

Fill in this information to identify the case:

United States Bankruptcy Court for the Southern District of Texas

Case number (if known): 20-[] Chapter 11

Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

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 UTEX Industries, Inc.

2. All other names debtor used in the last 8 years UTEX Holding Inc.; UTEX Industries Inc.; Accuseal, UTEX/Accuseal do Brasil Representações e Serviços Ltda ("UTEX Brazil"); Applied Rubber Technology; CAM Specialty Products; Duraquest; Work Manufacturing; Amerifrac; SteelTex Fabricators LLC; Energy Products LLC; UTEX Industries UK Limited; Arefco Seals; UTEX Technologies SDN. BHD; UTEX Singapore Pte Ltd; Stephenson Precision Components; Arefco Special Products Ltd

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

3. Debtor's federal Employer Identification Number (EIN) 74-0959867

4. Debtor's address

Principal place of business	Mailing address, if different from principal place of business
<u>10810 Katy Freeway</u>	Number Street
Number Street	
<u>Suite 100</u>	P.O. Box
<u>Houston TX 77043</u>	City State ZIP Code
City State ZIP Code	
<u>Harris</u>	Location of principal assets, if different from principal place of business
County	Number Street
	City State ZIP Code

5. Debtor's website (URL) https://www.utexind.com/, https://www.epitulsa.com/

6. Type of debtor

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

Partnership (excluding LLP)

Other. Specify: _____

Debtor UTEX Industries, Inc.
Name

Case number (if known) 20-____ ()

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>.

3399 - Gasket, Packing, and Sealing Device Manufacturing

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

Check one:

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

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- The debtor is a debtor as defined in 11 U.S.C. § 1182(1). Its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000 **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any 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 _____ Case number _____
MM/ DD/ YYYY

If more than 2 cases, attach a separate list.

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

Debtor UTEX Industries, Inc.
Name

Case number (if known) 20-_____ ()

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

No

Yes

Debtor See Schedule 1 Relationship See Schedule 1
District Southern District of Texas When October 8, 2020
Case number, if known _____
MM / DD / YYYY

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

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

(on a consolidated basis with all affiliated debtors)

- 1-49
- 1,000-5,000
- 25,001-50,000
- 50-99
- 5,001-10,000
- 50,001-100,000
- 100-199
- 10,001-25,000
- More than 100,000
- 200-999

Debtor UTEX Industries, Inc.
Name

Case number (if known) 20-_____ ()

- | | | | |
|--|--|---|--|
| 15. Estimated assets
(on a consolidated basis with all affiliated debtors) | <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 |
-
- | | | | |
|---|--|--|---|
| 16. Estimated liabilities
(on a consolidated basis with all affiliated debtors) | <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 October 8, 2020
MM / DD / YYYY

x /s/ Pete T. Sanchez Pete T. Sanchez
Signature of authorized representative of debtor Printed name

Authorized Signatory
Title

18. Signature of attorney

x /s/ Alfredo R. Pérez Date October 8, 2020
Signature of attorney for debtor MM / DD / YYYY

Alfredo R. Pérez Matthew S. Barr; Ryan Preston Dahl
Printed Name

Weil, Gotshal & Manges LLP Weil, Gotshal & Manges LLP
Firm Name

700 Louisiana Street, Suite 1700 767 Fifth Avenue
Address

Houston, Texas 77002 New York, New York 10153
City/State/Zip

(713) 546-5000 (212) 310-8010
Contact Phone

alfredo.perez@weil.com matt.barr@weil.com;
Email Address ryan.dahl@weil.com

15776275 Texas
Bar Number State

Schedule 1**Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case, collectively, the “**Debtors**”) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of Texas. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure.

COMPANY
UTEX Industries, Inc.
RSH Utex Holdings, LLC
Industrial Sealing Solutions Holdings Inc.
UI Sealing Technologies Intermediate Holdings, Inc.
UTEX Holding, Inc.
Applied Rubber Technology, Inc.
CAM Specialty Intermediate Holdings, Inc.
CAM Specialty Products, Inc.
Duraquest, Inc.
Work Manufacturing, L.L.C.
Energy Products LLC
Arefco Seals, Inc.

**UNANIMOUS
WRITTEN CONSENT OF
THE GOVERNING BODIES OF
UTEX INDUSTRIES, INC.
APPLIED RUBBER TECHNOLOGY, INC.
CAM SPECIALTY INTERMEDIATE HOLDINGS, INC.
DURAQUEST, INC.
ENERGY PRODUCTS LLC
AREFCO SEALS, INC.
CAM SPECIALTY PRODUCTS, INC.
WORK MANUFACTURING, L.L.C.**

October 8, 2020

The required members of the board of directors, board of managers, or the sole member, as the case may be (as applicable, the “**Governing Body**”), of each of the entities referenced above (each, a “**Company**” and collectively, the “**Companies**”), do hereby consent to, adopt and approve, by unanimous written consent, the adoption of the following resolutions and authorize the taking of all actions contemplated hereby:

WHEREAS, each Company is a direct or indirect wholly-owned subsidiary of Utex Holding, Inc.;

WHEREAS, each Governing Body has considered and determined that taking the applicable actions set forth below are in the best interests of the each Company and, therefore, desires to approve the following resolutions.

NOW, THEREFORE, BE IT HEREBY

I. Commencement of Chapter 11 Cases

RESOLVED, that, with respect to each Company, its Governing Body has determined, after consultation with the management and the legal and financial advisors of such Company, that it is desirable and in the best interests of such Company to commence voluntary proceedings (a “**Chapter 11 Case**”) under chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “**Bankruptcy Code**”) in the Bankruptcy Court for the Southern District of Texas (the “**Bankruptcy Court**”);

RESOLVED, that any officer of the Company or their designee (each, an “**Authorized Person**”), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the applicable Company, to negotiate, execute, deliver, and file with the Bankruptcy Court, in the name and on behalf of such Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (collectively, the “**Chapter 11 Filings**”) (with such changes therein and additions thereto as any such Authorized Person may deem necessary, appropriate or

advisable, the execution and delivery of any of the Chapter 11 Filings by any such Authorized Person with any changes thereto to be conclusive evidence that any such Authorized Person deemed such changes to meet such standard); and be it further

RESOLVED, that any Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the applicable Company, to take and perform any and all further acts and deeds that such Authorized Person deems necessary, appropriate, or desirable in connection with such Company's Chapter 11 Case or the Chapter 11 Filings, including (a) the payment of fees, expenses, and taxes such Authorized Person deems necessary, appropriate, or desirable, and (b) negotiating, executing, delivering, performing, and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates or instruments (or any amendments or modifications thereto);

II. Retention of Advisors

RESOLVED, that, in connection with the Chapter 11 Cases, any Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the applicable Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers, and other professionals on behalf of such Company that such Authorized Person deems necessary, appropriate, or advisable in connection with, or in furtherance of, the Chapter 11 Cases, with a view to the successful prosecution of the Chapter 11 Cases (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard); and be it further

RESOLVED, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as counsel for each Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that the firm of Houlihan Lokey Capital, Inc., located at 100 Crescent Ct., Suite 900, Dallas, Texas, 75201, is hereby retained as investment banker for each Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that the firm of AlixPartners, LLP, located at 909 Third Avenue, New York, New York 10022, is hereby retained as financial advisor for each Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that the firm of Omni Agent Solutions, located at 5955 De Soto Avenue, Suite 100, Woodland Hills, California, 91367, is hereby retained as claims, noticing and solicitation agent, and administrative advisor for each Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that, with respect to each Company, any Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the applicable Company, to take and perform any and all further acts and deeds, including (a) the payment of any consideration, (b) the payment of fees, expenses and taxes such Authorized Person deems necessary, appropriate, or desirable, and (c) negotiating, executing, delivering, performing, and filing any and all documents, motions,

pleadings, applications, declarations, affidavits, schedules, statements, lists, papers, agreements, certificates or instruments (or any amendments or modifications thereto) in connection with the engagement of professionals contemplated by the foregoing resolutions (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard);

III. General

RESOLVED, that any Authorized Person is hereby authorized, empowered and directed, in the name and on behalf of each Company, to cause each Company to enter into, execute, deliver, certify, file and/or record, perform and approve any necessary public disclosures and filings related to, such documents, agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities and certificates as may be required in connection with filing the Chapter 11 Cases and retaining the advisors, and to take such other actions that in the judgment of the Authorized Person shall be or become necessary, proper or desirable in connection therewith; and be it further

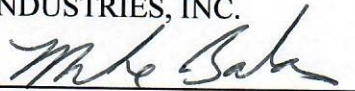
RESOLVED, that any actions taken by any Authorized Person, for or on behalf of any Company, prior to the date hereof that would have been authorized by these resolutions but for the fact that such actions were taken prior to the date hereof be, and they hereby are, authorized, adopted, approved, confirmed and ratified in all respects as the actions and deeds of the Company.

[Signature Pages to Follow]

IN WITNESS WHEREOF the undersigned have signed this Unanimous Written Consent as of the date first written above.

UTEX INDUSTRIES, INC.

By:



Name: Michael P. Balas
Title: Director

By:

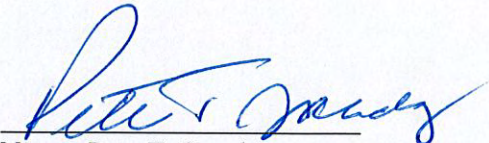


Name: Pete T. Sanchez
Title: Director


IN WITNESS WHEREOF the undersigned have signed this Unanimous Written Consent as of the date first written above.

UTEX INDUSTRIES, INC.

By: _____
Name: Michael P. Balas
Title: Director

By: 
Name: Pete T. Sanchez
Title: Director

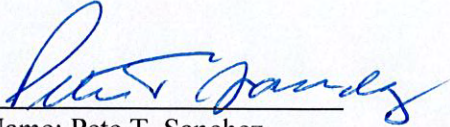
APPLIED RUBBER TECHNOLOGY, INC.

By: 
Name: Michael P. Balas
Title: Director

By: _____
Name: Pete T. Sanchez
Title: Director

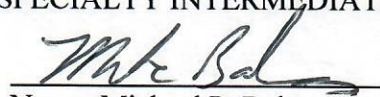
APPLIED RUBBER TECHNOLOGY, INC.

By: _____
Name: Michael P. Balas
Title: Director

By: 
Name: Pete T. Sanchez
Title: Director

CAM SPECIALTY INTERMEDIATE HOLDINGS, INC.


By:

A handwritten signature in black ink, appearing to read "Mike Balas", is written over a horizontal line.

Name: Michael P. Balas

Title: Director

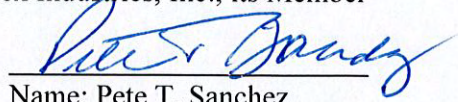
DURAQUEST, INC.

By: 
Name: Michael P. Balas
Title: Director

ENERGY PRODUCTS LLC

By: Utex Industries, Inc., its Member

By:

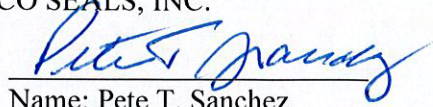
A handwritten signature in blue ink, appearing to read "Pete Sanchez", written over a horizontal line.

Name: Pete T. Sanchez

Title: Chief Financial Officer & Treasurer

AREFCO SEALS, INC.

By:



Name: Pete T. Sanchez

Title: Director

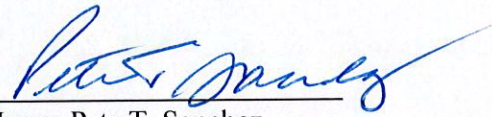
CAM SPECIALTY PRODUCTS, INC.

By: 
Name: Michael P. Balas
Title: Director

By: _____
Name: Pete T. Sanchez
Title: Director

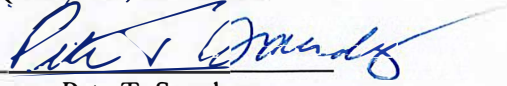
CAM SPECIALTY PRODUCTS, INC.

By: _____
Name: Michael P. Balas
Title: Director

By: 
Name: Pete T. Sanchez
Title: Director

WORK MANUFACTURING, L.L.C.

By: DuraQuest, Inc., its Member

By: 

Name: Pete T. Sanchez

Title: Chief Financial Officer & Treasurer

Fill in this information to identify the case:

Debtor name: UTEX Industries, Inc.
 United States Bankruptcy Court for the Southern District of Texas
 (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		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1 TNN Manufacturing Company Inc. Attn.: Camtu Doan 8330 West Little York Houston, Texas 77040	Attn.: Camtu Doan Phone: (713) 849-0062 Email: camtu@tnnmanufacturing.com	Trade Debt	C, U, D			\$884,772.00
2 Sandong Metal Industry Attn.: Chris Ryu 360 Dongbaek Ko Sandong Myeon Gumisi Gyeong Buk Gumi SI, GY	Attn.: Chris Ryu Phone: +82 54 977 2250 Email: smi@smi.co.kr	Trade Debt	C, U, D			\$526,249.00
3 SPM Flow Control Inc. Attn.: Steven Preenser P.O. Box 99395 Fort Worth, Texas 76108	Attn.: Steven Preenser Phone: (817) 935-7713 Email: steven.preenser@mail.weir	Trade Debt	C, U, D			\$284,391.00
4 Texas Machine-Tool International, LLC Attn.: Tina Wilson 600 Research Avenue Waco, Texas 60016-3402	Attn.: Tina Wilson Phone: (254) 412-0512 Email: tina.wilson@tmiusa.com	Trade Debt	C, U, D			\$279,602.00
5 Zeon Chemicals L.P. Attn.: Betty Clark 7873 Soluton Center Chicago, Illinois 40211	Attn.: Betty Clark Phone: (800) 735-3388 Email: betty.clark@zeonchemicals.com	Trade Debt	C, U, D			\$242,707.00
6 C&W International Fabricators, LLC Attn.: Chris Carroll 5855 Cunningham Road Houston, Texas 77041	Attn.: Chris Carroll Phone: (936) 697-4557 Email: chris.carroll@cwifab.net	Trade Debt	C, U, D			\$236,848.00
7 Lowrance Machine Shop Attn.: Janet Hudson 13510 East Hardy Road Houston, Texas 77039	Attn.: Janet Hudson Phone: (281) 449-6524 Email: janet@lowrancemachine.com	Trade Debt	C, U, D			\$166,803.00

UTEX Industries, Inc.

Case number (if known)

Name

	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		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
8	Victrex USA, Inc. Attn.: Barbara Freeth P.O. Box 409293 Atlanta, Georgia 19428	Attn.: Barbara Freeth Phone: (484) 342-6027 Email: barbara.freeth@victrex.com	Trade Debt	C, U, D			\$137,020.00
9	Majestic Transportation Attn.: Megan Parmer 25025 Interstate 45, Ste. 210 The Woodlands, Texas 77380	Attn.: Megan Parmer Phone: (281) 869-8031 Email: mparmer@mjaq.com	Trade Debt	C, U, D			\$124,586.00
10	Surface Engineering Attn.: Kayla Sauter 2895 46th Ave N St. Petersburg, Florida 33714	Attn.: Kayla Sauter Phone: (727) 528-3734 Email: ar@surfaceengineering.com	Trade Debt	C, U, D			\$89,100.00
11	Dura-Bar Attn.: Christine Jackson P.O. Box 93070 Chicago, Illinois 60098	Attn.: Christine Jackson Phone: (815) 206-7051 Email: cjackson@dura-bar.com	Trade Debt	C, U, D			\$81,080.00
12	MSC Industrial Supply Co. Attn.: Customer Service P.O. Box 953635 St. Louis, Missouri 77274	Attn.: Customer Service Phone: (800)-645-7270 Email: mscindustrialsupply@msdirect.com	Trade Debt	C, U, D			\$78,163.00
13	FRISA Attn.: Elsie Sofia Flores Bray P.O. Box 671256 Dallas, Texas 75267-1256	Attn.: Elsie Sofia Flores Bray Phone: +52 81 8153 0300 ext. 2007 Email: elsie.flores@frisa.com	Trade Debt	C, U, D			\$69,871.00
14	Jiangsu Oruid Petroleum Machinery Co., Ltd. Attn.: Cindy Jiang No. 888, Yanqiao Rd. Hi-Tech Economic Zone Jianhu County, JIANGSU	Attn.: Cindy Jiang Phone: 86-515-80680559 Email: cindy.jiang@oruid.com.cn	Trade Debt	C, U, D			\$69,266.00
15	Southern Industrial Fabrics Attn.: Lisa Champion Attn.: Rodney Wiggins P.O. Box 1174 Ringgold, Georgia 30741	Attn.: Lisa Champion Phone: (706) 861-0111 Email: siflisa@comcast.net Attn.: Rodney Wiggins Phone: (706) 861-0111 Email: sifrodney@comcast.net	Trade Debt	C, U, D			\$66,641.00
16	Machine Specialties Co., Inc. Attn.: Kristin Kinnear 117 Coad St. Fort Worth, Texas 76140	Attn.: Kristin Kinnear Phone: (817) 293-3488 Email: kristin.msc@att.net	Trade Debt	C, U, D			\$58,420.00
17	Aviva Metals, Inc. Attn.: Lowell Hunter P.O. Box 679229 Dallas, Texas 77008	Attn.: Lowell Hunter Phone: (713) 417-0477 Email: lhunter@avivametals.com	Trade Debt	C, U, D			\$55,227.00

UTEX Industries, Inc.

Case number (if known)

Name

	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
18	International Technology & Mfg., Corp. Attn.: Bruce Whitney P.O. Box 529 Pattison, Texas 77041	Attn.: Bruce Whitney Phone: (713) 849-0800 Email: brucewhitney@itmcorp.net	Trade Debt	C, U, D			\$54,642.00
19	Maudlin Products Attn.: Becky Sprague 1929 TX-146 Kemah, Texas 77565	Attn.: Becky Sprague Phone: (281) 532-7275 Email: bsprague@mw-ind.com	Trade Debt	C, U, D			\$52,649.00
20	Union Electric Steel Corp. Attn.: Chris Rios P.O. Box 643484 Pittsburgh, Pennsylvania 15106	Attn.: Chris Rios Phone: (412) 429-7655 Email: crios@uniones.com	Trade Debt	C, U, D			\$52,055.00
21	Nextgen Compounding L.L.C. Attn.: Robin Breving 2901 Eagle Dr. Grand Prairie, Texas 75052	Attn.: Robin Breving Phone: (972) 602-9717 Email: robin@ngcnow.com	Trade Debt	C, U, D			\$49,173.00
22	J D & Company Attn.: Amy Hiett P.O. Box 818 Cleburne, Texas 76031	Attn.: Amy Hiett Phone: (817) 645-5644 Email: dcustommix@sbcglobal.net	Trade Debt	C, U, D			\$47,640.00
23	Gulf Coast Spring Company Attn.: Donna Kroll P.O. Box 430938 Houston, Texas 77080	Attn.: Donna Kroll Phone: (713) 461-5092 Email: gulfcoastspring@comcast.net	Trade Debt	C, U, D			\$47,306.00
24	P & W Sales Attn.: Accounting 405 N. Hwy. 135 Kilgore, Texas 75662	Attn.: Accounting Phone: (903) 984-2102 Email: accounting@p-wsales.com	Trade Debt	C, U, D			\$39,870.00
25	Pinnacle Elastomeric Technology Attn.: Susan Alexander 5272 Mountain Center Plaza Lula, Georgia 30554	Attn.: Susan Alexander Phone: (903) 594-7232 Email: susan.alexander@pinnacleelastomers.com	Trade Debt	C, U, D			\$39,498.00
26	Pitney Bowes Global Financial Services Attn.: Customer Service P.O. Box 371887 Pittsburgh, Pennsylvania 30741-8364	Attn.: Customer Service Phone: (844) 256-6444 Email: supportemail@pb.com	Trade Debt	C, U, D			\$39,196.00
27	Fluorogistx CT, LLC Attn.: Nathan Fredette P.O. Box 10063 Albany, New York 19807	Attn.: Nathan Fredette Phone: (302) 479-7614 Email: nathan.fredette@fluorogistx.com	Trade Debt	C, U, D			\$38,254.00
28	JDS Technologies Attn.: Diane Slaven P.O. Box 5240 Oneida, Tennessee 37841	Attn.: Diane Slaven Phone: (423) 286-6190 Email: dslaven@jds-tech.com	Trade Debt	C, U, D			\$38,051.00

UTEX Industries, Inc.
Name

Case number (if known)

	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
29	Salem Tools, Inc. Attn.: Molly Gaughran P.O. Box 601279 Charlotte, North Carolina 77010	Attn.: Molly Gaughran Phone: (855) 882-2437 Email: mguild@salemtools.com	Trade Debt	C, U, D			\$37,468.00
30	Ram Alloys, LLC Attn.: Nancy Miguel Dept. 191 P.O. Box 4458 Houston, Texas 77041	Attn.: Nancy Miguel Phone: (713) 466-1890 Email: nsanmiguel@ramalloys.com	Trade Debt	C, U, D			\$37,029.00

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

In re:	§	
	§	Chapter 11
UTEX INDUSTRIES, INC., et al.,	§	
	§	Case No. 20-_____ (___)
Debtors.¹	§	
	§	(Joint Administration Requested)
	§	

**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT
PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1**

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, attached hereto as **Exhibit A** is an organizational chart reflecting all of the ownership interests in UTEX Industries, Inc. (“**UTEX Industries**”) and its affiliated debtors (the “**Affiliated Debtors**”), as proposed debtors and debtors in possession (collectively, the “**Debtors**”). The Debtors respectfully represent as follows:

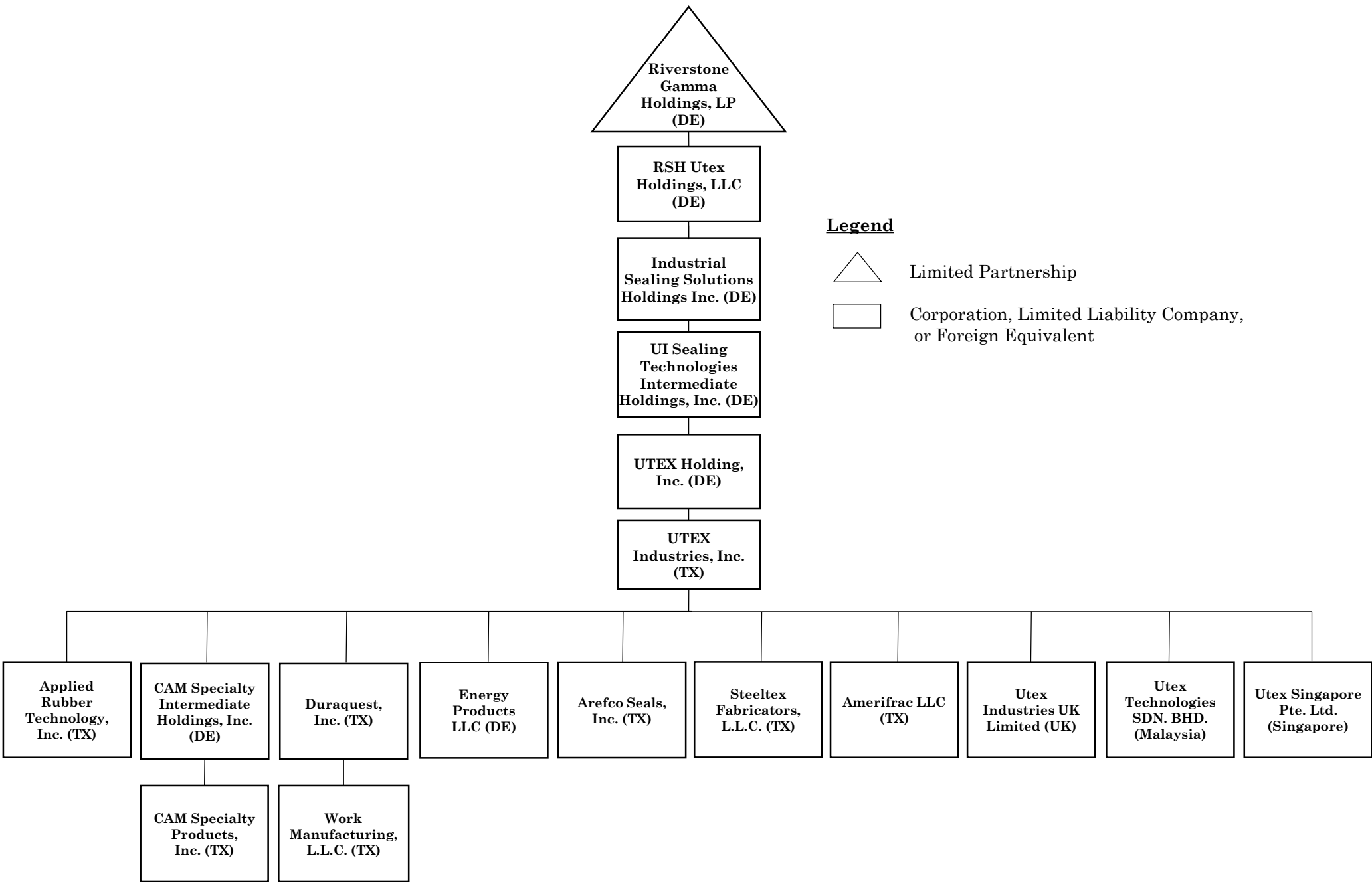
1. Each Debtor listed in **Exhibit A** is 100% owned by its direct parent unless otherwise noted.
2. Riverstone Gamma Holdings, LP owns a 100% equity interest in RSH Utex Holdings, LLC (“**RSH Utex**”).
3. RSH Utex owns a 100% equity interest in Industrial Sealing Solutions Holdings Inc. (“**Industrial Sealing**”).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: UTEX Industries, Inc. (9867), RSH Utex Holdings, LLC (4048), Industrial Sealing Solutions Holdings Inc. (0104), UI Sealing Technologies Intermediate Holdings, Inc. (9553), UTEX Holding, Inc. (8260), Applied Rubber Technology, Inc. (1790), CAM Specialty Intermediate Holdings, Inc. (9099), CAM Specialty Products, Inc. (8342), Duraquest, Inc. (7017), Work Manufacturing, L.L.C. (5341), Energy Products LLC (8160), and Arefco Seals, Inc. (5258). The Debtors’ mailing address is 10810 Katy Freeway, Suite 100, Houston, TX 77043.

4. Industrial Sealing owns a 100% equity interest in UI Sealing Technologies Intermediate Holdings, Inc. (“**UI Sealing**”).
5. UI Sealing owns a 100% equity interest in UTEX Holding, Inc. (“**UTEX Holding**”).
6. UTEX Holding owns a 100% equity interest in UTEX Industries.
7. UTEX Industries owns a 100% equity interest in each of the following entities:
 - a. Applied Rubber Technology, Inc.
 - b. CAM Specialty Intermediate Holdings, Inc. (“**CAM Intermediate**”)
 - c. Duraquest, Inc. (“**Duraquest**”)
 - d. Energy Products LLC
 - e. Arefco Seals, Inc.
 - f. Steeltex Fabricators, L.L.C.
 - g. Amerifrac LLC
 - h. UTEX Industries UK Limited
 - i. UTEX Technologies SDN. BHD.
 - j. UTEX Singapore Pte. Ltd.
8. CAM Intermediate owns a 100% equity interest in CAM Specialty Products, Inc.
9. Duraquest owns a 100% equity interest in Work Manufacturing, L.L.C.

Exhibit A

Organizational Chart



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

In re:	§	
	§	Chapter 11
UTEX INDUSTRIES, INC.,	§	
	§	Case No. 20-_____ (___)
Debtor.	§	
	§	(Joint Administration Requested)
	§	

LIST OF EQUITY HOLDERS PURSUANT TO FED. R. BANKR. P. 1007(a)(3)¹

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all holders having a direct or indirect ownership interest, of the above-captioned debtor in possession.

Check applicable box:

- There are no equity security holders or corporations that directly or indirectly own 10% or more of any class of the debtor’s equity interest.
- The following are the debtor’s equity security holders (list holders of each class, showing the number and kind of interests registered in the name of each holder, and the last known address or place of business of each holder):

Name and Last Known Address of Equity Interest Holder	Kind/Class of Interest	Percentage of Interests Held
UTEX Holding, Inc. 10810 Katy Freeway, Suite 100 Houston, Texas 77043	Common Stock	100%

¹ This list serves as the required disclosure by the Debtor pursuant to Rule 1007 of the Federal Rules of Bankruptcy Procedure. All equity positions listed are as of the date of commencement of the chapter 11 cases.

Fill in this information to identify the case:

Debtor name: UTEX Industries, Inc.
 United States Bankruptcy Court for the Southern District of Texas
 (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 Corporate Ownership Statement and List of Equity Holders

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

Executed on October 8, 2020
 MM / DD /YYYY

X /s/ Pete T. Sanchez
 Signature of individual signing on behalf of debtor

Pete T. Sanchez
 Printed name

Authorized Signatory
 Position or relationship to debtor