

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF DELAWARE

Case number (if known) _____ Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

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 case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

1. Debtor's name Alcor Energy, LLC

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

None

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

3. Debtor's federal Employer Identification Number (EIN) 82-1710924

4. Debtor's address **Principal place of business** **Mailing address, if different from principal place of business**

7754 East Velocity Way, Mesa, Arizona, 85212
Number, Street, City, State & ZIP Code

P.O. Box, Number, Street, City, State & ZIP Code

Maricopa
County

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) www.alcor.energy

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

Debtor Alcor Energy, 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>.

2211

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

Check one:

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

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

Chapter 12

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

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____
 District _____ When _____ Case number _____

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

- No
- Yes.

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

Debtor _____ Relationship _____
 District _____ When _____ Case number, if known _____

Debtor Alcor Energy, 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 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"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input checked="" type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets

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

16. Estimated liabilities

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

Debtor Alcor Energy, LLC
Name

Case number (if known) _____


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 12/19/2018
MM / DD / YYYY

X 
Signature of authorized representative of debtor

Wiley Zimmerman
Printed name

Title Chief Executive Officer

18. Signature of attorney

X /s/ M. Blake Cleary
Signature of attorney for debtor

Date 12/19/2018
MM / DD / YYYY

M. Blake Cleary
Printed name

Young Conaway Stargatt & Taylor, LLP
Firm name

Rodney Square
1000 N. King Street
Wilmington, DE 19801
Number, Street, City, State & ZIP Code

Contact phone (302) 571-6600 Email address mbcleary@ycst.com

3614 DE
Bar number and State

**ACTION BY WRITTEN CONSENT
OF THE
BOARD OF MANAGERS OF
ALCOR ENERGY, LLC**

December 19, 2018

The undersigned, being a majority-in-interest of the Managers currently appointed to the Board of Managers (the “*Board*”) of Alcor Energy, LLC, a Delaware limited liability company, (the “*Company*”), hereby consent to and approve the adoption of the following resolutions and each and every action effected thereby or pursuant thereto by written consent as if such actions had been taken at a meeting of the Board of the Company in accordance with Section 7.6 of the Company’s Limited Liability Company Agreement dated effective May 23, 2017 (the “*LLC Agreement*”) and with the applicable limited liability company laws of Delaware.

WHEREAS, the Company is managed by the Board;

WHEREAS, the Board has reviewed and considered materials presented by legal and financial advisors of the Company and by the Company’s management regarding the liabilities and liquidity situation of the Company, the strategic alternatives available to the Company, and the impact of the foregoing on the Company’s business;

WHEREAS, the Board has received advice from the legal and financial advisors of the Company and from the Company’s management regarding the possible need to liquidate or restructure the Company, and has fully considered each of the strategic alternatives available to each Company, and the impact of the foregoing on each Company’s business and its stakeholders;

WHEREAS, the Board is empowered pursuant to clause (i) of Section 7.1 of the LLC Agreement to determine to initiate a bankruptcy or similar proceeding on the part of the Company;

WHEREAS, the Board has reviewed and considered the recommendations of the Company’s legal and financial advisors and management regarding the relief that would be necessary and advisable to obtain from the Bankruptcy Court to allow the Company to effectively transition into operation as a debtor in possession (collectively, the “*First Day Relief*”) under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “*Bankruptcy Code*”);

WHEREAS, the Board has determined that it is fair, appropriate, advisable, necessary, and in the best interests of the Company, its creditors, members, and other stakeholders that the Company file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of the Bankruptcy Code and seek the First Day Relief; and

WHEREAS, in connection with the foregoing the Board desires to approve the following resolutions (the “*Resolutions*”).

NOW, THEREFORE, BE IT:

CHAPTER 11 PETITION AND FIRST DAY RELIEF

RESOLVED, that in the judgment of the Board, it is desirable and in the best interests of the creditors, members, and other stakeholders of the Company that the Company (i) file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of the Bankruptcy Code (the "*Petition*") and (ii) seek the First Day Relief;

RESOLVED, that the filing of a voluntary petition on behalf of the Company be, and the same is hereby, approved and adopted in all respects and that Randall Smith and Neil Gilmour III, in their capacities as Managers of the Company, Wiley Zimmerman, in his capacity as Chief Executive Officer of the Company, and Don Pitts, in his capacity as Chief Financial Officer of the Company (collectively the "*Authorized Agents*" and each individually an "*Authorized Agent*"), hereby are, and any of them individually in such respective capacities hereby is, authorized and empowered to execute, deliver, verify and cause to be filed on behalf of the Company all petitions, schedules, lists, and other motions, papers, or documents, and to take any and all actions that any of the Authorized Agents deems necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of the business of the Company;

RETENTION OF PROFESSIONALS

RESOLVED, that the Authorized Agents are, and each of them individually hereby is, authorized and directed in the name and on behalf of the Company to employ D.R. Payne and Associates as restructuring financial advisor in connection with any case commenced by the Company under the Bankruptcy Code and all related matters, and any such prior actions are hereby ratified in their entirety;

RESOLVED, that the Authorized Agents are, and each of them individually hereby is, authorized and directed in the name and on behalf of the Company to employ the law firm of Young Conaway Stargatt & Taylor, LLP as general bankruptcy counsel to represent and assist the Company, as a debtor and a debtor in possession, in carrying out its duties under the Bankruptcy Code and to (a) execute, acknowledge, deliver and verify the Petition and all other ancillary documents, and to cause the Petition to be filed with the Bankruptcy Court and make or cause to be made, prior to execution thereof, any modifications to the Petition or any ancillary document as an Authorized Agent of the Company deems necessary, desirable, or appropriate to carry out the intent and accomplish the purpose of these resolutions, (b) execute, acknowledge, deliver, verify, and file or cause to be filed all petitions, schedules, statements, lists, motions, applications, and other papers or documents necessary or proper in connection with the foregoing, and (c) execute, acknowledge, deliver, and verify any and all other documents necessary or proper in connection therewith and to administer the Company's chapter 11 case in form or forms as any Authorized Agent of the Company may deem necessary or proper and in order to effectuate the purpose of the intent of the foregoing resolutions;;

RESOLVED, that the Authorized Agents are, and each of them individually hereby is, authorized and directed in the name and on behalf of the Company, as a debtor and a debtor in

possession, to retain and employ any other professionals to assist the Company, as a debtor and a debtor in possession, in carrying out its duties under the Bankruptcy Code and to take any and all actions to advance the Company's rights and obligations;

RESOLVED, that any Authorized Agent hereby is authorized and directed in the name and on behalf of the Company to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of the foregoing professionals as necessary;

FURTHER ACTIONS AND PRIOR ACTIONS


RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Authorized Agents, the Authorized Agents or their respective designees shall be, and each of them, acting alone, hereby is, authorized, directed, and empowered in the name of, and on behalf of, the Company, to take or cause to be taken any and all such further actions, to execute and deliver any and all such agreements, certificates, instruments, and other documents and to pay all expenses, including filing fees, in each case as in their respective judgment shall be necessary or desirable to fully carry out the intent and accomplish the purposes of the Resolutions adopted herein;

RESOLVED, that all lawful acts, actions, and transactions relating to the matters contemplated by the foregoing Resolutions done in the name of and on behalf of any Company, which acts would have been approved by the foregoing Resolutions except that such acts were taken before these Resolutions were certified, are hereby in all respects approved and ratified; and

RESOLVED, that a copy of these Resolutions of the Board shall be filed in the records of the Company.

[Remainder of Page Left Intentionally Blank]

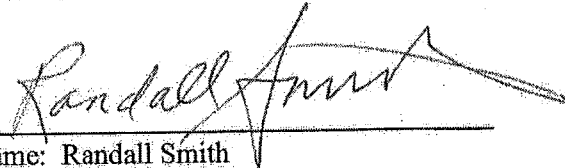
IN WITNESS WHEREOF, the undersigned have executed this Action by Written Consent to be effective as of the date first written above.

By: 
Name: Neil Gilmour III
Title: Manager

By: _____
Name: Randall Smith
Title: Manager

IN WITNESS WHEREOF, the undersigned have executed this Action by Written Consent to be effective as of the date first written above.

By: _____
Name: Neil Gilmour III
Title: Manager

By:  _____
Name: Randall Smith
Title: Manager

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

----- X
 :
 In re: : Chapter 11
 :
 Alcor Energy, LLC,¹ : Case No. 18-____ ()
 :
 Debtor. :
 :
 ----- X

**COMBINED CORPORATE OWNERSHIP STATEMENT
AND LIST OF EQUITY INTEREST HOLDERS**

Pursuant to Rules 1007(a)(1), 1007(a)(3), and 7007.1 of the Federal Rules of Bankruptcy Procedure, the above-captioned debtor and debtor in possession (the “Debtor”) hereby states that the following chart lists (i) all corporations, other than governmental units, that directly or indirectly own 10% or more of any class of interests in the Debtor and (ii) all equity security holders of the Debtor:

Name and Address	Shares	
	Class	Number of Shares and Percentage Ownership of Share Class
Alcor Energy Solutions LLC 7754 East Velocity Way, Suite 101 Mesa, Arizona 85212	Class A	5,000,000 100%
Ocho Ventura, LLC 31 Windmill Way Calgary, Alberta, T3Z 1H5 Canada	Class B	5,000,000 100%

¹ The last four digits of the Debtor’s taxpayer identification number are 0924. The Debtor’s address is 7754 East Velocity Way, Mesa, Arizona 85212.

Fill in this information to identify your case:

United States Bankruptcy Court for the:
 DISTRICT OF DELAWARE _____

Case number (if known) _____ Chapter 11

Check if this an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims on a Consolidated Basis and Are Not Insiders

12/15

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

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of 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	Mesa Green Electric Power Phase I, LLC	David T Bonfiglio 4356 N Civic Center Plaza Scottsdale, AZ 85251 480-970-0974 david@bonfiglio-law.com	Litigation	Contingent Disputed Unliquidated			\$600,000.00 plus interest and fees
2	Fort Berthold Reservation TERO	Reed Soderstrom Pringle & Herigstad P.C. 2525 Elk Drive Minot, ND 58701 701-833-6910 rsoderstrom@pringlend.com	Penalty				\$402,602.77
3	Trustland Oilfield Services, LLC	Steve Kelly 720 Western Ave. Ste 204, Minot, ND 58701 701-421-7930 steve.kelly@trustlandllc.com	Litigation	Contingent Disputed Unliquidated			\$165,462.37
4	Sunbelt Transformer Inc.	Karina Santos 1922 S. MLK Jr. Dr. Temple, TX 76504 254-742-7907 ksantos@sunbeltusa.com	Disputed	Contingent Disputed Unliquidated			\$73,338.75

Debtor Alcor Energy, 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 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
5	Sunmore LLC	Thomas Johnston Broker 619 W Texas Ste. 111 Midland, TX 79701 432-688-8201 Fax 432-934-3333 realestateranch@aol.com	Rent	Contingent Disputed Unliquidated			\$40,000.00
6	46 LLC	Jeff McCall 4307 N. Civic Center Plaza 480-946-0066 mail@mcaarch.com	Trade Debt				\$37,006.28
7	Lewis Roca Rothgerber Christie LLP	Centralized Accounting Dept. 201 East Washington St. Suite 1200 Phoenix, AZ 85004-2595 602-239-7486 ar@lrcc.com	Legal Fees	Contingent Disputed Unliquidated			\$19,220.97
8	OTC Trucking & Logistics	Tammy Kerber 5501 Sherwood Dr. Apt. J103 Midland, TX 79707 417-322-4916 otc.trucking.llc@gmail.com	Trucking	Contingent Disputed Unliquidated			\$12,821.00
9	First Insurance Funding	Accounts Payable 450 Skokie Blvd, Ste 1000 Northbrook, IL 60062-7917 800-837-2511 csr@firstinsurancefunding.com	Insurance				\$9,769.13
10	The Hartford	Accounts Payable PO Box 660916 Dallas, TX 75266 866-467-8730	Insurance				\$8,881.44

Debtor Alcor Energy, 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 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
11	Midwest Compressor Systems, LLC dba LRS	Kenny Gerber P.O. Box 1381 Pampa, TX 79066 806-669-3427 kgerber@lrssys.com	Trade Debt				\$7,500.00
12	Sunwest, Inc.	Tom Sunderland 34th Avenue S #1233 Fargo, ND 58104 701-205-6804 tsun@live.com	Trade Debt				\$4,150.00
13	Industrial Commission of Arizona	Division of Occupational Safety & Health 800 W. Washington Phoenix, Arizona 85007 602-542-4411 comments@azdosh.gov	Fine	Contingent Disputed Unliquidated			\$1,875.01
14	Trinity Consultants	Michael Meister 12700 Park Central Dr. Suite 2100 Dallas, TX 75251 972-661-8100 mmeister@trinityconsultants.com	Emission Consulting	Contingent Disputed Unliquidated			\$1,093.50
15	Ameripride Services, Inc.	Accounts Payable 6025 W. Van Buren Phoenix, AZ 85043-3509 800-675-6362 acctrec17@ameripride.com	Trade Debt				\$1,082.22
16	Chubb	Accounts Payable P.O. Box 382001 Pittsburgh, PA 15250-8001 800-372-4822 customer-care@chubb.com	Insurance				\$1,032.68
17	Arguindegui Oil Company	Accounts Payable PO Box 1369 4506 Highway 359 Laredo, Texas 78042 956-744-6130 carlos.perez@argpetro.com	Trade Debt				\$494.04

Debtor Alcor Energy, 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 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	Zachary Hart	Zachary Hart 3335 Prairie Commons Street Williston, ND 58801 701-651-6931	Uncleared Check				\$16.17
19	Bruin E&P Operating, LLC	Paul J Forster Crowley Fleck PLLP 500 Transwestern Plaza II 490 N 31 st St. 500 Billings, MT 59101 701-224-7546 pforster@crowleyfleck.com	Litigation	Contingent Disputed Unliquidated			Unknown

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

Debtor Name Alcor Energy, LLC

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

Case number (if known): _____

Official Form 202

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

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

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

Declaration and signature

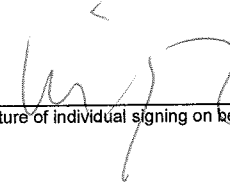
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

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

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

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

Executed on 12/19/2018
MM / DD / YYYY

x 

Signature of individual signing on behalf of debtor

Wiley Zimmerman
Printed name

Chief Executive Officer
Position or relationship to debtor

Accrual Basis

Alcor Energy LLC
Profit & Loss
January through November 2018

	<u>Jan - Nov 18</u>
Ordinary Income/Expense	
Income	
4000 · Commissioning Income	13,155.00
4100 · Lease Usage Income	1,542,843.09
4200 · Field Service	200,432.15
4700 · Customer Owned Turbine Repair	95,722.96
4900 · Other Income	26,170.26
Total Income	<u>1,878,323.46</u>
Cost of Goods Sold	
5000 · Commissioning - COGS	372,560.35
5100 · Operational Maintenance Expense	133,288.85
5200 · Field Expense (billable)	154,078.74
5400 · Rebuild Turbine	82,657.36
5500 · Turbine Manufacturing Expense	424,828.67
5700 · Customer Repairs	51,148.32
Total COGS	<u>1,218,562.29</u>
Gross Profit	659,761.17
Expense	
5900 · Bad Debt	144,750.56
6000 · Sales Expense	6,872.02
7000 · Advertising / Promotion	529.23
7020 · Automobile Expense	322.49
7040 · Bank Service Charges	2,634.85
7170 · Computer and Internet Expenses	25,566.12
7250 · Dues and Subscriptions	10,415.93
7330 · Insurance Expense	68,857.28
7340 · Interest Expense	323,098.76
7430 · Meals and Entertainment	1,911.89
7450 · Miscellaneous	161.70
7490 · Office Supplies	8,201.29
7600 · Payroll Expenses	942,058.92
7630 · Payroll Benefits	31,745.15
7640 · Payroll Processing Fees	7,352.47
7650 · Postage and Delivery	300.42
7670 · Professional Fees	607,314.61
7700 · Registration/Titles for Units	1,950.00
7710 · Rent Expense	421,410.65
7720 · Repairs and Maintenance	11,746.35
7770 · Safety Expense	2,619.99
7790 · Shop Supplies	16,105.89
7791 · Shop Uniform	7,477.81
7798 · Small Tools	1,458.46

Accrual Basis

Alcor Energy LLC
 Profit & Loss
 January through November 2018

	Jan - Nov 18
7810 · Telephone Expense	16,446.86
7840 · Travel Expense	52,592.04
7860 · Utilities	37,125.22
Total Expense	2,751,026.96
Net Ordinary Income	-2,091,265.79
Other Income/Expense	
Other Income	
9000 · Gain/Loss	300,000.00
9200 · Suspense	175,000.00
Total Other Income	475,000.00
Net Other Income	475,000.00
Net Income	-1,616,265.79

Accrual Basis

Alcor Energy LLC
Balance Sheet
As of November 30, 2018

	Nov 30, 18
ASSETS	
Current Assets	
Checking/Savings	
1000 · Checking Alliance Bank-5733	56,857.51
1020 · Field (Debit Card)-3919	1,625.96
1050 · Petty Cash	31.86
Total Checking/Savings	58,515.33
Accounts Receivable	
1200 · Accounts Receivable	457,490.31
Total Accounts Receivable	457,490.31
Other Current Assets	
1300 · Inventory	195,613.23
1320 · Inventory - WIP	36,889.23
1360 · Prepaid Expenses	61,495.00
1380 · Security Deposit	70,071.20
Total Other Current Assets	364,068.66
Total Current Assets	880,074.30
Fixed Assets	
1510 · Leased Turbines	7,493,000.00
1550 · Furniture and Equipment	158,094.00
1560 · Machinery & Equipment	133,336.10
1580 · Vehicles	13,850.84
1700 · Accumulated Depreciation	-898,273.00
1800 · Intangible Assets	150,957.00
1810 · Goodwill	1,935,086.00
1820 · Transferred AR Goodwill	426,067.00
1870 · Accumulated Amortization	-76,528.00
Total Fixed Assets	9,335,589.94
TOTAL ASSETS	10,215,664.24

Accrual Basis

Alcor Energy LLC
Balance Sheet
As of November 30, 2018

	Nov 30, 18
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
2000 · Accounts Payable	377,409.91
Total Accounts Payable	377,409.91
Other Current Liabilities	
2500 · Refundable Lease Deposit	149,661.12
Total Other Current Liabilities	149,661.12
Total Current Liabilities	527,071.03
Long Term Liabilities	
2820 · Loan 1992262 Alberta Ltd.	150,000.00
2830 · Loan-Barry Stonehouse	400,000.00
2840 · Loan- Bruce Jorgenson	150,000.00
2850 · Loan-Ocho Ventura LLC	3,075,000.00
2860 · Loan-Ocho Ventura (acquired)	700,000.00
Total Long Term Liabilities	4,475,000.00
Total Liabilities	5,002,071.03
Equity	
3000 · Equity-Alcor Energy Solutions	3,414,929.50
3100 · Equity-Ocho Ventura, LLC	3,414,929.50
Net Income	-1,616,265.79
Total Equity	5,213,593.21
TOTAL LIABILITIES & EQUITY	10,215,664.24

Alcor Energy LLC
Statement of Cash Flows
January through November 2018

	Jan - Nov 18
OPERATING ACTIVITIES	
Net Income	-1,616,265.79
Adjustments to reconcile Net Income to net cash provided by operations:	
1200 · Accounts Receivable	-135,325.31
1250 · Due To/ From Ocho Ventura	1,653,000.00
1300 · Inventory	243,432.77
1320 · Inventory - WIP	-36,889.23
1360 · Prepaid Expenses	-61,495.00
1380 · Security Deposit	-70,071.20
2000 · Accounts Payable	253,607.91
2410 · Payroll Liabilities	-6,185.00
2500 · Refundable Lease Deposit	149,661.12
Net cash provided by Operating Activities	373,470.27
INVESTING ACTIVITIES	
1560 · Machinery & Equipment	-3,362.10
1580 · Vehicles	-13,850.84
1810 · Goodwill	-118,179.00
Net cash provided by Investing Activities	-135,391.94
FINANCING ACTIVITIES	
2810 · Maximilian Resources	-1,000,000.00
2860 · Loan-Ocho Ventura (acquired)	700,000.00
3000 · Equity-Alcor Energy Solutions	47,179.00
3100 · Equity-Ocho Ventura, LLC	47,179.00
Net cash provided by Financing Activities	-205,642.00
Net cash increase for period	32,436.33
Cash at beginning of period	26,079.00
Cash at end of period	58,515.33

Form **8879-PE**

IRS e-file Signature Authorization for Form 1065

OMB No. 1545-0123

▶ Return completed Form 8879-PE to your ERO. (Don't send to the IRS.)

▶ Go to www.irs.gov/Form8879PE for the latest information.

2017

Department of the Treasury
Internal Revenue Service

For calendar year 2017, or tax year beginning 6/1, 2017, and ending 12/31, 2017

Name of partnership

ALCOR ENERGY, LLC

Employer identification number

XX-XXXXXXX

Part I Tax Return Information (Whole dollars only)

1	Gross receipts or sales less returns and allowances (Form 1065, line 1c)	1,125,977
2	Gross profit (Form 1065, line 3)	679,840
3	Ordinary business income (loss) (Form 1065, line 22)	-2,279,125
4	Net rental real estate income (loss) (Form 1065, Schedule K, line 2)	0
5	Other net rental income (loss) (Form 1065, Schedule K, line 3c)	0

Part II Declaration and Signature Authorization of Partner or Member (Be sure to get a copy of the partnership's return)

Under penalties of perjury, I declare that I am a partner or member of the above partnership and that I have examined a copy of the partnership's 2017 electronic return of partnership income and accompanying schedules and statements and to the best of my knowledge and belief, it is true, correct, and complete. I further declare that the amounts in Part I above are the amounts shown on the copy of the partnership's electronic return of partnership income. I consent to allow my electronic return originator (ERO), transmitter, or intermediate service provider to send the partnership's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission and (b) the reason for any delay in processing the return. I have selected a personal identification number (PIN) as my signature for the partnership's electronic return of partnership income.

Partner or Member's PIN: check one box only

- I authorize BASC EXPERTISE OF AZ LLC to enter my PIN XXXXX as my signature on the partnership's 2017 electronically filed return of partnership income.
ERO firm name Don't enter all zeros
- As a partner or member of the partnership, I will enter my PIN as my signature on the partnership's 2017 electronically filed return of partnership income.

Partner or member's signature

Title ▶ MANAGER

Date ▶ _____

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit EFIN followed by your five-digit self-selected PIN.

XXXXXXXXXXX

Don't enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2017 electronically filed return of partnership income for the partnership indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 3112**, IRS e-file Application and Participation, and **Pub. 4163**, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature ▶ DEIRDRE M MORHET

Date ▶ 3/6/2018

ERO Must Retain This Form — See Instructions
Don't Submit This Form to the IRS Unless Requested To Do So

For Paperwork Reduction Act Notice, see instructions.

Form **8879-PE** (2017)

HTA

Form **1065**

Department of the Treasury
Internal Revenue Service

U.S. Return of Partnership Income

For calendar year 2017, or tax year beginning 6/1/2017, ending 12/31/2017

Go to www.irs.gov/Form1065 for instructions and the latest information.

OMB No. 1545-0123

2017

A Principal business activity MANUFACTURER	Type or Print	Name of partnership ALCOR ENERGY, LLC			D Employer identification number XX-XXXXXXX
		Number, street, and room or suite no. If a P.O. box, see the instructions. 7754 E VELOCITY WAY			E Date business started 6/1/2017
		City or town MESA	State AZ	ZIP code 85212	F Total assets (see the instructions) \$ 11,640,488
		Foreign country name		Foreign province/state/county	
B Principal product or service TURBINES	C Business code number 333610				

G Check applicable boxes: (1) Initial return (2) Final return (3) Name change (4) Address change (5) Amended return
(6) Technical termination - also check (1) or (2)

H Check accounting method: (1) Cash (2) Accrual (3) Other (specify) _____

I Number of Schedules K-1. Attach one for each person who was a partner at any time during the tax year 2

J Check if Schedules C and M-3 are attached

Caution. Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Income	1a	Gross receipts or sales	1,125,977	
	1b	Returns and allowances		
	1c	Balance. Subtract line 1b from line 1a		1,125,977
	2	Cost of goods sold (attach Form 1125-A)		446,137
	3	Gross profit. Subtract line 2 from line 1c		679,840
	4	Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)		
	5	Net farm profit (loss) (attach Schedule F (Form 1040))		
	6	Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)		
7	Other income (loss) (attach statement)			
8	Total income (loss). Combine lines 3 through 7			679,840
Deductions (see the instructions for limitations)	9	Salaries and wages (other than to partners) (less employment credits)		596,544
	10	Guaranteed payments to partners		
	11	Repairs and maintenance		99,072
	12	Bad debts		
	13	Rent		248,977
	14	Taxes and licenses		50,719
	15	Interest		229,646
	16a	Depreciation (if required, attach Form 4562)	898,273	
	16b	Less depreciation reported on Form 1125-A and elsewhere on return		
	16c	Depreciation		898,273
	17	Depletion (Do not deduct oil and gas depletion.)		
	18	Retirement plans, etc.		
	19	Employee benefit programs		
	20	Other deductions (attach statement)		835,734
21	Total deductions. Add the amounts shown in the far right column for lines 9 through 20			2,958,965
22	Ordinary business income (loss). Subtract line 21 from line 8			-2,279,125

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of partner or limited liability company member: _____ Date: _____

May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer Use Only	Print/Type preparer's name DEIRDRE M MORHET	Preparer's signature DEIRDRE M MORHET	Date 3/6/2018	Check <input type="checkbox"/> if self-employed	PTIN XXXXXXXXXX
	Firm's name BASC EXPERTISE OF AZ LLC			Firm's EIN XX-XXXXXXX	
	Firm's address 3303 E Baseline Rd ste 107			Phone no. 480-355-1398	
	City Gilbert	State AZ		ZIP code 85234	

For Paperwork Reduction Act Notice, see separate instructions.

Form **1065** (2017)

Schedule B Other Information

1 What type of entity is filing this return? Check the applicable box:				Yes	No
a <input type="checkbox"/> Domestic general partnership	b <input type="checkbox"/> Domestic limited partnership				
c <input checked="" type="checkbox"/> Domestic limited liability company	d <input type="checkbox"/> Domestic limited liability partnership				
e <input type="checkbox"/> Foreign partnership	f <input type="checkbox"/> Other ▶				
2 At any time during the tax year, was any partner in the partnership a disregarded entity, a partnership (including an entity treated as a partnership), a trust, an S corporation, an estate (other than an estate of a deceased partner), or a nominee or similar person?				X	
3 At the end of the tax year:					
a Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization, or any foreign government own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If "Yes," attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership.				X	
b Did any individual or estate own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If "Yes," attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership.					X
4 At the end of the tax year, did the partnership:					
a Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (iv) below.					X
(i) Name of Corporation	(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage Owned in Voting Stock		
b Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (v) below.					X
(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned in Profit, Loss, or Capital	
5 Did the partnership file Form 8893, Election of Partnership Level Tax Treatment, or an election statement under section 6231(a)(1)(B)(ii) for partnership-level tax treatment, that is in effect for this tax year? See Form 8893 for more details.					X
6 Does the partnership satisfy all four of the following conditions?					
a The partnership's total receipts for the tax year were less than \$250,000.					
b The partnership's total assets at the end of the tax year were less than \$1 million.					
c Schedules K-1 are filed with the return and furnished to the partners on or before the due date (including extensions) for the partnership return.					
d The partnership is not filing and is not required to file Schedule M-3.					X
If "Yes," the partnership is not required to complete Schedules L, M-1, and M-2; Item F on page 1 of Form 1065; or Item L on Schedule K-1.					
7 Is this partnership a publicly traded partnership as defined in section 469(k)(2)?					X
8 During the tax year, did the partnership have any debt that was cancelled, was forgiven, or had the terms modified so as to reduce the principal amount of the debt?					X
9 Has this partnership filed, or is it required to file, Form 8918, Material Advisor Disclosure Statement, to provide information on any reportable transaction?					X
10 At any time during calendar year 2017, did the partnership have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? See the instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country. ▶					X

Schedule B Other Information (continued)

		Yes	No
11	At any time during the tax year, did the partnership receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," the partnership may have to file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts. See instructions		X
12a	Is the partnership making, or had it previously made (and not revoked), a section 754 election? See instructions for details regarding a section 754 election.		X
b	Did the partnership make for this tax year an optional basis adjustment under section 743(b) or 734(b)? If "Yes," attach a statement showing the computation and allocation of the basis adjustment. See instructions		X
c	Is the partnership required to adjust the basis of partnership assets under section 743(b) or 734(b) because of a substantial built-in loss (as defined under section 743(d)) or substantial basis reduction (as defined under section 734(d))? If "Yes," attach a statement showing the computation and allocation of the basis adjustment. See instructions		X
13	Check this box if, during the current or prior tax year, the partnership distributed any property received in a like-kind exchange or contributed such property to another entity (other than disregarded entities wholly owned by the partnership throughout the tax year) <input type="checkbox"/>		
14	At any time during the tax year, did the partnership distribute to any partner a tenancy-in-common or other undivided interest in partnership property?		X
15	If the partnership is required to file Form 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, enter the number of Forms 8858 attached. See instructions		
16	Does the partnership have any foreign partners? If "Yes," enter the number of Forms 8805, Foreign Partner's Information Statement of Section 1446 Withholding Tax, filed for this partnership 0		X
17	Enter the number of Forms 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships, attached to this return. ▶ 0		
18a	Did you make any payments in 2017 that would require you to file Form(s) 1099? See instructions	X	
b	If "Yes," did you or will you file required Form(s) 1099?	X	
19	Enter the number of Form(s) 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations, attached to this return. ▶ 0		
20	Enter the number of partners that are foreign governments under section 892. ▶ 0		
21	During the partnership's tax year, did the partnership make any payments that would require it to file Form 1042 and 1042-S under chapter 3 (sections 1441 through 1464) or chapter 4 (sections 1471 through 1474)?		X
22	Was the partnership a specified domestic entity required to file Form 8938 for the tax year (See the Instructions for Form 8938)?		X

Designation of Tax Matters Partner (see instructions)

Enter below the general partner or member-manager designated as the tax matters partner (TMP) for the tax year of this return:

Name of designated TMP	ALCOR ENERGY SOLUTIONS LLC	Identifying number of TMP	XX-XXXXXXX
If the TMP is an entity, name of TMP representative	BARRY C. STONEHOUSE	Phone number of TMP	
Address of designated TMP	7754 E VELOCITY WAY CHANDLER	AZ	85207

Schedule K Partners' Distributive Share Items		Total amount	
Income (Loss)	1 Ordinary business income (loss) (page 1, line 22)	1	-2,279,125
	2 Net rental real estate income (loss) (attach Form 8825)	2	
	3a Other gross rental income (loss)	3a	
	b Expenses from other rental activities (attach statement)	3b	
	c Other net rental income (loss). Subtract line 3b from line 3a	3c	0
	4 Guaranteed payments	4	
	5 Interest income	5	
	6 Dividends: a Ordinary dividends	6a	
	b Qualified dividends	6b	
	7 Royalties	7	
	8 Net short-term capital gain (loss) (attach Schedule D (Form 1065))	8	
9a Net long-term capital gain (loss) (attach Schedule D (Form 1065))	9a		
b Collectibles (28%) gain (loss)	9b		
c Unrecaptured section 1250 gain (attach statement)	9c		
10 Net section 1231 gain (loss) (attach Form 4797)	10		
11 Other income (loss) (see instructions) Type ▶	11		
Deductions	12 Section 179 deduction (attach Form 4562)	12	
	13a Contributions	13a	1,101
	b Investment interest expense	13b	
	c Section 59(e)(2) expenditures: (1) Type ▶ (2) Amount ▶	13c(2)	
d Other deductions (see instructions) Type ▶	13d		
Self-Employment	14a Net earnings (loss) from self-employment	14a	-1,139,562
	b Gross farming or fishing income	14b	
	c Gross nonfarm income	14c	339,920
Credits	15a Low-income housing credit (section 42(j)(5))	15a	
	b Low-income housing credit (other)	15b	
	c Qualified rehabilitation expenditures (rental real estate) (attach Form 3468, if applicable)	15c	
	d Other rental real estate credits (see instructions) Type ▶	15d	
	e Other rental credits (see instructions) Type ▶	15e	
	f Other credits (see instructions) Type ▶	15f	
Foreign Transactions	16a Name of country or U.S. possession ▶		
	b Gross income from all sources	16b	
	c Gross income sourced at partner level Foreign gross income sourced at partnership level	16c	
	d Passive category ▶ e General category ▶ f Other ▶ Deductions allocated and apportioned at partner level	16f	
	g Interest expense ▶ h Other ▶ Deductions allocated and apportioned at partnership level to foreign source income	16h	
	i Passive category ▶ j General category ▶ k Other ▶	16k	
	l Total foreign taxes (check one): Paid <input type="checkbox"/> Accrued <input type="checkbox"/>	16l	
	m Reduction in taxes available for credit (attach statement)	16m	
	n Other foreign tax information (attach statement)		
	Alternative Minimum Tax (AMT) Items	17a Post-1986 depreciation adjustment	17a
b Adjusted gain or loss		17b	
c Depletion (other than oil and gas)		17c	
d Oil, gas, and geothermal properties—gross income		17d	
e Oil, gas, and geothermal properties—deductions		17e	
f Other AMT items (attach statement)		17f	
Other Information	18a Tax-exempt interest income	18a	
	b Other tax-exempt income	18b	
	c Nondeductible expenses	18c	8,273
	19a Distributions of cash and marketable securities	19a	
	b Distributions of other property	19b	
	20a Investment income	20a	
b Investment expenses	20b		
c Other items and amounts (attach statement)			

Analysis of Net Income (Loss)

1 Net income (loss). Combine Schedule K, lines 1 through 11. From the result, subtract the sum of Schedule K, lines 12 through 13d, and 16l						1	-2,280,226
2 Analysis by partner type:	(i) Corporate	(ii) Individual (active)	(iii) Individual (passive)	(iv) Partnership	(v) Exempt Organization	(vi) Nominee/Other	
a General partners							
b Limited partners				-1,140,112			-1,140,114

Schedule L	Balance Sheets per Books	Beginning of tax year		End of tax year	
		(a)	(b)	(c)	(d)
Assets					
1	Cash				24,879
2a	Trade notes and accounts receivable			322,165	
b	Less allowance for bad debts		0		322,165
3	Inventories				439,046
4	U.S. government obligations				
5	Tax-exempt securities				
6	Other current assets (attach statement)				1,200
7a	Loans to partners (or persons related to partners)				
b	Mortgage and real estate loans				
8	Other investments (attach statement)				
9a	Buildings and other depreciable assets			7,781,068	
b	Less accumulated depreciation		0	898,273	6,882,795
10a	Depletable assets				
b	Less accumulated depletion		0		0
11	Land (net of any amortization)				
12a	Intangible assets (amortizable only)			1,967,864	
b	Less accumulated amortization		0	76,528	1,891,336
13	Other assets (attach statement)				2,079,067
14	Total assets		0		11,640,488
Liabilities and Capital					
15	Accounts payable				123,802
16	Mortgages, notes, bonds payable in less than 1 year				
17	Other current liabilities (attach statement)				
18	All nonrecourse loans				
19a	Loans from partners (or persons related to partners)				4,775,000
b	Mortgages, notes, bonds payable in 1 year or more				
20	Other liabilities (attach statement)				6,185
21	Partners' capital accounts				6,735,501
22	Total liabilities and capital		0		11,640,488

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return

Note. The partnership may be required to file Schedule M-3 (see instructions).

1	Net income (loss) per books	-2,288,499	6	Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize):	
2	Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11, not recorded on books this year (itemize):	0	a	Tax-exempt interest \$	0
3	Guaranteed payments (other than health insurance)	0	7	Deductions included on Schedule K, lines 1 through 13d, and 16l, not charged against book income this year (itemize):	
4	Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16l (itemize):		a	Depreciation \$	0
a	Depreciation \$		8	Add lines 6 and 7	0
b	Travel and entertainment \$ 8,273	8,273	9	Income (loss) (Analysis of Net Income (Loss), line 1). Subtract line 8 from line 5	-2,280,226
5	Add lines 1 through 4	-2,280,226			

Schedule M-2 Analysis of Partners' Capital Accounts

1	Balance at beginning of year		6	Distributions:	
2	Capital contributed:		a	Cash	
a	Cash	4,512,000	b	Property	
b	Property	4,512,000	7	Other decreases (itemize):	
3	Net income (loss) per books	-2,288,499	8	Add lines 6 and 7	0
4	Other increases (itemize):	0	9	Balance at end of year. Subtract line 8 from line 5	6,735,501
5	Add lines 1 through 4	6,735,501			

Form **1125-A**
(Rev. October 2016)

Cost of Goods Sold

OMB No. 1545-0123

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 1120, 1120-C, 1120-F, 1120S, 1065, or 1065-B.
▶ Information about Form 1125-A and its instructions is at www.irs.gov/form1125a.

Name: **ALCOR ENERGY, LLC** Employer identification number: **XX-XXXXXXX**

1	Inventory at beginning of year	
2	Purchases	885,183
3	Cost of labor	
4	Additional section 263A costs (attach schedule)	
5	Other costs (attach schedule)	
6	Total. Add lines 1 through 5	885,183
7	Inventory at end of year	439,046
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on Form 1120, page 1, line 2 or the appropriate line of your tax return. See instructions	446,137

- 9 a** Check all methods used for valuing closing inventory:
- (i) Cost
 - (ii) Lower of cost or market
 - (iii) Other (Specify method used and attach explanation.) ▶
- b** Check if there was a writedown of subnormal goods
- c** Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970)
- d** If the LIFO inventory method was used for this tax year, enter amount of closing inventory computed under LIFO **9d**
- e** If property is produced or acquired for resale, do the rules of section 263A apply to the entity? See instructions . . . Yes No
- f** Was there any change in determining quantities, cost, or valuations between opening and closing inventory? If "Yes," attach explanation Yes No

CLIENT COPY

**SCHEDULE B-1
(Form 1065)**

(Rev. September 2017)
Department of the Treasury
Internal Revenue Service

**Information on Partners Owning 50% or
More of the Partnership**

▶ Attach to Form 1065.

▶ Go to www.irs.gov/Form1065 for the latest information.

OMB No. 1545-0123

Name of partnership ALCOR ENERGY, LLC	Employer identification number (EIN) XX-XXXXXXX
-------------------------------------------------	-----------------------------------------------------------

Part I Entities Owning 50% or More of the Partnership (Form 1065, Schedule B, Question 3a)

Complete columns (i) through (v) below for any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, tax-exempt organization, or any foreign government that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned in Profit, Loss, or Capital
ALCOR ENEREGY SOLUTIONS LLC	XX-XXXXXXX	Partnership	United States	50.000%
OCHO VENTURA, LLC	XX-XXXXXXX	Partnership	United States	50.000%

Part II Individuals or Estates Owning 50% or More of the Partnership (Form 1065, Schedule B, Question 3b)

Complete columns (i) through (iv) below for any individual or estate that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

(i) Name of Individual or Estate	(ii) Identifying Number (if any)	(iii) Country of Citizenship (see instructions)	(iv) Maximum Percentage Owned in Profit, Loss, or Capital

For Paperwork Reduction Act Notice, see the Instructions for Form 1065.

Schedule B-1 (Form 1065) (Rev. 9-2017)

**SCHEDULE C
(Form 1065)**

(Rev. December 2014)
Department of the Treasury
Internal Revenue Service

Additional Information for Schedule M-3 Filers

OMB No. 1545-0123

▶ Attach to Form 1065. See separate instructions.

▶ Information about Schedule C (Form 1065) and its instructions is at www.irs.gov/form1065.

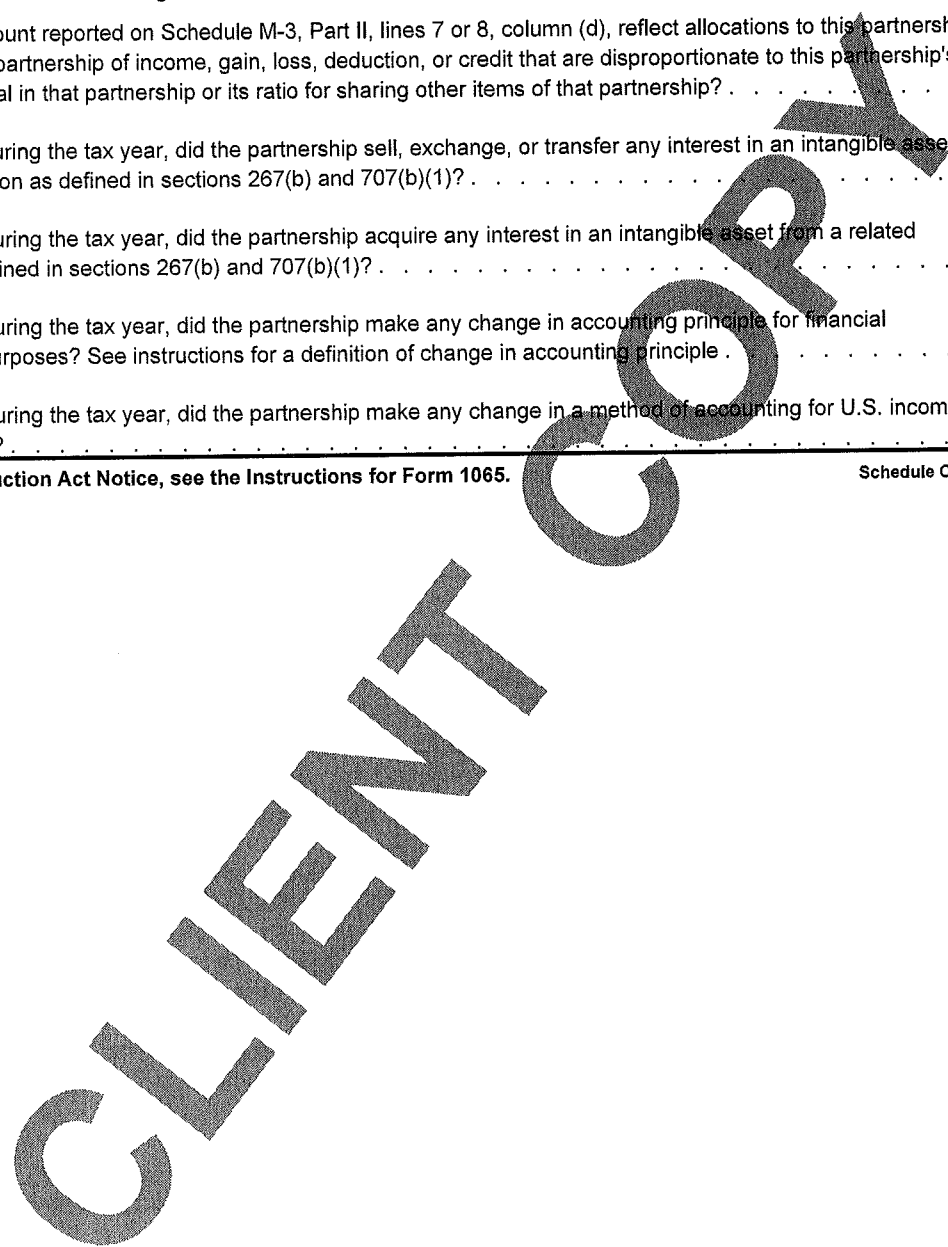
Name of partnership ALCOR ENERGY, LLC	Employer identification number XX-XXXXXXX
-------------------------------------------------	-----------------------------------------------------

		Yes	No
1 At any time during the tax year, were there any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8?			X
2 Does any amount reported on Schedule M-3, Part II, lines 7 or 8, column (d), reflect allocations to this partnership from another partnership of income, gain, loss, deduction, or credit that are disproportionate to this partnership's share of capital in that partnership or its ratio for sharing other items of that partnership?			X
3 At any time during the tax year, did the partnership sell, exchange, or transfer any interest in an intangible asset to a related person as defined in sections 267(b) and 707(b)(1)?			X
4 At any time during the tax year, did the partnership acquire any interest in an intangible asset from a related person as defined in sections 267(b) and 707(b)(1)?			X
5 At any time during the tax year, did the partnership make any change in accounting principle for financial accounting purposes? See instructions for a definition of change in accounting principle			X
6 At any time during the tax year, did the partnership make any change in a method of accounting for U.S. income tax purposes?			X

For Paperwork Reduction Act Notice, see the Instructions for Form 1065.

Schedule C (Form 1065) (Rev. 12-2014)

HTA



651117

Final K-1 Amended K-1 OMB No. 1545-0123

**Schedule K-1
(Form 1065)**

2017

Department of the Treasury
Internal Revenue Service

For calendar year 2017, or tax year

beginning 06/01 / 2017 ending 12/31/2017

Partner's Share of Income, Deductions, Credits, etc. ▶ See back of form and separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number
XX-XXXXXXX

B Partnership's name, address, city, state, and ZIP code
ALCOR ENERGY, LLC
7754 E VELOCITY WAY
MESA, AZ 85212

C IRS Center where partnership filed return
e-file

D Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number **Partner: 1**
XX-XXXXXXX

F Partner's name, address, city, state, and ZIP code
ALCOR ENERGY SOLUTIONS LLC
7754 E VELOCITY WAY
CHANDLER, AZ 85207

G General partner or LLC member-manager Limited partner or other LLC member

H Domestic partner Foreign partner

I1 What type of entity is this partner? LLC - Partnership

I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here

J Partner's share of profit, loss, and capital (see instructions):

	Beginning	Ending
Profit	50.000000%	50.000000%
Loss	50.000000%	50.000000%
Capital	50.000000%	50.000000%

K Partner's share of liabilities at year end:

Nonrecourse \$ 3,092

Qualified nonrecourse financing \$ _____

Recourse \$ 2,449,401

L Partner's capital account analysis:

Beginning capital account \$ _____

Capital contributed during the year \$ 4,512,000

Current year increase (decrease) \$ -1,144,248

Withdrawals & distributions \$ ()

Ending capital account \$ 3,367,752

Tax basis GAAP Section 704(b) book
 Other (explain)

M Did the partner contribute property with a built-in gain or loss?
 Yes No
If "Yes," attach statement (see instructions)

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items		
1	Ordinary business income (loss)	15 Credits
	-1,139,562	
2	Net rental real estate income (loss)	
3	Other net rental income (loss)	16 Foreign transactions
4	Guaranteed payments	
5	Interest income	
6a	Ordinary dividends	
6b	Qualified dividends	
7	Royalties	
8	Net short-term capital gain (loss)	
9a	Net long-term capital gain (loss)	17 Alternative minimum tax (AMT) items
9b	Collectibles (28%) gain (loss)	
9c	Unrecaptured section 1250 gain	
10	Net section 1231 gain (loss)	18 Tax-exempt income and nondeductible expenses
		C 4,136
11	Other income (loss)	
12	Section 179 deduction	19 Distributions
13	Other deductions	
A	550	20 Other information
14	Self-employment earnings (loss)	
A	-1,139,562	
C	339,920	

*See attached statement for additional information.

For IRS Use Only

ALCOR ENEREGY SOLUTIONS LLC

XX-XXXXXXX

K-1 Statement (Sch K-1, Form 1065)

Line 13 - Deductions

A Code A - Cash contributions (50%) A 550

Line 14 - Self-Employment

A Code A - Net earnings (loss) from self-employment A -1,139,562

C Code C - Gross non-farm income C 339,920

Line 18 - Tax-Exempt Income and Nondeductible Expenses

C Code C - Nondeductible expenses C 4,136

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651117

Final K-1 Amended K-1 OMB No. 1545-0123

**Schedule K-1
(Form 1065)**

2017

Department of the Treasury
Internal Revenue Service

For calendar year 2017, or tax year

beginning 06/01 / 2017 ending 12/31/2017

Partner's Share of Income, Deductions, Credits, etc. ▶ See back of form and separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number
XX-XXXXXXX

B Partnership's name, address, city, state, and ZIP code
ALCOR ENERGY, LLC
7754 E VELOCITY WAY
MESA, AZ 85212

C IRS Center where partnership filed return
e-file

D Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number Partner: 2
XX-XXXXXXX

F Partner's name, address, city, state, and ZIP code
OCHO VENTURA, LLC
31 WINDMILL WAY
CALGARY
Canada

G General partner or LLC member-manager Limited partner or other LLC member

H Domestic partner Foreign partner

I1 What type of entity is this partner? Disregarded Entity

I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc), check here

J Partner's share of profit, loss, and capital (see instructions):

	Beginning	Ending
Profit	50.000000%	50.000000%
Loss	50.000000%	50.000000%
Capital	50.000000%	50.000000%

K Partner's share of liabilities at year end:

Nonrecourse	\$	3,093
Qualified nonrecourse financing	\$	
Recourse	\$	2,449,401

L Partner's capital account analysis:

Beginning capital account	\$	
Capital contributed during the year	\$	4,512,000
Current year increase (decrease)	\$	-1,144,251
Withdrawals & distributions	\$	()
Ending capital account	\$	3,367,749

Tax basis GAAP Section 704(b) book
 Other (explain)

M Did the partner contribute property with a built-in gain or loss?
 Yes No
If "Yes," attach statement (see instructions)

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items

1	Ordinary business income (loss)	15	Credits
	-1,139,563		
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	16	Foreign transactions
4	Guaranteed payments		
5	Interest income		
6a	Ordinary dividends		
6b	Qualified dividends		
7	Royalties		
8	Net short-term capital gain (loss)		
9a	Net long-term capital gain (loss)	17	Alternative minimum tax (AMT) items
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain		
10	Net section 1231 gain (loss)	18	Tax-exempt income and nondeductible expenses
11	Other income (loss)	C	4,137
12	Section 179 deduction		
13	Other deductions	551	
14	Self-employment earnings (loss)		
19	Distributions		
20	Other information		

*See attached statement for additional information.

For IRS Use Only

OCHO VENTURA, LLC

XX-XXXXXXX

K-1 Statement (Sch K-1, Form 1065)

Line 13 - Deductions

A Code A - Cash contributions (50%) A 551

Line 18 - Tax-Exempt Income and Nondeductible Expenses

C Code C - Nondeductible expenses C 4,137

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**SCHEDULE M-3
(Form 1065)**

**Net Income (Loss) Reconciliation
for Certain Partnerships**

OMB No. 1545-0123

2017

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 1065 or Form 1065-B.

▶ Go to www.irs.gov/Form1065 for instructions and the latest information.

Name of partnership ALCOR ENERGY, LLC	Employer identification number XX-XXXXXXX
-------------------------------------------------	-----------------------------------------------------

This Schedule M-3 is being filed because (check all that apply):

- A The amount of the partnership's total assets at the end of the tax year is equal to \$10 million or more.
- B The amount of the partnership's adjusted total assets for the tax year is equal to \$10 million or more. If box B is checked, enter the amount of adjusted total assets for the tax year 13,928,987.
- C The amount of total receipts for the tax year is equal to \$35 million or more. If box C is checked, enter the total receipts for the tax year _____.
- D An entity that is a reportable entity partner with respect to the partnership owns or is deemed to own an interest of 50 percent or more in the partnership's capital, profit, or loss, on any day during the tax year of the partnership.

Name of Reportable Entity Partner	Identifying Number	Maximum Percentage Owned or Deemed Owned

E Voluntary Filer.

Part I Financial Information and Net Income (Loss) Reconciliation

- 1a Did the partnership file SEC Form 10-K for its income statement period ending with or within this tax year?
 - Yes. Skip lines 1b and 1c and complete lines 2 through 11 with respect to that SEC Form 10-K.
 - No. Go to line 1b. See instructions if multiple non-tax-basis income statements are prepared.
- b Did the partnership prepare a certified audited non-tax-basis income statement for that period?
 - Yes. Skip line 1c and complete lines 2 through 11 with respect to that income statement.
 - No. Go to line 1c.
- c Did the partnership prepare a non-tax-basis income statement for that period?
 - Yes. Complete lines 2 through 11 with respect to that income statement.
 - No. Skip lines 2 through 3b and enter the partnership's net income (loss) per its books and records on line 4a.
- 2 Enter the income statement period: Beginning _____ Ending _____
- 3a Has the partnership's income statement been restated for the income statement period on line 2?
 - Yes. (If "Yes," attach a statement and the amount of each item restated.)
 - No.
- b Has the partnership's income statement been restated for any of the five income statement periods immediately preceding the period on line 2?
 - Yes. (If "Yes," attach a statement and the amount of each item restated.)
 - No.

4a Worldwide consolidated net income (loss) from income statement source identified in Part I, line 1	4a	(2,288,499)
b Indicate accounting standard used for line 4a (see instructions).		
1 <input type="checkbox"/> GAAP 2 <input type="checkbox"/> IFRS 3 <input type="checkbox"/> Section 704(b)		
4 <input checked="" type="checkbox"/> Tax-basis 5 <input type="checkbox"/> Other (Specify) ▶ _____		
5a Net income from nonincludible foreign entities (attach statement)	5a	()
b Net loss from nonincludible foreign entities (attach statement and enter as a positive amount)	5b	
6a Net income from nonincludible U.S. entities (attach statement)	6a	()
b Net loss from nonincludible U.S. entities (attach statement and enter as a positive amount)	6b	
7a Net income (loss) of other foreign disregarded entities (attach statement)	7a	
b Net income (loss) of other U.S. disregarded entities (attach statement)	7b	
8 Adjustment to eliminations of transactions between includible entities and nonincludible entities (attach statement)	8	
9 Adjustment to reconcile income statement period to tax year (attach statement)	9	
10 Other adjustments to reconcile to amount on line 11 (attach statement)	10	
11 Net income (loss) per income statement of the partnership. Combine lines 4a through 10	11	(2,288,499)

Note: Part I, line 11 must equal Part II, line 26, column (a) or Schedule M-1, line 1 (see instructions).

12 Enter the total amount (not just the partnership's share) of the assets and liabilities of all entities included or removed on the following lines:

	Total Assets	Total Liabilities
a Included on Part I, line 4		
b Removed on Part I, line 5		
c Removed on Part I, line 6		
d Included on Part I, line 7		

Name of partnership ALCOR ENERGY, LLC	Employer identification number XX-XXXXXXX
-------------------------------------------------	-----------------------------------------------------

Part II Reconciliation of Net Income (Loss) per Income Statement of Partnership With Income (Loss) per Return

	(a) Income (Loss) per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Income (Loss) per Tax Return
Income (Loss) Items				
Attach statements for lines 1 through 10.				
1 Income (loss) from equity method foreign corporations				
2 Gross foreign dividends not previously taxed				
3 Subpart F, QEF, and similar income inclusions				
4 Gross foreign distributions previously taxed				
5 Income (loss) from equity method U.S. corporations				
6 U.S. dividends				
7 Income (loss) from U.S. partnerships				
8 Income (loss) from foreign partnerships				
9 Income (loss) from other pass-through entities				
10 Items relating to reportable transactions				
11 Interest income (see instructions)				
12 Total accrual to cash adjustment				
13 Hedging transactions				
14 Mark-to-market income (loss)				
15 Cost of goods sold (see instructions)	()			()
16 Sale versus lease (for sellers and/or lessors)				
17 Section 481(a) adjustments				
18 Unearned/deferred revenue				
19 Income recognition from long-term contracts				
20 Original issue discount and other imputed interest				
21a Income statement gain/loss on sale, exchange, abandonment, worthlessness, or other disposition of assets other than inventory and pass-through entities				
b Gross capital gains from Schedule D, excluding amounts from pass-through entities				
c Gross capital losses from Schedule D, excluding amounts from pass-through entities, abandonment losses, and worthless stock losses				
d Net gain/loss reported on Form 4797, line 17, excluding amounts from pass-through entities, abandonment losses, and worthless stock losses				
e Abandonment losses				
f Worthless stock losses (attach statement)				
g Other gain/loss on disposition of assets other than inventory				
22 Other income (loss) items with differences (attach statement)				
23 Total income (loss) items. Combine lines 1 through 22	0	0	0	0
24 Total expense/deduction items. (From Part III, line 31) (see instructions)				
25 Other items with no differences				
26 Reconciliation totals. Combine lines 23 through 25	0	0	0	0

Note: Line 26, column (a), must equal Part I, line 11, and column (d) must equal Form 1065, Analysis of Net Income (Loss), line 1.

Name of partnership

ALCOR ENERGY, LLC

Employer identification number

XX-XXXXXXX

Part III Reconciliation of Net Income (Loss) per Income Statement of Partnership With Income (Loss) per Return—Expense/Deduction Items

Expense/Deduction Items	(a) Expense per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Deduction per Tax Return
1 State and local current income tax expense				
2 State and local deferred income tax expense				
3 Foreign current income tax expense (other than foreign withholding taxes)				
4 Foreign deferred income tax expense				
5 Equity-based compensation				
6 Meals and entertainment				
7 Fines and penalties				
8 Judgments, damages, awards, and similar costs				
9 Guaranteed payments				
10 Pension and profit-sharing				
11 Other post-retirement benefits				
12 Deferred compensation				
13 Charitable contribution of cash and tangible property				
14 Charitable contribution of intangible property				
15 Organizational expenses as per Regulations section 1.709-2(a)				
16 Syndication expenses as per Regulations section 1.709-2(b)				
17 Current year acquisition/reorganization investment banking fees				
18 Current year acquisition/reorganization legal and accounting fees				
19 Amortization/impairment of goodwill				
20 Amortization of acquisition, reorganization, and start-up costs				
21 Other amortization or impairment write-offs				
22 Reserved				
23a Depletion—Oil & Gas				
b Depletion—Other than Oil & Gas				
24 Intangible drilling & development costs				
25 Depreciation				
26 Bad debt expense				
27 Interest expense (see instructions)				
28 Purchase versus lease (for purchasers and/or lessees)				
29 Research and development costs				
30 Other expense/deduction items with differences (attach statement)				
31 Total expense/deduction items. Combine lines 1 through 30. Enter here and on Part II, line 24, reporting positive amounts as negative and negative amounts as positive	0	0	0	0

Form **4562**

Depreciation and Amortization (Including Information on Listed Property)

OMB No. 1545-0172

2017

Attachment
Sequence No. **179**

Department of the Treasury
Internal Revenue Service (99)

▶ Attach to your tax return.

▶ Go to www.irs.gov/Form4562 for instructions and the latest information.

Name(s) shown on return ALCOR ENERGY, LLC	Business or activity to which this form relates 1065 - MANUFACTURER	Identifying number XX-XXXXXXX
-----------------------------------------------------	-------------------------------------------------------------------------------	-----------------------------------------

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	510,000
2 Total cost of section 179 property placed in service (see instructions)	2	7,781,068
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,030,000
4 Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	5,751,068
5 Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	0
6		
(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7		
7 Listed property. Enter the amount from line 29	7	0
8 Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	0
9 Tentative deduction. Enter the smaller of line 5 or line 8	9	0
10 Carryover of disallowed deduction from line 13 of your 2016 Form 4562	10	0
11 Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	0
12 Section 179 expense deduction. Add lines 9 and 10, but don't enter more than line 11	12	0
13 Carryover of disallowed deduction to 2018. Add lines 9 and 10, less line 12	13	0

Note: Don't use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Don't include listed property.) (See instructions.)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Don't include listed property.) (See instructions.)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2017	17	
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B - Assets Placed in Service During 2017 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19 a 3-year property						
b 5-year property						
c 7-year property		285,568	7	HY	200DB	23,795
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs.	MM	S/L	

Section C - Assets Placed in Service During 2017 Tax Year Using the Alternative Depreciation System

20 a Class life					S/L
b 12-year			12 yrs.		S/L
c 40-year			40 yrs.	MM	S/L

Part IV Summary (See instructions.)

21 Listed property. Enter amount from line 28	21	874,478
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instructions	22	898,273
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2017)

Part V Listed Property (Include automobiles, certain other vehicles, certain aircraft, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? <input type="checkbox"/> Yes <input type="checkbox"/> No					24b If "Yes," is the evidence written? <input type="checkbox"/> Yes <input type="checkbox"/> No				
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/ investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost	
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)							25		
26 Property used more than 50% in a qualified business use:									
		%							
		%					874,478		
See statement									
27 Property used 50% or less in a qualified business use:									
		%				S/L			
		%				S/L			
		%				S/L --			
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1							28	874,478	
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1								29	0

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner" or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
30 Total business/investment miles driven during the year (don't include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who aren't more than 5% owners or related persons (see instructions).

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," don't complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2017 tax year (see instructions):					
CLASS VI INTANGIBLES	6/1/2017	150,957	197	15	5,871
GOODWILL	6/1/2017	1,816,907	197	15	70,657
43 Amortization of costs that began before your 2017 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44
					76,528

ALCOR ENERGY, LLC

XX-XXXXXXX

The following questions should be answered in the context of the **FEDERAL** return being electronically filed.
 Responses for state efiles are below.

Check ("x") this column to see more information, when available.

Form family applicability

Name of signing officer or fiduciary . . . BARRY STONEHOUSE
 SSN/EIN of signing officer or fiduciary XXX-XX-XXXX

1065	1120/F	1120S	1041
Y	Y	Y	Y

If a financial institution is the fiduciary then the financial institution's name should be entered.

Total Income from Prior Year return

Enter total number of K-1's 2

If claiming deduction for Salary & Wages on current year return, mark this box and enter the number of W2's reported to SSA for this tax year. 21

If claiming Compensation of Officers on current year return, mark this box and enter the number of officers

Parent Company Name
 Parent Company EIN

Business's Primary Physical Address:
 Street _____
 Line 2 _____
 City _____ St _____ Zip _____
 Country _____ Province _____ Postal Code _____

Grantor Name
 Grantor SSN

Indicate which, if any, of the following forms this entity is required to file.

720 990 1042

940 941 943 944 945

Were estimated tax payments made for this entity towards the current tax year's liability?
 Yes No

Note: For EFTPS Confirmation Number, if more than 15 digits, enter the first 15 digits.

First Payment, regardless of quarter or date paid.

Method Direct Debit/ACH Cash Check EFTPS

Amount paid with first quarter

Date payment was requested to be debited

For Cash payments, date cash was deposited. For Check payments, date on check.

Last 4 digits of account number for Direct Debit/ACH or EFTPS payment

EFTPS Confirmation Number

Note: For EFTPS Confirmation Number, if more than 15 digits, enter the first 15 digits.

Last Payment, regardless of quarter or date paid.

Do NOT use if only one estimated payment was made.

Method Direct Debit/ACH Cash Check EFTPS

Amount of last payment

Date payment was requested to be debited

For Cash payments, date cash was deposited. For Check payments, date on check.

Last 4 digits of account number for Direct Debit/ACH or EFTPS payment

EFTPS Confirmation Number

Y	Y	Y	Y
Y		Y	
Y	Y	Y	
	Y	Y	
Y	Y	Y	
			Y
Y	Y	Y	Y
	Y	Y	Y

Line 15 (1065) - Interest Expense

1	INTEREST EXPENSE	1	229,646
2	Total interest expense	2	229,646

Line 20 (1065) - Other Deductions

1	Travel, Meals and Entertainment		
	a Travel	1a	85,311
	b Meals and entertainment, subject to 50% limit	1b	16,545
	d Less disallowed	1d	8,273
	e Subtract line d from lines b and c	1e	8,272
2	From Form 4562 - Amortization	2	76,528
3	ADVERTISING	3	509
4	COMPUTER AND INTERNET	4	4,216
5	FIELD EXPENSE	5	113,409
6	EQUIPMENT LEASE	6	3,472
7	IT SUPPORT	7	1,414
8	AUTO EXPENSE	8	3,815
9	BANK FEES	9	1,564
10	DUES AND SUBSCRIPTIONS	10	5,457
11	FIRE EXTINGUISHER MAINTENANCE	11	817
12	UTILITIES	12	24,332
13	INSURANCE	13	77,710
14	LANDSCAPE MAINTENANCE	14	4,200
15	OFFICE SUPPLIES	15	7,931
16	OTHER TAXES	16	2,037
17	TELEPHONE	17	18,720
18	PAYROLL FEES	18	2,718
19	MISC REIMBURSEMENT	19	300
20	POSTAGE AND DELIVERY	20	1,437
21	PROFESSIONAL FEES	21	343,547
22	SHOP EXPENSE	22	19,684
23	TRADE SHOW FEES	23	5,273
24	EXPENSES INCURRED BEFORE BUSINESS STARTED	24	23,061
25	Total other deductions	25	835,734

Line 13a, Sch K (1065) - Contributions

A	Code A - Cash contributions (50%)	A	1,101
	Total contributions	13a	1,101

Line 6, Sch L (1065) - Other Current Assets

		Beginning	Ending
1	UNDEPOSITED FUNDS		1,200
2	Total other current assets	0	1,200

Line 13, Sch L (1065) - Other Assets

		Beginning	Ending
1	DUE FROM OCHOA VENTURA		1,653,000
2	TRANSFERRED RECEIVABLE GOODWILL		426,067
3	Total other assets	0	2,079,067

Line 20, Sch L (1065) - Other Liabilities

		Beginning	Ending
1	PAYROLL LIABILITIES		6,185
2	Total other liabilities	0	6,185

Form 4562 Statement - 1065

12/31/2017

ALCOR ENERGY, LLC XXXXXXXXX

Item No.	Description of Property	Date Placed In Service	Asset Code	Business Use %	Cost or Other Basis	Sec. 179 Deduction	Credit	Special Allowance	Salvage Value	Recovery Basis	Recovery Period	Method	Convention Code	Prior Accum. Deprec., 179, Bonus	2017 Deprec.	2017 Accum. Deprec.
Depreciation Detail																
GDS 7-year property (Line 19c)																
	FL0001 CLARK 6000 FORKLIFT	6/1/2017	F-10	100.00%	2,500	0	0	0	0	2,500	7	200DB	HY	0	208	208
	FURNITURE FIXTURES AND	6/1/2017	F-10	100.00%	156,110	0	0	0	0	156,110	7	200DB	HY	0	13,009	13,009
	ON002-ONAN-500	6/1/2017	F-10	100.00%	10,000	0	0	0	0	10,000	7	200DB	HY	0	833	833
Item-1	ON001-ONAN-500	6/1/2017	F-10	100.00%	10,000	0	0	0	0	10,000	7	200DB	HY	0	833	833
	PW002-PRESSURE WASHER	6/1/2017	F-10	100.00%	600	0	0	0	0	600	7	200DB	HY	0	50	50
	TRCH001 TORCH SET	6/1/2017	F-10	100.00%	1,000	0	0	0	0	1,000	7	200DB	HY	0	83	83
	WLD0001 ARC MIG TIG WELD	6/1/2017	F-10	100.00%	1,500	0	0	0	0	1,500	7	200DB	HY	0	125	125
Item-1	WLD0002 MIG WELDER	6/1/2017	F-10	100.00%	1,500	0	0	0	0	1,500	7	200DB	HY	0	125	125
Item-2	WLD0003 MIG WELDER	6/1/2017	F-10	100.00%	1,500	0	0	0	0	1,500	7	200DB	HY	0	125	125
	BALANCE MACHINE	6/14/2017	F-10	100.00%	55,000	0	0	0	0	55,000	7	200DB	HY	0	4,583	4,583
	FURNITURE AND EQUIPMEN	8/1/2017	F-10	100.00%	1,984	0	0	0	0	1,984	7	200DB	HY	0	165	165
	SHOP TOOLING	9/15/2017	F-10	100.00%	43,874	0	0	0	0	43,874	7	200DB	HY	0	3,656	3,656
Total GDS 7-year property (Line 19c)														0	23,795	23,795
Subtotal Depreciation														0	23,795	23,795

Listed Property

Listed property with more than 50% business use (Line 25 and 26)

Item-1	10001-1401-1000 UNIT	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10002-SATURN 10-900	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10004-SATURN 10-900	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10006-SATURN 10-900	6/1/2017	F-15	100.00%	325,000	0	0	0	0	325,000	5	200DB	HY	0	37,917	37,917
	10013-SATURN 10-900	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10014-SATURN 10-900	6/1/2017	F-15	100.00%	325,000	0	0	0	0	325,000	5	200DB	HY	0	37,917	37,917
Item-1	10015-SATURN 10-900	6/1/2017	F-15	100.00%	325,000	0	0	0	0	325,000	5	200DB	HY	0	37,917	37,917
	10016-SATURN 10-900	6/1/2017	F-15	100.00%	325,000	0	0	0	0	325,000	5	200DB	HY	0	37,917	37,917
Item-2	10017-SATURN 10-900	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
Item-1	10018-SATURN 10-900	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10019-SATURN 10-900	6/1/2017	F-15	100.00%	325,000	0	0	0	0	325,000	5	200DB	HY	0	37,917	37,917
	10024-SATURN 10-500	6/1/2017	F-15	100.00%	175,000	0	0	0	0	175,000	5	200DB	HY	0	20,417	20,417
	10025-SATURN 10-900	6/1/2017	F-15	100.00%	50,000	0	0	0	0	50,000	5	200DB	HY	0	5,833	5,833
	10026-SATURN 10-900 X2	6/1/2017	F-15	100.00%	500,000	0	0	0	0	500,000	5	200DB	HY	0	58,333	58,333
	20001 - SATURN 20-1200	6/1/2017	F-15	100.00%	425,000	0	0	0	0	425,000	5	200DB	HY	0	49,583	49,583
Item-1	20002 - SATURN 20-1200	6/1/2017	F-15	100.00%	425,000	0	0	0	0	425,000	5	200DB	HY	0	49,583	49,583
	20003 SATURN 20-1200	6/1/2017	F-15	100.00%	100,000	0	0	0	0	100,000	5	200DB	HY	0	11,667	11,667
	20004 - SATURN 20-1200	6/1/2017	F-15	100.00%	425,000	0	0	0	0	425,000	5	200DB	HY	0	49,583	49,583
	30001-ALLISON 501-3000	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
Item-1	30002-ALLISON 501-3000	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	30003-ALLISON 501-3000	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	PW001 PRESSURE WASHER	6/1/2017	F-15	100.00%	2,500	0	0	0	0	2,500	5	200DB	HY	0	292	292
	R001-WAUKESAW-500	6/1/2017	F-15	100.00%	60,000	0	0	0	0	60,000	5	200DB	HY	0	7,000	7,000
Item-1	R002-WAUKESAW-500	6/1/2017	F-15	100.00%	60,000	0	0	0	0	60,000	5	200DB	HY	0	7,000	7,000
Item-1-1	R003-WAUKESAW-500	6/1/2017	F-15	100.00%	30,000	0	0	0	0	30,000	5	200DB	HY	0	3,500	3,500
	TR0001 LOWBOY GOOSDEN	6/1/2017	F-15	100.00%	5,000	0	0	0	0	5,000	5	200DB	HY	0	583	583
	TR0002 TANDEM FLAT DECK	6/1/2017	F-15	100.00%	5,000	0	0	0	0	5,000	5	200DB	HY	0	583	583
	TR0003 TANDEM ENCLOSE	6/1/2017	F-15	100.00%	8,000	0	0	0	0	8,000	5	200DB	HY	0	933	933

Form 4562 Statement - 1065

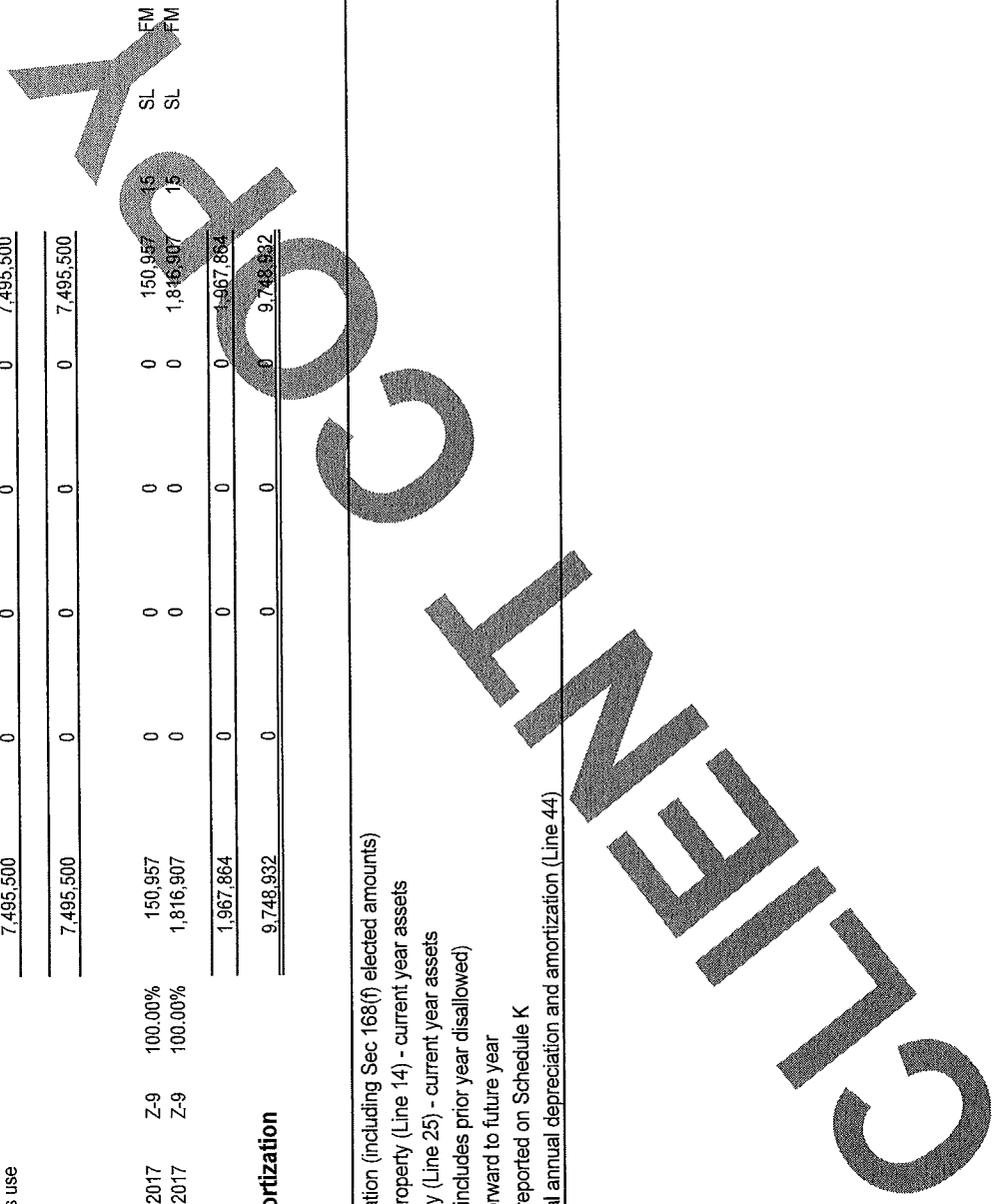
12/31/2017

ALCOR ENERGY, LLC XXXXXXXXX

Item No.	Description of Property	Date Placed in Service	Asset Code	Business Use %	Cost or Other Basis	Sec. 179 Deduction	Credit	Special Allowance	Salvage Value	Recovery Basis	Recovery Period	Method	Convention Code	Prior Accum. Deprec., 179, Bonus	2017 Deprec.	2017 Accum. Deprec.
	Total listed prop with > 50% business use				7,495,500	0	0	0	0	7,495,500				0	874,478	874,478
	Subtotal Listed Property				7,495,500	0	0	0	0	7,495,500				0	874,478	874,478
	Total Amortization (Line 44)															
	CLASS VI INTANGIBLES	6/1/2017	Z-9	100.00%	150,957	0	0	0	0	150,957	15	SL	FM	0	5,871	5,871
	GOODWILL	6/1/2017	Z-9	100.00%	1,816,907	0	0	0	0	1,816,907	15	SL	FM	0	70,657	70,657
	Total Amortization (Line 44)				1,967,864	0	0	0	0	1,967,864				0	76,528	76,528
	Total Depreciation and Amortization				9,748,932	0	0	0	0	9,748,932				0	974,801	974,801

Form 4562 Reconciliation

Annual depreciation and amortization (including Sec 168(f) elected amounts)	974,801
Special allowance except listed property (Line 14) - current year assets	0
Special allowance - listed property (Line 25) - current year assets	0
Section 179 amount claimed (includes prior year disallowed)	0
Section 179 amount carried forward to future year	0
Section 179 deduction (Line 12) reported on Schedule K	76,528
Less amortization included in total annual depreciation and amortization (Line 44)	898,273
Form 4562, Line 22	



Elections

Election to NOT claim first-year special depreciation - 3 Year Property

Pursuant to IRC Section 168(k)(2)(D)(iii), the Taxpayer elects out of first-year special depreciation for all 3-Year depreciable property placed in service during the current tax year.

Election to NOT claim first-year special depreciation - 5 Year Property

Pursuant to IRC Section 168(k)(2)(D)(iii), the Taxpayer elects out of first-year special depreciation for all 5-Year depreciable property placed in service during the current tax year.

Election to NOT claim first-year special depreciation - 7 Year Property

Pursuant to IRC Section 168(k)(2)(D)(iii), the Taxpayer elects out of first-year special depreciation for all 7-Year depreciable property placed in service during the current tax year.

Election to NOT claim first-year special depreciation - 10 Year Property

Pursuant to IRC Section 168(k)(2)(D)(iii), the Taxpayer elects out of first-year special depreciation for all 10-Year depreciable property placed in service during the current tax year.

Election to NOT claim first-year special depreciation - 15 Year Property

Pursuant to IRC Section 168(k)(2)(D)(iii), the Taxpayer elects out of first-year special depreciation for all 15-Year depreciable property placed in service during the current tax year.

Election to NOT claim first-year special depreciation - 20 Year Property

Pursuant to IRC Section 168(k)(2)(D)(iii), the Taxpayer elects out of first-year special depreciation for all 20-Year depreciable property placed in service during the current tax year.

Election to NOT claim first-year special depreciation - 27.5 Year Property

Pursuant to IRC Section 168(k)(2)(D)(iii), the Taxpayer elects out of first-year special depreciation for all 27.5-Year depreciable property placed in service during the current tax year.

Election to NOT claim first-year special depreciation - 39 Year Property

Pursuant to IRC Section 168(k)(2)(D)(iii), the Taxpayer elects out of first-year special depreciation for all 39-Year depreciable property placed in service during the current tax year.

Election to NOT claim first-year special depreciation - All Property

Pursuant to IRC Section 168(k)(2)(D)(iii), the Taxpayer elects out of first-year special depreciation for all depreciable property placed in service during the current tax year.

Election to Claim 50% Special Depreciation Allowance for Assets Placed in Service after 9/27/2017

Pursuant to IRC 168(k)(8), the Taxpayer elects to use 50% special depreciation allowance in lieu of 100% special depreciation allowance for all classes of assets placed in service after 9/27/2017 and before the last day of the first tax year ending after 9/27/2017.

Line 9 (1065) - Salaries and Wages

1	Salaries	1	
2	Wages	2	554,740
3	LEASED EMPLOYEE COSTS	3	41,804
4	Total salaries and wages	4	596,544
Salaries and wages reported elsewhere on return:			
5	Amounts included in Cost of Goods Sold	5	0
6	Elective contributions to a section 401(k) cash or deferred arrangement, or amounts contributed under a salary reductions SEP agreement or a SIMPLE IRA plan	6	
7	Total salaries and wages reported elsewhere on return	7	0
Less employment credits:			
8	From Form 5884 - Work Opportunity Credit	8	0
9	From Form 8844 - Empowerment Zone Employment Credit	9	
10	From Form 8845 - Indian Employment Credit	10	0
11		11	
12		12	
13		13	
14	Total employment credits	14	0
15	Reduction of expenses for offsetting credits	15	
16	Total salaries and wages less employment credits and expense reductions	16	596,544

Line 14 (1065) - Taxes and Licenses

1	Payroll tax	1	50,719
2	Sub Total	2	50,719
3	Total taxes and licenses	3	50,719

Line 18c, Sch K (1065) - Nondeductible Expenses

C	Code C - Nondeductible expenses		
	Nondeductible portion of meals, travel and entertainment expenses		8,273
	Total nondeductible expenses	18c	8,273

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Sch L (1065) - Balance Sheets per Books

		Beginning	Ending
Assets			
1	Cash	0	24,879
2a	Trade notes and accounts receivable		322,165
2b	Less allowance for bad debts		
2c	Net trade notes and accounts receivable	0	322,165
3	Inventories	0	439,046
4	U.S. government obligations		
5	Tax-exempt securities		
6	Other current assets	0	1,200
7a	Loans to partners (or persons related to partners)		
7b	Mortgage and real estate loans		
8	Other investments	0	0
9a	Buildings and other depreciable assets	0	7,781,068
9b	Less accumulated depreciation	0	898,273
9c	Net buildings and other depreciable assets	0	6,882,795
10a	Depletable assets		
10b	Less accumulated depletion		
10c	Net depletable assets	0	0
11	Land (net of any amortization)	0	0
12a	Intangible assets (amortizable only)	0	1,967,864
12b	Less accumulated amortization	0	76,528
12c	Net intangible assets	0	1,891,336
13	Other assets	0	2,079,067
14	Total assets	0	11,640,488
Liabilities and Capital			
15	Accounts payable		123,802
16	Mortgages, notes, bonds payable in less than 1 year		
17	Other current liabilities	0	0
18	All nonrecourse loans		
19a	Loans from partners (or persons related to partners)		4,775,000
19b	Mortgages, notes, bonds payable in 1 year or more		
20	Other liabilities	0	6,185
21	Partners' capital accounts		6,735,501
22	Total liabilities and capital	0	11,640,488
End of year balance sheet out of balance by			0

Line B (Sch M-3 (1065)) - Adjusted Total Assets

1	Enter total assets at the end of the tax year on Schedule L, line 14, column (d)	1	11,640,488
2	Enter capital distributions on Schedule M-2, lines 6a and 6b (shown as a positive amount)	2	0
3	Enter any loss reported on Schedule M-2, line 3 (shown as a positive amount)	3	2,288,499
4	Enter the amount of any positive adjustment on Schedule M-2, line 7	4	0
5	Enter the amount of any negative adjustment on Schedule M-2, line 4 (shown as a positive amount)	5	0
6	Add lines 1 through 5	6	13,928,987
7	Enter combined total liabilities (recourse and nonrecourse) on all Schedules K-1 (Form 1065), Part II, Item K, or Schedules K-1 (Form 1065-B)	7	4,904,987
8	Adjusted Total Assets. Enter the greater of the amount shown on line 6 and line 7	8	13,928,987

Note: For line 2 above, if the partnership reflects partner capital account changes resulting from the sale of a partnership interest on Schedule M-2 as matching contributions and distributions (on lines 2a and 2b and on lines 6a and 6b, respectively), reduce the amounts shown on lines 6a and 6b by such matching amounts.

12/31/2017

Assets by Classification - 1065

ALCOR ENERGY, LLC XXXXXXXX

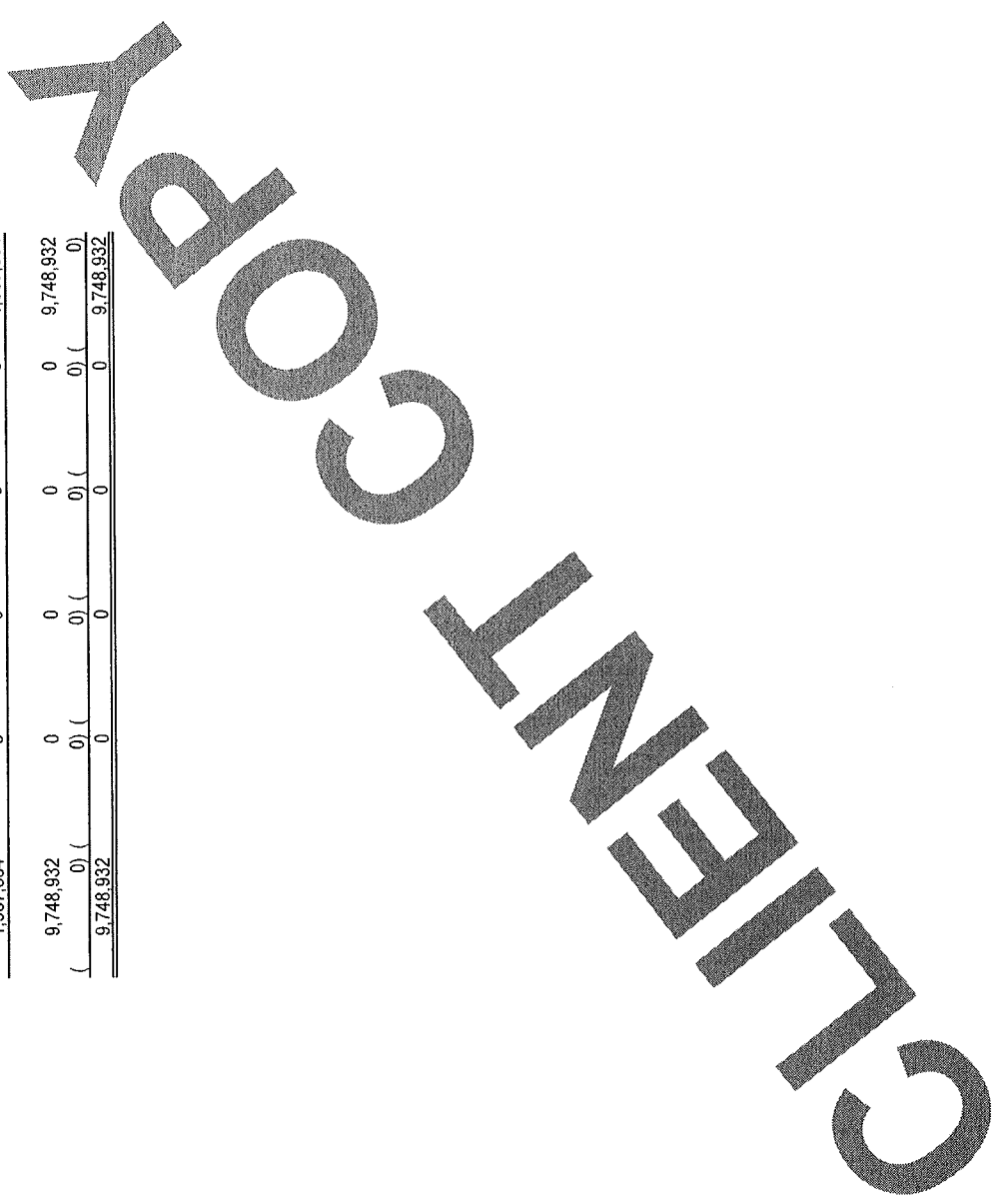
Item No.	Description of Property ****: Indicates DISPOSED	Date Placed In Service	Asset Code	Business Use %	Cost or Other Basis	Sec. 179 Deduction	Credit	Special Allowance	Salvage Value	Recovery Basis	Recovery Period	Method	Convention Code	Prior Accum. Deprec., 179, Bonus	2017 Deprec.	2017 Accum. Deprec.
5-yr Other (listed property)																
	10001-1401-1000 UNIT	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10002-SATURN 10-900	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10004-SATURN 10-900	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10006-SATURN 10-900	6/1/2017	F-15	100.00%	325,000	0	0	0	0	325,000	5	200DB	HY	0	37,917	37,917
	10013-SATURN 10-900	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10014-SATURN 10-900	6/1/2017	F-15	100.00%	325,000	0	0	0	0	325,000	5	200DB	HY	0	37,917	37,917
	10015-SATURN 10-900	6/1/2017	F-15	100.00%	325,000	0	0	0	0	325,000	5	200DB	HY	0	37,917	37,917
	10019-SATURN 10-900	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10018-SATURN 10-900	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10017-SATURN 10-900	6/1/2017	F-15	100.00%	325,000	0	0	0	0	325,000	5	200DB	HY	0	37,917	37,917
	10016-SATURN 10-900	6/1/2017	F-15	100.00%	175,000	0	0	0	0	175,000	5	200DB	HY	0	20,417	20,417
	10024-SATURN 10-500	6/1/2017	F-15	100.00%	50,000	0	0	0	0	50,000	5	200DB	HY	0	5,833	5,833
	10025-SATURN 10-900	6/1/2017	F-15	100.00%	500,000	0	0	0	0	500,000	5	200DB	HY	0	58,333	58,333
	10026-SATURN 10-900 X2	6/1/2017	F-15	100.00%	425,000	0	0	0	0	425,000	5	200DB	HY	0	49,583	49,583
	20001 - SATURN 20-1200	6/1/2017	F-15	100.00%	425,000	0	0	0	0	425,000	5	200DB	HY	0	49,583	49,583
	20002 - SATURN 20-1200	6/1/2017	F-15	100.00%	425,000	0	0	0	0	425,000	5	200DB	HY	0	49,583	49,583
	20004 - SATURN 20-1200	6/1/2017	F-15	100.00%	425,000	0	0	0	0	425,000	5	200DB	HY	0	49,583	49,583
	20003 SATURN 20-1200	6/1/2017	F-15	100.00%	100,000	0	0	0	0	100,000	5	200DB	HY	0	11,667	11,667
	30001-ALLISON 501-3000	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	30002-ALLISON 501-3000	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	30003-ALLISON 501-3000	6/1/2017	F-15	100.00%	400,000	0	0	0	0	400,000	5	200DB	HY	0	46,667	46,667
	R001-WAUKESAW-500	6/1/2017	F-15	100.00%	60,000	0	0	0	0	60,000	5	200DB	HY	0	7,000	7,000
	R002-WAUKESAW-500	6/1/2017	F-15	100.00%	60,000	0	0	0	0	60,000	5	200DB	HY	0	7,000	7,000
	R003-WAUKESAW-500	6/1/2017	F-15	100.00%	30,000	0	0	0	0	30,000	5	200DB	HY	0	3,500	3,500
	TR0001 LOWBOY GOOSDEN	6/1/2017	F-15	100.00%	5,000	0	0	0	0	5,000	5	200DB	HY	0	583	583
	TR0002 TANDEM FLAT DECK	6/1/2017	F-15	100.00%	5,000	0	0	0	0	5,000	5	200DB	HY	0	583	583
	TR0003 TANDEM ENCLOSURE	6/1/2017	F-15	100.00%	8,000	0	0	0	0	8,000	5	200DB	HY	0	933	933
	PW001 PRESSURE WASHER	6/1/2017	F-15	100.00%	2,500	0	0	0	0	2,500	5	200DB	HY	0	292	292
	Total: 5-yr Other (listed)				7,495,500	0	0	0	0	7,495,500				0	874,478	874,478
7-yr General purpose tools, machinery, and equipment																
	FL0001 CLARK 6000 FORKLIFT	6/1/2017	F-10	100.00%	2,500	0	0	0	0	2,500	7	200DB	HY	0	208	208
	FURNITURE FIXTURES AND	6/1/2017	F-10	100.00%	156,110	0	0	0	0	156,110	7	200DB	HY	0	13,009	13,009
	ON002-ONAN-500	6/1/2017	F-10	100.00%	10,000	0	0	0	0	10,000	7	200DB	HY	0	833	833
	ON001-ONAN-500	6/1/2017	F-10	100.00%	10,000	0	0	0	0	10,000	7	200DB	HY	0	833	833
	PW002 -PRESSURE WASHER	6/1/2017	F-10	100.00%	600	0	0	0	0	600	7	200DB	HY	0	50	50
	TRCH001 TORCH SET	6/1/2017	F-10	100.00%	1,000	0	0	0	0	1,000	7	200DB	HY	0	83	83
	WLD0001 ARC MIG TIG WELD	6/1/2017	F-10	100.00%	1,500	0	0	0	0	1,500	7	200DB	HY	0	125	125
	WLD0002 MIG WELDER	6/1/2017	F-10	100.00%	1,500	0	0	0	0	1,500	7	200DB	HY	0	125	125
	WLD0003 MIG WELDER	6/1/2017	F-10	100.00%	1,500	0	0	0	0	1,500	7	200DB	HY	0	125	125
	BALANCE MACHINE	6/14/2017	F-10	100.00%	55,000	0	0	0	0	55,000	7	200DB	HY	0	4,583	4,583
	FURNITURE AND EQUIPMEN	8/11/2017	F-10	100.00%	1,984	0	0	0	0	1,984	7	200DB	HY	0	165	165
	SHOP TOOLING	9/15/2017	F-10	100.00%	43,874	0	0	0	0	43,874	7	200DB	HY	0	3,656	3,656
	Total: 7-yr Genl purp tools, mach, equip				285,568	0	0	0	0	285,568				0	23,795	23,795
Amortization - 197 - Intangibles (goodwill, etc.)																
	CLASS VI INTANGIBLES	6/1/2017	Z-9	100.00%	150,957	0	0	0	0	150,957	15	SL	FM	0	5,871	5,871
	GOODWILL	6/1/2017	Z-9	100.00%	1,816,907	0	0	0	0	1,816,907	15	SL	FM	0	70,657	70,657

Assets by Classification - 1065

12/31/2017

ALCOR ENERGY, LLC XXXXXXXXX

Item No.	Description of Property **** indicates DISPOSED	Date Placed In Service	Asset Code	Business Use %	Cost or Other Basis	Sec. 179 Deduction	Credit	Special Allowance	Salvage Value	Recovery Basis	Recovery Period	Method	Convention Code	Prior Accum. Deprec., 179, Bonus	2017 Deprec.	2017 Accum. Deprec.
	Total: Amort - 197 - Intangible costs				1,967,864	0	0	0	0	1,967,864				0	76,528	76,528
	SubTotals				9,748,932	0	0	0	0	9,748,932				0	974,801	974,801
	Less: Disposed Assets				(0) (0) (0) (0) (0) (0) (0) (0) (0) (
	Ending Totals				9,748,932	0	0	0	0	9,748,932				0	974,801	974,801



Detail Report - 1065

ALCOR ENERGY, LLC XXXXXXXXXX

12/31/2017

Item No.	Description of Property *** indicates DISPOSED	Date Placed in Service	Business Use %	Cost or Other Basis	Sec. 179 Deduction	Special Allowance	Recovery Basis	Rec Period	Method	Convention Code	Prior Accum. Deprec., 179, Bonus	2017 Current Deprec.	2017 Accum. Deprec.
	10001-1401-1000 UNIT	6/1/2017	100.00%	400,000	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10002-SATURN 10-900	6/1/2017	100.00%	400,000	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10004-SATURN 10-900	6/1/2017	100.00%	400,000	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10006-SATURN 10-900	6/1/2017	100.00%	325,000	0	0	325,000	5	200DB	HY	0	37,917	37,917
	10013-SATURN 10-900	6/1/2017	100.00%	400,000	0	0	400,000	5	200DB	HY	0	46,667	46,667
	10014-SATURN 10-900	6/1/2017	100.00%	325,000	0	0	325,000	5	200DB	HY	0	37,917	37,917
	10019-SATURN 10-900	6/1/2017	100.00%	325,000	0	0	325,000	5	200DB	HY	0	37,917	37,917
	10016-SATURN 10-900	6/1/2017	100.00%	325,000	0	0	325,000	5	200DB	HY	0	37,917	37,917
	10024-SATURN 10-500	6/1/2017	100.00%	175,000	0	0	175,000	5	200DB	HY	0	20,417	20,417
	10025-SATURN 10-900	6/1/2017	100.00%	50,000	0	0	50,000	5	200DB	HY	0	5,833	5,833
	10026-SATURN 10-900 X2	6/1/2017	100.00%	500,000	0	0	500,000	5	200DB	HY	0	58,333	58,333
	20001 - SATURN 20-1200	6/1/2017	100.00%	425,000	0	0	425,000	5	200DB	HY	0	49,583	49,583
	20004 - SATURN 20-1200	6/1/2017	100.00%	425,000	0	0	425,000	5	200DB	HY	0	49,583	49,583
	20003 SATURN 20-1200	6/1/2017	100.00%	100,000	0	0	100,000	5	200DB	HY	0	11,667	11,667
	30001-ALLISON 501-3000	6/1/2017	100.00%	400,000	0	0	400,000	5	200DB	HY	0	46,667	46,667
	30002-ALLISON 501-3000	6/1/2017	100.00%	400,000	0	0	400,000	5	200DB	HY	0	46,667	46,667
	BALANCE MACHINE	6/14/2017	100.00%	55,000	0	0	55,000	7	200DB	HY	0	4,583	4,583
	CLASS VI INTANGIBLES	6/1/2017	100.00%	150,957	0	0	150,957	15	SL	FM	0	5,871	5,871
	FL0001 CLARK 6000 FORKLII	6/1/2017	100.00%	2,500	0	0	2,500	7	200DB	HY	0	208	208
	FURNITURE FIXTURES AND	6/1/2017	100.00%	156,110	0	0	156,110	7	200DB	HY	0	13,009	13,009
	FURNITURE AND EQUIPMEN	8/1/2017	100.00%	1,984	0	0	1,984	7	200DB	HY	0	165	165
	ON002-ONAN-500	6/1/2017	100.00%	10,000	0	0	10,000	7	200DB	HY	0	833	833
	PW002 -PRESSURE WASHER	6/1/2017	100.00%	600	0	0	600	7	200DB	HY	0	50	50
	R001-WAUKESAW-500	6/1/2017	100.00%	60,000	0	0	60,000	5	200DB	HY	0	7,000	7,000
	SHOP TOOLING	9/15/2017	100.00%	43,874	0	0	43,874	7	200DB	HY	0	3,656	3,656
	TR0001 LOWBOY GOOSDEN	6/1/2017	100.00%	5,000	0	0	5,000	5	200DB	HY	0	583	583
	TR0002 TANDEM FLAT DECK	6/1/2017	100.00%	5,000	0	0	5,000	5	200DB	HY	0	583	583
	TR0003 TANDEM ENCLOSEL	6/1/2017	100.00%	8,000	0	0	8,000	5	200DB	HY	0	933	933
	TRCH001 TORCH SET	6/1/2017	100.00%	1,000	0	0	1,000	7	200DB	HY	0	83	83
	WLD0001 ARC MIG TIG WELI	6/1/2017	100.00%	1,500	0	0	1,500	7	200DB	HY	0	125	125
	PW001 PRESSURE WASHER	6/1/2017	100.00%	2,500	0	0	2,500	5	200DB	HY	0	292	292
	GOODWILL	6/1/2017	100.00%	1,816,907	0	0	1,816,907	15	SL	FM	0	70,657	70,657
	10015-SATURN 10-900	6/1/2017	100.00%	325,000	0	0	325,000	5	200DB	HY	0	37,917	37,917
	10018-SATURN 10-900	6/1/2017	100.00%	400,000	0	0	400,000	5	200DB	HY	0	46,667	46,667
	20002 - SATURN 20-1200	6/1/2017	100.00%	425,000	0	0	425,000	5	200DB	HY	0	49,583	49,583
	30003-ALLISON 501-3000	6/1/2017	100.00%	400,000	0	0	400,000	5	200DB	HY	0	46,667	46,667
	ON001-ONAN-500	6/1/2017	100.00%	10,000	0	0	10,000	7	200DB	HY	0	833	833
	R002-WAUKESAW-500	6/1/2017	100.00%	60,000	0	0	60,000	5	200DB	HY	0	7,000	7,000
	WLD0002 MIG WELDER	6/1/2017	100.00%	1,500	0	0	1,500	7	200DB	HY	0	125	125
	R003-WAUKESAW-500	6/1/2017	100.00%	30,000	0	0	30,000	5	200DB	HY	0	3,500	3,500
	10017-SATURN 10-900	6/1/2017	100.00%	400,000	0	0	400,000	5	200DB	HY	0	46,667	46,667
	WLD0003 MIG WELDER	6/1/2017	100.00%	1,500	0	0	1,500	7	200DB	HY	0	125	125
Item-1													
Item-1													
Item-1													
Item-1													
Item-1													
Item-1-1													
Item-2													
Item-2													
SubTotals				9,748,932	0	0	9,748,932					974,801	974,801
Less: Disposed Assets				0	0	0	0					0	0
Ending Totals				9,748,932	0	0	9,748,932					974,801	974,801

2017 State Apportionment

Sales Factor

	Everywhere *	Total of States	State Arizona
1 Destination Sales Within State	1,125,977	1,125,977	AZ 1,125,977
2 Less: Returns and Allowances	0	0	
3 Destination Sales from Outside State	0	0	
4 Less: Returns and Allowances	0	0	
5 Origin Sales Shipped to U.S. Government	0	0	**
6 Less: Returns and Allowances	0	0	**
7 Origin Sales Shipped to Non-Taxable Jurisdictions	0	0	**
8 Less: Returns and Allowances	0	0	**
9 Services Performed	0	0	
10 Dividends	0	0	
11 Interest	0	0	
12 Rents	0	0	
13 Royalties	0	0	
14 Gross Proceeds - Sale of Real/Tangible Property	0	0	
15 Less: Adjusted Basis of Property	0	0	
16 Gross Proceeds - Sale of Intangible Property	0	0	
17 Less: Adjusted Basis of Property	0	0	
18 Other Gross Receipts	0	0	
19	0	0	
20	0	0	
21	0	0	
22	0	0	
23 Total State Apportioned Sales	1,125,977	1,125,977	1,125,977

Payroll Factor

1 Compensation of Officers	0	0	**
2 Salaries and Wages	596,544	596,544	596,544
3 COGS Salaries and Wages	0	0	
4	0	0	
5	0	0	
6	0	0	
7	0	0	
8 Total State Apportioned Payroll	596,544	596,544	596,544

2017 State Apportionment

Property Factor

	Everywhere *	Total of States	State Arizona
1 Inventories	0	0	0
Beginning	439,046	439,046	439,046
Ending			
2a Buildings			
Beginning			
Ending			
Less: Accumulated Depreciation			**
2b Machinery and Equipment			**
Beginning			
Ending			
Less: Accumulated Depreciation			**
2c Furniture and Fixtures			**
Beginning			
Ending			
Less: Accumulated Depreciation			**
2d Transportation Equipment			**
Beginning			
Ending			
Less: Accumulated Depreciation			**
2e Leasehold Improvements			**
Beginning			
Ending			
Less: Accumulated Depreciation			**
2 Total Buildings and Depreciable Assets	0	0	0
Beginning	0	0	0
Ending	0	0	0
Less: Total Accumulated Depreciation	0	0	0
Beginning	0	0	0
Ending	0	0	0

2017 State Apportionment

	Everywhere *	Total of States	State Arizona
3 Depletable Assets	0	0	3
Beginning	0	0	
Ending	0	0	**
Less: Accumulated Depletion	0	0	**
Beginning	0	0	
Ending	0	0	
4 Land	0	0	4
Beginning	0	0	
Ending	0	0	
5 Other Assets:			
5a _____	0	0	5a
Beginning	0	0	
Ending	0	0	
5b _____	0	0	5b
Beginning	0	0	
Ending	0	0	
5c _____	0	0	5c
Beginning	0	0	
Ending	0	0	
5d _____	0	0	5d
Beginning	0	0	
Ending	0	0	
6 Less: Construction in Progress	0	0	6
Beginning	0	0	
Ending	0	0	
Less: Included in Above Totals	0	0	
7 Less: Nonbusiness Property	0	0	7
Beginning	0	0	
Ending	0	0	
Less: Included in Above Totals	0	0	
8 Total State Apportioned Property	439,046	439,046	8
Beginning	0	0	
Ending	439,046	439,046	0
			439,046
9 Total Rents Paid	248,977	248,977	9
Type of Property Rented (If Applicable)			
9a Real Estate Rented	0	0	9a
9b Tangible Property Rented	0	0	9b
			**
			**

NOTE: State forms capitalize rents by the appropriate factor.

** Amount not used to calculate state's apportionment factor.

2017 State Apportionment Summary

Sales

	AZ	Everywhere	Factor
Arizona Form: AZ 165	1,125,977	1,125,977	100.00000%
Delaware Form: DE 300, Sch K-1	0	1,125,977	0.00000%

Payroll

	AZ	Everywhere	Factor
	0	0	0.00000%
	0	596,544	0.00000%

Property

	AZ	Everywhere	Factor
	0	0	0.00000%
	0	2,211,339	0.00000%

Total: 100.00000%

COPY

Arizona Form
165

Arizona Partnership Income Tax Return

2017

Form 165 is due on or before the 15th day of the 3rd month following the close of the taxable year.

For the calendar year 2017 or fiscal year beginning 06/01 2017 and ending 12/31 20 17

Business Telephone Number (with area code)	Name ALCOR ENERGY, LLC	CHECK ONE: <input checked="" type="checkbox"/> Original <input type="checkbox"/> Amended
()	Address - number and street or PO Box 7754 E VELOCITY WAY	Employer Identification Number (EIN) XX-XXXXXXX
Business Activity Code (from federal Form 1065) 333610	City, Town or Post Office MESA	State AZ
		ZIP Code 85212

68 Check box if: This is a first return Name change Address change

Check box if return filed under extension:
82 82E

- A DBA: _____
- B Will a composite return be filed on Form 140NR? Yes No
- C Total number of nonresident individual partners 0
- D Total number of resident and part-year resident individual partners 0
- E Total number of entity partners. See instructions, page 3 2
- F Date business commenced 06/01/2017

REVENUE USE ONLY. DO NOT MARK IN THIS AREA.

88

G Arizona apportionment for multistate partnerships only (check one box):

81 PM **66** RCVD

G1 AIR CARRIER G2 STANDARD G3 SALES FACTOR ONLY

H Check if Multistate Service Provider Election and Computation (Arizona Schedule MSP) is included.
Indicate the year of the election cycle: Yr 1 Yr 2 Yr 3 Yr 4 Yr 5

I Is this the partnership's final return under this EIN? I YES NO

J Did you file 2015 and 2016 Arizona partnership returns? J YES NO

If "No", state reason: BUSINESS BEGAN IN 2017

K Have you filed amended federal partnership returns for prior years? K YES NO

If "Yes", list years: _____

L Has the Internal Revenue Service (IRS) made any adjustments in any federal income tax return filed by the partnership not previously reported to the department? L YES NO

If "Yes", indicate year(s): _____

Submit a copy of the IRS report(s).

If the IRS adjustments were for tax years 2016 and 2017 and resulted in a federal imputed underpayment assessment, you must file Arizona Form 165PA to report those changes.

M The partnership books are in care of: ALCOR ENERGY

Located at:

7754 E VELOCITY WAY MESA AZ 85212
Number and street or PO Box City State ZIP Code

Adjustment of Partnership Income From Federal to Arizona Basis

1	Federal ordinary business and rental income (loss) from Form 1065, Schedule K. See instructions	1	-2,279,125	00
SCHEDULE A: Additions to Partnership Income				
A1	Total federal depreciation	898,273	00	
A2	Non-Arizona municipal bond interest		00	
A3	Additions related to Arizona tax credits	0	00	
A4	Other additions to partnership income	0	00	
2	Total additions to partnership income. Add lines A1 through A4. Enter the total.	2	898,273	00
3	Subtotal: Add lines 1 and 2. Enter the total.	3	-1,380,852	00
SCHEDULE B: Subtractions From Partnership Income				
B1	Recalculated Arizona depreciation: See instructions	898,273	00	
B2	Basis adjustment for property sold or otherwise disposed of during the taxable year. See instructions.		00	
B3	Interest from U.S. government obligations	0	00	
B4	Agricultural crops charitable contribution: See instructions		00	
B5	Other subtractions from partnership income	0	00	
4	Total subtractions from partnership income: Add lines B1 through B5. Enter the total	4	898,273	00
5	Partnership income adjusted to Arizona basis: Subtract line 4 from line 3. Enter the difference	5	-2,279,125	00
6	Net adjustment of partnership income from federal to Arizona basis: Subtract line 1 from line 5. Enter the difference	6		00

Penalty

7 Penalty for late filing or incomplete filing: See instructions 7 00

Name (as shown on page 1) ALCOR ENERGY, LLC	EIN XX-XXXXXXX
------------------------------------------------	-------------------

SCHEDULE C Apportionment Formula (Multistate Partnerships Only)

IMPORTANT: Qualifying air carriers must use Arizona Schedule ACA. Qualifying multistate service providers must include Arizona Schedule MSP. If the "SALES FACTOR ONLY" box on page 1, line G, is checked, complete only Section C3, Sales Factor, lines a through f. See instructions.

C1 Property Factor - STANDARD APPORTIONMENT ONLY

Value of real and tangible personal property (by averaging the value of owned property at the beginning and end of the tax period; rented property at capitalized value).

a Owned Property (at original cost):

- 1 Inventories
- 2 Depreciable assets (do not include construction in progress)
- 3 Land
- 4 Other assets (describe):
- 5 Less: Nonbusiness property (if included in above totals)
- 6 Total of section a (the sum of lines 1 through 4 less line 5):

b Rented property (capitalize at 8 times net rent paid)

c Total owned and rented property (Total of section a plus section b)

C2 Payroll Factor - STANDARD APPORTIONMENT ONLY

Total wages, salaries, commissions and other compensation to employees (per federal Form 1065, or payroll reports)

C3 Sales Factor

a Sales delivered or shipped to Arizona purchasers

b Sales of services for qualifying multistate service providers only (include Schedule MSP)

c Other gross receipts

d Total sales and other gross receipts

e Weight AZ sales: (STANDARD x 2; SALES FACTOR ONLY x 1)

f Sales Factor (for Column A, multiply line d by line e for Column B, enter the amount from line d; for Column C, divide Column A by Column B.)

STANDARD Apportionment, continue to C4.

SALES FACTOR ONLY Apportionment, enter the amount from Column C on Arizona Form 165, Schedule K-1(NR), Part 1, column (b)

C4 STANDARD Apportionment Total Ratio: Add Column C of lines C1c, C2, and C3f. Enter the total

C5 Average Apportionment Ratio for STANDARD Apportionment: Divide line C4, Column C, by four (4). Enter the result on Arizona Form 165, Schedule K-1(NR), Part 1, column (b). (If one of the factors is "0" in both Column A and Column B, see instructions.)

COLUMN A Total Within Arizona Round to nearest dollar.	COLUMN B Total Everywhere Round to nearest dollar.	COLUMN C Ratio Within Arizona A + B
0	0	
0	0	
0	0	
0	0	
0	0	
0	0	
0	0	
0	0	
0	0	
1,125,977		
0		
0		
1,125,977	1,125,977	
x 2 OR x 1		
1,125,977	1,125,977	1.000000

SCHEDULE D Business Information

Describe briefly the nature and location(s) of the partnership's Arizona business activities:

MANUFACTURER AND LEASER OF TURBINES FOR THE OIL AND GAS INDUSTRY

Describe briefly the nature and location(s) of the partnership's business activities outside of Arizona:

Name (as shown on page 1) ALCOR ENERGY, LLC	EIN XX-XXXXXXX
------------------------------------------------	-------------------

SCHEDULE E Partner Information

Prepare a schedule that lists each partner's name, address, taxpayer identification number, and pro rata share of the amount shown on line 5. Label the listing as "Schedule E: Partner Information" and include the schedule immediately after page 3 of Form 165.

Due Date	Form 165 is due on or before the 15th day of the 3rd month following the close of the taxable year.		
Declaration	I, the undersigned partner of the partnership for which this return is made, declare under penalty of perjury, that this return, including the accompanying schedules and statements, has been examined by me and is to the best of my knowledge and belief, a correct and complete return, made in good faith, for the taxable year stated pursuant to the income tax laws of the State of Arizona.		
Please Sign Here	PARTNER'S SIGNATURE	DATE	TITLE
Paid Preparer's Use Only	DEIRDRE M MORHET	3/6/2018	P00918370
	PAID PREPARER'S SIGNATURE	DATE	PAID PREPARER'S PTIN
	BASC EXPERTISE OF AZ LLC		XX-XXXXXXX
	FIRM'S NAME (OR PAID PREPARER'S NAME, IF SELF-EMPLOYED)	FIRM'S	<input checked="" type="checkbox"/> EIN OR <input type="checkbox"/> SSN
	3303 E Baseline Rd ste 107		480-355-1398
	FIRM'S STREET ADDRESS		FIRM'S TELEPHONE NUMBER
	Gilbert	AZ	85234
	CITY	STATE	ZIP CODE

Mail to: Arizona Department of Revenue, PO Box 52153, Phoenix, AZ 85072-2153

AZ Form 165 (2017)

Schedule E ALCOR ENERGY, LLC

XX-XXXXXXX

Page 4 of 4

Information on Partners

Partners	Name and address	Social security number and/or federal ID number	Percent of ownership	Pro rata share of income (loss)	Check here if partner is nonresident
1	ALCOR ENEREGY SOLUTION 7754 E VELOCITY WAY CHANDLER, AZ 85207	XX-XXXXXXX	50.000000%	-1,139,562	X
2	OCHO VENTURA, LLC 31 WINDMILL WAY CALGARY Canada	XX-XXXXXXX	50.000000%	-1,139,563	X
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
TOTALS			100.000000%	-2,279,125	

CLIENT COPY

Arizona Form 165 Schedule K-1(NR)	Arizona Nonresident and Out-of-State Partner's Share of Income and Deductions	2017
All corporate partners must use this schedule.		

For the calendar year 2017 or fiscal year beginning 06/01 2017 and ending 12/31 20 17.

CHECK ONE: Original Amended

Partner's Identifying Number XX-XXXXXXX			Partnership's Employer Identification Number (EIN) XX-XXXXXXX		
Partner's Name ALCOR ENERGY SOLUTIONS LLC			Partnership's Name ALCOR ENERGY, LLC		
Partner's Address – number and street or rural route 7754 E VELOCITY WAY			Partnership's Address – number and street or rural route 7754 E VELOCITY WAY		
Partner's City, Town or Post Office CHANDLER	State AZ	ZIP Code 85207	Partnership's City, Town or Post Office MESA	State AZ	ZIP Code 85212

Partner's Percentage of:	Beginning of Year	End of Year
Profit sharing.....	50.000000%	50.000000%
Loss sharing.....	50.000000%	50.000000%
Ownership of capital.....	50.000000%	50.000000%
Type of partner (individual, trust, etc.)	LLC - Partnership	

Part 1: Distributive Share Items From federal Form 1065, Schedule K-1	(a) Distributive Share Amount	(b) Arizona Apportionment Ratio	(c) Arizona Source Income	Form 140NR Filers: Enter the amount in column (c) on:
1 Ordinary income (loss) from trade or business activities	-1,139,562	1.000000	-1,139,562	
2 Net income (loss) from rental real estate activities	0		0	
3 Net income (loss) from other rental activities	0		0	
4 Total: Add lines 1, 2, and 3	-1,139,562		-1,139,562	Line 21
5 Interest	0		0	Line 16
6 Dividends	0		0	Line 17
7 Royalties	0		0	Line 21
8 Net short-term capital gain (loss)	0		0	Line 20
9 Net long-term capital gain (loss)	0		0	Line 20
10 Guaranteed payments to partner	0		0	
11 Net IRC Section 1231 gain (loss)	0		0	Line 20
12 Deferred amount of discharge of indebtedness income included in federal income in the current year under IRC Section 108(i)	0		0	Line 22
13 Other income (loss): include schedule	0		0	Line 22
14 Reserved				
15 Deferred amount of original issue discount deduction included in federal income in the current year under IRC Section 108(i)	0		0	Line 21
16 Other deductions: include schedule	550	1.000000	550	

Part 2: Partner's Distributive Share of the Adjustment of Partnership Income From federal to Arizona Basis	(a) Distributive Share Amount	(b) Arizona Apportionment Ratio	(c) Arizona Source Income	Form 140NR Filers: Enter the amount in column (c) on:
17 Adjustment of partnership income from federal to Arizona basis from Form 165, page 1, line 6	0		0	Line 29 or 39

NOTE: Corporate partners see Form 120 or Form 120A instructions for information on reporting the amount from line 17.

Name of Partnership (as shown on page 1) ALCOR ENERGY, LLC	EIN XX-XXXXXXX
---------------------------------------------------------------	-------------------

Part 3 Net Capital Gain From Investment in a Qualified Small Business – Information Schedule

If the partner's federal Schedule K-1 (Form 1065) does not include any net capital gain or loss from investment in a qualified small business as determined by the Arizona Commerce Authority, the partnership is not required to complete Part 3.

Pro Rata Share Items	(a) Distributive Share Amount	(b) Arizona Apportionment Ratio	(c) Arizona Source Income
18 Net capital gain (loss) from investment in a qualified small business 18	0		0

Part 4 Net Long-Term Capital Gain Subtraction – Information Schedule

If the partner's federal Schedule K-1 (Form 1065) includes capital gain (loss), complete line 19 and line 20. If the partner's federal Schedule K-1 (Form 1065) does not include any capital gain (loss), the partnership is not required to complete Part 4.

Item From federal Form 1065, Schedule K-1	(a) Distributive Share Amount From page 1, line 9, column (a).	(b) Arizona Source Income From page 1, line 9, column (c).	(c) Net long-term capital gain (loss) included in column (b) from assets acquired before January 1, 2012	(d) Net long-term capital gain (loss) included in column (b) from assets acquired after December 31, 2011
19 Total net long-term capital gain (loss) 19	0	0	0	0

ADDITIONAL INFORMATION:

20 Net long-term capital gain (loss) from investment in a qualified small business (amount already included in line 19, column d) 20				0
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Arizona Form 165 Schedule K-1(NR)	Arizona Nonresident and Out-of-State Partner's Share of Income and Deductions	2017
All corporate partners must use this schedule.		

For the calendar year 2017 or fiscal year beginning 06/01 2017 and ending 12/31 20 17.

CHECK ONE: Original Amended

Partner's Identifying Number XX-XXXXXXX			Partnership's Employer Identification Number (EIN) XX-XXXXXXX		
Partner's Name OCHO VENTURA, LLC		#2	Partnership's Name ALCOR ENERGY, LLC		
Partner's Address – number and street or rural route 31 WINDMILL WAY			Partnership's Address – number and street or rural route 7754 E VELOCITY WAY		
Partner's City, Town or Post Office CALGARY	State	ZIP Code	Partner's City, Town or Post Office MESA	State AZ	ZIP Code 85212

Partner's Percentage of:	Beginning of Year	End of Year
Profit sharing.....	50.000000%	50.000000%
Loss sharing.....	50.000000%	50.000000%
Ownership of capital.....	50.000000%	50.000000%
Type of partner (individual, trust, etc.)	Disregarded Entity	

Part 1: Distributive Share Items From federal Form 1065, Schedule K-1	(a) Distributive Share Amount	(b) Arizona Apportionment Ratio	(c) Arizona Source Income	Form 140NR Filers: Enter the amount in column (c) on:
1 Ordinary income (loss) from trade or business activities	-1,139,563	1.000000	-1,139,563	
2 Net income (loss) from rental real estate activities	0		0	
3 Net income (loss) from other rental activities	0		0	
4 Total: Add lines 1, 2, and 3	-1,139,563		-1,139,563	Line 21
5 Interest	0		0	Line 16
6 Dividends	0		0	Line 17
7 Royalties	0		0	Line 21
8 Net short-term capital gain (loss)	0		0	Line 20
9 Net long-term capital gain (loss)	0		0	Line 20
10 Guaranteed payments to partner	0		0	
11 Net IRC Section 1231 gain (loss)	0		0	Line 20
12 Deferred amount of discharge of indebtedness income included in federal income in the current year under IRC Section 108(i)	0		0	Line 22
13 Other income (loss): include schedule	0		0	Line 22
14 Reserved				
15 Deferred amount of original issue discount deduction included in federal income in the current year under IRC Section 108(i)	0		0	Line 21
16 Other deductions: include schedule	551	1.000000	551	

Part 2: Partner's Distributive Share of the Adjustment of Partnership Income From federal to Arizona Basis	(a) Distributive Share Amount	(b) Arizona Apportionment Ratio	(c) Arizona Source Income	Form 140NR Filers: Enter the amount in column (c) on:
17 Adjustment of partnership income from federal to Arizona basis from Form 165, page 1, line 6	0		0	Line 29 or 39

NOTE: Corporate partners see Form 120 or Form 120A instructions for information on reporting the amount from line 17.

Name of Partnership (as shown on page 1) ALCOR ENERGY, LLC	EIN XX-XXXXXXX
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Part 3 Net Capital Gain From Investment in a Qualified Small Business – Information Schedule

If the partner's federal Schedule K-1 (Form 1065) does not include any net capital gain or loss from investment in a qualified small business as determined by the Arizona Commerce Authority, the partnership is not required to complete Part 3.

Pro Rata Share Items	(a) Distributive Share Amount	(b) Arizona Apportionment Ratio	(c) Arizona Source Income
18 Net capital gain (loss) from investment in a qualified small business 18	0		0

Part 4 Net Long-Term Capital Gain Subtraction – Information Schedule

If the partner's federal Schedule K-1 (Form 1065) includes capital gain (loss), complete line 19 and line 20. If the partner's federal Schedule K-1 (Form 1065) does not include any capital gain (loss), the partnership is not required to complete Part 4.

Item From federal Form 1065, Schedule K-1	(a) Distributive Share Amount	(b) Arizona Source Income	(c) Net long-term capital gain (loss) included in column (b) from assets acquired before January 1, 2012	(d) Net long-term capital gain (loss) included in column (b) from assets acquired after December 31, 2011
	From page 1, line 9, column (a).	From page 1, line 9, column (c).		
19 Total net long-term capital gain (loss) 19	0	0	0	0

ADDITIONAL INFORMATION:

20 Net long-term capital gain (loss) from investment in a qualified small business (amount already included in line 19, column d) 20				0
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2017 DELAWARE

FORM 300 PARTNERSHIP RETURN

DO NOT WRITE OR STAPLE IN THIS AREA



DF30017011833

REV CODE 0006

FISCAL YEAR 0 6 0 1 1 7 1 2 3 1 1 7

BUSINESS NAME
ALCOR ENERGY, LLC

ADDRESS
7754 E VELOCITY WAY

CITY STATE ZIP CODE
MESA AZ 85212

EMPLOYER IDENTIFICATION NUMBER

X X X X X X X X

NATURE OF BUSINESS (SEE INSTRUCTIONS)

3 3 3 6 1 0

- A. CHECK APPLICABLE BOX AMENDED RETURN PARTNERSHIP DISSOLVED OR INACTIVE CHANGE OF ADDRESS
B. DID THE PARTNERSHIP HAVE INCOME DERIVED FROM OR CONNECTED WITH SOURCES IN DELAWARE
C. TOTAL NUMBERS OF PARTNERS: 2
D. YEAR PARTNERSHIP FORMED: 2017

ATTACH COMPLETED COPY OF U.S. PARTNERSHIP RETURN OF INCOME FORM 1065 AND ALL SCHEDULES

SCHEDULE 1 - PARTNERSHIP SHARE OF INCOME AND DEDUCTIONS WITHIN AND WITHOUT DELAWARE

Table with 5 columns: Line number, Description, Column A Total, Column B Within Delaware, and Line number. Rows include Ordinary Income, Apportionment percentage, Net Income from rental activities, and Deductions.

SCHEDULE 2 - APPORTIONMENT PERCENTAGE. COMPLETE ONLY IF PARTNERSHIP HAS INCOME DERIVED FROM OR CONNECTED WITH SOURCES IN DELAWARE AND AT LEAST ONE OTHER STATE, AND IF IT HAS ONE OR MORE PARTNERS WHO ARE NOT RESIDENTS IN DELAWARE.

SECTION A - GROSS REAL AND TANGIBLE PERSONAL PROPERTY

	COLUMN A Delaware Sourced		COLUMN B Total Sourced (All Sources)		
	Beginning of Year	End of Year	Beginning of Year	End of Year	
1. Total real and tangible property owned.....	0	0	0	439046	1
2. Real tangible property rented (eight times annual rent paid).....	0	0	1991816	1991816	2
3. Total (Combine Lines 1 and 2).....	0	0	1991816	2430862	3
4. Less: value at original cost of real and tangible property (see instructions)					4
5. Net Values (Subtract Line 4 from Line 3).....	0	0	1991816	2430862	5
6. Total (Combine Line 5 Beginning and End of Year Totals).....		0		4422678	6
7. Average values. (Divide Line 6 by 2).....		0		2211339	7

SECTION B - WAGES, SALARIES, AND OTHER COMPENSATION PAID OR ACCRUED TO EMPLOYEES

8. Wages, salaries and other compensation of all employees..... 0 596544 8

SECTION C - GROSS RECEIPTS SUBJECT TO APPORTIONMENT

9. Gross receipts from sales of tangible personal property..... 0 1125977 9
 10. Gross income from other sources (see attachment)..... 0 0 10
 11. Total..... 0 1125977 11

SECTION D - DETERMINATION OF APPORTIONMENT PERCENTAGES

12a. Enter amount from Column A, Line 7..... 0 = 0.0000 12A
 12b. Enter amount from Column B, Line 7..... 2211339 = 0.0000 12A
 13a. Enter amount from Column A, Line 8..... 0 = 0.0000 13A
 13b. Enter amount from Column B, Line 8..... 596544 = 0.0000 13A
 14a. Enter amount from Column A, Line 11..... 0 = 0.0000 14A
 14b. Enter amount from Column B, Line 11..... 1125977 = 0.0000 14A
 15. Total (Combined Apportionment Percentages on Lines 12b, 13c, and 14c)..... 0.0000 15
 16. Apportionment percentage (see specific instructions)..... 0.0000 16

UNDER PENALTIES OF PERJURY, I DECLARE THAT I HAVE EXAMINED THIS RETURN, INCLUDING ACCOMPANYING SCHEDULES AND STATEMENTS, AND TO THE BEST OF MY KNOWLEDGE AND BELIEF IT IS TRUE, CORRECT, AND COMPLETE. IF PREPARED BY A PERSON OTHER THAN TAXPAYER, THIS DECLARATION IS BASED ON ALL INFORMATION OF WHICH HE/SHE HAS ANY KNOWLEDGE.

SIGNATURE OF PARTNER DATE TELEPHONE NUMBER EMAIL ADDRESS

DEIRDRE M MORHET XXXXXXXXXX 480-355-1398 3/6/2018
 SIGNATURE OF PREPARER PREPARER'S EIN OR SSN PREPARER'S PHONE DATE

3303 E BASELINE RD STE 107 GILBERT AZ 85234
 STREET ADDRESS OF PREPARER CITY STATE ZIP

MAIL TO: DIVISION OF REVENUE, P.O. BOX 8703, WILMINGTON, DELAWARE 19899-8703



DF30017021833

2017
DELAWARE

FORM 300, SCHEDULE K-1
PARTNER'S SHARE OF INCOME

Page 1

or Fiscal Year beginning 0 6 0 1 1 7 and ending 1 2 3 1 1 7

Partner's Identifying Number ▶ XXXXXXXXXX

EIN X SSN

Partnership's Identifying Number ▶ XXXXXXXXXX

Partner's Business Name #1
ALCOR ENERGY SOLUTIONS LLC

Partner's Address
7754 E VELOCITY WAY

- OR -

City State Zip-Code
CHANDLER AZ 85207

Partner's First Name

Country

Partner's Last Name

Attention

Partner's Type of Entity (see instructions)

Partner's Share of Profit, Loss and Capital:

Code	Description	Resident	Profit:	Beginning	Profit:	Ending
1 3	LIMITED LIABILITY C	X Non-Resident	Loss:	50.000000	Loss:	50.000000
			Capital:	50.000000	Capital:	50.000000

Allocable Share of Income

Column A
Federal 1065, Schedule K-1 Amount

Column B
Portion of Items Derived from Sources in DE

1. Ordinary income (Loss) from Trade of Business Activities.....	-1139562	0
2. Net Income (Loss) from Rental Real Estate Activities.....	0	0
3. Net Income (Loss) from Other Rental Activities.....	0	0
4. Guaranteed Payment to Partner.....	0	0
5. Interest.....	0	0
6. Dividends.....	0	0
7. Royalties.....	0	0
8. Net Short-term Capital Gain (Loss).....	0	0
9. Net Long-term Capital Gain (Loss).....	0	0
10. Net Gain (loss) under 1231 (other than Due to Casualty and Theft).....	0	0
11. Other Income (Loss).....	0	0
12. Total Income (Combine Line 1 to Line 11).....	-1139562	0

Allocable Share of Deductions

Column A
Federal 1065, Schedule K-1 Amount

Column B
Portion of Items Derived from Sources in DE

13. Charitable Contribution.....	550	0
14. Section 179 Expense Deductions.....	0	0
15. Expenses from Portfolio Income.....	0	0
16. Other Deductions/Credits (Attach Schedule).....	0	0



DF30117011833

2017
DELAWARE

FORM 300, SCHEDULE K-1
PARTNER'S SHARE OF INCOME

Page 1

or Fiscal Year beginning 0 6 0 1 1 7 and ending 1 2 3 1 1 7

Partner's Identifying Number ▶ XXXXXXXXXX

EIN X SSN Partnership's Identifying Number ▶ XXXXXXXXXX

Partner's Business Name #2
OCHO VENTURA, LLC

Partner's Address
31 WINDMILL WAY

- OR -

City State Zip-Code
CALGARY

Partner's First Name

Country
CANADA

Partner's Last Name

Attention

Partner's Type of Entity (see instructions)

Partner's Share of Profit, Loss and Capital:

Code	Description	Resident	Profit:	Beginning	Profit:	Ending
1 4	OTHER -- PLEASE DESC	X Non-Resident	Loss: 50.000000	50.000000	Loss: 50.000000	50.000000
			Capital: 50.000000		Capital: 50.000000	

Allocable Share of Income

Column A
Federal 1065, Schedule K-1 Amount

Column B
Portion of Items Derived from Sources in DE

1. Ordinary income (Loss) from Trade of Business Activities.....	-1139563	0
2. Net Income (Loss) from Rental Real Estate Activities.....	0	0
3. Net Income (Loss) from Other Rental Activities.....	0	0
4. Guaranteed Payment to Partner.....	0	0
5. Interest.....	0	0
6. Dividends.....	0	0
7. Royalties.....	0	0
8. Net Short-term Capital Gain (Loss).....	0	0
9. Net Long-term Capital Gain (Loss).....	0	0
10. Net Gain (loss) under 1231 (other than Due to Casualty and Theft).....	0	0
11. Other Income (Loss).....	0	0
12. Total Income (Combine Line 1 to Line 11).....	-1139563	0

Allocable Share of Deductions

Column A
Federal 1065, Schedule K-1 Amount

Column B
Portion of Items Derived from Sources in DE

13. Charitable Contribution.....	551	0
14. Section 179 Expense Deductions.....	0	0
15. Expenses from Portfolio Income.....	0	0
16. Other Deductions/Credits (Attach Schedule).....	0	0



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