

**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 La Paloma Generating Company, 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) 52-2129359

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>1760 Skyline Road</u> Number Street _____ <u>McKittrick CA 93251</u> City State ZIP Code _____ <u>Kern</u> County	<u>1700 Pennsylvania Avenue, NW, Suite 800</u> Number Street _____ P.O. Box _____ <u>Washington DC 20006</u> City State ZIP Code _____ Location of principal assets, if different from principal place of business _____ Number Street _____ _____ City State ZIP Code

5. Debtor's website (URL) N/A

6. Type of debtor

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
 Partnership (excluding LLP)  
 Other. Specify: \_\_\_\_\_

Debtor La Paloma Generating Company, 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>.

NAICS Code 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 \$2,490,925 (amount subject to adjustment on 4/01/16 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 \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

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 attached Schedule 1 Relationship \_\_\_\_\_  
District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY

Case number, if known \_\_\_\_\_

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

Debtor La Paloma Generating Company, 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 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 La Paloma Generating Company, 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

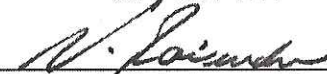
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

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 to the best of my information and belief.

Executed on 12/06/16  
MM / DD / YYYY

x   
Signature of authorized representative of debtor

Niranjn Ravindran  
Printed name

Title Authorized person

18. Signature of attorney

x   
Signature of attorney for debtor

Date 12/6/16  
MM / DD / YYYY

Mark D. Collins (2981)  
Jason M. Madron (4431)  
Printed Name

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

One Rodney Square, 920 N. King St.  
Number Street

Wilmington  
City

DE 19801  
State ZIP Code

(302) 651-7700  
Contact Phone

collins@rlf.com; madron@rlf.com  
Email address

Mark D. Collins (2981); Jason M. Madron (4431)  
Bar number

DE  
State

**Schedule 1**

Pending Bankruptcy Cases Filed by an Affiliate of the Debtor

<b>Debtor</b>	<b>Relationship</b>	<b>District</b>	<b>Date</b>	<b>Case No.</b>
La Paloma Acquisition Co, LLC	Affiliate	Delaware	12/6/2016	Pending
CEP La Paloma Operating Company, LLC	Affiliate	Delaware	12/6/2016	Pending

Execution Copy

**WRITTEN CONSENT OF THE MEMBER OF  
LA PALOMA GENERATING COMPANY, LLC**

December 6, 2016

The undersigned, being the sole member (the "Member") of La Paloma Generating Company, LLC, a Delaware limited liability company (the "Company"), and holding, in the aggregate, 100% of the Membership Interests (as defined in the Company's Third Amended and Restated Limited Liability Company Agreement, dated as of August 16, 2005 (the "Operating Agreement")), does hereby adopt, by this written consent pursuant to Section 5.4 of the Operating Agreement, and direct that this written consent be filed with the minutes of the Company.

**I. Chapter 11 Cases**

**WHEREAS**, the Member has considered the business and financial conditions and results of operations of the Company as of December 6, 2016, including the assets and liabilities of the Company and its affiliates; and

**WHEREAS**, the Member, in consultation with the Company's financial and legal advisors, has determined that it is desirable and in the best interests of the Company and its creditors, stakeholders, and other interested parties that the Company file a petition seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code").

**NOW, THEREFORE, BE IT RESOLVED**, that the Company is authorized and empowered to file a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code;

**RESOLVED**, that any one or more persons designated as an "Authorized Person" by CEP La Paloma Operating Company, LLC, as Manager of the Company, (each an "Authorized Person" and collectively, the "Authorized Persons") are authorized and empowered, in the name and on behalf of the Company, to execute and verify all petitions under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") and to commence any ancillary or related proceedings as may be necessary or appropriate to effectuate the restructuring of the Company and its affiliates and to execute, verify, and cause to be filed all documents in furtherance thereof, at such time as such Authorized Person executing the same shall determine;

**RESOLVED**, that in connection with the commencement of the chapter 11 cases by the Company, each Authorized Person is authorized and empowered to negotiate, execute, and deliver such notes, security, and other agreements and instruments as such Authorized Person considers appropriate to enable the Company to utilize cash collateral on the terms and conditions such Authorized Person executing the same may consider necessary, proper, or desirable, and to consummate the transactions contemplated by such notes, security, or other agreements and instruments on behalf of the Company, subject to Bankruptcy Court approval; and

**RESOLVED**, that each Authorized Person is authorized and empowered, in the name and on behalf of the Company, to negotiate, enter into, execute, deliver, certify, file, record, and perform, or cause to be negotiated, entered into, executed, delivered, certified, filed, recorded, and performed, any and all petitions, schedules, lists, motions, certifications, agreements, instruments, affidavits, acknowledgments, applications, including, without limitation, applications for approvals or rulings of governmental or regulatory authorities, pleadings, or other documents and to take, or cause to be taken, such other actions, as in the judgment of such Authorized Person shall be or become necessary, advisable, proper, or desirable in connection with the Company's chapter 11 case, such Authorized Person's performance of any such act and his or her execution and delivery of any such document, agreement, or instrument to be conclusive evidence of the Authorized Person's approval thereof, provided however that nothing in the foregoing resolutions is intended to amend or modify the Operating Agreement or the Member's Amended and Restated Limited Liability Company Agreement, dated as of August 16, 2005, as amended.

## **II. Retention of Advisors**

**WHEREAS**, the Member has determined, in the good-faith exercise of its reasonable business judgment, that it is desirable and in the best interests of the Company and its creditors, stakeholders, and other interested parties for the Company to engage O'Melveny & Myers LLP as attorneys for the Company in connection with the chapter 11 case, subject to Bankruptcy Court approval;

**WHEREAS**, the Member has determined, in the good-faith exercise of its reasonable business judgment, that it is desirable and in the best interests of the Company and its creditors, stakeholders, and other interested parties for the Company to engage Richards, Layton & Finger, P.A. as local Delaware counsel for the Company in connection with the chapter 11 case, subject to Bankruptcy Court approval;

**WHEREAS**, the Member has determined, in the good-faith exercise of its reasonable business judgment, that it is desirable and in the best interests of the Company and its creditors, stakeholders, and other interested parties for the Company to engage Curtis, Mallet-Prevost, Colt & Mosle LLP as conflicts counsel for the Company in connection with the chapter 11 case, subject to Bankruptcy Court approval; and

**WHEREAS**, the Member has determined, in the good-faith exercise of its reasonable business judgment, that it is desirable and in the best interests of the Company and its creditors, stakeholders, and other interested parties for the Company to engage Jefferies LLC as financial advisor and investment banker for the Company in connection with the chapter 11 case, subject to Bankruptcy Court approval.

**NOW, THEREFORE, BE IT RESOLVED**, that the Company is authorized to engage O'Melveny & Myers LLP as attorneys for the Company in connection with the chapter 11 case, subject to Bankruptcy Court approval;

**RESOLVED**, that the Company is authorized to engage Richards, Layton & Finger, P.A. as local Delaware counsel for the Company in connection with the chapter 11 case, subject to Bankruptcy Court approval;

**RESOLVED**, that the Company is authorized to engage Curtis, Mallet-Prevost, Colt & Mosle LLP as conflicts counsel for the Company in connection with the chapter 11 case, subject to Bankruptcy Court approval; and

**RESOLVED**, that the Company is authorized to engage Jefferies LLC as financial advisor and investment banker for the Company in connection with the chapter 11 case, subject to Bankruptcy Court approval.

### **III. General Authority to Implement Foregoing Resolutions**

**RESOLVED**, that the omission from these resolutions of any agreement, document, or other arrangement contemplated by any of the agreements, documents, or instruments described in the foregoing resolutions or any action to be taken in accordance with any requirement of any of the agreements, documents, or instruments described in the foregoing resolutions shall in no manner derogate from the authority of the Authorized Persons to take all actions necessary, desirable, advisable, or appropriate to consummate, effectuate, carry out, or further the transactions contemplated by, and the intent and purposes of, the foregoing resolutions;

**RESOLVED**, that all prior lawful actions taken by any Authorized Person or any member, legal counsel, or other representative of the Company, in the name and on behalf of the Company, in connection with the matters described in, and within the authority conferred by, the foregoing resolutions are authorized, ratified, and confirmed;


**RESOLVED**, that any one or more Authorized Persons and any one or more members, legal counsel, and other representatives of the Company are authorized to prepare, execute, deliver, and file any and all other documents and instruments or cause such documents and instruments to be prepared, executed, delivered, and filed, and to take any and all other lawful actions or cause such actions to be taken, in the name and on behalf of the Company, that any such person may determine to be necessary or appropriate to implement the intent and purposes of the foregoing resolutions and the actions described therein.

*[Remainder of Page Intentionally Left Blank]*



IN WITNESS WHEREOF, the undersigned Member of the Company has duly executed this Written Consent as of the date set forth above:

LA PALOMA ACQUISITION CO, LLC

By:   
Name: NIRANTHAN RAVINDRAN  
Title: AUTHORIZED OFFICER  
Date: 12/06/2016

[SIGNATURE PAGE TO LA PALOMA GENERATING COMPANY, LLC CONSENT]

**Fill in this information to identify the case and this filing:**Debtor Name La Paloma Generating Company, LLC

United States Bankruptcy Court for the District of Delaware

Case number (if known): \_\_\_\_\_

**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders**

04/16

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 the claim (for example, trade debts, bank loans, professional services, and	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	Bank of America, N.A.	101 N. Tryon Street Charlotte, NC 28255 Attn: Johnathon T. Clarke Fax: (704) 719-8839 johnathon.clark@bam1.com	Bank Loan		\$294,353,494	—	—
2	SunTrust Bank	303 Peachtree Street, N.E., 25th Floor Atlanta, Georgia 30308 Attn: Doug Wertz Fax: (404) 221-2001 Agency.Services@SunTrust.com	Bank Loan		\$110,000,000	—	—
3	Bank of America, N.A.	101 N. Tryon Street Charlotte, NC 28255 Attn: Johnathon T. Clarke Fax: (704) 719-8839 johnathon.clark@bam1.com	Bank Loan		\$35,000,000	—	—
4	Alstom Power Inc.	2800 Waterford Lake Drive Midlothian, VA 23112 Attn: Mickey Kirby Fax: 804-763-2193 Mickey.kirby@ge.com	Trade Debt				\$1,898,857.96
5	West Kern Water District	800 Kern Street Taft, CA 93268 Attn: Harry Starkey Fax: 661-765-4271 Harry@WKWD.org	Trade Debt				\$1,084,590.88

Debtor La Paloma Generating Company, LLC  
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	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
6	Kern County Tax Collector	1115 Truxton Avenue, 2nd Fl. Bakersfield, CA 93302-0580 Fax: 661-868-3409 2ServU@Co.Kern.CA.US	Taxes				\$933,838.40
7	NAES Corporation	1180 NW Maple Street, Suite 200 Issaquah, WA 98027 Attn: Nausher Khan Fax: 425-961-4646	Trade Debt				\$684,208.17
8	State of California Air Resources Board	PO Box 1436 Sacramento, CA 95812-1436	Regulatory				\$557,748.79
9	Afco Credit Corp.	5600 North River Road Suite 400 Rosemont, IL 60018-5187	Services				\$228,920.67
10	Bracewell & Giuliani	711 Louisiana Street, Ste 2300 Houston, Texas 77002-2770 Attn: Ryan Holcomb Fax: 800-404-3970	Services				\$131,198.10
11	Advanced Filtration Concepts	P.O. Box 80759 Rancho Santa Margarita, CA 92688	Trade Debt				\$102,320.62
12	Ashland/Drew Industrial	3 Beaver Valley Road, Suite 500 Wilmington, DE 19803 Fax: 520-293-6953	Trade Debt				\$82,404.00
13	Argo Chemical Products	303933 Imperial Street Shafter, CA 93263	Trade Debt				\$57,409.79
14	Greenberg Traurig, LLP	3161 Michelson Drive, Suite 1000 Irvine, CA 92612-4410	Services				\$44,110.10
15	Energy Management Solutions	16022 Joseph Phelps Ave. Bakersfield, CA 93314	Trade Debt				\$43,032.50
16	Caltrol, Inc.	P.O. Box 844705 Los Angeles, CA 90084-4705	Trade Debt				\$42,225.41

Debtor La Paloma Generating Company, LLC  
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	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
17	Ionics Ultrapure Water Corp.	3050 Pegasus Road Bakersfield, CA 93308 Fax: 661-589-1342	Trade Debt			\$41,079.92	
18	Power Scaffold Services	157 E. Terrace Way Bakersfield, CA 93307 Fax: 661-393-7515	Trade Debt			\$39,223.35	
19	Delta Testing Services, Inc.	P.O. Box 10034 Bakersfield, CA 93389	Services			\$33,427.00	
20	Pacific Gas & Electric Company	P.O. Box 997300 Sacramento, CA 95899-7300	Trade Debt			\$31,024.47	
21	Pro Safety & Rescue, Inc.	4310 Whitegate Ave. Bakersfield, CA 93309	Trade Debt			\$27,060.00	
22	BMI Mechanical, Inc.	P.O. Box 279 Tulare, CA 93275	Trade Debt			\$22,072.00	
23	Naftex Arm LLC	1900 Ave Of The Stars, Ste 2450 Los Angeles, CA 90067	Trade Debt			\$21,898.94	
24	St. Power Services Consultants, LLC	8318 Hampton Crest Circle Chesterfield, VA 23832	Services			\$20,806.02	
25	Wesco Distribution, Inc.	P.O. Box 31001-0465 Pasadena, CA 91110-0465	Services			\$19,606.18	
26	Precision Pump & Machine	19234 Flightpath Way Bakersfield, CA 93308 Fax: 661-392-0330	Trade Debt			\$19,128.11	
27	AEC Powerflow, LLC	100 SW Scherer Road Lee's Summit, MO 64082	Trade Debt			\$18,541.21	
28	Airgas West	6940 Meany Ave Bakersfield, CA 93308-5145 Fax: 661-391-0244	Trade Debt			\$14,833.42	
29	Precision Air Systems, Inc.	4808 Ortiz Court, BLDG C Bakersfield, CA 93308 Fax: 661-631-2296	Trade Debt			\$13,491.66	
30	Paul Hastings LLP	55 Second Street, 24th Floor San Francisco, CA 94105 Attn: Peter Weiner Fax: 415-856-7100 peterweiner@paulhastings.com	Services			\$12,910.53	

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

Debtor Name La Paloma Generating Company, 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** **04/16**

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.

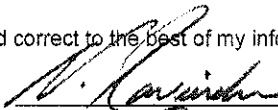
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- 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 \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct to the best of my information and belief.

Executed on 12/06/2016  
MM/DD/YYYY

X



Signature of individual on behalf of debtor

Niranjana Ravindran  
Printed name

Authorized Person  
Position or relationship to debtor

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

	X	
In re:	:	Chapter 11
LA PALOMA GENERATING COMPANY, LLC,	:	Case No. 16-_____ ( )
Debtors.	:	Joint Administration Requested

**CORPORATE OWNERSHIP STATEMENT**

Pursuant to Bankruptcy Rules 1007(a)(1) and 7007.1, the following is a list of any corporation, other than a governmental unit, that directly or indirectly owns 10% or more of any class of equity interests in the above-captioned debtor.

Debtor	Direct Owner(s)	Indirect Owners <sup>1</sup>
La Paloma Generating Company, LLC	La Paloma Acquisition Co, LLC	1) Blocker (La Paloma), LLC 2) RC La Paloma Holdings, LLC 3) Solus Entities <sup>2</sup> 4) Credit Suisse Securities (USA) LLC

<sup>1</sup> The entities listed below include entities that manage multiple direct or indirect owners who, in the aggregate, own 10% or more of any class of equity interests in the Debtors.

<sup>2</sup> The Solus Entities consist of: SOLA Energy Funding Corporation, LaPal Investment Corp., SOLA Energy Funding LLC, and Solus Core Opportunities LP.

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

Debtor Name La Paloma Generating Company, 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** **04/16**

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.

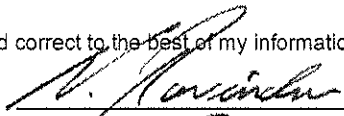
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- 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 to the best of my information and belief.

Executed on 12/06/2016  
MM/DD/YYYY

X

  
\_\_\_\_\_  
Signature of individual on behalf of debtor

Niranjian Ravindran  
Printed name

Authorized Person  
Position or relationship to debtor

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

	X	
In re:	:	Chapter 11
LA PALOMA GENERATING COMPANY, LLC,	:	Case No. 16-_____ ( )
Debtors.	:	Joint Administration Requested

**LIST OF EQUITY SECURITY HOLDERS**

Pursuant to Bankruptcy Rule 1007(a)(3), the following is a list of entities holding an interest in the above-captioned debtor.

Name and Last Known Address or Place of Business Holder	Nature of Interest Held	Amount of Interest Held
La Paloma Acquisition Co, LLC	Membership Interest	100%



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

Debtor Name La Paloma Generating Company, 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** **04/16**

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.

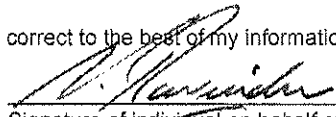
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- 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 to the best of my information and belief.

Executed on 12/06/2016  
 MM/DD/YYYY

X

  
 Signature of individual on behalf of debtor

Niranjana Ravindran  
 Printed name

Authorized Person  
 Position or relationship to debtor