

Fill in this information to identify the case:

United States Bankruptcy Court for the:

_____ District of Delaware
(State)

Case number (if known): _____ Chapter 11

Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Noble Environmental Power, LLC

2. All other names debtor used in the last 8 years _____

 Include any assumed names, trade names, and *doing business as* names _____

3. Debtor's federal Employer Identification Number (EIN) 7 3 - 1 7 1 7 0 7 6

4. Debtor's address

	Principal place of business	Mailing address, if different from principal place of business
	<u>6 Main Street</u>	_____
	Number Street	Number Street
	<u>Suite 121</u>	_____
	<u>Centerbrook CT 06409</u>	_____
	City State ZIP Code	City State ZIP Code
	Location of principal assets, if different from principal place of business	
	<u>Middlesex</u>	_____
	County	Number Street

		City State ZIP Code

5. Debtor's website (URL) www.noblepower.com

6. Type of debtor

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

Partnership (excluding LLP)

Other. Specify: _____

Debtor Noble Environmental Power, LLC
Name

Case number (if known) _____

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply:

- Tax-exempt entity (as described in 26 U.S.C. § 501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

2 2 1 1

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 on a consolidated basis (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No
- Yes.

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____
MM / DD / YYYY

District _____ When _____ Case number _____
MM / DD / YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
- Yes.

List all cases. If more than 1, attach a separate list.

Debtor _____ Relationship _____

District _____ When _____
MM / DD / YYYY

Case number, if known _____

Debtor Noble Environmental Power, LLC
Name

Case number (if known) _____

11. Why is the case filed in this district?

Check all that apply:

- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- No
- Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- It needs to be physically secured or protected from the weather.
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- Other _____

Where is the property? _____

Number Street

City State ZIP Code

Is the property insured?

- No.
- Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input checked="" type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor Noble Environmental Power, LLC
Name

Case number (if known) _____

16. Estimated liabilities
- | | | |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

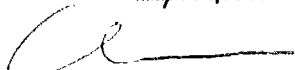
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

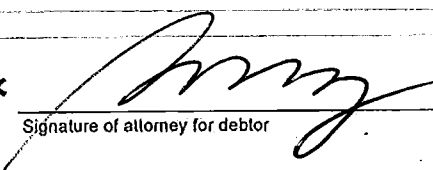
Executed on 9/15/2016
MM/DD/YYYY

x 
Signature of authorized representative of debtor

Kay McCall
Printed name

President and Chief Executive Officer
Title

18. Signature of attorney

x 
Signature of attorney for debtor

Date 9/15/2016
MM/DD/YYYY

Robert S. Brady
Printed Name

Young Conaway Stargatt & Taylor, LLP
Firm name

1000 North King Street
Number Street

Wilmington
City

DE 19801
State Zip Code

(302) 571-6600
Contact phone

rbrady@ycst.com
Email address

2847
Bar number

DE
State

**WRITTEN CONSENT
OF
THE BOARD OF MANAGERS
OF
NOBLE ENVIRONMENTAL POWER, LLC**

As of September 15, 2016

The undersigned members of the Board of Managers (the “Board”) of Noble Environmental Power, LLC, a Delaware limited liability company (the “Company”), acting pursuant to Section 5(m) of that certain Seventh Amended and Restated Limited Liability Company Operating Agreement of the Company, dated as of December 21, 2010 (as amended, modified, restated or supplemented from time to time, the “Operating Agreement”) and Section II.7 of those certain Amended and Restated Bylaws of the Company, dated as of December 21, 2010 (the “Bylaws”), hereby adopt, by written consent, the following resolutions.

Bankruptcy Resolutions

WHEREAS, it has been proposed that the Company seek relief under the provisions of Chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”)

WHEREAS, pursuant to that certain Second Amended and Restated Second Lien Secured Promissory Note and Waiver, dated as of December 21, 2010 (as amended, modified or supplemented from time to time, the “Second Lien Note”), NEP Equipment Finance Hold Co., LLC, a subsidiary and affiliate of the Company (“NEP Finance”), incurred certain obligations to Paragon Noble LLC (the “Lender”), an equity holder of the Company, in an amount not less than \$226,749,968.15;

WHEREAS, pursuant to that certain Second Amended and Restated Guarantee, dated as of December 21, 2010 (as amended, modified or supplemented from time to time, the “Second Lien Guarantee”), the Company guaranteed certain of NEP Finance’s obligations to the Lender under the Second Lien Note

WHEREAS, pursuant to that certain Pledge Agreement, dated as of December 21, 2010 (together with the Second Lien Note, the Second Lien Guarantee, and all related agreements, documents and materials, in each case as amended, modified or supplemented from time to time, the “Second Lien Loan Documents”), the Company pledged to the Lender certain equity interests to support its obligations under the Second Lien Guarantee;

WHEREAS, it has been proposed that the Company negotiate and enter into one or more agreements with the Lender, and with such other parties as may be necessary or desirable to effectuate the transactions contemplated under such agreements, substantially in the form attached hereto as Schedule I, to be executed prior to, and assumed by the Company subsequent to, the filing of the Petition (as defined below), setting forth the terms and conditions pursuant to which the Lender and such other parties as may execute such agreement will support a proposed plan of reorganization of the Company under Chapter 11 of the Bankruptcy Code (such agreement, together with any and all attachments thereto, the “Plan Support Agreement”);

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the Board, it is desirable and in the best interest of the Company, its creditors, its equity holders and other interested parties, that the Company be, and it hereby is, authorized, empowered, and directed to file or cause to be filed in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), at such time as it is deemed necessary by the appropriate officers of the Company, a voluntary petition for relief under Chapter 11 of the Bankruptcy Code (the “Petition”) and all other documents, papers and pleadings necessary or appropriate to effectuate the Petition and any and all other documents, papers and pleadings necessary or appropriate in connection with the Chapter 11 case of the Company; and

FURTHER RESOLVED, that the President and Chief Executive Officer of the Company (the “Authorized Officer”) be, and each of them, with full authority to act without the others, hereby is, authorized, empowered, and directed (i) to execute and verify the Petition and any other documents, papers and pleadings necessary or appropriate to effectuate the Petition and any and all other documents, papers and pleadings necessary or appropriate in connection with the Chapter 11 case of the Company and to cause the Petition and any other documents, papers and pleadings necessary or appropriate to effectuate the Petition and any and all other documents, papers and pleadings necessary or appropriate in connection with the Chapter 11 case of the Company to be filed with the Bankruptcy Court and (ii) to perform any and all such acts as are reasonable, advisable, expedient, convenient, proper, or necessary, in the discretion of the Authorized Officer, to effect any of the foregoing; and

FURTHER RESOLVED, that the Authorized Officer be, and hereby is, authorized, empowered, and directed, on behalf of and in the name of the Company, to execute, verify and file or cause to be filed all petitions, schedules, lists, motions, objections, responses, applications, and other papers and documents necessary or desirable in connection with the Chapter 11 case of the Company; and

FURTHER RESOLVED, that the Authorized Officer be, and hereby is, authorized, empowered, and directed to execute and deliver the Plan Support Agreement, and perform all obligations thereunder, in the name and on behalf of the Company, which agreement shall be in such form and with such terms and provisions as the such Authorized Officer shall approve, such Authorized Officer’s delivery thereof to be conclusive evidence of such approval and approval of the Board; and

FURTHER RESOLVED, that the Authorized Officer be, and hereby is, authorized, empowered and directed to prepare, execute and deliver, in the name and on behalf of the Company, such other documents, letters, certificates, and other written instruments as may be necessary or appropriate in connection with the Company’s and execution, delivery, and performance of the Plan Support Agreement and any other documents related thereto or described therein; and

FURTHER RESOLVED, that the Company be, and it hereby is, authorized, empowered, and directed to perform its obligations under the Plan Support Agreement;

FURTHER RESOLVED, that the Authorized Officer be, and hereby is, authorized and directed to retain the law firms of Morgan, Lewis & Bockius LLP (“Morgan Lewis”) and Young

Conaway Stargatt & Taylor, LLP (“Young Conaway”) as bankruptcy counsel to render legal services to, and to represent, the Company in connection with such proceedings and all other related matters in connection therewith, on such terms as the Authorized Officer shall approve; and

FURTHER RESOLVED, that the Authorized Officer be, and hereby is, authorized and directed to retain the firm of American Legal Claims Services, LLC (the “Claims Agent” and together with Morgan Lewis and Young Conaway, the “Professionals”) as notice and claims agent and administrative advisor to represent and assist the Company and the Subsidiaries in carrying out their duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s and the Subsidiaries’ rights and obligations in connection with such proceedings and all other related matters in connection therewith, on such terms as the Authorized Officer shall approve; and

FURTHER RESOLVED, that the Authorized Officer be, and hereby is, authorized and directed to retain on behalf of the Company any additional counsel, accountants, and other advisors as the Authorized Officer may deem appropriate; and

FURTHER RESOLVED, that all acts lawfully done or actions lawfully taken by any director or officer of the Company or any of the Professionals in connection with the Plan Support Agreement, the Petition, the proposed reorganization of the Company or any matter related thereto, or by virtue of these resolutions be, and they hereby are, in all respects ratified, confirmed and approved; and

General Actions

FURTHER RESOLVED, that the Authorized Officer be, and hereby is, authorized and directed to take or cause to be taken any and all such further actions and make all such arrangements, to do and perform all such acts and things, and to execute and deliver any and all such officers’ certificates and such other instruments and documents, and to pay all such expenses, costs, fees, or taxes, in each case, as in his or her judgment shall be necessary or desirable in order fully to carry out the intent and accomplish the purposes of the resolutions adopted herein; and

FURTHER RESOLVED, the Authorized Officer be, and hereby is, authorized with full power of delegations, for and in the name and on behalf of the Company, to amend, supplement, or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements, or other writings referred to in the foregoing resolutions; and

FURTHER RESOLVED, that any and all actions of any officer or director of the Company taken prior to the date hereof to carry out the purposes of the foregoing resolutions which would have been authorized by the foregoing resolutions but for the fact that such actions were taken prior to such date, be, and each hereby is, ratified, approved, confirmed and adopted as a duly authorized act of the Company in all respects and for all purposes; and

FURTHER RESOLVED, that the Authorized Officer be, and hereby is, authorized and empowered, in the name and on behalf of the Company, to make all such arrangements, to do

and perform all such acts and things, and to execute and deliver all such officers' certificates and such other instruments and documents as they may deem appropriate in order to effectuate fully the purpose and intent of each and all of the foregoing resolutions, and that any and all actions taken heretofore and hereafter to accomplish such purposes and intents, all or singular, be, and they hereby are, approved, ratified, and confirmed.

[SIGNATURE PAGE FOLLOWS]

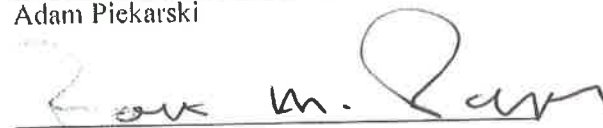
IN WITNESS WHEREOF, the undersigned have executed this consent to be effective as of the date first written above.

Ben Jacoby

C. Kay McCall




Adam Piekarski



Robert M. Platek

Brian Redmond

IN WITNESS WHEREOF, the undersigned have executed this consent to be effective as of the date first written above.



Ben Jacoby

C. Kay McCall

Adam Piekarski

Robert M. Platek

Brian Redmond

IN WITNESS WHEREOF, the undersigned have executed this consent to be effective as of the date first written above.

Ben Jacoby

C. Kay McCall

Adam Piekarski

Robert M. Platek



Brian Redmond

Debtor Name: Noble Environmental Power, LLCUnited States Bankruptcy Court for the: District of Delaware

Case number (if known): _____

• Check if this is an amended filing

Official Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Boies, Schiller & Flexner, LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Dev Sen Telephone: 212-754-4260 E-mail: dsen@bsfllp.com	Legal Services				52,139.30
2	Orrick Herrington & Sutcliffe 4619 Solutions Center Chicago, IL 60677-4006	Adam Wenner Telephone: 202-339-8515 E-mail: awenner@orrick.vom	Legal Services				35,693.00
3	Deloitte Tax LLP 185 Asylum Street, 33rd Floor Hartford, CT 06103-3402	Tom Extine Telephone: 860-725-3387 E-mail: Textine@deloitte.com	Tax Services				33,020.00
4	Essex Tax Collector 29 West Ave Essex, CT 06426	Megan Haskisn Telephone: 860-767-4340 Fax: 860-767-8509	Personal property taxes				2,481.70
5	CVM, Inc 780 E. Main Street Branford, CT 06405	Chuck Veth Telephone: 203-433-0565 Fax: 203 481 0499 E-mail: info@cvm.com	IT Services				242.00
6	AT&T PO Box 5001 Carol Stream, IL 60197-5001	Telephone: 630-351-9300 E-Mail: info@att.com	Telecomm (voice)	Unliquidated			Unknown
7	Bemers PO Box 93 Glastonbury, CT 06033-0093	Telephone: 860-659-3515 Fax: 860-659-4326 E-mail: inquiry@bemers.com	Natural Gas	Unliquidated			Unknown

Debtor Noble Environmental Power, LLC
Name

Case number (if known): _____

	Name of creditor and complete mailing address, including zipcode	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
8	Comcast PO Box 1577 Newark, NJ 07101-1577	Telephone: 215-665-1700 Fax: 215-981-7790 Email: info@comcast.com	Telecomm (Data)	Unliquidated			Unknown
9	Eversource PO Box 650032 Dallas, TX 75265-0032	Email: businesscenterelectric@eversource.com	Electric	Unliquidated			Unknown
10	Frontier Communications PO Box 20550 Rochester, NY 14602-0550	Telephone: 203-614-5600 Fax: 203-614-4602	Telecomm (Data)	Unliquidated			Unknown
11	Intermedia Dept LA 24328 Pasadena, CA 91185-4328	Telephone: 650-641-4000 Fax: 1-650-965-7791 Email: announce@intermedia.net	Telecomm (VOIP)	Unliquidated			Unknown
12	MCI PO Box 15043 Albany, NY 12212-5043	Telephone: 212-395-1000 Fax: 1-212-571-1897	Telecomm (voice)	Unliquidated			Unknown
13	Prime Link PO Box 783 Champlain, NY 12919	Telephone: 518-298-2411 Email: service@primlink1.com	Telecomm (voice/data)	Unliquidated			Unknown
14	Verizon PO Box 15124 Albany, NY 12212-5124	Telephone: 212-395-1000 Fax: 1-212-571-1897	Telecomm (voice)	Unliquidated			Unknown
15	Verizon Business PO Box 15043 Albany, NY 12212-5043	Telephone: 212-395-1000 Fax: 1-212-571-1897	Telecomm (Data)	Unliquidated			Unknown
16							
17							
18							
19							
20							

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Chapter 11

NOBLE ENVIRONMENTAL POWER, LLC¹

Case No. 16-____ (____)

Debtor.

**CORPORATE OWNERSHIP STATEMENT
PURSUANT TO FED. R. BANKR. P. 1007(a)(1)**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the above-captioned debtor and debtor in possession (the “**Debtor**”), hereby states as follows:

The entities, other than governmental units, that directly or indirectly own 10% or more of any class of interests in the Debtor and their addresses are as follows:

Equity Holder	Type of Equity	Number of Shares	Percentage Ownership of Class
Paragon Noble LLC 645 Fifth Avenue, 21st Floor New York, NY 10022	Preferred	7,755,161	55.4%
JPMP Wind Energy (Noble), LLC c/o CCMP Capital Advisors, LLC 245 Park Avenue, 16th Floor New York, NY 10167	Preferred	4,050,000	28.95%
CPP Investment Board (USRE II) Inc. c/o Canada Pension Plan Investment Board One Queen Street East Suite 2700 Toronto, Ontario M5C 2W5	Preferred	2,000,000	14.3%
Charles C. Hinckley 2006 Trust 26 Riverview Street Essex, CT 06426	Common	70,799	17.09%
John Quirke 1 Merriwold Lane Deep River, CT 06417	Common	60,168	13.94%
Thomas Swank 110 Randi Drive Madison, CT 06443	Common	56,694	13.69%

¹ The Debtor in this chapter 11 case, along with the last four digits of its federal tax identification number, is: Noble Environmental Power, LLC (7076). The Debtor’s principal offices are located at 6 Main Street, Suite 121, Centerbrook, CT 06409.

Debtor Name Noble Environmental Power, LLC
United States Bankruptcy Court for the: _____ District of Delaware
Case Number (if known) _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

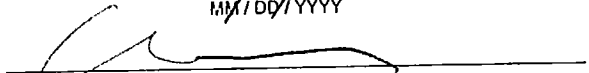
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule _____
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 9/15/2016
MM/DD/YYYY

x 
Signature of authorized representative of debtor

Kay McCall
Printed name

Title President and Chief Executive Officer