to determine whether to apply permissive abstention or equitable remand, factors 1, 2, 3, 5, 7, 9, and 13 weigh in favor of equitable remand. Factor 6 leans in favor of abstention or equitable remand but is at worst neutral. Factors 4, 8, 10, 11, 12, and 14 weigh neither for nor against abstention or equitable remand.

21. **Factor 1: The effect on administration of the estate.** While this case involves claims against a debtor entity which will ultimately be administered through the claims allowance process in bankruptcy, the State Court is well positioned to promptly adjudicate this matter. Balancing these considerations, this factor supports abstention. *See Lain v. Watt (In re Dune Energy, Inc.)*, 575 B.R. 716, 732 (Bankr. W.D. Tex. 2017) (in considering effect of abstention on efficient administration of the estate, state court's ability to promptly adjudicate case supported remand).

22. **Factor 2: The extent to which state law issues predominate over bankruptcy issues.** This case presents no federal causes of action. Consequently, state law issues clearly predominate. Plaintiffs assert a state law breach of contract claim against Zachry. There are no issues of bankruptcy law or other federal law that will determine the outcome of the litigation. This factor thus weighs in favor of abstention or remand. *IO AT Tech Ridge LP v. Hartford Fire Ins. Co. (In re IO AT Tech Ridge LP)*, 17-11540-TMD, 2018 WL 2431640 at *4 (Bankr. W.D. Tex. 2018) (proceedings based entirely on state law causes of action weigh in favor of remand); *In re Houston Regional Sports Network, L.P.* 514 B.R. at 214 (remand and abstention supported where all claims at issue are state law claims).

23. **Factor 3: The difficult or unsettled nature of applicable law.** The breach of contract claim at issue is something the State Court "can easily adjudicate—and should adjudicate." *McClenon v. Statebridge Co., LLC (In re McClenon)*, No. 18-03349, 2019 WL 451241, at *3 (Bankr. S.D. Tex. 2019) (state court should adjudicate garden variety state law claims); *McVey v. Johnson (In re SBMC Healthcare, LLC)*, 519 B.R. 172, 190 (Bankr. S.D. Tex. 2014) (same).

24. **Factor 4: Presence of a related proceeding commenced in state court.** Because there is no related proceeding, this factor is inapplicable. *In re McClenon*, 2019 WL 451241, at *3; *ECN Capital (Aviation) Corp. v. Airbus Helicopters SAS (In re CHC Grp. Ltd.)*, No. 15-31854-BJH, 2017 WL 1380514, at *21 (Bankr. N.D. Tex. 2017) ("There is no related proceeding pending in another forum, making this factor inapplicable.").

25. **Factor 5: Jurisdictional basis, if any, other than 28 U.S.C. §1334.** The only basis for jurisdiction over the removed case is § 1334(b). This case is merely "related to" Zachry's bankruptcy, and there is no other basis for federal subject matter jurisdiction. This circumstance weighs in favor of abstention or remand. *In re IO AT Tech Ridge LP*, 2018 WL 2431640 at *5 (abstention or remand is supported where the only basis for jurisdiction is § 1334)

26. **Factor 6: Degree of relatedness or remoteness of the proceeding to the main bankruptcy case.** While this case involves claims against a debtor entity, the events giving rise to the claim occurred entirely prior to bankruptcy, and the case involves exclusively non-bankruptcy issues. Accordingly, this factor favors abstention and remand, or at worst, is neutral. *In re SBMC Healthcare, LLC*, 519 B.R. at 191.

27. **Factor 7: Substance rather than form of the core proceeding.** Where a proceeding is non-core, abstention and remand are supported. *In re McClenon*, 2019 WL 451241,

at *3 (citing *In re Houston Reg'l Sports Network, L.P.*, 514 B.R. at 216; *In re Dune Energy, Inc.*, 575 B.R. at 732. As discussed above, this case is a non-core proceeding, so this factor supports abstention and remand.

28. **Factor 8: The feasibility of severing state law claims from core bankruptcy matters to allow judgments to be entered in state court with enforcement left to the bankruptcy court.** This factor is inapplicable, as none of the claims are core proceedings. *In re McClenon*, 2019 WL 451241, at *3 (severability factor inapplicable where none of the claims were core proceedings).

29. **Factor 9: The burden on the court's docket.** The Bankruptcy Court for the Southern District of Texas has among the heaviest commercial caseloads in the country. These cases involve immense volumes of filings requiring countless hours of intensive review and regularly culminate in the reorganization and liquidation of entities with hundreds of millions to billions of dollars in assets and debt. The ability of the Court to timely adjudicate these matters affects not only those entities, but the people who rely on them for their livelihoods. And that is all before considering the substantial consumer caseload before the court, where the vast majority of individuals require a fresh start. Adjudication of a state law case that could be efficiently handled in state court would unnecessarily burden the court's docket, supporting abstention and remand. And it is a burden for the court "to adjudicate solely state law claims[.]" *Id*.

30. **Factor 10: The likelihood that commencement of the proceeding in bankruptcy court involves forum shopping by one of the parties.** This factor is inapplicable because the case was commenced in state court. *In re Dune Energy, Inc.*, 575 B.R. at 734 ("Forum shopping in the context of permissive abstention is not usually based on where the bankruptcy case was filed; it is based on where the civil proceeding (suit) was filed.").

31. **Factor 11: The existence of a right to a jury trial.** The parties have contractually waived the right to a jury trial, as a result, the parties would not be entitled to a jury trial in either state or federal court. Thus, this factor is neutral.

32. **Factor 12: The presence in the proceeding of non-debtor parties.** While all but one of the parties in this case are non-debtors, the same claims are asserted against Zachry, CB&I Inc., and Chiyoda International Corp. Because it is possible that the other defendants may have indemnification claims against Zachry, on balance, this factor is neutral.

33. **Factor 13: Comity.** This case was commenced in state court and is based on garden variety state law claims, supporting abstention and remand. *See In re McClenon*, 2019 WL 451241, at *4 (case predicated on garden variety state law claims weighed in favor of abstention under comity factor); *In re Dune Energy, Inc.*, 575 B.R. at 733 (considering deference to state court of state law issues in connection with comity factor); *see also In re SBMC Healthcare, LLC*, 519 B.R. at 192 (commencement of case in state court supported abstention under comity factor);

34. **Factor 14: The possibility of prejudice to other parties in the action.** There is nothing to support any prejudice to any party, so this factor is irrelevant. *See In re McClenon*, 2019 WL 451241, at *4 (absent evidence of prejudice to a party, factor looking to possibility of prejudice is irrelevant in assessing abstention).

D. Factors supporting equitable remand

35. The above-described factors support both permissive abstention and equitable remand. For the same reasons discussed above, FLNG also requests equitable remand under 28 U.S.C. §1452(b).

V. Conclusion

36. The removed case involves only non-core claims that do not have a basis for federal jurisdiction other than § 1334(b). The state court action was commenced before the filing of bankruptcy or removal and the action can be timely adjudicated in state court. As such, this Court "shall abstain" from hearing this proceeding. In the alternative, the Court should exercise its broad power to permissively abstain from hearing this action and remand it to state court pursuant to § 1334(c)(1) and § 1452(b).

37. Based on all the factors discussed above, this Court should abstain from exercising jurisdiction or alternatively, equitably remand the case to state court.

Date: August 29, 2024

Respectfully Submitted,

KING & SPALDING, LLP

/s/ Mike Stenglein

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CERTIFICATE OF SERVICE

I certify that on August 29, 2024, I caused a true and correct copy of the foregoing document to be served by (i) the Court's ECF service on all parties registered to receive notice in this case, and (ii) first class mail and email on the following:

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/s/ Christopher Taylor
Christopher Taylor

CERTIFICATE OF CONFERENCE

I certify that on August 28 and 29, 2024, I conferred with counsel for Zachry Industrial Inc., CB&I, Inc., and Chiyoda International Corporation regarding the relief requested herein. Counsel for Zachry Industrial Inc. and Chiyoda International Corporation indicated that they oppose the requested relief. Counsel for CB&I, Inc. indicated that it is unopposed.

/s/ Christopher Taylor
Christopher Taylor

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: ZACHRY HOLDINGS, INC., *et al.*,[5] *Debtors*.	Chapter 11 Case No. 24-90377 (MI) (Jointly Administered)
FLNG LIQUEFACTION, LLC; FLNG LIQUEFACTION 2, LLC; and FLNG LIQUEFACTION 3, LLC, *Plaintiffs,* v. CB&I INC.; ZACHRY INDUSTRIAL, INC.; and CHIYODA INTERNATIONAL CORPORATION, *Defendants.*	Adv. No. _____

[PROPOSED] ORDER REMANDING CASE

Came before the Court the Motion to Remand (the "Motion") filed by Plaintiffs FLNG Liquefaction, LLC, FLNG Liquefaction 2, LLC, and FLNG Liquefaction 3, LLC, seeking remand of the above-captioned case to the 133rd Judicial District Court for Harris County, Texas. The Court, having reviewed the Motion and all related responses, replies, applicable authorities, and related documents, if any, and having found and determined that the legal and factual bases set

[5] The debtors in these chapter 11 cases (the "Debtors"), along with the last four digits of each Debtor's federal tax identification number, may be obtained on the website of the Debtors' claims and noticing agent at https://veritaglobal.net/zhi. The Debtors' service address in these chapter 11 cases is: P.O. Box 240130, San Antonio, Texas 78224.

forth in the Motion establish just cause for the relief grated herein, it is HEREBY ORDERED THAT:

1. The Motion is GRANTED.

2. The above-captioned adversary proceeding is remanded to the 133rd Judicial District Court for Harris County, Texas.

3. The Court retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Signed this ____ day of _____, 2024.

Marvin Isgur
United States Bankruptcy Judge