

Fill in this information to identify the case:

United States Bankruptcy Court for the:

SOUTHERN District of NEW YORK
(State)

Case number (if known): _____ Chapter 11

Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Ponderosa Energy LLC

2. All other names debtor used in the last 8 years
Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN) 81-1876262

4. Debtor's address
Principal place of business: 745 Fifth Avenue, Suite 537
Number Street
New York NY 10151
City State ZIP Code
Mailing address, if different from principal place of business:
Number Street
P.O. Box
City State ZIP Code
Location of principal assets, if different from principal place of business:
Number Street
Hutchinson, Carson & Gray Counties, TX
City State ZIP Code

5. Debtor's website (URL) _____

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

Debtor Ponderosa Energy, LLC Case number (if known) _____
Name

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>.

2 1 1 1

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

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:
 - Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
 - The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
 - A plan is being filed with this petition.
 - Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
 - The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
 - The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- Chapter 12

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

No

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

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

If more than 2 cases, attach a separate list.

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

No

Yes. Debtor GS Energy, LLC Relationship Affiliate

District Southern District of New York When 12/05/2017
MM / DD / YYYY

Case number, if known _____

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

Debtor Ponderosa Energy, LLC Case number (if known) _____
Name

11. Why is the case filed in this district?

Check all that apply:

- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- No
- Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety. What is the hazard? _____
- It needs to be physically secured or protected from the weather.
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- Other _____

Where is the property?

Number Street

City State ZIP Code

Is the property insured?

- No
- Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

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

15. Estimated assets

- \$0-\$50,000
- \$50,001-\$100,000
- \$100,001-\$500,000
- \$500,001-\$1 million
- \$1,000,001-\$10 million
- \$10,000,001-\$50 million
- \$50,000,001-\$100 million
- \$100,000,001-\$500 million
- \$500,000,001-\$1 billion
- \$1,000,000,001-\$10 billion
- \$10,000,000,001-\$50 billion
- More than \$50 billion

Debtor Ponderosa Energy, LLC Case number (if known) _____
Name

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 |

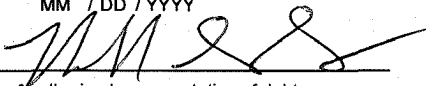
Request for Relief, Declaration, and Signatures

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 12/05/2017
MM / DD / YYYY

 Richard Sands
Signature of authorized representative of debtor Printed name

Title Manager

18. Signature of attorney

/s/ Charles M. Rubio Date 12/05/2017
Signature of attorney for debtor MM / DD / YYYY

Charles M. Rubio
Printed name

Diamond McCarthy LLP
Firm name

489 Fifth Avenue, 21st Floor
Number Street

New York NY 10017
City State ZIP Code

212-430-5400 crubio@diamondmccarthy.com
Contact phone Email address

4583134 NY
Bar number State

**RESOLUTIONS BY THE WRITTEN CONSENT
OF MANAGER AND MEMBER OF
PONDEROSA ENERGY, LLC**

December 4, 2017

The undersigned being the sole manager (the "*Manager*") and sole member (the "*Member*") of Ponderosa Energy, LLC, a Delaware limited liability company (the "*Company*") waives all notice and hereby consents to the adoption of the following resolutions:

WHEREAS, it has been determined that it is in the best interest of the Company to file a voluntary petition under chapter 11 of title 11 of the United States Code;

NOW THEREFORE, IT IS RESOLVED, that, in the judgment of the Manager, it is in the best interests of the Company, its creditors, and all other parties-in-interest, that the Company shall, and hereby is, authorized to file a voluntary petition to commence a case (the "*Bankruptcy Case*") under chapter 11 of title 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for Southern District of New York; and

FURTHER RESOLVED, that the Company is authorized to employ and retain the law firm of Diamond McCarthy LLP to represent the Company as general bankruptcy counsel prior to and during the Bankruptcy Case; and

FURTHER RESOLVED, that the Company is authorized, in the judgment of the Manager, to employ and retain other professionals as is necessary to advise and provide services to the Company prior to and during the Bankruptcy Case; and

FURTHER RESOLVED, that the execution by the Manager of any document authorized by the foregoing resolutions, or any document executed in the accomplishment of any action or actions so authorized including any actions in furtherance of the Bankruptcy Case, shall become upon delivery the enforceable and binding act and obligation of the Company, as the case may be, without the necessity of the signature or attestation of any other representative of the Company or the affixing of the corporate seal;

FURTHER RESOLVED, that all acts, transactions or agreements undertaken prior to the adoption of these resolutions by any representative of the Company in their respective name and on their behalf in connection with the foregoing matters are ratified, confirmed and adopted by the Company; and

IN WITNESS WHEREOF the undersigned have executed this Written Consent of the
Manager and Member effective as of the date set forth above.

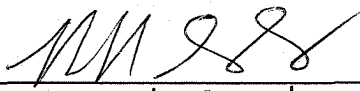
MANGER:

By: 
Richard Sands

MEMBER:

PONDEROSA ENERGY HOLDINGS LLC

BY: PONDEROSA OG MANAGEMENT LLC,
Its Manager

By: 
Name: Richard Sands
Title: Manager