

**UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA**

Voluntary Petition

Name of Debtor (If Individual, enter Last, First, Middle): Energy and Power Solutions, Inc.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names): EPS Corp.	All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all): 20-0801235	Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all):
Street Address of Debtor (No. & Street, City, State, & Zip Code): 150 Paularino Ave, Suite A-120 Costa Mesa, CA	Street Address of Debtor (No. & Street, City, State, & Zip Code):
Zip Code 92626	Zip Code
County of Residence or of the Principal Place of Business: Orange	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Debtor (if different from street address):
Zip Code	Zip Code

Location of Principal Assets of Business Debtor (if different from street address above):

Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (included Joint Debtors) See Exhibit D on page 2 of this form. <input checked="" type="checkbox"/> Corporation (included LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entitled, check this box and provide the information requested below.) State type of entity:	Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. §101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> other <hr/> Tax-Exempt Entity (Check one box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which The Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 15 for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <hr/> Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. §101(8) as "incurred by an individual primarily for a personal, family, or house-hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
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Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (Applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. §101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. §101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 01/01/13 and every three years thereafter). <hr/> Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. §1126(b)
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Statistical/Administrative Information

Debtor estimates that funds will be available for distribution to unsecured creditors.
 Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number										
Of Creditors	1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	Over 100,000
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Estimated Assets										
\$0-\$50,000	\$50,001-\$100,000	\$100,001-\$500,000	\$500,001-\$1 million	\$1,000,001-\$10 Million	\$10 Million-\$50 million	\$50 million-\$100 Million	\$100 Million-\$500 Million	\$500 Million-\$1 Billion	\$1 Billion-\$500,000,001-	More \$1 Billion
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Estimated Debts										
\$0-\$50,000	\$50,001-\$100,000	\$100,001-\$500,000	\$500,001-\$1 million	\$1,000,001-\$10 Million	\$10 Million-\$50 million	\$50 million-\$100 Million	\$100 Million-\$500 Million	\$500 Million-\$1 Billion	\$1 Billion-\$500,000,001-	More \$1 Billion
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

THIS SPACE FOR
COURT USE ONLY

Voluntary Petition
 (This page must be completed and filed in every case)

Name of Debtor(s): **Energy and Power Solutions, Inc.**

Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)

Location Where Filed: **None**
 Location Where Filed:

Case Number:
 Case Number:

Date Filed:
 Date Filed:

Pending Bankruptcy Case Filed by an Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: **See attached**

Case Number:

Date Filed: **Concurrently**

District:

Relationship:

Judge:

Exhibit "A"
 (To be completed if debtor is required to file periodic reports, e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or (15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11)
 Exhibit A is attached and made a part of this petition.

Exhibit "B"
 (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. §342(b)
 X _____
 Signature of Attorney for Debtor(s) Date

Exhibit C
 Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?
 Yes, and Exhibit "C" is attached and made a part of this petition
 No.

Exhibit D
 (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D).
 Exhibit D completed and signed by the debtor is attached and made a part of this petition.
 If this is a joint petition:
 Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue
 (Check any applicable box)
 Debtor has been domiciled or has had a residence, 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.
 There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
 Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding (in a federal or state court) in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Statement by a Debtor Who Resides as a Tenant of Residential Property
 Check all applicable boxes

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following)

 (Name of landlord that obtained judgment)

 (Address of landlord)
 Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
 Debtor has included in this petition the deposit with the court for any rent that would become due during the 30-day period after the filing of the petition.
 Debtor certified that he/she has served the Landlord with this certification. (11 U.S.C. §362(1)).

Voluntary Petition
(This page must be completed and filed in every case)

Name of Debtor(s):
Energy and Power Solutions, Inc.

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of the title 11, United States Code, specified in this petition.

X _____
(Signature of Debtor)

(Signature of Joint Debtor)

Telephone and Fax Number (if not represented by attorney)
Date: _____

Signature of a Foreign Representative of a Recognized Foreign Proceedings

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign main proceeding, and that I am authorized to file this petition. (Check one box)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.


Pursuant to 11 U.S.C. §1515, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition is attached

X _____
(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

(Date)

Signature of Attorney

X  _____
Signature of Attorney for Debtor(s)
Garrick A. Hollander
Printed Name of Attorney for Debtor
Winthrop Couchot Professional Corporation
Firm Name
860 Newport Center Drive, 4th Floor
Newport Beach, CA 92660

Telephone: 949-720-4100

Date: September 23, 2011 Bar No. 166316

Signature of Non-Attorney Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§110(b), 110(h), and 342(b); and (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. §110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19B is attached.


Printed Name and title, if any, of Bankruptcy Petition Preparer

Social Security number (if the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. §110.)

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

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

X  _____
Signature of Authorized Individual
Peter B. Ludlum
Printed Name of Authorized Individual
Chief Financial Officer
Title of Authorized Individual
Date: September 23, 2011

Address

X _____
Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.

Names and Social Security numbers for all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provision of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §156.

ADDENDUM TO PETITION

PENDING CHAPTER 11 CASES OF RELATED ENTITIES

The following entities are concurrently filing Chapter 11 petitions

Energy and Power Solutions, Inc., a Delaware corporation	NEC-EPS Holding LLC, a Delaware limited liability company
COI Energy Center, LLC, a Delaware limited liability company	Franklin Energy Center, LLC, a Delaware limited liability company
Lynn Energy Center, LLC, a Delaware limited liability company	DairyGen, LLC, a California limited liability company

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Garrick A. Hollander - State Bar No. 166316 WINTHROP COUCHOT PROFESSIONAL CORPORATION 660 Newport Center Drive, Fourth Floor Newport Beach, CA 92660 Telephone: (949) 720-4100/Facsimile: (949)720-4111 <input checked="" type="checkbox"/> <i>Attorney for: Debtor</i>	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: Energy and Power Solutions, Inc. <div style="text-align: right;">Debtor.(s).</div>	CASE NO.: CHAPTER: 11 ADV. NO.:

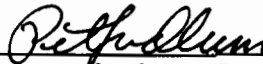
**ELECTRONIC FILING DECLARATION
(CORPORATION/PARTNERSHIP)**

- Petition, statement of affairs, schedules or lists
- Amendments to the petition, statement of affairs, schedules or lists
- Other: _____

Dated Filed: concurrently
 Dated Filed: _____
 Dated Filed: _____

PART I - DECLARATION OF AUTHORIZED SIGNATORY DEBTOR OR OTHER PARTY

I, the undersigned, hereby declare under penalty of perjury that: (1) I have been authorized by the Debtor or other party on whose behalf the above-referenced document is being filed (Filing Party) to sign and to file, on behalf of the Filing Party, the above-referenced document being filed electronically (Filed Document); (2) I have read and understand the Filed Document; (3) the information provided in the Filed Document is true, correct and complete; (4) the "/s/," followed by my name, on the signature lines for the Filing Party in the Filed Document serves as my signature on behalf of the Filing Party and denotes the making of such declarations, requests, statements, verifications and certifications by me and by the Filing Party to the same extent and effect as my actual signature on such signature line(s); (5) I have actually signed a true and correct hard copy of the Filed Document in such places on behalf of the Filing Party and provided the executed hard copy of the Filed Document to the Filing Party's attorney; and (6) I, on behalf of the Filing Party, have authorized the Filing Party's attorney to file the electronic version of the Filed Document and this Declaration with the United States Bankruptcy Court for the Central District of California.

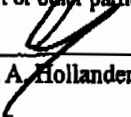

 Signature of Authorized Signatory of Filing Party

September 23, 2011
 Date

Peter B. Ludlum, Chief Financial Officer
 Printed Name and Title of Authorized Signatory of Filing Party

PART II - DECLARATION OF ATTORNEY FOR SIGNING PARTY

I, the undersigned Attorney for the Filing Party, hereby declare under penalty of perjury that: (1) the "/s/," followed by my name, on the signature lines for the Attorney for the Filing Party in the Filed Document serves as my signature and denotes the making of such declarations, requests, statements, verifications and certifications to the same extent and effect as my actual signature on such signature lines; (2) an authorized signatory of the Filing Party signed the Declaration of Authorized Signatory of Debtor or Other Party before I electronically submitted the Filed Document for filing with the United States Bankruptcy Court for the Central District of California; (3) I have actually signed a true and correct hard copy of the Filed Document in the locations that are indicated by "/s/," followed by my name, and have obtained the signature of the authorized signatory of the Filing Party in the locations that are indicated by "/s/," followed by the name of the Filing Party's authorized signatory, on the true and correct hard copy of the Filed Document; (4) I shall maintain the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document for a period of five years after the closing of the case in which they are filed; and (5) I shall make the executed originals of this Declaration, the Declaration of Debtor(s) or Other Party, and the Filed Document available for review upon request of the Court or other parties.


 Garrick A. Hollander

September 23, 2011

United States Bankruptcy Court

Central District of California

In re : **Energy and Power Solutions, Inc.**

Debtor

Case No.

Chapter 11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, Peter B. Ludlum, am the Chief Financial Officer of Energy and Power Solutions, Inc., the Debtor named herein and that on September 20, 2011 the following resolution was duly adopted by the Board of Directors of this corporation:

“Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that Peter B. Ludlum, the Chief Financial Officer of Energy and Power Solutions, Inc., is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy on behalf of Energy and Power Solutions, Inc.; and

Be It Further Resolved, that Peter B. Ludlum, the Chief Financial Officer of Energy and Power Solutions, Inc., is authorized and directed to appear in all bankruptcy proceedings on behalf of the Debtor, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Debtor in connection with such bankruptcy case; and

Be It Further Resolved, that Peter B. Ludlum, the Chief Financial Officer of Energy and Power Solutions, Inc., is authorized and directed to employ the law firm of Winthrop Couchot Professional Corporation to represent the Debtor in such bankruptcy case.”

Executed on: September 23, 2011

Signed: _____

Peter B. Ludlum

Peter B. Ludlum,
Chief Financial Officer
Name and Title

**United States Bankruptcy Court
Central District of California**

In re: **Energy & Power Solutions, Inc.**

Debtor

Case No.

Chapter 11

Form 4.**List Of Creditors Holding 20 Largest Unsecured Claims**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed.R.Bankr.P. 1007(d) for filing of this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. §101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. §112; Fed.R.Bankr.P. 1007(m).

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or dept. of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim [if secured also state value of security]
Vantage Point Venture Partners IV, et al. Attn: Harold Friedman 1001 Bayhill Dr., #300 San Bruno, CA 94066	650-624-1548 Harold Friedman hfriedman@vpcp.com			\$626,748.16
California Teachers Retirement Fund, c.o Vantage Point Attn: Harold Friedman 1001 Bayhill Dr., #300 San Bruno, CA 94066	650-624-1548 Harold Friedman hfriedman@vpcp.com			626,748.06
RFW Construction Group Attn: Corporate Officer 1801 Hwy 51 North Dyersberg, TN 38024	(731) 286-5661 (731) 286-4564 ywalker@rfwgroup.com			\$331,171.70
Johnson's Boiler & Control Inc Attn: Wayne Johnson 2440 S Gearhart Ave. Fresno, CA 93725	(559) 237-7772 (559) 237-1745 jbcwayne@unwiredbb.com			129,342.80
Fred Karsner 3529 Chaney Lane Plano, TX 75093	(214) 986-8999 fkarsner@mac.com			125,000.00

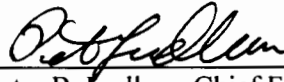
(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent, or dept. of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim [if secured also state value of security]
Ernst & Young, LLP Attn: Peter Zofrea Dept 6793, Los Angeles, CA 90084-6793	(213) 977-3200 (949) 437-0590 peter.zofrea@ey.com			121,043.00
ADI Systems, Inc. Attn: Scott Young 1133 Regent St., #300 Fredericton, NB E3B3Z2 Canada	(506) 452-7307 (506) 452-7308 scy@adi.ca			104,761.84
Sheppard Mullin Richter & Hampton Attn: Managing Partner 333 S Hope, 48th Fl. Los Angeles, CA 90071	(213) 620-1780 (213) 620-1398 SBrecher@sheppardmullin.com			100,831.75
Iyad Darcazallie 1 Sonia St. Oakland, CA 94618	(510) 220-9311 (510) 601 8128 iyadbd@gmail.com			96,923.04
OneSource Distributors Attn: Corporate Officer Dept 2388 Los Angeles, CA 90084-2388	(760) 966-4500 (760) 966-4599 pgangani@1sourcedist.com			80,740.59
Chicago Electric Sales, Inc. Attn: Rosemary Gardner 490 Tower Boulevard Carol Stream, IL 60188	(630) 784-0800 (630) 784-0880 gardner@chicagoelectric.com			78,209.00
Husky Injection Molding Sys Ltd Attn: Michael Marshall 55 Amhurst Villa Road Buffalo, NY 14225	(905) 951-5000 (905) 951-5360 mmarshal@husky.com			60,000.00
Stan Vierra Electric, Inc. Attn: Stan Vierra 12833 6th Ave. Hanford, CA 93230	(559) 582-8693 (559) 582-8235 stanvierraelectric@yahoo.com			55,315.69

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent, or dept. of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim [if secured also state value of security]
Bennett Jones, LLP Attn: Managing Partner P.O. Box 130 Toronto, ON M5X 1A Canada	(416) 863-1200 (416) 863-1716 ennise@bennettjones.com			46,242.30
Graphic Electric, Inc. Attn: Janel Zabzneh 6644 E. 26th Street Commerce, CA 90040	(323) 728-4277 (323) 728-5399 janel@graphicelectric.org			42,600.00
Western Energy Systems Attn: Corporate Officer 8330 State Rd. Philadelphia, PA 19136	(866) 937-3649 Credit@pennpowergroup.com			34,849.16
Delta Wye Electric, Inc. Attn: Carl Kasalek 1010 E. Lacy Ave. Anaheim, CA 92805	(714) 635-5200 (714) 635-5275			33,174.71
Strategic Mechanical Attn: Ken McNeal 4661 E. Commerce Ave. Fresno, CA 93725	(559) 291-1952 (559) 291-1805 KMcNeal@strategicmech.com			31,033.50
Delaware Secretary of State Delaware Division of Corp P.O. Box 11728 Newark, NJ 07101-4728	(302) 739-3073 (302) 739-3812			30,259.95
Charles Allured 11111 Grass Valley Rd. Grass Valley, CA 95945	(530) 271-2232 allured@sbcglobal.net			28,846.15

DECLARATION TO LIST OF 20 LARGEST UNSECURED CREDITORS

I, Peter B. Ludlum, Chief Financial Officer of Energy and Power Solutions, Inc., the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: September 23, 2011



Peter B. Ludlum, Chief Financial Officer
Debtor's Signature and Title

**STATEMENT OF RELATED CASES
 INFORMATION REQUIRED BY LOCAL RULE 1015-2
 UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA**

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None

2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

Not Applicable

3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

The following entities are concurrently filing Chapter 11 petitions

Energy and Power Solutions, Inc.	NEC-EPS Holding LLC
COI Energy Center, LLC	Franklin Energy Center, LLC
Lynn Energy Center, LLC	DairyGen, LLC

4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

Not Applicable

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

Executed at Newport Beach, California


Debtor

Dated September 23, 2011

By: Peter B. Ludlum, Chief Financial Officer