

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF OHIO

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 DATA COOLING TECHNOLOGIES LLC

2. All other names debtor used in the last 8 years
Include any assumed names, trade names and doing business as names
FKA Air Enterprise Acquisition LLC
DBA Thermotech Enterprises, Inc.
FKA Air Enterprises LLC

3. Debtor's federal Employer Identification Number (EIN) 75-3193425

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>1777 Miller Parkway</u> <u>Streetsboro, OH 44241</u> Number, Street, City, State & ZIP Code	_____ P.O. Box, Number, Street, City, State & ZIP Code
	<u>Portage</u> County	_____ Location of principal assets, if different from principal place of business _____ Number, Street, City, State & ZIP Code

5. Debtor's website (URL) https://airenterprises.com.draftcloud.net

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

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>.

5182

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 _____

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 type="checkbox"/> 100-199	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> More than 100,000
<input checked="" type="checkbox"/> 200-999		

15. Estimated Assets

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

Debtor DATA COOLING TECHNOLOGIES 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

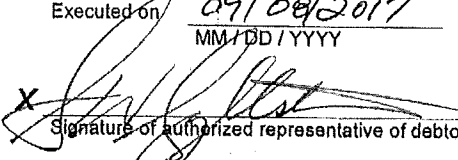
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

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 09/08/2017
MM/DD/YYYY


Signature of authorized representative of debtor
Title Chief Executive Officer

Gregory Gyllstrom
Printed name

18. Signature of attorney


Signature of attorney for debtor

Date 09/08/17
MM/DD/YYYY

Sean D. Malloy
Printed name

McDonald Hopkins LLC
Firm name

600 Superior Avenue East
Ste 2100
Cleveland, OH 44114
Number, Street, City, State & ZIP Code

Contact phone 216-348-5400

Email address smalloy@mcdonaldhopkins.com

0073157
Bar number and State

Fill in this information to identify the case:

Debtor name **DATA COOLING TECHNOLOGIES LLC**

United States Bankruptcy Court for the: **NORTHERN DISTRICT OF OHIO**

Case number (if known): _____

Check if this is an amended filing

Official Form 204
Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims 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 claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
KYOTOCOOLING NORTH AMERICA LLC ATTN: JOHN DROSSOS 2651 NORTH HARWOOD STE 360 DALLAS, TX 75201		Trade Debt	Disputed			\$1,700,000.00
CAPITOL POWER SERVICE LLC 20365 EXCHANGE STREET ASHBURN, VA 20147		Trade Debt				\$1,266,723.24
RAE CORPORATION P.O. BOX 1206 PRYOR, OK 74362-1206		Trade Debt				\$891,931.50
TSS TECHNOLOGIES INC. 8800 GLOBAL WAY WEST CHESTER, OH 45069		Trade Debt	Disputed			\$808,500.00
BROCK SOLUTIONS U.S. INC. 88 ARDELT AVE KITCHENER, ON NC2 2C9 CANADA		Trade Debt				\$753,785.21

Debtor **DATA COOLING TECHNOLOGIES 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 claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of 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
ABOVE AIR TECHNOLOGIES LLC 5179 MOUNTVILLE RD FREDERICK, MD 21703		Trade Debt				\$574,651.39
STARR MANUFACTURING INC. 4175 WARREN SHARON RD VIENNA, OH 44473-9524		Trade Debt				\$535,303.00
ZIEHL-ABEGG P.O. BOX 19971 GREENSBORO, NC 27419		Trade Debt				\$446,380.00
HDT EXPEDITIONARY SYSTEMS INC. 30500 AURORA ROAD SOLON, OH 44139		Trade Debt				\$425,902.92
LANDSTAR RANGER, INC. P.O. BOX 784293 PHILADELPHIA, PA 19178-4293		Trade Debt				\$324,704.99
MARSAM METALFAB 1870 ENTERPRISE PKWY TWINSBURG, OH 44087		Trade Debt				\$262,726.15
COMPLETE ACCESS 1345 RYAN ROAD BUCKLEY, WA 98321		Trade Debt				\$262,513.00
COILMASTER CORPORATION P.O. BOX 1764 MEMPHIS, TN 38101		Trade Debt				\$216,238.12
WEAVER FAB & FINISHING 1100 HOME AVE AKRON, OH 44310		Trade Debt				\$208,346.00
AMERICAN EXPRESS P.O. Box 1270 NEWARK, NJ 07101-1270		Trade Debt				\$188,521.14

Debtor DATA COOLING TECHNOLOGIES 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 claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of 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
TALLMADGE SPINNING & METAL P.O. BOX 58 TALLMADGE, OH 44278-0058		Trade Debt				\$177,043.50
SHEET METAL PRODUCTS CO 5950 PINECONE DR MENTOR, OH 44060		Trade Debt				\$176,096.01
AEROTEK INC 7301 PARKWAY DR HANOVER, MD 21076		Trade Debt				\$147,296.97
MODERN NIAGARA HVAC SERVICES INC. 695 FLINT RD TORONTO, ON M3J 2T7 CANADA		Trade Debt				\$142,752.05
CEC FACILITIES GROUP LLC P.O. BOX 155039 FORT WORTH, TX 76155		Trade Debt				\$141,919.10

United States Bankruptcy Court
Northern District of Ohio

In re Data Cooling Technologies LLC,

Debtor

Case

No.

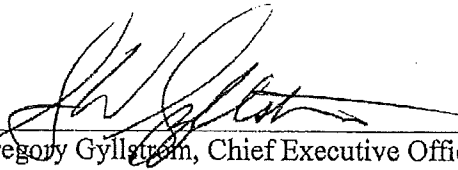
Chapter 11

**VERIFICATION OF LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED
CLAIMS**

I, Gregory Gyllstrom, the Chief Executive Officer of Data Cooling Technologies, LLC, the limited liability company named as debtor in the above-captioned chapter 11 case, declare under penalty of perjury that I have read the foregoing List of Creditors Holding 20 Largest Unsecured Claims and that it is true and correct to the best of my knowledge.

September 8, 2017

Date



Gregory Gyllstrom, Chief Executive Officer

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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

In re:)	
)	Chapter 11
DATA COOLING TECHNOLOGIES LLC,)	
a Delaware limited liability company, ¹)	Case No. 17-_____
)	
Debtor.)	Judge Koschik
)	

**LIST OF EQUITY SECURITY HOLDERS AND
CORPORATE OWNERSHIP STATEMENT**

In accordance with Rules 1007 and 7007.1 of the Federal Rules of Bankruptcy Procedure,
Data Cooling Technologies LLC submits the following information:

Name of Member(s)
A. Malachi Mixon, III William M. Weber William H. Weber Julie D. Weber Kathryn W. White Elizabeth A. Mixon A. Malachi Mixon, IV Martin F. Ellis Mark E. Mansour Joseph E. Miketo

Name and Address of Equity Security Holder	Ownership Interest	Class A Membership Units	Class B Membership Units
A. Malachi Mixon, III 3105 Topping Lane Hunting Valley, Ohio 44022	27.40%	297,788.29	0.00
William M. Weber 3200 Roundwood Drive Chagrin Falls, Ohio 44022	32.13%	349,216.45	0.00

¹ The last four digits of the Debtor's federal tax identification number are 3425.

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William H. Weber 100 West Summit Chagrin Falls, Ohio 44022	4.67%	20,714.20	30,000
Julie D. Weber 995 Clay Street Ashland, Oregon 97520	4.67%	20,714.20	30,000
Kathryn W. White 77 West Cottage Chagrin Falls, Ohio 44022	4.67%	20,714.20	30,000
Elizabeth A. Mixon 19 Heath Drive Basking Ridge, New Jersey 07920	9.36%	51,785.20	50,000.00
A. Malachi Mixon, IV 17495 North Park Lane Cleveland Heights, Ohio 44118	9.36%	51,785.20	50,000.00
Martin F. Ellis 3482 Roundwood Road Hunting Valley, Ohio 44022	4.50%	0.00	48,913.04
Mark E. Mansour 15465 Riddle Road Chagrin Falls, Ohio 44022	1.00%	0.00	10,869.57
Joseph E. Miketo 18910 Station Road Columbia Station, Ohio 44028	2.25%	0.00	24,456.52
TOTAL	100.00%	812,717.39	274,239.13

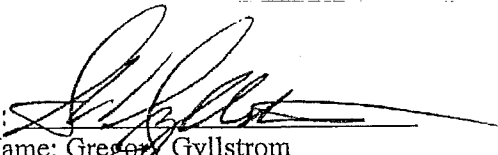
**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

In re:)	
)	Chapter 11
DATA COOLING TECHNOLOGIES LLC,)	
a Delaware limited liability company, ¹)	Case No. 17-_____
)	
Debtor.)	Judge Koschik
)	

**DECLARATION REGARDING LIST OF EQUITY SECURITY HOLDERS AND
CORPORATE OWNERSHIP STATEMENT**

I, Gregory Gyllstrom, the Chief Executive Officer of the limited liability company named as Debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date: September 8, 2017

Signature: 
Printed Name: Gregory Gyllstrom
Title: Chief Executive Officer

¹The last four digits of the Debtor's federal tax identification number are 3425.

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United States Bankruptcy Court
Northern District of Ohio

In re Data Cooling Technologies LLC,
Debtor

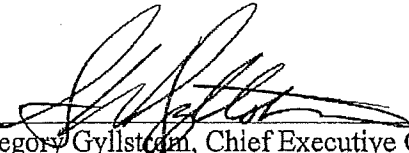
Case
No. _____
Chapter 11

VERIFICATION OF CREDITOR MATRIX

I, Gregory Gyllstrom, the Chief Executive Officer of Data Cooling Technologies LLC, the limited liability company named as debtor in the above-captioned chapter 11 case, declare under penalty of perjury that I have read the Creditor Matrix submitted by the Debtor and that it is true and correct to the best of my knowledge.

September 8, 2017

Date



Gregory Gyllstrom, Chief Executive Officer