

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 ExGen Texas 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) 47-1034129

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>10 South Dearborn Street</u> Number Street	<u>1310 Point Street</u> Number Street
	<u>49th Floor</u>	P.O. Box _____
	<u>Chicago, Illinois 60603</u> City State Zip Code	<u>Baltimore, Maryland 21231</u> City State Zip Code
	Location of principal assets, if different from principal place of business	
	<u>Cook County</u> County	Number Street _____
		City State Zip Code _____

5. Debtor's website (URL) _____

6. Type of debtor
 Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
 Partnership (excluding LLP)
 Other. Specify: _____

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>.

2211

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 (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. District _____ When MM / DD / YYYY Case number _____
- District _____ When MM / DD / YYYY Case number _____

If more than 2 cases, attach a separate list.

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

No

- Yes. Debtor See Rider 1 Relationship _____
- District _____ When MM / DD / YYYY
- Case number, if known _____

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

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 See Rider 2
- 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 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 checked="" 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 ExGen Texas 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 checked="" 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 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 11/07/2017
MM / DD / YYYY

x  David Rush
Signature of authorized representative of debtor Printed name
Title Chief Restructuring Officer

18. **Signature of attorney**

x  Date 11/07/2017
Signature of attorney for debtor MM / DD / YYYY

Daniel J. DeFranceschi
Printed name

Richards, Layton & Finger, P.A.
Firm name

920 North King Street
Number Street

Wilmington DE 19801
City State ZIP Code

(302) 651-7700 defranceschi@rlf.com
Contact phone Email address

2732 DE
Bar number State

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

-----X
 :
In re: : **Chapter 11**
 :
ExGen Texas Power, LLC, : **Case No. 17-_____ (___)**
 :
Debtor. :
 -----X

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the entities listed below (collectively, the “Debtors”) filed a voluntary petition in the United States Bankruptcy Court for the District of Delaware for relief under chapter 11 of title 11 of the United States Code. The Debtors have moved for joint administration of their cases with the lead case number assigned to the chapter 11 case of ExGen Texas Power, LLC.

- ExGen Texas Power, LLC
- ExGen Texas Power Holdings, LLC
- Wolf Hollow I Power, LLC
- Colorado Bend I Power, LLC
- Handley Power, LLC
- Mountain Creek Power, LLC
- LaPorte Power, LLC

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

-----X
:
In re: : **Chapter 11**
:
ExGen Texas Power, LLC, : **Case No. 17-_____ (___)**
:
Debtor. :
-----X

Rider 2

Real Property or Personal Property that Needs Immediate Attention

Question 12, among other things, asks the debtor to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

The above-captioned debtor (the “Debtor”) does not believe it owns or possesses any real or personal property that (i) poses a threat of imminent and identifiable hazard to public health or safety, (ii) needs to be physically secured or protected from the weather, or (iii) includes perishable goods or assets that could quickly deteriorate. The Debtor notes that it is not aware of the exact definition of “imminent and identifiable hazard” as used in this form.

**WRITTEN CONSENT OF THE SOLE MEMBER OF THE RESTRUCTURING
COMMITTEE OF EXGEN TEXAS POWER, LLC**

The undersigned, being the sole member of the Restructuring Committee (as defined below) of Exgen Texas Power, LLC, a Delaware limited liability company (the “Company”), pursuant to the Delaware Limited Liability Company Act and the Second Amended and Restated Limited Liability Company Agreement of the Company, dated as of September 5, 2014, as heretofore amended (the “LLC Agreement”) DOES HEREBY CONSENT to the adoption of, and DOES HEREBY ADOPT, the following resolutions:

WHEREAS, pursuant to Section 9(f) of the LLC Agreement and the Action by Unanimous Written Consent of the Board of Directors of the Company, on or about November 6, 2017 (the “Board Consent”), the Board of Directors of the Company (the “Board”) (i) established and designated a committee of the Board consisting of one Board member (the “Restructuring Committee”), (ii) delegated its authority to the Restructuring Committee to, among other things and as is more particularly described in the Board Consent, (a) file a voluntary petition (the “Petition”) for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”) and all other documents necessary or advisable to commence a chapter 11 case with respect to the Company, (b) take any other Material Actions (as defined in the LLC Agreement) necessary in connection with the Petition and the commencement of such case, and (c) negotiate, approve and file a chapter 11 plan, associated disclosure statement, and any associated documents (the “Plan”), and (iii) appointed Alan Carr, the current independent director of the Board, to the Restructuring Committee, as its sole member;

WHEREAS, upon careful consideration and after seeking alternative solutions, the following resolutions are adopted and recorded in the minute book of the Company, and they have not been modified or rescinded, and are still in full force and effect:

RESOLVED, that it is desirable and in the best interests of the Company and its stakeholders, to file the Petition under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), and the same is hereby authorized and approved; and it is further,

RESOLVED, that David Rush and each of the other officers of the Company (each an “Authorized Person,” and together the “Authorized Persons”) be, and each of them hereby is, authorized, empowered and directed, in the name and on behalf of the Company to prepare, execute and verify the Petition in such form as the Authorized Person executing the same shall deem appropriate and as required by law and to file such petition, thereby commencing the Company’s chapter 11 case in the Bankruptcy Court together with such applications, statements, schedules, exhibits and reports as may be required from time to time by the Bankruptcy Court, the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure or court order, and to prepare and execute all other papers and take all other actions necessary or appropriate in connection with the Company’s chapter 11 case, or any superseding or other bankruptcy case, and the preparation and execution of all such other papers, and taking of all such other actions by an

Authorized Person shall be conclusive evidence of the Company's and the Restructuring Committee's approval of such preparation, execution and actions; and it is further,

RESOLVED, that the Company shall be, and hereby is, authorized to, in the name of and on behalf of the Company to: (a) borrow funds from, provide guaranties to and undertake related financing transactions, including hedge transactions and the use of cash collateral (collectively, the "Financing Transactions"), with such lenders and other parties and on such terms as may be approved by any one or more of the Authorized Persons, as reasonably necessary for the continuing conduct of the business and affairs of the Company, including the successful prosecution of the Company's chapter 11 case; and (b) pay related fees and grant security interests in and liens upon some, all or substantially all of the Company's assets, as may be deemed necessary by any one or more of the Authorized Persons in connection with such Financing Transactions; and it is further,

RESOLVED, that each Authorized Person shall be, and hereby is, authorized on behalf of any limited liability company for which the Company acts as a member (each, a "Subsidiary Company"), to take any and all actions required, if any, for such Subsidiary Company to commence a chapter 11 case with the Bankruptcy Court, including, but not limited, executing and delivering any written consents as member of such Subsidiary Company or any other document in its capacity as member of such Subsidiary Company in connection with such case; and it is further,

RESOLVED, that (a) the Authorized Persons shall be, and each of them, acting alone, hereby is, authorized and empowered in the name of and on behalf of the Company to take such actions and execute and deliver such agreements, certificates, instruments, guaranties, notices and any and all other documents as the Authorized Persons may deem necessary or appropriate to facilitate the Financing Transactions, including, without limitation, any amendments, modifications, supplements, waivers or other appropriate supplemental documentation relating thereto (collectively, the "Financing Documents"); (b) the execution and delivery of the Financing Documents by any Authorized Persons containing such provisions, terms, conditions, covenants, warranties and representations as may be deemed necessary or appropriate by the Authorized Persons shall be conclusive evidence of the approval of such Financing Documents by the Company and the Restructuring Committee; and (c) the actions of any Authorized Persons taken pursuant to this resolution, including the execution and delivery of all agreements, certificates, instruments, guaranties, notices and other documents, shall be conclusive evidence of the approval thereof by the Company and the Restructuring Committee; and it is further,

RESOLVED, that the law firm of Richards, Layton & Finger, P.A. shall be, and is hereby, engaged as bankruptcy counsel for the Company; and it is further,

RESOLVED, that Scotia Capital (USA) Inc. shall be, and is hereby, engaged as investment banker for the Company; and it is further,

RESOLVED, that Kurtzman Carson Consultants LLC shall be, and is hereby, engaged as claims and noticing agent and administrative advisor for the Company; and it is further,

RESOLVED, that FTI Consulting, Inc. shall be, and is hereby, engaged to provide the Company with restructuring and interim management services; and it is further,

RESOLVED, that each Authorized Person is authorized and directed to employ any other firm as professionals, advisors or consultants to the Company as are deemed necessary to represent and assist the Company in carrying out its duties under the Bankruptcy Code and, in connection therewith, each of the Authorized Persons is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed, if necessary, an appropriate application for authority to retain the services of such firm(s); and it is further,

RESOLVED, that each Authorized Person is hereby severally authorized, directed and empowered, in the name of and on behalf of the Company, to execute, verify and cause to be filed requests for first-day relief from the Bankruptcy Court that such Authorized Person may deem necessary, proper, or desirable in connection with the Petition, with a view to the successful prosecution thereunder; and it is further,

RESOLVED, that each Authorized Person is hereby severally authorized, directed and empowered, in the name of and on behalf of the Company, (a) to take or cause to be taken any and all actions, and to make or cause to be made all payments (including but not limited to payments of expenses, retainers and filing fees), (b) to make or cause to be made all federal, state and local governmental, administrative and/or regulatory filings as may be required or advisable under the laws or regulations of any jurisdiction, and (c) to negotiate, enter into, execute, deliver and perform all other documents, agreements, certificates or instruments as may be necessary, appropriate, convenient or proper, in each case to effectuate the intent of, and the transactions contemplated by, the foregoing resolutions, and the execution and delivery thereof by such Authorized Person to be conclusive evidence of such approval; and it is further,

RESOLVED, that the Company, as debtor and debtor in possession under chapter 11 of the Bankruptcy Code shall be, and it hereby is, authorized to execute and file the Plan, and consummate, and perform under, the transactions contemplated therein on such terms substantially consistent with those presented to the Restructuring Committee on or prior to the date hereof and as may be further approved, modified or amended by any one or more of the Authorized Persons, as may be reasonably necessary or desirable for the continuing conduct of the affairs of the Company; and it is further

RESOLVED, that each Authorized Person is hereby severally authorized, directed and empowered to cause the Company to enter into, execute, deliver, certify, file, record and perform such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates or other documents, and to take such other actions, as in the judgment of such Authorized Person shall be necessary, proper and desirable to prosecute to a successful completion the Company's chapter 11 case or modify the obligations, organizational form and structure, or ownership of the Company consistent with the foregoing resolutions, and to carry out and put into effect the purposes of the foregoing resolutions, and the transactions contemplated by these resolutions, such Authorized Person's authority thereunto to be conclusively evidenced by the taking of such actions; and it is further,

RESOLVED, that any and all acts taken and any and all certificates, instruments, agreements or other documents executed for or on behalf of the Company by any Authorized Person prior to the adoption of the foregoing resolutions with regard to any of the transactions, actions, certificates, instruments, agreements or other documents authorized or approved by the foregoing resolutions be, and they hereby are, ratified, confirmed, adopted and approved.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the undersigned, being the sole member of the Restructuring Committee, has caused this consent to be executed as of the date(s) set forth below.



Alan Carr

Date of Execution: November 7, 2017

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

-----X
:

In re: : **Chapter 11**
:

ExGen Texas Power, LLC, : **Case No. 17-_____ (___)**
:

Debtor. :
-----X

**CONSOLIDATED LIST OF CREDITORS WHO HAVE THE
THIRTY (30) LARGEST UNSECURED CLAIMS AND ARE NOT INSIDERS**

The above-captioned debtor and its debtor affiliates (collectively, the “Debtors”) hereby certify that the *Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* submitted herewith contains the names and addresses of the Debtors’ consolidated top thirty (30) unsecured creditors (the “Top Thirty List”). The list has been prepared from the Debtors’ unaudited books and records as of the Petition Date. The Top Thirty List was prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtors’ chapter 11 cases. The Top Thirty List does not include: (1) persons who come within the definition of an “insider” set forth in 11 U.S.C. § 101(31) or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the thirty (30) largest unsecured claims. The information presented in the Top Thirty List shall not constitute an admission by, nor is it binding on, the Debtors. Moreover, nothing herein shall affect the Debtors’ right to challenge the amount or characterization of any claim at a later date. The failure of the Debtors to list a claim as contingent, unliquidated or disputed does not constitute a waiver of the Debtors’ right to contest the validity, priority, and/or amount of any such claim.

Debtor Name <u>ExGen Texas Power, LLC</u>
United States Bankruptcy Court for the: <u>District of Delaware</u> (State)
Case number (If known): _____

Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 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 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated or disputed	Amount of unsecured 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	Mitsubishi Power Systems, Inc. 2287 Premier Row Orlando, FL 32809	Jeffery Phelan jeffery.phelan@mpshq.com 617-306-0676	Trade Debt				\$ 1,837,419
2	Enterprise Texas Pipeline P.O. Box 4324 Houston, TX 77210	Troy Lawrence jtlawrence@eprod.com 713-381-8239	Trade Debt				\$ 1,071,017
3	Energy Transfer Fuel PO Box 951439 Dallas, TX 75395	Charlie Stone charlie.stone@energytransfer.com 214-981-0752	Trade Debt				\$ 657,004
4	Brand Energy And Infrastructure Services Inc. 1325 Cobb Int. Drive Suite A-1 Kennesaw, GA 30152	Eric Drnevich eric.drnevich@beis.com 856-467-2850	Trade Debt				\$ 587,681
5	Siemens Energy Inc. Dept. Ch 10169 Palatine, IL 60055-0169	Ron Prothe ron.prothe@siemens.com 513-395-5148 407-736-6254 781-380-1306	Trade Debt				\$ 524,079
6	Chicago Bridge & Iron Inc. 311 W. Monroe St Chicago, IL 60606	Jeff Bandurski jeffrey.bandurski@cbi.com 815-210-7316	Trade Debt				\$ 473,897

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated or disputed	Amount of unsecured 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
7 Shermco PO Box 540545 Dallas, TX 75234	Brad Santa bsanta@shermco.com 972-793-5523	Trade Debt				\$ 445,146
8 International Chimney Corporation 55 S. Long Street P.O. Box 260 Buffalo, NY 14231	Ken Baker keb@internationalchimney.com 716-650-3413	Trade Debt				\$ 275,061
9 Kinder Morgan Texas Pipeline 1001 Louisiana St Suite 1000 Houston, TX 77002	Gary Lamphier gary_lamphier@kindermorgan.com 713-369-8730	Trade Debt				\$ 260,017
10 Gulf South Pipeline PO Box 730000 Dallas, TX 75373	Ryan Meske Ryan.Meske@bwpmlp.com 713-479-8170	Trade Debt				\$ 210,000
11 Texas Commission on Environmental Quality (TCEQ) MC-214 Cashiers Office PO Box 13088 Austin, TX 78711	Sondra Predeau ac@tceq.texas.gov 512-239-1459	Regulatory				\$ 173,175
12 Filter Technology Company Inc 9018-B Scranton Houston, TX 77075	C.Todd Wilburn twilburn@filtertexas.com 940-365-5800	Trade Debt				\$ 171,038
13 Maxim Crane Works 4389 Solutions Center Lockbox 774389 Chicago, IL 60677-4003	Billy Rodgers Wrodgers@maximcrane.com 817-498-2221	Trade Debt				\$ 164,580
14 General Electric International 12505 Collection Center Chicago, IL 60693	Ronan O-Callaghan ronan.ocallaghan@ge.com	Trade Debt				\$ 151,365
15 Reliable Turbine Services 858 Acid Mine Road Sullivan, MO 63080	Melissa Woodruff mwoodruff@reliableturbine.com 573-468-4045	Trade Debt				\$ 131,229
16 Atmos Pipeline 5420 LBJ Freeway Dallas, TX 75240	Jeff Smirin Jeff.Smirin@atmosenergy.com 214-206-2509	Trade Debt				\$ 120,000
17 Phoenix Industrial Services 1 LP 3008 North 23 rd Street LaPorte, TX 77571	Trey Parker tparker@phoenixservices.com 281-471-6200	Trade Debt				\$ 115,325
18 Vinson Process Controls Co LP PO Box 671389 Dallas, TX 75267-1389	Scott Bedell sbedell@vpcco.com 972-459-8263 972-389-5763	Trade Debt				\$ 115,141

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated or disputed	Amount of unsecured 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
19 Airgas Specialty Products PO Box 934434 Atlanta, GA 31193-4434	Dave Hammon dave.hammon@airgas.com 770-717-2210	Trade Debt				\$ 110,326
20 Advanced Turbine Support 3946 SW 89th Dr Gainesville, FL 32068	Chris McGinley cmcginley@advancedturbinesupport.com 352-231-5284	Trade Debt				\$ 108,190
21 Integrated Power Services 1500 E Main St La Porte, TX 77571	Sean Coughran scoughran@ips.us 320-693-6200 281-471-4611	Trade Debt				\$ 104,772
22 Saber Power Services, LLC 9841 Saber Power Lane Rosharon, TX 88783	Kyle Tomek ktomek@saberpower.com 713-222-9102	Trade Debt				\$ 74,231
23 Air Products LLC PO Box 935430 Atlanta, GA 31193	Stacy Stewart stewars3@airproducts.com 281-874-7131	Trade Debt				\$ 70,977
24 Enexio US LLC PO Box 64864 Baltimore, MD 21264	Thomas Hatcher Thomas.hatcher@enexio.com 281-484-9089	Trade Debt				\$ 66,683
25 Specialty Rescue & Fire Service (SR&FS) PO Box 124 Grandview, TX 76050	David Felkins david@specialtyrescue.com 817-866-3720	Trade Debt				\$ 66,600
26 Moody's Investor Services 250 Greenwich St New York, NY 10007	Raymond Charles Pedicone Raymond.pedicone@moodys.com 212-553-6870	Professional Services				\$ 66,306
27 GE Energy Control Solutions 1800 Nelson Road Longmont, CO 80501	Grover Allen grover.allen@ge.com 502-493-8000	Trade Debt				\$ 50,979
28 Red Ball Oxygen Company PO Box 7316 Shreveport, LA 71137-7316	Bob Ewing bobewing@redballoxygen.com 800-551-8150	Trade Debt				\$ 50,152
29 New Gen Products 200 Union Bower Ct Suite 210 Irving, TX 75061	Brad King brad@newgenproducts.com 214-792-9280	Trade Debt				\$ 46,038

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated or disputed	Amount of unsecured 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
30 United Electric Cooperative Services, Inc PO Box 290 Stephenville, TX 76401	Customer Service/Billing Dep't 817-326-5232	Trade Debt				\$ 40,744

Fill in this information to identify the case and this filing:

Debtor Name ExGen Texas Power, LLC

United States Bankruptcy Court for the: District of Delaware
(State)

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 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and are Not Insiders

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

Executed on 11/07/2017
MM / DD / YYYY

/s/ David Rush
Signature of individual signing on behalf of debtor

David Rush
Printed name

Chief Restructuring Officer
Position or relationship to debtor

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

-----X
: **Chapter 11**
: **Case No. 17-_____ (___)**
: **Debtor.**
-----X

STATEMENT OF CORPORATE OWNERSHIP

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the undersigned authorized officer of the above-captioned debtor (the “Debtor”) certifies that the following corporate entities directly or indirectly own 10% or more of the Debtor:

Exelon Corporation
Exelon Generation Company, LLC
ExGen Texas Power Holdings, LLC

Fill in this information to identify the case and this filing:

Debtor Name ExGen Texas Power, LLC

United States Bankruptcy Court for the: District of Delaware
(State)

Case number (If known): _____

Official Form 202

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

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Declaration and signature

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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 Statement of Corporate Ownership*

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

Executed on 11/07/2017
MM / DD / YYYY

/s/ David Rush
Signature of individual signing on behalf of debtor

David Rush
Printed name

Chief Restructuring Officer
Position or relationship to debtor

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

-----X
:
In re: : **Chapter 11**
:
ExGen Texas Power, LLC, : **Case No. 17-_____ (___)**
:
Debtor. :
-----X

LIST OF EQUITY SECURITY HOLDERS

Pursuant to Federal Rule of Bankruptcy Procedure 1007(a)(3), the above-captioned debtor hereby provides the following name and address of the sole holder of its limited liability company interests:

Name and Address of Interest Holder	Percentage of Interests Held
ExGen Texas Power Holdings, LLC 10 South Dearborn Street, 49 th Floor Chicago, Illinois 60603	100%

Fill in this information to identify the case and this filing:

Debtor Name ExGen Texas Power, LLC

United States Bankruptcy Court for the: District of Delaware
(State)

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* List of Equity Security Holders

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

Executed on 11/07/2017
MM / DD / YYYY

/s/ David Rush
Signature of individual signing on behalf of debtor

David Rush
Printed name

Chief Restructuring Officer
Position or relationship to debtor