

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re

Venoco, LLC, *et al.*,

Debtors.¹

Chapter 11

Case No. 17-10828 (KG)

(Jointly Administered)

NOTICE OF **THIRD AMENDED**² AGENDA OF MATTERS SCHEDULED FOR
HEARING ON OCTOBER 24, 2017 AT 9:30 A.M.³ (EASTERN TIME)⁴

THE HEARING TIME HAS CHANGED FROM 11:00 A.M. (ET) TO 9:30 A.M. (ET)

ADJOURNED/WITHDRAWN MATTERS

1. Debtors' Motion For Entry Of A Final Order (I) Authorizing The Debtors To (A) Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 9, Filed 4/17/17).

Objection Deadline: April 28, 2017 at 12:00 a.m. (ET).

Responses Received:

- a) Objection Of Aspen American Insurance Company To Debtors' Motion For Entry Of An Interim And Final Order (I) Authorizing The Debtors To (A) Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 78, Filed 4/28/17);

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Venoco, LLC (3555); TexCal Energy (LP) LLC (0806); Whittier Pipeline Corporation (1560); TexCal Energy (GP) LLC (0808); Ellwood Pipeline, Inc. (5631); and TexCal Energy South Texas, L.P. (0812). The Debtors' main corporate and mailing address for purposes of these chapter 11 cases is: Venoco, LLC, 370 17th Street, Suite 3900, Denver, CO 80202-1370.

² **Amended items appear in bold.**

³ The hearing time has been changed from 11:00 a.m. (ET) to 9:30 a.m. (ET) per the Court.

⁴ The hearing will be held at the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 6th Floor, Courtroom 3, Wilmington, Delaware 19801.

- b) Declaration Of Robert K. Grennan In Support Of The Objection Of Aspen American Insurance Company To Debtors' Motion For Entry Of An Interim And Final Order (I) Authorizing The Debtors To (A) Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 79, Filed 4/28/17);
- c) Declaration Of Scott A. Zuber, Esq. In Support Of The Objection Of Aspen American Insurance Company To Debtors' Motion For Entry Of An Interim And Final Order (I) Authorizing The Debtors To (A) Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 80, Filed 4/28/17);
- d) Joinder Of U.S. Specialty Insurance Company And Its Affiliates To Aspen American Insurance Company And Aspen Specialty Insurance Company's Objection To Debtors' Motion For Entry Of An Interim And Final Order (I) Authorizing The Debtors To (A) Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 83, Filed 4/28/17); and
- e) Supplement To The Objection Of Aspen American Insurance Company And Aspen Specialty Insurance Company's Objection To Debtors' Motion For Entry Of An Interim And Final Order (I) Authorizing The Debtors To (A) Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 110, Filed 5/16/17).

Related Pleadings:

- a) Final Order (I) Authorizing The Debtors To Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 43, Entered 4/18/17).

Status: This matter has been adjourned to the hearing on December 4, 2017 at 2:00 p.m. (ET).

- 2. Debtors' Motion For Entry Of An Order (I) Establishing Bidding And Sale Procedures For The Sale Of Certain Of The Debtors' Assets, (II) Approving The Sale Of Such Assets And (III) Granting Related Relief (D.I. 93, Filed 5/4/17).

Objection Deadline: September 27, 2017 at 5:00 p.m. (ET).

Responses Received:

- a) Informal comments from the U.S. Trustee;
- b) Informal comments from Southern California Gas Company;
- c) Informal comments from James B. Lynn;
- d) Informal comments from the County of Santa Barbara;
- e) Informal comments from the City of Carpinteria;
- f) Informal comments from Union Pacific;
- g) Informal comments from Aspen American Insurance Company and Aspen Specialty Insurance Company;
- h) Informal comments from U.S. Specialty Insurance Company;
- i) Informal comments from the U.S. Department of Interior;
- j) Informal comments from Chevron U.S.A.;
- k) Informal comments from DCOR, LLC;
- l) Limited Objection Of Chevron U.S.A. Inc. And Chevron Pipe Line Company To Schedule Of Cure Amounts For Potential Assumption And Assignment Of Executory Contracts (D.I. 316, Filed 6/28/17);
- m) County Of Santa Barbara's Limited Objection To Debtors' Notice Of Assumption And Cure Amount (D.I. 317, Filed 6/28/17);
- n) County Of Santa Barbara's Notice Of Outstanding Bond And Insurance Requirements (D.I. 319, Filed 6/28/17);
- o) The United States Of America's (I) Rights Notice And (II) Limited Objection To The (1) Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts And (2) First Supplemental Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts (D.I. 325 Filed 6/30/17);
- p) Supplement To County Of Santa Barbara's Limited Objection To Debtors' Notice Of Assumption And Cure Amount (D.I. 327, Filed 6/30/17); and

- q) Objection Of City Of Carpinteria To Cure Amounts Set Forth In First Supplemental Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts (D.I. 329, Filed 6/30/17).

Related Pleadings:

- a) Order (I) Approving Bidding And Sale Procedures For The Sale Of Certain Of The Debtors' Assets, (II) Approving The Sale Of Such Assets, (III) Approving The Form And Manner Of Notice Of The Related Assumption And Assignment Of Executory Contracts And Unexpired Leases And (IV) Scheduling An Auction And Sale Hearing (D.I. 201, Entered 5/25/17);
- b) Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts (D.I. 274, Filed 6/16/17);
- c) Affidavit Of Publication (D.I. 276, Filed 6/16/17);
- d) First Supplemental Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts (D.I. 281, Filed 6/19/17);
- e) Second Supplemental Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts (D.I. 358, Filed 7/10/17);
- f) Third Supplemental Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts (D.I. 362, Filed 7/12/17);
- g) Order Authorizing The Debtors' Sale Of Certain Assets Free And Clear Of All Liens, Claims, Encumbrances, And Other Interests To Oak Glen Oil, LLC (D.I. 392, Entered 7/25/17)
- h) Order Authorizing The Debtors' Sale Of Certain Assets Free And Clear Of All Liens, Claims, Encumbrances, And Other Interests To Denbury Onshore, LLC (D.I. 393, Entered 7/25/17);
- i) Order Authorizing The Debtors' Sale Of Certain Assets Free And Clear Of All Liens, Claims, Encumbrances, And Other Interests To Sunset Exploration Incorporated (D.I. 394, Entered 7/25/17);
- j) Order Authorizing The Debtors' Sale Of Certain Assets Free And Clear Of All Liens, Claims, Encumbrances, And Other Interests To Trio Petroleum LLC (D.I. 395, Entered 7/25/17);

- k) Notice Of Sale Hearing And Designation Of Successful Bid For Lots 1, 2 And 6 (D.I. 467, Filed 9/1/17);
- l) Fourth Supplemental Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts (D.I. 468, Filed 9/1/17);
- m) Notice Of Withdrawal Of Sale Of Lot 1 And Adjournment Of Sale Hearing For Lots 2 And 6 (D.I. 476, Filed 9/13/17); and
- n) Notice Of (I) Termination Of Asset Purchase Agreement And (II) Withdrawal Of Sale Of Lots 2 And 6 To Black Raven Resources, Inc. (D.I. 487, Filed 9/22/17).

Status: Pursuant to item 2.n., the sale to Black Raven Resources, Inc. has been terminated and this matter has been withdrawn.

MATTERS GOING FORWARD

- 3. Motion Of Aspen American Insurance Company & Aspen Specialty Insurance Company For An Order Granting Aspen: (I) Leave To Exercise Its Right Of Recoupment, Or, To The Extent Necessary, Relief From The Automatic Stay, For “Cause”, Pursuant To 11 U.S.C. § 362(d) To Set Off Mutual Pre-Petition Obligations; (II) Adequate Protection As To Certain Surety Bonds, Pursuant To 11 U.S.C. §§ 361, 364(c) Or 364(d), Or, Alternatively, (A) Relief From The Automatic Stay, For “Cause”, Pursuant To 11 U.S.C. § 362(d) To Cancel Certain Surety Bonds And (B) Requiring The Debtors To Replace Certain Surety Bonds; (III) Waiving The Stay Of Fed. R. Bankr. P. 4001(a)(3); And (IV) Such Other Or Further Relief As May Be Appropriate (D.I. 266, Filed 6/14/17).

Objection Deadline: July 5, 2017 at 4:00 p.m. (ET). Extended to November 22, 2017 for the Debtors, the U.S. Department of the Interior, Chevron Pipe Line Company, and Chevron U.S.A., Inc.

Responses Received:

- a) County Of Santa Barbara’s Limited Objection To Aspen American Insurance Company & Aspen Specialty Insurance Company’s Motion For An Order Granting Aspen: (I) Leave To Exercise Its Right Of Recoupment, Or, To The Extent Necessary, Relief From The Automatic Stay, For “Cause”, Pursuant To 11 U.S.C. § 362(d) To Set Off Mutual Pre-Petition Obligations; (II) Adequate Protection As To Certain Surety Bonds, Pursuant To 11 U.S.C. §§ 361, 364(c) Or 364(d), Or, Alternatively, (A) Relief From The Automatic Stay, For “Cause”, Pursuant To 11 U.S.C. § 362(d) To Cancel Certain Surety Bonds And (B) Requiring The Debtors To Replace Certain Surety Bonds; (III) Waiving The Stay Of Fed. R. Bankr. P. 4001(a)(3); And (IV) Such Other Or Further Relief As May Be Appropriate (D.I. 318, Filed 6/28/17);

- b) Joinder Of U.S. Specialty Insurance Company And Its Affiliates To Motion Of Aspen American Insurance Company & Aspen Specialty Insurance Company For An Order Granting Aspen: (I) Leave To Exercise Its Right Of Recoupment, Or, To The Extent Necessary, Relief From The Automatic Stay, For “Cause”, Pursuant To 11 U.S.C. § 362(d) To Set Off Mutual Pre-Petition Obligations; (II) Adequate Protection As To Certain Surety Bonds, Pursuant To 11 U.S.C. §§ 361, 364(c) Or 364(d), Or, Alternatively, (A) Relief From The Automatic Stay, For “Cause”, Pursuant To 11 U.S.C. § 362(d) To Cancel Certain Surety Bonds And (B) Requiring The Debtors To Replace Certain Surety Bonds; (III) Waiving The Stay Of Fed. R. Bankr. P. 4001(a)(3); And (IV) Such Other Or Further Relief As May Be Appropriate (D.I. 333, Filed 7/5/17);
- c) Exxon Mobil Corporation’s Limited Objection To Motion Of Aspen American Insurance Company & Aspen Specialty Insurance Company For An Order Granting Aspen: (I) Leave To Exercise Its Right Of Recoupment, Or, To The Extent Necessary, Relief From The Automatic Stay, For “Cause”, Pursuant To 11 U.S.C. § 362(d) To Set Off Mutual Pre-Petition Obligations; (II) Adequate Protection As To Certain Surety Bonds, Pursuant To 11 U.S.C. §§ 361, 364(c) Or 364(d), Or, Alternatively, (A) Relief From The Automatic Stay, For “Cause”, Pursuant To 11 U.S.C. § 362(d) To Cancel Certain Surety Bonds And (B) Requiring The Debtors To Replace Certain Surety Bonds; (III) Waiving The Stay Of Fed. R. Bankr. P. 4001(a)(3); And (IV) Such Other Or Further Relief As May Be Appropriate (D.I. 334, Filed 7/5/17); and
- d) California State Lands Commission’s Limited Objection To Motion Of Aspen American Insurance Company & Aspen Specialty Insurance Company For An Order Granting Aspen: (I) Leave To Exercise Its Right Of Recoupment, Or, To The Extent Necessary, Relief From The Automatic Stay, For “Cause”, Pursuant To 11 U.S.C. § 362(D) To Set Off Mutual Pre-Petition Obligations; (II) Adequate Protection As To Certain Surety Bonds, Pursuant To 11 U.S.C. §§ 361, 364(C) Or 364 (D), Or, Alternatively, (A) Relief From The Automatic Stay, For “Cause”, Pursuant To 11 U.S.C. § 362(D) To Cancel Certain Surety Bonds And (B) Requiring The Debtors To Replace Certain Surety Bonds; (III) Waiving The Stay Of Fed. R. Bankr. P. 4001(A)(3); And (IV) Such Other Or Further Relief As May Be Appropriate; And Declaration Of Seth Blackmon (D.I. 429, Filed 8/14/17).

Related Pleadings: None.

Status: This matter has been adjourned to the hearing on December 4, 2017 at 2:00 p.m. (ET).

4. Debtors' Motion For Entry Of An Order (A) Authorizing, But Not Directing, The Debtors To Take Actions Necessary To (I) Reject The SCU Leases And (II) Abandon The SCU Properties, And (B) Granting Related Relief (D.I. 495, Filed 9/26/17).

Objection Deadline: October 6, 2017 at 4:00 p.m. (ET).

Responses Received:

- a) County Of Santa Barbara's Response To Debtors' Motion For Entry Of An Order (A) Authorizing, But Not Directing, The Debtors To Take Actions Necessary To (I) Reject The SCU Leases And (II) Abandon The SCU Properties, And (B) Granting Related Relief (D.I. 516, Filed 10/6/17);
- b) The United States Of America's Limited Objection To (1) The Debtors' Motion For Entry Of An Order (A) Authorizing, But Not Directing, The Debtors To Take Actions Necessary To (I) Reject The SCU Leases And (II) Abandon The SCU Properties, And (B) Granting Related Relief; And (2) Debtors' Second Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, and (II) Granting Certain Related Relief (D.I. 530, Filed 10/17/17);
- c) Joinder By Aspen American Insurance Company And Aspen Specialty Insurance Company In The County Of Santa Barbara's Response To Debtors' Motion For Entry Of An Order (A) Authorizing, But Not Directing, The Debtors To Take Actions Necessary To (I) Reject The SCU Leases And (II) Abandon The SCU Properties, And (B) Granting Related Relief (D.I. 532, Filed 10/17/17); and
- d) U.S. Specialty Insurance Company's Limited Objections To Debtors' Motion For Entry Of An Order (A) Authorizing, But Not Directing, The Debtors To Take Actions Necessary To (I) Reject The SCU Leases And (II) Abandon The SCU Properties, And (B) Granting Related Relief (D.I. 495); Second Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 509); And Response To County Of Santa Barbara Motion's To Require Debtors To Properly De-Inventory And Abandon New Line 96 (D.I. 506) (D.I. 535, Filed 10/17/17).

Related Pleadings:

- a) Order Pursuant To Section 102(1) And 105 Of The Bankruptcy Code Shortening Notice Regarding Debtors' Motion For Entry Of An Order (A) Authorizing, But Not Directing, The Debtors To Take Actions Necessary To (I) Reject The SCU Leases And (II) Abandon The SCU Properties, And (B) Granting Related Relief (D.I. 498, Entered 9/27/17);

- b) Notice Of Debtors' Motion For Entry Of An Order (A) Authorizing, But Not Directing, The Debtors To Take Actions Necessary To (I) Reject The SCU Leases And (II) Abandon The SCU Properties, And (B) Granting Related Relief (D.I. 499, Filed 9/27/17);
- c) Amended Notice Of Debtors' Motion For Entry Of An Order (A) Authorizing, But Not Directing, The Debtors To Take Actions Necessary To (I) Reject The SCU Leases And (II) Abandon The SCU Properties, And (B) Granting Related Relief (D.I. 513, Filed 10/5/17);
- d) Debtors' Motion For Leave To File Late Omnibus Reply To Objections To Entry Of Orders Approving Contested Motions And Exceed Page Limitation Set Forth In Local Rule 7007-2(a)(iv) (D.I. 561, Filed 10/20/17);
- e) Declaration Of Michael D. Wracher In Support Of Omnibus Reply In Support Of (1) The SCU Abandonment Motion; (2) The Second Omnibus Motion; And (3) The Chevron Settlement Motion (D.I. 563, Filed 10/20/17); and
- f) Declaration Of Bret Fernandes In Support Of Debtors' Chevron Settlement Motion and Reply (D.I. 564, Filed 10/20/17).

Status: Item 4.b. above is resolved. The hearing on this matter will go forward with respect to the remaining objections.

- 5. County Of Santa Barbara Motion To Require Debtors To Properly De-Inventory And Abandon New Line 96 (D.I. 506, Filed 10/2/17).

Objection Deadline: October 17, 2017 at 4:00 p.m. (ET).

Responses Received:

- a) U.S. Specialty Insurance Company's Limited Objections To Debtors' Motion For Entry Of An Order (A) Authorizing, But Not Directing, The Debtors To Take Actions Necessary To (I) Reject The SCU Leases And (II) Abandon The SCU Properties, And (B) Granting Related Relief (D.I. 495); Second Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 509); And Response To County Of Santa Barbara Motion's To Require Debtors To Properly De-Inventory And Abandon New Line 96 (D.I. 506) (D.I. 535, Filed 10/17/17);
- b) Debtors' Objection To County Of Santa Barbara Motion to Require Debtors to Properly De-Inventory and Abandon New Line 96 (D.I. 540, Filed 10/17/17); and

- c) Affidavit of Michael D. Wracher in Support of the Debtors' Objection to County of Santa Barbara Motion to Require Debtors to Properly De-Inventory and Abandon New Line 96 (D.I. 556, Filed 10/19/17).

Related Pleadings:

- a) City Of Santa Barbara Reply Regarding Motion To Require Debtors To Properly De-Inventory And Abandon New Line 96 (D.I. 554, Filed 10/19/17).

Status: The hearing on this matter will go forward.

- 6. Debtors' Second Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Related Relief (D.I. 509, Filed 10/3/17).

Objection Deadline: October 17, 2017 at 4:00 p.m. (ET).

Responses Received:

- a) Limited Objection And Reservation Of Rights Of Aspen American Insurance Company And Aspen Specialty Insurance Company To Debtors' Second Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Related Relief (D.I. 528, Filed 10/17/17);
- b) Objection By California Office Of The State Fire Marshal To Debtors' Motion To Abandon Oil Pipelines (D.I. 529, Filed 10/17/17);
- c) The United States Of America's Limited Objection To (1) The Debtors' Motion For Entry Of An Order (A) Authorizing, But Not Directing, The Debtors To Take Actions Necessary To (I) Reject The SCU Leases And (II) Abandon The SCU Properties, And (B) Granting Related Relief; And (2) Debtors' Second Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, and (II) Granting Certain Related Relief (D.I. 530, Filed 10/17/17);
- d) County Of Santa Barbara Objection To Debtors' Second Omnibus Motion For Entry Of An Order (I) Authorizing The Debtor To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 531, Filed 10/17/17);
- e) U.S. Specialty Insurance Company's Limited Objections To Debtors' Motion For Entry Of An Order (A) Authorizing, But Not Directing, The Debtors To Take Actions Necessary To (I) Reject The SCU Leases And (II) Abandon The SCU Properties, And (B) Granting Related Relief (D.I. 495); Second Omnibus

Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 509); And Response To County Of Santa Barbara Motion's To Require Debtors To Properly De-Inventory And Abandon New Line 96 (D.I. 506) (D.I. 535, Filed 10/17/17);

- f) County Of Santa Barbara Objection To Debtors' Second Omnibus Motion For Entry Of An Order (I) Authorizing The Debtor To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 537, Filed 10/17/17);
- g) Notice Of Withdrawal Regarding County Of Santa Barbara Objection To Debtors' Second Omnibus Motion For Entry Of An Order (I) Authorizing The Debtor To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 531) (D.I. 541, Filed 10/17/17);
- h) Limited Objection To "Debtors' Second Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief"; Declaration Of Wendy A. Loo In Support Thereto (D.I. 542, Filed 10/17/17);
- i) Declaration Of Debra French In Support Of California State Fire Marshal's Opposition To Motion To Abandon Oil Pipelines (D.I. 543, Filed 10/17/17); and
- j) Joinder Of The City Of Beverly Hills And The Beverly Hills Unified School District To (I) Objection By California Office Of The State Fire Marshal To Debtors' Motion To Abandon Oil Pipelines And (2) The City Of Los Angeles' Limited Opposition to Debtors' Second Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief And Declaration Of Wendy A. Loo In Support Thereof (D.I. 546, Filed 10/18/17).

Related Pleadings:

- a) Debtors' Motion For Leave To File Late Omnibus Reply To Objections To Entry Of Orders Approving Contested Motions And Exceed Page Limitation Set Forth In Local Rule 7007-2(a)(iv) (D.I. 561, Filed 10/20/17);
- b) Declaration Of Michael D. Wracher In Support Of Omnibus Reply In Support Of (1) The SCU Abandonment Motion; (2) The Second Omnibus Motion; And (3) The Chevron Settlement Motion (D.I. 563, Filed 10/20/17);

- c) Declaration Of Bret Fernandes In Support Of Debtors' Chevron Settlement Motion and Reply (D.I. 564, Filed 10/20/17); **and**
- d) **California Office Of The State Fire Marshal's Motion For Protective Order Under Bankruptcy Rules 7026 And 7030 (D.I. 570, Filed 10/20/17).**

Status: Item 6.c. above is resolved. The hearing on this matter will go forward with respect to the remaining objections.

- 7. Motion For Entry Of An Order Pursuant To Bankruptcy Rule 9019 Or, In The Alternative, Pursuant To Section 363 Of The Bankruptcy Code Approving The Agreement By And Among Venoco, LLC And Ellwood Pipeline, Inc., And Their Successors, And Chevron U.S.A. Inc. (D.I. 510, Filed 10/3/17).

Objection Deadline: October 17, 2017 at 4:00 p.m. (ET).

Responses Received:

- a) U.S. Specialty Insurance Company's Objection To Debtors' Motion For Entry Of An Order Pursuant To Section 363 Of The Bankruptcy Code Approving The Agreement By And Among Venoco, LLC And Ellwood Pipeline, Inc., And Their Successors, And Chevron U.S.A. Inc. (D.I. 526, Filed 10/17/17);
- b) County Of Santa Barbara's Limited Objection To Debtor's Motion Pursuant To Bankruptcy Rule 9019 Or, In The Alternative, Pursuant To Section 363 Of The Bankruptcy Code Approving The Agreement By And Among Venoco, LLC And Ellwood Pipeline, Inc., And Their Successors, And Chevron U.S.A. Inc. (D.I. 533, Filed 10/17/17);
- c) Response Of Aspen American Insurance Company & Aspen Specialty Insurance Company To Debtors' Motion For Entry Of An Order Approving Agreement By And Among Venoco, LLC And Ellwood Pipeline, Inc., And Their Successors, And Chevron U.S.A. Inc. (D.I. 534, Filed 10/17/17);
- d) City Of Carpinteria's Limited Objection To Debtors' Motion For Entry Of An Order Pursuant To Bankruptcy Rule 9019 Or, In The Alternative, Pursuant To Section 363 Of The Bankruptcy Code Approving The Agreement By And Among Venoco, LLC And Ellwood Pipeline, Inc., And Their Successors, And Chevron U.S.A. Inc., And Joining The County Of Santa Barbara's Objection To Same (D.I. 536, Filed 10/17/17);
- e) Objection Of Signal Hill Service Inc. And Pacific Operators Offshore, Inc. To Debtors' Motion For Entry Of An Order Pursuant To Bankruptcy Rule 9019, Or In The Alternative, Pursuant To Section 363 Of The Bankruptcy Code Approving The Agreement By And Among Venoco, LLC And Ellwood

Pipeline, Inc., And Their Successors, And Chevron U.S.A. Inc. (D.I. 538, Filed 10/17/17);

- f) County Of Santa Barbara's Limited Objection To Debtor's Motion Pursuant To Bankruptcy Rule 9019 Or, In The Alternative, Pursuant To Section 363 Of The Bankruptcy Code Approving The Agreement By And Among Venoco, LLC And Ellwood Pipeline, Inc., And Their Successors, And Chevron U.S.A. Inc. (D.I. 539, Filed 10/17/17);
- g) Notice Of Withdrawal Regarding County Of Santa Barbara's Limited Objection To Debtor's Motion Pursuant To Bankruptcy Rule 9019 Or, In The Alternative, Pursuant To Section 363 Of The Bankruptcy Code Approving The Agreement By And Among Venoco, LLC And Ellwood Pipeline, Inc., And Their Successors, And Chevron U.S.A. Inc. (D.I. 533) (D.I. 541, Filed 10/17/17);
- h) Informal comments from the United States of America;
- i) **Notice Of Withdrawal Of Objection Of Signal Hill Service Inc. And Pacific Operators Offshore, Inc. To Debtors' Motion For Entry Of An Order Pursuant To Bankruptcy Rule 9019, Or In The Alternative, Pursuant To Section 363 Of The Bankruptcy Code Approving The Agreement By And Among Venoco, LLC And Ellwood Pipeline, Inc., And Their Successors, And Chevron U.S.A. Inc. (D.I. 581, Filed 10/23/17).**

Related Pleadings:

- a) Reply of Chevron U.S.A. Inc. And Chevron Pipe Line Company To Objections To Debtors' Motion For Entry Of An Order Pursuant To Bankruptcy Rule 9019 Or, In The Alternative, Pursuant To Section 363 Of The Bankruptcy Code Approving The Agreement By And Among Venoco, LLC And Ellwood Pipeline, Inc., And Their Successors, And Chevron U.S.A. Inc. (D.I. 553, Filed 10/19/17);
- b) Debtors' Motion For Leave To File Late Omnibus Reply To Objections To Entry Of Orders Approving Contested Motions And Exceed Page Limitation Set Forth In Local Rule 7007-2(a)(iv) (D.I. 561, Filed 10/20/17);
- c) Declaration Of Michael D. Wracher In Support Of Omnibus Reply In Support Of (1) The SCU Abandonment Motion; (2) The Second Omnibus Motion; And (3) The Chevron Settlement Motion (D.I. 563, Filed 10/20/17);
- d) Declaration Of Bret Fernandes In Support Of Debtors' Chevron Settlement Motion and Reply (D.I. 564, Filed 10/20/17); **and**

- e) **Signal Hill Service Inc.'s And Pacific Operators Offshore, Inc.'s Motion For Protective Order Under Bankruptcy Rules 7026 And 7030 (D.I. 582, Filed 10/23/17).**

Status: Item 7.h. above is resolved. The hearing on this matter will go forward with respect to the remaining objections.

FEE APPLICATIONS

8. Interim Fee Application hearing.

Responses Received: None.

Related Pleadings: See Exhibit A

Status: The Interim Fee binder was delivered to the Court on October 17, 2017. No hearing is necessary unless requested by the Court.

ADDITIONAL MATTERS GOING FORWARD

9. Debtors' Motion For Leave To File Late Omnibus Reply To Objections To Entry Of Orders Approving Contested Motions And Exceed Page Limitation Set Forth In Local Rule 7007-2(a)(iv) (D.I. 561, Filed 10/20/17).

Objection Deadline: October 24, 2017 at 9:30 a.m. (ET).

Responses Received: None.

Related Pleadings:

- a) Motion For Entry Of An Order Pursuant To 11 U.S.C. §§ 102(1) And 105 Shortening Notice Regarding Debtors' Motion For Leave To File Late Omnibus Reply To Objections To Entry Of Orders Approving Contested Motions And Exceed Page Limitation Set Forth In Local Rule 7007-2(a)(iv) (D.I. 562, Filed 10/20/17);
- b) Declaration Of Michael D. Wracher In Support Of Omnibus Reply In Support Of (1) The SCU Abandonment Motion; (2) The Second Omnibus Motion; And (3) The Chevron Settlement Motion (D.I. 563, Filed 10/20/17);
- c) Declaration Of Bret Fernandes In Support Of Debtors' Chevron Settlement Motion and Reply (D.I. 564, Filed 10/20/17);
- d) **Order Granting Debtors' Motion For Leave To File Late Omnibus Reply To Objection To Entry Of Orders Approving Omnibus Rejection Motion (D.I. 575, Entered 10/23/17); and**

- e) **Order Pursuant To 11 U.S.C. §§ 102(1) And 105 Shortening Notice Regarding Debtors' Motion For Leave To File Late Omnibus Reply To Objections To Entry Of Orders Approving Contested Motions And Exceed Page Limitation Set Forth In Local Rule 7007-2(a)(iv) (D.I. 577, Entered 10/23/17).**

Status: An order has been entered.

10. **Motion In Limine To Strike The Declarations Of Debra French, Don Grady, Peter Cante And Marie LaSala (D.I. 583, Filed 10/23/17).**

Objection Deadline: October 24, 2017 at 9:30 a.m. (ET) (Requested)

Responses Received: None.

Related Pleadings:

- a) **Motion For Entry Of An Order Pursuant To 11 U.S.C. §§ 102(1) And 105 Shortening Notice Regarding Debtors' Motion In Limine To Strike The Declarations Of Debra French, Don Grady, Peter Cante And Marie LaSala (D.I. 584, Filed 10/23/17).**

Status: This matter is going forward.

Dated: October 23, 2017
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

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